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Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation**
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

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

OMB No 1545-0052

2012

Open to Public Inspection

For calendar year 2012 or tax year beginning , 2012, and ending , 20

Name of foundation JOHN & MARGARET BRENNAN TRUST . 3030007141		A Employer identification number 02-6125090
Number and street (or P O box number if mail is not delivered to street address)	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 <input type="checkbox"/>
G Check all that apply:	<input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input checked="" type="checkbox"/> Address change	<input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 1,356,684.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)	E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

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					
10 a 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	
16 a Legal fees (attach schedule)					
b Accounting fees (attach schedule) STMT 2		575.	NONE	NONE	575.
c Other professional fees (attach schedule)					
17 Interest					
18 Taxes (attach schedule) (see instructions) STMT 3		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) STMT 4		75.			75.
24 Total operating and administrative expenses. Add lines 13 through 23		19,153.	8,578.	NONE	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.	NONE	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	

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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	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	9,717.	37,084.	37,084.
	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 ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U S and state government obligations (attach schedule)	120,217.	105,906.	109,185.
	b	Investments - corporate stock (attach schedule)	807,516.	679,173.	826,930.
	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)	267,543.	372,021.	383,485.
	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)	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
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here 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.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1a 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)			2	28,093.	
{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7					
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):			3		
If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8					

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 Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	1,081.
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	1,081.
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	1,081.
6 Credits/Payments:			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	1,284.	
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	1,284.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	203.	
11 Enter the amount of line 10 to be Credited to 2013 estimated tax <input type="checkbox"/> 203. Refunded <input type="checkbox"/>	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?		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		X
c 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 <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		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		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?	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		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? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> NH		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	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		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address <u>N/A</u>				
14	The books are in care of <u>RBS CITIZENS NA</u> Telephone no <u>(603) 634-7772</u> Located at <u>875 ELM STREET, MANCHESTER, NH</u> ZIP+4 <u>03101</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year <u>15</u>			
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	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 <u></u>				

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? <input type="checkbox"/>	1b	X
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? <input type="checkbox"/>	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years <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) <input type="checkbox"/>	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. <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) <input type="checkbox"/>	3b	N/A
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? <input type="checkbox"/>	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? <input type="checkbox"/>	4b	X

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

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (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? ☐ 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? ☐ Yes ☒ 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? ☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No

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 ☐

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services** (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	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes.		
a	Average monthly fair market value of securities	1a	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				
a Enter amount for 2011 only			53,189.	
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: ► \$ 62,684.				
a Applied to 2011, but not more than line 2a			53,189.	
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 Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

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

Part 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**

<div>Recipient</div> <div>Name and address (home or business)</div>	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 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	

[illegible]

13 Total. Add line 12, columns (b), (d), and (e) **13** 62,124.
(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

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.
	=====	=====

FORM 990PF, PART I - OTHER EXPENSES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----
----------------------	--

CHARITABLE PURPOSES -----

STATE FILING FEE

75.

75.

TOTALS

75.
=====

75.
=====

JOHN & MARGARET BRENNAN TRUST

02-6125090

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

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 -----	ENDING BOOK VALUE -----	ENDING FMV ---
SEE ATTACHED SCHEDULE	679,173.	826,930.
	-----	-----
TOTALS	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 -----	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

Employer identification number

02-6125090

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					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**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		-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: 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? <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	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 (Form 1041) 2012

Department of the Treasury
Internal Revenue Service

▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

OMB No. 1545-0092

2012

► Information about Schedule D (Form 1041) and its separate instructions is at www.irs.gov/form1041

Name of estate or trust

Employer identification number

JOHN & MARGARET BRENNAN TRUST

02-6125090

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

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28 -

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

JOHN & MARGARET BRENNAN TRUST

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 COMPA	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

Schedule D-1 (Form 1041) 2012

Employer identification number

02-6125090

[illegible]

* 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 N A 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 INTL' 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 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	-50.00	-50.00 BENE DISTRIBUTION WITH NO SSN **CHANGED** 04/15/13 CMD	1205000006
12/27/12	CASH DISBURSEMENT 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	-7676.38	-7676.38 BENE DISTRIBUTION WITH NO SSN **CHANGED** 04/15/13 CMD	1212000080
12/27/12	CASH DISBURSEMENT 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	-7676.38	-7676.38 BENE DISTRIBUTION WITH NO SSN **CHANGED** 04/15/13 CMD	1212000081
12/27/12	CASH DISBURSEMENT 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	-7676.38	-7676.38 BENE DISTRIBUTION WITH NO SSN **CHANGED** 04/15/13 CMD	1212000082
12/27/12	CASH DISBURSEMENT 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	-7676.38	-7676.38 BENE DISTRIBUTION WITH NO SSN **CHANGED** 04/15/13 CMD	1212000083
12/27/12	CASH DISBURSEMENT DIST TO/FOR BENEFICIARY DISTRIBUTION TO BENEFICIARY FOR: 11-1111111 PAID TO: NONE14 SALVATION ARMY ATTN: MR. RICHARD D. ALLEN	-7676.38	-7676.38 BENE DISTRIBUTION WITH NO SSN **CHANGED** 04/15/13 CMD	1212000084

ACCT 9056 3030007141
PREP 12 ADMN:90 INV 167

RBS CITIZENS, N A.
TAX TRANSACTION DETAIL

PAGE 26
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 -7676.38 -7676.38 1212000085
DIST TO/FOR BENEFICIARY BENE DISTRIBUTION WITH NO SSN
DISTRIBUTION TO BENEFICIARY **CHANGED** 04/15/13 CMD
FOR: 11-1111111

PAID TO: NONE12

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 -7676.38 -7676.38 1212000086
DIST TO/FOR BENEFICIARY BENE DISTRIBUTION WITH NO SSN
DISTRIBUTION TO BENEFICIARY **CHANGED** 04/15/13 CMD
FOR: 11-1111111

PAID TO: NONE11

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

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