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

Name of foundation HITE MEMORIAL FUND		A Employer identification number 25-6338897						
Number and street (or P.O. box number if mail is not delivered to street address) Room/suite 1100 WEHRLE DRIVE, 2ND FLOOR		B Telephone number (see instructions) 716-842-5506						
City or town, state or province, country, and ZIP or foreign postal code BUFFALO, NY 14221		C If exemption application is pending, check here <input type="checkbox"/>						
G Check all that apply: <table border="1"> <tr> <td><input type="checkbox"/> Initial return</td> <td><input type="checkbox"/> Initial return of a former public charity</td> </tr> <tr> <td><input type="checkbox"/> Final return</td> <td><input type="checkbox"/> Amended return</td> </tr> <tr> <td><input type="checkbox"/> Address change</td> <td><input type="checkbox"/> Name change</td> </tr> </table>		<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity	<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return	<input type="checkbox"/> Address change	<input type="checkbox"/> Name change	D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity							
<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return							
<input type="checkbox"/> Address change	<input type="checkbox"/> Name change							
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>						
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 1,031,919.		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>						
J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)								

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received (attach schedule)				
2	Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	23,545.	23,300.		STMT 1
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	71,419.			
b	Gross sales price for all assets on line 6a 607,306.				
7	Capital gain net income (from Part IV, line 2)		71,419.		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less: Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule)				
12	Total. Add lines 1 through 11	94,964.	94,719.		
13	Compensation of officers, directors, trustees, etc.	13,853.	13,853.		
14	Other employee salaries and wages		NONE	NONE	
15	Pension plans, employee benefits		NONE	NONE	
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule)				
c	Other professional fees (attach schedule)				
17	Interest				
18	Taxes (attach schedule) (see instructions) STMT. 2	2,414.	234.		
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings		NONE	NONE	
22	Printing and publications		NONE	NONE	
23	Other expenses (attach schedule) STMT. 3	211.	211.		
24	Total operating and administrative expenses. Add lines 13 through 23	16,478.	14,298.	NONE	
25	Contributions, gifts, grants paid	75,414.			75,414.
26	Total expenses and disbursements. Add lines 24 and 25	91,892.	14,298.	NONE	75,414.
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	3,072.			
b	Net investment income (if negative, enter -0-)		80,421.		
c	Adjusted net income (if negative, enter -0-)				

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SCANNED MAY 19 2014 Operating and Administrative Expenses

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		419.	9,988.	9,988.
	2	Savings and temporary cash investments		20,757.	18,293.	18,293.
	3	Accounts receivable ▶ -----				
		Less: allowance for doubtful accounts ▶ -----				
	4	Pledges receivable ▶ -----				
		Less: allowance for doubtful accounts ▶ -----				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
	7	Other notes and loans receivable (attach schedule) ▶ -----				
		Less: allowance for doubtful accounts ▶ -----	NONE			
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10 a	Investments - U.S. and state government obligations (attach schedule)				
	b	Investments - corporate stock (attach schedule) STMT 4		54,648.	54,140.	78,695.
	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) STMT 8		859,133.	855,478.	924,943.	
14	Land, buildings, and equipment: basis Less: accumulated depreciation ▶ ----- (attach schedule)					
15	Other assets (describe ▶ -----)					
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		934,957.	937,899.	1,031,919.	
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe ▶ -----)				
23	Total liabilities (add lines 17 through 22)				NONE	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, . . . ▶ <input checked="" type="checkbox"/> check here and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds		934,957.	937,899.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund				
29	Retained earnings, accumulated income, endowment, or other funds					
30	Total net assets or fund balances (see instructions)		934,957.	937,899.		
31	Total liabilities and net assets/fund balances (see instructions)		934,957.	937,899.		

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)	1 934,957.
2	Enter amount from Part I, line 27a	2 3,072.
3	Other increases not included in line 2 (itemize) ▶ -----	3
4	Add lines 1, 2, and 3	4 938,029.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 10	5 130.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6 937,899.

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 PUBLICLY TRADED SECURITIES				
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 607,306.		535,887.	71,419.	
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a			71,419.	
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	71,419.
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	

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	24,609.	1,000,243.	0.024603
2011	51,477.	1,018,597.	0.050537
2010	49,761.	987,980.	0.050366
2009	41,668.	893,525.	0.046633
2008	48,134.	994,699.	0.048391
2 Total of line 1, column (d)			2 0.220530
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 0.044106
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5			4 1,023,180.
5 Multiply line 4 by line 3			5 45,128.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 804.
7 Add lines 5 and 6			7 45,932.
8 Enter qualifying distributions from Part XII, line 4 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.			8 75,414.

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

Table with 11 rows for excise tax calculations. Includes sub-rows 6a-6d for credits and payments. Total amount owed is 432, and amount overpaid is 402.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Columns include question number, 'Yes', and 'No'. 'No' is marked with 'X' for questions 1a, 1b, 1c, 2, 3, 4a, 4b, 5, 7, 8b, 9, and 10.

