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 01-01-2012 , and ending 12-31-2012

Name of foundation
THE DAYTON POWER AND LIGHT COMPANY FOUNDATION

A Employer identification number
31-1138883

Number and street (or P O box number if mail is not delivered to street address)
1065 WOODMAN DRIVE

Room/suite

B Telephone number (see instructions)
(937) 259-7925

City or town, state, and ZIP code
DAYTON, OH 45432

C If exemption application is pending, check here ☐

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

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

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 27,084,620

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

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

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (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 ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	32	32		
	4	Dividends and interest from securities	556,548	556,548		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	179,226			
	b	Gross sales price for all assets on line 6a 1,325,000				
	7	Capital gain net income (from Part IV, line 2)		179,226		
	8	Net short-term capital gain				
	9	Income modifications			220,000	
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	735,806	735,806	220,000	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	8,183	818		7,365
	14	Other employee salaries and wages	38,994	3,899		35,095
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	23,250	11,625		11,625
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	14,589	3,250		0
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	333	133		0
	24	**Total operating and administrative expenses.** Add lines 13 through 23	85,349	19,725		54,085
	25	Contributions, gifts, grants paid	970,295			1,190,295
	26	**Total expenses and disbursements.** Add lines 24 and 25	1,055,644	19,725		1,244,380
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-319,838			
	b	**Net investment income** (if negative, enter -0-)		716,081		
	c	**Adjusted net income** (if negative, enter -0-)			220,000	

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 (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	51,846	50,328	50,328
	2	Savings and temporary cash investments	23,502	117,534	117,534
	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 (attach schedule) (see page 15 of the 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			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	1,606,765	1,606,765	2,134,001
	c	Investments—corporate bonds (attach schedule)	23,498,202	22,814,976	24,779,357
	11	Investments—land, buildings, and equipment basis ▶ 3,400 Less accumulated depreciation (attach schedule) ▶	3,400	3,400	3,400
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	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)	25,183,715	24,593,003	27,084,620
Liabilities	17	Accounts payable and accrued expenses	10,484	9,610	
	18	Grants payable	270,000		
	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)	280,484	9,610	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☑ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	43,145,469	43,145,469	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	-18,242,238	-18,562,076	
	30	**Total net assets or fund balances** (see page 17 of the instructions)	24,903,231	24,583,393	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	25,183,715	24,593,003	

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	24,903,231
2	Enter amount from Part I, line 27a	2	-319,838
3	Other increases not included in line 2 (itemize) ▶	3	0
4	Add lines 1, 2, and 3	4	24,583,393
5	Decreases not included in line 2 (itemize) ▶	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	24,583,393

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)
1 a	VANGUARD INTER-TERM BOND INDEX SIG	P	2001-01-01	2012-06-28
b	VANGUARD INTER-TERM BOND INDEX SIG	P	2001-01-01	2012-09-13
c	VANGUARD INTER-TERM BOND INDEX SIG	P	2001-01-01	2012-12-18
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	75,000		65,313	9,687
b	50,000		43,218	6,782
c	1,200,000		1,037,243	162,757
d				
e				

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				9,687
b				6,782
c				162,757
d				
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	179,226
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	

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 page 18 of 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	1,288,063	26,761,476	0 048131
2010	1,235,938	26,058,319	0 047430
2009	1,220,973	24,684,864	0 049462
2008	1,233,168	27,356,483	0 045078
2007	1,337,451	29,480,815	0 045367

2	**Total** of line 1, column (d).	2	0 235468
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 047094
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.	4	27,196,258
5	Multiply line 4 by line 3.	5	1,280,781
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	7,161
7	Add lines 5 and 6.	7	1,287,942
8	Enter qualifying distributions from Part XII, line 4.	8	1,244,380

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 page 18 of the instructions)**

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1				
	Date of ruling or determination letter ______ **(attach copy of letter if necessary–see instructions)**				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b			1	14,322
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	14,322
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	14,322
6	Credits/Payments				
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	14,000		
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c	6,000		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	20,000
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached			8	7
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	5,671
11	Enter the amount of line 10 to be **Credited to 2013 estimated tax** ▶ 5,671	**Refunded** ▶		11	0

