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Return of Private Foundation

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

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

For calendar year 2013 or tax year beginning

, and ending

Name of foundation

WYMAN HILL FOUNDATION
#0741421

A Employer identification number

22-2035424

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

Room/suite

B Telephone number

617-439-2498

POST OFFICE BOX 779

City or town, state or province, country, and ZIP or foreign postal code

C If exemption application is pending, check here ►

STONINGTON, ME 04681-0779

D 1. Foreign organizations, check here ► Check all that apply: Initial return Initial return of a former public charity2 Foreign organizations meeting the 85% test, check here and attach computation ► Final return Amended returnE If private foundation status was terminated under section 507(b)(1)(A), check here ► Address change Name changeF If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► Check type of organization: Section 501(c)(3) exempt private foundation Section 4947(a)(1) nonexempt charitable trust Other taxable private foundationFair market value of all assets at end of year J Accounting method: Cash Accrual

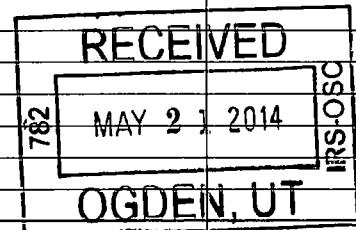
(from Part II, col. (c), line 16)

1312400. (Part I, column (d) must be on cash basis)

Part I Analysis of Revenue and Expenses

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
	1 Contributions, gifts, grants, etc., received			N/A	
	2 Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
	Interest on savings and temporary cash investments	10.	10.		STATEMENT 2
	4 Dividends and interest from securities	31704.	31704.		STATEMENT 3
Revenue	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-15488.			STATEMENT 1
	Gross sales price for all assets on line 6a	279423.			
	7 Capital gain net income (from Part IV, line 2)		6604.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income				
	12 Total. Add lines 1 through 11	16226.	38318.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees	STMT 4	12133.	9100.	3033.
	b Accounting fees	STMT 5	1750.	1313.	437.
	c Other professional fees	STMT 6	11477.	8608.	2869.
	17 Interest				
	18 Taxes	STMT 7	1552.	629.	0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses	STMT 8	35.	0.	35.
	24 Total operating and administrative expenses	Add lines 13 through 23	26947.	19650.	6374.
	25 Contributions, gifts, grants paid		55000.		55000.
	26 Total expenses and disbursements.	Add lines 24 and 25	81947.	19650.	61374.
	27 Subtract line 26 from line 12:		-65721.		
	a Excess of revenue over expenses and disbursements				
	b Net investment income (if negative, enter -0-)		18668.		
	c Adjusted net income (if negative, enter -0-)			N/A	



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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing	500.	500.	500.
	2	Savings and temporary cash investments	83338.	84188.	84188.
	3	Accounts receivable ►			
		Less: allowance for doubtful accounts ►			
	4	Pledges receivable ►			
		Less: allowance for doubtful accounts ►			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons			
	7	Other notes and loans receivable ►			
		Less: allowance for doubtful accounts ►			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U.S. and state government obligations			
	b	Investments - corporate stock	STMT 9	942941.	826721.
	c	Investments - corporate bonds	STMT 10	78900.	128549.
	11	Investments - land, buildings, and equipment basis ►			
		Less accumulated depreciation ►			
	12	Investments - mortgage loans			
	13	Investments - other			
	14	Land, buildings, and equipment: basis ►			
		Less accumulated depreciation ►			
	15	Other assets (describe ►)			
	16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item 1)		1105679.	1039958.
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable			
	22	Other liabilities (describe ►)			
	23	Total liabilities (add lines 17 through 22)		0.	0.
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ► <input type="checkbox"/>				
	and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/>				
	and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds		154335.	154335.
	28	Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.
	29	Retained earnings, accumulated income, endowment, or other funds		951344.	885623.
	30	Total net assets or fund balances		1105679.	1039958.
	31	Total liabilities and net assets/fund balances		1105679.	1039958.

