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

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

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

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

OMB No 1545-0052
2012
Open to public inspection

For calendar year 2012 or tax year beginning , and ending

Name of foundation
TED TAI-SEN LIN CHARITABLE FOUNDATION

A Employer identification number
54-6456893

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

Room/suite
4TH FL

B Telephone number
212-477-7262

City or town, state, and ZIP code
NEW YORK, NY 10012

C If exemption application is pending, check here ▶ ☐

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

D 1. Foreign organizations, check here ▶ ☐

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

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

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶$ 8,196,168.

J Accounting method ☐ Cash ☒ Accrual ☐ Other (specify) (Part I, column (d) must be on cash basis.)

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

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))	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc , received	12,000.		N/A	
2 Check ▶ ☐ if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments	119.	119.		Statement 1
4 Dividends and interest from securities	107,707.	107,707.		Statement 2
5a Gross rents	1,250.	1,250.		Statement 3
b Net rental income or (loss)				Statement 4
6a Net gain or (loss) from sale of assets not on line 10	139,294.			
b Gross sales price for all assets on line 6a 990,599.				
7 Capital gain net income (from Part IV, line 2)		139,294.		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss)				
11 Other income	75,684.	74,184.		Statement 5
12 Total. Add lines 1 through 11	336,054.	322,554.		
13 Compensation of officers, directors, trustees, etc	0.	0.		0.
14 Other employee salaries and wages	489,634.	0.		489,634.
15 Pension plans, employee benefits	49,661.	0.		49,661.
16a Legal fees Stmt 6	26,239.	0.		26,239.
b Accounting fees Stmt 7	19,811.	4,953.		19,408.
c Other professional fees Stmt 8	209,234.	48,746.		158,353.
17 Interest				
18 Taxes Stmt 9	14,488.	2,803.		0.
19 Depreciation and depletion	24,005.	0.		
20 Occupancy	57,363.	1,250.		56,113.
21 Travel, conferences, and meetings	83,565.	0.		83,565.
22 Printing and publications				
23 Other expenses Stmt 10	257,996.	0.		257,996.
24 Total operating and administrative expenses. Add lines 13 through 23	1,231,996.	57,752.		1,140,969.
25 Contributions, gifts, grants paid	16,500.			16,500.
26 Total expenses and disbursements. Add lines 24 and 25	1,248,496.	57,752.		1,157,469.
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	-912,442.			
b Net investment income (if negative, enter -0-)		264,802.		
c Adjusted net income (if negative, enter -0-)			N/A	

RECEIVED
768 AUG 27 2013 IRS-OSC
OGDEN, UT

SCANNED AUG 28 2013

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	4,117.	5,284.	5,284.
	2 Savings and temporary cash investments	1,064,291.	960,537.	960,537.
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges		3,759.	3,759.
	10a Investments - U S and state government obligations			
	b Investments - corporate stock Stmt 11	1,132,189.	1,111,041.	1,111,041.
	c Investments - corporate bonds Stmt 12	1,250,646.	981,701.	981,701.
	11 Investments - land buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other Stmt 13	3,734,725.	3,181,682.	3,181,682.
	14 Land, buildings, and equipment basis ▶ 1,822,690.			
	Less accumulated depreciation Stmt 14 ▶ 181,261.	1,665,435.	1,641,429.	1,641,429.
	15 Other assets (describe ▶ Statement 15)	22,794.	310,735.	310,735.
	16 **Total assets** (to be completed by all filers)	8,874,197.	8,196,168.	8,196,168.
Liabilities	17 Accounts payable and accrued expenses	14,668.	12,385.	
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	14,668.	12,385.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ [X] and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted	8,859,529.	8,183,783.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ [ ] and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg , and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 **Total net assets or fund balances**	8,859,529.	8,183,783.	
	31 **Total liabilities and net assets/fund balances**	8,874,197.	8,196,168.	

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	8,859,529.
2	Enter amount from Part I, line 27a	2	-912,442.
3	Other increases not included in line 2 (itemize) ▶ CHANGE IN UNREALIZED APPRECIATION	3	236,696.
4	Add lines 1, 2, and 3	4	8,183,783.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	8,183,783.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	PUBLICLY TRADED SECURITIES	P		
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	990,599.		851,305.	139,294.
b				
c				
d				
e				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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				139,294.
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	139,294.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter -0- in Part I, line 8	3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? [X] 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			
2010			
2009			
2008			
2007			

2	Total of line 1, column (d)	2	
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	
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	
5	Multiply line 4 by line 3	5	
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	
7	Add lines 5 and 6	7	
8	Enter qualifying distributions from Part XII, line 4	8	

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter _____ (attach copy of letter if necessary-see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	1	5,296.
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	0.
3	Add lines 1 and 2	3	5,296.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	0.
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	5,296.
6	Credits/Payments		
a	2012 estimated tax payments and 2011 overpayment credited to 2012 — 6a: 7,600.		
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	7,600.
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached	8	23.
9	**Tax due** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	2,281.
11	Enter the amount of line 10 to be **Credited to 2013 estimated tax** ▶ 2,281. **Refunded** ▶	11	0.

Part VII-A Statements Regarding Activities

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

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

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 ▶ WWW.TTSL.ORG

14 The books are in care of ▶ The Foundation Telephone no ▶212-477-7262

Located at ▶510 LAGUARDIA PLACE, NEW YORK, NY ZIP+4 ▶10012

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A

			Yes	No
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes," enter the name of the foreign country ▶	16		X

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

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

			Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ▶ ☐	1b		X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? ☐ Yes ☒ No If "Yes," list the years ▶ _____, _____, _____, _____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions) N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ _____, _____, _____, _____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2012 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.)* N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b		X

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

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No		
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No		
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?	☐ Yes ☒ No		
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No		
b	If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?	N/A	5b	
	Organizations relying on a current notice regarding disaster assistance check here	▶ ☐		
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	N/A ☐ Yes ☐ No		
	If "Yes," attach the statement required by Regulations section 53.4945-5(d).			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b	X
	If "Yes" to 6b, file Form 8870			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No		
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A	7b	

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SHARON CHANG	MANAGING TRUSTEE 40.00	0.	0.	0.
KATHLEEN GAREISS	TRUSTEE 10.00	0.	0.	0.

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

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
RANDALL MAKIEJ	COO 40.00	175,000.	3,172.	0.
JOHN HAVENS	EVP - ENGAGEMENT 40.00	98,077.	4,476.	0.

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

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

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

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

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

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

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 See Statement 16	1,103,421.
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 See Statement 17	300,000.
2	
All other program-related investments See instructions 3	
Total. Add lines 1 through 3 ▶	300,000.

Form **990-PF** (2012)

223561
12-05-12

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	6,027,233.
b	Average of monthly cash balances		1b	712,847.
c	Fair market value of all other assets		1c	1,880.
d	**Total** (add lines 1a, b, and c)		1d	6,741,960.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e 0.		
2	Acquisition indebtedness applicable to line 1 assets		2	0.
3	Subtract line 2 from line 1d		3	6,741,960.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	101,129.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4		5	6,640,831.
6	**Minimum investment return.** Enter 5% of line 5		6	332,042.

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	332,042.
2a	Tax on investment income for 2012 from Part VI, line 5	2a 5,296.		
b	Income tax for 2012 (This does not include the tax from Part VI)	2b		
c	Add lines 2a and 2b		2c	5,296.
3	Distributable amount before adjustments Subtract line 2c from line 1		3	326,746.
4	Recoveries of amounts treated as qualifying distributions		4	0.
5	Add lines 3 and 4		5	326,746.
6	Deduction from distributable amount (see instructions)		6	0.
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1		7	326,746.

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	1,157,469.
b	Program-related investments - total from Part IX-B	1b	300,000.
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	1,457,469.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b	5	0.
6	**Adjusted qualifying distributions** Subtract line 5 from line 4	6	1,457,469.

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				326,746.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			0.	
b Total for prior years _____, _____, _____		0.		
3 Excess distributions carryover, if any, to 2012				
a From 2007				
b From 2008				
c From 2009				
d From 2010				
e From 2011 1,035,744.				
f Total of lines 3a through e	1,035,744.			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ $ 1,457,469.				
a Applied to 2011, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2012 distributable amount				326,746.
e Remaining amount distributed out of corpus	1,130,723.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	2,166,467.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.		
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount - see instr			0.	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a	2,166,467.			
10 Analysis of line 9				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011 1,035,744.				
e Excess from 2012 1,130,723.				

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

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

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

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

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

1 **Information Regarding Foundation Managers:**

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

None

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

None

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

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

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
NEW YORK UNIVERSITY 50 WEST 4TH STREET NEW YORK, NY 10012	NONE	PUBLIC	CONFERENCE SPONSORSHIP	15,000.
FRIENDS OF THE HIGH LINE 529 WEST 20TH STREET NEW YORK, NY 10011	NONE	PUBLIC	GENERAL OPERATING SUPPORT	1,500.
Total			▶ **3a**	16,500.
b *Approved for future payment*				
None				
Total			▶ **3b**	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income
1 Program service revenue					
a CONSULTING					1,500.
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	119.	
4 Dividends and interest from securities			14	107,707.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income			14	74,184.	
8 Gain or (loss) from sales of assets other than inventory			18	139,294.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0.		321,304.	1,500.
13 Total. Add line 12, columns (b), (d), and (e)				13	322,804.

