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#### 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

For	cale	ndar year 2012 or tax year beginning		, and ending		
Na	me o	f foundation			A Employer identificatio	n number
_ K	IS	SICK FAMILY FOUNDATION			95-444345	3
Nur	nbera	and street (or P.O. box number if mail is not delivered to stree	t address)	Room/suite	B Telephone number	
_9	22	NAPOLI DRIVE			(310)201-4	4139
		own, state, and ZIP code			C If exemption application is	pending, check here
		IFIC PALISADES, CA 902			_	
G (	Chec	call that apply: Initial return	<del>-</del>	ormer public charity	D 1. Foreign organization	ns, check here
		Final return	Amended return		2 Foreign organizations m check here and attach of	eeting the 85% test,
		Address change	Name change	<del></del>		
H (	_	k type of organization; X Section 501(c)(3) e ection 4947(a)(1) nonexempt charitable trust	Other taxable private foundation	ation	E If private foundation structure under section 507(b)(1	
L E			ang method: X Cash	Accrual	7	,
		· I —	ther (specify)	Accidat	F If the foundation is in a under section 507(b)(1	
	\$	28,913,483. (Part I, cold		basis.)	under section 507(b)(	I)(D); GIICGK IIGIC
	art i	Analysis of Revenue and Expenses	(a) Revenue and	(b) Net investment	(c) Adjusted net	(d) Disbursements
		(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))	expenses per books	income	income	for charitable purposes (cash basis only)
	1	Contributions, gifts, grants, etc., received	0.		N/A	
	2	Check X If the foundation is not required to attach Sch. B				
	3	Interest on savings and temporary cash investments	296,491.	296,491		STATEMENT 1
	4	Dividends and interest from securities	319,345.	318,814	•	STATEMENT 2
	5a	Gross rents				
	b	Net rental income or (loss)				
ō	6a	Net gain or (loss) from sale of assets not on line 10	2,018,068.			
eu n	b	Gross sales price for all assets on line 6a 1,326,737.			<u> </u>	
Revenue	7	Capital gain net income (from Part IV, line 2)		2,018,068	•	
	8	Net short-term capital gain		<del></del>	<del> </del>	<u> </u>
	9	Income modifications Gross sales less returns		<del>-</del>		
	1 .	and allowances			<del>                                     </del>	<del></del>
		Less Cost of goods sold			<del> </del>	<del> </del>
	l	Gross profit or (loss) Other income	-523,838.	-288,004		STATEMENT 3
	11	Total. Add lines 1 through 11	2,110,066.	2,345,369		SIMIEMENI 3
	13		2,110,000.	<u>2,343,309</u> 0		0
	14	Compensation of officers, directors, trustees, etc  Other employee salaries and wages			<del>-</del>	<del> </del>
	15	Other employee salaries and wages  Pensionalists employee benefits o				<del></del>
es		Pension plans, employee benefits 3		<u></u>		<del>                                     </del>
ens		Legal rees NUV 1 5 2013 OF Accounting fees STMP 4	39,930.	5,990		33,940
Expense	I	Other professional fees \ \ \ UT	337333		<u> </u>	
Š	17	Interest OUDLIVIO		_ <del></del>		
Administrative	18	Taxes STMT 5	18,028.	5,508	•	180
nist	19	Depreciation and depletion				
Ē	20	Occupancy				
¥	21	Travel, conferences, and meetings		<del>-</del>		
and	22	Printing and publications				
ing	23	Other expenses STMT 6	25,942.	25,942	•	0
Operating	24	Total operating and administrative		25 442		24 465
ä		expenses. Add lines 13 through 23	83,900.	37,440	·	34,120
-	25	Contributions, gifts, grants paid	1,508,780.	·	<del> </del>	1,508,780
	26	Total expenses and disbursements.	1 500 600	27 440		1 542 000
_	07	Add lines 24 and 25	1,592,680.	37,440	-	1,542,900
	27	Subtract line 26 from line 12:	E17 206			
		Excess of revenue over expenses and disbursements  Net investment income (if negative, enter -0-)	517,386.	2,307,929	<del>                                     </del>	<del> </del>
		Adjusted net income (if negative, enter -0-)	<del></del>	4,301,343	N/A	<del>                                     </del>
		Training the modelle (nonegative, enter -U-)	1			1

LHA For Paperwork Reduction Act Notice, see instructions.

	90-PF (2012) KISSICK FAMILY FOUNDATIO	Beginning of year	95-4 End of	4443453 Page 2
Par	Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only	(a) Book Value	(b) Book Value	(c) Fair Market Value
T_1	Cash - non-interest-bearing	(a) Book value	(b) book value	(a) i dii indinot valoo
	Savings and temporary cash investments	376,689.	375,547.	375,547.
	Accounts receivable ►			
	Less: allowance for doubtful accounts ▶			
4	Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
5				
6	Receivables due from officers, directors, trustees, and other			
	disqualified persons			
7	Other notes and loans receivable			
	Less: allowance for doubtful accounts			
Ssets 6 &	Inventories for sale or use			
88	Prepaid expenses and deferred charges			
1 .	a Investments - U.S. and state government obligations			
1	h Investments - corporate stock			
1	c Investments - corporate bonds	_ <del></del>		
11	Investments - land, buildings, and equipment, basis	ì		
1.5	Less accumulated depreciation			
12		12 700 424	7,256,146.	7,428,364.
13		12,790,434.	1,450,140.	1,420,304.
14	Land, buildings, and equipment basis			
12		14,892,203.	20,945,019.	21,109,572.
פי	Other assets (describe STATEMENT 8)	14,032,203.	20,945,019.	21,109,512.
16	Total assets (to be completed by all filers)	28,059,326.	28,576,712.	28,913,483.
17		20,035,3200	20,3,0,712.	<u> </u>
18	· · · · · · · · · · · · · · · · · · ·	-	<del></del>	
	· · · · · · · · · · · · · · · · · ·			
S   19 20 21				
E 21		-		
<del>-</del> . (	Other liabilities (describe )			
23	Total liabilities (add lines 17 through 22)	0.	0.	
	Foundations that follow SFAS 117, check here			
	and complete lines 24 through 26 and lines 30 and 31.			
<b>8</b> 24	Unrestricted			
[ 25	Temporarily restricted			
26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here			
ב ב	and complete lines 27 through 31.			
ဋ္ဌ 27	,	13,034,984.	13,034,984.	
24 25 26 27 27 28 29 30 30 30 30 30 30 30 30 30 30 30 30 30	· · · · · · · · · · · · · · · · · · ·	0.	0.	
₹  29	· · · · · · · · · · · · · · · · · · ·	15,024,342.	15,541,728.	
월   30	Total net assets or fund balances	28,059,326.	28,576,712.	
		00 050 306	00 556 510	
31	Total liabilities and net assets/fund balances	28,059,326.	28,576,712.	
Parl	Analysis of Changes in Net Assets or Fund Ba	alances		
Tota	al net assets or fund balances at beginning of year - Part II, column (a), line	30		
	st agree with end-of-year figure reported on prior year's return)		1	28,059,326.
	er amount from Part I, line 27a		2	517,386.
Oth	er increases not included in line 2 (itemize)		3	0.
Add	lines 1, 2, and 3		4	28,576,712.
	reases not included in line 2 (itemize)		5	0,
Total	al not accept or fund balances at and of year /line 4 minus line 5). Part II, on	luma (h) luna 20	ا م ا	28 576 712

12-05-12

Form **990-PF** (2012)

