



See a Social Security Number? Say Something!  
Report Privacy Problems to <https://public.resource.org/privacy>  
Or call the IRS Identity Theft Hotline at 1-800-908-4490



Form **990-PF**  
 Department of the Treasury  
 Internal Revenue Service

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

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

OMB No 1545-0052

**2012**

Open to Public Inspection

For calendar year 2012 or tax year beginning , and ending

Name of foundation <b>HOLT FOUNDATION I/M</b>		A Employer identification number <b>31-6671181</b>
Number and street (or P O box number if mail is not delivered to street address) <b>60 MAIN ST</b>		B Telephone number (see instructions) <b>(908) 397-4261</b>
Room/suite		
City or town, state, and ZIP code <b>CLINTON NJ 08809</b>		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) <b>\$ 719,420</b>	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

**Part I Analysis of Revenue and Expenses** (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)
<b>Revenue</b>				
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	23,901	23,901		
5 a Gross rents				
b Net rental income or (loss)				
6 a Net gain or (loss) from sale of assets not on line 10	17,800			
b Gross sales price for all assets on line 6a <b>153,380</b>				
7 Capital gain net income (from Part IV, line 2)		17,800		
8 Net short-term capital gain				
9 Income modifications				
10 a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)				
12 Total. Add lines 1 through 11	41,701	41,701	0	
<b>Operating and Administrative Expenses</b>				
13 Compensation of officers, directors, trustees, etc				
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16 a Legal fees (attach schedule)				
b Accounting fees (attach schedule)	675			675
c Other professional fees (attach schedule)	7,163	7,163		
17 Interest				
18 Taxes (attach schedule) (see instructions)	525	91		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule)	60			60
24 Total operating and administrative expenses. Add lines 13 through 23	8,423	7,254	0	735
25 Contributions, gifts, grants paid	36,100			36,100
26 Total expenses and disbursements. Add lines 24 and 25	44,523	7,254	0	36,835
27 Subtract line 26 from line 12	-2,822			
a Excess of revenue over expenses and disbursements				
b Net investment income (if negative, enter -0-)		34,447		
c Adjusted net income (if negative, enter -0-)			0	

SCANNED JUN 04 2013

RECEIVED  
 MAY 28 2013  
 GGDEN, UT  
 IRS-OSC

ps

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			
		Beginning of year	End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	8,727	19,604	19,604
	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 instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	507,002	494,580	699,816
	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	<b>Total assets</b> (to be completed by all filers—see the instructions Also, see page 1, item I)	515,729	514,184	719,420	
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	<b>Total liabilities</b> (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input type="checkbox"/>				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input checked="" type="checkbox"/>				
	27	Capital stock, trust principal, or current funds	515,729	514,184	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds				
30	<b>Total net assets or fund balances</b> (see instructions)	515,729	514,184		
31	<b>Total liabilities and net assets/fund balances</b> (see instructions)	515,729	514,184		

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	515,729
2	Enter amount from Part I, line 27a	2	-2,822
3	Other increases not included in line 2 (itemize) ▶ See Attached Statement	3	1,279
4	Add lines 1, 2, and 3	4	514,186
5	Decreases not included in line 2 (itemize) ▶ CY LATE POSTING MUTUAL FUNDS	5	2
6	<b>Total net assets or fund balances at end of year</b> (line 4 minus line 5)—Part II, column (b), line 30	6	514,184

**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.)
<b>1a</b> See Attached Statement				
<b>b</b> See Attached Statement				
<b>c</b> See Attached Statement				
<b>d</b> See Attached Statement				
<b>e</b> See Attached Statement				
(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)	
<b>a</b>			0	
<b>b</b>			0	
<b>c</b>			0	
<b>d</b>			0	
<b>e</b>			0	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(i) F M V as of 12/31/69
(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))	
<b>a</b>			0	
<b>b</b>			0	
<b>c</b>			0	
<b>d</b>			0	
<b>e</b>			0	
<b>2</b> 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	<b>2</b>	17,800
<b>3</b> 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			<b>3</b>	0

**Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income**

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?  Yes  No  
If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

**1** Enter the appropriate amount in each column for each year, see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011	40,085	683,479	0.058648
2010	37,418	635,938	0.058839
2009	34,934	558,728	0.062524
2008	40,773	705,511	0.057792
2007	36,168	834,526	0.043340
<b>2</b> Total of line 1, column (d)			<b>2</b> 0.281143
<b>3</b> 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			<b>3</b> 0.056229
<b>4</b> Enter the net value of noncharitable-use assets for 2012 from Part X, line 5			<b>4</b> 705,003
<b>5</b> Multiply line 4 by line 3			<b>5</b> 39,642
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)			<b>6</b> 344
<b>7</b> Add lines 5 and 6			<b>7</b> 39,986
<b>8</b> Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions			<b>8</b> 36,835

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

<b>1 a</b> Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
<b>b</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	<b>1</b>	689	
<b>c</b> All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
<b>2</b> Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	<b>2</b>	0	
<b>3</b> Add lines 1 and 2	<b>3</b>	689	
<b>4</b> Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	<b>4</b>		
<b>5</b> Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-	<b>5</b>	689	
<b>6</b> Credits/Payments			
<b>a</b> 2012 estimated tax payments and 2011 overpayment credited to 2012	<b>6a</b>		
<b>b</b> Exempt foreign organizations—tax withheld at source	<b>6b</b>		
<b>c</b> Tax paid with application for extension of time to file (Form 8868)	<b>6c</b>		
<b>d</b> Backup withholding erroneously withheld	<b>6d</b>		
<b>7</b> Total credits and payments Add lines 6a through 6d	<b>7</b>	0	
<b>8</b> Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	<b>8</b>		
<b>9</b> Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	<b>9</b>	689	
<b>10</b> Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	<b>10</b>	0	
<b>11</b> Enter the amount of line 10 to be Credited to 2013 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	<b>11</b>	0	

**Part VII-A Statements Regarding Activities**

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

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	13	X	
14	The books are in care of ▶ JOHN C HOLT Telephone no ▶ (908) 397-4261 Located at ▶ 60 MAIN ST, CLINTON NJ ZIP+4 ▶ 08809			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year ▶ 15			
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ▶	16	Yes	No
				X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days ) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>	1b	
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ 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	X
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012 )	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b	X

**Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**

**5a** During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?  Yes  No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?  Yes  No

(3) Provide a grant to an individual for travel, study, or other similar purposes?  Yes  No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)  Yes  No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?  Yes  No

**b** If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here  **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?  Yes  No **7b**  
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?  Yes  No **6b** X  
If "Yes" to 6b, file Form 8870

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

**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?  Yes  No **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
JOHN C. HOLT 60 MAIN ST CLINTON, NJ 08809 0	TRUSTEE	0		
ANN C. HOLT 60 MAIN ST CLINTON, NJ 08809	TRUSTEE	0		
JOHN M. HOLT 17 GEORGES PLACE CLINTON, NJ 08809	TRUSTEE	0		
SARA H. RUDE 909 COUNTY HIGHWAY 601 SKILLMAN, NJ 0	TRUSTEE	0		

**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**

**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		
<b>Total number of others receiving over \$50,000 for professional services</b>		

**Part IX-A Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 NONE	
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 NONE	
2	
All other program-related investments See instructions	
3 NONE	
<b>Total. Add lines 1 through 3</b>	0

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	696,468
<b>b</b>	Average of monthly cash balances	<b>1b</b>	19,271
<b>c</b>	Fair market value of all other assets (see instructions)	<b>1c</b>	
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	715,739
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	715,739
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	<b>4</b>	10,736
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	705,003
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	35,250

**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)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	35,250
<b>2a</b>	Tax on investment income for 2012 from Part VI, line 5	<b>2a</b>	689
<b>b</b>	Income tax for 2012 (This does not include the tax from Part VI)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	689
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	34,561
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	
<b>5</b>	Add lines 3 and 4	<b>5</b>	34,561
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	
<b>7</b>	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	34,561

