



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



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 10-01-2012 , and ending 09-30-2013

Name of foundation GEORGE H & JANE A MIFFLIN MEMORIAL FUND 15005012		A Employer identification number 04-6384983	
Number and street (or P O box number if mail is not delivered to street address) LWC 230 CONGRESS STREET 12FL		B Telephone number (see instructions) (617) 523-6531	
City or town, state, and ZIP code BOSTON, MA 02110		C If exemption application is pending, check here ☐	
G Check all that apply ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐	
H Check type of organization ☐ Section 501(c)(3) exempt private foundation ☒ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 36,540,854		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐	
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	704	618		
	4 Dividends and interest from securities.	636,064	636,064		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	1,369,892			
	b Gross sales price for all assets on line 6a _____ 4,710,375				
	7 Capital gain net income (from Part IV, line 2)		1,365,767		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
Operating and Administrative Expenses	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	2,006,660	2,002,449		
	13 Compensation of officers, directors, trustees, etc	69,393	48,575		20,818
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	31,093	31,093		0
	c Other professional fees (attach schedule)	78,025	50,250		27,775
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	68,194	29,081		0
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	4,138	388		3,750
	24 Total operating and administrative expenses. Add lines 13 through 23	250,843	159,387		52,343
	25 Contributions, gifts, grants paid	1,561,000			1,561,000
	26 Total expenses and disbursements. Add lines 24 and 25	1,811,843	159,387		1,613,343
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	194,817			
	b Net investment income (if negative, enter -0-)		1,843,062		
	c Adjusted net income (if negative, enter -0-)				

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	728	405	405
	2	Savings and temporary cash investments	308,000	338,000	338,000
	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 page 15 of the 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			
	10a	Investments—U S and state government obligations (attach schedule)	270,613	☒ 100,104	100,320
	b	Investments—corporate stock (attach schedule)	21,061,549	☒ 21,397,198	36,102,129
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	15	Other assets (describe ▶ _____)			
	16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	21,640,890	21,835,707	36,540,854

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	22,499,239	22,891,319	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	-858,349	-1,055,612	
	30	Total net assets or fund balances (see page 17 of the instructions)	21,640,890	21,835,707	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	21,640,890	21,835,707	

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	21,640,890
2	Enter amount from Part I, line 27a	2	194,817
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3	4	21,835,707
5	Decreases not included in line 2 (itemize) ▶ _____	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	21,835,707

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)
1 a	PUBLICLY TRADED SECURITIES	P		
b	CAPITAL GAINS DIVIDENDS	P		
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 4,709,907		3,344,608	1,365,299
b 468			468
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			1,365,299
b			468
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	1,365,767
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	

Part V

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011	1,485,026	30,644,874	0 048459
2010	1,222,316	30,018,840	0 040718
2009	1,249,748	27,063,173	0 046179
2008	1,654,205	23,043,789	0 071785
2007	1,686,791	34,770,228	0 048513

2 Total of line 1, column (d).	2	0 255654
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 051131
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.	4	34,262,212
5 Multiply line 4 by line 3.	5	1,751,861
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	18,431
7 Add lines 5 and 6.	7	1,770,292
8 Enter qualifying distributions from Part XII, line 4. 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	8	1,613,343

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

1a		Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1			
		Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b		Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		1	36,861
c		All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2		Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	0
3		Add lines 1 and 2.		3	36,861
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	36,861
6		Credits/Payments			
a		2012 estimated tax payments and 2011 overpayment credited to 2012	6a	36,188	
b		Exempt foreign organizations—tax withheld at source	6b		
c		Tax paid with application for extension of time to file (Form 8868)	6c		
d		Backup withholding erroneously withheld	6d		
7		Total credits and payments Add lines 6a through 6d.		7	36,188
8		Enter any penalty for underpayment of estimated tax Check here ☒ if Form 2220 is attached		8	14
9		Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	687
10		Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.		10	
11		Enter the amount of line 10 to be Credited to 2013 estimated tax	Refunded	11	

