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Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation**

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

OMB No 1545-0052

2012

Open to Public Inspection

For calendar year 2012 or tax year beginning

, and ending

Name of foundation The Uberoi Foundation for Religious Studies		A Employer identification number 26-6101307
Number and street (or P O box number if mail is not delivered to street address)	Room/suite	B Telephone number (see instructions) (800) 839-1754
Foundation Source 501 Silverside Rd	123	C If exemption application is pending, check here <input type="checkbox"/>
City or town, state, and ZIP code Wilmington DE 19809-1377		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 7,201,952	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	

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) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	110	110		
	4 Dividends and interest from securities	166,456	166,016		
	5 a Gross rents				
	b Net rental income or (loss)				
	6 a Net gain or (loss) from sale of assets not on line 10	373,600			
	b Gross sales price for all assets on line 6a	3,873,103			
	7 Capital gain net income (from Part IV, line 2)		381,748		
	8 Net short-term capital gain				
	9 Income modifications				
	10 a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)	81,275	53,195			
12 Total. Add lines 1 through 11	621,441	601,069	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	50,000			50,000
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16 a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)	88,041	56,041		32,000
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	14,078	3,342		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings	43,493			43,493
	22 Printing and publications				
	23 Other expenses (attach schedule)	86,562	50,220		36,284
	24 Total operating and administrative expenses. Add lines 13 through 23	282,174	109,603	0	161,777
	25 Contributions, gifts, grants paid	188,000			188,000
26 Total expenses and disbursements. Add lines 24 and 25	470,174	109,603	0	349,777	
27 Subtract line 26 from line 12	151,267				
a Excess of revenue over expenses and disbursements		491,466			
b Net investment income (if negative, enter -0-)					
c Adjusted net income (if negative, enter -0-)			0		

For Paperwork Reduction Act Notice, see instructions.

HTA

Form **990-PF** (2012)

2012-614

Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing			
	2 Savings and temporary cash investments	181,406	176,829	176,829
	3 Accounts receivable ▶ 3,116			
	Less allowance for doubtful accounts ▶		3,116	3,116
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments—U S and state government obligations (attach schedule)	1,091,094	580,434	587,081
	b Investments—corporate stock (attach schedule)	2,430,833	3,568,582	4,032,353
	c Investments—corporate bonds (attach schedule)	894,581	666,250	691,205
Liabilities	11 Investments—land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	1,797,383	1,551,353	1,711,368
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	6,395,297	6,546,564	7,201,952
	17 Accounts payable and accrued expenses			
	18 Grants payable			
Net Assets or Fund Balances	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0	0	
	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	6,395,297	6,546,564	
	30 Total net assets or fund balances (see instructions)	6,395,297	6,546,564	
	31 Total liabilities and net assets/fund balances (see instructions)	6,395,297	6,546,564	

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	6,395,297
2 Enter amount from Part I, line 27a	2	151,267
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	6,546,564
5 Decreases not included in line 2 (itemize) ▶	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	6,546,564

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1a See Attached Statement				
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a			0	
b			0	
c			0	
d			0	
e			0	
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			0	
b			0	
c			0	
d			0	
e			0	
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	381,748	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 { }		3	0	

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

(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	333,986	6,984,969	0 047815
2010	304,596	6,947,159	0 043845
2009	169,203	6,281,715	0 026936
2008	85,643	4,833,640	0 017718
2007	0	0	0 000000
2 Total of line 1, column (d)			2 0 136314
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 0 027263
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5			4 6,922,161
5 Multiply line 4 by line 3			5 188,719
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 4,915
7 Add lines 5 and 6			7 193,634
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions			8 349,777

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

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)				
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	4,915	
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	4,915	
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4		
5 Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		5	4,915	
6 Credits/Payments				
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	5,614		
b Exempt foreign organizations—tax withheld at source	6b			
c Tax paid with application for extension of time to file (Form 8868)	6c	491		
d Backup withholding erroneously withheld	6d			
7 Total credits and payments Add lines 6a through 6d	7	6,105		
8 Enter any penalty for underpayment of estimated tax Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8			
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	1,190		
11 Enter the amount of line 10 to be Credited to 2013 estimated tax <input type="checkbox"/> 1,190 Refunded <input type="checkbox"/>	11	0		

Part VII-A Statements Regarding Activities

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

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	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? Website address ▶	13	X	
14	The books are in care of ▶ Foundation Source Telephone no ▶ (800) 839-1754 Located at ▶ 501 Silverside Road, Suite 123 Wilmington DE ZIP+4 ▶ 19809-1377			
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			
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ▶	16	Yes	No
				X

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

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

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

☐ Yes ☒ No

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

☐ Yes ☒ No**b** If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?**5b**

N/A

Organizations relying on a current notice regarding disaster assistance check here

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

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?**7b**

N/A

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation (see instructions).

