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 JUL 1, 2012 , and ending JUN 30, 2013

Name of foundation: CN WODEHOUSE HAWAII CHARITIES TRUST

A Employer identification number: 90-0138909

Number and street (or P O box number if mail is not delivered to street address): P.O. BOX 3170, DEPT. 715 — Room/suite:

B Telephone number: (808) 694-4525

City or town, state, and ZIP code: HONOLULU, HI 96802-3170

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: [X] 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) ▶$ 6,215,158.

J Accounting method: [X] 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).)

	Line	(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			N/A	
	2 Check ▶ [X] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	81.	81.		STATEMENT 1
	4 Dividends and interest from securities	205,062.	205,062.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	275,515.			
	b Gross sales price for all assets on line 6a 2,449,026.				
	7 Capital gain net income (from Part IV, line 2)		275,515.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income	4,726.	0.		STATEMENT 3
	12 **Total.** Add lines 1 through 11	485,384.	480,658.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	84,003.	50,402.		33,601.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 4	2,100.	630.		1,470.
	c Other professional fees STMT 5	31.	31.		0.
	17 Interest				
	18 Taxes STMT 6	3,432.	3,432.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses				
	24 **Total operating and administrative expenses.** Add lines 13 through 23	89,566.	54,495.		35,071.
	25 Contributions, gifts, grants paid	271,192.			271,192.
	26 **Total expenses and disbursements.** Add lines 24 and 25	360,758.	54,495.		306,263.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	124,626.			
	b **Net investment income** (if negative, enter -0-)		426,163.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	872.	-583.	-583.
	2 Savings and temporary cash investments	43,737.	122,101.	122,101.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock			
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 7	5,498,146.	5,545,863.	6,093,640.
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers)	5,542,755.	5,667,381.	6,215,158.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ [X] and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	5,542,755.	5,667,381.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	0.	0.	
	30 **Total net assets or fund balances**	5,542,755.	5,667,381.	
	31 **Total liabilities and net assets/fund balances**	5,542,755.	5,667,381.	

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	5,542,755.
2	Enter amount from Part I, line 27a	2	124,626.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	5,667,381.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	5,667,381.

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	PUBLICLY TRADED SECURITIES	P	VARIOUS	VARIOUS
b	PUBLICLY TRADED SECURITIES	P	VARIOUS	VARIOUS
c	CLASS ACTION LIGATION PROCEEDS	P	VARIOUS	VARIOUS
d	CAPITAL GAINS DIVIDENDS			
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	994,793.		944,929.	49,864.
b	1,432,236.		1,228,532.	203,704.
c	165.		50.	115.
d	21,832.			21,832.
e				

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				49,864.
b				203,704.
c				115.
d				21,832.
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	275,515.
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). If (loss), enter -0- in Part I, line 8	3	N/A

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

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

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

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

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

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

(a) Base period years 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	293,922.	5,857,611.	.050178
2010	305,901.	6,046,052.	.050595
2009	286,916.	5,676,076.	.050548
2008	392,694.	5,386,703.	.072901
2007	380,350.	7,292,753.	.052155

2	Total of line 1, column (d)	2	.276377
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	.055275
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	6,173,148.
5	Multiply line 4 by line 3	5	341,221.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	4,262.
7	Add lines 5 and 6	7	345,483.
8	Enter qualifying distributions from Part XII, line 4	8	306,263.

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)

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	8,523.
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	8,523.
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	8,523.
6	Credits/Payments:				
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	3,320.		
b	Exempt foreign organizations - tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c			
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments. Add lines 6a through 6d			7	3,320.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☒ if Form 2220 is attached			8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	5,203.
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** ▶		**Refunded** ▶	11	

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		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?	1b		X
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		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? *If "Yes," attach a detailed description of the activities.*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	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		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?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ HI			
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	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ BANK OF HAWAII Telephone no. ▶ (808) 694-4525

Located at ▶ 130 MERCHANT ST, HONOLULU, HI ZIP+4 ▶ 96813

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

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

			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		X
	See the 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

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

			Yes	No
1a	During the year did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		X
	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		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? ☐ Yes ☒ No			
	If "Yes," list the years ▶ ____, ____, ____, ____			
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.) N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ____, ____, ____, ____			
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.)* N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b		X

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

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

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

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

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

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

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

b If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? N/A | 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? N/A ☐ 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 | | X

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? N/A | 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.

