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

Open to Public Inspection

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

Name of foundation
THE MALONE FAMILY FOUNDATION

% MARRS SEVIER & COMPANY LLC

Number and street (or P O box number if mail is not delivered to street address)
12300 LIBERTY BLVD
Suite

Room/suite

City or town, state, and ZIP code
ENGLEWOOD, CO 80112

A Employer identification number
84-1408520

B Telephone number (see instructions)
(720) 875-5201

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 change

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 129,330,118

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)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)	30,388,068			
	2	Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	2,566,271	2,566,271		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	7,794,751			
	b	Gross sales price for all assets on line 6a 72,722,211				
	7	Capital gain net income (from Part IV, line 2)		7,794,751		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	40,749,090	10,361,022		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0			
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)	2,813	2,110	0	703
	b	Accounting fees (attach schedule)	13,250	9,938	0	3,312
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	42,000			
	19	Depreciation (attach schedule) and depletion	371			
	20	Occupancy				
	21	Travel, conferences, and meetings	12,642	12,642		
	22	Printing and publications				
	23	Other expenses (attach schedule)	1,155,788	1,155,788		
	24	**Total operating and administrative expenses.** Add lines 13 through 23	1,226,864	1,180,478	0	4,015
	25	Contributions, gifts, grants paid	20,595,652			20,595,652
	26	**Total expenses and disbursements.** Add lines 24 and 25	21,822,516	1,180,478	0	20,599,667
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	18,926,574			
	b	**Net investment income** (if negative, enter -0-)		9,180,544		
	c	**Adjusted net income** (if negative, enter -0-)				

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	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	6,739,425	7,436,288	7,436,288
	3	Accounts receivable ▶ ______ Less allowance for doubtful accounts ▶ ______			
	4	Pledges receivable ▶ ______ Less allowance for doubtful accounts ▶ ______			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ ______ Less allowance for doubtful accounts ▶ ______			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	80,499,347	100,502,654	117,664,313
	c	Investments—corporate bonds (attach schedule)	5,129,557	3,480,852	3,782,500
	11	Investments—land, buildings, and equipment basis ▶ ______ Less accumulated depreciation (attach schedule) ▶ ______			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	429,130	406,164	281,782
	14	Land, buildings, and equipment basis ▶ 34,015 Less accumulated depreciation (attach schedule) ▶ 33,690	694	325	325
	15	Other assets (describe ▶ ______)			164,910
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	92,798,153	111,826,283	129,330,118
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ ______)		101,562	
	23	**Total liabilities** (add lines 17 through 22)		101,562	
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	92,798,153	111,724,721	
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☐ **and complete lines 27 through 31.**			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see page 17 of the instructions)	92,798,153	111,724,721	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	92,798,153	111,826,283	

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	92,798,153
2	Enter amount from Part I, line 27a	2	18,926,574
3	Other increases not included in line 2 (itemize) ▶ ______	3	
4	Add lines 1, 2, and 3	4	111,724,727
5	Decreases not included in line 2 (itemize) ▶ ______	5	6
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	111,724,721

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	See Additional Data Table			
b				
c				
d				
e				

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

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a	See Additional Data Table			
b				
c				
d				
e				

2	Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	7,794,751
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	

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

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

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

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 page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011	31,546,236	113,718,280	0 277407
2010	6,717,495	106,338,346	0 063171
2009	6,004,413	95,919,041	0 062599
2008	6,913,823	114,667,931	0 060294
2007	7,386,453	141,988,956	0 052021

2	**Total** of line 1, column (d).	2	0 515492
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 103098
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.	4	107,776,563
5	Multiply line 4 by line 3.	5	11,111,548
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	91,805
7	Add lines 5 and 6.	7	11,203,353
8	Enter qualifying distributions from Part XII, line 4.	8	20,599,667

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

Part VI **Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)**

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter ______ **(attach copy of letter if necessary–see instructions)**				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☑ and enter 1% of Part I, line 27b			1	91,805
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			2	
3	Add lines 1 and 2			3	91,805
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4	
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	91,805
6	Credits/Payments				
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	89,569		
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c	11,000		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	100,569
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	8,764
11	Enter the amount of line 10 to be **Credited to 2013 estimated tax** ▶ 8,764	**Refunded** ▶		11	

Part VII-A **Statements Regarding Activities**

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

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

			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		No
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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶www malonefamilyfoundation org

14 The books are in care of ▶MARRS SEVIER & COMPANY LLC Telephone no ▶(303) 922-6654

Located at ▶230 S HOLLAND STREET Lakewood CO ZIP +4 ▶80226

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 | |

			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		No

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

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

	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☑ 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 page 20 of the instructions)?	1b		
	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?	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? ☐ Yes ☑ 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)	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20____ , 20____ , 20____ , 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ 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.)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b		No

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

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ 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)?	**5b**		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No			
	If "Yes," attach the statement required by Regulations section 53.4945–5(d).			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☑ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	**6b**		**No**
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☑ No			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	**7b**		**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
JOHN C MALONE 12300 LIBERTY BLVD ENGLEWOOD, CO 80112	PRESIDENT, TREASURER 0 8	0	0	0
TRACY LEE AMONETTE 12300 LIBERTY BLVD ENGLEWOOD, CO 80112	DIRECTOR 0 1	0	0	0
LESLIE A MALONE 12300 LIBERTY BLVD ENGLEWOOD, CO 80112	SECRETARY 0 1	0	0	0
EVAN MALONE 12300 LIBERTY BLVD ENGLEWOOD, CO 80112	DIRECTOR 0 1	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

