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Form **990-PF**

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

2012

OMB No 1545-0052

Department of the Treasury Internal Revenue Service

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

For ca	lendar year 2012, or tax year beginning	10/01 , 2012	, and ending 9	/30		
mire	LIM DOVCE THOMOSON FOUNDATIO	ON THE		Α	Employer identification nu 22-2941409	mber
	WM. BRYCE THOMPSON FOUNDATIONASSAU STREET	JN, INC.		В	Telephone number (see the	instructions)
	CETON, NJ 08542				609-921-7655	moducation by
1 1 1 1 1 1	CEION, NO 00012					
				С	If exemption application is	pending, check here .
G Ch	eck all that apply	Initial return of a form	mer public charity	D	1 Foreign organizations, che	ck here .
	Final return	Amended return			3 Faraign arganizations mag	ting the OEO/ test sheet
	Address change	Name change	, , ,	ٔ ا	2 Foreign organizations mee here and attach computation	on
H C	Check type of organization:	1(c)(3) exempt private	roundation		If nowate foundation status	was terminated
	Section 4947(a)(1) nonexempt charitable air market value of all assets at end of year J Ac	counting method: X C		E	If private foundation status under section 507(b)(1)(A)	
	from Part II, column (c), line 16)	Other (specify)	asii Maccidai	F		
► s		, column (d) must be oi	n cash basis.)	F	If the foundation is in a 60 under section 507(b)(1)(B)	
Part	Analysis of Revenue and	,				(d) Disbursements
[- 4-54	Expenses (The total of amounts in	(a) Revenue and expenses per books	(b) Net investment income	וו	(c) Adjusted net income	for charitable
	columns (b), (c), and (d) may not neces- sarily equal the amounts in column (a)	Superiore per decine				purposes (cash basis only)
	(see instructions))					Dasis Only)
	1 Contributions, gifts, grants, etc, received (att sch)					45 1400 3334 844
	2 Ck X if the foundn is not req to att Sch B	ART EAST			es in the co	
	3 Interest on savings and temporary cash investments	968.	96	8.		
	4 Dividends and interest from securities .					CARSON FOR
	5 a Gross rents	1,217.	1,21	7.		计数据 医动物
	b Net rental income or (loss)1,701.					
R E V	6 a Net gain/(loss) from sale of assets not on line 10 b Gross sales price for all	######################################		1.036		
V	assets on line 6a					150 a 250 a 250 a
E N U	7 Capital gain net income (from Part IV, line 2) 8 Net short-term capital gain		73	ارمدر ع	The state of the s	
	9 Income modifications	40.45.00				
E	10 a Gross sales less returns and	PERSONAL ACRES, AND ROOM, I	E SALAN STREET,	S. A.	CANAL MARK	
	allowances h Less Cost of			,	CONTRACTOR OF THE PROPERTY OF	
	goods sold	的。这些"特别"的	Contract Charles	7 200		A to the second
	c Gross profit/(loss) (att sch)				···	
	11 Other income (attach schedule)					
e	12 Total Add Ingles Dhrough 11	2,185.	2,18	5	0.	
	13 Compensation of officers, directors trustees, etc	0.		-		
	14=+Other employee salaries and wages .					
	25 Pension plans employee benefits	·				
A	d.6a Legal-fees (attach schedule) b Accounting-fees (attach sch) SEE. ST 1					
M	b Accounting fees (attach sch) ShE. ST I	4,890.				2,445.
o N	c Other Prof Jess (attach sch)					
N I STR		13,338.			·	
O P E R A T	18 Taxes (attach scheduleXsee instrs). SEE STM 2 19 Depreciation (attach	13,330.				
Ť Ť	sch) and depletion					
N V	20 Occupancy					· - -
	21 Travel, conferences, and meetings. 22 Printing and publications					
A E N X D P	23 Other expenses (attach schedule)					· -
E	SEE STATEMENT 3	3,694.	2,91	8.		
Ş	24 Total operating and administrative	24 222	0.01	_		0.445
Š	expenses. Add lines 13 through 23 25 Contributions, gifts, grants paid PART XV	21,922.	2,91			2,445. 45,785.
		45,785.	Maria Calaba	العثيرات أن	A COMPANY OF STREET, AND S	45, /85.
	26 Total expenses and disbursements. Add lines 24 and 25	67,707.	2,91	8.	0.	48,230.
	27 Subtract line 26 from line 12:	36. 2 MAY 1 1 FM 1	May 10 Care	14		基金额与路径
	a Excess of revenue over expenses and disbursements	-65,522.		Ž.		THE REAL PROPERTY.
	b Net investment income (if negative, enter -0-)	50,522.	· STALL STATE OF STATE	0.		Carlos Anti-Company
	C Adjusted net income (if negative, enter -0-)		1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1		0.	
BAA F	or Paperwork Reduction Act Notice, see ins			TEEAC	0504L 12/23/12	Form 990-PF (2012)

