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

Department of the Treasury
Internal Revenue Service

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

Open to public inspection

For calendar year 2012 or tax year beginning

, and ending

Name of foundation HERMES FOUNDATION, INC.		A Employer identification number 22-2560268
Number and street (or P O box number if mail is not delivered to street address) C/O ROPES & GRAY, 800 BOYLSTON STREET		B Telephone number (617)951-7000
City or town, state, and ZIP code BOSTON, MA 02199-3600		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input 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) ▶ \$ 1,340,426.91	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)</small>	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received			N/A	
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B Interest on Savings and temporary cash investments	2.37	2.37		STATEMENT 1
3 Dividends and interest from securities	39,021.53	38,552.67		STATEMENT 2
4a Gross rents				
4b Net rental income or (loss)				
5a Net gain or (loss) from sale of assets not on line 10	70,839.27			
5b Gross sales price for all assets on line 5a	190,126.98			
7 Capital gain net income (from Part IV, line 2)		70,839.27		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
10b Less Cost of goods sold				
10c Gross profit or (loss)				
11 Other income	1,857.64	0.00		STATEMENT 3
12 Total. Add lines 1 through 11	111,720.81	109,394.31		
13 Compensation of officers, directors, trustees, etc	0.00	0.00		0.00
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees				
16b Accounting fees STMT 4	10,525.00	5,262.50		5,262.50
16c Other professional fees STMT 5	18,810.91	9,405.46		9,405.45
17 Interest				
18 Taxes STMT 6	2,140.88	783.24		0.00
19 Depreciation and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses STMT 7	332.01	178.14		153.87
24 Total operating and administrative expenses. Add lines 13 through 23	31,808.80	15,629.34		14,821.82
25 Contributions, gifts, grants paid	50,000.00			50,000.00
26 Total expenses and disbursements Add lines 24 and 25	81,808.80	15,629.34		64,821.82
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	29,912.01			
b Net investment income (if negative, enter -0-)		93,764.97		
c Adjusted net income (if negative, enter -0-)			N/A	

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1	Cash - non-interest-bearing		11,858.60	26,525.85	26,525.85
	2	Savings and temporary cash investments		19,547.98	65,837.97	65,837.97
	3	Accounts receivable ▶				
		Less: allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less: allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons				
	7	Other notes and loans receivable ▶				
		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				
	b	Investments - corporate stock	STMT 9	569,755.41	540,048.89	677,220.12
	c	Investments - corporate bonds				
11	Investments - land, buildings, and equipment: basis ▶					
	Less: accumulated depreciation ▶					
12	Investments - mortgage loans					
13	Investments - other	STMT 10	533,143.78	528,206.04	570,842.97	
14	Land, buildings, and equipment: basis ▶					
	Less: accumulated depreciation ▶					
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers)		1,134,305.77	1,160,618.75	1,340,426.91	
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable				
	22	Other liabilities (describe ▶)				
23	Total liabilities (add lines 17 through 22)		0.00	0.00		
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		1,134,305.77	1,134,305.77	
28	Paid-in or capital surplus, or land, bldg., and equipment fund		0.00	0.00		
29	Retained earnings, accumulated income, endowment, or other funds		0.00	26,312.98		
30	Total net assets or fund balances		1,134,305.77	1,160,618.75		
31	Total liabilities and net assets/fund balances		1,134,305.77	1,160,618.75		

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	1,134,305.77
2	Enter amount from Part I, line 27a	2	29,912.01
3	Other increases not included in line 2 (itemize) ▶	3	0.00
4	Add lines 1, 2, and 3	4	1,164,217.78
5	Decreases not included in line 2 (itemize) ▶ TAX COST ADJUSTMENT	5	3,599.03
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,160,618.75

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					
b SEE ATTACHED STATEMENTS					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a					
b					
c					
d					
e	190,126.98	119,287.71	70,839.27		
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					
b					
c					
d					
e			70,839.27		
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	70,839.27
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). If (loss), enter -0- in Part I, line 8		{ }		3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

