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 , 2013, and ending , 20

Name of foundation JOSEPH J. SCHOTT FOUNDATION
C/O L. THOMAS HILTZ

A Employer identification number 34-6513748

Number and street (or P O box number if mail is not delivered to street address) 1801 EAST NINTH ST.
Room/suite 1105

B Telephone number (see instructions) (859) 431-5544

City or town, state or province, country, and ZIP or foreign postal code CLEVELAND, OH 44114-3103

C If exemption application is pending check here ▶ ☐

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

D 1 Foreign organizations, check here ▶ ☐
2 Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

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

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ $ 14,540,996.

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

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

SCANNED SEP 1 6 2014

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)				
	2 Check ▶ ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	457.	457.		ATCH 1
	4 Dividends and interest from securities	326,575.	326,575.		ATCH 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	1,059,356.			
	b Gross sales price for all assets on line 6a 42,940,436.				
	7 Capital gain net income (from Part IV, line 2)		1,059,356.		
	8 Net short-term capital gain			629.	
	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	1,386,388.	1,386,388.	629.	
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	76,078.	1,495.		74,583.
	14 Other employee salaries and wages	32,460.	638.		31,822.
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule) ATCH 3	13,080.			13,080.
	b Accounting fees (attach schedule) ATCH 4	50,822.			50,822.
	c Other professional fees (attach schedule) *	35,981.	25,000.		10,981.
	17 Interest ATCH 6	65.	65.		
	18 Taxes (attach schedule) (see instructions) ATCH 7	15,784.	5,584.		200.
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) ATCH 8	52,644.	51,016.		
	24 **Total operating and administrative expenses.** Add lines 13 through 23	276,914.	83,798.		181,488.
	25 Contributions, gifts, grants paid	506,000.			506,000.
	26 **Total expenses and disbursements** Add lines 24 and 25	782,914.	83,798.	0	687,488.
	27 Subtract line 26 from line 12				
	a **Excess of revenue over expenses and disbursements**	603,474.			
	b **Net investment income** (if negative, enter -0-)		1,302,590.		
	c **Adjusted net income** (if negative, enter -0-)			629.	

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*ATCH 5

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 (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1	Cash - non-interest-bearing	196,048.	318,537.	318,537.
	2	Savings and temporary cash investments			
	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 ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U S and state government obligations (attach schedule) **	1,007,426.	1,888,968.	1,888,962.
	b	Investments - corporate stock (attach schedule) ATCH 10	11,086,930.	10,686,373.	12,333,497.
	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)	12,290,404.	12,893,878.	14,540,996.
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			
	30	**Total net assets or fund balances** (see instructions)	12,290,404.	12,893,878.	
	31	**Total liabilities and net assets/fund balances** (see instructions)	12,290,404.	12,893,878.	

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	12,290,404.
2	Enter amount from Part I, line 27a	2	603,474.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	12,893,878.
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	12,893,878.

**ATCH 9

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	SEE PART IV SCHEDULE			
b				
c				
d				
e				

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

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(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				
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	1,059,356.
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	629.

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	412,365.	12,240,264.	0.033689
2011	667,287.	11,813,930.	0.056483
2010	630,621.	11,581,387.	0.054451
2009	587,083.	11,123,604.	0.052778
2008	733,124.	13,277,227.	0.055217

2 **Total** of line 1, column (d)	2	0.252618
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	0.050524
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	13,531,763.
5 Multiply line 4 by line 3	5	683,679.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	13,026.
7 Add lines 5 and 6	7	696,705.
8 Enter qualifying distributions from Part XII, line 4	8	687,488.

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	26,052.
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	
3	Add lines 1 and 2		3	26,052.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	0
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-		5	26,052.
6	Credits/Payments			
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a 11,863.		
b	Exempt foreign organizations - tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c 25,000.		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments Add lines 6a through 6d		7	36,863.
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	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	10,811.
11	Enter the amount of line 10 to be **Credited to 2014 estimated tax** ▶ 10,811. **Refunded** ▶		11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		X
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ $ ________ (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		
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) ▶ OH,			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

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

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

Website address ▶ N/A

14 The books are in care of ▶ L. THOMAS HILTZ Telephone no ▶ 859-431-5544

Located at ▶ 50 EAST RIVER CENTER BLVD. COVINGTON, KY ZIP+4 ▶ 41011-1648

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

	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.				Yes	No
1a	During the year did the foundation (either directly or indirectly)					
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes	☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes	☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes	☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☒ Yes	☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes	☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	☐ Yes	☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?			1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐					
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?			1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))					
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013?	☐ Yes	☒ No			
	If "Yes," list the years ▶					
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions)			2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶					
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes	☒ No			
b	If "Yes," did it have excess business holdings in 2013 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013)*			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?		**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**	X

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
ATCH 11		76,078.	0	0

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

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

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

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
ATCH 12		101,641.
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 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	13,136,548.
b	Average of monthly cash balances	1b	601,282.
c	Fair market value of all other assets (see instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	13,737,830.
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	13,737,830.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	206,067.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	13,531,763.
6	**Minimum investment return.** Enter 5% of line 5	6	676,588.

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	676,588.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	26,052.		
b	Income tax for 2013 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	26,052.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	650,536.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	650,536.
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	650,536.

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	687,488.
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	687,488.
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	0
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	687,488.

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				650,536.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			496,616.	
b Total for prior years 20 11 ,20 10 ,20 09				
3 Excess distributions carryover, if any, to 2013				
a From 2008				
b From 2009				
c From 2010				
d From 2011				
e From 2012				
f **Total** of lines 3a through e	0			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ $ 687,488.				
a Applied to 2012, but not more than line 2a			496,616.	
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				190,872.
e Remaining amount distributed out of corpus				
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				
b Prior years' undistributed income Subtract line 4b from line 2b				
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				
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				459,664.
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)				
9 **Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012				
e Excess from 2013				

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

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

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

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

Check here ▶ ☐ 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

ATCH 13

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

NONE

c Any submission deadlines

NONE

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

NONE

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*				
ATCH 14				
Total . . . . . . ▶ **3a**				506,000.
b *Approved for future payment*				
Total . . . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	457.	
4 Dividends and interest from securities			14	326,575.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	1,059,356.	
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)				1,386,388.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . . . 13 1,386,388.

