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**Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation****2012**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 calendar year 2012, or tax year beginning Oct 1 , 2012, **and ending** Sep 30 , 2013

Name of foundation

Batt Family Foundation

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

8115 Morningside Drive

Room/suite

City or town

Indianapolis

State ZIP code

IN 46240

G Check all that apply☐ Initial return☐ Initial Return of a former public charity☐ Final return☐ Amended return☐ Address change☐ Name change**H** Check type of organization☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust☐ Other taxable private foundation**I** Fair market value of all assets at end of year
(from Part II, column (c), line 16)

► \$ 1,520,634.

J Accounting method☒ Cash☐ Accrual☐ Other (specify)

(Part I, column (d) must be on cash basis)

A Employer identification number

31-1191154

B Telephone number (see the instructions)

(317) 253-8110

C If exemption application is pending, check here ► ☐**D** 1 Foreign organizations, check here ► ☐2 Foreign organizations meeting the 85% test, check here and attach computation ► ☐**E** If private foundation status was terminated under section 507(b)(1)(A), check here ► ☐**F** If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► ☐**Part I Analysis of Revenue and Expenses**

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (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 (att sch)				
	2 Ck ► <input checked="" type="checkbox"/> if the foundn is not req to att Sch B				
	3 Interest on savings and temporary cash investments	2.	2.		
	4 Dividends and interest from securities	40,403.	40,403.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain/(loss) from sale of assets not on line 10	42,782.			
	b Gross sales price for all assets on line 6a	315,650.			
	7 Capital gain net income (from Part IV, line 2)		42,782.		
	8 Net short-term capital gain			1,280.	
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less: Cost of goods sold					
c Gross profit/(loss) (att sch)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	83,187.	83,187.			
ADMINISTRATIVE EXPENSES	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule) I-16a Stmt	0.			
	b Accounting fees (attach sch)				
	c Other prof fees (attach sch)				
	17 Interest				
	18 Taxes (attach schedule) See Instrs See line 18 Stmt	732.	732.		
	19 Depreciation (attach sch) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) printed checks	18.	18.		
	24 Total operating and administrative expenses. Add lines 13 through 23	750.	750.		
	25 Contributions, gifts, grants paid	68,400.			68,400.
26 Total expenses and disbursements. Add lines 24 and 25	69,150.	750.		68,400.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	14,037.				
b Net investment income (if negative, enter -0-)		82,437.			
c Adjusted net income (if negative, enter -0-)			1,280.		

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		1,217.	992.	992.
	2	Savings and temporary cash investments		203,932.	396,196.	391,796.
	3	Accounts receivable				
		Less allowance for doubtful accounts				
	4	Pledges receivable				
		Less allowance for doubtful accounts				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
	7	Other notes and loans receivable (attach sch)				
		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)	L-10a Stmt	41,959.	32,682.	49,124.
	b	Investments — corporate stock (attach schedule)	L-10b Stmt	615,221.	610,857.	845,589.
	c	Investments — corporate bonds (attach schedule)	L-10c Stmt	406,248.	241,723.	232,880.
	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 <u>Accrued interest purchased</u>)		91.	253.	253.	
16	Total assets (to be completed by all filers — see the instructions Also, see page 1, item I)		1,268,668.	1,282,703.	1,520,634.	
LIABILITIES	17	Accounts payable and accrued expenses		0.		
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, & other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe _____)				
	23	Total liabilities (add lines 17 through 22)		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		1,268,668.	1,282,703.	
	28	Paid-in or capital surplus, or land, building, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds				
	30	Total net assets or fund balances (see instructions)		1,268,668.	1,282,703.	
31	Total liabilities and net assets/fund balances (see instructions)		1,268,668.	1,282,703.		

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	1,268,668.
2	Enter amount from Part I, line 27a	2	14,037.
3	Other increases not included in line 2 (itemize) <u>Adjustment for rounding</u>	3	-2.
4	Add lines 1, 2, and 3	4	1,282,703.
5	Decreases not included in line 2 (itemize)	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30	6	1,282,703.