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

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
Total number of others receiving over $50,000 for professional services . . . . ▶		

Part IX-A **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1	
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	
2	
All other program-related investments See page 24 of the instructions	
3	
Total. Add lines 1 through 3 . . . . ▶	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities	1a	103,066,549
b	Average of monthly cash balances	1b	6,351,281
c	Fair market value of all other assets (see instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	109,417,830
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	0
3	Subtract line 2 from line 1d	3	109,417,830
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	1,641,267
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	107,776,563
6	**Minimum investment return.** Enter 5% of line 5	6	5,388,828

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	5,388,828
2a	Tax on investment income for 2012 from Part VI, line 5	2a	91,805		
b	Income tax for 2012 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	91,805
3	Distributable amount before adjustments Subtract line 2c from line 1			3	5,297,023
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	5,297,023
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	5,297,023

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	20,599,667
b	Program-related investments—total from Part IX-B	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	0
b	Cash distribution test (attach the required schedule)	3b	0
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	20,599,667
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	91,805
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	20,507,862

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					5,297,023
2 Undistributed income, if any, as of the end of 2012					
a Enter amount for 2011 only.				0	
b Total for prior years 2010 , 2009 , 2008			0		
3 Excess distributions carryover, if any, to 2012					
a From 2007.	563,061				
b From 2008.	1,226,772				
c From 2009.	1,247,725				
d From 2010.	1,501,348				
e From 2011.	26,176,414				
f Total of lines 3a through e.		30,715,320			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ $ 20,599,667					
a Applied to 2011, but not more than line 2a				0	
b Applied to undistributed income of prior years (Election required—see instructions).					
c Treated as distributions out of corpus (Election required—see instructions).					
d Applied to 2012 distributable amount.					5,297,023
e Remaining amount distributed out of corpus		15,302,644			
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		46,017,964			
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) . . .		563,061			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a		45,454,903			
10 Analysis of line 9					
a Excess from 2008. . . .	1,226,772				
b Excess from 2009. . . .	1,247,725				
c Excess from 2010. . . .	1,501,348				
d Excess from 2011. . . .	26,176,414				
e Excess from 2012. . . .	15,302,644				

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

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

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

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

1 Information Regarding Foundation Managers:

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

JOHN C MALONE

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

NONE

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 of the person to whom applications should be addressed

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
See Additional Data Table				
Total . . . . ▶ **3a**				20,595,652
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					
4 Dividends and interest from securities. . . .			14	2,566,271	
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	7,794,751	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. .					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .				10,361,022	

13 **Total.** Add line 12, columns (b), (d), and (e). 13 10,361,022

(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	**1a(1)**		No
(2) Other assets	**1a(2)**		No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization	**1b(1)**		No
(2) Purchases of assets from a noncharitable exempt organization	**1b(2)**		No
(3) Rental of facilities, equipment, or other assets	**1b(3)**		No
(4) Reimbursement arrangements	**1b(4)**		No
(5) Loans or loan guarantees	**1b(5)**		No
(6) Performance of services or membership or fundraising solicitations	**1b(6)**		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	**1c**		No

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

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

b If "Yes," complete the following schedule

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

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 or fiduciary) is based on all information of which preparer has any knowledge

******	2013-08-29	******
Signature of officer or trustee	Date	Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ☐	PTIN
GAIL W SEVIER CPA	GAIL W SEVIER CPA			

Firm's name ▶ MARRS SEVIER & COMPANY LLC

Firm's EIN ▶

Firm's address ▶ 230 SOUTH HOLLAND STREET LAKEWOOD, CO 80226

Phone no (303) 922-6654

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491246003523

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ **Attach to Form 990, 990-EZ, or 990-PF.**

OMB No 1545-0047

2012

Name of the organization	Employer identification number
THE MALONE FAMILY FOUNDATION	84-1408520

Organization type (check one)

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 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)

Name of organization
THE MALONE FAMILY FOUNDATION

Employer identification number
84-1408520

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	JOHN C MALONE 12300 LIBERTY BLVD ENGLEWOOD, CO 80112	$ 10,045,200	Person ☑ Payroll ☐ Noncash ☑ (Complete Part II if there is a noncash contribution)
2	JOHN C MALONE 12300 LIBERTY BLVD ENGLEWOOD, CO 80112	$ 20,336,768	Person ☑ Payroll ☐ Noncash ☑ (Complete Part II if there is a noncash contribution)
3	JOHN C MALONE 12300 LIBERTY BLVD ENGLEWOOD, CO 80112	$ 6,100	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

Name of organization
THE MALONE FAMILY FOUNDATION

Employer identification number
84-1408520

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

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	110,000 SHRS OF LIBERTY MEDIA STOCK	$ 10,045,200	2012-07-05

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
2	196,500 SHRS OF LIBERTY MEDIA STOCK	$ 20,336,768	2012-09-25

