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

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

2012

Open to public inspection

For calendar year 2012 or tax year beginning

, and ending

Name of foundation
THE HILDA AND PRESTON DAVIS FOUNDATION

Number and street (or P O box number if mail is not delivered to street address) Room/suite
C/O JOHN ISKRANT 1600 MARKET STREET 3600

City or town, state, and ZIP code
PHILADELPHIA, PA 19103

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity
☐ Final return ☐ Amended return
☐ Address change ☐ Name change

H Check type of organization: ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col. (c), line 16)
\$ 36,914,007. (Part I, column (d) must be on cash basis.)

J Accounting method: ☒ Cash ☐ Accrual
☐ Other (specify) _____

A Employer identification number
23-7966458

B Telephone number
(215) 751-2338

C If exemption application is pending, check here ☐

D 1. Foreign organizations, check here ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ☐

E If private foundation status was terminated under section 507(b)(1)(A), check here ☐

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received			N/A	
2	Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments	21,552.	21,552.		STATEMENT 1
4	Dividends and interest from securities	725,646.	723,668.		STATEMENT 2
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	528,521.			
b	Gross sales price for all assets on line 6a	3,638,728.			
7	Capital gain net income (from Part IV, line 2)		528,521.		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss)				
11	Other income				
12	Total. Add lines 1 through 11	1,275,719.	1,273,741.		
13	Compensation of officers, directors, trustees, etc	430,000.	129,000.		301,000.
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees STMT 3	11,708.	3,512.		8,196.
b	Accounting fees				
c	Other professional fees STMT 4	179,710.	50,373.		129,337.
17	Interest				
18	Taxes STMT 5	22,569.	12,819.		0.
19	Depreciation and depletion				
20	Occupancy				
21	Travel, conferences, and meetings	3,364.	1,009.		2,355.
22	Printing and publications				
23	Other expenses STMT 6	1,375.	680.		695.
24	Total operating and administrative expenses. Add lines 13 through 23	648,726.	197,393.		441,583.
25	Contributions, gifts, grants paid	1,652,566.			1,652,566.
26	Total expenses and disbursements. Add lines 24 and 25	2,301,292.	197,393.		2,094,149.
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	<1,025,573.>			
b	Net investment income (if negative, enter -0-)		1,076,348.		
c	Adjusted net income (if negative, enter -0-)			N/A	

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing				
	2	Savings and temporary cash investments		5,712,766.	6,220,513.	6,220,513.
	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		7,453,933.	6,379,627.	8,327,122.
	c	Investments - corporate bonds STMT 10		1,305,668.	1,104,472.	1,068,461.
11	Investments - land, buildings, and equipment: basis ▶					
	Less: accumulated depreciation ▶					
12	Investments - mortgage loans					
13	Investments - other STMT 11		19,142,904.	18,815,189.	21,297,911.	
14	Land, buildings, and equipment: basis ▶					
	Less: accumulated depreciation ▶					
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers)		33,615,271.	32,519,801.	36,914,007.	
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.	0.	
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		33,615,271.	32,519,801.	
28	Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.		
29	Retained earnings, accumulated income, endowment, or other funds		0.	0.		
30	Total net assets or fund balances		33,615,271.	32,519,801.		
31	Total liabilities and net assets/fund balances		33,615,271.	32,519,801.		

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	33,615,271.
2	Enter amount from Part I, line 27a	2	<1,025,573.>
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 7	3	12,340.
4	Add lines 1, 2, and 3	4	32,602,038.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 8	5	82,237.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	32,519,801.

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 STATEMENT				
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 3,638,728.		3,110,104.	528,521.	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
a				
b				
c				
d				
e			528,521.	
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	528,521.	
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	2,257,855.	36,556,227.	.061764
2010	1,852,276.	34,437,963.	.053786
2009	2,042,446.	31,183,041.	.065499
2008	2,044,298.	39,601,245.	.051622
2007	2,182,255.	46,549,768.	.046880
2 Total of line 1, column (d)		2	.279551
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	.055910
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5		4	36,200,258.
5 Multiply line 4 by line 3		5	2,023,956.
6 Enter 1% of net investment income (1% of Part I, line 27b)		6	10,763.
7 Add lines 5 and 6		7	2,034,719.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.		8	2,094,149.

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)		1	10,763.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		2	0.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		3	10,763.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
3 Add lines 1 and 2		5	10,763.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-			
6 Credits/Payments:			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	10,152.	
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	10,152.	
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	611.	
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 checked="" type="checkbox"/>	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input type="checkbox"/> \$ 0. (2) On foundation managers. <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> PA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address **▶ N/A**

14 The books are in care of **▶ JOHN D. ISKRANT, ESQUIRE** Telephone no. **▶ (215) 751-2338**
 Located at **▶ 1600 MARKET STREET, SUITE 3600, PHILADELPHIA, PA** ZIP+4 **▶ 19103**

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here **▶** ☐
 and enter the amount of tax-exempt interest received or accrued during the year **▶ 15** **N/A**

16 At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? **Yes** **No**
 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** **X**

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here N/A ▶ <input type="checkbox"/>	1b	
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? Yes No If "Yes," list the years ▶ _____		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) N/A	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶ _____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? Yes No		
b If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.) N/A	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b	X

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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)?

