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Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private FoundationDepartment of the Treasury
Internal Revenue Service

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

2012

Open to Public Inspection

For calendar year 2012 or tax year beginning

, 2012, and ending

, 20

Name of foundation

JOHN & MARGARET BRENNAN TRUST . 3030007141

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

Room/suite

10 TRIPPS LANE

City or town, state, and ZIP code

RIVERSIDE, RI 02915-7995

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) ► \$ 1,356,684. **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)
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	34,115.	34,555.		STMT 1
5a	Gross rents				
b	Net rental income or (loss) _____				
6a	Net gain or (loss) from sale of assets not on line 10	28,009.			
b	Gross sales price for all assets on line 6a 302,472.				
7	Capital gain net income (from Part IV, line 2)		28,093.		
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	62,124.	62,648.		
13	Compensation of officers, directors, trustees, etc	16,498.	8,249.		8,249.
14	Other employee salaries and wages		NONE		NONE
15	Pension plans, employee benefits		NONE		NONE
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule)	575.	NONE		575.
c	Other professional fees (attach schedule)				
17	Interest				
18	Taxes (attach schedule) (see instructions)	2,005.	329.		
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)	75.			75.
24	Total operating and administrative expenses.				
	Add lines 13 through 23	19,153.	8,578.		8,899.
25	Contributions, gifts, grants paid	53,785.			53,785.
26	Total expenses and disbursements. Add lines 24 and 25	72,938.	8,578.		62,684.
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	-10,814.			
b	Net investment income (if negative, enter -0-)		54,070.		
c	Adjusted net income (if negative, enter -0-)			NONE	

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
	1 Cash - non-interest-bearing				
	2 Savings and temporary cash investments		9,717.	37,084.	37,084.
Assets	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)	STMT 5.	120,217.	105,906.	109,185.
	b Investments - corporate stock (attach schedule)	STMT 6.	807,516.	679,173.	826,930.
	c Investments - corporate bonds (attach schedule)	STMT 7.			
	11 Investments - land, buildings, and equipment basis				
	Less accumulated depreciation ►				
Liabilities	12 Investments - mortgage loans				
	13 Investments - other (attach schedule)	STMT 8.	267,543.	372,021.	383,485.
	14 Land, buildings, and equipment basis				
	Less accumulated depreciation ►				
	15 Other assets (describe ►)				
	16 Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)		1,204,993.	1,194,184.	1,356,684.
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	
	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				
Net Assets or Fund Balances	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ► <input checked="" type="checkbox"/>				
	27 Capital stock, trust principal, or current funds		1,204,948.	1,157,100.	
	28 Paid-in or capital surplus, or land, bldg , and equipment fund				
	29 Retained earnings, accumulated income, endowment, or other funds		45.	37,084.	
	30 Total net assets or fund balances (see instructions)		1,204,993.	1,194,184.	
	31 Total liabilities and net assets/fund balances (see instructions)		1,204,993.	1,194,184.	

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	1,204,993.
2 Enter amount from Part I, line 27a	2	-10,814.
3 Other increases not included in line 2 (itemize) ► 2012 DISALLOWED WASH SALE ADJUSTMENT	3	5.
4 Add lines 1, 2, and 3	4	1,194,184.
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	1,194,184.

Form 990-PF (2012)

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a 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 302,472.		274,379.	28,093.		
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))		
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any			
a			28,093.		
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	28,093.	
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	64,521.	1,340,764.	0.048123
2010	64,699.	1,285,195.	0.050342
2009	68,455.	1,209,178.	0.056613
2008	77,192.	1,413,718.	0.054602
2007	72,174.	1,580,519.	0.045665

2 Total of line 1, column (d)	2	0.255345
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	0.051069
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	1,344,953.
5 Multiply line 4 by line 3	5	68,685.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	541.
7 Add lines 5 and 6	7	69,226.
8 Enter qualifying distributions from Part XII, line 4	8	62,684.

