Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ **Do not enter Social Security numbers on this form as it may be made public.**
▶ **Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.**

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning , and ending

Name of foundation: The Kneisel Foundation, Inc

A Employer identification number: 04-3136120

Number and street (or P O box number if mail is not delivered to street address): Glovsky & Glovsky, 8 Washington Str — Room/suite:

B Telephone number (see instructions): (978) 922-5000

City or town: Beverly — State: MA — ZIP code: 01915

Foreign country name — Foreign province/state/county — Foreign postal code

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 ▶ ☐

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

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

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶ $ 3,974,301

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

	Line	Description	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ▶ ☒ if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	90,216	90,216		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	273,999			
	b	Gross sales price for all assets on line 6a 1,794,620				
	7	Capital gain net income (from Part IV, line 2)		273,999		
	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) TAX REFUND / NON-TAX INCOME	4,585			
	12	**Total.** Add lines 1 through 11	368,800	364,215	0	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc				
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)	22,456			
	b	Accounting fees (attach schedule)	12,000			
	c	Other professional fees (attach schedule) ADR FEES / ADVISORY	34,985	34,985		
	17	Interest 4940 / FTC	2	2		
	18	Taxes (attach schedule) (see instructions)	3,765	439		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule) MA Filing Fee	35			
	24	**Total operating and administrative expenses.** Add lines 13 through 23	73,243	35,426	0	0
	25	Contributions, gifts, grants paid	239,000			239,000
	26	**Total expenses and disbursements.** Add lines 24 and 25	312,243	35,426	0	239,000
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	56,557			
	b	**Net investment income** (if negative, enter -0-)		328,789		
	c	**Adjusted net income** (if negative, enter -0-)			0	

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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	77,957	21,983	21,983
	2	Savings and temporary cash investments	103,000	400,283	400,283
	3	Accounts receivable ▶ PROCEEDS/INTEREST/DIVS RECEIVABLE			
		Less allowance for doubtful accounts ▶	3,060	2,401	2,401
	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 (INTEREST)			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	1,947,197	2,101,995	2,922,098
	c	Investments—corporate bonds (attach schedule)	959,004	624,077	627,536
	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)	3,090,218	3,150,739	3,974,301
Liabilities	17	Accounts payable and accrued expenses	70		
	18	Grants payable	2,250	9,750	
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)	2,320	9,750	
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	1,305	1,305	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	153,935	153,935	
	29	Retained earnings, accumulated income, endowment, or other funds	2,932,658	2,985,749	
	30	**Total net assets or fund balances** (see instructions)	3,087,898	3,140,989	
	31	**Total liabilities and net assets/fund balances** (see instructions)	3,090,218	3,150,739	

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	3,087,898
2	Enter amount from Part I, line 27a	2	56,557
3	Other increases not included in line 2 (itemize) ▶ PRIOR YEAR ADJUSTMENT	3	
4	Add lines 1, 2, and 3	4	3,144,455
5	Decreases not included in line 2 (itemize) ▶ PRIOR YEAR ADJUSTMENT	5	3,466
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	3,140,989

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 ATTACHED SCHEDULE - SHORT TERM	P	VAR	VAR.
b	SEE ATTACHED SCHEDULE - LONG TERM	P	VAR.	VAR.
c	CAPITAL GAIN DISTRIBUTIONS	P	VAR	VAR.
d	FRAC SHARE MALLINCKRODT PLC	P	VAR.	7/16/2013
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	649,328		605,644	43,684
b	1,144,579		914,977	229,602
c	702			702
d	11			11
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				43,684
b				229,602
c				702
d				11
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** 273,999

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))
2012	202,714	3,488,354	0 058112
2011	192,600	3,777,619	0 050984
2010	221,300	3,698,809	0 059830
2009	211,710	3,339,605	0 063394
2008	231,415	4,122,408	0 056136

2	**Total** of line 1, column (d)	2	0 288456
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 057691
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	3,694,095
5	Multiply line 4 by line 3	5	213,116
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	3,288
7	Add lines 5 and 6	7	216,404
8	Enter qualifying distributions from Part XII, line 4	8	239,000

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter. ____________ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☒ and enter 1% of Part I, line 27b	1	3,288
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	0
3	Add lines 1 and 2	3	3,288
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	3,288
6	Credits/Payments.		
a	2013 estimated tax payments and 2012 overpayment credited to 2013 — 6a 3,326		
b	Exempt foreign organizations—tax withheld at source — 6b		
c	Tax paid with application for extension of time to file (Form 8868) — 6c 3,850		
d	Backup withholding erroneously withheld — 6d		
7	Total credits and payments Add lines 6a through 6d	7	7,176
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	0
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	3,888
11	Enter the amount of line 10 to be **Credited to 2014 estimated tax▶** 3,888 **Refunded** ▶	11	0

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		X
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ________ **(2)** On foundation managers ▶$ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	N/A	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ MASSACHUSETTS			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

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

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

Website address ▶

14 The books are in care of ▶ ANTHONY P. FUSCO, ESQ Telephone no ▶ (978) 922-5000
Located at ▶ 8 WASHINGTON ST , BEVERLY MA ZIP+4 ▶ 01915

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

			Yes	No
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes," enter the name of the foreign country ▶			

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

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

			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	N/A	
	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 2013?	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 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? ☐ Yes ☒ No
If "Yes," list the years ▶ 20 ____ , 20 ____ , 20 ____ , 20 ____

