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Return of Private Foundation

OMB No 1545-0052

Department of the Treasury
Internal Revenue Service

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.

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning

, and ending

Name of foundation KATHERINE K. MCLANE AND HENRY R. MCLANE CHARITABLE TRUST		A Employer identification number 06-6537915
Number and street (or P.O. box number if mail is not delivered to street address) SHIPMAN & GOODWIN LLP, 1 CONSTITUTION PL	Room/suite	B Telephone number (860) 251-5000
City or town, state or province, country, and ZIP or foreign postal code HARTFORD, CT 06103-1919		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply. <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 5,783,777.	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		2,004.	2,004.		STATEMENT 1
4 Dividends and interest from securities		153,529.	153,529.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		121,227.			
b Gross sales price for all assets on line 6a		1,369,890.			
7 Capital gain net income (from Part IV, line 2)			121,227.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11		276,760.	276,760.		
13 Compensation of officers, directors, trustees, etc.		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees STMT 3		50,500.	15,150.		35,350.
b Accounting fees					
c Other professional fees					
17 Interest					
18 Taxes STMT 4		13,158.	798.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 5		100.	100.		0.
24 Total operating and administrative expenses. Add lines 13 through 23		63,758.	16,048.		35,350.
25 Contributions, gifts, grants paid		243,000.			243,000.
26 Total expenses and disbursements. Add lines 24 and 25		306,758.	16,048.		278,350.
27 Subtract line 26 from line 12		-29,998.			
a Excess of revenue over expenses and disbursements					
b Net investment income (if negative, enter -0-)			260,712.		
c Adjusted net income (if negative, enter -0-)				N/A	

Part II Balance Sheets		Beginning of year		End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1 Cash - non-interest-bearing	25,409.	200.	200.	
	2 Savings and temporary cash investments	540,345.	169,043.	169,043.	
	3 Accounts receivable				
	Less allowance for doubtful accounts				
	4 Pledges receivable				
	Less allowance for doubtful accounts				
	5 Grants receivable				
	6 Receivables due from officers, directors, trustees, and other disqualified persons				
	7 Other notes and loans receivable				
	Less allowance for doubtful accounts				
	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges				
	10a Investments - U S and state government obligations				
	b Investments - corporate stock STMT 6	3,202,374.	3,329,622.	4,924,934.	
	c Investments - corporate bonds STMT 7	442,107.	679,633.	689,600.	
	11 Investments - land, buildings, and equipment basis				
Less accumulated depreciation					
12 Investments - mortgage loans					
13 Investments - other					
14 Land, buildings, and equipment basis					
Less accumulated depreciation					
15 Other assets (describe)					
16 Total assets (to be completed by all filers - see the instructions Also, see page 1, item 1)	4,210,235.	4,178,498.	5,783,777.		
Liabilities	17 Accounts payable and accrued expenses				
	18 Grants payable				
	19 Deferred revenue				
	20 Loans from officers, directors, trustees, and other disqualified persons				
	21 Mortgages and other notes payable				
	22 Other liabilities (describe)				
23 Total liabilities (add lines 17 through 22)	0.	0.			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/>				
	24 Unrestricted				
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here <input checked="" type="checkbox"/>				
	27 Capital stock, trust principal, or current funds	0.	0.		
	28 Paid-in or capital surplus, or land, bldg, and equipment fund	0.	0.		
	29 Retained earnings, accumulated income, endowment, or other funds	4,210,235.	4,178,498.		
	30 Total net assets or fund balances	4,210,235.	4,178,498.		
31 Total liabilities and net assets/fund balances	4,210,235.	4,178,498.			

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	4,210,235.
2 Enter amount from Part I, line 27a	2	-29,998.
3 Other increases not included in line 2 (itemize)	3	0.
4 Add lines 1, 2, and 3	4	4,180,237.
5 Decreases not included in line 2 (itemize) REIT RETURN OF CAPITAL	5	1,739.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	4,178,498.

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			
b SEE ATTACHED STATEMENTS			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e 1,369,890.		1,248,663.	121,227.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a			
b			
c			
d			
e			121,227.

