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

2012

Department of the Treasury
Internal Revenue Service

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 7/01 , 2012, **and ending** 6/30 , 2013

The Shane Charitable Foundation
1133 Winding Drive
Cherry Hill, NJ 08003

A Employer identification number
22-6742414

B Telephone number (see the instructions)
(215) 826-2901

C If exemption application is pending, check here

D 1 Foreign organizations, check here
2 Foreign organizations meeting the 85% test, check here and attach computation

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

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

G Check all that apply

<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity
<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return
<input type="checkbox"/> Address change	<input type="checkbox"/> Name change

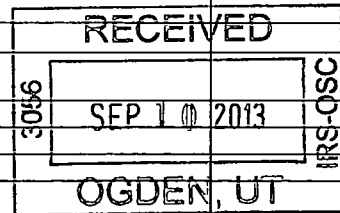
H Check type of organization Section 501(c)(3) exempt private foundation
 Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, column (c), line 16)
\$ 190,127.

J Accounting method. Cash Accrual
 Other (specify) (Part I, column (d) must be on cash basis)

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc. received (att sch)				
2	Ck <input checked="" type="checkbox"/> if the foundn is not req to att Sch B				
3	Interest on savings and temporary cash investments	11.	11.		
4	Dividends and interest from securities	15,268.	15,268.		
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain/(loss) from sale of assets not on line 10	22,382.			
b	Gross sales price for all assets on line 6a	186,742.			
7	Capital gain net income (from Part IV, line 2)		22,382.		
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/(loss) (att sch)				
11	Other income (attach schedule)				
12	Total. Add lines 1 through 11	37,661.	37,661.	0.	
13	Compensation of officers, directors, trustees, etc.	0.			
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)				
b	Accounting fees (attach sch) See St 1	2,800.	1,400.		1,400.
c	Other prof fees (attach sch)				
17	Interest				
18	Taxes (attach schedule)(see instrs) See Stm 2	1,021.	992.		
19	Depreciation (attach sch) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule) See Statement 3	2,302.	2,302.		
24	Total operating and administrative expenses. Add lines 13 through 23	6,123.	4,694.		1,400.
25	Contributions, gifts, grants paid Part XV	31,000.			31,000.
26	Total expenses and disbursements. Add lines 24 and 25	37,123.	4,694.	0.	32,400.
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	538.			
b	Net investment income (if negative, enter -0)		32,967.		
c	Adjusted net income (if negative, enter -0)			0.	

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			
		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value		
ASSETS	1	Cash – non-interest-bearing			
	2	Savings and temporary cash investments	42,144.	14,940.	14,940.
	3	Accounts receivable			
		Less allowance for doubtful accounts			
	4	Pledges receivable			
		Less allowance for doubtful accounts			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach sch)			
		Less allowance for doubtful accounts			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments – U S and state government obligations (attach schedule)			
	b	Investments – corporate stock (attach schedule) Statement. 4	141,983.	166,925.	175,187.
	c	Investments – corporate bonds (attach schedule)			
	11	Investments – land, buildings, and equipment basis			
	Less accumulated depreciation (attach schedule)				
12	Investments – mortgage loans				
13	Investments – other (attach schedule)				
14	Land, buildings, and equipment: basis				
	Less accumulated depreciation (attach schedule)				
15	Other assets (describe)				
16	Total assets (to be completed by all filers – see the instructions Also, see page 1, item I)	184,127.	181,865.	190,127.	
LIABILITIES	17	Accounts payable and accrued expenses	2,800.		
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, & other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe)			
	23	Total liabilities (add lines 17 through 22)	2,800.	0.	
NET ASSETS OR FUND BALANCES	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input type="checkbox"/>				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input checked="" type="checkbox"/>				
	27	Capital stock, trust principal, or current funds	181,327.	181,865.	
	28	Paid-in or capital surplus, or land, building, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
30	Total net assets or fund balances (see instructions)	181,327.	181,865.		
31	Total liabilities and net assets/fund balances (see instructions)	184,127.	181,865.		

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year – Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	181,327.
2	Enter amount from Part I, line 27a	2	538.
3	Other increases not included in line 2 (itemize)	3	
4	Add lines 1, 2, and 3	4	181,865.
5	Decreases not included in line 2 (itemize)	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	181,865.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shares MLC Company)		(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1 a	See Statement 5			
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))	
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any		
a				
b				
c				
d				
e				
2	Capital gain net income or (net capital loss)	[If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7]	2	22,382.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	[If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8]	3	0.