(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.)

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

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

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

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
	N/A		N/A

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

b If "Yes," complete the following schedule

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

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 9/9/14 — Title President

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
GREGG MURESAN	Greg Muresan	9/2/14		P00829812

Firm's name ▶ PRICEWATERHOUSECOOPERS LLP — Firm's EIN ▶ 13-4008324

Firm's address ▶ 200 PUBLIC SQUARE, 18TH FLOOR CLEVELAND, OH 44114-2301 — Phone no 216-875-3000

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL CAPITAL GAIN DISTRIBUTIONS					347.	
		5500 SHS AGL PROPERTY TYPE: SECURITIES				P	02/09/2011	03/22/2013
226,231.		212,572.					13,659.	
		9500 SHS APPLIED TECHNOLOGIES PROPERTY TYPE: SECURITIES				P	02/09/2011	03/05/2013
129,361.		202,061.					-72,700.	
		6000 SHS AT&T PROPERTY TYPE: SECURITIES				P	03/29/2011	03/25/2013
216,783.		179,447.					37,336.	
		4900 SHS BCE INC PROPERTY TYPE: SECURITIES				P	03/29/2011	03/22/2013
222,686.		177,872.					44,814.	
		3400 SHS BHP BILLITON LTD PROPERTY TYPE: SECURITIES				P	02/09/2011	03/28/2013
232,421.		234,512.					-2,091.	
		4950 SHS BRISTOL MYERS PROPERTY TYPE: SECURITIES				P	12/09/2011	03/28/2013
202,494.		167,383.					35,111.	
		6700 SHS CINCINNATI FINANCIAL PROPERTY TYPE: SECURITIES				P	02/09/2011	03/25/2013
309,389.		196,904.					112,485.	
		9000 SHS COKE PROPERTY TYPE: SECURITIES				P	02/09/2011	03/22/2013
359,037.		253,575.					105,462.	
		5400 SHS COKE PROPERTY TYPE: SECURITIES				P	03/29/2011	03/22/2013
215,570.		177,418.					38,152.	
		2250 SHS CONOCOPHILLIPS PROPERTY TYPE: SECURITIES				P	03/29/2011	03/28/2013
135,048.		136,975.					-1,927.	
		9000 SHS CRH PLC ADR PROPERTY TYPE: SECURITIES				P	02/09/2011	03/05/2013
202,824.		306,749.					-103,925.	
		1500 SHS DIGITAL REALTY				P	12/09/2011	03/07/2013

