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Form 990-PF

Return of Private Foundation

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

2012

Open to Public
Inspection

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

For calendar year 2012, or tax year beginning 01-01-2012 , and ending 12-31-2012

Name of foundation THE OTTO M BUDIG FAMILY FOUNDATION		A Employer identification number 31-1411132			
Number and street (or P O box number if mail is not delivered to street address) 6705 WYMAN LANE		B Telephone number (see instructions) (513) 621-6111			
C If exemption application is pending, check here <input checked="" type="checkbox"/> <input type="checkbox"/>					
D 1. Foreign organizations, check here <input checked="" type="checkbox"/> <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input checked="" type="checkbox"/> <input type="checkbox"/>					
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		E If private foundation status was terminated under section 507(b)(1)(A), check here <input checked="" type="checkbox"/> <input type="checkbox"/>			
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input checked="" type="checkbox"/> <input type="checkbox"/>			
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 11	J Accounting method <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	(Part I, column (d) must be on cash basis.)			
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)	1,388,500			
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	51	51		
	4 Dividends and interest from securities.				
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10				
	b Gross sales price for all assets on line 6a _____				
	7 Capital gain net income (from Part IV, line 2) . . .		0		
	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) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	1,388,551	51			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0	0		0
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)	4,376	0		0
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	1	0		0
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	550	0		0
	24 Total operating and administrative expenses.				
Add lines 13 through 23	4,927	0		0	
25 Contributions, gifts, grants paid	1,386,250			1,386,250	
26 Total expenses and disbursements. Add lines 24 and 25	1,391,177	0		1,386,250	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-2,626				
b Net investment income (if negative, enter -0-) . . .		51			
c Adjusted net income (if negative, enter -0-) . . .					

Part III 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	2,637	11	11
2	Savings and temporary cash investments			
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)			
c	Investments—corporate bonds (attach schedule)			
11	Investments—land, buildings, and equipment basis ► Less accumulated depreciation (attach schedule) ►			
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)	2,637	11	11
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 (attach schedule)			
22	Other liabilities (describe ►)			
23	Total liabilities (add lines 17 through 22)	0	0	0
Net Assets or Fund Balances				
24	Unrestricted			
25	Temporarily restricted			
26	Permanently restricted			
27	Capital stock, trust principal, or current funds	0	0	0
28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	0
29	Retained earnings, accumulated income, endowment, or other funds	2,637	11	11
30	Total net assets or fund balances (see page 17 of the instructions)	2,637	11	11
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	2,637	11	11

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	2,637
2	Enter amount from Part I, line 27a	2	-2,626
3	Other increases not included in line 2 (itemize) ►	3	0
4	Add lines 1, 2, and 3	4	11
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	11

Part IV Capital Gains and Losses for Tax on Investment Income

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.

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 <input type="checkbox"/> and enter "N/A" on line 1	1	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		
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)	2	0
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		
3	Add lines 1 and 2.		
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	3	1
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		
6	Credits/Payments		
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	6a
b	Exempt foreign organizations—tax withheld at source		
c	Tax paid with application for extension of time to file (Form 8868)		
d	Backup withholding erroneously withheld		
7	Total credits and payments Add lines 6a through 6d.	7	0
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached		
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	8	9
11	Enter the amount of line 10 to be Credited to 2013 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>		
		11	1

Part VII-A Statements Regarding Activities

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? <input checked="" type="checkbox"/>	1a	Yes
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)?		
c	Did the foundation file Form 1120-POL for this year?		
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ _____ 0 (2) On foundation managers <input type="checkbox"/> \$ _____ 0	1b	Yes
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____ 0		
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>		
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	2	No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?		
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? <i>If "Yes," attach the statement required by General Instruction T.</i>	3	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?		
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>		
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> OH	4a	No
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? <i>If "No," attach explanation.</i>		
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>		
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	5	No
		6	Yes
		7	Yes
		8b	Yes
		9	No
		10	No

Part VII-A Statements Regarding Activities (continued)