(See worksheet in line 13 instructions to verify calculations)

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

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

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

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

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

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

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

b If "Yes," complete the following schedule

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

Sign Here

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

Signature of officer or trustee — Date: 8/13/13 — Title: Managing Trustee

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
Kevin Sunkel		AUG 12 2013		P00706145

Firm's name ▶ Owen J Flanagan & Co — Firm's EIN ▶ 13-2060851

Firm's address ▶ 60 East 42nd Street, New York, NY 10165 — Phone no 212-682-2783

Form **990-PF** (2012)

223622
12-05-12

Schedule B (Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

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

OMB No 1545-0047

2012

Name of the organization

TED TAI-SEN LIN CHARITABLE FOUNDATION

Employer identification number

54-6456893

Organization type (check one):

Filers of:	Section:
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, $5,000 or more (in money or property) from any one contributor Complete Parts I and II.

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than $1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc , contributions of $5,000 or more during the year ▶ $ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on Part I, line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization	Employer identification number
TED·TAI-SEN LIN CHARITABLE FOUNDATION	54-6456893

Part I Contributors (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	PAULINE LIN 15 SUNSET ROAD NORTH HAVEN, CT 06473	$ 12,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)

Name of organization: TED TAI-SEN LIN CHARITABLE FOUNDATION

Employer identification number: 54-6456893

Part II Noncash Property (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

Name of organization: TED TAI-SEN LIN CHARITABLE FOUNDATION

Employer identification number: 54-6456893

Part III *Exclusively* religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than $1,000 for the year Complete columns (a) through (e) and the following line entry For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc , contributions of **$1,000 or less** for the year (Enter this information once) ▶ $_____

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

Form 990-PF Page 1 990-PF

Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	* Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction
1	BUILDING	01 01 06	SL	39.00	17	526,105.			526,105.	88,244.		13,490.
2	BUILDING IMPROVEMENTS	01 01 06	SL	39.00	17	40,259.			40,259.	6,837.		1,032.
3	FURNITURE & FIXTURES	01 01 06	200DB	7.00	17	8,489.			8,489.	7,245.		386.
4	COMPUTER EQUIPMENT	01 01 06	200DB	5.00	17	4,481.			4,481.	4,481.		0.
5	ALARM SYSTEM	01 01 06	200DB	5.00	17	1,955.			1,955.	1,955.		0.
6	BUILDING - RENTAL	Varies	SL	39.00	17	263,053.			263,053.	44,157.		6,745.
7	IMPROVEMENTS - RENTAL	Varies	SL	39.00	17	20,129.			20,129.	3,419.		516.
8	DOMAIN NAME	01 01 11	200DB	5.00	17	27,539.			27,539.	918.		1,836.
9	LAND	Varies	L			930,680.			930,680.			0.
	* Total 990-PF Pg 1 Depr					1822690.		0.	1822690.	157,256.	0.	24,005.

Form 990-PF Interest on Savings and Temporary Cash Investments Statement 1

Source	Amount
INTEREST	119.
Total to Form 990-PF, Part I, line 3, Column A	119.

Form 990-PF Dividends and Interest from Securities Statement 2

Source	Gross Amount	Capital Gains Dividends	Column (A) Amount
DIVIDENDS AND INTEREST	107,707.	0.	107,707.
Total to Fm 990-PF, Part I, ln 4	107,707.	0.	107,707.

Form 990-PF Rental Income Statement 3

Kind and Location of Property	Activity Number	Gross Rental Income
NYC OFFICE SPACE	1	1,250.
Total to Form 990-PF, Part I, line 5a		1,250.

Form 990-PF Rental Expenses Statement 4

Description	Activity Number	Amount	Total
ALLOCATED OCCUPANCY		1,250.	
- SubTotal -	1		1,250.
Total rental expenses			1,250.
Net rental Income to Form 990-PF, Part I, line 5b			

Form 990-PF Other Income Statement 5

Description	(a) Revenue Per Books	(b) Net Invest-ment Income	(c) Adjusted Net Income
ANNUITY	74,184.	74,184.	
CONSULTING	1,500.	0.	
Total to Form 990-PF, Part I, line 11	75,684.	74,184.	

Form 990-PF Legal Fees Statement 6

Description	(a) Expenses Per Books	(b) Net Invest-ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
CAPLIN & DRYSDALE	12,132.	0.		12,132.
COPLEVITZ AND CANTER	6,473.	0.		6,473.
COWAN DEBAETS ABRAHAM & SHEPPARD	2,500.	0.		2,500.
BELLIZIO & IGEL PLLC	5,134.	0.		5,134.
To Fm 990-PF, Pg 1, ln 16a	26,239.	0.		26,239.

Form 990-PF Accounting Fees Statement 7

Description	(a) Expenses Per Books	(b) Net Invest-ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
THOMAS & ASSOCIATES	19,811.	4,953.		19,408.
To Form 990-PF, Pg 1, ln 16b	19,811.	4,953.		19,408.

Form 990-PF Other Professional Fees Statement 8

Description	(a) Expenses Per Books	(b) Net Invest-ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
ROCKEFELLER PHILANTHROPY ADVISORS	33,000.	3,300.		29,700.
INVESTMENT FEES - GOLDMAN SACHS	45,446.	45,446.		0.
OTHER CONSULTANTS	130,788.	0.		128,653.
To Form 990-PF, Pg 1, ln 16c	209,234.	48,746.		158,353.

Form 990-PF Taxes Statement 9

Description	(a) Expenses Per Books	(b) Net Invest-ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
FEDERAL EXCISE TAX	11,685.	0.		0.
FOREIGN TAXES	2,803.	2,803.		0.
To Form 990-PF, Pg 1, ln 18	14,488.	2,803.		0.

Form 990-PF Other Expenses Statement 10

Description	(a) Expenses Per Books	(b) Net Invest-ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
SOCIAL INNOVATION ROCKSTARS	44,383.	0.		44,383.
SOFTWARE	17,000.	0.		17,000.
OFFICE AND OTHER	42,511.	0.		42,511.
EQUIPMENT	6,227.	0.		6,227.
FILING FEES	250.	0.		250.
TECH	50,989.	0.		50,989.
RECRUITING	18,328.	0.		18,328.
DESIGN	9,650.	0.		9,650.
VIDEO	46,405.	0.		46,405.
EDITORIAL	20,411.	0.		20,411.
MISC	1,842.	0.		1,842.
To Form 990-PF, Pg 1, ln 23	257,996.	0.		257,996.

Form 990-PF Corporate Stock Statement 11

Description	Book Value	Fair Market Value
CORPORATE STOCK #18	1,111,041.	1,111,041.
Total to Form 990-PF, Part II, line 10b	1,111,041.	1,111,041.

Form 990-PF Corporate Bonds Statement 12

Description	Book Value	Fair Market Value
CORPORATE BONDS #18	981,701.	981,701.
Total to Form 990-PF, Part II, line 10c	981,701.	981,701.

Form 990-PF Other Investments Statement 13

Description	Valuation Method	Book Value	Fair Market Value
GS VINTAGE FUND V	FMV	335,948.	335,948.
GS PRIVATE EQUITY PARTNERS X	FMV	267,588.	267,588.
GS STRATEGIC ASIA PARTNERS	FMV	16,269.	16,269.
SELECT COMMODITIES STATEGIES	FMV	24,844.	24,844.
GS HEDGE FUND OPPORTUNITES	FMV	515,707.	515,707.
GS HIGH YIELD FUND	FMV	52,374.	52,374.
GS LOCAL EMERGING MARKETS DEBT FUND	FMV	75,846.	75,846.
G SACHS GROUP LINKED S & P 500	FMV	379,729.	379,729.
GS INTERNATIONAL REAL ESTATE SHARES	FMV	123,532.	123,532.
LIFE INSURANCE POLICIES	FMV	1,044,528.	1,044,528.
ROYAL BANK OF CANADA LINKED	FMV	99,745.	99,745.
CREDIT SUISSE AG LINKED	FMV	245,572.	245,572.
Total to Form 990-PF, Part II, line 13		3,181,682.	3,181,682.

Form 990-PF Depreciation of Assets Not Held for Investment Statement 14

Description	Cost or Other Basis	Accumulated Depreciation	Book Value
BUILDING	526,105.	101,734.	424,371.
BUILDING IMPROVEMENTS	40,259.	7,869.	32,390.
FURNITURE & FIXTURES	8,489.	7,631.	858.
COMPUTER EQUIPMENT	4,481.	4,481.	0.
ALARM SYSTEM	1,955.	1,955.	0.
BUILDING - RENTAL	263,053.	50,902.	212,151.
IMPROVEMENTS - RENTAL	20,129.	3,935.	16,194.
DOMAIN NAME	27,539.	2,754.	24,785.
LAND	930,680.	0.	930,680.
Total To Fm 990-PF, Part II, ln 14	1,822,690.	181,261.	1,641,429.

Form 990-PF Other Assets Statement 15

Description	Beginning of Yr Book Value	End of Year Book Value	Fair Market Value
ACCRUED INTEREST AND DIVIDENDS	22,794.	10,735.	10,735.
PROGRAM RELATED INVESTMENT - LIBERTY AND JUSTICE	0.	300,000.	300,000.
To Form 990-PF, Part II, line 15	22,794.	310,735.	310,735.

Form 990-PF Summary of Direct Charitable Activities Statement 16

Activity One

YOXI IS A CREATIVE STUDIO FOUNDED TO STUDY AND POPULARIZE SOCIAL INNOVATION. WE WORK WITH A WIDE RANGE OF IDEAS, THEORIES, AND MODELS TO HELP ORGANIZATIONS BUILD PROGRAMS THAT BALANCE BUSINESS OPPORTUNITY AND SOCIAL IMPACT. WE TURN ABSTRACT SOCIAL INNOVATION CONCEPTS INTO TANGIBLE EXPERIENCES WITH HIGHLY SPECIFIC CULTURAL CONTEXTS TO CREATE VALUE AND EFFICIENCY FOR DIFFERENT STAKEHOLDERS.

