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

Department of the Treasury  
Internal Revenue Service

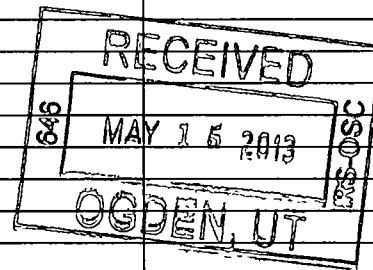
Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements

Open to Public Inspection

For calendar year 2012 or tax year beginning , 2012, and ending , 20

Name of foundation <b>AGB FUND, INC.</b>		<b>A Employer identification number</b> 13-3632843
Number and street (or P O box number if mail is not delivered to street address) <b>C/O CPI ASSOC INC</b> <b>32 EAST 57TH STREET</b>	Room/suite <b>14TH FLR</b>	<b>B Telephone number (see instructions)</b> (212) 421-6600
City or town, state, and ZIP code <b>NEW YORK, NY 10022</b>		<b>C</b> If exemption application is pending, check here <input type="checkbox"/>
<b>G Check all that apply:</b> <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		<b>D</b> 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
<b>H Check type of organization</b> <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		<b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
<b>I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$</b> 3,315,850.		<b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
<b>J Accounting method</b> <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)		

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)				
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
3 Interest on savings and temporary cash investments	146.	146.		ATCH 1
4 Dividends and interest from securities	82,166.	82,166.		ATCH 2
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	259,195.			
b Gross sales price for all assets on line 6a	2,026,540.			
7 Capital gain net income (from Part IV, line 2)		259,195.		
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)	5,452.	4,098.		
11 Other income (attach schedule) ATCH 3	346,959.	345,605.		
12 Total. Add lines 1 through 11	27,186.	13,593.		13,593.
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)	13,457.	6,729.		6,728.
c Other professional fees (attach schedule)				
17 Interest	1,597.	157.		
18 Taxes (attach schedule) (see instructions) ATCH 4				
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule) ATCH 5	25,399.	25,019.		380.
24 Total operating and administrative expenses. Add lines 13 through 23	67,639.	45,498.		20,701.
25 Contributions, gifts, grants paid	175,000.			175,000.
26 Total expenses and disbursements. Add lines 24 and 25	242,639.	45,498.		195,701.
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	104,320.			
b Net investment income (if negative, enter -0-)		300,107.		
c Adjusted net income (if negative, enter -0-)				



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Operating and Administrative Expenses

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 . . . . .		33,319.	22,211.	22,211.
	2	Savings and temporary cash investments . . . . .		82,434.	142,309.	142,309.
	3	Accounts receivable ▶ Less allowance for doubtful accounts ▶				
	4	Pledges receivable ▶ Less allowance for doubtful accounts ▶				
	5	Grants receivable . . . . .				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see 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 . . . . .				
	10 a	Investments - U.S. and state government obligations (attach schedule) . . . . .		563,688.	243,716.	269,457.
	b	Investments - corporate stock (attach schedule) ATCH 6 . . . . .		1,349,140.	1,735,069.	2,153,504.
	c	Investments - corporate bonds (attach schedule) . . . . .		710,957.	698,804.	726,558.
	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 ▶ ATCH 7) . . . . .		291.	1,811.	1,811.	
16	<b>Total assets</b> (to be completed by all filers - see the instructions Also, see page 1, item I) . . . . .		2,739,829.	2,843,920.	3,315,850.	
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	<b>Total liabilities</b> (add lines 17 through 22) . . . . .		0	0		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/> 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. <input checked="" type="checkbox"/>					
	27	Capital stock, trust principal, or current funds . . . . .		2,739,829.	2,843,920.	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund . . . . .				
	29	Retained earnings, accumulated income, endowment, or other funds . . . . .				
	30	<b>Total net assets or fund balances</b> (see instructions) . . . . .		2,739,829.	2,843,920.	
31	<b>Total liabilities and net assets/fund balances</b> (see instructions) . . . . .		2,739,829.	2,843,920.		

## 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	2,739,829.
2	Enter amount from Part I, line 27a . . . . .	2	104,320.
3	Other increases not included in line 2 (itemize) ▶ ATCH 8 . . . . .	3	1,278.
4	Add lines 1, 2, and 3 . . . . .	4	2,845,427.
5	Decreases not included in line 2 (itemize) ▶ ATCH 9 . . . . .	5	1,507.
6	<b>Total net assets or fund balances at end of year</b> (line 4 minus line 5) - Part II, column (b), line 30 . . . . .	6	2,843,920.

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**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.)
<b>1a SEE PART IV SCHEDULE</b>					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
(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)		
<b>a</b>					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
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) 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			
<b>a</b>					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
<b>2 Capital gain net income or (net capital loss)</b>			<b>2</b>	259,195.	
If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7					
<b>3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)</b>			<b>3</b>	0	
If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8					

**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	189,563.	3,368,595.	0.056274
2010	198,779.	3,290,677.	0.060407
2009	183,779.	3,213,579.	0.057188
2008	188,419.	3,759,684.	0.050116
2007	194,813.	3,897,065.	0.049990
<b>2 Total of line 1, column (d)</b>			<b>2</b> 0.273975
<b>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</b>			<b>3</b> 0.054795
<b>4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5</b>			<b>4</b> 3,336,187.
<b>5 Multiply line 4 by line 3</b>			<b>5</b> 182,806.
<b>6 Enter 1% of net investment income (1% of Part I, line 27b)</b>			<b>6</b> 3,001.
<b>7 Add lines 5 and 6</b>			<b>7</b> 185,807.
<b>8 Enter qualifying distributions from Part XII, line 4</b>			<b>8</b> 195,701.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> 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 <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b . . . . .		1	3,001.
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	3,001.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) . . . . .		4	0
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0- . . . . .		5	3,001.
6 Credits/Payments			
a 2012 estimated tax payments and 2011 overpayment credited to 2012 . . . . .	6a	1,440.	
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	1,440.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached . . . . .	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed . . . . .	9	1,561.	
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 <input type="checkbox"/> Refunded <input type="checkbox"/> . . . . .	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? . . . . .		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 <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
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
4a 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? . . . . .		
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	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> NY, _____		
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 . . . . .	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

