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Form 990-PF

Return of Private Foundation

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

2012

Open to Public
Inspection

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

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

Name of foundation THE FOSCUE FOUNDATION		A Employer identification number 56-6044947			
Number and street (or P O box number if mail is not delivered to street address) 1 WEST 4TH STREET D4000-041		B Telephone number (see instructions) (336) 732-8166			
C If exemption application is pending, check here <input checked="" type="checkbox"/> <input type="checkbox"/>					
D 1. Foreign organizations, check here <input checked="" type="checkbox"/> <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input checked="" type="checkbox"/> <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		E If private foundation status was terminated under section 507(b)(1)(A), check here <input checked="" type="checkbox"/> <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		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input checked="" type="checkbox"/> <input type="checkbox"/>			
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 384,353	J Accounting method <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	(Part I, column (d) must be on cash basis.)			
Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc , received (attach schedule)					
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities.		8,893	8,741		
5a Gross rents					
b Net rental income or (loss) _____					
6a Net gain or (loss) from sale of assets not on line 10		8,653			
b Gross sales price for all assets on line 6a 158,747					
7 Capital gain net income (from Part IV, line 2) . . .			8,653		
8 Net short-term capital gain				0	
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11		17,546	17,394		
13 Compensation of officers, directors, trustees, etc		6,275	4,707		1,568
14 Other employee salaries and wages			0	0	0
15 Pension plans, employee benefits			0	0	
16a Legal fees (attach schedule)					0
b Accounting fees (attach schedule)		500	0	0	500
c Other professional fees (attach schedule)					0
17 Interest					0
18 Taxes (attach schedule) (see instructions)		709	98		0
19 Depreciation (attach schedule) and depletion . . .		0	0		
20 Occupancy					
21 Travel, conferences, and meetings			0	0	
22 Printing and publications			0	0	
23 Other expenses (attach schedule)					
24 Total operating and administrative expenses.					
Add lines 13 through 23		7,484	4,805	0	2,068
25 Contributions, gifts, grants paid.		16,500			16,500
26 Total expenses and disbursements. Add lines 24 and 25		23,984	4,805	0	18,568
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements		-6,438			
b Net investment income (if negative, enter -0-)			12,589		
c Adjusted net income (if negative, enter -0-)				0	

Part III Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions.)	Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets				
1	Cash—non-interest-bearing	601	738	738
2	Savings and temporary cash investments	14,905	14,441	14,441
3	Accounts receivable ►			
	Less allowance for doubtful accounts ►		0	0
4	Pledges receivable ►			
	Less allowance for doubtful accounts ►			
5	Grants receivable			
6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
7	Other notes and loans receivable (attach schedule) ►			
	Less allowance for doubtful accounts ► 0			
8	Inventories for sale or use			
9	Prepaid expenses and deferred charges			
10a	Investments—U S and state government obligations (attach schedule)			
b	Investments—corporate stock (attach schedule)	223,813	211,158	228,506
c	Investments—corporate bonds (attach schedule)	128,767		
11	Investments—land, buildings, and equipment basis ►			
	Less accumulated depreciation (attach schedule) ►			
12	Investments—mortgage loans			
13	Investments—other (attach schedule)		134,238	140,668
14	Land, buildings, and equipment basis ►			
	Less accumulated depreciation (attach schedule) ►			
15	Other assets (describe ►)			
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	368,086	360,575	384,353
Liabilities				
17	Accounts payable and accrued expenses			
18	Grants payable			
19	Deferred revenue			
20	Loans from officers, directors, trustees, and other disqualified persons			
21	Mortgages and other notes payable (attach schedule)			
22	Other liabilities (describe ►)			
23	Total liabilities (add lines 17 through 22)	0		
Net Assets or Fund Balances				
24	Unrestricted			
25	Temporarily restricted			
26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
27	Capital stock, trust principal, or current funds	368,086	360,575	
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 (see page 17 of the instructions)	368,086	360,575	
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	368,086	360,575	

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	368,086
2	Enter amount from Part I, line 27a	2	-6,438
3	Other increases not included in line 2 (itemize) ►	3	0
4	Add lines 1, 2, and 3	4	361,648
5	Decreases not included in line 2 (itemize) ►	5	1,073
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	360,575

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.)
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1a See Additional Data Table			
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)
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a See Additional Data Table			
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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any
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a See Additional Data Table		
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	8,653
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)			
If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	

