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Form

990-PF

Department of the Treasury  
Internal Revenue Service

Return of Private Foundation

or Section 4947(a)(1) Nonexempt Charitable Trust

Treated as a Private Foundation

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

OMB No 1545-0052

2012

Open to Public Inspection

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

Name of foundation JOHN HENRY FOSTER AND BERNADINE FOSTER FOUNDATION		A Employer identification number  43-1242408	
Number and street (or P O box number if mail is not delivered to street address) 32 PORTLAND DRIVE		B Telephone number (see instructions)  (314) 567-1068	
City or town, state, and ZIP code ST LOUIS, MO 63131		C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply <div><input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change</div> <div><input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change</div>		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 1,483,674	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> 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 <input type="checkbox"/>	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions) )		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is <b>not</b> required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities. . . . .	51,858	51,697		
	5a Gross rents . . . . .				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10 <input type="checkbox"/>	-38,852			
	b Gross sales price for all assets on line 6a _____ 482,575				
	7 Capital gain net income (from Part IV , line 2) . . . .				
	8 Net short-term capital gain . . . . .				
	9 Income modifications . . . . .				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold . . . . .				
	c Gross profit or (loss) (attach schedule) . . . . .				
	11 Other income (attach schedule) . . . . .				
	12 <b>Total.</b> Add lines 1 through 11 . . . . .	13,006	51,697		
	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) . . . . . <input type="checkbox"/>	2,250	2,250		
	c Other professional fees (attach schedule) . . . . . <input type="checkbox"/>	18,221	18,221		
	17 Interest . . . . .				
	18 Taxes (attach schedule) (see instructions) <input type="checkbox"/>	3,080	3,080		
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy . . . . .				
	21 Travel, conferences, and meetings . . . . .				
	22 Printing and publications . . . . .				
	23 Other expenses (attach schedule) . . . . . <input type="checkbox"/>	98	98		
	24 <b>Total operating and administrative expenses.</b>				
	Add lines 13 through 23 . . . . .	23,649	23,649		0
	25 Contributions, gifts, grants paid . . . . .	70,000			70,000
	26 <b>Total expenses and disbursements.</b> Add lines 24 and 25	93,649	23,649		70,000
	27 Subtract line 26 from line 12				
	a <b>Excess of revenue over expenses and disbursements</b>	-80,643			
	b <b>Net investment income</b> (if negative, enter -0-)		28,048		
	c <b>Adjusted net income</b> (if negative, enter -0-)				

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 . . . . .	195	386	386
	2	Savings and temporary cash investments . . . . .	21,684	104,482	104,482
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable . . . . .			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions) . . . . .			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use . . . . .			
	9	Prepaid expenses and deferred charges . . . . .			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule) . . . . .	1,293,289	1,129,657	1,378,806
	c	Investments—corporate bonds (attach schedule). . . . .			
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans . . . . .			
	13	Investments—other (attach schedule) . . . . .			
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15	Other assets (describe ▶ _____)				
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	1,315,168	1,234,525	1,483,674	
Liabilities	17	Accounts payable and accrued expenses . . . . .			
	18	Grants payable . . . . .			
	19	Deferred revenue . . . . .			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule) . . . . .			
	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22) . . . . .		0	
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> 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 ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds . . . . .	2,126,899	2,126,899	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	-811,731	-892,374	
	30	Total net assets or fund balances (see page 17 of the instructions) . . . . .	1,315,168	1,234,525	
31	Total liabilities and net assets/fund balances (see page 17 of the instructions) . . . . .	1,315,168	1,234,525		

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	1,315,168
2	Enter amount from Part I, line 27a . . . . .	2	-80,643
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3 . . . . .	4	1,234,525
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	1,234,525

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				
(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				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
(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				
b				
c				
d				
e				
2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2	
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 . . . . . }		3	

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

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

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

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

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011	74,712	1,490,703	0 050119
2010	70,772	1,419,073	0 049872
2009	63,000	1,281,736	0 049152
2008	67,000	1,622,485	0 041295
2007	80,000	1,966,568	0 040680
2 Total of line 1, column (d). . . . . 2 0 231118			
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 046224			
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5. . . . . 4 1,500,360			
5 Multiply line 4 by line 3. . . . . 5 69,353			
6 Enter 1% of net investment income (1% of Part I, line 27b). . . . . 6 280			
7 Add lines 5 and 6. . . . . 7 69,633			
8 Enter qualifying distributions from Part XII, line 4. . . . . 8 70,000			
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 VIExcise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a		Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1			
		Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b		Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b . . . . .		1	280
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	280
4		Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	
5		Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0- . . . . .		5	280
6		Credits/Payments			
a		2012 estimated tax payments and 2011 overpayment credited to 2012	6a		
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	
8		Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> 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	280
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 <input type="checkbox"/>	Refunded <input type="checkbox"/>	11	

Part VII-AStatements Regarding Activities

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

Part VII-A

Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address ▶N/A				
14	The books are in care of ▶JUNE E KILO Telephone no ▶(314) 567-1068 Located at ▶32 PORTLAND DRIVE ST LOUIS MO ZIP +4 ▶63131			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of <b>Form 1041</b> —Check here . . . . . ▶ <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year . . . . . ▶	15		
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? . . . . .	16		No
See instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country ▶				

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

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

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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).	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 5a(1)–(5), did <b>any</b> of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?		5b	
	Organizations relying on a current notice regarding disaster assistance check here.	<input checked="" type="checkbox"/>		
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	<input type="checkbox"/> Yes <input type="checkbox"/> No		
	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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b	No
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?		7b	

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
DR JOSEPH R WILLIAMSON 1611 KRISTE CT ST LOUIS, MO 63131	PRESIDENT & 0 01	0	0	0
JUNE E KILO 32 PORTLAND DRIVE ST LOUIS, MO 63131	SEC /TREAS 1 00	0	0	0
DR MICHAEL A BECNEL 4705 MERIVALE CHEVY CHASE, MD 20815	DIRECTOR 0 01	0	0	0
2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
Total number of other employees paid over \$50,000.				

