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Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

OMB No 1545-0052

2012

Open to Public Inspection

For calendar year 2012, or tax year beginning 01-01-2012 , and ending 12-31-2012

Name of foundation BENJAMIN KIMBALL TRUST UW 360126015		A Employer identification number 02-6004820	
Number and street (or P O box number if mail is not delivered to street address) PO BOX 477		B Telephone number (see instructions) (603) 229-5990	
City or town, state, and ZIP code CONCORD, NH 033020477		C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) <input checked="" type="checkbox"/> \$ 6,249,682		J Accounting method <input type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)	

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) (see instructions))		(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 (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities.	178,865	178,865		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	-18,808			
	b Gross sales price for all assets on line 6a _____ 2,464,719				
	7 Capital gain net income (from Part IV , line 2)		0		
	8 Net short-term capital gain			0	
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	160,057	178,865		
	13 Compensation of officers, directors, trustees, etc	42,483	42,483		
	14 Other employee salaries and wages		0	0	0
	15 Pension plans, employee benefits		0	0	
	16a Legal fees (attach schedule)				0
	b Accounting fees (attach schedule)	575	575	0	0
	c Other professional fees (attach schedule)				0
	17 Interest				0
	18 Taxes (attach schedule) (see instructions)	3,667			0
	19 Depreciation (attach schedule) and depletion . . .	0	0		
	20 Occupancy				
	21 Travel, conferences, and meetings		0	0	
	22 Printing and publications		0	0	
	23 Other expenses (attach schedule)	276	276		
	24 Total operating and administrative expenses. Add lines 13 through 23	47,001	43,334	0	0
	25 Contributions, gifts, grants paid	293,308			293,308
	26 Total expenses and disbursements. Add lines 24 and 25	340,309	43,334	0	293,308
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-180,252			
	b Net investment income (if negative, enter -0-)		135,531		
	c Adjusted net income (if negative, enter -0-)			0	

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	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	57,675	121,157	121,157
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____		0	0
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____ 0			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)	1,684,722	<input checked="" type="checkbox"/> 1,748,170	1,783,561
	b	Investments—corporate stock (attach schedule)	2,898,228	<input checked="" type="checkbox"/> 2,707,745	3,301,812
	c	Investments—corporate bonds (attach schedule).	1,119,395	<input checked="" type="checkbox"/> 1,002,696	1,043,152
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			0
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
Liabilities	15	Other assets (describe ▶ _____)			
	16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	5,760,020	5,579,768	6,249,682
	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 (attach schedule)			
Net Assets or Fund Balances	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22)		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	5,760,020	5,579,768	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances (see page 17 of the instructions)	5,760,020	5,579,768	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	5,760,020	5,579,768	

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	5,760,020
2	Enter amount from Part I, line 27a	2	-180,252
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3	4	5,579,768
5	Decreases not included in line 2 (itemize) ▶ _____	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	5,579,768

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	See Additional Data Table			
b				
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 See Additional Data Table			
b			
c			
d			
e			

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) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a See Additional Data Table			
b			
c			
d			
e			

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	-18,808
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) (see instructions) If (loss), enter -0- in Part I, line 8		3	

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 page 18 of 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	260,817	6,112,521	0 042669
2010	299,596	6,012,975	0 049825
2009	316,416	5,573,599	0 05677
2008	347,883	6,406,494	0 054302
2007	0	0	0 0

2 Total of line 1, column (d).	2	0 203566
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	0 040713
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.	4	6,197,730
5 Multiply line 4 by line 3.	5	252,328
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	1,355
7 Add lines 5 and 6.	7	253,683
8 Enter qualifying distributions from Part XII, line 4. 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	8	293,308

Part VIExcise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the 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	1,355
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	1,355
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	1,355
6		Credits/Payments			
a		2012 estimated tax payments and 2011 overpayment credited to 2012	6a	2,884	
b		Exempt foreign organizations—tax withheld at source	6b		
c		Tax paid with application for extension of time to file (Form 8868)	6c	0	
d		Backup withholding erroneously withheld	6d		
7		Total credits and payments Add lines 6a through 6d.		7	2,884
8		Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached		8	0
9		Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	
10		Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.		10	1,529
11		Enter the amount of line 10 to be Credited to 2013 estimated tax <input type="checkbox"/> 1,356	Refunded <input type="checkbox"/>	11	173

