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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

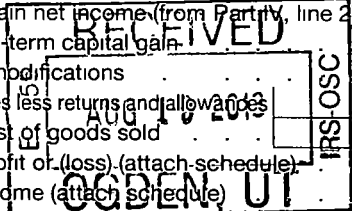
Open to Public Inspection

**For calendar year 2012 or tax year beginning** , 2012, **and ending** , 20

Name of foundation <b>Hook Drug Foundation</b>		A Employer identification number <b>23 - 7046664</b>
Number and street (or P O box number if mail is not delivered to street address) <b>9172 Crystal River Drive</b>	Room/suite	B Telephone number (see instructions) <b>317 - 430-6616</b>
City or town, state, and ZIP code <b>Indianapolis, IN 46240</b>		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 checked="" type="checkbox"/> Final return <input type="checkbox"/> Amended return <input checked="" 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) <b>\$</b>	J Accounting method: <input type="checkbox"/> Cash <input type="checkbox"/> Accrual <input checked="" type="checkbox"/> Other (specify) <b>Modified Cash</b> <small>(Part I, column (d) must be on cash basis)</small>	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

<b>Part I Analysis of Revenue and Expenses</b> <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)
1	Contributions, gifts, grants, etc., received (attach schedule)				
2	Check <input type="checkbox"/> if the foundation is <b>not</b> required to attach Sch. B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	11,213	11,213		
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	62,828			
b	Gross sales price for all assets on line 6a <b>1,907,361</b>				
7	Capital gain net income (from Part IV, line 2)		62,828		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule)				
12	<b>Total.</b> Add lines 1 through 11	74,041	74,041	0	
13	Compensation of officers, directors, trustees, etc	0	0	0	0
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule) <b>Schedule 5</b>	492			
b	Accounting fees (attach schedule) <b>Schedule 5</b>	2,000			
c	Other professional fees (attach schedule) <b>Schedule 5</b>	2,695	2,695		
17	Interest <b>Schedule 6</b>				
18	Taxes (attach schedule) (see instructions) <b>Schedule 7</b>	2,046			
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings	1,703			
22	Printing and publications				
23	Other expenses (attach schedule) <b>Schedule 8</b>	578			
24	<b>Total operating and administrative expenses.</b> Add lines 13 through 23	9,513	2,695	0	0
25	Contributions, gifts, grants paid	1,039,311			1,039,311
26	<b>Total expenses and disbursements.</b> Add lines 24 and 25	1,048,824	2,695	0	1,039,311
27	Subtract line 26 from line 12				
a	<b>Excess of revenue over expenses and disbursements</b>	(974,783)			
b	<b>Net investment income</b> (if negative, enter -0-)		71,346		
c	<b>Adjusted net income</b> (if negative, enter -0-)			0	

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*Handwritten initials/signature*

<b>Part II Balance Sheets</b>		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
<b>Assets</b>	<b>1</b>	Cash—non-interest-bearing . . . . .		<b>10,734</b>		
	<b>2</b>	Savings and temporary cash investments . . . . .		<b>29,059</b>		
	<b>3</b>	Accounts receivable ▶ Less: allowance for doubtful accounts ▶				
	<b>4</b>	Pledges receivable ▶ Less: allowance for doubtful accounts ▶				
	<b>5</b>	Grants receivable . . . . .				
	<b>6</b>	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . . .				
	<b>7</b>	Other notes and loans receivable (attach schedule) ▶ Less: allowance for doubtful accounts ▶				
	<b>8</b>	Inventories for sale or use . . . . .				
	<b>9</b>	Prepaid expenses and deferred charges . . . . .				
	<b>10a</b>	Investments—U.S. and state government obligations (attach schedule)				
	<b>b</b>	Investments—corporate stock (attach schedule) <b>Trust Stmt</b>		<b>578,393</b>		
	<b>c</b>	Investments—corporate bonds (attach schedule) <b>Trust Stmt</b>		<b>356,597</b>		
	<b>11</b>	Investments—land, buildings, and equipment basis ▶ Less: accumulated depreciation (attach schedule) ▶				
	<b>12</b>	Investments—mortgage loans . . . . .				
	<b>13</b>	Investments—other (attach schedule) . . . . .				
	<b>14</b>	Land, buildings, and equipment basis ▶ Less: accumulated depreciation (attach schedule) ▶				
<b>15</b>	Other assets (describe ▶ )					
<b>16</b>	<b>Total assets</b> (to be completed by all filers—see the instructions. Also, see page 1, item I) . . . . .		<b>974,783</b>	<b>0</b>	<b>0</b>	
<b>Liabilities</b>	<b>17</b>	Accounts payable and accrued expenses . . . . .				
	<b>18</b>	Grants payable . . . . .				
	<b>19</b>	Deferred revenue . . . . .				
	<b>20</b>	Loans from officers, directors, trustees, and other disqualified persons . . . . .				
	<b>21</b>	Mortgages and other notes payable (attach schedule) . . . . .				
	<b>22</b>	Other liabilities (describe ▶ )				
<b>23</b>	<b>Total liabilities</b> (add lines 17 through 22) . . . . .		<b>0</b>	<b>0</b>		
<b>Net Assets or Fund Balances</b>	<b>Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/></b> <b>and complete lines 24 through 26 and lines 30 and 31.</b>					
	<b>24</b>	Unrestricted . . . . .				
	<b>25</b>	Temporarily restricted . . . . .				
	<b>26</b>	Permanently restricted . . . . .				
	<b>Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/></b> <b>and complete lines 27 through 31.</b>					
	<b>27</b>	Capital stock, trust principal, or current funds . . . . .		<b>974,783</b>		
	<b>28</b>	Paid-in or capital surplus, or land, bldg., and equipment fund . . . . .				
<b>29</b>	Retained earnings, accumulated income, endowment, or other funds . . . . .					
<b>30</b>	<b>Total net assets or fund balances</b> (see instructions) . . . . .		<b>974,783</b>	<b>0</b>		
<b>31</b>	<b>Total liabilities and net assets/fund balances</b> (see instructions) . . . . .		<b>974,783</b>	<b>0</b>		

