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

2012

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

, 2012, and ending

THE CINNABAR FOUNDATION  
C/O HOLMES & TURNER  
1283 N 14TH AVE #201  
BOZEMAN, MT 59715A Employer identification number  
81-0415045

B Telephone number (see the instructions)

C If exemption application is pending, check here ☐D 1 Foreign organizations, check here ☐2 Foreign organizations meeting the 85% test, check here and attach computation ☐E If private foundation status was terminated under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity  
☐ Final return ☐ Amended return  
☐ Address change ☐ Name changeH Check type of organization: ☒ Section 501(c)(3) exempt private foundation  
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundationI Fair market value of all assets at end of year (from Part II, column (c), line 16) ☐ \$ 8,944,618.  
J Accounting method: ☐ Cash ☒ Accrual  
☐ 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 (att sch)                                                                                                             |  | 43,400.                            |                           |                         |                                                             |
| 2 Ck <input type="checkbox"/> if the foundn is not req to att Sch B                                                                                                 |  |                                    |                           |                         |                                                             |
| 3 Interest on savings and temporary cash investments                                                                                                                |  | 1,314.                             | 1,314.                    |                         |                                                             |
| 4 Dividends and interest from securities                                                                                                                            |  | 263,529.                           | 263,529.                  |                         |                                                             |
| 5a Gross rents                                                                                                                                                      |  |                                    |                           |                         |                                                             |
| b Net rental income or (loss)                                                                                                                                       |  |                                    |                           |                         |                                                             |
| 6a Net gain/(loss) from sale of assets not on line 10                                                                                                               |  | 28,189.                            |                           |                         |                                                             |
| b Gross sales price for all assets on line 6a                                                                                                                       |  | 2,363,700.                         |                           |                         |                                                             |
| 7 Capital gain net income (from Part IV, line 2)                                                                                                                    |  |                                    | 28,189.                   |                         |                                                             |
| 8 Net short-term capital gain                                                                                                                                       |  |                                    |                           |                         |                                                             |
| 9 Income modifications                                                                                                                                              |  |                                    |                           |                         |                                                             |
| 10a Gross sales less returns and allowances                                                                                                                         |  |                                    |                           |                         |                                                             |
| b Less. Cost of goods sold                                                                                                                                          |  | 31.                                |                           |                         |                                                             |
| c Gross profit/(loss) (att sch)                                                                                                                                     |  | -31.                               |                           |                         |                                                             |
| 11 Other income (attach schedule)                                                                                                                                   |  |                                    |                           |                         |                                                             |
| SEE STATEMENT 1                                                                                                                                                     |  | 258.                               |                           |                         |                                                             |
| 12 Total. Add lines 1 through 11                                                                                                                                    |  | 336,659.                           | 293,032.                  | 0.                      |                                                             |
| 13 Compensation of officers, directors, trustees, etc                                                                                                               |  | 38,397.                            |                           |                         | 34,557.                                                     |
| 14 Other employee salaries and wages                                                                                                                                |  |                                    |                           |                         |                                                             |
| 15 Pension plans, employee benefits                                                                                                                                 |  |                                    |                           |                         |                                                             |
| 16a Legal fees (attach schedule)                                                                                                                                    |  |                                    |                           |                         |                                                             |
| b Accounting fees (attach sch) SEE ST 2                                                                                                                             |  | 14,000.                            |                           |                         | 12,600.                                                     |
| c Other prof fees (attach sch)                                                                                                                                      |  |                                    |                           |                         |                                                             |
| 17 Interest                                                                                                                                                         |  |                                    |                           |                         |                                                             |
| 18 Taxes (attach schedule) (see instrs) SEE STM 3                                                                                                                   |  | 7,863.                             | 210.                      |                         | 2,643.                                                      |
| 19 Depreciation (attach sch) and depletion                                                                                                                          |  | 156.                               |                           |                         |                                                             |
| 20 Occupancy                                                                                                                                                        |  |                                    |                           |                         |                                                             |
| 21 Travel, conferences, and meetings                                                                                                                                |  | 2,763.                             |                           |                         | 2,566.                                                      |
| 22 Printing and publications                                                                                                                                        |  | 1,804.                             |                           |                         | 1,665.                                                      |
| 23 Other expenses (attach schedule) SEE STATEMENT 4                                                                                                                 |  | 27,944.                            | 158.                      |                         | 26,036.                                                     |
| 24 Total operating and administrative expenses. Add lines 13 through 23                                                                                             |  | 92,927.                            | 368.                      |                         | 80,067.                                                     |
| 25 Contributions, gifts, grants paid PART XV                                                                                                                        |  | 362,000.                           |                           |                         | 362,000.                                                    |
| 26 Total expenses and disbursements. Add lines 24 and 25                                                                                                            |  | 454,927.                           | 368.                      | 0.                      | 442,067.                                                    |
| 27 Subtract line 26 from line 12:                                                                                                                                   |  |                                    |                           |                         |                                                             |
| a Excess of revenue over expenses and disbursements                                                                                                                 |  | -118,268.                          |                           |                         |                                                             |
| b Net investment income (if negative, enter -0-)                                                                                                                    |  |                                    | 292,664.                  |                         |                                                             |
| c Adjusted net income (if negative, enter -0-)                                                                                                                      |  |                                    |                           | 0.                      |                                                             |

| Part II Balance Sheets |                                                                        | Beginning of year                                                                                                       |                                                     | End of year           |            |
|------------------------|------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------|-----------------------|------------|
|                        |                                                                        | (a) Book Value                                                                                                          | (b) Book Value                                      | (c) Fair Market Value |            |
| ASSETS                 | 1                                                                      | Cash — non-interest-bearing                                                                                             | 279,549.                                            | 21,815.               | 21,815.    |
|                        | 2                                                                      | Savings and temporary cash investments                                                                                  | 1,680,244.                                          | 1,620,368.            | 1,620,368. |
|                        | 3                                                                      | Accounts receivable                                                                                                     |                                                     |                       |            |
|                        |                                                                        | Less: allowance for doubtful accounts                                                                                   | 11,350.                                             |                       |            |
|                        | 4                                                                      | Pledges receivable                                                                                                      |                                                     |                       |            |
|                        |                                                                        | Less: allowance for doubtful accounts                                                                                   |                                                     |                       |            |
|                        | 5                                                                      | Grants receivable                                                                                                       |                                                     |                       |            |
|                        | 6                                                                      | Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) |                                                     |                       |            |
|                        | 7                                                                      | Other notes and loans receivable (attach sch)                                                                           |                                                     |                       |            |
|                        |                                                                        | Less: allowance for doubtful accounts                                                                                   |                                                     |                       |            |
|                        | 8                                                                      | Inventories for sale or use                                                                                             | 5,550.                                              | 5,519.                | 5,519.     |
|                        | 9                                                                      | Prepaid expenses and deferred charges                                                                                   | 8,320.                                              | 4,760.                | 4,760.     |
|                        | 10a                                                                    | Investments — U.S. and state government obligations (attach schedule)                                                   |                                                     |                       |            |
|                        | b                                                                      | Investments — corporate stock (attach schedule)                                                                         | 2,151,720.                                          | 3,291,562.            | 3,551,370. |
|                        | c                                                                      | Investments — corporate bonds (attach schedule)                                                                         | 4,599,746.                                          | 3,476,995.            | 3,289,588. |
|                        | LIABILITIES                                                            | 11                                                                                                                      | Investments — land, buildings, and equipment: basis |                       |            |
|                        |                                                                        | Less: accumulated depreciation (attach schedule)                                                                        | 1.                                                  |                       |            |
| 12                     |                                                                        | Investments — mortgage loans                                                                                            |                                                     |                       |            |
| 13                     |                                                                        | Investments — other (attach schedule)                                                                                   | 225,484.                                            | 450,832.              | 450,832.   |
| 14                     |                                                                        | Land, buildings, and equipment: basis                                                                                   | 782.                                                |                       |            |
|                        |                                                                        | Less: accumulated depreciation (attach schedule) SEE STMT 5                                                             | 416.                                                |                       |            |
| 15                     |                                                                        | Other assets (describe)                                                                                                 |                                                     |                       |            |
| 16                     |                                                                        | Total assets (to be completed by all filers — see the instructions. Also, see page 1, item I)                           | 8,962,486.                                          | 8,872,217.            | 8,944,618. |
| 17                     |                                                                        | Accounts payable and accrued expenses                                                                                   |                                                     |                       |            |
| 18                     |                                                                        | Grants payable                                                                                                          |                                                     |                       |            |
| 19                     | Deferred revenue                                                       |                                                                                                                         |                                                     |                       |            |
| 20                     | Loans from officers, directors, trustees, & 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.                                                  |                       |            |
| FUND ASSETS            |                                                                        | Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.                      | <input checked="" type="checkbox"/>                 |                       |            |
|                        | 24                                                                     | Unrestricted                                                                                                            | 8,962,486.                                          | 8,853,267.            |            |
|                        | 25                                                                     | Temporarily restricted                                                                                                  |                                                     | 18,950.               |            |
|                        | 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, building, and equipment fund                                                       |                                                     |                       |            |
|                        | 29                                                                     | Retained earnings, accumulated income, endowment, or other funds                                                        |                                                     |                       |            |
|                        | 30                                                                     | Total net assets or fund balances (see instructions)                                                                    | 8,962,486.                                          | 8,872,217.            |            |
|                        | 31                                                                     | Total liabilities and net assets/fund balances (see instructions)                                                       | 8,962,486.                                          | 8,872,217.            |            |