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**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 <input type="checkbox"/> N/A				
14	The books are in care of <input type="checkbox"/> CPI ASSOCIATES INC Telephone no <input type="checkbox"/> 212-421-6600			
Located at <input type="checkbox"/> 32 E 57TH ST, NEW YORK, N.Y.		ZIP+4 <input type="checkbox"/> 10022		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <input type="checkbox"/>			
and enter the amount of tax-exempt interest received or accrued during the year <input type="checkbox"/> 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	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 <input type="checkbox"/>				

**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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> 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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? <input type="checkbox"/>	1b	X
Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>		
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? <input type="checkbox"/>	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
If "Yes," list the years <input type="checkbox"/>		
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) <input type="checkbox"/>	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 <input type="checkbox"/>		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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) <input type="checkbox"/>	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? <input type="checkbox"/>	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? <input type="checkbox"/>	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)?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

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?**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
ATCH 10		27,186.	0	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
NONE				

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

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**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 N/A	
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 NONE	
Total. Add lines 1 through 3 . . . . . ▶	

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	3,188,036.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	198,956.
<b>c</b>	Fair market value of all other assets (see instructions)	<b>1c</b>	
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	3,386,992.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	3,386,992.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	<b>4</b>	50,805.
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	3,336,187.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	166,809.

**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.)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	166,809.
<b>2a</b>	Tax on investment income for 2012 from Part VI, line 5	<b>2a</b>	3,001.
<b>b</b>	Income tax for 2012 (This does not include the tax from Part VI)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	3,001.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	163,808.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	
<b>5</b>	Add lines 3 and 4	<b>5</b>	163,808.
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	
<b>7</b>	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	163,808.

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	<b>1a</b>	195,701.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	195,701.
<b>5</b>	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).	<b>5</b>	3,001.
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	192,700.

**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
<b>1</b> Distributable amount for 2012 from Part XI, line 7 . . . . .				163,808.
<b>2</b> Undistributed income, if any, as of the end of 2012				
<b>a</b> Enter amount for 2011 only . . . . .				
<b>b</b> Total for prior years 20 <u>10</u> , 20 <u>09</u> , 20 <u>08</u> . . . . .				
<b>3</b> Excess distributions carryover, if any, to 2012				
<b>a</b> From 2007 . . . . .				6,061.
<b>b</b> From 2008 . . . . .				10,465.
<b>c</b> From 2009 . . . . .				23,631.
<b>d</b> From 2010 . . . . .				37,717.
<b>e</b> From 2011 . . . . .				23,971.
<b>f</b> Total of lines 3a through e . . . . .	101,845.			
<b>4</b> Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ <u>195,701.</u>				
<b>a</b> Applied to 2011, but not more than line 2a . . . . .				
<b>b</b> Applied to undistributed income of prior years (Election required - see instructions) . . . . .				
<b>c</b> Treated as distributions out of corpus (Election required - see instructions) . . . . .				
<b>d</b> Applied to 2012 distributable amount . . . . .				163,808.
<b>e</b> Remaining amount distributed out of corpus . . . . .	31,893.			
<b>5</b> Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a) )				
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5 . . . . .	133,738.			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b . . . . .				
<b>c</b> 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 . . . . .				
<b>d</b> Subtract line 6c from line 6b Taxable amount - see instructions . . . . .				
<b>e</b> Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount - see instructions . . . . .				
<b>f</b> Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013 . . . . .				
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions) . . . . .				
<b>8</b> Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions) . . . . .	6,061.			
<b>9</b> Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a . . . . .	127,677.			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2008 . . . . .				10,465.
<b>b</b> Excess from 2009 . . . . .				23,631.
<b>c</b> Excess from 2010 . . . . .				37,717.
<b>d</b> Excess from 2011 . . . . .				23,971.
<b>e</b> Excess from 2012 . . . . .				31,893.

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

NOT APPLICABLE

**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 foundation is a private operating foundation described in section

4942(j)(3) or

4942(j)(5)

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

**Part XV Supplementary Information** (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see instructions.)**1 Information Regarding Foundation Managers:**

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

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

ATCH 11

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

ATCH 12

**c** Any submission deadlines

APPLICATION MAY BE SUBMITTED AT ANY TIME.

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

ATCH 13

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

<div>Recipient</div> <div>Name and address (home or business)</div>	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
<b>a</b> <i>Paid during the year</i> STATEMENT ATTACHED				175,000.
<b>Total</b> .....			▶ <b>3a</b>	175,000.
<b>b</b> <i>Approved for future payment</i>				
<b>Total</b> .....			▶ <b>3b</b>	

## Enter gross amounts unless otherwise indicated

(See worksheet in line 13 instructions to verify calculations )

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 )
▼	

[illegible]

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

- |   |   |       |     |    |
|---|---|-------|-----|----|
| 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?   |       | Yes | No |
| 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


**Sign  
Here**

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

Signature of officer or trustee: [Signature] Date: 5/9/13 Title: TREASURER

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

**Paid  
Preparer  
Use Only**

Print/Type preparer's name JASON C. LINDENBAUM	Preparer's signature 	Date 5/2/13	Check <input type="checkbox"/> if self-employed	PTIN P01637272
Firm's name ▶ CPI ASSOCIATES, INC.			Firm's EIN ▶ 11-3084080	
Firm's address ▶ 32 EAST 57TH STREET, 14TH FLOOR NEW YORK, NY 10022			Phone no 212-421-6600	

**FORM 990-PF - PART IV**  
**CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS					219.	
		TOTAL LONG-TERM COMMON TRUST FUND AND PARTNERSHIP, S CORPORATION, AND OTHER ESTATES OR TRUST GAIN OR LOSS					4,364.	
640,618.		STATEMENT ATTACHED PROPERTY TYPE: SECURITIES 616,978.				P	VARIOUS	VARIOUS
							23,640.	
1,380,947.		STATEMENT ATTACHED PROPERTY TYPE: SECURITIES 1,150,132.				P	VARIOUS	VARIOUS
							230,815.	
392.		SPDR GOLD FUND TRUST PROPERTY TYPE: SECURITIES 235.				P	VARIOUS	VARIOUS
							157.	
TOTAL GAIN (LOSS) .....							<u>259,195.</u>	

ATTACHMENT 1

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
CITIBANK MONEY MARKET ACCOUNT	146.	146.
TOTAL	<u>146.</u>	<u>146.</u>



ATTACHMENT 2

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DIVIDENDS	31,535.	31,535.
INTEREST-US GOV'T OBLIGATIONS	8,304.	8,304.
INTEREST-CORPORATE BONDS	28,035.	28,035.
INTEREST-MUNICIPAL BONDS	14,292.	14,292.
TOTAL	82,166.	82,166.

