Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust Treated as a Private Foundation

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

OMB No 1545-0052

2012

Open to public Inspection

For calendar year 2012 or tax year beginning , and ending

Name of foundation
LINDE FAMILY FOUNDATION
C/O ERIC RIAK - ATLANTIC TRUST

A Employer identification number
04-6904949

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
100 FEDERAL STREET

B Telephone number
617-927-5700

City or town, state, and ZIP code
BOSTON, MA 02110-1802

C If exemption application is pending, check here ▶ ☐

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

D 1 Foreign organizations, check here ▶ ☐
2 Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

H Check type of organization: ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶$ 122,484,950.

J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify)
(Part I, column (d) must be on cash basis)

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc, received	2,006,001.		N/A	
	2 Check ▶ ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	1,541,123.	1,541,123.		STATEMENT 1
	4 Dividends and interest from securities	1,390,000.	1,390,000.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	253,695.			
	b Gross sales price for all assets on line 6a 253,695.				
	7 Capital gain net income (from Part IV, line 2)		253,695.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income	<632.>	<632.>		STATEMENT 3
	12 **Total** Add lines 1 through 11	5,190,187.	3,184,186.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 4	59,269.	59,269.		0.
	c Other professional fees STMT 5	1,048,706.	386,206.		662,500.
	17 Interest	2,213.	2,213.		0.
	18 Taxes STMT 6	47,247.	27,247.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 7	73,629.	62,629.		11,000.
	24 **Total operating and administrative expenses** Add lines 13 through 23	1,231,064.	537,564.		673,500.
	25 Contributions, gifts, grants paid	7,125,237.			7,125,237.
	26 **Total expenses and disbursements** Add lines 24 and 25	8,356,301.	537,564.		7,798,737.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	<3,166,114.>			
	b **Net investment income** (if negative, enter -0-)		2,646,622.		
	c **Adjusted net income** (if negative enter -0-)			N/A	

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Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	6,989,110.	2,783,248.	2,783,248.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations STMT 10	12,768,030.	11,657,805.	11,657,805.
	b Investments - corporate stock STMT 11	63,864,201.	72,579,773.	72,579,773.
	c Investments - corporate bonds STMT 12	27,275,449.	28,697,430.	28,697,430.
	11 Investments - land, buildings and equipment: basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 13	4,069,760.	6,422,912.	6,422,912.
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶ STATEMENT 14)	90,375.	343,782.	343,782.
	16 **Total assets** (to be completed by all filers)	115,056,925.	122,484,950.	122,484,950.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶ STATEMENT 15)	117,877.	339,198.	
	23 **Total liabilities** (add lines 17 through 22)	117,877.	339,198.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ [X] and complete lines 24 through 26 and lines 30 and 31**			
	24 Unrestricted	114,939,048.	122,145,752.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ [ ] and complete lines 27 through 31			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 **Total net assets or fund balances**	114,939,048.	122,145,752.	
	31 **Total liabilities and net assets/fund balances**	115,056,925.	122,484,950.	

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	114,939,048.
2 Enter amount from Part I, line 27a	2	<3,166,114.>
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 9	3	10,372,818.
4 Add lines 1, 2, and 3	4	122,145,752.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	122,145,752.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a				
b	SEE ATTACHED STATEMENT			
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e	253,695.			253,695.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				
b				
c				
d				
e				253,695.

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7; If (loss), enter -0- in Part I, line 7 } **2** 253,695.

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):
If gain, also enter in Part I, line 8, column (c)
If (loss), enter -0- in Part I, line 8 **3** N/A

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2011	4,342,810.	115,297,627.	.037666
2010	3,662,750.	108,399,842.	.033789
2009	4,018,300.	91,577,229.	.043879
2008	4,864,761.	106,789,858.	.045555
2007	4,717,852.	108,332,330.	.043550

2 **Total** of line 1, column (d)	2	.204439
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	.040888
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	117,891,599.
5 Multiply line 4 by line 3	5	4,820,352.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	26,466.
7 Add lines 5 and 6	7	4,846,818.
8 Enter qualifying distributions from Part XII, line 4	8	7,798,737.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate
See the Part VI instructions.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ______ (attach copy of letter if necessary-see instructions)				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b			1	26,466.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			2	0.
3	Add lines 1 and 2			3	26,466.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			4	0.
5	**Tax based on investment income** Subtract line 4 from line 3. If zero or less, enter -0-			5	26,466.
6	Credits/Payments:				
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	50,397.		
b	Exempt foreign organizations - tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c	50,000.		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments. Add lines 6a through 6d			7	100,397.
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	
10	**Overpayment** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	73,931.
11	Enter the amount of line 10 to be: **Credited to 2013 estimated tax** ▶ 73,931. **Refunded** ▶			11	0.

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? *If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*	1b		X
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation. ▶ $ 0. **(2)** On foundation managers ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ 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*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ ERIC RIAK, ATLANTIC TRUST Telephone no. ▶617-927-5700
Located at ▶100 FEDERAL STREET, BOSTON, MA ZIP+4 ▶02110

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A

			Yes	No
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶			

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

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

			Yes	No
1a	During the year did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)).			
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? ☐ Yes ☒ No			
	If "Yes," list the years ▶ ____, ____, ____, ____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.) 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. ▶ ____, ____, ____, ____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2012 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.)* N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b		X

Part VII-B | Statements Regarding Activities for Which Form 4720 May Be Required *(continued)*

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? N/A | 5b | |

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53 4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? | 6b | | X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? N/A | 7b | |

Part VIII | Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 16		0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). If none, enter "NONE."

