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Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation**
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

OMB No 1545-0052

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 , and ending

Name of foundation PHILIP BOYLE FOUNDATION		A Employer identification number 73-1354526
Number and street (or P O box number if mail is not delivered to street address) 2932 NW 122ND STREET	Room/suite D	B Telephone number (see instructions) 405-755-5571
City or town, state, and ZIP code OKLAHOMA CITY OK 73120-1955		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) \$ 2,251,429	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, column (d) must be on cash basis)		

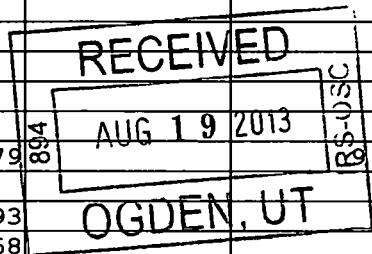
Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)	35			
	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	44,144	44,144		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	48,482			
	b Gross sales price for all assets on line 6a	487,471			
	7 Capital gain net income (from Part IV, line 2)		48,482		
	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) STMT 1	19,054	19,054			
12 Total. Add lines 1 through 11	111,715	111,680	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) STMT 2	975			
	c Other professional fees (attach schedule) STMT 3	18,332	9,279		
	17 Interest				
	18 Taxes (attach schedule) (see instructions) STMT 4	4,854	2,193		
	19 Depreciation (attach schedule) and depletion	2,858	2,858		
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (att sch) STMT 5	5,663	5,663		
	24 Total operating and administrative expenses. Add lines 13 through 23	32,682	19,993	0	10,028
	25 Contributions, gifts, grants paid	97,756			97,756
26 Total expenses and disbursements. Add lines 24 and 25	130,438	19,993	0	107,784	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-18,723				
b Net investment income (if negative, enter -0-)		91,687			
c Adjusted net income (if negative, enter -0-)			0		

For Paperwork Reduction Act Notice, see instructions.

Form 990-PF (2012)

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Part II Balance Sheets		Beginning of year	End of year	
			(a) Book Value	(b) Book Value
Assets	1 Cash – non-interest-bearing	6,022	9,889	9,889
	2 Savings and temporary cash investments	68,309	249,174	249,174
	3 Accounts receivable ▶ 926			
	Less allowance for doubtful accounts ▶		926	926
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (att 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) STMT 6	302,359	100,296	100,296
	b Investments – corporate stock (attach schedule) SEE STMT 7	1,136,660	1,254,488	1,254,489
	c Investments – corporate bonds (attach schedule) SEE STMT 8	414,067	438,489	438,489
Liabilities	11 Investments – land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach sch) ▶			
	12 Investments – mortgage loans			
	13 Investments – other (attach schedule) SEE STATEMENT 9	187,175	198,166	198,166
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach sch) ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers – see the instructions Also, see page 1, item I)	2,114,592	2,251,428	2,251,429
Net Assets or Fund Balances	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	0	
	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ▶ <input checked="" type="checkbox"/>			
Net Assets or Fund Balances	24 Unrestricted	2,114,592	2,251,428	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input type="checkbox"/>			
	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 (see instructions)	2,114,592	2,251,428	
Net Assets or Fund Balances	31 Total liabilities and net assets/fund balances (see instructions)	2,114,592	2,251,428	

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	2,114,592
2 Enter amount from Part I, line 27a	2	-18,723
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 10	3	155,559
4 Add lines 1, 2, and 3	4	2,251,428
5 Decreases not included in line 2 (itemize) ▶	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	2,251,428

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 WORKSHEET				
b				
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) FMV 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))
a			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss) If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	48,482
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	48,482

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	100,012	2,158,009	0.046345
2010	85,582	2,079,827	0.041149
2009	115,554	1,884,363	0.061323
2008	112,176	2,203,198	0.050915
2007	114,175	2,469,965	0.046225

2 Total of line 1, column (d)	2	0.245957
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	0.049191
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	2,188,912
5 Multiply line 4 by line 3	5	107,675
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	917
7 Add lines 5 and 6	7	108,592
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	107,784