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	1105679.
2	Enter amount from Part I, line 27a	2	-65721.
3	Other increases not included in line 2 (itemize) ►	3	0.
4	Add lines 1, 2, and 3	4	1039958.
5	Decreases not included in line 2 (itemize) ►	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1039958.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a					
b	SEE ATTACHED STATEMENT				
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	279423.		272819.		6604.
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a					
b					
c					
d					
e					6604.
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		6604.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	{ }		3		N/A

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

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

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

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

 Yes No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2012	56248.	1161016.	.048447
2011	49221.	1170805.	.042040
2010	28432.	1106066.	.025706
2009	27872.	388434.	.071755
2008	30508.	515004.	.059238

2 Total of line 1, column (d)

2 .247186

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 .049437

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

4 1232753.

5 Multiply line 4 by line 3

5 60944.

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

6 187.

7 Add lines 5 and 6

7 61131.

8 Enter qualifying distributions from Part XII, line 4

8 61374.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ► 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

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-)

3 Add lines 1 and 2

4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)

5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-

6 Credits/Payments:

a 2013 estimated tax payments and 2012 overpayment credited to 2013

b Exempt foreign organizations - tax withheld at source

c Tax paid with application for extension of time to file (Form 8868)

d Backup withholding erroneously withheld

6a	760.
6b	
6c	
6d	

7 Total credits and payments. Add lines 6a through 6d

8 Enter any **penalty** for underpayment of estimated tax. Check here if Form 2220 is attached9 Tax due. If the total of lines 5 and 8 is more than line 7, enter **amount owed**10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid**11 Enter the amount of line 10 to be: **Credited to 2014 estimated tax** ►

573. Refunded ►

7	760.
8	
9	
10	573.

11 0.

Part VII-A Statements Regarding Activities

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	Yes	No
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	Yes	No
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	Yes	No
1c	X	

d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:

1c	Yes	No
1c	X	

(1) On the foundation. ► \$ 0. (2) On foundation managers. ► \$ 0.

e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ 0.

2 Has the foundation engaged in any activities that have not previously been reported to the IRS?

2	Yes	No
2	X	

*If "Yes," attach a detailed description of the activities*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	Yes	No
3	X	

4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?

4a	Yes	No
4a	X	

b If "Yes," has it filed a tax return on Form 990-T for this year?

4b	Yes	No
4b		

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?

5	Yes	No
5	X	

If "Yes," attach the statement required by General Instruction T

6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:

6	Yes	No
6	X	

• 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?

7	Yes	No
7	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*

8b	Yes	No
8b	X	

8a Enter the states to which the foundation reports or with which it is registered (see instructions) ►

9	Yes	No
9	X	

MAb 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*

10	Yes	No
10	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*10 Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	<input type="checkbox"/> 11 <input checked="" type="checkbox"/> 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)	<input type="checkbox"/> 12 <input checked="" type="checkbox"/> X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>N/A</u>	<input type="checkbox"/> 13 <input checked="" type="checkbox"/> X
14	The books are in care of ► <u>NUTTER, MCCLENNEN & FISH, LLP</u> Telephone no. ► <u>(617) 439-2000</u> Located at ► <u>SEAPORT WEST, 155 SEAPORT BLVD., BOSTON, MA</u> ZIP+4 ► <u>02205</u>	
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	► <input type="checkbox"/> 15 <input type="checkbox"/> N/A
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	<input type="checkbox"/> 16 <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No X

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> X No	
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> X No	
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> X No	
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> X No	
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> X No	
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> X No	
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	► <input type="checkbox"/> N/A	
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?	► <input type="checkbox"/> 1c <input checked="" type="checkbox"/> 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? If "Yes," list the years ►	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> X No	
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	► <input type="checkbox"/> N/A	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►	► <input type="checkbox"/> 2b	
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> X 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)	► <input type="checkbox"/> N/A	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	► <input type="checkbox"/> 3b <input checked="" type="checkbox"/> 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?	► <input type="checkbox"/> 4a <input checked="" type="checkbox"/> X	
		► <input type="checkbox"/> 4b <input checked="" type="checkbox"/> 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
 Yes No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? Yes No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