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

Name of organization
THE MALONE FAMILY FOUNDATION

Employer identification number
84-1408520

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 the total of *exclusively* religious, charitable, etc ,
contributions of **$1,000 or less** for the year (Enter this information once See instructions) ▶ $
Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift	
Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift	
Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift	
Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift	
Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
35 MCDONALDS CORP COM	P	2008-12-30	2012-05-21
89 CALL- CAT 100 @ 115 21 APR 2012	P	2012-04-20	2012-03-07
89 CALL- CAT 100@97 5 17 NOV 2012	P	2012-11-16	2012-08-03
171 CALL- AGN 100@97 5 20 OCT 2012	P	2012-09-13	2012-07-13
185 APPLE INC	P	2009-01-12	2012-02-29
189 CALL- MJN 100 @ 95 18 AUG 2012	P	2012-08-17	2012-06-15
189 CALL- MJN 100 @ 80 17 NOV 2012	P	2012-11-16	2012-08-24
211 CALL- UTX 100 @ 85 17 NOV 2012	P	2012-10-12	2012-08-30
220 MCDONALDS CORP COM	P	2008-07-09	2012-02-22
243 CALL- MET 100 @ 40 21 APR 2012	P	2012-04-20	2012-02-29
243 CALL- MET 100 @ 39 22 SEP 2012	P	2012-07-12	2012-05-03
266 CALL- MJN 100 @ 85 19 MAY 2012	P	2012-05-18	2012-04-13
306 CALL- TMO 100 @ 65 22 DEC 2012	P	2012-12-21	2012-08-15
416 CALL- AXP 100@57 5 21 JUL 2012	P	2012-07-20	2012-02-24
506 CALL- JPM 100 @ 42 22 DEC 2012	P	2012-12-21	2012-09-13
506 CALL- JPM 100 @ 46 22 DEC 2012	P	2012-06-15	2012-03-09
553 CALL- JCI 100 @ 33 16 JUN 2012	P	2012-06-06	2012-04-26
670 MCDONALDS CORP COM	P	2008-07-28	2012-02-22
733 CALL- EMC 100 @ 30 21 JUL 2012	P	2012-06-06	2012-04-20
940 PEPSICO INC	P	2008-01-25	2012-05-16
961 CALL- MYL 100 @ 25 21 JUL 2012	P	2012-05-11	2012-02-24
1,305 WALT DISNEY CO	P	2009-08-18	2012-05-15
1,360 CATERPILLAR INC COM	P	2011-12-06	2012-02-24
1,490 PHILIP MORRIS INTL	P	2008-01-25	2012-02-15
1,540 APPLE INC	P	2009-01-12	2012-05-21
1,770 UNITED TECHNOLOGIES CORP	P	2008-06-26	2012-05-21
1,965 APPLE INC	P	2009-01-12	2012-02-15
2,180 PHILIP MORRIS INTL	P	2008-06-27	2012-09-26
2,590 BAXTER INTERNATIONAL INC USD1	P	2007-12-14	2012-12-18
2,675 UNITED TECHNOLOGIES CORP	P	2008-01-09	2012-05-21

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
2,925 ALLERGAN INC COM	P	2010-10-28	2012-05-16
3,095 BAXTER INTERNATIONAL INC USD1	P	2007-12-14	2012-06-13
3,572 HEINZ H J CO COM	P	2010-04-09	2012-03-06
3,770 MCDONALDS CORP COM	P	2008-07-28	2012-05-21
3,920 PHILIP MORRIS INTL	P	2008-12-31	2012-09-26
4,005 MCDONALDS CORP COM	P	2008-07-11	2012-02-22
4,060 AMER EXPRESS CO COM	P	2010-12-17	2012-08-10
4,210 BAXTER INTERNATIONAL INC USD1	P	2008-12-30	2012-12-18
4,750 HEINZ H J CO COM	P	2010-04-09	2012-03-08
4,795 HEINZ H J CO COM	P	2010-04-09	2012-03-15
4,880 MICROSOFT CORP USD 0 01	P	2009-04-15	2012-05-17
5,220 GENERAL ELEC CO	P	2008-07-02	2012-03-07
5,230 PHILIP MORRIS INTL	P	2008-06-27	2012-02-15
5,290 GENERAL ELEC CO	P	2007-12-12	2012-03-07
5,780 JPMORGAN CHASE & CO	P	2010-12-06	2012-12-21
5,968 HEINZ H J CO COM	P	2010-04-08	2012-03-06
6,000 PEPSICO INC	P	2007-12-19	2012-05-16
6,070 ALLERGAN INC COM	P	2010-10-27	2012-05-16
6,475 GENERAL ELEC CO	P	2008-06-26	2012-03-07
6,530 EXXON MOBIL CORP	P	2004-08-06	2012-05-17
6,950 JOHNSON CTLS INC COM	P	2010-10-27	2012-07-26
7,035 JPMORGAN CHASE & CO	P	2010-01-29	2012-12-21
7,045 GENERAL ELEC CO	P	2010-01-29	2012-03-14
7,435 GENERAL ELEC CO	P	2008-12-18	2012-03-09
7,485 GENERAL ELEC CO	P	2009-02-02	2012-03-12
7,630 JPMORGAN CHASE & CO	P	2009-12-23	2012-12-21
7,710 MEAD JOHNSON NUTRITION CO	P	2012-03-06	2012-05-21
8,190 GENERAL ELEC CO	P	2009-02-02	2012-03-14
9,035 MICROSOFT CORP USD 0 01	P	2009-02-27	2012-05-17
9,345 MICROSOFT CORP USD 0 01	P	2009-02-27	2012-02-22