Part VII-AStatements 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
		1a		No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?			No
	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.			
c	Did the foundation file Form 1120-POL for this year?.	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?	2		No
	If "Yes," attach a detailed description of the activities.			
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		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?.	4a		No
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?	5		No
	If "Yes," attach the statement required by General Instruction T.			
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	Yes	
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	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> NH _____			
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	Yes	
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		No
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		No

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		No
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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address				
14	The books are in care of	TD Bank NA	Telephone no	(603) 229-5990
	Located at	143 NORTH MAIN STREET CONCORD NH	ZIP +4	03301
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		
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?	16		No
See instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country				

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?			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?			
	(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)?			
	(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).			
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 page 20 of the instructions)?	1b		
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		No
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?			
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).	2b		No
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?			
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? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.</i>)	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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		No

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)? (see instructions).

☐ 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)?

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?

☐ 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

No

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?

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 (see instructions).

(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
TD Bank NA	Trustee 1	42,483		
PO Box 477 Concord, NH 033020477				

2

Compensation of five highest-paid employees (other than those included on line 1—see instructions). 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

Part VIII

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

3 Five highest-paid independent contractors for professional services (see instructions). 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	
2	
3	
4	

Part IX-B

Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments. See page 24 of the instructions.	
3	
Total. Add lines 1 through 3.	

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	6,165,470
b	Average of monthly cash balances.	1b	126,642
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	6,292,112
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	6,292,112
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	94,382
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	6,197,730
6	Minimum investment return. Enter 5% of line 5.	6	309,887

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	309,887
2a	Tax on investment income for 2012 from Part VI, line 5.	2a	1,355
b	Income tax for 2012 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	1,355
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	308,532
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	308,532
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	308,532

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	293,308
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	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	0
b	Cash distribution test (attach the required schedule).	3b	0
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	293,308
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 (see instructions).	5	1,355
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	291,953
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			

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				308,532
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only.			0	
b Total for prior years 2010 , 20__ , 20__		0		
3 Excess distributions carryover, if any, to 2012				
a From 2007.				0
b From 2008.				0
c From 2009.				32,861
d From 2010.				3,147
e From 2011.				0
f Total of lines 3a through e.	36,008			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 293,308				
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.				293,308
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).)	15,224			15,224
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	20,784			
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 instructions			0	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions).	0			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions). . .	0			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	20,784			
10 Analysis of line 9				
a Excess from 2008. . . .				0
b Excess from 2009. . . .				17,637
c Excess from 2010. . . .				3,147
d Excess from 2011. . . .				0
e Excess from 2012. . . .				0

Part XIVPrivate Operating Foundations (see instructions and Part VII-A, question 9)

1a

If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2012, enter the date of the ruling.

b

Check box to indicate whether the organization is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

☐ 4942(j)(3) or ☐ 4942(j)(5)

2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed.	Tax year	Prior 3 years			(e) Total
		(a) 2012	(b) 2011	(c) 2010	(d) 2009	
b	85% of line 2a					
c	Qualifying distributions from Part XII, line 4 for each year listed.					
d	Amounts included in line 2c not used directly for active conduct of exempt activities.					
e	Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c.					
3	Complete 3a, b, or c for the alternative test relied upon					
a	"Assets" alternative test—enter					
	(1) Value of all assets					
	(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b	"Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.					
c	"Support" alternative test—enter					
	(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties).					
	(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).					
	(3) Largest amount of support from an exempt organization					
	(4) Gross investment income					

Part XVSupplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see instructions.)

1

Information Regarding Foundation Managers:

a

List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2))

NONE

b

List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

NONE

2

Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a

The name, address, and telephone number of the person to whom applications should be addressed

b

The form in which applications should be submitted and information and materials they should include

c

Any submission deadlines

d

Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors

Part XV

Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			3a	293,308
b Approved for future payment				
Total			3b	

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a _____					
b _____					
c _____					
d _____					
e _____					
f _____					
g Fees and contracts from government agencies					
2 Membership dues and assessments.					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities.			14	178,862	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.					
8 Gain or (loss) from sales of assets other than inventory			18	-18,805	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. . .					
11 Other revenue a _____					
b _____					
c _____					
d _____					
e _____					
12 Subtotal. Add columns (b), (d), and (e).				160,057	
13 Total. Add line 12, columns (b), (d), and (e).			13		160,057

[illegible]