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 type="checkbox"/> and enter 1% of Part I, line 27b	1	1,834
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	1,834
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	1,834
6	Credits/Payments		
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	2,010
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	2,010
8	Enter any penalty for underpayment of estimated tax. Check her <input checked="" type="checkbox"/> if Form 2220 is attached	8	3
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	173
11	Enter the amount of line 10 to be Credited to 2013 estimated tax 173 Refunded	11	

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 the 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 \$ (2) On foundation managers \$		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$		
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?		
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) OK		
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

N/A

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 ► **FOUNDATION MANAGEMENT INC.** Telephone no ► **405-755-5571**
2932 NW 122NE ST., SUITE D
 Located at ► **OKLAHOMA CITY** OK ZIP+4 ► **73120-1955**

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? Yes No
16 **X**
 See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ►

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (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)? N/A	1b	
Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>		
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? N/A	1c	
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ► 20 , 20 , 20 , 20		
b Are there any years listed in 2a for which the foundation is 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 ► 20 , 20 , 20 , 20		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012) N/A	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b	X

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

5a During the year did the foundation pay or incur any amount to	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(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)? Organizations relying on a current notice regarding disaster assistance check here	N/A <input type="checkbox"/>	5b		
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? If "Yes," attach the statement required by Regulations section 53.4945–5(d)	N/A <input type="checkbox"/> Yes <input type="checkbox"/> No			
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	6b		X
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?	N/A <input type="checkbox"/>	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
SEE STATEMENT 11				

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		

Total number of others receiving over \$50,000 for professional services ▶**Part IX-A Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1 N/A	
2	
3	
4	

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

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

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 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	2,199,580
b	Average of monthly cash balances	1b	18,429
c	Fair market value of all other assets (see instructions)	1c	4,237
d	Total (add lines 1a, b, and c)	1d	2,222,246
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	2,222,246
4	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see instructions)	4	33,334
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,188,912
6	Minimum investment return. Enter 5% of line 5	6	109,446

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	109,446
2a	Tax on investment income for 2012 from Part VI, line 5	2a	1,834
b	Income tax for 2012 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,834
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	107,612
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	107,612
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	107,612

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	107,784
b	Program-related investments – total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	107,784
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	107,784

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				107,612
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			96,756	
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2012				
a From 2007				
b From 2008				
c From 2009				
d From 2010				
e From 2011				
f Total of lines 3a through e				
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 107,784				
a Applied to 2011, but not more than line 2a			96,756	
b Applied to undistributed income of prior years (Election required – see instructions)				
c Treated as distributions out of corpus (Election required – see instructions)				
d Applied to 2012 distributable amount				11,028
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount – see instructions				
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount – see instructions				
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				96,584
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012				

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

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

1	Information Regarding Foundation Managers:
a	List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2)) N/A
b	List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest N/A
2	Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:
	Check here <input checked="" type="checkbox"/> 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 PHILIP BOYLE FOUNDATION 405-755-5571 C/O FOUNDATION MANAGEMENT, INC. OKLAHOMA CITY OK 73120-1955
b	The form in which applications should be submitted and information and materials they should include SEE STATEMENT 12
c	Any submission deadlines MAY 15
d	Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors N/A

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year SEE STATEMENT 13				97,756
Total			▶ 3a	97,756
b Approved for future payment N/A				
Total			▶ 3b	

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 11 - Other Income

Description	Revenue per Books	Net Investment Income	Adjusted Net Income
OIL AND GAS ROYALTIES	\$ 19,054	\$ 19,054	\$
TOTAL	\$ 19,054	\$ 19,054	\$ 0

Statement 2 - Form 990-PF, Part I, Line 16b - Accounting Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
INDIRECT ACCOUNTING FEES	\$ 975	\$	\$	\$ 975
TOTAL	\$ 975	\$ 0	\$ 0	\$ 975

Statement 3 - Form 990-PF, Part I, Line 16c - Other Professional Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
MANAGEMENT FEES	\$ 18,332	\$ 9,279	\$	\$ 9,053
TOTAL	\$ 18,332	\$ 9,279	\$ 0	\$ 9,053

