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Return of Private Foundation

OMB No 1545-0052

Department of the Treasury
Internal Revenue Service

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.

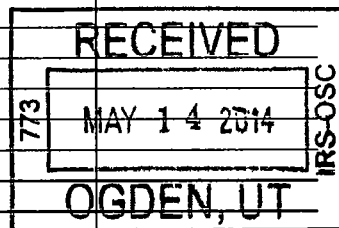
2013

Open to Public Inspection

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

| | | |
|--|--|--|
| Name of foundation CAPLIN FOUNDATION | | A Employer identification number 52-6078981 |
| Number and street (or P O box number if mail is not delivered to street address) ONE THOMAS CIRCLE, N.W. | | B Telephone number (see instructions) (202) 862-5000 |
| City or town, state or province, country, and ZIP or foreign postal code WASHINGTON, DC 20005 | | C If exemption application is pending, check here <input type="checkbox"/> |
| G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change | | D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/> |
| H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation | | E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> |
| I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 2,725,408. | | F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/> |
| J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis) | | |

| Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions)) | | (a) Revenue and expenses per books | (b) Net investment income | (c) Adjusted net income | (d) Disbursements for charitable purposes (cash basis only) |
|--|---|------------------------------------|---------------------------|-------------------------|---|
| Revenue | 1 Contributions, gifts, grants, etc., received (attach schedule) | | | | |
| | 2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B | | | | |
| | 3 Interest on savings and temporary cash investments | | | | |
| | 4 Dividends and interest from securities | 45,972. | 45,972. | | ATCH 1 |
| | 5a Gross rents | | | | |
| | b Net rental income or (loss) | -5,339. | | | |
| | 6a Net gain or (loss) from sale of assets not on line 10 | | | | |
| | b Gross sales price for all assets on line 6a 556,256. | | | | |
| | 7 Capital gain net income (from Part IV, line 2) | | | | |
| | 8 Net short-term capital gain | | | | |
| | 9 Income modifications | | | | |
| | 10a Gross sales less returns and allowances | | | | |
| b Less Cost of goods sold | | | | | |
| c Gross profit or (loss) (attach schedule) | | | | | |
| 11 Other income (attach schedule) | | | | | |
| 12 Total. Add lines 1 through 11 | 40,633. | 45,972. | | | |
| Operating and Administrative Expenses | 13 Compensation of officers, directors, trustees, etc. | 0 | | | |
| | 14 Other employee salaries and wages | | | | |
| | 15 Pension plans, employee benefits | | | | |
| | 16a Legal fees (attach schedule) | | | | |
| | b Accounting fees (attach schedule) ATCH 2 | 6,040. | 4,040. | | 2,000. |
| | c Other professional fees (attach schedule) * | 15,155. | 14,910. | | |
| | 17 Interest | | | | |
| | 18 Taxes (attach schedule) (see instructions) ATCH 4 | 45. | 45. | | |
| | 19 Depreciation (attach schedule) and depletion | | | | |
| | 20 Occupancy | | | | |
| | 21 Travel, conferences, and meetings | 9,770. | | | |
| | 22 Printing and publications | | | | |
| | 23 Other expenses (attach schedule) | | | | |
| | 24 Total operating and administrative expenses. Add lines 13 through 23 | 31,010. | 18,995. | | 2,000. |
| | 25 Contributions, gifts, grants paid | 132,325. | | | 132,325. |
| 26 Total expenses and disbursements. Add lines 24 and 25 | 163,335. | 18,995. | 0 | 134,325. | |
| 27 Subtract line 26 from line 12 | -122,702. | | | | |
| a Excess of revenue over expenses and disbursements | | 26,977. | | | |
| b Net investment income (if negative, enter -0-) | | | | | |
| c Adjusted net income (if negative, enter -0-) | | | | | |



