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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.

2012

Open to public inspection

For calendar year 2012 or tax year beginning

, and ending

Name of foundation HUGH I. SHOTT, JR. FOUNDATION INC. C/O FIRST CENTURY BANK TRUST DEPT.		A Employer identification number 55-0650833
Number and street (or P O box number if mail is not delivered to street address) 500 FEDERAL STREET	Room/suite	B Telephone number (304) 325-8181
City or town, state, and ZIP code BLUEFIELD, WV 24701		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 33,210,718.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(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				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		15,270.	15,270.		STATEMENT 1
4 Dividends and interest from securities		1,001,900.	1,001,900.		STATEMENT 2
5a Gross rents		44,200.	44,200.		STATEMENT 3
b Net rental income or (loss) 8,182.					STATEMENT 4
6a Net gain or (loss) from sale of assets not on line 10		1,361,872.			
b Gross sales price for all assets on line 6a 4,292,116.			1,361,872.		
7 Capital gain net income (from Part IV, line 2)					
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)		85,585.	0.		STATEMENT 5
11 Other income		2,508,827.	2,423,242.		
12 Total Add lines 1 through 11		206,090.	176,090.		30,000.
13 Compensation of officers, directors, trustees, etc					
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees		131.	131.		0.
b Accounting fees		16,150.	12,113.		4,037.
c Other professional fees		100.	100.		0.
17 Interest					
18 Taxes		59,694.	11,194.		0.
19 Depreciation and depletion		20,848.	20,848.		
20 Occupancy					
21 Travel, conferences, and meetings		4,588.	4,056.		532.
22 Printing and publications					
23 Other expenses		59,456.	8,275.		47,582.
24 Total operating and administrative expenses. Add lines 13 through 23		367,057.	232,807.		82,151.
25 Contributions, gifts, grants paid		1,620,284.			1,620,284.
26 Total expenses and disbursements. Add lines 24 and 25		1,987,341.	232,807.		1,702,435.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		521,486.			
b Net investment income (if negative, enter -0-)			2,190,435.		
c Adjusted net income (if negative, enter -0-)				N/A	

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				
	2	Savings and temporary cash investments		1,391,891.	1,032,839.	1,032,839.
	3	Accounts receivable ▶				
		Less: allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less: allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons				
	7	Other notes and loans receivable ▶				
		Less: allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments - U.S. and state government obligations STMT 12	1,044,020.	533,475.	533,475.	
	b	Investments - corporate stock STMT 13	19,041,107.	21,071,728.	21,071,728.	
	c	Investments - corporate bonds STMT 14	664,470.	829,243.	829,243.	
Liabilities	11	Investments - land, buildings, and equipment basis ▶	979,249.			
		Less: accumulated depreciation ▶	463,886.	536,211.	515,363.	515,363.
	12	Investments - mortgage loans STMT 15	2,224,780.	2,117,953.	2,117,953.	
	13	Investments - other STMT 16	6,087,995.	7,110,117.	7,110,117.	
	14	Land, buildings, and equipment: basis ▶	5,005.			
		Less: accumulated depreciation ▶	5,005.			
	15	Other assets (describe ▶)				
	16	Total assets (to be completed by all filers)	30,990,474.	33,210,718.	33,210,718.	
	17	Accounts payable and accrued expenses				
	18	Grants payable				
Net Assets or Fund Balances	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable				
	22	Other liabilities (describe ▶)				
23	Total liabilities (add lines 17 through 22)	0.	0.			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted	30,990,474.	33,210,718.		
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> 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	30,990,474.	33,210,718.			
31	Total liabilities and net assets/fund balances	30,990,474.	33,210,718.			

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	30,990,474.
2	Enter amount from Part I, line 27a	2	521,486.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 11	3	1,698,758.
4	Add lines 1, 2, and 3	4	33,210,718.
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	33,210,718.

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 ATTACHED SCHEDULE			
b FROM WSW 1996 BUYOUT FUND LP K-1			
c CAPITAL GAINS DIVIDENDS			
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 4,287,371.		2,756,068.	1,531,303.
b			<174,176.>
c 4,745.			4,745.
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			1,531,303.
b			<174,176.>
c			4,745.
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	1,361,872.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	{ }	3	N/A

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2011	1,354,516.	32,613,219.	.041533
2010	1,726,472.	30,766,572.	.056115
2009	1,691,265.	28,224,046.	.059923
2008	1,915,274.	35,180,290.	.054442
2007	1,481,827.	38,535,321.	.038454

2 Total of line 1, column (d)	2	.250467
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	.050093
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	32,342,344.
5 Multiply line 4 by line 3	5	1,620,125.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	21,904.
7 Add lines 5 and 6	7	1,642,029.
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	1,702,435.