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
<b>a</b>	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	<b>1a</b>	36,835
<b>b</b>	Program-related investments—total from Part IX-B	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	36,835
<b>5</b>	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)	<b>5</b>	
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	36,835

**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
<b>1</b> Distributable amount for 2012 from Part XI, line 7				34,561
<b>2</b> Undistributed income, if any, as of the end of 2012				
<b>a</b> Enter amount for 2011 only			0	
<b>b</b> Total for prior years 20____, 20____, 20____				
<b>3</b> Excess distributions carryover, if any, to 2012				
<b>a</b> From 2007				
<b>b</b> From 2008	5,951			
<b>c</b> From 2009	7,130			
<b>d</b> From 2010	5,785			
<b>e</b> From 2011	6,841			
<b>f</b> Total of lines 3a through e	25,707			
<b>4</b> Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 36,835				
<b>a</b> Applied to 2011, but not more than line 2a				
<b>b</b> Applied to undistributed income of prior years (Election required—see instructions)				
<b>c</b> Treated as distributions out of corpus (Election required—see instructions)				
<b>d</b> Applied to 2012 distributable amount				34,561
<b>e</b> Remaining amount distributed out of corpus	2,274			
<b>5</b> Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a) )				
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	27,981			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b			0	
<b>c</b> 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				
<b>d</b> Subtract line 6c from line 6b Taxable amount—see instructions				
<b>e</b> Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount—see instructions				0
<b>f</b> Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				0
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
<b>8</b> Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)				
<b>9</b> Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	27,981			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2008	5,951			
<b>b</b> Excess from 2009	7,130			
<b>c</b> Excess from 2010	5,785			
<b>d</b> Excess from 2011	6,841			
<b>e</b> Excess from 2012	2,274			

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

N/A

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

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

**2 a** Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

	Tax year	Prior 3 years			(e) Total
	(a) 2012	(b) 2011	(c) 2010	(d) 2009	
<b>b</b> 85% of line 2a					0
<b>c</b> Qualifying distributions from Part XII, line 4 for each year listed					0
<b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities					0
<b>e</b> Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					0
<b>3</b> Complete 3a, b, or c for the alternative test relied upon					
<b>a</b> "Assets" alternative test—enter					
<b>(1)</b> Value of all assets					0
<b>(2)</b> Value of assets qualifying under section 4942(j)(3)(B)(i)					0
<b>b</b> "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					0
<b>c</b> "Support" alternative test—enter					
<b>(1)</b> Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					0
<b>(2)</b> Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0
<b>(3)</b> Largest amount of support from an exempt organization					0
<b>(4)</b> Gross investment income					0

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

**1 Information Regarding Foundation Managers:**

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

ANN HOLT

**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

N/A

**2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**

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

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

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

**c** Any submission deadlines

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

**Part XV** Supplementary Information (continued)

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

Recipient	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)				
<b>a</b> <i>Paid during the year</i> See Attached Statement				
<b>Total</b>			▶ <b>3a</b>	36,100
<b>b</b> <i>Approved for future payment</i> NONE				
<b>Total</b>			▶ <b>3b</b>	0





