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 08/01 **, 2012, and ending** 07/31 **, 20**13

Name of foundation
CHALLENGER FOUNDATION

Number and street (or P O box number if mail is not delivered to street address)
P.O. BOX 73, BOWLING GREEN STATION

Room/suite

City or town, state, and ZIP code
NEW YORK, NY 10274-0073

A Employer identification number
13-7109402

B Telephone number (see instructions)
(518) 640-5000

C If exemption application is pending check here ▶ ☐

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

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

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

G Check all that apply ☐ 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 *(from Part II, col (c), line 16)* ▶ $ 22,354,066.

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

Part I Analysis of Revenue and Expenses

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ▶ ☒ if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments	1,120.	1,120.		ATCH 1
	4	Dividends and interest from securities	514,194.	514,194.		ATCH 2
	5 a	Gross rents				
	b	Net rental income or (loss)				
	6 a	Net gain or (loss) from sale of assets not on line 10	118,542.			
	b	Gross sales price for all assets on line 6a 1,288,642.				
	7	Capital gain net income (from Part IV, line 2)		118,542.		
	8	Net short-term capital gain				
	9	Income modifications				
	10 a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	633,856.	633,856.	0	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0			
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16 a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)				
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see instructions) ATCH 3	7,100.	2,100.		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule) ATCH 4	31,056.	31,056.		
	24	**Total operating and administrative expenses.** Add lines 13 through 23	38,156.	33,156.		
	25	Contributions, gifts, grants paid	874,000.			874,000.
	26	**Total expenses and disbursements** Add lines 24 and 25	912,156.	33,156.	0	874,000.
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-278,300.			
	b	**Net investment income** (if negative, enter -0-)		600,700.		
	c	**Adjusted net income** (if negative enter -0-)			0	

RECEIVED
MAY 13 2014
OGDEN, UT
IRS-OSC

SCANNED MAY 15 2014

JSA **For Paperwork Reduction Act Notice, see instructions**
2E1410 1 000

14

Part II Balance Sheets

		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	1,203,590.	1,302,664.	1,302,664.
	3	Accounts receivable ▶ Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶ Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U S and state government obligations (attach schedule)			
	b	Investments - corporate stock (attach schedule) ATCH 5	12,658,004.	12,339,876.	18,196,581.
	c	Investments - corporate bonds (attach schedule)			
	11	Investments - land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule) ATCH 6	2,566,840.	2,507,594.	2,854,821.
	14	Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	16,428,434.	16,150,134.	22,354,066.
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)	0	0	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☒			
	27	Capital stock, trust principal, or current funds	16,428,434.	16,150,134.	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see instructions)	16,428,434.	16,150,134.	
	31	**Total liabilities and net assets/fund balances** (see instructions)	16,428,434.	16,150,134.	

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	16,428,434.
2	Enter amount from Part I, line 27a	2	-278,300.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	16,150,134.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	16,150,134.

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

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

	(i) 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				
b				
c				
d				
e				

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	118,542.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	0

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011	1,411,600.	19,303,833.	0.073125
2010	762,413.	19,715,440.	0.038671
2009	300,250.	16,948,071.	0.017716
2008	770,009.	14,654,522.	0.052544
2007	562,100.	20,610,248.	0.027273

2 Total of line 1, column (d)	2	0.209329
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.041866
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	20,664,517.
5 Multiply line 4 by line 3	5	865,141.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	6,007.
7 Add lines 5 and 6	7	871,148.
8 Enter qualifying distributions from Part XII, line 4	8	874,000.

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 ▶ ☐ 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	6,007.
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	
3	Add lines 1 and 2			3	6,007.
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	6,007.
6	Credits/Payments				
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	11,865.		
b	Exempt foreign organizations - tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c	3,000.		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	14,865.
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	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	8,858.
11	Enter the amount of line 10 to be **Credited to 2013 estimated tax** ▶ 8,858. **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 the 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 ▶ $ ____________ **(2)** On foundation managers ▶ $ ____________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ____________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		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?	4b	N/A	
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) ▶ NEW YORK			
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 ▶ THE AYCO COMPANY - NTG Telephone no ▶ 518-640-5000

Located at ▶ 25 BRITISH AMERICAN BOULEVARD LATHAM, NY ZIP+4 ▶ 12210

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

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

			Yes	No
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		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	N/	A
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)	2b	N/	A
c If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ ____ , ____ , ____ , ____			
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b If "Yes," did it have excess business holdings in 2012 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012)*	3b	N/	A
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)? (see instructions) . . . . ☐ Yes ☒ No

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

b If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? . . . . **5b** N/A

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** No: 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? . . . . **7b** N/A

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATCH 7		0	0	0

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

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE		0	0	0

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

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

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

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

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 PLEASE NOTE, THE FOUNDATION IS NOT INVOLVED IN ANY DIRECT CHARITABLE ACTIVITIES. ITS PRIMARY PURPOSE IS TO SUPPORT BY CONTRIBUTIONS, OTHER ORGANIZATIONS EXEMPT UNDER INTERNAL	NONE
2 REVENUE CODE SECTION 501 (C) (3).	
3	
4	

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc, purposes				
a	Average monthly fair market value of securities			1a	17,355,863.
b	Average of monthly cash balances			1b	847,770.
c	Fair market value of all other assets (see instructions)			1c	2,775,572.
d	**Total** (add lines 1a, b, and c)			1d	20,979,205.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e			
2	Acquisition indebtedness applicable to line 1 assets			2	
3	Subtract line 2 from line 1d			3	20,979,205.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)			4	314,688.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4			5	20,664,517.
6	**Minimum investment return.** Enter 5% of line 5			6	1,033,226.

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	1,033,226.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	6,007.		
b	Income tax for 2012 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	6,007.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	1,027,219.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	1,027,219.
6	Deduction from distributable amount (see instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	1,027,219.

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	874,000.
b	Program-related investments - total from Part IX-B	1b	
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	874,000.
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 (see instructions)	5	6,007.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	867,993.

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					1,027,219.
2	Undistributed income, if any, as of the end of 2012					
a	Enter amount for 2011 only					
b	Total for prior years 20 10 ,20 09 ,20 08					
3	Excess distributions carryover, if any, to 2012					
a	From 2007	0				
b	From 2008	0				
c	From 2009	0				
d	From 2010	0				
e	From 2011	292,229.				
f	**Total** of lines 3a through e		292,229.			
4	Qualifying distributions for 2012 from Part XII, line 4 ▶ $ 874,000.					
a	Applied to 2011, but not more than line 2a					
b	Applied to undistributed income of prior years (Election required - see instructions)					
c	Treated as distributions out of corpus (Election required - see instructions)					
d	Applied to 2012 distributable amount					874,000.
e	Remaining amount distributed out of corpus					
5	Excess distributions carryover applied to 2012 *(If an amount appears in column (d), the same amount must be shown in column (a))*		153,219.			153,219.
6	**Enter the net total of each column as indicated below:**					
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5		139,010.			
b	Prior years' undistributed income Subtract line 4b from line 2b					
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					
d	Subtract line 6c from line 6b Taxable amount - see instructions					
e	Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount - see instructions					
f	Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013					NONE
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)					
8	Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)					
9	**Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a		139,010.			
10	Analysis of line 9					
a	Excess from 2008	0				
b	Excess from 2009	0				
c	Excess from 2010	0				
d	Excess from 2011	139,010.				
e	Excess from 2012	0				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) NOT APPLICABLE

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))

E. GERALD CORRIGAN

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

N/A

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*				
ATCH 8				
Total . . . . ▶ **3a**				874,000.
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	1,120.	
4 Dividends and interest from securities			14	514,194.	
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	118,542.	
9 Net income or (loss) from special events . . .					
10 Gross profit or (loss) from sales of inventory . .					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				633,856.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . . 13 633,856.

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)
N/A	NOT APPLICABLE

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		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

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

▶ Signature of officer or trustee

▶ 5/4/14 Date

▶ Trustee Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
CHRISTINE W. DIIONNA		4/15/14		P00999533

Firm's name ▶ THE AYCO COMPANY, LP | Firm's EIN ▶ 33-1187432

Firm's address ▶ PO BOX 15014
ALBANY, NY 12212-5014 | Phone no 518-640-5000

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL CAPITAL GAIN DISTRIBUTIONS					27,958.	
		GS #02183 ST - SEE ATTACHED PROPERTY TYPE: SECURITIES				P	VAR	06/26/2013
39,001.		40,074.					-1,073.	
		GS #02183 LT - SEE ATTACHED PROPERTY TYPE: SECURITIES				P	VAR	06/26/2013
706,043.		694,820.					11,223.	
		GS #12551 ST - SEE ATTACHED PROPERTY TYPE: SECURITIES				P	VAR	07/19/2013
148,284.		137,530.					10,754.	
		GS #12551 LT - SEE ATTACHED PROPERTY TYPE: SECURITIES				P	VAR	07/26/2013
290,959.		240,485.					50,474.	
		GS #16397 ST - SEE ATTACHED PROPERTY TYPE: SECURITIES				P	VAR	07/17/2013
9,519.		7,976.					1,543.	
		GS #16397 LT - SEE ATTACHED PROPERTY TYPE: SECURITIES				P	VAR	07/31/2013
66,878.		49,215.					17,663.	
TOTAL GAIN(LOSS)							118,542.	

ATTACHMENT 1

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
GOLDMAN SACHS #2183	1,030.	1,030.	
GOLDMAN SACHS #7580	1.	1.	
CITIBANK #8466	40.	40.	
GOLDMAN SACHS #1030	1.	1.	
GOLDMAN SACHS #6397	11.	11.	
GOLDMAN SACHS #2551	37.	37.	
TOTAL	1,120.	1,120.	

ATTACHMENT 2

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
GOLDMAN SACHS #2183 - DIVIDENDS	314,733.	314,733.	
GOLDMAN SACHS #2183 - INTEREST	100,500.	100,500.	
GOLDMAN SACHS #2551 - DIVIDENDS	16,744.	16,744.	
GOLDMAN SACHS #6397 - DIVIDENDS	6,253.	6,253.	
GOLDMAN SACHS #7580 - DIVIDENDS	14,753.	14,753.	
GS MEZZANINE PARTNERS 2006 INV INCOME	10,037.	10,037.	
GS PRIVATE EQUITY PARTNERS FD INV INCOME	39,215.	39,215.	
GS INT'L INFRASTRUCTURE PTRS INV INCOME	663.	663.	
GS VINTAGE II FUND INV INCOME	11,296.	11,296.	
TOTAL	514,194.	514,194.	

ATTACHMENT 3

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
FOREIGN TAXES PAID	2,100.	2,100.		
FEDERAL ESTIMATED PAYMENT	5,000.	0.		
TOTALS	7,100.	2,100.		

ATTACHMENT 4

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
MANAGEMENT FEES	26,532.	26,532.		
FOREIGN FEES	4,524.	4,524.		
TOTALS	31,056.	31,056.		

ATTACHMENT 5

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
GOLDMAN SACHS #2183	10,872,305.	16,397,700.
GOLDMAN SACHS #2551	731,494.	956,737.
GOLDMAN SACHS #6397	230,630.	302,781.
GOLDMAN SACHS #7580	505,447.	539,363.
TOTALS	12,339,876.	18,196,581.

ATTACHMENT 6

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
GS PRIVATE EQUITY PARTNERS	134,404.	151,121.
GS VINTAGE III FUND	41,761.	64,319.
GS MEZZANINE PARTNERS 2006 LP	145,000.	77,735.
GS INTL INFRASTRUCTURE FUND	186,429.	118,020.
SPRUCEGROVE OFFSHORE, LP	1,000,000.	1,228,050.
WILLIAM BLAIR OFFSHORE FUND	500,000.	706,385.
GS INVESTMENT PARTNERS	250,000.	257,588.
GS LIBERTY HARBOR	250,000.	251,603.
TOTALS	2,507,594.	2,854,821.

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 7

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION			
E. GERALD CORRIGAN P.O. BOX 73, BOWLING GREEN STATION NEW YORK, NY 10274-0073	TRUSTEE - AS NEEDED	0	0	0
CATHY E. MINEHAN P.O. BOX 73, BOWLING GREEN STATION NEW YORK, NY 10274-0073	TRUSTEE - AS NEEDED	0	0	0
ELIZABETH A. CORRIGAN P.O. BOX 73, BOWLING GREEN STATION NEW YORK, NY 10274-0073	TRUSTEE - AS NEEDED	0	0	0
KAREN B. CORRIGAN P.O. BOX 73, BOWLING GREEN STATION NEW YORK, NY 10274-0073	TRUSTEE - AS NEEDED	0	0	0
	GRAND TOTALS			

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 8

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
SEE ATTACHED LIST	NONE 501(C)(3)	GENERAL CHARITABLE PURPOSES	874,000
		TOTAL CONTRIBUTIONS PAID	874,000.