Statement 4 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
PROPERTY TAXES	\$ 64	\$ 64	\$	\$
TAXES-FEDERAL	2,661	2,129		
GPT	2,129			
TOTAL	\$ 4,854	\$ 2,193	\$ 0	\$ 0

Federal Statements

Statement 5 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
EXPENSES				
CONTRACT SERVICES	5,397	5,397		
OFFICE MAINTENANCE	48	48		
OTHER DEDUCTION - ROYALTY	218	218		
TOTAL	<u>\$ 5,663</u>	<u>\$ 5,663</u>	<u>\$ 0</u>	<u>\$ 0</u>

Federal Statements

Statement 6 - Form 990-PF, Part II, Line 10a - US and State Government Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
FNMA SER 2003-34 C1 VD @ 4.000% DUE	\$ 1,682		MARKET	
FHLMC STP RT DUE 12/21/2026	100,237		MARKET	
FNMA STP RT DUE 12/28/2026	49,974		MARKET	
FNMA STP RT DUE 12/28/2026	100,121		MARKET	
FNMA @ 4.00% DUE 12/26/2031	50,345		MARKET	
FNMA STP FIT DUE 6/28/2027		100,296	MARKET	100,296
TOTAL	\$ 302,359	\$ 100,296		\$ 100,296

Statement 7 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
AMER BEACON INT'L EQ-INST FD#0067	\$ 37,820	42,602	MARKET	\$ 42,602
AMER BEACON LG CAP VAL-INST FD#0066	114,704	133,595	MARKET	133,595
AMER CENT SM CAP VAL-INST FD#0486	17,089	18,666	MARKET	18,666
AMERICAN GRTH FD OF AMER F2 FD#0605	104,652		MARKET	
ARTISAN MID CAP VALUE FD#1464	86,663	91,187	MARKET	91,187
ARTISAN SMI CAP VAL FD #963	21,330	20,854	MARKET	20,854
DODGE & COX INTL STK FD#1048	45,975	51,729	MARKET	51,729
DODGE & COX STK FD#0145	134,856	145,890	MARKET	145,890
FIDELITY ADV LEVG CO STK I FD#0106	8,882	10,936	MARKET	10,936
FIDELITY CONTRAFUND INC FD#0022	99,313	109,341	MARKET	109,341
ISHARES MSCI BRIC INDX FUND	3,627	3,880	MARKET	3,880
ISHARES MSCI EMERGING MKT IN FD	10,471	11,620	MARKET	11,620
ISHARES S&P 500 GROWTH INDEX FD	50,910	54,306	MARKET	54,307
MFS INT'L NEW DISCOVERY-I FD#0874	18,753	21,986	MARKET	21,986
ROYCE LOW-PRCD STK-SERV FD#0266	14,266	13,994	MARKET	13,994
ROYCE PREMIER-INSTL FD#0426	23,557	24,621	MARKET	24,621
T ROWE PRICE GWTH STK-I FD#0040	67,631	76,269	MARKET	76,269
T ROWE PRICE NEW HORIZONS FD#0042	22,173	24,467	MARKET	24,467
VANGUARD EXPLORER FD-ADM #5024	21,500	23,394	MARKET	23,394
VANGUARD MID CAP INDX-INSTL FD#0864	35,847	38,950	MARKET	38,950
VANGUARD S/C GWTH INDX-I FD#0866	13,767	15,228	MARKET	15,228
VANGUARD SM CP VAL INDX-INST FD#0865	29,515	32,429	MARKET	32,429
LAZARD EMRG MKTS-INST FD#0638	8,642	9,863	MARKET	9,863
POWERSHARES QQQ	13,958	15,436	MARKET	15,436
ISHARES GOLD TRUST	17,636	18,851	MARKET	18,851

Federal Statements

Statement 7 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments (continued)

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
TORTOISE ENERGY INFRASTRUCTU FD	\$ 11,997	\$ 11,370	MARKET	\$ 11,370
VANGUARD REIT ETF FD	11,600	13,160	MARKET	13,160
NUVEEN MID CAP GRWTH OPP-I FD#2453	71,553	78,268	MARKET	78,268
WM BLAIR INTL GROWTH-I FD#1747	17,973	20,508	MARKET	20,508
JPM LG CAP GRWTH FD#3118		111,200	MARKET	111,200
WISDOMTREE EMERGING MARKETS SMALL CA		9,888	MARKET	9,888
TOTAL	\$ 1,136,660	\$ 1,254,488		\$ 1,254,489