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		PROPERTY TYPE: SECURITIES						
101,608.		97,580.					4,028.	
		7500 SHS DOW CHEMICAL				P	02/09/2011	03/22/2013
		PROPERTY TYPE: SECURITIES						
242,803.		262,169.					-19,366.	
		4000 SHS EMERSON ELECTRIC CO				P	02/09/2011	03/22/2013
		PROPERTY TYPE: SECURITIES						
224,257.		202,920.					21,337.	
		4800 SHS EXXON MOBIL CORP				P	02/09/2011	03/28/2013
		PROPERTY TYPE: SECURITIES						
432,758.		376,559.					56,199.	
		8250 SHS GENERAL ELECTRIC				P	02/09/2011	03/25/2013
		PROPERTY TYPE: SECURITIES						
190,298.		341,055.					-150,757.	
		4900 SHS GENERAL MILLS				P	03/29/2011	03/19/2013
		PROPERTY TYPE: SECURITIES						
225,992.		179,979.					46,013.	
		5000 SHS GLAXOSMITHKLINE				P	02/09/2011	03/22/2013
		PROPERTY TYPE: SECURITIES						
230,852.		268,887.					-38,035.	
		1950 SHS HEALTH CARE REIT				P	12/09/2011	03/07/2013
		PROPERTY TYPE: SECURITIES						
126,835.		96,168.					30,667.	
		7000 SHS HOME DEPOT				P	02/09/2011	03/28/2013
		PROPERTY TYPE: SECURITIES						
485,214.		213,319.					271,895.	
		16000 SHS HUDSON CITY				P	02/09/2011	03/28/2013
		PROPERTY TYPE: SECURITIES						
136,624.		208,549.					-71,925.	
		10000 SHS INTEL CORP				P	02/09/2011	03/25/2013
		PROPERTY TYPE: SECURITIES						
210,680.		211,000.					-320.	
		3000 SHS JOHNSON & JOHNSON				P	02/09/2011	03/28/2013
		PROPERTY TYPE: SECURITIES						
242,514.		194,940.					47,574.	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		3350 SHS KINDER MORGAN PROPERTY TYPE: SECURITIES				P	12/09/2011	03/25/2013
124,803.		99,365.					25,438.	
		12400 SHS MERCK & CO PROPERTY TYPE: SECURITIES				P	02/09/2011	03/28/2013
543,456.		429,340.					114,116.	
		13000 SHS MICROCHIP TECH PROPERTY TYPE: SECURITIES				P	02/09/2011	03/07/2013
474,813.		416,737.					58,076.	
		8500 SHS MICROSOFT PROPERTY TYPE: SECURITIES				P	02/09/2011	03/19/2013
237,169.		242,332.					-5,163.	
		3125 SHS NESTLE PROPERTY TYPE: SECURITIES				P	02/09/2011	03/07/2013
220,241.		138,047.					82,194.	
		4500 SHS NEXTERA ENERGY PROPERTY TYPE: SECURITIES				P	02/09/2011	03/15/2013
332,949.		233,175.					99,774.	
		3500 SHS NOVARTIS AG PROPERTY TYPE: SECURITIES				P	02/09/2011	03/15/2013
241,892.		182,453.					59,439.	
		2922 SHS NOVARTIS AG PROPERTY TYPE: SECURITIES				P	04/12/2011	03/15/2013
204,022.		162,565.					41,457.	
		14000 SHS PAYCHEX INC PROPERTY TYPE: SECURITIES				P	02/09/2011	03/28/2013
487,833.		603,375.					-115,542.	
		2800 SHS PEPSI PROPERTY TYPE: SECURITIES				P	03/29/2011	03/22/2013
215,293.		180,338.					34,955.	
		10000 SHS PFIZER INC PROPERTY TYPE: SECURITIES				P	02/09/2011	03/15/2013
277,552.		245,800.					31,752.	
		1125 SHS PHILLIPS 66 PROPERTY TYPE: SECURITIES				P	03/29/2011	03/25/2013
75,484.		40,707.					34,777.	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		2200 SHS PHILIP MORRIS PROPERTY TYPE: SECURITIES				P	12/09/2011	03/07/2013
200,124.		167,540.					32,584.	
		5200 SHS PROCTER & GAMBLE PROPERTY TYPE: SECURITIES				P	02/09/2011	03/28/2013
398,214.		347,534.					50,680.	
		2200 SHS SIEMENS A G -ADR PROPERTY TYPE: SECURITIES				P	02/09/2011	03/07/2013
235,331.		241,962.					-6,631.	
		9500 SHS SPECTRA ENERGY PROPERTY TYPE: SECURITIES				P	02/09/2011	03/15/2013
270,967.		209,361.					61,606.	
		6650 SHS SPECTRA ENERGY PROPERTY TYPE: SECURITIES				P	03/29/2011	03/15/2013
190,578.		178,762.					11,816.	
		3700 SHS SOUTHERN CO PROPERTY TYPE: SECURITIES				P	12/09/2011	03/25/2013
167,868.		165,953.					1,915.	
		6000 SHS SYSCO CORP PROPERTY TYPE: SECURITIES				P	02/09/2011	03/07/2013
195,376.		200,089.					-4,713.	
		3500 SHS UNITED PARCEL SERVICE PROPERTY TYPE: SECURITIES				P	02/09/2011	03/22/2013
290,455.		239,812.					50,643.	
		4650 SHS VERIZON COMM PROPERTY TYPE: SECURITIES				P	03/29/2011	03/19/2013
224,907.		178,322.					46,585.	
		8450 SHS VODAFONE PROPERTY TYPE: SECURITIES				P	02/09/2011	03/19/2013
238,631.		292,590.					-53,959.	
		316 SHS JOHNSON CONTROLS PROPERTY TYPE: SECURITIES				P	04/23/2012	02/01/2013
9,890.		9,924.					-34.	
		185 SHS JOHNSON CONTROLS PROPERTY TYPE: SECURITIES				P	05/02/2012	02/01/2013
5,790.		5,977.					-187.	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		226 SHS EATON VANCE CORP PROPERTY TYPE: SECURITIES				P	05/02/2012	05/01/2013
8,859.		5,968.					2,891.	
		132 SHS EATON VANCE CORP PROPERTY TYPE: SECURITIES				P	03/11/2013	05/01/2013
5,175.		5,299.					-124.	
		1139 SHS EATON VANCE CORP PROPERTY TYPE: SECURITIES				P	04/12/2013	05/01/2013
44,650.		46,567.					-1,917.	
		218 SHS EATON VANCE CORP PROPERTY TYPE: SECURITIES				P	04/23/2012	05/01/2013
8,546.		5,651.					2,895.	
		WF - USTB 01/24/13 PROPERTY TYPE: SECURITIES				P	12/27/2012	01/24/2013
1,001,000.		1,001,000.						
		WF - USTB 03/07/13 PROPERTY TYPE: SECURITIES				P	01/31/2013	03/07/2013
201,000.		201,000.						
		WF - USTB 04/04/13 PROPERTY TYPE: SECURITIES				P	03/07/2013	04/04/2013
201,000.		201,000.						
		WF - USTB 04/04/13 PROPERTY TYPE: SECURITIES				P	03/13/2013	04/04/2013
1,560,000.		1,560,000.						
		WF - USTB 04/04/13 PROPERTY TYPE: SECURITIES				P	03/20/2013	04/04/2013
1,515,000.		1,515,000.						
		WF - USTB 04/04/13 PROPERTY TYPE: SECURITIES				P	03/22/2013	04/04/2013
1,060,000.		1,060,000.						
		WF - USTB 04/04/13 PROPERTY TYPE: SECURITIES				P	03/28/2013	04/04/2013
2,220,000.		2,220,000.						
		WF - USTB 04/04/13 PROPERTY TYPE: SECURITIES				P	03/28/2013	04/04/2013
1,295,000.		1,295,000.						

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		WF - USTB 04/11/13 PROPERTY TYPE: SECURITIES				P	04/03/2013	04/11/2013
3,150,000.		3,150,000.						
		WF - USTB 04/11/13 PROPERTY TYPE: SECURITIES				P	04/04/2013	04/11/2013
7,851,000.		7,851,000.						
		WF - USTB 05/02/13 PROPERTY TYPE: SECURITIES				P	01/31/2013	05/02/2013
901,000.		901,000.						
		WF - USTB 05/02/13 PROPERTY TYPE: SECURITIES				P	04/11/2013	05/02/2013
1,500,000.		1,500,000.						
		WF - USTB 06/13/13 PROPERTY TYPE: SECURITIES				P	05/02/2013	06/13/2013
2,401,000.		2,401,000.						
		WF - USTB 07/18/13 PROPERTY TYPE: SECURITIES				P	06/13/2013	07/18/2013
2,200,000.		2,200,000.						
		WF - USTB 08/15/13 PROPERTY TYPE: SECURITIES				P	07/18/2013	08/15/2013
2,200,000.		2,200,000.						
		WF - USTB 09/20/13 PROPERTY TYPE: SECURITIES				P	08/15/2013	09/21/2013
2,200,000.		2,200,000.						
		WF - USTB 11/30/13 PARTIAL PROPERTY TYPE: SECURITIES				P	09/26/2013	11/30/2013
250,942.		250,942.						
TOTAL GAIN(LOSS)							1,059,356.	

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
WELLS FARGO X0506- SWEEP ACCT INTEREST	38.	38.
WELLS FARGO X5625- SWEEP ACCT INTEREST	35.	35.
WELLS FARGO X0506- T-BILL INTEREST	384.	384.
TOTAL	457.	457.

ATTACHMENT 2

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

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
WF X0506 - DIVIDENDS		122,442.	122,442.
WF X5625 - DIVIDENDS		199,780.	199,780.
VULCAN - DIVIDENDS		78.	78.
TIMKEN - DIVIDENDS		184.	184.
MEADWESTVACO - DIVIDENDS		4,091.	4,091.
	TOTAL	326,575.	326,575.

