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Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements.

2012

Open to public inspection

For calendar year 2012 or tax year beginning

, and ending

Name of foundation

SAMUEL P. HUNT FOUNDATION
C/O DOUGLAS A. MC ININCH, TRUSTEE

A Employer identification number

02-6004471

Number and street (or P O box number if mail is not delivered to street address)

555 CANAL STREET

Room/suite

710

B Telephone number

603-627-1121

City or town, state, and ZIP code

MANCHESTER, NH 03101-1517

G Check all that apply:

☐

Initial return

☐

Initial return of a former public charity

☐

Final return

☐

Amended return

☐

Address change

☐

Name change

H Check type of organization:

☒

Section 501(c)(3) exempt private foundation

☐ Section 4947(a)(1) nonexempt charitable trust☐ Other taxable private foundation

I Fair market value of all assets at end of year

(from Part II, col (c), line 16)

\$ 10,588,721. (Part I, column (d) must be on cash basis.)

J Accounting method:

☒

Cash

☐

Accrual

☐ Other (specify)C If exemption application is pending, check here ☐D 1. Foreign organizations, check here ☐2. Foreign organizations meeting the 85% test,
check here and attach computation ☐E If private foundation status was terminated
under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination
under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses

(The total of amounts in columns (b), (c), and (d) may not
necessarily equal the amounts in column (a))(a) Revenue and
expenses per books(b) Net investment
income(c) Adjusted net
income(d) Disbursements
for charitable purposes
(cash basis only)

Revenue	1	Contributions, gifts, grants, etc., received			N/A	
	2	Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
	3	Interest on savings and temporary cash investments	66,704.	66,704.		STATEMENT 1
	4	Dividends and interest from securities	173,279.	172,966.		STATEMENT 2
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	508,704.			
	b	Gross sales price for all assets on line 6a	1,520,049.			
	7	Capital gain net income (from Part IV, line 2)		508,704.		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
b	Less: Cost of goods sold					
c	Gross profit or (loss)					
11	Other income	255.	255.		STATEMENT 3	
12	Total. Add lines 1 through 11	748,942.	748,629.			
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc.	27,000.	10,800.		16,200.
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees				
	b	Accounting fees	STMT 4 25,000.	18,750.		6,250.
	c	Other professional fees	STMT 5 3,600.	3,600.		0.
	17	Interest	14,010.	14,010.		0.
	18	Taxes	STMT 6 9,688.	9,688.		0.
	19	Depreciation and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses	STMT 7 114,581.	113,759.		822.
	24	Total operating and administrative expenses. Add lines 13 through 23	193,879.	170,607.		23,272.
	25	Contributions, gifts, grants paid	446,557.			446,557.
26	Total expenses and disbursements. Add lines 24 and 25	640,436.	170,607.		469,829.	
27	Subtract line 26 from line 12:					
a	Excess of revenue over expenses and disbursements	108,506.				
b	Net investment income (if negative, enter -0-)		578,022.			
c	Adjusted net income (if negative, enter -0-)			N/A		

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Part II Balance Sheets <small>Attached schedules and amounts in the description column should be for end-of-year amounts only</small>		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	140,786.	190,265.	190,265.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations STMT 9	1,155,711.	1,155,243.	1,180,849.
	b Investments - corporate stock STMT 10	1,399,010.	1,574,352.	1,930,983.
	c Investments - corporate bonds			
Liabilities	11 Investments - land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 11	5,822,723.	5,230,014.	7,284,155.
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶ STATEMENT 12)	2,556.	2,469.	2,469.
	16 Total assets (to be completed by all filers)	8,520,786.	8,152,343.	10,588,721.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
19 Deferred revenue				
20 Loans from officers, directors, trustees, and other disqualified persons				
21 Mortgages and other notes payable				
22 Other liabilities (describe ▶)				
23 Total liabilities (add lines 17 through 22)	0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>			
	and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>			
	and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	0.	0.	
28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.		
29 Retained earnings, accumulated income, endowment, or other funds	8,520,786.	8,152,343.		
30 Total net assets or fund balances	8,520,786.	8,152,343.		
31 Total liabilities and net assets/fund balances	8,520,786.	8,152,343.		

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	8,520,786.
2 Enter amount from Part I, line 27a	2	108,506.
3 Other increases not included in line 2 (itemize) ▶ BOOK INCOME DIFFERENCE	3	28.
4 Add lines 1, 2, and 3	4	8,629,320.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 8	5	476,977.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	8,152,343.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a			
b SEE ATTACHED STATEMENT			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e 1,520,049.		1,488,075.	508,704.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			
b			
c			
d			
e			508,704.

2 Capital gain net income or (net capital loss)	<div> <div>If gain, also enter in Part I, line 7</div> <div>If (loss), enter -0- in Part I, line 7</div> </div>	2	508,704.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		3	N/A

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2011	485,425.	10,676,406.	.045467
2010	633,690.	10,340,351.	.061283
2009	338,076.	9,303,916.	.036337
2008	774,678.	11,476,318.	.067502
2007	41,889.	13,552,434.	.003091

2 Total of line 1, column (d)	2	.213680
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	.042736
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	10,318,373.
5 Multiply line 4 by line 3	5	440,966.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	5,780.
7 Add lines 5 and 6	7	446,746.
8 Enter qualifying distributions from Part XII, line 4	8	469,829.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate.
See the Part VI instructions.

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Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	5,780.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	5,780.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	5,780.
6 Credits/Payments:			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a 2,640.		
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d		7	2,640.
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached		8	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	3,140.
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		10	
11 Enter the amount of line 10 to be: Credited to 2013 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>		11	

Part VII-A Statements Regarding Activities

1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		Yes	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		1a	X
c Did the foundation file Form 1120-POL for this year?		1b	X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ 0. (2) On foundation managers. \$ 0.		1c	X
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		2	X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		3	X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		4a	X
b If "Yes," has it filed a tax return on Form 990-T for this year?		4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		5	X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?		6	X
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.		7	X
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <u>NH</u>			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation		8b	X
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV		9	X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		10	X

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► SHARI RIDLON, HUNT FOUNDATION Telephone no. ► 603-627-1121 Located at ► 555 CANAL ST, STE 710, MANCHESTER, NH ZIP+4 ► 03101-1517			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A			
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>	1b	X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ►		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) N/A	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.) N/A	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b	X

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No**b** If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

▶ ☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

6b

X

If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
DOUGLAS A. MC ININCH WALL ST. TOWER, 555 CANAL ST, STE 710 MANCHESTER, NH 03101	CO-TRUSTEE 5.00	12,000.	0.	0.
JAMES C. TYRIE 39 SMITH ROAD BEDFORD, NH 03110	CO-TRUSTEE 5.00	12,000.	0.	0.
CITIZENS BANK OF NEW HAMPSHIRE 875 ELM STREET MANCHESTER, NH 03101	CO-TRUSTEE 5.00	3,000.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over \$50,000

0

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services 0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0.

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Part X **Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	10,163,161.
b	Average of monthly cash balances	1b	311,926.
c	Fair market value of all other assets	1c	419.
d	Total (add lines 1a, b, and c)	1d	10,475,506.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	10,475,506.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	157,133.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	10,318,373.
6	Minimum investment return. Enter 5% of line 5	6	515,919.

Part XI **Distributable Amount** (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	515,919.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	5,780.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	5,780.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	510,139.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	510,139.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	510,139.

Part XII **Qualifying Distributions** (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	469,829.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	469,829.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	5,780.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	464,049.

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				510,139.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007				
b From 2008				
c From 2009				
d From 2010	961.			
e From 2011				
f Total of lines 3a through e	961.			
4 Qualifying distributions for 2012 from Part XII, line 4: ► \$ 469,829.				
a Applied to 2011, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2012 distributable amount				469,829.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))	961.			961.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				39,349.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012				

N/A

- ☐ 4942(j)(3) or ☐ 4942(j)(5)

- (4) Gross investment income**

[illegible]Form **990-PF** (2012)

(See worksheet in line 13 instructions to verify calculations.)

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

[illegible]

Part XVII

Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?	Yes	No
a	Transfers from the reporting foundation to a noncharitable exempt organization of:		
	(1) Cash	1a(1)	X
	(2) Other assets	1a(2)	X
b	Other transactions:		
	(1) Sales of assets to a noncharitable exempt organization	1b(1)	X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)	X
	(3) Rental of facilities, equipment, or other assets	1b(3)	X
	(4) Reimbursement arrangements	1b(4)	X
	(5) Loans or loan guarantees	1b(5)	X
	(6) Performance of services or membership or fundraising solicitations	1b(6)	X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c	X
d	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.		

[illegible]

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?

☐ Yes ☒ No

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

**Sign
Here**

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

May the IRS discuss this return with the preparer shown below (see instr)?