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
9,565 CHUBB CORP COM	P	2012-03-02	2012-05-15
11,245 JPMORGAN CHASE & CO	P	2008-12-19	2012-12-21
11,515 GENERAL ELEC CO	P	2009-01-07	2012-03-12
12,195 AMER EXPRESS CO COM	P	2010-04-28	2012-08-02
12,270 INTEL CORP	P	2010-11-12	2012-02-27
15,000 GENERAL ELEC CO	P	2009-02-02	2012-03-13
15,075 BAKER HUGHES INC	P	2012-03-07	2012-03-22
16,745 JOHNSON CTLS INC COM	P	2010-10-28	2012-07-26
17,565 GENERAL ELEC CO	P	2009-01-07	2012-03-09
17,890 INTEL CORP	P	2010-11-12	2012-06-15
18,910 JPMORGAN CHASE & CO	P	2009-01-05	2012-12-21
19,080 HEINZ H J CO COM	P	2010-04-08	2012-03-02
19,150 WALT DISNEY CO	P	2009-08-17	2012-05-15
20,130 GENERAL ELEC CO	P	2008-12-18	2012-03-07
22,365 MYLAN INC	P	2011-03-21	2012-05-16
24,340 METLIFE INC COMM STOCK	P	2011-05-31	2012-07-12
25,385 AMER EXPRESS CO COM	P	2010-04-28	2012-08-10
28,610 BAKER HUGHES INC	P	2011-05-31	2012-03-22
31,665 JOHNSON CTLS INC COM	P	2010-07-30	2012-07-26
60,640 INTEL CORP	P	2010-11-12	2012-12-05
73,740 MYLAN INC	P	2011-03-21	2012-09-24
135,000 MARYLAND HEALTH & HIGHER	P	2012-03-05	2012-04-02
1,000,000 C/P COMCAST CORP	P	2012-04-24	2012-05-21
50 AT&T INC	P	2011-02-07	2012-05-07
103 GENOMIC HEALTH	P	2005-09-29	2012-02-24
210 OREXIGEN THERAPEUTICS INC	P	2005-04-22	2012-08-09
265 GENOMIC HEALTH	P	2004-02-10	2012-02-24
265 GENOMIC HEALTH	P	2004-12-23	2012-02-24
327 CALL- T 100 @ 33 19 MAY 2012	P	2012-05-18	2012-05-10
327 CALL- T 100 @ 32 16 JUN 2012	P	2012-05-09	2012-04-24

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
693 GENOMIC HEALTH	P	2001-01-05	2012-02-24
1,900 OREXIGEN THERAPEUTICS INC	P	2004-01-20	2012-08-09
12,200 AT&T INC	P	2011-02-07	2012-05-18
20,500 AT&T INC	P	2011-03-04	2012-05-18
100,000 CABLEVISION SYS	P	2010-04-22	2012-09-27
205,000 C/P NEW YORK ST ELEC & GAS CORP	P	2012-03-08	2012-03-20
500,000 CABLEVISION SYS	P	2010-04-22	2012-06-05
1,000,000 CABLEVISION SYS	P	2010-04-22	2012-05-07
0 KRAFT FDS GRP	P	2012-03-06	2012-10-05
17 CALL- PM 100 @ 85 21 APR 2012	P	2012-04-20	2012-02-29
55 BAKER HUGHES INC	P	2012-03-07	2012-07-24
75 PHILIP MORRIS INTL	P	2009-12-23	2012-07-17
219 CALL- UNP 100 @ 130 17 NOV 2012	P	2012-11-16	2012-08-31
289 CALL- UNP 100 @ 115 19 MAY 2012	P	2012-05-18	2012-03-22
329 CALL- PM 100 @ 85 21 APR 2012	P	2012-03-26	2012-02-29
390 CALL- CBS 100 @ 38 22 DEC 2012	P	2012-12-21	2012-08-03
425 CALL- UNH 100@57 5 22 DEC 2012	P	2012-12-21	2012-08-03
425 CALL- UNH 100@62 5 21 JUL 2012	P	2012-07-20	2012-06-15
458 CALL- HON 100@65 22 DEC 2012	P	2012-12-21	2012-10-26
504 CALL- TRV 100 @ 65 19 MAY 2012	P	2012-05-18	2012-04-26
531 CALL- WFC 100 @ 33 21 APR 2012	P	2012-04-16	2012-02-29
547 CALL- HON 100@62 5 16 JUN 2012	P	2012-06-06	2012-02-24
547 CALL- HON 100 @ 60 22 SEP 2012	P	2012-09-21	2012-06-07
551 CALL- BHI 100 @ 43 21 JUL 2012	P	2012-07-20	2012-06-15
551 CALL- BHI 100 @ 48 16 JUN 2012	P	2012-06-06	2012-04-24
551 CALL- BHI 100 @ 50 21 APR 2012	P	2012-03-22	2012-03-07
554 CALL- UNH 100@62 5 19 MAY 2012	P	2012-05-18	2012-04-04
581 CALL MYL 100@27 19 JAN 2013	P	2012-10-23	2012-09-27
588 CALL- CBS 100 @ 32 16 JUN 2012	P	2012-06-15	2012-02-24
809 CALL- WFC 100 @ 35 20 OCT 2012	P	2012-10-12	2012-06-15

