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

Department of the Treasury  
Internal Revenue Service

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

**Open to Public Inspection**

For calendar year **2012** or tax year beginning , **2012**, and ending , **20**

Name of foundation  
**THE SAMUEL R. DWECK FOUNDATION**

Number and street (or P O box number if mail is not delivered to street address) Room/suite  
**1730 M STREET, NW 408**

City or town, state, and ZIP code  
**WASHINGTON, DC 20036**

**A Employer identification number**  
52-6060826

**B Telephone number (see instructions)**  
(202) 296-0360

**C** If exemption application is pending, check here

**D** 1 Foreign organizations, check here   
2 Foreign organizations meeting the 85% test, check here and attach computation

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

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

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

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

**I** Fair market value of all assets at end of year (from Part II, col (c), line 16) **\$ 1,444,326.**

**J** Accounting method  Cash  Accrual  
 Other (specify) \_\_\_\_\_  
(Part I, column (d) must be on cash basis)

SCANNED MAY 15 2013

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 type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	5.	5.	5.	ATCH 1
	4 Dividends and interest from securities	27,786.	27,786.	27,786.	ATCH 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	29,488.			
	b Gross sales price for all assets on line 6a	398,973.			
	7 Capital gain net income (from Part IV, line 2)		29,488.		
	8 Net short-term capital gain				
	9 Income modifications				
	10 a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule) ATCH 3	14,345.	14,345.	14,345.		
12 Total. Add lines 1 through 11	71,624.	71,624.	42,136.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	0			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) ATCH 4	3,650.			3,650.
	c Other professional fees (attach schedule) ATCH 5	5,916.	5,916.	5,916.	
	17 Interest				
	18 Taxes (attach schedule) (see instructions) ATCH 6	1,069.	416.	416.	653.
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) ATCH 7	435.			
	24 Total operating and administrative expenses. Add lines 13 through 23	11,070.	6,332.	6,332.	4,303.
	25 Contributions, gifts, grants paid	187,540.			187,540.
26 Total expenses and disbursements. Add lines 24 and 25	198,610.	6,332.	6,332.	191,843.	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-126,986.				
b Net investment income (if negative, enter -0-)		65,292.			
c Adjusted net income (if negative, enter -0-)			35,804.		

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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 . . . . .	7,459.	54,579.	54,579.
	2 Savings and temporary cash investments . . . . .	120,775.	51,388.	51,388.
	3 Accounts receivable ▶ Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶ Less allowance for doubtful accounts ▶			
	5 Grants receivable . . . . .			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . . .			
	7 Other notes and loans receivable (attach schedule) ▶ Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use . . . . .			
	9 Prepaid expenses and deferred charges . . . . .			
	10 a Investments - U S and state government obligations (attach schedule), **	325,453.	188,735.	191,453.
	b Investments - corporate stock (attach schedule) ATCH 9	741,524.	908,968.	967,269.
	c Investments - corporate bonds (attach schedule) ATCH 10	90,027.	85,163.	86,433.
	11 Investments - land, buildings, and equipment basis Less accumulated depreciation (attach schedule) ▶			
	12 Investments - mortgage loans . . . . .			
	13 Investments - other (attach schedule) . . . . . ATCH 11	233,104.	105,258.	91,923.
	14 Land, buildings, and equipment basis Less accumulated depreciation (attach schedule) ▶			
15 Other assets (describe ▶ ATCH 12 )	4,338.	1,281.	1,281.	
16 <b>Total assets</b> (to be completed by all filers - see the instructions Also, see page 1, item I) . . . . .	1,522,680.	1,395,372.	1,444,326.	
Liabilities	17 Accounts payable and accrued expenses . . . . .	322.		
	18 Grants payable . . . . .			
	19 Deferred revenue . . . . .			
	20 Loans from officers, directors, trustees, and other disqualified persons . . . . .			
	21 Mortgages and other notes payable (attach schedule) . . . . .			
	22 Other liabilities (describe ▶ )			
	23 <b>Total liabilities</b> (add lines 17 through 22) . . . . .	322.	0	
Net Assets or Fund Balances	<b>Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/></b> <b>and complete lines 24 through 26 and lines 30 and 31.</b>			
	24 Unrestricted . . . . .			
	25 Temporarily restricted . . . . .			
	26 Permanently restricted . . . . .			
	<b>Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/></b>			
	27 Capital stock, trust principal, or current funds . . . . .	1,142,947.	1,142,947.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund . . . . .			
	29 Retained earnings, accumulated income, endowment, or other funds . . . . .	379,411.	252,425.	
	30 <b>Total net assets or fund balances</b> (see instructions) . . . . .	1,522,358.	1,395,372.	
31 <b>Total liabilities and net assets/fund balances</b> (see instructions) . . . . .	1,522,680.	1,395,372.		

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	1,522,358.
2 Enter amount from Part I, line 27a . . . . .	2	-126,986.
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3 . . . . .	4	1,395,372.
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	1,395,372.

\*\*ATCH 8

**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 SEE PART IV SCHEDULE					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a					
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	29,488.	
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	0	

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011	190,940.	1,676,082.	0.113920
2010	202,145.	1,749,989.	0.115512
2009	200,460.	1,718,000.	0.116682
2008	243,600.	5,562,809.	0.043791
2007	1,956,960.	11,366,766.	0.172165
2 Total of line 1, column (d)			2 0.562070
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 0.112414
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5			4 1,468,388.
5 Multiply line 4 by line 3			5 165,067.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 653.
7 Add lines 5 and 6			7 165,720.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions			8 191,843.

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

<b>1a</b>	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 . . . . . Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)		
<b>b</b>	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b . . . . .	1	653.
<b>c</b>	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
<b>2</b>	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) . . . . .	2	
<b>3</b>	Add lines 1 and 2 . . . . .	3	653.
<b>4</b>	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) . . . . .	4	0
<b>5</b>	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0- . . . . .	5	653.
<b>6</b>	<b>Credits/Payments</b>		
<b>a</b>	2012 estimated tax payments and 2011 overpayment credited to 2012 . . . . .	<b>6a</b>	1,120.
<b>b</b>	Exempt foreign organizations - tax withheld at source . . . . .	<b>6b</b>	
<b>c</b>	Tax paid with application for extension of time to file (Form 8868) . . . . .	<b>6c</b>	
<b>d</b>	Backup withholding erroneously withheld . . . . .	<b>6d</b>	
<b>7</b>	<b>Total credits and payments.</b> Add lines 6a through 6d . . . . .	7	1,120.
<b>8</b>	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached . . . . .	8	
<b>9</b>	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b> . . . . .	9	
<b>10</b>	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b> . . . . .	10	467.
<b>11</b>	Enter the amount of line 10 to be <b>Credited to 2013 estimated tax</b> ▶ 467. <b>Refunded</b> ▶	11	

**Part VII-A Statements Regarding Activities**

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

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions) . . . . . 11 X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions) . . . . . 12 X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? . . . . . 13 X
Website address N/A
14 The books are in care of RALPH S. DWECK Telephone no 202-296-0360
Located at 1730 M ST. NW, #408, WASHINGTON, DC ZIP+4 20036
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here . . . . . 15
16 At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? . . . . . 16 Yes No 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.

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 X No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? . . . . . Yes X No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? . . . . . Yes X No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? . . . . . Yes X 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 X 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 X No
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? . . . . . 1b X
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 X No
If "Yes," list the years
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions) . . . . . 2b X
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? . . . . . Yes X No
b If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012) . . . . . 3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? . . . . . 4a X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012? . . . . . 4b X

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

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

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

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

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

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

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

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

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?  Yes  No  
 If "Yes," attach the statement required by Regulations section 53.4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?  Yes  No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?  Yes  No  
 If "Yes" to 6b, file Form 8870

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?  Yes  No

**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
ATCH 13		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 Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**

**3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."**

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

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

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

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 NONE	
2	
3	
4	

**Part IX-B Summary of Program-Related Investments (see instructions)**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See instructions	
3 NONE	
<b>Total.</b> Add lines 1 through 3 . . . . . ▶	

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

<b>-1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	1,386,144.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	104,605.
<b>c</b>	Fair market value of all other assets (see instructions)	<b>1c</b>	
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	1,490,749.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	1,490,749.
<b>4</b>	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	<b>4</b>	22,361.
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	1,468,388.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	73,419.

