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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.

2012

For calendar year 2012 or tax year beginning and ending Name of foundation A Employer identification number 04-6023790 THE ALBERT J. GIFFORD CHARITABLE TRUST Number and street (or P O box number if mail is not delivered to street address) Room/suite B Telephone number 12TH FLOOR (508)459-8000 370 MAIN STREET, City or town, state, and ZIP code C If exemption application is pending, check here 01608-1779 WORCESTER, MA Initial return Check all that apply: Initial return of a former public charity D 1 Foreign organizations, check here Final return Amended return Foreign organizations meeting the 85% test, check here and attach computation Address change Name change X Section 501(c)(3) exempt private foundation H Check type of organization: E If private foundation status was terminated Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation under section 507(b)(1)(A), check here Fair market value of all assets at end of year | J | Accounting method: X Cash Accrual VELOPE → VERK DATE → VERK DAT If the foundation is in a 60-month termination (from Part II, col. (c), line 16 Other (specify) under section 507(b)(1)(B), check here 2,107,198. (Part I, column (d) must be on cash basis) Part I Analysis of Revenue and Expenses (d) Disbursements for charitable purposes (a) Revenue and (b) Net investment (c) Adjusted net (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a)) expenses per books income ıncome (cash basis only) N/A Contributions, gifts, grants, etc., received Check X If the foundation is not required to attach Sch. B Interest on savings and temporary cash investments 5 STATEMENT-58,077 55,050 Dividends and interest from securities ${ t STATEMENT}^*$ 5a Gross rents b Net rental income or (loss) 94,342 33 11, 8'2.88 复数流氓 2.83 6a Net gain or (loss) from sale of assets not on line 10 b Gross sales price for all assets on line 6a A. 3. 3. 1. **** 201,605. 94,342 Capital gain net income (from Part IV, line 2) Net short-term capital gain Income modifications 10a Gross sales less returns and allowances 74 15 152 2 ٧,, b Less Cost of goods sold c Gross profit or (loss) 11 Other income 82 799 STATEMENT 152,506 150,191 Total. Add lines 1 through 11 5,000. 2,500 2,500. Compensation of officers, directors, trustees, etc 14 Other employee salaries and wages 15 Pension plans, employee benefits NOV 2 7 Expenses 16a Legal fees 18,000. 9,000 9,000. STMT 4 **b** Accounting fees c Other professional fees STMT 5 1,932. 966. 966. 17 Interest 3,060 18 Taxes STMT 6 0. Depreciation and depletion 20 Occupancy 21 Travel, conferences, and meetings 22 Printing and publications STMT 7 1,051 946 105. 23 Other expenses 24 Total operating and administrative 12,571. 29,043. 13,412 expenses Add lines 13 through 23 110,071 110,071. 25 Contributions, gifts, grants paid 26 Total expenses and disbursements 139,114 Add lines 24 and 25 13,412 122,642. 27 Subtract line 26 from line 12: 13,392 8. Excess of revenue over expenses and disbursements 136,779 b Net investment income (if negative, enter -0-) c Adjusted net income (if negative, enter -0-) N/A

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Form **990-PF** (2012)

Fo	rm 99	90-PF (2012) THE ALBERT J. GIFFORD C		ST 04	-6023790 Page 2
F	art	Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year		of year
<u>-</u>			(a) Book Value	(b) Book Value	(c) Fair Market Value
	1	Cash - non-interest-bearing	22 011	27 004	27 004
	1	Savings and temporary cash investments Accounts receivable ►	23,811.		
	3	Less: allowance for doubtful accounts	James 1777 Jaka Star	. Tar 1	1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1
		Pledges receivable	Balling Makada a Jas	3 1	2 1 2 1 2 1 2 1 2 1 2 1 2 1 2 1 2 1 2 1
	"	Less; allowance for doubtful accounts			4
	5	Grants receivable			<u> </u>
	6	Receivables due from officers, directors, trustees, and other	·		
	ľ	disqualified persons	•		
	7	Other notes and loans receivable	FRANK SEE TO STORE	4 1 2 / , /	
	′	Less: allowance for doubtful accounts	() () () () () () () () () ()	(S = 20 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1
s	8	Inventories for sale or use			
Assets		Prepaid expenses and deferred charges			
As	1	Investments - U.S. and state government obligations STMT 9	279,617.	260,542.	397,297.
	1	Investments - corporate stock STMT 10		1,227,909	1,671,917.
	1	Investments - corporate bonds	1,210,037.		1,0/1,91/-
	i	Investments - land, buildings, and equipment, basis	. ,		-,
	' '	Less accumulated depreciation	and policial and a second a second and a second a second and a second		
	12	Investments - mortgage loans			
	13	Investments - other	·		
	14	Land, buildings, and equipment basis ▶	· \$ · · · ·		
		Less accumulated depreciation	C 1 C 527, 465, 54		
	15	Other assets (describe ▶			
	16	Total assets (to be completed by all filers)	1,520,285.	1,526,435.	2,107,198.
	17	Accounts payable and accrued expenses			
	18	Grants payable	44,000.		プラーというがいた
S	19	Deferred revenue			
Liabilities	20	Loans from officers, directors, trustees, and other disqualified persons] · • • • • • • • • • • • • • • • • • •
japi		Mortgages and other notes payable			
_	22	Other liabilities (describe 🕨)]
	23	Total liabilities (add lines 17 through 22)	44,000.	0.	
		Foundations that follow SFAS 117, check here			, ,
Ø		and complete lines 24 through 26 and lines 30 and 31.			
nce	24	Unrestricted			,
aga	25	Temporarily restricted			_ {
а В	26	Permanently restricted			,
Ë		Foundations that do not follow SFAS 117, check here			`.
Net Assets or Fund Balances	07	and complete lines 27 through 31.	1 620 762	1 620 762	
ets		Capital stock, trust principal, or current funds	1,639,763.	1,639,763.	
ASS	28 29	Paid-in or capital surplus, or land, bldg., and equipment fund Retained earnings, accumulated income, endowment, or other funds	<163,478.	0. > <113,328.	-[
et/	1	Total net assets or fund balances	1,476,285.	$\frac{2113,326.}{1,526,435.}$	
Z	30	Total liet assets of fully valances	1,470,203.	1,320,433.	
	31	Total liabilities and net assets/fund balances	1,520,285.	1,526,435.	,
_				1,520,455.	<u> </u>
P	art i	Analysis of Changes in Net Assets or Fund B	alances		
1	Total	net assets or fund balances at beginning of year - Part II, column (a), line	30		
	(mus	t agree with end-of-year figure reported on prior year's return)		1	1,476,285.
		amount from Part I, line 27a		2	13,392.
3	Other	increases not included in line 2 (itemize) CHANGE IN G	RANTS PAYABLE	3	44,000.
4	Add I	ines 1, 2, and 3		4	1,533,677.
5	Decre	eases not included in line 2 (itemize)	SEE STA	ATEMENT 8 5	7,242.
6	Total	net assets or fund balances at end of year (line 4 minus line 5) - Part II, co	olumn (b), line 30	6	1,526,435.
					Form 990-PF (2012)