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Form	990-	PF (2012) THE WM. BRYCE THOMPSON FOUNDATION		22-294	
Dai	- AI	Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year	End o	•
Fai	. 11	(See instructions)	(a) Book Value	(b) Book Value	(c) Fair Market Value
	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	496,683.	431,160.	431,160.
	3	Accounts receivable	· · · · · · · · · · · · · · · · · · ·		451
		Less: allowance for doubtful accounts			
	4	Pledges receivable	Land to the second section of the second	Example A B	A COLOR
		Less: allowance for doubtful accounts ▶			
	5	Grants receivable			<u> </u>
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach sch)			
A		Less: allowance for doubtful accounts ▶			
Š	8	Inventories for sale or use ,			
A S E T	9	Prepaid expenses and deferred charges			
Ś	10 a	a Investments — U.S. and state government obligations (attach schedule).			
	l t	Investments — corporate stock (attach schedule).			
	۰ ا	Investments — corporate bonds (attach schedule)			
	11	Investments — land, buildings, and equipment: basis 613,156.			
	:	Less: accumulated depreciation (attach schedule) SEE STMT 4	613,156.	613,156.	520,000.
	12	Investments – mortgage loans			
	13	Investments – other (attach schedule)			
	14	Land, buildings, and equipment. basis ►			Maria de la value
		Less: accumulated depreciation (attach schedule)			
	15	Other assets (describe ► SEE STATEMENT 5)	1,503.	1,504.	1,503.
	16	Total assets (to be completed by all filers —	1 111 2/2	1,045,820.	952,663.
	4-	see the instructions. Also, see page 1, item I).	1,111,342.	1,045,620.	932,003.
ī	17	Accounts payable and accrued expenses			
A B	18	Grants payable			
B	19	Deferred revenue			
Ļ	20	Loans from officers, directors, trustees, & other disqualified persons			
ŧ	21	Mortgages and other notes payable (attach schedule)			
1	22	Other liabilities (describe			
E 	23	Total liabilities (add lines 17 through 22) Foundations that follow SFAS 117, check here	0.	0.	
		and complete lines 24 through 26 and lines 30 and 31.			
N P		Unrestricted	1,111,342.	1,045,820.	
N F E U T N	24		1,111,342.	1,043,020.	
TN	25	Permanently restricted		<u> </u>	
A D	26		<u> </u>		
A B S A L T A		Foundations that do not follow SFAS 117, check here ► and complete lines 27 through 31.			
EL		Capital stock, trust principal, or current funds			
	27	Paid-in or capital surplus, or land, building, and equipment fund		_	
SNC	28	Retained earnings, accumulated income, endowment, or other funds			
O E	29	Total net assets or fund balances (see instructions).	1,111,342.	1,045,820.	
RS	30 31	Total liabilities and net assets/fund balances (see instructions)	1,111,342.	1,045,820.	
Pari		Analysis of Changes in Net Assets or Fund Balanc	es		
1	Total	net assets or fund balances at beginning of year - Part II, colu	ımn (a), line 30 (must a	gree with	1 111 240
		of-year figure reported on prior year's return)		1	1,111,342.
		r amount from Part I, line 27a		. 2	-65,522.
_		increases not included in line 2 (itemize)			1 04E 020
4		lines 1, 2, and 3		4	1,045,820.
		ases not included in line 2 (itemize)	Port II solumn (h)		1 045 930
6	ıotal	net assets or fund balances at end of year (line 4 minus line 5)	– Fart II, column (b),	iiie 30 b	1,045,820.

	I a a a a a day Tara a a large advanced	N, INC.		22-2941409	
	Losses for Tax on Investment e the kind(s) of property sold (e.g., re- se; or common stock, 200 shares MLC	al estate, (b)	How acquired - Purchase - Donation	(C) Date acquired (month, day, year)	(d) Date sold (month, day, year)
N/A					
				 	
				 	
					
(a) Gross sales price	(A Depreciation allowed	(a) Cost or other basis	$-\tau$	(h) Gain or	(loss)
(c) Gross sales price	(or allowable)	plus expense of sale		(e) plus (f) m	
	 				
		.			
					·
	 				
	+				
Complete only for assets show	und dain in column (b) and owned by	the foundation on 12/31/69		415 Oaves 40-le	
				aın minus column (k	ımn (n)), but not less
as of 12/31/69	as of 12/31/69	over column (j), if any			