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 ► <input type="checkbox"/> and enter "N/A" on line 1 . . .	(attach copy of letter if necessary - see instructions)	1	1,081.
Date of ruling or determination letter _____				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input type="checkbox"/> and enter 1% of Part I, line 27b . . .			
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).	2 3 4 5	1,081. NONE 1,081.	
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) . . .			
3	Add lines 1 and 2 . . .			
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) . . .			
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0- . . .			
6	Credits/Payments:	6a 6b 6c 6d	1,284. NONE NONE 1,284.	
a	2012 estimated tax payments and 2011 overpayment credited to 2012 . . .			
b	Exempt foreign organizations - tax withheld at source . . .			
c	Tax paid with application for extension of time to file (Form 8868) . . .			
d	Backup withholding erroneously withheld . . .			
7	Total credits and payments Add lines 6a through 6d . . .	7 8 9 10	1,284. 203.	
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached . . .			
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed . . . ►			
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid . . . ►			
11	Enter the amount of line 10 to be Credited to 2013 estimated tax ► 203. Refunded ► 11			

Part VII-A Statements Regarding Activities

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? . . .	Yes	No
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? . . .	X	
<i>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</i>			
1c	Did the foundation file Form 1120-POL for this year? . . .	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? . . . <i>If "Yes," attach a detailed description of the activities.</i>	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? <i>If "Yes," attach a conformed copy of the changes</i> . . .	X	
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . .	X	
b	If "Yes," has it filed a tax return on Form 990-T for this year? . . .	X	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . <i>If "Yes," attach the statement required by General Instruction T</i>	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? . . .	X	
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV</i>	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 <i>General Instruction G</i> ? <i>If "No," attach explanation</i> . . .	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)? <i>If "Yes," complete Part XIV</i> . . .	X	
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i> . . .	X	

Part VII-A Statements Regarding Activities (continued)

11		X
12		X
13	X	
Website address ► <u>N/A</u>		
14	Telephone no ► <u>(603) 634-7772</u>	
Located at ► <u>875 ELM STREET, MANCHESTER, NH</u> ZIP+4 ► <u>03101</u>		
15	and enter the amount of tax-exempt interest received or accrued during the year. ► <u>15</u>	
16	Yes	No
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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?		
Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>		
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?		
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
If "Yes," list the years ► <u> </u>		
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)		
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► <u> </u>		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012)		
3b N/A		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		
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))?		<input type="checkbox"/>	Yes	<input checked="" type="checkbox"/>	No		
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?		<input type="checkbox"/>	Yes	<input checked="" type="checkbox"/>	No		
(3) Provide a grant to an individual for travel, study, or other similar purposes?		<input type="checkbox"/>	Yes	<input checked="" type="checkbox"/>	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)		<input type="checkbox"/>	Yes	<input checked="" type="checkbox"/>	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?		<input type="checkbox"/>	Yes	<input checked="" type="checkbox"/>	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		<input type="checkbox"/>	Yes	<input type="checkbox"/>	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?	<input type="checkbox"/>	Yes	<input checked="" type="checkbox"/>	No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	<input type="checkbox"/>	Yes	<input checked="" type="checkbox"/>	No	6b X	
If "Yes" to 6b, file Form 8870							
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/>	Yes	<input checked="" type="checkbox"/>	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
CITIZENS BANK NA 875 ELM STREET, MANCHESTER, NH 03101	TRUSTEE 5	16,498.		- 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.

Organisations and other beneficiaries served, conferences convened, research papers produced, etc	
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.

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	
1 <u>NONE</u>	
2	
All other program-related investments See instructions	
3 <u>NONE</u>	
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 1,328,778.
b Average of monthly cash balances	1b 36,657.
c Fair market value of all other assets (see instructions)	1c NONE
d Total (add lines 1a, b, and c)	1d 1,365,435.
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 1,365,435.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4 20,482.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5 1,344,953.
6 Minimum investment return. Enter 5% of line 5	6 67,248.

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 67,248.
2a Tax on investment income for 2012 from Part VI, line 5	2a 1,081.
b Income tax for 2012. (This does not include the tax from Part VI.)	2b
c Add lines 2a and 2b	2c 1,081.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3 66,167.
4 Recoveries of amounts treated as qualifying distributions	4 NONE
5 Add lines 3 and 4	5 66,167.
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 66,167.

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 62,684.
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 62,684.
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 62,684.