<b>Part III Analysis of Changes in Net Assets or Fund Balances</b>			
<b>1</b>	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) . . . . .	<b>1</b>	<b>974,783</b>
<b>2</b>	Enter amount from Part I, line 27a . . . . .	<b>2</b>	<b>(974,783)</b>
<b>3</b>	Other increases not included in line 2 (itemize) ▶	<b>3</b>	
<b>4</b>	Add lines 1, 2, and 3 . . . . .	<b>4</b>	<b>(0)</b>
<b>5</b>	Decreases not included in line 2 (itemize) ▶	<b>5</b>	
<b>6</b>	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 . . . . .	<b>6</b>	<b>(0)</b>

**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.)
<b>1a See Trust Statement</b>				
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
<b>a</b> 1,907,361		1,844,533	62,828	
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
<b>a</b>				62,828
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				
<b>2</b> 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 }			<b>2</b> 62,828
<b>3</b> 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				<b>3</b>

**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	53,251	1,003,938	5.30%
2010	51,130	983,926	5.20%
2009	43,751	865,041	5.06%
2008	56,699	937,818	6.05%
2007	58,095	1,107,848	5.24%
<b>2</b> Total of line 1, column (d)			<b>2</b> 26.85%
<b>3</b> 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			<b>3</b> 5.37%
<b>4</b> Enter the net value of noncharitable-use assets for 2012 from Part X, line 5			<b>4</b> 600,336
<b>5</b> Multiply line 4 by line 3			<b>5</b> 32,238
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)			<b>6</b> 713
<b>7</b> Add lines 5 and 6			<b>7</b> 32,951
<b>8</b> 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.			<b>8</b> 1,039,311

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

<b>1a</b>	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>b</b>	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	<b>1</b>		713
<b>c</b>	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
<b>2</b>	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>2</b>		0
<b>3</b>	Add lines 1 and 2	<b>3</b>		713
<b>4</b>	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>4</b>		0
<b>5</b>	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0-	<b>5</b>		713
<b>6</b>	Credits/Payments:			
<b>a</b>	2012 estimated tax payments and 2011 overpayment credited to 2012	<b>6a</b>	713	
<b>b</b>	Exempt foreign organizations—tax withheld at source	<b>6b</b>		
<b>c</b>	Tax paid with application for extension of time to file (Form 8868)	<b>6c</b>		
<b>d</b>	Backup withholding erroneously withheld	<b>6d</b>		
<b>7</b>	Total credits and payments. Add lines 6a through 6d	<b>7</b>		713
<b>8</b>	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	<b>8</b>		
<b>9</b>	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b>	<b>9</b>		0
<b>10</b>	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b>	<b>10</b>		0
<b>11</b>	Enter the amount of line 10 to be. <b>Credited to 2013 estimated tax</b> <input type="checkbox"/> <b>Refunded</b> <input type="checkbox"/>	<b>11</b>		

**Part VII-A Statements Regarding Activities**

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

**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) . . . . .	Schedule	11		✓
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		✓
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ <u>None</u>		13	✓	
14	The books are in care of ▶ <u>Mary Ann Wagner</u> Telephone no. ▶ <u>(317) 430-6616</u> Located at ▶ <u>9172 Crystal River Drive Indianapolis, IN</u> ZIP+4 ▶ <u>46240</u>				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here . . . . . and enter the amount of tax-exempt interest received or accrued during the year . . . . . ▶ <u>15</u>				<input type="checkbox"/>
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? . . . . . See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶		16		Yes No ✓

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? ( <b>Exception.</b> Check "No" if the foundation agreed to a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)–(6), did <b>any</b> of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No Organizations relying on a current notice regarding disaster assistance check here . . . . . ▶ <input type="checkbox"/>	1b	N/A
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	✓
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ 20____, 20____, 20____, 20____		
b	Are there any years listed in 2a for which the foundation is <b>not</b> applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions.) . . . . .	2b	✓
c	If the provisions of section 4942(a)(2) are being applied to <b>any</b> of the years listed in 2a, list the years here. ▶ 20____, 20____, 20____, 20____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <b>N/A</b>		
b	If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.) . . . . .	3b	✓
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	✓
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	✓

**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)?  Yes  No  
 Organizations relying on a current notice regarding disaster assistance check here

**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?  Yes  No  
*If "Yes," attach the statement required by Regulations section 53.4945–5(d).*

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

**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 (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 Attached Schedule		0	0	0

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
None		0	0	0

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

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
None		0
<b>Total number of others receiving over \$50,000 for professional services</b>		

**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

<b>1 Scholarships and endowment to Purdue University</b>	474,953
<b>2 Scholarships and endowment to Butler University</b>	474,953
<b>3 Support to Hook's Drug Store Museum to operate antique drug store at State Fairgrounds</b>	65,273
<b>4 Student lounge renovation at Butler University</b>	13,333

**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

<b>1</b>	
<b>2</b>	
All other program-related investments See instructions	
<b>3</b>	
<b>Total. Add lines 1 through 3</b>	

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes.		
<b>a</b>	Average monthly fair market value of securities . . . . .	<b>1a</b>	512,068
<b>b</b>	Average of monthly cash balances . . . . .	<b>1b</b>	97,410
<b>c</b>	Fair market value of all other assets (see instructions) . . . . .	<b>1c</b>	
<b>d</b>	<b>Total</b> (add lines 1a, b, and c) . . . . .	<b>1d</b>	609,478
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) . . . . .	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets . . . . .	<b>2</b>	
<b>3</b>	Subtract line 2 from line 1d . . . . .	<b>3</b>	609,478
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions) . . . . .	<b>4</b>	9,142
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	600,336
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5 . . . . .	<b>6</b>	30,017

**Part XI Distributable Amount** (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here  and do not complete this part.)

