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Form 990-PF

## Return of Private Foundation

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

2012

Open to Public  
Inspection

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

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

Name of foundation THE BAILEY FOUNDATION		A Employer identification number 20-7397593	
Number and street (or P O box number if mail is not delivered to street address) 3625 QUAKERBRIDGE ROAD		B Telephone number (see instructions) (609) 924-3459	
City or town, state, and ZIP code HAMILTON, NJ 08619		C If exemption application is pending, check here <input checked="" type="checkbox"/> <input type="checkbox"/>	
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input checked="" type="checkbox"/> <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input checked="" type="checkbox"/> <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 checked="" type="checkbox"/> <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input checked="" type="checkbox"/> <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 706,549	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)	(a) Revenue and expenses per books	
<b>Part I Analysis of Revenue and Expenses</b> (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(b) Net investment income	
Revenue		(c) Adjusted net income	
1 Contributions, gifts, grants, etc , received (attach schedule)		2,505	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B			
3 Interest on savings and temporary cash investments			
4 Dividends and interest from securities. . . . .		14,514	14,336
5a Gross rents . . . . .			
b Net rental income or (loss) _____			
6a Net gain or (loss) from sale of assets not on line 10		10,462	
b Gross sales price for all assets on line 6a 242,456			
7 Capital gain net income (from Part IV, line 2) . . .			10,462
8 Net short-term capital gain . . . . .			
9 Income modifications . . . . .			
10a Gross sales less returns and allowances			
b Less Cost of goods sold . . . . .			
c Gross profit or (loss) (attach schedule) . . . . .			
11 Other income (attach schedule) . . . . .			
12 Total. Add lines 1 through 11 . . . . .		27,481	24,798
Operating and Administrative Expenses		(d) Disbursements for charitable purposes (cash basis only)	
13 Compensation of officers, directors, trustees, etc		0	0
14 Other employee salaries and wages . . . . .			
15 Pension plans, employee benefits . . . . .			
16a Legal fees (attach schedule) . . . . .			
b Accounting fees (attach schedule) . . . . .		2,505	1,253
c Other professional fees (attach schedule) . . . . .			
17 Interest . . . . .			
18 Taxes (attach schedule) (see instructions)		567	567
19 Depreciation (attach schedule) and depletion . . .			
20 Occupancy . . . . .			
21 Travel, conferences, and meetings . . . . .			
22 Printing and publications . . . . .			
23 Other expenses (attach schedule) . . . . .		7,628	7,628
24 Total operating and administrative expenses.			
Add lines 13 through 23 . . . . .		10,700	9,448
25 Contributions, gifts, grants paid. . . . .		35,500	35,500
26 Total expenses and disbursements. Add lines 24 and 25		46,200	9,448
27 Subtract line 26 from line 12			
a Excess of revenue over expenses and disbursements		-18,719	
b Net investment income (if negative, enter -0-)			15,350
c Adjusted net income (if negative, enter -0-)			

<b>Part II</b> <b>Balance Sheets</b>		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions )	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
<b>Assets</b>					
1	Cash—non-interest-bearing . . . . .	40,510	39,519	39,519	
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 (attach schedule) (see page 15 of the instructions) . . . . .				
7	Other notes and loans receivable (attach schedule) ►				
	Less allowance for doubtful accounts ►				
8	Inventories for sale or use . . . . .				
9	Prepaid expenses and deferred charges . . . . .				
10a	Investments—U S and state government obligations (attach schedule)				
b	Investments—corporate stock (attach schedule) . . . . .				
c	Investments—corporate bonds (attach schedule) . . . . .				
11	Investments—land, buildings, and equipment basis ►				
	Less accumulated depreciation (attach schedule) ►				
12	Investments—mortgage loans . . . . .				
13	Investments—other (attach schedule) . . . . .	577,514	559,786	667,030	
14	Land, buildings, and equipment basis ►				
	Less accumulated depreciation (attach schedule) ►				
15	Other assets (describe ►) . . . . .				
16	<b>Total assets</b> (to be completed by all filers—see the instructions Also, see page 1, item I) . . . . .	618,024	599,305	706,549	
<b>Liabilities</b>					
17	Accounts payable and accrued expenses . . . . .				
18	Grants payable . . . . .				
19	Deferred revenue . . . . .				
20	Loans from officers, directors, trustees, and other disqualified persons				
21	Mortgages and other notes payable (attach schedule) . . . . .				
22	Other liabilities (describe ►) . . . . .				
23	<b>Total liabilities</b> (add lines 17 through 22) . . . . .	0	0	0	
<b>Net Assets or Fund Balances</b>					
	<b>Foundations that follow SFAS 117, check here ►</b> <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
24	Unrestricted . . . . .				
25	Temporarily restricted . . . . .				
26	Permanently restricted . . . . .				
	<b>Foundations that do not follow SFAS 117, check here ►</b> <input checked="" type="checkbox"/> and complete lines 27 through 31.				
27	Capital stock, trust principal, or current funds . . . . .	0	0	0	
28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	0	
29	Retained earnings, accumulated income, endowment, or other funds	618,024	599,305	599,305	
30	<b>Total net assets or fund balances</b> (see page 17 of the instructions) . . . . .	618,024	599,305	599,305	
31	<b>Total liabilities and net assets/fund balances</b> (see page 17 of the instructions) . . . . .	618,024	599,305	599,305	

**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	618,024
2	Enter amount from Part I, line 27a . . . . .	2	-18,719
3	Other increases not included in line 2 (itemize) ►	3	0
4	Add lines 1, 2, and 3 . . . . .	4	599,305
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	599,305

**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)
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<b>1a</b> See Additional Data Table				
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
<b>a</b> See Additional Data Table			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

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

<b>a</b> See Additional Data Table			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

2 Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	10,462
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)			
If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?  Yes  No  
If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011	29,245	709,958	0 041193
2010	8,833	632,009	0 013976
2009	9,994	401,536	0 024889
2008	0	16,417	0 000000
2007	0	0	0 000000

2 Total of line 1, column (d).	2	0 080058
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 016012
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.	4	687,985
5 Multiply line 4 by line 3.	5	11,016
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	154
7 Add lines 5 and 6.	7	11,170
8 Enter qualifying distributions from Part XII, line 4.	8	35,500

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input checked="" type="checkbox"/> and enter "N/A" on line 1	(attach copy of letter if necessary—see instructions)	1	154
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		2	0
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		3	154
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	0
3	Add lines 1 and 2.	5	154	
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			
<b>5</b>	<b>Tax based on investment income.</b> Subtract line 4 from line 3 If zero or less, enter -0- . . . . .			
<b>6</b>	<b>Credits/Payments</b>			
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	2,120	
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	2,120	
8	Enter any <b>penalty</b> for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8		
9	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b>	9		
10	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b>	10	1,966	
11	Enter the amount of line 10 to be <b>Credited to 2013 estimated tax</b> <input checked="" type="checkbox"/> <b>Refunded</b> <input type="checkbox"/>	11	0	

**Part VII-A Statements Regarding Activities**

		<b>Yes</b>	<b>No</b>
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b	No
	<i>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.</i>		
c	Did the foundation file <b>Form 1120-POL</b> for this year?	1c	No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year <b>(1)</b> On the foundation <input checked="" type="checkbox"/> \$ <u>0</u> <b>(2)</b> On foundation managers <input checked="" type="checkbox"/> \$ <u>0</u>		
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input checked="" type="checkbox"/> \$ <u>0</u>		
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>	2	No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	3	No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	No
b	If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year?	4b	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>	5	No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either <ul style="list-style-type: none"> <li>● By language in the governing instrument, or</li> <li>● 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?</li> </ul>	6	Yes
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	7	Yes
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> NJ		
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? <i>If "No," attach explanation.</i>	8b	Yes
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	9	No
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i> <input checked="" type="checkbox"/>	10	Yes