Yes No

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

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2011	64,024.25	1,239,060.10	.051672
2010	64,815.30	1,176,755.63	.055080
2009	65,002.22	1,061,434.90	.061240
2008	62,164.00	1,261,463.00	.049279
2007	63,212.00	1,370,152.00	.046135
2 Total of line 1, column (d)			2 .263406
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 .052681
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5			4 1,292,908.46
5 Multiply line 4 by line 3			5 68,111.71
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 937.65
7 Add lines 5 and 6			7 69,049.36
8 Enter qualifying distributions from Part XII, line 4			8 64,821.82

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	1,875.30
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0.00
3	Add lines 1 and 2	3	1,875.30
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0.00
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	1,875.30
6	Credits/Payments:		
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	1,357.64
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	1,357.64
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	517.66
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

	Yes	No
1a		X
1b		X
1c		X
2		X
3		X
4a		X
4b	N/A	
5		X
6	X	
7	X	
8a		
8b	X	
9		X
10		X

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)
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges?
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?
14 The books are in care of ROPES & GRAY LLP Telephone no. 617 951-7000
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here
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?

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.
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?
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?
(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)?
(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.)
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?
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?
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?
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?
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?
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?
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?

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

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? Yes No

(3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? Yes No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Yes No
 Organizations relying on a current notice regarding disaster assistance check here N/A

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). N/A

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No
 If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 11		0.00	0.00	0.00

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

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

Total number of other employees paid over \$50,000 0

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services ▶ 0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 THE HERMES FOUNDATION, INC. IS A PRIVATE FOUNDATION WHICH DISTRIBUTES INVESTMENT INCOME TO PRESELECTED CHARITABLE ORGANIZATIONS QUALIFYING UNDER IRC SEC 501(C)(3).	0.00
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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

	Amount
1 N/A	
2	
3 All other program-related investments. See instructions.	
Total. Add lines 1 through 3 ▶	0.00

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	1,272,055.56
b	Average of monthly cash balances	1b	40,541.86
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	1,312,597.42
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.00
2	Acquisition indebtedness applicable to line 1 assets	2	0.00
3	Subtract line 2 from line 1d	3	1,312,597.42
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	19,688.96
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,292,908.46
6	Minimum investment return. Enter 5% of line 5	6	64,645.42

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	64,645.42
2a	Tax on investment income for 2012 from Part VI, line 5	2a	1,875.30
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,875.30
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	62,770.12
4	Recoveries of amounts treated as qualifying distributions	4	500.00
5	Add lines 3 and 4	5	63,270.12
6	Deduction from distributable amount (see instructions)	6	0.00
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	63,270.12

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	64,821.82
b	Program-related investments - total from Part IX-B	1b	0.00
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the:			
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	64,821.82
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.00
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	64,821.82

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				63,270.12
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			29,931.28	
b Total for prior years:		0.00		
3 Excess distributions carryover, if any, to 2012:				
a From 2007				
b From 2008				
c From 2009				
d From 2010				
e From 2011				
f Total of lines 3a through e	0.00			
4 Qualifying distributions for 2012 from Part XII, line 4: ▶ \$ <u>64,821.82</u>				
a Applied to 2011, but not more than line 2a			29,931.28	
b Applied to undistributed income of prior years (Election required - see instructions)		0.00		
c Treated as distributions out of corpus (Election required - see instructions)	0.00			
d Applied to 2012 distributable amount				34,890.54
e Remaining amount distributed out of corpus	0.00			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))	0.00			0.00
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.00			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.00		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.00		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.00		
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount - see instr.			0.00	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				28,379.58
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.00			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	0.00			
9 Excess distributions carryover to 2013 Subtract lines 7 and 8 from line 6a	0.00			
10 Analysis of line 9:				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012				

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

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

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

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

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

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

NONE

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

NONE

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

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

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				
	N/A	PUBLIC CHARITY	GENERAL PURPOSES	
AMERICAN ACADEMY IN BERLIN 14 EAST 60TH STREET, SUITE 604 NEW YORK, NY 10022	N/A	PUBLIC CHARITY	GENERAL PURPOSES	1,000.00
AMERICAN JUDICATURE SOCIETY 2700 UNIVERSITY AVENUE DES MOINES, IA 50311	N/A	PUBLIC CHARITY	GENERAL PURPOSES	1,500.00
AUTISM SPEAKS 1 EAST 33RD STREET, 4TH FLOOR NEW YORK, NY 10016	N/A	PUBLIC CHARITY	GENERAL PURPOSES	100.00
BIG APPLE CIRCUS 1 METROTECH CENTER, 3RD FLOOR BROOKLYN, NY 11201	N/A	PUBLIC CHARITY	GENERAL PURPOSES	350.00
Total	SEE CONTINUATION SHEET(S)			50,000.00
b Approved for future payment				
NONE				
Total				0.00

HERMES FOUNDATION, INC.