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 } 2 121,227.

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)
If gain, also enter in Part I, line 8, column (c)
If (loss), enter -0- in Part I, line 8 } 3 N/A

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year, see the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2012	251,580.	5,084,408.	.049481
2011	230,580.	4,997,076.	.046143
2010	249,556.	4,601,583.	.054233
2009	228,800.	4,279,278.	.053467
2008	230,000.	5,642,656.	.040761

2 Total of line 1, column (d) 2 .244085

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 .048817

4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5 4 5,456,391.

5 Multiply line 4 by line 3 5 266,365.

6 Enter 1% of net investment income (1% of Part I, line 27b) 6 2,607.

7 Add lines 5 and 6 7 268,972.

8 Enter qualifying distributions from Part XII, line 4 8 278,350.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary-see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	2,607.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	0.
3	Add lines 1 and 2	3	2,607.
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	2,607.
6	Credits/Payments		
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	8,640.
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	8,640.
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	6,033.
11	Enter the amount of line 10 to be Credited to 2014 estimated tax <input checked="" type="checkbox"/> 2,650. Refunded <input checked="" type="checkbox"/>	11	3,383.

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input checked="" type="checkbox"/> \$ 0. (2) On foundation managers <input checked="" type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input checked="" type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> CT		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A	13	X	
14	The books are in care of JAMES T BETTS, SHIPMAN & GOODWIN LLP Telephone no 860-251-5000 Located at ONE CONSTITUTION PLAZA, HARTFORD, CT ZIP+4 06103-1919			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year 15 N/A			
16	At any time during calendar year 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? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country N/A	16	Yes	No X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here N/A	1b	
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? N/A	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years N/A		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions) N/A	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 N/A		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 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.) N/A	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)?

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

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?

N/A

☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

6b

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?

N/A

7b

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

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

(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
JAMES T BETTS	TRUSTEE			
SHIPMAN & GOODWIN, 1 CONSTITUTION PLZ	1.00	0.	0.	0.
HARTFORD, CT 06103				
HENRY R MCLANE, III	TRUSTEE			
SHIPMAN & GOODWIN, 1 CONSTITUTION PLZ	1.00	0.	0.	0.
HARTFORD, CT 06103				

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

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

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

▶ 0

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

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

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

Total number of others receiving over \$50,000 for professional services 0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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

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Part X

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	5,164,814.
b	Average of monthly cash balances	1b	374,669.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	5,539,483.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	5,539,483.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	83,092.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	5,456,391.
6	Minimum investment return. Enter 5% of line 5	6	272,820.

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	272,820.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	2,607.
b	Income tax for 2013 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	2,607.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	270,213.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	270,213.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	270,213.

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	278,350.
b	Program-related investments - total from Part IX-B	1b	0.
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	278,350.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	2,607.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	275,743.

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.

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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				270,213.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			0.	
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2013				
a From 2008				
b From 2009				
c From 2010	1,506.			
d From 2011				
e From 2012	6,000.			
f Total of lines 3a through e	7,506.			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 278,350.				
a Applied to 2012, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2013 distributable amount				270,213.
e Remaining amount distributed out of corpus	8,137.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	15,643.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.		
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount - see instr			0.	
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	15,643.			
10 Analysis of line 9				
a Excess from 2009				
b Excess from 2010	1,506.			
c Excess from 2011				
d Excess from 2012	6,000.			
e Excess from 2013	8,137.			

KATHERINE K. MCLANE AND HENRY R. MCLANE
CHARITABLE TRUST

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

N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 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			(e) Total
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities					
3 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))

NONE

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

NONE

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

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

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

JAMES T BETTS, TRUSTEE, (860)251-5000
SHIPMAN & GOODMAN LLP, ONE CONSTITUTION PLAZA, HARTFORD, CT 06103

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

BY WRITTEN REQUEST

- c Any submission deadlines

APPLICATIONS CONSIDERED ON A ROLLING BASIS IN THE ORDER RECEIVED

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

ONLY ORGANIZATIONS DESCRIBED IN SECTION 501(C)(3) OF IRS CODE AND QUALIFYING AS PUBLIC CHARITIES UNDER SECTION 509(A) ARE ELIGIBLE FOR GRANTS

