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

Department of the Treasury  
Internal Revenue Service

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

OMB No 1545-0052

2012

Open to Public Inspection

10/31, 2013

For calendar year 2012 or tax year beginning

11/01, 2012, and ending

Name of foundation

LOWENSTEIN BROTHERS FOUNDATION

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

Room/suite

5248 W. 126TH TERRACE

City or town, state, and ZIP code

LEAWOOD, KS 66209

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

J Accounting method

 Cash Accrualof year (from Part II, col. (c), line  
16) ► \$ 4,124,551. Other (specify) \_\_\_\_\_

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

A Employer identification number

43-6055404

B Telephone number (see instructions)

(913) 498-2202

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

**Part I Analysis of Revenue and Expenses** (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check ► <input type="checkbox"/> if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities				
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10				
b Gross sales price for all assets on line 6a	92,352.	92,352.		ATCH 1
7 Capital gain net income (from Part IV, line 2)				
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)	3,806.			ATCH 2
12 Total. Add lines 1 through 11	251,835.	248,029.		
13 Compensation of officers, directors, trustees, etc.	0			
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule)	8,908.	5,901.		3,007.
c Other professional fees (attach schedule)				
17 Interest				
18 Taxes (attach schedule) (see instructions)	1,307.	1,307.		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule)	16,248.	16,248.		
24 Total operating and administrative expenses.	26,463.	23,456.		3,007.
Add lines 13 through 23	235,000.			235,000.
25 Contributions, gifts, grants paid	261,463.	23,456.	0	238,007.
26 Total expenses and disbursements. Add lines 24 and 25				
27 Subtract line 26 from line 12	-9,628.			
a Excess of revenue over expenses and disbursements		224,573.		
b Net investment income (if negative, enter -0-)				
c Adjusted net income (if negative, enter -0-)				

<b>Part II Balance Sheets</b>		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		
		Beginning of year	End of year	
Assets	1 Cash - non-interest-bearing . . . . .	(a) Book Value	(b) Book Value	(c) Fair Market Value
	2 Savings and temporary cash investments . . . . .	217,712.	22,435.	22,435.
	3 Accounts receivable ► . . . . .			
	Less allowance for doubtful accounts ► . . . . .			
	4 Pledges receivable ► . . . . .			
	Less allowance for doubtful accounts ► . . . . .			
	5 Grants receivable . . . . .			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . . .			
	7 Other notes and loans receivable (attach schedule) ► . . . . .			
	Less allowance for doubtful accounts ► . . . . .			
	8 Inventories for sale or use . . . . .			
	9 Prepaid expenses and deferred charges . . . . .			
	10 a Investments - U S and state government obligations (attach schedule).**	43,945.	28,636.	20,567.
	b Investments - corporate stock (attach schedule) ATCH 7 . . . . .	1,587,079.	1,816,815.	2,810,711.
	c Investments - corporate bonds (attach schedule) . . . . .			
	11 Investments - land, buildings, and equipment basis ► . . . . .			
	Less accumulated depreciation ► (attach schedule) . . . . .			
	12 Investments - mortgage loans . . . . .			
	13 Investments - other (attach schedule) . . . . . ATCH 8 . . . . .	1,018,877.	990,099.	1,270,838.
	14 Land, buildings, and equipment basis ► . . . . .			
	Less accumulated depreciation ► (attach schedule) . . . . .			
	15 Other assets (describe ► . . . . .)			
	16 Total assets (to be completed by all filers - see the instructions Also, see page 1, item I) . . . . .	2,867,613.	2,857,985.	4,124,551.
Liabilities	17 Accounts payable and accrued expenses . . . . .			
	18 Grants payable . . . . .			
	19 Deferred revenue . . . . .			
	20 Loans from officers, directors, trustees, and other disqualified persons . . . . .			
	21 Mortgages and other notes payable (attach schedule) . . . . .			
	22 Other liabilities (describe ► . . . . .)			
Net Assets or Fund Balances	23 Total liabilities (add lines 17 through 22) . . . . .	0	0	
	Foundations that follow SFAS 117, check here ► <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
Net Assets or Fund Balances	24 Unrestricted . . . . .			
	25 Temporarily restricted . . . . .			
	26 Permanently restricted . . . . .			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ► <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds . . . . .			
	28 Paid-in or capital surplus, or land, bldg, and equipment fund . . . . .			
	29 Retained earnings, accumulated income, endowment, or other funds . . . . .	2,867,613.	2,857,985.	
	30 Total net assets or fund balances (see instructions) . . . . .	2,867,613.	2,857,985.	
	31 Total liabilities and net assets/fund balances (see instructions) . . . . .	2,867,613.	2,857,985.	