## Part III Analysis of Changes in Net Assets or Fund Balances

|   |                                                                                                                                                             |   |            |
|---|-------------------------------------------------------------------------------------------------------------------------------------------------------------|---|------------|
| 1 | Total net assets or fund balances at beginning of year — Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return). | 1 | 8,962,486. |
| 2 | Enter amount from Part I, line 27a                                                                                                                          | 2 | -118,268.  |
| 3 | Other increases not included in line 2 (itemize) SEE STATEMENT 6                                                                                            | 3 | 27,999.    |
| 4 | Add lines 1, 2, and 3                                                                                                                                       | 4 | 8,872,217. |
| 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 | 8,872,217. |

**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 shares MLC Company)

(b) How acquired  
P — Purchase  
D — Donation(c) Date acquired  
(month, day, year)(d) Date sold  
(month, day, year)**1 a PUBLICLY TRADED SECURITIES**

P

VARIOUS

VARIOUS

|   |  |  |  |
|---|--|--|--|
| b |  |  |  |
| c |  |  |  |
| d |  |  |  |
| e |  |  |  |

| (e) Gross sales price | (f) Depreciation allowed<br>(or allowable) | (g) Cost or other basis<br>plus expense of sale | (h) Gain or (loss)<br>(e) plus (f) minus (g) |
|-----------------------|--------------------------------------------|-------------------------------------------------|----------------------------------------------|
| a 2,363,700.          |                                            | 2,335,511.                                      | 28,189.                                      |
| b                     |                                            |                                                 |                                              |
| c                     |                                            |                                                 |                                              |
| d                     |                                            |                                                 |                                              |
| e                     |                                            |                                                 |                                              |

| Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 |                                      |                                                     | (i) Gains (Column (h)<br>gain minus column (k), but not less<br>than -0-) or Losses (from column (h)) |
|---------------------------------------------------------------------------------------------|--------------------------------------|-----------------------------------------------------|-------------------------------------------------------------------------------------------------------|
| (i) Fair Market Value<br>as of 12/31/69                                                     | (j) Adjusted basis<br>as of 12/31/69 | (k) Excess of column (i)<br>over column (j), if any |                                                                                                       |
| a                                                                                           |                                      |                                                     | 28,189.                                                                                               |
| 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

28,189.

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):

If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0-  
in Part I, line 8

3

0.

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

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

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

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

☐ Yes☒ No

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

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

| (a)<br>Base period years<br>Calendar year (or tax year<br>beginning in) | (b)<br>Adjusted qualifying distributions | (c)<br>Net value of<br>noncharitable-use assets | (d)<br>Distribution ratio<br>(column (b) divided by column (c)) |
|-------------------------------------------------------------------------|------------------------------------------|-------------------------------------------------|-----------------------------------------------------------------|
| 2011                                                                    | 361,613.                                 | 8,793,945.                                      | 0.041121                                                        |
| 2010                                                                    | 376,991.                                 | 8,681,834.                                      | 0.043423                                                        |
| 2009                                                                    | 503,552.                                 | 7,723,642.                                      | 0.065196                                                        |
| 2008                                                                    | 398,977.                                 | 8,829,283.                                      | 0.045188                                                        |
| 2007                                                                    | 475,815.                                 | 10,081,919.                                     | 0.047195                                                        |

2 Total of line 1, column (d)

2

0.242123

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

0.048425

4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5

4

8,847,098.

5 Multiply line 4 by line 3

5

428,421.

6 Enter 1% of net investment income (1% of Part I, line 27b)

6

2,927.

7 Add lines 5 and 6

7

431,348.

8 Enter qualifying distributions from Part XII, line 4

8

442,067.

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

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

|                                                                                                                                                                                                                                     |  |    |        |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--|----|--------|
| 1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter 'N/A' on line 1.<br>Date of ruling or determination letter: _____ (attach copy of letter if necessary – see instrs) |  | 1  | 2,927. |
| b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b                                                                        |  |    |        |
| c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (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  | 2,927. |
| 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  | 2,927. |
| 6 Credits/Payments:                                                                                                                                                                                                                 |  |    |        |
| a 2012 estimated tax pmts and 2011 overpayment credited to 2012                                                                                                                                                                     |  | 6a | 4,760. |
| 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  | 4,760. |
| 8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached                                                                                                                 |  | 8  |        |
| 9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed                                                                                                                                                     |  | 9  | 0.     |
| 10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid                                                                                                                                        |  | 10 | 1,833. |
| 11 Enter the amount of line 10 to be: Credited to 2013 estimated tax 1,833. Refunded 0.                                                                                                                                             |  | 11 | 0.     |

**Part VII-A Statements Regarding Activities**

|                                                                                                                                                                                                                                                                                                                                                     | Yes | No  |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----|-----|
| 1 a 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 the instructions for definition)?<br><i>If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i> |     | X   |
| 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:<br>(1) On the foundation \$ 0. (2) On foundation managers \$ 0.                                                                                                                                                                                |     |     |
| e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ 0.                                                                                                                                                                                                        |     |     |
| 2 Has the foundation engaged in any activities that have not previously been reported to the IRS?<br><i>If 'Yes,' attach a detailed description of the activities.</i>                                                                                                                                                                              |     | 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? <i>If 'Yes,' attach a conformed copy of the changes</i>                                                                                                                 |     | X   |
| 4 a 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?                                                                                                                                                                                                                                                                                  |     | N/A |
| 5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?<br><i>If 'Yes,' attach the statement required by General Instruction T.</i>                                                                                                                                                                        |     | X   |
| 6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:<br>• By language in the governing instrument, or<br>• 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? <i>If 'Yes,' complete Part II, column (c), and Part XV.</i>                                                                                                                                                                                                       | X   |     |
| 8 a Enter the states to which the foundation reports or with which it is registered (see instructions)<br>MT                                                                                                                                                                                                                                        |     |     |
| 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>                                                                                                                                | 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)? <i>If 'Yes,' complete Part XIV.</i>                                                                                      |     | X   |
| 10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses</i>                                                                                                                                                                                                        |     | X   |

BAA

Form 990-PF (2012)

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

|                                                                                                                                   |                                                                                                                                                                                                              |    |   |   |
|-----------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----|---|---|
| 11                                                                                                                                | At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)                      | 11 |   | X |
| 12                                                                                                                                | Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If 'Yes,' attach statement (see instructions)                     | 12 |   | X |
| 13                                                                                                                                | Did the foundation comply with the public inspection requirements for its annual returns and exemption application?                                                                                          | 13 | X |   |
| Website address <u>WWW.THECINNABARFOUNDATION.ORG</u>                                                                              |                                                                                                                                                                                                              |    |   |   |
| 14                                                                                                                                | The books are in care of <u>HOLMES &amp; TURNER</u> Telephone no. <u>(406) 587-4265</u>                                                                                                                      |    |   |   |
| Located at <u>1283 N 14TH AVE STE 201 BOZEMAN MT</u> ZIP + 4 <u>59715</u>                                                         |                                                                                                                                                                                                              |    |   |   |
| 15                                                                                                                                | Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <u>N/A</u> and enter the amount of tax-exempt interest received or accrued during the year <u>15</u> N/A |    |   |   |
| 16                                                                                                                                | At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?                    | 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  |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------|-----|
| 1 a During the year did the foundation (either directly or indirectly)                                                                                                                                                                                                                                                                                                                                                                                                                            |                                                                     |     |
| (1) Engage in the sale or exchange, or leasing of property with a disqualified person?                                                                                                                                                                                                                                                                                                                                                                                                            | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |     |
| (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?                                                                                                                                                                                                                                                                                                                                                                                    | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |     |
| (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?                                                                                                                                                                                                                                                                                                                                                                                                        | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |     |
| (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?                                                                                                                                                                                                                                                                                                                                                                                                              | <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No |     |
| (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?                                                                                                                                                                                                                                                                                                                                                     | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |     |
| (6) Agree to pay money or property to a government official? (Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)                                                                                                                                                                                                                                                   | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |     |
| b If any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?                                                                                                                                                                                                                                                                            | 1 b                                                                 | X   |
| 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?                                                                                                                                                                                                                                                                                                         | 1 c                                                                 | X   |
| 2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):                                                                                                                                                                                                                                                                                                                  |                                                                     |     |
| a At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012?                                                                                                                                                                                                                                                                                                                                               | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |     |
| If 'Yes,' list the years <u>20</u> , <u>20</u> , <u>20</u> , <u>20</u>                                                                                                                                                                                                                                                                                                                                                                                                                            |                                                                     |     |
| 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.)                                                                                                                                                                                       | 2 b                                                                 | N/A |
| c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.                                                                                                                                                                                                                                                                                                                                                                                |                                                                     |     |
| <u>20</u> , <u>20</u> , <u>20</u> , <u>20</u>                                                                                                                                                                                                                                                                                                                                                                                                                                                     |                                                                     |     |
| 3 a 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). | 3 b                                                                 | N/A |
| 4 a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?                                                                                                                                                                                                                                                                                                                                                                               | 4 a                                                                 | 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?                                                                                                                                                                                                                                                               | 4 b                                                                 | X   |

BAA

Form 990-PF (2012)

**Part VII** **Statements Regarding Activities for Which Form 4720 May Be Required** (continued)**5 a** During the year did the foundation pay or incur any amount to:

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

**b** If any answer is 'Yes' to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?Organizations relying on a current notice regarding disaster assistance check here ☐**c** If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☒ No

If 'Yes,' attach the statement required by Regulations section 53.4945-5(d).