	Expenses
To Form 990-PF, Part IX-A, line 1	1,103,421.

Form 990-PF Summary of Program-Related Investments Statement 17

Description	Amount
LIBERTY & JUSTICE - TTSL OWNS APPROX. 4.39% OF THE COMPANY WHOSE MISSION READS: "LIBERTY & JUSTICE WAS ESTABLISHED TO TRANSFORM THE APPAREL SUPPLY CHAIN FROM WORKER EXPLOITATION AND ENVIRONMENTAL DEGRADATION TO PARTNERSHIP AND SUSTAINABILITY." AS AFRICA'S LEADING FAIR TRADE CERTIFIED APPAREL MANUFACTURING COMPANY, LIBERTY & JUSTICE SPECIALIZES IN VALUE CHAIN MANAGEMENT FOR HIGH-VOLUME, TIME SENSITIVE, DUTY-FREE GOODS FOR LEADING AMERICAN CLOTHING BRANDS, TRADING COMPANIES, AND OTHER IMPORTERS WHO CARE ABOUT EXCEPTIONAL QUALITY, ON-TIME DELIVERY, SOCIAL AND ENVIRONMENTAL IMPACT, AND GEOGRAPHIC DIVERSITY.	
To Form 990-PF, Part IX-B, line 1	300,000.

TTSL Foundation
Other Investments
12/31/2012

	FV	Cash	Equity	Bonds	Acc Income
GS Invesco Non US Equity	318,434	27,296	290,972		165
GS Westfield	231,911	2,564	229,207		139
GS Hedge Funds	1,160,356				
GS Advisory	977,101	301			
GS ND Brokerage	773,807	773,807			
GS Thornburg	365,054	10,657	354,253		144
GS Fixed income	1,019,519	27,822		981,701	9,996
GS Strat Value	240,340	3,439	236,608		293
	5,086,520	845,886	1,111,041	981,701	10,736

PUBLIC EQUITY

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Adjusted Cost / Original Cost	Unrealized Gain (Loss)	Yield to Maturity / Current Yield	Estimated Annual Income
NON-US EQUITY								
INVESCO NON-US EQUITY								
U S DOLLAR	(585 09)	1 0000	(585 09)		(585 09)			
GOLDMAN SACHS FINANCIAL SQUARE GOVERNMENT FUND (FST SHARES) (FGTXX)	27,880 840	1 0000	27,880 84	1 0000	27,880 84		0 0400	11 15

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Cost Basis	Unrealized Gain (Loss)	Dividend Yield	Estimated Annual Income
WPP PLC ADR CMN (WPPGY_130102)	72 00	72 9000	5,248 80	62 3200	4,487 04	761 76	2 7762	145 72
ABB LTD SPONSORED ADR CMN (ABB)	190 00	20 7900	3,950 10	23 9917	4,558 43	(608 33)	3 3326	131 64
ADIDAS AG ADR CMN (ADDYY)	128 00	44 3840	5,681 15	33 0500	4,230 40	1,450 75	1 0267	58 33
AMADEUS IT HLDG S A ADR CMN (AMADY)	145 00	25 1150	3,641 68	17 9135	2,597 46	1,044 22	0 9356	34 07
AMERICA MOVIL SAB DE CV SPONSORED ADR CMN SERIES L (AMX)	194 00	23 1400	4,489 16	27 5029	5,335 57	(846 41)	1 3024	58 47
AVAGO TECHNOLOGIES LTD CMN (AVGO)	91 00	31 6508	2,880 22	34 7866	3,165 58	(285 36)	2 1484	61 88
BAIDU, INC SPONSORED ADR CMN (BIDU)	63 00	100 2900	6,318 27	109 4546	6,895 64	(577 37)		
BG GROUP PLC SPON ADR ADR CMN (BRGYY)	301 00	16 4580	4,953 86	20 4990	6,170 21	(1,216 35)	1 5093	74 77
BHP BILLITON LIMITED SPONSORED ADR CMN (BHP)	57 00	78 4200	4,469 94	101 6717	5,795 29	(1,325 34)	2 8564	127 68
BRAMBLES LIMITED UNSPONSORED ADR CMN (BMBLY)	364 00	15 5940	5,676 22	14 1303	5,143 42	532 79	3 1115	176 62
BRITISH AMERICAN TOBACCO PLC SPONS ADR (BTI)	56 00	101 2500	5,670 00	85 5030	4,788 17	881 83	4 1598	235 86
BRITISH SKY BROADCASTING GROUP PLC AMERICAN DEPOSITARY SHARES (1 ADS = 4 ORDS) (BSYBY)	68 00	49 8700	3,391 16	44 8660	3,050 89	340 27	3 2500	110 21
BUNZL PLC SPONSORED ADR CMN (BZLFY)	58 00	82 0060	4,756 35 53 72	61 0000	3,538 00	1,218 35	2 5739	122 42
CANADIAN NATIONAL RAILWAY CO CMN (CNI)	38 00	91 0100	3,458 38	75 4953	2,868 82	589 56	1 6589	57 37
CANON INC ADR ADR CMN (CAJ)	32 00	39 2100	1,254 72	47 9406	1,534 10	(279 38)	3 5964	45 12
CAP GEMINI ADR CMN (CGEMY)	125 00	21 6610	2,707 63	25 6542	3,206 77	(499 15)	2 1963	59 47
CENOVUS ENERGY INC CMN (CVE)	49 00	33 5400	1,643 46	40 4037	1,979 78	(336 32)	2 6408	43 40
CENTRICA PLC SPONSORED ADR CMN (CPYYY)	173 00	21 6910	3,752 54	21 1000	3,650 30	102 24	4 4072	165 38
CGI GROUP INC CMN CLASS A (GIB)	121 00	23 1300	2,798 73	20 8672	2,524 94	273 79		
CHEUNG KONG HLDGS LTD (ADR) ADR CMN (CHEUY)	302 00	15 3530	4,636 61	16 7600	5,061 52	(424 91)	2 3440	108 68
CHINA MOBILE LIMITED SPONSORED ADR CMN (CHL)	49 00	58 7200	2,877 28	48 3661	2,369 94	507 34	3 3391	96 07
CIELO S A SPONSORED ADR CMN (CIOXY)	84 00	27 8340	2,338 06	18 9572	1,592 41	745 65	3 7519	87 72
CNOOC LIMITED SPONSORED ADR CMN (CEO)	29 00	220 0000	6,380 00	266 6596	7,733 13	(1,353 13)	2 2678	144 68

PUBLIC EQUITY (Continued)

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Cost Basis	Unrealized Gain (Loss)	Dividend Yield	Estimated Annual Income
NON-US EQUITY								
INVESCO NON-US EQUITY								
COCA-COLA AMATIL LIMITED SPONSORED ADR CMN (CCLAY)	145 00	27 9280	4,049 56	24 7968	3,595 53	454 03	3 9938	161 73
COCA-COLA HELLENIC BOTTLING CO SPONSORED ADR CMN (CCH)	101 00	23 5700	2,380 57	27 2360	2,750 84	(370 27)		
COMPASS GROUP PLC SPONSORED ADR CMN (CMPGY)	656 00	11 7850	7,730 96	9 1800	6,022 08	1,708 88	2 6092	201 72
DENSO CORP ADR ADR CMN (DNZOY)	152 00	17 1920	2,613 18	16 8345	2,558 85	54 33	1 4086	36 81
DEUTSCHE BOERSE AG UNPOSNORED ADR CMN (DBOEY)	419 00	6 0920	2,552 55	5 3700	2,250 03	302 52	4 5853	117 04
ERICSSON AMERICAN ADR CMN CLASS B (ERIC)	299 00	10 1000	3,019 90	14 4540	4,321 73	(1,301 83)	2 4059	72 66
FANUC CORP UNSPONSORED ADR CMN (FANUY)	131 00	30 6870	4,020 00	16 1491	2,115 53	1,904 47	1 1141	44 79
FOMENTO ECONOMICO MEXICANO SAB DE C V NEW SPONS ADR REPSTG UNIT 1 SER B SH FOMENTO ECONOMICO MEXICANO (FMX)	32 00	100 7000	3,222 40	63 7003	2,038 41	1,183 99	1 3862	44 67
FRESENIUS MEDICAL CARE AG & CO KGAA SPONSORED ADR CMN (FMS)	92 00	34 3000	3,155 60	35 6011	3,275 30	(119 70)	0 9138	28 84
GALAXY ENTMT GROUP LTD SPONSORED ADR CMN (GXYEY)	72 00	39 1570	2,819 30	30 2290	2,176 49	642 81		
GAZPROM ADR SPONSORED ADR CMN (OGZPY)	252 00	9 4600	2,383 92	17 4150	4,388 58	(2,004 66)	2 1755	51 86
GRUPO TELEVISA, S A GDS REP 5 CPO'S REP 1 L SHARE, 1 A SHARE AND 1 D SHARE (TV)	247 00	26 5800	6,565 26	22 8367	5,640 68	924 58	0 4212	27 65
HUTCHISON WHAMPOA (ADR) ADR CMN (HUWHY)	175 00	20 8750	3,653 13	23 9720	4,195 10	(541 98)	2 2843	83 45
IMPERIAL TOBACCO GROUP PLC SPON ADR (ITYBY)	95 00	77 1460	7,328 87	65 9252	6,262 89	1,065 98	4 3734	320 52
INDUSTRIAL & COMMERCIAL BANK O ADR CMN (IDCBY)	367 00	14 1920	5,208 46	15 2072	5,581 05	(372 59)	3 7157	193 53
JULIUS BAER GROUP LTD ADR CMN (JBAXY)	501 00	7 0640	3,539 06	8 9800	4,498 98	(959 92)	1 5387	54 45
KEPPEL CORP LTD (ADR) SPONSORED ADR CMN (KPELY)	259 00	18 0110	4,664 85	20 0059	5,181 52	(516 67)	3 9069	182 25
KINGFISHER PLC SPONSORED ADR CMN (KGFHY)	427 00	9 2360	3,943 77	8 7693	3,744 51	199 26	2 8703	113 20
KOMATSU LTD ADR (NEW) SPONSORED GDS CMN (KMTUY)	128 00	25 2590	3,233 15	32 8000	4,198 40	(965 25)	1 8427	59 58
L'OREAL CO (ADR) ADR CMN (LRLCY)	108 00	27 6600	2,987 28	19 5205	2,108 22	879 06	1 4755	44 08
NESTLE SA SPONSORED ADR (REP 1/20 CHF 10 REGD SHS) (NSRGY)	81 00	65 1120	5,274 07	36 9244	2,990 88	2,283 19	2 7213	143 53