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over $50,000 ▶ 0

Part VIII **Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** *(continued)*

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
MOTT PHILANTHROPIC - PRUDENTIAL TOWER, 800 BOYLSTON STREET, SUITE 1560, BOSTON, M	ADVISOR SERVICES	662,500.
ATLANTIC TRUST 100 FEDERAL ST, 37TH FLOOR, BOSTON, MA 02110	INVESTMENT SERVICES	386,206.
DICICCO, GULMAN & COMPANY LLP - 150 PRESIDENTIAL WAY, SUITE 510, WOBURN, MA 01801	ACCOUNTING SERVICES	59,269.
Total number of others receiving over $50,000 for professional services ▶		0

Part IX-A **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 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 lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments See instructions.	
3	
Total. Add lines 1 through 3 ▶	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	115,363,112.
b	Average of monthly cash balances	1b	4,106,712.
c	Fair market value of all other assets	1c	217,079.
d	**Total** (add lines 1a, b, and c)	1d	119,686,903.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e: 0.		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	119,686,903.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	1,795,304.
5	**Net value of noncharitable-use assets** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	117,891,599.
6	**Minimum investment return.** Enter 5% of line 5	6	5,894,580.

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ▶ ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	5,894,580.
2a	Tax on investment income for 2012 from Part VI, line 5 — 2a: 26,466.		
b	Income tax for 2012. (This does not include the tax from Part VI.) — 2b:		
c	Add lines 2a and 2b	2c	26,466.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	5,868,114.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	5,868,114.
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 XIII, line 1	7	5,868,114.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	7,798,737.
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, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	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 Part XIII, line 4	4	7,798,737.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	26,466.
6	**Adjusted qualifying distributions** Subtract line 5 from line 4	6	7,772,271.

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				5,868,114.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			0.	
b Total for prior years: ___ , ___ , ___		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007				
b From 2008				
c From 2009				
d From 2010				
e From 2011				
f **Total** of lines 3a through e	0.			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ $ 7,798,737.				
a Applied to 2011, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2012 distributable amount				5,868,114.
e Remaining amount distributed out of corpus	1,930,623.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	1,930,623.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable 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	1,930,623.			
10 Analysis of line 9:				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012 1,930,623.				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2012, enter the date of the ruling ▶

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

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

Part XV Supplementary Information (Complete this part only if the foundation had $5,000 or more in assets at any time during the year-see instructions.)

1 **Information Regarding Foundation Managers:**

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than $5,000). (See section 507(d)(2).)

JOYCE LINDE

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

NONE

2 **Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**

Check here ▶ ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

a The name, address, and telephone number or e-mail of the person to whom applications should be addressed:

MOTT PHILANTHROPIC, 617 927-5700
PRUDENTIAL TOWER, 800 BOYLSTON STREET, SUITE 1560, BOSTON, MA 02199

b The form in which applications should be submitted and information and materials they should include:

N/A

c Any submission deadlines:

N/A

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:

N/A

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE ATTACHED SCHEDULE				7,125,237.
Total			▶ 3a	7,125,237.
b *Approved for future payment*				
NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	1,541,123.	
4 Dividends and interest from securities			14	1,390,000.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income			14	<632.>	
8 Gain or (loss) from sales of assets other than inventory			18	253,695.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		3,184,186.	0.

13 Total Add line 12, columns (b), (d), and (e) 13 3,184,186.

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

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

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

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received

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

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here

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

Signature of officer or trustee: [signature] Date: 11/13/13 Title: TRUSTEE

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
STEPHEN COLELLA	[signature]	11/6/13		P00538283

Firm's name ▶ DICICCO, GULMAN & COMPANY, LLP Firm's EIN ▶ 04-3296226

Firm's address ▶ 150 PRESIDENTIAL WAY, SUITE 510 WOBURN, MA 01801 Phone no. 781-937-5300

Schedule B (Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.

OMB No 1545-0047

2012

Name of the organization	Employer identification number
LINDE FAMILY FOUNDATION C/O ERIC RIAK - ATLANTIC TRUST	04-6904949

Organization type (check one)

Filers of:	Section:
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions

General Rule

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, $5,000 or more (in money or property) from any one contributor Complete Parts I and II

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals Complete Parts I, II, and III

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc , purposes, but these contributions did not total to more than $1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc , contributions of $5,000 or more during the year ▶ $ ____________

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on Part I, line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization
LINDE FAMILY FOUNDATION
C/O ERIC RIAK - ATLANTIC TRUST

Employer identification number
04-6904949

Part I **Contributors** (see instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	JOYCE G. LINDE 265 COUNTRY DRIVE WESTON, MA 02493	$ 529,140.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
2	JOYCE G. LINDE 265 COUNTRY DRIVE WESTON, MA 02493	$ 1,476,861.	Person [ ] Payroll [ ] Noncash [X] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)

Name of organization
LINDE FAMILY FOUNDATION
C/O ERIC RIAK - ATLANTIC TRUST

Employer identification number
04-6904949

Part II **Noncash Property** (see instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
2	78,850 SHARES OF DELAWARE GROWTH FUND	$ 1,476,861.	12/19/12

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

Name of organization

LINDE FAMILY FOUNDATION
C/O ERIC RIAK - ATLANTIC TRUST

Employer identification number

04-6904949

Part III *Exclusively* religious, charitable, etc , individual contributions to section 501(c)(7), (8), or (10) organizations that total more than $1,000 for the year Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of $1,000 or less for the year. (Enter this information once) ▶ $

Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	LONG-TERM LOSS FROM ATLANTIC TRUST	P	VARIOUS	VARIOUS
b	SHORT-TERM LOSS FROM ATLANTIC TRUST	P	VARIOUS	VARIOUS
c	SHORT-TERM GAIN FROM AUDAX	P	VARIOUS	VARIOUS
d	SHORT-TERM LOSS FROM SUN CAPITAL PARTNERS	P	VARIOUS	VARIOUS
e	SHORT-TERM LOSS FROM ENERGY CAPITAL INVESTORS	P	VARIOUS	VARIOUS
f	LONG-TERM GAIN FROM AUDAX	P	VARIOUS	VARIOUS
g	LONG-TERM LOSS FROM OCM ASIA	P	VARIOUS	VARIOUS
h	LONG-TERM GAIN FROM SUN CAPITAL PARTNERS	P	VARIOUS	VARIOUS
i	LONG-TERM LOSS FROM ENERGY CAPITAL INVESTORS - 12	P	VARIOUS	VARIOUS
j	LONG-TERM LOSS FROM ENERGY CAPITAL INVESTORS	P	VARIOUS	VARIOUS
k	CAPITAL GAINS DIVIDENDS			
l				
m				
n				
o				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	<13,244.>			<13,244.>
b	<4,937.>			<4,937.>
c	5,042.			5,042.
d	<884.>			<884.>
e	<316.>			<316.>
f	45,529.			45,529.
g	<18,890.>			<18,890.>
h	184.			184.
i	<156.>			<156.>
j	<182.>			<182.>
k	241,549.			241,549.
l				
m				
n				
o				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a				<13,244.>
b				<4,937.>
c				5,042.
d				<884.>
e				<316.>
f				45,529.
g				<18,890.>
h				184.
i				<156.>
j				<182.>
k				241,549.
l				
m				
n				
o				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter "-0-" in Part I, line 7 }	2	253,695.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	N/A

LINDE FAMILY FOUNDATION

Grants Paid
January 2012- December 2012
11/8/2013

Payee Legal Name	Request Project Title	Payment Amount	Payment Date	Check Number	Check Cleared Date
Acre Family Day Care Corporation	Operating Support	$25,000 00	1/5/2012	1318	1/11/2012
Alzheimer's Association, Massachusetts Chapter	Operating Support	$5,000 00	1/5/2012	1351	1/12/2012
Associated Grant Makers of Massachusetts	Operating Support	$15,000 00	1/5/2012	1338	2/22/2012
Bay Cove Human Services	Operating Support for Small Wonders Program	$25,000 00	1/5/2012	1319	1/18/2012
Berkshire South Regional Community Center	Operating Support	$1,000 00	1/5/2012	1320	1/11/2012
Big Sister Association of Greater Boston	Operating Support	$25,000 00	1/5/2012	1321	1/11/2012
Boston Arts Academy Foundation	Operating Support	$25,000 00	1/5/2012	1341	1/31/2012
Boston Medical Center Corporation	Operating Support for the Food Pantry	$15,000 00	1/5/2012	1323	1/13/2012
Bridge Over Troubled Waters	Operating Support	$5,000 00	1/5/2012	1324	1/11/2012
Camp Harbor View Foundation, Inc	Operating Support	$50,000 00	1/5/2012	1325	1/13/2012
Facing History and Ourselves National Foundation, Inc.	Operating Support	$1,000 00	1/5/2012	1342	1/9/2012
Families United In Educational Leadership Inc	Operating Support	$5,000.00	1/5/2012	1343	1/9/2012
Family Service of Greater Boston	Operating Support	$25,000 00	1/5/2012	1326	1/13/2012
Friends of Boston's Homeless	Operating Support	$16,000 00	1/5/2012	1329	1/18/2012

Payee Legal Name	Request Project Title	Payment Amount	Payment Date	Check Number	Check Cleared Date
From The Top	Operating Support	$5,000.00	1/5/2012	1316	1/11/2012
Heading Home	Operating Support	$10,000.00	1/5/2012	1331	1/9/2012
Horizons for Homeless Children	Operating Support	$25,000.00	1/5/2012	1332	1/13/2012
Jewish Community Housing for the Elderly	Operating Support	$1,000.00	1/5/2012	1333	1/31/2012
Jumpstart for Young Children, Inc	Operating Support	$20,000.00	1/5/2012	1344	1/31/2012
Massachusetts Society for the Prevention of Cruelty to Children	Operating Support	$10,000.00	1/5/2012	1334	1/9/2012
Metropolitan Boston Housing Partnership, Inc.	Operating Support	$10,000.00	1/5/2012	1335	1/18/2012
Posse Foundation, Inc.	Operating Support	$25,000.00	1/5/2012	1345	1/13/2012
Project Bread - The Walk for Hunger	Operating Support	$7,500.00	1/5/2012	1336	1/11/2012
Project STEP, Inc.	Operating Support	$5,000.00	1/5/2012	1317	1/11/2012
Richmond Land Trust	Operating Support	$1,000.00	1/5/2012	1340	1/20/2012
Roxbury Weston Programs	Operating Support	$5,000.00	1/5/2012	1347	1/10/2012
Steppingstone Foundation, Inc	Operating Support	$10,000.00	1/5/2012	1348	1/10/2012
Tenacity	Operating Support	$10,000.00	1/5/2012	1349	1/23/2012
The Boston Foundation	Operating Support	$10,000.00	1/5/2012	1337	1/10/2012
The Boston Health Care for the Homeless Program, Inc	Operating Support	$2,500.00	1/5/2012	1322	1/20/2012
The Children's Museum	Operating Support	$1,000.00	1/5/2012	1315	1/25/2012
The Food Bank of Western Massachusetts	Operating Support	$10,000.00	1/5/2012	1327	1/13/2012

