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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2012

Open to Public Inspection

For calendar year 2012, or tax year beginning 07-01-2012 , and ending 06-30-2013

Name of foundation
MOLYNEAUX FOUNDATION CT 31001722

A Employer identification number
51-0154432

Number and street (or P O box number if mail is not delivered to street address) Room/suite
300 HIGH STREET

B Telephone number (see instructions)
(513) 867-4831

City or town, state, and ZIP code
HAMILTON, OH 45011

C If exemption application is pending, check here ▶ ☐

G Check all that apply ☐ Initial return ☐ Initial return of a former public charity
☐ Final return ☐ Amended return
☐ Address change ☐ Name change

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

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 1,940,008

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

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

Part I	**Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))*	**(a)** Revenue and expenses per books	**(b)** Net investment income	**(c)** Adjusted net income	**(d)** Disbursements for charitable purposes (cash basis only)
Revenue 1	Contributions, gifts, grants, etc , received (attach schedule)				
2	Check ▶ ☑ if the foundation is **not** required to attach Sch B				
3	Interest on savings and temporary cash investments	5	5		
4	Dividends and interest from securities.	49,437	49,437		
5a	Gross rents				
b	Net rental income or (loss) ________				
6a	Net gain or (loss) from sale of assets not on line 10	369,948			
b	Gross sales price for all assets on line 6a 1,709,586				
7	Capital gain net income (from Part IV, line 2) . . .		369,948		
8	Net short-term capital gain			0	
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule)				
12	**Total.** Add lines 1 through 11	419,390	419,390		
Operating and Administrative Expenses 13	Compensation of officers, directors, trustees, etc	19,718	11,831		7,887
14	Other employee salaries and wages		0	0	0
15	Pension plans, employee benefits		0	0	
16a	Legal fees (attach schedule).				0
b	Accounting fees (attach schedule).	1,300	260	0	1,040
c	Other professional fees (attach schedule)				0
17	Interest				0
18	Taxes (attach schedule) (see instructions)	2,713			0
19	Depreciation (attach schedule) and depletion . . .	0	0		
20	Occupancy				
21	Travel, conferences, and meetings		0	0	
22	Printing and publications		0	0	
23	Other expenses (attach schedule)	200			200
24	**Total operating and administrative expenses.** Add lines 13 through 23	23,931	12,091	0	9,127
25	Contributions, gifts, grants paid	78,005			78,005
26	**Total expenses and disbursements.** Add lines 24 and 25	101,936	12,091	0	87,132
27	Subtract line 26 from line 12				
a	**Excess of revenue over expenses and disbursements**	317,454			
b	**Net investment income** (if negative, enter -0-)		407,299		
c	**Adjusted net income** (if negative, enter -0-) . . .			0	

Part II **Balance Sheets** Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	298	0	
	2	Savings and temporary cash investments	39,945	10,295	10,295
	3	Accounts receivable ▶			
		Less allowance for doubtful accounts ▶		0	0
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less allowance for doubtful accounts ▶ 0			
	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)	991,513	1,338,216	1,395,249
	c	Investments—corporate bonds (attach schedule)	558,679	559,377	534,464
	11	Investments—land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			0
	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)	1,590,435	1,907,888	1,940,008
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)		0	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☑ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	1,590,435	1,907,888	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see page 17 of the instructions)	1,590,435	1,907,888	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	1,590,435	1,907,888	

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	1,590,435
2	Enter amount from Part I, line 27a	2	317,454
3	Other increases not included in line 2 (itemize) ▶	3	0
4	Add lines 1, 2, and 3	4	1,907,889
5	Decreases not included in line 2 (itemize) ▶	5	1
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,907,888

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

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

2	Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	369,948
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	

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

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

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

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

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

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011	87,354	1,777,475	0 049145
2010	82,026	1,743,429	0 047049
2009	110,191	1,677,145	0 065702
2008	123,094	1,962,351	0 062728
2007	130,268	2,764,228	0 047126

2	**Total** of line 1, column (d).	2	0 27175
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 05435
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.	4	1,899,613
5	Multiply line 4 by line 3.	5	103,244
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	4,073
7	Add lines 5 and 6.	7	107,317
8	Enter qualifying distributions from Part XII, line 4.	8	87,132

