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: ALICE G HANSON FAMILY FOUNDATION

A Employer identification number: 36-3215192

Number and street (or P O. box number if mail is not delivered to street address): P.O. BOX 803878

Room/suite

B Telephone number (see instructions): 312-630-6000

City or town, state or province, country, and ZIP or foreign postal code: CHICAGO, IL 60680

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: [X] 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)* ▶ $ 9,152,974.

J Accounting method: [X] Cash [ ] Accrual [ ] Other (specify) ________
(Part I, column (d) must be on cash basis.)

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

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)*

	Line	Description	(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				
	4	Dividends and interest from securities	296,989.	293,696.		STMT 1
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	266,762.			
	b	Gross sales price for all assets on line 6a 2,487,743.				
	7	Capital gain net income (from Part IV, line 2)		266,762.		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less: Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)				
	12	Total. Add lines 1 through 11	563,751.	560,458.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc.	132,000.			132,000.
	14	Other employee salaries and wages		NONE	NONE	
	15	Pension plans, employee benefits		NONE	NONE	
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule) STMT 2	2,500.	1,250.	NONE	1,250.
	c	Other professional fees (attach schedule) STMT 3	67,141.	67,141.		
	17	Interest				
	18	Taxes (attach schedule) (see instructions) STMT 4	15,149.	4,103.		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings		NONE	NONE	
	22	Printing and publications		NONE	NONE	
	23	Other expenses (attach schedule) STMT 5	995.	995.		
	24	Total operating and administrative expenses. Add lines 13 through 23	217,785.	73,489.	NONE	133,250.
	25	Contributions, gifts, grants paid	440,000.			440,000.
	26	Total expenses and disbursements. Add lines 24 and 25	657,785.	73,489.	NONE	573,250.
	27	Subtract line 26 from line 12:				
	a	Excess of revenue over expenses and disbursements	-94,034.			
	b	Net investment income (if negative, enter -0-)		486,969.		
	c	Adjusted net income (if negative, enter -0-)				

ENVELOPE POSTMARK DATE NOV 17 2014

SCANNED NOV 25 2014

2 line

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			
	2	Savings and temporary cash investments	204,128.	270,753.	270,753.
	3	Accounts receivable ▶			
		Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less: allowance for doubtful accounts ▶ NONE			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U.S. and state government obligations (attach schedule)			
	b	Investments - corporate stock (attach schedule) STMT 6	3,203,641.	3,250,852.	4,066,068.
	c	Investments - corporate bonds (attach schedule) STMT 7	1,459,746.	916,330.	945,320.
	11	Investments - land, buildings, and equipment: basis ▶			
		Less: accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule) STMT 8	1,829,127.	1,984,602.	3,521,223.
	14	Land, buildings, and equipment: basis ▶			
		Less: accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶ SEE ATTACHMENTS)	171,262.	350,151.	349,610.
	16	**Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	6,867,904.	6,772,688.	9,152,974.
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)		NONE	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ X			
	27	Capital stock, trust principal, or current funds	6,867,904.	6,772,688.	
	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)	6,867,904.	6,772,688.	
	31	**Total liabilities and net assets/fund balances** (see instructions)	6,867,904.	6,772,688.	

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	6,867,904.
2	Enter amount from Part I, line 27a	2	-94,034.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	6,773,870.
5	Decreases not included in line 2 (itemize) ▶ COST ADJUSTMENT - RETURN OF CAPITAL	5	1,182.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	6,772,688.

Part IV Capital Gains and Losses for Tax on Investment Income

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

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	2,487,743.		2,220,981.	266,762.
b				
c				
d				
e				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				266,762.
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	266,762.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8		3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2012	523,275.	10,463,958.	0.050007
2011	498,275.	9,788,967.	0.050902
2010	471,714.	8,210,796.	0.057450
2009	470,665.	8,108,277.	0.058047
2008	570,037.	9,882,628.	0.057681

2 Total of line 1, column (d)	2	0.274087
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	0.054817
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	8,706,709.
5 Multiply line 4 by line 3	5	477,276.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	4,870.
7 Add lines 5 and 6	7	482,146.
8 Enter qualifying distributions from Part XII, line 4	8	573,250.

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 ▶ [X] and enter 1% of Part I, line 27b	1	4,870.
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	4,870.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	NONE
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-	5	4,870.
6	Credits/Payments:		
a	2013 estimated tax payments and 2012 overpayment credited to 2013 . . . . 6a: 18,428.		
b	Exempt foreign organizations - tax withheld at source . . . 6b: NONE		
c	Tax paid with application for extension of time to file (Form 8868) . . . 6c: NONE		
d	Backup withholding erroneously withheld . . . 6d:		
7	Total credits and payments. Add lines 6a through 6d	7	18,428.
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	13,558.
11	Enter the amount of line 10 to be: **Credited to 2014 estimated tax** ▶ 4,872. **Refunded** ▶	11	8,686.

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) ▶ FL IL			
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) STMT 9	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 ▶ THE NORTHERN TRUST COMPANY Telephone no. ▶ (312) 630-6000			
	Located at ▶ PO BOX 803878, CHICAGO, IL ZIP+4 ▶ 60680			
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			
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		X
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ____ , ____ , ____ , ____					
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes	☒ 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)*

		Yes	No
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**		

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
BURTON ROTTMAN 4104 PINE TREE DR. APT 1224, MIAMI BEACH, FL 33140	PRES & DIR 16	84,000.	-0-	-0-
HOWARD ROTTMAN 6732 N RICHMOND ST, CHICAGO, IL 60645	SEC & DIR 5	24,000.	-0-	-0-
MICHAEL ROTTMAN 1033 W 47TH STREET, MIAMI BEACH, FL 33140	TREAS & DIR 5	24,000.	-0-	-0-

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

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

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

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

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

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

Part IX-A **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 NONE	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 NONE	
2	
All other program-related investments. See instructions. 3 NONE	
Total. Add lines 1 through 3 . . . ▶	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	8,839,298.
b	Average of monthly cash balances	1b	NONE
c	Fair market value of all other assets (see instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	8,839,298.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	8,839,298.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	132,589.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	8,706,709.
6	**Minimum investment return.** Enter 5% of line 5	6	435,335.

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	435,335.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	4,870.		
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	4,870.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	430,465.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	430,465.
6	Deduction from distributable amount (see instructions)			6	NONE
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	430,465.

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	573,250.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	573,250.
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	4,870.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	568,380.

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				430,465.
2 Undistributed income, if any, as of the end of 2013:				
a Enter amount for 2012 only			62,497.	
b Total for prior years: 20____,20____,20____		NONE		
3 Excess distributions carryover, if any, to 2013:				
a From 2008 ...... NONE				
b From 2009 ...... NONE				
c From 2010 ...... NONE				
d From 2011 ...... NONE				
e From 2012 ...... NONE				
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ $ 573,250.				
a Applied to 2012, but not more than line 2a			62,497.	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2013 distributable amount				430,465.
e Remaining amount distributed out of corpus	80,288.			
5 Excess distributions carryover applied to 2013 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	NONE			NONE
6 **Enter the net total of each column as indicated below:**				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	80,288.			
b Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d Subtract line 6c from line 6b. Taxable amount - see instructions		NONE		
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instructions				
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				NONE
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	NONE			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)	NONE			
9 **Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a	80,288.			
10 Analysis of line 9:				
a Excess from 2009 ... NONE				
b Excess from 2010 ... NONE				
c Excess from 2011 ... NONE				
d Excess from 2012 ... NONE				
e Excess from 2013 ... 80,288.				

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	Prior 3 years			
	(a) 2013	(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).)

N/A

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

N/A

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

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

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
NATIONAL SOCIETY FOR HEBREW DAY SCHOOLS . NEW YORK NY	N/A	PUBLIC	GENERAL	300,000.
FIDELITY CHARITABLE GIFT FUND . BOSTON MA	N/A	PUBLIC	GENERAL	100,000.
AMERICAN FREINDS OF MERCAZ HATORA, INC . BROOKLYN NY	N/A	PUBLIC	GENERAL	40,000.
Total ▶ 3a				440,000.
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					
4 Dividends and interest from securities			14	296,989.	
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	266,762.	
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)				563,751.	

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 563,751.