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? 13 X
Website address N/A
14 The books are in care of MANUFACTURERS AND TRADERS TRUST CO Telephone no. (716) 842-5506
Located at 1330 ELEVENTH AVENUE, ALTOONA, PA ZIP+4 16601
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here 15
16 At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? 16 Yes No X

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

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 X No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes X No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes X No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? Yes X No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? Yes X No
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) Yes X No
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? 1b
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 X No
If "Yes," list the years
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) 2b X
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? Yes X No
b If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.) 3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 4a X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013? 4b X

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

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

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

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

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

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

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

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

Organizations relying on a current notice regarding disaster assistance check here

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No
If "Yes," attach the statement required by Regulations section 53.4945-5(d).

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No **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? Yes No **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
M AND T TRUST CO 1100 WEHRLE DRIVE, 2ND FLOOR, BUFFALO, NY 14221	TRUSTEE 1	13,853.	-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		NONE	NONE	NONE

Total number of other employees paid over \$50,000 **NONE**

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		NONE

Total number of others receiving over \$50,000 for professional services ▶		NONE

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 NONE	
2	
3	
4	

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

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

	Amount
1 NONE	
2	
All other program-related investments. See instructions	
3 NONE	
Total. Add lines 1 through 3 ▶	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	999,468.
b	Average of monthly cash balances	1b	39,293.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	1,038,761.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	1,038,761.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	15,581.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,023,180.
6	Minimum investment return. Enter 5% of line 5	6	51,159.

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	51,159.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	804.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	804.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	50,355.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	50,355.
6	Deduction from distributable amount (see instructions)	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	50,355.

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	75,414.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	4	75,414.
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	804.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	74,610.

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				50,355.
2 Undistributed income, if any, as of the end of 2013:				
a Enter amount for 2012 only			48,682.	
b Total for prior years: 20 <u>11</u> , 20 <u> </u> , 20 <u> </u>		NONE		
3 Excess distributions carryover, if any, to 2013:				
a From 2008	NONE			
b From 2009	NONE			
c From 2010	NONE			
d From 2011	NONE			
e From 2012	NONE			
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2013 from Part XII, line 4: ► \$ <u>75,414.</u>				
a Applied to 2012, but not more than line 2a			48,682.	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2013 distributable amount				26,732.
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2013 <i>(If an amount appears in column (d), the same amount must be shown in column (a).)</i>	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	NONE			
b Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
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		NONE		
d Subtract line 6c from line 6b. Taxable amount - see instructions		NONE		
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instructions				
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				23,623.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	NONE			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)	NONE			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9:				
a Excess from 2009	NONE			
b Excess from 2010	NONE			
c Excess from 2011	NONE			
d Excess from 2012	NONE			
e Excess from 2013	NONE			

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

NOT APPLICABLE

1a 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)

Table with columns for Tax year (2013, 2012, 2011, 2010) and (e) Total. Rows include 2a (Adjusted net income), 2b (85% of line 2a), 2c (Qualifying distributions from Part XII), 2d (Amounts included in line 2c not used directly for active conduct of exempt activities), 2e (Qualifying distributions made directly for active conduct of exempt activities), 3 (Complete 3a, b, or c for the alternative test relied upon), 3a (Assets alternative test), 3b (Endowment alternative test), 3c (Support alternative test), and 3d (Gross investment income).

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

1 Information Regarding Foundation Managers:

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

N/A

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

N/A

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

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

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
NASON HOSPITAL ATTN: RAYMOND ASKEY NASON DRIVE ROARING SPRING PA 16673	NONE	PC	UNRESTRICTED GENERAL PURPOSES	42,986.
TRINITY UNITED METHODIST CHURCH ATTN: BETH TE 434 E MAIN STREET ROARING SPRING PA 16673	NONE	PC	UNRESTRICTED GENERAL PURPOSES	32,428.
Total				75,414.
b Approved for future payment				
Total				3b

**SCHEDULE D
(Form 1041)**

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

▶ Attach to Form 1041, Form 5227, or Form 990-T.
▶ Use Form 8949 to list your transactions for lines 1b, 2, 3, 8b, 9 and 10.
▶ Information about Schedule D and its separate instructions is at www.irs.gov/form1041

OMB No. 1545-0092

2013

Name of estate or trust

HITE MEMORIAL FUND

Employer identification number

25-6338897

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

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

See instructions for how to figure the amounts to enter on the lines below.

This form may be easier to complete if you round off cents to whole dollars.