**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	2,867,613.
2 Enter amount from Part I, line 27a . . . . .	2	-9,628.
3 Other increases not included in line 2 (itemize) ► . . . . .	3	
4 Add lines 1, 2, and 3 . . . . .	4	2,857,985.
5 Decreases not included in line 2 (itemize) ► . . . . .	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 . . . . .	6	2,857,985.

\*\*ATCH 6

Form 990-PF (2012)

**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 SEE PART IV SCHEDULE					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69					
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))		
a					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2	155,677.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8			3	0	

**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	224,668.	3,473,975.	0.064672
2010	186,812.	3,446,568.	0.054202
2009	202,846.	3,268,791.	0.062055
2008	184,318.	2,953,794.	0.062400
2007	206,039.	4,312,345.	0.047779

- Total of line 1, column (d) . . . . . 2 0.291108
- Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years . . . . . 3 0.058222
- Enter the net value of noncharitable-use assets for 2012 from Part X, line 5 . . . . . 4 3,823,483.
- Multiply line 4 by line 3 . . . . . 5 222,611.
- Enter 1% of net investment income (1% of Part I, line 27b) . . . . . 6 2,246.
- Add lines 5 and 6 . . . . . 7 224,857.
- Enter qualifying distributions from Part XII, line 4 . . . . . 8 238,007.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter "N/A" on line 1 . . .	Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)	1	2,246.
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b . . .			
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col. (b)			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) . . .	2		
3	Add lines 1 and 2 . . . . .	3		2,246.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) . . .	4		0
5	<b>Tax based on investment income.</b> Subtract line 4 from line 3 If zero or less, enter -0- . . . . .	5		2,246.
6	<b>Credits/Payments</b>			
a	2012 estimated tax payments and 2011 overpayment credited to 2012 . . . . .	6a		880.
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		880.
8	Enter any <b>penalty</b> for underpayment of estimated tax Check here <input checked="" type="checkbox"/> if Form 2220 is attached . . . . .	8		
9	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b> . . . . .	9		1,366.
10	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b> . . . . .	10		
11	Enter the amount of line 10 to be <b>Credited to 2013 estimated tax</b> ►	11	Refunded	

**Part VII-A Statements Regarding Activities**

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

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

11		X
12		X
13	X	
Website address ► N/A		
14	Telephone no ► 913-498-2202	
Located at ► 5248 W 126TH TERRACE, LEAWOOD, KS ZIP+4 ► 66209		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ► <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year ► <input type="checkbox"/> 15	
16	Yes	No X
See the instructions for exceptions and filing requirements for Form TD F 90-221. If "Yes," enter the name of the foreign country ►		

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

	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 type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? . . . . .	1b	X
Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>		
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012? . . . . .	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? . . . . .	<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) . . . . .	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ►		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? . . . . .	<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) . . . . .	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? . . . . .	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012? . . . . .	4b	X

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

5a	During the year did the foundation pay or incur any amount to		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? . . . . .					<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? . . . . .					<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3) Provide a grant to an individual for travel, study, or other similar purposes? . . . . .					<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) . . . . .					<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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? . . . . .					<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? . . . . .					5b
Organizations relying on a current notice regarding disaster assistance check here . . . . . ►					<input type="checkbox"/>	
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? . . . . .		<input type="checkbox"/> Yes	<input type="checkbox"/> 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? . . . . .		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? . . . . .					6b
If "Yes" to 6b, file Form 8870						
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? . . . . .		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? . . . . .					7b

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATCH 9		0	0	0
-----				
-----				
-----				
-----				

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE		0	0	0
-----				
-----				
-----				
-----				
-----				

