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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2012

Open to Public Inspection

For calendar year 2012, or tax year beginning 01-01-2012 , and ending 12-31-2012

Name of foundation
The Thomas & Sarah Mac Mahon Family Charitable Foundation Trust

A Employer identification number
05-6141146

Number and street (or P O box number if mail is not delivered to street address) Room/suite
Foundation Source 501 Silverside Rd

B Telephone number (see instructions)
(800) 839-1754

City or town, state, and ZIP code
Wilmington, DE 198091377

C If exemption application is pending, check here ☐

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

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

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 6,147,740

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

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

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))*

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)	708,940			
	2	Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	94	94		
	4	Dividends and interest from securities	148,296	148,296		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	9,054			
	b	Gross sales price for all assets on line 6a 3,793,528				
	7	Capital gain net income (from Part IV, line 2)		164,313		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	866,384	312,703		
Operating and Administrative Expenses	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)				
	c	Other professional fees (attach schedule)	42,595	42,595		
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	14,639	54		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	29,039	1,007		28,032
	24	**Total operating and administrative expenses.** Add lines 13 through 23	86,273	43,656		28,032
	25	Contributions, gifts, grants paid	656,000			656,000
	26	**Total expenses and disbursements.** Add lines 24 and 25	742,273	43,656		684,032
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	124,111			
	b	**Net investment income** (if negative, enter -0-)		269,047		
	c	**Adjusted net income** (if negative, enter -0-)				

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 (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
	Assets			
1	Cash—non-interest-bearing			
2	Savings and temporary cash investments	1,150,313	469,288	469,288
3	Accounts receivable ▶ 3,366			
	Less allowance for doubtful accounts ▶		3,366	3,366
4	Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
5	Grants receivable			
6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
7	Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶			
8	Inventories for sale or use			
9	Prepaid expenses and deferred charges			
10a	Investments—U S and state government obligations (attach schedule)	898,113	922,748	932,978
b	Investments—corporate stock (attach schedule)	3,155,315	4,075,684	4,320,533
c	Investments—corporate bonds (attach schedule)	552,302	409,068	421,575
11	Investments—land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
12	Investments—mortgage loans			
13	Investments—other (attach schedule)			
14	Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶)			
16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	5,756,043	5,880,154	6,147,740
	Liabilities			
17	Accounts payable and accrued expenses			
18	Grants payable			
19	Deferred revenue			
20	Loans from officers, directors, trustees, and other disqualified persons			
21	Mortgages and other notes payable (attach schedule)			
22	Other liabilities (describe ▶)			
23	**Total liabilities** (add lines 17 through 22)		0	
	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			
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	5,756,043	5,880,154	
30	**Total net assets or fund balances** (see page 17 of the instructions)	5,756,043	5,880,154	
31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	5,756,043	5,880,154	

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	5,756,043
2	Enter amount from Part I, line 27a	2	124,111
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	5,880,154
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	5,880,154

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)
1 a	Publicly-traded Securities			
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	3,793,528		3,784,474	164,313
b				
c				
d				
e				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a				164,313
b				
c				
d				
e				

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	164,313
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 page 18 of 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	840,250	5,124,880	000 163955
2010	776,626	4,200,623	000 184884
2009	746,459	3,238,684	000 230482
2008	729,526	2,813,453	000 259299
2007	545,957	2,233,559	000 244434

2	**Total** of line 1, column (d).	2	001 083054
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	000 216611
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.	4	5,730,336
5	Multiply line 4 by line 3.	5	1,241,254
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	2,690
7	Add lines 5 and 6.	7	1,243,944
8	Enter qualifying distributions from Part XII, line 4.	8	684,032

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

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter ____ **(attach copy of letter if necessary–see instructions)**				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b			1	5,381
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	5,381
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	5,381
6	Credits/Payments				
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	2,023		
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c	3,358		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	5,381
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	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	
11	Enter the amount of line 10 to be **Credited to 2013 estimated tax** ▶	**Refunded** ▶		11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		No
	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.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
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.*	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ ____			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation*	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		No

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		No
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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶

14 The books are in care of ▶co Foundation Source Telephone no ▶(800) 839-1754

Located at ▶501 Silverside Road Suite 123 Wilmington DE ZIP+4 ▶198091377

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 |

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		No

See instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes", enter the name of the foreign country ▶