<b>1</b>	Minimum investment return from Part X, line 6 . . . . .	<b>1</b>	30,017
<b>2a</b>	Tax on investment income for 2012 from Part VI, line 5 . . . . .	<b>2a</b>	713
<b>b</b>	Income tax for 2012. (This does not include the tax from Part VI.) . . . . .	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b . . . . .	<b>2c</b>	713
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1 . . . . .	<b>3</b>	29,304
<b>4</b>	Recoveries of amounts treated as qualifying distributions . . . . .	<b>4</b>	
<b>5</b>	Add lines 3 and 4 . . . . .	<b>5</b>	29,304
<b>6</b>	Deduction from distributable amount (see instructions) . . . . .	<b>6</b>	
<b>7</b>	<b>Distributable amount</b> as adjusted Subtract line 6 from line 5. Enter here and on Part XIII, line 1 . . . . .	<b>7</b>	29,304

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
<b>a</b>	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26 . . . . .	<b>1a</b>	1,039,311
<b>b</b>	Program-related investments—total from Part IX-B . . . . .	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes . . . . .	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required) . . . . .	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule) . . . . .	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	1,039,311
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions) . . . . .	<b>5</b>	713
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4 . . . . .	<b>6</b>	1,038,598

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

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

	(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
<b>1</b> Distributable amount for 2012 from Part XI, line 7 . . . . .				<b>29,304</b>
<b>2</b> Undistributed income, if any, as of the end of 2012				
<b>a</b> Enter amount for 2011 only . . . . .				
<b>b</b> Total for prior years: 20 <u>20</u> , 20 <u>    </u> , 20 <u>    </u>				
<b>3</b> Excess distributions carryover, if any, to 2012				
<b>a</b> From 2007 . . . . .	5,614			
<b>b</b> From 2008 . . . . .	10,612			
<b>c</b> From 2009 . . . . .	1,185			
<b>d</b> From 2010 . . . . .	3,534			
<b>e</b> From 2011 . . . . .	5,718			
<b>f</b> <b>Total</b> of lines 3a through e . . . . .	<b>26,663</b>			
<b>4</b> Qualifying distributions for 2012 from Part XII, line 4: ► \$ <u>1,039,311</u>				
<b>a</b> Applied to 2011, but not more than line 2a				
<b>b</b> Applied to undistributed income of prior years (Election required—see instructions) . . . . .				
<b>c</b> Treated as distributions out of corpus (Election required—see instructions) . . . . .				
<b>d</b> Applied to 2012 distributable amount . . . . .				<b>29,304</b>
<b>e</b> Remaining amount distributed out of corpus	<b>1,010,007</b>			
<b>5</b> Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)				
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	<b>1,036,670</b>			
<b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b . . . . .		<b>0</b>		
<b>c</b> Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed . . . . .				
<b>d</b> Subtract line 6c from line 6b Taxable amount—see instructions . . . . .		<b>0</b>		
<b>e</b> Undistributed income for 2011. Subtract line 4a from line 2a Taxable amount—see instructions . . . . .			<b>0</b>	
<b>f</b> Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013 . . . . .				<b>0</b>
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions) . . . . .				
<b>8</b> Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions) . . . . .	<b>5,614</b>			
<b>9</b> <b>Excess distributions carryover to 2013.</b> Subtract lines 7 and 8 from line 6a . . . . .	<b>1,031,056</b>			
<b>10</b> Analysis of line 9:				
<b>a</b> Excess from 2008 . . . . .	10,612			
<b>b</b> Excess from 2009 . . . . .	1,185			
<b>c</b> Excess from 2010 . . . . .	3,534			
<b>d</b> Excess from 2011 . . . . .	5,718			
<b>e</b> Excess from 2012 . . . . .	1,010,007			

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

- 1a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2012, enter the date of the ruling ▶
- b** Check box to indicate whether the 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	
<b>2a</b> Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	N/A	N/A	N/A	N/A	N/A
<b>b</b> 85% of line 2a	N/A	N/A	N/A	N/A	N/A
<b>c</b> Qualifying distributions from Part XII, line 4 for each year listed	N/A	N/A	N/A	N/A	N/A
<b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities					N/A
<b>e</b> Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c	N/A	N/A	N/A	N/A	N/A
<b>3</b> Complete 3a, b, or c for the alternative test relied upon					
<b>a</b> "Assets" alternative test—enter:					
<b>(1)</b> Value of all assets					N/A
<b>(2)</b> Value of assets qualifying under section 4942(j)(3)(B)(i)					N/A
<b>b</b> "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed	N/A	N/A	N/A	N/A	N/A
<b>c</b> "Support" alternative test—enter:					
<b>(1)</b> Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					N/A
<b>(2)</b> Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					N/A
<b>(3)</b> Largest amount of support from an exempt organization					N/A
<b>(4)</b> Gross investment income					N/A

**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:

**None-Foundation terminated in 2012**

- 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 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
<p><b>a</b> <i>Paid during the year</i></p> <p>See Attached Schedule 9</p>				0
<b>Total</b> . . . . . ▶				<b>3a</b>
<p><b>b</b> <i>Approved for future payment</i></p>				
<b>Total</b> . . . . . ▶				<b>3b</b>





Hook Drug Foundation  
23-7046664  
2012 990-PF  
Schedule 9

### Grants Awarded in 2012—prior to dissolution

St. Mary's Child Center  
901 Dr. Martin Luther King Jr. St.  
Indianapolis IN 46202  
Constance Sherman, Executive Director  
\$2500.00  
Funds used to support preschool program.

Lutheran Child and Family Services  
1525 N Ritter Avenue  
Indianapolis IN 46219  
Betty Darbro, Grants Manager Consultant  
\$1500.00  
Funds to be used for summer program.

St Vincent Foundation  
8402 Harcourt Road, Suite 210  
Indianapolis IN 46260  
Andy Zirkle, Grants and Research Manager  
\$2000.00  
Funds to be used to build new pharmacist-managed hypertension clinic at St. V. Joshua Max Simon Primary Care Center.

Mental Health America of Greater Indianapolis  
301 E 38<sup>th</sup> Street  
Indianapolis IN 46205  
Gina Hays, Chief Executive Officer  
\$1000.00  
Funds to be used for general operating expenses.

Indiana Plan for Equal Employment  
863 Massachusetts Avenue  
Indianapolis IN 46204  
William Gigerich  
Director, Program Development  
\$1000.00  
Funds to provide daily lunches and transportation, hard hat, safety glasses, daily stipend to help with back-to-school expenses, t-shirts to wear on jobsites.

Best Buddies Indiana  
8604 Allisonville Road, Suite 165  
Indianapolis IN 46250  
Natalie Seibert, Development Coordinator

\$500.00

Funds to be used to provide training in the Indianapolis area. Training educates and empowers people with intellectual and developmental disabilities to be leaders and public speakers in their schools, communities, and workplace.

Fuse

PO Box 314

Greenfield IN 46140

Denise Arland, Executive Director

\$2800.00

Funds to be used for the purchase and implementation of a web-based software application which can effectively manage the data for all of their donors, members, and volunteers; funds to be used to support facility rental, food and child care costs for one year of monthly meetings.