Part VII-A **Statements Regarding Activities**

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		No
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ 0 **(2)** On foundation managers ▶ $ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ OH			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation*	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		No

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		No
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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶WWW DPANDL COM/COMMUNITY PHP

14 The books are in care of ▶TOM RAGA Telephone no ▶(937) 259-7925

Located at ▶1065 WOODMAN DRIVE DAYTON OH ZIP +4 ▶45432

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?	16		No

See instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes", enter the name of the foreign country ▶

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

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?	☐ Yes ☑ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☑ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☑ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☑ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☑ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	☐ Yes ☑ No			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?		1b		No
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐				
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?		1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))				
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012?	☐ Yes ☑ No			
	If "Yes," list the years ▶ 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		
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?	☐ Yes ☑ No			
b	If "Yes," did it have excess business holdings in 2012 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.)*		3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		No
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		No

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**		
	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**		**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?	**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 (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 Additional Data Table				

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				

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 (see instructions). If none, enter "NONE".

(a) Name and address of each person paid more than $50,000	**(b)** Type of service	**(c)** Compensation
NONE		
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	
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 page 24 of the 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	27,498,334
b	Average of monthly cash balances	1b	108,680
c	Fair market value of all other assets (see instructions)	1c	3,400
d	**Total** (add lines 1a, b, and c)	1d	27,610,414
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	27,610,414
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	414,156
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	27,196,258
6	**Minimum investment return.** Enter 5% of line 5	6	1,359,813

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

1	Minimum investment return from Part X, line 6	1	1,359,813
2a	Tax on investment income for 2012 from Part VI, line 5 — 2a: 14,322		
b	Income tax for 2012 (This does not include the tax from Part VI) — 2b:		
c	Add lines 2a and 2b	2c	14,322
3	Distributable amount before adjustments Subtract line 2c from line 1	3	1,345,491
4	Recoveries of amounts treated as qualifying distributions	4	220,000
5	Add lines 3 and 4	5	1,565,491
6	Deduction from distributable amount (see instructions)	6	0
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	1,565,491

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	1,244,380
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	1,244,380
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	0
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	1,244,380

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				1,565,491
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only.			171,838	
b Total for prior years 20___, 20___, 20___		0		
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 ► $ 1,244,380				
a Applied to 2011, but not more than line 2a			171,838	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2012 distributable amount.				1,072,542
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).)*	0			0
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.		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 instructions			0	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				492,949
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions) . . .	0			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	0			
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 XIV Private Operating Foundations (see instructions and Part VII-A, question 9)

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

b Check box to indicate whether the organization 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	
2a 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 organization 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))

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

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

TOM RAGA EXECUTIVE DIRECTOR
1065 WOODMAN DRIVE
DAYTON,OH 45432
(937) 259-7925

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

THERE IS NO FORMAL APPLICATION FORM REQUESTS SHOULD BE MADE IN WRITING AND INCLUDE 1 A DESCRIPTION OF THE ORGANIZATION'S HISTORY, STRUCTURE, PURPOSE AND THE PROGRAM OR PROJECT FOR WHICH SUPPORT IS NEEDED 2 STATUS AND RESULTS OF PROGRAMS PREVIOUSLY FUNDED BY THE DP&L FOUNDATION 3 A LIST OF OTHER DONORS AND THE LEVEL OF SUPPORT RECEIVED OR REQUESTED 4 A COPY OF THE IRS RULING CLASSIFYING THE ORGANIZATION AS TAX EXEMPT (SECTION 501(C)(3)) AND NOT A PRIVATE FOUNDATION (SECTION 509(A)) OF THE INTERNAL REVENUE CODE 5 A COPY OF THE ORGANIZATION'S MOST RECENT FORM 990 6 AN INDEPENDENT FINANCIAL AUDIT 7 A FINANCIAL BUDGET 8 SOURCES OF INCOME 9 EXPENDITURES BY PROGRAM, ADMINISTRATION AND FUNDRAISING