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

	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☑ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☑ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☑ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☑ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☑ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☑ No			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c		No
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 ▶ 20____, 20____, 20____, 20____			
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		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
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		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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		No

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**		
	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?	**6b**		No
	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?	**7b**		

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

1 List all officers, directors, trustees, foundation managers and their compensation (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
Kelly MacMahon Ewing Foundation Source 501 Silverside Rd Wilmington, DE 19809	Trustee 001 00	0		
Lauren Colleen Hand Foundation Source 501 Silverside Rd Wilmington, DE 19809	Trustee 001 00	0		
Sarah Mac Mahon Foundation Source 501 Silverside Rd Wilmington, DE 19809	Trustee 001 00	0		
Thomas P Mac Mahon Foundation Source 501 Silverside Rd Wilmington, DE 19809	Trustee 001 00	0		

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

(a) Name and address of each employee paid more than $50,000	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances

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

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".

(a) Name and address of each person paid more than $50,000	**(b)** Type of service	**(c)** Compensation
Total number of others receiving over $50,000 for professional services. . . . . ▶		

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	
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	
2	
All other program-related investments See page 24 of the instructions 3	
Total. Add lines 1 through 3. . . . . ▶	

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	4,902,159
b	Average of monthly cash balances	1b	915,441
c	Fair market value of all other assets (see instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	5,817,600
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	5,817,600
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	87,264
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	5,730,336
6	**Minimum investment return.** Enter 5% of line 5	6	286,517

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	286,517
2a	Tax on investment income for 2012 from Part VI, line 5	2a	5,381		
b	Income tax for 2012 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	5,381
3	Distributable amount before adjustments Subtract line 2c from line 1			3	281,136
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	281,136
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	281,136

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	684,032
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
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	684,032
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	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	684,032

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					281,136
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.	443,883				
b From 2008.	590,031				
c From 2009.	592,933				
d From 2010.	581,683				
e From 2011.	600,177				
f **Total** of lines 3a through e.		2,808,707			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ $ 684,032					
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.					281,136
e Remaining amount distributed out of corpus		402,896			
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		3,211,603			
b Prior years' undistributed income Subtract line 4b from line 2b					
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					
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount—see instructions					
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) . . .		443,883			
9 **Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a		2,767,720			
10 Analysis of line 9					
a Excess from 2008. . . .	590,031				
b Excess from 2009. . . .	592,933				
c Excess from 2010. . . .	581,683				
d Excess from 2011. . . .	600,177				
e Excess from 2012. . . .	402,896				

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

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

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

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

Part XV **Supplementary Information (Complete this part only if the organization 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))

See Additional Data Table

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

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 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 Additional Data Table				
Total . . . . ▶ 3a				656,000
b *Approved for future payment*				
Total . . . . ▶ 3b				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (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	94	
4 Dividends and interest from securities. . . .			14	148,296	
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	9,054	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. .					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .				157,444	

13 **Total.** Add line 12, columns (b), (d), and (e). 13 157,444

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)

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

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

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

(a) Line No	**(b)** Amount involved	**(c)** Name of noncharitable exempt organization	**(d)** Description of transfers, transactions, and sharing arrangements

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

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 or fiduciary) is based on all information of which preparer has any knowledge

****** | 2013-07-03 | ******

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ▶ ☐	PTIN
Jeffrey D Haskell	Jeffrey D Haskell	2013-07-03		

Firm's name ▶	Foundation Source	Firm's EIN ▶
Firm's address ▶	One Hollow Lane Suite 212 Lake Success, NY 11042	Phone no (800) 839-1754

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

Schedule of Contributors

► **Attach to Form 990, 990-EZ, or 990-PF.**

OMB No 1545-0047

2012

Name of the organization	**Employer identification number**
The Thomas & Sarah Mac Mahon Family Charitable Foundation Trust	05-6141146

Organization type (check one)

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

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

General Rule

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

Special Rules

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

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

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

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

Name of organization
The Thomas & Sarah Mac Mahon Family Charitable Foundation Trust

Employer identification number
05-6141146

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	Mac Mahon Thomas P 69 1st Avenue Raritan, NJ 08869	$ 708,940	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
The Thomas & Sarah Mac Mahon Family Charitable Foundation Trust

Employer identification number
05-6141146

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
	See Additional Data Table	$	

