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Form

990-PF

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

or Section 4947(a)(1) Nonexempt Charitable Trust

Treated as a Private Foundation

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

OMB No 1545-0052





2012


Open to Public Inspection

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

Name of foundation THE CURTIS W MCGRAW FOUNDATION		A Employer identification number 22-1761678	
% ROCKEFELLER & CO		B Telephone number (see instructions)	
Number and street (or P O box number if mail is not delivered to street address) C/O ROCKEFELLER CO 30 ROCKEFELLER PLAZA Suite 5600			
City or town, state, and ZIP code NEW YORK, NY 10112		C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change		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) <input checked="" type="checkbox"/> \$ 21,878,759		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
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.)			

Part I Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))</small>		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	0			
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	119,756	119,756		
	4 Dividends and interest from securities.	340,716	340,716		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	1,258,164			
	b Gross sales price for all assets on line 6a _____ 8,901,499		1,258,164		
	7 Capital gain net income (from Part IV, line 2)				
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	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	1,718,636	1,718,636		
	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule).	22,829	15,219	0	7,610
	b Accounting fees (attach schedule).	12,300	8,200	0	4,100
	c Other professional fees (attach schedule)	119,271	119,271		
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	34,545	17,945		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule).	35,071	32,141		2,930
	24 Total operating and administrative expenses. Add lines 13 through 23	224,016	192,776	0	14,640
	25 Contributions, gifts, grants paid.	1,125,330			1,125,330
	26 Total expenses and disbursements. Add lines 24 and 25	1,349,346	192,776	0	1,139,970
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	369,290			
	b Net investment income (if negative, enter -0-)		1,525,860		
	c Adjusted net income (if negative, enter -0-)				

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	220,024	209,346	209,346
	2	Savings and temporary cash investments			
	3	Accounts receivable ▶ _____ 0			
		Less allowance for doubtful accounts ▶ _____	31,381	0	0
	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)	2,437,291	 2,473,847	2,519,260
	b	Investments—corporate stock (attach schedule)	9,888,695	 10,407,977	13,360,575
	c	Investments—corporate bonds (attach schedule).	3,419,362	 3,139,042	3,281,001
	11	Investments—land, buildings, and equipment basis ▶ _____			
	Less accumulated depreciation (attach schedule) ▶ _____				
12	Investments—mortgage loans				
13	Investments—other (attach schedule)	897,224	 1,155,783	2,508,577	
14	Land, buildings, and equipment basis ▶ _____				
	Less accumulated depreciation (attach schedule) ▶ _____				
15	Other assets (describe ▶ _____)				
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	16,893,977	17,385,995	21,878,759	
Liabilities	17	Accounts payable and accrued expenses	0	38,881	
	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	Total liabilities (add lines 17 through 22)	0	38,881	
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	16,893,977	17,347,114	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	0	0	
	30	Total net assets or fund balances (see page 17 of the instructions)	16,893,977	17,347,114	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	16,893,977	17,385,995	

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 16,893,977
2	Enter amount from Part I, line 27a	2 369,290
3	Other increases not included in line 2 (itemize) ▶ 	3 83,847
4	Add lines 1, 2, and 3	4 17,347,114
5	Decreases not included in line 2 (itemize) ▶ _____	5
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6 17,347,114

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	See Additional Data Table			
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 See Additional Data Table			
b			
c			
d			
e			

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	
a See Additional Data Table			
b			
c			
d			
e			

2	Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	1,258,164
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	1,133,241	21,394,416	0 052969
2010	1,110,999	20,284,506	0 054771
2009	1,030,564	18,092,944	0 056959
2008	1,137,556	22,197,166	0 051248
2007	1,218,151	25,422,653	0 047916

2	Total of line 1, column (d).	2	0 263863
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 052773
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.	4	21,545,323
5	Multiply line 4 by line 3.	5	1,137,011
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	15,259
7	Add lines 5 and 6.	7	1,152,270
8	Enter qualifying distributions from Part XII, line 4. If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions	8	1,139,970

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 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	30,517
c		All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2		Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	
3		Add lines 1 and 2.		3	30,517
4		Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	
5		Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		5	30,517
6		Credits/Payments			
a		2012 estimated tax payments and 2011 overpayment credited to 2012	6a	18,624	
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	18,624
8		Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached		8	74
9		Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	11,967
10		Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.		10	
11		Enter the amount of line 10 to be Credited to 2013 estimated tax <input type="checkbox"/>	Refunded <input type="checkbox"/>	11	

Part VII-A

Statements Regarding Activities

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

Part VII-A

Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address ▶NA				
14	The books are in care of ▶ROCKEFELLER & CO	Telephone no ▶(212) 549-5100		
Located at ▶30 ROCKEFELLER PLAZA ROOM 5600 NEW YORK NY		ZIP +4 ▶10112		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ▶ <input type="checkbox"/>			
and enter the amount of tax-exempt interest received or accrued during the year ▶		15		
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		No
See instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country ▶				

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly)			
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
(6) Agree to pay money or property to a government official? (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 page 20 of the instructions)?. . . Organizations relying on a current notice regarding disaster assistance check here. ▶ <input type="checkbox"/>	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		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012?. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions).	2b		No
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?. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.</i>).	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b		No

Part VII-B

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

5a

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

(1)

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

Yes

No

(2)

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

Yes

No

(3)

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

Yes

No

(4)

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

Yes

No

(5)

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

Yes

No

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

Organizations relying on a current notice regarding disaster assistance check here.

c

If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

Yes

No

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

6a

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

Yes

No

b

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

6b

No

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

7a

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

Yes

No

b

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

7b

Part VIII

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

1

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Additional Data Table				

2

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances

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

Part VIII

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
ROCKEFELLER & CO	INVESTMENT MGMT/ACTG	0
30 ROCKEFELLER PLAZA ROOM 5600		
NEW YORK, NY 10112		

Total number of others receiving over \$50,000 for professional services. 1

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.

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

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See page 24 of the instructions	
3	

Total. Add lines 1 through 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	19,211,459
b	Average of monthly cash balances.	1b	314,640
c	Fair market value of all other assets (see instructions).	1c	2,347,325
d	Total (add lines 1a, b, and c).	1d	21,873,424
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	21,873,424
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	328,101
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	21,545,323
6	Minimum investment return. Enter 5% of line 5.	6	1,077,266

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	1,077,266
2a	Tax on investment income for 2012 from Part VI, line 5.	2a	30,517
b	Income tax for 2012 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	30,517
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	1,046,749
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	1,046,749
6	Deduction from distributable amount (see instructions).	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	1,046,749

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	1,139,970
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	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	0
b	Cash distribution test (attach the required schedule).	3b	0
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	1,139,970
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions).	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	1,139,970
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				1,046,749
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only.			0	
b Total for prior years 2010 , 2009 , 2008		0		
3 Excess distributions carryover, if any, to 2012				
a From 2007.				
b From 2008.	37,310			
c From 2009.	129,821			
d From 2010.	118,436			
e From 2011.	84,866			
f Total of lines 3a through e.	370,433			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 1,139,970				
a Applied to 2011, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2012 distributable amount.				1,046,749
e Remaining amount distributed out of corpus	93,221			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	463,654			
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.				
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions).				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions). . .				
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	463,654			
10 Analysis of line 9				
a Excess from 2008. . . .	37,310			
b Excess from 2009. . . .	129,821			
c Excess from 2010. . . .	118,436			
d Excess from 2011. . . .	84,866			
e Excess from 2012. . . .	93,221			

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

1a

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

b

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

☐ 4942(j)(3) or ☐ 4942(j)(5)

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

Part XVSupplementary 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))

ELIZABETH M WEBSTER

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 of the person to whom applications should be addressed

b

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

c

Any submission deadlines

d

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

Part XV

Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			3a	1,125,330
b Approved for future payment				
Total			3b	

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a _____					
b _____					
c _____					
d _____					
e _____					
f _____					
g Fees and contracts from government agencies					
2 Membership dues and assessments.					
3 Interest on savings and temporary cash investments			14	119,756	
4 Dividends and interest from securities.			14	340,716	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.					
8 Gain or (loss) from sales of assets other than inventory			18	1,258,164	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. . .					
11 Other revenue a _____					
b _____					
c _____					
d _____					
e _____					
12 Subtotal. Add columns (b), (d), and (e).				1,718,636	
13 Total. Add line 12, columns (b), (d), and (e).			13		1,718,636

[illegible]

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		Yes	No
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash.	1a(1)		No
(2) Other assets.	1a(2)		No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization.	1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization.	1b(2)		No
(3) Rental of facilities, equipment, or other assets.	1b(3)		No
(4) Reimbursement arrangements.	1b(4)		No
(5) Loans or loan guarantees.	1b(5)		No
(6) Performance of services or membership or fundraising solicitations.	1b(6)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c		No
d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.			