THE CHALLENGER FOUNDATION
CHARITABLE CONTRIBUTION LIST
FYE: 7/31/2013

Date	Check #	Payee	Amount
09/04/12	396	Massachusetts General Hospital, Boston, MA (Story Book Ball)	20,000 00
10/10/12	397	Right To Play, New York, NY	25,000 00
10/12/12	398	Financial Services Volunteer Corporation, New York, NY	5,000 00
10/17/12	Wire	Fordham University, New York, NY	250,000 00
10/17/12	Wire	Fairfield University, Fairfield, CT	250,000 00
11/29/12	399	Liberty Street Relief Fund, New York, NY	50,000 00
04/23/13	413	Financial Services Volunteer Corporation, New York, NY	5,000 00
04/23/13	409	The Women's Legal Defense and Education Fund, New York, NY	5,000 00
04/23/13	415	Dana Farber Cancer Institute, Brookline, MA	10,000 00
04/24/13	414	USS Constitution Museum, Boston, MA	5,000 00
04/24/13	404	American Academy of Arts and Science, Cambridge, MA	10,000 00
04/24/13	412	The Group of Thirty, Washington, D C	20,000 00
04/25/13	401	Bretton Woods Committee, Washington, DC	5,000 00
04/25/13	403	Brooklyn Museum, Brooklyn, NY	5,000 00
04/25/13	402	Marine Toys for Tots, Triangle, Virginia	5,000 00
04/25/13	410	Robin Hood, New York, NY	10,000 00
07/26/13	407	Trout Unlimited, Washington, DC	2,000 00
04/29/13	411	Montana Environmental Information Center, Helena, MT	2,000.00
04/29/13	406	Animal Rescue League of Boston, Boston, MA	2,500 00
04/29/13	416	Trilateral Commission, Washington, DC	20,000 00
04/30/13	408	Sacred Heart High School, Waterbury, CT	10,000 00
05/01/13	405	John's Island Florida Foundation, Indian River Shores, FL	2,500 00
05/07/13	420	Simmons School of Management, Boston, MA	50,000 00
05/08/13	417	Zoo New England, Boston, MA	5,000 00
05/09/13	419	Dr James J Mongan Outpatient Center, Cambridge, MA	50,000 00
06/06/13	422	George Washington University Law School, Washington, DC	50,000 00
		Total Charitable Contributions Paid	**$ 874,000.00**

All contributions were made to the general purpose fund of public charitable organizations that were classified under section 501(c)(3) of the Internal Revenue Code.

SCHEDULE D
(Form 1041)

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

▶ **Attach to Form 1041, Form 5227, or Form 990-T.**
▶ **Information about Schedule D (Form 1041) and its separate instructions is at *www.irs.gov/form1041*.**

OMB No 1545-0092

2012

Name of estate or trust	Employer identification number
CHALLENGER FOUNDATION	13-7109402

Note: *Form 5227 filers need to complete only Parts I and II*

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a					

b	Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	11,224.
2	Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3	Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	
4	Short-term capital loss carryover Enter the amount, if any, from line 9 of the 2011 Capital Loss Carryover Worksheet	4	( )
5	**Net short-term gain or (loss).** Combine lines 1a through 4 in column (f) Enter here and on line 13, column (3) on the back ▶	5	11,224.

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a					

b	Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	79,360.
7	Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8	Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	
9	Capital gain distributions	9	27,958.
10	Gain from Form 4797, Part I	10	
11	Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2011 Capital Loss Carryover Worksheet	11	( )
12	**Net long-term gain or (loss).** Combine lines 6a through 11 in column (f) Enter here and on line 14a, column (3) on the back ▶	12	107,318.

Part III Summary of Parts I and II

Caution: *Read the instructions* ***before*** *completing this part.*

			(1) Beneficiaries' (see instr)	(2) Estate's or trust's	(3) Total
13	**Net short-term gain or (loss)**	13			11,224.
14	**Net long-term gain or (loss):**				
a	Total for year	14a			107,318.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht)	14b			
c	28% rate gain	14c			
15	**Total net gain or (loss).** Combine lines 13 and 14a ▶	15			118,542.

Note: *If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a) If lines 14a and 15, column (2), are net gains, go to Part V, and* ***do not*** *complete Part IV If line 15, column (3), is a net loss, complete Part IV and the* ***Capital Loss Carryover Worksheet,*** *as necessary*

Part IV Capital Loss Limitation

16 Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the **smaller** of:
a The loss on line 15, column (3) **or** b $3,000 . . . . 16 ( )

Note: *If the loss on line 15, column (3), is more than $3,000,* ***or*** *if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the* ***Capital Loss Carryover Worksheet*** *in the instructions to figure your capital loss carryover*

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part **only** if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), **and** Form 1041, line 22, is more than zero

Caution: *Skip this part and complete the* ***Schedule D Tax Worksheet*** *in the instructions if*

- *Either line 14b, col (2) or line 14c, col (2) is more than zero, or*
- *Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero*

Form 990-T trusts. Complete this part **only** if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, **and** Form 990-T, line 34, is more than zero Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if either line 14b, col. (2) or line 14c, col (2) is more than zero

17	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)			17			
18	Enter the **smaller** of line 14a or 15 in column (2) but not less than zero	18					
19	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	19					
20	Add lines 18 and 19	20					
21	If the estate or trust is filing Form 4952, enter the amount from line 4g, otherwise, enter -0- ▶	21					
22	Subtract line 21 from line 20 If zero or less, enter -0-			22			
23	Subtract line 22 from line 17. If zero or less, enter -0-			23			
24	Enter the **smaller** of the amount on line 17 or $2,400			24			
25	Is the amount on line 23 equal to or more than the amount on line 24? ☐ **Yes.** Skip lines 25 and 26, go to line 27 and check the "No" box ☐ **No.** Enter the amount from line 23			25			
26	Subtract line 25 from line 24			26			
27	Are the amounts on lines 22 and 26 the same? ☐ **Yes.** Skip lines 27 thru 30, go to line 31 ☐ **No.** Enter the smaller of line 17 or line 22			27			
28	Enter the amount from line 26 (If line 26 is blank, enter -0-)			28			
29	Subtract line 28 from line 27			29			
30	Multiply line 29 by 15% (15)					30	
31	Figure the tax on the amount on line 23 Use the 2012 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)					31	
32	Add lines 30 and 31					32	
33	Figure the tax on the amount on line 17 Use the 2012 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)					33	
34	**Tax on all taxable income.** Enter the **smaller** of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36)					34	

SCHEDULE D-1
(Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

▶ **Attach to Schedule D to list additional transactions for lines 1a and 6a.**
▶ **Information about Schedule D (Form 1041) and its separate instructions is at *www.irs.gov/form1041*.**

OMB No 1545-0092

2012

Name of estate or trust
CHALLENGER FOUNDATION

Employer identification number
13-7109402

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

	(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a	GS #02183 ST - SEE ATTACHED	VAR	06/26/2013	39,001.	40,074.	-1,073.
	GS #12551 ST - SEE ATTACHED	VAR	07/19/2013	148,284.	137,530.	10,754.
	GS #16397 ST - SEE ATTACHED	VAR	07/17/2013	9,519.	7,976.	1,543.

1b **Total.** Combine the amounts in column (f) Enter here and on Schedule D, line 1b . . . . 11,224.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041. **Schedule D-1 (Form 1041) 2012**

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side

Employer identification number

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a GS #02183 LT - SEE ATTACHED	VAR	06/26/2013	706,043.	694,820.	11,223.
GS #12551 LT - SEE ATTACHED	VAR	07/26/2013	290,959.	240,485.	50,474.
GS #16397 LT - SEE ATTACHED	VAR	07/31/2013	66,878.	49,215.	17,663.

6b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 6b . . . . 79,360.