HUGH I. SHOTT, JR. FOUNDATION INC.

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C/O FIRST CENTURY BANK TRUST DEPT.

55-0650833

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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 <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	21,904.
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	21,904.
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	21,904.
6 Credits/Payments:			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	44,114.	
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	44,114.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	22,210.	
11 Enter the amount of line 10 to be: Credited to 2013 estimated tax <input checked="" type="checkbox"/> 22,210. Refunded <input type="checkbox"/>	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?		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.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input checked="" type="checkbox"/> \$ 0. (2) On foundation managers. <input checked="" type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input checked="" type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	X	
b If "Yes," has it filed a tax return on Form 990-T for this year?	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> WV		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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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? Website address ► N/A	13	X	
14	The books are in care of ► FIRST CENTURY BANK TRUST DEPT Telephone no. ► 304-325-8181 Located at ► 500 FEDERAL STREET, BLUEFIELD, WV ZIP+4 ► 24701			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A	
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? 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	Yes	No 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (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.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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 ► <input type="checkbox"/>	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012)	3b	X
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
SEE STATEMENT 17		206,090.	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
NONE				

Total number of other employees paid over \$50,000

0

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Part VIII**Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** (continued)**3 Five highest-paid independent contractors for professional services. 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 THE FOUNDATION'S CHARITABLE ACTIVITIES INCLUDED DONATIONS WITH NO RELATED EXPENSES FOR CHARITABLE AND EDUCATIONAL PURPOSES.	1,702,435.
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.

1	N/A	
2		
All other program-related investments. See instructions.		
3		
Total. Add lines 1 through 3		0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	29,669,176.
b	Average of monthly cash balances	1b	2,650,328.
c	Fair market value of all other assets	1c	515,363.
d	Total (add lines 1a, b, and c)	1d	32,834,867.
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	32,834,867.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	492,523.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	32,342,344.
6	Minimum investment return. Enter 5% of line 5	6	1,617,117.

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	1,617,117.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	21,904.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	21,904.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,595,213.
4	Recoveries of amounts treated as qualifying distributions	4	20,000.
5	Add lines 3 and 4	5	1,615,213.
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	1,615,213.

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	1,702,435.
b	Program-related investments - total from Part IX-B	1b	0.
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	1,702,435.
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	21,904.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,680,531.

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				1,615,213.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			1,548,023.	
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				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2012 from Part XII, line 4: ► \$ 1,702,435.				
a Applied to 2011, but not more than line 2a			1,548,023.	
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				154,412.
e Remaining amount distributed out of corpus	0.			
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	0.			
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				1,460,801.
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	0.			
10 Analysis of line 9:				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012				

N/A

- ☐ 4942(j)(3) or ☐ 4942(j)(5)

- (4) Gross investment income**

[illegible]Form **990-PF** (2012)

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 <i>Paid during the year</i>				
BLUEFIELD PRESERVATION SOCIETY	NONE	PUBLIC	CHARITABLE - STRATEGIC PLAN STUDY	25,000.
BRAMWELL FOUNDATION INC.	NONE	PUBLIC	CHARITABLE - ROOF FOR BRAMWELL THEATRE	56,400.
BLUEFIELD COLLEGE, BLUEFIELD, VA	NONE	PUBLIC	EDUCATIONAL	300,000.
BLUEFIELD STATE COLLEGE RESEARCH & DEVELOPMENT CORP, BLUEFIELD, WV	NONE	PUBLIC	EDUCATIONAL - STUDENT RECRUITMENT	100,000.
BLUEFIELD STATE COLLEGE RESEARCH & DEVELOPMENT CORP, BLUEFIELD, WV	NONE	PUBLIC	CHARITABLE - HISTORIC POCAHONTAS	30,000.
Total SEE CONTINUATION SHEET(S) 3a				1,620,284.
b <i>Approved for future payment</i>				
NONE				
Total 3b				0.

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. | | |

[illegible]

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

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

**Sign
Here**

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

May the IRS discuss this return with the preparer shown below (see instr)?