N/A

Organizations relying on a current notice regarding disaster assistance check here

▶ ☐

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

N/A

☐ Yes ☐ No

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

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

☐ Yes ☒ No

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

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

☐ Yes ☒ No

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

N/A

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

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
GEOFFREY M. PARKINSON 94 PERKINS ROAD GREENWICH, CT 06830	TRUSTEE 20.00	215,000.	0.	0.
JOHN D. ISKRANT 1600 MARKET STREET, SUITE 3600 PHILADELPHIA, PA 19103	TRUSTEE 20.00	215,000.	0.	0.

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

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

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

▶ 0

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Part VIII**Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** (continued)**3** Five highest-paid independent contractors for professional services. If none, enter "NONE."

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

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

0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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

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

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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	31,094,006.
b Average of monthly cash balances	1b	5,657,525.
c Fair market value of all other assets	1c	
d Total (add lines 1a, b, and c)	1d	36,751,531.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2 Acquisition indebtedness applicable to line 1 assets	2	0.
3 Subtract line 2 from line 1d	3	36,751,531.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	551,273.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	36,200,258.
6 Minimum investment return. Enter 5% of line 5	6	1,810,013.

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

1 Minimum investment return from Part X, line 6	1	1,810,013.
2a Tax on investment income for 2012 from Part VI, line 5	2a	10,763.
b Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	10,763.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	1,799,250.
4 Recoveries of amounts treated as qualifying distributions	4	0.
5 Add lines 3 and 4	5	1,799,250.
6 Deduction from distributable amount (see instructions)	6	0.
7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	1,799,250.

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	2,094,149.
b Program-related investments - total from Part IX-B	1b	0.
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the:		
a Suitability test (prior IRS approval required)	3a	
b Cash distribution test (attach the required schedule)	3b	
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	2,094,149.
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	10,763.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	2,083,386.

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.

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				1,799,250.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007				
b From 2008	80,398.			
c From 2009	493,348.			
d From 2010	140,196.			
e From 2011	448,920.			
f Total of lines 3a through e	1,162,862.			
4 Qualifying distributions for 2012 from Part XII, line 4: ► \$ 2,094,149.				
a Applied to 2011, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2012 distributable amount				1,799,250.
e Remaining amount distributed out of corpus	294,899.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	1,457,761.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	1,457,761.			
10 Analysis of line 9:				
a Excess from 2008	80,398.			
b Excess from 2009	493,348.			
c Excess from 2010	140,196.			
d Excess from 2011	448,920.			
e Excess from 2012	294,899.			

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
SEE ATTACHED SCHEDULE				1,652,566.
Total			3a	1,652,566.
b Approved for future payment				
NONE				
Total			3b	0.

Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

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

[illegible]

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

- b If "Yes," complete the following schedule.**

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

**Sign
Here**

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

Signature of officer or trustee

Date 5.10.13

TRUSTEE
Title

May the IRS discuss this return with the preparer shown below (see note 1)?

☒ Yes ☐ No

**Paid
Preparer
Use Only**

Print/Type preparer's name

THOMAS R. PUZYCKI

Preparer's signature _____

Thomas P. O'Connell

Date _____

 $5/8/1 =$

Check ☐ self-employed

PTIN

P01335193

Firm's name ▶ **SCHNADER HARRISON SEGAL & LEWIS, LLP**

Firm's EIN ▶	23-1383844
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Firm's address ► 1600 MARKET STREET, SUITE 3600
PHILADELPHIA, PA 19103-7286

Phone no. 215-751-2000

Form **990-PF** (2012)

THE HILDA AND PRESTON DAVIS FOUNDATION

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SEE ATTACHED SCHEDULE - ACCT XXX-852380	P		
b SEE ATTACHED SCHEDULE - ACCT XXX-852380	P		
c COST BASIS ADJUSTMENT ON SALE OF ISHARES GSCI		04/07/09	09/12/12
d ISHARES S&P GSCI COMMODITY INDEXED TRUST			
e SEE ATTACHED SCHEDULE - ACCT XXX-001416	P		
f \$100,000 CAMPBELL SOUP CO 5% 12/03/12	P		12/03/12
g \$100,000 GOLDMAN SACHS GROUP INC 5.7% 9/1/12	P		09/01/12
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 440,742.		463,736.	<22,994.>
b 2,280,393.		1,803,024.	477,369.
c		30,986.	<30,986.>
d			<103.>
e 717,195.		611,162.	106,033.
f 100,000.		99,166.	834.
g 100,000.		102,030.	<2,030.>
h 398.			398.
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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			<22,994.>
b			477,369.
c			<30,986.>
d			<103.>
e			106,033.
f			834.
g			<2,030.>
h			398.
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	528,521.
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

THE HILDA AND PRESTON DAVIS FOUNDATION

EIN: 23-7966458

FORM 990-PF, 01/01/12 - 12/31/12

PART I, LINE 25 AND PART XV, LINE 3(a)