THE CHALLENGER FOUNDATION
SCHEDULE D ATTACHMENT
FYE 7/31/13
EIN: 13-7109402

Description	Acq Date	Sold Date	Shares Sold	COST	PROCEEDS	Gain/Loss		Acct #
GS High Yield Instl Mutual Fd Class I	06/29/12	06/26/13	338 48	2,413 35	2,416 73	3 38	ST	#2183
GS High Yield Instl Mutual Fd Class I	07/31/12	06/26/13	337 58	2,440 69	2,410 31	(30 38)	ST	#2183
GS High Yield Instl Mutual Fd Class I	08/31/12	06/26/13	352 94	2,562 36	2,519 99	(42 37)	ST	#2183
GS High Yield Instl Mutual Fd Class I	09/28/12	06/26/13	349 34	2,557 14	2,494 29	(62 85)	ST	#2183
GS High Yield Instl Mutual Fd Class I	10/31/12	06/26/13	351 69	2,584 94	2,511 07	(73 87)	ST	#2183
GS High Yield Instl Mutual Fd Class I	11/30/12	06/26/13	363 42	2,678 42	2,594 82	(83 60)	ST	#2183
GS High Yield Instl Mutual Fd Class I	12/12/12	06/26/13	1,068 31	7,820 02	7,627 73	(192 29)	ST	#2183
GS High Yield Instl Mutual Fd Class I	12/12/12	06/26/13	111 89	819 05	798 89	(20 16)	ST	#2183
GS High Yield Instl Mutual Fd Class I	12/31/12	06/26/13	371 62	2,716 51	2,653 37	(63 14)	ST	#2183
GS High Yield Instl Mutual Fd Class I	01/31/13	06/26/13	367 51	2,708 52	2,624 02	(84 50)	ST	#2183
GS High Yield Instl Mutual Fd Class I	02/28/13	06/26/13	373 85	2,755 24	2,669 29	(85 95)	ST	#2183
GS High Yield Instl Mutual Fd Class I	03/28/13	06/26/13	357 69	2,654 06	2,553 91	(100 15)	ST	#2183
GS High Yield Instl Mutual Fd Class I	04/30/13	06/26/13	358 05	2,688 92	2,556 48	(132 44)	ST	#2183
GS High Yield Instl Mutual Fd Class I	05/31/13	06/26/13	360 02	2,674 95	2,570 54	(104 41)	ST	#2183
Cisco Systems, Inc		01/09/13	2,600 00	32,817 50	52,882 81	20,065 31	LT	#2183
GS High Yield Instl Mutual Fd Class I	07/31/03	06/26/13	29,735 34	207,886 22	212,310 33	4,424 11	LT	#2183
GS High Yield Instl Mutual Fd Class I	08/29/03	06/26/13	214 37	1,618 49	1,530 60	(87 89)	LT	#2183
GS High Yield Instl Mutual Fd Class I	09/30/03	06/26/13	211 92	1,629 65	1,513 09	(116 56)	LT	#2183
GS High Yield Instl Mutual Fd Class I	10/31/03	06/26/13	220 27	1,720 30	1,572 72	(147 58)	LT	#2183
GS High Yield Instl Mutual Fd Class I	11/28/03	06/26/13	220 24	1,731 06	1,572 49	(158 57)	LT	#2183
GS High Yield Instl Mutual Fd Class I	12/31/03	06/26/13	219 24	1,747 33	1,565 36	(181 97)	LT	#2183
GS High Yield Instl Mutual Fd Class I	01/30/04	06/26/13	217 98	1,761 30	1,556 40	(204 90)	LT	#2183
GS High Yield Instl Mutual Fd Class I	02/27/04	06/26/13	221 50	1,767 56	1,581 50	(186 06)	LT	#2183
GS High Yield Instl Mutual Fd Class I	03/31/04	06/26/13	224 26	1,785 13	1,601 24	(183 89)	LT	#2183
GS High Yield Instl Mutual Fd Class I	04/30/04	06/26/13	225 81	1,795 20	1,612 29	(182 91)	LT	#2183
GS High Yield Instl Mutual Fd Class I	05/28/04	06/26/13	232 80	1,808 86	1,662 20	(146 66)	LT	#2183
GS High Yield Instl Mutual Fd Class I	06/30/04	06/26/13	252 46	1,979 29	1,802 56	(176 73)	LT	#2183
GS High Yield Instl Mutual Fd Class I	07/30/04	06/26/13	253 96	1,998 64	1,813 25	(185 39)	LT	#2183
GS High Yield Instl Mutual Fd Class I	08/31/04	06/26/13	253 40	2,014 56	1,809 30	(205 26)	LT	#2183
GS High Yield Instl Mutual Fd Class I	09/30/04	06/26/13	253 54	2,028 34	1,810 30	(218 04)	LT	#2183
GS High Yield Instl Mutual Fd Class I	10/29/04	06/26/13	253 11	2,047 67	1,807 21	(240 46)	LT	#2183
GS High Yield Instl Mutual Fd Class I	11/30/04	06/26/13	252 35	2,061 71	1,801 79	(259 92)	LT	#2183
GS High Yield Instl Mutual Fd Class I	12/31/04	06/26/13	345 57	2,844 05	2,467 38	(376 67)	LT	#2183
GS High Yield Instl Mutual Fd Class I	01/31/05	06/26/13	232 08	1,896 07	1,657 03	(239 04)	LT	#2183
GS High Yield Instl Mutual Fd Class I	02/28/05	06/26/13	230 05	1,900 19	1,642 54	(257 65)	LT	#2183
GS High Yield Instl Mutual Fd Class I	03/31/05	06/26/13	240 22	1,921 79	1,715 20	(206 59)	LT	#2183
GS High Yield Instl Mutual Fd Class I	04/29/05	06/26/13	246 45	1,929 69	1,759 64	(170 05)	LT	#2183
GS High Yield Instl Mutual Fd Class I	05/31/05	06/26/13	247 69	1,944 37	1,768 51	(175 86)	LT	#2183
GS High Yield Instl Mutual Fd Class I	06/30/05	06/26/13	245 24	1,957 04	1,751 04	(206 00)	LT	#2183
GS High Yield Instl Mutual Fd Class I	07/29/05	06/26/13	244 13	1,967 68	1,743 08	(224 60)	LT	#2183
GS High Yield Instl Mutual Fd Class I	08/31/05	06/26/13	245 87	1,981 68	1,755 48	(226 20)	LT	#2183
GS High Yield Instl Mutual Fd Class I	09/30/05	06/26/13	250 26	1,992 08	1,786 86	(205 22)	LT	#2183
GS High Yield Instl Mutual Fd Class I	10/31/05	06/26/13	256 69	2,007 32	1,832 77	(174 55)	LT	#2183
GS High Yield Instl Mutual Fd Class I	11/31/05	06/26/13	257 42	2,018 14	1,837 95	(180 19)	LT	#2183
GS High Yield Instl Mutual Fd Class I	12/30/05	06/26/13	258 67	2,035 76	1,846 93	(188 83)	LT	#2183
GS High Yield Instl Mutual Fd Class I	01/31/06	06/26/13	237 45	1,885 38	1,695 41	(189 97)	LT	#2183
GS High Yield Instl Mutual Fd Class I	02/28/06	06/26/13	236 44	1,889 17	1,688 20	(200 97)	LT	#2183
GS High Yield Instl Mutual Fd Class I	03/31/06	06/26/13	239 11	1,910 49	1,707 25	(203 24)	LT	#2183
GS High Yield Instl Mutual Fd Class I	04/28/06	06/26/13	219 35	1,754 78	1,566 14	(188 64)	LT	#2183
GS High Yield Instl Mutual Fd Class I	05/31/06	06/26/13	222 16	1,768 37	1,586 20	(182 17)	LT	#2183
GS High Yield Instl Mutual Fd Class I	06/30/06	06/26/13	225 29	1,770 77	1,608 57	(162 20)	LT	#2183
GS High Yield Instl Mutual Fd Class I	07/31/06	06/26/13	244 31	1,925 13	1,744 37	(180 76)	LT	#2183
GS High Yield Instl Mutual Fd Class I	08/31/06	06/26/13	248 91	1,976 37	1,777 22	(199 15)	LT	#2183
GS High Yield Instl Mutual Fd Class I	09/29/06	06/26/13	251 38	2,005 99	1,794 85	(211 14)	LT	#2183
GS High Yield Instl Mutual Fd Class I	10/31/06	06/26/13	252 26	2,030 65	1,801 14	(229 51)	LT	#2183
GS High Yield Instl Mutual Fd Class I	11/30/06	06/26/13	253 66	2,057 20	1,811 13	(246 07)	LT	#2183
GS High Yield Instl Mutual Fd Class I	12/29/06	06/26/13	401 97	3,264 02	2,870 07	(393 95)	LT	#2183
GS High Yield Instl Mutual Fd Class I	01/31/07	06/26/13	260 24	2,123 57	1,858 11	(265 46)	LT	#2183
GS High Yield Instl Mutual Fd Class I	02/28/07	06/26/13	243 03	2,000 14	1,735 23	(264 91)	LT	#2183
GS High Yield Instl Mutual Fd Class I	03/30/07	06/26/13	246 60	2,022 15	1,760 72	(261 43)	LT	#2183
GS High Yield Instl Mutual Fd Class I	04/30/07	06/26/13	245 63	2,031 38	1,753 80	(277 58)	LT	#2183
GS High Yield Instl Mutual Fd Class I	05/31/07	06/26/13	247 03	2,047 89	1,763 79	(284 10)	LT	#2183
GS High Yield Instl Mutual Fd Class I	06/29/07	06/26/13	253 80	2,055 76	1,812 13	(243 63)	LT	#2183
GS High Yield Instl Mutual Fd Class I	07/31/07	06/26/13	273 35	2,110 28	1,951 72	(158 56)	LT	#2183
GS High Yield Instl Mutual Fd Class I	08/31/07	06/26/13	272 67	2,121 38	1,946 87	(174 51)	LT	#2183
GS High Yield Instl Mutual Fd Class I	09/28/07	06/26/13	268 64	2,133 02	1,918 10	(214 92)	LT	#2183
GS High Yield Instl Mutual Fd Class I	10/31/07	06/26/13	271 01	2,151 83	1,935 02	(216 81)	LT	#2183
GS High Yield Instl Mutual Fd Class I	11/30/07	06/26/13	280 87	2,159 86	2,005 38	(154 48)	LT	#2183
GS High Yield Instl Mutual Fd Class I	12/31/07	06/26/13	429 47	3,276 89	3,066 44	(210 45)	LT	#2183
GS High Yield Instl Mutual Fd Class I	01/31/08	06/26/13	298 29	2,186 46	2,129 78	(56 68)	LT	#2183
GS High Yield Instl Mutual Fd Class I	02/29/08	06/26/13	293 78	2,106 39	2,097 57	(8 82)	LT	#2183
GS High Yield Instl Mutual Fd Class I	03/31/08	06/26/13	297 65	2,125 22	2,125 22	0 00	LT	#2183
GS High Yield Instl Mutual Fd Class I	04/30/08	06/26/13	287 10	2,138 87	2,049 87	(89 00)	LT	#2183
GS High Yield Instl Mutual Fd Class I	05/30/08	06/26/13	290 02	2,157 74	2,070 74	(87 00)	LT	#2183
GS High Yield Instl Mutual Fd Class I	06/30/08	06/26/13	310 69	2,212 13	2,218 34	6 21	LT	#2183
GS High Yield Instl Mutual Fd Class I	07/31/08	06/26/13	319 88	2,226 36	2,283 94	57 58	LT	#2183
GS High Yield Instl Mutual Fd Class I	08/29/08	06/26/13	329 01	2,286 60	2,349 11	62 51	LT	#2183
GS High Yield Instl Mutual Fd Class I	09/30/08	06/26/13	359 19	2,298 81	2,564 62	265 81	LT	#2183