PUBLIC EQUITY (Continued)

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Cost Basis	Unrealized Gain (Loss)	Dividend Yield	Estimated Annual Income
NON-US EQUITY								
INVESCO NON-US EQUITY								
NOVARTIS AG-ADR SPONSORED ADR CMN (NVS)	56 00	63 3000	3,544 80	55 7400	3,121 44	423 36	3 3275	117 95
NOVO-NORDISK A/S ADR ADR CMN (NVO)	20 00	163 2100	3,264 20	42 1006	842 01	2,422 19	1 1224	36 64
PEARSON PLC SPON ADR SPONSORED ADR CMN (PSO)	121 00	19 5400	2,364 34	18 1577	2,197 08	167 26	3 5561	84 08
POTASH CORP OF SASKATCHEWAN INC (POT)	101 00	40 6900	4,109 69	40 7627	4,117 03	(7 34)	2 0644	84 84
PUBLICIS GROUPE S A SPONSORED ADR CMN (PUBGY)	327 00	14 9140	4,876 88	13 9608	4,565 19	311 69	1 1512	56 14
REED ELSEVIER GROUP PLC SPONSORED ADR CMN (RUK)	183 00	42 0400	7,693 32	34 4822	6,310 25	1,383 07	3 2892	253 05
ROCHE HOLDING AG ADR B SHS(NOM CHF 100) VAL 224 184 (RHHBY)	138 00	50 2540	6,935 05	43 3645	5,984 30	950 75	3 0693	212 86
ROYAL DUTCH SHELL PLC SPONSORED ADR CMN SERIES B (RDSB)	67 00	70 8900	4,749 63	65 7767	4,407 04	342 59	4 8526	230 48
SAP AG (SPON ADR) (SAP)	112 00	80 3800	9,002 56	54 2030	6,070 73	2,931 83	0 8393	75 56
SCHNEIDER ELECTRIC SA UNSPONSORED ADR (FRANCE) (SBGSY)	226 00	14 4580	3,267 51	11 8259	2,672 64	594 87	2 2826	74 58
SHIRE LIMITED SPONSORED ADR CMN (SHPG)	30 00	92 1800	2,765 40	89 1234	2,673 70	91 70	0 4986	13 79
SMITH & NEPHEW PLC ADR CMN (SNN)	67 00	55 4000	3,711 80	56 3347	3,774 43	(62 63)	1 8141	67 34
SUNCOR ENERGY INC CMN (SU)	145 00	32 9800	4,782 10	34 9073	5,061 56	(279 46)	1 5882	75 95
SWEDBANK A B ADR CMN (SWDBY)	190 00	19 5220	3,709 18	16 8977	3,210 57	498 61	3 3744	125 16
SYNGENTA AG SPONSORED ADR CMN (SYT)	77 00	80 8000	6,221 60	62 2560	4,793 71	1,427 89	1 7883	111 26
TAIWAN SEMICONDUCTOR MFG ADS LTD ADS 1ADS EQUALS 5ORDS (TSM)	259 00	17 1600	4,444 44	12 7000	3,289 30	1,155 14	2 3187	103 05
TEVA PHARMACEUTICAL IND LTD ADS (TEVA)	174 00	37 3400	6,497 16	47 2351	8,218 91	(1,721 75)	2 1530	139 88
TOYOTA MOTOR CORPORATION SPON ADR (TM)	31 00	93 2500	2,890 75	92 1656	2,857 14	33 62	1 4742	42 62
TRANSCANADA CORP CMN (TRP)	99 00	47 3200	4,684 68	41 4300	4,101 57	583 11	3 7310	174 79
			32 84					
UNILEVER N V NY SHS (NEW) ADR CMN (UN)	138 00	38 3000	5,285 40	27 3622	3,775 98	1,509 42	2 7209	143 81
VOLVO AKTIEBOLAGET ADR B ADR CMN CLASS B (VOLVY)	222 00	13 6500	3,030 30	16 7265	3,713 28	(682 98)	2 7398	83 02
WORLEYPARSONS LIMITED UNSPONOSRED ADR CMN (WYGPY)	144 00	24 2520	3,492 29	30 9478	4,456 49	(964 20)	3 5330	123 38
BANCO BRADESCO S A ADR CMN (BBD)	357 00	17 3700	6,201 09	18 8525	6,730 33	(529 23)	0 5941	36 84
			78 38					

PUBLIC EQUITY (Continued)

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Cost Basis	Unrealized Gain (Loss)	Dividend Yield	Estimated Annual Income
NON-US EQUITY								
INVESCO NON-US EQUITY								
VOLKSWAGEN AG, WOLFSBURG SPONSORED ADR PFD USD0 5944 (VLKPY)	135 00	45 3920	6,127 92	33 5685	4,531 75	1,596 17	1 3095	80 25
TOTAL INVESCO NON-US EQUITY			318,268 00		300,945 59	17,322 41	2 1956	6,686 40
			164 94					

	Market Value	Adjusted Cost / [6] Original Cost	Unrealized Gain (Loss)	Estimated Annual Income
TOTAL PORTFOLIO	**318,432.94**	**300,945.59**	**17,322.41**	**6,686.40**

[6] Original Cost is price paid by purchaser adjusted for annual original issue discount inclusions and/or return of capital adjustments, if applicable Adjusted Cost reflects adjustments to Original Cost for market discount accretion and/or premium amortization Adjusted cost for GMS Portfolios and Alternative Investments are determined by inception to date contributions minus inception to date distributions

PUBLIC EQUITY

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Adjusted Cost / Original Cost	Unrealized Gain (Loss)	Yield to Maturity / Current Yield	Estimated Annual Income
US EQUITY								
WESTFIELD LARGE CAP GROWTH								
U S DOLLAR	(158 08)	1 0000	(158 08)		(158 08)			
GOLDMAN SACHS FINANCIAL SQUARE GOVERNMENT FUND (FST SHARES) (FGTXX)	2,722 340	1 0000	2,722 34	1 0000	2,722 34		0 0400	1 09

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Cost Basis	Unrealized Gain (Loss)	Dividend Yield	Estimated Annual Income
AMAZON COM INC CMN (AMZN)	13 00	250 8700	3,261 31	186 1185	2,419 54	841 77		
AMERICAN INTL GROUP, INC CMN (AIG)	97 00	35 3000	3,424 10	33 0321	3,204 11	219 99		
APPLE, INC CMN (AAPL)	30 00	532 1729	15,965 19	199 9863	5,999 59	9,965 60	1 9918	318 00
BROADCOM CORP CL-A CMN CLASS A (BRCM)	102 00	33 2100	3,387 42	34 1666	3,485 00	(97 58)	1 2045	40 80
CARDINAL HEALTH INC CMN (CAH)	106 00	41 1800	4,365 08 29 15	43 0352	4,561 73	(196 65)	2 6712	116 60
CELGENE CORPORATION CMN (CELG)	117 00	78 4700	9,180 99	55 1181	6,448 82	2,732 17		
CISCO SYSTEMS, INC CMN (CSCO)	76 00	19 6494	1,493 35	17 5794	1,336 03	157 32	2 8500	42 56
CITIGROUP INC CMN (C)	91 00	39 5600	3,599 96	29 7664	2,708 74	891 22		
CITRIX SYSTEMS INC CMN (CTXS)	43 00	65 6200	2,821 66	72 2129	3,105 15	(283 49)		
COGNIZANT TECHNOLOGY SOLUTIONS CORP CLASS A (CTSH)	63 00	73 8823	4,654 58	64 8790	4,087 38	567 20		
COMCAST CORPORATION CMN CLASS A VOTING (CMCSA)	151 00	37 3600	5,641 36 24 54	22 8432	3,449 33	2,192 03	1 7398	98 15
COOPER COMPANIES INC (NEW) CMN (COO)	43 00	92 4800	3,976 64	79 2421	3,407 41	569 23	0 0649	2 58
COSTCO WHOLESALE CORPORATION CMN (COST)	23 00	98 7300	2,270 79	97 9304	2,252 40	18 39	1 1141	25 30
DANAHER CORPORATION CMN (DHR)	92 00	55 9000	5,142 80	52 7520	4,853 19	289 61	0 1789	9 20
EBAY INC CMN (EBAY)	35 00	50 9977	1,784 92	49 5123	1,732 93	51 99		
EMC CORPORATION MASS CMN (EMC)	146 00	25 3000	3,693 80	25 5860	3,735 55	(41 75)		
FMC CORPORATION CMN (FMC)	31 00	58 5200	1,814 12 4 19	54 6503	1,694 16	119 96	0 9228	16 74
GOOGLE, INC CMN CLASS A (GOOG)	10 00	707 3800	7,073 80	535 8901	5,358 90	1,714 90		
HALLIBURTON COMPANY CMN (HAL)	162 00	34 6900	5,619 78	30 6908	4,971 90	647 88	1 0378	58 32