11		No
12		No
13	Yes	

Website address ► N/A

14 The books are in care of ► OTTO M BUDIG JR Telephone no ► (513) 621-6111
 Located at ► 6705 WYMAN LANE CINCINNATI OH ZIP +4 ► 45243

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

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? ► <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		
1b 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)? ► <input type="checkbox"/> Organizations relying on a current notice regarding disaster assistance check here.	1b	
1c 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? ► <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	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? ► <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ► 20____, 20____, 20____, 20____	2a	
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) ► <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	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? ► <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	3a	
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.) ► <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? ► <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	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? ► <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	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))? (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? (3) Provide a grant to an individual for travel, study, or other similar purposes? (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). (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? Organizations relying on a current notice regarding disaster assistance check here. <input checked="" type="checkbox"/>		5b
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?	<input type="checkbox"/> Yes <input type="checkbox"/> No	
<p><i>If "Yes," attach the statement required by Regulations section 53.4945–5(d).</i></p>			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <i>If "Yes" to 6b, file Form 8870.</i>		6b No
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?		7b

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).

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				

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		

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 0
b	Average of monthly cash balances.	1b 63,698
c	Fair market value of all other assets (see instructions).	1c 0
d	Total (add lines 1a, b, and c).	1d 63,698
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 63,698
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4 955
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5 62,743
6	Minimum investment return. Enter 5% of line 5.	6 3,137

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 3,137
2a	Tax on investment income for 2012 from Part VI, line 5.	2a 1
b	Income tax for 2012 (This does not include the tax from Part VI).	2b
c	Add lines 2a and 2b.	2c 1
3	Distributable amount before adjustments Subtract line 2c from line 1.	3 3,136
4	Recoveries of amounts treated as qualifying distributions.	4 0
5	Add lines 3 and 4.	5 3,136
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 3,136

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 1,386,250
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 1,386,250
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 1,386,250

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				3,136
2 Undistributed income, if any, as of the end of 2012			0	
a Enter amount for 2011 only.				
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2012				
a From 2007.	3,149,437			
b From 2008.	2,443,021			
c From 2009.	2,499,666			
d From 2010.	1,372,722			
e From 2011.	2,075,154			
f Total of lines 3a through e.	11,540,000			
4 Qualifying distributions for 2012 from Part XII, line 4 ► \$ 1,386,250				
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).	1,386,250			
d Applied to 2012 distributable amount.			0	
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).)	3,136			3,136
6 Enter the net total of each column as indicated below:	12,923,114			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
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				0
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)	3,146,301			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	9,776,813			
10 Analysis of line 9				
a Excess from 2008.	2,443,021			
b Excess from 2009.	2,499,666			
c Excess from 2010.	1,372,722			
d Excess from 2011.	2,075,154			
e Excess from 2012.	1,386,250			

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. <input type="text"/>			
b	Check box to indicate whether the organization is a private operating foundation described in section <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)			
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))

OTTO M BUDIG

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 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	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			► 3a	1,386,250
b Approved for future payment				
Total			► 3b	0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income	Excluded by section 512, 513, or 514	(e) Related or exempt function income (See instructions)	
		(a) Business code	(b) Amount		(c) Exclusion code
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	51
4 Dividends and interest from securities.					
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					
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		51
13 Total. Add line 12, columns (b), (d), and (e). (See worksheet in line 13 instructions to verify calculations.)				13	51

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

2012

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

► Attach to Form 990, 990-EZ, or 990-PF.

Name of the organization
THE OTTO M BUDIG FAMILY FOUNDATION**Employer identification number**

31-1411132

Organization type (check one)**Filers of:****Section:**

Form 990 or 990-EZ

501(c)() (enter number) organization
 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
 527 political organization

Form 990-PF

501(c)(3) exempt private foundation
 4947(a)(1) nonexempt charitable trust treated as a private foundation
 501(c)(3) taxable private foundation