c Any submission deadlines

CONTRIBUTIONS ARE PLANNED ANNUALLY SO SUBMIT REQUESTS AS FAR IN ADVANCE AS POSSIBLE

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

DP&L ESTABLISHED THE DAYTON POWER AND LIGHT COMPANY FOUNDATION AS A MEANS TO REINVEST IN THE COMMUNITIES IT SERVES AND CONTRIBUTE TO THE REGION'S OVERALL QUALITY OF LIFE THE DP&L FOUNDATION SUPPORTS A VARIETY OF CIVIC, CULTURAL, AND YOUTH ORGANIZATIONS, WITH A PARTICULAR EMPHASIS ON THOSE THAT HAVE AN EDUCATIONAL FOCUS IN REVIEWING EACH REQUEST, THE FOUNDATION IS GUIDED BY THE FOLLOWING CRITERIA 1 VALUE AND BENEFIT TO THE COMMUNITY 2 OVERALL COMMUNITY SUPPORT 3 FINANCIAL VIABILITY AND HEALTH OF THE ORGANIZATION 4 PAST DP&L FOUNDATION SUPPORT THE FOUNDATION DOES NOT GENERALLY FUND 1 INDIVIDUALS 2 RELIGIOUS ORGANIZATIONS 3 NATIONAL ORGANIZATIONS OUTSIDE OF WEST CENTRAL OHIO 4 OTHER FOUNDATIONS 5 CAPITAL CAMPAIGNS 6 ENDOWMENT OR DEVELOPMENTAL FUNDS 7 FRATERNAL, LABOR OR VETERAN ORGANIZATIONS 8 HOSPITAL OPERATING NEEDS 9 SPORTS LEAGUES 10 TELEPHONE OR MASS MAIL SOLICITATION

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* See Additional Data Table				
Total . . . . ▶ **3a**				1,190,295
b *Approved for future payment*				
Total . . . . ▶ **3b**				0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
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	32	
4 Dividends and interest from securities			14	556,548	
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	179,226	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0		735,806	0

13 Total. Add line 12, columns (b), (d), and (e) 13 735,806

(See worksheet in line 13 instructions to verify calculations)

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

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

Part XVII **Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations**

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of			
	(1) Cash.	**1a(1)**		No
	(2) Other assets.	**1a(2)**		No
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization.	**1b(1)**		No
	(2) Purchases of assets from a noncharitable exempt organization.	**1b(2)**		No
	(3) Rental of facilities, equipment, or other assets.	**1b(3)**		No
	(4) Reimbursement arrangements.	**1b(4)**		No
	(5) Loans or loan guarantees.	**1b(5)**		No
	(6) Performance of services or membership or fundraising solicitations.	**1b(6)**		No
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	**1c**		No

d If the answer to any of the above is "Yes," complete the following schedule Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received

(a) Line No	**(b)** Amount involved	**(c)** Name of noncharitable exempt organization	**(d)** Description of transfers, transactions, and sharing arrangements

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

b If "Yes," complete the following schedule

(a) Name of organization	**(b)** Type of organization	**(c)** Description of relationship

Sign Here

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

******	2013-10-01	******
Signature of officer or trustee	Date	Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ☐	PTIN
KAREN O CRIM	KAREN O CRIM			P00368385

Firm's name	BATTELLE & BATTELLE LLP	Firm's EIN 31-0210560
Firm's address	2000 WEST DOROTHY LANE DAYTON, OH 45439	Phone no (937) 298-0201

Form 990PF Part VIII Line 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
TIM RICE 1065 WOODMAN DRIVE DAYTON,OH 45432	PRESIDENT FROM 12/31 0 25	0	0	0
SCOTT J KELLY 1065 WOODMAN DRIVE DAYTON,OH 45432	DIRECTOR TO 12/31 0 25	0	0	0
JOE MULPAS 1065 WOODMAN DRIVE DAYTON,OH 45432	TREASURER TO 6/22 0 25	0	0	0
CRAIG JACKSON 1065 WOODMAN DRIVE DAYTON,OH 45432	TREASURER/TRUSTEE FROM 6/22 0 25	0	0	0
GINNY STRAUSBURG 1065 WOODMAN DRIVE DAYTON,OH 45432	EXECUTIVE DIRECTOR TO 3/1 12 00	6,043	0	0
TOM RAGA 1065 WOODMAN DRIVE DAYTON,OH 45432	EXECUTIVE DIRECTOR FROM 3/12 12 00	2,140	0	0

