



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



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

OMB No 1545-0052

2012**Open to Public Inspection**Department of the Treasury
Internal Revenue Service

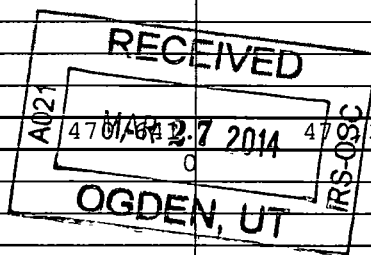
Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements

For calendar year 2012 or tax year beginning**11/01, 2012, and ending****10/31, 2013**

Name of foundation SCHEIDT FAMILY FOUNDATION, INC.		A Employer identification number 62-0989531
Number and street (or P O box number if mail is not delivered to street address) 54 S. WHITE STATION ROAD		B Telephone number (see instructions) (901) 682-8371
City or town, state, and ZIP code MEMPHIS, TN 38117		C If exemption application is pending, check here ☐
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		D 1 Foreign organizations, check here ☐ 2 Foreign organizations meeting the 85% test, check here and attach computation ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 7,911,509.		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐
(Part I, column (d) must be on cash basis)		

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 ☐ if the foundation is not required to attach Sch. B				
3 Interest on savings and temporary cash investments	135.	135.		ATCH 1
4 Dividends and interest from securities	233,225.	232,900.		ATCH 2
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	237,281.			
b Gross sales price for all assets on line 6a	2,661,448.			
7 Capital gain net income (from Part IV, line 2)		237,281.		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)				
12 Total. Add lines 1 through 11				
13 Compensation of officers, directors, trustees, etc.				
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule)	2,000.	2,000.		
c Other professional fees (attach schedule) *	36,549.	36,549.		
17 Interest				
18 Taxes (attach schedule) (see instructions)	6,884.	3,527.		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule)	698.	698.		
24 Total operating and administrative expenses. Add lines 13 through 23	46,131.	42,774.		
25 Contributions, gifts, grants paid	767,200.			767,200.
26 Total expenses and disbursements. Add lines 24 and 25	813,331.	42,774.	0	767,200.
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	-342,690.			
b Net investment income (if negative, enter -0-)		427,542.		
c Adjusted net income (if negative, enter -0-)				



SCANNED APR 08 2014

Operating and Administrative Expenses

24

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing				
	2	Savings and temporary cash investments	396,155.	404,523.	405,523.	
	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)				
	b	Investments - corporate stock (attach schedule) ATCH 7	4,842,176.	4,887,085.	7,143,144.	
	c	Investments - corporate bonds (attach schedule) ATCH 8	684,103.	287,886.	362,842.	
	11	Investments - land, buildings, and equipment basis Less: accumulated depreciation (attach schedule) ▶				
	12	Investments - mortgage loans				
	13	Investments - other (attach schedule)				
	14	Land, buildings, and equipment basis Less: accumulated depreciation (attach schedule) ▶				
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	5,922,434.	5,579,494.	7,911,509.		
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons	8,099.	7,849.		
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe ▶ ATCH 9)	41,774.	41,774.		
	23	Total liabilities (add lines 17 through 22)	49,873.	49,623.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ☐					
	and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ☒					
	27	Capital stock, trust principal, or current funds	1,401,204.	1,638,485.		
	28	Paid-in or capital surplus, or land, bldg, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds	4,471,357.	3,891,386.		
	30	Total net assets or fund balances (see instructions)	5,872,561.	5,529,871.		
31	Total liabilities and net assets/fund balances (see instructions)	5,922,434.	5,579,494.			

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	5,872,561.
2	Enter amount from Part I, line 27a	2	-342,690.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	5,529,871.
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	5,529,871.

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) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))		
a					
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	237,281.	
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	1,297,119.	6,970,748.	0.186080
2010	194,000.	7,755,866.	0.025013
2009	255,060.	7,343,684.	0.034732
2008	170,400.	6,623,773.	0.025726
2007	435,285.	9,078,174.	0.047949
2 Total of line 1, column (d)			2 0.319500
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 0.063900
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5			4 7,374,207.
5 Multiply line 4 by line 3			5 471,212.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 4,275.
7 Add lines 5 and 6			7 475,487.
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			8 767,200.