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
861 CALL- ORCL 100 @ 36 22 DEC 2012	P	2012-11-07	2012-08-24
1,700 PHILIP MORRIS INTL	P	2009-12-23	2012-04-20
1,702 CALL- F 100 @ 11 18 AUG 2012 FORD	P	2012-07-12	2012-06-15
2,620 UTILITIES SELECT SECTOR SPDR	P	2011-09-26	2012-03-09
2,885 PHILIP MORRIS INTL	P	2009-12-23	2012-03-26
5,895 PHILIP MORRIS INTL	P	2008-12-02	2012-03-26
6,000 FORD MOTOR COMPANY COM STK	P	2010-10-28	2012-09-28
6,220 UTILITIES SELECT SECTOR SPDR	P	2011-09-23	2012-03-09
6945 UNION PACIFIC CORP	P	2008-12-30	2012-06-21
7,770 TRAVELERS COS INC	P	2011-01-05	2012-12-11
8,080 HONEYWELL INTERNATIONA	P	2009-12-23	2012-09-21
8,465 HONEYWELL INTERNATIONA	P	2009-07-01	2012-09-21
8,940 UTILITIES SELECT SECTOR SPDR	P	2011-09-26	2012-03-12
9,840 NEXTERA ENERGY INC	P	2012-03-02	2012-05-21
9,915 TRAVELERS COS INC	P	2010-11-15	2012-06-13
10,975 RENAISSANCE RE HLDGS LTD COM	P	2011-05-05	2012-05-21
11,545 MICRON TECHNOLOGY INC COM	P	2010-10-28	2012-03-13
12,860 UNITEDHEALTH GRP	P	2011-06-21	2012-06-15
16,445 AT&T INC	P	2007-03-23	2012-10-09
16,475 HEWLETT PACKARD CO USD1	P	2010-11-16	2012-03-06
17,780 UTILITIES SELECT SECTOR SPDR	P	2011-09-23	2012-03-06
18,620 BAKER HUGHES INC	P	2012-03-07	2012-07-20
19,795 CBS CORP NEW CL B COM STK	P	2011-03-08	2012-08-02
20,000 FORD MOTOR COMPANY COM STK	P	2010-10-26	2012-09-28
21,000 PEOPLES UNITED FINANCIAL INC	P	2011-01-25	2012-03-14
21,256 PEOPLES UNITED FINANCIAL INC	P	2011-01-25	2012-03-15
22,933 KRAFT FDS GRP	P	2012-03-06	2012-10-09
23,300 PHILIP MORRIS INTL	P	2012-05-10	2012-07-17
24,120 PHILIP MORRIS INTL	P	2008-12-16	2012-03-26
24,200 FORD MOTOR COMPANY COM STK	P	2010-12-17	2012-09-28

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
26,785 MICRON TECHNOLOGY INC COM	P	2010-12-27	2012-03-13
26,890 AT&T INC	P	2007-06-25	2012-10-09
26,995 MICRON TECHNOLOGY INC COM	P	2010-10-28	2012-03-02
29,015 MYLAN INC	P	2012-03-12	2012-10-24
29,120 MYLAN INC	P	2012-03-06	2012-10-24
30,000 FORD MOTOR COMPANY COM STK	P	2010-10-27	2012-09-28
30,500 MICRON TECHNOLOGY INC COM	P	2010-10-27	2012-03-02
32,735 TRAVELERS COS INC	P	2010-11-15	2012-12-11
36,480 BAKER HUGHES INC	P	2011-07-28	2012-07-20
38,155 HONEYWELL INTERNATIONA	P	2006-08-17	2012-09-21
38,330 MICRON TECHNOLOGY INC COM	P	2010-10-28	2012-03-09
38,330 MICRON TECHNOLOGY INC COM	P	2010-10-28	2012-03-07
40,000 PEOPLES UNITED FINANCIAL INC	P	2011-01-25	2012-03-12
42,200 PEOPLES UNITED FINANCIAL INC	P	2011-01-25	2012-03-13
45,000 FORD MOTOR COMPANY COM STK	P	2010-10-21	2012-09-28
45,000 FORD MOTOR COMPANY COM STK	P	2010-10-22	2012-09-28
46,800 HEWLETT PACKARD CO USD1	P	2009-11-04	2012-03-06
50,000 PEOPLES UNITED FINANCIAL INC	P	2011-01-25	2012-03-09
51,000 PEOPLES UNITED FINANCIAL INC	P	2011-01-25	2012-03-08
62,995 EL PASO CORP COM	P	2011-04-18	2012-03-07
91,960 EL PASO CORP COM	P	2011-04-18	2012-04-19
585,000 MARYLAND HEALTH & HIGHER ED	P	2012-03-05	2012-04-02
1,170,000 C/P KRAFT FOODS INC DUE 06/05/20	P	2012-04-25	2012-05-21
1,700,000 C/P AVON CAPITAL CORP	P	2012-08-13	2012-09-10
1,721,000 C/P COMCAST CORP DUE 06/18/20	P	2012-04-24	2012-05-21
KLEINER-PERKINS FROM SCH K-1	P		
KLEINER-PERKINS FROM SCH K-1	P		

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
3,174		2,148	1,026
12,616			12,616
11,213			11,213
24,425		4,160	20,265
100,578		16,298	84,280
15,511			15,511
17,614			17,614
15,936		844	15,092
22,085		13,023	9,062
23,328			23,328
27,040		2,248	24,792
37,598			37,598
16,071			16,071
50,135			50,135
52,238			52,238
79,461		15,549	63,912
31,354		2,765	28,589
67,257		38,769	28,488
36,708		3,665	33,043
64,355		64,862	-507
102,537		10,609	91,928
59,154		32,718	26,436
158,155		130,442	27,713
121,476		76,763	44,713
843,291		135,667	707,624
129,218		112,142	17,076
986,185		173,108	813,077
196,597		107,647	88,950
173,007		151,236	21,771
195,286		191,420	3,866