- GRANTS AND CONTRIBUTIONS MADE DURING YEAR

<u>NAME AND ADDRESS</u>	<u>STATUS RECIPIENT</u>	<u>PURPOSE</u>	<u>AMOUNT</u>
Horace Mann School Summer on the Hill 4440 Tibbett Avenue Riverdale, NY 10471	Public	School Year Programs & High School Scholarships	100,000.00
The World is our Neighborhood 905 Rockrimmon Road Stamford, CT 06903	Public	Honduras, Mali and Peru Equipment	25,000.00
Connecticut Friends of Bosnia, Inc. 65 Perkins Road Greenwich, CT 06830	Public	Scholarship & Leadership Programs & Humanitarian Assistance	15,000.00
The Stanwich School 257 Stanwich Road Greenwich, CT 06830	Public	Annual Fund	5,000.00
The Marshall Legacy Institute 2425 Wilson Blvd, #313 Arlington, VA	Public	Children Against Mines Program in Alghanistan	75,000.00
Life Spring Network , Inc 103 Mason Street Greenwich, CT 06830-6605	Public	General Operations	5,000 00
Ophelia's Place Inc P O Box 621, 407 Tulip Street Liverpool, NY	Public	Professional Development & Sustainability	15,000.00
Stanwich Congregational Church 202 Taconic Road Greenwich, CT 06831	Public	Missions Budget	5,000.00
The Experiment in International Living 7 Grove Terrace Montclair, NJ 07042	Public	Scholarships For Disadvantaged Youth	35,000.00
Global Foundation for Eating Disorders 611 Broadway, Suite 838 New York, NY 10012	Public	Start Up Grant Project	50,000 00
Foundation Inc 2 Executive Drive, Suite 1 Moorestown, NJ 08057	Public	Governance Toolkit for Charter School Boards	25,000 00

THE HILDA AND PRESTON DAVIS FOUNDATION

EIN: 23-7966458

FORM 990-PF, 01/01/12 - 12/31/12

PART I, LINE 25 AND PART XV, LINE 3(a)

- GRANTS AND CONTRIBUTIONS MADE DURING YEAR

<u>NAME AND ADDRESS</u>	<u>STATUS RECIPIENT</u>	<u>PURPOSE</u>	<u>AMOUNT</u>
Greenwich Rotary Foundation P O. Box 119 Cos Cob, CT 06807-0119	Public	Fund Raising Effort	2,000.00
Health Resources in Action formerly known as The Medical Foundation 95 Berkeley Street Boston, MA 02116	Public	Davis Foundation Fellowship Program	21,250.00
Health Resources in Action formerly known as The Medical Foundation 95 Berkeley Street Boston, MA 02116	Public	Davis Foundation Fellowship Program	4,875.00
Health Resources in Action formerly known as The Medical Foundation 95 Berkeley Street Boston, MA 02116	Public	Davis Foundation Fellowship Program	197,000.00
Health Resources in Action formerly known as The Medical Foundation 95 Berkeley Street Boston, MA 02116	Public	Davis Foundation Fellowship Program	31,420.31
Health Resources in Action formerly known as The Medical Foundation 95 Berkeley Street Boston, MA 02116	Public	Davis Foundation Fellowship Program	34,876.02
Health Resources in Action formerly known as The Medical Foundation 95 Berkeley Street Boston, MA 02116	Public	Davis Foundation Fellowship Program	214,000.00
Health Resources in Action formerly known as The Medical Foundation 95 Berkeley Street Boston, MA 02116	Public	Davis Foundation Fellowship Program	21,250.00
Health Resources in Action formerly known as The Medical Foundation 95 Berkeley Street Boston, MA 02116	Public	Davis Foundation Fellowship Program	172,000.00

THE HILDA AND PRESTON DAVIS FOUNDATION

EIN: 23-7966458

FORM 990-PF, 01/01/12 - 12/31/12

PART I, LINE 25 AND PART XV, LINE 3(a)

- GRANTS AND CONTRIBUTIONS MADE DURING YEAR

<u>NAME AND ADDRESS</u>	<u>STATUS RECIPIENT</u>	<u>PURPOSE</u>	<u>AMOUNT</u>
Health Resources in Action formerly known as The Medical Foundation 95 Berkeley Street Boston, MA 02116	Public	Davis Foundation Fellowship Program	21,250.00
Health Resources in Action formerly known as The Medical Foundation 95 Berkeley Street Boston, MA 02116	Public	Davis Foundation Fellowship Program	170,905.00
Cradle of Liberty Council, BSA (Boy Scouts of America) 1485 Valley Forge Road Wayne, PA 19087	Public	General Purposes	10,000.00
College of St. Joseph 71 Clement Road Rutland, VT 05701	Public	Students Taking an Effective Path to Success (STEPS)	10,000.00
General Hospital Corporation 55 Fruit Street Boston, MA 02114	Public	Multi-Site Eating Disorders Program	2,000.00
Feeding America 35 E. Wacker Drive, Suite 2000 Chicago, IL 60601	Public	Emergency Food Assistance	25,000.00
National Eating Disorders Association 603 Stewart Street, Suite 803 Seattle, WA 98101	Public	Proud2bme Interactive Teen Website	50,000.00
Normal in Schools Inc 339 E. 19th Street, 2B New York, NY 10003	Public	New Educational Programs	15,000.00
St. Junes Childrens Research Hospital 262 Danny Thomas Place Memphis, TN 38105	Public	Support of Research & Patients Care	10,000.00
Tyndale Theological Seminary Inc. P.O. Box 242 Wheaton, IL 60187	Public	General Purposes	5,000.00