	CK FAMILY FOUN				- · · · · · · · · · · · · · · · · ·	9	<u>5-444</u>	3453	Page 3	
<del></del>	d Losses for Tax on Ir		Income	(h) h	low acquired	( ) D-t-		(4) 0-4		
<ul><li>(a) List and describe the kind(s) of property sold (e.g., 2-story brick warehouse; or common stock, 200 shs.</li></ul>				(b) How acquired P - Purchase D - Donation		(c) Date a (mo., d	(c) Date acquired (d (mo., day, yr.) (m		<b>d)</b> Date sold no., day, yr.)	
1a			<del></del>	, D	- Dullation					
b SEE ATTACHED S	TATEMENT			<b>├</b> ┈						
C		-								
d										
е				<u>l</u>						
(e) Gross sales price	(f) Depreciation allowed (or allowable)		st or other basis xpense of sale				ain or (loss s (f) minus			
a										
b		ļ								
C	<del></del>	ļ			<del> </del>					
d 1 226 727			CO1 22	1				2 010	060	
e 1,326,737. Complete only for assets showing ga	ain in column (h) and owned by	the foundation	-691,33	1 -		(I) Gains (C		2,018	,000.	
Complete only for assets showing go	(j) Adjusted basis		cess of col. (I)			ol. (k), but r	not less tha	ın -0-) <b>or</b>		
(i) F.M.V. as of 12/31/69	as of 12/31/69		col. (j), if any	_		Losses	(from col. (	(h))		
<u>a</u>				$\dashv$					-	
<u>b</u>	<del></del>									
d d										
e		<del></del>	<del></del>				_	2,018	.068.	
	∫ If gain, also ente	r in Dart I line	7	7						
2 Capital gain net income or (net capital	l loss) $\int$ If (loss), enter -0	- ın Part I, line	7	)	2			2,018	<u>,068.</u>	
3 Net short-term capital gain or (loss) a If gain, also enter in Part I, line 8, colu		nd (6):		3						
If (loss), enter -0- in Part I, line 8	C4: 4040/-\ f	. D	Tau an Nat		3		N/A	<u> </u>		
<del></del>	er Section 4940(e) for					come				
(For optional use by domestic private fou	indations subject to the section	4940(a) tax on	net investment in	ncome	i.)					
If section 4940(d)(2) applies, leave this p	art blank.									
Was the foundation liable for the section	4042 tay on the distributable as	nount of any vo	oar in the bace nei	riod2				□ vec	X No	
If "Yes," the foundation does not qualify u				ilour				162	LAL NU	
1 Enter the appropriate amount in each				ntries						
(a) Base period years	(b)			(c)			Dietel	(d) bution ratio		
Base period years Calendar year (or tax year beginning ir		stributions	Net value of no	nchar	ritable-use asse	ts	(col. (b) dr	vided by col	. (c))	
2011		4,681.		29	,462,72				46658	
2010	1,10	2,938.			,941,14			.0	55310	
2009		7,708.			<u>,261,37</u>				<u>63397</u>	
2008		9,569.			<u>,701,16</u>				50992	
2007	1,38	4,949.		28	<u>,348,76</u>	8.		0	<u>48854</u>	
								2	CE 0 1 1	
2 Total of line 1, column (d)		105.5				2_	<del></del>	. 4	<u>65211</u>	
3 Average distribution ratio for the 5-ye		on line 2 by 5,	or by the number	or ye	ars			0	53042	
the foundation has been in existence	n less man 5 years					3_	_	. 0	33042	
Enter the net value of noncharitable-u	se assets for 2012 from Part X,	line 5				4	3	4,315	,969.	
5 Multiply line 4 by line 3						5_		1,820	,188.	
5 Enter 1% of net investment income (1	1% of Part i, line 27b)					6		23	,079.	
·	,									
7 Add lines 5 and 6						7	-	1,843		
8 Enter qualifying distributions from Pai If line 8 is equal to or greater than line		a the and comp	lete that nart usin	10 מ מו	% tax rate	8	L	1, <u>5</u> 42	<u>,900.</u>	
See the Part VI instructions.	, , should the box first art vi, little	, 15, and 60111p	mar part usin	۰. س س	- mon ration					

Form **990-PF** (2012)

		<u> 444345</u>		Page 4
Pa	art VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948	- see inst	ructio	ns)
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%	<del></del>	46,1	<u>.59.</u>
	of Part I, line 27b	1		
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-)	<del></del>		0.
3	Add lines 1 and 2		46,1	
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<del></del>	16 1	0.
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	<del> </del>	46,1	159.
6	Credits/Payments:			
	a 2012 estimated tax payments and 2011 overpayment credited to 2012  6a 24,059.			
	Exempt foreign organizations - tax withheld at source  Tax paid with application for extension of time to file (Form 8868)  6c 44,300.	1		
	1 Backup withholding erroneously withheld  Total credits and payments. Add lines 6a through 6d		68,3	250
,	Total credits and payments. Add lines 6a through 6d  Enter any penalty for underpayment of estimated tax. Check here X if Form 2220 is attached  8	<del></del>	00,	172.
0	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	1		<u> </u>
10	·		21,7	728.
	Enter the amount of line 10 to be: Credited to 2013 estimated tax		<u> </u>	0.
	art VII-A Statements Regarding Activities			
	a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in		Yes	No
	any political campaign?	1a		X
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?	16		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?	10	:	X
d	f Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:			
	(1) On the foundation. ► \$ 0 . (2) On foundation managers. ► \$ 0 .			
е	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation		İ	
	managers. > \$O.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?	2		<u> </u>
	If "Yes," attach a detailed description of the activities.			1
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or	ľ		
	bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		<u>  X</u> _
	a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	48		+
	o If "Yes," has it filed a tax return on Form 990-T for this year?	4t	$\neg$	7
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5		X
e	If "Yes," attach the statement required by General Instruction T.  Are the requirements of section 508(a) (relating to sections 4941 through 4945) satisfied either:			
U	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:  By language in the governing instrument, or			
	<ul> <li>By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law</li> </ul>			
	remain in the governing instrument?	6	x	
7	Did the foundation have at least \$5,000 in assets at any time during the year?	7		1-
•	If "Yes," complete Part II, col. (c), and Part XV.		<b>†</b>	†
8a	Enter the states to which the foundation reports or with which it is registered (see instructions)			
-	CA			
b	of 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	81		
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
		Form 9	90-PF	(2012)

orm	990-PF (2012) KISSICK FAMILY FOUNDATION	95-4443	453	ı	Page 5
	art VII-A Statements Regarding Activities (continued)				
	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		<u>X</u>
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory p	ivileges	ا ا		
	If "Yes," attach statement (see instructions)		12	7,5	<u>X</u>
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?		13	X	
	Website address ► N/A	(210)	201	<i>A</i> 1	20
14	The books are in care of JOHN H. KISSICK  Telephone no.	ZIP+4 ▶90	201		<u> </u>
	Located at > 922 NAPOLI DRIVE, PACIFIC PALISADES, CA	ZIP+4 <u>&gt;50</u>	1414		$\Box$
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here	15	N	/A	
40	and enter the amount of tax-exempt interest received or accrued during the year  At you time during selectors 2012, did the foundation have an interest in an a signature or other authority over a bank	10		Yes	No
10	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank,		16		X
	securities, or other financial account in a foreign country?  See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign		"	L	
	country				ľ
Pa	art 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?	s X No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from)				
		s X No			ĺ
		s X No	1		
	(1) - 2) - 20 - 20 - 20 - 20 - 20 - 20 - 2	s X No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available	[ <del>1</del> 2]			
	· · · · · · · · · · · · · · · · · · ·	s X No			ĺ
	(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	s X No			
	termination of government service, if terminating within 90 days.)  If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations	S			
U	section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here	N/A ▶□			
c	E Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected	· <del></del>			
	before the first day of the tax year beginning in 2012?		1c		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)):				
а	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	g			
	before 2012?	s X No			
	If "Yes," list the years				
b	Are there any years listed in 2a for which the foundation is <b>not</b> 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	N/A	2b		
_	statement - see instructions.)	IV/A	20	<u> </u>	<del>                                     </del>
C	If the provisions of section 4942(a)(2) are being applied to <b>any</b> of the years listed in 2a, list the years here.			1	
32	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time		1		
- Ou	during the year?	s X No			
b	of "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons af				
	May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to d				
	of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C				
	Form 4720, to determine if the foundation had excess business holdings in 2012)	N/A	3b	<u> </u>	<u> </u>
	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpos	e that			
	had not been removed from jeopardy before the first day of the tax year beginning in 2012?		4b		X
		Fo	rm <b>99</b> 0	ノーピト	(2012)

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orm 990-PF (2012) KISSICK FAMILY FOUNDATION	NN		<u>95-44434</u>	<u>53 Page 6</u>
Part VII-B   Statements Regarding Activities for Which	Form 4720 May Be F	Required (continu	ued)	
5a During the year did the foundation pay or incur any amount to:				
(1) Carry on propaganda, or otherwise attempt to influence legislation (section	n 4945(e))?	Ye	es X No	
(2) Influence the outcome of any specific public election (see section 4955); (	ectly,			
any voter registration drive?			es X No	
(3) Provide a grant to an individual for travel, study, or other similar purposes	s?	Ye	es X No	1 1
(4) Provide a grant to an organization other than a charitable, etc., organization	on described in section			
509(a)(1), (2), or (3), or section 4940(d)(2)?		☐ Ye	es X No	1 1
(5) Provide for any purpose other than religious, charitable, scientific, literary	, or educational purposes, or f			
the prevention of cruelty to children or animals?			es X No	
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify un	•	ın Regulatıons		
section 53.4945 or in a current notice regarding disaster assistance (see instru			N/A L	5 <b>b</b>
Organizations relying on a current notice regarding disaster assistance check l				[ [
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption to		. —		j
expenditure responsibility for the grant?		I/A ∐ Y€	es L No	}
If "Yes," attach the statement required by Regulations section 53.494				
6a Did the foundation, during the year, receive any funds, directly or indirectly, to	pay premiums on		( <del></del>	
a personal benefit contract?		Ye	es 🗓 No	
<b>b</b> Did the foundation, during the year, pay premiums, directly or indirectly, on a	personal benefit contract?		6	Sb X
If "Yes" to 6b, file Form 8870.			<b>T</b>	
7a At any time during the tax year, was the foundation a party to a prohibited tax		Y€	es X No	<del>,          </del>
b If "Yes," did the foundation receive any proceeds or have any net income attrib		namena Liati	27.7.	7b
Part VIII Information About Officers, Directors, Trust	ees, roungation Ma	magers, Highly	у	
List all officers, directors, trustees, foundation managers and their	compensation.			
and their	(b) Title, and average	(c) Compensation	(d) Contributions to	(e) Expense
(a) Name and address	hours per week devoted to position	(If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
JOHN H. KISSICK	PRESIDENT			
922 NAPOLI DRIVE				_
PACIFIC PALISADES, CA 90272	2.00	0.	0.	
MARY K. KISSICK	SECRETARY			
922 NAPOLI DRIVE			_	_
PACIFIC PALISADES, CA 90272	2.00	0.	0.	0.
MICHAEL S. WARSAVSKY	VICE PRESIDEN	T.		
16130 VENTURA BLVD, SUITE 320				•
ENCINO, CA 91436	0.00	0.	0.	0.
JOHN R. KISSICK	TREASURER			
922 NAPOLI DRIVE	4 00	_	_	_
PACIFIC PALISADES, CA 90272	0.00	0 .	0.	0.
2 Compensation of five highest-paid employees (other than those in		enter "NONE."	(d) Contributions to	(e) Expense
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week	(c) Compensation	(d) Contributions to employee benefit plans and deferred	account, other
YOUT	devoted to position	<del> </del>	compensation	allowances
NONE	4			
	<del>                                     </del>	<del>                                     </del>	<del> </del>	<del></del>
	-{		[ [	
	<del>                                     </del>			
	4		1 1	
		<del> </del>		
<del></del>	-			
	-	<del> </del>	<del> </del>	
<del></del>	-		]	
The Louisian of other employees and accompany	<u> </u>	<u></u>		
otal number of other employees paid over \$50,000		· · · · · · · · · · · · · · · · · · ·	<u> </u>	0 <b>990-PF</b> (2012)
			⊦∩rm :	330-アア (2012)