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 68 SHS EBAY INC	P	11/21/11	09/21/12
b 478.927 SHS BBH BROAD MARKET FIXED INCOME	P	12/07/11	11/14/12
c 75 SHS ECOLAB INC	P	02/12/10	01/20/12
d 50 SHS ECOLAB INC	P	VARIOUS	02/03/12
e 100 SHS VISA INC CL A	P	VARIOUS	02/10/12
f 100 SHS VISA INC CL A	P	12/16/10	04/04/12
g 125 SHS ECOLAB INC	P	04/15/09	04/25/12
h 75 SHS VISA INC CL A	P	12/17/10	04/27/12
i 125 SHS WAL MART STORES INC	P	03/29/07	06/08/12
j 200 SHS COMCAST CORP CL A	P	VARIOUS	06/28/12
k 50 SHS WAL MART STORES INC	P	03/29/07	07/03/12
l 75 SHS WAL MART STORES INC	P	03/29/07	07/18/12
m 87 SHS DIAGEO PLC SPON ADR	P	VARIOUS	08/21/12
n 38 SHS DIAGEO PLC SPON ADR	P	10/09/08	08/22/12
o 28 SHS EBAY INC	P	10/24/08	08/27/12

(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 3,397.89		1,994.66	1,403.23
b 5,000.00		4,937.74	62.26
c 4,522.82		3,131.94	1,390.88
d 3,078.64		1,972.97	1,105.67
e 11,234.85		6,989.87	4,244.98
f 11,869.08		6,746.46	5,122.62
g 7,834.21		4,644.94	3,189.27
h 9,261.93		5,024.94	4,236.99
i 8,497.94		5,838.75	2,659.19
j 6,148.86		5,441.54	707.32
k 3,526.86		2,335.50	1,191.36
l 5,464.75		3,503.25	1,961.50
m 9,262.02		5,318.38	3,943.64
n 4,047.77		2,238.13	1,809.64
o 1,316.73		414.66	902.07

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(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			1,403.23
b			62.26
c			1,390.88
d			1,105.67
e			4,244.98
f			5,122.62
g			3,189.27
h			4,236.99
i			2,659.19
j			707.32
k			1,191.36
l			1,961.50
m			3,943.64
n			1,809.64
o			902.07

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
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). If (loss), enter "-0-" in Part I, line 8 }	3

HERMES FOUNDATION, INC.

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 97 SHS EBAY INC	P	10/24/08	08/28/12
b .25 SHS LIBERTY VENTURES SER A	P	12/11/07	08/28/12
c 39 SHS EBAY INC	P	01/26/09	09/06/12
d 11 SHS EBAY INC	P	01/26/09	09/07/12
e 18 RTS LIBERTY VENTURES	P	VARIOUS	09/18/12
f 85 SHS ANHEUSER-BUSCH INBEV SPN ADR	P	08/19/11	10/05/12
g 1 RTS LIBERTY VENTURES	P	01/11/08	10/05/12
h 40 SHS ANHEUSER-BUSCH INBEV SPN ADR	P	08/19/11	10/15/12
i 136 SHS WASTE MANAGEMENT INC	P	03/29/07	11/06/12
j 72 SHS WASTE MANAGEMENT INC	P	03/29/07	11/07/12
k 65 SHS WASTE MANAGEMENT INC	P	03/29/07	11/08/12
l 27 SHS WASTE MANAGEMENT INC	P	03/29/07	11/21/08
m 50 SHS EBAY INC	P	01/26/09	12/06/12
n 7 SHS EBAY INC	P	11/21/11	12/06/12
o 68 SHS EBAY INC	P	01/26/09	12/11/12