**Part XI Distributable Amount** (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here  and do not complete this part.)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	73,419.
<b>2a</b>	Tax on investment income for 2012 from Part VI, line 5	<b>2a</b>	653.
<b>b</b>	Income tax for 2012 (This does not include the tax from Part VI)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	653.
<b>3</b>	Distributable amount before adjustments Subtract line 2c from line 1	<b>3</b>	72,766.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	
<b>5</b>	Add lines 3 and 4	<b>5</b>	72,766.
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	
<b>7</b>	<b>Distributable amount as adjusted</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	72,766.

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

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b>	Expenses, contributions, gifts, etc - total from Part I, column (d), line 26	<b>1a</b>	191,843.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	191,843.
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	<b>5</b>	653.
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	191,190.

**Note.** The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

**Part XIII Undistributed Income** (see instructions)

	(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
<b>1</b> Distributable amount for 2012 from Part XI, line 7 . . . . .				72,766.
<b>2</b> Undistributed income, if any, as of the end of 2012				
<b>a</b> Enter amount for 2011 only . . . . .				
<b>b</b> Total for prior years 20 10, 20 09, 20 08 . . . . .				
<b>3</b> Excess distributions carryover, if any, to 2012				
<b>a</b> From 2007 . . . . .				1,425,472.
<b>b</b> From 2008 . . . . .				
<b>c</b> From 2009 . . . . .				114,872.
<b>d</b> From 2010 . . . . .				116,148.
<b>e</b> From 2011 . . . . .				109,300.
<b>f</b> Total of lines 3a through e . . . . .	1,765,792.			
<b>4</b> Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 191,843.				
<b>a</b> Applied to 2011, but not more than line 2a . . . . .				
<b>b</b> Applied to undistributed income of prior years (Election required - see instructions) . . . . .				
<b>c</b> Treated as distributions out of corpus (Election required - see instructions) . . . . .				
<b>d</b> Applied to 2012 distributable amount . . . . .				72,766.
<b>e</b> Remaining amount distributed out of corpus . . . . .	119,077.			
<b>5</b> Excess distributions carryover applied to 2012 . . . . . (If an amount appears in column (d), the same amount must be shown in column (a) )				
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5 . . . . .	1,884,869.			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b . . . . .				
<b>c</b> Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed . . . . .				
<b>d</b> Subtract line 6c from line 6b Taxable amount - see instructions . . . . .				
<b>e</b> Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount - see instructions . . . . .				
<b>f</b> Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013 . . . . .				
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions) . . . . .				
<b>8</b> Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions) . . . . .	1,425,472.			
<b>9</b> Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a . . . . .	459,397.			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2008 . . . . .				
<b>b</b> Excess from 2009 . . . . .				114,872.
<b>c</b> Excess from 2010 . . . . .				116,148.
<b>d</b> Excess from 2011 . . . . .				109,300.
<b>e</b> Excess from 2012 . . . . .				119,077.

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

NOT APPLICABLE

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

--

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

	4942(j)(3) or	4942(j)(5)
--	---------------	------------

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

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

**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) )

N/A

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

NONE

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

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

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

N/A

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

THERE IS NO SPECIFIC FORM REQUIRED TO APPLY FOR A GRANT.

**c** Any submission deadlines:

NONE

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

NONE

**Part XV** Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>  ATCH 14				
<b>Total</b> .....				<b>▶ 3a</b> 187,540.
<b>b</b> <i>Approved for future payment</i>				
<b>Total</b> .....				<b>▶ 3b</b>





**FORM 990-PF - PART IV  
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL CAPITAL GAIN DISTRIBUTIONS					13,546.	
434.		FOREIGN EXCHANGE CURRENCY GAIN PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS
							434.	
108,781.		STATEMENT 'A' - SHORT TERM GAIN COVERED PROPERTY TYPE: SECURITIES 103,984.				P	VARIOUS	VARIOUS
							4,797.	
105,918.		STATEMENT 'B' - SHORT TERM GAIN NON-COVE PROPERTY TYPE: SECURITIES 105,110.				P	VARIOUS	VARIOUS
							808.	
8,724.		STATEMENT 'C' - LONG TERM GAIN COVERED PROPERTY TYPE: SECURITIES 7,475.				P	VARIOUS	VARIOUS
							1,249.	
161,023.		STATEMENT 'D' - LONG TERM GAIN NON-COVER PROPERTY TYPE: SECURITIES 152,916.				P	VARIOUS	VARIOUS
							8,107.	
547.		CLASS ACTION PROCEEDS PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS
							547.	
TOTAL GAIN (LOSS) .....		.....					<u>29,488.</u>	

**SAMUEL R DWECK FAMILY FOUNDATION**  
**EIN # 52-6060826**  
**CHARITABLE CONTRIBUTIONS**  
**12/31/2012**

**STATEMENT #14**  
**CONTRIBUTIONS PAID - Page 11, Part XV, Line 3(a):**

Recipient	Total	Purpose of Contribution			Address	
		Religious	Civic	Educational		
Ambassador's Ball Committee	2,500		2,500		6900 Wisconsin Avenue #307	Bethesda, MD 20815
American Friends of the Weizmann Institute of Science	5,000		5,000		633 Third Avenue, 8th Floor	New York, NY 10017
Anti-Defamation League of B'nai B'rith	1,000		1,000		1100 Connecticut Avenue #1020	Washington, DC 20036
B'nai Israel Congregation	23,790	23,790			6301 Montrose Road	Rockville, MD 20852
Crohns and Colitis Foundation of America	25,000		25,000		11300 Rockville Pike #1005	Rockville, MD 20852
Hadassah	10,000			10,000	50 West 58th Street	New York, NY 10019
Hebrew Home of Greater Washington	50,000		50,000		6121 Montrose Avenue	Rockville, MD 20852
Israel Philharmonic Orchestra	250		250		122 East 42nd Street, #4507	New York, NY 10168
Jewish Community Relations Council of Greater Washington	10,000		10,000		6101 Montrose Road #205	Rockville, MD 20852
Jewish Community of Broward County, Inc.	5,000		5,000		5890 South Pine Island Road	Davies, FL 33328
Jewish Federation of Greater Washington	25,000		25,000		6101 Montrose Road #400	Rockville, MD 20852
Jewish Foundation for Group Homes	7,500		7,500		1500 East Jefferson Street	Rockville, MD 20852
Jewish Social Service Agency	7,500		7,500		200 Wood Hill Road	Rockville, MD 20850
Sixth and I Synagogue	10,000	10,000			600 I Street NW	Washington, DC 20001
WETA Television	5,000		5,000		P.O. Box 96100	Washington, DC 20090
<b>Subtotal</b>	<b>187,540</b>	<b>43,790</b>	<b>143,750</b>			
	<u>700-1A</u>	TB				

Bessemer Trust Company N.A.

