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Return of Private Foundation

2013

Department of the Treasury
Internal Revenue Service

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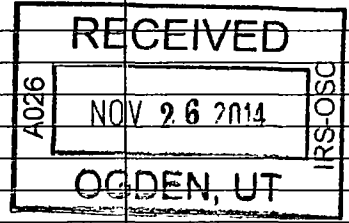
Open to Public Inspection

For calendar year 2013 or tax year beginning

, and ending

Name of foundation THE RIDGEFIELD FOUNDATION		A Employer identification number 13-6093563
Number and street (or P O box number if mail is not delivered to street address) 570 LEXINGTON AVENUE, 33RD FLOOR	Room/suite	B Telephone number 212-750-9330
City or town, state or province, country, and ZIP or foreign postal code NEW YORK, NY 10022		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <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) \$ 83,427,644. (Part I, column (d) must be on cash basis.)	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		0.		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		1,787.	2,991.		STATEMENT 2
4 Dividends and interest from securities		1,151,909.	1,136,384.		STATEMENT 3
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		2,880,674.			STATEMENT 1
b Gross sales price for all assets on line 6a 20,307,900.					
7 Capital gain net income (from Part IV, line 2)			2,661,008.		
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		419,453.	393,820.		STATEMENT 4
12 Total. Add lines 1 through 11		4,453,823.	4,194,203.		
13 Compensation of officers, directors, trustees, etc.		308,829.	154,415.		154,414.
14 Other employee salaries and wages		237,000.	118,500.		118,500.
15 Pension plans, employee benefits		62,563.	31,282.		31,281.
16a Legal fees STMT 5		129,820.	64,910.		64,910.
b Accounting fees STMT 6		142,140.	71,070.		71,070.
c Other professional fees STMT 7		287,669.	287,669.		0.
17 Interest					
18 Taxes STMT 8		127,840.	40,477.		17,363.
19 Depreciation and depletion		3,769.	0.		
20 Occupancy		97,468.	48,734.		48,734.
21 Travel, conferences, and meetings		14,859.	0.		14,859.
22 Printing and publications					
23 Other expenses STMT 9		220,092.	191,857.		28,235.
24 Total operating and administrative expenses. Add lines 13 through 23		1,632,049.	1,008,914.		549,366.
25 Contributions, gifts, grants paid		3,498,000.			3,498,000.
26 Total expenses and disbursements. Add lines 24 and 25		5,130,049.	1,008,914.		4,047,366.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		-676,226.			
b Net investment income (if negative, enter -0-)			3,185,289.		
c Adjusted net income (if negative, enter -0-)				N/A	



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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing				
	2	Savings and temporary cash investments		20,702,892.	16,646,998.	16,646,998.
	3	Accounts receivable ▶ 289,008.				
		Less: allowance for doubtful accounts ▶		151,332.	289,008.	289,008.
	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 11		9,740,317.	10,292,780.	14,139,023.
	c	Investments - corporate bonds				
	11	Investments - land, buildings, and equipment basis ▶				
	Less: accumulated depreciation ▶					
12	Investments - mortgage loans					
13	Investments - other STMT 12		39,160,335.	41,852,493.	52,259,900.	
14	Land, buildings, and equipment: basis ▶ 46,918.					
	Less: accumulated depreciation STMT 10 ▶ 41,699.		7,848.	5,219.	5,219.	
15	Other assets (describe ▶ SECURITY DEPOSIT)		87,496.	87,496.	87,496.	
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item 1)		69,850,220.	69,173,994.	83,427,644.	
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"/> 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 <input checked="" type="checkbox"/> and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds		69,850,220.	69,173,994.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.	
	29	Retained earnings, accumulated income, endowment, or other funds		0.	0.	
30	Total net assets or fund balances		69,850,220.	69,173,994.		
31	Total liabilities and net assets/fund balances		69,850,220.	69,173,994.		

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	69,850,220.
2	Enter amount from Part I, line 27a	2	-676,226.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	69,173,994.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	69,173,994.

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	20,307,900.	18,414,813.	2,661,008.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(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	
a			
b			
c			
d			
e			2,661,008.

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	2,661,008.
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	4,223,558.	76,408,048.	.055276
2011	4,104,062.	77,873,254.	.052702
2010	4,757,483.	77,740,091.	.061197
2009	7,834,531.	74,079,098.	.105759
2008	6,350,124.	101,570,534.	.062519

2 Total of line 1, column (d)	2	.337453
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	.067491
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	77,981,087.
5 Multiply line 4 by line 3	5	5,263,022.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	31,853.
7 Add lines 5 and 6	7	5,294,875.
8 Enter qualifying distributions from Part XII, line 4	8	4,047,366.

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)

Table with 11 rows for excise tax calculation. Includes sub-table for credits/payments (6a-6d). Total tax due is 91,488.

Part VII-A Statements Regarding Activities

Table with 10 rows of activity statements and Yes/No columns. Includes questions about political campaigns, unrelated business income, and substantial contributors.

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)			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)			X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ <u>N/A</u>	X		
14	The books are in care of ▶ <u>ARTHUR S. HOFFMAN</u> Telephone no. ▶ <u>212-750-9330</u> Located at ▶ <u>570 LEXINGTON AVENUE, 33RD FLOOR, NEW YORK, NY</u> ZIP+4 ▶ <u>10022</u>			
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 ▶ <u>15</u> <u>N/A</u>			
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 ▶		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 checked="" type="checkbox"/> Yes <input 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 ▶ <input type="checkbox"/>	1b	X
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ _____, _____, _____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) <u>N/A</u>	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶ _____, _____, _____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 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.) <u>N/A</u>	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)? Yes No
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? **SEE STATEMENT 13** Yes No
If "Yes," attach the statement required by Regulations section 53.4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? Yes No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No
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**

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
STUART SILVER 570 LEXINGTON AVE, 33RD FL NEW YORK, NY 10022	DIRECTOR 1.00	0.	0.	0.
MARGOT GIBIS 570 LEXINGTON AVE, 33RD FL NEW YORK, NY 10022	DIRECTOR/VP * 40.00	65,084.	9,176.	0.
ARTHUR S. HOFFMAN 570 LEXINGTON AVE, 33RD FL NEW YORK, NY 10022	PRES/TREASURER/DIRECTOR * 40.00	243,745.	17,778.	0.
JEAN WAGENER 570 LEXINGTON AVE, 33RD FL NEW YORK, NY 10022	DIRECTOR 1.00	0.	0.	0.

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
STEVEN ROSENTHAL - 570 LEXINGTON AVENUE, NEW YORK, NY 10022	OFFICE MANAGER 40.00	135,000.	17,201.	0.
MAGS MAURO - 570 LEXINGTON AVENUE, NEW YORK, NY 10022	SECRETARY 40.00	90,000.	9,176.	0.

Total number of other employees paid over \$50,000 **0**

*THE PRESIDENT AND VICE PRESIDENT ARE EMPLOYED FULL TIME BY THE FOUNDATION AND ITS AFFILIATES.

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
OFFFIT CAPITAL ADVISORS 485 LEXINGTON AVENUE, NEW YORK, NY 10017	INVESTMENT ADV FEE	164,960.
UHY ADVISORS 19 W 44TH STREET, 12TH FL, NEW YORK, NY 10036	TAX, ACCOUNTING AND CONSULTING	136,400.
DEWEY PEGNO & KRAMARSKY LLP - 777 THIRD AVENUE, 37TH FLOOR, NEW YORK, NY 10017	LEGAL SERVICES	89,728.
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.

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	60,745,587.
b	Average of monthly cash balances	1b	18,335,533.
c	Fair market value of all other assets	1c	87,496.
d	Total (add lines 1a, b, and c)	1d	79,168,616.
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	79,168,616.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	1,187,529.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	77,981,087.
6	Minimum investment return. Enter 5% of line 5	6	3,899,054.

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	3,899,054.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	63,706.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	63,706.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	3,835,348.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	3,835,348.
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	3,835,348.

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	4,047,366.
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	4,047,366.
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	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	4,047,366.

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				3,835,348.
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	1,285,165.			
b From 2009	4,130,576.			
c From 2010	914,749.			
d From 2011	224,877.			
e From 2012	422,708.			
f Total of lines 3a through e	6,978,075.			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ \$	4,047,366.			
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				3,835,348.
e Remaining amount distributed out of corpus	212,018.			
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:	7,190,093.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
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	1,285,165.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	5,904,928.			
10 Analysis of line 9:				
a Excess from 2009	4,130,576.			
b Excess from 2010	914,749.			
c Excess from 2011	224,877.			
d Excess from 2012	422,708.			
e Excess from 2013	212,018.			

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. 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:

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

- c** Any submission deadlines:

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

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
GRANTEES THAT ARE PUBLIC OR PUBLIC CHARITIES EQUIVALENTS (SEE ATTACHED)	NONE	PUBLIC CHARITIES	VARIOUS	3,498,000.
Total			▶ 3a	3,498,000.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

THE RIDGEFIELD FOUNDATION

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 CAPITAL GAIN DISTRIBUTIONS THRU EII REALTY SEC IN	P		
b ST GAIN THRU FIDELITY #9691 (SEE STMT A)	P		
c LT GAIN THRU FIDELITY #9691 (SEE STMT A)	P		
d ST GAIN THRU FIDELITY #9692 (SEE STMT B)	P		
e LT GAIN THRU FIDELITY #9692 (SEE STMT B)	P		
f CURRENCY GAIN THRU FIDELITY #9692 (SEE STMT B)	P		
g CAPITAL GAIN THRU FIDELITY #9693	P		
h ST GAIN THRU FIDELITY #9693 (SEE STMT C)	P		
i LT GAIN THRU FIDELITY #9693 (SEE STMT C)	P		
j WASH SALE LOSS DISALLOWED FIDELITY #9693 (STMT C)	P		
k CAPITAL GAIN DISTRIBUTIONS THRU FIDELITY #9694	P		
l ST GAIN THRU FIDELITY #9694 (SEE STMT D)	P		
m LT GAIN THRU FIDELITY #9694 (SEE STMT D)	P		
n ST GAIN ON CALLS FIDELITY #9694 (SEE STMT D)	P		
o ST CAPITAL LOSS THRU OCA WESLEY MORTGAGE (K-1)			

(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			69,784.
b	3,078,223.	3,221,367.	-143,144.
c	8,954,227.	8,871,309.	82,918.
d	2,549,756.	2,336,190.	213,566.
e	2,104,751.	1,384,758.	719,993.
f	362.	443.	-81.
g			5,867.
h	318,526.	302,261.	16,265.
i	2,076,824.	1,262,817.	814,007.
j			64.
k			325.
l	352,815.	436,159.	-83,344.
m	794,091.	526,188.	267,903.
n	78,325.	73,321.	5,004.
o			-213,059.

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			69,784.
b			-143,144.
c			82,918.
d			213,566.
e			719,993.
f			-81.
g			5,867.
h			16,265.
i			814,007.
j			64.
k			325.
l			-83,344.
m			267,903.
n			5,004.
o			-213,059.

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

THE RIDGEFIELD FOUNDATION

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 ST CAPITAL GAIN THRU OCA EAGLE GLOBAL (K-1)			
b LT CAPITAL GAIN THRU OCA EAGLE GLOBAL (K-1)			
c SECTION 1231 LOSS THRU OCA EAGLE GLOBAL MLP (K-1)			
d ST CAPITAL GAIN THRU OCA R/E OPP FUND (K-1)			
e LT CAPITAL GAIN THRU OCA R/E OPP FUND (K-1)			
f SECTION 1231 GAIN THRU ENTERPRISE PROD PRNS (K-1)			
g GAIN ON DISP. OF 293 UNITS OF ENTERPRISE PRODUCTS			
h LT CAPITAL GAIN THRU BOARDWALK PIPELINE (K-1)			
i SECTION 1231 LOSS THRU LINN ENERGY (K-1)			
j GAIN ON DISP. OF LINN ENERGY (K-1)			
k LT GAIN THRU BRIGADE LEVERAGED FUND			
l			
m			
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			39,073.
b			632,648.
c			-719.
d			13,561.
e			21,169.
f			47.
g			1,782.
h			324.
i			-1,706.
j			18,302.
k			180,459.
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(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	
a			39,073.
b			632,648.
c			-719.
d			13,561.
e			21,169.
f			47.
g			1,782.
h			324.
i			-1,706.
j			18,302.
k			180,459.
l			
m			
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	2,661,008.
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

FORM 990-PF GAIN OR (LOSS) FROM SALE OF ASSETS STATEMENT 1

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED (E) DEPREC.	DATE ACQUIRED (F) GAIN OR LOSS	DATE SOLD
ST GAIN THRU FIDELITY #9691 (SEE STMT A)	3,078,223.	3,221,367.	0.	PURCHASED	0.	-143,144.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED (E) DEPREC.	DATE ACQUIRED (F) GAIN OR LOSS	DATE SOLD
LT GAIN THRU FIDELITY #9691 (SEE STMT A)	8,954,227.	8,698,200.	0.	PURCHASED	0.	256,027.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED (E) DEPREC.	DATE ACQUIRED (F) GAIN OR LOSS	DATE SOLD
ST GAIN THRU FIDELITY #9692 (SEE STMT B)	2,549,756.	2,336,190.	0.	PURCHASED	0.	213,566.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
LT GAIN THRU FIDELITY #9692 (SEE STMT B)	2,104,751.	1,179,136.	0.	PURCHASED 0.	0.	925,615.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
CURRENCY GAIN THRU FIDELITY #9692 (SEE STMT B)	362.	443.	0.	PURCHASED 0.	0.	-81.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
ST GAIN THRU FIDELITY #9693 (SEE STMT C)	318,526.	302,261.	0.	PURCHASED 0.	0.	16,265.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
LT GAIN THRU FIDELITY #9693 (SEE STMT C)	2,076,824.	1,343,254.	0.	PURCHASED 0.	0.	733,570.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
WASH SALE LOSS DISALLOWED FIDELITY #9693 (STMT C)	0.	0.	0.	PURCHASED	0.	64.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
ST GAIN THRU FIDELITY #9694 (SEE STMT D)	352,815.	436,159.	0.	PURCHASED	0.	-83,344.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
LT GAIN THRU FIDELITY #9694 (SEE STMT D)	794,091.	510,810.	0.	PURCHASED	0.	283,281.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
ST GAIN ON CALLS FIDELITY #9694 (SEE STMT D)	78,325.	73,321.	0.	PURCHASED	0.	5,004.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
ST CAPITAL LOSS THRU OCA WESLEY MORTGAGE (K-1)	0.	0.	0.	PURCHASED	0.	-213,059.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
ST CAPITAL GAIN THRU OCA EAGLE GLOBAL (K-1)	0.	0.	0.	PURCHASED	0.	39,073.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
LT CAPITAL GAIN THRU OCA EAGLE GLOBAL (K-1)	0.	0.	0.	PURCHASED	0.	632,648.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
ST CAPITAL GAIN THRU OCA R/E OPP FUND (K-1)	0.	0.	0.	PURCHASED	0.	13,561.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED PURCHASED	(F) DATE ACQUIRED	DATE SOLD
LT CAPITAL GAIN THRU OCA R/E OPP FUND (K-1)	0.	0.	0.			21,169.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED PURCHASED	(F) DATE ACQUIRED	DATE SOLD
LT GAIN THRU BRIGADE LEVERAGED FUND	0.	0.	0.			180,459.

CAPITAL GAINS DIVIDENDS FROM PART IV						0.
TOTAL TO FORM 990-PF, PART I, LINE 6A						2,880,674.

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 2

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
BANK OF NEW YORK - 306495	5.	5.	
CAPITAL ONE - 086104	0.	1,200.	
FIDELITY ACCT #656-169691	1,651.	1,655.	
FIDELITY ACCT #656-169692 WILKINSON	13.	13.	
FIDELITY ACCT #656-169693 ADVISORY	18.	18.	
FIDELITY ACCT #656-169694 CLAIRVEST	97.	97.	
FIDELITY ACCT #656-179879	3.	3.	
TOTAL TO PART I, LINE 3	1,787.	2,991.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 3

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
DIVIDEND THRU FIDELITY ACCT #656-169691	361,716.	0.	361,716.	349,205.	
DIVIDEND THRU FIDELITY ACCT #656-169692	13,853.	0.	13,853.	13,853.	
DIVIDEND THRU FIDELITY ACCT #656-169693	59,775.	0.	59,775.	60,162.	
DIVIDEND THRU FIDELITY ACCT #656-169694	82,078.	0.	82,078.	78,677.	
DIVIDEND THRU FIDELITY ACCT #656-179879	1,034.	0.	1,034.	1,034.	
DIVIDEND THRU OCA WESLEY MTGE REIT (K-1)	405,936.	0.	405,936.	405,936.	
INTEREST & DIVIDENDS THRU OCA EAGLE GLOBAL (K-1)	29,092.	0.	29,092.	29,092.	
INTEREST & DIVIDENDS THRU OCA R/E OPP FUND (K-1)	198,386.	0.	198,386.	198,386.	
INTEREST THRU BOARDWALK PIPELINE PARTNERS LP	3.	0.	3.	3.	
INTEREST THRU ENTERPRISE PRODUCTS PARTNERS	2.	0.	2.	2.	
INTEREST THRU LINN ENERGY (K-1)	34.	0.	34.	34.	
TO PART I, LINE 4	1,151,909.	0.	1,151,909.	1,136,384.	