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 shares MLC Company)		(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1 a	350 ATT	P	03/02/12	11/02/12
b	450 ATT	P	12/04/08	11/02/12
c	450 JPMorgan Chase	P	01/19/11	11/05/12
d	.333 Kraft Foods	P	04/26/11	10/11/12
e	See Columns (a) thru (d)			

(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 12,059.		11,023.	1,036.
b 15,504.		12,848.	2,656.
c 18,572.		20,058.	-1,486.
d 15.		12.	3.
e See Columns (e) thru (h)		228,927.	40,573.

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 (i) over column (j), if any	(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
a			1,036.
b			2,656.
c			-1,486.
d			3.
e See Columns (i) thru (l)			40,573.

2 Capital gain net income or (net capital loss)	<div style="display: flex; align-items: center;"> [<div style="border: 1px solid black; padding: 2px; margin: 0 5px;"> If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 </div>] </div>		2	42,782.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	<div style="display: flex; align-items: center;"> [<div style="border: 1px solid black; padding: 2px; margin: 0 5px;"> If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 </div>] </div>		3	1,280.

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2011	67,393.	1,372,168.	0.049114
2010	67,762.	1,418,634.	0.047766
2009	62,262.	1,355,590.	0.045930
2008	62,839.	1,242,276.	0.050584
2007	54,450.	1,356,579.	0.040138

2 Total of line 1, column (d)	2	0.233532
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	0.046706
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	1,517,475.
5 Multiply line 4 by line 3	5	70,875.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	824.
7 Add lines 5 and 6	7	71,699.
8 Enter qualifying distributions from Part XII, line 4	8	68,400.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 — see instructions)

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter 'N/A' on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary — see instrs)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	1,649.
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, column (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	1,649.
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	1,649.
6 Credits/Payments:			
a 2012 estimated tax pmts and 2011 overpayment credited to 2012	6 a	625.	
b Exempt foreign organizations — tax withheld at source	6 b		
c Tax paid with application for extension of time to file (Form 8868)	6 c		
d Backup withholding erroneously withheld	6 d		
7 Total credits and payments Add lines 6a through 6d	7	625.	
8 Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed	9	1,024.	
10 Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	0.	
11 Enter the amount of line 10 to be Credited to 2013 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11		

Part VII-A Statements Regarding Activities

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

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Form 990-PF (2012)

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		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If 'Yes,' attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <u>N/A</u>	13	X	
14	The books are in care of <u>William G. Batt</u> Telephone no <u>(317) 253-8110</u> Located at <u>8115 Morningside Drive, Indianapolis, IN</u> ZIP + 4 <u>46240</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year <u>15</u>			
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	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 <u></u>			X

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

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

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

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Form 990-PF (2012)

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5 a** 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)?

5 b

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)

6 a 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?

6 b

If 'Yes' to 6b, file Form 8870

X

7 a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No

7 b

b If 'Yes,' did the foundation receive any proceeds or have any net income attributable to the transaction?**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
William G. Batt 8115 Morningside Drive Indianapolis IN 46240	Trustee 1.00	0.	0.	0.
Martha Susan Batt 8115 Morningside Drive Indianapolis IN 46240 Indianapolis, IN 46240	Trustee 0.50	0.	0.	0.

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

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

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

None

Part VIII	Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors <i>(continued)</i>
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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		None

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc		Expenses
1	N/A	
2		0.
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> ----- ----- -----	0.
2 ----- ----- ----- -----	
All other program-related investments See instructions 3 <u>N/A</u> ----- ----- -----	0.
Total. Add lines 1 through 3	None

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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 1,435,803.
b Average of monthly cash balances	1b 104,781.
c Fair market value of all other assets (see instructions)	1c
d Total (add lines 1a, b, and c)	1d 1,540,584.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e
2 Acquisition indebtedness applicable to line 1 assets	2
3 Subtract line 2 from line 1d	3 1,540,584.
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4 23,109.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5 1,517,475.
6 Minimum investment return. Enter 5% of line 5	6 75,874.