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

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

Special Rules

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

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

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

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

Name of organization

THE OTTO M BUDIG FAMILY FOUNDATION

Employer identification number

31-1411132

Part I Contributors (see instructions) Use duplicate copies of Part I if additional space is needed			
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	OTTO M BUDIG 6705 WYMAN LN CINCINNATI, OH 45243	\$ 1,388,500	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>
			(Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>
			(Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>
			(Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>
			(Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>
			(Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>
			(Complete Part II if there is a noncash contribution)

Name of organization THE OTTO M BUDIG FAMILY FOUNDATION	Employer identification number 31-1411132
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Part III *Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year.* Complete columns (a) through (e) and the following line entry
For organizations completing Part III, enter the total of *exclusively religious, charitable, etc., contributions of \$1,000 or less* for the year (Enter this information once See instructions) ► \$
Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	<p data-bbox="750 553 980 579">(e) Transfer of gift</p> <p data-bbox="215 583 700 610">Transferee's name, address, and ZIP 4</p> <hr data-bbox="189 646 1403 652"/> <hr data-bbox="189 666 1403 674"/> <hr data-bbox="189 679 1403 687"/>	<p data-bbox="949 583 1438 610">Relationship of transferor to transferee</p> <hr data-bbox="750 666 1403 674"/> <hr data-bbox="750 679 1403 687"/>	
	<p data-bbox="254 772 482 796">(b) Purpose of gift</p> <hr data-bbox="189 851 1403 857"/> <hr data-bbox="189 863 1403 869"/> <hr data-bbox="189 875 1403 881"/>	<p data-bbox="759 772 933 796">(c) Use of gift</p> <hr data-bbox="602 851 1059 857"/> <hr data-bbox="602 863 1059 869"/> <hr data-bbox="602 875 1059 881"/>	<p data-bbox="1130 772 1557 796">(d) Description of how gift is held</p> <hr data-bbox="1059 851 1403 857"/> <hr data-bbox="1059 863 1403 869"/> <hr data-bbox="1059 875 1403 881"/>
	<p data-bbox="215 1005 700 1029">(e) Transfer of gift</p> <p data-bbox="215 1035 700 1060">Transferee's name, address, and ZIP 4</p> <hr data-bbox="189 1068 1403 1076"/> <hr data-bbox="189 1080 1403 1086"/>	<p data-bbox="949 1005 1438 1029">Relationship of transferor to transferee</p> <hr data-bbox="750 1068 1403 1076"/> <hr data-bbox="750 1080 1403 1086"/>	
	<p data-bbox="254 1197 482 1222">(b) Purpose of gift</p> <hr data-bbox="189 1287 602 1293"/> <hr data-bbox="189 1297 602 1305"/> <hr data-bbox="189 1309 602 1315"/>	<p data-bbox="759 1197 933 1222">(c) Use of gift</p> <hr data-bbox="602 1287 1059 1293"/> <hr data-bbox="602 1297 1059 1305"/> <hr data-bbox="602 1309 1059 1315"/>	<p data-bbox="1130 1197 1557 1222">(d) Description of how gift is held</p> <hr data-bbox="1059 1287 1403 1293"/> <hr data-bbox="1059 1297 1403 1305"/> <hr data-bbox="1059 1309 1403 1315"/>
	<p data-bbox="215 1422 700 1449">(e) Transfer of gift</p> <p data-bbox="215 1453 700 1479">Transferee's name, address, and ZIP 4</p> <hr data-bbox="189 1487 1403 1493"/> <hr data-bbox="189 1497 1403 1506"/>	<p data-bbox="949 1422 1438 1449">Relationship of transferor to transferee</p> <hr data-bbox="750 1487 1403 1493"/> <hr data-bbox="750 1497 1403 1506"/>	
	<p data-bbox="254 1615 482 1641">(b) Purpose of gift</p> <hr data-bbox="189 1737 602 1745"/> <hr data-bbox="189 1749 602 1755"/> <hr data-bbox="189 1761 602 1767"/>	<p data-bbox="759 1615 933 1641">(c) Use of gift</p> <hr data-bbox="602 1737 1059 1745"/> <hr data-bbox="602 1749 1059 1755"/> <hr data-bbox="602 1761 1059 1767"/>	<p data-bbox="1130 1615 1557 1641">(d) Description of how gift is held</p> <hr data-bbox="1059 1737 1403 1745"/> <hr data-bbox="1059 1749 1403 1755"/> <hr data-bbox="1059 1761 1403 1767"/>
	<p data-bbox="215 1808 700 1832">(e) Transfer of gift</p> <p data-bbox="215 1838 700 1862">Transferee's name, address, and ZIP 4</p> <hr data-bbox="189 1870 1403 1879"/> <hr data-bbox="189 1883 1403 1889"/>	<p data-bbox="949 1808 1438 1832">Relationship of transferor to transferee</p> <hr data-bbox="750 1870 1403 1879"/> <hr data-bbox="750 1883 1403 1889"/>	

