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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.

2013

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

KRIEGER CHARITABLE TRUST
63 BEETHOVEN AVENUE
WABAN, MA 02468

A Employer identification number
22-6374448

B Telephone number (see the instructions)
(617) 467-5643

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

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

I Fair market value of all assets at end of year (from Part II, column (c), line 16)
\$ 10,931,503.

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

C If exemption application is pending, check here ☐

D 1 Foreign organizations, check here ☐

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

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

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

Part I Analysis of Revenue and Expenses

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

(a) Revenue and expenses per books

(b) Net investment income

(c) Adjusted net income

(d) Disbursements for charitable purposes (cash basis only)

REVENUE	1	Contributions, gifts, grants, etc. received (att sch)				
	2	Cl ☒ if the foundn is not req to att Sch B				
	3	Interest on savings and temporary cash investments	66.	66.	66.	
	4	Dividends and interest from securities	18,781.	18,781.	18,781.	
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain/(loss) from sale of assets not on line 10	217,216.			
	b	Gross sales price for all assets on line 6a	1,891,907.			
	7	Capital gain net income (from Part IV, line 2)		217,216.		
	8	Net short-term capital gain			120,913.	
	9	Income modifications				
	10a	Gross sales less returns and allowances				
b	Less Cost of goods sold					
c	Gross profit/(loss) (att sch)					
11	Other income (attach schedule)					
12	Total. Add lines 1 through 11	236,063.	236,063.	139,760.		
EXPENSES	13	Compensation of officers, directors, trustees, etc.	0.			
	14	Other employee salaries and wages				
	15	Pension plans—employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach sch)	3,575.	3,575.	3,575.	3,575.
	c	Other prof fees (attach sch)	3,992.	3,992.	3,992.	3,992.
	17	Interest				
	18	Taxes (attach schedule) (see instrs)	5,763.	5,763.	5,763.	5,763.
	19	Depreciation (attach sch) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
23	Other expenses (attach schedule)	83.	83.	83.	83.	
24	Total operating and administrative expenses. Add lines 13 through 23	13,413.	13,413.	13,413.	13,413.	
25	Contributions, gifts, grants paid	375,537.			375,537.	
26	Total expenses and disbursements. Add lines 24 and 25	388,950.	13,413.	13,413.	388,950.	
27	Subtract line 26 from line 12:					
a	Excess of revenue over expenses and disbursements	-152,887.				
b	Net investment income (if negative, enter -0-)		222,650.			
c	Adjusted net income (if negative, enter -0-)			126,347.		

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
ASSETS	1	Cash — non-interest-bearing				
	2	Savings and temporary cash investments	99,199.	88,865.	88,865.	
	3	Accounts receivable				
		Less allowance for doubtful accounts				
	4	Pledges receivable				
		Less allowance for doubtful accounts				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
	7	Other notes and loans receivable (attach sch)				
		Less allowance for doubtful accounts				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments — US and state government obligations (attach schedule)	1,488.	1,144.	1,422.	
	b	Investments — corporate stock (attach schedule)	7,974,777.	7,831,903.	10,839,216.	
	c	Investments — corporate bonds (attach schedule)				
	11	Investments — land, buildings, and equipment basis				
	Less accumulated depreciation (attach schedule)					
12	Investments — mortgage loans					
13	Investments — other (attach schedule)					
14	Land, buildings, and equipment basis					
	Less accumulated depreciation (attach schedule)					
15	Other assets (describe SEE STATEMENT 5)	219,708.	220,373.	2,000.		
16	Total assets (to be completed by all filers — see the instructions. Also, see page 1, item I)	8,295,172.	8,142,285.	10,931,503.		
LIABILITIES	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, & other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe)				
	23	Total liabilities (add lines 17 through 22)	0.	0.		
FUND ASSETS	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.		X			
	27	Capital stock, trust principal, or current funds	8,295,172.	8,142,285.		
	28	Paid-in or capital surplus, or land, building, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds				
	30	Total net assets or fund balances (see instructions)	8,295,172.	8,142,285.		
	31	Total liabilities and net assets/fund balances (see instructions)	8,295,172.	8,142,285.		

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	8,295,172.
2	Enter amount from Part I, line 27a	2	-152,887.
3	Other increases not included in line 2 (itemize)	3	
4	Add lines 1, 2, and 3	4	8,142,285.
5	Decreases not included in line 2 (itemize)	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30	6	8,142,285.

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 shares MLC Company)		(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1 a SEE STATEMENT 6				
b				
c				
d				
e				

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a			
b			
c			
d			
e			

2	Capital gain net income or (net capital loss).	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	217,216.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):			
	If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	120,913.

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 (column (b) divided by column (c))
2012	342,532.	8,281,670.	0.041360
2011	386,001.	8,719,669.	0.044268
2010	302,605.	7,450,581.	0.040615
2009	359,651.	7,335,121.	0.049031
2008	468,499.	7,650,816.	0.061235

2 Total of line 1, column (d)	2	0.236509
3 Average distribution ratio for the 5-year base period — divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.047302
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	10,582,315.
5 Multiply line 4 by line 3	5	500,565.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	2,227.
7 Add lines 5 and 6	7	502,792.
8 Enter qualifying distributions from Part XII, line 4	8	388,950.

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)

1 a 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 instrs)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here. ☐ and enter 1% of Part I, line 27b		1	4,453.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (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	4,453.
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	4,453.
6 Credits/Payments			
a 2013 estimated tax pmts and 2012 overpayment credited to 2013	6 a	2,000.	
b Exempt foreign organizations – tax withheld at source	6 b		
c Tax paid with application for extension of time to file (Form 8868)	6 c		
d Backup withholding erroneously withheld	6 d		
7 Total credits and payments. Add lines 6a through 6d	7	2,000.	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	2,453.	
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
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)? <i>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</i>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ☐ \$ 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? <i>If 'Yes,' attach a detailed description of the activities.</i>		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? <i>If 'Yes,' attach a conformed copy of the changes</i>		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If 'Yes,' has it filed a tax return on Form 990-T for this year?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If 'Yes,' attach the statement required by General Instruction T</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?		X
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If 'Yes,' complete Part II, column (c), and Part XV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) N/A		
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? <i>If 'No,' attach explanation</i>	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)? <i>If 'Yes,' complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses</i>		X