	(d) Proceeds (sales price)	(e) Cost (or other basis)	(g) Adjustments to gain or loss from Form(s) 8949, Part I, line 2, column (g)	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
1a Totals for all short-term transactions reported on Form 1099-B for which basis was reported to the IRS and for which you have no adjustments (see instructions). However, if you choose to report all these transactions on Form 8949, leave this line blank and go to line 1b				
1b Totals for all transactions reported on Form(s) 8949 with Box A checked				
2 Totals for all transactions reported on Form(s) 8949 with Box B checked				
3 Totals for all transactions reported on Form(s) 8949 with Box C checked	105,715.	102,614.		3,101.
4 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824				4
5 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts				5
6 Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2012 Capital Loss Carryover Worksheet				6 ()
7 Net short-term capital gain or (loss). Combine lines 1a through 6 in column (h). Enter here and on line 17, column (3) on the back ▶				7 3,101.

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

See instructions for how to figure the amounts to enter on the lines below.

This form may be easier to complete if you round off cents to whole dollars.

	(d) Proceeds (sales price)	(e) Cost (or other basis)	(g) Adjustments to gain or loss from Form(s) 8949, Part II, line 2, column (g)	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
8a Totals for all long-term transactions reported on Form 1099-B for which basis was reported to the IRS and for which you have no adjustments (see instructions). However, if you choose to report all these transactions on Form 8949, leave this line blank and go to line 8b				
8b Totals for all transactions reported on Form(s) 8949 with Box D checked				
9 Totals for all transactions reported on Form(s) 8949 with Box E checked				
10 Totals for all transactions reported on Form(s) 8949 with Box F checked	491,025.	433,273.		57,752.
11 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824				11
12 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts				12
13 Capital gain distributions				13 10,566.
14 Gain from Form 4797, Part I				14
15 Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2012 Capital Loss Carryover Worksheet				15 ()
16 Net long-term capital gain or (loss). Combine lines 8a through 15 in column (h). Enter here and on line 18a, column (3) on the back ▶				16 68,318.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D (Form 1041) 2013

Part III Summary of Parts I and II		(1) Beneficiaries' (see instr.)	(2) Estate's or trust's	(3) Total
Caution: Read the instructions before completing this part.				
17	Net short-term gain or (loss)	17		3,101.
18	Net long-term gain or (loss):			
a	Total for year	18a		68,318.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht.)	18b		1.
c	28% rate gain	18c		
19	Total net gain or (loss). Combine lines 17 and 18a ▶	19		71,419.

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

Part IV Capital Loss Limitation

20	Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the smaller of: a The loss on line 19, column (3) or b \$3,000	20	()
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Note: If the loss on line 19, column (3), is more than \$3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** in the instructions to figure your capital loss carryover.

Part V Tax Computation Using Maximum Capital Gains Rates

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

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

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

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

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

Sales and Other Dispositions of Capital Assets

Department of the Treasury
Internal Revenue Service

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

2013

Attachment
Sequence No **12A**

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

Name(s) shown on return

HITE MEMORIAL FUND

Social security number or taxpayer identification number

25-6338897

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

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

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

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

- (A) Short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see Note above)
- (B) Short-term transactions reported on Form(s) 1099-B showing basis was not reported to the IRS
- (C) Short-term transactions not reported to you on Form 1099-B

1	(a) Description of property (Example: 100 sh. XYZ Co.)	(b) Date acquired (Mo, day, yr)	(c) Date sold or disposed (Mo., day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f) See the separate instructions.		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
20.	ACCO BRANDS COR	09/05/2012	05/14/2013	131.00	130.00			1.00
6.	BAIDU INC-SPON ADR	09/05/2012	05/14/2013	551.00	674.00			-123.00
2.	BIOGEN IDEC INC	09/05/2012	05/14/2013	458.00	293.00			165.00
4.	CARMAX INC	09/05/2012	05/14/2013	192.00	124.00			68.00
2.	CATERPILLAR INC COMMON	09/05/2012	05/14/2013	175.00	166.00			9.00
26.	CORNING INC COMMON ~	09/05/2012	05/14/2013	401.00	308.00			93.00
24.	DOLLAR TREE INC	09/05/2012	05/14/2013	1,180.00	1,175.00			5.00
4.	DOMINION RESOURCES INCO	09/05/2012	05/14/2013	241.00	210.00			31.00
8.	EATON VANCE CORP COM NO	09/05/2012	05/14/2013	340.00	220.00			120.00
4.	EBAY INCORPORATED	09/05/2012	05/14/2013	224.00	190.00			34.00
6.	ENERGIZER HOLDINGS INCO	09/05/2012	05/14/2013	606.00	415.00			191.00
16.	ISHARES HIGH DIVIDEND	09/05/2012	05/14/2013	1,099.00	969.00			130.00
8.	MEAD JOHNSON NUTRITION	09/05/2012	05/14/2013	645.00	600.00			45.00
10.	TERADATA CORP	09/05/2012	05/14/2013	537.00	783.00			-246.00

2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 1b (if Box A above is checked), line 2 (if Box B above is checked), or line 3 (if Box C above is checked) ►

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

For Paperwork Reduction Act Notice, see your tax return instructions.