| Part II Balance Sheets | | Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions) | | Beginning of year | End of year | |
|-----------------------------|---|---|------------|-------------------|----------------|-----------------------|
| | | | | (a) Book Value | (b) Book Value | (c) Fair Market Value |
| Assets | 1 | Cash - non-interest-bearing | | | | |
| | 2 | Savings and temporary cash investments | | 6,488. | 4,243. | 4,243. |
| | 3 | Accounts receivable ▶ Less allowance for doubtful accounts ▶ | | | | |
| | 4 | Pledges receivable ▶ Less allowance for doubtful accounts ▶ | | | | |
| | 5 | Grants receivable | | | | |
| | 6 | Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) | | | | |
| | 7 | Other notes and loans receivable (attach schedule) ▶ Less allowance for doubtful accounts ▶ | | | | |
| | 8 | Inventories for sale or use | | | | |
| | 9 | Prepaid expenses and deferred charges | | | | |
| | 10 a | Investments - U.S. and state government obligations (attach schedule) . | | | | |
| | b | Investments - corporate stock (attach schedule) | | | | |
| | c | Investments - corporate bonds (attach schedule) | | | | |
| | 11 | Investments - land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶ | | | | |
| | 12 | Investments - mortgage loans | | | | |
| | 13 | Investments - other (attach schedule) ATCH. 5 | | 1,108,793. | 988,336. | 2,721,165. |
| | 14 | Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶ | | | | |
| 15 | Other assets (describe ▶) | | | | | |
| 16 | Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I) | | 1,115,281. | 992,579. | 2,725,408. | |
| Liabilities | 17 | Accounts payable and accrued expenses | | | | |
| | 18 | Grants payable | | | | |
| | 19 | Deferred revenue | | | | |
| | 20 | Loans from officers, directors, trustees, and other disqualified persons . | | | | |
| | 21 | Mortgages and other notes payable (attach schedule) | | | | |
| | 22 | Other liabilities (describe ▶) | | | | |
| 23 | Total liabilities (add lines 17 through 22) | | 0 | 0 | | |
| Net Assets or Fund Balances | Foundations that follow SFAS 117, check here <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31. | | | | | |
| | 24 | Unrestricted | | | | |
| | 25 | Temporarily restricted | | | | |
| | 26 | Permanently restricted | | | | |
| | Foundations that do not follow SFAS 117, . . . <input checked="" type="checkbox"/> check here and complete lines 27 through 31. | | | | | |
| | 27 | Capital stock, trust principal, or current funds | | 1,809,719. | 1,809,719. | |
| | 28 | Paid-in or capital surplus, or land, bldg., and equipment fund | | | | |
| | 29 | Retained earnings, accumulated income, endowment, or other funds . . | | -694,438. | -817,140. | |
| | 30 | Total net assets or fund balances (see instructions) | | 1,115,281. | 992,579. | |
| | 31 | Total liabilities and net assets/fund balances (see instructions) | | 1,115,281. | 992,579. | |

Part III Analysis of Changes in Net Assets or Fund Balances

| | | | |
|---|--|---|------------|
| 1 | Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return) | 1 | 1,115,281. |
| 2 | Enter amount from Part I, line 27a | 2 | -122,702. |
| 3 | Other increases not included in line 2 (itemize) ▶ | 3 | |
| 4 | Add lines 1, 2, and 3 | 4 | 992,579. |
| 5 | Decreases not included in line 2 (itemize) ▶ | 5 | |
| 6 | Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 | 6 | 992,579. |

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Part IV Capital Gains and Losses for Tax on Investment Income

| (a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.) | | | (b) How acquired P - Purchase D - Donation | (c) Date acquired (mo., day, yr.) | (d) Date sold (mo., day, yr.) |
|---|--|---|---|--------------------------------------|----------------------------------|
| 1a SEE PART IV SCHEDULE | | | | | |
| b | | | | | |
| c | | | | | |
| d | | | | | |
| e | | | | | |
| (e) Gross sales price | (f) Depreciation allowed (or allowable) | (g) Cost or other basis plus expense of sale | (h) Gain or (loss) (e) plus (f) minus (g) | | |
| a | | | | | |
| b | | | | | |
| c | | | | | |
| d | | | | | |
| e | | | | | |
| Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 | | | | | |
| (i) F M V as of 12/31/69 | (j) Adjusted basis as of 12/31/69 | (k) Excess of col. (i) over col. (j), if any | (l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h)) | | |
| a | | | | | |
| b | | | | | |
| c | | | | | |
| d | | | | | |
| e | | | | | |
| 2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 } | | | 2 | -5,476. | |
| 3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 | | | 3 | 0 | |

