Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ Do not enter Social Security numbers on this form as it may be made public.
▶ Information about Form 990-PF and its separate instructions is at *www.irs.gov/form990pf*.

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning , and ending

Name of foundation: Western & Southern Financial Fund Inc

Number and street (or P O box number if mail is not delivered to street address): 400 Broadway

Room/suite: MS 28

City or town: Cincinnati

State: OH

ZIP code: 45202

Foreign country name

Foreign province/state/county

Foreign postal code

A Employer identification number: 31-1259670

B Telephone number (see instructions): (513) 629-1275

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 ▶ ☐

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, col. (c), line 16)* ▶ $ 25,382,827

J Accounting method. ☒ Cash ☐ Accrual ☐ 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)
Revenue	1	Contributions, gifts, grants, etc., received (attach schedule)	23,095,284			
	2	Check ▶☐ if the foundation is **not** required to attach Sch. B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	69,230	69,230	69,230	
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	253,185			
	b	Gross sales price for all assets on line 6a 625,342				
	7	Capital gain net income (from Part IV, line 2)		253,185		
	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	23,417,699	322,415	69,230	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc.				
	14	Other ~~employee salaries and wages~~				
	15	Pension plans, employee benefits				
	16a	Legal ~~fees (attach schedule)~~				
	b	Accounting fees (attach schedule)				
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see instructions) Statement 1	3,000			
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule) Statement 1	1,988			1,988
	24	**Total operating and administrative expenses.** Add lines 13 through 23	4,988	0	0	1,988
	25	Contributions, gifts, grants paid Statement 2	2,952,413			2,952,413
	26	**Total expenses and disbursements.** Add lines 24 and 25	2,957,401	0	0	2,954,401
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	20,460,298			
	b	**Net investment income** (if negative, enter -0-)		322,415		
	c	**Adjusted net income** (if negative, enter -0-)			69,230	

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Part II		Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	-24,798	20,608,814	20,608,814
	2	Savings and temporary cash investments			
	3	Accounts receivable ▶ 633,154			
		Less: allowance for doubtful accounts ▶	647,305	633,154	633,154
	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) Statement 1 12,842			
		Less: allowance for doubtful accounts ▶	10,920	12,842	12,842
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U.S. and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule) Statement 1	1,161,904	1,214,771	4,128,017
	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 ▶)			
	16	**Total assets** (to be completed by all filers—see the instructions. Also, see page 1, item I)	1,795,331	22,469,581	25,382,827
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)	0	0	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg., and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	1,795,331	22,469,581	
	30	**Total net assets or fund balances** (see instructions)	1,795,331	22,469,581	
	31	**Total liabilities and net assets/fund balances** (see instructions)	1,795,331	22,469,581	

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	1,795,331
2	Enter amount from Part I, line 27a	2	20,460,298
3	Other increases not included in line 2 (itemize) ▶ Statement 1	3	213,952
4	Add lines 1, 2, and 3	4	22,469,581
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	22,469,581

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	Common Stock			
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	625,342		372,157	253,185
b				
c				
d				
e				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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				253,185
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	253,185
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	0

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No
If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2012	2,929,506	5,039,644	0.581292
2011	4,560,674	7,609,428	0.599345
2010	4,284,785	7,609,036	0.563118
2009	2,638,359	10,360,378	0.254659
2008	4,373,020	20,104,624	0.217513

2	**Total** of line 1, column (d)	2	2.215927
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	0.443185
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	10,433,173
5	Multiply line 4 by line 3	5	4,623,826
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	3,224
7	Add lines 5 and 6	7	4,627,050
8	Enter qualifying distributions from Part XII, line 4	8	2,954,401

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____________ **(attach copy of letter if necessary—see instructions)**				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b			1	6,448
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			2	0
3	Add lines 1 and 2			3	6,448
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4	
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-			5	6,448
6	Credits/Payments:				
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	6,513		
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c			
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments. Add lines 6a through 6d			7	6,513
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	0
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	65
11	Enter the amount of line 10 to be: **Credited to 2014 estimated tax▶** 65 **Refunded** ▶			11	0

Part VII-A Statements Regarding Activities

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

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

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 ▶ Bradley J. Hunkler Telephone no. ▶ (513) 629-1275

Located at ▶ 400 Broadway, Cincinnati OH ZIP+4 ▶ 45202

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041**—Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15