Part VII-AStatements Regarding Activities

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?		Yes	No
		1a		No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?			No
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c	Did the foundation file Form 1120-POL for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation \$ _____ 0 (2) On foundation managers \$ _____ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ _____ 0			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) MA _____			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation .	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV	9		No
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		No

Part VII-A

Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address ▶HTTP //MIFFLINMEMORIALFUND.ORG				
14	The books are in care of ▶LORING WOLCOTT COOLIDGE TRUST LLC Telephone no ▶(617) 523-6531 Located at ▶230 CONGRESS STREET BOSTON MA ZIP +4 ▶02110			
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		0
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		No
See instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country ▶				

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly) (1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?. ☐ Yes ☒ No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?. ☐ Yes ☒ No (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?. . . Organizations relying on a current notice regarding disaster assistance check here. ▶ ☐	1b		No
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?.	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012?. ☐ Yes ☒ No If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions).	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?. ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.</i>).	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b		No

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required (continued)

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

Part VIII

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).				
(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
LAWRENCE COOLIDGE	TRUSTEE	23,127	0	0
230 CONGRESS STREET BOSTON,MA 02110	1 00			
C-F DAVID BOIT	TRUSTEE	23,127	0	0
230 CONGRESS STREET BOSTON,MA 02110	1 00			
THOMAS R APPLETON	TRUSTEE	23,139	0	0
230 CONGRESS STREET BOSTON,MA 02110	1 00			
2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
Total number of other employees paid over \$50,000.				0

Part VIII

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services.		0

Part IX-A

Summary of Direct Charitable Activities

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

Part IX-B

Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments. See page 24 of the instructions.	
3	
Total. Add lines 1 through 3.	0

Part X

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	33,975,506
b	Average of monthly cash balances.	1b	808,466
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	34,783,972
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	34,783,972
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	521,760
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	34,262,212
6	Minimum investment return. Enter 5% of line 5.	6	1,713,111

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	1,713,111
2a	Tax on investment income for 2012 from Part VI, line 5.	2a	36,861
b	Income tax for 2012 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	36,861
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	1,676,250
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	1,676,250
6	Deduction from distributable amount (see instructions).	6	0
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	1,676,250

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	1,613,343
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	1,613,343
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions).	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	1,613,343
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				1,676,250
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only.			1,447,683	
b Total for prior years 20__, 20__, 20__		0		
3 Excess distributions carryover, if any, to 2012				
a From 2007.				
b From 2008.				
c From 2009.				
d From 2010.				
e From 2011.				
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 1,613,343				
a Applied to 2011, but not more than line 2a			1,447,683	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2012 distributable amount.				165,660
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b.		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013.				1,510,590
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions).	0			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions). . .	0			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a.	0			
10 Analysis of line 9				
a Excess from 2008. . . .				
b Excess from 2009. . . .				
c Excess from 2010. . . .				
d Excess from 2011. . . .				
e Excess from 2012. . . .				

Part XIV

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

1a

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

b

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

☐ 4942(j)(3) or ☐ 4942(j)(5)

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

Part XV

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

1

Information Regarding Foundation Managers:

a

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

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

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

LAWRENCE COOLIDGE
C/OLORINGWOLCOTT COOLIDGE 230
CONGRESS ST
BOSTON,MA 02110
(617) 523-6531

b

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

WHEN APPLYING SEND THE FOLLOWING PROPOSAL OF ORGANIZATION, FUNDING FOR, AMOUNT, PROJECT BUDGET, RECENT FINACIAL STATEMENTS, IRS EXEMPT STATUS LETTER, ACCURATE FINANCIAL DATA WHICH MEASURE THE SUCCESS OF THE PROGRAM, AND LAST 2 YEARS OF INCOME STATEMENT AND BALANCE SHEET

