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 , and ending

Name of foundation
KENNEBEC SAVINGS BANK FOUNDATION
ATTN: ANDREW SILSBY

A Employer identification number: 22-2624600

Number and street (or P O box number if mail is not delivered to street address): PO BOX 50 — Room/suite:

B Telephone number: 207 622-4766

City or town, state or province, country, and ZIP or foreign postal code: AUGUSTA, ME 04332

C If exemption application is pending, check here ▶ ☐

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

D 1. Foreign organizations, check here ▶ ☐

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

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

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

I Fair market value of all assets at end of year (*from Part II, col. (c), line 16*) ▶$ 3,885,181.

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

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

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))	(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	817,687.		N/A	
2 Check ▶ ☒ if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	65,925.	65,925.		STATEMENT 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	447,193.			
b Gross sales price for all assets on line 6a 1,816,423.				
7 Capital gain net income (from Part IV, line 2)		447,193.		
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	1,330,805.	513,118.		
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				
b Accounting fees STMT 2	925.	925.		0.
c Other professional fees STMT 3	13,572.	13,572.		0.
17 Interest				
18 Taxes STMT 4	2,473.	2,473.		0.
19 Depreciation and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses				
24 **Total operating and administrative expenses.** Add lines 13 through 23	16,970.	16,970.		0.
25 Contributions, gifts, grants paid	241,621.			241,621.
26 **Total expenses and disbursements.** Add lines 24 and 25	258,591.	16,970.		241,621.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	1,072,214.			
b **Net investment income** (if negative, enter -0-)		496,148.		
c **Adjusted net income** (if negative, enter -0-)			N/A	

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20 918

Part II Balance Sheets (Attached schedules and amounts in the description column should be for end-of-year amounts only)		Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	283.	2,122.	2,122.
	2 Savings and temporary cash investments	101,037.	147,597.	147,597.
	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 5	1,438,070.	1,952,965.	2,735,673.
	c Investments - corporate bonds STMT 6	488,198.	997,118.	999,789.
	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 I)	2,027,588.	3,099,802.	3,885,181.
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 ▶ ☐ 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	2,027,588.	2,027,588.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	0.	1,072,214.	
	30 **Total net assets or fund balances**	2,027,588.	3,099,802.	
	31 **Total liabilities and net assets/fund balances**	2,027,588.	3,099,802.	

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	2,027,588.
2	Enter amount from Part I, line 27a	2	1,072,214.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	3,099,802.
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	3,099,802.

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, LINE 1 ATTACHMENT		01/01/13	12/31/13
b	SEE PART IV, LINE 1 ATTACHMENT		01/01/90	12/31/13
c	LT/CAP GAIN	P	01/01/90	12/31/13
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	249,091.		243,293.	5,798.
b	1,552,733.		1,125,937.	426,796.
c	14,599.			14,599.
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				5,798.
b				426,796.
c				14,599.
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	447,193.
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	306,165.	2,162,006.	.141612
2011	249,754.	2,076,299.	.120288
2010	191,150.	1,955,021.	.097774
2009	269,738.	1,714,342.	.157342
2008	307,950.	2,161,331.	.142482

2	**Total** of line 1, column (d)	2	.659498
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	.131900
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	2,921,745.
5	Multiply line 4 by line 3	5	385,378.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	4,961.
7	Add lines 5 and 6	7	390,339.
8	Enter qualifying distributions from Part XII, line 4	8	241,621.

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	9,923.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			2	0.
3	Add lines 1 and 2			3	9,923.
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	9,923.
6	Credits/Payments:				
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	720.		
b	Exempt foreign organizations - tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c			
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments. Add lines 6a through 6d			7	720.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached			8	206.
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	9,409.
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	
11	Enter the amount of line 10 to be: **Credited to 2014 estimated tax** ▶	**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. ▶ $ 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? *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? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ ME			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ KENNEBEC SAVINGS BANK Telephone no. ▶ 207 622-5801
Located at ▶ PO BOX 50, AUGUSTA, ME ZIP+4 ▶ 04332

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A 0.

			Yes	No
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶			

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

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
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.) N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ____, ____, ____, ____			
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.)* N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b		X

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

5a During the year did the foundation pay or incur any amount to:
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☐ Yes ☒ No
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

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

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

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

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? | 6b | | X

If "Yes" to 6b, file Form 8870.

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

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

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 7		0.	0.	0.

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

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

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

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over $50,000 for professional services ▶		0

Part IX-A Summary of Direct Charitable Activities

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

Part IX-B Summary of Program-Related Investments

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

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	2,860,540.
b	Average of monthly cash balances	1b	105,699.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	2,966,239.
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	2,966,239.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	44,494.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,921,745.
6	**Minimum investment return.** Enter 5% of line 5	6	146,087.

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	146,087.
2a	Tax on investment income for 2013 from Part VI, line 5 — 2a: 9,923.		
b	Income tax for 2013. (This does not include the tax from Part VI.) — 2b:		
c	Add lines 2a and 2b	2c	9,923.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	136,164.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	136,164.
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	136,164.

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	241,621.
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	241,621.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	241,621.

