Form **990-PF** Department of the Treasury Internal Revenue Service

# Return of Private Foundation

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

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

OMB No 1545-0052

**2012**

**Open to Public Inspection**

**For calendar year 2012 or tax year beginning** 10/01 , 2012, and ending 09/30, 2013

Name of foundation: MYRTLE E & WM G HESS CHARITABLE TRUST
R68314005

**A** Employer identification number: 38-2617770

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
10 S DEARBORN IL1-0117

**B** Telephone number (see instructions): 866- 888-5157

City or town, state, and ZIP code
CHICAGO, IL 60603

**C** If exemption application is pending, check here ▶ ☐

**G** Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

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

**H** Check type of organization: ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

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

**I** Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶ $ 7,214,903.

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

**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))*

| | Line | Description | (a) Revenue and expenses per books | (b) Net investment income | (c) Adjusted net income | (d) Disbursements for charitable purposes (cash basis only) |
|---|---|---|---|---|---|---|
| Revenue | 1 | Contributions, gifts, grants, etc, received (attach schedule) | | | | |
| | 2 | Check ▶ ☒ if the foundation is **not** required to attach Sch B | | | | |
| | 3 | Interest on savings and temporary cash investments | | | | |
| | 4 | Dividends and interest from securities | 138,863. | 135,827. | | |
| | 5a | Gross rents | | | | |
| | b | Net rental income or (loss) | | | | |
| | 6a | Net gain or (loss) from sale of assets not on line 10 | 184,242. | | | |
| | b | Gross sales price for all assets on line 6a 3,851,427. | | | | |
| | 7 | Capital gain net income (from Part IV, line 2) | | 184,242. | | |
| | 8 | Net short-term capital gain | | | | |
| | 9 | Income modifications | | | | |
| | 10a | Gross sales less returns and allowances | | | | |
| | b | Less Cost of goods sold | | | | |
| | c | Gross profit or (loss) (attach schedule) | | | | |
| | 11 | Other income (attach schedule) | | | | |
| | 12 | **Total.** Add lines 1 through 11 | 323,105. | 320,069. | | |
| Operating and Administrative Expenses | 13 | Compensation of officers, directors, trustees, etc | 67,555. | 50,666. | | 16,889. |
| | 14 | Other employee salaries and wages | | NONE | NONE | |
| | 15 | Pension plans, employee benefits | | NONE | NONE | |
| | 16a | Legal fees (attach schedule) | | | | |
| | b | Accounting fees (attach schedule) | | | | |
| | c | Other professional fees (attach schedule) | | | | |
| | 17 | Interest | | | | |
| | 18 | Taxes (attach schedule) (see instructions) STMT 1 | 8,636. | 3,719. | | |
| | 19 | Depreciation (attach schedule) and depletion | | | | |
| | 20 | Occupancy | | | | |
| | 21 | Travel, conferences, and meetings | | NONE | NONE | |
| | 22 | Printing and publications | | NONE | NONE | |
| | 23 | Other expenses (attach schedule) | | | | |
| | 24 | **Total operating and administrative expenses.** Add lines 13 through 23 | 76,191. | 54,385. | NONE | 16,889. |
| | 25 | Contributions, gifts, grants paid | 319,120. | | | 319,120. |
| | 26 | **Total expenses and disbursements** Add lines 24 and 25 | 395,311. | 54,385. | NONE | 336,009. |
| | 27 | Subtract line 26 from line 12. | | | | |
| | a | **Excess of revenue over expenses and disbursements** | -72,206. | | | |
| | b | **Net investment income** (if negative, enter -0-) | | 265,684. | | |
| | c | **Adjusted net income** (if negative, enter -0-) | | | | |

RECEIVED
JUL 18 2014
408 IRS-OSC
OGDEN UT

SCANNED JUL 21 2014

ENVELOPE POSTMARK DATE JUL 15 2014



20

## 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 (a) Book Value | End of year (b) Book Value | End of year (c) Fair Market Value |
|---|---|---|---|---|
| Assets | 1 Cash - non-interest-bearing | 10,574. | 15,862. | 15,862. |
| | 2 Savings and temporary cash investments | 211,641. | 206,145. | 206,145. |
| | 3 Accounts receivable ▶ | | | |
| | Less allowance for doubtful accounts ▶ | | | |
| | 4 Pledges receivable ▶ | | | |
| | Less allowance for doubtful accounts ▶ | | | |
| | 5 Grants receivable | | | |
| | 6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) | | | |
| | 7 Other notes and loans receivable (attach schedule) ▶ | | | |
| | Less allowance for doubtful accounts ▶ NONE | | | |
| | 8 Inventories for sale or use | | | |
| | 9 Prepaid expenses and deferred charges | | | |
| | 10 a Investments - U.S and state government obligations (attach schedule) | | | |
| | b Investments - corporate stock (attach schedule) | 4,999,580. | 4,263,873. | 5,180,092. |
| | c Investments - corporate bonds (attach schedule) | 1,161,379. | 718,494. | 725,396. |
| | 11 Investments - land, buildings, and equipment basis ▶ | | | |
| | Less accumulated depreciation (attach schedule) ▶ | | | |
| | 12 Investments - mortgage loans | | | |
| | 13 Investments - other (attach schedule) | | 1,106,561. | 1,087,408. |
| | 14 Land, buildings, and equipment basis ▶ | | | |
| | Less accumulated depreciation (attach schedule) ▶ | | | |
| | 15 Other assets (describe ▶ ) | | | |
| | 16 **Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I) | 6,383,174. | 6,310,935. | 7,214,903. |
| Liabilities | 17 Accounts payable and accrued expenses | | | |
| | 18 Grants payable | | | |
| | 19 Deferred revenue | | | |
| | 20 Loans from officers, directors, trustees, and other disqualified persons | | | |
| | 21 Mortgages and other notes payable (attach schedule) | | | |
| | 22 Other liabilities (describe ▶ ) | | | |
| | 23 **Total liabilities** (add lines 17 through 22) | | NONE | |
| 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. ▶ X** | | | |
| | 27 Capital stock, trust principal, or current funds | 6,383,174. | 6,310,935. | |
| | 28 Paid-in or capital surplus, or land, bldg, and equipment fund | | | |
| | 29 Retained earnings, accumulated income, endowment, or other funds | | | |
| | 30 **Total net assets or fund balances** (see instructions) | 6,383,174. | 6,310,935. | |
| | 31 **Total liabilities and net assets/fund balances** (see instructions) | 6,383,174. | 6,310,935. | |

## 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 | 6,383,174. |
| 2 | Enter amount from Part I, line 27a | 2 | -72,206. |
| 3 | Other increases not included in line 2 (itemize) ▶ | 3 | |
| 4 | Add lines 1, 2, and 3 | 4 | 6,310,968. |
| 5 | Decreases not included in line 2 (itemize) ▶ PRIOR PERIOD ADJUSTMENT | 5 | 33. |
| 6 | Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 | 6 | 6,310,935. |

## Part IV Capital Gains and Losses for Tax on Investment Income

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

| | (e) Gross sales price | (f) Depreciation allowed (or allowable) | (g) Cost or other basis plus expense of sale | (h) Gain or (loss) (e) plus (f) minus (g) |
|---|---|---|---|---|
| a | 3,851,427. | | 3,667,185. | 184,242. |
| b | | | | |
| c | | | | |
| d | | | | |
| e | | | | |

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

| | (i) F M V as of 12/31/69 | (j) Adjusted basis as of 12/31/69 | (k) Excess of col (i) over col (j), if any | (l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h)) |
|---|---|---|---|---|
| a | | | | 184,242. |
| b | | | | |
| c | | | | |
| d | | | | |
| e | | | | |

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7; If (loss), enter -0- in Part I, line 7 } 2 184,242.