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Form 990-PF (2012) KISSICK FAMILY FOUNDATION		443453 Page 7
Part VIII Information About Officers, Directors, Trustees, Found Paid Employees, and Contractors (continued)	ation Managers, Highly	
3 Five highest-paid independent contractors for professional services. If none, ent	er "NONE."	
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
T. A. Laumber of others recovered over \$50,000 for professional convices		▶ 0
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 stat	istical information such as the	Expenses
number of organizations and other beneficiaries served, conferences convened, research papers pr	oduced, etc.	Expenses
1 <u>N/A</u>		
2		<del> </del>
2		
3		
		. 1-15
4		
Part IX-B Summary of Program-Related Investments		
Describe the two largest program-related investments made by the foundation during the tax year of	on lines 1 and 2.	Amount
1 <u>N/A</u>		
2		
All other program-related investments. See instructions.		
3		
Total. Add lines 1 through 3	<b>&gt;</b>	0.

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Form **990-PF** (2012)

P	art X Minimum Investment Return (All domestic foundations must complete this part. Foreign four	ndation	is, see instructions)
1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
-	Average monthly fair market value of securities	1a	13,055,975.
	Average of monthly cash balances	1b	690,826.
	Fair market value of all other assets	1c	21,091,746.
	Total (add lines 1a, b, and c)	1d	34,838,547.
	Reduction claimed for blockage or other factors reported on lines 1a and		
-	1c (attach detailed explanation) 1e 0.		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	34,838,547.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	522,578.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	34,315,969.
6	Minimum investment return. Enter 5% of line 5	6	1,715,798.
Б	art XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and	d certai	n
	foreign organizations check here  and do not complete this part.)		
1	Minimum investment return from Part X, line 6	1	1,715,798.
2a	Tax on investment income for 2012 from Part VI, line 5		
b	Income tax for 2012. (This does not include the tax from Part VI.)		
C	Add lines 2a and 2b	2c	46,465.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,669,333.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	1,669,333.
6	Deduction from distributable amount (see instructions)	6	<u></u>
7_	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	1,669,333.
P	art 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	1,542,900.
Ь	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:		
а	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	1,542,900.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment		<del></del>
	income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,542,900.
	Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation of	qualifies	for the section
	4940(e) reduction of tax in those years.		

Form **990-PF** (2012)

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2011	(c) 2011	<b>(d)</b> 2012
1 Distributable amount for 2012 from Part XI,				1,669,333.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			0.	
b Total for prior years:	-			
		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007				
b From 2008 32,759.				
c From 2009 254,609.				
d From 2010 136, 279.				
e From 2011	422 647			
f Total of lines 3a through e  4 Qualifying distributions for 2012 from	423,647.			
Part XII, line 4: > \$ 1,542,900.				
a Applied to 2011, but not more than line 2a			0.	
b Applied to undistributed income of prior				
years (Election required - see instructions)		0.		
c Treated as distributions out of corpus				
(Election required - see instructions)	0.			
d Applied to 2012 distributable amount				1,542,900.
e Remaining amount distributed out of corpus	0.			
Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))	126,433.	-		126,433.
6 Enter the net total of each column as indicated below:				
2 Corpus Add lines 3f, 4c, and 4e Subtract line 5	297,214.			
b Prior years' undistributed income. Subtract				<del></del>
line 4b from line 2b		0.		<del> </del>
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable	-			
amount - see instructions	i	0.		
e Undistributed income for 2011. Subtract line				
4a from line 2a. Taxable amount - see instr.			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	0			
section 170(b)(1)(F) or 4942(g)(3)				<del></del>
8 Excess distributions carryover from 2007	0.			
not applied on line 5 or line 7				
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	297,214.			
10 Analysis of line 9:	251,214.			
a Excess from 2008	}			
b Excess from 2009 160, 935.				
c Excess from 2010 136, 279.				
d Excess from 2011				
e Excess from 2012		<u> </u>		
				Form <b>990-PF</b> (2012)

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	FAMILY FOU			<u>95-44</u>	<u>43453</u> Page 10
Part XIV Private Operating Fe	<b>oundations</b> (see in	structions and Part V	II-A, question 9)	N/A	
1 a If the foundation has received a ruling or	determination letter tha	it it is a private operating			
foundation, and the ruling is effective for	2012, enter the date of	the ruling	<b>•</b>		
b Check box to indicate whether the found	ation is a private operati	ing foundation described	in section	4942(j)(3) or 4	942(j)(5)
2 a Enter the lesser of the adjusted net	Tax year	Ţ <u> </u>	Prior 3 years		
income from Part I or the minimum	(a) 2012	(b) 2011	(c) 2010	(d) 2009	(e) Total
investment return from Part X for	<del></del>	<del>                                     </del>	<u> </u>		
each year listed					
<b>b</b> 85% of line 2a			<del></del>	-	
		+	<del></del>	<del> </del>	
c Qualifying distributions from Part XII,					
line 4 for each year listed	<del>.</del>		<del></del>		<del> </del>
d Amounts included in line 2c not					
used directly for active conduct of					
exempt activities				<del> </del>	
e Qualifying distributions made directly					
for active conduct of exempt activities.					
Subtract line 2d from line 2c			<del>-</del>	<del> </del>	
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test - enter:					
(1) Value of all assets					<u> </u>
(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:			<del> </del>	<del>-</del>	
' '					
(1) Total support other than gross investment income (interest,					
dividends, rents, payments on					
securities loans (section					
512(a)(5)), or royalties)		<del> </del>	<del>  -</del>	<del></del>	
(2) Support from general public and 5 or more exempt					
organizations as provided in					
section 4942(j)(3)(B)(iii)	<del></del>				ļ <del> </del>
(3) Largest amount of support from					
an exempt organization					ļ <u>.</u>
(4) Gross investment income		<u> </u>	<u> </u>		
Part XV Supplementary Info			if the foundation	n had \$5,000 or m	ore in assets
at any time during t	he year-see inst	ructions.)			
1 Information Regarding Foundation	n Managers:				
a List any managers of the foundation who			tributions received by th	e foundation before the clo	ose of any tax
year (but only if they have contributed m	iore man 45,000). (See	Section 507 (d)(2).)			
SEE STATEMENT 9  b List any managers of the foundation who	n own 10% or more of t	he steels of a corporation	(or an equally large port	on of the ownership of a	artnership or
other entity) of which the foundation has			(or an equally large port	ion of the ownership of a p	oai thereing of
NONE					
2 Information Regarding Contributi	on, Grant, Gift, Loan	, Scholarship, etc., F	Programs:		
Check here 🕨 🗶 if the foundation of	nly makes contributions	to preselected charitable	organizations and does	not accept unsolicited req	uests for funds. If
the foundation makes gifts, grants, etc. (					
a The name, address, and telephone numb	per or e-mail of the pers	on to whom applications	should be addressed:		
·	·				
<b>b</b> The form in which applications should be	e submitted and informa	ation and materials they s	should include:		_ <del></del>
c Any submission deadlines:					
4.4			lundo of metallitings	other feature	
d Any restrictions or limitations on awards	, such as by geographic	cai areas, charitable fields	s, kinas of institutions, or	other factors:	

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Part AV Supplementary informatio				
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	Purpose of grant or contribution	Amount
	or substantial contributor	recipient		
a Paid during the year				
		}		
SEE SCHEDULE ATTACHED	NONE	PUBLIC CHARITY	CONTRIBUTION	
<del></del>				1,508,780,
<del></del>		<del> </del>		
		ii:		
Total		1	<u> </u>	1 500 700
Total  b Approved for future payment	T	T	▶ 3a	1 508 780
a Approved for lattire payment			}	
NONE				
	<del> </del>	<del> </del>		
		<u> </u>		
Total			▶ 3b	0.