**Part VII-A Statements Regarding Activities (continued)**

11		No
12		No
13	Yes	

Website address ► N/A

14	The books are in care of ► THE FOUNDATION	Telephone no ► (609) 924-3459
	Located at ► AS ADDRESSED HAMILTON NJ	ZIP +4 ► 08619

15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of <b>Form 1041</b> —Check here . . . . . ►	15
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16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? . . . . .	16
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See instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes", enter the name of the foreign country ►

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ► Yes <input checked="" type="checkbox"/> No		
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ► Yes <input checked="" type="checkbox"/> No		
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ► Yes <input checked="" type="checkbox"/> No		
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ► 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)? ► 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). ► Yes <input checked="" type="checkbox"/> No		
1b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? . . . . . Organizations relying on a current notice regarding disaster assistance check here. . . . . ►		
1c	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? . . . . .		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? . . . . . ► Yes <input checked="" type="checkbox"/> No If "Yes," list the years ► 20____, 20____, 20____, 20____		
b	Are there any years listed in 2a for which the foundation is 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) . . . . .		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20____, 20____, 20____, 20____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? . . . . . ► Yes <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). . . . .		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? . . . . .		
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? . . . . .		No
4b			No

**Part VII-B** **Statements Regarding Activities for Which Form 4720 May Be Required (continued)**

<p><b>5a</b> During the year did the foundation pay or incur any amount to</p> <p>(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(3) Provide a grant to an individual for travel, study, or other similar purposes? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions). . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><b>b</b> If any answer is "Yes" to 5a(1)–(5), did <b>any</b> 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)? . . . . .</p> <p>Organizations relying on a current notice regarding disaster assistance check here. . . . . <input type="checkbox"/></p> <p><b>c</b> 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? . . . . . <input type="checkbox"/> Yes <input type="checkbox"/> No</p> <p><i>If "Yes," attach the statement required by Regulations section 53.4945-5(d).</i></p>	<p><b>5b</b></p>	
<p><b>6a</b> Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><b>b</b> Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? . . . . .</p> <p><i>If "Yes" to 6b, file Form 8870.</i></p>	<p><b>6b</b></p>	<p><b>No</b></p>
<p><b>7a</b> At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><b>b</b> If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? . . . . .</p>	<p><b>7b</b></p>	

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

**1. List all officers, directors, trustees, foundation managers and their compensation (see instructions)**

2. List all officers, directors, trustees, foundation managers and their compensation (see instructions).				
<b>(a)</b> Name and address	<b>(b)</b> Title, and average hours per week devoted to position	<b>(c)</b> Compensation <b>(If not paid, enter -0-)</b>	<b>(d)</b> Contributions to employee benefit plans and deferred compensation	<b>(e)</b> Expense account other allowances
DEBORAH D BAILEY  3625 QUAKERBRIDGE ROAD HAMILTON, NJ 08619	TRUSTEE  1 00	0	0	
ROBIN COOK HINDERY  3625 QUAKERBRIDGE ROAD HAMILTON, NJ 08619	TRUSTEE  1 00	0	0	
CONRAD L DRUKER  3625 QUAKERBRIDGE ROAD HAMILTON, NJ 08619	TRUSTEE  1 00	0	0	

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

<b>(a)</b> Name and address of each employee paid more than \$50,000	<b>(b)</b> Title, and average hours per week devoted to position	<b>(c)</b> Compensation	<b>(d)</b> Contributions to employee benefit plans and deferred compensation	<b>(e)</b> Expense account other allowances
NONE				

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

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

## **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.

1	
2	
3	
4	

**Part IX-B Summary of Program-Related Investments (see instructions)**

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

1	
2	
All other program-related investments See page 24 of the instructions	
3	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities. . . . .	1a	656,951
b	Average of monthly cash balances. . . . .	1b	41,511
c	Fair market value of all other assets (see instructions). . . . .	1c	0
d	<b>Total</b> (add lines 1a, b, and c). . . . .	1d	698,462
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	698,462
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions). . . . .	4	10,477
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3 Enter here and on Part V, line 4	5	687,985
6	<b>Minimum investment return.</b> Enter 5% of line 5. . . . .	6	34,399

**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	34,399
2a	Tax on investment income for 2012 from Part VI, line 5. . . . .	2a	154
b	Income tax for 2012 (This does not include the tax from Part VI ). . . . .	2b	
c	Add lines 2a and 2b. . . . .	2c	154
3	Distributable amount before adjustments Subtract line 2c from line 1. . . . .	3	34,245
4	Recoveries of amounts treated as qualifying distributions. . . . .	4	0
5	Add lines 3 and 4. . . . .	5	34,245
6	Deduction from distributable amount (see instructions). . . . .	6	0
7	<b>Distributable amount</b> as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1. . . . .	7	34,245

**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	35,500
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	3a	
a	Suitability test (prior IRS approval required). . . . .	3b	
b	Cash distribution test (attach the required schedule). . . . .	4	35,500
4	<b>Qualifying distributions.</b> Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	5	154
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions). . . . .	6	35,346
6	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4. . . . .		

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

**Part XIII Undistributed Income** (see instructions)

	(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
<b>1</b> Distributable amount for 2012 from Part XI, line 7				34,245
<b>2</b> Undistributed income, if any, as of the end of 2012				
<b>a</b> Enter amount for 2011 only. . . . .			35,418	
<b>b</b> Total for prior years 20____, 20____, 20____		0		
<b>3</b> Excess distributions carryover, if any, to 2012				
<b>a</b> From 2007. . . . .				
<b>b</b> From 2008. . . . .				
<b>c</b> From 2009. . . . .				
<b>d</b> From 2010. . . . .				
<b>e</b> From 2011. . . . .				
<b>f Total</b> of lines 3a through e. . . . .	0			
<b>4</b> Qualifying distributions for 2012 from Part XII, line 4 ► \$ _____ 35,500				
<b>a</b> Applied to 2011, but not more than line 2a			35,418	
<b>b</b> Applied to undistributed income of prior years (Election required—see instructions). . . . .		0		
<b>c</b> Treated as distributions out of corpus (Election required—see instructions). . . . .	0			
<b>d</b> Applied to 2012 distributable amount. . . . .			82	
<b>e</b> Remaining amount distributed out of corpus	0			
<b>5</b> Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)	0			0
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b . . . . .		0		
<b>c</b> Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed. . . . .		0		
<b>d</b> Subtract line 6c from line 6b Taxable amount—see instructions . . . . .		0		
<b>e</b> Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount—see instructions . . . . .			0	
<b>f</b> Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013 . . . . .				34,163
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions) . . . . .	0			
<b>8</b> Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions) . . . . .	0			
<b>9</b> Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a . . . . .	0			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2008. . . . .				
<b>b</b> Excess from 2009. . . . .				
<b>c</b> Excess from 2010. . . . .				
<b>d</b> Excess from 2011. . . . .				
<b>e</b> Excess from 2012. . . . .				