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 75,874.
2a Tax on investment income for 2012 from Part VI, line 5	2a 1,649.
b Income tax for 2012 (This does not include the tax from Part VI)	2b
c Add lines 2a and 2b	2c 1,649.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3 74,225.
4 Recoveries of amounts treated as qualifying distributions	4
5 Add lines 3 and 4	5 74,225.
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 74,225.

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 68,400.
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 68,400.
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 68,400.

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				74,225.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			67,704.	
b Total for prior years 20 __, 20 __, 20 __				
3 Excess distributions carryover, if any, to 2012				
a From 2007	0.			
b From 2008	0.			
c From 2009	0.			
d From 2010	0.			
e From 2011	0.			
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2012 from Part XII, line 4 \$ 68,400.				
a Applied to 2011, but not more than line 2a			67,704.	
b Applied to undistributed income of prior years (Election required — see instructions)				
c Treated as distributions out of corpus (Election required — see instructions)				
d Applied to 2012 distributable amount				696.
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))				
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				
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				73,529.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)	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	0.			
b Excess from 2009	0.			
c Excess from 2010	0.			
d Excess from 2011	0.			
e Excess from 2012	0.			

BAA

Form 990-PF (2012)

N/A

N/A

4942(j)(5)

[illegible]

1 Information Regarding Foundation Managers:

William G. Batt

None

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.

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

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

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
Tabernacle Pres Church 418 E. 34th Street Indianapolis, IN 46205		religious	project fund and GOS	2,100.
First Friends Church 3030 E. Kessler Blvd Indianapolis IN 46220		religious	G.O.S. (General Operating Support)	200.
Rotary Foundation of Indpls., Inc 401 E. Michigan St, #A Indianapolis IN 46204		public	project fund & G.O.S.	2,000.
Indianapolis Children's Choir Inc 600 Sunset Ave Indianapolis IN 46208		public	G.O.S.	8,500.
Park Tudor Foundation, Inc 7200 N. Colleg Ave Indianapolis, IN 46240		education	G.O.S.	1,000.
Campus Crusade for Christ P.O. Box 628222 Orlando FL 32862		public	project funds	5,500.
Booth Tarkington Civic Theatre of Indianapolis Inc 3 Center Green, #200 Carmel IN 46032		public	G.O.S.	500.
Wheaton College 501 College Avenue Wheaton IL 60187		education	G.O.S.	5,000.
Interlochen Ctr for the Arts P.O. Box 199 Interlochen MI 49643		education	G.O.S.	1,000.
See Line 3a statement				42,600.
Total			3a	68,400.
b Approved for future payment				
None				
Total			3b	

Part XVI-A **Analysis of Income-Producing Activities**

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	2.	
4 Dividends and interest from securities			14	40,403.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	42,782.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)				83,187.	
13 Total. Add line 12, columns (b), (d), and (e)				13	83,187.

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

Form 990-PF, Page 1, Part I, Line 18

Line 18 Stmt

Taxes	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
IRS 2011 tax due	107.	107.		
IRS 2012 Estimated pd	625.	625.		
Total	<u>732.</u>	<u>732.</u>		

Form 990-PF, Part IV, Capital Gains and Losses for Tax on Investment Income

Columns (a) thru (d)