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes,' attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If 'Yes,' attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <u>N/A</u>	13	X	
14	The books are in care of <u>ROGER KLEIN</u> Telephone no <u>(617) 467-5643</u> Located at <u>63 BEETHOVEN AVENUE WABAN MA</u> ZIP + 4 <u>02468</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <u>N/A</u> and enter the amount of tax-exempt interest received or accrued during the year <u>N/A</u>	15		N/A
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If 'Yes,' enter the name of the foreign country				

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

File Form 4720 if any item is checked in the 'Yes' column, unless an exception applies.		Yes	No
1 a	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)? Organizations relying on a current notice regarding disaster assistance check here ☐	1 b	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?	1 c	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 <u>20</u> , <u>20</u> , <u>20</u> , <u>20</u>		
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)	2 b	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. <u>20</u> , <u>20</u> , <u>20</u> , <u>20</u>		
3 a	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)	3 b	N/A
4 a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a	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?	4 b	X

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)

☐ Yes ☒ No

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

☐ Yes ☒ No**b** If any answer is 'Yes' to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

5b N/A

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 (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
HERBERT KLEIN 10 OAK CRESCENT LITTLE FALLS, NJ 07424	TRUSTEE 0	0.	0.	0.
ROGER KLEIN 63 BEETHOVEN AVENUE WABAN, MA 02468	TRUSTEE 5.00	0.	0.	0.

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

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

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

▶

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 (see instructions). If none, enter 'NONE.'

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1 a	10,548,895.
b	Average of monthly cash balances	1 b	194,572.
c	Fair market value of all other assets (see instructions)	1 c	
d	Total (add lines 1a, b, and c)	1 d	10,743,467.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1 e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	10,743,467.
4	Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	161,152.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	10,582,315.
6	Minimum investment return. Enter 5% of line 5	6	529,116.

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	529,116.
2 a	Tax on investment income for 2013 from Part VI, line 5	2 a	4,453.
b	Income tax for 2013 (This does not include the tax from Part VI)	2 b	
c	Add lines 2a and 2b	2 c	4,453.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	524,663.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	524,663.
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	524,663.

Part XIII 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	1 a	388,950.
b	Program-related investments — total from Part IX-B	1 b	
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)	3 a	
b	Cash distribution test (attach the required schedule)	3 b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	388,950.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	388,950.

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				524,663.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			381,621.	
b Total for prior years 20__, 20__, 20__		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: ▶ \$ 388,950.				
a Applied to 2012, but not more than line 2a			381,621.	
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				7,329.
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 instructions			0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				517,334.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)	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				

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.)

SEE STATEMENT FOR LINE 2A

Part XV Supplementary Information (continued)**3** Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year SEE ATTACHED SCHEDULE VARIOUS ,	VARIOUS	QUALIFIED	CHARITABLE	375,537.
Total			▶ 3a	375,537.
b Approved for future payment				
Total			▶ 3b	

Part XVI-A. Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(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	525920				66.
4 Dividends and interest from securities	525920				18,781.
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					217,216.
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)					236,063.
13 Total. Add line 12, columns (b), (d), and (e)					236,063.

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

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STATEMENT 1
FORM 990-PF, PART I, LINE 16B
ACCOUNTING FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	\$ 3,575.	\$ 3,575.	\$ 3,575.	\$ 3,575.
TOTAL	<u>\$ 3,575.</u>	<u>\$ 3,575.</u>	<u>\$ 3,575.</u>	<u>\$ 3,575.</u>

STATEMENT 2
FORM 990-PF, PART I, LINE 16C
OTHER PROFESSIONAL FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MANAGEMENT FEES	\$ 3,992.	\$ 3,992.	\$ 3,992.	\$ 3,992.
TOTAL	<u>\$ 3,992.</u>	<u>\$ 3,992.</u>	<u>\$ 3,992.</u>	<u>\$ 3,992.</u>

STATEMENT 3
FORM 990-PF, PART I, LINE 18
TAXES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL INCOME TAXES	\$ 5,326.	\$ 5,326.	\$ 5,326.	\$ 5,326.
FOREIGN TAXES PAID	437.	437.	437.	437.
TOTAL	<u>\$ 5,763.</u>	<u>\$ 5,763.</u>	<u>\$ 5,763.</u>	<u>\$ 5,763.</u>

STATEMENT 4
FORM 990-PF, PART I, LINE 23
OTHER EXPENSES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK CHARGES & POSTAGE	\$ 83.	\$ 83.	\$ 83.	\$ 83.
TOTAL	<u>\$ 83.</u>	<u>\$ 83.</u>	<u>\$ 83.</u>	<u>\$ 83.</u>

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STATEMENT 5
FORM 990-PF, PART II, LINE 15
OTHER ASSETS

	BOOK VALUE	FAIR MARKET VALUE
BASIS ADJUSTMENT	\$ 218,373.	
PREPAID FEDERAL INCOME TAXES	2,000.	
TOTAL	\$ 220,373.	\$ 0.

STATEMENT 6
FORM 990-PF, PART IV, LINE 1
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(A) DESCRIPTION	(B) HOW ACQUIRED	(C) DATE ACQUIRED	(D) DATE SOLD
1	3036 SHS BERKSHIRE HATHAWAY INC	PURCHASED	VARIOUS	VARIOUS
2	47082 SHS TESCO ADR EACH REPR3	PURCHASED	VARIOUS	12/20/2013
3	200 SHS COCA COLA CO	PURCHASED	3/28/2012	2/04/2013
4	1025 SHS TJX COMPANIES	PURCHASED	3/04/2012	2/04/2013
5	700 SHS COCA COLA CO	PURCHASED	10/25/2011	2/04/2013
6	FRA SHS FEDL NATL MTG ASSN	PURCHASED	VARIOUS	VARIOUS
7	475 SHS GENERAL DYNAMICS	PURCHASED	10/25/2011	4/23/2013
8	185 SHS INTL BUSINESS MACH	PURCHASED	11/10/2008	4/23/2013
9	1638 SHS JPMORGAN CHASE & CO	PURCHASED	3/14/1996	4/23/2013
10	500 SHS NORVARTIS AG	PURCHASED	10/25/2011	4/23/2013
11	150 SHS NORVARTIS AG	PURCHASED	3/28/2012	4/23/2013
12	1465 SHS WELLS FARGO & CO	PURCHASED	VARIOUS	12/20/2013
13	3 SHS NORTHWESTERN CORP	PURCHASED	1/01/2005	2/04/2013
14	SEE ATTACHED GOLDMAN SACHS GROUP - SCHEDULE # 1	PURCHASED	VARIOUS	12/31/2013
15	271 SHS GS SMALL/MID-CAP GROWTH FUND	PURCHASED	4/26/2013	9/25/2013
16	243 SHS INSTITUTIONAL SHARES	PURCHASED	4/26/2013	11/08/2013
17	3868 SHS NUVEEN SYMPHONY FLOATING	PURCHASED	4/26/2013	5/08/2013
18	6178 SHS STONE HARBOR LOCAL MARKETS	PURCHASED	4/26/2013	5/08/2013
19	135 SHS ING FUNDS ING GLOBAL REAL ESTATE	PURCHASED	4/26/2013	9/25/2013
20	80 SHS ISHARES MSCI BRIC	PURCHASED	4/26/2013	9/25/2013
21	SEE ATTACHED GOLDMAN SACHS GROUP - SCHEDULE # 2	PURCHASED	VARIOUS	12/31/2013