ATTACHMENT 3

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
EXCISE TAX REFUND	1,354.	
LITIGATION SETTLEMENT	71.	71.
ENTERPRISE PROD PTRS: ORDINARY GAIN	23,457.	23,457.
ENTERPRISE PROD PTRS: ORDINARY LOSS	-19,430.	-19,430.
TOTALS	5,452.	4,098.

ATTACHMENT 4

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	157.	157.
EXCISE TAX	1,440.	
TOTALS	1,597.	157.

ATTACHMENT 5

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
CUSTODY FEE	1,477.	1,477.	
FILING / PUBLICATION FEES	380.		380.
INVESTMENT MANAGEMENT FEE	23,439.	23,439.	
ADR FEES	103.	103.	
TOTALS	<u>25,399.</u>	<u>25,019.</u>	<u>380.</u>

FORM 990PF, PART II - CORPORATE STOCK

ATTACHMENT 6

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
INVESTMENT-CORP STOCKS	1,739,927.	2,153,504.
LESS: DEFERRED K-1 BASIS ADJ		
LESS: ROC DIVIDENDS ADJ	-4,858.	
TOTALS	<u>1,735,069.</u>	<u>2,153,504.</u>

FORM 990PF, PART II - OTHER ASSETS

ATTACHMENT 7

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
ACCR DIVIDEND: ISHARES	272.	272.
ACCR DIVIDEND:SPDR	1,539.	1,539.
TOTALS	<u>1,811.</u>	<u>1,811.</u>

ATTACHMENT 8FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

<u>DESCRIPTION</u>	<u>AMOUNT</u>
RECOVERED 2011 ACCR INT PAID	431.
PRIOR PERIOD ADJUSTMENT	847.
TOTAL	<u>1,278.</u>

ATTACHMENT 9FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCESDESCRIPTIONAMOUNT

UNRECOVERED ACCR INT PAID 2012

1,507.

TOTAL

1,507.



FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 10

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
ELIZABETH B. NEVIN C/O CPI ASSOCIATES INC 32 EAST 57TH STREET NEW YORK, NY 10022	PRESIDENT	13,593.	0	0
STEPHEN C. NEVIN C/O CPI ASSOCIATES INC 32 EAST 57TH STREET NEW YORK, NY 10022	V.P./SEC'Y	13,593.	0	0
LEE R. ROBINS C/O CPI ASSOCIATES INC 32 EAST 57TH STREET NEW YORK, NY 10022	TREASURER	0	0	0
GRAND TOTALS		<u>27,186.</u>	<u>0</u>	<u>0</u>

ATTACHMENT 11

FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS

ELIZABETH NEVIN  
C/O CPI ASSOC., 32 E. 57TH ST. 14FL  
NEW YORK, NY 10022  
212-421-6600

ATTACHMENT 12

990PF, PART XV - FORM AND CONTENTS OF SUBMITTED APPLICATIONS

A FORMAL LETTER DESCRIBING THE PETITIONING ORGANIZATION OR GROUP,  
THEIR TAX EXEMPT STATUS AND A STATEMENT DETAILING THR PROPOSED USE TO  
WHICH THE GRANT WILL BE APPLIED.

ATTACHMENT 13

990PF, PART XV - RESTRICTIONS OR LIMITATIONS ON AWARDS

GRANTS FOR CHARITABLE, RELIGIOUS, EDUCATIONAL, LITERARY, CULTURAL  
AND SCIENTIFIC FIELDS.

FORM 990-PF, PART XVI-A - ANALYSIS OF OTHER REVENUE

ATTACHMENT 14

DESCRIPTION	BUSINESS CODE	AMOUNT	EXCLUSION CODE	RELATED OR EXEMPT	
				AMOUNT	FUNCTION INCOME
EXCISE TAX REFUND			01	1,354.	
LITIGATION FUND SETTLEMENT			01	71.	
ENTERPRISE PROD PTRS: NET ORDINARY INCOME			01	4,027.	
TOTALS				5,452.	

AGB Fund, Inc.

Schedule of Stocks as of December 31, 2012  
And Dividends Received Thereon

Schedule 1

For The Year Ended December 31, 2012

See Accompanying Compilation Report

\*\*\*\*\*

		<u>Cost or Book Amount</u>	<u>Market Amount</u>	<u>Dividends Received</u>
3-D Systems Corp., common 900	\$	32,912.49	\$ 48,015.00	
AAC Technologies, common 14,000		38,405.12	48,952.34	\$ 750.82
ALPS ETF Tr Alerian MLP, common 4,000		61,949.92	63,800.00	3,983.87
Abbott Laboratories Inc., common (Liquidated)				480.00
Amazon Com Inc., common 150		18,648.00	37,630.50	
American International Group Inc., common 1,800		57,600.18	63,540.00	
Amgen Inc., common 775		67,105.47	66,805.00	126.00
Anheuser Busch Cos. Inc., common 600		47,648.30	52,446.00	
Apache Corp., common (Liquidated)				396.00
Apple Inc., common 300		62,228.05	159,651.90	1,510.50
BHP Billiton Ltd., common (Liquidated)				715.00

AGB Fund, Inc.

Schedule of Stocks as of December 31, 2012  
And Dividends Received Thereon

Schedule 1

For The Year Ended December 31, 2012

See Accompanying Compilation Report

\*\*\*\*\*

	<u>Cost or Book Amount</u>	<u>Market Amount</u>	<u>Dividends Received</u>
Blackrock Inc., common (Liquidated)		\$	225.00
Chubb Corporation, common 500	\$ 21,920.00	\$ 37,660.00	1,413.00
Citigroup Inc., common 1,500	47,979.87	59,340.00	39.00
Dominion Res Inc., common (Liquidated)			738.50
Duke Energy Corp New, common (Liquidated)			750.00
EBAY Inc., common 1,550	49,551.33	79,046.43	
EMC Corp Mass, common 2,850	74,150.99	72,105.00	
Energy XXI Bermuda, common 1,250	40,905.75	40,212.50	
Enterprise Products Partners LP, common (Liquidated)			5,065.00
Exxon Mobil Corp. (formerly Exxon Corp., common), common 700	10,980.37	60,585.00	2,180.00
Family Dollar Stores Inc., common 700	19,245.24	44,387.00	996.00

AGB Fund, Inc.