Form 990PF Part XV Line 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*				
ADAMS COUNTY CHILDRENS HOME 300 N WILSON DRIVE WEST UNION,OH 45693	N/A	GOVERNMENT	GENERAL SUPPORT	480
ADAMS COUNTY MEDICAL FOUNDATION 230 MEDICAL CENTER DRIVE SEAMAN,OH 45679	N/A	170(B)(1)(A)(VI)	GENERAL SUPPORT	10,000
AGAPE DISTRIBUTION 209 BROOKLYN AVE SIDNEY,OH 45365	N/A	RELIGIOUS	GENERAL SUPPORT	6,000
AIR FORCE MUSEUM FOUNDATION INC PO BOX 33624 WRIGHT PATTERSON AFB,OH 45433	N/A	170(B)(1)(A)(VI)	GENERAL SUPPORT	25,000
AIR FORCE RADAR MUSEUM ASSOCIATION INC 9976 STOUDERTOWN ROAD BALTIMORE,OH 43105	N/A	PRIVATE OP FDN	GENERAL SUPPORT	10,000
AMERICAN HEART ASSOCIATION 7272 GREENVILLE AVE DALLAS,TX 75231	N/A	170(B)(1)(A)(VI)	GENERAL SUPPORT	10,000
AMERICAN RED CROSS DAYTON AREA CHAPTER 370 W 1ST ST DAYTON,OH 45402	N/A	170(B)(1)(A)(VI)	GENERAL SUPPORT	40,000
ARTEMIS CENTER 310 W MONUMENT AVENUE DAYTON,OH 45402	N/A	170(B)(1)(A)(VI)	GENERAL SUPPORT	15,000
ARTHRITIS FOUNDATION 3740 RIDGE MILL DR HILLIARD,OH 43026	N/A	170(B)(1)(A)(VI)	GENERAL SUPPORT	7,600
AULLWOOD AUDUBON CENTER AND FARM 1000 AULLWOOD ROAD DAYTON,OH 45414	N/A	170(B)(1)(A)(VI)	GENERAL SUPPORT	10,000
BEAVERCREEK COMMUNITY THEATRE PO BOX 340054 BEAVERCREEK,OH 45434	N/A	509(A)(2)	GENERAL SUPPORT	2,500
BIG BROTHERS BIG SISTERS GREATER MIAMI VALLEY 2211 ARBOR BLVD MORAINE,OH 45439	N/A	509(A)(2)	GENERAL SUPPORT	25,000
BIG BROTHERS BIG SISTERS - MERCER AUGLAIZE & VAN WERT COUNTIES 204 E SPRING STREET PO BOX 304 ST MARYS,OH 45885	N/A	170(B)(1)(A)(VI)	GENERAL SUPPORT	5,000
BIG BROTHERS BIG SISTERS - SHELBY & DARKE COUNTIES PO BOX 885 121 E NORTH ST SIDNEY,OH 45365	N/A	170(B)(1)(A)(VI)	GENERAL SUPPORT	5,000
BOY SCOUTS OF AMERICA MIAMI VALLEY COUNCIL 6550 POE AVENUE DAYTON,OH 45413	N/A	170(B)(1)(A)(VI)	GENERAL SUPPORT	20,000