Description	Acq Date	Sold Date	Shares Sold	COST	PROCEEDS	Gain/Loss		Acct #
GS High Yield Instl Mutual Fd Class I	10/31/08	06/26/13	434 96	2,305 29	3,105 61	800 32	LT	#2183
GS High Yield Instl Mutual Fd Class I	11/28/08	06/26/13	456 22	2,226 36	3,257 42	1,031 06	LT	#2183
GS High Yield Instl Mutual Fd Class I	12/31/08	06/26/13	487 04	2,464 43	3,477 47	1,013 04	LT	#2183
GS High Yield Instl Mutual Fd Class I	01/30/09	06/26/13	428 98	2,273 57	3,062 88	789 31	LT	#2183
GS High Yield Instl Mutual Fd Class I	02/27/09	06/26/13	424 08	2,192 47	3,027 90	835 43	LT	#2183
GS High Yield Instl Mutual Fd Class I	03/31/09	06/26/13	408 44	2,119 80	2,916 26	796 46	LT	#2183
GS High Yield Instl Mutual Fd Class I	04/30/09	06/26/13	379 34	2,139 46	2,708 47	569 01	LT	#2183
GS High Yield Instl Mutual Fd Class I	05/29/09	06/26/13	365 64	2,164 58	2,610 66	446 08	LT	#2183
GS High Yield Instl Mutual Fd Class I	06/30/09	06/26/13	370 51	2,230 45	2,645 44	414 99	LT	#2183
GS High Yield Instl Mutual Fd Class I	07/31/09	06/26/13	338 36	2,151 96	2,415 89	263 93	LT	#2183
GS High Yield Instl Mutual Fd Class I	08/31/09	06/26/13	337 18	2,171 42	2,407 44	236 02	LT	#2183
GS High Yield Instl Mutual Fd Class I	09/30/09	06/26/13	324 42	2,189 84	2,316 37	126 53	LT	#2183
GS High Yield Instl Mutual Fd Class I	10/30/09	06/26/13	352 33	2,402 88	2,515 62	112 74	LT	#2183
GS High Yield Instl Mutual Fd Class I	11/30/09	06/26/13	361 85	2,467 84	2,583 63	115 79	LT	#2183
GS High Yield Instl Mutual Fd Class I	12/31/09	06/26/13	480 85	3,341 90	3,433 26	91 36	LT	#2183
GS High Yield Instl Mutual Fd Class I	01/29/10	06/26/13	360 81	2,514 86	2,576 20	61 34	LT	#2183
GS High Yield Instl Mutual Fd Class I	02/26/10	06/26/13	344 89	2,390 11	2,462 54	72 43	LT	#2183
GS High Yield Instl Mutual Fd Class I	03/31/10	06/26/13	341 03	2,417 92	2,434 97	17 05	LT	#2183
GS High Yield Instl Mutual Fd Class I	04/30/10	06/26/13	328 22	2,356 60	2,343 47	(13 13)	LT	#2183
GS High Yield Instl Mutual Fd Class I	05/28/10	06/26/13	346 74	2,389 03	2,475 72	86 69	LT	#2183
GS High Yield Instl Mutual Fd Class I	06/30/10	06/26/13	375 46	2,598 16	2,680 76	82 60	LT	#2183
GS High Yield Instl Mutual Fd Class I	07/30/10	06/26/13	342 18	2,429 46	2,443 14	13 68	LT	#2183
GS High Yield Instl Mutual Fd Class I	08/31/10	06/26/13	368 14	2,595 38	2,628 52	33 14	LT	#2183
GS High Yield Instl Mutual Fd Class I	09/30/10	06/26/13	383 33	2,756 17	2,736 98	(19 19)	LT	#2183
GS High Yield Instl Mutual Fd Class I	10/29/10	06/26/13	352 14	2,574 17	2,514 28	(59 89)	LT	#2183
GS High Yield Instl Mutual Fd Class I	11/30/10	06/26/13	366 13	2,628 81	2,614 17	(14 64)	LT	#2183
GS High Yield Instl Mutual Fd Class I	12/31/10	06/26/13	361 39	2,638 17	2,580 32	(57 85)	LT	#2183
GS High Yield Instl Mutual Fd Class I	01/31/11	06/26/13	355 79	2,632 83	2,540 34	(92 49)	LT	#2183
GS High Yield Instl Mutual Fd Class I	02/28/11	06/26/13	364 46	2,715 25	2,602 24	(113 01)	LT	#2183
GS High Yield Instl Mutual Fd Class I	03/31/11	06/26/13	391 02	2,893 51	2,791 88	(101 63)	LT	#2183
GS High Yield Instl Mutual Fd Class I	04/29/11	06/26/13	359 13	2,682 72	2,564 19	(118 53)	LT	#2183
GS High Yield Instl Mutual Fd Class I	05/31/11	06/26/13	360 05	2,682 34	2,570 76	(111 58)	LT	#2183
GS High Yield Instl Mutual Fd Class I	06/30/11	06/26/13	368 06	2,694 19	2,627 95	(66 24)	LT	#2183
GS High Yield Instl Mutual Fd Class I	07/29/11	06/26/13	364 67	2,676 69	2,603 74	(72 95)	LT	#2183
GS High Yield Instl Mutual Fd Class I	08/31/11	06/26/13	386 24	2,680 48	2,757 73	77 25	LT	#2183
GS High Yield Instl Mutual Fd Class I	09/30/11	06/26/13	392 48	2,602 13	2,802 29	200 16	LT	#2183
GS High Yield Instl Mutual Fd Class I	10/31/11	06/26/13	361 78	2,536 08	2,583 11	47 03	LT	#2183
GS High Yield Instl Mutual Fd Class I	11/30/11	06/26/13	370 23	2,517 55	2,643 43	125 88	LT	#2183
GS High Yield Instl Mutual Fd Class I	12/14/11	06/26/13	616 74	4,187 67	4,403 53	215 86	LT	#2183
GS High Yield Instl Mutual Fd Class I	12/30/11	06/26/13	361 15	2,481 08	2,578 59	97 51	LT	#2183
GS High Yield Instl Mutual Fd Class I	01/31/12	06/26/13	348 86	2,459 44	2,490 84	31 40	LT	#2183
GS High Yield Instl Mutual Fd Class I	02/29/12	06/26/13	345 33	2,482 95	2,465 68	(17 27)	LT	#2183
GS High Yield Instl Mutual Fd Class I	03/30/12	06/26/13	355 20	2,536 10	2,536 10	(0 00)	LT	#2183
GS High Yield Instl Mutual Fd Class I	04/30/12	06/26/13	357 27	2,561 64	2,550 92	(10 72)	LT	#2183
GS High Yield Instl Mutual Fd Class I	05/31/12	06/26/13	358 66	2,521 40	2,560 85	39 45	LT	#2183
H J Heinz Co	11/13/07	06/10/13	1,000 00	45,639 00	72,500 00	26,861 00	LT	#2183
H J Heinz Co	01/10/08	06/10/13	1,000 00	46,850 00	72,500 00	25,650 00	LT	#2183
Petroleo Brasileiro	05/05/09	01/09/13	2,000 00	75,600 00	39,317 51	(36,282 49)	LT	#2183
Petroleo Brasileiro	12/22/09	01/09/13	1,000 00	46,250 00	19,658 76	(26,591 24)	LT	#2183
Subtotals Acct #02183				**40,074.17**	**39,001.44**	**(1,072.73)**	**ST**	
				694,819.86	**706,042.77**	**11,222 91**	**LT**	
				734,894 03	**745,044 21**	**10,150.18**		
ABBVIE INC CMN	04/09/12	02/27/13	117 00	3,721 32	4,286 32	565 00	ST	#6397
ABBVIE INC CMN	06/14/12	02/27/13	18 00	578 89	659 44	80 55	ST	#6397
MICROSOFT CORPORATION CMN	06/05/12	12/03/12	46 00	1,318 48	1,218 67	(99 81)	ST	#6397
PEPSICO INC CMN	02/27/13	07/17/13	18 00	1,355 34	1,513 72	158 38	ST	#6397
WALT DISNEY COMPANY (THE) CMN	10/04/11	09/20/12	35 00	1,002 16	1,841 05	838 89	ST	#6397
AMERICAN EXPRESS CO CMN	03/18/11	07/31/13	62 00	2,747 92	4,614 40	1,866 48	LT	#6397
AMERICAN EXPRESS CO CMN	04/12/11	07/31/13	54 00	2,495 96	4,018 99	1,523 03	LT	#6397
AMERICAN EXPRESS CO CMN	05/03/11	07/31/13	6 00	299 78	446 56	146 78	LT	#6397
AMERICAN EXPRESS CO CMN	08/09/11	07/31/13	28 00	1,249 84	2,083 92	834 08	LT	#6397
BOEING COMPANY CMN	07/22/11	05/08/13	17 00	1,235 90	1,599 40	363 50	LT	#6397
GENERAL ELECTRIC CO CMN	01/04/11	10/09/12	67 00	1,230 71	1,526 44	295 73	LT	#6397
GOOGLE, INC CMN CLASS A	06/15/10	02/27/13	2 00	980 17	1,599 47	619 30	LT	#6397
HONEYWELL INTL INC CMN	01/26/10	02/05/13	14 00	565 60	971 17	405 57	LT	#6397
JOHNSON & JOHNSON CMN	01/26/10	05/23/13	26 00	1,637 48	2,269 27	631 79	LT	#6397
JOHNSON & JOHNSON CMN	01/26/10	07/09/13	82 00	5,164 36	7,272 72	2,108 36	LT	#6397
JOHNSON & JOHNSON CMN	06/14/12	07/09/13	36 00	2,338 81	3,192 90	854 09	LT	#6397
LOWES COMPANIES INC CMN	02/15/11	11/09/12	33 00	836 91	1,043 19	206 28	LT	#6397
LOWES COMPANIES INC CMN	02/15/11	02/27/13	9 00	228 25	333 90	105 65	LT	#6397
LOWES COMPANIES INC CMN	09/28/10	02/27/13	31 00	691 95	1,150 10	458 15	LT	#6397
MC DONALDS CORP CMN	01/26/10	07/31/13	31 00	1,982 33	3,038 25	1,055 92	LT	#6397
MC DONALDS CORP CMN	03/02/10	07/31/13	18 00	1,153 52	1,764 15	610 63	LT	#6397
MICROSOFT CORPORATION CMN	01/26/10	11/09/12	92 00	2,746 20	2,663 63	(82 57)	LT	#6397
MICROSOFT CORPORATION CMN	01/26/10	12/03/12	145 00	4,328 25	3,841 47	(486 78)	LT	#6397
NIKE CLASS-B CMN CLASS B	03/18/11	05/08/13	21 00	812 91	1,341 08	528 17	LT	#6397
OCCIDENTAL PETROLEUM CORP CMN	08/25/10	06/07/13	19 00	1,381 86	1,768 06	386 20	LT	#6397
OCCIDENTAL PETROLEUM CORP CMN	01/26/10	06/07/13	48 00	3,742 56	4,466 67	724 11	LT	#6397
PEPSICO INC CMN	01/26/10	07/17/13	20 00	1,210 20	1,681 91	471 71	LT	#6397

Description	Acq Date	Sold Date	Shares Sold	COST	PROCEEDS	Gain/Loss		Acct #
PRAXAIR, INC CMN SERIES	01/26/10	06/07/13	46 00	3,659 30	5,245 08	1,585 78	LT	#6397
PRAXAIR, INC CMN SERIES	03/02/11	06/07/13	13 00	1,280 55	1,482 30	201 75	LT	#6397
PRUDENTIAL FINANCIAL INC CMN	06/28/11	03/21/13	20 00	1,237 37	1,175 47	(61 90)	LT	#6397
WALT DISNEY COMPANY (THE) CMN	08/09/11	08/21/12	34 00	1,138 72	1,711 01	572 29	LT	#6397
WALT DISNEY COMPANY (THE) CMN	08/09/11	09/20/12	48 00	1,607 60	2,524 87	917 27	LT	#6397
WALT DISNEY COMPANY (THE) CMN	08/10/11	09/20/12	39 00	1,229 78	2,051 46	821 68	LT	#6397
Subtotals Acct #16397				**7,976 19**	**9,519.20**	**1,543.01**	**ST**	
				49,214.79	**66,877 84**	**17,663 05**	**LT**	
				57,190.98	**76,397.04**	**19,206 06**		
TOTALS TO SCHEDULE D				**48,050.36**	**48,520 64**	**470.28**	**ST**	
				744,034 65	**772,920.61**	**28,885.96**	**LT**	
				1,951,858.24	**1,852,171.69**	**(99,686 55)**		-

THE CHALLENGER FOUNDATION
SCHEDULE D ATTACHMENT
FYE 7/31/13
EIN: 13-7109402
#2551

Description	Acq Date	Sold Date	Shares Sold	COST	PROCEEDS	Gain/Loss	
COACH INC CMN	5/21/2012	8/9/2012	45 00	3,039 07	2,476 03	(563 04)	ST
COACH INC CMN	5/18/2012	8/9/2012	19 00	1,256 67	1,045 43	(211 24)	ST
JPMORGAN CHASE & CO CMN	4/11/2012	8/9/2012	53 00	1,951 53	1,951 53	-	ST
JPMORGAN CHASE & CO CMN	4/11/2012	8/9/2012	49 00	1,811 37	1,811 37	-	ST
THERMO FISHER SCIENTIFIC INC CMN	1/6/2012	8/9/2012	8 00	378 66	455 58	76 92	ST
COACH INC CMN	5/21/2012	8/10/2012	45 00	3,039 07	2,452 59	(586 48)	ST
THERMO FISHER SCIENTIFIC INC CMN	1/6/2012	8/10/2012	4 00	189 33	227 31	37 98	ST
COACH INC CMN	5/22/2012	8/13/2012	20 00	1,378 25	1,095 87	(282 38)	ST
THERMO FISHER SCIENTIFIC INC CMN	1/6/2012	8/14/2012	10 00	473 32	565 58	92 26	ST
THERMO FISHER SCIENTIFIC INC CMN	1/9/2012	8/15/2012	3 00	142 12	172 26	30 14	ST
THERMO FISHER SCIENTIFIC INC CMN	1/6/2012	8/15/2012	17 00	804 65	976 17	171 52	ST
THERMO FISHER SCIENTIFIC INC CMN	1/9/2012	8/15/2012	17 00	805 35	979 16	173 81	ST
EATON CORPORATION CMN	2/7/2012	8/29/2012	4 00	205 18	181 04	(24 14)	ST
EATON CORPORATION CMN	2/7/2012	8/29/2012	11 00	564 23	497 84	(66 39)	ST
EATON CORPORATION CMN	2/10/2012	8/29/2012	19 00	975 02	859 90	(115 12)	ST
EATON CORPORATION CMN	2/3/2012	8/29/2012	35 00	1,837 58	1,584 04	(253 54)	ST
EATON CORPORATION CMN	2/8/2012	8/29/2012	46 00	2,367 58	2,081 88	(285 70)	ST
EATON CORPORATION CMN	2/10/2012	8/30/2012	21 00	1,077 66	934 88	(142 78)	ST
EATON CORPORATION CMN	2/14/2012	8/30/2012	24 00	1,237 05	1,068 44	(168 61)	ST
EATON CORPORATION CMN	2/13/2012	8/30/2012	35 00	1,818 26	1,558 13	(260 13)	ST
EATON CORPORATION CMN	2/14/2012	8/31/2012	15 00	773 15	670 68	(102 47)	ST
EATON CORPORATION CMN	2/15/2012	8/31/2012	5 00	255 70	223 56	(32 14)	ST
EATON CORPORATION CMN	2/15/2012	9/4/2012	35 00	1,789 89	1,531 14	(258 75)	ST
TYCO INTERNATIONAL LTD CMN	11/17/2011	9/10/2012	27 00	1,250 32	1,502 49	252 17	ST
STANLEY BLACK & DECKER INC CMN	12/12/2011	9/11/2012	28 00	1,803 26	2,020 23	216 97	ST
TYCO INTERNATIONAL LTD CMN	11/17/2011	9/11/2012	14 00	648 31	778 19	129 88	ST
TYCO INTERNATIONAL LTD CMN	11/18/2011	9/13/2012	15 00	698 70	827 90	129 20	ST
TYCO INTERNATIONAL LTD CMN	11/17/2011	9/13/2012	39 00	1,806 02	2,152 53	346 51	ST
TYCO INTERNATIONAL LTD CMN	11/17/2011	9/13/2012	31 00	1,429 12	1,710 98	281 86	ST
INTERNATIONAL PAPER CO CMN	2/14/2012	9/17/2012	80 00	2,637 37	2,740 87	103 50	ST
TYCO INTERNATIONAL LTD CMN	11/18/2011	9/17/2012	40 00	1,863 19	2,226 56	363 37	ST
INTERNATIONAL PAPER CO CMN	2/15/2012	9/18/2012	102 00	3,361 17	3,473 08	111 91	ST
INTERNATIONAL PAPER CO CMN	2/14/2012	9/18/2012	4 00	131 87	136 20	4 33	ST
INTERNATIONAL PAPER CO CMN	2/15/2012	9/19/2012	16 00	527 24	546 54	19 30	ST
INTERNATIONAL PAPER CO CMN	2/16/2012	9/19/2012	26 00	875 59	888 12	12 53	ST
TYCO INTERNATIONAL LTD CMN	11/18/2011	9/21/2012	11 00	512 38	616 04	103 66	ST
TYCO INTERNATIONAL LTD CMN	11/21/2011	9/21/2012	22 00	1,008 83	1,235 74	226 91	ST
TYCO INTERNATIONAL LTD CMN	11/21/2011	9/21/2012	34 00	1,559 09	1,904 11	345 02	ST
TYCO INTERNATIONAL LTD CMN	11/22/2011	9/21/2012	41 00	1,863 69	2,309 53	445 84	ST
TYCO INTERNATIONAL LTD CMN	11/22/2011	9/21/2012	1 00	45 46	56 17	10 71	ST
TYCO INTERNATIONAL LTD CMN	11/23/2011	9/21/2012	5 00	223 07	281 65	58 58	ST
TYCO INTERNATIONAL LTD CMN	11/23/2011	9/24/2012	29 00	1,293 81	1,608 76	314 95	ST
TYCO INTERNATIONAL LTD CMN	12/2/2011	9/24/2012	24 00	1,144 32	1,344 19	199 87	ST
TYCO INTERNATIONAL LTD CMN	12/2/2011	9/25/2012	53 00	2,527 05	2,974 09	447 04	ST
STATE STREET CORPORATION (NEW) CMN	2/28/2012	10/8/2012	43 00	1,804 12	1,806 59	2 47	ST
STATE STREET CORPORATION (NEW) CMN	2/27/2012	10/8/2012	49 00	2,033 86	2,058 67	24 81	ST
JPMORGAN CHASE & CO CMN	4/11/2012	10/10/2012	32 00	1,318 60	1,338 77	20 17	ST
JPMORGAN CHASE & CO CMN	4/11/2012	10/10/2012	7 00	308 02	291 15	(16 87)	ST
JPMORGAN CHASE & CO CMN	4/11/2012	10/10/2012	43 00	1,784 86	1,788 49	3 63	ST
JPMORGAN CHASE & CO CMN	4/11/2012	10/10/2012	10 00	415 08	418 36	3 28	ST
JPMORGAN CHASE & CO CMN	4/11/2012	10/10/2012	8 00	330 90	334 69	3 79	ST
JPMORGAN CHASE & CO CMN	4/11/2012	11/13/2012	5 00	206 03	201 94	(4 09)	ST
THE HOME DEPOT, INC CMN	11/29/2011	11/13/2012	8 00	311 57	510 06	198 49	ST
MICROSOFT CORPORATION CMN	1/6/2012	11/29/2012	85 00	2,347 00	2,301 43	(45 57)	ST
MICROSOFT CORPORATION CMN	1/6/2012	11/29/2012	66 00	1,849 66	1,796 11	(53 55)	ST
JPMORGAN CHASE & CO CMN	4/12/2012	12/7/2012	56 00	2,512 84	2,373 26	(139 58)	ST
JPMORGAN CHASE & CO CMN	4/11/2012	12/7/2012	4 00	164 83	169 52	4 69	ST
GENERAL ELECTRIC CO CMN	11/13/2012	12/19/2012	14 00	291 97	295 02	3 05	ST
TEXAS INSTRUMENTS INC CMN	10/18/2012	1/9/2013	43 00	1,238 52	1,369 83	131 31	ST