FORM 990-PF	OTHER INCOME		STATEMENT	4
DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	
OTHER INCOME THRU OCA EAGLE GLOBAL (K-1)	-46,706.	-46,706.		
OTHER INCOME THRU OCA R/E OPP FUND (K-1)	-77,351.	-77,351.		
OTHER INCOME THRU BOARDWALK PIPELINE PARTNERS (K-1)	0.	-2,713.		
OTHER INCOME THRU LINN ENERGY (K-1)	0.	3,610.		
OTHER INCOME THRU ANCHORAGE CAPITAL	66,985.	66,985.		
OTHER INCOME THRU MKP CREDIT OFFSHORE	0.	32,209.		
OTHER INCOME THRU STEPSTONE PRIVATE EQUITY PARTNERS OFFSHORE	432,113.	432,125.		
OTHER INCOME THRU OCA EAGLE GLOBAL (K-1)	30,725.	0.		
OTHER INCOME THRU OCA R/E OPP FUND (K-1)	-123,545.	0.		
OTHER INCOME THRU OCA WESLEY MORTGAGE	401,469.	0.		
OTHER INCOME THRU VAN ECK GLOBAL	-294,737.	0.		
OTHER INCOME THRU ENTERPRISE PRODUCTS (K-1)	0.	-14,339.		
OTHER INCOME THRU FIDELITY #656-169694	30,500.	0.		
TOTAL TO FORM 990-PF, PART I, LINE 11	419,453.	393,820.		

FORM 990-PF	LEGAL FEES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
CADWALADER, WICKERSHAM & TAFT - LEGAL FEES	40,092.	20,046.		20,046.	
DEWEY PEGNO & KRAMARSKY LLP - LEGAL FEES	89,728.	44,864.		44,864.	
TO FM 990-PF, PG 1, LN 16A	129,820.	64,910.		64,910.	

FORM 990-PF	ACCOUNTING FEES			STATEMENT 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CORNERSTONE LLP - AUDIT FEES	5,740.	2,870.		2,870.
UHY ADVISORS - TAX, ACCOUNTING AND CONSULTING FEES	136,400.	68,200.		68,200.
TO FORM 990-PF, PG 1, LN 16B	142,140.	71,070.		71,070.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT 7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT ADVISORY FEES: CLAIRVEST	0.	0.		0.
WILKINSON O'GRADY	47,815.	47,815.		0.
OFFIT CAPITAL ADVISORS LLC	21,746.	21,746.		0.
ADVISORY RESEARCH	164,960.	164,960.		0.
	53,148.	53,148.		0.
TO FORM 990-PF, PG 1, LN 16C	287,669.	287,669.		0.

FORM 990-PF	TAXES			STATEMENT 8
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL EXCISE TAX	70,000.	0.		0.
PAYROLL TAXES	34,726.	17,363.		17,363.
FOREIGN TAX THRU FIDELITY 656-169691	13,529.	13,529.		0.
FOREIGN TAX THRU OCA EAGLE (K-1)	1,607.	1,607.		0.
FOREIGN TAX THRU OCA R/E OPP FUND (K-1)	5,524.	5,524.		0.
FOREIGN TAX THRU FIDELITY 656-169694 CLAIRVEST	2,377.	2,377.		0.
FOREIGN TAX THRU FIDELITY 656-169692 WILKINSON	77.	77.		0.
TO FORM 990-PF, PG 1, LN 18	127,840.	40,477.		17,363.

FORM 990-PF	OTHER EXPENSES			STATEMENT 9
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TELEPHONE	4,152.	2,076.		2,076.
MESSENGER SERVICE	484.	0.		484.
CAR SERVICE	4,000.	0.		4,000.
SUPPLIES	17,495.	8,748.		8,747.
COPIER MACHINE	5,832.	2,916.		2,916.
DUES & SUBSCRIPTION	801.	0.		801.
INTERNET ACCESS	2,599.	1,300.		1,299.
FILING FEES	1,500.	750.		750.
OTHER OFFICE EXPENSE	1,400.	700.		700.
BANK CHARGES	1,070.	535.		535.
DEDUCT THRU LINN ENERGY (K-1)	5,092.	5,092.		0.
DEDUCT THRU OCA EAGLE (K-1)	88,487.	88,487.		0.
DEDUCT THRU OCA WESLEY (K-1)	42,653.	42,653.		0.
DEDUCT THRU OCA R/E OPP FUND (K-1)	32,668.	32,668.		0.
OFFICE EQUIPMENT	1,616.	808.		808.
DEDUCT THRU BOARDWALK PIPELINE PARTNERS (K-1)	3.	3.		0.
INSURANCE	9,314.	4,657.		4,657.
PAYROLL FEES	1,730.	865.		865.
MISCELLANEOUS	2,721.	1,361.		1,360.
COMPUTER SOFTWARE	11,549.	5,775.		5,774.
POSTAGE & SHIPPING	8,130.	4,065.		4,065.
REIMBURSEMENT FROM AFFILIATE	-23,700.	-11,850.		-11,850.
RETREAT CENTR FUNDING EXPENSE	496.	248.		248.
TO FORM 990-PF, PG 1, LN 23	220,092.	191,857.		28,235.

FORM 990-PF	DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT	STATEMENT 10
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DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE	FAIR MARKET VALUE
OFFICE EQUIPMENT	4,005.	4,005.	0.	0.
FURN & FIXTURES	10,767.	10,767.	0.	0.
FURN & FIXTURES	2,723.	2,723.	0.	0.
FURN & FIXTURES	2,271.	2,271.	0.	0.
COMPUTERS	6,400.	6,400.	0.	0.
FURN & FIXTURES	1,181.	929.	252.	252.
ELEC WATER HEATER	2,800.	2,200.	600.	600.
OFFICE EQUIPMENT	3,931.	3,931.	0.	0.

OFFICE EQUIPMENT	88.	81.	7.	7.
COMPUTERS	6,085.	5,477.	608.	608.
FURN & FIXTURES	2,106.	1,354.	752.	752.
COMPUTER	764.	586.	178.	178.
FURN & FIXTURES	890.	349.	541.	541.
FURN & FIXTURES	261.	83.	178.	178.
OFFICE EQUIPMENT	300.	175.	125.	125.
FURN & FIXTURES	765.	191.	574.	574.
FURN & FIXTURES	245.	58.	187.	187.
FURN & FIXTURES	93.	17.	76.	76.
FURN & FIXTURES	103.	21.	82.	82.
FURN & FIXTURES	1,140.	81.	1,059.	1,059.
TO 990-PF, PART II, LN 14	46,918.	41,699.	5,219.	5,219.

FORM 990-PF CORPORATE STOCK STATEMENT 11

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
WILKINSON O'GRADY CLAIRVEST	0.	0.
EUROPEAN INVESTORS	3,199,079.	4,949,395.
ADVISORY RESEARCH	518,322.	549,993.
LYRICAL US VALUE EQUITY	4,389,325.	6,326,257.
	2,186,054.	2,313,378.
TOTAL TO FORM 990-PF, PART II, LINE 10B	10,292,780.	14,139,023.

FORM 990-PF OTHER INVESTMENTS STATEMENT 12

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
CHESAPEAKE PTRS INTL LTD	COST	2,000,000.	3,907,262.
CITIGROUP PE PARTNERS	COST	3,620,898.	3,963,566.
PERSHING SQUARE INTL LTD	COST	3,163,893.	3,466,590.
MKP CREDIT OFFSHORE LTD	COST	2,663,557.	3,659,339.
ANCHORAGE CAPITAL PARTNERS	COST	2,672,230.	3,745,700.
OCA EAGLE GLOBAL MLP LLC	COST	2,556,240.	6,030,744.
EII INTERNATIONAL PRPTY FUND	COST	521,785.	569,629.
OCA WESLEY MORTGAGE REIT	COST	124,739.	124,739.
AURELIUS CAPL INTL LTD	COST	2,094,829.	2,538,145.
OCA REAL ESTATE OPP FUND I LP	COST	1,694,525.	2,013,203.
RS GLOBAL NATURAL RESOURCES FUND	COST	0.	0.
VAN ECK GLOBAL HARD ASSETS FUND	COST	0.	0.
MARKET VECTORS AGRIBUSINESS	COST	0.	0.
VANGUARD FTSE EMERGING MARKETS ETF	COST	3,644,761.	3,836,475.
DOUBLELINE TOTAL RETURN BOND FUND	COST	0.	0.

THE RIDGEFIELD FOUNDATION

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NWI EMERGING MARKET CURRENCY FUND	COST	4,400,000.	4,499,071.
OCA SA MEZZANINE FUND II	COST	315,000.	315,000.
VANGUARD S&P 500 INDEX FUND	COST	12,380,036.	13,590,437.
TOTAL TO FORM 990-PF, PART II, LINE 13		<u>41,852,493.</u>	<u>52,259,900.</u>

FORM 990-PF

EXPENDITURE RESPONSIBILITY STATEMENT
PART VII-B, LINE 5C

STATEMENT 13

GRANTEE'S NAME

LUXFESTIVAL

GRANTEE'S ADDRESS

B.P. 30
ECHTERNACH, LUXEMBOURG, L-6401

<u>GRANT AMOUNT</u>	<u>DATE OF GRANT</u>	<u>AMOUNT EXPENDED</u>
27,000.	09/23/13	27,000.

PURPOSE OF GRANT

SUPPORT OF FESTIVAL ECHTERNACH CONCERTS

PART XV - LINE 3A GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

RECIPIENTS	ADDRESS	IF RECIPIENT IS AN INDIVIDUAL, SHOW ANY RELATIONSHIP TO ANY FOUNDATION MANAGER OR SUBSTANTIAL CONTRIBUTOR	FOUNDATIION STATUS OF RECIPIENT	AMOUNT	PURPOSE OF GRANT OR CONTRIBUTION
Ability Beyond Disability	4 Berkshire Boulevard, Bethel, CT 06801	N/A	Public	\$ 50,000	Relief of disadvantage
Aldrich Museum	258 Main Street, Ridgefield, CT 06877	N/A	Public	\$ 40,000	Museum and cultural
Am Fr of Alliance Israelite Universelle	150 West 30th Street - Suite 900, New York, NY 1	N/A	Public	\$ 50,000	Education
Anti-Defamation League (ADL)	605 Third Avenue, New York, NY 10158	N/A	Public	\$ 45,000	Civil rights
Bennington College	One College Drive, Bennington, VT 05201-6001	N/A	Public	\$ 75,000	Education
Beth Israel Medical Center	First Avenue at 16th Street, New York, NY 10003	N/A	Public	\$ 100,000	Medical clinical
Beth Israel Medical Center	First Avenue at 16th Street, New York, NY 10003	N/A	Public	\$ 100,000	Medical clinical
Boys Town Jerusalem Foundation	12 W 31st Street, Suite 300, New York, NY 1000	N/A	Public	\$ 75,000	Children's program
Brandeis University	415 South Street, Mailstop 103, Waltham, MA 02	N/A	Public	\$ 250,000	Education
Bronx Veterans Medical Research Foundatio	130 West Kingsbridge Road, Bronx, NY 10468	N/A	Public	\$ 60,000	Medical clinical
Children's Hospital of Philadelphia	34th Street & Civic Center Boulevard, Philadelphia,	N/A	Public	\$ 150,000	Children's program
Clark University	950 Main Street, Worcester, MA 01610-1477	N/A	Public	\$ 100,000	Education
Digital Heritage Mapping, Inc	304 Newberry Street - No 311, Boston, MA 02111	N/A	Public	\$ 15,000	Research
Digital Heritage Mapping, Inc	304 Newberry Street - No. 311, Boston, MA 02111	N/A	Public	\$ 5,000	Research
Doctors Without Borders	333 7th Avenue, 2nd Floor, New York, NY 10001	N/A	Public	\$ 35,000	Medical clinical
Education Through Music, Inc	122 East 42nd Street - Suite 1501, New York, NY	N/A	Public	\$ 15,000	Education
Educational Alliance	197 East Broadway, New York, NY 10002	N/A	Public	\$ 10,000	Education
First Step Georgian Foundation	1361 Corte Loma, Walnut Creek, CA 94598	N/A	Public	\$ 20,000	Relief of disadvantage
Georgetown University	305 N ICC, Washington, DC 20057	N/A	Public	\$ 100,000	Education
Global Human Rights	1666 Connecticut Avenue, N W -Suite 410, Wash	N/A	Public	\$ 10,000	Human rights
Gould Farm	100 Gould Farm Road - P O Box 157, Monterey,	N/A	Public	\$ 10,000	Rehabilitation
Green Chimneys	400 Doansburg Rd , Box 719, Brewster, NY 1050	N/A	Public	\$ 5,000	Children's program
Hadassah	50 West 58th Street, New York, NY 10019	N/A	Public	\$ 200,000	Relief of disadvantage
Harlem School of the Arts	645 Saint Nicholas Avenue, New York, NY 10030	N/A	Public	\$ 25,000	Education
Hebrew University, Inc	1 Battery Park Plaza, 25th Fl , New York, NY 100	N/A	Public	\$ 50,000	Education
Herzog Hospital	136 Easy 57th Street, Suite 803, New York, NY 11	N/A	Public	\$ 50,000	Medical clinical
Israel Guide Dog Center	732 S Settlers Circle, Warrington, PA 18976	N/A	Public	\$ 8,000	Relief of disadvantage
Israel Museum	500 Fifth Avenue, Suite 2450, New York, NY 101	N/A	Public	\$ 200,000	Museum and cultural
Israel Museum	500 Fifth Avenue, Suite 2450, New York, NY 101	N/A	Public	\$ 30,000	Museum and cultural
Israel Museum	500 Fifth Avenue, Suite 2450, New York, NY 101	N/A	Public	\$ 125,000	Museum and cultural
Jewish Family Service of Metro West	256 Columbia Turnpike-Suite 105, Florham Park,	N/A	Public	\$ 10,000	Relief of disadvantage
Jewish Guild for the Blind	15 West 65th Street, New York, NY 10023-6601	N/A	Public	\$ 7,500	Relief of disadvantage
Jewish Museum	1109 Fifth Avenue, New York, NY 10022	N/A	Public	\$ 150,000	Museum and cultural
Lincoln Center Corporate Fund	70 Lincoln Center Plaza, New York, NY 10023-65	N/A	Public	\$ 15,000	Museum and cultural
Lower East Side Tenement Museum	91 Orchard Street, New York, NY 10002	N/A	Public	\$ 75,000	Museum and cultural
Luxfestival	B P 30, L-6401 Echternach, Luxembourg	N/A	Public	\$ 27,000	Support of Festival Echternach Concerts
New York Pops	333 West 52nd Street - Suite 600, New York, NY	N/A	Public	\$ 25,000	Museum and cultural
92nd Street "Y"	1395 Lexington Avenue, New York, NY 10128	N/A	Public	\$ 75,000	Museum and cultural
Philanthropy Roundtable	1730 M Street NW - Suite 601, Washington, DC 2	N/A	Public	\$ 500	Research
Rambam Health Care Campus	521 Fifth Avenue-Suite 1723, New York, NY 1017	N/A	Public	\$ 150,000	Medical clinical
Reading Reform Foundation of New York	333 West 57th Street - Suite 1L, New York, NY 1C	N/A	Public	\$ 40,000	Education
RefugePoint	689 Massachusetts Avenue-2nd Floor, Somerville	N/A	Public	\$ 75,000	Relief of disadvantage
Rogosin Institute	505 East 70th Street, New York, NY 10021	N/A	Public	\$ 12,500	Medical clinical
Rogosin Institute	505 East 70th Street, New York, NY 10021	N/A	Public	\$ 100,000	Medical clinical
Sanctuary for Families	P O Box 1406 - Wall Street Station, New York, N	N/A	Public	\$ 100,000	Relief of disadvantage
SCAN New York	345 East 102nd Street, New York, NY 10029	N/A	Public	\$ 40,000	Children's program
Schwartz Center	205 Prtland Street, 6th Floor, Boston, MA 02114	N/A	Public	\$ 50,000	Medical clinical
Selfhelp Community Services	520 Eighth Avenue, New York, NY 10018	N/A	Public	\$ 100,000	Relief of disadvantage
Studio In A School	75 West End Avenue, New York, NY 10023	N/A	Public	\$ 20,000	Museum and cultural
Tanenbaum Center for Interreligious Underst	254 West 31st Street, 7th Floor, New York, NY 11	N/A	Public	\$ 10,000	Interreligious Understanding
Thirteen WNET	825 Eighth Avenue, New ork, NY 1001-7435	N/A	Public	\$ 35,000	Museum and cultural
Tufts University	160 Packard Avenue, Medford, MA 02155	N/A	Public	\$ 50,000	Education

THE RIDGEFIELD FOUNDATION, 13-6093563
2013
PART XV - LINE 3A GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