☒ Yes ☐ No

Signature of officer or trustee

Date _____

Title

Print/Type preparer's name

Preparer's signature

Date	
------	--

Check ☒ if
self-employed

PTIN

**Paid
Preparer
Use Only**

LUCY S. POTTER, CPA

Lucy Lottter CPA

05/07/13

P00035609

Firm's name ► **LUCY S. POTTER, CPA, PLLC**

Firm's EIN ► 02-0445053

Firm's address ► 82 PALOMINO LANE, SUITE 704
BEDFORD, NH 03110-6448

Phone no. 603-666-5535

Form **990-PF** (2012)

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a DYNAMIC EQUITY MGRS:PORTFOLIO 2-(SCH K-1)		P		
b DYNAMIC EQUITY MGRS:PORTFOLIO 2-(SCH K-1)		P		
c SEE ATTACHED-GOLDMAN SACHS STMT				
d ACCT #010-23516-6 PG 31 OF 32		P	VARIOUS	VARIOUS
e SEE ATTACHED-GOLDMAN SACHS STMT				
f ACCT #010-23516-6 PG 31 OF 32		P	VARIOUS	VARIOUS
g SEE ATTACHED-GOLDMAN SACHS STMT				
h ACCT #010-23516-6 PG 32 OF 32		P	VARIOUS	VARIOUS
i SEE ATTACHED-GOLDMAN SACHS STMT				
j ACCT #010-45437-9 PGS 63 & 64 OF 69		P	VARIOUS	VARIOUS
k SEE ATTACHED-GOLDMAN SACHS STMT				
l ACCT #010-45437-9 PGS 64 & 65 OF 69		P	VARIOUS	VARIOUS
m SEE ATTACHED-GOLDMAN SACHS STMT				
n ACCT #010-45437-9 PGS 65-69 OF 69		P	VARIOUS	VARIOUS
o CAPITAL GAINS DIVIDENDS				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			13,640.
b			463,090.
c			0.
d 158,794.		143,336.	15,458.
e			0.
f 457,000.		457,000.	0.
g			0.
h 515,266.		513,780.	1,486.
i			0.
j 73,289.		79,007.	<5,718.>
k			0.
l 55,234.		76,168.	<20,934.>
m			0.
n 247,503.		218,784.	28,719.
o 12,963.			12,963.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			13,640.
b			463,090.
c			0.
d			15,458.
e			0.
f			0.
g			0.
h			1,486.
i			0.
j			<5,718.>
k			0.
l			<20,934.>
m			0.
n			28,719.
o			12,963.

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	508,704.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3	N/A

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

<u>SOURCE</u>	<u>AMOUNT</u>
DYNAMIC EQUITY MGRS:PORTFOLIO 2-(SCH K-1)	0.
GOLDMAN SACHS & CO #010-23516-6	66,313.
GOLDMAN SACHS & CO #010-45437-9	112.
GOLDMAN SACHS & CO #010-64639-6	270.
TD BANKNORTH	9.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	66,704.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

<u>SOURCE</u>	<u>GROSS AMOUNT</u>	<u>CAPITAL GAINS DIVIDENDS</u>	<u>COLUMN (A) AMOUNT</u>
DYNAMIC EQUITY MGRS:PORTFOLIO 2-(SCH K-1)	67,158.	0.	67,158.
GOLDMAN SACHS & CO #010-23516-6	81,147.	12,963.	68,184.
GOLDMAN SACHS & CO #010-45437-9	37,838.	0.	37,838.
GOLDMAN SACHS & CO #010-48229-7	99.	0.	99.
TOTAL TO FM 990-PF, PART I, LN 4	186,242.	12,963.	173,279.

FORM 990-PF OTHER INCOME STATEMENT 3

<u>DESCRIPTION</u>	<u>(A) REVENUE PER BOOKS</u>	<u>(B) NET INVEST- MENT INCOME</u>	<u>(C) ADJUSTED NET INCOME</u>
DYNAMIC EQUITY MGRS:PORTFOLIO 2-(SCH K-1)	228.	228.	
LITIGATION SETTLEMENT	27.	27.	
TOTAL TO FORM 990-PF, PART I, LINE 11	255.	255.	

FORM 990-PF	ACCOUNTING FEES			STATEMENT 4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BOOKKEEPING FEES	25,000.	18,750.		6,250.
TO FORM 990-PF, PG 1, LN 16B	25,000.	18,750.		6,250.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX PREPARATION FEES	3,600.	3,600.		0.
TO FORM 990-PF, PG 1, LN 16C	3,600.	3,600.		0.

FORM 990-PF	TAXES			STATEMENT 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL EXCISE TAX (REFUND)	3,042.	3,042.		0.
FOREIGN TAX DYNAMIC EQUITY	6,007.	6,007.		0.
MGRS:PORTFOLIO 2-(SCH K-1)-FOREIGN TAX	639.	639.		0.
TO FORM 990-PF, PG 1, LN 18	9,688.	9,688.		0.

FORM 990-PF	OTHER EXPENSES			STATEMENT	7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
NH FILING FEES	75.	75.		0.	
OFFICE EXPENSE	1,645.	823.		822.	
GS INVESTMENT MGMT FEES	19,841.	19,841.		0.	
AMORTIZATION OF BD					
PREMIUM/TAX BASIS ADJUSTMENT	25,071.	25,071.		0.	
OTHER GS INVESTMENT					
FEES-ADR, ETC.	1,449.	1,449.		0.	
DYNAMIC EQUITY					
MGRS:PORTFOLIO 2-(SCH					
K-1)-INV MGMT FEES	35,851.	35,851.		0.	
DYNAMIC EQUITY					
MGRS:PORTFOLIO 2-(SCH					
K-1)-INV ADVISORY FEES	27,690.	27,690.		0.	
DYNAMIC EQUITY					
MGRS:PORTFOLIO 2-(SCH					
K-1)-MISC ADMIN FEES	2,959.	2,959.		0.	
TO FORM 990-PF, PG 1, LN 23	114,581.	113,759.		822.	

FORM 990-PF	OTHER DECREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	8
DESCRIPTION		AMOUNT	
NET FLOW THROUGH ITEMS ON SCH K-1 NOT RECORDED ON THE BOOKS		476,977.	
TOTAL TO FORM 990-PF, PART III, LINE 5		476,977.	

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT	9
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DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
SEE STATEMENT 14	X		1,155,243.	1,180,849.
TOTAL U.S. GOVERNMENT OBLIGATIONS			1,155,243.	1,180,849.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			1,155,243.	1,180,849.

FORM 990-PF	CORPORATE STOCK	STATEMENT	10
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE STATEMENT 14	1,574,352.	1,930,983.
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,574,352.	1,930,983.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	11
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
SEE STATEMENT 14	COST	5,230,014.	7,284,155.
TOTAL TO FORM 990-PF, PART II, LINE 13		5,230,014.	7,284,155.

FORM 990-PF	OTHER ASSETS	STATEMENT	12
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DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
INVESTMENT INCOME RECEIVABLE	2,556.	2,469.	2,469.
TO FORM 990-PF, PART II, LINE 15	2,556.	2,469.	2,469.

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT 13

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

SAMUEL P. HUNT FOUNDATION, ATTN: DOUGLAS A. MC ININCH
555 CANAL ST, SUITE #710, MANCHESTER, NH 03101

TELEPHONE NUMBER

603-622-4052

FORM AND CONTENT OF APPLICATIONS

A COMPLETED GRANT APPLICATION AND A TAX EXEMPT STATUS LETTER SEE ATTACHMENT
ON BACK OF TAX RETURN FOR GRANT APPLICATION

ANY SUBMISSION DEADLINES

MARCH 15 AND SEPTEMBER 15

RESTRICTIONS AND LIMITATIONS ON AWARDS

THE ORGANIZATION MUST BE IN COMPLIANCE WITH THE REGISTRATION AND REPORTING
REQUIREMENTS OF THE NH DIRECTOR OF CHARITABLE TRUSTS, THE IRS AND THE NH
SECRETARY STATE. THE ORGANIZATION MUST BE LOCATED IN NH.