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

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

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

 Yes No

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011	18,000	391,195	0 046013
2010	16,000	372,773	0 042922
2009	19,866	330,207	0 060162
2008	23,916	405,956	0 058913
2007	22,000	484,618	0 045397

2 Total of line 1, column (d).	2	0 253407
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 050681
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.	4	382,056
5 Multiply line 4 by line 3.	5	19,363
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	126
7 Add lines 5 and 6.	7	19,489
8 Enter qualifying distributions from Part XII, line 4.	8	18,568

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 page 18 of the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1	1	252
	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 type="checkbox"/> and enter 1% of Part I, line 27b		
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	252
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	252
6	Credits/Payments		
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	552
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	0
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments Add lines 6a through 6d.	7	552
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8	0
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	300
11	Enter the amount of line 10 to be Credited to 2013 estimated tax <input type="checkbox"/> 252 Refunded <input type="checkbox"/> 11	11	48

Part VII-A Statements Regarding Activities

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	Yes	No
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	Yes	No
	<i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>		
1c	Did the foundation file Form 1120-POL for this year?	Yes	No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year		
	(1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?	Yes	No
	<i>If "Yes," attach a detailed description of the activities.</i>		
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? <i>If "Yes," attach a conformed copy of the changes</i>	Yes	No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	Yes	No
b	If "Yes," has it filed a tax return on Form 990-T for this year?	Yes	No
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	Yes	No
	<i>If "Yes," attach the statement required by General Instruction T.</i>		
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?	Yes	No
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	Yes	No
8a	Enter the states to which the foundation reports or with which it is registered (see instructions)		
	<input type="checkbox"/> NC		
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? <i>If "No," attach explanation.</i>	Yes	No
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)? <i>If "Yes," complete Part XIV</i>	Yes	No
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	Yes	No

Part VII-A Statements Regarding Activities (continued)

11		No
12	Yes	
13	Yes	

Website address ►

14 The books are in care of ► WELLS FARGO BANK NA Telephone no ► (336) 732-8166
 Located at ► 1 WEST 4TH ST 6TH FLOOR WINSTONSALEM NC ZIP +4 ► 27101

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

16 At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? ► 16

See instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes", enter the name of the foreign country ►

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ► 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? ► Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ► Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ► Yes <input checked="" type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ► 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). ► Yes <input checked="" type="checkbox"/> No		
1b 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 page 20 of the instructions)? ► Organizations relying on a current notice regarding disaster assistance check here. ►	1b	No
1c 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	No
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 <input checked="" type="checkbox"/> No If "Yes," list the years ► 20____, 20____, 20____, 20____	2a	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions) ►	2b	No
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20____, 20____, 20____, 20____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ► Yes <input checked="" type="checkbox"/> No	3a	
b If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.) ►	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? ►	4a	No
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012? ►	4b	No

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

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

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
WELLS FARGO BANK NA 1525 WEST WT HARRIS BLVD D114-044 CHARLOTTE, NC 28288	Trustee 4	6,275		
Dr Henry A Foscue Jr 1601 E Heinburg St Pensacola, FL 32502	Chairman 40	0		
Ellen F Johnson 55 East Church St Bethlehem, PA 18018	Administrative Comm 40	0		

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
Total number of other employees paid over \$50,000.			►	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 (see instructions). If none, enter "NONE"

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

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.

1	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

1	
2	
All other program-related investments See page 24 of the instructions	
3	

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	372,448
b	Average of monthly cash balances.	1b	15,426
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	387,874
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	387,874
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	5,818
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	382,056
6	Minimum investment return. Enter 5% of line 5.	6	19,103

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	19,103
2a	Tax on investment income for 2012 from Part VI, line 5.	2a	252
b	Income tax for 2012 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	252
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	18,851
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	18,851
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	18,851

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	18,568
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	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	0
b	Cash distribution test (attach the required schedule).	3b	0
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	18,568
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions).	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	18,568

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				18,851
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only.			17,121	
b Total for prior years 2010, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2012				
a From 2007.	0			
b From 2008.	0			
c From 2009.	0			
d From 2010.	0			
e From 2011.	0			
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2012 from Part XII, line 4 ► \$ 18,568				
a Applied to 2011, but not more than line 2a			17,121	
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.			1,447	
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 instructions			0	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				17,404
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)	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.	0			
b Excess from 2009.	0			
c Excess from 2010.	0			
d Excess from 2011.	0			
e Excess from 2012.	0			