			Yes	No
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
▶ 20 ____ , 20 ____ , 20 ____ , 20 ____

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

			Yes	No
b	If "Yes," did it have excess business holdings in 2013 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 2013)*	3b	N/A	
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 2013?	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		
	(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**	N/A
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐		
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	☐ Yes ☐ No	
	If "Yes," attach the statement required by Regulations section 53 4945–5(d)		
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No	
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	**6b**	No: X
	If "Yes" to 6b, file Form 8870		
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No	
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	**7b**	N/A

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

1 List all officers, directors, trustees, foundation managers and their compensation (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
SEE ATTACHED SCHEDULE	VARIOUS	0		
SEE ATTACHED SCHEDULE	VARIOUS	0		
SEE ATTACHED SCHEDULE	VARIOUS	0		
SEE ATTACHED SCHEDULE	VARIOUS	0		

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

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

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(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 ▶		NONE

Part IX-A Summary of Direct Charitable Activities N/A

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	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions) N/A

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments See instructions 3	
Total. Add lines 1 through 3 ▶	0

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	3,730,933
b	Average of monthly cash balances	1b	19,417
c	Fair market value of all other assets (see instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	3,750,350
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	3,750,350
4	Cash deemed held for charitable activities Enter 1 ½ % of line 3 (for greater amount, see instructions)	4	56,255
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	3,694,095
6	**Minimum investment return.** Enter 5% of line 5	6	184,705

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	184,705
2a	Tax on investment income for 2013 from Part VI, line 5	2a	3,288		
b	Income tax for 2013 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	3,288
3	Distributable amount before adjustments Subtract line 2c from line 1			3	181,417
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	181,417
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	181,417

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	239,000
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	239,000
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	3,288
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	235,712

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 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7					181,417
2 Undistributed income, if any, as of the end of 2013					
a Enter amount for 2012 only				0	
b Total for prior years 20____, 20____, 20____					
3 Excess distributions carryover, if any, to 2013:					
a From 2008	25,700				
b From 2009	44,196				
c From 2010	38,228				
d From 2011					
e From 2012	28,938				
f **Total** of lines 3a through e		137,062			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ $ 239,000					
a Applied to 2012, 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 2013 distributable amount					181,417
e Remaining amount distributed out of corpus		57,583			
5 Excess distributions carryover applied to 2013. *(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		194,645			
b Prior years' undistributed income Subtract line 4b from line 2b			0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed					
d Subtract line 6c from line 6b Taxable amount—see instructions					
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount—see instructions				0	
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014					0
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 2008 not applied on line 5 or line 7 (see instructions)		25,700			
9 **Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a		168,945			
10 Analysis of line 9:					
a Excess from 2009	44,196				
b Excess from 2010	38,228				
c Excess from 2011					
d Excess from 2012	28,938				
e Excess from 2013	57,583				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, 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			
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	(e) Total
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					0
b 85% of line 2a					0
c Qualifying distributions from Part XII, line 4 for each year listed					0
d Amounts included in line 2c not used directly for active conduct of exempt activities					0
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					0
3 Complete 3a, b, or c for the alternative test relied upon.					
a "Assets" alternative test—enter. (1) Value of all assets					0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					0
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)					0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0
(3) Largest amount of support from an exempt organization					0
(4) Gross investment income					0

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 J KNEISEL / ANNE H KNEISEL

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

NONE

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

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

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE ATTACHED SCHEDULE	NONE	EOF	CHARITABLE	239,000
Total . . . . . . ▶ **3a**				239,000
b *Approved for future payment*				
Total . . . . ▶ **3b**				0

Part XVI-A Analysis of Income-Producing Activities N/A

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					
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					
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)					0

13 **Total.** Add line 12, columns (b), (d), and (e) 13 0

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)

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

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

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

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

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

b If "Yes," complete the following schedule.

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

Sign Here

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

W J Kneisel | 11.10.14 | PRESIDENT

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☑ if self-employed	PTIN
Jeffrey L. Newhouse 771 West 13th Street Tulsa, OK 74127	[signature]	11/4/14		P00296489
Firm's name ▶			Firm's EIN ▶	
Firm's address ▶			Phone no	

Client Statement

For the period 11/30/2013 to 12/31/2013

KNEISEL FOUNDATION INC

2013 · Form 990-PF
EIN: 04-3136120
Part II - Lines 10a, b + c

NEUBERGER | BERMAN

JPMCC Account: 541-23404 017
Base Currency: USD
NB Account Number: 550-44246

Positions In Your Account

Quantity	Description	Ticker/Cusip	Purchase Date	Average Unit Cost (1)(4)(9)	Total Cost (1)(4)(9)	Price	Mkt Value	% Portfolio (12)	Annual Income (6)	Yield (10)
EQUITIES										
3,090	***AMDOCS LIMITED		12/30/2005	27 4580	84,845 22		127,431 60			
825	***AMDOCS LIMITED		06/01/2009	22 2262	18,336 62		34,023 00			
3,915	**POSITION TOTAL**	DOX		26 3555	103,181 84	41 2400	161,454 60	4 09	2,035 80	1 26
390	***AON PLC SHS CL A		09/30/2013	74 2467	28,956 21		32,717 10			
660	***AON PLC SHS CL A		10/01/2013	74 2329	48,993 71		55,367 40			
1,050	**POSITION TOTAL**	AON		74 2380	77,949 92	83 8900	88,084 50	2 23	735 00	0 83
835	***ASML HOLDING N V N Y REGISTRY SHS 2012	ASML	11/05/2013	90 5842	75,637 81	93 7000	78,239 50	1 98	490 15	0 63
600	CELGENE CORP		05/31/2013	123 9839	74,390 34		101,380 80			
10	CELGENE CORP		07/19/2013	132 0000	1,320 00		1,689 68			
270	CELGENE CORP		08/15/2013	135 0000	36,450 00		45,621 36			
880	**POSITION TOTAL**	CELG		127 4549	112,160 34	168 9680	148,691 84	3 76	0 00	0 00
4,575	CORNING INC		09/15/2009	15 7120	71,882 40		81,526 50			
775	CORNING INC		03/22/2012	13 8511	10,734 60		13,810 50			
5,350	**POSITION TOTAL**	GLW		15 4424	82,617 00	17 8200	95,337 00	2 41	2,140 00	2 24