ITEM	(E) GROSS SALES	(F) DEPREC. ALLOWED	(G) COST BASIS	(H) GAIN (LOSS)	(I) FMV 12/31/69	(J) ADJ. BAS. 12/31/69	(K) EXCESS (I) - (J)	(L) GAIN (LOSS)
1	347,347.		302,821.	44,526.				\$ 44,526.
2	782,482.		737,104.	45,378.				45,378.
3	7,494.		7,282.	212.				212.
4	46,553.		25,425.	21,128.				21,128.
5	26,229.		23,527.	2,702.				2,702.
6	405.		344.	61.				61.
7	31,832.		31,971.	-139.				-139.
8	35,384.		18,623.	16,761.				16,761.
9	78,865.		30,576.	48,289.				48,289.
10	36,643.		28,205.	8,438.				8,438.
11	10,992.		8,297.	2,695.				2,695.
12	59,791.		42,295.	17,496.				17,496.
13	104.		104.	0.				0.
14	226,608.		217,617.	8,991.				8,991.
15	5,500.		4,753.	747.				747.

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STATEMENT 6 (CONTINUED)
 FORM 990-PF, PART IV, LINE 1
 CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(E) GROSS SALES	(F) DEPREC. ALLOWED	(G) COST BASIS	(H) GAIN (LOSS)	(I) FMV 12/31/69	(J) ADJ. BAS. 12/31/69	(K) EXCESS (I) - (J)	(L) GAIN (LOSS)
16	5,000.		4,273.	727.				\$ 727.
17	78,893.		80,000.	-1,107.				-1,107.
18	70,927.		70,000.	927.				927.
19	2,500.		2,666.	-166.				-166.
20	3,015.		3,074.	-59.				-59.
21	35,343.		35,734.	-391.				-391.
							TOTAL	\$ 217,216.

STATEMENT 7
 FORM 990-PF, PART XV, LINE 2A-D
 APPLICATION SUBMISSION INFORMATION

NAME OF GRANT PROGRAM:
 NAME: ROGER KLEIN
 CARE OF:
 STREET ADDRESS: 63 BEETHOVEN AVE
 CITY, STATE, ZIP CODE: WABAN, MA 02468-1732
 TELEPHONE: 617-467-5643
 E-MAIL ADDRESS: ROGERKLEIN2000@YAHOO.COM
 FORM AND CONTENT: ANY FORM
 SUBMISSION DEADLINES: NONE
 RESTRICTIONS ON AWARDS: NONE

**Fidelity Investments - Cash Disbursements
2013**

DATE	DESCRIPTION	PAYMENT AMOUNT	Contributions
01/31/13	Camp HASC	250 00	250.00
02/04/13	Clifton jewish Center	1,000 00	1,000.00
02/25/13	Friendship Circle	1,000 00	1,000.00
03/19/13	Museum of Science	2,500 00	2,500.00
07/15/13	Aish Ha Torah	700 00	700.00
07/26/13	Temple Emanuel	3,104 00	3,104.00
09/25/13	Temple Emanuel	5,000 00	5,000.00
10/21/13	Solomon Schechter Day School	83,333 00	83,333.00
10/22/13	Jewish National Fund	8,500 00	8,500.00
11/15/13	Jewish National Fund	4,500 00	4,500.00
12/05/13	Solomon Schechter Day School	30,000 00	30,000.00
12/12/13	Newton Tree Conservancy	400 00	400.00
12/20/13	American Techaion Society	20,000 00	20,000.00
12/20/13	Brauser Maimonedos Academy	500 00	500.00
12/20/13	OK International	1,000 00	1,000.00
12/20/13	Jewish Family & Childrens Service	5,000 00	5,000.00
12/31/13	Hillel Foundation	5,000.00	5,000.00
12/31/13	American Techaion Society	15,000.00	15,000.00
03/19/13	USFMC	1,600 00	1,600.00
05/29/13	NDI	5,000 00	5,000.00
04/17/13	Manhattan Theater Club	2,500 00	2,500.00
06/18/13	Chai Lifeline	2,500 00	2,500.00
06/26/13	Rutgers University	100,000 00	100,000.00
06/26/13	Montclair Art Museum	15,550 00	15,550.00
09/27/13	Jewish Family Services	5,000 00	5,000.00
09/26/13	Gift of Life America	10,000 00	10,000.00
09/29/13	NYJ Camps	25,000 00	25,000.00
09/29/13	Harvard Law School	10,000 00	10,000.00
		363,937 00	363,937 00

Goldman Sachs - Banking Services Account

2013

DATE	DESCRIPTION	PAYMENT AMOUNT	Contributions
12/13/13	National Democratic Institute	5,000 00	5,000.00
12/13/13	Montclair Art Museum	5,000 00	5,000 00
12/13/13	Daughters of Miriam	600 00	600.00
12/13/13	Jewish Family Service	1,000 00	1,000.00
			11,600.00

YEAR TO DATE GAINS AND LOSSES

This information is for general guidance and should not be used for tax purposes. You should use only your official form 1099's or other tax records for tax reporting. This information is not, and should not be construed as tax, accounting or legal advice. Please consult with your tax advisor regarding the tax consequences of your investment decisions. The cost basis and acquisition dates of securities that you acquired elsewhere and that were subsequently delivered into your Goldman Sachs account were provided by you or a third party and Goldman Sachs makes no representation as to the accuracy of such information.