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8 . . . 3

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

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

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

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

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

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

| (a) Base period years Calendar year (or tax year beginning in) | (b) Adjusted qualifying distributions | (c) Net value of noncharitable-use assets | (d) Distribution ratio (col (b) divided by col (c)) |
|---|---|---|---|
| 2011 | 324,216. | 6,554,242. | 0.049467 |
| 2010 | 399,007. | 6,983,000. | 0.057140 |
| 2009 | 354,419. | 6,599,456. | 0.053704 |
| 2008 | 377,289. | 5,776,776. | 0.065311 |
| 2007 | 422,141. | 7,844,690. | 0.053812 |

| | | | |
|---|---|---|---|
| 2 | **Total** of line 1, column (d) | 2 | 0.279434 |
| 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 | 0.055887 |
| 4 | Enter the net value of noncharitable-use assets for 2012 from Part X, line 5 | 4 | 6,903,216. |
| 5 | Multiply line 4 by line 3 | 5 | 385,800. |
| 6 | Enter 1% of net investment income (1% of Part I, line 27b) | 6 | 2,657. |
| 7 | Add lines 5 and 6 | 7 | 388,457. |
| 8 | Enter qualifying distributions from Part XII, line 4 | 8 | 336,009. |

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

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

| | | | |
|---|---|---|---|
| 1a | Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 . . . Date of ruling or determination letter ________________ (attach copy of letter if necessary - see instructions) | | |
| b | Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b | 1 | 5,314. |
| c | All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b) | | |
| 2 | Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) | 2 | |
| 3 | Add lines 1 and 2 | 3 | 5,314. |
| 4 | Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) | 4 | NONE |
| 5 | **Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0- | 5 | 5,314. |
| 6 | Credits/Payments. | | |
| a | 2012 estimated tax payments and 2011 overpayment credited to 2012 . . . 6a 2,960. | | |
| b | Exempt foreign organizations - tax withheld at source . . . 6b NONE | | |
| c | Tax paid with application for extension of time to file (Form 8868) . . . 6c 5,500. | | |
| d | Backup withholding erroneously withheld . . . 6d | | |
| 7 | Total credits and payments Add lines 6a through 6d | 7 | 8,460. |
| 8 | Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached | 8 | |
| 9 | **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶ | 9 | |
| 10 | **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶ | 10 | 3,146. |
| 11 | Enter the amount of line 10 to be **Credited to 2013 estimated tax** ▶ 3,146. **Refunded** ▶ | 11 | |

**Part VII-A Statements Regarding Activities**

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

## Part VII-A Statements Regarding Activities *(continued)*

| | | Line | Yes | No |
|---|---|---|---|---|
| 11 | At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions | 11 | | X |
| 12 | Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions) | 12 | | X |
| 13 | Did the foundation comply with the public inspection requirements for its annual returns and exemption application? | 13 | X | |

Website address ▶ N/A

14 The books are in care of ▶ JPMORGAN CHASE BANK, NA Telephone no ▶ (866)888-5157

Located at ▶ 10 S DEARBORN IL1-0117, CHICAGO, IL ZIP+4 ▶ 60603

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

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

| | | Line | Yes | No |
|---|---|---|---|---|
| 16 | At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? | 16 | | X |
| | See the instructions for exceptions and filing requirements for Form TD F 90-22 1. If "Yes," enter the name of the foreign country ▶ | | | |

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

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

| | | Line | Yes | No |
|---|---|---|---|---|
| 1a | During the year did the foundation (either directly or indirectly) | | | |
| | (1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No | | | |
| | (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No | | | |
| | (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No | | | |
| | (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No | | | |
| | (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No | | | |
| | (6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No | | | |
| b | If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? | 1b | | X |
| | Organizations relying on a current notice regarding disaster assistance check here ▶ ☐ | | | |
| c | Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012? | 1c | | X |
| 2 | Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)). | | | |
| a | At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? ☐ Yes ☒ No | | | |
| | If "Yes," list the years ▶ ______, ______, ______, ______ | | | |
| b | Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions ) | 2b | | |
| c | If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ ______, ______, ______, ______ | | | |
| 3a | Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No | | | |
| b | If "Yes," did it have excess business holdings in 2012 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012 )* | 3b | | |
| 4a | Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? | 4a | | X |
| b | Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012? | 4b | | X |

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

| | | Yes | No |
|---|---|---|---|
| 5a | During the year did the foundation pay or incur any amount to: | | |
| | (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? . . . . . . [ ] Yes [X] 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 [X] No | | |
| | (3) Provide a grant to an individual for travel, study, or other similar purposes? . . . [ ] Yes [X] 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 [X] 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 [X] No | | |
| b | If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? . . . 5b | | |
| | Organizations relying on a current notice regarding disaster assistance check here . . . ▶ [ ] | | |
| c | If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? . . . [ ] Yes [ ] No | | |
| | *If "Yes," attach the statement required by Regulations section 53 4945-5(d)* | | |
| 6a | Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? . . . [ ] Yes [X] No | | |
| b | Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? . . . 6b | | X |
| | *If "Yes" to 6b, file Form 8870* | | |
| 7a | At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? . . [ ] Yes [X] No | | |
| b | If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? . . . 7b | | |

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

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

| (a) Name and address | (b) Title, and average hours per week devoted to position | (c) Compensation (If not paid, enter -0-) | (d) Contributions to employee benefit plans and deferred compensation | (e) Expense account, other allowances |
|---|---|---|---|---|
| JPMORGAN CHASE BANK, NA<br>10 S DEARBORN IL1-0117, CHICAGO, IL 60603 | CO-TRUSTEE<br>2 | 44,622. | -0- | -0- |
| THOMAS PAYNE<br>10 S DEARBORN IL1-0117, CHICAGO, IL 60603 | CO-TRUSTEE<br>05 | 22,933. | | |
| | | | | |
| | | | | |

**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 | | NONE | NONE | 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** *(continued)*

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

| (a) Name and address of each person paid more than $50,000 | (b) Type of service | (c) Compensation |
|---|---|---|
| NONE | | NONE |
| | | |
| | | |
| | | |
| | | |
| **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 NONE | |
| 2 | |
| 3 | |
| 4 | |