## Part VIII

[illegible]

## 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
<b>1</b>		
<b>2</b>		
<b>3</b>		
<b>4</b>		

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
<b>1</b> N/A	
<b>2</b>	
All other program-related investments See page 24 of the instructions	
<b>3</b>	

Form **990-PF** (2012)



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	1,483,674
b	Average of monthly cash balances. . . . .	1b	39,534
c	Fair market value of all other assets (see instructions). . . . .	1c	0
d	Total (add lines 1a, b, and c). . . . .	1d	1,523,208
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	
3	Subtract line 2 from line 1d. . . . .	3	1,523,208
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions). . . . .	4	22,848
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,500,360
6	Minimum investment return. Enter 5% of line 5. . . . .	6	75,018

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	75,018
2a	Tax on investment income for 2012 from Part VI, line 5. . . . .	2a	280
b	Income tax for 2012 (This does not include the tax from Part VI ). . . . .	2b	
c	Add lines 2a and 2b. . . . .	2c	280
3	Distributable amount before adjustments Subtract line 2c from line 1. . . . .	3	74,738
4	Recoveries of amounts treated as qualifying distributions. . . . .	4	
5	Add lines 3 and 4. . . . .	5	74,738
6	Deduction from distributable amount (see instructions). . . . .	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1. . . . .	7	74,738

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	70,000
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	
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	70,000
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	280
6	Adjusted qualifying distributions. Subtract line 5 from line 4. . . . .	6	69,720
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				74,738
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only. . . . .				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2012				
a From 2007. . . . .				
b From 2008. . . . .				
c From 2009. . . . .				
d From 2010. . . . .				274
e From 2011. . . . .				753
f Total of lines 3a through e. . . . .	1,027			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 70,000				
a Applied to 2011, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions). . . . .				
c Treated as distributions out of corpus (Election required—see instructions). . . . .				
d Applied to 2012 distributable amount. . . . .				70,000
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)	1,027			1,027
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b. . . . .				
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. . . . .				
d Subtract line 6c from line 6b Taxable amount—see instructions . . . . .				
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount—see instructions . . . . .				
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013. . . . .				3,711
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions). . . . .				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions). . . .				
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a. . . . .				
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 XIVPrivate Operating Foundations (see instructions and Part VII-A, question 9)

1a

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

b

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

☐ 4942(j)(3) or ☐ 4942(j)(5)

2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed.	Tax year	Prior 3 years			(e) Total
		(a) 2012	(b) 2011	(c) 2010	(d) 2009	
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 XVSupplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see instructions.)

1

Information Regarding Foundation Managers:

a

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

b

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

2

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

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

a

The name, address, and telephone number of the person to whom applications should be addressed

b

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

c

Any submission deadlines

d

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

Part XV

Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total . . . . .			3a	70,000
b Approved for future payment				
Total . . . . .			3b	

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions )
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
<b>1</b> Program service revenue					
<b>a</b> _____					
<b>b</b> _____					
<b>c</b> _____					
<b>d</b> _____					
<b>e</b> _____					
<b>f</b> _____					
<b>g</b> Fees and contracts from government agencies					
<b>2</b> Membership dues and assessments. . . . .					
<b>3</b> Interest on savings and temporary cash investments					
<b>4</b> Dividends and interest from securities. . . . .			14	51,858	
<b>5</b> Net rental income or (loss) from real estate					
<b>a</b> Debt-financed property. . . . .					
<b>b</b> Not debt-financed property. . . . .					
<b>6</b> Net rental income or (loss) from personal property					
<b>7</b> Other investment income. . . . .					
<b>8</b> Gain or (loss) from sales of assets other than inventory					-38,852
<b>9</b> Net income or (loss) from special events					
<b>10</b> Gross profit or (loss) from sales of inventory. . .					
<b>11</b> Other revenue <b>a</b> _____					
<b>b</b> _____					
<b>c</b> _____					
<b>d</b> _____					
<b>e</b> _____					
<b>12</b> Subtotal. Add columns (b), (d), and (e). . . . .				51,858	-38,852
<b>13 Total.</b> Add line 12, columns (b), (d), and (e). . . . .				51,858	-38,852

[illegible]

<b>1</b> 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?		<b>Yes</b>	<b>No</b>
<b>a</b>	Transfers from the reporting foundation to a noncharitable exempt organization of		
<b>(1)</b>	Cash. . . . .	<b>1a(1)</b>	<b>No</b>
<b>(2)</b>	Other assets. . . . .	<b>1a(2)</b>	<b>No</b>
<b>b</b>	Other transactions		
<b>(1)</b>	Sales of assets to a noncharitable exempt organization. . . . .	<b>1b(1)</b>	<b>No</b>
<b>(2)</b>	Purchases of assets from a noncharitable exempt organization. . . . .	<b>1b(2)</b>	<b>No</b>
<b>(3)</b>	Rental of facilities, equipment, or other assets. . . . .	<b>1b(3)</b>	<b>No</b>
<b>(4)</b>	Reimbursement arrangements. . . . .	<b>1b(4)</b>	<b>No</b>
<b>(5)</b>	Loans or loan guarantees. . . . .	<b>1b(5)</b>	<b>No</b>
<b>(6)</b>	Performance of services or membership or fundraising solicitations. . . . .	<b>1b(6)</b>	<b>No</b>
<b>c</b>	Sharing of facilities, equipment, mailing lists, other assets, or paid employees. . . . .	<b>1c</b>	<b>No</b>
<b>d</b> If the answer to any of the above is "Yes," complete the following schedule. Column <b>(b)</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 <b>(d)</b> the value of the goods, other assets, or services received.			