Purdue University

610 Purdue Mall

W. Lafayette, IN 47907

\$7,500.00

Pharmacy scholarships

Butler University

4600 Sunset Ave.

Indianapolis, IN 46208

\$6,000.00

Pharmacy scholarships

Butler University

4600 Sunset Ave.

Indianapolis, IN 46208

\$13,333.00

College of Pharmacy- reception area and student lounge construction and renovation

## Grants Awarded in 2012—in conjunction with dissolution

Hook Drug Store Museum

\$50,272.52

\$15,000.00

Purdue University

610 Purdue Mall

W Lafayette, IN 47907

\$452,452.67

\$15,000.00

Established the Hook Drug foundation Residency/fellowship and endowed the August F. Hook scholarship

Butler University  
4600 Sunset Ave.  
Indianapolis, IN 46208  
\$452,452.67  
\$15,000.00

Created the Hook Drug foundation Community Rotation Endowed Fund and endowed the Norman P. Reeves/Butler scholarship

Hook's Old Gang, Inc.  
P.O. Box 39135  
Indianapolis, IN 46239  
\$999.67

Maintains an informal network of former Hook Drug co.employees

Attachments to IRS Form 990-PF  
Hook Drug Foundation  
23-7046664  
Tax Year 2012

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**Schedule 5: Part I, Line 16a - Legal Fees**

<u>Type of service</u>	<u>Amount</u>
1 Legal Fees	492
<b>Total</b>	<u>492</u>

**Schedule 5: Part I, Line 16b - Accounting Fees**

<u>Type of service</u>	<u>Amount</u>
1 Tax Return Preparation	2,000
<b>Total</b>	<u>2,000</u>

**Schedule 5: Part I, Line 16c - Other Professional Fees**

<u>Type of service</u>	<u>Amount</u>
1 Trust Fees	2,695
<b>Total</b>	<u>2,695</u>

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**Schedule 6: Part I, Line 18 - Taxes**

<u>Type of tax</u>	<u>Amount</u>
1 Excise Tax on Investment Income	2,046
<b>Total</b>	<u>2,046</u>

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**Schedule 8: Part I, Line 23 - Other Expenses**

<u>Description</u>	<u>Amount</u>
1 Bank Service Charges	260
2 Postage	72
3 Storage Rental	
4 Miscellaneous	246
<b>Total</b>	<u>578</u>

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Hook Drug Foundation 23-7046664  
2012 990-PF  
Part VIII Section 1- Information about Directors and Officers

Note All Officers and Directors serve without compensation benefits and allowances of any type

**Officers:**

Donna Galerman, President  
7310 W 100 N  
Greenfield, IN 46140-8385

John Arland Vice President  
910 E McKenzie Rd  
Greenfield, IN 46140

Virginia Wilson, Secretary  
1416 Shannon Ave  
Indianapolis, IN 46201

Mary Ann Wagner, Treasurer  
9172 Crystal River Dr  
Indianapolis, IN 46240

**Directors:**

Nancy Keen  
5720 Sugarhill Drive  
Greenfield, IN 46140

Jeffrey Bailey  
1551 E 77<sup>th</sup> St  
Indianapolis, IN 46240

Howard Beasley  
4344 Raintree Blvd  
Greenwood IN 46143

Mark Varnau  
10202 Westfield Blvd  
Indianapolis, IN 46240

Ann Voliva  
17200 Old State Road  
Evansville, IN 47711

Jim Rogers  
6331 Knyghton Rd  
Indianapolis, IN 46220

Tom Costello  
5234 Hawks Point Rd  
Indianapolis, IN 46226

Michael Jones  
7135 North CR 300 West  
Lizton, IN 46149

Gary Millikan  
10944 Echo Trail  
Indianapolis, IN 46236

Rosie Ridenour  
11045 Southeastern Ave  
Indianapolis IN 46259

Barbara Nelson  
507 N Campbell Ave  
Indianapolis, IN 46219-6013



**WEALTH MANAGEMENT**

M & I Wealth Management  
135 N Pennsylvania St  
Indianapolis, IN 46204  
Marlene.fuss@micorp.com  
(317) 269-1611  
(888)484-5483 ext. 1611

September 19, 2012

Hook Drug Foundation  
Attn: Mary Ann Wagner  
9172 Crystal River Dr.  
Indianapolis, IN 46240

**RE: Account #61-D493-01-3 The Hook Drug Foundation Inc.**

Dear Ms. Wagner:

The above referenced account is now closed. I'm enclosing your final statement; this is a year to date statement and includes all transactions in 2012. The cash proceeds were transferred to your M & I checking account ending #2262, per your instruction.

I will plan to discontinue your online access on October 19<sup>th</sup>, 2012. Please print or download any information you need prior to this date. If you need additional access time, please contact me prior to this date.

We value the trust you have in M & I Trust Co. and we appreciate the opportunity to have worked with you on the management of this account. If we can be of any assistance in the future, please call upon any of us for assistance. If you have any questions regarding your account or this statement, please contact Mary Anne Smith, her contact information is at the top of your statement.

Sincerely,

Marlene Fuss  
Trust Operations  
(317) 261-1661  
(800) 834-2065 ext. 1661  
[marlene.fuss@micorp.com](mailto:marlene.fuss@micorp.com)

Enclosures



A part of BMO Financial Group

M&I Wealth Management offers products and services through various affiliates of BMO Financial Corp., including Marshall & Ilsley Trust Company N.A., M&I Investment Management Corp., M&I Financial Advisors, Inc. (member FINRA), maintaining its principal offices at 111 E. Kilbourn Ave., Milwaukee, WI 53202), North Star Trust Company and Taplin, Canida & Habacht, LLC. Insurance coverage is underwritten by a number of insurers. Insurance products are the obligation of the insurance company.

Investment products are. 

Not FDIC Insured	No Bank Guarantee	May Lose Value
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Banking products and services are provided by BMO Harris Bank N.A., Member FDIC.





