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 , 2012, and ending , 20

Name of foundation
OSCAR J GEORGE TRUST 3020001629

A Employer identification number
02-6037670

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

Room/suite

B Telephone number (see instructions)
603- 634-7772

City or town, state, and ZIP code
RIVERSIDE, RI 02915-7995

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 ▶ ☐

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)* ▶ $ 4,925,553.

J Accounting method ☒ Cash ☐ Accrual ☐ 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 ▶ ☒ if the foundation is **not** required to attach Sch B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	130,411.	136,583.		STMT 1
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	102,329.			
b	Gross sales price for all assets on line 6a 1,038,443.				
7	Capital gain net income (from Part IV, line 2)		102,332.		
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) (attach schedule)				
11	Other income (attach schedule)				
12	**Total.** Add lines 1 through 11	232,740.	238,915.		
Operating and Administrative Expenses 13	Compensation of officers, directors, trustees, etc	37,741.	18,871.		18,870.
14	Other employee salaries and wages		NONE	NONE	
15	Pension plans, employee benefits		NONE	NONE	
16a	Legal fees (attach schedule) STMT 2	8,295.	NONE	NONE	8,295.
b	Accounting fees (attach schedule) STMT 3	575.	NONE	NONE	575.
c	Other professional fees (attach schedule)				
17	Interest				
18	Taxes (attach schedule) (see instructions) STMT 4	6,126.	915.		
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings		NONE	NONE	
22	Printing and publications		NONE	NONE	
23	Other expenses (attach schedule) STMT 5	275.	135.		140.
24	**Total operating and administrative expenses.** Add lines 13 through 23	53,012.	19,921.	NONE	27,880.
25	Contributions, gifts, grants paid	186,973.			186,973.
26	**Total expenses and disbursements** Add lines 24 and 25	239,985.	19,921.	NONE	214,853.
27	Subtract line 26 from line 12:				
a	**Excess of revenue over expenses and disbursements**	-7,245.			
b	**Net investment income** (if negative, enter -0-)		218,994.		
c	**Adjusted net income** (if negative, enter -0-)				

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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 (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	68,067.	100,309.	100,309.
	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 (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶			
	Less: allowance for doubtful accounts ▶ NONE			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments - U S and state government obligations (attach schedule)			
	b Investments - corporate stock (attach schedule)			
	c Investments - corporate bonds (attach schedule)			
	11 Investments - land, buildings, and equipment basis ▶			
	Less: accumulated depreciation (attach schedule) ▶			
	12 Investments - mortgage loans			
	13 Investments - other (attach schedule) STMT 6	3,967,156.	3,927,669.	4,825,244.
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	4,035,223.	4,027,978.	4,925,553.
Liabilities	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)			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)		NONE	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ 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 and complete lines 27 through 31. ▶ X			
	27 Capital stock, trust principal, or current funds	4,035,223.	4,018,717.	
	28 Paid-in or capital surplus, or land, bldg , and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds		9,261.	
	30 Total net assets or fund balances (see instructions)	4,035,223.	4,027,978.	
	31 Total liabilities and net assets/fund balances (see instructions)	4,035,223.	4,027,978.	

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	4,035,223.
2	Enter amount from Part I, line 27a	2	-7,245.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	4,027,978.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	4,027,978.

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	PUBLICLY TRADED SECURITIES			
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	1,038,443.		936,111.	102,332.
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				102,332.
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** 102,332.

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 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	210,770.	4,742,215.	0.044445
2010	210,915.	4,391,159.	0.048032
2009	214,085.	3,972,939.	0.053886
2008	228,590.	4,759,163.	0.048032
2007	242,392.	5,415,261.	0.044761

2	**Total** of line 1, column (d)	2	0.239156
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	0.047831
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	4,806,128.
5	Multiply line 4 by line 3	5	229,882.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	2,190.
7	Add lines 5 and 6	7	232,072.
8	Enter qualifying distributions from Part XII, line 4	8	214,853.

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.

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 ▶ ☐ 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 ▶ ☐ and enter 1% of Part I, line 27b	1	4,380.
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	
3	Add lines 1 and 2	3	4,380.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	NONE
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-	5	4,380.
6	Credits/Payments:		
a	2012 estimated tax payments and 2011 overpayment credited to 2012 — 6a: 4,716.		
b	Exempt foreign organizations - tax withheld at source — 6b: NONE		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: NONE		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments Add lines 6a through 6d	7	4,716.
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ 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	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	336.
11	Enter the amount of line 10 to be **Credited to 2013 estimated tax** ▶ 336. **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
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?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the 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*	1b		X
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ▶ $ ________ (2) On foundation managers ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ________			
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	N/A	
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) ▶ 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	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

Part VII-A Statements Regarding Activities *(continued)*

		Line	Yes	No
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?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ RBS CITIZENS, N.A. Telephone no ▶ (603) 634-7772
Located at ▶ 875 ELM STREET, MANCHESTER, NH ZIP+4 ▶ 03101

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

		Line	Yes	No
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		X
	See the 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.