Payee Legal Name	Request Project Title	Payment Amount	Payment Date	Check Number	Check Cleared Date
The Food Project	Operating Support	$2,500.00	1/5/2012	1328	1/6/2012
The Greater Boston Food Bank	Operating Support	$25,000 00	1/5/2012	1330	1/11/2012
Uncommon Schools, Inc	Operating Support	$60,000 00	1/5/2012	1346	1/19/2012
United Way of Massachusetts Bay and Merrimack Valley	Operating Support	$75,000 00	1/5/2012	1339	1/13/2012
WGBH Educational Foundation	Operating Support	$5,000 00	1/5/2012	1350	1/24/2012
Alzheimer's Association, Massachusetts Chapter	Operating Support	$25,000 00	1/5/2012	1352	1/12/2012
Boston Symphony Orchestra	Symphony & Tanglewood Annual Funds 2009-2011	$75,000 00	1/5/2012	1353	1/11/2012
deCordova Sculpture Park and Museum	Capacity Building in Support of deCordova's Strategic Plan	$100,000 00	1/5/2012	1354	1/6/2012
deCordova Sculpture Park and Museum	Capacity Building in Support of deCordova's Strategic Plan	$100,000 00	1/5/2012	1354	1/6/2012
Associated Grant Makers of Massachusetts	Annual Donation 2011	$7,500.00	1/9/2012	1358	1/12/2012
Grantmakers in the Arts	Annual Donation 2012	$2,500 00	1/9/2012	1359	1/24/2012
Charlestown Working Theater, Inc	Continued Operational Support of Arts and Culture Programming for Youth in Grades K-8	$801.26	2/21/2012	1360	3/5/2012

Payee Legal Name	Request Project Title	Payment Amount	Payment Date	Check Number	Check Cleared Date
Dana-Farber Cancer Institute	Tissue Repository and Molecular Assessment Core (Core C)	$300,000.00	5/24/2012	1374	6/6/2012
Massachusetts Institute of Technology Office of Engineering Outreach Programs	MITES and STEM Programs	$75,000 00	5/7/2012	1370	5/10/2012
Berklee College of Music	Berklee City Music Faculty Outreach Expansion	$25,000 00	6/27/2012	1387	7/20/2012
Boston Algebra in Middle Schools AIMS Project, Inc	MathGAINS. Grow Academically In Number Sense	$75,000 00	5/7/2012	1372	5/14/2012
Boston City Singers Inc	Neighborhood Training Chorus Program Expansion	$25,000 00	6/27/2012	1388	7/2/2012
Boston Collegiate Charter School Foundation Inc	Arts Education Initiative	$25,000 00	6/27/2012	1389	6/29/2012
Eliot School Trustees	School Partnership Program, Roslindale Initiative	$25,000 00	6/27/2012	1390	7/9/2012
Mass Insight Education and Research Institute, Inc	Mass Math and Science Initiative's AP program	$100,000 00	5/7/2012	1371	5/30/2012
Sociedad Latina, Inc	Music Clubhouse	$25,000 00	6/27/2012	1392	6/28/2012
The Boston Education Development Foundation Inc	Bringing the Art of Movement to Students	$25,000 00	6/27/2012	1391	7/12/2012
The Boston Education Development Foundation Inc	Shining Light After-school Program	$25,000 00	6/27/2012	1393	7/12/2012

Payee Legal Name	Request Project Title	Payment Amount	Payment Date	Check Number	Check Cleared Date
Youth and Family Enrichment Services	Open Access to Music Education for Children	$25,000 00	6/27/2012	1394	6/28/2012
Boston University Trustees of Boston University	PROMYS	$75,000 00	5/10/2012	1362	5/22/2012
BPE	A High-Quality Pipeline for Boston Public Schools' STEM Teachers	$75,000.00	5/10/2012	1361	5/15/2012
Citizen Schools	Innovating STEM Education for Boston Middle School Students	$100,000 00	5/7/2012	1363	5/11/2012
EdVestors	BPS Arts Expansion Fund	$100,000.00	5/24/2012	1373	5/29/2012
Friends of Young Achievers	Middle School Math Achievement	$25,000 00	5/7/2012	1364	5/16/2012
Massachusetts Institute of Technology Scheller Teacher Education Program	Simulations, Systems, and Computational Literacy, Phase V	$84,990 00	6/6/2012	1365	6/21/2012
Massachusetts State Science & Engineering Fair Inc	Curious Minds Initiative· Professional Development & Mentoring for Students Working on STEM Research Projects	$83,750 00	5/29/2012		
Northeastern University	Young Scholars Program	$66,200 00	5/7/2012	1367	5/22/2012
Teach for America	Supporting STEM Education in Greater Boston	$100,000.00	5/7/2012	1368	5/21/2012