THE HILDA AND PRESTON DAVIS FOUNDATION

EIN: 23-7966458

FORM 990-PF, 01/01/12 - 12/31/12

PART I, LINE 25 AND PART XV, LINE 3(a)

- GRANTS AND CONTRIBUTIONS MADE DURING YEAR

<u>NAME AND ADDRESS</u>	<u>STATUS RECIPIENT</u>	<u>PURPOSE</u>	<u>AMOUNT</u>
Stanford University 450 Serial Mall Stanford, CA 94305	Public	Post Doctoral Fellowship in Eating Disorders	76,140.00
National Association of Anorexia Nervosa and Associated Disorders Inc 750 E. Diehl Road #127 Naperville, IL 60563	Public	Youth Education Services Project	10,000.00
Kipp Philadelphia Charter School 2709 N. Broad Street Philadelphia, PA 19132	Public	Support for North Philadelphia Campuses	25,000.00
Friends of Green Chimneys 400 Doansburg Road Brewster, NY 10509	Public	Science & Experiential Learning Programs	10,000.00
Christian Herald Association, Inc. dba The Bowery Mission 132 Madison Avenue New York, NY 10016	Public	Mont Lawn Camp	50,000.00
Convent of the Sacred Heart 1177 King Street Greenwich, CT 06831	Public	Annual Fund	5,000.00
Court Appointed Special Advocates (CASA) Program of Montgomery County Maryland Inc 1010 Grandin Avenue, Suite B-3 Rockville, MD 20851	Public	Fostering Futures Programs	10,000.00
Philadelphia Flying Phoenix Dragonboat Team 106 St. David's Road Cherry Hill, NJ 08002	Public	Healthy Dragon Program for Disadvantaged Youth	11,600.00
Las Floristas, Inc 2417 Via Anita Palos Verdes Estates, CA 90274	Public	Endowment Fund	25,000.00
Greenwich Council Boy Scouts of America One Wall Street, Suite 28th Floor New York, NY 10286	Public	Endowment Campaign	25,000.00

THE HILDA AND PRESTON DAVIS FOUNDATION

EIN: 23-7966458

FORM 990-PF, 01/01/12 - 12/31/12

PART I, LINE 25 AND PART XV, LINE 3(a)

- GRANTS AND CONTRIBUTIONS MADE DURING YEAR

<u>NAME AND ADDRESS</u>	<u>STATUS RECIPIENT</u>	<u>PURPOSE</u>	<u>AMOUNT</u>
The Barnes Foundation 300 N. Latch's Lane Merion, PA 19066-1729	Public	General Support	5,000.00
Association of Small Foundations 1729 N Street NW Washington, DC 20036	Public	Spring Appeal	1,000.00
Lantern Theater Company 923 Ludlow Street Philadelphia, PA 19107	Public	General Support	1,000 00
Overlook Hospital Foundation 36 Upper Overlook Road P.O. Box 220 Summit, NJ 07902-0220	Public	Hungry for Health Eating Disorders Program	25,000.00
TOTAL			1,652,566.33

THE HILDA AND PRESTON DAVIS FOUNDATION
EIN: 23-7966458
FORM 990-PF, CALENDAR 2012

PART X, LINE 1a - AVERAGE MONTHLY FAIR MARKET VALUE OF SECURITIES

NOTE: The fair market value of securities (excluding cash) determined by averaging the fair market value of the entire securities portfolio on the first and last days of each month.

DATE	BEGINNING OF MONTH	ENDING OF MONTH	AVERAGE
01/12	29,452,047.21	30,424,418.19	29,938,232.70
02/12	30,424,418.19	31,796,582.16	31,110,500.18
03/12	31,796,582.16	32,322,386.75	32,059,484.46
04/12	32,322,386.75	31,530,277.40	31,926,332.08
05/12	31,530,277.40	29,843,301.76	30,686,789.58
06/12	29,843,301.76	30,417,278.43	30,130,290.10
07/12	30,417,278.43	30,906,165.55	30,661,721.99
08/12	30,906,165.55	31,565,851.11	31,236,008.33
09/12	31,565,851.11	32,223,552.50	31,894,701.81
10/12	32,223,552.50	31,323,943.99	31,773,748.25
11/12	31,323,943.99	30,701,542.94	31,012,743.47
12/12	30,701,542.94	30,693,493.56	30,697,518.25
TOTAL			373,128,071.17
Average Fair Market Value of Securities			<u><u>31,094,005.93</u></u>