KATHERINE K. MCLANE AND HENRY R. MCLANE
CHARITABLE TRUST

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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				
AFRICAN WILDLIFE FOUNDATION 1400 16TH STREET NW WASHINGTON, DC 20036	NONE	PUBLIC CHARITY	UNRESTRICTED	6,000.
AMERICAN NATIONAL RED CROSS P O BOX 37243 WASHINGTON, DC 20013	NONE	PUBLIC CHARITY	UNRESTRICTED	6,000.
CHARTER OAK CHAPTER, AMERICAN RED CROSS 209 FARMINGTON AVENUE FARMINGTON, CT 06032	NONE	PUBLIC CHARITY	UNRESTRICTED	6,000.
COMPASSION AND CHOICES P O BOX 10810 DENVER, CO 80250-1810	NONE	PUBLIC CHARITY	UNRESTRICTED	6,000.
CONNECTICUT AUDUBON SOCIETY, INC. 2325 BURR STREET FAIRFIELD, CT 06430	NONE	PUBLIC CHARITY	UNRESTRICTED	6,000.
Total	SEE CONTINUATION SHEET(S)			243,000.
b Approved for future payment				
NONE				
Total				0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion 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	2,004.	
4 Dividends and interest from securities			18	153,529.	
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	121,227.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a _____					
b _____					
c _____					
d _____					
e _____					
12 Subtotal. Add columns (b), (d), and (e)		0.		276,760.	0.
13 Total. Add line 12, columns (b), (d), and (e)				276,760.	0.

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

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.		

[illegible]

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
N/A		

Sign Here	Under penalties of perjury, I declare that I prepared 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.					May the IRS discuss this return with the preparer shown below (see instr.)? <input checked="checked" type="checkbox"/> Yes <input type="checkbox"/> No
	 Signature of officer or trustee	5.5.14 Date	TRUSTEE Title			
Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN	
	BRYON W. HARMON		5/3/14		P00237150	
	Firm's name ▶ SHIPMAN & GOODWIN LLP				Firm's EIN ▶ 06-0640174	
	Firm's address ▶ ONE CONSTITUTION PLAZA HARTFORD, CT 06103-1919				Phone no 860-251-5000	

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	1500 SHRS BOEING CO	P	08/23/13	01/31/13
b	400 SHRS ABBVIE INC	P	03/24/11	03/07/13
c	3000 SHRS ABBVIE INC	P	04/05/11	03/07/13
d	1500 SHRS IBOXX HI YIELD CORP BOND	P	12/06/12	03/07/13
e	1000 SHRS IBOXX HI YIELD CORP BOND	P	05/14/12	07/09/13
f	5800 SHRS MERRIMACK PHARMACEUTICALS	P	03/28/11	07/09/13
g	500 SHRS ORACLE CORP	P	03/25/11	07/11/13
h	1500 SHRS ORACLE CORP	P	06/07/11	07/11/13
i	3120 SHRS ATOSSA GENETICS INC	P	05/07/13	10/08/13
j	1000 SHRS ATOSSA GENETICS INC	P	03/28/13	10/08/13
k	880 SHRS ATOSSA GENETICS INC	P	05/07/13	10/09/13
l	5600 SHRS ATOSSA GENETICS INC	P	08/14/13	10/09/13
m	2000 SHRS ATOSSA GENETICS INC	P	05/08/13	10/09/13
n	1000 SHRS BHP BILLITON PLC	P	11/17/09	10/25/13
o	500 SHRS IBM CORP	P	06/07/11	10/25/13

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 110,849.		105,435.	5,414.
b 15,008.		10,018.	4,990.
c 112,557.		78,426.	34,131.
d 140,847.		137,080.	3,767.
e 93,897.		93,389.	508.
f 40,008.		40,600.	-592.
g 15,940.		16,895.	-955.
h 47,821.		48,148.	-327.
i 8,071.		17,787.	-9,716.
j 2,587.		8,791.	-6,204.
k 1,699.		5,017.	-3,318.
l 10,812.		26,875.	-16,063.
m 3,862.		10,283.	-6,421.
n 63,209.		62,236.	973.
o 88,373.		82,298.	6,075.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			5,414.
b			4,990.
c			34,131.
d			3,767.
e			508.
f			-592.
g			-955.
h			-327.
i			-9,716.
j			-6,204.
k			-3,318.
l			-16,063.
m			-6,421.
n			973.
o			6,075.