(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.)
	NOT APPLICABLE

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

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: [signature] Date: 11/14/14 Title: TREASURER

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
YUEKU GU	[signature]	11/13/2014		P01315622
Firm's name ▶ THE NORTHERN TRUST COMPANY			Firm's EIN ▶	
Firm's address ▶ P.O. BOX 803878 CHICAGO, IL 60680			Phone no. 312-600-3600	

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DIVIDENDS AND INTEREST	149,114.	149,114.
ACCRUED/DEFERRED INCOME	1,113.	
RETURN OF CAPITAL	2,180.	
DIVIDENDS AND INTEREST -SINGER	51,372.	51,372.
PARTNERSHIP - YEDID ADVANTAGE	223,345.	223,345.
LANDMARK TOWER	-130,135.	-130,135.
TOTAL	296,989.	293,696.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEE	2,500.	1,250.		1,250.
TOTALS	2,500.	1,250.	NONE	1,250.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
NORTHERN INVESTMENT MANAGEMENT	37,081.	37,081.
BAHL & GAYNOR	6,336.	6,336.
NEUBERGER BERMAN, LLC	4,916.	4,916.
CHARLES SCHWAB	18,808.	18,808.
TOTALS	67,141.	67,141.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
TAX REFUND	-3,954.	
2012 EXTENSION PAYMENT	5,000.	
2013 ESTIMATED PAYMENT	10,000.	
FOREIGN TAX	4,103.	4,103.
TOTALS	15,149.	4,103.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
ADR FEE	975.	975.
CLASS ACTION CHARGE	20.	20.
TOTALS	995.	995.

ALICE G HANSON FAMILY FOUNDATION 36-3215192

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION		ENDING BOOK VALUE	ENDING FMV
SEE ATTACHMENTS		3,250,852.	4,066,068.
	TOTALS	3,250,852.	4,066,068.

ALICE G HANSON FAMILY FOUNDATION 36-3215192

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION		ENDING BOOK VALUE	ENDING FMV
SEE ATTACHMENTS		916,330.	945,320.
	TOTALS	916,330.	945,320.

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	ENDING BOOK VALUE	ENDING FMV
LANDMARK TOWER	C	-556,870.	667,384.
YEDID ADVANTAGE (QP) FD. LP	C	633,080.	606,409.
INVESTMENT IN SINGER XENOS	C	1,908,392.	2,247,430.
STONEHENGE DIVERSIFIED I, LLC	C		
TOTALS		1,984,602.	3,521,223.

FORM 990PF, PART VII-A, LINE 12 EXPLANATION
==

THE ALICE G. HANSON FAMILY FOUNDATION ESTABLISHED A DONOR ADIVSED FUND SEVERAL YEARS AGO AND HAS USED THE FUND AS A MEANS OF VERIFYING THAT THE INTENDED RECIPIENTS OF PROPOSED GRANTS ARE QUALIFIED PUBLIC CHARITIES. THE FOUNDATION'S PRACTICE IS TO TRANSFER ASSETS TO THE DONOR ADVISED FUND AND SHORTLY THEREAFTER MAKE RECOMMEDATIONS TO THE FUND'S ADMINISTRATOR REGARDING THE RECIPIENTS OF THOSE FUNDS. ON MORE THAN ONE OCCASION, THE FUND'S ADMINISTRATOR HAS INFORMED THE FOUNDATION'S TRUSTEES THAT THE PROPOSED RECIPIENT WAS NOT A QUALIFIED PUBLIC CHARITY, HIGLIGHTLING THE UTILITY OF TAKING THIS EXTRA STEP. NOTABLY, THE FOUNDATION DOES NOT LEAVE THE FUNDS IN THE DONOR ADVISED FOR SIGNATURE PERIODS OF TIME.

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: ALICE G HANSON FAMILY FOUNDATION
Employer identification number: 36-3215192

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

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

See instructions for how to figure the amounts to enter on the lines below. This form may be easier to complete if you round off cents to whole dollars.	(d) Proceeds (sales price)	(e) Cost (or other basis)	(g) Adjustments to gain or loss from Form(s) 8949, Part I, line 2, column (g)	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
1a Totals for all short-term transactions reported on Form 1099-B for which basis was reported to the IRS and for which you have no adjustments (see instructions). However, if you choose to report all these transactions on Form 8949, leave this line blank and go to line 1b				
1b Totals for all transactions reported on Form(s) 8949 with **Box A** checked				
2 Totals for all transactions reported on Form(s) 8949 with **Box B** checked				
3 Totals for all transactions reported on Form(s) 8949 with **Box C** checked	362,252.	356,119.		6,133.

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	(134,781)
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	-128,648.

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

See instructions for how to figure the amounts to enter on the lines below. This form may be easier to complete if you round off cents to whole dollars.	(d) Proceeds (sales price)	(e) Cost (or other basis)	(g) Adjustments to gain or loss from Form(s) 8949, Part II, line 2, column (g)	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
8a Totals for all long-term transactions reported on Form 1099-B for which basis was reported to the IRS and for which you have no adjustments (see instructions). However, if you choose to report all these transactions on Form 8949, leave this line blank and go to line 8b				
8b Totals for all transactions reported on Form(s) 8949 with **Box D** checked				
9 Totals for all transactions reported on Form(s) 8949 with **Box E** checked				
10 Totals for all transactions reported on Form(s) 8949 with **Box F** checked	2,042,599.	1,864,862.		177,737.

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	82,892.
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	(121,725)
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	138,904.

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			-128,648.
18	**Net long-term gain or (loss):**				
a	Total for year	18a			138,904.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht.)	18b			
c	28% rate gain	18c			-89,223.
19	**Total net gain or (loss).** Combine lines 17 and 18a ▶	19			10,256.

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
ALICE G HANSON FAMILY FOUNDATION	36-3215192

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

X **(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)
106. ALCATEL SPONSORED ADR SH	01/09/2012	01/02/2013	145.00	170.00			-25.00
949. ALCATEL SPONSORED ADR SH	01/09/2012	01/03/2013	1,408.00	1,518.00			-110.00
98. AUTOLIV INC	07/30/2012	06/24/2013	7,078.00	5,582.00			1,496.00
24. BHP BILLITON PLC - ADR	07/18/2012	06/18/2013	1,364.00	1,358.00			6.00
626. ADR CAIRN ENERGY PLC UNSP ADR EA REPR 2 ORD	07/31/2012	03/27/2013	5,161.00	5,711.00			-550.00
50. COGNIZANT TECHNOLOGY S	10/18/2012	05/13/2013	3,168.00	3,463.00			-295.00
42. ADR ECOPETROL S A SPON	06/22/2012	03/19/2013	2,269.00	2,415.00			-146.00
107. ADR ECOPETROL S A SPO	06/22/2012	03/20/2013	5,775.00	6,154.00			-379.00
2290. MFC FLEXSHARES TR MO GLOBAL UPSTREAM NAT RES	11/19/2013	12/23/2013	78,454.00	79,898.00			-1,444.00
9. H J HEINZ CO	10/02/2012	03/15/2013	652.00	508.00			144.00
120. ADR IND & COMM BK OF- ADR IND & COMM BK OF-UN	12/24/2012	10/22/2013	1,673.00	1,711.00			-38.00
75. ADR IND & COMM BK OF-U ADR IND & COMM BK OF-UN	12/24/2012	10/23/2013	1,040.00	1,068.00			-28.00
850. MFC ISHARES TR RUSSEL FD	11/29/2012	11/19/2013	93,558.00	69,819.00			23,739.00
199.33 #REORG/JUPITER TELE 11-12-2013	08/30/2012	04/03/2013	2,602.00	2,024.00			578.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, **line 1b** (if **Box A** above is checked), **line 2** (if **Box B** above is checked), or **line 3** (if **Box C** above is checked) ▶							

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

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

JSA
3X2615 2 000

Form **8949** (2013)

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
ALICE G HANSON FAMILY FOUNDATION	36-3215192

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

[X] **(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)
153. ADR LI & FUNG LTD ADR	12/14/2012	02/05/2013	402.00	532.00			-130.00
2171. ADR LI & FUNG LTD AD	12/17/2012	02/06/2013	5,675.00	7,524.00			-1,849.00
223. ADR MINDRAY MED INTL SPONSORED ADR REPSTG CL	03/11/2013	11/19/2013	8,625.00	8,430.00			195.00
668. ADR PETROFAC LTD ADS	03/15/2013	07/11/2013	6,593.00	8,227.00			-1,634.00
15739.15 PIMCO COMMODITY R STRATEGY FUND	12/11/2013	12/23/2013	87,510.00	102,763.00			-15,253.00
19. ADR PUBLICIS S A NEW S	05/31/2013	07/30/2013	357.00	345.00			12.00
116. ADR PUBLICIS S A NEW ADR	05/31/2013	07/31/2013	2,175.00	2,105.00			70.00
138. RIO TINTO PLC SPONSOR	12/18/2012	06/04/2013	6,063.00	8,024.00			-1,961.00
165. ADR SOFTBANK CORP ADR	05/09/2012	03/11/2013	3,213.00	2,392.00			821.00
4. SOUTHERN CO	09/18/2013	11/20/2013	166.00	166.00			
205. ACCENTURE PLC SHS CL	02/20/2013	07/02/2013	14,739.00	15,392.00			-653.00
1. SINGER XENOS SALES-SEE	01/01/2013	12/31/2013	22,387.00	18,820.00			3,567.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, **line 1b** (if **Box A** above is checked), **line 2** (if **Box B** above is checked), or **line 3** (if **Box C** above is checked) ▶			362,252.	356,119.			6,133.

