Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2012

Open to public Inspection

For calendar year 2012 or tax year beginning , and ending

Name of foundation
SAMANTHA, BECKY, MARK FOUNDATION
C/O THIRD ROCK VENTURES

A Employer identification number
26-3403705

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
29 NEWBURY ST. 3RD FLOOR

B Telephone number
617-292-8400

City or town, state, and ZIP code
BOSTON, MA 02116

C If exemption application is pending, check here ▶ ☐

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

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

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 9,210,569.

J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) *(Part I, column (d) must be on cash basis.)*

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))

	Line	Description	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received	31,480.		N/A	
	2	Check ▶ ☐ if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments	6,214.	6,214.		STATEMENT 1
	4	Dividends and interest from securities	250,792.	250,792.		STATEMENT 2
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	245,279.			
	b	Gross sales price for all assets on line 6a 2,697,059.				
	7	Capital gain net income (from Part IV, line 2)		245,279.		
	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	533,765.	502,285.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0.	0.		0.
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees STMT 3	368.	0.		0.
	b	Accounting fees STMT 4	31,112.	0.		0.
	c	Other professional fees STMT 5	53,126.	53,126.		0.
	17	Interest				
	18	Taxes STMT 6	8,760.	2,885.		375.
	19	Depreciation and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses STMT 7	64,339.	62,773.		0.
	24	**Total operating and administrative expenses.** Add lines 13 through 23	157,705.	118,784.		375.
	25	Contributions, gifts, grants paid	988,400.			988,400.
	26	**Total expenses and disbursements.** Add lines 24 and 25	1,146,105.	118,784.		988,775.
	27	Subtract line 26 from line 12				
	a	Excess of revenue over expenses and disbursements	-612,340.			
	b	**Net investment income** (if negative, enter -0-)		383,501.		
	c	**Adjusted net income** (if negative, enter -0-)			N/A	

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Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	1,865.	44,491.	45,753.
	2 Savings and temporary cash investments	155,874.	89,229.	89,229.
	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 STMT 8	3,588,327.	3,580,338.	3,701,071.
	b Investments - corporate stock STMT 9	1,834,547.	1,895,571.	2,394,239.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 10	3,188,140.	2,557,046.	2,979,693.
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶ STATEMENT 11)	10,846.	584.	584.
	16 **Total assets** (to be completed by all filers)	8,779,599.	8,167,259.	9,210,569.
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 ▶ ☐ 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 ▶ [X] and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg , and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	8,779,599.	8,167,259.	
	30 **Total net assets or fund balances**	8,779,599.	8,167,259.	
	31 **Total liabilities and net assets/fund balances**	8,779,599.	8,167,259.	

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	8,779,599.
2	Enter amount from Part I, line 27a	2	-612,340.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	8,167,259.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	8,167,259.

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	2,697,059.		2,451,780.	245,279.

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				245,279.

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** 245,279.

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	843,656.	9,894,420.	.085266
2010	801,579.	10,211,498.	.078498
2009	531,437.	10,221,978.	.051990
2008	100,000.	9,892,878.	.010108
2007			

2	**Total** of line 1, column (d)	2	.225862
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	.056466
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	9,115,782.
5	Multiply line 4 by line 3	5	514,732.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	3,835.
7	Add lines 5 and 6	7	518,567.
8	Enter qualifying distributions from Part XII, line 4	8	988,775.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1				
Date of ruling or determination letter ______ **(attach copy of letter if necessary-see instructions)**				
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☒ and enter 1% of Part I, line 27b			1	3,835.
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)				
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			2	0.
3 Add lines 1 and 2			3	3,835.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4	0.
5 **Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	3,835.
6 Credits/Payments				
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	4,959.		
b Exempt foreign organizations - tax withheld at source	6b			
c Tax paid with application for extension of time to file (Form 8868)	6c	4,500.		
d Backup withholding erroneously withheld	6d			
7 Total credits and payments Add lines 6a through 6d			7	9,459.
8 Enter any **penalty** for underpayment of estimated tax Check here ☒ 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	
10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	5,624.
11 Enter the amount of line 10 to be **Credited to 2013 estimated tax** ▶		5,624. **Refunded** ▶	11	0.

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?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?	1b		X
If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities			
c Did the foundation file **Form 1120-POL** for this year?	1c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ $ 0. (2) On foundation managers ▶ $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 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.*	2		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*	3		X
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		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?	6	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.*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ MA			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	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*	9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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

			Yes	No
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 ▶ ANDREW KYRIACOU Telephone no ▶617-292-8400
Located at ▶125 HIGH STREET, 16TH FLOOR, BOSTON, MA ZIP+4 ▶02110

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

			Yes	No
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes," enter the name of the foreign country ▶			

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

				Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.				
1a	During the year did the foundation (either directly or indirectly)				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	☐ Yes ☒ 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)?	N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
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

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 **5b**

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? 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? **6b** No: X

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? N/A **7b**

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

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

(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
MARK J. LEVIN C/O THIRD ROCK VENT., 29 NEWBURY ST BOSTON, MA 02116	TRUSTEE 2.00	0.	0.	0.
BECKY RUHMANN LEVIN C/O THIRD ROCK VENT., 29 NEWBURY ST BOSTON, MA 02116	TRUSTEE 2.00	0.	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

223551
12-05-12

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
GOLDMAN SACHS 125 HIGH STREET #1700, BOSTON, MA 02110	INVESTMENT SERVICES	53,126.
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 NONE	0.
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.

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	9,134,458.
b	Average of monthly cash balances	1b	120,143.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	9,254,601.
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	9,254,601.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	138,819.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	9,115,782.
6	**Minimum investment return.** Enter 5% of line 5	6	455,789.

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	455,789.
2a	Tax on investment income for 2012 from Part VI, line 5 — 2a: 3,835.		
b	Income tax for 2012 (This does not include the tax from Part VI) — 2b:		
c	Add lines 2a and 2b	2c	3,835.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	451,954.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	451,954.
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	451,954.

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	988,775.
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	988,775.
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	3,835.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	984,940.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				451,954.
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				
c From 2009				
d From 2010 268,981.				
e From 2011 358,503.				
f Total of lines 3a through e	627,484.			
4 Qualifying distributions for 2012 from Part XII, line 4. ▶ $ 988,775.				
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				451,954.
e Remaining amount distributed out of corpus	536,821.			
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	1,164,305.			
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	1,164,305.			
10 Analysis of line 9				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010 268,981.				
d Excess from 2011 358,503.				
e Excess from 2012 536,821.				

223581
12-05-12

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

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

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

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

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

1 **Information Regarding Foundation Managers:**

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

SEE STATEMENT 12

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

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient 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
a Paid during the year				
THE POSSIBLE PROJECT 16 BOARDMAN AVENUE MANCHESTER , MA 01944	N/A	501(C)(3)	GENERAL	950,000.
WRITE BOSTON 7 PALMER STREET ROXBURY , MA 02119	N/A	501(C)(3)	GENERAL	2,500.
PRIZE 4 LIFE, INC. 10 CAMBRIDGE CENTER CAMBRIDGE , MA 02142	N/A	501(C)(3)	GENERAL	7,500.
PERSONALIZED MEDICINE COALITION 1225 NEW YORK AVENUE, NW. SUITE 450 WASHINGTON , DC 20005	N/A	501(C)(3)	GENERAL	19,400.
BB&N ANNUAL FUND 80 GERRY'S LANDING ROAD CAMBRIDGE , MA 02138	N/A	501(C)(3)	GENERAL	6,500.
Total SEE CONTINUATION SHEET(S)			▶ 3a	988,400.
b Approved for future payment NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	(b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	(d) Amount	(e) Related or exempt function income
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	6,214.	
4 Dividends and interest from securities			14	250,792.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income			14		
8 Gain or (loss) from sales of assets other than inventory			14	245,279.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		502,285.	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 502,285.

(See worksheet in line 13 instructions to verify calculations.)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).

Part XVII 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

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

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 8/8/013 | Title TRUSTEE

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
WTAS LLC		8/1/13		P01052054

Firm's name ▶ WTAS LLC — Firm's EIN ▶ 33-1197384

Firm's address ▶ 125 HIGH STREET, 16TH FLOOR BOSTON, MA 02110 — Phone no (617) 292-8400

223622 12-05-12

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ **Attach to Form 990, Form 990-EZ, or Form 990-PF.**

OMB No 1545-0047

2012

Name of the organization
SAMANTHA, BECKY, MARK FOUNDATION
C/O THIRD ROCK VENTURES

Employer identification number
26-3403705

Organization type (check one):

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, $5,000 or more (in money or property) from any one contributor. *Complete Parts I and II.*

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than $1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of $5,000 or more during the year ▶ $ ____________

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on Part I, line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization	Employer identification number
SAMANTHA, BECKY, MARK FOUNDATION C/O THIRD ROCK VENTURES	26-3403705

Part I **Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	MARK LEVIN 16 BOARDMAN AVENUE MANCHESTER, MA 01944	$ 31,480.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)

Name of organization	Employer identification number
SAMANTHA, BECKY, MARK FOUNDATION C/O THIRD ROCK VENTURES	26-3403705

Part II **Noncash Property** (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

Name of organization

SAMANTHA, BECKY, MARK FOUNDATION
C/O THIRD ROCK VENTURES

Employer identification number

26-3403705

Part III *Exclusively* religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than $1,000 for the year. Complete columns (a) through (e) and the following line entry For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc, contributions of $1,000 or less for the year (Enter this information once) ▶ $