Statement 8 - Form 990-PF, Part II, Line 10c - Corporate Bond Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
ISHARES BARCLAYS TIPS BOND FUND UIT	\$ 49,593	\$ 51,599	MARKET	\$ 51,599
ISHARES LBOXX \$ INVESTMENT GRADE COR	11,376		MARKET	
ISHARES S&P PREF STK INDX FN	106,860	118,860	MARKET	118,860
GOLDMAN SACHS HI YLD-INSTL FD#0527	16,094	17,435	MARKET	17,435
PIMCO TOTAL RETURN-INST FD#0035	73,690	78,000	MARKET	78,000
VANGUARD S/T BD INDX-SIG FD#1 349	119,025	119,608	MARKET	119,608
TEMPLETON GLOBAL BD-ADV FD#0616	37,429	40,888	MARKET	40,888
IBOXX \$ INVESTMENT GRADE		12,099	MARKET	12,099
TOTAL	\$ 414,067	\$ 438,489		\$ 438,489

Federal Statements

Statement 9 - Form 990-PF, Part II, Line 13 - Other Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
MINERAL INTERESTS	\$ 4,237	\$ 4,237	MARKET	\$ 4,237
CALAMOS MKT NEUT INC-I FD#0629	17,135	17,907	MARKET	17,907
CREDIT SUISSE COMM RETN ST FD#2156	15,425	15,142	MARKET	15,142
DIAMOND HILL LONG/SHORT-I FD#0011	10,782	11,687	MARKET	11,687
FORUM ABSOLUTE STRATEGIES-I FD 0102	18,363	18,412	MARKET	18,412
IVY ASSET STRATEGY FD - I FD#0473	16,744	19,444	MARKET	19,444
MERGER FD#0260	17,417	17,756	MARKET	17,756
PERMANENT PORTFOLIO FD#1500	28,038	29,809	MARKET	29,809
PIMCO ALL ASSET-INST FD#0034	49,953	54,456	MARKET	54,456
PIMCO COMMOD RR STRAT-INS FD#0045	9,081	9,316	MARKET	9,316
TOTAL	\$ 187,175	\$ 198,166		\$ 198,166

Statement 10 - Form 990-PF, Part III, Line 3 - Other Increases

Description	Amount
UNREALIZED GAIN/LOSS	\$ 152,701
DEPLETION	2,858
TOTAL	<u>\$ 155,559</u>

Federal Statements

Statement 11 - Form 990-PF, Part VIII, Line 1 - List of Officers, Directors, Trustees,
Etc.

Name and Address	Title	Average Hours	Compensation	Benefits	Expenses
DAIL BOYLE COBB 2932 NW 122ND ST, SUITE D OKLAHOMA CITY OK 73120	TRUSTEE, VP	1.00	0	0	0
JIM COBB 2932 NW 122ND ST, SUITE D OKLAHOMA CITY OK 73120	PRESIDENT	1.00	0	0	0
SYDNEY MCCURDY 2932 NW 122ND ST, SUITE D OKLAHOMA CITY OK 73120	TRUSTEE	1.00	0	0	0
KARI KOSTER 2932 NW 122ND ST, SUITE D OKLAHOMA CITY OK 73120	ASSIST. SEC.	1.00	0	0	0
SHERRIE SCHROEDER 2932 NW 122ND ST, SUITE D OKLAHOMA CITY OK 73120	TREASURER	1.00	0	0	0

Statement 12 - Form 990-PF, Part XV, Line 2b - Application Format and Required ContentsDescription

LETTER WITH AMOUNT REQUESTED, PROJECT DESCRIPTION, COPY OF
501(C)(3), EMAIL ADDRESS AND PHONE NUMBER.