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

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

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

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

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

1 Enter the appropriate amount in each column for each year, see the instructions before making any entries				
(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))	
2011	32,342.	226,357.	0.142880	
2010	31,461.	235,092.	0.133824	
2009	31,530.	252,449.	0.124897	
2008	31,500.	251,238.	0.125379	
2007	26,522.	271,236.	0.097782	
2	Total of line 1, column (d)		2	0.624762
3	Average distribution ratio for the 5-year base period — divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years		3	0.124952
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5		4	199,077.
5	Multiply line 4 by line 3		5	24,875.
6	Enter 1% of net investment income (1% of Part I, line 27b)		6	330.
7	Add lines 5 and 6		7	25,205.
8	Enter qualifying distributions from Part XII, line 4		8	32,400.

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

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

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter 'N/A' on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary – see instrs)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	330.
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, column (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	0.
3 Add lines 1 and 2		3	330.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		5	330.
6 Credits/Payments			
a 2012 estimated tax pmts and 2011 overpayment credited to 2012	6 a		
b Exempt foreign organizations – tax withheld at source	6 b		
c Tax paid with application for extension of time to file (Form 8868)	6 c		
d Backup withholding erroneously withheld	6 d		
7 Total credits and payments Add lines 6a through 6d	7		0.
8 Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		330.
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be Credited to 2013 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11		

Part VII-A Statements Regarding Activities

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

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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)			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)			X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <u>N/A</u>	X		
14	The books are in care of <u>William R. Shane</u> Telephone no <u>(215) 826-2901</u> Located at <u>1133 Winding Drive Chery Hill NJ</u> ZIP + 4 <u>08003</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year <u>N/A</u>			N/A
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If 'Yes,' enter the name of the foreign country		Yes	No
				X

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

File Form 4720 if any item is checked in the 'Yes' column, unless an exception applies.

1 a	During the year did the foundation (either directly or indirectly):		Yes	No
(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 type="checkbox"/>	Yes	<input checked="" type="checkbox"/> No
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/>	Yes	<input checked="" 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"/>	1 b	N/A
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?		1 c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? If 'Yes,' list the years <u>20</u> , <u>20</u> , <u>20</u> , <u>20</u>	<input type="checkbox"/>	Yes	<input checked="" type="checkbox"/> No
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer 'No' and attach statement - see instructions)		2 b	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <u>20</u> , <u>20</u> , <u>20</u> , <u>20</u>			
3 a	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)		3 b	N/A
4 a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4 a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?		4 b	X

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? Yes No

(3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) Yes No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

b If any answer is 'Yes' to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Yes No

Organizations relying on a current notice regarding disaster assistance check here

c If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No

If 'Yes,' attach the statement required by Regulations section 53.4945-5(d). N/A

6 a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? Yes No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No

If 'Yes' to 6b, file Form 8870

7 a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes No

b If 'Yes,' did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
William R. Shane 1133 Winding Drive Cherry Hill, NJ 08003	Trustee 0	0.	0.	0.
Gail M. Shane 1133 Winding Drive Cherry Hill, NJ 08003	Trustee 0	0.	0.	0.

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

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

Total number of other employees paid over \$50,000 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 (see instructions). If none, enter 'NONE.'

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

Total number of others receiving over \$50,000 for professional services		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 (see instructions)

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	
3 All other program-related investments See instructions	
Total. Add lines 1 through 3	0.

BAA

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	1 a	192,418.
b Average of monthly cash balances	1 b	9,691.
c Fair market value of all other assets (see instructions)	1 c	
d Total (add lines 1a, b, and c)	1 d	202,109.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1 e	0.
2 Acquisition indebtedness applicable to line 1 assets	2	0.
3 Subtract line 2 from line 1d	3	202,109.
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	3,032.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	199,077.
6 Minimum investment return. Enter 5% of line 5	6	9,954.

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	9,954.
2 a Tax on investment income for 2012 from Part VI, line 5	2 a	330.
b Income tax for 2012 (This does not include the tax from Part VI)	2 b	
c Add lines 2a and 2b	2 c	330.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	9,624.
4 Recoveries of amounts treated as qualifying distributions	4	
5 Add lines 3 and 4	5	9,624.
6 Deduction from distributable amount (see instructions)	6	
7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	9,624.