Signature of officer or trustee

10/24/13
Date

President

**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's signature

Date _____

Check ☒ self-employed

PTIN

GARY D. CORNWELL

Harry Lowell

10/8/5

P01312078

Firm's name ► **BROWN, EDWARDS & COMPANY, L.L.P.**

Firm's EIN ▶ 54-0504608

Firm's address ► PO BOX 1697
BLUEFIELD, WV 24701

Phone no. 304.325.8157

HUGH I. SHOTT, JR. FOUNDATION INC.
C/O FIRST CENTURY BANK TRUST DEPT.

55-0650833

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
CITY OF BLUEFIELD WV	NONE	PUBLIC	CHARITABLE - BLUEFIELD AUDITORIUM REPAIRS	150,000.
CITY OF BLUEFIELD WV	NONE	PUBLIC	CHARITABLE - BEAUTIFICATION COMMISSION GRANT	25,000.
CITY OF BLUEFIELD WV	NONE	PUBLIC	CHARITABLE - ADA REQUIREMENTS AT MITCHELL STADIUM	250,000.
COMMUNITY FOUNDATION OF THE VIRGINIA'S INC	NONE	PUBLIC	CHARITABLE - RIDGE RUNNER TRACK REPAIRS	59,000.
CONCORD UNIVERSITY FOUNDATION, ATHENS, WV	NONE	PUBLIC	EDUCATIONAL	2,900.
CONTRIBUTIONS FROM WV MEDIA PARTNERS L.P.	NONE	PUBLIC	CHARITABLE	176.
EAST RIVER SOCCER ASSOCIATION, BLUEFIELD, WV	NONE	PUBLIC	CHARITABLE	36,053.
CITY OF PRINCETON WV	NONE	PUBLIC	CHARITABLE - REPAIRS TO DRAINAGE SYSTEM	250,000.
CRAFT MEMORIAL LIBRARY	NONE	PUBLIC	CHARITABLE - COAL ARCHIVES FOR N & W MATERIALS	30,000.
GRAHAM HISTORICAL SOCIETY	NONE	PUBLIC	CHARITABLE - BAILEY LOG HOUSE	5,000.
Total from continuation sheets				1,108,884.

HUGH I. SHOTT, JR. FOUNDATION INC.
C/O FIRST CENTURY BANK TRUST DEPT.

55-0650833

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
MERCER COUNTY BOARD OF EDUCATION	NONE	PUBLIC	CHARITABLE - REPAIRS AT BRUSHFORK ARMORY FOR BHS BASKETBALL	93,255.
MERCER COUNTY COMMISSION	NONE	PUBLIC	CHARITABLE - COMPUTER SOFTWARE AND FINGERPRINT SYSTEM IN POLICE CRUISERS	100,000.
TAZEWELL CO SHERIFF'S OFFICE	NONE	PUBLIC	CHARITABLE - 2 NARCOTIC K-9'S	15,000.
WV ROUNDTABLE FOUNDATION	NONE	PUBLIC	CHARITABLE - ANNUAL GRANT	5,000.
TOWN OF MATOAKA, WV	NONE	PUBLIC	CHARITABLE - FLOOD PREVENTION WORK	80,000.
THOSE WHO SERVED WAR MUSEUM	NONE	PUBLIC	CHARITABLE - MEMORIAL ROOM FOR VETERANS	7,500.
Total from continuation sheets				

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
MONEY MARKET ACCOUNTS	15,270.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	15,270.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
PARTNERSHIPS	1,002,432.	4,745.	997,687.
SECURITIES	4,213.	0.	4,213.
TOTAL TO FM 990-PF, PART I, LN 4	1,006,645.	4,745.	1,001,900.

FORM 990-PF RENTAL INCOME STATEMENT 3

KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME
BUILDING - BLUEFIELD, WV	1	44,200.
TOTAL TO FORM 990-PF, PART I, LINE 5A		44,200.

FORM 990-PF RENTAL EXPENSES STATEMENT 4

DESCRIPTION	ACTIVITY NUMBER	AMOUNT	TOTAL
DEPRECIATION		20,848.	
REPAIRS		497.	
REAL ESTATE TAXES		9,958.	
PROPERTY INSURANCE		4,715.	
- SUBTOTAL -	1		36,018.
TOTAL RENTAL EXPENSES			36,018.
NET RENTAL INCOME TO FORM 990-PF, PART I, LINE 5B			8,182.

✓→

FORM 990-PF	OTHER INCOME	STATEMENT	5
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
WEST VIRGINIA MEDIA PARTNERS, L.P.	65,585.	0.	
RETURN OF 2010 CONTRIBUTION	20,000.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	85,585.	0.	

