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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 **JUL 1, 2012**, and ending **JUN 30, 2013**

Name of foundation

A Employer identification number

UVAS FOUNDATION**94-2678808**

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

Room/suite

3697 MT. DIABLO BLVD., SUITE 205

B Telephone number

925-284-8634

City or town, state, and ZIP code

LAFAYETTE, CA 94549-7113

G Check all that apply

☐

Initial return

☐

Initial return of a former public charity

☐

Final return

☐

Amended return

☐

Address change

☐

Name change

H Check type of organization

☒

Section 501(c)(3) exempt private foundation

☐

Section 4947(a)(1) nonexempt charitable trust

☐

Other taxable private foundation

I Fair market value of all assets at end of year

J Accounting method

☐

Cash

☐

Accrual

(from Part II, col. (c), line 16)

☒ Other (specify)**MODIFIED CASH****\$ 3,124,828.** (Part I, column (d) must be on cash basis)C If exemption application is pending, check here ☐D 1. Foreign organizations, check here ☐2. Foreign organizations meeting the 85% test, check here and attach computation ☐E If private foundation status was terminated under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐**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))

(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	0.		N/A		
	2	Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B					
	3	Interest on savings and temporary cash investments	1.	1.		STATEMENT 1	
	4	Dividends and interest from securities	64,298.	64,666.		STATEMENT 2	
	5a	Gross rents					
	b	Net rental income or (loss)					
	6a	Net gain or (loss) from sale of assets not on line 10	65,267.				
	b	Gross sales price for all assets on line 6a	2,524,578.				
	7	Capital gain net income (from Part IV, line 2)		65,267.			
	8	Net short-term capital gain					
Operating and Administrative Expenses	9	Income modifications					
	10a	Gross sales less returns and allowances					
	b	Less: Cost of goods sold					
	c	Gross profit or (loss)					
	11	Other income	50.	0.		STATEMENT 3	
	12	Total. Add lines 1 through 11	129,616.	129,934.			
	13	Compensation of officers, directors, trustees, etc	0.	0.		0.	
	14	Other employee salaries and wages					
	15	Pension plans, employee benefits					
	16a	Legal fees					
	b	Accounting fees					
	c	Other professional fees	STMT 4	10,918.	10,918.		0.
	17	Interest	2.	2.		0.	
	18	Taxes	3,445.	1,151.		0.	
	19	Depreciation and depletion					
	20	Occupancy					
	21	Travel, conferences, and meetings					
22	Printing and publications						
23	Other expenses	4,650.	3,185.		0.		
24	Total operating and administrative expenses. Add lines 13 through 23	19,015.	15,256.		0.		
25	Contributions, gifts, grants paid	163,000.			163,000.		
26	Total expenses and disbursements. Add lines 24 and 25	182,015.	15,256.		163,000.		
27	Subtract line 26 from line 12						
a	Excess of revenue over expenses and disbursements	<52,399.>					
b	Net investment income (if negative, enter -0-)		114,678.				
c	Adjusted net income (if negative, enter -0-)			N/A			

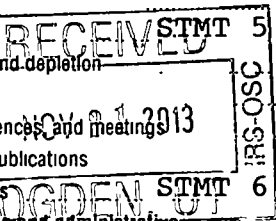
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LHA For Paperwork Reduction Act Notice, see instructions.

Form **990-PF** (2012)

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing					
	2 Savings and temporary cash investments			56,582.	47,224.	47,224.
	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			645.		
	10a Investments - U S and state government obligations STMT 7			1,196,258.	714,266.	826,650.
	b Investments - corporate stock STMT 8			1,516,750.	1,514,560.	1,854,699.
	c Investments - corporate bonds					
11 Investments - land, buildings, and equipment: basis ▶						
Less accumulated depreciation ▶						
12 Investments - mortgage loans						
13 Investments - other STMT 9			94,966.	537,401.	396,255.	
14 Land, buildings, and equipment: basis ▶						
Less accumulated depreciation ▶						
15 Other assets (describe ▶)						
16 Total assets (to be completed by all filers)			2,865,201.	2,813,451.	3,124,828.	
Liabilities	17 Accounts payable and accrued expenses				649.	
	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.	649.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>					
	24 Unrestricted					
	25 Temporarily restricted					
	26 Permanently restricted					
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>					
	27 Capital stock, trust principal, or current funds			0.	0.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			0.	0.	
29 Retained earnings, accumulated income, endowment, or other funds			2,865,201.	2,812,802.		
30 Total net assets or fund balances			2,865,201.	2,812,802.		
31 Total liabilities and net assets/fund balances			2,865,201.	2,813,451.		

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	2,865,201.
2 Enter amount from Part I, line 27a	2	<52,399.>
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	2,812,802.
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	2,812,802.

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 SHORT-TERM CAPITAL GAIN - SEE STATEMENT			
b ATTACHED	P	VARIOUS	VARIOUS
c LONG-TERM CAPITAL GAIN - SEE STATEMENT			
d ATTACHED	P	VARIOUS	VARIOUS
e CAPITAL GAINS DIVIDENDS			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b 1,895,133.		1,884,373.	10,760.
c			
d 606,064.		574,938.	31,126.
e 23,381.			23,381.
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			
(i) FMV 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			
b			10,760.
c			
d			31,126.
e			23,381.

2 Capital gain net income or (net capital loss)	<div> <div>If gain, also enter in Part I, line 7</div> <div>If (loss), enter -0- in Part I, line 7</div> </div>	2	65,267.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	<div> <div>If gain, also enter in Part I, line 8, column (c)</div> <div>If (loss), enter -0- in Part I, line 8</div> </div>	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	167,317.	3,224,887.	.051883
2010	163,907.	3,428,780.	.047803
2009	173,230.	3,319,953.	.052178
2008	212,200.	3,486,196.	.060869
2007	215,691.	5,089,451.	.042380

2 Total of line 1, column (d)	2	.255113
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	.051023
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	3,196,015.
5 Multiply line 4 by line 3	5	163,070.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,147.
7 Add lines 5 and 6	7	164,217.
8 Enter qualifying distributions from Part XII, line 4	8	163,000.

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 <input type="checkbox"/> 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 <input type="checkbox"/> and enter 1% of Part I, line 27b		1	2,294.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	2,294.
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	2,294.
6 Credits/Payments			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	1,645.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	1,645.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	649.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be Credited to 2013 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11		

Part VII-A Statements Regarding Activities

	Yes	No
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?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ 0. (2) On foundation managers <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ 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.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> CA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)			X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)			X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A		X	
14	The books are in care of TREASURER Telephone no 925-284-8634 Located at 3697 MT. DIABLO BLVD., SUITE 205, LAFAYETTE, CA ZIP+4 94549			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year 15 N/A			
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country N/A		Yes	No
		16		X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? IRC SEC. 4941(d)(2)(E) REG SEC. 53.4941(d-3)(c)(2) EX. 1 <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here N/A	1b	X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years N/A		
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 N/A		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.) 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**6b**

X

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

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
SEE STATEMENT 10		0.	0.	0.

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

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

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

0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	3,175,439.
b	Average of monthly cash balances	1b	69,246.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	3,244,685.
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	3,244,685.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	48,670.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,196,015.
6	Minimum investment return. Enter 5% of line 5	6	159,801.

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	159,801.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	2,294.
b	Income tax for 2012 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	2,294.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	157,507.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	157,507.
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	157,507.

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	163,000.
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	163,000.
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	163,000.

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				157,507.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			159,546.	
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				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2012 from Part XII, line 4. \blacktriangleright \$ 163,000.				
a Applied to 2011, but not more than line 2a			159,546.	
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				3,454.
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 instr			0.	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				154,053.
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	0.			
10 Analysis of line 9				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012				

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

N/A

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

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

- 2 a** Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

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

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year-see instructions.)**1 Information Regarding Foundation Managers:**

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

PAUL L. DAVIES, JR.

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

NONE

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

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

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

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

- c** Any submission deadlines.

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

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
SEE STATEMENT ATTACHED	N/A	ALL PUBLIC CHARITIES	SEE STATEMENT ATTACHED	163,000.
Total			3a	163,000.
b Approved for future payment				
NONE				
Total			3b	0.