	END OF YEAR (b) BOOK VALUE	END OF YEAR (c) FMV
LINE 10a - INVESTMENTS - US AND STATE GOVERNMENT OBLIGATIONS		
100,000 FFCB 4 7% 08/10/2015 FA	101,759 30	111,044.00
100,000 FHLB 1 0% 06/21/2017 JD	100,922 31	101,141.00
200,000 FHLB 1.875% 06/21/2013 JD	200,823 30	201,638 00
100,000 FHLB 4 0% 09/06/2013 MS	103,045.09	102,593 00
100,000 FHLB 4 875% 05/17/2017 MN	118,896 04	117,844 00
100,000 FHLB 5 0% 12/21/2015 JD SER VB-2015 SR LIEN	102,175 60	113,543.00
100,000 FHLB 5 25% 06/18/2014 JD	104,944 82	107,357 00
300,000 FHLB 5 5% 08/13/2014 FA	322,677 18	325,689 00
TOTAL	1,155,243.64	1,180,849.00
LINE 10b - INVESTMENTS - CORPORATE STOCK		
311 ACCENTURE PLC CMN	18,173 90	20,681 50
686 ADIDAS AG ADR CMN	25,322 57	30,447 42
2,023 AIA GROUP LIMITED SPONSORED ADR CMN SERIES	30,367 45	31,581 05
526 ARM HOLDINGS PLC SPON ADR SPONSORED ADR CMN	3,369 56	19,898 58
251 ASML HOLDING N V ADR CMN	16,897 49	16,161 89
1,779 ASSA ABLOY AB UNSPONSORED ADR (SWEDEN)	24,149 50	33,212 15
164 BAIDU, INC SPONSORED ADR CMN	19,896 41	16,447 56
1,167 BG GROUP PLC SPON ADR ADR CMN	19,677.87	19,206 49
358 BURBERRY GROUP PLC SPONSORED ADR CMN	13,986.67	14,268.81
344 CANADIAN NATIONAL RAILWAY CO CMN	17,396 08	31,307 44
966 CARNIVAL CORPORATION CMN	34,631 40	35,519 82
400 CHECK POINT SOFTWARE TECH LTD ORDINARY SHARES	22,189 89	19,056 00
129 CNOOC LIMITED SPONSORED ADR CMN	19,852 07	28,380 00
1,361 COMPASS GROUP PLC SPONSORED ADR CMN	16,071 41	16,039 39
179 DASSAULT SYSTEMES SPONSORED ADR CMN	9,009 37	19,877 59
358 DEUTSCHE BANK AG CMN	15,552 69	15,855 82
1,002 ELEKTA AB UNSPONSORED ADR CMN	15,471 89	15,618 17
1,141 EMBRAER SA ADR CMN	32,518 32	32,529 91
1,091 FANUC CORP UNSPONSORED ADR CMN	14,018 86	33,479 52
2,679 FLSMIDTH & CO. A/S SPONSORED ADR CMN	16,317 67	15,489 98
930 FRESENIUS MEDICAL CARE AG & CO KGAA SPONSORED ADR CMN	19,210 76	31,899 00
1,110 HANG LUNG PPTYS LTD SPONSORED ADR CMN	17,112 99	22,054 59
5,154 HENNES & MAURITZ AB ADR CMN	26,943 56	35,572.91
1,140 HONG KONG EXCHANGES & CLEARING UNSPONSORED ADR CMN	9,558 26	19,400 52
615 HSBC HOLDINGS PLC SPONSORED ADR CMN	28,230 24	32,638 05
2,036 INDUSTRIAL & COMMERCIAL BANK O ADR CMN	28,535 46	28,894 91
2,011 ITAU UNIBANCO BANCO HLDNG S A SPONSORED ADR CMN	35,938 92	33,101 06
1,060 KDDI CORP UNSPONSORED ADR CMN	18,165 14	18,664 48
4,002 KINGFISHER PLC SPONSORED ADR CMN	25,736 87	36,962 47
1,465 KOMATSU LTD ADR (NEW) SPONSORED GDS CMN	22,495 96	37,004 44
555 LAS VEGAS SANDS CORP CMN	24,581 56	25,618.80
5,719 LI & FUNG LIMITED UNSPONSORED ADR CMN	20,913 38	20,188.07
1,267 LVMH MOET HENNESSY LOUIS VUITTON S A ADR CMN	20,112 15	46,370 93
253 MERCADOLIBRE INC CMN	16,325 79	19,873 15
1,300 MICHELIN COMPAGNIE GENERALE DE UNSPONSORED ADR CMN	18,853 60	24,540.10
4,530 MITSUBISHI UFJ FINL GROUP, INC SPONSORED ADR CMN	27,126 34	24,552 60
487 NESTLE SA SPONSORED ADR (REP 1/20 CHF 10 REGD SHS)	20,233 89	31,709 54
557 NOVARTIS AG-ADR SPONSORED ADR CMN	27,280 89	35,258 10
267 NOVO-NORDISK A/S ADR ADR CMN	16,567 35	43,577 07
1,181 PEARSON PLC SPON ADR SPONSORED ADR CMN	22,250 12	23,076 74
639 POTASH CORP OF SASKATCHEWAN INC	24,253 82	26,000.91
1,898 PUBLICIS GROUPE S A SPONSORED ADR CMN	21,001 90	28,306 77
2,783 RECKITT BENCKISER GROUP PLC SPONSORED ADR CMN	26,591 67	35,678 06
1,567 ROYAL BANK OF SCOTLAND GROUP P SPONSORED ADR CMN	15,671 21	16,907 93
414 SABMILLER PLC SPONSORED ADR	9,025 20	19,010 88

	END OF YEAR (b) BOOK VALUE	END OF YEAR (c) FMV
LINE 10b - INVESTMENTS - CORPORATE STOCK (continued)		
502 SAP AG (SPON ADR)	24,433.66	40,350.76
1,329 SBERBANK SPONSORED ADR CMN	14,124.62	16,346.70
536 SCHLUMBERGER LTD CMN	27,042.31	37,144.05
231 SIEMENS AKTIENGESSELLSCHAFT SPONSORED ADR CMN	27,122.44	25,287.57
337 SOUTHERN COPPER CORPORATION CMN	10,531.33	12,758.82
2,416 SPDR S&P 500 ETF TRUST	301,130.35	344,062.56
1,087 SWATCH GROUP SA (THE) ADR CMN	21,028.38	27,384.79
225 SYNGENTA AG SPONSORED ADR CMN	15,060.85	18,180.00
1,047 TAIWAN SEMICONDUCTOR MFG ADS LTD	14,829.53	17,966.52
1,078 TENCENT HOLDINGS LIMITED UNSPONSORED ADR CMN	22,188.91	34,631.83
746 TEVA PHARMACEUTICAL IND LTD ADS	34,877.68	27,855.64
451 TOYOTA MOTOR CORPORATION SPON ADR	40,623.40	42,055.75
1,645 TULLOW OIL PLC ADR CMN	15,998.61	16,859.61
3,311 TURKIYE GARANTI BANKASI AS GDS CMN	14,108.73	17,180.78
545 VODAFONE GROUP PLC SPONSORED ADR CMN	14,626.99	13,728.55
619 WAL-MART DE MEXICO SAB DE CV SPONS ADR SER V SHS	6,546.42	20,105.74
708 YANDEX N V CMN	20,419.99	15,250.32
330 YUM BRANDS, INC CMN	22,069.42	21,912.00
TOTAL	1,574,351.72	1,930,983.16
LINE 13 - INVESTMENTS - OTHER		
150,000 BNP PARIBAS LNKD TO BASKET OF 6 COMMOD FUT 0% COUPON DUE N	150,000.00	149,776.50
100,000 CANADA 3 0% 12/01/2015 CAD SR LIEN	105,066.79	105,552.43
26,323 08 DYNAMIC EQUITY MANAGERS. PORTFOLIO 2 SERIES CLASS 2	2,250,000.00	3,931,325.82
100,000 GILT 2% 01/22/2016 2.0% 01/22/2016 GBP SR LIEN	165,495.09	169,878.71
23,748 62 GS CONCENTRATED GROWTH FUND CLASS A SHARES	224,187.00	360,029.12
9,212 78 GS EMERGING MARKETS EQUITY FUND INSTITUTIONAL SHARES	176,855.98	154,866.76
3,637 72 GS SMALL CAP VALUE FUND INSTITUTIONAL CLASS SHARES	136,540.55	161,987.54
3,336 89 GS STRATEGIC GROWTH FUND CLASS A SHARES	24,717.78	36,105.17
36,580 94 GS STRUCTURED INTERNATIONAL EQUITY FUND CLASS A SHARES	347,470.26	336,910.49
14,534 88 GS HIGH YIELD FUND INSTITUTIONAL SHARES	100,000.00	106,250.00
48,528 40 GS INFLATION PROTECTED SECURITIES FUND CLASS A SHARES	540,917.40	549,826.81
5,324 28 GS LOCAL EMERGING MARKETS DEBT FUND INSTITUTIONAL SHARES	50,207.98	52,497.42
4,835 03 GS STRATEGIC INCOME FUND INSTITUTIONAL SHARES	49,217.08	49,994.22
GOLDMAN SACHS HEDGE FD PORTF SUB-FD TRANCHE B SERIES 1	95,856.07	49,164.16
GOLDMAN SACHS HEDGE FD PORTF SUB-FD TRANCHE B SERIES 1	(171,668.22)	40,219.33
40 THE GS GRP, INC LNKD TO DJIA 0% COUPON DUE 07/29/2013 NOTE	40,000.00	43,293.56
125 THE GS GRP, INC LNKD TO MSCI EAFE 0% DUE 07/03/2013 NOTE	125,000.00	119,334.13
145 THE GS GRP, INC LNKD TO MSCI EMERGING MKT NOTE DUE 10/14/2014	145,000.00	155,634.88
20 THE GS GRP, INC LNKD TO RUSSELL2000 INDX 0% DUE 7/19/2013 NOTE	20,000.00	23,225.16
256,000 THE GS GRP, INC LNKD TO FX BSKT VS USD 0% DUE 02/04/2014 NOTE	256,000.00	304,455.68
2,425 ISHARES MSCI EAFE INDEX FUND ETF	150,726.85	137,885.50
700,000 KINGDOM OF SWEDEN (NO 1041) 6 75% 05/05/2014	117,053.65	116,245.31
600,000 NOK 6.5% 05/15/2013 6 5% 05/15/2013 NOK SER 470	111,369.76	109,799.99
20 RABOBANK NEDERLAND, UTRECHT LINKED TO MSCI TAIWAN INDX 0%	20,000.00	19,896.76
TOTAL	5,230,014.02	7,284,155.45

