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Form **990-PF**

Return of Private Foundation

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

OMB No 1545-0052

2012

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

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

For calendar year 2012 or tax year beginning

, 2012, and ending

, 20

Name of foundation Amica Companies Foundation		A Employer identification number 05-0493445
Number and street (or P O box number if mail is not delivered to street address)	Room/suite	B Telephone number (see instructions) 800-652-6422
100 Amica Way City or town, state, and ZIP code Lincoln, RI 02865-1156		C If exemption application is pending, check here ☐
G Check all that apply. ☐ Initial return ☐ Final return ☐ Address 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) \$ 22,502,956		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐
J Accounting method ☐ Cash ☒ Accrual ☐ Other (specify) _____		

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)		500,000			Statement 1
2 Check ☐ if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		3,798	3,798		
4 Dividends and interest from securities		607,307	607,307		
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		296,916			
b Gross sales price for all assets on line 6a 3,735,506					
7 Capital gain net income (from Part IV, line 2)			296,916		
8 Net short-term capital gain				0	
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)		22,310	17,793		Statement 1
12 Total. Add lines 1 through 11		1,430,331	925,814	0	
13 Compensation of officers, directors, trustees, etc.					
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees (attach schedule)					
b Accounting fees (attach schedule)		16,500	16,500		Statement 1
c Other professional fees (attach schedule)					
17 Interest		4,333	4,333		
18 Taxes (attach schedule) (see instructions)		39,256			Statement 1
19 Depreciation (attach schedule) and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses (attach schedule)					
24 Total operating and administrative expenses. Add lines 13 through 23		60,089	20,833	0	0
25 Contributions, gifts, grants paid		2,118,570			1,696,069
26 Total expenses and disbursements. Add lines 24 and 25		2,178,659	20,833	0	1,696,069
27 Subtract line 26 from line 12		(748,328)			
a Excess of revenue over expenses and disbursements			904,981		
b Net investment income (if negative, enter -0-)				0	
c Adjusted net income (if negative, enter -0-)					

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing		28,282	105,927	105,927
	2	Savings and temporary cash investments		345,639	688,795	688,795
	3	Accounts receivable ▶				
		Less allowance for doubtful accounts ▶			0	
	4	Pledges receivable ▶				
		Less allowance for doubtful accounts ▶			0	
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
	7	Other notes and loans receivable (attach schedule) ▶				
		Less allowance for doubtful accounts ▶			0	
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10 a	Investments - U S and state government obligations (attach schedule)		4,484,906	4,546,260	4,546,260
	b	Investments - corporate stock (attach schedule)		14,153,728	14,813,567	14,813,567
	c	Investments - corporate bonds (attach schedule)		1,453,281	1,552,269	1,552,269
	Liabilities	11	Investments - land, buildings, and equipment basis ▶			
		Less accumulated depreciation ▶ (attach schedule)				
12		Investments - mortgage loans				
13		Investments - other (attach schedule)		724,080	711,566	711,566
14		Land, buildings, and equipment basis ▶				
		Less accumulated depreciation ▶ (attach schedule)				
15		Other assets (describe ▶ See Statement 2)		85,292	84,572	84,572
16		Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)		21,275,208	22,502,956	22,502,956
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable		280,000	702,500	
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe ▶ Federal Tax and accrued other expenses)		37,505	68,401	
	23	Total liabilities (add lines 17 through 22)		317,505	770,901	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ☒ and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted		20,957,703	21,732,055	
	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 (see instructions)		20,957,703	21,732,055	
	31	Total liabilities and net assets/fund balances (see instructions)		21,275,208	22,502,956	

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	20,957,703
2	Enter amount from Part I, line 27a	2	(748,328)
3	Other increases not included in line 2 (itemize) ▶ See Statement 1	3	1,544,840
4	Add lines 1, 2, and 3	4	21,754,215
5	Decreases not included in line 2 (itemize) ▶	5	22,160
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	21,732,055

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 See Part IV Schedule - Statement 4					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a			0		
b			0		
c			0		
d			0		
e			0		
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))		
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any			
a		0	0		
b		0	0		
c		0	0		
d		0	0		
e		0	0		
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	296,916	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8			3		

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011	1,429,378	21,819,848	0.0655
2010	1,486,988	20,465,140	0.0727
2009	1,520,707	18,241,324	0.0834
2008	1,163,923	21,128,813	0.0551
2007	1,082,553	23,039,937	0.0470
2 Total of line 1, column (d)			0.3237
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			0.0647
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5			21,992,578
5 Multiply line 4 by line 3			1,422,920
6 Enter 1% of net investment income (1% of Part I, line 27b)			9,050
7 Add lines 5 and 6			1,431,970
8 Enter qualifying distributions from Part XII, line 4 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.			1,696,069

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

1 a 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)		1	9,050
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	
3 Add lines 1 and 2		3	9,050
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	9,050
6 Credits/Payments			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	23,552	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	23,552	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ 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	0	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	14,502	
11 Enter the amount of line 10 to be Credited to 2013 estimated tax ☒ 14,502 Refunded ☐	11	0	

Part VII-A Statements Regarding Activities

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

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address ▶ <u>www.amica.com</u>				
14	The books are in care of ▶ <u>Mary Q. Williamson</u> Telephone no ▶ <u>800-652-6422</u>			
	Located at ▶ <u>100 Amica Way, Lincoln, RI</u> ZIP+4 ▶ <u>02865-1156</u>			
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	
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ▶			X

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)?	1b	N/A
	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)	2b	N/A
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)	3b	N/A
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

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No**b** If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ **5b** N/A
Organizations relying on a current notice regarding disaster assistance check here ☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No
If "Yes," attach the statement required by Regulations section 53.4945-5(d)**6a** Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No **6b** X
If "Yes" to 6b, file Form 8870**7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No **7b** N/A**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Statement 3	0.25			

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

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

Total number of other employees paid over \$50,000 ☐

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services ▶

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

Expenses

1 NONE	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

Amount

1 NONE	
2	
All other program-related investments See instructions	
3	

Total. Add lines 1 through 3 ▶ 0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	22,167,339
b	Average of monthly cash balances	1b	91,979
c	Fair market value of all other assets (see instructions)	1c	68,172
d	Total (add lines 1a, b, and c)	1d	22,327,490
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	22,327,490
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	334,912
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	21,992,578
6	Minimum investment return. Enter 5% of line 5	6	1,099,629

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	1,099,629
2a	Tax on investment income for 2012 from Part VI, line 5	2a	9,050
b	Income tax for 2012 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	9,050
3	Distributable amount before adjustments Subtract line 2c from line 1	3	1,090,579
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	1,090,579
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	1,090,579

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	1,696,069
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	1,696,069
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	9,050
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,687,019

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				1,090,579
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2012				
a From 2007 53,815				
b From 2008 129,300				
c From 2009 622,129				
d From 2010 469,774				
e From 2011 357,170				
f Total of lines 3a through e	1,632,188			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 1,696,069				
a Applied to 2011, but not more than line 2a . . .				
b Applied to undistributed income of prior years (Election required - see instructions).				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2012 distributable amount				1,090,579
e Remaining amount distributed out of corpus . .	605,490			
5 Excess distributions carryover applied to 2012 . (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	2,237,678			
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				
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 instructions			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) (see instructions) . . .				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions) . . .	53,815			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	2,183,863			
10 Analysis of line 9				
a Excess from 2008 . . . 129,300				
b Excess from 2009 . . . 622,129				
c Excess from 2010 . . . 469,774				
d Excess from 2011 . . . 357,170				
e Excess from 2012 . . . 605,490				

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

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 **NOT APPLICABLE**

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

	Tax year	Prior 3 years			(e) Total
	(a) 2012	(b) 2011	(c) 2010	(d) 2009	
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					0
b 85% of line 2a	0	0	0	0	0
c Qualifying distributions from Part XII line 4 for each year listed					0
d Amounts included in line 2c not used directly for active conduct of exempt activities					0
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c	0	0	0	0	0
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test - enter:					
(1) Value of all assets					0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					0
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)					0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0
(3) Largest amount of support from an exempt organization					0
(4) Gross investment income					0

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

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

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

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

c Any submission deadlines.

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

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient 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 Statement 5				1,696,069
Total			▶ 3a	1,696,069
b Approved for future payment See Statement 6				702,500
Total			▶ 3b	702,500

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount		
1 Program service revenue						
a _____						
b _____						
c _____						
d _____						
e _____						
f _____						
g Fees and contracts from government agencies						
2 Membership dues and assessments						
3 Interest on savings and temporary cash investments			14	3,798		
4 Dividends and interest from securities			14	607,307		
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						
8 Gain or (loss) from sales of assets other than inventory			18	296,916		
9 Net income or (loss) from special events . . .						
10 Gross profit or (loss) from sales of inventory . .						
11 Other revenue a <u>Partnership</u>	900001	4,367	14	17,793		
b <u>Business Income</u>						
c _____						
d _____						
e _____						
12 Subtotal Add columns (b), (d), and (e)		4,367		925,814		
13 Total Add line 12, columns (b), (d), and (e)					13	930,181

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

		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		

[illegible]

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

Date 11/14/2013

Vice President, Amica
 Mutual Insurance Co.

Title

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

**Paid
Preparer
Use Only**

Print/Type preparer's name
Thomas O Cyr

Preparer's signature Thomas O'Sullivan

Date
11/11/2013

Check ☐ if self-employed

PTIN	P00651101
------	-----------

Firm's name ▶ KPMG, LLP

Firm's address ► 2 Financial Center, 60 South Street
Boston, MA 02111

Firm's EIN ▶ 13-5565207

Phone no 617-988-1271

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

Schedule of Contributors

OMB No 1545-0047

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

2012

Name of the organization

Employer identification number

Amica Companies Foundation

05-0493445

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).

