Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ Do not enter Social Security numbers on this form as it may be made public

▶ Information about Form 990-PF and its separate instructions is at *www.irs.gov/form990pf.*

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning , 2013, and ending , 20

Name of foundation: THE EDGERLEY FAMILY FOUNDATION

A Employer identification number: 20-1867709

Number and street (or P O box number if mail is not delivered to street address): PO BOX 590098

Room/suite

B Telephone number (see instructions): (617) 516-2222

City or town, state or province, country, and ZIP or foreign postal code: NEWTON CENTER, MA 02459

C If exemption application is pending, check here ▶ ☐

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

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

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

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

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶ $ 57,411,601.

J Accounting method [X] Cash ☐ Accrual ☐ Other (specify) ________ *(Part I, column (d) must be on cash basis)*

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

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants etc , received (attach schedule)	20,283,859.	ATCH 1		
	2 Check ▶ ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	154,894.	154,894.		ATCH 2
	4 Dividends and interest from securities	513,418.	513,418.		ATCH 3
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	20,477,838.			
	b Gross sales price for all assets on line 6a 58,950,433.				
	7 Capital gain net income (from Part IV, line 2)		20,477,838.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule) ATCH 4	-26,617.			
	12 **Total.** Add lines 1 through 11	41,403,392.	21,146,150.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule) *	127,715.	127,715.		
	17 Interest ATCH 6	14,270.	14,270.		
	18 Taxes (attach schedule) (see instructions) ATCH 7	248,117.	15,117.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) ATCH 8	47,336.	47,336.		
	24 **Total operating and administrative expenses.** Add lines 13 through 23	437,438.	204,438.		
	25 Contributions, gifts, grants paid	14,378,933.			14,378,933.
	26 **Total expenses and disbursements** Add lines 24 and 25	14,816,371.	204,438.		14,378,933.
	27 Subtract line 26 from line 12				
	a **Excess of revenue over expenses and disbursements**	26,587,021.			
	b **Net investment income** (if negative, enter -0-)		20,941,712.		
	c **Adjusted net income** (if negative, enter -0-)				

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Part II Balance Sheets — Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	30,277,212.	3,423,168.	3,424,104.
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments - U S and state government obligations (attach schedule)			
	b Investments - corporate stock (attach schedule)	10,077,369.	31,849,219.	36,604,006.
	c Investments - corporate bonds (attach schedule)	1,136,834.	17,533,081.	17,383,491.
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	12 Investments - mortgage loans			
	13 Investments - other (attach schedule)			
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	41,491,415.	52,805,468.	57,411,601.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☒			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings accumulated income, endowment, or other funds	41,491,415.	52,805,468.	
	30 **Total net assets or fund balances** (see instructions)	41,491,415.	52,805,468.	
	31 **Total liabilities and net assets/fund balances** (see instructions)	41,491,415.	52,805,468.	

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	41,491,415.
2	Enter amount from Part I, line 27a	2	26,587,021.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	68,078,436.
5	Decreases not included in line 2 (itemize) ▶ ATCH 9	5	15,272,968.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	52,805,468.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	SEE PART IV SCHEDULE			
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e				

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

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

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	20,477,838.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	0

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2012	9,021,787.	17,717,967.	0.509189
2011	7,545,849.	14,739,803.	0.511937
2010	5,154,862.	12,559,175.	0.410446
2009	4,912,874.	14,262,513.	0.344461
2008	5,740,600.	20,336,538.	0.282280

2	Total of line 1, column (d)	2	2.058313
3	Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.411663
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	51,159,337.
5	Multiply line 4 by line 3	5	21,060,406.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	209,417.
7	Add lines 5 and 6	7	21,269,823.
8	Enter qualifying distributions from Part XII, line 4	8	14,378,933.

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

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

1a	Exempt operating foundations described in section 4940(d)(2) check here ▶ ☐ and enter "N/A" on line 1 . . . Date of ruling or determination letter ______________ (attach copy of letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	1	418,834.
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	
3	Add lines 1 and 2	3	418,834.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	0
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	418,834.
6	Credits/Payments		
a	2013 estimated tax payments and 2012 overpayment credited to 2013 . . . 6a 235,729.		
b	Exempt foreign organizations - tax withheld at source . . . 6b		
c	Tax paid with application for extension of time to file (Form 8868) . . . 6c 370,000.		
d	Backup withholding erroneously withheld . . . 6d		
7	Total credits and payments Add lines 6a through 6d	7	605,729.
8	Enter any **penalty** for underpayment of estimated tax. Check here [X] if Form 2220 is attached	8	3,682.
9	**Tax due** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	183,213.
11	Enter the amount of line 10 to be **Credited to 2014 estimated tax** ▶ 183,213. **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

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

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

		Line	Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
	Website address ▶ N/A			
14	The books are in care of ▶ PAUL EDGERLEY Telephone no ▶ 617-516-2222			
	Located at ▶ 119 HYSLOP ROAD BROOKLINE, MA ZIP+4 ▶ 02445			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐			
	and enter the amount of tax-exempt interest received or accrued during the year ▶ 15			
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes," enter the name of the foreign country ▶			

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

	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service if terminating within 90 days) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? ☐ Yes ☒ No			
	If "Yes," list the years ▶			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions)	2b		X
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2013 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b		X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required *(continued)*

5a During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc, organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No

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

b If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? **5b**

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☒ No

If "Yes," attach the statement required by Regulations section 53 4945-5(d)

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** No: X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **7b**

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATCH 11		0	0	0

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

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

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

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over $50,000 for professional services ▶		

Part IX-A Summary of Direct Charitable Activities

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

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc, purposes		
a	Average monthly fair market value of securities	1a	24,272,119.
b	Average of monthly cash balances	1b	10,278,562.
c	Fair market value of all other assets (see instructions)	1c	17,387,732.
d	**Total** (add lines 1a, b, and c)	1d	51,938,413.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) **1e**		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	51,938,413.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	779,076.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	51,159,337.
6	**Minimum investment return.** Enter 5% of line 5	6	2,557,967.

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	2,557,967.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	418,834.		
b	Income tax for 2013 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	418,834.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	2,139,133.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	2,139,133.
6	Deduction from distributable amount (see instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	2,139,133.

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	14,378,933.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	14,378,933.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	0
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	14,378,933.

