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 , 2013, and ending , 20

Name of foundation: SALEM FIVE CHARITABLE FOUNDATION, INC.

A Employer identification number: 04-3342405

Number and street (or P O box number if mail is not delivered to street address): 210 ESSEX STREET

Room/suite:

B Telephone number (see instructions): (978) 740-5772

City or town, state or province, country, and ZIP or foreign postal code: SALEM, MA 01970

C If exemption application is pending, check here ▶ ☐

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

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

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶ $ 1,359,641.

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

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

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

			(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	36.	36.		ATCH 1
	4	Dividends and interest from securities	20,461.	20,461.		ATCH 2
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	48,295.			
	b	Gross sales price for all assets on line 6a 663,864.				
	7	Capital gain net income (from Part IV, line 2)		58,146.		
	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	68,792.	78,643.	0	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0			
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule) ATCH 3	1,500.			1,500.
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see instructions) ATCH 4	8,529.			
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule) ATCH 5	6,493.	5,974.		519.
	24	**Total operating and administrative expenses.** Add lines 13 through 23	16,522.	5,974.		2,019.
	25	Contributions, gifts, grants paid	315,332.			315,332.
	26	**Total expenses and disbursements** Add lines 24 and 25	331,854.	5,974.	0	317,351.
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-263,062.			
	b	**Net investment income** (if negative, enter -0-)		72,669.		
	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	11,249.	25,574.	25,574.
	2	Savings and temporary cash investments	167,001.	49,781.	49,781.
	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 6	1,265,393.	1,104,112.	1,283,172.
	c	Investments - corporate bonds (attach schedule)			
	11	Investments - land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule)			
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)		1,114.	1,114.
	16	**Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	1,443,643.	1,180,581.	1,359,641.
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)	0	0	
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			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	1,443,643.	1,180,581.	
	30	**Total net assets or fund balances** (see instructions)	1,443,643.	1,180,581.	
	31	**Total liabilities and net assets/fund balances** (see instructions)	1,443,643.	1,180,581.	

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	1,443,643.
2	Enter amount from Part I, line 27a	2	-263,062.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	1,180,581.
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	1,180,581.

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	58,146.
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	343,617.	615,810.	0.557992
2011	282,741.	707,988.	0.399358
2010	266,693.	547,318.	0.487272
2009	165,549.	601,988.	0.275004
2008	321,203.	901,866.	0.356154

2	**Total** of line 1, column (d)	2	2.075780
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	0.415156
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	1,371,850.
5	Multiply line 4 by line 3	5	569,532.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	727.
7	Add lines 5 and 6	7	570,259.
8	Enter qualifying distributions from Part XII, line 4	8	317,351.

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	1,453.
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	1,453.
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	1,453.
6	Credits/Payments:				
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	5,500.		
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	5,500.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached			8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	4,047.
11	Enter the amount of line 10 to be: **Credited to 2014 estimated tax** ▶ 4,047. **Refunded** ▶			11	

Part VII-A Statements Regarding Activities

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

Form **990-PF** (2013)

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 ▶ N/A

14 The books are in care of ▶ WILLIAM SMITH Telephone no ▶ 978-720-5308

Located at ▶ 210 ESSEX STREET SALEM, MA ZIP+4 ▶ 01970

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			
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		
	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 ▶ , , ,			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions)	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ , , ,			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 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		
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**

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** Yes: 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** Yes: No: X

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 7		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 ▶

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		0

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 NONE	
2	
3	
4	

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc, purposes:		
a	Average monthly fair market value of securities	1a	1,375,716.
b	Average of monthly cash balances	1b	16,468.
c	Fair market value of all other assets (see instructions)	1c	557.
d	**Total** (add lines 1a, b, and c)	1d	1,392,741.
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	1,392,741.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	20,891.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,371,850.
6	**Minimum investment return.** Enter 5% of line 5	6	68,593.

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	68,593.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	1,453.		
b	Income tax for 2013 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	1,453.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	67,140.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	67,140.
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	67,140.

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	317,351.
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	317,351.
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	0
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	317,351.

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					67,140.
2	Undistributed income, if any, as of the end of 2013					
a	Enter amount for 2012 only					
b	Total for prior years 20 11 ,20 10 ,20 09					
3	Excess distributions carryover, if any, to 2013					
a	From 2008	278,684.				
b	From 2009	135,917.				
c	From 2010	240,359.				
d	From 2011	250,770.				
e	From 2012	323,250.				
f	**Total** of lines 3a through e		1,228,980.			
4	Qualifying distributions for 2013 from Part XII, line 4 ▶ $ 317,351.					
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					67,140.
e	Remaining amount distributed out of corpus		250,211.			
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		1,479,191.			
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 2012 Subtract line 4a from line 2a Taxable amount - see instructions					
f	Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014					
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)		278,684.			
9	**Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a		1,200,507.			
10	Analysis of line 9					
a	Excess from 2009	135,917.				
b	Excess from 2010	240,359.				
c	Excess from 2011	250,770.				
d	Excess from 2012	323,250.				
e	Excess from 2013	250,211.				

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 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					
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))

NOT APPLICABLE

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

NOT APPLICABLE

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.

ATCH 8

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

APPLICATIONS AVAILABLE AT ABOVE ADDRESS

c Any submission deadlines

SEE APPLICATIONS FOR VARIOUS DEADLINES

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

ATCH 9

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*				
ATCH 10				
Total . . . . ▶ **3a**				315,332.
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	36.	
4 Dividends and interest from securities			14	20,461.	
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	48,295.	
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)				68,792.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 68,792.

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

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

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

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
		NOT APPLICABLE	

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
NOT APPLICABLE		

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

Signature of officer or trustee	Date	Title
▶	4/21/14	▶ Sr VP

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
MICHAEL J ROWE ,CPA		4/16/14		P00535831

Firm's name ▶ WOLF & COMPANY, PC

Firm's EIN ▶ 04-2689883

Firm's address ▶ 99 HIGH STREET, 21ST FLOOR
BOSTON, MA 02110

Phone no 617-439-9700

SALEM FIVE CHARITABLE FOUNDATION, INC.   04-3342405

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)	
		ACCENTURE PLC CLS A				P	12/24/2012	02/14/2013
		PROPERTY TYPE: SECURITIES						
5,467.		5,333.					134.	
		ACCENTURE PLC CLS A				P	12/24/2012	04/04/2013
		PROPERTY TYPE: SECURITIES						
22,690.		21,333.					1,357.	
		ADOBE SYS INC				P	12/24/2012	02/14/2013
		PROPERTY TYPE: SECURITIES						
5,787.		5,721.					66.	
		ADOBE SYS INC				P	12/24/2012	02/08/2013
		PROPERTY TYPE: SECURITIES						
21,336.		17,163.					4,173.	
		BANK OF AMERICA				P	04/22/2004	06/11/2013
		PROPERTY TYPE: SECURITIES						
4,401.		13,157.					-8,756.	
		BANK OF MONTREAL COM				P	12/24/2012	02/14/2013
		PROPERTY TYPE: SECURITIES						
9,380.		9,263.					117.	
		BANK OF MONTREAL COM				P	12/24/2012	04/04/2013
		PROPERTY TYPE: SECURITIES						
17,315.		16,983.					332.	
		BARCLAYS BANK				P	04/08/2011	06/11/2013
		PROPERTY TYPE: SECURITIES						
29,629.		40,196.					-10,567.	
		CHECK POINT SOFTWARE				P	12/24/2012	02/14/2013
		PROPERTY TYPE: SECURITIES						
7,672.		7,248.					424.	
		CHECK POINT SOFTWARE				P	12/24/2012	04/17/2013
		PROPERTY TYPE: SECURITIES						
9,319.		9,665.					-346.	
		CHEVRON CORP NEW				P	12/24/2012	02/14/2013
		PROPERTY TYPE: SECURITIES						
8,673.		8,303.					370.	
		DANAHER CORP				P	12/24/2012	02/14/2013
		PROPERTY TYPE: SECURITIES						
3,024.		2,794.					230.	

SALEM FIVE CHARITABLE FOUNDATION, INC. 04-3342405

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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)	
		DODGE & COX				P	01/04/2004	04/03/2013
		PROPERTY TYPE: SECURITIES						
170.		153.					17.	
		DODGE & COX				P	01/04/2004	04/03/2013
		PROPERTY TYPE: SECURITIES						
160.		145.					15.	
		DODGE & COX				P	01/07/2004	04/03/2013
		PROPERTY TYPE: SECURITIES						
174.		158.					16.	
		DODGE & COX				P	01/10/2004	04/03/2013
		PROPERTY TYPE: SECURITIES						
176.		159.					17.	
		DODGE & COX				P	03/01/2005	04/03/2013
		PROPERTY TYPE: SECURITIES						
523.		522.					1.	
		DODGE &COX				P	03/01/2005	04/03/2013
		PROPERTY TYPE: SECURITIES						
908.		905.					3.	
		DODGE & COX				P	03/01/2005	04/03/2013
		PROPERTY TYPE: SECURITIES						
186.		185.					1.	
		DODGE & COX				P	01/04/2005	04/03/2013
		PROPERTY TYPE: SECURITIES						
191.		186.					5.	
		DODGE & COX				P	01/04/2005	04/03/2013
		PROPERTY TYPE: SECURITIES						
67.		65.					2.	
		DODGE & COX				P	01/04/2005	04/03/2013
		PROPERTY TYPE: SECURITIES						
275.		268.					7.	
		DODGE & COX				P	06/30/2005	04/03/2013
		PROPERTY TYPE: SECURITIES						
193.		192.					1.	
		DODGE & COX				P	09/30/2005	04/03/2013
		PROPERTY TYPE: SECURITIES						
187.		193.					-6.	