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				136,164.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			0.	
b Total for prior years: _____ , _____ , _____		0.		
3 Excess distributions carryover, if any, to 2013:				
a From 2008 — 201,283.				
b From 2009 — 184,809.				
c From 2010 — 94,104.				
d From 2011 — 146,761.				
e From 2012 — 199,485.				
f **Total** of lines 3a through e	826,442.			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ $ 241,621.				
a Applied to 2012, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2013 distributable amount				136,164.
e Remaining amount distributed out of corpus	105,457.			
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	931,899.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	201,283.			
9 **Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a	730,616.			
10 Analysis of line 9:				
a Excess from 2009 — 184,809.				
b Excess from 2010 — 94,104.				
c Excess from 2011 — 146,761.				
d Excess from 2012 — 199,485.				
e Excess from 2013 — 105,457.				

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, enter the date of the ruling ▶

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			
	(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).)

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 ▶ [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				
VARIOUS CHARITIES (SEE ATTCD) WATER STREET AUGUSTA, ME 04330	NONE	PUBLIC	GENERAL CHARITABLE PURPOSES	241,621.
Total			▶ 3a	241,621.
b Approved for future payment NONE				
Total			▶ 3b	0.

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
	(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					
4 Dividends and interest from securities			14	65,925.	
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	447,193.	
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.		513,118.	0.

13 **Total.** Add line 12, columns (b), (d), and (e) 13 513,118.

(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).

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	

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

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here

Under penalties of perjury, I declare that I 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

Treasurer | 5/14/14 | ▶ VP/TREASURER

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
JUSTIN S COFFIN		05/14/14		P01262699
Firm's name ▶ MACPAGE LLC			Firm's EIN ▶ 01-0242373	
Firm's address ▶ ONE MARKET SQUARE AUGUSTA, ME 04330			Phone no. 207-622-4766	

Form **990-PF** (2013)

323622
10-10-13

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
KENNEBEC SAVINGS BANK FOUNDATION
ATTN: ANDREW SILSBY

Employer identification number
22-2624600

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	Employer identification number
KENNEBEC SAVINGS BANK FOUNDATION ATTN: ANDREW SILSBY	22-2624600

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	KENNEBEC SAVINGS BANK 150 STATE STREET AUGUSTA, ME 04332	$	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions.)
2	KENNEBEC SAVINGS BANK 150 STATE STREET AUGUSTA, ME 04332	$	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions.)
3	KENNEBEC SAVINGS BANK 150 STATE STREET AUGUSTA, ME 04332	$	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions.)
4	KENNEBEC SAVINGS BANK 150 STATE STREET AUGUSTA, ME 04330	$	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions.)
5	KENNEBEC SAVINGS BANK 150 STATE STREET AUGUSTA, ME 04330	$	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)

Name of organization: KENNEBEC SAVINGS BANK FOUNDATION ATTN: ANDREW SILSBY

Employer identification number: 22-2624600

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	2500 SHS AMGREN INC STOCK	$ 142,032.	03/28/13
2	2500 SHS AMGEN INC STOCK	$ 145,423.	08/30/13
3	1500 SHS EATON CORP STOCK	$ 63,420.	08/30/13
4	10000 SHS EBAY INC STOCK	$ 328,779.	09/30/13
5	2500 SHS FISERV INC STOCK	$ 138,033.	08/30/13
		$	

Name of organization	Employer identification number
KENNEBEC SAVINGS BANK FOUNDATION ATTN: ANDREW SILSBY	22-2624600

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.) ▶ $

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

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
DIVIDENDS	63,177.	0.	63,177.	63,177.	
INTEREST	274.	0.	274.	274.	
S/T GAIN	2,474.	0.	2,474.	2,474.	
TO PART I, LINE 4	65,925.	0.	65,925.	65,925.	

FORM 990-PF ACCOUNTING FEES STATEMENT 2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	925.	925.		0.
TO FORM 990-PF, PG 1, LN 16B	925.	925.		0.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
AGENCY FEES	13,572.	13,572.		0.
TO FORM 990-PF, PG 1, LN 16C	13,572.	13,572.		0.

FORM 990-PF TAXES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX WITHHELD	1,483.	1,483.		0.
ESTIMATED TAXES	720.	720.		0.
2012 EXCISE TAX	270.	270.		0.
TO FORM 990-PF, PG 1, LN 18	2,473.	2,473.		0.

FORM 990-PF CORPORATE STOCK STATEMENT 5

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCKS	1,952,965.	2,735,673.
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,952,965.	2,735,673.

FORM 990-PF CORPORATE BONDS STATEMENT 6

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS	997,118.	999,789.
TOTAL TO FORM 990-PF, PART II, LINE 10C	997,118.	999,789.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 7

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
RICHARD D. O'CONNOR BOX 349, 28 QUARRY FARM EDGECOMB, ME 04556	DIRECTOR 0.00	0.	0.	0.
CHARLES W. HAYS, JR. 756 POND ROAD MANCHESTER, ME 04351	DIRECTOR 0.00	0.	0.	0.
MARK L. JOHNSTON 244 KERNS HILL ROAD MANCHESTER, ME 04351	PRESIDENT/SEC/CLERK 0.00	0.	0.	0.
WILLIAM E. MITCHELL 28 CLEARVIEW AVENUE WATERVILLE, ME 04901	DIRECTOR 0.00	0.	0.	0.
DOUGLAS E. REINHARDT 38 MORRILL AVENUE WATERVILLE, ME 04901	DIRECTOR 0.00	0.	0.	0.