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

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
	00			
	00			
	00			
	00			
	00			

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
First Western Trust Bank 1200 17th Street, Suite 2650, Denver, CO 80202	Investment Management / Admin	88,681

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

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	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
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	4,863,370
b	Average of monthly cash balances	1b	245,551
c	Fair market value of all other assets (see instructions)	1c	1,918,654
d	Total (add lines 1a, b, and c)	1d	7,027,575
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	7,027,575
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	105,414
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	6,922,161
6	Minimum investment return. Enter 5% of line 5	6	346,108

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	346,108
2a	Tax on investment income for 2012 from Part VI, line 5	2a	4,915
b	Income tax for 2012 (This does not include the tax from Part VI)	2b	3,673
c	Add lines 2a and 2b	2c	8,588
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	337,520
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	337,520
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	337,520

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	349,777
b	Program-related investments—total from Part IX-B	1b	
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	349,777
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	4,915
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	344,862

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				337,520
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			329,506	
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2012				
a From 2007				
b From 2008				
c From 2009				
d From 2010				
e From 2011				
f Total of lines 3a through e	0			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 349,777				
a Applied to 2011, but not more than line 2a			329,506	
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2012 distributable amount				20,271
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				317,249
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012				

Part 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 <i>Paid during the year</i>				
CALIFORNIA STATE UNIVERSITY FOUNDATION 401 GOLDEN SHORE 6TH FL LONG BEACH, CA 90802	N/A	509(a)(1)	Institute of Curriculum Advancement Initiatives	15,000
CAMBRIDGE IN AMERICA PO BOX 4511 - GRAND CENTRAL STA NEW YORK, NY 10163	N/A	509(a)(1)	Studentship Support Fund at Wolfson College in Cambridge, UK	17,000
HINDU AMERICAN FOUNDATION 910 17TH ST NW STE 1180 WASHINGTON, DC 20006	N/A	509(a)(1)	Representing Dharma Traditions in the American Public Sphere	17,000
HINDU UNIVERSITY OF AMERICA INC 5200 VINELAND RD STE 200 ORLANDO, FL 32811	N/A	509(a)(1)	Hindu Perspective of Ageing, Death, Dying, and Euthanasia	12,000
REGENTS OF THE UNIVERSITY OF MICHIGAN 3003 S STATE ST ANN ARBOR, MI 48109	N/A	509(a)(1)	Sikh Studies Workshop	16,000
SOUTHERN CALIFORNIA SCHOOL OF THEOLOGY 1325 N COLLEGE AVE CLAREMONT, CA 91711	N/A	509(a)(1)	ISJS at Claremont Lincoln	16,000
SOUTHERN CALIFORNIA SCHOOL OF THEOLOGY 1325 N COLLEGE AVE CLAREMONT, CA 91711	N/A	509(a)(1)	Takshashila University's Dharma Academy of North America	15,000
SOUTHERN CALIFORNIA SCHOOL OF THEOLOGY 1325 N COLLEGE AVE CLAREMONT, CA 91711	N/A	509(a)(1)	Confluence Integrative Studies Institute Syllabus	20,000
UNIV OF MASSACHUSETTS DARTMOUTH FD INC 285 OLD WESTPORT RD N DARTMOUTH, MA 02747	N/A	509(a)(2)	Indigenous Social Democratic Institutions of the Vedic Tradition	10,000
UNIV OF MASSACHUSETTS DARTMOUTH FD INC 285 OLD WESTPORT RD N DARTMOUTH, MA 02747	N/A	509(a)(2)	Research/Publishing One or More Research Books by Rajiv Malhotra	20,000
UNIV OF MASSACHUSETTS DARTMOUTH FD INC 285 OLD WESTPORT RD N DARTMOUTH, MA 02747	N/A	509(a)(2)	Teacher Training in Dharmic Traditions	30,000
Total			3a	188,000
b <i>Approved for future payment</i>				
Total			3b	0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income (See instructions)
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	110	
4	Dividends and interest from securities			14	166,456	
5	Net rental income or (loss) from real estate					
a	Debt-financed property					
b	Not debt-financed property					
6	Net rental income or (loss) from personal property					
7	Other investment income					
8	Gain or (loss) from sales of assets other than inventory			18	373,600	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue a Passthrough K-1 Income	525990	28,080	14	53,195	
b						
c						
d						
e						
12	Subtotal Add columns (b), (d), and (e)		28,080		593,361	0
13	Total. Add line 12, columns (b), (d), and (e)				13	621,441

