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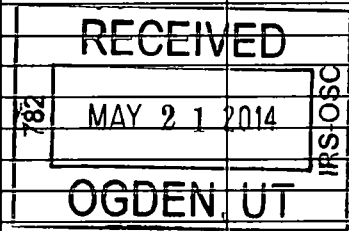
**Return of Private Foundation  
or Section 4947(a)(1) Nonexempt Charitable Trust  
Treated as a Private Foundation**

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

For calendar year 2012 or tax year beginning **JUL 1, 2012**, and ending **JUN 30, 2013**

|   |  |  |
|---|--|--|
| Name of foundation<br><b>THE ARNOLD GARRISON FOUNDATION</b>   |  | A Employer identification number<br><b>04-3216929</b>  |
| Number and street (or P.O. box number if mail is not delivered to street address)<br><b>CHOATE LLP PO BOX 961019</b>  | Room/suite   | B Telephone number<br><b>(617) 248-4760</b>  |
| City or town, state, and ZIP code<br><b>BOSTON, MA 02196</b>  |  | C If exemption application is pending, check here <input type="checkbox"/>   |
| G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity<br><input type="checkbox"/> Final return <input type="checkbox"/> Amended return<br><input type="checkbox"/> Address change <input type="checkbox"/> Name change |  | D 1. Foreign organizations, check here <input type="checkbox"/><br>2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/> |
| H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation<br><input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation   |  | E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>  |
| I Fair market value of all assets at end of year (from Part II, col (c), line 16)<br>\$ <b>8,316,743.</b>   | J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual<br><input type="checkbox"/> Other (specify) | F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>   |

| Part I Analysis of Revenue and Expenses<br><small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))</small> | (a) Revenue and expenses per books | (b) Net investment income | (c) Adjusted net income | (d) Disbursements for charitable purposes (cash basis only) |
|---|------------------------------------|---------------------------|-------------------------|---|
| 1 Contributions, gifts, grants, etc., received  | 7,791,805.                         |                           | N/A                     |   |
| 2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B  |                                    |                           |                         |   |
| 3 Interest on savings and temporary cash investments  | 6,127.                             | 6,127.                    |                         | STATEMENT 1   |
| 4 Dividends and interest from securities  | 149,440.                           | 149,434.                  |                         | STATEMENT 2   |
| 5a Gross rents  |                                    |                           |                         |   |
| b Net rental income or (loss)   |                                    |                           |                         |   |
| 6a Net gain or (loss) from sale of assets not on line 10  | 76,850.                            |                           |                         |   |
| b Gross sales price for all assets on line 6a <b>1,025,489.</b>   |                                    |                           |                         |   |
| 7 Capital gain net income (from Part IV, line 2)  |                                    | 76,850.                   |                         |   |
| 8 Net short-term capital gain   |                                    |                           |                         |   |
| 9 Income modifications  |                                    |                           |                         |   |
| 10a Gross sales less returns and allowances   |                                    |                           |                         |   |
| b Less Cost of goods sold   |                                    |                           |                         |   |
| c Gross profit or (loss)  |                                    |                           |                         |   |
| 11 Other income   | 1,000.                             | 0.                        |                         | STATEMENT 3   |
| 12 Total. Add lines 1 through 11  | 8,025,222.                         | 232,411.                  |                         |   |
| 13 Compensation of officers, directors, trustees, etc   | 0.                                 | 0.                        |                         | 0.  |
| 14 Other employee salaries and wages  |                                    |                           |                         |   |
| 15 Pension plans, employee benefits   |                                    |                           |                         |   |
| 16a Legal fees  |                                    |                           |                         |   |
| b Accounting fees   |                                    |                           |                         |   |
| c Other professional fees <b>STMT 4</b>   | 444.                               | 333.                      |                         | 111.  |
| 17 Interest   |                                    |                           |                         |   |
| 18 Taxes  |                                    |                           |                         |   |
| 19 Depreciation and depletion   |                                    |                           |                         |   |
| 20 Occupancy  |                                    |                           |                         |   |
| 21 Travel, conferences, and meetings  |                                    |                           |                         |   |
| 22 Printing and publications  |                                    |                           |                         |   |
| 23 Other expenses <b>STMT 5</b>   | 345.                               | 0.                        |                         | 345.  |
| 24 Total operating and administrative expenses. Add lines 13 through 23   | 789.                               | 333.                      |                         | 456.  |
| 25 Contributions, gifts, grants paid  | 590,000.                           |                           |                         | 590,000.  |
| 26 Total expenses and disbursements. Add lines 24 and 25  | 590,789.                           | 333.                      |                         | 590,456.  |
| 27 Subtract line 26 from line 12:   |                                    |                           |                         |   |
| a Excess of revenue over expenses and disbursements   | 7,434,433.                         |                           |                         |   |
| b Net investment income (if negative, enter -0-)  |                                    | 232,078.                  |                         |   |
| c Adjusted net income (if negative, enter -0-)  |                                    |                           | N/A                     |   |



SCANNED MAY 7 2014 Operating and Administrative Expenses

918 15

| Part II Balance Sheets      |   | Attached schedules and amounts in the description column should be for end-of-year amounts only |                 | 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  |                 | 164,905.              | 1,030,858.        | 1,030,857. |
|                             | 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              |                 |                       |                   |            |
|                             | 7   | Other notes and loans receivable ▶  |                 |                       |                   |            |
|                             |   | Less: allowance for doubtful accounts ▶   |                 |                       |                   |            |
|                             | 8   | Inventories for sale or use   |                 |                       |                   |            |
|                             | 9   | Prepaid expenses and deferred charges   |                 |                       |                   |            |
|                             | 10a   | Investments - U.S. and state government obligations STMT 8                                      |                 | 0.                    | 56,795.           | 57,716.    |
|                             | b   | Investments - corporate stock STMT 9  |                 | 0.                    | 5,301,462.        | 7,193,526. |
|                             | c   | Investments - corporate bonds   |                 |                       |                   |            |
| 11                          | Investments - land, buildings, and equipment basis ▶                                      |   |                 |                       |                   |            |
|                             | Less: accumulated depreciation ▶  |   |                 |                       |                   |            |
| 12                          | Investments - mortgage loans  |   |                 |                       |                   |            |
| 13                          | Investments - other STMT 10   |   | 0.              | 19,839.               | 34,644.           |            |
| 14                          | Land, buildings, and equipment: basis ▶   |   |                 |                       |                   |            |
|                             | Less: accumulated depreciation ▶  |   |                 |                       |                   |            |
| 15                          | Other assets (describe ▶)   |   |                 |                       |                   |            |
|                             | <b>16 Total assets (to be completed by all filers)</b>                                    |   | <b>164,905.</b> | <b>6,408,954.</b>     | <b>8,316,743.</b> |            |
| 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   |                 |                       |                   |            |
|                             | 22  | Other liabilities (describe ▶)  |                 |                       |                   |            |
|                             | <b>23 Total liabilities (add lines 17 through 22)</b>                                     |   | <b>0.</b>       | <b>0.</b>             |                   |            |
| Net Assets or Fund Balances | Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>                   |   |                 |                       |                   |            |
|                             | 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 ▶ <input checked="" type="checkbox"/> |   |                 |                       |                   |            |
|                             | and complete lines 27 through 31.   |   |                 |                       |                   |            |
|                             | 27  | Capital stock, trust principal, or current funds  |                 | 195,441.              | 6,923,886.        |            |
| 28                          | Paid-in or capital surplus, or land, bldg., and equipment fund                            |   | 0.              | 0.                    |                   |            |
| 29                          | Retained earnings, accumulated income, endowment, or other funds                          |   | -30,536.        | -514,932.             |                   |            |
|                             | <b>30 Total net assets or fund balances</b>   |   | <b>164,905.</b> | <b>6,408,954.</b>     |                   |            |
|                             | <b>31 Total liabilities and net assets/fund balances</b>                                  |   | <b>164,905.</b> | <b>6,408,954.</b>     |                   |            |

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<br>(must agree with end-of-year figure reported on prior year's return) | 1 | 164,905.   |
| 2 | Enter amount from Part I, line 27a  | 2 | 7,434,433. |
| 3 | Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 6  | 3 | 7.         |
| 4 | Add lines 1, 2, and 3   | 4 | 7,599,345. |
| 5 | Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 7  | 5 | 1,190,391. |
| 6 | Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30   | 6 | 6,408,954. |

**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<br>P - Purchase<br>D - Donation                                  | (c) Date acquired<br>(mo., day, yr)   | (d) Date sold<br>(mo., day, yr.) |         |
|---|--|---|---|----------------------------------|---------|
| 1a  | SEE ATTACHED STATEMENT                     | P   | VARIOUS   | 06/30/13                         |         |
| b   | SEE ATTACHED STATEMENT                     | P   | VARIOUS   | 06/30/13                         |         |
| c   |  |   |   |                                  |         |
| d   |  |   |   |                                  |         |
| e   |  |   |   |                                  |         |
| (e) Gross sales price   | (f) Depreciation allowed<br>(or allowable) | (g) Cost or other basis<br>plus expense of sale                                   | (h) Gain or (loss)<br>(e) plus (f) minus (g)  |                                  |         |
| a   | 34,559.                                    | 33,253.   | 1,306.  |                                  |         |
| b   | 990,930.                                   | 915,386.  | 75,544.   |                                  |         |
| c   |  |   |   |                                  |         |
| d   |  |   |   |                                  |         |
| e   |  |   |   |                                  |         |
| Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69   |  |   | (i) Gains (Col. (h) gain minus<br>col. (k), but not less than -0-) or<br>Losses (from col. (h)) |                                  |         |
| (i) F.M.V. as of 12/31/69   | (j) Adjusted basis<br>as of 12/31/69       | (k) Excess of col. (i)<br>over col. (j), if any                                   |   |                                  |         |
| a   |  |   | 1,306.  |                                  |         |
| b   |  |   | 75,544.   |                                  |         |
| c   |  |   |   |                                  |         |
| d   |  |   |   |                                  |         |
| e   |  |   |   |                                  |         |
| 2 Capital gain net income or (net capital loss)   |  | { If gain, also enter in Part I, line 7<br>If (loss), enter -0- in Part I, line 7 |   | 2                                | 76,850. |
| 3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):<br>If gain, also enter in Part I, line 8, column (c).<br>If (loss), enter -0- in Part I, line 8 |  |   |   | 3                                | N/A     |

