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Form **990**

Return of Organization Exempt From Income Tax

OMB No 1545-0047

2012

Department of the Treasury
Internal Revenue Service

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except black lung benefit trust or private foundation)

The organization may have to use a copy of this return to satisfy state reporting requirements

Open to Public Inspection

A For the **2012** calendar year, or tax year beginning and ending

B Check if applicable: <input type="checkbox"/> Address change <input type="checkbox"/> Name change <input type="checkbox"/> Initial return <input type="checkbox"/> Terminated <input type="checkbox"/> Amended return <input type="checkbox"/> Application pending	C Name of organization PHILIP HOFER CHARITABLE TRUST DTD 12/15/81		D Employer identification number 04-6469904
	Doing Business As		E Telephone number (617) 248-4760
	Number and street (or P.O. box if mail is not delivered to street address)	Room/suite	G Gross receipts \$ 2,948,214.
	CHOATE LLP PO BOX 961019		
	City, town, or post office, state, and ZIP code BOSTON, MA 02196		H(a) Is this a group return for affiliates? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
F Name and address of principal officer F. DAVIS DASSORI SAME AS C ABOVE		H(b) Are all affiliates included? <input type="checkbox"/> Yes <input type="checkbox"/> No If "No," attach a list. (see instructions)	

I Tax-exempt status: 501(c)(3) 501(c)() (insert no.) 4947(a)(1) or 527

J Website: **N/A**

K Form of organization: Corporation Trust Association Other

L Year of formation **1981** **M** State of legal domicile: **MA**

Part I Summary		Prior Year	Current Year
Activities & Governance	1 Briefly describe the organization's mission or most significant activities GRANTS TO THE HOUGHTON LIBRARY AT HARVARD UNIVERSITY.		
	2 Check this box <input type="checkbox"/> if the organization discontinued its operations or disposed of more than 25% of its net assets.		
	3 Number of voting members of the governing body (Part VI, line 1a)	3	2
	4 Number of independent voting members of the governing body (Part VI, line 1b)	4	2
	5 Total number of individuals employed in calendar year 2012 (Part V, line 2a)	5	0
	6 Total number of volunteers (estimate if necessary)	6	0
	7 a Total unrelated business revenue from Part VIII, column (C), line 12	7a	0.
b Net unrelated business taxable income from Form 990-T, line 34	7b	0.	
Revenue	8 Contributions and grants (Part VIII, line 1h)	0.	0.
	9 Program service revenue (Part VIII, line 2g)	0.	0.
	10 Investment income (Part VIII, column (A), lines 3, 4, and 7d)	88,273.	1,003,529.
	11 Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	0.	0.
	12 Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12)	88,273.	1,003,529.
	13 Grants and similar amounts paid (Part IX, column (A), lines 1-3)	68,103.	68,442.
Expenses	14 Benefits paid to or for members (Part IX, column (A), line 4)	0.	0.
	15 Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)	0.	2,902.
	16a Professional fundraising fees (Part IX, column (A), line 11e)	0.	0.
	b Total fundraising expenses (Part IX, column (D), line 25)	0.	0.
	17 Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e)	40,771.	37,106.
	18 Total expenses Add lines 13-17 (must equal Part IX, column (A), line 25)	108,874.	108,450.
Net Assets or Fund Balances	19 Revenue less expenses Subtract line 18 from line 12	-20,601.	895,079.
	20 Total assets (Part X, line 16)	Beginning of Current Year	End of Year
	21 Total liabilities (Part X, line 26)	2,301,038.	3,192,000.
	22 Net assets or fund balances. Subtract line 21 from line 20	0.	0.
		2,301,038.	3,192,000.

Part II Signature Block

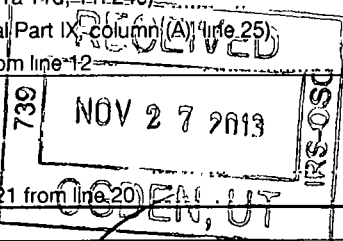
Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

Sign Here
 Signature of officer: *[Signature]* Date: **11/13/2013**
F. DAVIS DASSORI, TRUSTEE
 Type or print name and title

Paid Preparer Use Only
 Print/Type preparer's name: **PATRICK LAVOIE** Preparer's signature: *[Signature]* Date: **11/12/13** Check if self-employed: PTIN: **P00491156**
 Firm's name: **CHOATE HALL & STEWART LLP** Firm's EIN: **04-1175860**
 Firm's address: **P O BOX 961019 BOSTON, MA 02196** Phone no.: **617-248-4760**

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

SCANNED JAN 01 2014



9-16 3

Part III Statement of Program Service Accomplishments

Check if Schedule O contains a response to any question in this Part III

1 Briefly describe the organization's mission

THE TRUST WAS CREATED AND SHALL BE OPERATED EXCLUSIVELY FOR THE
BENEFIT OF AND IN CONNECTION WITH THE DEPARTMENT OF PRINTING AND
GRAPHIC ARTS OF THE HOUGHTON LIBRARY AT HARVARD UNIVERSITY A
MASSACHUSETTS CHARITABLE AND EDUCATIONAL CORPORATION.

2 Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ? Yes No

If "Yes," describe these new services on Schedule O

3 Did the organization cease conducting, or make significant changes in how it conducts, any program services? Yes No

If "Yes," describe these changes on Schedule O

4 Describe the organization's program service accomplishments for each of its three largest program services, as measured by expenses Section 501(c)(3) and 501(c)(4) organizations are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported.

4a (Code _____) (Expenses \$ 73,784. including grants of \$ 68,442.) (Revenue \$ _____)
HOUGHTON LIBRARY AT HARVARD UNIVERSITY - HOUSING AND STUDY OF RARE
BOOKS AND MANUSCRIPTS.

4b (Code _____) (Expenses \$ _____ including grants of \$ _____) (Revenue \$ _____)

4c (Code _____) (Expenses \$ _____ including grants of \$ _____) (Revenue \$ _____)

4d Other program services (Describe in Schedule O)

(Expenses \$ _____ including grants of \$ _____) (Revenue \$ _____)

4e Total program service expenses **73,784.**

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Part IV Checklist of Required Schedules

	Yes	No
1 Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? <i>If "Yes," complete Schedule A</i>	X	
2 Is the organization required to complete <i>Schedule B, Schedule of Contributors</i> ?		X
3 Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? <i>If "Yes," complete Schedule C, Part I</i>		X
4 Section 501(c)(3) organizations. Did the organization engage in lobbying activities, or have a section 501(h) election in effect during the tax year? <i>If "Yes," complete Schedule C, Part II</i>		X
5 Is the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization that receives membership dues, assessments, or similar amounts as defined in Revenue Procedure 98-19? <i>If "Yes," complete Schedule C, Part III</i>		X
6 Did the organization maintain any donor advised funds or any similar funds or accounts for which donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? <i>If "Yes," complete Schedule D, Part I</i>		X
7 Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas, or historic structures? <i>If "Yes," complete Schedule D, Part II</i>		X
8 Did the organization maintain collections of works of art, historical treasures, or other similar assets? <i>If "Yes," complete Schedule D, Part III</i>		X
9 Did the organization report an amount in Part X, line 21, for escrow or custodial account liability, serve as a custodian for amounts not listed in Part X, or provide credit counseling, debt management, credit repair, or debt negotiation services? <i>If "Yes," complete Schedule D, Part IV</i>		X
10 Did the organization, directly or through a related organization, hold assets in temporarily restricted endowments, permanent endowments, or quasi-endowments? <i>If "Yes," complete Schedule D, Part V</i>		X
11 If the organization's answer to any of the following questions is "Yes," then complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable.		
a Did the organization report an amount for land, buildings, and equipment in Part X, line 10? <i>If "Yes," complete Schedule D, Part VI</i>		X
b Did the organization report an amount for investments - other securities in Part X, line 12 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part VII</i>	X	
c Did the organization report an amount for investments - program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part VIII</i>		X
d Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part IX</i>		X
e Did the organization report an amount for other liabilities in Part X, line 25? <i>If "Yes," complete Schedule D, Part X</i>		X
f Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48 (ASC 740)? <i>If "Yes," complete Schedule D, Part X</i>		X
12a Did the organization obtain separate, independent audited financial statements for the tax year? <i>If "Yes," complete Schedule D, Parts XI and XII</i>		X
b Was the organization included in consolidated, independent audited financial statements for the tax year? <i>If "Yes," and if the organization answered "No" to line 12a, then completing Schedule D, Parts XI and XII is optional</i>		X
13 Is the organization a school described in section 170(b)(1)(A)(ii)? <i>If "Yes," complete Schedule E</i>		X
14a Did the organization maintain an office, employees, or agents outside of the United States?		X
b Did the organization have aggregate revenues or expenses of more than \$10,000 from grantmaking, fundraising, business, investment, and program service activities outside the United States, or aggregate foreign investments valued at \$100,000 or more? <i>If "Yes," complete Schedule F, Parts I and IV</i>		X
15 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of grants or assistance to any organization or entity located outside the United States? <i>If "Yes," complete Schedule F, Parts II and IV</i>		X
16 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of aggregate grants or assistance to individuals located outside the United States? <i>If "Yes," complete Schedule F, Parts III and IV</i>		X
17 Did the organization report a total of more than \$15,000 of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? <i>If "Yes," complete Schedule G, Part I</i>		X
18 Did the organization report more than \$15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? <i>If "Yes," complete Schedule G, Part II</i>		X
19 Did the organization report more than \$15,000 of gross income from gaming activities on Part VIII, line 9a? <i>If "Yes," complete Schedule G, Part III</i>		X
20a Did the organization operate one or more hospital facilities? <i>If "Yes," complete Schedule H</i>		X
b If "Yes" to line 20a, did the organization attach a copy of its audited financial statements to this return?		