			Line	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?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☒ Yes ☐ 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)?	☐ Yes ☒ 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)	☐ Yes ☒ 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)?		1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐				
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?	☐ Yes ☒ 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)		2b		X
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?	☐ Yes ☒ 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.)*		3b	N/A	
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

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** N/A

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** No: 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? . . . . . . **7b** N/A

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
RBS CITIZENS, N.A. 875 ELM STREET, MANCHESTER, NH 03101	TRUSTEE 5	37,741.		-0-

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

Total number of other employees paid over $50,000 . . . . . . ▶

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
Total number of others receiving over $50,000 for professional services ▶		NONE

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 NONE	
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 NONE	
2	
All other program-related investments See instructions 3 NONE	
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	4,826,166.
b	Average of monthly cash balances	1b	53,152.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	4,879,318.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	4,879,318.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	73,190.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,806,128.
6	**Minimum investment return.** Enter 5% of line 5	6	240,306.

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	240,306.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	4,380.		
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	4,380.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	235,926.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	235,926.
6	Deduction from distributable amount (see instructions)			6	NONE
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	235,926.

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	214,853.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	214,853.
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	N/A
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	214,853.

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				235,926.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			97,968.	
b Total for prior years 20 10 ,20___,20___		NONE		
3 Excess distributions carryover, if any, to 2012:				
a From 2007 NONE				
b From 2008 NONE				
c From 2009 NONE				
d From 2010 NONE				
e From 2011 NONE				
f **Total** of lines 3a through e	NONE			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ $ 214,853.				
a Applied to 2011, but not more than line 2a			97,968.	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2012 distributable amount				116,885.
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2012 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	NONE			NONE
6 **Enter the net total of each column as indicated below:**				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	NONE			
b Prior years' undistributed income Subtract line 4b from line 2b		NONE		
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		NONE		
d Subtract line 6c from line 6b Taxable amount - see instructions		NONE		
e Undistributed income for 2011. Subtract line 4a from line 2a Taxable amount - see instructions			NONE	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				119,041.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	NONE			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)	NONE			
9 **Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9:				
a Excess from 2008 NONE				
b Excess from 2009 NONE				
c Excess from 2010 NONE				
d Excess from 2011 NONE				
e Excess from 2012 NONE				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) NOT APPLICABLE

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 foundation is a private operating foundation described in section [ ] 4942(j)(3) or [ ] 4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2012	(b) 2011	(c) 2010	(d) 2009	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
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 XV Supplementary Information (Complete this part only if the foundation 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 ▶ [X] 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 or e-mail 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 Name and address (home or business)	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
a Paid during the year				
TAYLOR COMMUNITY 435 UNION AVENUE LACONIA NH 03246	NONE	N/A	GENERAL CHARITABLE PURPOSE	186,973.
Total ▶ 3a				186,973.
b Approved for future payment				
Total ▶ 3b				

Part XVI-A Analysis of Income-Producing Activities

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	130,411.	
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	102,329.	
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)				232,740.	

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 232,740.

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See instructions.)
	NOT APPLICABLE

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

			Yes	No
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?			
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.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

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

Gary M Golditch | 04/22/2013 | TAX OFFICER

Signature of officer or trustee | Date | Title

GARY M. GOLDITCH

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
JEFFREY E. KUHLIN	Jeffrey E Kuhlin	04/22/2013		P00353001

Firm's name ▶ KPMG LLP | Firm's EIN ▶ 13-5565207

Firm's address ▶ 100 WESTMINSTER ST, 6TH FLOOR STE A PROVIDENCE, RI 02903-2321 | Phone no 855-549-6955

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DIVIDENDS AND INTEREST		130,411.	136,583.
	TOTAL	130,411.	136,583.

FORM 990PF, PART I - LEGAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
HINCKLEY, ALLEN & SNYDER LLP	8,295.			8,295.
TOTALS	8,295.	NONE	NONE	8,295.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREP FEE		575.			575.
	TOTALS	575.	NONE	NONE	575.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
2011 990PF BALANCE DUE	1,410.	
2012 990PF ESTIMATES	4,716.	
FOREIGN TAXES		915.
TOTALS	6,126.	915.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
2011 NH AG FILING FEE	75.		75.
NH PROBATE FILING FEE	65.		65.
BOND PREMIUM EXPENSE	135.	135.	
TOTALS	275.	135.	140.

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
SEE ATTACHED STATEMENT	C	3,967,156.	3,927,669.	4,825,244.
TOTALS		3,967,156.	3,927,669.	4,825,244.

SCHEDULE D (Form 1041)

Department of the Treasury Internal Revenue Service

Capital Gains and Losses

▶ Attach to Form 1041, Form 5227, or Form 990-T.
▶ Information about Schedule D (Form 1041) and its separate instructions is at *www.irs.gov/form1041*.

OMB No 1545-0092

2012

Name of estate or trust: OSCAR J GEORGE TRUST

Employer identification number: 02-6037670

Note: *Form 5227 filers need to complete **only** Parts I and II.*

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a SHORT-TERM CAPITAL GAIN DIVIDENDS					3,858.

b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	-12,002.
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	
4 Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2011 Capital Loss Carryover Worksheet	4	( )
5 **Net short-term gain or (loss).** Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back ▶	5	-8,144.

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a LONG-TERM CAPITAL GAIN DIVIDENDS					10,452.

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	99,803.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	
9 Capital gain distributions	9	221.
10 Gain from Form 4797, Part I	10	
11 Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2011 Capital Loss Carryover Worksheet	11	( )
12 **Net long-term gain or (loss).** Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back ▶	12	110,476.