HOLT FOUNDATION I/M  
 EIN: 31-6671181  
 FYE: 12/31/12

Security Category	Account #	EIN	CUSIP	Asset Name	UNITS	FMV	Fed Cost
Savings & Temp	003716	31-6671181		CASH - INCOME	19,777 27	\$19,777 27	\$19,777 27
Savings & Temp	003716	31-6671181		CASH - PRINCIPAL	-19,777 27	(\$19,777 27)	(\$19,777 27)
Savings & Temp	003716	31-6671181	745997379	PEAPACK-GLADSTONE MONEY MARKET	19,603 63	\$19,603 63	\$19,603 63
						<u>\$19,603.63</u>	<u>\$19,603.63</u>
Other Investment	003716	31-6671181	002824100	ABBOTT LABS	250	\$16,375 00	\$12,681 83
Other Investment	003716	31-6671181	009156106	AIR PRODUCTS & CHEMICALS INC	200	\$16,804 00	\$9,639 98
Other Investment	003716	31-6671181	064058209	BANK OF NEW YORK MELLON 5 200% PFD	1,000 00	\$25,130 00	\$24,815 00
Other Investment	003716	31-6671181	09247X101	BLACKROCK INC CL A	75	\$15,503 25	\$13,796 50
Other Investment	003716	31-6671181	166764100	CHEVRON CORPORATION	125	\$13,517 50	\$8,514 99
Other Investment	003716	31-6671181	171232101	CHUBB CORP	200	\$15,064 00	\$8,543 54
Other Investment	003716	31-6671181	17310G202	CITIGROUP CAPITAL XV 6 500% PFD	1,000 00	\$25,100 10	\$24,715 00
Other Investment	003716	31-6671181	22160K105	COSTCO WHOLESALE CORP NEW	175	\$17,277 75	\$8,654 74
Other Investment	003716	31-6671181	235851102	DANAHER CORP	440	\$24,596 00	\$12,126 22
Other Investment	003716	31-6671181	254687106	DISNEY WALT CO NEW	300	\$14,937 00	\$4,862 40
Other Investment	003716	31-6671181	263534109	DU PONT E I DE NEMOURS & CO	400	\$17,991 40	\$18,279 92
Other Investment	003716	31-6671181	30231G102	EXXONMOBIL CORP	150	\$12,982 50	\$10,904 10
Other Investment	003716	31-6671181	369604103	GENERAL ELECTRIC CORP	1,050 00	\$22,039 50	\$16,443 00
Other Investment	003716	31-6671181	38144X500	GOLDMAN SACHS GROUP 6 200% PFD SER B	1,000 00	\$25,150 00	\$24,478 78
Other Investment	003716	31-6671181	452308109	ILLINOIS TOOL WKS INC	250	\$15,202 50	\$13,228 20
Other Investment	003716	31-6671181	458140100	INTEL CORP	500	\$10,310 00	\$10,010 00
Other Investment	003716	31-6671181	459200101	INTL BUSINESS MACHINES CORP	150	\$28,732 50	\$12,187 50
Other Investment	003716	31-6671181	464287556	ISHARES NASDAQ BIOTECH INDX	125	\$17,152 50	\$8,422 58
Other Investment	003716	31-6671181	478160104	JOHNSON & JOHNSON	200	\$14,020 00	\$12,895 46
Other Investment	003716	31-6671181	46625H100	JP MORGAN CHASE & CO	300	\$13,190 73	\$5,525 97
Other Investment	003716	31-6671181	548661107	LOWES COS INC	400	\$14,208 00	\$8,369 98
Other Investment	003716	31-6671181	580135101	MCDONALDS CORP	200	\$17,642 00	\$14,976 46
Other Investment	003716	31-6671181	590199204	MERRILL LYNCH CAP 6 450% PFD SER K	1,000 00	\$24,930 00	\$23,355 50
Other Investment	003716	31-6671181	713448108	PEPSICO INC	160	\$10,948 80	\$8,153 60
Other Investment	003716	31-6671181	742718109	PROCTER & GAMBLE CO	190	\$12,899 10	\$10,364 58
Other Investment	003716	31-6671181	74460W800	PUBLIC STORAGE 5 375% PFD SER V	1,000 00	\$25,800 00	\$24,965 00
Other Investment	003716	31-6671181	747525103	QUALCOMM INC	215	\$13,299 81	\$8,209 98
Other Investment	003716	31-6671181	806857108	SCHLUMBERGER LTD	250	\$17,324 65	\$9,682 48
Other Investment	003716	31-6671181	857477509	STATE STREET CORP 5 250% PFD SER C	1,000 00	\$25,410 00	\$25,000 00
Other Investment	003716	31-6671181	871829107	SYSCO CORP	430	\$13,613 80	\$10,285 56
Other Investment	003716	31-6671181	913017109	UNITED TECHNOLOGIES CORP	200	\$16,402 00	\$8,482 00
Other Investment	003716	31-6671181	918204108	V F CORP	100	\$15,097 00	\$5,730 66
Other Investment	003716	31-6671181	922042858	VANGUARD FTSE EMERGING MARKETS ETF	800	\$35,624 00	\$19,544 00
Other Investment	003716	31-6671181	922908595	VANGUARD SMALL CAP GROWTH ETF	400	\$35,612 00	\$15,279 96
Other Investment	003716	31-6671181	922908611	VANGUARD SMALL CAP VALUE ETF	475	\$34,508 75	\$16,496 75
Other Investment	003716	31-6671181	61747WAD1	MORGAN STANLEY 2 875% 1/24/14	25,000 00	\$25,420 00	\$24,957 50
						<u>\$699,816.14</u>	<u>\$494,579.72</u>
				TOTAL CASH, SAVINGS, & OTHER INVESTMENTS		\$719,419.77	\$614,183.36
				TOTAL CASH & SAVINGS		\$19,603.63	\$19,603.63
				TOTAL OTHER INVESTMENTS		\$699,816.14	\$494,579.72