SALEM FIVE CHARITABLE FOUNDATION, INC. 04-3342405

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)	
		DODGE & COX PROPERTY TYPE: SECURITIES				P	12/30/2005	04/03/2013
179.		189.					-10.	
		DODGE & COX PROPERTY TYPE: SECURITIES				P	12/30/2005	04/03/2013
1,062.		1,121.					-59.	
		DODGE & COX PROPERTY TYPE: SECURITIES				P	12/30/2005	04/03/2013
41.		43.					-2.	
		DODGE & COX PROPERTY TYPE: SECURITIES				P	04/04/2006	04/03/2013
176.		193.					-17.	
		DODGE & COX PROPERTY TYPE: SECURITIES				P	04/04/2006	04/03/2013
108.		119.					-11.	
		DODGE & COX PROPERTY TYPE: SECURITIES				P	03/07/2006	04/03/2013
205.		227.					-22.	
		DODGE & COX PROPERTY TYPE: SECURITIES				P	01/15/2004	04/03/2013
40,696.		36,609.					4,087.	
		DODGE & COX PROPERTY TYPE: SECURITIES				P	02/10/2006	04/03/2013
203.		234.					-31.	
		DODGE & COX PROPERTY TYPE: SECURITIES				P	02/01/2007	04/03/2013
161.		190.					-29.	
		DODGE & COX PROPERTY TYPE: SECURITIES				P	02/01/2007	04/03/2013
74.		87.					-13.	
		DODGE & COX PROPERTY TYPE: SECURITIES				P	02/01/2007	04/03/2013
1,907.		2,249.					-342.	
		DODGE & COX PROPERTY TYPE: SECURITIES				P	02/04/2007	04/03/2013
233.		276.					-43.	

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)	
		DODGE & COX				P	02/04/2007	04/03/2013
		PROPERTY TYPE: SECURITIES						
32.		38.					-6.	
		DODGE & COX				P	02/04/2007	04/03/2013
		PROPERTY TYPE: SECURITIES						
295.		350.					-55.	
		DODGE & COX				P	02/07/2007	04/03/2013
		PROPERTY TYPE: SECURITIES						
168.		208.					-40.	
		DODGE & COX				P	01/10/2007	04/03/2013
		PROPERTY TYPE: SECURITIES						
157.		190.					-33.	
		DODGE & COX				P	02/01/2008	04/03/2013
		PROPERTY TYPE: SECURITIES						
183.		195.					-12.	
		DODGE & COX				P	02/01/2008	04/03/2013
		PROPERTY TYPE: SECURITIES						
4,023.		4,287.					-264.	
		DODGE & COX				P	02/01/2008	04/03/2013
		PROPERTY TYPE: SECURITIES						
264.		282.					-18.	
		DODGE & COX				P	03/31/2008	04/03/2013
		PROPERTY TYPE: SECURITIES						
250.		225.					25.	
		DODGE & COX				P	03/31/2008	04/03/2013
		PROPERTY TYPE: SECURITIES						
1,855.		1,666.					189.	
		DODGE & COX				P	03/31/2008	04/03/2013
		PROPERTY TYPE: SECURITIES						
22.		20.					2.	
		DODGE & COX				P	06/30/2008	04/03/2013
		PROPERTY TYPE: SECURITIES						
263.		225.					38.	
		DODGE & COX				P	09/30/2008	04/03/2013
		PROPERTY TYPE: SECURITIES						
239.		188.					51.	

SALEM FIVE CHARITABLE FOUNDATION, INC. 04-3342405

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)	
		DWS VALUE				P	03/26/2004	08/13/2013
		PROPERTY TYPE: SECURITIES						
199.		186.					13.	
		DWS VALUE				P	06/25/2004	08/13/2013
		PROPERTY TYPE: SECURITIES						
192.		187.					5.	
		DWS VALUE				P	09/27/2004	08/13/2013
		PROPERTY TYPE: SECURITIES						
194.		187.					7.	
		DWS VALUE				P	12/20/2004	08/13/2013
		PROPERTY TYPE: SECURITIES						
179.		188.					-9.	
		DWS VALUE				P	03/29/2005	08/13/2013
		PROPERTY TYPE: SECURITIES						
178.		189.					-11.	
		DWS VALUE				P	06/27/2005	08/13/2013
		PROPERTY TYPE: SECURITIES						
173.		189.					-16.	
		DWS VALUE				P	09/27/2005	08/13/2013
		PROPERTY TYPE: SECURITIES						
172.		190.					-18.	
		DWS VALUE				P	12/22/2005	08/13/2013
		PROPERTY TYPE: SECURITIES						
201.		229.					-28.	
		DWS VALUE				P	03/28/2006	08/13/2013
		PROPERTY TYPE: SECURITIES						
163.		192.					-29.	
		DWS VALUE				P	06/27/2006	08/13/2013
		PROPERTY TYPE: SECURITIES						
191.		218.					-27.	
		DWS VALUE				P	09/26/2006	08/13/2013
		PROPERTY TYPE: SECURITIES						
180.		219.					-39.	
		DWS VALUE				P	11/17/2006	08/13/2013
		PROPERTY TYPE: SECURITIES						
969.		1,219.					-250.	

SALEM FIVE CHARITABLE FOUNDATION, INC. 04-3342405

FORM 990-PF - PART IV
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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)	
		DWSVALUE				P		08/13/2013
		PROPERTY TYPE: SECURITIES						
342.		440.					-98.	
		DWSVALUE				P	01/15/2004	08/13/2013
		PROPERTY TYPE: SECURITIES						
30,254.		30,507.					-253.	
		DWS VALUE				P	03/27/2007	08/13/2013
		PROPERTY TYPE: SECURITIES						
126.		160.					-34.	
		DWS VALUE				P	03/27/2007	08/13/2013
		PROPERTY TYPE: SECURITIES						
252.		320.					-68.	
		DWS VALUE				P	03/27/2007	08/13/2013
		PROPERTY TYPE: SECURITIES						
28.		35.					-7.	
		DWS VALUE				P	06/26/2007	08/13/2013
		PROPERTY TYPE: SECURITIES						
141.		187.					-46.	
		DWS VALUE				P	09/25/2007	08/13/2013
		PROPERTY TYPE: SECURITIES						
147.		196.					-49.	
		DWS VALUE				P	12/18/2007	08/13/2013
		PROPERTY TYPE: SECURITIES						
285.		331.					-46.	
		DWS VALUE				P	12/18/2007	08/13/2013
		PROPERTY TYPE: SECURITIES						
1,353.		1,569.					-216.	
		DWS VALUE				P	12/18/2007	08/13/2013
		PROPERTY TYPE: SECURITIES						
727.		843.					-116.	
		DWSVALUE				P	03/26/2008	08/13/2013
		PROPERTY TYPE: SECURITIES						
158.		165.					-7.	
		DWSVALUE				P	03/26/2008	08/13/2013
		PROPERTY TYPE: SECURITIES						
892.		930.					-38.	

SALEM FIVE CHARITABLE FOUNDATION, INC. 04-3342405

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)	
		DWSVALUE PROPERTY TYPE: SECURITIES				P	03/26/2008	08/13/2013
		DWS VALUE PROPERTY TYPE: SECURITIES				P	06/25/2008	08/13/2013
176.		170.					6.	
		DWSVALUE PROPERTY TYPE: SECURITIES				P	09/25/2008	08/13/2013
179.		151.					28.	
		EMC CORP MASS PROPERTY TYPE: SECURITIES				P	12/24/2012	02/14/2013
8,624.		9,113.					-489.	
		EMERSON ELECTRIC CO PROPERTY TYPE: SECURITIES				P	12/24/2012	02/14/2013
2,882.		2,674.					208.	
		FRANKLIN RES INC PROPERTY TYPE: SECURITIES				P	12/24/2012	02/14/2013
6,988.		6,479.					509.	
		FRANKLIN RES INC PROPERTY TYPE: SECURITIES				P	12/24/2012	10/31/2013
16,314.		12,958.					3,356.	
		GILEAD SCIENCES INC PROPERTY TYPE: SECURITIES				P	12/24/2012	12/30/2013
5,564.		2,825.					2,739.	
		GOOGLE INC PROPERTY TYPE: SECURITIES				P	12/24/2012	02/14/2013
4,683.		4,323.					360.	
		JPMORGAN CHASE & CO PROPERTY TYPE: SECURITIES				P	12/24/2012	02/14/2013
3,642.		3,294.					348.	
		MCDONALDS CORP PROPERTY TYPE: SECURITIES				P	12/24/2012	02/14/2013
4,750.		4,530.					220.	
		METLIFE PROPERTY TYPE: SECURITIES				P	12/24/2012	02/14/2013
16,592.		14,977.					1,615.	

