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

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

7/1/2012

, and ending

6/30/2013

Name of foundation

CARITA FOUNDATION-IMA

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

Room/suite

BNY MELLON, N A - P O BOX 185

City or town, state, and ZIP code

Pittsburgh

PA

15230-0185

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) ▶ \$

4,068,211

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)				
	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	94,632	93,893		
	5 a	Gross rents				
	b	Net rental income or (loss)				
	6 a	Net gain or (loss) from sale of assets not on line 10	98,754			
	b	Gross sales price for all assets on line 6a	891,503			
	7	Capital gain net income (from Part IV, line 2)		98,754		
	8	Net short-term capital gain				
	9	Income modifications				
	10 a	Gross sales less returns and allowances				
Operating and Administrative Expenses	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	193,386	192,647	0	
	13	Compensation of officers, directors, trustees, etc				
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16 a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)				
	c	Other professional fees (attach schedule)	11,808	7,085		
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	2,163	1,859		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	371			371
	24	Total operating and administrative expenses. Add lines 13 through 23	14,342	8,944	0	5,094
	25	Contributions, gifts, grants paid	194,000			194,000
	26	Total expenses and disbursements. Add lines 24 and 25	208,342	8,944	0	199,094
	27	Subtract line 26 from line 12				
	a	Excess of revenue over expenses and disbursements	-14,956			
	b	Net investment income (if negative, enter -0-)		183,703		
	c	Adjusted net income (if negative, enter -0-)			0	

For Paperwork Reduction Act Notice, see instructions.

Form 990-PF (2012)

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Part II Balance Sheets 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	29,076	81,829	81,829
	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 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			
	10 a Investments—U S and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)			
	c Investments—corporate bonds (attach schedule)			
	11 Investments—land, buildings, and equipment: basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	3,252,428	3,176,972	3,986,382
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	3,281,504	3,258,801	4,068,211
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 ▶)			
	23 Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ☐			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ☒			
	27 Capital stock, trust principal, or current funds	3,281,504	3,258,801	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see instructions)	3,281,504	3,258,801	
	31 Total liabilities and net assets/fund balances (see instructions)	3,281,504	3,258,801	

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	3,281,504
2 Enter amount from Part I, line 27a	2	-14,956
3 Other increases not included in line 2 (itemize) ▶ See Attached Statement	3	2,807
4 Add lines 1, 2, and 3	4	3,269,355
5 Decreases not included in line 2 (itemize) ▶ See Attached Statement	5	10,554
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	3,258,801

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 Attached Statement			
b See Attached Statement			
c See Attached Statement			
d See Attached Statement			
e See Attached Statement			

(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			0
b			0
c			0
d			0
e			0

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

(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a			0
b			0
c			0
d			0
e			0

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	98,754
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	0

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

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

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

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

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

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

(a) 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	266,365	3,769,415	0.070665
2010	170,564	3,976,149	0.042897
2009	144,249	3,297,621	0.043743
2008	210,389	2,927,616	0.071864
2007	239,692	4,507,929	0.053171

2 Total of line 1, column (d)	2	0.282340
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	0.056468
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	3,974,220
5 Multiply line 4 by line 3	5	224,416
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,837
7 Add lines 5 and 6	7	226,253
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions	8	199,094

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

1 a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see 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	3,674	
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)				
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	0	
3 Add lines 1 and 2		3	3,674	
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	3,674	
6 Credits/Payments				
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	1,441		
b Exempt foreign organizations—tax withheld at source	6b			
c Tax paid with application for extension of time to file (Form 8868)	6c			
d Backup withholding erroneously withheld	6d			
7 Total credits and payments Add lines 6a through 6d	7	1,441		
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	2,233		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	0		
11 Enter the amount of line 10 to be Credited to 2013 estimated tax Refunded	11	0		

Part VII-A Statements Regarding Activities

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

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	13	X	
14	The books are in care of ▶ BNY MELLON, N A Telephone no ▶ (215) 553-0792 Located at ▶ P O. BOX 185, PITTSBURGH, PA ZIP+4 ▶ 15230-0185			
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 N/A			
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ▶	16	Yes	No
				X

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 instructions)? Organizations relying on a current notice regarding disaster assistance check here ▶ ☐	1b	X
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	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? ☐ Yes ☒ No If "Yes," list the years ▶ 20 _____, 20 _____, 20 _____, 20 _____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions)	2b	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 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	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b	X

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

5a During the year did the foundation pay or incur any amount to

(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)? ☐ Yes ☒ No
Organizations relying on a current notice regarding disaster assistance check here ☐ Yes ☒ No

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) N/A

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? ☐ Yes ☒ 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? ☐ Yes ☒ No

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
MR & MRS ROBERT C LEGNINI 179 GRUBB ROAD MALVERN, PA 19355	TRUSTEE AS NEEDED		NONE	NONE

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

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

Total number of other employees paid over \$50,000 ☐ NONE

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services ▶ NONE**Part IX-A Summary of Direct Charitable Activities**

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

	Expenses
1 NONE	
2	
3	
4	

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

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

	Amount
1 NONE	
2	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3 ▶	NONE

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	3,985,682
b	Average of monthly cash balances	1b	49,059
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	4,034,741
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	4,034,741
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	60,521
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,974,220
6	Minimum investment return. Enter 5% of line 5	6	198,711

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	198,711
2a	Tax on investment income for 2012 from Part VI, line 5	2a	3,674
b	Income tax for 2012 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	3,674
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	195,037
4	Recoveries of amounts treated as qualifying distributions	4	2,500
5	Add lines 3 and 4	5	197,537
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	197,537

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	199,094
b	Program-related investments—total from Part IX-B	1b	NONE
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	199,094
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	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	199,094