Sales and Other Dispositions of Capital Assets

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

Department of the Treasury
Internal Revenue Service

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

Name(s) shown on return

Social security number or taxpayer identification number

HITE MEMORIAL FUND

25-6338897

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

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

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

- (A) Short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see Note above)
- (B) Short-term transactions reported on Form(s) 1099-B showing basis was not reported to the IRS
- (C) Short-term transactions not reported to you on Form 1099-B

1	(a) Description of property (Example: 100 sh. XYZ Co.)	(b) Date acquired (Mo., day, yr.)	(c) Date sold or disposed (Mo., day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). See the separate instructions.		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
	10. VERTEX PHARMACEUTICALS	09/05/2012	05/14/2013	806.00	549.00			257.00
	153.522 WILMINGTON MULTI-M ASSET - I	09/05/2012	05/14/2013	2,381.00	2,244.00			137.00
	269.076 GOLDMAN SACHS GROW #1132	12/05/2012	08/30/2013	7,757.00	6,808.00			949.00
	422.472 GOLDMAN SACHS GROW #1132	05/14/2013	08/30/2013	12,180.00	11,986.00			194.00
	101.29 GUINNESS ATKINSON C KONG FD	09/05/2012	08/30/2013	2,881.00	2,585.00			296.00
	228.983 LAZARD EMRG MARKET CL-I	12/24/2012	08/30/2013	4,058.00	4,269.00			-211.00
	4. VERTEX PHARMACEUTICALS	09/05/2012	08/30/2013	302.00	220.00			82.00
	1226. WILMINGTON MULTI-MGR - I	09/05/2012	08/30/2013	17,250.00	17,924.00			-674.00
	4. CUMMINS ENGINE INC COMM	05/14/2013	12/19/2013	550.00	459.00			91.00
	8. FASTENAL CO COMMON	05/14/2013	12/19/2013	384.00	413.00			-29.00
	4. GENERAL DYNAMICS CORP C	05/14/2013	12/19/2013	370.00	306.00			64.00
	2. J B HUNT TRANSPORT SERV	05/14/2013	12/19/2013	152.00	145.00			7.00
	2. SCHLUMBERGER LTD COMMON	05/14/2013	12/19/2013	173.00	154.00			19.00
	2480.118 WILLIAM BLAIR MID FD CL-I	12/19/2013	12/20/2013	38,144.00	37,443.00			701.00
<p>2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 1b (if Box A above is checked), line 2 (if Box B above is checked), or line 3 (if Box C above is checked) ▶</p>								

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

For Paperwork Reduction Act Notice, see your tax return instructions.

Name(s) shown on return. (Name and SSN or taxpayer identification no. not required if shown on other side)

Social security number or taxpayer identification number

HITE MEMORIAL FUND

25-6338897

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

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

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

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

1	(a) Description of property (Example: 100 sh. XYZ Co.)	(b) Date acquired (Mo., day, yr.)	(c) Date sold or disposed (Mo., day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). See the separate instructions.		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
	.2822 KINDER MORGAN MANAGE	08/27/2010	02/21/2013	23.00	14.00			9.00
	21. ACCO BRANDS COR	08/26/2011	05/14/2013	137.00	183.00			-46.00
	143.015 LSV VALUE EQUITY F	07/21/2009	05/14/2013	2,644.00	1,485.00			1,159.00
	8. ALBEMARLE CORPORATION	08/27/2010	05/14/2013	518.00	320.00			198.00
	16. ALEXANDER & BALDWIN IN	08/27/2010	05/14/2013	535.00	274.00			261.00
	4. ALEXION PHARMACEUTICALS	08/26/2011	05/14/2013	430.00	216.00			214.00
	4. ALLERGAN INC COMMON	06/12/2009	05/14/2013	415.00	185.00			230.00
	826.07 ABERDEEN GLBL HIGH	08/27/2010	05/14/2013	8,525.00	8,471.00			54.00
	163.906 BRIDGEWAY ULTRA-SM MARKET FD	08/27/2010	05/14/2013	2,429.00	1,895.00			534.00
	6. BRISTOL MYERS SQUIBB CO	08/27/2010	05/14/2013	253.00	157.00			96.00
	8. CAMERON INTERNATIONAL C	10/15/2010	05/14/2013	507.00	342.00			165.00
	10. CATERPILLAR INC COMMON	08/26/2011	05/14/2013	873.00	843.00			30.00
	2. CHEVRONTEXACO CORPORATI	08/27/2010	05/14/2013	249.00	149.00			100.00
	18. CISCO SYS INC COMMON	08/26/2011	05/14/2013	381.00	279.00			102.00
<p>2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked) ▶</p>								

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

Name(s) shown on return. (Name and SSN or taxpayer identification no. not required if shown on other side)

Social security number or taxpayer identification number

HITE MEMORIAL FUND

25-6338897

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

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

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

(D) Long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see Note above)