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)	
		MUT SERIES DISCOVERY PROPERTY TYPE: SECURITIES				P	12/28/2005	03/07/2013
434.		362.					72.	
		MUT SERIES DISCOVERY PROPERTY TYPE: SECURITIES				P	06/20/2006	03/07/2013
326.		278.					48.	
		MUT SERIES DISCOVERY PROPERTY TYPE: SECURITIES				P	06/20/2006	03/07/2013
239.		204.					35.	
		MUT SERIES DISCOVERY PROPERTY TYPE: SECURITIES				P	06/20/2006	03/07/2013
841.		718.					123.	
		MUT SERIES DISCOVERY PROPERTY TYPE: SECURITIES				P	12/19/2000	03/07/2013
456.		269.					187.	
		MUT SERIES DISCOVERY PROPERTY TYPE: SECURITIES				P	12/27/2006	03/07/2013
868.		832.					36.	
		MUT SERIES DISCOVERY PROPERTY TYPE: SECURITIES				P	12/27/2006	03/07/2013
11.		11.						
		MUT SERIES DISCOVERY PROPERTY TYPE: SECURITIES				P	12/27/2006	03/07/2013
1,640.		1,574.					66.	
		MUT SERIES DISCOVERY PROPERTY TYPE: SECURITIES				P	06/19/2007	03/07/2013
30.		32.					-2.	
		MUT SERIES DISCOVERY PROPERTY TYPE: SECURITIES				P	06/19/2007	03/07/2013
19.		20.					-1.	
		MUT SERIES DISCOVERY PROPERTY TYPE: SECURITIES				P	12/26/2007	03/07/2013
805.		821.					-16.	
		MUT SERIES DISCOVERY PROPERTY TYPE: SECURITIES				P	12/26/2007	03/07/2013
893.		911.					-18.	

SALEM FIVE CHARITABLE FOUNDATION, INC. 04-3342405

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)	
		MUT SERIES DISCOVERY PROPERTY TYPE: SECURITIES				P	09/09/2008	03/07/2013
54.		48.					6.	
		MUT SERIES DISCOVERY PROPERTY TYPE: SECURITIES				P	09/09/2008	03/07/2013
147.		131.					16.	
		MUT SERIES DISCOVERY PROPERTY TYPE: SECURITIES				P	09/09/2008	03/07/2013
70.		62.					8.	
		MUT SERIES DISCOVERY PROPERTY TYPE: SECURITIES				P	05/06/1998	03/07/2013
17,812.		12,647.					5,165.	
		MUT SERIES DISCOVERY PROPERTY TYPE: SECURITIES				P	12/28/2005	03/07/2013
4,115.		3,434.					681.	
		NATIONAL OILWELL PROPERTY TYPE: SECURITIES				P	12/24/2012	02/14/2013
5,106.		5,169.					-63.	
		NIKE INC CLASS 8 PROPERTY TYPE: SECURITIES				D	11/12/2012	09/09/2013
16,335.		6,336.					9,999.	
		PEPSICO INC PROPERTY TYPE: SECURITIES				P	12/24/2012	02/14/2013
10,846.		10,529.					317.	
		POWERSHARES TRUST PROPERTY TYPE: SECURITIES				P	04/08/2011	08/13/2013
26,628.		19,494.					7,134.	
		POWERSHARES TRUST PROPERTY TYPE: SECURITIES				P	04/08/2011	10/22/2013
27,754.		19,494.					8,260.	
		PRAXAIR PROPERTY TYPE: SECURITIES				P	12/24/2012	02/14/2013
11,096.		10,974.					122.	
		QUALCOMM INC PROPERTY TYPE: SECURITIES				P	12/24/2012	02/14/2013
6,712.		6,303.					409.	

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)	
		ROCHE HOLDINGS				P	12/24/2012	02/14/2013
		PROPERTY TYPE: SECURITIES						
9,600.		9,017.					583.	
		SCHLUMBERGER LIMITED				P	12/24/2012	02/14/2013
		PROPERTY TYPE: SECURITIES						
11,688.		10,724.					964.	
		SPDR SERIES GROWTH				P	07/27/2007	03/04/2013
		PROPERTY TYPE: SECURITIES						
39,372.		32,056.					7,316.	
		THERMO FISHER SCIENT				D	11/12/2012	02/14/2013
		PROPERTY TYPE: SECURITIES						
9,312.		4,233.					5,079.	
		TRANS CANADA CORP				P	12/24/2012	02/14/2013
		PROPERTY TYPE: SECURITIES						
6,017.		5,914.					103.	
		UNITED TECHNOLOGIES				P	12/24/2012	02/14/2013
		PROPERTY TYPE: SECURITIES						
11,200.		10,364.					836.	
		VANGUARD TOTAL STOCK				P	04/08/2011	03/05/2013
		PROPERTY TYPE: SECURITIES						
27,255.		21,146.					6,109.	
		VANGUARD TOTAL STOCK				P	04/08/2011	12/18/2013
		PROPERTY TYPE: SECURITIES						
30,505.		21,146.					9,359.	
		VIRTUS EQUITY TRUST				P	06/29/2010	07/02/2013
		PROPERTY TYPE: SECURITIES						
21,828.		34,888.					-13,060.	
		VODAFONE GROUP SPON				P	12/24/2012	02/10/2013
		PROPERTY TYPE: SECURITIES						
28,887.		21,019.					7,868.	
		WALMART STORES INC				P	12/24/2012	02/14/2013
		PROPERTY TYPE: SECURITIES						
8,917.		8,674.					243.	
		WALMART STORES INC				P	12/24/2012	07/15/2013
		PROPERTY TYPE: SECURITIES						
17,257.		15,613.					1,644.	
TOTAL GAIN(LOSS)		....					58,146.	

ATTACHMENT 1

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
INTEREST ON SAVINGS	36.	36.	
TOTAL	36.	36.	

ATTACHMENT 1

ATTACHMENT 2

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

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
DIVIDENDS		20,461.	20,461.	
	TOTAL	20,461.	20,461.	

ATTACHMENT 3

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
WOLF & COMPANY		1,500.			1,500.
	TOTALS	1,500.			1,500.

ATTACHMENT 4

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
FEDERAL EXCISE TAX PAYMENT	8,529.			
TOTALS	8,529.			

ATTACHMENT 5

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
INVESTMENT FEES		5,974.	5,974.		
MA FILING FEES		35.			35.
OTHER EXPENSES		484.			484.
	TOTALS	6,493.	5,974.		519.

ATTACHMENT 6

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
STOCKS & ETFS	1,057,035.	1,044,935.	1,229,683.
MUTUAL FUNDS	208,358.	59,177.	53,489.
TOTALS	1,265,393.	1,104,112.	1,283,172.

SALEM FIVE CHARITABLE FOUNDATION, INC. 04-3342405

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

ATTACHMENT 7

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
WILLIAM H MITCHELSON 210 ESSEX STREET SALEM, MA 01970	DIRECTOR 1.00	0	0	0
JOSEPH M GIBBONS 210 ESSEX STREET SALEM, MA 01970	PRESIDENT 1.00	0	0	0
PING YIN CHAI 210 ESSEX STREET SALEM, MA 01970	TREASURER 1.00	0	0	0
RICHARD GOURDEAU 210 ESSEX STREET SALEM, MA 01970	DIRECTOR 1.00	0	0	0
WILLIAM J LUNDGREN III 210 ESSEX STREET SALEM, MA 01970	DIRECTOR 1.00	0	0	0
NICHOLAS A CAPORALE 210 ESSEX STREET SALEM, MA 01970	CLERK 1.00	0	0	0
	GRAND TOTALS	0	0	0

ATTACHMENT 8

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

NICHOLAS A CAPORALE
210 ESSEX STREET
SALEM, MA 01970
978-740-5772

ATTACHMENT 9

990PF, PART XV - RESTRICTIONS OR LIMITATIONS ON AWARDS

GRANTS WILL BE GIVEN TO SOCIAL SERVICE AGENCIES, CULTURAL, EDUCATIONAL ART, COMMUNITY ECONOMIC DEVELOPMENT AND OTHER PROGRAMS THAT IMPACT THE NEEDS OF THE SALEM FIVE COMMUNITIES.