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

| Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2. | Amount |
|---|---|
| 1 NONE | |
| 2 | |
| All other program-related investments See instructions<br>3 NONE | |
| **Total.** Add lines 1 through 3 ▶ | |

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

| | | | |
|---|---|---|---|
| 1 | Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes: | | |
| a | Average monthly fair market value of securities | 1a | 6,662,792. |
| b | Average of monthly cash balances | 1b | 345,549. |
| c | Fair market value of all other assets (see instructions) | 1c | NONE |
| d | **Total** (add lines 1a, b, and c) | 1d | 7,008,341. |
| 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 | NONE |
| 3 | Subtract line 2 from line 1d | 3 | 7,008,341. |
| 4 | Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions) | 4 | 105,125. |
| 5 | **Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4 | 5 | 6,903,216. |
| 6 | **Minimum investment return.** Enter 5% of line 5 | 6 | 345,161. |

**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 | 345,161. |
| 2a | Tax on investment income for 2012 from Part VI, line 5 | 2a | 5,314. | | |
| b | Income tax for 2012. (This does not include the tax from Part VI.) | 2b | | | |
| c | Add lines 2a and 2b | | | 2c | 5,314. |
| 3 | Distributable amount before adjustments. Subtract line 2c from line 1 | | | 3 | 339,847. |
| 4 | Recoveries of amounts treated as qualifying distributions | | | 4 | NONE |
| 5 | Add lines 3 and 4 | | | 5 | 339,847. |
| 6 | Deduction from distributable amount (see instructions) | | | 6 | NONE |
| 7 | **Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1 | | | 7 | 339,847. |

**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 | 336,009. |
| b | Program-related investments - total from Part IX-B | 1b | |
| 2 | Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes | 2 | NONE |
| 3 | Amounts set aside for specific charitable projects that satisfy the: | | |
| a | Suitability test (prior IRS approval required) | 3a | NONE |
| b | Cash distribution test (attach the required schedule) | 3b | NONE |
| 4 | **Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4 | 4 | 336,009. |
| 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 | N/A |
| 6 | **Adjusted qualifying distributions.** Subtract line 5 from line 4 | 6 | 336,009. |

**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 | | | | 339,847. |
| 2 | Undistributed income, if any, as of the end of 2012. | | | | |
| a | Enter amount for 2011 only | | | NONE | |
| b | Total for prior years 20_____, 20______, 20_____ | | NONE | | |
| 3 | Excess distributions carryover, if any, to 2012: | | | | |
| a | From 2007 ...... 38,950. | | | | |
| b | From 2008 ...... 90,746. | | | | |
| c | From 2009 ...... 26,349. | | | | |
| d | From 2010 ...... 51,813. | | | | |
| e | From 2011 ...... NONE | | | | |
| f | **Total** of lines 3a through e | 207,858. | | | |
| 4 | Qualifying distributions for 2012 from Part XII, line 4 ▶ $ 336,009. | | | | |
| a | Applied to 2011, but not more than line 2a | | | NONE | |
| b | Applied to undistributed income of prior years (Election required - see instructions) | | NONE | | |
| c | Treated as distributions out of corpus (Election required - see instructions) | NONE | | | |
| d | Applied to 2012 distributable amount | | | | 336,009. |
| e | Remaining amount distributed out of corpus | NONE | | | |
| 5 | Excess distributions carryover applied to 2012 *(If an amount appears in column (d), the same amount must be shown in column (a).)* | 3,838. | | | 3,838. |
| 6 | **Enter the net total of each column as indicated below:** | | | | |
| a | Corpus Add lines 3f, 4c, and 4e. Subtract line 5 | 204,020. | | | |
| b | Prior years' undistributed income Subtract line 4b from line 2b | | NONE | | |
| 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 | | NONE | | |
| d | Subtract line 6c from line 6b Taxable amount - see instructions | | NONE | | |
| e | Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount - see instructions | | | NONE | |
| f | Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013 | | | | |
| 7 | Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions) | NONE | | | |
| 8 | Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions) | 35,112. | | | |
| 9 | **Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a | 168,908. | | | |
| 10 | Analysis of line 9 | | | | |
| a | Excess from 2008 ... 90,746. | | | | |
| b | Excess from 2009 ... 26,349. | | | | |
| c | Excess from 2010 ... 51,813. | | | | |
| d | Excess from 2011 ... NONE | | | | |
| e | Excess from 2012 ... NONE | | | | |

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

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

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

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

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

1 **Information Regarding Foundation Managers:**

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

N/A

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

N/A

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

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

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

SEE STATEMENT 2

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines:

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

**Part XV Supplementary Information** (continued)

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

| Recipient<br>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* | | | | |
| SEE STATEMENT 8 | | | | 319,120. |
| **Total** . . . . . ▶ **3a** | | | | 319,120. |
| **b** *Approved for future payment* | | | | |
| **Total** . . . . . ▶ **3b** | | | | |

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

| Enter gross amounts unless otherwise indicated. | Unrelated business income | | Excluded by section 512, 513, or 514 | | (e) Related or exempt function income (See instructions.) |
|---|---|---|---|---|---|
| | (a) Business code | (b) Amount | (c) Exclusion code | (d) Amount | |
| 1 Program service revenue: | | | | | |
| a | | | | | |
| b | | | | | |
| c | | | | | |
| d | | | | | |
| e | | | | | |
| f | | | | | |
| g Fees and contracts from government agencies | | | | | |
| 2 Membership dues and assessments | | | | | |
| 3 Interest on savings and temporary cash investments | | | | | |
| 4 Dividends and interest from securities | | | 14 | 138,863. | |
| 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 | 184,242. | |
| 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) | | | | 323,105. | |

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 323,105.

(See worksheet in line 13 instructions to verify calculations.)

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

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

## Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

| | | | Yes | No |
|---|---|---|---|---|
| 1 | Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | | |
| a | Transfers from the reporting foundation to a noncharitable exempt organization of: | | | |
| | (1) Cash | 1a(1) | | X |
| | (2) Other assets | 1a(2) | | X |
| b | Other transactions: | | | |
| | (1) Sales of assets to a noncharitable exempt organization | 1b(1) | | X |
| | (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | | X |
| | (3) Rental of facilities, equipment, or other assets | 1b(3) | | X |
| | (4) Reimbursement arrangements | 1b(4) | | X |
| | (5) Loans or loan guarantees | 1b(5) | | X |
| | (6) Performance of services or membership or fundraising solicitations | 1b(6) | | X |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | | X |

**d** If the answer to any of the above is "Yes," complete the following schedule. Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received.

| (a) Line no | (b) Amount involved | (c) Name of noncharitable exempt organization | (d) Description of transfers, transactions, and sharing arrangements |
|---|---|---|---|
| | | | |

**2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

**b** If "Yes," complete the following schedule.

| (a) Name of organization | (b) Type of organization | (c) Description of relationship |
|---|---|---|
| | | |