Form **990-PF** (2012)

Part XVI-A Analysis of Income-Producing Activities

Enter areas areas welcome at horses or disabled	Unrelated t	ousiness income	Exclude	d by section 512, 513, or 514	
Enter gross amounts unless otherwise indicated.	(a) Business	(b) Amount	(C) Exclu- sion	(d)	(e) Related or exempt function income
1 Program service revenue:	code		code	Amount	Tunction income
a	-				
b			<del>  -</del>		
c	_		$\vdash$		
d	_		$\bot$		
e			1 1		
f			1		
g Fees and contracts from government agencies			<u> </u>		
2 Membership dues and assessments					
3 Interest on savings and temporary cash			i		
investments			14	296,491.	
4 Dividends and interest from securities			14	319,345.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
<b>b</b> Not debt-financed property					
6 Net rental income or (loss) from personal					
property			1		
7 Other investment income			14	-523,838.	
8 Gain or (loss) from sales of assets other					
than inventory			18	2,018,068.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:			<del>                                     </del>	~	
a					
			1 1		
			+ +		
	(		1 1		
		·			<del>-</del>
e 12 Subtotal. Add columns (b), (d), and (e)	-	0.	<del>                                     </del>	2,110,066.	0.
13 Total. Add line 12, columns (b), (d), and (e)	L		·1	13	2,110,066
(See worksheet in line 13 instructions to verify calculations.)				""	4,110,000
Part XVI-B Relationship of Activities	to the Accon	iplishment of E	xempt	Purposes	
Line No. Explain below how each activity for which inc	come is reported in c	column (e) of Part XVI-A	\ contribut	ted importantly to the accom	plishment of
▼ the foundation's exempt purposes (other than the foundation).				, ,	
			_		
		· · · · · · · · · · · · · · · · · · ·			
			-		
			_		
	<del></del>		_		
<del></del>				<del></del>	
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	·		_		
			<del></del> -		
<del></del>	<del></del>				
	<del></del>		-	<del>.</del>	
	<del>_</del>			- <del></del>	
223621 12-05-12					Form <b>990-PF</b> (2012)

Form 990-PF (2012) KISSICK FAMILY FOUNDATION 95-4443453

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

	organization directly or indir			•		ction 501(c) of		Yes	No
	e (other than section 501(c)				nzations?				1
	s from the reporting founda	ation to a noncharita	ble exempt org	ganization of:			!		
(1) Cas							1a(1)		_ <u>X</u> _
	er assets						1a(2)		<u>X</u>
	ansactions:								47
	es of assets to a noncharitat					•	1b(1)		X
	chases of assets from a nor	•	organization				1b(2)		<u>X</u>
	ital of facilities, equipment, o	or other assets					1b(3)		_ <u>X</u> _
	mbursement arrangements						1b(4)		_X
	ns or loan guarantees						1b(5)		X
	formance of services or mei		-				1b(6)	_	_ <u>X</u>
	of facilities, equipment, mai						1c		_ <u>X</u> _
	swer to any of the above is	•	_					ets,	
	ces given by the reporting fo			ed less man ian market van	ie ili any transactio	on or snaring arrangement,	, SHOW III		
a) Line no	(d) the value of the goods, (b) Amount involved			exempt organization	(d) Descripti	on of transfers, transactions, an	d sharing an	ongeme	
4) 21110 110	(b) Amount involved	(c) Name o	N/A	exempt organization	(u) Descripti	on or transiers, nansactions, an	<u> </u>	angeme	
<del></del>			N/A	<del></del>	+				
<del></del>	<del></del>	***		<u> </u>	+	<del>-</del>			
		· <u>-</u>		<del></del>	<del></del>				
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			<del>_</del>		<del>-  </del>				
						<del></del>			
								-	
			<del></del>	<del></del>		<del></del>			
2a is the for	undation directly or indirect	ly affiliated with, or	related to, one	or more tax-exempt organi	zations described				
	n 501(c) of the Code (other	-					Yes	X	No
	complete the following sche	•	,(0), 0 200.			•			
	(a) Name of orga			(b) Type of organization		(c) Description of relation	ıshıp		
	N/A								
								_	
			_						
	er penalties of perjury, I declare to					ror boo ony knowledge	lay the IRS o		
Sign   🔪	belief, it is true, correct, and com	ipiete Declaration of pr	eparer (otner than	n taxpayer) is based on all lillori	mation of which prepar	- 10	etum with the hown below	e prepar (see ins	er tr)?
Here	10278	15-4		19/25/13	. 🛌		X Yes		No
Sig	gnature of officer or trustee			Date	Title	<b>_</b> _			
	Print/Type preparer's nai	me	Preparer's si	gnature	Date	Check If PTIN	ı		
			1		10-011-13	self- employed			
Paid -	MICHAEL WAI			L WARSAVSKY	10-24-13		<u> 1303</u>		
Preparer	1	HNOW, ROS	S, WAR	SAVSKY & CO.		Firm's EIN ▶ 95-3	30487	20	
Use Only									
	Firm's address ▶ 16:	130 VENTU	RA BLV	D., SUITE 32	0				
	ENC	CINO, CA	91436				<u>3) 98</u>		
						f	orm <b>990</b>	- <b>PF</b> (	2012)

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Part IV   Capital Gains and Loss			<del></del>	AGE	. Or
	ses for Tax on Investment Income		(h) How acquired	(c) Date acquired	(4) D-4: 11
(a) List and ( 2-story hri	describe the kind(s) of property so ik warehouse; or common stock, 2	io, e.g., reai estate, 200 shs. MLC Co.	P - Pulchase	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a PZENA INVESTMEN			D - Donation P	VARIOUS	VARIOUS
b PZENA INVESTMEN			P	VARIOUS	VARIOUS
c VANGUARD-CAPITA			P	VARIOUS	VARIOUS
d VANGUARD-CAPITA			P	VARIOUS	VARIOUS
e FROM K-1 AG ELE		P	P	VARIOUS	VARIOUS
f FROM K-1 AG ELE		P	<del></del>		VARIOUS
g FROM K-1 THE CA		=			VARIOUS
h FROM K-1 THE CA					VARIOUS
FROM K-1 MAKENA	CAPITAL SPLITT	ER X, LP		VARIOUS	VARIOUS
FROM K-1 MAKENA	CAPITAL SPLITT	ER X, LP			VARIOUS
k CAPITAL GAIN DI	STRIBUTIONS		P	VARIOUS	VARIOUS
<u> </u>				<u> </u>	
m					
n				<del> </del>	<u> </u>
0			<del></del>	<u> </u>	<u> </u>
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(e)	n) Gain or (loss) plus (f) minus (g)	
296,786.		273,029.			<u>23,757</u>
943,096.		703,953.			239,143
53,358.			<del></del>		53,358
18,030.		050 150	<del></del> .		18,030
3		-250,158.	<del></del>		250,158
f		-1,119,687.			119,687 80,130
)		-80,130. -85,211.			85,211
1	<del></del>	-24,335.	<del> </del>		24,335
<u>'</u>		-108,792.			108,792
15,467.		10077321	<del></del>	<u></u>	15,467
n					
1					
)		<u> </u>			
Complete only for assets showing	gain in column (h) and owned by	<del> </del>		sses (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		of col. (h) gain oven not less than "-0-")	er col. (K),
					23,757
	<u> </u>				239,143
;	<del></del>			<del></del> -	<u>53,358</u>
<u> </u>					18,030
	<del></del>			<del></del>	250,158
	··	<del></del>		<u>_</u>	119,687
	<del></del>				80,130 85,211
<del></del>	<del></del>		<del>.</del>		24,335
					108,792
<del></del>					15,467
				<del></del>	
1					
				-	
Capital gain net income or (net cap	tal loss) { If gain, also enter -(	r in Part I, line 7 )-" in Part I, line 7		2	018,068
Net short-term capital gain or (loss		nd (6):			
If gain, also enter in Part I, line 8, co	olumn (c).	<b>b</b>	1		
If (loss), enter "-0-" in Part I, line 8	(-)-	J   3	1	N/A	