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

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

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

**Part IX-A** Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc		Expenses
1	NONE	
2		
3		
4		

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

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

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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	1a	3,722,197.
a Average monthly fair market value of securities	1b	159,512.
b Average of monthly cash balances	1c	
c Fair market value of all other assets (see instructions)	1d	3,881,709.
d Total (add lines 1a, b, and c)	1e	
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	2	
2 Acquisition indebtedness applicable to line 1 assets	3	3,881,709.
3 Subtract line 2 from line 1d	4	58,226.
4 Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	5	3,823,483.
5 Net value of noncharitable-use assets Subtract line 4 from line 3 Enter here and on Part V, line 4	6	191,174.
6 Minimum investment return Enter 5% of line 5		

**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	191,174.
2a Tax on investment income for 2012 from Part VI, line 5	2a	2,246.
b Income tax for 2012 (This does not include the tax from Part VI)	2b	
c Add lines 2a and 2b	2c	2,246.
3 Distributable amount before adjustments Subtract line 2c from line 1	3	188,928.
4 Recoveries of amounts treated as qualifying distributions	4	
5 Add lines 3 and 4	5	188,928.
6 Deduction from distributable amount (see instructions)	6	
7 Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	188,928.

**Part XII Qualifying Distributions** (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes	1a	238,007.
a Expenses, contributions, gifts, etc - total from Part I, column (d), line 26	1b	
b Program-related investments - total from Part IX-B	2	
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	3a	
3 Amounts set aside for specific charitable projects that satisfy the	3b	
a Suitability test (prior IRS approval required)	4	238,007.
b Cash distribution test (attach the required schedule)	5	2,246.
4 Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	6	235,761.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)		
6 Adjusted qualifying distributions. Subtract line 5 from line 4		

**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

Form 990-PF (2012)

**Part XIII Undistributed Income (see instructions)**

	(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7 . . . . .				188,928.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only . . . . .				
b Total for prior years 20 10 20 09 20 08				
3 Excess distributions carryover, if any, to 2012				
a From 2007 . . . . .	4,209.			
b From 2008 . . . . .	37,450.			
c From 2009 . . . . .	40,196.			
d From 2010 . . . . .	20,033.			
e From 2011 . . . . .	52,717.			
f Total of lines 3a through e . . . . .	154,605.			
4 Qualifying distributions for 2012 from Part XII, line 4 ► \$ 238,007.				
a Applied to 2011, but not more than line 2a . . . . .				
b Applied to undistributed income of prior years (Election required - see instructions) . . . . .				
c Treated as distributions out of corpus (Election required - see instructions) . . . . .				
d Applied to 2012 distributable amount . . . . .				188,928.
e Remaining amount distributed out of corpus . . . . .	49,079.			
5 Excess distributions carryover applied to 2012 . (If an amount appears in column (d), the same amount must be shown in column (a) )				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	203,684.			
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed . . . . .				
d Subtract line 6c from line 6b Taxable amount - see instructions . . . . .				
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount - see instructions . . . . .				
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013 . . . . .				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions) . . . . .				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions) . . . . .	4,209.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a . . . . .	199,475.			
10 Analysis of line 9				
a Excess from 2008 . . . . .	37,450.			
b Excess from 2009 . . . . .	40,196.			
c Excess from 2010 . . . . .	20,033.			
d Excess from 2011 . . . . .	52,717.			
e Excess from 2012 . . . . .	49,079.			

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

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

b Check box to indicate whether the foundation is a private operating foundation described in section

4942(j)(3) or 4942(j)(5)

		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	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((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 ((3)(B)(ii)) . . . . .					
	(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))

WILLIAM B. LOWENSTEIN

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

N/A

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

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

**a** The name, address, and telephone number or e-mail of the person to whom applications should be addressed  
**ATCH 10**

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

LETTER REQUEST

### **6 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

**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)				
<i>a Paid during the year</i>				
ATCH 11				
<b>Total</b>			► 3a	235,000.
<i>b Approved for future payment</i>				
<b>Total</b>			► 3b	

**Form 990-PF (2012)**

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions )
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments . . . . .					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities . . . . .		92,352.	14		
5 Net rental income or (loss) from real estate					
a Debt-financed property . . . . .					
b Not debt-financed property . . . . .					
6 Net rental income or (loss) from personal property .					
7 Other investment income . . . . .		155,677.	18		
8 Gain or (loss) from sales of assets other than inventory					
9 Net income or (loss) from special events . . . . .					
10 Gross profit or (loss) from sales of inventory . . .					
11 Other revenue a					
b ATCH 12				3,806.	
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e) . . . . .		248,029.		3,806.	
13 Total. Add line 12, columns (b), (d), and (e)					251,835.

