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

Department of the Treasury
Internal Revenue Service

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

Open to public inspection

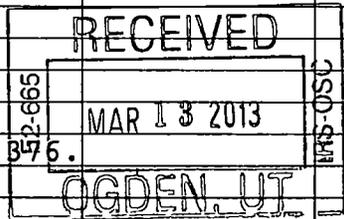
For calendar year 2012 or tax year beginning

, and ending

Name of foundation SHREWSBURY FOUNDATION		A Employer identification number 30-0105266
Number and street (or P O box number if mail is not delivered to street address) C/O LINDA B MCKEAN, 70 WEST RIVER ROAD	Room/suite	B Telephone number 732-842-2074
City or town, state, and ZIP code RUMSON, NJ 07760		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 1,431,662.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ <i>(Part I, column (d) must be on cash basis)</i>	
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>		

Part I Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))</small>		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check <input checked="" type="checkbox"/> If the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		988.	988.		STATEMENT 1
4 Dividends and interest from securities		41,546.	41,546.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		64,224.			
b Gross sales price for all assets on line 6a 122,269.					
7 Capital gain net income (from Part IV, line 2)			64,224.		
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		106,758.	106,758.		
13 Compensation of officers, directors, trustees, etc		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees					
c Other professional fees					
17 Interest					
18 Taxes STMT 3		376.	376.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 4		7,173.	7,077.		96.
24 Total operating and administrative expenses Add lines 13 through 23		7,549.	7,453.		96.
25 Contributions, gifts, grants paid		36,800.			36,800.
26 Total expenses and disbursements Add lines 24 and 25		44,349.	7,453.		36,896.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		62,409.			
b Net investment income (if negative, enter -0-)			99,305.		
c Adjusted net income (if negative, enter -0-)				N/A	

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Operating and Administrative Expenses



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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			
	2 Savings and temporary cash investments	58,045.	103,731.	103,731.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 5	390,328.	390,133.	956,270.
	c Investments - corporate bonds			
11 Investments - land, buildings, and equipment basis ▶				
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other STMT 6	337,371.	354,050.	371,423.	
14 Land, buildings, and equipment: basis ▶				
Less: accumulated depreciation ▶				
15 Other assets (describe ▶ DUE FROM BROKER)	0.	238.	238.	
16 Total assets (to be completed by all filers)	785,744.	848,152.	1,431,662.	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31			
	24 Unrestricted	785,744.	848,152.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input 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			
30 Total net assets or fund balances	785,744.	848,152.		
31 Total liabilities and net assets/fund balances	785,744.	848,152.		

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	785,744.
2 Enter amount from Part I, line 27a	2	62,409.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	848,153.
5 Decreases not included in line 2 (itemize) ▶ ROUNDING	5	1.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	848,152.

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 500 EMERSON ELECTRIC CO	P	03/02/10	01/30/12
b 1,000 JOHNSON & JOHNSON	P	10/02/86	01/30/12
c 2,000 REDWOOD TRUST INC	P	01/12/10	10/10/12
d CAPITAL GAINS DIVIDENDS			
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 25,687.		23,847.	1,840.
b 65,352.		4,040.	61,312.
c 29,015.		30,158.	-1,143.
d 2,215.			2,215.
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			1,840.
b			61,312.
c			-1,143.
d			2,215.
e			

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	64,224.
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	82,877.	1,362,095.	.060845
2010	74,750.	1,341,413.	.055725
2009	63,961.	1,234,094.	.051828
2008	80,692.	1,525,931.	.052881
2007	84,372.	1,623,569.	.051967

2 Total of line 1, column (d)	2	.273246
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	.054649
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	1,387,830.
5 Multiply line 4 by line 3	5	75,844.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	993.
7 Add lines 5 and 6	7	76,837.
8 Enter qualifying distributions from Part XII, line 4	8	36,896.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	1,986.
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	1,986.
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	1,986.
6 Credits/Payments:			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	2,677.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	2,677.	
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		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		691.
11 Enter the amount of line 10 to be: Credited to 2013 estimated tax <input type="checkbox"/> 691. Refunded <input checked="" type="checkbox"/>	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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ 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		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?		X
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV.		X
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> NJ		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation		X
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