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				197,537
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			0	
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2012				
a From 2007				
b From 2008	54,889			
c From 2009				
d From 2010				
e From 2011	80,776			
f Total of lines 3a through e	135,665			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 199,094				
a Applied to 2011, but not more than line 2a				
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				197,537
e Remaining amount distributed out of corpus	1,557			
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	137,222			
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				
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)				
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	137,222			
10 Analysis of line 9				
a Excess from 2008	54,889			
b Excess from 2009				
c Excess from 2010				
d Excess from 2011	80,776			
e Excess from 2012	1,557			

N/A

- ☐ 4942(j)(3) or ☐ 4942(j)(5)

- (4) Gross investment income**

[illegible]Form **990-PF** (2012)

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

Recipient	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
Name and address (home or business)				
a Paid during the year See Attached Statement				
Total			▶ 3a	194,000
b Approved for future payment NONE				
Total			▶ 3b	NONE

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income (See instructions)
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	94,632	
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	98,754	
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)		0		193,386	0
13	Total. Add line 12, columns (b), (d), and (e)				13	193,386

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

[illegible]

ACCOUNT NAME	ASSET	CUSIP ID	SHORT NAME	SHARES	MARKET VALUE	FEDERAL TAX COST
CARITA FOUNDATION-IMA	CASH MANAGEMENT VEHICLES	991061052	CRA (BNY MELLON, N.A., MEMBER FDIC)	81828.89	81828.89	81828.89
CARITA FOUNDATION-IMA	COMMON STOCK	00206R102	AT&T INC	310	10974	10433.43
CARITA FOUNDATION-IMA	COMMON STOCK	00507K103	ACTAVIS INC	250	31555	15724.5
CARITA FOUNDATION-IMA	COMMON STOCK	00724F101	ADOBE SYSTEMS INC	550	25058	22113.99
CARITA FOUNDATION-IMA	COMMON STOCK	023135106	AMAZON.COM INC	104	28879.76	20636.23
CARITA FOUNDATION-IMA	COMMON STOCK	037833100	APPLE INC	123	48773.19	19930.53
CARITA FOUNDATION-IMA	COMMON STOCK	052769106	AUTODESK INC	364	12354.16	13437.53
CARITA FOUNDATION-IMA	COMMON STOCK	073730103	BEAM INC	400	25244	24900.81
CARITA FOUNDATION-IMA	COMMON STOCK	110122108	BRISTOL-MYERS SQUIBB CO	620	27707.8	29217.38
CARITA FOUNDATION-IMA	COMMON STOCK	111320107	BROADCOM CORP CL A	630	21290.85	21270.36
CARITA FOUNDATION-IMA	COMMON STOCK	14040H105	CAPITAL ONE FINANCIAL CORP	330	20727.3	17752.02
CARITA FOUNDATION-IMA	COMMON STOCK	149123101	CATERPILLAR INC	250	20622.5	17009.04
CARITA FOUNDATION-IMA	COMMON STOCK	15189T107	CENTERPOINT ENERGY INC	1010	23724.9	19772.2
CARITA FOUNDATION-IMA	COMMON STOCK	166764100	CHEVRON CORPORATION	308	36448.72	31137.86
CARITA FOUNDATION-IMA	COMMON STOCK	191216100	COCA - COLA CO	540	21659.4	18364.86
CARITA FOUNDATION-IMA	COMMON STOCK	20030N101	COMCAST CORP CL A	460	19205	13709
CARITA FOUNDATION-IMA	COMMON STOCK	22160K105	COSTCO WHSL CORP NEW	220	24325.4	16717.36
CARITA FOUNDATION-IMA	COMMON STOCK	254687106	WALT DISNEY CO/THE	610	38521.5	19799.38
CARITA FOUNDATION-IMA	COMMON STOCK	260003108	DOVER CORP	340	26404.4	17448.12
CARITA FOUNDATION-IMA	COMMON STOCK	29444U502	EQUINIX INC	129	23828.88	27046.8
CARITA FOUNDATION-IMA	COMMON STOCK	30219G108	EXPRESS SCRIPTS HOLDING CO	510	31487.4	24174.84
CARITA FOUNDATION-IMA	COMMON STOCK	30231G102	EXXON MOBIL CORP	325	29363.75	13072.94
CARITA FOUNDATION-IMA	COMMON STOCK	307000109	FAMILY DLR STORES INC	210	13085.1	14624.82
CARITA FOUNDATION-IMA	COMMON STOCK	35671D857	FREPORT MCMORAN COPPER & GOLD INC	450	12424.5	18879.93
CARITA FOUNDATION-IMA	COMMON STOCK	369604103	GENERAL ELECTRIC COMPANY	1276	29590.44	29655.47
CARITA FOUNDATION-IMA	COMMON STOCK	375558103	GILEAD SCIENCES INC	540	27685.8	10988.7
CARITA FOUNDATION-IMA	COMMON STOCK	38259P508	GOOGLE INC - CL A	67	58984.79	53540.4
CARITA FOUNDATION-IMA	COMMON STOCK	406216101	HALLIBURTON CO	557	23238.04	18325.45
CARITA FOUNDATION-IMA	COMMON STOCK	437076102	HOME DEPOT INC	520	40284.4	16909.36
CARITA FOUNDATION-IMA	COMMON STOCK	438516106	HONEYWELL INTL INC	385	30545.9	14056.04
CARITA FOUNDATION-IMA	COMMON STOCK	45865V100	INTERCONTINENTALEXCHANGE INC	183	32530.08	23982.81
CARITA FOUNDATION-IMA	COMMON STOCK	459200101	INTERNATIONAL BUSINESS MACHINES CORP	96	18346.56	10201.92
CARITA FOUNDATION-IMA	COMMON STOCK	46625H100	JP MORGAN CHASE & CO	365	19268.35	8091.21
CARITA FOUNDATION-IMA	COMMON STOCK	478366107	JOHNSON CONTROLS INC	540	19326.6	16042.32
CARITA FOUNDATION-IMA	COMMON STOCK	517834107	LAS VEGAS SANDS CORP	420	22230.6	17815.56
CARITA FOUNDATION-IMA	COMMON STOCK	565849106	MARATHON OIL CORP	710	24551.8	20240.67
CARITA FOUNDATION-IMA	COMMON STOCK	59156R108	METLIFE INC	710	32489.6	23542.71
CARITA FOUNDATION-IMA	COMMON STOCK	609207105	MONDELEZ INTERNATIONAL	740	21112.2	16466.34
CARITA FOUNDATION-IMA	COMMON STOCK	637071101	NATIONAL OILWELL VARCO INC.	300	20670	20618.28
CARITA FOUNDATION-IMA	COMMON STOCK	670346105	NUCOR CORP	440	19060.8	19171.02
CARITA FOUNDATION-IMA	COMMON STOCK	674599105	OCCIDENTAL PETROLEUM CORP	200	17846	15307.04