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FORM 990-PF INTEREST ON SAVINGS AN	D TEMPORARY C	ASH I	INVESTMENTS	STATEMENT	1
SOURCE				AMOUNT	
CITY NATIONAL BANK FROM K-1 - AG ELEVEN PARTNERS, LP FROM K-1 - THE CATFISH FUND, LP FROM K-1 - MAKENA CAPITAL SPLITTER	X. LP		_	3 247,7 8,9 39,4	32.
TOTAL TO FORM 990-PF, PART I, LINE	-		_ =	296,4	
FORM 990-PF DIVIDENDS AND	INTEREST FROM	SEC	JRITIES	STATEMENT	2
SOURCE	GROSS AMOUNT		PITAL GAINS DIVIDENDS	COLUMN (A AMOUNT	)
FROM K-1 - AG ELEVEN PARTNERS, LP FROM K-1 - THE CATFISH FUND, LP PZENA INVESTMENT VANGUARD SHORT-TERM FEDERAL FUND FROM K-1 - MAKENA CAPITAL SPLITTER X, LP MORGAN STANLEY	18,111. 73,209. 63,742. 58,638. 55,077. 50,568.		0. 0. 0. 0.	18,1 73,2 63,7 58,6 55,0	09. 42. 38.
TOTAL TO FM 990-PF, PART I, LN 4	319,345.		0.	319,3	45.
FORM 990-PF OT	HER INCOME	<del></del> -		STATEMENT	3
DESCRIPTION	(A) REVENUE PER BOOK		(B) NET INVEST- MENT INCOME		
PARTNERSHIP LOSS-AG ELEVEN PARTNERS, LP PARTNERSHIP LOSS-THE CATFISH FUND,	-133,	568.	-133,568.		
LP TAX-EXEMPT INCOME - AG ELEVEN PARTNERSHIP LOSS-MAKENA CAPITAL	-61, 3,	928. 518.			
SPLITTER X, LP NONDEDUCTIBLE EXPENSES - MAKENA CAPITAL	-92,	508. 189.	-92,508. 0.		
TAX-EXEMPT INCOME - MAKENA CAPITAL UNREALIZED GAIN (LOSS)		133.	0.	•	
TOTAL TO FORM 990-PF, PART I, LINE	11 -523,	838.	-288,004.	,	

FORM 990-PF	ACCOUNTI	NG FEES	S'	TATEMENT 4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PROFESSIONAL FEES	39,930.	5,990.		33,940.
TO FORM 990-PF, PG 1, LN 16B	39,930.	5,990.		33,940.
FORM 990-PF	TAX	ES	S'	ratement 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES FROM K-1 AG ELEVEN PARTNERS, LP FOREIGN TAXES FROM K-1 THE CATFISH FUND, LP FRANCHISE TAX BOARD TAXES AND LICENSES FEDERAL EXCISE TAX FOREIGN TAXES FROM	77. 2,558. 10. 170. 12,340.	2,558. 0. 0.		0. 0. 10. 170. 0.
K-1-MAKENA CAPITAL SPLITTER X, LP	2,873.	2,873.		0.
TO FORM 990-PF, PG 1, LN 18	18,028.	5,508.		180.
FORM 990-PF	OTHER E	XPENSES	S	ratement 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT EXPENSES - PERSHING BANK CHARGES	25,939. 3.	25,939. 3.		0.
TO FORM 990-PF, PG 1, LN 23	25,942.	25,942.		0.
	<del></del>			

FORM 990-PF OT	HER INVESTMENTS		STATEMENT 7
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
VANGUARD SHORT-TERM FEDERAL FUND PERSHING MORGAN STANLEY	COST COST	2,394,419. 2,863,203. 1,998,524.	2,461,022. 2,909,342. 2,058,000.
TOTAL TO FORM 990-PF, PART II, LI	NE 13	7,256,146.	7,428,364.
FORM 990-PF	OTHER ASSETS		STATEMENT 8
DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
INVESTMENT IN THE CATFISH FUND, LP INVESTMENT IN AG ELEVEN PARTNERS,	5,707,418.	6,198,411.	6,198,411.
LP DISTRIBUTION RECEIVABLE MAKENA CAPITAL SPLITTER X, LP MAKENA CAPITAL BLOCKER Y, LP	6,156,070. 3,028,715. 0. 0.	7,041,756. 0. 6,795,852. 909,000.	7,041,756. 0. 6,795,852. 1,073,553.
TO FORM 990-PF, PART II, LINE 15	14,892,203.	20,945,019.	21,109,572.
	XV - LINE 1A OUNDATION MANAGE	RS	STATEMENT 9

NAME OF MANAGER

JOHN H. KISSICK MARY K. KISSICK

#### KISSICK FAMILY FOUNDATION GRANTS AND CONTRIBUTIONS PAID 95-4443453 December 31, 2012

**PURPOSE OF GRANT OR** ORG RECIPIENT NAME RELATIONSHIP CONTRIBUTION AMOUNT **STATUS** A Better LA Public Charity None Contribution 10,000 **ACMG Foundation** None Contribution **Public Charity** 25,000 Alliance for College - Ready Public None Contribution **Public Charity** 50,000 Alzheimer Association None Contribution Public Charity 5.000 Beit T'Shuvah None Contribution **Public Charity** 10,000 Bet Tzedek None Contribution **Public Chanty** 2,500 BioAccel, Inc. None Contribution **Public Chanty** 10,000 Buck/Cardinal Club Contribution None Public Charity 1,000 Cedar Sinai Medical Center None Contribution **Public Charity** 61,500 Cedars Sinai Sport Spectacular None Contribution **Public Charity** 37,250 College Match None Contribution **Public Charity** 25,000 College Spring None Public Chanty 25,000 Contribution Down Syndrome Association None Contribution **Public Charity** 2,500 ETC/Boom Kat None Contribution Public Chanty 2,500 **Fulfillment Fund Public Charity** None Contribution 10,000 Golden Valley Football None Contribution Public Charity 1,000 5,000 Harvard Westlake None Contribution **Public Charity** Heal the Bay None Contribution **Public Charity** 35,000 **KCET** None Contribution **Public Charity** 2,500 **KCRW** 10,000 None Contribution **Public Charity** LA's Promise None Public Charity Contribution 251,225 Labrador Rescuers None Contribution **Public Charity** 1,000 Lighthouse Medical Missions None Contribution **Public Charity** 2,500 Make A Wish Foundation of America None Contribution **Public Charity** 1,000 Movember None Contribution Public Chanty 2.500 National History Museum None **Public Chanty** Contribution 15,000 National Public Radio None Contribution Public Charity 50,000 Partnership Scholars Program None Contribution **Public Charity** 11,805 Peer Health Exchange, Inc. None Contribution **Public Charity** 50,000 Phase One - Tia Palermo Memorial Endowment **Public Chanty** None Contribution 10,000 Planned Parenthood None Contribution **Public Charity** 2,000 Prostate Cancer Foundation None Contribution **Public Charity** 30,000 PS Arts None Contribution Public Charity 7,500 Southern California Public Radio None Contribution **Public Charity** 5,000 SCU Athletics None Contribution **Public Charity** 500 Saint John's Ctr Foundation None Contribution **Public Charity** 15,000 Stanford Graduate School of Education None Contribution Public Chanty 25,000 Stanford Live None 25,000 Contribution **Public Charity** Stanford University None Contribution School 472,000 Sustainable Conservation None Contribution **Public Charity** 10,000 Teach for America None Contribution **Public Chanty** 25,000 The Center for Discovery None Public Chanty 10,000 Contribution The Gabnella Foundation 15,000 None Contribution Public Charity The Painted Turtle None Contribution Public Chanty 25,000 The Posse Foundation, Inc. None Contribution Public Chanty 25,000 10,000 Tourette Syndrome Association, Inc. None Contribution **Public Charity** United In Harmony None Contribution **Public Charity** 1,000 What Works None Contribution **Public Charity** 12,500 Women's Guild, Cedar Sinai Medical None Contribution 2,500 **Public Chanty** Yale School of Management None Contribution 50,000 School Youth Renewal Fund Public Charity None Contribution 15,000

1,508,780

### KISSICK FAMILY FOUNDATION

Realized	Realized Gains/Losses	ses			and the second second			***************************************
Long Positions	sitions					ļ		
Purchase	Sell	Shares/ Security	curity				Gains/Loss	SS
Date	Date	Par Value	Q	Security	Cost Basis	Proceeds	Short Term	Long Term
		1,025	ABT	ABBOTT LABORATORIES	50,574.10	64,978.41	793.30	13,611.01
3/22/2011	5/10/2012	475			22,847.50	29,599.49	0.00	6,751.99
3/22/2011	10/9/2012	300			14,430.00	21,289.02	0.00	6,859.02
5/11/2011	1/5/2012	250			13,296 60	14,089.90	793 30	00 0
		3,275	ALL	ALLSTATE CORP	89,315.67	125,925.21	3,058.91	33,550.63
8/11/2009	10/9/2012	300			8,064 00	12,258 26	00 0	4,194.26
8/11/2009	11/29/2012	375			10,080.00	15,269.61	000	5,189.61
8/11/2009	10/9/2012	150			4,032.00	6,148.60	00 0	2,116 60
8/11/2009	12/17/2012	250			6,720 00	10,203.22	0.00	3,483.22
8/11/2009	12/18/2012	375			10,080 00	15,517.71	00 0	5,437 71
8/11/2009	12/19/2012	175			4,704.00	7,194 95	00 0	2,490 95
8/11/2009	12/14/2012	575			15,456.00	23,129.31	00:00	7,673.31
8/4/2010	6/5/2012	675			19,397.27	22,362.24	00 0	2,964 97
12/9/2011	6/5/2012	325			8,760.70	10,767.01	2,006.31	0.00
12/9/2011	10/9/2012	75			2,021.70	3,074.30	1,052.60	00 0
		875	AVT	AVNET INC	26,034.17	31,113.86	5,079.69	0.00
6/24/2011	2/14/2012	425			12,826.50	15,221.72	2,395.22	0.00
6/24/2011	4/25/2012	275			8,299.50	9,711.86	1,412.36	00 0
8/3/2011	4/25/2012	175			4,908.17	6,180.28	1,272.11	0.00
		250	BEN	FRANKLIN RESOURCES INC.	31,833.34	30,005.02	-1,334.73	-493.59
5/16/2011	3/7/2012	125			15,916.67	14,581.94	-1,334.73	0.00
5/16/2011	9/27/2012	125			15,916 67	15,423 08	00 0	493 59
		-	ВР	***BP PLC - SPONS ADR	43.75	34.40	0.00	-9.35
3/10/2010	3/30/2012	-			43.75	34.40	0.00	-9 35
		2,700	Ą	CA INC.	58,255.07	72,137.88	0.00	13,882.81
8/11/2009	4/25/2012	950			20,909.50	25,254 80	00 0	4,345 30
8/11/2009	3/1/2012	059			14,306 50	17,640 68	00 0	3,334 18
5/13/2010	4/25/2012	325			7,145.50	8,639.80	000	1,494 30
5/14/2010	4/25/2012	475			9,786.23	12,627.40	0.00	2,841 17
5/14/2010	4/25/2012	300			6,107 34	7,975 20	00 0	1,867 86