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
269,368		212,655	56,713
153,981		180,724	-26,743
187,900		163,435	24,465
341,861		218,148	123,713
353,513		173,269	180,244
402,038		229,735	172,303
225,785		179,327	46,458
281,219		220,466	60,753
251,349		217,334	34,015
253,621		219,393	34,228
146,271		91,719	54,552
98,130		139,141	-41,011
426,387		258,254	168,133
99,445		196,624	-97,179
242,755		230,618	12,137
313,939		272,021	41,918
410,774		460,812	-50,038
558,996		435,171	123,825
121,722		174,872	-53,150
535,215		296,105	239,110
167,035		242,010	-74,975
295,463		276,897	18,566
139,511		114,621	24,890
142,251		119,770	22,481
143,409		86,913	56,496
320,453		317,083	3,370
629,028		603,473	25,555
162,185		95,099	67,086
270,811		147,718	123,093
293,274		152,786	140,488

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
700,581		643,613	56,968
472,279		341,181	131,098
220,622		189,419	31,203
684,777		560,182	124,595
330,900		263,967	66,933
289,684		174,174	115,510
650,087		716,358	-66,271
402,445		583,347	-180,902
336,065		288,941	47,124
487,399		384,871	102,528
794,202		566,436	227,766
1,010,668		869,666	141,002
868,046		480,623	387,423
378,419		324,274	54,145
479,014		488,324	-9,310
725,226		1,069,648	-344,422
1,411,709		1,166,070	245,639
1,233,764		2,116,951	-883,187
761,029		911,832	-150,803
1,204,029		1,304,560	-100,531
1,783,554		1,610,061	173,493
135,000		135,000	
999,663		999,642	21
1,647		1,389	258
2,977			2,977
884		991	-107
7,658		2,242	5,416
7,658		2,242	5,416
8,728			8,728
14,287		37,278	-22,991

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
20,027		3,846	16,181
8,001		4,484	3,517
402,553		338,957	63,596
676,422		571,583	104,839
110,125		102,287	7,838
205,000		205,000	
506,250		512,074	-5,824
1,055,000		1,024,469	30,531
15		13	2
1,838			1,838
2,511		2,614	-103
6,750		3,662	3,088
35,547			35,547
62,004			62,004
35,574			35,574
43,738			43,738
61,853			61,853
56,332			56,332
23,357			23,357
32,412			32,412
26,167		24,426	1,741
78,105		2,013	76,092
66,497			66,497
40,746			40,746
31,759		2,232	29,527
61,860		8,265	53,595
34,630			34,630
16,924		5,915	11,009
50,326			50,326
81,125		7,969	73,156

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
35,584		2,264	33,320
144,497		83,010	61,487
46,600		5,106	41,494
92,114		87,832	4,282
245,221		140,873	104,348
501,066		235,193	265,873
59,213		84,570	-25,357
218,682		207,677	11,005
804,689		321,792	482,897
570,677		429,732	140,945
484,789		322,323	162,466
507,889		270,315	237,574
318,398		299,702	18,696
641,318		588,992	52,326
610,285		564,708	45,577
845,268		762,728	82,540
97,041		91,363	5,678
761,741		668,644	93,097
612,872		639,250	-26,378
398,266		687,587	-289,321
619,627		593,649	25,978
800,642		884,815	-84,173
653,915		469,282	184,633
197,376		283,480	-86,104
271,624		279,869	-8,245
280,725		283,281	-2,556
1,065,455		925,354	140,101
2,097,151		2,014,010	83,141
2,050,163		980,203	1,069,960
238,824		404,564	-165,740

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
225,140		208,757	16,383
1,002,136		1,064,053	-61,917
233,408		213,628	19,780
687,527		660,825	26,702
690,015		645,745	44,270
296,063		424,623	-128,560
263,714		238,602	25,112
2,404,260		1,864,419	539,841
1,568,605		2,876,360	-1,307,755
2,289,249		1,497,000	792,249
317,405		303,328	14,077
312,031		303,328	8,703
502,799		533,084	-30,285
535,913		562,404	-26,491
444,095		627,651	-183,556
444,095		626,000	-181,905
1,131,342		2,262,438	-1,131,096
626,904		666,355	-39,451
635,408		679,682	-44,274
1,796,648		1,142,446	654,202
2,720,787		1,667,741	1,053,046
585,000		585,000	
1,169,795		1,169,737	58
1,700,000		1,700,000	
1,720,419		1,720,384	35
			2,565
			-8,900

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			1,026
			12,616
			11,213
			20,265
			84,280
			15,511
			17,614
			15,092
			9,062
			23,328
			24,792
			37,598
			16,071
			50,135
			52,238
			63,912
			28,589
			28,488
			33,043
			-507
			91,928
			26,436
			27,713
			44,713
			707,624
			17,076
			813,077
			88,950
			21,771
			3,866