CARITA FOUNDATION-IMA	COMMON STOCK	693475105	PNC FINANCIAL SERVICES GROUP	580	42293.6	28414.93
CARITA FOUNDATION-IMA	COMMON STOCK	693656100	P V H CORP	146	18257.3	17625.49
CARITA FOUNDATION-IMA	COMMON STOCK	713448108	PEPSICO INC	455	37214.45	25504.09
CARITA FOUNDATION-IMA	COMMON STOCK	717081103	PFIZER INC	655	18346.55	9597.12
CARITA FOUNDATION-IMA	COMMON STOCK	718172109	PHILIP MORRIS INTERNAT	260	22521.2	13221.69
CARITA FOUNDATION-IMA	COMMON STOCK	742718109	PROCTER & GAMBLE CO	500	38495	24916.05
CARITA FOUNDATION-IMA	COMMON STOCK	747525103	QUALCOMM INC	150	9163.5	8210.55
CARITA FOUNDATION-IMA	COMMON STOCK	794661302	SALESFORCE COM INC	764	29169.52	23935.78
CARITA FOUNDATION-IMA	COMMON STOCK	80004C101	SANDISK CORP	420	25662	25926.36
CARITA FOUNDATION-IMA	COMMON STOCK	816851109	SEMPRA ENERGY	280	22892.8	13870.64
CARITA FOUNDATION-IMA	COMMON STOCK	845467109	SOUTHWESTERN ENERGY CO	620	22648.6	21616.55
CARITA FOUNDATION-IMA	COMMON STOCK	857477103	STATE STREET CORP	590	38473.9	20613.92
CARITA FOUNDATION-IMA	COMMON STOCK	89417E109	THE TRAVELERS COMPANIES INC	290	23176.8	18456.62
CARITA FOUNDATION-IMA	COMMON STOCK	907818108	UNION PAC CORP	96	14810.88	8405.57
CARITA FOUNDATION-IMA	COMMON STOCK	913017109	UNITED TECHNOLOGIES CORP	300	27882	20684.4
CARITA FOUNDATION-IMA	COMMON STOCK	91913V100	VALERO ENERGY CORP NEW	740	25729.8	17881.27
CARITA FOUNDATION-IMA	COMMON STOCK	92343V104	VERIZON COMMUNICATIONS INC	440	22149.6	17898.23
CARITA FOUNDATION-IMA	COMMON STOCK	949746101	WELLS FARGO & COMPANY	1106	45644.62	30327.24
CARITA FOUNDATION-IMA	COMMON STOCK	984332106	YAHOO INC	1480	37192.4	27528.46
CARITA FOUNDATION-IMA	COMMON STOCK	988498101	YUM! BRANDS INC	330	22882.2	17923.7
CARITA FOUNDATION-IMA	EQUITY/BALANCED MUTUAL FUNDS	26200C403	DREYFUS OPPORTUNISTIC S/C	1799.86	59413.54	45545.49
CARITA FOUNDATION-IMA	EQUITY/BALANCED MUTUAL FUNDS	26203E604	DREYFUS/NEWTON INTERN EQTY-I	8204.63	153754.77	134059.56
CARITA FOUNDATION-IMA	EQUITY/BALANCED MUTUAL FUNDS	86271F677	DREYFUS SELECT MGR S/C VL-I	2676.32	60110.21	48882.77
CARITA FOUNDATION-IMA	EQUITY/BALANCED MUTUAL FUNDS	86271F768	DREYFUS PRE STRAT INTER ST-I	7902.21	113870.87	95000
CARITA FOUNDATION-IMA	FIXED INCOME MUTUAL FUNDS	261967830	DREYFUS INFLTN ADJ SEC-INST	4235.62	54004.27	52765.96
CARITA FOUNDATION-IMA	FIXED INCOME MUTUAL FUNDS	261980759	DREYFUS HIGH YIELD-I	18903.59	123440.45	100000
CARITA FOUNDATION-IMA	FOREIGN COMMON STOCK	37733W105	GLAXO SMITHKLINE PLC SPONS ADR	3000	149910	0
CARITA FOUNDATION-IMA	FOREIGN COMMON STOCK	806857108	SCHLUMBERGER LTD	260	18631.6	18509
CARITA FOUNDATION-IMA	FOREIGN COMMON STOCK	82481R106	SHIRE PLC	260	24728.6	24474.75
CARITA FOUNDATION-IMA	FOREIGN COMMON STOCK	881624209	TEVA PHARMACEUTICAL INDS ADR	720	28224	29184.5
CARITA FOUNDATION-IMA	FOREIGN COMMON STOCK	G0408V102	AON PLC	490	31531.5	24347.66
CARITA FOUNDATION-IMA	FOREIGN COMMON STOCK	G1151C101	ACCENTURE PLC-CL A	280	20148.8	13843.26
CARITA FOUNDATION-IMA	FOREIGN COMMON STOCK	G2554F113	COVIDIEN PLC	370	23250.8	17492.87
CARITA FOUNDATION-IMA	FOREIGN COMMON STOCK	G29183103	EATON CORP PLC	460	30272.6	23761.3
CARITA FOUNDATION-IMA	FOREIGN COMMON STOCK	G47791101	INGERSOLL-RAND PLC	490	27204.8	19960.4
CARITA FOUNDATION-IMA	FOREIGN COMMON STOCK	G491BT108	INVESCO LTD	1110	35298	19408.44
CARITA FOUNDATION-IMA	MELLON EQUITY/BALANCE MUT FND	05569M509	BNY MELLON M/C MULTI-STRATEGY FUND	29148.11	374553.25	287836.4
CARITA FOUNDATION-IMA	MELLON EQUITY/BALANCE MUT FND	05569M806	BNY MELLON S/C MULTI-STRATEGY FUND	4502.25	63391.69	63813.6
CARITA FOUNDATION-IMA	MELLON EQUITY/BALANCE MUT FND	05569M855	BNY MELLON EMERGING MKTS-M	34861.11	317933.36	306827.5
CARITA FOUNDATION-IMA	MELLON FIXED INCOME MUT FUNDS	05569M814	BNY MELLON INTERMEDIATE BD-M	53311.86	681858.71	659885.42
CARITA FOUNDATION-IMA	COMMON STOCK	150870103	CELANESE CORP -SER A	420	18816	16685.76
					4068210.9	3258801.42