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

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	FHLB 4.625% 10/10/2012	P	12/02/08	10/10/12
b	GS #59664- SEE ATTACHMENT	P	VARIOUS	
c	GS #59659- SEE ATTACHMENT	P	VARIOUS	
d	GS #59659- SEE ATTACHMENT	P	VARIOUS	
e	GS #59658- SEE ATTACHMENT	P	VARIOUS	
f	GS #59658- SEE ATTACHMENT	P	VARIOUS	
g	GOLDMAN SACHS 59664 - FX LOSS	P	VARIOUS	
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	100,000.		100,000.	0.
b	1,004,124.		941,188.	62,936.
c	344,192.		339,146.	5,046.
d	466,731.		377,248.	89,483.
e	51,037.		39,709.	11,328.
f	264,402.		181,753.	82,649.
g	465,550.		472,736.	-7,186.
h	1,023.			1,023.
i				
j				
k				
l				
m				
n				
o				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a				0.
b				62,936.
c				5,046.
d				89,483.
e				11,328.
f				82,649.
g				-7,186.
h				1,023.
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	245,279.
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

REALIZED GAINS AND LOSSES

Supplemental Information - Consult your Form 1099 for tax reporting purposes

REALIZED GAIN AND LOSS SUMMARY

SHORT-TERM GAINS (LOSSES)		LONG-TERM GAINS (LOSSES)		ORDINARY GAINS (LOSSES)	
Net Covered Short-Term Gains (Losses)	0 00	Net Covered Long-Term Gains (Losses)	0 00	Net Ordinary Gains (Losses)	(7,185 97)
Net NonCovered Short-Term Gains (Losses)	0 00	Net NonCovered Long-Term Gains (Losses)	62,935 85		
Net 1099B Non Reportable Short-Term Gains (Losses)	0 00	Net 1099B Non Reportable Long-Term Gains (Losses)	0 00		
Net Miscellaneous Short-Term Gains (Losses)	0 00	Net Miscellaneous Long-Term Gains (Losses)	0 00	Net Miscellaneous Ordinary Gains (Losses)	0 00
Net Regulated Futures Contract Short-Term Gains (Losses)	0 00	Net Regulated Futures Contract Long-Term Gains (Losses)	0 00		
Total Short-Term Gains (Losses)	**0 00**	**Total Long-Term Gains (Losses)**	**62,935 85**	**Total Ordinary Gains (Losses)**	**(7,185 97)**

LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
NonCovered Long-Term Gains (Losses)							
FHLB 4 625% 10/10/2012 AO (3133XML66)	12/02/2008	01/04/2012	200,000 00	206,664 00	(11,440 63)	202,965 37	3,698 63
FHLB 4 875% 05/17/2017 MN (3133XKQX6)	12/10/2008	01/05/2012	200,000 00	237,236 00	(6,401 98)	212,978 02	24,257 98
FHLB 5 375% 05/18/2016 MN (3133XFJF4)	12/08/2008	01/05/2012	100,000 00	118,279 00	(4,094 10)	106,664 90	11,614 10
EKSPORTFINANS ASA LINKED TO ASIAN FX BASK VS USD 0% COUPON DUE JAN 2012 STRUCTURED NOTE (28264QU36)	12/01/2010	01/10/2012	50,000 00	48,815 63	0 00	50,000 00	(1,184 37)
RABOBANK NEDERLAND, UTRECHT LNKD TO ISHARES FTSE/CHINA 0% COUPON DUE 5/7/2012 STRUCTURED NOTE (21686C605)	10/12/2009	05/07/2012	100 00	100,000 00	0 00	100,000 00	0 00
FHLB 4 625% 10/10/2012 AO (3133XML66)	12/02/2008	06/06/2012	200,000 00	202,982 00	(13,071 44)	201,334 56	1,647 44
ISHARES TR-ISHARES MSCI EAFE INDEX FUND ETF (464287465)	12/01/2008	06/06/2012	625 00	29,980 57	0 00	24,506 25	5,474 32
ISHARES TR-ISHARES MSCI EAFE INDEX FUND ETF (464287465)	12/01/2008	09/14/2012	1,090 00	60,166 65	0 00	42,738 90	17,427 75
Net NonCovered Long-Term Gains (Losses)				**1,004,123.85**	**(35,008.15)**	**941,188.00**	**62,935.85**

ORDINARY GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds	Cost Basis [4]	Total Gain (Loss)
Ordinary Gains (Losses)						
CANADIAN DOLLAR (995500543)	12/01/2011	01/06/2012	1,250 00	1,217 46	1,232 09	(14 63)

[4] Basis may have been increased by accruals of market discount and/or original issue discount or decreased by premium amortization This increase or decrease of basis assumes the investor has elected to include market discount in income currently and/or amortize premium currently You should consult with your own tax advisor to determine your correct basis

[5] Sale Proceeds may have been adjusted by an option premium due to an option assignment

ORDINARY GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds	Cost Basis[4]	Total Gain (Loss)
Ordinary Gains (Losses)						
CANADIAN DOLLAR (995500543)	01/04/2012	01/06/2012	102,219 86	99,558 66	100,828 43	(1,269 77)
AUSTRALIAN DOLLAR (995500592)	01/04/2012	01/09/2012	0 42	0 43	0 44	(0 01)
AUSTRALIAN DOLLAR (995500592)	01/04/2012	01/09/2012	0 58	0 59	0 60	(0 01)
AUSTRALIAN DOLLAR (995500592)	12/30/2011	01/09/2012	5 00	5 12	5 13	(0 01)
AUSTRALIAN DOLLAR (995500592)	12/15/2011	01/09/2012	3,125 00	3,197 63	3,098 69	98 94
AUSTRALIAN DOLLAR (995500592)	01/04/2012	01/09/2012	107,588 58	110,088 94	111,278 87	(1,189 93)
KINGDOM OF SWEDEN (NO 1046) 5 5% 10/08/2012 SEK SER 1046 SR LIEN (9FI50B475)	11/03/2011	10/08/2012	200,000 00	30,171 87	30,489 48	(317 61)
KINGDOM OF SWEDEN (NO 1046) 5 5% 10/08/2012 SEK SER 1046 SR LIEN (9FI50B475)	07/29/2011	10/08/2012	600,000 00	90,515 62	94,580 79	(4,065 17)
SWEDISH KRONA (995500709)	05/31/2012	10/15/2012	26 00	3 91	3 58	0 33
SWEDISH KRONA (995500709)	09/28/2012	10/15/2012	27 00	4 05	4 11	(0 06)
SWEDISH KRONA (995500709)	08/31/2012	10/15/2012	35 00	5 25	5 28	(0 03)
SWEDISH KRONA (995500709)	06/29/2012	10/15/2012	35 00	5 26	5 07	0 19
SWEDISH KRONA (995500709)	07/31/2012	10/15/2012	40 00	6 00	5 89	0 11
SWEDISH KRONA (995500709)	05/07/2012	10/15/2012	40,500 00	6,081 96	5,939 39	142 57
SWEDISH KRONA (995500709)	10/08/2012	10/15/2012	44,000 00	6,607 56	6,637 81	(30 25)
SWEDISH KRONA (995500709)	10/08/2012	10/15/2012	786,297 00	118,079 64	118,620 27	(540 63)
Net Ordinary Gains (Losses)				**465,549.95**	**472,735.92**	**(7,185.97)**

[4] Basis may have been increased by accruals of market discount and/or original issue discount or decreased by premium amortization This increase or decrease of basis assumes the investor has elected to include market discount in income currently and/or amortize premium currently You should consult with your own tax advisor to determine your correct basis

REALIZED GAINS AND LOSSES

Supplemental Information - Consult your Form 1099 for tax reporting purposes

REALIZED GAIN AND LOSS SUMMARY

SHORT-TERM GAINS (LOSSES)		LONG-TERM GAINS (LOSSES)		ORDINARY GAINS (LOSSES)	
Net Covered Short-Term Gains (Losses)	5,046 40	Net Covered Long-Term Gains (Losses)	29,506 07	Net Ordinary Gains (Losses)	0 00
Net NonCovered Short-Term Gains (Losses)	0 00	Net NonCovered Long-Term Gains (Losses)	59,976 76		
Net 1099B Non Reportable Short-Term Gains (Losses)	0 00	Net 1099B Non Reportable Long-Term Gains (Losses)	0 00		
Net Miscellaneous Short-Term Gains (Losses)	0 00	Net Miscellaneous Long-Term Gains (Losses)	0 00	Net Miscellaneous Ordinary Gains (Losses)	0 00
Net Regulated Futures Contract Short-Term Gains (Losses)	0 00	Net Regulated Futures Contract Long-Term Gains (Losses)	0 00		
Total Short-Term Gains (Losses)	**5,046 40**	**Total Long-Term Gains (Losses)**	**89,482 83**	**Total Ordinary Gains (Losses)**	**0 00**

