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Form **990-PF**

Return of Private Foundation

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

OMB No 1545-0052

2012

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

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

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

Name of foundation THE EDGERLEY FAMILY FOUNDATION		A Employer identification number 20-1867709
Number and street (or P O box number if mail is not delivered to street address) PO BOX 590098	Room/suite	B Telephone number (see instructions) (617) 516-2222
City or town, state, and ZIP code NEWTON CENTER, MA 02459		C If exemption application is pending, check here ☐
G Check all that apply	☐ Initial return ☐ Final return ☐ Address change	☐ Initial return of a former public charity ☐ Amended return ☐ Name change
H Check type of organization. ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		D 1 Foreign organizations, check here ☐ 2 Foreign organizations meeting the 85% test, check here and attach computation ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 47,056,276.		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
J Accounting method. ☒ Cash ☐ Accrual ☐ Other (specify) _____		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)
1 Contributions, gifts, grants, etc., received (attach schedule)		40,735,369.	ATCH 1		
2 Check ☐ if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		89,549.	89,549.		ATCH 2
4 Dividends and interest from securities		166,749.	166,749.		ATCH 3
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		8,518,565.			
b Gross sales price for all assets on line 6a					
7 Capital gain net income (from Part IV, line 2)			8,518,565.		
8 Net short-term capital gain					
9 Income modifications					
10 a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule) ATCH 4		-55,530.	-55,530.		
12 Total Add lines 1 through 11		49,454,702.	8,719,333.		
13 Compensation of officers, directors, trustees, etc		0			
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) *		51,191.	51,191.		
17 Interest					
18 Taxes (attach schedule) (see instructions) ATCH 6		156,419.	5,419.		
19 Depreciation (attach schedule) and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses (attach schedule)					
24 Total operating and administrative expenses. Add lines 13 through 23		207,610.	56,610.		
25 Contributions, gifts, grants paid		9,108,414.			9,108,414.
26 Total expenses and disbursements Add lines 24 and 25		9,316,024.	56,610.		9,108,414.
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements		40,138,678.			
b Net investment income (if negative, enter -0-)			8,662,723.		
c Adjusted net income (if negative, enter -0-)					

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing				
	2	Savings and temporary cash investments		3,239,499.	30,277,212.	30,281,911.
	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) .				
	b	Investments - corporate stock (attach schedule)	9,966,933.	10,077,369.	15,599,113.	
	c	Investments - corporate bonds (attach schedule)	1,261,818.	1,136,834.	1,175,252.	
	Liabilities	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)	14,468,250.	41,491,415.	47,056,276.	
17		Accounts payable and accrued expenses				
18		Grants payable				
Net Assets or Fund Balances	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	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 . .	14,468,250.	41,491,415.		
	30	Total net assets or fund balances (see instructions)	14,468,250.	41,491,415.		
	31	Total liabilities and net assets/fund balances (see instructions)	14,468,250.	41,491,415.		

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	14,468,250.
2	Enter amount from Part I, line 27a	2	40,138,678.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	54,606,928.
5	Decreases not included in line 2 (itemize) ▶	5	13,115,513.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	41,491,415.

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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.)
1a SEE PART IV SCHEDULE					
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					
b					
c					
d					
e					
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			
a					
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	8,518,565.	
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	0	

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	7,545,849.	14,739,803.	0.511937
2010	5,154,862.	12,559,175.	0.410446
2009	4,912,874.	14,262,513.	0.344461
2008	5,740,600.	20,336,538.	0.282280
2007	3,650,105.	18,926,987.	0.192852
2 Total of line 1, column (d)			2 1.741976
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 0.348395
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5			4 17,717,967.
5 Multiply line 4 by line 3			5 6,172,851.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 86,627.
7 Add lines 5 and 6			7 6,259,478.
8 Enter qualifying distributions from Part XII, line 4			8 9,108,414.

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)

1 a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1			
Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		1	86,627.
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	86,627.
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	86,627.
6 Credits/Payments			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	89,356.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	45,000.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	134,356.	
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	47,729.	
11 Enter the amount of line 10 to be Credited to 2013 estimated tax ☐ 47,729. Refunded ☐ ☐	11		

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?		X
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?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year		
(1) On the foundation ☐ \$ _____ (2) On foundation managers ☐ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS?		X
If "Yes," attach a detailed description of the activities		
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		X
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?		X
If "Yes," attach the statement required by General Instruction T		
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either		
• By language in the governing instrument, or		
• By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ MA, _____		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	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 ▶ N/A				
14	The books are in care of ▶ PAUL EDGERLEY Telephone no ▶ 617-516-2222			
Located at ▶ 119 HYSLOP ROAD BROOKLINE, MA ZIP+4 ▶ 02445				
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	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 ▶				

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? ☐ Yes ☒ No	1b	X
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? ☐ Yes ☒ No	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? ☐ Yes ☒ No		
If "Yes," list the years ▶			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)	2b	X
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No		
b	If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012)	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b	X

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No**b** If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ Yes ☒ NoOrganizations relying on a current notice regarding disaster assistance check here ☐ **5b****c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☒ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d)

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

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No **7b****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 9		0	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 ☐

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.)

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	10,020,956.
b	Average of monthly cash balances	1b	5,856,070.
c	Fair market value of all other assets (see instructions)	1c	2,110,758.
d	Total (add lines 1a, b, and c)	1d	17,987,784.
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	17,987,784.
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	269,817.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	17,717,967.
6	Minimum investment return. Enter 5% of line 5	6	885,898.