[illegible]

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? . . . ☐ Yes ☒ No

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

**Sign
Here**

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

* * * * *

2013-05-09

* * * * *

Signature of officer or trustee

Date

Title

May the IRS discuss this return with the preparer shown below (see instr. 7)? ☒ **Yes** ☐ **No**

**Paid
Preparer
Use Only**

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed <input type="checkbox"/>	PTIN
Firm's name	Rockefeller & Co Inc		Firm's EIN	
	30 Rockefeller Pl - Rm 5600			
Firm's address	New York, NY 10112		Phone no (212) 549-5100	

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

(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)
100000 SH 3M COMPANY 4 375% 08/15/13	P	2011-09-12	2012-01-05
60000 SH 3M COMPANY1 375% 09/29/16	P	2012-01-05	2012-08-09
240 SH ADVANCE AUTO PARTS, INC	P	2012-08-28	2012-12-04
360 SH ADVANCE AUTO PARTS, INC	P	2012-08-28	2012-12-21
250 SH ADVANCE AUTO PARTS, INC	P	2012-08-29	2012-12-21
390 SH AFLAC, INC	P	2012-08-21	2012-12-04
100000 SH AMERICAN EXPRESS 7% 03/19/2018	P	2012-01-06	2012-08-22
370 SH AMERICAN EXPRESS CO	P	2012-02-07	2012-07-25
430 SH AMERICAN EXPRESS CO	P	2012-02-07	2012-07-26
260 SH AMERICAN EXPRESS CO	P	2012-02-06	2012-07-27
230 SH AMERICAN EXPRESS CO	P	2012-02-07	2012-07-27
1190 SH AMERICAN EXPRESS CO	P	2012-02-06	2012-07-30
60000 SH BANK OF AMER 5 3% 03/15/17	P	2012-08-09	2012-12-13
2810 SH BEST BUY CO , INC	P	2012-04-18	2012-08-09
430 SH BEST BUY CO , INC	P	2012-04-18	2012-08-09
4020 SH BEST BUY CO , INC	P	2012-04-19	2012-08-09
250 SH BEST BUY CO , INC	P	2012-04-18	2012-08-10
50000 SH CAMPBELL SOUP 4 25% 04/15/21	P	2011-09-26	2012-07-12
310 SH CHINA MOBILE (HONG KONG) LTD	P	2012-08-21	2012-12-04
560 SH CHINA MOBILE (HONG KONG) LTD	P	2012-08-21	2012-12-21
410 SH CISCO SYSTEMS, INC	P	2011-07-01	2012-01-24
50 SH CREE, INC	P	2011-07-01	2012-05-25
390 SH DELPHI AUTOMOTIVE PLC	P	2012-11-02	2012-12-04
160 SH DOVER CORP	P	2012-11-19	2012-12-04
240 SH FEDEX CORPORATION	P	2012-09-21	2012-12-04
50000 SH FFCB 4 875% 01/17/17	P	2011-10-12	2012-03-15
75000 SH FFCB 4 875% 01/17/17	P	2011-10-12	2012-03-21
75000 SH FNMA 5 375 % 06/12/17	P	2011-11-07	2012-01-05
50000 SH GENERAL DYNAMICS 5 25% 2/01/14	P	2011-08-01	2012-03-15
80 SH GOLDMAN SACHS GROUP	P	2012-10-16	2012-12-04

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11480 SH INTESA SANPAOLO	P	2011-12-06	2012-04-24
13540 SH INTESA SANPAOLO	P	2011-12-07	2012-04-24
21120 SH INTESA SANPAOLO	P	2011-12-06	2012-04-26
2680 SH INTESA SANPAOLO	P	2011-12-08	2012-04-26
3760 SH INTESA SANPAOLO	P	2011-12-08	2012-04-27
6440 SH INTESA SANPAOLO	P	2011-12-09	2012-04-27
6170 SH INTESA SANPAOLO	P	2011-12-12	2012-04-27
580 SH J P MORGAN CHASE & CO	P	2012-08-21	2012-12-04
670 SH JOHNSON MATTHEY PLC	P	2011-11-14	2012-07-17
30 SH JOHNSON MATTHEY PLC	P	2011-11-14	2012-07-18
50000 SH JPM CHASE 3 7% 01/20/2015	P	2011-07-08	2012-05-24
100000 SH MCDONALD'S CORP 5 8% 10/15/17	P	2011-08-09	2012-03-06
310 SH MERCK & CO INC	P	2012-01-05	2012-12-04
400 SH MICROSOFT CORP	P	2012-11-06	2012-12-04
400 SH MICROSOFT CORP	P	2012-11-07	2012-12-04
620 SH MORGAN STANLEY	P	2011-08-09	2012-04-10
1140 SH MORGAN STANLEY	P	2011-08-22	2012-04-10
170 SH OPHIR ENERGY PLC	P	2012-05-03	2012-12-05
360 SH ORACLE CORPORATION	P	2012-01-24	2012-12-04
100000 SH PEPSICO INC , 5 15% 05/15/2012	P	2011-08-09	2012-01-05
60000 SH PEPSICO INC 3% DUE 8/25/21	P	2012-01-05	2012-08-09
40 SH PHARMACYCLICS INC	P	2012-06-19	2012-12-04
7210 SH PICC PROP & CASUALTY CO LTD	P	2012-11-05	2012-12-05
790 SH QUEST DIAGNOSTICS INCORPORATED	P	2011-07-21	2012-06-08
110 SH REINSURANCE GROUP OF AMERICA,	P	2012-07-26	2012-12-04
80 SH ROCHE HOLDINGS AG	P	2012-04-12	2012-12-05
440 SH ROYAL CARIBBEAN CRUISES LTD	P	2012-02-17	2012-12-04
20 SH SAMSUNG ELECTRONICS CO , PFD	P	2012-06-13	2012-12-05
10 SH SAMSUNG ELECTRONICS CO , PFD	P	2012-06-15	2012-12-05
320 SH SBERBANK - SPONSORED ADR	P	2012-04-25	2012-12-05

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290 SH SBERBANK - SPONSORED ADR	P	2012-04-27	2012-12-05
4000 SH SINGAPORE TELECOM LTD	P	2012-05-11	2012-12-05
1000 SH SINGAPORE TELECOM LTD	P	2012-05-14	2012-12-05
360 SH SVENSKA HANDELSBANKEN AB - A S	P	2011-12-08	2012-12-05
80 SH TIFFANY & CO	P	2012-07-26	2012-12-04
40000 SH U S TREASURY INFL INDEX NOTES	P	2011-08-25	2012-01-06
10000 SH U S TREASURY INFL INDEX NOTES	P	2011-08-25	2012-01-15
240 SH UNITEDHEALTH GROUP INC	P	2012-07-18	2012-12-04
100000 SH US TREAS INF IX 1 625% 1/15/15	P	2011-08-25	2012-04-25
15000 SH US TREAS INF IX 1 625% 1/15/15	P	2012-09-17	2012-12-13
105000 SH US TREAS INF IX 1 875% 7/15/13	P	2012-08-09	2012-12-04
25000 SH US TREAS INF IX 1 875% 7/15/13	P	2012-08-09	2012-12-13
25000 SH US TREAS INFL 0 625% 04/15/13	P	2012-01-05	2012-03-22
275000 SH US TREAS INFL 0 625% 04/15/13	P	2012-01-05	2012-04-25
100000 SH US TREAS INFL 2 125% 01/15/19	P	2011-05-18	2012-04-25
325000 SH US TREAS N/B 0 625% 04/30/13	P	2012-04-25	2012-08-09
25000 SH US TREAS N/B 1 75% 04/15/13	P	2011-08-23	2012-01-05
275000 SH US TREAS N/B 1 75% 04/15/13	P	2011-08-25	2012-01-05
300000 SH US TREAS N/B 1 75% 04/15/13	P	2011-08-25	2012-08-09
25000 SH US TREAS N/B 2 625% 11/15/20	P	2011-08-25	2012-03-22
125000 SH US TREASURY 2 25% 01/31/15	P	2012-04-25	2012-09-17
100000 SH US TREASURY N/B 2 75% 2/15/19	P	2012-04-25	2012-09-17
15000 SH US TREASURY TIPS 1 25% 4/15/14	P	2012-12-06	2012-12-13
50000 SH WALGREEN CO 5 25% 01/15/19	P	2011-08-01	2012-06-22
50000 SH WALGREEN CO 5 25% 01/15/19	P	2011-08-01	2012-06-25
50 SH ALEXION PHARMACEUTICALS, INC	P	2009-10-15	2012-12-04
2250 SH ALLSTATE CORPORATION	P	2010-04-28	2012-02-06
1800 SH ALLSTATE CORPORATION	P	2010-04-27	2012-02-07
70 SH ALLSTATE CORPORATION	P	2010-04-28	2012-02-07
140 SH ANADARKO PETROLEUM CORPORATION	P	2009-10-15	2012-12-04

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80 SH APACHE CORPORATION	P	2010-06-23	2012-12-04
360 SH APPLE INC	P	2010-04-27	2012-09-11
30 SH APPLE INC	P	2010-04-27	2012-12-04
190 SH APPLE INC	P	2010-04-27	2012-12-26
60 SH APPLE INC	P	2010-04-27	2012-12-27
135 SH APPLE INC	P	2010-05-07	2012-12-27
120 SH BAKER HUGHES INCORPORATED	P	2010-06-14	2012-12-04
10 SH BIOMARIN PHARMACEUTICAL INC	P	2008-09-30	2012-07-17
650 SH BIOMARIN PHARMACEUTICAL INC	P	2008-10-03	2012-07-17
90 SH BIOMARIN PHARMACEUTICAL INC	P	2008-10-08	2012-07-17
160 SH BIOMARIN PHARMACEUTICAL INC	P	2011-07-01	2012-07-17
160 SH BIOMARIN PHARMACEUTICAL INC	P	2008-10-08	2012-12-04
50000 SH BOEING, 6 00% 3/15/2019	P	2011-07-14	2012-10-25
90 SH BOSKALIS WESTMINSTER - CVA	P	2007-05-16	2012-12-05
30 SH BOSKALIS WESTMINSTER - CVA	P	2007-05-25	2012-12-05
300 SH CAREFUSION CORPORATION	P	2010-11-04	2012-12-04
2240 SH CENTRICA PLC	P	2011-05-10	2012-12-05
100 SH CHEVRON CORPORATION	P	2003-03-28	2012-12-04
900 SH CHINA AGRI-INDUSTRIES HOLD RTS	P	2010-05-14	2012-12-10
1500 SH CHINA AGRI-INDUSTRIES HOLD RTS	P	2010-05-17	2012-12-10
2700 SH CHINA AGRI-INDUSTRIES HOLD RTS	P	2010-11-24	2012-12-10
3900 SH CHINA AGRI-INDUSTRIES HOLD RTS	P	2010-11-26	2012-12-10
600 SH CHINA AGRI-INDUSTRIES HOLD RTS	P	2010-11-29	2012-12-10
300 SH CHINA AGRI-INDUSTRIES HOLD RTS	P	2010-05-18	2012-12-10
2700 SH CHINA AGRI-INDUSTRIES HOLD RTS	P	2010-05-04	2012-12-10
2100 SH CHINA AGRI-INDUSTRIES HOLD RTS	P	2010-05-05	2012-12-10
3600 SH CHINA AGRI-INDUSTRIES HOLD RTS	P	2010-05-06	2012-12-10
900 SH CHINA AGRI-INDUSTRIES HOLD RTS	P	2010-05-12	2012-12-10
1800 SH CHINA AGRI-INDUSTRIES HOLD RTS	P	2010-05-13	2012-12-10
300 SH CHINA AGRI-INDUSTRIES HOLD RTS	P	2011-07-05	2012-12-10