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

Schedule B (Form 990, 990-EZ, or 990-PF) (2012)

Name of organization Amica Companies Foundation	Employer identification number 05-0493445
---	---

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	Amica Mutual Insurance Company 100 Amica Way Lincoln, RI 02865-1156	\$ 500,000	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.)
		\$	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

Employer identification number

Amica Companies Foundation

05-0493445

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

Name of organization	Employer identification number
Amica Companies Foundation	05-0493445

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. See instructions.) ▶ \$ _____

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
	----- ----- -----		----- ----- -----

Amica Companies Foundation
Form 990-PF - Return of Private Foundation
2012

Part I - Analysis of Revenues and Expenses

Line 1 - Contributions, gifts, grants received

Capital contribution received from:
Amica Mutual Insurance Company
100 Amica Way
Lincoln, RI 02865

\$ 500,000

Line 11 - Distributive share of partnership's net income (loss)
Other Surplus Adjustments

\$ 22,160
150
\$ 22,310

Line 16b - Accounting & Audit Fees

\$ 16,500

Line 18 - Federal Excise Tax

\$ 39,256

Part III - Analysis of Changes in Net Assets or Fund Balances

Line 3 - Net Unrealized Gains on Securities

\$ 1,544,840

Line 5 - Decreases not included in line 2

Distributive share of partnership's net income

\$ 22,160

Amica Companies Foundation
Form 990-PF - Return of Private Foundation
2012

Part II - Balance Sheet

	Beginning Book Value	Ending Book Value	Ending FMV
Line 10a - U.S. and State Government Obligations	\$ 4,484,906	\$ 4,546,260	\$ 4,546,260
Line 10b - Corporate Stock	\$ 14,153,728	\$ 14,813,567	\$ 14,813,567
Line 10c - Corporate Bonds			
Alcoa Inc	23,710	0	0
Apache Corporation Notes	0	9,981	9,981
AT&T Inc Nts	3,307	0	0
Bank of America Corp	9,445	11,656	11,656
Bank of America Corp	20,016	20,273	20,273
BB&T Corporation NTS	7,658	7,461	7,461
Boston Properties LP SR Notes	22,523	23,848	23,848
Bra Properties Inc Notes	0	5,666	5,666
Burlington Northern Santa Fe NTS	46,162	47,084	47,084
Camden Property Trust	0	24,375	24,375
Citigroup Inc Nts	15,614	15,519	15,519
Commonwealth Edison Co First Mort	10,772	11,179	11,179
ConocoPhillips NTS	21,600	5,226	5,226
Consolidated Edison Co of NY INC	51,169	0	0
CR BARD INC NOTES	28,017	28,465	28,465
CSX Corp	92,917	0	0
CVS Caremark Corp	21,871	21,486	21,486
Dell Inc NTS	5,483	5,307	5,307
Duke Energy Co Senior NTS	11,033	10,595	10,595
Duke Energy Corp Nts	29,693	30,582	30,582
E I Du Pont De Nemours & Co Notes	53,322	52,631	52,631
Eaton Corporation Notes	26,334	25,405	25,405
Emerson Electric Co Nts	5,853	5,986	5,986
ERP Operating LTD Capital Corp NTS	28,527	30,603	30,603
Fedex Corp	5,586	5,343	5,343
General Electric Capital Corp Nts	22,136	23,594	23,594
General Mills Inc	11,867	12,158	12,158
Goldman Sachs Group Inc Nts	7,268	7,296	7,296
Goodrich Corp Notes	45,001	45,742	45,742
Illinois Tool Works Inc	0	32,828	32,828
Johnson Controls Inc Notes	11,189	11,288	11,288
JPMorgan Chase & Co	0	5,701	5,701
JPMorgan Chase & Co Notes	11,615	11,590	11,590
JPMorgan Chase & Co Nts	13,592	14,805	14,805
Kellogg Company Notes	5,550	5,531	5,531
Liberty Property LP SR Notes	0	12,493	12,493
Litton Industries Inc	11,572	11,531	11,531
Loral Corporation	39,085	0	0
Lockheed Martin Corp Notes	0	55,035	55,035
McKesson Corp	116,688	118,139	118,139
Morgan Stanley Nts	18,003	0	0
National Retail Properties Notes	0	12,063	12,063
Norfolk South Corp	0	12,281	12,281
Northrop Grumman Corporation	0	14,066	14,066
NuCor Corp Senior Notes	10,810	11,059	11,059
Pacific Gas & Electric Co	26,364	27,231	27,231
Plum Creek Timber LP	0	38,903	38,903
PNC Funding Corp Senior Notes	15,310	14,932	14,932
PNC Funding Corp Senior Notes	10,504	10,586	10,586
Progress Energy Inc	0	20,247	20,247
Rayonier Inc SR Notes	0	25,545	25,545
Raytheon Company Bonds	0	27,831	27,831
Raytheon Company NTS	18,555	18,823	18,823
Realty Income Corp	0	11,523	11,523
Regency Centers LP Notes	0	5,783	5,783
Simon Property Group NTS	11,480	12,181	12,181
State Street Corp	16,450	17,434	17,434
State Street Corp Senior Notes	5,351	5,270	5,270
Toyota Motor Credit Corp	25,765	27,227	27,227
UDR Inc Med-Term Notes	0	5,499	5,499
UDR Inc Medium-Term Notes	0	16,520	16,520
Union Pacific Corp Mt Nts	54,337	53,000	53,000
United Technologies Corp	30,892	31,156	31,156
Wachovia Corp Fli Rt Med Trm Notes	10,003	0	0
Wells Fargo & Company Senior Notes	10,468	10,628	10,628
Wells Fargo & Company Nts	10,335	10,030	10,030
Xcel Energy Inc	238,186	245,704	245,704
Canadian National Resources LTD	104,314	100,351	100,351
	\$ 1,453,281	\$ 1,552,269	\$ 1,552,269

Line 13 - Other Investments

Misc L/T Invested Assets	\$ 724,080	\$ 711,566	\$ 711,566
--------------------------	------------	------------	------------

Line 15 - Other Assets

Accrued Interest & Dividends	\$ 75,532	\$ 68,172	\$ 68,172
Federal Income Tax Recoverable	9,760	16,400	16,400
	\$ 85,292	\$ 84,572	\$ 84,572

Amica Companies Foundation
Form 990-PF - Return of Private Foundation
2012

Part VIII - Information About Officers, Directors, etc.