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)		No
(2) Other assets.	1a(2)		No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization.	1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization.	1b(2)		No
(3) Rental of facilities, equipment, or other assets.	1b(3)		No
(4) Reimbursement arrangements.	1b(4)		No
(5) Loans or loan guarantees.	1b(5)		No
(6) Performance of services or membership or fundraising solicitations.	1b(6)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c		No
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

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 or fiduciary) is based on all information of which preparer has any knowledge.		
	*****	2013-04-22	*****
	Signature of officer or trustee	Date	Title

May the IRS discuss this return with the preparer shown below (see instr.)? ☐ Yes ☒ No

Paid Preparer Use Only	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed <input type="checkbox"/>	PTIN
	Firm's name <input type="checkbox"/>			Firm's EIN <input type="checkbox"/>	
	Firm's address <input type="checkbox"/>			Phone no	

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
980 EXELON CORP COM		2010-01-11	2012-01-09
1170 TARGET CORP		2010-12-16	2012-01-09
510 TARGET CORP		2011-04-26	2012-01-09
510 UNITED TECHNOLOGIES		2007-06-22	2012-01-09
2510 VALERO ENERGY CORP COM		2011-07-26	2012-01-09
120 DIAGEO PLC ADR		2011-06-02	2012-01-24
80 DIAGEO PLC ADR		2007-01-26	2012-01-24
350 EXELON CORP COM		2011-09-08	2012-01-24
490 EXELON CORP COM		2010-12-17	2012-01-24
110 DIAGEO PLC ADR		2007-01-26	2012-02-06
250 ECOLAB INC		2011-06-15	2012-02-06
300 ECOLAB INC		2010-05-05	2012-02-06
160 PROCTER & GAMBLE CO		2010-11-15	2012-02-06
110 ABBOTT LABORATORIES		2011-07-26	2012-02-16
190 ABBOTT LABORATORIES		2010-08-24	2012-02-16
80 CHEVRONTEXACO CORP		2011-05-09	2012-02-16
80 CHEVRONTEXACO CORP		2011-01-24	2012-02-16
90 COLGATE PALMOLIVE		2011-04-21	2012-02-16
260 JOHNSON & JOHNSON		2010-03-16	2012-02-16
130 PROCTER & GAMBLE CO		2010-11-16	2012-02-16
30000 U S TREASURY NOTE 3 125% 08/31/2013 DTD 09/02/08		2011-05-05	2012-02-16
80000 U S TREASURY NOTE 3 125% 08/31/2013 DTD 09/02/08		2011-05-05	2012-03-14
35000 U S TREASURY BOND 2 625% 08/15/2020 DTD 08/15/10		2011-11-30	2012-03-14
15000 U S TREASURY BOND 2 625% 08/15/2020 DTD 08/15/10		2010-11-09	2012-03-14
710 AMERICAN TOWER CORP COM		2011-11-03	2012-03-23
910 HEWLETT PACKARD		2010-10-12	2012-03-23
540 MARATHON OIL		2011-07-26	2012-03-23
730 ORACLE CORP		2011-01-24	2012-03-23
310 HEWLETT PACKARD		2011-09-08	2012-03-26
550 HEWLETT PACKARD		2009-05-01	2012-03-26