	ALBERT J. GIF			TRI	JST	0	4-6023	3790	Page 3
	and Losses for Tax on tribe the kind(s) of property sold (r income	(b) H	low acquired	(n) Data	acquired	(d) Dat	e sold
2-story brick wa	arehouse; or common stock, 200	shs. MLC Co.)) P	low acquired - Purchase - Donation		day, yr.)	(mo., d	
1a									
b SEE ATTACHED	STATEMENT			ļ					
d d							+	 	
e .					-				
(e) Gross sales price	(f) Depreciation allowed		st or other basis				ain or (loss)		
	(or allowable)	plus 6	expense of sale			(e) plu	s (f) minus (g	1)	
<u>a</u> .	<u> </u>								
b c		-		\dashv					
d							·		
e 201,605.			112,79	2.				94	,342.
Complete only for assets showing	ng gain in column (h) and owned						Col. (h) gain n		
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	1 1	cess of col. (1) col. (j), if any		COI.		not less than (from col. (h		
a									
<u>b</u>									
d d				-					
e								94	,342.
	∫ If gain, also er	nter in Part I, line	7	٦					
2 Capital gain net income or (net ca		-0- in Part I, line		外	2			94	<u>,342.</u>
3 Net short-term capital gain or (los		and (6):		٦					
If gain, also enter in Part I, line 8, If (loss), enter -0- in Part I, line 8	column (c).				3		N/A		
Part V Qualification U	Inder Section 4940(e) f	or Reduced	Tax on Net	Inve	estment Inco	me	14/11	-	
(For optional use by domestic private	e foundations subject to the section	on 4940(a) tax on	net investment inc	come.	.)				
If section 4940(d)(2) applies, leave th	his part blank.								
Was the foundation liable for the sect		amount of any ve	ar in the bace per	1043			ſ		X No
If "Yes," the foundation does not qual			•	iour			L	1 165	LAL INU
1 Enter the appropriate amount in e				ntries.					
(a) Base period years	(b)	distributions	Mot value of per	(c)	table use secoto) Distribu	d) tion ratio	
Calendar year (or tax year beginnir			Net value of not		table-use assets	+	(col. (b) divid		
<u>2011</u> 2010		.12,578. .09,477.			146,725. 880,958				52442 58203
2009		00,818.			578,214				53881
2008	1	01,000.	-	2,	090,787				18307
2007	1	20,075.		2,	610,150	-		.04	<u> 46003</u>
2 Total of line 1, column (d)						2		21	58836
3 Average distribution ratio for the 5	5-vear base period - divide the tot	al on line 2 by 5.	or by the number (of vea	rs		•	. 4	20020
the foundation has been in exister	•	a. o 2 0, 0,	or by monomical	0. ,00		3		.0!	53767
4 Enter the net value of noncharitab	ole-use assets for 2012 from Part	X, line 5				4	2	,159	,308.
5 Multiply line 4 by line 3	5 Multiply line 4 by line 3								,100.
6 Enter 1% of net investment incom	ne (1% of Part I. line 27h)					6			368.
	, <u> , 2. 0,</u>						-		
7 Add lines 5 and 6						7		_	,468.
8 Enter qualifying distributions from						8		122	642.
If line 8 is equal to or greater than See the Part VI instructions.	line 7, check the box in Part VI, li	ine 1b, and comp	lete that part using	g a 1%	tax rate.				
223521 12-05-12							For	m 990-F	PF (2012)

	nt VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4		5023			Page 4			
_		940	- See i	nsu	1CHO	nsj			
1a	Exempt operating foundations described in section 4940(d)(2), check here \[\bigstyle		14.00	1/4	997. 30 m				
	Date of ruling or determination letter: (attach copy of letter if necessary-see instructions)	175.00		3 62		77.47			
t	Domestic foundations that meet the section 4940(e) requirements in Part V, check here 🕨 🔀 and enter 1%	1	2.8		<u> 1,3</u>	868.			
	of Part I, line 27b		7			13 115			
	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		500	' '	; y '				
	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2			4 3	<u> </u>			
3	Add lines 1 and 2	_3	├		1,3	<u>868.</u> 0.			
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-	5	4184		1,3	68.			
6	·		1	, .	33. 24 83. 24	3			
	2012 estimated tax payments and 2011 overpayment credited to 2012 6a 1,566.				`%' ` -	. 4			
	Exempt foreign organizations - tax withheld at source		1 / 1 / 1 / 1 / 1 / 1 / 1 / 1 / 1 / 1 /	. * 3					
	Tax paid with application for extension of time to file (Form 8868) 6c 1,500.	, 2	435 mm	1 84					
	Backup withholding erroneously withheld 6d	- 1	· · ·		·	× ×			
	Total credits and payments. Add lines 6a through 6d	7			3,0	66.			
8	Enter any penalty for underpayment of estimated tax. Check here X 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			1 (
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	 		Ι, δ	98.			
	Enter the amount of line 10 to be: Credited to 2013 estimated tax 1,698. Refunded	11	<u></u>			0.			
	art VII-A Statements Regarding Activities			I v r	Voc	No			
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene	ın			Yes	+			
	any political campaign?			1a 1b		X			
0	b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?								
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published	ea or		5 4 x 3	30 A.				
_	distributed by the foundation in connection with the activities.				<u>ث</u> ـــُ	1			
	Did the foundation file Form 1120-POL for this year?			1c		X			
0	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:			, 's.'	,	5			
_	(1) On the foundation. ► \$ 0. (2) On foundation managers. ► \$ 0.					2 1			
е	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation			ĺ					
•	managers. ► \$			2	-	نہ			
2	If "Yes," attach a detailed description of the activities.				,	X			
2	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, c	r				- 1			
J	bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	1		3	٠.	X			
42	Did the foundation have unrelated business gross income of \$1,000 or more during the year?			4a		X			
	If "Yes," has it filed a tax return on Form 990-T for this year?	N	/A	4b					
	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	74	,	5		X			
•	If "Yes," attach the statement required by General Instruction T.			<u> </u>					
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:					1			
-	By language in the governing instrument, or								
	By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state	law							
	remain in the governing instrument?			6	X				
7	Did the foundation have at least \$5,000 in assets at any time during the year?			7	X				
	If "Yes," complete Part II, col. (c), and Part XV.								
8a	Enter the states to which the foundation reports or with which it is registered (see instructions)								
	MA				-				
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			85	х	1			
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									
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses			10		X			
					-				