Client Statement

For the period 11/30/2013 to 12/31/2013
KNEISEL FOUNDATION INC

NEUBERGER | BERMAN

JPMCC Account: 541-23404 017
Base Currency: USD
NB Account Number: 550-44246

Positions In Your Account

Quantity	Description	Ticker/Cusip	Purchase Date	Average Unit Cost (1)(4)(9)	Total Cost (1)(4)(9)	Price	Mkt. Value	% Portfolio (12)	Annual Income (6)	Yield (10)
EQUITIES (Continued)										
800	***COVIDIEN PLC		05/01/2009	29 6410	23,712 98		54,480 00			
825	***COVIDIEN PLC		06/11/2009	32.9710	27,200 72		56,182,50			
25	***COVIDIEN PLC		05/27/2010	38 6850	967 12		1,702 50			
395	***COVIDIEN PLC		10/07/2013	60.3099	23,822 41		26,899 50			
2,045	POSITION TOTAL	COV		37 0188	75,703,23	68 1000	139,264 50	3.53	2,617 60	1 88
1,675	EBAY INC		02/04/2010	22.6975	38,018.31		91,898,88			
980	EBAY INC		10/17/2013	51 3638	50,336 52		53,767 70			
2,655	POSITION TOTAL	EBAY		33.2787	88,354 83	54 8650	145,666 58	3.69	0 00	0 00
2,775	EMC CORP-MASS		02/07/2012	26 0198	72,202.73		69,791 25			
1,225	EMC CORP-MASS		05/10/2012	26.4827	32,441.31		30,808.75			
225	EMC CORP-MASS		10/15/2012	25 5712	5,753 52		5,658 75			
175	EMC CORP-MASS		01/17/2013	23 9891	4,198 09		4,401 25			
1,100	EMC CORP-MASS		05/20/2013	24.1366	26,550.26		27,665 00			
25	EMC CORP-MASS		05/30/2013	24 8482	621 21		628.75			
320	EMC CORP-MASS		10/23/2013	23 4922	7,517 50		8,048 00			
5,845	POSITION TOTAL	EMC		25.5406	149,284 62	25 1500	147,001.75	3 72	2,338 00	1 59
1,225	***ENSCO PLC NEW CLASS A ORD		03/26/2013	59 1476	72,455,81		70,045 50			
845	***ENSCO PLC NEW CLASS A ORD		09/17/2013	56 1165	47,418 44		48,317 10			
2,070	POSITION TOTAL	ESV		57.9103	119,874 25	57.1800	118,362.60	3.00	4,657.50	3.93
880	EOG RES INC	EOG	11/04/2004	33.4664	29,494 39	167.8400	147,699.20	3.74	660.00	0.45
1,650	EXPRESS SCRIPTS HOLDING COMPANY	ESRX	11/16/2011	45.8512	75,654 48	70.2400	115,896.00	2.93	0.00	0.00

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NBS01R1(2W) (05-09)

Client Statement

For the period 11/30/2013 to 12/31/2013

KNEISEL FOUNDATION INC

NEUBERGER | BERMAN

JPMCC Account: 541-23404 017
Base Currency: USD
NB Account Number: 550-44246

Positions In Your Account

Quantity	Description	Ticker/Cusip	Purchase Date	Average[1][4][9] Unit Cost	Total[1][4][9] Cost	Price	Mkt Value	% Portfolio[12]	Annual[6] Income	[10] Yield
EQUITIES (Continued)										
122	GOOGLE INC CL A		01/20/2012	587 4122	71,664 29		136,726 62			
56	GOOGLE INC CL A		03/14/2012	621 9286	34,828 00		62,759 76			
178	POSITION TOTAL	GOOG		598 2713	106,492 29	1,120 7100	199,486 38	5.05	0 00	0 00
3,035	***ITAU UNIBANCO BANCO HOLDING S A SPONSORED ADR REPSTG 500 PFD	ITUB	09/13/2012	15 2539	46,295 61	13.5700	41,184 95	1.04	239.77	0 58
1,285	METLIFE INC		10/05/2010	39 5981	50,883 58		69,287 20			
525	METLIFE INC		11/30/2010	37 8182	19,854 56		28,308 00			
600	METLIFE INC		11/29/2012	33 3035	19,982 09		32,352 00			
2,410	POSITION TOTAL	MET		37 6433	90,720 23	53 9200	129,947 20	3 29	482 00	0 37
3,650	MICROSOFT CORP	MSFT	07/29/2013	31 4917	114,944,71	37 4100	136,546,50	3.46	4,088 00	2 99
105	NU SKIN ENTERPRISES INC		02/07/2013	42 4908	4,461 53		14,513 10			
575	NU SKIN ENTERPRISES INC		02/08/2013	42 1636	24,244 07		79,476 50			
680	POSITION TOTAL	NUS		42 2141	28,705 60	138 2200	93,989 60	2 38	816.00	0 87
1,000	OCCIDENTAL PETE CORP	OXY	11/01/2012	79 5000	79,500 00	95 1000	95,100 00	2 41	2,560 00	2.69
6,200	***PEARSON PLC ORD 25P	0677608	03/29/2011	17 4282	108,054 96	22 1548	137,359 82	3.48	4,711 82	3 43
900	***PENTAIR LTD SHS		06/18/2012	39 0434	35,139 06		69,903 00			
275	***PENTAIR LTD SHS		06/21/2012	39 0990	10,752 23		21,359 25			
1,175	POSITION TOTAL	PNR		39 0564	45,891 29	77 6700	91,262 25	2 31	1,175 00	1 29
1,375	RANGE RESOURCES CORP	RRC	03/13/2013	79 4289	109,213 91	84 3100	115,926 25	2.93	220.00	0 19
350	***ROWAN COMPANIES LTD SHS CLASS A		01/28/2013	34 9990	12,249 65		12,376 00			