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

If 'Yes' to 6b, file Form 8870.

**7 a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No**b** If 'Yes,' did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No**Part VIII** **Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, foundation managers and their compensation (see instructions).

| (a) Name and address | (b) Title, and average hours per week devoted to position | (c) Compensation (If not paid, enter -0-) | (d) Contributions to employee benefit plans and deferred compensation | (e) Expense account, other allowances |
|----------------------|-----------------------------------------------------------|-------------------------------------------|-----------------------------------------------------------------------|---------------------------------------|
| SEE STATEMENT 7      |                                                           | 36,000.                                   | 0.                                                                    | 2,397.                                |
|                      |                                                           |                                           |                                                                       |                                       |
|                      |                                                           |                                           |                                                                       |                                       |
|                      |                                                           |                                           |                                                                       |                                       |
|                      |                                                           |                                           |                                                                       |                                       |
|                      |                                                           |                                           |                                                                       |                                       |
|                      |                                                           |                                           |                                                                       |                                       |

**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 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 | 7,624,758. |
| b | Average of monthly cash balances                                                                            | 1b | 1,350,540. |
| c | Fair market value of all other assets (see instructions)                                                    | 1c | 6,527.     |
| d | Total (add lines 1a, b, and c)                                                                              | 1d | 8,981,825. |
| 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  | 8,981,825. |
| 4 | Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)   | 4  | 134,727.   |
| 5 | Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4        | 5  | 8,847,098. |
| 6 | Minimum investment return. Enter 5% of line 5                                                               | 6  | 442,355.   |

**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  | 442,355. |
| 2a | Tax on investment income for 2012 from Part VI, line 5                                             | 2a | 2,927.   |
| b  | Income tax for 2012. (This does not include the tax from Part VI.)                                 | 2b |          |
| c  | Add lines 2a and 2b                                                                                | 2c | 2,927.   |
| 3  | Distributable amount before adjustments. Subtract line 2c from line 1                              | 3  | 439,428. |
| 4  | Recoveries of amounts treated as qualifying distributions                                          | 4  |          |
| 5  | Add lines 3 and 4                                                                                  | 5  | 439,428. |
| 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  | 439,428. |

**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 | 442,067. |
| 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  | 442,067. |
| 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  | 2,927.   |
| 6 | Adjusted qualifying distributions. Subtract line 5 from line 4                                                                                       | 6  | 439,140. |

**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)<br>Corpus | (b)<br>Years prior to 2011 | (c)<br>2011 | (d)<br>2012 |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------|----------------------------|-------------|-------------|
| 1 Distributable amount for 2012 from Part XI, line 7 . . . . .                                                                                                                       |               |                            |             | 439,428.    |
| 2 Undistributed income, if any, as of the end of 2012:                                                                                                                               |               |                            |             |             |
| a Enter amount for 2011 only . . . . .                                                                                                                                               |               |                            | 441,762.    |             |
| b Total for prior years: 20 __, 20 __, 20 __ . . . . .                                                                                                                               |               | 0.                         |             |             |
| 3 Excess distributions carryover, if any, to 2012:                                                                                                                                   |               |                            |             |             |
| a From 2007 . . . . .                                                                                                                                                                |               |                            |             |             |
| b From 2008 . . . . .                                                                                                                                                                |               |                            |             |             |
| c From 2009 . . . . .                                                                                                                                                                |               |                            |             |             |
| d From 2010 . . . . .                                                                                                                                                                |               |                            |             |             |
| e From 2011 . . . . .                                                                                                                                                                |               |                            |             |             |
| f Total of lines 3a through e . . . . .                                                                                                                                              | 0.            |                            |             |             |
| 4 Qualifying distributions for 2012 from Part XII, line 4: ▶ \$ 442,067.                                                                                                             |               |                            |             |             |
| a Applied to 2011, but not more than line 2a . . . . .                                                                                                                               |               |                            | 441,762.    |             |
| 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 . . . . .                                                                                                                                     |               |                            |             | 305.        |
| e Remaining amount distributed out of corpus . . . . .                                                                                                                               | 0.            |                            |             |             |
| 5 Excess distributions carryover applied to 2012 . . . . .<br>(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 . . . . .                                                              |               |                            |             | 439,123.    |
| 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 . . . . .                                                                                                                                                         |               |                            |             |             |
| 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)

N/A

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

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

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

| Recipient<br>Name and address (home or business)       | If recipient is an individual,<br>show any relationship to any<br>foundation manager or<br>substantial contributor | Foundation<br>status of<br>recipient | Purpose of grant or<br>contribution                                                                                               | Amount   |
|--------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|--------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------|----------|
| <i>a Paid during the year</i><br>SEE ATTACHED SCHEDULE | NONE                                                                                                               | PUBLIC                               | PROMOTE ENVIROMENTAL<br>PROTECTION AND<br>CONSERVATION IN THE<br>STATE OF MONTANA AND<br>THE GREATER<br>YELLOWSTONE<br>ECOSYSTEM. | 362,000. |
| <b>Total</b> .....                                     |                                                                                                                    |                                      | <b>3 a</b>                                                                                                                        | 362,000. |
| <i>b Approved for future payment</i>                   |                                                                                                                    |                                      |                                                                                                                                   |          |
| <b>Total</b> .....                                     |                                                                                                                    |                                      | <b>3 b</b>                                                                                                                        |          |

## **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)<br>Related or exempt<br>function income<br>(See instructions.) |
|------------------------------------------------|----------------------------------------------------------|---------------------------|---------------|--------------------------------------|---------------|--------------------------------------------------------------------|
|                                                |                                                          | (a)<br>Business<br>code   | (b)<br>Amount | (c)<br>Exclu-<br>sion<br>code        | (d)<br>Amount |                                                                    |
| 1                                              | Program service revenue:                                 |                           |               |                                      |               |                                                                    |
| a                                              |                                                          |                           |               |                                      |               |                                                                    |
| b                                              |                                                          |                           |               |                                      |               |                                                                    |
| c                                              |                                                          |                           |               |                                      |               |                                                                    |
| d                                              |                                                          |                           |               |                                      |               |                                                                    |
| e                                              |                                                          |                           |               |                                      |               |                                                                    |
| f                                              |                                                          |                           |               |                                      |               |                                                                    |
| g                                              | Fees and contracts from government agencies              |                           |               |                                      |               |                                                                    |
|                                                | Membership dues and assessments                          |                           |               |                                      |               |                                                                    |
| 3                                              | Interest on savings and temporary cash investments       |                           |               | 14                                   | 1,314.        |                                                                    |
| 4                                              | Dividends and interest from securities                   |                           |               | 14                                   | 263,529.      |                                                                    |
| 5                                              | Net rental income or (loss) from real estate:            |                           |               |                                      |               |                                                                    |
| a                                              | Debt-financed property                                   |                           |               |                                      |               |                                                                    |
| b                                              | Not debt-financed property                               |                           |               |                                      |               |                                                                    |
| 6                                              | Net rental income or (loss) from personal property       |                           |               |                                      |               |                                                                    |
| 7                                              | Other investment income                                  |                           |               |                                      |               |                                                                    |
| 8                                              | Gain or (loss) from sales of assets other than inventory |                           |               | 18                                   | 28,189.       |                                                                    |
| 9                                              | Net income or (loss) from special events                 |                           |               |                                      |               |                                                                    |
| 10                                             | Gross profit or (loss) from sales of inventory           |                           |               |                                      |               | -31.                                                               |
| 11                                             | Other revenue:                                           |                           |               |                                      |               |                                                                    |
| a                                              | ROYALTIES CONTRIBUTED                                    |                           |               | 1                                    | 258.          |                                                                    |
| b                                              |                                                          |                           |               |                                      |               |                                                                    |
| c                                              |                                                          |                           |               |                                      |               |                                                                    |
| d                                              |                                                          |                           |               |                                      |               |                                                                    |
| e                                              |                                                          |                           |               |                                      |               |                                                                    |
| 12                                             | Subtotal. Add columns (b), (d), and (e)                  |                           |               |                                      | 293,290.      | -31.                                                               |
| 13                                             | Total. Add line 12, columns (b), (d), and (e)            |                           |               |                                      | 13            | 293,259.                                                           |