[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

**Paid  
Preparer  
Use Only**


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

*****	2013-05-06	*****	
Signature of officer or trustee	Date	Title	May the IRS discuss this return with the preparer shown below (see instr.)? <input type="checkbox"/> Yes <input type="checkbox"/> No

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

<b>Paid Preparer Use Only</b>	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed <input checked="checked" type="checkbox"/>	PTIN
	LEE C PETERSON CPA	LEE C PETERSON CPA	2013-05-13		
	Firm's name ▶	LEE C PETERSON CPA		Firm's EIN ▶	
		1400 ELBRIDGE PAYNE RD STE 110			
	Firm's address ▶	CHESTERFIELD, MO 63017		Phone no (314) 703-5412	

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
CHRISTIAN APPALACHIAN PROJECT INC 322 CRAB ORCHARD ST LANCASTER,KY 40444		OTHER PUBLIC	HELP THE POOR	3,000
KILO DIABETES & VASCULAR RESEARCH FOUNDATION 1227 FERN RIDGE PARKWAY ST LOUIS,MO 63141		OPERATING PR	DIABETES RESEARCH	52,000
SALVATION ARMY 1130 HAMPTON AVENUE ST LOUIS,MO 63139		OTHER PUBLIC	HELP THE NEEDY	3,000
ST LABRE INDIAN SCHOOL TONGUE RIVER ROAD ASHLAND,MT 59003		OTHER PUBLIC	INDIAN CHILDREN EDUCATION	3,000
WASHINGTON UNIVERSITY 7425 FORSYTH BLVD ST LOUIS,MO 63130		OTHER PUBLIC	DIABETES RESEARCH	9,000
<b>Total</b> . . . . .  <b>3a</b>				70,000

**TY 2012 Accounting Fees Schedule**

**Name:** JOHN HENRY FOSTER AND BERNADINE  
FOSTER FOUNDATION

**EIN:** 43-1242408

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	2,250	2,250		



**TY 2012 Compensation Explanation**

**Name:** JOHN HENRY FOSTER AND BERNADINE  
FOSTER FOUNDATION

**EIN:** 43-1242408

Person Name	Explanation
DR JOSEPH R WILLIAMSON	
JUNE E KILO	
DR MICHAEL A BECNEL	

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2012 Gain/Loss from Sale of Other Assets Schedule

Name: JOHN HENRY FOSTER AND BERNADINE  
FOSTER FOUNDATION  
EIN: 43-1242408

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
ARM HLDGS PLC ~SPONSORED ADR	2011-12	PURCHASE	2012-12		12,399	9,307			3,092	
BECTON DICKINSON & CO	2006-09	PURCHASE	2012-08		9,958	9,016			942	
CERNER CORP	2011-03	PURCHASE	2012-06		2,856	1,914			942	
CERNER CORP	2011-03	PURCHASE	2012-06		2,856	1,914			942	
CERNER CORP	2012-05	PURCHASE	2012-06		1,158	1,197			-39	
CHECK POINT SOFTWARE TECH LTD ~ORD	2011-08	PURCHASE	2012-10		6,378	8,466			-2,088	
CISCO SYS INC	2011-06	PURCHASE	2012-08		9,607	9,186			421	
DEERE & CO	2010-03	PURCHASE	2012-08		8,229	6,581			1,648	
DEVON ENERGY CORP NEW	2010-06	PURCHASE	2012-05		6,888	7,773			-885	
DU PONT E I DE NEMOURS & CO	2011-02	PURCHASE	2012-11		7,952	9,864			-1,912	
FASTENAL CO	2010-04	PURCHASE	2012-02		3,138	1,787			1,351	
FASTENAL CO	2010-04	PURCHASE	2012-01		4,599	2,749			1,850	
FASTENAL CO	2010-04	PURCHASE	2012-02		7,966	4,536			3,430	
JUNIPER NETWORKS INC	2009-05	PURCHASE	2012-05		4,334	5,781			-1,447	
KRAFT FOODS GROUP INC	2012-10	PURCHASE	2012-10		30				30	
MCDONALDS CORP	2006-08	PURCHASE	2012-10		8,185	3,187			4,998	
MEAD JOHNSON NUTRITION CO	2011-08	PURCHASE	2012-12		7,900	8,513			-613	
OCCIDENTAL PETE CORP DEL	2010-05	PURCHASE	2012-11		7,832	8,475			-643	
PRICE T ROWE GROUP INC	2008-08	PURCHASE	2012-02		8,815	8,812			3	
SMUCKER J M CO ~COM NEW	2009-12	PURCHASE	2012-02		7,426	6,268			1,158	
ST JUDE MED INC	2011-05	PURCHASE	2012-03		7,215	8,813			-1,598	
STARBUCKS CORP	2010-06	PURCHASE	2012-04		899	424			475	
STARBUCKS CORP	2010-06	PURCHASE	2012-04		3,119	1,554			1,565	
STARBUCKS CORP	2010-06	PURCHASE	2012-05		11,318	6,076			5,242	
TERADATA CORP DEL	2011-09	PURCHASE	2012-10		10,247	8,298			1,949	
TJX COS INC NEW	2010-05	PURCHASE	2012-07		1,965	984			981	
TJX COS INC NEW	2010-05	PURCHASE	2012-09		3,608	1,750			1,858	
WALGREEN CO	2011-08	PURCHASE	2012-09		8,085	7,630			455	
ABBOTT LABS	2009-06	PURCHASE	2012-08		267	179			88	
ABBOTT LABS	2009-07	PURCHASE	2012-08		1,066	746			320	