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

ATTACHMENT 10

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
PLEASE REFER TO ATTACHMENT	NOT RELATED PC	CHARITY EXEMPT PURPOSE	315,332
		TOTAL CONTRIBUTIONS PAID	315,332

SALEM FIVE CHARITABLE FOUNDATION INC.
CONTRIBUTIONS FOR THE YEAR ENDED DECEMBER 31, 2013

RECIPIENT NAME	RECIPIENT ADDRESS	RELATIONSHIP & FOUNDATION STATUS OF RECIPIENT	PURPOSE	AMOUNT
"e" Inc	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	1,000
All Care Hospice	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	7,500
Allston Brighton Community Development Corporation	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	1,850
American Cancer Society	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	700
American Junior Golf Association	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	2,000
American Red Cross of Eastern Massachusetts	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	2,000
American Red Cross of Massachusetts	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	350
Andover Youth Foundation	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	1,000
Bay State Baseball	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	650
Beverly Bootstraps	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	2,420
Beverly Bootstraps	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	300
Beverly Bootstraps	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	1,000
Beverly Chamber of Commerce -community service projects	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	1,000
Beverly Chamber of Commerce -community service projects	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	750
Beverly Chamber of Commerce - community service projects	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	800
Beverly Farmers' Market	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	200
Beverly Farms- community fundraiser	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	5,000
Beverly High School	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	125
Beverly Historical Society	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	600
Beverly Holiday Parade	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	1,500
Beverly Homecoming	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	500
Beverly Main Streets	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	500
Beverly Rotary Club- community service	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	1,250
Big Sister Association of Greater Boston	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	1,000
Bishop Fenwick High School	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	970
Bishop Fenwick High School	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	250
Blues for Veterans Association	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	200
Boys & Girls Club of Boston	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	1,000
Boys & Girls Club of Greater Salem	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	10,000
Boys & Girls Club of Lynn	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	500
Boys & Girls Club of Woburn	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	1,000
Bridgewell, Inc	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	2,900
Britney Gengel's Poorest of the Poor Fund	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	2,500
Brockton Area Multi Services, Inc	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	2,600
Burbank YMCA	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	2,000
Catholic Charities North	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	4,600
Centerville Parent Teacher Organization	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	500
Central Catholic High School of Lawrence, Inc	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	500
Cerebral Palsy of Massachusetts	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	1,280
Cerebral Palsy of Massachusetts	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	1,000
Children's Center for Communication	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	580
Children's Center for Communication	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	10,000
Children's Law Center of Massachusetts	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	1,000
Chinese Culture Connection	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	250
Citizens for Adequate Housing, Inc	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	400
Citizens for Adequate Housing, Inc	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	900

SALEM FIVE CHARITABLE FOUNDATION INC.
CONTRIBUTIONS FOR THE YEAR ENDED DECEMBER 31, 2013

RECIPIENT NAME	RECIPIENT ADDRESS	RELATIONSHIP & FOUNDATION STATUS OF RECIPIENT	PURPOSE	AMOUNT
Community Action Programs Inter-City, Inc	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	5,000
Community Action Programs Inter-City, Inc	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	1,000
Community Service of Hamilton-Wenham, Inc	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	150
Community Service of Hamilton-Wenham, Inc	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	5,000
Compassionate Care ALS	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	1,000
Concord Museum	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	1,500
Consumer Credit Counseling of Southern New England	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	1,250
Cystic Fibrosis Foundation	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	500
Dana Farber Cancer Institute	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	250
Danvers American Little League	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	225
Danvers Babe Ruth League	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	300
Danvers Community YMCA	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	220
Danvers Community YMCA	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	100
Danvers Community YMCA	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	1,000
Danvers Educational Enrichment Partnership	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	592
Danvers Educational Enrichment Partnership	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	500
Danvers High School	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	250
Danvers Historical Society	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	250
Danvers Historical Society	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	1,000
Danvers Historical Society	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	350
Danvers National Little League, Inc	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	500
Danvers People to People Food Pantry	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	1,000
Danvers Youth Football	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	200
David K Johnson Foundation	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	2,500
Endicott College	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	630
Enterprise Center at Salem State University	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	1,500
Essex County Community Foundation	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	1,000
Essex County Trail Association	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	500
Essex County Trail Association	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	500
Essex Historical Society and Shipbuilding Museum	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	500
Essex National Heritage Commission	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	2,000
Essex North Shore Agricultural Technical Foundation, Inc	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	1,000
Evergreen Community Services	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	500
Everyone's A Player Inc	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	200
Family & Childrens Services of Greater Lynn	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	1,000
Fitness for You Invitational to Cure Scleroderma	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	300
For Kids Only Afterschool, Inc	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	1,000
For Kids Only Afterschool, Inc	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	500
Friends of Concord/Carlisle Football, Inc	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	300
Friends of Danvers Recreation, Inc	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	100
Friends of Danvers Recreation, Inc	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	300
Friends of Marblehead Abandoned Animals	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	50
Friends of Northshore Education Consortium	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	1,000
Generations Inc	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	1,000
Girls Inc of Lynn	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	5,000
Girls Inc of Lynn	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	1,000

SALEM FIVE CHARITABLE FOUNDATION INC.
CONTRIBUTIONS FOR THE YEAR ENDED DECEMBER 31, 2013

RECIPIENT NAME	RECIPIENT ADDRESS	RELATIONSHIP & FOUNDATION STATUS OF RECIPIENT	PURPOSE	AMOUNT
Greater Medford Visiting Nurse Association	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	1,000
Habitat for Humanity Greater Boston	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	880
Habitat for Humanity of Greater Lowell	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	5,000
Hamilton Hall	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	1,000
Hamilton-Wenham Garden Club	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	200
Hamilton-Wenham Little League- scholarship program	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	750
Harborlight Community Partners	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	500
Haymakers for Hope	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	1,000
Healing Abuse Working for Change	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	1,500
Healing Abuse Working for Change	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	1,000
Health Quarters	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	500
Historic Salem, Inc	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	2,000
Homeowner Options For Massachusetts Elders, Inc	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	250
Hospice of the North Shore	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	1,000
Huntington's Disease Society	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	250
Independent Living Center of the North Shore and Cape Ann, Inc	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	1,000
Ipswich Music, Art and Drama Association	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	2,500
Jack Hammond Scholarship Fund	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	250
Jimmy Fund	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	200
Journeys of Hope, Inc	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	250
Journeys of Hope, Inc	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	250
Junior Achievement of Northern New England, Inc	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	1,000
Kipp Academy Lynn	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	500
Kiwanis Club of Danvers- community service projects	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	150
La Chic Mentoring Plus	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	250
Lincoln Sudbury High School	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	500
Live for Liv Foundation	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	1,000
Lynn Business Education Foundation	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	1,000
Lynn Community Health Center	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	460
Lynn Community Health Center	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	1,000
Lynn Hispanic Scholarship Fund, Inc	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	500
Lynn Shore Little League	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	500
Lynnfield Little League	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	200
Malden Kiwanis -community fund raiser	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	500
Malden YMCA	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	1,000
Marblehead Community Access and Media	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	5,000
March of Dimes	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	250
Marine Corps League	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	300
Masconomet Regional High School	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	150
Massachusetts Bankers Association Charitable Foundation, Inc	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	3,000
Massachusetts Coalition for the Homeless	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	2,220
Massachusetts Taxpayers Foundation	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	7,000
Memorial School PTO	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	100
Merrimack River Feline Rescue Society	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	100
Merrimack River Feline Rescue Society	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	250
Merrimack Valley Housing Partnership	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	200

SALEM FIVE CHARITABLE FOUNDATION INC.
CONTRIBUTIONS FOR THE YEAR ENDED DECEMBER 31, 2013

RECIPIENT NAME	RECIPIENT ADDRESS	RELATIONSHIP & FOUNDATION STATUS OF RECIPIENT	PURPOSE	AMOUNT
Merrimack Valley YMCA	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	75
Michael J Fox Foundation	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	500
Middlesex Partnerships for Youth, Inc	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	1,000
Middleton Youth Soccer	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	400
Mike Clifford Hockey Scholarship Fund	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	500
Miss Pink Pageant- cancer research fundraiser	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	300
Miss Pink Pageant- cancer research fundraiser	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	1,000
My Brother's Table	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	4,000
Nahant Little League	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	275
National Brain Tumor Society	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	500
National Hemophilia Foundation	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	500
Nazareth Academy	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	250
New England Disabled Sports	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	1,000
New England Homes for the *Deaf,* Inc	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	100
New Hampshire Veterans Home	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	100
New Life Fine Arts	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	400
North Shore Community College Foundation	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	5,000
North Shore Community Development Coalition	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	500
North Shore Concert Band	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	250
North Shore Elder Services	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	550
North Shore Elder Services	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	1,000
North Shore Medical Center	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	5,000
North Shore Moving Market	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	1,000
North Shore YMCA	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	10,000
North Suburban YMCA	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	1,000
Northeast Arc	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	1,000
Northeast Arc	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	2,500
Northeast Massachusetts Youth Orchestra, Inc	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	250
Northeast Massachusetts Youth Orchestra, Inc	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	500
Nupath, Inc	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	500
Operation A B L E of Greater Boston, Inc	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	500
Operation Bootstrap	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	400
Parent/Professional Advocacy League, Inc	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	500
Parents United of Salem	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	1,000
Peabody Essex Museum	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	15,000
Peabody Institute Library Foundation, Inc	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	1,000
Picnic in the Park	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	1,000
Pine Street Inn - Ending Homelessness	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	450
Plymouth Taskforce for the Homeless	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	250
Polish, Russian, Lithuanian, American Citizens Club, Inc	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	50
Raising A Reader MA	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	1,300
RAW Art Works	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	1,000
RAW Art Works	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	1,000
Reading Memorial High School	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	100
Reading Rotary Club- community service	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	1,500
Rebuilding Together Boston	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	2,100