THE HILDA AND PRESTON DAVIS FOUNDATION
EIN: 23-7966458
FORM 990-PF, CALENDAR 2012

PART X, LINE 1b - AVERAGE OF MONTHLY CASH BALANCES

DATE	BEGINNING OF MONTH	ENDING OF MONTH	AVERAGE
01/12	5,712,766.05	5,603,619.19	5,658,192.62
02/12	5,603,619.19	5,698,875.92	5,651,247.56
03/12	5,698,875.92	5,414,342.88	5,556,609.40
04/12	5,414,342.88	5,756,767.35	5,585,555.12
05/12	5,756,767.35	5,728,645.09	5,742,706.22
06/12	5,728,645.09	5,745,778.79	5,737,211.94
07/12	5,745,778.79	5,624,017.68	5,684,898.24
08/12	5,624,017.68	5,447,265.28	5,535,641.48
09/12	5,447,265.28	5,191,649.47	5,319,457.38
10/12	5,191,649.47	5,477,255.94	5,334,452.71
11/12	5,477,255.94	6,235,448.17	5,856,352.06
12/12	6,235,448.17	6,220,513.01	6,227,980.59
TOTAL			67,890,305.29
Average monthly cash balances			<u>5,657,525.44</u>



BNY MELLON
WEALTH MANAGEMENT

2012 Tax Information

Account Number 10580852380

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HILDA AND PRESTON DAVIS FDN

Income for 2012

This section reports your proceeds from sales during the year. We are not required nor do we report your net gains and losses to the Internal Revenue Service. An asterisk symbol (*) next to the tax cost indicates that the tax cost has been adjusted for the current year's return of capital. A schedule of your net gains and losses is shown below. Please note that if you have sold an asset for which we do not have cost basis information, it is either shown separately in the section entitled Cost Not Available or it may appear with a zero tax cost. Please review these carefully before preparing your tax return.

Additionally, to provide you with complete information for your tax returns, we have shown IRC Section 988 translation gains and losses separately within the sales sections. Please note these gains or losses are not entitled to capital gains treatment. Rather, under IRC Section 988, they are either ordinary income or loss.

Short term transactions

This category includes sales of assets held 12 months or less.

Description	Symbol	Cusip	Quantity sold	Date of acquisition	Sale date	Sales price less commissions	Cost or other basis	Net gain or loss
CAMERON INTL CORP	CAM	13342B105	2600	06/27/11	02/10/12	\$146,070.91	\$119,545.66	\$26,525.25
ROVI CORP	ROVI	779376102	1200	05/11/11	04/18/12	\$35,315.21	\$68,712.00	\$-33,396.79
JOHNSON & JOHNSON COM	JNJ	478160104	1000	12/19/11	04/27/12	\$64,833.85	\$64,060.00	\$773.85
AGILENT TECHNOLOGIES INC	A	00846U101	1300	06/10/11	06/08/12	\$51,581.80	\$63,026.60	\$-11,444.80
BNY MELLON INTL FD CL M SHSS	MPITX	05569M871	5841.12	12/21/11	06/25/12	\$50,000.00	\$50,525.70	\$-525.70
BRISTOL MYERS SQUIBB CO COM	BMV	110122108	2000	04/27/12	08/23/12	\$64,261.16	\$66,696.60	\$-2,435.44
NOBLE ENERGY INC	NBL	655044105	300	02/16/12	12/05/12	\$28,678.91	\$31,169.70	\$-2,490.79
Total short term gain/loss from sales:						\$440,741.84	\$463,736.26	\$-22,994.42

Long term transactions

This category includes sales of assets held more than 12 months:

Description	Symbol	Cusip	Quantity sold	Date of acquisition	Sale date	Sales price less commissions	Cost or other basis	Net gain or loss
DEERE & COMPANY	DE	244199105	1600	03/02/10	02/16/12	\$132,669.61	\$93,273.12	\$39,396.49



BNY MELLON
WEALTH MANAGEMENT

HILDA AND PRESTON DAVIS FDN

2012 Tax Information

Account Number 10580852380

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Long term transactions

This category includes sales of assets held more than 12 months.