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
100 Rayonier	P	12/22/03	11/05/12
1350 Rayonier	P	02/24/03	11/05/12
2500 Uranium	P	various	11/05/12
\$20,000 Steel Dynamics Note	P	04/01/10	11/01/12
500 Century Link	P	04/28/11	08/09/13
475 Western Digital	P	11/05/12	08/09/13
\$20,000 Ally Bank CD	P	08/31/11	08/27/13
\$30,000 Bank of America Note	P	04/01/10	01/15/13
\$25,000 Goldman Sachs Group Inc	P	04/28/11	07/15/13
\$15,000 Merrill Lynch Note	P	04/01/10	02/06/13
\$25,000 Simon Property Group Note	P	08/31/11	03/01/13
FHLMC 2976 KZ	P	03/22/10	various

Form 990-PF, Part IV, Capital Gains and Losses for Tax on Investment Income

Columns (e) thru (h)

(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)
4,853.		1,738.	3,115.
65,521.		17,102.	48,419.
4,783.		20,671.	-15,888.
20,000.		21,155.	-1,155.
16,647.		20,404.	-3,757.
31,560.		17,287.	14,273.
20,000.		20,205.	-205.
30,000.		31,640.	-1,640.
25,000.		26,728.	-1,728.
15,000.		15,999.	-999.
25,000.		26,721.	-1,721.
11,136.		9,277.	1,859.
Total		<u>228,927.</u>	<u>40,573.</u>

Form 990-PF, Part IV, Capital Gains and Losses for Tax on Investment Income

Columns (i) thru (l)

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 (i) over column (j), if any	(l) Gains (column (h) gain minus column (k), but not less than -0-) or losses (from column (h))
			3,115.
			48,419.
			-15,888.
			-1,155.
			-3,757.
			14,273.
			-205.
			-1,640.
			-1,728.
			-999.
			-1,721.
			1,859.
Total			40,573.

Form 990-PF, Page 11, Part XV, line 3a

Line 3a statement

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foun- dation status of re- cipient	Purpose of grant or contribution	Person or Business Checkbox Amount
a <i>Paid during the year</i> Bible Study Fellowship 19001 Huebner Road San Antonio TX 78258		public	G.O.S.	Person or <input type="checkbox"/> Business <input type="checkbox"/> 1,000.
Indpls Symphony Orchestra 32 E. Washington St, #600 Indianapolis IN 46204		public	project fund & G.O.S.	Person or <input type="checkbox"/> Business <input type="checkbox"/> 1,500.
The Rotary Foundation 1560 Sherman Ave Evanston IL 60201		public	G.O.S. & project fund	Person or <input type="checkbox"/> Business <input type="checkbox"/> 8,500.
Pres Benjamin Harrison Home 1230 N. Delaware St Indianapolis IN 46202		public	G.O.S.	Person or <input type="checkbox"/> Business <input type="checkbox"/> 500.
The Navigators P.O. Box 6000 Colorado Springs CO 80934		public	project funds	Person or <input type="checkbox"/> Business <input type="checkbox"/> 3,000.
Christian Resource Ministries 1240 N. Lakeview Ave, #120 Anaheim CA 92807		public	project funds	Person or <input type="checkbox"/> Business <input type="checkbox"/> 0.
Buck Creek Players 11150 Southeastern Ave Indianapolis IN 46259		public	G.O.S.	Person or <input type="checkbox"/> Business <input type="checkbox"/> 200.