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			56,713
			-26,743
			24,465
			123,713
			180,244
			172,303
			46,458
			60,753
			34,015
			34,228
			54,552
			-41,011
			168,133
			-97,179
			12,137
			41,918
			-50,038
			123,825
			-53,150
			239,110
			-74,975
			18,566
			24,890
			22,481
			56,496
			3,370
			25,555
			67,086
			123,093
			140,488

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			56,968
			131,098
			31,203
			124,595
			66,933
			115,510
			-66,271
			-180,902
			47,124
			102,528
			227,766
			141,002
			387,423
			54,145
			-9,310
			-344,422
			245,639
			-883,187
			-150,803
			-100,531
			173,493
			21
			258
			2,977
			-107
			5,416
			5,416
			8,728
			-22,991

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			16,181
			3,517
			63,596
			104,839
			7,838
			-5,824
			30,531
			2
			1,838
			-103
			3,088
			35,547
			62,004
			35,574
			43,738
			61,853
			56,332
			23,357
			32,412
			1,741
			76,092
			66,497
			40,746
			29,527
			53,595
			34,630
			11,009
			50,326
			73,156

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			33,320
			61,487
			41,494
			4,282
			104,348
			265,873
			-25,357
			11,005
			482,897
			140,945
			162,466
			237,574
			18,696
			52,326
			45,577
			82,540
			5,678
			93,097
			-26,378
			-289,321
			25,978
			-84,173
			184,633
			-86,104
			-8,245
			-2,556
			140,101
			83,141
			1,069,960
			-165,740

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			16,383
			-61,917
			19,780
			26,702
			44,270
			-128,560
			25,112
			539,841
			-1,307,755
			792,249
			14,077
			8,703
			-30,285
			-26,491
			-183,556
			-181,905
			-1,131,096
			-39,451
			-44,274
			654,202
			1,053,046
			58
			35

Form 990PF Part XV Line 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*				
STANFORD UNIVERSITY EPGY ONLINE HIGH SCHOOL EPGY VENTURA HALL STANFORD, CA 94305	NONE	501(c)(3)	GENERAL GRANT	459,652
DERRYFIELD SCHOOL 2108 RIVER ROAD MANCHESTER, NH 031041396	NONE	501(c)(3)	GENERAL GRANT	2,000,000
JOURNEYS SCHOOL OF TETON SCIENCE SCHOOLS 700 COYOTE CANYON ROAD JACKSON, WY 83001	NONE	501(c)(3)	GENERAL GRANT	2,000,000
LINSLY SCHOOL 60 KNOX LANE WHEELING, WV 26003	NONE	501(c)(3)	GENERAL GRANT	2,000,000
MOUNDS PARK ACADEMY 2051 LARPENTEUR AVENUE E ST PAUL, MN 55109	NONE	501(c)(3)	GENERAL GRANT	2,000,000
NORFOLK ACADEMY 1585 WESLEYAN DRIVE NORFOLK, VA 23502	NONE	501(c)(3)	GENERAL GRANT	2,000,000
PARK SCHOOL OF BALTIMORE 2425 OLD COURT ROAD BALTIMORE, MD 21208	NONE	501(c)(3)	GENERAL GRANT	2,000,000
ST PAUL ACADEMY 1712 RANDOLPH AVENUE ST PAUL, MN 55105	NONE	501(c)(3)	GENERAL GRANT	2,000,000
SANTA FE PREPARATORY SCHOOL 1101 CAMINO DE LA CRUZ BLANCA SANTA FE, NM 87505	NONE	501(c)(3)	GENERAL GRANT	2,000,000
SEABURY HALL 480 OLINDA ROAD MAKAWAO, HI 96768	NONE	501(c)(3)	GENERAL GRANT	2,000,000
SEVERN SCHOOL 201 WATER STREET SEVERNA PARK, MD 21146	NONE	501(c)(3)	GENERAL GRANT	2,000,000
PULASKI ACADEMY 12701 HINSON ROAD LITTLE ROCK, AR 72212	NONE	501(c)(3)	GENERAL GRANT	78,000
RIVERSTONE INTERNATIONAL SCHOOL 5521 WARM SPRINGS AVENUE BOISE, ID 83716	NONE	501(c)(3)	GENERAL GRANT	58,000
Total . . . . ▶ **3a**				20,595,652

TY 2012 Accounting Fees Schedule

Name: THE MALONE FAMILY FOUNDATION

EIN: 84-1408520

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MARRS, SEVIER & COMPANY LLC	13,250	9,938		3,312

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2012 Depreciation Schedule

Name: THE MALONE FAMILY FOUNDATION

EIN: 84-1408520

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
COMPUTERS	2000-02-29	5,040	5,040	M5					
SOFTWARE	2000-02-29	11,200	11,199	SL	3				
SOFTWARE	2001-03-15	1,377	1,377	SL	3				
WEB DESIGN	2001-03-15	12,000	12,000	SL	3				
DELL LP/MONITOR	2002-06-30	2,152	2,152	M5					
PRINT COPY SCAN FX	2005-04-30	393	393	M5					
DELL COMPUTER	2008-10-01	1,853	1,159	M5	5	371			

TY 2012 Investments Corporate Bonds Schedule

Name: THE MALONE FAMILY FOUNDATION

EIN: 84-1408520

Name of Bond	End of Year Book Value	End of Year Fair Market Value
CABLEVISION SYS 7.755	3,480,852	3,782,500

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TY 2012 Investments Corporate Stock Schedule

