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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

2012

Open to public inspection

For calendar year 2012 or tax year beginning

, and ending

Name of foundation COLBURN-KEENAN FOUNDATION, INC.		A Employer identification number 20-4634920
Number and street (or P.O. box number if mail is not delivered to street address) P.O. BOX 811	Room/suite	B Telephone number 800-966-2431
City or town, state, and ZIP code ENFIELD, CT 06083		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <div style="display: flex; justify-content: space-between;"> <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> </div>		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H 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		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 10,801,497. (Part I, column (d) must be on cash basis.)	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

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).)		(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		3,329,299.		N/A	
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		15,769.	15,769.		STATEMENT 1
4 Dividends and interest from securities		242,127.	242,127.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		24,314.			
b Gross sales price for all assets on line 6a 174,999.					
7 Capital gain net income (from Part IV, line 2)			24,314.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11		3,611,509.	282,210.		
13 Compensation of officers, directors, trustees, etc.		51,834.	0.		26,353.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees STMT 3		11,775.	5,888.		5,887.
c Other professional fees STMT 4		40,776.	40,776.		0.
17 Interest					
18 Taxes STMT 5		4,466.	0.		2,271.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings		910.	0.		0.
22 Printing and publications		29,003.	0.		0.
23 Other expenses STMT 6		9,711.	0.		3,087.
24 Total operating and administrative expenses. Add lines 13 through 23		148,475.	46,664.		37,598.
25 Contributions, gifts, grants paid		252,397.			252,397.
26 Total expenses and disbursements. Add lines 24 and 25		400,872.	46,664.		289,995.
27 Subtract line 26 from line 12.		3,210,637.			
a Excess of revenue over expenses and disbursements			235,546.		
b Net investment income (if negative, enter -0-)					
c Adjusted net income (if negative, enter -0-)				N/A	

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1 Cash - non-interest-bearing			703,428.	264,832.	264,832.
	2 Savings and temporary cash investments					
	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					
	7 Other notes and loans receivable	1,952,941.				
	Less: allowance for doubtful accounts	0.		0.	1,952,941.	1,952,941.
	8 Inventories for sale or use					
	9 Prepaid expenses and deferred charges					
	10a Investments - U.S. and state government obligations					
	b Investments - corporate stock	STMT 7		6,574,708.	8,262,903.	8,575,624.
	c Investments - corporate bonds					
Liabilities	11 Investments - land, buildings, and equipment basis					
	Less: accumulated depreciation					
	12 Investments - mortgage loans					
	13 Investments - other					
	14 Land, buildings, and equipment basis					
	Less: accumulated depreciation					
	15 Other assets (describe: WORKS OF ART)			0.	8,100.	8,100.
	16 Total assets (to be completed by all filers)			7,278,136.	10,488,776.	10,801,497.
	17 Accounts payable and accrued expenses					
	18 Grants payable					
19 Deferred revenue						
20 Loans from officers, directors, trustees, and other disqualified persons						
21 Mortgages and other notes payable						
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	<input checked="" type="checkbox"/>				
	and complete lines 24 through 26 and lines 30 and 31.					
	24 Unrestricted			7,240,426.	10,468,026.	
	25 Temporarily restricted			37,710.	20,750.	
	26 Permanently restricted					
	Foundations that do not follow SFAS 117, check here	<input type="checkbox"/>				
	and complete lines 27 through 31.					
27 Capital stock, trust principal, or current funds						
28 Paid-in or capital surplus, or land, bldg., and equipment fund						
29 Retained earnings, accumulated income, endowment, or other funds						
30 Total net assets or fund balances			7,278,136.	10,488,776.		
31 Total liabilities and net assets/fund balances			7,278,136.	10,488,776.		

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	7,278,136.
2 Enter amount from Part I, line 27a	2	3,210,637.
3 Other increases not included in line 2 (itemize): ROUNDING	3	3.
4 Add lines 1, 2, and 3	4	10,488,776.
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	10,488,776.

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 SEI PRIVATE TRUST COMPANY		P	05/04/09	07/31/12
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 174,999.		150,685.	24,314.	
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			24,314.	
b				
c				
d				
e				
2 Capital gain net income or (net capital loss)		24,314.		
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)		N/A		

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	220,115.	6,720,573.	.032752
2010	234,363.	5,421,365.	.043230
2009	187,268.	4,189,928.	.044695
2008	134,241.	3,636,421.	.036916
2007	94,425.	765,556.	.123342
2 Total of line 1, column (d)			.280935
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			.056187
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5			8,153,666.
5 Multiply line 4 by line 3			458,130.
6 Enter 1% of net investment income (1% of Part I, line 27b)			2,355.
7 Add lines 5 and 6			460,485.
8 Enter qualifying distributions from Part XII, line 4			289,995.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	4,711.
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	4,711.
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	4,711.
6 Credits/Payments			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	4,858.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments Add lines 6a through 6d	7	4,858.	
8 Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	147.	
11 Enter the amount of line 10 to be Credited to 2013 estimated tax	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
1c 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. \$ 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.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		N/A
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) CT		
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

Form 990-PF (2012)

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)			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)			X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address WWW.COLKEEN.ORG	X		
14	The books are in care of KIMBERLY CONANT Telephone no. 800-966-2431 Located at P.O. BOX 811, ENFIELD, CT ZIP+4 06083			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A	
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country	16	Yes	No X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<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? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A	1b
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?		1c X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? If "Yes," list the years	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
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)	N/A	2b
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.)	N/A	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

Form 990-PF (2012)

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)?

☐ Yes ☒ No

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

☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

5b

X

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?

N/A

☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

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

6b

X

If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

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.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 8		45,950.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). 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

Form 990-PF (2012)

Part VIII**Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** (continued)**3** Five highest-paid independent contractors for professional services. 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 N/A	
2	
3	
4	

Part IX-B**Summary of Program-Related Investments**

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

	Amount
1 N/A	
2	
All other program-related investments See instructions	
3	
Total. Add lines 1 through 3	0.

Form 990-PF (2012)

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	7,925,403.
b	Average of monthly cash balances	1b	352,430.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	8,277,833.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	8,277,833.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	124,167.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	8,153,666.
6	Minimum investment return. Enter 5% of line 5	6	407,683.

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	407,683.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	4,711.
b	Income tax for 2012 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	4,711.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	402,972.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	402,972.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	402,972.

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	289,995.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	289,995.
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	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	289,995.

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				402,972.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			101,455.	
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007				
b From 2008				
c From 2009				
d From 2010				
e From 2011				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 289,995.				
a Applied to 2011, but not more than line 2a			101,455.	
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	0.			188,540.
e Remaining amount distributed out of corpus	0.			0.
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:	0.			
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5	0.			
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 instr.			0.	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				214,432.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	0.			
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				

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

N/A

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

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

Tax year

(a) 2012

(b) 2011

Prior 3 years

(c) 2010

(d) 2009

(e) Total

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

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

NONE

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

NONE

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

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

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

COLBURN-KEENAN FOUNDATION, INC., 800-966-2431, ADMIN@COLKEEN.ORG
PO BOX 811, ENFIELD, CT 06083

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

CALL, WRITE OR SEE WWW.COLKEEN.ORG FOR AN APPLICATION.

c Any submission deadlines

OCTOBER 1ST EACH YEAR.

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

PROJECTS MUST INTEND TO IMPROVE THE QUALITY OF LIFE AND HEALTH OF MEMBERS OF THE BLEEDING DISORDERS AND CHRONIC ILLNESSES 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)				
a Paid during the year				
INDIVIDUAL # 1 PO BOX 811 ENFIELD, CT 06083	NONE	N/A	ASSISTANCE FOR PERSONS WHO ARE LIVING WITH CHRONIC ILLNESSES.	916.
INDIVIDUAL # 2 PO BOX 811 ENFIELD, CT 06083	NONE	N/A	ASSISTANCE FOR PERSONS WHO ARE LIVING WITH CHRONIC ILLNESSES.	150.
INDIVIDUAL # 3 PO BOX 811 ENFIELD, CT 06083	NONE	N/A	ASSISTANCE FOR PERSONS WHO ARE LIVING WITH CHRONIC ILLNESSES.	4,845.
INDIVIDUAL # 4 PO BOX 811 ENFIELD, CT 06083	NONE	N/A	ASSISTANCE FOR PERSONS WHO ARE LIVING WITH CHRONIC ILLNESSES.	2,095.
INDIVIDUAL # 5 PO BOX 811 ENFIELD, CT 06083	NONE	N/A	ASSISTANCE FOR PERSONS WHO ARE LIVING WITH CHRONIC ILLNESSES.	1,595.
Total SEE CONTINUATION SHEET(S) ▶ 3a				252,397.
b Approved for future payment				
INDIVIDUAL # 106 PO BOX 811 ENFIELD, CT 06083	NONE	N/A	SCHOLARSHIP	2,000.
INDIVIDUAL # 107 PO BOX 811 ENFIELD, CT 06083	NONE	N/A	SCHOLARSHIP	2,000.
INDIVIDUAL # 108 PO BOX 811 ENFIELD, CT 06083	NONE	N/A	SCHOLARSHIP	1,000.
Total SEE CONTINUATION SHEET(S) ▶ 3b				18,000.