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.) ALICE G HANSON FAMILY FOUNDATION

Social security number or taxpayer identification number 36-3215192

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

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

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

- [ ] (D) Long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)
- [ ] (E) Long-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS
- [X] (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)
499. ABBOTT LABORATORIES	12/09/2011	01/16/2013	16,321.00	13,073.00			3,248.00
1549. ALCATEL SPONSORED AD SH	12/21/2011	01/02/2013	2,122.00	2,364.00			-242.00
50000. ALLSTATE LIFE GL FD TRM TRANCHE # TR 00039	07/21/2008	04/30/2013	50,000.00	50,110.00			-110.00
144. ANALOG DEVICES INC	03/19/2012	08/20/2013	6,899.00	5,758.00			1,141.00
82. ANALOG DEVICES INC	03/19/2012	08/21/2013	3,838.00	3,279.00			559.00
34. ANALOG DEVICES INC	03/19/2012	08/22/2013	1,605.00	1,360.00			245.00
28. ANALOG DEVICES INC	03/19/2012	08/23/2013	1,320.00	1,120.00			200.00
39. ADR ANHEUSER BUSCH INB SPONSOREDADR	12/13/2011	02/06/2013	3,397.00	2,265.00			1,132.00
116. ADR ANHEUSER BUSCH IN SPONSOREDADR	12/13/2011	02/07/2013	10,044.00	6,736.00			3,308.00
52. AUTOMATIC DATA PROCESS	12/09/2011	05/15/2013	3,709.00	2,733.00			976.00
74. AUTOMATIC DATA PROCESS	12/09/2011	12/06/2013	5,890.00	3,890.00			2,000.00
111. AUTOMATIC DATA PROCES	12/09/2011	12/09/2013	8,741.00	5,835.00			2,906.00
33. BCE INC COM NEW	12/09/2011	12/23/2013	1,420.00	1,323.00			97.00
453. BG PLC ADR FIN INST N	12/13/2011	07/05/2013	7,733.00	9,566.00			-1,833.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, **line 8b** (if **Box D** above is checked), **line 9** (if **Box E** above is checked), or **line 10** (if **Box F** above is checked) ▶							

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

Name(s) shown on return. (Name and SSN or taxpayer identification no. not required if shown on other side.)	Social security number or taxpayer identification number
ALICE G HANSON FAMILY FOUNDATION	36-3215192

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
- [X] (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)
135. BHP BILLITON PLC - AD	12/13/2011	06/18/2013	7,674.00	7,878.00			-204.00
175. BANK N S HALIFAX COM	12/09/2011	07/02/2013	9,277.00	8,429.00			848.00
35. BANK N S HALIFAX COM S	12/09/2011	07/03/2013	1,846.00	1,686.00			160.00
82. BANK N S HALIFAX COM S	12/09/2011	07/05/2013	4,293.00	3,950.00			343.00
52. BANK N S HALIFAX COM S	12/09/2011	07/08/2013	2,740.00	2,505.00			235.00
37. BLACKROCK INC CL A	12/09/2011	08/01/2013	10,556.00	6,392.00			4,164.00
25. BLACKROCK INC CL A	12/09/2011	08/02/2013	7,131.00	4,319.00			2,812.00
229. BRISTOL MYERS SQUIBB	12/09/2011	06/07/2013	10,782.00	7,696.00			3,086.00
258. BRISTOL MYERS SQUIBB	12/09/2011	11/15/2013	13,520.00	8,671.00			4,849.00
2. CNOOC LTD SPND ADR 00	06/19/2012	09/27/2013	407.00	397.00			10.00
42. #REORG/CSL LTD-UNSPON EXCH CSL LTD 2W1AAW1 EF	12/13/2011	03/18/2013	1,316.00	667.00			649.00
135. #REORG/CSL LTD-UNSPON EXCH CSL LTD 2W1AAW1 EF	12/13/2011	03/19/2013	4,160.00	2,145.00			2,015.00
52. #REORG/CSL LTD-UNSPON EXCH CSL LTD 2W1AAW1 EF	12/13/2011	05/09/2013	1,595.00	826.00			769.00
2. #REORG/CSL LTD-UNSPON A CSL LTD 2W1AAW1 EFF 06-	12/13/2011	06/18/2013	55.00	32.00			23.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line **8b** (if **Box D** above is checked), line **9** (if **Box E** above is checked), or line **10** (if **Box F** above is checked) ▶							

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

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

ALICE G HANSON FAMILY FOUNDATION | 36-3215192

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

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

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

- [ ] (D) Long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)
- [ ] (E) Long-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS
- [X] (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)
207. #REORG/CSL LTD-UNSPON EXCH CSL LTD 2W1AAW1 EF	12/13/2011	06/19/2013	5,547.00	3,289.00			2,258.00
55. CDN IMPERIAL BK COMM T COM STKCOM	12/09/2011	03/14/2013	4,408.00	3,883.00			525.00
86. CDN IMPERIAL BK COMM T COM STKCOM	12/09/2011	03/15/2013	6,931.00	6,072.00			859.00
50000. COCA COLA 4.25% DUE 03-01-2015 REG	07/07/2009	04/05/2013	53,409.00	52,678.00			731.00
64. COGNIZANT TECHNOLOGY S	05/07/2012	05/13/2013	4,056.00	3,771.00			285.00
.76 CREDIT SUISSE GROUP SP	12/13/2011	05/01/2013	23.00	17.00			6.00
199. CREDIT SUISSE GROUP S	12/13/2011	08/06/2013	5,927.00	4,444.00			1,483.00
183. CRESCENT POINT ENERGY	12/09/2011	01/16/2013	7,062.00	7,961.00			-899.00
112. CRESCENT POINT ENERGY	12/09/2011	01/17/2013	4,341.00	4,872.00			-531.00
835. DEUTSCHE TELEKOM AG S	12/13/2011	02/20/2013	9,005.00	9,903.00			-898.00
151. DIGITAL RLTY TR INC C	12/09/2011	05/15/2013	9,668.00	9,754.00			-86.00
33. DIGITAL RLTY TR INC CO	12/09/2011	05/16/2013	2,104.00	2,132.00			-28.00
121. DIGITAL RLTY TR INC C	12/09/2011	08/01/2013	6,619.00	7,816.00			-1,197.00
80. DIGITAL RLTY TR INC CO	12/09/2011	08/02/2013	4,383.00	5,168.00			-785.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, **line 8b** (if **Box D** above is checked), **line 9** (if **Box E** above is checked), or **line 10** (if **Box F** above is checked) ▶							

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

Name(s) shown on return. (Name and SSN or taxpayer identification no. not required if shown on other side.)	Social security number or taxpayer identification number
ALICE G HANSON FAMILY FOUNDATION	36-3215192

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

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

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

[X] (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)
1. STONEHENG DIVERSIFIED I	12/21/2011	12/31/2013	68,692.00	69,782.00			-1,090.00
25. EMERSON ELECTRIC CO	02/04/2011	12/23/2013	1,732.00	1,509.00			223.00
209. EXPERIAN PLC	12/13/2011	03/21/2013	3,577.00	2,675.00			902.00
370. EXPERIAN PLC	12/13/2011	12/04/2013	6,465.00	4,736.00			1,729.00
223. EXPERIAN PLC	12/13/2011	12/05/2013	3,862.00	2,854.00			1,008.00
2890. MFC FLEXSHARES TR MO GLOBAL UPSTREAM NAT RES	12/05/2012	12/23/2013	99,010.00	99,965.00			-955.00
113. FRESENIUS MED CARE AG EACH REPR 1/3 NPV	12/13/2011	02/07/2013	3,907.00	3,728.00			179.00
120. FRESENIUS MED CARE AG EACH REPR 1/3 NPV	12/13/2011	06/14/2013	4,200.00	3,959.00			241.00
71. GENUINE PARTS CO	12/09/2011	09/13/2013	5,664.00	4,183.00			1,481.00
18. GENUINE PARTS CO	12/09/2011	09/16/2013	1,442.00	1,061.00			381.00
335. H J HEINZ CO	12/09/2011	02/19/2013	24,166.00	17,778.00			6,388.00
200. H J HEINZ CO	12/09/2011	03/14/2013	14,494.00	10,614.00			3,880.00
125. H J HEINZ CO	12/09/2011	03/15/2013	9,056.00	6,634.00			2,422.00
501. ADR ICAP PLC SPONSORE 2 ORD SH ADR	04/03/2012	06/26/2013	5,378.00	6,300.00			-922.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, **line 8b** (if **Box D** above is checked), **line 9** (if **Box E** above is checked), or **line 10** (if **Box F** above is checked) ▶							