Client Statement

For the period 11/30/2013 to 12/31/2013

KNEISEL FOUNDATION INC

NEUBERGER BERMAN

JPMCC Account: 541-23404 017
Base Currency: USD
NB Account Number: 550-44246

Positions In Your Account

Quantity	Description	Ticker/Cusip	Purchase Date	Average (1)(4)(9) Unit Cost	Total (1)(4)(9) Cost	Price	Mkt Value	% Portfolio (12)	Annual (6) Income	(10) Yield
EQUITIES (Continued)										
200	***ROWAN COMPANIES LTD SHS CLASS A		01/29/2013	34 9754	6,995 08		7,072 00			
2,025	***ROWAN COMPANIES LTD SHS CLASS A		01/30/2013	34 9400	70,753 50		71,604 00			
2,575	**POSITION TOTAL**	RDC		34 9508	89,998 23	35 3600	91,052 00	2 31	0 00	0.00
5,150	STARWOOD PROPERTY TRUST INC		04/17/2012	20 3194	104,644 91		142,655 00			
460	STARWOOD PROPERTY TRUST INC		10/07/2013	24 0013	11,040.60		12,742 00			
5,610	**POSITION TOTAL**	STWD		20 6213	115,685 51	27 7000	155,397 00	3 93	10,322.40	6 64
1,675	TEXAS INSTRUMENTS INCORPORATED	TXN	06/13/2011	31 8862	53,409 39	43 9100	73,549 25	1 86	2,010 00	2 73
925	UNITED PARCEL SVC INC CL B	UPS	05/10/2012	76 9756	71,202 43	105 0800	97,199 00	2 46	2,294 00	2 36
2,500	VCA ANTECH INC	WOOF	12/18/2012	20 7873	51,968 28	31 3600	78,400 00	1 98	0 00	0 00
TOTAL EQUITIES					**2,101,995.15**		**2,922,098.27**	**73.97**	**44,593.04**	**1.53**
CORPORATE BONDS										
100,000	GENERAL ELEC CAP CORP NOTES DATED DATE 01/07/11 DUE 01/07/2014 1 155% JAJO 07	36962G4W1	10/11/2011	98 2960	98,296 00	100 0100	100,010 00	2 53	1,092 85	(2 49)
100,000	HESS CORP SENIOR UNSECURED NOTES DATED DATE 02/03/09 DUE 02/15/2014 7.000% FA 15	42809HAA5	01/30/2009	101 4720	101,472 00	100 7090	100,709 00	2 55	7,000 00	0 44
100,000	J P MORGAN CHASE & CO SR UNSECURED DATED DATE 10/18/12 DUE 10/18/2015 .903% JAJO 18	46623EJS9	10/15/2012	100.0000	100,000.00	100 3930	100,393 00	2 54	903 60	0 69

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NBS01R1(2W) (05-09)

Client Statement

For the period 11/30/2013 to 12/31/2013

KNEISEL FOUNDATION INC

NEUBERGER BERMAN

JPMCC Account: 541-23404 017
Base Currency: USD
NB Account Number: 550-44246

Positions In Your Account

Quantity	Description	Ticker/Cusip	Purchase Date	Average Unit Cost [1][4][9]	Total Cost [1][4][9]	Price	Mkt Value	% Portfolio [12]	Annual Income [6]	Yield [10]
CORPORATE BONDS (Continued)										
125,000	REINSURANCE GRP OF AMER SR UNSECURED DATED DATE 05/27/11 DUE 06/01/2021 5.000% JD 01	759351AJ8	05/24/2011	99 4470	124,308 75	104 9440	131,180 00	3 32	6,250.00	4 22
75,000	WELLS FARGO & CO NEW DATED DATE 06/27/12 DUE 06/26/2015 1 165% MJSD 26	94974BFF2	06/20/2012	100.0000	75,000 00	101 1140	75,835.50	1 92	874 39	0 42
TOTAL CORPORATE BONDS					**499,076.75**		**508,127.50**	**12.86**	**16,120 84**	**0.88**