**Sign Here**

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge

Anthony Ward | 05/21/2014 | ▶

Signature of officer or trustee | Date | Title

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

**Paid Preparer Use Only**

| Print/Type preparer's name | Preparer's signature | Date | Check ☐ if self-employed | PTIN |
|---|---|---|---|---|
| Firm's name ▶ | | | Firm's EIN ▶ | |
| Firm's address ▶ | | | Phone no | |

**SCHEDULE D (Form 1041)**

Department of the Treasury
Internal Revenue Service

# Capital Gains and Losses

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

OMB No 1545-0092

**2012**

Name of estate or trust: MYRTLE E & WM G HESS CHARITABLE TRUST

Employer identification number: 38-2617770

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

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

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

| | | | |
|---|---|---|---|
| b | Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b | 1b | -1,819. |
| 2 | Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824 | 2 | |
| 3 | Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts | 3 | |
| 4 | Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2011 Capital Loss Carryover Worksheet | 4 | ( ) |
| 5 | **Net short-term gain or (loss).** Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back ▶ | 5 | -1,819. |

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

| | (a) Description of property (Example. 100 shares 7% preferred of "Z" Co ) | (b) Date acquired (mo , day, yr ) | (c) Date sold (mo , day, yr ) | (d) Sales price | (e) Cost or other basis (see instructions) | (f) Gain or (loss) for the entire year Subtract (e) from (d) |
|---|---|---|---|---|---|---|
| 6a | LONG-TERM CAPITAL GAIN DIVIDENDS | | | | | 103,138. |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| | | | | | | |

| | | | |
|---|---|---|---|
| b | Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b | 6b | 82,923. |
| 7 | Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824 | 7 | |
| 8 | Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts | 8 | |
| 9 | Capital gain distributions | 9 | |
| 10 | Gain from Form 4797, Part I | 10 | |
| 11 | Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2011 Capital Loss Carryover Worksheet | 11 | ( ) |
| 12 | **Net long-term gain or (loss).** Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back ▶ | 12 | 186,061. |

**For Paperwork Reduction Act Notice, see the Instructions for Form 1041.**

**Part III Summary of Parts I and II**
**Caution:** *Read the instructions **before** completing this part.*

| | | | (1) Beneficiaries' (see instr ) | (2) Estate's or trust's | (3) Total |
|---|---|---|---|---|---|
| 13 | **Net short-term gain or (loss)** | 13 | | | -1,819. |
| 14 | **Net long-term gain or (loss):** | | | | |
| a | Total for year | 14a | | | 186,061. |
| b | Unrecaptured section 1250 gain (see line 18 of the wrksht.) | 14b | | | |
| c | 28% rate gain | 14c | | | |
| 15 | **Total net gain or (loss).** Combine lines 13 and 14a ▶ | 15 | | | 184,242. |

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

**Part IV Capital Loss Limitation**

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

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

**Part V Tax Computation Using Maximum Capital Gains Rates**

**Form 1041 filers.** Complete this part **only** if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), **and** Form 1041, line 22, is more than zero.
**Caution:** *Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if:*
- *Either line 14b, col. (2) or line 14c, col. (2) is more than zero, or*
- *Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero.*

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

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

SCHEDULE D-1 (Form 1041)

Department of the Treasury Internal Revenue Service

# Continuation Sheet for Schedule D (Form 1041)

▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

▶ Information about Schedule D (Form 1041) and its separate instructions is at *www.irs.gov/form1041*

OMB No 1545-0092

2012

Name of estate or trust: MYRTLE E & WM G HESS CHARITABLE TRUST

Employer identification number: 38-2617770

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

| (a) Description of property (Example 100 sh 7% preferred of "Z" Co ) | (b) Date acquired (mo , day, yr ) | (c) Date sold (mo , day, yr ) | (d) Sales price | (e) Cost or other basis (see instructions) | (f) Gain or (loss) Subtract (e) from (d) |
|---|---|---|---|---|---|
| 1a 5200.178 PIMCO UNCONSTRAIN | 05/06/2013 | 09/30/2013 | 58,450.00 | 60,218.00 | -1,768.00 |
| 1266.604 PIMCO COMMODITYPL | 05/06/2013 | 09/30/2013 | 13,540.00 | 13,591.00 | -51.00 |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |

**1b Total.** Combine the amounts in column (f). Enter here and on Schedule D, line 1b . . . . . . . . . . . . . . . . . . . -1,819.00

**For Paperwork Reduction Act Notice, see the Instructions for Form 1041.**

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

MYRTLE E & WM G HESS CHARITABLE TRUST

**Employer identification number**

38-2617770

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

| (a) Description of property (Example: 100 sh 7% preferred of "Z" Co ) | (b) Date acquired (mo , day, yr ) | (c) Date sold (mo , day, yr ) | (d) Sales price | (e) Cost or other basis (see instructions) | (f) Gain or (loss) Subtract (e) from (d) |
|---|---|---|---|---|---|
| 6a 14536.406 COLUMBIA ASIA PA | 10/15/2010 | 05/06/2013 | 199,439.00 | 202,056.00 | -2,617.00 |
| 10074.841 DREYFUS/LAUREL F | VAR | 05/06/2013 | 158,175.00 | 152,651.00 | 5,524.00 |
| 21617.82 HIGHBRIDGE DYNAMI COMMODITIES | VAR | 05/06/2013 | 275,195.00 | 418,579.00 | -143,384.00 |
| 15735.636 JPMORGAN INTREPI FUND | VAR | 05/06/2013 | 473,800.00 | 397,736.00 | 76,064.00 |
| 18671.445 JPMORGAN US LARG PLUS FUND SEL | 03/30/2007 | 05/06/2013 | 475,375.00 | 356,927.00 | 118,448.00 |
| 6615.56 JPMORGAN INTERNATI CURRENCY | VAR | 05/06/2013 | 74,822.00 | 74,742.00 | 80.00 |
| 2242.525 JPMORGAN CORE BON | 06/01/2009 | 05/06/2013 | 27,000.00 | 24,174.00 | 2,826.00 |
| 24080.76 JPMORGAN HIGH YIE | VAR | 05/06/2013 | 202,760.00 | 200,680.00 | 2,080.00 |
| 3482.113 JPMORGAN EQUITY I | 03/30/2007 | 05/06/2013 | 127,933.00 | 110,965.00 | 16,968.00 |
| 28408.163 JPMORGAN MARKET INDEX FUND | VAR | 05/06/2013 | 348,000.00 | 277,992.00 | 70,008.00 |
| 5285.71 JPMORGAN INTERNATI INDEX | 03/30/2007 | 05/06/2013 | 103,706.00 | 145,957.00 | -42,251.00 |
| 18333.333 MANNING & NAPIER | 06/13/2011 | 05/06/2013 | 152,350.00 | 165,000.00 | -12,650.00 |
| 1816.022 ROWE T PRICE INTL ASIA FD* | 07/08/2010 | 05/06/2013 | 30,999.00 | 29,910.00 | 1,089.00 |
| 3053. VANGUARD EMERGING MA | 10/15/2010 | 05/06/2013 | 134,146.00 | 144,303.00 | -10,157.00 |
| 1440. VANGUARD EUROPEAN ET | 06/13/2011 | 05/06/2013 | 74,560.00 | 74,654.00 | -94.00 |
| 9145.168 JPMORGAN INTERNAT INDEX | VAR | 05/23/2013 | 178,514.00 | 193,053.00 | -14,539.00 |
| 9010.088 DELAWARE EMERGING FUND | 06/13/2011 | 09/30/2013 | 142,900.00 | 141,188.00 | 1,712.00 |
| 4516.414 DREYFUS/LAUREL FD | 06/13/2011 | 09/30/2013 | 63,907.00 | 68,153.00 | -4,246.00 |
| 3369.803 EATON VANCE MUT F | 10/15/2010 | 09/30/2013 | 30,800.00 | 29,755.00 | 1,045.00 |
| 12885.972 JPMORGAN US REAL | VAR | 09/30/2013 | 204,758.00 | 167,415.00 | 37,343.00 |
| 8827.12 JPMORGAN HIGH YIEL | VAR | 09/30/2013 | 71,235.00 | 69,516.00 | 1,719.00 |
| 3131. VANGUARD EMERGING MA | VAR | 09/30/2013 | 125,925.00 | 147,970.00 | -22,045.00 |
| | | | | | |
| | | | | | |
| | | | | | |