HOLT FOUNDATION I/M

31-6671181 Page 1 of 3

**Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year**

Recipient(s) paid during the year

Name

AMERICA'S GROW-A-ROW

Street

City	State	Zip Code	Foreign Country
------	-------	----------	-----------------

Relationship	Foundation Status
NONE	N/A

Purpose of grant/contribution	Amount
GENERAL	2,000

Name

CLINTON FIRE DEPARTMENT

Street

City	State	Zip Code	Foreign Country
------	-------	----------	-----------------

Relationship	Foundation Status
NONE	PUBLIC CHARITY

Purpose of grant/contribution	Amount
GENERAL	2,000

Name

CLINTON EMS

Street

City	State	Zip Code	Foreign Country
------	-------	----------	-----------------

Relationship	Foundation Status
NONE	N/A

Purpose of grant/contribution	Amount
GENERAL	2,000

Name

CLINTON SUNRISE ROTARY

Street

City	State	Zip Code	Foreign Country
------	-------	----------	-----------------

Relationship	Foundation Status
NONE	PUBLIC CHARITY

Purpose of grant/contribution	Amount
GENERAL	3,000

Name

CRAWFORD HOUSE

Street

City	State	Zip Code	Foreign Country
------	-------	----------	-----------------

Relationship	Foundation Status
NONE	PUBLIC CHARITY

Purpose of grant/contribution	Amount
GENERAL	3,000

Name

HUNTERDON LAND TRUST

Street

City	State	Zip Code	Foreign Country
------	-------	----------	-----------------

Relationship	Foundation Status
NONE	N/A

Purpose of grant/contribution	Amount
GENERAL	2,000

HOLT FOUNDATION I/M

31-6671181 Page 2 of 3

**Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year**

Recipient(s) paid during the year

**Name**

HUNTERDON PREVENTION RESOURCES

**Street**

City	State	Zip Code	Foreign Country
------	-------	----------	-----------------

Relationship NONE	Foundation Status PUBLIC CHARITY
----------------------	-------------------------------------

Purpose of grant/contribution GENERAL	Amount 3,000
--	-----------------

**Name**

MONTGOMERY TOWNSHIP FIRE DEPARTMENT

**Street**

City	State	Zip Code	Foreign Country
------	-------	----------	-----------------

Relationship NONE	Foundation Status PUBLIC CHARITY
----------------------	-------------------------------------

Purpose of grant/contribution GENERAL	Amount 1,000
--	-----------------

**Name**

MONTGOMERY TOWNSHIP EMS

**Street**

City	State	Zip Code	Foreign Country
------	-------	----------	-----------------

Relationship NONE	Foundation Status N/A
----------------------	--------------------------

Purpose of grant/contribution GENERAL	Amount 1,000
--	-----------------

**Name**

OPEN CUPBOARD FOOD PANTRY

**Street**

City	State	Zip Code	Foreign Country
------	-------	----------	-----------------

Relationship NONE	Foundation Status PUBLIC CHARITY
----------------------	-------------------------------------