Schedule of Stocks as of December 31, 2012  
And Dividends Received Thereon

Schedule :

For The Year Ended December 31, 2012

See Accompanying Compilation Report

\*\*\*\*\*

		<u>Cost or Book Amount</u>	<u>Market Amount</u>	<u>Dividends Received</u>
Freeport McMoran Copper & Gold B., common				
1,200	\$	38,314.56	\$ 41,040.00	
Glaxo Smithkline, common				
1,000		44,299.55	43,470.00	\$ 1,714.12
Goldcorp Inc., common				
900		39,501.74	33,030.00	486.00
Golden Eagle Retail Group, common				
26,000		60,100.79	64,007.06	566.89
Hengan International Group, common				
5,000		44,433.94	45,126.73	966.83
Intel Corp., common				
4,000		96,910.31	82,480.00	1,068.75
Ishares Iboxx Inv Grd Corp Bond, common				
750		82,794.00	90,742.50	3,490.86
JP Morgan Chase & Co., common				
800		34,541.60	35,175.28	
JPM Chase Capital XXIX 6.7% (Liquidated)				3,768.75
Kinder Morgan Management LLC, common				
785		56,911.01	59,236.10	
Luk Fook Holdings Inc., common (Liquidated)				498.90



AGB Fund, Inc.

Schedule of Stocks as of December 31, 2012  
And Dividends Received Thereon

Schedule

For The Year Ended December 31, 2012

See Accompanying Compilation Report

\*\*\*\*\*

		<u>Cost or Book Amount</u>	<u>Market Amount</u>	<u>Dividends Received</u>
Microsoft Corp., common 1,100	\$	32,213.94	\$ 29,380.67	\$ 473.00
Nestle S A Sponsored ADR 800		48,064.99	52,136.00	
Nextera Energy Inc., common (Liquidated)				720.00
Parker Hannifin Corp., common 475		40,278.77	40,403.50	584.25
Qualcomm Inc. 1,425		83,334.41	88,149.93	1,262.25
Ross Stores Inc., common 1,000		24,884.45	54,090.00	560.00
SPDR Wells Fargo Preferred Series Trust, common 1,800		82,872.00	80,964.00	
Spdr Gold Trust, common 675		70,028.04	109,363.77	
Standard Chartered, common (Liquidated)				843.53
Tencent Holdings Ltd., common 800		20,393.02	25,701.91	77.27
Toll Brothers Inc., common 1,000		28,874.30	32,330.00	
Union Pacific Corp., common 400		44,252.12	50,288.00	720.00

AGB Fund, Inc.

Schedule of Stocks as of December 31, 2012  
And Dividends Received Thereon

Schedule :

For The Year Ended December 31, 2012

See Accompanying Compilation Report

\*\*\*\*\*

	<u>Cost or Book Amount</u>	<u>Market Amount</u>	<u>Dividends Received</u>
Walt Disney Co., common 850	\$ 40,430.85	\$ 42,321.50	\$ 637.50
Want Want China Holdings Ltd., common 1,100	46,321.88	76,890.00	1,241.48
Watson Pharmaceuticals Inc., common 500	28,939.55	43,000.00	
	\$ 1,739,926.90	\$ 2,153,503.62	\$ 39,049.07
	=====	=====	=====
	(EXHIBIT A)		

This statement has been prepared on the  
basis of cash receipts and disbursements.

AGB Fund, Inc.

Schedule of Bonds as of December 31, 2012  
And Interest Received Thereon

Schedule :

For The Year Ended December 31, 2012

See Accompanying Compilation Report

\*\*\*\*\*

	<u>Cost or Book Amount</u>	<u>Market Amount</u>	<u>Interest Received</u>
American International Group 3.650% due 1/15/14 75,000	\$ 77,002.50	\$ 77,005.50	
Australia 5.5% due Decemeber 15, 2013 (Liquidated)			577.30
BNSF Funding Trust 1 6.613% due 12/15/55 45,000	47,200.00	51,018.75	870.72
CME Group Inc. 5.75% due February 15, 2014 (Liquidated)			2,531.60
Canada Government 2.75% due September 1, 2016 60,000	63,051.79	63,316.23	2,825.02
Canada Government 3% due 6/01/14 80,000	79,614.41	82,450.57	1,206.86
Capital One Capital III 7.686% due 8/15/36 90,000	91,575.00	90,000.00	
Citigroup Cap XXI 8.3% due 12/21/57 (Liquidated)			2,477.33
Citigroup Inc. 5.95% due January 30, 2023 60,000	61,290.00	60,750.00	

AGB Fund, Inc.

Schedule of Bonds as of December 31, 2012  
And Interest Received Thereon

Schedule 2

For The Year Ended December 31, 2012

See Accompanying Compilation Report

\*\*\*\*\*

	<u>Cost or Book Amount</u>	<u>Market Amount</u>	<u>Interest Received</u>
FPL Group Cap Inc 6.650% due 6/15/67 60,000	\$ 60,375.00	\$ 64,200.00	\$ 3,990.00
Gen Elec Cap Corp 3.350% due 10/17/16 (Liquidated)			2,077.00
Metlife Inc 6.4% due 12/15/36 60,000	55,978.80	64,153.80	3,840.00
Morgan Stanley 4.75% due 3/22/17 65,000	65,041.60	70,912.40	1,192.12
New York State Dorm Auth St Pers 5.5% due December 15, 2013 100,000	99,746.00	104,514.00	5,500.00
Ontario Prov CDA 3.150% due 9/8/15 (Liquidated)			883.15
PNC Financial Services 6.75% due 8/1/21 35,000	36,925.00	39,750.90	853.12
Peralta Calif Cmnty 6.423% due November 1, 2015 70,000	70,000.00	78,648.50	4,496.10
Prudential Financial 5.875% due 9/15/42 60,000	60,750.00	63,000.00	

AGB Fund, Inc.

Schedule of Bonds as of December 31, 2012  
And Interest Received Thereon

Schedule

For The Year Ended December 31, 2012

See Accompanying Compilation Report

\*\*\*\*\*

	<u>Cost or Book Amount</u>	<u>Market Amount</u>	<u>Interest Received</u>
San Diego Cnty Calif 5.728% due 08/15/2017 75,000	\$ 73,970.25	\$ 86,294.25	\$ 4,296.00
Shell International Fi 5.2% due March 22, 2017 (Liquidated)			5,135.00
U.S. Treasury Note, 6% due February 15, 2026 (Liquidated)			1,809.38
US Treasury Note 2.25% due 5/31/14 (Liquidated)			255.12
United States Treasury Notes 3.875% due 5/15/18 (Liquidated)			2,021.74
United States Treasury Notes 2.375% due 5/31/18 (Liquidated)			519.13
United States Treasury Notes 3.5% due 2/15/18 (Liquidated)			3,698.48
	\$ 942,520.35	\$ 996,014.90	\$ 51,055.17
	=====	=====	=====
	(EXHIBIT A)		

This statement has been prepared on the  
basis of cash receipts and disbursements.

