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**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.

For calendar year 2012 or tax year beginning **OCT 1, 2012**, and ending **SEP 30, 2013**

Name of foundation
**SWIFT FOUNDATION
C/O MANCHESTER CAPITAL MANAGEMENT, LLC**

Number and street (or P O box number if mail is not delivered to street address)
1157 COAST VILLAGE ROAD, SUITE A

City or town, state, and ZIP code
MONTECITO, CA 93108

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

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

I Fair market value of all assets at end of year
(from Part II, col (c), line 16)
\$ 58,156,067. (Part I, column (d) must be on cash basis)

J Accounting method:
 Cash
 Accrual
 Other (specify)

A Employer identification number
77-0559600

B Telephone number
(805) 541-1114

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)) | | (a) Revenue and expenses per books | (b) Net investment income | (c) Adjusted net income | (d) Disbursements for charitable purposes (cash basis only) |
|--|--|------------------------------------|---------------------------|-------------------------|---|
| 1 | Contributions, gifts, grants, etc., received | 539,407. | | N/A | |
| 2 | Check <input type="checkbox"/> if the foundation is not required to attach Sch B | | | | |
| 3 | Interest on savings and temporary cash investments | 252,947. | 252,947. | | STATEMENT 1 |
| 4 | Dividends and interest from securities | 939,789. | 939,789. | | STATEMENT 2 |
| 5a | Gross rents | | | | |
| b | Net rental income or (loss) | | | | |
| 6a | Net gain or (loss) from sale of assets not on line 10 | 3,283,011. | | | |
| b | Gross sales price for all assets on line 6a 11,088,314. | | | | |
| 7 | Capital gain net income (from Part IV, line 2) | | 3,283,011. | | |
| 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) | | | | |
| 11 | Other income OGDEN, UT | 19,688. | 19,688. | | STATEMENT 3 |
| 12 | Total. Add lines 1 through 11 | 5,034,842. | 4,495,435. | | |
| 13 | Compensation of officers, directors, trustees, etc | 1,500. | 0. | | 1,500. |
| 14 | Other employee salaries and wages | | | | |
| 15 | Pension plans, employee benefits | | | | |
| 16a | Legal fees STMT 4 | 1,658. | 0. | | 0. |
| b | Accounting fees STMT 5 | 61,905. | 15,476. | | 0. |
| c | Other professional fees STMT 6 | 380,088. | 252,079. | | 128,009. |
| 17 | Interest | | | | |
| 18 | Taxes STMT 7 | 52,202. | 523. | | 0. |
| 19 | Depreciation and depletion | | | | |
| 20 | Occupancy | | | | |
| 21 | Travel, conferences, and meetings | | | | |
| 22 | Printing and publications | | | | |
| 23 | Other expenses STMT 8 | 91,380. | 32,676. | | 55,450. |
| 24 | Total operating and administrative expenses. Add lines 13 through 23 | 588,733. | 300,754. | | 184,959. |
| 25 | Contributions, gifts, grants paid | 2,097,240. | | | 2,097,240. |
| 26 | Total expenses and disbursements. Add lines 24 and 25 | 2,685,973. | 300,754. | | 2,282,199. |
| 27 | Subtract line 26 from line 12: | | | | |
| a | Excess of revenue over expenses and disbursements | 2,348,869. | | | |
| b | Net investment income (if negative, enter -0-) | | 4,194,681. | | |
| c | Adjusted net income (if negative, enter -0-) | | | N/A | |

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| Part II Balance Sheets | Attached schedules and amounts in the description column should be for end-of-year amounts only | Beginning of year | End of year | |
|---|---|-------------------|----------------|-----------------------|
| | | (a) Book Value | (b) Book Value | (c) Fair Market Value |
| Assets | 1 Cash - non-interest-bearing | | | |
| | 2 Savings and temporary cash investments | 4,380,309. | 5,512,072. | 5,512,072. |
| | 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 | | | |
| | 7 Other notes and loans receivable ▶ 1,250,000. | | | |
| | Less: allowance for doubtful accounts ▶ 0. | 1,250,000. | 1,250,000. | 1,250,000. |
| | 8 Inventories for sale or use | | | |
| | 9 Prepaid expenses and deferred charges | | | |
| | 10a Investments - U.S. and state government obligations | | | |
| | b Investments - corporate stock STMT 9 | 500,000. | 500,000. | 776,000. |
| | c Investments - corporate bonds | | | |
| | 11 Investments - land, buildings, and equipment basis ▶ | | | |
| Less accumulated depreciation ▶ | | | | |
| 12 Investments - mortgage loans | | | | |
| 13 Investments - other STMT 10 | 38,280,569. | 40,170,126. | 49,520,820. | |
| 14 Land, buildings, and equipment: basis ▶ | | | | |
| Less accumulated depreciation ▶ | | | | |
| 15 Other assets (describe ▶ STATEMENT 11) | 2,043,954. | 1,370,493. | 1,097,175. | |
| 16 Total assets (to be completed by all filers) | 46,454,832. | 48,802,691. | 58,156,067. | |
| 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 | | | |
| | 22 Other liabilities (describe ▶ STATEMENT 12) | 1,076. | 66. | |
| 23 Total liabilities (add lines 17 through 22) | 1,076. | 66. | | |
| Net Assets or Fund Balances | Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> | | | |
| | 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 ▶ <input checked="" type="checkbox"/> | | | |
| | and complete lines 27 through 31. | | | |
| | 27 Capital stock, trust principal, or current funds | 0. | 0. | |
| 28 Paid-in or capital surplus, or land, bldg., and equipment fund | 0. | 0. | | |
| 29 Retained earnings, accumulated income, endowment, or other funds | 46,453,756. | 48,802,625. | | |
| 30 Total net assets or fund balances | 46,453,756. | 48,802,625. | | |
| 31 Total liabilities and net assets/fund balances | 46,454,832. | 48,802,691. | | |

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 | 46,453,756. |
| 2 Enter amount from Part I, line 27a | 2 | 2,348,869. |
| 3 Other increases not included in line 2 (itemize) ▶ | 3 | 0. |
| 4 Add lines 1, 2, and 3 | 4 | 48,802,625. |
| 5 Decreases not included in line 2 (itemize) ▶ | 5 | 0. |
| 6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 | 6 | 48,802,625. |

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Part IV Capital Gains and Losses for Tax on Investment Income

| 1a | (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.) |
|----|--|--|--------------------------------------|----------------------------------|
| b | SEE ATTACHED STATEMENTS | | | |
| c | | | | |
| d | | | | |
| e | | | | |

| (e) Gross sales price | (f) Depreciation allowed (or allowable) | (g) Cost or other basis plus expense of sale | (h) Gain or (loss) (e) plus (f) minus (g) |
|-----------------------|--|---|--|
| a | | | |
| b | | | |
| c | | | |
| d | | | |
| e | 11,088,314. | 7,805,303. | 3,283,011. |

| Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 | | | (l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h)) |
|---|--------------------------------------|---|---|
| (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 | |
| a | | | |
| b | | | |
| c | | | |
| d | | | |
| e | | | 3,283,011. |

| | | | |
|---|---|---|-------------------|
| 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 | 3,283,011. |
| 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). If (loss), enter -0- in Part I, line 8 | 3 | N/A |

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 | 2,869,044. | 49,972,379. | .057413 |
| 2010 | 3,317,047. | 50,237,297. | .066028 |
| 2009 | 1,297,576. | 40,624,202. | .031941 |
| 2008 | 671,493. | 15,827,487. | .042426 |
| 2007 | 386,086. | 13,177,305. | .029299 |

| | | | |
|---|---|---|--------------------|
| 2 | Total of line 1, column (d) | 2 | .227107 |
| 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 | .045421 |
| 4 | Enter the net value of noncharitable-use assets for 2012 from Part X, line 5 | 4 | 55,202,696. |
| 5 | Multiply line 4 by line 3 | 5 | 2,507,362. |
| 6 | Enter 1% of net investment income (1% of Part I, line 27b) | 6 | 41,947. |
| 7 | Add lines 5 and 6 | 7 | 2,549,309. |
| 8 | Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions. | 8 | 2,372,199. |

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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 <input type="checkbox"/> 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 <input type="checkbox"/> and enter 1% of Part I, line 27b | 1 | 83,894. |
| c | All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b). | | |
| 2 | Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) | 2 | 0. |
| 3 | Add lines 1 and 2 | 3 | 83,894. |
| 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 | 83,894. |
| 6 | Credits/Payments: | | |
| a | 2012 estimated tax payments and 2011 overpayment credited to 2012 | 6a | 177,593. |
| b | Exempt foreign organizations - tax withheld at source | 6b | |
| c | Tax paid with application for extension of time to file (Form 8868) | 6c | |
| d | Backup withholding erroneously withheld | 6d | |
| 7 | Total credits and payments. Add lines 6a through 6d | 7 | 177,593. |
| 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 | |
| 10 | Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid | 10 | 93,699. |
| 11 | Enter the amount of line 10 to be: Credited to 2013 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/> | 11 | 0. |

Part VII-A Statements Regarding Activities

| | Yes | No |
|----|-----|----|
| 1a | | X |
| 1b | | X |
| 1c | | X |
| d | | |
| e | | |
| 2 | | X |
| 3 | | X |
| 4a | X | |
| 4b | X | |
| 5 | | X |
| 6 | X | |
| 7 | X | |
| 8a | | |
| b | X | |
| 9 | | X |
| 10 | | X |

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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) | STMT 13 | 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 ► N/A | | 13 | X | |
| 14 | The books are in care of ► MANCHESTER CAPITAL MANAGEMENT, LLC Telephone no. ► (805) 969-5670 Located at ► 1157 COAST VILLAGE ROAD, SUITE A, MONTECITO, CA ZIP+4 ► 93108 | | | | |
| 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 | N/A | |
| 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? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ► | | 16 | Yes | No 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 |
|-----|--|-----|----|
| 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? <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 checked="" type="checkbox"/> Yes <input 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 | | X |
| 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 |
| 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 ► | | |
| 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.) N/A | | |
| c | If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► | | |
| 3a | Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <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) N/A | | |
| 4a | 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 |

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

5a During the year did the foundation pay or incur any amount to:

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? Yes No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? 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)? **N/A**
 Organizations relying on a current notice regarding disaster assistance check here

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? **N/A** Yes No
 If "Yes," attach the statement required by Regulations section 53.4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? Yes No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** Yes No **X**

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes No
 b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **7b** **N/A**

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

1 List all officers, directors, trustees, foundation managers and their compensation.

| (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 |
|--|---|---|---|---------------------------------------|
| JOHN SWIFT 1157 COAST VILLAGE RD, STE A MONTECITO, CA 93108 | PRESIDENT 7.50 | 0. | 0. | 0. |
| KAREN SWIFT 1157 COAST VILLAGE RD, STE A MONTECITO, CA 93108 | TREASURER 3.00 | 0. | 0. | 0. |
| SONJA SWIFT 1157 COAST VILLAGE RD, STE A MONTECITO, CA 93108 | SECRETARY/CHAIR OF AUDIT C 3.00 | 0. | 0. | 0. |
| JEANNETTE ARMSTRONG 1157 COAST VILLAGE RD, STE A MONTECITO, CA 93108 | DIRECTOR 3.00 | 1,500. | 0. | 0. |

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

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

Total number of other employees paid over \$50,000 **0**

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

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

| (a) Name and address of each person paid more than \$50,000 | (b) Type of service | (c) Compensation |
|---|--------------------------|------------------|
| MANCHESTER CAPITAL MANAGEMENT, LLC - 1157 COAST VILLAGE RD, STE A, MONTECITO, CA 93108 | INVESTMENT MANAGEMENT | 252,079. |
| JENNIFER ASTONE 308 COATES DRIVE, APTOS, CA 95003 | CONSULTING | 91,844. |
| | | |
| | | |
| | | |
| | | |
| Total number of others receiving over \$50,000 for professional services | | 2 |

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 | |
| | |
| 3 | |
| | |
| 4 | |
| | |

Part IX-B Summary of Program-Related Investments

| Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2. | Amount |
|---|----------------|
| 1 COEFFICIENT, LLC | 50,000. |
| | |
| 2 YANSA RENOVABLES | 40,000. |
| | |
| 3 All other program-related investments. See instructions. | |
| | |
| Total. Add lines 1 through 3 | 90,000. |

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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 | 43,968,373. |
| b | Average of monthly cash balances | 1b | 5,652,527. |
| c | Fair market value of all other assets | 1c | 6,422,446. |
| d | Total (add lines 1a, b, and c) | 1d | 56,043,346. |
| e | Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) | 1e | 0. |
| 2 | Acquisition indebtedness applicable to line 1 assets | 2 | 0. |
| 3 | Subtract line 2 from line 1d | 3 | 56,043,346. |
| 4 | Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions) | 4 | 840,650. |
| 5 | Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4 | 5 | 55,202,696. |
| 6 | Minimum investment return. Enter 5% of line 5 | 6 | 2,760,135. |

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 | 2,760,135. |
| 2a | Tax on investment income for 2012 from Part VI, line 5 | 2a | 83,894. |
| b | Income tax for 2012. (This does not include the tax from Part VI.) | 2b | 1,066. |
| c | Add lines 2a and 2b | 2c | 84,960. |
| 3 | Distributable amount before adjustments. Subtract line 2c from line 1 | 3 | 2,675,175. |
| 4 | Recoveries of amounts treated as qualifying distributions | 4 | 778,161. |
| 5 | Add lines 3 and 4 | 5 | 3,453,336. |
| 6 | Deduction from distributable amount (see instructions) | 6 | 0. |
| 7 | Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1 | 7 | 3,453,336. |

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 | 2,282,199. |
| b | Program-related investments - total from Part IX-B | 1b | 90,000. |
| 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 | 2,372,199. |
| 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 | 5 | 0. |
| 6 | Adjusted qualifying distributions. Subtract line 5 from line 4 | 6 | 2,372,199. |

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.