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

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

		Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		
a	Transfers from the reporting foundation to a noncharitable exempt organization of		
(1)	Cash . . . . .	1a(1)	X
(2)	Other assets . . . . .	1a(2)	X
b	Other transactions		
(1)	Sales of assets to a noncharitable exempt organization . . . . .	1b(1)	X
(2)	Purchases of assets from a noncharitable exempt organization . . . . .	1b(2)	X
(3)	Rental of facilities, equipment, or other assets . . . . .	1b(3)	X
(4)	Reimbursement arrangements . . . . .	1b(4)	X
(5)	Loans or loan guarantees . . . . .	1b(5)	X
(6)	Performance of services or membership or fundraising solicitations . . . . .	1b(6)	X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees . . . . .	1c	X
d	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received		

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

b If "Yes," complete the following schedule.

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

<b>Sign Here</b>	correct, and complete Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge	  <input checked="" type="checkbox"/> <b>2/3/14</b>	<input checked="" type="checkbox"/> <b>TRUSTEE</b>	<input type="checkbox"/> May the IRS discuss this return with the preparer shown below (see instructions)? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
		Signature of officer or trustee	Date	Title

<b>Paid Preparer Use Only</b>	Print/Type preparer's name <b>STANLEY H. HOUSE</b>	Preparer's signature <i>Stan House</i>	Date <b>1/15/14</b>	Check <input type="checkbox"/> if self-employed	PTIN <b>P00642974</b>
	Firm's name <b>► HOUSE PARK DOBRÄTZ &amp; WIEBLER, P.C.</b>	Firm's EIN ► <b>43-1562209</b>			
	Firm's address <b>► 605 WEST 47TH STREET, SUITE 301 KANSAS CITY, MO</b>	64112	Phone no <b>816-931-3393</b>		

**FORM 990-PF - PART IV**  
**CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
3,222.		166 ENGILITY PROPERTY TYPE: SECURITIES 2,753.				P	07/17/2012	01/15/2013 469.
469,140.		STMT ATTACHED TO SCHED D-1 (FORM 1041) PROPERTY TYPE: SECURITIES 313,932.				P	VARIOUS	VARIOUS 155,208.
TOTAL GAIN(LOSS) .....								<u>155,677.</u>

ATTACHMENT 1FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
DIVIDENDS AND INTEREST FROM SECURITIES	92,352.	92,352.
TOTAL	<u>92,352.</u>	<u>92,352.</u>

ATTACHMENT 2FORM 990PF, PART I - OTHER INCOME

	REVENUE AND EXPENSES PER BOOKS
<u>DESCRIPTION</u> EXCISE TAX REFUND - 2011 FORM 990-PF	<u>3,806.</u>
<u>TOTALS</u>	<u>3,806.</u>

## FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
HOUSE PARK & DOBRATZ, P.C. LOWENSTEIN FINANCIAL SOLUTIONS	1,418. 7,490.	284. 5,617.		1,134. 1,873.
TOTALS	<u>8,908.</u>	<u>5,901.</u>		<u>3,007.</u>

ATTACHMENT 3

FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
FOREIGN INCOME TAX WITHHELD FROM DIVIDENDS	1,307.	1,307.
TOTALS	<u><u>1,307.</u></u>	<u><u>1,307.</u></u>

ATTACHMENT 4

FORM 990PF, PART I - OTHER EXPENSES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
CAPITAL GUARDIAN ACCOUNT MGMT SCHWAB MONEY MANAGEMENT FEES	3,532. 12,716.	3,532. 12,716.
TOTALS	<u>16,248.</u>	<u>16,248.</u>

ATTACHMENT 5

## FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS

## ATTACHMENT 6

FHLMC BONDS - ATTACHMENT 13  
FNMA BONDS - ATTACHMENT 13

US OBLIGATIONS TOTAL

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
FHLMC BONDS - ATTACHMENT 13	6,240.	6,531.
FNMA BONDS - ATTACHMENT 13	22,396.	14,036.
	<u>28,636.</u>	<u>20,567.</u>

FORM 990PF, PART II - CORPORATE STOCK

SCHWAB STOCKS - ATTACHMENT 13

TOTALS

<u>DESCRIPTION</u>	<u>BOOK VALUE</u>	<u>ENDING FMV</u>
	1,816,815.	2,810,711.
	<u>1,816,815.</u>	<u>2,810,711.</u>