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

Employer identification number

COLBURN-KEENAN FOUNDATION, INC.

20-4634920

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization

☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation

☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation

☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

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

Special Rules

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

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

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2012)

Name of organization	Employer identification number
COLBURN-KEENAN FOUNDATION, INC.	20-4634920

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	DONALD COLBURN TRUST 330 WHITNEY AVE;STE 800 HOLYOKE, MA 01040	\$ 1,065,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
2	KATHY ANN KEENAN TRUST 330 WHITNEY AVE;STE 800 HOLYOKE, MA 01040	\$ 120,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
3	DONALD COLBURN TRUST 330 WHITNEY AVE;STE 800 HOLYOKE, MA 01040	\$ 8,100.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution.)
4	TREVOR SHAW AND JEAN DIRKSE 624 SOUTH 160TH STREET HOLLAND, MI 49423	\$ 8,250.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution.)
5	AMERICAN HOMECARE FEDERATION, INC. PO BOX 985 ENFIELD, CT 06083	\$ 36,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
6	THE HEMOPHILIA ALLIANCE 1758 ALLENTOWN ROAD #183 LANSDALE, PA 19446	\$ 10,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

Name of organization

Employer identification number

COLBURN-KEENAN FOUNDATION, INC.

20-4634920

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	GREATER HARTFORD COMMUNITY FOUNDATION 90 STATE HOUSE SQUARE HARTFORD, CT 06103	\$ 7,039.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
8	DONALD COLBURN TRUST & KATHY ANN KEENAN TRUST 330 WHITNEY AVE;STE 800 HARTFORD, MA 01040	\$ 2,010,505.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

Name of organization

Employer identification number

COLBURN-KEENAN FOUNDATION, INC.

20-4634920

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
3	THREE WATERCOLOR PAINTINGS	\$ 8,100.	10/30/12
4	2 SOUTH AFRICAN SAFARI PACKAGES FOR TWO	\$ 8,250.	09/22/12
8	NOTE RECEIVABLE	\$ 2,010,505.	11/01/12
		\$	
		\$	
		\$	

Name of organization

Employer identification number

COLBURN-KEENAN FOUNDATION, INC.

20-4634920

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.) ▶ \$

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
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
INDIVIDUAL # 6 PO BOX 811 ENFIELD, CT 06083	NONE	N/A	ASSISTANCE FOR PERSONS WHO ARE LIVING WITH CHRONIC ILLNESSES.	3,600.
INDIVIDUAL # 7 PO BOX 811 ENFIELD, CT 06083	NONE	N/A	ASSISTANCE FOR PERSONS WHO ARE LIVING WITH CHRONIC ILLNESSES.	960.
INDIVIDUAL # 8 PO BOX 811 ENFIELD, CT 06083	NONE	N/A	ASSISTANCE FOR PERSONS WHO ARE LIVING WITH CHRONIC ILLNESSES.	2,000.
INDIVIDUAL # 9 PO BOX 811 ENFIELD, CT 06083	NONE	N/A	ASSISTANCE FOR PERSONS WHO ARE LIVING WITH CHRONIC ILLNESSES.	1,542.
INDIVIDUAL # 10 PO BOX 811 ENFIELD, CT 06083	NONE	N/A	ASSISTANCE FOR PERSONS WHO ARE LIVING WITH CHRONIC ILLNESSES.	1,534.
INDIVIDUAL # 11 PO BOX 811 ENFIELD, CT 06083	NONE	N/A	ASSISTANCE FOR PERSONS WHO ARE LIVING WITH CHRONIC ILLNESSES.	595.
INDIVIDUAL # 12 PO BOX 811 ENFIELD, CT 06083	NONE	N/A	ASSISTANCE FOR PERSONS WHO ARE LIVING WITH CHRONIC ILLNESSES.	1,230.
INDIVIDUAL # 13 PO BOX 811 ENFIELD, CT 06083	NONE	N/A	ASSISTANCE FOR PERSONS WHO ARE LIVING WITH CHRONIC ILLNESSES.	658.
INDIVIDUAL # 14 PO BOX 811 ENFIELD, CT 06083	NONE	N/A	ASSISTANCE FOR PERSONS WHO ARE LIVING WITH CHRONIC ILLNESSES.	1,547.
INDIVIDUAL # 15 PO BOX 811 ENFIELD, CT 06083	NONE	N/A	ASSISTANCE FOR PERSONS WHO ARE LIVING WITH CHRONIC ILLNESSES.	797.
Total from continuation sheets				242,796.