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

(F) Long-term transactions not reported to you on Form 1099-B

1	(a) Description of property (Example: 100 sh. XYZ Co.)	(b) Date acquired (Mo., day, yr.)	(c) Date sold or disposed (Mo., day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). See the separate instructions.		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
8.	COGNIZANT TECHNOLOGY SO	06/12/2009	05/14/2013	499.00	213.00			286.00
74.	DELL INC	08/27/2010	05/14/2013	991.00	892.00			99.00
16.	EXPRESS SCRIPTS HOLDIN	08/27/2010	05/14/2013	975.00	712.00			263.00
22.	107 GUINNESS ATKINSON C KONG FD	10/13/2008	05/14/2013	637.00	483.00			154.00
192.	877 GUINNESS ATKINSON ENERGY FUND	08/26/2011	05/14/2013	5,476.00	5,212.00			264.00
22.	HATTERAS FINANCIAL COR	08/27/2010	05/14/2013	577.00	628.00			-51.00
2.	HERSHEY FOODS CORP COMM	08/27/2010	05/14/2013	179.00	93.00			86.00
71.	1 T ROWE PRICE LRG CAP INST	08/27/2010	05/14/2013	1,557.00	941.00			616.00
10.	INTEL CORP COMMON-	08/27/2010	05/14/2013	238.00	184.00			54.00
24.	ISHARES RUSSELL 1000 V	08/27/2010	05/14/2013	2,037.00	1,331.00			706.00
14.	KINDER MORGAN MANAGEME	08/27/2010	05/14/2013	1,207.00	694.00			513.00
65.	14 LAZARD EMRG MARKETS CL-I	08/25/2008	05/14/2013	1,296.00	1,401.00			-105.00
4.	LULULEMON ATHLETICA INC	08/26/2011	05/14/2013	326.00	203.00			123.00
69.	844 MAINSTAY EPOCH GLBL CL-I	08/27/2010	05/14/2013	1,284.00	930.00			354.00
<p>2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked) ▶</p>								

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

Name(s) shown on return. (Name and SSN or taxpayer identification no. not required if shown on other side)

Social security number or taxpayer identification number

HITE MEMORIAL FUND

25-6338897

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

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

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

(D) Long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see Note above)

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

(F) Long-term transactions not reported to you on Form 1099-B

1	(a) Description of property (Example: 100 sh. XYZ Co.)	(b) Date acquired (Mo., day, yr.)	(c) Date sold or disposed (Mo., day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the Note below and see Column (a) in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f) See the separate instructions.		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
20.	MATSON INC	08/27/2010	05/14/2013	518.00	338.00			180.00
24.	MICROSOFT CORP COMMON	08/27/2010	05/14/2013	797.00	569.00			228.00
43.	228 MORGAN STANLEY FOCU CL-I	08/26/2011	05/14/2013	1,958.00	1,610.00			348.00
2.	NEWMARKET CORPORATION	08/27/2010	05/14/2013	540.00	202.00			338.00
10.	PERRIGO COMPANY	08/27/2010	05/14/2013	1,201.00	579.00			622.00
7.	PHILLIPS 66	08/27/2010	05/14/2013	443.00	180.00			263.00
67.	562 RS GLOBAL NATURAL R FUND	08/27/2010	05/14/2013	2,644.00	2,036.00			608.00
14.	STARWOOD HOTELS & RESO WORLDWIDE	08/26/2011	05/14/2013	948.00	648.00			300.00
30.	UDR INC COM	08/27/2010	05/14/2013	785.00	616.00			169.00
12.	UNION PACIFIC CORP COM	10/15/2010	05/14/2013	1,875.00	790.00			1,085.00
2.	VERIZON COMMUNICATIONS	08/27/2010	05/14/2013	106.00	60.00			46.00
3252.	936 WILMINGTON SHORT- BOND -I	11/25/2003	05/14/2013	33,570.00	32,302.00			1,268.00
119.	495 WILMINGTON SMALL C FUND -I	10/13/2008	05/14/2013	2,360.00	1,428.00			932.00
4608.	414 WILMINGTON BROAD FUND -I	06/12/2009	05/14/2013	45,762.00	42,327.00			3,435.00

2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked) ▶

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

Name(s) shown on return. (Name and SSN or taxpayer identification no. not required if shown on other side)