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
AETNA INC NEW	2008-09	PURCHASE	2012-01		841	726			115	
AETNA INC NEW	2008-10	PURCHASE	2012-01		797	484			313	
AETNA INC NEW	2008-11	PURCHASE	2012-10		352	200			152	
AETNA INC NEW	2008-11	PURCHASE	2012-10		506	300			206	
AETNA INC NEW	2008-11	PURCHASE	2012-11		529	300			229	
AETNA INC NEW	2008-11	PURCHASE	2012-01		709	400			309	
AETNA INC NEW	2011-10	PURCHASE	2012-11		1,234	1,057			177	
APACHE CORP	2010-05	PURCHASE	2012-04		1,188	1,230			-42	
APACHE CORP	2010-05	PURCHASE	2012-04		1,553	1,599			-46	
APACHE CORP	2010-10	PURCHASE	2012-04		1,279	1,414			-135	
APACHE CORP	2011-01	PURCHASE	2012-04		548	683			-135	
APPLIED MATLS INC	2009-10	PURCHASE	2012-02		620	612			8	
APPLIED MATLS INC	2009-10	PURCHASE	2012-02		1,209	1,224			-15	
APPLIED MATLS INC	2010-02	PURCHASE	2012-02		441	409			32	
APPLIED MATLS INC	2010-02	PURCHASE	2012-03		494	520			-26	
APPLIED MATLS INC	2010-02	PURCHASE	2012-02		806	811			-5	
APPLIED MATLS INC	2011-06	PURCHASE	2012-03		772	853			-81	
APPLIED MATLS INC	2011-12	PURCHASE	2012-03		1,350	1,166			184	
ARCHER DANIELS MIDLAND CO	2010-01	PURCHASE	2012-05		665	617			48	
ARCHER DANIELS MIDLAND CO	2010-01	PURCHASE	2012-11		1,227	1,418			-191	
ARCHER DANIELS MIDLAND CO	2010-01	PURCHASE	2012-11		213	247			-34	
ARCHER DANIELS MIDLAND CO	2010-01	PURCHASE	2012-11		1,061	1,294			-233	
ARCHER DANIELS MIDLAND CO	2010-03	PURCHASE	2012-11		278	315			-37	
ARCHER DANIELS MIDLAND CO	2010-11	PURCHASE	2012-11		404	501			-97	
ARCHER DANIELS MIDLAND CO	2010-12	PURCHASE	2012-11		303	353			-50	
ARCHER DANIELS MIDLAND CO	2011-05	PURCHASE	2012-11		455	604			-149	
ARCHER DANIELS MIDLAND CO	2012-06	PURCHASE	2012-11		404	474			-70	
ARCHER DANIELS MIDLAND CO	2012-07	PURCHASE	2012-11		354	381			-27	
BAKER HUGHES INC	2011-09	PURCHASE	2012-01		1,333	1,581			-248	
BAKER HUGHES INC	2011-09	PURCHASE	2012-01		1,428	1,563			-135	

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
BANK NEW YORK MELLON CORP	2009-09	PURCHASE	2012-04		390	459			-69	
BANK NEW YORK MELLON CORP	2009-09	PURCHASE	2012-05		1,751	2,379			-628	
BANK NEW YORK MELLON CORP	2009-10	PURCHASE	2012-05		190	249			-59	
BANK NEW YORK MELLON CORP	2010-10	PURCHASE	2012-05		443	530			-87	
BANK NEW YORK MELLON CORP	2011-07	PURCHASE	2012-05		253	310			-57	
BANK NEW YORK MELLON CORP	2011-08	PURCHASE	2012-05		506	471			35	
BAXTER INTL INC	2009-12	PURCHASE	2012-08		352	346			6	
BAXTER INTL INC	2009-12	PURCHASE	2012-11		1,555	1,384			171	
BAXTER INTL INC	2010-02	PURCHASE	2012-11		777	691			86	
CARNIVAL CORP ~PAIRED CTF	2012-02	PURCHASE	2012-10		379	310			69	
CARNIVAL CORP ~PAIRED CTF	2012-02	PURCHASE	2012-08		563	496			67	
CARNIVAL CORP ~PAIRED CTF	2012-02	PURCHASE	2012-12		1,881	1,488			393	
CHEVRON CORP NEW	2009-02	PURCHASE	2012-08		218	144			74	
CHEVRON CORP NEW	2009-04	PURCHASE	2012-08		218	134			84	
CHEVRON CORP NEW	2009-04	PURCHASE	2012-10		448	268			180	
CHEVRON CORP NEW	2009-07	PURCHASE	2012-10		1,007	583			424	
CHEVRON CORP NEW	2010-02	PURCHASE	2012-10		224	145			79	
CHEVRON CORP NEW	2010-02	PURCHASE	2012-11		2,340	1,525			815	
CHEVRON CORP NEW	2012-04	PURCHASE	2012-11		1,114	1,063			51	
COOPER INDUSTRIES PLC	2009-09	PURCHASE	2012-04		638	379			259	
COOPER INDUSTRIES PLC	2009-09	PURCHASE	2012-05		1,123	606			517	
COOPER INDUSTRIES PLC	2009-09	PURCHASE	2012-05		2,808	1,501			1,307	
CORNING INC	2010-03	PURCHASE	2012-11		1,881	2,887			-1,006	
CORNING INC	2010-05	PURCHASE	2012-11		941	1,503			-562	
CORNING INC	2012-08	PURCHASE	2012-11		705	677			28	
CVS CAREMARK CORPORATION	2008-08	PURCHASE	2012-06		693	555			138	
CVS CAREMARK CORPORATION	2008-08	PURCHASE	2012-05		800	666			134	
CVS CAREMARK CORPORATION	2009-10	PURCHASE	2012-06		370	278			92	
CVS CAREMARK CORPORATION	2009-11	PURCHASE	2012-06		693	437			256	
DEVON ENERGY CORP NEW	2009-08	PURCHASE	2012-01		826	823			3	