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
INDIVIDUAL # 16 PO BOX 811 ENFIELD, CT 06083	NONE	N/A	ASSISTANCE FOR PERSONS WHO ARE LIVING WITH CHRONIC ILLNESSES.	2,761.
INDIVIDUAL # 17 PO BOX 811 ENFIELD, CT 06083	NONE	N/A	ASSISTANCE FOR PERSONS WHO ARE LIVING WITH CHRONIC ILLNESSES.	6,096.
INDIVIDUAL # 18 PO BOX 811 ENFIELD, CT 06083	NONE	N/A	ASSISTANCE FOR PERSONS WHO ARE LIVING WITH CHRONIC ILLNESSES.	4,851.
INDIVIDUAL # 19 PO BOX 811 ENFIELD, CT 06083	NONE	N/A	ASSISTANCE FOR PERSONS WHO ARE LIVING WITH CHRONIC ILLNESSES.	1,550.
INDIVIDUAL # 20 PO BOX 811 ENFIELD, CT 06083	NONE	N/A	ASSISTANCE FOR PERSONS WHO ARE LIVING WITH CHRONIC ILLNESSES.	6,113.
INDIVIDUAL # 21 PO BOX 811 ENFIELD, CT 06083	NONE	N/A	ASSISTANCE FOR PERSONS WHO ARE LIVING WITH CHRONIC ILLNESSES.	7,745.
INDIVIDUAL # 22 PO BOX 811 ENFIELD, CT 06083	NONE	N/A	ASSISTANCE FOR PERSONS WHO ARE LIVING WITH CHRONIC ILLNESSES.	1,041.
INDIVIDUAL # 23 PO BOX 811 ENFIELD, CT 06083	NONE	N/A	ASSISTANCE FOR PERSONS WHO ARE LIVING WITH CHRONIC ILLNESSES.	2,390.
INDIVIDUAL # 24 PO BOX 811 ENFIELD, CT 06083	NONE	N/A	ASSISTANCE FOR PERSONS WHO ARE LIVING WITH CHRONIC ILLNESSES.	3,484.
INDIVIDUAL # 25 PO BOX 811 ENFIELD, CT 06083	NONE	N/A	ASSISTANCE FOR PERSONS WHO ARE LIVING WITH CHRONIC ILLNESSES.	1,102.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
INDIVIDUAL # 26 PO BOX 811 ENFIELD, CT 06083	NONE	N/A	ASSISTANCE FOR PERSONS WHO ARE LIVING WITH CHRONIC ILLNESSES.	1,365.
INDIVIDUAL # 27 PO BOX 811 ENFIELD, CT 06083	NONE	N/A	ASSISTANCE FOR PERSONS WHO ARE LIVING WITH CHRONIC ILLNESSES.	2,622.
INDIVIDUAL # 28 PO BOX 811 ENFIELD, CT 06083	NONE	N/A	ASSISTANCE FOR PERSONS WHO ARE LIVING WITH CHRONIC ILLNESSES.	740.
INDIVIDUAL # 29 PO BOX 811 ENFIELD, CT 06083	NONE	N/A	ASSISTANCE FOR PERSONS WHO ARE LIVING WITH CHRONIC ILLNESSES.	776.
INDIVIDUAL # 30 PO BOX 811 ENFIELD, CT 06083	NONE	N/A	ASSISTANCE FOR PERSONS WHO ARE LIVING WITH CHRONIC ILLNESSES.	1,740.
INDIVIDUAL # 31 PO BOX 811 ENFIELD, CT 06083	NONE	N/A	ASSISTANCE FOR PERSONS WHO ARE LIVING WITH CHRONIC ILLNESSES.	727.
INDIVIDUAL # 32 PO BOX 811 ENFIELD, CT 06083	NONE	N/A	ASSISTANCE FOR PERSONS WHO ARE LIVING WITH CHRONIC ILLNESSES.	1,566.
INDIVIDUAL # 33 PO BOX 811 ENFIELD, CT 06083	NONE	N/A	ASSISTANCE FOR PERSONS WHO ARE LIVING WITH CHRONIC ILLNESSES.	719.
INDIVIDUAL # 34 PO BOX 811 ENFIELD, CT 06083	NONE	N/A	ASSISTANCE FOR PERSONS WHO ARE LIVING WITH CHRONIC ILLNESSES.	919.
INDIVIDUAL # 35 PO BOX 811 ENFIELD, CT 06083	NONE	N/A	ASSISTANCE FOR PERSONS WHO ARE LIVING WITH CHRONIC ILLNESSES.	1,560.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
INDIVIDUAL # 36 PO BOX 811 ENFIELD, CT 06083	NONE	N/A	ASSISTANCE FOR PERSONS WHO ARE LIVING WITH CHRONIC ILLNESSES.	702.
INDIVIDUAL # 37 PO BOX 811 ENFIELD, CT 06083	NONE	N/A	ASSISTANCE FOR PERSONS WHO ARE LIVING WITH CHRONIC ILLNESSES.	1,577.
INDIVIDUAL # 38 PO BOX 811 ENFIELD, CT 06083	NONE	N/A	ASSISTANCE FOR PERSONS WHO ARE LIVING WITH CHRONIC ILLNESSES.	2,784.
INDIVIDUAL # 39 PO BOX 811 ENFIELD, CT 06083	NONE	N/A	ASSISTANCE FOR PERSONS WHO ARE LIVING WITH CHRONIC ILLNESSES.	1,015.
INDIVIDUAL # 40 PO BOX 811 ENFIELD, CT 06083	NONE	N/A	ASSISTANCE FOR PERSONS WHO ARE LIVING WITH CHRONIC ILLNESSES.	1,170.
INDIVIDUAL # 41 PO BOX 811 ENFIELD, CT 06083	NONE	N/A	ASSISTANCE FOR PERSONS WHO ARE LIVING WITH CHRONIC ILLNESSES.	2,066.
INDIVIDUAL # 42 PO BOX 811 ENFIELD, CT 06083	NONE	N/A	ASSISTANCE FOR PERSONS WHO ARE LIVING WITH CHRONIC ILLNESSES.	2,404.
INDIVIDUAL # 43 PO BOX 811 ENFIELD, CT 06083	NONE	N/A	ASSISTANCE FOR PERSONS WHO ARE LIVING WITH CHRONIC ILLNESSES.	1,050.
INDIVIDUAL # 44 PO BOX 811 ENFIELD, CT 06083	NONE	N/A	ASSISTANCE FOR PERSONS WHO ARE LIVING WITH CHRONIC ILLNESSES.	1,430.
INDIVIDUAL # 45 PO BOX 811 ENFIELD, CT 06083	NONE	N/A	ASSISTANCE FOR PERSONS WHO ARE LIVING WITH CHRONIC ILLNESSES.	2,705.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
INDIVIDUAL # 46 PO BOX 811 ENFIELD, CT 06083	NONE	N/A	ASSISTANCE FOR PERSONS WHO ARE LIVING WITH CHRONIC ILLNESSES.	700.
INDIVIDUAL # 47 PO BOX 811 ENFIELD, CT 06083	NONE	N/A	ASSISTANCE FOR PERSONS WHO ARE LIVING WITH CHRONIC ILLNESSES.	4,097.
INDIVIDUAL # 48 PO BOX 811 ENFIELD, CT 06083	NONE	N/A	ASSISTANCE FOR PERSONS WHO ARE LIVING WITH CHRONIC ILLNESSES.	833.
INDIVIDUAL # 49 PO BOX 811 ENFIELD, CT 06083	NONE	N/A	ASSISTANCE FOR PERSONS WHO ARE LIVING WITH CHRONIC ILLNESSES.	1,307.
INDIVIDUAL # 50 PO BOX 811 ENFIELD, CT 06083	NONE	N/A	ASSISTANCE FOR PERSONS WHO ARE LIVING WITH CHRONIC ILLNESSES.	1,075.
INDIVIDUAL # 51 PO BOX 811 ENFIELD, CT 06083	NONE	N/A	ASSISTANCE FOR PERSONS WHO ARE LIVING WITH CHRONIC ILLNESSES.	4,500.
INDIVIDUAL # 52 PO BOX 811 ENFIELD, CT 06083	NONE	N/A	ASSISTANCE FOR PERSONS WHO ARE LIVING WITH CHRONIC ILLNESSES.	851.
INDIVIDUAL # 53 PO BOX 811 ENFIELD, CT 06083	NONE	N/A	ASSISTANCE FOR PERSONS WHO ARE LIVING WITH CHRONIC ILLNESSES.	660.
INDIVIDUAL # 54 PO BOX 811 ENFIELD, CT 06083	NONE	N/A	ASSISTANCE FOR PERSONS WHO ARE LIVING WITH CHRONIC ILLNESSES.	2,167.
INDIVIDUAL # 55 PO BOX 811 ENFIELD, CT 06083	NONE	N/A	ASSISTANCE FOR PERSONS WHO ARE LIVING WITH CHRONIC ILLNESSES.	5,359.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
INDIVIDUAL # 56 PO BOX 811 ENFIELD, CT 06083	NONE	N/A	ASSISTANCE FOR PERSONS WHO ARE LIVING WITH CHRONIC ILLNESSES.	1,239.
INDIVIDUAL # 57 PO BOX 811 ENFIELD, CT 06083	NONE	N/A	ASSISTANCE FOR PERSONS WHO ARE LIVING WITH CHRONIC ILLNESSES.	2,925.
INDIVIDUAL # 58 PO BOX 811 ENFIELD, CT 06083	NONE	N/A	ASSISTANCE FOR PERSONS WHO ARE LIVING WITH CHRONIC ILLNESSES.	5,730.
INDIVIDUAL # 59 PO BOX 811 ENFIELD, CT 06083	NONE	N/A	ASSISTANCE FOR PERSONS WHO ARE LIVING WITH CHRONIC ILLNESSES.	945.
INDIVIDUAL # 60 PO BOX 811 ENFIELD, CT 06083	NONE	N/A	ASSISTANCE FOR PERSONS WHO ARE LIVING WITH CHRONIC ILLNESSES.	761.
INDIVIDUAL # 61 PO BOX 811 ENFIELD, CT 06083	NONE	N/A	ASSISTANCE FOR PERSONS WHO ARE LIVING WITH CHRONIC ILLNESSES.	1,093.