	1990-PF (2012) THE ALBERT J. GIFFORD CHARITABLE TRUST 04-602	<u>3790</u>		Page 5
Pa	art 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?	İ		
	If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
	Website address ► N/A			
14	The books are in care of ► FLETCHER TILTON PC Telephone no. ► (508)	1 59-	800	0
	Located at ▶ 370 MAIN STREET 12TH FLOOR, WORCESTER, MA ZIP+4 ▶0	1608		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here			
	and enter the amount of tax-exempt interest received or accrued during the year	N	/A	
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank,		Yes	No
	securities, or other financial account in a foreign country?	16	i	X
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign	~	,,	1
	country >	37.7	-15-	
Pa	art VII-B Statements Regarding Activities for Which Form 4720 May Be Required			<u> </u>
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.	٠,	Yes	No
19	During the year did the foundation (either directly or indirectly):	27		27
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? Yes X No	12	٠,	18
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from)	704 1	, ,	1.25
	a disqualified person?	1		1 1
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	ı.		1
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? X Yes - No	(4.X)		13,733
			7.25	
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? Yes X No	23		1.0
		2.50		* * *
	(6) Agree to pay money or property to a government official? (Exception Check 'No'	> x ***		, ,
	If the foundation agreed to make a grant to or to employ the official for a period after	rsego *	2	320
	termination of government service, if terminating within 90 days.)	1.000		4
b	of fany answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations	\L'\!		_ <u>_</u>
	section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		X
	Organizations relying on a current notice regarding disaster assistance check here	3		
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	(#-	1	12.7%
	before the first day of the tax year beginning in 2012?	1c		<u>X</u>
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)):	· .	-	٠,
а	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	1 mg/		
	before 2012? Yes X No	يعن پ		17
	If "Yes," list the years \blacktriangleright			
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	,		.(-3
	statement - see instructions.) N/A	2b		
C	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.			3
	>			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time			, k
	during the year?		j	₹\$ *\$
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		l	7
	of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C,			
	Form 4720, to determine if the foundation had excess business holdings in 2012) N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 <u>a</u>		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that	1	Ţ	_
	had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b		<u> </u>
	For	m 990	-PF (2012)

Form 990-PF (2012) THE ALBERT J. GIFFORD CH			04-60237	790 Pag	ge 6
 Part VII-B Statements Regarding Activities for Which is a During the year did the foundation pay or incur any amount to: Carry on propaganda, or otherwise attempt to influence legislation (section). Influence the outcome of any specific public election (see section 4955); of any voter registration drive? Provide a grant to an individual for travel, study, or other similar purposes. Provide a grant to an organization other than a charitable, etc., organization 509(a)(1), (2), or (3), or section 4940(d)(2)? Provide for any purpose other than religious, charitable, scientific, literary, the prevention of cruelty to children or animals? If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify unsection 53.4945 or in a current notice regarding disaster assistance (see instruorganizations relying on a current notice regarding disaster assistance check in the answer is "Yes" to question 5a(4), does the foundation claim exemption fexpenditure responsibility for the grant? "Yes," attach the statement required by Regulations section 53.494. Did the foundation, during the year, receive any funds, directly or indirectly, to a personal benefit contract? 	n 4945(e))? or to carry on, directly or indirectly or described in section or educational purposes, or determined indications)? here from the tax because it mainta No.5-5(d).	Ye Ye Ye	es X No N/A N/A N/A	5b	
 b Did the foundation, during the year, pay premiums, directly or indirectly, on a part of the second of t	shelter transaction? utable to the transaction?	Ye	es X No N/A	, , , , , ,	X
Faid Employees, and Contractors			-	-	
1 List all officers, directors, trustees, foundation managers and their	(b) Title, and average	(c) Compensation	(d) Contributions to employee benefit plans	(e) Expens	SP
(a) Name and address	hours per week devoted to position	(If not paid, enter -0-)	employee benefit plans and deferred compensation	account, ot allowance	ther
WARNER S. FLETCHER 370 MAIN STREET, 12TH FLOOR	TRUSTEE				
WORCESTER, MA 016081779	1.40	0.	0.	(<u>0.</u>
GIFFORD C. BROWN	TRUSTEE				
7788 MEADOW LANE	0.40	F 000	_	1	^
NEWBURGH, IN 47630	0.40	5,000.	0.	- (<u>o.</u>
DOUGLAS Q. MEYSTRE	TRUSTEE				
370 MAIN STREET, 12TH FLOOR WORCESTER, MA 016081779	0.40	0.	0.	(0.
2 Compensation of five highest-paid employees (other than those inc	cluded on line 1). If none.	enter "NONE."			
	(b) Title, and average		(d) Contributions to	(e) Expens	se
(a) Name and address of each employee paid more than \$50,000	hours per week devoted to position	(c) Compensation	employee benefit plans and deferred compensation	account, oti allowance	her
NONE					
Total number of other employees paid over \$50,000	l	1	•		0

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Părt VIII	ion Mana	gers, Highly		
3 Five highest-paid independent contractors for professional services. If none, enter	"NONE."			
(a) Name and address of each person paid more than \$50,000		(b) Type of service	((c) Compensation
FLETCHER TILTON PC - 370 MAIN STREET, 12TH				
FLR, WORCESTER, MA 01608	TRUST	& ACCOUNTI	NG	18,000.
	-			
Total number of others receiving over \$50,000 for professional services Part IX-A Summary of Direct Charitable Activities			P	0
List the foundation's four largest direct charitable activities during the tax year. Include relevant statistic number of organizations and other beneficiaries served, conferences convened, research papers produ		such as the	E:	xpenses
1 N/A				
_				
2				
		- -		_
3				
		_		
4				
Part IX-B Summary of Program-Related Investments				
Describe the two largest program-related investments made by the foundation during the tax year on lin	nes 1 and 2.		A	mount
1 N/A				
			U	
2				
All other program-related investments. See instructions.				
3				
Total Add lines 1 through 3				<u> </u>