SWIFT FOUNDATION

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 | | | | 3,453,336. |
| 2 Undistributed income, if any, as of the end of 2012 | | | | |
| a Enter amount for 2011 only | | | 0. | |
| b Total for prior years: | | 0. | | |
| 3 Excess distributions carryover, if any, to 2012: | | | | |
| a From 2007 | | | | |
| b From 2008 | | | | |
| c From 2009 | | | | |
| d From 2010 | 1,960,528. | | | |
| e From 2011 | 485,761. | | | |
| f Total of lines 3a through e | 2,446,289. | | | |
| 4 Qualifying distributions for 2012 from Part XII, line 4: ▶ \$ 2,372,199. | | | | |
| a Applied to 2011, but not more than line 2a | | | 0. | |
| b Applied to undistributed income of prior years (Election required - see instructions) | | 0. | | |
| c Treated as distributions out of corpus (Election required - see instructions) | 0. | | | |
| d Applied to 2012 distributable amount | | | | 2,372,199. |
| 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)) | 1,081,137. | | | 1,081,137. |
| 6 Enter the net total of each column as indicated below: | | | | |
| a Corpus Add lines 3f, 4c, and 4e Subtract line 5 | 1,365,152. | | | |
| b Prior years' undistributed income. Subtract line 4b from line 2b | | 0. | | |
| c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed | | 0. | | |
| d Subtract line 6c from line 6b. Taxable amount - see instructions | | 0. | | |
| e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount - see instr. | | | 0. | |
| f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013 | | | | 0. |
| 7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) | 0. | | | |
| 8 Excess distributions carryover from 2007 not applied on line 5 or line 7 | 0. | | | |
| 9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a | 1,365,152. | | | |
| 10 Analysis of line 9: | | | | |
| a Excess from 2008 | | | | |
| b Excess from 2009 | | | | |
| c Excess from 2010 | 879,391. | | | |
| d Excess from 2011 | 485,761. | | | |
| e Excess from 2012 | | | | |

SWIFT FOUNDATION

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

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

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

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

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

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

JOHN SWIFT
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.

NONE

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:
SWIFT FOUNDATION
1157 COAST VILLAGE RD., STE A, MONTECITO, CA 93108

b The form in which applications should be submitted and information and materials they should include:
NO SPECIFIED FORM

c Any submission deadlines:
NONE

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:
NONE - APPROVAL BY BOARD OF DIRECTORS REQUIRED

SWIFT FOUNDATION

Form 990-PF (2012)

C/O MANCHESTER CAPITAL MANAGEMENT, LLC

77-0559600

Page 11

Part XV Supplementary Information (continued)

| 3 Grants and Contributions Paid During the Year or Approved for Future Payment | | | | |
|--|---|--------------------------------|---|-------------------|
| Recipient | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
| Name and address (home or business) | | | | |
| a Paid during the year | | | | |
| 350.ORG 155 WATER STREET BROOKLYN, NY 11201 | NONE | PC | CLIMATE ADVOCACY | 30,000. |
| AIDA 50 CALIFORNIA STREET, SUITE 500 SAN FRANCISCO, CA 94111 | NONE | PC | CLIMATE ADVOCACY | 30,000. |
| CENTRO CULTURAL DE LA RAZA 2004 PARK BLVD SAN DIEGO, CA 92101 | NONE | PC | COMMUNITY IMPROVEMENT | 5,000. |
| COMMUNITY ALLIANCE FOR GLOBAL JUSTICE 606 MYNARD AVE S SEATTLE, WA 98104 | NONE | PC | GLOBAL NETWORKS AND COLLABORATIONS | 15,000. |
| CONFLUENCE PHILANTHROPY 23 BLACK BROOK ROAD POUND RIDGE, NY 10576 | NONE | PC | GLOBAL NETWORKS AND COLLABORATIONS | 20,000. |
| Total | SEE CONTINUATION SHEET(S) | | | 2,097,240. |
| b Approved for future payment | | | | |
| AIDA 50 CALIFORNIA STREET, SUITE 500 SAN FRANCISCO, CA 94111 | NONE | PC | CLIMATE ADVOCACY | 50,000. |
| FUNDACION GAIA AMAZONES CARRERA 4 NO. 26B-31 BOGOTA, COLOMBIA | NONE | FOREIGN EQUIVALENCY GRANT | LAND STEWARDSHIP, BIODIVERSITY AND CULTURAL DIVERSITY | 90,000. |
| GROUNDSWELL INTERNATIONAL 1215 KEARNEY STREET NE WASHINGTON, DC 20013 | NONE | PC | GLOBAL NETWORKS AND COLLABORATIONS | 100,000. |
| Total | SEE CONTINUATION SHEET(S) | | | 510,000. |

▶ 3a

▶ 3b

Form 990-PF (2012)

223611
12-05-12

Schedule B

(Form 990, 990-EZ, or 990-PF)

Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.

OMB No 1545-0047

2012

Name of the organization

SWIFT FOUNDATION
C/O MANCHESTER CAPITAL MANAGEMENT, LLC

Employer identification number

77-0559600

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

 501(c)() (enter number) organization 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation 527 political organization

Form 990-PF

 501(c)(3) exempt private foundation 4947(a)(1) nonexempt charitable trust treated as a private foundation 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

-
- For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II

Special Rules

- For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II
- For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III
- For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year ▶ \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on Part I, line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2012)

| | |
|--|---|
| Name of organization SWIFT FOUNDATION C/O MANCHESTER CAPITAL MANAGEMENT, LLC | Employer identification number 77-0559600 |
|--|---|

Part I Contributors (see instructions). Use duplicate copies of Part I if additional space is needed.

| (a) No. | (b) Name, address, and ZIP + 4 | (c) Total contributions | (d) Type of contribution |
|------------|---|----------------------------|--|
| 1 | JOHN SWIFT 1157 COAST VILLAGE RD., STE A MONTECITO, CA 93108 | \$ 189. | Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution) |
| 2 | MST 2000 CHARITABLE LEAD TRUST 74-900 HIGHWAY 111, STE 127 INDIAN WELLS, CA 92210 | \$ 539,218. | Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.) |
| | | \$ _____ | Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution) |
| | | \$ _____ | Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution) |
| | | \$ _____ | Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution) |
| | | \$ _____ | Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution) |

| | |
|--|---|
| Name of organization SWIFT FOUNDATION C/O MANCHESTER CAPITAL MANAGEMENT, LLC | Employer identification number 77-0559600 |
|--|---|

Part II Noncash Property (see instructions) Use duplicate copies of Part II if additional space is needed.

| (a) No. from Part I | (b) Description of noncash property given | (c) FMV (or estimate) (see instructions) | (d) Date received |
|------------------------------|--|--|----------------------|
| 1 | 37,917 SHARES OF UNITED PARCEL SERVICES, INC. | \$ 2,782,129. | 12/28/12 |
| | | \$ _____ | _____ |
| | | \$ _____ | _____ |
| | | \$ _____ | _____ |
| | | \$ _____ | _____ |
| | | \$ _____ | _____ |
| | | \$ _____ | _____ |
| | | \$ _____ | _____ |

| | |
|--|---|
| Name of organization SWIFT FOUNDATION C/O MANCHESTER CAPITAL MANAGEMENT, LLC | Employer identification number 77-0559600 |
|--|---|

Part III Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once) ▶ \$ _____
Use duplicate copies of Part III if additional space is needed.

| (a) No. from Part I | (b) Purpose of gift | (c) Use of gift | (d) Description of how gift is held |
|---------------------|---------------------|-----------------|-------------------------------------|
| | | | |

| (e) Transfer of gift | |
|---|--|
| Transferee's name, address, and ZIP + 4 | Relationship of transferor to transferee |
| | |

| (a) No. from Part I | (b) Purpose of gift | (c) Use of gift | (d) Description of how gift is held |
|---------------------|---------------------|-----------------|-------------------------------------|
| | | | |

| (e) Transfer of gift | |
|---|--|
| Transferee's name, address, and ZIP + 4 | Relationship of transferor to transferee |
| | |

| (a) No. from Part I | (b) Purpose of gift | (c) Use of gift | (d) Description of how gift is held |
|---------------------|---------------------|-----------------|-------------------------------------|
| | | | |

| (e) Transfer of gift | |
|---|--|
| Transferee's name, address, and ZIP + 4 | Relationship of transferor to transferee |
| | |

| (a) No. from Part I | (b) Purpose of gift | (c) Use of gift | (d) Description of how gift is held |
|---------------------|---------------------|-----------------|-------------------------------------|
| | | | |

| (e) Transfer of gift | |
|---|--|
| Transferee's name, address, and ZIP + 4 | Relationship of transferor to transferee |
| | |

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 NEOGEN CORP | P | 09/01/11 | 10/03/12 |
| b NEOGEN CORP | P | 09/01/11 | 10/03/12 |
| c OCWEN FINANCIAL CORP | P | 12/15/11 | 10/03/12 |
| d OCWEN FINANCIAL CORP | P | 12/14/11 | 10/03/12 |
| e TEMPUR PEDIC INTL | P | 09/13/12 | 10/03/12 |
| f TEMPUR PEDIC INTL | P | 07/13/12 | 10/03/12 |
| g GENTEX CORP. | P | 08/22/12 | 10/10/12 |
| h GENTEX CORP. | P | 08/21/12 | 10/10/12 |
| i GREEN DOT INC CL A | P | 09/01/11 | 10/19/12 |
| j GREEN DOT INC CL A | P | 09/01/11 | 10/19/12 |
| k GREEN DOT INC CL A | P | 09/01/11 | 10/19/12 |
| l GREEN DOT INC CL A | P | 09/01/11 | 10/19/12 |
| m GREEN DOT INC CL A | P | 09/01/11 | 10/19/12 |
| n GREEN DOT INC CL A | P | 11/10/11 | 10/19/12 |
| o GREEN DOT INC CL A | P | 05/24/12 | 10/19/12 |

| (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 1,069. | | 865. | 204. |
| b 6,414. | | 5,190. | 1,224. |
| c 9,214. | | 3,778. | 5,436. |
| d 20,103. | | 8,133. | 11,970. |
| e 1,549. | | 1,708. | <159.> |
| f 29,438. | | 24,304. | 5,134. |
| g 8,422. | | 9,147. | <725.> |
| h 14,317. | | 15,393. | <1,076.> |
| i 251. | | 781. | <530.> |
| j 1,005. | | 3,125. | <2,120.> |
| k 1,005. | | 3,125. | <2,120.> |
| l 1,005. | | 3,124. | <2,119.> |
| m 8,041. | | 24,998. | <16,957.> |
| n 2,513. | | 8,251. | <5,738.> |
| o 7,036. | | 15,198. | <8,162.> |

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-") |
|---------------------------|--------------------------------------|---|---|
| a | | | 204. |
| b | | | 1,224. |
| c | | | 5,436. |
| d | | | 11,970. |
| e | | | <159.> |
| f | | | 5,134. |
| g | | | <725.> |
| h | | | <1,076.> |
| i | | | <530.> |
| j | | | <2,120.> |
| k | | | <2,120.> |
| l | | | <2,119.> |
| m | | | <16,957.> |
| n | | | <5,738.> |
| o | | | <8,162.> |

| | |
|---|---|
| 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 |
| 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). If (loss), enter "-0-" in Part I, line 8 } | 3 |