EIN: 04-3136120

NEUBERGER BERMAN LLC
OH4-RM00
P O BOX 183211
COLUMBUS, OH 43218
FOR UNDELIVERABLE MAIL ONLY

Account No	541-23404
Account Name	KNEISEL FOUNDATION INC
Taxpayer Identification Number	04-3136120
Account Executive No	017
ORIGINAL	12/31/13

NEUBERGER | BERMAN

2013 Form 990 PF
Part IV - Lines 1 a+b
Capital Gains + Losses

2013 SUPPLEMENTAL GAIN OR LOSS INFORMATION

Total Cost, Realized Gain/ (Loss), and holding period information may not reflect all adjustments necessary for tax reporting purposes Taxpayers should verify such information against their own records when calculating reportable gain or loss resulting from a sale, redemption, or exchange JPMCC does not report such information to the IRS or other taxing authorities and is not responsible for the accuracy of such information taxpayers may be required to report to federal, state or other taxing authorities JPMCC makes no warranties with respect to, and specifically disclaims any liability arising out of a customer's use of, or any tax position taken in reliance upon, such information Unless otherwise noted, JPMCC determines cost basis at the time of sale based on the average cost-single category method for open-end mutual funds and based on the first-in, first-out (FIFO) method for all other securities Proceeds information excludes accrued income

Supplemental Gain or Loss Totals Summary

	Proceeds	Cost	REALIZED GAIN/ (LOSS)
Total Short Term Gain or Loss from Transactions Not Reported to IRS	649,327 68	605,644 41	43,683 27

	Proceeds	Cost	REALIZED GAIN/ (LOSS)
Total Long Term Gain or Loss from Transactions Not Reported to IRS	1,144,579 18	914,977 06	229,602 12

If you are required to file a return, a negligence penalty or other sanctions may be imposed on you if this income is taxable and the IRS determines that it has not been reported.

NEUBERGER BERMAN LLC
OH4-RM00
P O BOX 183211
COLUMBUS, OH 43218
FOR UNDELIVERABLE MAIL ONLY

Account No 541-23404
Account Name. KNEISEL FOUNDATION INC
Taxpayer Identification Number. 04-3136120
Account Executive No 017

ORIGINAL· *12/31/13*

NEUBERGER | BERMAN

2013 Supplemental Gain or Loss Information

Short Term Gain or Loss from Transactions not Reported to IRS

Date of Sale or Exchange		Date of Acquisition	Description	Symbol / CUSIP	Quantity	Gross Proceeds Less Commission and Option Premium	Cost or Other Basis		REALIZED GAIN / (LOSS)
07/02/13	H	06/18/13	ARES COMMERCIAL REAL ESTATE CORPORATION	ACRE 04013V108	560 00000	7,419 87	8,428 89		(1,009 02)
07/02/13	H	06/21/13	ARES COMMERCIAL REAL ESTATE CORPORATION	ACRE 04013V108	5,000 00000	66,248 85	67,079 50		(830 65)
07/02/13	H	06/19/13	ARES COMMERCIAL REAL ESTATE CORPORATION	ACRE 04013V108	5,715 00000	75,722 43	85,805 58		(10,083 15)
07/03/13	H	05/29/13	***ITAU UNIBANCO BANCO HOLDING S A SPONSORED ADR REPSTG 500 PFD	ITUB 465562106	900 00000	10,811 42	13,995 36		(3,183 94)
07/03/13	H	09/13/12	***ITAU UNIBANCO BANCO HOLDING S A SPONSORED ADR REPSTG 500 PFD	ITUB 465562106	2,135 00000	25,647 09	32,567 10		(6,920 01)
05/15/13	H	01/28/13	NU SKIN ENTERPRISES INC	NUS 67018T105	240 00000	14,740 10	10,527 96		4,212 14
05/16/13	H	01/28/13	NU SKIN ENTERPRISES INC	NUS 67018T105	410 00000	24,849 29	17,985 27		6,864 02
07/19/13	H	01/28/13	NU SKIN ENTERPRISES INC	NUS 67018T105	950 00000	77,502 79	41,673 17		35,829 62
09/10/13	H	02/07/13	NU SKIN ENTERPRISES INC	NUS 67018T105	295 00000	27,752 14	12,534 77		15,217 37
06/21/13	S	01/02/13	**NEUBERGER BERMAN INCOME FDS NEW FLOATING RATE INC FD INSTL	NFIIX 64128K694	27 28700	279 69	279 42	T	0 27
06/21/13	S	05/01/13	**NEUBERGER BERMAN INCOME FDS NEW FLOATING RATE INC FD INSTL	NFIIX 64128K694	32 79500	336 15	339 76	T	(3 61)
06/21/13	S	06/03/13	**NEUBERGER BERMAN INCOME FDS NEW FLOATING RATE INC FD INSTL	NFIIX 64128K694	35 77400	366 68	369 19	T	(2 51)

If you are required to file a return, a negligence penalty or other sanctions may be imposed on you if this income is taxable and the IRS determines that it has not been reported.