	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds	Cost Basis	FX Gain (Loss)	Market Gain (Loss)	Total Gain (Loss)	Holding Period
BOEING COMPANY CMN	Apr 26 2013	May 08 2013	26 00	2,446 15	2,415 92	0 00	30 23	30 23	ST
NIKE CLASS-B CMN CLASS B	Apr 26 2013	May 08 2013	38 00	2,426 71	2,345 11	0 00	81 60	81 60	ST
JOHNSON & JOHNSON CMN	Apr 26 2013	May 23 2013	5 00	436 40	425 00	0 00	11 40	11 40	ST
	May 21 2013	May 23 2013	39 00	3,403 91	3,437 46	0 00	(33 55)	(33 55)	ST
JOHNSON & JOHNSON CMN DISALLOWED LOSSES								33 55	
OCCIDENTAL PETROLEUM CORP CMN	Apr 26 2013	Jun 07 2013	116 00	10,794 46	9,876 24	0 00	918 22	918 22	ST
	May 21 2013	Jun 07 2013	19 00	1,768 06	1,782 58	0 00	(14 52)	(14 52)	ST
PRAXAIR, INC CMN SERIES	Apr 26 2013	Jun 07 2013	99 00	11,288 32	11,155 32	0 00	133 00	133 00	ST
	May 21 2013	Jun 07 2013	16 00	1,824 37	1,859 04	0 00	(34 67)	(34 67)	ST
JOHNSON & JOHNSON CMN	Apr 26 2013	Jul 09 2013	39 00	3,458 98	3,348 55	0 00	110 43	110 43	ST
	Apr 26 2013	Jul 09 2013	198 00	17,560 95	16,830 00	0 00	730 95	730 95	ST
PEPSICO INC CMN	Apr 26 2013	Jul 17 2013	73 00	6,138 96	6,017 39	0 00	121 57	121 57	ST
AMERICAN EXPRESS CO CMN	Apr 26 2013	Jul 31 2013	257 00	19,127 41	17,396 33	0 00	1,731 08	1,731 08	ST
	May 21 2013	Jul 31 2013	43 00	3,200 30	3,222 42	0 00	(22 12)	(22 12)	ST
MC DONALD'S CORP CMN	Apr 26 2013	Jul 31 2013	84 00	8,232 68	8,462 16	0 00	(229 48)	(229 48)	ST
	May 21 2013	Jul 31 2013	14 00	1,372 11	1,426 88	0 00	(54 77)	(54 77)	ST
GOOGLE, INC CMN CLASS A	May 21 2013	Aug 15 2013	4 00	3,448 56	3,625 40	0 00	(176 84)	(176 84)	ST
VISA INC CMN CLASS A	Apr 26 2013	Aug 20 2013	84 00	14,584 56	14,091 84	0 00	492 72	492 72	ST
	May 21 2013	Aug 20 2013	13 00	2,257 13	2,364 57	0 00	(107 44)	(107 44)	ST
ABBOTT LABORATORIES CMN	May 21 2013	Sep 25 2013	18 00	607 12	682 38	0 00	(75 26)	(75 26)	ST
ABBOTT LABORATORIES CMN DISALLOWED LOSSES								75 26	
ALTERA CORP CMN	May 21 2013	Sep 25 2013	16 00	595 18	543 84	0 00	51 34	51 34	ST
AMAZON COM INC CMN	May 21 2013	Sep 25 2013	4 00	1,257 29	1,077 16	0 00	180 13	180 13	ST
AMERICAN TOWER CORPORATION CMN	May 21 2013	Sep 25 2013	16 00	1,166 53	1,355 20	0 00	(188 67)	(188 67)	ST
APPLE, INC CMN	May 21 2013	Sep 25 2013	2 00	966 22	871 32	0 00	94 90	94 90	ST
BANK OF AMERICA CORP CMN	Jul 31 2013	Sep 25 2013	84 00	1,184 37	1,239 11	0 00	(54 74)	(54 74)	ST
BANK OF AMERICA CORP CMN DISALLOWED LOSSES								54 74	

Statement Detail
GS: US PCP
Realized Gains and Losses (Continued)