(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
The Thomas & Sarah Mac Mahon Family Charitable Foundation Trust

Employer identification number
05-6141146

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

Additional Data

Software ID: 12000057
Software Version: 12.15.422.1
EIN: 05-6141146
Name: The Thomas & Sarah Mac Mahon Family Charitable Foundation Trust

Form 990 Schedule B, 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
1	PIMCO EMERGING MARKETS BOND INSTL PEBIX, 4016 sh	$ 50,200	2012-12-05

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2012 Gain/Loss from Sale of Other Assets Schedule

Name: The Thomas & Sarah Mac Mahon Family Charitable Foundation Trust

EIN: 05-6141146

Software ID: 12000057

Software Version: 12.15.422.1

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
Publicly-traded Securities					3,793,528	3,784,474			9,054	

TY 2012 General Explanation Attachment

Name: The Thomas & Sarah Mac Mahon Family Charitable Foundation Trust

EIN: 05-6141146

Software ID: 12000057

Software Version: 12.15.422.1

TY 2012 Investments Corporate Bonds Schedule

Name: The Thomas & Sarah Mac Mahon Family Charitable Foundation Trust

EIN: 05-6141146

Software ID: 12000057

Software Version: 12.15.422.1

Name of Bond	End of Year Book Value	End of Year Fair Market Value
ATT INC NOTES - 5.600 - 05/15/2018	42,099	50,664
CONOCOPHILLIPS GTD - 4.600 - 01/15/2015	51,313	50,770
DENDREON CORP - 2.875 - 01/15/2016	5,591	6,040
GE CAP CORP MTN BE- 5.400 - 02/15/2017	42,487	50,512
GOLDMAN SACHS GROUP INC NTS - 6.150 - 04/01/2018	52,251	51,689
GOODRICH PETROLEUM CORP-5.00-10/01/2029	8,339	8,449
JPMORGAN CHASE CO GLBL - 4.750 - 03/01/2015	51,173	50,705
UNITED TECHNOLOGIES CORP - 3.100 - 06/01/2022	50,410	49,773
USEC INC SR NT CV 3.00000 10/01/2014	3,045	1,900
VERIZON COMMUNICATIONS INC - 2.000 - 11/01/2016	51,425	50,755
WACHOVIA CORP GLOBAL MTN - 5.750 - 02/01/2018	50,935	50,318

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TY 2012 Investments Corporate Stock Schedule

Name: The Thomas & Sarah Mac Mahon Family Charitable Foundation Trust

EIN: 05-6141146

Software ID: 12000057

Software Version: 12.15.422.1

Name of Stock	End of Year Book Value	End of Year Fair Market Value
445 shares of 3M CO	41,321	41,318
185 shares of AAC TEC HOLDINGS ADR	5,813	6,470
169 shares of ABB LTD.	2,805	3,514
106 shares of ACADIA RLTY TR	2,197	2,658
589 shares of ACCENTURE PLC	33,665	39,169
114 shares of ADIDAS AG	4,290	5,107
35 shares of ADVANCE AUTO PARTS INC	2,524	2,532
1784 shares of ADVANCED SEMICONDUCT	7,578	7,636
109 shares of AGCO CP	4,452	5,354
276 shares of AGEAS SPONS ADR	7,125	8,354
107 shares of AGILE PROPERTY HOLDINGS UNSP ADR	6,613	7,525
194 shares of AKBANK T/A/S S/ADR	1,833	1,913
899 shares of ALCOA INC.	7,752	7,803
2449 shares of ALERIAN MLP ETF	39,394	39,062
67 shares of ALEXANDRIA REAL ESTATE EQUITIES INC	4,973	4,644
445 shares of ALLERGAN INC.	40,886	40,820
123 shares of ALLIANT TECH SYS INC	6,695	7,621
879 shares of ALLSCRIPTS HEALTHCARE SOLUTIONS	9,349	8,280
129 shares of AMADEUS IT HLDS SA	2,510	3,327
627 shares of AMERICA MOVIL SA	15,681	14,509
195 shares of AMERICAN TOWER REIT INC	12,533	15,068
297 shares of ANHUI CONCH CEM ADR	5,307	5,402
148 shares of ANTOFAGASTA PLC S/ADR	6,238	6,369
152 shares of APPLE INC.	60,328	80,890
1928 shares of ARCH COAL INC.	23,748	14,113
79 shares of AVAGO TECHNOLOGIES LIMITED	2,552	2,500
103 shares of AVALONBAY CMNTYS INC	13,098	13,966
283 shares of AXIS CAPITAL HOLDINGS LTD	9,066	9,803
153 shares of BAIDU.COM - ADR	17,133	15,344
712 shares of BANCO BRADESCO S.A. SPONS ADR	11,639	12,367