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

[illegible]

Part I, Line 11 (990-PF) - Other Income

		81,275	53,195	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income
1	K-1 Passthrough Income ALTIUS ASSOC PRIVATE EQUITY F	17,886	15,018	0
2	K-1 Passthrough Income FIRST WESTERN TALF LLC	21,898	-6,498	0
3	K-1 Passthrough Income FWCM HIGH YIELD CAPITAL APPRE	27,362	27,362	0
4	K-1 Passthrough Income FWCM INCOME EQUITY FUND LP	14,129	17,313	0

Part I, Line 16c (990-PF) - Other Professional Fees

		88,041	56,041	0	32,000
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	Investment Management Services	56,041	56,041	0	0
2	Executive Director	31,000	0	0	31,000
3	Philanthropic Consulting	1,000	0	0	1,000

Part I, Line 18 (990-PF) - Taxes

		14,078	3,342	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	Estimated Taxes for 2012	3,600	0	0	0
2	Foreign Tax Paid	3,342	3,342	0	0
3	Tax Paid With 2011 First Extension	1,738	0	0	0
4	Tax Paid With 2011 First Extension 990-T	5,398	0	0	0

Part I, Line 23 (990-PF) - Other Expenses

		86,562	50,220	0	36,284
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	Administrative Fees	35,140	0	0	35,140
2	Bank Charges	43	43	0	0
3	K-1 Expenses ALTIUS ASSOC PRIVATE EQUITY F	27,521	27,463	0	0
4	K-1 Expenses FIRST WESTERN TALF LLC	12,146	12,146	0	0
5	K-1 Expenses FWCM HIGH YIELD CAPITAL APPRE	3,304	3,304	0	0
6	K-1 Expenses FWCM INCOME EQUITY FUND LP	7,264	7,264	0	0
7	Storage Expenses	1,144	0	0	1,144

Part II, Line 10a (990-PF) - Investments - U.S. and State Government Obligations

		Federal	580,434	0	587,081		
		State/Local	0	0	0		
	Description	Num Shares/ Face Value	Book Value Beg of Year	Book Value End of Year	FMV Beg of Year	FMV End of Year	State/Local Obligation
1	FEDL HOME LN MTG CRP SER 2750 CL N8	24,956		26,672		25,410	
2	FEDL HOME LN MTG CRP SER 4017 CL M	15,815		16,131		16,096	
3	FEDL HOME LN MTG SER 2874 5 00% 08/	31,368		33,858		32,446	
4	FEDL NATL MTG ASSN SER 11/25/2017	21,566		22,806		22,981	
5	FEDL NATL MTG ASSN SER 2005-101 5 00	21,043		22,411		21,676	
6	FHLB - 4 500% - 01/15/2033	17,319		17,731		18,327	
7	FHLB - 5 375% - 05/15/2019	50,000		58,383		62,698	
8	FHLB 2645 BC - 4 000% - 02/15/2018	9,207		9,193		9,362	
9	FHLB 2698 - 5 500% - 06/15/2032	3,892		4,077		3,943	
10	FHLB 2869 - 5 000% - 07/15/2033	13,248		13,612		13,709	
11	FHLB 2882 - 5 000% - 10/15/2032	803		835		803	
12	FHLMC - 5 000% - 05/15/2033	43,172		46,350		44,283	
13	FHLMC 2734 CL PG - 5 000% - 07/15/2032	10,058		10,787		10,288	
14	FHLMC SER 2797 CL PG - 5 500% - 01/15/	11,733		12,305		12,105	
15	FNMA - 1 250% - 09/27/2018	50,000		50,175		50,129	
16	FNMA - 4 500% - 09/25/2018 - SER 2003-08	19,452		20,984		20,738	
17	FNMA - 5 000% - 12/25/2032 - POOL 20038	55,224		55,932		57,834	
18	FNMA - 5 500% - 03/25/2017	16,171		17,061		17,025	
19	FNMA - 5 500% - 11/25/2032 - POOL 20064	9,415		9,780		9,468	
20	FNMA - 5 750% - 11/25/2034 - SER 2006-11	573		599		574	
21	US T BILL BOND - 8 125% - 08/15/2019	45,000		63,284		65,499	
22	US T BILL NOTE - 6 250% - 08/15/2023	50,000		67,468		71,687	

