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Form **990-PF**

Department of the Treasury  
Internal Revenue Service

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

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

OMB No 1545-0052

**2012**

Open to Public Inspection

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

Name of foundation ROCKLAND TRUST CHARITABLE FOUNDATION		<b>A Employer identification number</b>  20-2668833	
Number and street (or P O box number if mail is not delivered to street address) 288 UNION STREET		<b>B Telephone number</b> (see instructions)  (781) 982-6100	
City or town, state, and ZIP code ROCKLAND, MA 02370		<b>C</b> If exemption application is pending, check here <input type="checkbox"/>	
<b>G</b> Check all that apply <div><input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change</div> <div><input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change</div>		<b>D 1.</b> Foreign organizations, check here <input type="checkbox"/> <b>2.</b> Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
<b>H</b> Check type of organization <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>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
<b>I</b> Fair market value of all assets at end of year (from Part II, col. (c), line 16) <input checked="" type="checkbox"/> \$ 5,203,375		<b>J</b> Accounting method <input type="checkbox"/> Cash <input checked="" 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)
Revenue	<b>1</b> Contributions, gifts, grants, etc , received (attach schedule)				
	<b>2</b> Check <input checked="" type="checkbox"/> if the foundation is <b>not</b> required to attach Sch B				
	<b>3</b> Interest on savings and temporary cash investments				
	<b>4</b> Dividends and interest from securities. . . . .	184,199	184,199		
	<b>5a</b> Gross rents . . . . .				
	<b>b</b> Net rental income or (loss) _____				
	<b>6a</b> Net gain or (loss) from sale of assets not on line 10	6,964			
	<b>b</b> Gross sales price for all assets on line 6a _____ 131,134				
	<b>7</b> Capital gain net income (from Part IV , line 2) . . . .		131,134		
	<b>8</b> Net short-term capital gain . . . . .				
	<b>9</b> Income modifications . . . . .				
	<b>10a</b> Gross sales less returns and allowances				
Operating and Administrative Expenses	<b>b</b> Less Cost of goods sold . . . . .				
	<b>c</b> Gross profit or (loss) (attach schedule) . . . . .				
	<b>11</b> Other income (attach schedule) . . . . .				
	<b>12 Total.</b> Add lines 1 through 11 . . . . .	191,163	315,333		
	<b>13</b> Compensation of officers, directors, trustees, etc	0	0		0
	<b>14</b> Other employee salaries and wages . . . . .				
	<b>15</b> Pension plans, employee benefits . . . . .				
	<b>16a</b> Legal fees (attach schedule) . . . . .				
	<b>b</b> Accounting fees (attach schedule) . . . . .	3,575	900		2,675
	<b>c</b> Other professional fees (attach schedule) . . . . .				
	<b>17</b> Interest . . . . .				
	<b>18</b> Taxes (attach schedule) (see instructions)	2,065	0		0
	<b>19</b> Depreciation (attach schedule) and depletion . . . .				
	<b>20</b> Occupancy . . . . .				
	<b>21</b> Travel, conferences, and meetings . . . . .				
	<b>22</b> Printing and publications . . . . .				
	<b>23</b> Other expenses (attach schedule) . . . . .	7,332	0		0
	<b>24 Total operating and administrative expenses.</b>				
	Add lines 13 through 23 . . . . .	12,972	900		2,675
	<b>25</b> Contributions, gifts, grants paid . . . . .	268,245			268,245
	<b>26 Total expenses and disbursements.</b> Add lines 24 and 25	281,217	900		270,920
	<b>27</b> Subtract line 26 from line 12				
	<b>a Excess of revenue over expenses and disbursements</b>	-90,054			
	<b>b Net investment income</b> (if negative, enter -0-)		314,433		
	<b>c Adjusted net income</b> (if negative, enter -0-)				

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions )	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing . . . . .	44,273	38,056	38,056
	2	Savings and temporary cash investments . . . . .	4,890	45,222	45,222
	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 page 15 of the instructions) . . . . .			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use . . . . .			
	9	Prepaid expenses and deferred charges . . . . .			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule) . . . . .	4,950,679	5,120,097	5,120,097
	c	Investments—corporate bonds (attach schedule). . . . .			
	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) ▶ _____			
Liabilities	15	Other assets (describe ▶ _____)			
	16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	4,999,842	5,203,375	5,203,375
	17	Accounts payable and accrued expenses . . . . .			
	18	Grants payable . . . . .	60,575	575	
	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) . . . . .	60,575	575	
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 ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds . . . . .	0	0	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	4,939,267	5,202,800	
	30	Total net assets or fund balances (see page 17 of the instructions) . . . . .	4,939,267	5,202,800	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions) . . . . .	4,999,842	5,203,375	

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	4,939,267
2	Enter amount from Part I, line 27a . . . . .	2	-90,054
3	Other increases not included in line 2 (itemize) ▶ _____	3	353,587
4	Add lines 1, 2, and 3 . . . . .	4	5,202,800
5	Decreases not included in line 2 (itemize) ▶ _____	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 . . . . .	6	5,202,800