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

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ALICE G HANSON FAMILY FOUNDATION	36-3215192

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[ ] **(D)** *Long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see* ***Note*** *above)*
[ ] **(E)** Long-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS
[X] **(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)
256. #REORG/INFORMA MAND E PLC 2018AK1 EFF 07/01/2	12/13/2011	03/21/2013	3,916.00	2,757.00			1,159.00
539. #REORG/INFORMA MAND E PLC 2018AK1 EFF 07/01/2	12/13/2011	04/30/2013	7,962.00	5,805.00			2,157.00
1060. #REORG/JUPITER TELEC 11-12-2013	12/13/2011	04/02/2013	13,809.00	10,487.00			3,322.00
706.67 #REORG/JUPITER TELE 11-12-2013	12/13/2011	04/03/2013	9,225.00	6,991.00			2,234.00
307. KINDER MORGAN INC DEL	12/09/2011	09/13/2013	10,807.00	9,131.00			1,676.00
298. KINDER MORGAN INC DEL	12/09/2011	09/16/2013	10,466.00	8,864.00			1,602.00
49. KINDER MORGAN INC DEL	12/09/2011	09/17/2013	1,697.00	1,457.00			240.00
226. KINDER MORGAN INC DEL	12/09/2011	12/06/2013	7,578.00	6,722.00			856.00
134. KINDER MORGAN INC DEL	12/09/2011	12/09/2013	4,484.00	3,986.00			498.00
75000. KREDITANSTALT FUR W KFW GLOBAL NT 4.125% DU	06/08/2009	01/02/2013	79,889.00	76,683.00			3,206.00
139. ADR L OREAL CO ADR	12/13/2011	10/11/2013	4,713.00	2,833.00			1,880.00
45. MATTEL INC	12/09/2011	12/23/2013	2,064.00	1,231.00			833.00
75000. MERCK & CO INC 4.75 03-01-2015 4.75% DUE 03	06/08/2009	01/02/2013	81,704.00	77,170.00			4,534.00
261. NATIONAL RETAIL PPTYS	12/09/2011	08/20/2013	8,162.00	6,557.00			1,605.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, **line 8b** (if **Box D** above is checked), **line 9** (if **Box E** above is checked), or **line 10** (if **Box F** above is checked) ▶							

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

Name(s) shown on return. (Name and SSN or taxpayer identification no. not required if shown on other side.)	Social security number or taxpayer identification number
ALICE G HANSON FAMILY FOUNDATION	36-3215192

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[ ] (D) Long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)
[ ] (E) Long-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS
[X] (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)*
132. NATIONAL RETAIL PPTYS	12/09/2011	08/21/2013	4,117.00	3,316.00			801.00
40. NATIONAL RETAIL PPTYS	12/09/2011	08/22/2013	1,235.00	1,005.00			230.00
92. NATIONAL RETAIL PPTYS	12/09/2011	08/23/2013	2,879.00	2,311.00			568.00
195. NESTLE S A SPONSORED REG SH	12/13/2011	09/19/2013	13,621.00	10,668.00			2,953.00
23828.33 MFB NORTHN HI YIE FD	12/09/2011	03/11/2013	182,525.00	175,320.00			7,205.00
60. NOVO NORDISK A S ADR	12/13/2011	03/22/2013	9,677.00	6,762.00			2,915.00
605. ADR PETROFAC LTD ADS	12/13/2011	07/11/2013	5,971.00	6,826.00			-855.00
23. PHILIP MORRIS INTERNAT	12/09/2011	12/23/2013	1,961.00	1,740.00			221.00
15086.94 PIMCO COMMODITY R STRATEGY FUND	12/12/2012	12/23/2013	83,883.00	112,052.00			-28,169.00
151. PRAXAIR INC	12/09/2011	05/06/2013	17,196.00	15,613.00			1,583.00
63. PRAXAIR INC	12/09/2011	05/07/2013	7,171.00	6,514.00			657.00
133. RPM INC OHIO	12/09/2011	02/19/2013	4,146.00	3,156.00			990.00
57. RPM INC OHIO	12/09/2011	02/20/2013	1,758.00	1,353.00			405.00
92. RPM INC OHIO	12/09/2011	02/21/2013	2,699.00	2,183.00			516.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, **line 8b** (if **Box D** above is checked), **line 9** (if **Box E** above is checked), or **line 10** (if **Box F** above is checked) ▶							

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ALICE G HANSON FAMILY FOUNDATION

Social security number or taxpayer identification number

36-3215192

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[X] (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)
69. RPM INC OHIO	12/09/2011	02/22/2013	2,054.00	1,637.00			417.00
138. RPM INC OHIO	12/09/2011	02/25/2013	4,146.00	3,275.00			871.00
120. RPM INC OHIO	12/09/2011	02/26/2013	3,591.00	2,848.00			743.00
600. MFC SPDR GOLD TR GOLD	05/04/2010	03/11/2013	91,712.00	59,210.00	C		32,502.00
123. SHINHAN FINANCIAL GRO SPONSORED ADR	12/13/2011	04/30/2013	4,188.00	4,166.00			22.00
47. SHINHAN FINANCIAL GROU SPONSORED ADR	12/13/2011	05/01/2013	1,590.00	1,592.00			-2.00
70. SHINHAN FINANCIAL GROU SPONSORED ADR	12/13/2011	05/02/2013	2,349.00	2,371.00			-22.00
150. ADR SOCIEDAD QUIMICA CHILE SA SPONSORED ADR	12/13/2011	04/30/2013	7,408.00	7,870.00			-462.00
197. SOUTHERN CO	12/09/2011	11/15/2013	8,294.00	8,793.00			-499.00
187. SOUTHERN CO	12/09/2011	11/18/2013	7,906.00	8,347.00			-441.00
138. SOUTHERN CO	12/09/2011	11/19/2013	5,813.00	6,160.00			-347.00
104. SOUTHERN CO	12/09/2011	11/20/2013	4,327.00	4,642.00			-315.00
443. ADR SUBSEA 7 S A SPON	12/13/2011	07/11/2013	8,088.00	8,009.00			79.00
291. TESCO PLC SPONSORED A	12/13/2011	03/13/2013	4,869.00	5,258.00			-389.00
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ALICE G HANSON FAMILY FOUNDATION

Social security number or taxpayer identification number
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14. ADR UNITED OVERSEAS BK SPONSORED ADRISIN #US91	04/18/2012	04/19/2013	471.00	417.00			54.00
72. ADR UNITED OVERSEAS BK SPONSORED ADRISIN #US91	04/18/2012	04/22/2013	2,400.00	2,145.00			255.00
108. UNITED TECHNOLOGIES C	12/09/2011	01/16/2013	9,238.00	8,759.00			479.00
75. UNITED TECHNOLOGIES CO	12/09/2011	01/17/2013	6,435.00	5,724.00			711.00
101. UNITED TECHNOLOGIES C	12/09/2011	08/20/2013	10,326.00	7,708.00			2,618.00
41. UNITED TECHNOLOGIES CO	06/25/2012	08/21/2013	4,185.00	3,103.00			1,082.00
27. UNITED TECHNOLOGIES CO	06/25/2012	08/22/2013	2,771.00	1,997.00			774.00
34. UNITED TECHNOLOGIES CO	06/26/2012	08/23/2013	3,505.00	2,504.00			1,001.00
6007.57 MFO VANGUARD FXD I INC INFLATION-PROTECTED	12/27/2011	11/19/2013	80,141.00	70,485.00			9,656.00
50000. VERIZON 5.25% DUE 0 04-15-2013 BEO	07/21/2008	04/15/2013	50,000.00	49,910.00			90.00
128. VERMILION ENERGY INC	12/09/2011	01/16/2013	6,612.00	6,007.00			605.00
128. VERMILION ENERGY INC	12/09/2011	01/17/2013	6,576.00	6,007.00			569.00
371. VODAFONE GROUP PLC SP	12/13/2011	02/15/2013	9,652.00	10,216.00			-564.00
25. ACCENTURE PLC SHS CL A	12/13/2011	06/28/2013	1,740.00	1,454.00			286.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, **line 8b** (if **Box D** above is checked), **line 9** (if **Box E** above is checked), or **line 10** (if **Box F** above is checked) ▶							

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160. WILLIS GROUP HOLDINGS USD0.000115 (NEW)	12/13/2011	05/31/2013	6,353.00	6,071.00			282.00
247. WILLIS GROUP HOLDINGS USD0.000115 (NEW)	12/13/2011	06/10/2013	9,760.00	9,372.00			388.00
13. WILLIS GROUP HOLDINGS USD0.000115 (NEW)	12/13/2011	06/11/2013	507.00	493.00			14.00
1. SINGER XENOS SALES-SEE	01/01/2012	12/31/2013	516,758.00	456,276.00			60,482.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, **line 8b** (if **Box D** above is checked), **line 9** (if **Box E** above is checked), or **line 10** (if **Box F** above is checked) ▶			2,042,599.	1,864,862.			177,737.