(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
BANK OF HAWAII 130 MERCHANT ST HONOLULU, HI 96813	TRUSTEE 1.00	84,003.	0.	0.

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

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

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

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

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over $50,000 for professional services ▶		0

Part IX-A **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3 ▶	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	6,133,452.
b	Average of monthly cash balances	1b	133,703.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	6,267,155.
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	6,267,155.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	94,007.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	6,173,148.
6	**Minimum investment return.** Enter 5% of line 5	6	308,657.

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	308,657.
2a	Tax on investment income for 2012 from Part VI, line 5 — 2a: 8,523.		
b	Income tax for 2012. (This does not include the tax from Part VI.) — 2b:		
c	Add lines 2a and 2b	2c	8,523.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	300,134.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	300,134.
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	300,134.

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	306,263.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	306,263.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	306,263.

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				300,134.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			0.	
b Total for prior years: ____ , ____ , ____		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007				
b From 2008				
c From 2009				
d From 2010				
e From 2011 933.				
f Total of lines 3a through e	933.			
4 Qualifying distributions for 2012 from Part XII, line 4: ▶ $ 306,263.				
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				300,134.
e Remaining amount distributed out of corpus	6,129.			
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	7,062.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	7,062.			
10 Analysis of line 9:				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011 933.				
e Excess from 2012 6,129.				

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

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

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

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

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

1 **Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient 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				
ALZHEIMER'S ASSOCIATION ALOHA CHAPTER 1050 ALA MOANA BLVD. #2610 HONOLULU, HI 96814-4906	NONE	PUBLIC CHARITY	UNRESTRICTED USE	49,302.
AMERICAN RED CROSS HAWAII STATE CHAPTER 4155 DIAMOND HEAD ROAD HONOLULU, HI 96816-4417	NONE	PUBLIC CHARITY	UNRESTRICTED USE FOR THE SUPPORT OF ITS HAWAII PROGR	49,302.
CHRIST EPISCOPAL CHURCH P.O. BOX 545 KEALAKEKUA, HI 96750	NONE	PUBLIC CHARITY	CHURCH, GROUNDS AND CEMETERY MAINTENANCE	12,340.
DAUGHTERS OF HAWAII 2913 PALI HIGHWAY HONOLULU, HI 96817	NONE	PUBLIC CHARITY	IN CONNECTION WITH HULIHEE PALACE IN KONA HAWAII	24,652.
HAWAII LIONS EYE BANK & MAKANA FOUNDATION 405 N. KUAKINI STREET, #801 HONOLULU, HI 96817-6302	NONE	PUBLIC CHARITY	UNRESTRICTED USE	12,340.
Total SEE CONTINUATION SHEET(S)			▶ 3a	271,192.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
HOSPICE OF KONA, INC. P.O. BOX 4130 KAILUA-KONA, HI 96745-4100	NONE	PUBLIC CHARITY	UNRESTRICTED USE	24,652.
INSTITUTE FOR HUMAN SERVICES 546 KA'AAHI STREET HONOLULU, HI 96817	NONE	PUBLIC CHARITY	UNRESTRICTED USE	49,302.
IOLANI SCHOOL 563 KAMOKU STREET HONOLULU, HI 96826	NONE	PUBLIC CHARITY	SUPPORT OF FACULTY SALARIES AND BENEFITS	49,302.
Total from continuation sheets				123,256.

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
	(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	81.	
4 Dividends and interest from securities			14	205,062.	
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	275,515.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a TAX REFUND FOR FYE					
b 6/30/12			01	4,726.	
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		485,384.	0.