CARITA FOUNDATION-IMA

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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

GESU SCHOOL

Street

1700 WEST THOMPSON STREET

City

PHILADELPHIA

State

PA

Zip Code

19121

Foreign Country**Relationship**

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

6,000

Name

EPISCOPAL COMMUNITY SERVICES

Street

225 SOUTH THIRD STREET

City

PHILADELPHIA

State

PA

Zip Code

19106

Foreign Country**Relationship**

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

2,000

Name

AGNES IRWIN SCHOOL

Street

275 SOUTH ITHAN AVENUE

City

BRYN MAWR

State

PA

Zip Code

19010

Foreign Country**Relationship**

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

11,000

Name

ST DAVID'S EPISCOPAL CHURCH

Street

1015 OLD ROSEWELL ROAD

City

ROSWELL

State

GA

Zip Code

30076

Foreign Country**Relationship**

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

30,000

Name

SPRING GARDEN PICTURES

Street

340 N 12TH ST, STE. 312

City

PHILADELPHIA

State

PA

Zip Code

19107

Foreign Country**Relationship**

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

1,000

Name

CHESTER CO FUND FOR WOMEN & GIRLS

Street

1025 ANDREW DRIVE, STE 200

City

WEST CHESTER

State

PA

Zip Code

19380

Foreign Country**Relationship**

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

5,000

CARITA FOUNDATION-IMA

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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