P	art X Minimum Investment Return (All domestic foundations mi	ust co	mplete this part	. Foreign four	ndations, s	see instructions.)
1	Fair market value of assets not used (or held for use) directly in carrying out charitable	e. etc	ourposes:		1 1 1	
a		,,	,		1a	2,146,470.
	Average of monthly cash balances				1b	45,721.
C	Fair market value of all other assets				1c	_== 1,: = =_:
d	Total (add lines 1a, b, and c)				1d	2,192,191.
	Reduction claimed for blockage or other factors reported on lines 1a and				,	
		1e		0.	;	
2	Acquisition indebtedness applicable to line 1 assets				2	0.
3	Subtract line 2 from line 1d				3	2,192,191.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount,	see ins	structions)		4	32,883.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on		-		5	2,159,308.
6	Minimum investment return. Enter 5% of line 5				6	107,965.
P	art XI Distributable Amount (see instructions) (Section 4942(j)(3) and foreign organizations check here and do not complete this part.)	d (j)(5)	private operating	foundations an	d certain	
1	Minimum investment return from Part X, line 6				1	107,965.
2a	Tax on investment income for 2012 from Part VI, line 5	2a		1,368.		
b		2b				
С					2c	1,368.
3	Distributable amount before adjustments. Subtract line 2c from line 1			Î	3	106,597.
4	Recoveries of amounts treated as qualifying distributions			[4	0.
5	Add lines 3 and 4			I	5	106,597.
6	Deduction from distributable amount (see instructions)				6	0.
7_	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part X	(III, lin	e 1		7	106,597.
Ŗ	art XII Qualifying Distributions (see instructions)					
1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purpo	oses:			, , , , ,	
a	Expenses, contributions, gifts, etc total from Part I, column (d), line 26				1a	122,642.
b	Program-related investments - total from Part IX-B				1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable	e, etc.,	purposes		2	
3	Amounts set aside for specific charitable projects that satisfy the:					
а	Suitability test (prior IRS approval required)				3a	
b	Cash distribution test (attach the required schedule)			[3b	-
4	Qualifying distributions Add lines 1a through 3b. Enter here and on Part V, line 8, and	d Part :	XIII, line 4		4	122,642.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net invest	tment				
	income. Enter 1% of Part I, line 27b				5	1,368.
6	Adjusted qualifying distributions. Subtract line 5 from line 4				6	121,274.
	Note. The amount on line 6 will be used in Part V, column (b), in subsequent years whe 4940(e) reduction of tax in those years.	nen cal	culating whether t	he foundation q	ualifies for	the section

Form **990-PF** (2012)

Page 9

Part XIII Undistributed Income (see instructions)

	(a)	(b)	(c)	(d)
	Corpus	Years prior to 2011	2011	2012
1 Distributable amount for 2012 from Part XI,	Y, 82 . (11 5)	11 1 125 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	We have the state of the second	
line 7	Single Sign			106,597.
2 Undistributed income, if any, as of the end of 2012	to the same	12 4 12 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2	The state of the	e Walk Brand Lord Art Lord
a Enter amount for 2011 only			0.	
b Total for prior years:			1394 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	Y
	San James J.	0.		
3 Excess distributions carryover, if any, to 2012:	1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	44 Miles	1 17 Miles 141	The May of the Control
a From 2007	<i>'</i> , <i>'</i> , <i>'</i> ,,,,,,,, .	79 / 1 1/ / **		
b From 2008	1. 1. 1. 1. 1. 1.			A 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1
c From 2009 22,415.	14 1 18 16 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1		被数 类似物。数	A STATE OF THE STA
d From 2010 16,443.	, ,			
e From 2011 6,766.	· vinc.		1 1 1 1	1 3 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1
f Total of lines 3a through e	45,624.	1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	33 1 10 C 15 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	
4 Qualifying distributions for 2012 from	/: :	, "	1 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2	, , , , ,
Part XII, line 4: ►\$ 122,642.				
a Applied to 2011, but not more than line 2a	Laplace of the	# 1. 18 M. 18 1. 1/2	0.	in marke of the say
b Applied to undistributed income of prior	· , ,	· · · · · · · · · · · · · · · · · · ·	2.5	·
years (Election required - see instructions)		0.	, , , , , , , , , , , , , , , , , , , ,	3
c Treated as distributions out of corpus	_	me, to grand and a state of the		· · · · · · · · · · · · · · · · · · ·
(Election required - see instructions)	0.	* * * * * * * * * * * * * * * * * * * *		المرابع المورد المرابع
d Applied to 2012 distributable amount	· / / / .		方 : 多人 / 湯	106,597.
e Remaining amount distributed out of corpus	16,045.	1 1 - 1 23 - 4 - 2 . 1	1 / 1 / 1 / 1 / 1 / 1 / 1 / 1 / 1 / 1 /	* - 13 (3) (2) (2) (3) (4)
5 Excess distributions carryover applied to 2012	0.		ing a second of the second of	0.
(If an amount appears in column (d), the same amount must be shown in column (a))	confidency (man)	. 4	و من المنظوم المنظوم المنظوم	,
6 Enter the net total of each column as	1.53 4 2 6 7			
indicated below:	, r &	, , , , , , , , , , , , , , , , , , ,	, , , , , , , , , , , , , , , , , , ,	* *
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	61,669.	چرگ با ا	اه منه شاه ا	٠. ·
b Prior years' undistributed income. Subtract	a profit		14.4	* * * * * * * * * * * * * * * * * * *
line 4b from line 2b		0.	+ 2	
c Enter the amount of prior years'	, h			
undistributed income for which a notice of	**		٠,	
deficiency has been issued, or on which the section 4942(a) tax has been previously	, ,		,	,
assessed		0.	-	, ,
d Subtract line 6c from line 6b. Taxable	,		, 1	and the search
amount - see instructions		0.		
e Undistributed income for 2011. Subtract line				· ·
4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2012. Subtract				
lines 4d and 5 from line 1. This amount must				
be distributed in 2013	-	£	, .	0.
7 Amounts treated as distributions out of				
corpus to satisfy requirements imposed by				
section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2007	_			
not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2013.				
Subtract lines 7 and 8 from line 6a	61,669.			
10 Analysis of line 9:				
a Excess from 2008				
b Excess from 2009 22, 415.				
c Excess from 2010 16,443.	_			
d Excess from 2011 6,766.		* '	,	•
e Excess from 2012 16,045.	,			