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				66,167.
2 Undistributed income, if any, as of the end of 2012			53,189.	
a Enter amount for 2011 only		NONE		
b Total for prior years 20 10 ,20 20				
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 ► \$ 62,684.			53,189.	
a Applied to 2011, but not more than line 2a				
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				9,495.
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				56,672.
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)																																	
2a	<table border="1"> <thead> <tr> <th rowspan="2">Tax year</th> <th colspan="3">Prior 3 years</th> <th rowspan="2">(e) Total</th> </tr> <tr> <th>(a) 2012</th> <th>(b) 2011</th> <th>(c) 2010</th> <th>(d) 2009</th> </tr> </thead> <tbody> <tr> <td></td> <td></td> <td></td> <td></td> <td></td> </tr> </tbody> </table>					Tax year	Prior 3 years			(e) Total	(a) 2012	(b) 2011	(c) 2010	(d) 2009																									
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)(ii)																																						
(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 ► 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	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 ATTACHED STATEMENT	NONE	N/A	UNRESTRICTED GIFT OR AS SPECIFIED ON STMT	53,785.
Total			► 3a	53,785.
b Approved for future payment				
Total			► 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

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	34,115.	
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			18	28,009.	
8 Gain or (loss) from sales of assets other than inventory					
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)				62,124.	
13 Total. Add line 12, columns (b), (d), and (e)				13	62,124.

13 Total. Add line 12, columns (b), (d), and (e)
(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.)
	<p style="text-align: center;">NOT APPLICABLE</p>

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

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**

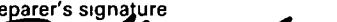
Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

Signature of officer or trustee

04/22/2013

► TAX OFFICER

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

GARY M. GOOLDITCH		Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
Paid Preparer Use Only	Print/Type preparer's name	04/22/2013		P00353001	
	JEFFREY E. KUHLIN			Firm's EIN ► 13-5565207	
	Firm's name ► KPMG LLP	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 & INTEREST	34,115.	34,555.
TOTAL	34,115.	34,555.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
ACCOUNTING FEES	575.		575.	
TOTALS	575.	NONE	NONE	575.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
2011 FEDERAL TAXES PAID	721.	
2012 FEDERAL TAXES PAID	1,284.	
FOREIGN TAXES PAID		329.
TOTALS	2,005.	329.

JOHN & MARGARET BRENNAN TRUST

02-6125090

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS
STATE FILING FEE	75.

TOTALS	CHARITABLE PURPOSES
75.	75.

JOHN & MARGARET BRENNAN TRUST

02-6125090

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS

DESCRIPTION
- - - - -

SEE ATTACHED SCHEDULE

TOTALS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
SEE ATTACHED SCHEDULE	105,906.	109,185.
TOTALS	105,906.	109,185.

JOHN & MARGARET BRENNAN TRUST

02-6125090

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION
- - - - -

SEE ATTACHED SCHEDULE

TOTALS

	ENDING BOOK VALUE	ENDING FMV
	- - - - -	- - - - -
	679,173.	826,930.
	- - - - -	- - - - -
	679,173.	826,930.
	- - - - -	- - - - -

JOHN & MARGARET BRENNAN TRUST

02-6125090

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION

SEE ATTACHED SCHEDULE

TOTALS

JOHN & MARGARET BRENNAN TRUST

02-6125090

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION
- - - - -
COST/
FMV
C OR F
- - - - -

SEE ATTACHED SCHEDULE

DESCRIPTION	COST/ FMV C OR F	ENDING BOOK VALUE	ENDING FMV
SEE ATTACHED SCHEDULE	C	372,021.	383,485.
TOTALS		372,021.	383,485.

**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

JOHN & MARGARET BRENNAN TRUST

Note: Form 5227 filers need to complete **only** Parts I and II.Employer identification number
02-6125090**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					1,108.
b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b				1b	-4,893.
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	-3,785.

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					5,273.
b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b				6b	26,528.
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	77.
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	31,878.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D (Form 1041) 2012

Part III Summary of Parts I and II		(1) Beneficiaries' (see instr.)	(2) Estate's or trust's	(3) Total
13	Net short-term gain or (loss)	13		-3,785.
14	Net long-term gain or (loss):			
a	Total for year	14a		31,878.
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		28,093.