13 **Total.** Add line 12, columns (b), (d), and (e) 13 485,384.

(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).

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)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

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
		N/A	

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
N/A		

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) is based on all information of which preparer has any knowledge

BANK OF HAWAII, Trustee

Signature of officer or trustee — Vice President | Date 11/8/2013 | 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
Firm's name ▶			Firm's EIN ▶	
Firm's address ▶			Phone no.	

Form **990-PF** (2012)

223622
12-05-12

17201022 791519 115056954 2012 04030 CN WODEHOUSE HAWAII CHARITI 11505691

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

SOURCE	AMOUNT
BANK OF HAWAII ACCT #115056954	81.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	81.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
BANK OF HAWAII ACCT #115056954	226,894.	21,832.	205,062.
TOTAL TO FM 990-PF, PART I, LN 4	226,894.	21,832.	205,062.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
TAX REFUND FOR FYE 6/30/12	4,726.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	4,726.	0.	

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX PREPARATION	2,100.	630.		1,470.
TO FORM 990-PF, PG 1, LN 16B	2,100.	630.		1,470.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES	31.	31.		0.
TO FORM 990-PF, PG 1, LN 16C	31.	31.		0.

FORM 990-PF TAXES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX WITHHELD	3,432.	3,432.		0.
TO FORM 990-PF, PG 1, LN 18	3,432.	3,432.		0.

FORM 990-PF OTHER INVESTMENTS STATEMENT 7

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
SEE STATEMENT INV-1	COST	5,545,863.	6,093,640.
TOTAL TO FORM 990-PF, PART II, LINE 13		5,545,863.	6,093,640.

C.N. WODEHOUSE HAWAII CHARITIES TRUST 90-0138909
Form 990-PF
Schedule of Other Investments
For the Year Ended 6/30/13

Description	Units	Book Value	Market Value
00206R102 AT&T INC	3230.000	98,018 03	114,342.00
00287Y109 ABBVIE INC	1450.000	56,289 00	59,943 00
003021409 ABERDEEN CORE FIXED INCOME FUND CL I	64603.479	704,407.04	691,257 00
003021698 ABERDEEN ASIA-PACIFIC EX-JAPAN EQUITY FUND INSTITUTION	12925.676	122,748.93	146,706.00
00846U101 AGILENT TECHNOLOGIES INC	160.000	6,055 64	6,842.00
020002101 ALLSTATE CORP	180.000	5,519.14	8,662.00
02209S103 ALTRIA GROUP INC	2640.000	72,480.33	92,374.00
025537101 AMERICAN ELECTRIC POWER CO	500.000	22,051.60	22,390.00
025816109 AMERICAN EXPRESS CO	330.000	12,960.22	24,671.00
026874784 AMERICAN INTL GROUP	230.000	8,714.70	10,281.00
03073E105 AMERISOURCEBERGEN CORP	270.000	8,328 12	15,074 00
037411105 APACHE CORP	110.000	9,101.55	9,221 00
037833100 APPLE INC	113.000	33,679 31	44,808.00
046353108 ASTRAZENECA PLC PLC SP ADR	2040 000	98,185 55	96,492 00
052528304 AUSTRALIA & NEW ZEALAND BKG SPONSORED ADR	250.000	5,718.42	6,540 00
05534B760 BCE INC	850.000	33,436.68	34,867 00
055622104 BP PLC SPONS ADR	2060 000	85,530 34	85,984 00
063671101 BANK OF MONTREAL	170.000	10,226.45	9,865 00
064058100 BANK OF NEW YORK MELLON CORP	290 000	7,383 46	8,135.00
071813109 BAXTER INTL INC	180.000	8,581.97	12,469 00
073730103 BEAM INC	110 000	3,351.99	6,942.00
084670702 BERKSHIRE HATHAWAY INC CL B	270.000	22,210.26	30,218.00
099724106 BORGWARNER INC	90 000	6,669 23	7,754.00
110122108 BRISTOL MYERS SQUIBB CO	1110.000	31,866.26	49,606 00
110448107 BRITISH AMERICAN TOB-SP ADR	120.000	11,116 54	12,353.00
124857202 CBS CORPORATION CL B	170 000	6,375 90	8,308.00
126153105 CPFL ENERGIA SA ADR	360.000	10,484.48	6,584 00
136069101 CANADIAN IMPERIAL BANK OF COMMERCE	100.000	7,562 78	7,098 00
15639K300 CENTRICA PLC SP ADR	160 000	3,450.07	3,496.00
166764100 CHEVRON CORP	320.000	20,897 33	37,869.00
189754104 COACH INC	330.000	18,299.27	18,840.00
191216100 COCA COLA CO	550 000	17,694.48	22,061 00
192446102 COGNIZANT TECH SOLUTIONS CORP	480.000	26,931.37	30,067 00
197199631 COLUMBIA ACORN INTERNATIONAL CL R5	2040.725	66,294.41	87,221.00
20825C104 CONOCOPHILLIPS	1620.000	87,275.44	98,010 00
231021106 CUMMINS ENGINE INC	190.000	16,304.26	20,607 00
244199105 DEERE & CO	110.000	9,106 90	8,938 00
251566105 DEUTSCHE TELEKOM AG SPON ADR	1040 000	12,731 62	12,118 00
25746U109 DOMINION RESOURCES INC /VA	780 000	41,070 51	44,320.00
260003108 DOVER CORP	170.000	6,985 38	13,202 00
26441C204 DUKE ENERGY CORP	1140 000	65,934 04	76,950 00