(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 4,557.32		1,436.51	3,120.81
b 11.85		12.71	-0.86
c 1,910.22		470.21	1,440.01
d 538.88		132.62	406.26
e 211.73		192.18	19.55
f 7,698.86		4,593.43	3,105.43
g 13.58		7.20	6.38
h 3,473.30		2,161.61	1,311.69
i 4,382.36		4,732.80	-350.44
j 2,303.59		2,505.60	-202.01
k 2,078.18		2,262.00	-183.82
l 863.19		939.60	-76.41
m 2,599.15		602.84	1,996.31
n 363.88		205.33	158.55
o 3,538.02		819.86	2,718.16

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(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			3,120.81
b			-0.86
c			1,440.01
d			406.26
e			19.55
f			3,105.43
g			6.38
h			1,311.69
i			-350.44
j			-202.01
k			-183.82
l			-76.41
m			1,996.31
n			158.55
o			2,718.16

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
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). If (loss), enter "-0-" in Part I, line 8 }	3

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 56 SH\$ LIBERTY VENTURES SER A	P	VARIOUS	12/11/12
b 175 SHS BAXTER INTL INC	P	04/22/10	12/19/12
c 175 SHS LIBERTY INTERACTIVE A	P	VARIOUS	12/19/12
d 75 SHS ANHEUSER-BUSCH INBEV SPN ADR	P	09/07/11	12/20/12
e 325 SHS COMCAST CORP CL A	P	VARIOUS	12/20/12
f 100 SHS DIAGEO PLC SPON ADR	P	10/09/08	12/20/12
g 75 SHS JOHNSON & JOHNSON	P	11/19/09	12/20/12
h CAPITAL GAINS DIVIDENDS			
i			
j			
k			
l			
m			
n			
o			

(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 3,304.34		2,360.63	943.71
b 11,652.71		9,012.55	2,640.16
c 3,440.54		3,172.98	267.56
d 6,681.12		3,984.02	2,697.10
e 12,344.24		8,633.87	3,710.37
f 12,019.88		5,889.83	6,130.05
g 5,300.73		4,625.60	675.13
h 6,374.96			6,374.96
i			
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(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			943.71
b			2,640.16
c			267.56
d			2,697.10
e			3,710.37
f			6,130.05
g			675.13
h			6,374.96
i			
j			
k			
l			
m			
n			
o			

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	70,839.27
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). If (loss), enter "-0-" in Part I, line 8 }	3	N/A

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
CHARITY NAVIGATOR 139 HARRISTOWN ROAD, SUITE 201 GLEN ROCK, NJ 07452	N/A	PUBLIC CHARITY	GENERAL PURPOSES	50.00
COMMON GOOD GARDENS P. O. BOX 1224 OLD SAYBROOK, CT 06475	N/A	PUBLIC CHARITY	GENERAL PURPOSES	1,000.00
CONNECTICUT FUND FOR THE ENVIRONMENT 142 TEMPLE STREET, FLOOR 3 NEW HAVEN, CT 06510-2600	N/A	PUBLIC CHARITY	GENERAL PURPOSES	250.00
DRUG POLICY ALLIANCE 70 WEST 36TH STREET, 16TH FL NEW YORK, NY 10018	N/A	PUBLIC CHARITY	GENERAL PURPOSES	50.00
ESSEX LAND CONSERVATION TRUST P. O. BOX 373 ESSEX, CT 06426	N/A	PUBLIC CHARITY	GENERAL PURPOSES	750.00
ESSEX LIBRARY ASSOCIATION 33 WEST AVENUE ESSEX, CT 06426	N/A	PUBLIC CHARITY	GENERAL PURPOSES	500.00
FOOD BANK FOR LARIMER COUNTY 1301 BLUE SPRUCE, P. O. BOX 2221 FT. COLLINS, CO 80525	N/A	PUBLIC CHARITY	GENERAL PURPOSES	2,000.00
FOOTHILLS GATEWAY, INC 301 SKYWAY DRIVE FT. COLLINS, CO 80525	N/A	PUBLIC CHARITY	GENERAL PURPOSES	500.00
HABITAT FOR HUMANITY 121 HABITAT STREET AMERICUS, GA 31709	N/A	PUBLIC CHARITY	GENERAL PURPOSES	1,000.00
HEIFER INTERNATIONAL 1 WORLD AVENUE LITTLE ROCK, AR 72202	N/A	PUBLIC CHARITY	GENERAL PURPOSES	600.00
Total from continuation sheets				47,050.00