Form 990-PF, Part XV, Line 2c - Submission DeadlinesDescription

MAY 15

Federal Statements

Statement 13 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the
Year

Name	Address	Relationship	Status	Purpose	Amount
CENTER FOR CHILDREN AND FAMILIES	NORMAN OK 73071	NONE	1151 E. MAIN ST. 501(C) (3)	2ND INSTALLMENT OF 5 YR \$50,000 PLED	10,000
CHRISTMAS CONNECTION, INC.	OKLAHOMA CITY OK 73189	NONE	PO BOX 891020 501(C) (3)	UNRESTRICTED	3,000
CITIZENS ADVISORY BD OF CLEVELAND C	NORMAN OK 73070	NONE	PO BOX 1087 501(C) (3)	SPRING SIBLING EVENT	2,500
CITIZENS CARING FOR CHILDREN	OKLAHOMA CITY OK 73116	NONE	730 W. WILSHIRE CREEK BLV 501(C) (3)	OPERATIONAL	2,500
INFANT CRISIS SERVICES	OKLAHOMA CITY OK 73105	NONE	4224 N. LINCOLN BLVD. 501(C) (3)	OPERATIONAL	5,000
LIMBS FOR LIFE FOUNDATION	OKLAHOMA CITY OK 73104	NONE	218 E. MAIN ST. 501(C) (3)	PROVIDE PROSTHETIC LIMBS TO AMPUTEES	5,000
MEALS ON WHEELS OF NORMAN, INC.	NORMAN OK 73070	NONE	PO BOX 1371 501(C) (3)	FREE MEAL PROGRAM	3,000
OKLAHOMA CITY MUSEUM OF ART	OKLAHOMA CITY OK 73102	NONE	415 COUCH DRIVE 501(C) (3)	THE OU CHILDREN'S HOSPITAL OUTREACH	5,000
REGIONAL FOOD BANK OF OKLAHOMA	OKLAHOMA CITY OK 73127	NONE	3355 S PURDUE, 501(C) (3)	OPERATIONAL	5,000
SPECIAL OLYMPICS OF OK, INC.	TULSA OK 74136	NONE	6835 S. CANTON AVE. 501(C) (3)	WINTER GAMES	3,000
UNIVERSITY OF OKLAHOMA FOUNDATION	NORMAN OK 73019	NONE	100 TIMBERDELL ROAD 501(C) (3)	CABIN AT THE GEOLOGY FIELD CAMP	10,000
UNIVERSITY OF OKLAHOMA FOUNDATION	NORMAN OK 73019	NONE	100 TIMBERDELL ROAD 501(C) (3)	PHILIP BOYLE SCHOLARSHIP FUND	10,000
ALZHEIMER'S ASSN OKLAHOMA/ARKANSAS	OKLAHOMA CITY OK 73112	NONE	3555 NW 58TH ST. 501C3	OKLAHOMA CITY CARE CONNECTIONS	2,500
HOMELESS ALLIANCE	OKLAHOMA CITY OK 73106	NONE	1724 N.W. 4TH ST. 501C3	GENERAL OPERATIONS FUND	5,000
NOVO MINISTRIES	OKLAHOMA CITY OK 73101	NONE	PO BOX 672 501C3	GENERAL OPERATIONS FUND	1,000
OKLAHOMA INSTITUTE FOR CHILD ADVOCA	OKLAHOMA CITY OK 73118	NONE	3909 N. CLASSEN BLVD. 501C3	CREATING WINS FOR OKLAHOMA'S CHILDRE	1,256
OKLAHOMA ZOOLOGICAL SOCIETY	OKLAHOMA CITY OK 73154	NONE	PO BOX 18424 501C3	PHILIP BOYLE TREEHOUSE	8,000
SALVATION ARMY	OKLAHOMA CITY OK 73101	NONE	PO BOX 2095 501C3	OKLAHOMA CITY AREA COMMAND	1,000
SHILOH SUMMER CAMP	OKLAHOMA CITY OK 73105	NONE	601 N.E. 63RD ST. 501C3	SHILOH CAMPER SCHOLARSHIPS	3,000