(See worksheet in line 13 instructions to verify calculations )

**Part XVI: B Relationship of Activities to the Accomplishment of Exempt Purposes**

[illegible]



**Schedule B**  
**(Form 990, 990-EZ,**  
**or 990-PF)**

Department of the Treasury  
Internal Revenue Service

**Schedule of Contributors**

► Attach to Form 990, Form 990-EZ, or Form 990-PF

OMB No 1545-0047

**2012**

Name of the organization **THE CINNABAR FOUNDATION**  
**C/O HOLMES & TURNER**

Employer identification number  
**81-0415045**

**Organization type (check one):**

**Filers of:**

Form 990 or 990-EZ

**Section:**

- ☐ 501(c)( ) (enter number) organization  
☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation  
☐ 527 political organization

Form 990-PF

- ☒ 501(c)(3) exempt private foundation  
☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation  
☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**

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

**General Rule**

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

**Special Rules**

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33-1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year . . . . . ► \$ \_\_\_\_\_

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

**BAA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ,**

**Schedule B (Form 990, 990-EZ, or 990-PF) (2012)**

Name of organization

Employer identification number

THE CINNABAR FOUNDATION

81-0415045

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

| (a)<br>Number | (b)<br>Name, address, and ZIP + 4                                                     | (c)<br>Total<br>contributions | (d)<br>Type of contribution                                                                                                                                                  |
|---------------|---------------------------------------------------------------------------------------|-------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 1             | WILLIAM C. & ROBIN TAWNEY NICHOLS<br>3545 PATTEE CANYON RD.<br>MISSOULA, MT 59803     | \$ 10,000.                    | Person <input checked="" type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br>(Complete Part II if there is a noncash contribution.) |
| 2             | NORMAN CERK C/O BALESTRA CAPITAL<br>58 WEST 40TH ST, 13TH FLOOR<br>NEW YORK, NY 10018 | \$ 10,000.                    | Person <input checked="" type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br>(Complete Part II if there is a noncash contribution.) |
| 3             | VANESSA BRITTAN<br>PO BOX 1360<br>LIVINGSTON, MT 59047                                | \$ 15,000.                    | Person <input checked="" type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br>(Complete Part II if there is a noncash contribution.) |
|               |                                                                                       | \$                            | Person <input type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br>(Complete Part II if there is a noncash contribution.)            |
|               |                                                                                       | \$                            | Person <input type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br>(Complete Part II if there is a noncash contribution.)            |
|               |                                                                                       | \$                            | Person <input type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br>(Complete Part II if there is a noncash contribution.)            |

Name of organization

Employer identification number

THE CINNABAR FOUNDATION

81-0415045

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

| (a) No.<br>from<br>Part I | (b)<br>Description of noncash property given | (c)<br>FMV (or estimate)<br>(see instructions) | (d)<br>Date received |
|---------------------------|----------------------------------------------|------------------------------------------------|----------------------|
|                           | N/A                                          |                                                |                      |
|                           |                                              |                                                |                      |
|                           |                                              |                                                |                      |
|                           |                                              | \$                                             |                      |
|                           |                                              |                                                |                      |
| (a) No.<br>from<br>Part I | (b)<br>Description of noncash property given | (c)<br>FMV (or estimate)<br>(see instructions) | (d)<br>Date received |
|                           |                                              |                                                |                      |
|                           |                                              |                                                |                      |
|                           |                                              |                                                |                      |
|                           |                                              | \$                                             |                      |
|                           |                                              |                                                |                      |
| (a) No.<br>from<br>Part I | (b)<br>Description of noncash property given | (c)<br>FMV (or estimate)<br>(see instructions) | (d)<br>Date received |
|                           |                                              |                                                |                      |
|                           |                                              |                                                |                      |
|                           |                                              |                                                |                      |
|                           |                                              | \$                                             |                      |
|                           |                                              |                                                |                      |
| (a) No.<br>from<br>Part I | (b)<br>Description of noncash property given | (c)<br>FMV (or estimate)<br>(see instructions) | (d)<br>Date received |
|                           |                                              |                                                |                      |
|                           |                                              |                                                |                      |
|                           |                                              |                                                |                      |
|                           |                                              | \$                                             |                      |
|                           |                                              |                                                |                      |
| (a) No.<br>from<br>Part I | (b)<br>Description of noncash property given | (c)<br>FMV (or estimate)<br>(see instructions) | (d)<br>Date received |
|                           |                                              |                                                |                      |
|                           |                                              |                                                |                      |
|                           |                                              |                                                |                      |
|                           |                                              | \$                                             |                      |
|                           |                                              |                                                |                      |
| (a) No.<br>from<br>Part I | (b)<br>Description of noncash property given | (c)<br>FMV (or estimate)<br>(see instructions) | (d)<br>Date received |
|                           |                                              |                                                |                      |
|                           |                                              |                                                |                      |
|                           |                                              |                                                |                      |
|                           |                                              | \$                                             |                      |
|                           |                                              |                                                |                      |

BAA

Schedule B (Form 990, 990-EZ, or 990-PF) (2012)

Name of organization

THE CINNABAR FOUNDATION

Employer identification number

81-0415045

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

► \$ N/A

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

| (a)<br>No. from<br>Part I | (b)<br>Purpose of gift                  | (c)<br>Use of gift | (d)<br>Description of how gift is held   |
|---------------------------|-----------------------------------------|--------------------|------------------------------------------|
|                           | N/A                                     |                    |                                          |
|                           |                                         |                    |                                          |
|                           |                                         |                    |                                          |
|                           |                                         |                    |                                          |
|                           | (e)<br>Transfer of gift                 |                    |                                          |
|                           | Transferee's name, address, and ZIP + 4 |                    | Relationship of transferor to transferee |
|                           |                                         |                    |                                          |
|                           |                                         |                    |                                          |
|                           |                                         |                    |                                          |
|                           | (e)<br>Transfer of gift                 |                    |                                          |
|                           | Transferee's name, address, and ZIP + 4 |                    | Relationship of transferor to transferee |
|                           |                                         |                    |                                          |
|                           |                                         |                    |                                          |
|                           |                                         |                    |                                          |
|                           | (e)<br>Transfer of gift                 |                    |                                          |
|                           | Transferee's name, address, and ZIP + 4 |                    | Relationship of transferor to transferee |
|                           |                                         |                    |                                          |
|                           |                                         |                    |                                          |
|                           |                                         |                    |                                          |
|                           | (e)<br>Transfer of gift                 |                    |                                          |
|                           | Transferee's name, address, and ZIP + 4 |                    | Relationship of transferor to transferee |
|                           |                                         |                    |                                          |
|                           |                                         |                    |                                          |
|                           |                                         |                    |                                          |
|                           | (e)<br>Transfer of gift                 |                    |                                          |
|                           | Transferee's name, address, and ZIP + 4 |                    | Relationship of transferor to transferee |
|                           |                                         |                    |                                          |
|                           |                                         |                    |                                          |
|                           |                                         |                    |                                          |

BAA

2012

## FEDERAL STATEMENTS

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CLIENT CINNABAR

THE CINNABAR FOUNDATION  
C/O HOLMES & TURNER

81-0415045

4/30/13

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STATEMENT 1  
FORM 990-PF, PART I, LINE 11  
OTHER INCOME

|                       | (A)<br>REVENUE<br>PER BOOKS | (B) NET<br>INVESTMENT<br>INCOME | (C)<br>ADJUSTED<br>NET INCOME |
|-----------------------|-----------------------------|---------------------------------|-------------------------------|
| ROYALTIES CONTRIBUTED |                             |                                 |                               |
| TOTAL                 | \$ 258.                     | \$ 258.                         | \$ 0.                         |

STATEMENT 2  
FORM 990-PF, PART I, LINE 16B  
ACCOUNTING FEES

|                              | (A)<br>EXPENSES<br>PER BOOKS | (B) NET<br>INVESTMENT<br>INCOME | (C)<br>ADJUSTED<br>NET INCOME | (D)<br>CHARITABLE<br>PURPOSES |
|------------------------------|------------------------------|---------------------------------|-------------------------------|-------------------------------|
| BOOKKEEPING AND TAX SERVICES | \$ 14,000.                   |                                 |                               | \$ 12,600.                    |
| TOTAL                        | \$ 14,000.                   | \$ 0.                           | \$ 0.                         | \$ 12,600.                    |

STATEMENT 3  
FORM 990-PF, PART I, LINE 18  
TAXES

|                                 | (A)<br>EXPENSES<br>PER BOOKS | (B) NET<br>INVESTMENT<br>INCOME | (C)<br>ADJUSTED<br>NET INCOME | (D)<br>CHARITABLE<br>PURPOSES |
|---------------------------------|------------------------------|---------------------------------|-------------------------------|-------------------------------|
| EXCISE TAXES                    | \$ 4,748.                    |                                 |                               |                               |
| PAYROLL TAXES                   | 2,780.                       |                                 |                               | \$ 2,518.                     |
| PROPERTY TAXES                  | 125.                         |                                 |                               | 125.                          |
| TAXES DEDUCTED FROM INVESTMENTS | 210.                         | \$ 210.                         |                               |                               |
| TOTAL                           | \$ 7,863.                    | \$ 210.                         | \$ 0.                         | \$ 2,643.                     |

STATEMENT 4  
FORM 990-PF, PART I, LINE 23  
OTHER EXPENSES

|                               | (A)<br>EXPENSES<br>PER BOOKS | (B) NET<br>INVESTMENT<br>INCOME | (C)<br>ADJUSTED<br>NET INCOME | (D)<br>CHARITABLE<br>PURPOSES |
|-------------------------------|------------------------------|---------------------------------|-------------------------------|-------------------------------|
| ADVERTISING                   | \$ 4,000.                    |                                 |                               | \$ 4,000.                     |
| BANK FEES                     | 222.                         |                                 |                               |                               |
| DUES & MEMBERSHIPS            | 75.                          |                                 |                               | 38.                           |
| INSURANCE                     | 1,332.                       |                                 |                               |                               |
| INVESTMENT COMMISSIONS & FEES | 158.                         | \$ 158.                         |                               |                               |
| LICENSES & REGISTRATIONS      | 15.                          |                                 |                               |                               |
| MEALS                         | 710.                         |                                 |                               | 702.                          |
| MISCELLANEOUS                 | 50.                          |                                 |                               | 50.                           |
| PROGRAM INITIATIVES           | 19,304.                      |                                 |                               | 19,304.                       |
| TELEPHONE                     | 1,688.                       |                                 |                               | 1,591.                        |

2012

## FEDERAL STATEMENTS

PAGE 2

CLIENT CINNABAR

THE CINNABAR FOUNDATION  
C/O HOLMES & TURNER

81-0415045

4/30/13

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STATEMENT 4 (CONTINUED)  
FORM 990-PF, PART I, LINE 23  
OTHER EXPENSES

|                                   | (A)<br>EXPENSES<br>PER BOOKS | (B) NET<br>INVESTMENT<br>INCOME | (C)<br>ADJUSTED<br>NET INCOME | (D)<br>CHARITABLE<br>PURPOSES |
|-----------------------------------|------------------------------|---------------------------------|-------------------------------|-------------------------------|
| WORKERS COMPENSATION INSURANCE .. | \$ 390.                      |                                 |                               | \$ 351.                       |
| TOTAL                             | \$ 27,944.                   | \$ 158.                         | \$ 0.                         | \$ 26,036.                    |

STATEMENT 5  
FORM 990-PF, PART II, LINE 14  
LAND, BUILDINGS, AND EQUIPMENT

| CATEGORY                | BASIS   | ACCUM.<br>DEPREC. | BOOK<br>VALUE | FAIR MARKET<br>VALUE |
|-------------------------|---------|-------------------|---------------|----------------------|
| MACHINERY AND EQUIPMENT | \$ 782. | \$ 416.           | \$ 366.       | \$ 366.              |
| TOTAL                   | \$ 782. | \$ 416.           | \$ 366.       | \$ 366.              |

STATEMENT 6  
FORM 990-PF, PART III, LINE 3  
OTHER INCREASES

|                                               |            |
|-----------------------------------------------|------------|
| RECAPTURE OF LOSS ON IMPAIRMENT OF LAND ..... | \$ 27,999. |
| TOTAL                                         | \$ 27,999. |

STATEMENT 7  
FORM 990-PF, PART VIII, LINE 1  
LIST OF OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES

| NAME AND ADDRESS                                                    | TITLE AND<br>AVERAGE HOURS<br>PER WEEK DEVOTED | COMPEN-<br>SATION | CONTRI-<br>BUTION TO<br>EBP & DC | EXPENSE<br>ACCOUNT/<br>OTHER |
|---------------------------------------------------------------------|------------------------------------------------|-------------------|----------------------------------|------------------------------|
| ROBIN TAWNEY<br>3545 PATTEE CANYON ROAD<br>MISSOULA, MT 59802       | CHAIR<br>0                                     | \$ 0.             | \$ 0.                            | \$ 0.                        |
| JAMES POSEWITZ<br>PO BOX 5088<br>HELENA, MT 59604                   | EMERITUS MEMBER<br>0                           |                   | 0.                               | 0.                           |
| RICK HUBBARD SARGENT<br>1610 COUGAR RIDGE ROAD<br>BUELTON, CA 93427 | SECRETARY<br>0                                 |                   | 0.                               | 0.                           |
| ERNEST J TURNER<br>1283 N 14TH AVE, STE 201<br>BOZEMAN, MT 59715    | TREASURER<br>0                                 |                   | 0.                               | 0.                           |

CLIENT CINNABAR

THE CINNABAR FOUNDATION  
C/O HOLMES & TURNER

81-0415045

4/30/13

07 02PM

**STATEMENT 7 (CONTINUED)**  
**FORM 990-PF, PART VIII, LINE 1**  
**LIST OF OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES**

| NAME AND ADDRESS                                                   | TITLE AND<br>AVERAGE HOURS<br>PER WEEK DEVOTED | COMPEN-<br>SATION | CONTRI-<br>BUTION TO<br>EBP & DC | EXPENSE<br>ACCOUNT/<br>OTHER |
|--------------------------------------------------------------------|------------------------------------------------|-------------------|----------------------------------|------------------------------|
| WILLIAM MADDEN<br>2066 STADIUM DRIVE, STE 104<br>BOZEMAN, MT 59715 | DIRECTOR<br>0                                  | \$ 0.             | \$ 0.                            | \$ 0.                        |
| STEVEN S. THOMPSON<br>PO BOX 4471<br>WHITEFISH, MT 59937           | EXECUTIVE DIREC<br>30.00                       | 36,000.           | 0.                               | 2,397.                       |
| GORDON "CORKY" BRITTAN<br>PO BOX 1360<br>LIVINGSTON, MT 59047      | DIRECTOR<br>0                                  | 0.                | 0.                               | 0.                           |
| GRANT PARKER<br>655 E. BECKWITH AVE.<br>MISSOULA, MT 59801         | DIRECTOR<br>0                                  | 0.                | 0.                               | 0.                           |
| JUDI STAUFFER<br>1610 COUGAR RIDGE ROAD<br>BUELTON, CA 93427       | SECRETARY<br>0                                 | 0.                | 0.                               | 0.                           |
| TOTAL                                                              |                                                | \$ 36,000.        | \$ 0.                            | \$ 2,397.                    |

**STATEMENT 8**  
**FORM 990-PF, PART XV, LINE 2A-D**  
**APPLICATION SUBMISSION INFORMATION**

|                         |                                                              |
|-------------------------|--------------------------------------------------------------|
| NAME OF GRANT PROGRAM:  | THE CINNABAR FOUNDATION                                      |
| NAME:                   | STEVE THOMPSON                                               |
| CARE OF:                | PO BOX 5282                                                  |
| STREET ADDRESS:         | WHITEFISH, MT 59937                                          |
| CITY, STATE, ZIP CODE:  |                                                              |
| TELEPHONE:              |                                                              |
| E-MAIL ADDRESS:         |                                                              |
| FORM AND CONTENT:       | DETAILED EXPLANATION OF PAST, PRESENT AND FUTURE ACTIVITIES. |
| SUBMISSION DEADLINES:   | VARIES - REFER TO CONTACT ABOVE                              |
| RESTRICTIONS ON AWARDS: | NONE.                                                        |

The Cinnabar Foundation  
TIN: 81-0415045  
December 31, 2012

Attachment to Form 990-PF, Page 1, Part I, Lines 10(a-c) - Inventory book sales

|                               |      |
|-------------------------------|------|
| 2012 Mtn Press sale of 1 book | \$ - |
| Total book sales              | -    |
| Cost of 1 books sold          | (31) |
| Total cost of books sold      | (31) |
| Gross profit/(loss)           | (31) |

The Cinnabar Foundation  
TIN: 81-0415045  
December 31, 2012

Attachment to Form 990-PF, Page 1, Part I, Lines 16 (a-c) - Professional fees

| <u>Name of Provider</u>                   | <u>Type of Service Provided</u>                                       | <u>Amount Paid</u> |
|-------------------------------------------|-----------------------------------------------------------------------|--------------------|
| <u>Line 16a, Legal Fees:</u>              |                                                                       |                    |
|                                           |                                                                       | \$ -               |
|                                           |                                                                       | \$ -               |
| <u>Line 16b, Accounting Fees:</u>         |                                                                       |                    |
| Holmes & Turner                           | Bookkeeping and preparation of payroll and<br>Form 990-PF tax returns | \$ 14,000          |
|                                           |                                                                       |                    |
|                                           |                                                                       | \$ 14,000          |
| <u>Line 16c, Other Professional Fees:</u> |                                                                       |                    |
|                                           |                                                                       | \$ -               |
|                                           |                                                                       |                    |
|                                           |                                                                       | \$ -               |

December 31, 2012

- a The property's book value is reported on line 11, column (b), of Part II.
- b The property's book value is reported on line 14, column (b), of Part II.
- c Depreciation expense (all noninvestment assets) is reported on line 19 of Part I.
- d (Cost or Other Basis) - (Prior Years' Depreciation) - (Depreciation Expense) = Book Value

The Cinnabar Foundation

TIN: 81-0415045

December 31, 2012

Form 990-PF, Page 2, Part II, Line 10a, 10b, and 10c, Columns (b) and (c) - Investments

|                                                                    | Book Value<br>(Cost) | FMV                 |
|--------------------------------------------------------------------|----------------------|---------------------|
| <u>Investments - Corporate stocks:</u>                             |                      |                     |
| 4,000 shares AT&T Inc. common stock                                | \$ 118,479.93        | \$ 134,840.00       |
| 2,500 shares Astrazeneca Plc common stock                          | 119,199.60           | 118,175.00          |
| 3,000 shares B & G Foods, Inc. common stock                        | 84,670.33            | 84,930.00           |
| 1,000 shares Baxter International, Inc. common stock               | 88,953.06            | 133,320.00          |
| 8,000 shares Bristol Myers Squibb Co. common stock                 | 215,549.47           | 260,720.00          |
| 3,000 shares CenturyLink Inc. common stock                         | 121,129.45           | 117,360.00          |
| 1 share Comdisco Holdings Co, Inc. common stock                    | -                    | 4.99                |
| 2,000 shares Danaher Corp. common stock                            | 84,345.26            | 111,800.00          |
| 1,666 shares Duke Energy Corporation common stock                  | 103,280.24           | 106,290.80          |
| 3,000 shares EMC Corporation (Mass) common stock                   | 35,602.84            | 75,900.00           |
| 810 Express Scripts Holding Co. common stock                       | 17,006.69            | 43,740.00           |
| 887 shares Exxon Mobil Corp. common stock                          | 55,255.12            | 76,769.85           |
| 2,700 shares General Electric Co. common stock                     | 74,776.53            | 56,673.00           |
| 3,000 shares General Mills Inc. common stock                       | 120,381.51           | 121,260.00          |
| 3,000 shares Harris Corp. common stock                             | 125,880.81           | 146,880.00          |
| 2,500 shares Honeywell Intl Inc. common stock                      | 76,391.70            | 158,675.00          |
| 3,000 shares Intel Corp common stock                               | 75,073.63            | 61,860.00           |
| 2,000 shares Johnson & Johnson common stock                        | 131,601.37           | 140,200.00          |
| 3,700 shares Johnson Controls Inc. common stock                    | 124,860.43           | 113,479.00          |
| 4,000 shares Kellogg Co. common stock                              | 208,307.46           | 223,400.00          |
| 2,000 shares Kimberly Clark Corp. common stock                     | 140,933.45           | 168,860.00          |
| 1,500 shares Lockheed Martin Corp. common stock                    | 139,853.76           | 138,435.00          |
| 5,250 shares MDU Res Group Inc. common stock                       | 93,825.34            | 111,510.00          |
| 3,000 shares McDonalds Corp. common stock                          | 182,277.36           | 264,630.00          |
| 2,000 shares McGraw-Hill Companies Inc. common stock               | 99,441.69            | 109,340.00          |
| 2,000 shares Merck & Company Inc. common stock                     | 86,392.88            | 81,880.00           |
| 3,000 shares Oil Dri Corp. Amer. common stock                      | 66,030.72            | 82,800.00           |
| 2,000 shares Procter & Gamble Co. common stock                     | 129,490.54           | 135,780.00          |
| 500 shares Thornburg Mortgage Inc. common stock                    | 20,653.50            | -                   |
| 429 shares Unilever NV New York common stock                       | 9,012.52             | 16,430.70           |
| 2,000 shares Verizon Communications common stock                   | 60,581.46            | 86,540.00           |
| 8,000 shares Wisdomtree Investments Inc. common stock              | 65,799.90            | 48,960.00           |
| 3,366 shares WMI Holdings Corp. common stock                       | 108,182.98           | 2,827.44            |
| 5,000 shares Federal Home Loan Mortgage Corp. preferred stock      | 51,675.83            | 8,750.00            |
| 5,000 shares Federal National Mortgage Association preferred stock | 56,665.00            | 8,350.00            |
|                                                                    | <u>\$ 3,291,562</u>  | <u>\$ 3,551,370</u> |

The Cinnabar Foundation

TIN: 81-0415045

December 31, 2012

Form 990-PF, Page 2, Part II, Line 10a, 10b, and 10c, Columns (b) and (c) - Investments

|                                                     | Book Value<br>(Cost) | FMV                 |
|-----------------------------------------------------|----------------------|---------------------|
| <u>Investments - Corporate bonds:</u>               |                      |                     |
| American Express 6.900% 09/15/15                    | \$ 100,005.00        | \$ 113,505.00       |
| Caterpillar Financial Services Corp 6.200% 09/30/13 | 207,656.60           | 208,634.00          |
| Commercial Metals Co 5.625% 11/15/13                | 203,392.99           | 206,000.00          |
| Electronic Data Sys Corp. 6.000% 09/30/13           | 125,163.01           | 128,147.50          |
| Ford Motor Credit Corp. 1.500% 12/20/13             | 100,007.00           | 99,724.00           |
| Ford Motor Credit Corp. 2.250% 6/20/15              | 100,007.00           | 99,367.00           |
| Fortune Brands Inc 6.375% 06/15/14                  | 124,803.76           | 127,194.56          |
| GATX Corp 8.750% 05/15/14                           | 108,739.60           | 110,041.00          |
| Goldman Sachs Group Inc. 3.625% 2/07/16             | 150,854.91           | 158,778.00          |
| Goldman Sachs Group Inc. 3.700% 8/01/15             | 152,598.64           | 158,308.50          |
| Hartford Life Insurance 5.950% 05/15/15             | 200,000.00           | 201,510.00          |
| Hartford Life Insurance 6.020% 03/15/17             | 100,000.00           | 102,033.00          |
| Hewlett Packard Co. 2.350% 3/15/13                  | 100,547.68           | 100,445.00          |
| Hewlett Packard Co. 2.650% 6/01/16                  | 153,003.20           | 149,677.50          |
| Home Depot 5.400% 3/01/16                           | 97,967.93            | 114,242.00          |
| Lehman Brothers Holdings Inc. 0.000% 10/29/19       | 270,265.26           | 64,125.00           |
| Morgan Stanley 2.875% 01/24/14                      | 201,597.44           | 203,360.00          |
| Morgan Stanley Group 6.575% 07/28/18                | 100,000.00           | 99,250.00           |
| Odyssey RE Hldgs Corp 7.650% 11/01/13               | 154,625.62           | 160,729.56          |
| Prudential Financial Inc 0.000% 05/10/18            | 200,000.00           | 208,360.00          |
| Qwest Corp 7.500% 10/01/14                          | 165,038.02           | 169,645.95          |
| Safeway Inc. 3.400% 12/01/16                        | 154,659.03           | 154,908.00          |
| Textron Inc 6.200% 03/15/15                         | 105,973.99           | 109,603.00          |
| Tribune Company 4.875% 08/15/10                     | 100,088.49           | 42,000.00           |
|                                                     | <u>\$ 3,476,995</u>  | <u>\$ 3,289,588</u> |

Form 990-PF, Page 2, Part II, Line 13, Columns (b) and (c) - Investments - other

|                         |                   |                   |
|-------------------------|-------------------|-------------------|
| Interest receivable     | \$ 28,769         | \$ 28,769         |
| Certificates of deposit | 422,063           | 422,063           |
|                         | <u>\$ 450,832</u> | <u>\$ 450,832</u> |

Attachment to Form 990-PF, Page 11, Part XV, Line 3 - Grants and Contributions Paid During the Year

| Name and address of recipient                                       | City                        | State / Province | Zip   | Foundation status      | Purpose of grant                                     | Amount      |
|---------------------------------------------------------------------|-----------------------------|------------------|-------|------------------------|------------------------------------------------------|-------------|
| Absaroka Beartooth Wilderness Foundation                            | PO Box 392                  | MT               | 59068 | 501(c)3                | To promote environmental protection and conservation | \$ 2,000.00 |
| American Rivers - Northern Rockies Office                           | 321 East Main St, Suite 408 | MT               | 59715 | 501(c)3                |                                                      | 2,000.00    |
| Backcountry Hunters and Anglers, Montana Chapter                    | 1295 Lena Lane              | MT               | 59804 | 501(c)3                |                                                      | 1,000.00    |
| Backcountry Hunters and Anglers, Montana Chapter                    | 1295 Lena Lane              | MT               | 59804 | 501(c)3                |                                                      | 500.00      |
| Beaverhead-Deerlodge Working Group - National Forest Foundation     | 2105 Garfield               | MT               | 59711 | 501(c)3                |                                                      | 2,000.00    |
| Big Hole Watershed Committee                                        | PO Box 21                   | MT               | 59727 | 501(c)3                |                                                      | 3,000.00    |
| Big Hole Watershed Committee                                        | PO Box 21                   | MT               | 59727 | 501(c)3                |                                                      | 2,000.00    |
| Bitterroot Land Trust                                               | P O Box 1806                | MT               | 59840 | 501(c)3                |                                                      | 6,000.00    |
| Bitterroot Land Trust                                               | P O Box 1806                | MT               | 59840 | 501(c)3                |                                                      | 2,000.00    |
| Bitterroot Water Forum                                              | PO Box 1247                 | MT               | 59840 | 501(c)3                |                                                      | 3,000.00    |
| Blackfoot Challenge                                                 | 405 Main Street             | MT               | 59854 | 501(c)3                |                                                      | 4,000.00    |
| Cabinet Resource Group                                              | PO Box 238                  | MT               | 59844 | 501(c)3                |                                                      | 3,000.00    |
| Center for Large Landscape Conservation                             | PO Box 1587                 | MT               | 59771 | 501(c)3                |                                                      | 1,000.00    |
| Center for Large Landscape Conservation                             | PO Box 1587                 | MT               | 59771 | 501(c)3                |                                                      | 1,000.00    |
| Citizens for a Better Flathead                                      | PO Box 771                  | MT               | 59903 | 501(c)3                |                                                      | 4,000.00    |
| Clark Fork Coalition                                                | PO Box 7593                 | MT               | 59807 | 501(c)3                |                                                      | 10,000.00   |
| Clark Fork Coalition                                                | PO Box 7593                 | MT               | 59807 | 501(c)3                |                                                      | 2,000.00    |
| Clark Fork-Pend Oreille Conservancy/Kaniksu Land Trust              | PO Box 2123                 | ID               | 83864 | 501(c)3                |                                                      | 2,000.00    |
| Climate Solutions                                                   | 340 Woodford St             | MT               | 59801 | 501(c)3                |                                                      | 3,000.00    |
| Community Food & Agriculture Coalition                              | PO Box 7025                 | MT               | 59807 | 501(c)3                |                                                      | 2,000.00    |
| Conservation Hawks                                                  | PO Box 2852                 | MT               | 59911 | 501(c)3                |                                                      | 2,000.00    |
| Craighead Beringia South                                            | 738 Toole Ave, Apt #3       | MT               | 59802 | 501(c)3                |                                                      | 2,000.00    |
| Deer Lodge Valley Conservation District - Powell County, Montana    | 1002 Hollenback Rd          | MT               | 59722 | Governmental agency    |                                                      | 1,000.00    |
| Ecology Project International                                       | 315 South 4th St E          | MT               | 59801 | 501(c)3                |                                                      | 1,000.00    |
| Five Valleys Land Trust                                             | PO Box 8953                 | MT               | 59807 | 501(c)3                |                                                      | 7,000.00    |
| Five Valleys Land Trust                                             | PO Box 8953                 | MT               | 59807 | 501(c)3                |                                                      | 2,000.00    |
| Flathead Audubon Society                                            | 20 Hanson Doyle Lane        | MT               | 59937 | 501(c)3                |                                                      | 2,000.00    |
| Flathead Land Trust                                                 | PO Box 1913                 | MT               | 59903 | 501(c)3                |                                                      | 7,000.00    |
| Flathead Land Trust                                                 | PO Box 1913                 | MT               | 59903 | 501(c)3                |                                                      | 2,000.00    |
| Foys to Blacktail Trails                                            | P O Box 81                  | MT               | 59903 | 501(c)3                |                                                      | 4,000.00    |
| Friends of Scotchman Peak                                           | PO Box 2061                 | ID               | 83864 | 501(c)3                |                                                      | 3,000.00    |
| Friends of Scotchman Peak                                           | PO Box 2061                 | ID               | 83864 | 501(c)3                |                                                      | 1,000.00    |
| Friends of the Missouri Breaks Monument                             | 224 W Main St #202          | MT               | 59457 | 501(c)3                |                                                      | 3,000.00    |
| Friends of the Missouri Breaks Monument                             | 224 W Main St #202          | MT               | 59457 | 501(c)3                |                                                      | 2,000.00    |
| Friends of Two Rivers                                               | PO Box 376                  | MT               | 59851 | 501(c)3                |                                                      | 2,000.00    |
| Gallatin Valley Land Trust                                          | PO Box 7021                 | MT               | 59771 | 501(c)3                |                                                      | 7,000.00    |
| Gallatin Valley Land Trust                                          | PO Box 7021                 | MT               | 59771 | 501(c)3                |                                                      | 2,000.00    |
| Gallatin Wilderness & Rec Partnership-Greater Yellowstone Coalition | PO Box 2003                 | MT               | 59771 | 501(c)3                |                                                      | 2,000.00    |
| Gateway to Glacier Trail                                            | PO Box 450                  | MT               | 59936 | 501(c)3                |                                                      | 3,000.00    |
| Great Bear Foundation                                               | PO Box 9383                 | MT               | 59807 | 501(c)3                |                                                      | 1,000.00    |
| Great Burn Study Group                                              | 1434 Jackson Street         | MT               | 59802 | 501(c)3                |                                                      | 5,000.00    |
| Greater Gallatin Watershed Council                                  | PO Box 571                  | MT               | 59715 | 501(c)3                |                                                      | 3,000.00    |
| Hamilton School District #3                                         | 327 Fairgrounds Rd          | MT               | 59840 | Public school district |                                                      | 1,000.00    |
| Hamilton School District #3                                         | 327 Fairgrounds Rd          | MT               | 59840 | Public school district |                                                      | 1,000.00    |
| Headwaters Montana                                                  | 545 Holt Dr                 | MT               | 59911 | 501(c)3                |                                                      | 1,000.00    |
| Headwaters Montana                                                  | 545 Holt Dr                 | MT               | 59911 | 501(c)3                |                                                      | 1,000.00    |
| Invasive Species Action Network                                     | 215 East Lewis, #203        | MT               | 59047 | 501(c)3                |                                                      | 2,000.00    |

Attachment to Form 990-PF, Page 11, Part XV, Line 3 - Grants and Contributions Paid During the Year (continued)

|                                                                       |                            |             |    |       |                |                                                      |           |
|-----------------------------------------------------------------------|----------------------------|-------------|----|-------|----------------|------------------------------------------------------|-----------|
| Jack Creek Preserve Foundation                                        | PO Box 160925              | Big Sky     | MT | 59716 | 501(c)3        | To promote environmental protection and conservation | 2,000.00  |
| Madison Farm to Fork                                                  | PO Box 213                 | Ennis       | MT | 59729 | 501(c)3        |                                                      | 3,000.00  |
| Madison Valley Ranchlands Group                                       | PO Box 330                 | Ennis       | MT | 59729 | 501(c)3        |                                                      | 3,000.00  |
| Montana Association of Land Trusts                                    | PO Box 892                 | Helena      | MT | 59624 | 501(c)3        |                                                      | 3,000.00  |
| Montana Conservation Voters Education Fund                            | Box 853                    | Billings    | MT | 59103 | 501(c)3        |                                                      | 6,000.00  |
| Montana Conservation Voters Education Fund                            | Box 853                    | Billings    | MT | 59103 | 501(c)3        |                                                      |           |
| Montana Environmental Information Center                              | PO Box 1184                | Helena      | MT | 59624 | 501(c)3        |                                                      | 10,000.00 |
| Montana Environmental Information Center                              | PO Box 1184                | Helena      | MT | 59624 | 501(c)3        |                                                      | 5,000.00  |
| Montana Forest Restoration Committee                                  | PO Box 16885               | Missoula    | MT | 59808 | 501(c)3        | fiscal agent. Blackfoot Challenge (501(c)3)          | 1,000.00  |
| Montana Game Wardens Educational and Charitable Fund                  | PO Box 68                  | Helena      | MT | 59624 | Public charity |                                                      | 3,000.00  |
| Montana Native Plant Society                                          | 929 Locust                 | Missoula    | MT | 59802 | 501(c)3        |                                                      | 2,000.00  |
| Montana Natural History Center                                        | 120 Hickory Street         | Missoula    | MT | 59801 | 501(c)3        |                                                      | 7,000.00  |
| Montana Outdoor Science School                                        | PO Box 502                 | Bozeman     | MT | 59771 | 501(c)3        |                                                      | 5,000.00  |
| Montana Raptor Conservation Center                                    | PO Box 4061                | Bozeman     | MT | 59772 | 501(c)3        |                                                      | 2,000.00  |
| Montana Renewable Energy Association                                  | PO Box 673                 | Missoula    | MT | 59803 | 501(c)3        |                                                      | 3,000.00  |
| Montana State University Foundation - Transportation Institute        | PO Box 174250              | Bozeman     | MT | 59717 | 501(c)3        |                                                      | 3,000.00  |
| Montana State University Foundation - Montana Institute on Ecosystems | PO Box 173490              | Bozeman     | MT | 59717 | 501(c)3        |                                                      | 7,000.00  |
| Montana Trout Unlimited                                               | PO Box 7186                | Missoula    | MT | 59807 | 501(c)3        |                                                      | 5,000.00  |
| Montana Trout Unlimited                                               | PO Box 7186                | Missoula    | MT | 59807 | 501(c)3        |                                                      | 2,000.00  |
| Montana Wilderness Association                                        | 30 South Ewing             | Helena      | MT | 59601 | 501(c)3        |                                                      | 8,000.00  |
| Montana Wilderness Association                                        | 30 South Ewing             | Helena      | MT | 59601 | 501(c)3        |                                                      | 2,000.00  |
| Montana Wildlife Federation                                           | PO Box 1175                | Helena      | MT | 59624 | 501(c)3        |                                                      | 8,000.00  |
| Montana Wildlife Federation                                           | PO Box 1175                | Helena      | MT | 59624 | 501(c)3        |                                                      | 500.00    |
| National Center for Appropriate Technology                            | PO Box 3838                | Butte       | MT | 59702 | 501(c)3        |                                                      | 2,000.00  |
| National Parks Conservation Association - Yellowstone Office          | 321 E. Main St, Suite 320  | Bozeman     | MT | 59715 | 501(c)3        |                                                      | 4,000.00  |
| National Wildlife Federation                                          | 240 N Higgins #2           | Missoula    | MT | 59802 | 501(c)3        |                                                      | 7,000.00  |
| Nature Conservancy of Montana                                         | 32 South Ewing             | Helena      | MT | 59601 | 501(c)3        |                                                      | 4,000.00  |
| Northern Plains Resource Council                                      | 220 South 27th St, Suite A | Billings    | MT | 59101 | 501(c)3        |                                                      | 10,000.00 |
| Northern Plains Resource Council                                      | 220 South 27th St, Suite A | Billings    | MT | 59101 | 501(c)3        |                                                      | 5,000.00  |
| Northern Plains Resource Council                                      | 220 South 27th St, Suite A | Billings    | MT | 59101 | 501(c)3        |                                                      | 5,000.00  |
| Northern Plains Resource Council                                      | 220 South 27th St, Suite A | Billings    | MT | 59101 | 501(c)3        |                                                      | 1,000.00  |
| Northern Rockies Conservation Cooperative                             | 185 Center St, Ste C/D     | Jackson     | WY | 83001 | 501(c)3        |                                                      | 1,000.00  |
| Northwest Connections                                                 | PO Box 1309                | Swan Valley | MT | 59826 | 501(c)3        |                                                      | 3,000.00  |
| Northwest Connections                                                 | PO Box 1309                | Swan Valley | MT | 59826 | 501(c)3        |                                                      | 1,000.00  |
| Our Montana                                                           | PO Box 699                 | Billings    | MT | 59103 | 501(c)3        |                                                      | 2,000.00  |
| Owl Research Institute                                                | PO Box 39                  | Charlo      | MT | 59824 | 501(c)3        |                                                      | 1,000.00  |
| Park County Environmental Council                                     | PO Box 164                 | Livingston  | MT | 59047 | 501(c)3        |                                                      | 2,000.00  |
| Prickly Pear Land Trust                                               | PO Box 892                 | Helena      | MT | 59624 | 501(c)3        |                                                      | 7,000.00  |
| Prickly Pear Land Trust                                               | PO Box 892                 | Helena      | MT | 59624 | 501(c)3        |                                                      | 2,000.00  |
| Raptor View Research Institute                                        | PO Box 4323                | Missoula    | MT | 59806 | 501(c)3        |                                                      | 2,000.00  |
| Raptors of the Rockies                                                | PO Box 250                 | Florence    | MT | 59833 | 501(c)3        |                                                      | 3,000.00  |
| Rocky Mountain College - Yellowstone River Research Center            | 1511 Poly Ave              | Billings    | MT | 59102 | 501(c)3        |                                                      | 3,000.00  |
| Rocky Mountain Elk Foundation                                         | 5705 Grant Creek           | Missoula    | MT | 59808 | 501(c)3        |                                                      | 5,000.00  |
| S A V E Foundation                                                    | PO Box 1481                | Helena      | MT | 59624 | 501(c)3        |                                                      | 1,000.00  |
| Sun River Watershed Group                                             | 816 Grizzly Drive          | Great Falls | MT | 59404 | 501(c)3        |                                                      | 3,000.00  |
| -Swan Ecosystem Center                                                | 6887 Hwy 83                | Condon      | MT | 59826 | 501(c)3        |                                                      | 3,000.00  |
| Swan Ecosystem Center                                                 | 6887 Hwy 83                | Condon      | MT | 59826 | 501(c)3        |                                                      | 1,000.00  |
| Swan View Coalition                                                   | 3165 Foothill Road         | Kalispell   | MT | 59901 | 501(c)3        |                                                      | 4,000.00  |
| The Cinnabar Foundation                                               |                            |             |    |       |                |                                                      |           |

[illegible]

THE CINNABAR FOUNDATION  
C/O HOLMES & TURNER

81-0415045

OMB No 1545-0976

Form **990-W**

(Worksheet)

Department of the Treasury  
Internal Revenue Service

FOR FORM 990-PF PURPOSES  
**Estimated Tax on Unrelated Business Taxable  
Income for Tax-Exempt Organizations**  
(and on Investment Income for Private Foundations)  
(Keep for your records. Do not send to the Internal Revenue Service.)

**2013**

|     |                                                                                                                                                                                               |     |        |
|-----|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----|--------|
| 1   | Unrelated business taxable income expected in the tax year                                                                                                                                    | 1   |        |
| 2   | Tax on the amount on line 1. See instructions for tax computation                                                                                                                             | 2   |        |
| 3   | Alternative minimum tax (see instructions)                                                                                                                                                    | 3   |        |
| 4   | Total. Add lines 2 and 3.                                                                                                                                                                     | 4   |        |
| 5   | Estimated tax credits (see instructions)                                                                                                                                                      | 5   |        |
| 6   | Subtract line 5 from line 4                                                                                                                                                                   | 6   |        |
| 7   | Other taxes (see instructions)                                                                                                                                                                | 7   |        |
| 8   | Total. Add lines 6 and 7                                                                                                                                                                      | 8   |        |
| 9   | Credit for federal tax paid on fuels (see instructions)                                                                                                                                       | 9   |        |
| 10a | Subtract line 9 from line 8. <b>Note.</b> If less than \$500, the organization is not required to make estimated tax payments. Private foundations, see instructions                          | 10a | 2,960. |
| b   | Enter the tax shown on the 2012 return (see instructions). <b>Caution.</b> If zero or the tax year was for less than 12 months, skip this line and enter the amount from line 10a on line 10c | 10b |        |
| c   | <b>2013 Estimated Tax.</b> Enter the smaller of line 10a or line 10b. If the organization is required to skip line 10b, enter the amount from line 10a on line 10c                            | 10c | 2,960. |

|                                                                                                                                                                                                                                                    | (a)        | (b)     | (c)     | (d)      |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------|---------|---------|----------|
| 11 <b>Installment due dates</b> (see instructions)                                                                                                                                                                                                 | 11 5/15/13 | 6/17/13 | 9/16/13 | 12/16/13 |
| 12 <b>Required installments.</b> Enter 25% of line 10c in columns (a) through (d) unless the organization uses the annualized income installment method, the adjusted seasonal installment method, or is a 'large organization' (see instructions) | 12 740.    | 740.    | 740.    | 740.     |
| 13 <b>2012 Overpayment.</b> (see instructions)                                                                                                                                                                                                     | 13 740.    | 740.    | 353.    | 0.       |
| 14 <b>Payment due.</b> (Subtract line 13 from line 12.)                                                                                                                                                                                            | 14 0.      | 0.      | 387.    | 740.     |

BAA For Paperwork Reduction Act Notice, see instructions.

Form 990-W (2013)

**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](http://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**

|                                                               |                                                                                         |                                         |
|---------------------------------------------------------------|-----------------------------------------------------------------------------------------|-----------------------------------------|
| <b>Type or print</b>                                          | Name of exempt organization or other filer, see instructions                            | Employer identification number (EIN) or |
|                                                               | THE CINNABAR FOUNDATION<br>C/O HOLMES & TURNER                                          | 81-0415045                              |
|                                                               | Number, street, and room or suite number. If a P.O. box, see instructions               | Social security number (SSN)            |
|                                                               | 1283 N 14TH AVE #201                                                                    |                                         |
| File by the due date for filing your return. See instructions | City, town or post office, state, and ZIP code. For a foreign address, see instructions |                                         |
|                                                               | BOZEMAN, MT 59715                                                                       |                                         |

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

**04**

| 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 (section 401(a) or 408(a) trust) | 05          | Form 6069                | 11          |
| Form 990-T (trust other than above)         | 06          | Form 8870                | 12          |

- The books are in the care of ▶ HOLMES & TURNER

Telephone No. ▶ (406) 587-4265

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 8/15, 2013, 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 \_\_\_\_\_, 20\_\_\_\_, and ending \_\_\_\_\_, 20\_\_\_\_.

- 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

|                                                                                                                                                                                              |              |        |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------|--------|
| <b>3a</b> 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.                                   | <b>3a</b> \$ | 2,927. |
| <b>b</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. | <b>3b</b> \$ | 4,760. |
| <b>c Balance due.</b> Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.             | <b>3c</b> \$ | 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.