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 GREEN DOT INC CL A | P | 10/04/12 | 10/19/12 |
| b GENESEE & WYOMING INC | P | 09/01/11 | 10/24/12 |
| c GENESEE & WYOMING INC | P | 09/01/11 | 10/24/12 |
| d RIVERBED TECHNOLOGY | P | 08/13/12 | 10/24/12 |
| e RIVERBED TECHNOLOGY | P | 06/15/12 | 10/24/12 |
| f RIVERBED TECHNOLOGY | P | 06/18/12 | 10/24/12 |
| g LIFEWAY FOODS INC | P | 09/01/11 | 11/01/12 |
| h CERAGON NETWORKS LTD | P | 09/01/11 | 11/05/12 |
| i CERAGON NETWORKS LTD | P | 10/01/12 | 11/05/12 |
| j CERAGON NETWORKS LTD | P | 08/13/12 | 11/05/12 |
| k CERAGON NETWORKS LTD | P | 10/01/12 | 11/05/12 |
| l GENESEE & WYOMING INC | P | 09/01/11 | 11/13/12 |
| m GENESEE & WYOMING INC | P | 09/01/11 | 11/13/12 |
| n GENESEE & WYOMING INC | P | 09/01/11 | 11/13/12 |
| o UNIVERSAL TECHNICAL INSTITUTE | P | 09/01/11 | 11/14/12 |

| (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 8,293. | | 10,365. | <2,072.> |
| b 5,304. | | 3,844. | 1,460. |
| c 5,304. | | 3,843. | 1,461. |
| d 2,915. | | 2,469. | 446. |
| e 5,831. | | 4,157. | 1,674. |
| f 15,743. | | 11,510. | 4,233. |
| g 1,654. | | 1,865. | <211.> |
| h 11,810. | | 27,694. | <15,884.> |
| i 418. | | 562. | <144.> |
| j 732. | | 1,291. | <559.> |
| k 836. | | 1,126. | <290.> |
| l 1,784. | | 1,281. | 503. |
| m 1,784. | | 1,280. | 504. |
| n 7,136. | | 5,123. | 2,013. |
| o 306. | | 361. | <55.> |

| Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 | | | (l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-") |
|---|--------------------------------------|---|---|
| (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 | |
| a | | | <2,072.> |
| b | | | 1,460. |
| c | | | 1,461. |
| d | | | 446. |
| e | | | 1,674. |
| f | | | 4,233. |
| g | | | <211.> |
| h | | | <15,884.> |
| i | | | <144.> |
| j | | | <559.> |
| k | | | <290.> |
| l | | | 503. |
| m | | | 504. |
| n | | | 2,013. |
| o | | | <55.> |

| | |
|---|---|
| 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 |
| 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). If (loss), enter "-0-" in Part I, line 8 | 3 |

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 UNIVERSAL TECHNICAL INSTITUTE | P | 09/01/11 | 11/14/12 |
| b UNIVERSAL TECHNICAL INSTITUTE | P | 09/01/11 | 11/14/12 |
| c UNIVERSAL TECHNICAL INSTITUTE | P | 09/01/11 | 11/14/12 |
| d UNIVERSAL TECHNICAL INSTITUTE | P | 09/01/11 | 11/14/12 |
| e UNIVERSAL TECHNICAL INSTITUTE | P | 09/01/11 | 11/14/12 |
| f UNIVERSAL TECHNICAL INSTITUTE | P | 09/01/11 | 11/14/12 |
| g GT ADVANCED TECHS INC | P | 09/27/11 | 11/20/12 |
| h GT ADVANCED TECHS INC | P | 08/06/12 | 11/20/12 |
| i GT ADVANCED TECHS INC | P | 08/06/12 | 11/20/12 |
| j GT ADVANCED TECHS INC | P | 10/01/12 | 11/20/12 |
| k GT ADVANCED TECHS INC | P | 10/01/12 | 11/20/12 |
| l GENESEE & WYOMING INC | P | 09/01/11 | 11/28/12 |
| m GENESEE & WYOMING INC | P | 09/01/11 | 11/28/12 |
| n NEOGEN CORP | P | 09/01/11 | 11/28/12 |
| o EPOCH HOLDING CORP | P | 11/26/12 | 12/06/12 |

| (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 1,225. | | 1,440. | <215.> |
| b 1,225. | | 1,440. | <215.> |
| c 1,225. | | 1,440. | <215.> |
| d 1,225. | | 1,440. | <215.> |
| e 2,449. | | 2,886. | <437.> |
| f 14,696. | | 17,315. | <2,619.> |
| g 7,351. | | 19,914. | <12,563.> |
| h 306. | | 511. | <205.> |
| i 306. | | 511. | <205.> |
| j 306. | | 548. | <242.> |
| k 306. | | 548. | <242.> |
| l 5,441. | | 3,844. | 1,597. |
| m 7,255. | | 5,125. | 2,130. |
| n 3,374. | | 2,595. | 779. |
| o 4,851. | | 3,996. | 855. |

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-") |
|---------------------------|--------------------------------------|---|---|
| a | | | <215.> |
| b | | | <215.> |
| c | | | <215.> |
| d | | | <215.> |
| e | | | <437.> |
| f | | | <2,619.> |
| g | | | <12,563.> |
| h | | | <205.> |
| i | | | <205.> |
| j | | | <242.> |
| k | | | <242.> |
| l | | | 1,597. |
| m | | | 2,130. |
| n | | | 779. |
| o | | | 855. |

| | |
|---|---|
| 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 |
| 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). If (loss), enter "-0-" in Part I, line 8 } | 3 |

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 EPOCH HOLDING CORP | P | 10/19/12 | 12/06/12 |
| b TESCO CORP | P | 09/01/11 | 12/06/12 |
| c TESCO CORP | P | 09/01/11 | 12/06/12 |
| d TESCO CORP | P | 09/01/11 | 12/06/12 |
| e TESCO CORP | P | 09/01/11 | 12/06/12 |
| f TESCO CORP | P | 09/01/11 | 12/06/12 |
| g FUEL SYSTEMS SOLUTIONS | P | 09/01/11 | 12/10/12 |
| h FUEL SYSTEMS SOLUTIONS | P | 09/01/11 | 12/10/12 |
| i JOHN WILEY & SONS | P | 09/01/11 | 12/11/12 |
| j JOHN WILEY & SONS | P | 09/01/11 | 12/11/12 |
| k JOHN WILEY & SONS | P | 09/01/11 | 12/11/12 |
| l JOHN WILEY & SONS | P | 09/01/11 | 12/11/12 |
| m JOHN WILEY & SONS | P | 09/01/11 | 12/11/12 |
| n LIFEWAY FOODS INC | P | 09/01/11 | 12/13/12 |
| o LIFEWAY FOODS INC | P | 09/01/11 | 12/13/12 |

| (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 19,405. | | 14,716. | 4,689. |
| b 1,073. | | 1,577. | <504.> |
| c 2,146. | | 3,154. | <1,008.> |
| d 2,146. | | 3,155. | <1,009.> |
| e 2,951. | | 4,339. | <1,388.> |
| f 12,875. | | 18,935. | <6,060.> |
| g 6,439. | | 9,378. | <2,939.> |
| h 21,464. | | 31,259. | <9,795.> |
| i 224. | | 295. | <71.> |
| j 224. | | 295. | <71.> |
| k 935. | | 1,226. | <291.> |
| l 2,356. | | 3,097. | <741.> |
| m 3,739. | | 4,908. | <1,169.> |
| n 2,680. | | 3,464. | <784.> |
| o 2,680. | | 3,476. | <796.> |

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-") |
|---------------------------|--------------------------------------|---|---|
| a | | | 4,689. |
| b | | | <504.> |
| c | | | <1,008.> |
| d | | | <1,009.> |
| e | | | <1,388.> |
| f | | | <6,060.> |
| g | | | <2,939.> |
| h | | | <9,795.> |
| i | | | <71.> |
| j | | | <71.> |
| k | | | <291.> |
| l | | | <741.> |
| m | | | <1,169.> |
| n | | | <784.> |
| o | | | <796.> |

| | |
|---|---|
| 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 |
| 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). If (loss), enter "-0-" in Part I, line 8 | 3 |

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 LIFEWAY FOODS INC | P | 09/01/11 | 12/13/12 |
| b J2 GLOBAL COMMUNICATIONS INC | P | 09/01/11 | 12/18/12 |
| c J2 GLOBAL COMMUNICATIONS INC | P | 09/01/11 | 12/18/12 |
| d J2 GLOBAL COMMUNICATIONS INC | P | 09/01/11 | 12/18/12 |
| e J2 GLOBAL COMMUNICATIONS INC | P | 09/01/11 | 12/18/12 |
| f MERIDIAN DIAGNOSTICS | P | 09/01/11 | 12/18/12 |
| g MERIDIAN DIAGNOSTICS | P | 09/01/11 | 12/18/12 |
| h MERIDIAN DIAGNOSTICS | P | 09/01/11 | 12/18/12 |
| i MERIDIAN DIAGNOSTICS | P | 09/01/11 | 12/18/12 |
| j MERIDIAN DIAGNOSTICS | P | 09/01/11 | 12/18/12 |
| k MERIDIAN DIAGNOSTICS | P | 09/01/11 | 12/18/12 |
| l MERIDIAN DIAGNOSTICS | P | 09/01/11 | 12/18/12 |
| m MERIDIAN DIAGNOSTICS | P | 09/01/11 | 12/18/12 |
| n CORP OFFICE PPTYS SBI | P | 09/01/11 | 12/26/12 |
| o CORP OFFICE PPTYS SBI | P | 09/01/11 | 12/26/12 |

| (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 3,299. | | 4,263. | <964.> |
| b 769. | | 794. | <25.> |
| c 1,538. | | 1,590. | <52.> |
| d 3,077. | | 3,178. | <101.> |
| e 3,077. | | 3,179. | <102.> |
| f 1,529. | | 1,355. | 174. |
| g 2,038. | | 1,805. | 233. |
| h 2,038. | | 1,805. | 233. |
| i 2,038. | | 1,805. | 233. |
| j 2,038. | | 1,805. | 233. |
| k 4,076. | | 3,610. | 466. |
| l 6,114. | | 5,419. | 695. |
| m 10,190. | | 9,026. | 1,164. |
| n 620. | | 649. | <29.> |
| o 1,861. | | 1,946. | <85.> |

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-") |
|---------------------------|--------------------------------------|---|---|
| a | | | <964.> |
| b | | | <25.> |
| c | | | <52.> |
| d | | | <101.> |
| e | | | <102.> |
| f | | | 174. |
| g | | | 233. |
| h | | | 233. |
| i | | | 233. |
| j | | | 233. |
| k | | | 466. |
| l | | | 695. |
| m | | | 1,164. |
| n | | | <29.> |
| o | | | <85.> |

| | |
|---|---|
| 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 |
| 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). If (loss), enter "-0-" in Part I, line 8 } | 3 |

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 CORP OFFICE PPTYS SBI | P | 09/01/11 | 12/26/12 |
| b CORP OFFICE PPTYS SBI | P | 09/01/11 | 12/26/12 |
| c CORP OFFICE PPTYS SBI | P | 09/01/11 | 12/26/12 |
| d CORP OFFICE PPTYS SBI | P | 09/01/11 | 12/26/12 |
| e CORP OFFICE PPTYS SBI | P | 09/01/11 | 12/27/12 |
| f CORP OFFICE PPTYS SBI | P | 09/01/11 | 12/27/12 |
| g CORP OFFICE PPTYS SBI | P | 09/01/11 | 12/27/12 |
| h SIGNATURE BANK | P | 09/01/11 | 01/08/13 |
| i SIGNATURE BANK | P | 09/01/11 | 01/08/13 |
| j MIDDLEBY CORP THE | P | 09/01/11 | 01/09/13 |
| k NEOGEN CORP | P | 09/01/11 | 01/09/13 |
| l GENESEE & WYOMING INC | P | 09/01/11 | 01/16/13 |
| m GENESEE & WYOMING INC | P | 09/01/11 | 01/29/13 |
| n SIGNATURE BANK | P | 09/01/11 | 01/31/13 |
| o SIGNATURE BANK | P | 09/01/11 | 01/31/13 |

| (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 2,481. | | 2,594. | <113.> |
| b 2,481. | | 2,594. | <113.> |
| c 2,481. | | 2,595. | <114.> |
| d 2,481. | | 2,595. | <114.> |
| e 608. | | 649. | <41.> |
| f 2,433. | | 2,595. | <162.> |
| g 2,433. | | 2,596. | <163.> |
| h 3,666. | | 2,729. | 937. |
| i 3,666. | | 2,729. | 937. |
| j 13,187. | | 7,906. | 5,281. |
| k 11,754. | | 8,649. | 3,105. |
| l 16,238. | | 10,248. | 5,990. |
| m 68,047. | | 40,991. | 27,056. |
| n 1,849. | | 1,365. | 484. |
| o 1,849. | | 1,365. | 484. |

| Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 | | | (l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-") |
|---|--------------------------------------|---|---|
| (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 | |
| a | | | <113.> |
| b | | | <113.> |
| c | | | <114.> |
| d | | | <114.> |
| e | | | <41.> |
| f | | | <162.> |
| g | | | <163.> |
| h | | | 937. |
| i | | | 937. |
| j | | | 5,281. |
| k | | | 3,105. |
| l | | | 5,990. |
| m | | | 27,056. |
| n | | | 484. |
| o | | | 484. |

| | |
|---|---|
| 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 |
| 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). If (loss), enter "-0-" in Part I, line 8 } | 3 |