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Part IV Checklist of Required Schedules (continued)

	Yes	No
21 Did the organization report more than \$5,000 of grants and other assistance to any government or organization in the United States on Part IX, column (A), line 1? <i>If "Yes," complete Schedule I, Parts I and II</i>	X	
22 Did the organization report more than \$5,000 of grants and other assistance to individuals in the United States on Part IX, column (A), line 2? <i>If "Yes," complete Schedule I, Parts I and III</i>		X
23 Did the organization answer "Yes" to Part VII, Section A, line 3, 4, or 5 about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? <i>If "Yes," complete Schedule J</i>		X
24a Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than \$100,000 as of the last day of the year, that was issued after December 31, 2002? <i>If "Yes," answer lines 24b through 24d and complete Schedule K. If "No," go to line 25</i>		X
b Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?		
c Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?		
d Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year?		
25a Section 501(c)(3) and 501(c)(4) organizations. Did the organization engage in an excess benefit transaction with a disqualified person during the year? <i>If "Yes," complete Schedule L, Part I</i>		X
b Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? <i>If "Yes," complete Schedule L, Part I</i>		X
26 Was a loan to or by a current or former officer, director, trustee, key employee, highest compensated employee, or disqualified person outstanding as of the end of the organization's tax year? <i>If "Yes," complete Schedule L, Part II</i>		X
27 Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor or employee thereof, a grant selection committee member, or to a 35% controlled entity or family member of any of these persons? <i>If "Yes," complete Schedule L, Part III</i>		X
28 Was the organization a party to a business transaction with one of the following parties (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions)		
a A current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i>		X
b A family member of a current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i>		X
c An entity of which a current or former officer, director, trustee, or key employee (or a family member thereof) was an officer, director, trustee, or direct or indirect owner? <i>If "Yes," complete Schedule L, Part IV</i>		X
29 Did the organization receive more than \$25,000 in non-cash contributions? <i>If "Yes," complete Schedule M</i>		X
30 Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? <i>If "Yes," complete Schedule M</i>		X
31 Did the organization liquidate, terminate, or dissolve and cease operations? <i>If "Yes," complete Schedule N, Part I</i>		X
32 Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? <i>If "Yes," complete Schedule N, Part II</i>		X
33 Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? <i>If "Yes," complete Schedule R, Part I</i>		X
34 Was the organization related to any tax-exempt or taxable entity? <i>If "Yes," complete Schedule R, Part II, III, or IV, and Part V, line 1</i>		X
35a Did the organization have a controlled entity within the meaning of section 512(b)(13)?		X
b If "Yes" to line 35a, did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? <i>If "Yes," complete Schedule R, Part V, line 2</i>		
36 Section 501(c)(3) organizations. Did the organization make any transfers to an exempt non-charitable related organization? <i>If "Yes," complete Schedule R, Part V, line 2</i>		X
37 Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? <i>If "Yes," complete Schedule R, Part VI</i>		X
38 Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11b and 19?	X	

Note. All Form 990 filers are required to complete Schedule O

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Part V Statements Regarding Other IRS Filings and Tax Compliance

Check if Schedule O contains a response to any question in this Part V

		Yes	No
1a	Enter the number reported in Box 3 of Form 1096. Enter -0- if not applicable. 2		
1b	Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable. 0		
c	Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?	X	
2a	Enter the number of employees reported on Form W-3, Transmittal of Wage and Tax Statements, filed for the calendar year ending with or within the year covered by this return. 0		
b	If at least one is reported on line 2a, did the organization file all required federal employment tax returns? Note. If the sum of lines 1a and 2a is greater than 250, you may be required to e-file (see instructions)		
3a	Did the organization have unrelated business gross income of \$1,000 or more during the year?		X
b	If "Yes," has it filed a Form 990-T for this year? If "No," provide an explanation in Schedule O		
4a	At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account, securities account, or other financial account)?		X
b	If "Yes," enter the name of the foreign country ▶ _____ See instructions for filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts		
5a	Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?		X
b	Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?		X
c	If "Yes," to line 5a or 5b, did the organization file Form 8886-T?		
6a	Does the organization have annual gross receipts that are normally greater than \$100,000, and did the organization solicit any contributions that were not tax deductible as charitable contributions?		X
b	If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?		
7	Organizations that may receive deductible contributions under section 170(c).		
a	Did the organization receive a payment in excess of \$75 made partly as a contribution and partly for goods and services provided to the payor?		X
b	If "Yes," did the organization notify the donor of the value of the goods or services provided?		
c	Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?		X
d	If "Yes," indicate the number of Forms 8282 filed during the year. 7d _____		
e	Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?		
f	Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		
g	If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required?		
h	If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C?		
8	Sponsoring organizations maintaining donor advised funds and section 509(a)(3) supporting organizations. Did the supporting organization, or a donor advised fund maintained by a sponsoring organization, have excess business holdings at any time during the year?		
9	Sponsoring organizations maintaining donor advised funds.		
a	Did the organization make any taxable distributions under section 4966?		
b	Did the organization make a distribution to a donor, donor advisor, or related person?		
10	Section 501(c)(7) organizations. Enter:		
a	Initiation fees and capital contributions included on Part VIII, line 12. 10a _____		
b	Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities. 10b _____		
11	Section 501(c)(12) organizations. Enter:		
a	Gross income from members or shareholders. 11a _____		
b	Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them.) 11b _____		
12a	Section 4947(a)(1) non-exempt charitable trusts. Is the organization filing Form 990 in lieu of Form 1041?		
b	If "Yes," enter the amount of tax-exempt interest received or accrued during the year. 12b _____		
13	Section 501(c)(29) qualified nonprofit health insurance issuers.		
a	Is the organization licensed to issue qualified health plans in more than one state? Note. See the instructions for additional information the organization must report on Schedule O.		
b	Enter the amount of reserves the organization is required to maintain by the states in which the organization is licensed to issue qualified health plans. 13b _____		
c	Enter the amount of reserves on hand. 13c _____		
14a	Did the organization receive any payments for indoor tanning services during the tax year?		X
b	If "Yes," has it filed a Form 720 to report these payments? If "No," provide an explanation in Schedule O		

Part VI Governance, Management, and Disclosure For each "Yes" response to lines 2 through 7b below, and for a "No" response to line 8a, 8b, or 10b below, describe the circumstances, processes, or changes in Schedule O. See instructions.

Check if Schedule O contains a response to any question in this Part VI

Section A. Governing Body and Management

		Yes	No
1a	Enter the number of voting members of the governing body at the end of the tax year. If there are material differences in voting rights among members of the governing body, or if the governing body delegated broad authority to an executive committee or similar committee, explain in Schedule O.		
1b	Enter the number of voting members included in line 1a, above, who are independent		
2	Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee?		X
3	Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors, or trustees, or key employees to a management company or other person?		X
4	Did the organization make any significant changes to its governing documents since the prior Form 990 was filed?		X
5	Did the organization become aware during the year of a significant diversion of the organization's assets?		X
6	Did the organization have members or stockholders?		X
7a	Did the organization have members, stockholders, or other persons who had the power to elect or appoint one or more members of the governing body?		X
7b	Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or persons other than the governing body?		X
8	Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following:		
8a	The governing body?	X	
8b	Each committee with authority to act on behalf of the governing body?	X	
9	Is there any officer, director, trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? If "Yes," provide the names and addresses in Schedule O.		X

Section B. Policies (This Section B requests information about policies not required by the Internal Revenue Code)

		Yes	No
10a	Did the organization have local chapters, branches, or affiliates?		X
10b	If "Yes," did the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with the organization's exempt purposes?		
11a	Has the organization provided a complete copy of this Form 990 to all members of its governing body before filing the form?	X	
11b	Describe in Schedule O the process, if any, used by the organization to review this Form 990		
12a	Did the organization have a written conflict of interest policy? If "No," go to line 13		X
12b	Were officers, directors, or trustees, and key employees required to disclose annually interests that could give rise to conflicts?		
12c	Did the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe in Schedule O how this was done		
13	Did the organization have a written whistleblower policy?		X
14	Did the organization have a written document retention and destruction policy?		X
15	Did the process for determining compensation of the following persons include a review and approval by independent persons, comparability data, and contemporaneous substantiation of the deliberation and decision?		
15a	The organization's CEO, Executive Director, or top management official		X
15b	Other officers or key employees of the organization		X
	If "Yes" to line 15a or 15b, describe the process in Schedule O (see instructions)		
16a	Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year?		X
16b	If "Yes," did the organization follow a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable federal tax law, and take steps to safeguard the organization's exempt status with respect to such arrangements?		