INDIVIDUAL # 62 PO BOX 811 ENFIELD, CT 06083	NONE	N/A	ASSISTANCE FOR PERSONS WHO ARE LIVING WITH CHRONIC ILLNESSES.	561.
INDIVIDUAL # 63 PO BOX 811 ENFIELD, CT 06083	NONE	N/A	ASSISTANCE FOR PERSONS WHO ARE LIVING WITH CHRONIC ILLNESSES.	1,000.
INDIVIDUAL # 64 PO BOX 811 ENFIELD, CT 06083	NONE	N/A	ASSISTANCE FOR PERSONS WHO ARE LIVING WITH CHRONIC ILLNESSES.	5,733.
INDIVIDUAL # 65 PO BOX 811 ENFIELD, CT 06083	NONE	N/A	ASSISTANCE FOR PERSONS WHO ARE LIVING WITH CHRONIC ILLNESSES.	2,416.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
INDIVIDUAL # 66 PO BOX 811 ENFIELD, CT 06083	NONE	N/A	ASSISTANCE FOR PERSONS WHO ARE LIVING WITH CHRONIC ILLNESSES.	679.
INDIVIDUAL # 67 PO BOX 811 ENFIELD, CT 06083	NONE	N/A	ASSISTANCE FOR PERSONS WHO ARE LIVING WITH CHRONIC ILLNESSES.	2,125.
INDIVIDUAL # 68 PO BOX 811 ENFIELD, CT 06083	NONE	N/A	ASSISTANCE FOR PERSONS WHO ARE LIVING WITH CHRONIC ILLNESSES.	2,255.
INDIVIDUAL # 69 PO BOX 811 ENFIELD, CT 06083	NONE	N/A	ASSISTANCE FOR PERSONS WHO ARE LIVING WITH CHRONIC ILLNESSES.	4,000.
INDIVIDUAL # 70 PO BOX 811 ENFIELD, CT 06083	NONE	N/A	ASSISTANCE FOR PERSONS WHO ARE LIVING WITH CHRONIC ILLNESSES.	1,472.
INDIVIDUAL # 71 PO BOX 811 ENFIELD, CT 06083	NONE	N/A	ASSISTANCE FOR PERSONS WHO ARE LIVING WITH CHRONIC ILLNESSES.	1,622.
INDIVIDUAL # 72 PO BOX 811 ENFIELD, CT 06083	NONE	N/A	ASSISTANCE FOR PERSONS WHO ARE LIVING WITH CHRONIC ILLNESSES.	1,450.
INDIVIDUAL # 73 PO BOX 811 ENFIELD, CT 06083	NONE	N/A	ASSISTANCE FOR PERSONS WHO ARE LIVING WITH CHRONIC ILLNESSES.	100.
INDIVIDUAL # 74 PO BOX 811 ENFIELD, CT 06083	NONE	N/A	ASSISTANCE FOR PERSONS WHO ARE LIVING WITH CHRONIC ILLNESSES.	1,500.
INDIVIDUAL # 75 PO BOX 811 ENFIELD, CT 06083	NONE	N/A	ASSISTANCE FOR PERSONS WHO ARE LIVING WITH CHRONIC ILLNESSES.	1,408.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
INDIVIDUAL # 76 PO BOX 811 ENFIELD, CT 06083	NONE	N/A	SCHOLARSHIP	2,000.
INDIVIDUAL # 77 PO BOX 811 ENFIELD, CT 06083	NONE	N/A	SCHOLARSHIP	2,000.
INDIVIDUAL # 78 PO BOX 811 ENFIELD, CT 06083	NONE	N/A	SCHOLARSHIP	2,000.
INDIVIDUAL # 79 PO BOX 811 ENFIELD, CT 06083	NONE	N/A	SCHOLARSHIP	2,000.
INDIVIDUAL # 80 PO BOX 811 ENFIELD, CT 06083	NONE	N/A	SCHOLARSHIP	2,000.
INDIVIDUAL # 81 PO BOX 811 ENFIELD, CT 06083	NONE	N/A	SCHOLARSHIP	2,000.
INDIVIDUAL # 82 PO BOX 811 ENFIELD, CT 06083	NONE	N/A	SCHOLARSHIP	2,000.
INDIVIDUAL # 83 PO BOX 811 ENFIELD, CT 06083	NONE	N/A	SCHOLARSHIP	2,000.
INDIVIDUAL # 84 PO BOX 811 ENFIELD, CT 06083	NONE	N/A	SCHOLARSHIP	2,000.
INDIVIDUAL # 85 PO BOX 811 ENFIELD, CT 06083	NONE	N/A	SCHOLARSHIP	2,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
INDIVIDUAL # 86 PO BOX 811 ENFIELD, CT 06083	NONE	N/A	SCHOLARSHIP	2,000.
INDIVIDUAL # 87 PO BOX 811 ENFIELD, CT 06083	NONE	N/A	SCHOLARSHIP	2,000.
INDIVIDUAL # 88 PO BOX 811 ENFIELD, CT 06083	NONE	N/A	SCHOLARSHIP	2,000.
INDIVIDUAL # 89 PO BOX 811 ENFIELD, CT 06083	NONE	N/A	SCHOLARSHIP	2,000.
INDIVIDUAL # 90 PO BOX 811 ENFIELD, CT 06083	NONE	N/A	SCHOLARSHIP	2,000.
INDIVIDUAL # 91 PO BOX 811 ENFIELD, CT 06083	NONE	N/A	SCHOLARSHIP	2,000.
INDIVIDUAL # 92 PO BOX 811 ENFIELD, CT 06083	NONE	N/A	SCHOLARSHIP	1,000.
INDIVIDUAL # 93 PO BOX 811 ENFIELD, CT 06083	NONE	N/A	SCHOLARSHIP	2,000.
INDIVIDUAL # 94 PO BOX 811 ENFIELD, CT 06083	NONE	N/A	SCHOLARSHIP	2,000.
INDIVIDUAL # 95 PO BOX 811 ENFIELD, CT 06083	NONE	N/A	SCHOLARSHIP	2,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
INDIVIDUAL # 96 PO BOX 811 ENFIELD, CT 06083	NONE	N/A	SCHOLARSHIP	2,000.
INDIVIDUAL # 97 PO BOX 811 ENFIELD, CT 06083	NONE	N/A	SCHOLARSHIP	2,000.
INDIVIDUAL # 98 PO BOX 811 ENFIELD, CT 06083	NONE	N/A	SCHOLARSHIP	2,000.
INDIVIDUAL # 99 PO BOX 811 ENFIELD, CT 06083	NONE	N/A	SCHOLARSHIP	1,000.
INDIVIDUAL # 100 PO BOX 811 ENFIELD, CT 06083	NONE	N/A	SCHOLARSHIP	2,000.
INDIVIDUAL # 101 PO BOX 811 ENFIELD, CT 06083	NONE	N/A	SCHOLARSHIP	1,000.
INDIVIDUAL # 102 PO BOX 811 ENFIELD, CT 06083	NONE	N/A	SCHOLARSHIP	2,000.
INDIVIDUAL # 103 PO BOX 811 ENFIELD, CT 06083	NONE	N/A	SCHOLARSHIP	2,000.
INDIVIDUAL # 104 PO BOX 811 ENFIELD, CT 06083	NONE	N/A	SCHOLARSHIP	1,000.
INDIVIDUAL # 105 PO BOX 811 ENFIELD, CT 06083	NONE	N/A	SCHOLARSHIP	2,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
NATIONAL HEMOPHILIA FOUNDATION 116 WEST 32ND STREET NEW YORK, NY 10001	NONE	501(C)3	PROVIDE ASSISTANCE TO PATIENTS WITH SPECIFIC CHRONIC ILLNESSES	25,000.
NATIONAL HEMOPHILIA FOUNDATION NE 215 CENTENNIAL MALL SOUTH, STE 512 LINCOLN, NE 68508	NONE	501(C)3	PROVIDE ASSISTANCE TO PATIENTS WITH SPECIFIC CHRONIC ILLNESSES	5,000.
HEMOPHILIA FEDERATION OF AMERICA 210 7TH STREET SE, SUITE 200B WASHINGTON, DC 20003	NONE	501(C)3	PROVIDE ASSISTANCE TO PATIENTS WITH SPECIFIC CHRONIC ILLNESSES	5,000.
NATIONAL HEMOPHILIA FOUNDATION - CO 1536 WYNKOOP ST., BOX 26 DENVER, CO 80202	NONE	501(C)3	PROVIDE ASSISTANCE TO PATIENTS WITH SPECIFIC CHRONIC ILLNESSES	5,000.
NEW ENGLAND HEMOPHILIA ASSOCIATION 347 WASHINGTON STREET, STE 402 DEDHAM, MA 02026	NONE	501(C)3	PROVIDE ASSISTANCE TO PATIENTS WITH SPECIFIC CHRONIC ILLNESSES	5,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Approved for Future Payment (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
INDIVIDUAL # 109 PO BOX 811 ENFIELD, CT 06083	NONE	N/A	SCHOLARSHIP	2,000.
INDIVIDUAL # 110 PO BOX 811 ENFIELD, CT 06083	NONE	N/A	SCHOLARSHIP	1,000.
INDIVIDUAL # 111 PO BOX 811 ENFIELD, CT 06083	NONE	N/A	SCHOLARSHIP	1,000.
INDIVIDUAL # 112 PO BOX 811 ENFIELD, CT 06083	NONE	N/A	SCHOLARSHIP	2,000.
INDIVIDUAL # 113 PO BOX 811 ENFIELD, CT 06083	NONE	N/A	SCHOLARSHIP	1,000.
INDIVIDUAL # 114 PO BOX 811 ENFIELD, CT 06083	NONE	N/A	SCHOLARSHIP	1,000.
INDIVIDUAL # 115 PO BOX 811 ENFIELD, CT 06083	NONE	N/A	SCHOLARSHIP	1,000.
INDIVIDUAL # 116 PO BOX 811 ENFIELD, CT 06083	NONE	N/A	SCHOLARSHIP	2,000.
INDIVIDUAL # 117 PO BOX 811 ENFIELD, CT 06083	NONE	N/A	SCHOLARSHIP	2,000.
Total from continuation sheets				13,000.