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

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

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
1a	During the year did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b	N/A	
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? ☐ Yes ☒ No If "Yes," list the years ▶ 20 ____, 20 ____, 20 ____, 20 ____			
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	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. ▶ 20 ____, 20 ____, 20 ____, 20 ____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2013 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.)*	3b	N/A	
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) . . . . Statement 3 ☒ 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** | | X

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? . . . . Statement 3 ☒ 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? . **7b** | N/A |

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
John F. Barrett 400 Broadway Cincinnati, OH 45202	President/Trustee 5 00	0		
Thomas L. Williams 400 Broadway Cincinnati, OH 45202	Chairman/Trustee 5 00	0		
Timothy D. Speed 400 Broadway Cincinnati, OH 45202	Assistant Treasure 5.00	0		
Edward J. Babbitt 400 Broadway Cincinnati, OH 45202	Secretary/Treasure 5.00	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 Organization is not an operating foundation, contributions and grants are generally made to other charitable entities carrying out direct charitable purposes.	
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 Not Applicable	
2	
All other program-related investments See instructions 3	
Total. Add lines 1 through 3 ▶	0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	3,708,781
b	Average of monthly cash balances	1b	6,217,614
c	Fair market value of all other assets (see instructions)	1c	665,659
d	**Total** (add lines 1a, b, and c)	1d	10,592,054
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	10,592,054
4	Cash deemed held for charitable activities. Enter 1 ½ % of line 3 (for greater amount, see instructions)	4	158,881
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	10,433,173
6	**Minimum investment return.** Enter 5% of line 5	6	521,659

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	521,659
2a	Tax on investment income for 2013 from Part VI, line 5	2a	6,448		
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	6,448
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	515,211
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	515,211
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	515,211

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	2,954,401
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	2,954,401
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	2,954,401

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					515,211
2	Undistributed income, if any, as of the end of 2013:					
a	Enter amount for 2012 only				0	
b	Total for prior years: 20____, 20____, 20____					
3	Excess distributions carryover, if any, to 2013:					
a	From 2008	3,378,823				
b	From 2009	2,122,372				
c	From 2010	3,909,789				
d	From 2011	4,181,457				
e	From 2012	2,697,822				
f	**Total** of lines 3a through e		16,290,263			
4	Qualifying distributions for 2013 from Part XII, line 4: ▶ $ 2,954,401					
a	Applied to 2012, but not more than line 2a					
b	Applied to undistributed income of prior years (Election required—see instructions)					
c	Treated as distributions out of corpus (Election required—see instructions)					
d	Applied to 2013 distributable amount					515,211
e	Remaining amount distributed out of corpus		2,439,190			
5	Excess distributions carryover applied to 2013 . *(If an amount appears in column (d), the same amount must be shown in column (a))*					
6	**Enter the net total of each column as indicated below:**					
a	Corpus. Add lines 3f, 4c, and 4e. Subtract line 5		18,729,453			
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					
d	Subtract line 6c from line 6b. Taxable amount—see instructions					
e	Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount—see instructions				0	
f	Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014					0
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)					
8	Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)		3,378,823			
9	**Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a		15,350,630			
10	Analysis of line 9:					
a	Excess from 2009	2,122,372				
b	Excess from 2010	3,909,789				
c	Excess from 2011	4,181,457				
d	Excess from 2012	2,697,822				
e	Excess from 2013	2,439,190				

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

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)

	Tax year	Prior 3 years			(e) Total
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					0
b 85% of line 2a					0
c Qualifying distributions from Part XII, line 4 for each year listed . . .					0
d Amounts included in line 2c not used directly for active conduct of exempt activities . .					0
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c . . .					0
3 Complete 3a, b, or c for the alternative test relied upon: a "Assets" alternative test—enter (1) Value of all assets					0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed . .					0
c "Support" alternative test—enter: (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties) . . .					0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii) . .					0
(3) Largest amount of support from an exempt organization . .					0
(4) Gross investment income . .					0

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

1 Information Regarding Foundation Managers:

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

None

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

None

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

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

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

Edward J. Babbitt 400 Broadway Cincinnati, OH 45202 (513)629-1464

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

Written Requests Only

c Any submission deadlines:

No Deadlines

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

No Restrictions

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*				
See Attached Statement 2				2,952,413
Total			▶ 3a	2,952,413
b *Approved for future payment*				
NONE				
Total			▶ 3b	0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

	Unrelated business income		Excluded by section 512, 513, or 514		
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	(e) Related or exempt function income (See instructions)
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	69,230	
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			14	253,185	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0		322,415	0

13 **Total.** Add line 12, columns (b), (d), and (e) 13 322,415

(See worksheet in line 13 instructions to verify calculations.)