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		1	4,275.
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	4,275.
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	4,275.
6 Credits/Payments.			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	4,063.	
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	4,063.	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	16.	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	228.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be Credited to 2013 estimated tax ☒ Refunded ☐	11		

Part VII-A Statements Regarding Activities

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

Form 990-PF (2012)

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address ▶ N/A				
14	The books are in care of ▶ THOMAS NOLEN Telephone no ▶ 901 937-3823			
Located at ▶ 5100 WHEELIS DRIVE SUITE 106 MEMPHIS, TN ZIP+4 ▶ 38117				
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		
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶				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? ☐ Yes ☒ No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b	X
Organizations relying on a current notice regarding disaster assistance check here ▶ ☐		
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? ☐ Yes ☒ No		
If "Yes," list the years ▶		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)	2b	X
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No		
b If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012)	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b	X

Form 990-PF (2012)

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)? (see instructions) ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?**5b**Organizations relying on a current notice regarding disaster assistance check here ☒**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☒ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No**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? ☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No**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 10		0	0	0

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

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

Total number of other employees paid over \$50,000 ☐Form **990-PF** (2012)

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		
Total number of others receiving over \$50,000 for professional services ▶		

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 NOT APPLICABLE	
2 NOT APPLICABLE	
3 NOT APPLICABLE	
4 NOT APPLICABLE	

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	
Total. Add lines 1 through 3 ▶	

Form 990-PF (2012)

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	7,147,794.
b	Average of monthly cash balances	1b	338,711.
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	7,486,505.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	7,486,505.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	112,298.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	7,374,207.
6	Minimum investment return. Enter 5% of line 5	6	368,710.

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	368,710.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	4,275.
b	Income tax for 2012 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	4,275.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	364,435.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	364,435.
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	364,435.

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	767,200.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
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	767,200.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	4,275.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	762,925.

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				364,435.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only				
b Total for prior years 20 <u>10</u> , 20 <u>09</u> , 20 <u>08</u>				
3 Excess distributions carryover, if any, to 2012:				
a From 2007				
b From 2008				
c From 2009				
d From 2010				
e From 2011 955,970.				
f Total of lines 3a through e	955,970.			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ <u>767,200.</u>				
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				364,435.
e Remaining amount distributed out of corpus	402,765.			
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	1,358,735.			
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)				
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	1,358,735.			
10 Analysis of line 9:				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011 955,970.				
e Excess from 2012 402,765.				

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

NOT APPLICABLE

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

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

4942(j)(3) or

4942(j)(5)

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

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see instructions.)**1 Information Regarding Foundation Managers:**

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

RUDI E. SCHEIDT - SECRETARY/TREASURER AND DIRECTOR

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 11

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

ATCH 12

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

ATCH 13

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 <i>Paid during the year</i> ATCH 14				
Total			▶ 3a	767,200.
b <i>Approved for future payment</i>				
Total			▶ 3b	

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			14	135.	
4	Dividends and interest from securities			14	232,900.	325.
5	Net rental income or (loss) from real estate					
a	Debt-financed property					
b	Not debt-financed property					
6	Net rental income or (loss) from personal property .					
7	Other investment income					
8	Gain or (loss) from sales of assets other than inventory			18	237,281.	
9	Net income or (loss) from special events . . .					
10	Gross profit or (loss) from sales of inventory . .					
11	Other revenue a _____					
b	_____					
c	_____					
d	_____					
e	_____					
12	Subtotal. Add columns (b), (d), and (e)				470,316.	325.
13	Total. Add line 12, columns (b), (d), and (e)				470,316.	325.