Section C. Disclosure

- 17** List the states with which a copy of this Form 990 is required to be filed **▶ MA**
- 18** Section 6104 requires an organization to make its Forms 1023 (or 1024 if applicable), 990, and 990-T (Section 501(c)(3)s only) available for public inspection. Indicate how you made these available. Check all that apply.
 Own website Another's website Upon request Other (explain in Schedule O)
- 19** Describe in Schedule O whether (and if so, how), the organization made its governing documents, conflict of interest policy, and financial statements available to the public during the tax year.
- 20** State the name, physical address, and telephone number of the person who possesses the books and records of the organization **▶**
CHOATE HALL & STEWART LLP - (617) 248-4760
TWO INTERNATIONAL PLACE, BOSTON, MA 02110

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Part VIII Statement of Revenue

Check if Schedule O contains a response to any question in this Part VIII

		(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512, 513, or 514	
Contributions, Gifts, Grants and Other Similar Amounts	1 a Federated campaigns	1a				
	b Membership dues	1b				
	c Fundraising events	1c				
	d Related organizations	1d				
	e Government grants (contributions)	1e				
	f All other contributions, gifts, grants, and similar amounts not included above	1f				
	g Noncash contributions included in lines 1a-1f \$					
	h Total. Add lines 1a-1f					
Program Service Revenue	Business Code					
	2 a					
	b					
	c					
	d					
	e					
	f All other program service revenue					
g Total. Add lines 2a-2f						
Other Revenue	3 Investment income (including dividends, interest, and other similar amounts)		96,176.	96,176.		
	4 Income from investment of tax-exempt bond proceeds					
	5 Royalties					
	6 a Gross rents	(i) Real				
		(ii) Personal				
		b Less. rental expenses				
		c Rental income or (loss)				
	d Net rental income or (loss)					
	7 a Gross amount from sales of assets other than inventory	(i) Securities				
		(ii) Other				
		b Less. cost or other basis and sales expenses				
		c Gain or (loss)				
	d Net gain or (loss)		907,353.	907,353.		
	8 a Gross income from fundraising events (not including \$ _____ of contributions reported on line 1c) See Part IV, line 18	a				
	b Less direct expenses	b				
c Net income or (loss) from fundraising events						
9 a Gross income from gaming activities See Part IV, line 19	a					
b Less direct expenses	b					
c Net income or (loss) from gaming activities						
10 a Gross sales of inventory, less returns and allowances	a					
b Less: cost of goods sold	b					
c Net income or (loss) from sales of inventory						
Miscellaneous Revenue		Business Code				
11 a						
b						
c						
d All other revenue						
e Total. Add lines 11a-11d						
12 Total revenue. See instructions.		1,003,529.	1,003,529.	0.	0.	

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Part IX Statement of Functional Expenses

Section 501(c)(3) and 501(c)(4) organizations must complete all columns. All other organizations must complete column (A)

Check if Schedule O contains a response to any question in this Part IX

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1 Grants and other assistance to governments and organizations in the United States. See Part IV, line 21	68,442.	68,442.		
2 Grants and other assistance to individuals in the United States. See Part IV, line 22				
3 Grants and other assistance to governments, organizations, and individuals outside the United States. See Part IV, lines 15 and 16				
4 Benefits paid to or for members				
5 Compensation of current officers, directors, trustees, and key employees	2,902.	290.	2,612.	
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)				
7 Other salaries and wages				
8 Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions)				
9 Other employee benefits				
10 Payroll taxes				
11 Fees for services (non-employees):				
a Management				
b Legal				
c Accounting				
d Lobbying				
e Professional fundraising services. See Part IV, line 17				
f Investment management fees				
g Other (If line 11g amount exceeds 10% of line 25, column (A) amount, list line 11g expenses on Sch O.)				
12 Advertising and promotion				
13 Office expenses				
14 Information technology				
15 Royalties				
16 Occupancy				
17 Travel				
18 Payments of travel or entertainment expenses for any federal, state, or local public officials				
19 Conferences, conventions, and meetings				
20 Interest				
21 Payments to affiliates				
22 Depreciation, depletion, and amortization				
23 Insurance				
24 Other expenses. Itemize expenses not covered above. (List miscellaneous expenses in line 24e. If line 24e amount exceeds 10% of line 25, column (A) amount, list line 24e expenses on Schedule O.)				
a <u>CHOATE HALL & STEWART L</u>	31,189.	3,119.	28,070.	
b <u>CHOATE HALL & STEWART L</u>	3,797.	1,898.	1,899.	
c <u>FOREIGN TAX WITHHELD ON</u>	2,085.		2,085.	
d <u>COMMONWEALTH OF MASSACH</u>	35.	35.		
e All other expenses				
25 Total functional expenses. Add lines 1 through 24e	108,450.	73,784.	34,666.	0.
26 Joint costs. Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation.				

Check here if following SOP 98-2 (ASC 958-720)

PHILIP HOFER CHARITABLE TRUST
 DTD 12/15/81

Form 990 (2012)

04-6469904 Page 11

Part X Balance Sheet

Check if Schedule O contains a response to any question in this Part X

		(A) Beginning of year		(B) End of year
Assets	1 Cash - non-interest-bearing		1	
	2 Savings and temporary cash investments	711,365.	2	165,230.
	3 Pledges and grants receivable, net		3	
	4 Accounts receivable, net		4	
	5 Loans and other receivables from current and former officers, directors, trustees, key employees, and highest compensated employees. Complete Part II of Schedule L		5	
	6 Loans and other receivables from other disqualified persons (as defined under section 4958(f)(1)), persons described in section 4958(c)(3)(B), and contributing employers and sponsoring organizations of section 501(c)(9) voluntary employees' beneficiary organizations (see instr). Complete Part II of Sch L		6	
	7 Notes and loans receivable, net		7	
	8 Inventories for sale or use		8	
	9 Prepaid expenses and deferred charges		9	
	10a Land, buildings, and equipment cost or other basis Complete Part VI of Schedule D	10a		
	b Less. accumulated depreciation	10b	10c	
	11 Investments - publicly traded securities	1,565,536.	11	1,996,956.
	12 Investments - other securities. See Part IV, line 11	24,137.	12	1,029,814.
	13 Investments - program-related See Part IV, line 11		13	
	14 Intangible assets		14	
	15 Other assets See Part IV, line 11		15	
16 Total assets. Add lines 1 through 15 (must equal line 34)	2,301,038.	16	3,192,000.	
Liabilities	17 Accounts payable and accrued expenses		17	
	18 Grants payable		18	
	19 Deferred revenue		19	
	20 Tax-exempt bond liabilities		20	
	21 Escrow or custodial account liability. Complete Part IV of Schedule D		21	
	22 Loans and other payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons Complete Part II of Schedule L		22	
	23 Secured mortgages and notes payable to unrelated third parties		23	
	24 Unsecured notes and loans payable to unrelated third parties		24	
	25 Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17-24) Complete Part X of Schedule D		25	
	26 Total liabilities. Add lines 17 through 25	0.	26	0.
Net Assets or Fund Balances	Organizations that follow SFAS 117 (ASC 958), check here <input type="checkbox"/> and complete lines 27 through 29, and lines 33 and 34.			
	27 Unrestricted net assets		27	
	28 Temporarily restricted net assets		28	
	29 Permanently restricted net assets		29	
	Organizations that do not follow SFAS 117 (ASC 958), check here <input checked="" type="checkbox"/> and complete lines 30 through 34.			
	30 Capital stock or trust principal, or current funds	2,301,038.	30	3,192,000.
	31 Paid-in or capital surplus, or land, building, or equipment fund	0.	31	0.
	32 Retained earnings, endowment, accumulated income, or other funds	0.	32	0.
33 Total net assets or fund balances	2,301,038.	33	3,192,000.	
34 Total liabilities and net assets/fund balances	2,301,038.	34	3,192,000.	

Form 990 (2012)

Part XI Reconciliation of Net Assets

Check if Schedule O contains a response to any question in this Part XI

1	Total revenue (must equal Part VIII, column (A), line 12)	1,003,529.
2	Total expenses (must equal Part IX, column (A), line 25)	108,450.
3	Revenue less expenses. Subtract line 2 from line 1	895,079.
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	2,301,038.
5	Net unrealized gains (losses) on investments	
6	Donated services and use of facilities	
7	Investment expenses	
8	Prior period adjustments	
9	Other changes in net assets or fund balances (explain in Schedule O)	-4,117.
10	Net assets or fund balances at end of year. Combine lines 3 through 9 (must equal Part X, line 33, column (B))	3,192,000.

Part XII Financial Statements and Reporting

Check if Schedule O contains a response to any question in this Part XII

	Yes	No
1 Accounting method used to prepare the Form 990 <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other _____ If the organization changed its method of accounting from a prior year or checked "Other," explain in Schedule O		
2a Were the organization's financial statements compiled or reviewed by an independent accountant? If "Yes," check a box below to indicate whether the financial statements for the year were compiled or reviewed on a separate basis, consolidated basis, or both. <input type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis		X
b Were the organization's financial statements audited by an independent accountant? If "Yes," check a box below to indicate whether the financial statements for the year were audited on a separate basis, consolidated basis, or both. <input type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis		X
c If "Yes" to line 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant? If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O		
3a As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133?		X
b If "Yes," did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why in Schedule O and describe any steps taken to undergo such audits		

Form 990 (2012)

SCHEDULE A
(Form 990 or 990-EZ)

Public Charity Status and Public Support

OMB No 1545-0047

2012

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

Complete if the organization is a section 501(c)(3) organization or a section 4947(a)(1) nonexempt charitable trust.