WILLIAM W. SPRAGUE, JR. PO BOX 60, POND ROAD MANCHESTER, ME 04351	DIRECTOR 0.00	0.	0.	0.
NORMAN S. ELVIN 32 BUENA VISTA DRIVE AUGUSTA, ME 04330	DIRECTOR 0.00	0.	0.	0.
DIANE F. HASTINGS 635 EASTERN AVENUE AUGUSTA, ME 04330	DIRECTOR 0.00	0.	0.	0.
ANDREW SILSBY 32 COLONY ROAD AUGUSTA, ME 04330	VICE PRESIDENT 0.00	0.	0.	0.
LAURA J. HUDSON 808 OAKLAND ROAD BELGRADE, ME 04917	DIRECTOR 0.00	0.	0.	0.
MARY A. DENISON P O BOX 208 KENTS HILLS, ME 04349	DIRECTOR 0.00	0.	0.	0.
DEBRA A. GETCHELL P O BOX 50 AUGUSTA, ME 04332	TREASURER 0.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

Kennebec Savings Bank Foundation

Account #: 50025 | Tax Worksheet:From 1/1/2013 to 12/31/2013

Trust Category:	Agent for Trustee	Admin Officer:	Amos Byron
Dates Open:	1/26/2004 to Present	Invest Officer:	FCI
Trust Year End:	December	Tax State:	Maine
Date Printed:	02/05/2014	Tax ID:	

Capital Gains and Losses

Individual Transactions

Short-Term

Description of Security	Cusip	Shares/Par	Acquired	Date Sold	Days Held	Income	Principal	Cost Basis	Gain/Loss
Kinder Morgan Management	49455U100	0 376900	11/21/2012	02/21/2013	92	0.00	30.61	-27 24	3 37
C R Bard	067383109	200.000000	05/07/2012	03/13/2013	310	0.00	20,265.56	-19,987 98	277 58
Walgreen Co.	931422109	600.000000	05/07/2012	03/13/2013	310	0.00	25,661 49	-20,237 94	5,423.55
ABB Ltd	000375204	1,100.000000	05/07/2012	03/13/2013	310	0.00	25,123 55	-19,480 89	5,642 66
Vale SA ADR	91912E105	900.000000	05/07/2012	03/13/2013	310	0.00	16,082 73	-19,313 91	-3,231.18
Vanguard Short-Term Bond Index Fd #132(Mstar ***)	921937207	0.758000	04/01/2013	04/29/2013	28	0.00	8.06	-8 04	0.02
Vanguard Short-Term Bond Index Fd #132(Mstar ***)	921937207	18.122000	12/24/2012	04/29/2013	126	0 00	192.64	-192.46	0 18
Vanguard Short-Term Bond Index Fd #132(Mstar ***)	921937207	3.020000	12/24/2012	04/29/2013	126	0 00	32 10	-32 07	0.03
Vanguard Short-Term Bond Index Fd #132(Mstar ***)	921937207	4.547000	04/01/2013	04/29/2013	28	0 00	48 33	-48 24	0 09
Kinder Morgan Management	49455U100	0.140000	11/21/2012	05/24/2013	184	0.00	12.17	-9.97	2.20
Kinder Morgan Management	49455U100	0.012800	11/21/2012	06/19/2013	210	0.00	1.03	-0.91	0.12
Wisdomtree Emerging Mkts Intl ETF	97717W315	1,900 000000	03/13/2013	10/16/2013	217	0 00	102,883.40	-106,114 81	-3,231.41
Utilities SPDR	81369Y886	360 000000	03/13/2013	10/16/2013	217	0.00	13,535.80	-13,726 76	-190.96
Apache Corp.	037411105	175.000000	03/13/2013	10/16/2013	217	0.00	15,842.49	-13,193.23	2,649.26
MFS Emerging Markets Debt I (Mstar ****)	55273E640	1,003.055000	03/13/2013	11/07/2013	239	0.00	14,775.00	-16,048.88	-1,273 88
Vanguard High Yield Corp Bond Fd #29(Mstar ***)	922031208	1,998.344000	03/13/2013	11/07/2013	239	0.00	12,070.00	-12,249.85	-179.85
Federated Total Return Bond Fd #328(Mstar ****)	31428Q101	198 082000	12/31/2012	11/07/2013	311	0.00	2,186.82	-2,268 04	-81 22
Federated Total Return Bond Fd #328(Mstar ****)	31428Q101	30.760000	12/31/2012	11/07/2013	311	0.00	339.59	-352.20	-12.61
				Short-Term Total		**0.00**	**249,091.37**	**-243,293.42**	**5,797.95**