**SCHEDULE D  
(Form 1041)**

Department of the Treasury  
Internal Revenue Service

**Capital Gains and Losses**

► Attach to Form 1041, Form 5227, or Form 990-T.  
► Information about Schedule D (Form 1041) and its separate instructions is at  
[www.irs.gov/form1041](http://www.irs.gov/form1041).

OMB No 1545-0092

**2012**

Name of estate or trust

AGB FUND, INC.

Employer identification number

13-3632843

Note: Form 5227 filers need to complete only Parts I and II

**Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less**

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a					

b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	23,640.
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	
4 Short-term capital loss carryover Enter the amount, if any, from line 9 of the 2011 Capital Loss Carryover Worksheet	4	( )
5 Net short-term gain or (loss). Combine lines 1a through 4 in column (f) Enter here and on line 13, column (3) on the back	5	23,640.

**Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year**

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a LONG-TERM CAPITAL GAIN DIVIDENDS					219.

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	230,972.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	4,364.
9 Capital gain distributions	9	
10 Gain from Form 4797, Part I	10	
11 Long-term capital loss carryover Enter the amount, if any, from line 14 of the 2011 Capital Loss Carryover Worksheet	11	( )
12 Net long-term gain or (loss). Combine lines 6a through 11 in column (f) Enter here and on line 14a, column (3) on the back	12	235,555.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D (Form 1041) 2012

<b>Part III Summary of Parts I and II</b>		(1) Beneficiaries' (see instr)	(2) Estate's or trust's	(3) Total
<b>Caution: Read the instructions before completing this part.</b>				
<b>13</b> Net short-term gain or (loss) . . . . .	<b>13</b>			23,640.
<b>14</b> Net long-term gain or (loss):				
a Total for year . . . . .	<b>14a</b>			235,555.
b Unrecaptured section 1250 gain (see line 18 of the wrksht) . . . . .	<b>14b</b>			
c 28% rate gain . . . . .	<b>14c</b>			
<b>15</b> Total net gain or (loss). Combine lines 13 and 14a . . . . .	<b>15</b>			259,195.

**Note:** If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a). If lines 14a and 15, column (2), are net gains, go to Part V, and do not complete Part IV. If line 15, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet**, as necessary.

#### Part IV Capital Loss Limitation

<b>16</b> Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the smaller of	<b>16</b>	( )
a The loss on line 15, column (3) or		
b \$3,000 . . . . .		

**Note:** If the loss on line 15, column (3), is more than \$3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** in the instructions to figure your capital loss carryover.

#### Part V Tax Computation Using Maximum Capital Gains Rates

**Form 1041 filers.** Complete this part only if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero.

**Caution:** Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if

- Either line 14b, col (2) or line 14c, col (2) is more than zero, or
- Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero

**Form 990-T trusts.** Complete this part only if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero. Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if either line 14b, col (2) or line 14c, col (2) is more than zero.

<b>17</b> Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34) . . . . .	<b>17</b>		
<b>18</b> Enter the smaller of line 14a or 15 in column (2) but not less than zero . . . . .	<b>18</b>		
<b>19</b> Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T) . . . . .	<b>19</b>		
<b>20</b> Add lines 18 and 19 . . . . .	<b>20</b>		
<b>21</b> If the estate or trust is filing Form 4952, enter the amount from line 4g, otherwise, enter -0- . . . . .	<b>21</b>		
<b>22</b> Subtract line 21 from line 20. If zero or less, enter -0- . . . . .	<b>22</b>		
<b>23</b> Subtract line 22 from line 17. If zero or less, enter -0- . . . . .	<b>23</b>		
<b>24</b> Enter the smaller of the amount on line 17 or \$2,400 . . . . .	<b>24</b>		
<b>25</b> Is the amount on line 23 equal to or more than the amount on line 24?			
<input type="checkbox"/> Yes. Skip lines 25 and 26, go to line 27 and check the "No" box			
<input type="checkbox"/> No. Enter the amount from line 23 . . . . .	<b>25</b>		
<b>26</b> Subtract line 25 from line 24 . . . . .	<b>26</b>		
<b>27</b> Are the amounts on lines 22 and 26 the same?			
<input type="checkbox"/> Yes. Skip lines 27 thru 30, go to line 31			
<input type="checkbox"/> No. Enter the smaller of line 17 or line 22 . . . . .	<b>27</b>		
<b>28</b> Enter the amount from line 26 (If line 26 is blank, enter -0-) . . . . .	<b>28</b>		
<b>29</b> Subtract line 28 from line 27 . . . . .	<b>29</b>		
<b>30</b> Multiply line 29 by 15% ( 15 ) . . . . .		<b>30</b>	
<b>31</b> Figure the tax on the amount on line 23. Use the 2012 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041) . . . . .		<b>31</b>	
<b>32</b> Add lines 30 and 31 . . . . .		<b>32</b>	
<b>33</b> Figure the tax on the amount on line 17. Use the 2012 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041) . . . . .		<b>33</b>	
<b>34</b> Tax on all taxable income. Enter the smaller of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36) . . . . .		<b>34</b>	

Schedule D (Form 1041) 2012

## SCHEDULE OF SHORT TERM GAINS &amp; LOSSES ON A FIFO BASIS

For Tax Purposes From 01/01/2012 To 12/31/2012

Inv Values

<u>Date Acquired</u>	<u>Date Sold</u>	<u>Par Value / Shares</u>	<u>Proceeds</u>	<u>Tax Cost Basis</u>	<u>Gain or Loss</u>
Citigroup Cap XXI 8.3% due 12/21/57					
01/26/12	07/18/12	10,000	\$ 10,000.00	\$ 10,200.00	\$ -200.00
01/31/12	07/18/12	55,000	55,000.00	56,237.50	-1,237.50
Totals for this asset			\$ 65,000.00	\$ 66,437.50	\$ -1,437.50
Gen Elec Cap Corp 3.350% due 10/17/16					
12/12/11	07/23/12	80,000	\$ 85,136.80	\$ 82,548.00	\$ 2,588.80
Totals for this asset			\$ 85,136.80	\$ 82,548.00	\$ 2,588.80
Ontario Prov CDA 3.150% due 9/8/15					
03/03/11	01/19/12	75,000	\$ 78,344.37	\$ 77,918.17	\$ 426.20
Totals for this asset			\$ 78,344.37	\$ 77,918.17	\$ 426.20
United States Treasury Notes 2.375% due 5/31/18					
10/11/11	03/08/12	80,000	\$ 85,561.25	\$ 84,046.88	\$ 1,514.37
Totals for this asset			\$ 85,561.25	\$ 84,046.88	\$ 1,514.37
Apple Inc., common					
04/08/11	02/17/12	30	\$ 15,115.82	\$ 10,110.88	\$ 5,004.94