Name of Stock	End of Year Book Value	End of Year Fair Market Value
737 shares of BANCO ITAU HOLDING FINANCIERA	16,440	12,131
2167 shares of BANRO CORPORATION	5,649	6,068
1215 shares of BARRICK GOLD CORP COM	40,166	42,537
940 shares of BAXTER INTERNATIONAL INC.	48,393	62,660
916 shares of BEST BUY INC.	15,414	10,855
268 shares of BG GROUP PLC ADS	5,248	4,478
50 shares of BHP BILLITON LIMITED	3,152	3,921
209 shares of BLACKROCK INC	34,852	43,202
50 shares of BOSTON PPTYS INC	5,126	5,291
323 shares of BRAMBLES LTD UNSP AD	4,373	5,116
1255 shares of BRISTOL-MYERS SQUIBB CO	37,287	40,900
50 shares of BRITISH AMERICAN TOBACCO PLC	4,862	5,063
61 shares of BRITISH SKY BROADCASTING ADR	2,721	3,074
52 shares of BUNZL PLC SPONSORED ADR	4,170	4,290
192 shares of CALRSBERG AS SP ADR REP B	3,346	3,759
888 shares of CAMECO CORPORATION	22,140	17,511
34 shares of CANADIAN NATL RAILWAY CO	2,800	3,094
28 shares of CANON INC.	1,132	1,098
112 shares of CAP GEMINI SA UNSP/ADR	1,980	2,480
675 shares of CBIZ, INC.	4,223	3,989
98 shares of CBL ASSOCIATES PROPERTIES INC	2,147	2,079
39 shares of CENOVUS ENERGY INC	1,228	1,308
154 shares of CENTRICA PLC S/ADR	3,058	3,388
1074 shares of CENTURY LINK INC	38,172	42,015
108 shares of CGI GROUP INC CL A SUB VTG SHS	2,212	2,498
738 shares of CHESAPEAKE ENERGY CORPORATION	14,843	12,266
268 shares of CHEUNG KONG HLDGS LTD ADR	3,137	4,159
381 shares of CHEVRON CORP	38,802	41,201
337 shares of CHINA COMMUN ADR	6,230	6,504
684 shares of CHINA CONSTRUCT UNSPON ADR	12,245	10,979

Name of Stock	End of Year Book Value	End of Year Fair Market Value
383 shares of CHINA MINSHENG BANKING CORP LTD	3,682	4,427
44 shares of CHINA MOBILE HGK LTD	2,268	2,584
75 shares of CHINA OVERSEAS LI UN ADR	5,396	6,706
71 shares of CIELO SA ADR	1,884	2,048
364 shares of CNA FINANCIAL CORPORATION	7,935	10,196
72 shares of CNOOC LTD ADS	14,224	15,840
129 shares of COCA-COLA AMATIL LTD ADR	3,228	3,622
90 shares of COCA-COLA HELLEN ADS	1,402	2,121
376 shares of COLGATE-PALMOLIVE COMPANY	34,015	39,307
55 shares of COMPANIA MIN BUEN	1,929	1,977
584 shares of COMPASS GROUP PLC ADR	5,916	6,996
308 shares of CONSOL ENERGY INC.	10,438	9,887
1053 shares of COVIDIEN LTD	47,902	60,800
45 shares of CREDICORP LTD	5,528	6,595
609 shares of CRESUD S.A.C.I.F. Y A. - AMERICAN DEPOSITARY SHARE	6,093	5,067
596 shares of CROWN CASTLE INTL	25,762	43,007
177 shares of CUBESMART	2,361	2,579
548 shares of DCT INDUSTRIAL TRUST INC	3,026	3,557
517 shares of DDR CORP	7,455	8,096
785 shares of DENDREON CORPORATION	6,169	4,153
133 shares of DENSO CORP ADR	2,014	2,314
345 shares of DEUTSCHE BOERSE ADR	1,843	2,132
227 shares of DIAMONDROCK HOSP CO	2,389	2,043
65 shares of DIGITAL RLTY TR INC	3,801	4,413
65 shares of DOMTAR LTD	5,021	5,429
23 shares of DONGFENG MOTOR GRP-H-UNS ADR	1,659	1,776
121 shares of DR. REDDYS LAB LTD	3,659	4,028
333 shares of DUKE REALTY CORPORATION	4,486	4,619
878 shares of ELECTROBRAS-CENTRA PR ADR	7,454	4,399
1631 shares of EMC CORP-MASS	43,308	41,264