AMERICAN PHILOSOPHICAL SOCIETY

Street

105 S 5TH STREET

City

PHILADELPHIA

State

PA

Zip Code

19106

Foreign Country**Relationship**

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

5,000

Name

THE CHESTER FUND

Street

P O BOX 22

City

CHESTER

State

PA

Zip Code

19106

Foreign Country**Relationship**

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

1,000

Name

ENGINEERS WITHOUT BORDERS-VILLANOVA

Street

800 E. LANCASTER AVENUE

City

VILLANOVA

State

PA

Zip Code

19085

Foreign Country**Relationship**

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

2,000

Name

PA HUNT CUP

Street

P O BOX 100

City

UNIONVILLE

State

PA

Zip Code

19375

Foreign Country**Relationship**

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

3,000

Name

PHILADELPHIA ZOO

Street

3400 WEST GIRARD AVENUE

City

PHILADELPHIA

State

PA

Zip Code

19104

Foreign Country**Relationship**

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

3,000

Name

STARFINDER FOUNDATION

Street

4015 MAIN STREET

City

PHILADELPHIA

State

PA

Zip Code

19127

Foreign Country**Relationship**

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

3,000

CARITA FOUNDATION-IMA

02-0733877 Page 3 of 7

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

VILLANOVA COLLEGE OF LIBERAL ARTS AND SCIENCES

Street

800 LANCASTER AVENUE

City

VILLANOVA

State

PA

Zip Code

19085

Foreign Country**Relationship**

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

3,000

Name

ECHOES FOUNDATION

Street

1125 E MOREHEAD ST, SUITE 106

City

CHARLOTTE

State

NC

Zip Code

28204

Foreign Country**Relationship**

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

10,000

Name

WXPEN

Street

3025 WALNUT STREET

City

PHILADELPHIA

State

PA

Zip Code

19104

Foreign Country**Relationship**

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

5,000

Name

WIKIMEDIA FOUNDATION

Street

149 NEW MONTGOMERY STREET

City

SAN FRANCISCO

State

CA

Zip Code

94105

Foreign Country**Relationship**

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

5,000

Name

SHIPLEY SCHOOL

Street

814 YARROW STREET

City

BRYN MAWR

State

PA

Zip Code

19010

Foreign Country**Relationship**

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

3,000

Name

NORTHEASTERN UNIVERSITY

Street

360 HUNTINGTON AVE

City

BOSTON

State

MA

Zip Code

02115

Foreign Country**Relationship**

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

2,000

CARITA FOUNDATION-IMA

02-0733877 Page 4 of 7

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

CHILD'S PLAY

Street

8040 161ST AVENUE NE

City

REDMOND

State

WA

Zip Code

98052

Foreign Country**Relationship**

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

3,000

Name

PROJECT HOME

Street

2826 WEST DIAMOND STREET

City

PHILADELPHIA

State

PA

Zip Code

19121

Foreign Country**Relationship**

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

2,000

Name

WOUNDED WARRIOR PROJECT

Street

4899 BELFORT ROAD STE 300

City

JACKSONVILLE

State

FL

Zip Code

32256

Foreign Country**Relationship**

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

3,000

Name

WARCHILD FOUNDATION

Street

489 COLLEGE STREET STE 500

City

TORONTO

State

M6G 1A5

Zip Code**Foreign Country****Relationship**

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

3,000

Name

BRYN MAWR COLLEGE

Street

300 AIRDALE ROAD

City

BRYN MAWR

State

PA

Zip Code

19010

Foreign Country**Relationship**

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

5,000

Name

LOYOLA COLLEGE ARTS & SCIENCES

Street

4501 NORTH CHARLES STREET

City

BALTIMORE

State

MD

Zip Code

21210

Foreign Country**Relationship**

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

3,000

CARITA FOUNDATION-IMA

02-0733877 Page 5 of 7

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

HEIFER PROJECT

Street

1 WORD AVENUE, P.O. BOX 727

City

LITTLE ROCK

State

AR

Zip Code

72203

Foreign Country**Relationship**

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

2,000

Name

PLANNED PARENTHOOD

Street

1144 LOCUS STREET

City

PHILADELPHIA

State

PA

Zip Code

19107

Foreign Country**Relationship**

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

5,000

Name

FOODS AND FRIENDS

Street

219 RIGGS ROAD, NE

City

WASHINGTON

State

DC

Zip Code

20011

Foreign Country**Relationship**

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

5,000

Name

HUMAN RIGHTS CAMPAIGN

Street

1640 RHODE ISLAND AVE N W

City

WASHINGTON

State

DC

Zip Code

20036-3278

Foreign Country**Relationship**

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

5,000

Name

LAUREL HOUSE

Street

1616 WASHINGTON BOULEVARD

City

STAMFORD

State

CT

Zip Code

06902

Foreign Country**Relationship**

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

4,000

Name

MARTHA'S TABLE

Street

2114 14TH STREET NW

City

WASHINGTON

State

DC

Zip Code

20009

Foreign Country**Relationship**

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

2,000

CARITA FOUNDATION-IMA

02-0733877 Page 6 of 7

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

ACADEMY OF HOPE

Street

601 EDGEWOOD STREET NE SUITE 25

City

WASHINGTON

State

DC

Zip Code

20017

Foreign Country**Relationship**

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

5,000

Name

WNYC - RADIO LAB

Street

160 VARICK STREET

City

NEW YORK

State

NY

Zip Code

10013

Foreign Country**Relationship**

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

1,000

Name

WESTERN SUSTAINABILITY EXCHANGE

Street

P O. BOX 1448

City

LIVINGSTON

State

MT

Zip Code

59047

Foreign Country**Relationship**

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

10,000

Name

SHARE OUR STRENGTH

Street

1730 M STREET NW, SUITE 700

City

WASHINGTON

State

DC

Zip Code

20036

Foreign Country**Relationship**

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

10,000

Name

LAFAYETTE COLLEGE ARTS & SCIENCES

Street

730 HIGH ST

City

EASTON

State

PA

Zip Code

18042

Foreign Country**Relationship**

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

5,000

Name

THE GRAMEEN FOUNDATION

Street

1101 15TH ST NW, 3RD FLOOR