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	885,898.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	86,627.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	86,627.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	799,271.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	799,271.
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	799,271.

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	9,108,414.
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	9,108,414.
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	86,627.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	9,021,787.

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.

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Page **9****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				799,271.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only				
b Total for prior years 20 <u>10</u> , 20 <u>09</u> , 20 <u>08</u>				
3 Excess distributions carryover, if any, to 2012				
a From 2007 2,863,546.				
b From 2008 4,746,123.				
c From 2009 4,201,914.				
d From 2010 4,547,255.				
e From 2011 7,036,731.				
f Total of lines 3a through e	23,395,569.			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ <u>9,108,414.</u>				
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				799,271.
e Remaining amount distributed out of corpus	8,309,143.			
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	31,704,712.			
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				
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)	2,863,546.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	28,841,166.			
10 Analysis of line 9				
a Excess from 2008 4,746,123.				
b Excess from 2009 4,201,914.				
c Excess from 2010 4,547,255.				
d Excess from 2011 7,036,731.				
e Excess from 2012 8,309,143.				

Form **990-PF** (2012)

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

NOT APPLICABLE

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

b Check box to indicate whether the foundation is a private operating foundation described in section

☐ 4942(j)(3) or ☐ 4942(j)(5)

2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

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

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

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

N/A

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

N/A

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

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

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

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

c Any submission deadlines.

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

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

Recipient		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
Name and address (home or business)					
a Paid during the year					
ATCH 10					
Total				3a	9,108,414.
b Approved for future payment					
Total				3b	

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount		
1 Program service revenue						
a _____						
b _____						
c _____						
d _____						
e _____						
f _____						
g Fees and contracts from government agencies						
2 Membership dues and assessments						
3 Interest on savings and temporary cash investments			14	89,549.		
4 Dividends and interest from securities			14	166,749.		
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			18	-55,530.		
8 Gain or (loss) from sales of assets other than inventory			18	8,518,565.		
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)				8,719,333.		
13 Total Add line 12, columns (b), (d), and (e)					13	8,719,333.

(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

- | | | | |
|---|--|-----|----|
| <p>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?</p> <p>a Transfers from the reporting foundation to a noncharitable exempt organization of:</p> <p>(1) Cash</p> <p>(2) Other assets</p> <p>b Other transactions:</p> <p>(1) Sales of assets to a noncharitable exempt organization</p> <p>(2) Purchases of assets from a noncharitable exempt organization</p> <p>(3) Rental of facilities, equipment, or other assets</p> <p>(4) Reimbursement arrangements</p> <p>(5) Loans or loan guarantees</p> <p>(6) Performance of services or membership or fundraising solicitations</p> <p>c Sharing of facilities, equipment, mailing lists, other assets, or paid employees</p> <p>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</p> | | Yes | No |
| | | | |
| 1a(1) | | | X |
| 1a(2) | | | X |
| | | | |
| 1b(1) | | | X |
| 1b(2) | | | X |
| 1b(3) | | | X |
| 1b(4) | | | X |
| 1b(5) | | | X |
| 1b(6) | | | X |
| 1c | | | X |

[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

11/10/13
Date

▶ Trustee
Title

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

**Paid
Preparer
Use Only**

Print/Type preparer's name
JOHN G. HENDERSON

Preparer's signature _____

Date 11/5/13

Check ☐ if self-employed	PTIN P00970572
---	-------------------

Firm's name ► PRICEWATERHOUSECOOPERS LLP

Firm's EIN ▶ 13-4008324

Firm's address ► 125 HIGH STREET
BOSTON, MA

02110

Phone no 617-530-5384

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

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

OMB No 1545-0047

2012

Name of the organization

THE EDGERLEY FAMILY FOUNDATION

Employer identification number

20-1867709

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

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

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. ▶ \$ _____

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

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

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

JSA

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Name of organization **THE EDGERLEY FAMILY FOUNDATION**Employer identification number
20-1867709**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	PAUL AND SANDRA EDGERLEY 119 HYSLOP ROAD BROOKLINE, MA 02445	\$ 583,994.	Person ☒ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution)
2	PAUL AND SANDRA EDGERLEY 119 HYSLOP ROAD BROOKLINE, MA 02445	\$ 3,640,818.	Person ☒ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution)
3	PAUL AND SANDRA EDGERLEY 119 HYSLOP ROAD BROOKLINE, MA 02445	\$ 594,569.	Person ☒ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution)
4	PAUL AND SANDRA EDGERLEY 119 HYSLOP ROAD BROOKLINE, MA 02445	\$ 2,452,121.	Person ☒ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution)
5	PAUL AND SANDRA EDGERLEY 119 HYSLOP ROAD BROOKLINE, MA 02445	\$ 5,417,022.	Person ☒ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution)
6	PAUL AND SANDRA EDGERLEY 119 HYSLOP ROAD BROOKLINE, MA 02445	\$ 656,069.	Person ☒ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution)

Name of organization THE EDGERLEY FAMILY FOUNDATION

Employer identification number
20-1867709**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
7	PAUL AND SANDRA EDGERLEY 119 HYSLOP ROAD BROOKLINE, MA 02445	\$ 2,390,776.	Person ☒ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution)
8	PAUL AND SANDRA EDGERLEY 119 HYSLOP ROAD BROOKLINE, MA 02445	\$ 25,000,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