**THE HOOK DRUG FOUNDATION INC**

**Account Number:** 61-D493-01-3  
**Statement Period:** 01/01/12 - 09/06/12

HOOK DRUG FOUNDATION  
ATTN: MARY ANN WAGNER  
9172 CRYSTAL RIVER DR  
INDIANAPOLIS IN 46240

**Administrator:**  
Mary Anne Smith (317) 269-2744  
Maryanne.Smith@micorp.Com  
**Portfolio Manager:**  
John W. Marske (317) 269-1661  
John.Marske@micorp.Com

**Market Reconciliation**

	<b>Current Period</b>	<b>Year To Date</b>
<b>Beginning Market Value</b>	<b>\$ 971,701.39</b>	<b>\$ 971,701.39</b>
<b>Income</b>		
Interest.....	13.57	13.57
Dividends.....	10,914.14	10,914.14
Other Income.....	285.53	285.53
<b>Disbursements</b>		
To/for Beneficiary.....	-1,035,394.30	-1,035,394.30
Fees/Expenses.....	-2,695.00	-2,695.00
Cash Transfers.....	0.00	0.00
Realized Gains/(Losses).....	62,827.99	62,827.99
Change In Market Appreciation/(Depreciation).....	-7,653.32	-7,653.32
Non-Cash Asset Changes.....	0.00	0.00
<b>Ending Market Value</b>	<b>\$ 0.00</b>	<b>\$ 0.00</b>

**Asset Position As of 09/06/12**

<b>Asset Description</b>	<b>Units</b>	<b>Market Value Cost</b>	<b>Est. Annual Income</b>	<b>Current Yield</b>
<b>Cash</b>				
Principal Cash		0.00 0.00	0.00	0.00%
Income Cash		0.00 0.00	0.00	0.00%
<b>Total Cash</b>		<b>\$ 0.00</b> <b>\$ 0.00</b>	<b>0.00</b>	<b>0.00%</b>
<b>Total Market Value</b>		<b>\$ 0.00</b> <b>\$ 0.00</b>	<b>0.00</b>	<b>0.00%</b>



**THE HOOK DRUG FOUNDATION INC**

**Account Number:  
Statement Period:**

**61-D493-01-3  
01/01/12 - 09/06/12**

**Income Activity**

	<b>Date</b>	<b>Income Cash</b>	<b>Principal Cash</b>
<b>Interest Income</b>			
<b>BMO Prime Money Market CI Y # 200</b>			
Int To 12/31/11	01/03/12	4.87	
Int To 01/31/12	02/01/12	0.32	
Int To 02/29/12	03/01/12	0.25	
Int To 03/31/12	04/02/12	0.39	
Int To 04/30/12	05/01/12	0.32	
Int To 05/31/12	06/01/12	1.14	
Int To 06/30/12	07/02/12	1.47	
Int To 07/31/12	08/01/12	1.72	
Int To 08/31/12	09/04/12	3.09	
<b>Total Interest Income</b>		<b>\$ 13.57</b>	<b>\$ 0.00</b>
<b>Dividend Income</b>			
<b>Ishares Tr Russell Midcap Value Index Fd</b>			
Div .209 Per Sh on 1,500 Shs	03/29/12	314.18	
Div .236 Per Sh on 1,500 Shs	07/02/12	354.98	
<b>Ishares Tr Russell Midcap Growth Index Fd</b>			
Div .117 Per Sh on 1,770 Shs	03/29/12	207.10	
Div .131 Per Sh on 820 Shs	07/02/12	107.61	
<b>PIMCO Fds Total Return Fd Inst #35</b>			
Div To 12/31/11	01/04/12	911.56	
Div To 01/02/12	01/04/12	61.13	
Div To 01/31/12	02/02/12	917.29	
Div To 02/29/12	03/02/12	856.55	
Div To 03/31/12	04/03/12	1,026.32	
Div To 04/01/12	04/03/12	29.90	
Div To 04/30/12	05/02/12	977.41	
Div To 05/31/12	06/04/12	1,084.61	
Div To 06/30/12	07/03/12	995.02	
Div To 07/01/12	07/03/12	35.37	
Div To 07/31/12	08/02/12	872.65	
Div To 08/31/12	09/05/12	231.54	
<b>PIMCO Commodity Realreturn Strategy Fd Inst #45</b>			
Div .059 Per Sh on 2,192 Shs	03/26/12	129.41	
Div .041 Per Sh on 2,192 Shs	06/25/12	90.87	
<b>Spdr S&amp;P 500 ETF Trust</b>			
Div .770 Per Sh on 250 Shs	01/31/12	192.53	
Div .613 Per Sh on 250 Shs	04/30/12	153.47	
Div .688 Per Sh on 250 Shs	07/31/12	172.07	



**THE HOOK DRUG FOUNDATION INC**

**Account Number:**  
**Statement Period:**

**61-D493-01-3**  
**01/01/12 - 09/06/12**

Income Activity			
	Date	Income Cash	Principal Cash
<b>Spdr Dow Jones Indl Average ETF Tr</b>			
Unit Ser 1			
Div .355 Per Sh on 200 Shs	01/17/12	71.10	
Div .166 Per Sh on 200 Shs	02/13/12	33.30	
Div .331 Per Sh on 200 Shs	03/12/12	66.30	
<b>Templeton Global Bond Fund-Ad #616</b>			
Div .052 Per Sh on 2,747 Shs	01/19/12	144.53	
Div .052 Per Sh on 2,747 Shs	02/17/12	144.53	
Div .052 Per Sh on 2,747 Shs	03/19/12	145.08	
Div .052 Per Sh on 2,747 Shs	04/18/12	144.80	
Div .052 Per Sh on 2,747 Shs	05/17/12	145.08	
Div .052 Per Sh on 2,747 Shs	06/19/12	144.25	
Div .052 Per Sh on 2,747 Shs	07/18/12	144.80	
<b>Vanguard Index Fds Vanguard</b>			
Small-Cap Growth ETF			
Div .006 Per Sh on 500 Shs	03/28/12	3.00	
<b>Vanguard Index Fds Vanguard</b>			
Small Cap Value ETF			
Div .029 Per Sh on 200 Shs	03/28/12	5.80	
<b>Total Dividend Income</b>		<b>\$ 10,914.14</b>	<b>\$ 0.00</b>
<b>Other Income</b>			
<b>Invesco Small Cap Equity Fund In</b>			
Fee Credit			
	03/09/12	11.48	
Fee Credit			
	06/14/12	18.30	
<b>Artisan Mid Cap Value Fund - Inv</b>			
#1464			
Fee Credit			
	03/09/12	26.55	
Fee Credit			
	05/11/12	84.07	
<b>Fidelity Advisor Small Cap Fund</b>			
Class I #298			
Fee Credit			
	02/10/12	8.02	
Fee Credit			
	05/11/12	6.61	
Fee Credit			
	08/21/12	7.83	
<b>Goldman Sachs Small Cap Value Fd</b>			
Inst #651			
Fee Credit			
	01/10/12	2.34	
<b>BMO Prime Money Market Cl Y # 200</b>			
Fee Credit			
	01/05/12	11.15	
Fee Credit			
	02/03/12	3.39	
Fee Credit			
	03/05/12	3.36	
Fee Credit			
	04/04/12	5.14	
Fee Credit			
	05/03/12	4.22	