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

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

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

| (a) Base period years Calendar year (or tax year beginning in) | (b) Adjusted qualifying distributions | (c) Net value of noncharitable-use assets | (d) Distribution ratio (col. (b) divided by col. (c)) |
|---|--|--|---|
| 2012 | 215,719. | 2,407,413. | 0.089606 |
| 2011 | 244,733. | 2,566,758. | 0.095347 |
| 2010 | 536,751. | 2,536,810. | 0.211585 |
| 2009 | 529,582. | 2,734,452. | 0.193670 |
| 2008 | 823,057. | 3,798,118. | 0.216701 |
| 2 Total of line 1, column (d) | | | 2 0.806909 |
| 3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years | | | 3 0.161382 |
| 4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5 | | | 4 2,528,829. |
| 5 Multiply line 4 by line 3 | | | 5 408,107. |
| 6 Enter 1% of net investment income (1% of Part I, line 27b) | | | 6 270. |
| 7 Add lines 5 and 6 | | | 7 408,377. |
| 8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions | | | 8 134,325. |

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 <input type="checkbox"/> and enter "N/A" on line 1 | | 1 | 540. |
| 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 <input type="checkbox"/> and enter 1% of Part I, line 27b | | | |
| c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b) | | | |
| 2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) | | 2 | |
| 3 Add lines 1 and 2 | | 3 | 540. |
| 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 | 540. |
| 6 Credits/Payments | | | |
| a 2013 estimated tax payments and 2012 overpayment credited to 2013 | 6a | 8,199. | |
| b Exempt foreign organizations - tax withheld at source | 6b | | |
| c Tax paid with application for extension of time to file (Form 8868) | 6c | | |
| d Backup withholding erroneously withheld | 6d | | |
| 7 Total credits and payments. Add lines 6a through 6d | 7 | 8,199. | |
| 8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> 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 | 7,659. | |
| 11 Enter the amount of line 10 to be Credited to 2014 estimated tax <input type="checkbox"/> 7,659. Refunded <input type="checkbox"/> | 11 | | |

Part VII-A Statements Regarding Activities

| | Yes | No |
|--|-----|----|
| 1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? | | 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 <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____ | | |
| e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____ | | |
| 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) <input type="checkbox"/> DC, _____ | | |
| 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 |

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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 WWW.GUIDESTAR.ORG | | | | |
| 14 | The books are in care of MORTIMER M. CAPLIN Telephone no 202-862-5000 | | | |
| Located at ONE THOMAS CIRCLE, NW WASHINGTON, DC ZIP+4 20005 | | | | |
| 15 | Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year. | 15 | | |
| 16 | At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country. | 16 | Yes | No |
| | | | | X |

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

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

| | | 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? | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| (2) | Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| (3) | Furnish goods, services, or facilities to (or accept them from) a disqualified person? | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| (4) | Pay compensation to, or pay or reimburse the expenses of, a disqualified person? | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> 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)? | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> 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). | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> 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. | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> 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). | 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? | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| b | If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013). | 3b | |
| 4a | Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? | 4a | X |
| b | Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013? | 4b | X |

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No**b** If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ Yes ☒ NoOrganizations relying on a current notice regarding disaster assistance check here ☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☒ No

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

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

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, foundation managers and their compensation (see instructions).

| (a) Name and address | (b) Title, and average hours per week devoted to position | (c) Compensation (if not paid, enter -0-) | (d) Contributions to employee benefit plans and deferred compensation | (e) Expense account, other allowances |
|----------------------|---|---|---|---------------------------------------|
| ATCH 6 | | 0 | 0 | 0 |
| | | | | |
| | | | | |
| | | | | |
| | | | | |

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

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

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

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

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

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

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

2

3

4

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

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

Amount

1 NONE

2

All other program-related investments See instructions

3 NONE

Total. Add lines 1 through 3 ▶

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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 | 2,545,094. |
| b | Average of monthly cash balances | 1b | 9,339. |
| c | Fair market value of all other assets (see instructions) | 1c | 12,906. |
| d | Total (add lines 1a, b, and c) | 1d | 2,567,339. |
| e | Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) | 1e | |
| 2 | Acquisition indebtedness applicable to line 1 assets | 2 | |
| 3 | Subtract line 2 from line 1d | 3 | 2,567,339. |
| 4 | Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions) | 4 | 38,510. |
| 5 | Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4. | 5 | 2,528,829. |
| 6 | Minimum investment return. Enter 5% of line 5 | 6 | 126,441. |