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:	16	()
a	The loss on line 15, column (3) or b \$3,000		

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?			
	<input type="checkbox"/> Yes. Skip lines 25 and 26; go to line 27 and check the "No" box.			
	<input type="checkbox"/> 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?			
	<input type="checkbox"/> Yes. Skip lines 27 thru 30, go to line 31	<input type="checkbox"/> No. Enter the smaller of line 17 or line 22		
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)**

**Continuation Sheet for Schedule D
(Form 1041)**

OMB No 1545-0092

2012

Department of the Treasury
Internal Revenue Service

- 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.

Name of estate or trust

Employer identification number
02-6125090

JOHN & MARGARET BRENNAN TRUST

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

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b -4,893.00

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D-1 (Form 1041) 2012

JSA

2F1221 2 000

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side JOHN & MARGARET BRENNAN TRUST					Employer identification number 02-6125090
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 215. AT & T INC	03/28/2007	02/07/2012	6,393.00	7,667.00	-1,274.00
100. ABBOTT LABORATORIES	05/19/2005	08/09/2012	6,568.00	4,907.00	1,661.00
175. AETNA INC NEW	01/08/2010	04/30/2012	7,545.00	5,778.00	1,767.00
11. APPLE COMPUTER INC	04/21/2011	04/30/2012	6,515.00	3,794.00	2,721.00
130. BAKER HUGHES INC	02/27/2008	03/21/2012	5,844.00	7,133.00	-1,289.00
100. BECTON DICKINSON & CO	03/28/2007	01/09/2012	7,328.00	7,507.00	-179.00
290. CISCO SYSTEMS	11/22/2002	06/26/2012	4,876.00	4,298.00	578.00
175. DISNEY WALT CO	07/27/2009	11/09/2012	8,171.00	4,633.00	3,538.00
35000. FED HOME LN BK 11/15/12	03/17/2005	11/15/2012	35,000.00	34,908.00	92.00
25000. FED HOME LN BKS 6/08/12	07/11/2007	06/08/2012	25,000.00	25,079.00	-79.00
140. INTEL CORP.	07/10/2009	12/07/2012	2,802.00	2,251.00	551.00
250. ISHARES CORE S&P MID-	06/28/2007	08/30/2012	24,187.00	22,492.00	1,695.00
100. ISHARES S&P SMALLCAP INDEX	03/28/2007	08/30/2012	7,663.00	7,640.00	23.00
390. JABIL CIRCUIT INC	05/09/2011	09/28/2012	7,375.00	8,288.00	-913.00
50. JOHNSON & JOHNSON	09/27/2007	09/19/2012	3,435.00	3,281.00	154.00
180. MICROSOFT CORP	03/31/2003	12/07/2012	4,737.00	4,485.00	252.00
100. NORFOLK SOUTHERN CORP	05/27/2010	09/28/2012	6,361.00	5,600.00	761.00
230. ORACLE SYSTEMS CORP.	03/28/2007	01/10/2012	6,185.00	4,209.00	1,976.00
30. PANERA BREAD CO CL A	11/19/2009	02/07/2012	4,707.00	1,907.00	2,800.00
100. PFIZER INC	01/09/2009	09/19/2012	2,427.00	1,761.00	666.00
50. PHILLIPS 66	07/25/2008	05/03/2012	1,561.00	1,958.00	-397.00
50. PROCTER & GAMBLE COMP	12/02/1998	09/19/2012	3,467.00	2,154.00	1,313.00
170. STARBUCKS CORP	12/02/2009	04/30/2012	9,696.00	3,705.00	5,991.00
150. STRYKER CORP	03/18/2011	10/26/2012	7,817.00	8,913.00	-1,096.00
1925.64095 TEMPLETON INSTI FOREIGN	12/21/2004	08/30/2012	34,585.00	35,473.00	-888.00
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.