▶ Attach to Form 990 or Form 990-EZ. ▶ See separate instructions.

Name of the organization **PHILIP HOFER CHARITABLE TRUST** Employer identification number **04-6469904**
DTD 12/15/81

Part I Reason for Public Charity Status (All organizations must complete this part.) See instructions

The organization is not a private foundation because it is (For lines 1 through 11, check only one box.)

- 1 A church, convention of churches, or association of churches described in section 170(b)(1)(A)(i).
- 2 A school described in section 170(b)(1)(A)(ii). (Attach Schedule E)
- 3 A hospital or a cooperative hospital service organization described in section 170(b)(1)(A)(iii).
- 4 A medical research organization operated in conjunction with a hospital described in section 170(b)(1)(A)(iii). Enter the hospital's name, city, and state _____
- 5 An organization operated for the benefit of a college or university owned or operated by a governmental unit described in section 170(b)(1)(A)(iv). (Complete Part II.)
- 6 A federal, state, or local government or governmental unit described in section 170(b)(1)(A)(v).
- 7 An organization that normally receives a substantial part of its support from a governmental unit or from the general public described in section 170(b)(1)(A)(vi). (Complete Part II.)
- 8 A community trust described in section 170(b)(1)(A)(vi). (Complete Part II.)
- 9 An organization that normally receives (1) more than 33 1/3% of its support from contributions, membership fees, and gross receipts from activities related to its exempt functions - subject to certain exceptions, and (2) no more than 33 1/3% of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975. See section 509(a)(2). (Complete Part III.)
- 10 An organization organized and operated exclusively to test for public safety. See section 509(a)(4).
- 11 An organization organized and operated exclusively for the benefit of, to perform the functions of, or to carry out the purposes of one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2). See section 509(a)(3). Check the box that describes the type of supporting organization and complete lines 11e through 11h.
 - a Type I
 - b Type II
 - c Type III - Functionally integrated
 - d Type III - Non-functionally integrated
- e By checking this box, I certify that the organization is not controlled directly or indirectly by one or more disqualified persons other than foundation managers and other than one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2).
- f If the organization received a written determination from the IRS that it is a Type I, Type II, or Type III supporting organization, check this box
- g Since August 17, 2006, has the organization accepted any gift or contribution from any of the following persons?
 - (i) A person who directly or indirectly controls, either alone or together with persons described in (ii) and (iii) below, the governing body of the supported organization?
 - (ii) A family member of a person described in (i) above?
 - (iii) A 35% controlled entity of a person described in (i) or (ii) above?
- h Provide the following information about the supported organization(s)

	Yes	No
11g(i)		X
11g(ii)		X
11g(iii)		X

(i) Name of supported organization	(ii) EIN	(iii) Type of organization (described on lines 1-9 above or IRC section (see instructions))	(iv) Is the organization in col. (i) listed in your governing document?		(v) Did you notify the organization in col. (i) of your support?		(vi) Is the organization in col. (i) organized in the U.S.?		(vii) Amount of monetary support
			Yes	No	Yes	No	Yes	No	
PRESIDENT AND FELLOWS	04-2103580	5	X		X		X		68,442.
Total	1								68,442.

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990 or 990-EZ.

Schedule A (Form 990 or 990-EZ) 2012

Part II Support Schedule for Organizations Described in Sections 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi)

(Complete only if you checked the box on line 5, 7, or 8 of Part I or if the organization failed to qualify under Part III. If the organization fails to qualify under the tests listed below, please complete Part III.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ▶	(a) 2008	(b) 2009	(c) 2010	(d) 2011	(e) 2012	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")						
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
3 The value of services or facilities furnished by a governmental unit to the organization without charge						
4 Total. Add lines 1 through 3						
5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f)						
6 Public support. Subtract line 5 from line 4						

Section B. Total Support

Calendar year (or fiscal year beginning in) ▶	(a) 2008	(b) 2009	(c) 2010	(d) 2011	(e) 2012	(f) Total
7 Amounts from line 4						
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources						
9 Net income from unrelated business activities, whether or not the business is regularly carried on						
10 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV)						
11 Total support. Add lines 7 through 10						
12 Gross receipts from related activities, etc. (see instructions)					12	
13 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here ▶ <input type="checkbox"/>						

Section C. Computation of Public Support Percentage

14 Public support percentage for 2012 (line 6, column (f) divided by line 11, column (f))	14	%
15 Public support percentage from 2011 Schedule A, Part II, line 14	15	%
16a 33 1/3% support test - 2012. If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization ▶ <input type="checkbox"/>		
b 33 1/3% support test - 2011. If the organization did not check a box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization ▶ <input type="checkbox"/>		
17a 10% -facts-and-circumstances test - 2012. If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization ▶ <input type="checkbox"/>		
b 10% -facts-and-circumstances test - 2011. If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization ▶ <input type="checkbox"/>		
18 Private foundation. If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions ▶ <input type="checkbox"/>		

Part III Support Schedule for Organizations Described in Section 509(a)(2)

(Complete only if you checked the box on line 9 of Part I or if the organization failed to qualify under Part II. If the organization fails to qualify under the tests listed below, please complete Part II.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ►	(a) 2008	(b) 2009	(c) 2010	(d) 2011	(e) 2012	(f) Total
1 Gifts, grants, contributions, and membership fees received (Do not include any "unusual grants.")						
2 Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose						
3 Gross receipts from activities that are not an unrelated trade or business under section 513						
4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
5 The value of services or facilities furnished by a governmental unit to the organization without charge						
6 Total. Add lines 1 through 5						
7a Amounts included on lines 1, 2, and 3 received from disqualified persons						
b Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of \$5,000 or 1% of the amount on line 13 for the year						
c Add lines 7a and 7b						
8 Public support (Subtract line 7c from line 6)						

Section B. Total Support

Calendar year (or fiscal year beginning in) ►	(a) 2008	(b) 2009	(c) 2010	(d) 2011	(e) 2012	(f) Total
9 Amounts from line 6						
10a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources						
b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975						
c Add lines 10a and 10b						
11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on						
12 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)						
13 Total support (Add lines 9, 10c, 11, and 12)						

14 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here

Section C. Computation of Public Support Percentage

15 Public support percentage for 2012 (line 8, column (f) divided by line 13, column (f))	15	%
16 Public support percentage from 2011 Schedule A, Part III, line 15	16	%

Section D. Computation of Investment Income Percentage

17 Investment income percentage for 2012 (line 10c, column (f) divided by line 13, column (f))	17	%
18 Investment income percentage from 2011 Schedule A, Part III, line 17	18	%

19a 33 1/3% support tests - 2012. If the organization did not check the box on line 14, and line 15 is more than 33 1/3%, and line 17 is not more than 33 1/3%, check this box and stop here. The organization qualifies as a publicly supported organization

b 33 1/3% support tests - 2011. If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3%, and line 18 is not more than 33 1/3%, check this box and stop here. The organization qualifies as a publicly supported organization

20 Private foundation. If the organization did not check a box on line 14, 19a, or 19b, check this box and see instructions

SCHEDULE D
(Form 990)

Department of the Treasury
Internal Revenue Service

Supplemental Financial Statements

▶ Complete if the organization answered "Yes," to Form 990, Part IV, line 6, 7, 8, 9, 10, 11a, 11b, 11c, 11d, 11e, 11f, 12a, or 12b.
▶ Attach to Form 990. ▶ See separate instructions.

OMB No 1545-0047

2012
Open to Public
Inspection

Name of the organization **PHILIP HOFER CHARITABLE TRUST**
DTD 12/15/81

Employer identification number
04-6469904

Part I Organizations Maintaining Donor Advised Funds or Other Similar Funds or Accounts. Complete if the organization answered "Yes" to Form 990, Part IV, line 6

	(a) Donor advised funds	(b) Funds and other accounts
1 Total number at end of year		
2 Aggregate contributions to (during year)		
3 Aggregate grants from (during year)		
4 Aggregate value at end of year		
5 Did the organization inform all donors and donor advisors in writing that the assets held in donor advised funds are the organization's property, subject to the organization's exclusive legal control?		<input type="checkbox"/> Yes <input type="checkbox"/> No
6 Did the organization inform all grantees, donors, and donor advisors in writing that grant funds can be used only for charitable purposes and not for the benefit of the donor or donor advisor, or for any other purpose conferring impermissible private benefit?		<input type="checkbox"/> Yes <input type="checkbox"/> No

Part II Conservation Easements. Complete if the organization answered "Yes" to Form 990, Part IV, line 7

1 Purpose(s) of conservation easements held by the organization (check all that apply)

Preservation of land for public use (e.g., recreation or education) Preservation of an historically important land area

Protection of natural habitat Preservation of a certified historic structure

Preservation of open space

2 Complete lines 2a through 2d if the organization held a qualified conservation contribution in the form of a conservation easement on the last day of the tax year

	Held at the End of the Tax Year
a Total number of conservation easements	2a
b Total acreage restricted by conservation easements	2b
c Number of conservation easements on a certified historic structure included in (a)	2c
d Number of conservation easements included in (c) acquired after 8/17/06, and not on a historic structure listed in the National Register	2d

3 Number of conservation easements modified, transferred, released, extinguished, or terminated by the organization during the tax year ▶ _____

4 Number of states where property subject to conservation easement is located ▶ _____

5 Does the organization have a written policy regarding the periodic monitoring, inspection, handling of violations, and enforcement of the conservation easements it holds? Yes No

6 Staff and volunteer hours devoted to monitoring, inspecting, and enforcing conservation easements during the year ▶ _____

7 Amount of expenses incurred in monitoring, inspecting, and enforcing conservation easements during the year ▶ \$ _____

8 Does each conservation easement reported on line 2(d) above satisfy the requirements of section 170(h)(4)(B)(i) and section 170(h)(4)(B)(ii)? Yes No

9 In Part XIII, describe how the organization reports conservation easements in its revenue and expense statement, and balance sheet, and include, if applicable, the text of the footnote to the organization's financial statements that describes the organization's accounting for conservation easements.