Name of Stock	End of Year Book Value	End of Year Fair Market Value
129 shares of EMG GLBL SHS INDXX INDIA INF	1,888	1,880
224 shares of ENDURANCE SPCLTY HLDGS LTD	8,410	8,891
116 shares of EQUITY RESIDENTIAL PPTYS TR	6,513	6,574
266 shares of ERICSSON L M TEL CO	2,309	2,687
63 shares of ESSEX PRTY TR INC	8,339	9,239
442 shares of EXXON MOBIL CORP	33,559	38,255
116 shares of FANUC LIMITED UNSPONSORED	3,226	3,560
1976 shares of FINMECCANICA ADR	4,445	5,632
29 shares of FOMENTO ECONOMICO MEXICANO	2,351	2,920
214 shares of FOREST LABORATORIES	6,367	7,558
72 shares of FRESENIUS MED CAR AG	2,407	2,470
196 shares of FRESH DEL MONTE PROD	4,223	5,165
157 shares of FTI CONSULTING INC	4,335	5,181
59 shares of GALAXY ENTERTAINMENT GROUP LIMITED	1,422	2,375
198 shares of GEELY AUTOMBL HL UNSP ADR	1,910	1,911
1906 shares of GENERAL ELECTRIC CO	31,670	40,007
234 shares of GENERAL GROWTH PPTYS INC	3,756	4,645
675 shares of GOLD FIELDS LTD ADS	8,263	8,431
220 shares of GRUPO TELEVISA ADR	4,489	5,848
109 shares of GUOCO GROUP LTD UNSP/ADR	2,087	2,629
198 shares of HDFC BANK LTD ADR	6,474	8,063
20 shares of HEALTH CARE PPTY INVS INC	688	903
157 shares of HEALTH CARE REIT INC.	8,840	9,623
307 shares of HEALTH NET INC	7,213	7,460
100 shares of HEALTHCARE REALTY TRUST	2,056	2,401
153 shares of HESS CORP	6,800	8,103
947 shares of HONEYWELL INTERNATIONAL INC.	48,236	60,106
572 shares of HOST HOTELS RESORTS INC	9,201	8,963
62 shares of HUDSON PACIFIC PROPERTIES INC	1,034	1,306
156 shares of HUTCHISON WHAMPOA LTD ADR	2,658	3,304

Name of Stock	End of Year Book Value	End of Year Fair Market Value
256 shares of ICICI BK LTD ADS	9,406	11,164
85 shares of IMP.TOBACCO ADR SPONS ADR	6,445	6,587
367 shares of IMPALA PLATINUM LTD S/ADR	7,796	7,322
950 shares of INDUSTRIAL COM UNSP/ADR	12,661	13,482
45 shares of INFOSYS TECH LTD SPD ADR	2,131	1,904
689 shares of INGRAM MICRO INC - CL A	11,519	11,658
242 shares of ISHARES MSCI-SOUTH KOREA	13,806	15,331
89 shares of JAPAN STEEL WORKS	5,815	5,803
43 shares of JIANGXI COPPER ADR	4,614	4,526
1617 shares of JP MORGAN CHASE CO	59,998	71,098
212 shares of JSC MMC NRLSK NICKL SPON ADR	3,416	4,015
446 shares of JULIUS BAER GROUP LTD	2,897	3,144
533 shares of KEPPEL CORP LTD ADR	8,911	9,599
99 shares of KILROY REALTY CP	4,195	4,690
1208 shares of KINDER MORGAN INC	42,061	42,679
380 shares of KINGFISHER PLC	3,274	3,511
1835 shares of KINROSS GOLD CORP	23,456	17,836
114 shares of KOMATSU LTD.	2,654	2,931
396 shares of KOOKMIN BK ADS	15,156	14,216
378 shares of KROGER CO	8,051	9,836
96 shares of LOREAL ADR	2,221	2,686
81 shares of LAS VEGAS SANDS CORP	3,403	3,739
335 shares of LAYNE CHRISTENSEN COMPANY	7,620	8,130
327 shares of LG. PHILIPS	4,875	4,735
181 shares of LUKOIL HOLDING CO SP/ADR	10,998	11,851
162 shares of MACERICH CO	8,559	9,445
190 shares of MANPOWER INC. WIS	7,218	8,064
1160 shares of MARSH AND MCLENNAN COMPANIES INC	38,202	39,985
2949 shares of MICROSOFT CORPORATION	81,471	78,767
341 shares of MKT VECT INDIA SMALL-CAP IND	3,692	3,792