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

**Part XV** **Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see instructions.)**

## 1 Information Regarding Foundation Managers:

- a** List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2) )
  
- b** List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

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

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

- a** The name, address, and telephone number of the person to whom applications should be addressed
- b** The form in which applications should be submitted and information and materials they should include
- c** Any submission deadlines
- d** Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a Paid during the year</b>				
FOUNDATION OF MORRIS HALL ONE BISHOPS DRIVE LAWRENCEVILLE, NJ 08648	NONE	NON-PROFIT	TO ASSIST IN PROVIDING QUALITY HEALTH CARE TO INDIVIDUALS WHO NEED IT	10,000
LIVING FREE SANCTUARY PO BOX 5 MOUNTAIN CENTER, CA 92561	NONE	NON-PROFIT	TO REHABILITATE AND ASSIST IN FINDING QUALIFIED HOMES FOR ORPHANED AND ABUSED CATS AND DOGS FACING IMMINENT SHELTER EUTHANASIA	10,000
PENINSULA HUMANE SOCIETY 12 AIRPORT BOULEVARD SAN MATEO, CA 94401	NONE	NON-PROFIT	TO BUILD HEALTHY RELATIONSHIPS BETWEEN ANIMALS AND PEOPLE AND PLACE UNWANTED OR ABUSED ANIMALS IN A HEALTHY LIVING ENVIRONMENT	10,000
HARVEST FOOD BANK 4001 NORTH FIRST STREET SAN JOSE, CA 95134	NONE	NON-PROFIT	TO PROVIDE FOOD IN THE LOCAL AREA TO PREVNT HUNGER	5,500
<b>Total</b>			► 3a	35,500
<b>b Approved for future payment</b>				
<b>Total</b>			► 3b	0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions )
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
<b>1</b> Program service revenue						
a						
b						
c						
d						
e						
f						
<b>g</b> Fees and contracts from government agencies						
<b>2</b> Membership dues and assessments. . . . .						
<b>3</b> Interest on savings and temporary cash investments						
<b>4</b> Dividends and interest from securities. . . . .						
<b>5</b> Net rental income or (loss) from real estate						
a Debt-financed property. . . . .						
b Not debt-financed property. . . . .						
<b>6</b> Net rental income or (loss) from personal property						
<b>7</b> Other investment income. . . . .						
<b>8</b> Gain or (loss) from sales of assets other than inventory						
<b>9</b> Net income or (loss) from special events						
<b>10</b> Gross profit or (loss) from sales of inventory. . . . .						
<b>11</b> Other revenue a						
b						
c						
d						
e						
<b>12</b> Subtotal Add columns (b), (d), and (e). . . . .			0		24,976	0
<b>13</b> <b>Total.</b> Add line 12, columns (b), (d), and (e). . . . .						24,976
(See worksheet in line 13 instructions to verify calculations.)						

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



**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d**

<b>(a)</b> 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>(b)</b> How acquired P—Purchase D—Donation	<b>(c)</b> Date acquired (mo, day, yr)	<b>(d)</b> Date sold (mo, day, yr)
CIGNA CORPORATION	P	2011-08-18	2012-05-07
WALT DISNEY CO	P	2012-10-22	2012-11-13
FRANKLIN RESOURCES INC	P	2011-10-26	2012-05-07
PEPSICO INC	P	2012-01-26	2012-11-13
SUNTRUST BANKS INC	P	2012-04-03	2012-11-13
UNITED PARCEL SVC INC	P	2012-04-10	2012-11-13
ABBOTT LABORATORIES	P	2010-05-14	2012-11-13
APPLE INC	P	2005-07-15	2012-03-12
APPLE INC	P	2005-07-15	2012-11-13
BAXTER INTERNATIONAL INC	P	2010-03-09	2012-05-07
BAXTER INTERNATIONAL INC	P	2010-03-09	2012-11-13
CIGNA CORPORATION	P	2011-08-18	2012-11-13
***DIAGEO PLC-SPONSORED ADR	P	2010-03-09	2012-05-07
***DIAGEO PLC-SPONSORED ADR	P	2010-03-09	2012-12-03
DEERE & CO	P	2010-03-09	2012-11-13
DOW CHEMICAL CO	P	2010-03-09	2012-05-07
DOW CHEMICAL CO	P	2010-03-09	2012-11-14
EMC CORP-MASS	P	2010-03-09	2012-05-07
EBAY INC	P	2010-08-19	2012-04-26
EBAY INC	P	2010-08-19	2012-11-13
EBAY INC	P	2010-08-19	2012-11-26
FRANKLIN RESOURCES INC	P	2011-10-26	2012-11-13
HESS CORPORATION	P	2010-06-29	2012-11-13
HUNTINGTON INGALLS INDUSTRIES	P	2010-03-09	2012-11-13
H J HEINZ CO	P	2010-05-05	2012-11-13
HERSHEY COMPANY (THE)	P	2010-03-09	2012-11-13
HERSHEY COMPANY (THE)	P	2010-03-09	2012-12-05
HERSHEY COMPANY (THE)	P	2010-03-09	2012-12-06
HOME DEPOT INC	P	2010-03-09	2012-05-07
HOME DEPOT INC	P	2010-03-09	2012-08-24

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d**

<b>(a)</b> 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>(b)</b> How acquired P—Purchase D—Donation	<b>(c)</b> Date acquired (mo, day, yr)	<b>(d)</b> Date sold (mo, day, yr)
INTERNATIONAL BUSINESS	P	2010-03-09	2012-05-07
INTERNATIONAL BUSINESS	P	2010-03-09	2012-11-13
INTUIT INC	P	2010-03-09	2012-05-07
INTUIT INC	P	2010-03-09	2012-11-13
JPMORGAN CHASE & CO	P	2010-03-09	2012-05-07
JPMORGAN CHASE & CO	P	2010-03-09	2012-11-13
ELI LILLY & CO	P	2010-03-09	2012-07-25
ELI LILLY & CO	P	2010-03-09	2012-07-31
ELI LILLY & CO	P	2010-03-09	2012-08-24
M & T BANK CORP	P	2010-03-09	2012-05-07
NEXTERA ENERGY INC	P	2010-03-09	2012-11-13
NORDSTROM INC	P	2010-10-22	2012-02-15
NORDSTROM INC	P	2010-10-22	2012-07-30
NORTHERN TRUST CORP	P	2010-12-22	2012-05-07
NORTHROP GRUMMAN CORP	P	2010-03-09	2012-11-13
QEP RESOURCES INC	P	2010-03-09	2012-05-07
ORACLE CORP	P	2010-03-09	2012-11-13
QUALCOMM INC	P	2011-04-15	2012-11-13
QUESTAR CORP	P	2010-03-09	2012-07-13
QUESTAR CORP	P	2010-11-17	2012-07-13
RALPH LAUREN CORPORATION	P	2010-03-09	2012-02-15
SPX CORP	P	2010-03-09	2012-11-13
SAFEWAY INC	P	2010-03-09	2012-09-11
SAFEWAY INC	P	2010-03-09	2012-10-01
CHARLES SCHWAB CORP NEW	P	2010-03-09	2012-05-07
CHARLES SCHWAB CORP NEW	P	2010-03-09	2012-11-13
TEXAS INSTRUMENTS INCORPORATED	P	2010-03-09	2012-11-13
***UNILEVER N V	P	2010-03-09	2012-11-13
***VODAFONE GROUP PLC	P	2010-03-09	2012-11-13
***VODAFONE GROUP PLC	P	2010-03-09	2012-12-05