**THE HOOK DRUG FOUNDATION INC**

**Account Number:  
Statement Period:**

**61-D493-01-3  
01/01/12 - 09/06/12**

**Income Activity**

	<b>Date</b>	<b>Income Cash</b>	<b>Principal Cash</b>
Fee Credit	06/05/12	14.51	
Fee Credit	07/05/12	19.28	
Fee Credit	08/03/12	21.63	
Fee Credit	09/06/12	37.65	
<b>Total Other Income</b>		<b>\$ 285.53</b>	<b>\$ 0.00</b>
<b>Total Income</b>		<b>\$ 11,213.24</b>	<b>\$ 0.00</b>

**Disbursement Activity**

	<b>Date</b>	<b>Income Cash</b>	<b>Principal Cash</b>
<b>To/for Beneficiary</b>			
M&I Chkg Acct 0010032262 N/O Hook Drug Foundation Distribution Per Email Request	03/15/12		-10,000.00
M&I Chkg Acct XXXXXX2262 N/O Hook Drug Foundation Distribution Per Email Request	03/29/12		-10,000.00
M&I Chkg Acct XXXXXX2262 N/O Hook Drug Foundation Distribution Per Email Request	04/30/12		-10,000.00
Funds Wired To JPMorgan Chase Bank ABA #071000013 Acct #XXX7579 F/F/C: Purdue University Incoming Electronic Payments Attn: Mary Seyfried Office of Treasury Operations	08/15/12		-452,452.67
Funds Wired To: PNC Bank ABA #041000124 Acct #XXXXXX7936 F/F/C: Butler University Current Ops Attn: Susan Westermeyer, Controller	08/15/12		-452,452.67
M&I Chkg Acct #XXXXXX2262 N/O: Hook Drug Foundation Distribution Per Request	08/15/12		-50,272.52
M&I Chkg Acct #XXXXXX2262 N/O: Hook Drugs Distribution Per Request Final Distribution	09/06/12		-50,216.44
<b>Total To/for Beneficiary</b>		<b>\$ 0.00</b>	<b>\$ -1,035,394.30</b>



**THE HOOK DRUG FOUNDATION INC**

**Account Number:  
Statement Period:**

**61-D493-01-3  
01/01/12 - 09/06/12**

**Disbursement Activity**

	<b>Date</b>	<b>Income Cash</b>	<b>Principal Cash</b>
<b>Fees/Expenses</b>			
Monthly Fee	01/25/12		-323.90
Monthly Fee	02/24/12		-340.22
Monthly Fee	03/23/12		-349.15
Monthly Fee	04/25/12		-343.78
Monthly Fee	05/25/12		-340.11
Monthly Fee	06/25/12		-328.32
Monthly Fee	07/25/12		-333.34
Final Monthly Fee	08/24/12		-336.18
<b>Total Fees/Expenses</b>		<b>\$ 0.00</b>	<b>\$ -2,695.00</b>
<b>Total Disbursements</b>		<b>\$ 0.00</b>	<b>\$ -1,038,089.30</b>

**Cash Transfers**

	<b>Date</b>	<b>Income Cash</b>	<b>Principal Cash</b>
Transfer of Funds	01/31/12	-1,399.21	1,399.21
Transfer of Funds	02/29/12	-1,106.85	1,106.85
Transfer of Funds	03/30/12	-1,769.06	1,769.06
Transfer of Funds	04/30/12	-1,360.02	1,360.02
Transfer of Funds	05/31/12	-1,217.71	1,217.71
Transfer of Funds	06/29/12	-1,353.68	1,353.68
Transfer of Funds	07/31/12	-1,830.60	1,830.60
Transfer of Funds	08/31/12	-903.83	903.83
Transfer of Funds Income Cash To Principal Cash Account Is Closing	09/06/12	-272.28	272.28
<b>Total Cash Transfers</b>		<b>\$ -11,213.24</b>	<b>\$ 11,213.24</b>

**THE HOOK DRUG FOUNDATION INC**Account Number:  
Statement Period:61-D493-01-3  
01/01/12 - 09/06/12**Purchase Activity**

	Date	Income Cash	Principal Cash
PIMCO Fds Total Return Fd Inst #35 Purchased 4450.518 Shs 06/15/12 @ 11.29	06/18/12		-50,246.35
BMO Prime Money Market CI Y # 200 Purchases (53) 01/01/12 To 09/06/12	09/06/12		-830,238.98
<b>Total Purchases</b>		<b>\$ 0.00</b>	<b>\$ -880,485.33</b>

**Sale Activity**

	Date	Proceeds	Realized Gain/Loss
Invesco Small Cap Equity Fund In Sold 1365.119 Shs 07/27/12 @ 13.39	07/30/12	18,278.94	996.53
Sold 4000 Shs 08/02/12 @ 13.1	08/03/12	52,400.00	1,760.00
Artisan Mid Cap Value Fund - Inv #1464 Sold 2564.065 Shs 07/27/12 @ 20.46	07/30/12	52,460.77	-2,051.25
Sold 2000 Shs 08/02/12 @ 20.09	08/03/12	40,180.00	-2,340.00
Fidelity Advisor Small Cap Fund Class I #298 Long Term Capital Gains Dist of \$ .051 Per Sh on 900 Sh	01/09/12	45.90	45.90
Sold 900 Shs 08/02/12 @ 21.8	08/03/12	19,620.00	5,382.00
Ishares Tr Russell Midcap Value Index Fd Sold 1500 Shs 07/27/12 To BNY Brokerage Inc (ESI) @ 46.401	08/01/12	69,539.94	11,866.29
Ishares Tr Russell Midcap Growth Index Fd Sold 950 Shs 05/11/12 To BNY Brokerage Inc (ESI) @ 61.1315	05/16/12	58,035.62	5,315.27
Sold 820 Shs 07/27/12 To BNY Brokerage Inc (ESI) @ 59.4102	08/01/12	48,682.46	3,176.48
PIMCO Fds Total Return Fd Inst #35 Sold 15000 Shs 07/27/12 @ 11.42	07/30/12	171,300.00	12,948.01