Name of Stock	End of Year Book Value	End of Year Fair Market Value
265 shares of MOBILE TELSYS OJSC	4,746	4,942
118 shares of MOLSON COOR BREW CO CL B	4,942	5,049
1534 shares of MONDELEZ INTERNATIONAL INC	39,158	39,045
28721 shares of MS INSTITUTIONAL FD INC.,INTL EQUITY B	382,374	407,266
2644 shares of MURRAY ROBERTS HLDGS LTD SPONSORED ADR	8,987	7,668
123 shares of NASPERS LTD N SPONS ADR	6,767	7,875
72 shares of NESTLE S.A.	4,178	4,692
1416 shares of NII HOLDINGS INC - COMMON STOCK	11,936	10,096
1692 shares of NOVAGOLD RESOURCES	11,416	7,631
50 shares of NOVARTIS AG ADR	2,651	3,165
17 shares of NOVO NORDISK A S	2,439	2,775
616 shares of OAO GAZPROM SPONS GDR	6,322	5,995
476 shares of OLD REP INTL CORP	4,100	5,069
1743 shares of ORACLE CORP	46,098	58,077
317 shares of PACIFIC RUBIALES ENERGY	7,327	7,366
284 shares of PEABODY ENERGY CORP	7,720	7,557
97 shares of PEARSON PLC	1,730	1,895
86 shares of PEBBLEBROOK HOTEL TR COM	1,839	1,987
278 shares of PEPSICO INC	18,418	19,024
160 shares of PERUSAHAAN GAS NE - UNSPON ADR	3,221	3,817
1118 shares of PETROBRAS ENERGIA SA BUENOS AIRES	7,022	5,311
285 shares of PETROLEO BRASILEIRO	7,335	5,549
288 shares of PETROLEO BRASILEIRO SA- PETRO	7,045	5,561
683 shares of PHILIP MORRIS INTL	38,719	57,126
21228 shares of PIA BBB BOND FUND MANAGED ACCOUNT COMPLETION SHS	220,984	213,977
10168 shares of PIA MBS BOND FUND MANAGED ACCOUNT COMPLETION SHS	102,259	101,171
103 shares of PIEDMONT OFFICE REALTY TRUST INC COMMON STOCK	1,830	1,859
23744 shares of PIMCO COMMODITY REAL RETURN STRATEGY FUND	200,651	157,661
18086 shares of PIMCO INVESTMENT GRADE CORP BOND CLASS A	205,887	201,119
1096 shares of PNC FINANCIAL GROUP INC.	56,015	63,908