Name of organization THE EDGERLEY FAMILY FOUNDATION

Employer identification number

20-1867709

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	15,619 SHS FLEETCOR TECHNOLOGIES	\$ 583,994.	03/13/2012
2	121,848 SHS DUNKIN BRANDS	\$ 3,640,818.	03/29/2012
3	15,320 SHS FLEETCOR	\$ 594,569.	06/07/2012
4	173,971 SHS WARNER CHILCOTT	\$ 2,452,121.	09/05/2012
5	434,753 SHS NEWSTAR FINANCIAL	\$ 5,417,022.	10/15/2012
6	12,624 SHS FLEETCOR	\$ 656,069.	11/27/2012

Employer Identification number

20-1867709

Part II

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
--7--	78,631 SHS SENSATA ----- ----- ----- -----	\$-----2,390,776.	-12/11/2012-
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
----	----- ----- ----- -----	\$-----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
----	----- ----- ----- -----	\$-----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
----	----- ----- ----- -----	\$-----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
----	----- ----- ----- -----	\$-----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
----	----- ----- ----- -----	\$-----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
----	----- ----- ----- -----	\$-----	-----

Name of organization THE EDGERLEY FAMILY FOUNDATION

Employer identification number

20-1867709

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

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 CAPITAL GAIN DISTRIBUTIONS					102,554.	
80,000.		GS ACCT #010-43350-6 80,000.					02/28/2011	09/07/2012
88,048.		GS ACCT #010-43351-4 81,310.					VARIOUS 6,738.	VARIOUS
866,857.		GS ACCT #010-43351-4 824,347.					VARIOUS 42,510.	VARIOUS
68,613.		GS ACCT #010-44901-5 76,408.					VARIOUS -7,795.	VARIOUS
62,057.		GS ACCT #010-44901-5 81,544.					VARIOUS -19,487.	VARIOUS
169,893.		GS ACCT #010-44901-5 133,260.					VARIOUS 36,633.	VARIOUS
97,252.		GS ACCT #010-44907-2 91,684.					VARIOUS 5,568.	VARIOUS
		GS ACCT #010-44907-2 DISALLOWED LOSSES					VARIOUS 609.	VARIOUS
61,880.		GS ACCT #010-44907-2 66,732.					VARIOUS -4,852.	VARIOUS
		GS ACCT #010-44907-2 DISALLOWED LOSSES					VARIOUS 200.	VARIOUS
71,545.		GS ACCT #010-44907-2 68,380.					VARIOUS 3,165.	VARIOUS
147,405.		GS ACCT #010-73957-1 149,321.					VARIOUS -1,916.	VARIOUS

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

Kind of Property		Description				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)	
979,724.		GS ACCT #010-73957-1 1,022,020.				VARIOUS -42,296.	VARIOUS
		GS ACCT# 010-73957-1 RECLASSED TO ORD GA				VARIOUS 1,916.	VARIOUS
		GS ACCT# 010-73957-1 RECLASSED TO ORD GA				VARIOUS 42,296.	VARIOUS
562,596.		15,619 SHS FLEETCOR 81,219.				06/29/2005 481,377.	03/16/2012
3,468,708.		121,848 SHS DUNKIN BRANDS 557,200.				06/01/2006 2,911,508.	04/05/2012
565,102.		15,320 SHS FLEETCOR 79,664.				06/29/2005 485,438.	06/15/2012
2,279,020.		173,971 SHS WARNER CHILCOTT 173,971.				01/18/2005 2,105,049.	09/11/2012
655,312.		12,624 SHS FLEETCOR 65,645.				06/29/2005 589,667.	12/03/2012
2,322,760.		78,631 SHS SENSATA 543,077.				04/27/2006 1,779,683.	12/17/2012
TOTAL GAIN(LOSS)						<u>8,518,565.</u>	

THE EDGERLEY FAMILY FOUNDATION

20-1867709

FORM 990PF, PART I - CONTRIBUTIONS, GIFTS AND GRANTS RECEIVEDATTACHMENT 1

<u>NAME AND ADDRESS</u>	<u>DATE</u>	<u>DIRECT PUBLIC SUPPORT</u>
PAUL AND SANDRA EDGERLEY 119 HYSLOP ROAD BROOKLINE, MA 02445	03/13/2012	583,994.
PAUL AND SANDRA EDGERLEY 119 HYSLOP ROAD BROOKLINE, MA 02445	03/29/2012	3,640,818.
PAUL AND SANDRA EDGERLEY 119 HYSLOP ROAD BROOKLINE, MA 02445	06/07/2012	594,569.
PAUL AND SANDRA EDGERLEY 119 HYSLOP ROAD BROOKLINE, MA 02445	09/05/2012	2,452,121.
PAUL AND SANDRA EDGERLEY 119 HYSLOP ROAD BROOKLINE, MA 02445	10/15/2012	5,417,022.
PAUL AND SANDRA EDGERLEY 119 HYSLOP ROAD BROOKLINE, MA 02445	11/27/2012	656,069.