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d**

<b>(a)</b> 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>(b)</b> How acquired P—Purchase D—Donation	<b>(c)</b> Date acquired (mo, day, yr)	<b>(d)</b> Date sold (mo, day, yr)
GREENWAY MEDICAL TECHNOLOGIES	P	2012-10-11	2012-12-04
LUMINEX CORP DEL	P	2012-05-07	2012-12-04
LUMINEX CORP DEL	P	2012-05-07	2012-12-28
3-D SYSTEMS CORP-DEL	P	2012-05-08	2012-12-04
MAXWELL TECHNOLOGIES INC	P	2012-03-23	2012-12-04
ALLSCRIPTS HEALTHCARE	P	2010-03-09	2012-05-29
ANGIODYNAMICS INC	P	2010-03-09	2012-07-16
ATHENAHEALTH INC	P	2011-04-06	2012-08-10
ATHENAHEALTH INC	P	2011-04-06	2012-12-04
ABAXIS INC	P	2010-03-09	2012-12-04
BEACON ROOFING SUPPLY INC	P	2010-03-09	2012-12-04
BIO REFERENCE LABORATORIES INC	P	2010-03-09	2012-12-04
CABOT MICROELECTRONICS CORP	P	2010-03-09	2012-12-04
CEPHED	P	2010-03-09	2012-12-04
CONCUR TECHNOLOGIES INC	P	2010-03-09	2012-12-04
COSTAR GROUP INC	P	2010-03-09	2012-12-04
CASS INFORMATION SYSTEMS INC	P	2010-03-09	2012-12-04
CASS INFORMATION SYSTEMS INC	P	2010-03-09	2012-12-14
CHEMED CORPORATION	P	2010-03-09	2012-12-04
CAPELLA EDUCATION COMPANY	P	2010-03-29	2012-08-10
CAPELLA EDUCATION COMPANY	P	2010-03-30	2012-08-10
CAPELLA EDUCATION COMPANY	P	2010-10-22	2012-08-10
CONSTANT CONTACT INC	P	2010-04-08	2012-12-04
CHEESECAKE FACTORY INC	P	2010-03-09	2012-12-04
DEALERTRACK TECHNOLOGIES	P	2010-03-09	2012-12-04
DIGI INTERNATIONAL INC	P	2010-03-09	2012-12-04
ECHELON CORP	P	2010-03-09	2012-05-24
ECHELON CORP	P	2010-03-09	2012-05-29
ECHELON CORP	P	2011-01-12	2012-05-29
ECHELON CORP	P	2011-01-12	2012-05-30

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d**

<b>(a)</b> 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>(b)</b> How acquired P—Purchase D—Donation	<b>(c)</b> Date acquired (mo, day, yr)	<b>(d)</b> Date sold (mo, day, yr)
EBIX INC	P	2011-06-20	2012-12-04
ENERNOC INC	P	2010-07-28	2012-03-13
ECHO GLOBAL LOGISTICS INC	P	2010-11-16	2012-12-04
FORRESTER RESEARCH INC	P	2010-03-09	2012-03-21
FORRESTER RESEARCH INC	P	2010-03-09	2012-12-04
FORRESTER RESEARCH INC	P	2010-03-09	2012-12-28
FARO TECHNOLOGIES INC	P	2010-03-09	2012-05-21
FARO TECHNOLOGIES INC	P	2010-03-09	2012-12-04
FORWARD AIR CORPORATION	P	2010-03-09	2012-12-04
FINANCIAL ENGINES INC	P	2011-05-12	2012-12-04
FRESH MARKET INC	P	2011-09-30	2012-12-04
GRAND CANYON EDUCATION INC	P	2010-05-06	2012-12-04
GENTEX CORP	P	2010-03-09	2012-12-04
INNERWORKINGS INC	P	2010-03-09	2012-05-21
INNERWORKINGS INC	P	2010-03-09	2012-12-04
IPC THE HOSPITALIST CO INC	P	2010-03-09	2012-12-04
LKQ CORPORATION	P	2010-03-09	2012-12-04
MAXIMUS INC	P	2010-03-09	2012-05-21
MAXIMUS INC	P	2010-03-09	2012-12-04
MEDTOX SCIENTIFIC INC NEW	P	2010-03-09	2012-06-15
MEDNAX INC	P	2010-03-09	2012-12-04
MOBILE MINI INC	P	2010-03-09	2012-12-04
NAPCO SECURITY TECHNOLOGIES	P	2010-03-09	2012-01-03
NAPCO SECURITY TECHNOLOGIES	P	2010-03-09	2012-01-04
NATIONAL INSTRUMENTS CORP	P	2010-03-09	2012-05-21
NATIONAL INSTRUMENTS CORP	P	2010-03-09	2012-12-04
NEOGEN CORP	P	2010-03-09	2012-12-04
PEGASYSTEMS INC	P	2011-06-20	2012-12-04
POWER INTEGRATIONS INC	P	2010-03-09	2012-12-04
PORTFOLIO RECOVERY ASSOCIATES	P	2010-03-09	2012-12-04

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d**

<b>(a)</b> 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>(b)</b> How acquired P—Purchase D—Donation	<b>(c)</b> Date acquired (mo, day, yr)	<b>(d)</b> Date sold (mo, day, yr)
QUALITY SYSTEMS INC	P	2010-03-09	2012-04-11
***RITCHIE BROS AUCTIONEERS	P	2010-03-09	2012-05-21
***RITCHIE BROS AUCTIONEERS	P	2010-03-09	2012-12-04
RESOURCES CONNECTION INC	P	2010-03-09	2012-08-10
ROLLINS INC	P	2010-03-09	2012-12-04
SPS COMM INC	P	2011-08-31	2012-12-04
SPS COMM INC	P	2011-09-01	2012-12-04
SCIQUEST INC NEW	P	2011-11-16	2012-12-04
***STRATASYS LTD	P	2010-03-09	2012-12-04
SEMTECH CORP	P	2010-03-09	2012-05-21
SEMTECH CORP	P	2010-03-09	2012-12-04
STRATASYS INC	P	2010-03-09	2012-12-03
TECHNE CORP	P	2010-03-09	2012-12-04
UNITED NATURAL FOODS INC	P	2010-03-09	2012-12-04
ULTIMATE SOFTWARE GROUP INC	P	2010-03-09	2012-06-29
ULTIMATE SOFTWARE GROUP INC	P	2010-03-09	2012-12-04
VERINT SYSTEMS INC	P	2010-03-09	2012-12-04
***ALLIANZ SE	P	2011-08-09	2012-05-09
***ALUMINA LTD	P	2011-10-04	2012-05-09
***ALUMINA LTD	P	2012-05-01	2012-05-09
***ADIDAS AG	P	2012-05-09	2012-12-07
***ASSA ABLOY AB	P	2012-05-09	2012-09-07
***ASSA ABLOY AB	P	2012-05-09	2012-11-28
***ASSA ABLOY AB	P	2012-05-09	2012-11-29
***ALSTOM	P	2011-08-18	2012-05-09
***ALSTOM	P	2011-10-03	2012-05-09
***AGEAS	P	2012-04-10	2012-05-09
***AGEAS	P	2012-05-02	2012-05-09
***ASML HOLDING N V	P	2012-10-12	2012-12-10
***ASML HOLDING N V	P	2012-10-12	2012-12-03

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d**

<b>(a)</b> 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>(b)</b> How acquired P—Purchase D—Donation	<b>(c)</b> Date acquired (mo, day, yr)	<b>(d)</b> Date sold (mo, day, yr)
***ASML HOLDING N V	P	2012-10-19	2012-12-03
***BG GROUP PLC ADR FINAL	P	2012-05-09	2012-11-01
***BARRICK GOLD CORP	P	2011-09-27	2012-05-09
***CANADIAN NATIONAL RAILWAY	P	2012-05-09	2012-06-06
***CANADIAN NATIONAL RAILWAY	P	2012-05-09	2012-09-07
***CREDIT SUISSE GROUP	P	2012-05-09	2012-08-14
***CREDIT SUISSE GROUP	P	2012-05-09	2012-12-14
***CREDIT SUISSE GROUP	P	2012-05-09	2012-12-17
***CREDIT SUISSE GROUP	P	2012-05-09	2012-12-18
***CREDIT SUISSE GROUP	P	2012-05-09	2012-12-19
***CNOOC LTD	P	2012-05-09	2012-12-18
***CARREFOUR SA	P	2011-10-03	2012-05-09
***CARREFOUR SA	P	2012-04-10	2012-05-09
***CAMECO CORP	P	2011-06-27	2012-05-09
***CAMECO CORP	P	2011-08-08	2012-05-09
***CAMECO CORP	P	2011-08-26	2012-05-09
***CAMECO CORP	P	2011-12-20	2012-05-09
***CENTRAIS ELECTRICAS	P	2012-03-29	2012-05-09
***CANADIAN NATURAL RESOURCES	P	2012-05-09	2012-07-24
***CANADIAN NATURAL RESOURCES	P	2012-05-09	2012-07-26
***CANADIAN NATURAL RESOURCES	P	2012-05-09	2012-07-27
***CANON INC	P	2012-05-09	2012-07-25
***CANON INC	P	2012-05-09	2012-07-27
***ERICSSON	P	2012-02-08	2012-05-09
***ERICSSON	P	2012-02-10	2012-05-09
***ELECTRICITE DE FRANCE SA	P	2011-12-16	2012-05-09
***FINMECCANICA SPA ROMA	P	2011-08-03	2012-05-09
***GAZPROM O A O	P	2011-08-11	2012-05-09
***GAZPROM O A O	P	2011-09-30	2012-05-09
***HSBC HOLDINGS PLC	P	2012-05-09	2012-07-20