Proceeds from Broker and Barter Exchange Transactions

2012

**Ic - SHORT-TERM TRANSACTIONS** 6 - COVERED tax lot for which cost basis is reported to the IRS\*\* STATEMENT "A"  
 Report on Form 8949, Part I, with Box A checked

These columns are not reported to the IRS

8 - Description / CUSIP / 1d - Symbol	1a - Date of Sale or exchange	1e - Quantity	2a - Proceeds of stocks, bonds, etc.	1b - Date of acquisition	3 - Cost or other basis	Gain or loss	Additional Information	Notes
ABERTIS INFRAESTR ADR / CUSIP 003381100 / Symbol ABRT Y								
	07/10/12	0 250	1 56	02/15/12	2 07	-0.51	Sale	
	08/02/12	50 000	295 32	02/15/12	413 80	-118.48	Sale	
	2 tax lots for 08/03/12 Total proceeds (and cost when required) reported to the IRS							
		28 500	171 85	02/15/12	235 87	-64.02	Sale	
		21 500	129 64	05/09/12	154 39	-24.75	Sale	
	08/03/12	50 000	301.49	VARIOUS	390 26	-88.77	Total of 2 lots	
	2 tax lots for 08/07/12 Total proceeds (and cost when required) reported to the IRS							
		44 000	282 81	11/21/11	310 67	-27.86	Sale	
		31 000	199 26	05/09/12	222 61	-23.35	Sale	
	08/07/12	75 000	482.07	VARIOUS	533 28	-51.21	Total of 2 lots	
	08/08/12	40 000	256.13	11/21/11	282.43	-26.30	Sale	
		Security total	1,336.57		1,621.84	-285.27		
AJINOMOTO INC ADR / CUSIP 009707100 / Symbol AJIN Y								
	09/20/12	50 000	748.17	05/07/12	641.35	106.82	Sale	
	09/21/12	75 000	1,143.14	11/22/11	885.30	257.84	Sale	
	2 tax lots for 09/24/12 Total proceeds (and cost when required) reported to the IRS							
		25 000	383.61	11/22/11	295.10	88.51	Sale	
		25 000	383.60	02/15/12	295.08	88.52	Sale	
	09/24/12	50 000	767.21	VARIOUS	590.18	177.03	Total of 2 lots	
	09/27/12	25 000	391.73	02/15/12	295.08	96.65	Sale	
	09/28/12	100 000	1,567.53	02/15/12	1,180.32	387.21	Sale	
		Security total	4,617.78		3,592.23	1,025.55		
ALLIANZ AKTIENGENS ADR / CUSIP 018805101 / Symbol AZSE Y								
	09/07/12	50 000	586.98	02/15/12	579.92	7.06	Sale	
AB FOODS LTD ADR / CUSIP 045519402 / Symbol ASBF Y								
	09/07/12	25.000	519.49	05/08/12	502.00	17.49	Sale	
BHP BILLITON PLC-ADR / CUSIP 05545E209 / Symbol BBL								
	09/07/12	10 000	611.18	05/04/12	619.90	-8.72	Sale	

EIN# 52-6060826

Bessemer Trust Company N.A. Account 8G0350  
**Proceeds from Broker and Barter Exchange Transactions**  
 (continued)

**1c - SHORT-TERM TRANSACTIONS** 6 - COVERED tax lot for which cost basis is reported to the IRS\*\*  
 Report on Form 8949, Part 1, with Box A checked

8 - Description / CUSIP / 1d - Symbol	1e - Quantity	2a - Proceeds of # stocks, bonds, etc.	1b - Date of acquisition	3 - Cost or other basis	Gain or loss	Additional Information	Notes
These columns are not reported to the IRS							
BARCLAYS PLC ADR / CUSIP 06738E204 / Symbol BCS							
2 tax lots for 07/03/12 Total proceeds (and cost when required) reported to the IRS							
	50 000	529 35	02/14/12	733 53	-204 18	Sale	
	25 000	264 67	05/04/12	337 24	-72 57	Sale	
07/03/12	75 000	794 02	VARIOUS	1,070 77	-276.75	Total of 2 lots	
2 tax lots for 07/05/12 Total proceeds (and cost when required) reported to the IRS							
	25 000	259 26	11/21/11	252 33	6 93	Sale	
	25 000	259 27	05/04/12	337 24	-77 97	Sale	
07/05/12	50 000	518 53	VARIOUS	589 57	-71 04	Total of 2 lots	
07/06/12	100 000	1,020 80	11/21/11	1,009.32	11 48	Sale	
	Security total	2,333 35		2,669 66	-336 31		
BARRICK GOLD CORP / CUSIP 067901108 / Symbol							
09/07/12	25 000	1,002.98	02/03/12	1,223.06	-220 08	Sale	
CVS/CAREMARK CORP / CUSIP 126650100 / Symbol CVS							
09/07/12	20 000	918 17	05/04/12	909 19	8 98	Sale	
CARNIVAL CORP CL A / CUSIP 143658300 / Symbol CCL							
01/17/12	40 000	1,183 04	11/21/11	1,264.40	-81 36	Sale	
09/26/12	45 000	1,656 84	11/21/11	1,422 45	234 39	Sale	
	Security total	2,839 88		2,686 85	153 03		
CENTURYLINK INC / CUSIP 156700106 / Symbol CTL							
09/07/12	20 000	835 18	05/04/12	771.40	63 78	Sale	
11/01/12	15,000	576 03	02/14/12	566 55	9 48	Sale	
	Security total	1,411.21		1,337 95	73 26		
CHINA CONSTRUCTION ADR / CUSIP 168919108 / Symbol CICH Y							
2 tax lots for 09/10/12 Total proceeds (and cost when required) reported to the IRS							
	25 000	328 48	02/06/12	413 17	-84 69	Sale	
	50 000	656 95	05/04/12	761 40	-104 45	Sale	
09/10/12	75 000	985 43	VARIOUS	1,174 57	-189.14	Total of 2 lots	

EIN# 52-6060826

Bessemer Trust Company N.A. Account 8G0350  
**Proceeds from Broker and Barter Exchange Transactions**  
 (continued)

**1c - SHORT-TERM TRANSACTIONS** 6 - COVERED tax lot for which cost basis is reported to the IRS\*\*

Report on Form 8949, Part I, with Box A checked

These columns are not reported to the IRS

8 - Description / CUSIP / 1d - Symbol	1e - Quantity	2a - Proceeds of # stocks, bonds, etc.	1b - Date of acquisition	3 - Cost or other basis	Gain or loss	Additional Information	Notes
CHINA TELECOM ADR / CUSIP 169426103 / Symbol CHA	20 000	1,163 17	12/01/11	1,210 09	-46 92	Sale	
<b>CITIGROUP INC / CUSIP 172967424 / Symbol C</b>							
2 tax lots for 11/15/12 Total proceeds (and cost when required) reported to the IRS							
	25 000	885 73	08/20/12	745 69	140 04	Sale	
	25 000	885 74	08/29/12	749 02	136 72	Sale	
11/15/12	50 000	1,771.47	VARIOUS	1,494 71	276 76	Total of 2 lots	
<b>COMCAST CORP CL A NEW / CUSIP 20030N101 / Symbol CMCS A</b>							
05/24/12	100 000	2,880 34	11/21/11	2,126 85	753 49	Sale	
<b>CONOCOPHILLIPS / CUSIP 20825C104 / Symbol COP</b>							
09/07/12	15 000	847.92	02/15/12	838.10	9 82	Sale	
<b>DEUTSCHE POST AG ADR / CUSIP 25157Y202 / Symbol DPSG Y</b>							
2 tax lots for 06/21/12 Total proceeds (and cost when required) reported to the IRS							
	25 000	428 58	11/21/11	366 98	61 60	Sale	
	25 000	428 58	05/04/12	459 00	-30 42	Sale	
06/21/12	50 000	857 16	VARIOUS	825 98	31 18	Total of 2 lots	
2 tax lots for 06/22/12 Total proceeds (and cost when required) reported to the IRS							
	15 000	251 56	11/21/11	220 19	31 37	Sale	
	35 000	586 98	12/19/11	512 74	74 24	Sale	
06/22/12	50 000	838 54	VARIOUS	732 93	105 61	Total of 2 lots	
06/25/12	65 000	1,067.61	12/19/11	952 22	115.39	Sale	
		Security total		2,511 13	252 18		
<b>ENI S P A ADR / CUSIP 26874R108 / Symbol E</b>							
09/07/12	25 000	1,147.47	05/04/12	1,069 50	77 97	Sale	
<b>EAST JAPAN RAIL ADR / CUSIP 273202101 / Symbol EJPR Y</b>							
2 tax lots for 09/07/12 Total proceeds (and cost when required) reported to the IRS							
	50 000	540 98	11/21/11	526 64	14 34	Sale	

EIN# 52-6060826

Bessemer Trust Company N.A.