NEUBERGER BERMAN LLC
OH4-RM00
P O BOX 183211
COLUMBUS, OH 43218
FOR UNDELIVERABLE MAIL ONLY

Account No	541-23404
Account Name	KNEISEL FOUNDATION INC
Taxpayer Identification Number	04-3136120
Account Executive No	017
ORIGINAL	12/31/13

NEUBERGER BERMAN

2013 Supplemental Gain or Loss Information (continued)

Short Term Gain or Loss from Transactions not Reported to IRS

Date of Sale or Exchange		Date of Acquisition	Description	Symbol / CUSIP	Quantity	Gross Proceeds Less Commission and Option Premium	Cost or Other Basis		REALIZED GAIN / (LOSS)
06/21/13	S	04/01/13	**NEUBERGER BERMAN INCOME FDS NEW FLOATING RATE INC FD INSTL	NFIIX 64128K694	37 14400	380 73	383 70	T	(2 97)
06/21/13	S	02/01/13	**NEUBERGER BERMAN INCOME FDS NEW FLOATING RATE INC FD INSTL	NFIIX 64128K694	37 58300	385 23	386 73	T	(1 50)
06/21/13	S	03/01/13	**NEUBERGER BERMAN INCOME FDS NEW FLOATING RATE INC FD INSTL	NFIIX 64128K694	39 41900	404 04	404 83	T	(0 79)
06/21/13	S	12/11/12	**NEUBERGER BERMAN INCOME FDS NEW FLOATING RATE INC FD INSTL	NFIIX 64128K694	10,048 78000	103,000 00	103,000 00	T	0 00
03/26/13	H	06/21/12	***PENTAIR LTD SHS	PNR H6169Q108	600`00000	30,934 88	23,459 40		7,475 48
06/18/13	H	09/20/12	PINNACLE WEST CAPITAL CORP	PNW 723484101	2,100 00000	118,218 28	110,431 23		7,787 05
02/26/13	H	10/19/12	WEIGHT WATCHERS INTERNATIONAL INC	WTW 948626106	175 00000	7,537 38	9,248 15		(1,710 77)
02/28/13	H	10/19/12	WEIGHT WATCHERS INTERNATIONAL INC	WTW 948626106	400 00000	17,253 57	21,138 64		(3,885 07)
03/05/13	H	10/19/12	WEIGHT WATCHERS INTERNATIONAL INC	WTW 948626106	75 00000	3,213 13	3,963 50		(750 37)
03/05/13	H	10/22/12	WEIGHT WATCHERS INTERNATIONAL INC	WTW 948626106	125 00000	5,355 21	6,600 08		(1,244 87)
03/06/13	H	09/05/12	WEIGHT WATCHERS INTERNATIONAL INC	WTW 948626106	100 00000	4,277 04	4,672 29		(395 25)
03/07/13	H	09/05/12	WEIGHT WATCHERS INTERNATIONAL INC	WTW 948626106	50 00000	2,137 53	2,336 15		(198.62)
03/11/13	H	09/05/12	WEIGHT WATCHERS INTERNATIONAL INC	WTW 948626106	400 00000	16,357 75	18,689 16		(2,331.41)

If you are required to file a return, a negligence penalty or other sanctions may be imposed on you if this income is taxable and the IRS determines that it has not been reported.

04541160090210489803 0464116044002000470З 004898 - 3 of 14 NSP0BSRZ-Y1 101000

NEUBERGER BERMAN LLC
OH4-RM00
P O BOX 183211
COLUMBUS, OH 43218
FOR UNDELIVERABLE MAIL ONLY

Account No·	541-23404
Account Name.	KNEISEL FOUNDATION INC
Taxpayer Identification Number	04-3136120
Account Executive No·	017
ORIGINAL	*12/31/13*

NEUBERGER | BERMAN

2013 Supplemental Gain or Loss Information (continued)

Short Term Gain or Loss from Transactions not Reported to IRS

Date of Sale or Exchange	Date of Acquisition	Description	Symbol / CUSIP	Quantity	Gross Proceeds Less Commission and Option Premium	Cost or Other Basis	REALIZED GAIN / (LOSS)
03/12/13 H	09/05/12	WEIGHT WATCHERS INTERNATIONAL INC	WTW 948626106	200 00000	8,196 41	9,344 58	(1,148 17)
		26 ITEMS - Total Short Term Not Reported Transactions Gain or Loss			**649,327.68**	**605,644.41**	**43,683.27**

If you are required to file a return, a negligence penalty or other sanctions may be imposed on you if this income is taxable and the IRS determines that it has not been reported.

NEUBERGER BERMAN LLC
OH4-RM00
P O BOX 183211
COLUMBUS, OH 43218
FOR UNDELIVERABLE MAIL ONLY

Account No 541-23404
Account Name KNEISEL FOUNDATION INC
Taxpayer Identification Number 04-3136120
Account Executive No 017
ORIGINAL. *12/31/13*