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	1 a	32,400.
b Program-related investments – total from Part IX-B	1 b	
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)	3 a	
b Cash distribution test (attach the required schedule)	3 b	
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	32,400.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	330.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	32,070.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				9,624.
2 Undistributed income, if any, as of the end of 2012:				
a Enter amount for 2011 only			0.	
b Total for prior years 20__, 20__, 20__		0.		
3 Excess distributions carryover, if any, to 2012				
a From 2007	13,226.			
b From 2008	19,078.			
c From 2009	19,261.			
d From 2010	20,051.			
e From 2011	21,140.			
f Total of lines 3a through e	92,756.			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 32,400.				
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				9,624.
e Remaining amount distributed out of corpus	22,776.			
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:				
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5	115,532.			
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 instructions			0.	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)	13,226.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	102,306.			
10 Analysis of line 9				
a Excess from 2008	19,078.			
b Excess from 2009	19,261.			
c Excess from 2010	20,051.			
d Excess from 2011	21,140.			
e Excess from 2012	22,776.			

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)

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

	Prior 3 years				(e) Total
	(a) 2012	(b) 2011	(c) 2010	(d) 2009	
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))
See Statement 6

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 Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<i>a Paid during the year</i>				
Jewish Federation of Southern New Jersey 1301 Springdale Road Cherry Hill, NJ 08003	None	Public	To fund the recipients operating budget.	31,000.
Total				▶ 3 a 31,000.
<i>b Approved for future payment</i>				
Total				▶ 3 b

The Shane Charitable Foundation

22-6742414

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

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Accounting fees	\$ 2,800.	\$ 1,400.		\$ 1,400.
Total	<u>\$ 2,800.</u>	<u>\$ 1,400.</u>	<u>\$ 0.</u>	<u>\$ 1,400.</u>

Statement 2
Form 990-PF, Part I, Line 18
Taxes

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Excise Tax	\$ 58.	\$ 29.		
Foreign Tax	963.	963.		
Total	<u>\$ 1,021.</u>	<u>\$ 992.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

Statement 3
Form 990-PF, Part I, Line 23
Other Expenses

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Bank and Management Fees	\$ 2,302.	\$ 2,302.		
Total	<u>\$ 2,302.</u>	<u>\$ 2,302.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

Statement 4
Form 990-PF, Part II, Line 10b
Investments - Corporate Stocks

Corporate Stocks	Valuation Method	Book Value	Fair Market Value
Stock and Mutual Fund Holdings	Mkt Val	\$ 166,925.	\$ 175,187.
Total	Total	<u>\$ 166,925.</u>	<u>\$ 175,187.</u>

The Shane Charitable Foundation

22-6742414

Statement 5
Form 990-PF, Part IV, Line 1
Capital Gains and Losses for Tax on Investment Income