THE CHALLENGER FOUNDATION
SCHEDULE D ATTACHMENT
FYE 7/31/13
EIN: 13-7109402
#2551

Description	Acq Date	Sold Date	Shares Sold	COST	PROCEEDS	Gain/Loss	
TEXAS INSTRUMENTS INC CMN	10/18/2012	1/9/2013	24 00	691 27	761 78	70 51	ST
TEXAS INSTRUMENTS INC CMN	10/18/2012	1/22/2013	56 00	1,607 37	1,862 50	255 13	ST
TEXAS INSTRUMENTS INC CMN	10/18/2012	1/22/2013	10 00	288 03	332 59	44 56	ST
PPG INDUSTRIES, INC CMN	4/19/2012	1/31/2013	27 00	2,720 07	3,736 57	1,016 50	ST
PPG INDUSTRIES, INC CMN	4/19/2012	2/1/2013	13 00	1,309 66	1,823 67	514 01	ST
PPG INDUSTRIES, INC CMN	4/19/2012	2/1/2013	5 00	503 72	701 41	197 69	ST
PPG INDUSTRIES, INC CMN	4/20/2012	2/1/2013	13 00	1,320 36	1,823 67	503 31	ST
TEXAS INSTRUMENTS INC CMN	10/23/2012	2/4/2013	30 00	821 69	999 68	177 99	ST
TEXAS INSTRUMENTS INC CMN	10/18/2012	2/4/2013	15 00	430 54	499 84	69 30	ST
TEXAS INSTRUMENTS INC CMN	10/23/2012	2/4/2013	27 00	753 55	899 71	146 16	ST
TEXAS INSTRUMENTS INC CMN	11/7/2012	2/4/2013	5 00	146 89	166 61	19 72	ST
TEXAS INSTRUMENTS INC CMN	11/12/2012	2/4/2013	19 00	560 37	633 13	72 76	ST
TEXAS INSTRUMENTS INC CMN	11/16/2012	2/4/2013	6 00	170 39	201 02	30 63	ST
TEXAS INSTRUMENTS INC CMN	11/16/2012	2/4/2013	6 00	170 39	199 94	29 55	ST
TEXAS INSTRUMENTS INC CMN	11/16/2012	2/4/2013	29 00	823 07	971 57	148 50	ST
TEXAS INSTRUMENTS INC CMN	11/29/2012	2/4/2013	35 00	1,046 99	1,172 59	125 60	ST
TEXAS INSTRUMENTS INC CMN	11/29/2012	2/4/2013	34 00	1,021 92	1,139 09	117 17	ST
MONDELEZ INTERNATIONAL, INC CMN	4/23/2012	2/6/2013	9 00	222 04	252 50	30 46	ST
MONDELEZ INTERNATIONAL, INC CMN	4/24/2012	2/6/2013	54 00	1,345 23	1,514 99	169 76	ST
MONDELEZ INTERNATIONAL, INC CMN	4/25/2012	2/6/2013	17 00	427 73	476 94	49 21	ST
COACH INC CMN	1/11/2013	2/27/2013	71 00	4,163 44	3,399 43	(764 01)	ST
COACH INC CMN	1/14/2013	2/27/2013	54 00	3,313 07	2,603 60	(709 47)	ST
COACH INC CMN	1/14/2013	2/27/2013	2 00	122 71	95 76	(26 95)	ST
COACH INC CMN	1/14/2013	2/27/2013	16 00	981 12	771 44	(209 68)	ST
CITIGROUP INC CMN	11/13/2012	4/3/2013	8 00	292 08	340 08	48 00	ST
KRAFT FOODS GROUP, INC CMN	4/25/2012	4/8/2013	18 00	734 49	929 89	195 40	ST
KRAFT FOODS GROUP, INC CMN	4/23/2012	4/8/2013	3 00	120 03	154 98	34 95	ST
KRAFT FOODS GROUP, INC CMN	4/24/2012	4/8/2013	18 00	727 23	929 90	202 67	ST
MONDELEZ INTERNATIONAL, INC CMN	5/30/2012	4/8/2013	12 00	298 97	361 75	62 78	ST
MONDELEZ INTERNATIONAL, INC CMN	4/25/2012	4/8/2013	127 00	3,195 41	3,828 51	633 10	ST
KRAFT FOODS GROUP, INC CMN	5/31/2012	4/9/2013	15 00	605 38	762 23	156 85	ST
KRAFT FOODS GROUP, INC CMN	6/7/2012	4/9/2013	3 00	117 21	152 44	35 23	ST
KRAFT FOODS GROUP, INC CMN	4/25/2012	4/9/2013	30 00	1,224 16	1,521 35	297 19	ST
KRAFT FOODS GROUP, INC CMN	5/30/2012	4/9/2013	14 00	553 89	709 96	156 07	ST
KRAFT FOODS GROUP, INC CMN	5/30/2012	4/9/2013	2 00	79 13	101 63	22 50	ST
MICROSOFT CORPORATION CMN	8/8/2012	4/11/2013	8 00	243 52	230 43	(13 09)	ST
BROADCOM CORP CL-A CMN CLASS A	4/19/2012	4/17/2013	21 00	757 04	683 83	(73 21)	ST
BROADCOM CORP CL-A CMN CLASS A	4/26/2012	4/18/2013	8 00	289 72	259 60	(30 12)	ST
BROADCOM CORP CL-A CMN CLASS A	4/19/2012	4/18/2013	5 00	180 25	162 25	(18 00)	ST
BROADCOM CORP CL-A CMN CLASS A	4/20/2012	4/18/2013	20 00	696 98	648 99	(47 99)	ST
BROADCOM CORP CL-A CMN CLASS A	9/28/2012	4/22/2013	7 00	244 19	227 64	(16 55)	ST
BROADCOM CORP CL-A CMN CLASS A	4/26/2012	4/22/2013	8 00	289 72	255 66	(34 06)	ST
BROADCOM CORP CL-A CMN CLASS A	9/28/2012	4/22/2013	2 00	69 77	63 91	(5 86)	ST
BROADCOM CORP CL-A CMN CLASS A	9/28/2012	4/23/2013	24 00	837 23	786 90	(50 33)	ST
BROADCOM CORP CL-A CMN CLASS A	9/28/2012	4/24/2013	15 00	523 27	529 17	5 90	ST
VERIZON COMMUNICATIONS INC CMN	2/4/2013	4/25/2013	27 00	1,204 41	1,429 66	225 25	ST
WALT DISNEY COMPANY (THE) CMN	6/5/2012	4/25/2013	113 00	5,039 87	6,984 09	1,944 22	ST
VERIZON COMMUNICATIONS INC CMN	2/4/2013	5/3/2013	20 00	887 72	1,052 60	164 88	ST
VERIZON COMMUNICATIONS INC CMN	2/4/2013	5/3/2013	23 00	1,025 98	1,210 49	184 51	ST
CST BRANDS, INC CMN	11/13/2012	5/8/2013	1 00	26 93	31 27	4 34	ST
BROADCOM CORP CL-A CMN CLASS A	10/18/2012	5/13/2013	2 00	69 36	72 26	2 90	ST
BROADCOM CORP CL-A CMN CLASS A	10/18/2012	5/13/2013	26 00	901 72	949 67	47 95	ST
BROADCOM CORP CL-A CMN CLASS A	9/28/2012	5/13/2013	13 00	453 50	469 70	16 20	ST
COGNIZANT TECHNOLOGY SOLUTIONS CO	6/15/2012	5/17/2013	2 00	121 15	128 00	6 85	ST
COGNIZANT TECHNOLOGY SOLUTIONS CO	6/14/2012	5/17/2013	15 00	884 79	959 97	75 18	ST
COGNIZANT TECHNOLOGY SOLUTIONS CO	6/15/2012	5/20/2013	6 00	363 44	386 57	23 13	ST
VERIZON COMMUNICATIONS INC CMN	2/4/2013	5/20/2013	10 00	443 86	528 75	84 89	ST
BROADCOM CORP CL-A CMN CLASS A	10/23/2012	5/21/2013	11 00	366 95	410 77	43 82	ST
BROADCOM CORP CL-A CMN CLASS A	10/18/2012	5/21/2013	8 00	277 45	298 74	21 29	ST
COGNIZANT TECHNOLOGY SOLUTIONS CO	6/18/2012	5/21/2013	5 00	300 46	321 93	21 47	ST