Officers

Robert A. DiMuccio, Chairman, President, & CEO
100 Amica Way
Lincoln, RI 02865

Robert P. Suglia, General Counsel
100 Amica Way
Lincoln, RI 02865

Suzanne E. Casey, Secretary
100 Amica Way
Lincoln, RI 02865

Robert K. Benson, Chief Investment Officer
100 Amica Way
Lincoln, RI 02865

James P. Loring, Treasurer
100 Amica Way
Lincoln, RI 02865

Directors

Robert A. DiMuccio
100 Amica Way
Lincoln, RI 02865

Patricia W. Chadwick
100 Amica Way
Lincoln, RI 02865

Thomas A. Taylor
100 Amica Way
Lincoln, RI 02865

Jeffrey P. Aiken
100 Amica Way
Lincoln, RI 02865

Barry G. Hittner
100 Amica Way
Lincoln, RI 02865

Ronald K. Machtley
100 Amica Way
Lincoln, RI 02865

Debra A. Canales
100 Amica Way
Lincoln, RI 02865

Michael D. Jeans
100 Amica Way
Lincoln, RI 02865

Cheryl W. Sneed
100 Amica Way
Lincoln, RI 02865

Richard A. Plotkin
100 Amica Way
Lincoln, RI 02865

Edward F. Degraan
100 Amica Way
Lincoln, RI 02865

Donald J. Reaves
100 Amica Way
Lincoln, RI 02865

All members of the Board serve without compensation

Amica Companies Foundation
Form 990-PF - Return of Private Foundation
2012

Part IV - Capital Gains and Losses for Tax on Investment Income

A	B	C	D	E	F	G
Description	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Gain or (Loss)
ABBOTT LABORATORIES	P	01/26/2006	08/22/2012	10,426	(6,871)	3,555
ACCO BRANDS CORP	P	05/01/2012	05/17/2012	2	(1)	0
AETNA INC	P	01/25/2011	11/28/2012	15,314	(12,072)	3,242
AGILENT TECHNOLOGIES INC	P	08/12/2011	08/23/2012	16,653	(16,264)	389
ALCOA INC	P	01/22/2007	07/31/2012	24,931	(24,913)	18
ALEXANDRIA REAL ESTATE EQUITIES	P	11/15/2011	12/05/2012	5,493	(6,607)	(1,114)
ALLIANT TECHSYSTEMS INC	P	07/26/2010	11/07/2012	16,953	(19,606)	(2,653)
AMERICAN GREETINGS CORP CL A	P	02/02/2011	05/14/2012	8,944	(12,625)	(3,680)
AMGEN INC	P	03/11/2004	08/22/2012	35,642	(27,301)	8,340
ANALOG DEVICES INC	P	08/04/2011	01/20/2012	12,446	(10,334)	2,112
ANHEUSER-BUSCH INBEV SPN ADR	P	08/04/2011	02/17/2012	11,835	(9,919)	1,916
APARTMENT INVESTMENT AND MGMT CO	P	03/04/2011	03/29/2012	6,354	(5,573)	781
APPLE INC	P	05/20/2011	09/24/2012	21,299	(10,458)	10,840
APPLIED INDUSTRIALTECHNOLOGIES INC	P	08/22/2011	01/24/2012	15,583	(10,822)	4,761
APPLIED INDUSTRIALTECHNOLOGIES INC	P	01/14/2010	01/24/2012	19,681	(12,151)	7,530
ARROW ELECTRONICS INC	P	08/19/2011	05/31/2012	11,366	(9,686)	1,680
AT&T INC	P	02/07/2007	09/04/2012	24,385	(24,026)	359
AT&T INC NTS	P	02/04/2009	06/29/2012	3,243	(3,067)	176
AUTOMATIC DATA PROCESSING	P	08/30/2010	07/06/2012	6,017	(4,227)	1,789
AVALONBAY COMMUNITIES INC	P	12/15/2010	08/21/2012	19,111	(10,954)	8,156
AVNET INC	P	08/19/2011	05/30/2012	11,795	(9,821)	1,974
AVON PRODUCTS INC	P	11/22/2011	06/22/2012	4,668	(5,067)	(399)
BANK MUTUAL CORP	P	05/18/2010	07/24/2012	5,920	(10,381)	(4,460)
BEST BUY CO INC	P	08/11/2011	08/08/2012	7,477	(9,373)	(1,897)
BEST BUY CO INC	P	08/11/2011	08/16/2012	45,671	(70,379)	(24,708)
BIG LOTS INC	P	08/04/2011	08/15/2012	22,597	(19,012)	3,585
BLACKROCK LIQUIDITY TEMP FUND INST	P	12/31/2012	12/31/2012	2	0	2
BOSTON PROPERTIES INC	P	12/13/2007	04/10/2012	21,799	(18,877)	2,922
BRISTOL-MYERS SQUIBB COMPANY	P	02/07/2007	08/02/2012	20,260	(15,375)	4,885
BUNGE LIMITED	P	08/27/2010	04/12/2012	12,198	(9,214)	2,984
CA INC	P	06/29/2011	06/22/2012	8,375	(7,251)	1,124
CBL & ASSOCIATES PROPERTIES	P	02/28/2012	11/07/2012	5,550	(4,338)	1,212
CHEVRON CORPORATION	P	02/07/2007	06/05/2012	49,164	(287)	48,877
CIGNA CORP	P	01/25/2011	11/28/2012	12,446	(9,900)	2,546
CITY OF MINNEAPOLIS MN	P	10/12/2005	03/01/2012	10,000	(10,000)	0
COMCAST CORPORATION CL A	P	02/07/2007	02/16/2012	6,931	(6,059)	872
COMMONWEALTH REIT	P	12/08/2008	11/28/2012	3,614	(2,570)	1,044
COMPUTER SCIENCES CORPORATION	P	03/11/2009	09/04/2012	1,052	(1,097)	(45)
COMPUWARE CORP	P	01/11/2010	04/05/2012	2,412	(2,243)	170
CONAGRA FOODS INC	P	09/15/2009	01/20/2012	7,367	(6,100)	1,268
CONOCOPHILLIPS	P	12/09/2002	04/09/2012	29,759	(9,860)	19,899
CONOCOPHILLIPS NTS	P	01/29/2009	08/17/2012	15,874	(14,987)	887
CONSOLIDATED EDISON INC	P	02/07/2007	01/26/2012	30,732	(22,746)	7,986
CORNING INCORPORATED	P	09/27/2011	05/30/2012	42,196	(42,574)	(378)
CORNING INCORPORATED	P	08/17/2009	05/30/2012	18,097	(19,855)	(1,758)
COUSINS PROPERTIES INC	P	04/05/2011	12/05/2012	2,596	(2,734)	(139)
CUBESMART	P	12/15/2010	11/07/2012	4,342	(2,815)	1,527
CVS CAREMARK CORP	P	12/15/2011	07/20/2012	10,708	(8,882)	1,826
CVS CAREMARK CORP	P	10/31/2001	07/20/2012	9,944	(2,633)	7,310
D.E MASTER BLENTERS 1753 N V COM	P	07/09/2012	07/16/2012	3,439	(3,481)	(41)
DDR CORP	P	07/09/2010	06/19/2012	6,725	(5,358)	1,367
DIGITAL REALTY TRUST INC	P	12/08/2008	03/20/2012	3,474	(1,428)	2,045
DOMINION RESOURCES INC	P	03/11/2009	01/18/2012	11,346	(6,886)	4,460
DOUGLAS EMMETT INC	P	09/07/2011	05/15/2012	9,028	(7,347)	1,682

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ABBOTT LABORATORIES	P	01/26/2006	08/22/2012	10,426	(6,871)	3,555
DOUGLAS EMMETT INC	P	04/05/2011	05/15/2012	455	(375)	80
DUKE ENERGY CORPORATION	P	02/07/2007	04/27/2012	4,401	(4,120)	281
EASTGROUP PROPERTIES INC	P	12/08/2008	09/18/2012	2,639	(1,481)	1,159
EBAY INC	P	08/26/2010	07/06/2012	1,994	(1,139)	856
ENGILITY HOLDINGS INC	P	07/17/2012	07/19/2012	2,930	(3,044)	(114)
ENTERTAINMENT PROPERTIES TRUST	P	12/08/2008	07/24/2012	4,779	(4,195)	584
EOG RESOURCES INC	P	05/20/2011	02/13/2012	41,658	(39,141)	2,517
EQUITY RESIDENTIAL	P	12/13/2007	08/21/2012	14,758	(8,916)	5,842
ESSEX PROPERTY TRUST	P	12/08/2008	12/05/2012	7,612	(4,640)	2,972
EXELIS INC	P	11/02/2011	11/07/2012	8,718	(9,264)	(545)
EXPRESS SCRIPTS HOLDING CO	P	04/02/2012	11/28/2012	14,038	(15,160)	(1,122)
EXXON MOBIL CORPORATION	P	06/28/2010	11/27/2012	65,181	(61,052)	4,129
FEDERAL REALTY INVESTMENT TRUST	P	04/10/2012	09/18/2012	6,468	(5,715)	753
FIRST INDUSTRIAL REALTY TRUST, INC	P	09/07/2011	01/18/2012	2,389	(2,305)	84
FIRST POTOMAC REALTY TRUST	P	01/26/2011	10/10/2012	2,799	(3,446)	(647)
FLEXSTEEL INDUSTRIES INC	P	08/23/2011	05/07/2012	5,928	(4,300)	1,628
FOX CHASE BANCORP INC	P	11/24/2010	08/22/2012	19,357	(13,371)	5,987
GENERAL DYNAMICS CORP	P	07/23/2010	11/07/2012	44,781	(43,818)	963
GLIMCHER REALTY TRUST	P	07/11/2012	07/31/2012	2,088	(2,195)	(107)
GLIMCHER REALTY TRUST	P	11/10/2010	01/18/2012	1,558	(1,396)	162
GOLDMAN SACHS GROUP INC NTS	P	04/29/2009	05/25/2012	7,363	(6,998)	365
GOLDMAN SACHS PRIVATE EQUITY PART	P	08/19/2011	06/05/2012	34	(41)	(7)
GORDMANS STORES INC	P	03/13/2012	04/09/2012	7,827	(5,455)	2,372
HCP INC	P	12/08/2008	07/31/2012	4,462	(2,588)	1,873
HEALTHCARE REALTY TRUST	P	06/15/2011	03/20/2012	4,335	(3,999)	336
HEWLETT-PACKARD CO	P	02/07/2007	03/05/2012	27,973	(47,568)	(19,595)
HOME DEPOT INC	P	02/07/2007	01/19/2012	57,205	(43,836)	13,369
HOSPITALITY PROPERTIES TRUST	P	12/08/2008	11/07/2012	5,201	(2,810)	2,392
HOTEL & RESORTS INC	P	06/15/2011	02/07/2012	6,812	(6,387)	424
HUDSON CITY BANCORP INC	P	07/25/2011	08/24/2012	25,977	(38,400)	(12,423)
HUMANA INC	P	01/25/2011	11/28/2012	9,791	(8,780)	1,011
HUNTINGTON INGALLS INDUSTRIES	P	04/01/2011	02/07/2012	5,364	(3,663)	1,701
ILLINOIS ST GO	P	12/02/2005	05/31/2012	216,776	(218,206)	(1,430)
INLAND REAL ESTATE CORP	P	05/07/2009	11/28/2012	2,524	(2,179)	345
INTEGRA LIFESCIENCES HOLDING	P	03/12/2012	10/12/2012	6,277	(5,423)	854
INTERNATIONAL BUSINESS MACH CORP	P	02/07/2007	07/19/2012	22,112	(13,346)	8,766
INTERNATIONAL PAPER COMPANY	P	09/23/2010	10/01/2012	5,677	(3,717)	1,960
INTUIT INC	P	09/17/2010	02/16/2012	6,428	(4,966)	1,462
JOHNSON & JOHNSON	P	11/22/2005	08/22/2012	19,444	(17,439)	2,005
KILROY REALTY CORPORATION	P	12/08/2008	01/18/2012	4,906	(4,608)	298
L 3 COMMUNICATIONS HOLDINGS	P	06/29/2011	11/07/2012	69,908	(71,437)	(1,530)
LASALLE HOTEL PROPERTIES	P	09/07/2011	05/15/2012	4,475	(2,874)	1,601
LASALLE HOTEL PROPERTIES	P	07/27/2010	05/15/2012	2,294	(1,951)	342
LATIN AMERICAN DISCOVERY FUND INC	P	10/21/2008	01/06/2012	1,788	(1,646)	142
LEXMARK INTERNATIONAL INC A	P	06/04/2010	02/16/2012	2,942	(2,944)	(3)
LILLY ELI & CO	P	01/26/2006	09/04/2012	6,414	(8,016)	(1,603)
LOCKHEED MARTIN CORP NOTES	P	08/03/2012	12/12/2012	18,919	(18,323)	597
LOCKHEED MARTIN CORPORATION	P	07/23/2010	11/07/2012	49,713	(42,165)	7,548
LORAL CORPORATION	P	12/17/2010	12/12/2012	44,218	(35,980)	8,239
LOWES COMPANIES INC	P	02/07/2007	10/12/2012	31,450	(30,190)	1,260
LSI INDUSTRIES INC	P	06/24/2011	08/16/2012	5,519	(6,284)	(765)
MACERICH COMPANY	P	12/08/2008	05/15/2012	7,930	(1,142)	6,787
MADISON WI GO PROM NOTES SER 2010B	P	09/22/2010	09/25/2012	38,455	(35,150)	3,305