**6b Total.** Combine the amounts in column (f). Enter here and on Schedule D, line 6b . . . . . . . . . . . . . . . . . . . 82,923.00

## FORM 990PF, PART I - TAXES

| DESCRIPTION | REVENUE AND EXPENSES PER BOOKS | NET INVESTMENT INCOME |
|---|---|---|
| EXCISE TAX PAID | 3,500. | |
| ESTIMATED TAX PAID | 1,417. | |
| FOREIGN TAX WITHHELD | 3,719. | 3,719. |
| TOTALS | 8,636. | 3,719. |

RECIPIENT NAME:
JPMORGAN CHASE BANK, NA
ADDRESS:
1116 WEST LONG LAKE FLOOR 02
BLOOMFIELD HILLS, MI 48302-1963
RECIPIENT'S PHONE NUMBER: 248-645-7308
FORM, INFORMATION AND MATERIALS:
APPLICANTS MUST PROVIDE A STATEMENT OF OBJECTIVES,
A PROPOSED BUDGET AND A COPY OF THE
ORGANIZATION'S IRS TAX-EXEMPT STATUS LETTER
SUBMISSION DEADLINES:
NONE
RESTRICTIONS OR LIMITATIONS ON AWARDS:
NONE

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
ST. PATRICK CATHOLIC CHURCH
ADDRESS:
9086 HUTCHINS RD
WHITE LAKE, MI 48386
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID ........................................... 100,000.

RECIPIENT NAME:
WATERFORD TOWNSHIP PARKS AND
RECREATION
ADDRESS:
2303 CRESCENT LAKE DRIVE
WATERFORD, MI 48329
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID ........................................... 50,000.

RECIPIENT NAME:
ANGELS PLACE
ADDRESS:
25240 LAHSER RD STE 2
SOUTHFIELD HILLS, MI 48034
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID ........................................... 50,000.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
ORCHARD LAKE SCHOOLS
ADDRESS:
3535 INDIAN TRL
ORCHARD LAKE, MI 48324
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .............................................. 25,000.

RECIPIENT NAME:
MANRESA JESUIT RETREAT HOUSE
ADDRESS:
1390 QUARTON
BLOOMFIELD HILLS, MI 48304
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .............................................. 10,000.

RECIPIENT NAME:
DOMINICAN SISTERS OF PEACE
ADDRESS:
2320 AIRPORT DRIVE
COLUMBUS, OH 43219
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .............................................. 9,120.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
TRINITY HEALTH-MICHIGAN DBA
ADDRESS:
44405 WOODWARD AVENUE
PONTIAC, MI 483415023
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .......................................... 5,000.

RECIPIENT NAME:
CHRISTUS MEDICUS FOUNDATION
ADDRESS:
PO BOX 2606
SOUTHFIELD, MI 48037
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .......................................... 5,000.

RECIPIENT NAME:
EDUCATIONAL CENTER FOR LIFE
ADDRESS:
1637 W BIG BEAVER RD 8G
TROY, MI 48084
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .......................................... 5,000.

RECIPIENT NAME:
SOCIETY OF ST. VINCENT DE PAUL
(SPC)
ADDRESS:
9086 HUTCHINS RD
WHITE LAKE, MI 48386
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .......................................... 15,000.

RECIPIENT NAME:
ST. ELIZABETH BRIARBANK HOME
ADDRESS:
39315 WOODWARD AVE
BLOOMFIELD HILLS, MI 48304
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .......................................... 10,000.

RECIPIENT NAME:
GUEST HOUSE INC
ADDRESS:
1601 JOSLYN RD
LAKE ORION, MI 48360
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .......................................... 5,000.

RECIPIENT NAME:
ST. JOHN PROVIDENCE HEALTH
ADDRESS:
MOB SUITE 102 22101 MOROSS RD
DETROIT, MI 48236
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID ............................................ 10,000.

RECIPIENT NAME:
LADIES OF CHARITY OF ST.
VINCENT DEPAUL
ADDRESS:
169 KIRKWOOD CT
BLOOMFIELD HLS, MI 48304
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID ............................................ 5,000.

RECIPIENT NAME:
MARIAN HIGH SCHOOL
ADDRESS:
7225 LAHSER RD
BLOOMFIELD HILLS, MI 48301
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID ............................................ 5,000.

RECIPIENT NAME:
OPEN DOOR OUTREACH CENTER
INC.
ADDRESS:
7170 COOLEY LAKE RD
WATERFORD, MI 48327
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .......................................... 5,000.

RECIPIENT NAME:
OUR LADY OF QUEEN OF MARTYRS
SCHOOL PRE-KINDERGARTEN
ADDRESS:
32460 PIERCE RD
BEVERLY HILLS, MI 48025
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .......................................... 5,000.

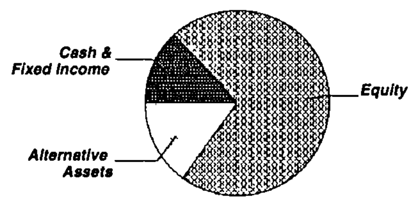
TOTAL GRANTS PAID: 319,120.