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

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

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

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

Form 990-PF (2012)

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)	
1,055,571.		SHORT TERM CAPITAL GAIN/LOSS 1,029,616.					01/01/2013 25,955.	10/31/2013
1,605,877.		LONG TERM CAPITAL GAIN/LOS 1,394,551.					01/01/2012 211,326.	10/31/2013
TOTAL GAIN (LOSS)							<u>237,281.</u>	

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
SUNTRUST CHECKING ACCOUNT	97.	97.
RAYMOND JAMES	38.	38.
TOTAL	135.	135.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
LEPERCQ DE NEUFLIZE TOCQUEVILLE, NOM:		
MONEY MARKET DIVIDENDS	14.	14.
DOMESTIC AND FOREIGN DIVIDENDS	192,275.	192,275.
RAYMOND JAMES:		
DOMESTIC AND FOREIGN DIVIDENDS	13,617.	13,617.
LEPERCQ DE NEUFLIZE TOCQUEVILLE, NOM:		
INTEREST FROM DOMESTIC SECURITIES	17,073.	17,073.
INTEREST FROM FOREIGN SECURITIES	9,921.	9,921.
INTEREST FROM GOVERNMENT BONDS	325.	
TOTAL	<u>233,225.</u>	<u>232,900.</u>

ATTACHMENT 3

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>
TAX RETURN PREPARATION	2,000.	2,000.		
TOTALS	<u>2,000.</u>	<u>2,000.</u>		

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
INVESTMENT MANAGEMENT FEES	36,549.	36,549.
TOTALS	<u>36,549.</u>	<u>36,549.</u>

FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
FOREIGN TAX WITHHELD-DIVIDENDS	3,527.	3,527.
EXCISE TAXES PAID	3,357.	
TOTALS	<u>6,884.</u>	<u>3,527.</u>

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
BANK SERVICE CHARGES/WIRE FEES	698.	698.
TOTALS	698.	698.

ATTACHMENT 7

FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
COCA COLA	9,765.	9,765.	340,304.
SUNTRUST BANKS INC.	300,790.	300,790.	470,960.
AT&T	135,662.	135,662.	181,000.
AMERICAN ELECTRIC	112,882.	112,882.	140,520.
ANADARKO PETE	108,483.		
AUTOMATIC DATA PROCESSING	106,348.	106,348.	187,563.
BCE		169,658.	174,120.
BRISTOL MEYERS	128,454.	128,454.	262,600.
CANADIAN NATL RY CO		152,835.	164,895.
CHEVRON		149,714.	149,950.
COCA COLA	64,525.		
DEUTSCHE TELEKOM	42,629.		
DOMINION RESOURCES	108,612.	234,021.	318,750.
DOW CHEMICAL	138,977.	111,181.	157,880.
DUKE	110,341.	110,341.	143,460.
DUPONT E I	144,961.	144,961.	244,800.
EXXON	130,428.		
GENERAL ELECTRIC	94,662.	94,662.	156,840.
GENERAL MILLS	111,414.	111,414.	151,260.
GENUINE PARTS	56,982.	56,982.	157,660.
HSBC HOLDINGS	89,995.	89,995.	101,497.
IBM	74,587.	74,587.	107,526.
INTEL	113,150.	137,287.	146,820.
JOHNSON & JOHNSON	25,405.	25,405.	185,220.
KIMBERLY CLARK	89,574.	89,574.	162,000.
KINDER MORGAN ENERGY PARTNERS	59,469.	59,469.	212,628.
KROGER		103,503.	171,360.
M & T BANK CORP	83,943.	83,942.	112,530.
MCDONALDS	108,452.	108,452.	115,824.

ATTACHMENT 7 (CONT'D)

FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
MERCK	98,794.	98,794.	135,270.
METLIFE	239,210.		
MICROSOFT	160,144.	160,144.	212,430.
MMM	161,692.	161,692.	251,700.
NOVARTIS	253,884.	114,127.	155,100.
PLAINS ALL AMERICAN PIPELINE		218,941.	204,880.
PFIZER	155,134.	155,134.	245,480.
ROCHE HOLDINGS	128,488.	128,488.	208,050.
ROYAL DUTCH	239,378.		
THE SOUTHERN COMPANY	76,065.		
SOUTHERN CALIFORNIA EDISON	353,332.	353,332.	353,392.
SYSCO CORP	102,062.	102,062.	113,190.
WESTERN GAS PARTNERS		148,376.	180,330.
WEYERHAEUSER CO.	219,109.	219,109.	246,605.
ZIONS	104,394.	125,002.	118,750.
TOTALS	<u>4,842,176.</u>	<u>4,887,085.</u>	<u>7,143,144.</u>