Part II, Line 10b (990-PF) - Investments - Corporate Stock

		2,430,833	3,568,582	0	4,032,353	
Description		Num Shares/ Face Value	Book Value Beg of Year	Book Value End of Year	FMV Beg of Year	FMV End of Year
1	ABBOTT LABS	268		13,265		17,554
2	ACCENTURE PLC	143		8,089		9,510
3	ADTRAN INC	500		15,969		9,770
4	AGRIUM INC	185		15,812		18,476
5	ALLIANZ SE ADR	1,150		16,912		15,893
6	AMERICAN TOWER REIT INC	265		7,743		20,477
7	ANHEUSER BUSCH COS INC	215		15,008		18,793
8	ANHEUSER BUSCH INBEV SPONSORED A	125		7,834		10,926
9	ASSA ABLOY UNSP/ADR	500		7,151		9,255
10	ATLAS COPCO AB B SHS ADR	700		11,669		17,339
11	AUTOMATIC DATA PROCESSING INC	159		8,748		9,052
12	BADGER METER, INC	341		12,190		16,167
13	BAE SYSTEMS PLC SP/AR	400		7,048		8,912
14	BAIDU COM - ADR	90		11,695		9,026
15	BALCHEM CORP	200		5,916		7,290
16	BARCLAYS PLC ADR	500		8,677		8,660
17	BASF AG SPONS ADR	325		23,110		30,875
18	BAXTER INTERNATIONAL INC	306		17,361		20,398
19	BAYERISCHE MOTOREN WERKE	670		14,267		21,842
20	BHP BILLITON SP ADR	270		20,194		19,000
21	BLACKROCK INC	102		15,481		21,084
22	BOC HK HLDGS LTD S/ADR	175		7,610		11,034
23	BRITISH AMERICAN TOBACCO PLC	340		20,515		34,425
24	BROOKFIELD ASSET MANAGEMENT CL A	260		8,540		9,529
25	BT GROUP PLC ADS	800		22,756		30,424
26	CABOT MICROELECTRONICS CORPORATI	362		13,795		12,855
27	CANADIAN PACIFIC RAILWAY LTD	100		7,276		10,162
28	CARBO CERAMICS INC	85		8,304		6,659
29	CARNIVAL PLC ADS	200		8,563		7,750
30	CASS INFORMATION SYSTEMS, INC	413		12,006		17,429
31	CELGENE CORP	242		14,591		18,990
32	CHARLES SCHWAB CORP	1,376		20,943		19,759
33	CHEVRON CORP	159		12,549		17,194
34	CHINA MOBILE HGK LTD	125		6,469		7,340
35	CISCO SYSTEMS INC	989		17,424		19,433
36	CLARCOR INC	325		13,100		15,529
37	COGNEX CORPORATION	244		8,794		8,977
38	COHEN & STEERS INTERN RLTY - I	9,295		98,247		105,594
39	COMPUTER SERVICES INC	270		6,198		7,695
40	COPA HOLDINGS S A	100		7,507		9,945
41	CORPORATE EXEC BOARD CO	376		14,401		17,845
42	DANAHER CORP	340		10,616		19,006
43	DBS GROUP HLDGS SPON ADR	475		19,114		23,304
44	DEUTSCHE BANK AG	100		3,608		4,429
45	DISCOVERY COMMUNICATIONS CL A	312		11,650		19,806
46	EATON VANCE CORP COM	559		14,841		17,804
47	ECOLAB INC	291		11,255		20,923
48	EPR PROPERTIES	225		6,383		10,375