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◆ Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	 Translation	 Total
Equity Securities							
Common stock							
Australia - USD							
ADR BRAMBLES LTD ADR CUSIP 105105100							
619 000	17.64	0 00	10,919 16	9,719 25	1,199 91	0 00	1,199 91
Total USD		0 00	10,919.16	9,719.25	1,199 91	0 00	1,199 91
Total Australia		0 00	10,919.16	9,719 25	1,199 91	0 00	1,199 91
Brazil - USD							
ADR CIELO S A SPONSORED ADR CUSIP 171778202							
270 000	28 00	0 00	7,560 00	5,983 56	1,576 44	0 00	1,576 44
Total USD		0 00	7,560.00	5,983 56	1,576 44	0 00	1,576.44
Total Brazil		0 00	7,560 00	5,983.56	1,576.44	0 00	1,576.44
Canada - USD							
AGRIUM INC COM CUSIP 008916108							
56 000	91 48	42 00	5,122 88	5,886 48	-763 60	0 00	-763 60
BANK N S HALIFAX COM STK CUSIP 064149107 BNS							
141 000	62 55	0 00	8,819 55	7,419 67	1,399 88	0 00	1,399 88
BCE INC COM NEW CUSIP 05534B760							
540 000	43 29	320 42	23,376 60	21,659 01	1,717 59	0 00	1,717 59
CENOVUS ENERGY INC COM CUSIP 15135U109							
205 000	28 65	0 00	5,873 25	6,620 15	-746 90	0 00	-746 90

Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued Income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Equity Securities							
Common stock							
Canada - USD							
CORUS ENTMT INC CL B NON VTG CUSIP . 220874101							
370 000	24 18	0 00	8,946 60	6,952 30	1,994 30	0 00	1,994 30
ENBRIDGE INC COM CUSIP 29250N105							
109 000	43 68	0 00	4,761.12	5,000 37	-239 25	0 00	-239 25
NEW GOLD INC CDA COM CUSIP 644535106							
1,255 000	5 24	0 00	6,576 20	13,116 84	-6,540 64	0 00	-6,540 64
SILVER WHEATON CORP COM CUSIP 828336107							
376 000	20 19	0 00	7,591 44	11,978 74	-4,387.30	0 00	-4,387 30
Total USD		362 42	71,067 64	78,633 56	-7,565.92	0 00	-7,565.92
Total Canada		362 42	71,067 64	78,633 56	-7,565 92	0 00	-7,565 92
China - USD							
ADR BAIDU INC SPONSORED ADR CUSIP 056752108 BIDU							
52 000	177 88	0.00	9,249 76	5,980 41	3,269 35	0 00	3,269 35
ADR CHINA MOBILE LTD CUSIP 16941M109 CHL							
316 000	52 29	0 00	16,523 64	15,720 42	803 22	0 00	803 22
ADR CNOOC LTD SPONSORED ADR SPONSORED ADR CUSIP · 126132109 CEO							
35 000	187 66	0 00	6,568 10	6,948 51	-380 41	0 00	-380 41
ADR IND & COMM BK OF-UNSPON ADR ADR IND & COMM BK OF-UNSPON ADR CUSIP 455807107 IDCBY							
638 000	13 58	0 00	8,664 04	8,836 93	-172 89	0 00	-172 89

Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Equity Securities							
Common stock							
Total USD		0.00	41,005 54	37,486 27	3,519.27	0.00	3,519 27
Total China		0.00	41,005.54	37,486 27	3,519 27	0 00	3,519 27
Finland - USD							
ADR NOKIAN TYRES OYJ ADR ADR CUSIP 65528V107							
361 000	24 024	0 00	8,672 66	8,071 85	600 81	0 00	600 81
Total USD		0 00	8,672 66	8,071.85	600.81	0 00	600.81
Total Finland		0 00	8,672.66	8,071.85	600 81	0.00	600 81
France - USD							
ADR ARKEMA SPONSORED ADR CUSIP 041232109							
131 000	116 836	0 00	15,305 51	10,201 56	5,103 95	0 00	5,103 95
ADR EUTELSAT COMMUNICATIONS ADR CUSIP · 29888Q108							
1,414 000	7 808	0 00	11,040 51	10,543 78	496 73	0 00	496 73
ADR L OREAL CO ADR CUSIP 502117203							
317 000	35 15	0 00	11,142 55	6,896 10	4,246 45	0 00	4,246 45
ADR PERNOD RICARD S A ADR CUSIP : 714264207 PDRDY							
494 000	22 72	0 00	11,223 68	9,995 74	1,227 94	0 00	1,227 94
ADR PUBLICIS S A NEW SPONSORED ADR CUSIP 74463M106 PUBGY							
554 000	22 912	0 00	12,693 24	9,843 20	2,850 04	0 00	2,850 04
ADR SAFRAN ADR CUSIP 786584102 SAFRY							
604 000	17 24	74 17	10,412 96	5,926 33	4,486 63	0 00	4,486 63

◆ Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Equity Securities							
Common stock							
France - USD							
ADR SCHNEIDER ELECTRIC SE CUSIP 80687P106							
1,387 000	17 55	0 00	24,341 85	15,738 35	8,603 50	0 00	8,603 50
SANOFI SPONSORED ADR CUSIP 80105N105 SNY							
373 000	53 63	0 00	20,003 99	18,468 56	1,535 43	0 00	1,535 43
Total USD		74.17	116,164 29	87,613 62	28,550 67	0 00	28,550 67
Total France		74 17	116,164 29	87,613 62	28,550.67	0 00	28,550 67
Germany - USD							
ADR BASF AKTIENGESELLSCHAFT - LEVEL I CUSIP 055262505 BASFY							
107 000	107 79	0 00	11,533 53	7,134 72	4,398 81	0 00	4,398 81
ADR BAYER A G SPONSORED ADR CUSIP 072730302 BAYRY							
74 000	142 00	0 00	10,508 00	8,031 25	2,476 75	0 00	2,476 75
ADR DEUTSCHE BOERSE ADR CUSIP · 251542106							
1,519 000	8 25	0 00	12,531 75	10,163 09	2,368 66	0 00	2,368 66
LINDE AG-SPONSORED ADR CUSIP 535223200							
1,097 000	20 952	0 00	22,984 34	16,273 58	6,710 76	0 00	6,710 76
SAP SE-SPONSORED ADR CUSIP 803054204 SAP							
150.000	87 14	0 00	13,071 00	8,442 72	4,628 28	0 00	4,628 28
Total USD		0.00	70,628 62	50,045 36	20,583 26	0.00	20,583 26
Total Germany		0 00	70,628 62	50,045 36	20,583 26	0 00	20,583.26

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Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	 Translation	 Total
Equity Securities							
Common stock							
Hong Kong - USD							
ADR JARDINE MATHESON HLDGS LTD ADR CUSIP - 471115402 JMHLY							
250 000	52 81	0 00	13,202 50	16,407 53	-3,205 03	0 00	-3,205 03
Total USD		0 00	13,202 50	16,407 53	-3,205 03	0.00	-3,205 03
Total Hong Kong		0 00	13,202 50	16,407.53	-3,205 03	0.00	-3,205 03
India - USD							
ADR ICICI BK LTD CUSIP 45104G104 IBN							
181 000	37 17	0 00	7,099 47	8,489 29	-1,389 82	0 00	-1,389 82
Total USD		0 00	7,099 47	8,489 29	-1,389 82	0.00	-1,389.82
Total India		0 00	7,099.47	8,489 29	-1,389 82	0 00	-1,389 82
Israel - USD							
ADR PARTNER COMMUNICATIONS CO LTD ADR ISIN US70211M1099 CUSIP 70211M109							
1,535 000	9 38	0 00	14,398 30	8,385 46	6,012 84	0 00	6,012 84
CHECK PT SOFTWARE TECHNOLOGIES ORDILS 01 CUSIP - M22465104							
326 000	64 52	0 00	21,033 52	15,109 56	5,923 96	0 00	5,923 96
Total USD		0 00	35,431.82	23,495.02	11,936 80	0 00	11,936 80
Total Israel		0 00	35,431 82	23,495 02	11,936 80	0 00	11,936 80
Japan - USD							
ADR CANON INC SPONSORED ADR REPSTG 5 SHS CUSIP 138006309 CAJ							
205 000	32 00	0 00	6,560 00	9,075 86	-2,515 86	0 00	-2,515 86

Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Equity Securities							
Common stock							
Japan - USD							
ADR DAIHATSU MTR CO LTD CUSIP 23381A108							
207 000	33 80	0 00	6,996 60	8,201 42	-1,204 82	0 00	-1,204 82
ADR TOYOTA MTR CORP SPONSORED ADR CUSIP · 892331307 TM							
172 000	121 92	0.00	20,970 24	15,669 56	5,300 68	0 00	5,300 68
FANUC CORPORATION CUSIP 307305102 FANUY							
655 000	30 525	0 00	19,993 87	18,027 54	1,966 33	0 00	1,966 33
TOSHIBA CORP ADR CUSIP 891493306							
286 000	25 232	0 00	7,216 35	8,301 28	-1,084 93	0 00	-1,084 93
Total USD		0 00	61,737.06	59,275 66	2,461.40	0 00	2,461 40
Total Japan		0 00	61,737.06	59,275 66	2,461 40	0 00	2,461 40
Mexico - USD							
ADR GRUPO FINANCIERO BANORTE S A B DE C CUSIP 40052P107 GBOOY							
208 000	34 878	27 60	7,254 62	8,134 47	-879 85	0 00	-879 85
Total USD		27 60	7,254 62	8,134 47	-879 85	0 00	-879 85
Total Mexico		27 60	7,254.62	8,134.47	-879.85	0 00	-879 85
Netherlands - USD							
#REORG/KONINKLIJKE AHOLD REVERSE STK SPLIT KONINKLIJKE 0002U1UAF1 04-03-2014 CUSIP 500467402							
1,075 000	18 01	0 00	19,360 75	13,663 25	5,697 50	0 00	5,697 50

Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Equity Securities							
Common stock							
Netherlands - USD							
ADR AKZO NOBEL N V SPONSORED ADR CUSIP 010199305							
660 000	25 87	0 00	17,074 20	9,979 20	7,095 00	0 00	7,095 00
ADR ASML HLDG NV NY REG 2012 (POST REV SPLIT) CUSIP N07059210 ASML							
122,000	93 70	0 00	11,431 40	8,431 92	2,999 48	0 00	2,999 48
ADR UNILEVER N V NEW YORK SHS NEW CUSIP · 904784709 UN							
405 000	40 23	0 00	16,293 15	13,529 75	2,763 40	0 00	2,763 40
Total USD		0 00	64,159.50	45,604 12	18,555.38	0.00	18,555 38
Total Netherlands		0.00	64,159 50	45,604 12	18,555.38	0.00	18,555 38
Russian Federation - USD							
ADR SBERBANK RUSSIA SPONSORED ADR CUSIP 80585Y308 SBRCY							
957 000	12 57	0 00	12,029 49	11,251 65	777.84	0 00	777.84
Total USD		0 00	12,029 49	11,251 65	777 84	0 00	777.84
Total Russian Federation		0 00	12,029 49	11,251 65	777 84	0 00	777 84
Singapore - USD							
ADR UNITED OVERSEAS BK LTD SPONSORED ADRISIN #US9112713022 CUSIP 911271302 UOVEY							
237 000	33 645	0 00	7,973 86	6,566 03	1,407 83	0 00	1,407 83
Total USD		0 00	7,973 86	6,566 03	1,407.83	0 00	1,407.83
Total Singapore		0 00	7,973 86	6,566.03	1,407.83	0 00	1,407 83
Sweden - USD							

◆ Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Equity Securities							
Common stock							
Sweden - USD							
ADR SVENSKA CELLULOSA AKTIEBOLAGET SCA SPONSORED ADR CUSIP 869587402							
324 000	30 88	0 00	10,005 12	5,838 24	4,166 88	0 00	4,166 88
ERICSSON CUSIP 294821608							
1,176 000	12 24	0 00	14,394 24	11,260 67	3,133 57	0.00	3,133 57
Total USD		0 00	24,399 36	17,098.91	7,300 45	0 00	7,300 45
Total Sweden		0 00	24,399 36	17,098 91	7,300 45	0 00	7,300 45
Switzerland - USD							
ADR COMPAGNIE FINANCIERE RICHEMONT AG SWITZ ADR CUSIP . 204319107							
833 000	10 00	0 00	8,330 00	8,461 86	-131 86	0 00	-131 86
ADR GIVAUDAN SA ADR CUSIP 37636P108							
770 000	28 65	0 00	22,060 50	14,152 60	7,907 90	0 00	7,907 90
ADR JULIUS BAER GROUP LTD-UN ADR CUSIP 48137C108 JBAXY							
681 000	9 65	0 00	6,571 65	6,526 53	45 12	0 00	45 12
ADR NOVARTIS AG CUSIP 66987V109							
637 000	80 38	0 00	51,202 06	35,555 16	15,646 90	0 00	15,646 90
ADR ROCHE HLDG LTD SPONSORED ADR ISIN #US7711195104 CUSIP 771195104 RHHBY							
440 000	70 20	0 00	30,888 00	18,236 77	12,651 23	0 00	12,651 23
ADR SONOVA HLDG AG UNSP ADR CUSIP 83569C102							
361 000	26 986	0 00	9,741 94	8,136 10	1,605 84	0 00	1,605 84

Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Equity Securities							
Common stock							
Switzerland - USD							
SGS SA CUSIP 818800104							
860 000	22 97	0 00	19,754 20	13,806 27	5,947 93	0 00	5,947 93
UBS AG SHS COM CUSIP · H89231338 UBS							
311 000	19 25	0 00	5,986 75	6,399 29	-412 54	0 00	-412 54
Total USD		0 00	154,535.10	111,274 58	43,260.52	0 00	43,260.52
Total Switzerland		0 00	154,535.10	111,274 58	43,260.52	0 00	43,260 52
Turkey - USD							
ADR TURKIYE GARANTI BANKASI A S SPONSORED ADR REPSTG 2000 SHS CUSIP 900148701							
1,525 000	3 21	0 00	4,895 25	8,247 62	-3,352.37	0 00	-3,352 37
Total USD		0 00	4,895 25	8,247 62	-3,352 37	0.00	-3,352.37
Total Turkey		0 00	4,895 25	8,247 62	-3,352.37	0.00	-3,352 37
United Kingdom - USD							
ADR BARCLAYS PLC A D R. CUSIP 06738E204 BCS							
637 000	18 13	0 00	11,548 81	11,161 20	387 61	0 00	387 61
ADR BUNZL PLC SPONSORED ADR NEW CUSIP · 120738406							
885 000	24 06	135 38	21,293 10	11,979 36	9,313 74	0 00	9,313 74
ADR GLAXOSMITHKLINE PLC SPONSORED ADR CUSIP 37733W105							
451 000	53 39	277 85	24,078 89	20,195 61	3,883 28	0 00	3,883 28

Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Equity Securities							
Common stock							
United Kingdom - USD							
ADR ICAP PLC SPONSORED ADR REPSTG 2 ORD SH ADR CUSIP 450936109							
424 000	15 17	83 07	6,432 08	4,894 80	1,537 28	0 00	1,537 28
ADR REED ELSEVIER P L C SPONSORED ADR NEW CUSIP 758205207							
347 000	60 05	0 00	20,837 35	13,342 08	7,495 27	0 00	7,495 27
ADR SABMILLER PLC SPONSORED ADR CUSIP . 78572M105 SBMRY							
251 000	51 28	0 00	12,871 28	12,524 35	346 93	0 00	346 93
ADR TULLOW OIL PLC ADR ADR CUSIP 899415202							
805 000	7 06	0 00	5,683 30	8,541 05	-2,857 75	0 00	-2,857 75
Total USD		496.30	102,744.81	82,638 45	20,106 36	0 00	20,106.36
Total United Kingdom		496.30	102,744.81	82,638 45	20,106 36	0 00	20,106 36
United States - USD							
ABBVIE INC COM USD0 01 CUSIP 00287Y109							
757 000	52 81	0 00	39,977 17	27,422 46	12,554 71	0 00	12,554 71
ACCENTURE PLC SHS CL A NEW CUSIP G1151C101 ACN							
85 000	82 22	0 00	6,988 70	4,942 75	2,045 95	0 00	2,045 95
ADR HENKEL AG & CO KGAA SPONSORED ADR REPSTG PFD SHS CUSIP 42550U208							
174 000	116 174	0 00	20,214 27	17,368 52	2,845 75	0 00	2,845 75
ADR NORDEA BK AB SWEDEN CUSIP 65557A206							
1,360 000	13 491	0 00	18,347 76	10,571 11	7,776 65	0 00	7,776 65