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co )		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr )	(d) Date sold (mo , day, yr )
1 a	1800 SHARES OF INDEPENDENT BANK CORP	D	2005-04-26	2012-02-08
b	2750 SHARES OF INDEPENDENT BANK CORP	D	2005-04-26	2012-07-24
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 52,048			52,048
b 79,086			79,086
c			
d			
e			

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

(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a			52,048
b			79,086
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	131,134
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)  If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 . . . . .		3	

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

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

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

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

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

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011	170,913	4,871,050	0 035088
2010	168,937	4,461,880	0 037862
2009	158,031	3,897,906	0 040543
2008	201,230	4,487,639	0 044841
2007	524,372	5,213,086	0 100588

2 Total of line 1, column (d). . . . .	2	0 258922
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 051784
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5. . . . .	4	5,134,038
5 Multiply line 4 by line 3. . . . .	5	265,861
6 Enter 1% of net investment income (1% of Part I, line 27b). . . . .	6	3,144
7 Add lines 5 and 6. . . . .	7	269,005
8 Enter qualifying distributions from Part XII, line 4. . . . . If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions	8	270,920

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

1a		Exempt operating foundations described in section 4940(d)(2), check here <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	3,144
c		All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2		Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	0
3		Add lines 1 and 2. . . . .		3	3,144
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	3,144
6		Credits/Payments			
a		2012 estimated tax payments and 2011 overpayment credited to 2012	6a	3,800	
b		Exempt foreign organizations—tax withheld at source . . . . .	6b		
c		Tax paid with application for extension of time to file (Form 8868)	6c	1,000	
d		Backup withholding erroneously withheld . . . . .	6d		
7		Total credits and payments Add lines 6a through 6d. . . . .		7	4,800
8		Enter any penalty for underpayment of estimated tax Check here <input checked="" 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	
10		Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid. . . . .		10	1,656
11		Enter the amount of line 10 to be Credited to 2013 estimated tax	1,656	Refunded	0

Part VII-AStatements Regarding Activities

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? . . . . .		Yes	No
		1a		No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? . . . . .			No
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c	Did the foundation file Form 1120-POL for this year?. . . . .	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation  \$ _____ 0 (2) On foundation managers  \$ _____ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers  \$ _____ 0			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . . . If "Yes," attach a detailed description of the activities.	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes . . . . .	3		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?. . . . .	4a		No
b	If "Yes," has it filed a tax return on Form 990-T for this year?. . . . .	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . . If "Yes," attach the statement required by General Instruction T.	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument? . . . . .	6	Yes	
7	Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) MA _____			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation .	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV . . . . .	9		No
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		No

Part VII-A

Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address ▶WWW.ROCKLANDTRUST.COM				
14	The books are in care of ▶JEANNE TRAVERS	Telephone no ▶(781) 982-6637		
	Located at ▶58 MAIN STREET FRANKLIN MA	ZIP +4 ▶02038		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of <b>Form 1041</b> —Check here . . . . . ▶ <input type="checkbox"/>			
	and enter the amount of tax-exempt interest received or accrued during the year . . . . . ▶	15		
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? . . . . .	16		No
See instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country ▶				

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <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 type="checkbox"/> Yes <input checked="" 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? ( <b>Exception.</b> 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 <b>any</b> of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? . . . . .	1b		
	Organizations relying on a current notice regarding disaster assistance check here. . . . . ▶ <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? . . . . .	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is <b>not</b> 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 <b>all</b> years listed, answer "No" and attach statement—see instructions ). . . . .	2b		
c	If the provisions of section 4942(a)(2) are being applied to <b>any</b> of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? . . . . . <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? ( <i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.</i> ). . . . .	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b		No

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a

During the year did the foundation pay or incur any amount to

(1)

Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

Yes 

No

(2)

Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

Yes 

No

(3)

Provide a grant to an individual for travel, study, or other similar purposes?

Yes 

No

(4)

Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1 ), (2), or (3), or section 4940(d)(2)? (see instructions).

Yes 

No

(5)

Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

Yes 

No

5b

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)?

No

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

6b

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

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

7b

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
See Additional Data Table				

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.

0

Part VIII

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

3 Five highest-paid independent contractors for professional services (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. . . . .		0

Part IX-A

Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1	
2	
3	
4	

Part IX-B

Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments. See page 24 of the instructions.	
3	
Total. Add lines 1 through 3. . . . .	0



**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>	5,105,551
<b>b</b>	Average of monthly cash balances. . . . .	<b>1b</b>	106,670
<b>c</b>	Fair market value of all other assets (see instructions). . . . .	<b>1c</b>	0
<b>d</b>	<b>Total</b> (add lines 1a, b, and c). . . . .	<b>1d</b>	5,212,221
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation). . . . .	<b>1e</b>	0
<b>2</b>	Acquisition indebtedness applicable to line 1 assets. . . . .	<b>2</b>	0
<b>3</b>	Subtract line 2 from line 1d. . . . .	<b>3</b>	5,212,221
<b>4</b>	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions). . . . .	<b>4</b>	78,183
<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>	5,134,038
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5. . . . .	<b>6</b>	256,702