TY 2012 Distribution from Corpus Election

Name: THE OTTO M BUDIG FAMILY FOUNDATION

EIN: 31-1411132

Election: TREATMENT OF QUALIFYING DISTRIBUTIONS ELECTION UNDER INTERNAL REVENUE CODE SECTION 4942(H)(2) AND REG. 53.4942 (A)-3(D)(2), THE NON OPERATING PRIVATE FOUNDATION ELECTS TO TREAT CURRENT YEAR QUALIFYING DISTRIBUTIONS IN EXCESS OF IMMEDIATELY PRECEEDING TAX YEAR'S UNDISTRIBUTED INCOME AS BEING MADE OUT OF:CORPUS

TY 2012 ExplanOfLegisPoliticalActvts

Name: THE OTTO M BUDIG FAMILY FOUNDATION

EIN: 31-1411132

Explanation: THE FOUNDATION MADE TWO DISTRIBUTIONS IN SUPPORT OF POLITICAL CANDIDATE. THE FOUNDATIONS MANAGER MISTAKENLY USED THE FOUNDATIONS CHECKING ACCOUNT TO ISSUE THESE CHECKS INSTEAD OF USING HIS/HER PRIVATE CHECKING ACCOUNT. WHEN THE FOUNDATION REALIZED THAT A MISTAKE HAD BEEN MADE THE MANAGER PROMPTLY ATTEMPTED TO RECOVER THE FUNDS AND DEPOSIT SAID FUNDS BACK INTO THE FOUNDATIONS ACCOUNT TO BE USED EXCLUSIVELY FOR FUTURE CHARITABLE OR EDUCATIONAL PURPOSES. THE TOTAL AMOUNT OF THE POLITICAL DISTRIBUTION WAS \$550. THE FOUNDATION HAS ESTABLISHED SAFEGUARDS TO PREVENT FUTURE IMPERMISSIBLE EXPENDITURES IN THE FUTURE.

TY 2012 Legal Fees Schedule

Name: THE OTTO M BUDIG FAMILY FOUNDATION

EIN: 31-1411132

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	4,376	0		0

TY 2012 Other Expenses Schedule

Name: THE OTTO M BUDIG FAMILY FOUNDATION

EIN: 31-1411132

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
POLITICAL EXPENSES	550	0		0