Item	(a) Description	(b) How Acquired	(c) Date Acquired	(d) Date Sold
1	62 ABBOTT LABS	Purchased	10/19/2004	7/26/2012
2	25 ALLERGAN INC	Purchased	5/19/2010	7/20/2012
3	55 ACCENTURE PLC SHS	Purchased	6/23/2010	7/20/2012
4	25 AMERICAN TOWER REIT INC	Purchased	2/22/2011	7/20/2012
5	30 APHA NATURAL RESOURCES	Purchased	5/19/2010	7/20/2012
6	80 AMERICAN WTR WKS CO INC	Purchased	10/26/2010	7/20/2012
7	41 AMGEN INC COM PV \$.0001	Purchased	4/08/2003	7/20/2012
8	10 APPLE INC	Purchased	5/19/2010	7/20/2012
9	45 CHEVRON CORP	Purchased	5/19/2010	7/26/2012
10	35 CELGENE CORP COM	Purchased	6/01/2011	7/20/2012
11	75 CISCO SYSTEMS INC COM	Purchased	5/19/2010	7/20/2012
12	20 CLOROX CO DEL COM	Purchased	5/19/2010	7/26/2012
13	30 DISNEY CO COME STK	Purchased	5/19/2010	7/20/2012
14	100 EMC CORPORATION MASS	Purchased	5/19/2010	7/20/2012
15	25 EXELON CORPORATION	Purchased	5/19/2010	7/26/2012
16	65 GENERAL ELECTRIC	Purchased	5/19/2010	7/26/2012
17	5 GOOGLE INC CL A	Purchased	2/28/2006	7/20/2012
18	25 INTL BUSINESS MACHINES	Purchased	5/19/2010	7/20/2012
19	100 JP MORGAN CHASE & CO	Purchased	5/19/2010	7/26/2012
20	25 LABORATORY CP AMER HLDGS	Purchased	5/19/2010	7/20/2012
21	150 LOWE'S COMPANIES INC	Purchased	5/19/2010	7/20/2012
22	25 MONSANTO CO NEW DEL COM	Purchased	6/23/2010	7/20/2012
23	60 NABORS INDUSTRIES LTD	Purchased	5/19/2010	7/20/2012
24	30 NOBLE CORP NAMEN-AKT	Purchased	5/19/2010	7/20/2012
25	60 NESTLE S A REP RS SH ADR	Purchased	11/24/2010	7/20/2012
26	40 OCCIDENTAL PETE CORP CAL	Purchased	5/19/2010	7/20/2012
27	30 PRUDENTIAL FINANCIAL INC	Purchased	5/19/2010	7/20/2012
28	35 PARKER HANNIFIN CROP	Purchased	5/19/2010	7/20/2012
29	15 PRICE T ROWE GROUP INC	Purchased	5/19/2010	7/20/2012
30	40 PNC FINCL SERVICES FROUP	Purchased	5/19/2010	7/20/2012
31	45 PEPSICO INC	Purchased	5/19/2010	7/26/2012
32	15 POTASH CORP SASKATCHEWAN	Purchased	6/01/2010	7/20/2012
33	46 PROCTER & GAMBLE CO	Purchased	12/16/2003	7/26/2012
34	35 RIO TINTO PLC SPNSRD ADR	Purchased	5/19/2010	7/26/2012
35	25 RAYTHEON CO DELAWARE NEW	Purchased	6/23/2010	7/26/2012
36	21 ROYAL DUTCH SHELL PLC	Purchased	4/24/2011	7/26/2012
37	20 SCHUMBERGER LTD	Purchased	8/19/2004	7/20/2012
38	110 TJXCOS INC NEW	Purchased	6/23/2010	7/20/2012
39	57 TYCO INTL LTD NAMEN-AKT	Purchased	12/05/2003	7/20/2012
40	85 TEXAS INSTUMENTS	Purchased	5/19/2010	7/20/2012
41	50 TARGET CORP COM	Purchased	11/02/2004	7/20/2012
42	75 UNILEVER NV NY REG SHS	Purchased	10/15/2010	7/26/2012
43	27 UNITED PARCEL SVC CL B	Purchased	4/08/2003	7/20/2012
44	60 UNITED TECHS CORP COM	Purchased	5/19/2010	7/20/2012
45	100 WELLS FARGO & CO NEW DEL	Purchased	5/19/2010	7/20/2012
46	48 BARRICK GOLD CORPORATION	Purchased	2/23/2013	7/20/2012
47	32 BARRICK GOLD CORPORATION	Purchased	2/23/2013	7/20/2012
48	25 BHP BILLITON LTD ADR	Purchased	8/30/2011	7/26/2012
49	75 BRISTOL-MYERS SQUIBB CO	Purchased	2/23/2013	7/26/2012
50	25 COSTCO WHOLESALE CRP DEL	Purchased	8/30/2011	7/20/2012
51	69 CONOCOPHILLPS	Purchased	2/23/2013	7/26/2012
52	43 EMERSON ELEC CO	Purchased	2/23/2013	7/26/2012
53	30 PHILIP MORRIS INTL INC	Purchased	8/30/2011	7/26/2012
54	34 PHILLIPS 66 SHS	Purchased	2/23/2013	7/20/2012
55	64 TIME WARNER INC SHS	Purchased	2/23/2013	7/20/2012
56	103 TORONTO DOMINION BANK	Purchased	2/23/2013	7/26/2012

The Shane Charitable Foundation

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Statement 5 (continued)
Form 990-PF, Part IV, Line 1
Capital Gains and Losses for Tax on Investment Income