SALEM FIVE CHARITABLE FOUNDATION INC.
CONTRIBUTIONS FOR THE YEAR ENDED DECEMBER 31, 2013

RECIPIENT NAME	RECIPIENT ADDRESS	RELATIONSHIP & FOUNDATION STATUS OF RECIPIENT	PURPOSE	AMOUNT
Red Sox Foundation	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	500
Reid R Sacco Fund	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	1,000
River House	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	700
Room to Grow	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	2,320
Rotary Foundation DAF	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	500
Sail Salem	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	750
Sailing Heals, Inc	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	350
Saint Mary School	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	500
Salem Athenaeum	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	3,000
Salem Children's Charity	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	500
Salem CyberSpace	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	1,000
Salem Education Foundation	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	1,000
Salem High School	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	2,500
Salem High School	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	250
Salem Jazz and Soul Festival -community support	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	4,000
Salem Main Streets	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	2,750
Salem Philharmonic Orchesra, Inc	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	2,500
Salem Rotary Club Scholarship	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	750
Salem Rotary Club Scholarship	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	1,000
Salem Sound Coastwatch	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	500
Salem Sound Coastwatch	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	500
Salem State University Foundation, Inc	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	2,000
Shore Country Day School	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	1,000
SMILE Mass	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	500
South Shore Savings Charitable Foundation, Inc	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	1,500
Special Olympics Massachusetts	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	200
Special Olympics Massachusetts	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	1,000
Spina Bifida Association of New England	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	100
St John the Evangelist School	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	175
St John the Evangelist School	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	650
St John's Preparatory School	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	2,500
St John's Preparatory School	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	2,000
St Mary of the Annunciation School	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	200
St Mary of the Annunciation School	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	1,100
St Peter's Kitchen	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	1,000
St Pius V School	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	50
St Vincent de Paul	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	1,000
Stephen M O'Grady Scholarship Foundation	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	500
The Caleb Group	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	500
The Carroll School	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	1,000
The Friends of Marblehead Hockey	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	100
The House of the Seven Gables	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	1,000
The Leukemia & Lymphoma Society	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	500
The Mastocytosis Society	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	1,000
The North Shore Moving Market, Inc	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	250
The Pan-Massachusetts Challenge	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	250

SALEM FIVE CHARITABLE FOUNDATION INC.
CONTRIBUTIONS FOR THE YEAR ENDED DECEMBER 31, 2013

RECIPIENT NAME	RECIPIENT ADDRESS	RELATIONSHIP & FOUNDATION STATUS OF RECIPIENT	PURPOSE	AMOUNT
The Pan-Massachusetts Challenge	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	250
The Paul Madore Chorale	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	100
The Plummer Home for Boys	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	9,350
The Society of St Vincent DePaul	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	200
The Thomas E Smith Fight to Cure Paralysis Foundation	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	4,200
The Women's Fund of Essex County	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	2,000
Triangle, Inc	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	1,000
Tri-City Community Action Program	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	650
VNA Hospice Care	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	500
VNA of Middlesex-East & Visiting Nurse Hospice	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	1,740
Wellspring House, Inc	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	1,000
Wenham Museum	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	1,980
Woman's Friend Society	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	1,000
Woman's Friend Society	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	1,000
World Series Park	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	350
Yankee Clipper Council	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	2,500
YWCA Boston	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	2,100
YWCA of Greater Lawrence	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	500
Return of Prior Period Contributions	ON FILE -AVAILABLE UPON REQUEST	NOT RELATED - 501 (C) (3)	CHARITY EXEMPT PURPOSE	-985
				315,332

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.
▶ Use Form 8949 to list your transactions for lines 1b, 2, 3, 8b, 9 and 10.
▶ Information about Schedule D and its separate instructions is at *www.irs.gov/form1041*.

OMB No 1545-0092

2013

Name of estate or trust	Employer identification number
SALEM FIVE CHARITABLE FOUNDATION, INC.	04-3342405

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

See instructions for how to figure the amounts to enter on the lines below This form may be easier to complete if you round off cents to whole dollars	(d) Proceeds (sales price)	(e) Cost (or other basis)	(g) Adjustments to gain or loss from Form(s) 8949, Part I, line 2, column (g)	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
1a Totals for all short-term transactions reported on Form 1099-B for which basis was reported to the IRS and for which you have no adjustments (see instructions) However, if you choose to report all these transactions on Form 8949, leave this line blank and go to line 1b				
1b Totals for all transactions reported on Form(s) 8949 with **Box A** checked				
2 Totals for all transactions reported on Form(s) 8949 with **Box B** checked				
3 Totals for all transactions reported on Form(s) 8949 with **Box C** checked	328,111.	287,023.		41,088.

4 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	4	
5 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	5	
6 Short-term capital loss carryover Enter the amount, if any, from line 9 of the 2012 Capital Loss Carryover Worksheet	6	( )
7 **Net short-term capital gain or (loss).** Combine lines 1a through 6 in column (h) Enter here and on line 17, column (3) on the back ▶	7	41,088.

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

See instructions for how to figure the amounts to enter on the lines below This form may be easier to complete if you round off cents to whole dollars	(d) Proceeds (sales price)	(e) Cost (or other basis)	(g) Adjustments to gain or loss from Form(s) 8949, Part II, line 2, column (g)	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
8a Totals for all long-term transactions reported on Form 1099-B for which basis was reported to the IRS and for which you have no adjustments (see instructions) However, if you choose to report all these transactions on Form 8949, leave this line blank and go to line 8b				
8b Totals for all transactions reported on Form(s) 8949 with **Box D** checked				
9 Totals for all transactions reported on Form(s) 8949 with **Box E** checked				
10 Totals for all transactions reported on Form(s) 8949 with **Box F** checked	335,753.	318,695.		17,058.

11 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	11	
12 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	12	
13 Capital gain distributions	13	
14 Gain from Form 4797, Part I	14	
15 Long-term capital loss carryover Enter the amount, if any, from line 14 of the 2012 Capital Loss Carryover Worksheet	15	( )
16 **Net long-term capital gain or (loss).** Combine lines 8a through 15 in column (h) Enter here and on line 18a, column (3) on the back ▶	16	17,058.

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

Part III Summary of Parts I and II

Caution: *Read the instructions **before** completing this part.*

			(1) Beneficiaries' (see instr)	(2) Estate's or trust's	(3) Total
17	**Net short-term gain or (loss)**	17			41,088.
18	**Net long-term gain or (loss):**				
a	Total for year	18a			17,058.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht)	18b			
c	28% rate gain	18c			
19	**Total net gain or (loss).** Combine lines 17 and 18a ▶	19			58,146.

Note: *If line 19, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a) If lines 18a and 19, column (2), are net gains, go to Part V, and **do not** complete Part IV If line 19, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet,** as necessary*

Part IV Capital Loss Limitation

20 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 19, column (3) **or** b $3,000 . . . 20 ( )

Note: *If the loss on line 19, 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 18a and 19 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 18b, col (2) or line 18c, 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 18a and 19 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 18b, col (2) or line 18c, col (2) is more than zero

21	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)			21			
22	Enter the **smaller** of line 18a or 19 in column (2) but not less than zero	22					
23	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)	23					
24	Add lines 22 and 23	24					
25	If the estate or trust is filing Form 4952, enter the amount from line 4g, otherwise, enter -0- ▶	25					
26	Subtract line 25 from line 24 If zero or less, enter -0-			26			
27	Subtract line 26 from line 21 If zero or less, enter -0-			27			
28	Enter the **smaller** of the amount on line 21 or $2,450			28			
29	Enter the **smaller** of the amount on line 27 or line 28			29			
30	Subtract line 29 from line 28 If zero or less, enter -0-. This amount is taxed at 0% ▶					30	
31	Enter the smaller of line 21 or line 26			31			
32	Subtract line 30 from line 26			32			
33	Enter the **smaller** of line 21 or $11,950			33			
34	Add lines 27 and 30			34			
35	Subtract line 34 from line 33 If zero or less, enter -0-			35			
36	Enter the **smaller** of line 32 or line 35			36			
37	Multiply line 36 by 15% ▶					37	
38	Enter the amount from line 31			38			
39	Add lines 30 and 36			39			
40	Subtract line 39 from line 38 If zero or less, enter -0-			40			
41	Multiply line 40 by 20% ▶					41	
42	Figure the tax on the amount on line 27 Use the 2013 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)			42			
43	Add lines 37, 41, and 42			43			
44	Figure the tax on the amount on line 21 Use the 2013 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)			44			
45	**Tax on all taxable income.** Enter the **smaller** of line 43 or line 44 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36) ▶					45	

Form **8949**

Department of the Treasury
Internal Revenue Service

Sales and Other Dispositions of Capital Assets

▶ Information about Form 8949 and its separate instructions is at *www.irs.gov/form8949*.

▶ File with your Schedule D to list your transactions for lines 1b, 2, 3, 8b, 9, and 10 of Schedule D.

OMB No 1545-0074

2013

Attachment Sequence No **12A**

Name(s) shown on return: SALEM FIVE CHARITABLE FOUNDATION, INC.

Social security number or taxpayer identification number: 04-3342405

Most brokers issue their own substitute statement instead of using Form 1099-B They also may provide basis information (usually your cost) to you on the statement even if it is not reported to the IRS Before you check Box A, B, or C below, determine whether you received any statement(s) and, if so, the transactions for which basis was reported to the IRS Brokers are required to report basis to the IRS for most stock you bought in 2011 or later

Part I **Short-Term.** Transactions involving capital assets you held one year or less are short-term. For long-term transactions, see page 2.

Note. You may aggregate all short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 1a; you are not required to report these transactions on Form 8949 (see instructions).

You *must* check Box A, B, *or* C below. Check only one box. If more than one box applies for your short-term transactions, complete a separate Form 8949, page 1, for each applicable box If you have more short-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need

☐ **(A)** Short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)
☐ **(B)** Short-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS
☒ **(C)** Short-term transactions not reported to you on Form 1099-B

1 (a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo , day, yr)	(c) Date sold or disposed (Mo , day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the **Note** below and see *Column (e)* in the separate instructions	**Adjustment, if any, to gain or loss.** If you enter an amount in column (g), enter a code in column (f) **See the separate instructions.** (f) Code(s) from instructions	(g) Amount of adjustment	(h) **Gain or (loss).** Subtract column (e) from column (d) and combine the result with column (g)
ACCENTURE PLC CLS A	12/24/2012	02/14/2013	5,467.	5,333.			134.
ACCENTURE PLC CLS A	12/24/2012	04/04/2013	22,690.	21,333.			1,357.
ADOBE SYS INC	12/24/2012	02/14/2013	5,787.	5,721.			66.
ADOBE SYS INC	12/24/2012	02/08/2013	21,336.	17,163.			4,173.
BANK OF MONTREAL COM	12/24/2012	02/14/2013	9,380.	9,263.			117.
BANK OF MONTREAL COM	12/24/2012	04/04/2013	17,315.	16,983.			332.
CHECK POINT SOFTWARE	12/24/2012	02/14/2013	7,672.	7,248.			424.
CHECK POINT SOFTWARE	12/24/2012	04/17/2013	9,319.	9,665.			-346.
CHEVRON CORP NEW	12/24/2012	02/14/2013	8,673.	8,303.			370.
DANAHER CORP	12/24/2012	02/14/2013	3,024.	2,794.			230.
EMC CORP MASS	12/24/2012	02/14/2013	8,624.	9,113.			-489.
EMERSON ELECTRIC CO	12/24/2012	02/14/2013	2,882.	2,674.			208.
FRANKLIN RES INC	12/24/2012	02/14/2013	6,988.	6,479.			509.
FRANKLIN RES INC	12/24/2012	10/31/2013	16,314.	12,958.			3,356.
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts) Enter each total here and include on your Schedule D, **line 1b** (if **Box A** above is checked), **line 2** (if **Box B** above is checked), or **line 3** (if **Box C** above is checked) ▶			328,111.	287,023.			41,088.

Note. If you checked Box A above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis See *Column (g)* in the separate instructions for how to figure the amount of the adjustment

For Paperwork Reduction Act Notice, see your tax return instructions.
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Form **8949**

Department of the Treasury
Internal Revenue Service

Sales and Other Dispositions of Capital Assets

▶ **Information about Form 8949 and its separate instructions is at *www.irs.gov/form8949*.**

▶ **File with your Schedule D to list your transactions for lines 1b, 2, 3, 8b, 9, and 10 of Schedule D.**

OMB No 1545-0074

2013

Attachment Sequence No **12A**

Name(s) shown on return: SALEM FIVE CHARITABLE FOUNDATION, INC.

Social security number or taxpayer identification number: 04-3342405

Most brokers issue their own substitute statement instead of using Form 1099-B They also may provide basis information (usually your cost) to you on the statement even if it is not reported to the IRS Before you check Box A, B, or C below, determine whether you received any statement(s) and, if so, the transactions for which basis was reported to the IRS Brokers are required to report basis to the IRS for most stock you bought in 2011 or later

Part I Short-Term.

Transactions involving capital assets you held one year or less are short-term. For long-term transactions, see page 2

Note. You may aggregate all short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 1a; you are not required to report these transactions on Form 8949 (see instructions).

You *must* check Box A, B, *or* C below. Check only one box. If more than one box applies for your short-term transactions, complete a separate Form 8949, page 1, for each applicable box If you have more short-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need

☐ **(A)** Short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)
☐ **(B)** Short-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS
☒ **(C)** Short-term transactions not reported to you on Form 1099-B

1 (a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo , day, yr)	(c) Date sold or disposed (Mo , day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the **Note** below and see *Column (e)* in the separate instructions	Adjustment, if any, to gain or loss If you enter an amount in column (g), enter a code in column (f) **See the separate instructions** (f) Code(s) from instructions	(g) Amount of adjustment	(h) **Gain or (loss).** Subtract column (e) from column (d) and combine the result with column (g)
GOOGLE INC	12/24/2012	02/14/2013	4,683.	4,323.			360.
JPMORGAN CHASE & CO	12/24/2012	02/14/2013	3,642.	3,294.			348.
MCDONALDS CORP	12/24/2012	02/14/2013	4,750.	4,530.			220.
METLIFE	12/24/2012	02/14/2013	16,592.	14,977.			1,615.
NATIONAL OILWELL	12/24/2012	02/14/2013	5,106.	5,169.			-63.
NIKE INC CLASS 8	11/12/2012	09/09/2013	16,335.	6,336.			9,999.
PEPSICO INC	12/24/2012	02/14/2013	10,846.	10,529.			317.
PRAXAIR	12/24/2012	02/14/2013	11,096.	10,974.			122.
QUALCOMM INC	12/24/2012	02/14/2013	6,712.	6,303.			409.
ROCHE HOLDINGS	12/24/2012	02/14/2013	9,600.	9,017.			583.
SCHLUMBERGER LIMITED	12/24/2012	02/14/2013	11,688.	10,724.			964.
THERMO FISHER SCIENT	11/12/2012	02/14/2013	9,312.	4,233.			5,079.
TRANS CANADA CORP	12/24/2012	02/14/2013	6,017.	5,914.			103.
UNITED TECHNOLOGIES	12/24/2012	02/14/2013	11,200.	10,364.			836.
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts) Enter each total here and include on your Schedule D, **line 1b** (if **Box A** above is checked), **line 2** (if **Box B** above is checked), or **line 3** (if **Box C** above is checked) ▶							

Note. If you checked Box A above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis See *Column (g)* in the separate instructions for how to figure the amount of the adjustment

For Paperwork Reduction Act Notice, see your tax return instructions.

Form **8949**

Department of the Treasury
Internal Revenue Service

Sales and Other Dispositions of Capital Assets

▶ Information about Form 8949 and its separate instructions is at *www irs.gov/form8949*.

▶ File with your Schedule D to list your transactions for lines 1b, 2, 3, 8b, 9, and 10 of Schedule D.

OMB No 1545-0074

2013

Attachment Sequence No **12A**

Name(s) shown on return	Social security number or taxpayer identification number
SALEM FIVE CHARITABLE FOUNDATION, INC.	04-3342405

Most brokers issue their own substitute statement instead of using Form 1099-B They also may provide basis information (usually your cost) to you on the statement even if it is not reported to the IRS Before you check Box A, B, or C below, determine whether you received any statement(s) and, if so, the transactions for which basis was reported to the IRS Brokers are required to report basis to the IRS for most stock you bought in 2011 or later

Part I **Short-Term.** Transactions involving capital assets you held one year or less are short-term. For long-term transactions, see page 2.

Note. You may aggregate all short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 1a; you are not required to report these transactions on Form 8949 (see instructions).