STATEMENT INV-1

C.N. WODEHOUSE HAWAII CHARITIES TRUST **90-0138909**
Form 990-PF
Schedule of Other Investments
For the Year Ended 6/30/13

Description	Units	Book Value	Market Value
268648102 EMC CORP	1450 000	33,060.90	34,249.00
26874R108 ENI SPA-SPONSORED ADR	270.000	12,021.42	11,081.00
278642103 EBAY INC	200.000	3,883.85	10,344.00
30219G108 EXPRESS SCRIPTS HOLDING CO	560.000	24,033.19	34,574.00
35671D857 FREEPORT MCMORAN COPPER & GOLD CLASS B	308.000	6,985.77	8,504.00
369604103 GENERAL ELECTRIC CO	800.000	18,595.36	18,552.00
375558103 GILEAD SCIENCES INC	280.000	4,896.40	14,356.00
37733W105 GLAXOSMITHKLINE PLC ADR	1680.000	71,812.37	83,950.00
38141G104 GOLDMAN SACHS GROUP INC	50.000	6,131.64	7,563.00
38259P508 GOOGLE INC CL A	20.000	8,756 35	17,607.00
40414L109 HCP INC	620.000	25,940.92	28,173.00
406216101 HALLIBURTON CO	210.000	7,335.05	8,761.00
42217K106 HEALTH CARE REIT INC	720.000	38,496.48	48,262.00
42809H107 HESS CORP	180.000	9,911.25	11,968.00
438516106 HONEYWELL INTERNATIONAL INC	141.000	4,392 56	11,187 00
453142101 IMPERIAL TOBACCO GROUP PLC ADR	100.000	7,202 00	6,916 00
458140100 INTEL CORP	320.000	6,335.12	7,754.00
46625H100 JP MORGAN CHASE & CO	270 000	9,973.91	14,253 00
47103C357 JANUS TRITON FUND CL I	5389.876	70,544 72	109,630.00
47803W406 JOHN HANCOCK III DISC M/C-IS	7107.941	92,403.24	110,244.00
478160104 JOHNSON & JOHNSON	780.000	50,421.92	66,971.00
494368103 KIMBERLY CLARK CORP	540.000	35,932.66	52,456.00
500255104 KOHL'S CORP	110.000	5,663.37	5,556 00
50076Q106 KRAFT FOODS GROUP INC	1720.000	80,862 41	96,096.00
50540R409 LABORATORY CORP AMERICA HOLDINGS	70.000	5,336.08	7,007 00
532457108 LILLY ELI & CO	410 000	14,742.17	20,139.00
543487326 NATIXIS LOOMIS SAYLES LTD GOV AND AGCY FD CL Y	7401.262	88,333 48	87,113.00
544147101 LORILLARD INC	1110.000	42,537.02	48,485 00
56062X708 MAINSTAY HIGH YIELD CORP BOND FUND CL I	7094.457	41,664.64	42,496.00
580135101 MCDONALDS CORP	540.000	46,140.67	53,460 00
58933Y105 MERCK & CO INC	2020.000	79,174 34	93,829 00
594918104 MICROSOFT CORP	260.000	6,736.60	8,982.00
611740101 MONSTER BEVERAGE CORP	210.000	11,248.62	12,774.00
61945C103 THE MOSAIC COMPANY	110 000	6,554.90	5,919 00
626188106 MUENCHENER RUECK UNSPON ADR	300.000	4,078.92	5,514 00
62942M201 NTT DOCOMO INC SPON ADR	450.000	6,881.38	7,043.00
632525408 NATIONAL AUSTRALIA BANK SPONSORED ADR	280 000	7,222 08	7,607 00
636274300 NATIONAL GRID PLC SP ADR	1760 000	85,175 52	99,739 00
637071101 NATIONAL OILWELL VARCO INC	200.000	13,537.09	13,780.00
641069406 NESTLE SA SPONS ADR FOR REG SH	150.000	8,717.72	9,821.00
65339F101 NEXTERA ENERGY INC	140.000	7,571.22	11,407.00