Employer identification number

02-6125090

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

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b 26,528.00

* INDICATES WASH SALE

Schedule D-1 (Form 1041) 2012

Citizens Bank

Investment Detail

3030007141 | JOHN & MARGARET BRENNAN TRUST

10-Apr-2013 7:37 AM 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	2.733%	\$37,084.11	\$37,084.11	\$0.00
Equities	69.000%	\$936,114.42	\$785,079.06	\$151,035.36
Fixed Income -Taxable	28.266%	\$383,485.16	\$372,020.61	\$11,464.55
Totals		\$1,356,683.69	\$1,194,183.78	\$162,499.91

DETAIL

Asset Name	Current Allocation	Date Priced	Market Value	Total Cost	Unrealized Gain/Loss
Cash & Cash Equivalents: 2.733%					
RBS CITIZENS NA CASH SWEEP ACCOUNT	2.733%	31-Dec-2012	\$37,084.11	\$37,084.11	\$0.00
Subtotal	2.733%		\$37,084.11	\$37,084.11	\$0.00
Equities: 69.000%					
ABBOTT LABORATORIES	0.483%	31-Dec-2012	\$6,550.00	\$5,157.09	\$1,392.91
ACTUANT CORP	0.463%	31-Dec-2012	\$6,279.75	\$6,605.68	(\$325.93)
AFFILIATED MANAGERS GROUP INC	0.940%	31-Dec-2012	\$12,754.70	\$8,198.06	\$4,556.64
AMETEK INC	0.665%	31-Dec-2012	\$9,016.80	\$6,910.45	\$2,106.35
AMGEN INC	0.731%	31-Dec-2012	\$9,913.00	\$8,222.98	\$1,690.02
ANADARKO PETE CORP	0.411%	31-Dec-2012	\$5,573.25	\$6,155.45	(\$582.20)
APARTMENT INVT & MGMT CO	0.379%	31-Dec-2012	\$5,141.40	\$5,066.03	\$75.37
APPLE COMPUTER INC	1.530%	31-Dec-2012	\$20,754.75	\$9,088.33	\$11,666.42
AT & T INC	0.646%	31-Dec-2012	\$8,764.60	\$9,213.25	(\$448.65)
BANK OF AMERICA CORPORATION	0.535%	31-Dec-2012	\$7,256.25	\$6,671.56	\$584.69
BB&T CORP	0.654%	31-Dec-2012	\$8,878.55	\$7,090.34	\$1,788.21
BOEING CO	0.833%	31-Dec-2012	\$11,304.00	\$8,529.43	\$2,774.57
CAPITAL ONE FINL CORP	0.683%	31-Dec-2012	\$9,268.80	\$6,921.96	\$2,346.84
CHEVRON CORP	1.634%	31-Dec-2012	\$22,168.70	\$13,217.82	\$8,950.88
CHUBB CORP	0.833%	31-Dec-2012	\$11,298.00	\$9,251.48	\$2,046.52
CIGNA	0.630%	31-Dec-2012	\$8,553.60	\$6,204.11	\$2,349.49
CINTAS CORPORATION	0.497%	31-Dec-2012	\$6,748.50	\$6,867.38	(\$118.88)
CITIGROUP INC	1.076%	31-Dec-2012	\$14,597.64	\$13,199.40	\$1,398.24
COCA-COLA CO	1.176%	31-Dec-2012	\$15,950.00	\$11,755.35	\$4,194.65
COLGATE-	0.578%	31-Dec-2012	\$7,840.50	\$6,282.21	\$1,558.29