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1				
	Date of ruling or determination letter ________ **(attach copy of letter if necessary–see instructions)**				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b			1	8,146
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	8,146
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	8,146
6	Credits/Payments				
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	2,028		
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c	0		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	2,028
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached			8	0
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	6,118
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** ▶ 0	**Refunded** ▶		11	0

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		No
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ________ **(2)** On foundation managers ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ OH			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation*	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		No

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶N/A

14 The books are in care of ▶FIRST FINANCIAL BANK NA Telephone no ▶(513) 867-4831

Located at ▶300 HIGH STREET - WM HAMILTON OH ZIP+4 ▶45011

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** —Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ | 15 |

			Yes	No
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		No

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

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

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☑ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☑ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☑ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☑ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☑ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☑ No			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? ☐ Yes ☑ No If "Yes," list the years ▶ 20____ , 20____ , 20____ , 20____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions)	2b		No
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20____ , 20____ , 20____ , 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☑ No			
b	If "Yes," did it have excess business holdings in 2012 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b		No

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

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☑ No			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☑ No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☑ No			
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☑ No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☑ No			
b	If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?	5b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No			
	If "Yes," attach the statement required by Regulations section 53.4945–5(d).			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☑ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	6b		No
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☑ No			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	7b		

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
FIRST FINANCIAL BANK TRUSTEE 300 HIGH ST WM HAMILTON,OH 45011	TRUSTEE 1	19,718		

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	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See page 24 of the instructions	
3	
Total. Add lines 1 through 3.	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities	1a	1,928,357
b	Average of monthly cash balances	1b	184
c	Fair market value of all other assets (see instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	1,928,541
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	1,928,541
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	28,928
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,899,613
6	**Minimum investment return.** Enter 5% of line 5	6	94,981

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	94,981
2a	Tax on investment income for 2012 from Part VI, line 5 — 2a: 8,146		
b	Income tax for 2012 (This does not include the tax from Part VI) — 2b:		
c	Add lines 2a and 2b	2c	8,146
3	Distributable amount before adjustments Subtract line 2c from line 1	3	86,835
4	Recoveries of amounts treated as qualifying distributions	4	0
5	Add lines 3 and 4	5	86,835
6	Deduction from distributable amount (see instructions)	6	0
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	86,835

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	87,132
b	Program-related investments—total from Part IX-B	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	0
b	Cash distribution test (attach the required schedule)	3b	0
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	87,132
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	0
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	87,132

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					86,835
2 Undistributed income, if any, as of the end of 2012					
a Enter amount for 2011 only.				78,005	
b Total for prior years 2010 , 20___ , 20___			0		
3 Excess distributions carryover, if any, to 2012					
a From 2007.	0				
b From 2008.	0				
c From 2009.	0				
d From 2010.	0				
e From 2011.	0				
f Total of lines 3a through e.		0			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ $ 87,132					
a Applied to 2011, but not more than line 2a				78,005	
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.					9,127
e Remaining amount distributed out of corpus		0			
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		0			
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					77,708
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) . . .		0			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a		0			
10 Analysis of line 9					
a Excess from 2008. . . .	0				
b Excess from 2009. . . .	0				
c Excess from 2010. . . .	0				
d Excess from 2011. . . .	0				
e Excess from 2012. . . .	0				

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

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

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

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

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

1 Information Regarding Foundation Managers:

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

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

FIRST FINANCIAL BANK CO CATHY KUH
300 HIGH STREET WRG
HAMILTON,OH 45011
(513) 867-4831

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

GENERAL FORMAT SHOWING REQUEST WITH AMOUNT

c Any submission deadlines

NONE

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

LIMITED TO THE OXFORD, OH AREA & THE SURROUNDING BUTLER CO , OHIO AREA

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* See Additional Data Table				
Total . . . . ▶ **3a**				78,005
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	5	
4 Dividends and interest from securities			14	49,437	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	369,948	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				419,390	

13 Total. Add line 12, columns (b), (d), and (e) 13 419,390

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)

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

		Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash	1a(1)		No
(2) Other assets	1a(2)		No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization	1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization	1b(2)		No
(3) Rental of facilities, equipment, or other assets	1b(3)		No
(4) Reimbursement arrangements	1b(4)		No
(5) Loans or loan guarantees	1b(5)		No
(6) Performance of services or membership or fundraising solicitations	1b(6)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		No

d If the answer to any of the above is "Yes," complete the following schedule Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received