**THE HOOK DRUG FOUNDATION INC**

**Account Number:  
Statement Period:**

**61-D493-01-3  
01/01/12 - 09/06/12**

**Sale Activity**

	<b>Date</b>	<b>Proceeds</b>	<b>Realized Gain/Loss</b>
Sold 20000 Shs 08/14/12 @ 11.4	08/15/12	228,000.00	16,932.08
PIMCO Commodity Realreturn Strategy Fd Instl #45			
Sold 2192.709 Shs 07/27/12 @ 6.84	07/30/12	14,998.13	-4,648.54
Spdr S&P 500 ETF Trust			
Sold 250 Shs 06/15/12 To BNY Convergenx @ 133.6605	06/20/12	33,411.88	5,867.12
Spdr Dow Jones Indl Average ETF Tr Unit Ser 1			
Sold 200 Shs 03/05/12 To BNY Brokerage Inc (ESI) @ 129.5201	03/08/12	25,895.55	3,510.07
Templeton Global Bond Fund-Ad #616			
Sold 2747.659 Shs 07/27/12 @ 13.02	07/30/12	35,774.52	-1,648.60
Vanguard Intl Equity Index Fds			
MCSI Emerging Mkts ETF			
Sold 1800 Shs 05/02/12 To BNY Brokerage Inc (ESI) @ 42.6905	05/07/12	76,769.17	3,610.06
Sold 400 Shs 05/04/12 To BNY Brokerage Inc (ESI) @ 41.74	05/09/12	16,679.63	481.15
Sold 800 Shs 08/02/12 To BNY Brokerage Inc (ESI) @ 39.4601	08/07/12	31,535.37	-861.59
Vanguard Index Fds Vanguard			
Small-Cap Growth ETF			
Sold 200 Shs 06/15/12 To BNY Convergenx @ 80.3715	06/20/12	16,071.93	556.87
Sold 300 Shs 07/27/12 To BNY Convergenx @ 82.851	08/01/12	24,851.74	1,579.15
Vanguard Index Fds Vanguard			
Small Cap Value ETF			
Sold 200 Shs 07/27/12 To BNY Convergenx @ 67.672	08/01/12	13,532.09	350.99



**THE HOOK DRUG FOUNDATION INC**

**Account Number:  
Statement Period:**

**61-D493-01-3  
01/01/12 - 09/06/12**

<b>Sale Activity</b>			
	<b>Date</b>	<b>Proceeds</b>	<b>Realized Gain/Loss</b>
BMO Prime Money Market Cl Y # 200 Sales (14) 01/01/12 To 09/06/12	09/06/12	859,297.75	
<b>Total Sales</b>		<b>\$ 1,907,361.39</b>	<b>\$ 62,827.99</b>

<b>Non-Cash Activity</b>		
	<b>Date</b>	<b>Cost</b>
The Hook Drug Foundation Inc Agency Agreement Removed from Books Account Is Closing	08/15/12	
Amended and Restated Institutional Agency Agreement for The Hook Drug Foundation Removed from Books Account Is Closing	08/15/12	
<b>Total Non-Cash Transactions</b>		<b>\$ 0.00</b>

YOUR ACCOUNT MAY BE INVESTED IN SHARES OF BMO FUNDS OR OTHER MUTUAL FUNDS FOR WHICH MARSHALL & ILSLEY TRUST COMPANY N.A. AND/OR ITS AFFILIATES PROVIDE INVESTMENT ADVISORY, CUSTODIAL, SHAREHOLDER SERVICING AND/OR SIMILAR ADMINISTRATIVE SERVICES FOR FEES THAT MAY BE BASED ON A PERCENTAGE OF ASSETS, OR OTHER REASONABLE COMPENSATION. \*\*\*EFFECTIVE AUGUST 15TH, FRACTIONAL SHARES OF PUBLICLY TRADED SECURITIES HELD IN CLIENT ACCOUNTS WILL BE COMBINED WITH OTHER FRACTIONAL SHARES OF LIKE SECURITIES HELD IN OTHER CLIENTS' ACCOUNTS TO CREATE WHOLE SHARES. THOSE WHOLE SHARES WILL BE SOLD ON THE MARKET AND EACH CLIENT'S ACCOUNT WILL BE CREDITED WITH ITS PROPORTIONATE SHARE OF THE PROCEEDS. IF A FRACTIONAL SHARE REMAINS AFTER THESE ACTIONS, BMO WILL PURCHASE THAT FRACTION BASED ON THE AVERAGE VALUE ACHIEVED FOR THE SOLD SHARES. BMO WILL THEN RETAIN THAT SHARE UNTIL IT MAY BE LATER COMBINED WITH OTHER FRACTIONAL SHARES AND SOLD ON THE MARKET. \*\*\* AS YOU MAY KNOW, M&I AND HARRIS JOINED TO CREATE BMO HARRIS BANK N.A. LAST YEAR. EFFECTIVE FOLLOWING CLOSE OF BUSINESS AUGUST 31, 2012 MARSHALL & ILSLEY TRUST COMPANY N.A. WAS MERGED INTO BMO HARRIS BANK N. A.

Hook Drug Foundation-Dissolution  
23-7046664  
2012 990-PF

The Hook Drug Foundation was formed in 1969. It was funded by the Hook Drug Co. and managed by a board of directors who were primarily current or former Hook Drug Co. employees. Throughout its existence, it has funded pharmacy scholarships and made grants to charitable organizations. Although the Hook Drug Co. ceased to exist after being acquired in the early 1990's, the foundation continued to operate through the loyal efforts of its Board of Directors. In 2012, the foundation board decided to discontinue operations, distributing all assets in a manner consistent with its mission. Grants were made on 8/15/2012 to:

Purdue University \$452,452.67  
610 Purdue Mall  
W. Lafayette, IN 47907  
To endow the August F. Hook scholarship and establish the Hook Drug Foundation residency/fellowship

Butler University \$452,452.67  
4600 Sunset Ave.  
Indianapolis, IN 46208  
To endow the Norman P. Reeves scholarship and create the Hook Drug Foundation Community Rotation endowed fund

Greenfield Museum Initiative, Inc. \$50,272.52  
1202 E. 38<sup>th</sup> St.  
Indianapolis, IN 46205  
To provide operating support for the Hook's Antique Drug Store at the Indiana State Fairgrounds

Final expenditures were made as follows on 11/26/12:

Butler University \$15,000  
Purdue University \$15,000  
Hook's Drugstore Museum \$15,000  
As additional support for the funds/operations described above.