Part II, Line 10b (990-PF) - Investments - Corporate Stock

		2,430,833	3,568,582	0	4,032,353
Description	Num Shares/ Face Value	Book Value Beg of Year	Book Value End of Year	FMV Beg of Year	FMV End of Year
49 ESTEE LAUDER COMPANIES INC	302		8,736		18,078
50 FIRST CASH FINL SERVICES INC	510		19,360		25,306
51 FOMENTO ECONOMICO MEXICANO	175		5,671		17,623
52 GILEAD SCIENCES INC	276		13,076		20,272
53 GRACO INC	410		13,450		21,111
54 HALLIBURTON COMPANY	521		18,773		18,073
55 HENRY JACK & ASSOC INC	606		16,692		23,792
56 HILLENBRAND, INC	712		13,826		16,098
57 HITACHI LTD	155		9,277		9,134
58 HONDA MOTOR CO LTD	325		11,146		12,006
59 HONEYWELL INTERNATIONAL INC	309		17,682		19,612
60 HSBC HLDGS PLC ADS	275		14,019		14,594
61 INTERNATIONAL BUSINESS MACHINES	91		9,506		17,431
62 INTUIT	160		7,847		9,517
63 ISHARES RUSSELL 2000	1,179		97,251		99,413
64 ISHARES TR S & P MIDCAP 400 INDEX FD	1,380		129,699		140,346
65 JPMORGAN DIVERSIFIED MID CAP GROW	11,078		228,336		240,389
66 KAO CORP ADR	275		7,708		7,142
67 KEPPEL CORP LTD ADR	1,390		17,111		25,033
68 KOHLS CORP	354		15,833		15,215
69 LANDSTAR SYSTEM	485		18,553		25,443
70 LINCOLN ELECTRIC HOLDING INC	256		7,823		12,462
71 LUKOIL HOLDING CO SP/ADR	295		16,372		19,316
72 LVMH MOET HENN UNSP	190		6,150		7,161
73 MCDONALD'S CORP	100		8,936		8,821
74 MICROSOFT CORPORATION	599		13,659		15,999
75 MITSUI & COMPANY, LTD - ADR	55		15,019		16,528
76 MONSANTO CO	103		7,277		9,749
77 NATIONAL BEVERAGE CORP	944		14,349		13,773
78 NATIONAL GRID TRANSOCO PLC	140		7,112		8,042
79 NESTLE S A	627		28,121		40,862
80 NIKE INC-CL B	388		13,592		20,021
81 NIPPON TELEPHONE ADR	275		6,902		5,783
82 NISSAN MOTOR LTD ASR	850		15,017		16,227
83 NOVARTIS AG ADR	190		9,684		12,027
84 NOVO NORDISK A S	100		14,372		16,321
85 NUVEEN REAL ESTATE SECURITIES F	6,586		74,563		140,029
86 OPPENHEIMER DEVELOPING MARKETS F	16,771		549,893		584,981
87 ORACLE CORP	575		10,219		19,159
88 ORIX CORP ADS	300		11,515		16,992
89 OWENS AND MINOR INC	667		18,947		19,016
90 PEPSICO INC	265		15,558		18,134
91 PETSMART INC COM	136		9,124		9,294
92 PIMCO COMMODITY REAL RETURN STRAT	28,335		240,968		188,145
93 POSTNL N V	1,806		6,885		7,206
94 QUALCOMM INC	291		13,212		18,001
95 R L I CP	245		13,837		15,842
96 REPSOL YPF S A SPND ADR	200		6,633		4,180