TY 2012 Taxes Schedule

Name: THE OTTO M BUDIG FAMILY FOUNDATION**EIN:** 31-1411132

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
IRS	1	0		0

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
OTTO M BUDIG	PRESIDENT 1 00	0	0	0
6705 WYMAN LN CINCINNATI, OH 45243				
SANDRA F BUDIG	TRUSTEE 0 50	0	0	0
6705 WYMAN LN CINCINNATI, OH 45243				
MARK E BUDIG	TRUSTEE 0 50	0	0	0
6705 WYMAN LN CINCINNATI, OH 45243				
DAVID H BUDIG	TRUSTEE 0 50	0	0	0
6705 WYMAN LN CINCINNATI, OH 45243				
JULIE B HELD	TRUSTEE 0 50	0	0	0
6705 WYMAN LN CINCINNATI, OH 45243				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
ARTS WAVE 20 EAST CENTRAL PARKWAY CINCINNATI, OH 45202	NONE	TAX-EXEMPT	UNRESTRICTED CONTRIBUTION	15,000
CINCINNATI ARTS ASSOCIATION 650 WALNUT ST CINCINNATI, OH 45202	NONE	TAX-EXEMPT	UNRESTRICTED CONTRIBUTION	6,000
CINCINNATI BALLET 1555 CENTRAL PKWY CINCINNATI, OH 45214	NONE	TAX-EXEMPT	UNRESTRICTED CONTRIBUTION	265,000
CINCINNATI MUSEUM CENTER 1301 WESTERN AVE CINCINNATI, OH 45203	NONE	TAX-EXEMPT	UNRESTRICTED CONTRIBUTION	35,000
CINCINNATI PARKS FOUNDATION 950 EDEN PARK DRIVE CINCINNATI, OH 45202	NONE	TAX-EXEMPT	UNRESTRICTED CONTRIBUTION	3,500
CINCINNATI PLAYHOUSE IN THE PARK PO BOX 6537 CINCINNATI, OH 45206	NONE	TAX-EXEMPT	UNRESTRICTED CONTRIBUTION	100,000
CINCINNATI PUBLIC RADIO 1223 CENTRAL PKWY CINCINNATI, OH 45214	NONE	TAX-EXEMPT	UNRESTRICTED CONTRIBUTION	30,000
CINCINNATI SHAKESPEARE THEATRE 717 RACE ST CINCINNATI, OH 45202	NONE	TAX-EXEMPT	UNRESTRICTED CONTRIBUTION	32,500
CINCINNATI SYMPHONY ORCHESTRA 1241 ELM ST CINCINNATI, OH 45202	NONE	TAX-EXEMPT	UNRESTRICTED CONTRIBUTION	68,500
CINCINNATI ZOO AND BOTANICAL GARDEN 3400 VINE ST CINCINNATI, OH 45220	NONE	TAX-EXEMPT	UNRESTRICTED CONTRIBUTION	75,500
CONTEMPORARY ARTS CENTER 44 E 6TH ST CINCINNATI, OH 45202	NONE	TAX-EXEMPT	UNRESTRICTED CONTRIBUTION	2,500
CONTEMPORARY DANCE THEATER 1805 LARCH AVENUE CINCINNATI, OH 45224	NONE	TAX-EXEMPT	UNRESTRICTED CONTRIBUTION	11,000
DAVID DAY DESIGNER & ASSOCIATES 1310 PENDLETON STREET STUDIO 704 CINCINNATI, OH 45202	NONE	TAX-EXEMPT	UNRESTRICTED CONTRIBUTION	30,000
ENSEMBLE THEATRE OF CINCINNATI 1127 VINE ST CINCINNATI, OH 45202	NONE	TAX-EXEMPT	UNRESTRICTED CONTRIBUTION	180,000
FUTURE WORLD PRODUCTIONS 4910 READING ROAD CINCINNATI, OH 45237	NONE	TAX-EXEMPT	UNRESTRICTED CONTRIBUTION	1,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
NAME AND ADDRESS (HOME OR BUSINESS)				
a Paid during the year				
LEARNING THROUGH ART 1420 SYCAMORE ST CINCINNATI, OH 45202	NONE	TAX-EXEMPT	UNRESTRICTED CONTRIBUTION	20,000