City

WASHINGTON

State

DC

Zip Code

20005

Foreign Country**Relationship**

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

10,000

CARITA FOUNDATION-IMA

02-0733877 Page 7 of 7

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

THE FOOD TRUST OF PHILADELPHIA

Street

1617 JOHN F KENNEDY BLVD #900

City

PHILADELPHIA

State

PA

Zip Code

19103

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

1,000

Name

MAIN LINE ANIMAL RESCUE

Street

1149 PIKE SPRINGS ROAD

City

CHESTER SPRINGS

State

PA

Zip Code

19425

Foreign Country

Relationship

NONE

Foundation Status

PUBLIC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

10,000

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

	Amount
Long Term CG Distributions	23,319
Short Term CG Distributions	0

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Long Term CG Distributions										Amount	
Short Term CG Distributions										23,319	0
Check "x" to include in Part IV	Description	CUSIP #	Purchaser	Check "x" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Totals			Net Gain or Loss
								Gross Sales Price	Cost or Other Basis	Valuation Method	
69	X	QUALCOMM INC			11/22/2011		6/17/2013	2,476	2,188		287
70	X	SCHLUMBERGER LTD			3/9/2012		9/21/2012	3,730	3,830		-100
71	X	SCHLUMBERGER LTD			3/9/2012		2/13/2013	3,923	3,930		93
72	X	SCHLUMBERGER LTD			9/22/2011		2/13/2013	6,278	5,993		283
73	X	COMCAST CORP CL A			7/11/2012		10/9/2012	4,819	4,109		510
74	X	COMCAST CORP CL A			7/11/2012		11/19/2012	2,862	2,528		334
75	X	COMCAST CORP CL A			6/27/2012		3/26/2013	829	623		206
76	X	COMCAST CORP CL A			6/27/2012		6/7/2013	4,916	3,740		1,176
77	X	COMCAST CORP CL A			6/27/2012		6/20/2013	1,953	1,558		395
78	X	COMCAST CORP CL A			5/1/2012		6/20/2013	4,686	3,686		1,000
79	X	WALT DISNEY CO/THE			8/22/2011		2/1/2013	5,459	3,246		2,213
80	X	E M C CORP MASS			5/2/2011		1/5/2012	1,980	2,271		-281
81	X	E M C CORP MASS			6/1/2012		1/5/2012	5,444	5,127		317
82	X	E M C CORP MASS			8/22/2011		1/5/2012	5,444	4,582		862
83	X	E M C CORP MASS			7/29/2009		1/7/2012	739	480		279
84	X	E M C CORP MASS			9/22/2011		1/7/2012	1,478	1,250		228
85	X	E M C CORP MASS			7/18/2009		1/7/2012	2,709	1,512		1,197
86	X	E M C CORP MASS			7/16/2009		2/7/2013	2,708	1,512		1,194
87	X	AT&T INC			2/22/2007		11/16/2012	4,629	5,194		-565
88	X	AIR PRODS & CHEMS INC			8/22/2011		4/24/2013	15,413	13,843		1,570
89	X	APPLE INC			5/17/2012		2/20/2013	3,617	4,285		-668
90	X	APPLE INC			11/16/2012		2/20/2013	452	518		-66
91	X	APPLE INC			3/17/2013		3/1/2013	3,019	3,624		-605
92	X	APPLE INC			3/29/2010		3/1/2013	1,725	932		793
93	X	APPLE INC			3/29/2010		6/17/2013	2,161	1,165		996
94	X	APPLE INC			7/8/2008		6/17/2013	8,646	3,539		5,107
95	X	APPLE INC			7/8/2008		6/26/2013	13,111	9,940		3,171
96	X	B B & T CORPORATION			1/18/2011		7/19/2012	5,097	3,845		1,252
97	X	SEMPRA ENERGY			9/27/2012		12/12/2012	5,009	3,468		1,541
98	X	SOUTHWESTERN ENERGY CO			9/27/2012		3/22/2013	4,896	4,540		356
99	X	TERADATA CORPORATION			3/2/2011		3/1/2013	2,817	2,393		424
100	X	TERADATA CORPORATION			3/2/2011		3/1/2013	2,583	2,188		395
101	X	TERADATA CORPORATION			3/2/2011		3/1/2013	3,991	3,227		764
102	X	TERADATA CORPORATION			3/2/2011		3/5/2013	1,769	1,424		345
103	X	TERADATA CORPORATION			8/22/2011		3/5/2013	3,538	2,685		853
104	X	TERADATA CORPORATION			8/22/2011		3/7/2013	9,772	7,609		2,163
105	X	TEXAS INSTRUMENTS INC			11/4/2011		9/27/2012	7,339	7,339		-968
106	X	TEXAS INSTRUMENTS INC			11/02/2012		9/27/2012	6,371	6,987		-616
107	X	TEXAS INSTRUMENTS INC			11/22/2012		9/27/2012	3,878	4,378		-500
108	X	US BANCORP			8/22/2011		1/7/2013	23,351	15,001		8,350
109	X	UNION PAC CORP			8/22/2011		1/28/2013	8,503	5,604		2,899
110	X	VALERO ENERGY CORP NEW			8/22/2011		8/15/2012	5,430	3,699		1,731
111	X	VALERO ENERGY CORP NEW			11/30/2011		4/25/2013	8,107	7,128		978
112	X	VALERO ENERGY CORP NEW			11/9/2012		12/14/2012	4,984	4,451		543
113	X	VALERO ENERGY CORP NEW			11/9/2012		2/20/2013	5,419	3,561		1,858
114	X	VALERO ENERGY CORP NEW			9/22/2011		2/20/2013	1,806	779		1,027
115	X	VERIZON COMMUNICATIONS			4/19/2013		6/7/2013	4,491	4,682		-191
116	X	VERIZON COMMUNICATIONS			4/19/2013		6/17/2013	2,527	2,601		-74
117	X	VERIZON COMMUNICATIONS			3/26/2013		6/17/2013	2,527	2,477		50
118	X	YUM! BRANDS INC			10/28/2011		7/11/2012	7,442	6,487		955
119	X	YUM! BRANDS INC			9/8/98/101		7/11/2012	3,101	2,531		570
120	X	ACCENTURE PLC-CL A			10/27/2011		9/28/2012	1,399	1,216		183
121	X	ACCENTURE PLC-CL A			7/2/2012		9/28/2012	4,898	4,227		671
122	X	ACCENTURE PLC-CL A			3/5/2013		6/5/2013	4,783	4,611		172
123	X	ACCENTURE PLC-CL A			7/2/2012		6/5/2013	797	604		193
124	X	EATON CORP PLC			11/30/2012		4/24/2013	3,507	3,099		408
125	X	NORLE CORPORATION			2/10/2012		9/27/2012	15,885	17,447		-1,462
126	X	NXP SEMICONDUCTORS N.V.			8/22/2011		11/5/2012	4,896	3,175		1,721
127	X	NXP SEMICONDUCTORS N.V.			8/22/2011		3/4/2013	9,177	4,845		4,332
128	X	NXP SEMICONDUCTORS N.V.			8/22/2011		4/3/2013	9,890	6,015		3,875
129	X	VALERO ENERGY CORP NEW			9/19/13Y100		9/27/2012	5,318	3,310		2,008

Part I, Line 16c (990-PF) - Other Professional Fees

		11,808	7,085	0	4,723
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	BNYM - INVESTMENT MANAGEMENT FEES	23,475	7,085		4,723
2	BNYM - FEE REIMBURSEMENT	-11,667			

Part I, Line 18 (990-PF) - Taxes

		2,163	1,859	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAX WITHHELD	1,859	1,859		
2	ESTIMATED EXCISE PAYMENTS	304			

Part I, Line 23 (990-PF) - Other Expenses

		371	0	0	371
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	2012 DELAWARE STATUTORY REPRESENTATIVE	371			371

Part II, Line 13 (990-PF) - Investments - Other

Asset Description		Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
1	OTHER INVESTMENTS		3,252,428	3,176,972	3,986,382

Part III (990-PF) - Changes in Net Assets or Fund Balances

Line 3 - Other increases not included in Part III, Line 2

1	REVERSAL OF THE GRANT MADE TO BARE TOOTH CUPBOARDS	1	2,500
2	WASH SALE ADJUSTMENT	2	307
3	Total	3	2,807

Line 5 - Decreases not included in Part III, Line 2

1	LOSS ON PRIOR YEAR SALES SETTLED IN CURRENT YEAR	1	1,283
2	GAIN ON CURRENT YEAR SALES NOT SETTLED AT YEAR END	2	7,271
3	WEATHERVANE GRANT - REVERSAL	3	2,000
4	Total	4	10,554