Part II, Line 10b (990-PF) - Investments - Corporate Stock

		2,430,833		3,568,582		0		4,032,353	
	Description	Num Shares/ Face Value	Book Value Beg of Year	Book Value End of Year	FMV Beg of Year	FMV End of Year			
97	REXAM PLC ADR	225		7,776				8,042	
98	ROCHE HOLDING LTD ADR	280		11,933				14,140	
99	ROPER INDUSTRIES COMMON	86		6,809				9,587	
100	ROYAL DUTCH SHELL PLC	230		15,773				15,859	
101	SANDS CHINA LTD UNSP ADR	200		6,978				8,960	
102	SANOI-AVENTIS SPONSORED ADR	651		22,475				30,844	
103	SAP AKTIENGESSELL ADS	125		7,505				10,048	
104	SBERBANK SPONSORED ADR	1,125		15,624				13,691	
105	SCHLUMBERGER LTD	249		16,506				17,255	
106	SEVEN & I HOLDINGS C	115		7,609				6,480	
107	SHIRE PLC	100		9,421				9,218	
108	SIEMENS A G ADR	70		7,149				7,663	
109	STATE STREET CORPORATION	427		17,643				20,073	
110	STRYKER CORPORATION	332		14,424				18,200	
111	SUNCOR ENERGY INC	250		7,084				8,245	
112	SWEDBANK AB S/ADR	450		8,179				8,910	
113	SYNGENTA AG ADS	110		7,112				8,888	
114	SYNTEL INC	345		12,029				18,502	
115	TEXAS INSTRUMENTS INC	645		12,028				19,924	
116	THERMO FISHER SCIENTIFIC INC	313		12,378				19,963	
117	THOR INDS INC	195		8,077				7,299	
118	TOTAL FINA ELF S A	415		30,908				21,584	
119	TRANSCOCEAN LTD	180		7,365				8,039	
120	UNILEVER PLC AMER	225		6,907				8,712	
121	UNITED PARCEL SERVICE	260		19,506				19,170	
122	VALE SA PREFERENCE A ADR	325		8,778				6,594	
123	VALEO SA SPONS ADR	600		15,279				15,420	
124	VANGUARD MSCI EAFE ETF	8,691		284,503				306,183	
125	VANGUARD S&P 500 ETF	5,001		310,912				326,014	
126	VISA INC	69		7,016				10,459	
127	VODAFONE GROUP PLC	375		10,215				9,446	
128	VOLVO AB ADR B	600		9,519				8,202	
129	WAL-MART STORES INC	251		13,947				17,126	
130	WD-40 COMPANY	490		18,023				23,084	
131	WESTAMERICA BANCORPORATION	315		14,747				13,416	
132	WILEY JOHN & SONS INC CL A	415		18,809				16,156	
133	WILLIAMS COS	544		16,179				17,811	
134	WORLD FUEL SVCS CP	535		12,074				22,026	
135	YOUNG INNOVATIONS, INC	225		4,452				8,867	
136	ZURICH INSURANCE GROUP AG	300		4,446				8,040	

Part II, Line 10c (990-PF) - Investments - Corporate Bonds

				894,581	666,250	0	691,205
	Description	Interest Rate	Maturity Date	Book Value Beg of Year	Book Value End of Year	FMV Beg of Year	FMV End of Year
1	ALTRIA GROUP INC GTD NT-4 75%-05/05/2				4,979		5,666
2	AMERICAN TOWER CORP - 4 500% - 01/15/				15,029		16,443
3	AMPHENOL CORP 4 00% 02/01/2022				14,962		15,862
4	ARROW ELECTRONICS INC 06 00% 04/01/2				16,363		16,974
5	AUTOZONE INC NOTE - 4 000% - 11/15/202				14,934		16,267
6	BMC SOFTWARE INC 04 250% 02/15/2022				15,038		15,231
7	CARDINAL HEALTH INC SR NT 3 20% 06/15				20,044		20,616
8	CITIGROUP INC - 5 375% - 08/09/2020				16,566		17,677
9	CROWN CASTLE TOWERS LLC				25,956		28,209
10	CS FIRST BOSTON MTG SER 2003-11 05 5				14,242		14,124
11	DUKE ENERGY CORP NEWSR NT 3 05% 08				19,949		20,358
12	EXELON GENERATION 6 20 10/01/2017				16,689		16,687
13	EXELON GENERATION CO LLC NT - 6 200%				16,857		17,714
14	FAIRFAX FINL HLDGS LTD 144A-05 80%-05				19,929		20,673
15	FIDELITY NATIONAL FINANCIAL IN 6 600%				17,020		16,908
16	FORD MOTOR CREDIT CO LLC 8 00% 12/15				18,150		18,112
17	GE CAP CORP - 4 625% - 01/07/2021				21,334		22,686
18	HONOLULU 2 212 11/01/2020				15,396		15,281
19	INTEL CORP SR NT - 1 35000% - 12/15/2017				14,984		14,996
20	INTERNATIONAL LEASE FINCE NOTE-07 12				11,000		11,600
21	KAISER FNDTN HOSPS BOND 03 50% 04/0				14,879		15,817
22	KINDER MORGAN ENERGY PARTNERS 3 9				14,972		16,039
23	MASTR ASSET SEC TR SER 2003-8 - 5 50%				29,466		29,489
24	NBC UNIVERSAL NOTE 144A - 4 375% - 04/				20,052		22,467
25	PENSKE TRUCK LEASING CO L P 3 375% 0				19,966		20,179
26	PPL ENERGY SUPPLY LLC NOTE 04 60% 1				20,049		21,684
27	REPUBLIC SERVICES INC 4 75% 05/15/2023				16,279		17,043
28	RPM INTL 3 45% 10/23/2012				9,960		9,798
29	RYDER SYS MTN BE FR 2 50% 03/01/2018				14,965		15,298
30	SBA 5 17 1/1/28				48,701		49,342
31	SOUTHWEST GAS CORP 03 875% 04/01/20				20,047		22,074
32	STARWOOD 3 125 02/15/2023				19,988		19,825
33	WEA FINANCE LLC - 5 700% - 10/01/2016				22,859		22,838
34	WESTLAKE CHEM CORP 03 60% 07/15/2023				24,957		25,107
35	WILLIAMS PARTNERS NOTE 04 00% 11/15/				19,919		21,392
36	ZIMMER HOLDING INC NOTE 3 375% 11/30/				19,770		20,729