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

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

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

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

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

(a) Line no	**(b)** Amount involved	**(c)** Name of noncharitable exempt organization	**(d)** Description of transfers, transactions, and sharing arrangements
		Not Applicable	

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

b If "Yes," complete the following schedule.

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

Sign Here

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

Signature of officer or trustee | Date 4-29-14 | Title Asst. Treasurer

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN

Firm's name ▶

Firm's EIN ▶

Firm's address ▶

Phone no

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

Schedule of Contributors

▶ **Attach to Form 990, Form 990-EZ, or Form 990-PF.**

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

OMB No 1545-0047

2013

Name of the organization
Western & Southern Financial Fund, Inc.

Employer identification number
31-1259670

Organization type (check one):

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

Check if your organization is covered by the **General Rule** or a **Special Rule.**

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions

General Rule

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

Special Rules

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

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

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

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

Name of organization
Western & Southern Financial Fund, Inc.

Employer identification number
31-1259670

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	The Western & Southern Life Insurance Company 400 Broadway Cincinnati OH 45202 Foreign State or Province: Foreign Country.	$ 1,000,003	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
2	The Western & Southern Life Insurance Company 400 Broadway Cincinnati OH 45202 Foreign State or Province· Foreign Country	$ 22,095,281	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
	Foreign State or Province: Foreign Country	$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
	Foreign State or Province Foreign Country:	$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
	Foreign State or Province Foreign Country.	$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
	Foreign State or Province Foreign Country:	$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Name of organization	Employer identification number
Western & Southern Financial Fund, Inc.	31-1259670

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

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	Stock Transfer	$ 1,000,003	3/15/2013

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

Name of organization	Employer identification number
Western & Southern Financial Fund, Inc.	31-1259670

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

For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of **$1,000 or less** for the year. (Enter this information once. See instructions.) ▶ $ 0

Use duplicate copies of Part III if additional space is needed.

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

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee
For Prov. Country	

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

(e) Transfer of gift

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

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

(e) Transfer of gift

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

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

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee
For. Prov Country	

Western & Southern Financial Fund Inc.
31-1259670
Schedule of Information for Form 990-PF
For the Year Ended December 31, 2013

	Column (a)	Column (b)	Column (c)	Column (d)
Part I, Line 18 - Taxes				
Estimated Excise Tax Payments	3,000			
Part I, Line 23 - Other Expenses				
Miscellaneous Expense	1,738			1,738
State of Ohio Foundation Filing Fee	250			250
Total	1,988			1,988

Part II, Line 7 - Other Notes and Loans Receivable

Beginning of Year		End of Year	
Book Value	Fair Market Value	Book Value	Fair Market Value
10,920	10,920	12,842	12,842

Part II, Line 10 - Investments - Securities

	Beginning of Year		End of Year	
Security	Book Value	Fair Market Value	Book Value	Fair Market Value
Common Stock	1,161,904	5,338,102	1,214,772	4,128,017