FORM 990PF, PART I - LEGAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
KEATING, MUETHING & KLEKAMP	13,080.			13,080.
TOTALS	13,080.			13,080.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREP. & CONSULTING FEES	50,822.			50,822.
TOTALS	50,822.			50,822.

ATTACHMENT 5

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
MANAGEMENT CONSULTANT	10,981.		10,981.
INVESTMENT CONSULTANT	25,000.	25,000.	
TOTALS	35,981.	25,000.	10,981.

ATTACHMENT 6

FORM 990PF, PART I - INTEREST EXPENSE

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INTEREST ON T-BILLS X 0506	65.	65.
TOTALS	65.	65.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
FEDERAL TAX PAYMENTS	10,000.		
OH FILING FEE	200.		200.
FOREIGN TAX XX 0506	5,492.	5,492.	
FOREIGN TAX XX 5625	92.	92.	
TOTALS	15,784.	5,584.	200.

ATTACHMENT 8

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
OFFICE SUPPLIES & POSTAGE	71.	
BANK FEES	97.	97.
WELLS FARGO ADVISORY FEES	50,819.	50,819.
USB TAX PREP FEE	100.	100.
INSURANCE	1,557.	
TOTALS	52,644.	51,016.

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS

ATTACHMENT 9

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
U.S. TREASURY BILLS	1,001,005.	1,888,968.	1,888,962.
TREASURY OBLIGATIONS	6,421.	NONE	NONE
US OBLIGATIONS TOTAL	1,007,426.	1,888,968.	1,888,962.

ATTACHMENT 10

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
ACCO BRANDS	NONE	NONE	8,978.
MEADWESTVACO	25,169.	26,260.	151,785.
TIMKEN	NONE	NONE	11,014.
VULCAN MATERIALS	207,499.	207,499.	115,928.
WELLS FARGO X0506 (ATTACH 10A)	10,100,032.	NONE	NONE
WELLS FARGO X5625 (ATTACH 10B)	754,230.	10,452,614.	12,045,792.
TOTALS	11,086,930.	10,686,373.	12,333,497.

Joseph J Schott Foundation
12/31/2013

34-6513748

WELLS FARGO ADVISORS # 5915-0506

Description	Beginning Book Balance	Ending Book Balance	Ending FMV
AGL	212,572 25	NONE	NONE
APPLIED	202,061 20	NONE	NONE
AT&T	179,447 00	NONE	NONE
BCE	177,872 20	NONE	NONE
BHP BILLITON LTD	234,512 00	NONE	NONE
BRISTOL MYERS	167,382 70	NONE	NONE
CINCY FINL	196,903 62	NONE	NONE
COKE	430,993 51	NONE	NONE
CONOCOPHILLIPS	136,975 31	NONE	NONE
CRH PLC ADR	306,748 80	NONE	NONE
DIGITAL REALTY	97,580 39	NONE	NONE
DOW	262,169 20	NONE	NONE
EMERSON	202,920 00	NONE	NONE
EXXON	376,558 55	NONE	NONE
GE	341,055 00	NONE	NONE
GENERAL MILLS	179,979 00	NONE	NONE
GLAXOSMITHKLINE	268,887 00	NONE	NONE
HEALTH CARE REIT	96,858 77	NONE	NONE
HOME DEPOT	213,319 03	NONE	NONE
HUDSON CITY	208,548 80	NONE	NONE
INTEL	211,000 00	NONE	NONE
J&J	194,940 00	NONE	NONE
KINDER MORGAN	99,365 09	NONE	NONE
MERCK	429,340 00	NONE	NONE
MICROCHIP	421,325 85	NONE	NONE
MICROSOFT	242,331 60	NONE	NONE
NESTLE	138,047 50	NONE	NONE
NEXTERA	233,175 15	NONE	NONE
NOVARTIS	345,018 07	NONE	NONE
PAYCHEX	603,375 04	NONE	NONE
PEPSI	180,337 60	NONE	NONE
PFIZER	245,800 00	NONE	NONE
PHILLIPS 66	40,707 02	NONE	NONE
PHILIP MORRIS	167,540 10	NONE	NONE
P&G	347,534 04	NONE	NONE
SIEMENS	241,961 60	NONE	NONE
SPECTRA	388,123 07	NONE	NONE
SYSCO	200,089 00	NONE	NONE
THE SOUTHERN CO	165,953 16	NONE	NONE
UPS	239,812 50	NONE	NONE
VERIZON	178,321 81	NONE	NONE
VODAFONE GROUP	292,589 70	NONE	NONE
TOTAL	**10,100,032.23**	-	-