Purpose of grant/contribution GENERAL	Amount 5,000
--	-----------------

**Name**

SAFE IN HUNTERDON

**Street**

City	State	Zip Code	Foreign Country
------	-------	----------	-----------------

Relationship NONE	Foundation Status PUBLIC CHARITY
----------------------	-------------------------------------

Purpose of grant/contribution GENERAL	Amount 1,000
--	-----------------

**Name**

SHANNON DALY MEMORIAL FUND

**Street**

City	State	Zip Code	Foreign Country
------	-------	----------	-----------------

Relationship NONE	Foundation Status PUBLIC CHARITY
----------------------	-------------------------------------

Purpose of grant/contribution GENERAL	Amount 3,500
--	-----------------

HOLT FOUNDATION I/M

31-6671181 Page 3 of 3

**Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year**

Recipient(s) paid during the year

Name

SOMERSET CHAPLAINCY TO THE ELDERLY

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status PUBLIC CHARITY		
Purpose of grant/contribution GENERAL			Amount 3,200

Name

THE RAPTOR TRUST

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status N/A		
Purpose of grant/contribution GENERAL			Amount 2,400

Name

VISITING HEALTH AND SUPPORTING SERVICES

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status N/A		
Purpose of grant/contribution GENERAL			Amount 1,000

Name

HUNTERDON HOSPICE

Street

City	State	Zip Code	Foreign Country
Relationship NONE	Foundation Status N/A		
Purpose of grant/contribution GENERAL			Amount 1,000

Name

Street

City	State	Zip Code	Foreign Country
Relationship	Foundation Status		
Purpose of grant/contribution			Amount

Name

Street

City	State	Zip Code	Foreign Country
Relationship	Foundation Status		
Purpose of grant/contribution			Amount



**Part I, Line 16b (990-PF) - Accounting Fees**

		675	0	0	675
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEES	675			675

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

		7,163	7,163	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	OTHER PROFESSIONAL FEES	7,163	7,163		

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

		525	91	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAX WITHHELD	91	91		
2	PY EXCISE TAX DUE	434			

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

		60	0	0	60
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	STATE AG FEES	60	0		60

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

1	Description	Num Shares/ Face Value	Book Value		FMV	
			Beg of Year	End of Year	Beg of Year	End of Year
			507,002	494,580	663,866	699,816
			507,002	494,580	663,866	699,816

**Part III (990-PF) - Changes in Net Assets or Fund Balances**

---

**Line 3 - Other increases not included in Part III, Line 2**

1	COST BASIS ADJUSTMENT	1	1,033
2	PY LATE POSTING MUTUAL FUNDS	2	246
3	Total	3	1,279

---

**Line 5 - Decreases not included in Part III, Line 2**

1	CY LATE POSTING MUTUAL FUNDS	1	2
2	Total	2	2

---



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

	Name	Check "X" If Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account
1	JOHN C HOLT		60 MAIN ST	CLINTON	NJ	08809		TRUSTEE		0	0	0
2	ANN C HOLT		60 MAIN ST	CLINTON	NJ	08809		TRUSTEE		0	0	0
3	JOHN M HOLT		17 GEORGES PLACE	CLINTON	NJ	08809		TRUSTEE		0	0	0
4	SARA H RUDE		909 COUNTY HIGHWAY 601	SKILLMAN	NJ	08558		TRUSTEE		0	0	0

**Part IX-B, Line 3 (990-PF) - Other Program-Related Investments**

	Description 1	Description 2	Description 3	Amount
1	NONE			0

**Part XV, Lines 1a-1b (990-PF) - Information Regarding Foundation Managers**

---

List Managers who contributed more than 2%  
of the total contributions received by the foundation

1	ANN HOLT
2	
3	
4	
5	
6	
7	
8	
9	
10	

List Managers who own 10% or more of the stock  
of a corporation of which the foundation has a 10%  
or greater interest

1	N/A
2	
3	
4	
5	
6	
7	
8	
9	
10	

---