PZENA INVESTMENT MANAGEMENT, LLC

### KISSICK FAMILY FOUNDATION

Realized	Realized Gains/Losses	ses		and the second s				
Long Positions	sitions					ı		
Purchase	Sell	Shares/ Security	curity			ļ	Gains/Loss	
Date	Date	Par Value	<u>Q</u>	Security	Cost Basis	Proceeds	Short Term	Long Term
		2,225	csc	COMPUTER SCIENCES CORP	76,019.58	71,701.16	0.00	-4,318.42
7125/2011	8/29/2012	250			20,280.65	17,842.75	0.00	-2,437 90
7/25/2011	9/26/2012	200			7,374 78	6,430.85	00 0	-943.93
8/5/2011	9/26/2012	975			32,594.25	31,350.42	0.00	-1,243 83
8/8/2011	9/26/2012	200			15,769.90	16,077.14	0.00	307.24
		1.325	DELL	DELL INC	17,834.50	14,373.27	0.00	-3,461.23
8/11/2009	8/29/2012	1,325			17,834.50	14,373 27	00 0	-3,461.23
		-	EGL	ENGILITY HOLDINGS INC	14.84	0.00	0.00	-14.84
9/8/2009	7/18/2012	-			14.84	00 0	00:00	-14.84
		225	ETR	ENTERGY CORP	15,503.34	15,067.75	0.00	-435.59
4/26/2011	6/20/2012	200			13,782.84	13,393.56	0.00	-389 28
5/12/2011	6/20/2012	25			1,720 50	1,674.19	00 0	-46.31
		1,575	FBHS	FORTUNE BRANDS HOME & SECURITY	29,816.83	44,922.39	15,105.56	0.00
11/9/2011	11/5/2012	625		2	9,407.88	18,501.58	9,093.70	00.00
6/13/2012	11/5/2012	25			537 08	740.06	202 98	00 0
6/13/2012	10/8/2012	925			19,871.87	25,680.75	5,808.88	0.00
		304	豆	HUNTINGTON INGALLS INDUSTRIES	7,378.05	12,293.21	0.00	4,915.16
8/11/2009	9/4/2012	279			6,646 17	11,288.99	0.00	4,642 83
9/16/2010	9/4/2012	25			731.88	1,004 22	0.00	272.33
		200	HPT	HOSPITALITY PROPERTIES TRUST	16,268.00	17,480.84	1,212.84	0.00
6/11/2012	7/19/2012	200			16,268.00	17,480.84	1,212.84	0.00
		3,575	Ξ	INGRAM MICRO INC CL-A	68,388.86	64,321.74	-713.42	-3,353.70
2/16/2011	5/23/2012	006			18,321 93	16,192.89	00 0	-2,129.04
2/24/2011	5/23/2012	700			13,819 12	12,594.47	0.00	-1,224.65
6/29/2011	5/23/2012	425			7,529 00	7,646.64	117 64	0.00
7/12/2011	5/23/2012	550			9,588.81	9,895.65	306.84	0.00
1/30/2012	5/23/2012	1,000			19,130 00	17,992.10	-1,137.90	00 0
		2,100	JAH	JARDEN CORP	67,407.70	84,087.08	0.00	16,679.38
2/24/2010	6/11/2012	350			11,041.17	14,241.32	00 0	3,200 15
Page 2 of 5	<b>ب</b>				PZENA INVESTMENT MANAGEMENT, LLC	STMENTA	1ANAGEMEN	VT, LLC

### KISSICK FAMILY FOUNDATION

Kealize	Realized Gains/Losses	ses						and a second
<b>Long Positions</b>	sitions					ľ		
Purchase	Sell	Shares/ Security	ecurity				Gains/Loss	SS
Date	Date	Par Value	Q	Security	Cost Basis	Proceeds	Short Term	Long Term
		2,100	JAH	JARDEN CORP	67,407.70	84,087.08	0.00	16,679.38
2/24/2010	6/5/2012	25			788 66	988.07	00 0	199 41
3/11/2010	4/5/2012	20			1,728 31	2,004 89	00 0	276 58
3/11/2010	3/13/2012	275			69 202'6	10,605.30	00 0	1,099.61
3/31/2010	6/5/2012	250			8,314 60	9,880.67	0.00	1,566 07
4/7/2010	6/5/2012	175			5,903.36	6,916.47	0.00	1,013.11
4/7/2010	4/5/2012	375			12,650 07	15,036 67	00 0	2,386 60
5/6/2010	6/11/2012	009			17,475 84	24,413.69	00 0	6,937.85
		1,525	JCP	J.C. PENNEY CO. INC.	32,731.81	61,893.25	329.99	28,831.45
2/4/2010	1/26/2012	125			3,202 86	4,997.47	00 0	1,794 61
2/8/2010	1/26/2012	100			2,464.00	3,997 97	0.00	1,533 97
8/6/2010	1/26/2012	250			5,445 95	9,994.93	00 0	4,548.98
8/17/2010	1/26/2012	25			504.50	1,019.94	0.00	515 44
8/17/2010	1/27/2012	200			10,090.00	20,484.60	00 0	10,394 60
8/18/2010	1/26/2012	200			10,355 00	20,398.85	00 0	10,043.85
8/12/2011	1/26/2012	25			09 699	999.49	329.99	0.00
		1,050	MHK	MOHAWK INDUSTRIES INC	48,565.87	84,841.40	3,126.55	33,148.98
9/2/2011	1/24/2012	200			9,597.50	12,724.05	3,126.55	0.00
9/2/2011	10/3/2012	125			5,998 44	10,020.39	0.00	4,021 95
9/2/2011	11/14/2012	75			3,599.06	6,285.97	00 0	2,686.91
9/2/2011	11/29/2012	125			5,998.44	10,732.88	000	4,734.44
9/16/2011	11/29/2012	100			4,554 00	8,586.31	000	4,032.31
9/19/2011	11/29/2012	175			7,827 00	15,026.04	0.00	7,199.04
9/28/2011	11/29/2012	250			10,991.43	21,465.77	00 0	10,474 34
		975	NOC	NORTHROP GRUMMAN CORP	43,203.92	63,423.11	0.00	20,219.19
8/11/2009	9/25/2012	175			7,480.71	11,574.78	00 0	4,094.07
8/11/2009	12/17/2012	250			10,686 73	16,750 87	00 0	6,064 14
8/11/2009	7/3/2012	400			17,098.78	25,525.43	00 0	8,426 65
9/16/2010	7/3/2012	150			7,937 70	9,572.03	00:00	1,634 34
		475	၁၀	OWENS CORNING	15,994.00	16,492.72	498.72	0.00
2/2/2012	10/3/2012	475			15,994.00	16,492.72	498 72	00 0