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

1a	If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2012, enter the date of the ruling. <input type="text"/>			
b	Check box to indicate whether the organization is a private operating foundation described in section <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)			
2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed.			
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 organization had \$5,000 or more in assets at any time during the year—see instructions.)**1 Information Regarding Foundation Managers:**

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

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

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

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

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

THE FOSCOE FOUNDATION
C/O DR HENRY FOSCOE JR 1601 E HEIN
PENSACOLA, FL 32502
(336) 747-8166

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

LETTER FORM

c Any submission deadlines

NONE

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

NONE

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			► 3a	16,500
b Approved for future payment				
Total			► 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue						
a						
b						
c						
d						
e						
f						
g Fees and contracts from government agencies						
2 Membership dues and assessments.						
3 Interest on savings and temporary cash investments						
4 Dividends and interest from securities.						
5 Net rental income or (loss) from real estate						
a Debt-financed property.				14	8,893	
b Not debt-financed property.						
6 Net rental income or (loss) from personal property						
7 Other investment income.						
8 Gain or (loss) from sales of assets other than inventory				18	8,653	
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).					17,546	
13 Total. Add line 12, columns (b), (d), and (e).				13		17,546
(See worksheet in line 13 instructions to verify calculations.)						

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

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
22 ARTISAN FDS INC INTL FD INVESTOR CLASS		2011-08-26	2012-02-10
122 ARTISAN FDS INC INTL FD INVESTOR CLASS		2011-08-26	2012-08-08
30 ARTISAN FDS INC INTL FD INVESTOR CLASS		2011-08-26	2012-12-04
19 ARTISAN FDS INC INTL FD INVESTOR CLASS		2011-08-26	2012-12-10
10 ARTISAN MID CAP FUND-INS #1333		2012-04-10	2012-12-10
81 CREDIT SUISSE COMM RET ST-I #2156		2011-08-26	2012-08-08
49 CREDIT SUISSE COMM RET ST-I #2156		2011-08-26	2012-12-10
21 DIAMOND HILL LONG-SHORT FD CL I #11		2012-08-10	2012-12-10
86 DODGE & COX INT'L STOCK FD # 1048		2008-09-16	2012-08-08
28 DODGE & COX INT'L STOCK FD # 1048		2008-09-16	2012-12-04
19 DODGE & COX INT'L STOCK FD # 1048		2008-09-16	2012-12-10
625 88 DODGE & COX INCOME FD COM		2011-08-26	2012-02-10
319 12 DODGE & COX INCOME FD COM		2011-02-04	2012-02-10
381 745 DODGE & COX INCOME FD COM		2008-09-16	2012-11-19
864 255 DODGE & COX INCOME FD COM		2012-08-10	2012-11-19
28 DODGE & COX INCOME FD COM		2008-09-16	2012-12-10
26 DREYFUS EMG MKT DEBT LOC C-I #6083		2011-08-26	2012-12-10
18 FLEMING CAP MUTUAL FUND GROUP J P MORGAN MID CAP VALUE FUND		2010-12-17	2012-02-10
36 FLEMING CAP MUTUAL FUND GROUP J P MORGAN MID CAP VALUE FUND		2010-12-17	2012-05-08
20 FLEMING CAP MUTUAL FUND GROUP J P MORGAN MID CAP VALUE FUND		2010-12-17	2012-08-08
19 FLEMING CAP MUTUAL FUND GROUP J P MORGAN MID CAP VALUE FUND		2010-12-17	2012-12-10
398 869 GOLDMAN SACHS GROWTH OPPORTUNITIES INSTITUTIONAL SHARES		2008-12-16	2012-04-10
18 HARBOR FD CAP APPRECIATION		2011-05-25	2012-02-10
26 HARBOR FD CAP APPRECIATION		2012-11-19	2012-12-04
155 HARBOR FD CAP APPRECIATION		2012-11-19	2012-12-10
9 845 HARBOR FD CAP APPRECIATION		2011-05-25	2012-12-10
602 HUSSMAN STRATEGIC GROWTH FD		2011-10-20	2012-08-08
4 ISHARES S&P 500 INDEX FUND		2011-10-20	2012-02-10
39 ISHARES S&P 500 INDEX FUND		2011-10-20	2012-05-08
4 ISHARES S&P 500 INDEX FUND		2012-08-08	2012-12-04