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7
If (loss), enter "-0-" in Part I, line 7 }

2

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)
If gain, also enter in Part I, line 8, column (c)
If (loss), enter "-0-" in Part I, line 8 }

3

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	1500 SHRS JP MORGAN	P	09/13/12	10/25/13
b	449.8 SHRS NATL OILWELL INC	P	06/08/06	10/25/13
c	500 SHRS NATL OILWELL INC	P	11/17/08	10/25/13
d	539.36 SHRS NATL OILWELL INC	P	04/03/06	10/25/13
e	359.84 SHRS NATL OILWELL INC	P	05/26/06	10/25/13
f	2000 SHRS PFIZER INC	P	11/21/03	10/25/13
g	1000 SHRS ROYAL DUTCH SHELL	P	11/21/03	10/25/13
h	1000 SHRS ROYAL DUTCH SHELL	P	11/21/03	10/25/13
i	1500 SHRS VANGUARD ST BOND ETF	P	03/07/13	10/25/13
j	400 SHRS DARDEN RESTAURANTS INC	P	08/23/12	12/19/13
k	600 SHRS DARDEN RESTAURANTS INC	P	10/14/09	12/19/13
l	2000 SHRS MERRIMACK PHARMACEUTICALS	P	05/14/12	07/09/13
m	CAPITAL GAINS DIVIDENDS			
n				
o				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 78,929.		59,670.	19,259.
b 36,870.		33,438.	3,432.
c 40,985.		12,667.	28,318.
d 44,212.		40,096.	4,116.
e 29,496.		26,750.	2,746.
f 61,099.		66,630.	-5,531.
g 68,601.		44,455.	24,146.
h 68,601.		44,455.	24,146.
i 120,733.		121,470.	-737.
j 20,131.		20,660.	-529.
k 30,196.		20,034.	10,162.
l 13,796.		15,060.	-1,264.
m 701.			701.
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			19,259.
b			3,432.
c			28,318.
d			4,116.
e			2,746.
f			-5,531.
g			24,146.
h			24,146.
i			-737.
j			-529.
k			10,162.
l			-1,264.
m			701.
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	121,227.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter "-0-" in Part I, line 8 }	3	N/A

KATHERINE K. MCLANE AND HENRY R. MCLANE
CHARITABLE TRUST

06-6537915

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
CONNECTICUT HUMANE SOCIETY 701 RUSSELL ROAD NEWINGTON, CT 06111	NONE	PUBLIC CHARITY	UNRESTRICTED	9,000.
CONNECTICUT NATIONAL GUARD FOUNDATION, INC. 360 BROAD STREET HARTFORD, CT 06105-3795	NONE	PUBLIC CHARITY	UNRESTRICTED	6,000.
CREC FOUNDATION 111 CHARTER HILL AVE HARTFORD 06106	NONE	PUBLIC CHARITY	UNRESTRICTED	7,000.
ECO HEALTH ALLIANCE 460 WEST 34TH STREET NEW YORK, NY 10001-2320	NONE	PUBLIC CHARITY	UNRESTRICTED	6,000.
FIDELCO GUIDE DOG FOUNDATION 103 VISION WAY BLOOMFIELD, CT 06002	NONE	PUBLIC CHARITY	UNRESTRICTED	6,000.
HARTFORD HOSPITAL P O BOX 5037 HARTFORD, CT 06102	NONE	PUBLIC CHARITY	UNRESTRICTED	6,000.
HARTFORD STAGE COMPANY 50 CHURCH STREET HARTFORD, CT 06103	NONE	PUBLIC CHARITY	UNRESTRICTED	50,000.
HARTFORD SYMPHONY ORCHESTRA 100 PEARL STREET HARTFORD, CT 06103	NONE	PUBLIC CHARITY	UNRESTRICTED	20,000.
HFPG, INC. 10 COLUMBUS BOULEVARD HARTFORD, CT 06106	NONE	PUBLIC CHARITY	UNRESTRICTED	15,000.
MARK TWAIN HOUSE 351 FARMINGTON AVENUE HARTFORD, CT 06105	NONE	PUBLIC CHARITY	UNRESTRICTED	15,000.
Total from continuation sheets				213,000.