	<u> </u>				
Capital gain net income or (ne	et capital loss) If gain, also e	enter in Part I, line 7			
	_ ii (loss), eine		2		
Net short-term capital gain or ((loss) as defined in sections 1222(5) a	and (6).			
	e 8, column (c) (see instructions). If (I	oss), enter -0-			
•					
			riod? 	Yes	X No
Enter the appropriate amount	in each column for each year; see the	instructions before making an	entries.		
(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(colu	(d) Distribution ımn (b) divided t	
2011	46,470.				ratio by column (c))
2010		1.026.5	53.		y column (c))
2009	42.113	1,026,5 1,100.7			oy column (c)) 0.045268
2008	42,113. 97.570.	1,100,7	69.		0.045268 0.038258
	97,570.	1,100,7 1,073,0	69. 78.		0.045268 0.038258 0.090925
2007	97,570. 99,698.	1,100,7 1,073,0 1,846,3	69. 78. 89.		0.045268 0.038258 0.090925 0.053996
2007	97,570.	1,100,7 1,073,0	69. 78. 89.		0.045268 0.038258 0.090925 0.053996
	97,570. 99,698. 100,569.	1,100,7 1,073,0 1,846,3	69. 78. 89.		0.045268 0.038258 0.090925 0.053996 0.074918
Total of line 1, column (d)	97,570. 99,698. 100,569.	1,100,7 1,073,0 1,846,3 1,342,3	69. 78. 89.		0.045268 0.038258 0.090925 0.053996 0.074918
Total of line 1, column (d) Average distribution ratio for the	97,570. 99,698. 100,569.	1,100,7 1,073,0 1,846,3 1,342,3	69. 78. 89.		0.045268 0.038258 0.090925 0.053996 0.074918
Total of line 1, column (d) Average distribution ratio for th number of years the foundation	97, 570. 99, 698. 100, 569.	1,100,7 1,073,0 1,846,3 1,342,3 al on line 2 by 5, or by the years	69. 78. 89. 81.		0.045268 0.038258 0.090925 0.053996 0.074918 0.303365
Total of line 1, column (d) Average distribution ratio for th number of years the foundation	97,570. 99,698. 100,569. he 5-year base period — divide the total has been in existence if less than 5 years.	1,100,7 1,073,0 1,846,3 1,342,3 al on line 2 by 5, or by the years	69. 78. 89. 81.		0.045268 0.038258 0.090925 0.053996 0.074918 0.303365 0.060673
Total of line 1, column (d) Average distribution ratio for the number of years the foundation the content of the net value of nonchard the net valu	97,570. 99,698. 100,569. he 5-year base period — divide the total has been in existence if less than 5 year base assets for 2012 from Part X	1,100,7 1,073,0 1,846,3 1,342,3 al on line 2 by 5, or by the years	69. 78. 89. 81.		0.045268 0.038258 0.090925 0.053996 0.074918 0.303365 0.060673 973,413.
Total of line 1, column (d) Average distribution ratio for the number of years the foundation the content of the net value of nonchard the foundation of the net value of nonchard the net by line 3	97,570. 99,698. 100,569. the 5-year base period — divide the total has been in existence if less than 5 year table-use assets for 2012 from Part X	1,100,7 1,073,0 1,846,3 1,342,3 al on line 2 by 5, or by the years	69. 78. 89. 81. . 2 . 3		0.045268 0.038258 0.090925 0.053996 0.074918 0.303365 0.060673 973,413.
Total of line 1, column (d) Average distribution ratio for the number of years the foundation Enter the net value of nonchard Multiply line 4 by line 3 Enter 1% of net investment income. Add lines 5 and 6	97, 570. 99, 698. 100, 569. the 5-year base period — divide the total has been in existence if less than 5 year table-use assets for 2012 from Part X	1,100,7 1,073,0 1,846,3 1,342,3 al on line 2 by 5, or by the years	69. 78. 89. 81. 2 3 4 5 6 7		0.045268 0.038258 0.090925 0.053996 0.074918 0.303365 0.060673 973,413. 59,060.
t	Capital gain net income or (ne Net short-term capital gain or in Part I, line 8 Vi Qualification Underptional use by domestic private ton 4940(d)(2) applies, leave to the foundation liable for the section 4, the foundation does not quality the foundatio	Complete only for assets showing gain in column (h) and owned by (i) Fair Market Value as of 12/31/69 Capital gain net income or (net capital loss) Net short-term capital gain or (loss) as defined in sections 1222(5) as if gain, also enter in Part I, line 8, column (c) (see instructions). If (in Part I, line 8 V Qualification Under Section 4940(e) for Reduced optional use by domestic private foundations subject to the section 4940(d)(2) applies, leave this part blank. The foundation liable for the section 4942 tax on the distributable amount in each column for each year; see the gain and gain and gain in the column for each year; see the capital years calendar year (or tax year beginning in) Adjusted qualifying distributions	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 (i) Fair Market Value as of 12/31/69 (j) Adjusted basis as of 12/31/69 (k) Excess of column (l) over column (j), if any Capital gain net income or (net capital loss) (k) Excess of column (l) over column (j), if any (k) Excess of column (l) over column (j), if any (k) Excess of column (l) over column (j), if any (k) Excess of column (l) over column (l) over column (l) over column (l), if any (k) Excess of column (l) over column (l) over column (l), if any (k) Excess of column (l) over column (l) over column (l) over column (l), if any (k) Excess of column (l) over column (l) ov	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 (i) Fair Market Value as of 12/31/69 (ii) Fair Market Value as of 12/31/69 (iv) Excess of column (iv) over column (iv), if any the foundation on 12/31/69 (iv) Excess of column (iv) over column (iv), if any the fill gain, also enter in Part I, line 7 as of 12/31/69 (iv) Excess of column (iv), if any the fill gain, also enter in Part I, line 7 as over column (iv), if any the fill gain, also enter in Part I, line 7 as over column (iv), if any the fill gain, also enter in Part I, line 7 as over column (iv), if any the fill gain, also enter in Part I, line 7 as over column (iv), if any the fill gain, also enter in Part I, line 7 as over column (iv), if any the fill gain, also enter in Part I, line 7 as over column (iv), if any the fill gain, also enter in Part I, line 7 as over column (iv), if any the fill gain, also enter in Part I, line 7 as over column (iv), if any the fill gain, also enter in Part I, line 7 as over column (iv), if any the fill gain, also enter in Part I, line 7 as over column (iv), if any the fill gain, also enter in Part I, line 7 as over column (iv), if any the fill gain, also enter in Part I, line 7 as over column (iv), if any the fill gain, also enter in Part I, line 7 as over column (iv), if any the fill gain, also enter in Part I, line 7 as over column (iv), if any the fill gain, also enter in Part I, line 7 as over column (iv), if any the fill gain, also enter in Part I, line 7 as over column (iv), if any the fill gain, also enter in Part I, line 7 as over column (iv), if any the fill gain, also enter in Part I, line 7 as over column (iv), if any the fill gain, also enter in Part I, line 7 as over column (iv), if any the fill gain, also enter in Part I, line 7 as over column (iv), if any the fill gain, also enter in Part I, line 7 as over column (iv), if any the fill gain gain as over column (iv), if any the fill gain gain as over column (iv) as over column (iv) as over column (iv) as over col	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 (i) Fair Market Value as of 12/31/69 (ii) Gains (Column (i) as of 12/31/69 (iv) Excess of column (i) over column (i), if any than -0-) or Losses (find as of 12/31/69 (iii) Gains (Column (iii) over column (i), if any than -0-) or Losses (find as of 12/31/69) (iv) Excess of column (iv) over column (iv), if any than -0-) or Losses (find as of 12/31/69) (iv) Excess of column (iv) over column (iv), if any than -0-) or Losses (find as of 12/31/69) (iv) Excess of column (iv) over column (iv), if any than -0-) or Losses (find as of 12/31/69) (iv) Excess of column (iv) over column (iv) over column (iv), if any than -0-) or Losses (find as of 12/31/69) (iv) Excess of column (iv) over colu