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
DEVON ENERGY CORP NEW	2009-08	PURCHASE	2012-01		191	189			2	
DEVON ENERGY CORP NEW	2009-08	PURCHASE	2012-02		1,399	1,385			14	
DEVON ENERGY CORP NEW	2010-04	PURCHASE	2012-02		509	529			-20	
DEVON ENERGY CORP NEW	2010-07	PURCHASE	2012-02		1,081	1,056			25	
DEVON ENERGY CORP NEW	2011-08	PURCHASE	2012-02		381	403			-22	
EATON CORP	2011-06	PURCHASE	2012-02		607	569			38	
EATON CORP	2011-06	PURCHASE	2012-11		615	569			46	
EATON CORP	2011-06	PURCHASE	2012-08		646	663			-17	
EATON CORP	2011-06	PURCHASE	2012-11		103	99			4	
EATON CORP	2011-06	PURCHASE	2012-12		1,653	1,584			69	
EATON CORP	2011-08	PURCHASE	2012-12		517	387			130	
EATON CORP	2012-05	PURCHASE	2012-12		2,376	1,944			432	
EATON CORP	2012-07	PURCHASE	2012-12		517	396			121	
FORD MTR CO DEL ~COM PAR 0 01	2012-11	PURCHASE	2012-12		504	452			52	
HALLIBURTON CO	2010-11	PURCHASE	2012-08		633	608			25	
HALLIBURTON CO	2010-11	PURCHASE	2012-12		773	744			29	
HESS CORP	2009-10	PURCHASE	2012-04		673	790			-117	
HESS CORP	2009-10	PURCHASE	2012-04		725	814			-89	
HESS CORP	2009-10	PURCHASE	2012-04		1,450	1,582			-132	
HESS CORP	2010-07	PURCHASE	2012-04		104	106			-2	
HESS CORP	2011-02	PURCHASE	2012-04		1,036	1,690			-654	
HOSPIRA INC	2009-05	PURCHASE	2012-02		444	401			43	
INGERSOLL-RAND PLC	2011-12	PURCHASE	2012-02		573	434			139	
INGERSOLL-RAND PLC	2011-12	PURCHASE	2012-05		1,445	1,115			330	
INGERSOLL-RAND PLC	2011-12	PURCHASE	2012-05		2,268	1,611			657	
KBR INC	2009-05	PURCHASE	2012-09		298	177			121	
KBR INC	2009-05	PURCHASE	2012-01		379	212			167	
MEDTRONIC INC	2010-08	PURCHASE	2012-09		344	254			90	
MEDTRONIC INC	2010-08	PURCHASE	2012-08		405	317			88	
MEDTRONIC INC	2010-08	PURCHASE	2012-09		429	317			112	

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
MEDTRONIC INC	2010-08	PURCHASE	2012-09		1,115	824			291	
MEDTRONIC INC	2010-08	PURCHASE	2012-11		1,601	1,205			396	
MEDTRONIC INC	2010-09	PURCHASE	2012-11		1,938	1,549			389	
METLIFE INC	2010-08	PURCHASE	2012-06		1,185	1,421			-236	
MOSAIC CO NEW	2011-06	PURCHASE	2012-07		571	643			-72	
NATIONAL OILWELL VARCO INC	2010-08	PURCHASE	2012-02		334	160			174	
NATIONAL OILWELL VARCO INC	2010-08	PURCHASE	2012-05		680	399			281	
NATIONAL OILWELL VARCO INC	2010-08	PURCHASE	2012-05		2,719	1,536			1,183	
NATIONAL OILWELL VARCO INC	2011-05	PURCHASE	2012-05		884	895			-11	
NAVISTAR INTL CORP NEW	2011-08	PURCHASE	2012-06		735	1,293			-558	
NAVISTAR INTL CORP NEW	2011-08	PURCHASE	2012-06		840	1,392			-552	
NAVISTAR INTL CORP NEW	2011-08	PURCHASE	2012-06		283	370			-87	
NAVISTAR INTL CORP NEW	2011-09	PURCHASE	2012-06		509	741			-232	
NYSE EURONEXT	2011-08	PURCHASE	2012-12		3,797	3,247			550	
NYSE EURONEXT	2012-05	PURCHASE	2012-12		633	506			127	
ON SEMICONDUCTOR CORP	2010-05	PURCHASE	2012-01		590	525			65	
PRUDENTIAL FINL INC	2011-11	PURCHASE	2012-08		432	416			16	
PRUDENTIAL FINL INC	2011-11	PURCHASE	2012-02		488	416			72	
PRUDENTIAL FINL INC	2011-11	PURCHASE	2012-11		2,072	1,874			198	
SYMANTEC CORP	2012-01	PURCHASE	2012-08		720	681			39	
SYMANTEC CORP	2012-01	PURCHASE	2012-12		924	851			73	
TARGET CORP	2008-11	PURCHASE	2012-04		289	144			145	
TARGET CORP	2008-12	PURCHASE	2012-06		234	123			111	
TARGET CORP	2008-12	PURCHASE	2012-04		289	153			136	
TARGET CORP	2009-12	PURCHASE	2012-06		351	274			77	
TEVA PHARMACEUTICAL INDS LTD ~ADR	2008-09	PURCHASE	2012-10		1,130	1,282			-152	
TEVA PHARMACEUTICAL INDS LTD ~ADR	2008-10	PURCHASE	2012-10		565	560			5	
TEVA PHARMACEUTICAL INDS LTD ~ADR	2010-05	PURCHASE	2012-10		484	660			-176	
TEVA PHARMACEUTICAL INDS LTD ~ADR	2010-07	PURCHASE	2012-10		242	305			-63	
TEVA PHARMACEUTICAL INDS LTD ~ADR	2011-02	PURCHASE	2012-10		565	723			-158	