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 SIGNATURE BANK | P | 09/01/11 | 01/31/13 |
| b SIGNATURE BANK | P | 09/01/11 | 01/31/13 |
| c SIGNATURE BANK | P | 09/01/11 | 01/31/13 |
| d IPG PHOTONICS CORP | P | 06/21/12 | 02/06/13 |
| e COMMVault SYSTEMS INC | P | 09/01/11 | 02/07/13 |
| f SIGNATURE BANK | P | 09/01/11 | 02/07/13 |
| g SIGNATURE BANK | P | 09/01/11 | 02/07/13 |
| h J2 GLOBAL COMMUNICATIONS INC | P | 09/01/11 | 02/08/13 |
| i J2 GLOBAL COMMUNICATIONS INC | P | 09/01/11 | 02/08/13 |
| j J2 GLOBAL COMMUNICATIONS INC | P | 09/01/11 | 02/08/13 |
| k J2 GLOBAL COMMUNICATIONS INC | P | 09/01/11 | 02/08/13 |
| l TEAM INCORPORATED | P | 09/01/11 | 02/12/13 |
| m IPG PHOTONICS CORP | P | 06/21/12 | 02/13/13 |
| n IPG PHOTONICS CORP | P | 06/26/12 | 02/13/13 |
| o COMMVault SYSTEMS INC | P | 09/01/11 | 02/15/13 |

| (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 7,395. | | 5,458. | 1,937. |
| b 7,395. | | 5,458. | 1,937. |
| c 7,395. | | 5,458. | 1,937. |
| d 21,910. | | 14,166. | 7,744. |
| e 27,790. | | 12,980. | 14,810. |
| f 5,616. | | 4,094. | 1,522. |
| g 7,487. | | 5,458. | 2,029. |
| h 1,564. | | 1,589. | <25.> |
| i 3,127. | | 3,179. | <52.> |
| j 3,127. | | 3,179. | <52.> |
| k 3,127. | | 3,181. | <54.> |
| l 13,554. | | 7,054. | 6,500. |
| m 13,484. | | 8,717. | 4,767. |
| n 13,484. | | 8,406. | 5,078. |
| o 32,515. | | 14,711. | 17,804. |

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-") |
|---------------------------|--------------------------------------|---|---|
| a | | | 1,937. |
| b | | | 1,937. |
| c | | | 1,937. |
| d | | | 7,744. |
| e | | | 14,810. |
| f | | | 1,522. |
| g | | | 2,029. |
| h | | | <25.> |
| i | | | <52.> |
| j | | | <52.> |
| k | | | <54.> |
| l | | | 6,500. |
| m | | | 4,767. |
| n | | | 5,078. |
| o | | | 17,804. |

| | |
|---|---|
| 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 |
| 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). If (loss), enter "-0-" in Part I, line 8 } | 3 |

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 COMMVAULT SYSTEMS INC | P | 06/06/12 | 02/15/13 |
| b JOHN WILEY & SONS | P | 09/01/11 | 02/21/13 |
| c JOHN WILEY & SONS | P | 09/01/11 | 02/21/13 |
| d JOHN WILEY & SONS | P | 09/01/11 | 02/21/13 |
| e JOHN WILEY & SONS | P | 09/01/11 | 02/21/13 |
| f JOHN WILEY & SONS | P | 09/01/11 | 02/21/13 |
| g JOHN WILEY & SONS | P | 09/01/11 | 02/21/13 |
| h JOHN WILEY & SONS | P | 09/01/11 | 02/21/13 |
| i JOHN WILEY & SONS | P | 09/01/11 | 02/21/13 |
| j TEAM INCORPORATED | P | 09/01/11 | 02/27/13 |
| k TEAM INCORPORATED | P | 09/01/11 | 02/27/13 |
| l JOHN WILEY & SONS | P | 09/01/11 | 03/01/13 |
| m JOHN WILEY & SONS | P | 09/01/11 | 03/01/13 |
| n JOHN WILEY & SONS | P | 09/01/11 | 03/01/13 |
| o JOHN WILEY & SONS | P | 09/01/11 | 03/01/13 |

| (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 7,651. | | 4,777. | 2,874. |
| b 228. | | 295. | <67.> |
| c 951. | | 1,228. | <277.> |
| d 3,577. | | 4,620. | <1,043.> |
| e 3,805. | | 4,910. | <1,105.> |
| f 3,805. | | 4,911. | <1,106.> |
| g 3,805. | | 4,912. | <1,107.> |
| h 3,805. | | 4,914. | <1,109.> |
| i 3,805. | | 4,914. | <1,109.> |
| j 3,263. | | 1,764. | 1,499. |
| k 7,613. | | 4,115. | 3,498. |
| l 218. | | 295. | <77.> |
| m 2,289. | | 3,097. | <808.> |
| n 3,633. | | 4,916. | <1,283.> |
| o 3,851. | | 5,210. | <1,359.> |

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-") |
|---------------------------|--------------------------------------|---|---|
| a | | | 2,874. |
| b | | | <67.> |
| c | | | <277.> |
| d | | | <1,043.> |
| e | | | <1,105.> |
| f | | | <1,106.> |
| g | | | <1,107.> |
| h | | | <1,109.> |
| i | | | <1,109.> |
| j | | | 1,499. |
| k | | | 3,498. |
| l | | | <77.> |
| m | | | <808.> |
| n | | | <1,283.> |
| o | | | <1,359.> |

| | |
|---|---|
| 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 |
| 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). If (loss), enter "-0-" in Part I, line 8 | 3 |

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 JOHN WILEY & SONS | P | 09/01/11 | 03/01/13 |
| b JOHN WILEY & SONS | P | 09/01/11 | 03/01/13 |
| c DIME CMNTY BANCSHARES | P | 09/01/11 | 03/12/13 |
| d DIME CMNTY BANCSHARES | P | 09/01/11 | 03/12/13 |
| e INDEPENDENT BANK CORP MA | P | 09/01/11 | 03/12/13 |
| f INDEPENDENT BANK CORP MA | P | 09/01/11 | 03/12/13 |
| g INDEPENDENT BANK CORP MA | P | 09/01/11 | 03/12/13 |
| h EAST WEST BANCORP | P | 09/01/11 | 03/18/13 |
| i EAST WEST BANCORP | P | 09/01/11 | 03/18/13 |
| j EAST WEST BANCORP | P | 09/01/11 | 03/18/13 |
| k EAST WEST BANCORP | P | 09/01/11 | 03/18/13 |
| l EAST WEST BANCORP | P | 09/01/11 | 03/18/13 |
| m EAST WEST BANCORP | P | 09/01/11 | 03/18/13 |
| n EAST WEST BANCORP | P | 09/01/11 | 03/18/13 |
| o EAST WEST BANCORP | P | 09/01/11 | 03/18/13 |

| (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 7,267. | | 9,827. | <2,560.> |
| b 7,267. | | 9,828. | <2,561.> |
| c 2,831. | | 2,343. | 488. |
| d 4,954. | | 4,099. | 855. |
| e 2,371. | | 1,742. | 629. |
| f 3,161. | | 2,314. | 847. |
| g 3,161. | | 2,314. | 847. |
| h 1,257. | | 802. | 455. |
| i 2,515. | | 1,603. | 912. |
| j 2,515. | | 1,603. | 912. |
| k 2,515. | | 1,603. | 912. |
| l 2,515. | | 1,604. | 911. |
| m 2,515. | | 1,604. | 911. |
| n 2,515. | | 1,603. | 912. |
| o 2,515. | | 1,603. | 912. |

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-") |
|---------------------------|--------------------------------------|---|---|
| a | | | <2,560.> |
| b | | | <2,561.> |
| c | | | 488. |
| d | | | 855. |
| e | | | 629. |
| f | | | 847. |
| g | | | 847. |
| h | | | 455. |
| i | | | 912. |
| j | | | 912. |
| k | | | 912. |
| l | | | 911. |
| m | | | 911. |
| n | | | 912. |
| o | | | 912. |

| | |
|---|---|
| 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 |
| 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). If (loss), enter "-0-" in Part I, line 8 } | 3 |

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 EAST WEST BANCORP | P | 09/01/11 | 03/18/13 |
| b EAST WEST BANCORP | P | 09/01/11 | 03/18/13 |
| c EAST WEST BANCORP | P | 09/01/11 | 03/18/13 |
| d J2 GLOBAL COMMUNICATIONS INC | P | 09/01/11 | 03/20/13 |
| e J2 GLOBAL COMMUNICATIONS INC | P | 09/01/11 | 03/20/13 |
| f J2 GLOBAL COMMUNICATIONS INC | P | 09/01/11 | 03/20/13 |
| g J2 GLOBAL COMMUNICATIONS INC | P | 09/01/11 | 03/20/13 |
| h J2 GLOBAL COMMUNICATIONS INC | P | 06/06/12 | 03/20/13 |
| i J2 GLOBAL COMMUNICATIONS INC | P | 10/01/12 | 03/20/13 |
| j AMERIGON INC | P | 09/01/11 | 03/21/13 |
| k AMERIGON INC | P | 09/01/11 | 03/21/13 |
| l BLACKBAUD | P | 09/01/11 | 03/21/13 |
| m COLUMBIA SPORTSWEAR | P | 11/30/12 | 03/21/13 |
| n INTERDIGITAL INC | P | 09/01/11 | 03/21/13 |
| o NATURAL GAS SERVICE GP | P | 09/01/11 | 03/21/13 |

| (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 2,515. | | 1,604. | 911. |
| b 2,515. | | 1,604. | 911. |
| c 10,058. | | 6,417. | 3,641. |
| d 3,653. | | 3,179. | 474. |
| e 3,653. | | 3,181. | 472. |
| f 3,653. | | 3,181. | 472. |
| g 29,225. | | 25,451. | 3,774. |
| h 2,740. | | 1,831. | 909. |
| i 3,653. | | 3,272. | 381. |
| j 1,668. | | 1,314. | 354. |
| k 834. | | 657. | 177. |
| l 1,471. | | 1,242. | 229. |
| m 5,866. | | 5,785. | 81. |
| n 9,292. | | 14,090. | <4,798.> |
| o 1,870. | | 1,289. | 581. |

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-") |
|---------------------------|--------------------------------------|---|---|
| a | | | 911. |
| b | | | 911. |
| c | | | 3,641. |
| d | | | 474. |
| e | | | 472. |
| f | | | 472. |
| g | | | 3,774. |
| h | | | 909. |
| i | | | 381. |
| j | | | 354. |
| k | | | 177. |
| l | | | 229. |
| m | | | 81. |
| n | | | <4,798.> |
| o | | | 581. |

| | |
|---|---|
| 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 |
| 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). If (loss), enter "-0-" in Part I, line 8 } | 3 |

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 GEOSPACE TECHNOLOGIES CP | P | 09/01/11 | 03/21/13 |
| b POWER INTEGRATIONS INC | P | 09/01/11 | 03/21/13 |
| c POWER INTEGRATIONS INC | P | 09/01/11 | 03/21/13 |
| d TECHNE CORP | P | 02/15/12 | 03/21/13 |
| e WATTS WATER TECH | P | 09/01/11 | 03/21/13 |
| f WATTS WATER TECH | P | 09/01/11 | 03/21/13 |
| g WATTS WATER TECH | P | 09/01/11 | 03/21/13 |
| h WATTS WATER TECH | P | 09/01/11 | 03/21/13 |
| i WRIGHT EXPRESS CORP | P | 09/01/11 | 03/21/13 |
| j WRIGHT EXPRESS CORP | P | 09/01/11 | 03/21/13 |
| k LINDSAY CORPORATION | P | 09/01/11 | 04/03/13 |
| l LINDSAY CORPORATION | P | 09/01/11 | 04/03/13 |
| m SODASTREAM INTL | P | 11/02/11 | 04/03/13 |
| n SODASTREAM INTL | P | 09/01/11 | 04/03/13 |
| o SODASTREAM INTL | P | 09/01/11 | 04/03/13 |

| (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 5,406. | | 1,790. | 3,616. |
| b 214. | | 155. | 59. |
| c 1,927. | | 1,397. | 530. |
| d 3,342. | | 3,469. | <127.> |
| e 1,238. | | 696. | 542. |
| f 3,713. | | 2,088. | 1,625. |
| g 1,238. | | 696. | 542. |
| h 3,713. | | 2,088. | 1,625. |
| i 906. | | 508. | 398. |
| j 2,870. | | 1,607. | 1,263. |
| k 6,226. | | 4,561. | 1,665. |
| l 6,226. | | 4,560. | 1,666. |
| m 3,703. | | 2,469. | 1,234. |
| n 4,938. | | 3,440. | 1,498. |
| o 4,938. | | 3,440. | 1,498. |

| Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 | | | (l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-") |
|---|--------------------------------------|---|---|
| (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 | |
| a | | | 3,616. |
| b | | | 59. |
| c | | | 530. |
| d | | | <127.> |
| e | | | 542. |
| f | | | 1,625. |
| g | | | 542. |
| h | | | 1,625. |
| i | | | 398. |
| j | | | 1,263. |
| k | | | 1,665. |
| l | | | 1,666. |
| m | | | 1,234. |
| n | | | 1,498. |
| o | | | 1,498. |

| | |
|---|---|
| 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 |
| 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). If (loss), enter "-0-" in Part I, line 8 } | 3 |