(a) Line No	**(b)** Amount involved	**(c)** Name of noncharitable exempt organization	**(d)** Description of transfers, transactions, and sharing arrangements

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

b If "Yes," complete the following schedule

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

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge

****** | 2013-08-14 | ******

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ☐	PTIN
LARRY E POWELL	LARRY E POWELL	2013-08-14		

Firm's name ▶ CLARK SCHAEFER HACKETT & CO

Firm's EIN ▶

Firm's address ▶ 10100 INNOVATION DRIVE SUITE 400 DAYTON, OH 45342

Phone no (937) 226-0070

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
450 CME GROUP INC		2011-11-14	2012-07-30
310 PRUDENTIAL FINANCIAL INC		2012-02-16	2012-11-28
350 EATON CORPORATION		2011-11-14	2012-12-03
150 AIR PRODUCTS & CHEMICALS INCORPORATED		2011-11-14	2013-03-28
150 MCKESSON HBOC INC		2010-12-21	2013-03-28
140 MCKESSON HBOC INC			2013-03-28
160 NORFOLK SOUTHERN CORPORATION		2010-12-21	2013-03-28
80 NORFOLK SOUTHERN CORPORATION		2012-02-16	2013-03-28
390 SYSCO CORP		2011-11-14	2013-03-28
320 ABBOTT LABORATORIES			2013-05-16
300 ABBVIE INC		2010-12-21	2013-05-16
390 ABBVIE INC			2013-05-16
390 ALLSTATE CORP		2012-11-28	2013-05-16
368 AMERISOURCEBERGEN CORP		2013-03-28	2013-05-16
20 APPLE COMPUTER, INCORPORATED		2011-11-14	2013-05-16
52 APPLE COMPUTER, INCORPORATED		2009-03-02	2013-05-16
480 BAKER HUGHES INCORPORATED			2013-05-16
222 BERKSHIRE HATHAWAY INC CL B NEW		2010-06-21	2013-05-16
108 BLACKROCK INC			2013-05-16
59 CANADIAN NATIONAL RAILWAY CA		2013-03-28	2013-05-16
167 CHEVRONTEXACO CORP			2013-05-16
40 CHEVRONTEXACO CORP		2012-02-16	2013-05-16
1020 COCA-COLA COMPANY			2013-05-16
131 CUMMINS ENGINE INC		2010-10-12	2013-05-16
159 DISNEY COM STK		2011-11-14	2013-05-16
87 DR PEPPER SNAPPLE GROUP INC		2013-03-28	2013-05-16
1 DU PONT (E I) DE NEMOURS & COMPANY		2011-11-14	2013-05-16
200 DU PONT (E I) DE NEMOURS & COMPANY		2010-12-21	2013-05-16
1010 EMC CORPORATION		2011-11-14	2013-05-16
8 ECOLAB INC		2013-03-28	2013-05-16

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
391 EXXON MOBIL CORP			2013-05-16
90 EXXON MOBIL CORP		2012-02-16	2013-05-16
210 FRANKLIN RES INC		2012-07-30	2013-05-16
99 GENERAL MILLS INCORPORATED			2013-05-16
70 GENERAL MILLS INCORPORATED		2011-11-14	2013-05-16
940 GILEAD SCIENCES INC		2011-11-14	2013-05-16
5 GOOGLE INC CL A		2010-08-24	2013-05-16
10 GOOGLE INC CL A		2011-11-14	2013-05-16
381 INTEL CORPORATION		2011-11-14	2013-05-16
205 INTERNATIONAL BUSINESS MACHINES CORPORATION		2008-02-26	2013-05-16
20 INTERNATIONAL BUSINESS MACHINES CORPORATION		2012-02-16	2013-05-16
540 ISHARES MSCI EMERGING MKTS INDEX TR		2010-12-21	2013-05-16
305 J P MORGAN CHASE & CO COM		2010-10-12	2013-05-16
254 JOHNSON & JOHNSON COMPANY		2008-10-27	2013-05-16
160 JOHNSON & JOHNSON COMPANY			2013-05-16
290 KOHL'S CORPORATION (WISCONSIN)		2012-02-16	2013-05-16
536 LOWES COMPANIES INCORPORATED			2013-05-16
238 MC DONALDS CORPORATION			2013-05-16
618 MICROSOFT CORPORATION			2013-05-16
377 NATIONAL OILWELL VARCO			2013-05-16
100 NIKE INCORPORATED CLASS B		2011-11-14	2013-05-16
286 NIKE INCORPORATED CLASS B		2009-05-14	2013-05-16
541 ORACLE CORPORATION			2013-05-16
180 ORACLE CORPORATION		2011-11-14	2013-05-16
125 PROCTER & GAMBLE COMPANY		2008-11-12	2013-05-16
230 PROCTER & GAMBLE COMPANY			2013-05-16
215 QUALCOMM INCORPORATED		2012-05-07	2013-05-16
115 SPDR S&P MIDCAP 400 ETF TR UNIT SER 1		2011-02-24	2013-05-16
135 SCHLUMBERGER LIMITED		2010-12-21	2013-05-16
246 UTILITIES SELECT SECTOR SPDR		2009-05-18	2013-05-16