Long-Term

Description of Security	Cusip	Shares/Par	Acquired	Date Sold	Days Held	Income	Principal	Cost Basis	Gain/Loss
Vanguard REIT ETF	922908553	125.000000	12/21/2010	03/13/2013	813	0 00	8,727.31	-6,838.85	1,888.46
Vanguard REIT ETF	922908553	225 000000	12/21/2010	03/13/2013	813	0 00	15,709 18	-12,309 93	3,399.25
Vanguard Tel Svc ETF	92204A884	350 000000	12/03/2010	03/13/2013	831	0 00	25,657 97	-22,511 97	3,146 00
Vanguard Int'l Growth Fd #81(Mstar ***)	921910204	113 085000	12/20/2007	03/13/2013	1,910	0 00	2,274 14	-2,697 08	-422 94
Vanguard Int'l Growth Fd #81(Mstar ***)	921910204	217.326000	12/22/2006	03/13/2013	2,273	0.00	4,370.43	-5,124 55	-754.12
Vanguard Int'l Growth Fd #81(Mstar ***)	921910204	1,173 026000	07/30/2008	03/13/2013	1,687	0.00	23,589.55	-25,349.09	-1,759.54
Vanguard Int'l Growth Fd #81(Mstar ***)	921910204	41 791000	12/28/2005	03/13/2013	2,632	0.00	840.42	-884.72	-44 30
Vanguard Int'l Growth Fd #81(Mstar ***)	921910204	367.836000	10/18/2004	03/13/2013	3,068	0.00	7,397.18	-6,227 46	1,169 72
Vanguard Int'l Growth Fd #81(Mstar ***)	921910204	2,077.488000	02/05/2004	03/13/2013	3,324	0.00	41,778.28	-34,299 33	7,478 95
Vanguard Int'l Value Fd #46(Mstar ****)	921939203	41.082000	12/20/2007	03/13/2013	1,910	0.00	1,322.84	-1,669 16	-346.32
Vanguard Int'l Value Fd #46(Mstar ****)	921939203	94.141000	12/22/2006	03/13/2013	2,273	0.00	3,031.34	-3,763.76	-732.42
Vanguard Int'l Value Fd #46(Mstar ****)	921939203	1,292 579000	07/30/2008	03/13/2013	1,687	0.00	41,621.04	-48,096.86	-6,475.82

Kennebec Savings Bank Foundation

Account #: 50025 | **Tax Worksheet:From 1/1/2013 to 12/31/2013**

Trust Category: Agent for Trustee
Dates Open: 1/26/2004 to Present
Trust Year End: December
Date Printed: 02/05/2014

Admin Officer: Amos Byron
Invest Officer: FCI
Tax State: Maine
Tax ID:

Capital Gains and Losses

Individual Transactions

Long-Term

Description of Security	Cusip	Shares/Par	Acquired	Date Sold	Days Held	Income	Principal	Cost Basis	Gain/Loss
Vanguard Int'l Value Fd #46(Mstar ****)	921939203	56 932000	12/17/2005	03/13/2013	2,643	0.00	1,833.21	-1,975.54	-142.33
Vanguard Int'l Value Fd #46(Mstar ****)	921939203	190.185000	10/18/2004	03/13/2013	3,068	0.00	6,123.96	-5,315.67	808 29
Vanguard Int'l Value Fd #46(Mstar ****)	921939203	865 454000	02/05/2004	03/13/2013	3,324	0.00	27,867 61	-23,228.79	4,638 82
Bank New York Mellon Corp	064058100	750 000000	12/03/2010	03/13/2013	831	0 00	21,674 60	-20,774.93	899 67
Bank of Amenca Corp	060505104	650 000000	02/05/2004	03/13/2013	3,324	0 00	7,832.32	-26,754 00	-18,921.68
Bank of Amenca Corp.	060505104	50.000000	11/01/2005	03/13/2013	2,689	0.00	602.49	-2,185.50	-1,583 01
Cisco Sys Inc	17275R102	1,300.000000	02/05/2004	03/13/2013	3,324	0.00	28,027.50	-31,239 00	-3,211 50
Danaher Corp	235851102	300 000000	02/05/2004	03/13/2013	3,324	0.00	18,626.61	-6,919.50	11,707.11
Dentsply International Inc	249030107	600.000000	07/29/2005	03/13/2013	2,784	0 00	25,523 44	-16,680 00	8,843 44
Devon Energy Corp New	25179M103	300.000000	12/21/2006	03/13/2013	2,274	0 00	16,742 62	-20,586 00	-3,843 38
Fiserv, Inc	337738108	400 000000	09/28/2007	03/13/2013	1,993	0.00	33,927.24	-20,268.00	13,659.24
Fiserv, Inc	337738108	100.000000	07/24/2007	03/13/2013	2,059	0.00	8,481.81	-5,525.79	2,956.02
Praxair Inc.	74005P104	175.000000	12/21/2006	03/13/2013	2,274	0.00	19,739 58	-10,390 01	9,349.57
Schlumberger LTD	806857108	325 000000	11/14/2008	03/13/2013	1,580	0 00	25,183.68	-16,966 76	8,216.92
Staples Inc	855030102	1,025.000000	02/05/2004	03/13/2013	3,324	0.00	13,878 29	-17,794 00	-3,915 71
Staples Inc	855030102	450.000000	10/03/2007	03/13/2013	1,988	0.00	6,092.92	-10,016 64	-3,923 72
Target Corp	87612E106	250.000000	12/21/2006	03/13/2013	2,274	0 00	16,829.65	-14,438 95	2,390 70
Texas Instruments Inc	882508104	450.000000	12/21/2006	03/13/2013	2,274	0 00	15,875.69	-13,027 50	2,848.19
Texas Instruments Inc	882508104	450 000000	10/03/2007	03/13/2013	1,988	0.00	15,875.69	-16,194.78	-319.09
United Parcel Service	911312106	200.000000	05/14/2004	03/13/2013	3,225	0 00	17,049 64	-13,866 00	3,183 64
United Parcel Service	911312106	100.000000	12/03/2010	03/13/2013	831	0.00	8,524 82	-7,164 99	1,359.83
Waters Corporation	941848103	250.000000	12/21/2006	03/13/2013	2,274	0.00	23,560.30	-12,443 97	11,116.33
Cenovus Energy Inc	15135U109	400.000000	12/21/2006	03/13/2013	2,274	0 00	12,667.76	-9,201 23	3,466.53
Unilever N V-NY Shares	904784709	650 000000	12/03/2010	03/13/2013	831	0.00	26,018.99	-19,421.94	6,597.05
Vanguard Short-Term Bond Index Fd #132(Mstar ***)	921937207	2.266000	03/30/2012	04/29/2013	395	0.00	24 09	-24 04	0 05
Vanguard Short-Term Bond Index Fd #132(Mstar ***)	921937207	6.028000	12/23/2011	04/29/2013	493	0.00	64.08	-63 84	0.24
Vanguard Short-Term Bond Index Fd #132(Mstar ***)	921937207	30.891000	12/23/2011	04/29/2013	493	0 00	328 37	-327 14	1.23
Vanguard Short-Term Bond Index Fd #132(Mstar ***)	921937207	0.756000	03/23/2011	04/29/2013	768	0.00	8.04	-7.97	0.07
Vanguard Short-Term Bond Index Fd #132(Mstar ***)	921937207	5 295000	03/23/2011	04/29/2013	768	0.00	56 29	-55 81	0 48
Vanguard Short-Term Bond Index Fd #132(Mstar ***)	921937207	10.601000	12/27/2010	04/29/2013	854	0.00	112.69	-111.63	1.06
Vanguard Short-Term Bond Index Fd #132(Mstar ***)	921937207	19.688000	12/27/2010	04/29/2013	854	0 00	209.28	-207 31	1 97
Vanguard Short-Term Bond Index Fd #132(Mstar ***)	921937207	2.274000	03/31/2010	04/29/2013	1,125	0 00	24.17	-23 81	0.36
Vanguard Short-Term Bond Index Fd #132(Mstar ***)	921937207	3.032000	03/31/2010	04/29/2013	1,125	0 00	32 23	-31 74	0.49

Kennebec Savings Bank Foundation

Account #: 50025 | **Tax Worksheet:From 1/1/2013 to 12/31/2013**

Trust Category:	Agent for Trustee	Admin Officer:	Amos Byron
Dates Open:	1/26/2004 to Present	Invest Officer:	FCI
Trust Year End:	December	Tax State:	Maine
Date Printed:	02/05/2014	Tax ID:	

Capital Gains and Losses

Individual Transactions

Long-Term

Description of Security	Cusip	Shares/Par	Acquired	Date Sold	Days Held	Income	Principal	Cost Basis	Gain/Loss
Vanguard Short-Term Bond Index Fd #132(Mstar ***)	921937207	0.759000	12/24/2009	04/29/2013	1,222	0.00	8 07	-7 94	0.13
Vanguard Short-Term Bond Index Fd #132(Mstar ***)	921937207	486.855000	04/24/2009	04/29/2013	1,466	0.00	5,175.27	-5,000 00	175 27
Vanguard Short-Term Bond Index Fd #132(Mstar ***)	921937207	345.087000	11/14/2008	04/29/2013	1,627	0 00	3,668.27	-3,478.48	189.79
Vanguard Short-Term Bond Index Fd #132(Mstar ***)	921937207	0 755000	03/30/2012	04/29/2013	395	0 00	8 02	-8 01	0 01
AMGEN INC	031162100	225.000000	11/02/2010	06/19/2013	960	0.00	22,724.63	-12,935 23	9,789 40
AMGEN INC	031162100	500.000000	04/27/2010	06/19/2013	1,149	0.00	50,499.17	-29,084.50	21,414 67
Kinder Morgan Management	49455U100	352 191800	12/03/2010	06/19/2013	929	0 00	28,241 81	-19,199 86	9,041.95
Kinder Morgan Management	49455U100	0 505200	08/17/2011	06/19/2013	672	0.00	40 51	-27 75	12.76
Kinder Morgan Management	49455U100	0 290200	11/18/2011	06/19/2013	579	0.00	23 27	-18 10	5.17
Target Corp	87612E106	300 000000	12/21/2006	06/19/2013	2,372	0.00	20,897.67	-17,326 74	3,570 93
AMGEN INC	031162100	275 000000	11/02/2010	10/16/2013	1,079	0.00	31,419 47	-15,809 72	15,609 75
AMGEN INC	031162100	2,500.000000	04/27/2010	10/16/2013	1,268	0 00	285,631 53	-145,422 50	140,209 03
EBAY Inc	278642103	6,745.000000	10/19/2011	10/16/2013	728	0 00	363,429.79	-227,017 81	136,411.98
Exelon Corp	30161N101	225.000000	12/03/2010	10/16/2013	1,048	0.00	6,473.16	-9,002.23	-2,529.07
Exelon Corp	30161N101	300.000000	02/02/2009	10/16/2013	1,717	0.00	8,630.88	-16,540.26	-7,909.38
Fiserv, Inc.	337738108	770.000000	11/16/2010	10/16/2013	1,065	0.00	79,603 75	-43,062 94	36,540.81
Medtronic Inc	585055106	300 000000	02/05/2004	10/16/2013	3,541	0.00	16,589 74	-14,127 00	2,462 74
Federated Total Return Bond Fd #328(Mstar ****)	31428Q101	75 297000	12/30/2011	11/07/2013	678	0.00	831.28	-848.60	-17 32
Federated Total Return Bond Fd #328(Mstar ****)	31428Q101	54.605000	12/30/2011	11/07/2013	678	0.00	602 84	-615.40	-12.56
Federated Total Return Bond Fd #328(Mstar ****)	31428Q101	4,754.934000	12/03/2010	11/07/2013	1,070	0 00	52,494 47	-53,397 91	-903 44
					Long-Term Total	**0.00**	**1,552,732.94**	**-1,125,936.52**	**426,796.42**
					Individual Transactions Total	**0.00**	**1,801,824.31**	**-1,369,229.94**	**432,594.37**