LIN FOUNDATION: WESTFIELD LRG CAP GROWTH

Holdings (Continued)

Period Ended December 31, 2012

PUBLIC EQUITY (Continued)

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Cost Basis	Unrealized Gain (Loss)	Dividend Yield	Estimated Annual Income
US EQUITY								
WESTFIELD LARGE CAP GROWTH								
INTERNATIONAL PAPER CO CMN (IP)	68 00	39 8400	2,709 12	34 2285	2,327 54	381 58	3 0120	81 60
JPMORGAN CHASE & CO CMN (JPM)	78 00	43 9691	3,429 59	41 6533	3,248 96	180 63	2 7292	93 60
KRAFT FOODS GROUP, INC CMN (KRFT)	76 00	45 4700	3,455 72	41 7633	3,174 01	281 71	4 3985	152 00
LAS VEGAS SANDS CORP CMN (LVS)	47 00	46 1600	2,169 52	52 4434	2,464 84	(295 32)	2 1664	47 00
LOWES COMPANIES INC CMN (LOW)	123 00	35 5200	4,368 96	24 4064	3,001 99	1,366 98	1 8018	78 72
MERCK & CO , INC CMN (MRK)	127 00	40 9400	5,199 38 54 61	44 1703	5,609 63	(410 25)	4 2013	218 44
MICROSOFT CORPORATION CMN (MSFT)	174 00	26 7097	4,647 49	28 7322	4,999 41	(351 92)	3 4444	160 08
MONDELEZ INTERNATIONAL, INC CMN (MDLZ)	227 00	25 4532	5,777 88	25 7560	5,846 62	(68 74)		
MONSANTO COMPANY CMN (MON)	39 00	94 6500	3,691 35	87 0449	3,394 75	296 60	1 5848	58 50
NATIONAL OILWELL VARCO, INC COMMON STOCK CMN (NOV)	50 00	68 3500	3,417 50	34 8100	1,740 50	1,677 00	0 7608	26 00
NIKE CLASS-B CMN CLASS B (NKE)	52 00	51 6000	2,683 20	51 9321	2,700 47	(17 27)	0 8140	21 84
OCCIDENTAL PETROLEUM CORP CMN (OXY)	34 00	76 6100	2,604 74	101 3489	3,445 86	(841 12)	2 8195	73 44
ORACLE CORPORATION CMN (ORCL)	150 00	33 3200	4,998 00	25 9356	3,890 34	1,107 66	0 7203	36 00
PACCAR INC CMN (PCAR)	52 00	45 2100	2,350 92	44 8229	2,330 79	20 13	1 7695	41 60
PPG INDUSTRIES INC CMN (PPG)	34 00	135 3500	4,601 90	100 9991	3,433 97	1,167 93	1 7436	80 24
PRECISION CASTPARTS CORP CMN (PCP)	26 00	189 4200	4,924 92	157 0589	4,083 53	841 39	0 0634	3 12
QUALCOMM INC CMN (QCOM)	55 00	61 8596	3,402 28	52 8829	2,908 56	493 72	1 6166	55 00
SALESFORCE COM, INC CMN (CRM)	22 00	168 1000	3,698 20	159 0209	3,498 46	199 74		
STANLEY BLACK & DECKER INC CMN (SWK)	68 00	73 9700	5,029 96	67 6330	4,599 04	430 92		
STARBUCKS CORP CMN (SBUX)	73 00	53 6300	3,914 99	46 9613	3,428 17	486 82	1 5663	61 32
STATE STREET CORPORATION (NEW) CMN (STT)	56 00	47 0100	2,632 56 13 44	42 8105	2,397 39	235 17	2 0421	53 76
TEXAS INSTRUMENTS INC CMN (TXN)	94 00	30 8900	2,903 66	28 8147	2,708 58	195 08	2 7193	78 96
THE HERSHEY COMPANY CMN (HSY)	64 00	72 2200	4,622 08	55 3815	3,544 42	1,077 66	2 3262	107 52
THERMO FISHER SCIENTIFIC INC CMN (TMO)	87 00	63 7800	5,548 86 13 05	51 5948	4,488 75	1,060 11	0 9407	52 20
UNITED TECHNOLOGIES CORP CMN (UTX)	66 00	82 0100	5,412 66	75 9947	5,015 65	397 01	2 6094	141 24
VALERO ENERGY CORPORATION CMN (VLO)	179 00	34 1200	6,107 48	25 5788	4,578 60	1,528 88	2 0516	125 30

LIN FOUNDATION: WESTFIELD LRG CAP GROWTH
Holdings (Continued)

Period Ended December 31, 2012

PUBLIC EQUITY (Continued)

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Cost Basis	Unrealized Gain (Loss)	Dividend Yield	Estimated Annual Income
US EQUITY								
WESTFIELD LARGE CAP GROWTH								
VERTEX PHARMACEUTICALS INC CMN (VRTX)	84 00	41 9000	3,519 60	40 6873	3,417 73	101 87		
VIACOM INC CMN CLASS B (VIAB)	64 00	52 7400	3,375 36	51 6336	3,304 55	70 81	2 0857	70 40
VISA INC CMN CLASS A (V)	37 00	151 5800	5,608 46	129 1211	4,777 48	830 98	0 8708	48 84
WALT DISNEY COMPANY (THE) CMN (DIS)	116 00	49 7900	5,775 64	46 3852	5,380 68	394 96	1 5063	87 00
WATSON PHARMACEUTICALS INC CMN (WPI)	28 00	86 0000	2,408 00	78 6639	2,202 59	205 41		
WHOLE FOODS MARKET INC CMN (WFM)	25 00	91 1600	2,279 00	95 1700	2,379 25	(100 25)	0 8776	20 00
THE HOME DEPOT, INC CMN (HD)	70 00	61 8500	4,329 50	42 0834	2,945 84	1,383 66	1 8755	81 20
CHECK POINT SOFTWARE TECH LTD ORDINARY SHARES (CHKP)	60 00	47 6400	2,858 40	54 8188	3,289 13	(430 73)		
SUNCOR ENERGY INC CMN (SU)	106 00	32 9800	3,495 88	40 2597	4,267 53	(771 65)	1 5882	55 52
WARNER CHILCOTT PLC CMN (WCRX)	173 00	12 0400	2,082 92	17 1894	2,973 76	(890 84)	4 1528	86 50
TOTAL WESTFIELD LARGE CAP GROWTH			231,771 59		199,175 49	32,596 11	1 7892	3,026 28
			138 98					

	Market Value	Adjusted Cost / [6] Original Cost	Unrealized Gain (Loss)	Estimated Annual Income
TOTAL PORTFOLIO	**231,910.57**	**199,175.49**	**32,596.11**	**3,026.28**

[6] Original Cost is price paid by purchaser adjusted for annual original issue discount inclusions and/or return of capital adjustments if applicable Adjusted Cost reflects adjustments to Original Cost for market discount accretion and/or premium amortization Adjusted cost for GMS Portfolios and Alternative Investments are determined by inception to date contributions minus inception to date distributions

LIN FOUNDATION: THORNBURG INTL VALUE
Holdings

Period Ended December 31, 2012

PUBLIC EQUITY

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Adjusted Cost / Original Cost	Unrealized Gain (Loss)	Yield to Maturity / Current Yield	Estimated Annual Income
NON-US EQUITY								
THORNBURG NON-US EQUITY								
U S DOLLAR	45 26	1 0000	45 26		45 26			
GOLDMAN SACHS FINANCIAL SQUARE GOVERNMENT FUND (FST SHARES) (FGTXX)	10,612 230	1 0000	10,612 23	1 0000	10,612 23		0 0400	4 24