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
TD BANK	15,769.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	15,769.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
SEI FAMILY WEALTH	242,127.	0.	242,127.
TOTAL TO FM 990-PF, PART I, LN 4	242,127.	0.	242,127.

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	11,775.	5,888.		5,887.
TO FORM 990-PF, PG 1, LN 16B	11,775.	5,888.		5,887.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT ADVISOR FEES	40,776.	40,776.		0.
TO FORM 990-PF, PG 1, LN 16C	40,776.	40,776.		0.

FORM 990-PF	TAXES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PAYROLL TAXES	4,466.	0.		2,271.
TO FORM 990-PF, PG 1, LN 18	4,466.	0.		2,271.

FORM 990-PF	OTHER EXPENSES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INSURANCE	2,128.	0.		0.
OFFICE EXPENSE	6,071.	0.		3,087.
MISCELLANEOUS EXPENSES	1,512.	0.		0.
TO FORM 990-PF, PG 1, LN 23	9,711.	0.		3,087.

FORM 990-PF	CORPORATE STOCK	STATEMENT	7
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
MUTUAL FUNDS- SEI	8,262,903.	8,575,624.
TOTAL TO FORM 990-PF, PART II, LINE 10B	8,262,903.	8,575,624.

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 8

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
SASHA ZATYRKA PO BOX 811 ENFIELD, CT 06082	EXECUTIVE DIRECTOR 30.00	45,950.	0.	0.
JANE CAVANAUGH SMITH PO BOX 811 ENFIELD, CT 06082	VICE PRESIDENT 1.00	0.	0.	0.
DAWN BRYANT PO BOX 811 ENFIELD, CT 06082	TREASURER 1.00	0.	0.	0.
DR. RICH STEINGART PO BOX 811 ENFIELD, CT 06082	BOARD MEMBER 1.00	0.	0.	0.
HILARY KEENAN PO BOX 811 ENFIELD, CT 06082	BOARD MEMBER 1.00	0.	0.	0.
CHRISTINE PINEO PO BOX 811 ENFIELD, CT 06082	BOARD MEMBER 1.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		45,950.	0.	0.

GENERAL EXPLANATION

STATEMENT 9

FORM/LINE IDENTIFIER AND DESCRIPTION/RETURN REFERENCE

FORM 990PF, PG 11, PART XV: - DISCLOSURE OF GRANT RECIPIENT INFORMATION

EXPLANATION:

IDENTIFYING INFORMATION FOR GRANT RECIPIENTS HAS BEEN OMITTED FROM PART XV FOR PRIVACY CONCERNS.

AS DESCRIBED IN PART XV, ITEM 3, GRANTS ARE MADE TO INDIVIDUALS WITH A SPECIFIC MEDICAL CONDITION.

IDENTIFYING INFORMATION WILL BE SUBMITTED TO THE IRS UPON REQUEST.

COLBURN-KEENAN FOUNDATION, INC.

Financial Statements and Schedule -- Modified Cash Basis

December 31, 2012 and 2011

(With Independent Auditor's Report Thereon)

COLBURN-KEENAN FOUNDATION, INC.

TABLE OF CONTENTS

	Page(s)
Independent Auditor's Report	1 - 2
Financial Statements:	
Statements of Assets, Liabilities and Net Assets - Modified Cash Basis	3
Statements of Revenues, Expenses and Changes in Net Assets - Modified Cash Basis	4
Statements of Cash Flows - Modified Cash Basis	5
Notes to Financial Statements	6 - 11
Supplemental Information:	
Schedule 1 - Functional Expenses - Modified Cash Basis	12

HARPER & WHITFIELD, P.C.

CERTIFIED PUBLIC ACCOUNTANTS

314 FARMINGTON AVENUE

FARMINGTON, CONNECTICUT 06032-1922

INDEPENDENT AUDITOR'S REPORT

The Board of Directors
Colburn-Keenan Foundation, Inc.

We have audited the accompanying financial statements of Colburn-Keenan Foundation, Inc. (a private foundation), which comprise the statements of assets, liabilities and net assets – modified cash basis as of December 31, 2012 and 2011, and the related statements of revenues, expenses and changes in net assets – modified cash basis and cash flows – modified cash basis for the years then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with the modified cash basis of accounting described in Note 1; this includes determining that the modified cash basis of accounting is an acceptable basis for the preparation of the financial statements in the circumstances. Management is also responsible for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audits. We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the assets, liabilities and net assets of the Colburn-Keenan Foundation, Inc. as of December 31, 2012 and 2011, and its revenues, expenses and changes in net assets for the years then ended in accordance with the modified cash basis of accounting described in Note 1.

Basis of Accounting

We draw attention to Note 1 of the financial statements, which describes the basis of accounting. The financial statements are prepared on the modified cash basis of accounting, which is a basis of accounting other than accounting principles generally accepted in the United States of America. Our opinion is not modified with respect to that matter.

Other Matter

Our audits were conducted for the purpose of forming an opinion on the financial statements as a whole. The schedule of functional expenses – modified cash basis included on page 12 is presented for purposes of additional analysis and is not a required part of the financial statements. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information has been subjected to the auditing procedures applied in the audits of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the information is fairly stated in all material respects in relation to the financial statements as a whole.

Harper & Whitfield P.C.

August 26, 2013
Farmington, Connecticut

COLBURN-KEENAN FOUNDATION, INC.

**Statements of Assets, Liabilities and Net Assets -
Modified Cash Basis**

December 31, 2012 and 2011

	<u>2012</u>	<u>2011</u>
<u>Assets</u>		
Current assets		
Cash and cash equivalents	\$ 264,832	\$ 703,428
Current portion of notes receivable	431,334	-
Works of art	8,100	-
Total current assets	<u>704,266</u>	<u>703,428</u>
Investments	<u>8,575,624</u>	<u>6,415,040</u>
Other assets		
Notes receivable, long-term portion	1,521,607	-
Total other assets	<u>1,521,607</u>	<u>-</u>
Total assets	<u>\$ 10,801,497</u>	<u>\$ 7,118,468</u>
<u>Liabilities and Net Assets</u>		
Net assets		
Unrestricted	\$ 10,780,747	\$ 7,080,758
Temporarily restricted	<u>20,750</u>	<u>37,710</u>
Total net assets	<u>10,801,497</u>	<u>7,118,468</u>
Total liabilities and net assets	<u>\$ 10,801,497</u>	<u>\$ 7,118,468</u>

See accompanying notes to financial statements.

COLBURN-KEENAN FOUNDATION, INC

Statements of Revenues, Expenses and Changes in Net Assets -
Modified Cash Basis

Years ended December 31, 2012 and 2011

	2012			2011		
	Unrestricted	Temporarily Restricted	Totals	Unrestricted	Temporarily Restricted	Totals
Revenues and support						
Contributions	\$ 3,219,654	\$ 40,250	\$ 3,259,904	\$ 1,517,223	\$ 53,250	\$ 1,570,473
Special event	69,395	-	69,395	-	-	-
Interest	15,769	-	15,769	1,966	-	1,966
Dividends	242,189	-	242,189	228,627	-	228,627
Net realized and unrealized gain (loss) on investments	496,644	-	496,644	(289,775)	-	(289,775)
Net assets released from restrictions	57,210	(57,210)	-	45,790	(45,790)	-
Total revenues and support	4,100,861	(16,960)	4,083,901	1,503,831	7,460	1,511,291
Expenses						
Program	284,108	-	284,108	204,555	-	204,555
Management and general	78,783	-	78,783	122,974	-	122,974
Fundraising	37,981	-	37,981	54	-	54
Total expenses	400,872	-	400,872	327,583	-	327,583
Changes in net assets	3,699,989	(16,960)	3,683,029	1,176,248	7,460	1,183,708
Net assets at beginning of year	7,080,758	37,710	7,118,468	5,904,510	30,250	5,934,760
Net assets at end of year	\$ 10,780,747	\$ 20,750	\$ 10,801,497	\$ 7,080,758	\$ 37,710	\$ 7,118,468

See accompanying notes to financial statements

COLBURN-KEENAN FOUNDATION, INC.