		IF RECIPIENT IS AN INDIVIDUAL, SHOW ANY RELATIONSHIP TO ANY FOUNDATION MANAGER OR SUBSTANTIAL CONTRIBUTOR	FOUNDATUION STATUS OF RECIPIENT	AMOUNT	PURPOSE OF GRANT OR CONTRIBUTION
RECIPIENTS	ADDRESS				
Tufts University	160 Packard Avenue, Medford, MA 02155	N/A	Public	\$ 5,000	Education
UJA - Federation of New York	130 East 59th Street - Suite 1057, New York, NY	N/A	Public	\$ 25,000	Museum and cultural
Weizmann Institute of Science	633 Third Avenue-20th Floor, New York, NY 1001	N/A	Public	\$ 75,000	Museum and cultural
Weizmann Institute of Science	633 Third Avenue-20th Floor, New York, NY 1001	N/A	Public	\$ 30,000	Museum and cultural
Westchester Jewish Community Services	845 North Broadway - Suite 2, White Plains, NY 1	N/A	Public	\$ 7,500	Museum and cultural
WNYC Radio	160 Vanck Street, New York, NY 10013	N/A	Public	\$ 20,000	Museum and cultural
WQXR Radio	160 Vanck Street, New York, NY 10013	N/A	Public	\$ 20,000	Museum and cultural
Yale University/Yale Eye Center	330 Cedar Street, New Haven, CT 06520	N/A	Public	\$ 50,000	Medical clinical
Young Adult Institute	460 West 34th Street, New York, NY 10001-2382	N/A	Public	\$ 90,000	Education
TOTAL				\$ 3,498,000	

2013 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1

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Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	* Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction
1	OFFICE EQUIPMENT	0701062000	DB	5.00	17	4,005.			4,005.	4,005.		0.
2	FURN & FIXTURES	063010SL	SL	7.00	16	10,767.			10,767.	10,767.		0.
3	FURN & FIXTURES	0630102000	DB	7.00	17	2,723.			2,723.	2,723.		0.
4	FURN & FIXTURES	0630102000	DB	7.00	17	2,271.			2,271.	2,271.		0.
5	COMPUTERS	070108SL	SL	5.00	16	6,400.			6,400.	5,760.		640.
6	FURN & FIXTURES	070108SL	SL	7.00	16	1,181.			1,181.	760.		169.
7	ELEC WATER HEATER	070108SL	SL	7.00	16	2,800.			2,800.	1,800.		400.
8	OFFICE EQUIPMENT	070108SL	SL	5.00	16	3,931.			3,931.	3,537.		394.
9	OFFICE EQUIPMENT	070109SL	SL	5.00	16	88.			88.	63.		18.
10	COMPUTERS	070109SL	SL	5.00	16	6,085.			6,085.	4,260.		1,217.
11	FURN & FIXTURES	070109SL	SL	7.00	16	2,106.			2,106.	1,053.		301.
12	COMPUTER	031210SL	SL	5.00	16	764.			764.	433.		153.
13	FURN & FIXTURES	040811SL	SL	7.00	16	890.			890.	222.		127.
14	FURN & FIXTURES	100711SL	SL	7.00	16	261.			261.	46.		37.
15	OFFICE EQUIPMENT	020411SL	SL	5.00	16	300.			300.	115.		60.
16	FURN & FIXTURES	041212SL	SL	7.00	16	765.			765.	82.		109.
17	FURN & FIXTURES	051112SL	SL	7.00	16	245.			245.	23.		35.
18	FURN & FIXTURES	090712SL	SL	7.00	16	93.			93.	4.		13.

2013 DEPRECIATION AND AMORTIZATION REPORT
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Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	* Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction
19	FURN & FIXTURES	080312SL		7.00	16	103.			103.	6.		15.
30	FURN & FIXTURES	063013SL		7.00	16	1,140.			1,140.			81.
	* TOTAL 990-PF PG 1 DEPR					46,918.		0.	46,918.	37,930.	0.	3,769.

* ITC, Section 179, Salvage, Bonus, Commercial Revitalization Deduction

(D) - Asset disposed

THE RIDGEFIELD FOUNDATION, 13-6093563
2013

Fidelity Account : 656-169691

PART IV - LINE 1E - CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Security Description	Symbol	Quantity	Date of Sale	Date Acquired	Proceeds	Cost	Realized Gain/Loss	Holding Period	Covered/Non Covered
DOUBLELINE TOTAL RETURN BOND FD CL I	DBLTX	2,242.56200	03/05/2013	10/31/2012	\$25,475.32	\$25,472.21	\$3.11	Short-Term	Covered
DOUBLELINE TOTAL RETURN BOND FD CL I	DBLTX	1,988.56000	03/05/2013	01/31/2013	\$22,589.88	\$22,587.12	\$2.76	Short-Term	Covered
DOUBLELINE TOTAL RETURN BOND FD CL I	DBLTX	2,164.03400	03/05/2013	11/30/2012	\$24,583.25	\$24,580.24	\$3.01	Short-Term	Covered
DOUBLELINE TOTAL RETURN BOND FD CL I	DBLTX	2,421.05400	03/05/2013	12/31/2012	\$27,502.98	\$27,499.61	\$3.37	Short-Term	Covered
DOUBLELINE TOTAL RETURN BOND FD CL I	DBLTX	2,237.46500	03/05/2013	09/28/2012	\$25,417.42	\$25,414.31	\$3.11	Short-Term	Covered
DOUBLELINE TOTAL RETURN BOND FD CL I	DBLTX	1,849.95800	03/05/2013	02/28/2013	\$21,015.31	\$21,012.80	\$2.51	Short-Term	Covered
MARKET VECTORS ETF TR AGRIBUSINESS ETF	MOO	552.00000	03/05/2013	12/31/2012	\$30,200.93	\$28,799.93	\$1,401.00	Short-Term	Covered
MARKET VECTORS ETF TR AGRIBUSINESS ETF	MOO	0.17600	03/08/2013	12/31/2012	\$9.63	\$9.18	\$0.45	Short-Term	Covered
RS GLOBAL NATURAL RESOURCES FUND CL Y	RSNYX	64.48500	11/21/2013	12/14/2012	\$2,392.37	\$2,360.16	\$32.21	Short-Term	Covered
RS GLOBAL NATURAL RESOURCES FUND CL Y	RSNYX	42,536.73600	11/21/2013	03/07/2013	\$1,578,099.72	\$1,650,040.00	-\$71,940.28	Short-Term	Covered
RS GLOBAL NATURAL RESOURCES FUND CL Y	RSNYX	35,453.38400	11/21/2013	03/12/2013	\$1,315,309.51	\$1,388,040.00	-\$72,730.49	Short-Term	Covered
RS GLOBAL NATURAL RESOURCES FUND CL Y	RSNYX	151.66500	11/21/2013	12/14/2012	\$5,626.72	\$5,550.94	\$75.78	Short-Term	Covered
TOTAL SHORT TERM COVERED					\$3,078,223.04	\$3,221,366.50	-\$143,143.46		
MARKET VECTORS ETF TR AGRIBUSINESS ETF	MOO	29,639.00000	03/05/2013	02/28/2011	\$1,621,603.72	\$1,659,973.69	-\$38,369.97	Long-Term	Non-Covered
RS GLOBAL NATURAL RESOURCES FUND CL Y	RSNYX	50,314.46500	11/21/2013	06/30/2011	\$1,866,651.05	\$2,000,000.00	-\$133,348.95	Long-Term	Non-Covered
RS GLOBAL NATURAL RESOURCES FUND CL Y	RSNYX	332.82000	11/21/2013	12/15/2011	\$12,347.52	\$11,335.85	\$1,011.67	Long-Term	Non-Covered
TOTAL LONG TERM NON-COVERED					\$3,500,602.29	\$3,671,309.54	-\$170,707.25		
DOUBLELINE TOTAL RETURN BOND FD CL I	DBLTX	480,076.02700	03/05/2013	Various	\$5,453,624.78	\$5,199,999.54	\$253,625.24	Long-Term	Non-Covered
TOTAL LONG TERM NON-COVERED					\$5,453,624.78	\$5,199,999.54	\$253,625.24		

Summary - Fidelity Account 656-169691

Short-term Gain/Loss	\$3,078,223.04	\$3,221,366.50	-\$143,143.46
Long-term Gain/Loss	\$8,954,227.07	\$8,871,309.08	\$82,917.99
Total	\$12,032,450.11	\$12,092,675.58	-\$60,225.47

THE RIDGEFIELD FOUNDATION, 13-6093563

2013

Fidelity Account : 656-169692

PART IV - LINE 1E - CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Security Description	Symbol	Quantity	Date of Sale	Date Acquired	Proceeds	Cost	Realized Gain/Loss	Holding Period	Covered/Non Covered
QUALCOMM INC	QCOM	9,12800	04/02/2013	12/21/2012	\$602.72	\$575.00	\$27.72	Short-Term	Covered
FAST RETAILING CO LTD NPV ISIN #JP3802300008	FRCOF	200,00000	04/02/2013	10/03/2012	\$71,145.80	\$46,713.60	\$24,432.20	Short-Term	Covered
INTEL CORP	INTC	46,00000	04/02/2013	12/01/2012	\$989.83	\$916.86	\$72.97	Short-Term	Covered
INTEL CORP	INTC	0,28300	04/02/2013	04/30/2012	\$6.09	\$7.87	-\$1.78	Short-Term	Covered
INTEL CORP	INTC	1,300,00000	04/02/2013	10/03/2012	\$27,973.72	\$29,400.17	-\$1,426.45	Short-Term	Covered
INTEL CORP	INTC	1,100,00000	04/02/2013	10/18/2012	\$23,670.07	\$23,861.45	-\$191.38	Short-Term	Covered
INTEL CORP	INTC	100,00000	04/02/2013	01/02/2013	\$2,151.82	\$2,128.95	\$22.87	Short-Term	Covered
INTEL CORP	INTC	2,000,00000	04/02/2013	12/13/2012	\$43,036.49	\$41,647.75	\$1,388.74	Short-Term	Covered
WPP PLC ADR EACH REPR 5 ORD	WPPGY	1,100,00000	04/02/2013	02/28/2013	\$88,456.24	\$88,048.65	\$407.59	Short-Term	Covered
E M C CORP MASS	EMC	1,500,00000	04/02/2013	12/19/2012	\$35,605.79	\$39,033.90	-\$3,428.11	Short-Term	Covered
GOLDEN EAGLE RETAIL GROUP LIMITED HKD0 10	GDNEF	20,000,00000	04/02/2013	10/03/2012	\$35,253.80	\$39,959.40	-\$4,705.60	Short-Term	Covered
ABBOTT LABORATORIES	ABT	8,62800	04/02/2013	11/15/2012	\$309.45	\$269.14	\$40.31	Short-Term	Covered
LVMH MOET-HENNESSY LOUIS VUITTON EURO.30	LVMHF	300,00000	04/02/2013	10/03/2012	\$52,197.81	\$46,480.91	\$5,716.90	Short-Term	Covered
TJX COMPANIES INC	TJX	7,00000	04/02/2013	11/29/2012	\$331.58	\$303.18	\$28.40	Short-Term	Covered
AMGEN INC	AMGN	900,00000	04/02/2013	01/02/2013	\$95,064.60	\$79,099.86	\$15,964.74	Short-Term	Covered
AMGEN INC	AMGN	600,00000	04/02/2013	10/03/2012	\$63,376.41	\$51,937.95	\$11,438.46	Short-Term	Covered
AMGEN INC	AMGN	2,00000	04/02/2013	12/07/2012	\$211.25	\$176.90	\$34.35	Short-Term	Covered
3D SYSTEMS CORP DEL COM NEW	DDD	225,00000	04/02/2013	10/03/2012	\$7,538.24	\$5,372.64	\$2,165.60	Short-Term	Covered
HONG KONG EXCHANGES & CLEARING NPV ISIN # HKXCF	ABBV	3,000,00000	04/02/2013	10/03/2012	\$50,639.50	\$45,686.53	\$4,952.97	Short-Term	Covered
ABBVIE INC COM USD0.01	GWW	8,62800	04/02/2013	11/15/2012	\$353.10	\$291.86	\$61.24	Short-Term	Covered
GRAINGER W W INC	SEI GG	200,00000	04/02/2013	03/14/2013	\$43,785.82	\$45,003.95	-\$1,218.13	Short-Term	Covered
GOLDCORP INC COM NPVISIN #CA3809564097	MSFT	3,12900	02/28/2013	10/22/2012	\$102.24	\$133.87	-\$31.63	Short-Term	Covered
MICROSOFT CORP	MSFT	23,00000	04/02/2013	12/13/2012	\$663.01	\$617.37	\$45.64	Short-Term	Covered
MICROSOFT CORP	MSFT	0,99200	04/02/2013	04/30/2012	\$28.60	\$31.52	-\$2.92	Short-Term	Covered
KINGDEE INTL SOFTWARE GROUP HKD0 025 ISIN	NOV	75,000,00000	04/02/2013	10/03/2012	\$11,242.05	\$16,132.95	-\$4,890.90	Short-Term	Covered
NATIONAL OILWELL VARCO INC	AAPL	3,64500	04/02/2013	12/21/2012	\$253.80	\$247.00	\$6.80	Short-Term	Covered
APPLE INC	KO	1,00000	04/02/2013	11/15/2012	\$435.41	\$543.40	-\$107.99	Short-Term	Covered
COCA COLA CO	KO	8,00000	04/02/2013	12/17/2012	\$325.39	\$301.51	\$23.88	Short-Term	Covered
COCA COLA CO	KO	0,11900	04/02/2013	07/18/2012	\$4.84	\$4.61	\$0.23	Short-Term	Covered
ARM HOLDINGS PLC ADSREP 3 ORD GBP0 05	ARMH	1,200,00000	04/02/2013	11/09/2012	\$50,016.11	\$40,771.71	\$9,244.40	Short-Term	Covered
ARM HOLDINGS PLC ADSREP 3 ORD GBP0 05	ARMH	800,00000	04/02/2013	03/04/2013	\$33,344.07	\$34,791.95	-\$1,447.88	Short-Term	Covered

THE RIDGEFIELD FOUNDATION, 13-6093563

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Fidelity Account : 656-169692

PART IV - LINE 1E - CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Security Description	Symbol	Quantity	Date of Sale	Date Acquired	Proceeds	Cost	Realized Gain/Loss	Holding Period	Covered/Non Covered
SOUTHERN CO	SO	21.00000	04/02/2013	12/06/2012	\$981.86	\$907.53	\$74.33	Short-Term	Covered
SOUTHERN CO	SO	0.54300	04/02/2013	07/18/2012	\$25.39	\$25.58	-\$0.19	Short-Term	Covered
TENCENT HOLDINGS LIMITED SHS ISIN #KYG8757 TCTZF		1,500.00000	04/02/2013	10/03/2012	\$46,727.28	\$51,298.32	-\$4,571.04	Short-Term	Covered
GLAXOSMITHKLINE ADR EACH CNV INTO 2 ORD G GSK		23.00000	04/02/2013	01/03/2013	\$1,079.54	\$1,016.95	\$62.59	Short-Term	Covered
GLAXOSMITHKLINE ADR EACH CNV INTO 2 ORD G GSK		0.56900	04/05/2013	01/03/2013	\$26.71	\$25.16	\$1.55	Short-Term	Covered
UNION PACIFIC CORP	UNP	4.44600	04/02/2013	01/02/2013	\$627.28	\$552.00	\$75.28	Short-Term	Covered
APACHE CORP	APA	2.00000	04/02/2013	11/21/2012	\$152.54	\$150.44	\$2.10	Short-Term	Covered
CUMMINS INC FORMERLYCUMMINS ENGINE INC T CMI		800.00000	04/02/2013	01/30/2013	\$89,590.04	\$92,711.95	-\$3,121.91	Short-Term	Covered
PARKER HANNIFIN CORP	PH	3.03900	04/02/2013	12/07/2012	\$269.76	\$246.00	\$23.76	Short-Term	Covered
ROSS STORES INC	RST	4.16800	04/02/2013	12/28/2012	\$248.68	\$224.00	\$24.68	Short-Term	Covered
BRISTOL MYERS SQUIBB	BMY	13.29400	01/02/2013	11/01/2012	\$434.03	\$442.00	-\$7.97	Short-Term	Covered
HDFC BANK LTD ADS EACH REPR 3 INR10(MGT)	HDB	400.00000	04/02/2013	11/15/2012	\$15,001.29	\$14,919.95	\$81.34	Short-Term	Covered
TSINGTAO BREWERY CO SER H CNY1 ISIN #CNE1 TSGTF		8,000.00000	04/02/2013	10/03/2012	\$50,712.05	\$45,175.95	\$5,536.10	Short-Term	Covered
SHERWIN WILLIAMS CO	SHW	300.00000	04/02/2013	03/18/2013	\$50,189.23	\$51,000.93	-\$811.70	Short-Term	Covered
AAC TECHNOLOGIES HOLDINGS INC USD0 01ISIN AACAF		12,000.00000	04/02/2013	10/03/2012	\$56,071.16	\$42,527.08	\$13,544.08	Short-Term	Covered
LOWES COMPANIES	LOW	1,100.00000	04/02/2013	01/25/2013	\$41,727.09	\$42,495.45	-\$768.36	Short-Term	Covered
CITIGROUP INC COM NEW	C	0.77900	04/02/2013	11/21/2012	\$34.32	\$27.00	\$7.32	Short-Term	Covered
HENGAN INTERNATIONALHKD0 10 ISIN #KYG44021 HEGIF		5,000.00000	04/02/2013	10/03/2012	\$48,867.83	\$48,320.91	\$546.92	Short-Term	Covered
TOTAL SHORT TERM COVERED						\$1,141,881.73	\$1,072,559.61	\$69,322.12	

QUALCOMM INC	QCOM	300.00000	04/02/2013	07/18/2012	\$19,809.02	\$16,809.00	\$3,000.02	Short-Term	Non-Covered
INTEL CORP	INTC	200.00000	04/02/2013	07/18/2012	\$4,303.65	\$5,229.24	-\$925.59	Short-Term	Non-Covered
INTEL CORP	INTC	1,499.71700	04/02/2013	04/30/2012	\$32,271.28	\$42,634.85	-\$10,363.57	Short-Term	Non-Covered
NESTLE SA SPON ADR EACH REPR 1 COM CHF0 1 NSRGY		600.00000	04/02/2013	07/18/2012	\$44,056.60	\$36,359.04	\$7,697.56	Short-Term	Non-Covered
MERCK & CO INC NEW COM	MRK	1,100.00000	03/12/2013	07/18/2012	\$49,512.94	\$48,323.00	\$1,189.94	Short-Term	Non-Covered
E M C CORP MASS	EMC	400.00000	04/02/2013	07/18/2012	\$9,494.88	\$10,012.00	-\$517.12	Short-Term	Non-Covered

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PART IV - LINE 1E - CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Security Description	Symbol	Quantity	Date of Sale	Date Acquired	Proceeds	Cost	Realized Gain/Loss	Holding Period	Covered/Non Covered
SEABRIDGE GOLD INC COM NPV ISIN #CA8119161 SA	SA	275.00000	01/25/2013	02/02/2012	\$7,703.77	\$11,614.31	-\$3,910.54	Short-Term	Non-Covered
SEABRIDGE GOLD INC COM NPV ISIN #CA8119161 SA	SA	1,489.00000	01/25/2013	02/03/2012	\$22,447.98	\$33,808.19	-\$11,360.21	Short-Term	Non-Covered
SEABRIDGE GOLD INC COM NPV ISIN #CA8119161 SA	SA	100.00000	01/25/2013	07/18/2012	\$1,507.59	\$1,372.99	\$134.60	Short-Term	Non-Covered
ABBOTT LABORATORIES	ABT	299.37200	04/02/2013	07/18/2012	\$10,737.04	\$9,527.72	\$1,209.32	Short-Term	Non-Covered
CHEUNG KONG (HOLDINGS) LTD ADR-EACH CNV I CHEUY	CHEUY	300.00000	04/02/2013	07/18/2012	\$4,465.57	\$3,897.00	\$568.57	Short-Term	Non-Covered
ANHEUSER-BUSCH INBEVADR EAH REP 1 ORD NF BUD	BUD	300.00000	04/02/2013	06/26/2012	\$30,199.81	\$21,638.94	\$8,560.87	Short-Term	Non-Covered
ANHEUSER-BUSCH INBEVADR EAH REP 1 ORD NF BUD	BUD	300.00000	04/02/2013	06/27/2012	\$30,199.80	\$21,790.56	\$8,409.24	Short-Term	Non-Covered
ANHEUSER-BUSCH INBEVADR EAH REP 1 ORD NF BUD	BUD	500.00000	04/02/2013	07/18/2012	\$50,333.00	\$39,251.20	\$11,081.80	Short-Term	Non-Covered
3D SYSTEMS CORP DEL COM NEW	DDD	103.50000	04/02/2013	08/15/2012	\$3,467.59	\$2,758.62	\$708.97	Short-Term	Non-Covered
3D SYSTEMS CORP DEL COM NEW	DDD	721.50000	04/02/2013	08/16/2012	\$24,172.61	\$19,713.54	\$4,459.07	Short-Term	Non-Covered
ABBVIE INC COM USD0 01	ABBV	299.37200	04/02/2013	07/18/2012	\$12,251.71	\$10,331.99	\$1,919.72	Short-Term	Non-Covered
ABBVIE INC COM USD0 01	ABBV	0.00000	01/07/2013	01/07/2013	\$21.73	\$0.00	\$21.73	Short-Term	Non-Covered
GOLDCORP INC COM NPVISIN #CA3809564097 SEI GG	GG	425.00000	02/28/2013	05/17/2012	\$13,887.23	\$14,807.38	-\$920.15	Short-Term	Non-Covered
GOLDCORP INC COM NPVISIN #CA3809564097 SEI GG	GG	1,275.00000	02/28/2013	05/17/2012	\$41,661.67	\$44,507.96	-\$2,846.29	Short-Term	Non-Covered
MICROSOFT CORP	MSFT	1,399.00800	04/02/2013	04/30/2012	\$40,328.55	\$44,809.67	-\$4,481.12	Short-Term	Non-Covered
MICROSOFT CORP	MSFT	1,400.00000	04/02/2013	06/06/2012	\$40,357.15	\$40,726.00	-\$368.85	Short-Term	Non-Covered
ACTAVIS INC COM USD0 0033	ACT	600.00000	04/02/2013	04/26/2012	\$57,920.81	\$44,930.04	\$12,990.77	Short-Term	Non-Covered

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PART IV - LINE 1E - CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Security Description	Symbol	Quantity	Date of Sale	Date Acquired	Proceeds	Cost	Realized Gain/Loss	Holding Period	Covered/Non Covered
NATIONAL OILWELL VARCO INC	NOV	400 00000	04/02/2013	07/18/2012	\$27,852 18	\$27,500 00	\$352 18	Short-Term	Non-Covered
DISNEY WALT CO	DIS	1,400 00000	04/02/2013	06/06/2012	\$80,287 89	\$63,725 34	\$16,562 55	Short-Term	Non-Covered
DISNEY WALT CO	DIS	400 00000	04/02/2013	07/18/2012	\$22,939 40	\$19,812 00	\$3,127 40	Short-Term	Non-Covered
COCA COLA CO	KO	1,199 88100	04/02/2013	07/18/2012	\$48,804 20	\$46,218 64	\$2,585 56	Short-Term	Non-Covered
SOUTHERN CO	SO	699 45700	04/02/2013	07/18/2012	\$32,703 26	\$33,308 84	-\$605 58	Short-Term	Non-Covered
AMERICAN INTL GROUP INC COM NEW	AIG	1,400 00000	04/02/2013	05/09/2012	\$54,543 96	\$44,668 12	\$9,875 84	Short-Term	Non-Covered
AMERICAN INTL GROUP INC COM NEW	AIG	1,200 00000	04/02/2013	09/12/2012	\$46,751 96	\$40,534 20	\$6,217 76	Short-Term	Non-Covered
GLAXOSMITHKLINE ADR EACH CNV INTO 2 ORD GSK	GSK	800 00000	04/02/2013	07/18/2012	\$37,549 27	\$36,802 88	\$746 39	Short-Term	Non-Covered
UNION PACIFIC CORP	UNP	400 00000	04/02/2013	07/18/2012	\$56,435 54	\$47,516 84	\$8,918 70	Short-Term	Non-Covered
APACHE CORP	APA	200 00000	04/02/2013	07/18/2012	\$15,254 55	\$17,166 00	-\$1,911 45	Short-Term	Non-Covered
PARKER HANNIFIN CORP	PH	100 00000	04/02/2013	07/18/2012	\$8,876 75	\$7,690 00	\$1,186 75	Short-Term	Non-Covered
TOLL BROS INC	TOL	100 00000	04/02/2013	07/18/2012	\$3,332 81	\$2,965 00	\$367 81	Short-Term	Non-Covered
TOLL BROS INC	TOL	162 00000	04/02/2013	05/11/2012	\$5,399 15	\$4,397 55	\$1,001 60	Short-Term	Non-Covered
TOLL BROS INC	TOL	1,438 00000	04/02/2013	05/14/2012	\$47,925 77	\$38,937 73	\$8,988 04	Short-Term	Non-Covered
ROSS STORES INC	ROST	400 00000	04/02/2013	07/18/2012	\$23,865 68	\$27,980 00	-\$4,114 32	Short-Term	Non-Covered
CHUBB CORP	CB	500 00000	04/02/2013	07/18/2012	\$43,998 25	\$36,157 60	\$7,840 65	Short-Term	Non-Covered
BRISTOL MYERS SQUIBB	BMY	1,299 70600	01/02/2013	07/18/2012	\$42,433 07	\$46,815 41	-\$4,382 34	Short-Term	Non-Covered

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PART IV - LINE 1E - CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Security Description	Symbol	Quantity	Date of Sale	Date Acquired	Proceeds	Cost	Realized Gain/Loss	Holding Period	Covered/Non Covered
HDFC BANK LTD ADS EACH REPR 3 INR10(MGT)	HDB	700.00000	04/02/2013	07/18/2012	\$26,252.26	\$24,033.52	\$2,218.74	Short-Term	Non-Covered
CITIGROUP INC COM NEW	C	1,199.22100	04/02/2013	04/03/2012	\$52,835.96	\$43,480.16	\$9,355.80	Short-Term	Non-Covered
CITIGROUP INC COM NEW	C	400.00000	04/02/2013	07/18/2012	\$17,623.43	\$10,980.00	\$6,643.43	Short-Term	Non-Covered
CITIGROUP INC COM NEW	C	1,100.00000	04/02/2013	09/12/2012	\$48,464.42	\$36,649.36	\$11,815.06	Short-Term	Non-Covered
EBAY INC	EBAY	776.00000	04/02/2013	05/10/2012	\$43,701.53	\$31,929.76	\$11,771.77	Short-Term	Non-Covered
EBAY INC	EBAY	205.00000	04/02/2013	05/11/2012	\$11,544.86	\$8,411.15	\$3,133.71	Short-Term	Non-Covered
EBAY INC	EBAY	719.00000	04/02/2013	05/09/2012	\$40,491.49	\$29,142.15	\$11,349.34	Short-Term	Non-Covered
EBAY INC	EBAY	300.00000	04/02/2013	07/18/2012	\$16,894.92	\$11,955.00	\$4,939.92	Short-Term	Non-Covered
TOTAL SHORT TERM NON-COVERED					\$1,407,874.54	\$1,263,630.49	\$144,244.05		
GOLDCORP INC COM NPVISIN #CA3809564097 SE[GG	APA	2.87100	02/28/2013	11/10/2009	\$93.81	\$138.45	-\$44.64	Long-Term	Covered
APACHE CORP	APA	0.26000	04/02/2013	04/17/2008	\$19.83	\$35.89	-\$16.06	Long-Term	Covered
TOTAL LONG TERM COVERED					\$113.64	\$174.34	-\$60.70		
QUALCOMM INC	QCOM	0.12800	04/05/2013	04/07/2011	\$8.45	\$6.85	\$1.60	Long-Term	Non-Covered
QUALCOMM INC	QCOM	899.87200	04/02/2013	04/07/2011	\$59,418.62	\$48,142.25	\$11,276.37	Long-Term	Non-Covered
QUALCOMM INC	QCOM	1,100.00000	04/02/2013	04/26/2011	\$72,633.09	\$62,908.56	\$9,724.53	Long-Term	Non-Covered
NESTLE SA SPON ADR EACH REPR 1 COM CHF0 1 NSRGY		800.00000	04/02/2013	01/08/2010	\$58,742.14	\$38,416.00	\$20,326.14	Long-Term	Non-Covered
E M C CORP MASS	EMC	1,450.00000	04/02/2013	03/28/2012	\$34,418.93	\$43,149.25	-\$8,730.32	Long-Term	Non-Covered
ABBOTT LABORATORIES	ABT	800.00000	04/02/2013	02/10/2012	\$28,692.17	\$21,145.51	\$7,546.66	Long-Term	Non-Covered

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PART IV - LINE 1E - CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Security Description	Symbol	Quantity	Date of Sale	Date Acquired	Proceeds	Cost	Realized Gain/Loss	Holding Period	Covered/Non Covered
CHEUNG KONG (HOLDINGS) LTD ADR-EACH CNV	CHEUY	3,000.00000	04/02/2013	02/18/2011	\$44,655.77	\$46,687.80	-\$2,032.03	Long-Term	Non-Covered
TJX COMPANIES INC	TJX	600.00000	04/02/2013	10/22/2009	\$28,421.22	\$11,884.71	\$16,536.51	Long-Term	Non-Covered
TJX COMPANIES INC	TJX	2,300.00000	04/02/2013	10/23/2009	\$108,948.02	\$46,034.61	\$62,913.41	Long-Term	Non-Covered
HENRY SCHEIN INC	HSIC	400.00000	04/02/2013	03/26/2009	\$36,777.58	\$16,037.80	\$20,739.78	Long-Term	Non-Covered
HENRY SCHEIN INC	HSIC	1,000.00000	04/02/2013	04/09/2008	\$91,943.96	\$57,390.00	\$34,553.96	Long-Term	Non-Covered
ABBVIE INC COM USD0 01	ABBV	800.00000	04/02/2013	02/10/2012	\$32,739.76	\$22,930.49	\$9,809.27	Long-Term	Non-Covered
GOLDCORP INC COM NPVISIN #CA3809564097 SEI	GG	600.00000	02/28/2013	11/10/2009	\$19,605.49	\$26,388.96	-\$6,783.47	Long-Term	Non-Covered
SPDR GOLD TR GOLD SHS	GLD	300.00000	04/02/2013	05/27/2009	\$45,704.72	\$28,083.62	\$17,621.10	Long-Term	Non-Covered
SPDR GOLD TR GOLD SHS	GLD	0.00000	03/12/2013	05/27/2009	\$42.18	\$25.61	\$16.57	Long-Term	Non-Covered
SPDR GOLD TR GOLD SHS	GLD	0.00000	01/07/2013	05/27/2009	\$42.02	\$24.71	\$17.31	Long-Term	Non-Covered
SPDR GOLD TR GOLD SHS	GLD	500.00000	03/13/2013	05/27/2009	\$76,800.32	\$46,806.03	\$29,994.29	Long-Term	Non-Covered
SPDR GOLD TR GOLD SHS	GLD	0.00000	02/21/2013	05/27/2009	\$43.42	\$26.64	\$16.78	Long-Term	Non-Covered
NATIONAL OILWELL VARCO INC	NOV	0.64500	04/05/2013	01/08/2010	\$44.92	\$30.48	\$14.44	Long-Term	Non-Covered
NATIONAL OILWELL VARCO INC	NOV	799.35500	04/02/2013	01/08/2010	\$55,659.47	\$37,769.52	\$17,889.95	Long-Term	Non-Covered
NATIONAL OILWELL VARCO INC	NOV	700.00000	04/02/2013	02/10/2012	\$48,741.32	\$58,304.54	-\$9,563.22	Long-Term	Non-Covered
APPLE INC	AAPL	300.00000	04/02/2013	04/23/2009	\$130,624.15	\$37,664.88	\$92,959.27	Long-Term	Non-Covered
SOUTHERN CO	SO	1,200.00000	04/02/2013	01/08/2010	\$56,106.25	\$39,325.68	\$16,780.57	Long-Term	Non-Covered

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PART IV - LINE 1E - CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Security Description	Symbol	Quantity	Date of Sale	Date Acquired	Proceeds	Cost	Realized Gain/Loss	Holding Period	Covered/Non Covered
FAMILY DOLLAR STORESINC	FDO	600 00000	01/25/2013	12/23/2008	\$35,283 31	\$14,774 58	\$20,508 73	Long-Term	Non-Covered
FAMILY DOLLAR STORESINC	FDO	600 00000	01/02/2013	12/23/2008	\$38,285 11	\$14,774 58	\$23,510 53	Long-Term	Non-Covered
FAMILY DOLLAR STORESINC	FDO	700 00000	04/02/2013	12/23/2008	\$40,914 04	\$17,237 01	\$23,677 03	Long-Term	Non-Covered
GLAXOSMITHKLINE ADR EACH CNV INTO 2 ORD G GSK		1,000 00000	04/02/2013	01/18/2012	\$46,936 59	\$45,444 80	\$1,491.79	Long-Term	Non-Covered
UNION PACIFIC CORP	UNP	399 55400	04/02/2013	01/24/2012	\$56,372 61	\$44,535 29	\$11,837 32	Long-Term	Non-Covered
UNION PACIFIC CORP	UNP	0 44600	04/05/2013	01/24/2012	\$62 93	\$49 71	\$13 22	Long-Term	Non-Covered
MCMOFAN EXPLORATION CO *EXCHANGED FOR (MMR		2,900 00000	01/30/2013	08/11/2011	\$45,871.92	\$38,041 33	\$7,830 59	Long-Term	Non-Covered
MCMOFAN EXPLORATION CO *EXCHANGED FOR (MMR		1,200 00000	03/08/2013	08/11/2011	\$19,389.83	\$15,741 24	\$3,648 59	Long-Term	Non-Covered
MCMOFAN EXPLORATION CO *EXCHANGED FOR (MMR		4,300 00000	03/08/2013	01/08/2010	\$69,480 22	\$39,151 50	\$30,328.72	Long-Term	Non-Covered
APACHE CORP	APA	399 74000	04/02/2013	04/17/2008	\$30,489.27	\$56,075 53	-\$25,586.26	Long-Term	Non-Covered
APACHE CORP	APA	400 00000	04/02/2013	04/09/2008	\$30,509 10	\$53,224 00	-\$22,714.90	Long-Term	Non-Covered
OSISKO MINING CORP COM NPV ISIN #CA68827811 OSKFF		5,400 00000	04/02/2013	09/11/2009	\$29,856 62	\$41,357.45	-\$11,500 83	Long-Term	Non-Covered
DOLLAR TREE INC COM	DLTR	1,100 00000	02/27/2013	04/07/2009	\$50,337 92	\$16,156.58	\$34,181 34	Long-Term	Non-Covered
DOLLAR TREE INC COM	DLTR	800 00000	01/03/2013	04/07/2009	\$31,559 34	\$11,750 24	\$19,809.10	Long-Term	Non-Covered
DOLLAR TREE INC COM	DLTR	1,100 00000	01/25/2013	04/07/2009	\$45,019 54	\$16,156.58	\$28,862 96	Long-Term	Non-Covered
PARKER HANNIFIN CORP	PH	499 96100	04/02/2013	02/01/2012	\$44,380 25	\$41,378 82	\$3,001 43	Long-Term	Non-Covered
ROSS STORES INC	ROST	1,199 83200	04/02/2013	02/17/2011	\$71,587.02	\$42,867 42	\$28,719.60	Long-Term	Non-Covered

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PART IV - LINE 1E - CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Security Description	Symbol	Quantity	Date of Sale	Date Acquired	Proceeds	Cost	Realized Gain/Loss	Holding Period	Covered/Non Covered
ROSS STORES INC	ROST	0.16800	04/05/2013	02/17/2011	\$10.02	\$6.00	\$4.02	Long-Term	Non-Covered
CHUBB CORP	CB	800.00000	04/02/2013	03/19/2010	\$70,397.21	\$41,225.20	\$29,172.01	Long-Term	Non-Covered
WANT WANT CHINA HOLDINGS LTD UNSP ADR EA WWNTY		2,100.00000	04/02/2013	04/01/2009	\$158,651.47	\$48,891.78	\$109,759.69	Long-Term	Non-Covered
AMAZON COM INC	AMZN	300.00000	04/02/2013	03/29/2011	\$79,586.26	\$52,224.66	\$27,361.60	Long-Term	Non-Covered
EBAY INC	EBAY	1,400.00000	04/02/2013	01/19/2012	\$78,842.96	\$44,065.70	\$34,777.26	Long-Term	Non-Covered
TOTAL LONG TERM NON-COVERED					\$2,104,637.51	\$1,384,314.50	\$720,323.01		
JAPAN YEN (JPY)		36,270.00000	04/11/2013	12/04/2012	\$362.25	\$443.32	-\$81.07	Short-Term	Not Reported
TOTAL CURRENCY GAIN/LOSS					\$362.25	\$443.32	-\$81.07		

Summary - Fidelity Account 656-169692			
Short-term Gain/Loss	\$2,549,756.27	\$2,336,190.10	\$213,566.17
Long-term Gain/Loss	\$2,104,751.15	\$1,384,757.82	\$720,241.94
Sub-total	\$4,654,507.42	\$3,720,947.92	\$933,808.11
Currency Gain/Loss	\$362.25	\$443.32	-\$81.07
Total	\$4,654,869.67	\$3,721,391.24	\$933,727.04

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PART IV - LINE 1E - CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Security Description	Symbol	Quantity	Date of Sale	Date Acquired	Proceeds	Cost	Wash Sale	Realized Gain/Loss	Holding Period	Covered/Non-Covered
BERKLEY W R CORP	WRB	6.06500	02/04/2013	12/20/2012	\$250.14	\$237.60	\$0.00	\$12.54	Short-Term	Covered
BERKLEY W R CORP	WRB	68.93500	02/04/2013	12/31/2012	\$2,843.06	\$2,636.32	\$0.00	\$206.74	Short-Term	Covered
BERKLEY W R CORP	WRB	0.25500	02/07/2013	12/31/2012	\$10.52	\$9.75	\$0.00	\$0.77	Short-Term	Covered
SL GREEN REALTY CORP	SLG	4.00000	03/18/2013	01/15/2013	\$334.56	\$315.14	\$0.00	\$19.42	Short-Term	Covered
SL GREEN REALTY CORP	SLG	0.77500	03/21/2013	01/15/2013	\$66.36	\$61.06	\$0.00	\$5.30	Short-Term	Covered
MENS WEARHOUSE INC	MW	0.51400	03/12/2013	12/21/2012	\$14.81	\$15.97	\$0.00	-\$1.16	Short-Term	Covered
MENS WEARHOUSE INC	MW	20.00000	03/07/2013	12/21/2012	\$575.93	\$621.23	\$0.00	-\$45.30	Short-Term	Covered
MOLEX INC CL A *EXCHANGED FOR CASH AT \$38.1	MOLXA	56.45100	10/07/2013	12/21/2012	\$2,159.47	\$1,258.40	\$0.00	\$901.07	Short-Term	Covered
MOLEX INC CL A *EXCHANGED FOR CASH AT \$38.1	MOLXA	54.66700	10/07/2013	07/25/2013	\$2,091.22	\$1,386.57	\$0.00	\$704.65	Short-Term	Covered
MOLEX INC CL A *EXCHANGED FOR CASH AT \$38.1	MOLXA	0.52000	10/10/2013	07/25/2013	\$19.90	\$13.19	\$0.00	\$6.71	Short-Term	Covered
MOLEX INC CL A *EXCHANGED FOR CASH AT \$38.1	MOLXA	55.88200	10/07/2013	04/25/2013	\$2,137.70	\$1,270.82	\$0.00	\$866.88	Short-Term	Covered
CABOT CORP	CBT	14.75300	04/29/2013	12/14/2012	\$538.07	\$577.74	\$0.00	-\$39.67	Short-Term	Covered
CABOT CORP	CBT	0.31300	05/02/2013	12/14/2012	\$11.57	\$12.26	\$0.00	-\$0.69	Short-Term	Covered
TRINITY INDS INC DELFRMLY TEXAS	TRN	12.57600	12/09/2013	01/31/2013	\$628.74	\$492.35	\$0.00	\$136.39	Short-Term	Covered
TRINITY INDS INC DELFRMLY TEXAS	TRN	9.43200	12/09/2013	04/30/2013	\$471.56	\$393.63	\$0.00	\$77.93	Short-Term	Covered
TRINITY INDS INC DELFRMLY TEXAS	TRN	11.53300	12/09/2013	07/31/2013	\$576.59	\$427.43	\$0.00	\$149.16	Short-Term	Covered
TRINITY INDS INC DELFRMLY TEXAS	TRN	7.58200	12/09/2013	10/31/2013	\$379.07	\$358.59	\$0.00	\$20.48	Short-Term	Covered
TRINITY INDS INC DELFRMLY TEXAS	TRN	0.56700	12/12/2013	10/31/2013	\$28.35	\$26.82	\$0.00	\$1.53	Short-Term	Covered
NEW RESIDENTIAL INVT CORP COM	NRZ	4,340.00000	07/23/2013	05/16/2013	\$28,635.55	\$29,902.60	\$27.32	-\$1,267.05	Short-Term	Covered
NEW RESIDENTIAL INVT CORP COM	NRZ	0.59000	09/06/2013	05/24/2013	\$3.77	\$3.96	\$0.00	-\$0.19	Short-Term	Covered
NEW RESIDENTIAL INVT CORP COM	NRZ	93.00000	09/03/2013	05/24/2013	\$586.31	\$624.59	\$0.00	-\$38.28	Short-Term	Covered
NEW RESIDENTIAL INVT CORP COM	NRZ	4,249.00000	08/01/2013	05/16/2013	\$28,502.34	\$29,275.61	\$0.00	-\$773.27	Short-Term	Covered
ERA GROUP INC COM USD0.01	ERA	57.44628	02/12/2013	12/26/2012	\$1,189.43	\$1,075.68	\$0.00	\$113.75	Short-Term	Covered
NEWCASTLE INVT CORP 1 TO 3 R/S INTO NEWCA:NCT	NCT	3,800.00000	05/21/2013	01/31/2013	\$21,423.56	\$22,202.90	\$34.71	-\$779.34	Short-Term	Covered
NEWCASTLE INVT CORP 1 TO 3 R/S INTO NEWCA:NCT	NCT	169.26200	05/29/2013	01/31/2013	\$868.02	\$1,116.40	\$0.00	-\$248.38	Short-Term	Covered
NEWCASTLE INVT CORP 1 TO 3 R/S INTO NEWCA:NCT	NCT	0.26200	06/03/2013	02/12/2013	\$1.34	\$1.59	\$0.00	-\$0.25	Short-Term	Covered
NEWCASTLE INVT CORP 1 TO 3 R/S INTO NEWCA:NCT	NCT	1,219.73800	05/29/2013	02/12/2013	\$6,255.12	\$7,375.38	\$0.00	-\$1,120.26	Short-Term	Covered
NEWCASTLE INVT CORP 1 TO 3 R/S INTO NEWCA:NCT	NCT	2,210.00000	05/29/2013	02/06/2013	\$11,333.43	\$13,645.81	\$0.00	-\$2,312.38	Short-Term	Covered
NEWCASTLE INVT CORP 1 TO 3 R/S INTO NEWCA:NCT	NCT	1,190.00000	05/29/2013	01/31/2013	\$6,102.62	\$6,953.02	\$0.00	-\$850.40	Short-Term	Covered
CRIMSON WINE GROUP COM USD0.01	CWGL	7.92187	05/06/2013	12/28/2012	\$70.81	\$54.34	\$0.00	\$16.47	Short-Term	Covered
CRIMSON WINE GROUP COM USD0.01	CWGL	9.98787	05/06/2013	12/04/2012	\$89.29	\$65.15	\$0.00	\$24.14	Short-Term	Covered

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Security Description	Symbol	Quantity	Date of Sale	Date Acquired	Proceeds	Cost	Wash Sale	Realized Gain/Loss	Holding Period	Covered/Non-Covered
CRIMSON WINE GROUP COM USD0.01	CWGL	63.92237	05/06/2013	11/14/2012	\$571.43	\$379.61	\$0.00	\$191.82	Short-Term	Covered
CRIMSON WINE GROUP COM USD0.01	CWGL	200.75619	05/06/2013	12/05/2012	\$1,794.65	\$1,330.45	\$0.00	\$464.20	Short-Term	Covered
KAISER ALUM CORP COMPAR \$0.01	KALU	12.75800	07/12/2013	11/15/2012	\$827.86	\$767.50	\$0.00	\$60.36	Short-Term	Covered
KAISER ALUM CORP COMPAR \$0.01	KALU	0.50500	07/17/2013	05/15/2013	\$32.77	\$32.52	\$0.00	\$0.25	Short-Term	Covered
KAISER ALUM CORP COMPAR \$0.01	KALU	7.15300	07/12/2013	05/15/2013	\$464.16	\$460.63	\$0.00	\$3.53	Short-Term	Covered
KAISER ALUM CORP COMPAR \$0.01	KALU	11.08900	07/12/2013	02/15/2013	\$719.56	\$702.83	\$0.00	\$16.73	Short-Term	Covered
EVERY DENNISON CORP	AVY	530.00000	07/23/2013	12/27/2012	\$23,842.79	\$18,469.01	\$0.00	\$5,373.78	Short-Term	Covered
EVERY DENNISON CORP	AVY	17.10400	08/02/2013	03/20/2013	\$781.59	\$737.10	\$0.00	\$44.49	Short-Term	Covered
EVERY DENNISON CORP	AVY	150.00000	05/30/2013	12/27/2012	\$6,597.93	\$5,227.08	\$0.00	\$1,370.85	Short-Term	Covered
EVERY DENNISON CORP	AVY	90.00000	07/23/2013	01/04/2013	\$4,048.77	\$3,280.48	\$0.00	\$768.29	Short-Term	Covered
EVERY DENNISON CORP	AVY	330.00000	08/02/2013	01/09/2013	\$15,079.84	\$11,975.17	\$0.00	\$3,104.67	Short-Term	Covered
EVERY DENNISON CORP	AVY	0.44700	08/07/2013	06/19/2013	\$20.43	\$19.22	\$0.00	\$1.21	Short-Term	Covered
EVERY DENNISON CORP	AVY	270.00000	08/02/2013	01/04/2013	\$12,338.05	\$9,841.44	\$0.00	\$2,496.61	Short-Term	Covered
EVERY DENNISON CORP	AVY	700.00000	05/17/2013	12/06/2012	\$30,989.12	\$23,387.95	\$0.00	\$7,601.17	Short-Term	Covered
EVERY DENNISON CORP	AVY	7.89600	08/02/2013	06/19/2013	\$360.82	\$339.54	\$0.00	\$21.28	Short-Term	Covered
EVERY DENNISON CORP	AVY	460.00000	05/30/2013	12/20/2012	\$20,233.65	\$16,013.54	\$0.00	\$4,220.11	Short-Term	Covered
EVERY DENNISON CORP	AVY	200.00000	05/17/2013	12/20/2012	\$8,854.03	\$6,962.41	\$0.00	\$1,891.62	Short-Term	Covered
TOTAL SHORT TERM COVERED					\$245,756.66	\$222,338.38	\$62.03	\$23,418.28		
PLEXUS CORP	PLXS	710.00000	02/25/2013	06/28/2012	\$17,744.60	\$19,594.65	\$0.00	-\$1,850.05	Short-Term	Non-Covered
PLEXUS CORP	PLXS	1,000.00000	03/20/2013	06/28/2012	\$24,641.49	\$27,598.10	\$0.00	-\$2,956.61	Short-Term	Non-Covered
PLEXUS CORP	PLXS	420.00000	02/25/2013	06/21/2012	\$10,496.81	\$11,845.30	\$0.00	-\$1,348.49	Short-Term	Non-Covered
NEW RESIDENTIAL INVT CORP COM	NRZ	0.00000	05/31/2013	05/31/2013	\$1.77	\$0.00	\$0.00	\$1.77	Short-Term	Non-Covered
ERA GROUP INC COM USD0.01	ERA	279.86983	02/12/2013	03/30/2012	\$5,794.71	\$6,020.16	\$0.00	-\$225.45	Short-Term	Non-Covered
ERA GROUP INC COM USD0.01	ERA	209.90238	02/12/2013	03/07/2012	\$4,346.03	\$4,507.74	\$0.00	-\$161.71	Short-Term	Non-Covered
ERA GROUP INC COM USD0.01	ERA	275.00000	02/07/2013	02/07/2013	\$9.96	\$0.00	\$0.00	\$9.96	Short-Term	Non-Covered
ERA GROUP INC COM USD0.01	ERA	469.78151	02/12/2013	02/21/2012	\$9,726.83	\$10,357.05	\$0.00	-\$630.22	Short-Term	Non-Covered
CRIMSON WINE GROUP COM USD0.01	CWGL	0.00000	03/01/2013	03/01/2013	\$7.46	\$0.00	\$0.00	\$7.46	Short-Term	Non-Covered
TOTAL SHORT TERM NON-COVERED					\$72,769.66	\$79,923.00	\$0.00	-\$7,153.34		

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CABOT CORP	CBT	16.24700	04/12/2013	12/06/2011	\$560.34	\$594.94	\$0.00	-\$34.60	Long-Term	Covered
TRINITY INDS INC DELFRMLY TEXAS	TRN	15.87700	12/09/2013	10/31/2012	\$793.77	\$490.60	\$0.00	\$303.17	Long-Term	Covered
TOTAL LONG TERM COVERED					\$1,354.11	\$1,085.54		\$268.57		
BERKLEY W R CORP	WRB	920.00000	02/04/2013	04/07/2010	\$37,943.17	\$24,215.87	\$0.00	\$13,727.30	Long-Term	Non-Covered
BERKLEY W R CORP	WRB	230.00000	02/04/2013	03/26/2010	\$9,485.79	\$5,964.66	\$0.00	\$3,521.13	Long-Term	Non-Covered
BERKLEY W R CORP	WRB	160.00000	01/18/2013	03/26/2010	\$6,400.36	\$4,149.33	\$0.00	\$2,251.03	Long-Term	Non-Covered
BERKLEY W R CORP	WRB	650.00000	01/29/2013	03/26/2010	\$26,873.23	\$16,856.64	\$0.00	\$10,016.59	Long-Term	Non-Covered
BERKLEY W R CORP	WRB	680.00000	01/18/2013	09/01/2009	\$27,201.51	\$17,469.13	\$0.00	\$9,732.38	Long-Term	Non-Covered
SL GREEN REALTY CORP	SLG	520.00000	01/31/2013	09/01/2009	\$41,860.63	\$17,270.03	\$0.00	\$24,590.60	Long-Term	Non-Covered
SL GREEN REALTY CORP	SLG	620.00000	02/05/2013	09/01/2009	\$50,499.21	\$20,591.19	\$0.00	\$29,908.02	Long-Term	Non-Covered
MENS WEARHOUSE INC	MW	860.00000	03/07/2013	09/14/2009	\$24,764.92	\$21,224.72	\$0.00	\$3,540.20	Long-Term	Non-Covered
MENS WEARHOUSE INC	MW	270.00000	02/21/2013	09/14/2009	\$7,697.40	\$6,663.57	\$0.00	\$1,033.83	Long-Term	Non-Covered
MENS WEARHOUSE INC	MW	490.00000	02/21/2013	09/01/2009	\$13,969.36	\$12,407.10	\$0.00	\$1,562.26	Long-Term	Non-Covered
MENS WEARHOUSE INC	MW	1,920.00000	01/31/2013	09/01/2009	\$58,070.36	\$48,615.55	\$0.00	\$9,454.81	Long-Term	Non-Covered
PIONEER NATURAL RESOURCES CO	PXD	240.00000	08/12/2013	01/12/2012	\$41,721.68	\$23,259.24	\$0.00	\$18,462.44	Long-Term	Non-Covered
PIONEER NATURAL RESOURCES CO	PXD	200.00000	06/28/2013	01/12/2012	\$29,217.68	\$19,382.70	\$0.00	\$9,834.98	Long-Term	Non-Covered
VAIL RESORTS INC	MTN	340.00000	04/11/2013	09/01/2009	\$20,918.58	\$10,626.39	\$0.00	\$10,292.19	Long-Term	Non-Covered
VAIL RESORTS INC	MTN	270.00000	05/22/2013	09/01/2009	\$17,825.23	\$8,438.61	\$0.00	\$9,386.62	Long-Term	Non-Covered
VAIL RESORTS INC	MTN	580.00000	06/28/2013	09/01/2009	\$35,820.34	\$18,127.38	\$0.00	\$17,692.96	Long-Term	Non-Covered
VAIL RESORTS INC	MTN	820.00000	04/05/2013	09/01/2009	\$49,658.33	\$25,628.36	\$0.00	\$24,029.97	Long-Term	Non-Covered
RANGE RESOURCES CORP	RRC	310.00000	02/05/2013	03/09/2010	\$21,033.78	\$15,906.94	\$0.00	\$5,126.84	Long-Term	Non-Covered
RANGE RESOURCES CORP	RRC	50.00000	02/05/2013	03/12/2010	\$3,392.54	\$2,560.40	\$0.00	\$832.14	Long-Term	Non-Covered
FOOT LOCKER INC	FL	770.00000	07/05/2013	09/01/2009	\$27,301.39	\$8,209.58	\$0.00	\$19,091.81	Long-Term	Non-Covered
FOOT LOCKER INC	FL	650.00000	02/13/2013	09/01/2009	\$21,831.56	\$6,930.17	\$0.00	\$14,901.39	Long-Term	Non-Covered
LEUCADIA NATL CORP	LUK	2,250.00000	06/11/2013	09/01/2009	\$64,958.31	\$52,354.40	\$0.00	\$12,603.91	Long-Term	Non-Covered
LEUCADIA NATL CORP	LUK	740.00000	10/25/2013	09/01/2009	\$21,528.72	\$17,218.78	\$0.00	\$4,309.94	Long-Term	Non-Covered
LEUCADIA NATL CORP	LUK	460.00000	10/25/2013	12/23/2011	\$13,382.72	\$10,435.37	\$0.00	\$2,947.35	Long-Term	Non-Covered
LEUCADIA NATL CORP	LUK	1,180.00000	09/23/2013	09/01/2009	\$32,007.25	\$27,456.97	\$0.00	\$4,550.28	Long-Term	Non-Covered
INVESTORS BANCORP INC COM EXCHANGED FOF ISBC	ISBC	190.00000	07/12/2013	09/01/2009	\$4,212.04	\$1,763.64	\$0.00	\$2,448.40	Long-Term	Non-Covered
INVESTORS BANCORP INC COM EXCHANGED FOF ISBC	ISBC	510.00000	05/07/2013	09/01/2009	\$10,125.11	\$4,733.97	\$0.00	\$5,391.14	Long-Term	Non-Covered

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INVESTORS BANCORP INC COM EXCHANGED FOF ISBC		320.00000	07/09/2013	09/01/2009	\$7,172.82	\$2,970.34	\$0.00	\$4,202.48	48 Long-Term	Non-Covered
MOLEX INC CL A *EXCHANGED FOR CASH AT \$38.1	MOLXA	3,570.00000	10/02/2013	09/01/2009	\$136,688.31	\$58,767.91	\$0.00	\$77,920.40	40 Long-Term	Non-Covered
MOLEX INC CL A *EXCHANGED FOR CASH AT \$38.1	MOLXA	610.00000	10/02/2013	07/27/2010	\$23,355.71	\$10,471.87	\$0.00	\$12,883.84	Long-Term	Non-Covered
MOLEX INC CL A *EXCHANGED FOR CASH AT \$38.1	MOLXA	46.00000	10/03/2013	08/29/2011	\$1,752.89	\$816.12	\$0.00	\$936.77	Long-Term	Non-Covered
MOLEX INC CL A *EXCHANGED FOR CASH AT \$38.1	MOLXA	343.00000	10/07/2013	08/29/2011	\$13,121.07	\$6,085.44	\$0.00	\$7,035.63	Long-Term	Non-Covered
MOLEX INC CL A *EXCHANGED FOR CASH AT \$38.1	MOLXA	471.00000	10/02/2013	08/29/2011	\$18,033.66	\$8,356.39	\$0.00	\$9,677.27	Long-Term	Non-Covered
MOLEX INC CL A *EXCHANGED FOR CASH AT \$38.1	MOLXA	680.00000	10/02/2013	01/26/2011	\$26,035.87	\$15,671.48	\$0.00	\$10,364.39	Long-Term	Non-Covered
MOLEX INC CL A *EXCHANGED FOR CASH AT \$38.1	MOLXA	100.00000	05/14/2013	09/01/2009	\$16,755.81	\$4,511.87	\$0.00	\$12,243.94	Long-Term	Non-Covered
AMERCO COM	UHAL	80.00000	07/11/2013	09/01/2009	\$13,851.80	\$3,609.50	\$0.00	\$10,242.30	Long-Term	Non-Covered
AMERCO COM	UHAL	338.75300	04/12/2013	12/16/2011	\$11,683.25	\$10,814.45	\$0.00	\$868.80	Long-Term	Non-Covered
CABOT CORP	CBT	116.00000	03/20/2013	11/29/2011	\$4,058.49	\$3,513.63	\$0.00	\$544.86	Long-Term	Non-Covered
CABOT CORP	CBT	418.00000	03/14/2013	11/17/2011	\$14,742.90	\$13,262.47	\$0.00	\$1,480.43	Long-Term	Non-Covered
CABOT CORP	CBT	150.00000	03/20/2013	11/28/2011	\$5,248.05	\$4,582.37	\$0.00	\$665.68	Long-Term	Non-Covered
CABOT CORP	CBT	400.00000	04/02/2013	12/06/2011	\$13,375.34	\$13,422.88	\$1.93	-\$47.54	Long-Term	Non-Covered
CABOT CORP	CBT	35.00000	03/20/2013	11/22/2011	\$1,224.54	\$1,063.84	\$0.00	\$160.70	Long-Term	Non-Covered
CABOT CORP	CBT	240.00000	04/12/2013	12/14/2011	\$8,277.35	\$7,501.97	\$0.00	\$775.38	Long-Term	Non-Covered
CABOT CORP	CBT	180.00000	04/12/2013	12/12/2011	\$6,208.01	\$5,833.53	\$0.00	\$374.48	Long-Term	Non-Covered
CABOT CORP	CBT	330.00000	04/02/2013	12/12/2011	\$11,034.66	\$10,694.81	\$0.00	\$339.85	Long-Term	Non-Covered
CABOT CORP	CBT	42.00000	03/14/2013	11/22/2011	\$1,481.34	\$1,276.60	\$0.00	\$204.74	Long-Term	Non-Covered
CABOT CORP	CBT	172.00000	03/14/2013	11/15/2011	\$6,066.45	\$5,703.57	\$0.00	\$362.88	Long-Term	Non-Covered
CABOT CORP	CBT	178.00000	03/14/2013	11/22/2011	\$6,278.08	\$5,422.72	\$0.00	\$855.36	Long-Term	Non-Covered
CABOT CORP	CBT	1.24700	04/29/2013	12/16/2011	\$45.48	\$39.81	\$0.00	\$5.67	Long-Term	Non-Covered
CABOT CORP	CBT	89.00000	03/20/2013	11/23/2011	\$3,113.84	\$2,677.97	\$0.00	\$435.87	Long-Term	Non-Covered
CABOT CORP	CBT	260.00000	03/20/2013	12/06/2011	\$9,096.62	\$8,724.87	\$0.00	\$371.75	Long-Term	Non-Covered
TRINITY INDS INC DELFRMLY TEXAS	TRN	260.00000	12/09/2013	11/16/2010	\$12,998.76	\$6,112.13	\$0.00	\$6,886.63	Long-Term	Non-Covered
TRINITY INDS INC DELFRMLY TEXAS	TRN	400.00000	12/09/2013	09/01/2009	\$19,998.09	\$6,222.32	\$0.00	\$13,775.77	Long-Term	Non-Covered
TRINITY INDS INC DELFRMLY TEXAS	TRN	330.00000	03/12/2013	09/01/2009	\$14,629.56	\$5,133.41	\$0.00	\$9,496.15	Long-Term	Non-Covered
TRINITY INDS INC DELFRMLY TEXAS	TRN	300.00000	06/03/2013	09/01/2009	\$12,237.89	\$4,666.74	\$0.00	\$7,571.15	Long-Term	Non-Covered
TRINITY INDS INC DELFRMLY TEXAS	TRN	430.00000	11/25/2013	09/01/2009	\$22,057.20	\$6,689.00	\$0.00	\$15,368.20	Long-Term	Non-Covered
TRINITY INDS INC DELFRMLY TEXAS	TRN	480.00000	08/02/2013	09/01/2009	\$19,568.20	\$7,466.78	\$0.00	\$12,201.42	Long-Term	Non-Covered
TRINITY INDS INC DELFRMLY TEXAS	TRN	580.00000	11/21/2013	09/01/2009	\$29,527.16	\$9,022.37	\$0.00	\$20,504.79	Long-Term	Non-Covered

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TRINITY INDS INC DELFRMLY TEXAS	TRN	550 00000	11/04/2013	09/01/2009	\$29,700 22	\$8,555 69	\$0 00	\$21,144 53	Long-Term	Non-Covered
TRINITY INDS INC DELFRMLY TEXAS	TRN	300 00000	11/08/2013	09/01/2009	\$15,663 17	\$4,666 74	\$0 00	\$10,996 43	Long-Term	Non-Covered
TRINITY INDS INC DELFRMLY TEXAS	TRN	580 00000	01/31/2013	09/01/2009	\$22,850 61	\$9,022 36	\$0 00	\$13,828 25	Long-Term	Non-Covered
TRINITY INDS INC DELFRMLY TEXAS	TRN	250 00000	09/23/2013	09/01/2009	\$11,161 75	\$3,888 95	\$0 00	\$7,272 80	Long-Term	Non-Covered
AVNET INC	AVT	1,270 00000	04/12/2013	09/01/2009	\$43,120 53	\$32,923 99	\$0 00	\$10,196 54	Long-Term	Non-Covered
AVNET INC	AVT	420 00000	05/16/2013	09/20/2011	\$14,367 95	\$11,634 00	\$0 00	\$2,733 95	Long-Term	Non-Covered
AVNET INC	AVT	1,560 00000	05/06/2013	09/01/2009	\$51,165 92	\$40,442 06	\$0 00	\$10,723 86	Long-Term	Non-Covered
AVNET INC	AVT	710 00000	04/29/2013	09/01/2009	\$22,500 24	\$18,406 32	\$0 00	\$4,093 92	Long-Term	Non-Covered
AVNET INC	AVT	390 00000	05/16/2013	09/01/2009	\$13,341 67	\$10,110 52	\$0 00	\$3,231 15	Long-Term	Non-Covered
ATLAS AIR WORLDWIDE HOLDINGS INC COM NEW AAWW	AAWW	54 00000	02/04/2013	09/08/2011	\$2,404 52	\$2,451 41	\$0 00	-\$46 89	Long-Term	Non-Covered
ATLAS AIR WORLDWIDE HOLDINGS INC COM NEW AAWW	AAWW	101 00000	02/20/2013	11/15/2011	\$4,740 41	\$3,870 20	\$0 00	\$870 21	Long-Term	Non-Covered
ATLAS AIR WORLDWIDE HOLDINGS INC COM NEW AAWW	AAWW	182 00000	02/04/2013	09/06/2011	\$8,104 13	\$7,904 01	\$0 00	\$200 12	Long-Term	Non-Covered
ATLAS AIR WORLDWIDE HOLDINGS INC COM NEW AAWW	AAWW	9 00000	02/04/2013	09/19/2011	\$400 76	\$407 87	\$0 00	-\$7 11	Long-Term	Non-Covered
ATLAS AIR WORLDWIDE HOLDINGS INC COM NEW AAWW	AAWW	27 00000	02/15/2013	09/19/2011	\$1,262 97	\$1,223 62	\$0 00	\$39 35	Long-Term	Non-Covered
ATLAS AIR WORLDWIDE HOLDINGS INC COM NEW AAWW	AAWW	118 00000	02/20/2013	11/16/2011	\$5,538 30	\$4,598 60	\$0 00	\$939 70	Long-Term	Non-Covered
ATLAS AIR WORLDWIDE HOLDINGS INC COM NEW AAWW	AAWW	207 00000	02/20/2013	11/16/2011	\$9,715 49	\$8,050 23	\$0 00	\$1,665 26	Long-Term	Non-Covered
ATLAS AIR WORLDWIDE HOLDINGS INC COM NEW AAWW	AAWW	233 00000	02/15/2013	09/21/2011	\$10,898 93	\$8,922 59	\$0 00	\$1,976 34	Long-Term	Non-Covered
ATLAS AIR WORLDWIDE HOLDINGS INC COM NEW AAWW	AAWW	410 00000	03/05/2013	12/12/2011	\$18,976 75	\$15,781 19	\$0 00	\$3,195 56	Long-Term	Non-Covered
ATLAS AIR WORLDWIDE HOLDINGS INC COM NEW AAWW	AAWW	24 00000	02/04/2013	09/09/2011	\$1,068 68	\$1,050 70	\$0 00	\$17 98	Long-Term	Non-Covered
ATLAS AIR WORLDWIDE HOLDINGS INC COM NEW AAWW	AAWW	57 00000	02/15/2013	09/21/2011	\$2,666 26	\$2,246 66	\$0 00	\$419 60	Long-Term	Non-Covered
ATLAS AIR WORLDWIDE HOLDINGS INC COM NEW AAWW	AAWW	122 00000	02/04/2013	09/15/2011	\$5,432 44	\$5,714 41	\$0 00	-\$281 97	Long-Term	Non-Covered
ATLAS AIR WORLDWIDE HOLDINGS INC COM NEW AAWW	AAWW	8 00000	02/04/2013	09/14/2011	\$356 23	\$359 38	\$0 00	-\$3 15	Long-Term	Non-Covered
ATLAS AIR WORLDWIDE HOLDINGS INC COM NEW AAWW	AAWW	32 00000	02/04/2013	09/13/2011	\$1,424 90	\$1,430 84	\$0 00	-\$5 94	Long-Term	Non-Covered
ATLAS AIR WORLDWIDE HOLDINGS INC COM NEW AAWW	AAWW	150 00000	02/15/2013	11/15/2011	\$7,016 48	\$5,747 82	\$0 00	\$1,268 66	Long-Term	Non-Covered
ATLAS AIR WORLDWIDE HOLDINGS INC COM NEW AAWW	AAWW	50 00000	02/04/2013	09/02/2011	\$2,226 41	\$2,350 96	\$0 00	-\$124 55	Long-Term	Non-Covered
ATLAS AIR WORLDWIDE HOLDINGS INC COM NEW AAWW	AAWW	150 00000	03/05/2013	11/17/2011	\$6,942 71	\$5,901 46	\$0 00	\$1,041 25	Long-Term	Non-Covered
ATLAS AIR WORLDWIDE HOLDINGS INC COM NEW AAWW	AAWW	134 00000	02/20/2013	11/17/2011	\$6,289 26	\$5,271 98	\$0 00	\$1,017 28	Long-Term	Non-Covered
ATLAS AIR WORLDWIDE HOLDINGS INC COM NEW AAWW	AAWW	17 00000	02/04/2013	09/12/2011	\$756 98	\$737 63	\$0 00	\$19 35	Long-Term	Non-Covered
ATLAS AIR WORLDWIDE HOLDINGS INC COM NEW AAWW	AAWW	113 00000	02/15/2013	09/20/2011	\$5,285 75	\$5,020 60	\$0 00	\$265 15	Long-Term	Non-Covered
ATLAS AIR WORLDWIDE HOLDINGS INC COM NEW AAWW	AAWW	12 00000	02/04/2013	09/16/2011	\$534 34	\$562 90	\$0 00	-\$28 56	Long-Term	Non-Covered
ATLAS AIR WORLDWIDE HOLDINGS INC COM NEW AAWW	AAWW	10 00000	02/04/2013	09/07/2011	\$445 28	\$452 79	\$0 00	-\$7 51	Long-Term	Non-Covered