ATTACHMENT 10A

Joseph J Schott Foundation
12/31/2013

34-6513748

WELLS FARGO ADVISORS # 1289-5625

Description	Beginning Book Balance	Ending Book Balance	Ending FMV
AFLAC	15,229 89	196,790 69	267,734 40
AIR PRODUCTS & CHEMICALS INC	16,400 48	175,726 88	226,578 06
ANALOG DEVICES INC	15,652 52	214,172 77	248,385 61
AT&T	13,964 29	275,772 42	262,856 16
AUTOMATED DATA PROCESSING	16,043 52	221,173 79	276,251 78
BAXTER INTERNATIONAL	15,890 02	228,884 93	227,219.85
BECTON DICKINSON & CO	14,326 86	211,892 56	247,829 07
CHEVRON CORP	18,896 00	244,616 99	257,439 51
CHUBB CORP	15,842 79	226,553 05	250,464 96
CLOROX COMPANY	14,461 33	229,516 22	245,628 48
COLGATE-PALMOLIIVE CO	14,566 83	225,461 11	252,101 86
CONOCOPHILLIPS	12,275 74	240,508 08	284,790 15
EATON VANCE CORP	11,619 07	139,004 92	145,486 00
EMERSON ELECTRIC	16,210 88	196,025 80	249,068 82
EXXON MOBIL CORP	24,076 12	282,847 44	323,232 80
FACTSET RESEARCH SYSTEMS	15,886 79	168,635 51	195,986 90
GENERAL MILLS INC	14,602 22	217,441 59	225,144 01
GENL DYNAMICS CORP COM	16,307 88	185,502 87	252,060 90
GRAINGER WW INC	12,213 67	157,432 57	177,772 32
HARRIS CORP	14,078 45	178,643 96	281,543 73
ILLINOIS TOOL WORKS INC	15,587 37	207,028 53	277,716 24
IBM	15,680 36	201,350 74	179,692 06
JM SMUCKER CO	16,004 17	231,529 32	242,781 66
JOHNSON & JOHNSON	15,910 66	216,664 26	245,827 56
JOHNSON CONTROLS INC	15,900 91	NONE	NONE
KELLOGG COMPANY	14,630 85	216,841 69	209,409 03
LOWES COMPANIES, INC	NONE	245,283 95	300,818 05
MCDONALDS CORP	15,905 93	198,538 70	187,656 02
MEDTRONIC INC	14,232 62	211,515 19	261,526 23
MICROSOFT CORP	24,370 55	255,221 94	328,908.72
NEXTERA ENERGY INC	14,283 22	232,453 26	254,462 64
NORDSTROM INC	15,585 44	212,139 24	231,873 60
NORFOLK SOUTHERN CORP	15,482.47	216,095 03	263,451 54
NORTHEAST UTILITIES	14,242 94	225,699 13	217,460 70
NOVARTIS AG SPON ADR	14,009 51	217,165 74	244,114 06
PAYCHEX INC	16,044 58	202,587.65	260,067 36
PEPSICO INC	16,063 89	211,599.79	223,108 60
PHILLIPS 66	7,182 53	137,068 89	180,638 46
POLARIS INDS	15,542 87	251,375 84	416,093 48
PRAXAIR INC	15,799 47	238,779 63	277,874 11
PROCTER & GAMBLE CO	16,559 77	214,299 57	221,923 66
SCANA CORP COM	7,640 28	98,358.97	89,213 93
SIGMA ALDRICH CORP	15,997 47	198,044 74	245,554 12
SYSCO CORP	14,533 03	206,776 56	218,946 50
TARGET CORP	14,427 95	218,561.30	202,717 08
THE SOUTHERN COMPANY	16,079 14	196,856 88	170,318 73
UNITED TECHNOLOGIES	15,946 74	206,885 17	250,587 60
VF CORPORATION	15,568 70	224,463 24	332,147 52
WAL-MART STORES INC	12,614 43	228,821 95	234,338 82
WISCONSIN ENERGY CORP	7,980 44	102,439 57	98,347 86
3M CO	15,876 43	211,562 94	280,640 25
TOTAL	**754,230**	**10,452,613.56**	**12,045,791.56**

ATTACHMENT 10B

Form 990PF, Part VIII-List of Officers, Directors, and Trustees

Name and Address	Title	Estimated Time Devoted to Position	Compensation for Investment Purposes	Compensation for Charitable Purposes	Total
Francie S. Hiltz 1801 East Ninth Street # 1105 Cleveland, OH 44114-3103	Trustee	2 47 hr	$ -	$ 25,356	25,356
L. Thomas Hiltz 1801 East Ninth Street # 1105 Cleveland, OH 44114-3103	Trustee	3 31 hr	$ 1,442	$ 38,312	39,753
Elizabeth S. Saal 1801 East Ninth Street # 1105 Cleveland, OH 44114-3103	Trustee	2 04 hr	$ 54	$ 10,915	10,969
Dunne Saal 1801 East Ninth Street # 1105 Cleveland, OH 44114-3103	Trustee	8 26 hr	$ -	$ -	-
Grand Totals			$ 1,495	$ 74,583	76,078

See attached list of Trustee Responsibilities

While the Joseph J. Schott Foundation (JJSF) utilizes the services of outside professionals (e.g. investment managers, management consultants and attorneys) to help meet its management needs, it typically only does so for complex issues that are of a longer-term, strategic nature.

Virtually all of the day-to-day tasks at JJSF are completed by the Trustees or by support personnel.

The Trustees are directly and solely responsible for keeping JJSF on-track and for ensuring that any and all Leadership, Administrative and Programmatic activities at JJSF work in support of that end.

In general terms, JJSF's Trustees must deliver substantial value along several broad fronts.

- The Trustees must oversee the development of JJSF's investment management strategies and must ensure that the most appropriate investment management tactics are utilized whenever practicable; to do this, the Trustees must monitor, analyze and interpret short-term and long-term trends in the relevant financial markets, and must act-upon those trends in a timely and responsible manner.

- The Trustees must develop a clear philanthropic agenda for JJSF, and must make certain that every dimension of the agenda is supported by an appropriate set of initiatives; the Trustees must consistently develop and implement any and all required initiatives in a timely, focused and cost-effective manner.

- As a practical matter, the Trustees at JJSF must design and execute all of the policies, plans and programs that are required to support the organization's continued ability to serve as an agent of change for the communities that it serves and must do so without the help of a traditional management team.

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALS

ATTACHMENT 12

NAME AND ADDRESS	TYPE OF SERVICE	COMPENSATION
WELLS FARGO ADVISORS 255 E. 5TH STREET #1400 CINCINNATI, OH 45202	INVESTMENT MGT	50,819.
PRICEWATERHOUSECOOPERS, LLP 200 PUBLIC SQUARE #1800 CLEVELAND, OH 44114	ACCT/TAX/CONSULTING	50,822.
TOTAL COMPENSATION		101,641.