# Account Summary

## PRINCIPAL

| Asset Allocation | Beginning Market Value | Ending Market Value | Change In Value | Estimated Annual Income | Current Allocation |
|---|---|---|---|---|---|
| Equity | 4,811,278 14 | 5,180,092.29 | 368,814 15 | 75,667 42 | 72% |
| Alternative Assets | 1,040,575.56 | 1,087,408 23 | 46,832.67 | 20,924 33 | 15% |
| Cash & Fixed Income | 1,085,792 37 | 931,541 63 | (154,250 74) | 27,404 98 | 13% |
| **Market Value** | **$6,937,646.07** | **$7,199,042.15** | **$261,396.08** | **$123,996.73** | **100%** |

Asset Allocation




## INCOME

| Cash Position | Beginning Market Value | Ending Market Value | Change In Value |
|---|---|---|---|
| Cash Balance | 10,920.92 | 15,862.30 | 4,941.38 |
| Accruals | 1,178.49 | 5,715.08 | 4,536.59 |
| **Market Value** | **$12,099.41** | **$21,577.38** | **$9,477.97** |

| Portfolio Activity | PRINCIPAL Current Period Value | PRINCIPAL Year-to-Date Value | INCOME Current Period Value | INCOME Year-to-Date Value |
|---|---|---|---|---|
| **Beginning Market Value** | **6,937,646.07** | **6,698,328.72** | **10,920.92** | **10,573.74** |
| Additions | | | | 237,670 00 |
| Withdrawals & Fees | (2,091 80) | (259,980 80) | (2,091.81) | (369,281 11) |
| **Net Additions/Withdrawals** | **($2,091.80)** | **($259,980.80)** | **($2,091.81)** | **($131,611.11)** |
| Income | | | 7,033.19 | 136,899 67 |
| Change In Investment Value | 263,487.88 | 760,694.23 | | |
| **Ending Market Value** | **$7,199,042.15** | **$7,199,042.15** | **$15,862.30** | **$15,862.30** |
| Accruals | -- | -- | 5,715.08 | 5,715 08 |
| **Market Value with Accruals** | **--** | **--** | **$21,577.38** | **$21,577.38** |

# Account Summary CONTINUED

| Tax Summary | Current Period Value | Year-to-Date Value |
|---|---|---|
| Domestic Dividends/Distributions | 7,024 98 | 135,335.36 |
| Interest Income | 8.21 | 106.94 |
| **Taxable Income** | **$7,033.19** | **$135,442.30** |
| Tax-Exempt Income | | 1,457 37 |
| **Tax-Exempt Income** | | **$1,457.37** |

| | Current Period Value | Year-to-Date Value |
|---|---|---|
| LT Capital Gain Distributions | | 101,382 95 |
| ST Realized Gain/Loss | (1,818 72) | (1,818.72) |
| LT Realized Gain/Loss | 15,528.97 | 82,888 72 |
| **Realized Gain/Loss** | **$13,710.25** | **$182,452.95** |

| | To-Date Value |
|---|---|
| **Unrealized Gain/Loss** | **$903,969.35** |

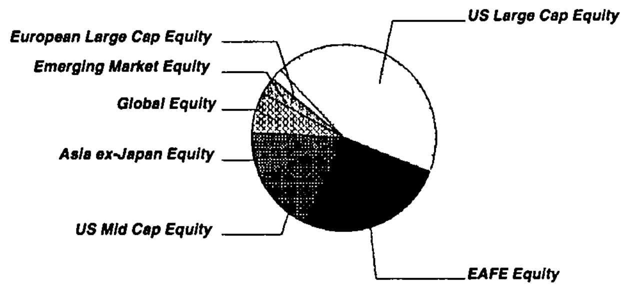
| Cost Summary | Cost |
|---|---|
| Equity | 4,263,872 96 |
| Cash & Fixed Income | 924,639.10 |
| **Total** | **$5,188,512.06** |

# Equity Summary

| Asset Categories | Beginning Market Value | Ending Market Value | Change In Value | Current Allocation |
|---|---|---|---|---|
| US Large Cap Equity | 1,998,540.91 | 2,220,113 38 | 221,572 47 | 31% |
| US Mid Cap Equity | 567,073.68 | 596,342.20 | 29,268.52 | 8% |
| EAFE Equity | 1,087,892 91 | 1,362,911.43 | 275,018.52 | 19% |
| European Large Cap Equity | 68,393.60 | 73,030 00 | 4,636.40 | 1% |
| Asia ex-Japan Equity | 372,232.28 | 430,247 57 | 58,015.29 | 6% |
| Emerging Market Equity | 379,830 80 | 143,596 68 | (236,234.12) | 2% |
| Global Equity | 337,313 96 | 353,851.03 | 16,537 07 | 5% |
| **Total Value** | **$4,811,278.14** | **$5,180,092.29** | **$368,814.15** | **72%** |

| Market Value/Cost | Current Period Value |
|---|---|
| Market Value | 5,180,092.29 |
| Tax Cost | 4,263,872.96 |
| Unrealized Gain/Loss | 916,219.33 |
| Estimated Annual Income | 75,667 42 |
| Accrued Dividends | 2,854.75 |
| Yield | 1.46% |

**Asset Categories**




Equity as a percentage of your portfolio - 72 %

Note P indicates position adjusted for Pending Trade Activity

# Equity Detail

| | Price | Quantity | Value | Adjusted Tax Cost / Original Cost | Unrealized Gain/Loss | Est. Annual Inc. / Accrued Div. | Yield |
|---|---|---|---|---|---|---|---|
| **US Large Cap Equity** | | | | | | | |
| **JPM EQUITY INDEX FD - SEL**<br>FUND 3129<br>4812C1-55-3 HLEI X | 38 16 | 15,090 910 | 575,869.13 | 417,611.42 | 158,257.71 | 10,880.54<br>2,513 69 | 1.89% |
| **JPM GROWTH ADVANTAGE FD - SEL**<br>FUND 1567<br>4812A3-71-8 JGAS X | 13.13 | 17,753 940 | 233,109.23 | 202,750 00 | 30,359.23 | 426.09 | 0 18% |
| **JPM INTREPID AMERICA FD - SEL**<br>FUND 1206<br>4812A2-10-8 JPIA X | 31 60 | 14,041 708 | 443,717 97 | 227,206 25 | 216,511.72 | 6,950 64 | 1.57% |
| **JPM US LARGE CAP CORE PLUS FD - SEL**<br>FUND 1002<br>4812A2-38-9 JLPS X | 27 21 | 22,183.833 | 603,622 10 | 363,848 32 | 239,773 78 | 3,749 06 | 0 62% |
| **NEUBERGER BER MU/C OPP-INS**<br>64122Q-30-9 NMUL X | 14.01 | 15,584 935 | 218,344 94 | 202,760 00 | 15,584 94 | 2,103.96 | 0.96% |
| P **PRIMECAP ODYSSEY STOCK FUND**<br>74160Q-30-1 POSK | 19.79 | 7,349.672 | 145,450 01 | 145,450 00 | 0.01 | 1,808.01 | 1.24% |
| **Total US Large Cap Equity** | | | **$2,220,113.38** | **$1,559,625.99** | **$660,487.39** | **$25,918.30**<br>**$2,513.69** | **1.17%** |
| **US Mid Cap Equity** | | | | | | | |
| **ISHARES CORE S&P MID-CAP ETF**<br>464287-50-7 IJH | 124.14 | 1,107.000 | 137,422 98 | 103,050 19 | 34,372 79 | 2,026.91 | 1 47% |