Social security number or taxpayer identification number

HITE MEMORIAL FUND

25-6338897

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

1	(a) Description of property (Example: 100 sh. XYZ Co)	(b) Date acquired (Mo., day, yr)	(c) Date sold or disposed (Mo., day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). See the separate instructions.		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
	.2659 KINDER MORGAN MANAGE	08/27/2010	05/23/2013	23.00	13.00			10.00
	.0628 KINDER MORGAN MANAGE	08/27/2010	08/20/2013	5.00	3.00			2.00
	10. ALLERGAN INC COMMON	06/12/2009	08/30/2013	882.00	461.00			421.00
	616.165 GOLDMAN SACHS GROW #1132	12/07/2011	08/30/2013	17,764.00	12,766.00			4,998.00
	189.986 GUINNESS ATKINSON KONG PD	12/29/2011	08/30/2013	5,403.00	4,684.00			719.00
	832.282 LAZARD EMRG MARKET CL-I	12/28/2011	08/30/2013	14,748.00	10,846.00			3,902.00
	.0704 KINDER MORGAN MANAGE	08/27/2010	11/22/2013	5.00	3.00			2.00
	2. AFFILIATED MANAGERS GRO	09/05/2012	12/19/2013	417.00	237.00			180.00
	2. ALEXION PHARMACEUTICALS	08/26/2011	12/19/2013	259.00	108.00			151.00
	2. AMAZON.COM INCORPORATED	06/12/2009	12/19/2013	790.00	166.00			624.00
	2. BERKSHIRE HATHAWAY INC	08/27/2010	12/19/2013	233.00	156.00			77.00
	2. BIOGEN IDEC INC	09/05/2012	12/19/2013	553.00	293.00			260.00
	4. BRISTOL MYERS SQUIBB CO	08/27/2010	12/19/2013	215.00	105.00			110.00
	16. CAMERON INTERNATIONAL	08/26/2011	12/19/2013	930.00	694.00			236.00
<p>2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked) ▶</p>								

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HITE MEMORIAL FUND

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						(f) Code(s) from instructions	(g) Amount of adjustment	
10.	CERNER CORPORATION	09/05/2012	12/19/2013	546.00	368.00			178.00
2.	CISCO SYS INC COMMON	08/26/2011	12/19/2013	42.00	31.00			11.00
10.	CITRIX SYSTEMS INCORPO	08/27/2010	12/19/2013	593.00	585.00			8.00
12.	COGNIZANT TECHNOLOGY S CORP	08/21/2009	12/19/2013	1,165.00	335.00			830.00
4.	CORNING INC COMMON ~	09/05/2012	12/19/2013	70.00	47.00			23.00
12.	DOMINION RESOURCES INC NEW	09/05/2012	12/19/2013	773.00	631.00			142.00
12.	DUKE ENERGY HOLDING CO	08/27/2010	12/19/2013	831.00	623.00			208.00
46.	EMC CORPORATION COMMON	08/27/2010	12/19/2013	1,105.00	847.00			258.00
20.	EATON VANCE CORP COM N	09/05/2012	12/19/2013	845.00	550.00			295.00
22.	EBAY INCORPORATED	09/05/2012	12/19/2013	1,172.00	1,043.00			129.00
2.	ENERGIZER HOLDINGS INCO	09/05/2012	12/19/2013	213.00	138.00			75.00
12.	FASTENAL CO COMMON	09/05/2012	12/19/2013	576.00	516.00			60.00
4.	LOWES COS INC COMMON	08/27/2010	12/19/2013	194.00	84.00			110.00
12.	LULULEMON ATHLETICA IN	08/26/2011	12/19/2013	705.00	609.00			96.00
<p>2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked) ▶</p>								

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						(f) Code(s) from instructions	(g) Amount of adjustment	
8.	MEADWESTVACO CORP COMMO	08/26/2011	12/19/2013	289.00	185.00			104.00
2.	MICROSOFT CORP COMMON	08/27/2010	12/19/2013	72.00	47.00			25.00
6.	QUALCOMM INCORPORATED	06/12/2009	12/19/2013	434.00	274.00			160.00
16.	SCHLUMBERGER LTD COMMO	08/26/2011	12/19/2013	1,384.00	972.00			412.00
6.	STARBUCKS CORPORATION	09/05/2012	12/19/2013	463.00	303.00			160.00
4.	TRACTOR SUPPLY COMPANY	09/05/2012	12/19/2013	296.00	198.00			98.00
6.	VISA INC	08/26/2011	12/19/2013	1,300.00	512.00			788.00
2090.639	ABERDEEN GBLB HIG	09/05/2012	12/20/2013	21,074.00	20,674.00			400.00
451.906	BRIDGEWAY ULTRA-SM MARKET FD	12/15/2011	12/20/2013	7,524.00	5,254.00			2,270.00
1183.501	DREYFUS INTERNATI I	12/28/2011	12/20/2013	19,421.00	18,564.00			857.00
2406.81	FEDERATED ULTRA SH I	08/26/2011	12/20/2013	22,022.00	22,070.00			-48.00
9.596	HARBOR INTERNATIONAL	10/13/2008	12/20/2013	662.00	439.00			223.00
110.578	LITMAN GREGORY MST CL-INST	06/12/2009	12/20/2013	1,969.00	1,264.00			705.00
932.492	MFS EMERGING MARKE - I	08/27/2010	12/20/2013	13,568.00	13,978.00			-410.00
<p>2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked) ▶</p>								

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DIVIDENDS AND INTEREST	23,545.	23,300.
TOTAL	23,545.	23,300.