SHORT-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds[5]	Total accretion (Amortization)	Cost Basis[4]	Total Gain (Loss)
Covered Short-Term Gains (Losses)							
STARBUCKS CORP CMN (855244109)	08/10/2011	01/13/2012	123 00	5,805 75	0 00	4,350 93	1,454 82
TIFFANY & CO CMN (886547108)	12/27/2011	01/18/2012	53 00	3,190 63	0 00	3,571 77	(381 14)
TIFFANY & CO CMN (886547108)	12/28/2011	01/18/2012	115 00	6,923 06	0 00	7,689 37	(766 31)
STARBUCKS CORP CMN (855244109)	08/10/2011	01/23/2012	23 00	1,086 09	0 00	813 59	272 50
STARBUCKS CORP CMN (855244109)	08/11/2011	01/23/2012	73 00	3,447 15	0 00	2,683 49	763 66
YUM BRANDS, INC CMN (988498101)	08/10/2011	01/23/2012	1 00	62 01	0 00	49 03	12 98
YUM BRANDS, INC CMN (988498101)	08/03/2011	01/23/2012	76 00	4,713 04	0 00	3,837 54	875 50
ROVI CORPORATION CMN (779376102)	05/12/2011	01/24/2012	57 00	1,700 31	0 00	3,367 28	(1,666 97)
ROVI CORPORATION CMN (779376102)	02/28/2011	01/24/2012	62 00	1,849 46	0 00	3,440 55	(1,591 09)
NESTLE SA SPONSORED ADR (REP 1/20 CHF 10 REGD SHS) (641069406)	09/23/2011	01/26/2012	97 00	5,633 05	0 00	5,222 38	410 67
NIKE CLASS-B CMN CLASS B (654106103)	06/28/2011	02/02/2012	46 00	4,736 64	0 00	4,019 68	716 96
STARBUCKS CORP CMN (855244109)	08/11/2011	02/02/2012	112 00	5,326 39	0 00	4,117 13	1,209 26
YUM BRANDS, INC CMN (988498101)	08/10/2011	02/02/2012	75 00	4,781 02	0 00	3,677 25	1,103 77
STARBUCKS CORP CMN (855244109)	08/11/2011	02/03/2012	95 00	4,591 51	0 00	3,492 21	1,099 30
3M COMPANY CMN (88579Y101)	04/26/2011	02/08/2012	17 00	1,494 24	0 00	1,618 16	(123 92)
3M COMPANY CMN (88579Y101)	03/28/2011	02/08/2012	68 00	5,976 96	0 00	6,292 48	(315 52)

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[5] Sale Proceeds may have been adjusted by an option premium due to an option assignment

REALIZED GAINS AND LOSSES (Continued)

Supplemental Information - Consult your Form 1099 for tax reporting purposes

SHORT-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
Covered Short-Term Gains (Losses)							
3M COMPANY CMN (88579Y101)	04/26/2011	02/10/2012	22 00	1,915 69	0 00	2,094 08	(178 39)
3M COMPANY CMN (88579Y101)	05/11/2011	02/10/2012	33 00	2,873 54	0 00	3,149 67	(276 13)
EXPEDITORS INTL WASH INC CMN (302130109)	04/18/2011	02/29/2012	45 00	1,917 77	0 00	2,278 69	(360 92)
EXPEDITORS INTL WASH INC CMN (302130109)	05/11/2011	03/01/2012	41 00	1,806 19	0 00	2,213 53	(407 34)
EXPEDITORS INTL WASH INC CMN (302130109)	04/18/2011	03/01/2012	68 00	2,995 63	0 00	3,443 35	(447 72)
EXPEDITORS INTL WASH INC CMN (302130109)	05/11/2011	03/06/2012	50 00	2,176 49	0 00	2,699 42	(522 93)
EXPEDITORS INTL WASH INC CMN (302130109)	05/19/2011	03/06/2012	65 00	2,829 44	0 00	3,465 41	(635 97)
NIKE CLASS-B CMN CLASS B (654106103)	06/28/2011	03/23/2012	9 00	964 74	0 00	786 46	178 28
NIKE CLASS-B CMN CLASS B (654106103)	08/19/2011	03/23/2012	45 00	4,823 68	0 00	3,548 19	1,275 49
NIKE CLASS-B CMN CLASS B (654106103)	08/17/2011	03/23/2012	53 00	5,681 23	0 00	4,350 58	1,330 65
NIKE CLASS-B CMN CLASS B (654106103)	08/10/2011	03/23/2012	101 00	10,826 49	0 00	8,270 20	2,556 29
BAKER HUGHES INC CMN (057224107)	05/11/2011	03/28/2012	51 00	2,080 84	0 00	3,548 71	(1,467 87)
BAKER HUGHES INC CMN (057224107)	01/26/2012	03/28/2012	92 00	3,753 67	0 00	4,423 20	(669 53)
BAKER HUGHES INC CMN (057224107)	04/08/2011	03/28/2012	100 00	4,080 08	0 00	7,230 28	(3,150 20)
COGNIZANT TECHNOLOGY SOLUTIONS CORP CLASS A (192446102)	08/03/2011	04/19/2012	19 00	1,377 65	0 00	1,369 96	7 69
LAS VEGAS SANDS CORP CMN (517834107)	09/22/2011	04/19/2012	23 00	1,376 28	0 00	1,036 57	339 71
MONSANTO COMPANY CMN (61166W101)	11/21/2011	04/19/2012	14 00	1,075 45	0 00	992 59	82 86
PHILIP MORRIS INTL INC CMN (718172109)	09/07/2011	04/26/2012	15 00	1,319 37	0 00	1,032 20	287 17
STARBUCKS CORP CMN (855244109)	08/11/2011	04/27/2012	12 00	686 84	0 00	441 12	245 72
STARBUCKS CORP CMN (855244109)	08/18/2011	04/27/2012	106 00	6,067 08	0 00	3,631 11	2,435 97
STARBUCKS CORP CMN (855244109)	08/19/2011	04/27/2012	185 00	10,588 77	0 00	6,500 77	4,088 00
PRAXAIR, INC CMN SERIES (74005P104)	07/29/2011	06/05/2012	61 00	6,263 10	0 00	6,348 96	(85 86)
AMERICAN EXPRESS CO CMN (025816109)	03/28/2012	06/06/2012	16 00	882 70	0 00	939 73	(57 03)
AMERICAN EXPRESS CO CMN (025816109) Disallowed Loss							57 03

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[5] Sale Proceeds may have been adjusted by an option premium due to an option assignment

SHORT-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
Covered Short-Term Gains (Losses)							
BAIDU, INC SPONSORED ADR CMN (056752108)	01/11/2012	06/06/2012	8 00	963 25	0 00	1,023 94	(60 69)
COGNIZANT TECHNOLOGY SOLUTIONS CORP CLASS A (192446102)	08/03/2011	06/06/2012	22 00	1,328 11	0 00	1,586 27	(258 16)
COGNIZANT TECHNOLOGY SOLUTIONS CORP CLASS A (192446102) Disallowed Loss							258 16
ECOLAB INC CMN (278865100)	02/08/2012	06/06/2012	14 00	897 65	0 00	863 68	33 97
EMC CORPORATION MASS CMN (268648102)	01/23/2012	06/06/2012	32 00	775 35	0 00	746 75	28 60
FAMILY DOLLAR STORES INC CMN (307000109)	01/13/2012	06/06/2012	15 00	1,018 62	0 00	806 06	212 56
LAS VEGAS SANDS CORP CMN (517834107)	09/22/2011	06/06/2012	28 00	1,308 41	0 00	1,261 91	46 50
MONSANTO COMPANY CMN (61166W101)	11/21/2011	06/06/2012	18 00	1,420 88	0 00	1,276 19	144 69
PHILIP MORRIS INTL INC CMN (718172109)	09/07/2011	06/06/2012	12 00	985 53	0 00	825 76	159 77
PRAXAIR, INC CMN SERIES (74005P104)	07/29/2011	06/06/2012	6 00	622 00	0 00	624 49	(2 49)
WALT DISNEY COMPANY (THE) CMN (254687106)	03/23/2012	06/06/2012	19 00	865 05	0 00	828 74	36 31
YUM BRANDS, INC CMN (988498101)	08/10/2011	06/06/2012	15 00	1,011 27	0 00	735 45	275 82
FRANKLIN RESOURCES INC CMN (354613101)	02/02/2012	06/21/2012	40 00	4,224 85	0 00	4,510 27	(285 42)
FRANKLIN RESOURCES INC CMN (354613101)	01/26/2012	06/21/2012	51 00	5,386 69	0 00	5,449 76	(63 07)
AMERICAN EXPRESS CO CMN (025816109)	03/28/2012	07/19/2012	134 00	7,526 74	0 00	7,870 21	(343 47)
AMERICAN EXPRESS CO CMN (025816109) Disallowed Loss							212 74
COGNIZANT TECHNOLOGY SOLUTIONS CORP CLASS A (192446102)	08/03/2011	07/23/2012	22 00	1,240 26	0 00	1,549 13	(308 87)
COGNIZANT TECHNOLOGY SOLUTIONS CORP CLASS A (192446102)	08/10/2011	07/23/2012	85 00	4,791 89	0 00	5,357 59	(565 70)
COGNIZANT TECHNOLOGY SOLUTIONS CORP CLASS A (192446102)	08/03/2011	07/23/2012	121 00	6,821 41	0 00	8,724 50	(1,903 09)
COGNIZANT TECHNOLOGY SOLUTIONS CORP CLASS A (192446102)	08/17/2011	07/26/2012	24 00	1,366 44	0 00	1,483 08	(116 64)
COGNIZANT TECHNOLOGY SOLUTIONS CORP CLASS A (192446102)	08/10/2011	07/26/2012	82 00	4,668 65	0 00	5,168 50	(499 85)
AMERICAN EXPRESS CO CMN (025816109)	04/12/2012	08/03/2012	16 00	921 73	0 00	973 68	(51 95)
AMERICAN EXPRESS CO CMN (025816109)	04/19/2012	08/03/2012	32 00	1,843 47	0 00	1,839 58	3 89
AMERICAN EXPRESS CO CMN (025816109)	03/28/2012	08/03/2012	79 00	4,551 05	0 00	4,639 90	(88 85)

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[5] Sale Proceeds may have been adjusted by an option premium due to an option assignment

REALIZED GAINS AND LOSSES (Continued)