THE EDGERLEY FAMILY FOUNDATION

20-1867709

FORM 990PF, PART I - CONTRIBUTIONS, GIFTS AND GRANTS RECEIVED

ATTACHMENT 1 (CONT'D)

<u>NAME AND ADDRESS</u>	<u>DATE</u>	<u>DIRECT PUBLIC SUPPORT</u>
PAUL AND SANDRA EDGERLEY 119 HYSLOP ROAD BROOKLINE, MA 02445	12/11/2012	2,390,776.
PAUL AND SANDRA EDGERLEY 119 HYSLOP ROAD BROOKLINE, MA 02445	12/21/2012	25,000,000.
TOTAL CONTRIBUTION AMOUNTS		<u>40,735,369.</u>

ATTACHMENT 2FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
GOLDMAN SACHS 010-43350-6	5,897.	5,897.
GOLDMAN SACHS 010-43351-4	1,763.	1,763.
GOLDMAN SACHS 010-44901-5	66.	66.
GOLDMAN SACHS 010-44907-2	21.	21.
GOLDMAN SACHS 010-73957-1	89,819.	89,819.
GOLDMAN SACHS 010-73957-1 - ACC'D INT	-8,017.	-8,017.
TOTAL	<u>89,549.</u>	<u>89,549.</u>

ATTACHMENT 3FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
GOLDMAN SACHS 010-43351-4	140,167.	140,167.
GOLDMAN SACHS 010-44901-5	20,808.	20,808.
GOLDMAN SACHS 010-44903-1	138.	138.
GOLDMAN SACHS 010-44907-2	5,636.	5,636.
TOTAL	<u>166,749.</u>	<u>166,749.</u>

ATTACHMENT 4

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
GOLDMAN SACHS 010-73957-1 - ORD. GAIN	-55,530.	-55,530.
TOTALS	-55,530.	-55,530.

ATTACHMENT 5FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
GOLDMAN SACHS MGT FEES	51,191.	51,191.
TOTALS	<u>51,191.</u>	<u>51,191.</u>

ATTACHMENT 6FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
FOREIGN TAXES PAID	4,919.	4,919.
MASS. FORM PC FILING FEE	500.	500.
FEDERAL EXTENSION PAYMENT	115,000.	
FEDERAL ESTIMATED TAX PAYMENT	36,000.	
TOTALS	<u>156,419.</u>	<u>5,419.</u>

ATTACHMENT 7FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

<u>DESCRIPTION</u>	<u>AMOUNT</u>
UNREALIZED GAIN ON CONTRIBUTIONS REC'D	13,115,513.
TOTAL	<u>13,115,513.</u>

FORM 990PF, PART VII-A, LINE 10 - NEW SUBSTANTIAL CONTRIBUTORSATTACHMENT 8

<u>NAME AND ADDRESS</u>	<u>DATE</u>	<u>DIRECT PUBLIC SUPPORT</u>
PAUL AND SANDRA EDGERLEY 119 HYSLOP ROAD BROOKLINE, MA 02445	03/13/2012	583,994.
PAUL AND SANDRA EDGERLEY 119 HYSLOP ROAD BROOKLINE, MA 02445	03/29/2012	3,640,818.
PAUL AND SANDRA EDGERLEY 119 HYSLOP ROAD BROOKLINE, MA 02445	06/07/2012	594,569.
PAUL AND SANDRA EDGERLEY 119 HYSLOP ROAD BROOKLINE, MA 02445	09/05/2012	2,452,121.
PAUL AND SANDRA EDGERLEY 119 HYSLOP ROAD BROOKLINE, MA 02445	10/15/2012	5,417,022.
PAUL AND SANDRA EDGERLEY 119 HYSLOP ROAD BROOKLINE, MA 02445	11/27/2012	656,069.
PAUL AND SANDRA EDGERLEY 119 HYSLOP ROAD BROOKLINE, MA 02445	12/11/2012	2,390,776.
PAUL AND SANDRA EDGERLEY 119 HYSLOP ROAD BROOKLINE, MA 02445	12/21/2012	25,000,000.
TOTAL CONTRIBUTION AMOUNTS		<u>40,735,369.</u>

THE EDGERLEY FAMILY FOUNDATION

20-1867709

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

ATTACHMENT 9

TITLE AND AVERAGE HOURS PER
WEEK DEVOTED TO POSITION

NAME AND ADDRESS

PAUL EDGERLEY
119 HYSLOP ROAD
BROOKLINE, MA 02445

TRUSTEE

0

0

0

SANDRA EDGERLEY
119 HYSLOP ROAD
BROOKLINE, MA 02445

TRUSTEE

0

0

0

GRAND TOTALS

FORM 990EF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 10

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
DELTA UPSILON INTERNATIONAL 8705 FOUNDERS ROAD INDIANAPOLIS, IN 46268		CHARITABLE	62,500
CATHOLIC SCHOOL FOUNDATION 260 FRANKLIN STREET SUITE 630 BOSTON, MA 02110		CHARITABLE	60,000
UNITED WAY OF MASSACHUSETTS BAY & MERRIMACK VALLEY 51 SLEEPER STREET BOSTON, MA 02210		CHARITABLE	283,333.
ACCESS 675 MASSACHUSETTS AVENUE CAMBRIDGE, MA 02139		CHARITABLE	10,000
PERKINS SCHOOL FOR THE BLIND 175 NORTH BEACON STREET WATERTOWN, MA 02472		CHARITABLE	50,000
WGBH ONE GUEST STREET BRIGHTON, MA 02135		CHARITABLE	10,000.