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
120 UTILITIES SELECT SECTOR SPDR			2013-05-16
133 TJX COS INC		2011-11-14	2013-05-16
255 UNITED PARCEL SERVICE		2011-11-14	2013-05-16
138 UNITED TECHNOLOGIES CORPORATION		2011-11-14	2013-05-16
243 WAL MART STORES INCORPORATED			2013-05-16
30 WAL MART STORES INCORPORATED		2012-02-16	2013-05-16
604 WELLS FARGO & CO NEW		2010-10-12	2013-05-16
350 EATON CORPORATION PLC		2012-12-03	2013-05-16
2576 283 BAIRD AGGREGATE BD FD		2011-12-19	2013-05-17
2209 129 TEMPLETON GLOBAL BOND FD-AD		2011-03-04	2013-05-17
35951 518 VANGUARD INTERMEDIATE-TERM BD INDEX FD 1350			2013-05-17
2780 352 VANGUARD S/T INVESTMENT GRADES-ADM #539		2011-03-04	2013-05-17
2277 904 VANGUARD INFLATION-PROTECTED SECS INV		2011-03-04	2013-05-17
6 ABBOTT LABORATORIES		2011-11-14	2013-06-04
2 AMERISOURCEBERGEN CORP		2013-03-28	2013-06-04
1 BERKSHIRE HATHAWAY INC CL B NEW		2010-12-21	2013-06-04
1 BLACKROCK INC		2011-11-14	2013-06-04
1 DANAHER CORP		2013-05-16	2013-06-04
1 DARDEN RESTAURANTS INC		2013-05-16	2013-06-04
3 DISNEY COM STK		2011-11-14	2013-06-04
588 006 DODGE & COX INCOME FUND		2013-05-21	2013-06-04
3 DR PEPPER SNAPPLE GROUP INC		2013-03-28	2013-06-04
5 939 DREYFUS INTERNATIONAL BOND I		2013-05-21	2013-06-04
1 ECOLAB INC		2013-03-28	2013-06-04
7 371 FIDELITY NEW MARKETS INCOME FUND		2013-05-21	2013-06-04
1 GOOGLE INC CL A		2010-08-24	2013-06-04
2 LOWES COMPANIES INCORPORATED		2011-11-14	2013-06-04
1 MC DONALDS CORPORATION		2008-07-01	2013-06-04
5 MERCK & CO INC (NEW)		2013-05-16	2013-06-04
3 NIKE INCORPORATED CLASS B		2009-05-14	2013-06-04

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
1 OCCIDENTAL PETROLEUM CORPORATION		2013-05-16	2013-06-04
740 534 PIMCO TOTAL RETURN FUND		2013-05-21	2013-06-04
2 PAYCHEX INC		2013-05-16	2013-06-04
19 951 PIMCO ALL ASSETS ALL AUTHORITY INST		2013-05-21	2013-06-04
2 PROCTER & GAMBLE COMPANY		2008-11-12	2013-06-04
4 PRUDENTIAL FINANCIAL INC		2013-05-16	2013-06-04
2 UTILITIES SELECT SECTOR SPDR		2009-05-18	2013-06-04
1 STRYKER CORPORATION		2013-05-16	2013-06-04
4 TJX COS INC		2011-11-14	2013-06-04
1 UNITED PARCEL SERVICE		2011-11-14	2013-06-04
255 624 VANGUARD S-T BD INDEX SIGNAL SHS #1349		2013-05-21	2013-06-04
2 VISA INC CL A		2013-05-16	2013-06-04
5 WAL MART STORES INCORPORATED		2008-05-21	2013-06-04
1 ACCENTURE PLC		2013-05-16	2013-06-04
344 UTILITIES SELECT SECTOR SPDR		2009-05-18	2013-06-13