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

Organizations relying on a current notice regarding disaster assistance check here

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? **N/A***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?**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?*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?**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No Yes <input

Part VIII **Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**
3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

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

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

Part IX-A **Summary of Direct Charitable Activities**

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

1 N/A	Expenses
	0.
2	
3	
4	

Part IX-B **Summary of Program-Related Investments**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

1 N/A	Amount
	0.
2	
3 N/A	
	0.
Total. Add lines 1 through 3	► 0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	1169057.
b	Average of monthly cash balances	1b	82469.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	1251526.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	1251526.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	18773.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1232753.
6	Minimum investment return. Enter 5% of line 5	6	61638.

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	61638.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	187.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	187.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	61451.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	61451.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	61451.

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	61374.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	61374.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	187.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	61187.

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				61451.
2 Undistributed income, if any, as of the end of 2013			51331.	
a Enter amount for 2012 only				
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2013:				
a From 2008				
b From 2009				
c From 2010				
d From 2011				
e From 2012				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2013 from Part XII, line 4: ► \$ 61374.			51331.	
a Applied to 2012, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2013 distributable amount				10043.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus: Add lines 3f, 4c, and 4e. Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instr.				0.
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				51408.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012				
e Excess from 2013				

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

N/A

Part XV **Supplementary Information** (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see instructions.)

1 Information Regarding Foundation Managers:

a. List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).)

NONE

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

NONE

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

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

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient 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
<i>a Paid during the year</i>				
INSTITUTE OF GLOBAL ETHICS 11 MAIN STREET CAMDEN, ME 04843	NONE	PUBLIC	CHARITABLE CONTRIBUTION	5000.
VERMONT LAND TRUST 8 BAILEY AVENUE MONTPELIER, VT 05602	NONE	PUBLIC	CHARITABLE CONTRIBUTION	50000.
Total				► 3a 55000.
<i>b Approved for future payment</i>				
NONE				
Total				► 3b 0.

Part XVI-A Analysis of Income-Producing Activities

	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments				14 10.	
4 Dividends and interest from securities				14 31704.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory				18 -15488.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		16226.	0.
13 Total. Add line 12, columns (b), (d), and (e)				13	16226.
(See worksheet in line 13 instructions to verify calculations.)					

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

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	200 SHS COCA COLA CO	P	06/02/05	03/06/13
b	1312 SHS COMERICA INC	P	06/02/05	03/06/13
c	1094.9210 SHS HARBOR INTERNATIONAL FUND	P	VARIOUS	03/04/13
d	1520 SHS HEWLETT-PACKARD CO	P	VARIOUS	03/06/13
e	220 SHS HILLSHIRE BRANDS CO	P	VARIOUS	03/06/13
f	62 SHS HOME DEPOT INC	P	06/02/05	03/06/13
g	100 SHS ILLINOIS TOOL WORKS, INC	P	06/02/05	03/06/13
h	100 SHS NORFOLK SOUTHERN CORP	P	06/02/05	03/06/13
i	9540.80 SHS VANGUARD SHORT-TERM BOND INDEX	P	VARIOUS	09/06/13
j	22.453 SHS HARBOR INTERNATIONAL FUND	P	12/17/12	03/04/13
k	46.928 SHS VANGUARD SHORT-TERM BOND INDEX	P	VARIOUS	09/06/13
l	CAPITAL GAINS DIVIDENDS			
m				
n				
o				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 7734.		4458.	3276.
b 45104.		74062.	-28958.
c 69396.		40589.	28807.
d 30591.		34122.	-3531.
e 7121.		6423.	698.
f 4274.		2490.	1784.
g 6179.		4260.	1919.
h 7388.		3230.	4158.
i 99511.		101311.	-1800.
j 1423.		1376.	47.
k 489.		498.	-9.
l 213.			213.
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			3276.
b			-28958.
c			28807.
d			-3531.
e			698.
f			1784.
g			1919.
h			4158.
i			-1800.
j			47.
k			-9.
l			213.
m			
n			
o			

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	6604.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8		3	N/A

FORM 990-PF

GAIN OR (LOSS) FROM SALE OF ASSETS

STATEMENT 1

(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
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200 SHS COCA COLA CO		PURCHASED	06/02/05	03/06/13
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(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
7734.	5516.	0.	0.	2218.