Account 8G0350

Proceeds from Broker and Barter Exchange Transactions

(continued)

Ic - SHORT-TERM TRANSACTIONS 6 - COVERED tax lot for which cost basis is reported to the IRS\*\*

Report on Form 8949, Part I, with Box A checked

8 - Description / CUSIP / 1d - Symbol	1e - Quantity	2a - Proceeds of # stocks, bonds, etc.	1b - Date of acquisition	3 - Cost or other basis	Gain or loss	Additional Information	Notes
EAST JAPAN RAIL ADR / CUSIP 273202101 / Symbol EJRY (cont'd)							
	75 000	811 48	11/22/11	773 85	37 63	Sale	
09/07/12	125 000	1,352.46	VARIOUS	1,300 49	51.97	Total of 2 lots	
EMBRAER SA ADR / CUSIP 29082A107 / Symbol ERJ							
2 tax lots for 09/07/12 Total proceeds (and cost when required) reported to the IRS							
	10 000	272 49	03/21/12	313 08	-40 59	Sale	
	15 000	408 74	05/04/12	505 50	-96 76	Sale	
09/07/12	25 000	681.23	VARIOUS	818 58	-137.35	Total of 2 lots	
EXELON CORP / CUSIP 30161N101 / Symbol EXC							
09/07/12	20,000	720.98	11/21/11	863 98	-143.00	Sale	
FIRSTENERGY CORP / CUSIP 337932107 / Symbol FE							
2 tax lots for 05/29/12 Total proceeds (and cost when required) reported to the IRS							
	25 000	1,168 35	11/21/11	1,088 85	79 50	Sale	
	25 000	1,168 35	05/04/12	1,176 24	-7 89	Sale	
05/29/12	50 000	2,336 70	VARIOUS	2,265.09	71 61	Total of 2 lots	
06/20/12							
2 tax lots for 06/20/12 Total proceeds (and cost when required) reported to the IRS							
	15 000	729 04	11/21/11	653 31	75 73	Sale	
	35 000	1,701 10	01/23/12	1,467 46	233 64	Sale	
06/20/12	50 000	2,430 14	VARIOUS	2,120 77	309 37	Total of 2 lots	
		4,766.84		4,385 86	380 98		
Security total							
FREEPORT-MCMRN CPPR&GOLD / CUSIP 35671D857 / Symbol FCX							
09/07/12	15 000	593 38	12/01/11	591 84	1.54	Sale	
12/05/12	15 000	491.76	05/04/12	545 85	-54 09	Sale	
		1,085 14		1,137.69	-52 55		
Security total							
GDF SUEZ ADR / CUSIP 36160B105 / Symbol GDFZ Y							
03/21/12	25,000	655.06	11/21/11	635 77	19 29	Sale	
GENERAL DYNAMICS CORP / CUSIP 369550108 / Symbol GD							
09/07/12	10,000	670 78	02/14/12	698 86	-28 08	Sale	

These columns are not reported to the IRS

EIN # 52-6060826

Bessemer Trust Company N.A. Account 8G0350  
**Proceeds from Broker and Barter Exchange Transactions**  
 (continued)

**1c - SHORT-TERM TRANSACTIONS 6 - COVERED tax lot for which cost basis is reported to the IRS\*\***

Report on Form 8949, Part I, with Box A checked

These columns are not reported to the IRS

8 - Description / CUSIP / 1d - Symbol	1a - Date of Sale or exchange	1e - Quantity	2a - Proceeds of stocks, bonds, etc.	1b - Date of acquisition	3 - Cost or other basis	Gain or loss	Additional Information	Notes
IMPERIAL TOBACCO LT ADR / CUSIP 453142101 / Symbol ITYB Y								
2 tax lots for 09/07/12 Total proceeds (and cost when required) reported to the IRS								
		5 000	360 81	02/06/12	380 18	-19 37	Sale	
		15 000	1,082 43	05/08/12	1,263 61	-181 18	Sale	
09/07/12		20 000	1,443 24	VARIOUS	1,643 79	-200 55	Total of 2 lots	
INTERNATIONAL BUS MACHINES / CUSIP 459200101 / Symbol IBM								
09/07/12		5 000	994.12	05/04/12	1,026 15	-32 03	Sale	
ITOCHU CORP ADR / CUSIP 465717106 / Symbol ITOC Y								
09/07/12		25 000	499.24	02/06/12	579.05	-79 81	Sale	
JOHNSON & JOHNSON / CUSIP 478160104 / Symbol JNJ								
09/07/12		25 000	1,692 21	05/04/12	1,622 00	70 21	Sale	
11/07/12		20 000	1,402 62	02/14/12	1,290 71	111 91	Sale	
			3,094.83		2,912.71	182 12		
			Security total					
KON AHOLD ADR / CUSIP 500467402 / Symbol AHON Y								
09/07/12		100 000	1,289 97	02/15/12	1,404 45	-114 48	Sale	
KON PHILIP ELEC ADR / CUSIP 500472303 / Symbol PHG								
06/12/12		0 008	0 14	03/07/12	0 16	-0 02	Sale	
09/07/12		25 000	619 48	03/07/12	496 25	123 23	Sale	
3 tax lots for 12/11/12 Total proceeds (and cost when required) reported to the IRS								
		14 992	393 34	03/07/12	297 59	95 75	Sale	
		25 000	655 91	05/04/12	460 50	195 41	Sale	
		4 008	105 15	05/31/12	70 92	34 23	Sale	
12/11/12		44 000	1,154 40	VARIOUS	829 01	325.39	Total of 3 lots	
			Security total		1,325.42	448 60		
LOWES COS INC / CUSIP 548661107 / Symbol LOW								
2 tax lots for 09/07/12 Total proceeds (and cost when required) reported to the IRS								
		25 000	707 98	03/07/12	722 27	-14 29	Sale	
		25 000	707 98	05/04/12	780 00	-72 02	Sale	
09/07/12		50 000	1,415 96	VARIOUS	1,502 27	-86 31	Total of 2 lots	

Bessemer Trust Company N.A.

Account 8G0350

Proceeds from Broker and Barter Exchange Transactions

(continued)

2012

**1c - SHORT-TERM TRANSACTIONS** 6 - COVERED tax lot for which cost basis is reported to the IRS\*\*

Report on Form 8949, Part I, with Box A checked

8 - Description / CUSIP / 1d - Symbol	1a - Date of Sale or exchange	1e - Quantity	2a - Proceeds of # stocks, bonds, etc.	1b - Date of acquisition	3 - Cost or other basis	Gain or loss	Additional Information	Notes
LOWES COS INC / CUSIP 548661107 / Symbol LOW (cont'd)	11/07/12	25,000	820.57	03/07/12	722.27	98.30	Sale	These columns are not reported to the IRS
Security total		2,236.53			2,224.54	11.99		
MACY'S INC / CUSIP 55616P104 / Symbol M	09/07/12	25,000	1,008.85	05/04/12	1,025.24	-16.39	Sale	
MAGNA INTERNATIONAL INC / CUSIP 559222401 / Symbol	09/07/12	15,000	685.93	02/15/12	644.98	40.95	Sale	
MARATHON OIL CORP / CUSIP 565849106 / Symbol MRO	09/07/12	25,000	710.98	02/03/12	808.06	-97.08	Sale	
MCGRRAW-HILL COMPANIES INC / CUSIP 580645109 / Symbol MHP	09/07/12	15,000	789.58	05/04/12	731.40	58.18	Sale	
	10/18/12	25,000	1,393.61	02/03/12	1,161.93	231.68	Sale	
	11/27/12	5,000	259.40	02/03/12	232.39	27.01	Sale	
Security total		2,442.59			2,125.72	316.87		
MERCK KGAA ADR / CUSIP 589339100 / Symbol MKGA Y								
2 tax lots for 09/07/12 Total proceeds (and cost when required) reported to the IRS								
		5,000	202.69	01/24/12	167.43	35.26	Sale	
		10,000	405.39	05/07/12	347.17	58.22	Sale	
		15,000	608.08	VARIOUS	514.60	93.48	Total of 2 lots	
	09/07/12	25,000	1,126.43	01/24/12	837.14	289.29	Sale	
Security total		1,734.51			1,351.74	382.77		
MICROSOFT CORP / CUSIP 594918104 / Symbol MSFT	09/07/12	50,000	1,541.48	05/04/12	1,554.49	-13.01	Sale	
MUNICH RE GROUP ADR / CUSIP 626188106 / Symbol MURG Y								
2 tax lots for 09/07/12 Total proceeds (and cost when required) reported to the IRS								
		25,000	383.24	01/24/12	323.26	59.98	Sale	
		75,000	1,149.72	05/07/12	1,024.83	124.89	Sale	
		100,000	1,532.96	VARIOUS	1,348.09	184.87	Total of 2 lots	