c

Any submission deadlines

DEADLINES FOR APPLICATION AND SUBSEQUENT REPORTING OCTOBER 1ST THROUGH APRIL 15TH

d

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

THE MIFFLIN FUND GIVES GRANTS PRIMARILY IN THE HUMAN SERVICES AND EDUCATIONAL AREAS,FOCUSING ON LOW INCOME AND MINORITY POPULATIONS GRANTS ARE ALSO GIVEN TO ENVIRONMENTAL/CONSERVATION ORGANIZATIONS WITH OCCASIONAL GRANTS TO CULTURAL ORGANIZATIONS FOR SPECIAL PURPOSES

Part XV

Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			3a	1,561,000
b Approved for future payment				
Total			3b	0

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2012)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ALASKA CONSERVATION FOUNDATION 441 WEST 5TH AVENUE ANCHORAGE,AK 99501	NONE	PUBLIC	CONSERVATION POWER BUILDING 2014	40,000
ALMA DEL MAR CHARTER SCHOOL 26 MADEIRA AVE NEW BEDFORD,MA 02746	NONE	PUBLIC	DIRECTOR OF DEVELOPMENT POSITION	40,000
ATLANTIS CHARTER SCHOOL 2501 SOUTH MAIN STREET FALL RIVER,MA 02724	NONE	PUBLIC	HIGH BAR PARTNERSHIP	10,000
BAYSTATE ACADEMY CHARTER PUBLIC SCHOOL 140 HIGH STREET 1ST FLOOR SPRINGFIELD,MA 01105	NONE	PUBLIC	INSTRUCTIONAL TECHNOLOGY	30,000
BELLESINI OSA ACADEMY 94 BRADFORD STREET LAWRENCE,MA 01840	NONE	PUBLIC	STUDENT SPONSORSHIP FOR 2013-2014 SCHOOL YEAR	11,000
BERKSHIRE ARTS AND TECHNOLOGY CHARTER PUBLIC SCHOOL ONE COMMERCIAL PLACE PO BOX 267 ADAMS,MA 01220	NONE	PUBLIC	SCIENCE LAB FURNITURE AND EQUIPMENT	20,000
BOSTON DEBATE LEAGUE 31 STATE STREET BOSTON,MA 02109	NONE	PUBLIC	AFTER SCHOOL DEBATE LEAGUE	10,000
BOSTON PREPARATORY CHARTER PUBLIC SCHOOL 1286 HYDE PARK AVE HYDE PARK,MA 02136	NONE	PUBLIC	GRADE 13 PROGRAM	25,000
BOTTOM LINE 555 ARMORY STREET JAMAICA PLAIN,MA 02130	NONE	PUBLIC	MASS OPERATIONS	60,000
BREAKTHROUGH GREATER BOSTON PO BOX 381486 CAMBRIDGE,MA 02238	NONE	PUBLIC	ACADEMIC PROGRAM IN BOSTON AND CAMBRIDGE	10,000
BRIDGE BOSTON CHARTER SCHOOL 633 CENTRE STREET JAMAICA PLAIN,MA 02130	NONE	PUBLIC	OPERATING EXPENSES	20,000
CASA PROJECT INC 100 GROVE STREET WORCESTER,MA 01605	NONE	PUBLIC	CHILD COURT ADVOCACY PROGRAM	15,000
THE CHARITY GUILD INC 501 MAIN STREET PO BOX 2372 BROCKTON,MA 023052372	NONE	PUBLIC	FOOD PANTRY	3,000
CHRISTA MCAULIFFE REGIONAL CHARTER PUBLIC SCHOOL 25 CLINTON STREET FRAMINGHAM,MA 01702	NONE	PUBLIC	GENERAL	20,000
CITY ON A HILL CHARTER PUBLIC SCHOOL 58 CIRCUIT STREET ROXBURY,MA 02119	NONE	PUBLIC	CITY ON THE HILL NEW BEDFORD	25,000