UVAS FOUNDATION
CAPITAL GAINS AND LOSSES
FOR THE YEAR ENDED JUNE 30, 2013
ID # 94-2678808

No. Shares/ Bond Value	Description	Date Acquired	Date Sold	Sales Price	Cost	(Loss)	Gain	NET GAIN/(LOSS)
Short-Term								
	Account 8M0066	see attached	see attached	169,048.77	156,801.74	0.00	12,247.03	
	Account 8M3607	see attached	see attached	1,726,083.97	1,727,571.12	(1,487.15)	0.00	
				<u>1,895,132.74</u>	<u>1,884,372.86</u>	<u>(1,487.15)</u>	<u>12,247.03</u>	10,759.88
Long-Term								
	Account 8M0066	see attached	see attached	297,095.01	260,356.59	0.00	36,738.42	
	Account 8M3607	see attached	see attached	307,735.10	314,581.64	(6,846.54)	0.00	
	Countrywide litigation settlement			1,233.94	0.00	0.00	1,233.94	
				<u>606,064.05</u>	<u>574,938.23</u>	<u>(6,846.54)</u>	<u>37,972.36</u>	31,125.82
	TOTAL CAPITAL GAINS							<u>41,885.70</u>
	Capital Gains per G/L							41,936.34
	Capital Gains per above							41,885.70
	Immaterial variance - adjust G/L to schedule for tax purposes							50.64

Bessemer Trust

Capital Gain & Loss

ID # 94-2678808

Page 1 of 1

Statement for the period 07/01/12 to 06/30/13

Shares/ par value	Date acquired	Date sold	Proceeds	Cost basis	Gain/ loss	Disallowed loss	Covered
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Los Angeles / Joan West

8M0066 UVAS FOUNDATION

Short term gain loss

045519402 / AB FOODS LTD ADR

25 00	05/09/2012	02/20/2013	\$711.81	\$497.31	\$214.60		Y
35 00	04/04/2012	02/21/2013	\$977.97	\$687.09	\$290.88		Y
45 00	05/09/2012	02/21/2013	\$1,257.39	\$895.17	\$362.22		Y
Total			\$2,947.27	\$2,079.57	\$867.70		

003381100 / ABERTIS INFRAESTR ADR

0.50	02/15/2012	07/10/2012	\$3.12	\$4.14	(\$1.02)		Y
25 75	02/15/2012	08/02/2012	\$152.09	\$213.11	(\$61.02)		Y
49 25	02/16/2012	08/02/2012	\$290.89	\$401.06	(\$110.17)		Y
55.75	02/16/2012	08/03/2012	\$336.16	\$454.00	(\$117.84)		Y
14 70	05/02/2012	08/03/2012	\$88.64	\$107.37	(\$18.73)		Y
4 55	05/09/2012	08/03/2012	\$27.43	\$32.67	(\$5.24)		Y
74.20	05/09/2012	08/06/2012	\$469.66	\$532.83	(\$63.17)		Y
0 80	04/18/2012	08/06/2012	\$5.08	\$5.68	(\$0.62)		Y
10.75	04/18/2012	08/07/2012	\$69.10	\$76.33	(\$7.23)		Y
64.25	11/21/2011	08/07/2012	\$412.97	\$453.65	(\$40.68)		Y
14.50	11/21/2011	08/08/2012	\$92.85	\$102.38	(\$9.53)		Y
52.50	11/22/2011	08/08/2012	\$336.17	\$370.53	(\$34.36)		Y
Total			\$2,284.14	\$2,753.75	(\$469.61)		

00817Y108 / AETNA INC NEW

50.00	01/04/2013	06/11/2013	\$3,082.45	\$2,268.63	\$813.82		Y
50.00	11/01/2012	06/11/2013	\$3,082.44	\$2,216.17	\$866.27		Y
Total			\$6,164.89	\$4,484.80	\$1,680.09		

009707100 / AJINOMOTO INC ADR

100.00	05/09/2012	09/20/2012	\$1,496.36	\$1,402.34	\$94.02		Y
50 00	04/04/2012	09/21/2012	\$762.10	\$831.00	\$131.10		Y
50.00	11/21/2011	09/21/2012	\$762.09	\$595.02	\$167.07		Y
50 00	11/21/2011	09/24/2012	\$767.21	\$595.02	\$172.19		Y
25 00	11/21/2011	09/27/2012	\$391.73	\$297.51	\$94.22		Y
25 00	11/21/2011	09/28/2012	\$391.88	\$297.50	\$94.38		Y
25.00	02/15/2012	10/01/2012	\$387.75	\$295.08	\$92.67		Y
25 00	02/15/2012	10/02/2012	\$386.38	\$295.08	\$91.30		Y
25.00	02/15/2012	10/03/2012	\$384.61	\$295.08	\$89.53		Y
25 00	02/15/2012	10/04/2012	\$384.08	\$295.08	\$89.00		Y
100.00	02/15/2012	10/05/2012	\$1,548.57	\$1,180.32	\$368.25		Y
Total			\$7,662.76	\$6,179.03	\$1,483.73		

010199305 / AKZO NOBEL NV ADR

15 00	04/03/2012	01/07/2013	\$325.09	\$284.85	\$40.24		Y
50 00	02/15/2012	01/08/2013	\$1,088.51	\$898.88	\$169.63		Y
10 00	04/03/2012	01/08/2013	\$213.70	\$189.90	\$23.80		Y
35.00	05/08/2012	01/08/2013	\$747.95	\$598.75	\$151.20		Y
Total			\$2,355.25	\$1,970.38	\$384.87		

Y0486S104 / AVAGO TECHNOLOGIES

25.00	09/21/2012	06/11/2013	\$908.98	\$886.18	\$22.80		Y
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06738E204 / BARCLAYS PLC ADR