Supplemental Information - Consult your Form 1099 for tax reporting purposes

SHORT-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
Covered Short-Term Gains (Losses)							
AMERICAN EXPRESS CO CMN (025816109)	03/28/2012	08/03/2012	83 00	4,781 48	0 00	4,967 89	(186 41)
AMERICAN EXPRESS CO CMN (025816109)	04/02/2012	08/03/2012	136 00	7,834 72	0 00	7,899 40	(64 68)
AMERICAN EXPRESS CO CMN (025816109)	04/19/2012	08/06/2012	77 00	4,419 69	0 00	4,426 48	(6 79)
AMERICAN EXPRESS CO CMN (025816109)	04/27/2012	08/06/2012	135 00	7,748 82	0 00	8,222 16	(473 34)
BAIDU, INC SPONSORED ADR CMN (056752108)	04/25/2012	08/23/2012	39 00	4,450 54	0 00	5,107 14	(656 60)
BAIDU, INC SPONSORED ADR CMN (056752108)	01/19/2012	08/23/2012	40 00	4,564 66	0 00	4,963 41	(398 75)
BAIDU, INC SPONSORED ADR CMN (056752108)	01/20/2012	08/23/2012	41 00	4,678 78	0 00	5,067 50	(388 72)
BAIDU, INC SPONSORED ADR CMN (056752108)	01/11/2012	08/23/2012	47 00	5,363 47	0 00	6,015 63	(652 16)
BAIDU, INC SPONSORED ADR CMN (056752108)	01/12/2012	08/23/2012	53 00	6,048 17	0 00	6,796 12	(747 95)
BAIDU, INC SPONSORED ADR CMN (056752108)	07/24/2012	08/23/2012	55 00	6,276 41	0 00	6,438 78	(162 37)
WALT DISNEY COMPANY (THE) CMN (254687106)	03/23/2012	10/18/2012	94 00	4,938 65	0 00	4,100 10	838 55
EMC CORPORATION MASS CMN (268648102)	01/24/2012	10/26/2012	387 00	9,268 71	0 00	9,606 69	(337 98)
EMC CORPORATION MASS CMN (268648102)	01/23/2012	10/26/2012	472 00	11,304 48	0 00	11,014 50	289 98
EMC CORPORATION MASS CMN (268648102)	01/24/2012	11/01/2012	88 00	2,216 65	0 00	2,184 47	32 18
EMC CORPORATION MASS CMN (268648102)	04/27/2012	11/01/2012	248 00	6,246 93	0 00	7,077 75	(830 82)
STARBUCKS CORP CMN (855244109)	08/01/2012	11/28/2012	24 00	1,204 29	0 00	1,060 24	144 05
WALT DISNEY COMPANY (THE) CMN (254687106)	03/26/2012	11/28/2012	16 00	777 20	0 00	707 96	69 24
WALT DISNEY COMPANY (THE) CMN (254687106)	03/23/2012	11/28/2012	85 00	4,128 89	0 00	3,707 54	421 35
UNILEVER N V NY SHS (NEW) ADR CMN (904784709)	10/05/2012	12/04/2012	91 00	3,470 96	0 00	3,327 86	143 10
UNILEVER N V NY SHS (NEW) ADR CMN (904784709)	10/04/2012	12/04/2012	180 00	6,865 63	0 00	6,510 22	355 41
UNILEVER N V NY SHS (NEW) ADR CMN (904784709)	10/05/2012	12/06/2012	88 00	3,324 22	0 00	3,218 15	106 07
UNILEVER N V NY SHS (NEW) ADR CMN (904784709)	10/11/2012	12/06/2012	245 00	9,254 93	0 00	8,833 13	421 80
WALT DISNEY COMPANY (THE) CMN (254687106)	03/27/2012	12/17/2012	134 00	6,558 11	0 00	5,925 30	632 81
WALT DISNEY COMPANY (THE) CMN (254687106)	03/26/2012	12/17/2012	179 00	8,760 45	0 00	7,920 28	840 17
WALT DISNEY COMPANY (THE) CMN (254687106)	03/27/2012	12/21/2012	76 00	3,804 24	0 00	3,360 62	443 62

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SHORT-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
Covered Short-Term Gains (Losses)							
WALT DISNEY COMPANY (THE) CMN (254687106)	05/09/2012	12/21/2012	129 00	6,457 18	0 00	5,801 17	656 01
YUM BRANDS, INC CMN (988498101)	06/14/2012	12/21/2012	82 00	5,224 19	0 00	5,262 26	(38 07)
YUM BRANDS, INC CMN (988498101) Disallowed Loss							32 50
Net Covered Short-Term Disallowed Losses							**560.43**
Net Covered Short-Term Gains (Losses)				**344,191.78**	**0.00**	**339,705.81**	**5,046.40**

LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
Covered Long-Term Gains (Losses)							
ROVI CORPORATION CMN (779376102)	01/06/2011	01/19/2012	7 00	208 40	0 00	451 09	(242 69)
ROVI CORPORATION CMN (779376102)	01/04/2011	01/19/2012	115 00	3,423 60	0 00	7,268 48	(3,844 88)
ROVI CORPORATION CMN (779376102)	01/06/2011	01/24/2012	35 00	1,044 05	0 00	2,255 43	(1,211 38)
BAKER HUGHES INC CMN (057224107)	01/25/2011	03/28/2012	130 00	5,304 10	0 00	7,982 14	(2,678 04)
GENERAL ELECTRIC CO CMN (369604103)	01/28/2011	04/19/2012	72 00	1,377 32	0 00	1,459 03	(81 71)
VISA INC CMN CLASS A (92826C839)	03/01/2011	04/19/2012	8 00	971 89	0 00	593 92	377 97
DISCOVERY COMMUNICATIONS, INC CMN SERIES A (25470F104)	01/07/2011	04/26/2012	24 00	1,262 85	0 00	961 03	301 82
DOLLAR GENERAL CORPORATION CMN (256677105)	04/06/2011	04/26/2012	31 00	1,451 07	0 00	1,003 40	447 67
FRANKLIN RESOURCES INC CMN (354613101)	02/08/2011	04/26/2012	10 00	1,246 87	0 00	1,263 14	(16 27)
NETAPP, INC CMN (64110D104)	03/10/2011	04/26/2012	116 00	4,557 27	0 00	5,629 25	(1,071 98)
VISA INC CMN CLASS A (92826C839)	03/01/2011	04/26/2012	10 00	1,219 17	0 00	742 40	476 77
DISCOVERY COMMUNICATIONS, INC CMN SERIES A (25470F104)	01/07/2011	06/06/2012	9 00	451 16	0 00	360 39	90 77
DOLLAR GENERAL CORPORATION CMN (256677105)	04/06/2011	06/06/2012	29 00	1,408 20	0 00	938 66	469 54
GENERAL ELECTRIC CO CMN (369604103)	01/28/2011	06/06/2012	65 00	1,210 27	0 00	1,317 18	(106 91)
VISA INC CMN CLASS A (92826C839)	03/01/2011	06/06/2012	14 00	1,626 21	0 00	1,039 36	586 85

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LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
Covered Long-Term Gains (Losses)							
FRANKLIN RESOURCES INC CMN (354613101)	02/08/2011	06/21/2012	80 00	8,449 71	0 00	10,105 13	(1,655 42)
FRANKLIN RESOURCES INC CMN (354613101)	02/09/2011	06/21/2012	96 00	10,139 65	0 00	12,048 57	(1,908 92)
VISA INC CMN CLASS A (92826C839)	03/01/2011	08/01/2012	101 00	12,913 97	0 00	7,498 20	5,415 77
VISA INC CMN CLASS A (92826C839)	03/01/2011	08/07/2012	29 00	3,768 92	0 00	2,152 95	1,615 97
VISA INC CMN CLASS A (92826C839)	03/07/2011	08/07/2012	63 00	8,187 65	0 00	4,704 19	3,483 46
VISA INC CMN CLASS A (92826C839)	03/07/2011	08/09/2012	13 00	1,663 97	0 00	970 71	693 26
VISA INC CMN CLASS A (92826C839)	03/30/2011	08/09/2012	16 00	2,047 95	0 00	1,199 26	848 69
VISA INC CMN CLASS A (92826C839)	03/24/2011	08/09/2012	77 00	9,855 78	0 00	5,566 81	4,288 97
PRICELINE COM INC CMN (741503403)	08/19/2011	08/31/2012	19 00	11,471 45	0 00	8,553 88	2,917 57
F5 NETWORKS INC CMN (315616102)	03/21/2011	09/11/2012	12 00	1,151 83	0 00	1,148 22	3 61
F5 NETWORKS INC CMN (315616102)	03/21/2011	09/12/2012	24 00	2,332 23	0 00	2,296 43	35 80
F5 NETWORKS INC CMN (315616102)	04/27/2011	09/12/2012	32 00	3,109 64	0 00	3,388 98	(279 34)
F5 NETWORKS INC CMN (315616102)	05/11/2011	09/12/2012	35 00	3,401 17	0 00	3,631 24	(230 07)
PHILIP MORRIS INTL INC CMN (718172109)	09/07/2011	10/10/2012	111 00	10,176 34	0 00	7,638 28	2,538 06
PHILIP MORRIS INTL INC CMN (718172109)	09/07/2011	10/15/2012	70 00	6,448 58	0 00	4,816 93	1,631 65
PHILIP MORRIS INTL INC CMN (718172109)	09/07/2011	10/17/2012	28 00	2,578 15	0 00	1,926 77	651 38
PHILIP MORRIS INTL INC CMN (718172109)	09/09/2011	10/17/2012	38 00	3,498 92	0 00	2,514 76	984 16
DISCOVERY COMMUNICATIONS, INC CMN SERIES A (25470F104)	01/07/2011	10/23/2012	35 00	2,085 56	0 00	1,401 50	684 06
PRAXAIR, INC CMN SERIES (74005P104)	07/29/2011	11/05/2012	49 00	5,336 34	0 00	5,099 98	236 36
PRAXAIR, INC CMN SERIES (74005P104)	08/11/2011	11/05/2012	55 00	5,989 77	0 00	5,246 09	743 68
COGNIZANT TECHNOLOGY SOLUTIONS CORP CLASS A (192446102)	08/17/2011	11/07/2012	43 00	2,872 15	0 00	2,657 18	214 97
COGNIZANT TECHNOLOGY SOLUTIONS CORP CLASS A (192446102)	08/18/2011	11/07/2012	93 00	6,211 84	0 00	5,081 41	1,130 43
PRAXAIR, INC CMN SERIES (74005P104)	08/11/2011	11/09/2012	50 00	5,383 44	0 00	4,769 17	614 27
PRAXAIR, INC CMN SERIES (74005P104)	08/12/2011	11/09/2012	52 00	5,598 78	0 00	5,135 03	463 75
COGNIZANT TECHNOLOGY SOLUTIONS CORP CLASS A (192446102)	08/18/2011	11/28/2012	10 00	648 19	0 00	546 39	101 80