STATEMENT INV-1

C.N. WODEHOUSE HAWAII CHARITIES TRUST **90-0138909**
Form 990-PF
Schedule of Other Investments
For the Year Ended 6/30/13

Description	Units	Book Value	Market Value
66987V109 NOVARTIS AG ADR (SDFS)	210 000	12,430.52	14,849 00
674599105 OCCIDENTAL PETROLEUM CORP	120 000	10,135.42	10,708.00
68389X105 ORACLE	220.000	5,745.61	6,756.00
69351T106 PPL CORPORATION	1790.000	50,650.97	54,165.00
713448108 PEPSICO INC	300.000	18,836.71	24,537.00
714290103 PERRIGO CO	130.000	8,407 66	15,730.00
718172109 PHILIP MORRIS INTERNATIONAL	570.000	38,991.06	49,373.00
74144Q203 T ROWE PRICE INSTITUTIONAL EMERGING MARKETS EQUITY F	5205 362	159,220.68	147,051.00
741503403 PRICELINE.COM INC	20.000	12,919.48	16,533 00
742718109 PROCTER & GAMBLE CO	440.000	27,383.56	33,876.00
744573106 PUBLIC SERVICE ENT GROUP INC	260.000	8,269.08	8,492.00
747525103 QUALCOMM INC	500.000	25,155.39	30,545.00
74972H648 RS GLOBAL NATURAL RESOURCES FUND CL Y	4304.411	176,346.40	155,906.00
761713106 REYNOLDS AMERICAN INC	1700.000	64,751.97	82,229 00
771195104 ROCHE HOLDINGS LTD SP ADR	200.000	8,734.70	12,419 00
775109200 ROGERS COMMUNICATIONS INC CL B	280.000	10,928 74	10,976.00
77958B402 T ROWE PRICE INSTITUTIONAL FLOATING RATE FUND CL I	6343.532	61,415.05	64,577 00
780259107 ROYAL DUTCH SHELL PLC ADR B	1400.000	94,891.14	92,778.00
78462F103 SPDR S&P 500 ETF TRUST	2320.000	373,879.83	372,174.00
78463V107 SPDR GOLD TRUST	620.000	99,785.69	73,848.00
78467K107 SSE PLC SPN ADR	570.000	11,063.81	13,166.00
80004C101 SANDISK CORP	160 000	7,674.53	9,776.00
80105N105 SANOFI ADR	220 000	8,237.78	11,332 00
806857108 SCHLUMBERGER LTD	230.000	15,599 45	16,482.00
808513105 CHARLES SCHWAB CORP	820.000	9,541.27	17,409.00
81721M109 SENIOR HOUSING PROP TRUST	1370.000	35,324.10	35,524 00
82028K200 SHAW COMMUNICATIONS INC CL B	270 000	5,360 85	6,488 00
82929R304 SINGAPORE TELECOMMUNICATION ADR	300.000	7,432.00	8,918.00
842587107 SOUTHERN CO	1740 000	71,006.21	76,786 00
85771P102 STATOIL ASA SPON ADR	280 000	7,134 06	5,793 00
858912108 STERICYCLE INC	190.000	14,429.27	20,982 00
871013108 SWISSCOM AG-SPONSORED ADR	220.000	9,011.08	9,617.00
87936R106 TELEF BRASIL ADR	380.000	8,534.69	8,672 00
87969N204 TELSTRA CORP LTD SPON ADR	410.000	7,257.00	8,951.00
880208400 TEMPLETON GLOBAL BOND FUND CL AD	7519.838	101,261.97	97,081.00
881575302 TESCO PLC SP ADR	460.000	7,587.38	6,936.00
884116401 THIRD AVENUE REAL ESTATE VALUE FUND CL IS	3039.920	68,768 24	81,774 00
88732J207 TIME WARNER CABLE INC	90 000	5,732.41	10,123 00
89151E109 TOTAL SA SP ADR	1870.000	96,347.93	91,069.00
902973304 US BANCORP	220.000	4,864.29	7,953.00
904767704 UNILEVER PLC SPONSORED ADR	820.000	26,763.71	33,169 00