Federal Statements

**Statement 13 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the
Year (continued)**

Name		Address		Relationship	Status	Purpose	Amount
THUNDERBIRD CLUBHOUSE BOARD							
NORMAN OK 73071				NONE	1251 TRIAD VILLAGE DR. 501C3	MEAL AND NUTRITION PROGRAM	2,000
YWCA OF OKLAHOMA CITY				NONE	1706 COVENTRY LANE 501C3	YWCA WOMEN'S SHELTER	10,000
OKLAHOMA CITY OK 73120							
TOTAL							<u>97,756</u>

Form 990-PF	Capital Gains and Losses for Tax on Investment Income	2012
For calendar year 2012, or tax year beginning _____, and ending _____		

Name PHILIP BOYLE FOUNDATION	Employer Identification Number 73-1354526
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(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.)
(1) AMER BEACON INT' L EQINST FD#0067	P	VARIOUS	06/04/12
(2) AMER CENT SM CAP VAL-INST FD#0486	P	VARIOUS	06/04/12
(3) AMERICAN GRTH FD OF AMER F2 FD#0605	P	VARIOUS	06/04/12
(4) ARTISAN MID CAP VALUE	P	VARIOUS	06/04/12
(5) ARTISAN SMI CAP VAL FD #963	P	VARIOUS	06/04/12
(6) DODGE & COX INTL STK	P	VARIOUS	06/04/12
(7) DODGE & COX STK	P	VARIOUS	06/04/12
(8) FHLMC STP RT DUE 12/21/2026	P	VARIOUS	06/21/12
(9) FIDELITY ADV LEVG CO STK I FD#0106	P	VARIOUS	06/04/12
(10) FIDELITY CONTRAFUND INC FD#0022	P	VARIOUS	06/04/12
(11) FNMA @ 4.000% DUE 12/26/2031	P	VARIOUS	12/26/12
(12) FNMA SER 2003-34 CL VD	P	VARIOUS	VARIOUS
(13) FNMA STP RT DUE 12/28/2026	P	VARIOUS	12/28/12
(14) FNMA STP RT DUE 12/28/2026	P	VARIOUS	12/28/12
(15) GOLDMAN SACHS HI YID-INSTI FD#0527	P	VARIOUS	12/13/12

(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)
(1) 1,789		3,055	-1,266
(2) 1,662		809	853
(3) 114,346		82,100	32,246
(4) 8,573		4,096	4,477
(5) 1,516		993	523
(6) 2,188		3,213	-1,025
(7) 13,311		18,141	-4,830
(8) 100,000		99,600	400
(9) 453		580	-127
(10) 6,142		3,503	2,639
(11) 50,000		50,000	
(12) 1,674		1,676	-2
(13) 50,000		50,000	
(14) 100,000		100,000	
(15) 321			321

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			
(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	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(1)			-1,266
(2)			853
(3)			32,246
(4)			4,477
(5)			523
(6)			-1,025
(7)			-4,830
(8)			400
(9)			-127
(10)			2,639
(11)			
(12)			-2
(13)			
(14)			
(15)			321

Form 990-PF	Capital Gains and Losses for Tax on Investment Income	2012
For calendar year 2012, or tax year beginning _____, and ending _____		

Name PHILIP BOYLE FOUNDATION	Employer Identification Number 73-1354526
-------------------------------------	---

(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.)
(1) ISHARES IBOXX \$ INVESTMENT GRADE	P	VARIOUS	12/31/12
(2) ISHARES MSCI BRIC INDX FUND	P	VARIOUS	06/06/12
(3) ISHARES MSCI EMERGING MKT IN FD	P	VARIOUS	06/06/12
(4) ISHARES S&P 500 GROWTH INDEX FD	P	VARIOUS	06/06/12
(5) FD#0638	P	VARIOUS	06/04/12
(6) MERGER FD#0260	P	VARIOUS	12/31/12
(7) MFS INT'L NEW DISCOVERY-I FD#0874	P	VARIOUS	06/04/12
(8) NUVEEN MID CAP GRWTH OPP-I FD#2453	P	VARIOUS	06/04/12
(9) PERMANENT PORTFOLIO	P	VARIOUS	12/06/12
(10) PIMCO COMMOD FIR STRAT-INST FD#0045	P	VARIOUS	12/13/12
(11) PIMCO TOTAL RETURN-INST FD#0035	P	VARIOUS	12/13/12
(12) POWERSHARES OQQ	P	VARIOUS	06/06/12
(13) ROYCE LOW-PRCD STK-SERV FD#0266	P	VARIOUS	06/04/12
(14) ROYCE PREMIER-INTL	P	VARIOUS	06/04/12
(15) T ROWE PRICE GWTH STK-I FD#0040	P	VARIOUS	06/04/12