Description	Symbol	Cusip	Quantity sold	Date of acquisition	Sale date	Sales price less commissions	Cost of other basis	Net gain or loss
CARDINAL HEALTH INC COM	CAH	14149Y108	1800	12/06/10	02/16/12	\$74,998.35	\$67,032.00	\$7,966.35
ZIMMER HLDGS INC	ZMH	98956P102	1450	12/06/10	02/16/12	\$89,111.76	\$72,582.22	\$16,529.54
PFIZER INC COM	PFE	717081103	1000	06/07/07	03/01/12	\$21,546.01	\$26,570.00	\$-5,023.99
APPLE COMPUTER INC COM	AAPL	037833100	150	09/15/06	03/16/12	\$87,874.22	\$11,110.50	\$76,763.72
DISNEY (WALT) COMPANY HOLDING DIS		254687106	840	03/02/10	03/30/12	\$36,610.41	\$26,774.50	\$9,835.91
EXXON MOBIL CORP	XOM	30231G102	75	03/05/07	03/30/12	\$6,483.45	\$5,250.00	\$1,233.45
EXXON MOBIL CORP	XOM	30231G102	425	11/13/07	03/30/12	\$36,739.58	\$35,938.00	\$801.58
WELLS FARGO & CO NEW	WFC	949746101	1000	11/13/07	03/30/12	\$34,038.94	\$32,790.00	\$1,248.94
PHILIP MORRIS INTERNATIONAL	PM	718172109	500	10/10/07	03/30/12	\$44,342.31	\$24,403.49	\$19,938.82
SPDR S&P MIDCAP 400 ETF TRUST MDY	MDY	78467Y107	500	09/30/05	03/30/12	\$90,723.32	\$65,160.00	\$25,563.32
GENERAL ELECTRIC CO	GE	369604103	1100	03/14/07	04/02/12	\$22,043.50	\$37,565.00	\$-15,521.50
CHEVRONTEXACO CORP	CVX	166764100	250	03/02/10	04/02/12	\$27,128.62	\$18,417.02	\$8,711.60
CHEVRONTEXACO CORP	CVX	166764100	50	04/07/09	04/02/12	\$5,425.72	\$3,419.41	\$2,006.31
GENERAL ELECTRIC CO	GE	369604103	1400	03/05/07	04/02/12	\$28,055.37	\$48,874.00	\$-20,818.63
PFIZER INC COM	PFE	717081103	1600	09/30/05	04/03/12	\$35,841.12	\$39,952.00	\$-4,110.88
EATON CORPORATION COMMON	ETN	278058102	500	09/15/06	04/03/12	\$24,667.45	\$17,475.00	\$7,192.45
INVERSCO LTD	IVZ	G4918T108	1480	03/02/10	04/03/12	\$39,020.65	\$30,043.85	\$8,976.80
EIDU PONT DE NEMOURS & CO CO DD		263534109	500	07/02/02	04/03/12	\$26,477.76	\$22,155.65	\$4,322.11
PHILLIPS 66	PSX	718546104	500	09/15/06	05/30/12	\$15,229.66	\$14,053.23	\$1,176.43
UNION PACIFIC CORP	UNP	907818108	200	03/02/10	06/20/12	\$23,531.47	\$13,534.68	\$9,996.79
ACCENTURE PLC IRELAND SHS CL A ACN		G1151C101	500	11/13/06	06/20/12	\$29,979.33	\$16,915.00	\$13,064.33
INTEL CORPORATION	INTC	458140100	400	11/27/06	06/20/12	\$10,979.79	\$8,464.00	\$2,515.79
INTEL CORPORATION	INTC	458140100	600	10/05/04	06/20/12	\$16,469.69	\$12,774.00	\$3,695.69
DISNEY (WALT) COMPANY HOLDING DIS		254687106	500	03/02/10	06/20/12	\$23,814.47	\$15,937.20	\$7,877.27
EIDU PONT DE NEMOURS & CO CO DD		263534109	500	07/02/02	06/25/12	\$24,559.50	\$22,155.65	\$2,403.85
VERIZON COMMUNICATIONS INC VZ		92343V104	250	11/13/07	06/25/12	\$10,864.78	\$10,043.37	\$821.41
VERIZON COMMUNICATIONS INC VZ		92343V104	250	08/20/07	06/25/12	\$10,864.78	\$9,625.20	\$1,239.58
SPDR S&P MIDCAP 400 ETF TRUST MDY	MDY	78467Y107	500	09/18/03	06/25/12	\$81,794.17	\$48,515.00	\$33,279.17



BNY MELLON
WEALTH MANAGEMENT

HILDA AND PRESTON DAVIS FDN

2012 Tax Information

Account Number 10580852380

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Long term transactions

This category includes sales of assets held more than 12 months.