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
20 ORACLE CORP		2011-06-15	2012-03-26
320 ORACLE CORP		2010-12-17	2012-03-26
290 ORACLE CORP		2011-01-24	2012-03-26
58000 PEPSICO INC 3 100% 01/15/2015 DTD 01/14/10		2011-03-14	2012-03-28
52000 PEPSICO INC 3 100% 01/15/2015 DTD 01/14/10		2011-03-14	2012-03-28
300 CAPITAL ONE FINANCIAL CORP		2011-03-29	2012-04-12
10 CAPITAL ONE FINANCIAL CORP		2011-05-09	2012-04-12
100 EXXON MOBIL CORP		2011-05-09	2012-04-12
20 EXXON MOBIL CORP		2010-05-14	2012-04-12
80 3M CO		2006-11-02	2012-04-12
250 J P MORGAN CHASE & CO		2010-03-16	2012-05-02
890 METLIFE INC		2012-02-16	2012-05-02
670 SYSCO CORP		2011-07-26	2012-05-02
70000 U S TREASURY NOTE 3 125% 08/31/2013 DTD 09/02/08		2011-05-05	2012-05-03
680 SYSCO CORP		2011-07-26	2012-05-04
80 ABBOTT LABORATORIES		2010-08-24	2012-05-08
70 AMERICAN EXPRESS CO		2006-08-17	2012-05-08
40 APACHE CORP COM		2012-02-16	2012-05-08
110 ARCHER DANIELS MID		2011-03-03	2012-05-08
50 BED BATH & BEYOND INC		2011-11-03	2012-05-08
20 BERKSHIRE HATHAWAY INC DEL CL B NEW		2011-12-01	2012-05-08
70 BROADCOM CORP COM		2012-03-26	2012-05-08
10 CAPITAL ONE FINANCIAL CORP		2011-07-14	2012-05-08
50 CAPITAL ONE FINANCIAL CORP		2011-03-29	2012-05-08
50 CELGENE CORP		2012-04-12	2012-05-08
10 CHEVRONTEXACO CORP		2010-06-24	2012-05-08
40 CHEVRONTEXACO CORP		2011-01-24	2012-05-08
220 CISCO SYSTEMS INC		2007-10-04	2012-05-08
50 COCA COLA CO		2012-05-04	2012-05-08
50 COLGATE PALMOLIVE		2012-04-12	2012-05-08

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
90 DANAHER CORP		2011-04-26	2012-05-08
40 DIAGEO PLC ADR		2007-01-26	2012-05-08
120 WALT DISNEY CO		2012-01-09	2012-05-08
180 E M C CORP MASS		2006-11-17	2012-05-08
50 ECOLAB INC		2010-05-05	2012-05-08
70 EXXON MOBIL CORP		2010-05-14	2012-05-08
80 FREEPORT-MCMORAN COPPER & GOCL B		2012-02-06	2012-05-08
80 GILEAD SCIENCES INC		2011-06-02	2012-05-08
130 HOME DEPOT INC		2011-04-25	2012-05-08
90 ILLINOIS TOOL WKS INC		2012-01-24	2012-05-08
30 INTERNATIONAL BUSINESS MACHINES		2011-04-26	2012-05-08
100 J P MORGAN CHASE & CO		2006-07-17	2012-05-08
50 JOHNSON & JOHNSON		2006-07-21	2012-05-08
30 L-3 COMMUNICATIONS HLDGS INC COM		2011-03-02	2012-05-08
150 MARATHON OIL		2011-07-26	2012-05-08
110 MERCK & CO INC NEW COM		2012-04-12	2012-05-08
190 MICROSOFT CORP		2011-07-26	2012-05-08
60 NETAPP INC COM		2012-03-26	2012-05-08
60 NEXTERA ENERGY INC COM		2012-05-02	2012-05-08
70 ORACLE CORP		2011-06-15	2012-05-08
60 PNC FINANCIAL CORP		2012-01-09	2012-05-08
60 PROCTER & GAMBLE CO		2010-11-16	2012-05-08
60 QUALCOMM, INC		2010-11-08	2012-05-08
120 SPECTRA ENERGY CORP		2012-01-09	2012-05-08
90 STARBUCKS CORP		2012-01-09	2012-05-08
40 3M CO		2006-11-02	2012-05-08
150 US BANCORP DEL NEW		2008-03-31	2012-05-08
20 UNION PACIFIC CORP		2012-02-06	2012-05-08
30 UNITED PARCEL SVC INC CL B		2012-01-09	2012-05-08
30 UNITED TECHNOLOGIES		2007-05-22	2012-05-08