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
INCARNATION CENTER P. O. BOX 577 IVORYTON, CT 06442	N/A	PUBLIC CHARITY	GENERAL PURPOSES	250.00
IVORYTON LIBRARY ASSOCIATION P. O. BOX 515 IVORYTON, CT 06442	N/A	PUBLIC CHARITY	GENERAL PURPOSES	500.00
KIMBALL UNION ACADEMY P. O. BOX 188 MERIDEN, NH 03770	N/A	PUBLIC CHARITY	GENERAL PURPOSES	750.00
KUNC 1901 56TH AVENUE, SUITE 200 GREELEY, CO 80634	N/A	PUBLIC CHARITY	GENERAL PURPOSES	1,000.00
MASSACHUSETTS HISTORICAL SOCIETY 1154 BOYLSTON STREET BOSTON, MA 02215	N/A	PUBLIC CHARITY	GENERAL PURPOSES	5,000.00
MIDDLESEX SCHOOL 1400 LOWELL ROAD CONCORD, MA 01742	N/A	PUBLIC CHARITY	GENERAL PURPOSES	150.00
MOORE FREE LIBRARY P. O. BOX 208 NEWFANE, CT 05345-0208	N/A	PUBLIC CHARITY	GENERAL PURPOSES	100.00
NATURE CONSERVANCY 4245 N. FAIRFAX DRIVE, SUITE 100 ARLINGTON, VA 22203	N/A	PUBLIC CHARITY	GENERAL PURPOSES	1,500.00
NEW ENGLAND VILLAGE 664 SCHOOL STREET PEMBROKE, MA 02359	N/A	PUBLIC CHARITY	GENERAL PURPOSES	5,000.00
NORTHWEST PARKINSON'S FOUNDATION 400 MERCER STREET, #504 SEATTLE, WA 98109	N/A	PUBLIC CHARITY	GENERAL PURPOSES	500.00
Total from continuation sheets				

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
POPLAR FOREST - PRESERVATION OF THOMAS JEFFERSON'S RETREAT P. O. BOX 419 FOREST, VA 24551-0419	N/A	PUBLIC CHARITY	GENERAL PURPOSES	250.00
PROVINCETOWN ART ASSOC AND MUSEUM 460 COMMERCIAL STREET PROVINCETOWN, MA 02657	N/A	PUBLIC CHARITY	GENERAL PURPOSES	2,500.00
ROCKY MOUNTAIN NATIONAL PARK ASSOC, INC ROCKY MOUNTAIN NATIONAL PARK ESTES PARK, CO 80517	N/A	PUBLIC CHARITY	GENERAL PURPOSES	1,000.00
SALVATION ARMY P. O. BOX 2145 FT. COLLINS, CO 80522	N/A	PUBLIC CHARITY	GENERAL PURPOSES	2,000.00
SHORELINE SOUP KITCHENS AND PANTRIES P. O. BOX 804 ESSEX, CT 06426	N/A	PUBLIC CHARITY	GENERAL PURPOSES	750.00
SIERRA CLUB FOUNDATION 85 SECOND STREET SAN FRANCISCO, CA 94105	N/A	PUBLIC CHARITY	GENERAL PURPOSES	1,000.00
SOCIETY OF CREATIVE ARTS OF NEWTOWN, INC P. O. BOX 41 NEWTOWN, CT 06470	N/A	PUBLIC CHARITY	GENERAL PURPOSES	500.00
THE INTERNATIONAL FUND FOR ANIMAL WELFARE 290 SUMMIT STREET YARMOUTH PORT, MA 02675	N/A	PUBLIC CHARITY	GENERAL PURPOSES	2,000.00
THE MCCLELLAND SCHOOL 415 E. ABRIENDO AVENUE PUEBLO, CO 81004	N/A	PUBLIC CHARITY	GENERAL PURPOSES	5,000.00
THE MICHAEL J FOX FOUNDATION GRAND CENTRAL STATION, P. O. BOX 4777 NEW YORK, NY 10163-4777	N/A	PUBLIC CHARITY	GENERAL PURPOSES	500.00
Total from continuation sheets				