PZĖNA INVESTMENT MANAGEMENT, LLC

### KISSICK FAMILY FOUNDATION

Long Dositions         Security         Cost Basis         Proceeds         Short Included           Purchase         Sell         Part Value         Included         Security         Cost Basis         Proceeds         Short Included           Bert Table         846         Act Able         10         Act Able         14449 fc         45.065.72         90           extraction         8120012         25         Act         Advanced         14449 fc         14440 fc         14440 fc         14440 fc         14440 fc         14440 fc         14440 fc	Realized	Realized Gains/Losses	es						
	Long Pos	sitions					ļ		
Apply Big	Purchase	Sell	Shares/ Se	curity			•	Gains/Loss	Ş
1	Date	Date	Par Value	9	Security	Cost Basis	Proceeds	Short Term	Long Term
572012   225   2			950	OMC	OMNICOM GROUP	35,754.45	45,065.72	907.84	8,403.43
6720/2012   25   1449   6   10,633.85   1449   6   1400/2012   25   1400/2012   12,677.89   13,410.86   14,49   6   14,00/2012   25   13,410.86   14,40   6   14,00/2012   25   13,410.86   13,410.86   14,40   14,00/2012   25   25   25   25   25   25   25	8/11/2009	8/2/2012	325			11,390 60	15,978 72	00 0	4,588 12
1,02012   25	9/2/2009	6/20/2012	300			10,633.85	14,449 16	00 0	3,815 31
1,10,2012   3.00   1.2,77.19   13,410.56   1.4,10.2012   1.2,77.19   13,410.56   1.4,10.2012   1.2,77.19   13,410.56   1.4,10.2012   1.2,77.19   13,410.56   1.4,10.2012   1.2,77.29   1.3,410.56   1.4,10.2012   1.2,27.29   1.2,410.56   1.3,410.56   1.	10/19/2011	6/20/2012	25			1,056.15	1,204.10	147 95	0.00
425         ORCL         ORACLE CORP         12,277.19         13,410.56         1,1,410.56	10/19/2011	1/10/2012	300			12,673.85	13,433 74	759 89	00 0
1,2277 19   13,410.56   13,410.56   13,410.56   13,410.56   13,410.56   13,410.56   13,410.56   13,410.56   13,410.56   13,410.56   13,410.56   13,410.56   13,410.56   13,410.56   13,410.56   13,410.56   14,410.50   14,4			425	ORCL	ORACLE CORP	12,277.19	13,410.56	1,133.37	0.00
5750         PPG         PPG INDUSTRIES INC         46,662.87         79,312.85           5129/2012         425         425         44,911.08           5128/2012         100         425         44,911.08           5178/2012         100         425         44,911.08           5178/2012         200         11,86.19         1,186.19           5178/2012         20         21,186.19         2,648.27           6171/2012         1         41,186.19         2,648.27           6171/2012         0         51,875.0         0.00           9/20/2012         0         8,50         0.00           9/20/2012         0         8,50         0.00           4/20/2012         0         8,50         0.00           1 1/4/2012         9,50         1,075         RNR         **RENAIN WILLIAMS CO.18         11,241.63         11,241.63           1 1/4/2012         10         1,625         140         1,000         11,241.63         11,241.63           1 1/4/2012         50         1         46,322.00         11,241.63         11,241.63         11,241.63           1 1/4/2012         10         1         1,625         1         11,241.63         11,2	4/25/2012	8/29/2012	425			12,277 19	13,410.56	1,133.37	00 0
6/29/2012         425         4,4911.08           6/29/2012         100         4,911.08         4,911.08           6/29/2012         100         4,911.08         4,911.08           6/29/2012         100         4,911.08         4,911.08           6/29/2012         20         4,911.08         4,911.08           6/21/2012         25         ***ROVAL DUTCH SHELL PLC ADR         1,286.56         2,1486.19           8/22/2012         1         ***ARZZZZZZZZZZZZZZZZZZZZZZZZZZZZZZZZZZ			750	PPG	PPG INDUSTRIES INC	46,662.87	79,312.85	0.00	32,649.98
5/39/2012         100           5/10/2012         200         1,388 20         2,648 27           5/10/2012         20         4,186 19         1,388 20         2,648 27           5/10/2012         2         400         2,648 27         2,648 27           3/20/2012         1         2         RDSA         ***ROYAL DUTCH SHELL PLC ADR         117.22         0.00           3/20/2012         1         4         4         4         4         4         4         4         4         4         6	5/25/2010	5/29/2012	425			25,726 18	44,911.08	0.00	19,184.90
100 501 2         200         1,2,665.66         21,186 19           101 501 2         25         ************************************	6/1/2010	5/29/2012	100			6,332.83	10,567 31	00:0	4,234.48
10         5/10/2012         1,938 20         2,648 27           11         2         RDSA         ***ROYAL DUTCH SHELL PLC ADR         117.22         0.00           2         3/22/2012         1         57.50         0.00           2         6/21/2012         0         14.36         0.00           12         1,075         RNR         ***RENAISSANCE RE HLDGS LTD         8.50         0.00           12         1,075         RNR         ***RENAIN WILLIAMS CO         18.3907.17         46.382 83         72.665 54           9         4/25/2012         925         150         14.24 63         17.24 63         17.24 63           14/2012         90         SHW         SHERWIN WILLIAMS CO         18.094.79         4.544.91         4.544.91           14/2012         100         MOLSON COORS BREWING COB         77.220.80         9.089 82         4.166.95           4/11/2012         950         TAP         MOLSON COORS BREWING COB         4.166.95         4.166.95           4/11/2012         950         A.11/2012         950         4.166.95         4.166.95           4/11/2012         950         A.166.95         4.166.95         4.166.95         4.166.95           4/1	6/1/2010	5/10/2012	200			12,665.66	21,186 19	00:0	8,520.53
2         FDSA         ***ROYAL DUTCH SHELL PLC ADR         117.22         0.00           3/22/2012         1         7         6.00         0.00           6/21/2012         0         1         414.36         0.00           9/20/2012         1         36.86         0.00         0.00           1/2/20/2012         925         ***RENAISSANCE RE HLDGS LTD         53.904.37         83.907.17           5/15/2012         925         **         ***RENAIN WILLIAMS CO         16.382.83         77.565.54           1/4/2012         50         **         ***HERWIN WILLIAMS CO         18.094.79         4.544.91           1/4/2012         50         **         ***HERWIN WILLIAMS CO         3.079.79         4.544.91           1/4/2012         50         **         ***HERWIN WILLIAMS CO         18.094.79         4.544.91           1/4/2012         50         **         ***HERWIN WILLIAMS CO         18.094.79         4.544.91           1/5/2012         16         **         ***MOLSON COORS BREWING COB         9.009 00         9.099 00         9.099 00           4/17/2012         950         **         ***HERWING COB         ***HERWING COB         ***HERWING COB         ***HERWING COB         ***HERWING C	10/26/2010	5/10/2012	52			1,938 20	2,648 27	00 0	710 07
31/22/2012         1         Amount 1         Amount 2         57.50         0.00           61/21/2012         0         0         8.50         0.00           91/20/2012         0         36.86         0.00           1,075         RNR         ***RENAISSANCE RE HLDGS LTD         53,904.37         83,907.17           5/15/2012         150         Amount 2         7,521.54         11,241.63           1/4/2012         50         14,809.479         27,497.46           1/4/2012         50         Amount 2         11,241.63           1/4/2012         100         Amount 2         11,362.73           1/4/2012         100         Amount 2         11,466.95           1/4/2012         100         Amount 2         11,466.95           1/4/2012         10         Amount 2         14,166.95           1/4/			2	RDSA	***ROYAL DUTCH SHELL PLC ADR	117.22	0.00	-117.22	0.00
1436   0.00   8.50   0.00   8.50   0.00	3/22/2012	3/22/2012	· <del>-</del>			57.50	0.00	-57 50	0.00
1,075   RNR   ***RENAISSANCE RE HLDGS LTD   53,904.37   83,907.17     1,075   RNR   ***RENAISSANCE RE HLDGS LTD   63,828 3   72,665 54     1,075   SNR   ***RENAISSANCE RE HLDGS LTD   63,828 3   72,665 54     1,275   150   SNR   SHERWIN WILLIAMS CO   18,094.79   27,497.46     1,472012   150	3/22/2012	6/21/2012	0			14 36	00 0	-14 36	0.00
2         1,075         RNR         ***RENAISSANCE RE HLDGS LTD         53,904.37         83,907.17           5/15/2012         925         72,665.54         72,665.54           4/25/2012         150         141,241.63         72,665.54           1/4/2012         50         14,094.79         27,497.46           1/4/2012         50         4,544.91         6,006.00         9,089.82           1/5/2012         150         AMOLSON COORS BREWING COB         72,280.80         66,956.40         -5,44.91           4/12/2012         50         44,004.00         38,829.52         -4,632.00         4,166.95           4/11/2012         125         125         44,004.00         5,208.68         -5,208.68           4/25/2012         455/2012         450         18,751.25         -5,208.68	9/20/2012	9/20/2012	0			8.50	0.00	-8.50	0.00
5/15/2012         RNR         ***RENAISSANCE RE HLDGS LTD         53,904.37         83,907.17           5/15/2012         925         72,665.54         72,665.54           4/25/2012         150         7,521.54         11,241.63           1/4/2012         50         4,544.91         4,544.91           1/4/2012         100         7         4,544.91         4,544.91           1/5/2012         150         7         4,544.91         4,544.91         4,544.91           4/25/2012         100         7         4,544.91         4,544.91         4,544.91         4,544.91           4/25/2012         100         7         4,526.00         13,862.73         4,166.95         4,166.95           4/11/2012         950         7         4,100         38,829.52         5,208.68           4/25/2012         126         7         4,100         5,208.68         7,208.68           4/25/2012         450         7         4,100         5,208.68         7,208.68	12/20/2012	12/20/2012	~			36.86	00 0	-36.86	00 0
5/15/2012       925       72,665 54         4/25/2012       150       SHW       SHERWIN WILLIAMS CO       18,094.79       27,497.46         1/4/2012       50       3,079 79       4,544.91       4,544.91         1/4/2012       16.       3,079 79       4,544.91       4,544.91         1/4/2012       160       A       MOLSON COORS BREWING COB       72,280.80       66,956.40       -5,463.20         4/11/2012       950       A       4,632.00       4,166.95       -5         4/25/2012       125       125       44,004.00       5,208.68       -5         4/25/2012       450       -5       -5       -6         4/25/2012       125       450       -5       -5         4/25/2012       450       -5       -5       -6         4/25/2012       450       -5       -5       -5         4/25/2012       450       -7       -5       -5         4/25/2012       450       -7       -5       -5         4/25/2012       450       -7       -5       -5         4/25/2012       450       -7       -5       -5         4/25/2012       450       -7       -7<			1.075	RNR	***RENAISSANCE RE HLDGS LTD	53,904.37	83,907.17	0.00	30,002.80
4/25/2012       150       SHW       SHERWIN WILLIAMS CO       18,094.79       17,241 63       17,241 63         1/4/2012       50       SHW       SHERWIN WILLIAMS CO       4,694.79       27,497.46         1/4/2012       100       4,544.91       6,006.00       9,089 82         1/5/2012       150       13,862.73       13,862.73         4/25/2012       100       4,632 00       4,166.95         4/11/2012       950       4,166.95       4,166.95         4/25/2012       12       5,790.00       5,208.68         4/25/2012       455       17,854.80       18,751.25	8/11/2009	5/15/2012	925			46,382 83	72,665 54	00 0	26,282.71
1/4/2012         50         SHW         SHERWIIN WILLIAMS CO         18,094.79         27,497.46           1/4/2012         50         4,544.91         4,544.91         4,544.91         6,006.00         9,089 82           1/4/2012         150         150         150         13,862.73         13,862.73         13,862.73         13,862.73         13,862.73         13,862.73         14,66.95         4,166.95         4,166.95         14,632.00         4,166.95         14,166.95         14,166.95         14,102012         125         125         125         12,502.00         18,751.25         18,751.25         18,751.25	8/11/2009	4/25/2012	150			7,521 54	11,241 63	00 0	3,720 09
1/4/2012         50         4,544.91         4,549.91         4			300	SHW	SHERWIN WILLIAMS CO	18,094.79	27,497.46	0.00	9,402.67
1/4/2012         100         9,089 82         4,009 00         9,089 82         4,082.73         4,625.73         5,280.80         6,006.00         9,089 82         4,082.73         5,280.80         13,862.73         5,280.80         6,905 6.40         -5,280.73         -5,280.80         6,956.40         -5,466.95         -5,466.95         -5,466.95         -5,466.95         -5,466.95         -5,466.95         -5,466.95         -5,466.95         -5,466.95         -5,466.95         -5,466.95         -5,466.95         -5,286.88         -5,780.00         5,286.88         -5,780.00         5,286.88         -5,780.00         -5,780.00         2,785.88         -18,751.25           1         4/25/2012         450         -4	1/4/2010	1/4/2012	90			3,079 79	4,544.91	00 0	1,465 12
1/5/2012         150         13,862.73           1/5/2012         1,625         TAP         MOLSON COORS BREWING COB         72,280.80         66,956.40         -5.           1 4/25/2012         100         4,166.95         4,166.95         -5.           4/11/2012         950         44,004.00         38,829.52         -5.           4/25/2012         125         5,790.00         5,208.68           1 4/25/2012         450         18,751.25	1/7/2010	1/4/2012	100			6,006.00	9,089 82	0.00	3,083.82
1,625         TAP         MOLSON COORS BREWING COB         72,280.80         66,956.40         -5,           1 4/25/2012         100         4,166.95         -4,66.95         <	1/7/2010	1/5/2012	150			00 600'6	13,862.73	00 0	4,853 73
1     4/25/2012     100     4,166.95       4/11/2012     950     44,004 00     38,829.52     -5       4/25/2012     125     5,790.00     5,208.68       1     4/25/2012     450     18,751.25			1.625	TAP	MOLSON COORS BREWING COB	72,280.80	66,956.40	-5,324.40	0.00
4/11/2012       950       38,829.52       -5         4/25/2012       125       5,208.68       5,208.68         1       4/25/2012       450       18,751.25	5/19/2011	4/25/2012	100			4,632 00	4,166.95	465 05	00 0
4/25/2012     125     5,208.68       1     4/25/2012     450     18,751.25	6/1/2011	4/11/2012	950			44,004 00	38,829.52	-5,174 48	0.00
4/25/2012 450 18,751.25	6/1/2011	4/25/2012	125			5,790.00	5,208.68	-581.32	0.00
	11/9/2011	4/25/2012	450			17,854 80	18,751.25	896 45	00 0