ATTACHMENT 7

FORM 990PF, PART II - OTHER INVESTMENTSDESCRIPTIONCAPITAL GUARDIAN MUTUAL  
FUNDS - ATTACHMENT 13TOTALS

<u>DESCRIPTION</u>	<u>BOOK VALUE</u>	<u>ENDING FMV</u>
CAPITAL GUARDIAN MUTUAL FUNDS - ATTACHMENT 13	990,099.	1,270,838.
<b>TOTALS</b>	<b><u>990,099.</u></b>	<b><u>1,270,838.</u></b>

ATTACHMENT 8ENDING  
FMV

	<u>BOOK VALUE</u>	<u>ENDING FMV</u>
		1,270,838.
		<u>1,270,838.</u>

## FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

## ATTACHMENT 9

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS	EXPENSE ACCT
			TO EMPLOYEE	AND OTHER ALLOWANCES
WILLIAM B. LOWENSTEIN 5248 W. 126TH TERRACE LEAWOOD, KS 66209	TRUSTEE	0	0	0
LON J. LOWENSTEIN 5248 W. 126TH TERRACE LEAWOOD, KS 66209	TRUSTEE	0	0	0
GLENN L. LOWENSTEIN 5248 W. 126TH TERRACE LEAWOOD, KS 66209	TRUSTEE	0	0	0
MARJORIE S. KAPLAN 5248 W. 126TH TERRACE LEAWOOD, KS 66209	TRUSTEE	0	0	0
REED LOWENSTEIN 5248 W. 126TH TERRACE LEAWOOD, KS 66209	TRUSTEE	0	0	0
JOHN LOWENSTEIN 5248 W. 126TH TERRACE LEAWOOD, KS 66209	TRUSTEE	0	0	0
GRAND TOTALS		0	0	0

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ATTACHMENT 10

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FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS

WILLIAM B. LOWENSTEIN  
5248 W. 126TH TERRACE  
LEAWOOD, KS 66209  
913-498-2202

## FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 11

## RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR

RECIPIENT NAME AND ADDRESS	FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
LOWENSTEIN FAMILY SUPPORTING FOUNDATION 5801 W. 115TH STREET, SUITE 104 OVERLAND PARK, KS 66211-1824	PUBLIC	COMMUNITY SERVICES	230,000.
CONGREGATION BETH SHALOM 14200 LAMAR AVENUE OVERLAND PARK, KS 66223	PUBLIC	COMMUNITY SERVICES	5,000.
		TOTAL CONTRIBUTIONS PAID	<u>235,000.</u>

FORM 990-PF, PART XVI-A - ANALYSIS OF OTHER REVENUEATTACHMENT 12

<u>DESCRIPTION</u>	<u>BUSINESS CODE</u>	<u>AMOUNT</u>	<u>EXCLUSION CODE</u>	<u>AMOUNT</u>	<u>RELATED OR EXEMPT FUNCTION INCOME</u>
EXCISE TAX REFUND - 2011 FORM 990-PF		01		3,806.	
TOTALS				<u>3,806.</u>	