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ABBOTT LABORATORIES	P	01/26/2006	08/22/2012	10,426	(6,871)	3,555
MAIDENFORM BRANDS INC	P	01/19/2012	04/10/2012	12,824	(10,468)	2,355
MCCORMICK & CO INC	P	09/15/2009	07/10/2012	5,033	(2,792)	2,241
MCDONALDS CORPORATION	P	04/30/2003	03/29/2012	30,423	(5,553)	24,871
MEDCO HEALTH SOLUTIONS INC	P	08/04/2011	04/02/2012	24,751	(19,610)	5,141
MERCK & CO INC	P	05/08/1997	08/23/2012	37,511	(37,182)	329
METROPCS COMMUNICATIONS INC	P	08/19/2011	01/20/2012	5,876	(7,069)	(1,193)
METROPCS COMMUNICATIONS INC	P	08/03/2009	01/18/2012	1,357	(1,884)	(527)
MID-AMERICA APARTMENT COMM INC	P	11/15/2011	06/19/2012	6,726	(5,979)	747
MOLEX INC	P	09/16/2011	08/09/2012	6,006	(5,016)	990
MORGAN STANLEY ASIA-PACIFIC FUND	P	07/09/2012	11/16/2012	24,869	(23,271)	1,598
MORGAN STANLEY ASIA-PACIFIC FUND	P	03/11/2009	01/06/2012	22,813	(6,052)	16,761
MORGAN STANLEY EM FUND INC	P	05/29/2007	07/10/2012	40,620	(77,131)	(36,511)
MORGAN STANLEY IFHF SPV LP	P	08/01/2011	05/15/2012	6,513	(6,667)	(154)
MORGAN STANLEY IFHF SPV LP	P	08/01/2011	11/19/2012	8,363	(8,156)	207
MORGAN STANLEY PREM PART FD LP	P	01/30/2007	11/30/2012	9,171	(8,325)	846
MORGAN STANLEY PRIVATE MKTS FD III	P	06/27/2007	11/20/2012	26,815	(18,962)	7,853
MOTOROLA MOBILITY HOLDINGS INC	P	05/11/2011	05/22/2012	18,040	(21,047)	(3,007)
MYLAN INC	P	08/12/2011	08/23/2012	12,422	(11,019)	1,403
NATIONAL RETAIL PROPERTIES INC	P	01/28/2009	07/11/2012	4,849	(2,518)	2,331
NEWELL RUBBERMAID INC	P	07/05/2011	02/03/2012	9,301	(7,950)	1,351
NEWELL RUBBERMAID INC	P	06/01/2010	02/02/2012	5,614	(5,138)	476
NEXTERA ENERGY INC	P	02/23/2010	02/02/2012	51,556	(40,153)	11,403
NORTHROP GRUMMAN CORP	P	09/14/2010	11/07/2012	44,855	(31,667)	13,189
NOVELLUS SYSTEMS INC	P	09/22/2000	04/13/2012	6,434	(7,157)	(723)
NUCOR CORP	P	12/04/2008	02/02/2012	20,205	(16,819)	3,386
OHIO HSG FIN AGCY 2006 SER O	P	07/23/2009	09/01/2012	10,000	(9,978)	22
OHIO HSG FIN AGCY 2007 SER C	P	03/25/2011	03/01/2012	15,000	(14,963)	37
OHIO HSG FIN AGCY 2007 SER C	P	03/25/2011	09/01/2012	15,000	(14,963)	37
OMEGA HEALTHCARE INVESTORS INC	P	12/08/2008	03/20/2012	3,902	(2,389)	1,512
PEPSICO INC	P	09/27/2011	05/31/2012	6,045	(5,570)	475
PEPSICO INC	P	02/07/2007	05/31/2012	21,869	(20,730)	1,139
PFIZER INC	P	11/06/2002	08/03/2012	22,252	(30,192)	(7,940)
PRAXAIR INC	P	11/17/2008	01/20/2012	12,011	(6,265)	5,745
PROLOGIS INC	P	09/07/2011	07/31/2012	4,827	(4,725)	102
PROLOGIS INC	P	09/07/2011	12/05/2012	3,765	(3,225)	540
PS BUSINESS PKS INC/CA	P	06/15/2011	03/20/2012	2,551	(2,128)	423
RAYTHEON COMPANY (NEW)	P	09/27/2011	11/07/2012	107,831	(91,696)	16,135
REGENCY CENTERS CORPORATION	P	03/04/2011	07/11/2012	5,891	(4,812)	1,079
SAFEWAY INC	P	09/30/2003	04/26/2012	5,712	(6,213)	(501)
SHERWIN WILLIAMS COMPANY	P	10/20/2009	01/20/2012	10,960	(6,793)	4,167
SIMON PROPERTY GROUP INC	P	09/07/2011	07/24/2012	29,543	(23,656)	5,887
SIMON PROPERTY GROUP INC	P	06/29/2011	07/24/2012	18,981	(13,164)	5,817
SL GREEN REALTY CORP	P	06/29/2011	08/21/2012	11,293	(12,866)	(1,573)
SMART BALANCE INC	P	12/22/2011	06/22/2012	21,051	(13,015)	8,036
SMART BALANCE INC	P	06/02/2010	06/22/2012	14,494	(9,664)	4,829
SOUTHERN COMPANY	P	02/07/2007	01/18/2012	10,217	(8,017)	2,200
STAPLES INC	P	08/19/2011	10/26/2012	21,548	(31,685)	(10,137)
TANGER FACTORY OUTLET CTRS INC	P	06/15/2011	01/18/2012	4,503	(4,164)	339
TERADATA CORP	P	10/01/2007	03/15/2012	21,723	(4,178)	17,545
TEXAS INSTRUMENTS INC	P	02/07/2007	02/17/2012	10,655	(10,447)	207
TEXTRON INC	P	02/07/2007	02/22/2012	13,989	(17,965)	(3,976)
THE HILLSHIRE BRANDS COMPANY	P	02/07/2007	07/16/2012	3,486	(3,486)	0
TIME WARNER INC	P	02/07/2007	09/04/2012	45,722	(109,248)	(63,525)

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ABBOTT LABORATORIES	P	01/26/2006	08/22/2012	10,426	(6,871)	3,555
TJX COMPANIES INC	P	03/17/2011	03/02/2012	8,971	(5,899)	3,073
TYCO INTERNATIONAL LTD	P	02/01/2008	07/09/2012	60,526	(34,786)	25,741
U S SBA SBIC-PC SER 2005-20G	P	10/25/2006	07/02/2012	1,957	(1,857)	100
U S SBA SBIC-PS 2005-20B	P	03/27/2007	08/01/2012	2,733	(2,617)	117
U S SBA SER 2003-20D	P	01/23/2004	10/01/2012	11,097	(11,109)	(13)
U S SBA SER 2005-20J	P	01/15/2008	10/01/2012	9,125	(9,062)	64
U S SBA SER 2007-20C	P	03/06/2007	09/04/2012	10,923	(10,836)	87
U S SBA SER 2009-20I	P	06/19/2012	09/04/2012	2,861	(3,131)	(270)
U S SBA SER 2011-20B	P	09/21/2011	08/01/2012	1,146	(1,224)	(78)
U S SBA SER SBIC-2005-20H	P	08/09/2005	08/01/2012	11,548	(11,465)	83
U S SBA SER 2011-20C	P	03/08/2011	09/04/2012	1,131	(1,122)	8
UNILEVER PLC	P	06/16/2011	08/02/2012	17,590	(14,915)	2,675
UNITEDHEALTH GROUP INC	P	06/10/2010	11/28/2012	58,640	(33,524)	25,117
US BANCORP	P	02/07/2007	06/19/2012	23,071	(23,666)	(595)
US SBA SER 2007-20E	P	08/02/2007	11/01/2012	10,797	(10,518)	279
VANGUARD DEV MKTS INDEX INST PLUS	P	10/31/2012	12/19/2012	15,352	(15,000)	352
VANGUARD DEV MKTS INDEX INST PLUS	P	01/31/2011	12/19/2012	131,797	(144,018)	(12,221)
VANGUARD EMRG MKS STK IND INS PLUS	P	05/31/2012	10/31/2012	170,272	(164,685)	5,588
VANGUARD EMRG MKS STK IND INS PLUS	P	11/22/2011	12/19/2012	72,778	(78,605)	(5,827)
VANGUARD EUROPE STK IND FUND, INST	P	01/31/2011	06/20/2012	128,460	(141,072)	(12,612)
VANGUARD PACIFIC STK INDEX FUND	P	02/12/2007	06/20/2012	42,247	(56,226)	(13,980)
VERIZON COMMUNICATIONS	P	01/04/2002	09/05/2012	30,695	(36,517)	(5,822)
VORNADO REALTY TRUST	P	12/15/2010	05/15/2012	14,571	(10,177)	4,394
WALGREEN CO	P	12/15/2011	03/29/2012	23,716	(23,871)	(155)
WAL-MART STORES INC	P	02/08/2010	06/22/2012	147,073	(109,226)	37,848
WASHINGTON FEDERAL INC	P	06/20/2011	04/24/2012	16,832	(15,590)	1,242
WASHINGTON FEDERAL INC	P	09/02/2009	04/26/2012	11,650	(9,762)	1,888
WELLPOINT INC	P	06/01/2010	11/28/2012	25,892	(22,169)	3,723
WYNDHAM WORLDWIDE CORPORATION	P	02/07/2007	03/08/2012	9,075	(8,427)	648
YAHOO! INC	P	05/02/2011	07/19/2012	16,933	(19,741)	(2,808)
Total				3,735,506	(3,438,590)	296,916

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Part XV - Supplementary Information

Line 3a - Grants and Contribution Paid During the Year

Arts and Culture	
Boothbay Railway Village	1,000
City Arts	1,000
Firstworks	2,500
Providence Children's Museum	5,000
Rhode Island Black Heritage Society	500
Trinity Repertory Company	5,000
Total Arts and Culture	\$ 15,000

Citizenship Grant	
3 4 Fighting Parkinsons	800
Adirondack Save-a-Stray	500
Alan Shawn Feinstein Middle School of Coventry	500
Algonquin Regional HS Wrestling Boosters	500
Amos House	2,200
Angelcat Haven	500
Animal Defense League of Arizona	500
Artillery Company of Newport	500
Best Buddies International	1,200
BHS Parent Graduation Party Committee	500
Big Brothers Big Sisters of Ocean State	2,200
Black Men of Greater Springfield	550
Blackstone Millville Music Assoc.	500
Boy Scouts of Rhode Island	500
Boys and Girls Club of Worcester	2,200
Bristol Warren Parent Association	500
Bruno United FC	500
Burrillville Glocester Youth Soccer Assoc.	500
Camelot Elementary School	500
Caritas	2,200
Cathedral of Life Christian Assembly	1,450
Children's Wish Group of RI	2,400
Christ Episcopal Church Thrift Shop	500
Citizens' Scholarship Foundation of East Providence	500
City Meal Site	2,900
CME-Healing Hearts Northwest	500
Coalition for Better Public Schools	500
ConKerr Cancer	2,200
Connecting for Children and Families, Inc	2,200
Coventry Early Childhood Center	500
Cranston Leagues for Cranston's Future	500
Danbury Animal Welfare Society	500
Danbury VITA	500
Elmwood Little League	500
Esther Cannizzo Junior Golf Foundation	500
Evanosky Foundation	500
Foundation of the Rotary Club of Pittsford, NY	1,450
Franklin Youth Baseball Organization	500
Frederick Challenger Little League	550
Friends of CASA Rhode Island	2,200
Friends of the Seekonk Public Library	800
Fusionworks, Inc.	500