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d**

<b>(a)</b> 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>(b)</b> How acquired P—Purchase D—Donation	<b>(c)</b> Date acquired (mo, day, yr)	<b>(d)</b> Date sold (mo, day, yr)
***HSBC HOLDINGS PLC	P	2012-05-09	2012-07-24
***IMPALA PLATINUM HLDGS LTD	P	2012-02-22	2012-05-09
***HOME RETAIL GROUP PLC	P	2011-09-06	2012-05-09
***HOME RETAIL GROUP PLC	P	2012-01-13	2012-05-09
***HOME RETAIL GROUP PLC	P	2012-01-13	2012-05-09
***KINROSS GOLD CORP	P	2011-09-27	2012-05-09
***KINROSS GOLD CORP	P	2011-10-13	2012-05-09
***KINROSS GOLD CORP	P	2012-01-17	2012-05-09
***LVMH MOET HENNESSY LOUIS	P	2012-05-09	2012-09-04
***LVMH MOET HENNESSY LOUIS	P	2012-05-09	2012-12-07
***MICHELIN COMPAGNIE GENERALE	P	2012-05-09	2012-12-07
***MICHELIN COMPAGNIE GENERALE	P	2012-05-09	2012-12-07
***MARINE HARVEST ASA	P	2011-08-23	2012-05-09
***MARINE HARVEST ASA	P	2011-09-14	2012-05-09
***NEXEN INC	P	2011-09-12	2012-05-09
***NEXEN INC	P	2011-09-27	2012-05-09
***NEXEN INC	P	2011-12-12	2012-05-09
***NEWCREST MINING LTD	P	2011-12-16	2012-05-09
***NEWCREST MINING LTD	P	2012-04-26	2012-05-09
***NINTENDO CO LTD-ADR NEW	P	2011-05-24	2012-05-09
***NINTENDO CO LTD-ADR NEW	P	2011-08-01	2012-05-09
***NOKIA CORPORATION	P	2011-05-31	2012-05-09
***NOVO NORDISK A/S-ADR	P	2012-05-09	2012-07-13
***NOVO NORDISK A/S-ADR	P	2012-05-09	2012-07-13
***NOVO NORDISK A/S-ADR	P	2012-05-09	2012-09-19
***POLYUS GOLD INTERNATIONAL	P	2011-06-09	2012-05-09
***POLYUS GOLD INTERNATIONAL	P	2011-08-03	2012-05-09
***POLYUS GOLD INTERNATIONAL	P	2011-08-12	2012-05-09
***RECKITT BENCKISER GROUP PLC	P	2012-05-09	2012-09-19
***RECKITT BENCKISER GROUP PLC	P	2012-05-09	2012-10-24

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d**

<b>(a)</b> 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>(b)</b> How acquired P—Purchase D—Donation	<b>(c)</b> Date acquired (mo, day, yr)	<b>(d)</b> Date sold (mo, day, yr)
***RECKITT BENCKISER GROUP PLC	P	2012-05-09	2012-11-28
***RECKITT BENCKISER GROUP PLC	P	2012-05-09	2012-12-07
***ROHM CO LTD	P	2011-12-16	2012-05-09
***SAP AG	P	2012-05-09	2012-07-12
***SAP AG	P	2012-05-09	2012-09-19
***SAP AG	P	2012-05-09	2012-10-24
***SEKISUI HOUSE LTD	P	2011-06-22	2012-05-09
***SBERBANK RUSSIA	P	2012-05-09	2012-12-14
***SHISEIDO CO LTD	P	2011-05-26	2012-05-09
***TAIWAN SEMICONDUCTOR MFG CO	P	2012-07-26	2012-10-19
***TAIWAN SEMICONDUCTOR MFG CO	P	2012-07-26	2012-10-22
***TELECOM ITALIA S P A NEW	P	2012-04-12	2012-05-09
***TURKIYE GARANTI BANKASI A S	P	2012-05-09	2012-11-28
***TRANSOCEAN LTD	P	2011-12-07	2012-04-03
***TRANSOCEAN LTD	P	2011-12-07	2012-05-09
***TRANSOCEAN LTD	P	2011-12-08	2012-05-09
***TNT EXPRESS NV	P	2011-07-18	2012-01-18
***TNT EXPRESS NV	P	2011-07-18	2012-02-21
***TNT EXPRESS NV	P	2011-08-25	2012-02-21
***TNT EXPRESS NV	P	2011-08-25	2012-02-21
***TNT EXPRESS NV	P	2011-08-25	2012-02-22
***TNT EXPRESS NV	P	2011-08-25	2012-02-23
***TNT EXPRESS NV	P	2011-08-25	2012-02-27
***TNT EXPRESS NV	P	2011-09-06	2012-02-27
***TNT EXPRESS NV	P	2011-09-30	2012-02-27
***TALISMAN ENERGY INC	P	2011-10-20	2012-05-09
***TALISMAN ENERGY INC	P	2012-01-20	2012-05-09
***TESCO PLC-SPONSORED ADR	P	2012-05-09	2012-06-29
***TESCO PLC-SPONSORED ADR	P	2012-05-09	2012-06-29
***TESCO PLC-SPONSORED ADR	P	2012-05-09	2012-10-08

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d**

<b>(a)</b> 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>(b)</b> How acquired P—Purchase D—Donation	<b>(c)</b> Date acquired (mo, day, yr)	<b>(d)</b> Date sold (mo, day, yr)
***TESCO PLC-SPONSORED ADR	P	2012-05-09	2012-10-09
***TESCO PLC-SPONSORED ADR	P	2012-05-09	2012-10-10
***TESCO PLC-SPONSORED ADR	P	2012-05-09	2012-10-11
***TEVA PHARMACEUTICAL	P	2012-05-09	2012-05-24
***TEVA PHARMACEUTICAL	P	2012-05-09	2012-12-06
***UBS AG	P	2011-08-04	2012-05-09
***UBS AG	P	2012-02-08	2012-05-09
***VIVENDI SA	P	2012-03-09	2012-05-09
***VIVENDI SA	P	2012-04-10	2012-05-09
***WAL-MART DE MEXICO S A B DE	P	2012-05-09	2012-12-06
***WOLTERS KLUWER NV	P	2011-08-08	2012-05-09
***ANGLOGOLD ASHANTI LTD (NEW)	P	2010-03-10	2012-05-09
***ANGLOGOLD ASHANTI LTD (NEW)	P	2011-02-08	2012-05-09
***ASTRAZENECA PLC	P	2010-03-10	2012-05-09
***ASTRAZENECA PLC	P	2011-02-08	2012-05-09
***ALLIANZ SE	P	2010-05-20	2012-05-09
***ALUMINA LTD	P	2010-05-20	2012-05-09
***AXIS CAPITAL HOLDINGS LTD	P	2010-03-10	2012-05-09
***BARRICK GOLD CORP	P	2010-03-10	2012-05-09
***BARRICK GOLD CORP	P	2011-01-21	2012-05-09
***CARREFOUR SA	P	2010-03-10	2012-05-09
***CARREFOUR SA	P	2010-12-03	2012-05-09
***CAMECO CORP	P	2010-03-10	2012-05-09
***CAMECO CORP	P	2010-04-05	2012-05-09
***CAMECO CORP	P	2010-05-21	2012-05-09
***CAMECO CORP	P	2011-03-15	2012-05-09
***CENTRAIS ELECTRICAS	P	2010-03-10	2012-05-09
***DAI NIPPON PRINTING LIMITED	P	2010-03-10	2012-05-09
***DAIICHI SANKYO CO LTD	P	2011-03-28	2012-05-09
***DAIICHI SANKYO CO LTD	P	2011-04-25	2012-05-09