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
3 ISHARES S&P 500 INDEX FUND		2012-08-08	2012-12-10
5 ISHARES RUSSELL 2000 GROWTH INDEX FUND		2012-11-19	2012-12-10
24 KEELEY SMALL CAP VAL FD CLI #2251		2010-12-17	2012-02-10
17 KEELEY SMALL CAP VAL FD CLI #2251		2012-05-10	2012-08-13
25 KEELEY SMALL CAP VAL FD CLI #2251		2010-12-17	2012-12-04
308 LAUDUS MONDRIAN INTL FI-INST #2940		2011-10-20	2012-08-08
29 MFS VALUE FUND-CLASS I #893		2011-05-25	2012-08-08
2 368 MFS VALUE FUND-CLASS I #893		2011-05-25	2012-12-04
17 632 MFS VALUE FUND-CLASS I #893		2012-11-19	2012-12-04
22 MFS VALUE FUND-CLASS I #893		2011-05-25	2012-12-10
420 MAINSTAY EP US EQ YLD-IS #1204		2011-10-20	2012-02-10
432 084 MAINSTAY EP US EQ YLD-IS #1204		2011-10-20	2012-08-08
108 MERGER FD SH BEN INT		2011-10-20	2012-08-08
19 OPPENHEIMER DEVELOPING MKT-Y #788		2011-05-25	2012-12-10
21 91 PIMCO FDS PAC INVT MGMT SER TOTAL RETURN FD INSTL CL		2011-02-04	2012-02-10
1142 09 PIMCO FDS PAC INVT MGMT SER TOTAL RETURN FD INSTL CL		2011-08-26	2012-02-10
91 PIMCO FDS PAC INVT MGMT SER TOTAL RETURN FD INSTL CL		2012-11-19	2012-12-10
137 385 PIMCO FOREIGN BOND FUND-INST		2011-05-25	2012-08-08
225 615 PIMCO FOREIGN BOND FUND-INST		2012-02-14	2012-08-08
34 PIMCO FOREIGN BOND FUND-INST		2011-08-26	2012-12-10
35 RIDGEWORTH SEIX HY BD-I #5855		2011-08-26	2012-08-08
96 RIDGEWORTH SEIX HY BD-I #5855		2011-08-26	2012-11-19
69 RIDGEWORTH SEIX HY BD-I #5855		2011-08-26	2012-12-04
54 RIDGEWORTH SEIX HY BD-I #5855		2011-08-26	2012-12-10
1906 ROWE T PRICE SHORT TERM BD FD INC		2012-02-14	2012-05-08
2842 ROWE T PRICE SHORT TERM BD FD INC		2012-02-14	2012-08-08
1099 ROWE T PRICE SHORT TERM BD FD INC		2012-02-14	2012-11-19
32 SPDR DJ WILSHIRE INTERNATIONAL REAL		2011-05-23	2012-08-08
14 SPDR DJ WILSHIRE INTERNATIONAL REAL		2011-05-23	2012-12-04
11 SPDR DJ WILSHIRE INTERNATIONAL REAL		2011-05-23	2012-12-10

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
28 TCW GALILEO FDS INC SMALL CAP GROWTH FD		2010-12-17	2012-02-10
30 019 TCW GALILEO FDS INC SMALL CAP GROWTH FD		2012-05-10	2012-11-19
137 981 TCW GALILEO FDS INC SMALL CAP GROWTH FD		2010-12-17	2012-11-19
15 TCW GALILEO FDS INC SMALL CAP GROWTH FD		2010-12-17	2012-12-10
169 019 TCW GALILEO FDS INC SMALL CAP GROWTH FD		2010-12-17	2012-12-19
8 784 TCW GALILEO FDS INC SMALL CAP GROWTH FD		2012-08-10	2012-12-19
15 VANGARD MSCI EMERGING MARKETS EFT		2010-12-17	2012-02-10
13 VANGARD MSCI EMERGING MARKETS EFT		2010-12-17	2012-12-10
18 VANGUARD REIT VIPER		2010-12-17	2012-02-10
12 VANGUARD REIT VIPER		2010-12-17	2012-08-08
10 VANGUARD REIT VIPER		2012-11-19	2012-12-04