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Cost Basis	Unrealized Gain (Loss)	Dividend Yield	Estimated Annual Income
CARNIVAL CORPORATION CMN (CCL)	216 00	36 7700	7,942 32	38 5620	8,329 39	(387 07)	2 7196	216 00
LAS VEGAS SANDS CORP CMN (LVS)	121 00	46 1600	5,585 36	45 1257	5,460 22	125 14	2 1664	121 00
SCHLUMBERGER LTD CMN (SLB)	121 00	69 2986	8,385 13	50 5615	6,117 94	2,267 19	1 5873	133 10
			33 28					
SOUTHERN COPPER CORPORATION CMN (SCCO)	77 00	37 8600	2,915 22	32 5252	2,504 44	410 78	9 7993	285 67
YUM BRANDS, INC CMN (YUM)	76 00	66 4000	5,046 40	67 0797	5,098 06	(51 66)	2 0181	101 84
ACCENTURE PLC CMN (ACN)	70 00	66 5000	4,655 00	58 6680	4,106 76	548 24	2 4361	113 40
ADIDAS AG ADR CMN (ADDYY)	153 00	44 3840	6,790 75	36 9109	5,647 37	1,143 38	1 0267	69 72
AIA GROUP LIMITED SPONSORED ADR CMN SERIES (AAGIY)	453 00	15 6110	7,071 78	15 0624	6,823 26	248 52	0 9925	70 19
ARM HOLDINGS PLC SPON ADR SPONSORED ADR CMN (ARMH)	114 00	37 8300	4,312 62	6 4060	730 28	3,582 34	0 4151	17 90
ASML HOLDING N V ADR CMN (ASML)	56 00	64 3900	3,605 84	67 7561	3,794 34	(188 50)		
ASSA ABLOY AB UNSPONSORED ADR (SWEDEN) (ASAZY)	398 00	18 6690	7,430 26	13 6336	5,426 16	2,004 10	1 3486	100 21
BAIDU, INC SPONSORED ADR CMN (BIDU)	37 00	100 2900	3,710 73	129 0124	4,773 46	(1,062 73)		
BG GROUP PLC SPON ADR ADR CMN (BRGYY)	256 00	16 4580	4,213 25	16 8056	4,302 23	(88 99)	1 5093	63 59
BURBERRY GROUP PLC SPONSORED ADR CMN (BURBY)	80 00	39 8570	3,188 56	38 9719	3,117 75	70 81	1 9482	62 12
CANADIAN NATIONAL RAILWAY CO CMN (CNI)	77 00	91 0100	7,007 77	57 2020	4,404 55	2,603 22	1 6589	116 25
CHECK POINT SOFTWARE TECH LTD ORDINARY SHARES (CHKP)	89 00	47 6400	4,239 96	54 7920	4,876 49	(636 53)		
CNOOC LIMITED SPONSORED ADR CMN (CEO)	29 00	220 0000	6,380 00	156 2150	4,530 23	1,849 77	2 2678	144 68
COMPASS GROUP PLC SPONSORED ADR CMN (CMPGY)	304 00	11 7850	3,582 64	11 8081	3,589 67	(7 03)	2 6092	93 48
DASSAULT SYSTEMES SPONSORED ADR CMN (DASTY)	40 00	111 0480	4,441 92	54 5576	2,182 30	2,259 62	0 5497	24 42
DEUTSCHE BANK AG CMN (DB)	82 00	44 2900	3,631 78	43 7349	3,586 26	45 52	2 0872	75 80
ELEKTA AB UNSPONSORED ADR CMN (EKTAY)	225 00	15 5870	3,507 08	15 4416	3,474 35	32 72	0 7683	26 95
EMBRAER SA ADR CMN (ERJ)	254 00	28 5100	7,241 54	27 1617	6,899 07	342 47		
			20 76					

LIN FOUNDATION: THORNBURG INTL VALUE

Holdings (Continued)

Period Ended December 31, 2012

PUBLIC EQUITY (Continued)

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Cost Basis	Unrealized Gain (Loss)	Dividend Yield	Estimated Annual Income
NON-US EQUITY								
THORNBURG NON-US EQUITY								
FANUC CORP UNSPONSORED ADR CMN (FANUY)	232 00	30 6870	7,119 38	12 8723	2,986 37	4,133 01	1 1141	79 32
FLSMIDTH & CO A/S SPONSORED ADR CMN (FLIDY)	574 00	5 7820	3,318 87	6 2776	3,603 32	(284 45)	3 7529	124 55
FRESENIUS MEDICAL CARE AG & CO KGAA SPONSORED ADR CMN (FMS)	218 00	34 3000	7,477 40	20 5098	4,471 14	3,006 26	0 9138	68 33
HANG LUNG PPTYS LTD SPONSORED ADR CMN (HLPPY)	256 00	19 8690	5,086 46	15 4823	3,963 46	1,123 00	3 2013	162 83
HENNES & MAURITZ AB ADR CMN (HNNMY)	1,144 00	6 9020	7,895 89	5 2626	6,020 42	1,875 46	2 9958	236 54
HONG KONG EXCHANGES & CLEARING UNSPONSORED ADR CMN (HKXCY)	266 00	17 0180	4,526 79	8 3581	2,223 25	2,303 54	2 7017	122 30
HSBC HOLDINGS PLC SPONSORED ADR CMN (HBC)	138 00	53 0700	7,323 66	46 0386	6,353 32	970 34	4 7108	345 00
INDUSTRIAL & COMMERCIAL BANK O ADR CMN (IDCBY)	432 00	14 1920	6,130 94	14 3067	6,180 51	(49 57)	3 7157	227 80
KDDI CORP UNSPONSORED ADR CMN (KDDIY)	224 00	17 6080	3,944 19	17 1369	3,838 67	105 52	2 4780	97 74
KINGFISHER PLC SPONSORED ADR CMN (KGFHY)	940 00	9 2360	8,681 84	7 9115	7,436 79	1,245 05	2 8703	249 19
KOMATSU LTD ADR (NEW) SPONSORED GDS CMN (KMTUY)	335 00	25 2590	8,461 77	16 0658	5,382 03	3,079 73	1 8427	155 92
LI & FUNG LIMITED UNSPONSORED ADR CMN (LFUGY)	1,310 00	3 5300	4,624 30	3 6366	4,763 99	(139 69)	2 8630	132 39
LVMH MOET HENNESSY LOUIS VUITTON S A ADR CMN (LVMUY)	284 00	36 5990	10,394 12	16 5028	4,686 79	5,707 32	1 5205	158 04
MERCADOLIBRE INC CMN (MELI)	57 00	78 5500	4,477 35 6 21	63 6625	3,628 76	848 59	0 5551	24 85
MICHELIN COMPAGNIE GENERALE DE UNSPONSORED ADR CMN (MGDDY)	291 00	18 8770	5,493 21	14 6136	4,252 55	1,240 66	2 0743	113 95
MITSUBISHI UFJ FINL GROUP, INC SPONSORED ADR CMN (MTU)	1,010 00	5 4200	5,474 20	5 8737	5,932 48	(458 28)	2 4665	135 02
NESTLE SA SPONSORED ADR (REP 1/20 CHF 10 REGD SHS) (NSRGY)	107 00	65 1120	6,966 98	39 7429	4,252 49	2,714 49	2 7213	189 60
NOVARTIS AG-ADR SPONSORED ADR CMN (NVS)	124 00	63 3000	7,849 20	49 0673	6,084 34	1,764 86	3 3275	261 18
NOVO-NORDISK A/S ADR ADR CMN (NVO)	59 00	163 2100	9,629 39	42 5438	2,510 09	7,119 31	1 1224	108 08
PEARSON PLC SPON ADR SPONSORED ADR CMN (PSO)	265 00	19 5400	5,178 10	18 8131	4,985 47	192 63	3 5561	184 14
POTASH CORP OF SASKATCHEWAN INC (POT)	141 00	40 6900	5,737 29	38 1967	5,385 73	351 56	2 0644	118 44

LIN FOUNDATION: THORNBURG INTL VALUE

Holdings (Continued)

Period Ended December 31, 2012

PUBLIC EQUITY (Continued)

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Cost Basis	Unrealized Gain (Loss)	Dividend Yield	Estimated Annual Income
NON-US EQUITY								
THORNBURG NON-US EQUITY								
PUBLICIS GROUPE S A SPONSORED ADR CMN (PUBGY)	424 00	14 9140	6,323 54	11 2592	4,773 89	1,549 65	1 1512	72 80
RECKITT BENCKISER GROUP PLC SPONSORED ADR CMN (RBGLY)	623 00	12 8200	7,986 86	9 5920	5,975 80	2,011 06	2 7864	222 55
ROYAL BANK OF SCOTLAND GROUP P SPONSORED ADR CMN (RBS)	351 00	10 7900	3,787 29	10 0006	3,510 22	277 07		
SABMILLER PLC SPONSORED ADR (SBMRY)	88 00	45 9200	4,040 96	22 6144	1,990 07	2,050 89	1 9752	79 82
SAP AG (SPON ADR) (SAP)	111 00	80 3800	8,922 18	48 7065	5,406 42	3,515 76	0 8393	74 89
SBERBANK SPONSORED ADR CMN TRADEABLE ON LNSE & NASDAQ UK LINE SBNCYO L-US LINE SBRCY (SBRCY)	298 00	12 3000	3,665 40	10 6280	3,167 14	498 26	1 8008	66 01
SIEMENS AKTIENGESELLSCHAFT SPONSORED ADR CMN (SI)	51 00	109 4700	5,582 97	111 7803	5,700 79	(117 82)	2 6156	146 03
SWATCH GROUP SA (THE) ADR CMN (SWGAY)	241 00	25 1930	6,071 51	19 4244	4,681 27	1,390 24	1 3946	84 68
SYNGENTA AG SPONSORED ADR CMN (SYT)	49 00	80 8000	3,959 20	66 8202	3,274 19	685 01	1 7883	70 80
TAIWAN SEMICONDUCTOR MFG ADS LTD ADS 1ADS EQUALS 5ORDS (TSM)	237 00	17 1600	4,066 92	14 3857	3,409 40	657 52	2 3187	94 30
TENCENT HOLDINGS LIMITED UNSPONSORED ADR CMN (TCEHY)	232 00	32 1260	7,453 23	20 4947	4,754 77	2,698 46	0 2694	20 08
TEVA PHARMACEUTICAL IND LTD ADS (TEVA)	167 00	37 3400	6,235 78	39 3617	6,573 40	(337 62)	2 1530	134 25
TOYOTA MOTOR CORPORATION SPON ADR (TM)	100 00	93 2500	9,325 00	86 3190	8,631 90	693 10	1 4742	137 47
TULLOW OIL PLC ADR CMN (TUWOY)	368 00	10 2490	3,771 63	9 7256	3,579 02	192 61	0 7779	29 34
TURKIYE GARANTI BANKASI AS GDS CMN (TKGBY)	740 00	5 1890	3,839 86	4 6459	3,438 00	401 86	1 0984	42 18
VODAFONE GROUP PLC SPONSORED ADR CMN (VOD)	123 00	25 1900	3,098 37 80 47	27 0226	3,323 78	(225 41)	5 9551	184 51
WAL-MART DE MEXICO SAB DE CV SPONSORED ADR REPSTG SER V SHS (WMMVY)	138 00	32 4810	4,482 38	10 5774	1,459 68	3,022 70	0 9901	44 38
YANDEX N V CMN (YNDX)	162 00	21 5400	3,489 48	27 0300	4,378 87	(889 39)		