Payee Legal Name	Request Project Title	Payment Amount	Payment Date	Check Number	Check Cleared Date
Worcester Polytechnic Institute	Expanding Project Lead The Way Curriculum Programs in Massachusetts	$75,000 00	5/10/2012	1369	5/15/2012
Ballet Theatre of Boston, d/b/a Jose Mateo's Ballet Theatre	Equitable Inclusion	$100,000 00	6/27/2012	1383	6/27/2012
Boston Youth Symphony Orchestras	Intensive Community Program	$80,000 00	6/27/2012	1380	7/2/2012
Bostons Childrens Chorus Inc	Choir Program Growth and Enhancement	$75,000 00	6/27/2012	1379	7/2/2012
Charlestown Working Theater, Inc.	Arts Programming for Youth in Grades K-8	$50,000 00	6/27/2012	1381	7/11/2012
Community Music Center of Boston	Schools in Concert	$100,000.00	6/27/2012	1382	7/2/2012
The Boston Education Development Foundation Inc	Making Music Matters!	$80,000 00	6/27/2012	1384	7/12/2012
Zumix, Inc	HANDS-ON Youth Development Program	$70,000 00	6/27/2012	1385	6/29/2012
School of the Museum of Fine Arts	Medici Scholarship Program	$35,000 00	6/27/2012	1395	7/10/2012
The Boston Foundation	Civic Leadership Fund	$2,000 00	6/28/2012	1396	7/6/2012
Boston Chinatown Neighborhood Center Inc	Arts and Enrichment Program	$20,000 00	6/28/2012	1375	7/2/2012
United South End Settlements	Children's Art Centre	$75,000.00	6/27/2012	1376	7/6/2012
VSA arts Massachusetts, Inc	Arts Extension Program	$75,000 00	6/27/2012	1377	7/2/2012

Payee Legal Name	Request Project Title	Payment Amount	Payment Date	Check Number	Check Cleared Date
West End House, Inc	Visual & Performing Arts	$100,000 00	6/27/2012	1378	7/11/2012
deCordova Sculpture Park and Museum	Capacity Building in Support of deCordova's Strategic Plan	$100,000 00	11/6/2012	1400	11/13/2012
Beth Israel Deaconess Medical Center	Linde Family Institute for Primary Care	$3,000,000 00	9/27/2012	1397	10/9/2012
LFF-Arts Education Grantees	LFF Arts Education Convenings 2011-2012	$14,990 05	10/12/2012	1398	10/15/2012
American National Red Cross	American Red Cross Disaster Relief	$15,000 00	12/18/2012	1456	1/2/2013
Boston Symphony Orchestra	Operating Support	$75,000 00	12/18/2012	1455	1/31/2013
Brooklyn Community Foundation	Brooklyn Recovery Fund	$15,000 00	12/18/2012	1457	1/3/2013
Pew Charitable Trust	Cultural Data Project	$5,000 00	12/20/2012	1458	1/17/2013
Worcester Polytechnic Institute	Expanding Project Lead The Way Curriculum Programs in Massachusetts	$25,000 00	12/20/2012	1453	12/28/2012
BPE	A High-Quality Pipeline for Boston Public Schools' STEM Teachers	$25,000 00	12/20/2012	1454	12/27/2012
LFF-Arts Education Grantees	LFF Arts Education Convenings 2012-2013 Part 1	$13,005 58	12/17/2012	1450	11/29/2012

Payee Legal Name	Request Project Title	Payment Amount	Payment Date	Check Number	Check Cleared Date
Acre Family Day Care Corporation	Operating Support	$25,000.00	12/18/2012	1401	12/21/2012
Alzheimer's Disease and Related Diseases Association, National	Operating Support	$5,000.00	12/18/2012	1452	12/28/2012
Alzheimer's Disease and Related Diseases Association, National	Operating Support	$25,000.00	12/18/2012	1451	12/28/2012
Associated Grant Makers of Massachusetts	Operating Support	$15,000.00	12/18/2012	1437	1/2/2013
Bay Cove Human Services	Operating Support	$25,000.00	12/18/2012	1404	1/7/2013
Berkshire Children & Families, Inc.	Kids 4 Harmony	$5,000.00	12/18/2012	1405	12/28/2012
Berkshire South Regional Community Center	Operating Support	$1,000.00	12/18/2012	1406	12/28/2012
Big Sister Association of Greater Boston	Operating Support	$25,000.00	12/18/2012	1407	12/20/2012
Boston Arts Academy Foundation	Operating Support	$10,000.00	12/18/2012	1408	1/9/2013
Boston Medical Center Corporation	Food Pantry	$15,000.00	12/18/2012	1410	12/31/2012
Boys And Girls Clubs Of Boston Inc	Operating Support	$10,000.00	12/18/2012	1411	12/24/2012
Bridge Over Troubled Waters	Operating Support	$10,000.00	12/18/2012	1412	12/27/2012
Camp Harbor View Foundation, Inc	Operating Support	$50,000.00	12/18/2012	1413	1/7/2013
Facing History and Ourselves National Foundation, Inc	Operating Support	$1,000.00	12/18/2012	1415	12/21/2012
Families United In Educational Leadership Inc	Operating Support	$5,000.00	12/18/2012	1416	12/24/2012
Family Service of Greater Boston	Operating Support	$25,000.00	12/18/2012	1417	12/24/2012
Friends of Boston's Homeless	Operating Support	$16,000.00	12/18/2012	1420	1/7/2013
From The Top	Operating Support	$5,000.00	12/18/2012	1421	12/27/2012