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Girl Scouts of Rhode Island	1,500
Gleaners Community Food Bank	800
Goffstown Grizzlie Lacrosse	500
Grizzly Gridiron Club	500
Habitat for Humanity of West Bay/N RI	800
Happy Labs Rescue	500
Hoyt Arboretum Friends	500
Institute for Responsible Technology	500
Interfaith Food Ministry	1,200
Kent Heights Elementary School	500
Kiwanis Club of Downtown Scottsdale	1,450
Langston Middle Charter School	500
Leukemia and Lymphoma Society	800
Lime Rock Baptist Church - Food Pantry	2,200
Lions Sight & Hearing Foundation of NH	800
March of Dimes	1,450
Marcus Historical Society	500
Massachusetts Assoc of Student Councils	1,200
Mulan Performing Arts Association	500
Nana's Upper Room	1,450
National Tay Sachs & Allied Diseases Assoc	500
Neighborhood House Food Pantry	550
North Providence Youth Basketball Association	500
Ocean State Paradise Charities	2,900
Our Lady of Mercy School	500
Parish Cupboard	1,450
Petaluma Celebrate Recovery	1,200
Philabundance	1,450
Prince of Peace Parish	500
Progreso Latino	1,200
Project Learn, Adult & Family Literacy	2,200
Providence Performing Arts Center	500
PTA RI Congress of Parents & Teachers	500
Rhode Island Blood Center	1,200
Rhode Island Lions Sight Foundation	1,200
Rhode Island Mentoring Partnership	1,200
Rhode Island Tree Council	500
Rotary Charities of Providence	1,450
Saint Mary - Sacred Heart School	500
San Miguel School	800
Scandinavian Home, Inc	500
Seventh-Day Adventist Church	500
Shepherds Care Medical Clinic	500
Shrewsbury Youth Hockey	500
Society of St. Vincent De Paul Council	1,450
Special Olympics Illinois	2,200
St Andre Bessette Church	1,450
St Blaise Loaves & Fishes Food Pantry	1,450
Steere House	500
Sugar Hill Elementary School	500
Swain Ski Patrol	500
Swansea Little League, Challenger Div.	550
The Holiday Express	1,200
United Hospice of Rockland	1,450

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United Way of Rhode Island	800
Urban Collaborative Accelerated Program	2,200
Vartan Gregorian Elementary School	500
Warren Little League	500
Waukesha Express Swim Team	500
Wheeler School and Library	800
YMCA - Greater Woonsocket	500
YMCA of Greater Rochester	500
Total Citizenship Grant	\$ 99,000

Civic and Community	
Common Cause Rhode Island	4,000
Experience Service Collaboration	2,500
Family Resources Community Action	5,000
Grow Smart RI	2,500
Justice Assistance	2,500
Pawtucket Foundation	5,000
Rhode Island for Community and Justice	10,000
The Links Foundation, Inc.	10,000
Total Civic and Community	\$ 41,500

Education	
Academic Decathlon of Rhode Island Foundation	1,000
College Crusade of Rhode Island	2,500
Community College of Rhode Island Foundation	20,000
Community Preparatory School	27,400
Dorcas Place	10,000
Groden Center, Inc.	10,000
Junior Achievement	6,000
Lincoln High School	500
Lincoln Teachers' Association Scholarship Committee	1,000
Lindsay Ann Burke Memorial Fund	500
Marissa A Lorea Scholarship Fund	500
Providence College	20,000
Providence Public Library	25,000
Rhode Island College Foundation	10,000
Rhode Island CPCU Scholarship Fund	5,000
Rhode Island School of Design	10,000
Scituate School Department	500
Sophia Academy	14,300
St Andrew's School	25,000
Teach For America	2,500
Tiverton Library Services, Inc.	14,000
University of Rhode Island	2,500
Urban Collaborative Accelerated Program	10,000
Total Education	\$ 218,200

Environment	
Southside Community Land Trust	2,500

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Line 3a - Grants and Contribution Paid During the Year

Total Environment	\$ 2,500
Health and Welfare	
Alzheimer's Association	1,000
American Red Cross	10,000
Amos House	10,000
Arthritis Foundation	1,000
Back to School Celebration of RI	3,000
Big Brothers Big Sisters of Ocean State	7,500
Boy Scouts of America	25,000
Boy Scouts of Rhode Island	50,000
Boys and Girls Club of Cumberland - Lincoln	2,000
Boys and Girls Club of Greater Nashua	5,000
Boys and Girls Clubs of Warwick	1,000
Butler Hospital	15,000
Center for Women & Enterprise	1,000
Children's Friend, Inc	7,500
Crossroads Rhode Island	25,000
Family Service of Rhode Island	1,500
Girl Scouts of Rhode Island	25,000
Good Neighbor Energy Fund	5,000
Home and Hospice Care of Rhode Island	10,000
J Arthur Trudeau Memorial Center	5,000
John Hope Settlement House	1,000
Kent Hospital Foundation	20,000
Little Sisters of the Poor	10,000
Make A Wish Foundation	6,500
Matty Fund	2,500
McAuley Ministries	20,000
Meals on Wheels	2,500
Meeting Street	10,000
Memorial Hospital	7,500
Miriam Hospital	25,000
Muscular Dystrophy Association	1,000
Nations Destiny Enterprise USA, Inc	2,500
Olean Center	1,000
Operation Holiday Cheer - American Red Cross	1,500
PARI Independent Living Center	2,500
PMC/Jimmy Fund	12,000
Project Just Because Inc	7,500
Project Undercover	3,500
Rhode Island Community Food Bank	25,000
Rhode Island Council on Alcoholism	1,000
Rhode Island Free Clinic	7,500
Rhode Island Housing Development Corp	2,500
Rhode Island Kids Count	2,500
Salvation Army	5,000
Samantans	3,968
Sandy Hook School Support Fund	5,000
Senior Services	5,000
Special Olympics	10,000
St Mary's Home for Children	2,500
Tockwotton Home	10,000
United Cerebral Palsy of Rhode Island, Inc.	1,500

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United Way of Rhode Island	25,000
United Way	10,000
YMCA - Ocean Community	10,000
YMCA of Greater Providence	15,000
Total Health and Welfare	\$ 488,468

Educational Matching Gift	
Academy of Notre Dame	150
Albertus Magnus College	150
Albright College	5,000
Alfred University	300
Amherst College	1,500
Andover Newton Theological School	225
Antioch College	3,000
Arcadia Elementary School	1,500
Arizona State University	90
Arrupe Jesuit High School	375
Assumption College	1,350
Avon Old Farms School	75
Baldwin Wallace University	150
Barbara Ingram School of the Arts Foundation	75
Bates College	225
Berwick Academy	60
Bishop Feehan High School	150
Boston College High School	300
Boston College	3,150
Boston University	7,525
Bowdoin College	525
Bradley University	150
Brewster Academy	600
Bristol Community College Foundation	60
Brown Annual Fund	3,638
Brown University	150
Bryant University	25,433
Bucknell University	75
Burr and Burton Academy	150
Canisius College	75
Cedarville University	150
Central Catholic High School	150
Chaminade High School	180
Christian Brothers Academy	300
Claremont Institute	45
Classical High School Alumni Association	150
Colgate University	1,215
College of the Holy Cross	7,425
College of William & Mary	3,000
Community College of Rhode Island Foundation	750
Community Preparatory School	32,050
Concordia University Foundation	300
Connecticut College	1,200
Cornell University	353
Coventry High School	150
Curry College	60

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Dartmouth College	450
Davidson College	375
Drew University	75
Duquesne University	75
Elmira College	75
Ethel Walker School	750
Framingham State University	750
Friends of Slavons School	225
Geneseo Foundation, Inc	225
George Washington University	150
Gordon College	90
Graceland University	13,050
Greater Woonsocket Catholic Regional School System	450
Hamilton College	7,500
Hartwick College	6,000
Harvard Business School	300
Hawken School	75
Hiram College	150
Holy Family School	3,000
Hopkins School	3,825
Joseph Case High School	98
LaSalle Academy	505
LaSalle College High School	75
LaSalle University	150
Lasell College	75
Lawrence Catholic Academy	2,213
Lebanon Valley College	45
Lehigh University	3,000
Lincoln School	300
Lyme Academy College of Fine Arts	450
Manhattan College	150
Massachusetts College of Liberal Arts	300
Massachusetts Institute of Technology	300
Master's Academy	450
Matignon High School	300
McDonogh School	300
Mekeel Christian Academy	600
Mercymount Country Day School	600
Michigan State University	75
Middlesex School	300
Moses Brown School	825
Mount Holyoke College	750
Mount Saint Joseph High School	6,000
Mount St Charles Academy	16,800
Muhlenberg College	750
Naval War College Foundation	150
Niagara University	75
North Carolina A&T University Foundation	300
Northeastern University	338
Northfield Mount Hermon School	750
Notre Dame College	150
Ohio Wesleyan University	375
Old Dominion University Foundation	45
Our Lady of Mount Carmel School	4,500

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Penn State University	150
Perkins School for the Blind	195
Phillips Academy	150
Phillips Exeter Academy	150
Piarist School	1,200
Pine Cobble School	90
Providence College	4,105
Rectory School	375
Red Cloud Indian School	45
Rhode Island College Foundation	3,000
Rider University	150
Roanoke College	150
Sage Colleges	375
Saint Anselm College	75
Saint Johns High School	225
Saint Mary - Sacred Heart School	2,325
San Miguel School	2,700
School for Special Children	45
Shannon Forest Chrstian School	45
Sherwood Middle School	75
Siena College	375
Skidmore College	2,250
Slippery Rock University	75
Sophia Academy	3,375
Southern New Hampshire University	75
Springfield College	825
St Aloysius School	1,000
St Andrew's School	13,650
St. Catherine Academy	750
St George's School	195
St John The Baptist School	9,000
St. John's Parish Day School	60
St John's Seminary	240
St Joseph's Indian School	1,950
St Labre Indian School	135
St Lawrence University	45
St Pius X High School	225
Stanford University	300
Suffolk University	3,000
SUNY Cobleskill	150
Texas Lutheran University	113
Toll Gate High School	750
Tuck School of Business	375
Union College	750
University of California San Francisco	300
University of California Santa Cruz	150
University of Colorado Foundation	150
University of Connecticut Foundation	375
University of Georgia	143
University of Maine Foundation	345
University of Maine	750
University of Massachusetts - Amherst	225
University of Massachusetts - Boston	7,500
University of Massachusetts - Dartmouth	150