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4000 SH CHINA AGRI-INDUSTRIES HOLDINGS	P	2010-05-04	2012-12-05
60 SH CHUNGHWA TELECOM LTD ADR	P	2010-04-23	2012-05-02
70 SH CHUNGHWA TELECOM LTD ADR	P	2010-07-01	2012-05-02
320 SH CHUNGHWA TELECOM LTD ADR	P	2010-04-23	2012-05-03
320 SH CHUNGHWA TELECOM LTD ADR	P	2010-04-23	2012-05-04
236 SH CHUNGHWA TELECOM LTD ADR	P	2010-04-23	2012-05-07
24 SH CHUNGHWA TELECOM LTD ADR	P	2010-04-26	2012-05-07
226 SH CHUNGHWA TELECOM LTD ADR	P	2010-04-22	2012-05-08
424 SH CHUNGHWA TELECOM LTD ADR	P	2010-04-26	2012-05-08
710 SH CHUNGHWA TELECOM LTD ADR	P	2010-04-22	2012-05-09
224 SH CHUNGHWA TELECOM LTD ADR	P	2010-04-20	2012-05-10
96 SH CHUNGHWA TELECOM LTD ADR	P	2010-04-22	2012-05-10
368 SH CHUNGHWA TELECOM LTD ADR	P	2010-04-20	2012-05-11
212 SH CHUNGHWA TELECOM LTD ADR	P	2010-04-21	2012-05-11
572 SH CHUNGHWA TELECOM LTD ADR	P	2010-04-21	2012-05-14
9320 SH CISCO SYSTEMS, INC	P	2005-11-22	2012-01-24
340 SH COMCAST CORPORATION - CL A	P	2007-12-10	2012-12-04
2750 SH COMCAST CORPORATION - CL A	P	2007-12-10	2012-12-13
130 SH COMCAST CORPORATION - CL A	P	2008-10-28	2012-12-13
1400 SH COMCAST CORPORATION - CL A	P	2008-10-28	2012-12-21
400 SH COMCAST CORPORATION - CL A	P	2009-03-16	2012-12-21
110 SH COMERICA INCORPORATED	P	2010-03-16	2012-12-04
120 SH CONTINENTAL RESOURCES, INC	P	2009-07-08	2012-12-04
130 SH COVIDIEN PLC	P	2008-11-25	2012-12-04
1340 SH CREE, INC	P	2011-04-04	2012-05-25
50000 SH DIAGEO CAP PLC 5 750% 10/23/17	P	2011-07-21	2012-12-11
100000 SH DOWCHEMICAL CO 4 25% 11/15/20	P	2011-07-18	2012-10-04
25000 SH FED HOME LOAN BANK 5% 11/17/17	P	2011-06-22	2012-12-04
25000 SH FFCB 4 875% 01/17/17	P	2011-06-01	2012-12-04
25000 SH FNMA 5 375 % 06/12/17	P	2011-11-07	2012-12-04

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17400 SH GALAXY ENTERTAINMENT GROUP LTD	P	2010-10-13	2012-11-05
4290 SH GALAXY ENTERTAINMENT GROUP LTD	P	2010-10-11	2012-11-05
7210 SH GALAXY ENTERTAINMENT GROUP LTD	P	2010-10-11	2012-11-06
8800 SH GALAXY ENTERTAINMENT GROUP LTD	P	2010-10-11	2012-11-07
1200 SH GALAXY ENTERTAINMENT GROUP LTD	P	2010-10-12	2012-12-05
800 SH GALAXY ENTERTAINMENT GROUP LTD	P	2010-10-11	2012-12-05
8100 SH GALAXY ENTERTAINMENT GROUP LTD	P	2010-10-12	2012-12-21
5600 SH GALAXY ENTERTAINMENT GROUP LTD	P	2010-10-08	2012-12-21
4830 SH GALAXY ENTERTAINMENT GROUP LTD	P	2010-10-08	2012-12-24
7470 SH GALAXY ENTERTAINMENT GROUP LTD	P	2010-10-08	2012-12-27
35 SH GOOGLE INC - CLASS A	P	2007-11-05	2012-12-04
440 SH HERTZ GLOBAL HOLDINGS INC	P	2010-04-13	2012-02-17
1770 SH HERTZ GLOBAL HOLDINGS INC	P	2010-04-14	2012-02-17
940 SH HERTZ GLOBAL HOLDINGS INC	P	2010-04-15	2012-02-17
2770 SH HERTZ GLOBAL HOLDINGS INC	P	2010-04-12	2012-02-21
3700 SH HERTZ GLOBAL HOLDINGS INC	P	2010-04-13	2012-02-21
310 SH HEWLETT-PACKARD COMPANY	P	2011-02-24	2012-12-04
180 SH HONEYWELL INC	P	2005-12-20	2012-12-04
10 SH HYUNDAI MOTOR CO , LTD - 2ND	P	2011-04-29	2012-12-05
130 SH HYUNDAI MOTOR CO , LTD - 2ND	P	2011-05-02	2012-12-05
100000 SH IBM CORP SR UNSEC NTS, 4 75%	P	2011-07-26	2012-11-29
390 SH INTERCONTINENTAL HOTELS GROUP	P	2009-05-08	2012-04-26
150 SH INTERCONTINENTAL HOTELS GROUP	P	2009-05-12	2012-04-26
2340 SH INTERCONTINENTAL HOTELS GROUP	P	2009-05-08	2012-04-27
2180 SH INTERCONTINENTAL HOTELS GROUP	P	2009-05-08	2012-04-30
1030 SH INTERCONTINENTAL HOTELS GROUP	P	2009-05-08	2012-05-01
230 SH INTERCONTINENTAL HOTELS GROUP	P	2009-05-11	2012-05-01
1390 SH INTERCONTINENTAL HOTELS GROUP	P	2009-05-11	2012-05-02
130 SH INTERTEK GROUP PLC	P	2009-12-16	2012-05-23
270 SH INTERTEK GROUP PLC	P	2009-12-16	2012-05-24

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

(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)
100 SH INTERTEK GROUP PLC	P	2009-12-11	2012-05-25
140 SH INTERTEK GROUP PLC	P	2009-12-15	2012-05-25
50 SH INTERTEK GROUP PLC	P	2009-12-16	2012-05-25
100 SH INTERTEK GROUP PLC	P	2009-12-24	2012-05-25
110 SH INTERTEK GROUP PLC	P	2009-12-29	2012-05-25
240 SH INTERTEK GROUP PLC	P	2009-12-11	2012-05-29
170 SH INTERTEK GROUP PLC	P	2009-12-11	2012-05-30
230 SH INTERTEK GROUP PLC	P	2009-12-23	2012-05-30
60 SH INTERTEK GROUP PLC	P	2009-12-22	2012-05-31
210 SH INTERTEK GROUP PLC	P	2009-12-23	2012-05-31
320 SH INTERTEK GROUP PLC	P	2009-12-22	2012-06-06
280 SH INTERTEK GROUP PLC	P	2009-12-17	2012-11-08
120 SH INTERTEK GROUP PLC	P	2009-12-22	2012-11-08
400 SH INTERTEK GROUP PLC	P	2009-12-17	2012-11-09
290 SH INTERTEK GROUP PLC	P	2009-12-17	2012-11-12
100 SH INTERTEK GROUP PLC	P	2009-12-21	2012-11-12
50 SH INTERTEK GROUP PLC	P	2009-12-18	2012-11-13
570 SH INTERTEK GROUP PLC	P	2009-12-21	2012-11-13
760 SH INTERTEK GROUP PLC	P	2009-12-18	2012-11-14
390 SH INTERTEK GROUP PLC	P	2009-12-18	2012-11-15
140 SH INTERTEK GROUP PLC	P	2009-12-18	2012-11-16
150000 SH J&J 5 15% DUE 07/15/2018	P	2009-09-22	2012-12-11
60 SH JOHNSON MATTHEY PLC	P	2006-11-02	2012-07-18
410 SH JOHNSON MATTHEY PLC	P	2006-11-03	2012-07-18
300 SH JOHNSON MATTHEY PLC	P	2006-11-03	2012-07-19
50 SH JOHNSON MATTHEY PLC	P	2006-10-31	2012-07-20
120 SH JOHNSON MATTHEY PLC	P	2006-11-03	2012-07-20
270 SH JOHNSON MATTHEY PLC	P	2006-10-31	2012-07-23
130 SH JOHNSON MATTHEY PLC	P	2006-10-31	2012-07-24
260 SH JOHNSON MATTHEY PLC	P	2006-10-31	2012-07-25