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 | 126,441. |
| 2a | Tax on investment income for 2013 from Part VI, line 5 | 2a | 540. |
| b | Income tax for 2013 (This does not include the tax from Part VI) | 2b | |
| c | Add lines 2a and 2b | 2c | 540. |
| 3 | Distributable amount before adjustments. Subtract line 2c from line 1. | 3 | 125,901. |
| 4 | Recoveries of amounts treated as qualifying distributions | 4 | |
| 5 | Add lines 3 and 4 | 5 | 125,901. |
| 6 | Deduction from distributable amount (see instructions) | 6 | |
| 7 | Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1. | 7 | 125,901. |

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 | 134,325. |
| b | Program-related investments - total from Part IX-B | 1b | |
| 2 | Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes | 2 | |
| 3 | Amounts set aside for specific charitable projects that satisfy the | | |
| a | Suitability test (prior IRS approval required) | 3a | |
| b | Cash distribution test (attach the required schedule) | 3b | |
| 4 | Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4. | 4 | 134,325. |
| 5 | Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions). | 5 | 0 |
| 6 | Adjusted qualifying distributions. Subtract line 5 from line 4. | 6 | 134,325. |

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.

Form 990-PF (2013)

Page **9****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 | | | | 125,901. |
| 2 Undistributed income, if any, as of the end of 2013 | | | | |
| a Enter amount for 2012 only | | | | |
| b Total for prior years 20 <u>11</u> , 20 <u>10</u> , 20 <u>09</u> | | | | |
| 3 Excess distributions carryover, if any, to 2013 | | | | |
| a From 2008 634,167. | | | | |
| b From 2009 393,003. | | | | |
| c From 2010 410,508. | | | | |
| d From 2011 124,869. | | | | |
| e From 2012 95,749. | | | | |
| f Total of lines 3a through e | 1,658,296. | | | |
| 4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ <u>134,325.</u> | | | | |
| a Applied to 2012, but not more than line 2a | | | | |
| b Applied to undistributed income of prior years (Election required - see instructions) | | | | |
| c Treated as distributions out of corpus (Election required - see instructions) | | | | |
| d Applied to 2013 distributable amount | | | | 125,901. |
| e Remaining amount distributed out of corpus | 8,424. | | | |
| 5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a)) | | | | |
| 6 Enter the net total of each column as indicated below: | | | | |
| a Corpus Add lines 3f, 4c, and 4e Subtract line 5 | 1,666,720. | | | |
| b Prior years' undistributed income Subtract line 4b from line 2b | | | | |
| c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed | | | | |
| d Subtract line 6c from line 6b Taxable amount - see instructions | | | | |
| e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount - see instructions | | | | |
| f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014 | | | | |
| 7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions) | | | | |
| 8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions) | 634,167. | | | |
| 9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a | 1,032,553. | | | |
| 10 Analysis of line 9 | | | | |
| a Excess from 2009 393,003. | | | | |
| b Excess from 2010 410,508. | | | | |
| c Excess from 2011 124,869. | | | | |
| d Excess from 2012 95,749. | | | | |
| e Excess from 2013 8,424. | | | | |

Form **990-PF** (2013)

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

NOT APPLICABLE

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, enter the date of the ruling

b Check box to indicate whether the foundation is a private operating foundation described in section

4942(j)(3) or

4942(j)(5)

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

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see instructions.)**1 Information Regarding Foundation Managers:**

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

ATTACHMENT 7

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

N/A

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

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

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

ATTCH 8

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

SEE ATT'D

c Any submission deadlines

SEE ATT'D

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

SEE ATT'D

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

| Recipient | 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 |
|---|---|--------------------------------|----------------------------------|----------|
| Name and address (home or business) | | | | |
| a Paid during the year ATCH 9 | | | | |
| Total | | | ▶ 3a | 132,325. |
| b Approved for future payment | | | | |
| Total | | | ▶ 3b | |