FORM 990PF, PART I - TAXES
=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	1.	1.
FEDERAL TAXES PRIOR YEAR BALAN	944.	
FEDERAL ESTIMATED TAX DEPOSITS	1,236.	
FOREIGN TAXES ON QUALIFIED FOR	152.	152.
FOREIGN TAXES ON NONQUALIFIED	81.	81.
TOTALS	2,414.	234.

HITE MEMORIAL FUND

25-6338897

FORM 990PF, PART I - OTHER EXPENSES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
OTHER ALLOCABLE EXPENSES - 2%	211.	211.
TOTALS	211.	211.

HITE MEMORIAL FUND

25-6338897

FORM 990PF, PART II - CORPORATE STOCK

=====

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
ALBEMARLE CORP	1,048.	1,395.
MEADWESTVACO CORP	486.	739.
MONSANTO CO	1,103.	1,865.
NEWMARKET CORP	607.	2,005.
ACCO BRANDS CORP		
CATERPILLAR INC		
ENERGIZER HLDGS INC	691.	1,082.
FASTENAL CO		
FEDEX CORP	481.	863.
MATSON INC		
UNION PACIFIC CORP		
VERIZON COMMUNICATIONS	635.	983.
AMAZON.COM INC	482.	1,595.
CARMAX INC	1,162.	1,693.
CHIPOTLE MEXICAN GRILL	592.	1,066.
DOLLAR TREE INC		
LOWES COMPANIES INC	786.	1,239.
LULULEMON ATHLETICA		
PRICELINE.COM INC	585.	2,325.
STARBUCKS CORP	808.	1,254.
STARWOOD HOTELS & RESORTS		
TRACTOR SUPPLY CO	792.	1,241.
ALEXANDER & BALDWIN INC		
ALTRIA GROUP INC	723.	1,228.
BROWN-FORMAN CORP	389.	605.
COCA COLA CO	805.	1,157.
MEAD JOHNSON NUTRITION CO		
PHILIP MORRIS INTL INC	497.	697.
THE HERSHEY CO	187.	389.

HITE MEMORIAL FUND

25-6338897

FORM 990PF, PART II - CORPORATE STOCK
=====

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
-----	-----	----
WALMART STORES INC	612.	944.
CAMERON INTERNATIONAL CORP		
CHEVRON CORP	894.	1,499.
CONOCOPHILLIPS	954.	1,272.
KINDERMORGAN MANAGEMENT LLC	482.	605.
PHILLIPS 66		
SCHLUMBERGER LTD		
AFFILIATED MANAGERS GROUP	712.	1,301.
BERKSHIRE HATHAWAY INC	1,230.	1,660.
EATON VANCE CORP	385.	599.
HATTERAS FINANCIAL CORP		
UDR INC		
VISA INC	1,110.	2,672.
WELLS FARGO & CO	952.	1,816.
WHITE MOUNTAINS INS GROUP	606.	1,206.
ALEXION PHARMACEUTICALS INC	433.	1,063.
ALLERGAN INC		
BIOGEN IDEC INC	587.	1,118.
BRISTOL MYERS SQUIBB CO	732.	1,488.
CERNER CORP	749.	1,003.
EXPRESS SCRIPTS HOLDING		
PERRIGO CO	515.	980.
PFIZER INC		
VERTEX PHARMACEUTICALS INC	545.	2,244.
APPLE INC		
BAIDU INC	775.	1,122.
CISCO SYSTEMS INC	734.	759.
CITRIX SYSTEMS INC		
COGNIZANT TECHNOLOGY SOLUTIONS		

HITE MEMORIAL FUND

25-6338897

FORM 990PF, PART II - CORPORATE STOCK

=====

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
CORNING INC	759.	1,140.
DELL INC		
EBAY INC		
EMC CORP	1,092.	1,408.
IBM CORP	900.	1,125.
INTEL CORP	788.	1,090.
MICROSOFT CORP	426.	673.
QUALCOMM INC		
TERADATA CORP		
DOMINION RESOURCES INC		
DUKE ENERGY HOLDINGS CORP		
ECOLAB INC		
CANADIAN PACIFIC RAILWAY LTD	824.	834.
CUMMINS INC	1,069.	1,211.
GENERAL DYNAMICS CORP	688.	846.
J B HUNT TRANSPORT SERVICES	919.	1,147.
ALLIANCE DATA SYSTEMS CORP	1,015.	1,082.
CARNIVAL CORP	1,004.	1,052.
MICHAEL KORS HOLDINGS LTD	1,287.	1,366.
TWENTY-FIRST CENTURY FOX	1,153.	1,461.
MOHAWK INDUSTRIES INC	818.	844.
APACHE CORP	863.	893.
FWC TECHNOLOGIES INC	1,040.	1,031.
BLACKROCK INC	1,033.	1,044.
CME GROUP INC	1,138.	1,266.
SCHWAB CHARLES CORP	837.	785.
CATAMARAN CORP	1,231.	1,248.
CELGENE CORP	1,316.	1,234.
GILEAD SCIENCES INC	1,301.	1,690.
	1,761.	1,802.