ATTACHMENT 13

FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS

L. THOMAS HILTZ
50 EAST RIVER CENTER BLVD.
COVINGTON, KY 41011-1648
859-431-5544

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 14

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
CAROLINA ART ASSOCIATION-GIBBES MUSEUM OF ART 135 MEETING STREET CHARLESTON, SC 29401	PC	CONTRIBUTION FOR "ART OF DESIGN" FUNDRAISER EVENT FOR THE GIBBES MUSEUM OF ART	12,000
FRIENDS OF DATER MONTESSORI 2840 BOUDINOT AVENUE CINCINNATI, OH 45238	PC	FOR EDUCATIONAL PROGRAMS AT THE DATER MONTESSORI ELEMENTARY SCHOOL	2,500
FLORENCE CRITTENTON PROGRAMS OF SOUTH CAROLINA 19 ST. MARGARET STREET CHARLESTON, SC 29403	PC	FOR HEALTH SERVICES FOR LOW-INCOME PREGNANT WOMEN.	7,000.
PROJECT MEDISHARE FOR HAITI, INC. 8260 NE 2ND AVENUE MIAMI, FL 33138	PC	FOR MEDICINE, MEDICAL EQUIPMENT AND SUPPLIES	2,500
OUR LADY OF MERCY COMMUNITY 1684 BROWNSWOOD ROAD JOHNS ISLAND, SC 29455	PC	FOR "GREAT EXPECTATIONS" FUNDRAISING EVENT FOR EDUCATIONAL, HEALTH AND DIRECT OUTREACH SERVICES	5,000
HEALING FARM MINISTRIES, INC P O BOX 2002 MT PLEASANT, SC 29465	PC	FOR EDUCATIONAL MATERIALS, COMPUTER EQUIPMENT AND TECHNOLOGY, STAFFING, AND PURCHASE/LEASE OF VAN	50,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 14 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
CHILDREN'S MUSEUM OF THE LOWCOUNTRY 25 ANN STREET CHARLESTON, SC 29403	PC	FUNDRAISER FOR SCHOLARSHIPS, MUSEUM ADMISSIONS, EDUCATIONAL DAY CAMPS AND PROGRAMS	5,000
OHIO CANCER RESEARCH ASSOCIATES 50 WEST BROAD STREET SUITE 1132 COLUMBUS, OH 43215	PC	FOR CANCER RESEARCH	10,000
HOLY CHILDHOOD OF JESUS CHURCH 150 WEST MAIN STREET HARBOR SPRINGS, MI 49740	PC	FOR THE PURCHASE OF A BUILDING FOR NEW BEGINNINGS THRIFT AND RESALE SHOP	25,000
OPERATION SIGHT 1101 CLARITY ROAD SUITE 100 MT PLEASANT, SC 29464	PC	TO SUPPORT VISUAL HEALTH PROGRAMS FOR LOW INCOME, UNINSURED RESIDENTS OF SOUTH CAROLINA	5,000
MCLAREN NORTHERN MICHIGAN FUND 360 CONNABLE AVENUE PETOSKEY, MI 49770	PC	TO SUPPORT MCLAREN PATIENT ASSISTANCE PROGRAM	25,000.
COLLEGE OF CHARLESTON 66 GEORGE STREET CHARLESTON, SC 29424	PC	FOR SCHOLARSHIPS AND THE BONNER LEADERS PROGRAM	25,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 14 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
CHARLESTON LIBRARY SOCIETY 164 KING STREET CHARLESTON, SC 29401	PC	FOR READING MATERIALS, EDUCATIONAL PROGRAMS, AND TO PRESERVE AND EXPAND HISTORICAL COLLECTIONS	10,000.
CHARLESTON AREA THERAPEUTIC RIDING INC 2669 HAMILTON ROAD JOHNS ISLAND, SC 29455	PC	FOR HORSEBACK RIDING PROGRAMS FOR THE DISABLED	5,000
OUR LADY OF LOURDES SCHOOL 2832 ROSEBUD DRIVE CINCINNATI, OH 45238	PC	FOR SAFETY CAMPAIGN	20,000.
SPOLETO FESTIVAL USA 14 GEORGE STREET CHARLESTON, SC 29401	PC	TO SUPPORT ANNUAL PERFORMING ARTS FESTIVAL	2,000
SKY FOUNDATION INC. 33 BLOOMFIELD HILLS PKWY., #130 BLOOMFIELD HILLS, MI 48304	PC	FOR PANCREATIC CANCER RESEARCH	5,000
ROPER ST FRANCIS FOUNDATION 125 DOUGHTY STREET CHARLESTON, SC 29403	PC	FOR CANCER SURVIVORSHIP PROGRAM	100,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 14 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
CINCINNATI SYMPHONY ORCHESTRA 1241 ELM STREET CINCINNATI, OH 45202	PC	TO SUPPORT APPREARANCES BY LANG LANG AND YO-YO MA	60,000
FOUNDATION FOR TALBERT HOUSE 2600 VICTORY PARKWAY CINCINNATI, OH 45206	PC	FOR RENOVATION PROJECT AT PARKWAY CENTER	35,000
CONSORTIUM OF CATHOLIC ACADEMIES 5001 EASTERN AVE , #207 HYATTSVILLE, MD 20782-3447	PC	FOR GENERAL OPERATING PURPOSES	10,000
ST MARY'S CHURCH 2853 ERIE AVENUE CINCINNATI, OH 45208	PC	FOR RENOVATION PROJECTS	25,000.
CCPRO FOUNDATION 3480 HIGHLAND AVENUE CINCINNATI, OH 45213	PC	FOR PINK RIBBON FUNDRAISER	25,000
ACE FOUNDATION DBA A MUNOZ FOUNDATION 8919 ROSSASH ROAD CINCINNATI, OH 45236	PC	FOR GENERAL OPERATING EXPENSES	10,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 14 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
GREATER CINCINNATI FOUNDATION 200 W 4TH STREET CINCINNATI, OH 45202	PC	FOR JOHNNY BENCH SCHOLARSHIP FUND	25,000
		TOTAL CONTRIBUTIONS PAID	506,000.

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: JOSEPH J. SCHOTT FOUNDATION
C/O L. THOMAS HILTZ

Employer identification number: 34-6513748

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	74,364.	73,735.		629.
2 Totals for all transactions reported on Form(s) 8949 with **Box B** checked	3,451,942.	3,451,942.		
3 Totals for all transactions reported on Form(s) 8949 with **Box C** checked	28,255,000.	28,255,000.		

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	629.

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	2,858,641.	2,392,025.		466,616.
9 Totals for all transactions reported on Form(s) 8949 with **Box E** checked	8,300,142.	7,708,378.		591,764.
10 Totals for all transactions reported on Form(s) 8949 with **Box F** checked				

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	347.
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	1,058,727.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041. **Schedule D (Form 1041) 2013**

JSA
3F1210 1 000

Part III · Summary of Parts I and II

Caution: *Read the instructions **before** completing this part*

			(1) Beneficiaries' (see instr)	(2) Estate's or trust's	(3) Total
17	**Net short-term gain or (loss)**	17			629.
18	**Net long-term gain or (loss):**				
a	Total for year	18a			1,058,727.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht)	18b			84.
c	28% rate gain	18c			
19	**Total net gain or (loss).** Combine lines 17 and 18a ▶	19			1,059,356.