**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<br>Calendar year (or tax year beginning in)   | (b) Adjusted qualifying distributions | (c) Net value of noncharitable-use assets | (d) Distribution ratio<br>(col. (b) divided by col. (c)) |
|---|---------------------------------------|---|--|
| 2011  | 31,019.                               | 178,295.                                  | .173976  |
| 2010  | 10,808.                               | 202,464.                                  | .053382  |
| 2009  | 10,901.                               | 213,905.                                  | .050962  |
| 2008  | 10,493.                               | 216,211.                                  | .048531  |
| 2007  | 9,118.                                | 206,158.                                  | .044228  |
| 2 Total of line 1, column (d)   |                                       |   | 2 .371079  |
| 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 .074216  |
| 4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5  |                                       |   | 4 7,206,492.   |
| 5 Multiply line 4 by line 3   |                                       |   | 5 534,837.   |
| 6 Enter 1% of net investment income (1% of Part I, line 27b)  |                                       |   | 6 2,321.   |
| 7 Add lines 5 and 6   |                                       |   | 7 537,158.   |
| 8 Enter qualifying distributions from Part XII, line 4<br>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.<br>See the Part VI instructions. |                                       |   | 8 590,456.   |

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

|    |  |    |        |
|----|--|----|--------|
| 1a | Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1<br>Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions) |    |        |
| b  | Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b   | 1  | 2,321. |
| 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  | 2,321. |
| 4  | Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)  | 4  | 0.     |
| 5  | <b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0-   | 5  | 2,321. |
| 6  | Credits/Payments:  |    |        |
| a  | 2012 estimated tax payments and 2011 overpayment credited to 2012  | 6a |        |
| b  | Exempt foreign organizations - tax withheld at source  | 6b |        |
| c  | Tax paid with application for extension of time to file (Form 8868)  | 6c | 3,800. |
| d  | Backup withholding erroneously withheld  | 6d |        |
| 7  | Total credits and payments. Add lines 6a through 6d  | 7  | 3,800. |
| 8  | Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached   | 8  |        |
| 9  | <b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b>  | 9  |        |
| 10 | <b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b>  | 10 | 1,479. |
| 11 | Enter the amount of line 10 to be: <b>Credited to 2013 estimated tax</b> <input checked="" type="checkbox"/> <b>1,479.</b>   <b>Refunded</b> <input type="checkbox"/>  | 11 | 0.     |

**Part VII-A Statements Regarding Activities**

|    | Yes | No |
|----|-----|----|
| 1a |     | X  |
| 1b |     | X  |
| 1c |     | X  |
| d  |     |    |
| e  |     |    |
| 2  |     | X  |
| 3  |     | X  |
| 4a |     | X  |
| 4b |     |    |
| 5  |     | X  |
| 6  | X   |    |
| 7  | X   |    |
| 8a |     |    |
| 8b | X   |    |
| 9  |     | X  |
| 10 | X   |    |

1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?

1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for 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

1c Did the foundation file Form 1120-POL for this year?

d 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.

e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers  \$ 0.

2 Has the foundation engaged in any activities that have not previously been reported to the IRS?  
If "Yes," attach a detailed description of the activities

3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes

4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?

4b If "Yes," has it filed a tax return on Form 990-T for this year?

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?  
If "Yes," attach the statement required by General Instruction T

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?

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.

8a Enter the states to which the foundation reports or with which it is registered (see instructions)  MA

8b 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

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

10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses **STMT 11**

N/A

**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?<br>Website address ► <u>N/A</u>   | 13 | X   |         |
| 14 | The books are in care of ► <u>CHOATE HALL &amp; STEWART LLP</u> Telephone no. ► <u>(617) 248-4760</u><br>Located at ► <u>TWO INTERNATIONAL PLACE, BOSTON, MA</u> ZIP+4 ► <u>02110</u>   |    |     |         |
| 15 | Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here<br>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?<br>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<br>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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No  |     |    |
| (2) | Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No  |     |    |
| (3) | Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No  |     |    |
| (4) | Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No  |     |    |
| (5) | Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No   |     |    |
| (6) | Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No   |     |    |
| b   | If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>  | 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No<br>If "Yes," list the years ► _____, _____, _____, _____  |     |    |
| 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) <u>N/A</u>   | 2b  |    |
| c   | If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.<br>► _____, _____, _____, _____  |     |    |
| 3a  | Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No  |     |    |
| b   | If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012) <u>N/A</u> | 3b  |    |
| 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)?  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  N/A

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.

| (a) Name and address   | (b) Title, and average hours per week devoted to position | (c) Compensation (if not paid, enter -0-) | (d) Contributions to employee benefit plans and deferred compensation | (e) Expense account, other allowances |
|--|---|---|---|---------------------------------------|
| JOHN M. CORNISH<br>CHOATE HALL & STEWART LLP TWO INT'L<br>BOSTON, MA 02110 | TRUSTEE<br>1.00   | 0.  | 0.  | 0.                                    |
| TIMOTHY P. GARRISON<br>P O BOX 2460<br>NATICK, MA 01760-0018               | TRUSTEE<br>1.00   | 0.  | 0.  | 0.                                    |
|  |   |   |   |                                       |
|  |   |   |   |                                       |
|  |   |   |   |                                       |

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

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

Total number of other employees paid over \$50,000 0

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

**3** Five highest-paid independent contractors for professional services. 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 ▶ 0

**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 N/A  |          |
| 2  |          |
| 3  |          |
| 4  |          |

**Part IX-B** Summary of Program-Related Investments

| Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2. | Amount    |
|---|-----------|
| 1 N/A   |           |
| 2   |           |
| All other program-related investments. See instructions.  |           |
| 3   |           |
| <b>Total.</b> Add lines 1 through 3 <span style="float: right;">▶</span>  | <b>0.</b> |

**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 | 6,536,271. |
| b | Average of monthly cash balances  | 1b | 779,965.   |
| c | Fair market value of all other assets   | 1c |            |
| d | <b>Total</b> (add lines 1a, b, and c)   | 1d | 7,316,236. |
| e | Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)   | 1e | 0.         |
| 2 | Acquisition indebtedness applicable to line 1 assets  | 2  | 0.         |
| 3 | Subtract line 2 from line 1d  | 3  | 7,316,236. |
| 4 | Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)   | 4  | 109,744.   |
| 5 | <b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4 | 5  | 7,206,492. |
| 6 | <b>Minimum investment return.</b> Enter 5% of line 5  | 6  | 360,325.   |

**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  | 360,325. |
| 2a | Tax on investment income for 2012 from Part VI, line 5  | 2a | 2,321.   |
| b  | Income tax for 2012. (This does not include the tax from Part VI.)  | 2b |          |
| c  | Add lines 2a and 2b   | 2c | 2,321.   |
| 3  | Distributable amount before adjustments. Subtract line 2c from line 1                                     | 3  | 358,004. |
| 4  | Recoveries of amounts treated as qualifying distributions   | 4  | 0.       |
| 5  | Add lines 3 and 4   | 5  | 358,004. |
| 6  | Deduction from distributable amount (see instructions)  | 6  | 0.       |
| 7  | <b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1 | 7  | 358,004. |

**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 | 590,456. |
| b | Program-related investments - total from Part IX-B  | 1b | 0.       |
| 2 | Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes                         | 2  |          |
| 3 | Amounts set aside for specific charitable projects that satisfy the:  |    |          |
| a | Suitability test (prior IRS approval required)  | 3a |          |
| b | Cash distribution test (attach the required schedule)   | 3b |          |
| 4 | <b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4                 | 4  | 590,456. |
| 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 | 5  | 2,321.   |
| 6 | <b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4   | 6  | 588,135. |

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

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

|  | (a)<br>Corpus | (b)<br>Years prior to 2011 | (c)<br>2011 | (d)<br>2012 |
|--|---------------|----------------------------|-------------|-------------|
| 1 Distributable amount for 2012 from Part XI, line 7   |               |                            |             | 358,004.    |
| 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  |               |                            |             |             |
| c From 2009  |               |                            |             |             |
| d From 2010  |               |                            |             |             |
| e From 2011  | 13,237.       |                            |             |             |
| f Total of lines 3a through e  | 13,237.       |                            |             |             |
| 4 Qualifying distributions for 2012 from Part XII, line 4: ▶ \$ 590,456.   |               |                            |             |             |
| 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   |               |                            |             | 358,004.    |
| e Remaining amount distributed out of corpus   | 232,452.      |                            |             |             |
| 5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))   | 0.            |                            |             | 0.          |
| 6 Enter the net total of each column as indicated below:   | 245,689.      |                            |             |             |
| a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5  |               |                            |             |             |
| b Prior years' undistributed income. Subtract line 4b from line 2b   |               | 0.                         |             |             |
| c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed |               | 0.                         |             |             |
| d Subtract line 6c from line 6b. Taxable amount - see instructions   |               | 0.                         |             |             |
| e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount - see 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 section 170(b)(1)(F) or 4942(g)(3)   | 0.            |                            |             |             |
| 8 Excess distributions carryover from 2007 not applied on line 5 or line 7   | 0.            |                            |             |             |
| 9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a  | 245,689.      |                            |             |             |
| 10 Analysis of line 9:   |               |                            |             |             |
| a Excess from 2008   |               |                            |             |             |
| b Excess from 2009   |               |                            |             |             |
| c Excess from 2010   |               |                            |             |             |
| d Excess from 2011   | 13,237.       |                            |             |             |
| e Excess from 2012   | 232,452.      |                            |             |             |