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
23,478		23,110	368
15,924		18,814	-2,890
18,167		16,149	2,018
12,928		12,833	95
16,110		10,464	5,646
15,036		11,531	3,505
12,198		10,045	2,153
6,099		5,484	615
13,704		10,807	2,897
11,846		8,377	3,469
13,941		7,549	6,392
18,123		11,060	7,063
19,589		15,858	3,731
20,078		18,779	1,299
8,705		7,590	1,115
22,632		4,645	17,987
22,248		25,571	-3,323
24,835		17,827	7,008
31,002		17,904	13,098
6,005		5,815	190
20,526		14,053	6,473
4,916		4,255	661
44,114		34,617	9,497
15,056		11,989	3,067
10,586		5,741	4,845
4,329		4,077	252
55		48	7
11,096		9,994	1,102
24,310		24,765	-455
706		636	70

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
35,541		27,195	8,346
8,181		7,686	495
35,038		24,164	10,874
5,022		3,501	1,521
3,551		2,757	794
51,953		19,059	32,894
4,547		2,286	2,261
9,095		6,138	2,957
9,186		9,388	-202
42,020		23,185	18,835
4,100		3,863	237
23,387		25,105	-1,718
15,619		12,154	3,465
22,232		15,770	6,462
14,004		10,391	3,613
15,071		15,100	-29
22,983		13,652	9,331
24,076		14,289	9,787
21,007		17,838	3,169
25,304		10,631	14,673
6,481		4,786	1,695
18,535		7,303	11,232
18,621		12,308	6,313
6,195		5,825	370
10,034		7,811	2,223
18,462		14,578	3,884
14,173		13,283	890
25,220		19,767	5,453
10,202		11,143	-941
9,848		6,340	3,508

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
4,804		4,219	585
6,762		4,028	2,734
22,447		17,898	4,549
13,191		10,917	2,274
18,971		13,693	5,278
2,342		1,861	481
23,755		15,426	8,329
23,042		18,167	4,875
28,004		28,107	-103
30,066		30,000	66
425,666		365,700	59,966
30,056		30,000	56
32,346		30,000	2,346
220		156	64
105		102	3
113		80	33
276		163	113
62		63	-1
53		53	
192		108	84
8,109		8,173	-64
139		141	-2
99		100	-1
85		80	5
123		128	-5
862		457	405
82		47	35
98		57	41
246		233	13
188		77	111

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
94		91	3
8,183		8,324	-141
74		77	-3
214		220	-6
154		125	29
276		271	5
75		52	23
66		69	-3
201		121	80
86		70	16
2,699		2,712	-13
360		362	-2
378		280	98
81		81	
12,841		8,866	3,975

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			368
			-2,890
			2,018
			95
			5,646
			3,505
			2,153
			615
			2,897
			3,469
			6,392
			7,063
			3,731
			1,299
			1,115
			17,987
			-3,323
			7,008
			13,098
			190
			6,473
			661
			9,497
			3,067
			4,845
			252
			7
			1,102
			-455
			70

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			8,346
			495
			10,874
			1,521
			794
			32,894
			2,261
			2,957
			-202
			18,835
			237
			-1,718
			3,465
			6,462
			3,613
			-29
			9,331
			9,787
			3,169
			14,673
			1,695
			11,232
			6,313
			370
			2,223
			3,884
			890
			5,453
			-941
			3,508

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			585
			2,734
			4,549
			2,274
			5,278
			481
			8,329
			4,875
			-103
			66
			59,966
			56
			2,346
			64
			3
			33
			113
			-1
			84
			-64
			-2
			-1
			5
			-5
			405
			35
			41
			13
			111