Form 990-PF (2012) THE ALB	ERT J. GIFF	FORD CHARITY	ABLE TRUST)23790 Page 10
Part XIV Private Operating F	· · · · · · · · · · · · · · · · · · ·		II-A, question 9)	N/A	
1 a If the foundation has received a ruling o	r determination letter tha	it it is a private operating			
foundation, and the ruling is effective fo	r 2012, enter the date of	the ruling	▶ ∟		
b Check box to indicate whether the found	lation is a private operati	ing foundation described		4942(j)(3)_or4	942(1)(5)
2 a Enter the lesser of the adjusted net	Tax year		Prior 3 years		
income from Part I or the minimum	(a) 2012	(b) 2011	(c) 2010	(d) 2009	(e) Total
investment return from Part X for					
each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII,			-		
line 4 for each year listed					
d Amounts included in line 2c not					
used directly for active conduct of					
exempt activities					
e Qualifying distributions made directly					
for active conduct of exempt activities.					
Subtract line 2d from line 2c			1		
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				ļ	
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 Info	rmation (Comple	ete this part only	if the foundation	had \$5 000 or m	ore in assets
at any time during t			ii die learidation	11 11dd 40,000 01 111	ore in assets
<u></u>	-	,	· +===		
1 Information Regarding Foundation		than 20/ of the total con	tributions recoved by th	a faundation bafors the alo	an of any toy
a List any managers of the foundation who year (but only if they have contributed in			indutions received by th	e louridation before the clo	se of any lax
NONE		(-)(-),-			
b List any managers of the foundation who	o own 10% or more of th	an atomic of a corporation	for an equally large port	ion of the ownership of a p	ortograhin or
other entity) of which the foundation has			(or are equally large port	ion of the ownership of a p	armership or
NONE	, a 1071 or g 10ano miore				
		Cabalasahis ata D			
2 Information Regarding Contributi Check here ► If the foundation o		• • • •	•		and for founds of
the foundation makes gifts, grants, etc. (not accept unsolicited requ	
		- · · · <u>- · - · - · - · - · - · · · · ·</u>		omplete items za, b, c, and	
a The name, address, and telephone number	per or e-mail of the perso	on to wnom applications	snould be addressed:		
CDD CMAMDMENT 11					
SEE STATEMENT 11	a cub muttad and informs	tion and materials that a	hould makedas		
b The form in which applications should b	e submitted and informa	ition and materials they s	noula include:		
c Any submission deadlines:					
d Any restrictions or limitations on awards	, such as by geographic	al areas, charitable fields	, kınds of ınstitutions. or	other factors:	
,	20000	,		-	

Total

THE ALBERT J. GIFFORD CHARITABLE TRUST

	Unrelated	l business income		ded by section 512, 513, or 514	(e)
Enter gross amounts unless otherwise indicated. 1 Program service revenue:	(a) Business code	(b) Amount	(C) Exclu- sion code	(d) Amount	Related or exempt function income
-	Code		1		
a b					
C	1				
d			1		
e		4-			
f					, , , , , , , , , , , , , , , , , , , ,
g Fees and contracts from government agencies			T	7	
2 Membership dues and assessments					
3 Interest on savings and temporary cash					
investments			14	5.	
4 Dividends and interest from securities			14	58,077.	
5 Net rental income or (loss) from real estate:	1, 20 3	SAN CONTRACT	\$ 17	***	The state of
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal					
property					
7 Other investment income			15	799.	
8_Gain or (loss).from sales of assets other_					
than inventory			18	94,342.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a SEE STATEMENT 12	_	<717.	<u> </u>		
b					
c			-		
c	1				
d e	1	717	~).	152,002	
d e Subtotal. Add columns (b), (d), and (e)	1	<717.	> ² ·	153,223.	(152.506
d e 12 Subtotal. Add columns (b), (d), and (e) 13 Total. Add line 12, columns (b), (d), and (e)		<717.	>	153,223.	
d e 12 Subtotal. Add columns (b), (d), and (e) 13 Total. Add line 12, columns (b), (d), and (e) (See worksheet in line 13 instructions to verify calculation	is.)			13	
d e 2 Subtotal. Add columns (b), (d), and (e) 3 Total. Add line 12, columns (b), (d), and (e) See worksheet in line 13 instructions to verify calculation	is.)			13	
d e 12 Subtotal. Add columns (b), (d), and (e) 13 Total. Add line 12, columns (b), (d), and (e) 15 See worksheet in line 13 instructions to verify calculation Part XVI-B Relationship of Activities	es to the Acco	mplishment of Ex	(emp	t Purposes	152,500
d e 12 Subtotal. Add columns (b), (d), and (e) 13 Total. Add line 12, columns (b), (d), and (e) (See worksheet in line 13 instructions to verify calculation Part XVI-B Relationship of Activitie Line No. Explain below how each activity for which	es to the Acco	mplishment of Excolumn (e) of Part XVI-A	(emp	t Purposes	152,500
d e 12 Subtotal. Add columns (b), (d), and (e) 13 Total. Add line 12, columns (b), (d), and (e) (See worksheet in line 13 instructions to verify calculation	es to the Acco	mplishment of Excolumn (e) of Part XVI-A	(emp	t Purposes	152,500
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d e 12 Subtotal. Add columns (b), (d), and (e) 13 Total. Add line 12, columns (b), (d), and (e) (See worksheet in line 13 instructions to verify calculation Part XVI-B Relationship of Activitie Line No. Explain below how each activity for which	es to the Acco	mplishment of Excolumn (e) of Part XVI-A	(emp	t Purposes	152,500
d e 12 Subtotal. Add columns (b), (d), and (e) 13 Total. Add line 12, columns (b), (d), and (e) (See worksheet in line 13 instructions to verify calculation Part XVI-B Relationship of Activitie Line No. Explain below how each activity for which	es to the Acco	mplishment of Excolumn (e) of Part XVI-A	(emp	t Purposes	152,500
d e 12 Subtotal. Add columns (b), (d), and (e) 13 Total. Add line 12, columns (b), (d), and (e) (See worksheet in line 13 instructions to verify calculation Part XVI-B Relationship of Activitie Line No. Explain below how each activity for which	es to the Acco	mplishment of Excolumn (e) of Part XVI-A	(emp	t Purposes	152,500
d e 12 Subtotal. Add columns (b), (d), and (e) 13 Total. Add line 12, columns (b), (d), and (e) (See worksheet in line 13 instructions to verify calculation Part XVI-B Relationship of Activitie Line No. Explain below how each activity for which	es to the Acco	mplishment of Excolumn (e) of Part XVI-A	(emp	t Purposes	152,500
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d e 12 Subtotal. Add columns (b), (d), and (e) 13 Total. Add line 12, columns (b), (d), and (e) (See worksheet in line 13 instructions to verify calculation Part XVI-B Relationship of Activitie Line No. Explain below how each activity for which	es to the Acco	mplishment of Excolumn (e) of Part XVI-A	(emp	t Purposes	152,500
d e 12 Subtotal. Add columns (b), (d), and (e) 13 Total. Add line 12, columns (b), (d), and (e) (See worksheet in line 13 instructions to verify calculation Part XVI-B Relationship of Activitie Line No. Explain below how each activity for which	es to the Acco	mplishment of Excolumn (e) of Part XVI-A	(emp	t Purposes	152,500
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d e 12 Subtotal. Add columns (b), (d), and (e) 13 Total. Add line 12, columns (b), (d), and (e) (See worksheet in line 13 instructions to verify calculation Part XVI-B Relationship of Activitie Line No. Explain below how each activity for which	es to the Acco	mplishment of Excolumn (e) of Part XVI-A	(emp	t Purposes	152,500
d e 12 Subtotal. Add columns (b), (d), and (e) 13 Total. Add line 12, columns (b), (d), and (e) (See worksheet in line 13 instructions to verify calculation Part XVI-B Relationship of Activitie Line No. Explain below how each activity for which	es to the Acco	mplishment of Excolumn (e) of Part XVI-A	(emp	t Purposes	152,500
d e 12 Subtotal. Add columns (b), (d), and (e) 13 Total. Add line 12, columns (b), (d), and (e) (See worksheet in line 13 instructions to verify calculation Part XVI-B Relationship of Activitie Line No. Explain below how each activity for which	es to the Acco	mplishment of Excolumn (e) of Part XVI-A	(emp	t Purposes	152,500
d e 12 Subtotal. Add columns (b), (d), and (e) 13 Total. Add line 12, columns (b), (d), and (e) (See worksheet in line 13 instructions to verify calculation Part XVI-B Relationship of Activitie Line No. Explain below how each activity for which	es to the Acco	mplishment of Excolumn (e) of Part XVI-A	(emp	t Purposes	152,500