◆ Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Equity Securities							
Common stock							
United States - USD							
ADR SOFTBANK CORP ADR CUSIP . 83404D109 SFTBY							
422 000	43 766	0 00	18,469 25	6,041 95	12,427 30	0 00	12,427 30
ADR UNICHARM CORP SPONSORED ADR CUSIP 90460M204 UNICY							
631 000	11 417	0 00	7,204 12	8,172 65	-968 53	0 00	-968 53
ALTRIA GROUP INC COM CUSIP 02209S103 MO							
784 000	38 39	376 32	30,097 76	22,617 52	7,480 24	0 00	7,480 24
ANALOG DEVICES INC COM CUSIP 032654105							
399 000	50 93	0 00	20,321.07	14,964 73	5,356 34	0 00	5,356 34
AON PLC COM CUSIP G0408V102							
157 000	83 89	0 00	13,170 73	10,234 83	2,935 90	0 00	2,935 90
APPLE INC COM STK CUSIP 037833100							
47 000	561 11	0 00	26,372 17	19,597 04	6,775 13	0 00	6,775 13
AT&T INC COM CUSIP 00206R102 T							
522 000	35 16	0 00	18,353 52	14,898 34	3,455 18	0 00	3,455 18
AUTOMATIC DATA PROCESSING INC COM CUSIP 053015103							
341 000	80 81	163 68	27,556 21	20,473 84	7,082 37	0 00	7,082 37
BAXTER INTL INC COM CUSIP 071813109							
310 000	69 55	151 90	21,560 50	18,489 49	3,071 01	0 00	3,071 01

◆ Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Equity Securities							
Common stock							
United States - USD							
BLACKROCK INC COM STK CUSIP · 09247X101							
60 000	316 47	0 00	18,988 20	10,253 31	8,734 89	0 00	8,734 89
BRISTOL MYERS SQUIBB CO COM CUSIP · 110122108							
435 000	53 15	156 60	23,120 25	14,643 95	8,476 30	0 00	8,476 30
CHEVRON CORP COM CUSIP 166764100 CVX							
331 000	124 91	0 00	41,345 21	35,498 39	5,846 82	0 00	5,846 82
CISCO SYSTEMS INC CUSIP 17275R102 CSCO							
1,598 000	22 45	0 00	35,875 10	32,302 80	3,572 30	0 00	3,572 30
COCA COLA CO COM CUSIP 191216100							
693 000	41 31	0 00	28,627 83	21,458 50	7,169 33	0 00	7,169 33
CULLEN / FROST BANKERS INC COM CUSIP 229899109							
497 000	74 43	0 00	36,991 71	36,079 68	912 03	0 00	912.03
EMERSON ELECTRIC CO COM CUSIP 291011104							
530 000	70 18	0 00	37,195 40	28,628 08	8,567 32	0 00	8,567 32
GALLAGHER ARTHUR J & CO COM CUSIP 363576109							
487 000	46 93	0 00	22,854 91	17,439 01	5,415 90	0 00	5,415 90
GENERAL ELECTRIC CO CUSIP 369604103 GE							
1,713 000	28 03	376 86	48,015 39	36,939 06	11,076 33	0 00	11,076 33

◆ Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	 Translation	 Total
Equity Securities							
Common stock							
United States - USD							
GENUINE PARTS CO COM CUSIP 372460105							
240 000	83 19	129 00	19,965 60	14,140 30	5,825 30	0 00	5,825 30
INTEL CORP COM CUSIP 458140100 INTC							
1,732 000	25 96	0 00	44,962 72	41,959 80	3,002 92	0 00	3,002 92
JOHNSON & JOHNSON COM USD1 CUSIP 478160104 JNJ							
535 000	91 59	0 00	49,000 65	36,593 85	12,406 80	0 00	12,406 80
KIMBERLY-CLARK CORP COM CUSIP · 494368103 KMB							
450 000	104 46	364 50	47,007 00	33,402 52	13,604 48	0 00	13,604 48
KRAFT FOODS GROUP INC COM CUSIP . 50076Q106							
715 000	53 92	375 37	38,552 80	33,555 26	4,997 54	0 00	4,997 54
LOCKHEED MARTIN CORP COM CUSIP 539830109							
261 000	148 66	0 00	38,800 26	32,149 92	6,650 34	0 00	6,650 34
MATTEL INC COM CUSIP 577081102							
720 000	47.58	0 00	34,257 60	20,815 83	13,441 77	0 00	13,441 77
MC DONALDS CORP COM CUSIP 580135101							
520 000	97 03	0 00	50,455 60	50,708 43	-252 83	0 00	-252 83
MERCK & CO INC NEW COM CUSIP 58933Y105							
650 000	50 05	286 00	32,532 50	27,596 75	4,935 75	0 00	4,935 75

Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Equity Securities							
Common stock							
United States - USD							
MICROSOFT CORP COM CUSIP 594918104 MSFT							
950 000	37 43	0 00	35,558 50	25,886 26	9,672 24	0 00	9,672 24
NEXTERA ENERGY INC COM CUSIP 65339F101							
161 000	85 62	0 00	13,784 82	9,047 76	4,737 06	0 00	4,737 06
NIELSEN N V CUSIP : N63218106							
251 000	45 89	0 00	11,518 39	9,280 08	2,238 31	0 00	2,238 31
ONEOK INC COM STK CUSIP . 682680103							
750 000	62.18	0 00	46,635 00	31,380 28	15,254 72	0 00	15,254.72
PAYCHEX INC COM CUSIP 704326107							
435 000	45 53	0 00	19,805 55	17,527 73	2,277 82	0 00	2,277 82
PHILIP MORRIS INTL COM STK NPV CUSIP 718172109 PM							
380 000	87 13	378 82	33,109 40	28,790 58	4,318 82	0 00	4,318 82
PROCTER & GAMBLE COM NPV CUSIP 742718109							
409 000	81 41	0 00	33,296 69	26,320 19	6,976 50	0 00	6,976 50
QUALCOMM INC COM CUSIP : 747525103 QCOM							
458 000	74 25	0 00	34,006 50	29,222 38	4,784 12	0 00	4,784 12
SODEXO CUSIP 833792104 SDXAY							
190 000	101 44	0 00	19,273 60	13,275 93	5,997 67	0 00	5,997 67

◆ Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Equity Securities							
Common stock							
United States - USD							
SPECTRA ENERGY CORP COM STK CUSIP 847560109							
1,014 000	35 62	0 00	36,118 68	34,139 15	1,979 53	0 00	1,979 53
TUPPERWARE BRANDS CORPORATION CUSIP 899896104 TUP							
157 000	94 53	97 34	14,841 21	12,294 25	2,546 96	0 00	2,546 96
US BANCORP CUSIP 902973304 USB							
973 000	40 40	223 79	39,309 20	34,050 93	5,258 27	0 00	5,258 27
WILLIAMS CO INC COM CUSIP 969457100							
1,078 000	38 57	0 00	41,578 46	31,811 84	9,766 62	0 00	9,766 62
WIS ENERGY COM CUSIP 976657106							
644 000	41 34	0 00	26,622 96	27,230 23	-607 27	0 00	-607 27
Total USD		3,080 18	1,322,640.92	1,050,218.26	272,422.66	0 00	272,422 66
Total United States		3,080 18	1,322,640 92	1,050,218 26	272,422 66	0 00	272,422 66
Total Common Stock **58,779.000**		**4,040.67**	**2,144,121.67**	**1,726,255.06**	**417,866.61**	**0.00**	**417,866.61**
Preferred stock							
Germany - USD							
ADR VOLKSWAGEN A G SPONSORED ADR REPSTG PREF SH CUSIP 928662402							
289 000	56 44	0 00	16,311 16	13,462 99	2,848 17	0 00	2,848 17
Total USD		0 00	16,311 16	13,462 99	2,848 17	0.00	2,848.17
Total Germany		0 00	16,311 16	13,462.99	2,848 17	0.00	2,848 17