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

(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)
231 8182 SH JOHNSON MATTHEY PLC	P	2006-10-30	2012-12-05
38 1818 SH JOHNSON MATTHEY PLC	P	2006-10-31	2012-12-05
350 SH KOREA ELECTRIC POWER CORP	P	2011-06-24	2012-12-05
110 SH LG ELECTRONICS INC - PFD	P	2011-03-09	2012-12-05
10 SH MASTERCARD INC - CLASS A	P	2008-09-30	2012-12-04
280 SH MICROSOFT CORP	P	2007-08-07	2012-12-04
5400 SH MITSUI & CO , LTD	P	2011-03-16	2012-04-19
2500 SH MITSUI & CO , LTD	P	2011-03-17	2012-04-19
1910 SH MORGAN STANLEY	P	2009-08-07	2012-04-05
1510 SH MORGAN STANLEY	P	2009-08-07	2012-04-09
630 SH MORGAN STANLEY	P	2009-08-07	2012-04-10
370 SH MSCI INC	P	2010-12-08	2012-12-04
290 SH NETAPP, INC	P	2011-09-08	2012-12-04
2200 SH NGK INSULATORS LTD	P	2011-03-17	2012-11-02
1580 SH NGK INSULATORS LTD	P	2011-03-16	2012-11-05
800 SH NGK INSULATORS LTD	P	2011-03-17	2012-11-05
2440 SH NGK INSULATORS LTD	P	2011-03-16	2012-11-07
1270 SH NGK INSULATORS LTD	P	2011-03-16	2012-11-14
710 SH NGK INSULATORS LTD	P	2011-03-16	2012-11-16
200 SH NOVARTIS AG - ADR	P	2011-07-01	2012-12-04
160 SH NYSE EURONEXT	P	2009-12-23	2012-12-04
910 SH NYSE EURONEXT	P	2009-12-18	2012-12-13
1660 SH NYSE EURONEXT	P	2009-12-22	2012-12-13
1400 SH NYSE EURONEXT	P	2009-12-23	2012-12-13
70 SH OCEANEERING INTERNATIONAL, INC	P	2010-05-18	2012-12-04
1000 SH OGX PETROLEO E GAS PARTICIPAOE	P	2009-10-16	2012-06-18
800 SH OGX PETROLEO E GAS PARTICIPAOE	P	2009-12-29	2012-06-18
2100 SH OGX PETROLEO E GAS PARTICIPAOE	P	2009-12-30	2012-06-18
4500 SH OGX PETROLEO E GAS PARTICIPAOE	P	2009-10-16	2012-06-19
140 SH PEPSICO , INC	P	2008-12-17	2012-12-04

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

(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)
6900 SH PFIZER INC	P	2010-10-29	2012-01-05
390 SH PFIZER INC	P	2010-11-01	2012-01-05
2680 SH PFIZER INC	P	2010-11-02	2012-01-05
80 SH PHILIPPINE LONG DIST TELE CO	P	2010-09-20	2012-08-23
30 SH PHILIPPINE LONG DIST TELE CO	P	2010-09-21	2012-08-23
10 SH PHILIPPINE LONG DIST TELE CO	P	2010-09-20	2012-09-10
50 SH PHILIPPINE LONG DIST TELE CO	P	2010-09-16	2012-09-11
40 SH PHILIPPINE LONG DIST TELE CO	P	2010-09-16	2012-09-13
10 SH PHILIPPINE LONG DIST TELE CO	P	2010-09-17	2012-09-13
50 SH PHILIPPINE LONG DIST TELE CO	P	2010-09-17	2012-09-14
20 SH PHILIPPINE LONG DIST TELE CO	P	2010-09-14	2012-09-17
80 SH PHILIPPINE LONG DIST TELE CO	P	2010-09-17	2012-09-17
40 SH PHILIPPINE LONG DIST TELE CO	P	2010-09-14	2012-09-19
50 SH PHILIPPINE LONG DIST TELE CO	P	2010-09-13	2012-09-20
10 SH PHILIPPINE LONG DIST TELE CO	P	2010-09-09	2012-09-21
60 SH PHILIPPINE LONG DIST TELE CO	P	2010-09-10	2012-09-21
10 SH PHILIPPINE LONG DIST TELE CO	P	2010-09-13	2012-09-21
40 SH PHILIPPINE LONG DIST TELE CO	P	2010-09-09	2012-09-25
80 SH PHILIPPINE LONG DIST TELE CO	P	2010-09-09	2012-09-27
10 SH PHILIPPINE LONG DIST TELE CO	P	2010-09-09	2012-09-28
100 SH PHILIPPINE LONG DIST TELE CO	P	2010-09-03	2012-10-01
30 SH PHILIPPINE LONG DIST TELE CO	P	2010-09-03	2012-10-04
20 SH PHILIPPINE LONG DIST TELE CO	P	2010-09-03	2012-10-05
20 SH PHILIPPINE LONG DIST TELE CO	P	2010-09-03	2012-10-26
60 SH PHILIPPINE LONG DIST TELE CO	P	2010-09-07	2012-10-31
90 SH PHILIPPINE LONG DIST TELE CO	P	2010-09-08	2012-10-31
450 SH PRUDENTIAL PLC	P	2011-11-08	2012-12-05
160 SH QUALCOMM INC	P	2010-02-09	2012-12-04
360 SH QUEST DIAGNOSTICS INCORPORATED	P	2011-03-09	2012-06-08
150 SH QUEST DIAGNOSTICS INCORPORATED	P	2011-07-21	2012-12-04

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

(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)
30 SH REGENERON PHARMACEUTICALS	P	2010-12-02	2012-04-12
370 SH REGENERON PHARMACEUTICALS	P	2010-12-03	2012-04-12
120 SH REGENERON PHARMACEUTICALS	P	2010-12-02	2012-04-13
80 SH REGENERON PHARMACEUTICALS	P	2010-12-02	2012-12-04
270 SH REGENERON PHARMACEUTICALS	P	2010-12-02	2012-12-13
10 SH ROYAL DUTCH SHELL PLC-ADR A	P	2011-07-01	2012-12-04
130 SH ROYAL DUTCH SHELL PLC-ADR A	P	2011-11-11	2012-12-04
340 SH SAFRAN SA	P	2011-11-30	2012-12-05
340 SH SANTOS LIMITED	P	2011-03-09	2012-12-05
500 SH SEMEN GRESIK (PERSERO) TBK	P	2011-03-24	2012-12-05
2000 SH SEMEN GRESIK (PERSERO) TBK	P	2011-03-31	2012-12-05
330 SH SWEDBANK AB	P	2009-12-03	2012-12-05
330 SH THE MCGRAW-HILL COMPANIES, INC	P	2001-01-01	2012-12-04
110 SH THERMO FISHER SCIENTIFIC INC	P	2010-08-26	2012-12-04
80 SH TORONTO-DOMINION BANK	P	2009-12-02	2012-12-04
110 SH TULLOW OIL PLC	P	2009-10-16	2012-12-05
75000 SH TX BUILD AMERICA 4 611% 3/1/21	P	2011-05-18	2012-12-04
100000 SH US TREAS N/B 2 625% 11/15/20	P	2011-08-25	2012-08-29
20000 SH US TREAS N/B 2 625% 11/15/20	P	2011-08-25	2012-12-20
75000 SH US TREASURY N/B 4 25% 11/15/17	P	2010-08-12	2012-03-21
8000 SH US TREASURY N/B 4 25% 11/15/17	P	2010-05-11	2012-03-22
17000 SH US TREASURY N/B 4 25% 11/15/17	P	2010-08-12	2012-03-22
150000 SH US TREASURY N/B 4 25% 11/15/17	P	2010-05-11	2012-09-17
70 SH VEDANTA RESOURCES PLC	P	2011-03-31	2012-12-05
140 SH VEDANTA RESOURCES PLC	P	2011-04-01	2012-12-05
380 SH VODAFONE GROUP PLC - SP ADR	P	2011-07-01	2012-12-04
90 SH VODAFONE GROUP PLC - SP ADR	P	2011-11-11	2012-12-04
70 SH WAL-MART STORES, INC	P	2005-04-21	2012-12-04
90 SH WAL-MART STORES, INC	P	2011-07-01	2012-12-04
1300 SH WELLPOINT INC	P	2009-07-20	2012-07-18

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

(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)
790 SH WELLPOINT INC	P	2009-10-22	2012-07-18
530 SH WELLPOINT INC	P	2010-11-04	2012-07-18
300 SH WELLS FARGO COMPANY	P	2011-08-09	2012-12-04
50000 SH WELLS FARGO , 5 625% 12/11/17	P	2011-08-11	2012-12-20
1200 SH WYNN MACAU, LIMITED	P	2010-10-11	2012-12-05
1355 SH YUM! BRANDS, INC	P	2006-02-13	2012-06-18
140 SH YUM! BRANDS, INC	P	2006-02-13	2012-12-04
SECURITIES LITIGATION - JUNIPER NETWORKS	P	2000-01-01	2012-03-02
SECURITIES LITIGATION - DORAL FINANCIAL CORP	P	2000-01-01	2012-12-31
FOREIGN CURRENCY EXCHANGE			