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 SODASTREAM INTL | P | 09/01/11 | 04/03/13 |
| b SODASTREAM INTL | P | 09/01/11 | 04/03/13 |
| c UMPQUA HOLDINGS CO | P | 09/01/11 | 04/05/13 |
| d UMPQUA HOLDINGS CO | P | 09/01/11 | 04/05/13 |
| e UMPQUA HOLDINGS CO | P | 09/01/11 | 04/05/13 |
| f UMPQUA HOLDINGS CO | P | 09/01/11 | 04/05/13 |
| g UMPQUA HOLDINGS CO | P | 09/01/11 | 04/05/13 |
| h UMPQUA HOLDINGS CO | P | 09/01/11 | 04/05/13 |
| i UMPQUA HOLDINGS CO | P | 09/01/11 | 04/05/13 |
| j UMPQUA HOLDINGS CO | P | 09/01/11 | 04/05/13 |
| k UMPQUA HOLDINGS CO | P | 09/01/11 | 04/05/13 |
| l UMPQUA HOLDINGS CO | P | 09/01/11 | 04/05/13 |
| m UMPQUA HOLDINGS CO | P | 09/01/11 | 04/05/13 |
| n UMPQUA HOLDINGS CO | P | 09/01/11 | 04/05/13 |
| o UMPQUA HOLDINGS CO | P | 09/01/11 | 04/05/13 |

| (e) Gross sales price | (f) Depreciation allowed (or allowable) | (g) Cost or other basis plus expense of sale | (h) Gain or (loss) (e) plus (f) minus (g) |
|-----------------------|--|---|--|
| a 4,938. | | 3,441. | 1,497. |
| b 8,641. | | 6,021. | 2,620. |
| c 621. | | 480. | 141. |
| d 1,242. | | 959. | 283. |
| e 1,242. | | 959. | 283. |
| f 1,242. | | 959. | 283. |
| g 1,242. | | 959. | 283. |
| h 1,242. | | 959. | 283. |
| i 1,242. | | 959. | 283. |
| j 1,242. | | 959. | 283. |
| k 1,242. | | 959. | 283. |
| l 1,242. | | 959. | 283. |
| m 1,242. | | 959. | 283. |
| n 1,242. | | 959. | 283. |
| o 1,242. | | 959. | 283. |

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-") |
|---------------------------|--------------------------------------|---|---|
| a | | | 1,497. |
| b | | | 2,620. |
| c | | | 141. |
| d | | | 283. |
| e | | | 283. |
| f | | | 283. |
| g | | | 283. |
| h | | | 283. |
| i | | | 283. |
| j | | | 283. |
| k | | | 283. |
| l | | | 283. |
| m | | | 283. |
| n | | | 283. |
| o | | | 283. |

| | |
|---|---|
| 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 |
| 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). If (loss), enter "-0-" in Part I, line 8 } | 3 |

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 UMPQUA HOLDINGS CO | P | 09/01/11 | 04/05/13 |
| b UMPQUA HOLDINGS CO | P | 09/01/11 | 04/05/13 |
| c UMPQUA HOLDINGS CO | P | 09/01/11 | 04/05/13 |
| d UMPQUA HOLDINGS CO | P | 09/01/11 | 04/05/13 |
| e UMPQUA HOLDINGS CO | P | 09/01/11 | 04/05/13 |
| f UMPQUA HOLDINGS CO | P | 09/01/11 | 04/05/13 |
| g UMPQUA HOLDINGS CO | P | 09/01/11 | 04/05/13 |
| h LUFKIN INDUSTRIES INC | P | 09/01/11 | 04/08/13 |
| i EAST WEST BANCORP | P | 09/01/11 | 04/10/13 |
| j APOGEE ENTERPRISES INC | P | 09/01/11 | 04/23/13 |
| k APOGEE ENTERPRISES INC | P | 09/01/11 | 04/23/13 |
| l CLARCOR INC | P | 09/01/11 | 04/23/13 |
| m CLARCOR INC | P | 09/01/11 | 04/23/13 |
| n CLARCOR INC | P | 09/01/11 | 04/23/13 |
| o FRESH MARKET INC | P | 09/01/11 | 04/30/13 |

| (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 1,242. | | 959. | 283. |
| b 1,242. | | 959. | 283. |
| c 1,242. | | 959. | 283. |
| d 1,242. | | 959. | 283. |
| e 1,242. | | 959. | 283. |
| f 1,242. | | 959. | 283. |
| g 2,485. | | 1,918. | 567. |
| h 57,179. | | 40,631. | 16,548. |
| i 13,990. | | 8,823. | 5,167. |
| j 5,623. | | 2,046. | 3,577. |
| k 9,996. | | 3,637. | 6,359. |
| l 2,459. | | 2,269. | 190. |
| m 4,918. | | 4,537. | 381. |
| n 4,918. | | 4,537. | 381. |
| o 7,118. | | 6,565. | 553. |

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-") |
|---------------------------|--------------------------------------|---|---|
| a | | | 283. |
| b | | | 283. |
| c | | | 283. |
| d | | | 283. |
| e | | | 283. |
| f | | | 283. |
| g | | | 567. |
| h | | | 16,548. |
| i | | | 5,167. |
| j | | | 3,577. |
| k | | | 6,359. |
| l | | | 190. |
| m | | | 381. |
| n | | | 381. |
| o | | | 553. |

| | |
|---|---|
| 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 |
| 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). If (loss), enter "-0-" in Part I, line 8 | 3 |

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 BIOMED REALTY TRUST | P | 12/26/12 | 05/08/13 |
| b BIOMED REALTY TRUST | P | 12/27/12 | 05/08/13 |
| c PLANTRONICS INC | P | 09/01/11 | 05/08/13 |
| d FINANCIAL ENGINES INC | P | 09/01/11 | 05/09/13 |
| e LUFKIN INDUSTRIES INC | P | 03/27/12 | 05/14/13 |
| f LUFKIN INDUSTRIES INC | P | 09/01/11 | 05/14/13 |
| g PLANTRONICS INC | P | 09/01/11 | 05/15/13 |
| h PLANTRONICS INC | P | 09/01/11 | 05/15/13 |
| i FINANCIAL ENGINES INC | P | 09/01/11 | 05/16/13 |
| j FINANCIAL ENGINES INC | P | 10/04/11 | 05/16/13 |
| k LUFKIN INDUSTRIES INC | P | 03/27/12 | 05/23/13 |
| l LUFKIN INDUSTRIES INC | P | 03/29/12 | 05/23/13 |
| m LUFKIN INDUSTRIES INC | P | 03/28/12 | 05/23/13 |
| n LUFKIN INDUSTRIES INC | P | 03/21/13 | 05/23/13 |
| o LUFKIN INDUSTRIES INC | P | 06/06/12 | 05/23/13 |

| (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 11,251. | | 9,757. | 1,494. |
| b 18,002. | | 15,449. | 2,553. |
| c 9,055. | | 6,253. | 2,802. |
| d 26,827. | | 14,915. | 11,912. |
| e 4,416. | | 3,907. | 509. |
| f 19,871. | | 14,065. | 5,806. |
| g 2,269. | | 1,563. | 706. |
| h 10,209. | | 7,034. | 3,175. |
| i 8,374. | | 4,419. | 3,955. |
| j 10,467. | | 4,063. | 6,404. |
| k 4,411. | | 3,907. | 504. |
| l 4,411. | | 3,897. | 514. |
| m 22,055. | | 19,428. | 2,627. |
| n 4,411. | | 3,233. | 1,178. |
| o 11,027. | | 7,136. | 3,891. |

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-") |
|---------------------------|--------------------------------------|---|---|
| a | | | 1,494. |
| b | | | 2,553. |
| c | | | 2,802. |
| d | | | 11,912. |
| e | | | 509. |
| f | | | 5,806. |
| g | | | 706. |
| h | | | 3,175. |
| i | | | 3,955. |
| j | | | 6,404. |
| k | | | 504. |
| l | | | 514. |
| m | | | 2,627. |
| n | | | 1,178. |
| o | | | 3,891. |

| | |
|---|---|
| 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 |
| 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). If (loss), enter "-0-" in Part I, line 8 | 3 |

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 LUFKIN INDUSTRIES INC | P | 08/10/12 | 05/23/13 |
| b SIGNATURE BANK | P | 09/01/11 | 06/06/13 |
| c SIGNATURE BANK | P | 09/01/11 | 06/06/13 |
| d KRATON PERFORMANCE POLY | P | 09/01/11 | 06/13/13 |
| e KRATON PERFORMANCE POLY | P | 09/01/11 | 06/13/13 |
| f KRATON PERFORMANCE POLY | P | 09/01/11 | 06/13/13 |
| g BOTTOMLINE TECHNOLOGIES | P | 09/01/11 | 06/18/13 |
| h BOTTOMLINE TECHNOLOGIES | P | 09/01/11 | 06/18/13 |
| i BOTTOMLINE TECHNOLOGIES | P | 09/01/11 | 06/18/13 |
| j BOTTOMLINE TECHNOLOGIES | P | 09/01/11 | 06/18/13 |
| k BOTTOMLINE TECHNOLOGIES | P | 09/01/11 | 06/18/13 |
| l BOTTOMLINE TECHNOLOGIES | P | 09/01/11 | 06/18/13 |
| m BOTTOMLINE TECHNOLOGIES | P | 09/01/11 | 06/18/13 |
| n BOTTOMLINE TECHNOLOGIES | P | 09/13/12 | 06/18/13 |
| o BOTTOMLINE TECHNOLOGIES | P | 03/21/13 | 06/18/13 |

| (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 37,493. | | 21,910. | 15,583. |
| b 7,634. | | 5,458. | 2,176. |
| c 19,086. | | 13,645. | 5,441. |
| d 1,936. | | 2,289. | <353.> |
| e 1,936. | | 2,289. | <353.> |
| f 1,936. | | 2,290. | <354.> |
| g 1,543. | | 1,347. | 196. |
| h 1,726. | | 1,504. | 222. |
| i 2,616. | | 2,277. | 339. |
| j 2,616. | | 2,280. | 336. |
| k 2,616. | | 2,280. | 336. |
| l 5,231. | | 4,554. | 677. |
| m 28,771. | | 25,110. | 3,661. |
| n 1,308. | | 1,201. | 107. |
| o 1,308. | | 1,397. | <89.> |

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) Losses (from col (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-") |
|---------------------------|--------------------------------------|---|--|
| a | | | 15,583. |
| b | | | 2,176. |
| c | | | 5,441. |
| d | | | <353.> |
| e | | | <353.> |
| f | | | <354.> |
| g | | | 196. |
| h | | | 222. |
| i | | | 339. |
| j | | | 336. |
| k | | | 336. |
| l | | | 677. |
| m | | | 3,661. |
| n | | | 107. |
| o | | | <89.> |

| | |
|---|---|
| 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 |
| 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). If (loss), enter "-0-" in Part I, line 8 } | 3 |

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 EAST WEST BANCORP | P | 09/01/11 | 06/18/13 |
| b KRATON PERFORMANCE POLY | P | 09/01/11 | 06/18/13 |
| c KRATON PERFORMANCE POLY | P | 09/01/11 | 06/18/13 |
| d KRATON PERFORMANCE POLY | P | 03/21/13 | 06/18/13 |
| e QUAKER CHEMICAL CORPORATION | P | 09/01/11 | 06/18/13 |
| f QUAKER CHEMICAL CORPORATION | P | 09/01/11 | 06/18/13 |
| g QUAKER CHEMICAL CORPORATION | P | 09/01/11 | 06/18/13 |
| h SVB FINANCIAL | P | 01/06/12 | 06/19/13 |
| i SVB FINANCIAL | P | 01/04/12 | 06/19/13 |
| j WEST PHARMACEUTICAL SERVICES INC | P | 09/01/11 | 06/21/13 |
| k WEST PHARMACEUTICAL SERVICES INC | P | 09/01/11 | 06/21/13 |
| l WEST PHARMACEUTICAL SERVICES INC | P | 09/01/11 | 06/21/13 |
| m MICROSTRATEGY INC | P | 06/06/12 | 06/25/13 |
| n MICROSTRATEGY INC | P | 11/10/11 | 06/25/13 |
| o MICROSTRATEGY INC | P | 08/13/12 | 06/25/13 |

| (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 14,566. | | 8,823. | 5,743. |
| b 3,842. | | 4,580. | <738.> |
| c 7,684. | | 9,158. | <1,474.> |
| d 960. | | 1,309. | <349.> |
| e 1,619. | | 805. | 814. |
| f 6,475. | | 3,212. | 3,263. |
| g 6,475. | | 3,212. | 3,263. |
| h 3,764. | | 2,586. | 1,178. |
| i 13,173. | | 8,575. | 4,598. |
| j 6,665. | | 3,998. | 2,667. |
| k 6,665. | | 3,998. | 2,667. |
| l 13,330. | | 7,995. | 5,335. |
| m 2,112. | | 3,073. | <961.> |
| n 16,893. | | 24,117. | <7,224.> |
| o 2,112. | | 3,171. | <1,059.> |