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

| Enter gross amounts unless otherwise indicated | | Unrelated business income | | Excluded by section 512, 513, or 514 | | (e) Related or exempt function income (See instructions) |
|--|--|---------------------------|---------------|--------------------------------------|---------------|--|
| | | (a) Business code | (b) Amount | (c) Exclusion code | (d) Amount | |
| 1 | Program service revenue | | | | | |
| a | | | | | | |
| b | | | | | | |
| c | | | | | | |
| d | | | | | | |
| e | | | | | | |
| f | | | | | | |
| g | Fees and contracts from government agencies | | | | | |
| 2 | Membership dues and assessments | | | | | |
| 3 | Interest on savings and temporary cash investments | | | 14 | 45,972. | |
| 4 | Dividends and interest from securities | | | | | |
| 5 | Net rental income or (loss) from real estate | | | | | |
| a | Debt-financed property | | | | | |
| b | Not debt-financed property | | | | | |
| 6 | Net rental income or (loss) from personal property . | | | | | |
| 7 | Other investment income | | | | | |
| 8 | Gain or (loss) from sales of assets other than inventory | | | 18 | -5,339. | |
| 9 | Net income or (loss) from special events . . . | | | | | |
| 10 | Gross profit or (loss) from sales of inventory . . | | | | | |
| 11 | Other revenue a | | | | | |
| b | | | | | | |
| c | | | | | | |
| d | | | | | | |
| e | | | | | | |
| 12 | Subtotal Add columns (b), (d), and (e) | | | | 40,633. | |
| 13 | Total. Add line 12, columns (b), (d), and (e) | | | | | 40,633. |

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

| | | | |
|---|-------|-----|----|
| <p>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?</p> <p>a Transfers from the reporting foundation to a noncharitable exempt organization of:</p> <p>(1) Cash</p> <p>(2) Other assets</p> <p>b Other transactions</p> <p>(1) Sales of assets to a noncharitable exempt organization</p> <p>(2) Purchases of assets from a noncharitable exempt organization</p> <p>(3) Rental of facilities, equipment, or other assets</p> <p>(4) Reimbursement arrangements</p> <p>(5) Loans or loan guarantees</p> <p>(6) Performance of services or membership or fundraising solicitations</p> <p>c Sharing of facilities, equipment, mailing lists, other assets, or paid employees</p> <p>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.</p> | | Yes | No |
| | | | |
| | 1a(1) | | X |
| | 1a(2) | | X |
| | | | |
| | 1b(1) | | X |
| | 1b(2) | | X |
| | 1b(3) | | X |
| | 1b(4) | | X |
| | 1b(5) | | X |
| | 1b(6) | | X |
| | 1c | | X |

[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 |
|--------------------------|--------------------------|---------------------------------|
| | | |
| | | |
| | | |
| | | |
| | | |

**Sign
Here**

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

Signature of officer or trustee

Date _____

Title

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

**Paid
Preparer
Use Only**

Print/Type preparer's name

JOAN C HOLTZ

Preparer's signature

Joan C Holtz

Date

4 / 25 / 14

Check ☐ self-employed

PTIN

P00836429

Firm's name ► BDO USA, LLP

Firm's address ► 8405 GREENSBORO DRIVE 7TH FLOOR
MCLEAN, VA

Firm's EIN ► 13-5381590

Phone no 703-893-0600

Form **990-PF** (2013)

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

| Kind of Property | | Description | | | | P or D | Date acquired | Date sold |
|--|---------------------------------------|--|--------------------------|--------------------------------|------------------------------------|--------------|----------------------|------------|
| Gross sale price less expenses of sale | Depreciation allowed/ allowable | Cost or other basis | FMV as of 12/31/69 | Adj basis as of 12/31/69 | Excess of FMV over adj basis | | Gain or (loss) | |
| 479,436. | | ML 04202 483,801. | | | | | VAR -4,278. | 12/31/2013 |
| 1,926. | | ML 04202 1,929. | | | | | VAR -3. | 12/31/2013 |
| 874. | | ML 04202 905. | | | | | VAR -31. | 12/31/2013 |
| 69,728. | | ML 04202 71,216. | | | | | VAR -1,405. | 12/31/2013 |
| 4,292. | | EXCESS DISTRIBUTION FROM AMA MULTI-STRAT 4,051. | | | | | VAR 241. | 12/31/2013 |
| TOTAL GAIN(LOSS) | | | | | | | <u>-5,476.</u> | |

ATTACHMENT 1FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

| <u>DESCRIPTION</u> | <u>REVENUE AND EXPENSES PER BOOKS</u> | <u>NET INVESTMENT INCOME</u> |
|--------------------------|---|--------------------------------------|
| ML 4118 (INTEREST) | 2. | 2. |
| ANGLO AMERICAN SERVICING | 513. | 513. |
| ML 4202 (DIVIDEND) | 45,457. | 45,457. |
| TOTAL | <u>45,972.</u> | <u>45,972.</u> |