Period Ended December 31, 2013

	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds	Cost Basis	FX Gain (Loss)	Market Gain (Loss)	Total Gain (Loss)	Holding Period
BOEING COMPANY CMN	May 21 2013	Sep 25 2013	10 00	1,188 17	990 70	0 00	197 47	197 47	ST
CHIPOTLE MEXICAN GRILL, INC CMN	Jul 31 2013	Sep 25 2013	1 00	416 56	411 86	0 00	4 70	4 70	ST
COSTCO WHOLESALE CORPORATION CMN	May 21 2013	Sep 25 2013	10 00	1,159 07	1,126 60	0 00	32 47	32 47	ST
DEVON ENERGY CORPORATION (NEW) CMN	May 21 2013	Sep 25 2013	20 00	1,196 97	1,200 60	0 00	(3 63)	(3 63)	ST
EBAY INC CMN	Aug 20 2013	Sep 25 2013	22 00	1,196 33	1,152 44	0 00	43 89	43 89	ST
EMC CORPORATION MASS CMN	May 21 2013	Sep 25 2013	46 00	1,189 99	1,110 90	0 00	79 09	79 09	ST
EXXON MOBIL CORPORATION CMN	May 21 2013	Sep 25 2013	7 00	610 38	649 95	0 00	(39 57)	(39 57)	ST
EXXON MOBIL CORPORATION CMN								39 57	
DISALLOWED LOSSES									
FEDEX CORP CMN	May 21 2013	Sep 25 2013	10 00	1,134 18	1,023 50	0 00	110 68	110 68	ST
GENERAL ELECTRIC CO CMN	May 21 2013	Sep 25 2013	74 00	1,790 02	1,756 02	0 00	34 00	34 00	ST
GOOGLE, INC CMN CLASS A	Apr 26 2013	Sep 25 2013	1 00	879 98	799 18	0 00	80 80	80 80	ST
HONEYWELL INTL INC CMN	May 21 2013	Sep 25 2013	14 00	1,177 37	1,130 36	0 00	47 01	47 01	ST
JPMORGAN CHASE & CO CMN	May 21 2013	Sep 25 2013	23 00	1,175 27	1,220 84	0 00	(45 57)	(45 57)	ST
LOWES COMPANIES INC CMN	May 21 2013	Sep 25 2013	25 00	1,185 97	1,081 00	0 00	104 97	104 97	ST
MERCK & CO, INC CMN	Apr 26 2013	Sep 25 2013	25 00	1,186 47	1,200 25	0 00	(13 78)	(13 78)	ST
MICROSOFT CORPORATION CMN	Jul 31 2013	Sep 25 2013	36 00	1,171 77	1,152 53	0 00	19 24	19 24	ST
NIKE CLASS-B CMN CLASS B	May 21 2013	Sep 25 2013	17 00	1,175 52	1,111 97	0 00	63 55	63 55	ST
ORACLE CORPORATION CMN	May 21 2013	Sep 25 2013	18 00	609 10	631 26	0 00	(22 16)	(22 16)	ST
PEPSICO INC CMN	Apr 26 2013	Sep 25 2013	7 00	561 11	577 01	0 00	(15 90)	(15 90)	ST
PROCTER & GAMBLE COMPANY (THE) CMN	May 21 2013	Sep 25 2013	15 00	1,175 22	1,187 25	0 00	(12 03)	(12 03)	ST
PRUDENTIAL FINANCIAL INC CMN	May 21 2013	Sep 25 2013	15 00	1,176 27	1,031 10	0 00	145 17	145 17	ST
QUALCOMM INC CMN	May 21 2013	Sep 25 2013	17 00	1,165 15	1,120 30	0 00	44 85	44 85	ST
SCHLUMBERGER LTD CMN	May 21 2013	Sep 25 2013	13 00	1,150 34	1,005 16	0 00	145 18	145 18	ST
THE TRAVELERS COMPANIES, INC CMN	Apr 26 2013	Sep 25 2013	14 00	1,201 73	1,196 02	0 00	5 71	5 71	ST
VERTEX PHARMACEUTICALS INC CMN	Jun 07 2013	Sep 25 2013	8 00	597 66	656 16	0 00	(58 50)	(58 50)	ST
VIACOM INC CMN CLASS B	May 21 2013	Sep 25 2013	14 00	1,161 41	968 80	0 00	192 61	192 61	ST
WAL MART STORES INC CMN	Jul 17 2013	Sep 25 2013	8 00	600 62	621 29	0 00	(20 67)	(20 67)	ST
PROCTER & GAMBLE COMPANY (THE) CMN	Apr 26 2013	Oct 15 2013	237 00	18,474 17	18,263 60	0 00	210 57	210 57	ST
	May 21 2013	Oct 15 2013	24 00	1,870 80	1,899 60	0 00	(28 80)	(28 80)	ST

Realized Gains and Losses (Continued)

Period Ended December 31, 2013

	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds	Cost Basis	FX Gain (Loss)	Market Gain (Loss)	Total Gain (Loss)	Holding Period
VERTEX PHARMACEUTICALS INC CMN	Jun 07 2013	Nov 06 2013	144 00	9,089 79	11,810 94	0 00	(2,721 15)	(2,721 15)	ST
	Jun 19 2013	Nov 06 2013	32 00	2,019 95	2,552 10	0 00	(532 15)	(532 15)	ST
ABBOTT LABORATORIES CMN	Jun 10 2013	Nov 08 2013	16 00	603 34	610 83	0 00	(7 49)	(7 49)	ST
ALTERA CORP CMN	May 21 2013	Nov 08 2013	18 00	601 00	611 82	0 00	(10 82)	(10 82)	ST
AMAZON COM INC CMN	May 21 2013	Nov 08 2013	2 00	695 54	538 58	0 00	156 96	156 96	ST
AMERICAN TOWER CORPORATION CMN	May 21 2013	Nov 08 2013	2 00	154 61	169 40	0 00	(14 79)	(14 79)	ST
APPLE, INC CMN	May 21 2013	Nov 08 2013	1 00	518 76	435 66	0 00	83 10	83 10	ST
BANK OF AMERICA CORP CMN	Aug 20 2013	Nov 08 2013	43 00	608 86	648 60	0 00	(39 74)	(39 74)	ST
BANK OF AMERICA CORP CMN DISALLOWED LOSSES								39 74	
BOEING COMPANY CMN	May 21 2013	Nov 08 2013	5 00	666 88	495 35	0 00	171 33	171 33	ST
CHIPOTLE MEXICAN GRILL, INC CMN	Jul 31 2013	Nov 08 2013	1 00	534 34	411 86	0 00	122 48	122 48	ST
COSTCO WHOLESALE CORPORATION CMN	May 21 2013	Nov 08 2013	5 00	609 43	563 30	0 00	46 13	46 13	ST
DEVON ENERGY CORPORATION (NEW) CMN	May 21 2013	Nov 08 2013	10 00	602 08	600 30	0 00	1 78	1 78	ST
EXXON MOBIL CORPORATION CMN	Jun 10 2013	Nov 08 2013	7 00	645 24	650 59	0 00	(5 35)	(5 35)	ST
FEDEX CORP CMN	May 08 2013	Nov 08 2013	1 00	132 20	101 13	0 00	31 07	31 07	ST
	May 21 2013	Nov 08 2013	4 00	528 78	409 40	0 00	119 38	119 38	ST
GENERAL ELECTRIC CO CMN	May 21 2013	Nov 08 2013	23 00	616 96	545 79	0 00	71 17	71 17	ST
GOOGLE, INC CMN CLASS A	Apr 26 2013	Nov 08 2013	1 00	1,013 95	799 18	0 00	214 77	214 77	ST
HONEYWELL INTL INC CMN	May 21 2013	Nov 08 2013	7 00	607 44	565 18	0 00	42 26	42 26	ST
JPMORGAN CHASE & CO CMN	May 21 2013	Nov 08 2013	11 00	584 74	583 88	0 00	0 86	0 86	ST
MERCK & CO, INC CMN	Apr 26 2013	Nov 08 2013	13 00	603 05	624 13	0 00	(21 08)	(21 08)	ST
MICROSOFT CORPORATION CMN	Oct 15 2013	Nov 08 2013	16 00	600 46	559 05	0 00	41 41	41 41	ST
NIKE CLASS-B CMN CLASS B	May 21 2013	Nov 08 2013	8 00	612 78	523 28	0 00	89 50	89 50	ST
ORACLE CORPORATION CMN	May 21 2013	Nov 08 2013	18 00	613 24	631 26	0 00	(18 02)	(18 02)	ST
PEPSICO INC CMN	Apr 26 2013	Nov 08 2013	7 00	596 17	577 01	0 00	19 16	19 16	ST
PRUDENTIAL FINANCIAL INC CMN	May 21 2013	Nov 08 2013	7 00	611 64	481 18	0 00	130 46	130 46	ST
QUALCOMM INC CMN	May 21 2013	Nov 08 2013	9 00	606 04	593 10	0 00	12 94	12 94	ST
SCHLUMBERGER LTD CMN	May 21 2013	Nov 08 2013	7 00	653 50	541 24	0 00	112 26	112 26	ST
THE TRAVELERS COMPANIES, INC CMN	Apr 26 2013	Nov 08 2013	7 00	611 71	598 01	0 00	13 70	13 70	ST
UNITEDHEALTH GROUP INCORPORATE CMN	Nov 06 2013	Nov 08 2013	9 00	630 88	629 86	0 00	1 02	1 02	ST
VIACOM INC CMN CLASS B	May 21 2013	Nov 08 2013	7 00	570 70	484 40	0 00	86 30	86 30	ST
WAL MART STORES INC CMN	Jul 17 2013	Nov 08 2013	8 00	619 42	621 29	0 00	(1 87)	(1 87)	ST
LOWES COMPANIES INC CMN	Apr 26 2013	Nov 12 2013	339 00	16,864 96	12,827 76	0 00	4,037 20	4,037 20	ST