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
TEVA PHARMACEUTICAL INDS LTD ~ADR	2011-11	PURCHASE	2012-10		444	426			18	
TIME WARNER INC ~COM NEW	2008-09	PURCHASE	2012-04		187	166			21	
TIME WARNER INC ~COM NEW	2008-09	PURCHASE	2012-04		149	116			33	
TIME WARNER INC ~COM NEW	2008-09	PURCHASE	2012-04		1,292	1,014			278	
TIME WARNER INC ~COM NEW	2008-09	PURCHASE	2012-04		664	551			113	
TIME WARNER INC ~COM NEW	2008-10	PURCHASE	2012-04		812	490			322	
TIME WARNER INC ~COM NEW	2009-06	PURCHASE	2012-04		554	338			216	
TIME WARNER INC ~COM NEW	2009-12	PURCHASE	2012-04		295	236			59	
UNILEVER N V ~N Y SHS NEW	2008-10	PURCHASE	2012-10		1,242	789			453	
UNILEVER N V ~N Y SHS NEW	2009-02	PURCHASE	2012-10		1,169	677			492	
UNILEVER N V ~N Y SHS NEW	2010-03	PURCHASE	2012-10		438	356			82	
UNILEVER N V ~N Y SHS NEW	2011-02	PURCHASE	2012-10		584	479			105	
UNILEVER N V ~N Y SHS NEW	2012-01	PURCHASE	2012-10		475	422			53	
UNION PAC CORP	2009-10	PURCHASE	2012-06		701	343			358	
WESTERN UN CO	2008-12	PURCHASE	2012-11		996	1,078			-82	
WESTERN UN CO	2008-12	PURCHASE	2012-11		933	1,034			-101	
WESTERN UN CO	2009-02	PURCHASE	2012-11		436	450			-14	
WESTERN UN CO	2010-02	PURCHASE	2012-11		149	197			-48	
WESTERN UN CO	2011-08	PURCHASE	2012-11		809	1,062			-253	
WESTERN UN CO	2012-02	PURCHASE	2012-11		448	636			-188	
WILLIS GROUP HOLDINGS PUBLIC L	2009-01	PURCHASE	2012-07		483	324			159	
WILLIS GROUP HOLDINGS PUBLIC L	2009-02	PURCHASE	2012-07		111	70			41	
AEGON N V ~NY REGISTRY SH	2004-09	PURCHASE	2012-12		4,026	7,074			-3,048	
AKZO NOBEL NV ~SPONSORED ADR	2003-12	PURCHASE	2012-12		326	178			148	
AKZO NOBEL NV ~SPONSORED ADR	2003-12	PURCHASE	2012-12		1,520	830			690	
ALCATEL-LUCENT ~SPONSORED ADR ~SUBJE	2005-08	PURCHASE	2012-03		84	437			-353	
ALCATEL-LUCENT ~SPONSORED ADR ~SUBJE	2005-08	PURCHASE	2012-02		489	2,372			-1,883	
ALCATEL-LUCENT ~SPONSORED ADR ~SUBJE	2007-08	PURCHASE	2012-03		1,292	6,424			-5,132	
ALCATEL-LUCENT ~SPONSORED ADR ~SUBJE	2007-08	PURCHASE	2012-03		766	3,318			-2,552	
ASTELLAS PHARMA INC ~ADR	2010-06	PURCHASE	2012-12		2,160	1,448			712	

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
ASTELLAS PHARMA INC ~ADR	2010-06	PURCHASE	2012-01		2,448	1,931			517	
ASTRAZENECA PLC ~SPONSORED ADR	2007-06	PURCHASE	2012-01		3,508	3,847			-339	
BARCLAYS PLC ~ADR	2007-11	PURCHASE	2012-12		2,853	7,126			-4,273	
CARREFOUR SA ~SPONSORED ADR	2011-05	PURCHASE	2012-12		3,912	6,545			-2,633	
CEMEX SAB DE CV ~SPON ADR NEW	2009-09	PURCHASE	2012-10		62	80			-18	
CEMEX SAB DE CV ~SPON ADR NEW	2009-09	PURCHASE	2012-02		128	185			-57	
CEMEX SAB DE CV ~SPON ADR NEW	2009-09	PURCHASE	2012-12		257	299			-42	
CEMEX SAB DE CV ~SPON ADR NEW	2009-09	PURCHASE	2012-02		385	535			-150	
CEMEX SAB DE CV ~SPON ADR NEW	2009-09	PURCHASE	2012-10		428	551			-123	
CEMEX SAB DE CV ~SPON ADR NEW	2009-09	PURCHASE	2012-08		960	1,378			-418	
CEMEX SAB DE CV ~SPON ADR NEW	2009-11	PURCHASE	2012-12		3,099	3,067			32	
CEMEX SAB DE CV ~SPON ADR NEW	2012-04	PURCHASE	2012-04		5				5	
DAI NIPPON PRTG LTD JAPAN ~SPONSORED	2006-07	PURCHASE	2012-01		3,977	6,139			-2,162	
DAIICHI SANKYO CO LTD ~SPON ADR LEV	2010-06	PURCHASE	2012-01		1,755	1,566			189	
DEUTSCHE BANK AG ~NPV(REGD)	2009-12	PURCHASE	2012-10		921	1,433			-512	
DEUTSCHE BANK AG ~NPV(REGD)	2010-10	PURCHASE	2012-10		461	457			4	
DEUTSCHE BANK AG ~NPV(REGD)	2010-10	PURCHASE	2012-10		679	686			-7	
DEUTSCHE BANK AG ~NPV(REGD)	2011-05	PURCHASE	2012-10		1,358	1,707			-349	
DEUTSCHE TELEKOM AG ~SPONSORED ADR	2005-08	PURCHASE	2012-01		1,140	1,915			-775	
DEUTSCHE TELEKOM AG ~SPONSORED ADR	2005-11	PURCHASE	2012-01		228	338			-110	
DEUTSCHE TELEKOM AG ~SPONSORED ADR	2005-11	PURCHASE	2012-09		1,022	1,353			-331	
DEUTSCHE TELEKOM AG ~SPONSORED ADR	2005-11	PURCHASE	2012-12		1,133	1,692			-559	
DEUTSCHE TELEKOM AG ~SPONSORED ADR	2007-02	PURCHASE	2012-12		906	1,453			-547	
ENI S P A ~SPONSORED ADR	2009-08	PURCHASE	2012-01		2,493	2,758			-265	
ENI S P A ~SPONSORED ADR	2009-08	PURCHASE	2012-06		824	925			-101	
ENI S P A ~SPONSORED ADR	2009-08	PURCHASE	2012-01		2,077	2,313			-236	
ENI S P A ~SPONSORED ADR	2010-03	PURCHASE	2012-12		951	936			15	
ENI S P A ~SPONSORED ADR	2010-03	PURCHASE	2012-12		5,885	5,617			268	
ENI S P A ~SPONSORED ADR	2010-04	PURCHASE	2012-12		981	934			47	
GLAXOSMITHKLINE PLC ~SPONSORED ADR	2006-12	PURCHASE	2012-01		920	1,048			-128	



Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
GLAXOSMITHKLINE PLC ~SPONSORED ADR	2007-06	PURCHASE	2012-01		460	516			-56	
HONDA MOTOR LTD ~AMERN SHS	2010-06	PURCHASE	2012-12		3,256	2,702			554	
HONDA MOTOR LTD ~AMERN SHS	2011-03	PURCHASE	2012-12		1,990	2,085			-95	
HSBC HLDGS PLC ~SPON ADR NEW	2011-05	PURCHASE	2012-12		4,525	4,285			240	
J SAINSBURY PLC ~SPON ADR NEW	2008-01	PURCHASE	2012-09		6,082	8,516			-2,434	
KINGFISHER PLC ~SPON ADR PAR	2007-09	PURCHASE	2012-12		405	381			24	
KINGFISHER PLC ~SPON ADR PAR	2007-09	PURCHASE	2012-05		2,525	2,329			196	
KINGFISHER PLC ~SPON ADR PAR	2007-09	PURCHASE	2012-12		1,215	989			226	
KONINKLIJKE AHOLD N V ~SPON ADR 2007	2004-05	PURCHASE	2012-01		3,122	1,329			1,793	
KOREA ELECTRIC PWR ~SPONSORED ADR ~S	2000-03	PURCHASE	2012-11		2,130	2,448			-318	
KOREA ELECTRIC PWR ~SPONSORED ADR ~S	2001-02	PURCHASE	2012-11		4,261	3,353			908	
KOREA ELECTRIC PWR ~SPONSORED ADR ~S	2011-05	PURCHASE	2012-11		1,065	1,074			-9	
MARKS & SPENCER GROUP PLC ~SPONSORED	2003-11	PURCHASE	2012-01		1,495	1,547			-52	
MARKS & SPENCER GROUP PLC ~SPONSORED	2003-12	PURCHASE	2012-01		3,102	3,213			-111	
MARKS & SPENCER GROUP PLC ~SPONSORED	2008-03	PURCHASE	2012-01		103	180			-77	
MITSUBISHI UFJ FINL GROUP INC ~SPONS	2006-11	PURCHASE	2012-01		2,344	6,628			-4,284	
MITSUBISHI UFJ FINL GROUP INC ~SPONS	2007-03	PURCHASE	2012-01		1,577	4,229			-2,652	
MIZUHO FINL GROUP INC ~SPONSORED ADR	2007-04	PURCHASE	2012-01		118	486			-368	
MIZUHO FINL GROUP INC ~SPONSORED ADR	2007-04	PURCHASE	2012-01		2,165	9,594			-7,429	
MIZUHO FINL GROUP INC ~SPONSORED ADR	2007-05	PURCHASE	2012-01		370	1,646			-1,276	
MIZUHO FINL GROUP INC ~SPONSORED ADR	2007-05	PURCHASE	2012-02		1,047	4,279			-3,232	
MIZUHO FINL GROUP INC ~SPONSORED ADR	2007-08	PURCHASE	2012-02		451	1,627			-1,176	
MIZUHO FINL GROUP INC ~SPONSORED ADR	2007-08	PURCHASE	2012-03		981	3,486			-2,505	
MIZUHO FINL GROUP INC ~SPONSORED ADR	2007-11	PURCHASE	2012-03		2,322	7,911			-5,589	
NIPPON TELEG & TEL CORP ~SPONSORED A	2006-04	PURCHASE	2012-01		1,024	895			129	
NIPPON TELEG & TEL CORP ~SPONSORED A	2007-07	PURCHASE	2012-01		2,687	2,350			337	
NISSAN MOTORS ~SPONSORED ADR	2008-04	PURCHASE	2012-01		1,309	1,207			102	
NISSAN MOTORS ~SPONSORED ADR	2008-04	PURCHASE	2012-03		3,855	3,105			750	
OI S A ~SPONSORED ADR	2001-01	PURCHASE	2012-07		72	354			-282	
OI S A ~SPONSORED ADR	2001-01	PURCHASE	2012-07		110	364			-254	