ATTACHMENT 8

FORM 990PF, PART II - CORPORATE BONDS

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
MFG & TRADERS 5.629%	187,814.	187,814.	258,750.
FORD MOTOR 3%	100,072.	100,072.	104,092.
AUSTRALIAN NOTE	396,217.		
TOTALS	<u>684,103.</u>	<u>287,886.</u>	<u>362,842.</u>

FORM 990PF, PART II - OTHER LIABILITIES

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>
DUE TO TOCQUEVILLE FOR OVERPAY	41,774.	41,774.
TOTALS	<u>41,774.</u>	<u>41,774.</u>

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

ATTACHMENT 10

TITLE AND AVERAGE HOURS PER
WEEK DEVOTED TO POSITION

NAME AND ADDRESS

HELEN H. SCHEIDT
54 S. WHITE STATION ROAD
MEMPHIS, TN 38117

PRESIDENT

0 0 0

E. ELKAN SCHEIDT
54 S. WHITE STATION ROAD
MEMPHIS, TN 38117

VICE PRES

0 0 0

SUSAN SCHEIDT ARNEY
54 S. WHITE STATION ROAD
MEMPHIS, TN 38117

VICE PRES

0 0 0

RUDI E. SCHEIDT, JR.
54 S. WHITE STATION ROAD
MEMPHIS, TN 38117

VICE PRES

0 0 0

HELEN SCHEIDT GRONAUER
54 S. WHITE STATION ROAD
MEMPHIS, TN 38117

VICE PRES

0 0 0

RUDI E. SCHEIDT
54 S. WHITE STATION ROAD
MEMPHIS, TN 38117

SECR-TREAS

0 0 0

GRAND TOTALS

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

HELEN H. SCHEIDT
54 S. WHITE STATION ROAD
MEMPHIS, TN 38117
901 682-8371

990PF, PART XV - FORM AND CONTENTS OF SUBMITTED APPLICATIONS

THE FORM, INFORMATION, AND MATERIALS ARE AT THE DISCRETION
OF THE APPLICANT.

990PF, PART XV - RESTRICTIONS OR LIMITATIONS ON AWARDS

AT THE PRESENT TIME, GRANTS AND CONTRIBUTIONS ARE MADE ONLY TO PUBLIC CHARITIES, ETC. AS DESCRIBED IN IRC 509(A)(1), (2), & (3).

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

ATTACHMENT 14

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
TEMPLE ISRAEL 1376 EAST MASSEY ROAD MEMPHIS, TN 38120	UNRELATED	CHARITABLE	35,000.
UNION FOR REFORM JUDAISM 633 THIRD AVENUE NEW YORK, NY 10017	UNRELATED	RELIGIOUS	50,000.
IRIS ORCHESTRA 1801 EXETER ROAD GERMANTOWN, TN 38138	UNRELATED	CHARITABLE	8,000.
NEW MEMPHIS 22 NORTH FRONT STREET MEMPHIS, TN 38103	UNRELATED	EDUCATIONAL	5,000.
UNIVERSITY OF MEMPHIS - SCHOOL OF MUSIC 635 NORMAL STREET MEMPHIS, TN 38152	UNRELATED	EDUCATIONAL	350,000.
UNIVERSITY OF MEMPHIS - SCHOOL OF MUSIC 635 NORMAL STREET MEMPHIS, TN 38152	UNRELATED	EDUCATIONAL	50,000.

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

ATTACHMENT 14 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
MEMPHIS IN MAY 56 S. FRONT STREET MEMPHIS, TN 38103	UNRELATED	CHARITABLE	5,000.
UNIVERSITY OF MEMPHIS 635 NORMAL STREET MEMPHIS, TN 38152	UNRELATED	EDUCATIONAL	6,000.
METROPOLITAN OPERA LINCOLN CENTER NEW YORK, NY 10023	UNRELATED	CHARITABLE	13,500.
THE SANTA FE OPERA PO BOX 2408 SANTA FE, NM 87504	UNRELATED	EDUCATIONAL	10,000.
GERMANTOWN PERFORMING ARTS CENTER 1801 EXETER ROAD GERMANTOWN, TN 38138	UNRELATED	CHARITABLE	25,000.
CHILDREN'S HEALTH FOUNDATION 400 WEST MAIN STREET, #210 ASPEN, CO 81611	UNRELATED	CHARITABLE	1,000.