Part III, Line 3 - Other Increases not included in Line 2

Adjustments for Contributions Made at Fair Market Value	213,952
Total	213,952

WESTERN & SOUTHERN FINANCIAL FUND
SCHEDULE OF INFORMATION FOR FORM 990-PF
FOR YEAR ENDING DECEMBER 31, 2013

ORGANIZATION	AMOUNT	FOUNDATION STATUS	PURPOSE
Accounting for Kids	$500	PC	Charitable
American Cancer Society	$25,000	PC	Charitable
American College	$5,000	PC	Charitable
American Foundation for Suicide Prevention	$5,000	PC	Charitable
American Heart Association	$600	PC	Charitable
American Red Cross	$10,000	PC	Charitable
Andrews University	$500	PC	Charitable
Art Academy of Cincinnati	$20,000	PC	Charitable
ArtsWave	$2,500	PC	Charitable
ArtsWave	$95,630	PC	Charitable
Association of Fundraising Professionals	$1,000	PC	Charitable
Athenaeum of Ohio	$25,000	PC	Charitable
Athenaeum of Ohio	$1,000	PC	Charitable
Athenaeum of Ohio	$500	PC	Charitable
Babson College	$1,000	PC	Charitable
Bethesda Foundation	$93,851	PC	Charitable
Bethesda Foundation	$1,000	PC	Charitable
Bethesda Foundation	$102,796	PC	Charitable
Bowling Green State University	$75	PC	Charitable
Bowling Green State University	$50	PC	Charitable
Bowling Green State University	$50	PC	Charitable
Bowling Green State University	$75	PC	Charitable
Bowling Green State University	$55	PC	Charitable
Boys & Girls Clubs	$25,000	PC	Charitable
Breast Cancer Research Foundation	$500	PC	Charitable
Brighton Center	$1,000	PC	Charitable
Brown University	$50	PC	Charitable
Camp Joy	$25,000	PC	Charitable
Capitol Square Foundation	$15,000	PC	Charitable
Catholic Inner-City Schools	$20,000	PC	Charitable
Center for Global Enterprise	$10,000	PC	Charitable
Central Clinic	$500	PC	Charitable
Central Clinic	$750	PC	Charitable
Chatfield College	$10,000	PC	Charitable
Children's Home of Cincinnati	$30,000	PC	Charitable
Children's Scholarship Fund	$5,000	PC	Charitable
Cincinnati Arts and Technology Center	$500	PC	Charitable
Cincinnati Arts Association	$1,500	PC	Charitable
Cincinnati Arts Association	$1,000	PC	Charitable
Cincinnati Ballet	$2,000	PC	Charitable
Cincinnati Center City Development Corp	$75,000	PC	Charitable
Cincinnati Center City Development Corp	$50,000	PC	Charitable
Cincinnati Concours d'Elegance Foundation	$5,000	PC	Charitable
Cincinnati Golfers for Charity	$250	PC	Charitable
Cincinnati Parks Foundation	$20,200	PC	Charitable
Cincinnati Parks Foundation	$30,000	PC	Charitable
Cincinnati Parks Foundation	$99,066	PC	Charitable

Cincinnati Recreation Foundation	$8,000	PC	Charitable
Cincinnati Symphony Orchestra	$10,000	PC	Charitable
Cincinnati Works	$25,000	PC	Charitable
Cincinnati Zoo	$2,500	PC	Charitable
Cincinnati Zoo	$204,400	PC	Charitable
CISE	$102,796	PC	Charitable
Citizens for your library's future	$5,000	PC	Charitable
City of Cincinnati	$500	PC	Charitable
City of Cincinnati	$500	PC	Charitable
Cleveland Clinic Foundation	$100	PC	Charitable
Coalition for a Drug-Free Greater Cincinnati	$5,000	PC	Charitable
College of Mount St Joseph	$10,000	PC	Charitable
College of Mount St Joseph	$1,500	PC	Charitable
Community Health Foundation	$1,000	PC	Charitable
Compassionate Friends	$500	PC	Charitable
Convalescent Hospital for Children	$1,500	PC	Charitable
Council on Child Abuse	$500	PC	Charitable
Crayons to Computers	$15,000	PC	Charitable
Crime Stoppers	$10,000	PC	Charitable
Crossroad Health Center	$1,000	PC	Charitable
Cybervillage USA	$5,000	PC	Charitable
Darden School Foundation	$5,000	PC	Charitable
Delta State University Foundation	$1,000	PC	Charitable
Diocese of Covington	$2,000	PC	Charitable
Dixie View Nursery, Inc	$35,000	PC	Charitable
Dixie View Nursery, Inc	$30,000	PC	Charitable
Dixie View Nursery, Inc	$30,000	PC	Charitable
Down Syndrome Association	$1,000	PC	Charitable
Down Syndrome Association	$50	PC	Charitable
Economics Center for Education & Research	$7,500	PC	Charitable
Emanuel Community Center	$15,000	PC	Charitable
Epilepsy Foundation	$250	PC	Charitable
Evanston Academy	$2,000	PC	Charitable
Families Forward	$50,000	PC	Charitable
Financial Services Roundtable Scholarship Foundation	$5,000	PC	Charitable
First Church of Christ	$50	PC	Charitable
FOCAS	$10,000	PC	Charitable
Foundation Fighting Blindness	$1,000	PC	Charitable
Freestore Foodbank	$200	PC	Charitable
Freestore Foodbank	$1,000	PC	Charitable
Friars Club	$35,000	PC	Charitable
Friars Club	$25,000	PC	Charitable
Good Samaritan Hospital	$10,000	PC	Charitable
Good Samaritan Hospital Foundation	$2,000	PC	Charitable
Greater Cincinnati Police Athletic Assn	$500	PC	Charitable
Greater Cincinnati Police Athletic Assn	$200	PC	Charitable
Habitat for Humanity	$1,000	PC	Charitable
Harrison Collier, Jr	$10,000	PC	Charitable
Healthy Moms and Babes	$1,000	PC	Charitable
HHC 216th FRG	$500	PC	Charitable
Hospice of Cincinnati	$5,000	PC	Charitable
Hospice of Cincinnati	$50	PC	Charitable
Hyde Park Tennis Club	$7,500	PC	Charitable
IMG College	$17,500	PC	Charitable
Impact Autism Foundation	$1,000	PC	Charitable