EN# 52-6060826

Bessemer Trust Company N.A. Account 8G0350  
**Proceeds from Broker and Barter Exchange Transactions**  
 (continued)

**1c - SHORT-TERM TRANSACTIONS 6 - COVERED tax lot for which cost basis is reported to the IRS\*\***

Report on Form 8949, Part I, with Box A checked

These columns are not reported to the IRS

8 - Description / CUSIP / 1d - Symbol	1a - Date of Sale or exchange	1e - Quantity	2a - Proceeds of # stocks, bonds, etc.	1b - Date of acquisition	3 - Cost or other basis	Gain or loss	Additional Information	Notes
MUNICH RE GROUP ADR / CUSIP 626188106 / Symbol MURGY (cont'd)								
		2 tax lots for 10/18/12 Total proceeds (and cost when required) reported to the IRS						
	10/18/12	25 000	415 01	01/23/12	322 83	92 18	Sale	
		75 000	1,245 05	01/24/12	969 79	275 26	Sale	
		100 000	1,660 06	VARIOUS	1,292 62	367.44	Total of 2 lots	
		Security total	3,193 02		2,640 71	552 31		
NEWMONT MINING CORP / CUSIP 651639106 / Symbol NEM								
		2 tax lots for 08/29/12 Total proceeds (and cost when required) reported to the IRS						
	08/29/12	30 000	1,452 06	11/21/11	1,945 34	-493 28	Sale	
		20 000	968 04	12/19/11	1,234 30	-266 26	Sale	
		50 000	2,420.10	VARIOUS	3,179 64	-759 54	Total of 2 lots	
	09/07/12	5 000	257 89	12/19/11	308 58	-50 69	Sale	
		15 000	773 68	02/14/12	876 95	-103 27	Sale	
		20 000	1,031 57	VARIOUS	1,185 53	-153 96	Total of 2 lots	
		Security total	3,451 67		4,365 17	-913 50		
NORDEA BK SWEDEN AB ADR / CUSIP 65557A206 / Symbol NRBA Y								
		2 tax lots for 09/10/12 Total proceeds (and cost when required) reported to the IRS						
	09/10/12	25 000	238 23	12/20/11	189 97	48 26	Sale	
		50 000	476 46	05/07/12	416 06	60 40	Sale	
		75 000	714.69	VARIOUS	606 03	108 66	Total of 2 lots	
ORIENTAL LAND CO LTD ADR / CUSIP 68620X104 / Symbol OLCL Y								
		2 tax lots for 09/10/12 Total proceeds (and cost when required) reported to the IRS						
	09/10/12	25 000	328 02	04/17/12	277 62	50 40	Sale	
		75 000	984 07	05/07/12	859 70	124 37	Sale	
		100 000	1,312 09	VARIOUS	1,137.32	174 77	Total of 2 lots	
	11/19/12	25 000	319 69	04/18/12	275 96	43.73	Sale	
	11/20/12	25 000	323.33	04/19/12	275 23	48.10	Sale	
	11/21/12	25 000	320 51	04/19/12	275 23	45.28	Sale	
	11/27/12	25 000	317 25	04/19/12	275 23	42.02	Sale	

EIN# 526060826

Bessemer Trust Company N.A. Account 8G0350  
**Proceeds from Broker and Barter Exchange Transactions**  
 (continued)

**1c - SHORT-TERM TRANSACTIONS 6 - COVERED tax lot for which cost basis is reported to the IRS\*\***

Report on Form 8949, Part I, with Box A checked

These columns are not reported to the IRS

**8 - Description / CUSIP / 1d - Symbol**

1a - Date of Sale or exchange	1e - Quantity	2a - Proceeds of # stocks, bonds, etc.	1b - Date of acquisition	3 - Cost or other basis	Gain or loss	Additional Information	Notes
ORIENTAL LAND CO LTD ADR / CUSIP 68620X104 / Symbol OLCY (cont'd)							
11/28/12	25 000	323.44	04/19/12	275.22	48.22	Sale	
11/29/12	25 000	323.05	04/13/12	274.68	48.37	Sale	
4 tax lots for 11/30/12 Total proceeds (and cost when required) reported to the IRS							
	25 000	320.17	04/03/12	269.04	51.13	Sale	
	25 000	320.16	04/09/12	268.96	51.20	Sale	
	25 000	320.17	04/11/12	272.40	47.77	Sale	
	25 000	320.17	04/12/12	274.31	45.86	Sale	
11/30/12	100.000	1,280.67	VARIOUS	1,084.71	195.96	Total of 4 lots	
	Security total	4,520.03		3,873.58	646.45		
PHILLIPS 66 COMMON / CUSIP 718546104 / Symbol PSX							
05/01/12	0 500	15.41	11/21/11	16.39	-0.98	Sale	
3 tax lots for 05/02/12 Total proceeds (and cost when required) reported to the IRS							
	4 500	143.46	11/21/11	147.52	-4.06	Sale	
	10 000	318.79	02/03/12	338.22	-19.43	Sale	
	7 500	239.09	02/15/12	264.26	-25.17	Sale	
05/02/12	22 000	701.34	VARIOUS	750.00	-48.66	Total of 3 lots	
	Security total	716.75		766.39	-49.64		
SK TELECOM ADR / CUSIP 78440P108 / Symbol SKM							
05/02/12	25 000	335.91	11/21/11	356.04	-20.13	Sale	
05/03/12	25 000	330.21	11/21/11	356.03	-25.82	Sale	
05/04/12	25 000	329.02	11/21/11	356.04	-27.02	Sale	
2 tax lots for 05/07/12 Total proceeds (and cost when required) reported to the IRS							
	15 000	202.30	11/21/11	213.62	-11.32	Sale	
	10 000	134.86	01/23/12	135.46	-0.60	Sale	
05/07/12	25.000	337.16	VARIOUS	349.08	-11.92	Total of 2 lots	
05/08/12	90 000	1,206.87	01/23/12	1,219.13	-12.26	Sale	
	Security total	2,539.17		2,636.32	-97.15		
SSE PLC ADR / CUSIP 78467K107 / Symbol SSEZ Y							
09/07/12	25 000	543.61	05/04/12	542.25	1.36	Sale	

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Bessemer Trust Company N.A.