Item	(a) Description	(b) How Acquired	(c) Date Acquired	(d) Date Sold
57	499 CALAMOS CONV & HIGH INC	Purchased	7/26/2012	8/24/2012
58	45 AMERICAN CAP AGY CORP	Purchased	7/26/2012	1/08/2013
59	31 BANK OF NOCA SCOTIA	Purchased	7/26/2012	1/08/2013
60	30 DARDEN RESTAURANTS INC	Purchased	7/26/2012	1/08/2013
61	30 DUKE ENERGY CORP NEW	Purchased	7/26/2012	1/08/2013
62	33 FIRSTENERGY CORP	Purchased	7/26/2012	1/08/2013
63	78 FRANCE TELECOM ADR	Purchased	7/26/2012	1/08/2013
64	8 ISHARES IBOXX \$	Purchased	7/26/2012	1/08/2013
65	124 BLACKROCK MUNIYIELD QUAL	Purchased	7/26/2012	1/08/2013
66	24 LORILLARD INC	Purchased	7/26/2012	1/08/2013
67	92 REYNOLDS AMERICAN INC	Purchased	7/26/2012	1/08/2013
68	66 REED ELSEVIER N V	Purchased	7/26/2012	1/08/2013
69	835.501 GW&K MUNI ENHD YLD INSTL	Purchased	7/26/2012	1/08/2013
70	69 KAYNE ANDERSON MLP	Purchased	2/23/2012	2/27/2013
71	31 KAYNE ANDERSON MLP	Purchased	7/26/2012	2/27/2013
72	38 HEINZ J CO PV 25CT	Purchased	7/26/2012	6/10/2013
73	24 Eaton Corporation	Purchased	7/26/2012	12/03/2012

Item	(e) Gross Sales	(f) Deprec. Allowed	(g) Cost Basis	(h) Gain (Loss)	(i) FMV 12/31/69	(j) Adj. Bas. 12/31/69	(k) Excess (i) - (j)	(l) Gain (Loss)
1	4,009.		2,603.	1,406.				\$ 1,406.
2	2,169.		1,529.	640.				640.
3	3,244.		2,101.	1,143.				1,143.
4	1,758.		1,324.	434.				434.
5	200.		1,321.	-1,121.				-1,121.
6	2,864.		1,893.	971.				971.
7	3,264.		2,407.	857.				857.
8	6,139.		2,479.	3,660.				3,660.
9	4,852.		3,446.	1,406.				1,406.
10	2,379.		2,105.	274.				274.
11	1,243.		1,823.	-580.				-580.
12	1,456.		1,280.	176.				176.
13	1,457.		1,003.	454.				454.
14	2,530.		1,823.	707.				707.
15	972.		1,015.	-43.				-43.
16	1,328.		1,119.	209.				209.
17	3,044.		942.	2,102.				2,102.
18	4,854.		3,220.	1,634.				1,634.
19	3,547.		3,937.	-390.				-390.
20	2,191.		1,938.	253.				253.
21	3,889.		3,467.	422.				422.
22	2,166.		1,233.	933.				933.
23	859.		1,104.	-245.				-245.
24	1,067.		991.	76.				76.
25	3,593.		3,349.	244.				244.
26	3,454.		3,185.	269.				269.
27	1,438.		1,750.	-312.				-312.
28	2,695.		2,224.	471.				471.
29	934.		774.	160.				160.
30	2,425.		2,510.	-85.				-85.
31	3,204.		2,957.	247.				247.
32	672.		832.	-160.				-160.
33	2,983.		2,270.	713.				713.
34	1,545.		1,521.	24.				24.

The Shane Charitable Foundation

22-6742414

Statement 5 (continued)
Form 990-PF, Part IV, Line 1
Capital Gains and Losses for Tax on Investment Income