Period Ended December 31, 2013

	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds	Cost Basis	FX Gain (Loss)	Market Gain (Loss)	Total Gain (Loss)	Holding Period
ABBOTT LABORATORIES CMN	May 21 2013	Nov 12 2013	30.00	1,492.47	1,297.20	0.00	195.27	195.27	ST
	May 21 2013	Dec 10 2013	14.00	519.45	530.74	0.00	(11.29)	(11.29)	ST
	Jun 10 2013	Dec 10 2013	2.00	74.20	76.35	0.00	(2.15)	(2.15)	ST
AMERICAN TOWER CORPORATION CMN	May 21 2013	Dec 10 2013	8.00	634.94	677.60	0.00	(42.66)	(42.66)	ST
APPLE, INC CMN	May 21 2013	Dec 10 2013	2.00	1,133.04	871.32	0.00	261.72	261.72	ST
BOEING COMPANY CMN	May 21 2013	Dec 10 2013	5.00	668.88	495.35	0.00	173.53	173.53	ST
CHIPOTLE MEXICAN GRILL, INC CMN	Jul 31 2013	Dec 10 2013	1.00	521.74	411.86	0.00	109.88	109.88	ST
DEVON ENERGY CORPORATION (NEW) CMN	May 21 2013	Dec 10 2013	10.00	608.78	600.30	0.00	8.48	8.48	ST
EBAY INC CMN	Aug 20 2013	Dec 10 2013	12.00	623.02	628.60	0.00	(5.58)	(5.58)	ST
EMC CORPORATION MASS CMN	May 21 2013	Dec 10 2013	26.00	612.02	627.90	0.00	(15.88)	(15.88)	ST
EXXON MOBIL CORPORATION CMN	May 21 2013	Dec 10 2013	5.00	478.94	464.25	0.00	14.69	14.69	ST
GENERAL ELECTRIC CO CMN	May 21 2013	Dec 10 2013	45.00	1,221.05	1,067.85	0.00	153.20	153.20	ST
GOOGLE, INC CMN CLASS A	Apr 26 2013	Dec 10 2013	1.00	1,087.56	799.18	0.00	288.38	288.38	ST
JPMORGAN CHASE & CO CMN	May 21 2013	Dec 10 2013	11.00	623.13	583.88	0.00	39.25	39.25	ST
MERCK & CO, INC CMN	Apr 26 2013	Dec 10 2013	12.00	593.50	576.12	0.00	17.38	17.38	ST
MICROSOFT CORPORATION CMN	Oct 15 2013	Dec 10 2013	16.00	609.42	559.05	0.00	50.37	50.37	ST
NIKE CLASS-B CMN CLASS B	May 21 2013	Dec 10 2013	7.00	554.25	457.87	0.00	96.38	96.38	ST
PRUDENTIAL FINANCIAL INC CMN	May 21 2013	Dec 10 2013	7.00	622.98	481.18	0.00	141.80	141.80	ST
SCHLUMBERGER LTD CMN	May 21 2013	Dec 10 2013	7.00	609.68	541.24	0.00	68.44	68.44	ST
WAL MART STORES INC CMN	Jul 17 2013	Dec 10 2013	7.00	554.18	543.63	0.00	10.55	10.55	ST
WHOLE FOODS MARKET INC CMN	Nov 12 2013	Dec 10 2013	11.00	612.68	646.13	0.00	(33.45)	(33.45)	ST
SHORT TERM GAINS				Sale Proceeds	Cost Basis	FX Gain (Loss)	Market Gain (Loss)	Total Gain (Loss)	
				169,924.93	156,440.84	0.00	13,484.09	13,484.09	
SHORT TERM LOSSES				56,683.55	61,419.69	0.00	(4,736.14)	(4,736.14)	
SHORT TERM DISALLOWED LOSSES								242.86	
NET SHORT TERM GAINS (LOSSES)				226,608.48	217,860.53	0.00	8,747.95	8,990.81	

HARDING LOEVNER: NON-US EQ

Realized Gains and Losses

Period Ended December 31, 2013

YEAR TO DATE GAINS AND LOSSES

This information is for general guidance and should not be used for tax purposes. You should use only your official form 1099's or other tax records for tax reporting. This information is not, and should not be construed as tax, accounting or legal advice. Please consult with your tax advisor regarding the tax consequences of your investment decisions. The cost basis and acquisition dates of securities that you acquired elsewhere and that were subsequently delivered into your Goldman Sachs account were provided by you or a third party and Goldman Sachs makes no representation as to the accuracy of such information.