Account 8G0350

Proceeds from Broker and Barter Exchange Transactions

(continued)

1c - SHORT-TERM TRANSACTIONS 6 - COVERED tax lot for which cost basis is reported to the IRS\*\*

Report on Form 8949, Part I, with Box A checked

8 - Description / CUSIP / 1d - Symbol

These columns are not reported to the IRS

1a - Date of Sale or exchange	1e - Quantity	2a - Proceeds of stocks, bonds, etc.	1b - Date of acquisition	3 - Cost or other basis	Gain or loss	Additional Information	Notes
SANOFI - ADR / CUSIP 80105N105 / Symbol SNY							
2 tax lots for 08/29/12 Total proceeds (and cost when required) reported to the IRS							
	25 000	1,021 81	02/03/12	918 59	103 22	Sale	
	25 000	1,021 82	05/04/12	950 00	71 82	Sale	
08/29/12	50 000	2,043 63	VARIOUS	1,868 59	175 04	Total of 2 lots	
09/07/12	25 000	1,055.97	02/03/12	918 60	137 37	Sale	
	Security total	3,099 60		2,787 19	312 41		
SUMITOMO MITSUI FIN ADR / CUSIP 86562M209 / Symbol SMFG							
09/07/12	50 000	312 15	01/31/12	323 23	-11.08	Sale	
SUNCORP GROUP ADR / CUSIP 86723Y100 / Symbol SNMY Y							
2 tax lots for 09/10/12 Total proceeds (and cost when required) reported to the IRS							
	25 000	230 75	02/16/12	220 18	10 57	Sale	
	75 000	692 25	02/17/12	669 28	22 97	Sale	
09/10/12	100 000	923 00	VARIOUS	889 46	33.54	Total of 2 lots	
TARGET CORP / CUSIP 87612E106 / Symbol TGT							
04/02/12	15 000	872 61	11/21/11	783 56	89 05	Sale	
2 tax lots for 08/20/12 Total proceeds (and cost when required) reported to the IRS							
	20 000	1,271 14	11/21/11	1,044 75	226 39	Sale	
	20 000	1,271 15	05/04/12	1,117 20	153 95	Sale	
08/20/12	40 000	2,542.29	VARIOUS	2,161.95	380.34	Total of 2 lots	
2 tax lots for 09/07/12 Total proceeds (and cost when required) reported to the IRS							
	5 000	319 34	11/21/11	261 19	58 15	Sale	
	10 000	638 67	01/23/12	502 22	136 45	Sale	
09/07/12	15 000	958 01	VARIOUS	763 41	194.60	Total of 2 lots	
	Security total	4,372 91		3,708 92	663 99		
TELE2 AB ADR / CUSIP 87952P307 / Symbol TLTZ Y							
2 tax lots for 09/10/12 Total proceeds (and cost when required) reported to the IRS							
	50 000	438 95	02/07/12	483 69	-44 74	Sale	



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Bessemer Trust Company N.A.

Account 8G0350

Proceeds from Broker and Barter Exchange Transactions

(continued)

2012

**Ic - SHORT-TERM TRANSACTIONS** 6 - COVERED tax lot for which cost basis is reported to the IRS\*\*  
 Report on Form 8949, Part I, with Box A checked

8 - Description / CUSIP / 1d - Symbol							These columns are not reported to the IRS		
1a - Date of Sale or exchange	1e - Quantity	2a - Proceeds of stocks, bonds, etc.	1b - Date of acquisition	3 - Cost or other basis	Gain or loss	Additional Information	Notes		
UNILEVER NV ADR / CUSIP 904784709 / Symbol UN (cont'd)	15 000	515 86	05/04/12	510 45	5 41	Sale			
08/20/12	70 000	2,407 35	VARIOUS	2,287 94	119 41	Total of 2 lots			
UNITEDHEALTH GROUP INC / CUSIP 91324P102 / Symbol UNH									
2 tax lots for 09/07/12 Total proceeds (and cost when required) reported to the IRS									
	10 000	547 79	02/15/12	546 18	1 61	Sale			
09/07/12	10 000	547 78	07/25/12	525 03	22 75	Sale			
	20 000	1,095.57	VARIOUS	1,071.21	24 36	Total of 2 lots			
VODAFONE GP PLC NEW ADR / CUSIP 92857W209 / Symbol VOD									
09/07/12	25 000	706.73	06/20/12	698 42	8 31	Sale			
VOLKSWAGEN AG ADR / CUSIP 928662402 / Symbol VLKP Y									
09/07/12	10 000	361.84	07/06/12	327.57	34 27	Sale			
WESTERN UNION CO / CUSIP 959802109 / Symbol WU									
09/07/12	50 000	903.47	02/03/12	984 53	-81 06	Sale			
2 tax lots for 12/11/12 Total proceeds (and cost when required) reported to the IRS									
	25 000	328 09	02/03/12	492 27	-164 18	Sale			
12/11/12	50 000	656 18	05/04/12	886 98	-230 80	Sale			
	75 000	984 27	VARIOUS	1,379 25	-394 98	Total of 2 lots			
		Security total		2,363.78	-476 04				
WHARF HOLDINGS ADR / CUSIP 962257200 / Symbol WARF Y									
2 tax lots for 09/10/12 Total proceeds (and cost when required) reported to the IRS									
	25 000	311 99	12/01/11	247 75	64 24	Sale			
09/10/12	25 000	311 99	05/07/12	291 10	20 89	Sale			
	50 000	623 98	VARIOUS	538 85	85.13	Total of 2 lots			
YUM BRANDS INC / CUSIP 988498101 / Symbol YUM									
2 tax lots for 04/02/12 Total proceeds (and cost when required) reported to the IRS									
	30 000	2,108 63	11/21/11	1,595 50	513 13	Sale			



Bessemer Trust Company N.A.

Account 8G0350

Proceeds from Broker and Barter Exchange Transactions

(continued)

2012

**SHORT-TERM TRANSACTIONS 6 - NONCOVERED tax lot for which cost basis is NOT reported to the IRS\*\*** STATEMENT "B"  
 Report on Form 8949, Part I, with Box B checked

These columns are not reported to the IRS

8 - Description / CUSIP / 1d - Symbol	1a - Date of Sale or exchange	1e - Quantity	2a - Proceeds of stocks, bonds, etc.	Date of acquisition	Cost or other basis	Gain or loss	Additional Information	Notes
FEDERAL HOME LOAN BANK 2 3/4% 03/13/15 / CUSIP 3133XVAX95 / Symbol	02/01/12	5,000 000	5,357.45	06/06/11	5,259.75	97.70	Sale	
	02/09/12	5,000.000	5,344.05	06/06/11	5,259.75	84.30	Sale	
		Security total	10,701.50		10,519.50	182.00		
FEDERAL NATL MTG ASSN FR 5% 04/15/15 / CUSIP 31359MA45 / Symbol	09/07/12	10,000 000	11,202.50	02/24/12	11,379.80	-177.30	Sale	
US TREASURY BILLS 05/03/12 / CUSIP 9127953N9 / Symbol								
3 tax lots for 02/06/12 Total proceeds (and cost when required) reported to the IRS								
		23,000 000	22,992.29	10/04/11	22,993.93	-1.64	Sale	
		14,000 000	13,997.34	12/22/11	13,999.49	-2.15	Sale	
		5,000 000	4,999.05	12/23/11	4,999.82	-0.77	Sale	
	02/06/12	42,000 000	41,988.68	VARIOUS	41,993.24	-4.56	Total of 3 lots	
US TREASURY NOTES 2 3/4% 12/31/17 / CUSIP 912828PN4 / Symbol	09/07/12	38,000 000	42,025.63	09/29/11	41,218.13	807.50	Sale	
		<b>Totals:</b>	<b>105,918.31</b>		<b>105,110.67</b>	<b>807.64</b>		

STATEMENT "C"

**LONG-TERM TRANSACTIONS 6 - COVERED tax lot for which cost basis is reported to the IRS\*\***  
 Report on Form 8949, Part II, with Box A checked

These columns are not reported to the IRS

8 - Description / CUSIP / 1d - Symbol	1a - Date of Sale or exchange	1e - Quantity	2a - Proceeds of stocks, bonds, etc.	1b - Date of acquisition	3 - Cost or other basis	Gain or loss	Additional Information	Notes
FREEPORT-MCMRN CPPR&GOLD / CUSIP 35671D857 / Symbol FCX	12/05/12	25 000	819.60	11/21/11	899.56	-79.96	Sale	
		5 000	163.92	12/01/11	197.28	-33.36	Sale	
		30 000	983.52	VARIOUS	1,096.84	-113.32	Total of 2 lots	
KON PHILIP ELEC ADR / CUSIP 500472303 / Symbol PHG	12/11/12	35 000	918.27	11/21/11	643.94	274.33	Sale	

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Bessemer Trust Company N.A.