**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>	256,702
<b>2a</b>	Tax on investment income for 2012 from Part VI, line 5. . . . .	<b>2a</b>	3,144
<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>	3,144
<b>3</b>	Distributable amount before adjustments Subtract line 2c from line 1. . . . .	<b>3</b>	253,558
<b>4</b>	Recoveries of amounts treated as qualifying distributions. . . . .	<b>4</b>	0
<b>5</b>	Add lines 3 and 4. . . . .	<b>5</b>	253,558
<b>6</b>	Deduction from distributable amount (see instructions). . . . .	<b>6</b>	0
<b>7</b>	<b>Distributable amount</b> as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1. . . . .	<b>7</b>	253,558

**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>	270,920
<b>b</b>	Program-related investments—total from Part IX-B. . . . .	<b>1b</b>	0
<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>	270,920
<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>	3,144
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4. . . . .	<b>6</b>	267,776
<b>Note:</b> The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years			

Part XIII

Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				253,558
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only. . . . .			0	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2012				
a From 2007. . . . .	130,140			
b From 2008. . . . .				
c From 2009. . . . .				
d From 2010. . . . .				
e From 2011. . . . .				
f Total of lines 3a through e. . . . .	130,140			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 270,920				
a Applied to 2011, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see instructions). . . . .		0		
c Treated as distributions out of corpus (Election required—see instructions). . . . .	0			
d Applied to 2012 distributable amount. . . . .				253,558
e Remaining amount distributed out of corpus	17,362			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	147,502			
b Prior years' undistributed income Subtract line 4b from line 2b. . . . .		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed. . . . .		0		
d Subtract line 6c from line 6b Taxable amount—see instructions . . . . .		0		
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount—see instructions . . . . .			0	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013. . . . .				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions). . . . .	0			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions). . . .	130,140			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a. . . . .	17,362			
10 Analysis of line 9				
a Excess from 2008. . . .				
b Excess from 2009. . . .				
c Excess from 2010. . . .				
d Excess from 2011. . . .				
e Excess from 2012. . . .	17,362			

Part XIV

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

1a

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

b

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

☐ 4942(j)(3) or ☐ 4942(j)(5)

2a	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 organization had \$5,000 or more in assets at any time during the year—see instructions.)

1

Information Regarding Foundation Managers:

a

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

b

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

2

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

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

a

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

JEANNE TRAVERS  
288 UNION STREET  
ROCKLAND,MA 02370  
(781) 982-6637

b

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

APPLICATIONS AVAILABLE AT 288 UNION STREET, ROCKLAND, MA 02370

c

Any submission deadlines

SEE APPLICATIONS FOR VARIOUS DEADLINES

d

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

DONATIONS WILL BE MADE TO 501(C)(3) ORGANIZATIONS THAT SUPPORT CAUSES AND COMMUNITY DEVELOPMENT ACTIVITIES IN THE COMMUNITIES SERVED BY THE FORMER BENJAMIN FRANKLIN BANK (CURRENTLY ROCKLAND TRUST), SPECIFICALLY, IN THE COMMUNITIES OF BELLINGHAM, BLACKSTONE, FOXBORO, FRANKLIN, HOPEDALE, MEDFIELD, MEDWAY, MENDON, MILFORD, MILLIS, NEWTON, NORFOLK, WALTHAM AND WRENTHAM, MASSACHUSETTS. ALSO TO PROVIDE ASSISTANCE TO COMMUNITY AND GOVERNMENTAL ORGANIZATIONS WITHIN THE NAMED COMMUNITIES. IN ADDITION, SCHOLARSHIPS MAY BE AWARDED TO SCHOOLS WITHIN THE ABOVE-NAMED COMMUNITIES.

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)				
<div>a Paid during the year</div> <div>See Additional Data TableSee Additional Data Table</div>				
<div>Total . . . . .</div>			<div>3a</div>	268,245
<div>b Approved for future payment</div>				
<div>Total . . . . .</div>			<div>3b</div>	0

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	
<b>1</b> Program service revenue					
<b>a</b> _____					
<b>b</b> _____					
<b>c</b> _____					
<b>d</b> _____					
<b>e</b> _____					
<b>f</b> _____					
<b>g</b> Fees and contracts from government agencies					
<b>2</b> Membership dues and assessments. . . .					
<b>3</b> Interest on savings and temporary cash investments					
<b>4</b> Dividends and interest from securities. . . .			14	184,199	
<b>5</b> Net rental income or (loss) from real estate					
<b>a</b> Debt-financed property. . . . .					
<b>b</b> Not debt-financed property. . . . .					
<b>6</b> Net rental income or (loss) from personal property					
<b>7</b> Other investment income. . . . .					
<b>8</b> Gain or (loss) from sales of assets other than inventory			18	6,964	
<b>9</b> Net income or (loss) from special events					
<b>10</b> Gross profit or (loss) from sales of inventory. .					
<b>11</b> Other revenue <b>a</b> _____					
<b>b</b> _____					
<b>c</b> _____					
<b>d</b> _____					
<b>e</b> _____					
<b>12</b> Subtotal. Add columns (b), (d), and (e). .		0		191,163	0
<b>13 Total.</b> Add line 12, columns (b), (d), and (e). . . . .			<b>13</b>		<b>191,163</b>