FORM 990-PF	LEGAL FEES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL	131.	131.		0.
TO FM 990-PF, PG 1, LN 16A	131.	131.		0.

FORM 990-PF	ACCOUNTING FEES	STATEMENT	7
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING	16,150.	12,113.		4,037.
TO FORM 990-PF, PG 1, LN 16B	16,150.	12,113.		4,037.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	8
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
AGENT FEE	100.	100.		0.
TO FORM 990-PF, PG 1, LN 16C	100.	100.		0.

FORM 990-PF	TAXES		STATEMENT		9
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FOREIGN TAX WITHHELD	1,161.	1,161.		0.	
EXCISE TAXES	48,500.	0.		0.	
OTHER	75.	75.		0.	
REAL ESTATE TAXES	9,958.	9,958.		0.	
TO FORM 990-PF, PG 1, LN 18	59,694.	11,194.		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	
LIABILITY INSURANCE	3,119.	1,559.		1,559.	
DUES AND SUBSCRIPTIONS	1,955.	489.		1,466.	
PORTFOLIO DEDUCTIONS	878.	878.		0.	
OTHER EXPENSES	3,735.	137.		0.	
SHOTT LECTURE SERIES	44,557.	0.		44,557.	
REPAIRS	497.	497.		0.	
PROPERTY INSURANCE	4,715.	4,715.		0.	
TO FORM 990-PF, PG 1, LN 23	59,456.	8,275.		47,582.	

FORM 990-PF	OTHER INCREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	11
DESCRIPTION		AMOUNT	
UNREALIZED GAINS (LOSSES) ON INVESTMENTS FOR THE YEAR		1,698,758.	
TOTAL TO FORM 990-PF, PART III, LINE 3		1,698,758.	

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT 12
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DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
U.S. GOVERNMENT OBLIGATIONS	X		533,475.	533,475.
TOTAL U.S. GOVERNMENT OBLIGATIONS			533,475.	533,475.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			533,475.	533,475.

FORM 990-PF	CORPORATE STOCK	STATEMENT 13
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCK	19,144,298.	19,144,298.
PREFERRED STOCK	1,927,430.	1,927,430.
TOTAL TO FORM 990-PF, PART II, LINE 10B	21,071,728.	21,071,728.

FORM 990-PF	CORPORATE BONDS	STATEMENT 14
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS	829,243.	829,243.
TOTAL TO FORM 990-PF, PART II, LINE 10C	829,243.	829,243.

FORM 990-PF	MORTGAGE LOANS	STATEMENT 15
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
MORTGAGES	2,117,953.	2,117,953.
TOTAL TO FORM 990-PF, PART II, LINE 12	2,117,953.	2,117,953.

FORM 990-PF	OTHER INVESTMENTS		STATEMENT 16
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
WSW LIMITED PARTNERSHIP	FMV	48,894.	48,894.
WV MEDIA PARTNERS, LP	FMV	341,595.	341,595.
MUTUAL FUNDS	FMV	5,984,612.	5,984,612.
TIME DEPOSITS	FMV	701,068.	701,068.
WARRANTS	FMV	33,948.	33,948.
TOTAL TO FORM 990-PF, PART II, LINE 13		7,110,117.	7,110,117.

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT 17
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NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
FIRST CENTURY BANK OF BLUEFIELD BLUEFIELD, WV 24701	INVESTMENT AGENT 5.00	166,090.	0.	0.
R.W. WILKINSON BLUEFIELD, WV 24701	PRESIDENT 5.00	40,000.	0.	0.
B.K. SATTERFIELD BLUEFIELD, WV 24701	TREASURER 1.00	0.	0.	0.
FRANK W. WILKINSON BLUEFIELD, WV 24701	SECRETARY 1.00	0.	0.	0.
JOHN H. SHOTT BLUEFIELD, WV 24701	VICE PRESIDENT 1.00	0.	0.	0.
W. CHANDLER SWOPE BLUEFIELD, WV 24701	DIRECTOR 1.00	0.	0.	0.
MICHAEL R. SHOTT BLUEFIELD, WV 24701	DIRECTOR 1.00	0.	0.	0.

HUGH.I. SHOTT, JR. FOUNDATION INC. C/O F

55-0650833

JAMES H. SHOTT III
BLUEFIELD, WV 24701

DIRCETOR
1.00

0.

0.

0.

TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII

206,090.

0.

0.