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

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

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

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

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

**1 Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

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

c Any submission deadlines:

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

**Part XV** Supplementary Information (continued)

| 3 Grants and Contributions Paid During the Year or Approved for Future Payment             |   |                                |                                  |                 |
|--|---|--------------------------------|----------------------------------|-----------------|
| Recipient  | 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)  |   |                                |                                  |                 |
| <b>a Paid during the year</b>  |   |                                |                                  |                 |
| JACKSON HISTORICAL SOCIETY<br>PO BOX 8<br>JACKSON, NH 0386-0008                            | NONE  | PUBLIC                         | GENERAL SUPPORT                  | 25,000.         |
| YOUNG AMERICA'S FOUNDATION<br>110 ELDEN ST, STE A<br>HERNDON, VA 20170-4891                | NONE  | PUBLIC                         | GENERAL SUPPORT                  | 200,000.        |
| THE LEADERSHIP INSTITUTE<br>3815 RIVER CROSSING PKY STE 100<br>INDIANAPOLIS, IN 46240-7766 | NONE  | PUBLIC                         | GENERAL SUPPORT                  | 187,000.        |
| HILLSIDE SCHOOL<br>404 ROBIN HILL ST<br>MARLBOROUGH, MA 01752-8013                         | NONE  | PUBLIC                         | GENERAL SUPPORT                  | 25,000.         |
| THE GOW SCHOOL<br>EMERY RD<br>SOUTH WALES, NY 14139-0000                                   | NONE  | PUBLIC                         | GENERAL SUPPORT                  | 1,000.          |
| <b>Total</b>   | <b>SEE CONTINUATION SHEET(S)</b>  |                                |                                  | <b>590,000.</b> |
| <b>b Approved for future payment</b>   |   |                                |                                  |                 |
| NONE   |   |                                |                                  |                 |
|  |   |                                |                                  |                 |
|  |   |                                |                                  |                 |
| <b>Total</b>   |   |                                |                                  | <b>0.</b>       |





**Schedule of Contributors**

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

**2012**

Name of the organization

Employer identification number

THE ARNOLD GARRISON FOUNDATION

04-3216929

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

501(c)( ) (enter number) organization

4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

527 political organization

Form 990-PF

501(c)(3) exempt private foundation

4947(a)(1) nonexempt charitable trust treated as a private foundation

501(c)(3) taxable private foundation

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

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

**General Rule**

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

**Special Rules**

For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II

For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III

For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. ▶ \$ \_\_\_\_\_

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

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2012)

|   |   |
|---|---|
| Name of organization<br><b>THE ARNOLD GARRISON FOUNDATION</b> | Employer identification number<br><b>04-3216929</b> |
|---|---|

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

| (a)<br>No. | (b)<br>Name, address, and ZIP + 4   | (c)<br>Total contributions | (d)<br>Type of contribution   |
|------------|---|----------------------------|---|
| 1          | ESTATE OF ARNOLD GARRISON<br>C/O CHOATE, HALL & STEWART<br>BOSTON, MA 02458 | \$ 7,348,840.              | Person <input type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input checked="" type="checkbox"/><br>(Complete Part II if there is a noncash contribution) |
| 2          | ESTATE OF ARNOLD GARRISON<br>C/O CHOATE, HALL & STEWART<br>BOSTON, ME 02458 | \$ 442,965.                | Person <input checked="" type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br>(Complete Part II if there is a noncash contribution) |
| _____      | _____   | \$ _____                   | Person <input type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br>(Complete Part II if there is a noncash contribution)            |
| _____      | _____   | \$ _____                   | Person <input type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br>(Complete Part II if there is a noncash contribution)            |
| _____      | _____   | \$ _____                   | Person <input type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br>(Complete Part II if there is a noncash contribution)            |
| _____      | _____   | \$ _____                   | Person <input type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br>(Complete Part II if there is a noncash contribution)            |

|   |   |
|---|---|
| Name of organization<br><br><b>THE ARNOLD GARRISON FOUNDATION</b> | Employer identification number<br><br><b>04-3216929</b> |
|---|---|

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

| (a)<br>No.<br>from<br>Part I | (b)<br>Description of noncash property given                   | (c)<br>FMV (or estimate)<br>(see instructions) | (d)<br>Date received |
|------------------------------|--|--|----------------------|
| 1                            | PUBLICLY TRADED SECURITIES PORTFOLIO -<br>SEE ATTACHED DETAIL. | \$ 7,348,840.                                  | 08/24/13             |
|                              |  | \$ _____                                       | _____                |
|                              |  | \$ _____                                       | _____                |
|                              |  | \$ _____                                       | _____                |
|                              |  | \$ _____                                       | _____                |
|                              |  | \$ _____                                       | _____                |
|                              |  | \$ _____                                       | _____                |

|   |   |
|---|---|
| Name of organization<br><b>THE ARNOLD GARRISON FOUNDATION</b> | Employer identification number<br><b>04-3216929</b> |
|---|---|

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

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



FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

| SOURCE   | AMOUNT |
|--|--------|
| FIDELITY PRIVATE CLIENT GROUP                  | 6,127. |
| TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A | 6,127. |

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

| SOURCE                           | GROSS AMOUNT | CAPITAL GAINS DIVIDENDS | COLUMN (A) AMOUNT |
|----------------------------------|--------------|-------------------------|-------------------|
| DIVIDENDS & INTEREST             | 149,440.     | 0.                      | 149,440.          |
| TOTAL TO FM 990-PF, PART I, LN 4 | 149,440.     | 0.                      | 149,440.          |

FORM 990-PF OTHER INCOME STATEMENT 3

| DESCRIPTION   | (A) REVENUE PER BOOKS | (B) NET INVESTMENT INCOME | (C) ADJUSTED NET INCOME |
|---|-----------------------|---------------------------|-------------------------|
| RECOVERY OF AMOUNT TREATED AS A QUALIFYING DISTRIBUTION IN PRIOR YEAR | 1,000.                | 0.                        |                         |
| TOTAL TO FORM 990-PF, PART I, LINE 11                                 | 1,000.                | 0.                        |                         |

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 4

| DESCRIPTION   | (A) EXPENSES PER BOOKS | (B) NET INVESTMENT INCOME | (C) ADJUSTED NET INCOME | (D) CHARITABLE PURPOSES |
|---|------------------------|---------------------------|-------------------------|-------------------------|
| CHOATE HALL & STEWART LLP - INVESTMENT MANAGEMENT, RECORDKEEPING, CUSTODY, & GRANT ADMINISTRATION | 444.                   | 333.                      |                         | 111.                    |
| TO FORM 990-PF, PG 1, LN 16C  | 444.                   | 333.                      |                         | 111.                    |

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|             |                |           |   |
|-------------|----------------|-----------|---|
| FORM 990-PF | OTHER EXPENSES | STATEMENT | 5 |
|-------------|----------------|-----------|---|

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| DESCRIPTION                       | (A)<br>EXPENSES<br>PER BOOKS | (B)<br>NET INVEST-<br>MENT INCOME | (C)<br>ADJUSTED<br>NET INCOME | (D)<br>CHARITABLE<br>PURPOSES |
|-----------------------------------|------------------------------|-----------------------------------|-------------------------------|-------------------------------|
| FILING FEE FOR MASS FORM PC       | 35.                          | 0.                                |                               | 35.                           |
| OFFICE SUPPLIES                   | 310.                         | 0.                                |                               | 310.                          |
| TOTAL TO FORM 990-PF, PG 1, LN 23 | 345.                         | 0.                                |                               | 345.                          |

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|             |  |           |   |
|-------------|--|-----------|---|
| FORM 990-PF | OTHER INCREASES IN NET ASSETS OR FUND BALANCES | STATEMENT | 6 |
|-------------|--|-----------|---|

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| DESCRIPTION                                | AMOUNT |
|--|--------|
| DIVIDEND RECEIVED 7/2/2012 TAXED 6/30/2012 | 7.     |
| TOTAL TO FORM 990-PF, PART III, LINE 3     | 7.     |

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|             |  |           |   |
|-------------|--|-----------|---|
| FORM 990-PF | OTHER DECREASES IN NET ASSETS OR FUND BALANCES | STATEMENT | 7 |
|-------------|--|-----------|---|

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| DESCRIPTION  | AMOUNT     |
|--|------------|
| EXCESS OF MARKET VALUE OVER COST OF DONATED SECURITIES | 1,190,391. |
| TOTAL TO FORM 990-PF, PART III, LINE 5                 | 1,190,391. |

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|             |  |           |   |
|-------------|--|-----------|---|
| FORM 990-PF | U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS | STATEMENT | 8 |
|-------------|--|-----------|---|

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| DESCRIPTION                                      | U.S.<br>GOV'T | OTHER<br>GOV'T | BOOK VALUE | FAIR MARKET<br>VALUE |
|--|---------------|----------------|------------|----------------------|
| STATE AND MUNICIPAL OBLIGATIONS                  |               | X              | 56,795.    | 57,716.              |
| TOTAL U.S. GOVERNMENT OBLIGATIONS                |               |                |            |                      |
| TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS |               |                | 56,795.    | 57,716.              |
| TOTAL TO FORM 990-PF, PART II, LINE 10A          |               |                | 56,795.    | 57,716.              |