SCHEDULE OF SHORT TERM GAINS & LOSSES ON A FIFO BASIS (CONTINUED)

For Tax Purposes From 01/01/2012 To 12/31/2012

Inv Values

<u>Date Acquired</u>	<u>Date Sold</u>	<u>Par Value / Shares</u>	<u>Proceeds</u>	<u>Tax Cost Basis</u>	<u>Gain or Loss</u>
04/08/11	03/19/12	20	\$ 11,973.78	\$ 6,740.58	\$ 5,233.20
Totals for this asset			\$ 27,089.60	\$ 16,851.46	\$ 10,238.14
<u>Blackrock Inc., common</u>					
05/23/12	07/19/12	150	\$ 26,433.57	\$ 24,127.50	\$ 2,306.07
Totals for this asset			\$ 26,433.57	\$ 24,127.50	\$ 2,306.07
<u>Bristol-Myers Squibb Co., common</u>					
08/02/12	09/20/12	1,500	\$ 49,466.04	\$ 49,672.20	\$ -206.16
Totals for this asset			\$ 49,466.04	\$ 49,672.20	\$ -206.16
<u>Clean HBRS Inc., common</u>					
03/16/12	07/10/12	500	\$ 28,183.46	\$ 34,516.50	\$ -6,333.04
Totals for this asset			\$ 28,183.46	\$ 34,516.50	\$ -6,333.04
<u>Dominion Res Inc., common</u>					
10/13/11	05/30/12	700	\$ 36,690.09	\$ 34,929.72	\$ 1,760.37
Totals for this asset			\$ 36,690.09	\$ 34,929.72	\$ 1,760.37
<u>Duke Energy Corp New, common</u>					
09/22/11	03/22/12	3,000	\$ 62,368.87	\$ 58,626.90	\$ 3,741.97
Totals for this asset			\$ 62,368.87	\$ 58,626.90	\$ 3,741.97

SCHEDULE OF SHORT TERM GAINS & LOSSES ON A FIFO BASIS (CONTINUED)

For Tax Purposes From 01/01/2012 To 12/31/2012					Inv Values
<u>Date Acquired</u>	<u>Date Sold</u>	<u>Par Value / Shares</u>	<u>Proceeds</u>	<u>Tax Cost Basis</u>	<u>Gain or Loss</u>
<u>Glaxo Smithkline, common</u>					
07/25/12	12/03/12	300	\$ 12,989.70	\$ 13,299.00	
				\$	-309.30
Totals for this asset			\$ 12,989.70	\$ 13,299.00	
				\$	-309.30
<u>Kinder Morgan Management LLC, common</u>					
03/16/12	05/18/12	0.0330	\$ 2.32	\$ 2.47	
				\$	-0.15
03/16/12	08/20/12	0.8422	61.03	62.05	
					-1.02
03/16/12	11/20/12	0.5713	39.46	41.42	
					-1.96
Totals for this asset			\$ 102.81	\$ 105.94	
				\$	-3.13
<u>Luk Fook Holdings Inc., common</u>					
01/06/12	09/24/12	2,000	\$ 6,286.14	\$ 7,121.27	
				\$	-835.13
Totals for this asset			\$ 6,286.14	\$ 7,121.27	
				\$	-835.13
<u>Nextera Energy Inc., common</u>					
10/21/11	04/25/12	1,200	\$ 76,965.07	\$ 66,776.64	
				\$	10,188.43
Totals for this asset			\$ 76,965.07	\$ 66,776.64	
				\$	10,188.43
Totals For This Report			\$ 640,617.77	\$ 616,977.68	
			=====	=====	
				\$	23,640.09
				=====	

Employer identification number

[illegible]

<b>6b Total.</b> Combine the amounts in column (f) Enter here and on Schedule D, line 6b . . . . .	<b>230,972.</b>
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**Schedule D-1 (Form 1041) 2012**

## SCHEDULE OF LONG TERM GAINS &amp; LOSSES ON A FIFO BASIS

For Tax Purposes From 01/01/2012 To 12/31/2012

Inv Values

<u>Date Acquired</u>	<u>Date Sold</u>	<u>Par Value / Shares</u>	<u>Proceeds</u>	<u>Tax Cost Basis</u>	<u>Gain or Loss</u>
Australia 5.5% due Decemeber 15, 2013					
11/18/10	01/20/12	90,000	\$ 97,409.45	\$ 89,765.32	\$ 7,644.13
Totals for this asset			\$ 97,409.45	\$ 89,765.32	\$ 7,644.13
CME Group Inc. 5.75% due February 15, 2014					
02/05/09	06/27/12	50,000	\$ 53,750.00	\$ 50,564.50	\$ 3,185.50
Totals for this asset			\$ 53,750.00	\$ 50,564.50	\$ 3,185.50
Shell International Fi 5.2% due March 22, 2017					
12/09/08	02/17/12	50,000	\$ 58,665.00	\$ 49,745.50	\$ 8,919.50
12/09/08	06/27/12	50,000	58,703.00	49,745.50	8,957.50
02/05/09	06/27/12	50,000	58,703.00	51,650.00	7,053.00
Totals for this asset			\$ 176,071.00	\$ 151,141.00	\$ 24,930.00
U.S. Treasury Note, 6% due February 15, 2026					
03/22/96	04/30/12	15,000	\$ 21,342.19	\$ 13,875.00	\$ 7,467.19
03/22/96	12/03/12	15,000	22,157.82	13,875.00	8,282.82
Totals for this asset			\$ 43,500.01	\$ 27,750.00	\$ 15,750.01

SCHEDULE OF LONG TERM GAINS & LOSSES ON A FIFO BASIS (CONTINUED)