Form 990-PF (2012) THE WM. BRYCE THOMPSON FOUNDATION, INC. 22-294			Page
Part VI (Section 4940(a), 4940(b), 4940(e), or 4948 - see inst	tructions	s)	
1 a Exempt operating foundations described in section 4940(d)(2), check here and enter 'N/A' on line 1.	<u> </u>	<u></u>	
Date of ruling or determination letter: (attach copy of letter if necessary — see instrs)			
b Domestic foundations that meet the section 4940(e) requirements in Part V,			0.
- · · · · · · · · · · · · · · · · · · ·	3	1.61	
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (b) .	-		<u></u>
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			^
			0.
. <u>L-i</u>	 -		0.
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	1-2-7		<u> </u>
6 Credits/Payments:	1357	· · · · · · · · · · · · · · · · · · ·	
a 2012 estimated tax pmts and 2011 overpayment credited to 2012	- 44		
b Exempt foreign organizations – tax withheld at source			
c Tax paid with application for extension of time to file (Form 8868) 6 c		12.36	
d Backup withholding erroneously withheld 6d		1300	1 10 10 10
7 Total credits and payments. Add lines 6a through 6d			1,433.
8 Enter any penalty for underpayment of estimated tax. Check here If Form 2220 is attached			
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed			0.
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid			<u>1,433.</u>
11 Enter the amount of line 10 to be. Credited to 2013 estimated tax 1, 433. Refunded . 11			0.
Pärt VII-A Statements Regarding Activities			
1 a 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?	[ซีเม็น 1 a	Yes No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?		1 b	х
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?	-	1 c	X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year	···	5.74	
(1) On the foundation >\$ 0. (2) On foundation managers >\$	O.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on		1,4	
foundation managers •\$ 0.	F	<u> </u>	الإنا علا
2 Has the foundation engaged in any activities that have not previously been reported to the IRS?	· -	2	X
If 'Yes,' attach a detailed description of the activities	-	· 1880 [
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles	-		~ `` * <u>-</u> -
of incorporation, or bylaws, or other similar instruments? If 'Yes,' attach a conformed copy of the changes.	·	3	<u> X</u>
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		4 a	X
b If 'Yes,' has it filed a tax return on Form 990-T for this year?	···	4 b	N/A
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?	, · ·	5	X
If 'Yes,' attach the statement required by General Instruction T.)		
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:	[
 By language in the governing instrument, or 		1 3/1 T	
 By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict 	-	ئـ اِثْعـنــ	
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, column (c), and Part XV	-	7	X
8a Enter the states to which the foundation reports or with which it is registered (see instructions)			4.55
_NJ			
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 <i>General Instruction G? If 'No,' attach explanation</i>		8 b	X
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 494 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
BAA			PF (2012)

	rt VII-A Statements Regarding Activities (continued)	22-29414	409	rage	_
					_
•	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	<u> </u>	
	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person 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 Website address	application?	. 13	Х	_
14	The books are in care of ► THE FOUNDATION Telephone	no. ► 609-	921-7	-	•
• •	Located at ► 195 NASSAU STREET PRINCETON NJ ZIP + 4 ►	08542	221_1	<u> </u>	-
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 — Check here.		N/Ā		
	and enter the amount of tax-exempt interest received or accrued during the year	▶ 15		N/2	4
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority o bank, securities, or other financial account in a foreign country?	ver a	16	Yes No	_
	See the instructions for exceptions and filing requirements for Form TD F 90-22 1. If 'Yes,' enter the name of the foreign country ►	е			
Pai	t 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.		14	Yes No	_
1 a	a During the year did the foundation (either directly or indirectly):	_			7
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	Yes XNo			4
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	Yes X No			A 15. CO.
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	Yes X No	19	102	
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	Yes X No	41.7		Š
	(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 X No			37.3
	(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				24
	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 X No	45		
t	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)?		1 b	N/A	7
	Organizations relying on a current notice regarding disaster assistance check here	▶ □	37.3	321 25	1
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	4
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 184 A 1
а	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d	¬., [¬.,		k Aki	1
	, , , , , , , , , , , , , , , , , , , ,	Yes X No			1
	If 'Yes,' list the years ► 20 , 20 , 20 , 20				1
Ł	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to			123
	all years listed, answer 'No' and attach statement — see instructions.)		. 2b	N/A	7
C	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years he 20 , 20 , 20 , 20	e.			ستريد كمشمث
3 a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	Yes X No			X
t	olf '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	die Gird
4 a	Did the foundation invest during the year any amount in a manner that would jeopardize its			N/A	-
	charitable purposes?		4 a	X GPF	Ą
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?		. 4ь	X	1
RAA			لتنبل	-PF (2012)	-

Form 990-PF (2012) THE WM. BRYCE THO	MPSON FOUNDATIO	ON, INC.	22-29	41409 Page 6
Part VII-B Statements Regarding Activit		n 4/20 May Be Red	uirea (continuea)	75
5 a During the year did the foundation pay or incu	-	on (cootion 4045(a))?	□vaa [v	
(1) Carry on propaganda, or otherwise attem(2) Influence the outcome of any specific pub	-			No
on, directly or indirectly, any voter registra (3) Provide a grant to an individual for travel,	ation drive?		— ⊢	No No
(4) Provide a grant to an organization other t in section 509(a)(1), (2), or (3), or section	han a charitable, etc, o	rganization described		No
(5) Provide for any purpose other than religion educational purposes, or for the prevention	ous, charitable, scientific on of cruelty to children	c, literary, or or animals?	\ \ Yes \ \ X	No
b If any answer is 'Yes' to 5a(1)-(5), did any of described in Regulations section 53.4945 or in (see instructions)?	the transactions fail to a current notice regard	qualify under the exception disaster assistance	etions	5b N/A
Organizations relying on a current notice rega	irding disaster assistan	ce check here		
c If the answer is 'Yes' to question 5a(4), does tax because it maintained expenditure respon	sibility for the grant?		N/A. Yes	No la
If 'Yes,' attach the statement required by Reg				
 6 a Did the foundation, during the year, receive as on a personal benefit contract? b Did the foundation, during the year, pay prem 			Yes X	No 6b X
If 'Yes' to 6b, file Form 8870.	-		-	
7a At any time during the tax year, was the found				No A
b If 'Yes,' did the foundation receive any proceed Part VIII. Information About Officers, D				N/A. 7b
and Contractors	nectors, musices,	i odiidadon mana	jers, riigiliy raiu i	inployees,
1 List all officers, directors, trustees, foundation	n managers and their o	compensation (see inst	ructions).	
(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 6				
		0.	0.	0.
2 Compensation of five highest-paid employees (of	ther than those included o	on line 1 – see instruction	ns). If none, enter 'NONE	<u> </u>
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week	(c) Compensation	(d)Contributions to employee benefit	(e) Expense account, other allowances
	devoted to position		plans and deferred compensation	
NONE				
				
Total number of other employees paid over \$50,000	TEE A02061 12	2/05/10		0 Form 990-PF (2012)

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid E	mployees
and Contractors (continued)	inployees,
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
PartilX-A Summary of Direct Charitable Activities	
List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	
2	
<u> </u>	
	· · · · · · · · · · · · · · · · · · ·
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	
<u>N/A</u>	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0.
BAA	Form 990-PF (2012)