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)
106,218		106,388	-170
61,178		60,578	600
17,335		17,321	14
25,317		25,981	-664
17,581		18,001	-420
20,488		18,217	2,271
126,304		119,178	7,126
20,768		19,329	1,439
24,653		22,464	2,189
15,054		13,445	1,609
13,317		12,016	1,301
69,469		61,536	7,933
66,908		64,605	2,303
55,051		62,093	-7,042
8,207		9,502	-1,295
76,722		88,880	-12,158
4,809		5,524	-715
57,158		54,992	2,166
17,669		16,524	1,145
32,378		29,850	2,528
8,061		6,449	1,612
1,299		1,720	-421
13,149		13,060	89
10,092		10,021	71
21,219		20,280	939
58,297		57,685	612
87,570		86,489	1,081
90,720		90,626	94
54,266		54,200	66
9,319		9,869	-550

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)
16,149		20,570	-4,421
19,047		25,087	-6,040
31,571		37,843	-6,272
4,006		4,718	-712
5,662		6,619	-957
9,698		10,792	-1,094
9,292		10,116	-824
23,351		22,394	957
22,001		20,373	1,628
1,008		912	96
51,772		51,866	-94
122,620		119,779	2,841
13,776		12,008	1,768
10,546		11,929	-1,383
10,546		11,887	-1,341
11,028		10,657	371
20,277		18,371	1,906
1,405		1,579	-174
11,572		10,289	1,283
101,660		101,715	-55
63,156		61,518	1,638
2,184		1,706	478
9,095		9,818	-723
43,641		45,271	-1,630
5,625		6,237	-612
15,683		13,774	1,909
15,165		13,603	1,562
15,436		12,860	2,576
7,718		6,359	1,359
3,866		4,128	-262

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)
3,504		3,733	-229
10,811		10,407	404
2,703		2,589	114
13,006		9,861	3,145
4,677		4,461	216
51,005		50,859	146
12,747		12,715	32
12,891		13,497	-606
129,292		138,759	-9,467
19,312		19,295	17
134,690		133,748	942
32,040		31,820	220
27,558		27,245	313
301,792		299,234	2,558
127,880		115,742	12,138
326,054		326,002	52
25,496		25,492	4
280,457		280,404	53
303,199		303,159	40
26,162		25,886	276
130,747		130,455	292
110,535		108,747	1,788
16,900		16,896	4
57,136		56,941	195
57,066		56,938	128
4,765		1,144	3,621
68,779		76,513	-7,734
54,979		60,463	-5,484
2,138		2,380	-242
10,277		9,279	998

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)
6,060		7,367	-1,307
239,641		94,516	145,125
17,227		7,876	9,351
97,723		49,883	47,840
30,625		15,753	14,872
68,906		31,915	36,991
5,105		5,142	-37
416		266	150
27,044		16,718	10,326
3,745		2,191	1,554
6,657		4,364	2,293
7,647		3,895	3,752
62,882		57,725	5,157
3,851		3,183	668
1,284		1,063	221
8,281		7,313	968
11,987		11,339	648
10,408		3,270	7,138
64			64
106			106
191			191
276			276
43			43
21			21
191			191
149			149
255			255
64			64
128			128
21			21

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)
2,121		5,334	-3,213
1,848		1,480	368
2,156		1,733	423
9,901		7,893	2,008
9,921		7,893	2,028
7,252		5,821	1,431
737		591	146
6,942		5,540	1,402
13,024		10,449	2,575
21,583		17,404	4,179
6,765		5,488	1,277
2,899		2,353	546
11,138		9,017	2,121
6,417		5,151	1,266
17,256		13,897	3,359
183,231		160,860	22,371
12,611		6,269	6,342
102,020		50,704	51,316
4,823		1,820	3,003
52,068		19,599	32,469
14,877		5,225	9,652
3,148		4,172	-1,024
8,651		2,829	5,822
7,509		4,815	2,694
34,820		61,276	-26,456
60,523		56,517	4,006
110,546		100,706	9,840
30,151		28,245	1,906
29,368		27,769	1,599
30,199		29,360	839

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)
64,620		15,676	48,944
15,932		3,772	12,160
26,293		6,339	19,954
32,405		7,737	24,668
4,177		1,045	3,132
2,785		703	2,082
31,756		7,056	24,700
21,955		4,756	17,199
18,630		4,102	14,528
28,452		6,344	22,108
24,111		25,107	-996
6,076		5,251	825
24,440		21,542	2,898
12,980		11,621	1,359
37,802		32,797	5,005
50,494		44,155	6,339
4,087		13,344	-9,257
10,847		6,891	3,956
731		796	-65
9,500		10,452	-952
100,000		100,000	
9,166		3,963	5,203
3,525		1,575	1,950
56,101		23,778	32,323
52,136		22,152	29,984
24,593		10,466	14,127
5,492		2,258	3,234
33,636		13,648	19,988
5,143		2,600	2,543
10,739		5,400	5,339

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)
4,001		1,986	2,015
5,601		2,796	2,805
2,001		1,000	1,001
4,001		1,992	2,009
4,401		2,193	2,208
9,919		4,767	5,152
6,933		3,376	3,557
9,380		4,522	4,858
2,436		1,175	1,261
8,525		4,129	4,396
12,901		6,265	6,636
12,775		5,439	7,336
5,475		2,349	3,126
18,122		7,770	10,352
13,139		5,633	7,506
4,531		1,934	2,597
2,270		957	1,313
25,881		11,027	14,854
34,239		14,544	19,695
17,417		7,463	9,954
6,268		2,679	3,589
182,931		158,513	24,418
2,016		1,650	366
13,776		11,265	2,511
10,322		8,242	2,080
1,723		1,373	350
4,135		3,297	838
8,826		7,412	1,414
4,257		3,569	688
8,223		7,138	1,085

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)
8,801		6,583	2,218
1,450		1,098	352
8,616		9,282	-666
2,111		4,130	-2,019
4,813		1,790	3,023
7,382		8,252	-870
84,786		90,977	-6,191
39,253		40,845	-1,592
35,136		60,150	-25,014
26,975		47,554	-20,579
11,206		19,840	-8,634
10,743		13,718	-2,975
9,368		10,567	-1,199
23,915		34,019	-10,104
16,751		23,684	-6,933
8,481		12,371	-3,890
25,437		36,576	-11,139
12,721		19,037	-6,316
7,354		10,643	-3,289
12,490		12,147	343
3,684		4,125	-441
21,032		23,006	-1,974
38,366		42,401	-4,035
32,357		36,098	-3,741
3,708		1,991	1,717
4,771		9,207	-4,436
3,816		7,950	-4,134
10,018		20,407	-10,389
22,302		41,431	-19,129
9,763		7,631	2,132

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)
147,981		120,868	27,113
8,364		6,927	1,437
57,477		46,822	10,655
5,142		4,624	518
1,928		1,757	171
658		578	80
3,325		2,856	469
2,676		2,285	391
669		568	101
3,453		2,842	611
1,377		1,128	249
5,507		4,547	960
2,709		2,256	453
3,359		2,803	556
672		554	118
4,029		3,357	672
672		561	111
2,659		2,218	441
5,280		4,435	845
662		554	108
6,592		5,485	1,107
1,981		1,646	335
1,321		1,097	224
1,276		1,097	179
3,814		3,268	546
5,720		4,934	786
6,549		4,678	1,871
10,105		6,069	4,036
19,887		20,702	-815
8,651		8,596	55

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)
3,671		889	2,782
45,273		11,048	34,225
14,703		3,556	11,147
14,328		2,371	11,957
48,095		8,002	40,093
669		709	-40
8,699		9,226	-527
14,061		9,891	4,170
3,899		5,093	-1,194
779		530	249
3,116		2,126	990
6,248		3,495	2,753
17,523			17,523
6,935		4,782	2,153
6,640		5,159	1,481
2,269		2,251	18
88,253		78,355	9,898
110,051		103,379	6,672
21,841		20,652	1,189
86,810		83,776	3,034
9,281		8,508	773
19,721		18,988	733
176,455		158,767	17,688
1,218		2,665	-1,447
2,436		5,423	-2,987
9,739		10,062	-323
2,307		2,615	-308
5,072		3,339	1,733
6,521		4,787	1,734
82,159		64,737	17,422

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)
49,927		36,357	13,570
33,495		29,642	3,853
9,727		7,247	2,480
59,672		55,393	4,279
3,127		2,469	658
88,405		33,888	54,517
9,222		3,501	5,721
2,024		0	2,024
27		0	27
62			62

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	
			-170
			600
			14
			-664
			-420
			2,271
			7,126
			1,439
			2,189
			1,609
			1,301
			7,933
			2,303
			-7,042
			-1,295
			-12,158
			-715
			2,166
			1,145
			2,528
			1,612
			-421
			89
			71
			939
			612
			1,081
			94
			66
			-550

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	
			-4,421
			-6,040
			-6,272
			-712
			-957
			-1,094
			-824
			957
			1,628
			96
			-94
			2,841
			1,768
			-1,383
			-1,341
			371
			1,906
			-174
			1,283
			-55
			1,638
			478
			-723
			-1,630
			-612
			1,909
			1,562
			2,576
			1,359
			-262

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	
			-229
			404
			114
			3,145
			216
			146
			32
			-606
			-9,467
			17
			942
			220
			313
			2,558
			12,138
			52
			4
			53
			40
			276
			292
			1,788
			4
			195
			128
			3,621
			-7,734
			-5,484
			-242
			998

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	
			-1,307
			145,125
			9,351
			47,840
			14,872
			36,991
			-37
			150
			10,326
			1,554
			2,293
			3,752
			5,157
			668
			221
			968
			648
			7,138
			64
			106
			191
			276
			43
			21
			191
			149
			255
			64
			128
			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))
(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	
			-3,213
			368
			423
			2,008
			2,028
			1,431
			146
			1,402
			2,575
			4,179
			1,277
			546
			2,121
			1,266
			3,359
			22,371
			6,342
			51,316
			3,003
			32,469
			9,652
			-1,024
			5,822
			2,694
			-26,456
			4,006
			9,840
			1,906
			1,599
			839