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
O I S A ~SPN ADR REP PFD	2001-01	PURCHASE	2012-12		96	409			-313	
O I S A ~SPN ADR REP PFD	2001-01	PURCHASE	2012-12		192	818			-626	
O I S A ~SPN ADR REP PFD	2001-01	PURCHASE	2012-12		279	975			-696	
O I S A ~SPN ADR REP PFD	2001-01	PURCHASE	2012-12		559	1,949			-1,390	
O I S A ~SPONSORED ADR	2001-04	PURCHASE	2012-07		66	186			-120	
O I S A ~SPONSORED ADR	2001-04	PURCHASE	2012-07		72	140			-68	
O I S A ~SPN ADR REP PFD	2001-04	PURCHASE	2012-12		84	214			-130	
O I S A ~SPN ADR REP PFD	2001-04	PURCHASE	2012-12		168	428			-260	
O I S A ~SPN ADR REP PFD	2001-04	PURCHASE	2012-12		180	375			-195	
O I S A ~SPN ADR REP PFD	2001-04	PURCHASE	2012-12		359	749			-390	
O I S A ~SPN ADR REP PFD	2012-04	PURCHASE	2012-04		7				7	
O I S A ~SPONSORED ADR	2012-04	PURCHASE	2012-04		5				5	
SANOFI ~SPONSORED ADR	2006-10	PURCHASE	2012-01		2,484	3,115			-631	
SANOFI ~SPONSORED ADR	2006-12	PURCHASE	2012-09		417	442			-25	
SANOFI ~SPONSORED ADR	2006-12	PURCHASE	2012-12		921	883			38	
SANOFI ~SPONSORED ADR	2006-12	PURCHASE	2012-01		4,612	5,740			-1,128	
SANOFI ~SPONSORED ADR	2007-02	PURCHASE	2012-12		2,345	2,134			211	
SEVEN & I HLDGS CO LTD ~ADR	2010-08	PURCHASE	2012-04		596	469			127	
SEVEN & I HLDGS CO LTD ~ADR	2010-08	PURCHASE	2012-02		1,120	938			182	
SEVEN & I HLDGS CO LTD ~ADR	2010-08	PURCHASE	2012-06		1,197	938			259	
SEVEN & I HLDGS CO LTD ~ADR	2010-08	PURCHASE	2012-05		1,781	1,407			374	
SEVEN & I HLDGS CO LTD ~ADR	2010-08	PURCHASE	2012-01		3,607	3,049			558	
SK TELECOM LTD ~SPONSORED ADR	2005-08	PURCHASE	2012-08		211	320			-109	
SK TELECOM LTD ~SPONSORED ADR	2005-08	PURCHASE	2012-01		4,928	7,782			-2,854	
SK TELECOM LTD ~SPONSORED ADR	2005-12	PURCHASE	2012-12		735	927			-192	
SK TELECOM LTD ~SPONSORED ADR	2005-12	PURCHASE	2012-08		2,747	4,018			-1,271	
SK TELECOM LTD ~SPONSORED ADR	2006-09	PURCHASE	2012-12		2,776	3,897			-1,121	
SONY CORP ~ADR NEW	2008-04	PURCHASE	2012-03		872	1,614			-742	
SONY CORP ~ADR NEW	2008-10	PURCHASE	2012-03		763	690			73	
STMICROELECTRONICS N V ~NY REGISTRY	2006-06	PURCHASE	2012-01		1,527	3,879			-2,352	

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
STMICROELECTRONICS N V ~NY REGISTRY	2008-02	PURCHASE	2012-01		61	130			-69	
STMICROELECTRONICS N V ~NY REGISTRY	2008-02	PURCHASE	2012-12		707	1,295			-588	
STMICROELECTRONICS N V ~NY REGISTRY	2008-02	PURCHASE	2012-09		983	2,202			-1,219	
STMICROELECTRONICS N V ~NY REGISTRY	2008-02	PURCHASE	2012-11		1,048	2,202			-1,154	
STMICROELECTRONICS N V ~NY REGISTRY	2011-08	PURCHASE	2012-12		672	637			35	
SUMITOMO MITSUI FINL GROUP INC ~SPON	2007-09	PURCHASE	2012-12		1,564	3,363			-1,799	
SUMITOMO MITSUI FINL GROUP INC ~SPON	2007-09	PURCHASE	2012-01		4,649	12,534			-7,885	
SWISS RE LTD ~SPONSORED ADR	2011-06	PURCHASE	2012-12		2,197	1,652			545	
SWISSCOM AG ~SPONSORED ADR	2007-07	PURCHASE	2012-06		2,745	2,704			41	
SWISSCOM AG ~SPONSORED ADR	2007-07	PURCHASE	2012-06		4,414	3,966			448	
TOKIO MARINE HOLDINGS INC ~ADR	2003-11	PURCHASE	2012-01		226	226				
TOKIO MARINE HOLDINGS INC ~ADR	2005-02	PURCHASE	2012-01		2,034	2,636			-602	
TOTAL S A ~SPONSORED ADR	2010-03	PURCHASE	2012-01		3,578	4,053			-475	
TOTAL S A ~SPONSORED ADR	2010-04	PURCHASE	2012-01		511	570			-59	
TOYOTA MOTOR CORP ~SP ADR REP2COM	2009-12	PURCHASE	2012-01		1,371	1,675			-304	
TOYOTA MOTOR CORP ~SP ADR REP2COM	2009-12	PURCHASE	2012-12		1,819	1,675			144	
TOYOTA MOTOR CORP ~SP ADR REP2COM	2010-07	PURCHASE	2012-12		2,274	1,773			501	
UNILEVER N V ~N Y SHS NEW	2004-09	PURCHASE	2012-06		482	294			188	
UNILEVER N V ~N Y SHS NEW	2004-09	PURCHASE	2012-12		2,708	1,370			1,338	
UNILEVER N V ~N Y SHS NEW	2004-09	PURCHASE	2012-01		4,480	2,544			1,936	
VODAFONE GROUP PLC NEW ~SPONS ADR NE	2011-05	PURCHASE	2012-06		565	553			12	
VODAFONE GROUP PLC NEW ~SPONS ADR NE	2011-05	PURCHASE	2012-01		1,105	1,106			-1	
VODAFONE GROUP PLC NEW ~SPONS ADR NE	2011-05	PURCHASE	2012-01		1,672	1,658			14	
WOLTERS KLUWER N V ~SPONSORED ADR	2003-05	PURCHASE	2012-12		3,034	1,899			1,135	

**TY 2012 Investments Corporate  
Stock Schedule**

**Name:** JOHN HENRY FOSTER AND BERNADINE  
FOSTER FOUNDATION

**EIN:** 43-1242408

Name of Stock	End of Year Book Value	End of Year Fair Market Value
SECURITIES AND MUTUAL FUNDS	1,129,657	1,378,806

## TY 2012 Other Expenses Schedule

**Name:** JOHN HENRY FOSTER AND BERNADINE  
FOSTER FOUNDATION

**EIN:** 43-1242408

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
ADMINISTRATIVE	98	98		

**TY 2012 Other Professional Fees Schedule**

**Name:** JOHN HENRY FOSTER AND BERNADINE  
FOSTER FOUNDATION

**EIN:** 43-1242408

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BROKERAGE MANAGEMENT FEES	18,221	18,221		

**TY 2012 Taxes Schedule**

**Name:** JOHN HENRY FOSTER AND BERNADINE  
FOSTER FOUNDATION

**EIN:** 43-1242408

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES WITHHELD	2,792	2,792		
FEDERAL TAXES	288	288		