Asset Name	Current Allocation	Date Priced	Market Value	Total Cost	Unrealized Gain/Loss
PALMOLIVE CO					
COLUMBIA ACORN FUND CL Z #492	2.610%	31-Dec-2012	\$35,408.36	\$32,730.78	\$2,677.58
CONOCOPHILLIPS	0.791%	31-Dec-2012	\$10,728.15	\$10,824.85	(\$96.70)
CVS/CAREMARK CORPORATION	0.624%	31-Dec-2012	\$8,461.25	\$6,326.44	\$2,134.81
E M C CORP MASS	0.988%	31-Dec-2012	\$13,409.00	\$6,530.45	\$6,878.55
EBAY INC	0.733%	31-Dec-2012	\$9,944.55	\$8,070.33	\$1,874.22
EDISON INTERNATIONAL	0.566%	31-Dec-2012	\$7,682.30	\$6,369.81	\$1,312.49
EXXON MOBIL CORP	1.659%	31-Dec-2012	\$22,503.00	\$14,120.09	\$8,382.91
GENERAL ELECTRIC CO	1.207%	31-Dec-2012	\$16,372.20	\$14,162.64	\$2,209.56
GOOGLE INC	1.043%	31-Dec-2012	\$14,147.60	\$11,451.31	\$2,696.29
HANESBRANDS INC	0.647%	31-Dec-2012	\$8,775.90	\$8,249.98	\$525.92
HERSHEY COMPANY	0.532%	31-Dec-2012	\$7,222.00	\$3,544.35	\$3,677.65
INTEL CORP	0.547%	31-Dec-2012	\$7,423.20	\$5,788.19	\$1,635.01
INTERNATIONAL BUSINESS MACHINES	1.059%	31-Dec-2012	\$14,366.25	\$5,848.13	\$8,518.12
ISHARES CORE S&P MID-CAP ETF	4.498%	31-Dec-2012	\$61,020.00	\$53,911.42	\$7,108.58
ISHARES DJ US OIL EQUIP & SVCS	0.808%	31-Dec-2012	\$10,967.15	\$11,716.63	(\$749.48)
ISHARES MSCI EMERGING MKTS	3.596%	31-Dec-2012	\$48,785.00	\$46,429.89	\$2,355.11
ISHARES S&P SMALLCAP 600 VALUE INDEX	2.982%	31-Dec-2012	\$40,455.00	\$35,580.92	\$4,874.08
ISHARES TR NASDAQ BIO INDX	0.607%	31-Dec-2012	\$8,233.20	\$7,705.57	\$527.63
JOHNSON & JOHNSON	0.568%	31-Dec-2012	\$7,711.00	\$7,300.46	\$410.54
JPMORGAN CHASE & CO	0.681%	31-Dec-2012	\$9,233.51	\$7,723.00	\$1,510.51
LOWES COMPANIES INC	0.929%	31-Dec-2012	\$12,609.60	\$8,858.40	\$3,751.20
MARRIOTT INT'L INC NEW CLASS A	0.481%	31-Dec-2012	\$6,522.25	\$6,307.23	\$215.02
MCGRAW-HILL, INC	0.564%	31-Dec-2012	\$7,653.80	\$6,563.54	\$1,090.26
MERCK & CO INC NEW	0.890%	31-Dec-2012	\$12,077.30	\$10,442.68	\$1,634.62
MICROSOFT CORP	0.945%	31-Dec-2012	\$12,820.66	\$13,202.25	(\$381.59)
MONSANTO CO NEW	0.907%	31-Dec-2012	\$12,304.50	\$9,332.74	\$2,971.76
MOTOROLA SOLUTIONS INC	0.759%	31-Dec-2012	\$10,300.80	\$9,379.06	\$921.74
NEXTERA ENERGY INC COM	0.637%	31-Dec-2012	\$8,648.75	\$7,471.88	\$1,176.87
NORDSTROM INC	0.690%	31-Dec-2012	\$9,362.50	\$6,730.32	\$2,632.18
ORACLE SYSTEMS CORP	0.798%	31-Dec-2012	\$10,829.00	\$7,387.30	\$3,441.70
PANERA BREAD CO CL A	0.585%	31-Dec-2012	\$7,941.50	\$3,177.81	\$4,763.69
PEPSICO INC	0.681%	31-Dec-2012	\$9,238.05	\$5,822.55	\$3,415.50
PFIZER INC	0.832%	31-Dec-2012	\$11,285.69	\$8,253.65	\$3,032.04
PNC FINANCIAL	0.774%	31-Dec-2012	\$10,495.80	\$10,140.53	\$355.27