KATHERINE K. MCLANE AND HENRY R. MCLANE
CHARITABLE TRUST

06-6537915

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
NATIONAL WILDLIFE FOUNDATION 11100 WILDLIFE CENTER DRIVE RESTON, VA 20190	NONE	PUBLIC CHARITY	UNRESTRICTED	6,000.
NATURAL RESOURCES DEFENSE COUNCIL, INC. 40 WEST 20TH STREET NEW YORK, NY 10011	NONE	PUBLIC CHARITY	UNRESTRICTED	6,000.
OUR COMPANIONS P O BOX 673 BLOOMFIELD, CT 06002	NONE	PUBLIC CHARITY	UNRESTRICTED	8,000.
ROARING BROOK NATURE CENTER 70 GRACEY ROAD CANTON, CT 06019	NONE	PUBLIC CHARITY	UNRESTRICTED	6,000.
SMITH FUND OF SMITH COLLEGE 33 ELM STREET NORTHAMPTON, MA 01063	NONE	PUBLIC CHARITY	UNRESTRICTED	6,000.
THEATER WORKS 233 PEARL STREET HARTFORD, CT 06103	NONE	PUBLIC CHARITY	UNRESTRICTED	2,000.
UNITED WAY OF THE CAPITAL AREA 30 LAUREL STREET HARTFORD, CT 06106	NONE	PUBLIC CHARITY	UNRESTRICTED	6,000.
WADSWORTH ATHENEUM 600 MAIN STREET HARTFORD, CT 06103	NONE	PUBLIC CHARITY	UNRESTRICTED	6,000.
WGBY PUBLIC TELEVISION 44 HAMPDEN STREET SPRINGFIELD, MA 01103	NONE	PUBLIC CHARITY	UNRESTRICTED	6,000.
WORLD WILDLIFE FUND 1250 24TH STREET NW WASHINGTON, DC 20090	NONE	PUBLIC CHARITY	UNRESTRICTED	6,000.
Total from continuation sheets				

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3 Grants and Contributions Paid During the Year (Continuation)**Total from continuation sheets**

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

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
CORPORATE BOND INTEREST	2,004.	2,004.	
TOTAL TO PART I, LINE 3	2,004.	2,004.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
CAPITAL GAIN DIV.	701.	701.	0.	0.	
FOREIGN DIVIDENDS	153,529.	0.	153,529.	153,529.	
TO PART I, LINE 4	154,230.	701.	153,529.	153,529.	

FORM 990-PF LEGAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
SHIPMAN & GOODWIN LLP	50,500.	15,150.		35,350.
TO FM 990-PF, PG 1, LN 16A	50,500.	15,150.		35,350.

FORM 990-PF TAXES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL EXCISE TAX	8,640.	0.		0.
FEDERAL EXCISE TAX BALANCE 2012	3,720.	0.		0.
FOREIGN TAXES	798.	798.		0.
TO FORM 990-PF, PG 1, LN 18	13,158.	798.		0.

FORM 990-PF	OTHER EXPENSES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
ACCOUNT MAINTENANCE FEES	100.	100.		0.	
TO FORM 990-PF, PG 1, LN 23	100.	100.		0.	

FORM 990-PF	CORPORATE STOCK		STATEMENT	6
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE		
CORPORATE STOCK - DETAIL ATTACHED	3,329,622.	4,924,934.		
TOTAL TO FORM 990-PF, PART II, LINE 10B	3,329,622.	4,924,934.		