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
478		450	28
2,795		2,496	299
725		614	111
464		389	75
403		397	6
672		760	-88
400		460	-60
385		375	10
2,706		2,986	-280
946		972	-26
648		660	-12
8,518		8,387	131
4,343		4,129	214
5,318		4,642	676
12,039		11,886	153
391		340	51
397		395	2
454		423	31
945		846	99
541		470	71
540		447	93
9,876		5,740	4,136
739		701	38
1,094		1,072	22
7		6	1
414		383	31
6,700		7,603	-903
538		487	51
5,306		4,752	554
567		562	5

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
429		422	7
466		449	17
618		598	20
439		429	10
699		623	76
3,656		3,791	-135
726		702	24
60		57	3
447		440	7
565		532	33
5,468		5,200	268
5,781		5,349	432
1,716		1,710	6
645		664	-19
243		236	7
12,689		12,535	154
1,060		1,056	4
1,518		1,434	84
2,493		2,400	93
389		361	28
344		328	16
952		900	52
694		647	47
547		506	41
9,244		9,235	9
13,784		13,755	29
5,330		5,319	11
1,240		1,269	-29
580		555	25
459		436	23

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
824		815	9
767		820	-53
3,527		4,015	-488
396		437	-41
4,535		4,918	-383
236		238	-2
647		707	-60
563		613	-50
1,116		961	155
790		631	159
647		631	16

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
			28
			299
			111
			75
			6
			-88
			-60
			10
			-280
			-26
			-12
			131
			214
			676
			153
			51
			2
			31
			99
			71
			93
			4,136
			38
			22
			1
			31
			-903
			51
			554
			5

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
			7
			17
			20
			10
			76
			-135
			24
			3
			7
			33
			268
			432
			6
			-19
			7
			154
			4
			84
			93
			28
			16
			52
			47
			41
			9
			29
			11
			-29
			25
			23

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			9
			-53
			-488
			-41
			-383
			-2
			-60
			-50
			155
			159
			16

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
ARC GATEWAY INC 3932 N 10TH AVE PENSECOLA, FL 32503	NONE	PUBLIC CHARITY	GENERAL	1,000
THE EPISCOPAL DIOCESE OF BETHLEHEM 333 WYANDOTTE STREET BETHLEHEM, PA 18015	NONE	PUBLIC CHARITY	GENERAL	1,000
OAKS PARENT CHILD WORKSHOP 605 W JUNIPERO ST SANTA BARBARA, CA 93105	NONE	PUBLIC CHARITY	GENERAL	1,000
PARTNERS IN HEALTH 888 COMMONWEALTH AVE BOSTON, MA 02215	NONE	PUBLIC CHARITY	GENERAL SUPPORT	1,000
THE SALVATION ARMY 440 WEST NYACK RD WEST NYACK, NY 10994	NONE	PUBLIC EXEMPT	GENERAL SUPPORT	2,000
IMPACT 100 PO BOX 13304 PENSACOLA, FL 32591	NONE	PUBLIC EXEMPT	GENERAL SUPPORT	1,000
ANIMALS IN DISTRESS PO BOX 609 COOPERSBURG, PA 18015	NONE	PUBLIC EXEMPT	GENERAL SUPPORT	1,000
THE CENTER FOR ANIMAL HEALTH WELFARE 1165 ISLAND PARK ROAD EASTON, PA 18042	NONE	PUBLIC CHARITY	GENERAL SUPPORT	1,000
CATHEDRAL CHURCH OF THE NATIVITY 321 WYANDOTTE ST BETHLEHEM, PA 18015	NONE	PUBLIC CHARITY	GENERAL SUPPORT	2,500
GEORGETOWN UNIVERSITY 37TH AND O STREET NW WASHINGTON, DC 20057	NONE	PUBLIC EXEMPT	LAW LIBRARY	1,000
UNIVERSITY OF FLORIDA FDN PO BOX 14425 GAINESVILLE, FL 32604	NONE	PUBLIC EXEMPT	THE HARRELL FUND	2,000
SACRED HEART FOUNDATION 5151 N 9TH AVE PENSACOLA, FL 32504	NONE	PUBLIC EXEMPT	CARING HEARTS FUND	2,000
Total			► 3a	16,500

TY 2012 Accounting Fees Schedule

Name: THE FOSCUE FOUNDATION

EIN: 56-6044947

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAX PREPARATION FEE (NON-ALLOC)	500			500

TY 2012 Investments Corporate Bonds Schedule**Name:** THE FOSCUE FOUNDATION**EIN:** 56-6044947