Short Term Capital Gain Allocation

Description of Security	Cusip	Trade Date	Income	Principal	Gain/Loss	Description of Transaction	Qualified Amount
Vanguard Interm Bond Index Fd - Sig Shs #1350 (Mstar ***)	921937843	04/01/2013	0.00	45.76	45.76	Short Term Capital Gain Allocation on 11,439.123 shares	0 00
Vanguard Short-Term Bond Index Fd #132(Mstar ***)	921937207	04/01/2013	0 00	8 04	8.04	Short Term Capital Gain Allocation on 8,039 995 shares	0.00
Goldman Sachs Small Cap Value Fd #651 (Mstar ****)	38142V209	12/05/2013	0 00	1,237.32	1,237.32	Short Term Capital Gain Allocation on 1,246.169 shares	0 00
MFS Emerging Markets Debt I (Mstar ****)	55273E640	12/12/2013	0 00	0 18	0 18	Short Term Capital Gain Allocation on 2,308 907 shares	0.00
PIMCO Total Return Bond Fd #35(Mstar ****)	693390700	12/13/2013	0 00	81.86	81 86	Short Term Capital Gain Allocation on 7,143 198 shares	0.00
Vanguard Explorer Fd - Adm Shs #5024(Mstar ****)	921926200	12/18/2013	0 00	1,100 83	1,100.83	Short Term Capital Gain Allocation on 687.569 shares	126.71
		Short Term Capital Gain Allocation Total	**0.00**	**2,473.99**	**2,473.99**		**126.71**

Kennebec Savings Bank Foundation

Account #: 50025 | Tax Worksheet:From 1/1/2013 to 12/31/2013

Trust Category: Agent for Trustee
Dates Open: 1/26/2004 to Present
Trust Year End: December
Date Printed: 02/05/2014

Admin Officer: Amos Byron
Invest Officer: FCI
Tax State: Maine
Tax ID:

Other Activity

Distribution

Expense - Tax Preparation

Description of Transaction	Beneficiary	Posted Date	Income	Principal	Cash Sent In
Payee - Macdonald Page & Co. LLC - Expense - Tax Preparation- Review of records and preparation of federal income tax returns Form 990 for the year ended 12/31/2012 and all other services to 5/31/2013, Invoice # 92664	Kennebec Foundation	05/24/2013	0 00	-925.00	0 00

Taxes-Federal Fiduciary Income Tax

Description of Transaction	Beneficiary	Posted Date	Income	Principal	Cash Sent In
Payee - Department of Treasury - Taxes-Federal Fiduciary Income Tax- for 2013 EIN: 22-2624600 transfer to KSB Trust Control C/A #XXXX9856 for EFTPS payment	Kennebec Foundation	05/15/2013	0 00	-180 00	0.00
Payee - Department of Treasury - Taxes-Federal Fiduciary Income Tax- for 2013 EIN: 22-2624600, transfer to KSB Trust Control C/A #XXXX9856 for EFTPS payment	Kennebec Foundation	06/03/2013	0 00	-180.00	0.00
Payee - Department of Treasury - Taxes-Federal Fiduciary Income Tax- for 2013 EIN: 22-2624600, transfer to KSB Trust Control C/A #XXXX9856 for EFTPS payment	Kennebec Foundation	09/03/2013	0 00	-180.00	0.00
Payee - Department of Treasury - Taxes-Federal Fiduciary Income Tax- for 2013 EIN 22-2624600, transfer to KSB Trust Control C/A #XXXX9856 for EFTPS payment	Kennebec Foundation	12/03/2013	0.00	-180.00	0.00
	Taxes-Federal Fiduciary Income Tax Total		**0.00**	**-720.00**	