Part III **Summary of Parts I and II**
Caution: *Read the instructions* ***before*** *completing this part.*

			(1) Beneficiaries' (see instr.)	(2) Estate's or trust's	(3) Total
13	**Net short-term gain or (loss)**	13			-8,144.
14	**Net long-term gain or (loss):**				
a	Total for year	14a			110,476.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht.)	14b			
c	28% rate gain	14c			
15	**Total net gain or (loss).** Combine lines 13 and 14a ▶	15			102,332.

Note: *If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a) If lines 14a and 15, column (2), are net gains, go to Part V, and* ***do not*** *complete Part IV If line 15, column (3), is a net loss, complete Part IV and the* ***Capital Loss Carryover Worksheet,*** *as necessary.*

Part IV **Capital Loss Limitation**

16	Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the **smaller** of:		
a	The loss on line 15, column (3) **or** b $3,000	16	( )

Note: *If the loss on line 15, column (3), is more than $3,000,* ***or*** *if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the* ***Capital Loss Carryover Worksheet*** *in the instructions to figure your capital loss carryover.*

Part V **Tax Computation Using Maximum Capital Gains Rates**

Form 1041 filers. Complete this part **only** if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), **and** Form 1041, line 22, is more than zero.

Caution: *Skip this part and complete the* ***Schedule D Tax Worksheet*** *in the instructions if:*

- *Either line 14b, col (2) or line 14c, col. (2) is more than zero, or*
- *Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero.*

Form 990-T trusts. Complete this part **only** if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, **and** Form 990-T, line 34, is more than zero. Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if either line 14b, col. (2) or line 14c, col. (2) is more than zero.

17	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)			17			
18	Enter the **smaller** of line 14a or 15 in column (2) but not less than zero	18					
19	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	19					
20	Add lines 18 and 19	20					
21	If the estate or trust is filing Form 4952, enter the amount from line 4g; otherwise, enter -0- ▶	21					
22	Subtract line 21 from line 20. If zero or less, enter -0-			22			
23	Subtract line 22 from line 17. If zero or less, enter -0-			23			
24	Enter the **smaller** of the amount on line 17 or $2,400			24			
25	Is the amount on line 23 equal to or more than the amount on line 24? ☐ **Yes.** Skip lines 25 and 26; go to line 27 and check the "No" box ☐ **No.** Enter the amount from line 23			25			
26	Subtract line 25 from line 24			26			
27	Are the amounts on lines 22 and 26 the same? ☐ **Yes.** Skip lines 27 thru 30, go to line 31 ☐ **No.** Enter the smaller of line 17 or line 22			27			
28	Enter the amount from line 26 (If line 26 is blank, enter -0-)			28			
29	Subtract line 28 from line 27			29			
30	Multiply line 29 by 15% (15)					30	
31	Figure the tax on the amount on line 23. Use the 2012 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)					31	
32	Add lines 30 and 31					32	
33	Figure the tax on the amount on line 17. Use the 2012 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)					33	
34	**Tax on all taxable income.** Enter the **smaller** of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36)					34	

SCHEDULE D-1 (Form 1041)

Department of the Treasury Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.
▶ Information about Schedule D (Form 1041) and its separate instructions is at www.irs gov/form1041

OMB No 1545-0092

2012

Name of estate or trust: OSCAR J GEORGE TRUST

Employer identification number: 02-6037670

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a .5 AMETEK INC	12/02/2011	08/03/2012	16.00	14.00	2.00
175. CELGENE CORP	01/10/2012	06/26/2012	11,001.00	12,122.00	-1,121.00
235. CLOROX CO	09/07/2011	03/21/2012	16,037.00	16,451.00	-414.00
305. EXELON CORP	09/07/2011	01/31/2012	12,117.00	13,073.00	-956.00
360. ISHARES DJ US OIL EQU	03/21/2012	11/09/2012	17,394.00	20,527.00	-3,133.00
410. KOHL'S CORP (WISC)	08/02/2011	01/09/2012	18,836.00	21,585.00	-2,749.00
980.392 METROPOLITAN WEST #514	03/02/2012	08/16/2012	10,010.00	9,941.00	69.00
9340. VANGUARD BOND INDEX	12/23/2011	02/06/2012	103,207.00	102,086.00	1,121.00
390. VERISIGN INC	09/28/2012	12/07/2012	14,077.00	18,898.00	-4,821.00