Statements of Cash Flows -
Modified Cash Basis

Years ended December 31, 2012 and 2011

	<u>2012</u>	<u>2011</u>
<u>Cash flows from operating activities</u>		
Changes in net assets	\$ 3,683,029	\$ 1,183,708
Adjustment needed to reconcile changes in net assets to net cash flows from operating activities:		
Notes receivable	(2,010,505)	-
Works of art	(8,100)	-
Net realized and unrealized (gain) loss on investments	<u>(496,644)</u>	<u>289,775</u>
Net cash flows from operating activities	<u>1,167,780</u>	<u>1,473,483</u>
<u>Cash flows from investing activities</u>		
Collections on notes receivable	57,564	-
Proceeds from sale of investments	2,538,616	305,003
Purchase of investments	<u>(4,202,556)</u>	<u>(1,755,973)</u>
Net cash flows from investing activities	<u>(1,606,376)</u>	<u>(1,450,970)</u>
Net increase (decrease) in cash and cash equivalents	(438,596)	22,513
Cash and cash equivalents at beginning of year	<u>703,428</u>	<u>680,915</u>
Cash and cash equivalents at end of year	<u><u>\$ 264,832</u></u>	<u><u>\$ 703,428</u></u>
<u>Supplemental disclosures of cash flow information</u>		
Cash paid during the year for federal excise taxes	\$ -	\$ 11,467

Supplemental disclosure of noncash investing activities

During the years ended December 31, 2012 and 2011, certain securities held in the investment portfolio were sold. The proceeds were reinvested in other securities also held in the investment portfolio. These transactions totaled \$2,288,616 and \$61,253 for 2012 and 2011, respectively.

COLBURN-KEENAN FOUNDATION, INC.

Notes to Financial Statements

December 31, 2012 and 2011

(1) **Organization, Basis of Presentation and Summary of Significant Accounting Policies**

Organization

Colburn-Keenan Foundation, Inc. (Foundation) was founded in 2006 as a private foundation and is organized and operated exclusively for charitable purposes in accordance with the laws of the State of Connecticut. The Foundation is exempt from federal income taxes under Section 501(c)(3) of the Internal Revenue Code. The primary purpose of the Foundation consists of providing assistance and support to individuals and families affected by chronic inherited bleeding disorders and other chronic illnesses. The Foundation also supports community, local and national organizations and institutions whose programs serve the needs of those with chronic inherited bleeding disorders and other chronic illnesses as well as students with bleeding disorders through a designated scholarship program for higher education.

Basis of Presentation

The accompanying financial statements have been prepared on the modified cash basis of accounting, which is a comprehensive basis of accounting other than accounting principles generally accepted in the United States of America. Under the modified cash basis, certain revenues and the related assets are recognized when received rather than when earned, and certain expenses are recognized when paid rather than when the obligations are incurred. Consequently, the Foundation has not recognized investment income receivable from brokers, promises to give from contributors, or accounts payable to vendors and the related changes in net assets in the accompanying financial statements.

The Foundation presents information regarding its financial position and activities according to three classes of net assets as follows:

Unrestricted net assets – Net assets which are currently available for operating purposes or invested in property and equipment.

Temporarily restricted net assets – Net assets which are restricted by donors for specific purposes or time periods.

Permanently restricted net assets – Net assets which are subject to donor-imposed stipulations that require that they be maintained permanently by the Foundation. Generally, the donors of these assets permit the use of all or part of the income earned on the related investments for general or specific purposes.

Summary of Significant Accounting Policies

(a) Cash and Cash Equivalents

Cash and cash equivalents include demand deposits and highly liquid investments held in various checking and money market accounts with original maturity dates of less than three months, unless such funds are held as a portion of the investment portfolio.

(b) Works of Art

Collection items are recorded at cost if purchased and at fair value at the date of accession if donated. Gains and losses from deaccessions are reported as changes in net assets based on the absence or existence and nature of donor-imposed restrictions. Collection items are protected, kept unencumbered, cared for, and preserved.

COLBURN-KEENAN FOUNDATION, INC.

Notes to Financial Statements

(c) **Investments**

Investments in marketable securities are recorded at their fair value as determined by quoted prices. Investment income or loss (including realized and unrealized gains or losses on investments, interest and dividends) is included in the change in net assets in the accompanying Statements of Revenues, Expenses and Changes in Net Assets - Modified Cash Basis.

In accordance with Internal Revenue Service regulations, the Foundation is generally required to distribute at least 5% of average investment assets annually. The Foundation's Board of Trustees has established a spending policy designed to create a stable stream of cash flow to support the Foundation's grant funding programs and administrative costs, to protect the value of the Foundation's assets against inflation, and to meet the minimum distribution requirements. Funds are invested in a well diversified asset mix that is intended to result in a consistent inflation-protected rate of return that has sufficient liquidity to support an annual distribution of 5%. Actual returns in any given year may vary from this amount. Investment risk is measured in terms of the total investment portfolio; investment assets and the allocation between asset classes and strategies are managed to avoid exposing the fund to unacceptable levels of risk.

(d) **Property and Equipment**

Equipment is stated at cost or, if acquired by gift, at fair market value on the date of donation. Depreciation is computed utilizing accelerated tax methods over the estimated useful life of five years.

(e) **Fair Value Measurements**

The Foundation categorizes its financial instruments based on a three level fair value hierarchy to maximize the use of observable market data and minimize the use of unobservable inputs and to establish classification of fair value measurements for disclosure purposes. Under this guidance, fair value is defined as the price that the Foundation would receive upon selling an asset in a timely transaction to an independent buyer in the principal or most advantageous market of the asset or liability. Inputs refer broadly to the assumptions that market participants would use in pricing the asset or liability, including assumptions about risk, for example, the risk inherent in a particular valuation technique used to measure fair value including a pricing model and/or risk inherent in the inputs to the valuation technique. Inputs may be observable or unobservable. Observable inputs are inputs that reflect the assumptions market participants would use in pricing the asset or liability developed based on market data obtained from sources independent of the reporting entity. Unobservable inputs are inputs that reflect the reporting entity's own assumptions about the assumptions market participants would use in pricing the asset or liability developed based on the best information available in the circumstances.

The three-tier hierarchy of inputs is summarized in the three broad levels listed below:

- o Level 1: quoted prices in active markets for identical assets and liabilities
- o Level 2: other significant observable inputs (including quoted prices for similar assets or liabilities, interest rates, prepayment speeds, credit risk, etc.)
- o Level 3: significant unobservable inputs (including the Foundation's own assumptions in, determining the fair value of assets and liabilities)

COLBURN-KEENAN FOUNDATION, INC.

Notes to Financial Statements

(f) **Risks and Uncertainties**

The Foundation's cash and investments are exposed to various risks, such as market and credit risks. The Foundation places its cash with quality financial institutions and invests in mutual funds. The Foundation routinely assesses the risk related to cash and the investment portfolio.

The Foundation has concentrated its credit risk for cash by maintaining deposits which, at times, may exceed federally insured limits. The Foundation has not experienced any losses in such accounts.

(g) **Use of Estimates**

The preparation of financial statements requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenue and expenses during the reporting period. Actual results could differ from these estimates.

(h) **Revenue Recognition**

Contributions are recorded when received as unrestricted, temporarily restricted, or permanently restricted support, depending on the existence and/or nature of any donor restrictions.

Donor restricted support is reported as an increase in temporarily restricted net assets. When a restriction expires (that is, when a stipulated time restriction ends or purpose restriction is accomplished), temporarily restricted net assets are reclassified to unrestricted net assets and reported in the Statements of Revenues, Expenses and Changes in Net Assets - Modified Cash Basis as net assets released from restrictions.

Donations of property are recorded as support and reported at their estimated fair value at the date of the gift. Such donations are reported as unrestricted support unless the donor has restricted the donated asset for a specific purpose.

(i) **Functional Classification of Expenses**

The costs of providing various programs and other activities have been summarized on a functional basis. Accordingly, certain costs have been allocated among the programs and supporting services benefited based on the judgment of management.