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT 18

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

THE HUGH I. SHOTT, JR. FOUNDATION, INC. C/O FIRST CENTURY BANK OF BLUEFIELD
PO BOX 1559
BLUEFIELD, WV 24701

TELEPHONE NUMBER

304-324-3222

FORM AND CONTENT OF APPLICATIONS

SEE ATTACHED

ANY SUBMISSION DEADLINES

N/A

RESTRICTIONS AND LIMITATIONS ON AWARDS

LIMITED TO SOUTHWEST VIRGINIA AND SOUTHERN WEST VIRGINIA



Hugh I. Shott, Jr. Foundation

ON STATEMENT: To improve social and economic quality of life in the trade area of the Bluefield Daily Telegr:

APPLICATION FOR GRANT

APPLICATION SUBMISSION DATE _____

Legal name of organization: _____

Address _____

City _____ State _____ Zip _____

Telephone _____

Person to receive communications regarding this application:

Name & Title

Objectives of organization: (Mission statement or activities actually pursued, answer in space provided.)

Geographic area served: _____

Amount of grant request: \$ _____

Summary of grant request: (How your request follows our mission statement.) (Answer in space provided.)

FOUNDATION USE ONLY

Year

Requested

Granted

Date

File Number

ase submit the following in support of your application:

- (a) Grant proposal briefly describing specific project or program.
- (b) Detailed budget for project or program.
- (c) Description of qualifications of personnel assigned to project or program if it requires special talents or skills.
- (d) Financial statements for latest fiscal year, audited or unaudited. (*Pro Forma statements/operating statements.*)
- (e) List of principal officers and directors.
- (f) Copy of Internal Revenue Service determination that applicant is an exempt organization under Section 501 (c)(3), of the Internal Revenue Code (name of applying organizations must be identical with that of exemption letter). **MUST BE 501 (c) (3) TO BE ELIGIBLE.**
- (g) Secondary education requests must receive approval from school improvement council and school administration.

The undersigned executive officer hereby certifies that: (a) the information set forth in this application and supporting documents is correct to the best of his or her information and belief, (b) the Internal Revenue Service determination referred to in 7(f) above has not been revoked, cancelled or modified, and (c) no funds ceived pursuant to this application will be used for prohibited activities.

Dated _____

By _____
Signature of Executive Officer

Print Name and Title

Return application and supporting documents and direct inquires to:

Hugh I. Shott Foundation
ATTN: R.W. Wilkinson
P.O. Box 1559
Bluefield, WV 24701

Telephone (304) 324-3222

Depreciation Expense

Financial

01/01/2012 - 12/31/2012

Sys tem No.	S	Description	Date In Service	Method / Conv	Life	Cost / Other Basis	Bus./ Inv. %	Beg Accum. Depreciation	Current Depreciation	Total Depreciation
990, Pg 10 #1 - Form 990, Page 10										
1		EAST RIVER MOUNTAIN 57.14286%	7/15/1986	No Calc / N/A	0 0000	63,371.43	100.0000	0.00	0.00	0.00
2		CUMBERLAND INDUSTRIAL PARK	10/1/1989	No Calc / N/A	0 0000	52,423.00	100.0000	0.00	0.00	0.00
3		EAST RIVER MOUNTAIN 42.85714%	1/29/1990	No Calc / N/A	0 0000	47,528.57	100.0000	0.00	0.00	0.00
4		CUMBERLAND INDUSTRIAL PARK SHE	10/1/1989	SL / N/A	40 0000	772,566.10	100.0000	429,739.84	19,314.15	449,053.99
5		SHELL BUILDING RENOVATION	10/12/1994	SL / N/A	40 0000	30,000.00	100.0000	12,937.50	750.00	13,687.50
6		4-DRAWER FILE CABINET FIRE PROOF	3/14/1995	SL / N/A	7 0000	1,325.00	100.0000	1,325.00	0.00	1,325.00
7		FILE CABINETS 1ST FLOOR CONFEREN	4/26/1996	SL / N/A	7 0000	3,680.05	100.0000	3,680.05	0.00	3,680.05
8		Plumbing Repairs to Cumberland Indust	3/29/2011	SL / N/A	40 0000	1,793.06	100.0000	33.62	44.83	78.45
9		Building Repairs to Cumberland Industre	5/2/2011	SL / N/A	40 0000	613.36	100.0000	10.22	15.33	25.55
10		Electrical repairs to Cumberland Industre	5/16/2011	SL / N/A	40 0000	3,878.01	100.0000	64.63	96.95	161.58
11		Air Conditioning Repairs to Cumberland I	6/10/2011	SL / N/A	40 0000	119.50	100.0000	1.74	2.99	4.73
12		Electrical repairs to Cumberland Industre	7/20/2011	SL / N/A	40 0000	2,887.11	100.0000	30.08	72.18	102.26
13		Install Backflow Prevention Device at Cu	8/2/2011	SL / N/A	7 0000	2,980.00	100.0000	177.38	425.71	603.09
14		Sprinklers at Cumberland Industrial park	8/15/2011	SL / N/A	40 0000	249.10	100.0000	2.60	6.23	8.83
15		Install Fire Extinguishers at Cumberland I	8/29/2011	SL / N/A	7 0000	720.38	100.0000	34.30	102.91	137.21
16		Backflow Device Servicing at Cumberland	8/30/2011	SL / N/A	7 0000	119.50	100.0000	5.69	17.07	22.76
Subtotal: 990, Pg 10 #1 - Form 990, Page 10						984,254.17		448,042.65	20,848.35	468,891.00
Less dispositions and exchanges:						0.00		0.00	0.00	0.00
Net for: 990, Pg 10 #1 - Form 990, Page 10						984,254.17		448,042.65	20,848.35	468,891.00
Subtotal:						984,254.17		448,042.65	20,848.35	468,891.00
Less dispositions and exchanges:						0.00		0.00	0.00	0.00
Grand Totals:						984,254.17		448,042.65	20,848.35	468,891.00