Part II, Line 13 (990-PF) - Investments - Other

			1,797,383	1,551,353	1,711,368
	Asset Description	Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
1	AETOS CAPITAL DISTRESSED INV STRATE			64,882	83,290
2	AETOS CAPITAL LONG/SHORT STRATEGIE			178,172	187,181
3	AETOS CAPITAL MULTI-STRATEGY ARBITR			103,981	117,118
4	ALTIUS ASSOC PRIVATE EQUITY FUND LP			559,825	631,410
5	FWCM HIGH YIELD CAPITAL APPRECIATIO			330,771	343,482
6	FWCM INCOME EQUITY FUND LP			313,722	348,887

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

		Amount											
Long Term CG Distributions		0											
Short Term CG Distributions		0											
		3,833,951 0 62,497 3,514,700 381,748 0 0 0 381,748											
Description of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	FMV as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gain Minus Excess of FMV Over Adjusted Basis or Losses
1 Publicly-traded Securities					3,514,387			3,243,644	270,743	0	0	0	270,743
2 Passthrough K1 Capital Gain							62,497	0	62,497	0	0	0	62,497
3 AETOS CAPITAL DISTRESSED INV STRA		P	10/1/2009	4/30/2012	10,000			8,460	1,540	0	0	0	1,540
4 AETOS CAPITAL DISTRESSED INV STRA		P	10/1/2009	5/31/2012	15,500			12,986	2,514	0	0	0	2,514
5 AETOS CAPITAL DISTRESSED INV STRA		P	10/1/2009	10/26/2012	50,000			40,181	9,819	0	0	0	9,819
6 AETOS CAPITAL LONG/SHORT STRATE		P	10/1/2009	4/30/2012	12,100			11,544	556	0	0	0	556
7 AETOS CAPITAL LONG/SHORT STRATE		P	10/1/2009	5/31/2012	18,000			17,118	882	0	0	0	882
8 AETOS CAPITAL LONG/SHORT STRATE		P	10/1/2009	10/26/2012	125,000			117,748	7,252	0	0	0	7,252
9 AETOS CAPITAL MULTI-STRATEGY ARB		P	10/1/2009	10/26/2012	75,000			63,019	11,981	0	0	0	11,981
10 FIRST WESTERN TALF LLC		P	6/1/2009	12/31/2012	3,116				3,116	0	0	0	3,116
11 FIRST WESTERN TALF LLC - Partnership					10,848			0	10,848	0	0	0	10,848

Part VIII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers

												82,000	0	0	
	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account	Explanation		
1	Anu Bhatia		Foundation Source 501 Silverside Rd	Wilmington	DE	19809		Trustee	3.00	10,000	0	0			
2	Jyothi Bhatia		Foundation Source 501 Silverside Rd	Wilmington	DE	19809		Trustee	2.00	10,000	0	0			
3	Sneha Hanja		Foundation Source 501 Silverside Rd	Wilmington	DE	19809		Trustee	2.00	10,000	0	0			
4	Katherine Nanda		Foundation Source 501 Silverside Rd	Wilmington	DE	19809		Sec	5.00	1,000	0	0			
5	Ved P Nanda		Foundation Source 501 Silverside Rd	Wilmington	DE	19809		Chairman	5.00	10,000	0	0			
6	James Polsht		Foundation Source 501 Silverside Rd	Wilmington	DE	19809		Executive Dir / Treas	5.00	31,000	0	0	*James Polsht, Treasurer, was paid \$31,000 by the Foundation in his capacity as Exec. Dir. in 2012. This compensation is reported on Part I, Line 16c to be consistent with the character of the expense.		
7	Parveen K Setia		Foundation Source 501 Silverside Rd	Wilmington	DE	19809		Vice Chairman	2.00	10,000	0	0			