100 00	02/14/2012	07/03/2012	\$1,058.69	\$1,467.06	(\$408.37)		Y
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	50.00	04/03/2012	07/03/2012	\$529.35	\$738.98	(\$207.63)		Y	
	75.00	05/08/2012	07/06/2012	\$765.60	\$893.75	(\$228.15)		Y	
	10.00	05/08/2012	07/09/2012	\$101.53	\$132.50	(\$30.97)		Y	
	40.00	11/21/2011	07/09/2012	\$408.13	\$403.73	\$2.40		Y	
	75.00	11/21/2011	07/11/2012	\$765.91	\$756.99	\$8.92		Y	
	60.00	11/21/2011	07/12/2012	\$605.19	\$605.59	(\$0.40)		Y	
Total				\$4,232.40	\$5,096.60	(\$864.20)			
067901108 / BARRICK GOLD CORP									
	20.00	04/03/2012	02/13/2013	\$642.67	\$856.40	(\$213.73)		Y	
	50.00	05/24/2012	02/13/2013	\$1,606.66	\$1,963.43	(\$356.77)		Y	
	5.00	05/08/2012	02/13/2013	\$180.87	\$183.57	(\$22.90)		Y	
	40.00	05/08/2012	02/14/2013	\$1,305.66	\$1,468.57	(\$162.91)		Y	
Total				\$3,715.66	\$4,471.97	(\$756.31)			
05565A202 / BNP PARIBAS SPON ADR									
	25.00	03/21/2013	06/11/2013	\$708.53	\$683.15	\$25.38		Y	
143658300 / CARNIVAL CORP CL A									
	75.00	11/21/2011	09/26/2012	\$2,761.40	\$2,370.75	\$390.65		Y	
156700106 / CENTURYLINK INC									
	35.00	04/03/2012	11/01/2012	\$1,344.07	\$1,348.55	(\$4.48)		Y	
	15.00	05/08/2012	11/01/2012	\$576.03	\$571.50	\$4.53		Y	
Total				\$1,920.10	\$1,920.05	\$0.05			
168919108 / CHINA CONSTRUCTION ADR									
	50.00	02/14/2013	06/11/2013	\$735.68	\$844.89	(\$109.21)		Y	
172967424 / CITIGROUP INC									
	50.00	08/21/2012	11/15/2012	\$1,771.46	\$1,540.14	\$231.32		Y	
	25.00	08/21/2012	06/11/2013	\$1,254.97	\$770.07	\$484.90		Y	
Total				\$3,026.43	\$2,310.21	\$716.22			
189754104 / COACH INC									
	25.00	08/29/2012	06/11/2013	\$1,462.47	\$1,407.25	\$55.22		Y	
256677105 / DOLLAR GENERAL CORP									
	25.00	01/04/2013	06/11/2013	\$1,292.47	\$1,114.08	\$178.39		Y	
273202101 / EAST JAPAN RAIL ADR									
	135.00	05/08/2012	04/09/2013	\$1,931.72	\$1,371.71	\$560.01		Y	
	40.00	05/08/2012	04/10/2013	\$575.33	\$406.43	\$168.90		Y	
Total				\$2,507.05	\$1,778.14	\$728.91			
26874R108 / ENI S P A ADR									
	25.00	04/05/2013	06/11/2013	\$1,121.98	\$1,142.90	(\$20.92)		Y	
35671D857 / FREEPORT-MCMRN CPPR&GOLD									
	15.00	04/03/2012	12/05/2012	\$491.76	\$578.45	(\$84.69)		Y	
	25.00	05/08/2012	12/05/2012	\$819.60	\$882.64	(\$63.04)		Y	
Total				\$1,311.36	\$1,459.09	(\$147.73)			
369550108 / GENERAL DYNAMICS CORP									
	10.00	04/03/2012	03/19/2013	\$698.84	\$729.19	(\$30.35)		Y	
	10.00	05/08/2012	03/19/2013	\$698.84	\$671.21	\$27.63		Y	
Total				\$1,397.68	\$1,400.40	(\$2.72)			
452308109 / ILLINOIS TOOL WORKS INC									
	5.00	03/19/2013	06/11/2013	\$350.29	\$311.43	\$38.86		Y	
478160104 / JOHNSON & JOHNSON									
	35.00	04/03/2012	11/07/2012	\$2,454.58	\$2,298.80	\$155.78		Y	
	15.00	05/08/2012	11/07/2012	\$1,051.96	\$970.65	\$81.31		Y	
Total				\$3,506.54	\$3,269.45	\$237.09			
48667L106 / KDDI CORP ADR									
	100.00	01/25/2013	05/10/2013	\$1,145.41	\$882.20	\$263.21		Y	
	200.00	01/24/2013	05/10/2013	\$2,290.83	\$1,732.96	\$557.87		Y	
	150.00	01/24/2013	05/13/2013	\$1,713.52	\$1,299.72	\$413.80		Y	
	50.00	01/24/2013	06/11/2013	\$572.98	\$433.24	\$139.74		Y	

Total				\$5,722.74	\$4,348.12	\$1,374.62		
500472303 / KONINKLIJKE PHILIPS NV ADR								
	50.00	03/07/2012	12/12/2012	\$1,318.30	\$992.51	\$325.79	Y	
	24.79	03/07/2012	12/13/2012	\$649.75	\$492.00	\$157.75	Y	
	10.00	04/03/2012	12/13/2012	\$262.15	\$197.55	\$64.60	Y	
	35.00	05/08/2012	12/13/2012	\$917.51	\$650.65	\$266.86	Y	
	7.21	05/31/2012	12/13/2012	\$189.11	\$127.65	\$61.46	Y	
Total				\$3,336.82	\$2,460.36	\$876.46		
548661107 / LOWES COS INC								
	35.00	04/03/2012	11/07/2012	\$1,148.79	\$1,086.23	\$62.56	Y	
	50.00	05/08/2012	11/07/2012	\$1,641.14	\$1,534.30	\$106.84	Y	
	15.00	03/08/2012	11/07/2012	\$492.34	\$439.54	\$52.80	Y	
	35.00	03/08/2012	01/04/2013	\$1,245.46	\$1,025.59	\$219.87	Y	
	40.00	03/07/2012	01/04/2013	\$1,423.38	\$1,155.63	\$267.75	Y	
Total				\$5,951.11	\$5,241.29	\$709.82		
559222401 / MAGNA INTL INC CL A								
	25.00	05/08/2012	04/05/2013	\$1,430.83	\$1,058.54	\$372.29	Y	
580645109 / MCGRAW HILL FINANCIAL INC								
	20.00	04/03/2012	10/17/2012	\$1,116.50	\$975.40	\$141.10	Y	
	30.00	05/08/2012	10/17/2012	\$1,674.74	\$1,434.20	\$240.54	Y	
	45.00	02/03/2012	11/27/2012	\$2,334.63	\$2,091.47	\$243.16	Y	
Total				\$5,125.87	\$4,501.07	\$624.80		
589339100 / MERCK KGAA ADR								
	40.00	01/23/2012	12/14/2012	\$1,790.98	\$1,333.22	\$457.76	Y	
	10.00	04/04/2012	12/14/2012	\$447.75	\$379.02	\$68.73	Y	
	25.00	05/09/2012	12/14/2012	\$1,119.36	\$858.98	\$260.38	Y	
Total				\$3,358.09	\$2,571.22	\$786.87		
626188106 / MUNICH RE GROUP ADR								
	75.00	04/04/2012	10/18/2012	\$1,245.05	\$1,117.26	\$127.79	Y	
	125.00	05/09/2012	10/18/2012	\$2,075.08	\$1,691.89	\$383.19	Y	
	35.00	05/09/2012	10/19/2012	\$575.83	\$473.73	\$102.10	Y	
	15.00	01/25/2012	10/19/2012	\$246.79	\$194.25	\$52.54	Y	
Total				\$4,142.75	\$3,477.13	\$665.62		
651639106 / NEWMONT MINING CORP								
	45.00	11/21/2011	08/29/2012	\$2,178.09	\$2,918.02	(\$739.93)	Y	
	40.00	12/19/2011	08/29/2012	\$1,936.07	\$2,468.62	(\$532.55)	Y	
	15.00	02/14/2012	08/29/2012	\$726.03	\$876.94	(\$150.91)	Y	
	10.00	02/14/2012	02/13/2013	\$449.36	\$584.63	(\$135.27)	Y	
	35.00	04/03/2012	02/13/2013	\$1,572.77	\$1,760.50	(\$187.73)	Y	
	35.00	05/08/2012	02/13/2013	\$1,572.76	\$1,564.26	\$8.50	Y	
Total				\$8,435.08	\$10,172.97	(\$1,737.89)		
68620X104 / ORIENTAL LAND CO LTD ADR								
	50.00	05/10/2012	11/16/2012	\$636.76	\$565.32	\$71.44	Y	
	50.00	05/10/2012	11/21/2012	\$641.04	\$565.31	\$75.73	Y	
	25.00	04/17/2012	11/23/2012	\$313.93	\$277.62	\$36.31	Y	
	25.00	05/10/2012	11/23/2012	\$313.93	\$282.66	\$31.27	Y	
	25.00	04/18/2012	11/26/2012	\$313.51	\$275.96	\$37.55	Y	
	50.00	04/27/2012	11/27/2012	\$634.51	\$550.97	\$83.54	Y	
	25.00	04/20/2012	11/28/2012	\$323.44	\$275.41	\$48.03	Y	
	20.00	04/27/2012	11/28/2012	\$258.75	\$220.39	\$38.36	Y	
	5.00	04/19/2012	11/28/2012	\$64.69	\$55.05	\$9.64	Y	
	20.00	04/18/2012	11/30/2012	\$256.14	\$220.18	\$35.96	Y	
	5.00	04/23/2012	11/30/2012	\$64.03	\$55.04	\$8.99	Y	
	25.00	04/23/2012	12/03/2012	\$321.48	\$275.20	\$46.28	Y	
	25.00	04/23/2012	12/06/2012	\$320.73	\$275.20	\$45.53	Y	
	25.00	04/23/2012	12/07/2012	\$318.32	\$275.21	\$43.11	Y	
	25.00	04/13/2012	12/12/2012	\$314.71	\$274.88	\$40.03	Y	
	20.00	04/23/2012	12/12/2012	\$251.76	\$220.16	\$31.60	Y	
	5.00	04/12/2012	12/12/2012	\$62.94	\$54.86	\$8.08	Y	