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
90 VERIZON COMMUNICATIONS		2008-09-22	2012-05-08
120 WELLS FARGO & COMPANY COM NEW		2010-03-16	2012-05-08
60 YUM BRANDS INC		2012-01-09	2012-05-08
100 INVESCO LTD SHS		2012-03-23	2012-05-08
50 ACE LTD		2011-07-14	2012-05-08
80 CHECK POINT SOFTWARE TECHNOLOGIES LTD		2011-07-26	2012-05-08
120 HOME DEPOT INC		2008-04-04	2012-05-10
80 HOME DEPOT INC		2011-04-25	2012-05-10
600 MARATHON OIL		2011-07-26	2012-05-10
300 STARBUCKS CORP		2012-01-09	2012-05-10
620 MARATHON OIL		2011-06-07	2012-05-29
480 UNITED TECHNOLOGIES		2007-05-22	2012-05-29
1630 INVESCO LTD SHS		2012-03-23	2012-05-29
540 PNC FINANCIAL CORP		2012-01-09	2012-06-15
300 STARBUCKS CORP		2011-09-08	2012-06-15
210 YUM BRANDS INC		2012-01-09	2012-06-15
30 YUM BRANDS INC		2007-07-19	2012-06-15
50000 U S TREASURY NOTE 3 125% 08/31/2013 DTD 09/02/08		2011-05-05	2012-06-26
1170 MARATHON OIL		2012-01-09	2012-07-09
200 MARATHON OIL		2011-06-07	2012-07-09
905 PROCTER & GAMBLE CO		2009-07-07	2012-07-09
210 APACHE CORP COM		2012-02-16	2012-07-13
510 APACHE CORP COM		2006-12-08	2012-07-13
1010 NETAPP INC COM		2012-03-26	2012-07-13
290 STARBUCKS CORP		2011-09-08	2012-07-13
250 YUM BRANDS INC		2007-07-19	2012-07-13
83 ENGILITY HOLDINGS INC		2011-03-02	2012-08-03
210 GILEAD SCIENCES INC		2012-05-29	2012-08-03
70 GILEAD SCIENCES INC		2011-06-02	2012-08-03
55000 HEWLETT PACKARD CO 4 750% 06/02/2014 DTD 02/26/09		2010-12-15	2012-08-06

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
105000 U S TREASURY NOTE 3 125% 08/31/2013 DTD 09/02/08		2011-05-05	2012-08-08
70000 U S TREASURY BOND 2 625% 08/15/2020 DTD 08/15/10		2011-06-20	2012-08-20
30000 CONOCOPHILLIPS 4 750% 02/01/2014 DTD 02/03/09		2011-01-10	2012-08-21
50000 CONOCOPHILLIPS 4 750% 02/01/2014 DTD 02/03/09		2011-01-10	2012-08-21
230 DIAGEO PLC ADR		2008-06-16	2012-08-22
290 HOME DEPOT INC		2008-04-04	2012-08-22
500 L-3 COMMUNICATIONS HLDGS INC COM		2011-03-02	2012-08-22
35000 GE COMPANY 5 00% 02/01/2013 DTD 1/28/2003		2008-04-15	2012-09-06
120 ABBOTT LABORATORIES		2012-05-29	2012-09-13
160 COLGATE PALMOLIVE		2012-05-29	2012-09-13
150 ECOLAB INC		2012-05-10	2012-09-13
110 ECOLAB INC		2010-05-05	2012-09-13
190 MERCK & CO INC NEW COM		2012-05-29	2012-09-13
120 NEXTERA ENERGY INC COM		2012-05-10	2012-09-13
180 VERIZON COMMUNICATIONS		2012-06-15	2012-09-13
334 ENGILITY HOLDINGS INC		2011-01-24	2012-09-14
590 ARCHER DANIELS MID		2011-03-03	2012-10-15
676 KRAFT FOODS GROUP INC		2012-08-22	2012-10-15
490 UNITED PARCEL SVC INC CL B		2012-01-09	2012-10-15
667 KRAFT FOODS GROUP INC		2012-07-09	2012-10-22
110000 WAL-MART STORES 4 55% 5/1/2013 DTD 4/29/2003		2011-03-14	2012-10-25
50 ABBOTT LABORATORIES		2012-05-29	2012-12-03
460 ABBOTT LABORATORIES		2010-08-24	2012-12-03
170 WALT DISNEY CO		2012-01-09	2012-12-03
220 GILEAD SCIENCES INC		2011-06-02	2012-12-03
130 INTERNATIONAL BUSINESS MACHINES		2011-04-26	2012-12-03
810 MICROSOFT CORP		2011-09-08	2012-12-03
120 MICROSOFT CORP		2006-08-25	2012-12-03

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
40,440		47,226	-6,786
56,856		68,924	-12,068
24,784		25,468	-684
37,764		35,249	2,515
49,668		69,640	-19,972
10,525		10,244	281
7,017		6,338	679
13,796		15,061	-1,265
19,314		21,233	-1,919
10,222		8,714	1,508
15,335		13,735	1,600
18,402		14,585	3,817
10,125		10,290	-165
6,113		5,758	355
10,558		9,415	1,143
8,437		8,349	88
8,437		7,533	904
8,367		7,277	1,090
16,890		16,498	392
8,443		8,261	182
31,310		31,686	-376
83,231		84,497	-1,266
36,719		37,105	-386
15,737		14,944	793
43,830		40,855	2,975
21,360		34,800	-13,440
17,545		17,930	-385
20,906		23,644	-2,738
7,339		7,427	-88
13,021		20,334	-7,313