MT VERNON LADIES ASSOCIATION PO BOX 110 MOUNT VERNON, VA 22121	NONE	TAX-EXEMPT	UNRESTRICTED CONTRIBUTION	105,000
OHIO CITIZENS FOR THE ARTS 77TH SOUTH HIGH STREET 2ND FLOOR COLUMBUS, OH 43215	NONE	TAX-EXEMPT	UNRESTRICTED CONTRIBUTION	1,000
SCHOOL FOR CREATIVE AND PERFORMING ARTS 108 WEST CENTRAL PARKWAY CINCINNATI, OH 45202	NONE	TAX-EXEMPT	UNRESTRICTED CONTRIBUTION	2,500
SPCA 11900 CONREY ROAD CINCINNATI, OH 45249	NONE	TAX-EXEMPT	UNRESTRICTED CONTRIBUTION	21,500
THE MERCANTILE LIBRARY 414 WALNUT STREET CINCINNATI, OH 45202	NONE	TAX-EXEMPT	UNRESTRICTED CONTRIBUTION	2,750
THE SALVATION ARMY 114 EAST CENTRAL PARKWAY PO BOX 596 CINCINNATI, OH 45201	NONE	TAX-EXEMPT	UNRESTRICTED CONTRIBUTION	25,000
TRISTATE WARBIRD 4021 BORMAN DRIVE BATAVIA, OH 45103	NONE	TAX-EXEMPT	UNRESTRICTED CONTRIBUTION	15,000
UNITED WAY 2400 READING RD 103 CINCINNATI, OH 45202	NONE	TAX-EXEMPT	UNRESTRICTED CONTRIBUTION	52,500
UNIVERSITY OF CINCINNATI FOUNDATION- CCM 2600 CLIFTON AVE CINCINNATI, OH 45221	NONE	TAX-EXEMPT	UNRESTRICTED CONTRIBUTION	78,000
AFTA PO BOX 42070 CINCINNATI, OH 45242	NONE	TAX-EXEMPT	UNRESTRICTED CONTRIBUTION	200
FALCON THEATRE 5269 PONCE LANE CINCINNATI, OH 45238	NONE	TAX-EXEMPT	UNRESTRICTED CONTRIBUTION	250
HATMAKER FOUNDATION 644 LINN ST STE 200 CINCINNATI, OH 45203	NONE	TAX-EXEMPT	UNRESTRICTED GRANT	5,000
GREATER CINCINNATI TELEVISION EDUCATIONAL FOUNDATION 1223 CENTRAL PKWY CINCINNATI, OH 45214	NONE	TAX-EXEMPT	UNRESTRICTED CONTRIBUTION	10,000
MICHAEL SCOTMSR 20 SPUR RANCH ROAD LAMY, NM 87540	NONE	TAX-EXEMPT	UNRESTRICTED GRANT	16,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
THE SEVEN HILLS SCHOOLS 5400 RED BANK RD CINCINNATI, OH 45227	NONE	TAX-EXEMPT	UNRESTRICTED GRANTS	1,000
SOUP ANGELS OF NYACK 22 SHERIDAN AVE CONGERS, NY 10920	NONE	TAX-EXEMPT	UNRESTRICTED GRANTS	500
ST BONIFACE SCHOOL 4305 PITTS AVE CINCINNATI, OH 45223	NONE	TAX-EXEMPT	UNRESTRICTED GRANT	1,000
CLARK MONTESSORI SCHOOL 3030 ERIE AVE CINCINNATI, OH 45208	NONE	TAX-EXEMPT	UNRESTRICTED GRANT	200
TRIAD 7439 MONTGOMERY RD CINCINNATI, OH 45236	NONE	TAX-EXEMPT	UNRESTRICTED GRANT	3,850
THE DIPLOMATIC RECEPTION ROOMS AT THE STATE DEPARTMENT 2201 C ST NW WASHINGTON, DC 20520	NONE	TAX-EXEMPT	UNRESTRICTED GRANT	15,000
ANTIQUES FESTIVAL 87 W JACKSON STREET MILLERSBURG, OH 44654	NONE	TAX-EXEMPT	UNRESTRICTED GRANT	2,500
CINCINNATI ARTS CAMPAIGN 650 WALNUT ST CINCINNATI, OH 45202	NONE	TAX-EXEMPT	UNRESTRICTED GRANT	1,000
LEAGUE OF AMERICAN ORCHESTRAS 33 WEST 60TH STREET NEW YORK, NY 10023	NONE	TAX-EXEMPT	UNRESTRICTED GRANT	1,000
MUSIC HALL REVITALIZATION COMPANY 1241 ELM ST CINCINNATI, OH 45202	NONE	TAX-EXEMPT	UNRESTRICTED GRANT	150,000
Total			► 3a	1,386,250