Form 990-PF (2012) THE WM. BRYCE THOMPSON FOUNDATION, INC. 22-2941409 F
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: Average monthly fair market value of securities	1 a	
	Average of monthly cash balances	1 b	468,237.
	Fair market value of all other assets (see instructions)	1 c	520,000.
(Total (add lines 1a, b, and c)	1 d	988,237.
(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	988,237.
4	Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	14,824.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	973,413.
6	Minimum investment return. Enter 5% of line 5	6	48,671.
Par	Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operations	ling fo	oundations
C+	and certain foreign organizations check here ▶ ☐ and do not complete this part.)		
1	Minimum investment return from Part X, line 6	1	48,671.
2 8	Tax on investment income for 2012 from Part VI, line 5		-
ı	Income tax for 2012 (This does not include the tax from Part VI) 2b		
•	Add lines 2a and 2b	2 c	
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	48,671.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	48,671.
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	48,671.
Par	Qualifying Distributions (see instructions)		
1	Amounts paid (including administrative expenses) to accomplish charitable, etc, purposes:	444	
·a	Expenses, contributions, gifts, etc – total from Part I, column (d), line 26	1 a	48,230.
ŀ	Program-related investments — total from Part IX-B	1 b	
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: Suitability test (prior IRS approval required)	3 a	
	Cash distribution test (attach the required schedule)	3 b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	48,230.
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	Adjusted qualifying distributions. Subtract line 5 from line 4	6	48,230.
-			
	Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the four qualifies for the section 4940(e) reduction of tax in those years.	idation	
BAA			Form 990-PF (2012)

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,	*** 6 ** .	* .* , * *	» ,° * + +	48,671.
2 Undistributed income, if any, as of the end of 2012:	2	, -		40,071.
a Enter amount for 2011 only			0.	1,
b Total for prior years 20 , 20 , 20	· · · · · · · · · · · · · · · · · · ·	0.	*	
3 Excess distributions carryover, if any, to 2012:	, , , , , , , , , , , , , , , , , , ,			
a From 2007			* * *	
b From 2008];		ir navista e .	1.500 115 115
c From 2009 15, 475.	,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,			r.il
d From 2010 .				
e From 2011	***************************************			
f Total of lines 3a through e	15,475.	· 特鲁力量。		
4 Qualifying distributions for 2012 from Part	,			1 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2
XII, line 4. ► \$ 48,230.	· 多。			
a Applied to 2011, but not more than line 2a			0.	
b Applied to undistributed income of prior years	** * * * * * * * * * * * * * * * * * *			## · · · · · · · · · · · · · · · · · ·
(Election required — see instructions)		0.		
c Treated as distributions out of corpus		* * * * * * * * * * * * * * * * * * *	11 18. P. 1 - 18.	The state of
(Election required — see instructions)	0.			when as the man
d Applied to 2012 distributable amount	The Albert of Sales	*		48,230.
e Remaining amount distributed out of corpus .	0.	The live do son	ik i ii iii	rásila rás rolla, ritig
5 Excess distributions carryover applied to 2012	441.			441.
(If an amount appears in column (d), the same amount must be shown in column (a).)	The state of the state of	A THE STATE OF THE STATE OF	· · · · · · · · · · · · · · · · · · ·	
Same amount must be shown in column (a).)				
6 Enter the net total of each column as	Alm office agree	Market . Despite		militarian in the state of the
indicated below:				**
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5.	15,034.			
b Prior years' undistributed income. Subtract	it it is a			in the the
line 4b from line 2b	W 307 827	0.		A. 46. 40. 41.
c Enter the amount of prior years' undistribut- ed income for which a notice of deficiency	John Albert			
has been issued, or on which the section				
4942(a) tax has been previously assessed	the second second	0.		
d Subtract line 6c from line 6b. Taxable				
amount - see instructions	<u> </u>	0.	Ø 9, •₩. <u> </u>	
e Undistributed income for 2011. Subtract line 4a from			•	
line 2a. Taxable amount — see instructions		1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	<u>0.</u>	
f Undistributed income for 2012. Subtract lines	The Man And And And And And And And And And An			
4d and 5 from line 1. This amount must be	Luis des		Mar. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1.	0
distributed in 2013		7 Mars do 1911	4.8	0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed				
by section 170(b)(1)(F) or 4942(g)(3)				看出"一样,就" A.
(see instructions)	0.	*** **** **** ***** ******************	* **	
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions).	0.			
	0.	<u> </u>	1 Aug 18 18 18 18 18 18 18 18 18 18 18 18 18	19 19 2 3 3 3 3 3 3 3 3 3 3 3 3 3 3 3 3 3 3
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	15,034.	The whole the		
10 Analysis of line 9.	15,034.	Mark to the state of	Trans. And March	秦·康 《注 · 冷 · ·
a Excess from 2008	[37]整,一个类的	TETRAL SECTION	音響響 物學	性獨身的發展 计
b Excess from 2009 15,034.		Marting I to a series of the	1	
c Excess from 2010				
d Excess from 2011 .	1, 11, 1, 1, 1, 1, 1, 1, 1, 1, 1, 1, 1,			
e Excess from 2012			***	2 2 2 2 2 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1
E LACESS HUITI ZUIZ	- 1 stm			1 4 7 A 3 A 4 4 4 4 4 4 4 4 4 4 4 4 4 4 4 4 4