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[5] Sale Proceeds may have been adjusted by an option premium due to an option assignment

LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
Covered Long-Term Gains (Losses)							
COGNIZANT TECHNOLOGY SOLUTIONS CORP CLASS A (192446102)	08/19/2011	11/28/2012	10 00	648 19	0 00	547 91	100 28
DOLLAR GENERAL CORPORATION CMN (256677105)	04/06/2011	11/28/2012	25 00	1,238 72	0 00	809 19	429 53
PHILIP MORRIS INTL INC CMN (718172109)	09/09/2011	11/28/2012	14 00	1,241 49	0 00	926 49	315 00
YUM BRANDS, INC CMN (988498101)	08/10/2011	11/28/2012	18 00	1,327 83	0 00	882 54	445 29
PHILIP MORRIS INTL INC CMN (718172109)	09/09/2011	12/07/2012	12 00	1,071 97	0 00	794 14	277 83
PHILIP MORRIS INTL INC CMN (718172109)	09/12/2011	12/07/2012	24 00	2,143 93	0 00	1,563 56	580 37
PHILIP MORRIS INTL INC CMN (718172109)	09/14/2011	12/11/2012	21 00	1,872 08	0 00	1,429 38	442 70
PHILIP MORRIS INTL INC CMN (718172109)	09/12/2011	12/11/2012	40 00	3,565 88	0 00	2,605 94	959 94
PHILIP MORRIS INTL INC CMN (718172109)	09/19/2011	12/19/2012	76 00	6,439 39	0 00	5,169 25	1,270 14
PHILIP MORRIS INTL INC CMN (718172109)	09/14/2011	12/19/2012	93 00	7,879 78	0 00	6,330 13	1,549 65
YUM BRANDS, INC CMN (988498101)	08/19/2011	12/20/2012	38 00	2,516 26	0 00	1,884 07	632 19
YUM BRANDS, INC CMN (988498101)	08/10/2011	12/20/2012	65 00	4,304 13	0 00	3,186 95	1,117 18
YUM BRANDS, INC CMN (988498101)	08/17/2011	12/20/2012	80 00	5,297 39	0 00	4,074 03	1,223 36
YUM BRANDS, INC CMN (988498101)	08/19/2011	12/21/2012	102 00	6,498 39	0 00	5,057 23	1,441 16
Net Covered Long-Term Gains (Losses)				**208,129.84**	**0.00**	**178,623.77**	**29,506.07**
NonCovered Long-Term Gains (Losses)							
3M COMPANY CMN (88579Y101)	08/12/2010	01/11/2012	101 00	8,432 17	0 00	8,531 06	(98 89)
3M COMPANY CMN (88579Y101)	08/12/2010	01/12/2012	14 00	1,176 50	0 00	1,182 52	(6 02)
3M COMPANY CMN (88579Y101)	08/24/2010	01/12/2012	66 00	5,546 37	0 00	5,307 23	239 14
ROVI CORPORATION CMN (779376102)	12/23/2010	01/19/2012	33 00	982 42	0 00	1,856 97	(874 55)
NESTLE SA SPONSORED ADR (REP 1/20 CHF 10 REGD SHS) (641069406)	10/22/2010	01/23/2012	32 00	1,829 43	0 00	1,749 50	79 93
NESTLE SA SPONSORED ADR (REP 1/20 CHF 10 REGD SHS) (641069406)	07/06/2010	01/23/2012	82 00	4,687 90	0 00	3,945 69	742 21
NESTLE SA SPONSORED ADR (REP 1/20 CHF 10 REGD SHS) (641069406)	08/25/2010	01/23/2012	88 00	5,030 92	0 00	4,450 39	580 53
NESTLE SA SPONSORED ADR (REP 1/20 CHF 10 REGD SHS) (641069406)	06/28/2010	01/23/2012	117 00	6,688 84	0 00	5,706 07	982 77

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[5] Sale Proceeds may have been adjusted by an option premium due to an option assignment

REALIZED GAINS AND LOSSES (Continued)

Supplemental Information - Consult your Form 1099 for tax reporting purposes

LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
NonCovered Long-Term Gains (Losses)							
3M COMPANY CMN (88579Y101)	10/28/2010	01/24/2012	11 00	940 55	0 00	931 48	9 07
3M COMPANY CMN (88579Y101)	08/24/2010	01/24/2012	53 00	4,531 74	0 00	4,261 87	269 87
3M COMPANY CMN (88579Y101)	09/14/2010	01/24/2012	74 00	6,327 34	0 00	6,276 07	51 27
NESTLE SA SPONSORED ADR (REP 1/20 CHF 10 REGD SHS) (641069406)	10/22/2010	01/26/2012	107 00	6,213 78	0 00	5,849 88	363 90
EXPEDITORS INTL WASH INC CMN (302130109)	02/26/2010	02/03/2012	40 00	1,773 43	0 00	1,460 28	313 15
EXPEDITORS INTL WASH INC CMN (302130109)	03/08/2010	02/03/2012	146 00	6,472 99	0 00	5,344 82	1,128 17
3M COMPANY CMN (88579Y101)	10/28/2010	02/08/2012	52 00	4,570 61	0 00	4,403 34	167 27
EXPEDITORS INTL WASH INC CMN (302130109)	03/08/2010	02/15/2012	8 00	346 87	0 00	292 87	54 00
EXPEDITORS INTL WASH INC CMN (302130109)	03/19/2010	02/15/2012	239 00	10,362 65	0 00	9,224 66	1,137 99
EXPEDITORS INTL WASH INC CMN (302130109)	03/19/2010	02/27/2012	11 00	476 52	0 00	424 57	51 95
EXPEDITORS INTL WASH INC CMN (302130109)	04/15/2010	02/27/2012	95 00	4,115 34	0 00	3,779 00	336 34
EXPEDITORS INTL WASH INC CMN (302130109)	04/15/2010	02/29/2012	51 00	2,173 47	0 00	2,028 73	144 74
BAKER HUGHES INC CMN (057224107)	12/03/2010	03/27/2012	85 00	3,582 65	0 00	4,620 74	(1,038 09)
BAKER HUGHES INC CMN (057224107)	11/16/2010	03/27/2012	139 00	5,858 69	0 00	6,552 85	(694 16)
BAKER HUGHES INC CMN (057224107)	11/10/2010	03/27/2012	180 00	7,586 79	0 00	9,026 41	(1,439 62)
BAKER HUGHES INC CMN (057224107)	12/03/2010	03/28/2012	29 00	1,183 22	0 00	1,576 49	(393 27)
F5 NETWORKS INC CMN (315616102)	04/23/2010	04/17/2012	15 00	1,868 18	0 00	1,076 59	791 59
F5 NETWORKS INC CMN (315616102)	05/03/2010	04/17/2012	19 00	2,366 36	0 00	1,330 98	1,035 38
F5 NETWORKS INC CMN (315616102)	04/27/2010	04/17/2012	75 00	9,340 90	0 00	5,226 81	4,114 09
APPLE, INC CMN (037833100)	01/15/2009	04/19/2012	2 00	1,193 03	0 00	162 74	1,030 29
CELGENE CORPORATION CMN (151020104)	02/03/2009	04/19/2012	16 00	1,261 41	0 00	851 98	409 43
GOOGLE, INC CMN CLASS A (38259P508)	06/02/2009	04/19/2012	2 00	1,210 79	0 00	850 80	359 99
INTUITIVE SURGICAL, INC CMN (46120E602)	07/22/2010	04/19/2012	2 00	1,174 57	0 00	626 18	548 39
NETAPP, INC CMN (64110D104)	10/08/2009	04/19/2012	8 00	317 28	0 00	219 51	97 77
NETAPP, INC CMN (64110D104)	10/20/2009	04/19/2012	26 00	1,031 13	0 00	746 85	284 28

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[5] Sale Proceeds may have been adjusted by an option premium due to an option assignment

LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
NonCovered Long-Term Gains (Losses)							
SABMILLER PLC SPONSORED ADR (78572M105)	05/24/2010	04/19/2012	30 00	1,267 77	0 00	828 18	439 59
SCHLUMBERGER LTD CMN (806857108)	03/29/2010	04/19/2012	19 00	1,337 00	0 00	1,197 26	139 74
SHIRE LIMITED SPONSORED ADR CMN (82481R106)	11/01/2010	04/19/2012	9 00	867 58	0 00	638 49	229 09
ALLERGAN INC CMN (018490102)	03/25/2010	04/26/2012	14 00	1,341 86	0 00	899 91	441 95
APPLE, INC CMN (037833100)	01/15/2009	04/26/2012	3 00	1,812 88	0 00	244 11	1,568 77
INTUITIVE SURGICAL, INC CMN (46120E602)	07/22/2010	04/26/2012	2 00	1,142 59	0 00	626 18	516 41
NETAPP, INC CMN (64110D104)	11/03/2009	04/26/2012	53 00	2,082 20	0 00	1,448 49	633 71
NETAPP, INC CMN (64110D104)	02/08/2010	04/26/2012	153 00	6,010 88	0 00	4,715 57	1,295 31
NETAPP, INC CMN (64110D104)	10/20/2009	04/26/2012	186 00	7,307 35	0 00	5,342 82	1,964 53
NETAPP, INC CMN (64110D104)	03/04/2010	04/26/2012	194 00	7,621 64	0 00	6,086 77	1,534 87
PRICELINE COM INC CMN (741503403)	03/25/2010	04/26/2012	2 00	1,442 40	0 00	509 20	933 20
SHIRE LIMITED SPONSORED ADR CMN (82481R106)	11/01/2010	04/26/2012	11 00	1,091 28	0 00	780 37	310 91
TENCENT HOLDINGS LIMITED UNSPONSORED ADR CMN (88032Q109)	10/29/2010	04/26/2012	44 00	1,319 98	0 00	1,020 26	299 72
PRICELINE COM INC CMN (741503403)	03/25/2010	05/31/2012	19 00	11,789 59	0 00	4,837 40	6,952 19
ALLERGAN INC CMN (018490102)	03/25/2010	06/06/2012	16 00	1,453 56	0 00	1,028 47	425 09
APPLE, INC CMN (037833100)	01/15/2009	06/06/2012	6 00	3,434 38	0 00	488 22	2,946 16
CELGENE CORPORATION CMN (151020104)	02/03/2009	06/06/2012	32 00	2,088 91	0 00	1,703 96	384 95
F5 NETWORKS INC CMN (315616102)	05/03/2010	06/06/2012	9 00	929 41	0 00	630 47	298 94
PRICELINE COM INC CMN (741503403)	03/25/2010	06/06/2012	1 00	634 03	0 00	254 60	379 43
SABMILLER PLC SPONSORED ADR (78572M105)	05/24/2010	06/06/2012	11 00	420 75	0 00	303 67	117 08
SCHLUMBERGER LTD CMN (806857108)	03/29/2010	06/06/2012	14 00	904 65	0 00	882 19	22 46
SHIRE LIMITED SPONSORED ADR CMN (82481R106)	11/01/2010	06/06/2012	10 00	868 78	0 00	709 43	159 35
TENCENT HOLDINGS LIMITED UNSPONSORED ADR CMN (88032Q109)	10/29/2010	06/06/2012	19 00	533 89	0 00	440 57	93 32
PRICELINE COM INC CMN (741503403)	03/25/2010	06/14/2012	10 00	6,439 10	0 00	2,546 00	3,893 10
PRICELINE COM INC CMN (741503403)	05/14/2010	06/19/2012	6 00	4,072 84	0 00	1,227 90	2,844 94

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LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
NonCovered Long-Term Gains (Losses)							
PRICELINE COM INC CMN (741503403)	03/25/2010	06/19/2012	8 00	5,430 46	0 00	2,036 80	3,393 66
PRICELINE COM INC CMN (741503403)	05/14/2010	07/19/2012	6 00	4,031 42	0 00	1,227 90	2,803 52
PRICELINE COM INC CMN (741503403)	05/14/2010	08/31/2012	6 00	3,622 56	0 00	1,227 90	2,394 66
F5 NETWORKS INC CMN (315616102)	05/03/2010	09/11/2012	79 00	7,582 89	0 00	5,534 08	2,048 81
SHIRE LIMITED SPONSORED ADR CMN (82481R106)	11/10/2010	09/19/2012	5 00	459 09	0 00	362 51	96 58
SHIRE LIMITED SPONSORED ADR CMN (82481R106)	11/03/2010	09/19/2012	105 00	9,640 80	0 00	7,581 49	2,059 31
SHIRE LIMITED SPONSORED ADR CMN (82481R106)	11/01/2010	09/19/2012	125 00	11,477 14	0 00	8,867 86	2,609 28
SHIRE LIMITED SPONSORED ADR CMN (82481R106)	11/16/2010	10/15/2012	2 00	172 57	0 00	143 75	28 82
SHIRE LIMITED SPONSORED ADR CMN (82481R106)	11/10/2010	10/15/2012	54 00	4,659 36	0 00	3,915 10	744 26
SCHLUMBERGER LTD CMN (806857108)	03/29/2010	10/25/2012	123 00	8,691 23	0 00	7,750 67	940 56
SCHLUMBERGER LTD CMN (806857108)	04/07/2010	11/05/2012	47 00	3,268 83	0 00	3,115 23	153 60
SCHLUMBERGER LTD CMN (806857108)	03/29/2010	11/05/2012	49 00	3,407 94	0 00	3,087 67	320 27
ALLERGAN INC CMN (018490102)	03/25/2010	11/28/2012	14 00	1,272 01	0 00	899 91	372 10
APPLE, INC CMN (037833100)	01/15/2009	11/28/2012	2 00	1,152 19	0 00	162 74	989 45
CELGENE CORPORATION CMN (151020104)	02/03/2009	11/28/2012	16 00	1,244 29	0 00	851 98	392 31
GOOGLE, INC CMN CLASS A (38259P508)	06/02/2009	11/28/2012	2 00	1,347 56	0 00	850 80	496 76
SABMILLER PLC SPONSORED ADR (78572M105)	05/24/2010	11/28/2012	13 00	583 95	0 00	358 88	225 07
SABMILLER PLC SPONSORED ADR (78572M105)	05/27/2010	11/28/2012	16 00	718 71	0 00	454 40	264 31
SCHLUMBERGER LTD CMN (806857108)	04/07/2010	11/28/2012	14 00	967 65	0 00	927 94	39 71
Net NonCovered Long-Term Gains (Losses)				**258,600.79**	**0.00**	**198,624.03**	**59,976.76**

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REALIZED GAIN AND LOSS SUMMARY

SHORT-TERM GAINS (LOSSES)		LONG-TERM GAINS (LOSSES)		ORDINARY GAINS (LOSSES)	
Net Covered Short-Term Gains (Losses)	11,328 35	Net Covered Long-Term Gains (Losses)	4,563 42	Net Ordinary Gains (Losses)	0 00
Net NonCovered Short-Term Gains (Losses)	0 00	Net NonCovered Long-Term Gains (Losses)	78,085 14		
Net 1099B Non Reportable Short-Term Gains (Losses)	0 00	Net 1099B Non Reportable Long-Term Gains (Losses)	0 00		
Net Miscellaneous Short-Term Gains (Losses)	0 00	Net Miscellaneous Long-Term Gains (Losses)	0 00	Net Miscellaneous Ordinary Gains (Losses)	0 00
Net Regulated Futures Contract Short-Term Gains (Losses)	0 00	Net Regulated Futures Contract Long-Term Gains (Losses)	0 00		
Total Short-Term Gains (Losses)	**11,328 35**	**Total Long-Term Gains (Losses)**	**82,648 56**	**Total Ordinary Gains (Losses)**	**0 00**

SHORT-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
Covered Short-Term Gains (Losses)							
MATTEL, INC CMN (577081102)	06/06/2011	02/21/2012	103 00	3,296 30	0 00	2,647 56	648 74
MATTEL, INC CMN (577081102)	04/19/2011	02/21/2012	217 00	6,944 63	0 00	5,740 60	1,204 03
MATTEL, INC CMN (577081102)	06/06/2011	02/22/2012	130 00	4,164 50	0 00	3,341 58	822 92
MATTEL, INC CMN (577081102)	08/08/2011	02/22/2012	165 00	5,285 71	0 00	3,899 97	1,385 74
AMERICAN EXPRESS CO CMN (025816109)	08/05/2011	04/26/2012	6 00	355 55	0 00	284 14	71 41
NIKE CLASS-B CMN CLASS B (654106103)	08/08/2011	04/26/2012	3 00	330 09	0 00	241 60	88 49
AMERICAN EXPRESS CO CMN (025816109)	08/05/2011	04/27/2012	122 00	7,391 57	0 00	5,777 47	1,614 10
AMERICAN EXPRESS CO CMN (025816109)	08/05/2011	05/02/2012	5 00	304 48	0 00	236 78	67 70
AMERICAN EXPRESS CO CMN (025816109)	08/08/2011	05/02/2012	190 00	11,570 44	0 00	8,535 94	3,034 50
NIKE CLASS-B CMN CLASS B (654106103)	08/08/2011	06/06/2012	27 00	2,880 02	0 00	2,174 41	705 61
VF CORP CMN (918204108)	03/05/2012	06/06/2012	5 00	697 58	0 00	735 20	(37 62)
WALT DISNEY COMPANY (THE) CMN (254687106)	12/20/2011	06/06/2012	92 00	4,194 18	0 00	3,307 26	886 92
COMCAST CORPORATION CMN CLASS A VOTING (20030N101)	01/04/2012	11/28/2012	51 00	1,834 94	0 00	1,248 93	586 01
HOLLYFRONTIER CORP CMN (436106108)	10/23/2012	11/28/2012	26 00	1,156 45	0 00	949 43	207 02