Transfer to Checking Account

Description of Transaction	Beneficiary	Posted Date	Income	Principal	Cash Sent In
Payee - Kennebec Foundation - Transfer to Checking Account- #XXXX8802 Friends of Lithgow Library	Kennebec Foundation	04/30/2013	0.00	-20,000 00	0.00
Payee - Kennebec Foundation - Transfer to Checking Account- #XXXX8802 Mid-Maine Homeless Shelter	Kennebec Foundation	04/30/2013	0.00	-15,000 00	0 00
Payee - Kennebec Foundation - Transfer to Checking Account- #XXXX8802 Inland Hospital	Kennebec Foundation	04/30/2013	0.00	-10,000.00	0.00
Payee - Kennebec Foundation - Transfer to Checking Account- #XXXX8802 Thomas College	Kennebec Foundation	04/30/2013	0.00	-10,000 00	0 00
Payee - Kennebec Foundation - Transfer to Checking Account- #XXXX8802 United Way of Mid-Maine	Kennebec Foundation	04/30/2013	0.00	-8,121.00	0.00
Payee - Kennebec Foundation - Transfer to Checking Account- #XXXX8802 KV YMCA	Kennebec Foundation	04/30/2013	0.00	-7,500 00	0 00
Payee - Kennebec Foundation - Transfer to Checking Account- #XXXX8802 Big Brothers- Big Sisters of Midcoast Maine	Kennebec Foundation	04/30/2013	0.00	-5,000 00	0.00
Payee - Kennebec Foundation - Transfer to Checking Account- #XXXX8802 Maine Lakes Resource Center- Docks to Doorways	Kennebec Foundation	04/30/2013	0 00	-5,000 00	0 00
Payee - Kennebec Foundation - Transfer to Checking Account- #XXXX8802 United Way of Kennebec Valley	Kennebec Foundation	04/30/2013	0.00	-27,000.00	0 00
Payee - Kennebec Foundation - Transfer to Checking Account- #XXXX8802 Town of Winthrop- Library Building Fund	Kennebec Foundation	05/17/2013	0 00	-5,000.00	0.00
Payee - Kennebec Foundation - Transfer to Checking Account #xxxx8802 - MaineGeneral Health	Kennebec Foundation	08/30/2013	0.00	-100,000.00	0 00
Payee - Kennebec Foundation - Transfer to Checking Account #xxxx8802 - Augusta Trails	Kennebec Foundation	08/30/2013	0 00	-5,000.00	0.00
Payee - Kennebec Foundation - Transfer to Checking Account #xxxx8802 - Waterville Opera House	Kennebec Foundation	08/30/2013	0.00	-5,000.00	0.00
Payee - Kennebec Foundation - Transfer to Checking Account #xxxx8802 - Johnson Hall Opera House	Kennebec Foundation	08/30/2013	0.00	-5,000.00	0.00
Payee - Kennebec Foundation - Transfer to Checking Account #xxxx8802 - Gardiner Area Boys & Girls Club	Kennebec Foundation	08/30/2013	0.00	-5,000.00	0.00
Payee - Kennebec Foundation - Transfer to Checking Account #xxxx8802 - Big Brothers Big Sisters of Mid-Coast Maine	Kennebec Foundation	08/30/2013	0 00	-5,000.00	0.00
Payee - Kennebec Foundation - Transfer to Checking Account #xxxx8802 - Viles Arboretum	Kennebec Foundation	08/30/2013	0.00	-2,500.00	0 00
Payee - Kennebec Foundation - Transfer to Checking Account #xxxx8802 Maine Children's Home for Little Wanderers	Kennebec Foundation	12/30/2013	0.00	-1,500.00	0.00
	Transfer to Checking Account Total		**0.00**	**-241,621.00**	
	Distribution Total		**0.00**	**-243,266.00**	

STATE OF MAINE
Department of the Secretary of State
Bureau of Corporations, Elections and Commissions
101 State House Station
Augusta, Maine 04333-0101

June 14, 2013

KENNEBEC SAVING BANK
PO BOX 50
AUGUSTA ME 04332

ATTESTED COPIES
WR DCN: 2131641600054

Enclosed please find copies of documents recently placed on file with our office. Each copy has been attested as a true copy of the original and serves as your evidence of filing. We recommend that you retain these permanently with your records.

Charter#: 19850383ND Legal Name: KENNEBEC SAVINGS BANK FOUNDATION

AMENDMENT

DCN: 2131641600055 Page(s) 2

Charter#: 19850383ND Legal Name: KENNEBEC SAVINGS BANK FOUNDATION

CHANGE OF AGENT

DCN: 2131641600057 Page(s) 2

Total Pages 4

Minimum Filing Fee $10.00. An additional $10 filing fee if changing the purpose

DOMESTIC
NONPROFIT CORPORATION

STATE OF MAINE

ARTICLES OF AMENDMENT

File No. 19850383ND Pages 2
Fee Paid $ 10
DCN 2131641600055 AMEN
----FILED----------------------
05/28/2013

Julie R Flynn
Deputy Secretary of State

A True Copy When Attested By Signature

Julie R Flynn
Deputy Secretary of State

Kennebec Foundation
(Name of Corporation)

Pursuant to 13-B MRSA §§802 and 803, the undersigned corporation executes and delivers the following Articles of Amendment:

FIRST: ("X" one box only.) ☒ public benefit corporation ☐ mutual benefit corporation

SECOND: Describe **NATURE OF CHANGE** (i.e. change in name of corporation, purpose, number of directors, adding or deleting section or revision of section, etc.) as well as **TEXT** of amendment. Attach additional pages as needed.