For Tax Purposes From 01/01/2012 To 12/31/2012					Inv Values
<u>Date Acquired</u>	<u>Date Sold</u>	<u>Par Value / Shares</u>	<u>Proceeds</u>	<u>Tax Cost Basis</u>	<u>Gain or Loss</u>
US Treasury Note 2.25% due 5/31/14					
06/09/09	02/17/12	50,000	\$ 52,144.53	\$ 48,703.00	\$ 3,441.53
Totals for this asset			\$ 52,144.53	\$ 48,703.00	\$ 3,441.53
United States Treasury Notes 3.875% due 5/15/18					
08/11/08	09/27/12	60,000	\$ 70,270.32	\$ 59,440.08	\$ 10,830.24
Totals for this asset			\$ 70,270.32	\$ 59,440.08	\$ 10,830.24
United States Treasury Notes 3.5% due 2/15/18					
09/15/08	06/27/12	25,000	\$ 28,585.95	\$ 25,007.81	\$ 3,578.14
09/15/08	09/27/12	75,000	85,918.95	75,023.44	10,895.51
Totals for this asset			\$ 114,504.90	\$ 100,031.25	\$ 14,473.65
Abbott Laboratories Inc., common					
10/13/08	02/17/12	200	\$ 11,253.79	\$ 10,482.06	\$ 771.73
10/13/08	03/09/12	800	46,216.04	41,928.24	4,287.80
Totals for this asset			\$ 57,469.83	\$ 52,410.30	\$ 5,059.53

SCHEDULE OF LONG TERM GAINS & LOSSES ON A FIFO BASIS (CONTINUED)

For Tax Purposes From 01/01/2012 To 12/31/2012

Inv Values

<u>Date Acquired</u>	<u>Date Sold</u>	<u>Par Value / Shares</u>	<u>Proceeds</u>	<u>Tax Cost Basis</u>	<u>Gain or Loss</u>
<u>Amazon Com Inc., common</u>					
08/24/10	12/03/12	65	\$ 16,280.18	\$ 8,080.80	\$ 8,199.38
Totals for this asset			\$ 16,280.18	\$ 8,080.80	\$ 8,199.38
<u>Apache Corp., common</u>					
04/17/09	12/10/12	600	\$ 44,908.99	\$ 41,554.50	\$ 3,354.49
Totals for this asset			\$ 44,908.99	\$ 41,554.50	\$ 3,354.49
<u>Apple Inc., common</u>					
04/08/11	09/06/12	10	\$ 6,737.55	\$ 3,370.29	\$ 3,367.26
06/17/11	09/06/12	40	26,950.19	12,864.40	14,085.79
Totals for this asset			\$ 33,687.74	\$ 16,234.69	\$ 17,453.05
<u>BHP Billiton Ltd., common</u>					
08/20/03	08/24/12	650	\$ 44,712.49	\$ 9,127.37	\$ 35,585.12
Totals for this asset			\$ 44,712.49	\$ 9,127.37	\$ 35,585.12
<u>Chubb Corporation, common</u>					
09/12/05	02/17/12	200	\$ 13,813.75	\$ 8,733.50	\$ 5,080.25
09/12/05	04/30/12	150	10,964.75	6,550.12	4,414.63
09/12/05	10/18/12	150	12,100.54	6,550.12	5,550.42

SCHEDULE OF LONG TERM GAINS & LOSSES ON A FIFO BASIS (CONTINUED)

<u>For Tax Purposes From 01/01/2012 To 12/31/2012</u>					Inv Values
<u>Date Acquired</u>	<u>Date Sold</u>	<u>Par Value / Shares</u>	<u>Proceeds</u>	<u>Tax Cost Basis</u>	<u>Gain or Loss</u>
09/12/05	12/03/12	100	\$ 7,650.82	\$ 4,366.75	\$ 3,284.07
Totals for this asset			\$ 44,529.86	\$ 26,200.49	\$ 18,329.37
Enterprise Products Partners LP, common					
02/10/11	12/03/12	200	\$ 10,169.65	\$ 8,520.00	\$ 1,649.65
02/11/11	12/03/12	1,800	91,526.86	76,996.80	14,530.06
Totals for this asset			\$ 101,696.51	\$ 85,516.80	\$ 16,179.71
Exxon Mobil Corp. (formerly Exxon Corp., common), common					
04/25/94	12/03/12	300	\$ 26,255.41	\$ 4,705.88	\$ 21,549.53
Totals for this asset			\$ 26,255.41	\$ 4,705.88	\$ 21,549.53
Family Dollar Stores Inc., common					
01/07/09	04/30/12	100	\$ 6,746.84	\$ 2,749.32	\$ 3,997.52
01/07/09	12/03/12	300	21,059.52	8,247.96	12,811.56
Totals for this asset			\$ 27,806.36	\$ 10,997.28	\$ 16,809.08
JPM Chase Capital XXIX 6.7%					
08/24/10	07/11/12	90	\$ 2,323.16	\$ 2,269.80	\$ 53.36
08/24/10	07/12/12	285	7,345.65	7,187.70	157.95

SCHEDULE OF LONG TERM GAINS & LOSSES ON A FIFO BASIS (CONTINUED)

For Tax Purposes From 01/01/2012 To 12/31/2012

Inv Values

<u>Date Acquired</u>	<u>Date Sold</u>	<u>Par Value / Shares</u>	<u>Proceeds</u>	<u>Tax Cost Basis</u>	<u>Gain or Loss</u>
08/24/10	07/13/12	375	\$ 9,682.43	\$ 9,457.50	
				\$	224.93
08/24/10	08/08/12	150	3,925.46	3,783.00	
					142.46
08/25/10	08/08/12	300	7,850.91	7,566.00	
					284.91
08/25/10	08/20/12	334	8,740.81	8,423.48	
					317.33
08/25/10	08/20/12	293	7,663.15	7,389.46	
					273.69
08/25/10	08/21/12	440	11,514.23	11,096.80	
					417.43
08/25/10	08/21/12	440	11,509.35	11,096.80	
					412.55
08/25/10	08/21/12	293	7,662.97	7,389.46	
					273.51
Totals for this asset			\$ 78,218.12	\$ 75,660.00	
				\$	2,558.12
Kingdee International Software, common					
09/20/10	08/02/12	2,280	\$ 259.63	\$ 805.42	
				\$	-545.79
09/21/10	08/02/12	833	94.86	297.74	
					-202.88
09/21/10	08/03/12	1,447	170.17	517.21	
					-347.04
09/22/10	08/03/12	2,090	245.79	755.77	
					-509.98
09/22/10	08/06/12	190	25.60	68.71	
					-43.11



SCHEDULE OF LONG TERM GAINS & LOSSES ON A FIFO BASIS (CONTINUED)