NEUBERGER | BERMAN

2013 Supplemental Gain or Loss Information

Long Term Gain or Loss from Transactions not Reported to IRS

Date of Sale or Exchange		Date of Acquisition	Description	Symbol / CUSIP	Quantity	Gross Proceeds Less Commission and Option Premium	Cost or Other Basis		REALIZED GAIN / (LOSS)
09/17/13	H	12/30/05	***AMDOCS LIMITED	DOX G02602103	60 00000	2,218 99	1,647 48		571 51
09/17/13	H	07/28/08	***AMDOCS LIMITED	DOX G02602103	725 00000	26,812 86	21,690 48		5,122 38
11/07/13	H	03/24/11	CENTERPOINT ENERGY INC	CNP 15189T107	6,300 00000	157,766 89	107,810 33		49,956 56
05/20/13	H	09/15/09	CORNING INC	GLW 219350105	2,625 00000	42,475 48	41,244 00		1,231 48
10/07/13	H	06/25/12	EOG RES INC	EOG 26875P101	120 00000	20,842 32	10,101 59		10,740 73
10/11/13	H	06/25/12	EOG RES INC	EOG 26875P101	30 00000	5,299 12	2,525 40		2,773 72
10/11/13	H	11/04/04	EOG RES INC	EOG 26875P101	195 00000	34,444 27	6,535 69		27,908 58
06/12/13	H	10/05/10	METLIFE INC	MET 59156R108	625 00000	27,962 76	24,748 83		3,213 93
09/19/13	H	10/05/10	METLIFE INC	MET 59156R108	640 00000	30,575 01	25,342 80		5,232 21
06/18/13	S	05/27/10	***MALLINCKRODT PLC	MNK G5785G107	3 00000	131 93	92 65	T	39 28
06/18/13	S	05/01/09	***MALLINCKRODT PLC	MNK G5785G107	100 00000	4,397.56	2,271 74	T	2,125 82
06/18/13	S	06/11/09	***MALLINCKRODT PLC	MNK G5785G107	103 00000	4,529 49	2,605.87	T	1,923 62
10/17/13	H	05/20/09	REINSURANCE GROUP OF AMERICA INCORPORATED	RGA 759351604	785 00000	56,347.25	27,893.64		28,453.61

If you are required to file a return, a negligence penalty or other sanctions may be imposed on you if this income is taxable and the IRS determines that it has not been reported.

NEUBERGER BERMAN LLC
OH4-RM00
P O BOX 183211
COLUMBUS, OH 43218
FOR UNDELIVERABLE MAIL ONLY

Account No 541-23404
Account Name KNEISEL FOUNDATION INC
Taxpayer Identification Number: 04-3136120
Account Executive No 017
ORIGINAL *12/31/13*

NEUBERGER BERMAN

2013 Supplemental Gain or Loss Information (continued)

Long Term Gain or Loss from Transactions not Reported to IRS

Date of Sale or Exchange		Date of Acquisition	Description	Symbol / CUSIP	Quantity	Gross Proceeds Less Commission and Option Premium	Cost or Other Basis		REALIZED GAIN / (LOSS)
10/21/13	H	05/20/09	REINSURANCE GROUP OF AMERICA INCORPORATED	RGA 759351604	540 00000	38,869 98	19,187 98		19,682 00
01/25/13	H	06/13/11	TEXAS INSTRUMENTS INCORPORATED	TXN 882508104	1,700 00000	56,137 14	54,206 54		1,930 60
01/30/13	H	02/03/11	***UNILEVER N V YORK SHS ADR	UN 904784709	700 00000	28,300 92	20,979 35		7,321 57
02/07/13	H	02/03/11	***UNILEVER N V YORK SHS ADR	UN 904784709	1,100 00000	42,877 47	32,967 55		9,909 92
03/13/13	H	02/03/11	***UNILEVER N V YORK SHS ADR	UN 904784709	700 00000	28,020 72	20,979 35		7,041 37
03/26/13	H	02/03/11	***UNILEVER N V YORK SHS ADR	UN 904784709	1,075 00000	43,707 77	32,218 29		11,489 48
02/13/13	S	11/03/08	AMERICAN EXPRESS BK FSB MEDIUM TERM NTS	02580ECN1	25,000 00000	25,209 00	20,754 25	T	4,454 75
04/05/13	S	11/03/08	AMERICAN EXPRESS BK FSB MEDIUM TERM NTS	02580ECN1	25,000 00000	25,017 50	20,754 25	T	4,263 25
04/16/13	S	11/03/08	AMERICAN EXPRESS BK FSB MEDIUM TERM NTS	02580ECN1	75,000 00000	75,000 00	62,262 75	T	12,737 25
01/22/13	S	01/12/09	STAPLES INC SR NT	855030AJ1	125,000 00000	136,063 75	128,906 25	T	7,157 50
07/17/13	S	04/01/09	***INGERSOLL RAND GLOBAL HLDG CO LTD	45687AAE2	100,000 00000	106,571 00	102,250 00	T	4,321.00
12/02/13	H	05/24/12	UNITED TECHNOLOGIES CORP SR UNSECURED	913017BW8	125,000 00000	125,000 00	125,000 00		0 00
			25 ITEMS - Total Long Term Not Reported Transactions Gain or Loss			**1,144,579.18**	**914,977.06**		**229,602.12**

If you are required to file a return, a negligence penalty or other sanctions may be imposed on you if this income is taxable and the IRS determines that it has not been reported.

KNEISEL FOUNDATION
EIN: 04-3136120

FORM 990-PF-2013
Page 6, Part VIII – Line 1, Information about Officers, Directors, etc.

OFFICERS

Name	Residence	Post Office Address
William J. Kneisel President	50 Masconomo Street Manchester, MA 01944	Same Same
Anne H. Kneisel Vice President	50 Masconomo Street Manchester, MA 01944	Same Same
William J. Kneisel Treasurer	50 Masconomo Street Manchester, MA 01944	Same Same
Anthony P. Fusco Clerk	63 Sharon Road Hamilton, MA 01982	Glovsky & Glovsky Attorneys at Law 8 Washington Street Beverly, MA 01915

DIRECTORS

Name	Residence	Post Office Address
William J. Kneisel	50 Masconomo Street Manchester, MA 01944	Same
Anne H. Kneisel	50 Masconomo Street Manchester, MA 01944	Same
William J. Parsons, Jr.	16 Cherrywood Road Locust Valley, NY 11560	Same
Paula A. Ryan	615 Ely Avenue Pelham Manor, NY 10803	Same

The Kneusel Foundation, Inc.