Asset Name	Current Allocation	Date Priced	Market Value	Total Cost	Unrealized Gain/Loss
SERVICES GROUP					
PROCTER & GAMBLE CO	0.626%	31-Dec-2012	\$8,486.25	\$6,848.18	\$1,638.07
QUALCOMM CORP	0.684%	31-Dec-2012	\$9,278.94	\$8,833.92	\$445.02
QUANTA SVCS INC	0.503%	31-Dec-2012	\$6,822.50	\$6,617.58	\$204.92
SCHLUMBERGER LTD	0.434%	31-Dec-2012	\$5,890.38	\$8,009.21	(\$2,118.83)
SELECT SEC SPDR MATLS	1.433%	31-Dec-2012	\$19,445.72	\$13,289.05	\$6,156.67
SELECT SECTOR SPDR TECHNOLOGY	1.063%	31-Dec-2012	\$14,425.00	\$11,619.05	\$2,805.95
SUNTRUST BANKS INC	0.508%	31-Dec-2012	\$6,889.05	\$7,050.28	(\$161.23)
TEMPLETON INSTITUTIONAL FOREIGN	4.955%	31-Dec-2012	\$67,225.47	\$79,504.21	(\$12,278.74)
THERMO FISHER SCIENTIFIC INC	0.611%	31-Dec-2012	\$8,291.40	\$7,950.40	\$341.00
TJX COMPANIES NEW	0.626%	31-Dec-2012	\$8,490.00	\$5,774.32	\$2,715.68
UNITED TECHNOLOGIES CORP	0.635%	31-Dec-2012	\$8,611.05	\$7,295.33	\$1,315.72
VERIZON COMMUNICATIONS	0.478%	31-Dec-2012	\$6,490.50	\$5,320.55	\$1,169.95
VISA INC	0.950%	31-Dec-2012	\$12,884.30	\$7,480.14	\$5,404.16
WAL-MART STORES	0.880%	31-Dec-2012	\$11,940.25	\$9,533.23	\$2,407.02
WASTE MGMT INC DEL	0.497%	31-Dec-2012	\$6,748.00	\$5,367.46	\$1,380.54
WELLS FARGO & CO NEW	1.008%	31-Dec-2012	\$13,672.00	\$11,027.96	\$2,644.04
YUM BRANDS INC	0.514%	31-Dec-2012	\$6,972.00	\$5,494.65	\$1,477.35
Subtotal	69.000%		\$936,114.42	\$785,079.06	\$151,035.36
Fixed Income - Taxable: 28.266%					
FED FARM CR BK 4 750% 12/12/13	2.691%	31-Dec-2012	\$36,508.50	\$35,171.50	\$1,337.00
FED HOME LN BK 5 250% 6/18/14	1.978%	31-Dec-2012	\$26,839.25	\$25,057.75	\$1,781.50
METROPOLITAN WEST HIGH YD BD I #514	1.563%	31-Dec-2012	\$21,198.26	\$20,220.56	\$977.70
TEMPLETON GLOBAL BOND ADVISOR #616	1.816%	31-Dec-2012	\$24,638.59	\$25,455.99	(\$817.40)
VANGUARD ADMIRAL FIXED STCORP #539	1.117%	31-Dec-2012	\$15,157.86	\$15,046.39	\$111.47
VANGUARD ADMIRAL GNMA FD #536	9.128%	31-Dec-2012	\$123,842.50	\$120,716.30	\$3,126.20
VANGUARD ADMIRAL INTER TERM FD#571	0.779%	31-Dec-2012	\$10,572.18	\$10,328.71	\$243.47
VANGUARD INFL-PROTD SEC ADMIN #5119	1.500%	31-Dec-2012	\$20,354.50	\$16,781.72	\$3,572.78
VANGUARD INTER TERM BD IDX SS #1350	7.693%	31-Dec-2012	\$104,373.52	\$103,241.69	\$1,131.83
Subtotal	28.266%		\$383,485.16	\$372,020.61	\$11,464.55

149 BENEFICIARY DISTRIBUTIONS
SEE ATTACHED STATEMENT - 11-1111111

05/01/12 CASH DISBURSEMENT -50.00 -50.00 1205000006
DIST TO/FOR BENEFICIARY
MASS FOR BRENNAN, GILLIGAN, HERLIHY FAMILIES
FOR: 11-1111111
PAID TO: 04-2106352
ST PATRICK CHURCH
ATTN: JAMES E. TAGGART, PASTOR
282 SUFFOLK STREET
LOWELL, MA 01854-4297
TR TRAN#=ZY000012000220 TR CD=307 REG= PORT=INC

05/01/12 CASH DISBURSEMENT -50.00 -50.00 1205000006
DIST TO/FOR BENEFICIARY
MASS FOR BRENNAN, GILLIGAN, HERLIHY FAMILIES
FOR: 11-1111111
PAID TO: 04-2106352
ST PATRICK CHURCH
ATTN: JAMES E. TAGGART, PASTOR
282 SUFFOLK STREET
LOWELL, MA 01854-4297
TR TRAN#=ZY000012000220 TR CD=307 REG= PORT=INC