THE EDGERLEY FAMILY FOUNDATION

20-1867709

FORM 990EF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 10 (CONT'D)

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR

AND

FOUNDATION STATUS OF RECIPIENT

RECIPIENT NAME AND ADDRESS

PURPOSE OF GRANT OR CONTRIBUTION

AMOUNT

NEW PROFIT INC.

2 CANAL PARK

CAMBRIDGE, MA 02141

CHARITABLE

400,000

KANSAS STATE UNIVERSITY FOUNDATION

2323 ANDERSON AVENUE, SUITE 500

MANHATTAN, KS 66502-2911

CHARITABLE

2,000,000

ISABELLA STEWART GARDNER MUSEUM

280 THE FENWAY

BOSTON, MA 02115

CHARITABLE

50,000

MUSEUM OF FINE ARTS, BOSTON

465 HUNTINGTON AVENUE

BOSTON, MA 02115-5597

CHARITABLE

50,000

BE THE CHANGE INC

2 CANAL PARK

CAMBRIDGE, MA 02141

CHARITABLE

200,000.

INITIATIVE FOR A COMPETITIVE INNER CITY

200 HIGH STREET, FLOOR 3

BOSTON, MA 02116

CHARITABLE

50,000

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ATTACHMENT 10

FORM 990EF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 10 (CONT'D)

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR

AND

FOUNDATION STATUS OF RECIPIENT

RECIPIENT NAME AND ADDRESS

PURPOSE OF GRANT OR CONTRIBUTION

AMOUNT

CAMP HARBOR VIEW FOUNDATION

200 CLARENDON STREET, 60TH FLOOR

BOSTON, MA 02116

CHARITABLE

25,000

CITY YEAR

287 COLUMBUS AVENUE

BOSTON, MA 02116

CHARITABLE

200,000.

MOTHER CAROLINE ACADEMY & EDUCATION CENTER

515 BLUE HILL AVENUE

DORCHESTER, MA 02121

CHARITABLE

25,000

THE MEADOWBROOK SCHOOL

10 FARM ROAD

WESTON, MA 02493

CHARITABLE

550,000.

BOYS & GIRLS CLUBS OF BOSTON

50 CONGRESS STREET, SUITE 730

BOSTON, MA 02109

CHARITABLE

1,215,000

RIGHT TO PLAY

PIER 62, SUITE 303

NEW YORK, NY 10011

CHARITABLE

150,000.

FORM 990EF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 10 (CONT'D)

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR

AND

FOUNDATION STATUS OF RECIPIENTRECIPIENT NAME AND ADDRESSPURPOSE OF GRANT OR CONTRIBUTIONAMOUNT

HORIZONS FOR HOMELESS CHILDREN
1705 COLUMBUS AVENUE
ROXBURY, MA 02119

CHARITABLE

105,000.

THE STEPPINGSTONE FOUNDATION
155 FEDERAL STREET, SUITE 800
BOSTON, MA 02110

CHARITABLE

10,000

THE CARTER CENTER
ONE COPENHILL
453 FREEDOM PARKWAY
ATLANTA, GA 30307

CHARITABLE

25,000.

CHILDREN'S HOSPITAL - BOSTON
300 LONGWOOD AVENUE
BOSTON, MA 02115

CHARITABLE

200,000

ASIAN TASK FORCE AGAINST DOMESTIC VIOLENCE
P.O. BOX 120108
BOSTON, MA 02012

CHARITABLE

5,000.

NEW ENGLAND PATRIOTS CHARITABLE FOUNDATION
ONE PATRIOT PLACE
FOXBOROUGH, MA 02035

CHARITABLE

25,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 10 (CONT'D)

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR

AND

FOUNDATION STATUS OF RECIPIENTRECIPIENT NAME AND ADDRESSPURPOSE OF GRANT OR CONTRIBUTIONAMOUNT

ST. SAVA SERBIAN ORTHODOX CHURCH BOSTON
41 ALEWIFE BROOK PARKWAY
CAMBRIDGE, MA 02140

CHARITABLE

140,000.

TENACITY
38 EVERETT STREET
BOSTON, MA 02134

CHARITABLE

190,622.

BERKLEE COLLEGE OF MUSIC
1140 BOYLSTON STREET
BOSTON, MA 02115

CHARITABLE

130,000.

MERCY CORPS
PO BOX 2669, DEPT W
PORTLAND, OR 97208

CHARITABLE

25,000

BRIDGE OVER TROUBLED WATERS
47 WEST STREET
BOSTON, MA 02111

CHARITABLE

10,000

MASS SOCIETY OF PREVENTION FOR CRUELTY TO CHILDREN
99 SUMMER STREET
BOSTON, MA 02110

CHARITABLE

25,000

THE EDGERLEY FAMILY FOUNDATION

20-1867709

FORM 990FE, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 10 (CONT'D)

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR

AND

FOUNDATION STATUS OF RECIPIENT

RECIPIENT NAME AND ADDRESS

PURPOSE OF GRANT OR CONTRIBUTION

AMOUNT

GREATER BOSTON FOOD BANK
70 SOUTH BAY AVENUE
BOSTON, MA 02118

CHARITABLE

10,000

ALZHEIMERS DRUG DISCOVERY FOUNDATION
57 WEST 57TH STREET, SUITE 904
NEW YORK, NY 10019

CHARITABLE

5,000.