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	
			48,944
			12,160
			19,954
			24,668
			3,132
			2,082
			24,700
			17,199
			14,528
			22,108
			-996
			825
			2,898
			1,359
			5,005
			6,339
			-9,257
			3,956
			-65
			-952
			5,203
			1,950
			32,323
			29,984
			14,127
			3,234
			19,988
			2,543
			5,339

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	
			2,015
			2,805
			1,001
			2,009
			2,208
			5,152
			3,557
			4,858
			1,261
			4,396
			6,636
			7,336
			3,126
			10,352
			7,506
			2,597
			1,313
			14,854
			19,695
			9,954
			3,589
			24,418
			366
			2,511
			2,080
			350
			838
			1,414
			688
			1,085

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	
			2,218
			352
			-666
			-2,019
			3,023
			-870
			-6,191
			-1,592
			-25,014
			-20,579
			-8,634
			-2,975
			-1,199
			-10,104
			-6,933
			-3,890
			-11,139
			-6,316
			-3,289
			343
			-441
			-1,974
			-4,035
			-3,741
			1,717
			-4,436
			-4,134
			-10,389
			-19,129
			2,132

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	
			27,113
			1,437
			10,655
			518
			171
			80
			469
			391
			101
			611
			249
			960
			453
			556
			118
			672
			111
			441
			845
			108
			1,107
			335
			224
			179
			546
			786
			1,871
			4,036
			-815
			55

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	
			2,782
			34,225
			11,147
			11,957
			40,093
			-40
			-527
			4,170
			-1,194
			249
			990
			2,753
			17,523
			2,153
			1,481
			18
			9,898
			6,672
			1,189
			3,034
			773
			733
			17,688
			-1,447
			-2,987
			-323
			-308
			1,733
			1,734
			17,422

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	
			13,570
			3,853
			2,480
			4,279
			658
			54,517
			5,721
			2,024
			27
			62