Item	(e) Gross Sales	(f) Deprec. Allowed	(g) Cost Basis	(h) Gain (Loss)	(i) FMV 12/31/69	(j) Adj. Bas. 12/31/69	(k) Excess (i) - (j)	(l) Gain (Loss)
35	1,369.		1,299.	70.				\$ 70.
36	1,406.		1,575.	-169.				-169.
37	1,401.		774.	627.				627.
38	4,926.		2,449.	2,477.				2,477.
39	3,003.		2,413.	590.				590.
40	2,382.		2,408.	-26.				-26.
41	3,058.		2,562.	496.				496.
42	2,569.		2,266.	303.				303.
43	2,146.		1,567.	579.				579.
44	4,508.		4,144.	364.				364.
45	3,392.		3,006.	386.				386.
46	1,669.		2,391.	-722.				-722.
47	1,113.		1,593.	-480.				-480.
48	1,625.		1,734.	-109.				-109.
49	2,673.		2,426.	247.				247.
50	2,395.		1,942.	453.				453.
51	3,685.		3,982.	-297.				-297.
52	1,993.		2,199.	-206.				-206.
53	2,656.		2,109.	547.				547.
54	1,197.		1,161.	36.				36.
55	2,496.		2,372.	124.				124.
56	7,944.		8,156.	-212.				-212.
57	6,267.		6,297.	-30.				-30.
58	1,393.		1,571.	-178.				-178.
59	1,809.		1,562.	247.				247.
60	1,352.		1,509.	-157.				-157.
61	1,947.		2,005.	-58.				-58.
62	1,362.		1,630.	-268.				-268.
63	858.		1,047.	-189.				-189.
64	967.		967.	0.				0.
65	2,236.		2,088.	148.				148.
66	2,756.		3,046.	-290.				-290.
67	3,833.		4,202.	-369.				-369.
68	1,939.		1,569.	370.				370.
69	8,522.		8,604.	-82.				-82.
70	2,394.		2,203.	191.				191.
71	1,076.		935.	141.				141.
72	2,755.		2,094.	661.				661.
73	1,246.		1,028.	218.				218.
Total								\$ 22,382.

Statement 6
Form 990-PF, Part XV, Line 1a
Foundation Managers - 2% or More Contributors

William R. Shane
Gail M. Shane

THE SHANE CHARITABLE FOUNDATION
Form 990 PF, Part II Line 10B, EIN: 22-6742414
FYE: 6/30/2013

	<u>Quantity</u>	<u>Cost Basis</u>
ALTRIA GROUP INC	58	2,067
AMERICAN CAP AGY CORP	45	1,571
AMN ELEC POWER CO	75	2,867
ARES CAPITAL CORP	94	1,568
ASTRAZENECA PLC SPND ADR	91	4,169
AT&T INC	87	2,775
AUST NW Z B G ADR	132	3,138
BAE SYS PLC SPN ADR	215	4,208
BANK OF NOVA SCOTIA	31	1,562
BCE INC	50	2,068
BP PLC SPON ADR	154	6,279
CANADIAN IMPERIAL BANK	44	3,131
CENTURYLINK INC SHS	64	2,608
DOW CHEMICAL CO	107	3,129
DUKE ENERGY CORP NEW	17	1,136
EATON CORP PLC	24	1,246
ELI LILLY & CO	168	7,332
FIRSTENERGY CORP	30	1,482
FREEPRT-MCMRAN CPR & GLD	66	2,099
GLAXOSMITHKLINE PLC ADR	140	6,298
HATTERAS FINL CORP	144	4,183
INTEL CORP	390	9,442
JOHNSON AND JOHNSON COM	30	2,055
MANULIFE FINANCIAL CORP	206	2,095
MARKS AND SPENER GP ADR	155	1,576
MERK AND CO INC SHS	96	3,848
MICROSOFT CORP	144	2,846
mitsui CO ADR	3	875
PACCAR INC	41	1,571
PAYCHEX INC	97	3,150
PUB SVC ENTERPRISE GRP	63	2,078
ROYAL DUTCH SHELL PLC	79	5,927
SEADRILL LTD	67	2,615
SOUTHERN COMPANY	43	2,060
SOUTHER COPPER CORP	102	3,125
TELEFONICA SA SPAIN ADR	96	1,048
TELSTRA CORP ADR	102	2,093
VERIZON COMMUNICATNS COM	70	3,118
VODAFONE GROU PLC PLC SP ADR	111	2,778
WESTAR ENERGY INC	51	1,558
WINDSRTEAM CORP	222	2,094
Total	120,866	
Allianzgi NFJ Divid	378	6,105
Buffalo High Yield	558	6,310
Calamos Conv Opp Inc	505	6,301
Doubleline Total Return	742	8,407
Harbor High Yield	765	8,426
Loomis Sayles Strategic	142	2,102
Oppenheimer Senior	257	2,102
RS Floating Rate Fund	623	6,305
Total	46,059	
TOTAL	166,925	