1b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 1b . . . . -12,002.00

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side: OSCAR J GEORGE TRUST

Employer identification number: 02-6037670

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 1015. AT & T INC	02/01/2007	02/07/2012	30,183.00	35,213.00	-5,030.00
300. ABBOTT LABORATORIES	10/04/2005	08/09/2012	19,704.00	13,824.00	5,880.00
490. AETNA INC NEW	01/08/2010	04/30/2012	21,126.00	16,178.00	4,948.00
35. APPLE COMPUTER INC	04/21/2011	04/30/2012	20,728.00	12,333.00	8,395.00
346. BAKER HUGHES INC	07/28/2010	03/21/2012	15,555.00	21,357.00	-5,802.00
222. BECTON DICKINSON & CO	07/01/2008	01/09/2012	16,267.00	18,055.00	-1,788.00
829. CISCO SYSTEMS	04/08/2002	06/26/2012	13,938.00	13,289.00	649.00
495. DISNEY WALT CO	07/27/2009	11/09/2012	23,113.00	13,104.00	10,009.00
250. EXELON CORP	07/28/2010	01/31/2012	9,932.00	10,489.00	-557.00
800. INTEL CORP.	07/09/2009	12/07/2012	16,011.00	15,815.00	196.00
450. ISHARES MSCI SOUTH KO IND	07/28/2010	02/06/2012	26,054.00	21,138.00	4,916.00
1110. JABIL CIRCUIT INC	05/09/2011	09/28/2012	20,990.00	23,589.00	-2,599.00
165. JOHNSON & JOHNSON	09/29/1994	09/19/2012	11,337.00	2,138.00	9,199.00
520. MICROSOFT CORP	06/23/2003	12/07/2012	13,686.00	13,386.00	300.00
230. NORFOLK SOUTHERN CORP	05/27/2010	09/28/2012	14,630.00	12,880.00	1,750.00
400. ORACLE SYSTEMS CORP.	11/22/2006	01/10/2012	10,756.00	7,908.00	2,848.00
55. PANERA BREAD CO CL A	11/19/2009	02/07/2012	8,629.00	3,496.00	5,133.00
410. PFIZER INC	01/12/2009	09/19/2012	9,951.00	7,127.00	2,824.00
170. PHILLIPS 66	07/25/2008	05/03/2012	5,308.00	6,658.00	-1,350.00
140. PROCTER & GAMBLE COMP	12/10/2003	09/19/2012	9,709.00	6,777.00	2,932.00
116. SPDR S&P MIDCAP 400 E	12/27/2001	08/16/2012	20,503.00	10,878.00	9,625.00
95. STARBUCKS CORP	12/02/2009	02/07/2012	4,585.00	2,070.00	2,515.00
425. STARBUCKS CORP	12/02/2009	04/30/2012	24,241.00	9,261.00	14,980.00
435. STRYKER CORP	03/18/2011	10/26/2012	22,668.00	25,974.00	-3,306.00
300. 3M CO	07/08/2009	10/26/2012	26,358.00	17,678.00	8,680.00

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b . . . .

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side

OSCAR J GEORGE TRUST

Employer identification number

02-6037670

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 225. UNITED TECHNOLOGIES C	08/22/2001	03/21/2012	18,655.00	8,202.00	10,453.00
697. UNUMPROVIDENT CORP	07/28/2010	06/26/2012	13,060.00	17,603.00	-4,543.00
46362.771 VANGUARD FIXED I	09/17/2010	03/02/2012	273,540.00	254,349.00	19,191.00
100000. WELLS FARGO & CO 9/01/12	08/01/2003	09/01/2012	100,000.00	100,645.00	-645.00

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b 99,803.00

FEDERAL CAPITAL GAIN DIVIDENDS

SHORT-TERM CAPITAL GAIN DIVIDENDS

METROPOLITAN WEST HIGH YD BD I #514	1,210.00	
TEMPLETON GLOBAL BOND ADVISOR #616	4.00	
TEMPLETON GLOBAL BOND ADVISOR #616	8.00	
VANGUARD BOND INDEX FUND #84	1,122.00	
VANGUARD INTER TERM BD IDX SS #1350	564.00	
VANGUARD ADMIRAL GNMA FD #536	949.00	
TOTAL SHORT-TERM CAPITAL GAIN DIVIDENDS		3,858.00

LONG-TERM CAPITAL GAIN DIVIDENDS

15% RATE CAPITAL GAIN DIVIDENDS

	29.00	
APARTMENT INVT & MGMT CO	193.00	
METROPOLITAN WEST HIGH YD BD I #514	121.00	
TEMPLETON GLOBAL BOND ADVISOR #616	1,250.00	
VANGUARD BOND INDEX FUND #84	1,621.00	
VANGUARD INTER TERM BD IDX SS #1350	6,614.00	
VANGUARD ADMIRAL GNMA FD #536	624.00	
TOTAL 15% RATE CAPITAL GAIN DIVIDENDS		10,452.00
TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS		10,452.00

990PF, PART VII-B LINE 2B – SECTION 4942a2 EXPLANATION STATEMENT

This question does not apply. The foundation does not have any undistributed income from prior years.

Citizens Bank

Investment Detail

3020001629 | OSCAR GEORGE TRUST 17-Apr-2013 1 50 PM ET

Asset Types: Balanced Funds, Cash & Cash Equivalents, Equities, Fixed Income -Non Taxable, Fixed Income -Taxable, Other, Real Estate
Data Current as of: 31-Dec-2012

SUMMARY

Asset Type	Current Allocation	Market Value	Total Cost	Unrealized Gain/Loss
Cash & Cash Equivalents	2 037%	$100,308 55	$100,308 55	$0 00
Equities	66 537%	$3,277,321 73	$2,433,542 86	$843,778 87
Fixed Income -Taxable	31.426%	$1,547,922 26	$1,494,126 31	$53,795 95
Totals		**$4,925,552.54**	**$4,027,977.72**	**$897,574.82**