Name of Stock	End of Year Book Value	End of Year Fair Market Value
2389 shares of POLYUS GOLD INTL LTD GDR LEVEL 1	8,740	7,836
53 shares of POSCO	4,678	4,354
57 shares of POST PROPERTIES INC	2,790	2,847
90 shares of POTASH CORPORATION OF SASKATCHEWAN INC	3,614	3,662
272 shares of PROLOGIS	8,976	9,925
536 shares of PT BK MANDIR PRS UNSP/ADR	4,233	4,505
16 shares of PUBLIC STORAGE INC	2,339	2,319
290 shares of PUBLICIS GROUPE S.A	3,453	4,396
1276 shares of QUALCOMM INC	71,068	78,933
91 shares of RAYONIER INC	3,985	4,717
163 shares of REED ELSEVIER PLC	5,194	6,853
159 shares of RETAIL OPPORTUNITY INVESTMENTS CORP	1,737	2,043
123 shares of ROCHE HOLDING LTD ADR	5,267	6,212
60 shares of ROYAL DUTCH SHEL PLC SPONS ADR B	3,922	4,253
2286 shares of RUSHYDRO JSC ADR	8,429	5,372
1014 shares of SAIC INC	14,396	11,478
100 shares of SAP AKTIENGESELL ADS	5,919	8,038
798 shares of SBERBANK SPONSORED ADR	9,399	9,712
569 shares of SCHLUMBERGER LTD	35,841	39,431
201 shares of SCHNEIDER ELEC UNSP/ADR	2,228	2,973
580 shares of SEMPRA ENERGY COM	34,150	41,145
110 shares of SENIOR HOUSING PPTYS TR REIT	2,489	2,600
229 shares of SHINHAN FINL GROUP CO LTD	8,595	8,391
27 shares of SHIRE PLC	2,400	2,489
1323 shares of SILICONWARE PRECISION INDUSTRIES COMPANY, LTD. - A	7,566	7,065
1116 shares of SILVER STANDARD RES. INC.	17,229	16,617
105 shares of SIMON PPTY GROUP INC	11,892	16,599
322 shares of SK TELECOM ADS ADS	4,925	5,097
1131 shares of SKYWEST, INC.	12,548	14,092
55 shares of SL GREEN RLTY CORP	4,109	4,216

Name of Stock	End of Year Book Value	End of Year Fair Market Value
60 shares of SMITH NEPHEW PLC ADR	2,951	3,324
277 shares of SMITHFIELD FOODS	5,401	5,975
167 shares of SOUTHERN COPPER CORP	5,552	6,323
626 shares of SOUTHWEST AIRLINES	5,364	6,410
222 shares of SOUTHWESTERN ENERGY	6,660	7,417
733 shares of ST. BARBARA LTD ADR	6,977	5,519
19 shares of STARWOOD HOTELS RESORTS	1,001	1,090
129 shares of SUNCOR ENERGY INC	3,661	4,254
184 shares of SWEDBANK AB S/ADR	2,668	3,643
68 shares of SYNGENTA AG ADS	4,452	5,494
908 shares of TAIWAN SEMICONDUCTOR MFG CO LTD	11,757	15,581
916 shares of TALISMAN ENERGY INC	10,506	10,378
655 shares of TARGET CORPORATION	33,745	38,756
295 shares of TATA MOTORS LTD ADS	6,965	8,472
114 shares of TECH DATA CORP	5,044	5,190
102 shares of TENCENT HOLDINGS LIMITED	2,700	3,277
155 shares of TEVA PHARMECEUTICAL SP ADR	6,061	5,788
635 shares of THERMO FISHER SCIENTIFIC INC	35,607	40,500
567 shares of TIM PARTICIPACOES S A SPONSORED ADR REPSTG PFD	10,719	11,238
28 shares of TOYOTA MTR CORP	2,178	2,611
88 shares of TRANSCANADA CORP	3,668	4,164
82 shares of TRANSOCEAN LTD.	3,394	3,662
1695 shares of TURKIYE GARANTI BANK	7,277	8,796
1249 shares of TURQUOISE HILL RESOURCES LTD	12,284	9,505
259 shares of TYSON FOODS INC CL A	4,061	5,025
325 shares of UDR INC	8,105	7,729
123 shares of UNILEVER N V N Y	3,991	4,711
757 shares of UNITED TECHNOLOGIES CORP	53,724	62,082
220 shares of UPM-KYMMENE OYJ	2,588	2,561
268 shares of V F CORP	40,817	40,460

Name of Stock	End of Year Book Value	End of Year Fair Market Value
542 shares of VALE SA	15,000	11,360
147 shares of VENTAS INC	7,938	9,514
275 shares of VISA INC	23,620	41,685
120 shares of VOLKSWAGEN AG	3,961	5,591
197 shares of VOLVO AB ADR B	2,464	2,693
69 shares of VORNADO RLTY TR	5,465	5,526
828 shares of WALT DISNEY HOLDINGS CO.	25,842	41,226
1159 shares of WEATHERFORD INTL	14,433	12,969
1231 shares of WELLS FARGO CO.	42,436	42,076
199 shares of WESTERN DIGITAL CORP	7,410	8,456
281 shares of WEYERHAEUSER CO	6,328	7,817
1303 shares of WILLIAMS COS	43,662	42,660
128 shares of WORLEY PARSONS LTD	3,083	3,113
64 shares of WPP GROUP PLC	3,970	4,666
1505 shares of XCEL ENERGY INC	41,369	40,199
372 shares of YAMANA GOLD INC	5,780	6,402
152 shares of YANDEX N V	2,955	3,274
884 shares of YUM BRANDS INC	48,079	58,698
286 shares of ZIJIN MNG GRP UNSP ADR H	2,066	2,250
412 shares of ZOOMLION HEAVY INDUSTRY SCIENCE AND TECHNOLOGY LTD	5,135	6,070