[illegible]

<p><b>1</b> 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><b>a</b> Transfers from the reporting foundation to a noncharitable exempt organization of</p> <p>    <b>(1)</b> Cash. . . . .</p> <p>    <b>(2)</b> Other assets. . . . .</p> <p><b>b</b> Other transactions</p> <p>    <b>(1)</b> Sales of assets to a noncharitable exempt organization. . . . .</p> <p>    <b>(2)</b> Purchases of assets from a noncharitable exempt organization. . . . .</p> <p>    <b>(3)</b> Rental of facilities, equipment, or other assets. . . . .</p> <p>    <b>(4)</b> Reimbursement arrangements. . . . .</p> <p>    <b>(5)</b> Loans or loan guarantees. . . . .</p> <p>    <b>(6)</b> Performance of services or membership or fundraising solicitations. . . . .</p> <p><b>c</b> Sharing of facilities, equipment, mailing lists, other assets, or paid employees. . . . .</p> <p><b>d</b> If the answer to any of the above is "Yes," complete the following schedule. Column <b>(b)</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 <b>(d)</b> the value of the goods, other assets, or services received</p>		<b>Yes</b>	<b>No</b>
	<b>1a(1)</b>		<b>No</b>
	<b>1a(2)</b>		<b>No</b>
	<b>1b(1)</b>		<b>No</b>
	<b>1b(2)</b>		<b>No</b>
	<b>1b(3)</b>		<b>No</b>
	<b>1b(4)</b>		<b>No</b>
	<b>1b(5)</b>		<b>No</b>
	<b>1b(6)</b>		<b>No</b>
	<b>1c</b>		<b>No</b>

[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

<p><b>Sign Here</b></p> <p>Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge.</p> <p>*****</p> <p>_____ Signature of officer or trustee</p>	<p>2013-06-17</p> <p>_____ Date</p> <p>*****</p> <p>_____ Title</p>
--	---

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

<b>Paid Preparer Use Only</b>	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed <input checked="checked" type="checkbox"/>	PTIN  P01225183
	KEVIN D FONTANA	KEVIN D FONTANA	2013-06-17		
	Firm's name <input type="checkbox"/>	BLUM SHAPIRO & COMPANY PC		Firm's EIN <input type="checkbox"/> 06-1009205	
		1 PINE HILL DRIVE SUITE 301			
	Firm's address <input type="checkbox"/>	QUINCY, MA 021697431		Phone no (781) 982-1001	

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
THOMAS R VENABLES	PRESIDENT/DIRECTOR 1 00	0	0	0
288 UNION STREET ROCKLAND,MA 02370				
CLAIRE BEAN	TREASURER/DIRECTOR 1 00	0	0	0
288 UNION STREET ROCKLAND,MA 02370				
RALPH VALENTE	DIRECTOR 1 00	0	0	0
288 UNION STREET ROCKLAND,MA 02370				
JANE LUNDQUIST	DIRECTOR 1 00	0	0	0
288 UNION STREET ROCKLAND,MA 02370				
ARTHUR VIANA	DIRECTOR 1 00	0	0	0
288 UNION STREET ROCKLAND,MA 02370				
JEANNE L TRAVERS	CLERK (NONVOTING) 5 00	0	0	0
288 UNION STREET ROCKLAND,MA 02370				

Form 990PF Part XV Line 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)				
<b>a</b> <i>Paid during the year</i>				
NEWTON NORTH HIGH SCHOOL ATHLETIC BOOSTERS CLUB 457 WALNUT STREET NEWTONVILLE,MA 02460	NONE	501C3	NE PATRIOT BASKETBALL FUNDRAISER SPONSOR	595
CHARLES RIVER CHORALE PO BOX 406 MILLIS,MA 02054	NONE	501C3	SPRING CONCERT PROGRAM SPONSOR	165
COMMUNITY DAY CENTER OF WALTHAM PO BOX 541066 WALTHAM,MA 02454	NONE	501C3	DONATION	1,000
MEDFIELD FOUNDATION INC 459 MAIN STREET MEDFIELD,MA 02052	NONE	501C3	VOLUNTEER AWARD EVENT SPONSOR	950
SARAH ROBERTSON 5 NIANTIC STREET MEDFIELD,MA 02052	NONE	NONE	MEDFIELD HIGH SCHOOL SCHOLARSHIP	2,500
WILLIAM DASCO 9 WEST FOUNTAIN STREET MILFORD,MA 01757	NONE	NONE	TRI-COUNTY HIGH SCHOOL SCHOLARSHIP	2,500
MARCELLA BENTES 20 FRUIT STREET MILFORD,MA 01757	NONE	NONE	BLACKSTONE VALLEY TECH SCHOLARSHIP	2,500
DANIEL ANDERSON 58 CLINTON STREET NEWTON,MA 02458	NONE	NONE	NEWTON NORTH HIGH SCHOOL SCHOLARSHIP	2,500
DANIELLE ROBBIE 26 STONE STREET BELLINGHAM,MA 02019	NONE	NONE	BELLINGHAM HIGH SCHOOL SCHOLARSHIP	2,500
SCOTT ELLIOTT 135 CHESTNUT STREET FOXBOROUGH,MA 02035	NONE	NONE	FOXBOROUGH HIGH SCHOOL SCHOLARSHIP	2,500
GLENDA NANSEREKO 20B 2ND STREET FRAMINGHAM,MA 01702	NONE	NONE	LEARNING PREP SCHOLARSHIP	2,500
CONNIE DAM 104 SOUTH MCMAHON RESIDENCE STORRS,CT 06269	NONE	NONE	MILFORD HIGH SCHOOL SCHOLARSHIP	2,500
CSA OF MEDFIELD 59 ADAMS STREET MEDFIELD,MA 02052	NONE	501C3	MEDFIELD WINTER CARNIVAL	250
MEDFIELD COALITION FOR PUBLIC EDUCATION PO BOX 452 MEDFIELD,MA 02052	NONE	501C3	MCPE SPELLING BEE SPONSOR	3,000
BELLINGHAM GIRLS LACROSSE BOOSTER CLUB 4 WOODSIDE LANE BELLINGHAM,MA 02019	NONE	501C3	BELLINGHAM CHALLENGE 5K ROAD RACE	150