ATTACHMENT 2FORM 990PF, PART I - ACCOUNTING FEES

| <u>DESCRIPTION</u> | <u>REVENUE AND EXPENSES PER BOOKS</u> | <u>NET INVESTMENT INCOME</u> | <u>ADJUSTED NET INCOME</u> | <u>CHARITABLE PURPOSES</u> |
|-----------------------------|---|--------------------------------------|------------------------------------|--------------------------------|
| BDO | 4,000. | 2,000. | | 2,000. |
| BOOKKEEPING - CHUN K. YEUNG | 2,040. | 2,040. | | |
| TOTALS | <u>6,040.</u> | <u>4,040.</u> | | <u>2,000.</u> |

ATTACHMENT 3

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

| <u>DESCRIPTION</u> | <u>REVENUE AND EXPENSES PER BOOKS</u> | <u>NET INVESTMENT INCOME</u> |
|--------------------------------|---|--------------------------------------|
| INVESTMENT FEES -MERRILL LYNCH | 14,910. | 14,910. |
| MISCELLANEOUS EXPENSES | 245. | |
| TOTALS | <u>15,155.</u> | <u>14,910.</u> |

ATTACHMENT 4FORM 990PF, PART I - TAXES

| <u>DESCRIPTION</u> | <u>REVENUE AND EXPENSES PER BOOKS</u> | <u>NET INVESTMENT INCOME</u> |
|------------------------------|---|--------------------------------------|
| FOREIGN TAXES PAID - ML 4202 | 45. | 45. |
| TOTALS | <u>45.</u> | <u>45.</u> |

ATTACHMENT 5FORM 990PF, PART II - OTHER INVESTMENTS

| <u>DESCRIPTION</u> | <u>ENDING BOOK VALUE</u> | <u>ENDING FMV</u> |
|----------------------|------------------------------|-----------------------|
| GENSPRING | | |
| ML #4202 | 975,729. | 2,708,558. |
| AGLF TERM LOAN | 2,051. | 2,051. |
| AIG - LIFE INSURANCE | 10,556. | 10,556. |
| TOTALS | <u>988,336.</u> | <u>2,721,165.</u> |

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 6

| <u>NAME AND ADDRESS</u> | <u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u> | <u>COMPENSATION</u> | <u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u> | <u>EXPENSE ACCT AND OTHER ALLOWANCES</u> |
|--|---|---------------------|--|--|
| MORTIMER M. CAPLIN 5610 WISCONSIN AVE. APT 18E CHEVY CHASE, MD 20185 | PRESIDENT | 0 | 0 | 0 |
| RUTH CAPLIN 5610 WISCONSIN AVE. APT 18E CHEVY CASE, MD APT 18E | VICE PRESIDENT | 0 | 0 | 0 |
| ROSEMARY MCCARTHY ONE THOMAS CIRCLE, N.W. SUITE 1100 WASHINGTON, DC 20005 | ASSISTANT SECRETARY | 0 | 0 | 0 |
| MICHAEL CAPLIN 8477 PORTLAND PLACE MCLEAN, VA 22102 | SECRETARY | 0 | 0 | 0 |
| GRAND TOTALS | | <u>0</u> | <u>0</u> | <u>0</u> |

FORM 990PF, PART XV - INFORMATION REGARDING FOUNDATION MANAGERS

MORTIMER M. CAPLIN
RUTH CAPLIN

ATTACHMENT 8

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

SEE STATEMENT ATTACHED

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

ATTACHMENT 9

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR
AND

FOUNDATION STATUS OF RECIPIENT

PURPOSE OF GRANT OR CONTRIBUTION

AMOUNT

132,325

NONE
PC

SEE STATEMENT ATTACHED

132,325

SEE STATEMENT ATTACHED

TOTAL CONTRIBUTIONS PAID

132,325

**SCHEDULE D
(Form 1041)**

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

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

OMB No 1545-0092

2013

Name of estate or trust

CAPLIN FOUNDATION

Employer identification number

52-6078981

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

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

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

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

| | (d) Proceeds (sales price) | (e) Cost (or other basis) | (g) Adjustments to gain or loss from Form(s) 8949, Part I, line 2, column (g) | (h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g) |
|--|----------------------------------|---------------------------------|---|---|
| 1a Totals for all short-term transactions reported on Form 1099-B for which basis was reported to the IRS and for which you have no adjustments (see instructions). However, if you choose to report all these transactions on Form 8949, leave this line blank and go to line 1b | | | | |
| 1b Totals for all transactions reported on Form(s) 8949 with Box A checked | 479,436. | 483,801. | 87. | -4,278. |
| 2 Totals for all transactions reported on Form(s) 8949 with Box B checked | 1,926. | 1,929. | | -3. |
| 3 Totals for all transactions reported on Form(s) 8949 with Box C checked | | | | |
| 4 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824 | | | | 4 |
| 5 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts | | | | 5 |
| 6 Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2012 Capital Loss Carryover Worksheet | | | | 6 () |
| 7 Net short-term capital gain or (loss). Combine lines 1a through 6 in column (h). Enter here and on line 17, column (3) on the back ▶ | | | | 7 -4,281. |