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				2,139,133.
2	Undistributed income, if any, as of the end of 2013				
a	Enter amount for 2012 only				
b	Total for prior years 20 11 ,20 10 ,20 09				
3	Excess distributions carryover, if any, to 2013				
a	From 2008 4,746,123.				
b	From 2009 4,201,914.				
c	From 2010 4,547,255.				
d	From 2011 7,036,731.				
e	From 2012 8,309,143.				
f	**Total** of lines 3a through e	28,841,166.			
4	Qualifying distributions for 2013 from Part XII, line 4 ▶ $ 14,378,933.				
a	Applied to 2012, but not more than line 2a				
b	Applied to undistributed income of prior years (Election required - see instructions)				
c	Treated as distributions out of corpus (Election required - see instructions)				
d	Applied to 2013 distributable amount				2,139,133.
e	Remaining amount distributed out of corpus	12,239,800.			
5	Excess distributions carryover applied to 2013 *(If an amount appears in column (d), the same amount must be shown in column (a).)*				
6	**Enter the net total of each column as indicated below:**				
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5	41,080,966.			
b	Prior years' undistributed income Subtract line 4b from line 2b				
c	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d	Subtract line 6c from line 6b Taxable amount - see instructions				
e	Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount - see instructions				
f	Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8	Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)	4,746,123.			
9	**Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a	36,334,843.			
10	Analysis of line 9				
a	Excess from 2009 4,201,914.				
b	Excess from 2010 4,547,255.				
c	Excess from 2011 7,036,731.				
d	Excess from 2012 8,309,143.				
e	Excess from 2013 12,239,800.				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) NOT APPLICABLE

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			
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	(e) Total
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))

N/A

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

N/A

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

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

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
ATCH 12				
Total . . . . ▶ **3a**				14,378,933.
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	154,894.	
4 Dividends and interest from securities			14	513,418.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income			18	-26,617.	
8 Gain or (loss) from sales of assets other than inventory			18	20,477,838.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				21,119,533.	

13 Total Add line 12, columns (b), (d), and (e) . . . 13 21,119,533.

(See worksheet in line 13 instructions to verify calculations)

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

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

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

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

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

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

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

b If "Yes," complete the following schedule

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

Sign Here

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

X Sandra M Edgerley 11/6/14 TRUSTEE

Signature of officer or trustee Date Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
JAMES M MEDEIROS	James M Medeiros	11/04/2014		P00237396

Firm's name ▶ PRICEWATERHOUSECOOPERS LLP Firm's EIN ▶ 13-4008324

Firm's address ▶ 125 HIGH STREET BOSTON, MA 02110 Phone no 617-530-7353

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ **Attach to Form 990, Form 990-EZ, or Form 990-PF.**
▶ **Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at** *www irs gov/form990*

OMB No 1545-0047

2013

Name of the organization
THE EDGERLEY FAMILY FOUNDATION

Employer identification number
20-1867709

Organization type (check one)

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions

General Rule

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, $5,000 or more (in money or property) from any one contributor Complete Parts I and II

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals Complete Parts I, II, and III

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc , purposes, but these contributions did not total to more than $1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc , contributions of $5,000 or more during the year . . . . ▶ $ _______________

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization THE EDGERLEY FAMILY FOUNDATION

Employer identification number 20-1867709

Part I **Contributors** (see instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	PAUL AND SANDRA EDGERLEY 119 HYSLOP ROAD BROOKLINE, MA 02445	$ 4,595,725.	Person [X] Payroll [ ] Noncash [X] (Complete Part II for noncash contributions)
2	PAUL AND SANDRA EDGERLEY 119 HYSLOP ROAD BROOKLINE, MA 02445	$ 1,967,802.	Person [X] Payroll [ ] Noncash [X] (Complete Part II for noncash contributions)
3	PAUL AND SANDRA EDGERLEY 119 HYSLOP ROAD BROOKLINE, MA 02445	$ 1,541,291.	Person [X] Payroll [ ] Noncash [X] (Complete Part II for noncash contributions)
4	PAUL AND SANDRA EDGERLEY 119 HYSLOP ROAD BROOKLINE, MA 02445	$ 1,335,338.	Person [X] Payroll [ ] Noncash [X] (Complete Part II for noncash contributions)
5	PAUL AND SANDRA EDGERLEY 119 HYSLOP ROAD BROOKLINE, MA 02445	$ 4,141,351.	Person [X] Payroll [ ] Noncash [X] (Complete Part II for noncash contributions)
6	PAUL AND SANDRA EDGERLEY 119 HYSLOP ROAD BROOKLINE, MA 02445	$ 738,559.	Person [X] Payroll [ ] Noncash [X] (Complete Part II for noncash contributions)

Name of organization THE EDGERLEY FAMILY FOUNDATION

Employer identification number 20-1867709

Part I **Contributors** (see instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
7	PAUL AND SANDRA EDGERLEY 119 HYSLOP ROAD BROOKLINE, MA 02445	$ 5,963,793.	Person [X] Payroll [ ] Noncash [X] (Complete Part II for noncash contributions)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)

Name of organization THE EDGERLEY FAMILY FOUNDATION

Employer identification number 20-1867709

Part II **Noncash Property** (see instructions) Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	134,693 SHARES SENSATA	$ 4,595,725.	02/12/2013
2	146,305 SHARES WARNER CHILCOTT	$ 1,967,802.	03/05/2013
3	21,349 SHARES FLEETCOR	$ 1,541,291.	03/06/2013
4	16,244 SHARES FLEETCOR	$ 1,335,338.	05/09/2013
5	112,552 SHARES SENSATA	$ 4,141,351.	05/21/2013
6	21,945 SHARES BRIGHT HORIZON	$ 738,559.	06/12/2013

Name of organization THE EDGERLEY FAMILY FOUNDATION

Employer identification number 20-1867709

Part II **Noncash Property** (see instructions) Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
7	153,706 SHARES SENSATA	$ 5,963,793.	12/02/2013
		$	
		$	
		$	
		$	
		$	

Name of organization THE EDGERLEY FAMILY FOUNDATION

Employer identification number 20-1867709

Part III ***Exclusively*** **religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than $1,000 for the year.** Complete columns **(a)** through **(e) and** the following line entry

For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc , contributions of **$1,000 or less** for the year (Enter this information once See instructions) ▶ $

Use duplicate copies of Part III if additional space is needed

(a) No from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

SCHEDULE D (Form 1041)

Department of the Treasury Internal Revenue Service

Capital Gains and Losses

▶ Attach to Form 1041, Form 5227, or Form 990-T

▶ Use Form 8949 to list your transactions for lines 1b, 2, 3, 8b, 9 and 10

▶ Information about Schedule D and its separate instructions is at *www.irs.gov/form1041*.

OMB No 1545-0092

2013

Name of estate or trust: THE EDGERLEY FAMILY FOUNDATION

Employer identification number: 20-1867709

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

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

See instructions for how to figure the amounts to enter on the lines below. This form may be easier to complete if you round off cents to whole dollars	(d) Proceeds (sales price)	(e) Cost (or other basis)	(g) Adjustments to gain or loss from Form(s) 8949, Part I, line 2, column (g)	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
1a Totals for all short-term transactions reported on Form 1099-B for which basis was reported to the IRS and for which you have no adjustments (see instructions) However, if you choose to report all these transactions on Form 8949, leave this line blank and go to line 1b				
1b Totals for all transactions reported on Form(s) 8949 with **Box A** checked	22,775,660.	22,539,779.	22,799.	258,680.
2 Totals for all transactions reported on Form(s) 8949 with **Box B** checked	3,838,492.	3,907,539.	-3,595.	-72,642.
3 Totals for all transactions reported on Form(s) 8949 with **Box C** checked	53.	53.		