PZENA INVESTMENT MANAGEMENT, LLC

Gains & Losses for period: December 30, 2011 - December 31, 2012

### KISSICK FAMILY FOUNDATION

Realized	ealized Gains/Losses	ses						
<b>Long Positions</b>	sitions							
Purchase Sell	Sell	Shares/ Security	curity				Gains/Loss	SSC
Date	Date	Par Value	<u>o</u>	Security	Cost Basis	Proceeds	Short Term	Long Term
		625	MOX	EXXON MOBIL CORP	42,707.05	48,638.83	0.00	5,931.78
9/2/2009	6/1/2012	100			6,821 00	7,796.28	00 0	975 28
9/2/2009	6/4/2012	200			13,642.00	15,533.95	00 0	1,891 95
12/15/2009	6/1/2012	75			5,223.26	5,847.21	00 0	623.95
3/11/2010	6/4/2012	100			6,720 29	7,766 97	0.00	1,046.68
4/30/2010	6/1/2012	150			10,300.50	11,694.42	0.00	1,393.92
		T <sub>0</sub>	otal Real	Total Realized Gains/Losses-Long Positions	976,982.14	976,982.14 1,239,881.69	23,756.99	239,142.56

NO SHORT POSITION GAINS OR LOSSES

Form 8868 (I	Rev 1-2013)		31 - 331			Page 2
If you are	filing for an Additional (Not Automatic) 3-Month Ex	tension, d	complete only Part II and check this	box	<b>&gt;</b>	X
Note. Only o	complete Part II if you have already been granted an a	automatic	3-month extension on a previously fi	led Form 8	3868.	
If you are	filing for an Automatic 3-Month Extension, complete					
Part II	Additional (Not Automatic) 3-Month E	xtensio				
			Enter filer's	identifyin	g number, see ins	tructions
Type or	Name of exempt organization or other filer, see instru-	ctions		Employer	identification numb	oer (EIN) or
print						
	ISSICK FAMILY FOUNDATION				95-444345	
due date for filing your	Number, street, and room or suite no. If a P.O box, se	ee instruc	tions.	Social se	curity number (SSN	I)
return See 9	22 NAPOLI DRIVE					
	City, town or post office, state, and ZIP code For a fo	-	ress, see instructions.			
P.	<u> ACIFIC PALISADES, CA 90272</u>	2				
						- T-
Enter the Re	eturn code for the return that this application is for (file	a separa	te application for each return)			0 4
		,				
Application		Return	Application			Return
ls For		Code	Is For			Code
Form 990 or	Form 990-EZ	01		-		<u> </u>
Form 990-BL		02	Form 1041-A		<u> </u>	08
Form 4720 (I	individual)	03	Form 4720			09
Form 990-PF	= 	04	Form 5227			10
Form 990-T	(sec 401(a) or 408(a) trust)	05	Form 6069			11
	(trust other than above)	06	Form 8870			12
STOP! Do n	ot complete Part II if you were not already granted		natic 3-month extension on a prev	iously file	d Form 8868.	
	JOHN H. KISSICE					
	is are in the care of $\triangleright$ 922 NAPOLI DRIV	<b>VE</b> - 1		<u>CA 9</u>	0272	
Telephon	e No. ► <u>(310)</u> 201-4139		FAX No 🕨			<del></del>
<ul><li>If the orga</li></ul>	anization does not have an office or place of business	s in the Ur	nited States, check this box			Ш
• If this is for	or a Group Return, enter the organization's four digit					
box ▶ L	. If it is for part of the group, check this box 🕨 🔙			all memb	ers the extension is	for.
•	est an additional 3-month extension of time until		BER 15, 2013.			
	llendar year ${\color{red} {2012}}$ , or other tax year beginning ${\color{gray} {\color{gray} {g} {\color{gray} {\color{gray} {\color{gray}$		, and ending			·
	tax year entered in line 5 is for less than 12 months, c	heck reas	on: Initial return	Final r	eturn	
	Change in accounting period					
	in detail why you need the extension					
INF	ORMATION NOT AVAILABLE			<del></del> -		
					·	
				1		
	application is for Form 990-BL, 990-PF, 990-T, 4720, o	or 6069, e	nter the tentative tax, less any			
	fundable credits. See instructions.			8a	\$ 68	<u>3,400.</u>
	application is for Form 990-PF, 990-T, 4720, or 6069,					
tax pa	yments made. Include any prior year overpayment all	lowed as a	a credit and any amount paid			
	ously with Form 8868.	_		8b_	\$ 68	<u>3,400.</u>
	ce due. Subtract line 8b from line 8a. Include your pa	-	h this form, if required, by using			_
EFTPS	S (Electronic Federal Tax Payment System) See instru	uctions		8c	\$	0.
			st be completed for Part II o			
Under penaltie	es of perjury, I declare that I have examined this form, includ ect, and complete, and that I am authorized to prepare this fo	ing accomp	panying schedules and statements, and to	the best o	f my knowledge and t	elief,
•		л III.				
Signature >	Title			Date	<u> </u>	

Form 8868 (Rev 1-2013)