Form 990-PF (2012) THE WM. BRYCE THO				22-2941409	Page 10
Part XIV Private Operating Foundati	<u> </u>			<u> </u>	N/A
1 a If the foundation has received a ruling or determined is effective for 2012, enter the date of the interest of the second of	mination letter that ruling	it is a private operat	ing foundation, and the	e ruling	
b Check box to indicate whether the foundati		erating foundation of		4942(J)(3) or	4942(j)(5)
2a Enter the lesser of the adjusted net income from Part I or the minimum	Tax year		Prior 3 years		
investment return from Part X for each year listed	(a) 2012	(b) 2011	(c) 2010	(d) 2009	(e) Total
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		 			
section 4942(j)(3)(B)(i)	 				
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)	<u> </u>				
(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 i	n
assets at any time during the		structions.)			
1 Information Regarding Foundation Manage a List any managers of the foundation who have	contributed more th	nan 2% of the total co	ontributions received by	the foundation before	e the
close of any tax year (but only if they have W. BRYCE THOMPSON, IV	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	n (or an equally large)	portion of the ownersl	nip of
a partnership or other entity) of which the f	oundation has a 1	0% or greater intere	est.		•
2 Information Regarding Contribution, Grant	Citt Loan Cal-	larchin etc Bross			
Check here ► X if the foundation only mak requests for funds. If the foundation makes	es contributions to	preselected charitable	e organizations and do		
complete items 2a, b, c, and d. a The name, address, and telephone number or	e-mail of the nerson	to whom application	ns should be addressed		
a The halle, address, and telephone hallost of	a mail of the person	r to mon approaco	10 0110 and 20 add 100000	••	
b The form in which applications should be su	ubmitted and infor	mation and materia	Is they should include	e:	
c Any submission deadlines:	- 179				
d Any restrictions or limitations on awards, su	ich as by geograp	hical areas, charitat	ole fields, kinds of ins	stitutions, or other fa	actors
DAA					m 990-PE (2012)

Page **11**

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
	substantial contributor	recipient		
Name and address (home or business) a Paid during the year SEE STATEMENT 7	substantial contributor	recipient		
Total			> 3a	45,785.
b Approved for future payment				

Part XVI-A: Analysis of Income-Producing Activities

Ente	r aross	s amounts unless otherwise indicated.	Unrelati	ed business income	Exclude	d by section 512, 513, or 514	1
1	-	ram service revenue:	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	(e) Related or exempt function income (See instructions)
·	•						
b			 				
c							
d							
e							
f			ļ.— <u> </u>				
		and contracts from government agencies					
2		pership dues and assessments . ,			1.4	060	
3		t on savings and temporary cash investments . ends and interest from securities			14	968.	
4 5		ental income or (loss) from real estate:		LANCE CONTROL	- 131k.: (34.0)	A same the same	
_		financed property .	WHITE CELLS	ECHAPS A CONTRACT ARE	9.17 M 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	Promise to the second	
		ebt-financed property .			16	-1,701.	
6		ital income or (loss) from personal property .			10		
7		investment income	<u> </u>				
8		(loss) from sales of assets other than inventory					 -
9		ncome or (loss) from special events					
10	Gross	s profit or (loss) from sales of inventory			<u> </u>		
11	Other	revenue:	A Millian S				AND POSE TO FEEL SELECTION
а							
b							· · · · · · · · · · · · · · · · · · ·
C							
d			<u> </u>				
е	Culta	Add add actions (b) (d) and (a)	* 17000E 4000		7 78 J. 10 GE	722	
		otal. Add columns (b), (d), and (e)					722
		. Add line 12, columns (b), (d), and (e) heet in line 13 instructions to verify calculation	 ne \		•	. 13	-733.
							
Par	(XVI	Relationship of Activities to the	Accompl	ishment of Exemp	t Purpo	oses	
	No.	Explain below how each activity for which in accomplishment of the foundation's exempt	ncome is repo	orted in column (e) of P	art XVI-	A contributed important	ly to the
	7	accomplishment of the foundation's exempt	purposes (o	ther than by providing fi	unds for	such purposes) (See i	nstructions.)
N	/A						
						<u> </u>	
	-						
						 -	
							
							<u> </u>
							
			· · · · · ·				
	_						
							
				<u> </u>			
							

Form 990-PF (2012) THE WM. BRYCE THOMPSON FOUNDATION, INC. 22-2941409 Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable **Exempt Organizations** Yes No 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, 3 relating to political organizations? a Transfers from the reporting foundation to a noncharitable exempt organization of: X 1 a (1) 1 a (2) (2) Other assets * . W **b** Other transactions: 1 b (1) X (1) Sales of assets to a noncharitable exempt organization . . . (2) Purchases of assets from a noncharitable exempt organization . X 1 b (2) 1 b (3) (3) Rental of facilities, equipment, or other assets 1 b (4) (4) Reimbursement arrangements (5) Loans or loan guarantees 1 b (5) 1 b (6) (6) Performance of services or membership or fundraising solicitations . . . 1 c c Sharing of facilities, equipment, mailing lists, other assets, or paid employees. 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 (c) Name of noncharitable exempt organization (d) Description of transfers, transactions, and sharing arrangements (b) Amount involved (a) Line no. N/A 2 a 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 X No

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

Sign	I
Here	

Sannature of officer or truster Print/Type preparer's name reparer's surviv

this re	etur rer	RS disc n with the shown in ructions	he belo	
	X	Yes		No

Paid **Preparer Use Only**

OWENS, CPA KEVIN M.

PRINCETON.

Firm's address

WILLS, OWENS & BAKER, 15 ROSZEL ROAD, SUITE 104

NJ 08540

P00366887 self-employed Firm's EIN > 22-3142288

Phone no (609) 951-9100

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Form 990-PF (2012)

012 ·	FEDE	RAL ST	ATE	MENTS			PAGE 1
LIENT WILL16 THE WI	Л. BRYC	E THOMPS	ON FO	UNDATION,	INC.		22-294140
/20/13 STATEMENT 1							03:10PN
FORM 990-PF, PART I, LINE 16B ACCOUNTING FEES							
		(A) EXPENSI PER BOO		(B) NET INVESTMENT INCOME	(C) ADJUS NET IN	TED	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	TOTAL	\$ 4,8	390. 390. \$	0	<u> </u>	0. \$	2,445. 2,445.
STATEMENT 2 FORM 990-PF, PART I, LINE 18 TAXES							
		(A) EXPENSE PER BOO	<u>KS_</u> _	(B) NET INVESTMENT INCOME	(C) ADJUS' NET IN	ΓED	(D) CHARITABLE PURPOSES
REAL ESTATE TAXES	TOTAL	\$ 13,3 \$ 13,3		0	. \$	0. \$	0.
STATEMENT 3 FORM 990-PF, PART I, LINE 23 OTHER EXPENSES							
		(A EXPENS PER BOO	ES I	(B) NET INVESTMENT INCOME			(D) CHARITABLE PURPOSES
INSURANCE LICENSES AND FEES RENTAL EXPENSES	TOTAL	2,9	51. 25. 18. <u>\$</u> 94. <u>\$</u>	2,918 2,918	<u>.</u> \$	<u>0.</u> \$	0.
STATEMENT 4 FORM 990-PF, PART II, LINE 11 INVESTMENTS - LAND, BUILDINGS,	AND EC	UIPMENT					
CATEGORY	B	ASIS		CCUM. PREC.	BOOK VALUE	F.	AIR MARKET VALUE
LAND	\$	613,156. 613,156.	\$	0.	613,1 613,1	56. \$ 56. \$	520,000. 520,000.
IOIAL							

2	0	1	2

FEDERAL STATEMENTS

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CLIENT WILL16

THE WM. BRYCE THOMPSON FOUNDATION, INC.