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
COMMUNITY CHARTER SCHOOL OF CAMBRIDGE 245 BENT STREET CAMBRIDGE,MA 02141	NONE	PUBLIC	BOARD OF TRUSTEES/ HIGH BAR COLLAB	10,000
COMMUNITY CHARTER SCHOOL OF CAMBRIDGE 245 BENT STREET CAMBRIDGE,MA 02141	NONE	PUBLIC	6TH GRADE EXPANSION	30,000
COMMUNITY EDUCATION CENTER PO BOX 544 119 LONDON STREET EAST BOSTON,MA 02128	NONE	PUBLIC	EDUCATION FOR NEW AMERICANS PROGRAM	20,000
COMMUNITY LEGAL SERVICES AND COUNSELING CENTER INC ONE WEST STREET CAMBRIDGE,MA 02139	NONE	PUBLIC	FREE LEGAL SERVICES FOR LOW INCOME INDIVIDUALS	25,000
CONSERVATORY LAB CHARTER SCHOOL 25 ARLINGTON STREET BRIGHTON,MA 02135	NONE	PUBLIC	EXPANSION OF THE EL SISTEMA MUSIC PROGRAM	10,000
CONSERVATION LAW FOUNDATION 62 SUMMER STREET BOSTON,MA 02110	NONE	PUBLIC	CASHES LEDGE MARINE NATIONAL MONUMENT CAMPAIGN	100,000
CRISTO REY HIGH SCHOOL 100 SAVIN HILL AVENUE BOSTON,MA 02125	NONE	PUBLIC	SUPPORTING STUDENT JOBS AT NONPROFIT ORGANIZATIONS	10,000
DISMAS HOUSE OF MASSACHUSETTS INC PO BOX 30125 WORCESTER,MA 01603	NONE	PUBLIC	GREATER WORCESTER BAR NONE	20,000
DOVE INC PO BOX 690267 QUINCY,MA 02269	NONE	PUBLIC	COMMUNITY ADVOCACY OUTREACH AND EDUCATION	10,000
EAST QUABBIN LAND TRUST 120 RIDGE ROAD HARDWICK,MA 01037	NONE	PUBLIC	MUDDY BROOK CONSERVATION INITIATIVE	10,000
EDUCATION REFORM NOW 928 BROADWAY SUITE 503 NEW YORK,NY 10010	NONE	PUBLIC	ERN MA OPERATIONS	10,000
ESSEX COUNTY GREENBELT ASSOCIATION 82 EASTERN AVENUE ESSEX,MA 01929	NONE	PUBLIC	NORCROSS GATEWAY	25,000
FOOD FOR THE WORLD INC 447 ESSEX STREET LAWRENCE,MA 01841	NONE	PUBLIC	GENERAL OPERATION	10,000
FOUR RIVERS CHARTER PUBLIC SCHOOL 248 COLRAIN ROAD GREENFIELD,MA 01301	NONE	PUBLIC	CLASSROOM TECHNOLOGY EQUIPMENT AND FURNITURE	10,000
GREATER BOSTON LEGAL SERVICES 197 FRIEND STREET BOSTON,MA 02114	NONE	PUBLIC	TECHNOLOGY ENHANCEMENT INITIATIVE	75,000