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)			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)			X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ <u>N/A</u>	X		
14	The books are in care of ▶ <u>LINDA B. MCKEAN</u> Telephone no. ▶ <u>732-842-2074</u> Located at ▶ <u>70 WEST RIVER ROAD, RUMSON, NJ</u> ZIP+4 ▶ <u>07760</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 <u>N/A</u>			
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 ▶		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 type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here <u>N/A</u>	1b	
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.) <u>N/A</u>	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? <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) <u>N/A</u>	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 propoganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? Yes No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? Yes No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

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

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

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

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

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

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

5b		
6b		X
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
LINDA B. MCKEAN 70 WEST RIVER ROAD RUMSON, NJ 07760	PRESIDENT 1.00	0.	0.	0.
QUINCY A.S. MCKEAN, III 4 BLACK POINT HORSESHOE RUMSON, NJ 07760	SECRETARY/TREASURER 0.25	0.	0.	0.
CRESSIDA S. MCKEAN 2401 NORTH STUART ROAD ARLINGTON, VA 22207	VICE-PRESIDENT 0.25	0.	0.	0.
JOHN B. MCKEAN 9 JUNE ROAD NORTH SALEM, NY 10560	VICE-PRESIDENT 0.25	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

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

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

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

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3 ▶	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	1,314,945.
b	Average of monthly cash balances	1b	94,019.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	1,408,964.
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	1,408,964.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	21,134.
5	Net value of noncharitable-use assets Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,387,830.
6	Minimum investment return Enter 5% of line 5	6	69,392.

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	69,392.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	1,986.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,986.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	67,406.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	67,406.
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	67,406.

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	36,896.
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	36,896.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	36,896.

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				67,406.
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	6,059.			
b From 2008	5,039.			
c From 2009	3,508.			
d From 2010	11,004.			
e From 2011	15,455.			
f Total of lines 3a through e	41,065.			
4 Qualifying distributions for 2012 from Part XII, line 4: ▶ \$	36,896.			
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				36,896.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))	30,510.			30,510.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	10,555.			
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	10,555.			
10 Analysis of line 9:				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011	10,555.			
e Excess from 2012				

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

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

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

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

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

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

LINDA B. MCKEAN

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

NONE

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

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient 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				
LUNCH BREAK PO BOX 2215 RED BANK, NJ 07701	NONE	PUBLIC CHARITY	FOR OPERATIONS	300.
ARLINGTON FOOD ASSISTANCE CENTER 2708 SOUTH NELSON ST ARLINGTON, VA 22206	NONE	PUBLIC CHARITY	FOR OPERATIONS	1,000.
STROKE COMEBACK CENTER 145 PARK STREET, S.E. VIENNA, VA 22180	NONE	MEDICAL	FOR OPERATIONS	4,500.
GREEN CHIMNEYS 400 DOANSBURG ROAD, BOX 719 BREWSTER, NY 10509	NONE	PUBLIC CHARITY	FOR OPERATIONS	2,750.
HELPHOPELIVE 100 MATSONFORD ROAD RADNOR, PA 19087	NONE	PUBLIC CHARITY	FOR OPERATIONS	1,500.
Total	SEE CONTINUATION SHEET(S)			36,800.
b Approved for future payment				
NONE				
Total				0.

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
CANCERCRUSHER FOUNDATION 4 BLACKPOINT HORSESHOE RUMSON, NJ 07760	RELATED MANAGERS	PUBLIC CHARITY	FOR OPERATIONS	2,000.
WATERSIDE SCHOOL 770 PACIFIC ST STAMFORD, CT 06902	NONE	EDUCATIONAL	FOR OPERATIONS	2,750.
COLLIER YOUTH SERVICES 160 CONOVER ROAD WICKATUNK, NJ 07765	NONE	PUBLIC CHARITY	FOR OPERATIONS	4,000.
HOLIDAY EXPRESS 968 SHREWSBURY AVE #6 TINTON FALLS, NJ 07724	NONE	PUBLIC CHARITY	FOR OPERATIONS	1,000.
RUTGERS SCHOOL OF MANAGEMENT & LABOR 7 COLLEGE AVENUE NEW BRUNSWICK, NJ 08901	NONE	EDUCATIONAL	FOR OPERATIONS	10,000.
SHORE CLUBHOUSE 119 BINGHAM AVENUE RUMSON, NJ 07760	NONE	PUBLIC CHARITY	FOR OPERATIONS	6,000.
SEA BRIGHT RISING PO BOX 6245 FAIR HAVEN, NJ 07704	NONE	PUBLIC CHARITY	FOR OPERATIONS	1,000.
Total from continuation sheets				26,750.