	25.00	04/10/2012	12/13/2012	\$307.04	\$269.49	\$37.55		Y	
	25.00	04/11/2012	12/13/2012	\$307.05	\$272.40	\$34.65		Y	
	20.00	04/12/2012	12/13/2012	\$245.63	\$219.45	\$26.18		Y	
	5.00	04/09/2012	12/13/2012	\$61.41	\$53.79	\$7.62		Y	
	50.00	04/02/2012	12/14/2012	\$611.84	\$532.41	\$79.43		Y	
	25.00	04/04/2012	12/14/2012	\$305.92	\$267.19	\$38.73		Y	
	20.00	04/09/2012	12/14/2012	\$244.73	\$215.17	\$29.56		Y	
Total				\$7,494.29	\$6,549.12	\$945.17			
680414703 / OW REAL RETURN FUND									
	2,590.67	03/27/2012	08/15/2012	\$24,326.43	\$25,000.00	(\$673.57)		Y	
	54.17	12/14/2012	05/20/2013	\$469.69	\$510.32	(\$40.63)		Y	
Total				\$24,796.12	\$25,510.32	(\$714.20)			
717081103 / PFIZER INC									
	25.00	04/23/2013	06/11/2013	\$708.98	\$777.77	(\$68.79)		Y	
74971A107 / RSA INSURANCE GRP PLC ADR									
	50.00	02/19/2013	06/11/2013	\$443.94	\$523.25	(\$79.31)		Y	
80105N105 / SANOFI - ADR									
	35.00	04/03/2012	08/29/2012	\$1,430.32	\$1,353.61	\$76.71		Y	
	40.00	02/03/2012	08/29/2012	\$1,634.66	\$1,469.75	\$164.91		Y	
Total				\$3,064.98	\$2,823.36	\$241.62			
G7945M107 / SEAGATE TECHNOLOGY PLC									
	80.00	04/02/2012	01/23/2013	\$2,932.56	\$2,200.84	\$731.72		Y	
	15.00	04/03/2012	01/23/2013	\$549.85	\$416.10	\$133.75		Y	
	25.00	05/08/2012	01/23/2013	\$916.43	\$757.42	\$159.01		Y	
Total				\$4,398.84	\$3,374.36	\$1,024.48			
86723Y100 / SUNCORP GROUP ADR									
	50.00	02/21/2012	12/14/2012	\$531.79	\$451.66	\$80.13		Y	
	30.00	05/09/2012	04/11/2013	\$370.87	\$247.55	\$123.32		Y	
	50.00	05/09/2012	04/12/2013	\$619.22	\$412.59	\$206.63		Y	
	65.00	05/09/2012	04/15/2013	\$798.97	\$536.36	\$262.61		Y	
Total				\$2,320.85	\$1,648.16	\$672.69			
87612E106 / TARGET CORP									
	60.00	05/08/2012	08/20/2012	\$3,813.44	\$3,331.55	\$481.89		Y	
	15.00	11/21/2011	08/20/2012	\$953.36	\$783.56	\$169.80		Y	
Total				\$4,766.80	\$4,115.11	\$651.69			
87952P307 / TELE2 AB ADR									
	85.00	04/04/2012	10/17/2012	\$758.43	\$883.34	(\$104.91)		Y	
	65.00	02/08/2012	10/17/2012	\$579.98	\$630.53	(\$50.55)		Y	
	125.00	02/07/2012	10/18/2012	\$1,106.50	\$1,209.21	(\$102.71)		Y	
	10.00	02/08/2012	10/18/2012	\$88.52	\$97.00	(\$8.48)		Y	
	15.00	11/22/2011	10/18/2012	\$132.78	\$143.91	(\$11.13)		Y	
Total				\$2,668.21	\$2,943.99	(\$277.78)			
883556102 / THERMO FISHER SCIENTIFIC									
	25.00	10/18/2012	04/23/2013	\$2,014.86	\$1,472.28	\$542.58		Y	
	25.00	10/18/2012	06/11/2013	\$2,137.21	\$1,472.28	\$664.93		Y	
Total				\$4,152.07	\$2,944.56	\$1,207.51			
88706P205 / TIM PARTICIPACOES SA ADR									
	25.00	03/22/2013	06/11/2013	\$463.24	\$529.59	(\$66.35)		Y	
889115101 / TOKYO GAS LTD ADR									
	0.50	05/09/2012	08/24/2012	\$10.93	\$9.78	\$1.15		Y	
	50.00	05/09/2012	10/18/2012	\$1,081.07	\$977.91	\$103.16		Y	
	12.50	04/04/2012	10/23/2012	\$257.08	\$239.77	\$17.31		Y	
	24.50	05/09/2012	10/23/2012	\$503.88	\$479.17	\$24.71		Y	
	38.00	02/15/2012	10/23/2012	\$781.54	\$715.29	\$66.25		Y	
	50.00	02/15/2012	10/24/2012	\$1,022.66	\$941.17	\$81.49		Y	
	25.00	05/10/2013	06/11/2013	\$528.39	\$584.06	(\$55.67)		Y	
Total				\$4,185.55	\$3,947.15	\$238.40			

904784709 / UNILEVER NV ADR									
20 00	04/03/2012	08/20/2012	\$687.81	\$685.20	\$2.61		Y		
5 00	05/08/2012	08/20/2012	\$171.95	\$169.70	\$2.25		Y		
80 00	11/21/2011	08/21/2012	\$2,780.78	\$2,585.44	\$195.34		Y		
20 00	05/08/2012	08/21/2012	\$695.19	\$678.78	\$16.41		Y		
Total			\$4,335.73	\$4,119.12	\$216.61				
92553P201 / VIACOM INC CL B NEW									
25 00	03/14/2013	06/11/2013	\$1,684.22	\$1,589.25	\$94.97		Y		
92857W209 / VODAFONE GP PLC NEW ADR									
75 00	06/20/2012	03/07/2013	\$2,009.29	\$2,095.26	(\$85.97)		Y		
931422109 / WALGREEN CO									
75 00	12/11/2012	04/23/2013	\$3,717.73	\$2,754.30	\$963.43		Y		
25 00	12/11/2012	06/11/2013	\$1,236.97	\$918.10	\$318.87		Y		
Total			\$4,954.70	\$3,672.40	\$1,282.30				
94106L109 / WASTE MANAGEMENT INC NEW									
50.00	08/02/2012	04/05/2013	\$1,921.89	\$1,711.31	\$210.58		Y		
959802109 / WESTERN UNION CO									
25.00	02/03/2012	12/11/2012	\$328.09	\$492.27	(\$164.18)		Y		
100.00	02/06/2012	12/11/2012	\$1,312.37	\$1,949.22	(\$636.85)		Y		
25 00	04/03/2012	12/11/2012	\$328.09	\$451.75	(\$123.66)		Y		
20.00	04/03/2012	12/12/2012	\$264.41	\$361.40	(\$96.99)		Y		
80 00	05/08/2012	12/12/2012	\$1,057.64	\$1,394.40	(\$336.76)		Y		
Total			\$3,290.60	\$4,649.04	(\$1,358.44)				
962257200 / WHARF HOLDINGS ADR									
55 00	04/05/2012	12/28/2012	\$811.22	\$611.22	\$0.00		Y		
80 00	05/09/2012	12/28/2012	\$902.63	\$902.63	\$0.00		Y		
Total			\$1,513.85	\$1,513.85	\$0.00				
Total Short term gain loss			\$169,048.77	\$156,801.74	\$12,247.03				
Total sub-account			\$466,143.78	\$417,158.33	\$48,985.45				
Footnote Reference # and Description							Report run on Oct 9, 2013 by PERACCA		
62 - Capital gain or loss allocated on 12/31 from participation in common trust funds							Version 10 1 1 2		
63 - Mark-to-Market adjustment under IRC section 1256									
65 - Inherited property - Long-term holding period									

Bessemer Trust

Capital Gain & Loss

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Statement for the period 07/01/12 to 06/30/13