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 ( )

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	

Form **8949**

Department of the Treasury
Internal Revenue Service

Sales and Other Dispositions of Capital Assets

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

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

OMB No 1545-0074

2013

Attachment Sequence No **12A**

Name(s) shown on return	Social security number or taxpayer identification number
JOSEPH J. SCHOTT FOUNDATION	34-6513748

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

[X] **(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. (f) Code(s) from instructions	(g) Amount of adjustment	(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
316 SHS JOHNSON CONTROLS	04/23/2012	02/01/2013	9,890.	9,924.			-34.
185 SHS JOHNSON CONTROLS	05/02/2012	02/01/2013	5,790.	5,977.			-187.
226 SHS EATON VANCE CORP	05/02/2012	05/01/2013	8,859.	5,968.			2,891.
132 SHS EATON VANCE CORP	03/11/2013	05/01/2013	5,175.	5,299.			-124.
1139 SHS EATON VANCE CORP	04/12/2013	05/01/2013	44,650.	46,567.			-1,917.
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) ▶			74,364.	73,735.			629.

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

Form **8949**

Department of the Treasury
Internal Revenue Service

Sales and Other Dispositions of Capital Assets

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

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

OMB No 1545-0074

2013

Attachment Sequence No **12A**

Name(s) shown on return: JOSEPH J. SCHOTT FOUNDATION

Social security number or taxpayer identification number: 34-6513748

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** (f) Code(s) from instructions	(g) Amount of adjustment	(h) **Gain or (loss).** Subtract column (e) from column (d) and combine the result with column (g)
WF - USTB 01/24/13	12/27/2012	01/24/2013	1,001,000.	1001000.			
WF - USTB 08/15/13	07/18/2013	08/15/2013	2,200,000.	2200000.			
WF - USTB 11/30/13 PARTIAL	09/26/2013	11/30/2013	250,942.	250,942.			
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) ▶			3,451,942.	3451942.			

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

Form **8949**

Department of the Treasury
Internal Revenue Service

Sales and Other Dispositions of Capital Assets

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

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

OMB No 1545-0074

2013

Attachment Sequence No **12A**

Name(s) shown on return: JOSEPH J. SCHOTT FOUNDATION

Social security number or taxpayer identification number: 34-6513748

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 (f) Code(s) from instructions	(g) Amount of adjustment	(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
WF - USTB 03/07/13	01/31/2013	03/07/2013	201,000.	201,000.			
WF - USTB 04/04/13	03/07/2013	04/04/2013	201,000.	201,000.			
WF - USTB 04/04/13	03/13/2013	04/04/2013	1,560,000.	1,560,000.			
WF - USTB 04/04/13	03/20/2013	04/04/2013	1,515,000.	1,515,000.			
WF - USTB 04/04/13	03/22/2013	04/04/2013	1,060,000.	1,060,000.			
WF - USTB 04/04/13	03/28/2013	04/04/2013	2,220,000.	2,220,000.			
WF - USTB 04/04/13	03/28/2013	04/04/2013	1,295,000.	1,295,000.			
WF - USTB 04/11/13	04/03/2013	04/11/2013	3,150,000.	3,150,000.			
WF - USTB 04/11/13	04/04/2013	04/11/2013	7,851,000.	7,851,000.			
WF - USTB 05/02/13	01/31/2013	05/02/2013	901,000.	901,000.			
WF - USTB 05/02/13	04/11/2013	05/02/2013	1,500,000.	1,500,000.			
WF - USTB 06/13/13	05/02/2013	06/13/2013	2,401,000.	2,401,000.			
WF - USTB 07/18/13	06/13/2013	07/18/2013	2,200,000.	2,200,000.			
WF - USTB 09/20/13	08/15/2013	09/21/2013	2,200,000.	2,200,000.			
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) ▶			28255000.	28255000.			

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

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
JOSEPH J. SCHOTT FOUNDATION	34-6513748

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 D, E, or F 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 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

[X] **(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. (f) Code(s) from instructions	(g) Amount of adjustment	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
6000 SHS AT&T	03/29/2011	03/25/2013	216,783.	179,447.			37,336.
4900 SHS BCE INC	03/29/2011	03/22/2013	222,686.	177,872.			44,814.
4950 SHS BRISTOL MYERS	12/09/2011	03/28/2013	202,494.	167,383.			35,111.
5400 SHS COKE	03/29/2011	03/22/2013	215,570.	177,418.			38,152.
2250 SHS CONOCOPHILLIP	03/29/2011	03/28/2013	135,048.	136,975.			-1,927.
1500 SHS DIGITAL REALT	12/09/2011	03/07/2013	101,608.	97,580.			4,028.
4900 SHS GENERAL MILLS	03/29/2011	03/19/2013	225,992.	179,979.			46,013.
1950 SHS HEALTH CARE REIT	12/09/2011	03/07/2013	126,835.	96,168.			30,667.
3350 SHS KINDER MORGAN	12/09/2011	03/25/2013	124,803.	99,365.			25,438.
2922 SHS NOVARTIS AG	04/12/2011	03/15/2013	204,022.	162,565.			41,457.
2800 SHS PEPSI	03/29/2011	03/22/2013	215,293.	180,338.			34,955.
1125 SHS PHILLIPS 66	03/29/2011	03/25/2013	75,484.	40,707.			34,777.
2200 SHS PHILIP MORRIS	12/09/2011	03/07/2013	200,124.	167,540.			32,584.
6650 SHS SPECTRA ENERG	03/29/2011	03/15/2013	190,578.	178,762.			11,816.
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) ▶			2,858,641.	2392025.			466,616.