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
HOME START INC 105 CHAUNCY STREET BOSTON,MA 02111	NONE	PUBLIC	THE HOMELESSNESS PREVENTION PROGRAM	15,000
HOUSEHOLD GOODS RECYCLING OF MASSACHUSETTS 530 MAIN STREET ACTON,MA 01720	NONE	PUBLIC	ON GOING OPERATIONS 2013	10,000
JAMAICA PLAIN NEIGHBORHOOD DEVELOPMENT CORPORATION 31 GERMANIA STREET JAMAICA PLAIN,MA 02130	NONE	PUBLIC	SUPPORT FOR AFFORDABLE LOW INCOME HOUSING	25,000
JFY NETWORKS 125 TREMONT STREET BOSTON,MA 02108	NONE	PUBLIC	COLLEGE AND CAREER READINESS	10,000
JUST A START CORPORATION 1035 CAMBRIDGE STREET CAMBRIDGE,MA 02141	NONE	PUBLIC	TRAINING AND HOUSING PROGRAMS	50,000
KIDS PLACE AT NORTH SHORE ASSEMBLY OF GOD 77 KENNEDY DRIVE MALDEN,MA 02148	NONE	PUBLIC	KIDS PLACE/CHILD SPONSORSHIP PROJECT	5,000
KIPP ACADEMY LYNN 25 BESSOM STREET LYNN,MA 01902	NONE	PUBLIC	SUPPORT GROWTH & SUSTAINABILITY	25,000
LAWYERS CLEARINGHOUSE ON AFFORDABLE HOUSING AND HOMELESSNESS INC 16 BEACON STREET BOSTON,MA 02108	NONE	PUBLIC	THE MA LEGAL CLINIC FOR THE HOMELESS	10,000
LAZARUS HOUSE MINISTRIES PO BOX 408 LAWRENCE,MA 01842	NONE	PUBLIC	EDUCATION/WORK PROGRAMS	10,000
LEGAL ADVOCACY & RESOURCE CENTER INC 197 FRIEND STREET BOSTON,MA 02114	NONE	PUBLIC	SUPPORT LARCS HOTLINE	30,000
MASSACHUSETTS CHARTER PUBLIC SCHOOL ASSOCIATION 132 MAIN STREET HAYDENVILLE,MA 01039	NONE	PUBLIC	RAISING THE CAP CAMPAIGN	75,000
MASSACHUSETTS LAND TRUST COALITION 18 WOLBACH ROAD SUDBURY,MA 01776	NONE	PUBLIC	CAPACITY- BUILDING PROJECT	5,000
MERRIMACK VALLEY FOOD BANKINC 735 BROADWAY STREET LOWELL,MA 01854	NONE	PUBLIC	THE FOOD PROGRAM	5,000
NEIGHBORHOOD DEVELOPERS 4 GERRISH AVENUE CHELSEA,MA 02150	NONE	PUBLIC	BELLINGHAM HILL HOMES	20,000
NEW ENGLAND CENTER FOR HOMELESS VETERANS 17 COURT STREET BOSTON,MA 02108	NONE	PUBLIC	VETERANS TRAINING SCHOOL	15,000