ROSIE'S PLACE
889 HARRISON AVENUE
BOSTON, MA 02118

CHARITABLE

10,000

MIDDLESEX MAGIC PROGRAM
225 TRAPELO ROAD
BELMONT, MA 02478

CHARITABLE

5,000.

YEAR UP
93 SUMMER STREET, 5TH FLOOR
BOSTON, MA 02110

CHARITABLE

275,000.

GATEWAY ARTS
60-62 HARVARD STREET
BROOKLINE, MA 02445

CHARITABLE

2,500.

ATTACHMENT 10

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FORM 990EF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 10 (CONT'D)

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR

AND

FOUNDATION STATUS OF RECIPIENTRECIPIENT NAME AND ADDRESSPURPOSE OF GRANT OR CONTRIBUTIONAMOUNT

YMCA- DAYTON

111 W FIRST STREET

DAYTON, OH 45402

CHARITABLE

28,000.

CRADLES TO CRAYONS

155 NORTH BEACON STREET

BRIGHTON, MA 02135

CHARITABLE

35,000

BIG BROTHER BIG SISTER OF MASS BAY

75 FEDERAL STREET, 8TH FLOOR

BOSTON, MA 02110

CHARITABLE

10,000

FOREVER YOUNG FOUNDATION

1424 S STAPLEY DRIVE

MESA, AZ 85204

CHARITABLE

10,000

UNITED WAY INTERNATIONAL

701 N. FAIRFAX STREET

ALEXANDRIA, VA 22314

CHARITABLE

20,000

THE BOSTON FOUNDATION/CLF

75 ARLINGTON STREET

BOSTON, MA 02116

CHARITABLE

600,000.

FORM 990EF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 10 (CONT'D)

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR

AND

FOUNDATION STATUS OF RECIPIENTRECIPIENT NAME AND ADDRESSPURPOSE OF GRANT OR CONTRIBUTIONAMOUNT

BIG SISTER ASSOCIATION OF GREATER BOSTON
161 MASSACHUSETTS AVENUE
BOSTON, MA 02115

CHARITABLE

20,000

NOBLE AND GREENOUGH SCHOOL
10 CAMPUS DRIVE
DEDHAM, MA 02026

CHARITABLE

500,000.

CITIZEN SCHOOLS
308 CONGRESS ST, 5TH FLOOR
BOSTON, MA 02210

CHARITABLE

10,000

PAN MASS CHALLENGE
77 FOURTH AVENUE
NEEDHAM, MA 02494

CHARITABLE

110,000.

INSTITUTE OF CONTEMPORARY ART
100 NORTHERN AVENUE
BOSTON, MA 02210

CHARITABLE

9,125

BELL FOUNDATION
60 CLAYTON STREET
DORCHESTER, MA 02122

CHARITABLE

10,000

FORM 990EE, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 10 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
MASS EYE AND EAR FOUNDATION 243 CHARLES STREET BOSTON, MA 02114		CHARITABLE	25,000.
MAKE A WISH FOUNDATION OF WISCONSIN 13195 WEST HAMPTON AVENUE BUTLER, WI 53007		CHARITABLE	15,000
LITTLE RED SCHOOL HOUSE AND ELISABETH IRWIN HIGH 196 BLEECKER STREET NEW YORK, NY 10012		CHARITABLE	10,000
NEW SCHOOL VENTURE FUND 211 CONGRESS STREET, 10TH FLOOR BOSTON, MA 02110		CHARITABLE	125,000
PLGA FOUNDATION 98 RANDOM FARMS DRIVE CHAPPAQUA, NY 10514		CHARITABLE	10,000
WILLIAMS COLLEGE PARENT FUND VOGT HOUSE, 63 PARK STREET WILLIAMSTOWN, MA 01267		CHARITABLE	100,000

FORM 990EE, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 10 (CONT'D)

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR

AND

FOUNDATION STATUS OF RECIPIENTRECIPIENT NAME AND ADDRESSPURPOSE OF GRANT OR CONTRIBUTIONAMOUNTFAMILIES FIRST DAYCARE
465 COLUMBUS AVE
BOSTON, MA 02116

CHARITABLE

10,000

WEST SUBURBAN YMCA
276 CHURCH STREET
NEWTON CORNER, MA 02458

CHARITABLE

10,000

BRIGHAM AND WOMEN'S HOSPITAL
75 FRANCIS STREET
BOSTON, MA 02115

CHARITABLE

10,000.

NASHOBA LEARNING GROUP INC
10 OAK PARK DRIVE
BEDFORD, MA 01730

CHARITABLE

500.

AVON WALK FOR BREAST CANCER
33 BROAD STREET
BOSTON, MA 02109

CHARITABLE

10,000

BAIN CAPITAL CHILDREN'S CHARITY
200 CLARENDON STREET
BOSTON, MA 02116

CHARITABLE

6,044.