	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds	Cost Basis	FX Gain (Loss)	Market Gain (Loss)	Total Gain (Loss)	Holding Period
ITAU UNIBANCO BANCO HLDNG S A SPONSORED ADR CMN	May 06 2013	May 21 2013	0 10	1 39	0 00	0 00	1 39	1 39	ST
HSBC HOLDINGS PLC SPONSORED ADR CMN	May 06 2013	Jun 05 2013	40 00	2,206 70	2,232 74	0 00	(26 04)	(26 04)	ST
	May 22 2013	Jun 05 2013	8 00	441 34	462 16	0 00	(20 82)	(20 82)	ST
ARM HOLDINGS PLC SPON ADR SPONSORED ADR CMN	May 06 2013	Jun 18 2013	87 00	3,447 14	4,224 84	0 00	(777 70)	(777 70)	ST
ARM HOLDINGS PLC SPON ADR SPONSORED ADR CMN DISALLOWED LOSSES								268 17	
AIR LIQUIDE ADR ADR CMN	May 06 2013	Jul 24 2013	54 00	1,400 59	1,387 33	0 00	13 26	13 26	ST
LONZA GROUP AG UNSPONSORED ADR CMN	May 06 2013	Sep 12 2013	325 00	2,604 83	2,353 68	0 00	251 15	251 15	ST
POTASH CORP OF SASKATCHEWAN INC	May 06 2013	Sep 19 2013	83 00	2,852 39	3,533 31	0 00	(880 92)	(880 92)	ST
	May 22 2013	Sep 19 2013	15 00	479 35	636 75	0 00	(157 40)	(157 40)	ST
XINYI GLASS HLDGS LTD ADR CMN	May 06 2013	Sep 19 2013	43 00	771 31	602 00	0 00	169 31	169 31	ST
AIA GROUP LIMITED SPONSORED ADR CMN SERIES	May 06 2013	Sep 25 2013	24 00	457 91	432 00	0 00	25 91	25 91	ST
ALLIANZ SE ADR CMN	May 06 2013	Sep 25 2013	36 00	576 34	528 12	0 00	48 22	48 22	ST
ANHEUSER-BUSCH INBEV S A SPONSORED ADR CMN	May 06 2013	Sep 25 2013	4 00	398 87	384 44	0 00	14 43	14 43	ST
ATLAS COPCO AB SPONS ADR NEW REPSTG COM SER-A	May 06 2013	Sep 25 2013	12 00	351 23	314 40	0 00	36 83	36 83	ST
BAIDU, INC. SPONSORED ADR CMN	Jun 11 2013	Sep 25 2013	2 00	302 69	201 01	0 00	101 68	101 68	ST
BANCO BILBAO VIZCAYA S A ADR SPONSORED ADR CMN USD0 3296	May 06 2013	Sep 25 2013	23 00	259 43	223 79	0 00	35 64	35 64	ST
BAYERISCHE MOTOREN WERKE AKTIE ADR CMN	May 06 2013	Sep 25 2013	7 00	253 18	218 33	0 00	34 85	34 85	ST
BG GROUP PLC SPON ADR ADR CMN	May 06 2013	Sep 25 2013	17 00	328 09	303 79	0 00	24 30	24 30	ST
CANADIAN NATIONAL RAILWAY CO CMN	May 06 2013	Sep 25 2013	3 00	300 08	299 55	0 00	0 53	0 53	ST

Statement Detail

HARDING LOEVNER: NON-US EQ

Realized Gains and Losses (Continued)

Period Ended December 31, 2013

	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds	Cost Basis	FX Gain (Loss)	Market Gain (Loss)	Total Gain (Loss)	Holding Period
CSL LIMITED UNSPONSORED ADR CMN	May 06 2013	Sep 25 2013	10.00	305.39	321.70	0.00	(16.31)	(16.31)	ST
DASSAULT SYSTEMES SPONSORED ADR CMN	May 06 2013	Sep 25 2013	4.00	532.15	482.16	0.00	49.99	49.99	ST
DBS GROUP HOLDINGS SPONSORED ADR CMN	May 06 2013	Sep 25 2013	6.00	318.77	341.40	0.00	(22.63)	(22.63)	ST
FANUC CORP UNSPONSORED ADR CMN	May 06 2013	Sep 25 2013	17.00	472.76	432.65	0.00	40.11	40.11	ST
FRESENIUS MEDICAL CARE AG & CO KGAA SPONSORED ADR CMN	May 06 2013	Sep 25 2013	15.00	490.49	519.00	0.00	(28.51)	(28.51)	ST
HONG KONG EXCHANGES & CLEARING UNSPONSORED ADR CMN	Jun 13 2013	Sep 25 2013	15.00	243.74	236.55	0.00	7.19	7.19	ST
ICICI BANK LIMITED SPONS ADR	May 06 2013	Sep 25 2013	8.00	249.99	371.93	0.00	(121.94)	(121.94)	ST
IMPERIAL OIL LIMITED CMN	May 06 2013	Sep 25 2013	6.00	262.55	237.78	0.00	24.77	24.77	ST
ITAU UNIBANCO BANCO HLDNG S A SPONSORED ADR CMN	May 06 2013	Sep 25 2013	31.00	437.09	468.82	0.00	(31.73)	(31.73)	ST
ITAU UNIBANCO BANCO HLDNG S A SPONSORED ADR CMN								31.73	
SPONSORED ADR CMN DISALLOWED LOSSES									
JGC CORP UNSPONSORED ADR CMN	May 06 2013	Sep 25 2013	6.00	435.29	368.58	0.00	66.71	66.71	ST
L'OREAL CO (ADR) ADR CMN	May 06 2013	Sep 25 2013	13.00	446.15	458.25	0.00	(12.10)	(12.10)	ST
LVMH MOET HENNESSY LOUIS VUITTON S A ADR CMN	May 06 2013	Sep 25 2013	6.00	238.13	211.80	0.00	26.33	26.33	ST
NESTLE SA SPONSORED ADR (REP 1/20 CHF 10 REGD SHS)	May 06 2013	Sep 25 2013	7.00	485.58	491.04	0.00	(5.46)	(5.46)	ST
NOKIAN RENKAAT OY ADR CMN	May 06 2013	Sep 25 2013	12.00	304.91	259.56	0.00	45.35	45.35	ST
NOVO-NORDISK A/S ADR ADR CMN	Jun 11 2013	Sep 25 2013	2.00	337.59	331.44	0.00	6.15	6.15	ST
ROCHE HOLDING AG ADR B SHS(NOM CHF 100) VAL 224'184	May 06 2013	Sep 25 2013	7.00	463.88	435.70	0.00	28.18	28.18	ST
SAP AG (SPON ADR)	May 06 2013	Sep 25 2013	8.00	604.62	648.01	0.00	(43.39)	(43.39)	ST
SCHLUMBERGER LTD CMN	May 06 2013	Sep 25 2013	4.00	355.63	305.57	0.00	50.06	50.06	ST
SCHNEIDER ELECTRIC SA UNSPONSORED ADR (FRANCE)	May 06 2013	Sep 25 2013	28.00	496.44	424.20	0.00	72.24	72.24	ST
SWATCH GROUP SA (THE) ADR CMN	May 06 2013	Sep 25 2013	9.00	289.88	263.25	0.00	26.63	26.63	ST
SYSMEX CORP ADR CMN	May 06 2013	Sep 25 2013	13.00	414.43	412.22	0.00	2.21	2.21	ST
TESCO PLC (SPONSORED) ADR SPONSORED ADR CMN	May 06 2013	Sep 25 2013	15.00	261.74	258.15	0.00	3.59	3.59	ST
UNICHARM CORP SPONSORED ADR CMN	May 06 2013	Sep 25 2013	38.00	429.39	487.91	0.00	(58.52)	(58.52)	ST
WPP PLC ADR CMN	May 06 2013	Sep 25 2013	5.00	515.54	422.25	0.00	93.29	93.29	ST
LONZA GROUP AG UNSPONSORED ADR CMN	May 06 2013	Oct 01 2013	131.00	1,070.08	948.72	0.00	121.36	121.36	ST
	May 22 2013	Oct 01 2013	88.00	718.83	672.32	0.00	46.51	46.51	ST