PUBLIC EQUITY (Continued)

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Cost Basis	Unrealized Gain (Loss)	Dividend Yield	Estimated Annual Income
NON-US EQUITY								
THORNBURG NON-US EQUITY								
ITAU UNIBANCO BANCO HLDNG S A SPONSORED ADR CMN (ITUB)	454 00	16 4600	7,472 84 2 83	19 0396	8,643 98	(1,171 14)	0 5392	40 29
TOTAL THORNBURG NON-US EQUITY			364,910 13 143 55		296,046 63	68,863 46	1 9718	6,680 17

	Market Value	Adjusted Cost / [6] Original Cost	Unrealized Gain (Loss)	Estimated Annual Income
TOTAL PORTFOLIO	**365,053.68**	**296,046.63**	**68,863.46**	**6,680.17**

[6] Original Cost is price paid by purchaser adjusted for annual original issue discount inclusions and/or return of capital adjustments, if applicable Adjusted Cost reflects adjustments to Original Cost for market discount accretion and/or premium amortization Adjusted cost for GMS Portfolios and Alternative Investments are determined by inception to date contributions minus inception to date distributions

LIN FOUNDATION: FIXED INCOME
Holdings

Period Ended December 31, 2012

FIXED INCOME

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Adjusted Cost / Original Cost	Unrealized Gain (Loss)	Yield to Maturity / Current Yield	Estimated Annual Income
INVESTMENT GRADE FIXED INCOME								
GS GOVERNMENT FIXED INCOME								
GOLDMAN SACHS FINANCIAL SQUARE GOVERNMENT FUND (FST SHARES) Moody's Aaa	27,822 340	1 0000	27,822 34	1 0000	27,822 34		0 0400	11 13
	Quantity / Current Face	**Market Price**	**Market Value / Accrued Income**	**Unit Cost**	**Adjusted Cost / Original Cost**	**Unrealized Gain (Loss)**	**Yield to Maturity in Percentage**	**Estimated Annual Income**
COUNCIL OF EUROPE DEVELOPMENT 4 25% 04/22/2013 USD S&P AA+ /Moody's Aaa	150,000 00	101 1500	151,725 00	100 3453	150,518 01	1,206 99	3 0898	6,375 00
			4,391 67	104 38	156,570 00	(4,845 00)		
FHLB 5 250000% 06/18/2014 JD S&P AA+ /Moody's Aaa	175,000 00	107 3570	187,874 75	100 2985	175,522 38	12,352 37	5 0359	9,187 50
			331 77	101 35	177,365 23	10,509 52		
IADB 4 25% 09/14/2015 MS SR LIEN S&P AAA /Moody's Aaa	100,000 00	110 2990	110,299 00	102 1137	102,113 68	8,185 32	3 4239	4,250 00
			1,263 19	104 68	104,675 00	5,624 00		
KFW 5 125% 03/14/2016 MS S&P AAA /Moody's Aaa	170,000 00	114 2400	194,208 00	102 5011	174,251 82	19,956 18	4 2804	8,712 50
			2,565 35	105 41	179,197 00	15,011 00		
U S TREASURY NOTE 1 000000% 09/30/2016 MS ON THE RUN Moody's Aaa	100,000 00	101 9060	101,906 00	100 5754	100,575 39	1,330 61	0 8437	1,000 00
			252 05	100 76	100,761 72	1,144 28		
FHLB 4 875% 05/17/2017 MN S&P AA+ /Moody's Aaa	200,000 00	117 8440	235,688 00	102 0299	204,059 72	31,628 28	4 3436	9,750 00
			1,191 67	103 81	207,620 00	28,068 00		
TOTAL GS GOVERNMENT FIXED INCOME			1,009,523 09		934,863 34	74,659 75	3 8032	39,286 13
			9,995 70		954,011 29	55,511 80		
			Market Value		**Adjusted Cost / [6] Original Cost**	**Unrealized Gain (Loss)**		**Estimated Annual Income**
TOTAL PORTFOLIO			**1,019,518.79**		**934,863.34**	**74,659 75**		**39,286.13**
					954,011.29	**55,511.80**		

[6] Original Cost is price paid by purchaser adjusted for annual original issue discount inclusions and/or return of capital adjustments, if applicable Adjusted Cost reflects adjustments to Original Cost for market discount accretion and/or premium amortization Adjusted cost for GMS Portfolios and Alternative Investments are determined by inception to date contributions minus inception to date distributions

PUBLIC EQUITY

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Adjusted Cost / Original Cost	Unrealized Gain (Loss)	Yield to Maturity / Current Yield	Estimated Annual Income
US EQUITY								
GSAM LARGE CAP VALUE (STRATEGIC)								
U S DOLLAR	119 20	1 0000	119 20		119 20			
GOLDMAN SACHS BANK DEPOSIT (BDA) (*BDANOW)[14]	3,319 63	1 0000	3,319 63	1 0000	3,319 63		0 1351	4 48

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Cost Basis	Unrealized Gain (Loss)	Dividend Yield	Estimated Annual Income
ADOBE SYSTEMS INC CMN (ADBE)	56 00	37 6800	2,110 08	33 5554	1,879 10	230 98		
AETNA INC CMN (AET)	51 00	46 3100	2,361 81	45 1290	2,301 58	60 23	1 7275	40 80
ALTERA CORP CMN (ALTR)	97 00	34 3900	3,335 83	33 8016	3,278 76	57 07	1 1631	38 80
AMERICAN ELECTRIC POWER INC CMN (AEP)	67 00	42 6800	2,859 56	37 3057	2,499 48	360 08	4 4049	125 96
AMERICAN INTL GROUP, INC CMN (AIG)	109 00	35 3000	3,847 70	33 4978	3,651 26	196 44		
AMERICAN TOWER CORPORATION CMN (AMT)	25 00	77 2700	1,931 75	71 8480	1,796 20	135 55	1 1906	23 00
AMERIPRISE FINANCIAL, INC CMN (AMP)	32 00	62 6300	2,004 16	57 0241	1,824 77	179 39	2 8740	57 60
AT&T INC CMN (T)	107 00	33 7100	3,606 97	32 2642	3,452 27	154 70	5 3397	192 60
BANK OF AMERICA CORP CMN (BAC)	558 00	11 6100	6,478 38	7 6737	4,281 91	2,196 47	0 3445	22 32
BARD C R INC N J CMN (BCR)	19 00	97 7400	1,857 06	96 7000	1,837 30	19 76	0 8185	15 20
BED BATH & BEYOND INC CMN (BBBY)	55 00	55 9100	3,075 05	61 9625	3,407 94	(332 89)		
BOEING COMPANY CMN (BA)	52 00	75 3600	3,918 72	67 2491	3,496 95	421 77	2 5743	100 88
CBS CORPORATION CMN CLASS B (CBS)	65 00	38 0500	2,473 25 7 80	27 7082	1,801 04	672 21	1 2615	31 20
CELGENE CORPORATION CMN (CELG)	21 00	78 4700	1,647 87	66 0662	1,387 39	260 48		
CHEVRON CORPORATION CMN (CVX)	31 00	108 1400	3,352 34	104 0858	3,226 66	125 68	3 3290	111 60
CHIPOTLE MEXICAN GRILL, INC CMN (CMG)	9 00	297 4600	2,677 14	295 1078	2,655 97	21 17		
CISCO SYSTEMS, INC CMN (CSCO)	142 00	19 6494	2,790 21	16 6281	2,361 19	429 02	2 8500	79 52
CITIGROUP INC CMN (C)	48 00	39 5600	1,898 88	38 1319	1,830 33	68 55		
DEVON ENERGY CORPORATION (NEW) CMN (DVN)	107 00	52 0400	5,568 28	77 1234	8,252 20	(2,683 92)	1 5373	85 60
DIRECTV CMN (DTV)	57 00	50 1600	2,859 12	48 5704	2,768 51	90 61		
DISH NETWORK CORPORATION CMN CLASS A (DISH)	49 00	36 4000	1,783 60	34 9965	1,714 83	68 77		
DUKE ENERGY CORPORATION CMN (DUK)	45 00	63 8000	2,871 00	66 2300	2,980 35	(109 35)	4 7962	137 70
EASTMAN CHEM CO CMN (EMN)	32 00	68 0500	2,177 60	47 3353	1,514 73	662 87	1 7634	38 40

[14] This represents a bank deposit of an affiliated bank reflected here for your convenience and is not cash held in your brokerage or custody account Please see the enclosed Bank Statement page(s) for specific information related to your bank deposit

Not a Deposit Not FDIC Insured May Lose Value (Excluding Goldman Sachs Bank Deposit Account and Certificates of Deposit)

Brokerage and securities services provided by Goldman, Sachs & Co Bank Deposit Account and Certificate of Deposit Account offered by Goldman Sachs Bank USA, Member FDIC

PUBLIC EQUITY (Continued)