4 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	4	
5 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	5	19,752.
6 Short-term capital loss carryover Enter the amount, if any, from line 9 of the 2012 Capital Loss Carryover Worksheet	6	( )
7 **Net short-term capital gain or (loss).** Combine lines 1a through 6 in column (h) Enter here and on line 17, column (3) on the back ▶	7	205,790.

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

See instructions for how to figure the amounts to enter on the lines below. This form may be easier to complete if you round off cents to whole dollars	(d) Proceeds (sales price)	(e) Cost (or other basis)	(g) Adjustments to gain or loss from Form(s) 8949, Part II, line 2, column (g)	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
8a Totals for all long-term transactions reported on Form 1099-B for which basis was reported to the IRS and for which you have no adjustments (see instructions) However, if you choose to report all these transactions on Form 8949, leave this line blank and go to line 8b				
8b Totals for all transactions reported on Form(s) 8949 with **Box D** checked	941,233.	818,945.	13,963.	136,251.
9 Totals for all transactions reported on Form(s) 8949 with **Box E** checked	26,814,089.	10,296,664.	-5,790.	16,511,635.
10 Totals for all transactions reported on Form(s) 8949 with **Box F** checked	4,471,808.	936,992.		3,534,816.

11 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	11	
12 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	12	59,794.
13 Capital gain distributions	13	29,552.
14 Gain from Form 4797, Part I	14	
15 Long-term capital loss carryover Enter the amount, if any, from line 14 of the 2012 Capital Loss Carryover Worksheet	15	( )
16 **Net long-term capital gain or (loss).** Combine lines 8a through 15 in column (h) Enter here and on line 18a, column (3) on the back ▶	16	20,272,048.

Part III Summary of Parts I and II

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

			(1) Beneficiaries' (see instr)	(2) Estate's or trust's	(3) Total
17	**Net short-term gain or (loss)**	17			205,790.
18	**Net long-term gain or (loss):**				
a	Total for year	18a			20,272,048.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht)	18b			
c	28% rate gain	18c			
19	**Total net gain or (loss).** Combine lines 17 and 18a ▶	19			20,477,838.

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

Part IV Capital Loss Limitation

20 Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the **smaller** of
a The loss on line 19, column (3) or b $3,000 . . . 20 ( )

Note: *If the loss on line 19, column (3), is more than $3,000, **or** if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** in the instructions to figure your capital loss carryover*

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part **only** if both lines 18a and 19 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), **and** Form 1041, line 22, is more than zero

Caution: *Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if*

- *Either line 18b, col (2) or line 18c, col (2) is more than zero, or*
- *Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero*

Form 990-T trusts. Complete this part **only** if both lines 18a and 19 are gains, or qualified dividends are included in income in Part I of Form 990-T, **and** Form 990-T, line 34, is more than zero Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if either line 18b, col (2) or line 18c, col (2) is more than zero

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

Form **8868**
(Rev January 2014)
Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

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

OMB No 1545-1709

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

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

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

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

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

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

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return See instructions	Name of exempt organization or other filer, see instructions THE EDGERLEY FAMILY FOUNDATION	Employer identification number (EIN) or 20-1867709
	Number, street, and room or suite no If a P O box, see instructions PO BOX 590098	Social security number (SSN)
	City, town or post office, state, and ZIP code For a foreign address, see instructions NEWTON CENTER, MA 02459	

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

- The books are in the care of ▶ PAUL EDGERLEY

Telephone No ▶ 617 516-2222 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 08/15, 20 14, to file the exempt organization return for the organization named above The extension is for the organization's return for

▶ [X] calendar year 20 13 or

▶ [ ] tax year beginning ______, 20 __, and ending ______, 20 __

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 Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions	**3a**	$ 605,729.
b	If this application is for Form 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**	$ 235,729.
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**	$ 370,000.

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

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

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** (on page 1)

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed)

Enter filer's identifying number, see instructions

Type or print	Name of exempt organization or other filer, see instructions THE EDGERLEY FAMILY FOUNDATION	Employer identification number (EIN) or 20-1867709
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 PO BOX 590098	Social security number (SSN)
	City, town or post office, state, and ZIP code For a foreign address, see instructions NEWTON CENTER, MA 02459	

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

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01		
Form 990-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

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in the care of ▶ PAUL EDGERLEY, 119 HYSLOP ROAD BROOKLINE, MA 02445
  Telephone No ▶ 617 516-2222 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

4 I request an additional 3-month extension of time until 11/15 , 20 14

5 For calendar year 2013 , or other tax year beginning ________ , 20 ____ , and ending ________ , 20 ____

6 If the tax year entered in line 5 is for less than 12 months, check reason [ ] Initial return [ ] Final return [ ] Change in accounting period

7 State in detail why you need the extension ADDITIONAL TIME IS NEEDED TO GATHER INFORMATION NECESSARY TO FILE A COMPLETE AND ACCURATE RETURN.

8a	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	8a	$ 605,729.
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 and any amount paid previously with Form 8868	8b	$ 605,729.
c	**Balance Due.** Subtract line 8b from line 8a Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	8c	$ 0

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form

Signature ▶ James M Medeiros Title ▶ Date ▶ 08/07/2014

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Form **8949**

Department of the Treasury
Internal Revenue Service

Sales and Other Dispositions of Capital Assets

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

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

OMB No 1545-0074

2013

Attachment Sequence No **12A**

Name(s) shown on return	Social security number or taxpayer identification number
THE EDGERLEY FAMILY FOUNDATION	20-1867709

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

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

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

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

[X] **(A)** Short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)

[ ] **(B)** Short-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS

[ ] **(C)** Short-term transactions not reported to you on Form 1099-B

1 (a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo, day, yr)	(c) Date sold or disposed (Mo, day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the **Note** below and see *Column (e)* in the separate instructions	Adjustment, if any, to gain or loss If you enter an amount in column (g), enter a code in column (f) See the separate instructions (f) Code(s) from instructions	(g) Amount of adjustment	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
GS ACCT #43351-4	VARIOUS	VARIOUS	16452626.	16447189.	W	9,983.	15,420.
GS ACCT #44901-5	VARIOUS	VARIOUS	596,287.	579,206.	W	1,298.	18,379.
GS ACCT #44907-2	VARIOUS	VARIOUS	529,632.	475,188.	W	1,317.	55,761.
GS ACCT #70476-5	VARIOUS	VARIOUS	950,070.	825,185.	W	7,943.	132,828.
GS ACCT #70477-3	VARIOUS	VARIOUS	406,003.	418,348.	W	1,636.	-10,709.
GS ACCT #72941-6	VARIOUS	VARIOUS	1,548,330.	1,562,267.			-13,937.
GS ACCT #72942-4	VARIOUS	VARIOUS	120,778.	118,106.			2,672.
GS ACCT #72943-2	VARIOUS	VARIOUS	679,552.	687,936.			-8,384.
GS ACCT #72944-0	VARIOUS	VARIOUS	1,492,382.	1,426,354.	W	622.	66,650.
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts) Enter each total here and include on your Schedule D, **line 1b** (if **Box A** above is checked), **line 2** (if **Box B** above is checked), or **line 3** (if **Box C** above is checked) ▶			22775660.	22539779.		22,799.	258,680.

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

Form **8949**

Department of the Treasury
Internal Revenue Service

Sales and Other Dispositions of Capital Assets

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

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

OMB No 1545-0074

2013

Attachment Sequence No **12A**

Name(s) shown on return	Social security number or taxpayer identification number
THE EDGERLEY FAMILY FOUNDATION	20-1867709

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

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

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

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

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

☒ **(B)** Short-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS

☐ **(C)** Short-term transactions not reported to you on Form 1099-B

1 (a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo, day, yr)	(c) Date sold or disposed (Mo, day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the **Note** below and see *Column (e)* in the separate instructions	Adjustment, if any, to gain or loss If you enter an amount in column (g), enter a code in column (f) See the separate instructions (f) Code(s) from instructions	(g) Amount of adjustment	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
GS ACCT #43351-4	VARIOUS	VARIOUS	916,475.	979,213.			-62,738.
GS ACCT #73957-1	VARIOUS	VARIOUS	1,273,151.	1267825.	O	1,703.	7,029.
GS ACCT #70474-0	VARIOUS	09/06/2013	296,807.	298,908.	O	68.	-2,033.
GS ACCT #72687-5	VARIOUS	VARIOUS	1,351,282.	1361593.	O	-5,366.	-15,677.
GS ACCT #72944-0	VARIOUS	VARIOUS	777.				777.
2 Totals Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts) Enter each total here and include on your Schedule D, **line 1b** (if **Box A** above is checked), **line 2** (if **Box B** above is checked), or **line 3** (if **Box C** above is checked) ▶			3,838,492.	3907539.		-3,595.	-72,642.

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

Form **8949**

Department of the Treasury
Internal Revenue Service

Sales and Other Dispositions of Capital Assets

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

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

OMB No 1545-0074

2013

Attachment Sequence No **12A**

Name(s) shown on return	Social security number or taxpayer identification number
THE EDGERLEY FAMILY FOUNDATION	20-1867709

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

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

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

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

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

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

☒ **(C)** Short-term transactions not reported to you on Form 1099-B

1 (a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo , day, yr)	(c) Date sold or disposed (Mo , day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the **Note** below and see *Column (e)* in the separate instructions	Adjustment, if any, to gain or loss If you enter an amount in column (g), enter a code in column (f) **See the separate instructions** (f) Code(s) from instructions	(g) Amount of adjustment	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
GS ACCT #70477-3	02/17/2013	07/10/2013	53.	53.			
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts) Enter each total here and include on your Schedule D, **line 1b** (if **Box A** above is checked), **line 2** (if **Box B** above is checked), or **line 3** (if **Box C** above is checked) ▶			53.	53.			

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

Name(s) shown on return (Name and SSN or taxpayer identification no not required if shown on other side)	Social security number or taxpayer identification number
THE EDGERLEY FAMILY FOUNDATION	20-1867709

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

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

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

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

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

1 (a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo, day yr)	(c) Date sold or disposed (Mo, day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the **Note** below and see *Column (e)* in the separate instructions	Adjustment, if any, to gain or loss If you enter an amount in column (g), enter a code in column (f) **See the separate instructions** (f) Code(s) from instructions	(g) Amount of adjustment	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
GS ACCT #44901-5	VARIOUS	VARIOUS	683,998.	633,468.	W	12,814.	63,344.
GS ACCT #44907-2	VARIOUS	VARIOUS	257,235.	185,477.	W	1,149.	72,907.
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts) Enter each total here and include on your Schedule D, **line 8b** (if **Box D** above is checked), **line 9** (if **Box E** above is checked), or **line 10** (if **Box F** above is checked) ▶			941,233.	818,945.		13,963.	136,251.

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

Name(s) shown on return (Name and SSN or taxpayer identification no not required if shown on other side)	Social security number or taxpayer identification number
THE EDGERLEY FAMILY FOUNDATION	20-1867709

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

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

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

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

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

1 (a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo day, yr)	(c) Date sold or disposed (Mo, day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the Note below and see *Column (e)* in the separate instructions	Adjustment, if any, to gain or loss If you enter an amount in column (g), *enter a code in column (f)* See the separate instructions (f) Code(s) from instructions	(g) Amount of adjustment	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
GS ACCT #43350-6	VARIOUS	VARIOUS	6,773,786.	1261892.			5,511,894.
GS ACCT #43351-4	VARIOUS	VARIOUS	5,084,384.	4212077.			872,307.
GS ACCT #44901-5	VARIOUS	VARIOUS	122,054.	78,151.			43,903.
GS ACCT #44907-2	VARIOUS	VARIOUS	18,257.	12,589.			5,668.
GS ACCT #73957-1	VARIOUS	VARIOUS	657,978.	691,302.	O	-5,790.	-39,114.
GS ACCT #71494-7	VARIOUS	VARIOUS	385,664.	347,000.			38,664.
GS ACCT #72941-6	VARIOUS	VARIOUS	176,466.	133,420.			43,046.
GS ACCT #72942-4	VARIOUS	VARIOUS	600,733.	452,353.			148,380.
GS ACCT #72944-0	VARIOUS	VARIOUS	868,645.	921,418.			-52,773.
21,349 SHS FLEETCOR	VARIOUS	03/12/2013	1,504,795.	111,015.			1,393,780.
112,552 SHS SENSATA	VARIOUS	05/28/2013	4,046,244.	778,587.			3,267,657.
21,945 SHS BRIGHT HORIZONS	VARIOUS	06/18/2013	695,828.	224,466.			471,362.
153,706 SHS SENSATA	VARIOUS	12/06/2013	5,879,255.	1072394.			4,806,861.
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts) Enter each total here and include on your Schedule D, **line 8b** (if **Box D** above is checked), **line 9** (if **Box E** above is checked), or **line 10** (if **Box F** above is checked) ▶			26814089.	10296664.		-5,790.	16511635.

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

Name(s) shown on return (Name and SSN or taxpayer identification no not required if shown on other side)	Social security number or taxpayer identification number
THE EDGERLEY FAMILY FOUNDATION	20-1867709

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

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

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

1 (a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo , day, yr)	(c) Date sold or disposed (Mo , day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the **Note** below and see *Column (e)* in the separate instructions	Adjustment, if any, to gain or loss If you enter an amount in column (g), *enter a code in column (f)* See the separate instructions (f) Code(s) from instructions	(g) Amount of adjustment	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
134,693 SHS SENSATA	VARIOUS	02/19/2013	4,471,808.	936,992.			3,534,816.
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts) Enter each total here and include on your Schedule D, **line 8b** (if **Box D** above is checked), **line 9** (if **Box E** above is checked), or **line 10** (if **Box F** above is checked) ▶			4,471,808.	936,992.			3534816.

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

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL SHORT-TERM COMMON TRUST FUND AND PARTNERSHIP, S CORPORATION, AND OTHER ESTATES OR TRUST GAIN OR LOSS					19,752.	
		TOTAL LONG-TERM COMMON TRUST FUND AND PARTNERSHIP, S CORPORATION, AND OTHER ESTATES OR TRUST GAIN OR LOSS					59,794.	
		TOTAL CAPITAL GAIN DISTRIBUTIONS					29,552.	
		GS ACCT #43350-6					VARIOUS	VARIOUS
6,773,786.		1,261,892.					5,511,894.	
		GS ACCT #43351-4					VARIOUS	VARIOUS
16452626.		16447189.					15,420.	
		GS ACCT #43351-4					VARIOUS	VARIOUS
5,084,384.		4,212,077.					872,307.	
		GS ACCT #43351-4					VARIOUS	VARIOUS
916,475.		979,213.					-62,738.	
		GS ACCT #44901-5					VARIOUS	VARIOUS
596,287.		579,206.					18,379.	
		GS ACCT #44901-5					VARIOUS	VARIOUS
683,998.		633,468.					63,344.	
		GS ACCT #44901-5					VARIOUS	VARIOUS
122,054.		78,151.					43,903.	
		GS ACCT #44907-2					VARIOUS	VARIOUS
529,632.		475,188.					55,761.	
		GS ACCT #44907-2					VARIOUS	VARIOUS
257,235.		185,477.					72,907.	
		GS ACCT #44907-2					VARIOUS	VARIOUS
18,257.		12,589.					5,668.	
		GS ACCT #73957-1					VARIOUS	VARIOUS
1,273,151.		1,267,825.					7,029.	
		GS ACCT #73957-1					VARIOUS	VARIOUS
657,978.		691,302.					-39,114.	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		GS ACCT #70474-0					VARIOUS	09/06/2013
296,807.		298,908.					-2,033.	
		GS ACCT #70476-5					VARIOUS	VARIOUS
950,070.		825,185.					132,828.	
		GS ACCT #70477-3					VARIOUS	VARIOUS
406,003.		418,348.					-10,709.	
		GS ACCT #70477-3					02/17/2013	07/10/2013
53.		53.						
		GS ACCT #71494-7					VARIOUS	VARIOUS
385,664.		347,000.					38,664.	
		GS ACCT #72687-5					VARIOUS	VARIOUS
1,351,282.		1,361,593.					-15,677.	
		GS ACCT #72941-6					VARIOUS	VARIOUS
1,548,330.		1,562,267.					-13,937.	
		GS ACCT #72941-6					VARIOUS	VARIOUS
176,466.		133,420.					43,046.	
		GS ACCT #72942-4					VARIOUS	VARIOUS
120,778.		118,106.					2,672.	
		GS ACCT #72942-4					VARIOUS	VARIOUS
600,733.		452,353.					148,380.	
		GS ACCT #72943-2					VARIOUS	VARIOUS
679,552.		687,936.					-8,384.	
		GS ACCT #72944-0					VARIOUS	VARIOUS
1,492,382.		1,426,354.					66,650.	

THE EDGERLEY FAMILY FOUNDATION 20-1867709

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		GS ACCT #72944-0					VARIOUS	VARIOUS
777.							777.	
		GS ACCT #72944-0					VARIOUS	VARIOUS
868,645.		921,418.					-52,773.	
		134,693 SHS SENSATA					VARIOUS	02/19/2013
4,471,808.		936,992.					3,534,816.	
		21,349 SHS FLEETCOR					VARIOUS	03/12/2013
1,504,795.		111,015.					1,393,780.	
		112,552 SHS SENSATA					VARIOUS	05/28/2013
4,046,244.		778,587.					3,267,657.	
		21,945 SHS BRIGHT HORIZONS					VARIOUS	06/18/2013
695,828.		224,466.					471,362.	
		153,706 SHS SENSATA					VARIOUS	12/06/2013
5,879,255.		1,072,394.					4,806,861.	
TOTAL GAIN(LOSS)		....					20477838.	

FORM 990PF, PART I - CONTRIBUTIONS, GIFTS AND GRANTS RECEIVED

ATTACHMENT 1

NAME AND ADDRESS	DATE	DIRECT PUBLIC SUPPORT
PAUL AND SANDRA EDGERLEY 119 HYSLOP ROAD BROOKLINE, MA 02445	02/12/2013	4,595,725.
PAUL AND SANDRA EDGERLEY 119 HYSLOP ROAD BROOKLINE, MA 02445	03/05/2013	1,967,802.
PAUL AND SANDRA EDGERLEY 119 HYSLOP ROAD BROOKLINE, MA 02445	03/06/2013	1,541,291.
PAUL AND SANDRA EDGERLEY 119 HYSLOP ROAD BROOKLINE, MA 02445	05/09/2013	1,335,338.
PAUL AND SANDRA EDGERLEY 119 HYSLOP ROAD BROOKLINE, MA 02445	05/21/2013	4,141,351.
PAUL AND SANDRA EDGERLEY 119 HYSLOP ROAD BROOKLINE, MA 02445	06/12/2013	738,559.

FORM 990PF, PART I - CONTRIBUTIONS, GIFTS AND GRANTS RECEIVED

ATTACHMENT 1 (CONT'D)

NAME AND ADDRESS	DATE	DIRECT PUBLIC SUPPORT
PAUL AND SANDRA EDGERLEY 119 HYSLOP ROAD BROOKLINE, MA 02445	12/02/2013	5,963,793.
TOTAL CONTRIBUTION AMOUNTS		20,283,859.

ATTACHMENT 2

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
GOLDMAN SACHS 010-43350-6	10,187.	10,187.
GOLDMAN SACHS 010-43351-4	39,145.	39,145.
GOLDMAN SACHS 010-43351-4 (ACC'D INT)	-18,276.	-18,276.
GOLDMAN SACHS 010-44901-5	120.	120.
GOLDMAN SACHS 010-44907-2	83.	83.
GOLDMAN SACHS 010-70474-0	53,757.	53,757.
GOLDMAN SACHS 010-70474-0 (ACC'D INT)	-17,703.	-17,703.
GOLDMAN SACHS 010-70476-5	59.	59.
GOLDMAN SACHS 010-70477-3	61.	61.
GOLDMAN SACHS 010-71494-7	17.	17.
GOLDMAN SACHS 010-72687-5	11,578.	11,578.
GOLDMAN SACHS 010-72687-5 (ACC'D INT)	-2,077.	-2,077.
GOLDMAN SACHS 010-72941-6	8.	8.
GOLDMAN SACHS 010-72942-4	4.	4.
GOLDMAN SACHS 010-72943-2	7.	7.
GOLDMAN SACHS 010-72944-0	28.	28.
GOLDMAN SACHS 010-73957-1	107,719.	107,719.
GOLDMAN SACHS 010-73957-1 (ACC'D INT)	-29,823.	-29,823.
TOTAL	154,894.	154,894.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
GOLDMAN SACHS 010-43350-6	36,576.	36,576.
GOLDMAN SACHS 010-43351-4	327,425.	327,425.
GOLDMAN SACHS 010-44901-5	39,431.	39,431.
GOLDMAN SACHS 010-44907-2	24,529.	24,529.
GOLDMAN SACHS 010-70476-5	4,075.	4,075.
GOLDMAN SACHS 010-70477-3	22,863.	22,863.
GOLDMAN SACHS 010-72941-6	4,606.	4,606.
GOLDMAN SACHS 010-72942-4	3,989.	3,989.
GOLDMAN SACHS 010-72943-2	3,940.	3,940.
GOLDMAN SACHS 010-72944-0	10,837.	10,837.
HFS: BREVAN HOWARD MULTI-STRATEGY	7,054.	7,054.
HFS: BRIGADE LEVERAGED CAPITAL	24,676.	24,676.
HFS: CORSAIR CAPITAL PARTNERS FLAGSHIP	2,218.	2,218.
HFS: TUDOR DISCRETIONARY MACRO	748.	748.
HFS: WNTN DEDICATED INVESTOR	451.	451.
TOTAL	513,418.	513,418.

ATTACHMENT 4

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS
GOLDMAN SACHS 010-43351-4 - ORD. GAIN	2,324.
GOLDMAN SACHS 010-73957-1 - ORD. GAIN	-27,307.
HFS: BREVAN HOWARD MULTI STRATEGY	-9,255.
HFS: BRIDGADE LEVERAGED CAPITAL	-337.
HFS: CORSAIR CAPITAL PARTNERS FLAGSHIP	-40.
HFS: TUDOR DISCRETIONARY MACRO	10,186.
HFS: WNTN DEDICATED INVESTOR	-2,188.
TOTALS	-26,617.

ATTACHMENT 5

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
GOLDMAN SACHS MGT FEES	127,715.	127,715.
TOTALS	127,715.	127,715.

FORM 990PF, PART I - INTEREST EXPENSE

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
HFS: BREVAN HOWARD MULTI STRAT	2,362.	2,362.
HFS: BRIGADE LEVERAGED CAPITAL	10,958.	10,958.
HFS: CORSAIR CAPITAL PARTNERS	439.	439.
HFS: TUDOR DISCRETIONARY MACRO	477.	477.
HFS: WNTN DEDICATED INVESTOR	34.	34.
TOTALS	14,270.	14,270.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES PAID	14,117.	14,117.
MASS. FORM PC FILING FEE	1,000.	1,000.
FEDERAL EXTENSION PAYMENT	45,000.	
FEDERAL ESTIMATED TAX PAYMENT	188,000.	
TOTALS	248,117.	15,117.

ATTACHMENT 8

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
HFS: BREVAN HOWARD MULTI STRAT	12,881.	12,881.
HFS: BRIGADE LEVERAGED CAPITAL	10,917.	10,917.
HFS: CORSAIR CAPITAL PARTNERS	7,076.	7,076.
HFS: TUDOR DISCRETIONARY MACRO	7,598.	7,598.
HFS: WNTN DEDICATED INVESTOR	8,864.	8,864.
TOTALS	47,336.	47,336.

ATTACHMENT 9

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION	AMOUNT
UNREALIZED GAIN ON CONTRIBUTIONS REC'D	15,272,968.
TOTAL	15,272,968.

FORM 990PF, PART VII-A, LINE 10 - NEW SUBSTANTIAL CONTRIBUTORS

ATTACHMENT 10

NAME AND ADDRESS

PAUL AND SANDRA EDGERLEY
119 HYSLOP ROAD
BROOKLINE, MA 02445

PAUL AND SANDRA EDGERLEY
119 HYSLOP ROAD
BROOKLINE, MA 02445

PAUL AND SANDRA EDGERLEY
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119 HYSLOP ROAD
BROOKLINE, MA 02445

PAUL AND SANDRA EDGERLEY
119 HYSLOP ROAD
BROOKLINE, MA 02445

PAUL AND SANDRA EDGERLEY
119 HYSLOP ROAD
BROOKLINE, MA 02445

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

ATTACHMENT 11

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION
PAUL EDGERLEY 119 HYSLOP ROAD BROOKLINE, MA 02445	TRUSTEE
SANDRA EDGERLEY 119 HYSLOP ROAD BROOKLINE, MA 02445	TRUSTEE

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

ATTACHMENT 12

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
DELTA UPSILON INTERNATIONAL 8705 FOUNDERS ROAD INDIANAPOLIS, IN 46268	PC	CHARITABLE	62,500
UNITED WAY OF MASSACHUSETTS BAY & MERRIMACK VALLEY 51 SLEEPER STREET BOSTON, MA 02210	PC	CHARITABLE	234,000.
PERKINS SCHOOL FOR THE BLIND 175 NORTH BEACON STREET WATERTOWN, MA 02472	PC	CHARITABLE	150,000.
WGBH ONE GUEST STREET BRIGHTON, MA 02135	PC	CHARITABLE	10,000
NEW PROFIT INC 2 CANAL PARK CAMBRIDGE, MA 02141	PC	CHARITABLE	400,000.
KANSAS STATE UNIVERSITY FOUNDATION 2323 ANDERSON AVENUE, SUITE 500 MANHATTAN, KS 66502-2911	PC	CHARITABLE	6,002,500

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

ATTACHMENT 12 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
ISABELLA STEWART GARDNER MUSEUM 280 THE FENWAY BOSTON, MA 02115	PC	CHARITABLE	110,000.
MUSEUM OF FINE ARTS, BOSTON 465 HUNTINGTON AVENUE BOSTON, MA 02115-5597	PC	CHARITABLE	50,000
BE THE CHANGE INC. 2 CANAL PARK CAMBRIDGE, MA 02141	PC	CHARITABLE	100,000.
INITIATIVE FOR A COMPLETETIVE INNER CITY 200 HIGH STREET, FLOOR 3 BOSTON, MA 02116	PC	CHARITABLE	50,000
CITY YEAR 287 COLUMBUS AVENUE BOSTON, MA 02116	PC	CHARITABLE	600,000.
MOTHER CAROLINE ACADEMY & EDUCATION CENTER 515 BLUE HILL AVENUE DORCHESTER, MA 02121	PC	CHARITABLE	20,000