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University of New Hampshire Foundation, Inc	1,500
University of New Mexico Foundation	150
University of Pennsylvania	375
University of Portland	240
University of Rhode Island	675
University of South Carolina	300
University of South Florida Foundation	75
University of Virginia School of Law	300
URI Foundation	9,975
Villanova University	53
Virginia Tech Foundation, Inc	1,800
Westminster College	75
Westover School	150
Wheaton College	1,500
Wheeler School	150
William Marsh Rice University	75
Worcester Polytechnic Institute	150
Worcester State University	75
Yale University	4,650
Educational Matching Gift	\$ 271,008

Non-Educational Matching Gift	
100 Club of Arizona	150
Abandoned Angels Cocker Spaniel Rescue, Inc	225
Abandoned Animal Rescue	128
Accelerated Cure Project Inc	263
Access Agency	75
Adams Memorial Library	375
Adirondack Community Outreach Center	188
Adirondack Museum	45
ADK Tri-City Nursing & Rehab Center	75
Adopt A Family	2,000
AdoptaPlatoon	135
Adult Literacy League of Sonoma County	300
Adventure Cycling Association	75
African Health Foundation	150
AFS International	150
AIDS Project Rhode Island	75
Alexandria Historical Society	94
All Hands Raised	150
Alley Cat Allies	45
Alley Cat Rescue	45
Alliance for Biking and Walking	75
Alliance for Lupus Research	1,350
ALS Association	1,073
ALS Guardian Angel Foundation	60
Alzheimers Association Connecticut Chapter	75
Alzheimer's Association Rhode Island Chapter	353
Alzheimer's Association	2,596
Alzheimer's Disease Research	120
American Action Fund	127
American Anti-Vivisection Society	45
American Bar Foundation	375

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American Cancer Society	7,845
American Cancer Society of Rhode Island	788
American Diabetes Association	1,328
American Foundation for Suicide Prevention	45
American Heart Association	3,668
American Humane Association	45
American Indian Education Foundation	51
American Indian Relief Council	323
American Institute for Cancer Research	150
American Leprosy Missions	45
American Lung Association	465
American Parkinson Disease Association	300
American Red Cross Connecticut Chapter	300
American Red Cross of Southern Maine	750
American Red Cross	7,755
AmeriCares Foundation	45
Americas Vetdogs	45
Amigos de las Amencas	150
Amnesty International USA	150
Amos House	1,500
Amvets National Service Foundation	150
Amyotrophic Lateral Sclerosis Association	60
Angelman Syndrome Foundation Inc	315
Animal Protection Society of Durham	150
Animal Rescue Foundation	113
Animal Rescue League of Boston	750
Animal Rescue League of Southern Rhode Island	375
Animal Rescue, Inc	45
Animal Sanctuary of the United States	75
Animalkind, Inc	600
ARC of South Norfolk	300
ARC of Southington	938
Army Emergency Relief	375
Arthritis Foundation	1,500
ASPCA	3,176
Atlanta Botanical Garden	75
Audubon	135
Aurora Women and Girls Foundation	600
Autism Project of Rhode Island	975
Autism Resource Center of Central MA	300
Autism Speaks	105
Avon Foundation	1,290
Band of Parents	300
Barbara Bush Children's Hospital at Maine Medical Center	75
Barrington Police Athletic League	150
Belgrade Regional Conservation Alliance, Inc.	150
Berkshire Humane Society	75
Best Buddies International	375
Best Friends Animal Society	1,508
Between the Cracks	3,000
BHS Parent Graduation Party Committee	45
Bike and Build	600
Bike Walk	45
Billerica Scholarship Foundation	300

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Blindskills, Inc	225
Blue Ridge Area Food Bank	75
Boothbay Railway Village	4,450
Born Free USA	45
Boston Ballet	150
Boston Rescue Mission	53
Boston Youth Symphony Orchestra Inc	300
Boy Scouts of America	6,938
Boy Scouts of Rhode Island	7,060
Boys and Girls Club of Cumberland - Lincoln	225
Boys and Girls Club of El Sobrante	150
Boys and Girls Club of Greater Nashua	1,200
Boys and Girls Club of the Northern Neck, Inc	985
Boys and Girls Club of Worcester	2,250
Boys Town	1,307
Brain Aneurysm Foundation	150
Breathe New Hampshire	75
Bridging, Inc	45
Bingham & Women's Hospital	1,050
Brighton Area Historical Society	150
Bristol Art Museum	150
Bristol Good Neighbors	120
Bristol Valley Theater	150
Bristol Warren Parent Association	135
Brooklyn Childrens Holiday Fund	3,000
Buddy Dog Humane Society	150
Burning Bush International Ministries	75
Camp Putnam	1,500
Canine Companions for Independence	45
Canine Guardians for Life	75
Canonicus Camp and Conference Center	3,075
Cape Cod Art Association	750
CARE	765
Caring Together, Inc	225
Caritas	1,500
Castleton Ranch Horse Rescue, Inc	150
Catholic Charities Appeal of Fall River	1,500
Catholic Charities Appeal	4,283
Catholic Charities Diocese of Venice	3,000
Catholic Charity Fund Appeal	975
Catholic Relief Services	2,655
Center Harbor Food Pantry	75
Central New York Community Foundation	75
Central New York SPCA	150
Central NH VNA & Hospice	75
Chamber Education Foundation	45
Charles River Watershed Association	150
Charleston Symphony Orchestra	150
Cheyenne River Indian Outreach	45
Child Fund International	893
Children International	462
Children's Cancer Research Fund	150
Children's Friend, Inc	2,625
Children's Hospital at Dartmouth-Hitchcock	90

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Children's Hospital Boston	1,875
Children's Hunger Relief Fund	45
Children's Memorial Foundation	150
Children's Miracle Network	120
Children's National Medical Center	45
Christian Appalachian Project	293
Christian Foundation for Children and Aging	2,175
Church World Services	90
Cincinnati Opera	300
Citizens' Scholarship Foundation of East Providence	300
City Mission of Schenectady	270
City Mission	90
CLCF Gals Softball League	4,050
Cleveland Clinic	150
Cleveland Foodbank	150
Cleveland Institute of Music	75
Cleveland Orchestra	225
Cleveland Zoological Society	150
Coalition for Better Public Schools	600
Coastal Maine Botanical Gardens	600
Colchester Food Bank	75
Colchester Hayward Volunteer Fire Co	75
Colon Cancer Alliance	525
Colorado Symphony Orchestra	375
Columbus Cocker Spaniel Rescue	75
Community and Resources and Service Center	45
Community Food Bank of New Jersey	75
Community Foundation for the Greater Capital Region	135
Community Health Center of Cape Cod	150
Community House of Hamilton-Wenham	150
Community Idea Stations	150
Community Outreach Group	150
Community String Project	45
Compassion International	752
Compassionate Care ALS, Inc	75
Concord Hospital	120
Concord Land Conservation Trust	150
Concord-Carlisle Community Chest	150
Connecticut Farmland Trust	75
Connecticut Humane Society	525
Connecticut Public Broadcasting, Inc	450
Connecticut Sports Foundation Against Cancer	150
Connecting for Children and Families, Inc.	330
Conservation Fund	750
Cor Unum Meal Center	450
Cotuit Athletic Association	150
Cotuit Library Association	150
Council of Indian Nations	98
Court Appointed Special Advocates of Santa Cruz County	150
Covenant House	195
Crohn's and Colitis Foundation of America	120
Crosby Fund for Haitian Education	75
Cross Catholic Outreach	75
Cross Mills Public Library	180

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Cross Over Ministry, Inc	150
Crossroads Rhode Island	7,295
Cumberland County YMCA	375
Cure Alzheimer's Fund	75
Cure Childhood Cancer	150
Cystic Dreams Fund	150
Cystic Fibrosis Family Connection	495
Cystic Fibrosis Foundation	3,503
Daily Poetry Association	150
Damariscotta River Association	600
Dana Farber Cancer Institute	5,023
Danbury Hospital Development Fund	300
Dartmouth-Hitchcock Medical Center	75
Daughters of the American Revolution	150
Davidsonville Wildlife Sanctuary	45
Day Kimball Hospital	4,050
Defenders of Wildlife	570
DELTA Rescue	45
Denver Dumb Friends League	263
Denver Rescue Mission	60
Detroit Rescue Mission Ministries	59
Disabled American Veterans	1,140
Doctors Without Borders	1,020
Dog Orphans, Inc	135
Dominican Sisters Home Health Agency	45
Down Syndrome Society	150
Downtown Chapel	3,150
Dr Martin Luther King, Jr. Community Center	1,500
East Greenwich Animal Protection League, Inc	5,250
East Greenwich Free Library	150
Easter Seals	600
Eco RI	3,750
Elizabeth Buffum Chace Center	600
Ellis Medicine Foundation	45
Elvira B. Pierce Scholarship Fund	750
Emerson Health Care Foundation	600
Emmy's Heart	150
Environmental Defense Fund	105
Epilepsy Foundation	150
Episcopal Chanties Fund of Rhode Island	8,775
Estuary Council of Seniors	75
F F. Thompson Foundation, Inc	150
Fairmount Fire Department	75
Farmington Volunteer Fire Association	150
Feed the Children	45
Feeding America	1,545
Ferry Beach Park Association	750
FINCA International	150
Firehouse Theatre Project	150
FIRST Team 2655, Inc.	300
Fisher House Foundation, Inc	390
Floral Street School PTO	75
Florida Fire & Emergency Services Foundation	45
Florida Medical Clinic Foundation of Caring	750