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			3
			-141
			-3
			-6
			29
			5
			23
			-3
			80
			16
			-13
			-2
			98
			3,975

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
OXFORD COLLEGE CORNER CLINIC 6516 MORNING SUN ROAD OXFORD, OH 45056	NONE	PUBLIC	501(C)(3) GENERAL OPERATING	5,500
PEOPLE UNITED FOR SELF HELP (PUSH) PO BOX 392 OXFORD, OH 45056	NONE	PUBLIC	501(C)(3) GENERAL OPERATING	5,000
EMERGENCY MONEY FUND INC PO BOX 142 HAMILTON, OH 45012	NONE	PUBLIC	501(C)(3) GENERAL OPERATING	2,000
GREAT MIAMI VALLEY YMCA 105 NORTH SECOND ST HAMILTON, OH 45011	NONE	PUBLIC	YOUTH DEPT EXPENSES	20,000
PARTNERS IN PRIME ATTN STEPHEN SCHNABL 140 ROSS AVENUE HAMILTON, OH 45013	NONE	PUBLIC	WATER SUPPLY LINE	10,000
BOYS & GIRLS CLUB OF HAMILTON 958 EAST AVENUE HAMILTON, OH 45011	NONE	PUBLIC	HOMEWORK HELP READER	5,000
ABILITIES FIRST FOUNDATION INC 4710 TIMBER TRAIL DRIVE Middletown, OH 45044	NONE	PUBLIC	PURCHASE OF MEDICAL	2,452
MCCULLOUGH HYDE MEMORIAL HOSPITAL TRUST 5151 MORNING SUN ROAD OXFORD, OH 45056	NONE	PUBLIC	PURCHASE OF ER EQUIPMENT	7,403
BIG BROTHERS BIG SISTERS BUTLER COUNTY 1501 MILLVILLE AVENUE HAMILTON, OH 45013	NONE	PUBLIC	COMPUTER EXPENSES	5,000
ONE WAY FARM OF FAIRFIELD 6131 RIVER ROAD FAIRFIELD, OH 45014	NONE	PUBLIC	PSYCHIATRIC & COUNSELING	7,500
THE FAMILY RESOURCE CNTR 5445 COLLEGE CORNER PIKE OXFORD, OH 45056	NONE	PUBLIC	OXFORD WORKS PROGRAM	5,000
TALAWANDA SCHOOL DISTRICT OFFICE OF GIFTED SERVICES OXFORD, OH 45056	NONE	PUBLIC	VARIOUS PROGRAM EXPENSES	3,150
Total . . . . ▶ **3a**				78,005

TY 2012 Accounting Fees Schedule

Name: MOLYNEAUX FOUNDATION CT 31001722

EIN: 51-0154432

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAX PREPARATION FEE (NON-ALLOC	1,300	260		1,040

TY 2012 Investments Corporate Bonds Schedule

Name: MOLYNEAUX FOUNDATION CT 31001722

EIN: 51-0154432

Name of Bond	End of Year Book Value	End of Year Fair Market Value
VANGUARD INTM-TRM BD		
DODGE & COX INCOME FUND	107,737	104,482
TEMPLETON GLOBAL BOND FD-AD		
VANGUARD INFLATION-PROTECTED		
VANGUARD S/T CORPORATE-ADM#539		
PIMCO ALL ASSETS ALL AUTHORITY	172,897	161,138
SPDR S&P MIDCAP 400 ETF TR		
ISHARES MSCI EMERGING MKTS		
BAIRD AGGREGATE BD FD		
PIMCO TOTAL RETURN INST	107,917	103,309
VANGUARD S/T BD INDEX SIGNAL	35,945	35,573
RIDGEWORTH SEIX FLOATING - I	57,546	56,846
FIDELITY NEW MARKETS INCOME FD	38,881	35,782
DREYFUS INTERNATIONAL BOND I	38,454	37,334

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TY 2012 Investments Corporate Stock Schedule