PART XV, LINE 3a, GRANTS & CONTRIBUTIONS PAID DURING THE YEAR

<u>Name & Address of Recipient</u>	<u>Foundation Status of Recipient</u>	<u>Purpose of Grant or Contribution</u>	<u>\$Amount</u>
Boys & Girls Club of Manchester 555 Union St. Manchester, NH 03104	Public	Kresge Challenge Grant	16,665
Appalachian Mountain Club 5 Joy St. Boston, MA 02108	Public	Old Bridle Path Trail	7,500
CATCH Neighborhood Housing 76 S State St. Concord, NH 03101	Public	Removal of lead paint	5,000
Currier Museum of Art 150 Ash St. Manchester, NH 03104	Public	Development of multimedia tour	15,000
Derryfield School 2108 River Rd. Manchester, NH 03104	Public	Digital project room	25,000
Mt. Washington Observatory PO Box 2310 North Conway, NH 03860	Public	Renovation of museum	25,000
Nashua Symphony Association 6 Church St. Nashua, NH 03060	Public	Spooktacular concert	2,680
NH Association for the Blind 25 Walker St. Concord, NH 03301	Public	White canes and tips	3,625
NH Center for Nonprofits 84 Silk Farm Rd. Concord, NH 03301	Public	Website & database upgrades	15,000
NH Center for Nonprofits 84 Silk Farm Rd. Concord, NH 03301	Public	General support	1,000
Society for Protection of NH Forests 54 Portsmouth St. Concord, NH 03301	Public	Hooksett Riverfront project	50,000
New Hampton School 70 Main St. New Hampton, NH 03256	Public	Capital Campaign	25,000

PART XV, LINE 3a, GRANTS & CONTRIBUTIONS PAID DURING THE YEAR

<u>Name & Address of Recipient</u>	<u>Foundation Status of Recipient</u>	<u>Purpose of Grant or Contribution</u>	<u>\$Amount</u>
Spaulding Youth Center Foundation 130 Shedd Rd. Northfield, NH 03276	Public	Capital campaign for new facility	25,000
Children's Museum of NH 6 Washington St. Dover, NH 03820	Public	Reach All Initiative	10,000
Bear-Paw Regional Greenways PO Box 19 Deerfield, NH 03037	Public	Hinman Pond project	20,000
GMILCS, Inc. 31 Mount Saint Mary's Way Hooksett, NH 03106	Public	Implementation of e-book service	15,000
Kingswood Youth Center, Inc. PO Box 697 Wolfboro Falls, NH 03896	Public	Teens at Work program	1,344.97
New Generation, Inc. 568 Portsmouth Ave Greenland, NH 03840	Public	Creation of a transitional apartment	7,500
NH Historical Society 30 Park St. Concord, NH 03301	Public	Upgrades to historic library	50,000
Palace Theatre Trust 80 Hanover St. Manchester, NH 03101	Public	Replacement of Orchestra's pit cover	41,042
Red River Theatres 11 South Main St., Ste L1-1 Concord, NH 03301	Public	Conversion from 35mm to digital	20,000
Society for Protection of NH Forests 54 Portsmouth St. Concord, NH 03301	Public	Maple Ridge Farm property	25,000
Sunset Hill Educational Institute POB 435 South Sutton, NH 03273	Public	Wheelchair Health in Motion program	1,700
Unitarian Universalist Church of Manchester 669 Union St. Manchester, NH 03104	Public	Restoration of Estey Opus organ	2,000

PART XV, LINE 3a, GRANTS & CONTRIBUTIONS PAID DURING THE YEAR

<u>Name & Address of Recipient</u>	<u>Foundation Status of Recipient</u>	<u>Purpose of Grant or Contribution</u>	<u>\$Amount</u>
Webster House 135 Webster St. Manchester, NH 03104	Public	Emergency beds & care for youth	6,500
Opera NH POB 3426 Manchester, NH 03105	Public	Production of Nozze DiFigaro	5,000
NH Institute of Art 148 Concord St. Manchester, NH 03104	Public	Renovation's to create art lab	<u>25,000</u>
TOTAL CONTRIBUTIONS PAID IN 2012			<u>\$446,557</u>

PART XV, LINE 3b, GRANTS & CONTRIBUTIONS APPROVED FOR FUTURE PAYMENT:

<u>Name & Address of Recipient</u>	<u>Foundation Status of Recipient</u>	<u>Purpose of Grant or Contribution</u>	<u>\$Amount</u>
Friends of the Music Hall 106 Congress St. Portsmouth, NH 03801	Public	For new oleo curtain	25,000
NH Center for Nonprofits 84 Silk Farm Rd. Concord, NH 03301	Public	General Support.	4,000
Manchester Community Music School 2291 Elm St. Manchester, NH 03104	Public	Principal debt reduction	<u>75,000</u>
TOTAL CONTRIBUTIONS APPROVED FOR FUTURE PAYMENT			<u>\$104,000</u>

Tax Year Account No Legal Name
2012 **THE SAMUEL P HUNT FDN 9/5/51**

REALIZED GAINS AND LOSSES (Continued)

Supplemental Information Consult your Form 1099 for tax reporting purposes

ORDINARY GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds	Cost Basis *	Total Gain (Loss)
Ordinary Gains (Losses)						
UK POUND STERLING (995500501)	02/17/2012	02/21/2012	104,975 34	166,543 38	166,196 96	346 42
NORWEGIAN KRONE (995500766)	02/17/2012	02/22/2012	665,788 35	117,789 24	117,024 65	764 59
SWEDISH KRONA (995500709)	02/17/2012	02/22/2012	825,203 75	123,873 59	122,981 18	892 41
CANADIAN DOLLAR (995500543)	02/21/2012	02/24/2012	107,085 63	107,052 44	107,569 69	(517 25)
CANADIAN DOLLAR (995500543)	02/29/2012	02/29/2012	3 00	3 03	3 04	(0 01)
SWEDISH KRONA (995500709)	02/29/2012	02/29/2012	28 00	4 25	4 24	0 01
Net Ordinary Gains (Losses)				515,265 93	513,779.76	1,486 17

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Tax Year Account No Legal Name
2012 **THE SAMUEL P HUNT FDN 9/9/51**

REALIZED GAINS AND LOSSES

Supplemental Information Consult your Form 1099 for tax reporting purposes

REALIZED GAIN AND LOSS SUMMARY

SHORT-TERM GAINS (LOSSES)		LONG-TERM GAINS (LOSSES)		ORDINARY GAINS (LOSSES)	
Net Covered Short Term Gains (Losses)	0 00	Net Covered Long-Term Gains (Losses)	0 00	Net Ordinary Gains (Losses)	1 486 17
Net NonCovered Short Term Gains (Losses)	15 458 13	Net NonCovered Long Term Gains (Losses)	0 00		
Net 1099B Non Reportable Short Term Gains (Losses)	0 00	Net 1099B Non Reportable Long Term Gains (Losses)	0 00		
Net Miscellaneous Short Term Gains (Losses)	0 00	Net Miscellaneous Long Term Gains (Losses)	0 00	Net Miscellaneous Ordinary Gains (Losses)	0 00
Net Regulated Futures Contract Short Term Gains (Losses)	0 00	Net Regulated Futures Contract Long Term Gains (Losses)	0 00		
Total Short-Term Gains (Losses)	15,458 13	Total Long-Term Gains (Losses)	0 00	Total Ordinary Gains (Losses)	1,486 17

SHORT-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds *	Total accretion (Amortization)	Cost Basis *	Total Gain (Loss)
NonCovered Short-Term Gains (Losses)							
SPDR S&P 500 ETF TRUST (78462F103)	12/01/2011	11/14/2012	1,150 00	158,794 18	0 00	143,336 05	15,458 13
Net NonCovered Short-Term Gains (Losses)				158,794 18	0 00	143,336 05	15,458 13

LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds *	Total accretion (Amortization)	Cost Basis *	Total Gain (Loss)
NonCovered Long-Term Gains (Losses)							
RABOBANK NEDERLAND, UTRECHT LNKD TO ISHARES FTSE/CHINA 0% COUPON DUE 5/7/2012 STRUCTURED NOTE (21686C605)	10/12/2009	05/07/2012	147 00	147,000 00	0 00	147,000 00	0 00
FHLB 1 75% 08/22/2012 FA (3133XUE41)	02/18/2011	08/22/2012	100,000 00	100,000 00	(1,783 00)	100,000 00	0 00
THE GOLDMAN SACHS GROUP, INC LINKED TO SP GSCI AGRICULTURE 0% DUE 09/07/2012 STRUCTURED NOTE (38143JRT0)	02/28/2011	09/07/2012	110,000 00	110,000 00	0 00	110,000 00	0 00
FHLB 4 625% 10/10/2012 AO (3133XML66)	12/11/2007	10/10/2012	100,000 00	100,000 00	(2,806 00)	100,000 00	0 00
Net NonCovered Long-Term Gains (Losses)				457,000 00	(4,589 00)	457,000 00	0 00

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Tax Year Account No. Legal Name
2012 **THE SAMUEL P HUNT FOUNDATION**

REALIZED GAINS AND LOSSES

Supplemental Information - Consult your Form 1099 for tax reporting purposes

REALIZED GAIN AND LOSS SUMMARY

SHORT-TERM GAINS (LOSSES)		LONG-TERM GAINS (LOSSES)		ORDINARY GAINS (LOSSES)	
Net Covered Short Term Gains (Losses)	(5,717.53)	Net Covered Long Term Gains (Losses)	(20,934.60)	Net Ordinary Gains (Losses)	0.00
Net NonCovered Short Term Gains (Losses)	0.00	Net NonCovered Long Term Gains (Losses)	28,718.40		
Net 1099B Non Reportable Short Term Gains (Losses)	0.00	Net 1099B Non Reportable Long Term Gains (Losses)	0.00		
Net Miscellaneous Short Term Gains (Losses)	0.00	Net Miscellaneous Long Term Gains (Losses)	0.00	Net Miscellaneous Ordinary Gains (Losses)	0.00
Net Regulated Futures Contract Short-Term Gains (Losses)	0.00	Net Regulated Futures Contract Long Term Gains (Losses)	0.00		
Total Short-Term Gains (Losses)	(5,717.53)	Total Long-Term Gains (Losses)	7,783.80	Total Ordinary Gains (Losses)	0.00

SHORT-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds *	Total accretion (Amortization)	Cost Basis *	Total Gain (Loss)
Covered Short-Term Gains (Losses)							
SOUTHERN COPPER CORPORATION CMN (84265V105)	12/09/2011	02/13/2012	0.42	12.67	0.00	0.00	12.67
TECK RESOURCES LIMITED CMN CLASS B (878742204)	07/21/2011	03/22/2012	79.00	2,761.74	0.00	4,229.13	(1,467.39)
TECK RESOURCES LIMITED CMN CLASS B (878742204)	12/01/2011	03/23/2012	26.00	914.78	0.00	963.94	(49.16)
TECK RESOURCES LIMITED CMN CLASS B (878742204)	09/19/2011	03/23/2012	81.00	2,849.88	0.00	3,065.23	(215.35)
TECK RESOURCES LIMITED CMN CLASS B (878742204)	07/21/2011	03/23/2012	85.00	2,990.62	0.00	4,550.33	(1,559.71)
TECK RESOURCES LIMITED CMN CLASS B (878742204)	07/25/2011	03/23/2012	174.00	6,121.97	0.00	9,286.62	(3,164.65)
LI & FUNG LIMITED UNSPONSORED ADR CMN (501897102)	09/01/2011	03/27/2012	726.00	3,596.18	0.00	2,720.69	875.49
LI & FUNG LIMITED UNSPONSORED ADR CMN (501897102)	08/31/2011	03/27/2012	916.00	4,537.32	0.00	3,228.72	1,308.60
NOKIA CORP SPON ADR SPONSORED ADR CMN (654902204)	01/17/2012	04/11/2012	1,291.00	5,564.98	0.00	7,228.70	(1,663.72)
ING GROEP N V SPONS ADR SPONSORED ADR CMN (456837103)	08/12/2011	04/26/2012	695.00	4,919.02	0.00	5,980.20	(1,061.18)
ING GROEP N V SPONS ADR SPONSORED ADR CMN (456837103)	08/12/2011	04/27/2012	176.00	1,231.14	0.00	1,514.41	(283.27)
ING GROEP N V SPONS ADR SPONSORED ADR CMN (456837103)	08/16/2011	04/27/2012	461.00	3,224.76	0.00	4,094.46	(869.70)
ING GROEP N V SPONS ADR SPONSORED ADR CMN (456837103)	08/19/2011	04/27/2012	593.00	4,148.12	0.00	4,743.17	(595.05)
ING GROEP N V SPONS ADR SPONSORED ADR CMN (456837103)	09/16/2011	04/27/2012	1,134.00	7,932.49	0.00	8,390.92	(458.43)
HSBC HOLDINGS PLC SPONSORED ADR CMN (404280406)	02/28/2012	07/20/2012	82.00	3,417.49	0.00	3,663.99	(246.50)
HSBC HOLDINGS PLC SPONSORED ADR CMN (404280406)	02/28/2012	07/24/2012	9.00	355.70	0.00	402.15	(46.45)

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REALIZED GAINS AND LOSSES (Continued)

Supplemental Information Consult your Form 1099 for tax reporting purposes

SHORT-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds ⁵	Total accretion (Amortization)	Cost Basis ⁴	Total Gain (Loss)
Covered Short-Term Gains (Losses)							
HSBC HOLDINGS PLC SPONSORED ADR CMN (404280406)	02/29/2012	07/24/2012	53 00	2,094 68	0 00	2,365 05	(270 37)
CANADIAN NATURAL RESOURCES CMN (136385101)	04/11/2012	07/27/2012	102 00	2,819 50	0 00	3,226 13	(406 63)
TAIWAN SEMICONDUCTOR MFG ADS LTD ADS 1ADS EQUALS 50RDS (874039100)	07/26/2012	10/19/2012	250 00	3,813 27	0 00	3,329 53	483 74
TAIWAN SEMICONDUCTOR MFG ADS LTD ADS 1ADS EQUALS 50RDS (874039100)	07/26/2012	10/22/2012	250 00	3,826 29	0 00	3,329 53	496 76
ESCROW/ASML HOLDING N V CMN (N07ESC895)	10/19/2012	12/03/2012	78 00	925 84	0 00	0 00	925 84
ESCROW/ASML HOLDING N V CMN (N07ESC895)	10/12/2012	12/03/2012	144 00	1,709 24	0 00	0 00	1,709 24
MICHELIN COMPAGNIE GENERALE DE UNSPONSORED ADR CMN (59410T106)	03/12/2012	12/07/2012	86 00	1,573 12	0 00	1,200 25	372 87
MICHELIN COMPAGNIE GENERALE DE UNSPONSORED ADR CMN (59410T106)	03/12/2012	12/07/2012	107 00	1,948 16	0 00	1,493 34	454 82
Net Covered Short-Term Gains (Losses)				73,288.96	0.00	79,006 49	(5,717 53)

LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds ⁵	Total accretion (Amortization)	Cost Basis ⁴	Total Gain (Loss)
Covered Long-Term Gains (Losses)							
CREDIT SUISSE GROUP SPON ADR SPONSORED ADR CMN (225401108)	02/18/2011	02/29/2012	204 00	5,504 43	0 00	9,625 95	(4,121 52)
CANON INC ADR SPONSORED ADR CMN (138006309)	03/16/2011	07/27/2012	95 00	3,033 24	0 00	4,266 13	(1,232 89)
CANON INC ADR SPONSORED ADR CMN (138006309)	02/03/2011	07/27/2012	96 00	3,065 17	0 00	4,683 47	(1,618 30)
SIEMENS AKTIENGESELLSCHAFT SPONSORED ADR CMN (826197501)	01/10/2011	08/31/2012	7 00	660 85	0 00	804 94	(144 09)
SIEMENS AKTIENGESELLSCHAFT SPONSORED ADR CMN (826197501)	01/10/2011	09/04/2012	13 00	1,221 79	0 00	1,494 88	(273 09)
SIEMENS AKTIENGESELLSCHAFT SPONSORED ADR CMN (826197501)	01/10/2011	09/19/2012	39 00	4,016 84	0 00	4,484 65	(467 81)
SIEMENS AKTIENGESELLSCHAFT SPONSORED ADR CMN (826197501)	01/11/2011	10/11/2012	49 00	4,867 01	0 00	5,799 26	(932 25)
TESCO PLC (SPONSORED) ADR SPONSORED ADR CMN (881575302)	01/21/2011	10/11/2012	240 00	3,606 37	0 00	4 641 70	(1,035 33)

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REALIZED GAINS AND LOSSES (Continued)