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

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

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

| | (d) Proceeds (sales price) | (e) Cost (or other basis) | (g) Adjustments to gain or loss from Form(s) 8949, Part II, line 2, column (g) | (h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g) |
|---|----------------------------------|---------------------------------|--|---|
| 8a Totals for all long-term transactions reported on Form 1099-B for which basis was reported to the IRS and for which you have no adjustments (see instructions). However, if you choose to report all these transactions on Form 8949, leave this line blank and go to line 8b | | | | |
| 8b Totals for all transactions reported on Form(s) 8949 with Box D checked | 874. | 905. | | -31. |
| 9 Totals for all transactions reported on Form(s) 8949 with Box E checked | 69,728. | 71,216. | 83. | -1,405. |
| 10 Totals for all transactions reported on Form(s) 8949 with Box F checked | 4,292. | 4,051. | | 241. |
| 11 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824 | | | | 11 |
| 12 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts | | | | 12 |
| 13 Capital gain distributions | | | | 13 |
| 14 Gain from Form 4797, Part I | | | | 14 |
| 15 Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2012 Capital Loss Carryover Worksheet | | | | 15 () |
| 16 Net long-term capital gain or (loss). Combine lines 8a through 15 in column (h). Enter here and on line 18a, column (3) on the back ▶ | | | | 16 -1,195. |

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

Schedule D (Form 1041) 2013

Part III Summary of Parts I and II**Caution:** Read the instructions *before* completing this part

| | (1) Beneficiaries' (see instr) | (2) Estate's or trust's | (3) Total |
|--|--------------------------------|-------------------------|-----------|
| 17 Net short-term gain or (loss) | 17 | | -4,281. |
| 18 Net long-term gain or (loss): | | | |
| a Total for year | 18a | | -1,195. |
| b Unrecaptured section 1250 gain (see line 18 of the wrksh) | 18b | | |
| c 28% rate gain | 18c | | |
| 19 Total net gain or (loss). Combine lines 17 and 18a. ▶ | 19 | | -5,476. |

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

Part IV Capital Loss Limitation

| | | |
|--|-----------|------------|
| 20 Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the smaller of | | |
| a The loss on line 19, column (3) or b \$3,000 | 20 | (3,000.) |

Note: If the loss on line 19, column (3), is more than \$3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** in the instructions to figure your capital loss carryover.

Part V Tax Computation Using Maximum Capital Gains Rates

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

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

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

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

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

Schedule D (Form 1041) 2013

Sales and Other Dispositions of Capital Assets

OMB No 1545-0074

Department of the Treasury
Internal Revenue Service► Information about Form 8949 and its separate instructions is at www.irs.gov/form8949**2013**Attachment
Sequence No **12A**

Name(s) shown on return

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

Social security number or taxpayer identification number

CAPLIN FOUNDATION

52-6078981

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

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

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

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

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

| 1 | (a) Description of property (Example 100 sh XYZ Co) | (b) Date acquired (Mo., day, yr.) | (c) Date sold or disposed (Mo., day, yr.) | (d) Proceeds (sales price) (see instructions) | (e) Cost or other basis. See the Note below and see Column (e) in the separate instructions | Adjustment, if any, to gain or loss If you enter an amount in column (g), enter a code in column (f). See the separate instructions | | (h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g) |
|---|---|---|--|--|---|--|--------------------------------|--|
| | | | | | | (f) Code(s) from instructions | (g) Amount of adjustment | |
| | ML 04202 | VAR | 12/31/2013 | 479,436. | 483,801. | W | 87. | -4,278. |
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| 2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 1b (if Box A above is checked), line 2 (if Box B above is checked), or line 3 (if Box C above is checked)► | | | | 479,436. | 483,801. | | 87. | -4,278. |

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

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

Form **8949** (2013)