You *must* check Box A, B, *or* C below. Check only one box. If more than one box applies for your short-term transactions, complete a separate Form 8949, page 1, for each applicable box. If you have more short-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need

☐ **(A)** Short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)
☐ **(B)** Short-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS
☒ **(C)** Short-term transactions not reported to you on Form 1099-B

1 (a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo , day, yr)	(c) Date sold or disposed (Mo , day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the Note below and see *Column (e)* in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f) See the separate instructions.		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
					(f) Code(s) from instructions	(g) Amount of adjustment	
VODAFONE GROUP SPON	12/24/2012	02/10/2013	28,887.	21,019.			7,868.
WALMART STORES INC	12/24/2012	02/14/2013	8,917.	8,674.			243.
WALMART STORES INC	12/24/2012	07/15/2013	17,257.	15,613.			1,644.
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts) Enter each total here and include on your Schedule D, **line 1b** (if **Box A** above is checked), **line 2** (if **Box B** above is checked), or **line 3** (if **Box C** above is checked) ▶							

Note. If you checked Box A above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis See *Column (g)* in the separate instructions for how to figure the amount of the adjustment

For Paperwork Reduction Act Notice, see your tax return instructions.

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Name(s) shown on return (Name and SSN or taxpayer identification no not required if shown on other side)	Social security number or taxpayer identification number
SALEM FIVE CHARITABLE FOUNDATION, INC.	04-3342405

Most brokers issue their own substitute statement instead of using Form 1099-B They also may provide basis information (usually your cost) to you on the statement even if it is not reported to the IRS Before you check Box D, E, or F below, determine whether you received any statement(s) and, if so, the transactions for which basis was reported to the IRS Brokers are required to report basis to the IRS for most stock you bought in 2011 or later

Part II **Long-Term.** Transactions involving capital assets you held more than one year are long term. For short-term transactions, see page 1.

Note. You may aggregate all long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 8a; you are not required to report these transactions on Form 8949 (see instructions).

You *must* check Box D, E, *or* F below. Check only one box. If more than one box applies for your long-term transactions, complete a separate Form 8949, page 2, for each applicable box. If you have more long-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need

☐ **(D)** Long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)

☐ **(E)** Long-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS

☒ **(F)** Long-term transactions not reported to you on Form 1099-B

1 (a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo , day, yr)	(c) Date sold or disposed (Mo , day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the **Note** below and see *Column (e)* in the separate instructions	**Adjustment, if any, to gain or loss.** If you enter an amount in column (g), enter a code in column (f) **See the separate instructions.** (f) Code(s) from instructions	(g) Amount of adjustment	(h) **Gain or (loss).** Subtract column (e) from column (d) and combine the result with column (g)
BANK OF AMERICA	04/22/2004	06/11/2013	4,401.	13,157.			-8,756.
BARCLAYS BANK	04/08/2011	06/11/2013	29,629.	40,196.			-10,567.
DODGE & COX	01/04/2004	04/03/2013	170.	153.			17.
DODGE & COX	01/04/2004	04/03/2013	160.	145.			15.
DODGE & COX	01/07/2004	04/03/2013	174.	158.			16.
DODGE & COX	01/10/2004	04/03/2013	176.	159.			17.
DODGE & COX	03/01/2005	04/03/2013	523.	522.			1.
DODGE &COX	03/01/2005	04/03/2013	908.	905.			3.
DODGE & COX	03/01/2005	04/03/2013	186.	185.			1.
DODGE & COX	01/04/2005	04/03/2013	191.	186.			5.
DODGE & COX	01/04/2005	04/03/2013	67.	65.			2.
DODGE & COX	01/04/2005	04/03/2013	275.	268.			7.
DODGE & COX	06/30/2005	04/03/2013	193.	192.			1.
DODGE & COX	09/30/2005	04/03/2013	187.	193.			-6.
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, **line 8b** (if **Box D** above is checked), **line 9** (if **Box E** above is checked), or **line 10** (if **Box F** above is checked) ▶			335,753.	318,695.			17,058.

Note. If you checked Box D above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis See *Column (g)* in the separate instructions for how to figure the amount of the adjustment

Name(s) shown on return (Name and SSN or taxpayer identification no not required if shown on other side)
SALEM FIVE CHARITABLE FOUNDATION, INC.

Social security number or taxpayer identification number
04-3342405

Most brokers issue their own substitute statement instead of using Form 1099-B They also may provide basis information (usually your cost) to you on the statement even if it is not reported to the IRS Before you check Box D, E, or F below, determine whether you received any statement(s) and, if so, the transactions for which basis was reported to the IRS Brokers are required to report basis to the IRS for most stock you bought in 2011 or later

Part II **Long-Term.** Transactions involving capital assets you held more than one year are long term. For short-term transactions, see page 1.

Note. You may aggregate all long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 8a; you are not required to report these transactions on Form 8949 (see instructions).

You *must* check Box D, E, *or* F below. Check only one box. If more than one box applies for your long-term transactions, complete a separate Form 8949, page 2, for each applicable box. If you have more long-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

☐ **(D)** Long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)
☐ **(E)** Long-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS
☒ **(F)** Long-term transactions not reported to you on Form 1099-B

1 (a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo, day, yr)	(c) Date sold or disposed (Mo, day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the **Note** below and see *Column (e)* in the separate instructions	**Adjustment, if any, to gain or loss.** If you enter an amount in column (g), enter a code in column (f) **See the separate instructions** (f) Code(s) from instructions	(g) Amount of adjustment	(h) **Gain or (loss).** Subtract column (e) from column (d) and combine the result with column (g)
DODGE & COX	12/30/2005	04/03/2013	179.	189.			-10.
DODGE & COX	12/30/2005	04/03/2013	1,062.	1,121.			-59.
DODGE & COX	12/30/2005	04/03/2013	41.	43.			-2.
DODGE & COX	04/04/2006	04/03/2013	176.	193.			-17.
DODGE & COX	04/04/2006	04/03/2013	108.	119.			-11.
DODGE & COX	03/07/2006	04/03/2013	205.	227.			-22.
DODGE & COX	01/15/2004	04/03/2013	40,696.	36,609.			4,087.
DODGE & COX	02/10/2006	04/03/2013	203.	234.			-31.
DODGE & COX	02/01/2007	04/03/2013	161.	190.			-29.
DODGE & COX	02/01/2007	04/03/2013	74.	87.			-13.
DODGE & COX	02/01/2007	04/03/2013	1,907.	2,249.			-342.
DODGE & COX	02/04/2007	04/03/2013	233.	276.			-43.
DODGE & COX	02/04/2007	04/03/2013	32.	38.			-6.
DODGE & COX	02/04/2007	04/03/2013	295.	350.			-55.
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts) Enter each total here and include on your Schedule D, **line 8b** (if **Box D** above is checked), **line 9** (if **Box E** above is checked), or **line 10** (if **Box F** above is checked) ▶							

Note. If you checked Box D above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis See *Column (g)* in the separate instructions for how to figure the amount of the adjustment

Name(s) shown on return (Name and SSN or taxpayer identification no not required if shown on other side)	Social security number or taxpayer identification number
SALEM FIVE CHARITABLE FOUNDATION, INC.	04-3342405

Most brokers issue their own substitute statement instead of using Form 1099-B They also may provide basis information (usually your cost) to you on the statement even if it is not reported to the IRS Before you check Box D, E, or F below, determine whether you received any statement(s) and, if so, the transactions for which basis was reported to the IRS Brokers are required to report basis to the IRS for most stock you bought in 2011 or later

Part II **Long-Term.** Transactions involving capital assets you held more than one year are long term. For short-term transactions, see page 1.

Note. You may aggregate all long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 8a; you are not required to report these transactions on Form 8949 (see instructions).

You *must* check Box D, E, *or* F below. Check only one box. If more than one box applies for your long-term transactions, complete a separate Form 8949, page 2, for each applicable box. If you have more long-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need

☐ **(D)** Long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)
☐ **(E)** Long-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS
☒ **(F)** Long-term transactions not reported to you on Form 1099-B

1 (a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo, day, yr)	(c) Date sold or disposed (Mo, day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the Note below and see *Column (e)* in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f) See the separate instructions (f) Code(s) from instructions	(g) Amount of adjustment	(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
DODGE & COX	02/07/2007	04/03/2013	168.	208.			-40.
DODGE & COX	01/10/2007	04/03/2013	157.	190.			-33.
DODGE & COX	02/01/2008	04/03/2013	183.	195.			-12.
DODGE & COX	02/01/2008	04/03/2013	4,023.	4,287.			-264.
DODGE & COX	02/01/2008	04/03/2013	264.	282.			-18.
DODGE & COX	03/31/2008	04/03/2013	250.	225.			25.
DODGE & COX	03/31/2008	04/03/2013	1,855.	1,666.			189.
DODGE & COX	03/31/2008	04/03/2013	22.	20.			2.
DODGE & COX	06/30/2008	04/03/2013	263.	225.			38.
DODGE & COX	09/30/2008	04/03/2013	239.	188.			51.
DWS VALUE	03/26/2004	08/13/2013	199.	186.			13.
DWS VALUE	06/25/2004	08/13/2013	192.	187.			5.
DWS VALUE	09/27/2004	08/13/2013	194.	187.			7.
DWS VALUE	12/20/2004	08/13/2013	179.	188.			-9.
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts) Enter each total here and include on your Schedule D, **line 8b** (if **Box D** above is checked), **line 9** (if **Box E** above is checked), or **line 10** (if **Box F** above is checked) ▶							

Note. If you checked Box D above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis See *Column (g)* in the separate instructions for how to figure the amount of the adjustment

Name(s) shown on return (Name and SSN or taxpayer identification no not required if shown on other side)	Social security number or taxpayer identification number
SALEM FIVE CHARITABLE FOUNDATION, INC.	04-3342405

Most brokers issue their own substitute statement instead of using Form 1099-B They also may provide basis information (usually your cost) to you on the statement even if it is not reported to the IRS Before you check Box D, E, or F below, determine whether you received any statement(s) and, if so, the transactions for which basis was reported to the IRS Brokers are required to report basis to the IRS for most stock you bought in 2011 or later

Part II **Long-Term.** Transactions involving capital assets you held more than one year are long term. For short-term transactions, see page 1

Note. You may aggregate all long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 8a; you are not required to report these transactions on Form 8949 (see instructions).