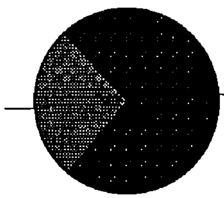
| | Price | Quantity | Value | Adjusted Tax Cost / Original Cost | Unrealized Gain/Loss | Est. Annual Inc / Accrued Div | Yield |
|---|---|---|---|---|---|---|---|
| **US Mid Cap Equity** | | | | | | | |
| **JPM MKT EXP ENH INDEX FD - SEL** 4812C1-63-7 PGMI X | 13.19 | 18,415.606 | 242,901.84 | 112,233.34 | 130,668.50 | 2,467 69<br>341.06 | 1 02% |
| **PRINCIPAL MIDCAP FUND-INS** MIDCP GROWTH I 74253Q-74-7 PCBI X | 19.39 | 11,140 659 | 216,017 38 | 202,760 00 | 13,257.38 | 2,105 58 | 0 97% |
| **Total US Mid Cap Equity** | | | **$596,342.20** | **$418,043.53** | **$178,298.67** | **$6,600.18**<br>**$341.06** | **1.11%** |
| **EAFE Equity** | | | | | | | |
| **DODGE & COX INTL STOCK FUND** 256206-10-3 DODF X | 40.58 | 8,045.275 | 326,477 26 | 298,204.03 | 28,273.23 | 6,009 82 | 1 84% |
| P **ISHARES MSCI EAFE INDEX FUND** 464287-46-5 EFA | 63 80 | 6,718 000 | 428,615.12 | 412,210.34 | 16,404 78 | 11,830.39 | 2.76% |
| **MFS INTL VALUE-I** 55273E-82-2 MINI X | 34.25 | 6,246 457 | 213,941.15 | 202,760.00 | 11,181 15 | 3,210 67 | 1.50% |
| **OAKMARK INTERNATIONAL FD-I** 413838-20-2 OAKI X | 25 89 | 15,213.515 | 393,877.90 | 356,150.01 | 37,727.89 | 6,678 73 | 1 70% |
| **Total EAFE Equity** | | | **$1,362,911.43** | **$1,269,324.38** | **$93,587.05** | **$27,729.61** | **2.04%** |
| **European Large Cap Equity** | | | | | | | |
| **VANGUARD FTSE EUROPE ETF** 922042-87-4 VGK | 54.50 | 1,340.000 | 73,030.00 | 69,469 49 | 3,560 51 | 2,389.22 | 3.27% |

| | | Price | Quantity | Value | Adjusted Tax Cost / Original Cost | Unrealized Gain/Loss | Est Annual Inc / Accrued Div. | Yield |
|---|---|---|---|---|---|---|---|---|
| | **Asia ex-Japan Equity** | | | | | | | |
| P | **MATTHEWS ASIA DIVIDEND-INS** 577130-75-0 MIPI X | 15.78 | 13,707.940 | 216,311.29 | 223,380.00 | (7,068.71) | 8,704.54 | 4.02% |
| P | **T ROWE PRICE NEW ASIA** 77956H-50-0 PRAS X | 16 24 | 13,173.416 | 213,936 28 | 245,265.64 | (31,329.36) | 2,107.74 | 0 99% |
| | **Total Asia ex-Japan Equity** | | | **$430,247.57** | **$468,645.64** | **($38,398.07)** | **$10,812.28** | **2.51%** |
| | **Emerging Market Equity** | | | | | | | |
| P | **DELAWARE EMERGING MARKETS-I** 245914-81-7 DEMI X | 15.86 | 4,585 481 | 72,725.73 | 69,586.93 | 3,138 80 | 651.13 | 0 90% |
| P | **ISHARES MSCI CHINA INDEX FD** 46429B-67-1 MCHI | 46 05 | 1,539.000 | 70,870.95 | 71,227.00 | (356.05) | 1,566.70 | 2.21% |
| P | **VANGUARD FTSE EMERGING MARKETS ETF** 922042-85-8 VWO | 40.14 | | | 0.00 | | | 3 39% |
| | **Total Emerging Market Equity** | | | **$143,596.68** | **$140,813.93** | **$2,782.75** | **$2,217.83** | **1.55%** |
| | **Global Equity** | | | | | | | |
| | **JPM TR I GL RES ENH IDX FD** FUND 3457 46637K-51-3 JEIT X | 16 69 | 21,201.380 | 353,851 03 | 337,950.00 | 15,901.03 | | |

# Alternative Assets Summary

| Asset Categories | Beginning Estimated Value | Ending Estimated Value | Change In Value | Current Allocation |
|---|---|---|---|---|
| Hedge Funds | 530,147.56 | 797,932 05 | 267,784.49 | 11% |
| Real Estate & Infrastructure | 200,892.30 | 0 00 | (200,892.30) | |
| Hard Assets | 309,535 70 | 289,476 18 | (20,059 52) | 4% |
| **Total Value** | **$1,040,575.56** | **$1,087,408.23** | **$46,832.67** | **15%** |

**Asset Categories**




Alternative Assets as a percentage of your portfolio - 15 %

Note: P indicates position adjusted for Pending Trade Activity.

# Alternative Assets Detail

| | Price | Quantity | Estimated Value | Cost |
|---|---|---|---|---|
| **Hedge Funds** | | | | |
| **EATON VANCE GLOBAL MACRO-I** 277923-72-8 EIGM X | 9 42 | 14,346 262 | 135,141.79 | 148,104 46 |

| | | Price | Quantity | Estimated Value | Cost |
|---|---|---|---|---|---|
| | **Hedge Funds** | | | | |
| P | **EQUINOX FDS TR**<br>EQNX CB STGY I<br>29446A-81-9 EBSI | 10.16 | 8,088 583 | 82,180 00 | 82,180 00 |
| P | **GATEWAY FUND-Y**<br>367829-88-4 GTEY X | 28.12 | 5,117.986 | 143,917 77 | 144,635 00 |
| P | **GOLDMAN SACHS TR**<br>STRG INCM INST<br>38145C-64-6 GSZI | 10.48 | 13,878 817 | 145,450 00 | 145,450 00 |
| P | **INV BALANCED-RISK ALLOC-Y**<br>00141V-69-7 ABRY X | 12 76 | 11,423.304 | 145,761.36 | 147,950.00 |
| P | **PIMCO UNCONSTRAINED BOND-P**<br>72201M-45-3 PUCP X | 11.24 | 6,472.965 | 72,756 13 | 74,956 94 |
| P | **THE ARBITRAGE FUND-I**<br>03875R-20-5 ARBN | 12.84 | 5,663 941 | 72,725.00 | 72,725.00 |
| | **Total Hedge Funds** | | | **$797,932.05** | **$816,001.40** |

| | Quantity/Original Commitment Amount | Cost/Net Capital Called Since Inception | Net Distributions Since Inception | Estimated Value | Est. Annual Inc. / Accrued Div | Yield |
|---|---|---|---|---|---|---|
| **Real Estate & Infrastructure** | | | | | | |
| P **JPM US REAL ESTATE FD - SEL**<br>FUND 3037<br>4812C0-61-3 SUIE X | | 0.00 | | | 1,752 49 | 2 17% |