THE CHALLENGER FOUNDATION
SCHEDULE D ATTACHMENT
FYE 7/31/13
EIN: 13-7109402
#2551

Description	Acq Date	Sold Date	Shares Sold	COST	PROCEEDS	Gain/Loss	
COGNIZANT TECHNOLOGY SOLUTIONS CO	6/18/2012	5/21/2013	5 00	300 46	322 54	22 08	ST
COGNIZANT TECHNOLOGY SOLUTIONS CO	9/19/2012	5/21/2013	2 00	137 33	129 02	(8 31)	ST
VERIZON COMMUNICATIONS INC CMN	2/4/2013	5/21/2013	11 00	488 24	573 88	85 64	ST
VERIZON COMMUNICATIONS INC CMN	2/4/2013	5/21/2013	19 00	843 33	989 53	146 20	ST
BROADCOM CORP CL-A CMN CLASS A	10/23/2012	5/22/2013	14 00	467 03	512 59	45 56	ST
BROADCOM CORP CL-A CMN CLASS A	10/23/2012	5/22/2013	14 00	465 44	512 59	47 15	ST
BROADCOM CORP CL-A CMN CLASS A	11/13/2012	5/22/2013	11 00	336 82	402 75	65 93	ST
VERIZON COMMUNICATIONS INC CMN	2/5/2013	6/17/2013	5 00	223 34	253 31	29 97	ST
VERIZON COMMUNICATIONS INC CMN	2/4/2013	6/17/2013	41 00	1,819 82	2,077 11	257 29	ST
VERIZON COMMUNICATIONS INC CMN	2/5/2013	6/18/2013	8 00	357 34	412 14	54 80	ST
VERIZON COMMUNICATIONS INC CMN	2/6/2013	6/18/2013	19 00	851 12	978 84	127 72	ST
VERIZON COMMUNICATIONS INC CMN	2/6/2013	6/18/2013	18 00	806 32	927 32	121 00	ST
ORACLE CORPORATION CMN	7/26/2012	6/26/2013	13 00	390 00	391 01	1 01	ST
ORACLE CORPORATION CMN	8/8/2012	6/26/2013	10 00	314 50	300 78	(13 72)	ST
CISCO SYSTEMS, INC CMN	1/25/2013	7/15/2013	21 00	444 41	542 68	98 27	ST
CISCO SYSTEMS, INC CMN	1/25/2013	7/15/2013	74 00	1,568 63	1,912 31	343 68	ST
CISCO SYSTEMS, INC CMN	2/14/2013	7/16/2013	47 00	982 83	1,209 28	226 45	ST
CISCO SYSTEMS, INC CMN	1/25/2013	7/16/2013	41 00	867 66	1,054 73	187 07	ST
CISCO SYSTEMS, INC CMN	1/25/2013	7/16/2013	3 00	63 49	77 19	13 70	ST
CISCO SYSTEMS, INC CMN	4/2/2013	7/17/2013	57 00	1,208 26	1,468 44	260 18	ST
CISCO SYSTEMS, INC CMN	2/14/2013	7/17/2013	49 00	1,024 65	1,259 60	234 95	ST
CISCO SYSTEMS, INC CMN	2/14/2013	7/17/2013	12 00	250 94	309 15	58 21	ST
CISCO SYSTEMS, INC CMN	4/2/2013	7/18/2013	31 00	657 13	803 23	146 10	ST
CISCO SYSTEMS, INC CMN	4/2/2013	7/19/2013	30 00	635 93	774 16	138 23	ST
CISCO SYSTEMS, INC CMN	4/2/2013	7/19/2013	15 00	317 96	385 68	67 72	ST
MASTERCARD INCORPORATED CMN CLASS	5/27/2011	8/1/2012	2 00	570 61	855 41	284 80	LT
MASTERCARD INCORPORATED CMN CLASS	5/27/2011	8/2/2012	10 00	2,853 03	4,228 51	1,375 48	LT
GENERAL MILLS INC CMN	4/25/2011	8/13/2012	23 00	879 42	884 92	5 50	LT
GENERAL MILLS INC CMN	4/21/2011	8/13/2012	29 00	1,098 38	1,115 76	17 38	LT
CELGENE CORPORATION CMN	3/4/2011	8/14/2012	11 00	596 01	780 98	184 97	LT
CELGENE CORPORATION CMN	3/4/2011	8/14/2012	17 00	921 10	1,207 14	286 04	LT
GENERAL MILLS INC CMN	4/26/2011	8/14/2012	21 00	807 46	806 35	(1 11)	LT
GENERAL MILLS INC CMN	4/25/2011	8/14/2012	34 00	1,300 01	1,305 53	5 52	LT
WARNER CHILCOTT PLC CMN	12/2/2009	8/14/2012	5 00	130 28	86 75	(43 53)	LT
CELGENE CORPORATION CMN	3/7/2011	8/15/2012	13 00	699 32	925 42	226 10	LT
CELGENE CORPORATION CMN	3/7/2011	8/15/2012	12 00	645 53	856 80	211 27	LT
CELGENE CORPORATION CMN	3/4/2011	8/15/2012	6 00	325 10	427 12	102 02	LT
GENERAL MILLS INC CMN	8/8/2011	8/15/2012	50 00	1,799 59	1,915 85	116 26	LT
GENERAL MILLS INC CMN	4/26/2011	8/15/2012	11 00	422 96	421 49	(1 47)	LT
HALLIBURTON COMPANY CMN	11/21/2007	8/15/2012	73 00	2,674 32	2,504 69	(169 63)	LT
HALLIBURTON COMPANY CMN	12/17/2009	8/15/2012	5 00	150 34	171 56	21 22	LT
WARNER CHILCOTT PLC CMN	12/2/2009	8/15/2012	3 00	78 17	52 14	(26 03)	LT
WARNER CHILCOTT PLC CMN	12/4/2009	8/15/2012	12 00	309 67	208 55	(101 12)	LT
WARNER CHILCOTT PLC CMN	12/3/2009	8/15/2012	14 00	363 83	243 31	(120 52)	LT
WARNER CHILCOTT PLC CMN	12/3/2009	8/15/2012	14 00	362 59	243 31	(119 28)	LT
GENERAL MILLS INC CMN	8/8/2011	8/16/2012	31 00	1,115 75	1,187 38	71 63	LT
WARNER CHILCOTT PLC CMN	12/4/2009	8/16/2012	11 00	283 86	191 67	(92 19)	LT
WARNER CHILCOTT PLC CMN	12/4/2009	8/16/2012	23 00	592 43	400 77	(191 66)	LT
WARNER CHILCOTT PLC CMN	12/8/2009	8/24/2012	6 00	152 71	104 83	(47 88)	LT
WARNER CHILCOTT PLC CMN	12/4/2009	8/24/2012	4 00	103 03	69 89	(33 14)	LT
WARNER CHILCOTT PLC CMN	12/10/2009	8/28/2012	19 00	514 55	322 17	(192 38)	LT
WARNER CHILCOTT PLC CMN	12/29/2009	8/28/2012	2 00	56 54	33 92	(22 62)	LT
WARNER CHILCOTT PLC CMN	12/9/2009	8/28/2012	30 00	779 62	508 69	(270 93)	LT
WARNER CHILCOTT PLC CMN	12/8/2009	8/28/2012	26 00	661 73	440 86	(220 87)	LT
WARNER CHILCOTT PLC CMN	12/29/2009	8/29/2012	33 00	932 83	436 53	(496 30)	LT
WARNER CHILCOTT PLC CMN	12/30/2009	8/29/2012	10 00	284 08	132 28	(151 80)	LT
WARNER CHILCOTT PLC CMN	12/31/2009	8/29/2012	13 00	369 23	171 96	(197 27)	LT
WARNER CHILCOTT PLC CMN	1/4/2010	8/29/2012	7 00	202 91	92 59	(110 32)	LT

THE CHALLENGER FOUNDATION
SCHEDULE D ATTACHMENT
FYE 7/31/13
EIN: 13-7109402
#2551

Description	Acq Date	Sold Date	Shares Sold	COST	PROCEEDS	Gain/Loss	
BROADCOM CORP CL-A CMN CLASS A	8/25/2011	9/5/2012	10 00	328 63	349 14	20 51	LT
BROADCOM CORP CL-A CMN CLASS A	8/25/2011	9/5/2012	13 00	424 16	453 88	29 72	LT
BROADCOM CORP CL-A CMN CLASS A	8/25/2011	9/7/2012	15 00	489 41	542 35	52 94	LT
BROADCOM CORP CL-A CMN CLASS A	9/2/2011	9/7/2012	2 00	68 93	72 32	3 39	LT
BROADCOM CORP CL-A CMN CLASS A	9/2/2011	9/10/2012	25 00	861 57	891 42	29 85	LT
BROADCOM CORP CL-A CMN CLASS A	9/2/2011	9/11/2012	22 00	758 18	781 69	23 51	LT
BROADCOM CORP CL-A CMN CLASS A	9/8/2011	9/12/2012	15 00	524 52	540 02	15 50	LT
BROADCOM CORP CL-A CMN CLASS A	9/6/2011	9/12/2012	6 00	194 50	216 01	21 51	LT
CITRIX SYSTEMS INC CMN	6/20/2011	10/8/2012	22 00	1,591 80	1,551 38	(40 42)	LT
CITRIX SYSTEMS INC CMN	3/9/2011	10/8/2012	28 00	2,036 14	1,974 47	(61 67)	LT
CITRIX SYSTEMS INC CMN	3/8/2011	10/8/2012	11 00	775 69	775 69	-	LT
APPLE, INC CMN	3/31/2008	10/9/2012	3 00	432 62	1,884 04	1,451 42	LT
GOOGLE, INC CMN CLASS A	6/23/2009	10/18/2012	2 00	811 80	1,380 29	568 49	LT
GOOGLE, INC CMN CLASS A	7/10/2009	10/18/2012	4 00	1,656 69	2,760 57	1,103 88	LT
MASTERCARD INCORPORATED CMN CLASS	5/27/2011	10/25/2012	13 00	3,708 93	5,851 54	2,142 61	LT
CISCO SYSTEMS, INC CMN	5/12/2011	11/6/2012	68 00	1,150 15	1,188 47	38 32	LT
CISCO SYSTEMS, INC CMN	5/12/2011	11/6/2012	116 00	1,962 01	2,028 08	66 07	LT
CISCO SYSTEMS, INC CMN	2/25/2011	11/6/2012	46 00	858 80	803 96	(54 84)	LT
PRECISION CASTPARTS CORP CMN	8/19/2011	11/6/2012	7 00	997 90	1,245 37	247 47	LT
MASTERCARD INCORPORATED CMN CLASS	5/27/2011	11/13/2012	1 00	285 30	474 57	189 27	LT
VIACOM INC CMN CLASS B	1/20/2010	11/20/2012	17 00	518 67	848 01	329 34	LT
VIACOM INC CMN CLASS B	5/28/2009	11/20/2012	44 00	968 29	2,194 84	1,226 55	LT
VIACOM INC CMN CLASS B	5/28/2009	11/20/2012	7 00	154 65	349 18	194 53	LT
VIACOM INC CMN CLASS B	8/12/2010	11/21/2012	43 00	1,392 87	2,138 08	745 21	LT
VIACOM INC CMN CLASS B	1/20/2010	11/21/2012	8 00	244 08	397 78	153 70	LT
VIACOM INC CMN CLASS B	8/12/2010	11/21/2012	47 00	1,532 38	2,336 97	804 59	LT
CITIGROUP INC CMN	10/3/2011	12/7/2012	65 00	1,532 58	2,437 39	904 81	LT
MASTERCARD INCORPORATED CMN CLASS	6/8/2011	12/7/2012	1 00	270 33	476 62	206 29	LT
MASTERCARD INCORPORATED CMN CLASS	5/27/2011	12/7/2012	8 00	2,282 42	3,812 95	1,530 53	LT
MASTERCARD INCORPORATED CMN CLASS	6/8/2011	12/10/2012	6 00	1,621 95	2,869 12	1,247 17	LT
GENERAL ELECTRIC CO CMN	12/7/2010	12/19/2012	119 00	2,032 64	2,507 68	475 04	LT
GENERAL ELECTRIC CO CMN	12/10/2010	12/19/2012	113 00	2,004 17	2,381 24	377 07	LT
GENERAL ELECTRIC CO CMN	4/25/2011	12/19/2012	71 00	1,422 90	1,496 18	73 28	LT
GENERAL ELECTRIC CO CMN	4/25/2011	12/19/2012	175 00	3,487 77	3,687 76	199 99	LT
GENERAL ELECTRIC CO CMN	4/26/2011	12/19/2012	106 00	2,134 74	2,233 73	98 99	LT
COGNIZANT TECHNOLOGY SOLUTIONS CO	9/14/2011	1/3/2013	15 00	959 47	1,129 29	169 82	LT
COGNIZANT TECHNOLOGY SOLUTIONS CO	9/14/2011	1/3/2013	14 00	895 51	1,057 08	161 57	LT
COGNIZANT TECHNOLOGY SOLUTIONS CO	9/21/2011	1/4/2013	9 00	582 27	676 81	94 54	LT
COGNIZANT TECHNOLOGY SOLUTIONS CO	9/14/2011	1/4/2013	4 00	255 86	300 80	44 94	LT
COGNIZANT TECHNOLOGY SOLUTIONS CO	9/15/2011	1/4/2013	22 00	1,429 82	1,654 41	224 59	LT
MICROSOFT CORPORATION CMN	1/6/2012	1/7/2013	160 00	4,484 02	4,273 29	(210 73)	LT
COGNIZANT TECHNOLOGY SOLUTIONS CO	9/22/2011	1/10/2013	3 00	181 17	225 36	44 19	LT
COGNIZANT TECHNOLOGY SOLUTIONS CO	9/22/2011	1/10/2013	11 00	664 28	822 86	158 58	LT
COGNIZANT TECHNOLOGY SOLUTIONS CO	9/21/2011	1/10/2013	6 00	388 18	448 83	60 65	LT
CELGENE CORPORATION CMN	3/7/2011	1/11/2013	101 00	5,433 17	9,558 54	4,125 37	LT
COGNIZANT TECHNOLOGY SOLUTIONS CO	9/22/2011	1/11/2013	3 00	181 17	234 30	53 13	LT
COMCAST CORPORATION CMN CLASS A V	12/21/2010	1/11/2013	88 00	1,943 38	3,376 69	1,433 31	LT
COMCAST CORPORATION CMN CLASS A V	12/21/2010	1/11/2013	8 00	177 58	306 98	129 40	LT
MICROSOFT CORPORATION CMN	1/6/2012	1/11/2013	70 00	1,961 76	1,865 91	(95 85)	LT
MICROSOFT CORPORATION CMN	1/6/2012	1/11/2013	65 00	1,821 63	1,746 84	(74 79)	LT
COGNIZANT TECHNOLOGY SOLUTIONS CO	9/30/2011	1/14/2013	5 00	324 54	391 22	66 68	LT
COGNIZANT TECHNOLOGY SOLUTIONS CO	9/30/2011	1/23/2013	11 00	713 99	853 18	139 19	LT
COGNIZANT TECHNOLOGY SOLUTIONS CO	10/6/2011	1/23/2013	1 00	65 70	77 68	11 98	LT
COGNIZANT TECHNOLOGY SOLUTIONS CO	9/30/2011	1/23/2013	4 00	259 63	310 71	51 08	LT
COGNIZANT TECHNOLOGY SOLUTIONS CO	10/6/2011	1/24/2013	6 00	394 18	461 43	67 25	LT
COGNIZANT TECHNOLOGY SOLUTIONS CO	11/16/2011	1/24/2013	5 00	347 69	389 16	41 47	LT
COGNIZANT TECHNOLOGY SOLUTIONS CO	10/6/2011	1/24/2013	2 00	131 39	155 66	24 27	LT
VALERO ENERGY CORPORATION CMN	1/11/2011	1/24/2013	46 00	1,107 16	1,747 74	640 58	LT
VALERO ENERGY CORPORATION CMN	1/11/2011	1/25/2013	12 00	288 83	457 40	168 57	LT
LOWES COMPANIES INC CMN	12/2/2011	1/29/2013	49 00	1,186 61	1,876 97	690 36	LT