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☐ **(D)** Long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)

☐ **(E)** Long-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS

☒ **(F)** Long-term transactions not reported to you on Form 1099-B

1 (a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo, day, yr)	(c) Date sold or disposed (Mo, day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the **Note** below and see *Column (e)* in the separate instructions	Adjustment, if any, to gain or loss If you enter an amount in column (g), enter a code in column (f) **See the separate instructions**		(h) **Gain or (loss).** Subtract column (e) from column (d) and combine the result with column (g)
					(f) Code(s) from instructions	(g) Amount of adjustment	
DWS VALUE	03/29/2005	08/13/2013	178.	189.			-11.
DWS VALUE	06/27/2005	08/13/2013	173.	189.			-16.
DWS VALUE	09/27/2005	08/13/2013	172.	190.			-18.
DWS VALUE	12/22/2005	08/13/2013	201.	229.			-28.
DWS VALUE	03/28/2006	08/13/2013	163.	192.			-29.
DWS VALUE	06/27/2006	08/13/2013	191.	218.			-27.
DWS VALUE	09/26/2006	08/13/2013	180.	219.			-39.
DWS VALUE	11/17/2006	08/13/2013	969.	1,219.			-250.
DWSVALUE		08/13/2013	342.	440.			-98.
DWSVALUE	01/15/2004	08/13/2013	30,254.	30,507.			-253.
DWS VALUE	03/27/2007	08/13/2013	126.	160.			-34.
DWS VALUE	03/27/2007	08/13/2013	252.	320.			-68.
DWS VALUE	03/27/2007	08/13/2013	28.	35.			-7.
DWS VALUE	06/26/2007	08/13/2013	141.	187.			-46.
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts) Enter each total here and include on your Schedule D, **line 8b** (if **Box D** above is checked), **line 9** (if **Box E** above is checked), or **line 10** (if **Box F** above is checked) ▶							

Note. If you checked Box D above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis See *Column (g)* in the separate instructions for how to figure the amount of the adjustment

Form 8949 (2013) Attachment Sequence No **12A** Page **2**

Name(s) shown on return (Name and SSN or taxpayer identification no not required if shown on other side)	**Social security number or taxpayer identification number**
SALEM FIVE CHARITABLE FOUNDATION, INC.	04-3342405

Most brokers issue their own substitute statement instead of using Form 1099-B They also may provide basis information (usually your cost) to you on the statement even if it is not reported to the IRS Before you check Box D, E, or F below, determine whether you received any statement(s) and, if so, the transactions for which basis was reported to the IRS Brokers are required to report basis to the IRS for most stock you bought in 2011 or later

Part II **Long-Term.** Transactions involving capital assets you held more than one year are long term. For short-term transactions, see page 1.

Note. You may aggregate all long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 8a, you are not required to report these transactions on Form 8949 (see instructions)

You *must* check Box D, E, *or* F below. Check only one box. If more than one box applies for your long-term transactions, complete a separate Form 8949, page 2, for each applicable box. If you have more long-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need

☐ **(D)** Long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)
☐ **(E)** Long-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS
☒ **(F)** Long-term transactions not reported to you on Form 1099-B

1 (a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo , day, yr)	(c) Date sold or disposed (Mo , day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the **Note** below and see *Column (e)* in the separate instructions	**Adjustment, if any, to gain or loss.** If you enter an amount in column (g), enter a code in column (f) **See the separate instructions.**		(h) **Gain or (loss).** Subtract column (e) from column (d) and combine the result with column (g)
					(f) Code(s) from instructions	(g) Amount of adjustment	
DWS VALUE	09/25/2007	08/13/2013	147.	196.			-49.
DWS VALUE	12/18/2007	08/13/2013	285.	331.			-46.
DWS VALUE	12/18/2007	08/13/2013	1,353.	1,569.			-216.
DWS VALUE	12/18/2007	08/13/2013	727.	843.			-116.
DWSVALUE	03/26/2008	08/13/2013	158.	165.			-7.
DWSVALUE	03/26/2008	08/13/2013	892.	930.			-38.
DWSVALUE	03/26/2008	08/13/2013					
DWS VALUE	06/25/2008	08/13/2013	176.	170.			6.
DWSVALUE	09/25/2008	08/13/2013	179.	151.			28.
GILEAD SCIENCES INC	12/24/2012	12/30/2013	5,564.	2,825.			2,739.
MUT SERIES DISCOVERY	12/28/2005	03/07/2013	434.	362.			72.
MUT SERIES DISCOVERY	06/20/2006	03/07/2013	326.	278.			48.
MUT SERIES DISCOVERY	06/20/2006	03/07/2013	239.	204.			35.
MUT SERIES DISCOVERY	06/20/2006	03/07/2013	841.	718.			123.
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts) Enter each total here and include on your Schedule D, **line 8b** (if **Box D** above is checked), **line 9** (if **Box E** above is checked), or **line 10** (if **Box F** above is checked) ▶							

Note. If you checked Box D above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis See *Column (g)* in the separate instructions for how to figure the amount of the adjustment

Form 8949 (2013) Attachment Sequence No **12A** Page **2**

Name(s) shown on return (Name and SSN or taxpayer identification no not required if shown on other side)	**Social security number or taxpayer identification number**
SALEM FIVE CHARITABLE FOUNDATION, INC.	04-3342405

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MUT SERIES DISCOVERY	12/19/2000	03/07/2013	456.	269.			187.
MUT SERIES DISCOVERY	12/27/2006	03/07/2013	868.	832.			36.
MUT SERIES DISCOVERY	12/27/2006	03/07/2013	11.	11.			
MUT SERIES DISCOVERY	12/27/2006	03/07/2013	1,640.	1,574.			66.
MUT SERIES DISCOVERY	06/19/2007	03/07/2013	30.	32.			-2.
MUT SERIES DISCOVERY	06/19/2007	03/07/2013	19.	20.			-1.
MUT SERIES DISCOVERY	12/26/2007	03/07/2013	805.	821.			-16.
MUT SERIES DISCOVERY	12/26/2007	03/07/2013	893.	911.			-18.
MUT SERIES DISCOVERY	09/09/2008	03/07/2013	54.	48.			6.
MUT SERIES DISCOVERY	09/09/2008	03/07/2013	147.	131.			16.
MUT SERIES DISCOVERY	09/09/2008	03/07/2013	70.	62.			8.
MUT SERIES DISCOVERY	05/06/1998	03/07/2013	17,812.	12,647.			5,165.
MUT SERIES DISCOVERY	12/28/2005	03/07/2013	4,115.	3,434.			681.
POWERSHARES TRUST	04/08/2011	08/13/2013	26,628.	19,494.			7,134.
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts) Enter each total here and include on your Schedule D, **line 8b** (if **Box D** above is checked), **line 9** (if **Box E** above is checked), or **line 10** (if **Box F** above is checked) ▶							

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Name(s) shown on return (Name and SSN or taxpayer identification no not required if shown on other side)
SALEM FIVE CHARITABLE FOUNDATION, INC.

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POWERSHARES TRUST	04/08/2011	10/22/2013	27,754.	19,494.			8,260.
SPDR SERIES GROWTH	07/27/2007	03/04/2013	39,372.	32,056.			7,316.
VANGUARD TOTAL STOCK	04/08/2011	03/05/2013	27,255.	21,146.			6,109.
VANGUARD TOTAL STOCK	04/08/2011	12/18/2013	30,505.	21,146.			9,359.
VIRTUS EQUITY TRUST	06/29/2010	07/02/2013	21,828.	34,888.			-13,060.
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts) Enter each total here and include on your Schedule D, **line 8b** (if **Box D** above is checked), **line 9** (if **Box E** above is checked), or **line 10** (if **Box F** above is checked) ▶							

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