Name: MOLYNEAUX FOUNDATION CT 31001722

EIN: 51-0154432

Name of Stock	End of Year Book Value	End of Year Fair Market Value
INTEL CORPORATION	14,267	14,029
ABBOTT LABORATORIES	8,628	12,696
APPLE COMPUTER INC		
AT&T INC	15,449	18,019
DU PONT (E I) DE NEMOURS & CO	14,968	16,275
BLACKROCK INC	9,950	15,668
CUMMINS ENGINE CO INC	7,347	8,677
EATON CORPORATION		
EMC CORPORATION		
GOOGLE INC CL A	6,858	13,206
GENERAL ELECTRIC COMPANY	16,379	18,274
GENERAL MILLS INC	10,663	16,063
GILEAD SCIENCES INC		
JP MORGAN CHASE & CO	12,730	19,638
JOHNSON & JOHNSON CO	12,808	20,005
MCKESSON HBOC INC		
MCDONALDS CORP	7,211	12,474
NATIONAL OILWELL VARCO		
LOWES COMPANIES INC	7,577	13,170
NIKE INC CL B	5,797	14,455
NORFOLK SOUTHERN CORP		
ORACLE CORP	6,603	10,534
PRUDENTIAL FINANCIAL INC	17,399	18,769
PEPSICO INC	13,367	13,005
AMERISOURCEBERGEN CORP	12,502	13,678
PROCTER & GAMBLE CO	10,938	15,321
QUALCOMM INC	14,583	14,417
UNITED PARCEL SERVICE CL B	10,107	12,453
UNITED TECHNOLOGIES CORP	10,442	12,268
DANAHER CORP	9,406	9,495

Name of Stock	End of Year Book Value	End of Year Fair Market Value
WELLS FARGO & CO	10,336	16,838
WAL-MART STORES INC	11,594	15,717
DR PEPPER SNAPPLE GROUP INC	9,606	9,416
EXXON MOBIL CORP		
CANADIAN NAITONAL RAILWAY	12,418	12,256
SCHLUMBERGER LIMITED NE	13,027	11,824
UTIL SELECT SECTOR SPD	5,670	8,279
AIR PRODUCTS & CHEMICALS		
INTERNATIONAL BUSINESS MACHINE		
KOHL'S CORPORATION (WISC)		
ACCENTURE PLC	16,406	14,536
MICROSOFT CORP	15,432	18,723
SYSCO CORP		
DARDEN RESTAURANTS INC	10,053	9,591
JOHNSON CONTROLS INCORPORATED	13,089	12,634
TJX COS IINC	8,268	13,666
BAKER HUGHES INCORPORATED		
BERKSHIRE HATHAWAY INC	9,469	13,318
CME GROUP INC		
CHEVRON TEXACO CORP	11,791	18,106
COCA-COLA COMPANY		
ECOLAB INC	12,411	13,290
WALT DISNEY CO	7,872	13,767
MERCK & CO INC (NEW)	16,060	16,025
NEW YORK COMMUNITY BANCORP	11,937	12,138
OCCIDENTAL PETROLEUM CORP	17,261	16,864
PAYCHEX INC	13,868	13,217
ROYAL DUTCH SHELL PLC SPD ADR	15,748	14,865
STRYKER CORPORATION	16,379	15,329
VISA INC CL A	17,555	17,727

Name of Stock	End of Year Book Value	End of Year Fair Market Value
S&P 500 DEPOSITARY RECEIPTS	220,121	212,717
FIDELITY SMALL CAP DISCOVERY	82,259	77,526
NEUBERGER BERMAN GENESIS FUND	82,188	80,814
HARBOR INTERNATIONAL INST FUND	167,160	153,791
OPPENHEIMER DEVELOPING MKT Y	132,578	121,746
PIMCO COMMODITY REAL RETURN	41,331	36,515
NEUBERGER BERMAN R/E FUND	80,350	71,425

TY 2012 Other Decreases Schedule

Name: MOLYNEAUX FOUNDATION CT 31001722

EIN: 51-0154432

Description	Amount
ROUNDING ADJUSTMENT	1

TY 2012 Other Expenses Schedule

Name: MOLYNEAUX FOUNDATION CT 31001722

EIN: 51-0154432

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OTHER NON-ALLOCABLE EXPENSE -	200	0		200

TY 2012 Taxes Schedule

Name: MOLYNEAUX FOUNDATION CT 31001722

EIN: 51-0154432

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL TAX PAYMENT - PRIOR YE	685	0		0
FEDERAL ESTIMATES - PRINCIPAL	2,028	0		0