Shares/ par value	Date acquired	Date sold	Proceeds	Cost basis	Gain/ loss	Disallowed loss	Covered
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Los Angeles / Joan West

8M3607 UVAS FOUNDATION FI

Short term gain loss

3135G0GY3 / FED NATL MTG ASSOC

01/30/2017

25,000.00	01/24/2012	10/02/2012	\$25,665.25	\$25,019.30	\$645.95		N
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912828PT1 / US TREASURY NOTE

01/31/2018

365,000.00	01/24/2012	07/10/2012	\$402,498.05	\$394,570.70	\$7,927.35		N
140,000.00	05/11/2012	07/10/2012	\$154,382.81	\$153,119.53	\$1,263.28		N

Total			\$556,880.86	\$547,690.23	\$9,190.63		
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912828QT0 / US TREASURY NOTE

06/30/2018

164,000.00	07/10/2012	08/14/2012	\$177,382.66	\$178,984.22	(\$1,601.56)		N
164,000.00	07/10/2012	08/14/2012	\$177,382.66	\$178,984.22	(\$1,601.56)		N
66,000.00	07/10/2012	08/14/2012	\$71,385.70	\$72,030.24	(\$644.54)		N
24,000.00	07/10/2012	09/11/2012	\$26,067.19	\$26,192.81	(\$125.62)		N
23,000.00	07/10/2012	11/29/2012	\$25,034.06	\$25,101.45	(\$67.39)		N
30,000.00	07/10/2012	02/27/2013	\$32,382.42	\$32,741.01	(\$358.59)		N

Total			\$509,634.69	\$514,033.95	(\$4,399.26)		
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912828RC6 / US TREASURY NOTE

08/15/2021

91,000.00	08/14/2012	03/18/2013	\$94,376.95	\$95,446.91	(\$1,069.96)		N
82,000.00	08/14/2012	03/18/2013	\$85,042.97	\$86,007.10	(\$964.13)		N
100,000.00	08/14/2012	03/18/2013	\$103,710.94	\$104,886.72	(\$1,175.78)		N
62,000.00	08/14/2012	03/18/2013	\$64,300.78	\$65,029.76	(\$728.98)		N
71,000.00	08/14/2012	03/18/2013	\$73,634.77	\$74,469.57	(\$834.80)		N

Total			\$421,068.41	\$425,840.06	(\$4,773.65)		
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912828UP3 / US TREASURY NOTES

02/28/2015

30,000.00	03/18/2013	04/10/2013	\$30,010.55	\$30,001.17	\$9.38		N
34,000.00	03/18/2013	04/19/2013	\$34,011.95	\$34,001.33	\$10.62		N
35,000.00	03/18/2013	04/25/2013	\$35,017.78	\$35,001.37	\$16.41		N
35,000.00	03/18/2013	05/09/2013	\$35,021.88	\$35,001.37	\$20.51		N

Total			\$134,062.16	\$134,005.24	\$56.92		
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912828RR3 / US TREASURY NOTES

11/15/2021

3,000.00	11/16/2012	03/18/2013	\$3,069.14	\$3,155.16	(\$86.02)		N
3,000.00	11/16/2012	03/18/2013	\$3,069.14	\$3,155.16	(\$86.02)		N
37,000.00	11/16/2012	03/18/2013	\$37,852.73	\$38,913.59	(\$1,060.86)		N
34,000.00	11/16/2012	03/18/2013	\$34,783.59	\$35,758.43	(\$974.84)		N

Total			\$78,774.60	\$80,982.34	(\$2,207.74)		
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Total Short term gain loss

			\$1,726,083.97	\$1,727,571.12	(\$1,487.15)		
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Total sub-account			\$2,033,819.07	\$2,042,152.76	(\$8,333.69)		
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Footnote Reference # and Description							Report run on Oct 9, 2013 by PERACCA
62 - Capital gain or loss allocated on 12/31 from participation in common trust funds							Version 10 1 1 2
63 - Mark-to-Market adjustment under IRC section 1258							
65 - Inherited property - Long-term holding period							

Bessemer Trust									
Capital Gain & Loss							Page 1 of 1		
Statement for the period 07/01/12 to 06/30/13									
Shares/ par value	Date acquired	Date sold	Proceeds	Cost basis	Gain/ loss	Disallowed loss	Covered		
Los Angeles / Joan West									
8M0066 UVAS FOUNDATION									
Long term gain loss									
045519402 / AB FOODS LTD ADR									
75 00	12/05/2011	01/17/2013	\$1,959 36	\$1,329.55	\$629.81		Y		
50.00	12/02/2011	01/18/2013	\$1,292 16	\$878 61	\$413 55		Y		
50.00	11/21/2011	01/18/2013	\$1,292 15	\$847 72	\$444 43		Y		
50 00	11/21/2011	02/19/2013	\$1,422.05	\$847.71	\$574 34		Y		
Total			\$5,965.72	\$3,903.59	\$2,062.13				
G1151C101 / ACCENTURE PLC CL A									
50 00	11/21/2011	11/27/2012	\$3,365 20	\$2,730 03	\$635.17		Y		
50 00	01/23/2012	03/19/2013	\$3,799 58	\$2,804 19	\$995 39		Y		
Total			\$7,164.78	\$5,534.22	\$1,630.56				
H0023R105 / ACE LIMITED									
10 00	04/27/2010	06/11/2013	\$897 58	\$524 52	\$373.06		N		
15 00	06/09/2010	06/11/2013	\$1,346 38	\$745.52	\$600.86		N		
Total			\$2,243.96	\$1,270 04	\$973.92				
010199305 / AKZO NOBEL NV ADR									
25 00	11/21/2011	01/04/2013	\$543 81	\$367 01	\$176 80		Y		
35.00	11/21/2011	01/07/2013	\$758 53	\$513 81	\$244 72		Y		
Total			\$1,302.34	\$880.82	\$421.52				
018805101 / ALLIANZ AKTIENGES ADR									
25 00	02/15/2012	05/09/2013	\$382.19	\$289 96	\$92 23		Y		
25.00	04/03/2012	05/09/2013	\$382.19	\$295.75	\$86 44		Y		
25 00	02/16/2012	05/09/2013	\$382 19	\$286 40	\$95 79		Y		
50 00	02/16/2012	05/10/2013	\$756 87	\$572.79	\$184 08		Y		
25 00	02/16/2012	06/11/2013	\$374 99	\$286 40	\$88 59		Y		
Total			\$2,278.43	\$1,731.30	\$547.13				
087901108 / BARRICK GOLD CORP									
10 00	02/03/2012	02/14/2013	\$326.42	\$489.22	(\$162 80)		Y		
65 00	02/03/2012	04/23/2013	\$1,141 34	\$3,179 95	(\$2,038 61)		Y		
10 00	11/21/2011	04/23/2013	\$175 59	\$478 08	(\$302 49)		Y		
50.00	11/21/2011	04/24/2013	\$915.12	\$2,390 40	(\$1,475 28)		Y		
Total			\$2,558.47	\$6,537.65	(\$3,979.18)				
05545E209 / BHP BILLITON PLC-ADR									
5 00	04/03/2012	06/11/2013	\$275 59	\$306 42	(\$30.83)		Y		
126650100 / CVS/CAREMARK CORP									
25 00	05/08/2012	08/11/2013	\$1,467.72	\$1,131 75	\$335 97		Y		
233331107 / DETROIT ENERGY CO									
5 00	05/08/2012	06/11/2013	\$334.89	\$278.62	\$56 27		Y		
273202101 / EAST JAPAN RAIL ADR									
75 00	11/21/2011	03/21/2013	\$1,031 68	\$789 96	\$241 72		Y		
100 00	11/22/2011	03/21/2013	\$1,375 57	\$1,031.80	\$343.77		Y		
25.00	11/25/2011	03/21/2013	\$343.89	\$255 50	\$88.39		Y		
75.00	11/25/2011	03/22/2013	\$1,024 34	\$766.50	\$257 84		Y		
75 00	12/01/2011	03/22/2013	\$1,024 34	\$756 22	\$268 12		Y		
75 00	12/01/2011	04/08/2013	\$1,099.32	\$758 22	\$343.10		Y		