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Security Description	Symbol	Quantity	Date of Sale	Date Acquired	Proceeds	Cost	Wash Sale	Realized Gain/Loss	Holding Period	Covered/Non-Covered
ENCORE WIRE CORP	WIRE	600 00000	08/05/2013	09/01/2009	\$25,222 45	\$14,030 16	\$0 00	\$11,192 29	Long-Term	Non-Covered
DISCOVER FINL SVCS	DFS	570 00000	04/30/2013	04/28/2010	\$24,918 16	\$8,807 75	\$0 00	\$16,110 41	Long-Term	Non-Covered
DISCOVER FINL SVCS	DFS	440 00000	04/26/2013	04/28/2010	\$19,354 55	\$6,798 97	\$0 00	\$12,555 58	Long-Term	Non-Covered
DISCOVER FINL SVCS	DFS	240 00000	04/26/2013	04/27/2010	\$10,557 02	\$3,754 42	\$0 00	\$6,802 60	Long-Term	Non-Covered
DISCOVER FINL SVCS	DFS	290 00000	04/16/2013	04/27/2010	\$12,364 01	\$4,536 58	\$0 00	\$7,827 43	Long-Term	Non-Covered
DISCOVER FINL SVCS	DFS	440 00000	07/08/2013	04/28/2010	\$22,167 18	\$6,798 97	\$0 00	\$15,368 21	Long-Term	Non-Covered
CRIMSON WINE GROUP COM USD0 01	CWGL	67 91752	05/06/2013	12/23/2011	\$607 14	\$454 18	\$0 00	\$152 96	Long-Term	Non-Covered
CRIMSON WINE GROUP COM USD0 01	CWGL	416 49418	05/06/2013	09/01/2009	\$3,723 22	\$2,856 77	\$0 00	\$866 45	Long-Term	Non-Covered
UNIVERSAL AMERICAN CORP COM USD0 01	UAM	1,494 00000	11/11/2013	01/12/2012	\$10,604 32	\$14,137 98	\$0 00	-\$3,533 66	Long-Term	Non-Covered
UNIVERSAL AMERICAN CORP COM USD0 01	UAM	1,890 00000	11/11/2013	01/26/2012	\$13,415 11	\$17,287 59	\$0 00	-\$3,872 48	Long-Term	Non-Covered
UNIVERSAL AMERICAN CORP COM USD0 01	UAM	1,309 00000	12/13/2013	02/29/2012	\$9,483 70	\$12,665 06	\$0 00	-\$3,181 36	Long-Term	Non-Covered
UNIVERSAL AMERICAN CORP COM USD0 01	UAM	140 00000	11/11/2013	02/29/2012	\$993 71	\$1,354 55	\$0 00	-\$360 84	Long-Term	Non-Covered
UNIVERSAL AMERICAN CORP COM USD0 01	UAM	386 00000	11/11/2013	01/13/2012	\$2,739 81	\$3,637 19	\$0 00	-\$897 38	Long-Term	Non-Covered
KAISER ALUM CORP COMPAR \$0 01	KALU	6 00000	07/12/2013	03/23/2011	\$389 34	\$292 17	\$0 00	\$97 17	Long-Term	Non-Covered
KAISER ALUM CORP COMPAR \$0 01	KALU	18 00000	05/30/2013	03/23/2011	\$1,156 14	\$876 51	\$0 00	\$279 63	Long-Term	Non-Covered
KAISER ALUM CORP COMPAR \$0 01	KALU	740 00000	01/07/2013	09/01/2009	\$46,403 88	\$24,331 42	\$0 00	\$22,072 46	Long-Term	Non-Covered
KAISER ALUM CORP COMPAR \$0 01	KALU	180 00000	04/03/2013	09/01/2009	\$11,156 17	\$5,918 46	\$0 00	\$5,237 71	Long-Term	Non-Covered
KAISER ALUM CORP COMPAR \$0 01	KALU	50 00000	05/30/2013	06/07/2010	\$3,211 47	\$1,727 08	\$0 00	\$1,484 39	Long-Term	Non-Covered
KAISER ALUM CORP COMPAR \$0 01	KALU	230 00000	05/30/2013	01/26/2011	\$14,772 78	\$10,977 92	\$0 00	\$3,794 86	Long-Term	Non-Covered
KAISER ALUM CORP COMPAR \$0 01	KALU	310 00000	01/29/2013	09/01/2009	\$19,289 11	\$10,192 89	\$0 00	\$9,096 22	Long-Term	Non-Covered
KAISER ALUM CORP COMPAR \$0 01	KALU	324 00000	07/12/2013	03/25/2011	\$21,024 20	\$15,965 46	\$0 00	\$5,058 74	Long-Term	Non-Covered
KAISER ALUM CORP COMPAR \$0 01	KALU	22 00000	05/30/2013	03/23/2011	\$1,413 05	\$1,068 24	\$0 00	\$344 81	Long-Term	Non-Covered
KAISER ALUM CORP COMPAR \$0 01	KALU	220 00000	04/03/2013	06/02/2010	\$13,635 32	\$8,242 50	\$0 00	\$5,392 82	Long-Term	Non-Covered
KAISER ALUM CORP COMPAR \$0 01	KALU	490 00000	07/12/2013	11/28/2011	\$31,795 86	\$21,031 24	\$0 00	\$10,764 62	Long-Term	Non-Covered
KAISER ALUM CORP COMPAR \$0 01	KALU	390 00000	05/13/2013	06/07/2010	\$24,970 33	\$13,471 22	\$0 00	\$11,499 11	Long-Term	Non-Covered
KAISER ALUM CORP COMPAR \$0 01	KALU	90 00000	05/30/2013	10/27/2010	\$5,780 65	\$3,887 47	\$0 00	\$1,893 18	Long-Term	Non-Covered
PLUM CREEK TIMBER COINC	PCL	560 00000	04/16/2013	09/01/2009	\$28,728 86	\$16,275 00	\$0 00	\$12,453 86	Long-Term	Non-Covered
PLUM CREEK TIMBER COINC	PCL	570 00000	04/11/2013	09/01/2009	\$29,631 38	\$16,565 63	\$0 00	\$13,065 75	Long-Term	Non-Covered
SPIRIT AEROSYSTEMS HLDGS INC CL A	SPR	80 00000	01/02/2013	08/16/2011	\$1,381 96	\$1,251 67	\$0 00	\$130 29	Long-Term	Non-Covered
SPIRIT AEROSYSTEMS HLDGS INC CL A	SPR	172 00000	01/09/2013	08/17/2011	\$2,863 69	\$2,692 37	\$0 00	\$171 32	Long-Term	Non-Covered
SPIRIT AEROSYSTEMS HLDGS INC CL A	SPR	430 00000	01/02/2013	11/04/2010	\$7,428 01	\$8,110 66	\$0 00	-\$682 65	Long-Term	Non-Covered

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Security Description	Symbol	Quantity	Date of Sale	Date Acquired	Proceeds	Cost	Wash Sale	Realized Gain/Loss	Holding Period	Covered/Non-Covered
SPIRIT AEROSYSTEMS HLDGS INC CL A	SPR	470 00000	01/09/2013	09/02/2011	\$7,825 21	\$7,420 41	\$0 00	\$404 80	Long-Term	Non-Covered
SPIRIT AEROSYSTEMS HLDGS INC CL A	SPR	1,030 00000	01/02/2013	11/12/2010	\$17,792 68	\$18,688 01	\$0 00	-\$895 33	Long-Term	Non-Covered
SPIRIT AEROSYSTEMS HLDGS INC CL A	SPR	166 00000	01/09/2013	08/16/2011	\$2,763 80	\$2,597 22	\$0 00	\$166 58	Long-Term	Non-Covered
SPIRIT AEROSYSTEMS HLDGS INC CL A	SPR	602 00000	01/09/2013	08/18/2011	\$10,022 93	\$8,966 61	\$0 00	\$1,056 32	Long-Term	Non-Covered
CASEYS GEN STORES INC	CASY	150 00000	07/08/2013	09/01/2009	\$9,539 65	\$4,207 62	\$0 00	\$5,332 03	Long-Term	Non-Covered
CASEYS GEN STORES INC	CASY	560 00000	04/12/2013	09/01/2009	\$31,251 72	\$15,708 45	\$0 00	\$15,543 27	Long-Term	Non-Covered
CASEYS GEN STORES INC	CASY	530 00000	10/01/2013	09/01/2009	\$39,211 36	\$14,866 93	\$0 00	\$24,344 43	Long-Term	Non-Covered
TOTAL LONG TERM NON-COVERED					\$2,075,470.37	\$1,261,731.66	\$1.93	\$813,738.71		

Summary - Fidelity Account 656-169693		Wash sale loss	
Short-term Gain/Loss	\$318,526 32	\$302,261 38	\$16,264 94
Long-term Gain/Loss	\$2,076,824 48	\$1,262,817 20	\$814,009 21
Total	\$2,395,350.80	\$1,565,078.58	\$830,336.18

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Security Description	Symbol	Quantity	Date of Sale	Date Acquired	Proceeds	Cost	Realized Gain/Loss	Holding Period	Covered/Non Covered
ALLIED NEVADA GOLD CORP COM STK USD0 001	ANV	3,000 00000	12/09/2013	06/11/2013	\$9,391 18	\$23,105 96	-\$13,714 78	Short-Term	Covered
ALLIED NEVADA GOLD CORP COM STK USD0 001	ANV	1,000 00000	11/25/2013	06/11/2013	\$3,125 69	\$7,701 99	-\$4,576 30	Short-Term	Covered
ALLIED NEVADA GOLD CORP COM STK USD0 001	ANV	1,000 00000	11/18/2013	03/22/2013	\$3,666 78	\$17,003 97	-\$13,337 19	Short-Term	Covered
ALLIED NEVADA GOLD CORP COM STK USD0 001	ANV	1,000 00000	10/11/2013	01/25/2013	\$3,999 56	\$23,598 05	-\$19,598 49	Short-Term	Covered
ALLIED NEVADA GOLD CORP COM STK USD0 001	ANV	1,000 00000	10/11/2013	03/22/2013	\$3,999 55	\$17,003 98	-\$13,004 43	Short-Term	Covered
ALLIED NEVADA GOLD CORP COM STK USD0 001	ANV	1,000 00000	07/25/2013	12/13/2012	\$6,904 12	\$30,107 95	-\$23,203 83	Short-Term	Covered
ORTHOFIX INTL N V COM STK USD0 10	OFIX	1,000 00000	12/13/2013	10/22/2013	\$20,331 69	\$20,559 57	-\$227 88	Short-Term	Covered
ORTHOFIX INTL N V COM STK USD0 10	OFIX	1,000 00000	11/04/2013	10/22/2013	\$20,649 69	\$20,559 58	\$90 11	Short-Term	Covered
MARVELL TECH GROUP COM USD0 002	MRVL	17 00000	06/24/2013	04/04/2013	\$184 88	\$172 73	\$12 15	Short-Term	Covered
MARVELL TECH GROUP COM USD0 002	MRVL	1,000 00000	06/24/2013	03/05/2013	\$10,875 87	\$10,403 87	\$472 00	Short-Term	Covered
MARVELL TECH GROUP COM USD0 002	MRVL	1,000 00000	06/20/2013	03/05/2013	\$11,162 65	\$10,403 88	\$758 77	Short-Term	Covered
MARVELL TECH GROUP COM USD0 002	MRVL	0 71500	06/27/2013	04/04/2013	\$7 78	\$7 27	\$0 51	Short-Term	Covered
MARVELL TECH GROUP COM USD0 002	MRVL	1,000 00000	06/24/2013	03/11/2013	\$10,875 87	\$10,717 85	\$158 02	Short-Term	Covered
NEUSTAR INC CL A	NSR	1,000 00000	11/18/2013	05/29/2013	\$48,533 70	\$47,907 95	\$625 75	Short-Term	Covered
CYPRESS SEMICONDUCTRCORP	CY	0 76400	10/09/2013	07/18/2013	\$6 91	\$8 51	-\$1 60	Short-Term	Covered
CYPRESS SEMICONDUCTRCORP	CY	2,000 00000	10/04/2013	01/25/2013	\$18,081 98	\$18,932 22	-\$850 24	Short-Term	Covered
CYPRESS SEMICONDUCTRCORP	CY	500 00000	10/04/2013	03/05/2013	\$4,520 50	\$5,168 52	-\$648 02	Short-Term	Covered
CYPRESS SEMICONDUCTRCORP	CY	39 63700	10/04/2013	04/18/2013	\$358 36	\$427 00	-\$68 64	Short-Term	Covered
CYPRESS SEMICONDUCTRCORP	CY	1,000 00000	10/04/2013	02/21/2013	\$9,040 99	\$9,778 09	-\$737 10	Short-Term	Covered
CYPRESS SEMICONDUCTRCORP	CY	38 36300	10/04/2013	07/18/2013	\$346 83	\$427 28	-\$80 45	Short-Term	Covered
CYPRESS SEMICONDUCTRCORP	CY	500 00000	10/04/2013	03/07/2013	\$4,520 50	\$5,258 02	-\$737 52	Short-Term	Covered
C S X CORP	CSX	0 06400	03/14/2013	12/14/2012	\$1 49	\$1 27	\$0 22	Short-Term	Covered
C S X CORP	CSX	7 00000	03/11/2013	12/14/2012	\$155 28	\$138 73	\$16 55	Short-Term	Covered
TEVA PHARMACEUTICAL INDUSTRIES ADR-EACH	TEVA	300 00000	11/18/2013	10/29/2013	\$11,431 62	\$12,328 35	-\$896 73	Short-Term	Covered
TEVA PHARMACEUTICAL INDUSTRIES ADR-EACH	TEVA	1,000 00000	11/18/2013	09/05/2013	\$38,105 42	\$38,395 35	-\$289 93	Short-Term	Covered
DOLE FOOD COMPANY INC COM USD0 001	CASHIDOLE	2,000 00000	09/16/2013	02/21/2013	\$26,979 78	\$22,853 35	\$4,126 43	Short-Term	Covered
DOLE FOOD COMPANY INC COM USD0 001	CASHIDOLE	500 00000	09/16/2013	03/11/2013	\$6,744 95	\$5,886 35	\$858 60	Short-Term	Covered
DOLE FOOD COMPANY INC COM USD0 001	CASHIDOLE	1,000 00000	09/16/2013	03/05/2013	\$13,489 89	\$11,170 55	\$2,319 34	Short-Term	Covered
CAPITAL ONE FINANCIAL CORP	COF	300 00000	06/24/2013	12/06/2012	\$18,017 75	\$17,107 08	\$910 67	Short-Term	Covered
CAPITAL ONE FINANCIAL CORP	COF	0 87800	06/24/2013	11/19/2012	\$52 73	\$50 00	\$2 73	Short-Term	Covered
CAPITAL ONE FINANCIAL CORP	COF	0 53600	06/27/2013	05/23/2013	\$32 20	\$33 08	-\$0 88	Short-Term	Covered

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Security Description	Symbol	Quantity	Date of Sale	Date Acquired	Proceeds	Cost	Realized Gain/Loss	Holding Period	Covered/Non Covered
CAPITAL ONE FINANCIAL CORP	COF	1 90500	06/24/2013	05/23/2013	\$114.42	\$117.55	-\$3.13	Short-Term	Covered
TOTAL SHORT TERM COVERED					\$305,710.61	\$387,335.90	-\$81,625.29		
LINN ENERGY LLC UNITREPSTG LTD LIABILITYCO LINE		55 79700	06/05/2013	11/14/2012	\$1,846.73	\$2,175.00	-\$328.27	Short-Term	Non-Covered
LINN ENERGY LLC UNITREPSTG LTD LIABILITYCO LINE		54 64800	06/05/2013	05/15/2013	\$1,808.71	\$1,895.71	-\$87.00	Short-Term	Non-Covered
LINN ENERGY LLC UNITREPSTG LTD LIABILITYCO LINE		0 01200	06/10/2013	11/14/2012	\$0.40	\$0.49	-\$0.09	Short-Term	Non-Covered
LINN ENERGY LLC UNITREPSTG LTD LIABILITYCO LINE		59 55500	06/05/2013	02/14/2013	\$1,971.11	\$2,215.45	-\$244.34	Short-Term	Non-Covered
ABBVIE INC COM USD0.01	ABBV	0 00000	01/07/2013	01/07/2013	\$18.38	\$0.00	\$18.38	Short-Term	Non-Covered
CAPITAL ONE FINANCIAL CORP	COF	500 00000	02/21/2013	03/15/2012	\$26,078.01	\$26,585.00	-\$506.99	Short-Term	Non-Covered
CAPITAL ONE FINANCIAL CORP	COF	300.00000	02/26/2013	03/15/2012	\$15,380.68	\$15,951.00	-\$570.32	Short-Term	Non-Covered
TOTAL SHORT TERM NON-COVERED					\$47,104.02	\$48,822.65	-\$1,718.63		
CAPITAL ONE FINANCIAL CORP	COF	1 21700	06/24/2013	03/16/2012	\$73.09	\$66.27	\$6.82	Long-Term	Covered
TOTAL LONG TERM COVERED					\$73.09	\$66.27	\$6.82		
VODAFONE GROUP SPON ADR REP 10 ORD USD0 VOD		1,075 00000	06/20/2013	05/04/2010	\$29,371.28	\$23,252.25	\$6,119.03	Long-Term	Non-Covered
LINN ENERGY LLC UNITREPSTG LTD LIABILITYCO LINE		200 00000	05/03/2013	10/06/2008	\$7,432.59	\$2,796.00	\$4,636.59	Long-Term	Non-Covered
LINN ENERGY LLC UNITREPSTG LTD LIABILITYCO LINE		300 00000	05/02/2013	10/06/2008	\$11,152.86	\$4,194.00	\$6,958.86	Long-Term	Non-Covered
LINN ENERGY LLC UNITREPSTG LTD LIABILITYCO LINE		500 00000	05/06/2013	05/07/2009	\$17,430.68	\$8,149.95	\$9,280.73	Long-Term	Non-Covered
LINN ENERGY LLC UNITREPSTG LTD LIABILITYCO LINE		500 00000	05/06/2013	10/06/2008	\$17,430.68	\$6,990.00	\$10,440.68	Long-Term	Non-Covered
LINN ENERGY LLC UNITREPSTG LTD LIABILITYCO LINE		1,000 00000	06/05/2013	05/12/2009	\$33,097.36	\$16,146.40	\$16,950.96	Long-Term	Non-Covered

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Security Description	Symbol	Quantity	Date of Sale	Date Acquired	Proceeds	Cost	Realized Gain/Loss	Holding Period	Covered/Non Covered
LINN ENERGY LLC UNITREPSTG LTD LIABILITYCO LINE		500 00000	06/05/2013	05/07/2009	\$16,548 68	\$8,149 95	\$8,398.73	Long-Term	Non-Covered
INTL BUSINESS MACH	IBM	252 00000	11/25/2013	03/26/2008	\$45,075 69	\$29,194 20	\$15,881.49	Long-Term	Non-Covered
INTL BUSINESS MACH	IBM	225 00000	06/24/2013	03/04/2008	\$43,318 49	\$25,452 00	\$17,866 49	Long-Term	Non-Covered
INTL BUSINESS MACH	IBM	275 00000	11/25/2013	03/04/2008	\$49,189.74	\$31,108.00	\$18,081 74	Long-Term	Non-Covered
INTL BUSINESS MACH	IBM	225.00000	04/23/2013	07/16/2007	\$42,750 77	\$24,763 50	\$17,987.27	Long-Term	Non-Covered
INTL BUSINESS MACH	IBM	275 00000	06/24/2013	07/16/2007	\$52,944 83	\$30,266 50	\$22,678 33	Long-Term	Non-Covered
ABBVIE INC COM USD0 01	ABBV	800 21074	04/10/2013	07/23/2009	\$30,626 75	\$18,333 33	\$12,293.42	Long-Term	Non-Covered
ABBVIE INC COM USD0 01	ABBV	199 96488	04/10/2013	04/07/2009	\$7,653 33	\$4,477 27	\$3,176.06	Long-Term	Non-Covered
ABBVIE INC COM USD0 01	ABBV	0 38636	10/04/2013	09/24/2009	\$17 82	\$9 33	\$8.49	Long-Term	Non-Covered
ABBVIE INC COM USD0 01	ABBV	199 61364	10/04/2013	07/23/2009	\$9,204 84	\$4,573 28	\$4,631.56	Long-Term	Non-Covered
ABBVIE INC COM USD0 01	ABBV	999 82438	04/10/2013	06/01/2009	\$38,266 63	\$23,354 02	\$14,912 61	Long-Term	Non-Covered
ENTERPRISE PRODUCTS PPTNS LP	EPD	293 00000	06/20/2013	03/03/2009	\$17,193 81	\$5,605 09	\$11,588 72	Long-Term	Non-Covered
BANK OF NOVA SCOTIA COM NPV ISIN #CA064149 BNS	BNS	500 00000	05/31/2013	09/24/2009	\$28,423 30	\$21,855 00	\$6,568 30	Long-Term	Non-Covered
BANK OF NOVA SCOTIA COM NPV ISIN #CA064149 BNS	BNS	500 00000	05/31/2013	01/12/2010	\$28,423 31	\$22,215 00	\$6,208.31	Long-Term	Non-Covered
BANK OF NOVA SCOTIA COM NPV ISIN #CA064149 BNS	BNS	500 00000	05/31/2013	09/30/2009	\$28,423 30	\$22,820 00	\$5,603 30	Long-Term	Non-Covered
C S X CORP	CSX	600 00000	02/26/2013	03/16/2011	\$13,221.33	\$15,010.00	-\$1,788 67	Long-Term	Non-Covered
C S X CORP	CSX	400 00000	02/26/2013	06/28/2011	\$8,814 22	\$10,248 00	-\$1,433 78	Long-Term	Non-Covered

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Security Description	Symbol	Quantity	Date of Sale	Date Acquired	Proceeds	Cost	Realized Gain/Loss	Holding Period	Covered/Non Covered
SANOFI SPONSORED ADR	SNY	300 00000	06/24/2013	10/21/2011	\$14,954.82	\$10,593.00	\$4,361.82	Long-Term	Non-Covered
TRANSCANADA CORPORATION COM NPV ISIN #C/ TRP	TRP	1,000.00000	06/20/2013	08/13/2009	\$45,163.73	\$28,843.00	\$16,320.73	Long-Term	Non-Covered
TRANSCANADA CORPORATION COM NPV ISIN #C/ TRP	TRP	200 00000	06/24/2013	08/17/2009	\$8,541.90	\$5,626.00	\$2,915.90	Long-Term	Non-Covered
TRANSCANADA CORPORATION COM NPV ISIN #C/ TRP	TRP	139 00000	06/20/2013	08/17/2009	\$6,277.76	\$3,910.07	\$2,367.69	Long-Term	Non-Covered
APPLE INC	AAPL	7 00000	06/24/2013	09/08/2010	\$2,798.80	\$1,833.16	\$965.64	Long-Term	Non-Covered
APPLE INC	AAPL	100 00000	06/24/2013	09/24/2009	\$39,982.87	\$35,061.00	\$4,921.87	Long-Term	Non-Covered
MICROSOFT CORP	MSFT	1,000 00000	11/18/2013	09/24/2009	\$32,423.64	\$25,809.90	\$6,613.74	Long-Term	Non-Covered
MICROSOFT CORP	MSFT	1,000.00000	11/18/2013	07/23/2009	\$32,423.65	\$25,328.50	\$7,095.15	Long-Term	Non-Covered
CAPITAL ONE FINANCIAL CORP	COF	200 00000	06/24/2013	03/15/2012	\$12,011.83	\$10,634.00	\$1,377.83	Long-Term	Non-Covered
CISCO SYS INC	CSCO	112 00000	12/05/2013	04/29/2011	\$2,359.56	\$1,947.68	\$411.88	Long-Term	Non-Covered
CISCO SYS INC	CSCO	1,000 00000	12/05/2013	03/16/2011	\$21,067.48	\$17,570.00	\$3,497.48	Long-Term	Non-Covered
TOTAL LONG TERM NON-COVERED					\$794,018.33	\$526,119.38	\$267,898.95		
CALL (IBM) INTL BUSINESS MACH JUL 20 13 \$210 (IBM13072		15 00000	07/15/2013	02/21/2013	\$4,480.18	\$274.71	\$4,205.47	Short-Term	Not Reported
CALL (DOLE) DOLE FOOD COMPANY JAN 18 14 \$11 DOLE140		35 00000	09/16/2013	06/20/2013	\$1,504.59	\$2,625.27	-\$1,120.68	Short-Term	Not Reported
CALL (GILD) GILEAD SCIENCES JAN 18 14 \$70 (100 GILD1401		5 00000	10/22/2013	08/02/2013	\$1,118.41	\$1,446.86	-\$328.45	Short-Term	Not Reported
CALL (GILD) GILEAD SCIENCES JAN 18 14 \$70 (100 GILD1401		10 00000	10/29/2013	08/02/2013	\$2,236.82	\$3,065.77	-\$828.95	Short-Term	Not Reported
CALL (MCK) MCKESSON CORP AUG 17 13 \$110 (10 MCK1308		10 00000	04/25/2013	02/26/2013	\$2,146.81	\$2,615.79	-\$468.98	Short-Term	Not Reported

THE RIDGEFIELD FOUNDATION, 13-6093563

2013

Fidelity Account : 656-169694

PART IV - LINE 1E - CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Security Description	Symbol	Quantity	Date of Sale	Date Acquired	Proceeds	Cost	Realized Gain/Loss	Holding Period	Covered/Non Covered
CALL (MCK) MCKESSON CORP AUG 17 13 \$110 (10 MCK1308		3.00000	05/03/2013	02/26/2013	\$644.04	\$1,084.30	-\$440.26	Short-Term	Not Reported
CALL (MCK) MCKESSON CORP AUG 17 13 \$110 (10 MCK1308		2.00000	05/08/2013	02/26/2013	\$429.36	\$1,497.52	-\$1,068.16	Short-Term	Not Reported
CALL (GCI) GANNETT CO INC JAN 18 14 \$27 (100 SIGC14011		10.00000	10/29/2013	06/20/2013	\$1,824.17	\$1,850.77	-\$26.60	Short-Term	Not Reported
CALL (CY) CYPRESS SEMICONDUCTRJAN 18 14 \$1 CY14011I		40.00000	10/04/2013	07/23/2013	\$4,200.62	\$439.17	\$3,761.45	Short-Term	Not Reported
CALL (IBM) INTL BUSINESS MACH JUL 20 13 \$200 (IBM1307Z		10.00000	07/19/2013	04/23/2013	\$2,434.15	\$0.00	\$2,434.15	Short-Term	Not Reported
CALL (PETM) PETSMART INC OCT 19 13 \$70 (100 S PETM131		10.00000	05/08/2013	04/25/2013	\$2,637.13	\$3,794.79	-\$1,157.66	Short-Term	Not Reported
CALL (PETM) PETSMART INC OCT 19 13 \$70 (100 S PETM131		6.00000	05/20/2013	04/25/2013	\$1,582.28	\$2,358.65	-\$776.37	Short-Term	Not Reported
CALL (IBM) INTL BUSINESS MACH OCT 19 13 \$190 (IBM13101		15.00000	10/18/2013	07/15/2013	\$14,890.03	\$0.00	\$14,890.03	Short-Term	Not Reported
CALL (IBM) INTL BUSINESS MACH OCT 19 13 \$190 (IBM13101		10.00000	10/18/2013	08/12/2013	\$5,354.11	\$0.00	\$5,354.11	Short-Term	Not Reported
CALL (LINE) LINN ENERGY LLC UNIT OCT 19 13 \$35 LINE1310		10.00000	05/06/2013	02/21/2013	\$2,203.51	\$1,915.79	\$287.72	Short-Term	Not Reported
CALL (GILD) GILEAD SCIENCES AUG 17 13 \$47.5 (1 GILD130E		3.00000	05/08/2013	02/26/2013	\$349.25	\$1,972.30	-\$1,623.05	Short-Term	Not Reported
CALL (GILD) GILEAD SCIENCES AUG 17 13 \$47.5 (1 GILD130E		2.00000	05/20/2013	02/26/2013	\$232.84	\$1,913.52	-\$1,680.68	Short-Term	Not Reported
CALL (GILD) GILEAD SCIENCES AUG 17 13 \$47.5 (1 GILD130E		5.00000	05/03/2013	02/26/2013	\$582.09	\$4,586.87	-\$4,004.78	Short-Term	Not Reported
CALL (ABT) ABBOTT LABORATORIES FEB 22 14 \$3 ABBT1402I		10.00000	09/26/2013	09/11/2013	\$984.22	\$665.76	\$298.46	Short-Term	Not Reported
CALL (ABBV) ABBVIE INC COM JAN 18 14 \$50 (100 ABBV140		10.00000	10/29/2013	05/31/2013	\$1,252.18	\$1,815.77	-\$563.59	Short-Term	Not Reported
CALL (MET) METLIFE INC JAN 18 14 \$55 (100 SHS) MET1401		23.00000	11/18/2013	05/31/2013	\$1,828.93	\$1,750.92	\$78.01	Short-Term	Not Reported
CALL (SNY) SANOFI SPONSORED DEC 21 13 \$55 (1SNY1312		12.00000	11/25/2013	06/20/2013	\$2,192.19	\$329.33	\$1,862.86	Short-Term	Not Reported

THE RIDGEFIELD FOUNDATION, 13-6093563
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Fidelity Account : 656-169694

PART IV - LINE 1E - CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Security Description	Symbol	Quantity	Date of Sale	Date Acquired	Proceeds	Cost	Realized Gain/Loss	Holding Period	Covered/Non Covered
CALL (SNY) SANOFI SPONSORED DEC 21 13 \$55 (1SNY1312		3 00000	06/24/2013	06/20/2013	\$548.05	\$520.30	\$27 75	Short-Term	Not Reported
CALL (PEP) PEPSICO INC OCT 19 13 \$77 5 (100 SH: PEP1310		5 00000	07/15/2013	02/26/2013	\$737 09	\$3,861.87	-\$3,124 78	Short-Term	Not Reported
CALL (PEP) PEPSICO INC OCT 19 13 \$77 5 (100 SH: PEP1310		2 00000	08/01/2013	02/26/2013	\$294 83	\$1,429 52	-\$1,134 69	Short-Term	Not Reported
CALL (PEP) PEPSICO INC OCT 19 13 \$77.5 (100 SH: PEP1310		3 00000	09/16/2013	02/26/2013	\$442 25	\$1,237 29	-\$795 04	Short-Term	Not Reported
CALL (PETM) PETSMART INC JAN 18 14 \$75 (100 SI PETM140		10.00000	10/15/2013	06/20/2013	\$1,754 17	\$2,295 76	-\$541.59	Short-Term	Not Reported
CALL (CVX) CHEVRON CORP NEW SEP 21 13 \$120 CVX1309:		10 00000	05/03/2013	02/26/2013	\$2,916 79	\$5,715 79	-\$2,799 00	Short-Term	Not Reported
CALL (CVX) CHEVRON CORP NEW SEP 21 13 \$120 CVX1309.		5 00000	07/15/2013	02/26/2013	\$1,458 40	\$2,976 87	-\$1,518 47	Short-Term	Not Reported
CALL (TPC) TUTOR PERINI CORP OCT 19 13 \$17 5 . TPC1310		30 00000	09/16/2013	05/07/2013	\$6,868 38	\$5,681 27	\$1,187.11	Short-Term	Not Reported
CALL (CB) CHUBB CORP JAN 18 14 \$95 (100 SHS) CB14011:		10 00000	09/16/2013	05/31/2013	\$1,668.16	\$795 76	\$872 40	Short-Term	Not Reported
CALL (CB) CHUBB CORP JAN 18 14 \$95 (100 SHS) CB14011:		10 00000	10/22/2013	05/31/2013	\$1,668 16	\$1,975 77	-\$307.61	Short-Term	Not Reported
CALL (GLF) GULFMARK OFFSHORE JAN 18 14 \$50 GLF1401:		13 00000	11/18/2013	07/25/2013	\$1,476 83	\$3,008 11	-\$1,531.28	Short-Term	Not Reported
CALL (SNI) SCRIPPS NETWORKS SEP 21 13 \$65 (1(SNI13092		5 00000	04/11/2013	02/25/2013	\$1,692.07	\$3,186 87	-\$1,494 80	Short-Term	Not Reported
CALL (SNI) SCRIPPS NETWORKS SEP 21 13 \$65 (1(SNI13092		5 00000	07/15/2013	02/25/2013	\$1,692 06	\$4,611 87	-\$2,919.81	Short-Term	Not Reported
TOTAL SHORT TERM CALLS					\$78,325.15	\$73,320.91	\$5,004.24		

Summary - Fidelity Account 656-169694

Short-term Gain/Loss	\$352,814 63	\$436,158 55	-\$83,343 92
Long-term Gain/Loss	\$794,091 42	\$526,185 65	\$267,905 77
Sub-total	\$1,146,906.05	\$962,344.20	\$184,561.85
Short-term calls	\$78,325 15	\$73,320 91	\$5,004 24

THE RIDGEFIELD FOUNDATION, 13-6093563

2013

Fidelity Account : 656-169694

PART IV - LINE 1E - CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Security Description	Symbol	Quantity	Date of Sale	Date Acquired	Proceeds	Cost	Realized Gain/Loss	Holding Period	Covered/Non Covered
Total									
					\$1,225,231.20	\$1,035,665.11	\$189,566.09		

Application for Extension of Time To File an Exempt Organization Return

Department of the Treasury
Internal Revenue Service

▶ File a separate application for each return.
▶ Information about Form 8868 and its instructions is at www.irs.gov/form8868.

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

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

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

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

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete

Part I only

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

Type or print	Name of exempt organization or other filer, see instructions. THE RIDGEFIELD FOUNDATION	Enter filer's identifying number Employer identification number (EIN) or 13-6093563
File by the due date for filing your return See instructions	Number, street, and room or suite no. If a P.O. box, see instructions. 570 LEXINGTON AVENUE, 33RD FLOOR	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. NEW YORK, NY 10022	

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

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

ARTHUR S. HOFFMAN

- The books are in the care of ▶ **570 LEXINGTON AVENUE, 33RD FLOOR - NEW YORK, NY 10022**

Telephone No. ▶ **212-750-9330** Fax No. ▶ _____

- If the organization does not have an office or place of business in the United States, check this box

- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____. If this is for the whole group, check this box . If it is for part of the group, check this box and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **AUGUST 15, 2014**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
▶ calendar year **2013** or
▶ tax year beginning _____, and ending _____.

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

3a If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	155,194.
b If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	70,194.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions.	3c	\$	85,000.

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