Form 990-PF, Page 11, Part XV, line 3a

Continued

Line 3a statement

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Founda- tion status of re- cipient	Purpose of grant or contribution	Person or Business Checkbox Amount
a Paid during the year				
Billy Graham Evangelistic Assoc 1 Billy Graham Parkway Charlotte NC 28201		public	G.O.S.	Person or <input type="checkbox"/> Business <input type="checkbox"/> 500.
Dartmouth College - Tuck School 6066 Development Office Hanover NH 03755		education	G.O.S.	Person or <input type="checkbox"/> Business <input type="checkbox"/> 500.
Dartmouth College -- Thayer School 6066 Development Office Hanover NH 03755		education	G.O.S.	Person or <input type="checkbox"/> Business <input type="checkbox"/> 500.
Innerlight Ministries 1932 Crossman Drive Indianapolis, IN 46227		public	G.O.S.	Person or <input type="checkbox"/> Business <input type="checkbox"/> 1,500.
Jerusalem University College 4249 E. State St, #203 Rockford IL 61108		education	G.O.S.	Person or <input type="checkbox"/> Business <input type="checkbox"/> 1,000.
O.M.S. International P.O. Box A Greenwood IN 46142		public	project funds	Person or <input type="checkbox"/> Business <input type="checkbox"/> 1,000.
Martin University P.O. Box 18567 Indianapolis IN 46218		education	G.O.S.	Person or <input type="checkbox"/> Business <input type="checkbox"/> 500.
Pure Water for The World P.O. Box 55 Rutland VT 05702		public	G.O.S.	Person or <input type="checkbox"/> Business <input type="checkbox"/> 1,000.
East 91st Street Christian Church 6049 East 91st Street Indianapolis IN 46250		religious	G.O.S. & project funds	Person or <input type="checkbox"/> Business <input type="checkbox"/> 2,500.
Pioneers 10123 William Carey Dr Orlando FL 32832		public	project fund	Person or <input type="checkbox"/> Business <input type="checkbox"/> 1,000.
Kid's in Need 3077 Kettering Blvd, #114 Dayton OH 45439		public	G.O.S.	Person or <input type="checkbox"/> Business <input type="checkbox"/> 200.
Conner Prairie Museum 13400 Allisonville Road Fishers IN 46038		public	G.O.S.	Person or <input type="checkbox"/> Business <input type="checkbox"/> 1,800.
SAT - 7 P.O. Box 2770 Easton MD 21601		public	Project Fund	Person or <input type="checkbox"/> Business <input type="checkbox"/> 3,800.
Alliance Defense Fund 15100 N. 90th St Scottsdale AZ 85260		public	G.O.S.	Person or <input type="checkbox"/> Business <input type="checkbox"/> 1,500.
Media Research Center 325 S. Patrick St Alexandria VA 22314		public	G.O.S.	Person or <input type="checkbox"/> Business <input type="checkbox"/> 5,500.

Form 990-PF, Page 11, Part XV, line 3a

Continued

Line 3a statement

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Founda- tion status of re- cipient	Purpose of grant or contribution	Person or Business Checkbox Amount
a Paid during the year				
Wycliffe Associates P.O. Box 620143 Orlando FL 32862		public	program support	Person or <input type="checkbox"/> Business <input type="checkbox"/> 500.
Voice of the Martyrs/Open Door P.O. Box 446 Bartlesville OK 74005		religious	G.O.S.	Person or <input type="checkbox"/> Business <input type="checkbox"/> 500.
Church at the Crossing 9111 Haverstick Rd Indianapolis IN 46240		religious	G.O.S.	Person or <input type="checkbox"/> Business <input type="checkbox"/> 500.
Faith Church 9125 N. College Ave Indianapolis IN 46240		religious	G.O.S.	Person or <input type="checkbox"/> Business <input type="checkbox"/> 1,000.
Society of Indiana Pioneers 140 N. Senate Ave Indianapolis IN 46204		public	G.O.S.	Person or <input type="checkbox"/> Business <input type="checkbox"/> 500.
United Services Organization P.O. Box 96860 Washington DC 20077		public	G.O.S.	Person or <input type="checkbox"/> Business <input type="checkbox"/> 500.
Resource Exchange Intl, Inc 5446 N Academy Blvd, #202 Colorado Springs CO 80918		public	project fund	Person or <input type="checkbox"/> Business <input type="checkbox"/> 1,000.
Just Give Me Jesus 5125 Hollyridge Dr Raleigh NC		public	GOS	Person or <input type="checkbox"/> Business <input type="checkbox"/> 500.
Day Nursery Aux of Indpls Inc Indianapolis IN		public	GOS	Person or <input type="checkbox"/> Business <input type="checkbox"/> 100.