Portfolio Value - As of 10/31/2013  
As of 10/31/2013

1/2/2014

Page 1

Security	Quote/Price	est	Cost Basis	Gain/Loss	Balance
<b>CG 24600</b>					
Capital World Growth & Income Fd Cl F2	44 030		532,802 23	132,301 99	665,104 22
New Perspective Fund Cl F2	37 820		457,296 68	148,436 76	605,733 44
<b>TOTAL CG 24600</b>		<b>980,098.91</b>		<b>280,738.75</b>	<b>1,270,837.66</b>
<b>Schwab Bonds - Gov</b>					
Fed Home Loan 01/15/29 6 25%	108 840		6,240 00	290 40	6,530 40
Fed Nat Mtg Assn 11/01/22 6 5%	10 360		8,512 77	-3,332 68	5,180 09
Fed Nat Mtg Assn 11/01/23 6 5%	11 478		13,883 72	-5,027 48	8,856 24
<b>TOTAL Schwab Bonds - Gov</b>		<b>28,636.49</b>		<b>-8,069.76</b>	<b>20,566.73</b>
<b>Schwab Stocks</b>					
Acacia Resh	15 090		127,212 43	-45,726 43	81,486 00
Apache Corp	88 800		24,363 86	42,236 14	66,600 00
Arch Cap Group Ltd	57 960		55,380 85	80,825 15	136,206 00
C V S Corp Del	62 260		65,463 47	77,734 53	143,198 00
ChevronTexaco Corp	119 960		37,426 45	70,537 55	107,964 00
Cisco Systems Inc	22 560		78,318 87	38,993 13	117,312 00
Coca Cola Company	39 570		67,366 38	33,537 12	100,903 50
Conoco Phillips	73 330		69,034 56	26,294 44	95,329 00
Costco Wholesale Corp	118 000		44,909 87	84,890 13	129,800 00
Devry, Inc	35 900		86,286 55	16,028 45	102,315 00
Fedex Corporation	131 000		71,692 35	59,307 65	131,000 00
Harris Corporation	61 960		81,474 50	20,759 50	102,234 00
Intel	24 470		113,605 08	-10,219 33	103,385 75
Jacobs Engineering Group	60 820		85,623 13	29,934 87	115,558 00
Johnson & Johnson	92 610		74,584 51	36,547 49	111,132 00
McDonalds Corp	96 520		57,221 14	36,885 86	94,107 00
Microsoft Corp	35 405		90,554 60	24,511 65	115,066 25
Nike Inc Class B	75 760		38,492 26	104,315 34	142,807 60
Paychex, Inc	42 265		72,267 06	33,395 44	105,662 50
PepsiCo Incorporated	84 090		51,665 10	45,038 40	96,703 50
Qualcomm Inc	69 490		77,042 61	58,462 89	135,505 50
T J X Cos, Inc	60 790		70,914 58	35,467 92	106,382 50
Teva Pharm Inds Ltd Adr	37 090		115,503 17	-11,651 17	103,852 00
Tortoise Egy Infrastruct	47 970		19,170 85	21,363 80	40,534 65

ATTACHMENT  
13

Portfolio Value - As of 10/31/2013  
As of 10/31/2013

1/2/2014

Page 2

Security	Quote/Price	est	Cost Basis	Gain/Loss	Balance
Tortoise Energy Capital	34.340		44,255.30	24,424.70	68,680.00
Walgreen Company	59.240		96,985.17	60,000.83	156,986.00
<b>TOTAL Schwab Stocks</b>	<b>1,816,399.06</b>		<b>994,311.69</b>	<b>2,810,710.75</b>	
	<i>415.63</i>		<i>415.63</i>		
<b>TOTAL Investments</b>	<b>2,835,550.10</b>		<b>1,266,565.04</b>	<b>4,102,115.14</b>	

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

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**Name of estate or trust**

## LOWENSTEIN BROTHERS FOUNDATION

Employer identification number  
43-6055404

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

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

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

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

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

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

**Schedule D (Form 1041) 2012**

<b>Part III Summary of Parts I and II</b>		<b>(1) Beneficiaries' (see instr.)</b>	<b>(2) Estate's or trust's</b>	<b>(3) Total</b>
13	Net short-term gain or (loss) . . . . .	13		469.
14	Net long-term gain or (loss):			
a	Total for year . . . . .	14a		155,208.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht) . . . . .	14b		
c	28% rate gain . . . . .	14c		
15	Total net gain or (loss). Combine lines 13 and 14a ►	15		155,677.

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

#### Part IV Capital Loss Limitation

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

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

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

**Form 1041 filers.** Complete this part only if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero.

**Caution:** Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if

- Either line 14b, col (2) or line 14c, col (2) is more than zero, or
- Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero

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

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

- Attach to Schedule D to list additional transactions for lines 1a and 6a.
- Information about Schedule D (Form 1041) and its separate instructions is at [www.irs.gov/form1041](http://www.irs.gov/form1041).

**Name of estate or trust**

LOWENSTEIN BROTHERS FOUNDATION

**Employer identification number**  
43-6055404

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

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

469.