12/27/12 CASH DISBURSEMENT -7676.38 -7676.38 1212000080
DIST TO/FOR BENEFICIARY
DISTRIBUTION TO BENEFICIARY
FOR: 11-1111111
PAID TO: NONE13
SOCIETY FOR PROPAGATION OF FAITH
REVEREND RODNEY J COPP
ARCHDIOCESAN DIRECTOR
66 BROOKS DR
TR TRAN#=CS000477000001 TR CD=307 REG= PORT=INC

12/27/12 CASH DISBURSEMENT -7676.38 -7676.38 1212000081
DIST TO/FOR BENEFICIARY
DISTRIBUTION TO BENEFICIARY
FOR: 11-1111111
PAID TO: NONE16
NEW HAMPSHIRE CATHOLIC CHARITIES
ATTN: THOMAS BLONSKI, PRESIDENT
215 MYRTLE STREET
MANCHESTER, NH 03104
TR TRAN#=CS000477000002 TR CD=307 REG= PORT=INC

12/27/12 CASH DISBURSEMENT -7676.38 -7676.38 1212000082
DIST TO/FOR BENEFICIARY
DISTRIBUTION TO BENEFICIARY
FOR: 11-1111111
PAID TO: NONE10
INTERNATIONAL RESCUE COMMITTEE
ATTN: ERIC BEBERNITZ
PLANNED GIVING UNIT
122 EAST 42ND STREET
TR TRAN#=CS000477000003 TR CD=307 REG= PORT=INC

12/27/12 CASH DISBURSEMENT -7676.38 -7676.38 1212000083
DIST TO/FOR BENEFICIARY
DISTRIBUTION TO BENEFICIARY
FOR: 11-1111111
PAID TO: NONE15
NEW HORIZONS FOR NEW HAMPSHIRE, INC.
ATTN: MICHAEL TESSIER
P.O. BOX 691
MANCHESTER, NH 03105
TR TRAN#=CS000477000004 TR CD=307 REG= PORT=INC

12/27/12 CASH DISBURSEMENT -7676.38 -7676.38 1212000084
DIST TO/FOR BENEFICIARY
DISTRIBUTION TO BENEFICIARY
FOR: 11-1111111
PAID TO: NONE14
SALVATION ARMY
ATTN: MR. RICHARD D. ALLEN

ACCT 9056 3030007141
PREP 12 ADMN:90 INV 167

RBS CITIZENS, N A.
TAX TRANSACTION DETAIL

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RUN 04/22/2013
08:28:39 AM

TAX CODE/DATE	TRANSACTIONS	TAXABLE	INCOME	PRINCIPAL	EDIT NUMBER
149 BENEFICIARY DISTRIBUTIONS (CONTINUED) SEE ATTACHED STATEMENT - 11-1111111 (CONTINUED)					
ASSISTANT CORPORATE SECRETARY 440 WEST NYACK ROAD					
TR TRAN#	=CS000477000005	TR CD=307	REG=	PORT=INC	
12/27/12	CASH DISBURSEMENT DIST TO/FOR BENEFICIARY DISTRIBUTION TO BENEFICIARY FOR: 11-1111111 PAID TO: NONE12		-7676.38	-7676.38	1212000085 BENE DISTRIBUTION WITH NO SSN **CHANGED** 04/15/13 CMD
COVENANT HOUSE ATTN: BRANDY ZAHNER 460 WEST 41ST STREET NEW YORK, NY 10036					
TR TRAN#	=CS000477000006	TR CD=307	REG=	PORT=INC	
12/27/12	CASH DISBURSEMENT DIST TO/FOR BENEFICIARY DISTRIBUTION TO BENEFICIARY FOR: 11-1111111 PAID TO: NONE11		-7676.38	-7676.38	1212000086 BENE DISTRIBUTION WITH NO SSN **CHANGED** 04/15/13 CMD
CARE ATTN: REBECCA PENAR, PARALEGAL CARE USA 151 ELLIS ST, NE					
TR TRAN#	=CS000477000007	TR CD=307	REG=	PORT=INC	
TOTAL CODE 149 - BENEFICIARY DISTRIBUTIONS					
			-53784 66	-53784 66	0 00