TY 2012 Other Expenses Schedule

Name: The Thomas & Sarah Mac Mahon Family Charitable Foundation Trust

EIN: 05-6141146

Software ID: 12000057

Software Version: 12.15.422.1

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Administrative Fees	28,032			28,032
Bank Charges	1,007	1,007		

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TY 2012 Other Professional Fees Schedule

Name: The Thomas & Sarah Mac Mahon Family Charitable Foundation Trust

EIN: 05-6141146

Software ID: 12000057

Software Version: 12.15.422.1

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Investment Management Services	42,595	42,595		

TY 2012 Taxes Schedule

Name: The Thomas & Sarah Mac Mahon Family Charitable Foundation Trust

EIN: 05-6141146

Software ID: 12000057

Software Version: 12.15.422.1

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Estimated Tax for 2012	1,600			
Foreign Tax Paid	54	54		
IRS Excise Tax Payment with 1st ext 990-PF	12,985			

Form 990PF Part XV Line 1a - 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).

Sarah Mac Mahon
Thomas P Mac Mahon

Form 990PF Part XV Line 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*				
AMERICAN CANCER SOCIETY 7 RIDGEDALE AVE STE 103 CEDAR KNOLLS, NJ 07927	N/A	509a1	Making Strides Program	1,000
DR LENA EDWARDS CHARTER SCHOOL 509 BRAMHALL AVE JERSEY CITY, NJ 07304	N/A	509a1	General Unrestricted	1,000
ELON UNIVERSITY 2600 CAMPUS BOX ELON, NC 27244	N/A	509a1	General Unrestricted	200,000
FIRST PRESBYTERIAN CHURCH 14 HANOVER RD EAST HANOVER, NJ 07936	N/A	509a1	General Unrestricted	2,500
FOLDS OF HONOR FOUNDATION 5800 N PATRIOT DR OWASSO, OK 74055	N/A	509a1	General Unrestricted	500
GRAYBEARDS LTD 12904 NEWPORT AVE BELLE HARBOR, NY 11694	N/A	509a1	Graybeards of Rockaway Project	1,000
GREENSBORO MONTHLY MEETING OF FRIENDS 2100 W FRIENDLY AVE GREENSBORO, NC 27403	N/A	509a1	General Unrestricted	1,000
IZAAK WALTON LEAGUE OF AMERICA INC 906B GRAND CENTRAL AVE LAVALLETTE, NJ 08735	N/A	509a2	General Unrestricted	500
LINCOLN HIGH SCHOOL 60 CRESCENT AVE JERSEY CITY, NJ 07304	N/A	509a1	General Unrestricted	1,000
PREVENTION FIRST INC 1405 HWY 35 OCEAN, NJ 07712	N/A	509a1	General Unrestricted	3,500
SAINT PETERS COLLEGE 2641 KENNEDY BLVD JERSEY CITY, NJ 07306	N/A	509a1	General Unrestricted	433,000
SETON HALL UNIVERSITY 457 CENTRE ST South Orange, NJ 07079	N/A	509a1	General Unrestricted	2,500
ST ANDREWS PRESBYTERIAN COLLEGE 1700 DOGWOOD MILE ST LAURINBURG, NC 28352	N/A	509a1	General Unrestricted	1,000
THE MULTIPLE MYELOMA RESEARCH FOUNDATION INC 383 MAIN AVE FL 5 NORWALK, CT 06851	N/A	509a1	General Unrestricted	5,000
VILLANOVA UNIVERSITY 800 LANCASTER AVE VILLANOVA, PA 19085	N/A	509a1	General Unrestricted	2,500
Total . . . . ▶ **3a**				656,000