Supplemental Information Consult your Form 1099 for tax reporting purposes

LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds ¹	Total accretion (Amortization)	Cost Basis ²	Total Gain (Loss)
Covered Long-Term Gains (Losses)							
ADIDAS AG ADR CMN (00687A107)	05/03/2011	12/07/2012	75 00	3,266 15	0 00	2,798 77	467 38
CREDIT SUISSE GROUP SPON ADR SPONSORED ADR CMN (225401108)	03/15/2011	12/14/2012	1 00	24 58	0 00	41 97	(17 39)
CREDIT SUISSE GROUP SPON ADR SPONSORED ADR CMN (225401108)	02/18/2011	12/14/2012	244 00	5,998 75	0 00	11,513 39	(5,514 64)
SBERBANK SPONSORED ADR CMN TRADEABLE ON LNSE & NASDAQ UK LINE SBNCYQ L-US LINE SBRCY (80585Y308)	09/12/2011	12/14/2012	56 00	677 57	0 00	595 17	82 40
SBERBANK SPONSORED ADR CMN TRADEABLE ON LNSE & NASDAQ UK LINE SBNCYQ L-US LINE SBRCY (80585Y308)	09/12/2011	12/14/2012	183 00	2,214 19	0 00	1,944 92	269 27
SBERBANK SPONSORED ADR CMN TRADEABLE ON LNSE & NASDAQ UK LINE SBNCYQ L-US LINE SBRCY (80585Y308)	09/09/2011	12/14/2012	191 00	2,310 99	0 00	2,171 67	139 32
CREDIT SUISSE GROUP SPON ADR SPONSORED ADR CMN (225401108)	07/12/2011	12/17/2012	25 00	611 99	0 00	921 02	(309 03)
CREDIT SUISSE GROUP SPON ADR SPONSORED ADR CMN (225401108)	05/26/2011	12/17/2012	46 00	1,126 06	0 00	1,956 66	(830 60)
CREDIT SUISSE GROUP SPON ADR SPONSORED ADR CMN (225401108)	05/25/2011	12/17/2012	54 00	1,321 90	0 00	2,257 08	(935 18)
CREDIT SUISSE GROUP SPON ADR SPONSORED ADR CMN (225401108)	03/15/2011	12/17/2012	104 00	2,545 89	0 00	4,365 20	(1,819 31)
CREDIT SUISSE GROUP SPON ADR SPONSORED ADR CMN (225401108)	09/16/2011	12/18/2012	28 00	695 50	0 00	732 87	(37 37)
CREDIT SUISSE GROUP SPON ADR SPONSORED ADR CMN (225401108)	07/12/2011	12/18/2012	97 00	2,409 42	0 00	3,573 55	(1,164 13)
CREDIT SUISSE GROUP SPON ADR SPONSORED ADR CMN (225401108)	07/20/2011	12/18/2012	121 00	3,005 57	0 00	4,327 96	(1,322 39)
CREDIT SUISSE GROUP SPON ADR SPONSORED ADR CMN (225401108)	09/16/2011	12/19/2012	121 00	3,049 41	0 00	3,167 06	(117 65)
Net Covered Long-Term Gains (Losses)				55,233 67	0 00	76,168 27	(20,934 60)
NonCovered Long-Term Gains (Losses)							
CNOOC LIMITED SPONSORED ADR CMN (126132109)	10/05/2009	01/10/2012	16 00	3,169 10	0 00	2,155 22	1,013 88
NOVARTIS AG ADR SPONSORED ADR CMN (66987V109)	03/06/2007	01/10/2012	71 00	4,039 33	0 00	4,005 11	34 22
CNOOC LIMITED SPONSORED ADR CMN (126132109)	10/05/2009	01/11/2012	10 00	1,951 57	0 00	1,347 02	604 55
CNOOC LIMITED SPONSORED ADR CMN (126132109)	10/05/2009	01/12/2012	7 00	1,357 98	0 00	942 91	415 07
CARNIVAL CORPORATION CMN (143658300)	02/08/2008	01/17/2012	113 00	3,338 45	0 00	4,601 36	(1,262 91)
ASSA ABLOY AB UNSPONSORED ADR (SWEDEN) (045387107)	11/08/2010	01/24/2012	214 00	2,853 52	0 00	2,947 43	(93 91)

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2012 **THE SAMUEL P HUNT FOUNDATION**

REALIZED GAINS AND LOSSES (Continued)

Supplemental Information Consult your Form 1099 for tax reporting purposes

LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds *	Total accretion (Amortization)	Cost Basis *	Total Gain (Loss)
NonCovered Long-Term Gains (Losses)							
ASSA ABLOY AB UNSPONSORED ADR (SWEDEN) (045387107)	11/08/2010	01/25/2012	1 00	13 27	0 00	13 77	(0 50)
ASSA ABLOY AB UNSPONSORED ADR (SWEDEN) (045387107)	11/09/2010	01/25/2012	253 00	3,359 30	0 00	3,481 97	(122 67)
TELEFONICA S A ADR SPONSORED ADR CMN (879382208)	06/16/2008	01/25/2012	25 00	422 90	0 00	684 76	(261 86)
TELEFONICA S A ADR SPONSORED ADR CMN (879382208)	05/21/2010	01/25/2012	195 00	3,298 61	0 00	3,812 05	(513 44)
TELEFONICA S A ADR SPONSORED ADR CMN (879382208)	06/23/2009	01/25/2012	363 00	6,140 49	0 00	7,921 68	(1,781 19)
TELEFONICA S A ADR SPONSORED ADR CMN (879382208)	08/01/2008	01/25/2012	465 00	7,865 92	0 00	12,049 53	(4,183 61)
NOVARTIS AG-ADR SPONSORED ADR CMN (66987V109)	07/18/2007	02/01/2012	5 00	277 39	0 00	267 54	9 85
NOVARTIS AG-ADR SPONSORED ADR CMN (66987V109)	03/06/2007	02/01/2012	10 00	554 79	0 00	564 10	(9 31)
NOVARTIS AG-ADR SPONSORED ADR CMN (66987V109)	04/05/2007	02/01/2012	13 00	721 23	0 00	723 87	(2 64)
NOVARTIS AG-ADR SPONSORED ADR CMN (66987V109)	04/04/2007	02/01/2012	40 00	2,219 17	0 00	2,207 18	11 99
NESTLE SA SPONSORED ADR (REP 1/20 CHF 10 REGD SHS) (641069406)	08/16/2007	02/02/2012	83 00	4,790 70	0 00	3,283 32	1,507 38
TURKIYE GARANTI BANKASI AS GDS CMN (900148701)	02/04/2010	02/03/2012	981 00	3,800 12	0 00	4,252 14	(452 02)
TURKIYE GARANTI BANKASI AS GDS CMN (900148701)	02/04/2010	02/10/2012	1,041 00	3,820 70	0 00	4,512 21	(691 51)
TOYOTA MOTOR CORPORATION SPON ADR (892331307)	02/08/2008	02/16/2012	26 00	2,170 80	0 00	2,829 84	(659 04)
KOMATSU LTD ADR (NEW) SPONSORED GDS CMN (500458401)	02/08/2008	03/01/2012	193 00	5,654 75	0 00	4,142 26	1,512 49
MITSUBISHI UFJ FINL GROUP, INC SPONSORED ADR CMN (606822104)	05/08/2009	03/01/2012	175 00	892 24	0 00	1,120 14	(227 90)
MITSUBISHI UFJ FINL GROUP, INC SPONSORED ADR CMN (606822104)	05/13/2009	03/01/2012	855 00	4,359 22	0 00	5,627 01	(1,267 79)
SAP AG (SPON ADR) (803054204)	10/10/2008	03/05/2012	4 00	271 76	0 00	133 98	137 78
SAP AG (SPON ADR) (803054204)	10/07/2008	03/05/2012	54 00	3,668 81	0 00	2,021 02	1,647 79
HENNES & MAURITZ AB ADR CMN (425883105)	06/10/2008	03/07/2012	741 00	5,017 66	0 00	4,102 84	914 82
VOLKSWAGEN AG, WOLFSBURG SPONSORED ADR PFD USD0 6833 (928662402)	08/02/2010	03/12/2012	194 00	7,128 50	0 00	4,215 89	2,912 61
VOLKSWAGEN AG, WOLFSBURG SPONSORED ADR PFD USD0 6833 (928662402)	08/02/2010	03/13/2012	73 00	2,643 10	0 00	1,586 39	1,056 71

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Tax Year Account No Legal Name
2012 **THE SAMUEL P HUNT FOUNDATION**

REALIZED GAINS AND LOSSES (Continued)