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
577		628	-51
9,235		10,239	-1,004
8,369		9,393	-1,024
61,691		60,653	1,038
55,311		54,378	933
16,283		15,634	649
543		535	8
8,311		8,339	-28
1,662		1,273	389
6,922		6,329	593
10,786		10,704	82
31,750		34,170	-2,420
19,241		20,958	-1,717
72,661		73,935	-1,274
19,202		21,270	-2,068
4,999		3,964	1,035
4,184		3,751	433
3,482		4,264	-782
3,613		4,085	-472
3,408		3,092	316
1,638		1,560	78
2,372		2,705	-333
539		493	46
2,697		2,586	111
3,531		3,949	-418
1,028		711	317
4,114		3,767	347
4,125		7,108	-2,983
3,855		3,875	-20
4,966		4,862	104

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
4,877		4,864	13
4,016		3,169	847
5,282		4,789	493
4,928		2,309	2,619
3,240		2,431	809
5,862		4,456	1,406
2,835		3,703	-868
3,943		3,308	635
6,600		4,876	1,724
5,085		4,633	452
6,049		5,053	996
4,126		4,082	44
3,238		3,091	147
2,134		2,367	-233
3,913		4,857	-944
4,234		4,216	18
5,794		5,323	471
2,274		2,758	-484
3,850		3,831	19
1,952		2,198	-246
3,944		3,590	354
3,851		3,751	100
3,748		2,865	883
3,625		3,656	-31
4,873		4,192	681
3,494		3,164	330
4,725		4,897	-172
2,260		2,313	-53
2,327		2,197	130
2,364		2,067	297

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
3,649		2,701	948
3,965		3,500	465
4,307		3,577	730
2,333		2,625	-292
3,784		3,253	531
4,413		4,715	-302
6,059		3,483	2,576
4,039		3,001	1,038
16,112		19,427	-3,315
16,362		13,671	2,691
15,633		19,322	-3,689
35,803		33,071	2,732
35,582		42,785	-7,203
31,489		32,086	-597
15,654		11,696	3,958
13,556		12,521	1,035
1,937		1,033	904
51,678		52,811	-1,133
28,523		33,299	-4,776
4,876		6,148	-1,272
55,662		48,063	7,599
17,457		21,619	-4,162
42,396		35,404	6,992
28,889		46,162	-17,273
15,336		11,306	4,030
16,039		8,609	7,430
1,283		1,541	-258
12,200		10,692	1,508
4,067		2,895	1,172
58,247		60,019	-1,772

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
108,228		110,530	-2,302
76,248		69,677	6,571
31,747		32,751	-1,004
52,917		54,586	-1,669
24,456		18,112	6,344
16,435		8,417	8,018
34,785		37,369	-2,584
35,636		36,322	-686
8,153		7,436	717
16,601		15,773	828
9,687		9,733	-46
7,104		5,348	1,756
8,365		7,227	1,138
8,115		7,801	314
8,126		7,900	226
5		6	-1
16,561		21,859	-5,298
31,931		28,117	3,814
35,540		35,889	-349
31		27	4
112,385		118,231	-5,846
3,228		3,098	130
29,695		22,039	7,656
8,433		6,785	1,648
16,579		9,081	7,498
24,634		21,829	2,805
21,510		22,192	-682
3,187		3,121	66

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			-6,786
			-12,068
			-684
			2,515
			-19,972
			281
			679
			-1,265
			-1,919
			1,508
			1,600
			3,817
			-165
			355
			1,143
			88
			904
			1,090
			392
			182
			-376
			-1,266
			-386
			793
			2,975
			-13,440
			-385
			-2,738
			-88
			-7,313

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			-51
			-1,004
			-1,024
			1,038
			933
			649
			8
			-28
			389
			593
			82
			-2,420
			-1,717
			-1,274
			-2,068
			1,035
			433
			-782
			-472
			316
			78
			-333
			46
			111
			-418
			317
			347
			-2,983
			-20
			104