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-") |
|---------------------------|--------------------------------------|---|---|
| a | | | 5,743. |
| b | | | <738.> |
| c | | | <1,474.> |
| d | | | <349.> |
| e | | | 814. |
| f | | | 3,263. |
| g | | | 3,263. |
| h | | | 1,178. |
| i | | | 4,598. |
| j | | | 2,667. |
| k | | | 2,667. |
| l | | | 5,335. |
| m | | | <961.> |
| n | | | <7,224.> |
| o | | | <1,059.> |

| | |
|---|---|
| 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 |
| 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). If (loss), enter "-0-" in Part I, line 8 } | 3 |

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 MICROSTRATEGY INC | P | 09/05/12 | 06/25/13 |
| b MICROSTRATEGY INC | P | 10/01/12 | 06/25/13 |
| c MICROSTRATEGY INC | P | 10/03/12 | 06/25/13 |
| d FINANCIAL ENGINES INC | P | 10/04/11 | 07/03/13 |
| e FINANCIAL ENGINES INC | P | 12/14/11 | 07/03/13 |
| f FINANCIAL ENGINES INC | P | 11/10/11 | 07/03/13 |
| g SIGNATURE BANK | P | 09/01/11 | 07/03/13 |
| h SIGNATURE BANK | P | 09/01/11 | 07/03/13 |
| i QUALITY SYSTEMS INC | P | 09/01/11 | 07/05/13 |
| j QUALITY SYSTEMS INC | P | 03/21/13 | 07/05/13 |
| k QUALITY SYSTEMS INC | P | 07/13/12 | 07/05/13 |
| l QUALITY SYSTEMS INC | P | 07/16/12 | 07/05/13 |
| m SVB FINANCIAL | P | 02/08/12 | 07/12/13 |
| n SVB FINANCIAL | P | 02/07/12 | 07/12/13 |
| o SVB FINANCIAL | P | 01/06/12 | 07/12/13 |

| (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 2,112. | | 3,153. | <1,041.> |
| b 2,112. | | 3,350. | <1,238.> |
| c 6,335. | | 9,810. | <3,475.> |
| d 1,170. | | 406. | 764. |
| e 1,170. | | 526. | 644. |
| f 16,378. | | 7,604. | 8,774. |
| g 4,199. | | 2,729. | 1,470. |
| h 25,196. | | 16,374. | 8,822. |
| i 30,628. | | 72,740. | <42,112.> |
| j 1,914. | | 1,787. | 127. |
| k 10,050. | | 14,137. | <4,087.> |
| l 10,050. | | 13,874. | <3,824.> |
| m 6,524. | | 4,430. | 2,094. |
| n 13,047. | | 8,825. | 4,222. |
| o 21,745. | | 12,932. | 8,813. |

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-") |
|---------------------------|--------------------------------------|---|---|
| a | | | <1,041.> |
| b | | | <1,238.> |
| c | | | <3,475.> |
| d | | | 764. |
| e | | | 644. |
| f | | | 8,774. |
| g | | | 1,470. |
| h | | | 8,822. |
| i | | | <42,112.> |
| j | | | 127. |
| k | | | <4,087.> |
| l | | | <3,824.> |
| m | | | 2,094. |
| n | | | 4,222. |
| o | | | 8,813. |

| | |
|---|---|
| 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 |
| 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). If (loss), enter "-0-" in Part I, line 8 } | 3 |

| 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 | LANDAUER INC | | P | 09/01/11 | 07/15/13 |
| b | LANDAUER INC | | P | 09/01/11 | 07/15/13 |
| c | LANDAUER INC | | P | 04/27/12 | 07/15/13 |
| d | LANDAUER INC | | P | 09/01/11 | 07/15/13 |
| e | LANDAUER INC | | P | 08/06/12 | 07/15/13 |
| f | WOLVERINE WORLD WIDE | | P | 09/19/11 | 07/18/13 |
| g | EAST WEST BANCORP | | P | 09/01/11 | 07/29/13 |
| h | SELECT COMFORT CORP | | P | 09/01/11 | 07/29/13 |
| i | HAIN CELESTIAL GROUP INC | | P | 09/01/11 | 07/31/13 |
| j | HAIN CELESTIAL GROUP INC | | P | 09/01/11 | 07/31/13 |
| k | HAIN CELESTIAL GROUP INC | | P | 09/01/11 | 07/31/13 |
| l | HAIN CELESTIAL GROUP INC | | P | 09/01/11 | 07/31/13 |
| m | HAIN CELESTIAL GROUP INC | | P | 08/13/12 | 07/31/13 |
| n | SVB FINANCIAL | | P | 03/26/12 | 08/01/13 |
| o | SVB FINANCIAL | | P | 02/08/12 | 08/01/13 |
| (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 | 2,444. | 2,550. | <106.> | | |
| b | 2,444. | 2,552. | <108.> | | |
| c | 4,888. | 5,389. | <501.> | | |
| d | 14,665. | 15,304. | <639.> | | |
| e | 1,222. | 1,497. | <275.> | | |
| f | 21,706. | 14,427. | 7,279. | | |
| g | 32,002. | 16,845. | 15,157. | | |
| h | 23,622. | 16,298. | 7,324. | | |
| i | 1,839. | 786. | 1,053. | | |
| j | 7,354. | 3,142. | 4,212. | | |
| k | 7,354. | 3,144. | 4,210. | | |
| l | 7,354. | 3,144. | 4,210. | | |
| m | 3,677. | 2,614. | 1,063. | | |
| n | 8,883. | 6,701. | 2,182. | | |
| o | 11,103. | 7,384. | 3,719. | | |
| Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 | | | | (l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-") | |
| (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 | | | |
| a | | | <106.> | | |
| b | | | <108.> | | |
| c | | | <501.> | | |
| d | | | <639.> | | |
| e | | | <275.> | | |
| f | | | 7,279. | | |
| g | | | 15,157. | | |
| h | | | 7,324. | | |
| i | | | 1,053. | | |
| j | | | 4,212. | | |
| k | | | 4,210. | | |
| l | | | 4,210. | | |
| m | | | 1,063. | | |
| n | | | 2,182. | | |
| o | | | 3,719. | | |
| 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 | | |
| 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). If (loss), enter "-0-" in Part I, line 8 | | | 3 | | |

| 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 SVB FINANCIAL | P | 03/23/12 | 08/01/13 |
| b SVB FINANCIAL | P | 03/27/12 | 08/01/13 |
| c SVB FINANCIAL | P | 01/08/13 | 08/01/13 |
| d SVB FINANCIAL | P | 01/08/13 | 08/05/13 |
| e SVB FINANCIAL | P | 01/28/13 | 08/05/13 |
| f APOGEE ENTERPRISES INC | P | 09/01/11 | 08/06/13 |
| g APOGEE ENTERPRISES INC | P | 09/01/11 | 08/06/13 |
| h MIDDLEBY CORP THE | P | 09/01/11 | 08/06/13 |
| i MIDDLEBY CORP THE | P | 09/01/11 | 08/16/13 |
| j UNITED NATURAL FOODS | P | 09/01/11 | 08/20/13 |
| k UNITED NATURAL FOODS | P | 09/01/11 | 08/20/13 |
| l SIMPSON MANUFACTURING CO | P | 09/01/11 | 08/22/13 |
| m CHART INDUSTRIES INC | P | 01/29/13 | 08/26/13 |
| n AMERICAN SCIENCE & ENG | P | 09/01/11 | 09/10/13 |
| o AMERICAN SCIENCE & ENG | P | 09/01/11 | 09/10/13 |

| (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 13,324. | | 9,908. | 3,416. |
| b 19,986. | | 15,092. | 4,894. |
| c 4,441. | | 3,006. | 1,435. |
| d 13,270. | | 9,017. | 4,253. |
| e 15,481. | | 11,242. | 4,239. |
| f 4,752. | | 1,591. | 3,161. |
| g 9,503. | | 3,183. | 6,320. |
| h 23,174. | | 9,883. | 13,291. |
| i 37,997. | | 15,813. | 22,184. |
| j 6,004. | | 4,017. | 1,987. |
| k 6,004. | | 4,017. | 1,987. |
| l 10,283. | | 8,925. | 1,358. |
| m 6,013. | | 3,331. | 2,682. |
| n 5,700. | | 6,588. | <888.> |
| o 5,700. | | 6,588. | <888.> |

| Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 | | | (l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-") |
|---|--------------------------------------|---|---|
| (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 | |
| a | | | 3,416. |
| b | | | 4,894. |
| c | | | 1,435. |
| d | | | 4,253. |
| e | | | 4,239. |
| f | | | 3,161. |
| g | | | 6,320. |
| h | | | 13,291. |
| i | | | 22,184. |
| j | | | 1,987. |
| k | | | 1,987. |
| l | | | 1,358. |
| m | | | 2,682. |
| n | | | <888.> |
| o | | | <888.> |

| | |
|---|---|
| 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 |
| 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). If (loss), enter "-0-" in Part I, line 8 | 3 |

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 AMERICAN SCIENCE & ENG | P | 09/01/11 | 09/10/13 |
| b MIDDLEBY CORP THE | P | 09/01/11 | 09/11/13 |
| c UMPQUA HOLDINGS CO | P | 09/01/11 | 09/12/13 |
| d UMPQUA HOLDINGS CO | P | 09/01/11 | 09/12/13 |
| e UMPQUA HOLDINGS CO | P | 09/01/11 | 09/12/13 |
| f UMPQUA HOLDINGS CO | P | 09/01/11 | 09/12/13 |
| g DSW INC | P | 02/27/13 | 09/13/13 |
| h MIDDLEBY CORP THE | P | 09/01/11 | 09/23/13 |
| i MARKETAXESS HLDGS | P | 09/01/11 | 09/26/13 |
| j UNITED PARCEL SERVICE | D | 12/21/07 | 12/18/12 |
| k UNITED PARCEL SERVICE | D | 12/28/09 | 12/31/12 |
| l TEMPLETON DEVELOPING | P | 09/02/11 | 01/15/13 |
| m TEMPLETON DEVELOPING | P | 09/01/10 | 01/15/13 |
| n TEMPLETON DEVELOPING | P | 12/27/10 | 01/15/13 |
| o TEMPLETON DEVELOPING | P | 12/30/11 | 01/15/13 |

| (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 5,700. | | 6,588. | <888.> |
| b 26,320. | | 9,883. | 16,437. |
| c 821. | | 480. | 341. |
| d 1,641. | | 959. | 682. |
| e 4,514. | | 2,638. | 1,876. |
| f 4,514. | | 2,638. | 1,876. |
| g 24,885. | | 20,128. | 4,757. |
| h 31,448. | | 11,859. | 19,589. |
| i 10,588. | | 5,181. | 5,407. |
| j 1,382,721. | | 93. | 1,382,628. |
| k 919,690. | | 63. | 919,627. |
| l 1,075. | | 1,032. | 43. |
| m 4,966. | | 4,482. | 484. |
| n 11,200. | | 11,543. | <343.> |
| o 915,767. | | 800,000. | 115,767. |

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-") |
|---------------------------|--------------------------------------|---|---|
| a | | | <888.> |
| b | | | 16,437. |
| c | | | 341. |
| d | | | 682. |
| e | | | 1,876. |
| f | | | 1,876. |
| g | | | 4,757. |
| h | | | 19,589. |
| i | | | 5,407. |
| j | | | 1,382,628. |
| k | | | 919,627. |
| l | | | 43. |
| m | | | 484. |
| n | | | <343.> |
| o | | | 115,767. |

| | |
|---|---|
| 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 |
| 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). If (loss), enter "-0-" in Part I, line 8 | 3 |

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 TEMPLETON DEVELOPING | P | 01/22/10 | 01/15/13 |
| b GMO EMERGING MARKETS | P | 07/09/04 | 05/31/13 |
| c GMO EMERGING MARKETS | P | 10/05/11 | 05/31/13 |
| d GMO EMERGING MARKETS | P | 10/05/10 | 05/31/13 |
| e GMO EMERGING MARKETS | P | 10/05/11 | 05/31/13 |
| f GMO EMERGING MARKETS | P | 12/31/02 | 05/31/13 |
| g GMO EMERGING MARKETS | P | 12/26/02 | 05/31/13 |
| h GMO EMERGING MARKETS | P | 07/10/03 | 05/31/13 |
| i GMO EMERGING MARKETS | P | 07/09/04 | 05/31/13 |
| j GMO EMERGING MARKETS | P | 07/10/07 | 05/31/13 |
| k GMO EMERGING MARKETS | P | 07/10/07 | 05/31/13 |
| l GMO EMERGING MARKETS | P | 07/05/05 | 05/31/13 |
| m GMO EMERGING MARKETS | P | 07/15/09 | 05/31/13 |
| n GMO EMERGING MARKETS | P | 07/10/06 | 05/31/13 |
| o GMO EMERGING MARKETS | P | 07/08/02 | 05/31/13 |

| (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 958,942. | | 850,000. | 108,942. |
| b 14. | | 18. | <4.> |
| c 100. | | 97. | 3. |
| d 113. | | 147. | <34.> |
| e 136. | | 131. | 5. |
| f 266. | | 215. | 51. |
| g 718. | | 589. | 129. |
| h 925. | | 914. | 11. |
| i 995. | | 1,277. | <282.> |
| j 1,026. | | 2,321. | <1,295.> |
| k 1,300. | | 2,939. | <1,639.> |
| l 1,304. | | 2,106. | <802.> |
| m 1,408. | | 1,247. | 161. |
| n 1,444. | | 2,624. | <1,180.> |
| o 1,663. | | 1,521. | 142. |