Payee Legal Name	Request Project Title	Payment Amount	Payment Date	Check Number	Check Cleared Date
Heading Home	Operating Support	$10,000 00	12/18/2012	1423	12/27/2012
Horizons for Homeless Children	Operating Support	$10,000 00	12/18/2012	1424	12/21/2012
Jewish Community Housing for the Elderly	Operating Support	$1,000 00	12/18/2012	1425	12/26/2012
Jumpstart for Young Children, Inc	Operating Support	$20,000.00	12/18/2012	1426	1/9/2013
Massachusetts Society for the Prevention of Cruelty to Children	Operating Support	$10,000 00	12/18/2012	1427	12/21/2012
Metropolitan Boston Housing Partnership, Inc	Operating Support	$10,000.00	12/18/2012	1428	1/14/2013
Posse Foundation, Inc	Operating Support	$25,000 00	12/18/2012	1429	12/28/2012
Project Bread - The Walk for Hunger	Operating Support	$7,500 00	12/18/2012	1430	12/28/2012
Project STEP, Inc.	Operating Support	$2,500.00	12/18/2012	1431	1/7/2013
Richmond Land Trust	Operating Support	$1,000 00	12/18/2012	1432	12/28/2012
Roxbury Preparatory Charter School Foundation, Inc.	Operating Support	$25,000 00	12/18/2012	1433	2/20/2013
Roxbury Weston Programs	Operating Support	$5,000 00	12/18/2012	1434	1/15/2013
Steppingstone Foundation, Inc.	Operating Support	$10,000 00	12/18/2012	1435	12/24/2012
Tenacity	Operating Support	$10,000 00	12/18/2012	1436	12/27/2012
The Boston Health Care for the Homeless Program, Inc	Operating Support	$2,500 00	12/18/2012	1409	1/2/2013
The Children's Museum	Operating Support	$1,000 00	12/18/2012	1414	12/24/2012
The Food Bank of Western Massachusetts	Operating Support	$15,000 00	12/18/2012	1418	12/24/2012
The Food Project	Operating Support	$2,500 00	12/18/2012	1419	12/21/2012

Payee Legal Name	Request Project Title	Payment Amount	Payment Date	Check Number	Check Cleared Date
The Greater Boston Food Bank	Operating Support	$25,000 00	12/18/2012	1422	12/26/2012
United Way of Massachusetts Bay and Merrimack Valley	Operating Support	$75,000.00	12/18/2012	1438	12/27/2012
WGBH Educational Foundation	Operating Support	$5,000 00	12/18/2012	1439	1/2/2013
Associated Grant Makers of Massachusetts	Annual Donation 2012	$7,500 00	12/26/2012	1449	1/11/2013
Grantmakers in the Arts	Annual Donation 2013	$2,500 00	12/26/2012	1448	1/8/2013
Grand Totals (130 items)		$7,125,236.89			