Form 990PF Part XV Line 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*				
BOY SCOUTS OF AMERICA TECUMSEH COUNCIL 326 SOUTH THOMPSON AVENUE SPRINGFIELD, OH 45506	N/A	509(A)(2)	GENERAL SUPPORT	9,500
BOYS AND GIRLS CLUB OF DAYTON 1828 W STEWART STREET DAYTON, OH 45408	N/A	170(B)(1)(A)(VI)	GENERAL SUPPORT	6,000
BOYS AND GIRLS CLUB OF MAYSVILLE 1 WEST MCDONALD PARKWAY MAYSVILLE, OH 41056	N/A	170(B)(1)(A)(VI)	GENERAL SUPPORT	5,000
BRADFORD OHIO RAILRAOD MUSEUM PO BOX 101 BRADFORD, OH 45308	N/A	509(A)(2)	GENERAL SUPPORT	5,000
BRUKNER NATURE CENTER 5995 HORSESHOE BEND ROAD TROY, OH 45373	N/A	170(B)(1)(A)(VI)	GENERAL SUPPORT	5,000
BRUNNER LITERACY CENTER 4825 SALEM AVENUE DAYTON, OH 45416	N/A	170(B)(1)(A)(VI)	GENERAL SUPPORT	5,000
CANINE COMPANIONS FOR INDEPENDENCE PO BOX 446 SANTA ROSA, CA 95402	N/A	170(B)(1)(A)(VI)	GENERAL SUPPORT	20,000
CAPITOL SQUARE FOUNDATION OHIO STATE HOUSE ROOM 16 COLUMBUS, OH 43215	N/A	509(A)(2)	GENERAL SUPPORT	15,000
CENTER FOR AFRICAN AMERICAN ARTS & CULTURE 1135 W DR M L KING JR WAY DAYTON, OH 45402	N/A	PRIVATE OP FDN	GENERAL SUPPORT	15,000
CHARLES EYER AMERICAN LEGION POST 633 17825 ST RT 247 SEAMAN, OH 45679	N/A	509(A)(2)	GENERAL SUPPORT	200
CHILDREN'S HUNGER ALLIANCE 370 SOUTH FIFTH STREET COLUMBUS, OH 43215	N/A	170(B)(1)(A)(VI)	GENERAL SUPPORT	10,000
CHILDREN'S MEDICAL CENTER ONE CHILDRENS PLAZA DAYTON, OH 45404	N/A	170(B)(1)(A)(III)	GENERAL SUPPORT	10,000
CHRISIIAN MISSIONARY FELLOWSHIP 1414 PORTSMOUTH ROAD PEEBLES, OH 45660	N/A	170(B)(1)(A)(I)	GENERAL SUPPORT	50
CITYFOLK 126 NORTH MAIN STREET DAYTON, OH 45402	N/A	170(B)(1)(A)(VI)	GENERAL SUPPORT	10,000
CLINTON COUNTY YOUTH COUNCIL 302 W SUGARTREE ST WILMINGTON, OH 45177	N/A	509(A)(2)	GENERAL SUPPORT	3,000

Form 990PF Part XV Line 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*				
CLOTHES THAT WORK 1133 S EDWIN C MOSES BLVD 392 DAYTON,OH 45417	N/A	509(A)(2)	GENERAL SUPPORT	10,000
COMMUNITY BLOOD CENTER 349 SOUTH MAIN STREET DAYTON,OH 45402	N/A	509(A)(2)	GENERAL SUPPORT	6,000
COX ARBORETUM & GARDENS 6733 SPRINGBORO PIKE DAYTON,OH 45449	N/A	170(B)(1)(A)(VI)	GENERAL SUPPORT	20,000
CRAYONS TO CLASSROOMS 1511 KUNTZ ROAD DAYTON,OH 45404	N/A	170(B)(1)(A)(VI)	GENERAL SUPPORT	15,000
DARKE COUNTY CENTER FOR THE ARTS BOX 718 GREENVILLE,OH 45331	N/A	509(A)(2)	GENERAL SUPPORT	5,000
DAYBREAK INC 605 S PATTERSON BLVD DAYTON,OH 45402	N/A	170(B)(1)(A)(VI)	GENERAL SUPPORT	20,000
DAYTON ART INSTITUTE 456 BELMONTE PARK NORTH DAYTON,OH 45405	N/A	170(B)(1)(A)(VI)	GENERAL SUPPORT	25,000
DAYTON CONTEMPORARY DANCE COMPANY 840 GERMANTOWN STREET DAYTON,OH 45402	N/A	509(A)(2)	GENERAL SUPPORT	15,000
DAYTON OPERA 126 N MAIN STREET DAYTON,OH 45402	N/A	509(A)(2)	GENERAL SUPPORT	15,000
DAYTON PERFORMING ARTS ALLIANCE 126 N MAIN STREET DAYTON,OH 45402	N/A	509(A)(2)	GENERAL SUPPORT	30,000
DAYTON VISUAL ARTS CENTER (DVAC) 118 N JEFFERSON STREET DAYTON,OH 45402	N/A	509(A)(2)	GENERAL SUPPORT	15,000
EAST END COMMUNITY SERVICES 624 XENIA AVENUE DAYTON,OH 45410	N/A	170(B)(1)(A)(VI)	GENERAL SUPPORT	20,000
EDISON FOUNDATION 1973 EDISON DRIVE PIQUA,OH 45356	N/A	170(B)(1)(A)(IV)	GENERAL SUPPORT	5,000
FAMILY SERVICES ASSOCIATION 2211 ARBOR BLVD DAYTON,OH 45439	N/A	170(B)(1)(A)(VI)	GENERAL SUPPORT	3,000
FAMILY VIOL PREV CTR GREENE CO 380 BELLBROOK AVENUE XENIA,OH 45385	N/A	170(B)(1)(A)(VI)	GENERAL SUPPORT	10,000