STATEMENT INV-1

C.N. WODEHOUSE HAWAII CHARITIES TRUST

90-0138909

Form 990-PF

Schedule of Other Investments

For the Year Ended 6/30/13

Description	Units	Book Value	Market Value
913017109 UNITED TECHNOLOGIES CORP	110.000	7,061.64	10,223.00
91311E102 UNITED UTILITIES GROUP ADR	260.000	4,954.05	5,394 00
921937835 VANGUARD TOTAL BOND MARKET ETF	4720.000	399,214.69	381,754.00
922031786 VANGUARD LONG-TERM TREASURY FUND CL ADM	7200.982	93,145.48	85,404.00
92220P105 VARIAN MEDICAL SYSTEMS INC	240.000	13,199.69	16,188.00
92343V104 VERIZON COMMUNICATIONS	1880.000	67,326.26	94,639.00
92345Y106 VERISK ANALYTICS INC CL A	280.000	9,350.74	16,716.00
92826C839 VISA INC CL A SHARES	90.000	6,381.55	16,448.00
92857W209 VODAFONE GROUP PLC SP ADR	3290.000	88,824.44	94,571.00
931142103 WAL-MART STORES INC	180.000	9,658.65	13,408.00
949746101 WELLS FARGO COMPANY	460.000	11,813 56	18,984 00
961214301 WESTPAC BANKING CORP SPONSORED ADR	80.000	9,483.27	10,551.00
989825104 ZURICH INSURANCE GROUP ADR	350.000	7,404.26	9,063.00
G94368100 WARNER CHILCOTT PLC CL A	360.000	6,958.80	7,167.00
TOTAL OTHER INVESTMENTS		**5,545,863.08**	**6,093,640.00**

STATEMENT INV-1

BANK OF HAWAII
P.O. BOX 3170, DEPT. 715
HONOLULU, HI 96802-3170

RETURN OF PRIVATE FOUNDATION
FORM 990-PF

FYE	EIN	NAME	TAX DUE
6/30/2013	90-0138909	CN WODEHOUSE HAWAII CHARITIES TRUST	0.00

CERTIFIED MAIL NO.
7013 0600 0001 5067 3960

11/8/2013