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ELIZABETH MCGRAW WEBSTER	TRUSTEE & CHAIRMAN 0	0		
C/O ROCKEFELLER CO NEW YORK,NY 10112				
CURTIS M WEBSTER	TRUSTEE & PRESIDENT 0	0		
2 CORNELIA STREET NEW YORK,NY 10014				
LISETTE M EDMUND	TRUSTEE & VP 0	0		
5784 VIA LAS NOBES RIVERSIDE,CA 92507				
MARIANNA PAEN	TRUSTEE & VP 0	0		
117 N HIAWATHA HAILEY,ID 83333				
SAMUEL W LAMBERT III	SECRETARY-TREASURER 0	0		
115 NORTH ROAD PRINCETON,NJ 08540				
THEO M WEBSTER	VICE PRESIDENT 0	0		
62 STONE STREET NEW BRUNSWICK,NJ 08901				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
101 151 Moore Street Princeton, NJ 08540			General Fund	5,000
A Better Chance 240 West 35th Street 9th floor New York, NY 10001			General Fund	5,000
Aids Resource Foundation for Children 182 Roseville Avenue Newark, NJ 07107			General Fund	5,000
Alzheimer's Association 225 North Michigan Avenue Chicago, IL 60601			General Fund	3,000
American Cancer Society POB 22718 Oklahoma City, OK 73123			General Fund	10,000
American Red Cross 2025 E Street NW Washington, DC 20006			General Fund	2,500
American Repertory Ballet 80 Albany Street New Brunswick, NJ 08901			General Fund	10,000
Amnesty International of the USA Inc 5 Penn Plaza New York, NY 10001			General Fund	5,000
Assisting Children in Need 2 Cornelia Street Apt 402 New York, NY 10014			General Fund	40,000
Blaine County Community Drug Coalition 1650 Aviation Drive Hailey, ID 83333			General Fund	7,000
Blaine County Education Foundation P O Box 253 Hailey, ID 83333			General Fund	20,000
Blue Curtain 115 Harris Road Princeton, NJ 08540			General Fund	20,000
Brooklyn Ballet 145 Hicks Street Suite A-45 Brooklyn, NY 11201			General Fund	7,500
Cal Poly Pomona Foundation 3801 W Temple Ave Pomona, CA 91768			General Fund	5,000
Calpulli Mexican Dance Company 9110 34th Avenue Apt 5B Jackson Heights, NY 11372			General Fund	2,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Cancer Hope Network Two North Road Suite A Chester, NJ 07930			General Fund	5,000
CARE 151 Ellis Street NE Atlanta, GA 30303			General Fund	2,500
Carolyn E Wylie Center for Children Youth and Fa 7177 Potomac Street Riverside, CA 92504			General Fund	5,000
Cause Effective 505 Eighth Avenue Suite 1212 New York, NY 10018			General Fund	2,500
Centurion Ministries 221 Witherspoon Street Princeton, NJ 08542			General Fund	5,000
City Parks Foundation 830 Fifth Avenue Room 280 New York, NY 10021			General Fund	5,000
Citymeals-on-Wheels 355 Lexington Avenue New York, NY 10017			General Fund	2,500
Company of Fools P O Box 329 Hailey, ID 83333			General Fund	1,000
Corner House 369 Witherspoon Street Princeton, NJ 08540			General Fund	10,000
Council of NJ Grantmakers 101 West State Street Trenton, NJ 08608			General Fund	100
Council on Foundations PO Box 0021 Washington, DC 20055			General Fund	1,730
Crawford House Inc 362 Sunset Road Skillman, NJ 08558			General Fund	10,000
Creative Heartwork Inc 5 Drake Court Boonton Township, NJ 07005			General Fund	10,000
Croy Canyon Ranch P O Box 640 Hailey, ID 83333			General Fund	2,000
Drug Policy Alliance 925 Ninth Avenue New York, NY 10019			General Fund	5,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
El Puente de Williamsburg Inc 211 South 4th Street Brooklyn, NY 11211			General Fund	2,500
Environmental Defense Fund Inc 257 Park Avenue South New York, NY 10010			General Fund	2,500
FL Nimick Nature Center HC 64 Box 453 Rector, PA 15677			General Fund	10,000
First Baptist Church of Princeton PO Box 501 Princeton, NJ 08540			General Fund	5,000
Foxcroft School PO Box 5555 Middleburg, VA 20118			General Fund	25,000
Friends of NYC Lab School 333 West 17th Street New York, NY 10011			General Fund	2,500
Friends of Mothers Programmes 1622 N Curson Avenue Los Angeles, CA 90046			General Fund	10,000
Green Faith 46 Bayard Street Suite 401 New Brunswick, NJ 08901			General Fund	1,000
Hailey Rotary Foundation Inc P O Box 2190 Hailey, ID 83333			General Fund	5,000
Hip-Hop Theater Festival Inc 57 Thames Street Suite 4B Brooklyn, NY 11237			General Fund	2,500
Historic Morven 55 Stockton Street Princeton, NJ 08540			General Fund	10,000
Hitops 21 Wiggins Street Princeton, NJ 08540			General Fund	10,000
Home Front 1880 Princeton Avenue Lawrenceville, NJ 08648			General Fund	10,000
Housing Initiatives of Princeton 11 Mercer Street Princeton, NJ 08540			General Fund	2,500
Interfaith Caregivers TrentonFaith In Action 229 Lawrence Road Lawrenceville, NJ 08648			General Fund	5,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ISLES 10 Wood Street Trenton, NJ 08618			General Fund	10,000
Jewish Renaissance Foundation PO Box 2506 149 Kearny Avenue Perth Amboy, NJ 08862			General Fund	1,000
La Mama 74A East 4th Street New York, NY 10003			General Fund	2,500
Latino International Theater Festival Of NY Inc 142 East 27th Street Suite 1A New York, NY 10016			General Fund	2,500
Lebanese American University 475 Riverside Drive New York, NY 10115			General Fund	25,000
Lighthouse International 111 East 59th Street New York, NY 10022			General Fund	2,500
Mariachi Academy of New York 1775 Third Avenue New York, NY 10014			General Fund	2,500
Mary Jacobs Memorial Library 64 Washington Street Rocky Hill, NJ 08553			General Fund	1,000
McCarter Theater 91 University Place Princeton, NJ 08540			General Fund	25,000
Mercer Street Friends 151 Mercer Street Trenton, NJ 08611			General Fund	10,000
Metropolitan Opera Lincoln Center New York, NY 10023			General Fund	10,000
Montgomery Township Emergency Medical Services In P O Box 105 Belle Mead, NJ 08502			General Fund	2,500
Montgomery Township Fire Department #2 P O Box 267 Blawenbergl, NJ 08504			General Fund	2,500
NAMI Mercer NJ 88 Lakedale Drive Lawrenceville, NJ 08648			General Fund	5,000
Nassau Presbyterian Church 61 Nassau Street Princeton, NJ 08542			General Fund	15,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
National Sports Academy 12 Lake Placid Club Drive Lake Placid, NY 12946			General Fund	7,500
New Jersey Aids Partnership 15 Princess Road Lawrenceville, NJ 08648			General Fund	2,500
New Jersey Conservation Foundation Bamboo Brook Far Hills, NJ 07931			General Fund	5,000
New Jersey SEEDS Center 303-309 Washington Street 4th floo Newark, NJ 07102			General Fund	1,000
New Yorkers for Parks 355 Lexington Avenue New York, NY 10017			General Fund	2,500
North Country SPCA 23 Lakeshore Road Westport, NY 12993			General Fund	5,000
North High School 1550 3rd Street Riverside, CA 92503			General Fund	15,000
Opera New Jersey P O Box 3151 Princeton, NJ 08543			General Fund	10,000
Partnership for the Delaware Estuary Inc 1009 Philadelphia Pike Wilmington, DE 19809			General Fund	2,500
Passage Theatre Company P O Box 967 Trenton, NJ 08605			General Fund	1,000
Pepperdine University 24255 Pacific Coast Highway Malibu, CA 90263			General Fund	50,000
Perris High School 175 East Nuevo Road Perris, CA 92571			General Fund	4,000
Philabundance P O Box 37555 Philadelphia, PA 19148			General Fund	2,500
Planned Parenthood of Mercer County 437 East State Street Trenton, NJ 08608			General Fund	20,000
Playgroup Cooperative 32 Carmine Street New York, NY 10014			General Fund	2,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Presbyterian Church of the Big Wood P O Box 660 Ketchum, ID 83340			General Fund	5,000
Princeton Adult School P O Box 701 Princeton, NJ 08542			General Fund	1,000
Princeton Chamber Symphony P O Box 250 Princeton, NJ 08540			General Fund	5,000
Princeton Child Development Institute 300 Cold Soil Road Princeton, NJ 08540			General Fund	3,000
Princeton Day School P O Box 75 Princeton, NJ 08542			General Fund	25,000
Princeton Friends School 470 Quaker Road Princeton, NJ 08540			General Fund	10,000
Princeton Public Library 65 Witherspoon Street Princeton, NJ 08542			General Fund	5,000
Princeton Senior Resource Center Spruce Circle Princeton, NJ 08540			General Fund	10,000
Princeton University P O Box 46 Princeton, NJ 08544			General Fund	5,000
Princeton YMCA Paul Robeson Place Princeton, NJ 08540			General Fund	5,000
Princeton-Blairstown Center 158 Millbrook Road Blairstown, NJ 07825			General Fund	5,000
Princeton-YWCA Paul Robeson Place Princeton, NJ 08540			General Fund	5,000
Ramona High School 7675 Magnolia Avenue Riverside, CA 92504			General Fund	2,000
Riverside Art Museum 3425 Mission Inn Avenue Riverside, CA 92501			General Fund	3,000
Rutgers University Foundation 7 College Avenue New Brunswick, NJ 08901			General Fund	10,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Sagebrush Equine Training Center for the Handicapp P O Box 2918 Sun Valley, ID 83353			General Fund	2,500
Sarah Lawrence College 1 Mead Way Bronxville, NY 10708			General Fund	2,500
Second Wind 759 State Road Princeton, NJ 08540			General Fund	7,500
Sheenway School and Culture 10101-25 South Broadway Los Angeles, CA 90003			General Fund	15,000
Sheridan College Foundation P O Box 6328 Sheridan, WY 82801			General Fund	5,000
Small Animal Rescue League 900 Herrontown Road Princeton, NJ 08540			General Fund	20,000
Somerset Home for Temporarily Displaced Children 49 Brahma Avenue Bridgewater, NJ 08807			General Fund	2,500
South Brunswick Board of Education PO Box 181 4 Executive Drive Monmouth Junction, NJ 08852			General Fund	5,000
Special Operations Warrior Foundation P O Box 14385 Tampa, FL 33690			General Fund	15,000
St Luke Center for Community Health 1450 Aviation Drive Hailey, ID 83333			General Fund	1,000
St Luke's WOOD RIVER FOUNDATION P O Box 7005 KETCHUM, ID 83340			General Fund	35,000
Stony Brook-Millstone Watersheds Assoc 31 Titus Mill Road Pennington, NJ 08534			General Fund	5,000
Synergos Institue Inc 51 Madison Avenue 21st Floor New York, NY 10110			General Fund	5,000
TASIS Foundation Inc 1640 Wisconsin Avenue NW Washington, DC 20007			General Fund	25,000
The American Boychoir School 19 Lambert Drive Princeton, NJ 08540			General Fund	10,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
The Blaine County Police Activities League 1650 Aviation Drive Hailey, ID 83333			General Fund	3,000
The Builders Association 453 Broome Street 4C New York, NY 10013			General Fund	7,500
The Career Wardrobe 1211 Chesnut Street- Suite 205 Philadelphia, PA 19107			General Fund	2,000
The Community Library Association Inc P O Box 2168 Boise, ID 83340			General Fund	1,000
The Crisis Ministry of Princeton and Trenton 61 Nassau Street Princeton, NJ 08542			General Fund	10,000
The Drumthwacket Foundation Inc 354 Stockton Street Princeton, NJ 08540			General Fund	5,000
The Foundation Fighting Blindness 14 Nassau Street Princeton, NJ 08542			General Fund	1,000
The Frick Collection 1 East 70th Street New York, NY 10021			General Fund	10,000
The Joy of Athletics Foundation P O Box 216 Richmond, MA 01254			General Fund	5,000
The Lawrenceville School P O Box 6125 Lawrenceville, NJ 08648			General Fund	20,000
The New Grange School 526 South Olden Avenue Hamilton, NJ 08629			General Fund	2,000
The Patriots Theater Foundation Inc P O Box 232 Trenton, NJ 08625			General Fund	5,000
The Princeton Hub Inc 70 Jefferson Road Princeton, NJ 08540			General Fund	1,000
The Smile Train 245 Fifth Avenue Suite 2201 New York, NY 10016			General Fund	5,000
The Trenton Area Soup Kitchen P O Box 872 Trenton, NJ 08605			General Fund	10,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
TIGHAR 2812 Fawkes Drive Wilmington, DE 19808			General Fund	30,000
Trinity Counseling Service 22 Stockton Street Princeton, NJ 08540			General Fund	15,000
VOLUNTEERCONNECT INC 120 JOHN STREET SUITE 7 PRINCETON, NJ 08542			General Fund	2,500
VOICES P O Box 404 Princeton, NJ 08534			General Fund	1,000
Womanspace Inc 1212 Stuyvesant Avenue Trenton, NJ 08618			General Fund	5,000
Women Helping Women 224 Main Street Metuchen, NJ 08840			General Fund	2,500
Women's Entrepreneurial Foundation 127 US Highway 206 Suite 28 Hamilton, NJ 08610			General Fund	2,500
Women's Health and Counseling Center 95 Veterans Memorial Drive East Somerville, NJ 08876			General Fund	2,500
Young Scholars Institute 399 W State Street Trenton, NJ 08618			General Fund	2,500
SOMEONE CARES SOUP KITCHEN & TUTORING 720 WEST 19 STREET COSTA MESA, CA 92627			GENERAL FUND	3,000
ST FRANCIS FOOD PANTIRES & SHELTERS 450 SEVENTH AVENUE NEW YORK, NY 10123			GENERAL FUND	5,000
THE CHALLIS JOINT SCHOOL DISTRICT 181 POB 304 CHALLIS, ID 83226			GENERAL FUND	10,000
THE SENIOR CONNECTION 721 3RD AVENUE SOUTH HAILEY, ID 83333			GENERAL FUND	10,000
UIH FAMILY PARTNERS 764 BELLEVUE AVENUE TRENTON, NJ 08618			GENERAL FUND	2,500
LEARNING ALLY 20 ROSZEL ROAD PRINCETON, NJ 08540			GENERAL FUND	2,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
PRINCETON HEALTHCARE SYSTEM FOUNDATION 253 WITHERSPOON STREET PRINCETON,NJ 08540			GENERAL FUND	100,000
Special Operations Survivor Foundation POB 181097 CORONADO,CA 92178			GENERAL FUND	15,000
THE AMANDA FOUNDATION 351 NORTH FOOTHILL ROAD BEVERLY HILLS,CA 90210			GENERAL FUND	5,000
Total			▶ 3a	1,125,330

TY 2012 Accounting Fees Schedule

Name: THE CURTIS W MCGRAW FOUNDATION

EIN: 22-1761678

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ROCKEFELLER&CO ACCOUNTING FEES	12,300	8,200		4,100

**TY 2012 All Other Program
Related Investments Schedule**

Name: THE CURTIS W MCGRAW FOUNDATION
EIN: 22-1761678

Category	Amount
NONE	

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2012 Depreciation Schedule

Name: THE CURTIS W MCGRAW FOUNDATION

EIN: 22-1761678

TY 2012 Investments Corporate
 Bonds Schedule

Name: THE CURTIS W MCGRAW FOUNDATION
 EIN: 22-1761678

Name of Bond	End of Year Book Value	End of Year Fair Market Value
64000 BANK OF AMERICA CORP	60,162	59,319
100000 3M COMPANY 4.375% DUE 0	0	0
100000 BB&T CORPORATION 3.95%	105,321	109,045
50000 CATERPILLAR INC 5.7%	56,141	58,005
100000 CSX CORP DEBENTURES 6.2	99,976	111,976
50000 COMCAST CORP NOTES 5.3%	52,121	52,459
100000 DOW CHEMICAL COMPANY 4.	0	0
100000 GENERAL ELECTRIC CAP	117,204	118,753
100000 GOLDMAN SACHS GROUP	112,963	117,477
125000 KEYCORP 5.1% DUE 2021	136,382	145,626
100000 GENERAL MILLS INC 5.70%	111,928	117,510
100000 IBM CORP. SR. UNSEC NOT	0	0
100000 MCDONALD'S CORP 5.80% D	0	0
100000 PEPSICO INC. NOTES, 5.1	0	0
125000 MORGAN STANLEY 6% 2015	129,980	136,151
100000 UNITED PARCEL SERVICE 5	117,545	121,622
100000 WALGREEN CO. 5.25% DUE	0	0
100000 WAL-MART STORES INC. 5.	114,237	122,505
125000 NVR INC CORP. 3.95%	129,050	129,532
120000 TORONTO DOMINION BANK 2	121,422	126,100
100000 PNC FUNDING CORP. 5.125	111,490	118,933
150000 JOHNSON & JOHNSON 5.15%	0	0
125000 US BANCORP 2.2% 2016	126,958	130,238
63000 WACHOVIA BANK NA 6%	75,663	75,548
100000 YUM! BRANDS INC. 6.25%	118,115	121,571
225000 FEDERAL HOME LOAN BANK	0	0
250000 FANNIE MAE FNMA 5.375%	0	0
150000 FANNIE MAE FNMA 5.375%	175,208	180,371
200000 FHLB 5% DUE 11/17/2017	225,585	239,770
75000 FEDEX CORP NOTES, 8%	95,401	98,775