PART XV - Line 3a GRANTS + CONTRIBUTIONS PAID

FORM 990-PF - 2013

EIN: 04-3136120

Donee	Amount
Read Works	$ 1,000. —
Central Park Conservancy	1,000. —
Horizons Student Enrichment Program	2,500. —
Highlands School	250. —
U.S. Squash	500. —
Cerebral Palsey Association of Westchester	500. —
Children's Storefront	1,000. —
Galapagos Conservancy	250. —
Squash Haven	1,000. —
Rockport Music	17,000. —
Emmanuel Church	1,000. —
Garden Education Center	100. —
Friends of Manchester Trees	250 —
Breast Cancer Alliance	500. —
Audubon Connecticut	1,000. —
Manchester Fourth of July Committee	250. —
Family Centers	1,000. —
Manchester Summerstage	250. —
Intragrative Health Solutions Foundation	250. —
564 Park Avenue Preservation Foundation	250. —
Dartmouth College	15,000. —
Cape Ann Museum	200. —
Boys + Girls Club of Greenwich	1,000. —

The Knevsel Foundation, Inc.

PART XV - Line 3a GRANTS + CONTRIBUTIONS PAID

FORM 990-PF - 2013

EIN: 04-3136120

Donee	Amount
Taft School	10,000.-
Greenwich United Way	2,500.-
Friends of the MGH Cancer Center	1,000.-
Camphill Village	1,000.-
Breast Cancer Alliance	5,000.-
Friends of the Council on Aging	100.-
Women's Fund of Essex County	100.-
Cape Ann Museum	250.-
The Taft School	7,000.-
World Pediatric Project	250.-
Pingree School	50,000.-
Dartmouth College	5,000.-
PALS	250.-
Hopkins School	30,000.-
Metropolitan Opera	2,500.-
Middlebury College	7,000.-
Waterside School	1,000.-
Harvard Business School	20,000.-
Dartmouth College - Sponsor Program	1,000.-
Trustees of Reservations	1,000.-
The Hooper Fund	12,000.-
North Shore United Way	1,000.-
New York Public Radio	1,000.-

Donee	Amount
NewYork-Presbyterian Fund	5,000.-
Thirteen	1,000.-
ASF	1,000.-
Rockport Music	2,500.-
Island Academy	5,000.-
Horizons National	1,500.-
Historic Manchester Trust	1,000.-
WSHU	500.-
ECCF	250.-
ALF	250.-
The Buckley School	1,000.-
Wellspring House	250.-
Pelham Education Foundation	1,000.-
Caramoor Center for Music & the Arts	1,000.-
MECT	250.-
Big Apple Circus & Clown Care Unit	1,000.-
Kneisel Hall	500.-
Conservation Law Foundation	500.-
Manchester Historical Museum	250.-
WGBH	500.-
Ricardo O'Gorman Garden Center	1,000.-
Salem Sound Coastwatch	250.-
Charlotte Country Day School	1,500.-

The Knewsel Foundation, Inc.

PART XV - Line 3a GRANTS + CONTRIBUTIONS PAID

FORM 990-PF - 2013

EIN: 04-3136120

Donee	Amount
Beverly Hospital	500.-
Haiti Projects	250.-
Meyers Park Presbyterian Weekday School	1,000.-
Squash Haven	1,000.-
Merritt Parkway Conservancy	250.-
Connecticut College	1,000.-
Animal Welfare Institute	1,000.-
Wounded Warrior Project	1,000.-
Surfrider Foundation - Rincon	1,000.-
TOTAL	$239,000.-

Form **8868**

(Rev. January 2014)

Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

▶ File a separate application for each return.

▶ Information about Form 8868 and its instructions is at www.irs.gov/form8868.

OMB No. 1545-1709

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box . . . . ▶ [X]
- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing *(e-file)*. You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit *www.irs.gov/efile* and click on *e-file for Charities & Nonprofits.*

Part I **Automatic 3-Month Extension of Time.** Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension—check this box and complete Part I only . . . . ▶ [ ]

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions. The Kneisel Foundation, Inc.	Employer identification number (EIN) or 04-3136120
	Number, street, and room or suite no If a P.O. box, see instructions. Glovsky & Glovsky, 8 Washington Str	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. Beverly, MA 01915	

Enter the Return code for the return that this application is for (file a separate application for each return) 04

Application Is For	**Return Code**	**Application Is For**	**Return Code**
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ▶ ....

Telephone No. ▶ .... Fax No. ▶ ....

- If the organization does not have an office or place of business in the United States, check this box . . . . ▶ [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ________. If this is for the whole group, check this box . . . . . . ▶ [ ] . If it is for part of the group, check this box. . . . . ▶ [ ] and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 8/15/2014, to file the exempt organization return for the organization named above. The extension is for the organization's return for:

▶ [X] calendar year 2013 or

▶ [ ] tax year beginning ...., and ending ....

2 If the tax year entered in line 1 is for less than 12 months, check reason: [ ] Initial return [ ] Final return [ ] Change in accounting period

3a	If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	$ 7,176.
b	If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	$ 3,326.
c	**Balance due.** Subtract line 3b from line 3a Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions.	3c	$ 3,850

Caution. *If you are going to make an electronic funds withdrawal (direct debit) with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.*