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets.

Complete if the organization answered "Yes" to Form 990, Part IV, line 8

- 1a If the organization elected, as permitted under SFAS 116 (ASC 958), not to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide, in Part XIII, the text of the footnote to its financial statements that describes these items.
- b If the organization elected, as permitted under SFAS 116 (ASC 958), to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide the following amounts relating to these items:
- (i) Revenues included in Form 990, Part VIII, line 1 ▶ \$ _____
- (ii) Assets included in Form 990, Part X ▶ \$ _____
- 2 If the organization received or held works of art, historical treasures, or other similar assets for financial gain, provide the following amounts required to be reported under SFAS 116 (ASC 958) relating to these items
- a Revenues included in Form 990, Part VIII, line 1 ▶ \$ _____
- b Assets included in Form 990, Part X ▶ \$ _____

PHILIP HOFER CHARITABLE TRUST

Schedule D (Form 990) 2012

DTD 12/15/81

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Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets (continued)

- 3 Using the organization's acquisition, accession, and other records, check any of the following that are a significant use of its collection items (check all that apply):
- a Public exhibition
 - b Scholarly research
 - c Preservation for future generations
 - d Loan or exchange programs
 - e Other _____
- 4 Provide a description of the organization's collections and explain how they further the organization's exempt purpose in Part XIII
- 5 During the year, did the organization solicit or receive donations of art, historical treasures, or other similar assets to be sold to raise funds rather than to be maintained as part of the organization's collection? Yes No

Part IV Escrow and Custodial Arrangements. Complete if the organization answered "Yes" to Form 990, Part IV, line 9, or reported an amount on Form 990, Part X, line 21

- 1a Is the organization an agent, trustee, custodian or other intermediary for contributions or other assets not included on Form 990, Part X? Yes No
- b If "Yes," explain the arrangement in Part XIII and complete the following table
- | | Amount |
|----|--------|
| 1c | |
| 1d | |
| 1e | |
| 1f | |
- c Beginning balance
- d Additions during the year
- e Distributions during the year
- f Ending balance
- 2a Did the organization include an amount on Form 990, Part X, line 21? Yes No
- b If "Yes," explain the arrangement in Part XIII. Check here if the explanation has been provided in Part XIII

Part V Endowment Funds. Complete if the organization answered "Yes" to Form 990, Part IV, line 10.

	(a) Current year	(b) Prior year	(c) Two years back	(d) Three years back	(e) Four years back
1a Beginning of year balance					
b Contributions					
c Net investment earnings, gains, and losses					
d Grants or scholarships					
e Other expenditures for facilities and programs					
f Administrative expenses					
g End of year balance					

- 2 Provide the estimated percentage of the current year end balance (line 1g, column (a)) held as:
- a Board designated or quasi-endowment ▶ _____ %
 - b Permanent endowment ▶ _____ %
 - c Temporarily restricted endowment ▶ _____ %
- The percentages in lines 2a, 2b, and 2c should equal 100%
- 3a Are there endowment funds not in the possession of the organization that are held and administered for the organization by:
- | | Yes | No |
|-----------------------------|-----|----|
| (i) unrelated organizations | | |
| (ii) related organizations | | |
- b If "Yes" to 3a(ii), are the related organizations listed as required on Schedule R?
- 4 Describe in Part XIII the intended uses of the organization's endowment funds

Part VI Land, Buildings, and Equipment. See Form 990, Part X, line 10

Description of property	(a) Cost or other basis (investment)	(b) Cost or other basis (other)	(c) Accumulated depreciation	(d) Book value
1a Land				
b Buildings				
c Leasehold improvements				
d Equipment				
e Other				

Total. Add lines 1a through 1e. (Column (d) must equal Form 990, Part X, column (B), line 10(c)) ▶ 0.

PHILIP HOFER CHARITABLE TRUST

Schedule D (Form 990) 2012

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Part VII Investments - Other Securities. See Form 990, Part X, line 12

(a) Description of security or category (including name of security)	(b) Book value	(c) Method of valuation. Cost or end-of-year market value
(1) Financial derivatives		
(2) Closely-held equity interests		
(3) Other		
(A) ISHARES CORE S&P 500 ETF	552,088.	COST
(B) VANGUARD DIVIDEND		
(C) APPRECIATION INDEX FUND	171,494.	COST
(D) VANGUARD MSCI EAFE ETF	306,232.	COST
(E)		
(F)		
(G)		
(H)		
(I)		
Total. (Col. (b) must equal Form 990, Part X, col. (B) line 12.)	1,029,814.	

Part VIII Investments - Program Related. See Form 990, Part X, line 13

(a) Description of investment type	(b) Book value	(c) Method of valuation. Cost or end-of-year market value
(1)		
(2)		
(3)		
(4)		
(5)		
(6)		
(7)		
(8)		
(9)		
(10)		
Total. (Col. (b) must equal Form 990, Part X, col. (B) line 13.)		

Part IX Other Assets. See Form 990, Part X, line 15

(a) Description	(b) Book value
(1)	
(2)	
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
(10)	
Total. (Column (b) must equal Form 990, Part X, col. (B) line 15.)	

Part X Other Liabilities. See Form 990, Part X, line 25.

1. (a) Description of liability	(b) Book value
(1) Federal income taxes	
(2)	
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
(10)	
(11)	
Total. (Column (b) must equal Form 990, Part X, col. (B) line 25.)	

2. FIN 48 (ASC 740) Footnote In Part XIII, provide the text of the footnote to the organization's financial statements that reports the organization's liability for uncertain tax positions under FIN 48 (ASC 740). Check here if the text of the footnote has been provided in Part XIII

**SCHEDULE I
(Form 990)**

Department of the Treasury
Internal Revenue Service

OMB No 1545-0047-

2012

Open to Public
Inspection

**Grants and Other Assistance to Organizations,
Governments, and Individuals in the United States**

Complete if the organization answered "Yes" to Form 990, Part IV, line 21 or 22.
▶ Attach to Form 990.

Name of the organization **PHILIP HOFER CHARITABLE TRUST**

DTD 12/15/81

Employer identification number
04-6469904

Part I General Information on Grants and Assistance

1 Does the organization maintain records to substantiate the amount of the grants or assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance? Yes No

2 Describe in Part IV the organization's procedures for monitoring the use of grant funds in the United States.

Part II Grants and Other Assistance to Governments and Organizations in the United States. Complete if the organization answered "Yes" to Form 990, Part IV, line 21, for any recipient that received more than \$5,000. Part II can be duplicated if additional space is needed

1 (a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
HOUGHTON LIBRARY - HARVARD UNIVERSITY - HARVARD YARD, HARVARD UNIVERSITY - CAMBRIDGE, MA 02138	04-2103580	501(C)(3)	68,442.	0.			THE LIBRARY ACQUIRES, ORGANIZES, PRESERVES, AND MAKES READILY AVAILABLE COLLECTIONS OF SCHOLARLY

2 Enter total number of section 501(c)(3) and government organizations listed in the line 1 table

3 Enter total number of other organizations listed in the line 1 table

▶ 1.
▶ 0.

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990.

SEE PART IV FOR COLUMN (H) DESCRIPTIONS

PHILIP HOFER CHARITABLE TRUST

Schedule I (Form 990) (2012)

DTD 12/15/81

04 - 6469904

Page 2

Part III Grants and Other Assistance to Individuals in the United States. Complete if the organization answered "Yes" to Form 990, Part IV, line 22
 Part III can be duplicated if additional space is needed

(a) Type of grant or assistance	(b) Number of recipients	(c) Amount of cash grant	(d) Amount of non-cash assistance	(e) Method of valuation (book, FMV, appraisal, other)	(f) Description of non-cash assistance

Part IV Supplemental Information. Complete this part to provide the information required in Part I, line 2, Part III, column (b), and any other additional information

PART II, LINE 1, COLUMN (H):

NAME OF ORGANIZATION OR GOVERNMENT: HOUGHTON LIBRARY - HARVARD UNIVERSITY

(H) PURPOSE OF GRANT OR ASSISTANCE: THE LIBRARY ACQUIRES, ORGANIZES, PRESERVES, AND MAKES READILY AVAILABLE COLLECTIONS OF SCHOLARLY MATERIALS.