DETAIL

Asset Name	CUSIP ISIN SEDOL Ticker	Current Allocation	Quantity	Current Price	Date Priced	Market Value	Total Cost	Unrealized Gain/Loss
Cash & Cash Equivalents: 2.037%								
CASH - INCOME	- - - -	0 188%	9,260 5500	1 0000		$9,260 55	$9,260 55	$0 00
CASH - INVESTED INCOME	- - - -	(0 139)%	(6,854 2000)	1 0000		($6,854 20)	($6,854 20)	$0 00
RBS CITIZENS N A CASH SWEEP ACCOUNT Ticker PP510QGQ0 | Asset ID 990110702	990110702 - - PP510QGQ0	1 848%	91,048 0000	100 0000%	31-Dec-2012	$91,048 00	$91,048 00	$0 00
RBS CITIZENS N A CASH SWEEP ACCOUNT Ticker PP510QGQ0 | Asset ID 990110702	990110702 - - PP510QGQ0	0 139%	6,854 2000	100 0000%	31-Dec-2012	$6,854 20	$6,854 20	$0 00
Subtotal		**2.037%**				**$100,308.55**	**$100,308.55**	**$0.00**
Equities: 66.537%								
ABBOTT LABORATORIES Ticker ABT | Asset ID 002824100	002824100 US0028241000 - ABT	0 372%	280 0000	65 5000	31-Dec-2012	$18,340 00	$14,563 17	$3,776 83
ACTUANT CORP Ticker ATU | Asset ID 00508X203	00508X203 US00508X2036 2716792 ATU	0 360%	635 0000	27 9100	31-Dec-2012	$17,722 85	$18,643 02	($920 17)
AFFILIATED MANAGERS GROUP INC Ticker AMG | Asset ID 008252108	008252108 US0082521081 - AMG	0 750%	284 0000	130 1500	31-Dec-2012	$36,962 60	$23,826 71	$13,135 89
AMETEK INC Ticker AME | Asset ID 031100100	031100100 US0311001004 - AME	0 520%	682 0000	37 5700	31-Dec-2012	$25,622 74	$19,637 19	$5,985 55

Asset Name	CUSIP ISIN SEDOL Ticker	Current Allocation	Quantity	Current Price	Date Priced	Market Value	Total Cost	Unrealized Gain/Loss
AMGEN INC Ticker AMGN | Asset ID 031162100	031162100 US0311621009 - AMGN	0 551%	315 0000	86 2000	31-Dec-2012	$27,153 00	$22,523 82	$4,629 18
ANADARKO PETE CORP Ticker APC | Asset ID 032511107	032511107 US0325111070 - APC	0 317%	210 0000	74 3100	31-Dec-2012	$15,605 10	$17,235 27	($1,630 17)
APARTMENT INVT & MGMT CO Ticker AIV | Asset ID 03748R101	03748R101 US03748R1014 2057059 AIV	0 299%	545 0000	27 0600	31-Dec-2012	$14,747 70	$14,531 50	$216 20
APPLE COMPUTER INC Ticker AAPL | Asset ID 037833100	037833100 US0378331005 - AAPL	1 188%	110 0000	532 1730	31-Dec-2012	$58,539 03	$24,027 18	$34,511 85
AT & T INC Ticker T | Asset ID 00206R102	00206R102 US00206R1023 - T	0 493%	720 0000	33 7100	31-Dec-2012	$24,271 20	$26,085 94	($1,814 74)
BANK OF AMERICA CORPORATION Ticker BAC | Asset ID 060505104	060505104 US0605051046 - BAC	0 402%	1,705 0000	11 6100	31-Dec-2012	$19,795 05	$18,200 02	$1,595 03
BB&T CORP Ticker BBT | Asset ID 054937107	054937107 US0549371070 - BBT	0 520%	880 0000	29 1100	31-Dec-2012	$25,616 80	$20,457 36	$5,159 44
BOEING CO Ticker BA | Asset ID 097023105	097023105 US0970231058 - BA	0 757%	495 0000	75 3600	31-Dec-2012	$37,303 20	$28,329 80	$8,973 40
CAPITAL ONE FINL CORP Ticker COF | Asset ID 14040H105	14040H105 US14040H1059 - COF	0.535%	455 0000	57 9300	31-Dec-2012	$26,358 15	$19,680 13	$6,678 02
CHEVRON CORP Ticker CVX | Asset ID 166764100	166764100 US1667641005 - CVX	1 273%	580 0000	108 1400	31-Dec-2012	$62,721 20	$45,927 84	$16,793 36
CHUBB CORP Ticker CB | Asset ID 171232101	171232101 US1712321017 - CB	0 658%	430 0000	75 3200	31-Dec-2012	$32,387 60	$26,521 47	$5,866 13
CIGNA Ticker CI | Asset ID 125509109	125509109 US1255091092 - CI	0 499%	460 0000	53 4600	31-Dec-2012	$24,591 60	$18,696 20	$5,895 40
CINTAS CORPORATION Ticker CTAS | Asset ID 172908105	172908105 US1729081059 - CTAS	0 378%	455 0000	40 9000	31-Dec-2012	$18,609 50	$18,937 33	($327 83)
COCA-COLA CO Ticker KO | Asset ID 191216100	191216100 US1912161007 - KO	0 891%	1,210 0000	36 2500	31-Dec-2012	$43,862 50	$32,335 67	$11,526 83
COLGATE-PALMOLIVE CO	194162103 US1941621039	0 446%	210 0000	104 5400	31-Dec-2012	$21,953 40	$17,583 48	$4,369 92