The Hugh I. Shott, Jr. Foundation
Capital Gains and Losses Summary
December 31, 2012

Date	Description	Proceeds Amount	Cost Amount	(Gain) Loss
1/31/2012	5,000 shs Coca-Cola CO	(340,891.45)	24,062.50	(316,828.95)
1/31/2012	3,400 shs Baxter Intl	(189,528.67)	41,819.07	(147,709.60)
1/31/2012	3,000 shs Air Products & Chemicals	(265,677.89)	94,455.00	(171,222.89)
1/31/2012	3,000 shs Ishares Msci Eafe Index Fund	(157,767.56)	172,589.70	14,822.14
1/31/2012	3,000 shs Ishares Msci Eafe Index Fund	(127,354.45)	153,888.46	26,534.01
1/31/2012	3,000 shs General Dynamics Corp	(212,990.80)	96,201.82	(116,788.98)
4/4/2012	3,874 shs Medco Health	(111,571.20)	-	(111,571.20)
4/10/2012	.94 sh Express Scripts Hldg	(53.45)	9.18	(44.27)
6/5/2012	14,034 sh El Paso Corp	(203,960.36)	27,131.27	(176,829.09)
6/13/2012	5,000 shs Ishares Tr Msci Eafe Small Cap Index Fund	(175,828.55)	201,384.00	25,555.45
6/13/2012	5,000 shs Claymore Guggenheim China Small Cap	(97,997.80)	153,685.00	55,687.20
6/13/2012	5,000 shs Wisdomtree Emerging Small Cap Div Fund	(214,895.68)	262,722.50	47,826.82
6/13/2012	2,000 shs Ishares TR MSCI EAFE Growth Index	(103,797.67)	160,323.00	56,525.33
6/13/2012	10,000 shs Wisdomtree India Earnings Fund	(165,445.28)	231,593.00	66,147.72
6/13/2012	10,000 shs Claymore Guggenheim Frotnier Mkts Etf	(192,395.68)	208,466.00	16,070.32
6/13/2012	5,000 shs Wisdomtree International Smallcap Div	(219,141.08)	243,098.50	23,957.42
6/20/2012	.79 sh Kinder Morgan Inc	(31.29)	25.17	(6.12)
6/20/2012	.76 sh Kinder Morgan Inc	(1.35)	1.58	0.23
6/27/2012	1 sh Kinder Morgan Inc	(32.26)	31.86	(0.40)
7/20/2012	.667 sh Duke Energy Corp	(44.28)	32.78	(11.50)
8/1/2012	500,000 Units Federal Farm Credit Bank Bond	(500,000.00)	502,000.00	2,000.00
11/19/2012	2,500 shs Home Depot Inc	(155,509.85)	54,838.10	(100,671.75)
11/19/2012	1,000 shs Ishares TR Trust Nasdaq Biotech Fund	(130,852.56)	69,510.00	(61,342.56)
12/14/2012	3,880 shs Janpak, Inc.	(721,602.40)	58,200.00	(663,402.40)
		(4,287,371.56)	2,756,068.49	(1,531,303.07)
				(1,531,303.07)