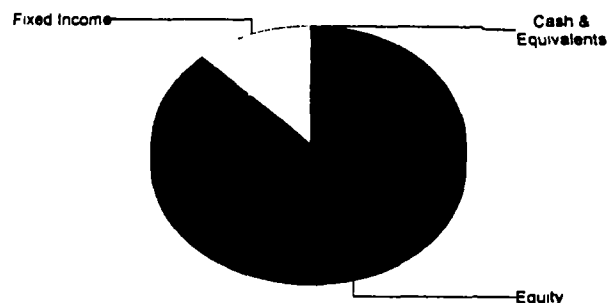
FORM 990-PF	CORPORATE BONDS		STATEMENT	7
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE		
CORPORATE BONDS -DETAIL ATTACHED	679,633.	689,600.		
TOTAL TO FORM 990-PF, PART II, LINE 10C	679,633.	689,600.		

**KATHARINE K MCLANE & HENRY R MCLANE
CHARITABLE TRUST HENRY R MCLANE III & JAMES T
BETTS, TRUSTEES**

Account: 33088560
Report Period: From 1/1/2013 To 12/31/2013
Your Contact: JAMES T BETTS
(860) 251-5150
Administrator: EMMA K GARCIA
(860) 251-5130

Portfolio Summary

	Market Value as of 12/31/13	% of Total	Estimated Income
Cash Equivalents	169,242.64	2.93	0.00
Fixed Income	689,600.00	11.92	30,459.38
Equity	4,924,934.10	85.15	127,361.02
Total Assets	5,783,776.74	100.00	157,820.38
Total Assets	5,783,776.74	100.00	157,820.38



Asset Detail Summary

	Cost Basis	% Cost	Market Value	% Mkt	Unrealized Gain/Loss	Estimated Annual Income	Yield At Mkt
CASH & EQUIVALENTS							
MONEY MARKET FUNDS	169,042.64	4.05	169,042.64	2.92	0.00	0.00	0.0
TOTAL CASH & EQUIVALENTS	169,042.64	4.05	169,042.64	2.92	0.00	0.00	0.0
FIXED INCOME							
CORPORATE BOND FUNDS - ETF	619,417.00	14.82	626,000.00	10.82	6,583.00	26,559.00	4.2
CORPORATE BONDS	60,216.00	1.44	63,600.00	1.10	3,384.00	3,900.00	6.1
TOTAL FIXED INCOME	679,633.00	16.27	689,600.00	11.92	9,967.00	30,459.00	4.4
EQUITY							
COMMON STOCK	3,086,484.13	73.87	4,652,166.70	80.43	1,565,682.57	116,025.00	2.5
EMERGING MARKETS - ETF	106,287.00	2.54	123,420.00	2.13	17,133.00	2,592.00	2.1
REAL ESTATE INVESTMENT TRUSTS	135,850.30	3.25	149,320.00	2.58	13,469.70	8,744.00	5.9
RIGHTS & WARRANTS	1,001.00	0.02	27.40	0.00	(973.60)	0.00	0.0
TOTAL EQUITY	3,329,622.43	79.69	4,924,934.10	85.15	1,595,311.67	127,361.00	2.6
Cash							
Principal Cash			100.00				
Income Cash			100.00				
Total Cash			200.00	0.00			

KATHARINE K MCLANE & HENRY R MCLANE
CHARITABLE TRUST HENRY R MCLANE III & JAMES T
BETTS, TRUSTEES



Account: 33088560
Report Period: From 1/1/2013 To 12/31/2013

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Gains and Losses Summary

	Year To Date
Long Term	153,475.06
Short Term	(32,247.62)
Total Realized Gain/Loss on Cost	121,227.44

KATHARINE K MCLANE & HENRY R MCLANE
CHARITABLE TRUST HENRY R MCLANE III & JAMES T
BETTS, TRUSTEES



Account: 33088560
Report Period: From 1/1/2013 To 12/31/2013

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Asset Statement

Units	Description	Cost Basis	Unit Price	Market Value	% Acct	Unrealized Gain/Loss	Estimated Annual Income	Yield At Mkt
<u>CASH & EQUIVALENTS</u>								
Money Markets								
166,492.16	FEDERATED US TREAS CASH - PRINCIPAL	166,492.16	1.00	166,492.16	2.88	0.00	0.00	0.00
2,550.48	FEDERATED US TREAS CASH - INCOME	2,550.48	1.00	2,550.48	0.04	0.00	0.00	0.00
TOTAL Money Markets		169,042.64		169,042.64	2.92	0.00	0.00	0.00
Cash								
	Principal Cash	100.00		100.00				
	Income Cash	100.00		100.00				
	Total Cash	200.00		200.00	0.00			
TOTAL CASH & EQUIVALENTS		169,242.64		169,242.64	2.93	0.00	0.00	0.00
<u>FIXED INCOME</u>								
Corporate Obligations								
60,000	GOODYEAR TIRE & RUBBER CO DTD 02/25/13 6 5% 03/01/21	60,216.00	106.00	63,600.00	1.10	3,384.00	3,900.00	6.13
TOTAL Corporate Obligations		60,216.00		63,600.00	1.10	3,384.00	3,900.00	6.13
Exchange Traded Funds								
8,000	GUGGENHEIM HI YIELD ETF 2015	211,637.00	26.78	214,240.00	3.70	2,603.00	8,889.60	4.15
2,000	PIMCO 0-5 YR HI YIELD CORP BD INDEX ETF	209,060.00	106.36	212,720.00	3.68	3,660.00	9,600.00	4.51
8,000	POWERSHARES SENIOR LOAN PORT ETF	198,720.00	24.88	199,040.00	3.44	320.00	8,069.76	4.05
TOTAL Exchange Traded Funds		619,417.00		626,000.00	10.82	6,583.00	26,559.36	4.24
TOTAL FIXED INCOME		679,633.00		689,600.00	11.92	9,967.00	30,459.36	4.42
<u>EQUITY</u>								
Common Stock								
Consumer Discretionary								
3,000	COACH INC	158,689.03	56.13	168,390.00	2.91	9,700.97	4,050.00	2.41
1,500	DISNEY (THE WALT) CO COM	103,640.87	76.40	114,600.00	1.98	10,959.13	1,290.00	1.13
1,000	WAL-MART STORES INC	74,320.00	78.69	78,690.00	1.36	4,370.00	1,880.00	2.39
TOTAL Consumer Discretionary		336,649.90		361,680.00	6.25	25,030.10	7,220.00	2.00
Consumer Staples								
3,000	PEPSICO INC	129,643.89	82.94	248,820.00	4.30	119,176.11	6,810.00	2.74
3,000	PROCTER & GAMBLE	144,007.50	81.41	244,230.00	4.22	100,222.50	7,218.00	2.96
4,000	WALGREEN CO	118,021.25	57.44	229,760.00	3.97	111,738.75	5,040.00	2.19
TOTAL Consumer Staples		391,672.64		722,810.00	12.50	331,137.36	19,068.00	2.64
Energy								
2,000	CHEVRON CORP	73,950.00	124.91	249,820.00	4.32	175,870.00	8,000.00	3.20

KATHARINE K MCLANE & HENRY R MCLANE
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Asset Statement(Cont'd)