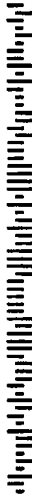
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FIDELITY PRIVATE  
CLIENT GROUP SM

Envelope 900238662



THE ARNOLD GARRISON FOUNDATION  
PO BOX 2460  
NATICK MA 01760-0018

**Investment Report**

June 1, 2013 - June 30, 2013

Online Fidelity.com  
FAST(sm)-Automated Telephone 800-544-5555  
Private Client Group 800-544-5704  
Customer Service 800-544-6666

| Holdings (Symbol) as of June 30, 2013      | Quantity<br>June 30, 2013 | Price per Unit<br>June 30, 2013 | Total Cost Basis | Total Value<br>June 1, 2013 | Total Value<br>June 30, 2013 |
|--|---------------------------|---------------------------------|------------------|-----------------------------|------------------------------|
| <b>Stocks 87% of holdings</b>              |                           |                                 |                  |                             |                              |
| AT&T INC COM (T)                           | 2,989 000                 | \$35 400                        | \$83,266 07c     | \$104,585 11                | \$105,810 60                 |
| EAI \$5,380 20, EY 5 08%                   |                           |                                 |                  |                             |                              |
| BERKSHIRE HATHAWAY INC DEL CL A            | 3 000                     | 168,600 000                     | 372,139 50c      | 513,900 00                  | 505,800 00                   |
| FRMLY COMMON (BRKA)                        |                           |                                 |                  |                             |                              |
| BERKSHIRE HATHAWAY INC DEL CL B NEW (BRKB) | 976 000                   | 111 920                         | 80,737 16c       | 111,332 32                  | 109,233 92                   |
| C S X CORP (CSX)                           | 13,320 000                | 23 190                          | 243,878 10c      | 335,797 20                  | 308,890 80                   |
| EAI \$7,992 00, EY 2 59%                   |                           |                                 |                  |                             |                              |



FIDELITY PRIVATE  
CLIENT GROUP SM

**Investment Report**

June 1, 2013 - June 30, 2013

**Fidelity Account<sup>SM</sup> Z66-041599 THE ARNOLD GARRISON FOUNDATION**

| Holdings (Symbol) as of June 30, 2013                                | Quantity<br>June 30, 2013 | Price per Unit<br>June 30, 2013 | Total Cost Basis | Total Value<br>June 1, 2013 | Total Value<br>June 30, 2013 |
|--|---------------------------|---------------------------------|------------------|-----------------------------|------------------------------|
| CHEVRON CORP NEW (CVX )<br>EAI \$17,624.00, EY 3.38%                 | 4,406,000                 | 118.340                         | 346,906.41c      | 540,836.50                  | 521,406.04                   |
| CONOCOPHILLIPS (COP )<br>EAI \$9,005.04, EY 4.36%                    | 3,411,000                 | 60.500                          | 145,038.85c      | 209,230.74                  | 206,365.50                   |
| CORNING INC (GLW )<br>EAI \$604.80, EY 2.81%                         | 1,512,000                 | 14.230                          | 24,717.42c       | 23,239.44                   | 21,515.76                    |
| DEVON ENERGY CORP NEW (DVN )<br>EAI \$440.00, EY 1.70%               | 500,000                   | 51.880                          | 31,306.25c       | 28,425.00                   | 25,940.00                    |
| DOMINION RESOURCES INC VA NEW (D )<br>EAI \$3,375.00, EY 3.96%       | 1,500,000                 | 56.820                          | 65,456.25c       | 84,825.00                   | 85,230.00                    |
| DU PONT E I DE NEMOURS & CO (DD )<br>EAI \$10,800.00, EY 3.43%       | 6,000,000                 | 52.500                          | 255,585.00c      | 334,740.00                  | 315,000.00                   |
| EXXON MOBIL CORP (XOM )<br>EAI \$20,160.00, EY 2.79%                 | 8,000,000                 | 90.350                          | 488,980.00c      | 723,760.00                  | 722,800.00                   |
| FAIRPOINT COMMUNICATIONS INC<br>NO STOCKHOLDER EQUITY 01/24/2011     | 36,000                    | -----                           | 0.97c            | unavailable                 | unavailable                  |
| FREEMPORT MCMORAN COPPER & GOLD INC (FCX )<br>EAI \$912.50, EY 4.53% | 730,000                   | 27.610                          | 29,219.16c       | 22,666.50                   | 20,155.30                    |
| GENERAL ELECTRIC CO (GE )<br>EAI \$32,832.00, EY 3.28%               | 43,200,000                | 23.190                          | 693,900.00c      | 1,007,424.00                | 1,001,808.00                 |
| GENERAL MILLS INC (GIS )<br>EAI \$1,520.00, EY 3.13%                 | 1,000,000                 | 48.530                          | 36,787.50c       | 47,080.00                   | 48,530.00                    |
| HONEYWELL INTL INC (HON )<br>EAI \$3,280.00, EY 2.07%                | 2,000,000                 | 79.340                          | 85,750.00c       | 156,920.00                  | 158,680.00                   |
| IDEARC INC COM DELAWARE<br>NO STOCKHOLDER EQUITY 12/31/2009          | 96,000                    | -----                           | 710.40c          | unavailable                 | unavailable                  |
| INTL PAPER CO (IP )<br>EAI \$1,737.60, EY 2.71%                      | 1,448,000                 | 44.310                          | 32,617.14c       | 66,825.20                   | 64,160.88                    |
| JPMORGAN CHASE & CO (JPM )<br>EAI \$912.00, EY 2.88%                 | 600,000                   | 52.790                          | 24,304.50c       | 32,754.00                   | 31,674.00                    |
| JOHNSON & JOHNSON (JNJ )<br>EAI \$2,640.00, EY 3.07%                 | 1,000,000                 | 85.860                          | 60,017.50c       | 84,180.00                   | 85,860.00                    |
| KRAFT FOODS GROUP INC COM NPV (KRFT )<br>EAI \$1,000.00, EY 3.58%    | 500,000                   | 55.870                          | 16,223.42c       | 27,565.00                   | 27,935.00                    |



FIDELITY PRIVATE  
CLIENT GROUP S M

Investment Report

June 1, 2013 - June 30, 2013

Fidelity Account S M Z66-041599 THE ARNOLD GARRISON FOUNDATION

Holdings (Symbol) as of June 30, 2013

|   | Quantity<br>June 30, 2013 | Price per Unit<br>June 30, 2013 | Total Cost Basis | Total Value<br>June 1, 2013 | Total Value<br>June 30, 2013 |
|---|---------------------------|---------------------------------|------------------|-----------------------------|------------------------------|
| MARATHON OIL CORP ISIN #US5658491064      | 1,000.000                 | 34.580                          | 19,265.46c       | 34,390.00                   | 34,580.00                    |
| SEDOL #2910970 (MRO)                      |                           |                                 |                  |                             |                              |
| EAI \$680.00, EY 1.97%                    |                           |                                 |                  |                             |                              |
| MARATHON PETROLEUM CORP COM USD0.01 (MPC) | 500.000                   | 71.060                          | 13,032.04c       | 41,250.00                   | 35,530.00                    |
| EAI \$700.00, EY 1.97%                    |                           |                                 |                  |                             |                              |
| MONDELEZ INTL INC COM (MDLZ)              | 1,500.000                 | 28.530                          | 30,010.33c       | 44,212.50                   | 42,795.00                    |
| EAI \$780.00, EY 1.82%                    |                           |                                 |                  |                             |                              |
| MOTOROLA SOLUTIONS INC COM NEW (MSI)      | 2,571.000                 | 57.730                          | 144,965.84c      | 149,015.16                  | 148,423.83                   |
| EAI \$2,673.84, EY 1.80%                  |                           |                                 |                  |                             |                              |
| NEWMONT MNG CORP HLDG CO (NEM)            | 671.000                   | 29.950                          | 40,647.50c       | 23,001.88                   | 20,096.45                    |
| EAI \$939.40, EY 4.67%                    |                           |                                 |                  |                             |                              |
| NORFOLK SOUTHERN CRP (NSC)                | 4,266.000                 | 72.650                          | 251,374.05c      | 326,732.94                  | 309,924.90                   |
| EAI \$8,532.00, EY 2.75%                  |                           |                                 |                  |                             |                              |
| NORTHEAST UTILITIES (NU)                  | 1,968.000                 | 42.020                          | 57,847.50c       | 82,006.56                   | 82,695.36                    |
| EAI \$2,892.96, EY 3.50%                  |                           |                                 |                  |                             |                              |
| PERKINELMER INC (PKI)                     | 7,500.000                 | 32.500                          | 165,445.31c      | 234,900.00                  | 243,750.00                   |
| EAI \$2,100.00, EY 0.86%                  |                           |                                 |                  |                             |                              |
| PHILLIPS 66 COM (PSX)                     | 1,705.000                 | 58.910                          | 43,090.75c       | 113,501.85                  | 100,441.55                   |
| EAI \$2,131.25, EY 2.12%                  |                           |                                 |                  |                             |                              |
| PROCTER & GAMBLE CO (PG)                  | 19,500.000                | 76.990                          | 1,179,116.25c    | 1,496,820.00                | 1,501,305.00                 |
| EAI \$46,917.00, EY 3.13%                 |                           |                                 |                  |                             |                              |
| RAYTHEON CO COM NEW (RTN)                 | 500.000                   | 66.120                          | 23,276.25c       | 33,320.00                   | 33,060.00                    |
| EAI \$1,100.00, EY 3.33%                  |                           |                                 |                  |                             |                              |
| TECO ENERGY INC (TE)                      | 2,204.000                 | 17.190                          | 37,707.69c       | 38,812.44                   | 37,886.76                    |
| EAI \$1,939.52, EY 5.12%                  |                           |                                 |                  |                             |                              |
| VERIZON COMMUNICATIONS (VZ)               | 1,926.000                 | 50.340                          | 59,407.47c       | 93,372.48                   | 96,954.84                    |
| EAI \$3,967.56, EY 4.09%                  |                           |                                 |                  |                             |                              |
| WELLS FARGO & CO NEW (WFC)                | 3,375.000                 | 41.270                          | 118,733.51       | 136,856.25                  | 139,286.25                   |
| EAI \$4,050.00, EY 2.91%                  |                           |                                 |                  |                             |                              |