Form 990PF Part XV Line 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*				
FARMS FOR CITY KIDS 800 PORT WASHINGTON BOULEVARD PORT WASHINGTON, NY 11050	N/A	170(B)(1)(A)(VI)	GENERAL SUPPORT	5,000
FOOD BANK OF DAYTON 427 WASHINGTON STREET DAYTON, OH 45402	N/A	170(B)(1)(A)(VI)	GENERAL SUPPORT	25,000
FRIENDS OF AULLWOOD 1000 AULLWOOD ROAD DAYTON, OH 45414	N/A	170(B)(1)(A)(VI)	GENERAL SUPPORT	25,000
GOODWILL INDUSTRIESEASTER SEALS 1511 KUNTZ ROAD DAYTON, OH 45404	N/A	170(B)(1)(A)(VI)	GENERAL SUPPORT	25,000
GREATER OHIO POLICY CENTER 399 EAST MAIN STREET NO 220 COLUMBUS, OH 43215	N/A	170(B)(1)(A)(VI)	GENERAL SUPPORT	1,000
HABITAT FOR HUMANITY DAYTON OHIO 3534 LINDEN AVENUE DAYTON, OH 45410	N/A	170(B)(1)(A)(VI)	GENERAL SUPPORT	25,000
HISTORICAL SOCIETY OF VANDALIA-BUTLER PO BOX 243 VANDALIA, OH 45377	N/A	170(B)(1)(A)(VI)	GENERAL SUPPORT	10,000
HUMAN RACE THEATRE COMPANY 126 N MAIN ST SUITE 300 DAYTON, OH 45402	N/A	509(A)(1)	GENERAL SUPPORT	15,000
INTERTERFAITH HOSPITALITY NETWORK OF G C 124 S DETROIT STREET XENIA, OH 45385	N/A	509(A)(2)	GENERAL SUPPORT	5,000
K12 GALLERY FOR YOUNG PEOPLE 510 EAST THIRD STREET PO BOX 1714 DAYTON, OH 45401	N/A	509(A)(2)	GENERAL SUPPORT	20,000
KIDS IN NEW DIRECTIONS (KIND) 2338 EAST FIFTH STREET DAYTON, OH 45403	N/A	170(B)(1)(A)(VI)	GENERAL SUPPORT	5,000
LINDA VISTA PROJECT 1011 LINDA VISTA AVENUE SUITE 5 DAYTON, OH 45405	N/A	170(B)(1)(A)(VI)	GENERAL SUPPORT	5,000
LOGAN COUNTY EDUCATION FOUNDATION 125 SOUTH OPERA STREET BELLEFONTAINE, OH 43311	N/A	509(A)(3) TYPE III-O	GENERAL SUPPORT	5,000
MAD RIVER LOCAL SCHOOLS 801 OLD HARSHMAN ROAD RIVERSIDE, OH 45431	N/A	170(B)(1)(A)(II)	GENERAL SUPPORT	5,000
MANCHESTER EDUCATIONAL FOUNDATION 130 WAYNE FRYE DRIVE MANCHESTER, OH 45144	N/A	509(A)(1)	GENERAL SUPPORT	6,000