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d**

<b>(a)</b> 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>(b)</b> How acquired P—Purchase D—Donation	<b>(c)</b> Date acquired (mo, day, yr)	<b>(d)</b> Date sold (mo, day, yr)
***ELECTRICITE DE FRANCE SA	P	2010-03-23	2012-05-09
***ELECTRICITE DE FRANCE SA	P	2010-11-09	2012-05-09
***ELECTRICITE DE FRANCE SA	P	2011-04-07	2012-05-09
***EAST JAPAN RAILWAY CO	P	2011-02-23	2012-05-09
***EAST JAPAN RAILWAY CO	P	2011-03-02	2012-05-09
***FUJIFILM HOLDINGS	P	2010-03-10	2012-05-09
***FINMECCANICA SPA ROMA	P	2010-05-17	2012-05-09
***FINMECCANICA SPA ROMA	P	2010-09-28	2012-05-09
***GAZPROM O A O	P	2010-10-15	2012-01-20
***GAZPROM O A O	P	2010-10-15	2012-05-09
***GOLD FIELDS LTD NEW	P	2010-03-10	2012-05-09
***GLAXOSMITHKLINE PLC	P	2010-03-10	2012-04-30
***GLAXOSMITHKLINE PLC	P	2010-03-10	2012-05-09
***GLAXOSMITHKLINE PLC	P	2011-02-07	2012-05-09
***HOME RETAIL GROUP PLC	P	2011-01-06	2012-01-27
***HOME RETAIL GROUP PLC	P	2011-01-06	2012-05-09
***HOME RETAIL GROUP PLC	P	2011-04-01	2012-05-09
***HACHIJUNI BANK LTD-ADR	P	2010-03-10	2012-05-09
***KINROSS GOLD CORP	P	2010-03-10	2012-05-09
***KINROSS GOLD CORP	P	2010-07-08	2012-05-09
***KINROSS GOLD CORP	P	2010-08-18	2012-05-09
***KINROSS GOLD CORP	P	2011-01-21	2012-05-09
***KINROSS GOLD CORP	P	2011-02-25	2012-05-09
***KOREA ELECTRIC POWER CORP	P	2010-03-12	2012-05-09
***KOREA ELECTRIC POWER CORP	P	2010-04-15	2012-05-09
***KOREA ELECTRIC POWER CORP	P	2010-11-23	2012-05-09
***MS&AD INSURANCE GROUP HLDS	P	2010-03-10	2012-02-27
***MS&AD INSURANCE GROUP HLDS	P	2010-03-10	2012-05-09
***MS&AD INSURANCE GROUP HLDS	P	2010-08-10	2012-05-09
***MS&AD INSURANCE GROUP HLDS	P	2011-03-30	2012-05-09

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d**

<b>(a)</b> 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>(b)</b> How acquired P—Purchase D—Donation	<b>(c)</b> Date acquired (mo, day, yr)	<b>(d)</b> Date sold (mo, day, yr)
***MS&AD INSURANCE GROUP HLDS	P	2011-03-31	2012-05-09
***MS&AD INSURANCE GROUP HLDS	P	2011-04-05	2012-05-09
***NEXEN INC	P	2010-03-10	2012-05-09
***NEXEN INC	P	2010-05-19	2012-05-09
***NEXEN INC	P	2010-10-04	2012-05-09
***NEWCREST MINING LTD	P	2010-03-10	2012-05-09
***NEWCREST MINING LTD	P	2010-05-28	2012-05-09
***NINTENDO CO LTD-ADR NEW	P	2010-03-10	2012-05-09
***NINTENDO CO LTD-ADR NEW	P	2010-10-04	2012-05-09
***NIPPON TELEGRAPH AND	P	2010-03-10	2012-05-09
***NIPPON TELEGRAPH AND	P	2010-12-15	2012-05-09
***NOKIA CORPORATION	P	2010-03-10	2012-05-09
***NOKIA CORPORATION	P	2010-04-30	2012-05-09
***NOKIA CORPORATION	P	2010-05-24	2012-05-09
***NOKIA CORPORATION	P	2011-02-11	2012-05-09
***NOKIA CORPORATION	P	2011-03-16	2012-05-09
***P T TELEKOMUNIKASI	P	2011-02-17	2012-04-17
***P T TELEKOMUNIKASI	P	2011-02-17	2012-04-25
***P T TELEKOMUNIKASI	P	2011-02-23	2012-04-25
***P T TELEKOMUNIKASI	P	2011-02-23	2012-05-09
***PANASONIC CORPORATION	P	2010-03-10	2012-05-09
***PANASONIC CORPORATION	P	2010-09-27	2012-05-09
***PANASONIC CORPORATION	P	2011-03-17	2012-05-09
***ROHM CO LTD	P	2010-03-10	2012-05-09
***ROHM CO LTD	P	2010-11-04	2012-05-09
***SK TELECOM CO LTD	P	2010-03-10	2012-05-09
***SK TELECOM CO LTD	P	2011-02-23	2012-05-09
***SWISSCOM SPONSORED ADR	P	2010-05-06	2012-05-09
***SIEMENS A G	P	2010-03-10	2012-09-04
***SIEMENS A G	P	2010-03-10	2012-09-19

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d**

<b>(a)</b> 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>(b)</b> How acquired P—Purchase D—Donation	<b>(c)</b> Date acquired (mo, day, yr)	<b>(d)</b> Date sold (mo, day, yr)
***SIEMENS A G	P	2010-03-10	2012-10-11
***SEKISUI HOUSE LTD	P	2010-03-10	2012-04-17
***SEKISUI HOUSE LTD	P	2010-03-10	2012-05-09
***SANOFI	P	2010-03-10	2012-05-09
***SEVEN & I HOLDINGS CO LTD	P	2010-03-10	2012-05-09
***SUMITOMO MITSUI TR HOLDINGS	P	2010-03-10	2012-05-09
***SUMITOMO MITSUI TR HOLDINGS	P	2011-03-17	2012-05-09
***SHISEIDO CO LTD	P	2010-03-10	2012-05-09
***SOCIETE GENERALE	P	2010-03-10	2012-02-08
***SOCIETE GENERALE	P	2010-05-17	2012-02-08
***TELECOM ITALIA S P A NEW	P	2010-03-10	2012-05-09
***TOYOTA MOTOR CORPORATION	P	2010-09-09	2012-02-16
***UBS AG	P	2010-03-10	2012-05-09
***VODAFONE GROUP PLC	P	2010-03-10	2012-01-05
***VODAFONE GROUP PLC	P	2010-03-10	2012-05-09
***WACOAL HOLDINGS CORPORATION	P	2010-03-10	2012-05-09
***WOLTERS KLUWER NV	P	2010-03-10	2012-05-09
***EATON CORPORATION PLC	P	2012-11-30	2012-12-07
***COOPER INDUSTRIES PLC	P	2010-03-10	2012-12-03
***COOPER INDUSTRIES PLC	P	2010-12-16	2012-12-03