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Folds of Honor	150
Food for the Hungry	1,545
Food for the Poor, Inc.	45
Foodlink	60
Foodshare	675
Fort Bend Community Partners Rainbow Room	60
Foundation Good Samaritan in Action	75
Foundation of Hope	90
Foundation of the Rotary Club of Pittsford, NY	150
Fox Creek PTO	330
Franciscan Hospital for Children	150
Freedom House	1,650
Frenchman Bay Conservancy	75
Friend in Deed	150
Friends of Animals	210
Friends of Assisi Food Pantry	75
Friends of Chamber Music	390
Friends of Evergreen	188
Friends of Honcon Free Public Library	300
Friends of Killingly Public Library	75
Friends of Linden Place	90
Friends of Norris Cotton Cancer Center	180
Friends of Sherborn Council on Aging	150
Friends of the Kotzschmar Organ	45
Friends of the Lakeville Public Library	150
Friends of the Library of Collier County	75
Friends of the Maine State Museum	300
Friends of the North Kingstown Free Library	90
Friends of the Sherborn Library	150
Friendship House	375
Fruit Hill Day Center for Elderly	75
Fullersburg Historic Foundation	900
Fund for Animals	278
Gabrielle Dinsmore Heart & Hope Fund	975
Gates-Chili Fire Department	45
Gateways to Change	150
George Washington's Mount Vernon	75
Gilchrist Hospice Care	150
Girl Scouts of Rhode Island	825
Glastonbury Bikeways, Inc.	75
Glens Falls Symphony Orchestra, Inc.	1,575
Glimmerglass Opera	2,500
Gloria Gemma Breast Cancer Foundation	315
Golisano Children's Hospital	90
Good Neighbor Energy Fund	105
Goodfellow Fund	750
Goodspeed Opera House	2,250
Goodwill Industries of the Chesapeake	45
Gould Academy	53
Governor's School for the Arts Foundation, Inc.	188
Grand Canyon Association	53
Greater Boston Food Bank	2,228
Greater Portland Landmarks	210
Greenville Junction Depot Friends	150

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Greenwich Music Festival Company	5,000
Guidestone	150
Guiding Eyes for the Blind	420
Habitat for Humanity of Greater Manchester	75
Habitat for Humanity of Greater Portland	150
Habitat for Humanity	4,422
Hamilton House	3,750
Handicap International	45
Harmony Foundation International	285
Hartford Stage	825
Hasbro Children's Hospital	173
Heifer International	1,080
Help Hospitalized Veterans	135
Historic Christ Church	150
Historic New England	68
Historical Society of Glastonbury	203
Hole in the Wall Gang	585
Holy Name Parish	750
Home and Hospice Care of Rhode Island	1,208
Home for Little Wanderers	750
Homes For Our Troops	150
HomeStart Inc	135
Hope Elephants	150
Hope for Honduran Children Foundation	150
Horseneck Foundation	500
Hospice Southeastern Connecticut	75
House of Ruth	45
Houston SPCA	75
Hudson Headwaters Health Network	150
Humane Association of Northwestern Rhode Island, Inc	75
Humane Farming Action Fund	150
Humane Society of Huron Valley	75
Humane Society of Sumter County	750
Humane Society of the United States	790
Humane Society of Washington County	300
Huntington's Disease Society of America, Inc	81
Imago Foundation for the Arts	75
In Defense of Animals	45
Inova Health System Foundation	225
Insight	53
Interfaith Food Ministry, Inc	375
Interfaith Food Ministry	450
Interlakes Community Caregivers	75
International Children's Fund	45
International Children's Surgical Foundation	75
International Fund for Animal Welfare	375
IPTAY	263
Iris Network	143
Island Institute	45
JABA, Inc	75
James L. Maher Center	900
Jay G. Lawrence Foundation	45
Jimmy Fund/Dana Farber Cancer Institute	949
John E. Moran Foundation	150

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Jonnycake Center of Peace Dale	300
Joslin Diabetes Center	750
Joy of Music Program	300
Jumpstart for Young Children	270
Jungle Friends Primate Sanctuary	45
Junior Achievement	2,977
JUST	150
Justice Assistance	75
Juvenile Diabetes Research Foundation	525
Kara Foundation	305
Kenilworth Junior High School PTSA	150
Kennebunk Beach Improvement Association	750
Kent Hospital Foundation	9,345
Kids Wish Network	90
Killingly Historical Society	45
Kindness Ranch Animal Sanctuary	270
Kingston Improvement Association	75
KIPP Metro Atlanta	150
Knoxville Inner City Kids Outreach	210
Konbit Sante Cap-Haitien Health Partnership	1,500
Kristin M Callahan Foundation	180
K-Rob Foundation	180
KUHF	75
Lahey Clinic	75
Lake George Music Festival	150
Lake View Cemetery Foundation	225
Lakes Environmental Association	75
Lakes Region Conservation Trust	75
Lamoille Area Cancer Network	75
Lancaster Community Library	75
Lancaster Family YMCA	450
League of American Bicyclists	75
Leukemia and Lymphoma Society	14,535
LifePath Hospice	75
Life's Little Paws	150
Lincoln County Healthcare	600
Lincoln Home	600
Lionheart Foundation	150
Little Lambs Ministry	600
Livestrong	270
Lollypop Farm	141
Lone Star Boxer Rescue	338
Loon Echo Land Trust	75
Loon Preservation Committee	75
Lovelane Special Needs Horseback Riding	162
Lupus Foundation of America	128
Lyme Art Association	900
Maine Audubon	120
Maine Cancer Foundation	60
Maine Coast Heritage Trust	75
Maine Coast Memorial Hospital	150
Maine Farmland Trust	75
Maine Maritime Museum	450
Maine Medical Center	150

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Maine Public Broadcasting Network	833
Maine State Music Theatre	75
Maine State Society for the Protection of Animals	300
Make A Wish Foundation	1,536
Manton Avenue Project	150
March of Dimes	1,095
Mana Mitchell Association	338
Marie Selby Botanical Gardens	450
Maryland Symphony Orchestra	225
Masonicare Home Health & Hospice	203
Massachusetts Audubon Society	45
Massachusetts General Hospital	585
Massachusetts Military Heroes Fund	75
Maymont Foundation	600
McAuley Ministries	12,845
Meals on Wheels of Greenville, Inc	600
Meals on Wheels	1,050
Mechanicsburg Area Foundation	3,600
Medway Food Pantry	750
Meeting Street	7,565
Memorial Sloan-Kettering Cancer Center	698
Mendon Jr. Baseball-Softball League	48
Menorah Manor	45
Mercy Hospital	150
Metro Care Ring	750
Metropolitan Opera	3,250
Metrowest Interfaith Hospitality Network	75
Michael Carter Lisnow Respite Center	300
Michael J. Fox Foundation for Parkinson's Research	358
Miles for Hope	570
Ministry of Caring, Inc.	75
Minute Man Arc	150
Miriam Hospital	3,400
Misericordia Home	45
Mission Solano	60
Mitoaction	150
Model A Ford Foundation, Inc	75
Moose Pond Association	188
Moosehead Marine Museum	600
Morgan Memorial Goodwill Industries	53
Mothers Against Drunk Driving	90
Moultonboro United Methodist Food Pantry	375
Mount Washington Observatory	53
Movember	345
MSPCA	75
Mt. Vernon Food Bank	3,600
Mulan Performing Arts Association	300
Multiple Myeloma Research Foundation	45
Muscular Dystrophy Association	510
NAMI Rhode Island	390
NAMI Walk San Francisco Bay Area	45
Narragansett Lions Club	75
National Anti-vivisection Society	45
National Audubon Society	180

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National Children's Cancer Society	45
National Corvette Museum	600
National Federation of the Blind	195
National Humane Education Society	332
National Kidney Foundation	75
National Multiple Sclerosis Society	5,700
National Ovarian Cancer Coalition	390
National Parks Conservation Association	503
National Rifle Association Foundation	150
National Wildlife Federation	203
National World War II Museum, Inc	45
Native American Aid	105
Native American Emergency Relief	135
Natural Resources Council	75
Natural Resources Defense Council	75
Nature Conservancy	563
Navajo Relief Fund	90
Nephcure Foundation	1,125
Network for Good	83
New England Center for Homeless Veterans	900
New England Forestry Foundation	150
New England Patriots Charitable Foundation	120
New Hampshire Audubon	75
New Hampshire Catholic Charities	225
New Hampshire Fish and Game Department	75
New Hampshire Food Bank	120
New Hampshire Humane Society	75
New Hampshire Public Television	180
New London Homeless Hospitality Center	75
Newcastle Fire Company	600
Newcastle Historical Society	300
Newfound Area Nursing Association	150
Newport Hospital Foundation	450
Newport Preservation Society	4,500
Next Step	75
North Country Arts Center	750
North Country Ministries	113
North Country Public Radio	90
Northeast Animal Shelter	600
Northern Neck Land Conservancy	75
Oak Brook Historical Society	1,500
OARS	45
Ocean Community YMCA	925
Ocean State Animal Coalition	45
Often Awesome	45
Ohio Presbyterian Retirement Services Foundation	150
Old Lyme-Phoebe Griffin Noyes Library Association, Inc	375
Open Hearth	75
Operation Care Package	45
Operation Fuel, Inc	375
Operation Smile	45
Oregon Track Club	113
Orlando Philharmonic Orchestra	300
Outreach International	7,500

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Paint Georgia Pink	75
Palm Healthcare Foundation	410
Pancreatic Cancer Action Network	135
Pan-Massachusetts Challenge	6,615
Paralyzed Veterans of America	90
PARI Independent Living Center	1,000
Parkinson Association of Southwest Florida, Inc	150
Parkinson's Disease Foundation	263
Parkinson's Unity Walk	150
Parkland Foundation	150
Partnership to Address Violence Through Education	45
Paws Watch Cat Rescue	300
PBS Hawaii	225
Peaceful Valley Donkey Rescue	144
Peggy Adams Animal Rescue League	75
Pendleton Place	150
People for the Ethical Treatment of Animals	225
Performing Animal Welfare Society	45
Performing Arts of Northeast Connecticut	225
Pet Helpers	150
Pet Refuge	75
Peter Paul Development Center	995
Peter's Place	375
Petit Family Foundation	375
Pettaquamscutt Historical Society, Inc	60
PGA Tour Charities, Inc	300
Phi Gamma Delta	150
Phi Kappa Tau Foundation	450
Philabundance	930
Physicians Committee for Responsible Medicine	45
Pine Island Fish, Inc	375
Pine Island Food Pantry	300
Pine Street Inn	150
Pine Tree Society	690
Pittsford Crew, Inc	150
Planned Parenthood of SW and Central Florida	150
Planned Parenthood	578
Player's Ring	450
Police Protective Fund	53
Port Chester Carver Center	1,000
Port Opera	300
Portland Public Library	75
Portland Symphony Orchestra	60
Portland Trails	68
Portsmouth Free Public Library	188
Potter League for Animals	240
Presence Radio Network	75
Primarily Primates Inc	45
Prime Timers, Inc	150
Pro Arte Singers of Connecticut, Inc.	1,000
Project Bread - Walk for Hunger	413
Project Hope	1,650
Project Just Because Inc	450
Project Tanzania Partnership	75