The name of the corporation shall be: Kennebec Savings Bank Foundation

The minimum number of Directors shall be seven and the maximum number of Directors shall be fifteen.

There shall be no members.

THIRD: ("X" one box only.) The amendment was adopted on (date) March 19, 2013 as follows:

☒ By the members at a meeting at which a quorum was present and the amendment received at least a majority of the votes which members were entitled to cast.

☐ (If the Articles require more than a majority vote.) By the members at a meeting at which the amendment received at least the percentage of votes required by the Articles of Incorporation.

☐ By the written consent of all members entitled to vote with respect thereto.

☐ (If no members, or none entitled to vote thereon.) By majority vote of the board of directors.

FOURTH: The address of the registered office of the corporation in the State of Maine is 150 State Street, P.O. Box 50, Augusta, ME 04330.

(street, city, state and zip code)

DATED 3/29/2013

*By [signature]
(signature)

Mark L. Johnston, Secretary/Clerk
(type or print name and capacity)

*By
(signature)

(type or print name and capacity)

MUST BE COMPLETED FOR VOTE OF MEMBERS
I certify that I have custody of the minutes showing the above action by the members.
[signature]
(signature of clerk, secretary or asst. secretary)

*This document **MUST** be signed by any duly authorized officer. (13-B MRSA §104.1.B)

Please remit your payment made payable to the Maine Secretary of State.

SUBMIT COMPLETED FORMS TO: CORPORATE EXAMINING SECTION, SECRETARY OF STATE, 101 STATE HOUSE STATION, AUGUSTA, ME 04333-0101 TEL. (207) 624-7752

Filing Fee $15.00 for each nonprofit corporation listed

File No. 19850383ND Pages 2
Fee Paid $ 15
DCN 2131641600057 AGNT
---FILED---
05/28/2013

Deputy Secretary of State

A True Copy When Attested By Signature

Deputy Secretary of State

NONPROFIT CORPORATION

STATE OF MAINE

NONCOMMERCIAL REGISTERED AGENT

STATEMENT OF APPOINTMENT or CHANGE

Kennebec Savings Bank Foundation
(Name of Corporation as it appears on the records of the Secretary of State)

Pursuant to 5 MRSA §§105, 108, & 109 the undersigned corporation executes and delivers the following statement of appointment and/or change of address by a noncommercial registered agent.

FIRST: ("X" all boxes that apply)

A. ☐ change of address

B. ☑ change to/of noncommercial registered agent and address

C. ☐ change of noncommercial registered agent

D. ☐ change in name of current noncommercial registered agent

SECOND: The name and address of the registered agent appearing on the record in the Secretary of State's office:

Peter T. Dawson
(name of current registered agent)

6 Warren Street, Hallowell, ME 04347
(physical street address, city, state and zip code)

(mailing address if different from above)

THIRD: (For foreign nonprofit corporations only)

Jurisdiction of Organization: ______________________

Date authorized to transact business in the State of Maine: ______________________

FOURTH: Complete this Item as follows based on your selection in Item First:

- **A.** The new address of the noncommercial registered agent (provide address information only);
- **B.** The name and address of the new noncommercial registered agent (provide name and address information);
- **C.** The name of the new noncommercial registered agent (provide name only); **OR**
- **D.** The new name of the current noncommercial registered agent (provide name only).

Mark L. Johnston
(name of new noncommercial registered agent or new name of current noncommercial registered agent)

150 State Street, Augusta, ME 04330
(physical street address, not a P.O. Box – city, state and zip code)

PO Box 50, Augusta, ME 04332
(mailing address if different from above)

FIFTH: Pursuant to 5 MRSA §108.3, the registered agent as listed above has consented to serve as the registered agent for this nonprofit corporation.

SIXTH: The undersigned noncommercial registered agent of the following corporation(s) has notified each corporation of the change indicated in Item First A or D:

Name of Nonprofit Corporation	Jurisdiction	Date incorporated or authorized in Maine

☐ Names of additional corporations attached hereto as Exhibit ___, and made a part hereof.

Dated 03/29/13

*By ____________ (signature)

Mark L. Johnston, President
(type or print name and capacity)

*This statement MUST be signed as follows:
(1) if Item First, A or D was selected, then by the noncommercial registered agent OR
(2) if Item First, B or C was selected, then by any duly authorized officer

Please remit your payment made payable to the Maine Secretary of State.

Submit completed form to:
Secretary of State
Division of Corporations, UCC and Commissions
101 State House Station
Augusta, ME 04333-0101
Telephone Inquiries: (207) 624-7752 Email Inquiries: CEC.Corporations@Maine.gov