Supplemental Information Consult your Form 1099 for tax reporting purposes

LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds *	Total accretion (Amortization)	Cost Basis *	Total Gain (Loss)
NonCovered Long-Term Gains (Losses)							
VOLKSWAGEN AG, WOLFSBURG SPONSORED ADR PFD USD0 6833 (928662402)	08/25/2010	03/13/2012	163 00	5,901 72	0 00	3,209 47	2,692 25
VOLKSWAGEN AG, WOLFSBURG SPONSORED ADR PFD USD0 6833 (928662402)	10/04/2010	03/13/2012	189 00	6,843 09	0 00	4,387 58	2,455 51
TENCENT HOLDINGS LIMITED UNSPONSORED ADR CMN (88032Q109)	04/23/2010	03/20/2012	191 00	5,324 20	0 00	3,961 82	1,362 38
WAL-MART DE MEXICO SAB DE CV SPONSORED ADR REPSTG SER V SHS (93114W107)	01/23/2009	03/20/2012	159 00	5,247 83	0 00	1,718 79	3,529 04
BG GROUP PLC SPON ADR ADR CMN (055434203)	07/02/2009	03/28/2012	198 00	4,559 86	0 00	3,388 38	1,171 48
SAP AG (SPON ADR) (803054204)	10/10/2008	04/13/2012	61 00	3,998 66	0 00	2,043 18	1,955 48
TEVA PHARMACEUTICAL IND LTD ADS (881624209)	02/08/2008	05/24/2012	49 00	1,897 13	0 00	2,280 95	(383 82)
CANADIAN NATIONAL RAILWAY CO CMN (136375102)	02/08/2008	06/06/2012	2 00	161 71	0 00	101 14	60 57
CANADIAN NATIONAL RAILWAY CO CMN (136375102)	09/27/2007	06/06/2012	17 00	1,374 56	0 00	972 43	402 13
TESCO PLC (SPONSORED) ADR SPONSORED ADR CMN (881575302)	10/21/2009	06/29/2012	227 00	3,312 10	0 00	4,460 25	(1,148 15)
SAP AG (SPON ADR) (803054204)	10/16/2008	07/12/2012	14 00	811 92	0 00	486 41	325 51
SAP AG (SPON ADR) (803054204)	10/10/2008	07/12/2012	49 00	2,841 70	0 00	1,641 25	1,200 45
NOVO-NORDISK A/S ADR ADR CMN (670100205)	02/08/2008	07/13/2012	14 00	2,033 82	0 00	868 70	1,165 12
NOVO-NORDISK A/S ADR ADR CMN (670100205)	02/08/2008	07/13/2012	15 00	2,176 49	0 00	930 75	1,245 74
CANADIAN NATURAL RESOURCES CMN (136385101)	08/20/2009	07/24/2012	79 00	2,130 50	0 00	2,309 04	(178 54)
CANON INC ADR SPONSORED ADR CMN (138006309)	06/30/2010	07/25/2012	142 00	4,817 20	0 00	5,307 02	(489 82)
CANADIAN NATURAL RESOURCES CMN (136385101)	09/01/2009	07/26/2012	89 00	2,431 77	0 00	2,483 45	(51 68)
CANADIAN NATURAL RESOURCES CMN (136385101)	08/20/2009	07/26/2012	131 00	3,579 34	0 00	3,828 91	(249 57)
CANADIAN NATURAL RESOURCES CMN (136385101)	09/30/2010	07/27/2012	98 00	2,708 93	0 00	3,378 32	(669 39)
CANADIAN NATURAL RESOURCES CMN (136385101)	09/01/2009	07/27/2012	107 00	2,957 71	0 00	2,985 73	(28 02)
CANON INC ADR SPONSORED ADR CMN (138006309)	08/31/2010	07/27/2012	98 00	3,129 03	0 00	4,009 86	(880 83)
CANON INC ADR SPONSORED ADR CMN (138006309)	07/09/2010	07/27/2012	99 00	3,160 96	0 00	3,905 41	(744 45)

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Tax Year Account No Legal Name
2012 **THE SAMUEL P HUNT FOUNDATION**

REALIZED GAINS AND LOSSES (Continued)

Supplemental Information - Consult your Form 1099 for tax reporting purposes

LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds *	Total accretion (Amortization)	Cost Basis *	Total Gain (Loss)
NonCovered Long-Term Gains (Losses)							
CANON INC ADR SPONSORED ADR CMN (138006309)	07/02/2010	07/27/2012	104 00	3,320 60	0 00	3,880 99	(560 39)
CANON INC ADR SPONSORED ADR CMN (138006309)	06/30/2010	07/27/2012	131 00	4,182 68	0 00	4,895 91	(713 23)
CREDIT SUISSE GROUP SPON ADR SPONSORED ADR CMN (225401108)		08/14/2012	0 00	32 63	0 00	No Cost	32 63 *
LVMH MOET HENNESSY LOUIS VUITTON S A ADR CMN (502441306)	11/20/2008	09/04/2012	98 00	3,181 95	0 00	966 31	2,215 64
ASSA ABLOY AB UNSPONSORED ADR (SWEDEN) (045387107)	11/22/2010	09/07/2012	115 00	1,772 63	0 00	1,555 35	217 28
ASSA ABLOY AB UNSPONSORED ADR (SWEDEN) (045387107)	11/09/2010	09/07/2012	149 00	2,296 71	0 00	2,050 64	246 07
CANADIAN NATIONAL RAILWAY CO CMN (136375102)	02/08/2008	09/07/2012	46 00	4,223 28	0 00	2,326 22	1,897 06
NOVO-NORDISK A/S ADR ADR CMN (670100205)	02/08/2008	09/19/2012	25 00	3,897 45	0 00	1,551 25	2,346 20
RECKITT BENCKISER GROUP PLC SLOUGH UNSPONSORED ADR (UK) (756255105)	10/13/2008	09/19/2012	231 00	2,721 20	0 00	2,009 12	712 08
SAP AG (SPON ADR) (803054204)	10/16/2008	09/19/2012	56 00	4,067 57	0 00	1,945 63	2,121 94
TESCO PLC (SPONSORED) ADR SPONSORED ADR CMN (881575302)	10/21/2009	10/08/2012	289 00	4,396 60	0 00	5,678 47	(1,281 87)
TESCO PLC (SPONSORED) ADR SPONSORED ADR CMN (881575302)	04/21/2010	10/09/2012	47 00	707 12	0 00	957 12	(250 00)
TESCO PLC (SPONSORED) ADR SPONSORED ADR CMN (881575302)	10/21/2009	10/09/2012	244 00	3,671 02	0 00	4,794 28	(1,123 26)
TESCO PLC (SPONSORED) ADR SPONSORED ADR CMN (881575302)	12/01/2010	10/10/2012	46 00	694 05	0 00	897 59	(203 54)
TESCO PLC (SPONSORED) ADR SPONSORED ADR CMN (881575302)	04/21/2010	10/10/2012	204 00	3,077 97	0 00	4,154 32	(1,076 35)
TESCO PLC (SPONSORED) ADR SPONSORED ADR CMN (881575302)	11/22/2010	10/10/2012	309 00	4,662 21	0 00	6,357 21	(1,695 00)
TESCO PLC (SPONSORED) ADR SPONSORED ADR CMN (881575302)	12/01/2010	10/11/2012	153 00	2,299 06	0 00	2,985 46	(686 40)
RECKITT BENCKISER GROUP PLC SLOUGH UNSPONSORED ADR (UK) (756255105)	12/17/2008	10/24/2012	126 00	1,536 05	0 00	983 39	552 66
RECKITT BENCKISER GROUP PLC SLOUGH UNSPONSORED ADR (UK) (756255105)	10/13/2008	10/24/2012	215 00	2,621 04	0 00	1,869 96	751 08
SAP AG (SPON ADR) (803054204)	10/29/2009	10/24/2012	26 00	1,856 52	0 00	1,215 94	640 58
SAP AG (SPON ADR) (803054204)	10/16/2008	10/24/2012	29 00	2,070 74	0 00	1,007 56	1,063 18
BG GROUP PLC SPON ADR ADR CMN (055434203)	07/13/2009	11/01/2012	73 00	1,294 21	0 00	1,174 69	119 52

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* Sale Proceeds may have been adjusted by an option premium due to an option assignment.

* Due to incomplete cost basis, gains may be incorrectly stated and should not be used for tax reporting purposes. Please consult with your tax advisor.