Form 990-PF (2012) THE ALBERT J. GIFFORD CHARITABLE TRUST 04-6023790 Information Regarding Transfers To and Transactions and Relationships With Noncharitable **Exempt Organizations** Yes No Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? a Transfers from the reporting foundation to a noncharitable exempt organization of: (1) Cash Х 1a(1) X (2) Other assets 1a(2) **b** Other transactions: (1) Sales of assets to a noncharitable exempt organization 1b(1) X X (2) Purchases of assets from a noncharitable exempt organization 1b(2) (3) Rental of facilities, equipment, or other assets X 1b(3) (4) Reimbursement arrangements 1b(4) X (5) Loans or loan guarantees 1b(5) X (6) Performance of services or membership or fundraising solicitations 1b(6) X c Sharing of facilities, equipment, mailing lists, other assets, or paid employees 1c d If the answer to any of the above is "Yes," complete the following schedule Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. (c) Name of noncharitable exempt organization (a) Line no (b) Amount involved (d) Description of transfers, transactions, and sharing arrangements N/A 2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described Yes X No in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? **b** If "Yes," complete the following schedule. (a) Name of organization (b) Type of organization (c) Description of relationship N/A

_				1		
	,					
ign ere	and be	penalties of perjury, I declare that I have examined thi	eparer (other than taxpayer) is based on all infor	mation of which prepared TRUSTE	r has any knowledge	May the IRS discuss this return with the preparer shown below (see instr.)? X Yes No.
	Sign	attire of officer or trustee / Print/Type preparer's name	Date Preparé/s signature	Title Date	Check If	PTIN
aid		SANDRA ZDONCZYK	Sande a Donery	11/13/13	self- employed	P00178350
•	arer Only	Firm's name ► FLETCHER TIL	TON PC		Firm's EIN ▶ 0	4-2628601
			REET, SUITE 1250 MA 01608-1779		Phone no. (508)459-8000
	•					Form 990-PF (2012

2012 Tax Inforn Jon Statement

2nd TIN notice 37565010 04-6023790 26-3619428 ĀΑ Recipient's Tax ID Number: Payer's Federal ID Number: Payer's State ID Number: Account Number: Corrected State:

370 MAIN STREET, 12TH FLOOR

WORCESTER, MA 01608

Payer's Name and Address:

FTW & CO

GIFFORD CHARITABLE TRUST Recipient's Name and Address: 370 MAIN STREET, 12TH FL WORCESTER, MA 01608 FLETCHER TILTON, PC

2012 Form 1099-B: Proceeds from Broker and Barter Exchange Transactions

OMB No. 1545-0715

For noncovered securities (Box 6a is checked) shown on this statement, cost basis information including wash sale disallowed loss is not being reported to the IRS. Reported to the IRS is Sales Price of stocks, bonds, etc., less commissions and option premiums.

State Tax Withheld	(Box 15)		00.00		00 0		0000		0000		00 0		0000		0.00
Federal Income ax Withheld	(Box 4)		0.00		0.00		0000		0.00		000		00.0		0.00
. Net Gain			. 160000 .		13,903.60		43,827 42		12,827.99		17, 496.70.		11,13		-4,099,48
Wash Sale Loss Disallowed			00 0 .		0.00		0.00		00 0		00.0		. 00 0		000
l (<i>Box 1d</i>) Cost or Other Basis		-	1846300		9,291.98		1625,00		17,661.80		00 9966		19.97		37,451,25
Stock or Other Symbo Stocke	(Box 2a)		25,569.91		23,195,58		25,452,42.		30,489.79		27,462.70		31 10		33 351 77
			:		:				:				:		
ii(i)		3 E PARTNERS LP	/2010	Σ.	6002/	CTS PARTNERS LP	,/2006 .	SES GROUP	. 6002/1		//2006	JP INC COM		NDUSTRIES INC	80067
Cusip Date-of Quantity Sold Sold	(Box 1a)	Long Term 15% Sales Reported on 1099-B 01877R108 ALLIANCE RESOURCE PARTNERS LP	12/03/2012 01/02/2010	CATERPILLAR INC COM	02/23/2012 08/11/2009	ENTERPRISE PRODUCTS PARTNERS LP	12/03/2012 07/07/2006	HEALTHCARE SERVICES GROUP	02/23/2012 08/11/2009	INERGY LP	04/20/2012 07/07/2006	KRAFT FOODS GROUP INC COM	10/19/2012 08/11/2009	NATIONAL PRESTO INDUSTRIES INC	00/1/1/2012 08/11/2009
Oushing Sold	(Box 1e)	Long Term 15% Sale 01877R108	450 0000	149123101	200.0000	293792107	200 0000	421906108	1500 0000	456615103	1800.0000	500760106	6667	637215104	450 0000