For Tax Purposes From 01/01/2012 To 12/31/2012

Inv Values

<u>Date Acquired</u>	<u>Date Sold</u>	<u>Par Value / Shares</u>	<u>Proceeds</u>	<u>Tax Cost Basis</u>	<u>Gain or Loss</u>
09/24/10	08/06/12	2,280	\$ 307.18	\$ 834.01	
				\$	-526.83
09/27/10	08/06/12	4,680	630.53	1,709.96	
					-1,079.43
09/28/10	08/06/12	1,320	177.84	486.93	
					-309.09
09/29/10	08/06/12	3,360	452.69	1,264.17	
					-811.48
09/30/10	08/06/12	4,680	630.53	1,826.54	
					-1,196.01
10/05/10	08/06/12	1,765	237.79	729.12	
					-491.33
10/05/10	08/07/12	515	71.62	212.75	
					-141.13
10/06/10	08/07/12	480	66.75	198.65	
					-131.90
10/07/10	08/07/12	2,280	317.08	920.91	
					-603.83
10/08/10	08/07/12	1,320	183.57	519.03	
					-335.46
10/11/10	08/07/12	600	83.44	242.54	
					-159.10
10/12/10	08/07/12	525	73.01	206.92	
					-133.91
10/12/10	08/08/12	675	92.16	266.03	
					-173.87
10/13/10	08/08/12	960	131.07	376.44	
					-245.37
10/14/10	08/08/12	960	131.07	392.16	
					-261.09

SCHEDULE OF LONG TERM GAINS & LOSSES ON A FIFO BASIS (CONTINUED)

For Tax Purposes From 01/01/2012 To 12/31/2012

Inv Values

<u>Date Acquired</u>	<u>Date Sold</u>	<u>Par Value / Shares</u>	<u>Proceeds</u>	<u>Tax Cost Basis</u>	<u>Gain or Loss</u>
10/15/10	08/08/12	2,280	\$ 311.28	\$ 933.87	
				\$	-622.59
10/18/10	08/08/12	720	98.30	290.51	
					-192.21
10/19/10	08/08/12	840	114.68	333.80	
					-219.12
10/21/10	08/08/12	840	114.68	341.60	
					-226.92
10/22/10	08/08/12	840	114.68	338.16	
					-223.48
10/22/10	08/08/12	4,440	606.18	1,915.08	
					-1,308.90
Totals for this asset			\$ 5,742.18	\$ 16,784.03	
				\$	-11,041.85
<u>Luk Fook Holdings Inc., common</u>					
03/23/11	09/24/12	7,000	\$ 22,001.47	\$ 20,139.24	
				\$	1,862.23
Totals for this asset			\$ 22,001.47	\$ 20,139.24	
				\$	1,862.23
<u>McMoran Exploration co., common</u>					
10/18/10	04/30/12	1,000	\$ 8,549.80	\$ 16,693.80	
				\$	-8,144.00
10/18/10	06/26/12	500	5,693.52	8,346.90	
					-2,653.38
10/18/10	12/11/12	500	7,726.02	8,346.90	
					-620.88
01/05/11	12/11/12	300	4,635.61	5,320.74	
					-685.13
01/06/11	12/11/12	600	9,271.23	10,670.52	
					-1,399.29

SCHEDULE OF LONG TERM GAINS & LOSSES ON A FIFO BASIS (CONTINUED)

For Tax Purposes From 01/01/2012 To 12/31/2012

Inv Values

<u>Date Acquired</u>	<u>Date Sold</u>	<u>Par Value / Shares</u>	<u>Proceeds</u>	<u>Tax Cost Basis</u>	<u>Gain or Loss</u>
01/07/11	12/11/12	100	\$ 1,545.20	\$ 1,766.74	
				\$	-221.54
08/19/11	12/11/12	750	11,589.04	8,946.75	
					2,642.29
08/19/11	12/19/12	2,250	35,085.49	26,840.25	
					8,245.24
Totals for this asset			\$ 84,095.91	\$ 86,932.60	
				\$	-2,836.69
<u>Osisko Mining Corp., common</u>					
10/21/09	12/03/12	1,400	\$ 10,808.67	\$ 10,497.58	
				\$	311.09
10/21/09	12/19/12	200	1,521.34	1,499.65	
					21.69
10/22/09	12/19/12	2,900	22,059.46	21,112.09	
					947.37
10/18/11	12/19/12	900	6,846.04	10,540.51	
					-3,694.47
Totals for this asset			\$ 41,235.51	\$ 43,649.83	
				\$	-2,414.32
<u>Seabridge Gold Inc., common</u>					
10/15/09	12/03/12	800	\$ 12,599.71	\$ 20,639.68	
				\$	-8,039.97
10/16/09	12/03/12	200	3,149.93	5,213.34	
					-2,063.41
Totals for this asset			\$ 15,749.64	\$ 25,853.02	
				\$	-10,103.38
<u>Standard Chartered, common</u>					
03/25/09	12/04/12	1,400	\$ 32,897.61	\$ 18,260.45	
				\$	14,637.17

SCHEDULE OF LONG TERM GAINS & LOSSES ON A FIFO BASIS (CONTINUED)

For Tax Purposes From 01/01/2012 To 12/31/2012

Inv Values

<u>Date Acquired</u>	<u>Date Sold</u>	<u>Par Value / Shares</u>	<u>Proceeds</u>	<u>Tax Cost Basis</u>	<u>Gain or Loss</u>
12/01/10	12/04/12	100	\$ 2,349.83	\$ 2,769.06	\$ -419.23
Totals for this asset			\$ 35,247.44	\$ 21,029.51	\$ 14,217.94
<u>Suncor Energy Inc., common</u>					
04/03/09	02/17/12	900	\$ 30,653.45	\$ 21,801.06	\$ 8,852.39
04/20/09	02/17/12	900	30,653.45	20,996.64	9,656.81
Totals for this asset			\$ 61,306.90	\$ 42,797.70	\$ 18,509.20
<u>Tsingtao Brewery Co., common</u>					
10/08/10	01/05/12	2,612	\$ 14,342.59	\$ 15,263.86	\$ -921.27
10/08/10	01/06/12	3,388	18,009.51	19,798.60	-1,789.09
Totals for this asset			\$ 32,352.10	\$ 35,062.46	\$ -2,710.36
Totals For This Report			\$ 1,380,946.85	\$ 1,150,131.64	\$ 230,815.21
			=====	=====	=====