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
THE VINCENT CLUB 71 BRIMMER STREET BOSTON, MA 02108	N/A	PUBLIC CHARITY	GENERAL PURPOSES	100.00
THOMAS JEFFERSON FOUNDATION P. O. BOX 217 CHARLOTTESVILLE, VA 22902	N/A	PUBLIC CHARITY	GENERAL PURPOSES	5,000.00
TRI-TOWN YOUTH SERVICE 56 HIGH STREET DEEP RIVER, CT 06417	N/A	PUBLIC CHARITY	GENERAL PURPOSES	200.00
TRUST FOR THE SEMINARIANS 20 OAK STREET BEVERLY FARMS, MA 01915	N/A	PUBLIC CHARITY	GENERAL PURPOSES	500.00
WBUR 890 COMMONWEALTH AVENUE BOSTON, MA 02215	N/A	PUBLIC CHARITY	GENERAL PURPOSES	500.00
WELLFLEET PUBLIC LIBRARY 55 WEST MAIN STREET WELLFLEET, MA 02667	N/A	PUBLIC CHARITY	GENERAL PURPOSES	1,500.00
WGBH ONE GUEST STREET BOSTON, MA 02135	N/A	PUBLIC CHARITY	GENERAL PURPOSES	1,000.00
WNMU - PUBLIC RADIO 90 1401 PRESQUE ISLE AVE MARQUETTE, MI 49855	N/A	PUBLIC CHARITY	GENERAL PURPOSES	500.00
WNMU - TV 13 NORTHERN MICHIGAN UNIVERSITY, 1401 PRESQUE ISLE AVE MARQUETTE, MI 49855	N/A	PUBLIC CHARITY	GENERAL PURPOSES	500.00
WSHU 5151 PARK AVENUE FAIRFIELD, CT 06825	N/A	PUBLIC CHARITY	GENERAL PURPOSES	300.00
Total from continuation sheets				

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

SOURCE	AMOUNT
BROWN BROTHERS HARRIMAN	2.37
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	2.37

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
BROWN BROTHERS HARRIMAN CAPITAL GAIN DIVIDEND	6,374.96	6,374.96	0.00
BROWN BROTHERS HARRIMAN-DIVIDENDS	39,021.53	0.00	39,021.53
TOTAL TO FM 990-PF, PART I, LN 4	45,396.49	6,374.96	39,021.53

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
OVERPAYMENT OF 2011 FEDERAL EXCISE TAX	1,357.64	0.00	
2010 CONTRIBUTION NEVER CASHED	500.00	0.00	
TOTAL TO FORM 990-PF, PART I, LINE 11	1,857.64	0.00	

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ROPES & GRAY LLP-LEGAL, ADMIN AND TAX SERVICES	10,525.00	5,262.50		5,262.50
TO FORM 990-PF, PG 1, LN 16B	10,525.00	5,262.50		5,262.50

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
BROWN BROTHERS HARRIMAN - INVESTMENT FEES	18,810.91	9,405.46		9,405.45	
TO FORM 990-PF, PG 1, LN 16C	18,810.91	9,405.46		9,405.45	

FORM 990-PF	TAXES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FEDERAL EXCISE TAX	1,357.64	0.00		0.00	
FOREIGN TAX WITHHELD	783.24	783.24		0.00	
TO FORM 990-PF, PG 1, LN 18	2,140.88	783.24		0.00	

FORM 990-PF	OTHER EXPENSES			STATEMENT	7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
MA PC FILING FEE & RELATED EXPENSES	100.00	50.00		50.00	
FOREIGN DIVIDEND - AGENT FEES	24.26	24.26		0.00	
BANK FEES	207.75	103.88		103.87	
TO FORM 990-PF, PG 1, LN 23	332.01	178.14		153.87	

FOOTNOTES	STATEMENT	8
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FORM 990-PF - PART 1, LINE 16B - ACCOUNTING FEES

PAYMENTS ARE MADE TO ROPES & GRAY LLP FOR PROFESSIONAL SERVICES. FRANCIS L. COOLIDGE, THE PRESIDENT OF THE FOUNDATION, IS A RETIRED PARTNER OF ROPES & GRAY LLP AND RECEIVES NO COMPENSATION FROM THE FOUNDATION.