# Investment Report

June 1, 2013 - June 30, 2013

FIDELITY PRIVATE  
CLIENT GROUP S.M

## Fidelity Account <sup>SM</sup> Z66-041599 THE ARNOLD GARRISON FOUNDATION

Holdings (Symbol) as of June 30, 2013

Subtotal of Stocks

| Quantity<br>June 30, 2013 | Price per Unit<br>June 30, 2013 | Total Cost Basis | Total Value<br>June 1, 2013 | Total Value<br>June 30, 2013 |
|---------------------------|---------------------------------|------------------|-----------------------------|------------------------------|
|                           |                                 | 5,301,461.55     |                             | 7,193,525.74                 |

### Bonds 1% of holdings

MASSACHUSETTS ST WTR RES AUTH GENERAL REV  
04.00000% 08/01/2014  
FIXED COUPON  
MBIA INSURED  
MOODYS Aa1 S&P AA+  
SEMIANNUALLY  
AI \$500.00  
EAI \$1,200.00  
CUSIP 576049D64

|            |         |             |           |           |
|------------|---------|-------------|-----------|-----------|
| 30,000,000 | 104.045 | 31,015,098c | 31,311,60 | 31,213,50 |
|------------|---------|-------------|-----------|-----------|

### BROOKLINE MASS LTD GO BDS

04.00000% 03/15/2019  
FIXED COUPON  
PRE-REFUNDED  
03/15/2015 @ 100 000  
MOODYS Aaa  
SEMIANNUALLY  
CONT CALL 03/15/2015  
AI \$294.44  
EAI \$1,000.00  
CUSIP 113745A78

|            |         |             |           |           |
|------------|---------|-------------|-----------|-----------|
| 25,000,000 | 106.005 | 25,779,608c | 26,648,00 | 26,501,25 |
|------------|---------|-------------|-----------|-----------|

### Subtotal of Bonds

|  |  |           |  |           |
|--|--|-----------|--|-----------|
|  |  | 56,794.69 |  | 57,714.75 |
|--|--|-----------|--|-----------|

### Other 0% of holdings

WEYERHAEUSER CO COM (WY )  
EAI \$972.80, EY 2.81%

|           |        |            |           |           |
|-----------|--------|------------|-----------|-----------|
| 1,216,000 | 28.490 | 19,839,04c | 36,261,12 | 34,643.84 |
|-----------|--------|------------|-----------|-----------|

### Subtotal of Other

|  |  |           |  |           |
|--|--|-----------|--|-----------|
|  |  | 19,839.04 |  | 34,643.84 |
|--|--|-----------|--|-----------|

### Core Account 12% of holdings

CASH

1030,857,610

|       |                |            |              |
|-------|----------------|------------|--------------|
| 1,000 | not applicable | 996,178.91 | 1,030,857.61 |
|-------|----------------|------------|--------------|

For balances between \$1,000,000.00 and \$2,499,999.99, the current interest rate is 00.01%



FIDELITY PRIVATE  
CLIENT GROUP SM

Investment Report

June 1, 2013 - June 30, 2013

Fidelity Account SM Z66-041599 THE ARNOLD GARRISON FOUNDATION

Holdings (Symbol) as of June 30, 2013

Subtotal of Core Account

| Quantity<br>June 30, 2013 | Price per Unit<br>June 30, 2013 | Total Cost Basis | Total Value<br>June 1, 2013 | Total Value<br>June 30, 2013 |
|---------------------------|---------------------------------|------------------|-----------------------------|------------------------------|
|                           |                                 | \$ 5,378,095.28  |                             | 1,030,857.61                 |
|                           |                                 |                  |                             | \$8,316,741.94               |

Total

All positions held in cash account unless indicated otherwise

B - See Additional Information and Endnotes for important information about the adjusted cost basis information provided

C - Cost basis information (or proceeds from short sales) has been provided by you or a third party (such as a transferring broker) and has not been adjusted except as otherwise indicated

Total Cost Basis does not include the cost basis on core, money market or other positions where cost basis is unknown or not applicable

- not available

AI (Accrued Interest) - Presented for domestic fixed income securities and represents interest accumulated since the last coupon date, but not yet paid by the issuer or received by NFS. AI is calculated for the following securities: fixed rate bonds and Certificates of Deposit (CDs). There is no guarantee that AI will be paid by the issuer. AI for treasury and GNMA securities, however, is backed by the full faith and credit of the United States Government. AI totals represent accruals for only those securities with listed AI in the Holdings section of this statement. Please refer to the Help/Glossary section of Fidelity.com for additional information

Estimated Annual Income (EAI) & Estimated Yield (EY) - EAI is an estimate of annual income for a specific security position over the next rolling 12 months. EY is calculated by dividing the current EAI for a security position by its statement closing date market value. EY reflects only the income generated by an investment, it does not reflect changes in its price, which may fluctuate. For certain types of securities, EAI and EY could include the return of principal or capital gains which would render them overstated. EAI and EY are estimates provided for informational purposes only and should not be relied on for making investment, trading, or tax decisions. There is no guarantee that your investments will actually generate the EAI or EY presented. Actual income and yield might be higher or lower. EAI and EY should not be confused with a security's 30-day Yield or 7-day Yield, if provided, as such yield quotations reflect the actual historical performance of a security. For additional information, including calculation details, refer to the "Additional Information and Endnotes" section at the end of your statement.