Description	Symbol	Cusip	Quantity sold	acquisition	Sale date	commissions	other basis	Net gain or loss
DUKE ENERGY CORP NEW COM	DUK	26441C204	0.67	02/03/11	07/17/12	\$44.30	\$36.15	\$8.15
CITIGROUP INC	C	172967424	1700	11/19/10	08/03/12	\$46,510.96	\$72,590.00	\$-26,079.04
RYDEX MANAGED FUTURES STRATE RYVMX		78356A160	3888.03	12/22/10	08/09/12	\$86,586.31	\$100,000.00	\$-13,413.69
RYDEX MANAGED FUTURES STRATE RYVMX		78356A160	1937.23	05/11/11	08/09/12	\$43,142.20	\$50,000.00	\$-6,857.80
RYDEX MANAGED FUTURES STRATE RYVMX		78356A160	6000	12/01/10	08/09/12	\$133,620.00	\$150,000.00	\$-16,380.00
APPLE COMPUTER INC COM	AAPL	037833100	50	09/15/06	08/23/12	\$33,258.75	\$3,703.50	\$29,555.25
DREYFUS GROWTH & VALUE FDS IN DSCVX		26200C403	3114.3	05/11/11	08/23/12	\$79,788.24	\$100,000.00	\$-20,211.76
ISHARES GSCI COMMODITY-INDEXE GSG		46428R107	3300	04/07/09	09/12/12	\$114,465.19	\$84,678.00	\$29,787.19
SPDR S&P MIDCAP 400 ETF TRUST MDY		78467Y107	1500	09/18/03	09/28/12	\$270,127.90	\$145,545.00	\$124,582.90
EXXON MOBIL CORP	XOM	30231G102	450	03/05/07	10/02/12	\$41,133.58	\$31,500.00	\$9,633.58
ACCENTURE PLC IRELAND SHS CL F ACN		G1151C101	500	11/13/06	10/02/12	\$34,889.22	\$16,915.00	\$17,974.22
APPLE COMPUTER INC COM	AAPL	037833100	50	09/15/06	10/02/12	\$32,819.26	\$3,703.50	\$29,115.76
EXXON MOBIL CORP	XOM	30231G102	50	09/30/05	10/02/12	\$4,570.40	\$3,198.00	\$1,372.40
QEP RESOURCES INC	QEP	74733V100	1790	03/02/10	11/12/12	\$50,673.76	\$51,901.59	\$-1,227.83
PEPSICO INC	PEP	713448108	200	09/15/06	12/05/12	\$13,924.21	\$13,012.00	\$912.21
E I DU PONT DE NEMOURS & CO CO DD		263534109	250	09/30/05	12/05/12	\$10,571.29	\$9,756.25	\$815.04
E I DU PONT DE NEMOURS & CO CO DD		263534109	500	09/18/03	12/05/12	\$21,142.57	\$21,025.00	\$117.57
PHILIP MORRIS INTERNATIONAL	PM	718172109	250	10/10/07	12/05/12	\$22,102.00	\$12,201.75	\$9,900.25
EATON CORPORATION COMMON	ETN	278058102	2500	01/01/01	12/05/12	\$129,137.50	\$82,455.00	\$46,682.50
Total long term gain/loss from sales:								
						\$2,280,393.43	\$1,803,023.83	\$477,369.60

Recipient's Name and Address
HILDA & PRESTON DAVIS FOUNDATION
C/O GREENWICH ADVISORY ASSOC

Account Number: AHH-001416
Recipient's Identification
Number: 23-7966458

2012 TAX and
YEAR-END STATEMENT
As of 03/27/2013

This statement is being provided for informational purposes only. The information on this statement will not be furnished to the Internal Revenue Service.

Summary of Transactions We Do Not Report To The IRS (See instructions for additional information)

Electronic Withdrawals Summary	Amount
Total Electronic Withdrawals	(59,005.07)

2012 Form 1099-B Proceeds From Broker and Barter Exchange Transactions OMB No. 1545-0715
(For individuals report details on Form 1040 Schedule D Line 1, 2, 3, 8, 9 or 10)

This is important tax information and is being furnished to the Internal Revenue Service. If you are required to file a return, a negligence penalty or other sanction may be imposed on you if this income is taxable and the IRS determines that it has not been reported.

Quantity (Box 1e)	Disposition Transaction	Date of Acquisition (Box 1b)	Disposition Method	Date of Sale or Exchange (Box 1a)	Gross Proceeds Less Commissions and Fees (Box 2a)	Cost or Other Basis (Box 3)	Adjustments		Realized Gain or (Loss)
							W=Wash Sale Loss (Box 5)	O=Option Premium R=Return of Capital	

Noncovered (Box 6a)

Description (Box 8): OIL SVC HOLDRS TR OI L SVC HOLDRS DEPOSIT ARV RCPT C/A EFF 12/									
					CUSIP (Box 1d): 678002106				
2,950	SELL	LAST IN FIRST OUT	02/10/2010	11/12/2012	334,787.54	303,976.45			30,811.09
Description (Box 8): SOFTWARE HOLDRS TR D EP RCPTS C/A EFF 01/08/13 1 OLD / USD 53									
					CUSIP (Box 1d): 834048103				
200	SELL	LAST IN FIRST OUT	07/22/2008	11/12/2012	10,189.32	8,191.62			1,997.70
7,300	SELL	LAST IN FIRST OUT	07/22/2008	11/23/2012	372,218.21	298,994.13			73,224.08
SECURITY TOTAL					382,407.53	307,185.75			75,221.78
Long-Term Noncovered Total					717,195.07	611,162.20	0.00		106,032.87
Long-Term Total					717,195.07	611,162.20	0.00		106,032.87

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

SOURCE	AMOUNT
BANK OF NEW YORK XXX001416 - INTEREST	21,545.
BANK OF NEW YORK XXX852380 - INTEREST	7.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	21,552.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
BANK OF NEW YORK XXX001416 - DIVIDENDS	466,888.	0.	466,888.
BANK OF NEW YORK XXX001416 - INTEREST	64,800.	0.	64,800.
BANK OF NEW YORK XXX001416 - LONG TERM CAPITAL GAIN DIVIDEND	398.	398.	0.
BANK OF NEW YORK XXX001416 - NONTAXABLE DISTRIBUTIONS	698.	0.	698.
BANK OF NEW YORK XXX001416 - ORIGINAL ISSUE DISCOUNT	4,408.	0.	4,408.
BANK OF NEW YORK XXX852380 - DIVIDENDS	187,517.	0.	187,517.
BANK OF NEW YORK XXX852380 - NONDIVIDEND DISTRIBUTIONS	1,280.	0.	1,280.
ISHARES S&P GSCI COMMODITY INDEXED TRUST - INTEREST	55.	0.	55.
TOTAL TO FM 990-PF, PART I, LN 4	726,044.	398.	725,646.