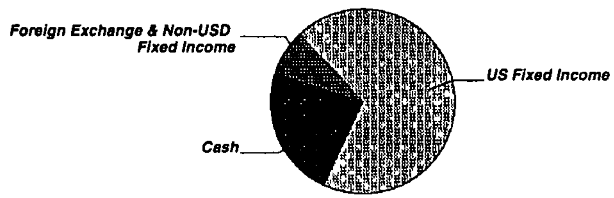
Amounts shown above under "Estimated Value" for private equity funds are estimates based on the latest fund values received from each underlying fund, which value may be as of a date (underlying fund value date) prior to the period covered by this statement. The values provided by the underlying fund have been adjusted for any cash flows between your account and such fund that have occurred subsequent to the underlying fund value date to derive the "Estimated Value". Therefore, such "Estimated Value" may not reflect the value of your interest shown on any fund's actual books and records as of the date of this statement. For additional information, please contact your J P Morgan representative
For private equity funds, Estimated Values are based on estimates provided by the underlying funds that are generally presented on a US GAAP basis, which records investments at fair value, or "marked-to-market". Most of these underlying funds also present their audited financial statements on a US GAAP basis (i.e., "marked-to-market"). However, some of these underlying funds present their audited financial statements using the Income Tax Basis of Accounting, which records investments "at cost" based on the accrual basis of accounting for Federal income taxes. Where the underlying fund provides periodic estimates on a "marked-to-market" basis but reflects investments "at cost" in its audited financial statements, the marked-to-market Estimated Value shown herein for a private equity fund may be materially different from the value reflected on such fund's audited financial statements (which are also based on the audited financial statements of the underlying fund).

| | Price | Quantity | Estimated Value | Cost |
|---|---|---|---|---|
| **Hard Assets** | | | | |
| P **PIMCO COMMODITYPL STRAT-P**<br>72201P-16-7 PCLP X | 10.69 | 27,079.156 | 289,476.18 | 290,559.34 |

# Cash & Fixed Income Summary

| Asset Categories | Beginning Market Value | Ending Market Value | Change In Value | Current Allocation |
|---|---|---|---|---|
| Cash | 309,771.30 | 206,145.47 | (103,625 83) | 3% |
| US Fixed Income | 649,309 14 | 652,789.52 | 3,480.38 | 9% |
| Foreign Exchange & Non-USD Fixed Income | 126,711.93 | 72,606.64 | (54,105 29) | 1% |
| **Total Value** | **$1,085,792.37** | **$931,541.63** | **($154,250.74)** | **13%** |

**Asset Categories**




Cash & Fixed Income as a percentage of your portfolio - 13 %

| Market Value/Cost | Current Period Value |
|---|---|
| Market Value | 931,541.63 |
| Tax Cost | 924,639.10 |
| Unrealized Gain/Loss | 6,902.53 |
| Estimated Annual Income | 27,404 98 |
| Accrued Interest | 1,107 84 |
| Yield | 2.94 % |

## SUMMARY BY MATURITY

| Cash & Fixed Income | Market Value | % of Bond Portfolio |
|---|---|---|
| 0-6 months[1] | 931,541.63 | 100% |

[1] The years indicate the number of years until the bond is scheduled to mature based on the statement end date. Some bonds may be called, or paid in full, before their stated maturity

## SUMMARY BY TYPE

| Cash & Fixed Income | Market Value | % of Bond Portfolio |
|---|---|---|
| Cash | 206,145 47 | 11% |
| Mutual Funds | 725,396.16 | 89% |
| **Total Value** | **$931,541.63** | **100%** |

Note: **P** indicates position adjusted for Pending Trade Activity
[1] This is the Annual Percentage Yield (APY) which is the rate earned if balances remain on deposit for a full year with compounding, there is no change in the interest rate and all interest is left in the account.

# Cash & Fixed Income Detail

| | | Price | Quantity | Value | Adjusted Tax Cost / Original Cost | Unrealized Gain/Loss | Est. Annual Income / Accrued Interest | Yield |
|---|---|---|---|---|---|---|---|---|
| | **Cash** | | | | | | | |
| | **US DOLLAR PRINCIPAL** | 1.00 | 307,679.50 | 307,679.50 | 307,679.50 | | 92.30 | 0 03% [1] |
| | **COST OF PENDING PURCHASES** | 1.00 | (813,049 62) | (813,049.62) | (813,049.62) | | | |
| | **PROCEEDS FROM PENDING SALES** | 1.00 | 711,515.59 | 711,515.59 | 711,515.59 | | | |
| | **Total Cash** | | | **$206,145.47** | **$206,145.47** | **$0.00** | **$92.30** | **0.04%** |
| | **US Fixed Income** | | | | | | | |
| **P** | **DOUBLELINE TOTAL RET BD-I**<br>258620-10-3 | 10.96 | 13,270 80 | 145,447.94 | 148,000.00 | (2,552 06) | 7,551.08 | 5 19% |
| **P** | **EATON VANCE FLOATING RATE-I**<br>277911-49-1 | 9.14 | 11,885.47 | 108,633.17 | 104,948.67 | 3,684 50 | 4,516 47 | 4 16% |
| **P** | **JPM CORE BOND FD - SEL**<br>FUND 3720<br>4812C0-38-1 | 11.63 | 18,787.91 | 218,503.40 | 209,281 24 | 9,222.16 | 5,861 82<br>436 62 | 2.68% |
| **P** | **JPM HIGH YIELD FD - SEL**<br>FUND 3580<br>4812C0-80-3 | 8 07 | 8,836.55 | 71,310 93 | 72,362 81 | (1,051 88) | 4,541 98<br>671 22 | 6.37% |

| | | Price | Quantity | Value | Adjusted Tax Cost / Original Cost | Unrealized Gain/Loss | Est. Annual Income / Accrued Interest | Yield |
|---|---|---|---|---|---|---|---|---|
| | **US Fixed Income** | | | | | | | |
| | **RIDGEWORTH SEIX FLOATING-I** 76628T-67-8 | 8.99 | 12,112 80 | 108,894 08 | 108,530 70 | 363 38 | 4,808.78 | 4 42% |
| | **Total US Fixed Income** | | | **$652,789.52** | **$643,123.42** | **$9,666.10** | **$27,280.13** **$1,107.84** | **4.18%** |
| | **Foreign Exchange & Non-USD Fixed Income** | | | | | | | |
| P | **JPM INTL CURRENCY INCOME FD** FUND 3831 4812A3-29-6 | 11.15 | 6,511.81 | 72,606 64 | 75,370.21 | (2,763.57) | 32.55 | 0.04% |
| P | **DREYFUS EMG MKT DEBT LOC C-I** 261980-49-4 | 14 15 | | | 0 00 | | | 3 73% |
| | **Total Foreign Exchange & Non-USD Fixed Income** | | | **$72,606.64** | **$75,370.21** | **($2,763.57)** | **$32.55** | **0.04%** |