5,378,095.28  
 1,030,857.61  
 -----  
 6,408,952.89

Capital Gains

7/1/2012 through 6/30/2013

| Account                 | Security   | Shares  | Bought     | Sold       | Gross Proceeds   | Cost Basis       | Realized Gain/  |
|-------------------------|--|---------|------------|------------|------------------|------------------|-----------------|
| <b>SHORT TERM</b>       |  |         |            |            |                  |                  |                 |
| AG Foundation           | FIDELITY MASS MUNI INCOME                          | 112 730 | 8/24/2012  | 10/25/2012 | 1,438 43         | 1,432 80         | 5 63            |
| AG Foundation           | FIDELITY MASS MUNI INCOME                          | 154 799 | 12/31/2011 | 10/25/2012 | 1,975 24         | 1,784 83         | 190 41          |
| AG Foundation           | FIDELITY MASS MUNI INCOME                          | 138 437 | 2/28/2012  | 10/25/2012 | 1,766 46         | 1,614 18         | 152 28          |
| AG Foundation           | FIDELITY MASS MUNI INCOME                          | 156 440 | 3/31/2012  | 10/25/2012 | 1,996 17         | 1,811 58         | 184 59          |
| AG Foundation           | FIDELITY MASS MUNI INCOME                          | 149 052 | 4/29/2012  | 10/25/2012 | 1,901 90         | 1,749 87         | 152 03          |
| AG Foundation           | FIDELITY MASS MUNI INCOME                          | 152 145 | 5/31/2012  | 10/25/2012 | 1,941 37         | 1,805 96         | 135 41          |
| AG Foundation           | FIDELITY MASS MUNI INCOME                          | 147 159 | 10/31/2011 | 10/25/2012 | 1,877 75         | 1,786 51         | 91 24           |
| AG Foundation           | FIDELITY MASS MUNI INCOME                          | 140 609 | 11/30/2011 | 10/25/2012 | 1,794 17         | 1,709 81         | 84 36           |
| AG Foundation           | FIDELITY MASS MUNI INCOME                          | 159 392 | 12/9/2011  | 10/25/2012 | 2,033 84         | 1,950 95         | 82 89           |
| AG Foundation           | FIDELITY MASS MUNI INCOME                          | 102 788 | 12/22/2011 | 10/25/2012 | 1,311 57         | 1,262 24         | 49 33           |
| AG Foundation           | FIDELITY MASS MUNI INCOME                          | 41 877  | 12/30/2011 | 10/25/2012 | 534 35           | 515 92           | 18 43           |
| AG Foundation           | FIDELITY MASS MUNI INCOME                          | 141 816 | 1/31/2012  | 10/25/2012 | 1,809 57         | 1,791 14         | 18 43           |
| AG Foundation           | FIDELITY MASS MUNI INCOME                          | 131 159 | 2/29/2012  | 10/25/2012 | 1,673 59         | 1,651 29         | 22 30           |
| AG Foundation           | FIDELITY MASS MUNI INCOME                          | 23 118  | 3/9/2012   | 10/25/2012 | 294 99           | 288 97           | 6 02            |
| AG Foundation           | FIDELITY MASS MUNI INCOME                          | 143 933 | 3/30/2012  | 10/25/2012 | 1,836 59         | 1,791 97         | 44 62           |
| AG Foundation           | FIDELITY MASS MUNI INCOME                          | 137 986 | 4/30/2012  | 10/25/2012 | 1,760 70         | 1,733 10         | 27 60           |
| AG Foundation           | FIDELITY MASS MUNI INCOME                          | 141 435 | 5/31/2012  | 10/25/2012 | 1,804 71         | 1,787 74         | 16 97           |
| AG Foundation           | FIDELITY MASS MUNI INCOME                          | 136 622 | 6/29/2012  | 10/25/2012 | 1,743 30         | 1,720 07         | 23 23           |
| AG Foundation           | FIDELITY MASS MUNI INCOME                          | 136 632 | 7/31/2012  | 10/25/2012 | 1,743 42         | 1,743 42         | 0 00            |
| AG Foundation           | FIDELITY MASS MUNI INCOME                          | 21 914  | 8/31/2012  | 10/25/2012 | 279 62           | 278 97           | 0 65            |
| AG Foundation           | FIDELITY MASS MUNI INCOME                          | 130 424 | 9/28/2012  | 10/25/2012 | 1,664 21         | 1,664 21         | 0 00            |
| AG Foundation           | FIDELITY MASS MUNI INCOME                          | 107 920 | 10/25/2012 | 10/25/2012 | 1,377 06         | 1,377 06         | 0 00            |
| <b>TOTAL SHORT TERM</b> |  |         |            |            | <b>34,559.01</b> | <b>33,252.59</b> | <b>1,306.42</b> |
| <b>LONG TERM</b>        |  |         |            |            |                  |                  |                 |
| AG Foundation           | ALCATEL-LUCENT SPON ADR REP 1 EUR2 SER A           | 126 000 | 9/11/2010  | 10/1/2012  | 125 85           | 353 43           | -227 58         |
| AG Foundation           | CENTURYLINK INC                                    | 57 000  | 9/11/2010  | 10/1/2012  | 2,258 32         | 2,013 33         | 244 99          |
| AG Foundation           | COVANCE INC  | 126 000 | 9/11/2010  | 10/1/2012  | 5,960 06         | 4,902 98         | 1,057 08        |
| AG Foundation           | FRONTIER COMMUNICATIONS CORP COM                   | 220 000 | 9/11/2010  | 10/1/2012  | 1,062 59         | 1,692 90         | -630 31         |
| AG Foundation           | FRONTIER COMMUNICATIONS CORP COM                   | 242 000 | 9/11/2010  | 10/1/2012  | 1,162 09         | 1,862 19         | -700 10         |
| AG Foundation           | KINDER MORGAN INC DELAWARE COM USD0.01             | 139 000 | 9/11/2010  | 10/1/2012  | 4,947 67         | 5,192 33         | -244 66         |
| AG Foundation           | KINDER MORGAN INC DEL WT EXP PUR CL P COM EXP 05/2 | 212 000 | 9/11/2010  | 10/1/2012  | 717 73           | 471 82           | 245 91          |
| AG Foundation           | MCMORAN EXPLORATION CO                             | 19 000  | 9/11/2010  | 10/1/2012  | 209 99           | 271 08           | -61 09          |
| AG Foundation           | MOSAIC CO NEW COM                                  | 72 000  | 9/11/2010  | 10/1/2012  | 4,210 44         | 4,293 00         | -82 56          |
| AG Foundation           | NCR CORP   | 100 000 | 9/11/2010  | 10/1/2012  | 2,315 19         | 1,378 50         | 936 69          |
| AG Foundation           | PROLOGIS INC COM                                   | 199 000 | 9/11/2010  | 10/1/2012  | 6,891 52         | 4,952 03         | 1,939 49        |
| AG Foundation           | TERADATA CORP DEL COM                              | 100 000 | 9/11/2010  | 10/1/2012  | 7,493 20         | 3,500 13         | 3,993 07        |
| AG Foundation           | EDISON INTL  | 100 000 | 9/11/2010  | 10/2/2012  | 4,575 10         | 3,437 75         | 1,137 35        |
| AG Foundation           | EDISON INTL  | 200 000 | 9/11/2010  | 10/2/2012  | 9 149 99         | 6,875 50         | 2,274 49        |
| AG Foundation           | EDISON INTL  | 100 000 | 9/11/2010  | 10/2/2012  | 4,567 14         | 3,437 75         | 1,129 39        |
| AG Foundation           | COMCAST CORP NEW CL A                              | 300 000 | 9/11/2010  | 10/2/2012  | 10,714 26        | 5,487 37         | 5 226 89        |

Capital Gains

7/1/2012 through 6/30/2013

| Account                | Security  | Shares     | Bought     | Sold       | Gross Proceeds      | Cost Basis        | Realized Gain/   |
|------------------------|---|------------|------------|------------|---------------------|-------------------|------------------|
| AG Foundation          | COMCAST CORP NEW CL A                             | 63 000     | 9/11/2010  | 10/2/2012  | 2,241 72            | 1,152 35          | 1,089 37         |
| AG Foundation          | PG & E CORP                                       | 270 000    | 9/11/2010  | 10/2/2012  | 11,375 02           | 12,136 16         | -761 14          |
| AG Foundation          | KRAFT FOODS INC CL A                              | 1,500 000  | 9/11/2010  | 10/2/2012  | 46,233 75           | 46,233 75         | 0 00             |
| AG Foundation          | CYTEC INDS INC                                    | 300 000    | 9/11/2010  | 10/5/2012  | 19,641 60           | 15,350 26         | 4,291 34         |
| AG Foundation          | FIDELITY MASS MUNI INCOME                         | 45,391 958 | 9/11/2010  | 10/25/2012 | 579,201 38          | 555,143 65        | 24,057 73        |
| AG Foundation          | FIDELITY MASS MUNI INCOME                         | 569 734    | 12/31/2010 | 10/25/2012 | 7,269 81            | 6,817 88          | 451 93           |
| AG Foundation          | FIDELITY MASS MUNI INCOME                         | 147 395    | 6/30/2011  | 10/25/2012 | 1,880 76            | 1,748 11          | 132 65           |
| AG Foundation          | FIDELITY MASS MUNI INCOME                         | 149 811    | 7/29/2011  | 10/25/2012 | 1,911 59            | 1,787 25          | 124 34           |
| AG Foundation          | FIDELITY MASS MUNI INCOME                         | 146 216    | 7/31/2011  | 10/25/2012 | 1,865 72            | 1,772 14          | 93 58            |
| AG Foundation          | FIDELITY MASS MUNI INCOME                         | 140 419    | 9/30/2011  | 10/25/2012 | 1,791 75            | 1,717 33          | 74 42            |
| AG Foundation          | 949493MF4 WELLESLEY MASS G O MUN PURP LN BDS SER. | 250 000    | 9/11/2010  | 2/1/2013   | 25,125 00           | 26,046 63         | -921 63          |
| AG Foundation          | ZIONS BANCORP                                     | 1,066 000  | 9/11/2010  | 2/20/2013  | 26,169 71           | 21,868 99         | 4,300 72         |
| AG Foundation          | ZIONS BANCORP                                     | 100 000    | 9/11/2010  | 2/20/2013  | 2,448 19            | 2,051 50          | 396 69           |
| AG Foundation          | ZIONS BANCORP                                     | 4,834 000  | 9/11/2010  | 2/20/2013  | 118,720 38          | 99,169 51         | 19,550 87        |
| AG Foundation          | BP PLC ADR (CNV INTO 6 ORD USD0.25 SHS)           | 1,000 000  | 9/11/2010  | 3/18/2013  | 40,741 13           | 38,200 00         | 2,541 13         |
| AG Foundation          | QUEST DIAGNOSTICS INC                             | 500 000    | 9/11/2010  | 3/18/2013  | 27,901 42           | 23,650 00         | 4,251 42         |
| AG Foundation          | 949493MF4 WELLESLEY MASS G O MUN PURP LN BDS SER  | 100,000    | 9/11/2010  | 6/6/2013   | 10,050 00           | 10,418 65         | -368 65          |
| <b>TOTAL LONG TERM</b> |   |            |            |            | <b>990,930.07</b>   | <b>915,386.25</b> | <b>75,543.82</b> |
| <b>OVERALL TOTAL</b>   |   |            |            |            | <b>1,025,489.08</b> | <b>948,638.84</b> | <b>76,850.24</b> |

Assets in Bold Print distributed from Arnold Garrison Trust to Arnold Garrison Charitable Foundation  
in August, 2012