SCHEDULE O
(Form 990 or 990-EZ)

Supplemental Information to Form 990 or 990-EZ

OMB No 1545-0047

2012

Open to Public
Inspection

Department of the Treasury
Internal Revenue Service

Complete to provide information for responses to specific questions on
Form 990 or 990-EZ or to provide any additional information.
▶ Attach to Form 990 or 990-EZ.

Name of the organization	PHILIP HOFER CHARITABLE TRUST DTD 12/15/81	Employer identification number	04-6469904
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FORM 990, PART VI, SECTION B, LINE 11: THE ANNUAL FORM 990 (AND STATE FORM PC) ARE PROVIDED TO THE PROFESSIONAL, MANAGING TRUSTEE, F. DAVIS DASSORI, FOR HIS REVIEW AND SIGNATURE. MR. DASSORI, AN ATTORNEY AND PROFESSIONAL FIDUCIARY, REVIEWS THE RETURNS BEFORE SIGNING THEM. THE RETURNS ARE ALSO PROVIDED TO THE CPA FIRM THAT PERFORMS A REVIEW OF THE FINANCIAL STATEMENTS, WHEN REQUIRED IN ANY GIVEN YEAR, IN ACCORDANCE WITH GAAP.

FORM 990, PART VI, SECTION C, LINE 19: UPON REQUEST.

FORM 990, PART VII CONTACT ADDRESSES FOR OFFICERS, DIRECTORS, ETC:

F. DAVIS DASSORI - CHOATE HALL & STEWART LLP TWO INT'L PLACE
BOSTON, MA 02110

ARTHUR E. VERSHBOW (DEC.4/16/12) - CHOATE HALL & STEWART LLP TWO INT'L PLA
BOSTON, MA 02110

ERNEST E. MONRAD - CHOATE HALL & STEWART LLP TWO INT'L PLACE
BOSTON, MA 02110

FORM 990, PART XI, LINE 9, CHANGES IN NET ASSETS:

COST BASIS ADJUSTMENTS FOR RETURN OF CAPITAL	-788.
ROUNDING	-1.
2012 DIVIDENDS RECEIVED IN 2013	-2,015.
OUTSIDE TRUSEES FEES PAID IN 2012, TO BE REDEPOSITED IN 2013	-1,313.
TOTAL TO FORM 990, PART XI, LINE 9	-4,117.

FROM 01/01/2012
TO 12/31/2012

CHOATE, HALL & STEWART LLP
STATEMENT OF CAPITAL GAINS AND LOSSES
PHILIP HOFER CHARITABLE TRUST

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TRUST YEAR ENDING 12/31/2012

TAX PREPARER. TPK
TRUST ADMINISTRATOR 30
INVESTMENT OFFICER

LEGEND: F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM	NC
1000 0000 ANALOG DEVICES INC COM - 032654105 - MINOR = 43							
SOLD		03/07/2012	38059.31				
ACQ	1000.0000	05/01/2006	38059.31	37420.00	639.31	LT15	Y
1500 0000 AUTOMATIC DATA PROCESSING COM - 053015103 - MINOR = 43							
SOLD		03/07/2012	81403.53				
ACQ	500.0000	01/18/2001	27134.51	27124.97	9.54	LT15	Y
	1000.0000	02/11/2000	54269.02	41998.93	12270.09	LT15	Y
1500 0000 B P AMOCO P L C ADR SPONSORED - 055622104 - MINOR = 44							
SOLD		03/07/2012	69838.74				
ACQ	1059.3330	11/15/1982	49321.65	7712.89	41608.76	LT15	Y
	440.6670	02/17/1982	20517.09	3223.93	17293.16	LT15	Y
2300 0000 BOSTON SCIENTIFIC CORP COM - 101137107 - MINOR = 43							
SOLD		03/07/2012	13064.22				
ACQ	2300.0000	08/11/2006	13064.22	37458.26	-24394.04	LT15	Y
1600.0000 BRISTOL MYERS SQUIBB CO COM - 110122108 - MINOR = 43							
SOLD		03/07/2012	51840.02				
ACQ	1600.0000	12/29/1986	51840.02	16071.75	35768.27	LT15	Y
375 0000 BROADRIDGE FINL SOLUTIONS INC - 11133T103 - MINOR = 43							
SOLD		03/07/2012	8859.22				
ACQ	125.0000	01/18/2001	2953.07	2903.78	49.29	LT15	Y
	250.0000	02/11/2000	5906.15	4496.07	1410.08	LT15	Y
600.0000 CARDINAL HEALTH INC COM - 14149Y108 - MINOR = 43							
SOLD		03/07/2012	24635.55				
ACQ	600.0000	01/21/2003	24635.55	25787.50	-1151.95	LT15	Y
300.0000 CAREFUSION CORP - 14170T101 - MINOR = 43							
SOLD		03/07/2012	7469.86				
ACQ	300.0000	01/21/2003	7469.86	10218.50	-2748.64	LT15	Y
160 0000 CITIGROUP INC - 172967424 - MINOR = 43							
SOLD		03/07/2012	5311.93				
ACQ	90.0000	02/09/2004	2987.96	44361.00	-41373.04	LT15	Y
	70.0000	05/01/2006	2323.97	34923.00	-32599.03	LT15	Y
1600 0000 COCA COLA CO COM - 191216100 - MINOR = 43							
SOLD		03/07/2012	109790.02				
ACQ	1600.0000	06/23/1995	109790.02	52412.00	57378.02	LT15	Y
1400.0000 DOMINI26441C2040N RES INC VA NEW COM - 25746U109 - MINOR = 43							
SOLD		03/07/2012	70552.14				
ACQ	1400.0000	05/01/2006	70552.14	52441.06	18111.08	LT15	Y
3000 0000 EMERSON ELEC CO COM - 291011104 - MINOR = 43							
SOLD		03/07/2012	147207.34				
ACQ	3000.0000	07/02/1985	147207.34	18518.75	128688.59	LT15	Y
2000 0000 EXXON MOBIL CORP COM - 30231G102 - MINOR = 43							
SOLD		03/07/2012	171396.91				
ACQ	2000.0000	11/15/1982	171396.91	7206.25	164190.66	LT15	Y
360 0000 FRONTIER COMMUNICATIONS CORP - 35906A108 - MINOR = 43							
SOLD		03/07/2012	1540.76				
ACQ	101.3250	07/29/1987	433.66	292.05	141.61	LT15	Y
	190.9880	11/15/1982	817.41	440.98	376.43	LT15	Y
	67.1520	05/01/2006	287.40	462.79	-175.39	LT15	Y
	5350	05/21/1986	2.29	1.25	1.04	LT15	Y
FOUND UPDATE 02/16/13							
1500.0000 HEWLETT PACKARD CO COM - 428236103 - MINOR = 43							
SOLD		03/07/2012	36374.34				
ACQ	1500.0000	06/19/1996	36374.34	28526.06	7848.28	LT15	Y
4000 0000 INTEL CORP COM - 458140100 - MINOR = 43							
SOLD		03/07/2012	107438.06				
ACQ	2000.0000	10/03/1997	53719.03	46812.50	6906.53	LT15	Y
	2000.0000	06/25/1998	53719.03	37781.25	15937.78	LT15	Y
3400.0000 JOHNSON & JOHNSON COM - 478160104 - MINOR = 43							
SOLD		03/07/2012	218446.06				
ACQ	3400.0000	07/10/1984	218446.06	6413.25	212032.81	LT15	Y
2000 0000 LEGGETT & PLATT INC COM - 524660107 - MINOR = 43							
SOLD		03/07/2012	44059.20				
ACQ	2000.0000	08/28/2003	44059.20	45895.00	-1835.80	LT15	Y
1200.0000 MCGRAW HILL COMPANIES INC - 580645109 - MINOR = 43							
SOLD		03/07/2012	54959.00				
ACQ	1200.0000	01/14/2002	54959.00	36894.00	18065.00	LT15	Y
1300.0000 MICROSOFT CORP COM - 594918104 - MINOR = 43							
SOLD		03/07/2012	41222.25				
ACQ	1300.0000	08/28/2003	41222.25	34372.00	6850.25	LT15	Y
2400.0000 NOKIA CORP SPONSORED ADR - 654902204 - MINOR = 44							
SOLD		03/07/2012	11999.78				
ACQ	2400.0000	01/21/2003	11999.78	35904.00	-23904.22	LT15	Y
2000 0000 PFIZER INC COM - 717081103 - MINOR = 43							
SOLD		03/07/2012	42719.22				
ACQ	2000.0000	05/01/2006	42719.22	50260.00	-7540.78	LT15	Y
3600.0000 PROCTER & GAMBLE CO COM - 742718109 - MINOR = 43							
SOLD		03/07/2012	239110.21				
ACQ	1920.0000	02/17/1982	127525.45	4975.24	122550.21	LT15	Y
	1680.0000	07/21/1983	111584.76	5542.26	106042.50	LT15	Y
1600.0000 SYSCO CORP COM - 871829107 - MINOR = 43							
SOLD		03/07/2012	47151.14				
ACQ	1600.0000	01/18/2001	47151.14	40796.00	6355.14	LT15	Y
900.0000 UNITED TECHNOLOGIES CORP COM - 913017109 - MINOR = 43							
SOLD		03/07/2012	74332.09				
ACQ	900.0000	05/01/2006	74332.09	56673.00	17659.09	LT15	Y