HITE MEMORIAL FUND

25-6338897

FORM 990PF, PART II - CORPORATE STOCK

=====

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
LILLY ELI & COMPANY	1,303.	1,326.
ADOBE SYSTEMS	931.	958.
FACEBOOK INC	1,320.	1,312.
LINKEDIN CORP	732.	867.
QUALCOMM INC	726.	1,188.
TOTALS	54,140.	78,695.

HITE MEMORIAL FUND

25-6338897

FORM 990PF, PART II - OTHER INVESTMENTS

=====

DESCRIPTION	COST/ FMV C OR F	ENDING BOOK VALUE	ENDING FMV
-----	-----	-----	----
T ROWE PRICE INSTIT LARGE CAP	C	22,403.	31,134.
HARBOR INTL #11	C	26,943.	38,830.
LAZARD EMERGING MTKS PORT	C		
RIDGEWORTH SEIX FLOATING	C	21,166.	23,476.
GUINNESS ATKINSON CHINA & HK	C		
LSV VALUE EQUITY FUND	C	12,465.	20,590.
DREYFUS INTERNATIONAL BOND	C		
MFS EMERGING MKTS DEBT FUND	C	43,478.	40,699.
ARTIO GLOBAL HIGH INCOME	C		
BRIDGEWAY ULTRA	C		
GOLDMAN SACHS GROWTH OPPORT FD	C		
MORGAN STANLEY INSTI MID CAP	C	30,964.	39,065.
MAINSTAY EPOCH	C	17,553.	20,895.
RS GLOBAL NATURAL RESOURCES	C	263.	273.
SPDR S&P DISVIDEND ETIF	C		
DWS FLOATING RATE PLUS INST	C	22,236.	23,500.
FEDERATED ULTRA SHORT BOND-INS	C	51,233.	50,900.
GUINNESS ATKINSON GLOBAL ENERG	C		
MORGAN STANLEY FOCUS GROWTH FD	C	26,030.	31,253.
LITMAN GREGORY MASTERS INTL	C	27,467.	37,998.
INTERNATIONAL EQUITY-INST #270	C		
WILMINGTON BROAD MARKET BD FD	C	60,756.	60,917.
WILMINGTON SHORT TERM CORP BD	C	61,248.	61,072.
WILMINGTON MULTI-MANAGER REAL	C	21,047.	20,413.
WILMINGTON SMALL CAP GROWTH FD	C		
WILMINGTON MULTI-MANAGER INTL	C		
ISHARES HIGH DIVIDEND	C	18,545.	20,373.
ISHARES RUSSELL 1000 VALUE	C	14,409.	20,529.
ABERDEEN GLOBAL HIGH INCOME FD	C	19,708.	20,367.

HITE MEMORIAL FUND

25-6338897

FORM 990PF, PART II - OTHER INVESTMENTS
=====

DESCRIPTION	COST/ FMV C OR F	ENDING BOOK VALUE	ENDING FMV
FPA NEW INCOME FUND	C	81,566.	81,567.
PIMCO LOW DURATION FUND	C	50,196.	50,734.
SCOUT UNCONSTRAINED BOND FD	C	81,567.	81,498.
MORGAN STANLEY SMALL CO GROWTH	C	20,392.	20,582.
STERLING CAPITAL MID-CAP VALUE	C	37,725.	38,354.
VANGUARD FTSE DEVELOP MKT ETF	C	37,442.	38,512.
MFS INTL NEW DISCOVERY FUND	C	9,623.	10,489.
PARAMETRIC EMERG MAKI FUND	C	18,827.	20,227.
ISHARES RUSSELL 2000 VALUE ETF	C	20,226.	20,696.
TOTALS		855,478.	924,943.

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

DESCRIPTION	AMOUNT
-----	-----
BASIS ADJUST FOR ROC - ABERDEEN GLBL HIGH INC FD	34.
BASIS ADJUST FOR ROC - DWS FLOATING RATE FD	96.
TOTAL	----- 130. =====

AVERAGE MONTHLY FMV - 990PF, PART X, LINES 1a-1c

=====

MONTH -----	LINE 1a-FMV SECURITIES -----	LINE 1b-FMV CASH BALANCES -----	LINE 1c-FMV OTHER ASSETS -----
JANUARY	1,025,504.	21,866.	
FEBRUARY	1,026,570.	22,455.	
MARCH	1,034,154.	15,742.	
APRIL	1,046,712.	16,167.	
MAY	961,769.	70,611.	
JUNE	939,107.	65,944.	
JULY	961,659.	66,098.	
AUGUST	949,718.	66,202.	
SEPTEMBER	1,002,524.	32,601.	
OCTOBER	1,018,825.	32,559.	
NOVEMBER	1,023,436.	32,994.	
DECEMBER	1,003,639.	28,280.	
	-----	-----	-----
TOTAL	11,993,617.	471,519.	
	=====	=====	=====
AVERAGE FMV	999,468.	39,293.	
	=====	=====	=====