(j) **Federal Excise Taxes**

The Foundation is exempt from federal income taxes and is classified as a private foundation under Section 501 of the Internal Revenue Code. Under provisions of the Internal Revenue Code, the Foundation is subject to an excise tax of 2% or, if certain criteria are met, 1% on net investment income (including realized gains), as defined. This tax is reflected in the accompanying Statements of Revenues, Expenses and Changes in Net Assets - Modified Cash Basis when paid.

The federal returns of the Foundation for 2012, 2011, 2010 and 2009 are subject to examination, generally for three years after being filed.

(k) **Subsequent Events**

Management has evaluated subsequent events through August 26, 2013 which is the date management approved the financial statements and the financial statements were available for issuance.

COLBURN-KEENAN FOUNDATION, INC.

Notes to Financial Statements

(1) Reclassification

Certain amounts in the prior year financial statements have been reclassified to conform with the current year financial statement presentation. These reclassifications had no effect on the reported change in net assets.

(2) Notes Receivable

During 2012, a promissory note was assigned from the Donald Colburn Trust to the Foundation. The note bears interest at a rate of 4.5%. Also, during 2012, a mortgage note was assigned from the Donald Colburn and Kathy Ann Keenan Trusts to the Foundation. The note bears interest at a rate of 5%. The notes receivable had a balance of \$1,952,941 at December 31, 2012. Interest income related to these notes was \$15,289 for 2012.

(3) Investments

Investments consist of the following at December 31, 2012 and 2011:

<u>2012</u>			
<u>Description</u>	<u>Cost</u>	<u>Fair Value</u>	<u>Unrealized Appreciation/ (Depreciation)</u>
Domestic fixed income funds	\$ 3,397,727	\$ 3,552,365	\$ 154,638
Domestic equity funds	2,130,148	2,476,016	345,868
International equity funds	1,842,493	1,633,731	(208,762)
Alternative investment funds	446,194	467,171	20,977
Cash and equivalents	<u>446,341</u>	<u>446,341</u>	<u>-</u>
	<u>\$ 8,262,903</u>	<u>\$ 8,575,624</u>	<u>\$ 312,721</u>
<u>2011</u>			
<u>Description</u>	<u>Cost</u>	<u>Fair Value</u>	<u>Unrealized Appreciation/ (Depreciation)</u>
Domestic fixed income funds	\$ 2,318,008	\$ 2,457,712	\$ 139,704
Domestic equity funds	1,971,966	2,082,098	110,132
International equity funds	1,563,428	1,172,539	(390,889)
Alternative investment funds	371,323	352,708	(18,615)
Cash and equivalents	<u>349,983</u>	<u>349,983</u>	<u>-</u>
	<u>\$ 6,574,708</u>	<u>\$ 6,415,040</u>	<u>\$ (159,668)</u>

COLBURN-KEENAN FOUNDATION, INC.

Notes to Financial Statements

The composition of the investment return as reported in the Statements of Revenues, Expenses and Changes in Net Assets - Modified Cash Basis for the years ended December 31, 2012 and 2011 was:

	<u>2012</u>	<u>2011</u>
Dividends and interest	\$ 257,958	\$ 230,593
Investment fees	(40,776)	(33,907)
Net realized gains	24,314	-
Net unrealized gains (losses)	<u>472,330</u>	<u>(289,775)</u>
Total	<u>\$ 713,826</u>	<u>\$ (93,089)</u>

The investment return has been allocated to unrestricted net assets based on the individual donors' explicit stipulation or by law.

(4) Unpaid Grants

Grants approved but unpaid at December 31, 2012 and 2011 totaled \$56,482 and \$19,529, respectively.

(5) Temporarily Restricted Net Assets

Temporarily restricted net assets as of December 31, 2012 were comprised of \$20,750 for scholarships and \$34,500 and \$3,210 as of December 31, 2011 for scholarships and grants, respectively.

Net assets released from donor restrictions by incurring qualified expenses for the year ended are as follows:

	<u>2012</u>	<u>2011</u>
Scholarships, Grants and related costs	<u>\$ 57,210</u>	<u>\$ 45,790</u>

(6) Fair Value Measurements

The Foundation uses various inputs in determining the value of financial assets and liabilities based on a three-tier hierarchy of inputs to establish a classification of fair value measurements and disclosure. See note 1 for additional information on how the Foundation measures fair value. The inputs or methodology used for valuing financial assets and liabilities are not an indication of the risk.

The Foundation's financial assets measured at fair value on a recurring basis are all Level 1 based on quoted prices in active markets for identical assets. There were no Level 2 or Level 3 financial assets held during 2012 and 2011. See note 3.

COLBURN-KEENAN FOUNDATION, INC.

Notes to Financial Statements

(7) **Transactions with Related Parties**

The Foundation received contributions totaling \$48,000 during 2011 for the Beth Carew Memorial Scholarship as well as \$4,250 in unrestricted donations during 2011 from a corporation related to the Foundation through common Board of Directors members through August 2011. During 2012, a promissory note with a balance of \$1,628,024 was assigned from the Donald Colburn Trust and a mortgage note with a balance of \$382,481 was assigned from the Donald Colburn and Kathy Ann Keenan Trusts to the Foundation. Additionally, \$1,185,000 and \$1,500,000 of the remaining contributions to the Foundation resulted from bequests by the founders during 2012 and 2011, respectively.

COLBURN-KEENAN FOUNDATION, INC

Functional Expenses - Modified Cash Basis

Years ended December 31, 2012 and 2011

	2012			2011		
	Program	Management and General	Fundraising	Total	Program	Management and General
Grants	\$ 195,187	\$ -	\$ -	\$ 195,187	\$ 156,858	\$ -
Scholarships	57,210	-	-	57,210	47,697	-
Payroll	26,353	18,019	7,462	51,834	-	46,575
Investment fees	-	40,776	-	40,776	-	33,907
Fundraising	-	-	29,003	29,003	-	54
Professional fees	-	11,775	-	11,775	-	16,200
Payroll taxes	2,271	1,552	643	4,466	-	4,069
Insurance	-	2,128	-	2,128	-	2,584
Telephone	1,032	705	292	2,029	-	2,489
Payroll processing fees	923	631	261	1,815	-	1,688
Supplies	760	520	215	1,495	-	1,677
Travel and meetings	-	910	-	910	-	341
Fees	-	691	-	691	-	279
Postage	333	228	94	655	-	1,021
Miscellaneous	-	401	-	401	-	-
Organizational	-	245	-	245	-	140
Staff development	-	175	-	175	-	245
Copying	39	27	11	77	-	292
Excise tax	-	-	-	-	-	11,467
	<u>\$ 284,108</u>	<u>\$ 78,783</u>	<u>\$ 37,981</u>	<u>\$ 400,872</u>	<u>\$ 204,555</u>	<u>\$ 122,974</u>
						<u>\$ 54</u>
						<u>\$ 327,583</u>

2012 Tax Information Statement

Account Number: 400411
 Recipient's Tax ID Number: 20-4634920
☐ Corrected ☐ 2nd TIN notice

Recipient's Name and Address:
 COLBURN-KEENAN FOUNDATION INC
 P.O. BOX 811
 ENFIELD, CT 06083

SEI PRIVATE TRUST COMPANY
 ONE FREEDOM VALLEY DRIVE
 OAKS, PA 19456

Attachment 1

2012 Proceeds from Broker and Barter Exchange Transactions

Sales are listed at Gross Proceeds less commissions and option premiums.

Cusip	Description	Date of Sale or Exchange	Date of Acquisition	Stock or Other Symbol	Stocks, etc.	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
Short Term Sales										
783965866	ULTRA SHORT DURATION BOND FD (SECPX)			41						
485.2830	03/30/2012	03/27/2012		4,513.13		4,513.13	0.00	0.00	0.00	0.00
783965866	ULTRA SHORT DURATION BOND FD (SECPX)			41						
483.6550	04/30/2012	03/27/2012		4,497.99		4,497.99	0.00	0.00	0.00	0.00
783965866	ULTRA SHORT DURATION BOND FD (SECPX)			41						
482.6720	05/31/2012	03/27/2012		4,484.02		4,488.85	0.00	-4.83	0.00	0.00
783965866	ULTRA SHORT DURATION BOND FD (SECPX)			41						
480.5120	06/29/2012	03/27/2012		4,468.75		4,468.76	0.00	-0.01	0.00	0.00
783965866	ULTRA SHORT DURATION BOND FD (SECPX)			41						
476.5590	07/31/2012	03/27/2012		4,441.53		4,432.00	0.00	9.53	0.00	0.00
783965866	ULTRA SHORT DURATION BOND FD (SECPX)			41						
475.3710	08/31/2012	03/27/2012		4,444.71		4,420.95	0.00	23.76	0.00	0.00
783965866	ULTRA SHORT DURATION BOND FD (SECPX)			41						
472.5790	09/28/2012	03/27/2012		4,428.07		4,394.98	0.00	33.09	0.00	0.00
Total Short Term Sales					31,278.20	31,216.66	0.00	61.54	0.00	0.00
Long Term 15% Sales										
783925506	CORE FIXED INCOME FUND (TRLVX)			64						
1481.2210	03/30/2012	05/04/2009		16,604.50		13,479.11	0.00	3,125.39	0.00	0.00

This is important tax information and is being furnished to you.