This is important tax information and is being furnished to the Internal Revenue Service (except as indicated). If you are required to file a return, a noncovered securities shown on this statement, cost basis information including wash sale disallowed loss is not being reported to the Internal Revenue Service. The taxpayer is ultimately responsible for the accuracy of their own tax return. negligence penalty or other sanction may be imposed on you if this income is taxable and the IRS determines that it has not been reported. For

2012 Tax Inforn ,ion Statement

GIFFORD CHARITABLE TRUST Recipient's Name and Address: 370 MAIN STREET, 12TH FL WORCESTER, MA 01608 FLETCHER TILTON, PC 2nd TIN notice 04-6023790 26-3619428 37565010 ď Recipient's Tax ID Number: Payer's Federal ID Number: Payer's State ID Number: Account Number: Corrected State:

370 MAIN STREET, 12TH FLOOR

WORCESTER, MA 01608

Payer's Name and Address:

FTW & CO

For noncovered securities (Box 6a is checked) shown on this statement, cost basis information including wash sale disallowed loss is not being reported to the IRS.

State Tax Withheld	(Box 15)	00'0		0000	0.00
Federal	(Box 4)	00'0		00.0	0.00
Net Gain		4,885,27		10,076 37	85,53591
Wash Sale Cos Disallowed Con Loss Disallowed Company of C		00.0		00 0	00.0
		3,308.33	-	14,504 43	112,791.76
Stock of Other Symbol (Box 1d). Stocks: Cost of Bondar etcher	(Box 2a)	8,193.60		24,580 80	198,327.67
		:			
Ouantity Exchange Acquisition	(Box 1a) PHILIP MORRIS INTERNATIONAL INC	02/23/2012 01/21/2005	PHILIP MORRIS INTERNATIONAL INC	02/23/2012 04/19/2007	otal Long Term 15% Sales Reported on 1099-B Report on Form 8949, Part II, with Box B checked
Description (E Date of Sale of Exchange	<i>(Box 1a)</i> PHILIP MORRI	02/23/2012	PHILIP MORRI	02/23/2012	15% Sales Report 8949, Part II, wit
Cusip Quantity Sold	<i>(Box 1e)</i> 718172109	100 0000	718172109	300.000	Total Long Term 15% Sales Reported on 1099-B Report on Form 8949, Part II, with Box B check

This is important tax information and is being furnished to the Internal Revenue Service (except as indicated). If you are required to file a return, a negligence penalty or other sanction may be imposed on you if this income is taxable and the IRS determines that it has not been reported. For noncovered securities shown on this statement, cost basis information including wash sale disallowed loss is not being reported to the Internal

Gifford Charitable Trust 2012 Payments

OrganizationName	State/Province	e Request ID	Owner	Disposition	Payment Type	Payment Status	Check Date	Payment Amount
Abby's House	MA	7313452	Connie White	Approved	Charitable Contribution	Paid	12/19/2012	\$10,000.00
American Red Cross of Central Massachusetts	MA	7313632	Connie White	Approved	Charitable Contribution	Paid	12/26/2012	\$1,000.00
First Congregational Church	MA	6391095		Approved	Cash	Void	12/20/2012	-\$15,000.00
First Congregational Church	MA	6391095		Approved	Cash	Paid	6/5/2012	\$15,000.00
First Congregational Church	MA	7313348	Connie White	Approved	Charitable Contribution	Paid	6/5/2012	\$15,000.00
Joy of Music Program, Inc.	ΜΑ	7313440	Connie White	Approved	Charitable Contribution	Paid	12/19/2012	\$10,000.00
Salvation Army of Worcester	MA	7313456	Connie White	Approved	Charitable Contribution	Paid	12/26/2012	\$1,000.00
Shrewsbury World War I MA Memorial Committee	MA	7313449	Connie White	Approved	Charitable Contribution	Paid	12/19/2012	\$2.000 00
United Way of Central Massachusetts	MA	7313230	Connse White	Approved	Charitable Contribution	Paid	12/19/2012	\$23,000.00
Worcester Polytechnic Institute	MA	2153720		Approved	Cash	Paid	12/19/2012	\$29,000.00
Worcester Polytechnic Institute	MA	7313612	Connie White	Approved	Charitable Contribution	Paid	12/20/2012	\$19,000.00
Grand Totals (11 items)	(S)							\$110,000.00

Part IV	Capital Gains and Los	sses for Tax on Investment Income				
	(a) List and 2-story br	describe the kind(s) of property sol ick warehouse; or common stock, 2	d, e.g., real estate, 00 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a FTV	7 & CO			P		
b ENT	ERPRISE PRO	DUCTS		P		
c NAT	URAL RESOUR			P		
d ENE	RGY TRANSFE		1231	P		
e BRE	EITBURN ENER		C 1231	P		
			EC 1231	P		
		PARTNERS - SEC		P		
		DUCTS - SEC 1231	<u> </u>	P		
CAE	PITAL GAINS	DIVIDENDS				
1						
k	<u> </u>				,	
m						
n						
0		(0 D ' ' '	(1) One (1)			
(e)	Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale		Gain or (loss) lus (f) minus (g)	
	100 300	(or allowable)	112,792.	(ε) μ	(1) mmus (y)	0E E26
<u>a</u>	198,328.		112,792.			85,536.
<u>b</u>						$\frac{1,708}{4,018}$
<u>C</u>						<u>4,018.</u> <80
<u>d</u>		 			-	<1.
ef						1.
						 -
g h						<40.
<u>''</u>	3,277.					3,277.
<u>'</u>	3,27,0					3/2//
k						
<u>:</u>					•	_
m						
n						
0						
Comp	lete only for assets showin	g gain in column (h) and owned by	the foundation on 12/31/69		ses (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	Gains (excess o but n	of col. (h) gain over ot less than "-0-")	col. (k),
a						85,536.
b		-				1,708.
С						4,018.
d						<u> </u>
е						<u> <1.</u> >
f				· · · · · · · · · · · · · · · · · · ·	 	<u>1.</u>
g						<u> </u>
h						<40.>
1						3,277.
<u></u>						
<u>k</u>		15				
1						
<u>m</u>						
n						
0		 	L			
	gain net income or (net ca	(ii (1000), uiitoi - u	_ 1	2		94,342.
If gaın,	ort-term capital gain or (los also enter in Part I, line 8,), enter "-0-" in Part I, line 8		nd (6):	,	N/A	
11 (1022)	,, onto =o= in rate, iiile o	<u>'</u>		3	IN / AZ	