22-2941409

12/20/13

03.10PM

STATEMENT 5 FORM 990-PF, PART II, LINE 15 OTHER ASSETS

	BOOK VALUE	FAIR MARKETVALUE
DUE FROM AFFILIATES	\$ 97.	\$ 97.
ESCROW	1,406.	1,406.
ROUNDING	\$ 1,504.	<u>\$ 1,503.</u>

STATEMENT 6 FORM 990-PF, PART VIII, LINE 1 LIST OF OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED		CONTRI- BUTION TO EBP & DC	
W. BRYCE THOMPSON, IV 195 NASSAU STREET PRINCETON, NJ 08542	PRES/TREAS 1.00	\$ 0.	\$ 0.	\$ 0.
W. BRYCE THOMPSON, V 195 NASSAU STREET PRINCETON, NJ 08542	TRUSTEE 1.00	0.	0.	0.
LISE L. THOMPSON-BRANDER 195 NASSAU STREET PRINCETON, NJ 08542	TRUSTEE 1.00	0.	0.	0.
HANNAH CHAPMAN THOMPSON 195 NASSAU STREET PRINCETON, NJ 08542	TRUSTEE 1.00	0.	0.	0.
BARTON LIPPINCOTT THOMPSON 195 NASSAU STREET PRINCETON, NJ 08542	TRUSTEE 1.00	0.	0.	0.
ARCHIBALD S. REID 195 NASSAU STREET PRINCETON, NJ 08542	TRUSTEE 1.00	0.	0.	0.
	TOTAL	\$ 0.	\$ 0.	\$ 0.

20	1	2
ÆU		_

FEDERAL STATEMENTS

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CLIENT WILL16

THE WM. BRYCE THOMPSON FOUNDATION, INC.

22-2941409

12/20/13

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STATEMENT 7 FORM 990-PF, PART XV, LINE 3A RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	_AMOUNT
ST. ALPHONSUS CHURCH 54 EAST PROSPECT STREET HOPEWELL, NJ 08525	N/A	P/CHAR	UNRESTRICTED DONATION	\$ 2,000
AMERICAN RED CROSS 707 ALEXANDER ROAD, SUITE 101 PRINCETON, NJ 08540	N/A	P/CHAR	UNRESTRICTED DONATION	6,500
DIOCESE OF TRENTON 701 LAWRENCEVILLE ROAD TRENTON, NJ 08648	N/A	P/CHAR	UNRESTRICTED DONATION	550
MARCH OF DIMES NEW JERSEY CHAPTER 2400 MAIN STREET EXT., SUITE 1 SAYREVILLE, NJ 08872	N/A	P/CHAR	UNRESTRICTED DONATION	1,000
MCCARTER THEATRE 91 UNIVERSITY PLACE PRINCETON, NJ 08540	N/A	P/CHAR	UNRESTRICTED DONATION	5,000
NEW JERSEY CONSERVATION FOUNDATION 170 LONGVIEW ROAD FAR HILLS, NJ 07931	N/A	P/CHAR	UNRESTRICTED DONATION	1,000
PRINCETON EDUCATION FOUNDATION P.O. BOX 176 PRINCETON, NJ 08542	N/A	P/CHAR	UNRESTRICTED DONATION	2,500
STONY BROOK MILLSTONE WATERSHED ASSOCIAT 31 TITUS MILL ROAD PENNINGTON, NJ 08534	N/A	P/CHAR	UNRESTRICTED DONATION	300
THE NATURE CONSERVANCY 4245 NORTH FAIRFAX DRIVE, SUITE 100 ARLINGTON, VA 22203	N/A	P/CHAR	UNRESTRICTED DONATION	2,600
THIRTEEN 825 EIGHTH AVENUE NEW YORK, NY 10019	N/A	P/CHAR	UNRESTRICTED DONATION	160
ARTS COUNCIL OF PRINCETON 102 WITHERSPOON STREET PRINCETON, NJ 08540	N/A	P/CHAR	UNRESTRICTED DONATION	875

2012	FEDERAL STATEMENTS				
CLIENT WILL16 THE V	WM. BRYCE THOMPS	ON FOUNDAT	TON, INC.		22-2941409
STATEMENT 7 (CONTINUED) FORM 990-PF, PART XV, LINE 3A RECIPIENT PAID DURING THE YE	AR				03 10PN
NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT		AMOUNT
ASPEN ART MUSEUM 590 NORTH MILL STREET ASPEN, CO 81611	N/A	P/CHAR	UNRESTRICTED DONATION	\$	550.
D & R GREENWAY LAND TRUST ONE PRESERVATION PLACE PRINCETON, NJ 08540	N/A	P/CHAR	UNRESTRICTED DONATION		3,000.