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
JOSEPH J. SCHOTT FOUNDATION	34-6513748

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 D, E, or F 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 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

- [X] **(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.** (f) Code(s) from instructions	(g) Amount of adjustment	(h) **Gain or (loss).** Subtract column (e) from column (d) and combine the result with column (g)
3700 SHS SOUTHERN CO	12/09/2011	03/25/2013	167,868.	165,953.			1,915.
4650 SHS VERIZON COMM	03/29/2011	03/19/2013	224,907.	178,322.			46,585.
218 SHS EATON VANCE CORP	04/23/2012	05/01/2013	8,546.	5,651.			2,895.
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

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3X2616 2 000

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

Social security number or taxpayer identification number 34-6513748

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 D, E, or F 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 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)
- [X] **(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 (f) Code(s) from instructions	(g) Amount of adjustment	(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
5500 SHS AGL	02/09/2011	03/22/2013	226,231.	212,572.			13,659.
9500 SHS APPLIED TECHNOLOGIES	02/09/2011	03/05/2013	129,361.	202,061.			-72,700.
3400 SHS BHP BILLITON LTD	02/09/2011	03/28/2013	232,421.	234,512.			-2,091.
6700 SHS CINCINNATI FINANCIAL	02/09/2011	03/25/2013	309,389.	196,904.			112,485.
9000 SHS COKE	02/09/2011	03/22/2013	359,037.	253,575.			105,462.
9000 SHS CRH PLC ADR	02/09/2011	03/05/2013	202,824.	306,749.			-103,925.
7500 SHS DOW CHEMICAL	02/09/2011	03/22/2013	242,803.	262,169.			-19,366.
4000 SHS EMERSON ELECTRIC CO	02/09/2011	03/22/2013	224,257.	202,920.			21,337.
4800 SHS EXXON MOBIL CORP	02/09/2011	03/28/2013	432,758.	376,559.			56,199.
8250 SHS GENERAL ELECTRIC	02/09/2011	03/25/2013	190,298.	341,055.			-150,757.
5000 SHS GLAXOSMITHKLINE	02/09/2011	03/22/2013	230,852.	268,887.			-38,035.
7000 SHS HOME DEPOT	02/09/2011	03/28/2013	485,214.	213,319.			271,895.
16000 SHS HUDSON CITY	02/09/2011	03/28/2013	136,624.	208,549.			-71,925.
10000 SHS INTEL CORP	02/09/2011	03/25/2013	210,680.	211,000.			-320.
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) ▶			8,300,142.	7708378.			591,764.

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)
JOSEPH J. SCHOTT FOUNDATION

Social security number or taxpayer identification number
34-6513748

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 D, E, or F 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 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)
- [X] **(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. (f) Code(s) from instructions	(g) Amount of adjustment	(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
3000 SHS JOHNSON & JOHNSON	02/09/2011	03/28/2013	242,514.	194,940.			47,574.
12400 SHS MERCK & CO	02/09/2011	03/28/2013	543,456.	429,340.			114,116.
13000 SHS MICROCHIP TECH	02/09/2011	03/07/2013	474,813.	416,737.			58,076.
8500 SHS MICROSOFT	02/09/2011	03/19/2013	237,169.	242,332.			-5,163.
3125 SHS NESTLE	02/09/2011	03/07/2013	220,241.	138,047.			82,194.
4500 SHS NEXTERA ENERGY	02/09/2011	03/15/2013	332,949.	233,175.			99,774.
3500 SHS NOVARTIS AG	02/09/2011	03/15/2013	241,892.	182,453.			59,439.
14000 SHS PAYCHEX INC	02/09/2011	03/28/2013	487,833.	603,375.			-115,542.
10000 SHS PFIZER INC	02/09/2011	03/15/2013	277,552.	245,800.			31,752.
5200 SHS PROCTER & GAMBLE	02/09/2011	03/28/2013	398,214.	347,534.			50,680.
2200 SHS SIEMENS A G -ADR	02/09/2011	03/07/2013	235,331.	241,962.			-6,631.
9500 SHS SPECTRA ENERGY	02/09/2011	03/15/2013	270,967.	209,361.			61,606.
6000 SHS SYSCO CORP	02/09/2011	03/07/2013	195,376.	200,089.			-4,713.
3500 SHS UNITED PARCEL SERVICE	02/09/2011	03/22/2013	290,455.	239,812.			50,643.
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

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

Social security number or taxpayer identification number
34-6513748

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 D, E, or F 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 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.** (f) Code(s) from instructions	(g) Amount of adjustment	(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
8450 SHS VODAFONE	02/09/2011	03/19/2013	238,631.	292,590.			-53,959.
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

JSA
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Form **8868** (Rev January 2014) Department of the Treasury Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

OMB No 1545-1709

▶ **File a separate application for each return.**
▶ **Information about Form 8868 and its instructions is at *www.irs.gov/form8868*.**

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box ▶ [X]
- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** (on page 2 of this form)

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868

Electronic filing (*e-file*). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit *www irs gov/efile* and click on *e-file for Charities & Nonprofits*

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only ▶ [ ]

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns

Enter filer's identifying number, see instructions

Type or print		
File by the due date for filing your return See instructions	Name of exempt organization or other filer, see instructions JOSEPH J. SCHOTT FOUNDATION C/O L. THOMAS HILTZ	Employer identification number (EIN) or 34-6513748
	Number, street, and room or suite no If a P O box, see instructions 1801 EAST NINTH ST.	Social security number (SSN)
	City, town or post office, state, and ZIP code For a foreign address, see instructions. CLEVELAND, OH 44114-3103	

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ▶ L. THOMAS HILTZ

Telephone No ▶ 859 431-5544 FAX No ▶

- If the organization does not have an office or place of business in the United States, check this box . . . . ▶ [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ If this is for the whole group, check this box . . . ▶ [ ] If it is for part of the group, check this box . . . ▶ [ ] and attach a list with the names and EINs of all members the extension is for

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 08/15, 20 14, to file the exempt organization return for the organization named above The extension is for the organization's return for:

▶ [X] calendar year 20 13 or

▶ [ ] tax year beginning ______, 20__, and ending ______, 20__

2 If the tax year entered in line 1 is for less than 12 months, check reason. [ ] Initial return [ ] Final return [ ] Change in accounting period

3a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions	3a	$ 36,863.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit	3b	$ 11,863.
c	**Balance due.** Subtract line 3b from line 3a Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	3c	$ 25,000.

Caution. If you are going to make an electronic funds withdrawal (direct debit) with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions