Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No. 1545-0052

2012

For calendar year 2012, or tax year beginning , 2012, and ending ,

Name of foundation: The Hester E. & Edwin W. Giddings Foundation

A Employer Identification number: 84-1266717

Number and street (or P O box number if mail is not delivered to street address): C/O Gregory L.Thatcher, 3 Broadmoor Ave — Room/suite:

B Telephone number (see the instructions): (719) 471-4066

City or town: Colorado Springs — State: CO — ZIP code: 80906

C If exemption application is pending, check here ► ☐

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

D 1 Foreign organizations, check here ► ☐

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

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

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

I Fair market value of all assets at end of year *(from Part II, column (c), line 16)* ► $ 1,195,300.

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

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

SCANNED JUN 2 5 2013

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))*

	Line		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
REVENUE	1	Contributions, gifts, grants, etc, received (att sch)				
	2	Ck ► ☒ if the foundn is not req to att Sch B				
	3	Interest on savings and temporary cash investments	86.	86.		
	4	Dividends and interest from securities	34,940.	34,940.		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain/(loss) from sale of assets not on line 10	-16,347.	L-6a Stmt		
	b	Gross sales price for all assets on line 6a 256,747.				
	7	Capital gain net income (from Part IV, line 2)		0.		
	8	Net short-term capital gain			0.	
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit/(loss) (att sch)				
	11	Other income (attach schedule) Partnership loss (< 1.5% interest)	-9,425.	-9,425.		
	12	**Total.** Add lines 1 through 11	9,254.	25,601.	0.	
OPERATING AND ADMINISTRATIVE EXPENSES	13	Compensation of officers, directors, trustees, etc				
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule) L-16a Stmt	1,953.			
	b	Accounting fees (attach sch) L-16b Stmt	2,550.			
	c	Other prof fees (attach sch) L-16c Stmt	11,136.	11,136.		
	17	Interest				
	18	Taxes (attach schedule)(see instrs) See Line 18 Stmt	324.			
	19	Depreciation (attach sch) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)				
	24	**Total operating and administrative expenses.** Add lines 13 through 23	15,963.	11,136.		
	25	Contributions, gifts, grants paid	80,000.			80,000.
	26	**Total expenses and disbursements.** Add lines 24 and 25	95,963.	11,136.		80,000.
	27	Subtract line 26 from line 12:				
	a	**Excess of revenue over expenses and disbursements**	-86,709.			
	b	**Net investment income** (if negative, enter -0-)		14,465.		
	c	**Adjusted net income** (if negative, enter -0-)			0.	

13

OGDEN

8

Part II Balance Sheets

	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
ASSETS	1 Cash – non-interest-bearing	859.	514.	514.
	2 Savings and temporary cash investments	213,731.	165,324.	165,324.
	3 Accounts receivable ► 1,319.			
	Less allowance for doubtful accounts ►	1,809.	1,319.	1,319.
	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			
	9 Prepaid expenses and deferred charges		150.	150.
	10a Investments – U S and state government obligations (attach schedule)			
	b Investments – corporate stock (attach schedule) L-10b Stmt	401,820.	394,499.	448,018.
	c Investments – corporate bonds (attach schedule) L-10c Stmt	59,376.	59,376.	61,536.
	11 Investments – land, buildings, and equipment basis ►			
	Less accumulated depreciation (attach schedule) ►			
	12 Investments – mortgage loans			
	13 Investments – other (attach schedule) L-13 Stmt	517,609.	487,312.	518,439.
	14 Land, buildings, and equipment basis ►			
	Less accumulated depreciation (attach schedule) ►			
	15 Other assets (describe ►)			
	16 Total assets (to be completed by all filers – see the instructions Also, see page 1, item I)	1,195,204.	1,108,494.	1,195,300.
LIABILITIES	17 Accounts payable and accrued expenses	445.	1,061.	
	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)	445.	1,061.	
NET ASSETS OR FUND BALANCES	**Foundations that follow SFAS 117, check here ► ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ► X and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	1,194,759.	1,107,433.	
	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)	1,194,759.	1,107,433.	
	31 Total liabilities and net assets/fund balances (see instructions)	1,195,204.	1,108,494.	

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	1,194,759.
2	Enter amount from Part I, line 27a	2	-86,709.
3	Other increases not included in line 2 (itemize) ►	3	
4	Add lines 1, 2, and 3	4	1,108,050.
5	Decreases not included in line 2 (itemize) ► Penalty	5	617.
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	1,107,433.

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)
1a	National Fuel Gas Company	P	05/18/11	02/09/12
b	Stanley Black & Decker Inc	P	01/11/12	06/18/12
c	Partnership K-1s	P	11/13/07	12/31/12
d	Energen Corp	P	12/29/10	10/09/12
e	See Columns (a) thru (d)			

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	25,075.		35,443.	-10,368.
b	29,853.		33,998.	-4,145.
c	0.		150.	-150.
d	29,185.		27,665.	1,520.
e	See Columns (e) thru (h)		175,838.	-3,204.

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

	(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
a				-10,368.
b				-4,145.
c				-150.
d				1,520.
e	See Columns (i) thru (l)			-3,204.

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** -16,347.

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** -14,513.

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2011	53,500.	1,302,527.	0.041074
2010	49,828.	1,399,786.	0.035597
2009	70,000.	1,314,960.	0.053234
2008	50,500.	1,575,646.	0.032050
2007	94,700.	1,739,566.	0.054439

2	**Total** of line 1, column (d)	2	0.216394
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	0.043279
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	1,249,477.
5	Multiply line 4 by line 3	5	54,076.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	145.
7	Add lines 5 and 6	7	54,221.
8	Enter qualifying distributions from Part XII, line 4	8	80,000.

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 ► ☐ and enter 'N/A' on line 1. Date of ruling or determination letter _______ **(attach copy of letter if necessary – see instrs)**			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► ☒ and enter 1% of Part I, line 27b		1	145.
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	145.
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	145.
6 Credits/Payments			
a 2012 estimated tax pmts and 2011 overpayment credited to 2012	6 a 150.		
b Exempt foreign organizations – tax withheld at source	6 b		
c Tax paid with application for extension of time to file (Form 8868)	6 c 300.		
d Backup withholding erroneously withheld	6 d		
7 Total credits and payments. Add lines 6a through 6d		7	450.
8 Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached		8	
9 **Tax due** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ►		9	
10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ►		10	305.
11 Enter the amount of line 10 to be Credited to 2013 estimated tax ► 305.	**Refunded** ►	11	

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

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

		Line	Yes	No
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 ► N/A

14 The books are in care of ► Gregory L. Thatcher, Treasurer Telephone no ► (719) 471-4066

Located at ► 3 Broadmoor Avenue Colorado Springs CO ZIP + 4 ► 80906

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

and enter the amount of tax-exempt interest received or accrued during the year ► 15

		Line	Yes	No
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	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.

			Line	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?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes ☒ No			
b	If any answer is 'Yes' to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?		1 b		
	Organizations relying on a current notice regarding disaster assistance check here ► ☐				
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?	☐ Yes ☒ No			
	If 'Yes,' list the years ► 20__ , 20__ , 20__ , 20__				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer 'No' and attach statement — see instructions.)		2 b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ► 20__ , 20__ , 20__ , 20__				
3 a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If 'Yes,' did it have excess business holdings in 2012 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.)*		3 b		
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

Part VII-B 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)? **5 b**

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? **6 b** No: X

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? **7 b**

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
Daniel B. Thatcher Colorado Springs CO 80906	President 1.00	0.	0.	0.
Therese M. Thatcher Colorado Springs CO 80906	Vice Pres 1.00	0.	0.	0.
Gregory L. Thatcher Colorado Springs CO 80906	Treasurer 1.00	0.	0.	0.
See Information about Officers, Directors, Trustees, Etc		0.	0.	0.

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

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over $50,000 ► None

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter 'NONE.'

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over $50,000 for professional services ►		None

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 None	0.
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	0.
2	
All other program-related investments See instructions	
3 NONE	0.
Total. Add lines 1 through 3 ►	None

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	1,052,862.
b	Average of monthly cash balances	1b	215,643.
c	Fair market value of all other assets (see instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	1,268,505.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	1,268,505.
4	Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	19,028.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,249,477.
6	**Minimum investment return.** Enter 5% of line 5	6	62,474.

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	62,474.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	145.		
b	Income tax for 2012 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	145.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	62,329.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	62,329.
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	62,329.

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	80,000.
b	Program-related investments — total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	80,000.
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	145.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	79,855.

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII **Undistributed Income** (see instructions)

		(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7					62,329.
2 Undistributed income, if any, as of the end of 2012					
a Enter amount for 2011 only				9,134.	
b Total for prior years: 20 __, 20 __, 20 __					
3 Excess distributions carryover, if any, to 2012:					
a From 2007	0.				
b From 2008	0.				
c From 2009	0.				
d From 2010	0.				
e From 2011	0.				
f **Total** of lines 3a through e		0.			
4 Qualifying distributions for 2012 from Part XII, line 4: ► $ 80,000.					
a Applied to 2011, but not more than line 2a				9,134.	
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					62,329.
e Remaining amount distributed out of corpus		8,537.			
5 Excess distributions carryover applied to 2012 *(If an amount appears in column (d), the same amount must be shown in column (a).)*					
6 **Enter the net total of each column as indicated below:**					
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5		8,537.			
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					
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					0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)					
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)		0.			
9 **Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a		8,537.			
10 Analysis of line 9:					
a Excess from 2008	0.				
b Excess from 2009	0.				
c Excess from 2010	0.				
d Excess from 2011	0.				
e Excess from 2012	8,537.				

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)

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

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

1 **Information Regarding Foundation Managers:**

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

Not Applicable

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

Not Applicable

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

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

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

Dr. D.B. Thatcher, President - Giddings Foundation
534 Orchestra Drive
Colorado Springs, CO 80906 (719) 475-0068

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

See attached

c Any submission deadlines

September 30 each year

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

See attached

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
Schedule attached				
		Various	See Attached	80,000.
Total			► **3a**	80,000.
b *Approved for future payment*				
Total			► **3b**	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments		86.	14		
4 Dividends and interest from securities		34,940.	14		
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		-16,347.	18		0.
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a Partnership loss(< 1.5% interest)		-9,425.	14		
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		9,254.			0.

13 **Total.** Add line 12, columns (b), (d), and (e) . . . . 13 9,254.

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)

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

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

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

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

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

b If 'Yes,' complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here

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

Signature of officer or trustee: [signature] Date: 6/17/13 Title: Treasurer

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
D Eugene Lotspeich, CPA	D E Lotspeich CPA	6/6/13		P00080408

Firm's name ▶ LOTSPEICH & COLLINS PC — Firm's EIN ▶ 84-1007927

Firm's address ▶ 9250 E COSTILLA AVE, STE 440, GREENWOOD VILLAGE CO 80112 — Phone no. (303) 798-9075

THE HESTER E AND EDWIN W GIDDINGS FOUNDATION
Colorado Springs, Colorado

84-1266717

Year Ended December 31, 2012

GRANTS AND CONTRIBUTIONS
Part XV, 3a

Organization	Purpose of Grant	Amount
Assistance League 211 East Costilla Street Colorado Springs, CO 80903	General purpose	$ 2,000
Aspen Pointe 525 North Cascade Avenue Colorado Springs, CO 80903	General purpose	1,750
Care and Share 2605 Preamble Point Colorado Springs, CO 80915	General purpose	2,000
CASA 701 South Cascade Avenue Colorado Springs, CO 80903	General purpose	2,500
Chamber Orchestra of the Springs P.O. Box 7911 Colorado Springs, CO 80933	General purpose	2,750
Colorado Springs Childrens Chorale P.O. Box 7841 Colorado Springs, CO 80933	General purpose	2,000
Colorado Springs Philharmonic P.O Box 1266 Colorado Springs, CO 80901	General purpose	1,000
Colorado Springs Pioneers Museum 215 South Tejon Street Colorado Springs, CO 80903	General purpose	3,000
Colorado Springs Teen Court P O. Box 2169 Colorado Springs, CO 80901	General purpose	500
Community Action P.O. Box 2468 Colorado Springs, CO 80901	General purpose	2,000
Community Partnership for Child Development 2330 Robinson Street Colorado Springs, CO 80904	General purpose	2,500