Asset Name	CUSIP ISIN SEDOL Ticker	Current Allocation	Quantity	Current Price	Date Priced	Market Value	Total Cost	Unrealized Gain/Loss
Ticker CL | Asset ID 194162103	- CL							
CONOCOPHILLIPS Ticker COP | Asset ID 20825C104	20825C104 US20825C1045 - COP	0 612%	520 0000	57 9900	31-Dec-2012	$30,154 80	$30,886 50	($731 70)
CVS/CAREMARK CORPORATION Ticker CVS | Asset ID 126650100	126650100 US1266501006 - CVS	0 491%	500 0000	48 3500	31-Dec-2012	$24,175 00	$18,075 55	$6,099 45
DWS ALT ASSET ALLC PLUS INSTL Ticker AAAZX | Asset ID 233376730	233376730 US2333767307 - AAAZX	2 217%	11,726 8720	9 3100	31-Dec-2012	$109,177 18	$103,605 00	$5,572 18
E M C CORP MASS Ticker EMC | Asset ID 268648102	268648102 US2686481027 - EMC	0.781%	1,520 0000	25 3000	31-Dec-2012	$38,456 00	$18,209 45	$20,246 55
EBAY INC Ticker EBAY | Asset ID 278642103	278642103 US2786421030 - EBAY	0 564%	545 0000	50 9977	31-Dec-2012	$27,793 75	$22,555 53	$5,238 22
EDISON INTERNATIONAL Ticker EIX | Asset ID 281020107	281020107 US2810201077 - EIX	0 440%	480 0000	45 1900	31-Dec-2012	$21,691 20	$17,985 36	$3,705 84
EXXON MOBIL CORP Ticker XOM | Asset ID 30231G102	30231G102 US30231G1022 - XOM	1 307%	744 0000	86 5500	31-Dec-2012	$64,393 20	$30,532 91	$33,860 29
GENERAL ELECTRIC CO Ticker GE | Asset ID 369604103	369604103 US3696041033 - GE	0 965%	2,265 0000	20 9900	31-Dec-2012	$47,542 35	$22,455 40	$25,086 95
GOOGLE INC Ticker GOOG | Asset ID 38259P508	38259P508 US38259P5089 - GOOG	0 833%	58 0000	707 3800	31-Dec-2012	$41,028 04	$33,322 53	$7,705 51
HANESBRANDS INC Ticker HBI | Asset ID 410345102	410345102 US4103451021 - HBI	0 487%	670 0000	35 8200	31-Dec-2012	$23,999 40	$22,561.18	$1,438 22
HERSHEY COMPANY Ticker HSY | Asset ID 427866108	427866108 US4278661081 - HSY	0 425%	290 0000	72 2200	31-Dec-2012	$20,943 80	$10,278 61	$10,665 19
INTEL CORP Ticker INTC | Asset ID 458140100	458140100 US4581401001 - INTC	0 415%	991 0000	20 6200	31-Dec-2012	$20,434 42	$16,123 57	$4,310 85
INTERNATIONAL BUSINESS MACHINES Ticker IBM | Asset ID 459200101	459200101 US4592001014 - IBM	0 941%	242 0000	191 5500	31-Dec-2012	$46,355 10	$17,390 77	$28,964 33
ISHARES COHEN & STEERS REALTY Ticker ICF | Asset ID 464287564	464287564 US4642875649 2771166	2 711%	1,700 0000	78 5400	31-Dec-2012	$133,518 00	$111,690 00	$21,828 00

Asset Name	CUSIP ISIN SEDOL Ticker	Current Allocation	Quantity	Current Price	Date Priced	Market Value	Total Cost	Unrealized Gain/Loss
	ICF							
ISHARES CORE S&P SMALL-CAP ETF Ticker IJR | Asset ID 464287804	464287804 US4642878049 2678869 IJR	5 415%	3,415 0000	78 1000	31-Dec-2012	$266,711 50	$191,119 12	$75,592 38
ISHARES DJ US OIL EQUIP & SVCS Ticker IEZ | Asset ID 464288844	464288844 US4642888444 B14MFQ9 IEZ	0 606%	585 0000	51 0100	31-Dec-2012	$29,840 85	$31,897 34	($2,056 49)
ISHARES GOLD TR Ticker IAU | Asset ID 464285105	464285105 US4642851053 B0SF3S5 IAU	2 882%	8,720 0000	16 2792	31-Dec-2012	$141,954 62	$70,086 18	$71,868 44
ISHARES MSCI EMERGING MKTS Ticker EEM | Asset ID 464287234	464287234 - 2582409 EEM	0 504%	560 0000	44 3500	31-Dec-2012	$24,836 00	$24,281 60	$554 40
ISHARES TR NASDQ BIO INDX Ticker IBB | Asset ID 464287556	464287556 US4642875565 2724892 IBB	0 474%	170 0000	137 2200	31-Dec-2012	$23,327 40	$21,832 45	$1,494 95
JOHNSON & JOHNSON Ticker JNJ | Asset ID 478160104	478160104 US4781601046 - JNJ	0 421%	296 0000	70 1000	31-Dec-2012	$20,749 60	$8,234 86	$12,514 74
JPMORGAN CHASE & CO Ticker JPM | Asset ID 46625H100	46625H100 US46625H1005 - JPM	0 531%	595 0000	43 9691	31-Dec-2012	$26,161 61	$24,231 35	$1,930 26
LOWES COMPANIES INC Ticker LOW | Asset ID 548661107	548661107 US5486611073 - LOW	0 725%	1,005 0000	35 5200	31-Dec-2012	$35,697 60	$25,183 99	$10,513 61
MARRIOTT INTL' INC NEW CLASS A Ticker MAR | Asset ID 571903202	571903202 US5719032022 - MAR	0 371%	490 0000	37 2700	31-Dec-2012	$18,262 30	$17,660 24	$602 06
MCGRAW-HILL, INC Ticker MHP | Asset ID 580645109	580645109 US5806451093 - MHP	0 455%	410 0000	54 6700	31-Dec-2012	$22,414 70	$19,221 78	$3,192 92
MERCK & CO INC NEW Ticker MRK | Asset ID 58933Y105	58933Y105 US58933Y1055 2778844 MRK	0 702%	845 0000	40 9400	31-Dec-2012	$34,594 30	$29,901 73	$4,692 57
MICROSOFT CORP Ticker MSFT | Asset ID 594918104	594918104 US5949181045 - MSFT	0 713%	1,314 0000	26 7097	31-Dec-2012	$35,096 55	$36,425 50	($1,328 95)
MONSANTO CO NEW Ticker MON | Asset ID 61166W101	61166W101 US61166W1018 4658524 MON	0 682%	355 0000	94 6500	31-Dec-2012	$33,600 75	$25,384 63	$8,216 12
MOTOROLA SOLUTIONS INC Ticker MSI | Asset ID 620076307	620076307 US6200763075 B5BKPQ4 MSI	0 571%	505 0000	55 6800	31-Dec-2012	$28,118 40	$25,602 29	$2,516 11