(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
--------------------------------	--	--------------------	------------------	-----------

1312 SHS COMERICA INC		PURCHASED	06/02/05	03/06/13
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(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
45104.	42732.	0.	0.	2372.

(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
--------------------------------	--	--------------------	------------------	-----------

1094.9210 SHS HARBOR INTERNATIONAL FUND		PURCHASED	VARIOUS	03/04/13
-----------------------------------------	--	-----------	---------	----------

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
69396.	57538.	0.	0.	11858.

(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
1520 SHS HEWLETT-PACKARD CO		PURCHASED	VARIOUS	03/06/13

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
30591.	67008.	0.	0.	-36417.

(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
220 SHS HILLSHIRE BRANDS CO		PURCHASED	VARIOUS	03/06/13

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
7121.	7386.	0.	0.	-265.

(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
62 SHS HOME DEPOT INC		PURCHASED	06/02/05	03/06/13

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
4274.	3142.	0.	0.	1132.

(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
100 SHS ILLINOIS TOOL WORKS, INC		PURCHASED	06/02/05	03/06/13

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
6179.	3438.	0.	0.	2741.

(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
100 SHS NORFOLK SOUTHERN CORP		PURCHASED	06/02/05	03/06/13
7388.	5436.	0.	0.	1952.
(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
9540.80 SHS VANGUARD SHORT-TERM BOND INDEX		PURCHASED	VARIOUS	09/06/13
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
99511.	101037.	0.	0.	-1526.
(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
22.453 SHS HARBOR INTERNATIONAL FUND		PURCHASED	12/17/12	03/04/13
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1423.	1180.	0.	0.	243.
(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
46.928 SHS VANGUARD SHORT-TERM BOND INDEX		PURCHASED	VARIOUS	09/06/13
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
489.	498.	0.	0.	-9.
CAPITAL GAINS DIVIDENDS FROM PART IV				213.
TOTAL TO FORM 990-PF, PART I, LINE 6A				-15488.

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

SOURCE	(A) REVENUE PER BOOKS	NET	(B) INVESTMENT INCOME	(C) ADJUSTED NET INCOME
FEDERATED GOV'T OBLIGATION FUND	10.		10.	
TOTAL TO PART I, LINE 3	10.		10.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 3

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
ACCRUED INTEREST US GOVERNMENT AND DIVIDENDS	-211.	0.	-211.	-211.	
	32128.	213.	31915.	31915.	
TO PART I, LINE 4	31917.	213.	31704.	31704.	

FORM 990-PF LEGAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	12133.	9100.		3033.
TO FM 990-PF, PG 1, LN 16A	12133.	9100.		3033.

FORM 990-PF

ACCOUNTING FEES

STATEMENT

5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX PREPARATION FEE	1750.	1313.		437.
TO FORM 990-PF, PG 1, LN 16B	1750.	1313.		437.

FORM 990-PF

OTHER PROFESSIONAL FEES

STATEMENT

6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TRUSTEE FEES	11477.	8608.		2869.
TO FORM 990-PF, PG 1, LN 16C	11477.	8608.		2869.

FORM 990-PF

TAXES

STATEMENT

7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES WITHHELD FROM DIVIDENDS	629.	629.		0.
FEDERAL EXCISE TAXES	923.	0.		0.
TO FORM 990-PF, PG 1, LN 18	1552.	629.		0.