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			13
			847
			493
			2,619
			809
			1,406
			-868
			635
			1,724
			452
			996
			44
			147
			-233
			-944
			18
			471
			-484
			19
			-246
			354
			100
			883
			-31
			681
			330
			-172
			-53
			130
			297


Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			948
			465
			730
			-292
			531
			-302
			2,576
			1,038
			-3,315
			2,691
			-3,689
			2,732
			-7,203
			-597
			3,958
			1,035
			904
			-1,133
			-4,776
			-1,272
			7,599
			-4,162
			6,992
			-17,273
			4,030
			7,430
			-258
			1,508
			1,172
			-1,772

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			-2,302
			6,571
			-1,004
			-1,669
			6,344
			8,018
			-2,584
			-686
			717
			828
			-46
			1,756
			1,138
			314
			226
			-1
			-5,298
			3,814
			-349
			4
			-5,846
			130
			7,656
			1,648
			7,498
			2,805
			-682
			66

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
TRUSTEES OF DARTMOUTH COLLEGE MARGO LAHAYE HANOVER,NH 037553555	NONE	501(C)(3)	MAINTAIN PROFESSORSHIP &	73,052
SOUTH CONGREGATIONAL SOCIETY ATTN TREASURER CONCORD,NH 03301	NONE	501(C)(3)	DAILY OPERATIONS	200
CONCORD FAMILY YMCA JAMES DOREMUS CONCORD,NH 03301	NONE	501(C)(3)	GENERAL PURPOSES	200
NEW HAMPSHIRE HISTORICAL SOCIETY ATTN ANNE-MARIE MILLER CONCORD,NH 03301	NONE	501(C)(3)	MAINTENANCE OF A CERTAIN	73,052
SPAULDING YOUTH CENTER 130 SHEDD ROAD NORTHFIELD,NH 032764607	NONE	501(C)(3)	GENERAL PURPOSES	300
BOSCAWEN PUBLIC LIBRARY FOR LIBRARY PURPOSES BOSCAWEN,NH 03303	NONE	501(C)(3)	DAILY OPERATIONS	150
BOSCAWEN CONGREGATIONAL CHURCH 12 HIGH STREET BOSCAWEN,NH 033032303	NONE	501(C)(3)	GENERAL PURPOSES	250
CONCORD HOSPITAL RICHARD FORD C/O ACCOUNTING DEPT CONCORD,NH 03301	NONE	501(C)(3)	DAILY OPERATIONS	73,052
CONCORD PUBLIC LIBRARY CITY OF CONCORD MICHAEL JACHE CITY TREASURER CONCORD,NH 03301	NONE	501(C)(3)	DAILY OPERATIONS	73,052
Total  3a				293,308

TY 2012 Accounting Fees Schedule**Name:** BENJAMIN KIMBALL TRUST UW 360126015**EIN:** 02-6004820

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAX PREPARATION FEE (NON-ALLOC	575	575		

**TY 2012 Investments Corporate
Bonds Schedule****Name:** BENJAMIN KIMBALL TRUST UW 360126015**EIN:** 02-6004820

Name of Bond	End of Year Book Value	End of Year Fair Market Value
35000 AT&T INC 4.45%	35,665	40,420
55000 ANHEUSER-BUSCH 1.375%	55,600	55,579
75000 BNK OF NOVA SCOTIA 2.375	76,701	76,425
75000 BERKSHIRE HATHAWAY 5.40%	82,825	90,216
55000 CATERPILLAR FINL SE 2.05	56,686	56,934
35000 CISCO SYSTEMS INC 4.950%	38,379	41,434
65000 COCA COLA CO 1.50%	62,117	66,565
75000 GEN ELEC CAP CORP 5.625%	81,828	88,479
20000 GEN ELEC CAP CORP 1.625%	20,328	20,332
80000 JPMORGAN CHASE & CO 6.00	87,324	95,775
110000 ONTARIO PROVINCE 2.950%	114,797	115,616
35000 PFIZER INC NOTES 5.35%	39,202	38,546
30000 PROVINCE OF QUEBEC 2.750	30,494	31,339
35000 SBC COMMUNICATIONS 5.10%	38,064	37,597
35000 TOYOTA MOTOR CREDIT 2.00	36,184	36,286
75000 WACHOVIA CORP 5.75%	84,755	89,853
60000 WAL-MART STORES INC 1.50	61,747	61,756