Asset Name	CUSIP ISIN SEDOL Ticker	Current Allocation	Quantity	Current Price	Date Priced	Market Value	Total Cost	Unrealized Gain/Loss
NEXTERA ENERGY INC COM Ticker NEE | Asset ID 65339F101	65339F101 US65339F1012 2328915 NEE	0 506%	360 0000	69 1900	31-Dec-2012	$24,908 40	$21,519 00	$3,389 40
NORDSTROM INC Ticker JWN | Asset ID 655664100	655664100 US6556641008 - JWN	0 543%	500 0000	53 5000	31-Dec-2012	$26,750 00	$19,229 47	$7,520 53
ORACLE SYSTEMS CORP Ticker ORCL | Asset ID 68389X105	68389X105 US68389X1054 - ORCL	0 602%	890 0000	33 3200	31-Dec-2012	$29,654 80	$20,849 95	$8,804 85
PANERA BREAD CO CL A Ticker PNRA | Asset ID 69840W108	69840W108 US69840W1080 2063034 PNRA	0 468%	145 0000	158 8300	31-Dec-2012	$23,030 35	$9,215 65	$13,814 70
PEPSICO INC Ticker PEP | Asset ID 713448108	713448108 US7134481081 - PEP	0 442%	318 0000	68 4300	31-Dec-2012	$21,760 74	$6,603 63	$15,157 11
PFIZER INC Ticker PFE | Asset ID 717081103	717081103 US7170811035 - PFE	0 629%	1,235 0000	25 0793	31-Dec-2012	$30,972 94	$22,297 79	$8,675 15
PNC FINANCIAL SERVICES GROUP Ticker PNC | Asset ID 693475105	693475105 US6934751057 - PNC	0 607%	513 0000	58 3100	31-Dec-2012	$29,913 03	$28,953 93	$959 10
PROCTER & GAMBLE CO Ticker PG | Asset ID 742718109	742718109 US7427181091 - PG	0 471%	342 0000	67 8900	31-Dec-2012	$23,218 38	$19,675 81	$3,542 57
QUALCOMM CORP Ticker QCOM | Asset ID 747525103	747525103 US7475251036 - QCOM	0 509%	405 0000	61 8596	31-Dec-2012	$25,053 14	$23,744 57	$1,308 57
QUANTA SVCS INC Ticker PWR | Asset ID 74762E102	74762E102 US74762E1029 2150204 PWR	0 380%	685 0000	27 2900	31-Dec-2012	$18,693 65	$18,132 16	$561 49
SCHLUMBERGER LTD Ticker SLB | Asset ID 806857108	806857108 AN8068571086 - SLB	0 345%	245 0000	69 2986	31-Dec-2012	$16,978 16	$23,085 37	($6,107 21)
SELECT SEC SPDR MATLS Ticker XLB | Asset ID 81369Y100	81369Y100 US81369Y1001 B1HKVC8 XLB	1 091%	1,432 0000	37 5400	31-Dec-2012	$53,757 28	$39,398 62	$14,358 66
SPDR INDEX SHS FDS INTL SMLCAP Ticker GWX | Asset ID 78463X871	78463X871 US78463X8719 - GWX	0 503%	870 0000	28 4500	31-Dec-2012	$24,751 50	$24,316 50	$435 00
SPDR INDEX SHS FDS MSCI ACWI EXUS Ticker CWI | Asset ID 78463X848	78463X848 US78463X8487 - CWI	6 388%	9,775 0000	32 1900	31-Dec-2012	$314,657 25	$278,863 16	$35,794 09
SPDR S&P MIDCAP	78467Y107	8 125%	2,155 0000	185 7100	31-Dec-	$400,205 05	$206,206 71	$193,998 34