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h**

<b>(e) Gross sales price</b>	<b>(f) Depreciation allowed (or allowable)</b>	<b>(g) Cost or other basis plus expense of sale</b>	<b>(h) Gain or (loss) (e) plus (f) minus (g)</b>
913		842	71
193		193	0
929		801	128
138		133	5
264		241	23
433		472	-39
519		384	135
4,409		331	4,078
547		41	506
493		531	-38
132		118	14
205		169	36
928		590	338
3,949		2,164	1,785
346		239	107
678		614	64
6,325		6,493	-168
444		299	145
3,884		2,202	1,682
240		115	125
2,936		1,308	1,628
131		100	31
507		515	-8
485		445	40
115		93	22
574		332	242
1,735		997	738
793		457	336
515		318	197
1,929		1,082	847

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h**

<b>(e) Gross sales price</b>	<b>(f) Depreciation allowed (or allowable)</b>	<b>(g) Cost or other basis plus expense of sale</b>	<b>(h) Gain or (loss) (e) plus (f) minus (g)</b>
1,021		630	391
190		126	64
1,079		646	433
179		102	77
795		811	-16
363		384	-21
1,914		1,545	369
1,681		1,334	347
4,252		3,406	846
693		633	60
471		330	141
3,213		2,309	904
8,379		5,608	2,771
842		1,006	-164
526		463	63
575		551	24
423		350	73
375		320	55
2,947		2,114	833
2,802		2,312	490
10,460		4,992	5,468
134		123	11
2,084		3,151	-1,067
1,816		2,803	-987
961		1,350	-389
309		456	-147
326		268	58
436		372	64
335		293	42
6,598		5,790	808

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h**

(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)
353		376	-23
275		382	-107
727		1,051	-324
440		283	157
172		429	-257
1,336		2,311	-975
1,545		2,122	-577
740		368	372
520		368	152
662		472	190
693		418	275
750		606	144
462		495	-33
967		556	411
644		429	215
1,027		502	525
518		308	210
29		18	11
956		780	176
188		546	-358
156		455	-299
407		880	-473
156		276	-120
654		515	139
624		411	213
388		446	-58
77		197	-120
281		700	-419
29		81	-52
203		596	-393

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h**

<b>(e) Gross sales price</b>	<b>(f) Depreciation allowed (or allowable)</b>	<b>(g) Cost or other basis plus expense of sale</b>	<b>(h) Gain or (loss) (e) plus (f) minus (g)</b>
394		484	-90
337		1,587	-1,250
419		247	172
793		799	-6
169		192	-23
641		767	-126
244		122	122
281		195	86
389		318	71
513		543	-30
606		465	141
926		951	-25
504		574	-70
114		54	60
363		152	211
615		519	96
1,079		515	564
231		153	78
1,005		488	517
1,070		330	740
1,119		762	357
564		424	140
94		85	9
86		80	6
131		110	21
634		570	64
922		519	403
248		465	-217
520		629	-109
989		560	429

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h**

<b>(e) Gross sales price</b>	<b>(f) Depreciation allowed (or allowable)</b>	<b>(g) Cost or other basis plus expense of sale</b>	<b>(h) Gain or (loss) (e) plus (f) minus (g)</b>
1,767		1,259	508
199		218	-19
441		435	6
1,433		2,081	-648
982		665	317
402		196	206
256		126	130
371		369	2
826		876	-50
122		86	36
672		415	257
3,431		1,298	2,133
559		521	38
1,044		577	467
888		325	563
1,529		520	1,009
498		441	57
481		519	-38
244		331	-87
91		109	-18
174		159	15
170		155	15
123		98	25
124		98	26
723		1,016	-293
225		229	-4
405		488	-83
496		546	-50
42		49	-7
111		107	4

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h**

<b>(e) Gross sales price</b>	<b>(f) Depreciation allowed (or allowable)</b>	<b>(g) Cost or other basis plus expense of sale</b>	<b>(h) Gain or (loss) (e) plus (f) minus (g)</b>
60		59	1
195		234	-39
76		97	-21
81		81	0
367		326	41
2		6	-4
418		357	61
343		294	49
397		336	61
227		189	38
429		393	36
579		720	-141
420		499	-79
261		297	-36
457		475	-18
240		243	-3
283		231	52
398		467	-69
135		154	-19
410		463	-53
553		617	-64
339		438	-99
1,341		1,837	-496
471		500	-29
489		513	-24
320		368	-48
465		934	-469
647		689	-42
495		475	20
167		178	-11

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h**

(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)
237		268	-31
420		502	-82
171		272	-101
124		137	-13
152		168	-16
62		123	-61
171		312	-141
374		504	-130
162		162	0
321		292	29
109		84	25
110		84	26
490		513	-23
480		478	2
271		309	-38
372		381	-9
389		336	53
362		468	-106
289		324	-35
141		252	-111
362		456	-94
186		408	-222
145		144	1
290		289	1
156		144	12
366		520	-154
283		357	-74
186		215	-29
330		309	21
293		264	29

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h**

<b>(e) Gross sales price</b>	<b>(f) Depreciation allowed (or allowable)</b>	<b>(g) Cost or other basis plus expense of sale</b>	<b>(h) Gain or (loss) (e) plus (f) minus (g)</b>
162		143	19
291		253	38
210		220	-10
174		187	-13
218		187	31
357		312	45
329		332	-3
411		408	3
717		724	-7
244		213	31
260		226	34
529		523	6
160		123	37
214		182	32
328		318	10
516		482	34
168		211	-43
1,110		887	223
9		7	2
38		27	11
128		90	38
434		305	129
115		84	31
8		6	2
359		209	150
810		972	-162
349		369	-20
219		235	-16
44		47	-3
289		298	-9

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h**

<b>(e) Gross sales price</b>	<b>(f) Depreciation allowed (or allowable)</b>	<b>(g) Cost or other basis plus expense of sale</b>	<b>(h) Gain or (loss) (e) plus (f) minus (g)</b>
301		313	-12
558		579	-21
391		407	-16
271		296	-25
209		212	-3
228		291	-63
444		534	-90
446		482	-36
497		498	-1
198		154	44
274		308	-34
1,512		1,737	-225
263		365	-102
1,395		1,414	-19
915		1,016	-101
941		936	5
433		598	-165
1,610		1,496	114
1,904		1,970	-66
609		756	-147
735		2,006	-1,271
257		630	-373
523		665	-142
501		621	-120
545		597	-52
479		701	-222
845		1,562	-717
1,820		2,993	-1,173
485		556	-71
485		553	-68

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h**

(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)
393		1,005	-612
369		796	-427
101		197	-96
523		599	-76
472		548	-76
1,245		2,007	-762
153		485	-332
331		1,072	-741
352		322	30
465		493	-28
1,592		1,506	86
277		226	51
1,322		1,093	229
957		818	139
203		203	0
62		165	-103
218		581	-363
937		985	-48
545		1,297	-752
101		206	-105
101		201	-100
241		532	-291
132		271	-139
899		1,490	-591
245		398	-153
214		259	-45
189		234	-45
814		1,261	-447
529		720	-191
84		111	-27

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h**

(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)
126		168	-42
419		543	-124
710		990	-280
423		526	-103
321		385	-64
965		1,256	-291
410		465	-55
629		1,524	-895
141		286	-145
2,775		2,682	93
269		273	-4
456		2,070	-1,614
77		292	-215
58		181	-123
183		537	-354
80		202	-122
232		234	-2
343		334	9
172		166	6
450		433	17
490		992	-502
359		675	-316
176		284	-108
588		980	-392
504		757	-253
1,805		2,415	-610
438		563	-125
1,987		1,710	277
188		185	3
206		185	21

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h**

<b>(e) Gross sales price</b>	<b>(f) Depreciation allowed (or allowable)</b>	<b>(g) Cost or other basis plus expense of sale</b>	<b>(h) Gain or (loss) (e) plus (f) minus (g)</b>
397		370	27
305		339	-34
996		1,151	-155
2,339		2,497	-158
2,003		1,439	564
925		1,247	-322
148		186	-38
1,451		1,927	-476
383		730	-347
166		230	-64
1,810		2,252	-442
329		280	49
997		1,250	-253
357		292	65
1,330		1,077	253
1,339		1,483	-144
1,529		2,020	-491
25		25	0
4,365		2,618	1,747
397		291	106

