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

OMB No 1545-0052

2012**Open to Public Inspection**Department of the Treasury
Internal Revenue Service

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

For calendar year 2012 or tax year beginning

, 2012, and ending

, 20

Name of foundation

THE TRIPLE T FOUNDATION 4067-63-4/5

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

Room/suite

GLENMEDE TRUST CO, N.A., 1650 MARKET ST

1200

City or town, state, and ZIP code

PHILADELPHIA, PA 19103-7391

Check all that apply:

☐ Initial return☐ Initial return of a former public charity☐ Final return☐ Amended return☐ Address change☐ Name change

H Check type of organization:

☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust☐ Other taxable private foundation

I Fair market value of all assets at end

of year (from Part II, col. (c), line

16) \$ 8,442,920.

J Accounting method: ☒ Cash ☐ Accrual☐ Other (specify) _____

(Part I, column (d) must be on cash basis.)

A Employer identification number

34-1811968

B Telephone number (see instructions)

215- 419-6000

C If exemption application is
pending, check here ☐D 1 Foreign organizations, check here ☐2 Foreign organizations meeting the
85% test, check here and attach
computation ☐E If private foundation status was terminated
under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination
under section 507(b)(1)(B), check here ☐**Part I Analysis of Revenue and Expenses** (The
total of amounts in columns (b), (c), and (d)
may not necessarily equal the amounts in
column (a) (see instructions).)(a) Revenue and
expenses per
books(b) Net investment
income(c) Adjusted net
income(d) Disbursements
for charitable
purposes
(cash basis only)

1 Contributions, gifts, grants, etc., received (attach schedule)

148,826.

2 Check ☐ if the foundation is not required to
attach Sch. B

3 Interest on savings and temporary cash investments

47.

47.

N/A

4 Dividends and interest from securities

215,010.

215,010.

5a Gross rents

b Net rental income or (loss)

6a Net gain or (loss) from sale of assets not on line 10

277,512.

b Gross sales price for all
assets on line 6a 565,432.

7 Capital gain net income (from Part IV, line 2)

277,512.

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)

-8,069.

-8,069.

STMT 1

12 Total. Add lines 1 through 11.

633,326.

484,500.

13 Compensation of officers, directors, trustees, etc.

14 Other employee salaries and wages

15 Pension plans, employee benefits

16a Legal fees (attach schedule)

b Accounting fees (attach schedule)

3,200.

NONE

NONE

3,200.

c Other professional fees (attach schedule)

16,720.

16,720.

17 Interest

18 Taxes (attach schedule) (see instructions)

200.

19 Depreciation (attach schedule) and depletion

20 Occupancy

21 Travel, conferences, and meetings

22 Printing and publications

23 Other expenses (attach schedule) STMT. 2

895.

895.

24 Total operating and administrative expenses.

Add lines 13 through 23

21,015.

16,720.

NONE

4,095.

25 Contributions, gifts, grants paid

251,850.

251,850.

26 Total expenses and disbursements Add lines 24 and 25

272,865.

16,720.

NONE

255,945.

27 Subtract line 26 from line 12:

a Excess of revenue over expenses and disbursements

360,461.

b Net investment income (if negative, enter -0-)

467,780.

c Adjusted net income (if negative, enter -0-)

N/A

SCANNED MAY 29 2013

Revenue

Operating and Administrative Expenses

ENVELOPE MAY 15 2013
POSTMARK DATE

3

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		3.	368.	368.
	2	Savings and temporary cash investments		574,586.	661,829.	661,829.
	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)				
	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)			2,626,426.	2,899,284.	7,780,723.
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)			3,201,015.	3,561,481.	8,442,920.
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)				NONE
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ☐ and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ☒					
	27	Capital stock, trust principal, or current funds			2,982,738.	3,376,336.
	28	Paid-in or capital surplus, or land, bldg, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds			218,277.	185,145.
	30	Total net assets or fund balances (see instructions)			3,201,015.	3,561,481.
	31	Total liabilities and net assets/fund balances (see instructions)			3,201,015.	3,561,481.

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	3,201,015.
2	Enter amount from Part I, line 27a	2	360,461.
3	Other increases not included in line 2 (itemize) ▶ <u>ROUNDING</u>	3	5.
4	Add lines 1, 2, and 3	4	3,561,481.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	3,561,481.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs MLC Co.)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a PUBLICLY TRADED SECURITIES			P	VARIOUS	VARIOUS
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a 565,432.		287,920.	277,512.		
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69					
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col. (j), if any	(l) Gains (Col (h) gain minus col. (k), but not less than -0-) or Losses (from col (h))		
a			277,512.		
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)			2	277,512.	
If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7					
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):			3		
If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8					

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	688,874.	7,821,290.	0.088077
2010	317,417.	7,627,256.	0.041616
2009	221,330.	6,712,879.	0.032971
2008	467,483.	8,142,803.	0.057411
2007	560,380.	10,185,410.	0.055018
2 Total of line 1, column (d)			2 0.275093
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 0.055019
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5			4 8,089,572.
5 Multiply line 4 by line 3			5 445,080.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 4,678.
7 Add lines 5 and 6			7 449,758.
8 Enter qualifying distributions from Part XII, line 4			8 255,945.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter: _____ (attach copy of letter if necessary - see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		1	9,356.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	
3 Add lines 1 and 2		3	9,356.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	NONE
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	9,356.
6 Credits/Payments:			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	2,956.	
b Exempt foreign organizations - tax withheld at source	6b	NONE	
c Tax paid with application for extension of time to file (Form 8868)	6c	NONE	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	2,956.	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	6,400.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be: Credited to 2013 estimated tax ☐ Refunded ☐	11		

Part VII-A Statements Regarding Activities

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

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?	13	X	
Website address ▶ N/A				
14	The books are in care of ▶ SEE STATEMENT 3	Telephone no. ▶		
Located at ▶		ZIP+4 ▶		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here	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	Yes	No
See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶				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?	☐ Yes	☒ No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes	☒ No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes	☒ No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes	☒ No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes	☒ No
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	☐ Yes	☒ No
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b	N/A
Organizations relying on a current notice regarding disaster assistance check here		
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c	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?	☐ Yes	☒ No
If "Yes," list the years ▶		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)	2b	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes	☒ No
b If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012)	3b	N/A
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b	X

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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)? ☐ Yes ☒ No

5b N/A

Organizations relying on a current notice regarding disaster assistance check here ☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☒ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ 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 N/A

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ALISON JONES P.O. BOX 800, CHARDON, OH 44024	TRUSTEE 1		- 0 -	- 0 -
WARREN JONES P.O. BOX 800, CHARDON, OH 44024	TRUSTEE 1			
EDITH BASTIAN P.O. BOX 800, CHARDON, OH 44024	TRUSTEE 1			
ELLEN NORDELL P.O. BOX 800, CHARDON, OH 44024	TRUSTEE 1			

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 ☐

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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		NONE
Total number of others receiving over \$50,000 for professional services		NONE

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (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	
Total. Add lines 1 through 3	

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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	7,636,391.
b	Average of monthly cash balances	1b	576,372.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	8,212,763.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	8,212,763.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	123,191.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	8,089,572.
6	Minimum investment return. Enter 5% of line 5	6	404,479.

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	404,479.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	9,356.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	9,356.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	395,123.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	395,123.
6	Deduction from distributable amount (see instructions)	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	395,123.

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	255,945.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	255,945.
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	N/A
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	255,945.

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				395,123.
2 Undistributed income, if any, as of the end of 2012:				
a Enter amount for 2011 only			NONE	
b Total for prior years: 20 <u>10</u> , 20 <u> </u> , 20 <u> </u>		NONE		
3 Excess distributions carryover, if any, to 2012:				
a From 2007	NONE			
b From 2008	NONE			
c From 2009	NONE			
d From 2010	57,618.			
e From 2011	691,708.			
f Total of lines 3a through e	749,326.			
4 Qualifying distributions for 2012 from Part XII, line 4: ► \$ <u>255,945.</u>				
a Applied to 2011, but not more than line 2a			NONE	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2012 distributable amount				255,945.
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)	139,178.			139,178.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	610,148.			
b Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
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		NONE		
d Subtract line 6c from line 6b. Taxable amount - see instructions		NONE		
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount - see instructions			NONE	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				NONE
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	NONE			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)	NONE			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	610,148.			
10 Analysis of line 9:				
a Excess from 2008	NONE			
b Excess from 2009	NONE			
c Excess from 2010	NONE			
d Excess from 2011	610,148.			
e Excess from 2012	NONE			

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

NOT APPLICABLE

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

b Check box to indicate whether the foundation is a private operating foundation described in section

4942(j)(3) or

4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2012	(b) 2011	(c) 2010	(d) 2009	
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 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).)

NONE

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

NONE

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

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

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

N/A

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

N/A

c Any submission deadlines:

N/A

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

N/A

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 SCHEDULE ATTACHED				251,850.
Total			▶ 3a	251,850.
b Approved for future payment N/A				
Total			▶ 3b	-0-

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? a Transfers from the reporting foundation to a noncharitable exempt organization of: (1) Cash (2) Other assets b Other transactions: (1) Sales of assets to a noncharitable exempt organization (2) Purchases of assets from a noncharitable exempt organization (3) Rental of facilities, equipment, or other assets (4) Reimbursement arrangements (5) Loans or loan guarantees (6) Performance of services or membership or fundraising solicitations c Sharing of facilities, equipment, mailing lists, other assets, or paid employees d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.		Yes	No
	1a(1)		X
	1a(2)		X
	1b(1)		X
	1b(2)		X
	1b(3)		X
	1b(4)		X
	1b(5)		X
	1b(6)		X
	1c		X

[illegible]

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

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

**Sign
Here**

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

Signature of officer or trustee

8-1-13
Date

► Trustee
Title

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

**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's signature

Date

Check ☐ if self-employed

PTIN

P01072411

FRANCIS X. MEHAFFEY

Firm's name **THE GLENMEDE TRUST COMPANY, N.A.**

Firm's EIN ▶ 32-0274136

Firm's address ► 1650 MARKET STREET, SUITE 1200

PHILADELPHIA, PA 19103-7391

Phone no. 215-419-6000

Schedule of Contributors

OMB No 1545-0047

2012

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

Name of the organization

Employer identification number

THE TRIPLE T FOUNDATION 4067-63-4/5

34-1811968

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 TRIPLE T FOUNDATION 4067-63-4/5	Employer identification number 34-1811968
--	---

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	ALISON C. JONES 1999 CLUT C/O GLENMEDE TRUST CO., N.A. PHILADELPHIA, PA 19103-7391	\$ 47,366.	Person ☒ TRUST Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
2	ALISON C JONES & THEODORE T JONES C/O GLENMEDE TRUST CO., N.A., PHILADELPHIA, PA 19103-7391	\$ 83,695.	Person ☒ TRUST Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
3	EDITH J BASTIN 2001 CLUT C/O GLENMEDE TRUST CO., N.A., PHILADELPHIA, PA 19103-7391	\$ 8,768.	Person ☒ TRUST Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
4	ELLEN W JONES NORDELL 2001 CLUT C/O GLENMEDE TRUST CO., N.A., PHILADELPHIA, PA 19103.7391	\$ 8,997.	Person ☒ TRUST Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)

THE TRIPLE T FOUNDATION
ACCOUNT #4067-63-4/5
EIN: 34-1811968
TAX YEAR ENDING 12/31/12

**ATTACHMENTS PAGE 1 FORM 990-PF AND SCHEDULE B
PART I ANALYSIS OF REVENUE AND EXPENSES**

REVENUE:		COLUMN A	COLUMN B	COLUMN D
LINE 1	CONTRIBUTIONS - RECEIVED FROM THE FOLLOWING: - SEE SCHEDULE B ATTACHED	148,826		
LINE 3	INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS - BANK INTEREST	47	47	
LINE 4	DIVIDENDS AND INTEREST FROM SECURITIES - DIVIDENDS AND INTEREST	215,010	215,010	
LINE 11	OTHER INCOME - PARTNERSHIP INVESTMENT INCOME PER K-1'S	-8,069	-8,069	
EXPENSES:				
LINE 16b	ACCOUNTING FEES - THE GLENMEDE TRUST COMPANY, N.A. TAX PREPARATION FEE	3,200	0	3,200
LINE 16c	OTHER PROFESSIONAL FEES - THE GLENMEDE TRUST COMPANY INVESTMENT MANAGEMENT FEE	16,720	16,720	0
LINE 18	TAXES - EXCISE TAX PAYMENTS	200	0	0
LINE 23	OTHER EXPENSES - TREASURER OF THE STATE OF OHIO ANNUAL FILING FEE - ASSOCIATION OF SMALL FOUNDATIONS	200 695 895	0 0 0	200 695 895

COMBINED STATEMENT OF ASSETS
THE TRIPLE T FOUNDATION IA
12/31/12
4067-63-4/5

Shares/Par	Description of Assets	Bond Rtg	Unit Tax Cost	Tax Cost	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
Cash & Reserves									
632922	GLENMEDE FUND INC-TAX EXEMPT CASH PORT DTD 10/24/1988 (TAXEXEMPT)		1.00	632,922	1.00	632,922		0	0.00
367+	Cash		1.00	368	1.00	368		0	0.00
Cash & Reserves Total									
				633,290		633,290		0	0.00
Equities									
Basic Industries									
560	3M CO (MMM)		42.69	23,906	92.85	51,996	28,090	1,322	2.54
2720	EATON CORP PLC ORDINARY (ETN)		51.66	140,502	54.18	147,370	6,868	4,134	2.81
18231	GENERAL ELECTRIC CO. (GE)		0.26	4,659	20.99	382,669	378,010	13,856	3.62
2140	HONEYWELL INTERNATIONAL INC (HON)		34.01	72,789	63.47	135,826	63,037	3,510	2.58
410	ILLINOIS TOOL WORKS (ITW)		46.91	19,232	60.81	24,932	5,701	623	2.50
200	RPM INC. (RPM)		15.36	3,072	29.36	5,872	2,800	180	3.07
11187	UNITED TECHNOLOGIES CORP. (UTX)		5.28	59,080	82.01	917,446	858,366	23,940	2.61
Total									
				323,240		1,666,111	1,342,870	47,565	2.85
Communication Services									
23040	TELEFONICA DE ESPANA S.A. SPONSORED ADR (TEF)		2.69	61,891	13.49	310,810	248,918	38,177	12.28
Total									
				61,891		310,810	248,918	38,177	12.28
Consumer Discretionary									

COMBINED STATEMENT OF ASSETS
THE TRIPLE T FOUNDATION IA
12/31/12
4067-63-4/5

Shares/Par	Description of Assets	Bond Rtg	Unit Tax Cost	Tax Cost	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
420	BED BATH & BEYOND INC (BBBY)		60.32	25,333	55.91	23,482	1,851-	0	0.00 #
1634	HOME DEPOT INC. (HD)		21.35	34,891	61.85	101,063	66,172	1,895	1.88 #
280	MCDONALDS CORP. (MCD)		55.06	15,416	88.21	24,699	9,283	862	3.49
890	OMNICOM GROUP (OMC)		29.04	25,849	49.96	44,464	18,616	1,068	2.40 #
233	TARGET CORP (TGT)		29.68	6,916	59.17	13,787	6,870	336	2.43
1670	TJX COS INC (TJX)		10.69	17,857	42.45	70,892	53,034	768	1.08
Total				126,262		278,387	152,125	4,929	1.77
Consumer Staples									
540	COLGATE PALMOLIVE CO. (CL)		56.86	30,704	104.54	56,452	25,747	1,339	2.37
1000	CVS CORP (CVS)		28.68	28,684	48.35	48,350	19,667	900	1.86 #
540	H J HEINZ CO. (HNZ)		31.48	17,001	57.68	31,147	14,146	1,112	3.57
830	KELLOGG CO. (K)		40.60	33,699	55.85	46,356	12,656	1,461	3.15 #
1300	PEPSICO INC. (PEP)		0.18	232	88.43	88,959	88,727	2,795	3.14
530	PHILIP MORRIS INTERNATIONAL (PM)		56.09	29,730	83.64	44,329	14,600	1,802	4.07 #
5230	PROCTER & GAMBLE CO. (PG)		38.78	202,814	67.89	355,065	152,251	11,757	3.31 #
1120	WALGREEN CO. (WAG)		33.08	37,050	37.01	41,451	4,401	1,232	2.97 #
Total				379,914		712,109	332,194	22,398	3.15
Energy									
500	ANADARKO PETROLEUM CORP. (APC)		38.95	19,477	74.31	37,155	17,678	180	0.48
640	BAKER HUGHES INC. (BHI)		39.94	25,564	40.85	26,143	579	384	1.47 #
8010	BP PLC SPONS ADR (BP)		11.06	88,568	41.64	333,536	244,968	17,302	5.19 #
1086	CHEVRON CORP (CVX)		70.73	76,817	108.14	117,440	40,623	3,910	3.33 #
167	DEVON ENERGY CORP (DVN)		19.78	3,304	52.04	8,691	5,387	134	1.54
480	ENSCO PLC SHS CLASS A (ESV)		49.04	23,539	59.28	28,454	4,916	720	2.53
7470	EXXON MOBIL CORPORATION (XOM)		22.02	164,483	86.55	646,529	482,045	17,032	2.63 #

COMBINED STATEMENT OF ASSETS
THE TRIPLE T FOUNDATION IA
12/31/12
4067-63-4/5

Shares/Par	Description of Assets	Bond Rtg	Unit Tax Cost	Tax Cost	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
140	NATIONAL OILWELL VARCO INC (NOV)		66.39	9,295	68.35	9,569	274	73	0.76
200	OCCIDENTAL PETROLEUM CORP. (OXY)		105.22	21,043	76.61	15,322	5,721-	432	2.82
1164	REPSOL ADR (REPY)		7.41	8,623	20.22	23,534	14,910	1,867	7.93
300	SCHLUMBERGER LTD. (SLB)		44.47	13,340	69.30	20,790	7,450	330	1.59 #
	Total			454,053		1,267,163	813,109	42,364	3.34
Financials									
6890	AMERICAN EXPRESS CO. (AXP)		10.73	73,954	57.48	396,037	322,083	5,512	1.39 #
1241	AMERIPRISE FINANCIAL INC (AMP)		5.63	6,987	62.63	77,724	70,737	2,234	2.87 #
3000	BANK OF AMERICA CORP (BAC)		2.34	7,009	11.61	34,830	27,821	120	0.34
2780	BANK OF NEW YORK MELLON CORP (BK)		3.31	9,197	25.70	71,446	62,249	1,446	2.02
2000	BERKSHIRE HATHAWAY INC-CL B (BRK.B)		14.06	28,117	89.70	179,400	151,283	0	0.00
145	BLACKROCK INC (BLK)		194.65	28,224	206.71	29,973	1,749	870	2.90
1500	CHARLES SCHWAB CORP. (SCHW)		15.08	22,613	14.36	21,540	1,073-	360	1.67 #
4106	GROUPON INC (GRPN)		7.90	32,429	4.86	19,955	12,474-	0	0.00
230	JPMORGAN CHASE & CO (JPM)		37.53	8,632	43.97	10,113	1,481	276	2.73
4138	LINCOLN NATIONAL CORP IND (LNC)		7.37	30,496	25.90	107,174	76,678	1,986	1.85 #
800	NORTHERN TRUST CORP (NTRS)		54.13	43,300	50.16	40,128	3,172-	960	2.39 #
540	PNC FINANCIAL SERVICES GROUP (PNC)		56.56	30,543	58.31	31,487	945	864	2.74 #
800	THE TRAVELERS COMPANIES INC (TRV)		34.14	27,310	71.82	57,456	30,146	1,472	2.56
300	TORCHMARK CORP (TMK)		16.23	4,870	51.67	15,501	10,631	180	1.16
	Total			353,681		1,092,764	739,083	16,280	1.49

COMBINED STATEMENT OF ASSETS
THE TRIPLE T FOUNDATION IA
12/31/12
4067-63-4/5

Shares/Par	Description of Assets	Bond Rtg	Unit Tax Cost	Tax Cost	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
Health Care									
1790	ABBOTT LABORATORIES (ABT)		11.99	21,454	65.50	117,245	95,791	1,002	0.85 #
3624	BAXTER INTL. INC. (BAX)		15.35	55,616	66.66	241,576	185,960	6,523	2.70 #
3104	BRISTOL MYERS SQUIBB CO. (BMY)		13.58	42,160	32.59	101,159	58,999	4,346	4.30 #
240	C R BARD INC. (BCR)		98.43	23,623	97.74	23,458	166-	192	0.82
190	EXPRESS SCRIPTS HOLDING INC (ESRX)		23.02	4,374	54.00	10,260	5,886	0	0.00
1013	JOHNSON & JOHNSON (JNJ)		61.18	61,971	70.10	71,011	9,041	2,472	3.48 #
1040	ELI LILLY & CO. (LLY)		40.90	42,540	49.32	51,293	8,753	2,038	3.97 #
1230	MEDTRONIC INC. (MDT)		31.56	38,823	41.02	50,455	11,631	1,279	2.54 #
3350	MERCK & CO INC (MRK)		0.12	412	40.94	137,149	136,737	5,762	4.20 #
14698	PFIZER INC. (PFE)		5.45	80,037	25.08	368,616	288,578	14,110	3.83 #
290	ROCHE HOLDINGS LTD		48.14	13,961	50.25	14,574	612	447	3.07
	SPONSORED ADR (RHHBY)								
670	WATERS CORP (WAT)		33.81	22,654	87.12	58,370	35,716	0	0.00 #
Reits									
Total				407,625		1,245,166	837,540	38,171	3.07
4000	ANNALY CAPITAL MANAGEMENT (NLY)		14.50	58,017	14.04	56,160	1,857-	7,200	12.82 #
524	VENTAS INC (VTR)		18.24	9,558	64.72	33,913	24,355	1,300	3.83
Technology									
Total				67,575		90,073	22,498	8,500	9.44
1050	ACCENTURE PLC (ACN)		27.77	29,158	66.50	69,825	40,667	1,701	2.44
560	AMPHENOL CORP-CL A (APH)		29.28	16,398	64.70	36,232	19,834	235	0.65 #
220	APPLE INC. (AAPL)		109.56	24,104	532.17	117,078	92,974	2,332	1.99 #
650	AVAGO TECHNOLOGIES LTD (AVGO)		33.53	21,796	31.65	20,573	1,223-	442	2.15 #
733	CISCO SYSTEMS (CSCO)		18.59	13,626	19.65	14,403	777	410	2.85

COMBINED STATEMENT OF ASSETS
THE TRIPLE T FOUNDATION IA
12/31/12
4067-63-4/5

Shares/Par	Description of Assets	Bond Rtg	Unit Tax Cost	Tax Cost	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
3050	CORNING INC. (GLW)		13.29	40,542	12.62	38,491	2,051-	1,098	2.85 #
7400	HEWLETT PACKARD CORP. (HPQ)		3.79	28,048	14.25	105,450	77,402	3,907	3.71 #
235	INTERNATIONAL BUSINESS MACHINES CORP. (IBM)		105.12	24,703	191.55	45,014	20,311	799	1.78
2685	MICROSOFT CORP. (MSFT)		16.20	43,487	26.71	71,716	28,229	2,470	3.44 #
2667	ORACLE CORP (ORCL)		19.85	52,949	33.32	88,864	35,915	640	0.72 #
770	PAYCHEX INC (PAYX)		33.18	25,549	31.10	23,947	1,602-	1,016	4.24
630	QUALCOMM CORP. (QCOM)		62.38	39,298	61.86	38,972	326-	630	1.62
Total				359,658		670,565	310,906	15,680	2.34
Utilities									
620	DOMINION RESOURCES INC VIRGINIA (D)		42.63	26,429	51.80	32,116	5,687	1,308	4.07 #
990	FIRSTENERGY CORP (FE)		43.15	42,717	41.76	41,342	1,375-	2,178	5.27 #
400	NORTHEAST UTILITIES (NU)		19.19	7,674	39.08	15,632	7,959	549	3.51 #
450	PG&E CORP (PCG)		40.73	18,329	40.18	18,081	248-	819	4.53
Total				95,149		107,171	12,023	4,854	4.53
Other Assets									
200	BHP LIMITED - SPONS ADR (BHP)		18.03	3,606	78.42	15,684	12,078	448	2.86
520	PARTNERRE HOLDINGS LTD (PRE)		62.47	32,484	80.49	41,855	9,371	1,290	3.08 #
Total				36,090		57,539	21,449	1,738	3.02
Equities Total									
Equities Total				2,665,138		7,497,858	4,832,714	240,656	3.21

COMBINED STATEMENT OF ASSETS
THE TRIPLE T FOUNDATION IA
12/31/12
4067-63-4/5

Shares/Par	Description of Assets	Bond Rtg	Unit Tax Cost	Tax Cost	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
Other									
Other Assets									
282865+	WHC VENTURE 2009 I		1.02	287,344	1.00	282,865	4,479-	0	0.00 #
Total									
				287,344		282,865	4,479-	0	0.00
Other Total									
				287,344		282,865	4,479-	0	0.00
Grand Total									
				3,585,772		8,414,013	4,828,234	240,656	2.86

INDICATES MULTIPLE TAX LOTS
+ FRACTIONAL SHARE EXISTS

COMBINED STATEMENT OF ASSETS
THE TRIPLE T FOUNDATION
12/31/2012
4067-63-4/5

Shares/Par	Description of Assets	Bond Rtg	Tax Cost	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income
Grand Total From Page 6			3,585,772		8,414,013	4,828,241	240,656
COST BASIS ADJUSTMENT ON THE FOLLOWING SECURITIES LISTED ON PAGE 6							
Cash							
	Checking Account		28,907		28,907	-	
Other Assets							
	WHC Venture 2009 I Cost Basis Adjustment Per K-1's		(53,198)		-	53,198	
Total Adjusted Cost			(24,291)		28,907	53,198	-
Adjusted Grand Total			3,561,481		8,442,920	4,881,439	240,656

FORM 990PF, PART VII-A, LINE 14 - BOOKS ARE IN THE CARE OF
=====

NAME: THE GLENMEDE TRUST COMPANY, N.A.

ADDRESS: 1650 MARKET STREET, SUITE 1200
PHILADELPHIA, PA, PA 19103-7391

TELEPHONE NUMBER: (215)419-6000

2012 Form 990-PF		Grants and Contributions Paid During the Year	
Recipient Name and Address	Recipient Relationship and Purpose of Grant	Recipient Status	Amount
American Cancer Society 10501 Euclid Avenue Cleveland, OH 44106	N/A General Purposes	501(c)(3)	200 00
American Heart Association 1689 East 115 Street Cleveland, OH 44105	N/A General Purposes	501(c)(3)	100.00
American Red Cross 9002 Mentor Avenue Mentor, OH 44060	N/A General Purposes	501(c)(3)	100.00
American Red Cross 433 Center Street Ashtabula, OH 44004	N/A General Purposes	501(c)(3)	100.00
Ashland University 401 College Avenue Ashland, OH 44805	N/A General Purposes	501(c)(3)	2,000.00
Ashtabula County Humane Society PO Box 422 Jefferson, OH 44047	N/A General Purposes	501(c)(3)	100.00
Bridge Riding for the Disabled 743 West Pekin Road Lebanon, OH 45036-8492	N/A General Purposes	501(c)(3)	500 00
Brookwood School 1 Brookwood Road Manchester, NH 01944	N/A General Purposes	501(c)(3)	400 00
Bryant University Office of Development, Box 40 1150 Douglas Pike Smithfield, RI 02917	N/A General Purposes	501(c)(3)	250.00
Bulldogs on the Cuyahoga PO Box 40164 Bay Village, OH 44140	N/A General Purposes	501(c)(3)	500.00
Charles River School 56 Center Street Dover, MA 02030	N/A General Purposes	501(c)(3)	51,200 00
Children's Center For Communication 6 Echo Avenue Beverly, MA 01915	N/A General Purposes	501(c)(3)	100.00

2012 Form 990-PF		Grants and Contributions Paid During the Year	
Recipient Name and Address	Recipient Relationship and Purpose of Grant	Recipient Status	Amount
City of Geneva 44 N Forest Street Geneva, OH 44041	N/A General Purposes	501(c)(3)	1,000.00
Cleveland Botanical Garden 11030 East Blvd. Cleveland, OH 44106-1706	N/A General Purposes	501(c)(3)	1,000 00
Cleveland Hearing and Speech Center 11206 Euclid Avenue Cleveland, OH 44106	N/A General Purposes	501(c)(3)	1,000 00
Cleveland Museum of Natural History 1 Wade Oval Drive Cleveland, OH 44106	N/A General Purposes	501(c)(3)	1,000.00
Cleveland Rowing Foundation 1948 Carter Road Cleveland, OH 44113-2404	N/A General Purposes	501(c)(3)	1,000.00
Cleveland Scholastic Rowing Foundation c/o Peter Jobson 23549 Shaker Blvd Shaker Heights, OH 44122	N/A General Purposes	501(c)(3)	8,500 00
Cleveland Zoological Society 4101 Fulton Parkway Cleveland, OH 44144	N/A General Purposes	501(c)(3)	1,000.00
Country Music Foundation, Inc. 222 Fifth Avenue South Nashville, TN 37203	N/A General Purposes	501(c)(3)	1,000.00
Cure Alzheimer's Fund 34 Washington Street Wellesley Hills, AM 02481	N/A General Purposes	501(c)(3)	12,600.00
Dana-Farber Cancer Institute 10 Brookline Place West, 6th Floor Brookline, MA 02445-7226	N/A General Purposes	501(c)(3)	1,000 00
Farestart 700 Virginia Street Seattle, WA98101	N/A General Purposes	501(c)(3)	1,000.00
Fine Arts Association 38660 Mentor Avenue Willoughby, OH 44094	N/A General Purposes	501(c)(3)	7,000.00

2012 Form 990-PF		Grants and Contributions Paid During the Year	
Recipient Name and Address	Recipient Relationship and Purpose of Grant	Recipient Status	Amount
Gates Mills Historical Society 7580 Old Mill Road Gates Mills, OH 44040	N/A General Purposes	501(c)(3)	100.00
Hathaway Brown School 19600 North Park Blvd. Shaker Heights, OH 44122	N/A General Purposes	501(c)(3)	6,500.00
Hiram House 33775 Hiram Trail Chagrin Falls, OH 44022	N/A General Purposes	501(c)(3)	1,000.00
Holden Arboretum 9500 Sperry Road Kirtland, OH 44094	N/A General Purposes	501(c)(3)	24,050.00
Hopewell Inn, Inc. 9637 State Route 534; PO Box 193 Mesopotamia, OH 44439	N/A General Purposes	501(c)(3)	1,000.00
Julie Billiard School 4982 Clubside Road Lyndhurst, OH 44124	N/A General Purposes	501(c)(3)	1,000.00
Kirtland Public Library 9267 Chillicothe Road Kirtland, OH 44094	N/A General Purposes	501(c)(3)	3,000.00
Lake County Humane Society 7564 Tyler Blvd., Bldg. E Mentor, OH 44060	N/A General Purposes	501(c)(3)	100.00
Lake Hospital Foundation 7590 Auburn Road Concord, OH 44077	N/A General Purposes	501(c)(3)	100.00
Lakeview Cemetery Foundation 12316 Euclid Avenue Cleveland, OH 44106	N/A General Purposes	501(c)(3)	1,000.00
Learning About Business, Inc. 391 West Washington Street Painesville, OH 44077	N/A General Purposes	501(c)(3)	500.00
Madeira School 8328 Georgetown Pike McLean, VA 22102	N/A General Purposes	501(c)(3)	1,000.00

2012 Form 990-PF		Grants and Contributions Paid During the Year	
Recipient Name and Address	Recipient Relationship and Purpose of Grant	Recipient Status	Amount
Madison Fire District 33 North Lake Street; Box 338 Madison, OH 44057	N/A General Purposes	501(c)(3)	500 00
Melanoma Research Foundation PO Box 759329 Baltimore, MD 21275-9329	N/A General Purposes	501(c)(3)	150.00
Milton Academy 170 Centre Street Milton, MA 02186	N/A General Purposes	501(c)(3)	10,300.00
National Rowing Foundation, Inc. 67 Mystic Road Stonington, CT 06359	N/A General Purposes	501(c)(3)	1,000.00
Notre Dame School 13000 Auburn Road Chardon, OH 44024	N/A General Purposes	501(c)(3)	100.00
PetFix Northeast Ohio, Inc PO Box 23321 Chagrin Falls, OH 44024	N/A General Purposes	501(c)(3)	5,500 00
Red Oak Camp 9057 Kirtland-Chardon Road Chardon, OH 44024	N/A General Purposes	501(c)(3)	12,900.06
Row New York 10-27 46th Avenue, Suite 101 Long Island City, NY 11101	N/A General Purposes	501(c)(3)	150.00
Salvation Army 2507 East 22nd Street Cleveland, OH 44115	N/A General Purposes	501(c)(3)	100 00
Salvation Army 69 Pearl Street Painesville, OH 44077	N/A General Purposes	501(c)(3)	100 00
Smith College 7 College Lane Northampton, MA 01063	N/A General Purposes	501(c)(3)	1,000 00
Smith College Club of Cleveland 3010 Torrington Road Shaker Heights, OH 44022	N/A General Purposes	501(c)(3)	500.00

2012 Form 990-PF		Grants and Contributions Paid During the Year	
Recipient Name and Address	Recipient Relationship and Purpose of Grant	Recipient Status	Amount
St. Baldrick's Foundation 1333 S. Mayflower Avenue, Suite 400 Monrovia, CA 91016	N/A General Purposes	501(c)(3)	500.00
St. Hubert's Chapel 8870 Baldwin Road Kirtland, OH 44094	N/A General Purposes	501(c)(3)	8,000.00
Susan G. Komen Breast Cancer Foundation 12820 Hillcrest Road, #C105 Dalls, TX 75230	N/A General Purposes	501(c)(3)	100.00
Therapeutic Riding Center, Inc PO Box 23129 Chagrin Falls, OH 44023-0129	N/A General Purposes	501(c)(3)	29,380.04
Township of Madison 2065 Hubbard Road Madison, OH 44057	N/A General Purposes	501(c)(3)	500.00
Trustees of Reservations 572 Essex Street Beverly, MA 01915	N/A General Purposes	501(c)(3)	100.00
U.S. Equestrian Team Foundation PO Box 355 Gladstone, NJ 07934-9955	N/A General Purposes	501(c)(3)	1,100.00
UHHS Geneva Memorial Hospital 870 West Main Street Geneva, OH 44041	N/A General Purposes	501(c)(3)	100.00
United Way of Ashtabula County 2801 "C" Court Ashtabula, OH 44004	N/A General Purposes	501(c)(3)	100.00
United Way of Lake County 9285 Progress Parkway Mentor, OH 44060-1854	N/A General Purposes	501(c)(3)	100.00
University of Pennsylvania 3451 Walnut Street Philadelphia, PA 19104-6285	N/A General Purposes	501(c)(3)	500.00
University School 2785 SOM Center Road Hunting Valley, OH 44022	N/A General Purposes	501(c)(3)	4,000.00

2012 Form 990-PF		Grants and Contributions Paid During the Year	
Recipient Name and Address	Recipient Relationship and Purpose of Grant	Recipient Status	Amount
Village of Waite Hill 7215 Eagle Road Waite Hill, OH 44094	N/A General Purposes	501(c)(3)	1,000.00
Vocational Guidance Services 2239 East 55th Street Cleveland, OH 44103	N/A General Purposes	501(c)(3)	1,000.00
Waite Hill Land Conservancy 7215 Eagle Road Waite Hill, OH 44094	N/A General Purposes	501(c)(3)	500 00
Western Reserve Land Conservancy 3850 Chagrin Riv er Road Moreland Hills, OH 44022	N/A General Purposes	501(c)(3)	100.00
Williams College 75 Park Street Williamstown, MA 01267	N/A General Purposes	501(c)(3)	1,290.00
Yale University PO Box 2038 New Haven, CT 06521-2038	N/A General Purposes	501(c)(3)	38,980 00
Yellowstone Park Foundation 222 East Main Street, # 301 Bozeman, MT 59715	N/A General Purposes	501(c)(3)	100.00
Young Life PO Box 520 Colorado Springs, CO 80901	N/A General Purposes	501(c)(3)	100.00
TOTAL 2012 GRANTS			<u>251,850.10</u>