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Part XV - Supplementary Information

Line 3a - Grants and Contribution Paid During the Year

Providence Animal Rescue League	315
Providence Life Services	75
Providence Public Library	2,750
Providence Rescue Mission	6,079
Providence Singers	45
Prudence Island Historical and Preservation Society	600
Prudence Island Volunteer Fire Dept	150
Public Broadcasting Atlanta	75
Purrfect Pets Inc	300
Rails-to-Trails Conservancy	53
Rape Assistance and Awareness Program	60
Rappahannock General Hospital Foundation	150
Reach Out and Read	168
Reach, Inc	75
ReadBoston	75
Red Rover	45
Redwood Empire Food Bank	375
Regional Food Bank of Northeastern NY	300
Rehoboth Food Pantry	900
Rescue Mission Alliance of Syracuse NY	450
Rhode Island Boy Scouts	6,000
Rhode Island Center Assisting Those in Need	75
Rhode Island Community Food Bank	8,405
Rhode Island CPCU Scholarship Fund	1,875
Rhode Island for Community and Justice	650
Rhode Island Foster Parents Association	120
Rhode Island Foundation	1,500
Rhode Island Free Clinic	2,575
Rhode Island Historical Society	10,750
Rhode Island Mentoring Partnership	1,830
Rhode Island PBS Foundation	825
Rhode Island Philharmonic Orchestra & Music School	5,800
Rhode Island PTA	75
Rhode Island Public Radio	4,400
Rhode Island School of Design Museum	113
Rhode Island Society for the Prevention of Cruelty to Animals	2,381
Rhode Island State Council of Churches	1,500
Rhode Island Zoological Society	3,300
Rhode Islanders Sponsoring Education - RISE	450
Rim Country Hospice Foundation	150
Ringling Museum of Art Foundation	150
ROAR	45
Robin Hood	75
Rocky Mountain PBS	150
Rodman Ride for Kids	150
Ronald McDonald House of Providence, Inc	210
Ronald McDonald House	908
Room to Grow National, Inc	250
Room to Read	300
Rosies Place	525
Roswell Park Cancer Institute	90
Rotary Club of Hanalei Bay Foundation	1,500
Rotary Foundation	1,875
Rude Ranch	45

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Line 3a - Grants and Contribution Paid During the Year

Saint Antoine Residence	300
Saint Elizabeth Community	150
Salt Marsh Opera Guild	250
Salvation Army - Portland, Maine	720
Salvation Army	10,200
Samaritan's Purse International Relief	750
San Mar Children's Home	210
Sandi McGee Iglozzi Memorial Fund, Inc	5,250
Santa Rosa East Rotary Foundation	150
Sarasota Opera	525
Saratoga Arts	75
Save the Bay, Inc	668
Save the Children	690
Scandinavian Charitable Society of Greater Boston	3,000
Schoodic Arts For All	188
Schoodic Education and Research Center Institute	150
School Around Us	225
Seagle Music Colony	1,800
Seattle Childrens Hospital	270
Second Story Theatre	300
Seekonk Library Trust	150
Several Sources Shelters Inc	90
Sheepscot Valley Conservation Association	300
Sherborn Community Center Foundation	90
Sherborn Police Association	150
Shoreline Soup Kitchens and Pantries	150
Shoulder to Shoulder, Inc	75
Shriners Hospitals for Children	53
Signature Healthcare Brockton Hospital	48
Sioux Nation Relief Fund	60
Sjogrens Syndrome Foundation	150
Slater Mill Association	300
Smile Train	375
Soaring Eagle	45
Society for the Protection of NH Forests	45
Society of the Cincinnati	375
Soles 4 Souls	45
Sonoma County Regional Parks Foundation	113
South County Hospital	1,500
South County Museum	150
South Glastonbury Public Library	750
South Providence Neighborhood Ministries	4,500
Southern Maine Agency on Aging	90
Southern Poverty Law Center	113
Southwest Indian Relief Council	188
SPCA International	210
Special Olympics Maine	366
Special Olympics New York	195
Special Olympics Rhode Island	795
Special Olympics	989
Springfield Rescue Mission	202
St. Andre Bessette Church	1,800
St. Charles Borromeo Seminary	75
St. Edward Food and Wellness Center	150

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Line 3a - Grants and Contribution Paid During the Year

St. Francis House	1,545
St Isaac Jogues Food Pantry	150
St Jude Children's Research Hospital	3,696
St Lawrence Arts	68
St Mary Academy - Bay View	75
St Mary's Church Food Pantry	75
St. Mary's Home for Children	225
St Matthew's House	75
St Petersburg Free Clinic	300
St Vincent De Paul Society St Raymonds Conf	600
St Vincent DePaul Society	6,000
St Vincent Medical Center	150
Stadium Theatre Foundation	113
Steamship Historical Society of America	300
Steere House	300
Sudbury Valley Trustees	150
Sugar Land Garden Club	150
Suncoast Seabird Sanctuary	75
Susan G Komen 3-Day	1,980
Susan G Komen for the Cure	240
Sweetser	165
Swift Creek Mill Theatre	150
Swim Across America	45
Tanzanian Childrens Fund	600
Taylor Community	900
Teach For America	150
Team Hole in the Wall	150
Teen Challenge New England	90
Teen Challenge of Arizona	300
Tellico Village Volunteer Fire Department, Inc.	825
Texas Children's Hospital	75
The Bushnell	1,455
The Last Gasp	150
The Seeing Eye	300
Theater Company at Fort Lee	75
Theatre by the Sea	150
Thoreau Farm	150
Thornton W. Burgess Society	75
Tiger Haven	45
TKE Educational Foundation	300
TNA Facial Pain Association	188
Tockwotton Home	3,150
Tomorrow Fund	345
Town of Chester Library	188
Town of Horicon Historical Society	150
Toys for Tots Foundation	1,635
Trinity Repertory Company	4,750
Truesdale Hospital Nurses Alumnae Association	45
Trust for Public Land	300
Tuberous Sclerosis Alliance	150
Tufts Medical Center	150
Tutwiler Clinic, Inc	750
U. S Olympic Committee	45
U.S. Friends of The David Sheldrick Wildlife Trust	375

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Part XV - Supplementary Information

Line 3a - Grants and Contribution Paid During the Year

UMass Memorial Foundation	150
UNICEF	833
United Methodist Children's Home	150
United Mitochondrial Foundation	150
United Service Organizations	900
United Spinal Association	368
University of Georgia Athletic Association	3,338
University of Texas M D. Anderson Cancer Center	583
Upper Valley Haven	150
Urban Collaborative Accelerated Program	375
USA Shooting Team	75
Venice Youth Boating Assoc., Inc	150
Veterans of Foreign Wars Foundation	188
Vets First	45
Victor-Farmington Volunteer Ambulance Corps	150
Vineyard Nursing Association	750
Virginia Repertory Theatre	150
VNA Foundation	150
Volunteer Services for Animals	150
Washington County Children's Program	225
Washington County Museum of Fine Arts	113
Washington National Cathedral	45
WaterFire Providence	1,725
Wayside Food Programs	360
WBUR	300
WCNY	300
WEDU	300
West Bay Residential Services	750
Westerly Area Rest Meals	278
WGBH	2,880
WGBY	150
WGCU	150
Wide Horizons for Children	300
Williams Syndrome Association	150
Williamsburg Volunteer Fire Department	45
Wiscasset, Waterville & Farmington Railway Museum	3,000
WISE Foundation	188
WITF TV	97
WKHR Radio, Inc	150
WMHT	225
Women & Infants Development Foundation	525
Women in Golf Foundation	225
Women's Center of Rhode Island, Inc	885
Women's Memorial	45
World Orphan Project, Inc.	750
World Vision	4,575
World Wildlife Fund	450
Wounded Warrior Project	1,890
WUSF Public Broadcasting	150
WVIZ/PBS	150
Yale Alumni Scholarship of Cleveland	75
YMCA - Attleboro	150
YMCA - Glastonbury Family	45
YMCA of Greater Providence	150

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Line 3a - Grants and Contribution Paid During the Year

YMCA of Greater Rochester	150
Non-Educational Matching Gift	\$ 560,243

Other	
Rotary Foundation	150
Total Other	\$ 150

TOTAL GRANTS PAID	\$ 1,696,069
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**Amica Companies Foundation
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Part XV, Line 3b - Grants Approved for Future Payment

Grants Payable

Kent Hospital Foundation	170,000
St. Andrew's School	25,000
Trinity Repertory Company	10,000
YMCA - Ocean Community	30,000
Home & Hospice Care of Rhode Island	10,000
Rhode Island School of Design	10,000
Butler Hospital	15,000
Rhode Island Free Clinic	7,500
Tockwotton Home	15,000
Community College of Rhode Island Foundation	80,000
Miriam Hospital	75,000
Amos House	40,000
LIFE - Linkages International & Foreign Affairs Empowerment	30,000
Providence College	80,000
Rhode Island College Foundation	40,000
J. Arthur Trudeau Memorial Center	5,000
Providence Public Library	50,000
Sophia Academy	10,000
	\$ 702,500

**Amica Companies Foundation
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Part VII-A, Line 8b - Form 990-PF Copy to Attorney General

The Amica Companies Foundation does not solicit, raise, nor receive contributions from the public. Therefore, under Section 5-53.1-3(3) of the Rhode Island General Laws, it is exempt from the registration requirements imposed under Section 5-53.1-2. Accordingly, a copy of Form 990-PF is not required to be filed with the state of Rhode Island.