The remaining cash balance was paid on 12/21/12 to:

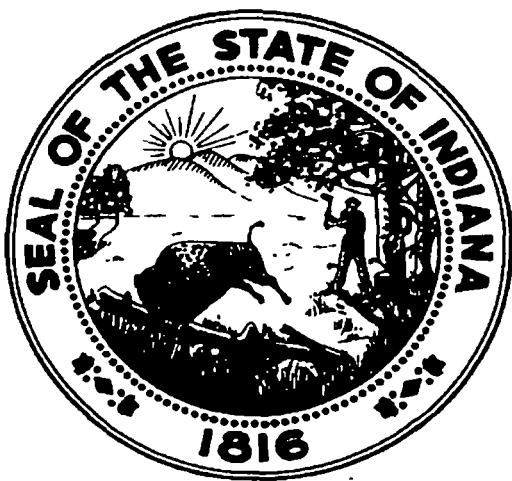
Hooks Old Gang, Inc. \$999.67  
This is an organization which maintains an informal network for former Hook Drug Co. employees.

**State of Indiana  
Office of the Secretary of State**

**CERTIFICATE OF DISSOLUTION  
of  
HOOK DRUG FOUNDATION, INC.**

I, CONNIE LAWSON, Secretary of State of Indiana, hereby certify that Articles of Dissolution of the above Non-Profit Domestic Corporation have been presented to me at my office, accompanied by the fees prescribed by law and that the documentation presented conforms to law as prescribed by the provisions of the Indiana Nonprofit Corporation Act of 1991.

NOW, THEREFORE, with this document I certify that said transaction will become effective Tuesday, August 28, 2012.



In Witness Whereof, I have caused to be affixed my signature and the seal of the State of Indiana, at the City of Indianapolis, August 28, 2012.

*Connie Lawson*

CONNIE LAWSON,  
SECRETARY OF STATE

APPROVED  
AND  
FILED

*Corrie Hanson*  
IND. SECRETARY OF STATE

ARTICLES OF DISSOLUTION  
OF  
HOOK DRUG FOUNDATION, INC.

2012 APR 23 4 3: 44

HOOK DRUG FOUNDATION, INC., an Indiana nonprofit corporation (hereinafter referred to as the "*Corporation*"), desiring to give notice of corporate action authorizing and effectuating the voluntary dissolution of the Corporation pursuant to the provisions of The Indiana Nonprofit Corporation Act of 1991, sets forth the following:

ARTICLE I

Name

The name of the Corporation is Hook Drug Foundation, Inc.

ARTICLE II

Date of Incorporation

The date of incorporation of the Corporation in the State of Indiana is April 7, 1969.

ARTICLE III

Authorization

The dissolution of the Corporation was authorized pursuant to Indiana Code §23-17-22-2, as amended, effective July 25, 2012.

ARTICLE IV

Approval of Board of Directors

The dissolution of the Corporation was approved by a sufficient vote of the Board of Directors.

ARTICLE V

Vote of Members

The Corporation's Members approved the Corporation's dissolution by means of a meeting held on July 25, 2012. This vote was sufficient for approval.

IN WITNESS WHEREOF, the undersigned duly authorized officer of the Corporation executes these Articles of Dissolution of the Corporation and verifies, under penalties of perjury, that the statements herein are true as of this 28 day of August, 2012.

HOOK DRUG FOUNDATION, INC.

By: Mary Ann Wagner  
Mary Ann Wagner, Treasurer

2206757v1

*[Signature Page to Articles of Dissolution]*

## Application for Extension of Time To File an Exempt Organization Return

(Rev. January 2013)

OMB No 1545-1709

Department of the Treasury  
Internal Revenue Service

▶ **File a separate application for each return.**

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).

**Do not complete Part II unless** you have already been granted an automatic 3-month extension on a previously filed Form 8868.

**Electronic filing (e-file).** You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit [www.irs.gov/efile](http://www.irs.gov/efile) and click on *e-file for Charities & Nonprofits*.

**Part I Automatic 3-Month Extension of Time.** Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension—check this box and complete Part I only

*All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns*

Enter filer's identifying number, see instructions

<b>Type or print</b>	Name of exempt organization or other filer, see instructions <b>Hook Drug Foundation</b>	Employer identification number (EIN) or <b>23-7046664</b>
	Number, street, and room or suite no. If a P O box, see instructions <b>c/o Mary Ann Wagner 9172 Crystal River Dr.</b>	Social security number (SSN)
File by the due date for filing your return. See instructions	City, town or post office, state, and ZIP code. For a foreign address, see instructions <b>Indianapolis, IN 46240</b>	

Enter the Return code for the return that this application is for (file a separate application for each return)

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

• The books are in the care of ▶ **Mary Ann Wagner**

Telephone No. ▶ **317-430-6616** FAX No ▶

- If the organization does not have an office or place of business in the United States, check this box
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) \_\_\_\_\_ If this is for the whole group, check this box  If it is for part of the group, check this box  and attach a list with the names and EINs of all members the extension is for.

**1** I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until August 15, 20 13, to file the exempt organization return for the organization named above. The extension is for the organization's return for.

▶  calendar year 20 12 or

▶  tax year beginning \_\_\_\_\_, 20 \_\_\_\_\_, and ending \_\_\_\_\_, 20 \_\_\_\_\_

**2** If the tax year entered in line 1 is for less than 12 months, check reason:  Initial return  Final return

Change in accounting period

<b>3a</b> If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	<b>3a</b>	\$	<b>714.00</b>
<b>b</b> If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	<b>3b</b>	\$	<b>714.00</b>
<b>c</b> <b>Balance due.</b> Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	<b>3c</b>	\$	<b>0.00</b>

**Caution.** If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions