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Form 990-PF

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

Do not enter Social Security numbers on this form as it may be made public.

Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning , and ending

Name of foundation THE APPLEBY FOUNDATION		A Employer identification number 52-6026971
Number and street (or P.O. box number if mail is not delivered to street address) C/O NORTHERN TRUST-P.O. BOX 803878	Room/suite	B Telephone number 941-329-2628
City or town, state or province, country, and ZIP or foreign postal code CHICAGO, IL 60682		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		D 1 Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization: ☐ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☒ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 12,058,533. (Part I, column (d) must be on cash basis.)	J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify)	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))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
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		183,795.	183,795.		STATEMENT 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		422,638.			
b Gross sales price for all assets on line 6a 2,617,569.					
7 Capital gain net income (from Part IV, line 2)			422,638.		
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)					
11 Other income					
12 Total. Add lines 1 through 11		606,433.	606,433.		
13 Compensation of officers, directors, trustees, etc		129,898.	103,918.		25,980.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees STMT 2		3,013.	2,410.		603.
c Other professional fees					
17 Interest					
18 Taxes STMT 3		5,395.	5,395.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 4		25,932.	25,932.		0.
24 Total operating and administrative expenses. Add lines 13 through 23		164,238.	137,655.		26,583.
25 Contributions, gifts, grants paid		513,250.			513,250.
26 Total expenses and disbursements. Add lines 24 and 25		677,488.	137,655.		539,833.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		<71,055.>			
b Net investment income (if negative, enter -0-)			468,778.		
c Adjusted net income (if negative, enter -0-)				N/A	

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LHA For Paperwork Reduction Act Notice, see instructions.

Form 990-PF (2013) 9

917

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing		456,540.	225,041.	225,077.
	2	Savings and temporary cash investments				
	3	Accounts receivable ▶				
		Less: allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less: allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons				
	7	Other notes and loans receivable ▶				
		Less: allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments - U.S. and state government obligations				
	b	Investments - corporate stock	STMT 5	5,017,343.	5,222,882.	6,505,739.
	c	Investments - corporate bonds	STMT 6	1,903,874.	1,921,056.	1,995,782.
	11	Investments - land, buildings, and equipment basis ▶				
Liabilities		Less: accumulated depreciation ▶				
	12	Investments - mortgage loans				
	13	Investments - other	STMT 7	1,073,752.	1,073,752.	1,219,039.
	14	Land, buildings, and equipment: basis ▶				
		Less: accumulated depreciation ▶				
	15	Other assets (describe ▶ STATEMENT 8)		1,958,090.	2,102,860.	2,112,896.
	16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item 1)		10,409,599.	10,545,591.	12,058,533.
	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
Net Assets or Fund Balances	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable				
	22	Other liabilities (describe ▶)				
	23	Total liabilities (add lines 17 through 22)		0.	0.	
		Foundations that follow SFAS 117, check here ▶ ☐				
		and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
		Foundations that do not follow SFAS 117, check here ▶ ☒				
		and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds		9,987,237.	9,987,237.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.	
	29	Retained earnings, accumulated income, endowment, or other funds		422,362.	558,354.	
	30	Total net assets or fund balances		10,409,599.	10,545,591.	
	31	Total liabilities and net assets/fund balances		10,409,599.	10,545,591.	

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	10,409,599.
2	Enter amount from Part I, line 27a	2	<71,055.>
3	Other increases not included in line 2 (itemize) ▶ TAX COST ADJUSTMENTS	3	207,047.
4	Add lines 1, 2, and 3	4	10,545,591.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	10,545,591.

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				
b SEE ATTACHED STATEMENT				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e 2,617,569.		2,194,931.	422,638.	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a				
b				
c				
d				
e			422,638.	
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		2 422,638.
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). If (loss), enter -0- in Part I, line 8		{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7		3 N/A

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	541,714.	10,696,870.	.050642
2011	514,379.	10,749,690.	.047851
2010	484,459.	10,725,121.	.045170
2009	566,488.	9,761,940.	.058030
2008	639,871.	11,244,368.	.056906
2 Total of line 1, column (d)			2 .258599
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 .051720
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5			4 11,444,883.
5 Multiply line 4 by line 3			5 591,929.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 4,688.
7 Add lines 5 and 6			7 596,617.
8 Enter qualifying distributions from Part XII, line 4			8 539,833.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		1	9,376.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	9,376.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	9,376.
6 Credits/Payments:			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	10,141.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	3,500.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	13,641.	
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	4,265.	
11 Enter the amount of line 10 to be: Credited to 2014 estimated tax ☐ 4,265. Refunded ☐	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? 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.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ☐ \$ 0. (2) On foundation managers. ☐ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ☐ \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		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		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?		X
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ IL, FL		
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	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		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address ► N/A				
14	The books are in care of ► THE NORTHERN TRUST COMPANY	Telephone no. ►	941-329-2628	
Located at ► 1515 RINGLING BLVD, SARASOTA, FL		ZIP+4 ►	34236	
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	N/A	
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►				X

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

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

	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)? Organizations relying on a current notice regarding disaster assistance check here		1b X
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? If "Yes," list the years ►	☐ Yes ☒ No	
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.)	N/A	2b
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No	
b If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.)	N/A	3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?		4b X

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

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

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ 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)?

N/A

Organizations relying on a current notice regarding disaster assistance check here

▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

If "Yes" to 6b, file Form 8870.

☐ Yes ☒ No

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

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.

(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
F. JORDAN COLBY 141 S. LAKESHORE DR. SARASOTA, FL 34231	CO-TRUSTEE 5.00	29,400.	0.	0.
SARAH ROB COLBY PIERCE 1350 TANGIER WAY SARASOTA, FL 34239	CO-TRUSTEE 5.00	29,400.	0.	0.
BENJAMIN COLBY 2229 SOCIAL SVC PLAZA A IRVINE, CA 92602	CO-TRUSTEE 5.00	29,400.	0.	0.
THE NORTHERN TRUST COMPANY P. O. BOX 4097 SARASOTA, FL 34230	CO-TRUSTEE 40.00	41,698.	0.	0.

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

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

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

0

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)***3** Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services

0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1 N/A	
	0.
2 N/A	
	0.
3 N/A	
	0.
4 N/A	
	0.

Part IX-B Summary of Program-Related Investments

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

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0.

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	11,619,171.
b	Average of monthly cash balances	1b	
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	11,619,171.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	11,619,171.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	174,288.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	11,444,883.
6	Minimum investment return. Enter 5% of line 5	6	572,244.

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	572,244.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	9,376.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	9,376.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	562,868.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	562,868.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	562,868.

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	539,833.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	539,833.
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	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	539,833.

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				562,868.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			513,207.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2013:				
a From 2008				
b From 2009				
c From 2010				
d From 2011				
e From 2012				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ \$ 539,833.				
a Applied to 2012, but not more than line 2a			513,207.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2013 distributable amount				26,626.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				536,242.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012				
e Excess from 2013				

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				
TIDEWELL HOSPICE 5955 RAND BLVD. SARASOTA, FL 34238	NONE		2013 GRANT	5,000.
CALORIC RESTRICTION SOCIETY 7223 S. RTE. 83 #142 WILLOWBROOK, IL 60527	NONE		2013 GRANT	1,000.
HUDSON VALLEY SHAKESPEARE FESTIVAL 140 MAIN ST. COLD SPRINGS, NY 12534	NONE		2013 GRANT	5,000.
CONSERVATION FOUNDATION OF THE GULF COAST P. O. BOX 902 OSPREY, FL 34229-0902	NONE		2013 GRANT	11,000.
SONOMA ECOLOGY CENTER HARNEY ELDRIDGE, CA 95431	NONE		2013 GRANT	18,250.
Total	SEE CONTINUATION SHEET(S)			513,250.
b Approved for future payment				
NONE				
Total				0.

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

- | 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? | Yes | No |
|----------|--|-------|----|
| | | | |
| 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. | | |

[illegible]

- 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
N/A		

**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.

and belief, it is true, correct, and complete Declaration of preparer (other than t
 The Northern Trust Company is
 Trustee by
 Signature of officer or trustee

11/5/2014
Date

2ND VICE
PRESIDENT

May the IRS discuss this return with the preparer shown below (see instr)?

**Paid
Preparer
Use Only**

Print/Type preparer's name

MICHAEL R. PENDER

Preparer's Signature

Date _____

10/28/14

Check ☐ if self-employed

PTIN

P00850742

Firm's name ► **CAVANAUGH & CO. LLP**

Firm's address ► 2381 FRUITVILLE ROAD
SARASOTA, FL 34237

Firm's EIN ► 59-1954606

Phone no. (941) 366-2983

THE APPLEBY FOUNDATION

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	NORTHERN TRUST S/T	P		
b	NORTHERN TRUST L/T	P		
c	NORTHERN TRUST L/T	P		
d	FROM K-1 NORTHERN TRUST PRIV EQ	P		
e	FROM K-1 NORTHERN TRUST PRIV EQ	P		
f	FROM K-1 NORTHERN TRUST PRIV EQ	P		
g	CAPITAL GAINS DIVIDENDS			
h				
i				
j				
k				
l				
m				
n				
o				

(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 481,154.		481,018.	136.
b 1,781,923.		1,544,674.	237,249.
c 247,198.		169,239.	77,959.
d 33,356.			33,356.
e 1,222.			1,222.
f 2,119.			2,119.
g 70,597.			70,597.
h			
i			
j			
k			
l			
m			
n			
o			

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			136.
b			237,249.
c			77,959.
d			33,356.
e			1,222.
f			2,119.
g			70,597.
h			
i			
j			
k			
l			
m			
n			
o			

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	422,638.
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). If (loss), enter "-0-" in Part I, line 8 }	3	N/A

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
DAILY ACTS P. O. BOX 293 PETALUMA, CA 94953	NONE		2013 GRANT	15,000.
EARLY MUSIC FOUNDATION 1047 AMSTERDAM AVE. NEW YORK, NY 10025	NONE		2013 GRANT	5,000.
GEORGETOWN UNIVERSITY 3700 O ST. WASHINGTON, DC 20057	NONE		DR. IAN GALLICANO'S STEM CELL RESEARCH FOR DIABETES	25,000.
LAMUSICA DE ASOLO P. O. BOX 5442 SARASOTA, FL 34277	NONE		2013 GRANT	14,000.
LIGHTHAWK, INC 304 MAIN ST. #14 POB 653 LANDER, WY 82520	NONE		2013 GRANT	120,000.
HELP HOPE LIVE 2 RADNOR CORP CTR-100 MATSONFORD RD RADNOR, PA 19087	NONE		2012 GRANT	21,000.
UNITED CHARITABLE PROGRAMS 6201 LEESBURG PIKE, STE 405 FALLS CHURCH, VA 22044	NONE		2012 GRANT	15,000.
NEW COLLEGE FOUNDATION 5700 N. TAMIAMI TRAIL SARASOTA, FL 34243-2197	NONE		2012 GRANT	5,000.
	NONE		2012 GRANT	
	NONE		2012 GRANT	
Total from continuation sheets				473,000.

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
PLANNED PARENTHOOD OF ASHEVILLE 603 BILTMORE AVE. ASHEVILLE, NC 28801	NONE		2013 GRANT	10,000.
PLANNED PARENTHOOD OF S W FLORIDA 736 CENTRAL AVE. SARASOTA, FL 34236	NONE		2013 GRANT	20,000.
POST CARBON INSTITUTE 613 4TH ST., STE 208 SANTA ROSA, CA 95404	NONE		2013 GRANT	10,000.
PRAXIS PEACE INSTITUTE P. O. BOX 523 SONOMA, CA 95476	NONE		2013 GRANT	11,000.
RESURRECTION HOUSE 507 KUMQUAT CT. SARASOTA, FL 34236	NONE		2013 GRANT	3,000.
SARASOTA AUDUBON SOCIETY P. O. BOX 52132 SARASOTA, FL 34232-0337	NONE		2013 GRANT	2,000.
SARASOTA MUSEUM OF ART C/O RINGLING COLLEGE OF ART & DESIGN 2700 N. TAMiami TR SARASOTA, FL 34234	NONE		2013 GRANT	45,000.
SIDWELL FRIENDS SCHOOL 3825 WISCONSIN AVE, NW WASHINGTON, DC 20016-2999	NONE		2013 GRANT	5,000.
TAKE STOCK IN CHILDREN P. O. BOX 48186 SARASOTA, FL 34230-5186	NONE		SCHOLARSHIPS	15,000.
TEEN COURT OF SARASOTA, INC. P. O. BOX 48927 SARASOTA, FL 34230	NONE		2013 GRANT	7,000.
Total from continuation sheets				

52-6026971

3 Grants and Contributions Paid During the Year (Continuation)

323631
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FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	1
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
K-1 NORTHERN TRUST PRIVATE EQUITY	10,179.	8,737.	1,442.	1,442.	
K-1 NORTHERN TRUST PRIVATE EQUITY	1,736.	0.	1,736.	1,736.	
NORTHERN TRUST	241,513.	61,860.	179,653.	179,653.	
NORTHERN TRUST	964.	0.	964.	964.	
TO PART I, LINE 4	254,392.	70,597.	183,795.	183,795.	

FORM 990-PF	ACCOUNTING FEES	STATEMENT	2
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	3,013.	2,410.		603.
TO FORM 990-PF, PG 1, LN 16B	3,013.	2,410.		603.

FORM 990-PF	TAXES	STATEMENT	3
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX	5,197.	5,197.		0.
FOREIGN TAX	198.	198.		0.
TO FORM 990-PF, PG 1, LN 18	5,395.	5,395.		0.

FORM 990-PF	OTHER EXPENSES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
K-1 LOSS NORTHERN TRUST PRIVATE EQUITY FUND	18,509.	18,509.		0.	
INVESTMENT FEES NORTHERN TRUST	7,423.	7,423.		0.	
TO FORM 990-PF, PG 1, LN 23	25,932.	25,932.		0.	

FORM 990-PF	CORPORATE STOCK		STATEMENT	5
DESCRIPTION	BOOK VALUE		FAIR MARKET VALUE	
SEE ATTACHED	5,222,882.		6,505,739.	
TOTAL TO FORM 990-PF, PART II, LINE 10B	5,222,882.		6,505,739.	

FORM 990-PF	CORPORATE BONDS		STATEMENT	6
DESCRIPTION	BOOK VALUE		FAIR MARKET VALUE	
SEE ATTACHED	1,921,056.		1,995,782.	
TOTAL TO FORM 990-PF, PART II, LINE 10C	1,921,056.		1,995,782.	

FORM 990-PF	OTHER INVESTMENTS		STATEMENT	7
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE	
SEE ATTACHED	COST	1,073,752.	1,219,039.	
TOTAL TO FORM 990-PF, PART II, LINE 13		1,073,752.	1,219,039.	

FORM 990-PF

OTHER ASSETS

STATEMENT 8

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
NTB PRIVATE EQUITY FUND LP	558,114.	674,947.	576,494.
COMMODITIES	822,956.	811,687.	815,620.
REAL ESTATE FUNDS	577,020.	616,226.	720,782.
TO FORM 990-PF, PART II, LINE 15	1,958,090.	2,102,860.	2,112,896.

ACCT 5908 02-74552
FROM 01/01/2013
TO 12/31/2013

THE NORTHERN TRUST COMPANY, TRUSTEE
STATEMENT OF CAPITAL GAINS AND LOSSES
SCOTT B.AND ANNIE P.APPLEBY FOUNDATION

PAGE 108

RUN 02/18/2014
11:31:21 AM

TRUST YEAR ENDING 12/31/2013

TAX PREPARER: YUG
TRUST ADMINISTRATOR: CBQ
INVESTMENT OFFICER: EOP

LEGEND: F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM	NC	8949
20.0000 KANSAS CITY SOUTHERN INDS INC NEW - 485170302								
SOLD		01/03/2013	1751.39		SUB TRUST	02-65377		
ACQ	20.0000	07/14/2010	1751.39	716.98	1034.41	LT	Y	F
85.0000 EMC CORP MASS - 268648102 - MINOR = 5010								
SOLD		01/08/2013	2002.65		SUB TRUST	02-65377		
ACQ	14.0000	05/26/2010	329.85	254.08	75.77	LT	Y	F
	71.0000	11/16/2010	1672.80	1512.80	160.00	LT	Y	F
FOUND UPDATE 01/16/13								
32.0000 COACH INC - 189754104 - MINOR = 3101								
SOLD		01/14/2013	1958.76		SUB TRUST	02-65377		
ACQ	22.0000	03/25/2011	1346.65	1150.01	196.64	LT		F
	10.0000	08/17/2011	612.11	509.90	102.21	LT		F
15.0000 ALLERGAN INC - 018490102 - MINOR = 50								
SOLD		01/15/2013	1569.96		SUB TRUST	02-65377		
ACQ	15.0000	08/01/2011	1569.96	1194.71	375.25	LT		F
FOUND UPDATE 01/26/13								
67.0000 ABBOTT LABORATORIES - 002824100 - MINOR = 31001								
SOLD		01/22/2013	2204.65		SUB TRUST	02-65377		
ACQ	15.0000	02/17/2010	493.58	394.63	98.95	LT	Y	F
	35.0000	02/19/2010	1151.68	914.48	237.20	LT	Y	F
	17.0000	10/24/2011	559.39	438.61	120.78	LT		F
FOUND UPDATE 02/01/13								
87.0000 AMERICAN EXPRESS CO - 025816109 - MINOR = 31001								
SOLD		01/22/2013	5163.14		SUB TRUST	02-65377		
ACQ	46.0000	04/16/2010	2729.94	2058.21	671.73	LT	Y	F
	41.0000	05/06/2010	2433.20	1732.61	700.59	LT	Y	F
FOUND UPDATE 02/01/13								
8.0000 INTL BUSINESS MACHINES CORP - 459200101 - MINOR = 31001								
SOLD		01/23/2013	1639.02		SUB TRUST	02-65377		
ACQ	8.0000	10/22/2008	1639.02	651.94	987.08	LT	Y	F
3.0000 INTUITIVE SURGICAL INC COM NEW STK - 46120E602								
SOLD		01/23/2013	1699.16		SUB TRUST	02-65377		
ACQ	3.0000	03/25/2011	1699.16	1000.42	698.74	LT		F
38.0000 STARBUCKS CORP - 855244109 - MINOR = 3101								
SOLD		01/24/2013	2074.69		SUB TRUST	02-65377		
ACQ	38.0000	07/23/2010	2074.69	957.30	1117.39	LT	Y	F
13.0000 CHIPOTLE MEXICAN GRILL INC COM STK - 169656105								
SOLD		01/28/2013	4054.36		SUB TRUST	02-65377		
ACQ	7.0000	10/19/2012	2183.12	1688.21	494.91	ST		C
	6.0000	11/27/2012	1871.24	1575.87	295.37	ST		C
FOUND UPDATE 02/02/13								
92.0000 EMC CORP MASS - 268648102 - MINOR = 5010								
SOLD		01/28/2013	2311.24		SUB TRUST	02-65377		
ACQ	92.0000	05/26/2010	2311.24	1669.68	641.56	LT	Y	F
FOUND UPDATE 02/02/13								
16.0000 PERRIGO CO - 714290103								
SOLD		01/28/2013	1628.11		SUB TRUST	02-65377		
ACQ	16.0000	11/08/2011	1628.11	1461.42	166.69	LT		F
FOUND UPDATE 02/02/13								
15.0000 TRACTOR SUPPLY CO - 892356106								
SOLD		01/31/2013	1556.92		SUB TRUST	02-65377		
ACQ	9.0000	06/26/2012	934.15	783.09	151.06	ST		C
	6.0000	12/04/2012	622.77	505.87	116.90	ST		C
179.0000 QUALCOMM INC - 747525103 - MINOR = 31000								
SOLD		02/04/2013	11766.04		SUB TRUST	02-65359		
ACQ	179.0000	03/03/2010	11766.04	6931.06	4834.98	LT	Y	F
FOUND UPDATE 02/09/13								
107.0000 ABBOTT LABORATORIES - 002824100 - MINOR = 31001								
SOLD		02/05/2013	3630.75		SUB TRUST	02-65377		
ACQ	65.0000	09/09/2004	2205.60	1313.99	891.61	LT	Y	F
	18.0000	10/24/2011	610.78	464.41	146.37	LT		F
	24.0000	08/07/2012	814.37	759.90	54.47	ST		C
FOUND UPDATE 02/13/13								
21.0000 SCHLUMBERGER LTD ISIN #AN8068571086 - 806857108 - MINOR = 5020								
SOLD		02/06/2013	1645.71		SUB TRUST	02-65377		
ACQ	21.0000	01/26/2006	1645.71	1263.15	382.56	LT	Y	F
74.0000 COACH INC - 189754104 - MINOR = 3101								
SOLD		02/25/2013	3498.27		SUB TRUST	02-65377		
ACQ	15.0000	03/16/2011	709.11	750.06	-40.95	LT-W		F
	5.0000	08/17/2011	236.37	254.95	-18.58	LT-W		F
	54.0000	07/31/2012	2552.79	2700.91	-148.12	ST-W		C
FOUND UPDATE 02/15/14								
32.0000 CERNER CORP - 156782104								
SOLD		02/26/2013	2766.28		SUB TRUST	02-65377		
ACQ	32.0000	07/02/2009	2766.28	960.85	1805.43	LT	Y	F
FOUND UPDATE 03/06/13								
31.0000 DEERE & CO - 244199105 - MINOR = 31001								
SOLD		02/26/2013	2676.82		SUB TRUST	02-65377		
ACQ	7.0000	07/23/2010	604.44	447.63	156.81	LT	Y	F
	24.0000	08/26/2010	2072.38	1516.78	555.60	LT	Y	F
FOUND UPDATE 03/06/13								
17.0000 MONSANTO CO NEW - 61166W101 - MINOR = 3101								
SOLD		02/26/2013	1673.33		SUB TRUST	02-65377		
ACQ	4.0000	01/18/2011	393.72	296.29	97.43	LT		F
	13.0000	01/19/2011	1279.61	939.02	340.59	LT		F
FOUND UPDATE 03/06/13								

ACCT 5908 02-74552
FROM 01/01/2013
TO 12/31/2013

THE NORTHERN TRUST COMPANY, TRUSTEE
STATEMENT OF CAPITAL GAINS AND LOSSES
SCOTT B. AND ANNIE P. APPLEBY FOUNDATION

PAGE 109

RUN 02/18/2014
11:31:21 AM

TRUST YEAR ENDING 12/31/2013

TAX PREPARER: YUG
TRUST ADMINISTRATOR: CBQ
INVESTMENT OFFICER: EOP

LEGEND: F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM	NC
64.0000 DOLLAR TREE INC COM STK - 256746108							
SOLD		02/27/2013	2868.75		SUB TRUST 02-65377		
ACQ	28.0000	11/21/2011	1255.08	1039.57	215.51	LT	F
	36.0000	11/30/2011	1613.67	1458.32	155.35	LT	F
13.0000 F5 NETWORKS INC - 315616102							
SOLD		02/28/2013	1221.28		SUB TRUST 02-65377		
ACQ	13.0000	02/27/2012	1221.28	1674.48	-453.20	LT	F
FOUND UPDATE 03/07/13							
52.0000 ENERGIZER HLDGS INC - 29266R108							
SOLD		03/07/2013	4891.43		SUB TRUST 02-65359		
ACQ	31.0000	06/08/2012	2916.04	2289.84	626.20	ST	C
	21.0000	08/17/2012	1975.39	1417.04	558.35	ST	C
FOUND UPDATE 03/14/13							
116.0000 ENERGIZER HLDGS INC - 29266R108							
SOLD		03/08/2013	10967.41		SUB TRUST 02-65359		
ACQ	116.0000	08/17/2012	10967.41	7827.45	3139.96	ST	C
FOUND UPDATE 03/15/13							
9.0000 INTL BUSINESS MACHINES CORP - 459200101 - MINOR = 31001							
SOLD		03/12/2013	1889.37		SUB TRUST 02-65377		
ACQ	9.0000	10/22/2008	1889.37	733.43	1155.94	LT	Y F
FOUND UPDATE 03/19/13							
36.0000 DIRECTV COM COM - 25490A309							
SOLD		03/15/2013	2005.52		SUB TRUST 02-65377		
ACQ	36.0000	08/01/2011	2005.52	1806.60	198.92	LT	F
FOUND UPDATE 03/22/13							
38.0000 DOLLAR TREE INC COM STK - 256746108							
SOLD		03/20/2013	1736.92		SUB TRUST 02-65377		
ACQ	22.0000	11/21/2011	1005.59	816.81	188.78	LT	F
	16.0000	01/08/2013	731.33	624.43	106.90	ST	C
FOUND UPDATE 03/27/13							
47.0000 DOLLAR TREE INC COM STK - 256746108							
SOLD		03/21/2013	2174.04		SUB TRUST 02-65377		
ACQ	45.0000	01/08/2013	2081.53	1756.20	325.33	ST	C
	2.0000	01/09/2013	92.51	77.95	14.56	ST	C
FOUND UPDATE 04/01/13							
109.0000 OMNICO GROUP - 681919106 - MINOR = 50							
SOLD		03/25/2013	6371.46		SUB TRUST 02-65359		
ACQ	42.0000	08/25/2010	2455.06	1491.86	963.20	LT	Y F
	67.0000	08/17/2011	3916.40	2720.87	1195.53	LT	F
24.0000 CITRIX SYS INC - 177376100							
SOLD		03/26/2013	1697.99		SUB TRUST 02-65377		
ACQ	24.0000	02/06/2012	1697.99	1661.88	36.11	LT	F
18.0000 F5 NETWORKS INC - 315616102							
SOLD		03/26/2013	1572.54		SUB TRUST 02-65377		
ACQ	16.0000	02/06/2012	1397.81	1995.74	-597.93	LT	F
	2.0000	02/27/2012	174.73	257.61	-82.88	LT	F
2250.0000 MFC FLEXSHARES TR TR IBOX 3 YR TARGET DURATION TIPS INDEX FD - 33939L506							
SOLD		03/26/2013	57418.70				
ACQ	2250.0000	08/30/2012	57418.70	57037.50	381.20	ST	C
2350.0000 MFC FLEXSHARES TR IBOX 5 YR TARGET DURATION TIPS INDEX FD - 33939L605							
SOLD		03/26/2013	61686.09				
ACQ	2350.0000	08/30/2012	61686.09	61237.00	449.09	ST	C
3.0000 INTUITIVE SURGICAL INC COM NEW STK - 46120E602							
SOLD		03/26/2013	1474.15		SUB TRUST 02-65377		
ACQ	2.0000	08/16/2010	982.77	625.54	357.23	LT	Y F
	1.0000	03/25/2011	491.38	333.47	157.91	LT	F
43926.6600 PIMCO COMMODITY REALRETURN STRATEGY FUND - 722005667 - MINOR = 3511							
SOLD		03/26/2013	290794.57				
ACQ	3543.0100	04/17/2009	23454.73	23065.00	389.73	LT	Y F
	12384.7400	08/11/2009	81987.00	94371.72	-12384.72	LT	Y F
	577.5600	12/07/2011	3823.45	4383.71	-560.26	LT	Y F
	137.4200	12/07/2011	909.72	1043.05	-133.33	LT	Y F
	121.1200	12/12/2012	801.81	821.20	-19.39	ST	C
	49.1700	12/12/2012	325.51	333.37	-7.86	ST	C
	27113.6400	12/21/2012	179492.35	180848.00	-1355.65	ST	C
2000.0000 MFC SPDR GOLD TR GOLD SHS - 78463V107							
SOLD		03/26/2013	308997.49				
ACQ	200.0000	04/17/2009	30899.75	17148.00	13751.75	LT28	Y F
	500.0000	08/11/2009	77249.37	46370.00	30879.37	LT28	Y F
	900.0000	08/04/2010	139048.87	105720.66	33328.21	LT28	Y F
	400.0000	05/09/2012	61799.50	61672.00	127.50	ST	Y C
41.0000 DEERE & CO - 244199105 - MINOR = 31001							
SOLD		03/28/2013	3531.51		SUB TRUST 02-65377		
ACQ	40.0000	07/21/2010	3445.38	2472.99	972.39	LT	Y F
	1.0000	08/26/2010	86.13	63.20	22.93	LT	Y F
52.0000 LULULEMON ATHLETICA INC COM - 550021109							
SOLD		04/01/2013	3263.44		SUB TRUST 02-65377		
ACQ	23.0000	01/15/2013	1443.44	1534.44	-91.00	ST	C
	29.0000	01/18/2013	1820.00	1941.54	-121.54	ST	C
FOUND UPDATE 04/08/13							
100.0000 FREEPORT MCMORAN C & G CL B COM STK - 35671D857 - MINOR = 3101							
SOLD		04/02/2013	3228.97		SUB TRUST 02-65377		
ACQ	100.0000	01/08/2013	3228.97	3500.49	-271.52	ST	C
FOUND UPDATE 04/15/13							

ACCT 5908 02-74552
FROM 01/01/2013
TO 12/31/2013

THE NORTHERN TRUST COMPANY, TRUSTEE
STATEMENT OF CAPITAL GAINS AND LOSSES
SCOTT B. AND ANNIE P. APPLEBY FOUNDATION

PAGE 110

RUN 02/18/2014
11:31:21 AM

TRUST YEAR ENDING 12/31/2013

TAX PREPARER: YUG
TRUST ADMINISTRATOR: CBQ
INVESTMENT OFFICER: EOP

LEGEND: F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM	NC
105.0000 NEWMONT MINING CORP - 651639106 - MINOR = 31001							
SOLD		04/03/2013	4075.54		SUB TRUST 02-65359		
ACQ	105.0000	01/19/2012	4075.54	6255.39	-2179.85	LT	F
27.0000 TERADATA CORP DEL COM STK - 88076W103							
SOLD		04/04/2013	1438.11		SUB TRUST 02-65377		
ACQ	27.0000	10/27/2010	1438.11	1046.07	392.04	LT Y	F
27.0000 NATIONAL-OILWELL INC - 637071101 - MINOR = 3101							
SOLD		04/08/2013	1838.38		SUB TRUST 02-65377		
ACQ	10.0000	03/30/2009	680.88	300.27	380.61	LT Y	F
	17.0000	11/26/2010	1157.50	1045.79	111.71	LT Y	F
21.0000 WHOLE FOODS MKT INC - 966837106 - MINOR = 3101							
SOLD		04/08/2013	1725.63		SUB TRUST 02-65377		
ACQ	21.0000	07/13/2010	1725.63	776.93	948.70	LT Y	F
6.0000 BIOGEN IDEC INC COM STK TO BIOGEN IDEC SEC#2005597 EFF 11/13/03 - 09062X103							
SOLD		04/12/2013	1245.92		SUB TRUST 02-65377		
ACQ	6.0000	02/15/2012	1245.92	717.05	528.87	LT	F
24.0000 CITRIX SYS INC - 177376100							
SOLD		04/12/2013	1660.35		SUB TRUST 02-65377		
ACQ	18.0000	08/17/2011	1245.26	1046.16	199.10	LT	F
	6.0000	02/06/2012	415.09	415.47	-0.38	LT	F
31.0000 TERADATA CORP DEL COM STK - 88076W103							
SOLD		04/12/2013	1698.31		SUB TRUST 02-65377		
ACQ	3.0000	10/06/2010	164.35	113.15	51.20	LT Y	F
	28.0000	10/27/2010	1533.96	1084.82	449.14	LT Y	F
52.0000 PERRIGO CO - 714290103							
SOLD		04/23/2013	6228.56		SUB TRUST 02-65377		
ACQ	14.0000	11/09/2011	1676.92	1271.03	405.89	LT	F
	20.0000	11/17/2011	2395.60	1801.47	594.13	LT	F
	18.0000	03/14/2012	2156.04	1870.76	285.28	LT	F
FOUND UPDATE 05/06/13							
54.0000 BOEING CO - 097023105 - MINOR = 31001							
SOLD		04/24/2013	4918.59		SUB TRUST 02-65359		
ACQ	1.0000	07/02/2008	91.08	65.57	25.52	LT Y	F
	53.0000	08/12/2008	4827.51	3495.46	1332.05	LT Y	F
34.0000 COACH INC - 189754104 - MINOR = 3101							
SOLD		04/24/2013	1909.10		SUB TRUST 02-65359		
ACQ	15.0000	03/27/2011	842.25	778.43	63.82	LT	F
	5.0000	08/28/2011	280.75	264.41	16.34	LT	F
	14.0000	08/11/2012	786.10	724.18	61.92	ST	C
FOUND UPDATE 12/14/13							
316.0000 NEWELL RUBBERMAID INC - 651229106 - MINOR = 3101							
SOLD		04/24/2013	8381.74		SUB TRUST 02-65359		
ACQ	314.0000	06/24/2011	8328.69	4928.52	3400.17	LT	F
	2.0000	08/05/2011	53.05	26.77	26.28	LT	F
6.0000 AMAZON COM INC - 023135106 - MINOR = 3101							
SOLD		04/29/2013	1515.07		SUB TRUST 02-65377		
ACQ	6.0000	05/13/2009	1515.07	450.04	1065.03	LT Y	F
17.0000 CITRIX SYS INC - 177376100							
SOLD		04/30/2013	1066.02		SUB TRUST 02-65377		
ACQ	17.0000	06/24/2010	1066.02	759.51	306.51	LT Y	F
FOUND UPDATE 05/07/13							
86.0000 EMC CORP MASS - 268648102 - MINOR = 5010							
SOLD		04/30/2013	1919.45		SUB TRUST 02-65377		
ACQ	37.0000	12/15/2009	825.81	618.25	207.56	LT Y	F
	9.0000	05/26/2010	200.87	163.34	37.53	LT Y	F
	40.0000	04/05/2012	892.77	1166.79	-274.02	LT	F
FOUND UPDATE 05/07/13							
24.0000 F5 NETWORKS INC - 315616102							
SOLD		04/30/2013	1830.73		SUB TRUST 02-65377		
ACQ	4.0000	03/23/2011	305.12	380.79	-75.67	LT	F
	15.0000	03/24/2011	1144.21	1420.49	-276.28	LT	F
	5.0000	02/06/2012	381.40	623.67	-242.27	LT	F
FOUND UPDATE 05/07/13							
27.0000 RED HAT INC - 756577102							
SOLD		04/30/2013	1300.41		SUB TRUST 02-65377		
ACQ	27.0000	04/13/2010	1300.41	840.82	459.59	LT Y	F
FOUND UPDATE 05/07/13							
29.0000 TERADATA CORP DEL COM STK - 88076W103							
SOLD		04/30/2013	1480.36		SUB TRUST 02-65377		
ACQ	29.0000	10/06/2010	1480.36	1093.81	386.55	LT Y	F
FOUND UPDATE 05/07/13							
18.0000 ALLERGAN INC - 018490102 - MINOR = 50							
SOLD		05/03/2013	1879.97		SUB TRUST 02-65377		
ACQ	2.0000	03/06/2012	208.89	177.46	31.43	LT	F
	16.0000	05/02/2012	1671.08	1479.48	191.60	LT	F
219.0000 APPLIED MATERIALS INC - 038222105 - MINOR = 5010							
SOLD		05/03/2013	3278.43		SUB TRUST 02-65359		
ACQ	219.0000	08/31/2010	3278.43	2312.09	966.34	LT Y	F
14.0000 CUMMINS ENGINE INC - 231021106 - MINOR = 3101							
SOLD		05/03/2013	1556.85		SUB TRUST 02-65377		
ACQ	13.0000	10/22/2009	1445.65	640.11	805.54	LT Y	F
	1.0000	08/17/2011	111.20	92.14	19.06	LT	F
30.0000 WHOLE FOODS MKT INC - 966837106 - MINOR = 3101							
SOLD		05/08/2013	3041.77		SUB TRUST 02-65377		
ACQ	20.0000	07/13/2010	2027.85	739.94	1287.91	LT Y	F
	10.0000	09/24/2010	1013.92	369.54	644.38	LT Y	F

ACCT 5908 02-74552
FROM 01/01/2013
TO 12/31/2013

THE NORTHERN TRUST COMPANY, TRUSTEE
STATEMENT OF CAPITAL GAINS AND LOSSES
SCOTT B. AND ANNIE P. APPLEBY FOUNDATION

PAGE 111

RUN 02/18/2014
11:31:21 AM

TRUST YEAR ENDING 12/31/2013

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E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM	NC
163.0000 ABBVIE INC COM USD0.01 - 00287Y109							
SOLD		05/13/2013	7263.92		SUB TRUST	02-65359	
ACQ	163.0000	08/23/2011	7263.92	4255.50	3008.42	LT	F
14.0000 BLACKROCK INC CL A - 09247X101							
SOLD		05/13/2013	3922.80		SUB TRUST	02-65359	
ACQ	2.0000	08/02/2011	560.40	349.01	211.39	LT	F
	12.0000	08/17/2011	3362.40	1933.32	1429.08	LT	F
197.0000 INVESCO LTD COM STK USD0.20 - G491BT108 - MINOR = 3162							
SOLD		05/13/2013	6695.70		SUB TRUST	02-65359	
ACQ	197.0000	01/29/2010	6695.70	3809.83	2885.87	LT	Y F
5.0000 BLACKROCK INC CL A - 09247X101							
SOLD		05/14/2013	1401.56		SUB TRUST	02-65359	
ACQ	5.0000	08/17/2011	1401.56	805.55	596.01	LT	F
FOUND UPDATE 05/28/13							
7.0000 APPLE COMPUTER INC - 037833100 - MINOR = 31001							
SOLD		05/15/2013	3053.35		SUB TRUST	02-65377	
ACQ	7.0000	01/19/2007	3053.35	624.96	2428.39	LT	Y F
2.0000 GOOGLE INC CL A - 38259P508 - MINOR = 3101							
SOLD		05/15/2013	1810.99		SUB TRUST	02-65377	
ACQ	2.0000	12/29/2011	1810.99	1277.85	533.14	LT	F
12.0000 INTL BUSINESS MACHINES CORP - 459200101 - MINOR = 31001							
SOLD		05/17/2013	2481.79		SUB TRUST	02-65377	
ACQ	12.0000	10/22/2008	2481.79	977.90	1503.89	LT	Y F
6.0000 APPLE COMPUTER INC - 037833100 - MINOR = 31001							
SOLD		05/29/2013	2659.38		SUB TRUST	02-65359	
ACQ	6.0000	11/16/2012	2659.38	3044.58	-385.20	ST	C
15.0000 INTL BUSINESS MACHINES CORP - 459200101 - MINOR = 31001							
SOLD		05/30/2013	3154.77		SUB TRUST	02-65377	
ACQ	13.0000	10/22/2008	2734.13	1059.39	1674.74	LT	Y F
	2.0000	11/26/2008	420.64	161.33	259.31	LT	Y F
32.0000 CERNER CORP - 156782104							
SOLD		06/07/2013	3179.95		SUB TRUST	02-65377	
ACQ	32.0000	07/02/2009	3179.95	960.86	2219.09	LT	Y F
18.0000 INTL BUSINESS MACHINES CORP - 459200101 - MINOR = 31001							
SOLD		06/07/2013	3699.05		SUB TRUST	02-65377	
ACQ	18.0000	11/26/2008	3699.05	1451.92	2247.13	LT	Y F
9.0000 CERNER CORP - 156782104							
SOLD		06/10/2013	888.10		SUB TRUST	02-65377	
ACQ	9.0000	07/02/2009	888.10	270.24	617.86	LT	Y F
54.0000 ALLERGAN INC - 018490102 - MINOR = 50							
SOLD		06/17/2013	5491.78		SUB TRUST	02-65377	
ACQ	6.0000	08/01/2011	610.20	477.88	132.32	LT	F
	30.0000	09/09/2011	3050.99	2355.78	695.21	LT	F
	18.0000	03/06/2012	1830.59	1597.14	233.45	LT	F
33.0000 RED HAT INC - 756577102							
SOLD		06/17/2013	1507.15		SUB TRUST	02-65377	
ACQ	10.0000	04/13/2010	456.71	311.41	145.30	LT	Y F
	23.0000	04/30/2010	1050.44	689.62	360.82	LT	Y F
27.0000 COVIDIEN PLC USD0.20 (POST CONSOLDTN) - G2554F113							
SOLD		06/17/2013	1791.58		SUB TRUST	02-65377	
ACQ	1.0000	10/06/2009	66.35	42.08	24.27	LT	Y F
	26.0000	03/02/2010	1725.23	1298.37	426.86	LT	Y F
90.0000 FUSION-IO INC - 36112J107							
SOLD		06/18/2013	1190.88		SUB TRUST	02-65377	
ACQ	48.0000	01/18/2013	635.14	1037.68	-402.54	ST	C
	42.0000	01/29/2013	555.74	837.33	-281.59	ST	C
FOUND UPDATE 07/01/13							
92.0000 FUSION-IO INC - 36112J107							
SOLD		06/19/2013	1220.97		SUB TRUST	02-65377	
ACQ	35.0000	01/08/2013	464.50	678.80	-214.30	ST	C
	57.0000	01/29/2013	756.47	1136.38	-379.91	ST	C
91.0000 FUSION-IO INC - 36112J107							
SOLD		06/20/2013	1214.88		SUB TRUST	02-65377	
ACQ	91.0000	01/08/2013	1214.88	1764.89	-550.01	ST	C
4.0000 APPLE COMPUTER INC - 037833100 - MINOR = 31001							
SOLD		06/28/2013	1572.58		SUB TRUST	02-65377	
ACQ	4.0000	06/05/2012	1572.58	2239.62	-667.04	LT	F
54.0000 F5 NETWORKS INC - 315616102							
SOLD		06/28/2013	3758.46		SUB TRUST	02-65377	
ACQ	3.0000	03/24/2011	208.80	284.10	-75.30	LT	F
	14.0000	06/26/2012	974.42	1346.00	-371.58	LT	F
	19.0000	08/14/2012	1322.42	1855.81	-533.39	ST	C
	18.0000	09/04/2012	1252.82	1691.34	-438.52	ST	C
31.0000 QUALCOMM INC - 747525103 - MINOR = 31000							
SOLD		06/28/2013	1900.01		SUB TRUST	02-65377	
ACQ	25.0000	09/03/2009	1532.27	1112.28	419.99	LT	Y F
	6.0000	11/22/2010	367.74	285.96	81.78	LT	Y F
19.0000 ULTA SALON COSMETICS & FRAGRANCE INC COMSTK - 90384S303							
SOLD		06/28/2013	1900.62		SUB TRUST	02-65377	
ACQ	4.0000	03/08/2012	400.13	357.19	42.94	LT	F
	13.0000	03/20/2012	1300.42	1170.37	130.05	LT	F
	2.0000	03/21/2012	200.07	183.98	16.09	LT	F
116.0000 ARUBA NETWORKS INC COM - 043176106							
SOLD		07/01/2013	1802.30		SUB TRUST	02-65377	
ACQ	44.0000	02/27/2013	683.63	1090.44	-406.81	ST	C
	28.0000	02/28/2013	435.04	702.74	-267.70	ST	C
	44.0000	03/28/2013	683.63	1101.03	-417.40	ST	C

RUN 02/18/2014
11:31:21 AM

TRUST YEAR ENDING 12/31/2013

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PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM	NC
FOUND UPDATE 07/15/13							
170.0000 ARUBA NETWORKS INC COM - 043176106							
SOLD		07/02/2013	2652.43			SUB TRUST	02-65377
ACQ	166.0000	01/23/2013	2590.02	3609.17	-1019.15	ST	C
	4.0000	02/27/2013	62.41	99.13	-36.72	ST	C
49.0000 EDWARDS LIFESCIENCES CORP - 28176E108 - MINOR = 3101							
SOLD		07/08/2013	3282.82			SUB TRUST	02-65377
ACQ	13.0000	10/09/2012	870.95	1134.43	-263.48	ST-W	C
	12.9998	11/09/2012	870.94	1138.08	-267.14	ST-W	C
	7.0002	11/09/2012	468.99	612.84	-143.85	ST	C
	16.0000	02/05/2013	1071.94	1418.13	-346.19	ST	C
FOUND UPDATE 12/14/13							
25.0000 VMWARE INC CL A COM CL A COM - 928563402							
SOLD		07/08/2013	1639.34			SUB TRUST	02-65377
ACQ	25.0000	01/29/2013	1639.34	1974.30	-334.96	ST	C
61.0000 CME GROUP INC - 12572Q105 - MINOR = 31001							
SOLD		07/09/2013	4691.45			SUB TRUST	02-65359
ACQ	43.0000	09/02/2011	3307.09	2217.94	1089.15	LT	F
	18.0000	10/31/2011	1384.36	1000.10	384.26	LT	F
FOUND UPDATE 07/22/13							
6.0000 INTUITIVE SURGICAL INC COM NEW STK - 46120E602							
SOLD		07/09/2013	2447.66			SUB TRUST	02-65377
ACQ	3.0000	08/16/2010	1223.83	938.32	285.51	LT	Y
	3.0000	08/19/2010	1223.83	915.77	308.06	LT	Y
FOUND UPDATE 07/22/13							
39.0000 NEWELL RUBBERMAID INC - 651229106 - MINOR = 3101							
SOLD		07/09/2013	1051.83			SUB TRUST	02-65359
ACQ	39.0000	08/05/2011	1051.83	522.01	529.82	LT	F
FOUND UPDATE 07/22/13							
45.0000 VMWARE INC CL A COM CL A COM - 928563402							
SOLD		07/09/2013	2956.27			SUB TRUST	02-65377
ACQ	20.0000	01/29/2013	1313.90	1579.44	-265.54	ST	C
	25.0000	02/13/2013	1642.37	1889.30	-246.93	ST	C
FOUND UPDATE 07/22/13							
13.0000 MALLINCKRODT PLC COMMON STOCK - G5785G107							
SOLD		07/09/2013	554.58			SUB TRUST	02-65377
ACQ	8.1300	12/10/2008	346.83	195.29	151.54	LT	Y
	4.8700	10/06/2009	207.75	143.47	64.28	LT	Y
FOUND UPDATE 07/22/13							
18.0000 ALEXION PHARMACEUTICALS INC - 015351109							
SOLD		07/10/2013	1804.90			SUB TRUST	02-65377
ACQ	18.0000	07/13/2010	1804.90	462.25	1342.65	LT	Y
238.0000 NEWELL RUBBERMAID INC - 651229106 - MINOR = 3101							
SOLD		07/11/2013	6420.34			SUB TRUST	02-65359
ACQ	164.0000	08/05/2011	4424.10	2195.14	2228.96	LT	F
	74.0000	08/17/2011	1996.24	966.44	1029.80	LT	F
141.0000 NEWELL RUBBERMAID INC - 651229106 - MINOR = 3101							
SOLD		07/12/2013	3802.70			SUB TRUST	02-65359
ACQ	141.0000	08/17/2011	3802.70	1841.46	1961.24	LT	F
135.0000 JOHNSON CONTROLS INC - 478366107 - MINOR = 31001							
SOLD		07/18/2013	5413.98			SUB TRUST	02-65359
ACQ	135.0000	12/05/2011	5413.98	4403.98	1010.00	LT	F
503.0000 APPLIED MATERIALS INC - 038222105 - MINOR = 5010							
SOLD		07/23/2013	8284.32			SUB TRUST	02-65359
ACQ	503.0000	08/31/2010	8284.32	5310.42	2973.90	LT	Y
FOUND UPDATE 08/05/13							
164.0000 ADR SIEMENS A G SIEMENS A G CONM DM50 (NEW) - CST99NPT7							
SOLD		07/25/2013	501.18			SUB TRUST	02-65359
ACQ	164.0000	07/08/2013	501.18	483.80	17.38	ST	C
FOUND UPDATE 08/12/13							
132.0000 OMNICOM GROUP - 681919106 - MINOR = 50							
SOLD		07/29/2013	9244.12			SUB TRUST	02-65359
ACQ	116.0000	01/27/2009	8123.62	3107.81	5015.81	LT	Y
	16.0000	08/25/2010	1120.50	568.33	552.17	LT	Y
97.0000 DIRECTV COM COM - 25490A309							
SOLD		08/02/2013	5910.49			SUB TRUST	02-65377
ACQ	17.0000	08/01/2011	1035.86	853.11	182.75	LT	F
	45.0000	08/04/2011	2741.98	2086.32	655.66	LT	F
	35.0000	08/12/2011	2132.65	1520.91	611.74	LT	F
68.0000 E I DU PONT DE NEMOURS & CO - 263534109							
SOLD		08/21/2013	3897.30			SUB TRUST	02-65377
ACQ	43.0000	03/16/2012	2464.47	2298.20	166.27	LT	F
	25.0000	04/05/2012	1432.83	1321.14	111.69	LT	F
130.0000 MERCK & CO INC - 58933Y105							
SOLD		08/21/2013	6160.93			SUB TRUST	02-65377
ACQ	128.0000	04/23/2013	6066.15	6221.11	-154.96	ST	C
	2.0000	05/30/2013	94.78	94.65	0.13	ST	C
37.0000 NOBLE ENERGY INC - 655044105 - MINOR = 3101							
SOLD		08/26/2013	2335.05			SUB TRUST	02-65377
ACQ	17.0000	03/12/2012	1072.86	809.80	263.06	LT	F
	20.0000	04/05/2012	1262.19	967.33	294.86	LT	F
30.0000 DANAHER CORP - 235851102 - MINOR = 31000							
SOLD		09/03/2013	1973.25			SUB TRUST	02-65377
ACQ	30.0000	02/27/2003	1973.25	480.00	1493.25	LT	Y
FOUND UPDATE 09/16/13							

ACCT 5908 02-74552
FROM 01/01/2013
TO 12/31/2013

THE NORTHERN TRUST COMPANY, TRUSTEE
STATEMENT OF CAPITAL GAINS AND LOSSES
SCOTT B. AND ANNIE P. APPELBY FOUNDATION

PAGE 113

RUN 02/18/2014
11:31:21 AM

TRUST YEAR ENDING 12/31/2013

TAX PREPARER: YUG
TRUST ADMINISTRATOR: CBQ
INVESTMENT OFFICER: EOP

LEGEND: F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM	NC
49.0000 AT&T INC - 00206R102 - MINOR = 31000							
SOLD		09/04/2013	1647.35		SUB TRUST	02-65359	
ACQ	49.0000	02/02/2010	1647.35	1244.47	402.88	LT	Y F
23.0000 ABBOTT LABORATORIES - 002824100 - MINOR = 31001							
SOLD		09/04/2013	771.17		SUB TRUST	02-65359	
ACQ	23.0000	08/23/2011	771.17	553.73	217.44	LT	F
28.0000 ABBVIE INC COM USD0.01 - 00287Y109							
SOLD		09/04/2013	1200.06		SUB TRUST	02-65377	
ACQ	4.0000	02/17/2010	171.44	114.12	57.32	LT	Y F
	24.0000	08/07/2012	1028.62	824.05	204.57	LT	F
15.0000 ALEXION PHARMACEUTICALS INC - 015351109							
SOLD		09/04/2013	1696.47		SUB TRUST	02-65377	
ACQ	9.0000	05/06/2010	1017.88	230.56	787.32	LT	Y F
	6.0000	07/13/2010	678.59	154.08	524.51	LT	Y F
54.0000 ALLSTATE CORP - 020002101 - MINOR = 31000							
SOLD		09/04/2013	2601.67		SUB TRUST	02-65359	
ACQ	54.0000	08/17/2011	2601.67	1375.38	1226.29	LT	F
7.0000 AMAZON COM INC - 023135106 - MINOR = 3101							
SOLD		09/04/2013	2057.89		SUB TRUST	02-65377	
ACQ	7.0000	05/13/2009	2057.89	525.04	1532.85	LT	Y F
15.0000 AMERICAN EXPRESS CO - 025816109 - MINOR = 31001							
SOLD		09/04/2013	1096.33		SUB TRUST	02-65377	
ACQ	14.0000	05/06/2010	1023.24	591.62	431.62	LT	Y F
	1.0000	07/16/2010	73.09	41.97	31.12	LT	Y F
18.0000 AMERICAN TOWER CORP - 03027X100							
SOLD		09/04/2013	1248.82		SUB TRUST	02-65377	
ACQ	18.0000	12/29/2010	1248.82	922.94	325.88	LT	Y F
10.0000 APPLE COMPUTER INC - 037833100 - MINOR = 31001							
SOLD		09/04/2013	4991.11		SUB TRUST	02-65377	
ACQ	9.0000	01/19/2007	4492.00	803.52	3688.48	LT	Y F
	1.0000	06/05/2012	499.11	559.91	-60.80	LT	F
27.0000 ARM HLDGS PLC SPONSORED ADR - 042068106							
SOLD		09/04/2013	1114.54		SUB TRUST	02-65377	
ACQ	27.0000	07/23/2013	1114.54	1130.74	-16.20	ST	C
52.0000 BP AMOCO P L C SPONSORED ADR - 055622104							
SOLD		09/04/2013	2157.96		SUB TRUST	02-65359	
ACQ	10.0000	07/19/2012	414.99	418.92	-3.93	LT	F
	42.0000	08/16/2012	1742.97	1795.02	-52.05	LT	F
52.0000 BAKER HUGHES INC - 057224107 - MINOR = 31001							
SOLD		09/04/2013	2482.95		SUB TRUST	02-65359	
ACQ	29.0000	10/31/2011	1384.72	1685.20	-300.48	LT	F
	23.0000	02/23/2012	1098.23	1199.82	-101.59	LT	F
64.0000 BANK NEW YORK MELLON CORP COM STK - 064058100 - MINOR = 3101							
SOLD		09/04/2013	1943.00		SUB TRUST	02-65359	
ACQ	64.0000	10/09/2008	1943.00	1708.60	234.40	LT	Y F
15.0000 BIOMARIN PHARMACEUTICAL INC COM ISIN CH0008107010 - 09061G101							
SOLD		09/04/2013	1033.33		SUB TRUST	02-65377	
ACQ	15.0000	02/27/2013	1033.33	852.66	180.67	ST	C
8.0000 BIOGEN IDEC INC COM STK TO BIOGEN IDEC SEC#2005597 EFF 11/13/03 - 09062X103							
SOLD		09/04/2013	1837.97		SUB TRUST	02-65377	
ACQ	8.0000	02/15/2012	1837.97	956.07	881.90	LT	F
8.0000 BLACKROCK INC CL A - 09247X101							
SOLD		09/04/2013	2130.68		SUB TRUST	02-65359	
ACQ	6.0000	06/14/2010	1598.01	956.76	641.25	LT	Y F
	2.0000	08/17/2011	532.67	322.22	210.45	LT	F
23.0000 BOEING CO - 097023105 - MINOR = 31001							
SOLD		09/04/2013	2455.66		SUB TRUST	02-65359	
ACQ	9.0000	07/02/2008	960.91	590.13	370.78	LT	Y F
	14.0000	08/17/2011	1494.75	871.08	623.67	LT	F
14.0000 BOEING CO - 097023105 - MINOR = 31001							
SOLD		09/04/2013	1497.12		SUB TRUST	02-65377	
ACQ	14.0000	05/28/2010	1497.12	900.45	596.67	LT	Y F
17.0000 BRISTOL MYERS SQUIBB CO - 110122108							
SOLD		09/04/2013	710.76		SUB TRUST	02-65377	
ACQ	17.0000	07/20/2012	710.76	603.83	106.93	LT	F
28.0000 CME GROUP INC - 12572Q105 - MINOR = 31001							
SOLD		09/04/2013	2060.76		SUB TRUST	02-65359	
ACQ	28.0000	09/02/2011	2060.76	1444.24	616.52	LT	F
102.0000 CARNIVAL CORP PAIRED CTF 1 COM CARNIVAL CORP [QDI] - 143658300 - MINOR = 3161							
SOLD		09/04/2013	3660.71		SUB TRUST	02-65359	
ACQ	102.0000	03/15/2013	3660.71	3527.43	133.28	ST	C
20.0000 CELGENE CORP - 151020104 - MINOR = 31000							
SOLD		09/04/2013	2915.82		SUB TRUST	02-65377	
ACQ	20.0000	02/01/2012	2915.82	1480.02	1435.80	LT	F
25.0000 CHEVRONTXACO CORP - 166764100							
SOLD		09/04/2013	3022.19		SUB TRUST	02-65359	
ACQ	24.0000	01/15/2010	2901.30	1896.12	1005.18	LT	Y F
	1.0000	08/17/2011	120.89	97.72	23.17	LT	F
17.0000 CHURCH & DWIGHT INC - 171340102							
SOLD		09/04/2013	981.91		SUB TRUST	02-65377	
ACQ	17.0000	08/21/2013	981.91	1032.90	-50.99	ST-W	C
FOUND UPDATE 12/14/13							
109.0000 CISCO SYS INC - 17275R102							
SOLD		09/04/2013	2593.61		SUB TRUST	02-65359	
ACQ	109.0000	07/17/2012	2593.61	1763.10	830.51	LT	F

ACCT 5908 02-74552
FROM 01/01/2013
TO 12/31/2013

THE NORTHERN TRUST COMPANY, TRUSTEE
STATEMENT OF CAPITAL GAINS AND LOSSES
SCOTT B. AND ANNIE P. APPLEBY FOUNDATION

PAGE 114

RUN 02/18/2014
11:31:21 AM

TRUST YEAR ENDING 12/31/2013

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PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM	NC
12.0000 CITRIX SYS INC - 177376100							
SOLD		09/04/2013	855.59		SUB TRUST 02-65377		
ACQ	12.0000	06/24/2010	855.59	536.12	319.47	LT	Y F
35.0000 COACH INC - 189754104 - MINOR = 3101							
SOLD		09/04/2013	1877.01		SUB TRUST 02-65359		
ACQ	35.0000	08/11/2012	1877.01	1810.44	66.57	LT	F
FOUND UPDATE 12/14/13							
12.0000 COSTCO WHSL CORP NEW - 22160K105 - MINOR = 3101							
SOLD		09/04/2013	1346.02		SUB TRUST 02-65377		
ACQ	12.0000	01/05/2012	1346.02	989.32	356.70	LT	F
8.0000 CUMMINS ENGINE INC - 231021106 - MINOR = 3101							
SOLD		09/04/2013	1015.34		SUB TRUST 02-65377		
ACQ	8.0000	10/22/2009	1015.34	393.91	621.43	LT	Y F
4390.9100 MFO DFA US SMALL CAP PORTFOLIO 6-10 SMALL CO PORTFOLIO OPEN END - 233203843							
SOLD		09/04/2013	122155.00				
ACQ	4390.9100	08/29/2012	122155.00	100332.31	21822.69	LT	F
23.0000 DANAHER CORP - 235851102 - MINOR = 31000							
SOLD		09/04/2013	1540.97		SUB TRUST 02-65377		
ACQ	23.0000	02/27/2003	1540.97	368.00	1172.97	LT	Y F
11.0000 DICK'S SPORTING GOODS INC - 253393102 - MINOR = 3101							
SOLD		09/04/2013	525.68		SUB TRUST 02-65377		
ACQ	11.0000	01/12/2011	525.68	394.75	130.93	LT	F
13.0000 DIGITAL RLTY TR INC COM - 253868103							
SOLD		09/04/2013	689.77		SUB TRUST 02-65377		
ACQ	13.0000	07/18/2012	689.77	987.24	-297.47	LT	F
28.0000 WALT DISNEY CO - 254687106 - MINOR = 31001							
SOLD		09/04/2013	1705.45		SUB TRUST 02-65377		
ACQ	28.0000	10/08/2003	1705.45	598.72	1106.73	LT	Y F
50.0000 DOW CHEMICAL CO - 260543103 - MINOR = 31001							
SOLD		09/04/2013	1887.96		SUB TRUST 02-65359		
ACQ	17.0000	01/27/2006	641.91	721.90	-79.99	LT	Y F
	33.0000	08/17/2011	1246.05	974.82	271.23	LT	F
21.0000 E I DU PONT DE NEMOURS & CO - 263534109							
SOLD		09/04/2013	1207.06		SUB TRUST 02-65377		
ACQ	21.0000	04/05/2012	1207.06	1109.76	97.30	LT	F
42.0000 EMC CORP MASS - 268648102 - MINOR = 5010							
SOLD		09/04/2013	1098.28		SUB TRUST 02-65359		
ACQ	42.0000	06/03/2013	1098.28	1032.23	66.05	ST	C
24.0000 EMC CORP MASS - 268648102 - MINOR = 5010							
SOLD		09/04/2013	627.59		SUB TRUST 02-65377		
ACQ	24.0000	12/15/2009	627.59	401.03	226.56	LT	Y F
26.0000 EBAY INC - 278642103 - MINOR = 31000							
SOLD		09/04/2013	1337.68		SUB TRUST 02-65377		
ACQ	26.0000	05/30/2013	1337.68	1441.58	-103.90	ST	C
7.0000 EDWARDS LIFESCIENCES CORP - 28176E108 - MINOR = 3101							
SOLD		09/04/2013	499.02		SUB TRUST 02-65377		
ACQ	7.0000	11/09/2012	499.02	634.00	-134.98	ST	C
FOUND UPDATE 12/14/13							
24.0000 EXPRESS SCRIPTS HLDG CO COM - 30219G108							
SOLD		09/04/2013	1551.33		SUB TRUST 02-65377		
ACQ	9.0000	04/23/2012	581.75	512.55	69.20	LT	F
	15.0000	04/25/2012	969.58	856.42	113.16	LT	F
31.0000 EXXON MOBIL CORP - 30231G102							
SOLD		09/04/2013	2720.82		SUB TRUST 02-65359		
ACQ	23.0000	10/22/2008	2018.67	1554.93	463.74	LT	Y F
	8.0000	10/06/2009	702.15	550.40	151.75	LT	Y F
30.0000 FACEBOOK INC CL A CL A - 30303M102							
SOLD		09/04/2013	1251.58		SUB TRUST 02-65377		
ACQ	30.0000	01/29/2013	1251.58	948.71	302.87	ST	C
2100.0000 MFC FLEXSHARES TR IBOX 5 YR TARGET DURATION TIPS INDEX FD - 33939L605							
SOLD		09/04/2013	51827.09				
ACQ	2100.0000	08/30/2012	51827.09	54722.43	-2895.34	LT	F
57.0000 FREEPORT MCMORAN C & G CL B COM STK - 35671D857 - MINOR = 3101							
SOLD		09/04/2013	1755.70		SUB TRUST 02-65359		
ACQ	57.0000	12/05/2011	1755.70	2289.94	-534.24	LT-W	F
FOUND UPDATE 12/14/13							
108.0000 GENERAL ELECTRIC CO - 369604103							
SOLD		09/04/2013	2491.51		SUB TRUST 02-65359		
ACQ	64.0000	03/24/2009	1476.45	688.67	787.78	LT	Y F
	44.0000	08/17/2011	1015.06	713.68	301.38	LT	F
33.0000 GILEAD SCIENCES INC - 375558103 - MINOR = 31000							
SOLD		09/04/2013	2018.58		SUB TRUST 02-65377		
ACQ	2.0000	04/10/2013	122.34	99.60	22.74	ST	C
	4.0000	05/30/2013	244.68	224.16	20.52	ST	C
	11.0000	06/05/2013	672.86	549.81	123.05	ST	C
	16.0000	06/06/2013	978.70	798.12	180.58	ST	C
20.0000 GOLDMAN SACHS GROUP INC - 38141G104 - MINOR = 31001							
SOLD		09/04/2013	3119.34		SUB TRUST 02-65359		
ACQ	20.0000	07/25/2011	3119.34	2730.53	388.81	LT	F
5.0000 GOOGLE INC CL A - 38259P508 - MINOR = 3101							
SOLD		09/04/2013	4356.27		SUB TRUST 02-65377		
ACQ	3.0000	12/29/2011	2613.76	1916.77	696.99	LT	F
	2.0000	02/15/2012	1742.51	1220.53	521.98	LT	F

ACCT 5908 02-74552
FROM 01/01/2013
TO 12/31/2013

THE NORTHERN TRUST COMPANY, TRUSTEE
STATEMENT OF CAPITAL GAINS AND LOSSES
SCOTT B.AND ANNIE P.APPLEBY FOUNDATION

PAGE 115

RUN 02/18/2014
11:31:21 AM

TRUST YEAR ENDING 12/31/2013

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TRUST ADMINISTRATOR: CBQ
INVESTMENT OFFICER: EOP

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PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM	NC
3.0000 W W GRAINGER INC - 384802104 - MINOR = 3101							
SOLD		09/04/2013	766.88				
ACQ	3.0000	11/09/2011	766.88	530.44	SUB TRUST 02-65377	LT	F
13.0000 HEALTH CARE REIT INC COM COM - 42217K106 - MINOR = 31000							
SOLD		09/04/2013	795.85		SUB TRUST 02-65377		
ACQ	13.0000	06/20/2013	795.85	820.39	-24.54	ST-W	C
FOUND UPDATE 01/25/14							
74.0000 HEWLETT PACKARD CO COM - 428236103 - MINOR = 5010							
SOLD		09/04/2013	1653.87		SUB TRUST 02-65359		
ACQ	74.0000	04/24/2012	1653.87	1806.41	-152.54	LT	F
36.0000 HOLOGIC INC COM - 436440101							
SOLD		09/04/2013	764.27		SUB TRUST 02-65377		
ACQ	36.0000	06/19/2013	764.27	747.95	16.32	ST	C
25.0000 HOME DEPOT INC - 437076102							
SOLD		09/04/2013	1856.22		SUB TRUST 02-65377		
ACQ	25.0000	04/12/2012	1856.22	1263.78	592.44	LT	F
113.0000 INTEL CORP - 458140100							
SOLD		09/04/2013	2552.62		SUB TRUST 02-65359		
ACQ	48.0000	04/24/2006	1084.30	911.52	172.78	LT	Y F
	65.0000	08/17/2011	1468.32	1337.70	130.62	LT	F
5.0000 #REORG/INTERCONTINEN NAME CHANGE INTERCONTI 2R1HAZ1 EFF 11-13-2013 - 45865V100 - MINOR = 3101							
SOLD		09/04/2013	914.08		SUB TRUST 02-65377		
ACQ	5.0000	09/20/2010	914.08	525.28	388.80	LT	Y F
2.0000 INTUITIVE SURGICAL INC COM NEW STK - 46120E602							
SOLD		09/04/2013	775.01		SUB TRUST 02-65377		
ACQ	2.0000	07/20/2012	775.01	997.78	-222.77	LT	F
138.0000 ADR ITAU UNIBANCO HLDG SA SPONSORED ADR REPSTG 500 PFD PFD ADR - 465562106							
SOLD		09/04/2013	1693.23		SUB TRUST 02-65359		
ACQ	138.0000	08/12/2013	1693.23	1843.78	-150.55	ST	C
59.0000 J P MORGAN CHASE & CO - 46625H100 - MINOR = 31001							
SOLD		09/04/2013	3062.63		SUB TRUST 02-65359		
ACQ	59.0000	03/21/2011	3062.63	2705.53	357.10	LT	F
20.0000 JACOBS ENGR GROUP INC - 469814107 - MINOR = 3101							
SOLD		09/04/2013	1182.58		SUB TRUST 02-65377		
ACQ	20.0000	04/01/2013	1182.58	1106.30	76.28	ST	C
30.0000 JOHNSON & JOHNSON - 478160104 - MINOR = 31001							
SOLD		09/04/2013	2613.25		SUB TRUST 02-65359		
ACQ	30.0000	08/12/1983	2613.25	82.72	2530.53	LT	Y F
16.0000 JOHNSON CONTROLS INC - 478366107 - MINOR = 31001							
SOLD		09/04/2013	659.98		SUB TRUST 02-65359		
ACQ	16.0000	12/05/2011	659.98	521.95	138.03	LT	F
17.0000 KLA-TENCOR CORP - 482480100							
SOLD		09/04/2013	975.95		SUB TRUST 02-65377		
ACQ	17.0000	08/22/2013	975.95	961.93	14.02	ST	C
15.0000 KANSAS CITY SOUTHERN INDS INC NEW - 485170302							
SOLD		09/04/2013	1619.52		SUB TRUST 02-65377		
ACQ	5.0000	07/14/2010	539.84	179.25	360.59	LT	Y F
	10.0000	07/16/2010	1079.68	353.25	726.43	LT	Y F
21.0000 LAUDER ESTEE COS INC CL A - 518439104							
SOLD		09/04/2013	1412.65		SUB TRUST 02-65377		
ACQ	21.0000	02/03/2012	1412.65	1154.37	258.28	LT	F
4.0000 LINKEDIN CORP CL A - 53578A108							
SOLD		09/04/2013	966.18		SUB TRUST 02-65377		
ACQ	4.0000	05/15/2013	966.18	766.54	199.64	ST	C
5.0000 MASTERCARD INC CL A - 57636Q104 - MINOR = 3101							
SOLD		09/04/2013	3125.05		SUB TRUST 02-65377		
ACQ	2.0000	04/05/2012	1250.02	875.18	374.84	LT	F
	3.0000	05/02/2012	1875.03	1359.80	515.23	LT	F
17.0000 MCDONALDS CORP - 580135101 - MINOR = 31001							
SOLD		09/04/2013	1617.01		SUB TRUST 02-65377		
ACQ	17.0000	08/30/2012	1617.01	1509.04	107.97	LT	F
44.0000 MEDTRONIC INC - 585055106							
SOLD		09/04/2013	2342.51		SUB TRUST 02-65359		
ACQ	44.0000	08/17/2011	2342.51	1430.88	911.63	LT	F
44.0000 MERCK & CO INC - 58933Y105							
SOLD		09/04/2013	2099.31		SUB TRUST 02-65359		
ACQ	14.0000	10/19/2010	667.96	516.55	151.41	LT	Y F
	30.0000	04/25/2011	1431.35	1024.22	407.13	LT	F
67.0000 METLIFE INC - 59156R108 - MINOR = 3101							
SOLD		09/04/2013	3240.06		SUB TRUST 02-65359		
ACQ	62.0000	07/25/2011	2998.26	2565.34	432.92	LT	F
	5.0000	10/31/2011	241.80	179.99	61.81	LT	F
97.0000 MICROSOFT CORP COM - 594918104 - MINOR = 31001							
SOLD		09/04/2013	3021.49		SUB TRUST 02-65359		
ACQ	47.0000	06/24/2011	1464.02	1142.15	321.87	LT	F
	50.0000	08/17/2011	1557.47	1257.50	299.97	LT	F
17.0000 MONSANTO CO NEW - 61166W101 - MINOR = 3101							
SOLD		09/04/2013	1707.11		SUB TRUST 02-65377		
ACQ	17.0000	03/16/2012	1707.11	1350.07	357.04	LT	F
23.0000 NATIONAL-OILWELL INC - 637071101 - MINOR = 3101							
SOLD		09/04/2013	1755.79		SUB TRUST 02-65377		
ACQ	5.0000	03/30/2009	381.69	150.13	231.56	LT	Y F
	18.0000	04/23/2009	1374.10	524.01	850.09	LT	Y F

ACCT 5908 02-74552
FROM 01/01/2013
TO 12/31/2013

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SCOTT B. AND ANNIE P. APPLEBY FOUNDATION

PAGE 116

RUN 02/18/2014
11:31:21 AM

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144.0000 NEW YORK CMNTY BANCORP INC - 649445103 - MINOR = 3101							
SOLD		09/04/2013	2093.72		SUB TRUST 02-65359		
ACQ	15.0000	05/27/2011	218.10	242.48	-24.38	LT	F
	129.0000	08/02/2011	1875.62	1734.88	140.74	LT	F
20.0000 NIKE INC CLASS B - 654106103 - MINOR = 31001							
SOLD		09/04/2013	1306.78		SUB TRUST 02-65377		
ACQ	20.0000	04/05/2012	1306.78	1103.68	203.10	LT	F
19.0000 NOBLE ENERGY INC - 655044105 - MINOR = 3101							
SOLD		09/04/2013	1189.38		SUB TRUST 02-65377		
ACQ	19.0000	03/12/2012	1189.38	905.08	284.30	LT	F
51451.3900 MPB NORTHN MULTI-MANAGER INTL EQTY FD FD - 665162558							
SOLD		09/04/2013	516572.00				
ACQ	24486.6100	12/11/2006	245845.59	280861.42	-35015.83	LT	Y F
	658.2600	06/21/2010	6608.93	5661.04	947.89	LT	Y F
	16685.2100	08/09/2010	167519.52	150000.00	17519.52	LT	Y F
	9621.3100	08/16/2011	96597.96	88035.00	8562.96	LT	Y F
13.0000 NORTHROP GRUMMAN CORP - 666807102 - MINOR = 3101							
SOLD		09/04/2013	1222.36		SUB TRUST 02-65359		
ACQ	13.0000	06/06/2013	1222.36	1065.11	157.25	ST	C
16.0000 OCCIDENTAL PETROLEUM CORP - 674599105 - MINOR = 31001							
SOLD		09/04/2013	1439.17		SUB TRUST 02-65359		
ACQ	16.0000	07/19/2012	1439.17	1390.63	48.54	LT	F
11.0000 OMNICO GROUP - 681919106 - MINOR = 50							
SOLD		09/04/2013	676.04		SUB TRUST 02-65359		
ACQ	11.0000	01/27/2009	676.04	294.71	381.33	LT	Y F
17.0000 PNC BANK CORP - 693475105 - MINOR = 3101							
SOLD		09/04/2013	1229.24		SUB TRUST 02-65359		
ACQ	17.0000	11/15/2012	1229.24	928.01	301.23	ST	C
4.0000 PANERA BREAD CO CL A - 69840W108							
SOLD		09/04/2013	661.03		SUB TRUST 02-65377		
ACQ	4.0000	06/27/2012	661.03	554.91	106.12	LT	F
20.0000 PEPSICO INC - 713448108							
SOLD		09/04/2013	1587.57		SUB TRUST 02-65359		
ACQ	18.0000	06/27/2008	1428.81	1161.19	267.62	LT	Y F
	2.0000	08/17/2011	158.76	129.26	29.50	LT	F
26.0000 PEPSICO INC - 713448108							
SOLD		09/04/2013	2065.14		SUB TRUST 02-65377		
ACQ	26.0000	07/17/2012	2065.14	1817.20	247.94	LT	F
15.0000 PETSMART INC - 716768106 - MINOR = 3101							
SOLD		09/04/2013	1050.28		SUB TRUST 02-65359		
ACQ	15.0000	08/21/2013	1050.28	1078.50	-28.22	ST-W	C
FOUND UPDATE 12/14/13							
104.0000 PFIZER INC - 717081103							
SOLD		09/04/2013	2950.42		SUB TRUST 02-65359		
ACQ	104.0000	12/21/2004	2950.42	2610.97	339.45	LT	Y F
16.0000 PHILIP MORRIS INTERNATIONAL - 718172109 - MINOR = 3101							
SOLD		09/04/2013	1341.57		SUB TRUST 02-65359		
ACQ	12.0000	10/09/2008	1006.18	526.55	479.63	LT	Y F
	4.0000	08/17/2011	335.39	277.12	58.27	LT	F
7.0000 PRECISION CASTPARTS CORP - 740189105 - MINOR = 3101							
SOLD		09/04/2013	1523.17		SUB TRUST 02-65377		
ACQ	7.0000	10/28/2011	1523.17	1140.91	382.26	LT	F
15.0000 PRICE T ROWE GROUP INC - 74144T108 - MINOR = 3101							
SOLD		09/04/2013	1060.63		SUB TRUST 02-65377		
ACQ	15.0000	04/24/2013	1060.63	1106.33	-45.70	ST	C
2.0000 PRICELINE COM INC COM - 741503403 - MINOR = 3101							
SOLD		09/04/2013	1897.82		SUB TRUST 02-65377		
ACQ	1.0000	02/03/2011	948.91	439.35	509.56	LT	F
	1.0000	09/26/2011	948.91	497.11	451.81	LT	F
41.0000 PRUDENTIAL FINL INC - 744320102 - MINOR = 3101							
SOLD		09/04/2013	3208.60		SUB TRUST 02-65359		
ACQ	36.0000	11/19/2010	2817.31	1929.62	887.69	LT	Y F
	5.0000	08/02/2011	391.29	283.86	107.43	LT	F
28.0000 QUALCOMM INC - 747525103 - MINOR = 31000							
SOLD		09/04/2013	1884.65		SUB TRUST 02-65377		
ACQ	20.0000	09/03/2009	1346.18	889.83	456.35	LT	Y F
	8.0000	10/26/2010	538.47	350.78	187.69	LT	Y F
9.0000 RED HAT INC - 756577102							
SOLD		09/04/2013	460.43		SUB TRUST 02-65377		
ACQ	9.0000	04/30/2010	460.43	269.85	190.58	LT	Y F
24.0000 ST JUDE MEDICAL INC - 790849103 - MINOR = 3101							
SOLD		09/04/2013	1221.09		SUB TRUST 02-65359		
ACQ	24.0000	09/10/2012	1221.09	942.15	278.94	ST	C
36.0000 SALESFORCE COM INC COM - 79466L302							
SOLD		09/04/2013	1757.49		SUB TRUST 02-65377		
ACQ	36.0000	04/24/2012	1757.49	1341.45	416.04	LT	F
27.0000 SCHLUMBERGER LTD ISIN #AN8068571086 - 806857108 - MINOR = 5020							
SOLD		09/04/2013	2246.36		SUB TRUST 02-65359		
ACQ	14.0000	12/22/2008	1164.78	569.36	595.42	LT	Y F
	13.0000	08/17/2011	1081.58	1031.29	50.29	LT	F
18.0000 SCHLUMBERGER LTD ISIN #AN8068571086 - 806857108 - MINOR = 5020							
SOLD		09/04/2013	1498.83		SUB TRUST 02-65377		
ACQ	3.5600	01/25/2006	296.44	214.03	82.41	LT	Y F
	14.4400	01/26/2006	1202.39	868.57	333.82	LT	Y F

ACCT 5908 02-74552
FROM 01/01/2013
TO 12/31/2013

THE NORTHERN TRUST COMPANY, TRUSTEE
STATEMENT OF CAPITAL GAINS AND LOSSES
SCOTT B.AND ANNIE P.APPELBY FOUNDATION

PAGE 117

RUN 02/18/2014
11:31:21 AM

TRUST YEAR ENDING 12/31/2013

TAX PREPARER: YUG
TRUST ADMINISTRATOR: CBQ
INVESTMENT OFFICER: EOP

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E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM	NC
23.0000 SIEMENS AG-ADR - 826197501 - MINOR = 3161							
SOLD		09/04/2013	2502.12				
ACQ	23.0000	03/22/2012	2502.12	2344.59	SUB TRUST 02-65359	LT	F
25.0000 STARBUCKS CORP - 855244109 - MINOR = 3101							
SOLD		09/04/2013	1801.86				
ACQ	25.0000	07/23/2010	1801.86	629.81	SUB TRUST 02-65377	LT	F
13.0000 STERICYCLE INC - 858912108 - MINOR = 3101							
SOLD		09/04/2013	1470.79				
ACQ	2.0000	07/28/2011	226.28	168.71	SUB TRUST 02-65377	LT	F
	11.0000	10/28/2011	1244.51	931.60	312.91	LT	F
29.0000 TARGET CORP - 87612E106 - MINOR = 31000							
SOLD		09/04/2013	1839.43				
ACQ	29.0000	01/13/2012	1839.43	1443.38	SUB TRUST 02-65359	LT	F
9.0000 TERADATA CORP DEL COM STK - 88076W103							
SOLD		09/04/2013	528.56				
ACQ	9.0000	10/06/2010	528.56	339.46	SUB TRUST 02-65377	LT	F
53.0000 TEVA PHARMACEUTICALS INDS LTD ADR - 881624209 - MINOR = 3161							
SOLD		09/04/2013	2033.04				
ACQ	53.0000	12/27/2011	2033.04	2216.91	SUB TRUST 02-65359	LT	F
10.0000 3M CO - 88579Y101							
SOLD		09/04/2013	1146.88				
ACQ	10.0000	01/17/2007	1146.88	791.60	SUB TRUST 02-65359	LT	F
10.0000 TRACTOR SUPPLY CO - 892356106							
SOLD		09/04/2013	1232.98				
ACQ	10.0000	06/27/2012	1232.98	839.75	SUB TRUST 02-65377	LT	F
27.0000 TRIMBLE NAVIGATION LTD - 896239100 - MINOR = 3101							
SOLD		09/04/2013	690.11				
ACQ	27.0000	05/03/2011	690.11	580.77	SUB TRUST 02-65377	LT	F
8.0000 ULTA SALON COSMETICS & FRAGRANCE INC COMSTK - 90384S303							
SOLD		09/04/2013	782.95				
ACQ	8.0000	03/08/2012	782.95	714.39	SUB TRUST 02-65377	LT	F
26.0000 UNITEDHEALTH GROUP INC - 91324P102 - MINOR = 3101							
SOLD		09/04/2013	1902.12				
ACQ	26.0000	05/21/2013	1902.12	1633.63	SUB TRUST 02-65359	ST	C
5.0000 VALMONT INDS INC COM - 920253101							
SOLD		09/04/2013	682.14				
ACQ	5.0000	06/20/2013	682.14	695.94	SUB TRUST 02-65377	ST-W	C
FOUND UPDATE 12/14/13							
38.0000 VERIZON COMMUNICATIONS - 92343V104 - MINOR = 31001							
SOLD		09/04/2013	1779.89				
ACQ	2.0000	07/12/2012	93.68	89.05	SUB TRUST 02-65377	LT	F
	36.0000	07/19/2012	1686.21	1616.48	4.63	LT	F
79.0000 VODAFONE GROUP PLC SPONSORED ADR - 92857W209 - MINOR = 3161							
SOLD		09/04/2013	2544.54				
ACQ	79.0000	06/14/2012	2544.54	2161.01	SUB TRUST 02-65359	LT	F
71.0000 WELLS FARGO & CO NEW - 949746101							
SOLD		09/04/2013	2942.18				
ACQ	9.0000	02/13/2008	372.95	270.84	SUB TRUST 02-65359	LT	F
	62.0000	03/12/2008	2569.23	1846.66	102.11	LT	F
25.0000 WHOLE FOODS MKT INC - 966837106 - MINOR = 3101							
SOLD		09/04/2013	1348.23				
ACQ	25.0000	09/24/2010	1348.23	461.93	SUB TRUST 02-65377	LT	F
14.0000 YUM BRANDS INC - 988498101 - MINOR = 31001							
SOLD		09/04/2013	970.04				
ACQ	14.0000	07/16/2013	970.04	996.06	SUB TRUST 02-65377	ST	C
13.0000 COVIDIEN PLC USD0.20 (POST CONSOLDTN) - G2554F113							
SOLD		09/04/2013	794.42				
ACQ	13.0000	10/06/2009	794.42	499.19	SUB TRUST 02-65377	LT	F
22.0000 EATON CORP PLC COM USD0.50 - G29183103							
SOLD		09/04/2013	1420.96				
ACQ	22.0000	07/18/2013	1420.96	1485.07	SUB TRUST 02-65377	ST	C
FOUND UPDATE 02/01/14							
38.0000 ENSCO PLC SHS CLASS A COM - G3157S106							
SOLD		09/04/2013	2069.82				
ACQ	28.0000	06/29/2010	1525.13	1062.00	SUB TRUST 02-65359	LT	F
	10.0000	08/17/2011	544.69	456.00	463.13	LT	F
64.0000 INVESCO LTD COM STK USD0.20 - G491BT108 - MINOR = 3162							
SOLD		09/04/2013	1991.00				
ACQ	64.0000	01/29/2010	1991.00	1237.71	SUB TRUST 02-65359	LT	F
16.0000 MICHAEL KORS HOLDINGS LTD COM NPV - G60754101							
SOLD		09/04/2013	1207.18				
ACQ	16.0000	09/10/2012	1207.18	868.41	SUB TRUST 02-65377	ST	C
12.0000 PARTNERRE HOLDINGS LTD - G6852T105							
SOLD		09/04/2013	1051.66				
ACQ	12.0000	07/29/2013	1051.66	1102.77	SUB TRUST 02-65359	ST-W	C
FOUND UPDATE 12/14/13							
9.0000 NXP SEMICONDUCTORS N V COM STK - N6596X109							
SOLD		09/04/2013	349.55				
ACQ	9.0000	08/27/2013	349.55	317.28	SUB TRUST 02-65377	ST	C
3689.9300 MFB NTGI-QM COM DAILY RUSSELL 1000 EQTY INDEX FD-LENDING - 658991708							
SOLD		09/05/2013	485000.00				
ACQ	3689.9300	05/21/2007	485000.00	396911.19	88088.81	LT	F
FOUND UPDATE 09/16/13							

ACCT 5908 02-74552
FROM 01/01/2013
TO 12/31/2013

THE NORTHERN TRUST COMPANY, TRUSTEE
STATEMENT OF CAPITAL GAINS AND LOSSES
SCOTT B. AND ANNIE P. APPLEBY FOUNDATION

PAGE 118

RUN 02/18/2014
11:31:21 AM

TRUST YEAR ENDING 12/31/2013

TAX PREPARER: YUG
TRUST ADMINISTRATOR: CBQ
INVESTMENT OFFICER: EOP

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E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM	NC
32.0000 DICK'S SPORTING GOODS INC - 253393102 - MINOR = 3101							
SOLD		09/10/2013	1622.15		SUB TRUST	02-65377	
ACQ	11.0000	01/12/2011	557.61	394.75	162.86	LT	F
	21.0000	01/18/2011	1064.54	735.80	328.74	LT	F
FOUND UPDATE 09/23/13							
17.0000 ULTA SALON COSMETICS & FRAGRANCE INC COMSTK - 90384S303							
SOLD		09/13/2013	1933.58		SUB TRUST	02-65377	
ACQ	8.0000	03/08/2012	909.92	714.39	195.53	LT	F
	9.0000	05/10/2012	1023.66	756.00	267.66	LT	F
59.0000 BOEING CO - 097023105 - MINOR = 31001							
SOLD		09/16/2013	6803.76		SUB TRUST	02-65359	
ACQ	13.0000	11/18/2008	1499.13	504.71	994.42	LT	Y F
	46.0000	08/17/2011	5304.63	2862.12	2442.51	LT	F
177.0000 CME GROUP INC - 12572Q105 - MINOR = 31001							
SOLD		09/16/2013	12740.66		SUB TRUST	02-65359	
ACQ	49.0000	09/02/2011	3527.08	2527.41	999.67	LT	F
	80.0000	09/02/2011	5758.49	4093.12	1665.37	LT	F
	48.0000	02/04/2013	3455.09	2806.80	648.29	ST	C
149.0000 ST JUDE MEDICAL INC - 790849103 - MINOR = 3101							
SOLD		09/16/2013	7917.96		SUB TRUST	02-65359	
ACQ	149.0000	09/10/2012	7917.96	5849.15	2068.81	LT	F
323.0000 TEVA PHARMACEUTICALS INDS LTD ADR - 881624209 - MINOR = 3161							
SOLD		09/16/2013	12233.08		SUB TRUST	02-65359	
ACQ	150.0000	12/27/2011	5681.00	6263.29	-582.29	LT	F
	81.0000	12/27/2011	3067.74	3388.11	-320.37	LT	F
	61.0000	12/27/2011	2310.27	2526.89	-216.62	LT	F
	31.0000	10/04/2012	1174.07	1260.62	-86.55	ST	C
49.0000 DICK'S SPORTING GOODS INC - 253393102 - MINOR = 3101							
SOLD		09/19/2013	2612.11		SUB TRUST	02-65377	
ACQ	49.0000	01/18/2011	2612.11	1716.87	895.24	LT	F
20.0000 MICHAEL KORS HOLDINGS LTD COM NPV - G60754101							
SOLD		09/19/2013	1567.16		SUB TRUST	02-65377	
ACQ	7.0000	09/10/2012	548.51	379.93	168.58	LT	F
	13.0000	09/14/2012	1018.65	695.73	322.92	LT	F
45.0000 COVIDIEN PLC USD0.20 (POST CONSOLDTN) - G2554F113							
SOLD		09/20/2013	2835.74		SUB TRUST	02-65377	
ACQ	19.0000	12/10/2008	1197.31	595.87	601.44	LT	Y F
	26.0000	10/06/2009	1638.43	998.37	640.06	LT	Y F
174.0000 EMC CORP MASS - 268648102 - MINOR = 5010							
SOLD		10/03/2013	4392.53		SUB TRUST	02-65377	
ACQ	84.0000	12/15/2009	2120.53	1403.61	716.92	LT	Y F
	90.0000	02/04/2010	2272.00	1499.35	772.65	LT	Y F
46.0000 COVIDIEN PLC USD0.20 (POST CONSOLDTN) - G2554F113							
SOLD		10/03/2013	2782.27		SUB TRUST	02-65377	
ACQ	46.0000	12/10/2008	2782.27	1442.62	1339.65	LT	Y F
135.0000 BRISTOL MYERS SQUIBB CO - 110122108							
SOLD		10/15/2013	6410.39		SUB TRUST	02-65377	
ACQ	66.0000	07/10/2012	3133.97	2298.19	835.78	LT	F
	9.0000	07/20/2012	427.36	319.67	107.69	LT	F
	59.0000	08/08/2012	2801.58	1906.83	894.75	LT	F
	1.0000	05/30/2013	47.48	47.13	0.35	ST	C
FOUND UPDATE 10/28/13							
113.0000 MICROSOFT CORP COM - 594918104 - MINOR = 31001							
SOLD		10/21/2013	3950.41		SUB TRUST	02-65359	
ACQ	20.0000	11/14/2008	699.19	403.37	295.82	LT	Y F
	93.0000	06/24/2011	3251.22	2260.00	991.22	LT	F
32.0000 KLA-TENCOR CORP - 482480100							
SOLD		10/24/2013	2049.25		SUB TRUST	02-65377	
ACQ	20.0000	02/25/2013	1280.78	1063.65	217.13	ST	C
	12.0000	08/22/2013	768.47	679.01	89.46	ST	C
94.0000 VODAFONE GROUP PLC SPONSORED ADR - 92857W209 - MINOR = 3161							
SOLD		10/24/2013	3475.31		SUB TRUST	02-65359	
ACQ	94.0000	06/14/2012	3475.31	2571.32	903.99	LT	F
30.0000 NOBLE ENERGY INC - 655044105 - MINOR = 3101							
SOLD		10/25/2013	2264.59		SUB TRUST	02-65377	
ACQ	24.0000	03/01/2012	1811.67	1140.34	671.33	LT	F
	6.0000	03/12/2012	452.92	285.81	167.11	LT	F
57.0000 TRIMBLE NAVIGATION LTD - 896239100 - MINOR = 3101							
SOLD		11/01/2013	1872.81		SUB TRUST	02-65377	
ACQ	35.0000	05/03/2011	1149.97	752.85	397.12	LT	F
	22.0000	06/24/2011	722.84	417.40	305.44	LT	F
FOUND UPDATE 11/09/13							
30.0000 OMNICOM GROUP - 681919106 - MINOR = 50							
SOLD		11/14/2013	2078.34		SUB TRUST	02-65359	
ACQ	30.0000	01/27/2009	2078.34	803.74	1274.60	LT	Y F
37.0000 OMNICOM GROUP - 681919106 - MINOR = 50							
SOLD		11/15/2013	2596.92		SUB TRUST	02-65359	
ACQ	37.0000	01/27/2009	2596.92	991.29	1605.63	LT	Y F
34.0000 OMNICOM GROUP - 681919106 - MINOR = 50							
SOLD		11/18/2013	2379.67		SUB TRUST	02-65359	
ACQ	34.0000	01/27/2009	2379.67	910.91	1468.76	LT	Y F
7.0000 OMNICOM GROUP - 681919106 - MINOR = 50							
SOLD		11/19/2013	489.63		SUB TRUST	02-65359	
ACQ	7.0000	01/27/2009	489.63	187.54	302.09	LT	Y F
FOUND UPDATE 12/01/13							

ACCT 5908 02-74552
FROM 01/01/2013
TO 12/31/2013

THE NORTHERN TRUST COMPANY, TRUSTEE
STATEMENT OF CAPITAL GAINS AND LOSSES
SCOTT B. AND ANNIE P. APPLEBY FOUNDATION

PAGE 119
RUN 02/18/2014
11:31:21 AM

TRUST YEAR ENDING 12/31/2013

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TRUST ADMINISTRATOR: CBQ
INVESTMENT OFFICER: EOP

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E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM	NC
22.0000 MCDONALDS CORP - 580135101 - MINOR = 31001							
SOLD		11/21/2013	2148.71		SUB TRUST 02-65377		
ACQ	15.0000	08/31/2010	1465.03	1099.42	365.61	LT	Y F
	7.0000	08/30/2012	683.68	621.37	62.31	LT	F
41.0000 VERIZON COMMUNICATIONS - 92343V104 - MINOR = 31001							
SOLD		11/21/2013	2065.02		SUB TRUST 02-65377		
ACQ	5.0000	07/12/2012	251.83	222.63	29.20	LT	F
	36.0000	10/22/2012	1813.19	1616.13	197.06	LT	F
63.0000 TERADATA CORP DEL COM STK - 88076W103							
SOLD		11/25/2013	2846.54		SUB TRUST 02-65377		
ACQ	9.0000	10/06/2010	406.65	339.45	67.20	LT	Y F
	28.0000	11/01/2012	1265.13	1719.35	-454.22	LT	F
	26.0000	02/07/2013	1174.76	1647.94	-473.18	ST	C
FOUND UPDATE 12/06/13							
134.0000 DIGITAL RLTY TR INC COM - 253868103							
SOLD		12/03/2013	5872.09		SUB TRUST 02-65377		
ACQ	12.0000	07/18/2012	525.86	911.30	-385.44	LT	F
	30.0000	09/14/2012	1314.65	2237.33	-922.68	LT	F
	21.0000	11/01/2012	920.25	1277.54	-357.29	LT	F
	25.0000	12/14/2012	1095.54	1651.38	-555.84	ST	C
	1.0000	05/30/2013	43.82	61.29	-17.47	ST	C
	45.0000	10/31/2013	1971.97	2156.37	-184.40	ST	C
FOUND UPDATE 12/14/13							
257.0000 HOLOGIC INC COM - 436440101							
SOLD		12/04/2013	5724.55		SUB TRUST 02-65377		
ACQ	127.0000	05/07/2013	2828.86	2514.90	313.96	ST	C
	53.0000	06/19/2013	1180.55	1101.14	79.41	ST	C
	77.0000	06/20/2013	1715.14	1536.50	178.64	ST	C
86.0000 HEALTH CARE REIT INC COM COM - 42217K106 - MINOR = 31000							
SOLD		12/19/2013	4532.17		SUB TRUST 02-65377		
ACQ	27.0000	06/20/2013	1422.89	1694.32	-271.43	ST	C
	13.0000	06/20/2013	685.10	782.58	-97.48	ST	C
	24.0000	06/24/2013	1264.79	1485.97	-221.18	ST	C
	22.0000	08/16/2013	1159.39	1282.84	-123.45	ST	C
FOUND UPDATE 01/25/14							
23.0000 STARBUCKS CORP - 855244109 - MINOR = 3101							
SOLD		12/19/2013	1785.70		SUB TRUST 02-65377		
ACQ	23.0000	07/23/2010	1785.70	579.42	1206.28	LT	Y F
72.0000 RED HAT INC - 756577102							
SOLD		12/20/2013	4100.09		SUB TRUST 02-65377		
ACQ	43.0000	04/30/2010	2448.66	1289.30	1159.36	LT	Y F
	29.0000	09/25/2012	1651.43	1609.92	41.51	LT	F
FOUND UPDATE 01/02/14							
40.0000 ULTA SALON COSMETICS & FRAGRANCE INC COMSTK - 90384S303							
SOLD		12/20/2013	3782.40		SUB TRUST 02-65377		
ACQ	11.0000	05/10/2012	1040.16	924.00	116.16	LT	F
	18.0000	02/14/2013	1702.08	1581.55	120.53	ST	C
	11.0000	02/19/2013	1040.16	920.53	119.63	ST	C
TOTALS			2510275.07	2196372.11			

SUMMARY OF CAPITAL GAINS/LOSSES

FEDERAL	SHORT TERM	LONG TERM 28%	LONG TERM	ST WASH SALE	LT WASH SALE	1250 GAIN
NONCOVERED FROM ABOVE	127.50	77959.33	165342.94	0.00	0.00	0.00*
COVERED FROM ABOVE	9.03	0.00	71905.35	-847.40	-593.77	
COMMON TRUST FUND	0.00	0.00	0.00			0.00
CAPITAL GAIN DIV/DIST	0.00	0.00	61859.86			12.45
	136.53	77959.33	299108.15	-847.40	-593.77	12.45
STATE						
NONCOVERED FROM ABOVE	127.50	77959.33	165342.94	0.00	0.00	0.00*
COVERED FROM ABOVE	9.03	0.00	71905.35	-847.40	-593.77	
COMMON TRUST FUND	0.00	0.00	0.00			0.00
CAPITAL GAIN DIV/DIST	0.00	0.00	61859.86			12.45
	136.53	77959.33	299108.15	-847.40	-593.77	12.45

* - 1250 GAIN DETAILED ON TRANS PAGES, NOT ABOVE

CAPITAL LOSS CARRYOVER

FEDERAL	0.00	0.00
FLORIDA	N/A	N/A

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only Part II and check this box ☒ **X**

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868

- If you are filing for an **Automatic 3-Month Extension**, complete only Part I (on page 1)

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

		Enter filer's identifying number, see instructions	
Type or print File by the due date for filing your return. See instructions	Name of exempt organization or other filer, see instructions	Employer identification number (EIN) or	
	THE APPLEBY FOUNDATION	52-6026971	
	Number, street, and room or suite no. If a P.O. box, see instructions	Social security number (SSN)	
	C/O NORTHERN TRUST-P.O. BOX 803878		
	City, town or post office, state, and ZIP code. For a foreign address, see instructions		
	CHICAGO, IL 60682		

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

0 4

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

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

THE NORTHERN TRUST COMPANY

- The books are in the care of **1515 RINGLING BLVD - SARASOTA, FL 34236**

Telephone No. **941-329-2628**

Fax No. ☐

- If the organization does not have an office or place of business in the United States, check this box ☐

- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ☐ If this is for the whole group, check this box ☐ If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for

4 I request an additional 3-month extension of time until **NOVEMBER 15, 2014**

5 For calendar year **2013**, or other tax year beginning ☐ , and ending ☐

6 If the tax year entered in line 5 is for less than 12 months, check reason. ☐ Initial return ☐ Final return

☐ Change in accounting period

7 State in detail why you need the extension

THE FOUNDATION IS WAITING ON A K-1 FOR A SIGNIFICANT INVESTMENT.

8a If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	\$	13,641.
8b If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868	8b	\$	13,641.
8c Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	8c	\$	0.

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature ☐

Title **2ND VICE PRESIDENT**

Date ☐