Indiana University	$100	PC	Charitable
Indiana University (DSM)	$50	PC	Charitable
Inner City Tennis Project	$2,500	PC	Charitable
Inner City Youth Opportunities	$5,000	PC	Charitable
Insuring the Children	$10,000	PC	Charitable
International Tennis Hall of Fame	$25,000	PC	Charitable
Jewish Federation of Cincinnati	$4,000	PC	Charitable
John Carroll University	$2,000	PC	Charitable
Junior Achievement	$3,085	PC	Charitable
Junior Achievement	$10,000	PC	Charitable
Junior Achievement	$250	PC	Charitable
Junior Achievement	$3,925	PC	Charitable
Leadership Scholars	$60,000	PC	Charitable
Leukemia & Lymphoma Society	$250	PC	Charitable
Leukemia & Lymphoma Society	$1,000	PC	Charitable
LISC	$50,000	PC	Charitable
LISC	$50,000	PC	Charitable
Lower Price Hill Community School	$50,000	PC	Charitable
Marist College	$125	PC	Charitable
Mars Hill Christian Academy	$500	PC	Charitable
Melanoma Know More	$500	PC	Charitable
Mercy Foundation	$29,000	PC	Charitable
Mercy Neighborhood Ministries	$1,000	PC	Charitable
Miami University	$50	PC	Charitable
Miami University	$2,000	PC	Charitable
Miami University	$100	PC	Charitable
Miami University	$100	PC	Charitable
Michael J. Fox Foundation	$200	PC	Charitable
Multiple Sclerosis Society	$250	PC	Charitable
Multiple Sclerosis Society	$250	PC	Charitable
NAACP	$500	PC	Charitable
National Multiple Sclerosis Society	$30,000	PC	Charitable
National Multiple Sclerosis Society	$29,125	PC	Charitable
Nationwide Children's Hospital	$50	PC	Charitable
Neediest Kids of All	$8,216	PC	Charitable
Northern Kentucky Harvest	$1,500	PC	Charitable
Northern Kentucky University	$50	PC	Charitable
Northern Kentucky University	$200	PC	Charitable
Northern Kentucky University	$100	PC	Charitable
Ohio Dominican University	$100	PC	Charitable
Ohio Foundation of Independent Colleges	$5,000	PC	Charitable
Ohio River Way	$500	PC	Charitable
Ohio State University	$1,250	PC	Charitable
Ohio State University	$250	PC	Charitable
Ohio University	$150	PC	Charitable
Ohio University	$100	PC	Charitable
Ohio University Foundation	$50	PC	Charitable
Parents Television Council	$5,000	PC	Charitable
Philadelphia University	$500	PC	Charitable
Power Inspires Progress	$250	PC	Charitable
Price Hill Will	$250	PC	Charitable
Project Chance	$500	PC	Charitable
ProKids	$25,000	PC	Charitable
Proud American Kids	$2,000	PC	Charitable
Purdue Foundation	$2,500	PC	Charitable