THE HESTER E AND EDWIN W GIDDINGS FOUNDATION
Colorado Springs, Colorado

84-1266717

Year Ended December 31, 2012

GRANTS AND CONTRIBUTIONS
Part XV, 3a

Organization	Purpose of Grant	Amount
Court Care P.O. Box 68 Colorado Springs, CO 80901	General purpose	$ 1,000
DBSA 2131 East Bijou Street Colorado Springs, CO 80909	General purpose	1,000
Early Connections Learning Center 104 East Rio Grande Colorado Springs, CO 80903	Assessment tool purchase	2,500
Empowering Education 13520 Northgate Estates Drive Colorado Springs, CO 80921	Purchase books	1,000
Family Life Services 1880 South Cascade Avenue Colorado Springs, CO 80905	General purpose	2,000
Fostering Hope Foundation 111 South Tejon, Suite 112 Colorado Springs, CO 80903	General purpose	1,000
Goodwill Industries 1460 Garden of the Gods Road Colorado Springs, CO 80907	General purpose	1,000
Greccio Housing 1808 West Colorado Avenue Colorado Springs, CO 80904	General purpose	1,500
Interfaith Hospitality Network 519 North Tejon Street Colorado Springs, CO 80903	General purpose	2,500
KIND 2465 South Downing, Suite 210 Denver, CO 80210	General purpose	2,000
Susan G Komen for the Cure 625 North Cascade Avenue, Suite 110 Colorado Springs, CO 80903	General purpose	1,000

THE HESTER E. AND EDWIN W. GIDDINGS FOUNDATION
Colorado Springs, Colorado

84-1266717

Year Ended December 31, 2012

GRANTS AND CONTRIBUTIONS
Part XV, 3a

Organization	Purpose of Grant	Amount
Lutheran Family Services 363 South Harlen Street, Suite 200 Denver, CO 80226	General purpose	$ 2,500
Opera Theatre of the Rockies P.O. Box 8110 Colorado Springs, CO 80933	General purpose	3,000
Partners in Housing 455 Gold Pass Heights Colorado Springs, CO 80906	Homeless self-sufficiency program	2,500
Peak Education 730 North Nevada Avenue Colorado Springs, CO 80903	General purpose	3,500
Peak Vista Foundation 722 South Wahsatch Avenue Colorado Springs, CO 80903	General purpose	2,500
Penrose St Francis Foundation 2222 North Nevada Avenue Colorado Springs, CO 80907	General purpose	1,500
Pikes Peak Habitat 2105 East Bijou Street, Suite B Colorado Springs, CO 80909	General purpose	2,500
Project Angel Heart 4950 Washington Street Denver, CO 80216	General purpose	3,500
Prospect Home Care and Hospice 16222 West US Highway 24, Suite 120 Woodland Park, CO 80863	General purpose	3,500
TESSA 435 Gold Pass Heights Colorado Springs, CO 80906	General purpose	2,000
TRE 418 South Weber Street Colorado Springs, CO 80903	General purpose	2,500

THE HESTER E AND EDWIN W GIDDINGS FOUNDATION
Colorado Springs, Colorado

84-1266717

Year Ended December 31, 2012

GRANTS AND CONTRIBUTIONS
Part XV, 3a

Organization	Purpose of Grant	Amount
Tri-Lakes Cares P.O. Box 1301 Monument, CO 80132	General purpose	$ 1,500
TwoCor Projects 625 Arrawanna Colorado Springs, CO 80909	General purpose	2,500
Urban Peak 423 East Cucharras Street Colorado Springs, CO 80903	General purpose	2,500
Westside Cares 1930 West Colorado Avenue Colorado Springs, CO 80904	General purpose	4,000
Youth Symphony Colorado Springs 1702 North Murray Colorado Springs, CO 80915	General purpose	1,500
TOTAL		$ 80,000

The Hester E. & Edwin W. Giddings Foundation
Colorado Springs, Colorado

84-1266717

Year Ended December 31, 2012

Part XV, 2b

No specific form for application is required. A letter including the amount requested, to what purpose it will be applied, and how the grant would fit into the overall purpose and budget of your agency is needed Supplementary information regarding the age, governance, and budget of your organization is useful in considering the grant request.

Part XV, 2d

The Hester E. and Edwin W. Giddings Foundation provides grants generally ranging between $500 and $5,000 to organizations providing health, welfare, arts oriented, educational and open space preservation services of a charitable nature. Grants are rarely made to agencies outside of El Paso and Teller counties.

Form 990-PF, Page 6, Part VIII, Line 1
Information about Officers, Directors, Trustees, Etc.