Account 8G0350

Proceeds from Broker and Barter Exchange Transactions

(continued)

2012 **1c - LONG-TERM TRANSACTIONS 6 - COVERED** tax lot for which cost basis is reported to the IRS\*\*

Report on Form 8949, Part II, with Box A checked

These columns are not reported to the IRS

8 - Description / CUSIP / 1d - Symbol	1a - Date of Sale or exchange	1e - Quantity	2a - Proceeds of stocks, bonds, etc.	1b - Date of acquisition	3 - Cost or other basis	Gain or loss	Additional Information	Notes
MCGRAW-HILL COMPANIES INC / CUSIP 580645109 / Symbol MHP	11/27/12	30,000	1,556.43	11/21/11	1,298.92	257.51	Sale	
MERCK KGAA ADR / CUSIP 589339100 / Symbol MKGA Y	12/12/12	25,000	1,126.44	11/21/11	782.18	344.26	Sale	
SUNCORP GROUP ADR / CUSIP 86723Y100 / Symbol SNMY Y	12/12/12	75,000	792.03	11/21/11	626.38	165.65	Sale	
WESTERN UNION CO / CUSIP 959802109 / Symbol WU	12/12/12	90,000	1,189.02	11/21/11	1,464.27	-275.25	Sale	
WHARF HOLDINGS ADR / CUSIP 962257200 / Symbol WARF Y	12/12/12	75,000	1,148.21	12/01/11	743.25	404.96	Sale	
ACCENTURE PLC CL A / CUSIP G1151C101 / Symbol ACN	11/27/12	15,000	1,009.56	11/21/11	819.01	190.55	Sale	
<b>Totals:</b>			<b>8,723.48</b>		<b>7,474.79</b>	<b>1,248.69</b>		

STATEMENT "D"

**LONG-TERM TRANSACTIONS 6 - NONCOVERED** tax lot for which cost basis is NOT reported to the IRS\*\*

Report on Form 8949, Part II, with Box B checked

These columns are not reported to the IRS

8 - Description / CUSIP / 1d - Symbol	1a - Date of Sale or exchange	1e - Quantity	2a - Proceeds of stocks, bonds, etc.	Date of acquisition	Cost or other basis	Gain or loss	Additional Information	Notes
AMER EXPRESS CREDIT CO 7 3% 08/20/13 / CUSIP 0258MOCY3 / Symbol	09/07/12	10,000,000	10,612.20	08/15/08	9,996.98	615.22	Sale	
JPMORGAN CHASE & CO 3 7% 01/20/15 / CUSIP 46625HHP8 / Symbol	08/06/12	10,000,000	10,566.30	03/22/10	10,105.30	461.00	Sale	
MICROSOFT CORP / CUSIP 594918104 / Symbol MSFT	03/07/12	25,000	795.00	08/05/10	634.83	160.17	Sale	
NOVARTIS CAPITAL CORP 4 1/8% 02/10/14 / CUSIP 66989HAA6 / Symbol	09/07/12	10,000,000	10,507.70	02/04/09	9,997.08	510.62	Sale	

EIN# 52-6060826

Account 8G0350

**Proceeds from Broker and Barter Exchange Transactions**

2012

(continued)

**LONG-TERM TRANSACTIONS 6 - NONCOVERED tax lot for which cost basis is NOT reported to the IRS\*\***

Report on Form 8949, Part II, with Box B checked

These columns are not reported to the IRS

8 - Description / CUSIP / 1d - Symbol	1a - Date of Sale or exchange	1e - Quantity	2a - Proceeds of stocks, bonds, etc.	Date of acquisition	Cost or other basis	Gain or loss	Additional Information	Notes
OW GLOBAL SML & MID CAP FD / CUSIP 680414604 / Symbol OWSM X								
3 tax lots for 05/04/12 Total proceeds (and cost when required) reported to the IRS								
		351 437	5,211 81	10/03/08	3,623 32	1,588 49	Sale	
		330 099	4,895 37	12/10/10	4,977 90	-82 53	Sale	
		1,476 252	21,892 82	01/24/11	23,000 00	-1,107 18	Sale	
05/04/12		2,157 788	32,000 00	VARIOUS	31,601 22	398 78	Total of 3 lots	
09/07/12		2,371,274	35,000 00	10/03/08	24,447.83	10,552.17	Sale	
		Security total	67,000 00		56,049.05	10,950 95		
OW REAL RETURN FUND / CUSIP 680414703 / Symbol OWRR X								
2 tax lots for 05/04/12 Total proceeds (and cost when required) reported to the IRS								
		10 462	97 19	12/18/07	133 60	-36 41	Sale	
		312 466	2,902 81	05/13/08	4,452 64	-1,549 83	Sale	
05/04/12		322 928	3,000 00	VARIOUS	4,586.24	-1,586 24	Total of 2 lots	
2 tax lots for 08/15/12 Total proceeds (and cost when required) reported to the IRS								
		479 431	4,501 86	12/18/07	6,122 33	-1,620 47	Sale	
		2,236 224	20,998 14	01/24/11	23,882 87	-2,884 73	Sale	
08/15/12		2,715,655	25,500.00	VARIOUS	30,005.20	-4,505 20	Total of 2 lots	
2 tax lots for 09/07/12 Total proceeds (and cost when required) reported to the IRS								
		267 718	2,604 90	05/09/05	2,685 21	-80 31	Sale	
		760 031	7,395 10	01/24/11	8,117 13	-722 03	Sale	
09/07/12		1,027 749	10,000 00	VARIOUS	10,802 34	-802 34	Total of 2 lots	
		Security total	38,500.00		45,393.78	-6,893.78		
PFIZER INC 5.35% 03/15/15 / CUSIP 717081DA8 / Symbol								
02/24/12		10,000 000	11,379 50	03/17/09	9,993 58	1,385 92	Sale	
SHELL INTERNATIONAL FIN 4% 03/21/14 / CUSIP 822582AF9 / Symbol								
09/07/12		10,000 000	10,535 90	03/18/09	9,999.19	536.71	Sale	
ACE LIMITED / CUSIP H0023R105 / Symbol ACE								
09/07/12		15 000	1,126 16	06/09/10	745 52	380 64	Sale	
		<b>Totals:</b>	<b>161,022.76</b>		<b>152,915.31</b>	<b>8,107.45</b>		

ATTACHMENT 1

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>
PNC - MMA # 3633	5.	5.	5.
TOTAL	<u>5.</u>	<u>5.</u>	<u>5.</u>

ATTACHMENT 2

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>
BESSEMER INV - DIVIDENDS	21,581.	21,581.	21,581.
BESSEMER INV - INTEREST	4,184.	4,184.	4,184.
BESSEMER INV - ACCRUED INTEREST PAID	-3,884.	-3,884.	-3,884.
BESSEMER INV - ACCRUED DIVIDENDS	133.	133.	133.
BESSEMER INV - U.S. TREASURY OID INCOME	107.	107.	107.
BESSEMER INV - BOND DISCOUNT INTEREST	29.	29.	29.
BESSEMER INV - BOND INTEREST	5,636.	5,636.	5,636.
TOTAL	<u>27,786.</u>	<u>27,786.</u>	<u>27,786.</u>

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
MISCELLANEOUS INCOME	<u>14,345.</u>	<u>14,345.</u>	<u>14,345.</u>
TOTALS	<u>14,345.</u>	<u>14,345.</u>	<u>14,345.</u>

ATTACHMENT 4

FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
BERLIN RAMOS FEES	3,650.			3,650.
TOTALS	<u>3,650.</u>			<u>3,650.</u>

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>
BROKERAGE FEES AND COMMISSIONS	5,916.	5,916.	5,916.
TOTALS	<u>5,916.</u>	<u>5,916.</u>	<u>5,916.</u>

FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
FOREIGN TAXES	416.	416.	416.	653.
FEDERAL INCOME TAXES	653.			
TOTALS	<u>1,069.</u>	<u>416.</u>	<u>416.</u>	<u>653.</u>

FORM 990PF, PART I - OTHER EXPENSES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>
BANK SERVICE CHARGES	305.
LICENSES AND PERMITS	130.
TOTALS	<u>435.</u>

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS

ATTACHMENT 8

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
US TREASURY - BESSEMER TRUST	188,735.	191,453.
US OBLIGATIONS TOTAL	<u>188,735.</u>	<u>191,453.</u>