 FORM 990-PF CORPORATE STOCK STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
300 SHS AUTOMATIC DATA PROCEESING INC	12,015.69	17,079.00
500 SHS BERKSHIRE HATHAWAY INC CL B	36,039.50	44,850.00
525 SHS DENTSPLY INTL INC	14,832.88	20,795.25
425 SHS CHUBB CORP	22,028.77	32,011.00
825 SHS COMCAST CORP CL A	18,989.52	30,822.00
175 SHS DIAGEO PLC SPONS ADR	9,764.91	20,401.50
1075 SHS DELL INC	24,462.25	10,900.50
307 SHS EBAY INC	3,701.41	15,656.29
950 SHS LIBERTY MEDIA CORP INTERACTIVE A	13,867.23	18,696.00
650 SHS MICROSOFT CORP	19,341.41	17,361.31
575 SHS NESTLE SA SPONS ADR	22,931.00	37,472.75
500 SHS NOVARTIS AG-ADR	25,856.81	31,650.00
225 SHS OCCIDENTAL PETROLEUM CORP	11,287.75	17,237.25
225 SHS PEPSICO INC	13,625.01	15,396.75
1075 SHS PROGRESSIVE CORP OHIO	19,471.64	22,682.50
325 SHS WAL-MART STORES INC	14,949.27	22,174.75
650 SHS WASTE MANAGEMENT INC	21,571.02	21,931.00
225 SHS EOG RESOURCES INC	20,367.57	27,177.75
1175 SHS U S BANCORP	26,992.12	37,529.50
200 SHS JOHNSON & JOHNSON	12,334.95	14,020.00
325 SHS ECOLAB INC	0.00	0.00
425 SHS BAXTER INTERNATIONAL INC	20,132.49	28,330.50
525 SHS SOUTHWESTERN ENERGY CO	18,946.32	17,540.25
350 SHS VISA INC CL A	0.00	0.00
450 SHS TARGET CORP	22,271.62	26,626.50
100 SHS ANHEUSER-BUSCH INBEV SPN ADR	5,077.11	8,741.00
775 SHS WELLS FARGO & CO	23,999.47	26,489.50
150 SHS HENRY SCHEIN INC	9,631.59	12,063.00
175 SHS BED BATH & BEYOND INC	9,962.20	9,784.25
45 SHS GOOGLE INC CL A	26,832.77	31,832.10
350 SHS QUALCOMM INC	20,824.87	21,650.86
227 SHS CELANESE CORP SERIES A	9,852.21	10,108.31
75 SHS PRAXAIR INC	8,087.53	8,208.75
TOTAL TO FORM 990-PF, PART II, LINE 10B	540,048.89	677,220.12

FORM 990-PF OTHER INVESTMENTS STATEMENT 10

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
6882.222 SHS BBH BROAD MARKET FUND CL N2.610%	COST	84,356.58	91,258.26
7331.492 SHS BBH INTERNATIONAL EQUITY FUND CL N	COST	73,881.71	76,247.52
24806.800 SHS PIMCO TOTAL RETURN FD	COST	269,967.75	278,828.43
1583.531 SHS LONGLEAF PARTNERS SMALL CAP FD	COST	20,000.00	45,732.38
4901.961 SHS T ROWE PRICE INST HIGH YIELD	COST	45,000.00	47,843.14
1840.169 SHS T ROWE PRICE NEW ASIA FUND	COST	35,000.00	30,933.24
TOTAL TO FORM 990-PF, PART II, LINE 13		528,206.04	570,842.97

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 11

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
FRANCIS L COOLIDGE 62 BEACON STREET BOSTON, MA 02108	PRESIDENT 0.00	0.00	0.00	0.00
MARYLOUISE COOLIDGE 62 BEACON STREET BOSTON, MA 02108	TREASURER 0.00	0.00	0.00	0.00
MORRIS GRAY, JR 116 ROCKLAND STREET SOUTH NATICK, MA 01760	CLERK 0.00	0.00	0.00	0.00
ELLEN C BURBANK PO BOX 1965 WELLFLEET, MA 02667	DIRECTOR 0.00	0.00	0.00	0.00
GEORGINA L BOGETTO 5526 WEEPING WAY FT COLLINS, CO 80528	DIRECTOR 0.00	0.00	0.00	0.00

HERMES FOUNDATION, INC.

22-2560268

MARY COOLIDGE
8 BUSHNELL STREET
ESSEX, CT .06426

DIRECTOR
0.00

0.00

0.00

0.00

TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII

0.00

0.00

0.00