Asset Name	CUSIP ISIN SEDOL Ticker	Current Allocation	Quantity	Current Price	Date Priced	Market Value	Total Cost	Unrealized Gain/Loss
400 ETF TR Ticker MDY | Asset ID 78467Y107	US78467Y1073 2550688 MDY				2012			
SUNTRUST BANKS INC Ticker STI | Asset ID 867914103	867914103 US8679141031 - STI	0 384%	668 0000	28 3500	31-Dec-2012	$18,937 80	$19,381 02	($443 22)
TEXAS INSTRUMENTS INC Ticker TXN | Asset ID 882508104	882508104 US8825081040 - TXN	0 249%	397 0000	30 8900	31-Dec-2012	$12,263 33	$8,496.57	$3,766 76
THERMO FISHER SCIENTIFIC INC Ticker TMO | Asset ID 883556102	883556102 US8835561023 - TMO	0 453%	350 0000	63 7800	31-Dec-2012	$22,323 00	$21,404 92	$918 08
TJX COMPANIES NEW Ticker TJX | Asset ID 872540109	872540109 US8725401090 - TJX	0 500%	580 0000	42 4500	31-Dec-2012	$24,621 00	$16,745 53	$7,875 47
UNITED TECHNOLOGIES CORP Ticker UTX | Asset ID 913017109	913017109 US9130171096 - UTX	0 498%	299 0000	82 0100	31-Dec-2012	$24,520 99	$19,980 26	$4,540 73
VERIZON COMMUNICATIONS Ticker VZ | Asset ID 92343V104	92343V104 US92343V1044 - VZ	0 373%	425 0000	43 2700	31-Dec-2012	$18,389 75	$15,074 88	$3,314 87
VISA INC Ticker V | Asset ID 92826C839	92826C839 US92826C8394 - V	0 739%	240 0000	151 5800	31-Dec-2012	$36,379 20	$21,120 41	$15,258 79
WAL-MART STORES Ticker WMT | Asset ID 931142103	931142103 US9311421039 - WMT	0 686%	495 0000	68 2300	31-Dec-2012	$33,773 85	$24,520 63	$9,253 22
WASTE MGMT INC DEL Ticker WM | Asset ID 94106L109	94106L109 US94106L1098 - WM	0 411%	600 0000	33 7400	31-Dec-2012	$20,244 00	$21,245 96	($1,001 96)
WELLS FARGO & CO NEW Ticker WFC | Asset ID 949746101	949746101 US9497461015 - WFC	0 781%	1,125 0000	34 1800	31-Dec-2012	$38,452 50	$33,302 84	$5,149 66
YUM BRANDS INC Ticker YUM | Asset ID 988498101	988498101 US9884981013 - YUM	0 404%	300 0000	66 4000	31-Dec-2012	$19,920 00	$15,699 00	$4,221 00
Subtotal		**66.537%**				**$3,277,321.73**	**$2,433,542.86**	**$843,778.87**
Fixed Income -Taxable: 31.426%								
GENERAL ELEC CAP 5 450% 1/15/13 Asset ID 36962GZY3	36962GZY3 - - -	2 034%	100,000 0000	100 1720%	31-Dec-2012	$100,172 00	$100,988 00	($816 00)
HEWLETT PACKARD CO 6 125% 3/01/14 Asset ID 428236AT0	428236AT0 US428236AT06 B3K9Z02	1 067%	50,000 0000	105 1220%	31-Dec-2012	$52,561 00	$49,780 50	$2,780 50

Asset Name	CUSIP ISIN SEDOL Ticker	Current Allocation	Quantity	Current Price	Date Priced	Market Value	Total Cost	Unrealized Gain/Loss
MANCHESTER NH BAB 4 750% 7/01/23 Asset ID 562333FR0	- 562333FR0 - - -	1 139%	50,000 0000	112 2050%	31-Dec-2012	$56,102 50	$50,572 50	$5,530 00
METROPOLITAN WEST HIGH YD BD I #514 Ticker MWHIX | Asset ID 592905848	592905848 US5929058486 - MWHIX	5 527%	26,123 8800	10 4200	31-Dec-2012	$272,210 83	$264,930 68	$7,280 15
TEMPLETON GLOBAL BOND ADVISOR #616 Ticker TGBAX | Asset ID 880208400	880208400 - 2068404 TGBAX	2 018%	7,450 0910	13 3400	31-Dec-2012	$99,384 21	$98,047 03	$1,337 18
VANGUARD ADMIRAL GNMA FD #536 Ticker VFIJX | Asset ID 922031794	922031794 - - VFIJX	2 907%	13,122 7230	10 9100	31-Dec-2012	$143,168 91	$134,567 11	$8,601 80
VANGUARD BOND INDEX TOTAL BOND #84 Ticker VBMFX | Asset ID 921937108	921937108 - - VBMFX	9 406%	41,777 2140	11 0900	31-Dec-2012	$463,309 30	$456,656 84	$6,652 46
VANGUARD INTER TERM BD IDX SS #1350 Ticker VIBSX | Asset ID 921937843	921937843 - - VIBSX	7 329%	30,185 0760	11 9600	31-Dec-2012	$361,013 51	$338,583 65	$22,429 86
Subtotal		**31.426%**				**$1,547,922.26**	**$1,494,126.31**	**$53,795.95**