Long Term CG Distributions		Short Term CG Distributions	
		23.31	0
1	E M C CORP MASS	268648102	
2	COMCAST CORP CL A	20030N101	
3	COMCAST CORP CL A	20030N101	
4	E M C CORP MASS	268648102	
5	E M C CORP MASS	268648102	
6	E M C CORP MASS	268648102	
7	EATON CORP ACTION	276058102	
8	GILEAD SCIENCES INC	375558103	
9	HALLIBURTON CO	406216101	
10	HALLIBURTON CO	406216101	
11	HALLIBURTON CO	406216101	
12	INTERNATIONAL BUSINESS MACHINES	459200101	
13	INTERNATIONAL BUSINESS MACHINES	459200101	
14	INTERNATIONAL BUSINESS MACHINES	459200101	
15	INTERNATIONAL BUSINESS MACHINES	459200101	
16	INTERNATIONAL BUSINESS MACHINES	459200101	
17	INTERNATIONAL BUSINESS MACHINES	459200101	
18	INTERNATIONAL BUSINESS MACHINES	459200101	
19	INTERNATIONAL BUSINESS MACHINES	459200101	
20	INTERNATIONAL BUSINESS MACHINES	459200101	
21	J P MORGAN CHASE & CO	46625H100	
22	JOHNSON CONTROLS INC	476356107	
23	KRAFT FOODS GROUP INC	500776Q106	
24	KRAFT FOODS GROUP INC	500776Q106	
25	LILLY & CO	532457108	
26	MARATHON OIL CORP	585849105	
27	MEAD JOHNSON NUTRITION	582393106	
28	B B & T CORPORATION	054837107	
29	B B & T CORPORATION	054837107	
30	BNY MELLON INTERNATIONAL-M	058752108	
31	BAUDU INC	058752108	
32	BAUDU INC	058752108	
33	BAUDU INC	058752108	
34	Bristol-Myers Squibb Co	110122108	
35	Bristol-Myers Squibb Co	110122108	
36	Bristol-Myers Squibb Co	110122108	
37	BROADCOM CORP CL A	111320107	
38	C S T BRANDS INC	12648R105	
39	C S T BRANDS INC	12648R105	
40	C S T BRANDS INC	12648R105	
41	CARNAL CORP	1439583300	
42	CARNAL CORP	1439583300	
43	CENTERPOINT ENERGY INC	15189T107	
44	CITIGROUP INC	172967424	
45	CITIGROUP INC	172967424	
46	COCA - COLA CO	581261100	
47	MEAD JOHNSON NUTRITION	582393106	
48	MERCK & CO INC	58933Y105	
49	MERCK & CO INC	58933Y105	
50	MERCK & CO INC	58933Y105	
51	MONDELEZ INTERNATIONAL	609207105	
52	OCCIDENTAL PETROLEUM CORP	614599105	
53	PEIZER INC	717081103	
54	PEIZER INC	717081103	
55	PEIZER INC	717081103	
56	PEIZER INC	717081103	
57	PEIZER INC	717081103	
58	PEIZER INC	717081103	
59	PLAINS EXPLORATION & PR-WI	72650S103	
60	PLAINS EXPLORATION & PR-WI	72650S103	
61	PLAINS EXPLORATION & PR-WI	72650S103	
62	QEP RESOURCES INC	74733V100	
63	QUALCOMM INC	747525103	
64	QUALCOMM INC	747525103	
65	QUALCOMM INC	747525103	
66	GILEAD SCIENCES INC	375558103	
67	QUALCOMM INC	747525103	
68	QUALCOMM INC	747525103	
69	QUALCOMM INC	747525103	
70	SCHLUMBERGER LTD	806857108	
71	SCHLUMBERGER LTD	806857108	
72	SCHLUMBERGER LTD	806857108	
73	COMCAST CORP CL A	20030N101	
74	COMCAST CORP CL A	20030N101	
75	COMCAST CORP CL A	20030N101	
76	COMCAST CORP CL A	20030N101	
77	COMCAST CORP CL A	20030N101	
78	COMCAST CORP CL A	20030N101	
79	WALT DISNEY COITHE	254687106	
80	E M C CORP MASS	268648102	
81	E M C CORP MASS	268648102	
82	E M C CORP MASS	268648102	
83	E M C CORP MASS	268648102	
84	E M C CORP MASS	268648102	