Form 990PF Part XV Line 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)				
<b>a</b> <i>Paid during the year</i>				
NEWTON SCHOOLS FOUNDATION 100 WALNUT STREET NEWTONVILLE,MA 02460	NONE	501C3	21ST CENTURY CLASSROOM DONATION	5,000
BENJAMIN SAGER 225 POND STREET FRANKLIN,MA 02038	NONE	NONE	FRANKLIN HIGH SCHOOL SCHOLARSHIP	2,500
FRANKLIN EDUCATION FOUNDATION PO BOX 531 FRANKLIN,MA 02038	NONE	501C3	TRIVIA BEE SPONSOR	300
KING'S WOOD MONTESSORI SCHOOL 15 GILMORE STREET FOXBOROUGH,MA 02035	NONE	501C3	SILENT AUCTION SPONSOR	500
SHELDONVILLE COMMUNITY CENTER LITTLE RED SCHOOLHOUSE PO BOX 232 WRENTHAM,MA 02070	NONE	501C3	AUCTION SPONSOR	250
DEAN COLLEGE 99 MAIN STREET FRANKLIN,MA 02038	NONE	501C3	LEADERSHIP INSTITUTE SPONSOR	1,000
CAN-DO 1075 WASHINGTON STREET NEWTON,MA 02465	NONE	501C3	YES! IN MY BACKYARD FUNDRAISER	1,000
THE SECOND STEP PO BOX 600213 NEWTON,MA 02460	NONE	501C3	CELEBRATING SUCCESS FUNDRAISER	350
LAURA MILLAN 2504 STEARNS HILL ROAD WALTHAM,MA 02451	NONE	NONE	WALTHAM HIGH SCHOOL SCHOLARSHIP	2,500
MANTER MARK - MEDFIELD LIBRARY PO BOX 205 FALMOUTH,MA 02541	NONE	501C3	MEDFIELD LIBRARY BOOKMARKS	254
WALTHAM PARTNERSHIP FOR YOUTH 510 MOODY STREET WALTHAM,MA 02453	NONE	501C3	EDUCATION/BUSINESS BREAKFAST	500
HMEA 8 FORGE PARK EAST FRANKLIN,MA 02038	NONE	501C3	11TH INDEPENDENCE 5K	500
FRIENDS OF THE NORFOLK PUBLIC LIBRARY 139 MAIN STREET NORFOLK,MA 02056	NONE	501C3	ANNUAL BOOK SALE SPONSOR	1,000
KENNEDY DONOVAN CENTER 1 COMMERCIAL STREET FOXBOROUGH,MA 02035	NONE	501C3	FOUNDER'S GALA SPONSOR	1,250
YMCA OF GREATER BOSTON - WALTHAM YMCA 725 LEXINGTON STREET WALTHAM,MA 02452	NONE	501C3	REACH OUT FOR YOUTH CAMPAIGN	1,500