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

SOURCE	AMOUNT
FIDELITY	988.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	988.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
FIDELITY	43,761.	2,215.	41,546.
TOTAL TO FM 990-PF, PART I, LN 4	43,761.	2,215.	41,546.

FORM 990-PF TAXES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX WITHHELD ON DIVIDENDS	376.	376.		0.
TO FORM 990-PF, PG 1, LN 18	376.	376.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES	7,061.	7,061.		0.
POSTAGE	96.	0.		96.
ADR FEES	16.	16.		0.
TO FORM 990-PF, PG 1, LN 23	7,173.	7,077.		96.

FORM 990-PF	CORPORATE STOCK	STATEMENT	5
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
MARKETABLE SECURITIES [EQUITIES] - SCHEDULE ATTACHED	386,847.	956,270.	
BERKSHIRE HATHAWAY BASIS ADJUSTMENT TO EQUITIES STATED ABOVE	3,286.	0.	
TOTAL TO FORM 990-PF, PART II, LINE 10B	390,133.	956,270.	

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	6
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
MARKETABLE SECURITIES [MUTUAL FUNDS] - SCHEDULE ATTACHED	FMV	354,050.	371,423.
TOTAL TO FORM 990-PF, PART II, LINE 13		354,050.	371,423.

February 14, 2013

Unrealized Gains and Losses
As of 12/31/2012

Shrewsbury Foundation Acct # 613-064220
PO Box 313
Rumson, NJ 07760-0313

<u>Description</u>	<u>Trade Date</u>	<u>Quantity</u>	<u>Unit Cost</u>	<u>Cost Basis</u>	<u>Current Value</u>	<u>Unrealized Gain (Loss)</u>	<u>% G/L</u>
Equities							
3M Company	08/08/2011	300	80 551	24,165 15	27,855 00	3,689 85	15 3%
American Express Co	07/28/2008	250	35 854	8,963 55	14,370 00	5,406 45	60 3%
American Express Co	10/10/2008	500	22 586	11,293 00	28,740 00	17,447 00	154 5%
		750		20,256 55	43,110 00	22,853 45	112 8%
Berkshire Hathaway Inc Cl A	02/21/1978	1	*****	2,499.99	134,060 00	131,560 01	5262 4%
Coca Cola Co	02/04/1985	2,000	1 265	2,530 00	72,500 00	69,970 00	2765 6%
Diageo PLC	07/28/2008	200	70 696	14,139 12	23,316 00	9,176 88	64 9%
Diageo PLC	10/10/2008	300	54.763	16,429 04	34,974 00	18,544 96	112 9%
		500		30,568 16	58,290 00	27,721 84	90 7%
Disney Walt Co	01/30/2012	300	38 674	11,602 20	14,937 00	3,334 80	28 7%
Exxon Mobil Corp	03/02/2010	100	65 558	6,555 79	8,655 00	2,099 21	32 0%
Exxon Mobil Corp	03/02/2010	100	65 558	6,555 80	8,655 00	2,099 20	32 0%
Exxon Mobil Corp	03/02/2010	200	65 598	13,119 50	17,310 00	4,190 50	31 9%
Exxon Mobil Corp	06/17/2010	100	62 287	6,228 66	8,655 00	2,426 34	39 0%
Exxon Mobil Corp	11/24/2010	300	69 395	20,818 56	25,965 00	5,146 44	24 7%
Exxon Mobil Corp	08/08/2011	200	72 797	14,559 45	17,310 00	2,750 55	18 9%
		1,000		67,837 76	86,550 00	18,712 24	27 6%
Intel Corp	01/30/2012	750	26 667	19,999 95	15,465 00	(4,534 95)	-22 7%
Johnson & Johnson	10/02/1986	2,000	4 040	8,080 00	140,200 00	132,120 00	1635 1%
Merck & Co Inc	08/08/2011	300	31 084	9,325 20	12,282.00	2,956 80	31 7%
Microsoft Corp	07/29/2004	500	28 580	14,289 95	13,355 00	(934 95)	-6 5%
Microsoft Corp	11/24/2010	200	25 276	5,055 19	5,342 00	286 81	5.7%
Microsoft Corp	08/08/2011	300	25 245	7,573 59	8,013 00	439 41	5 8%
Microsoft Corp	01/30/2012	500	29 332	14,665 85	13,355 00	(1,310 85)	-8 9%
		1,500		41,584 58	40,065 00	(1,519 58)	-3 7%
Nestle S A ADR	12/07/2011	400	55 630	22,251 95	26,044 80	3,792 85	17 0%
Nestle S A ADR	01/30/2012	200	57 910	11,581.95	13,022 40	1,440 45	12.4%
		600		33,833 90	39,067 20	5,233 30	15 5%
Novartis ADR	03/02/2010	500	54 284	27,142 00	31,650 00	4,508 00	16 6%
Paychex Inc	01/14/2010	200	31 200	6,240 00	6,220 00	(20 00)	-0.3%
Paychex Inc	01/14/2010	550	31 157	17,136 13	17,105 00	(31 13)	-0 2%
Paychex Inc	03/02/2010	450	30 016	13,507 24	13,995 00	487 76	3 6%
		1,200		36,883 37	37,320 00	436 63	1 2%
Pepsico Inc	08/08/2011	300	64 373	19,311 84	20,529 00	1,217 16	6 3%