**TY 2012 Investments Corporate
Stock Schedule**

Name: BENJAMIN KIMBALL TRUST UW 360126015
EIN: 02-6004820

Name of Stock	End of Year Book Value	End of Year Fair Market Value
930 BED BATH & BEYOND INC	59,570	51,996
1810 COMCAST CORP NEW CL A	60,031	67,622
1790 WALT DISNEY CO	58,160	89,124
1680 HOME DEPOT INC	46,648	103,908
780 STARBUCKS CORP	30,409	41,831
540 YUM BRANDS INC	18,594	35,856
1290 ARCHER DANIELS MIDLAND CO	44,276	35,333
2220 COCA COLA CO	85,442	80,475
790 COLGATE PALMOLIVE CO	52,738	82,587
460 DIAGEO PLC ADR	32,978	53,627
2030 MONDELEZ INTERNATIONAL IN	52,063	51,670
1350 WALGREEN CO	48,780	49,964
1720 TRANSOCEAN LTD ZUG	80,227	76,815
900 CHEVRON CORPORATION	59,638	97,326
920 CONOCOPHILLIPS	50,607	53,351
1170 EXXON MOBIL CORP	18,791	101,264
2000 SPECTRA ENERGY CORP	59,823	54,760
870 ACE LTD	39,442	69,426
1120 AMERICAN EXPRESS CO	38,991	64,378
610 BERKSHIRE HATHAWAY INC DEL	47,891	54,717
980 CAPITAL ONE FINANCIAL CORP	47,780	56,771
1550 J P MORGAN CHASE & CO	63,270	68,152
520 PNC BANK CORP	28,803	30,321
2580 US BANCORP DEL NEW	66,623	82,405
2130 WELLS FARGO & CO NEW	34,999	72,803
880 ABBOTT LABS CO	41,946	57,640
780 CELGENE CORP	51,106	61,207
1180 GILEAD SCIENCES INC	46,486	86,671
1110 JOHNSON & JOHNSON CO	68,730	77,811
1980 MERCK & CO INC NEW	71,504	81,061

Name of Stock	End of Year Book Value	End of Year Fair Market Value
1980 PFIZER	49,896	49,657
450 WELLPOINT INC COM	31,800	27,414
1530 DANAHER CORP SHS BEN INT	81,024	85,527
1380 ILLINOIS TOOL WKS INC	62,081	83,918
220 PRECISION CASTPARTS CORP	36,393	41,672
900 3M CO	73,410	83,565
380 UNION PACIFIC CORP	39,479	47,774
1500 CHECK POINT SOFTWARE TECH	84,128	71,460
1430 BROADCOM CORP	54,454	47,490
3700 CISCO SYSTEMS INC	93,272	72,703
740 COGNIZANT TECHNOLOGY SOLUT	50,256	54,673
3000 EMC CORPORATION/MASS	38,477	75,900
390 INTL BUSINESS MACHINES COR	64,776	74,705
2390 MICROSOFT CORPORATION	61,505	63,836
2400 ORACLE CORPORATION	73,009	79,968
1380 QUALCOMM INCORPORATED	71,613	85,366
780 ECOLAB INC	37,708	56,082
1820 FREEPORT-MCMORAN COOPER	80,181	62,244
1670 VERIZON COMMUNICATIONS	52,233	72,261
1080 NEXTERA ENERGY INC	65,704	74,725

**TY 2012 Investments Government
Obligations Schedule****Name:** BENJAMIN KIMBALL TRUST UW 360126015**EIN:** 02-6004820**US Government Securities - End of****Year Book Value:**

1,748,170

US Government Securities - End of**Year Fair Market Value:**

1,783,561

**State & Local Government
Securities - End of Year Book
Value:****State & Local Government
Securities - End of Year Fair
Market Value:**

TY 2012 Other Expenses Schedule

Name: BENJAMIN KIMBALL TRUST UW 360126015

EIN: 02-6004820

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
STATE/PROBATE FEES	138	138		0
OTHER NON-ALLOCABLE EXPENSE -	138	138		0

TY 2012 Taxes Schedule**Name:** BENJAMIN KIMBALL TRUST UW 360126015**EIN:** 02-6004820

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL TAX PAYMENT - PRIOR YE	783	0		0
FEDERAL ESTIMATES - INCOME	1,442	0		0
FEDERAL ESTIMATES - PRINCIPAL	1,442	0		0