FORM 990-PF INTEREST ON SAVI	NGS AND TEMPOR	ARY CASH	INVESTMENTS	STATEMENT	1
SOURCE				AMOUNT	
FTW & CO - TAX EXEMPT			•		5.
TOTAL TO FORM 990-PF, PART I,	LINE 3, COLUM	IN A			5.
FORM 990-PF DIVIDENDS	S AND INTEREST	FROM SEC	URITIES	STATEMENT	2
SOURCE	GROSS AM		PITAL GAINS DIVIDENDS	COLUMN (A AMOUNT)
ALLIANCE RESOURCE PARTNERS ENERGY TRANSFER PARTNERS LP ENTERPRISE PRODUCTS FTW & CO - DIVIDENDS FTW & CO - NON-TAX DIVIDENDS FTW & CO- CAP GAINS DIV INERGY LP NATURAL RESOURCE PARTNERS REGENCY ENERGY PARTNERS TOTAL TO FM 990-PF, PART I, LA	3 3	183. 533. 11. ,185. ,027. ,277. 7. 113. 18.	0. 0. 0. 0. 0. 3,277. 0. 0. 0.	5 54,1 - 3,0 1	27. 0. 7. 13. 18.
FORM 990-PF	OTHER INCO	ME		STATEMENT	3
DESCRIPTION		(A) VENUE BOOKS	(B) NET INVEST- MENT INCOME		
NATURAL RESOURCE PARTNERS INERGY, L.P. ENTERPRISE PRODUCTS NATURAL RESOURCE PARTNERS ENERGY TRANSFER PARTNERS ALLIANCE RESOURCE PARTNERS REGENCY ENERGY BREITBURN ENERGY PARTNERS TOTAL TO FORM 990-PF, PART I,		799. 551. <550. <90. <3,007. 1,243. <7,751. 8,887.	> 0 > 0 > 0 > 0 > 0	· · · · · · · · ·	

FORM 990-PF	ACCOUNTI	NG FEES	S'	ratement 4	
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FLETCHER TILTON PC	18,000.	9,000.		9,000.	
TO FORM 990-PF, PG 1, LN 16B	18,000.	9,000.	9,(
FORM 990-PF C	THER PROFES	SIONAL FEES	S	PATEMENT 5	
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FTW & CO FEES	1,932.	966.		966.	
TO FORM 990-PF, PG 1, LN 16C =	1,932.	966.		966.	
FORM 990-PF	TAX	ES	S'	ratement 6	
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FOREIGN TAX FED TAX STATE TAX	760. 1,600. 700.	0. 0. 0.		0.	
TO FORM 990-PF, PG 1, LN 18	3,060.	0.		0.	
FORM 990-PF	OTHER E	XPENSES	STATEMENT 7		
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME		(D) CHARITABLE PURPOSES	
COMMONWEALTH OF MASSACHUSETTS PC FILING FEE SOFTWARE PACKAGE INVESTMENT EXPENSES	35. 70. 946.	0.		35. 70. 0.	
TO FORM 990-PF, PG 1, LN 23	1,051.	946.		105.	

		·				
FORM 990-PF OTHER DE	CREASES IN N	ET ASSI	ETS OR 1	FUND BALANCES	STATEMENT	8
DESCRIPTION					AMOUNT	
CHANGE IN PARTNERSHIP B	ASIS NOT REF	ORTED E	ELSEWHE	RE	7,2	42.
TOTAL TO FORM 990-PF, P	ART III, LIN	IE 5			7,2	42.
FORM 990-PF U.S.	AND STATE/C	CITY GOV	ERNMEN'	r OBLIGATIONS	STATEMENT	9
DESCRIPTION		U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKE VALUE	т
STATE STREET BANK - LIM PARTNERSHIP	ITED	Х		260,542.	397,2	97.
TOTAL U.S. GOVERNMENT O	BLIGATIONS			260,542.	397,2	97.
TOTAL STATE AND MUNICIP	AL GOVERNMEN	T OBLIC	SATIONS			-
TOTAL TO FORM 990-PF, P.	ART II, LINE	10A		260,542.	397,2	97.
FORM 990-PF	COR	PORATE	STOCK		STATEMENT	10
DESCRIPTION				BOOK VALUE	FAIR MARKE VALUE	т
STATE STREET BANK - COR	P STOCK			1,227,909.	1,671,9	17.
TOTAL TO FORM 990-PF, P.	ART II, LINE	10B		1,227,909.	1,671,9	17.

FORM 990-PF GRANT APPLICATION SUBMISSION INFORMATION PART XV, LINES 2A THROUGH 2D

STATEMENT 11

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

WARNER S FLETCHER, 370 MAIN STREET 12TH FLOOR, WORCESTER, MA 01608

FORM AND CONTENT OF APPLICATIONS

APPLICATION SHOULD BE IN THE FORM OF A LETTER. PLEASE INCLUDE PROOF OF TAX EXEMPT STATUS. AS WELL AS BUDGET FIGURES FOR THE CURRENT YEAR AND FINANCIAL STATEMENTS FOR THE PRIOR YEAR.

ANY SUBMISSION DEADLINES

APPLICATON SHOULD BE RECEIVED PRIOR TO THE ANNUAL DECEMBER MEETING.

RESTRICTIONS AND LIMITATIONS ON AWARDS

THE FOCUS OF THE GRANTS IS PRIMARILY IN THE SHREWSBURY, MA AREA OR IN ORGANIZATIONS IN WHICH THE GRANTOR OF THE CHARITABLE TRUST EVINCED INTEREST DURING HIS LIFETIME.

FORM 990-PF	ro	HER REVENUE		STATEMENT	12
DESCRIPTION	BUS CODE	UNRELATED EXCL BUSINESS INC CODE	EXCLUDED AMOUNT	RELATED O EXEMPT FU TION INCO	NC-
INERGY, L.P.	523000	551.			
ENTERPRISE PRODUCTS	523000	<550.>			
NATURAL RESOURCE PARTNERS	523000	<90.>			
ENERGY TRANSFER PARTNERS	523000	<3,007.>			
ALLIANCE RESOURCE	523000	•			
PARTNERS		1,243.			
REGENCY ENERGY	523000	<7,751.>			
BREITBURN ENERGY PARTNERS	523000	8,887.			
TOTAL TO FORM 990-PF, PG 12	2, LN 11	<717.>			