Name of Bond	End of Year Book Value	End of Year Fair Market Value
04315J209 ARTIO RETURN BOND		
256210105 DODGE & COX		
261980494 DREYFUS EMERGING		
4812C0803 JP MORGAN HIGH YLD		
693390700 PIMCO TOTAL RETURN		
922031869 VANGUARD INFLATION		
94985D582 WELLS FARGO		
#693391559 PIMCO EMERGING MRK		
693390882 PIMCO FOREIGN BOND		
34984T881 GOLDEN LARGE CAP		
38142Y401 GOLDEN SACHS GROWTH		
38142Y773 GOLDMAN SACHS LARGE		
339128100 JP MORGAN MID CAP		
487300808 KEELEY SMALL CAP		
784924425 SSGA EMERGING MRKTS		
87234N849 TCW SMALL CAP		
949915565 WELLS FARGO ADVANT.		
94984B181 WELLS FARGO ADVANT.		
04315J837 ARTIO INTERNATIONAL		
256206103 DODGE & COX INTERNA		
922042858 VANGUARD EMERGING		
44980Q518 ING INTERNATIONAL		
722005667 PIMCO COMMODITY		
922908553 VANGUARD REIT VIPE		
51855Q655 LAUDUS MONDRIAN INTL		
76628T645 RIDGEWORTH SEIX HY B		
77957P105 T ROWE PRICE SHORT T		

TY 2012 Investments Corporate Stock Schedule

Name: THE FOSCUE FOUNDATION

EIN: 56-6044947

Name of Stock	End of Year Book Value	End of Year Fair Market Value
04314H204 ARTISAN INTERNATIONA	14,473	17,394
22544R305 CREDIT SUISSE COMM R	20,392	18,799
25264S833 DIAMOND HILL LONG-SH	8,641	9,534
256206103 DODGE & COX INT'L ST	13,957	17,483
339128100 JP MORGAN MID CAP VA	7,124	8,481
38142Y401 GOLDMAN SACHS GRTH O		
411511504 HARBOR CAPITAL APRCT	20,245	22,995
448108100 HUSSMAN STRATEGIC GR	8,576	7,360
464287200 ISHARES CORE S & P 5	11,556	13,312
487300808 KEELEY SMALL CAP VAL	8,726	10,086
552983694 MFS VALUE FUND-CLASS	15,773	17,280
56063J302 MAINSTAY EP US EQUIT		
589509108 MERGER FD SH BEN INT	5,739	5,739
683974505 OPPENHEIMER DEVELOPI	11,589	11,820
78463X863 SPDR DJ WILSHIRE INT	11,809	13,232
87234N849 TCW SMALL CAP GROWTH		
922042858 VANGUARD MSCI EMERGI	12,121	11,890
922908553 VANGUARD REIT VIPER	11,089	13,752
04314H600 ARTISAN MID CAP FUND	10,400	10,235
367829884 GATEWAY FUND - Y #19	9,593	9,488
464287648 ISHARES RUSSELL 2000	9,355	9,626

TY 2012 Investments - Other Schedule

Name: THE FOSCUE FOUNDATION**EIN:** 56-6044947

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
256210105 DODGE & COX INCOME F	AT COST	16,585	18,903
261980494 DREYFUS EMG MKT DEBT	AT COST	18,189	19,200
262028855 DRIEHAUS ACTIVE INCO	AT COST	5,745	5,888
51855Q655 LAUDUS MONDRIAN INTL	AT COST	8,860	8,367
693390700 PIMCO TOTAL RET FD-I	AT COST	56,620	57,979
693390882 PIMCO FOREIGN BD FD	AT COST	7,446	8,028
76628T645 RIDGEWORTH SEIX HY B	AT COST	17,698	19,201
77957P105 T ROWE PRICE SHORT T	AT COST	3,095	3,102

TY 2012 Other Decreases Schedule

Name: THE FOSCUE FOUNDATION**EIN:** 56-6044947

Description	Amount
MUTUAL FUND TIMING DIFFERENCE	905
COST BASIS ADJUSTMENT	168

TY 2012 Taxes Schedule

Name: THE FOSCUE FOUNDATION**EIN:** 56-6044947

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL TAX PAYMENT - PRIOR YE	59	0		0
FEDERAL ESTIMATES - PRINCIPAL	552	0		0
FOREIGN TAXES ON QUALIFIED FOR	69	69		0
FOREIGN TAXES ON NONQUALIFIED	29	29		0