Redwood Rehabilitation Center	$5,000	PC	Charitable
Redwood Rehabilitation Center	$1,700	PC	Charitable
Rett Syndrome Foundation	$1,000	PC	Charitable
Right to Breathe	$250	PC	Charitable
Roger Bacon High School	$2,000	PC	Charitable
Ronald McDonald House	$20,000	PC	Charitable
Rush Presbyterian Hospital	$2,500	PC	Charitable
Rush University Medical Center	$5,000	PC	Charitable
Saint Mary's College	$100	PC	Charitable
Saint Mary's College	$500	PC	Charitable
Salvation Army	$250	PC	Charitable
Salvation Army	$5,000	PC	Charitable
Salvation Army	$500	PC	Charitable
Salvation Army	$11,267	PC	Charitable
Salvation Army	$1,500	PC	Charitable
Score	$10,000	PC	Charitable
Shriners Hospital	$500	PC	Charitable
Sisters of Notre Dame de Namur	$30,000	PC	Charitable
Sisters of Notre Dame de Namur	$250	PC	Charitable
Southern Connecticut State University	$100	PC	Charitable
Southern Gateway Chorus	$250	PC	Charitable
Spirit of Cincinnati	$50,000	PC	Charitable
St Aloysius Orphanage	$10,000	PC	Charitable
St John Lutheran School	$2,000	PC	Charitable
St Joseph Orphanage	$5,000	PC	Charitable
St Rita School for the Deaf	$1,000	PC	Charitable
St Vincent De Paul	$500	PC	Charitable
St Vincent De Paul	$1,000	PC	Charitable
St Vincent De Paul	$10,000	PC	Charitable
St Xavier Church	$100,000	PC	Charitable
St Xavier High School	$50,000	PC	Charitable
Stanford University	$3,000	PC	Charitable
Storm Lake United Methodist Church	$50	PC	Charitable
Taft Museum of Art	$15,000	PC	Charitable
Talbert House	$1,000	PC	Charitable
Temple Israel	$1,500	PC	Charitable
The Point	$5,000	PC	Charitable
Thomas More College	$5,000	PC	Charitable
Truman State University Foundation	$100	PC	Charitable
Trustees of the University of PA	$75	PC	Charitable
UC Foundation	$110	PC	Charitable
UC Foundation	$50	PC	Charitable
UC Foundation	$50	PC	Charitable
UC Foundation	$50	PC	Charitable
UC Foundation	$60	PC	Charitable
UC Foundation	$100	PC	Charitable
UC Foundation	$600	PC	Charitable
Union Institute & University	$50,000	PC	Charitable
United Way	$1,457	PC	Charitable
United Way	$101,000	PC	Charitable
United Way	$241,665	PC	Charitable
United Way	$184,143	PC	Charitable
University of Dayton	$200	PC	Charitable
University of Dayton	$150	PC	Charitable
University of Georgia	$1,250	PC	Charitable

University of Georgia	$1,250	PC	Charitable
University of Kentucky	$1,250	PC	Charitable
University of Massachusetts	$1,000	PC	Charitable
University of Notre Dame	$52	PC	Charitable
University of Notre Dame	$750	PC	Charitable
University of Rhode Island Foundation	$100	PC	Charitable
University of Wisconsin	$100	PC	Charitable
University of Wisconsin	$100	PC	Charitable
Urban Health Project	$3,500	PC	Charitable
Urban Land Institute	$3,000	PC	Charitable
US Biathlon Foundation	$1,000	PC	Charitable
Villanova University	$250	PC	Charitable
Wesley Chapel Mission Center	$1,000	PC	Charitable
Westminster Choir College	$150	PC	Charitable
Whitman College	$50	PC	Charitable
William S. Olson Foundation	$1,000	PC	Charitable
Women Helping Women	$250	PC	Charitable
Womens Fund	$250	PC	Charitable
Wounded Warrior Project	$250	PC	Charitable
Xavier University	$25,000	PC	Charitable
Xavier University	$400	PC	Charitable
Xavier University	$1,000	PC	Charitable
Xavier University	$1,000	PC	Charitable
Xavier University	$300	PC	Charitable
Xavier University	$200	PC	Charitable
Xavier University	$100	PC	Charitable
YMCA	$5,000	PC	Charitable
YWCA	$500	PC	Charitable
Miscellaneous Donation	($135)		
	$2,952,413		

Western & Southern Financial Fund Inc.
31-1259670
Schedule of Information for Form 990-PF
For the Year Ended December 31, 2013

Part VII-B, Line 5(4) - Expenditure Responsibility

Grantee Name & Address	Date and Amount of Grant	Purpose of Grant	Amount Spent	Diversion from Purpose	Date of Verification
Sister Mary Ann Barnhorn, SNDdeN Sisters of Notre Dame de Namur 711 East Columbia Ave. Cincinnati, OH 45215	03/04/13 $30,000	Donation	$30,000	No	02/11/14
Mr. Dennis Egan Athenaeum of Ohio 6616 Beechmont Avenue Cincinnati, OH 45230	5/13/2013 $25,000	Donation	$25,000	No	02/10/14
The Reverend Tim Howe, SJ St. Xavier High School 600 West North Bend Rd. Cincinnati, OH 45224	07/15/13 $50,000	Donation	$50,000	No	02/07/14