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: THE R. B. ANNIS EDUCATIONAL FOUNDATION

A Employer identification number: 35-6627460

Number and street (or P O box number if mail is not delivered to street address): 11999 LAKESIDE DRIVE — Room/suite:

B Telephone number: 317-585-4455

City or town, state, and ZIP code: FISHERS, IN 46038

C If exemption application is pending, check here ▶ ☐

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

D 1. Foreign organizations, check here ▶ ☐

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

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 12,229,756.02

J Accounting method: [X] Cash ☐ Accrual ☐ Other (specify) *(Part I, column (d) must be on cash basis.)*

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

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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))

	Line	Description	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc., received			N/A	
	2	Check ▶ [X] if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	222,642.09	222,642.09		STATEMENT 1
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	19,908.45			
	b	Gross sales price for all assets on line 6a 4,309,456.69				
	7	Capital gain net income (from Part IV, line 2)		19,908.45		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss)				
	11	Other income	81,391.30	35,773.30		STATEMENT 2
	12	**Total.** Add lines 1 through 11	323,941.84	278,323.84		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	60,000.00	3,000.00		57,000.00
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees				
	b	Accounting fees STMT 3	5,280.00	2,640.00		2,640.00
	c	Other professional fees				
	17	Interest				
	18	Taxes STMT 4	7,834.83	7,834.83		0.00
	19	Depreciation and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses STMT 5	62,271.51	62,271.51		0.00
	24	**Total operating and administrative expenses.** Add lines 13 through 23	135,386.34	75,746.34		59,640.00
	25	Contributions, gifts, grants paid	579,150.00			579,150.00
	26	**Total expenses and disbursements.** Add lines 24 and 25	714,536.34	75,746.34		638,790.00
	27	Subtract line 26 from line 12:				
	a	Excess of revenue over expenses and disbursements	<390,594.50>			
	b	**Net investment income** (if negative, enter -0-)		202,577.50		
	c	**Adjusted net income** (if negative, enter -0-)			N/A	

5/8

Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing	24,692.87	39,497.87	39,497.87
	2	Savings and temporary cash investments	365,687.06	342,808.96	342,808.96
	3	Accounts receivable ▶			
		Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons			
	7	Other notes and loans receivable ▶			
		Less: allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U.S. and state government obligations			
	b	Investments - corporate stock STMT 7	4,072,864.60	3,077,341.32	3,423,098.11
	c	Investments - corporate bonds			
	11	Investments - land, buildings, and equipment basis ▶			
		Less accumulated depreciation ▶			
	12	Investments - mortgage loans			
	13	Investments - other STMT 8	7,060,721.97	6,843,773.85	7,585,253.68
	14	Land, buildings, and equipment: basis ▶			
		Less accumulated depreciation ▶			
	15	Other assets (describe ▶ STATEMENT 9)	0.00	839,091.00	839,097.40
	16	**Total assets** (to be completed by all filers)	11,523,966.50	11,142,513.00	12,229,756.02
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)	0.00	0.00	
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 ▶ [X] and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	0.00	0.00	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund	0.00	0.00	
	29	Retained earnings, accumulated income, endowment, or other funds	11,523,966.50	11,142,513.00	
	30	**Total net assets or fund balances**	11,523,966.50	11,142,513.00	
	31	**Total liabilities and net assets/fund balances**	11,523,966.50	11,142,513.00	

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	11,523,966.50
2	Enter amount from Part I, line 27a	2	<390,594.50>
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 6	3	9,141.00
4	Add lines 1, 2, and 3	4	11,142,513.00
5	Decreases not included in line 2 (itemize) ▶	5	0.00
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	11,142,513.00

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				
b	SEE ATTACHED STATEMENT			
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				
b				
c				
d				
e	4,309,456.69		4,289,548.24	19,908.45

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				
b				
c				
d				
e				19,908.45

2 Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	19,908.45
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2011	772,683.70	12,262,094.11	.063014
2010	540,650.00	11,523,942.00	.046915
2009	627,076.62	10,137,042.18	.061860
2008	720,933.25	12,704,347.27	.056747
2007	659,625.00	15,585,052.43	.042324

2 **Total** of line 1, column (d)	2	.270860
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	.054172
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	12,079,362.12
5 Multiply line 4 by line 3	5	654,363.20
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	2,025.78
7 Add lines 5 and 6	7	656,388.98
8 Enter qualifying distributions from Part XII, line 4	8	638,790.00

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 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 - THE TRUST COMPANY OF	P		
b	PUBLICLY TRADED SECURITIES - THE TRUST COMPANY OF	P		
c	PUBLICLY TRADED SECURITIES - THE TRUST COMPANY OF	P		
d	CAPITAL GAINS DIVIDENDS			
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

	(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	3,131,139.34		3,242,925.58	<111,786.24>
b	197,021.36		165,386.16	31,635.20
c	843,934.77		881,236.50	<37,301.73>
d	137,361.22			137,361.22
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				<111,786.24>
b				31,635.20
c				<37,301.73>
d				137,361.22
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter "-0-" in Part I, line 7 }	2	19,908.45
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	N/A

Part 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	4,051.55
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.00
3 Add lines 1 and 2		3	4,051.55
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.00
5 **Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-		5	4,051.55
6 Credits/Payments:			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a 14,614.54		
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d		7	14,614.54
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	
10 **Overpayment** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	10,562.99
11 Enter the amount of line 10 to be: **Credited to 2013 estimated tax** ▶ 10,562.99 **Refunded** ▶		11	0.00

Part VII-A Statements Regarding Activities

		Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?	1b		X
If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c Did the foundation file **Form 1120-POL** for this year?	1c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ $ 0.00 (2) On foundation managers. ▶ $ 0.00			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.00			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		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*	3		X
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		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?	6	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.*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ IN			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	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*	9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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

			Yes	No
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 ▶ WAYNE E. WEBER Telephone no. ▶ 317-585-4455 Located at ▶ 11999 LAKESIDE DRIVE, FISHERS, IN ZIP+4 ▶ 46038			
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 N/A			
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		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶			

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

	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly):				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	N/A	1b		
	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.)	N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ____, ____, ____, ____				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ 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.)*	N/A	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

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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)?	☐ 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)?	N/A	5b		
Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A	☐ Yes ☐ No			
If "Yes," attach the statement required by Regulations section 53.4945-5(d).				
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No			
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b		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?	N/A	7b		

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ELMIRA F. ANNIS 3265 EAST TULIP DRIVE INDIANAPOLIS, IN 46227	TRUSTEE 3.00	15,000.00	0.00	0.00
CHARLES D. ANGUS P. O. BOX 477 SPRING LAKE, MI 49456	TRUSTEE 3.00	15,000.00	0.00	0.00
WAYNE E. WEBER 11999 LAKESIDE DRIVE FISHERS, IN 46038	TRUSTEE 3.00	15,000.00	0.00	0.00
C. DANIEL YATES 8036 HEYWARD DRIVE INDIANAPOLIS, IN 46250	TRUSTEE 3.00	15,000.00	0.00	0.00

2 Compensation of five highest-paid employees (other than those included on line 1). If none, enter "NONE."

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over $50,000 ▶ 0

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

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

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

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

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

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

Part IX-B **Summary of Program-Related Investments**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions. 3	
Total. Add lines 1 through 3 ▶	0.00

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	11,111,784.03
b	Average of monthly cash balances		1b	312,430.37
c	Fair market value of all other assets		1c	839,097.40
d	**Total** (add lines 1a, b, and c)		1d	12,263,311.80
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e 0.00		
2	Acquisition indebtedness applicable to line 1 assets		2	0.00
3	Subtract line 2 from line 1d		3	12,263,311.80
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	183,949.68
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4		5	12,079,362.12
6	**Minimum investment return.** Enter 5% of line 5		6	603,968.11

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	603,968.11
2a	Tax on investment income for 2012 from Part VI, line 5	2a 4,051.55		
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b		
c	Add lines 2a and 2b		2c	4,051.55
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	599,916.56
4	Recoveries of amounts treated as qualifying distributions		4	0.00
5	Add lines 3 and 4		5	599,916.56
6	Deduction from distributable amount (see instructions)		6	0.00
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1		7	599,916.56

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	638,790.00
b	Program-related investments - total from Part IX-B	1b	0.00
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	638,790.00
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.00
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	638,790.00

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				599,916.56
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			356,795.38	
b Total for prior years: _____ , _____ , _____		0.00		
3 Excess distributions carryover, if any, to 2012:				
a From 2007				
b From 2008				
c From 2009				
d From 2010				
e From 2011				
f Total of lines 3a through e	0.00			
4 Qualifying distributions for 2012 from Part XII, line 4: ▶ $ 638,790.00				
a Applied to 2011, but not more than line 2a			356,795.38	
b Applied to undistributed income of prior years (Election required - see instructions)		0.00		
c Treated as distributions out of corpus (Election required - see instructions)	0.00			
d Applied to 2012 distributable amount				281,994.62
e Remaining amount distributed out of corpus	0.00			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.00			0.00
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.00			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.00		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.00		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.00		
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount - see instr.			0.00	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				317,921.94
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.00			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	0.00			
9 **Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a	0.00			
10 Analysis of line 9:				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012				

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

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

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

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

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

1 Information Regarding Foundation Managers:

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

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

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
AMERICAN RED CROSS HENRYVILLE DISASTER P. O. BOX 80544 INDIANAPOLIS, IN 46280	NONE	PUBLIC CHARITY	CHARITABLE	1,000.00
BROWN COUNTY ART GALLERY PO BOX 443 NASHVILLE, IN 47448	NONE	PUBLIC CHARITY	CHARITABLE	1,300.00
CATHEDRAL HIGH SCHOOL 5225 EAST 56TH ST INDIANAPOLIS, IN 46226	NONE	PUBLIC CHARITY	CHARITABLE	26,000.00
CUMBERLAND COLLEGE 6191 COLLEGE STATION DR WILLIAMSBURG, KY 40769	NONE	PUBLIC CHARITY	CHARITABLE	4,000.00
AMVETS 3833 PROSPECT ST INDIANAPOLIS, IN 46203	NONE	PUBLIC CHARITY	CHARITABLE	600.00
Total SEE CONTINUATION SHEET(S)			▶ 3a	579,150.00
b Approved for future payment				
NONE				
Total			▶ 3b	0.00

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
GLEANERS FOOD BANK 1102 EAST 16TH STREET INDIANAPOLIS, IN 46202	NONE	PUBLIC CHARITY	CHARITABLE	20,000.00
GOOD NEWS MINISTRIES P.O. BOX 1871 INDIANAPOLIS, IN 46204	NONE	PUBLIC CHARITY	CHARITABLE	3,000.00
GRAND VALLEY STATE UNIVERSITY 401 NORTH FULTON GRAND RAPIDS, MI 49503	NONE	PUBLIC CHARITY	CHARITABLE	92,550.00
INDIANAPOLIS SYMPHONY FOUNDATION 32 EAST WASHINGTON STREET INDIANAPOLIS, IN 46204	NONE	PUBLIC CHARITY	CHARITABLE	25,000.00
INDIANAPOLIS ZOOLOGICAL SOCIETY 1200 W WASHINGTON ST INDIANAPOLIS, IN 46222	NONE	PUBLIC CHARITY	CHARITABLE	172,500.00
INTERLOCHEN CENTER FOR THE ARTS P. O. BOX 199 INTERLOCHEN, MI 49643	NONE	PUBLIC CHARITY	CHARITABLE	50,000.00
HERRON SCHOOL OF ART AND DESIGN 735 WEST NEW YORK ST INDIANAPOLIS, IN 46202	NONE	PUBLIC CHARITY	CHARITABLE	1,000.00
MT CARMEL CHRISTIAN CHURCH 4183 MT CARMEL TOBACCO ROAD CINCINNATI, OH 45255	NONE	PUBLIC CHARITY	CHARITABLE	5,000.00
RILEY HOSPITAL FOR CHILDREN AT IU HEALTH 705 RILEY HOSPITAL DR INDIANAPOLIS, IN 46202	NONE	PUBLIC CHARITY	CHARITABLE	25,000.00
ST. LUKES METHODIST CHURCH 100 WEST 86TH STREET INDIANAPOLIS, IN 46260	NONE	PUBLIC CHARITY	CHARITABLE	4,000.00
Total from continuation sheets				546,250.00

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
ST. MARY'S CHILD CENTER 901 DR MARTIN LUTHER KING JE ST INDIANAPOLIS, IN 46202	NONE	PUBLIC CHARITY	CHARITABLE	1,400.00
WHEELER MISSION 205 EAST NEW YORK ST INDIANAPOLIS, IN 46204	NONE	PUBLIC CHARITY	CHARITABLE	3,000.00
THE EITELJORG MUSEUM 500 W WASHINGTON ST INDIANAPOLIS, IN 46204	NONE	PUBLIC CHARITY	CHARITABLE	2,500.00
THE INDIANAPOLIS CHILDREN'S MUSEUM 3000 N MERIDIAN ST INDIANAPOLIS, IN 46208	NONE	PUBLIC CHARITY	CHARITABLE	55,000.00
CALVARY BAPTIST CHURCH 200 SUNSET BLVD GREENWOOD, IN 46142	NONE	PUBLIC CHARITY	CHARITABLE	1,000.00
CENTER FOR PHILANTHROPHY 950 NORTH MERIDIAN ST, #250 INDIANAPOLIS, IN 46204	NONE	PUBLIC CHARITY	CHARITABLE	1,000.00
CIVIC THEATER 3 CENTER GREEN #200 CARMEL, IN 46032	NONE	PUBLIC CHARITY	CHARITABLE	7,500.00
INDIANA HISTORICAL SOCIETY 450 WEST OHIO ST INDIANAPOLIS, IN 46204	NONE	PUBLIC CHARITY	CHARITABLE	51,000.00
INTERFAITH HOSPITALITY NETWORK 603 NORTH 10TH ST NOBLESVILLE, IN 46060	NONE	PUBLIC CHARITY	CHARITABLE	300.00
INTERLOCHEN ARTS ACADEMY P. O. BOX 199 INTERLOCHEN, MI 49643	NONE	PUBLIC CHARITY	CHARITABLE	6,000.00
Total from continuation sheets				

THE R. B. ANNIS EDUCATIONAL FOUNDATION 35-6627460

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
NORTHERN MICHIGAN UNIVERSITY 1401 PRESQUE ISLE AVE MARQUETTE, MI 49855	NONE	PUBLIC CHARITY	CHARITABLE	1,500.00
OLD ST. MARY'S CHURCH 123 EAST 13TH ST CINCINNATI, OH 45202	NONE	PUBLIC CHARITY	CHARITABLE	2,500.00
OUTRUN THE SUN 2815 EAST 62ND ST INDIANAPOLIS, IN 46220	NONE	PUBLIC CHARITY	CHARITABLE	500.00
P.E.O. - COTTEY COLLEGE 1000 WEST AUSTIN NEVADA, MO 64772	NONE	PUBLIC CHARITY	CHARITABLE	1,500.00
ST. VINCENT FOUNDATION 8402 HARXOURT RD #210 INDIANAPOLIS, IN 46260	NONE	PUBLIC CHARITY	CHARITABLE	1,500.00
STARFISH INITIATIVE 814 NORTH DELAWARE ST INDIANAPOLIS, IN 46204	NONE	PUBLIC CHARITY	CHARITABLE	10,000.00
THE SALVATION ARMY 1215 EAST FULTON ST GRAND RAPIDS, MI 49503	NONE	PUBLIC CHARITY	CHARITABLE	1,000.00
INDIANA LANDMARKS DEPT 22A P. O. BOX 6069 INDIANAPOLIS, IN 46206	NONE	PUBLIC CHARITY	CHARITABLE	1,000.00
Total from continuation sheets				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	222,642.09	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income			14	81,391.30	
8 Gain or (loss) from sales of assets other than inventory			18	19,908.45	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.00		323,941.84	0.00

13 Total. Add line 12, columns (b), (d), and (e) 13 323,941.84

(See worksheet in line 13 instructions to verify calculations.)

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

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

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

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

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

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

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

Wayne E. Weber — 11-6-2013 — Trustee

Signature of officer or trustee — Date — Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☒ if self-employed	PTIN
CHARLENE M. BEAVER	Charlene M. Beaver	11/5/13		P01357640

Firm's name ▶ CHARLENE M. BEAVER, CPA — Firm's EIN ▶ 20-4297717

Firm's address ▶ 11999 LAKESIDE DRIVE FISHERS, IN 46038 — Phone no. 317-585-4455

223622 12-05-12

• If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** and check this box ▶ [X]

Note. Only complete Part II if you have already been granted an automatic 3 month extension on a previously filed Form 8868

• If you are filing for an **Automatic 3-Month Extension, complete only Part I** (on page 1).

Part II **Additional (Not Automatic) 3-Month Extension of Time.** Only file the original (no copies needed).

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return See instructions	Name of exempt organization or other filer, see instructions THE R. B. ANNIS EDUCATIONAL FOUNDATION	Employer identification number (EIN) or 35-6627460
	Number, street, and room or suite no. If a P O. box, see instructions 11999 LAKESIDE DRIVE	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions FISHERS, IN 46038	

Enter the Return code for the return that this application is for (file a separate application for each return) 04

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01		
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

• The books are in the care of ▶ WAYNE E. WEBER 11999 LAKESIDE DRIVE - FISHERS, IN 46038

Telephone No. ▶ 317-585-4455 FAX No ▶ 317-585-4456

• If the organization does not have an office or place of business in the United States, check this box ▶ [ ]

• If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______. If this is for the whole group, check this box ▶ [ ]. If it is for part of the group, check this box ▶ [ ] and attach a list with the names and EINs of all members the extension is for.

4 I request an additional 3-month extension of time until NOVEMBER 15, 2013.

5 For calendar year 2012, or other tax year beginning ______, and ending ______.

6 If the tax year entered in line 5 is for less than 12 months, check reason: [ ] Initial return [ ] Final return [ ] Change in accounting period

7 State in detail why you need the extension SEE STATEMENT 7

8a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	$ 5,000.00
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	$ 14,614.54
c	**Balance due.** Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	$ 0.00

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature ▶ Wayne E. Weber Title ▶ Trustee Date ▶ 8-2-2013

223842
01-21-13

Form 8868 (Rev. January 2013)
Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

▶ File a separate application for each return.

OMB No. 1545-1709

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box ▶ [X]
- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing (*e-file*). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit *www.irs.gov/efile* and click on *e-file for Charities & Nonprofits*.

Part I **Automatic 3-Month Extension of Time.** Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only ▶ [ ]

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Type or print	Name of exempt organization or other filer, see instructions.	Employer identification number (EIN) or
	THE R. B. ANNIS EDUCATIONAL FOUNDATION	35-6627460
File by the due date for filing your return See instructions	Number, street, and room or suite no If a P O. box, see instructions 11999 LAKESIDE DRIVE	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. FISHERS, IN 46038	

Enter the Return code for the return that this application is for (file a separate application for each return) [0 4]

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ▶ WAYNE E. WEBER
11999 LAKESIDE DRIVE - FISHERS, IN 46038
Telephone No. ▶ 317-585-4455 FAX No. ▶ 317-585-4456
- If the organization does not have an office or place of business in the United States, check this box ▶ [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ . If this is for the whole group, check this box ▶ [ ] . If it is for part of the group, check this box ▶ [ ] and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until AUGUST 15, 2013 , to file the exempt organization return for the organization named above. The extension is for the organization's return for.
▶ [X] calendar year 2012 or
▶ [ ] tax year beginning ______________ , and ending ______________ .

2 If the tax year entered in line 1 is for less than 12 months, check reason. [ ] Initial return [ ] Final return [ ] Change in accounting period

3a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions.	3a	$ 5,000.00
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	$ 14,614.54
c	**Balance due.** Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	3c	$ 0.00

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
THE TRUST COMPANY OF OXFORD - DIVIDENDS	360,003.31	137,361.22	222,642.09
TOTAL TO FM 990-PF, PART I, LN 4	360,003.31	137,361.22	222,642.09

FORM 990-PF OTHER INCOME STATEMENT 2

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
THE TRUST COMPANY OF OXFORD - OTHER INVESTMENT INCOME JP MORGAN ALERIAN	31,840.67	31,840.67	
THE TRUST COMPANY OF OXFORD - OTHER INVESTMENT INCOME INGERSOLL RAND	307.84	307.84	
THE TRUST COMPANY OF OXFORD - OTHER INVESTMENT INCOME SIRIUS XM RADIO	125.79	125.79	
HATTERAS CORE ALTERNATIVES SCHEDULE K-1- OTHER INCOME	3,499.00	3,499.00	
HATTERAS CORE ALTERNATIVES SCHEDULE K-1- NON-TAXABLE UNREALIZED GAINS, ETC.	45,618.00	0.00	
TOTAL TO FORM 990-PF, PART I, LINE 11	81,391.30	35,773.30	

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING	5,280.00	2,640.00		2,640.00
TO FORM 990-PF, PG 1, LN 16B	5,280.00	2,640.00		2,640.00

FORM 990-PF TAXES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX WITHHELD	7,834.83	7,834.83		0.00
TO FORM 990-PF, PG 1, LN 18	7,834.83	7,834.83		0.00

FORM 990-PF OTHER EXPENSES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES	58,739.45	58,739.45		0.00
INSURANCE	750.00	750.00		0.00
BANK FEES AND MISCELLANEOUS	15.06	15.06		0.00
PORTFOLIO DEDUCTIONS PER SCHEDULE K-1	2,767.00	2,767.00		0.00
TO FORM 990-PF, PG 1, LN 23	62,271.51	62,271.51		0.00

FORM 990-PF OTHER INCREASES IN NET ASSETS OR FUND BALANCES STATEMENT 6

DESCRIPTION	AMOUNT
HATTERAS CORE ALTERNATIVE LP PRIOR PERIOD ADJUSTMENTS	9,141.00
TOTAL TO FORM 990-PF, PART III, LINE 3	9,141.00

FORM 990-PF CORPORATE STOCK STATEMENT 7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
JPMORGAN ALERIAN	581,696.72	605,245.02
VANGUARD FTSE ALL WORLD	210,963.48	203,130.00
MASSIMO LABORATORIES INC	0.00	1.00
AMERICAN INTERNATIONAL GROUP	34,330.76	37,982.80
ANGLOGOLD LTD	39,580.40	42,474.98
APACHE CORPORATION	37,127.67	38,622.00

BARRICK GOLD CORP	21,047.79	28,183.05
BEST BUY INC	18,536.63	10,226.55
CVS CORP	16,548.64	24,948.60
CA INC	57,016.06	58,774.52
CANADIAN NATURAL RESOURCES	49,648.45	44,575.28
CAPITAL ONE FINANCIAL CORP	18,568.36	19,232.76
CISCO	36,545.92	41,912.17
CITIGROUP INC	45,233.23	51,625.80
EMC CORP	12,454.77	13,484.90
GENERAL MOTORS	39,151.66	38,315.07
GOLDMAN SACHS GROUP	35,024.75	30,869.52
HALLIBURTON CO	13,892.86	21,091.52
HARTFORD FINANCIAL SERVICES	46,208.66	49,457.76
JPMORGAN	17,130.78	23,039.81
LINCOLN NATIONAL CORP	12,999.17	12,457.90
LOEWS CORP	14,579.96	24,205.50
MERCK & CO	14,785.88	21,043.16
METLIFE INC	35,309.15	34,751.70
MICROSOFT CORP	21,954.63	27,030.22
MOSIAC COMPANY	13,069.44	12,798.38
NRG ENERGY INC	24,497.74	15,794.13
NOBLE ENERGY	7,214.31	13,938.38
OCCIDENTAL PETE CORP	15,962.80	14,249.46
PACCAR	16,323.42	21,113.07
PFIZER INC	29,836.38	43,111.32
PHILIP MORRIS INTL INC	6,513.97	12,546.00
PITNEY BOWES	12,640.73	6,107.36
RAYTHEON COMPANY	14,884.12	20,376.24
SANOFI AVENTIS	45,100.46	64,531.56
TALISMAN ENERGY INC	59,331.26	46,713.59
TEVA PHAMACEUTICAL	32,655.41	27,594.26
TIME WARNER	23,298.73	35,346.37
UNION PAC CORP	7,882.80	20,743.80
UNUM GROUP	42,331.45	40,140.96
VIACOM INC CL B	11,974.88	39,976.92
WELLS FARGO & CO	22,801.62	31,445.60
AON CORP	26,084.46	37,536.75
INGERSOLL RAND	9,373.70	23,068.76
ALLERGAN INC	10,835.53	11,099.33
AMAZON.COM	25,828.75	32,863.97
AMERICAN TOWER CORP	15,183.41	22,562.84
APPLE COMPUTER	57,142.40	71,311.17
BIOGEN	19,476.43	24,882.90
BLACKROCK	13,586.15	17,363.64
BORG WARNER	18,908.42	17,905.00
CBS CORP	14,644.13	16,627.85
CVS CORP	20,880.96	22,676.15
CABOT OIL & GAS	9,713.41	11,887.86
CELGENE CORPORATION	20,046.63	24,325.70
CERNER CORP	17,050.28	19,455.01
COACH	16,570.23	14,099.54
COSTCO WHOLESALE	13,803.92	16,784.10
DANAHER CORP	40,841.20	43,937.40
DOLLAR GENERAL CORP	18,487.42	16,842.38

EMC CORP	14,439.27	14,269.20
EBAY INC	20,618.35	24,682.89
ECOLAB	18,688.41	25,380.70
EDWARDS LIFESCIENCES	10,852.61	13,254.99
EXPRESS SCRIPTS	20,265.43	21,060.00
FMC TECHNOLOGIES	10,030.92	10,407.69
FACEBOOK INC	20,534.11	23,984.35
FLUOR CORP	20,084.55	18,796.80
FRANKLIN RES	23,018.86	23,254.50
GILEAD SCIENCES INC	17,262.17	18,435.95
GLAXO SMITHKLINE	14,188.50	13,953.87
GOOGLE INC	33,567.67	40,320.66
WW GRAINGER INC	14,793.02	14,975.38
HCA HOLDINGS	14,923.80	13,938.54
HOME DEPOT INC	19,919.88	19,853.85
INTERNATIONAL BUSINESS MACHINES	42,742.88	41,757.90
INTUIT	13,719.77	16,415.21
INTUITIVE SURGICAL	16,594.62	20,105.17
LAS VEGAS SANDS CORP	13,393.76	15,140.48
ESTEE LAUDER	12,871.79	14,486.12
LENNAR CORP	11,235.84	11,330.31
MASTERCARD INCORPORATED	18,528.32	21,125.04
MCGRAW HILL COMPANIES	14,517.89	14,323.54
MONSANTO	30,496.12	40,699.50
PRECISION CASTPARTS	24,582.11	28,602.42
PRICELINE.COM	34,853.36	37,223.40
QUALCOMM INC	30,798.73	34,888.81
RALPH LAUREN	19,769.38	20,688.96
RANGE RES CORP	13,333.93	13,696.94
ROSS STORES INC	17,557.31	15,415.65
SBA COMMUNICATIONS	16,499.07	20,229.30
SALESFORCE	31,327.67	38,158.70
SIRIUS XM RADIO	14,088.57	14,106.09
STARBUCKS CORP	19,161.15	25,420.62
TERADATA CORP	15,547.68	14,915.49
ULTA SALON	13,255.03	14,837.26
UNION PAC CORP	45,044.10	55,568.24
UNITED TECHNOLOGIES	25,808.34	24,603.00
UNITEDHEALTH GROUP	18,612.75	20,123.04
VISA INC	28,450.27	56,842.50
VMWARE INC	14,397.26	14,874.12
WELLS FARGO & CO	14,138.07	14,047.98
WILLIAMS COS INC	14,200.75	14,765.74
YUM BRANDS INC	7,462.12	8,964.00
COVIDIEN	17,349.80	18,476.80
MICHAEL KORS HOLDINGS	8,702.00	10,257.07
TOTAL TO FORM 990-PF, PART II, LINE 10B	3,077,341.32	3,423,098.11

FORM 990-PF OTHER INVESTMENTS STATEMENT 8

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
ARTISAN SMALL CAP VALUE FUND	FMV	392,200.00	366,467.31
EUROPACIFIC GROWTH FUND CL F	FMV	667,216.18	597,146.62
HARDING LOEVNER EMERG MKTS	FMV	447,957.31	659,517.38
MATTHEWS ASIAN GROWTH & INCOME	FMV	615,000.00	680,972.49
PIMCO EMERGING LOCAL BOND FD	FMV	228,351.00	231,191.47
TWEEDY BROWNE GLOBAL VALUE	FMV	537,717.87	633,396.63
VANGUARD 500 INDEX FD SIGNAL	FMV	1,587,004.55	2,057,801.71
ABERDEEN ASIA BOND	FMV	233,354.16	227,229.38
MUNDER VERACITY SMALL CAP	FMV	37,168.49	42,170.17
RS GLOBAL NATURAL RESOURCES	FMV	325,000.00	307,406.62
AQR MANAGED FUTURES FUND	FMV	219,000.00	219,224.16
E.I.I. GLOBAL PROPERTY FUNDS	FMV	296,862.14	315,834.54
EATON VANCE GLOBAL MACRO ABSOLUTE	FMV	219,000.00	219,223.02
FIDELITY CONSERVATIVE FUND	FMV	364,838.98	364,475.59
HUSSMAN STRATEGIC GROWTH	FMV	219,000.00	206,833.33
WELLS FARGO ADVANTAGE DISC	FMV	454,103.17	456,363.26
TOTAL TO FORM 990-PF, PART II, LINE 13		6,843,773.85	7,585,253.68

FORM 990-PF OTHER ASSETS STATEMENT 9

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
HATTERAS CORE ALTERNATIVES LP	0.00	839,091.00	839,097.40
TO FORM 990-PF, PART II, LINE 15	0.00	839,091.00	839,097.40