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
NORTH CENTRAL CHARTER ESSENTIAL SCHOOL 171 SOUTH STREET FITCHBURG,MA 01420	NONE	PUBLIC	GOVERNANCE SUPPORT THROUGH THE HIGH BAR	10,000
NOTRE DAME CRISTO REY HIGH SCHOOL 303 HAVERHILL STREET LAWRENCE,MA 01841	NONE	PUBLIC	EMERGENCY CONSTRUCTION PROJECT	10,000
PARISH OF ALL SAINTS ASHMONT 209 ASHMONT STREET DORCHESTER,MA 02124	NONE		PRESERVATION FUND	5,000
PAULO FREIRE SOCIAL JUSTICE CHARTER SCHOOL 206 MAPLE STREET ROOM 406 HOLYOKE,MA 01041	NONE	PUBLIC	GENERAL	25,000
PHOENIX CHARTER ACADEMY 59 NICHOLS STREET CHELSEA,MA 02150	NONE	PUBLIC	NETWORK LEADERSHIP PROGRAM	75,000
PRESENTATION OF MARY ACADEMY 209 LAWRENCE STREET METHUEN,MA 01844	NONE	PUBLIC	LAWRENCE EDUCATION INITIATIVE	5,000
RAWART WORKS 37 CENTRAL SQUARE LYNN,MA 01901	NONE	PUBLIC	ALL RAW PROGRAMS	5,000
REACH BEYOND DOMESTIC VIOLENCE PO BOX 540024 WALTHAM,MA 02454	NONE	PUBLIC	GENERAL	10,000
RESPOND INC PO BOX 555 SOMERVILLE,MA 02143	NONE	PUBLIC	SUPPORT PROGRAMS	7,000
ROCA INC 101 PARK STREET CHELSEA,MA 02151	NONE	PUBLIC	ALTERNATIVE EDUCATION AND WORKFORCE READINESS PROGRAM	20,000
ST FRANCIS HOUSE 39 BOYLSTON STREET BOSTON,MA 02116	NONE	PUBLIC	ANNUAL FUND FOR CORE SERVICES	15,000
SCHOOL ON WHEELS OF MASSACHUSETTS INC 790 WEST CHESTNUT STREET BROCKTON,MA 02301	NONE	PUBLIC	EDUCATING CHILDREN IMPACTED BY HOMELESSNESS	5,000
SITKA CONSERVATION SOCIETY PO BOX 6533 SITKA,AK 99835	NONE	PUBLIC	PROTECTING TONGASS NATIONAL FOREST	30,000
SOCIEDAD LATINA INC 1530 TREMONT STREET ROXBURY,MA 02120	NONE	PUBLIC	MISSION POSSIBLE PROGRAM	10,000
SOUTHEAST ALASKA CONSERVATION COUNCIL 419 6TH STREET SUITE 200 JUNEAU,AK 99801	NONE	PUBLIC	GENERAL SUPPORT	15,000

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
SOUTH MIDDLESEX OPPORTUNITY COUNCIL INC 300 HOWARD STREET FRAMINGHAM,MA 01702	NONE	PUBLIC	PROGRAM AT JOAN BLACK ADULT LEARNING CENTER	15,000
SPRINGFIELD RESCUE MISSION 19 BLISS STREET PO BOX 9045 SPRINGFIELD,MA 011029045	NONE	PUBLIC	CAPITAL IMPROVEMENTS AT 148 TAYLOR STREET	20,000
STRAIGHT AHEAD MINISTRIES INC 791 MAIN STREET WORCESTER,MA 01605	NONE	PUBLIC	LYNN YOUTH REENTRY PROJECT	20,000
STRIVE BOSTON EMPLOYMENT SERVICES INC 651 WASHINGTON STREET DORCHESTER,MA 02124	NONE	PUBLIC	GENERAL	25,000
TEACH FOR AMERICA 60 CANAL STREET 5TH FLOOR BOSTON,MA 02114	NONE	PUBLIC	EXPANDING EDUCATIONAL EQUITY IN MASSACHUSETTS	75,000
TECHMISSION INC 31 TORREY STREET BOSTON,MA 02124	NONE	PUBLIC	CITY VISION PROGRAM SUPPORT	5,000
TUTORING PLUS CAMBRIDGE INC 225 WINDSOR STREET CAMBRIDGE,MA 02139	NONE	PUBLIC	OPERATING SUPPORT	10,000
UNLOCKING POTENTIAL 90 CANAL STREET SUITE 610 BOSTON,MA 02114	NONE	PUBLIC	FUNDING TWO NEW DISTRICT CHARTER SCHOOLS	50,000
VERITAS PREPARATORY CHARTER SCHOOL PO BOX 3553 SPRINGFIELD,MA 01101	NONE	PUBLIC	CREATING A CULTURE OF ACHIEVMENT	25,000
VOLUNTEER LAWYERES PROJECT OF THE BOSTON BAR ASSOCIATION 99 CHAUNCY STREET SUITE 400 BOSTON,MA 02111	NONE	PUBLIC	SERVING LIMITED ENGLISH PROFICIENT CLIENTS	25,000
WEB OF BENEFIT INC PO BOX 81925 WELLESLEY,MA 02481	NONE	PUBLIC	SELF-SUFFICIENCY PROGRAM	10,000
WELLSPRING HOUSE INC 302 ESSEX AVENUE GLOUCESTER,MA 01930	NONE	PUBLIC	MEDICLERK PROGRAM	10,000
Total  3a				1,561,000