Form 990PF Part XV Line 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)				
<b>a</b> <i>Paid during the year</i>				
THE DOOLITTLE HOME 16 BIRD STREET FOXBOROUGH,MA 02035	NONE	501C3	SKYPE COMPUTER SPONSOR	1,000
BENJAMIN FRANKLIN CLASSICAL CHARTER PUBLIC SCHOOL 201 MAIN STREET FRANKLIN,MA 02038	NONE	501C3	8TH GRADE FIELD TRIP SPONSOR	2,000
MANTER MARK - FOXBORO LIBRARY PO BOX 205 FALMOUTH,MA 02541	NONE	501C3	FOXBORO LIBRARY CARD HOLDERS	214
JOHN M BARRY BOYS & GIRLS CLUB OF NEWTON 675 WATERTOWN STREET NEWTON,MA 02460	NONE	501C3	GOLF SPONSORSHIP	750
WALTHAM ARTS COUNCIL 119 SCHOOL STREET WALTHAM,MA 02451	NONE	501C3	CONCERTS ON THE COMMON	1,000
FRANKLIN HIGH SCHOOL ALL NIGHT PARTY PO BOX 15 FRANKLIN,MA 02038	NONE	501C3	2012 ALL NIGHT PARTY	100
MEDFIELD YOUTH BASEBALL AND SOFTBALL 4 MONKS WAY MEDFIELD,MA 02052	NONE	501C3	2012 SPONSORSHIP	300
DEAN COLLEGE 99 MAIN STREET FRANKLIN,MA 02038	NONE	501C3	2012 SCHOLARSHIP	2,500
FRANKLIN 4TH OF JULY COALITION PO BOX 152 FRANKLIN,MA 02038	NONE	501C3	2012 SPONSORSHIP	500
FRANKLIN AND BELLINGHAM RAIL TRAIL COMMITTEE 360 OAK STREET FRANKLIN,MA 02038	NONE	501C3	2ND ANNUAL BENEFIT ROAD RACE SPONSOR	500
MILFORD LEGION BASEBALL CLUB PO BOX 585 MILFORD,MA 01757	NONE	501C3	2012 SPONSORSHIP	250
ALTERNATIVES UNLIMITED 50 DOUGLAS ROAD WHITINSVILLE,MA 01588	NONE	501C3	VALLEY FRIENDSHIP TOUR SPONSOR	1,500
HOSPICE OF THE GOOD SHEPHERD 2042 BEACON STREET NEWTON,MA 02468	NONE	501C3	BIG FEAT MEMORIAL WALK SPONSOR	1,000
FRANKLIN DOWNTOWN PARTNERSHIP PO BOX 413 FRANKLIN,MA 02038	NONE	501C3	HARVEST FESTIVAL SPONSOR	2,500
BELLINGHAM LIONS CLUB PO BOX 382 BELLINGHAM,MA 02019	NONE	501C3	SPRING GOLF CLASSIC SPONSOR	100

Form 990PF Part XV Line 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)				
<b>a</b> <i>Paid during the year</i>				
THE HOME FOR LITTLE WANDERERS WALTHAM HOUSE 271 HUNTINGTON AVENUE BOSTON,MA 02115	NONE	501C3	WALTHAM HOUSE DONATION	1,000
DOWNTOWN WALTHAM PARTNERSHIP 681 MAIN STREET SUITE 2-2 WALTHAM,MA 02451	NONE	501C3	WALTHAM RIVERFEST SPONSOR	250
MILFORD SPECIAL OLYMPICS 31 WEST FOUNTAIN STREET MILFORD,MA 01757	NONE	501C3	MILFORD 5K SPONSOR	250
TOWN OF BELLINGHAM 10 MECHANIC STREET BELLINGHAM,MA 02019	NONE	501C3	FOURTH OF JULY SPONSOR	1,000
LINCOLN ELIOT SCHOOL PTO 191 PEARL STREET NEWTON,MA 02458	NONE	501C3	CROSSROADS FOR KIDS CAMP SCHOLARSHIP	1,000
SOUTH NORFOLK COUNTY ARC FAMILY AUTISM CENTER 789 CLAPBOARDTREE STREET WESTWOOD,MA 02090	NONE	501C3	RODMAN RIDE SPONSOR	10,000
NEWTON-WELLESLEY HOSPITAL 2014 WASHINGTON STREET NEWTON,MA 02462	NONE	501C3	HOPEWALKS SPONSOR	5,000
REACH BEYOND DOMESTIC VIOLENCE PO BOX 540024 WALTHAM,MA 02454	NONE	501C3	REACH FOR THE STARS GALA SPONSOR	10,000
HOCKOMOCK AREA YMCA 300 ELMWOOD STREET NORTH ATTLEBORO,MA 02760	NONE	501C3	SPIER FAMILY AQUATIC CENTER GRANT	50,000
PROJECT SMILE PO BOX 336 HOPEDALE,MA 01747	NONE	501C3	OPERATION CHILD SMILE MILFORD	4,000
BELLINGHAM COUNCIL ON AGING 40 BLACKSTONE STREET BELLINGHAM,MA 02019	NONE	501C3	CRAFT FAIR SPONSOR	100
MANTER MARK - BELLINGHAM AND MILFORD LIBRARIES PO BOX 205 FALMOUTH,MA 02541	NONE	501C3	BELLINGHAM & MILFORD LIBRARY BOOKMARKS	507
FRANKLIN GRIDIRON CLUB PO BOX 262 FRANKLIN,MA 02038	NONE	501C3	FOOTBALL SPONSORSHIP	250
MASSACHUSETTS AUDUBON SOCIETY - STONY BROOK 208 SOUTH GREAT ROAD LINCOLN,MA 01773	NONE	501C3	STONY BROOK WILDLIFE SANCTUARY SPONSOR	800
FRIENDS OF HISTORIC HOPEDALE PO BOX 302 HOPEDALE,MA 01747	NONE	501C3	HOPEDALE OKTOBERFEST SPONSOR	100