FROM 01/01/2012
TO 12/31/2012

CHOATE, HALL & STEWART LLP
STATEMENT OF CAPITAL GAINS AND LOSSES
PHILIP HOFER CHARITABLE TRUST

TRUST YEAR ENDING 12/31/2012

TAX PREPARER TPK
TRUST ADMINISTRATOR 30
INVESTMENT OFFICER

LEGEND: F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM	NC
1500 0000 VERIZON COMMUNICATIONS COM - 92343V104 - MINOR = 43							
SOLD		03/07/2012	58258.93				
ACQ	795.6520	11/15/1982	30902.56	9695.66	21206.90	LT15	Y
	2 2280	05/21/1986	86.53	27.43	59.10	LT15	Y
	422.1200	07/29/1987	16394.84	6072.10	10322.74	LT15	Y
	280 0000	05/01/2006	10875 00	8331 45	2543 55	LT15	Y
3800.0000 WALGREEN CO COM - 931422109 - MINOR = 43							
SOLD		03/07/2012	124257.75				
ACQ	3800 0000	10/03/1997	124257.75	53071.75	71186 00	LT15	Y
2000 0000 WASHINGTON REAL ESTATE INVT TR SH BEN INT - 939653101 - MINOR = 47							
SOLD		03/07/2012	58706.94				
ACQ	2000 0000	01/21/2003	58706.94	47504.24	11202.70	LT15	Y
2250.0000 WEINGARTEN RLTY INVS SH BEN INT - 948741103 - MINOR = 47							
SOLD		03/07/2012	55974.04				
ACQ	2250 0000	03/22/1999	55974.04	40337.50	15636 54	LT15	Y
2400.0000 WELLS FARGO & CO NEW - 949746101 - MINOR = 43							
SOLD		03/07/2012	73078 68				
ACQ	2400.0000	05/01/2006	73078.68	82332.00	-9253.32	LT15	Y
3105.0000 ISHARES MSCI GERMANY - 464286806 - MINOR = 63							
SOLD		04/19/2012	68661 19				
ACQ	1400 0000	12/17/2009	30958.35	31032 96	-74.61	LT15	Y
	1705 0000	03/07/2012	37702.84	37629.35	73.49	ST	
28.0000 FAIRPOINT COMMUNICATIONS INC - 305560104 - MINOR = 43							
SOLD		04/27/2012	0 00				
ACQ	15 0050	11/15/1982	0 00	47.92	-47.92	LT15	Y
	.0420	05/21/1986	0 00	0.14	-0 14	LT15	Y
	7 9610	07/29/1987	0 00	30 01	-30 01	LT15	Y
	4 9920	05/01/2006	0 00	38.93	-38.93	LT15	Y
13200.0000 FIDELITY MASS MUN TR SPARTAN MUN INCOME FD - 315902205 - MINOR = 67							
SOLD		07/10/2012	166980.00				
ACQ	13200.0000	03/09/2012	166980.00	165000.00	1980.00	ST	
2375 0000 GATEWAY FUND Y - 367829884 - MINOR = 59							
SOLD		07/10/2012	64030 00				
ACQ	2375 0000	03/09/2012	64030 00	63982 50	47.50	ST	
1880 0000 GOLDMAN SACHS LOC EMG MK-I - 38145N303 - MINOR = 64							
SOLD		07/10/2012	17220 80				
ACQ	1880.0000	03/09/2012	17220.80	17860 00	-639 20	ST	
445 0000 ISHARES CORE S&P 500 ETF - 464287200 - MINOR = 63							
SOLD		07/10/2012	60345.10				
ACQ	445.0000	03/07/2012	60345 10	60586.75	-241.65	ST	
1115.0000 MFS INTL VALUE I - 55273E822 - MINOR = 61							
SOLD		07/10/2012	28945 40				
ACQ	1115 0000	03/09/2012	28945 40	29458.30	-512.90	ST	
18101 5450 NORTHEAST INVS TR SH BEN INT - 664210101 - MINOR = 66							
SOLD		07/10/2012	106618 10				
ACQ	1623 6870	03/23/1999	9563 52	17000 00	-7436.48	LT15	Y
	16477.8580	12/20/1999	97054.58	160000 00	-62945.42	LT15	Y
950.0000 T ROWE PRICE REAL ESTATE FUND - 779919109 - MINOR = 59							
SOLD		07/10/2012	19931.00				
ACQ	950 0000	03/09/2012	19931.00	18748.38	1182 62	ST	
FOUND UPDATE 02/16/13							
450.0000 SPDR DJ WILSHIRE INTL REAL ESTATE - 78463X863 - MINOR = 63							
SOLD		07/10/2012	16460 28				
ACQ	450.0000	03/07/2012	16460.28	16204.50	255.78	ST	
4000 0000 VANGUARD MSCI EAFE ETF - 921943858 - MINOR = 63							
SOLD		07/10/2012	124384.82				
ACQ	2500 0000	12/17/2009	77740 51	85978 25	-8237.74	LT15	Y
	1500 0000	03/07/2012	46644 31	49686.15	-3041.84	ST	
420.0000 VANGUARD FTSE ALL WORLD X-US SC - 922042718 - MINOR = 63							
SOLD		07/10/2012	33945.20				
ACQ	420.0000	03/07/2012	33945.20	36833.79	-2888.59	ST	
.0000 CARDINAL HEALTH INC COM - 14149Y108 - MINOR = 43							
SOLD		10/16/2012	176.63				
ACQ	.0000		176.63	0.00	176.63	LT15	Y
CHANGED 12/05/12 SMC							
0000 AMERICAN INTERNATIONAL GROUP - 026874784 - MINOR = 43							
SOLD		11/07/2012	126.38				
ACQ	.0000		126.38	0.00	126.38	LT15	Y
CHANGED 12/05/12 SMC							
0000 LUCENT TECHNOLOGIES INC COM - 549463107							
SOLD		11/09/2012	21.19				
ACQ	.0000		21.19	0.00	21.19	LT15	Y
CHANGED 12/05/12 SMC							
50000.0000 DUPONT DE NEMOURS 4.750% 11/15/12 - 263534BK4 - MINOR = 30							
SOLD		11/15/2012	50000 00				
ACQ	50000.0000	02/05/2003	50000 00	50875.00	-875.00	LT15	Y
TOTALS			2846903 33	1944685 33			

CHOATE

Investment Detail

PHILIP HOFER CHARITABLE TRUST

22-Oct-2013 11 19 AM ET

Asset Types: Alternative, Cash, Cash & Equivalents, Equity, Fixed Income, Other
 Data Current as of 31-Dec-2012

SUMMARY

Asset Type	Current Allocation	Market Value	Total Cost	Unrealized Gain/Loss
Alternative	18.705%	\$621,749.18	\$612,659.12	\$9,090.06
Cash & Equivalents	4.971%	\$165,229.54	\$165,229.54	\$0.00
Equity	63.532%	\$2,111,747.64	\$1,999,339.61	\$112,408.03
Fixed Income	8.853%	\$294,266.86	\$288,161.25	\$6,105.61
Other	3.939%	\$130,915.89	\$126,610.00	\$4,305.89
Totals		\$3,323,909.11	\$3,191,999.52	\$131,909.59

DETAIL

Asset Name	SEDOL	CUSIP Ticker	Current Allocation	Quantity	Current Price	Date Priced	Market Value	Total Cost	Unrealized Gain/Loss
Alternative: 18.705%									
CREDIT SUISSE COMM RET ST-I Ticker CRSOX Asset ID 22544R305		22544R305 CRSOX	4.952%	20,498.1510	8.0300	31-Dec-2012	\$164,600.15	\$170,335.00	(\$5,734.85)
GATEWAY FUND Y Ticker GTEYX Asset ID 367829884		367829884 GTEYX	4.405%	5,400.4270	27.1100	31-Dec-2012	\$146,405.58	\$145,487.50	\$918.08
MFS EMERGING MKTS DEBT FD I Ticker MEDIX Asset ID 55273E640		55273E640 MEDIX	3.707%	7,545.0310	16.3300	31-Dec-2012	\$123,210.36	\$115,790.00	\$7,420.36
T ROWE PRICE REAL ESTATE FUND Ticker TRREX Asset ID 779919109		779919109 TRREX	0.945%	1,494.8660	21.0100	31-Dec-2012	\$31,407.13	\$29,586.62	\$1,820.51
WELLS FARGO INTL BOND FUND INST Ticker ESICX Asset ID 94985D582		94985D582 ESICX	4.697%	13,366.9490	11.6800	31-Dec-2012	\$156,125.96	\$151,460.00	\$4,665.96
Subtotal			18.705%				\$621,749.18	\$612,659.12	\$9,090.06
Cash & Equivalents: 4.971%									
BLACKROCK LIQ FD FED TRST-IN Ticker TFFXX Asset ID 09248U874		09248U874 TFFXX	4.971%	165,229.5400	100.0000%	31-Dec-2012	\$165,229.54	\$165,229.54	\$0.00
Subtotal			4.971%				\$165,229.54	\$165,229.54	\$0.00
Equity: 63.532%									
GOLDMAN SACHS LOC EMG MK-I Ticker GIMDX Asset ID 38145N303		38145N303 GIMDX	2.511%	8,466.3150	9.8600	31-Dec-2012	\$83,477.87	\$80,430.00	\$3,047.87
ISHARES CORE S&P 500 ETF Ticker IVV Asset ID 464287200		464287200 IVV	17.462%	4,055.0000	143.1400	31-Dec-2012	\$580,432.70	\$552,088.25	\$28,344.45
ISHARES MSCI CANADA ETF Ticker EWC Asset ID 464286509		464286509 EWC	0.807%	945.0000	28.4000	31-Dec-2012	\$26,838.00	\$26,488.35	\$349.65