(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)
(1) 1			1
(2) 171		225	-54
(3) 516		455	61
(4) 2,656		2,478	178
(5) 750		453	297
(6) 70			70
(7) 971		1,188	-217
(8) 9,027		3,783	5,244
(9) 219			219
(10) 96			96
(11) 1,820			1,820
(12) 791		604	187
(13) 1,539		768	771
(14) 2,606		1,151	1,455
(15) 3,624		2,920	704

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			
(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))
(1)			1
(2)			-54
(3)			61
(4)			178
(5)			297
(6)			70
(7)			-217
(8)			5,244
(9)			219
(10)			96
(11)			1,820
(12)			187
(13)			771
(14)			1,455
(15)			704

Form 990-PF	Capital Gains and Losses for Tax on Investment Income	2012
For calendar year 2012, or tax year beginning , and ending		

Name PHILIP BOYLE FOUNDATION	Employer Identification Number 73-1354526
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(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.)
(1) T ROWE PRICE NEW HORIZONS FD#0042	P	VARIOUS	06/04/12
(2) TEMPLETON GLOBAL BOND-ADV FD#0616	P	VARIOUS	12/19/12
(3) VANGUARD EXPLORER-ADM	P	VARIOUS	06/04/12
(4) VANGUARD MID CAP INDX-INSTL FD#0864	P	VARIOUS	06/04/12
(5) VANGUARD S/C GRWTH INDX-INST FD#0866	P	VARIOUS	06/04/12
(6) VANGUARD S/T BD INDX-SIG FD#1 349	P	VARIOUS	04/02/12
(7) VANGUARD SM CP VAL INDX-INST FD#0865	P	VARIOUS	06/04/12
(8) WM BLAIR INTL GROWTH-I	P	VARIOUS	06/04/12
(9)			
(10)			
(11)			
(12)			
(13)			
(14)			
(15)			

(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)
(1) 3,124		1,032	2,092
(2) 519			519
(3) 1,732		1,030	702
(4) 1,815		1,684	131
(5) 696		461	235
(6) 359			359
(7) 1,494		1,675	-181
(8) 900		1,316	-416
(9)			
(10)			
(11)			
(12)			
(13)			
(14)			
(15)			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			
(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))
(1)			2,092
(2)			519
(3)			702
(4)			131
(5)			235
(6)			359
(7)			-181
(8)			-416
(9)			
(10)			
(11)			
(12)			
(13)			
(14)			
(15)			

Form

8868

(Rev. January 2013)

Department of the Treasury
Internal Revenue Service**Application for Extension of Time To File an
Exempt Organization Return**

OMB No 1545-1709

► File a separate application for each return.

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

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

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

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

A corporation required to file Form 990-T and requesting an automatic 6-month extension – check this box and complete

Part I only ☐

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

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return. See instructions	Name of exempt organization or other filer, see instructions PHILIP BOYLE FOUNDATION	Employer identification number (EIN) or 73-1354526
	Number, street, and room or suite no. If a P O box, see instructions 2932 NW 122ND STREET D	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions OKLAHOMA CITY OK 73120-1955	

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

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

FOUNDATION MANAGEMENT INC.

2932 NW 122NE ST., SUITE D

- The books are in the care of ► OKLAHOMA CITY

OK 73120-1955

Telephone No ► 405-755-5571

FAX No ►

- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ If this is for the whole group, check this box ☐ If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for

- 1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **08/15/13**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
- ☒ calendar year **2012** or

► ☐ tax year beginning _____, and ending _____

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

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

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

For Privacy Act and Paperwork Reduction Act Notice, see instructions.

Form **8868** (Rev. 1-2013)

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