HARDING LOEVNER: NON-US EQ

Realized Gains and Losses (Continued)

Period Ended December 31, 2013

	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds	Cost Basis	FX Gain (Loss)	Market Gain (Loss)	Total Gain (Loss)	Holding Period
FRESENIUS MEDICAL CARE AG & CO KGAA SPONSORED ADR CMN	May 06 2013	Oct 07 2013	61 00	1,968 39	2,110 60	0 00	(142 21)	(142 21)	ST
AIA GROUP LIMITED SPONSORED ADR CMN SERIES	May 06 2013	Nov 08 2013	11 00	216 14	198 00	0 00	18 14	18 14	ST
AIR LIQUIDE ADR ADR CMN	May 06 2013	Nov 08 2013	18 00	477 71	462 44	0 00	15 27	15 27	ST
ARM HOLDINGS PLC SPON ADR SPONSORED ADR CMN	May 06 2013	Nov 08 2013	8 00	362 71	388 49	0 00	(25 78)	(25 78)	ST
BAIDU, INC SPONSORED ADR CMN	Jun 11 2013	Nov 08 2013	2 00	300 69	201 01	0 00	99 68	99 68	ST
BAYERISCHE MOTOREN WERKE AKTIE ADR CMN	May 06 2013	Nov 08 2013	6 00	217 79	187 14	0 00	30 65	30 65	ST
BUNGE LIMITED ORD CMN	May 06 2013	Nov 08 2013	5 00	403 69	356 40	0 00	47 29	47 29	ST
CANADIAN NATIONAL RAILWAY CO CMN	May 06 2013	Nov 08 2013	2 00	223 31	199 70	0 00	23 61	23 61	ST
FANUC CORP UNSPONSORED ADR CMN	May 06 2013	Nov 08 2013	8 00	209 51	203 60	0 00	5 91	5 91	ST
JGC CORP UNSPONSORED ADR CMN	May 06 2013	Nov 08 2013	3 00	227 69	184 29	0 00	43 40	43 40	ST
L'OREAL CO (ADR) ADR CMN	May 06 2013	Nov 08 2013	7 00	230 92	246 75	0 00	(15 83)	(15 83)	ST
NESTLE SA SPONSORED ADR (REP 1/20 CHF 10 REGD SHS)	May 06 2013	Nov 08 2013	3 00	215 27	210 45	0 00	4 82	4 82	ST
ROCHE HOLDING AG ADR B SHS(NOM CHF 100) VAL 224 184	May 06 2013	Nov 08 2013	3 00	204 89	186 73	0 00	18 16	18 16	ST
SAP AG (SPON ADR)	May 06 2013	Nov 08 2013	3 00	236 06	243 00	0 00	(6 94)	(6 94)	ST
SCHLUMBERGER LTD CMN	May 06 2013	Nov 08 2013	3 00	280 10	229 18	0 00	50 92	50 92	ST
SYSMEX CORP ADR CMN	May 06 2013	Nov 08 2013	7 00	223 99	221 96	0 00	2 03	2 03	ST
TAIWAN SEMICONDUCTOR MFG ADS LTD ADS 1ADS EQUALS 50RDS	May 06 2013	Nov 08 2013	28 00	501 47	547 96	0 00	(46 49)	(46 49)	ST
TURKIYE GARANTI BANKASI AS GDS CMN	May 06 2013	Nov 08 2013	59 00	214 75	353 41	0 00	(138 66)	(138 66)	ST
XINYI GLASS HLDGS LTD ADR CMN	May 06 2013	Nov 08 2013	11 00	214 05	154 00	0 00	60 05	60 05	ST
Sales Proceeds									
				Cost Basis	FX Gain (Loss)	Market Gain (Loss)	Total Gain (Loss)		
SHORT TERM GAINS				18,834 34	16,946 24	0 00	1,888 10	1,888 10	
SHORT TERM LOSSES				16,508 69	19,088 07	0 00	(2,579 38)	(2,579 38)	
SHORT TERM DISALLOWED LOSSES							299 90		
NET SHORT TERM GAINS (LOSSES)				35,343.03	36,034.31	0.00	(691.28)	(391.38)	