FORM 990-PF

OTHER EXPENSES

STATEMENT

8

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
COMM OF MA FILING FEE	35.	0.		35.
TO FORM 990-PF, PG 1, LN 23	35.	0.		35.

FORM 990-PF

CORPORATE STOCK

STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
AT & T	15312.	23135.
EXXON MOBIL CORPORATION	35462.	60720.
HOME DEPOT INC	25333.	41170.
ILLINOIS TOOL WORKS INC	27500.	67264.
INTEL CORP	35661.	36337.
JOHNSON & JOHNSON	25977.	36636.
MICROSOFT CORP	35838.	37410.
PEPSICO INC	13071.	24882.
PROCTER & GAMBLE CO	34525.	48846.
WELLS FARGO & COMPANY	19600.	38590.
ROYAL DUTCH SHELL PLC - ADR A	53560.	64143.
BANK OF AMERICA	35939.	13125.
ABBOTT LABORATORIES	6465.	9582.
PFIZER INC	21100.	30630.
COCA-COLA CO	27575.	41310.
GENERAL ELECTRIC	49800.	84090.
MCDONALD'S CORP	21644.	33960.
NORTHFOLK SOUTHERN CORP	38052.	64981.
TECO ENERGY INC	32420.	34480.
VANGUARD SHORT-TERM BOND INDEX	50027.	49543.
AMERICAN EXPRESS	15746.	31756.
INTERNATIONAL BUSINESS MACHINES	42004.	37514.
ABBVIE INC	7010.	13203.
CISCO SYSTEMS, INC.	25049.	26916.
JP MORGAN CHASE & CO	24555.	29240.
MONDELEZ INTERNATIONAL, INC	27681.	35300.
ISHARES MSCI EMERGING MARKETS ETF	21675.	20898.
ISHARES MSCI EAFE ETF	58140.	67095.
TOTAL TO FORM 990-PF, PART II, LINE 10B	826721.	1102756.

FORM 990-PF

CORPORATE BONDS

STATEMENT 10

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
BERKSHIRE HATHAWAY INC 3.4% DUE 1/31/2022	26071.	24867.
TOYOTA MOTOR CREDIT CORP NOTES 2.05% DUE 1/12/2017	25878.	25550.
WALMART STORES INC NOTES 3.25% DUE 10/25/2020	26951.	25528.
INTERNATIONAL BUSINESS MACHINES CORP NOTES 3 3/8%	24823.	24358.
PEPSICO INC NOTES 3%	24826.	24653.
TOTAL TO FORM 990-PF, PART II, LINE 10C	128549.	124956.

Statement of Assets: Inventory Value

Account: 0741421

WYMAN HILL FOUNDATION



As of 12/31/2013

Symbol	Asset Description	Maturity Date	Units/Shares or Face Value	Total Cost	Market Price	Market Value
010 Common Stock						
T	AT&T INC		658 0000	\$15,311.66	\$35.16	\$23,135.28
ABT	ABBOTT LABORATORIES		250 0000	\$6,464.64	\$38.33	\$9,582.50
ABBV	ABBVIE INC		250 0000	\$7,010.36	\$52.81	\$13,202.50
AXP	AMERICAN EXPRESS CO		350 0000	\$15,746.47	\$90.73	\$31,755.50
BAC	BANK OF AMERICA CORPORATION		843 0000	\$35,939.82	\$15.57	\$13,125.51
CSCO	CISCO SYSTEMS, INC		1,200 0000	\$25,049.04	\$22.43	\$26,916.00
KO	COCA-COLA CO		1,000 0000	\$27,575.00	\$41.31	\$41,310.00
XOM	EXXON MOBIL CORPORATION		600 0000	\$35,462.40	\$101.20	\$60,720.00
GE	GENERAL ELECTRIC CO		3,000 0000	\$49,800.00	\$28.03	\$84,090.00
HD	HOME DEPOT INC		500 0000	\$25,333.34	\$82.34	\$41,170.00
ITW	ILLINOIS TOOL WORKS, INC		800 0000	\$27,500.00	\$84.08	\$67,264.00
INTC	INTEL CORP		1,400 0000	\$35,660.50	\$25.96	\$36,337.00
IBM	INTERNATIONAL BUSINESS MACHINES		200 0000	\$42,003.76	\$187.57	\$37,514.00
JPM	JPMORGAN CHASE & CO		500 0000	\$24,554.75	\$58.48	\$29,240.00
JNJ	JOHNSON & JOHNSON		400 0000	\$25,976.99	\$91.59	\$36,636.00
MCD	MCDONALD'S CORP		350 0000	\$21,644.00	\$97.03	\$33,960.50
MSFT	MICROSOFT CORP		1,000 0000	\$35,837.54	\$37.41	\$37,410.00
MDLZ	MONDELEZ INTERNATIONAL, INC		1,000 0000	\$27,681.00	\$35.30	\$35,300.00
NSC	NORFOLK SOUTHERN CORP		700 0000	\$38,052.00	\$92.83	\$64,981.00
PEP	PEPSICO INC		300 0000	\$13,071.96	\$82.94	\$24,882.00
PFE	PFIZER INC		1,000 0000	\$21,099.85	\$30.63	\$30,630.00
PG	PROCTER & GAMBLE CO		600 0000	\$34,524.94	\$81.41	\$48,846.00
TE	TECO ENERGY INC		2,000 0000	\$32,420.00	\$17.24	\$34,480.00
WFC	WELLS FARGO & COMPANY		850 0000	\$19,600.00	\$45.40	\$38,590.00
			Total	\$643,320.02		\$901,077.79
030 Foreign Stock						
RDS A	ROYAL DUTCH SHELL PLC - ADR A		900 0000	\$53,560.00	\$71.27	\$64,143.00

			Total	\$53,560 00		\$64,143 00
100 International Equity Mutual Funds						
EEM	I SHARES MSCI EMERGING MARKETS ETF	500 0000	\$21,674 95	\$41 80	\$20,897 50	
EFA	I-SHARES MSCI EAFE ETF	1,000 0000	\$58,139 90	\$67 10	\$67,095 00	
		Total	\$79,814 85			\$87,992 50
200 Corporate Bonds						
084670BF4	BERKSHIRE HATHAWAY, INC NOTES 3 4% DUE 1/31/2022	1/31/2022	25,000 0000	\$26,071 00	\$99 47	\$24,867 18
459200HP9	INTERNATIONAL BUSINESS MACHINES CORP NOTES 3 3/8% DUE 8/1/2023	8/1/2023	25,000 0000	\$24,823 25	\$97 43	\$24,357 60
713448BW7	PEPSICO INC NOTES 3% DUE 8/25/2021	8/25/2021	25,000 0000	\$24,825 50	\$98 61	\$24,653 08
89233P5S1	TOYOTA MOTOR CREDIT CORP NOTES 2 05% DUE 1/12/2017	1/12/2017	25,000 0000	\$25,877 50	\$102 20	\$25,549 80
931142CZ4	WAL-MART STORES INC NOTES 3 25% DUE 10/25/2020	10/25/2020	25,000 0000	\$26,950 75	\$102 11	\$25,527 65
		Total	\$128,548 00			\$124,955 31
305 Fixed Income Mutual Fund						
VBSSX	VANGUARD SHORT-TERM BOND INDEX - SIGNAL SHARES FUND# 1349	4,722 8960	\$50,027 49	\$10 49	\$49,543 17	
		Total	\$50,027 49			\$49,543 17
500 Money Market Funds						
636	FEDERATED GOV'T OBLIGATION FUND #636	84,188 2300	\$84,188 23	\$1 00	\$84,188 23	
		Total	\$84,188 23			\$84,188 23
Cash	Cash		\$500 00		\$500 00	
Grand Total			\$1,039,958 36		\$1,312,400 00	