(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
Person [X] Business [ ] Pamela T. Marsh Colorado Springs CO 80907	Secretary 1.00	0.	0.	0.
Person [X] Business [ ] Wilton W. Cogswell, III Colorado Springs CO 80903	Trustee 1.00	0.	0.	0.
Person [X] Business [ ] Christopher T. Marsh Colorado Springs CO 80919	Trustee 1.00	0.	0.	0.
Person [X] Business [ ] Sheamus Croke Colorado Springs CO 80906	Student Trustee 1.00	0.	0.	0.
Person [X] Business [ ] David G. Thatcher Denver Denver CO 80220	Trustee 1.00	0.	0.	0.
Total		0.	0.	0.

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

(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)
Digital Rlty Tr Incorporated	P	11/02/11	11/08/12
Pimco Unconstrained Bond Fund	P	05/12/10	02/29/12
Capital gain dividends	P	11/02/11	12/31/12
Partnership K-1s	P	10/09/07	12/31/12

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
32,988.		34,425.	-1,437.
139,242.		140,000.	-758.
404.		0.	404.
0.		1,413.	-1,413.
Total		175,838.	-3,204.

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (column (h) gain minus column (k), but not less than -0-) **or** losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
			-1,437.
			-758.
			404.
			-1,413.
Total			-3,204.

Form 990-PF, Page 2, Part II, Line 10b
L-10b Stmt

Line 10b - Investments - Corporate Stock:	End of Year Book Value	End of Year Fair Market Value
Schedule attached	394,499.	448,018.
Total	394,499.	448,018.

Form 990-PF, Page 2, Part II, Line 10c
L- 10c Stmt

Line 10c - Investments - Corporate Bonds:	End of Year Book Value	End of Year Fair Market Value
Schedule attached	59,376.	61,536.
Total	59,376.	61,536.

Form 990-PF, Page 2, Part II, Line 13
L-13 Stmt

Line 13 - Investments - Other:	End of Year Book Value	End of Year Fair Market Value
Schedule attached	487,312.	518,439.
Total	487,312.	518,439.

The Hester E. & Edwin W. Giddings Foundation
Colorado Springs, Colorado

84-1266717
December 31, 2012

Investments Corporate Stock
Part II - Line 10b

	2012 Shares	Cost December 31, 2011	Cost December 31, 2012	Fair Market Value December 31, 2012
AT&T Incorporated	1,000.0	28,715	28,715	33,710
Abbott Laboratories	650 0	34,820	34,820	42,575
Automated Data Processing Inc	625.0	0	34,148	35,581
Chevron Corporation	357.0	34,453	34,453	38,606
Chubb Corporation	508.0	34,608	34,608	38,262
Digital Realty Tr Incorporated	0 0	34,553	0	0
Du Pont E I. de Nemours & Co	590 0	28,404	28,404	26,537
Energen Corp	0.0	27,666	0	0
International Business Machines	60 0	6,196	6,196	11,493
McDonalds Corp	360 0	27,713	27,713	31,756
Microsoft Corp	1,910.0		56,192	51,014
National Fuel Gas Company	0.0	35,443	0	0
Procter & Gamble Co	650.0	40,201	40,201	44,129
Smucker J M Co	440 0	27,912	27,912	37,945
UnitedHealth Group	1,040.0	41,137	41,137	56,410
		$401,821	$394,499	$448,018

The Hester E. & Edwin W. Giddings Foundation
Colorado Springs, Colorado

84-1266717
December 31, 2012

Investments - Other
Part II - Line 13

	MUTUAL FUNDS			
		Cost		**Fair Market Value**
	2012 Shares	**December 31, 2011**	**December 31, 2012**	**December 31, 2012**
Goldman Sachs Local Emergıng Debt Fd	6,426 148	$60,349	$63,727	$63,363
Ishares Tr High Yield Corp	900.000	76,153	76,153	84,015
Isharese Iboxx Inv Cp Bd	492.000		57,720	59,527
Pımco Unconstraıned Bond Fund		140,000		
SPDR Gold Trust	300.000	35,654	35,654	48,606
SPDR Barclays High Yield	2,000.000	75,776	75,776	81,420
Wısdomtree Emergıng Markets Eq Inc Fd	1,090 000		59,111	62,337
		387,932	368,141	399,268
	PARTNERSHIPS			
GPS Income Fund Ltd Class R	1,434.000	$1,434	$1,434	$1,434
GP Value Partners II, LLC	153,288.000	98,941	88,605	88,605
Jackson Creek Holdings, LLLC	50,000 000	29,302	29,132	29,132
		129,677	119,171	119,171
Total Investments - Other		$517,609	$487,312	$518,439