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Cost Basis	Unrealized Gain (Loss)	Dividend Yield	Estimated Annual Income
US EQUITY								
GSAM LARGE CAP VALUE (STRATEGIC)								
ELI LILLY & CO CMN (LLY)	57 00	49 3200	2,811 24	47 6239	2,714 56	96 68	3 9740	111 72
EMC CORPORATION MASS CMN (EMC)	117 00	25 3000	2,960 10	21 7580	2,545 68	414 42		
EVEREST RE GROUP LTD CMN (RE)	37 00	109 9500	4,068 15	73 5822	2,722 54	1,345 61	1 7462	71 04
EXELON CORPORATION CMN (EXC)	39 00	29 7400	1,159 86	29 6459	1,156 19	3 67	7 0612	81 90
EXXON MOBIL CORPORATION CMN (XOM)	118 00	86 5500	10,212 90	77 4004	9,133 25	1,079 65	2 6343	269 04
GENERAL DYNAMICS CORP CMN (GD)	35 00	69 2700	2,424 45	66 4331	2,325 16	99 29	2 9450	71 40
GENERAL ELECTRIC CO CMN (GE)	496 00	20 9900	10,411 04	17 7033	8,780 83	1,630 21	3 6208	376 96
			94 24					
GENERAL MOTORS COMPANY CMN (GM)	125 00	28 8300	3,603 75	23 4482	2,931 03	672 72		
GOOGLE, INC CMN CLASS A (GOOG)	4 00	707 3800	2,829 52	577 4600	2,309 84	519 68		
HALLIBURTON COMPANY CMN (HAL)	177 00	34 6900	6,140 13	32 3238	5,721 32	418 81	1 0378	63 72
HARTFORD FINANCIAL SRVCS GROUP CMN (HIG)	95 00	22 4400	2,131 80	25 8096	2,451 91	(320 11)	1 7825	38 00
			9 50					
INTERCONTINENTALEXCHANGE INC CMN (ICE)	9 00	123 8100	1,114 29	126 2356	1,136 12	(21 83)		
J M SMUCKER CO CMN (SJM)	36 00	86 2400	3,104 64	80 8589	2,910 92	193 72	2 4119	74 88
JOHNSON & JOHNSON CMN (JNJ)	41 00	70 1000	2,874 10	64 7915	2,656 45	217 65	3 4807	100 04
JPMORGAN CHASE & CO CMN (JPM)	210 00	43 9691	9,233 51	38 2872	8,040 32	1,193 19	2 7292	252 00
JUNIPER NETWORKS, INC CMN (JNPR)	106 00	19 6700	2,085 02	24 1321	2,558 01	(472 99)		
LAM RESEARCH CORP CMN (LRCX)	99 00	36 1300	3,576 87	37 5417	3,716 63	(139 76)		
LOWES COMPANIES INC CMN (LOW)	113 00	35 5200	4,013 76	27 1027	3,062 61	951 15	1 8018	72 32
MASCO CORPORATION CMN (MAS)	163 00	16 6600	2,715 58	12 3849	2,018 74	696 84	1 8007	48 90
MERCK & CO , INC CMN (MRK)	95 00	40 9400	3,889 30	38 3861	3,646 68	242 62	4 2013	163 40
			29 67					
MGM RESORTS INTERNATIONAL CMN (MGM)	213 00	11 6400	2,479 32	12 8107	2,728 67	(249 35)		
MONDELEZ INTERNATIONAL, INC CMN (MDLZ)	86 00	25 4532	2,188 98	27 6500	2,377 90	(188 92)		
MORGAN STANLEY CMN (MS)	119 00	19 1200	2,275 28	15 2693	1,817 04	458 24	1 0460	23 80

PUBLIC EQUITY (Continued)

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Cost Basis	Unrealized Gain (Loss)	Dividend Yield	Estimated Annual Income
US EQUITY								
GSAM LARGE CAP VALUE (STRATEGIC)								
MYLAN INC CMN (MYL)	55 00	27 4500	1,509 75	22 0480	1,212 64	297 11		
NORTHEAST UTILITIES CMN (NU)	83 00	39 0800	3,243 64	36 8639	3,059 70	183 94	3 5107	113 88
OCCIDENTAL PETROLEUM CORP CMN (OXY)	47 00	76 6100	3,600 67	87 3427	4,105 10	(504 43)	2 8195	101 52
PFIZER INC CMN (PFE)	332 00	25 0793	8,326 33	20 5007	6,806 23	1,520 09	3 8279	318 72
PHILIP MORRIS INTL INC CMN (PM)	42 00	83 6400	3,512 88 35 70	85 9631	3,610 45	(97 57)	4 0650	142 80
PPL CORPORATION CMN (PPL)	126 00	28 6300	3,607 38 45 36	26 9675	3,397 91	209 47	5 0297	181 44
PROCTER & GAMBLE COMPANY (THE) CMN (PG)	29 00	67 8900	1,968 81	68 1731	1,977 02	(8 21)	3 3112	65 19
PRUDENTIAL FINANCIAL INC CMN (PRU)	92 00	53 3300	4,906 36	51 9645	4,780 73	125 63	3 0002	147 20
SLM CORPORATION CMN (SLM)	141 00	17 1300	2,415 33	11 3502	1,600 38	814 95	2 9189	70 50
SOUTHWESTERN ENERGY CO CMN (SWN)	45 00	33 4100	1,503 45	36 1509	1,626 79	(123 34)		
SUNTRUST BANKS INC $1 00 PAR CMN (STI)	125 00	28 3500	3,543 75	22 6893	2,836 17	707 58	0 7055	25 00
TEXTRON INC DEL CMN (TXT)	68 00	24 7900	1,685 72 1 36	22 6616	1,540 99	144 73	0 3227	5 44
THE TRAVELERS COMPANIES, INC CMN (TRV)	56 00	71 8200	4,021 92	45 7110	2,559 82	1,462 10	2 5620	103 04
TRANSOCEAN LTD CMN (RIG)	74 00	44 6600	3,304 84	46 1443	3,414 68	(109 84)		
U S BANCORP CMN (USB)	97 00	31 9400	3,098 18 18 92	25 5907	2,482 30	615 88	2 4421	75 66
UNITEDHEALTH GROUP INCORPORATE CMN (UNH)	64 00	54 2400	3,471 36	52 7560	3,376 38	94 98	1 5671	54 40
URBAN OUTFITTERS INC CMN (URBN)	55 00	39 3600	2,164 80	30 5378	1,679 58	485 22		
VARIAN MEDICAL SYSTEMS INC CMN (VAR)	30 00	70 2400	2,107 20	62 4103	1,872 31	234 89		
VERTEX PHARMACEUTICALS INC CMN (VRTX)	61 00	41 9000	2,555 90	43 3503	2,644 37	(88 47)		
VIACOM INC CMN CLASS B (VIAB)	35 00	52 7400	1,845 90	50 7194	1,775 18	70 72	2 0857	38 50
WALGREEN CO CMN (WAG)	101 00	37 0100	3,738 01	34 3647	3,470 83	267 18	2 9722	111 10
WASTE MANAGEMENT INC CMN (WM)	37 00	33 7400	1,248 38	32 0600	1,186 22	62 16	4 2087	52 54
XCEL ENERGY INC CMN (XEL)	124 00	26 7100	3,312 04 33 48	26 9740	3,344 78	(32 74)	4 0434	133 92
AVALONBAY COMMUNITIES INC CMN (AVB)	17 00	135 5900	2,305 03 16 49	136 9106	2,327 48	(22 45)	2 8616	65 96

PUBLIC EQUITY (Continued)

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Cost Basis	Unrealized Gain (Loss)	Dividend Yield	Estimated Annual Income
US EQUITY								
GSAM LARGE CAP VALUE (STRATEGIC)								
SIMON PROPERTY GROUP INC CMN (SPG)	13 00	158 0900	2,055 17	144 0022	1,872 03	183 14	2 7832	57 20
ANHEUSER-BUSCH INBEV S A SPONSORED ADR CMN (BUD)	25 00	87 4100	2,185 25	70 5644	1,764 11	421 14	1 4789	32 32
DIAGEO PLC SPON ADR (NEW) SPONSORED ADR CMN (DEO)	17 00	116 5800	1,981 86	96 2176	1,635 70	346 16	2 3793	47 15
LYONDELLBASELL INDUSTRIES N V CMN CLASS A (LYB)	28 00	57 0900	1,598 52	50 2479	1,406 94	191 58	2 8026	44 80
TOTAL GSAM LARGE CAP VALUE (STRATEGIC)			240,047 21		220,468 77	19,578 43	2 6408	4,913 06
			292 52					

	Market Value	Adjusted Cost / [6] Original Cost	Unrealized Gain (Loss)	Estimated Annual Income
TOTAL PORTFOLIO	**240,339.73**	**220,468.77**	**19,578.43**	**4,913.06**

[6] Original Cost is price paid by purchaser adjusted for annual original issue discount inclusions and/or return of capital adjustments, if applicable Adjusted Cost reflects adjustments to Original Cost for market discount accretion and/or premium amortization Adjusted cost for GMS Portfolios and Alternative Investments are determined by inception to date contributions minus inception to date distributions

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

Application for Extension of Time To File an Exempt Organization Return

▶ **File a separate application for each return.**

OMB No. 1545-1709

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

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

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

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

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

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

Type or print	Name of exempt organization or other filer, see instructions.	Employer identification number (EIN) or
File by the due date for filing your return See instructions	TED TAI-SEN LIN CHARITABLE FOUNDATION	54-6456893
	Number, street, and room or suite no. If a P.O. box, see instructions. 510 LAGUARDIA PLACE, No. 4TH FL	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. NEW YORK, NY 10012	

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

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

- The books are in the care of ▶ The Foundation 510 LAGUARDIA PLACE, No. 4TH FL - NEW YORK, NY 10012
  Telephone No ▶ 212-477-7262 FAX No. ▶
- If the organization does not have an office or place of business in the United States, check this box ▶ [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____. If this is for the whole group, check this box ▶ [ ]. If it is for part of the group, check this box ▶ [ ] and attach a list with the names and EINs of all members the extension is for.

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

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

3a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions.	3a	$	6,000.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	$	6,000.
c	**Balance due.** Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions.	3c	$	0.

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