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

Long Term CG Distributions		23,319	Amount		868,184	0	0	792,748	75,435	0	Adjusted Basis as of 12/31/89	Excess of FMV Over Adj Basis	0	Gains Minus Excess of FMV Over Adjusted Basis or Losses	75,435
Short Term CG Distributions		0													
Description of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/89	Adjusted Basis as of 12/31/89	Excess of FMV Over Adj Basis	0	Gains Minus Excess of FMV Over Adjusted Basis or Losses	75,435
85 E M C CORP MASS	269648102		7/16/2009	11/7/2012	2,709			0	1,512	1,197	0	0	0	1,197	
86 E M C CORP MASS	269648102		7/16/2009	2/7/2013	2,706			0	1,512	1,194	0	0	0	1,194	
87 AT&T INC	00206R102		2/22/2007	11/16/2012	4,629			0	5,194	-565	0	0	0	-565	
88 AIR PRODS & CHEMS INC	009158105		8/22/2012	2/20/2013	15,413			0	13,843	1,570	0	0	0	1,570	
89 APPLE INC	037833100		5/17/2012	2/20/2013	3,817			0	4,205	-388	0	0	0	-388	
90 APPLE INC	037833100		11/16/2012	2/20/2013	452			0	518	-66	0	0	0	-66	
91 APPLE INC	037833100		11/16/2012	3/1/2013	3,016			0	3,624	-605	0	0	0	-605	
92 APPLE INC	037833100		3/29/2010	3/1/2013	1,725			0	932	793	0	0	0	793	
93 APPLE INC	037833100		3/29/2010	6/17/2013	2,161			0	1,195	996	0	0	0	996	
94 APPLE INC	037833100		7/8/2008	6/17/2013	8,646			0	3,539	5,107	0	0	0	5,107	
95 APPLE INC	037833100		7/8/2008	6/26/2013	13,111			0	5,840	7,271	0	0	0	7,271	
96 B & T CORPORATION	054937107		8/22/2011	11/16/2012	5,097			0	3,845	1,252	0	0	0	1,252	
97 SEMRA ENERGY	816851109		8/22/2011	12/13/2012	5,009			0	3,488	1,541	0	0	0	1,541	
98 SOUTHERN ENERGY CO	845487109		9/27/2012	3/22/2013	4,896			0	4,540	356	0	0	0	356	
99 TERADATA CORPORATION	88076N103		3/2/2011	3/1/2013	2,817			0	2,333	424	0	0	0	424	
100 TERADATA CORPORATION	88076N103		3/2/2011	3/1/2013	2,583			0	2,158	385	0	0	0	385	
101 TERADATA CORPORATION	88076N103		3/2/2011	3/1/2013	1,891			0	3,227	-764	0	0	0	-764	
102 TERADATA CORPORATION	88076N103		3/2/2011	3/5/2013	1,769			0	1,424	345	0	0	0	345	
103 TERADATA CORPORATION	88076N103		8/22/2011	3/5/2013	3,538			0	2,685	853	0	0	0	853	
104 TERADATA CORPORATION	88076N103		8/22/2011	3/7/2013	9,772			0	7,809	2,163	0	0	0	2,163	
105 TEXAS INSTRUMENTS INC	882386104		11/4/2011	8/27/2012	9,571			0	7,339	2,163	0	0	0	2,163	
106 TEXAS INSTRUMENTS INC	882386104		11/4/2011	8/27/2012	9,571			0	7,339	2,163	0	0	0	2,163	
107 TEXAS INSTRUMENTS INC	882386104		11/4/2011	8/27/2012	9,571			0	7,339	2,163	0	0	0	2,163	
108 US BANCORP	902973304		8/22/2011	11/7/2013	25,351			0	15,001	8,350	0	0	0	8,350	
109 UNION PAC CORP	907818108		8/22/2011	11/7/2013	8,503			0	3,004	2,899	0	0	0	2,899	
110 VALERO ENERGY CORP NEW	91913Y100		8/22/2011	8/15/2012	5,430			0	1,731	1,731	0	0	0	1,731	
111 VALERO ENERGY CORP NEW	91913Y100		11/30/2011	4/25/2013	8,107			0	3,699	1,731	0	0	0	1,731	
112 VALERO ENERGY CORP NEW	91913Y100		11/30/2011	4/25/2013	8,107			0	3,699	1,731	0	0	0	1,731	
113 VALERO ENERGY CORP NEW	91913Y100		11/30/2011	4/25/2013	8,107			0	3,699	1,731	0	0	0	1,731	
114 VALERO ENERGY CORP NEW	91913Y100		11/30/2011	4/25/2013	8,107			0	3,699	1,731	0	0	0	1,731	
115 VERIZON COMMUNICATIONS INC	92343V104		4/16/2013	6/7/2013	1,806			0	3,561	1,856	0	0	0	1,856	
116 VERIZON COMMUNICATIONS INC	92343V104		4/16/2013	6/7/2013	1,806			0	3,561	1,856	0	0	0	1,856	
117 VERIZON COMMUNICATIONS INC	92343V104		4/16/2013	6/7/2013	1,806			0	3,561	1,856	0	0	0	1,856	
118 YUMI BRANDS INC	988498101		10/26/2011	6/17/2013	2,527			0	4,862	-191	0	0	0	-191	
119 YUMI BRANDS INC	988498101		10/26/2011	6/17/2013	2,527			0	2,801	-74	0	0	0	-74	
120 ACCENTURE PLC-CLA	G1151C101		8/22/2011	7/17/2012	7,442			0	2,477	50	0	0	0	50	
121 ACCENTURE PLC-CLA	G1151C101		10/27/2011	7/17/2012	3,101			0	6,497	955	0	0	0	955	
122 ACCENTURE PLC-CLA	G1151C101		7/2/2012	9/28/2012	1,399			0	2,531	570	0	0	0	570	
123 ACCENTURE PLC-CLA	G1151C101		3/5/2013	6/5/2013	4,898			0	1,218	183	0	0	0	183	
124 EATON CORP PLC	G29183103		7/2/2012	6/5/2013	797			0	4,611	671	0	0	0	671	
125 NOBLE CORPORATION	H583N103		11/30/2012	4/24/2013	3,507			0	3,099	183	0	0	0	183	
126 NXP SEMICONDUCTORS N V	N6566X108		2/10/2012	6/27/2012	15,885			0	17,447	-1,462	0	0	0	-1,462	
127 NXP SEMICONDUCTORS N V	N6566X108		8/22/2011	11/5/2012	4,896			0	3,175	1,721	0	0	0	1,721	
128 NXP SEMICONDUCTORS N V	N6566X108		8/22/2011	4/3/2013	8,177			0	4,845	4,332	0	0	0	4,332	
129 VALERO ENERGY CORP NEW	91913Y100		8/22/2011	9/27/2012	9,890			0	6,015	3,875	0	0	0	3,875	
					5,318			0	3,310	2,008	0	0	0	2,008	

1

0	Expense Account	
	NE	

Part VI, Line 6a (990-PF) - Estimated Tax Payments

	Date	Amount
1 Credit from prior year return		1 1,137
2 First quarter estimated tax payment	11/9/2012	2 304
3 Second quarter estimated tax payment		3
4 Third quarter estimated tax payment		4
5 Fourth quarter estimated tax payment		5
6 Other payments		6
7 Total		7 1,441