	50 00	12/06/2011	04/08/2013	\$732.88	\$502.20	\$230.68		Y	
	90 00	04/03/2012	04/08/2013	\$1,319.18	\$947.70	\$371.48		Y	
	85.00	12/05/2011	04/08/2013	\$1,245.89	\$853.37	\$392.52		Y	
	15 00	12/05/2011	04/09/2013	\$214.64	\$150.59	\$64.05		Y	
Total				\$9,411.73	\$6,810.06	\$2,601.67			
29082A107 / EMBRAER SA ADR									
	75.00	03/21/2012	04/01/2013	\$2,605.51	\$2,348.09	\$257.42		Y	
30161N101 / EXELON CORP									
	30 00	11/21/2011	06/11/2013	\$939.59	\$1,295.97	(\$356.38)		Y	
	25 00	11/21/2011	06/11/2013	\$785.48	\$1,079.97	(\$294.49)		Y	
	20 00	02/03/2012	06/11/2013	\$626.40	\$793.70	(\$167.30)		Y	
	30 00	02/03/2012	06/12/2013	\$921.07	\$1,190.56	(\$269.49)		Y	
	20 00	04/03/2012	06/12/2013	\$614.05	\$778.40	(\$162.35)		Y	
	35 00	05/08/2012	06/12/2013	\$1,074.59	\$1,325.08	(\$250.49)		Y	
Total				\$4,961.18	\$6,461.68	(\$1,500.50)			
35671D857 / FREEPORT-MCMRN CPPR&GOLD									
	10.00	12/01/2011	12/05/2012	\$327.84	\$394.56	(\$66.72)		Y	
	35.00	11/21/2011	12/06/2012	\$1,077.72	\$1,259.38	(\$181.66)		Y	
	20 00	12/01/2011	12/06/2012	\$615.84	\$789.12	(\$173.28)		Y	
Total				\$2,021.40	\$2,443.06	(\$421.66)			
369550108 / GENERAL DYNAMICS CORP									
	25 00	11/21/2011	03/19/2013	\$1,747.10	\$1,583.45	\$183.65		Y	
	15.00	02/14/2012	03/19/2013	\$1,048.26	\$1,048.29	(\$0.03)		Y	
Total				\$2,795.36	\$2,631.74	\$163.62			
453142101 / IMPERIAL TOBACCO LT ADR									
	25.00	05/09/2012	06/11/2013	\$1,846.96	\$2,105.77	(\$258.81)		Y	
459200101 / INTERNATIONAL BUS MACHINES									
	5 00	04/03/2012	06/11/2013	\$1,020.68	\$1,046.00	(\$25.32)		Y	
465717106 / ITOCHU CORP ADR									
	25 00	02/06/2012	06/11/2013	\$618.48	\$579.05	\$39.43		Y	
478160104 / JOHNSON & JOHNSON									
	50 00	02/14/2012	04/23/2013	\$4,265.06	\$3,226.77	\$1,038.29		Y	
	10 00	05/08/2012	05/09/2013	\$851.94	\$647.10	\$204.84		Y	
	45 00	11/21/2011	06/11/2013	\$3,810.01	\$2,840.32	\$969.69		Y	
	5 00	05/08/2012	06/11/2013	\$423.33	\$323.55	\$99.78		Y	
	5 00	05/08/2012	06/11/2013	\$423.19	\$323.55	\$99.64		Y	
Total				\$9,773.53	\$7,361.29	\$2,412.24			
500467402 / KON AHOLD ADR									
	50 00	02/16/2012	06/11/2013	\$780.49	\$709.27	\$71.22		Y	
	100 00	02/17/2012	06/11/2013	\$1,560.97	\$1,447.16	\$113.81		Y	
	95.00	04/03/2012	06/11/2013	\$1,482.92	\$1,332.57	\$150.35		Y	
	55 00	04/02/2012	06/11/2013	\$858.53	\$769.59	\$88.94		Y	
Total				\$4,682.91	\$4,258.59	\$424.32			
500472303 / KONINKLIJKE PHILIPS NV ADR									
	25 00	11/21/2011	12/11/2012	\$657.19	\$459.96	\$197.23		Y	
	25 00	11/21/2011	12/12/2012	\$659.15	\$459.98	\$199.19		Y	
Total				\$1,316.34	\$919.92	\$396.42			
548661107 / LOWES COS INC									
	60 00	03/07/2012	06/11/2013	\$2,460.55	\$1,733.45	\$727.10		Y	
55616P104 / MACY'S INC									
	20 00	04/03/2012	08/11/2013	\$973.18	\$820.80	\$152.38		Y	
	5.00	05/08/2012	06/11/2013	\$243.29	\$197.71	\$45.58		Y	
Total				\$1,216.47	\$1,018.51	\$197.96			
559222401 / MAGNA INTL INC CL A									
	35 00	02/14/2012	03/01/2013	\$1,931.77	\$1,488.54	\$443.23		Y	
	15.00	11/21/2011	03/01/2013	\$827.90	\$501.44	\$326.46		Y	
	30 00	11/21/2011	04/05/2013	\$1,716.99	\$1,002.89	\$714.10		Y	

	15 00	04/03/2012	04/05/2013	\$858 50	\$725 25	\$133 25		Y	
Total				\$5,335.16	\$3,718.12	\$1,617.04			
585849106 / MARATHON OIL CORP									
	25.00	02/03/2012	06/11/2013	\$850 73	\$808 06	\$42 67		Y	
580645109 / MCGRAW HILL FINANCIAL INC									
	40.00	11/21/2011	11/27/2012	\$2,075.23	\$1,731.90	\$343.33		Y	
589339100 / MERCK KGAA ADR									
	25.00	11/21/2011	12/13/2012	\$1,118 95	\$782.18	\$336 77		Y	
	15 00	11/21/2011	12/14/2012	\$671 62	\$469.31	\$202 31		Y	
Total				\$1,790.57	\$1,251.49	\$539.08			
594918104 / MICROSOFT CORP									
	25 00	05/08/2012	06/11/2013	\$870 61	\$762.92	\$107 69		Y	
626188106 / MUNICH RE GROUP ADR									
	50.00	01/25/2012	06/11/2013	\$940 53	\$647 49	\$293 04		Y	
65557A206 / NORDEA BK SWEDEN AB ADR									
	55 00	04/04/2012	04/24/2013	\$600 64	\$488 33	\$112.31		Y	
	45 00	12/21/2011	04/24/2013	\$491 44	\$349.48	\$141 96		Y	
	75 00	12/20/2011	04/25/2013	\$839 49	\$569 92	\$269 57		Y	
	30.00	12/21/2011	04/25/2013	\$335 79	\$232 99	\$102 80		Y	
	45 00	11/21/2011	04/25/2013	\$503 89	\$341.82	\$161 87		Y	
	25 00	05/09/2012	06/11/2013	\$298.09	\$211.00	\$87.09		Y	
Total				\$3,069.14	\$2,193 54	\$875 60			
680414802 / OW GLOBAL OPPORTUNITIES FD									
	2,576 19	11/11/2009	03/21/2013	\$20,274 63	\$18,265 20	\$2,009 43		N	
	669 29	11/11/2009	03/21/2013	\$5,267 32	\$4,745 27	\$522 05		N	
	693 53	01/12/2009	03/21/2013	\$5,458 05	\$4,161 16	\$1,296 89		N	
Total				\$31,000.00	\$27,171.63	\$3,828.37			
680414604 / OW GLOBAL SML & MID CAP FD									
	678 26	12/16/2011	03/21/2013	\$10,689 41	\$8,919 14	\$1,770 27		N	
	3,128 85	01/12/2009	03/21/2013	\$49,310 59	\$30,036 92	\$19,273 67		N	
	561 80	05/08/2012	06/11/2013	\$9,000 00	\$8,247 19	\$752 81		Y	
Total				\$69,000.00	\$47,203.25	\$21,796.75			
680414703 / OW REAL RETURN FUND									
	127.10	12/16/2010	08/15/2012	\$1,193 44	\$1,320 54	(\$127 10)		N	
	2,713.54	11/16/2009	08/15/2012	\$25,480 13	\$26,755.49	(\$1,275 36)		N	
	50 15	11/16/2009	05/20/2013	\$434 83	\$494 51	(\$59 68)		N	
	4,255 54	05/08/2012	05/20/2013	\$36,895 48	\$39,278 58	(\$2,383 10)		Y	
	1,594.95	05/08/2012	06/11/2013	\$13,142 41	\$14,721 42	(\$1,579 01)		Y	
	710.87	01/12/2009	06/11/2013	\$5,857 59	\$5,523 48	\$334 11		N	
Total				\$83,003.88	\$88,094.02	(\$5,090.14)			
80105N105 / SANOFI - ADR									
	25 00	02/03/2012	06/11/2013	\$1,316.72	\$918 59	\$398 13		Y	
16941R108 / SINOPEC/CHINA PETE&CHM ADR									
	5.00	02/15/2012	06/11/2013	\$473 64	\$596.31	(\$122.67)		Y	
78467K107 / SSE PLC ADR									
	25 00	05/09/2012	06/11/2013	\$587 43	\$545 57	\$41 86		Y	
	30.00	05/09/2012	06/12/2013	\$708 05	\$654 68	\$53 37		Y	
	20 00	04/04/2012	06/12/2013	\$472 04	\$434 15	\$37 89		Y	
	5 00	04/04/2012	06/13/2013	\$117 93	\$108 54	\$9 39		Y	
	45 00	02/16/2012	06/13/2013	\$1,061 34	\$919 10	\$142 24		Y	
	25 00	02/16/2012	06/14/2013	\$590 39	\$510 61	\$79 78		Y	
	45 00	11/21/2011	06/17/2013	\$1,071.33	\$902 34	\$168 99		Y	
	25 00	02/15/2012	06/17/2013	\$595 19	\$506 51	\$88 68		Y	
	30 00	02/16/2012	06/17/2013	\$714 23	\$612 73	\$101 50		Y	
Total				\$5,917.93	\$5,184.23	\$723.70			
86562M209 / SUMITOMO MITSUI FIN ADR									
	50.00	01/24/2012	02/14/2013	\$401 03	\$318 16	\$84.87		Y	