ATTACHMENT 9

FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
STOCKS - BESSEMER TRUST	908,968.	967,269.
TOTALS	<u>908,968.</u>	<u>967,269.</u>

ATTACHMENT 10

FORM 990PF, PART II - CORPORATE BONDS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
BONDS - BESSEMER TRUST	85,163.	86,433.
TOTALS	<u>85,163.</u>	<u>86,433.</u>

ATTACHMENT 11

FORM 990PF, PART II - OTHER INVESTMENTS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
BESSEMER - COMMODITIES	105,258.	91,923.
BESSEMER - FOREIGN CURRENCIES		
TOTALS	<u>105,258.</u>	<u>91,923.</u>

ATTACHMENT 12

FORM 990PF, PART II - OTHER ASSETS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
ACCRUED INTEREST & DIVIDENDS	814.	814.
INCOME TAX RECEIVABLE	467.	467.
TOTALS	<u>1,281.</u>	<u>1,281.</u>

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 13

TITLE AND AVERAGE HOURS PER  
WEEK DEVOTED TO POSITION

NAME AND ADDRESS

RENA DWECK 0 0 0 0

4550 N. PARK AVENUE  
#408 & 409

CHEVY CHASE, MD 20815

RALPH DWECK 0 0 0 0

5310 EDGEWOOD LANE

BETHESDA, MD 20814-1324

MORRIS DWECK 0 0 0 0

6705 BONAVENTURE COURT

BETHESDA, MD 20817

SUSAN DWECK 0 0 0 0

1281 GULF OF MEXICO DRIVE

LONGBOAT KEY, FL 34228

ABOUD DWECK 0 0 0 0

1111 19TH STREET NORTH

APARTMENT 2701

ARLINGTON, VA 22209-1740

GRAND TOTALS

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 14

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR

AND

FOUNDATION STATUS OF RECIPIENT

PURPOSE OF GRANT OR CONTRIBUTION

AMOUNT

SEE ATTACHED STATEMENT #14

NON PROFIT

SEE ATTACHED STATEMENT #14

187,540.

TOTAL CONTRIBUTIONS PAID

187,540.

FORM 990-PF, PART XVI-A - ANALYSIS OF OTHER REVENUE

ATTACHMENT 15

<u>DESCRIPTION</u>	<u>BUSINESS CODE</u>	<u>AMOUNT</u>	<u>EXCLUSION CODE</u>	<u>AMOUNT</u>	<u>RELATED OR EXEMPT FUNCTION INCOME</u>
MISCELLANEOUS INCOME					14,345.
TOTALS					<u>14,345.</u>

**SCHEDULE D  
(Form 1041)**

Department of the Treasury  
Internal Revenue Service

**Capital Gains and Losses**

▶ Attach to Form 1041, Form 5227, or Form 990-T.  
▶ Information about Schedule D (Form 1041) and its separate instructions is at  
[www.irs.gov/form1041](http://www.irs.gov/form1041).

OMB No 1545-0092

**2012**

Name of estate or trust

THE SAMUEL R. DWECK FOUNDATION

Employer identification number

52-6060826

Note: Form 5227 filers need to complete **only** Parts I and II.

**Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less**

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
<b>1a</b>					

<b>b</b> Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	<b>1b</b>	5,605.
<b>2</b> Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	<b>2</b>	
<b>3</b> Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	<b>3</b>	
<b>4</b> Short-term capital loss carryover Enter the amount, if any, from line 9 of the 2011 Capital Loss Carryover Worksheet	<b>4</b>	( )
<b>5</b> <b>Net short-term gain or (loss).</b> Combine lines 1a through 4 in column (f) Enter here and on line 13, column (3) on the back	<b>5</b>	5,605.

**Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year**

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
<b>6a</b>					

<b>b</b> Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	<b>6b</b>	10,337.
<b>7</b> Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	<b>7</b>	
<b>8</b> Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	<b>8</b>	
<b>9</b> Capital gain distributions	<b>9</b>	13,546.
<b>10</b> Gain from Form 4797, Part I	<b>10</b>	
<b>11</b> Long-term capital loss carryover Enter the amount, if any, from line 14 of the 2011 Capital Loss Carryover Worksheet	<b>11</b>	( )
<b>12</b> <b>Net long-term gain or (loss).</b> Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back	<b>12</b>	23,883.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D (Form 1041) 2012

<b>Part III Summary of Parts I and II</b>		(1) Beneficiaries' (see instr)	(2) Estate's or trust's	(3) Total
<b>Caution: Read the instructions before completing this part.</b>				
<b>13</b>	<b>Net short-term gain or (loss)</b> . . . . .	<b>13</b>		5,605.
<b>14</b>	<b>Net long-term gain or (loss):</b>			
a	Total for year . . . . .	<b>14a</b>		23,883.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht.) . . . . .	<b>14b</b>		
c	28% rate gain . . . . .	<b>14c</b>		
<b>15</b>	<b>Total net gain or (loss).</b> Combine lines 13 and 14a . . . . . ▶	<b>15</b>		29,488.

**Note:** If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a). If lines 14a and 15, column (2), are net gains, go to Part V, and do not complete Part IV. If line 15, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet**, as necessary.

<b>Part IV Capital Loss Limitation</b>		16
<b>16</b>	Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the <b>smaller</b> of: a The loss on line 15, column (3) or b \$3,000 . . . . .	( )

**Note:** If the loss on line 15, column (3), is more than \$3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** in the instructions to figure your capital loss carryover.

**Part V Tax Computation Using Maximum Capital Gains Rates**

**Form 1041 filers.** Complete this part **only** if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero.

**Caution:** Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if:

- Either line 14b, col. (2) or line 14c, col. (2) is more than zero, or
- Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero.

**Form 990-T trusts.** Complete this part **only** if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero. Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if either line 14b, col. (2) or line 14c, col. (2) is more than zero.

<b>17</b>	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34) . . . . .	<b>17</b>		
<b>18</b>	Enter the <b>smaller</b> of line 14a or 15 in column (2) but not less than zero . . . . .	<b>18</b>		
<b>19</b>	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T) . . . . .	<b>19</b>		
<b>20</b>	Add lines 18 and 19 . . . . .	<b>20</b>		
<b>21</b>	If the estate or trust is filing Form 4952, enter the amount from line 4g; otherwise, enter -0- . . . ▶	<b>21</b>		
<b>22</b>	Subtract line 21 from line 20. If zero or less, enter -0- . . . . .	<b>22</b>		
<b>23</b>	Subtract line 22 from line 17. If zero or less, enter -0- . . . . .	<b>23</b>		
<b>24</b>	Enter the <b>smaller</b> of the amount on line 17 or \$2,400 . . . . .	<b>24</b>		
<b>25</b>	Is the amount on line 23 equal to or more than the amount on line 24? <input type="checkbox"/> <b>Yes.</b> Skip lines 25 and 26, go to line 27 and check the "No" box <input type="checkbox"/> <b>No.</b> Enter the amount from line 23 . . . . .	<b>25</b>		
<b>26</b>	Subtract line 25 from line 24 . . . . .	<b>26</b>		
<b>27</b>	Are the amounts on lines 22 and 26 the same? <input type="checkbox"/> <b>Yes.</b> Skip lines 27 thru 30, go to line 31 <input type="checkbox"/> <b>No.</b> Enter the smaller of line 17 or line 22 . . . . .	<b>27</b>		
<b>28</b>	Enter the amount from line 26 (if line 26 is blank, enter -0-) . . . . .	<b>28</b>		
<b>29</b>	Subtract line 28 from line 27 . . . . .	<b>29</b>		
<b>30</b>	Multiply line 29 by 15% ( 15) . . . . .			<b>30</b>
<b>31</b>	Figure the tax on the amount on line 23. Use the 2012 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041) . . . . .			<b>31</b>
<b>32</b>	Add lines 30 and 31 . . . . .			<b>32</b>
<b>33</b>	Figure the tax on the amount on line 17. Use the 2012 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041) . . . . .			<b>33</b>
<b>34</b>	<b>Tax on all taxable income.</b> Enter the <b>smaller</b> of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36) . . . . .			<b>34</b>