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l**

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

**(l) Gains (Col (h) gain minus  
col (k), but not less than -0-) or  
Losses (from col (h))**

<b>(i) F M V as of 12/31/69</b>	<b>(j) Adjusted basis as of 12/31/69</b>	<b>(k) Excess of col (i) over col (j), if any</b>	<b>(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))</b>
			71
			0
			128
			5
			23
			-39
			135
			4,078
			506
			-38
			14
			36
			338
			1,785
			107
			64
			-168
			145
			1,682
			125
			1,628
			31
			-8
			40
			22
			242
			738
			336
			197
			847

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l**

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

**(l) Gains (Col (h) gain minus  
col (k), but not less than -0-) or  
Losses (from col (h))**

(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
			391
			64
			433
			77
			-16
			-21
			369
			347
			846
			60
			141
			904
			2,771
			-164
			63
			24
			73
			55
			833
			490
			5,468
			11
			-1,067
			-987
			-389
			-147
			58
			64
			42
			808

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l**

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

**(l) Gains (Col (h) gain minus  
col (k), but not less than -0-) or  
Losses (from col (h))**

<b>(i) F M V as of 12/31/69</b>	<b>(j) Adjusted basis as of 12/31/69</b>	<b>(k) Excess of col (i) over col (j), if any</b>	<b>(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))</b>
			-23
			-107
			-324
			157
			-257
			-975
			-577
			372
			152
			190
			275
			144
			-33
			411
			215
			525
			210
			11
			176
			-358
			-299
			-473
			-120
			139
			213
			-58
			-120
			-419
			-52
			-393

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l**

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

**(l) Gains (Col (h) gain minus  
col (k), but not less than -0-) or  
Losses (from col (h))**

<b>(i) F M V as of 12/31/69</b>	<b>(j) Adjusted basis as of 12/31/69</b>	<b>(k) Excess of col (i) over col (j), if any</b>	<b>(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))</b>
			-90
			-1,250
			172
			-6
			-23
			-126
			122
			86
			71
			-30
			141
			-25
			-70
			60
			211
			96
			564
			78
			517
			740
			357
			140
			9
			6
			21
			64
			403
			-217
			-109
			429

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l**

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

**(l) Gains (Col (h) gain minus  
col (k), but not less than -0-) or  
Losses (from col (h))**

<b>(i) F M V as of 12/31/69</b>	<b>(j) Adjusted basis as of 12/31/69</b>	<b>(k) Excess of col (i) over col (j), if any</b>	<b>(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))</b>
			508
			-19
			6
			-648
			317
			206
			130
			2
			-50
			36
			257
			2,133
			38
			467
			563
			1,009
			57
			-38
			-87
			-18
			15
			15
			25
			26
			-293
			-4
			-83
			-50
			-7
			4

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - I**

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))**

<b>(i) F M V as of 12/31/69</b>	<b>(j) Adjusted basis as of 12/31/69</b>	<b>(k) Excess of col (i) over col (j), if any</b>	<b>(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))</b>
			1
			-39
			-21
			0
			41
			-4
			61
			49
			61
			38
			36
			-141
			-79
			-36
			-18
			-3
			52
			-69
			-19
			-53
			-64
			-99
			-496
			-29
			-24
			-48
			-469
			-42
			20
			-11

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - I**

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))**

<b>(i) F M V as of 12/31/69</b>	<b>(j) Adjusted basis as of 12/31/69</b>	<b>(k) Excess of col (i) over col (j), if any</b>	<b>(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))</b>
			-31
			-82
			-101
			-13
			-16
			-61
			-141
			-130
			0
			29
			25
			26
			-23
			2
			-38
			-9
			53
			-106
			-35
			-111
			-94
			-222
			1
			1
			12
			-154
			-74
			-29
			21
			29

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l**

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

**(l) Gains (Col (h) gain minus  
col (k), but not less than -0-) or  
Losses (from col (h))**

<b>(i) F M V as of 12/31/69</b>	<b>(j) Adjusted basis as of 12/31/69</b>	<b>(k) Excess of col (i) over col (j), if any</b>	<b>(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))</b>
			19
			38
			-10
			-13
			31
			45
			-3
			3
			-7
			31
			34
			6
			37
			32
			10
			34
			-43
			223
			2
			11
			38
			129
			31
			2
			150
			-162
			-20
			-16
			-3
			-9

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l**

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

**(l) Gains (Col (h) gain minus  
col (k), but not less than -0-) or  
Losses (from col (h))**

<b>(i) F M V as of 12/31/69</b>	<b>(j) Adjusted basis as of 12/31/69</b>	<b>(k) Excess of col (i) over col (j), if any</b>	<b>(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))</b>
			-12
			-21
			-16
			-25
			-3
			-63
			-90
			-36
			-1
			44
			-34
			-225
			-102
			-19
			-101
			5
			-165
			114
			-66
			-147
			-1,271
			-373
			-142
			-120
			-52
			-222
			-717
			-1,173
			-71
			-68

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l**

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

**(l) Gains (Col (h) gain minus  
col (k), but not less than -0-) or  
Losses (from col (h))**

<b>(i) F M V as of 12/31/69</b>	<b>(j) Adjusted basis as of 12/31/69</b>	<b>(k) Excess of col (i) over col (j), if any</b>	<b>(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))</b>
			-612
			-427
			-96
			-76
			-76
			-762
			-332
			-741
			30
			-28
			86
			51
			229
			139
			0
			-103
			-363
			-48
			-752
			-105
			-100
			-291
			-139
			-591
			-153
			-45
			-45
			-447
			-191
			-27

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l**

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

**(l) Gains (Col (h) gain minus  
col (k), but not less than -0-) or  
Losses (from col (h))**

<b>(i) F M V as of 12/31/69</b>	<b>(j) Adjusted basis as of 12/31/69</b>	<b>(k) Excess of col (i) over col (j), if any</b>	<b>(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))</b>
			-42
			-124
			-280
			-103
			-64
			-291
			-55
			-895
			-145
			93
			-4
			-1,614
			-215
			-123
			-354
			-122
			-2
			9
			6
			17
			-502
			-316
			-108
			-392
			-253
			-610
			-125
			277
			3
			21

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l**

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

**(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))**

<b>(i) F M V as of 12/31/69</b>	<b>(j) Adjusted basis as of 12/31/69</b>	<b>(k) Excess of col (i) over col (j), if any</b>	<b>(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))</b>
			27
			-34
			-155
			-158
			564
			-322
			-38
			-476
			-347
			-64
			-442
			49
			-253
			65
			253
			-144
			-491
			0
			1,747
			106

## TY 2012 Accounting Fees Schedule

**Name:** THE BAILEY FOUNDATION

**EIN:** 20-7397593

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING	2,505	1,253		0

## TY 2012 Investments - Other Schedule

**Name:** THE BAILEY FOUNDATION**EIN:** 20-7397593

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
RBC DAIN RAUSCHER	AT COST	559,786	667,030

## TY 2012 Other Expenses Schedule

**Name:** THE BAILEY FOUNDATION

**EIN:** 20-7397593

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT EXPENSES	7,628	7,628		0

## TY 2012 Substantial Contributors Schedule

**Name:** THE BAILEY FOUNDATION

**EIN:** 20-7397593

Name	Address
DEBORAH BAILEY	3625 QUAKERBRIDGE ROAD HAMILTON, NJ 08619

## TY 2012 Taxes Schedule

**Name:** THE BAILEY FOUNDATION**EIN:** 20-7397593

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	567	567		0