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Tax Year Account No Legal Name
2012 **THE SAMUEL P HUNT FOUNDATION**

REALIZED GAINS AND LOSSES (Continued)

Supplemental Information Consult your Form 1099 for tax reporting purposes

LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds *	Total accretion (Amortization)	Cost Basis *	Total Gain (Loss)
NonCovered Long-Term Gains (Losses)							
BG GROUP PLC SPON ADR ADR CMN (055434203)	07/02/2009	11/01/2012	127 00	2,251 57	0 00	2,173 35	78 22
ASSA ABLOY AB UNSPONSORED ADR (SWEDEN) (045387107)	11/23/2010	11/28/2012	1 00	17 54	0 00	13 26	4 28
ASSA ABLOY AB UNSPONSORED ADR (SWEDEN) (045387107)	11/22/2010	11/28/2012	108 00	1,893 87	0 00	1,460 68	433 19
RECKITT BENCKISER GROUP PLC SLOUGH UNSPONSORED ADR (UK) (756255105)	12/17/2008	11/28/2012	224 00	2,786 80	0 00	1,748 25	1,038 55
TURKIYE GARANTI BANKASI AS GDS CMN (900148701)	02/04/2010	11/28/2012	525 00	2,396 09	0 00	2,275 61	120 48
ASSA ABLOY AB UNSPONSORED ADR (SWEDEN) (045387107)	11/23/2010	11/29/2012	108 00	1,910 83	0 00	1,431 73	479 10
TEVA PHARMACEUTICAL IND LTD ADS (881624209)	02/08/2008	12/06/2012	97 00	4,057 88	0 00	4,515 35	(457 47)
WAL-MART DE MEXICO SAB DE CV SPONSORED ADR REPSTG SER V SHS (93114W107)	01/28/2009	12/06/2012	5 00	165 32	0 00	56 31	109 01
WAL-MART DE MEXICO SAB DE CV SPONSORED ADR REPSTG SER V SHS (93114W107)	01/23/2009	12/06/2012	110 00	3,636 91	0 00	1,189 10	2,447 81
LVMH MOET HENNESSY LOUIS VUITTON S A ADR CMN (502441306)	11/20/2008	12/07/2012	115 00	4,097 22	0 00	1,133 94	2,963 28
RECKITT BENCKISER GROUP PLC SLOUGH UNSPONSORED ADR (UK) (756255105)	02/23/2009	12/07/2012	74 00	936 26	0 00	594 75	341 51
RECKITT BENCKISER GROUP PLC SLOUGH UNSPONSORED ADR (UK) (756255105)	12/17/2008	12/07/2012	260 00	3,289 54	0 00	2,029 22	1,260 32
CNOOC LIMITED SPONSORED ADR CMN (126132109)	10/05/2009	12/17/2012	13 00	2,775 95	0 00	1,751 12	1,024 83
CNOOC LIMITED SPONSORED ADR CMN (126132109)	10/05/2009	12/18/2012	7 00	1,502 09	0 00	942 91	559 18
Net NonCovered Long-Term Gains (Losses)				247,502 77	0 00	218,784 37	28,718 40

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SAMUEL P. HUNT FOUNDATION

555 Canal Street- Suite 710
Manchester, New Hampshire 03101-1517

Trustees
Douglas A. McIninch
James C. Tyrie
Citizens Bank New Hampshire
Attn.: Judith V. Goodnow

Telephone
603-627-1121
Fax 603-627-2845
E-mail: FDTN555@aol.com

The Samuel P. Hunt Foundation was created in 1951 for general charitable purposes. **The Foundation has focused its grant making on New Hampshire-based nonprofit charitable entities which are 501 (c) (3) organizations formally registered with the NH Director of Charitable Trusts. Rare exceptions are made to this policy.**

A copy of the Grant Application accompanies this letter. In completing the Grant Application, your close attention is directed to the Organization Profile, and those responses relating to the registration and filing requirements of charitable entities. Inquiries about these registration requirements should be directed to the Charitable Trust Division of the Office of Attorney General, 33 Capitol Street, Concord, NH 03301-6397 (603-271-3591) (www.state.nh.us/nhdoj/CHARITABLE/).

In order that your time and the Trustees' time are efficiently used, you should understand that the Trustees often are called upon to review fifty or more applications at a time. Accordingly, brevity as well as clarity of purpose in describing the proposed grant will be highly regarded. A precise description of what will be purchased with the grant dollars is most important in the decision making process. Similarly, the future sustainability of the project funded by the proposed grant is of great significance. Thus, your attention is directed to Sections IV A through IV E of the Grant Application. Please verify that you are using the application form intended for use after December 8, 2009. Out of date forms may be rejected.

Grant Applications must be **received by March 15 and September 15**. Three complete copies of the Grant Application packages with supporting materials should be provided to the Foundation. You should include a copy of your Tax Exempt Status Letter and **ONE** copy of the IRS Form 990. Please do not submit videotapes or CDs, documents or information in binders or notebooks. Delivery of Grant Applications by certified mail is inconvenient and should be avoided, as the office is not open on a full-time basis. All grant applicants will receive written notification of the application results within 90 days of the submission deadline. Successful grant applicants will be asked to complete and return a follow-up report one year after the grant is received

Very truly yours,

Douglas McIninch Trustee

12/8/09

NOTE: Guidelines and Grant Applications are available by e-mail

SAMUEL P. HUNT FOUNDATION - GRANT APPLICATION

(Please type your response)

I. APPLICANT ORGANIZATION PROFILE

Name

Address

E-Mail

Phone ()

Fax ()

Contact Person

Organization's Legal Status (Corp/LLC/NH Voluntary Association):

Year Founded

501 C (3) IRS Exemption Letter Date

Federal EIN

NH Dir Of Charitable Trust Registration) #:
(See RSA 7: 19-32-b)

Tax Return Form 990 Filed w/IRS (Attach Copy) ☐Y ☐N

Annual Report (NHCT 2A) or IRS Form 990 filed with NH Director of
Charitable Trusts. If yes, attach one copy. ☐Y ☐N

Conflict of Interest Policy Adoption Date

BOARD OF DIRECTORS.

President/Chair

VP/Chair

Treasurer

Secretary

MEMBERS

1

2

3

4

5

6

7

8.

9

II. SERVICE PROFILE

of registered members

of people served in past 12 months

Area of Service (Geographic)

National Affiliations

1

2

3

4

Staff (Full time)

(Part Time)

Compensation of 5 highest paid employees & position

Mere Reference to Tax Return Not Acceptable

1)

\$

2)

\$

3)

\$

4)

\$

5)

\$

Description of services provided (Please be concise)

SAMUEL P. HUNT FOUNDATION – GRANT APPLICATION

(Continued)

III. APPLICATION GUIDELINES

Please provide a concise but detailed description of the project to be funded by this grant (Section IV A-E should accurately show how the grant will be invested, what goals will be accomplished and how the project will be sustained after the grant funds are expended). Three legible copies must be received **on or before** the deadlines of March 15 or September 15.

IV. GRANT REQUEST

Application for \$_____ (Please specify amount)

IV A. Project Description Please describe the specific project for which these funds are requested. Attach a proposed budget for this project showing how the grant will be spent; include a list of the project's expenses and revenues. Copies of third party bids and estimates should also be attached for all capital items. **FAILURE TO PROVIDE A WRITTEN BUDGET WILL RESULT IN INACTION ON YOUR GRANT REQUEST.**

IV B. Project Goals & Objectives: Please list the specific goals and objectives by which the success of this project may be measured after its completion.

SAMUEL P. HUNT FOUNDATION – GRANT APPLICATION

(Continued)

IV B. Project Goals & Objectives – Continued:

IV C. Please provide a written analysis of the financial sustainability of this project once the grant funds have been expended. Has the Board analyzed the project's long-term financial sustainability? ☐Y ☐N

IV D. Project Commencement Date:

Fundraising Commenced:

Project Completion Date:

% of Board Solicited:

Total Project Budget: \$

% of Membership Solicited:

Funds Received to Date: \$

Membership Contribution: \$

Funds Pledged to Date: \$

Board Contribution: \$

IV E. Outstanding Foundation Requests:

ENTITY	AMOUNT REQUESTED	AMOUNT GRANTED

SAMUEL P. HUNT FOUNDATION – GRANT APPLICATION

(Continued)

V. FUNDING HISTORY

Prior Hunt Requests:

Date	Amount	Project: (Brief Description)	Granted	
			Y	N
			Y	N
			Y	N
			Y	N
			Y	N
			Y	N

VI. FINANCIAL SUMMARY OF APPLICANT

Last Fiscal Year (FY) Ended		Last FY Sources of Support	Amount	Percent
Last FY Expenditures	\$	Government Grants	\$	%
Last FY Total Income	\$	Program Fees	\$	%
Operating Fund Balance at End of FY	\$	Endowment Income.	\$	%
Current FY Operating Budget	\$	Other Earned Income	\$	%
Endowment- Today's Value	\$	Event Fundraising	\$	%
Debt	\$	Membership	\$	%
Dues to National	\$	United Way	\$	%
Real Estate Owned	\$	Contributions		
Equipment Owned	\$	- Business	\$	%
		- Individuals	\$	%
		- Foundations	\$	%
		TOTAL	\$	

SAMUEL P. HUNT FOUNDATION – GRANT APPLICATION

(Continued)

VII. CERTIFICATION

Are copies of audited financial statements routinely provided to your Board? ☐Y ☐N

Does the Board routinely receive photocopies of each endowment's bank and investment statements? ☐Y ☐N

Is your endowment spending in compliance with NH RSA 292-B? ☐Y ☐N

I certify that we have provided precise information concerning how the requested funds will be expended. **This organization is in compliance with the registration and reporting requirements of the NH Director of Charitable Trusts, the IRS and the NH Secretary State.** This grant request along with the application guidelines in Section III has been reviewed. Three copies of this application are being provided to Samuel P. Hunt Foundation office at 555 Canal Street, Suite 710, Manchester, NH 03101 **on or before** March 15 or September 15.

President/Chair (Signature)

Print or Type Name Date

Executive Director (Signature)

Print or Type Name Date

You will be informed of the Trustees' decisions within 90 days of the submission deadline.