2012 Form 8865

Schedule A-2 Affiliation Schedule

Name	Address	EIN	Ordinary Income or Loss	Check if Foreign Person
Sun Accuride Debt Investments, LLC	5200 Town Center Circle, Suite 600 Boca Raton Florida 33486	26-3649623	None through 12/31/2012	
Sun ACI Glass Products Finance LLC	5200 Town Center Circle Suite 600 Boca Raton Florida 33486	45-2545186	None through 12/31/2012	
Cayman American Golf Holdings Management Ltd	Maple Corporate Services Limited Ugland House,	98-1029532	None through 12/31/2012	X
	121 South Church Street Grand Cayman KY1-1104 Cayman Islands			
Cayman Minerva Holdings, L P	Maple Corporate Services Limited Ugland House	N/A	None through 12/31/2012	X
	121 South Church Street Grand Cayman KY1 1104 Cayman Islands			
Sun Aviation Services, LLC	5200 Town Center Circle, Suite 600, Boca Raton Florida 33486	26-0544328	None through 12/31/2012	
Barbeque Holding LLC	5200 Town Center Circle Suite 600 Boca Raton Florida 33486	26-1523604	None through 12/31/2012	
Sun Binswanger Finance LLC	5200 Town Center Circle Suite 600 Boca Raton Florida 33486	45-2545093	None through 12/31/2012	
Sun Captain D s Finance II LLC	5200 Town Center Circle Suite 600 Boca Raton Florida 33486	27-5415201	None through 12/31/2012	
Cayman Copper Holding L P	Maple Corporate Services Limited Ugland House	98-0687890	None through 12/31/2012	X
	121 South Church Street Grand Cayman KY1 1104 Cayman Islands			
Cayman Project Island Group Holdings, L P	Maple Corporate Services Limited, Ugland House	N/A	None through 12/31/2012	X
	121 South Church Street Grand Cayman KY1-1104 Cayman Islands			
DT Intermediary, LLC	5200 Town Center Circle, Suite 600 Boca Raton Florida 33486	26-1972994	None through 12/31/2012	
Sun Edwin Watts, LLC	5200 Town Center Circle Suite 600 Boca Raton Florida 33486	26-0171794	None through 12/31/2012	
Cayman NIH Gamma Holdings Management, Ltd	Maple Corporate Services Limited Ugland House	98-1029783	None through 12/31/2012	X
	121 South Church Street Grand Cayman KY1-1104, Cayman Islands			
Famosa Luxembourg S C A	5 Rue Guillaume Kroll L-1882 Luxembourg	98-0662699	None through 12/31/2012	X
Freeze Holdings LP	5200 Town Center Circle Suite 600 Boca Raton, Florida 33486	26-0343099	None through 12/31/2012	
Freeze, LLC	5200 Town Center Circle Suite 600 Boca Raton Florida 33486	27-3299643	None through 12/31/2012	
Childrenswear LLC	5200 Town Center Circle Suite 600 Boca Raton, Florida 33486	26-3568139	None through 12/31/2012	
FRS Group LP	5200 Town Center Circle Suite 600 Boca Raton Florida 33486	26-2556889	None through 12/31/2012	
Sun Heartland Finance LLC	5200 Town Center Circle Suite 600 Boca Raton, Florida 33486	46-0787410	None through 12/31/2012	
Sun Hickory Farms, LLC	5200 Town Center Circle, Suite 600 Boca Raton, Florida 33486	26-0345116	None through 12/31/2012	
Sun Hickory Farms Reserves, LLC	5200 Town Center Circle Suite 600 Boca Raton, Florida 33486	26-2231210	None through 12/31/2012	
Sun Perfect Timing Finance II, LLC	5200 Town Center Circle Suite 600 Boca Raton Florida 33486	27-4336827	None through 12/31/2012	
Sun Market Dining Finance LLC	5200 Town Center Circle, Suite 600 Boca Raton, Florida 33486	26-2214770	None through 12/31/2012	
SK Financial Services II LLC	5200 Town Center Circle Suite 600 Boca Raton Florida 33486	45-4408410	None through 12/31/2012	
Zobha Licensing LLC	5200 Town Center Circle, Suite 600 Boca Raton, Florida 33486	45-2778035	None through 12/31/2012	
Sun Mobile Devices Finance LLC	5200 Town Center Circle, Suite 600 Boca Raton, Florida 33486	46-1413987	None through 12/31/2012	
Sun MTG Finance Group LLC	5200 Town Center Circle Suite 600 Boca Raton, Florida 33486	26-1642380	None through 12/31/2012	
Net Group Investments Ltd	5200 Town Center Circle, Suite 600 Boca Raton, Florida 33486	98-0573622	None through 12/31/2012	X
Net Group Cooperatief UA	5200 Town Center Circle Suite 600 Boca Raton Florida 33486	98-0573623	None through 12/31/2012	X
Net Group Finance LLC	5200 Town Center Circle Suite 600 Boca Raton Florida 33486	27-1079694	None through 12/31/2012	
Sun Paperworks LP	5200 Town Center Circle, Suite 600 Boca Raton, Florida 33486	26-2919616	None through 12/31/2012	
Cayman Paragon Holdings LP	Maple Corporate Services Limited, Ugland House	N/A	None through 12/31/2012	X
	121 South Church Street Grand Cayman KY1 1104 Cayman Islands			
Sun Performance Fibers LLC	5200 Town Center Circle, Suite 600 Boca Raton Florida 33486	20-1544077	None through 12/31/2012	
Sun Plumbing Group LLC	5200 Town Center Circle Suite 600 Boca Raton Florida 33486	26-1300385	None through 12/31/2012	
Plumbing Group Holdings LLC	5200 Town Center Circle Suite 600 Boca Raton Florida 33486	45-0575658	None through 12/31/2012	
Prodac Management Sarl & Partners SCA	5, Rue Guillaume Kroll Luxembourg, L 1882 Luxembourg	98-0677382	None through 12/31/2012	X
Sun Scooter Store Finance, LLC	5200 Town Center Circle Suite 600 Boca Raton Florida 33486	27-4413419	None through 12/31/2012	
SGF Produce Intermediate, LLC	5200 Town Center Circle Suite 600 Boca Raton Florida 33486	26-3016299	None through 12/31/2012	
Cayman Strauss Holdings Management, Ltd	Maple Corporate Services Limited Ugland House	98-1029597	None through 12/31/2012	X
	121 South Church Street, Grand Cayman KY1 1104 Cayman Islands			
Sun Sundae Holdings, LP	5200 Town Center Circle Suite 600 Boca Raton Florida 33486	45-3458694	None through 12/31/2012	
Sundae Group Holdings I LLC	5200 Town Center Circle Suite 600 Boca Raton Florida 33486	45-3458793	None through 12/31/2012	
Swan Topco I V&D B V	De Boelelaan 7 1083 HJ Amsterdam The Netherlands	98-1015840	None through 12/31/2012	X
Twist Beauty S a r l & Partners S C A	5 Rue Guillaume Kroll, Luxembourg L 1882 Luxembourg	98-1014757	None through 12/31/2012	X
Sun United Glass Finance, LLC	5200 Town Center Circle Suite 600 Boca Raton Florida 33486	45-1439707	None through 12/31/2012	
Sun Super Sky Products Finance LLC	5200 Town Center Circle Suite 600 Boca Raton Florida 33486	45-2545126	None through 12/31/2012	
Sun Contessa Premium Foods Finance LLC	5200 Town Center Circle Suite 600 Boca Raton, Florida 33486	36-4755224	None through 12/31/2012	
Captain D s , LP	5200 Town Center Circle, Suite 600, Boca Raton Florida 33486	27-2650480	None through 12/31/2012	
SK Financial Services LLC	5200 Town Center Circle Suite 600 Boca Raton Florida 33486	45-3481998	None through 12/31/2012	

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
ATLANTIC TRUST	1,425,631.
AUDAX MEZZANINE FUND II	82,714.
ENERGY CAPITAL INVESTORS	1,499.
OCM ASIA OPPORTUNITIES	3,248.
SUN CAPITAL PARTNERS V LP	28,031.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	1,541,123.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
ATLANTIC TRUST	241,549.	241,549.	0.
ATLANTIC TRUST	1,200,252.	0.	1,200,252.
AUDAX MEZZANINE FUND II	7,736.	0.	7,736.
OCM ASIA OPPORTUNITIES	26,810.	0.	26,810.
OTHER DIVIDENDS	125,462.	0.	125,462.
SUN CAPITAL PARTNERS V LP	29,740.	0.	29,740.
TOTAL TO FM 990-PF, PART I, LN 4	1,631,549.	241,549.	1,390,000.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
FROM ENERGY CAPITAL INVESTORS	<8,136.>	<8,136.>	
FROM OCM ASIA	4.	4.	
FROM ATLANTIC TRUST	7,500.	7,500.	
TOTAL TO FORM 990-PF, PART I, LINE 11	<632.>	<632.>	

FORM 990-PF	ACCOUNTING FEES			STATEMENT 4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
DGC ACCOUNTANT FEES	59,269.	59,269.		0.
TO FORM 990-PF, PG 1, LN 16B	59,269.	59,269.		0.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES	386,206.	386,206.		0.
MOTT PHILANTHROPIC	662,500.	0.		662,500.
TO FORM 990-PF, PG 1, LN 16C	1,048,706.	386,206.		662,500.