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-") |
|---------------------------|--------------------------------------|---|---|
| a | | | 108,942. |
| b | | | <4.> |
| c | | | 3. |
| d | | | <34.> |
| e | | | 5. |
| f | | | 51. |
| g | | | 129. |
| h | | | 11. |
| i | | | <282.> |
| j | | | <1,295.> |
| k | | | <1,639.> |
| l | | | <802.> |
| m | | | 161. |
| n | | | <1,180.> |
| o | | | 142. |

| | | |
|---|---|--|
| 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 | |
| 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). If (loss), enter "-0-" in Part I, line 8 | 3 | |

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 GMO EMERGING MARKETS | P | 12/26/01 | 05/31/13 |
| b GMO EMERGING MARKETS | P | 12/27/04 | 05/31/13 |
| c GMO EMERGING MARKETS | P | 07/15/08 | 05/31/13 |
| d GMO EMERGING MARKETS | P | 07/05/05 | 05/31/13 |
| e GMO EMERGING MARKETS | P | 07/09/01 | 05/31/13 |
| f GMO EMERGING MARKETS | P | 12/27/05 | 05/31/13 |
| g GMO EMERGING MARKETS | P | 12/23/03 | 05/31/13 |
| h GMO EMERGING MARKETS | P | 12/27/04 | 05/31/13 |
| i GMO EMERGING MARKETS | P | 12/27/05 | 05/31/13 |
| j GMO EMERGING MARKETS | P | 07/10/06 | 05/31/13 |
| k GMO EMERGING MARKETS | P | 12/26/07 | 05/31/13 |
| l GMO EMERGING MARKETS | P | 12/26/06 | 05/31/13 |
| m GMO EMERGING MARKETS | P | 12/26/06 | 05/31/13 |
| n GMO EMERGING MARKETS | P | 12/17/10 | 05/31/13 |
| o GMO EMERGING MARKETS | P | 12/18/09 | 05/31/13 |

| (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 1,729. | | 1,367. | 362. |
| b 1,780. | | 2,732. | <952.> |
| c 1,835. | | 2,548. | <713.> |
| d 1,969. | | 3,178. | <1,209.> |
| e 2,275. | | 1,801. | 474. |
| f 2,433. | | 4,524. | <2,091.> |
| g 2,560. | | 3,332. | <772.> |
| h 2,939. | | 4,511. | <1,572.> |
| i 3,008. | | 5,592. | <2,584.> |
| j 3,118. | | 5,665. | <2,547.> |
| k 3,691. | | 7,456. | <3,765.> |
| l 4,907. | | 9,256. | <4,349.> |
| m 5,793. | | 10,927. | <5,134.> |
| n 6,934. | | 9,082. | <2,148.> |
| o 7,637. | | 8,318. | <681.> |

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-") |
|---------------------------|--------------------------------------|---|---|
| a | | | 362. |
| b | | | <952.> |
| c | | | <713.> |
| d | | | <1,209.> |
| e | | | 474. |
| f | | | <2,091.> |
| g | | | <772.> |
| h | | | <1,572.> |
| i | | | <2,584.> |
| j | | | <2,547.> |
| k | | | <3,765.> |
| l | | | <4,349.> |
| m | | | <5,134.> |
| n | | | <2,148.> |
| o | | | <681.> |

| | |
|---|---|
| 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 |
| 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). If (loss), enter "-0-" in Part I, line 8 } | 3 |

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 GMO EMERGING MARKETS | P | 07/05/05 | 05/31/13 |
| b GMO EMERGING MARKETS | P | 12/26/07 | 05/31/13 |
| c GMO EMERGING MARKETS | P | 12/23/08 | 05/31/13 |
| d GMO EMERGING MARKETS | P | 12/27/04 | 05/31/13 |
| e GMO EMERGING MARKETS | P | 12/27/05 | 05/31/13 |
| f GMO EMERGING MARKETS | P | 07/10/07 | 05/31/13 |
| g GMO EMERGING MARKETS | P | 07/10/06 | 05/31/13 |
| h GMO EMERGING MARKETS | P | 12/26/06 | 05/31/13 |
| i GMO EMERGING MARKETS | P | 06/10/11 | 05/31/13 |
| j GMO EMERGING MARKETS | P | 12/23/08 | 05/31/13 |
| k GMO EMERGING MARKETS | P | 12/26/07 | 05/31/13 |
| l GMO EMERGING MARKETS | P | 07/15/08 | 05/31/13 |
| m GMO EMERGING MARKETS | P | 06/25/01 | 05/31/13 |
| n DODGE & COX INCOME | P | 09/27/11 | 06/28/13 |
| o DODGE & COX INCOME | P | 09/01/11 | 06/28/13 |

| (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 8,502. | | 13,726. | <5,224.> |
| b 9,044. | | 18,269. | <9,225.> |
| c 9,281. | | 6,022. | 3,259. |
| d 11,982. | | 18,391. | <6,409.> |
| e 19,434. | | 36,125. | <16,691.> |
| f 20,931. | | 47,338. | <26,407.> |
| g 22,672. | | 41,190. | <18,518.> |
| h 31,472. | | 59,368. | <27,896.> |
| i 45,281. | | 57,193. | <11,912.> |
| j 57,957. | | 37,610. | 20,347. |
| k 59,559. | | 120,308. | <60,749.> |
| l 75,378. | | 104,659. | <29,281.> |
| m 189,191. | | 160,000. | 29,191. |
| n 18,849. | | 18,500. | 349. |
| o 1,847,220. | | 1,850,000. | <2,780.> |

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-") |
|---------------------------|--------------------------------------|---|---|
| a | | | <5,224.> |
| b | | | <9,225.> |
| c | | | 3,259. |
| d | | | <6,409.> |
| e | | | <16,691.> |
| f | | | <26,407.> |
| g | | | <18,518.> |
| h | | | <27,896.> |
| i | | | <11,912.> |
| j | | | 20,347. |
| k | | | <60,749.> |
| l | | | <29,281.> |
| m | | | 29,191. |
| n | | | 349. |
| o | | | <2,780.> |

| | |
|---|---|
| 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 |
| 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). If (loss), enter "-0-" in Part I, line 8 } | 3 |

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 UNITED PARCEL SERVICE | P | 12/22/08 | 06/28/13 |
| b CALVERT SOC INVT | D | 06/30/11 | 07/01/13 |
| c CALVERT SOCIAL | P | 06/29/12 | 07/01/13 |
| d T ROWE PRICE LATIN AMER | P | 12/16/10 | 09/30/13 |
| e T ROWE PRICE LATIN AMER | P | 12/16/10 | 09/30/13 |
| f T ROWE PRICE LATIN AMER | P | 09/25/12 | 09/30/13 |
| g T ROWE PRICE LATIN AMER | P | 12/31/09 | 09/30/13 |
| h CANYON-JOHNSON URBAN FUND III, LP | P | | |
| i MICROVEST SHORT DURATION FUND, LP | P | | |
| j CAPITAL GAINS DIVIDENDS | | | |
| k | | | |
| l | | | |
| m | | | |
| n | | | |
| o | | | |

| (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 562,882. | | 32. | 562,850. |
| b 500,000. | | 500,000. | 0. |
| c 400,000. | | 400,000. | 0. |
| d 1,825. | | 2,975. | <1,150.> |
| e 2,225. | | 3,638. | <1,413.> |
| f 212,954. | | 260,000. | <47,046.> |
| g 430,566. | | 625,000. | <194,434.> |
| h 12,020. | | | 12,020. |
| i 6,873. | | | 6,873. |
| j 243,723. | | | 243,723. |
| k | | | |
| l | | | |
| m | | | |
| n | | | |
| o | | | |

| Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 | | | (l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-") |
|---|--------------------------------------|---|---|
| (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 | |
| a | | | 562,850. |
| b | | | 0. |
| c | | | 0. |
| d | | | <1,150.> |
| e | | | <1,413.> |
| f | | | <47,046.> |
| g | | | <194,434.> |
| h | | | 12,020. |
| i | | | 6,873. |
| j | | | 243,723. |
| k | | | |
| l | | | |
| m | | | |
| n | | | |
| o | | | |

| | | |
|---|---|------------|
| 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 | 3,283,011. |
| 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). If (loss), enter "-0-" in Part I, line 8 } | 3 | N/A |

SWIFT FOUNDATION

C/O MANCHESTER CAPITAL MANAGEMENT, LLC

77-0559600

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

| 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 |
|---|--|--------------------------------------|---|-------------------|
| CORPORATE ETHICS INTERNATIONAL PO BOX 82021 PORTLAND, OR 97282 | NONE | PC | GLOBAL NETWORKS AND COLLABORATIONS | 30,000. |
| CULTURAL SURVIVAL 215 PROSPECT STREET CAMBRIDGE, MA 02139 | NONE | PC | LAND STEWARDSHIP, BIODIVERSITY AND CULTURAL DIVERSITY | 40,000. |
| E-TECH INTERNATIONAL 231 LAS MANANITAS SANTA FE, NM 87501 | NONE | PC | LAND STEWARDSHIP, BIODIVERSITY AND CULTURAL DIVERSITY | 35,000. |
| EARTH RIGHTS INTERNATIONAL 1612 K STREET NW, SUITE 401 WASHINGTON, DC 20006 | NONE | PC | LAND STEWARDSHIP, BIODIVERSITY AND CULTURAL DIVERSITY | 35,000. |
| EARTHWORKS 1612 K STREET, NW SUITE 808 WASHINGTON, DC 20006 | NONE | PC | GLOBAL NETWORKS AND COLLABORATIONS | 20,000. |
| FUNDACION GAIA AMAZONES CARRERA 4 NO. 26B-31 BOGOTA, COLOMBIA | NONE | FOREIGN EQUIVALENCY GRANT | LAND STEWARDSHIP, BIODIVERSITY AND CULTURAL DIVERSITY | 93,300. |
| GAIA FOUNDATION 6 HEATHGATE PLACE, AGINCOURT ROAD LONDON, UNITED KINGDOM NW32NU | NONE | FOREIGN EQUIVALENCY GRANT | CLIMATE ADVOCACY | 100,000. |
| GLOBAL GREENGRANTS 2840 WILDERNESS PLACE, SUITE A BOULDER, CO 80301 | NONE | PC | LAND STEWARDSHIP, BIODIVERSITY AND CULTURAL DIVERSITY | 550,000. |
| GRASSROOTS INTERNATIONAL 179 BOYLSTON STREET, 4TH FLOOR BOSTON, MA 02130 | NONE | PC | LAND STEWARDSHIP, BIODIVERSITY AND CULTURAL DIVERSITY | 15,000. |
| GROUNDSWELL INTERNATIONAL 1215 KEARNEY STREET NE WASHINGTON, DC 20013 | NONE | PC | GLOBAL NETWORKS AND COLLABORATIONS | 138,000. |
| Total from continuation sheets | | | | 1,997,240. |

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

| 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 |
|---|--|--------------------------------------|---|---------|
| IDEA WILD 420 RIDDLE DRIVE FORT COLLINS, CO 80521 | NONE | PC | LAND STEWARDSHIP, BIODIVERSITY AND CULTURAL DIVERSITY | 60,000. |
| INDIAN LAND TENURE FOUNDATION 151 COUNTY ROAD B2 E LITTLE CANADA, MN 55117 | NONE | PC | LAND STEWARDSHIP, BIODIVERSITY AND CULTURAL DIVERSITY | 2,500. |
| INTERNATIONAL FORUM ON GLOBALIZATION 1009 GENERAL KENNEDY AVENUE #2 SAN FRANCISCO, CA 94129 | NONE | PC | GLOBAL NETWORKS AND COLLABORATIONS | 10,000. |
| INTERNATIONAL FUNDERS FOR INDIGENOUS PEOPLES PO BOX 1040 AKWESASNE, NY 13655 | NONE | PC | GLOBAL NETWORKS AND COLLABORATIONS | 30,000. |
| INTERNATIONAL RIVERS 2054 UNIVERSITY AVE, SUITE 300 BERKELEY, CA 94704 | NONE | PC | LAND STEWARDSHIP, BIODIVERSITY AND CULTURAL DIVERSITY | 37,000. |
| LAND IS LIFE 18 HOLYOKE ROAD, SUITE #3 SOMERVILLE, MA 02144 | NONE | PC | SUPPORT INTERNATIONAL CULTURAL MISSION | 98,000. |
| MAYA FOREST, INC. 9204 ODYSSEY LAKE CIRCLE N BRUNSWICK, GA 31525 | NONE | PC | LAND STEWARDSHIP, BIODIVERSITY AND CULTURAL DIVERSITY | 50,000. |
| MICROCREDIT ENTERPRISES 5758 GEARY BLVD #261 SAN FRANCISCO, CA 94121 | NONE | PC | RESILIENT LOCAL ECONOMIES | 4,540. |
| NEW ECONOMICS INSTITUTE 140 JUG END ROAD GREAT BARRINGTON, MA 01230 | NONE | PC | RESILIENT LOCAL ECONOMIES | 35,000. |
| NEW VENTURE FUND 734 15TH STREET NW, SUITE 600 WASHINGTON, DC 20005 | NONE | PC | GLOBAL NETWORKS AND COLLABORATIONS | 77,000. |
| Total from continuation sheets | | | | |