Name: THE MALONE FAMILY FOUNDATION

EIN: 84-1408520

Name of Stock	End of Year Book Value	End of Year Fair Market Value
LIBERTY MEDIA	30,381,968	35,557,065
PUT OPTION SPDR S&P 500 ETF TR	1,032,612	726,820
AT&T		
GENOMIC HEALTH		
EXXON MOBIL	2,711,944	3,899,943
HEWLETT PACKARD		
HONEYWELL	2,749,568	2,909,782
UNION PACIFIC	1,283,313	2,765,211
BAKER HUGHES		
EL PASO CORP		
FORD MOTOR		
PHILLIP MORRIS		
JP MORGAN		
TRAVELERS COS		
INTL FLAVORS	2,455,832	3,165,308
CBS CORP	926,711	1,487,375
UNITEDHEALTH CARE	2,211,822	2,307,370
MICRON TECH		
AT&T	2,319,103	2,453,414
WELLS FARGO	2,176,705	2,765,675
PEOPLES UNITED		
RENAISSANCE RE	2,057,456	2,405,702
NUVN EQTY	1,278,227	1,320,361
UTILITIES SELECT		
BAKER HUGHES		
EXXON MOBIL	1,181,288	1,653,971
GENERAL ELECTRIC		
CATERPILLER	862,742	806,028
JOHNSON CTLS		
PEPSICO	1,381,768	1,582,786

Name of Stock	End of Year Book Value	End of Year Fair Market Value
HEINZ		
ALLERGAN	1,238,695	1,575,921
MYLAN		
UNITED TECH	1,157,232	1,734,101
MCDONALDS	1,025,033	1,498,247
PHILLIP MORRIS	848,677	1,597,942
BAXTER INTERNATIONAL	1,286,362	1,708,496
JP MORGAN	3,602,555	4,358,217
AMER EXPRESS		
APPLE	463,468	1,498,067
INTEL		
WALT DISNEY	937,316	1,744,144
MICROSOFT	1,128,136	1,402,793
METLIFE		
KINDERMORGAN	2,598,719	2,607,354
TARGET	2,712,826	2,534,843
MONDOLEZ	2,528,733	2,510,067
PFIZER	2,476,739	2,655,522
BLACKROCK	1,366,556	1,420,098
EVEREST REINSUR	2,504,832	2,730,059
ORACLE	2,576,678	2,869,185
NEXTERA	2,100,973	2,423,726
CALPINE	1,370,716	1,359,841
SCHLUMBERGER	844,198	817,723
MEAD JOHNSON	1,513,876	1,248,945
THERMO FISHER	1,664,328	1,951,668
JP MORGAN	836,846	847,944
MARSH MCLENNAN	1,692,037	1,717,468
CHUBB CORP	1,472,609	1,630,678
MASTERCARD	1,744,931	1,884,059

Name of Stock	End of Year Book Value	End of Year Fair Market Value
EMC CORP MASS	2,140,780	1,855,502
SEMPRA ENERGY	1,657,744	1,674,892
ROUNDING		

TY 2012 Investments - Other Schedule

Name: THE MALONE FAMILY FOUNDATION

EIN: 84-1408520

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
KLEINER PERKINS CAUFIELD		406,164	281,782

TY 2012 Land, Etc. Schedule

Name: THE MALONE FAMILY FOUNDATION

EIN: 84-1408520

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
COMPUTERS	5,040	5,040		
SOFTWARE	11,200	11,199	1	
SOFTWARE	1,377	1,377		
WEB DESIGN	12,000	12,000		
DELL LP/MONITOR	2,152	2,152		
PRINT COPY SCAN FX	393	393		
DELL COMPUTER	1,853	1,530	323	

TY 2012 Legal Fees Schedule

Name: THE MALONE FAMILY FOUNDATION

EIN: 84-1408520

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
SHERMAN & HOWARD	2,813	2,110		703

TY 2012 Other Assets Schedule

Name: THE MALONE FAMILY FOUNDATION

EIN: 84-1408520

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
ACCRUED INTEREST & DIVIDENDS			164,910

TY 2012 Other Decreases Schedule

Name: THE MALONE FAMILY FOUNDATION

EIN: 84-1408520

Description	Amount
ROUNDING	6

TY 2012 Other Expenses Schedule

Name: THE MALONE FAMILY FOUNDATION

EIN: 84-1408520

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
DUES & SUBSCRIPTIONS	1,204	1,204		
INSURANCE - LIABILITY	2,200	2,200		
INTERNET	964	964		
ACCOUNT MANAGEMENT FEES	1,051,805	1,051,805		
OVERHEAD	97,360	97,360		
OFFICE SUPPLIES	141	141		
TELEPHONE	1,201	1,201		
POSTAGE	612	612		
KLEINER PERKINS-PASS THRU	301	301		

TY 2012 Other Income Schedule

Name: THE MALONE FAMILY FOUNDATION

EIN: 84-1408520

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
KLEINER PERKINS OTHER INC FROM SCH K-1			

TY 2012 Other Liabilities Schedule

Name: THE MALONE FAMILY FOUNDATION

EIN: 84-1408520

Description	Beginning of Year - Book Value	End of Year - Book Value
CALL OPTION EMC CORP MASS		101,562

TY 2012 Taxes Schedule

Name: THE MALONE FAMILY FOUNDATION

EIN: 84-1408520

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXCISE TAX EXPENSE	42,000			