FORM 990-PF	TAXES			STATEMENT 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES	26,747.	26,747.		0.
STATE TAXES	500.	500.		0.
FEDERAL TAXES	20,000.	0.		0.
TO FORM 990-PF, PG 1, LN 18	47,247.	27,247.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PORTFOLIO DEDUCTIONS FROM PASSTHROUGH ENTITIES	62,616.	62,616.		0.
BANK FEES	13.	13.		0.
MEMBERSHIP FEES	11,000.	0.		11,000.
TO FORM 990-PF, PG 1, LN 23	73,629.	62,629.		11,000.

FOOTNOTES STATEMENT 8

SCHEDULE B: PER IRC SEC 170(F)(8)(D)

THE LINDE FAMILY FOUNDATION DID NOT PROVIDE ANY GOODS OR SERVICES IN CONSIDERATION, IN WHOLE OR IN PART, FOR ANY CONTRIBUTIONS RECEIVED FROM JOYCE LINDE, REPORTED ON SCHEDULE B.

FORM 990-PF OTHER INCREASES IN NET ASSETS OR FUND BALANCES STATEMENT 9

DESCRIPTION	AMOUNT
CHANGE IN UNREALIZED GAIN/(LOSS) FROM INVESTMENTS	10,372,818.
TOTAL TO FORM 990-PF, PART III, LINE 3	10,372,818.

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 10

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
US AND AGENCY OBLIGATIONS	X		11,657,805.	11,657,805.
TOTAL U.S. GOVERNMENT OBLIGATIONS			11,657,805.	11,657,805.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			11,657,805.	11,657,805.

FORM 990-PF CORPORATE STOCK STATEMENT 11

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCK	72,579,773.	72,579,773.
TOTAL TO FORM 990-PF, PART II, LINE 10B	72,579,773.	72,579,773.

FORM 990-PF CORPORATE BONDS STATEMENT 12

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS	28,697,430.	28,697,430.
TOTAL TO FORM 990-PF, PART II, LINE 10C	28,697,430.	28,697,430.

FORM 990-PF OTHER INVESTMENTS STATEMENT 13

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
PARTNERSHIP INVESTMENTS	FMV	6,422,912.	6,422,912.
TOTAL TO FORM 990-PF, PART II, LINE 13		6,422,912.	6,422,912.

FORM 990-PF OTHER ASSETS STATEMENT 14

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
OTHER ASSETS	7,359.	0.	0.
DIVIDENDS POSTED NOT RECEIVED	83,016.	96,096.	96,096.
INTEREST POSTED NOT RECEIVED	0.	247,686.	247,686.
TO FORM 990-PF, PART II, LINE 15	90,375.	343,782.	343,782.

FORM 990-PF OTHER LIABILITIES STATEMENT 15

DESCRIPTION	BOY AMOUNT	EOY AMOUNT
DEFERRED TAX LIABILITY	117,877.	324,198.
OTHER PAYABLE	0.	15,000.
TOTAL TO FORM 990-PF, PART II, LINE 22	117,877.	339,198.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 16

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
JOYCE LINDE 265 COUNTRY DRIVE WESTON, MA 02493	TRUSTEE 0.25	0.	0.	0.
DOUGLAS T. LINDE ONE BALDWIN CIRCLE WESTON, MA 02493	TRUSTEE 0.25	0.	0.	0.
CAROL CROFT LINDE ONE BALDWIN CIRCLE WESTON, MA 02493	TRUSTEE 0.25	0.	0.	0.
KAREN LINDE PACKMAN 240 COUNTRY DRIVE WESTON, MA 02493	TRUSTEE 0.25	0.	0.	0.
JEFFREY N. PACKMAN 240 COUNTRY DRIVE WESTON, MA 02493	TRUSTEE 0.25	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

Form **8868**
(Rev. January 2013)
Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

▶ File a separate application for each return.

OMB No. 1545-1709

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ▶ [X]
- 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 File by the due date for filing your return See instructions	Name of exempt organization or other filer, see instructions LINDE FAMILY FOUNDATION C/O ERIC RIAK - ATLANTIC TRUST	Employer identification number (EIN) or 04-6904949
	Number, street, and room or suite no If a P.O. box, see instructions. 100 FEDERAL STREET	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. BOSTON, MA 02110-1802	

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

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

- The books are in the care of ▶ ERIC RIAK, ATLANTIC TRUST 100 FEDERAL STREET - BOSTON, MA 02110

Telephone No ▶ 617-927-5700 FAX No. ▶

- 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:

▶ [X] 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	$ 100,397.
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	$ 50,397.
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	$ 50,000.

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.

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

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 File by the due date for filing your return See instructions.	Name of exempt organization or other filer, see instructions LINDE FAMILY FOUNDATION C/O ERIC RIAK - ATLANTIC TRUST	Employer identification number (EIN) or 04-6904949
	Number, street, and room or suite no. If a P O box, see instructions 100 FEDERAL STREET	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions BOSTON, MA 02110-1802	

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

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.

- The books are in the care of ▶ ERIC RIAK, ATLANTIC TRUST 100 FEDERAL STREET - BOSTON, MA 02110

Telephone No ▶ 617-927-5700 FAX No ▶

- 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
ADDITIONAL TIME AND INFORMATION IS REQUIRED TO FILE A COMPLETE AND ACCURATE TAX RETURN.

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	$ 100,397.
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	$ 100,397.
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 ▶ Title ▶ CPA Date ▶ 8/1/13

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01-21-13