TY 2012 Accounting Fees Schedule

Name: GEORGE H & JANE A MIFFLIN MEMORIAL FUND 15005012

EIN: 04-6384983

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LORING WOLCOTT & COOLIDGE TRUST LLC	31,093	31,093		0

TY 2012 General Explanation Attachment**Name:** GEORGE H & JANE A MIFFLIN MEMORIAL FUND 15005012**EIN:** 04-6384983

Identifier	Return Reference	Explanation
		990PF STATEMENTPART VIII OFFICERS, DIRECTORS, TRUSTEES, FOUNDATION MANAGERSAND THEIR COMPENSATION AND HOURS SPENT PER WEEK HOURS SPENT THE TIME SPENT BY THE TRUSTEE/S MANAGING THE AFFAIRS OF THEFOUNDATION VARIES FROM WEEK TO WEEK AND YEAR TO YEAR FOR990PF REPORTING PURPOSES, AN ESTIMATE OF 5 TO 1 HOURS PERWEEK HAS BEEN INDICATED THE TRUSTEE/S ARE PROFESSIONALFIDUCIARIES WHO MANAGE A NUMBER OF TRUST/FOUNDATIONRELATIONSHIPS AND WHO EMPLOY ACCOUNTING, SUPPORT AND TAXCOMPLIANCE STAFF TO ASSIST WITH THE ADMINISTRATION OF SAIDRELATIONSHIPS THE 5 TO 1 HOUR TIME NOTED REFLECTS ANESTIMATE OF THE TIME SPENT BY THE NAMED TRUSTEE/S AS WELL ASTHEIR AGENTS OR EMPLOY S THE ACTUAL TIME SPENT MAY DIFFERFROM THE ESTIMATE IN ANY GIVEN WEEK/YEAR THE TRUSTEES FEES NOTED ALSO INCLUDES AN INVESTMENT ADVISORY COMPONENT WHICH IS BASED IN PART ON THE FOUNDATION INVESTMENTASSETS AND WHICH VARIES FROM QUARTER TO QUARTER BASED ONFAIR MARKET VALUE

TY 2012 Investments Corporate
Stock Schedule

Name: GEORGE H & JANE A MIFFLIN MEMORIAL FUND 15005012
EIN: 04-6384983

Name of Stock	End of Year Book Value	End of Year Fair Market Value
17,596 SHS ABBOTT LABORATORIES	350,054	584,011
11,221 SHS AUTOMATIC DATA PROCESSING	48,515	812,176
7,725 SHS LINEAR TECHNOLOGY CORP	48,281	306,374
7600 SHS STRYKER CORP	25,412	513,684
4,400 SHS STRYKER CORP	26,469	297,396
14,200 SHS MICROSOFT CORP	273,392	472,576
16,825 SHS QUALCOMM INC	490,635	1,132,659
6,525 SHS PEPSICO INC	314,500	518,738
13,000 SHS UNITED TECHNOLOGIES	781,403	1,401,660
19,400 SHS NESTLE SA SPONS ADR FOR REG	673,954	1,356,991
25,200 SHS SABMILLER PLC	705,862	1,282,834
3,500 SHS CORE LABORATORIES	201,315	592,235
16,550 SHS HEINEKEN HOLDING NV	806,867	1,047,453
14,725.788 SHS DODGE & COX INTERNATIONAL STOCK FUND	555,059	597,572
18,825 SHS DANAHER CORP SHS BEN INT	798,765	1,304,949
10,875 SHS CANADIAN NATIONAL RAILWAY	587,926	1,102,399
23,200 SHS JARDINE MATHESON HOLDINGS LTD	580,431	1,273,680
7,500 SHS BERKSHIRE HATHAWAY INC CL B	438,098	851,325
13,000 SHS PHILIP MORRIS INTERNATIONAL	601,563	1,125,670
52,535 SHS DAIRY FARM INTL HOLDINGS LTD	303,267	531,129
6,975 SHS RECKITT BENCKISER GROUP PLC	306,415	510,550
14,050 SHS CHURCH & DWIGHT CO	452,984	843,703
13,525 SHS COGNIZANT TECHNOLOGY SOLUTIONS CLASS A	909,420	1,110,673
15,250 SHS COLGATE PALMOLIVE CO	601,195	904,325
11,650 SHS FISERV INC	652,704	1,177,233
3,375 SHS MASTERCARD INC	759,322	2,270,633
5,500 SHS MCDONALDS CORP	351,147	529,155
7,750 SHS PRAXAIR	646,764	931,628
27,575 SHS TJX COMPANIES	657,113	1,554,954
9,050 SHS EOG RESOURCES	744,556	1,531,984