THE CHALLENGER FOUNDATION
SCHEDULE D ATTACHMENT
FYE 7/31/13
EIN: 13-7109402
#2551

Description	Acq Date	Sold Date	Shares Sold	COST	PROCEEDS	Gain/Loss
THE HOME DEPOT, INC CMN	11/29/2011	1/29/2013	35 00	1,363 11	2,348 51	985 40 LT
LOWES COMPANIES INC CMN	12/2/2011	1/30/2013	23 00	556 98	880 06	323 08 LT
VERTEX PHARMACEUTICALS INC CMN	9/22/2011	1/30/2013	3 00	152 79	134 91	(17 88) LT
VERTEX PHARMACEUTICALS INC CMN	9/21/2011	1/30/2013	13 00	695 85	584 61	(111 24) LT
VERTEX PHARMACEUTICALS INC CMN	9/23/2011	1/31/2013	5 00	252 23	224 19	(28 04) LT
VERTEX PHARMACEUTICALS INC CMN	9/22/2011	1/31/2013	58 00	2,953 87	2,600 56	(353 31) LT
VERTEX PHARMACEUTICALS INC CMN	9/23/2011	1/31/2013	30 00	1,513 38	1,345 12	(168 26) LT
VERTEX PHARMACEUTICALS INC CMN	9/30/2011	1/31/2013	43 00	1,920 03	1,928 00	7 97 LT
VERTEX PHARMACEUTICALS INC CMN	12/5/2011	1/31/2013	4 00	118 11	179 35	61 24 LT
VERTEX PHARMACEUTICALS INC CMN	12/8/2011	1/31/2013	52 00	1,488 10	2,331 54	843 44 LT
VERTEX PHARMACEUTICALS INC CMN	10/3/2011	1/31/2013	37 00	1,559 31	1,658 98	99 67 LT
VERTEX PHARMACEUTICALS INC CMN	12/5/2011	1/31/2013	16 00	472 46	717 40	244 94 LT
VERTEX PHARMACEUTICALS INC CMN	12/5/2011	1/31/2013	45 00	1,328 78	2,017 68	688 90 LT
LOWES COMPANIES INC CMN	12/2/2011	2/14/2013	10 00	242 17	395 30	153 13 LT
LOWES COMPANIES INC CMN	12/5/2011	2/14/2013	47 00	1,153 01	1,857 87	704 86 LT
VALERO ENERGY CORPORATION CMN	1/12/2011	2/15/2013	21 00	518 75	988 59	469 84 LT
VALERO ENERGY CORPORATION CMN	1/11/2011	2/15/2013	26 00	625 79	1,223 97	598 18 LT
THE HERSHEY COMPANY CMN	3/16/2011	2/25/2013	5 00	265 40	405 80	140 40 LT
THE HERSHEY COMPANY CMN	3/16/2011	2/26/2013	5 00	265 40	405 08	139 68 LT
CITIGROUP INC CMN	10/11/2011	3/18/2013	11 00	307 05	508 54	201 49 LT
CITIGROUP INC CMN	10/6/2011	3/18/2013	68 00	1,747 04	3,143 68	1,396 64 LT
CITIGROUP INC CMN	10/3/2011	3/18/2013	18 00	424 41	832 15	407 74 LT
HALLIBURTON COMPANY CMN	6/16/2010	3/18/2013	2 00	53 19	81 03	27 84 LT
HALLIBURTON COMPANY CMN	12/17/2009	3/18/2013	45 00	1,353 02	1,823 29	470 27 LT
STANLEY BLACK & DECKER INC CMN	12/12/2011	3/18/2013	18 00	1,159 24	1,450 47	291 23 LT
STANLEY BLACK & DECKER INC CMN	12/13/2011	3/18/2013	4 00	260 37	322 33	61 96 LT
THERMO FISHER SCIENTIFIC INC CMN	1/10/2012	3/18/2013	32 00	1,570 44	2,447 82	877 38 LT
THERMO FISHER SCIENTIFIC INC CMN	1/11/2012	3/18/2013	4 00	199 04	305 98	106 94 LT
HALLIBURTON COMPANY CMN	6/16/2010	3/19/2013	14 00	372 34	556 12	183 78 LT
STANLEY BLACK & DECKER INC CMN	12/13/2011	3/19/2013	4 00	260 37	324 28	63 91 LT
CHECK POINT SOFTWARE TECH LTD ORDII	6/1/2011	4/2/2013	18 00	1,004 42	821 19	(183 23) LT
CHECK POINT SOFTWARE TECH LTD ORDII	6/3/2011	4/3/2013	23 00	1,283 71	1,040 12	(243 59) LT
CHECK POINT SOFTWARE TECH LTD ORDII	6/2/2011	4/3/2013	51 00	2,842 28	2,306 36	(535 92) LT
CITIGROUP INC CMN	10/11/2011	4/3/2013	108 00	3,014 67	4,591 07	1,576 40 LT
CITIGROUP INC CMN	3/20/2012	4/3/2013	28 00	1,063 00	1,190 28	127 28 LT
CITIGROUP INC CMN	3/14/2012	4/3/2013	88 00	3,087 96	3,740 87	652 91 LT
HALLIBURTON COMPANY CMN	6/29/2010	4/3/2013	27 00	666 31	1,045 46	379 15 LT
HALLIBURTON COMPANY CMN	6/16/2010	4/3/2013	13 00	345 75	503 38	157 63 LT
HALLIBURTON COMPANY CMN	6/23/2010	4/3/2013	19 00	491 15	735 70	244 55 LT
HALLIBURTON COMPANY CMN	6/24/2010	4/3/2013	11 00	277 33	425 93	148 60 LT
CHECK POINT SOFTWARE TECH LTD ORDII	6/3/2011	4/4/2013	13 00	725 57	593 11	(132 46) LT
CHECK POINT SOFTWARE TECH LTD ORDII	6/8/2011	4/4/2013	37 00	2,015 08	1,688 09	(326 99) LT
CHECK POINT SOFTWARE TECH LTD ORDII	6/7/2011	4/4/2013	34 00	1,863 04	1,551 21	(311 83) LT
CHECK POINT SOFTWARE TECH LTD ORDII	6/6/2011	4/4/2013	37 00	2,023 64	1,688 09	(335 55) LT
HALLIBURTON COMPANY CMN	10/28/2010	4/4/2013	14 00	439 04	540 27	101 23 LT
HALLIBURTON COMPANY CMN	6/29/2010	4/4/2013	12 00	296 14	463 09	166 95 LT
DANAHER CORPORATION CMN	4/13/2011	4/8/2013	12 00	625 44	727 99	102 55 LT
DANAHER CORPORATION CMN	4/12/2011	4/8/2013	22 00	1,133 91	1,334 66	200 75 LT
THE HERSHEY COMPANY CMN	3/16/2011	4/8/2013	12 00	636 95	1,022 34	385 39 LT
DANAHER CORPORATION CMN	4/26/2011	4/9/2013	2 00	108 61	120 71	12 10 LT
DANAHER CORPORATION CMN	4/13/2011	4/9/2013	9 00	469 08	543 17	74 09 LT
MICROSOFT CORPORATION CMN	2/16/2012	4/11/2013	128 00	4,024 69	3,686 87	(337 82) LT
MICROSOFT CORPORATION CMN	1/6/2012	4/11/2013	37 00	1,039 50	1,065 74	26 24 LT
MICROSOFT CORPORATION CMN	1/6/2012	4/11/2013	212 00	5,941 32	6,106 37	165 05 LT
STATE STREET CORPORATION (NEW) CMN	2/28/2012	4/12/2013	33 00	1,384 55	1,967 97	583 42 LT
STATE STREET CORPORATION (NEW) CMN	2/29/2012	4/12/2013	8 00	340 23	477 09	136 86 LT
STANLEY BLACK & DECKER INC CMN	12/13/2011	4/16/2013	5 00	325 46	383 96	58 50 LT
STANLEY BLACK & DECKER INC CMN	12/13/2011	4/16/2013	6 00	390 55	460 75	70 20 LT
STANLEY BLACK & DECKER INC CMN	12/13/2011	4/16/2013	14 00	911 29	1,075 09	163 80 LT
WARNER CHILCOTT PLC CMN	2/4/2010	4/16/2013	7 00	179 89	97 89	(82 00) LT