Form 990PF Part XV Line 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*				
MAYSVILLE INITIATIVES INC 33 W SECOND STREET THIRD FLOOR MAYSVILLE, KY 41056	N/A	170(B)(1)(A)(VI)	GENERAL SUPPORT	5,000
MUSE MACHINE 126 N MAIN ST SUITE 310 DAYTON, OH 45402	N/A	509(A)(1)	GENERAL SUPPORT	10,000
NATIONAL CONFERENCE FOR COMMUNITY & JUSTICE 14 W FIRST STREET STE 401 DAYTON, OH 45402	N/A	170(B)(1)(A)(VI)	GENERAL SUPPORT	15,000
OUR HOME FAMILY RESOURCE CENTER 117 WSET FAYETTE STREET CELINA, OH 45822	N/A	170(B)(1)(A)(VI)	GENERAL SUPPORT	6,000
PARITY INC PO BOX 20331 DAYTON, OH 45432	N/A	170(B)(1)(A)(VI)	GENERAL SUPPORT	3,000
PEEBLES UNITED METHODIST CHURCH 1370 MEASLEY RIDGE ROAD PEEBLES, OH 45660	N/A	170(B)(1)(A)(I)	GENERAL SUPPORT	230
PIQUA AREA UNITED WAY PO BOX 631 PIQUA, OH 45356	N/A	170(B)(1)(A)(VI)	GENERAL SUPPORT	1,000
PREBLE COUNTY HISTORICAL SOCIETY 7693 SWARTSEL ROAD EATON, OH 45320	N/A	170(B)(1)(A)(VI)	GENERAL SUPPORT	5,000
PROJECT READ 444 W THIRD STREET BLDG 6 RM 130 DAYTON, OH 45402	N/A	170(B)(1)(A)(II)	GENERAL SUPPORT	10,000
REBUILDING TOGETHER DAYTON 1056 BROWN STREET DAYTON, OH 45409	N/A	170(B)(1)(A)(VI)	GENERAL SUPPORT	20,000
SAMARITAN BEHAVOIRAL HEALTH INC 601 S EDWIN C MOSES BLVD DAYTON, OH 45417	N/A	170(B)(1)(A)(VI)	GENERAL SUPPORT	3,200
SINCLAIR COMMUNITY COLLEGE FOUNDATION 444 W THIRD STREET DAYTON, OH 45402	N/A	170(B)(1)(A)(II)	GENERAL SUPPORT	30,000
SOUTHERN STATE COMM COLLEGE FOUNDATION 100 HOBART DRIVE HILLSBORO, OH 45133	N/A	170(B)(1)(A)(II)	GENERAL SUPPORT	5,000
ST CLAIR FOUNDTION (EATON COMM SCHOOLS) 110 WEST MAIN STREET EATON, OH 45320	N/A	170(B)(1)(A)(VI)	GENERAL SUPPORT	5,000
ST VINCENT DE PAUL 1133 S EDWIN C MOSES BLVD STE 300 DAYTON, OH 45417	N/A	170(B)(1)(A)(I)	GENERAL SUPPORT	15,035