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

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**Schedule D-1 (Form 1041) 2012**

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

**Employer identification number**

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

**6b Total.** Combine the amounts in column (f) Enter here and on Schedule D, line 6b . . . . . 155,208.

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Schedule D-1 (Form 1041) 2012

Capital Gains - Last year  
11/1/2012 through 10/31/2013

Page 1

1/7/2014

Account	Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/Loss
<b>CG 24600</b>							
CG 24600	New Perspective Fund Cl F2	22 674	12/17/2010	1/25/2013	744.63	647.57	97.06
CG 24600	New Perspective Fund Cl F2	25 820	12/17/2010	4/25/2013	871.54	737.42	134.12
CG 24600	New Perspective Fund Cl F2	25 520	12/17/2010	7/25/2013	906.73	728.85	177.88
CG 24600	New Perspective Fund Cl F2	1,760.841	12/17/2010	10/22/2013	67,000.00	50,289.62	16,710.38
CG 24600	Capital World Growth & Incom	21 284	12/17/2010	10/24/2013	939.48	750.05	189.43
<b>TOTAL CG 24600</b>					<b>70,462.38</b>	<b>53,153.51</b>	<b>17,308.87</b>
<b>Schwab Bonds - Gov</b>							
Schwab Bonds - Gov	Fed Home Loan 01/15/29 6 25	10 000	9/8/2005	11/15/2012	1,000.00	1,040.00	-40.00
Schwab Bonds - Gov	Fed Home Loan 01/15/29 6 25	10 000	9/8/2005	12/15/2012	1,000.00	1,040.00	-40.00
Schwab Bonds - Gov	Fed Home Loan 01/15/29 6 25	10 000	9/8/2005	1/15/2013	1,000.00	1,040.00	-40.00
Schwab Bonds - Gov	Fed Home Loan 01/15/29 6 25	10 000	9/8/2005	3/15/2013	1,000.00	1,040.00	-40.00
Schwab Bonds - Gov	Fed Nat Mtg Assn 04/01/32 6	1,775.000	9/14/2005	6/25/2013	2,425.17	4,306.04	-1,880.87
Schwab Bonds - Gov	Fed Home Loan 01/15/29 6 25	10 000	9/8/2005	8/15/2013	1,000.00	1,040.00	-40.00
Schwab Bonds - Gov	Fed Home Loan 01/15/29 6 25	10 000	9/8/2005	10/31/2013	1,000.00	1,040.00	-40.00
<b>TOTAL Schwab Bonds - Gov</b>					<b>8,425.17</b>	<b>10,546.04</b>	<b>-2,120.87</b>
<b>Schwab Stocks</b>							
Schwab Stocks	Tortoise Egg Infrastruct	155 000	5/19/2004	11/26/2012	6,141.20	3,516.55	2,624.65
Schwab Stocks	Gamestop Corp CL A New	2,500 000	5/27/2009	12/12/2012	69,611.73	55,886.20	13,725.53
Schwab Stocks	Gamestop Corp CL A New	1,600 000	3/10/2010	12/12/2012	44,551.51	28,856.95	15,694.56
Schwab Stocks	Engility	166 000	7/17/2012	1/15/2013	3,221.92	2,752.80	469.12
Schwab Stocks	L-3 Communications	1,000 000	11/21/2008	4/17/2013	80,966.14	65,628.69	15,337.45
Schwab Stocks	Phillips 66	300 000	4/30/2012	7/19/2013	17,327.56	13,884.53	3,443.03
Schwab Stocks	Phillips 66	350 000	4/30/2012	7/19/2013	20,215.49	9,103.98	11,111.51
Schwab Stocks	Illinois Tool Works, Inc	800 000	11/3/2000	7/29/2013	57,103.73	21,725.00	35,378.73
Schwab Stocks	Illinois Tool Works, Inc	800 000	3/10/2010	7/29/2013	57,103.73	37,855.35	19,248.38
Schwab Stocks	Arch Cap Group Ltd	200 000	9/5/2007	10/31/2013	11,679.05	4,713.26	6,965.79
Schwab Stocks	C V S Corp Del	200 000	12/4/2006	10/31/2013	12,745.43	5,692.48	7,052.95
Schwab Stocks	Nike Inc Class B	165 000	4/20/2006	10/31/2013	12,721.08	3,369.35	9,351.73
<b>TOTAL Schwab Stocks</b>					<b>393,388.57</b>	<b>252,985.14</b>	<b>140,403.43</b>
<b>Additional Long Term</b>							
<b>OVERALL TOTAL</b>					<b>86.00</b>	<b>—</b>	<b>86.00</b>
					<b>-472,276.42</b>	<b>316,684.69</b>	<b>155,677.43</b>