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

ATTACHMENT 14 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
MEMPHIS LIBRARY FOUNDATION 3030 POPLAR AVENUE MEMPHIS, TN 38111	UNRELATED	CHARITABLE	6,000.
MEMPHIS SYMPHONY ORCHESTRA 585 SOUTH MENDENHALL MEMPHIS, TN 38117	UNRELATED	EDUCATIONAL	75,000.
COTTON MUSEUM 65 UNION AVENUE MEMPHIS, TN 38103	UNRELATED	EDUCATIONAL	25,000.
CHURCH HEALTH CENTER 1210 PEABODY AVE MEMPHIS, TN 38104	UNRELATED	EDUCATIONAL	500.
WOMEN'S FOUNDATION FOR A GREATER MEMPHIS 40 S. MAIN STREET MEMPHIS, TN 38103	UNRELATED	CHARITABLE	5,000.
MEMPHIS ZOO 2000 PRENTISS PLACE MEMPHIS, TN 38112	UNRELATED	CHARITABLE	5,000.

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

ATTACHMENT 14 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
BROOKS MUSEUM 1934 POPLARE AVENUE MEMPHIS, TN 38104	UNRELATED	EDUCATIONAL	4,750.
ASSOCIATION OF FUNDRAISING PROFESSIONALS 36 BAZEBERRY ROAD CORDOVA, TN 38018	UNRELATED	CHARITABLE	1,000.
HUTCHISON SCHOOL 1740 RIDGEWAY ROAD MEMPHIS, TN 38117	UNRELATED	EDUCATIONAL	1,000.
ST. GEORGE'S SCHOOL 3749 KIMBALL MEMPHIS, TN 38111	UNRELATED	EDUCATIONAL	5,000.
OPERA MEMPHIS 6745 WOLF RIVER GREENWAY MEMPHIS, TN 38120	UNRELATED	CHARITABLE	25,000.
ASPEN MUSIC FESTIVAL 225 MUSIC SCHOOL ROAD ASPEN, CO 81611	UNRELATED	CHARITABLE	35,450.

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

ATTACHMENT 14 (CONT'D)

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR
AND
FOUNDATION STATUS OF RECIPIENT

RECIPIENT NAME AND ADDRESS

PURPOSE OF GRANT OR CONTRIBUTION

AMOUNT

TULANE UNIVERSITY
6823 ST. CHARLES
NEW ORLEANS, LA 70118

UNRELATED

EDUCATIONAL

15,000.

MOST
850 RIDGELAKE BLVD
MEMPHIS, TN 38119

UNRELATED

EDUCATIONAL

5,000.

TOTAL CONTRIBUTIONS PAID

767,200.

**SCHEDULE D
(Form 1041)**

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

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

OMB No 1545-0092

2012

Name of estate or trust

SCHEIDT FAMILY FOUNDATION, INC.

Employer identification number

62-0989531

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

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

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

b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	25,955.
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	
4 Short-term capital loss carryover Enter the amount, if any, from line 9 of the 2011 Capital Loss Carryover Worksheet	4	()
5 Net short-term gain or (loss). Combine lines 1a through 4 in column (f) Enter here and on line 13, column (3) on the back	5	25,955.

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					

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	211,326.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	
9 Capital gain distributions	9	
10 Gain from Form 4797, Part I	10	
11 Long-term capital loss carryover Enter the amount, if any, from line 14 of the 2011 Capital Loss Carryover Worksheet	11	()
12 Net long-term gain or (loss). Combine lines 6a through 11 in column (f) Enter here and on line 14a, column (3) on the back	12	211,326.

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

Schedule D (Form 1041) 2012

Part III Summary of Parts I and II		(1) Beneficiaries' (see instr.)	(2) Estate's or trust's	(3) Total
Caution: Read the instructions before completing this part.				
13	Net short-term gain or (loss)	13		25,955.
14	Net long-term gain or (loss):			
a	Total for year	14a		211,326.
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		237,281.