Name of Stock	End of Year Book Value	End of Year Fair Market Value
6,175 SHS EXXON MOBIL CORP	451,061	531,297
5,175 SHS NASPERS LIMITED	299,755	477,424
11,100 SHS ECOLAB INC	798,981	1,096,236
3,381 SHS EXPRESS SCRIPTS HOLDINGS	190,029	208,946
16,800 SHS INTUIT	1,005,939	1,114,008
6,475 SHS OCCIDENTAL PETROLEUM CORP	601,200	605,672
3,575 SHS NOVO-NORDISK A/S ADR	501,301	604,962
19,650 SHS UNILEVER PLC SPONSORED ADR	650,844	758,097
9,448.745 SHS VANGUARD SHORT-TERM INVESTMENT GRADE ADM	100,639	101,196
8,900 SHS COACH INC	501,159	485,317
7,275 SHS DISCOVERY COMMUNICATIONS-A	600,578	614,156
1,475 SHS GRAINGER(WW)	399,537	386,022
2,225 SHS PRICESMART INC	199,625	211,891
4,975 SHS WEX INC	403,162	436,556

TY 2012 Investments Government Obligations Schedule

Name: GEORGE H & JANE A MIFFLIN MEMORIAL FUND 15005012

EIN: 04-6384983

US Government Securities - End of Year Book Value:	100,104
---	---------

US Government Securities - End of Year Fair Market Value:	100,320
--	---------

State & Local Government Securities - End of Year Book Value:	0
--	---

State & Local Government Securities - End of Year Fair Market Value:	0
---	---

TY 2012 Other Expenses Schedule**Name:** GEORGE H & JANE A MIFFLIN MEMORIAL FUND 15005012**EIN:** 04-6384983

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FILING FEE - COMM OF MA FORM PC ANNUAL REPORT	250	0		250
SUFFOLK PROBATE 46TH ACCOUNT	3,500	0		3,500
NESTLE SA SPONS AGENT FEE	388	388		0

TY 2012 Other Professional Fees Schedule

Name: GEORGE H & JANE A MIFFLIN MEMORIAL FUND 15005012

EIN: 04-6384983

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LWC TAX PREPARATION	2,775	0		2,775
LWC FIDUCIARY ADVISORS FEES	50,250	50,250		0
LWC FIDUCIARY ADVISORS ADMINISTRATIVE SERVICES	25,000	0		25,000

TY 2012 Taxes Schedule**Name:** GEORGE H & JANE A MIFFLIN MEMORIAL FUND 15005012**EIN:** 04-6384983

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ESTIMATED FEDERAL EXCISE TAX FOR 9/30/13	36,188	0		0
FOREIGN TAXES WITHHELD	29,081	29,081		0
FEDERAL EXCISE TAX BAL DUE 9/30/12	2,925	0		0