FORM 990EF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 10 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
METRO LACROSSE 25 THOMSON PLACE FIRST FLOOR BOSTON, MA 02210		CHARITABLE	25,000.
BOSTON CELTICS SHAMROCK FOUNDATION 226 CAUSEWAY STREET STE 4 BOSTON, MA 02114		CHARITABLE	70,000
NEWMURY COLLEGE 129 FISHER AVE BROOKLINE, MA 02445		CHARITABLE	5,000.
BOSTON SCHOLAR ATHLETE PROGRAM 65 ALLERTON STREET ROXBURY, MA 02119		CHARITABLE	25,000
CENTER FOR BETTER SCHOOLS 52 HAMILTON DRIVE PORTSMOUTH, RI 02871		CHARITABLE	50,000
CROSSROADS FOR KIDS INC 119 MYRTLE STREET DUXBURY, MA 02332		CHARITABLE	10,000

THE EDGERLEY FAMILY FOUNDATION

20-1867709

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 10 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
OMID FOUNDATION 6517 LONE OAK DRIVE BETHESDA, MD 20817		CHARITABLE	1,000.
SHAWNEE MISSION NORTH HIGH SCHOOL 7401 JOHNSON DRIVE OVERLAND PARK, KS 66202		CHARITABLE	11,000
CAMPAIGN FOR CATHOLIC SCHOOLS 66 BROOKS DRIVE 4TH FLOOR BRAINTREE, MA 02184		CHARITABLE	25,000
KANSAS STATE ALUMNI ASSOCIATION 1720 ALUMNI CENTER MANHATTAN, KS 66506		CHARITABLE	36,430
CYCLE FOR SURVIVAL-MEMORIAL SLOAN-KETTERING CANCER 1275 YORK AVE NEW YORK, NY 10021		CHARITABLE	10,000
SHAWNEE MISSION NORTH ALUMNI FOOTBALL FOUNDATION 15998 OVERBROOK LANE JAMES RALLOU OVERLAND PARK, KS 66224		CHARITABLE	22,000

ATTACHMENT 10

THE EDGERLEY FAMILY FOUNDATION

20-1867709

FORM 990EF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 10 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
BOSTON SYMPHONY ORCHESTRA 301 MASSACHUSETTS AVE. BOSTON, MA 02115		CHARITABLE	9,060
AMERICAN INDIA FOUNDATION 216 E 45TH STREET 7TH FLOOR NEW YORK, NY 10022		CHARITABLE	10,000.
PARTNERS IN HEALTH P O. BOX 845578 BOSTON, MA 02284		CHARITABLE	25,000
THE JOEY FUND - THE CYSTIC FIBROSIS FOUNDATION 220 NORTH MAIN STREET SUITE 104 NATICK, MA 01760		CHARITABLE	10,000
YOUTH INC 600 LEXINGTON AVENUE 12TH FLOOR NEW YORK, NY 10022		CHARITABLE	10,000
AMERICAN RED CROSS 2025 E 5TH. WASHINGTON, DC 20006		CHARITABLE	100,000.

ATTACHMENT 10

THE EDGERLEY FAMILY FOUNDATION

20-1867709

FORM 990PE, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 10 (CONT'D)

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR

AND

FOUNDATION STATUS OF RECIPIENT

RECIPIENT NAME AND ADDRESS

PURPOSE OF GRANT OR CONTRIBUTION

AMOUNT

RESEARCH INSTITUTE FOR LEARNING AND DEVELOPMENT

4 MILITIA DRIVE STE 20
LEXINGTON, MA 02421

CHARITABLE

15,000

RED HOOK INITIATIVE

767 HICKS STREET

BROOKLYN, NY 11231

CHARITABLE

5,000.

INSIDE OUT YOUTH SERVICES

235 S NEVADA AVE

COLORADO SPRINGS, CO 80903

CHARITABLE

5,000.

ASPEN MUSIC FESTIVAL AND SCHOOL

2 MUSIC SCHOOL ROAD

ASPEN, CO 81611

CHARITABLE

4,800.

ARSENAL CENTER FOR THE ARTS

321 ARSENAL STREET

WATERTOWN, MA 02472

CHARITABLE

500.

ANTI DEFAMATION LEAGUE

40 COURT STREET #12

BOSTON, MA 02108

CHARITABLE

30,000

ATTACHMENT 10

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FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 10 (CONT'D)

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR

AND

FOUNDATION STATUS OF RECIPIENTRECIPIENT NAME AND ADDRESSPURPOSE OF GRANT OR CONTRIBUTIONAMOUNTBROOKLINE TEEN CENTER
40 WEBSTER

CHARITABLE

50,000

BROOKLINE, MA 02445

NEW ART CENTER
61 WASHINGTON PARK
NEWTONVILLE, MA 02460

CHARITABLE

6,000.

HARVARD UNIVERSITY DEPARTMENT OF ATHLETICS
65 N HARVARD ST
BOSTON, MA 02134

CHARITABLE

20,000

HARVARD COLLEGE FUND
UNIVERSITY PLACE
124 MT AUBURN STREET 6TH FLOOR
CAMBRIDGE, MA 02138

CHARITABLE

100,000.

HARVARD BUSINESS SCHOOL FUND
HARVARD BUSINESS SCHOOL
TEELE HALL SOLDIERS FIELD
BOSTON, MA 02163

CHARITABLE

25,000

SAVE THE BAY
6 HERNDON AVE
ANAPOLIS, MD 21403

CHARITABLE

25,000.

FORM 990EF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 10 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
FRIENDS OF HARROLD BASE		CHARITABLE	10,000.
NEW ENGLAND AQUARIUM CENTRAL WHARF BOSTON, MA 02110		CHARITABLE	75,000
TOTAL CONTRIBUTIONS PAID			9,108,414

**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.

OMB No 1545-0092

2012

Name of estate or trust

THE EDGERLEY FAMILY FOUNDATION

Employer identification number

20-1867709

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	5,120.
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	5,120.