Total

42,600.

Form 990-PF, Page 1, Part I

Line 16a - Legal Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
None		0.			

Total

0.

Form 990-PF, Page 2, Part II, Line 10a

L-10a Stmt

Line 10a - Investments - US and State Government Obligations:	End of Year		End of Year	
	State and Local Obligations Book Value	State and Local Obligations FMV	US Government Obligations Book Value	US Government Obligations FMV
\$100,000 FNMA 05-97DZ			32,682.	49,124.
Total			<u>32,682.</u>	<u>49,124.</u>

Form 990-PF, Page 2, Part II, Line 10b

L-10b Stmt

Line 10b - Investments - Corporate Stock:	End of Year	
	Book Value	Fair Market Value
1100 Cable Vision	16,309.	18,524.
200 Barclays Bank PLC 7.10% pfd	5,004.	5,000.
1000 Public Storage 5.9% pfd	25,006.	22,790.
200 Berkshire Hathaway	11,284.	22,702.
250 ABBvie Inc	6,875.	11,183.
250 Abbott Laboratories	6,340.	8,298.
2500 Central Fund of Canada	13,611.	36,750.
1191 Marsh & McLennan	37,886.	51,868.
200 Martin Marietta	6,246.	19,634.
675 Microsoft	13,224.	22,464.
1150 Pfizer	20,570.	33,034.
800 Rayonier Inc	16,263.	44,520.
1521 Taiwan Semiconductor	17,417.	25,796.
1475 Unilever	52,402.	55,637.
700 Mondolez Intl	15,419.	21,995.
300 Transocean Inc New	25,795.	13,350.
700 Bristol Myers Squibb	20,192.	32,396.
475 Walgreen	16,533.	25,555.
250 Diageo PLC	20,539.	31,770.
350 Emerson Electric	20,556.	22,645.
550 General Mills	20,039.	26,356.
1100 Intel Corp	23,723.	25,213.
350 Kimberly Clark	23,049.	32,977.
233 Kraft Foods	8,323.	12,228.
475 Marathon Oil	12,132.	16,568.
237 Marathon Petroleum Corp	8,189.	15,244.
85 Mastercard Inc Class A	20,124.	57,186.
850 Nestle S A ADR	53,845.	59,160.
300 P&G	19,531.	22,677.
3800 Siliconware Preciosion	23,481.	21,964.
800 Telephone & Data Systems, Special	23,444.	23,640.
300 Wells Fargo, 5.25% pfd	7,506.	6,465.
Total	<u>610,857.</u>	<u>845,589.</u>

Form 990-PF, Page 2, Part II, Line 10c

L- 10c Stmt

Line 10c - Investments - Corporate Bonds:	End of Year	
	Book Value	Fair Market Value
\$5000 GE Cap Corp, 5.6%, 7-15-16	5,614.	5,509.
\$20,000 Cap Corp, 3.3%, 10-15-17	21,041.	20,848.
\$20,000 Fort Motor Credit, 7%, 10-1-13	21,030.	20,000.
\$10,000 Unitedhealth Group, 4.75%, 2-10-14	10,650.	10,145.
\$10000 Simon Prop Grp Nt, 4.9%, 1-30-14	10,771.	10,138.
\$10,000 GE Cap Notes, 5.125%, 7-15-14	10,884.	10,307.
\$30000 JPMorgan Chase Global Sub Hold Co Note, 9-15-14	32,389.	31,233.
\$25000 Southwest Airlines Nt, 5.025%, 10-1-14	27,096.	25,992.
\$25,000 GE Cap Corp Nt, 5.5%, 2-15-15	27,648.	26,320.
\$30,000 H.P. Note, 4.75%, 6-2-14	31,855.	30,788.
\$40,000 Century Tel; Note, 5%, 2-15-15	42,745.	41,600.
Total	<u>241,723.</u>	<u>232,880.</u>