Unrealized Gains and Losses
As of 12/31/2012

Shrewsbury Foundation Acct # 613-064220

<u>Description</u>	<u>Trade Date</u>	<u>Quantity</u>	<u>Unit Cost</u>	<u>Cost Basis</u>	<u>Current Value</u>	<u>Unrealized Gain (Loss)</u>	<u>% G/L</u>
Equities							
Procter & Gamble Co	07/29/1982	2,010	1 201	2,413 12	136,458 90	134,045 78	5554 9%
Procter & Gamble Co	08/14/2003	490	32 357	15,854 95	33,266 10	17,411 15	109 8%
		<u>2,500</u>		<u>18,268 07</u>	<u>169,725 00</u>	<u>151,456 93</u>	<u>829 1%</u>
Wells Fargo Cap X11 Enhanced Tr	06/05/2008	500	25 916	12,958 00	12,665.00	(293 00)	-2 3%
				<u>386,846 72</u>	<u>956,270 20</u>	<u>569,423 48</u>	<u>147 2%</u>
Mutual Funds							
Harbor Bond	07/16/2009	4,191 115	11 938	50,035 00	52,305 12	2,270 12	4 5%
Harbor Bond	09/29/2009	42 733	12 380	529 04	533 31	4 27	0 8%
Harbor Bond	12/18/2009	15 777	12 240	193 11	196 90	3 79	2 0%
Harbor Bond	12/18/2009	46 299	12 240	566 70	577 81	11 11	2 0%
Harbor Bond	12/18/2009	63 273	12.240	774 46	789 65	15 19	2 0%
Harbor Bond	03/30/2010	16 754	12 380	207 41	209 09	1 68	0 8%
Harbor Bond	06/17/2010	1,976 285	12 668	25,035 00	24,664 04	(370 96)	-1 5%
Harbor Bond	06/29/2010	37 463	12 700	475 78	467 54	(8 24)	-1 7%
Harbor Bond	09/29/2010	37 428	13 050	488 43	467 10	(21 33)	-4 4%
Harbor Bond	12/17/2010	102 524	12 020	1,232 34	1,279 50	47 16	3 8%
Harbor Bond	12/17/2010	214 464	12 020	2,577 86	2,676 51	98 65	3 8%
Harbor Bond	12/17/2010	110 299	12 020	1,325 79	1,376 53	50 74	3 8%
Harbor Bond	03/30/2011	51 903	12 130	629 58	647 75	18 17	2 9%
Harbor Bond	06/29/2011	33 403	12 300	410 86	416 87	6 01	1 5%
Harbor Bond	09/29/2011	47 491	12 060	572 74	592 69	19 95	3 5%
Harbor Bond	12/16/2011	39 529	12 140	479 88	493 32	13 44	2 8%
Harbor Bond	12/16/2011	13 647	12 140	165 67	170 31	4 64	2 8%
Harbor Bond	03/29/2012	34 337	12 460	427 84	428 53	0 69	0 2%
Harbor Bond	06/28/2012	54 847	12 650	693 82	684 49	(9 33)	-1 3%
Harbor Bond	09/27/2012	23 42	12 990	304 22	292 28	(11 94)	-3 9%
Harbor Bond	12/17/2012	73 17	12 430	909 50	913 16	3 66	0 4%
Harbor Bond	12/17/2012	221 392	12 430	2,751 90	2,762 97	11 07	0 4%
Harbor Bond	12/17/2012	69 982	12 430	869 88	873 38	3 50	0 4%
		<u>7,517 535</u>		<u>91,656 81</u>	<u>93,818 84</u>	<u>2,162 03</u>	<u>2 4%</u>
TCW Total Return Bond	06/17/2010	3,952 569	10 129	40,035 00	40,671.94	636 94	1 6%
TCW Total Return Bond	06/30/2010	25.337	10 140	256 92	260 72	3 80	1 5%
TCW Total Return Bond	07/30/2010	25 374	10 190	258 56	261 10	2 54	1 0%
TCW Total Return Bond	08/31/2010	25 263	10 300	260 21	259 96	(0 25)	-0 1%
TCW Total Return Bond	09/30/2010	25 374	10 320	261 86	261 10	(0.76)	-0 3%
TCW Total Return Bond	11/01/2010	25 41	10 370	263 50	261 47	(2 03)	-0 8%
TCW Total Return Bond	11/30/2010	25 719	10 310	265 16	264 65	(0 51)	-0 2%
TCW Total Return Bond	12/29/2010	14 498	9 910	143 68	149 18	5 50	3 8%
TCW Total Return Bond	12/29/2010	26 925	9 910	266 83	277 06	10 23	3 8%
TCW Total Return Bond	12/29/2010	95 273	9 910	944 16	980 36	36 20	3 8%
TCW Total Return Bond	01/31/2011	23 471	9 940	233 30	241 52	8 22	3 5%
TCW Total Return Bond	02/28/2011	23 601	9 940	234 59	242 85	8 26	3 5%
TCW Total Return Bond	03/31/2011	23 826	9 900	235 88	245 17	9 29	3 9%
TCW Total Return Bond	04/19/2011	1,504 514	9 993	15,035 00	15,481 45	446 45	3 0%
TCW Total Return Bond	04/29/2011	32 187	9 940	319.94	331 20	11 26	3 5%
TCW Total Return Bond	05/31/2011	32 268	9.970	321 71	332 04	10 33	3 2%
TCW Total Return Bond	06/30/2011	32 808	9 860	323 49	337 59	14 10	4 4%
TCW Total Return Bond	07/29/2011	32 858	9 900	325 29	338 11	12 82	3 9%
TCW Total Return Bond	08/31/2011	33 007	9 910	327 10	339 64	12 54	3 8%