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					

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	8,410,891.
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	
9 Capital gain distributions	9	102,554.
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	8,513,445.

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

Schedule D (Form 1041) 2012

Part III Summary of Parts I and II		(1) Beneficiaries' (see instr.)	(2) Estate's or trust's	(3) Total
Caution: Read the instructions before completing this part				
13	Net short-term gain or (loss)	13		5,120.
14	Net long-term gain or (loss):			
a	Total for year	14a		8,513,445.
b	Unrecaptured section 1250 gain (see line 18 of the wrkshet)	14b		
c	28% rate gain	14c		
15	Total net gain or (loss). Combine lines 13 and 14a	15		8,518,565.

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	
16	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: 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	

17	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)	17	
18	Enter the smaller of line 14a or 15 in column (2) but not less than zero	18	
19	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)	19	
20	Add lines 18 and 19	20	
21	If the estate or trust is filing Form 4952, enter the amount from line 4g, otherwise, enter -0-	21	
22	Subtract line 21 from line 20. If zero or less, enter -0-	22	
23	Subtract line 22 from line 17. If zero or less, enter -0-	23	
24	Enter the smaller of the amount on line 17 or \$2,400	24	
25	Is the amount on line 23 equal to or more than the amount on line 24? ☐ Yes. Skip lines 25 and 26, go to line 27 and check the "No" box. ☐ No. Enter the amount from line 23	25	
26	Subtract line 25 from line 24	26	
27	Are the amounts on lines 22 and 26 the same? ☐ Yes. Skip lines 27 thru 30, go to line 31 ☐ No. Enter the smaller of line 17 or line 22	27	
28	Enter the amount from line 26 (If line 26 is blank, enter -0-)	28	
29	Subtract line 28 from line 27	29	
30	Multiply line 29 by 15% (15)	30	
31	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)	31	
32	Add lines 30 and 31	32	
33	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)	33	
34	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)	34	

Schedule D (Form 1041) 2012

OMB No 1545-0092

Department of the Treasury
Internal Revenue Service

▶ **Attach to Schedule D to list additional transactions for lines 1a and 6a**

► Information about Schedule D (Form 1041) and its separate instructions is at www.irs.gov/form1041.

2012

Name of estate or trust

THE EDGERLEY FAMILY FOUNDATION

Employer Identification number

20-1867709

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less[illegible]

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b	5,120.
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For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D-1 (Form 1041) 2012

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Employer identification number

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

[illegible]

6b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 6b 8,410,891.

Schedule D-1 (Form 1041) 2012

Form **8868**

(Rev. January 2013)

Department of the Treasury
Internal Revenue Service**Application for Extension of Time To File an
Exempt Organization Return**

OMB No 1545-1709

▶ **File a separate application for each return.**

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

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

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

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

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

Part I only ☐

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

Enter filer's identifying number, see instructions

**Type or
print**File by the
due date for
filing your
return. See
instructions

Name of exempt organization or other filer, see instructions

Employer identification number (EIN) or

THE EDGERLEY FAMILY FOUNDATION

20-1867709

Number, street, and room or suite no. If a P.O. box, see instructions

Social security number (SSN)

PO BOX 590098

City, town or post office, state, and ZIP code. For a foreign address, see instructions

NEWTON CENTER, MA 02459

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

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

- The books are in the care of ▶ PAUL EDGERLEY

Telephone No ▶ 617 516-2222

FAX No ▶ _____

- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ If this is for the whole group, check this box ☐ If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for

- 1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 08/15, 20 13, to file the exempt organization return for the organization named above. The extension is for the organization's return for
- ▶ ☒ X calendar year 2012 or
- ▶ ☐ tax year beginning _____, 20 _____, and ending _____, 20 _____

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

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	3a \$	134,356.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit	3b \$	89,356.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	3c \$	45,000.

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

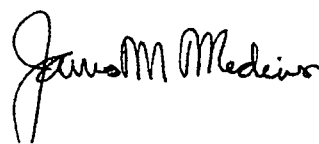
For Privacy Act and Paperwork Reduction Act Notice, see Instructions

Form **8868** (Rev. 1-2013)

JSA

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05/07/2013

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

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

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

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

Type or print File by the due date for filing your return. See instructions	Name of exempt organization or other filer, see instructions		Enter filer's identifying number, see instructions	
	THE EDGERLEY FAMILY FOUNDATION		Employer identification number (EIN) or	
	Number, street, and room or suite no. If a P.O. box, see instructions		20-1867709	
	PO BOX 590098		Social security number (SSN)	
City, town or post office, state, and ZIP code. For a foreign address, see instructions				
NEWTON CENTER, MA 02459				

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

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

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

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Telephone No ► 617 516-2222

FAX No. ►

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

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

4 I request an additional 3-month extension of time until 11/15, 20 13

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

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

☐ Change in accounting period

7 State in detail why you need the extension ADDITIONAL TIME IS NEEDED TO GATHER INFORMATION NECESSARY TO FILE A COMPLETE AND ACCURATE RETURN.

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	8a \$	134,356.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b \$	134,356.
c Balance Due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	8c \$	0

Signature and Verification must be completed for Part II only.

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

Signature ► James M. Mon Title ► CPA Date ► 8/6/13
Form 8868 (Rev 1-2013)