50.00	01/26/2012	02/14/2013	\$401.03	\$314.99	\$86.04		Y	
50.00	01/23/2012	02/14/2013	\$401.03	\$314.89	\$86.14		Y	
200.00	01/23/2012	03/21/2013	\$1,665.10	\$1,259.58	\$405.52		Y	
50.00	01/25/2012	03/21/2013	\$416.28	\$314.24	\$102.04		Y	
100.00	01/27/2012	03/21/2013	\$832.55	\$627.42	\$205.13		Y	
150.00	11/21/2011	03/21/2013	\$1,248.83	\$808.86	\$439.97		Y	
200.00	11/21/2011	03/22/2013	\$1,654.94	\$1,078.48	\$576.46		Y	
Total			\$7,020.79	\$5,034.62	\$1,986.17			
86723Y100 / SUNCORP GROUP ADR								
25.00	11/21/2011	12/12/2012	\$284.01	\$208.79	\$55.22		Y	
25.00	11/22/2011	12/12/2012	\$264.01	\$205.23	\$58.78		Y	
25.00	11/22/2011	12/13/2012	\$263.11	\$205.23	\$57.88		Y	
25.00	11/23/2011	12/13/2012	\$263.11	\$202.15	\$60.96		Y	
50.00	11/23/2011	12/14/2012	\$531.79	\$404.29	\$127.50		Y	
75.00	02/21/2012	04/08/2013	\$892.28	\$677.50	\$214.78		Y	
25.00	02/15/2012	04/08/2013	\$297.42	\$225.50	\$71.92		Y	
25.00	02/15/2012	04/09/2013	\$300.16	\$225.49	\$74.67		Y	
50.00	01/27/2012	04/09/2013	\$600.32	\$447.96	\$152.36		Y	
25.00	01/23/2012	04/10/2013	\$301.93	\$217.33	\$84.60		Y	
25.00	01/25/2012	04/10/2013	\$301.94	\$218.63	\$83.31		Y	
50.00	01/27/2012	04/10/2013	\$603.88	\$447.96	\$155.92		Y	
70.00	04/04/2012	04/11/2013	\$865.36	\$593.55	\$271.81		Y	
Total			\$5,749.32	\$4,279.61	\$1,469.71			
87812E106 / TARGET CORP								
15.00	11/21/2011	06/11/2013	\$1,052.08	\$783.56	\$268.52		Y	
10.00	01/23/2012	06/11/2013	\$701.38	\$502.22	\$199.16		Y	
Total			\$1,753.46	\$1,285.78	\$467.68			
87952P307 / TELE2 AB ADR								
25.00	11/22/2011	06/24/2013	\$141.52	\$239.85	(\$98.33)		Y	
881624209 / TEVA PHARM INDS LTD ADR								
25.00	01/23/2012	08/11/2013	\$992.98	\$1,147.87	(\$154.89)		Y	
89151E109 / TOTAL SA ADR								
25.00	02/03/2012	08/11/2013	\$1,240.47	\$1,355.34	(\$114.87)		Y	
92857W209 / VODAFONE GP PLC NEW ADR								
25.00	05/25/2012	06/11/2013	\$744.98	\$679.27	\$65.71		Y	
959802109 / WESTERN UNION CO								
50.00	11/22/2011	12/12/2012	\$661.03	\$828.43	(\$167.40)		Y	
25.00	11/21/2011	12/12/2012	\$330.51	\$408.74	(\$76.23)		Y	
50.00	11/21/2011	12/13/2012	\$659.25	\$813.49	(\$154.24)		Y	
Total			\$1,650.79	\$2,048.66	(\$397.87)			
982257200 / WHARF HOLDINGS ADR								
25.00	12/02/2011	12/12/2012	\$382.74	\$248.68	\$134.06		Y	
50.00	12/02/2011	12/13/2012	\$766.73	\$497.35	\$269.38		Y	
25.00	11/22/2011	12/14/2012	\$385.41	\$239.83	\$145.58		Y	
50.00	12/01/2011	12/14/2012	\$770.82	\$495.50	\$275.32		Y	
25.00	11/23/2011	12/14/2012	\$385.40	\$239.75	\$145.65		Y	
75.00	11/23/2011	12/28/2012	\$719.24	\$719.24	\$0.00		Y	
Total			\$3,410.34	\$2,440.35	\$969.99			
982257408 / WHARF HOLDINGS ADR								
25.00	05/09/2012	06/11/2013	\$423.22	\$282.07	\$141.15		Y	
Total Long term gain loss			\$297,095.01	\$260,356.59	\$36,738.42			

Bessemer Trust

Capital Gain & Loss							Page 1 of 1
Statement for the period 07/01/12 to 06/30/13							
Shares/	Date			Cost	Gain/	Disallowed	
par	acquired	Date		basis	loss	loss	
value		sold	Proceeds				Covered
Los Angeles / Joan West							
8M3607 UVAS FOUNDATION FI							
Long term gain loss							
3135G0GY3 / FED NATL MTG ASSOC 01/30/2017							
40,000 00	01/24/2012	03/11/2013	\$40,830 80	\$40,030 88	\$799.92		N
25,000 00	01/24/2012	06/11/2013	\$25,313 00	\$25,019.30	\$293 70		N
Total			\$66,143.80	\$65,050.18	\$1,093.62		
31331GCS6 / FEDERAL FARM CREDIT BANK 10/07/2013							
10,000 00	12/30/2008	08/28/2012	\$10,400 00	\$10,618.36	(\$218 36)		N
25,000 00	12/30/2008	09/11/2012	\$25,969 25	\$26,545 90	(\$576 65)		N
25,000 00	12/30/2008	10/18/2012	\$25,876 00	\$26,545.90	(\$669 90)		N
80,000 00	12/30/2008	11/19/2012	\$82,561 60	\$84,946 88	(\$2,385 28)		N
35,000 00	12/30/2008	01/16/2013	\$35,934 85	\$37,164 26	(\$1,229.41)		N
35,000 00	12/30/2008	05/06/2013	\$35,549 85	\$37,164 26	(\$1,614 41)		N
25,000 00	12/30/2008	06/11/2013	\$25,299 75	\$26,545 90	(\$1,246.15)		N
Total			\$241,591.30	\$249,531.46	(\$7,940.16)		
Total Long term gain loss			\$307,735.10	\$314,581 64	(\$6,846 54)		