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REALIZED GAINS AND LOSSES (Continued)

Supplemental Information - Consult your Form 1099 for tax reporting purposes

SHORT-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
Covered Short-Term Gains (Losses)							
VF CORP CMN (918204108)	03/05/2012	11/28/2012	4 00	630 94	0 00	588 16	42 78
Net Covered Short-Term Gains (Losses)				**51,037.38**	**0.00**	**39,709.03**	**11,328.35**

LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
Covered Long-Term Gains (Losses)							
INTL BUSINESS MACHINES CORP CMN (459200101)	02/11/2011	04/26/2012	13 00	2,676 12	0 00	2,132 81	543 31
PPG INDUSTRIES, INC CMN (693506107)	02/15/2011	04/26/2012	8 00	841 74	0 00	708 77	132 97
INTL BUSINESS MACHINES CORP CMN (459200101)	02/11/2011	06/06/2012	14 00	2,706 83	0 00	2,296 87	409 96
PPG INDUSTRIES, INC CMN (693506107)	02/15/2011	06/06/2012	15 00	1,518 56	0 00	1,328 94	189 62
AMGEN INC CMN (031162100)	05/11/2011	10/01/2012	22 00	1,870 56	0 00	1,295 12	575 44
AMGEN INC CMN (031162100)	05/17/2011	10/03/2012	30 00	2,597 48	0 00	1,821 48	776 00
AMGEN INC CMN (031162100)	05/11/2011	10/03/2012	41 00	3,549 89	0 00	2,413 63	1,136 26
AMGEN INC CMN (031162100)	05/17/2011	10/16/2012	68 00	5,922 81	0 00	4,128 69	1,794 12
PPG INDUSTRIES, INC CMN (693506107)	02/15/2011	11/28/2012	9 00	1,080 15	0 00	797 36	282 79
FLUOR CORPORATION CMN (343412102)	07/26/2011	12/04/2012	95 00	5,102 37	0 00	6,379 42	(1,277 05)
Net Covered Long-Term Gains (Losses)				**27,866.51**	**0.00**	**23,303.09**	**4,563.42**
NonCovered Long-Term Gains (Losses)							
UNITEDHEALTH GROUP INCORPORATE CMN (91324P102)	05/04/2009	01/04/2012	12 00	625 43	0 00	276 07	349 36
UNITEDHEALTH GROUP INCORPORATE CMN (91324P102)	03/03/2009	01/04/2012	50 00	2,605 97	0 00	908 50	1,697 47
UNITEDHEALTH GROUP INCORPORATE CMN (91324P102)	04/02/2009	01/04/2012	51 00	2,658 09	0 00	1,071 07	1,587 02
DEVON ENERGY CORPORATION (NEW) CMN (25179M103)	12/02/2008	02/06/2012	9 00	580 03	0 00	608 65	(28 62)
DEVON ENERGY CORPORATION (NEW) CMN (25179M103)	04/02/2009	02/06/2012	41 00	2,642 35	0 00	2,004 21	638 14
DEVON ENERGY CORPORATION (NEW) CMN (25179M103)	03/03/2009	02/06/2012	69 00	4,446 89	0 00	2,759 30	1,687 59

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REALIZED GAINS AND LOSSES (Continued)

Supplemental Information - Consult your Form 1099 for tax reporting purposes

LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
NonCovered Long-Term Gains (Losses)							
DEVON ENERGY CORPORATION (NEW) CMN (25179M103)	02/03/2009	02/06/2012	109 00	7,024 80	0 00	6,662 56	362 24
MARSH & MCLENNAN CO INC CMN (571748102)	05/07/2009	02/10/2012	310 00	9,923 96	0 00	6,441 31	3,482 65
MARSH & MCLENNAN CO INC CMN (571748102)	07/02/2009	02/17/2012	13 00	416 22	0 00	259 74	156 48
MARSH & MCLENNAN CO INC CMN (571748102)	10/02/2009	02/17/2012	17 00	544 29	0 00	412 76	131 53
MARSH & MCLENNAN CO INC CMN (571748102)	08/04/2009	02/17/2012	34 00	1,088 58	0 00	711 18	377 40
MARSH & MCLENNAN CO INC CMN (571748102)	05/07/2009	02/17/2012	53 00	1,696 91	0 00	1,101 26	595 65
MARSH & MCLENNAN CO INC CMN (571748102)	11/03/2009	02/17/2012	77 00	2,465 32	0 00	1,784 86	680 46
MARSH & MCLENNAN CO INC CMN (571748102)	06/02/2009	02/17/2012	86 00	2,753 47	0 00	1,686 46	1,067 01
UNITEDHEALTH GROUP INCORPORATE CMN (91324P102)	06/02/2009	04/02/2012	11 00	650 19	0 00	309 32	340 87
UNITEDHEALTH GROUP INCORPORATE CMN (91324P102)	05/04/2009	04/02/2012	46 00	2,718 99	0 00	1,058 27	1,660 72
UNITEDHEALTH GROUP INCORPORATE CMN (91324P102)	07/02/2009	04/02/2012	65 00	3,842 05	0 00	1,574 09	2,267 96
UNITEDHEALTH GROUP INCORPORATE CMN (91324P102)	09/02/2009	04/18/2012	4 00	229 23	0 00	115 00	114 23
UNITEDHEALTH GROUP INCORPORATE CMN (91324P102)	07/02/2009	04/18/2012	13 00	744 99	0 00	314 82	430 17
UNITEDHEALTH GROUP INCORPORATE CMN (91324P102)	08/04/2009	04/18/2012	13 00	744 99	0 00	355 16	389 83
UNITEDHEALTH GROUP INCORPORATE CMN (91324P102)	11/03/2009	04/18/2012	35 00	2,005 74	0 00	924 00	1,081 74
UNITEDHEALTH GROUP INCORPORATE CMN (91324P102)	10/02/2009	04/18/2012	143 00	8,194 89	0 00	3,502 50	4,692 39
AMGEN INC CMN (031162100)	08/04/2010	04/26/2012	16 00	1,136 61	0 00	889 31	247 30
ILLINOIS TOOL WORKS CMN (452308109)	12/02/2008	04/26/2012	2 00	114 79	0 00	62 10	52 69
JPMORGAN CHASE & CO CMN (46625H100)	12/11/2009	04/26/2012	26 00	1,133 57	0 00	1,064 52	69 05
KIMBERLY CLARK CORP CMN (494368103)	02/03/2009	04/26/2012	9 00	712 25	0 00	456 43	255 82
MICROSOFT CORPORATION CMN (594918104)	12/02/2008	04/26/2012	8 00	256 39	0 00	150 16	106 23
ANADARKO PETROLEUM CORP CMN (032511107)	03/03/2009	04/27/2012	4 00	296 30	0 00	127 79	168 51
ANADARKO PETROLEUM CORP CMN (032511107)	02/03/2009	04/27/2012	72 00	5,333 38	0 00	2,674 80	2,658 58
ANADARKO PETROLEUM CORP CMN (032511107)	03/03/2009	05/01/2012	59 00	4,382 31	0 00	1,884 94	2,497 37
MERCK & CO , INC CMN (58933Y105)	10/20/2009	05/07/2012	192 00	7,402 43	0 00	6,505 73	896 70

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[5] Sale Proceeds may have been adjusted by an option premium due to an option assignment

LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
NonCovered Long-Term Gains (Losses)							
ANADARKO PETROLEUM CORP CMN (032511107)	03/03/2009	05/24/2012	10 00	633 31	0 00	319 48	313 83
ANADARKO PETROLEUM CORP CMN (032511107)	04/02/2009	05/24/2012	17 00	1,076 63	0 00	724 99	351 64
ANADARKO PETROLEUM CORP CMN (032511107)	05/04/2009	05/24/2012	49 00	3,103 23	0 00	2,298 66	804 57
ANADARKO PETROLEUM CORP CMN (032511107)	06/02/2009	05/24/2012	58 00	3,673 21	0 00	2,891 88	781 33
ANADARKO PETROLEUM CORP CMN (032511107)	07/02/2009	05/24/2012	93 00	5,889 80	0 00	3,995 03	1,894 77
ANADARKO PETROLEUM CORP CMN (032511107)	08/04/2009	06/05/2012	4 00	233 45	0 00	199 21	34 24
ANADARKO PETROLEUM CORP CMN (032511107)	07/02/2009	06/05/2012	6 00	350 16	0 00	257 74	92 42
ANADARKO PETROLEUM CORP CMN (032511107)	05/17/2010	06/05/2012	15 00	875 42	0 00	842 44	32 98
ANADARKO PETROLEUM CORP CMN (032511107)	11/03/2009	06/05/2012	19 00	1,108 86	0 00	1,178 66	(69 80)
ANADARKO PETROLEUM CORP CMN (032511107)	09/16/2010	06/05/2012	129 00	7,528 60	0 00	6,954 51	574 09
ABBOTT LABORATORIES CMN (002824100)	03/03/2009	06/06/2012	6 00	362 99	0 00	283 86	79 13
ABBOTT LABORATORIES CMN (002824100)	02/03/2009	06/06/2012	36 00	2,177 95	0 00	2,009 88	168 07
AMGEN INC CMN (031162100)	08/04/2010	06/06/2012	37 00	2,574 03	0 00	2,056 52	517 51
CHUBB CORP CMN (171232101)	08/09/2010	06/06/2012	27 00	1,914 25	0 00	1,464 77	449 48
CISCO SYSTEMS, INC CMN (17275R102)	04/02/2009	06/06/2012	16 00	265 43	0 00	290 09	(24 66)
ILLINOIS TOOL WORKS CMN (452308109)	12/02/2008	06/06/2012	58 00	3,194 56	0 00	1,800 90	1,393 66
KIMBERLY CLARK CORP CMN (494368103)	02/03/2009	06/06/2012	4 00	320 08	0 00	202 86	117 22
MC DONALDS CORP CMN (580135101)	02/03/2009	06/06/2012	4 00	353 71	0 00	230 40	123 31
MERCK & CO , INC CMN (58933Y105)	10/20/2009	06/06/2012	13 00	489 69	0 00	440 49	49 20
MICROSOFT CORPORATION CMN (594918104)	12/02/2008	06/06/2012	98 00	2,844 87	0 00	1,839 46	1,005 41
PARKER-HANNIFIN CORP CMN (701094104)	12/02/2008	06/06/2012	7 00	561 38	0 00	261 31	300 07
PEPSICO INC CMN (713448108)	04/02/2009	06/06/2012	11 00	742 15	0 00	584 28	157 87
PEPSICO INC CMN (713448108)	03/11/2009	06/06/2012	58 00	3,913 17	0 00	2,745 40	1,167 77
PFIZER INC CMN (717081103)	02/03/2009	06/06/2012	28 00	610 25	0 00	421 65	188 60
PFIZER INC CMN (717081103)	03/03/2009	06/06/2012	103 00	2,244 83	0 00	1,243 21	1,001 62