Name of Bond	End of Year Book Value	End of Year Fair Market Value
300000 FEDERAL FARM CREDIT BAN	0	0
150000 FEDERAL FARM CREDIT BAN	166,326	175,691
300000 FREDDIE MAC FHLMC 1.375	302,336	304,032
40000 FEDEX CORP NOTES, 8.0% D	0	0
50000 BOEING, 6.00% DUE ON 03/	0	0
50000 CAMPBELL SOUP CO 4.25% D	0	0
50000 DIAGEO CAP PLC 5.750% DU	0	0
50000 E.I. DU PONT DE NEMOURS,	48,114	61,707
50000 GENERAL DYNAMICS CORP NO	0	0
50000 HONEYWELL INTERNATIONAL	55,174	59,463
50000 JP MORGAN CHASE 3.70%	0	0
50000 JP MORGAN CHASE 6%	55,238	59,192
50000 VERIZON COMMUNICATIONS 6	57,916	63,189
50000 WELLS FARGO & COMPANY, 5	0	0
60000 DUKE ENERGY INDIANA INC.	61,086	66,441

TY 2012 Investments Corporate
 Stock Schedule

Name: THE CURTIS W MCGRAW FOUNDATION
 EIN: 22-1761678

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ADVANCE AUTO PARTS, INC.	105,578	175,811
ARCOS DORADOS HOLDINGS, INC.	39,245	39,468
AFLAC, INC.	325,964	406,899
ALEXION PHARMACEUTICALS, INC.	27,980	116,238
ALLSTATE CORPORATION	0	0
DELPHI AUTOMOTIVE PLC	165,007	194,310
ANADARKO PETROLEUM CORPORATION	173,156	223,673
DOVER CORP.	128,690	137,991
APACHE CORPORATION	135,694	129,525
APPLE INC.	0	0
ING GROEP NV	170,694	167,565
BAKER HUGHES INCORPORATED	131,991	128,670
J.P. MORGAN CHASE & CO.	258,551	335,484
BIOMARIN PHARMACEUTICAL INC.	46,526	100,860
MERCK & CO., INC.	171,983	181,774
BOSKALIS WESTMINSTER - CVA	93,397	132,100
CAREFUSION CORPORATION	147,208	208,634
CENTRICA PLC	220,521	303,179
CHEVRON CORPORATION	74,239	245,478
CHINA AGRI-INDUSTRIES HOLDINGS	84,488	37,516
PHARMACYCLICS INC.	29,392	40,446
CHINA MOBILE (HONG KONG) LIMIT	270,362	355,256
CHUNGHWA TELECOM LTD ADR	0	0
CISCO SYSTEMS, INC.	0	0
MURATA MANUFACTURING CO LTD	166,645	169,375
COMCAST CORPORATION - CL A	46,516	133,749
COMERICA INCORPORATED	108,681	87,986
OPHIR ENERGY PLC	21,032	18,861
CONTINENTAL RESOURCES, INC.	54,936	171,232
COVIDIEN PLC	115,003	186,500

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ORACLE CORPORATION	145,471	169,599
CREE, INC.	0	0
FEDEX CORPORATION	216,782	279,749
GALAXY ENTERTAINMENT GROUP LIM	0	0
GOLDMAN SACHS GROUP, INC.	108,333	131,387
GOOGLE INC - CLASS A	398,589	481,018
HERTZ GLOBAL HOLDINGS INC.	0	0
HEWLETT-PACKARD COMPANY	275,937	110,723
HONEYWELL INC.	159,956	267,843
HYUNDAI MOTOR CO., LTD. - PFD	33,449	35,602
HYUNDAI MOTOR CO., LTD. - 2ND	150,213	139,114
PICC PROPERTY & CASUALTY CO	125,898	135,994
INTERCONTINENTAL HOTELS GROUP	0	0
INTERTEK GROUP PLC	0	0
INTESA SANPAOLO	0	0
JOHNSON MATTHEY PLC	96,278	132,627
KOREA ELECTRIC POWER CORPORATI	217,964	244,891
LG ELECTRONICS INC. - PFD	56,523	29,345
MASTERCARD INC - CLASS A	65,851	189,143
MICROSOFT CORP.	334,614	350,431
mitsui & co., ltd.	0	0
MORGAN STANLEY	0	0
MSCI INC. - A	148,915	149,992
NETAPP, INC.	135,090	133,865
REINSURANCE GROUP OF AMERICA	88,770	84,561
NGK INSULATORS LTD.	66,087	65,923
NOVARTIS AG - ADR	287,424	321,564
NYSE EURONEXT	0	0
OCEANEERING INTERNATIONAL, INC	50,338	95,208
OGX PETROLEO E GAS PARTICIPACO	0	0

Name of Stock	End of Year Book Value	End of Year Fair Market Value
PEPSICO, INC	190,612	249,085
PFIZER INC.	0	0
PHILIPPINE LONG DISTANCE TELEP	0	0
PRUDENTIAL PLC	113,184	158,834
QUALCOMM INC.	144,977	237,541
QUEST DIAGNOSTICS INCORPORATED	117,810	120,036
REGENERON PHARMACEUTICALS	21,635	124,881
ROCHE HOLDINGS AG	185,282	217,097
ROYAL DUTCH SHELL PLC-ADR A	182,552	230,431
SAFRAN SA	159,534	240,219
SAMSUNG ELECTRONICS CO., LTD P	177,019	237,158
SANTOS LIMITED	123,676	96,340
ROYAL CARIBBEAN CRUISES LTD	208,167	237,320
SEMEN GRESIK (PERSERO) TBK	59,453	94,565
SBERBANK-SPONSORED ADR	99,928	103,935
SMITHS GROUP PLC	148,199	166,492
SINGAPORE TELECOMMUNICATIONS	188,318	199,918
SMC CORPORATION	146,134	143,966
SVENSKA HANDELSBANKEN AB - A S	139,214	182,549
SWEDBANK AB	83,676	156,762
THE MCGRAW-HILL COMPANIES, INC		342,781
TIFFANY & CO.	61,095	64,794
THERMO FISHER SCIENTIFIC INC.	122,078	179,860
TORONTO-DOMINION BANK	130,624	171,190
TULLOW OIL PLC	50,633	51,243
VEDANTA RESOURCES PLC	167,568	95,539
VODAFONE GROUP PLC - SP ADR	228,749	288,173
WAL-MART STORES, INC.	183,118	272,238
WELLPOINT INC.	0	0
WELLS FARGO COMPANY	120,703	257,375

Name of Stock	End of Year Book Value	End of Year Fair Market Value
WYNN MACAU, LIMITED	58,537	78,655
YUM! BRANDS, INC.	39,342	107,236
UNITEDHEALTH GROUP INC.	179,956	173,568
VIRGIN MEDIA INC.	100,243	103,635

TY 2012 Investments Government Obligations Schedule

Name: THE CURTIS W MCGRAW FOUNDATION

EIN: 22-1761678

US Government Securities - End of

Year Book Value:

1,373,410

US Government Securities - End of

Year Fair Market Value:

1,388,833

**State & Local Government
Securities - End of Year Book**

Value:

1,100,437

**State & Local Government
Securities - End of Year Fair**

Market Value:

1,130,427

TY 2012 Investments - Other Schedule

Name: THE CURTIS W MCGRAW FOUNDATION

EIN: 22-1761678

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
5500 FUND LP	AT COST	1,155,783	2,508,577

TY 2012 Land, Etc. Schedule**Name:** THE CURTIS W MCGRAW FOUNDATION**EIN:** 22-1761678

TY 2012 Legal Fees Schedule

Name: THE CURTIS W MCGRAW FOUNDATION

EIN: 22-1761678

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
DRINKER BIDDLE & REATH LLP	22,829	15,219		7,610

TY 2012 Other Expenses Schedule**Name:** THE CURTIS W MCGRAW FOUNDATION**EIN:** 22-1761678

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MEMBERSHIP DUES	2,500			2,500
FEES	30			30
PORTFOLIO DEDUCTIONS THRU K-1	32,141	32,141		
BANK CHARGES	400			400
MISCELLANEOUS EXPENSE				

TY 2012 Other Increases Schedule

Name: THE CURTIS W MCGRAW FOUNDATION

EIN: 22-1761678

Description	Amount
PRIOR YEAR INCREASE FOR 5500 FUND	83,847

TY 2012 Other Professional Fees Schedule**Name:** THE CURTIS W MCGRAW FOUNDATION**EIN:** 22-1761678

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ROCKEFELLER & CO - INVESTMENT	111,396	111,396		
MERRILL LYNCH - CONSULTING FEE	7,875	7,875		

TY 2012 Taxes Schedule**Name:** THE CURTIS W MCGRAW FOUNDATION**EIN:** 22-1761678

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
US EXCISE TAX-EST PYMTS	16,600			
FOREIGN TAX ON DIVIDENDS RECD	17,945	17,945		