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

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

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

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

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

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

Schedule D (Form 1041) 2012

Scheidt Family Foundation
Substitute Schedule D-1
10/31/2013

			<u>Proceeds</u>	<u>Basis</u>	<u>Gain/Loss</u>
Short-Term Capital Gains and Losses					
FOREIGN CURRENCY GAIN/LOSS		Nov 15 12	965 34	-	965 34
FOREIGN CURRENCY GAIN/LOSS		Nov 15 12	(373 60)	-	(373.60)
1 61 AUD 6/20/12	Jun 30 12	Dec 3 12	1 67	1 64	0 03
2 AUD 6/20/12_sld#1	Jun 30 12	Nov 15 12	1 98	1 93	0.05
4,000 DEUTSCHE TELEKOM 6/21/12	Jun 21 12	Jan 16 13	47,183 73	42,628 80	4,554 93
1,000 KROGER 12/27/12-PER_sld#1	Dec 27 12	Jun 4 13	34,154 60	25,875 80	8,278 80
3,500 METLIFE INC 3/14/12	Mar 14 12	Dec 24 12	114,873 96	131,700 35	(16,826 39)
10,000 TNT EXPRESS 1/17/13-PER	Jan 17 13	May 1 13	75,242 30	72,151 00	3,091 30
2,500 TOTAL S A 3/19/13-PER	Mar 19 13	Oct 21 13	150,895.37	124,804 35	26,091 02
200 NY ST ENERGY 0%-10/1/28-PER	Mar 14 13	Jun 6 13	199,998 00	200,002 00	(4 00)
400,000 AUSTRALIAN NOTE 4/5% 10/20/14	Nov 20 12	Dec 4 12	432,627 64	432,450 47	177 17
Total Short-term			1,055,570 99	1,029,616 34	25,954 65
Long-Term Capital Gains and Losses					
250 ANADARKO PETE 4/21/09	Apr 21 09	Oct 17 13	24,079 38	10,488 17	13,591 21
750 ANADARKO PETE 5/6/09	May 6 09	Oct 17 13	72,238 14	35,363 53	36,874 61
1,000 ANADARKO PETE 5/23/12-CS	May 23 12	Oct 17 13	96,317.52	62,631 60	33,685 92
2,000 COCA COLA 3/2/11-PER	Mar 2 11	Mar 6 13	77,310.66	64,525 20	12,785 46
9/26/1902 DOW CHEMICAL 8/29/11_sld#1	Aug 29 11	Oct 17 13	41,185.68	27,795 30	13,390 38
2/8/1904 EXXON MOBIL 2/22/12	Feb 22 12	Mar 19 13	133,117 01	130,426 55	2,690 46
11/4/1906 METLIFE INC 6/1/11	Jun 1 11	Dec 24 12	82,052 82	107,509 00	(25,456 18)
1,500 NOVARTIS AG 8/10/11	Aug 10 11	Mar 6 13	103,155 93	82,692 95	20,462 98
1,000 NOVARTIS AG ADR 1/10/12_sld#1	Jan 10 12	Mar 7 13	68,634 16	57,063 57	11,570 59
1,200 ROYAL DUTCH PETE 5/24/11	May 24 11	Jan 18 13	83,991 95	82,822 16	1,169 79
800 ROYAL DUTCH SHELL 6/2/11	Jun 2 11	Jan 18 13	55,994 64	55,881 04	113 60
1,000 ROYAL DUTCH SHELL 11/8/11-PER	Nov 8 11	Feb 21 13	65,155.83	71,910 63	(6,754 80)
400 ROYAL DUTCH SHELL 11/8/11-PER_sld#1	Nov 8 11	Jan 18 13	27,997 32	28,764 25	(766 93)
3,000 THE SOUTHERN CO 11/23/02	Nov 23 02	Oct 16 13	122,563 56	76,065 00	46,498 56
3,000 ZIONS BANCORP 3/21/12	Mar 21 12	Jun 12 13	82,081 27	66,939 50	15,141 77
2,000 ZIONS BANCORP 5/23/12-CS	May 23 12	Jun 12 13	54,720 84	37,454 80	17,266 04
1 AUSTRALIAN NOTE - 11/8/10	Nov 8 10	Nov 15 12	415,280 00	396,217 32	19,062 68
Total Long-term			1,605,876 71	1,394,550 57	211,326 14
TOTAL CAPITAL GAINS			2,661,447.70	2,424,166 91	237,280 79