◆ Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Equity Securities							
Total Preferred Stock							
289.000		**0.00**	**16,311.16**	**13,462.99**	**2,848.17**	**0.00**	**2,848.17**
Equity funds							
Emerging Markets Region - USD							
MFB NORTHN FDS MULTI-MANAGER EMERGING MKTS EQTY FD CUSIP 665162483							
34,504 570	19 05	0 00	657,312 05	676,843 91	-19,531 86	0 00	-19,531 86
Total USD		0 00	657,312 05	676,843 91	-19,531 86	0 00	-19,531 86
Total Emerging Markets Region		0 00	657,312 05	676,843 91	-19,531.86	0 00	-19,531 86
United States - USD							
MFB NORTHERN FDS STK INDEX FD CUSIP 665162772							
39,507 880	22 86	0 00	903,150 13	519,279 61	383,870 52	0 00	383,870 52
MFB NORTHN MULTI-MANAGER SMALL CAP FD CUSIP 665162566							
23,815 240	11 50	0 00	273,875 26	238,097 61	35,777 65	0 00	35,777 65
Total USD		0.00	1,177,025 39	757,377 22	419,848 17	0.00	419,848.17
Total United States		0.00	1,177,025 39	757,377.22	419,848.17	0 00	419,848 17
Total Equity Funds							
97,827.690		**0.00**	**1,834,337.44**	**1,434,221.13**	**400,116.31**	**0.00**	**400,116.31**
Other equity							
United States - USD							
HCP INC COM REIT CUSIP 40414L109 HCP							
685 000	36 32	0 00	24,879 20	27,726 51	-2,847 31	0 00	-2,847 31

◆ Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Equity Securities							
Other equity							
United States - USD							
HEALTH CARE REIT INC COM CUSIP 42217K106							
489 000	53 57	0 00	26,195 73	25,615 61	580 12	0 00	580 12
RLTY INC CORP COM CUSIP 756109104							
264 000	37 33	48 09	9,855 12	8,842 63	1,012 49	0 00	1,012 49
VENTAS INC REIT CUSIP 92276F100							
181 000	57 28	0 00	10,367 68	14,728 18	-4,360 50	0 00	-4,360 50
Total USD		48 09	71,297 73	76,912 93	-5,615 20	0.00	-5,615 20
Total United States		48.09	71,297 73	76,912 93	-5,615 20	0.00	-5,615.20
Total Other Equity							
1,619.000		**48.09**	**71,297.73**	**76,912.93**	**-5,615.20**	**0.00**	**-5,615.20**
Total Equity Securities							
158,514.690		**4,088.76**	**4,066,068.00**	**3,250,852.11**	**815,215.89**	**0.00**	**815,215.89**
Fixed Income Securities							
Corporate/government							
United States - USD							
BECTON DICKINSON & 3 125% DUE 11-08-2021 CUSIP 075887BA6							
50,000 000	96 9364	230 03	48,468 20	50,377 00	-1,908 80	0 00	-1,908 80
Issue Date 08 Nov 11 Rate 3 125% Yield to Maturity 3 145% Maturity Date 08 Nov 21							

◆ Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Fixed Income Securities							
Corporate/government							
United States - USD							
GEN ELEC CAP CORP 2 95 DUE 05-09-2016 CUSIP 36962G5C4							
50,000 000	104 6972	213 05	52,348 60	50,465 00	1,883 60	0 00	1,883 60
Issue Date 09 May 11 Rate 2.95% Yield to Maturity 0 706% Maturity Date 09 May 16							
GENERAL ELEC CAP CORP 5 9 DUE 05-13-2014 CUSIP 36962G4C5							
50,000 000	102 0228	393 33	51,011 40	54,426 50	-3,415 10	0 00	-3,415 10
Rate 5 90% Maturity Date 13 May 14							
LOWES COS INC 5% DUE 10-15-2015 CUSIP 548661CH8							
50,000 000	107.6922	527 77	53,846 10	52,077 50	1,768 60	0 00	1,768 60
Issue Date 06 Oct 05 Rate 5 00% Call Date 14 Oct 15 Call Price 100 00 Yield to Maturity 0 575% Maturity Date 15 Oct 15							
MFB NORTHN HI YIELD FXD INC FD CUSIP 665162699							
57,453 270	7 49	0 00	430,324 99	416 258 63	14,066 36	0 00	14,066.36
Issue Date 25 Aug 08							
MFO VANGUARD FXD INC SECS FD INC INFLATION-PROTECTED SECS FD #119 CUSIP 922031869							
8,108 410	12 98	0 00	105,247 16	91,330 16	13,917 00	0 00	13,917 00
PHILIP MORRIS INTL 2 5% DUE 05-16-2016 CUSIP · 718172AJ8							
50,000 000	103 7792	156 25	51,889 60	50,785 00	1,104 60	0 00	1,104 60
Issue Date 16 May 11 Rate 2 50% Yield to Maturity 0 683% Maturity Date 16 May 16							
TOYOTA MTR CR CORP MEDIUM TERM NTS 3 2 DUE 06-17-2015 CUSIP 89233P4B9							
50,000 000	103 9943	62 22	51,997 15	50,425 00	1,572 15	0 00	1,572 15
Issue Date 17 Jun 10 Rate 3 20% Yield to Maturity 0 39% Maturity Date 17 Jun 15							
Total USD		1,582.65	845,133 20	816,144 79	28,988 41	0.00	28,988 41

Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Fixed Income Securities							
Corporate/government							
Total United States		1,582.65	845,133 20	816,144 79	28,988 41	0 00	28,988 41
Total Corporate/Government							
365,561.680		**1,582 65**	**845,133.20**	**816,144.79**	**28,988.41**	**0.00**	**28,988.41**
Other bonds							
United States - USD							
MFC ISHARES 1-3 YEAR CREDIT BOND ETF CUSIP 464288646							
950 000	105 46	80 76	100,187 00	100,185 01	1 99	0.00	1.99
Issue Date 05 Dec 08							
Total USD		80 76	100,187 00	100,185 01	1 99	0 00	1.99
Total United States		80 76	100,187 00	100,185 01	1.99	0 00	1 99
Total Other Bonds							
950.000		**80.76**	**100,187.00**	**100,185.01**	**1.99**	**0.00**	**1.99**
Total Fixed Income Securities							
366,511.680		**1,663.41**	**945,320.20**	**916,329.80**	**28,990.40**	**0.00**	**28,990.40**
Commodities							
Commodities							
United States - USD							
MFC POWERSHARES DB COMMODITY INDEX TRACKING FD UNIT BEN INT CUSIP 73935S105							
13,630 000	25 65	0 00	349,609 50	350,150 61	-541 11	0 00	-541 11
Total USD		0.00	349,609 50	350,150 61	-541.11	0 00	-541 11
Total United States		0 00	349,609.50	350,150 61	-541.11	0 00	-541 11

◆ Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Commodities							
Total Commodities							
13,630.000		**0.00**	**349,609.50**	**350,150.61**	**-541.11**	**0.00**	**-541.11**
Total Commodities							
13,630.000		**0.00**	**349,609.50**	**350,150.61**	**-541.11**	**0.00**	**-541.11**
Other Assets							
Other assets							
United States - USD							
INVESTMENT IN SINGER XENOS FUND - DIRECTED BY BURT ROTTMAN ON 3/16/2006 CUSIP 000415638							
1,650,000 000	2,247,430 00	0 00	2,247,430 00 *	1,650,000 00	597,430 00	0 00	597,430 00
		* Market value based on prices received from an external manager or other client-directed pricing source					
LANDMARK TOWER, LP 1 UNIT CUSIP 000387755							
1 000	667,384.00	0 00	667,384 00 *	434,360.00	233,024 00	0 00	233,024 00
		* Market value based on prices received from an external manager or other client-directed pricing source					
YEDID ADVANTAGE QP FUND LP CUSIP 000499681							
1 000	606,409 00	0 00	606,409 00 *	425,000 00	181,409 00	0 00	181,409 00
		* Market value based on prices received from an external manager or other client-directed pricing source					
Total USD		0 00	3,521,223.00	2,509,360 00	1,011,863 00	0 00	1,011,863.00
Total United States		0 00	3,521,223 00	2,509,360 00	1,011,863.00	0 00	1,011,863.00
Total Other Assets							
1,650,002.000		**0.00**	**3,521,223.00**	**2,509,360.00**	**1,011,863.00**	**0.00**	**1,011,863.00**
Total Other Assets							
1,650,002.000		**0.00**	**3,521,223.00**	**2,509,360.00**	**1,011,863.00**	**0.00**	**1,011,863.00**

◆ Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Cash and Short Term Investments							
Short term							
USD - United States dollar							
	1 00	2 30	270,753 00	270,753 00	0 00	0 00	0 00
Total short term - all currencies		2.30	270,753 00	270,753.00	0 00	0.00	0 00
Total short term - all countries		2 30	270,753.00	270,753 00	0 00	0.00	0 00
Total Short Term **270,753.000**		**2.30**	**270,753.00**	**270,753.00**	**0.00**	**0.00**	**0.00**
Total Cash and Short Term Investments **270,753.000**		**2.30**	**270,753.00**	**270,753.00**	**0.00**	**0.00**	**0.00**
Total **2,459,411.370**		**5,754.47**	**9,152,973.70**	**7,297,445.52**	**1,855,528.18**	**0.00**	**1,855,528.18**