Form 990PF Part XV Line 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*				
THINK TV 110 S JEFFERSON STREET DAYTON, OH 45402	N/A	509(A)(1)	GENERAL SUPPORT	15,000
UNITED REHABILITATION SERVICES 4710 OLD TROY PIKE DAYTON, OH 45424	N/A	509(A)(1)	GENERAL SUPPORT	15,000
UNITED WAY OF MIAMI COUNTY 13 EAST MAIN STREET PERU, IN 46970	N/A	170(B)(1)(A)(VI)	GENERAL SUPPORT	2,000
UNITED WAY OF CLINTON COUNTY (WILMINGTON) 31 WEST MAIN STREET WILMINGTON, OH 45177	N/A	509(A)(2)	GENERAL SUPPORT	2,500
UNITED WAY OF THE GREATER DAYTON AREA 33 WEST FIRST STREET DAYTON, OH 45402	N/A	509(A)(1)	GENERAL SUPPORT	135,000
UNIVERSITY OF DAYTON 300 COLLEGE PARK COLLEGE OF ARTS SCIENCES DAYTON, OH 45469	N/A	170(B)(1)(A)(II)	GENERAL SUPPORT	25,000
URBANA FOUNDATION PO BOX 587 URBANA, OH 43078	N/A	170(B)(1)(A)(VI)	GENERAL SUPPORT	5,000
VICTORIA THEATRE ASSOCIATION 138 N MAIN STREET DAYTON, OH 45402	N/A	509(A)(2)	GENERAL SUPPORT	35,000
WACO HISTORICAL SOCIETY INC 1865 S COUNTY ROAD 25-A TROY, OH 45373	N/A	170(B)(1)(A)(VI)	GENERAL SUPPORT	5,000
WILMINGTON COLLEGE PYLE CENTER BOX 1185 1870 QUAKER WAY WILMINGTON, OH 45177	N/A	170(B)(1)(A)(II)	GENERAL SUPPORT	10,000
WOMEN'S CRISIS CENTER-BUFFALO TRACE MAYSVILLE 3580 HARGRAVE DRIVE HEBRON, KY 41048	N/A	509(A)(2)	GENERAL SUPPORT	5,000
WRIGHT DUNBAR 1105 WEST THIRD ST DAYTON, OH 45407	N/A	170(B)(1)(A)(VI)	GENERAL SUPPORT	5,000
WRIGHT STATE UNIVERSITY FOUNDATION 3640 COLONEL GLENN HIGHWAY DAYTON, OH 45435	N/A	170(B)(1)(A)(VI)	GENERAL SUPPORT	5,000
WYSO PUBLIC RADIO 150 EAST SOUTH COLLEGE ST YELLOW SPRINGS, OH 45387	N/A	170(B)(1)(A)(II)	GENERAL SUPPORT	50,000
YMCA CLINTON COUNTY 950 S MAISH RD FRANKFORT, IN 46041	N/A	170(B)(1)(A)(VI)	GENERAL SUPPORT	3,000

Form 990PF Part XV Line 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*				
YMCA FAYETTE COUNTY 100 CIVIC DRIVE WASHINGTON CH,OH 43160	N/A	509(A)(2)	GENERAL SUPPORT	3,000
YMCA GREATER DAYTON 111 W FIRST STREET NO 207 DAYTON,OH 45402	N/A	170(B)(1)(A)(VI)	GENERAL SUPPORT	15,000
YMCA LIMESTONE 1080 US HIGHWAY 68 MAYSVILLE,KY 41056	N/A	509(A)(2)	GENERAL SUPPORT	1,000
YMCA SIDNEY SHELBY COUNTY 300 EAST PARKWOOD STREET SIDNEY,OH 45365	N/A	170(B)(1)(A)(VI)	GENERAL SUPPORT	1,000
YWCA DAYTON 141 W THIRD ST DAYTON,OH 45402	N/A	170(B)(1)(A)(VI)	GENERAL SUPPORT	13,000
Total . . . . ▶ **3a**				1,190,295

TY 2012 Accounting Fees Schedule

Name: THE DAYTON POWER AND LIGHT COMPANY FOUNDATION

EIN: 31-1138883

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	23,250	11,625		11,625

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TY 2012 Investments Corporate Bonds Schedule

Name: THE DAYTON POWER AND LIGHT COMPANY FOUNDATION

EIN: 31-1138883

Name of Bond	End of Year Book Value	End of Year Fair Market Value
VANGUARD SHORT-TERM TREASURY FUND	12,991,464	12,891,204
VANGUARD INSTITUTIONAL INDEX FUND	9,718,653	11,775,275
VANGUARD INTERMEDIATE-TERM BOND INDEX FUND	104,859	112,878

TY 2012 Investments Corporate Stock Schedule

Name: THE DAYTON POWER AND LIGHT COMPANY FOUNDATION

EIN: 31-1138883

Name of Stock	End of Year Book Value	End of Year Fair Market Value
AMERICAN ELECTRIC POWER COMMON STOCK	1,606,765	2,134,001

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TY 2012 Other Expenses Schedule

Name: THE DAYTON POWER AND LIGHT COMPANY FOUNDATION

EIN: 31-1138883

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OHIO FILING FEE	200	0		0
BANK SERVICE FEES	133	133		0

TY 2012 Taxes Schedule

Name: THE DAYTON POWER AND LIGHT COMPANY FOUNDATION

EIN: 31-1138883

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
REAL ESTATE TAX	3,250	3,250		0
FEDERAL EXCISE TAX	11,339	0		0