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

ATTACHMENT 12 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
BOYS & GIRLS CLUBS OF BOSTON 50 CONGRESS STREET, SUITE 730 BOSTON, MA 02109	PC	CHARITABLE	1,182,000
RIGHT TO PLAY PIER 62, SUITE 303 NEW YORK, NY 10011	PC	CHARITABLE	100,000
HORIZONS FOR HOMELESS CHILDREN 1705 COLUMBUS AVENUE ROXBURY, MA 02119	PC	CHARITABLE	200,000
THE STEPPINGSTONE FOUNDATION 155 FEDERAL STREET, SUITE 800 BOSTON, MA 02110	PC	CHARITABLE	10,000
THE CARTER CENTER ONE COPENHILL 453 FREEDOM PARKWAY ATLANTA, GA 30307	PC	CHARITABLE	25,000
CHILDREN'S HOSPITAL - BOSTON 300 LONGWOOD AVENUE BOSTON, MA 02115	PC	CHARITABLE	250,000.

ATTACHMENT 12

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

ATTACHMENT 12 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
ASIAN TASK FORCE AGAINST DOMESTIC VIOLENCE P.O BOX 120108 BOSTON, MA 02012	PC	CHARITABLE	5,000.
NEW ENGLAND PATRIOTS CHARITABLE FOUNDATION ONE PATRIOT PLACE FOXBOROUGH, MA 02035	PC	CHARITABLE	25,000
ST. SAVA SERBIAN ORTHODOX CHURCH BOSTON 41 ALEWIFE BROOK PARKWAY CAMBRIDGE, MA 02140	PC	CHARITABLE	10,000
TENACITY 38 EVERETT STREET BOSTON, MA 02134	PC	CHARITABLE	25,000
BERKLEE COLLEGE OF MUSIC 1140 BOYLSTON STREET BOSTON, MA 02115	PC	CHARITABLE	30,000
MERCY CORPS PO BOX 2669, DEPT W PORTLAND, OR 97208	PC	CHARITABLE	125,000.

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

ATTACHMENT 12 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
BRIDGE OVER TROUBLED WATERS 47 WEST STREET BOSTON, MA 02111	PC	CHARITABLE	10,000
MASS SOCIETY OF PREVENTION FOR CRUELTY TO CHILDREN 99 SUMMER STREET BOSTON, MA 02110	PC	CHARTIABLE	25,000.
GREATER BOSTON FOOD BANK 70 SOUTH BAY AVENUE BOSTON, MA 02118	PC	CHARITABLE	10,000
ROSIE'S PLACE 889 HARRISON AVENUE BOSTON, MA 02118	PC	CHARITABLE	10,000
YEAR UP 93 SUMMER STREET, 5TH FLOOR BOSTON, MA 02110	PC	CHARITABLE	275,000.
GATEWAY ARTS 60-62 HARVARD STREET BROOKLINE, MA 02445	PC	CHARITABLE	2,500.

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

ATTACHMENT 12 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
CRADLES TO CRAYONS 155 NORTH BEACON STREET BRIGHTON, MA 02135	PC	CHARITABLE	10,000
BIG BROTHER BIG SISTER OF MASS BAY 75 FEDERAL STREET, 8TH FLOOR BOSTON, MA 02110	PC	CHARITABLE	110,000.
THE BOSTON FOUNDATION/CLF 75 ARLINGTON STREET BOSTON, MA 02116	PC	CHARITABLE	50,000
BIG SISTER ASSOCIATION OF GREATER BOSTON 161 MASSACHUSETTS AVENUE BOSTON, MA 02115	PC	CHARITABLE	10,000
NOBLE AND GREENOUGH SCHOOL 10 CAMPUS DRIVE DEDHAM, MA 02026	PC	CHARITABLE	600,000.
PAN MASS CHALLENGE 77 FOURTH AVENUE NEEDHAM, MA 02494	PC	CHARITABLE	75,000

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

ATTACHMENT 12 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
PLGA FOUNDATION 98 RANDOM FARMS DRIVE CHAPPAQUA, NY 10514	PC	CHARITABLE	10,000
WEST SUBURBAN YMCA 276 CHURCH STREET NEWTON CORNER, MA 02458	PC	CHARITABLE	10,000
NASHOBA LEARNING GROUP INC 10 OAK PARK DRIVE BEDFORD, MA 01730	PC	CHARITABLE	500.
BAIN CAPITAL CHILDREN'S CHARITY 200 CLARENDON STREET BOSTON, MA 02116	PC	CHARITABLE	10,230
METRO LACROSSE 25 THOMSON PLACE FIRST FLOOR BOSTON, MA 02210	PC	CHARITABLE	25,000
BOSTON CELTICS SHAMROCK FOUNDATION 226 CAUSEWAY STREET STE 4 BOSTON, MA 02114	PC	CHARITABLE	75,000

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

ATTACHMENT 12 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
NEWBURY COLLEGE 129 FISHER AVE BROOKLINE, MA 02445	PC	CHARITABLE	5,000.
CENTER FOR BETTER SCHOOLS 52 HAMILTON DRIVE PORTSMOUTH, RI 02871	PC	CHARITABLE	50,000
CROSSROADS FOR KIDS INC 119 MYRTLE STREET DUXBURY, MA 02332	PC	CHARITABLE	6,000.
OMID FOUNDATION 6517 LONE OAK DRIVE BETHESDA, MD 20817	PC	CHARITABLE	1,000.
KANSAS STATE ALUMNI ASSOCIATION 1720 ALUMNI CENTER MANAHATTAN, KS 66506	PC	CHARITABLE	45,000
BOSTON SYMPHONY ORCHESTRA 301 MASSACHUSETTS AVE. BOSTON, MA 02115	PC	CHARITABLE	1,600.

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

ATTACHMENT 12 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
THE JOEY FUND - THE CYSTIC FIBROSIS FOUNDATION 220 NORTH MAIN STREET SUITE 104 NATICK, MA 01760	PC	CHARITABLE	10,000
YOUTH VILLAGES 3320 BROTHER BLVD MEMPHIS, TN 38133	PC	CHARITABLE	50,000
RESEARCH INSTITUTE FOR LEARNING AND DEVELOPMENT 4 MILITIA DRIVE STE 20 LEXINGTON, MA 02421	PC	CHARITABLE	15,000
INSIDE OUT YOUTH SERVICES 235 S NEVADA AVE COLORADO SPRINGS, CO 80903	PC	CHARITABLE	20,000
ARSENAL CENTER FOR THE ARTS 321 ARSENAL STREET WATERTOWN, MA 02472	PC	CHARITABLE	2,500.
NEWTON CENTER FOR ARTS AND CULTURE INC 1320 CENTRE STREET SUITE 201 NEWTON CENTER, MA 02459	PC	CHARITABLE	7,500.

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

ATTACHMENT 12 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
PRESIDENT AND FELLOWS OF HARVARD COLLEGE 600 ATLANTIC AVENUE 13TH FLOOR BOSTON, MA 02110	PC	CHARITABLE	2,030,000
NEW ENGLAND AQUARIUM CENTRAL WHARF BOSTON, MA 02110	PC	CHARITABLE	10,000
AIDS ACTION COMMITTEE OF MA 75 AMORY STREET BOSTON, MA 02119-0026	PC	CHARITABLE	10,000
BOSTON CHILDREN'S CHORUS 112 SHAWMUT AVENUE SUITE 5B BOSTON, MA 02118	PC	CHARITABLE	10,000
BOSTON MEDICAL CENTER ONE BOSTON MEDICAL CENTER PLACE BOSTON, MA 02118	PC	CHARITABLE	500.
THE CAMERON AND HAYDEN LORD FOUNDATION 110 RIVERSIDE DRIVE NEW YORK, NY 10024	PC	CHARITABLE	1,000.

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

ATTACHMENT 12 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
CHURCH OF ST. IGNATIUS OF LOYOLA 980 PARK AVE NEW YORK, NY 10028	PC	CHARITABLE	1,000
COMBINED JEWISH PHILANTHROPIES 126 HIGH STREET BOSTON, MA 02110-2700	PC	CHARITABLE	5,000
CROHNS AND COLITIS FOUNDATION OF AMERICA 270 FURMAN FARM ROAD DANIEL ISLAND, SC 29492	PC	CHARITABLE	2,000
FCA ASSOCIATION P.O. BOX 111 BOSTON, MA 02117	PC	CHARITABLE	2,000.
CAMP HARBOR VIEW FOUNDATION 200 CLARENDON STREET, 60TH FLOOR BOSTON, MA 02116	PC	CHARITABLE	25,000
HYDE SQUARE TASK FORCE 375 CENTRE STREET JAMAICA PLAIN, MA 02130	PC	CHARITABLE	1,000.

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

ATTACHMENT 12 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
INTERNATIONAL TENNIS HALL OF FAME 194 BELLEVUE AVENUE NEWPORT, RI 02840	PC	CHARITABLE	25,000
ISLAND CREEK OYSTERS FOUNDATION P.O BOX 348 DUXBURY, MA 02331	PC	CHARITABLE	550.
JAMESTOWN FIRE DEPARTMENT 50 NARRAGANSETT AVENUE JAMESTOWN, RI 02835	PC	CHARITABLE	1,000.
JDRF 26 BROADWAY 14TH FLOOR NEW YORK, NY 10004	PC	CHARITABLE	10,000
LITTLE RED SCHOOL HOUSE 196 BLEECKER STREET NEW YORK, NY 10012	PC	CHARITABLE	10,000
MASSACHUSETTS GENERAL HOSPITAL 165 CAMBRIDGE STREET SUITE 600 BOSTON, MA 02114	PC	CHARITABLE	50,000

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

ATTACHMENT 12 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
MIAMI VALLEY SCHOOL 5656 SPRINGBORO PIKE DAYTON, OH 45449	PC	CHARITABLE	15,000
ONE FUND BOSTON 18 TREMONT STREET SUITE 330 BOSTON, MA 02108	PC	CHARITABLE	200,000.
OXBRIDGE ACADEMY FOUNDATION 3151 N MILITARY TRL WEST PALM BEACH, FL 33409	PC	CHARITABLE	10,000
NATIONAL MS SOCIETY 101A FIRST AVE SUITE 6 WALTHAM, MA 02451-1115	PC	CHARITABLE	6,000.
ROSE KENNEDY GREENWAY CONSERVANCY 185 KNEELAND STREET 2ND FLOOR BOSTON, MA 02111	PC	CHARITABLE	5,000.
SQUASHBUSTERS 795 COLUMBUS AVENUE ROXBURY CROSSING, MA 02120	PC	CHARITABLE	10,000

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

ATTACHMENT 12 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
STRATEGIC GRANT PARTNERS 240 NEWBURY STREET SUITE 2 BOSTON, MA 02116	PC	CHARITABLE	239,692.
THE ABUNDANT TABLE 100 WINTER STREET NORWOOD, MA 02062	PC	CHARITABLE	1,000.
THE FUND FOR PARKS AND RECREATION 1010 MASSACHUSETTS AVENUE BOSTON, MA 02118	PC	CHARITABLE	5,000.
THE ISLAND SCHOOL P O BOX 2512 VINEYARD HAVEN, MA 02568	PC	CHARITABLE	10,000
PINGRY 131 MARTINSVILLE ROAD BASKING RIDGE, NJ 07920	PC	CHARITABLE	4,361.
USTA SERVES 70 W RED OAK LANE WHITE PLAINS, NY 10604	PC	CHARITABLE	50,000

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

ATTACHMENT 12 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
MAKE A WISH FOUNDATION 13195 WEST HAMPTON AVENUE BUTLER, WI 53007	PC	CHARITABLE	50,000
BOSTON SCHOLAR ATHLETES 65 ALLERTON STREET ROXBURY, MA 02119	PC	CHARITABLE	25,000
BOSTON NEIGHBORHOOD BASKETBALL TO BE DECIDED	PC	CHARITABLE	15,000
EAGLE MOUNT TO BE DECIDED	PC	CHARITABLE	5,000.
KLIPTOWN YOUTH PROGRAM P O BOX 127 KLIPTOWN 1812 SOUTH AFRICA	PC	CHARITABLE	10,000
SAMARITANS 41 WEST STREET 4TH FLOOR BOSTON, MA 02111	PC	CHARITABLE	1,000.

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

ATTACHMENT 12 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
U ASPIRE FIRST ONE 31 ST JAMES AVENUE SUITE 520 BOSTON, MA 02116	PC	CHARITABLE	5,000
CATHOLIC SCHOOLS FOUNDATION 260 FRANKLIN STREET SUITE 630 BOSTON, MA 02110	PC	CHARITABLE	60,000.
MASSACHUSETTS EYE AND EAR FOUNDATION 243 CHARLES STREET BOSTON, MA 02114	PC	CHARITABLE	25,000
NEW SCHOOLS VENTURE FUND 211 CONGRESS STREET 10TH FLOOR BOSTON, MA 02110	PC	CHARITABLE	125,000.
		TOTAL CONTRIBUTIONS PAID	14,378,933.