Unrealized Gains and Losses
As of 12/31/2012

Shrewsbury Foundation Acct # 613-064220

<u>Description</u>	<u>Trade Date</u>	<u>Quantity</u>	<u>Unit Cost</u>	<u>Cost Basis</u>	<u>Current Value</u>	<u>Unrealized Gain (Loss)</u>	<u>% G/L</u>
Mutual Funds							
TCW Total Return Bond	09/30/2011	33 325	9 870	328 92	342 91	13.99	4.3%
TCW Total Return Bond	11/01/2011	33 819	9 780	330 75	348 00	17.25	5.2%
TCW Total Return Bond	11/30/2011	34 29	9 700	332 61	352 84	20.23	6.1%
TCW Total Return Bond	12/29/2011	34 662	9 650	334 49	356 67	22.18	6.6%
TCW Total Return Bond	12/29/2011	7 878	9 650	76 02	81 06	5.04	6.6%
TCW Total Return Bond	12/29/2011	6 303	9 649	60 82	64 86	4.04	6.6%
TCW Total Return Bond	01/31/2012	34 583	9 750	337 18	355 86	18.68	5.5%
TCW Total Return Bond	02/29/2012	34 494	9 830	339 08	354 94	15.86	4.7%
TCW Total Return Bond	03/30/2012	34 617	9 850	340 98	356 21	15.23	4.5%
TCW Total Return Bond	04/30/2012	33 161	9 870	327 30	341 23	13.93	4.3%
TCW Total Return Bond	05/31/2012	31 718	9 880	313 37	326.38	13.01	4.2%
TCW Total Return Bond	06/29/2012	31 943	9 860	314 96	328 69	13.73	4.4%
TCW Total Return Bond	07/31/2012	31 56	10 030	316 55	324 75	8.20	2.6%
TCW Total Return Bond	08/31/2012	31 498	10.100	318 13	324 11	5.98	1.9%
TCW Total Return Bond	09/28/2012	31 191	10 250	319 71	320 96	1.25	0.4%
TCW Total Return Bond	10/31/2012	31 282	10 270	321 27	321 89	0.62	0.2%
TCW Total Return Bond	11/30/2012	28 236	10 290	290 55	290 55	0.00	0.0%
TCW Total Return Bond	12/28/2012	28 36	10 290	291 82	291 82	0.00	0.0%
		<u>6,513 202</u>		<u>65,606 69</u>	<u>67,020 85</u>	<u>1,414 16</u>	<u>2.2%</u>
Vanguard Short-Term Inv Grade	10/07/2009	11,814 745	10 583	125,035 00	127,953 69	2,918 69	2.3%
Vanguard Short-Term Inv Grade	10/30/2009	29 447	10 600	312 14	318 91	6.77	2.2%
Vanguard Short-Term Inv Grade	11/30/2009	35 719	10 660	380 76	386 84	6.08	1.6%
Vanguard Short-Term Inv Grade	12/31/2009	36 807	10 590	389 79	398 62	8.83	2.3%
Vanguard Short-Term Inv Grade	01/29/2010	36 842	10 700	394 21	399 00	4.79	1.2%
Vanguard Short-Term Inv Grade	02/26/2010	33 046	10 700	353 59	357.89	4.30	1.2%
Vanguard Short-Term Inv Grade	03/31/2010	36 367	10 710	389 49	393 85	4.36	1.1%