Form 990PF Part XV Line 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)				
<b>a</b> <i>Paid during the year</i>				
GREATER WALTHAM ARC 56 CHESTNUT STREET WALTHAM,MA 02453	NONE	501C3	ANNUAL HARVEST BREAKFAST	1,500
MANTER MARK - WALTHAM PUBLIC LIBRARY PO BOX 205 FALMOUTH,MA 02541	NONE	501C3	WALTHAM LIBRARY BOOKMARKS	505
MILFORD REGIONAL HEALTHCARE FOUNDATION 14 PROSPECT STREET MILFORD,MA 01757	NONE	501C3	23RD ANNUAL GOLF CLASSIC SPONSOR	5,000
WRENTHAM ELEMENTARY SCHOOLS TRUST 120 TAUNTON STREET WRENTHAM,MA 02093	NONE	501C3	NATIVE MUSEUM SPONSORSHIP	1,045
THE BARRY L PRICE REHABILITATION CENTER 77 ROWE STREET NEWTON,MA 02466	NONE	501C3	22ND ANNUAL GALA SPONSORSHIP	5,000
AMERICAN CONSUMER CREDIT COUNSELING 130 RUMFORD AVENUE NEWTON,MA 02466	NONE	501C3	2012 DONATION	10,000
NEW HOPE 140 PARK STREET ATTLEBORO,MA 02703	NONE	501C3	HIGHLIGHTS FOR HOPE, FRANKLIN	10,875
FRANKLIN POP WARNER CHARGERS PO BOX 66 FRANKLIN,MA 02038	NONE	501C3	ASL INTERPRETER SPONSOR	500
WALTHAM GRIDIRON FOUNDATION 157 LONGFELLOW ROAD WALTHAM,MA 02453	NONE	501C3	SEASON SPONSOR	220
FRANKLIN CHILDREN'S SCHOOL 900 CHESTNUT STREET FRANKLIN,MA 02038	NONE	501C3	FALL FAIR SPONSOR	500
FRANKLIN ART ASSOCIATION 279 E CENTRAL STREET FRANKLIN,MA 02038	NONE	501C3	FALL ART EXHIBIT SPONSOR	1,000
FRANKLIN MUSIC BOOSTERS INC PO BOX 492 FRANKLIN,MA 02038	NONE	501C3	2012-12 AD BOOK SPONSOR	125
ROTARY CLUB OF MILFORD C/O 115 HOLLISTON STREET MILFORD,MA 02038	NONE	501C3	2012 AD SPONSOR	300
SPRINGWELL 125 WALNUT STREET WATERTOWN,MA 02472	NONE	501C3	MONEY MANAGEMENT PROGRAM DONATION	500
HOCKOMOCK AREA YMCA 300 ELMWOOD STREET N ATTLEBORO,MA 02760	NONE	501C3	LEGENDS BALL/GOLF SPONSOR	5,000

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FHS GIRLS ICE HOCKEY BOOSTER CLUB PO BOX 620 FRANKLIN,MA 02038	NONE	501C3	2012 AD SPONSOR	150
WALTHAM PARTNERSHIP FOR YOUTH 510 MOODY STREET WALTHAM,MA 02453	NONE	501C3	SPELLING BEE SPONSOR	300
KENNEDY SCHOOL PCC 551 POND STREET FRANKLIN,MA 02038	NONE	501C3	LADYBUG 5K SPONSOR	500
HOPEDALE JUNIOR-SENIOR HIGH SCHOOL 25 ADIN STREET HOPEDALE,MA 01747	NONE	501C3	THE DALE 2013 YEARBOOK	190
UNDERSTANDING OUR DIFFERENCES 100 WALNUT STREEET NEWTON,MA 02460	NONE	501C3	DONATION AND EVENT SPONSORSHIP	2,500
CHARLES RIVER CHORALE PO BOX 406 MILLIS,MA 02054	NONE	501C3	WINTER AND SPRING PROGRAM SPONSOR	165
NEWTON COMMUNITY PRIDE 225 NEVADA STREET NEWTON,MA 02460	NONE	501C3	YOUNG MUSICIANS CONCERT SPONSOR	125
GREATER MILFORD BALLET ASSOCIATION 28 BELLINGHAM STREET MENDON,MA 01756	NONE	501C3	NUTCRACKER PROGRAM SPONSOR	500
BELLINGHAM HIGH SCHOOL HOCKEY BOOSTER CLUB PO BOX 711 BELLINGHAM,MA 02019	NONE	501C3	2012 PROGRAM SPONSOR	195
EASTER SEALS MASSACHUSETTS 484 MAIN STREET WORCESTER,MA 01608	NONE	501C3	SERVICE AREA DONATION	5,000
COMMUNITY DAY CENTER OF WALTHAM PO BOX 541066 WALTHAM,MA 02454	NONE	501C3	HOMELESS SHELTER KITCHEN BUILD OUT	10,000
J PHILIP BERQUIST CHILDREN'S DYSLEXIA CENTER 458 NEWTONVILLE AVENUE NEWTON,MA 02460	NONE	501C3	PROGRAM DONATION	5,000
TOP BANANA EDUCATION FOUNDATION 56 WINCHESTER STREET NEWTON,MA 02461	NONE	501C3	DONATION	5,000
WOMEN OF MEANS 148 LINDEN STREET SUITE 208 WELLESLEY,MA 02482	NONE	501C3	DONATION - WALTHAM SHELTERS	10,000
FRIENDS OF THE NEWTON FREE LIBRARY 330 HOMER STREET NEWTON,MA 02465	NONE	501C3	SPRING FLING SPONSOR	1,000

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BELLINGHAM YOUTH BASKETBALL ASSOCIATION 42 FLAGG DRIVE BELLINGHAM,MA 02019	NONE	501C3	SEASON SPONSOR	100
BELLINGHAM HIGH SCHOOL BASKETBALL BOOSTERS CLUB 334 MAPLE STREET BELLINGHAM,MA 02019	NONE	501C3	SEASON SPONSOR	195
FRIENDS OF WRENTHAM PO BOX 144 WRENTHAM,MA 02093	NONE	501C3	HOLIDAY APPEAL	250
FRANKLIN HIGH SCHOOL BOYS BASKETBALL BOOSTERS CLUB 205 JORDAN ROAD FRANKLIN,MA 02038	NONE	501C3	SEASON SPONSOR	200
MEDFIELD FOUNDATION INC 459 MAIN STREET MEDFIELD,MA 02052	NONE	501C3	VOLUNTEER OF YEAR AWARD SPONSOR	1,000
HESSCO ELDER SERVICES INC 1 MERCHANT STREET SHARON,MA 02067	NONE	501C3	CARE TRANSITION PROGRAM	10,000
HOPEDALE MEMORIAL ELEMENTARY SCHOOL PACE 6 PROSPECT STREET HOPEDALE,MA 01747	NONE	501C3	PLAYGROUND REVITALIZATION PROJECT	1,000
FRANCISCAN HOSPITAL FOR CHILDREN 30 WARREN STREET BRIGHTON,MA 02135	NONE	501C3	ASSISTIVE TECHNOLOGY EQUIPMENT	7,820
THE EDINBURG CENTER 1040 WALTHAM STREET LEXINGTON,MA 02421	NONE	501C3	WALTHAM JAIL DIVERSION PROGRAM	5,000
SENSEABILITY GYM PO BOX 77 HOPEDALE,MA 01747	NONE	501C3	GYM BUILD FUNDRAISER	5,000
FRIENDS OF THE BELLINGHAM PUBLIC LIBRARY 100 BLACKSTONE STREET BELLINGHAM,MA 02019	NONE	501C3	DONATION	1,500
FRIENDS OF BOYDEN LIBRARY FOUNDATION 16 CHESTNUT STREET FOXBOROUGH,MA 02035	NONE	501C3	DONATION	1,500
FRANKLIN MUSIC BOOSTERS INC PO BOX 492 FRANKLIN,MA 02038	NONE	501C3	DONATION	1,500
MEDFIELD FOOD CUPBOARD PO BOX 172 MEDFIELD,MA 02052	NONE	501C3	DONATION	1,500
MILFORD DAILY BREAD FOOD PANTRY PO BOX 122 MILFORD,MA 01757	NONE	501C3	DONATION	1,500

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NEWTON FIREFIGHTERS CHILDREN'S FUND 18 BERKLEY STREET WALTHAM,MA 02451	NONE	501C3	DONATION	1,000
ADVOCATES INC 515 WALNUT STREET NEWTON,MA 02460	NONE	501C3	DONATION	500
WALTHAM BOYS & GIRLS CLUB 20 EXCHANGE STREET WALTHAM,MA 02451	NONE	501C3	DONATION	3,000
<b>Total . . . . .</b>			<b>3a</b>	268,245

## TY 2012 Accounting Fees Schedule

**Name:** ROCKLAND TRUST CHARITABLE FOUNDATION

**EIN:** 20-2668833

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BLUM SHAPIRO TAX RETURN PREP	3,575	900		2,675



**TY 2012 Investments Corporate  
Stock Schedule****Name:** ROCKLAND TRUST CHARITABLE FOUNDATION**EIN:** 20-2668833

Name of Stock	End of Year Book Value	End of Year Fair Market Value
INDEPENDENT BANK CORP MASSACHUSETTS	5,120,097	5,120,097

**TY 2012 Other Expenses Schedule****Name:** ROCKLAND TRUST CHARITABLE FOUNDATION**EIN:** 20-2668833

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ADMINISTRATIVE EXPENSES	7,000	0		0
MA FILING FEES	85	0		0
MISCELLANEOUS EXPENSE	247	0		0

**TY 2012 Other Increases Schedule****Name:** ROCKLAND TRUST CHARITABLE FOUNDATION**EIN:** 20-2668833

Description	Amount
UNREALIZED GAIN ON INVESTMENTS	293,587
REVERSAL OF ACCRUED GRANT PAYABLE	60,000

**TY 2012 Taxes Schedule**

**Name:** ROCKLAND TRUST CHARITABLE FOUNDATION

**EIN:** 20-2668833

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAXES	2,065	0		0