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[5] Sale Proceeds may have been adjusted by an option premium due to an option assignment

LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
NonCovered Long-Term Gains (Losses)							
QUEST DIAGNOSTICS INCORPORATED CMN (74834L100)	04/09/2010	06/06/2012	10 00	542 18	0 00	580 33	(38 15)
THE TRAVELERS COMPANIES, INC CMN (89417E109)	02/23/2009	06/06/2012	55 00	3,369 22	0 00	2,082 56	1,286 66
U S BANCORP CMN (902973304)	12/02/2008	06/06/2012	52 00	1,530 32	0 00	1,216 80	313 52
WELLS FARGO & CO (NEW) CMN (949746101)	03/03/2009	06/06/2012	5 00	154 45	0 00	55 75	98 70
WELLS FARGO & CO (NEW) CMN (949746101)	02/03/2009	06/06/2012	23 00	710 45	0 00	445 28	265 17
U S BANCORP CMN (902973304)	05/04/2009	09/13/2012	7 00	244 06	0 00	132 93	111 13
U S BANCORP CMN (902973304)	12/02/2008	09/13/2012	11 00	383 52	0 00	257 40	126 12
U S BANCORP CMN (902973304)	04/02/2009	09/13/2012	28 00	976 23	0 00	441 84	534 39
U S BANCORP CMN (902973304)	03/03/2009	09/13/2012	31 00	1,080 83	0 00	404 24	676 59
U S BANCORP CMN (902973304)	10/02/2009	09/13/2012	42 00	1,464 35	0 00	904 68	559 67
U S BANCORP CMN (902973304)	07/02/2009	09/13/2012	47 00	1,638 68	0 00	816 39	822 29
U S BANCORP CMN (902973304)	02/03/2009	09/13/2012	50 00	1,743 28	0 00	769 50	973 78
U S BANCORP CMN (902973304)	07/22/2010	09/13/2012	73 00	2,545 18	0 00	1,733 98	811 20
U S BANCORP CMN (902973304)	06/02/2009	09/13/2012	127 00	4,427 92	0 00	2,330 45	2,097 47
EXXON MOBIL CORPORATION CMN (30231G102)	05/21/2010	09/14/2012	91 00	8,388 91	0 00	5,468 56	2,920 35
U S BANCORP CMN (902973304)	07/22/2010	09/14/2012	130 00	4,527 90	0 00	3,087 92	1,439 98
U S BANCORP CMN (902973304)	12/10/2010	09/14/2012	210 00	7,314 30	0 00	5,550 01	1,764 29
AMGEN INC CMN (031162100)	08/04/2010	10/01/2012	37 00	3,145 94	0 00	2,056 52	1,089 42
EXXON MOBIL CORPORATION CMN (30231G102)	05/24/2010	10/18/2012	32 00	2,982 13	0 00	1,939 00	1,043 13
EXXON MOBIL CORPORATION CMN (30231G102)	05/21/2010	10/18/2012	65 00	6,057 46	0 00	3,906 12	2,151 34
AIR PRODUCTS & CHEMICALS INC CMN (009158106)	05/20/2010	10/23/2012	11 00	853 47	0 00	738 40	115 07
AIR PRODUCTS & CHEMICALS INC CMN (009158106)	05/20/2010	11/01/2012	82 00	6,442 70	0 00	5,504 40	938 30
BAXTER INTERNATIONAL INC CMN (071813109)	06/02/2009	11/28/2012	42 00	2,750 93	0 00	2,034 09	716 84
CISCO SYSTEMS, INC CMN (17275R102)	04/02/2009	11/28/2012	12 00	223 68	0 00	217 57	6 11
CISCO SYSTEMS, INC CMN (17275R102)	05/04/2009	11/28/2012	31 00	577 83	0 00	606 75	(28 92)

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[5] Sale Proceeds may have been adjusted by an option premium due to an option assignment

LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
NonCovered Long-Term Gains (Losses)							
EOG RESOURCES INC CMN (26875P101)	10/05/2010	12/21/2012	17 00	2,096 91	0 00	1,638 09	458 82
EXXON MOBIL CORPORATION CMN (30231G102)	05/24/2010	12/21/2012	61 00	5,322 52	0 00	3,696 22	1,626 30
Net NonCovered Long-Term Gains (Losses)				**236,534.81**	**0.00**	**158,449.67**	**78,085.14**

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SAMANTHA, BECKY, MARK FOUNDATION
C/O THIRD ROCK VENTURES 26-3403705

Part XV **Supplementary Information**

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
FOUNDATION FIGHTING BLINDNESS 225 WEST 34TH STREET #1708 NEW YORK , NY 10122	N/A	501(C)(3)	GENERAL	2,500.
Total from continuation sheets				2,500.

223631
05-01-12

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

SOURCE	AMOUNT
GOLDMAN SACHS #58352	62.
GOLDMAN SACHS #59658	46.
GOLDMAN SACHS #59659	30.
GOLDMAN SACHS #59664	6,065.
GOLDMAN SACHS #67675	11.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	6,214.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
GOLDMAN SACHS #59658	28,491.	0.	28,491.
GOLDMAN SACHS #59659	14,975.	0.	14,975.
GOLDMAN SACHS #59664	192,263.	1,023.	191,240.
GOLDMAN SACHS #59664 AIP	-13,570.	0.	-13,570.
GOLDMAN SACHS #59664 OID	2,218.	0.	2,218.
GOLDMAN SACHS #67675	27,438.	0.	27,438.
TOTAL TO FM 990-PF, PART I, LN 4	251,815.	1,023.	250,792.

FORM 990-PF LEGAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	368.	0.		0.
TO FM 990-PF, PG 1, LN 16A	368.	0.		0.

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX PREP FEES	9,900.	0.		0.
ACCOUNTING FEES	21,212.	0.		0.
TO FORM 990-PF, PG 1, LN 16B	31,112.	0.		0.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES	53,126.	53,126.		0.
TO FORM 990-PF, PG 1, LN 16C	53,126.	53,126.		0.

FORM 990-PF TAXES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES PAID	2,885.	2,885.		0.
MA FILING FEE	375.	0.		375.
FEDERAL 990-PF	5,500.	0.		0.
TO FORM 990-PF, PG 1, LN 18	8,760.	2,885.		375.

FORM 990-PF	OTHER EXPENSES			STATEMENT 7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
AMORTIZATION	62,773.	62,773.		0.
RECLAIMABLE FOREIGN TAX	954.	0.		0.
NONDEDUCTIBLE PERSONALIZED MEDICINE COALITION CONTRIBUTION	600.	0.		0.
INTEREST	12.	0.		0.
TO FORM 990-PF, PG 1, LN 23	64,339.	62,773.		0.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS			STATEMENT 8
DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
GOLDMAN SACHS #59664	X		2,014,113.	2,020,818.
GOLDMAN SACHS #67675	X		1,566,225.	1,680,253.
TOTAL U.S. GOVERNMENT OBLIGATIONS			3,580,338.	3,701,071.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			3,580,338.	3,701,071.

FORM 990-PF	CORPORATE STOCK	STATEMENT 9
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
GOLDMAN SACHS #59658	940,941.	1,160,558.
GOLDMAN SACHS #59659	954,630.	1,233,681.
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,895,571.	2,394,239.

Form **8868**
(Rev. January 2013)
Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

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

OMB No 1545-1709

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box ▶ [X]
- 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* 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

Type or print	Name of exempt organization or other filer, see instructions.	Employer identification number (EIN) or
	SAMANTHA, BECKY, MARK FOUNDATION C/O THIRD ROCK VENTURES	26-3403705
File by the due date for filing your return See instructions	Number, street, and room or suite no. If a P.O. box, see instructions. 29 NEWBURY ST. 3RD FLOOR	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. BOSTON, MA 02116	

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

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 ▶ ANDREW KYRIACOU
125 HIGH STREET, 16TH FLOOR - BOSTON, MA 02110
Telephone No. ▶ 617-292-8400 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, 2013 , to file the exempt organization return for the organization named above. The extension is for the organization's return for:
▶ [X] calendar year 2012 or
▶ [ ] tax year beginning ______ , and ending ______ .

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

3a	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.	3a	$ 9,459.
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.	3b	$ 4,959.
c	**Balance due.** Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	$ 4,500.

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.