THE CHALLENGER FOUNDATION
SCHEDULE D ATTACHMENT
FYE 7/31/13
EIN: 13-7109402
#2551

Description	Acq Date	Sold Date	Shares Sold	COST	PROCEEDS	Gain/Loss
WARNER CHILCOTT PLC CMN	1/5/2010	4/16/2013	14 00	402 04	195 78	(206 26) LT
WARNER CHILCOTT PLC CMN	1/20/2010	4/16/2013	9 00	252 45	125 86	(126 59) LT
WARNER CHILCOTT PLC CMN	1/4/2010	4/16/2013	15 00	434 81	209 76	(225 05) LT
WARNER CHILCOTT PLC CMN	1/5/2010	4/16/2013	13 00	373 32	181 79	(191 53) LT
WARNER CHILCOTT PLC CMN	2/1/2010	4/16/2013	7 00	177 88	97 89	(79 99) LT
WARNER CHILCOTT PLC CMN	2/1/2010	4/16/2013	19 00	482 93	265 70	(217 23) LT
WARNER CHILCOTT PLC CMN	2/4/2010	4/16/2013	35 00	906 70	489 45	(417 25) LT
WARNER CHILCOTT PLC CMN	2/4/2010	4/16/2013	31 00	804 54	433 51	(371 03) LT
BROADCOM CORP CL-A CMN CLASS A	9/14/2011	4/17/2013	96 00	3,347 64	3,126 07	(221 57) LT
BROADCOM CORP CL-A CMN CLASS A	9/8/2011	4/17/2013	28 00	979 11	911 77	(67 34) LT
BROADCOM CORP CL-A CMN CLASS A	1/6/2012	4/17/2013	45 00	1,354 95	1,465 35	110 40 LT
DANAHER CORPORATION CMN	4/26/2011	4/17/2013	27 00	1,466 22	1,613 57	147 35 LT
STANLEY BLACK & DECKER INC CMN	12/13/2011	4/17/2013	5 00	325 46	380 56	55 10 LT
WARNER CHILCOTT PLC CMN	8/8/2011	4/17/2013	54 00	936 33	729 79	(206 54) LT
WARNER CHILCOTT PLC CMN	8/5/2011	4/17/2013	18 00	327 29	243 27	(84 02) LT
WARNER CHILCOTT PLC CMN	2/4/2010	4/17/2013	25 00	642 47	337 87	(304 60) LT
WARNER CHILCOTT PLC CMN	8/5/2011	4/17/2013	21 00	381 83	283 80	(98 03) LT
WARNER CHILCOTT PLC CMN	2/5/2010	4/17/2013	31 00	794 88	418 96	(375 92) LT
BROADCOM CORP CL-A CMN CLASS A	9/14/2011	4/18/2013	17 00	631 27	551 64	(79 63) LT
BROADCOM CORP CL-A CMN CLASS A	9/8/2011	4/18/2013	13 00	484 00	415 24	(68 76) LT
BROADCOM CORP CL-A CMN CLASS A	9/8/2011	4/18/2013	15 00	560 89	479 12	(81 77) LT
BROADCOM CORP CL-A CMN CLASS A	9/14/2011	4/18/2013	9 00	334 20	287 47	(46 73) LT
HALLIBURTON COMPANY CMN	10/28/2010	4/19/2013	40 00	1,254 39	1,480 27	225 88 LT
HALLIBURTON COMPANY CMN	10/29/2010	4/19/2013	42 00	1,336 47	1,554 28	217 81 LT
WARNER CHILCOTT PLC CMN	8/9/2011	4/22/2013	45 00	790 11	622 23	(167 88) LT
WARNER CHILCOTT PLC CMN	8/8/2011	4/22/2013	34 00	589 54	470 13	(119 41) LT
CELGENE CORPORATION CMN	3/7/2011	4/23/2013	32 00	1,721 40	4,038 18	2,316 78 LT
STANLEY BLACK & DECKER INC CMN	12/13/2011	4/23/2013	15 00	976 38	1,154 48	178 10 LT
WARNER CHILCOTT PLC CMN	8/9/2011	4/23/2013	108 00	1,896 25	1,464 17	(432 08) LT
WARNER CHILCOTT PLC CMN	8/10/2011	4/23/2013	115 00	1,927 69	1,559 07	(368 62) LT
WARNER CHILCOTT PLC CMN	8/9/2011	4/23/2013	24 00	421 39	325 37	(96 02) LT
LOWES COMPANIES INC CMN	12/5/2011	4/24/2013	31 00	760 49	1,169 50	409 01 LT
LOWES COMPANIES INC CMN	12/14/2011	4/24/2013	170 00	4,151 70	6,413 39	2,261 69 LT
STANLEY BLACK & DECKER INC CMN	12/14/2011	4/24/2013	4 00	254 89	310 89	56 00 LT
STANLEY BLACK & DECKER INC CMN	12/14/2011	4/24/2013	7 00	446 06	548 51	102 45 LT
STANLEY BLACK & DECKER INC CMN	12/13/2011	4/24/2013	11 00	716 01	854 96	138 95 LT
LOWES COMPANIES INC CMN	12/14/2011	4/25/2013	121 00	2,955 04	4,575 19	1,620 15 LT
STANLEY BLACK & DECKER INC CMN	12/14/2011	4/25/2013	22 00	1,401 91	1,669 73	267 82 LT
CISCO SYSTEMS, INC CMN	12/22/2011	5/1/2013	73 00	1,326 58	1,504 08	177 50 LT
CISCO SYSTEMS, INC CMN	5/12/2011	5/1/2013	44 00	744 21	898 40	154 19 LT
CISCO SYSTEMS, INC CMN	9/1/2011	5/1/2013	37 00	587 23	762 34	175 11 LT
CISCO SYSTEMS, INC CMN	9/1/2011	5/1/2013	66 00	1,047 49	1,347 60	300 11 LT
CST BRANDS, INC CMN	1/12/2011	5/2/2013	0 78	-	24 69	24 69 LT
JPMORGAN CHASE & CO CMN	4/12/2012	5/3/2013	19 00	852 57	906 06	53 49 LT
JPMORGAN CHASE & CO CMN	4/12/2012	5/3/2013	44 00	1,950 90	2,098 25	147 35 LT
JPMORGAN CHASE & CO CMN	4/12/2012	5/3/2013	31 00	1,391 03	1,462 85	71 82 LT
CST BRANDS, INC CMN	1/13/2011	5/8/2013	4 00	76 24	125 05	48 81 LT
CST BRANDS, INC CMN	1/12/2011	5/8/2013	7 00	132 47	218 84	86 37 LT
CST BRANDS, INC CMN	1/31/2011	5/8/2013	4 00	77 63	125 05	47 42 LT
CST BRANDS, INC CMN	6/23/2011	5/8/2013	11 00	197 80	343 89	146 09 LT
CST BRANDS, INC CMN	4/8/2011	5/8/2013	15 00	317 62	468 94	151 32 LT
CST BRANDS, INC CMN	8/22/2011	5/8/2013	19 00	271 85	593 99	322 14 LT
COGNIZANT TECHNOLOGY SOLUTIONS CO	11/16/2011	5/17/2013	13 00	898 64	831 97	(66 67) LT
COGNIZANT TECHNOLOGY SOLUTIONS CO	11/23/2011	5/17/2013	9 00	564 64	575 98	11 34 LT
COGNIZANT TECHNOLOGY SOLUTIONS CO	11/16/2011	5/17/2013	6 00	417 23	383 99	(33 24) LT
COGNIZANT TECHNOLOGY SOLUTIONS CO	11/16/2011	5/17/2013	10 00	684 13	639 98	(44 15) LT
COGNIZANT TECHNOLOGY SOLUTIONS CO	11/16/2011	5/20/2013	6 00	411 04	385 70	(25 34) LT
COGNIZANT TECHNOLOGY SOLUTIONS CO	11/16/2011	5/20/2013	1 00	68 70	64 29	(4 41) LT
COGNIZANT TECHNOLOGY SOLUTIONS CO	11/16/2011	5/20/2013	2 00	138 44	128 57	(9 87) LT
COGNIZANT TECHNOLOGY SOLUTIONS CO	11/16/2011	5/20/2013	2 00	141 70	128 86	(12 84) LT

THE CHALLENGER FOUNDATION
SCHEDULE D ATTACHMENT
FYE 7/31/13
EIN· 13-7109402
#2551

Description	Acq Date	Sold Date	Shares Sold	COST	PROCEEDS	Gain/Loss
COGNIZANT TECHNOLOGY SOLUTIONS CO	11/16/2011	5/20/2013	2 00	141 70	128 57	(13 13) LT
COGNIZANT TECHNOLOGY SOLUTIONS CO	11/16/2011	5/20/2013	2 00	140 27	128 85	(11 42) LT
COGNIZANT TECHNOLOGY SOLUTIONS CO	11/16/2011	5/20/2013	6 00	412 57	385 71	(26 86) LT
VALERO ENERGY CORPORATION CMN	1/12/2011	6/4/2013	62 00	1,405 19	2,405 46	1,000 27 LT
CELGENE CORPORATION CMN	3/7/2011	6/10/2013	4 00	215 18	474 72	259 54 LT
STANLEY BLACK & DECKER INC CMN	12/14/2011	6/20/2013	16 00	1,019 57	1,235 29	215 72 LT
STANLEY BLACK & DECKER INC CMN	12/14/2011	6/21/2013	6 00	382 34	456 82	74 48 LT
STANLEY BLACK & DECKER INC CMN	1/26/2012	6/21/2013	2 00	144 83	152 27	7 44 LT
STANLEY BLACK & DECKER INC CMN	1/26/2012	6/24/2013	4 00	289 67	296 96	7 29 LT
STANLEY BLACK & DECKER INC CMN	1/26/2012	6/24/2013	15 00	1,086 24	1,110 79	24 55 LT
APPLE, INC CMN	3/31/2008	6/26/2013	3 00	432 62	1,191 32	758 70 LT
APPLE, INC CMN	6/3/2008	6/26/2013	7 00	1,294 53	2,779 75	1,485 22 LT
APPLE, INC CMN	6/2/2008	6/26/2013	6 00	1,110 43	2,382 64	1,272 21 LT
APPLE, INC CMN	8/22/2008	6/26/2013	5 00	884 38	1,985 54	1,101 16 LT
ORACLE CORPORATION CMN	3/13/2012	6/26/2013	66 00	1,987 38	1,985 13	(2 25) LT
ORACLE CORPORATION CMN	9/30/2010	6/26/2013	51 00	1,384 76	1,533 96	149 20 LT
ORACLE CORPORATION CMN	9/29/2010	6/26/2013	72 00	1,952 95	2 165 59	212 64 LT
ORACLE CORPORATION CMN	3/13/2012	6/26/2013	56 00	1,680 67	1,684 35	3 68 LT
ORACLE CORPORATION CMN	6/2/2008	6/26/2013	58 00	1,312 83	1,744 51	431 68 LT
ORACLE CORPORATION CMN	10/19/2009	6/26/2013	78 00	1,744 10	2,346 06	601 96 LT
ORACLE CORPORATION CMN	3/23/2010	6/26/2013	7 00	180 53	210 54	30 01 LT
ORACLE CORPORATION CMN	6/4/2008	6/26/2013	54 00	1,240 77	1 624 19	383 42 LT
ORACLE CORPORATION CMN	10/19/2009	6/26/2013	59 00	1,324 76	1,774 58	449 82 LT
ORACLE CORPORATION CMN	6/3/2008	6/26/2013	39 00	890 13	1,173 03	282 90 LT
EMC CORPORATION MASS CMN	2/28/2011	6/27/2013	54 00	1 467 90	1,287 65	(180 25) LT
EMC CORPORATION MASS CMN	10/25/2010	6/27/2013	121 00	2,585 30	2,856 80	271 50 LT
EMC CORPORATION MASS CMN	10/25/2010	6/27/2013	3 00	64 24	70 83	6 59 LT
EMC CORPORATION MASS CMN	2/28/2011	6/27/2013	40 00	1,087 34	944 40	(142 94) LT
EMC CORPORATION MASS CMN	6/22/2011	6/27/2013	4 00	106 75	95 38	(11 37) LT
CISCO SYSTEMS, INC CMN	12/23/2011	7/15/2013	61 00	1,123 82	1,576 37	452 55 LT
CISCO SYSTEMS, INC CMN	12/22/2011	7/15/2013	3 00	54 52	77 53	23 01 LT
STANLEY BLACK & DECKER INC CMN	4/19/2012	7/25/2013	13 00	961 64	1,072 97	111 33 LT
STANLEY BLACK & DECKER INC CMN	1/26/2012	7/25/2013	6 00	434 50	495 22	60 72 LT
STANLEY BLACK & DECKER INC CMN	5/4/2012	7/26/2013	7 00	506 68	588 22	81 54 LT
STANLEY BLACK & DECKER INC CMN	5/7/2012	7/26/2013	17 00	1 233 29	1,428 54	195 25 LT
STANLEY BLACK & DECKER INC CMN	5/15/2012	7/26/2013	13 00	883 14	1 092 42	209 28 LT
STANLEY BLACK & DECKER INC CMN	4/19/2012	7/26/2013	14 00	1,035 61	1,176 45	140 84 LT
STANLEY BLACK & DECKER INC CMN	5/8/2012	7/26/2013	4 00	283 79	336 13	52 34 LT
STANLEY BLACK & DECKER INC CMN	5/16/2012	7/26/2013	16 00	1,098 27	1 344 51	246 24 LT
LT DISALLOWED WASH SALE				(236 09)	-	236 09 LT
				137,530.27	148,283 73	10,753 46 ST
				240,484.91	290,959 08	50,474 17 LT
				378,015 18	439,242 81	61,227 63

3/7/2014