The Hester E. & Edwin W. Giddings Foundation
Colorado Springs, Colorado

84-1266717
December 31, 2012

Investments - Corporate Bonds
Part II - Line 10c

	2012 Face Value	Rate	Date of Maturity	Cost December 31, 2011	Cost December 31, 2012	Fair Market Value December 31, 2012
JP Morgan Alerian MLP Index	1,600 0			$59,376	$59,376	$61,536
				$ 59,376	$ 59,376	$ 61,536

Form 990-PF
Part I, Line 6a

Net Gain or Loss From Sale of Assets

2012

Name: The Hester E. & Edwin W. Giddings Foundation

Employer Identification Number: 84-1266717

Asset Information:

Description of Property: Publicly Traded Securities - Schedule Attached
Date Acquired: Various — How Acquired: Purchased
Date Sold: Various — Name of Buyer: Various
Sales Price: 256,747. — Cost or other basis (do not reduce by depreciation): 273,094.
Sales Expense: — Valuation Method:
Total Gain (Loss): -16,347. — Accumulation Depreciation:

Description of Property:
Date Acquired: — How Acquired:
Date Sold: — Name of Buyer:
Sales Price — Cost or other basis (do not reduce by depreciation)
Sales Expense — Valuation Method:
Total Gain (Loss) — Accumulation Depreciation

Description of Property:
Date Acquired: — How Acquired
Date Sold: — Name of Buyer
Sales Price: — Cost or other basis (do not reduce by depreciation)
Sales Expense — Valuation Method:
Total Gain (Loss) — Accumulation Depreciation

Description of Property
Date Acquired — How Acquired
Date Sold — Name of Buyer
Sales Price: — Cost or other basis (do not reduce by depreciation)
Sales Expense — Valuation Method:
Total Gain (Loss) — Accumulation Depreciation:

Description of Property
Date Acquired: — How Acquired
Date Sold: — Name of Buyer
Sales Price — Cost or other basis (do not reduce by depreciation)
Sales Expense: — Valuation Method:
Total Gain (Loss): — Accumulation Depreciation:

Description of Property:
Date Acquired: — How Acquired
Date Sold: — Name of Buyer
Sales Price — Cost or other basis (do not reduce by depreciation)
Sales Expense: — Valuation Method
Total Gain (Loss) — Accumulation Depreciation

Description of Property:
Date Acquired — How Acquired
Date Sold — Name of Buyer:
Sales Price — Cost or other basis (do not reduce by depreciation)
Sales Expense — Valuation Method:
Total Gain (Loss): — Accumulation Depreciation

Description of Property
Date Acquired: — How Acquired
Date Sold — Name of Buyer
Sales Price: — Cost or other basis (do not reduce by depreciation)
Sales Expense: — Valuation Method
Total Gain (Loss): — Accumulation Depreciation

Form 990-PF, Page 1, Part I, Line 18
Line 18 Stmt

Taxes	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
Excise	195.			
Withheld	129.			
Total	324.			

Form 990-PF, Page 1, Part I
Line 16a - Legal Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Wilton W Cogswell, I	Legal	1,953.			
Total		1,953.			

Form 990-PF, Page 1, Part I
Line 16b - Accounting Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Lotspeich & Collins,	Tax return preparation	2,550.			
Total		2,550.			

Form 990-PF, Page 1, Part I
Line 16c - Other Professional Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Raymond James	Investment management	11,136.	11,136.		
Total		11,136.	11,136.		

Form **8868** (Rev January 2013)

Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

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

OMB No. 1545-1709

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

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

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

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

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

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

Enter filer's identifying number, see instructions

Type or print	Name of exempt organization or other filer, see instructions The Hester E. & Edwin W. Giddings Foundation	Employer identification number (EIN) or 84-1266717
File by the due date for filing your return See instructions	Number, street, and room or suite number If a P O box, see instructions C/O Gregory L.Thatcher, 3 Broadmoor Ave	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions Colorado Springs CO 80906	

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 ▶ Gregory L. Thatcher, Treasurer

Telephone No. ▶ (719) 471-4066 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 Aug 15, 20 13, to file the exempt organization return for the organization named above. The extension is for the organization's return for

▶ [X] calendar year 20 12 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

3 a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	3a	$ 300.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit	3b	$ 0.
c Balance due. Subtract line 3b from line 3a Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	3c	$ 300.

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