UVAS FOUNDATION
Contributions

For the Twelve Months Ended June 30, 2013

Organization Name	Purpose	Location	Amount
826 Valencia	General Purpose	San Francisco, CA	\$ 2,500
Autism Services Association	General Purpose	Wellesley Hills, MA	2,500
Battleship Cove	USS Massachusetts	Fall River, MA	5,000
Birch Aquarium at Scripps Institution, UC San Diego	General Purpose	La Jolla, CA	2,500
Boy Scouts of America - Knox Trail Council	General Purpose	Framingham, MA	2,000
Building Futures Now	General Purpose	East Palo Alto, CA	2,500
Café Reconcile	General Purpose	New Orleans, LA	10,000
Catholic Charities	General Purpose	San Diego, CA	5,000
Coastal Horizons Center, Inc.	General Purpose	Wilmington, NC	2,500
Collective Roots	General Purpose	East Palo Alto, CA	1,000
CPMC Foundation	General Purpose	San Francisco, CA	5,000
East Bay Zoological Society	General Purpose	Oakland, CA	2,500
East Palo Alto Charter School	General Purpose	East Palo Alto, CA	5,000
East Palo Alto Phoenix Academy	General Purpose	East Palo Alto, CA	5,000
Eastside College Preparatory School	General Purpose	East Palo Alto, CA	5,000
Exploratorium	General Purpose	San Francisco, CA	2,500
FACE AIDS	General Purpose	Palo Alto, CA	5,000
FIRST Finance	General Purpose	Manchester, NH	2,500
GLIDE	J. Mirikitani Family Youth and Childcare Center	San Francisco, CA	2,000
Homes for Our Troops	General Purpose	Taunton, MA	5,000
Injured Marine Semper Fi Fund	General Purpose	Oceanside, CA	10,000
Museum of Science	General Purpose	Boston, MA	10,000
National Park Foundation	General Purpose	Washington, DC	5,000
Naval Aviation Museum Foundation	General Purpose	NAS Pensacola, FL	5,000
Navy-Marine Corps Relief Society	General Purpose	Arlington, VA	5,000
Patriots Point Foundation	General Purpose	Mt. Pleasant, SC	5,000
St. Sebastian's School	Annual Fund	Needham, MA	15,000
Salvation Army - San Diego	General Purpose	San Diego, CA	2,000
Salvation Army - San Francisco	General Purpose	San Francisco, CA	1,000
San Francisco Zoological Society	General Purpose	San Francisco, CA	2,500
Search Dog Fdn	General Purpose	Ojai, CA	2,000
Springwell, Inc.	Meals on Wheels Program	Waltham, MA	2,000
Stanford University - Haas Center for Public Service	General Purpose	Stanford, CA	5,000
Stanford University - Undergraduate Education Fund	General Purpose	Stanford, CA	5,000
United States Naval Academy Fdn	25% Drama Dept/75% General	Annapolis, MD	10,000
Univ. of California, Berkeley - Lawrence Hall of Sciences	General Purpose	Berkeley, CA	1,000
Zoological Society of San Diego	General Purpose	San Diego, CA	2,500
Total Contributions			\$ 163,000

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

<u>SOURCE</u>	<u>AMOUNT</u>
WELLS FARGO BANK	1.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	1.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

<u>SOURCE</u>	<u>GROSS AMOUNT</u>	<u>CAPITAL GAINS DIVIDENDS</u>	<u>COLUMN (A) AMOUNT</u>
CORPORATE BONDS	3,036.	0.	3,036.
PUBLIC SECURITIES	54,494.	23,381.	31,113.
U.S. GOVERNMENT BONDS	30,149.	0.	30,149.
TOTAL TO FM 990-PF, PART I, LN 4	87,679.	23,381.	64,298.

FORM 990-PF OTHER INCOME STATEMENT 3

<u>DESCRIPTION</u>	<u>(A) REVENUE PER BOOKS</u>	<u>(B) NET INVEST- MENT INCOME</u>	<u>(C) ADJUSTED NET INCOME</u>
MISCELLANEOUS INCOME	50.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	50.	0.	

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 4

<u>DESCRIPTION</u>	<u>(A) EXPENSES PER BOOKS</u>	<u>(B) NET INVEST- MENT INCOME</u>	<u>(C) ADJUSTED NET INCOME</u>	<u>(D) CHARITABLE PURPOSES</u>
PROFESSIONAL INVESTMENT SERVICES	10,918.	10,918.		0.
TO FORM 990-PF, PG 1, LN 16C	10,918.	10,918.		0.

FORM 990-PF	TAXES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FEDERAL EXCISE TAX	2,294.	0.		0.	
FOREIGN TAXES	1,151.	1,151.		0.	
TO FORM 990-PF, PG 1, LN 18	3,445.	1,151.		0.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
OFFICE EXPENSES	4,550.	3,185.		0.	
FILING FEES	60.	0.		0.	
	40.	0.		0.	
TO FORM 990-PF, PG 1, LN 23	4,650.	3,185.		0.	

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS			STATEMENT	7
DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE	
MUNICIPAL BONDS		X	714,266.	826,650.	
TOTAL U.S. GOVERNMENT OBLIGATIONS					
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS			714,266.	826,650.	
TOTAL TO FORM 990-PF, PART II, LINE 10A			714,266.	826,650.	

FORM 990-PF	CORPORATE STOCK	STATEMENT	8
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
COMMON STOCK	1,514,560.	1,854,699.
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,514,560.	1,854,699.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	9
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS	COST	537,401.	396,255.
TOTAL TO FORM 990-PF, PART II, LINE 13		537,401.	396,255.

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT	10
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NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
KENNETH P. MATEO 3697 MT. DIABLO BOULEVARD, SUITE 205 LAFAYETTE, CA 945497113	DIRECTOR 0.00	0.	0.	0.
LAURA D. MATEO 3697 MT. DIABLO BOULEVARD, SUITE 205 LAFAYETTE, CA 945497113	SECRETARY/DIRECTOR 0.00	0.	0.	0.
ANDREW E. ZEISLER 3697 MT. DIABLO BOULEVARD, SUITE 205 LAFAYETTE, CA 945497113	TREASURER 0.00	0.	0.	0.
PAUL L. DAVIES, JR. 3697 MT. DIABLO BOULEVARD, SUITE 205 LAFAYETTE, CA 945497113	DIRECTOR 0.00	0.	0.	0.

GREGORY W. MATEO	PRESIDENT/DIRECTOR			
3697 MT. DIABLO BOULEVARD, SUITE				
205	0.00	0.	0.	0.
LAFAYETTE, CA 945497113				
WESLEY D. MATEO	DIRECTOR			
3697 MT. DIABLO BOULEVARD, SUITE				
205	0.00	0.	0.	0.
LAFAYETTE, CA 945497113				
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

UVAS FOUNDATION

ID# 94-2678808

YEAR ENDED JUNE 30, 2013

COMPENSATION OF OFFICERS AND DIRECTORS

<u>Name</u>	<u>Address</u>	<u>Title/Position</u>	<u>Compensation/ Time Devoted</u>
Gregory W. Mateo	*	President/Director	**
Laura D. Mateo	*	Secretary/Director	**
Andrew E. Zeisler	*	Treasurer	**
Paul L. Davies, Jr.	*	Director	**
Kenneth P. Mateo	*	Director	**
Wesley D. Mateo	*	Director	**
Meredith Mateo	*	Director	**

* 3697 Mt. Diablo Blvd., Suite 205, Lafayette, CA 94549

** All of the above officers and directors received no compensation, no benefits, and no expense allowances, and devoted as much time as was necessary to conduct their respective positions.