| Received on 11/12/2013 by Marti Karasek |         |   | Prepared by the Tax Department |                             |
|---|---------|---|--------------------------------|-----------------------------|
| Item #                                  | # shs   | Description                             | Acq Date                       | FMV at Date of Contribution |
| 1                                       | 2,989   | AT&T Inc                                | 9/11/2010                      | 110,443 55                  |
| 2                                       | 126     | Alcatel-Lucent Spons ADR                | 9/11/2010                      | 147 42                      |
| 3                                       | 1,000   | BP PLC Spons ADR                        | 9/11/2010                      | 42,190 00                   |
| 4                                       | 3       | Berkshire Hathaway Inc CL A             | 9/11/2010                      | 384,674 70                  |
| 5                                       | 976     | Berkshire Hathaway Inc CL B             | 9/11/2010                      | 83,340 64                   |
| 6                                       | 4,440   | CSX Corp                                | 9/11/2010                      |                             |
|   | 8,880   | 2 1 split                               | 6/15/2011                      |                             |
|   | 13,320  | CSX Corp                                | 9/11/2010                      | 306,226 80                  |
| 7                                       | 57 408  | Centurylink Inc (merger with Qwest)     | 9/11/2010                      |                             |
|   | (0 408) | sale of fractional share                | 4/4/2011                       |                             |
|   | 57      | Centurylink Inc                         | 9/11/2010                      | 2,408 82                    |
| 8                                       | 4,406   | Chevron Corp                            | 9/11/2010                      | 493,516 06                  |
| 9                                       | 363     | Comcast Corp                            | 9/11/2010                      | 12,323 85                   |
| 10                                      | 3,411   | Conocophillips                          | 9/11/2010                      |                             |
|   |         | Spinoff to Phillips 66                  | 5/1/2012                       |                             |
|   | 3,411   | Conocophillips                          | 9/11/2010                      | 192,243 96                  |
| 11                                      | 1,512   | Corning Inc                             | 9/11/2010                      | 17,418 24                   |
| 12                                      | 126     | Covance Inc                             | 9/11/2010                      | 5,950 98                    |
| 13                                      | 300     | Cytex Inds Inc                          | 9/11/2010                      | 19,338 00                   |
| 14                                      | 500     | Devon Energy Corp                       | 9/11/2010                      | 30,520 00                   |
| 15                                      | 1,500   | Dominion Res Inc VA                     | 9/11/2010                      | 80,235 00                   |
| 16                                      | 6,000   | Du Pont E I de Nemours                  | 9/11/2010                      | 302,100 00                  |
| 17                                      | 400     | Edison Intl                             | 9/11/2010                      | 17 548 00                   |
|   | 332     | El Paso Corp (see attached computation) | 9/11/2010                      |                             |
|   | (332)   | merger with Kinder Morgan Inc           | 5/25/2012                      |                             |
|   | -       | On hand                                 |                                |                             |
| 18                                      | 8,000   | Exxon Mobil Corp                        | 9/11/2010                      | 704,400 00                  |
| 19                                      | 36      | Fairpoint Communications Inc            | 9/11/2010                      | -                           |
| 20                                      | 365     | Freeport-McMoran Copper & Gold          | 9/11/2010                      |                             |
|   | 365     | 2 1 split                               | 2/2/2011                       |                             |
|   | 730     | Freeport-McMoran Copper & Gold          | 9/11/2010                      | 26,374 90                   |
| 21                                      | 462     | Frontier Communications Corp            | 9/11/2010                      | 2,139 06                    |
| 22                                      | 43,200  | General Electric Co                     | 9/11/2010                      | 898,560 00                  |
| 23                                      | 1,000   | General MIs Inc                         | 9/11/2010                      | 39,040 00                   |
| 24                                      | 2,000   | Honeywell Intl Inc                      | 9/11/2010                      | 116,720 00                  |
| 25                                      | 96      | Idearc (not listed on 706: no value)    | 9/11/2010                      | -                           |
| 26                                      | 1,448   | Intl Paper Co                           | 9/11/2010                      | 50,028 40                   |
| 27                                      | 600     | JP Morgan Chase                         | 9/11/2010                      | 22,302 00                   |
| 28                                      | 1,000   | Johnson & Johnson                       | 9/11/2010                      | 67,600 00                   |

Assets in Bold Print distributed from Arnold Garrison Trust to Arnold Garrison Charitable Foundation  
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| Item # | # shs                    | Description                                    | Acq Date  | FMV at Date of Contribution |
|--------|--------------------------|--|-----------|-----------------------------|
|        |                          | <i>See attached computation</i>                |           |                             |
| 29     | 139 0084<br>(0 0084)     | Kinder Morgan Inc Class P common               |           |                             |
|        | 139                      | Kinder Morgan Inc Class P common               | 5/25/2012 | 4,905 31                    |
| 30     | 212                      | Kinder Morgan warrants                         | 5/25/2012 | 640 24                      |
| 31     | 1,500                    | Kraft Foods Inc CI A                           | 9/11/2010 | 62 805 00                   |
| 32     | 1,000                    | Marathon Oil Corp                              | 9/11/2010 |                             |
|        | -                        | Spinoff to Marathon Petroleum Corp             | 7/1/2011  |                             |
|        | 1,000                    | Marathon Oil Corp                              | 9/11/2010 | 27 840 00                   |
| 33     | 500                      | Marathon Petroleum Corp                        | 7/1/2011  | 24,375 00                   |
| 34     | 19                       | McMoran Exploration Co                         | 9/11/2010 | 246 62                      |
| 35     | 72                       | Mosaic Co                                      | 9/11/2010 | 4 129 20                    |
|        | 18,000                   | Motorola Inc                                   | 9/11/2010 |                             |
|        | (18,000)                 | 1 7 reverse split to Motorola Solutions        | 1/4/2011  |                             |
|        | -                        | On hand  |           |                             |
| 36     | 2571 428571<br>-0 428571 | Motorola Solutions Inc                         | 1/4/2011  |                             |
|        | 2,571                    | Fractional share (sold 1/4/11)                 | 1/4/2011  |                             |
|        |                          | Motorola Solutions Inc                         | 1/4/2011  | 122 456 73                  |
|        | 2,250                    | Motorola Mobility Hldgs Inc (stk dist)         | 1/4/2011  |                             |
|        | (2,250)                  | Cash merger                                    | 5/22/2012 |                             |
|        | -                        | On hand  |           |                             |
| 37     | 100                      | NCR Corp                                       | 9/11/2010 | 2 220 00                    |
| 38     | 671                      | Newmont Mining Corp                            | 9/11/2010 | 33 033 33                   |
| 39     | 4,266                    | Norfolk Southern Corp                          | 9/11/2010 | 313 977 60                  |
|        | 1,500                    | NSTAR  | 9/11/2010 |                             |
|        | (1,500)                  | merger with Northeast Utilities                | 4/10/2012 |                             |
|        | -                        | On hand  |           |                             |
| 40     | 1,968                    | Northeast Utilities                            | 9/11/2010 | 74,724 96                   |
| 41     | 270                      | PG&E Corp                                      | 9/11/2010 | 11 898 90                   |
| 42     | 7,500                    | Perkinelmer Inc                                | 9/11/2010 | 204,675 00                  |
| 43     | 1,705 5<br>(0 5)         | Phillips 66, com (spinoff from Conocophillips) | 5/1/2012  |                             |
|        | 1,705                    | Phillips 66, com                               | 5/1/2012  | 70 518 80                   |
| 44     | 19,500                   | Procter & Gamble                               | 9/11/2010 | 1 306 890 00                |
|        | 446<br>(446)             | Prologis Trust (PLD)                           | 9/11/2010 |                             |
|        | -                        | merger to Prologis Inc                         | 6/3/2011  |                             |
|        | -                        | On hand  |           |                             |
| 45     | 199 0944<br>(0 0994)     | Prologis Inc                                   | 6/3/2011  |                             |
|        | 199                      | fractional share                               | 6/3/2011  |                             |
|        |                          | Prologis Inc                                   |           | 6 652 40                    |
| 46     | 500                      | Quest Diagnostics                              | 9/11/2010 | 30 250 00                   |
|        | 345                      | Quest Communications                           | 9/11/2010 |                             |
|        | -345                     | merger with Centurylink                        | 4/1/2011  |                             |
|        | -                        | On hand  |           |                             |
| 47     | 500                      | Raytheon Co                                    | 9/11/2010 | 27 900 00                   |
| 48     | 2,204                    | Teco Energy Inc                                | 9/11/2010 | 38 812 44                   |
| 49     | 100                      | Teradata Corp Del                              | 9/11/2010 | 7 547 00                    |

Estate of Arnold Garrison  
Date of Death 9/11/10

Assets in Bold Print distributed from Arnold Garrison Trust to Arnold Garrison Charitable Foundation  
in August, 2012

| <i>Item #</i> | <i># shs</i> | <i>Description</i>                           | <i>Acq Date</i>  | <i>FMV at Date of Contribution</i> |
|---------------|--------------|--|------------------|------------------------------------|
| 50            | <b>1,926</b> | <b>Verizon Communications</b>                | <b>9/11/2010</b> | <b>83 145 42</b>                   |
| 51            | 450          | Weyerhaeuser Co (on 706)                     | 9/11/2010        |                                    |
|               | 766 305      | Weyerhaeuser Co (9/1/10 special div)         |                  |                                    |
|               | -0 305       | Assumed sale of fraction between 9/1-9/11/10 |                  |                                    |
|               | <b>1,216</b> | <b>Weyerhaeuser Co (corrected-706)</b>       | <b>9/11/2010</b> | <b>29 633 92</b>                   |
| 52            | <b>6,000</b> | <b>Zions Bancorporation</b>                  | <b>9/11/2010</b> | <b>114 840</b>                     |
|               | \$ 50,000    | Beverly MA, 5 125%, 9/1/16                   | 9/11/2010        |                                    |
|               | \$ (50,000)  | Redeemed 9/1/10                              | 9/1/2010         |                                    |
|               | \$ -         | Corrected on hand (706)                      | 9/11/2010        |                                    |