2012 Tax Information Statement

Account Number: 400411
 Recipient's Tax ID Number: 20-4634920
 Recipient's Name and Address:
 COLBURN-KEENAN FOUNDATION INC
 P.O. BOX 811
 ENFIELD, CT 06083

SEI PRIVATE TRUST COMPANY
 ONE FREEDOM VALLEY DRIVE
 OAKS, PA 19456

☐ Corrected ☐ 2nd TIN notice

Sales are listed at Gross Proceeds less commissions and option premiums.

Cusip	Description	Quantity Sold	Date of Sale or Exchange	Date of Acquisition	Stock or Other Symbol	Stocks Bonds, etc.	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
783925506	CORE FIXED INCOME FUND (TRLVX)				64						
1472.3070	04/30/2012 05/04/2009					16,622.35	13,397.99	0.00	3,224.36	0.00	0.00
783925506	CORE FIXED INCOME FUND (TRLVX)				64						
1466.7690	05/31/2012 05/04/2009					16,647.82	13,347.60	0.00	3,300.22	0.00	0.00
783925506	CORE FIXED INCOME FUND (TRLVX)				64						
1465.4390	06/29/2012 05/04/2009					16,676.71	13,335.49	0.00	3,341.22	0.00	0.00
783925506	CORE FIXED INCOME FUND (TRLVX)				64						
1449.6120	07/31/2012 05/04/2009					16,728.51	13,191.47	0.00	3,537.04	0.00	0.00
783925506	CORE FIXED INCOME FUND (TRLVX)				64						
1446.3520	08/31/2012 05/04/2009					16,734.30	13,161.80	0.00	3,572.50	0.00	0.00
783925506	CORE FIXED INCOME FUND (TRLVX)				64						
1441.3560	09/28/2012 05/04/2009					16,777.39	13,116.34	0.00	3,661.05	0.00	0.00
783965858	SHORT-DURATION GOVT FUND (TCSGX)				45						
362.4500	03/30/2012 03/17/2010					3,881.85	3,823.85	0.00	58.00	0.00	0.00
783965858	SHORT-DURATION GOVT FUND (TCSGX)				45						
361.2350	04/30/2012 03/17/2010					3,879.66	3,811.03	0.00	68.63	0.00	0.00
783965858	SHORT-DURATION GOVT FUND (TCSGX)				45						
359.8280	05/31/2012 03/17/2010					3,868.16	3,796.19	0.00	71.97	0.00	0.00

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2012 Tax Information Statement

Account Number: 400411
 Recipient's Tax ID Number: 20-4634920
☐ Corrected ☐ 2nd TIN notice

Recipient's Name and Address:
 COLBURN-KEENAN FOUNDATION INC
 P.O. BOX 811
 ENFIELD, CT 06083

SEI PRIVATE TRUST COMPANY
 ONE FREEDOM VALLEY DRIVE
 OAKS, PA 19456

Sales are listed at Gross Proceeds less commissions and option premiums.

Cusip	Description	Stock or Other Symbol	Quantity Sold	Date of Sale or Exchange	Date of Acquisition	Stocks Bonds, etc.	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
783965858	SHORT-DURATION GOVT FUND (TCSGX)	45									
358.8950	06/29/2012	03/17/2010				3,854.54	3,786.34	0.00	68.20	0.00	0.00
783965858	SHORT-DURATION GOVT FUND (TCSGX)	45									
355.6130	07/31/2012	03/17/2010				3,829.96	3,751.72	0.00	78.24	0.00	0.00
783965858	SHORT-DURATION GOVT FUND (TCSGX)	45									
354.7800	08/31/2012	03/17/2010				3,820.99	3,742.93	0.00	78.06	0.00	0.00
783965858	SHORT-DURATION GOVT FUND (TCSGX)	45									
353.3090	09/28/2012	03/17/2010				3,794.54	3,727.41	0.00	67.13	0.00	0.00
Total Long Term 15% Sales							143,721.28	119,469.27	24,252.01	0.00	0.00

This is important tax information and is being furnished to you.



Your account holdings on December 31, 2012

Your goal: Endowment

400411A Colburn-Keenan Foundation Inc

	Number of shares	Share price (\$)	Market value (\$)	Cost basis (\$)	Unrealized gain or loss (\$)	Estimated annual income (\$)
International Equity Fund (SEITX)	116,745.02	8.51	993,500.15	1,211,846.78	-218,346.63	15,935.70
Jensen Quality Growth I	32,983.08	29.77	981,906.14	858,626.33	123,279.81	14,050.79
U.S. Fixed Income Fund (SUFX)	91,533.39	10.52	962,931.30	937,730.33	25,200.97	24,169.67
Real Return Fund (SRAAX)	85,826.00	10.40	892,590.42	902,999.16	-10,408.74	13,036.97
Large Cap Fund (SLGAX)	71,701.36	11.54	827,433.72	741,694.56	85,739.16	9,220.80
Emerging Mkts Equity Fund (SIEMX)	59,171.04	10.82	640,230.70	630,646.59	9,584.11	3,420.09
Real Estate Fund (SETAX)	35,844.86	15.10	541,257.33	404,907.87	136,349.46	7,000.50
PIMCO All Assets All Auth-Is	42,125.39	11.09	467,170.60	446,193.93	20,976.67	25,317.36
Small Cap Fund (SLLAX)	12,308.02	10.19	125,418.71	124,919.10	499.61	653.56
Prime Obligation Fund (TPRXX)	99,866.99	1.00	99,866.99	99,866.99	0.00	9.79
Total for this account			\$6,532,306.06	\$6,359,431.64	\$172,874.42	\$1,218,152.3

400411B Colburn-Keenan Foundation Inc

Core Fixed Income Fund (TRLVX)	97,987.30	11.64	1,140,572.16	1,005,053.41	135,518.75	33,553.59
Prime Obligation Fund (TPRXX)	302,428.68	1.00	302,428.68	302,428.68	0.00	29.64
Ultra Short Duration Bond Fd (SECPX)	32,127.24	9.36	300,710.98	298,783.34	1,927.64	3,344.00
Short-Duration Govt Fund (TCSGX)	23,996.26	10.65	255,560.17	253,160.53	2,399.64	2,692.91
Prime Obligation Fund (TPRXX)	44,045.50	1.00	44,045.50	44,045.50	0.00	4.32 (i)
Total for this account			\$2,043,317.49	\$1,903,471.46	\$139,846.03	\$39,624.46
Total for this group			\$8,575,623.55	\$8,262,903.10	\$312,720.45	\$1,524,396.9
Total for your portfolio			\$8,575,623.55	\$8,262,903.10	\$312,720.45	\$1,524,396.9

- 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	Enter filer's identifying number, see instructions	
Name of exempt organization or other filer, see instructions	Employer identification number (EIN) or	
COLBURN-KEENAN FOUNDATION, INC.	20-4634920	
Number, street, and room or suite no. If a P.O. box, see instructions.	Social security number (SSN)	
P.O. BOX 811		
City, town or post office, state, and ZIP code. For a foreign address, see instructions.		
ENFIELD, CT 06083		

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
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

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

KIMBERLY CONANT

- The books are in the care of **P.O. BOX 811 - ENFIELD, CT 06083**
- Telephone No. **800-966-2431** 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 **NOVEMBER 15, 2013.**5 For calendar year **2012**, or other tax year beginning _____, and ending _____.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 TAX 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	\$	0.
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	\$	4,858.
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 ☐Title **PRESIDENT**Date ☐

Form 8868 (Rev. 1-2013)