NAME AND ADDRESS	DONEE <u>RELATIONSHIP</u>	ATION STATUS	PURPOSE OF GRANT	 AMOUNT
ASPEN ART MUSEUM 590 NORTH MILL STREET ASPEN, CO 81611	N/A	P/CHAR	UNRESTRICTED DONATION	\$ 550.
D & R GREENWAY LAND TRUST ONE PRESERVATION PLACE PRINCETON, NJ 08540	N/A	P/CHAR	UNRESTRICTED DONATION	3,000.
DOCTORS WITHOUT BORDERS 333 7TH AVENUE 2ND FLOOR NEW YORK, NY 10001	N/A	P/CHAR	UNRESTRICTED DONATION	3,000.
FIBROLAMELLAR CANCER FOUNDATION 20 HORSENECK LANE 2ND FLOOR GREENWICH, CT 06830	N/A	P/CHAR	UNRESTRICTED DONATION	1,750.
HISTORICAL SOCIETY OF PRINCETON 158 NASSAU STREET PRINCETON, NJ 08542	N/A	P/CHAR	UNRESTRICTED DONATION	5,080.
PRINCETON SENIOR RESOURCE CENTER 45 STOCKTON STREET PRINCETON, NJ 08540	N/A	P/CHAR	UNRESTRICTED DONATION	2,000.
SUFFIELD ACADEMY 185 NORTH MAIN STREET SUFFIELD, CT 06078	N/A	P/CHAR	UNRESTRICTED DONATION	400.
THE PENNINGTON SCHOOL 112 WEST DELAWARE AVENUE PENNINGTON, NJ 08534	N/A	P/CHAR	UNRESTRICTED DONATION	2,000.
CAPE ELEUTHERA FOUNDATION C/O ISS P.O. BOX 5910 PRINCETON, NJ 08543	N/A	P/CHAR	UNRESTRICTED DONATION	1,000.
ALZHEIMER'S DISEASE RESEARCH 22512 GATEWAY CENTER DR CLARKESBURG, MD 20871	N/A	P/CHAR	UNRESTRICTED DONATION	100.
ANDERSON RANCH ARTS CENTER P.O. BOX 5598 SNOWMASS VILLAGE, CO 81615	N/A	P/CHAR	UNRESTRICTED DONATION	500.
CELTIC CHARMS THERAPUTIC HORSEMANSHIP 671 FORT PLAINS RD HOWELL, NJ 07731	N/A	P/CHAR	UNRESTRICTED DONATION	250.

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FEDERAL STATEMENTS

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CLIENT WILL16

THE WM. BRYCE THOMPSON FOUNDATION, INC.

22-2941409

12/20/13

03:10PM

STATEMENT 7 (CONTINUED) FORM 990-PF, PART XV, LINE 3A RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	 AMOUNT
WINSTON MEMORIAL PRESBYTERIAN CHURCH 1037 SCENIC RD EAST FORT PAYNE, AL 35967	N/A	P/CHAR	UNRESTRICTED DONATION	\$ 500.
EARLY LEARNING CENTER 215 ASPEN N GARMISCH ST ASPEN, CO 81611	N/A	P/CHAR	UNRESTRICTED DONATION	100.
HUNTERDON LAND TRUST ALLIANCE 56 MAIN ST, SUITE 2E FLEMINGTON, NJ 08822	N/A	P/CHAR	UNRESTRICTED DONATION	1,000.
JOSHUA HARR SHANE FOUNDATION 5 HIDDEN SPRING LANE EAST WINDSOR, NJ 08520	N/A	P/CHAR	UNRESTRICTED DONATION	50.
MEALS ON WHEELS OF TRENTON/EWING 180 EWINGVILLE ROAD EWING, NJ 08683	N/A	P/CHAR	UNRESTRICTED DONATION	100.
NEW JERSEY FORESTRY ASSOCIATION P.O. BOX 367 FLEMINGTON, NJ 08822	N/A	P/CHAR	UNRESTRICTED DONATION	50.
NOTRE DAME HIGH SCHOOL 601 LAWRENCE ROAD LAWRENCEVILLE, NJ 08648	N/A	P/CHAR	UNRESTRICTED DONATION	120.
OPERATION SMILE 462 BROADWAY, SUITE 510 NEW YORK, NY 10013	N/A	P/CHAR	UNRESTRICTED DONATION	500.
SOURLAND PLANNING COUNCIL P.O. BOX 72 HOPEWELL , NJ 08525	N/A	P/CHAR	UNRESTRICTED DONATION	900.
SOUTHERN POVERTY LAW CENTER 400 WASHINGTON AVE, P.O. BOX 548 MONTGOMERY, AL 36177	N/A	P/CHAR	UNRESTRICTED DONATION	25.
THE LEWIS SCHOOL OF PRINCETON 53 BAYARD ST PRINCETON, NJ 08540	N/A	P/CHAR	UNRESTRICTED DONATION	200.

STATEMENT 7 (CONTINUED) FORM 990-PF, PART XV, LINE 3A RECIPIENT PAID DURING THE YEAR DONEE ATION PURPOSE OF NAME AND ADDRESS RELATIONSHIP STATUS GRANT AMOUNT THE SMILE TRAIN N/A P/CHAR UNRESTRICTED \$ 125 P.O. BOX 96231 WASHINGTON, DC 20090	2012 .	FEDERAL STATEMENTS THE WM. BRYCE THOMPSON FOUNDATION, INC.				PAGE 6
STATEMENT 7 (CONTINUED) FORM 990-PF, PART XV, LINE 3A RECIPIENT PAID DURING THE YEAR DONEE ATION PURPOSE OF AMOUNT THE SMILE TRAIN N/A P/CHAR UNRESTRICTED \$ 1.25 P.O. BOX 96231 WASHINGTON, DC 20090 TOTAL \$ 45,785	CLIENT WILL16 TH					22-2941409
NAME AND ADDRESS RELATIONSHIP STATUS GRANT AMOUNT THE SMILE TRAIN P.O. BOX 95231 WASHINGTON, DC 20090 TOTAL \$ 45,785	12/20/13					03:10PM
NAME AND ADDRESS RELATIONSHIP STATUS GRANT AMOUNT THE SMILE TRAIN P.O. BOX 95231 WASHINGTON, DC 20090 TOTAL \$ 45,785	FORM 990-PF, PART XV, LINE RECIPIENT PAID DURING THE	3A YEAR				
P.O. BOX 96231 WASHINGTON, DC 20090 TOTAL \$\frac{3}{2}\$ 45,785		DONEE	ATION	PURPOSE OF GRANT		AMOUNT
	P.O. BOX 96231	N/A	P/CHAR	UNRESTRICTED DONATION	\$	125.
				TOTAL	\$	45,785.