FORM 990-PF LEGAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
SCHNADER HARRISON SEGAL & LEWIS LLP	11,708.	3,512.		8,196.
TO FM 990-PF, PG 1, LN 16A	11,708.	3,512.		8,196.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
BANK OF NEW YORK MANAGEMENT FEE ACCT #XXX852380	49,756.	49,756.		0.	
FOUNDATION SERVICES LLC - MANAGEMENT FEE	59,005.	0.		59,005.	
FOUNDATION SERVICES LLC - ADMINISTRATION EXPENSE	70,332.	0.		70,332.	
ISHARES S&P GSCI COMMODITY INDEXED TRUST PER K-1	617.	617.		0.	
TO FORM 990-PF, PG 1, LN 16C	179,710.	50,373.		129,337.	

FORM 990-PF	TAXES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
2012 EXCISE TAX PAYMENT WITH EXTENSION	9,750.	0.		0.	
FOREIGN TAX WITHHELD ON DIVIDENDS ACCT #852380	3,116.	3,116.		0.	
FOREIGN TAX WITHHELD ON DIVIDENDS ACCT #001416	9,703.	9,703.		0.	
TO FORM 990-PF, PG 1, LN 18	22,569.	12,819.		0.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
ADR FEE ASSOCIATION OF SMALL FOUNDATIONS MEMBERSHIP	174.	174.		0.	
RENEWAL	695.	0.		695.	
WIRE FEE	120.	120.		0.	
AGENT FEE	386.	386.		0.	
TO FORM 990-PF, PG 1, LN 23	1,375.	680.		695.	

FORM 990-PF	OTHER INCREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	7
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DESCRIPTION	AMOUNT
NET INCOME RECEIVED IN JANUARY 2012 BUT TAXED IN 2011 ACCT #852380	1,327.
NET INCOME RECEIVED IN JANUARY 2012 BUT TAXED IN 2011 ACCT #2199970	10,972.
ADJUSTMENT FOR FOREIGN TAXES DEDUCTED IN 2012 AND PAID IN 2013	41.
TOTAL TO FORM 990-PF, PART III, LINE 3	12,340.

FORM 990-PF	OTHER DECREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	8
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DESCRIPTION	AMOUNT
NET INCOME RECEIVED IN JANUARY 2013 BUT TAXED IN 2012 ACCT #852380	2.
NET INCOME RECEIVED IN JANUARY 2013 BUT TAXED IN 2012 ACCT #001416	39,903.
ADJUSTMENT TO BOOK VALUE FOR OID	4,408.
ADJUSTMENT TO TAX COST ON SALE OF ISHARES GSCI COMMODITY INDEXED TRUST	30,986.
ADJUSTMENT TO BOOK VALUE FOR ACCRETION	6,938.
TOTAL TO FORM 990-PF, PART III, LINE 5	82,237.

FORM 990-PF	CORPORATE STOCK	STATEMENT	9
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
COMMON STOCKS	6,379,627.	8,327,122.
TOTAL TO FORM 990-PF, PART II, LINE 10B	6,379,627.	8,327,122.

FORM 990-PF	CORPORATE BONDS	STATEMENT 10
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS	1,104,472.	1,068,461.
TOTAL TO FORM 990-PF, PART II, LINE 10C	1,104,472.	1,068,461.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT 11
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
MUTUAL FUNDS & EXCHANGE-TRADED PRODUCTS	FMV	17,890,189.	20,399,237.
HEDGE FUNDS - CAYMAN FUND	COST	800,000.	817,112.
OTHER ASSETS - PTP	COST	0.	0.
MANAGED FUTURES	COST	0.	0.
COMMODITIES	COST	125,000.	81,562.
TOTAL TO FORM 990-PF, PART II, LINE 13		18,815,189.	21,297,911.

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT 12

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

GEOFFREY M. PARKINSON
C/O FOUNDATION SERVICES LLC, 640 WEST PUTNAM AVE THIRD FLOOR
GREENWICH, CT 06830

TELEPHONE NUMBER

(203) 629-8320

FORM AND CONTENT OF APPLICATIONS

THERE IS NO FORM OF APPLICATION. ALL INFORMATION REQUESTING ORGANIZATION
DEEMS APPROPRIATE SHOULD BE SUBMITTED.

ANY SUBMISSION DEADLINES

SUBMISSIONS WILL BE CONSIDERED WHEN RECEIVED

RESTRICTIONS AND LIMITATIONS ON AWARDS

NO RESTRICTIONS OTHER THAN THEY BE FOR QUALIFIED USES.