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

| 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 |
|--|--|--------------------------------------|---|----------|
| ON THE COMMONS 2104 STEVENS AVE S MINNEAPOLIS, MN 55404 | NONE | PC | COMMUNITY IMPROVEMENT | 5,000. |
| POLARIS INSTITUTE 180 METCALFE STREET, SUITE 500 OTTAWA, ONTARIO, CANADA K2P1P5 | NONE | PC | GLOBAL NETWORKS AND COLLABORATIONS | 20,000. |
| SKEENAWILD 4505 GREIG AVENUE TERRACE, BRITISH COLUMBIA, CANADA V8G1M6 | NONE | FOREIGN EQUIVALENCY GRANT | LAND STEWARDSHIP, BIODIVERSITY AND CULTURAL DIVERSITY | 35,000. |
| SLOW MONEY PO BOX 2231 BOULDER, CO 80306 | NONE | PC | LAND STEWARDSHIP, BIODIVERSITY AND CULTURAL DIVERSITY | 8,000. |
| SUSTAINABLE HARVEST INTERNATIONAL 779 NORTH BEND ROAD SURRY, ME 04684 | NONE | PC | LAND STEWARDSHIP, BIODIVERSITY AND CULTURAL DIVERSITY | 35,000. |
| TERRALINGUA 13269 COVERED ROAD ATLANTIC MINE, MI 49905 | NONE | PC | GLOBAL NETWORKS AND COLLABORATIONS | 20,000. |
| THE OAKLAND INSTITUTE PO BOX 18978 OAKLAND, CA 94619 | NONE | PC | GLOBAL NETWORKS AND COLLABORATIONS | 40,000. |
| THUNDER VALLEY COMMUNITY DEVELOPMENT CORPORATION PO BOX 290 PORCUPINE, SD 57772 | NONE | PC | LAND STEWARDSHIP, BIODIVERSITY AND CULTURAL DIVERSITY | 157,500. |
| TIDES FOUNDATION PO BOX 29198 SAN FRANCISCO, CA 94129 | NONE | PC | LAND STEWARDSHIP, BIODIVERSITY AND CULTURAL DIVERSITY | 125,600. |
| WASTE VENTURES CHARITIES 224 CASTRO LANE FREMONT, CA 94539 | NONE | PC | RESILIENT LOCAL ECONOMIES | 33,000. |
| Total from continuation sheets | | | | |

Part XV Supplementary Information

3 Grants and Contributions Approved for Future Payment (Continuation)

| 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 |
|---|--|--------------------------------------|---|----------|
| IDEA WILD 420 RIDDLE DRIVE FORT COLLINS, CO 80521 | NONE | PC | LAND STEWARDSHIP, BIODIVERSITY AND CULTURAL DIVERSITY | 60,000. |
| INTERNATIONAL FUNDERS FOR INDIGENOUS PEOPLES PO BOX 1040 AKWESASNE, NY 13655 | NONE | PC | GLOBAL NETWORKS AND COLLABORATIONS | 60,000. |
| LAND IS LIFE 18 HOLYOKE ROAD #3 SOMERVILLE, MA 02144 | NONE | PC | SUPPORT INTERNATIONAL CULTURAL MISSION | 80,000. |
| THE OAKLAND INSTITUTE PO BOX 18978 OAKLAND, CA 94619 | NONE | PC | GLOBAL NETWORKS AND COLLABORATIONS | 40,000. |
| TIDES FOUNDATION PO BOX 29198 SAN FRANCISCO, CA 94129 | NONE | PC | LAND STEWARDSHIP, BIODIVERSITY AND CULTURAL DIVERSITY | 30,000. |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| Total from continuation sheets | | | | 270,000. |

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

| SOURCE | AMOUNT |
|---|-----------------|
| CANYON-JOHNSON URBAN FUND III, LP | 21,756. |
| CHARLES SCHWAB X5211 | 17,717. |
| COMMUNITY BANK OF THE BAY | 366. |
| GREEN CHOICE BANK | 1,585. |
| GUAYAKI RLOC | 86,979. |
| LATINO COMMUNITY CREDIT UNION | 1,230. |
| LEGACY 13, LLC - SCHWAB MONEY MARKET FUND | 4. |
| MICROVEST SHORT DURATION FUND, LP | 97,283. |
| NEW RESOURCE BANK | 358. |
| ONE PACIFIC COAST BANK | 240. |
| ROOT CAPITAL | 20,000. |
| RSF - INVESTMENT FUND | 1,603. |
| RSF - PRI FUND 02 | 3,826. |
| TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A | 252,947. |

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

| SOURCE | GROSS AMOUNT | CAPITAL GAINS DIVIDENDS | COLUMN (A) AMOUNT |
|---|-------------------|-------------------------|-------------------|
| CHARLES SCHWAB X2820 | 73,255. | 0. | 73,255. |
| CHARLES SCHWAB X5211 | 1,104,997. | 243,723. | 861,274. |
| MICROVEST SHORT DURATION FUND, LP | 5,260. | 0. | 5,260. |
| TOTAL TO FM 990-PF, PART I, LN 4 | 1,183,512. | 243,723. | 939,789. |

FORM 990-PF OTHER INCOME STATEMENT 3

| DESCRIPTION | (A) REVENUE PER BOOKS | (B) NET INVESTMENT INCOME | (C) ADJUSTED NET INCOME |
|--|-----------------------|---------------------------|-------------------------|
| MISCELLANEOUS INCOME | 221. | 221. | |
| CANYON-JOHNSON URBAN FUND III, LP | 796. | 796. | |
| MICROVEST SHORT DURATION FUND, LP | 3,400. | 3,400. | |
| NATIVE AMERICAN NATURAL FOODS, LLC | <5,119.> | <5,119.> | |
| RSF SOCIAL FINANCE - PRI FUND 03 | 3,791. | 3,791. | |
| PERSISTENT ENERGY PARTNERS | 16,599. | 16,599. | |
| TOTAL TO FORM 990-PF, PART I, LINE 11 | 19,688. | 19,688. | |

| FORM 990-PF | LEGAL FEES | | | STATEMENT 4 |
|----------------------------|------------------------------|-----------------------------------|-------------------------------|-------------------------------|
| DESCRIPTION | (A) EXPENSES PER BOOKS | (B) NET INVEST- MENT INCOME | (C) ADJUSTED NET INCOME | (D) CHARITABLE PURPOSES |
| LEGAL FEES | 1,658. | 0. | | 0. |
| TO FM 990-PF, PG 1, LN 16A | 1,658. | 0. | | 0. |

| FORM 990-PF | ACCOUNTING FEES | | | STATEMENT 5 |
|------------------------------|------------------------------|-----------------------------------|-------------------------------|-------------------------------|
| DESCRIPTION | (A) EXPENSES PER BOOKS | (B) NET INVEST- MENT INCOME | (C) ADJUSTED NET INCOME | (D) CHARITABLE PURPOSES |
| ACCOUNTING FEES | 61,905. | 15,476. | | 0. |
| TO FORM 990-PF, PG 1, LN 16B | 61,905. | 15,476. | | 0. |

| FORM 990-PF | OTHER PROFESSIONAL FEES | | | STATEMENT 6 |
|------------------------------|------------------------------|-----------------------------------|-------------------------------|-------------------------------|
| DESCRIPTION | (A) EXPENSES PER BOOKS | (B) NET INVEST- MENT INCOME | (C) ADJUSTED NET INCOME | (D) CHARITABLE PURPOSES |
| INVESTMENT MANAGEMENT FEES | 252,079. | 252,079. | | 0. |
| CONSULTING FEES | 128,009. | 0. | | 128,009. |
| TO FORM 990-PF, PG 1, LN 16C | 380,088. | 252,079. | | 128,009. |

| FORM 990-PF | TAXES | | | STATEMENT 7 |
|-----------------------------|------------------------------|-----------------------------------|-------------------------------|-------------------------------|
| DESCRIPTION | (A) EXPENSES PER BOOKS | (B) NET INVEST- MENT INCOME | (C) ADJUSTED NET INCOME | (D) CHARITABLE PURPOSES |
| FEDERAL EXCISE TAX | 51,679. | 0. | | 0. |
| FOREIGN TAXES | 523. | 523. | | 0. |
| TO FORM 990-PF, PG 1, LN 18 | 52,202. | 523. | | 0. |

| FORM 990-PF | OTHER EXPENSES | | | STATEMENT 8 |
|---|------------------------------|-----------------------------------|-------------------------------|-------------------------------|
| DESCRIPTION | (A) EXPENSES PER BOOKS | (B) NET INVEST- MENT INCOME | (C) ADJUSTED NET INCOME | (D) CHARITABLE PURPOSES |
| GRANT ADMINISTRATION MISCELLANEOUS INVESTMENT COSTS | 54,875. | 0. | | 54,875. |
| LEGACY 13, LLC EXPENSES | 21. | 21. | | 0. |
| CANYON-JOHNSON URBAN FUND III, LLC | 575. | 0. | | 575. |
| MICROVEST SHORT DURATION FUND, LP | 13,626. | 13,626. | | 0. |
| OFFICE EXPENSES | 19,029. | 19,029. | | 0. |
| CALIFORNIA FILING FEES | 3,234. | 0. | | 0. |
| | 20. | 0. | | 0. |
| TOTAL TO FORM 990-PF, PG 1, LN 23 | 91,380. | 32,676. | | 55,450. |

| FORM 990-PF | CORPORATE STOCK | | STATEMENT 9 |
|---|-----------------|----------------------|-------------|
| DESCRIPTION | BOOK VALUE | FAIR MARKET VALUE | |
| GUAYAKI PREFERRED | 500,000. | 776,000. | |
| TOTAL TO FORM 990-PF, PART II, LINE 10B | 500,000. | 776,000. | |

| FORM 990-PF | OTHER INVESTMENTS | | | STATEMENT 10 |
|--|---------------------|-------------|----------------------|--------------|
| DESCRIPTION | VALUATION METHOD | BOOK VALUE | FAIR MARKET VALUE | |
| CHARLES SCHWAB X5211 | COST | 31,797,498. | 39,837,715. | |
| CHARLES SCHWAB X2820 | COST | 4,733,461. | 5,925,460. | |
| CANYON JOHNSON URBAN FUND III, LP | COST | 562,225. | 711,038. | |
| IMPAX NEF II, LP | COST | 511,128. | 479,466. | |
| ROOT CAPITAL | COST | 800,000. | 800,000. | |
| MICRO ENERGY CREDITS | COST | 100,000. | 100,000. | |
| MICROVEST SHORT DURATION FUND, LP | COST | 1,665,814. | 1,667,141. | |
| TOTAL TO FORM 990-PF, PART II, LINE 13 | | 40,170,126. | 49,520,820. | |

| FORM 990-PF | OTHER ASSETS | | STATEMENT 11 |
|--|----------------------------|------------------------|-------------------|
| DESCRIPTION | BEGINNING OF YR BOOK VALUE | END OF YEAR BOOK VALUE | FAIR MARKET VALUE |
| LEGACY 13, LLC | 52,059. | 51,487. | 51,487. |
| RSF SOCIAL FINANCE - PRI FUND 03 | 403,096. | 406,887. | 406,887. |
| PERSISTENT ENERGY PARTNERS | 1,000,000. | 638,439. | 358,801. |
| YANSA RENOVABLES | 40,000. | 80,000. | 80,000. |
| NATIVE AMERICAN NATURAL FOODS, LLC | 148,799. | 143,680. | 150,000. |
| CALVERT COMMUNITY NOTE 6/30/2013 0.50% | 400,000. | 0. | 0. |
| COEFFICIENT, LLC | 0. | 50,000. | 50,000. |
| TO FORM 990-PF, PART II, LINE 15 | 2,043,954. | 1,370,493. | 1,097,175. |

| FORM 990-PF | OTHER LIABILITIES | | STATEMENT 12 |
|--|-------------------|------------|--------------|
| DESCRIPTION | BOY AMOUNT | EOY AMOUNT | |
| CAPITAL ONE CARD PAYABLE | 1,076. | 66. | |
| TOTAL TO FORM 990-PF, PART II, LINE 22 | 1,076. | 66. | |

FORM 990-PF

LIST OF CONTROLLED ENTITIES
PART VII-A, LINE 11

STATEMENT 13

NAME OF CONTROLLED ENTITY

EMPLOYER ID NO

LEGACY 13, LLC

20-8279363

ADDRESS

1521 E. LOST AVE
COEUR D ALENE, ID 83814