Vanguard Short-Term Inv Grade	04/30/2010	35 424	10.750	380 81	383 64	2.83	0.7%
Vanguard Short-Term Inv Grade	05/28/2010	36 587	10 680	390 75	396 24	5.49	1.4%
Vanguard Short-Term Inv Grade	06/30/2010	35 144	10 730	377 10	380 61	3.51	0.9%
Vanguard Short-Term Inv Grade	07/30/2010	35 718	10 810	386 11	386 83	0.72	0.2%
Vanguard Short-Term Inv Grade	08/31/2010	35 024	10 850	380 01	379 31	(0.70)	-0.2%
Vanguard Short-Term Inv Grade	09/30/2010	33 958	10 870	369 12	367 77	(1.35)	-0.4%
Vanguard Short-Term Inv Grade	10/29/2010	34 375	10 900	374.69	372 28	(2.41)	-0.6%
Vanguard Short-Term Inv Grade	11/30/2010	32 459	10 830	351 53	351 53	0.00	0.0%
Vanguard Short-Term Inv Grade	12/31/2010	6 86	10 759	73 81	74 29	0.48	0.7%
Vanguard Short-Term Inv Grade	12/31/2010	32 988	10 770	355 28	357 26	1.98	0.6%
Vanguard Short-Term Inv Grade	01/31/2011	33 056	10 800	357 00	358 00	1.00	0.3%
Vanguard Short-Term Inv Grade	02/28/2011	29 064	10 790	313 60	314 76	1.16	0.4%
Vanguard Short-Term Inv Grade	03/23/2011	11 539	10.750	124 04	124 97	0.93	0.7%
Vanguard Short-Term Inv Grade	03/23/2011	33 461	10 750	359 71	362 38	2.67	0.7%
Vanguard Short-Term Inv Grade	03/31/2011	31 493	10 720	337 61	341 07	3.46	1.0%
Vanguard Short-Term Inv Grade	04/29/2011	30 534	10 780	329 16	330 68	1.52	0.5%
Vanguard Short-Term Inv Grade	05/31/2011	30 623	10 800	330 73	331 65	0.92	0.3%
Vanguard Short-Term Inv Grade	06/30/2011	29 24	10 750	314 33	316 67	2.34	0.7%
Vanguard Short-Term Inv Grade	07/29/2011	29.869	10 790	322 29	323 48	1.19	0.4%
Vanguard Short-Term Inv Grade	08/31/2011	29 678	10 720	318 15	321 41	3.26	1.0%
Vanguard Short-Term Inv Grade	09/30/2011	28 462	10 660	303 40	308 24	4.84	1.6%
Vanguard Short-Term Inv Grade	10/31/2011	28.903	10 700	309 26	313 02	3.76	1.2%
Vanguard Short-Term Inv Grade	11/30/2011	28 096	10 620	298 38	304 28	5.90	2.0%
Vanguard Short-Term Inv Grade	12/30/2011	29 005	10 640	308 61	314 12	5.51	1.8%
Vanguard Short-Term Inv Grade	01/31/2012	28 876	10 730	309.84	312 73	2.89	0.9%
Vanguard Short-Term Inv Grade	02/29/2012	27 401	10 750	294 56	296 75	2.19	0.7%
Vanguard Short-Term Inv Grade	03/30/2012	27 194	10 740	292 06	294 51	2.45	0.8%