Estate of Arnold Garrison  
Date of Death 9/11/10

Assets in Bold Print distributed from Arnold Garrison Trust to Arnold Garrison Charitable Foundation  
in August, 2012

| Item # | # shs        | Description                       | Acq Date       | FMV at Date of Contribution |
|--------|--------------|-----------------------------------|----------------|-----------------------------|
|        | \$ 30,000    | Mass St Wtr Pollution, 5%, 2/1/19 | 9/11/2010      |                             |
|        | \$ (30,000)  | Called                            | 8/1/2011       |                             |
|        | \$ -         | On hand                           |                |                             |
|        | \$ 35,000    | Mass St Fed Hwy, 5%, 12/15/13     | 9/11/2010      |                             |
|        | \$ (35,000)  | Called                            | 2/1/2011       |                             |
|        | \$ -         | On hand                           |                |                             |
| 53     | \$ 30,000    | Mass St Wtr Res, 4%, 8/1/14       | 9/11/2010      | \$ 32,102                   |
| 54     | \$ 35,000    | Wellesley, MA, 4.75%, 6/15/16     | 9/11/2010      | \$ 35,279                   |
| 55     | \$ 25,000    | Brookline, MA, 4%, 3/15/19        | 9/11/2010      | \$ 26,841                   |
|        | \$ 30,000    | Mass St Health & Ed, 5%, 7/1/23   | 9/11/2010      |                             |
|        | \$ (30,000)  | Called                            | 11/1/2010      |                             |
|        | \$ -         | On hand                           |                |                             |
| 56     | 45,391.958   | Fidelity Mass Mun Tr Mutual Fund  | 9/11/2010      |                             |
|        | 569.734      | Fidelity Mass Mun Tr Mutual Fund  | 9/30-12/31/10  |                             |
|        | 154.799      | Fidelity Mass Mun Tr Mutual Fund  | 1/31/2011      |                             |
|        | 138.437      | Fidelity Mass Mun Tr Mutual Fund  | 2/28/2011      |                             |
|        | 156.440      | Fidelity Mass Mun Tr Mutual Fund  | 3/31/2011      |                             |
|        | 149.052      | Fidelity Mass Mun Tr Mutual Fund  | 4/29/2011      |                             |
|        | 152.145      | Fidelity Mass Mun Tr Mutual Fund  | 5/31/2011      |                             |
|        | 147.395      | Fidelity Mass Mun Tr Mutual Fund  | 6/30/2011      |                             |
|        | 149.811      | Fidelity Mass Mun Tr Mutual Fund  | 7/29/2011      |                             |
|        | 146.216      | Fidelity Mass Mun Tr Mutual Fund  | 8/31/2011      |                             |
|        | 140.419      | Fidelity Mass Mun Tr Mutual Fund  | 9/30/2011      |                             |
|        | 147.159      | Fidelity Mass Mun Tr Mutual Fund  | 10/31/2011     |                             |
|        | 140.609      | Fidelity Mass Mun Tr Mutual Fund  | 11/30/2011     |                             |
|        | 159.392      | Fidelity Mass Mun Tr Mutual Fund  | 12/9/2011      |                             |
|        | 102.788      | Fidelity Mass Mun Tr Mutual Fund  | 12/22/2011     |                             |
|        | 41.877       | Fidelity Mass Mun Tr Mutual Fund  | 12/30/2011     |                             |
|        | 141.816      | Fidelity Mass Mun Tr Mutual Fund  | 1/31/2012      |                             |
|        | 131.159      | Fidelity Mass Mun Tr Mutual Fund  | 2/29/2012      |                             |
|        | 23.118       | Fidelity Mass Mun Tr Mutual Fund  | 3/9/2012       |                             |
|        | 143.933      | Fidelity Mass Mun Tr Mutual Fund  | 3/30/2012      |                             |
|        | 137.986      | Fidelity Mass Mun Tr Mutual Fund  | 4/30/2012      |                             |
|        | 141.435      | Fidelity Mass Mun Tr Mutual Fund  | 5/31/2012      |                             |
|        | 136.622      | Fidelity Mass Mun Tr Mutual Fund  | 6/29/2012      |                             |
|        | 136.632      | Fidelity Mass Mun Tr Mutual Fund  | 7/31/2012      |                             |
|        | 112.730      | Fidelity Mass Mun Tr Mutual Fund  | 8/24/2012      |                             |
|        | 48,993.662   | On hand                           | Various        | 622,709                     |
| 57     | 1,003,717.18 | Daily Money Fund                  | N/A            |                             |
| 58     | 1,279,175.66 | Fidelity Mass Mun Tr MA AMT       | N/A            |                             |
| 59     | 270,740.78   | Fidelity Mass Mun Tr Mun MM       | N/A            |                             |
|        |              | CASH                              |                | 442,964.92                  |
|        |              | <b>TOTAL</b>                      |                | <b>\$ 7,791,805</b>         |
|        |              |                                   | <b>SUMMARY</b> |                             |
|        |              | CASH                              |                | 442,965                     |
|        |              | SECURITIES                        |                | 7,348,840                   |

# Application for Extension of Time To File an Exempt Organization Return

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

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

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

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

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

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

|   |  |  |
|---|--|--|
| <b>Type or print</b>  | Name of exempt organization or other filer, see instructions<br><b>THE ARNOLD GARRISON FOUNDATION</b>              | Employer identification number (EIN) or<br><b>04-3216929</b> |
| File by the due date for filing your return. See instructions | Number, street, and room or suite no. If a P.O. box, see instructions<br><b>CHOATE LLP PO BOX 961019</b>           | Social security number (SSN)                                 |
|   | City, town or post office, state, and ZIP code. For a foreign address, see instructions<br><b>BOSTON, MA 02196</b> |  |

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

| Application Is For                       | Return Code | Application Is For       | Return Code |
|--|-------------|--------------------------|-------------|
| Form 990 or Form 990-EZ                  | 01          | Form 990-T (corporation) | 07          |
| Form 990-BL                              | 02          | Form 1041-A              | 08          |
| Form 4720 (individual)                   | 03          | Form 4720                | 09          |
| Form 990-PF                              | 04          | Form 5227                | 10          |
| Form 990-T (sec. 401(a) or 408(a) trust) | 05          | Form 6069                | 11          |
| Form 990-T (trust other than above)      | 06          | Form 8870                | 12          |

**CHOATE HALL & STEWART LLP**

- The books are in the care of ▶ **TWO INTERNATIONAL PLACE - BOSTON, MA 02110**  
Telephone No ▶ **(617) 248-4760** FAX No ▶ **(617) 502-4760**
- If the organization does not have an office or place of business in the United States, check this box
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) \_\_\_\_\_ If this is for the whole group, check this box . If it is for part of the group, check this box  and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **FEBRUARY 15, 2014**, to file the exempt organization return for the organization named above. The extension is for the organization's return for  
 ▶  calendar year \_\_\_\_\_ or  
 ▶  tax year beginning **JUL 1, 2012**, and ending **JUN 30, 2013**

2 If the tax year entered in line 1 is for less than 12 months, check reason  Initial return  Final return  
 Change in accounting period

|   |    |           |
|---|----|-----------|
| 3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.                                   | 3a | \$ 3,800. |
| b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit. | 3b | \$ 0.     |
| c <b>Balance due.</b> Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.      | 3c | \$ 3,800. |

**Caution.** If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879 EO for payment instructions.

LHA For Privacy Act and Paperwork Reduction Act Notice, see instructions.

*Handwritten signature*  
1/1/13

• If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only Part II and check this box

**Note.** Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868

• If you are filing for an **Automatic 3-Month Extension**, complete only Part I (on page 1).

**Part II Additional (Not Automatic) 3-Month Extension of Time.** Only file the original (no copies needed).

|   |   |  |                   |
|---|---|--|-------------------|
| Type or print<br><br>File by the due date for filing your return See instructions | Name of exempt organization or other filer, see instructions                            | Enter filer's identifying number, see instructions |                   |
|   | <b>THE ARNOLD GARRISON FOUNDATION</b>   | Employer identification number (EIN) or            | <b>04-3216929</b> |
|   | Number, street, and room or suite no. If a P O box, see instructions                    | Social security number (SSN)                       |                   |
|   | <b>CHOATE LLP PO BOX 961019</b>   |  |                   |
|   | City, town or post office, state, and ZIP code For a foreign address, see instructions. |  |                   |
|   | <b>BOSTON, MA 02196</b>   |  |                   |

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

| Application Is For                      | Return Code | Application Is For | Return Code |
|---|-------------|--------------------|-------------|
| Form 990 or Form 990-EZ                 | 01          |                    |             |
| Form 990-BL                             | 02          | Form 1041-A        | 08          |
| Form 4720 (individual)                  | 03          | Form 4720          | 09          |
| Form 990-PF                             | 04          | Form 5227          | 10          |
| Form 990-T (sec 401(a) or 408(a) trust) | 05          | Form 6069          | 11          |
| Form 990-T (trust other than above)     | 06          | Form 8870          | 12          |

**STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.**

**CHOATE HALL & STEWART LLP**

• The books are in the care of **TWO INTERNATIONAL PLACE - BOSTON, MA 02110**  
 Telephone No **(617) 248-4760** FAX No **(617) 502-4760**

• If the organization does not have an office or place of business in the United States, check this box

• If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) \_\_\_\_\_ If this is for the whole group, check this box  If it is for part of the group, check this box  and attach a list with the names and EINs of all members the extension is for

4 I request an additional 3-month extension of time until **MAY 15, 2014**

5 For calendar year \_\_\_\_\_, or other tax year beginning **JUL 1, 2012**, and ending **JUN 30, 2013**

6 If the tax year entered in line 5 is for less than 12 months, check reason  Initial return  Final return

Change in accounting period

7 State in detail why you need the extension

**ADDITIONAL TIME IS NEEDED IN ORDER TO GATHER THE INFORMATION NECESSARY TO FILE A COMPLETE AND ACCURATE RETURN.**

|    |   |    |    |               |
|----|---|----|----|---------------|
| 8a | If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions  | 8a | \$ | <b>3,800.</b> |
| b  | If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868 | 8b | \$ | <b>3,800.</b> |
| c  | <b>Balance due.</b> Subtract line 8b from line 8a Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions   | 8c | \$ | <b>0.</b>     |

**Signature and Verification must be completed for Part II only.**

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form

Signature **Peter J. OPA** Title **CPA** Date **2/13/14**

*Handwritten initials and date 2/13/14*