Asset Name	SEDOL	CUSIP Ticker	Current Allocation	Quantity	Current Price	Date Priced	Market Value	Total Cost	Unrealized Gain/Loss
ISHARES TR MSCI EAFE GROWTH ETF Ticker EFG Asset ID 464288885		464288885 EFG	2 005%	1,110 0000	60 0400	31-Dec-2012	\$66,644 40	\$58,999 94	\$7,644 46
LAZARD EMERGING MARKETS EQUITY INST Ticker LZEMX Asset ID 52106N889	2236609	52106N889 LZEMX	1 755%	2,985 8230	19 5400	31-Dec-2012	\$58,342 98	\$58,970 00	(\$627 02)
MFS INTL VALUE I Ticker MINIX Asset ID 55273E822		55273E822 MINIX	4 754%	5,608 9330	28 1700	31-Dec-2012	\$158,003 64	\$147,846 70	\$10,156 94
POWERSHARES BUYBACK ACHIEVERS Ticker PKW Asset ID 73935X286		73935X286 PKW	2 842%	3,170 0000	29 8000	31-Dec-2012	\$94,466 00	\$89,520 80	\$4,945 20
SPDR S&P MIDCAP 400 ETF TRUST Ticker MDY Asset ID 78467Y107		78467Y107 MDY	1 062%	190 0000	185 7100	31-Dec-2012	\$35,284 90	\$33,317 39	\$1,967 51
TEMPLETON FRONTIER MARKET-AD Ticker FFRZX Asset ID 88019R641		88019R641 FFRZX	3 238%	6,709 5350	16 0400	31-Dec-2012	\$107,620 94	\$97,970 00	\$9,650 94
VANGUARD DIVIDEND APPREC ETF Ticker VIG Asset ID 921908844		921908844 VIG	5 385%	3,005 0000	59 5700	31-Dec-2012	\$179,007 85*	\$171,494 23	\$7,513 62
VANGUARD FTSE ALL WORLD X-US SC Ticker VSS Asset ID 922042718		922042718 VSS	2 598%	950 0000	90 8900	31-Dec-2012	\$86,345 50	\$83,314 53	\$3,030 97
VANGUARD FTSE DEVELOPED MARKETS ETF Ticker VEA Asset ID 921943858		921943858 VEA	9 799%	9,245 0000	35 2300	31-Dec-2012	\$325,701 35*	\$306,232 30	\$19,469 05
VANGUARD FTSE EMERGING MARKETS ETF Ticker VVO Asset ID 922042858		922042858 VVO	4 957%	3,700 0000	44 5300	31-Dec-2012	\$164,761 00	\$157,764 00	\$6,997 00
VANGUARD GLBL EX-US REAL EST Ticker VNQI Asset ID 922042676		922042676 VNQI	1 084%	655 0000	55 0300	31-Dec-2012	\$36,044 65	\$31,341 75	\$4,702 90
VIRTUS EMERGING MKTS OPPOR-I Ticker HIEMX Asset ID 92828T889		92828T889 HIEMX	1 882%	6,066 8730	10 3100	31-Dec-2012	\$62,549 46	\$58,970 00	\$3,579 46
WISDOMTREE EMERGING MKTS S/C DIV FD Ticker DGS Asset ID 97717W281		97717W281 DGS	1 391%	935 0000	49 4400	31-Dec-2012	\$46,226 40	\$44,591 37	\$1,635 03
Subtotal			63.532%				\$2,111,747.64	\$1,999,339.61	\$112,408.03
Fixed Income: 8.853%									
U S TREASURY NOTES 3 625% 5/15/13 Asset ID 912828BA7		912828BA7	1 524%	50,000 0000	101 2890%	31-Dec-2012	\$50,644 50	\$50,593 75	\$50 75
U S TREASURY NOTES 4 125% 5/15/15 Asset ID 912828DV9		912828DV9	1 640%	50,000 0000	108 9920%	31-Dec-2012	\$54,496 00	\$49,562 50	\$4,933 50
U S TREASURY		912828CJ7	1 278%	40,000 0000	106 1720%	31-Dec-2012	\$42,468 80	\$40,025 00	\$2,443 80

Asset Name	SEDOL	CUSIP Ticker	Current Allocation	Quantity	Current Price	Date Priced	Market Value	Total Cost	Unrealized Gain/Loss
NOTES 4 750% 5/15/14 Asset ID 912828CJ7									
VANGUARD TOTL BD MKT IDX Ticker VBTSX Asset ID 921937868		921937868 VBTSX	4.412%	13,224.3070	11.0900	31-Dec-2012	\$146,657.56	\$147,980.00	(\$1,322.44)
Subtotal			8.853%				\$294,266.86	\$288,161.25	\$6,105.61
Other: 3.939%									
FIDELITY HIGH INCOME FUND Ticker SPHIX Asset ID 316146406	2835943	316146406 SPHIX	3.939%	14,016.6910	9.3400	31-Dec-2012	\$130,915.89	\$126,610.00	\$4,305.89
Subtotal			3.939%				\$130,915.89	\$126,610.00	\$4,305.89

* 5% Market Value of \$ 166,195 exceeded - securities reported on Sch D, Part VII and Part X Balance Sheet, Form 990, Line 12.

Application for Extension of Time To File an Exempt Organization Return

▶ File a separate application for each return.

- If you are filing for an **Automatic 3-Month Extension**, complete only Part I and check this box
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only Part II (on page 2 of this form)

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868 Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on e-file for Charities & Nonprofits

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns

Type or print	Name of exempt organization or other filer, see instructions PHILIP HOFER CHARITABLE TRUST DTD 12/15/81	Employer identification number (EIN) or 04-6469904
File by the due date for filing your return. See instructions	Number, street, and room or suite no. If a P O box, see instructions CHOATE LLP PO BOX 961019	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions BOSTON, MA 02196	

Enter the Return code for the return that this application is for (file a separate application for each return) 01

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

CHOATE HALL & STEWART LLP

- The books are in the care of ▶ **TWO INTERNATIONAL PLACE - BOSTON, MA 02110**
Telephone No ▶ **(617) 248-4760** FAX No ▶ **(617) 502-4760**
- If the organization does not have an office or place of business in the United States, check this box
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ If this is for the whole group, check this box . If it is for part of the group, check this box and attach a list with the names and EINs of all members the extension is for

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **AUGUST 15, 2013**, to file the exempt organization return for the organization named above. The extension is for the organization's return for
▶ calendar year **2012** or
▶ tax year beginning _____, and ending _____

2 If the tax year entered in line 1 is for less than 12 months, check reason Initial return Final return
 Change in accounting period

3a If this application is for Form 990 BL, 990 PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	0.
b If this application is for Form 990 PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	0.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	0.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

LHA For Privacy Act and Paperwork Reduction Act Notice, see instructions. Form 8868 (Rev. 1-2013)

Handwritten initials

• If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box

Note: Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

• If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1)

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed)

Enter filer's identifying number, see instructions

Type or print	Name of exempt organization or other filer, see instructions PHILIP HOFER CHARITABLE TRUST	Employer identification number (EIN) or
File by the due date for filing your return See instructions	DTD 12/15/81	04-6469904
	Number, street, and room or suite no. If a P O box, see instructions. CHOATE LLP PO BOX 961019	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. BOSTON, MA 02196	

Enter the Return code for the return that this application is for (file a separate application for each return)

01

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01		
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

CHOATE HALL & STEWART LLP

• The books are in the care of **TWO INTERNATIONAL PLACE - BOSTON, MA 02110**
Telephone No. (617) 248-4760 FAX No (617) 502-4760

• If the organization does not have an office or place of business in the United States, check this box

• If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ If this is for the whole group, check this box . If it is for part of the group, check this box and attach a list with the names and EINs of all members the extension is for

4 I request an additional 3-month extension of time until NOVEMBER 15, 2013

5 For calendar year 2012, or other tax year beginning _____, and ending _____

6 If the tax year entered in line 5 is for less than 12 months, check reason: Initial return Final return
 Change in accounting period

7 State in detail why you need the extension
INFORMATION NECESSARY TO PREPARE A COMPLETE AND ACCURATE TAX RETURN HAS NOT BEEN RECEIVED FROM ALL SOURCES.

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions	8a	\$	0.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868	8b	\$	0.
c Balance due. Subtract line 8b from line 8a Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	8c	\$	0.

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form

Signature Peter J. Law Title CPA Date 8-13-13

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