Unrealized Gains and Losses
As of 12/31/2012

Shrewsbury Foundation Acct # 613-064220

<u>Description</u>	<u>Trade Date</u>	<u>Quantity</u>	<u>Unit Cost</u>	<u>Cost Basis</u>	<u>Current Value</u>	<u>Unrealized Gain (Loss)</u>	<u>% G/L</u>
Mutual Funds							
Vanguard Short-Term Inv Grade	04/30/2012	25 993	10 760	279 68	281 50	1 82	0 7%
Vanguard Short-Term Inv Grade	05/31/2012	26 285	10 740	282.30	284 67	2 37	0 8%
Vanguard Short-Term Inv Grade	06/29/2012	24 98	10 750	268 53	270 53	2 00	0 7%
Vanguard Short-Term Inv Grade	07/31/2012	24 931	10 810	269 50	270 00	0 50	0 2%
Vanguard Short-Term Inv Grade	08/31/2012	24 211	10 840	262 45	262 21	(0 24)	-0 1%
Vanguard Short-Term Inv Grade	09/28/2012	23 109	10 870	251 20	250 27	(0 93)	-0 4%
Vanguard Short-Term Inv Grade	10/31/2012	23 188	10 880	252 29	251 13	(1 16)	-0 5%
Vanguard Short-Term Inv Grade	11/30/2012	22 079	10 880	240 22	239 12	(1 10)	-0 5%
Vanguard Short-Term Inv Grade	12/31/2012	38 479	10 830	416 73	416 73	0 00	0 0%
Vanguard Short-Term Inv Grade	12/31/2012	16 835	10 830	182 32	182 32	0 00	0 0%
Vanguard Short-Term Inv Grade	12/31/2012	22 031	10 830	238 60	238 60	0 00	0 0%
		<u>13,100 125</u>		<u>138,860 74</u>	<u>141,874 35</u>	<u>3,013 61</u>	<u>2 2%</u>
Vanguard Wellesley Income	10/07/2009	2,497 502	20 034	50,035 00	60,214 77	10,179 77	20 3%
Vanguard Wellesley Income	12/21/2009	29 166	20 380	594 41	703 19	108 78	18 3%
Vanguard Wellesley Income	03/29/2010	22 914	20 730	475 01	552 46	77 45	16 3%
Vanguard Wellesley Income	06/28/2010	24 999	20 500	512 47	602 73	90 26	17 6%
Vanguard Wellesley Income	09/27/2010	23 124	21 600	499 47	557 52	58 05	11 6%
Vanguard Wellesley Income	12/16/2010	26 631	21 460	571 50	642 07	70 57	12 3%
Vanguard Wellesley Income	03/30/2011	22 769	22 130	503 87	548 96	45 09	8 9%
Vanguard Wellesley Income	06/29/2011	24 55	22 320	547 95	591 90	43 95	8 0%
Vanguard Wellesley Income	09/29/2011	24 887	21 900	545 02	600 03	55 01	10 1%
Vanguard Wellesley Income	12/16/2011	26 153	22 580	590 54	630 55	40 01	6 8%
Vanguard Wellesley Income	03/29/2012	21 814	23 590	514 59	525 94	11 35	2 2%
Vanguard Wellesley Income	06/28/2012	22 939	23 570	540 67	553 06	12 39	2 3%
Vanguard Wellesley Income	09/27/2012	20 332	24 500	498 14	490 20	(7 94)	-1 6%
Vanguard Wellesley Income	12/17/2012	0 231	24 156	5 58	5 57	(0 01)	-0 2%
Vanguard Wellesley Income	12/17/2012	38 472	24 130	928 33	927 56	(0 77)	-0 1%
Vanguard Wellesley Income	12/17/2012	23 337	24 130	563 13	562 66	(0 47)	-0 1%
		<u>2,849 82</u>		<u>57,925 68</u>	<u>68,709 16</u>	<u>10,783 48</u>	<u>18 6%</u>
				<u>354,049 92</u>	<u>371,423 20</u>	<u>17,373 28</u>	<u>4 9%</u>