Units	Description	Cost Basis	Unit Price	Market Value	% Acct	Unrealized Gain/Loss	Estimated Annual Income	Yield At Mkt
3,000	EXXON MOBIL CORP	105,427.00	101.20	303,600.00	5.25	198,173.00	7,560.00	2.49
1,500	SCHLUMBERGER LTD	139,358.66	90.11	135,165.00	2.34	(4,193.66)	1,875.00	1.39
TOTAL Energy		318,735.66		688,585.00	11.91	369,849.34	17,435.00	2.53
	Financial							
2,000	CHUBB CORP	61,381.83	96.63	193,260.00	3.34	131,878.17	3,520.00	1.82
4,000	WELLS FARGO & CO	164,028.00	45.40	181,600.00	3.14	17,572.00	4,800.00	2.64
TOTAL Financial		225,409.83		374,860.00	6.48	149,450.17	8,320.00	2.22
	Health Care							
3,400	ABBOTT LABORATORIES	81,559.11	38.33	130,322.00	2.25	48,762.89	1,904.00	1.48
3,000	JOHNSON & JOHNSON	153,144.00	91.59	274,770.00	4.75	121,626.00	7,920.00	2.88
32,200	MERRIMACK PHARMACEUTICALS	137,128.15	5.33	171,658.20	2.97	34,530.05	0.00	0.00
8,000	PFIZER INC	180,694.50	30.63	245,040.00	4.24	64,345.50	7,680.00	3.13
TOTAL Health Care		552,525.76		821,790.20	14.21	269,264.44	17,504.00	2.13
	Industrials							
900	DEERE & CO	69,208.27	91.33	82,197.00	1.42	12,988.73	1,836.00	2.23
6,900	GENERAL ELECTRIC CO	198,996.00	28.03	193,407.00	3.34	(5,589.00)	6,072.00	3.14
1,000	LOCKHEED MARTIN CORP	92,390.00	148.66	148,660.00	2.57	56,270.00	5,320.00	3.58
1,500	UNITED TECHNOLOGIES CORP	123,328.00	113.80	170,700.00	2.95	47,372.00	3,540.00	2.07
TOTAL Industrials		483,922.27		594,964.00	10.29	111,041.73	16,768.00	2.82
	Information Technology							
450	APPLE INC	194,592.57	561.02	252,459.00	4.36	57,866.43	5,490.00	2.17
1,500	AUTOMATIC DATA PROCESSING	50,065.08	80.80	121,198.50	2.10	71,133.42	2,880.00	2.38
2,000	EBAY INC	102,923.33	54.87	109,730.00	1.90	6,806.67	0.00	0.00
8,000	INTEL CORP	181,160.00	25.98	207,640.00	3.59	26,480.00	7,200.00	3.47
6,000	MICROSOFT CORP	147,685.83	37.41	224,460.00	3.88	76,774.17	6,720.00	2.99
TOTAL Information Technology		676,426.81		915,487.50	15.83	239,060.89	22,290.00	2.43
	Real Estate Investment Trusts							
4,000	REALTY INCOME CORP	135,850.30	37.33	149,320.00	2.58	13,469.70	8,744.02	5.86
TOTAL Real Estate Investment Trusts		135,850.30		149,320.00	2.58	13,469.70	8,744.02	5.86
	Telecommunication Services							
3,500	VERIZON COMMUNICATIONS INC	101,141.26	49.14	171,990.00	2.97	70,848.74	7,420.00	4.31
TOTAL Telecommunication Services		101,141.26		171,990.00	2.97	70,848.74	7,420.00	4.31
TOTAL Common Stock		3,222,334.43		4,801,486.70	83.02	1,579,152.27	124,769.02	2.60
	Exchange Traded Funds							
	Emerging Markets - ETF							
3,000	VANGUARD FTSE EMERGING MKTS ETF	106,287.00	41.14	123,420.00	2.13	17,133.00	2,592.00	2.10

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Asset Statement(Cont'd)

Units	Description	Cost Basis	Unit Price	Market Value	% Acct	Unrealized Gain/Loss	Estimated Annual Income	Yield At Mkt
TOTAL Emerging Markets - ETF		106,287.00		123,420.00	2.13	17,133.00	2,592.00	2.10
TOTAL Exchange Traded Funds		106,287.00		123,420.00	2.13	17,133.00	2,592.00	2.10
Other								
Rights & Warrants								
274	MARINA BIOTECH INC WARRANT EXPIRES 10/25/15	1,000.00	0.10	27.40	0.00	(972.60)	0.00	0.00
67	MARINA BIOTECH INC WARRANT EXPIRES 11/08/15	1.00	0.00	0.00	0.00	(1.00)	0.00	0.00
TOTAL Rights & Warrants		1,001.00		27.40	0.00	(973.60)	0.00	0.00
TOTAL Other		1,001.00		27.40	0.00	(973.60)	0.00	0.00
TOTAL EQUITY		3,329,622.43		4,924,934.10	85.15	1,595,311.67	127,361.02	2.59
GRAND TOTAL ASSETS		4,178,498.07		5,783,776.74	100.00	1,605,278.67	157,820.38	2.73