Sales and Other Dispositions of Capital Assets

OMB No 1545-0074

Department of the Treasury
Internal Revenue Service► Information about Form 8949 and its separate instructions is at www.irs.gov/form8949.**2013**Attachment
Sequence No **12A**

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

Name(s) shown on return

CAPLIN FOUNDATION

Social security number or taxpayer identification number

52-6078981

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

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

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

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

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

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

☐ (C) Short-term transactions not reported to you on Form 1099-B

| 1 | (a) Description of property (Example 100 sh XYZ Co) | (b) Date acquired (Mo, day, yr) | (c) Date sold or disposed (Mo, day, yr) | (d) Proceeds (sales price) (see instructions) | (e) Cost or other basis. See the Note below and see Column (e) in the separate instructions | Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). See the separate instructions | | (h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g) |
|---|---|---------------------------------------|--|--|---|---|--------------------------------|--|
| | | | | | | (f) Code(s) from instructions | (g) Amount of adjustment | |
| | ML 04202 | VAR | 12/31/2013 | 1,926. | 1,929. | | | -3. |
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| 2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 1b (if Box A above is checked), line 2 (if Box B above is checked), or line 3 (if Box C above is checked)► | | | | 1,926. | 1,929. | | | -3. |

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

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

Form **8949** (2013)

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

CAPLIN FOUNDATION

Social security number or taxpayer identification number

52-6078981

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

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

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

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

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

| 1 | (a) Description of property (Example 100 sh XYZ Co) | (b) Date acquired (Mo, day, yr) | (c) Date sold or disposed (Mo, day, yr) | (d) Proceeds (sales price) (see instructions) | (e) Cost or other basis. See the Note below and see Column (e) in the separate instructions | Adjustment, if any, to gain or loss If you enter an amount in column (g), enter a code in column (f). See the separate instructions. | | (h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g) |
|---|---|---------------------------------------|--|--|---|---|--------------------------------|--|
| | | | | | | (f) Code(s) from instructions | (g) Amount of adjustment | |
| | ML 04202 | VAR | 12/31/2013 | 874. | 905. | | | -31. |
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| 2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked) ▶ | | | | 874. | 905. | | | -31. |

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

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

Social security number or taxpayer identification number

CAPLIN FOUNDATION

52-6078981

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

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

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

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

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

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

| 1 | (a) Description of property (Example 100 sh XYZ Co) | (b) Date acquired (Mo, day, yr) | (c) Date sold or disposed (Mo, day, yr) | (d) Proceeds (sales price) (see instructions) | (e) Cost or other basis. See the Note below and see Column (e) in the separate instructions | Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). See the separate instructions. | | (h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g). |
|---|---|---------------------------------------|--|--|---|--|--------------------------------|--|
| | | | | | | (f) Code(s) from instructions | (g) Amount of adjustment | |
| | ML 04202 | VAR | 12/31/2013 | 69,728. | 71,216. | W | 83. | -1,405. |
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| 2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked) ▶ | | | | 69,728. | 71,216. | | 83. | -1,405. |

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

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

CAPLIN FOUNDATION

Social security number or taxpayer identification number

52-6078981

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

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

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

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

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

| 1 | (a) Description of property (Example: 100 sh XYZ Co.) | (b) Date acquired (Mo, day, yr) | (c) Date sold or disposed (Mo, day, yr) | (d) Proceeds (sales price) (see instructions) | (e) Cost or other basis. See the Note below and see Column (e) in the separate instructions. | Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). See the separate instructions. | | (h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g). |
|---|---|---------------------------------------|---|--|---|---|-----------------------------|---|
| | | | | | | (f) Code(s) from instructions | (g) Amount of adjustment | |
| | EXCESS DISTRIBUTION FROM AMA MULTI-STRA | VAR | 12/31/2013 | 4,292. | 4,051. | | | 241. |
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| 2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked) ▶ | | | | 4,292. | 4,051. | | | 241. |

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

STATEMENT. Part XV - 1

LINE 3A - GRANTS & CONTRIBUTIONS PAID

| <u>RECIPIENT NAME/ADDRESS</u> | <u>RELATIONSHIP</u> | <u>STATUS</u> | <u>PURPOSE</u> | <u>AMOUNT</u> |
|--|---------------------|-------------------|--------------------|---------------|
| HILLEL HOUSE OF UVA CHARLOTTESVILLE, VA 22906 | N/A | PUBLIC CHARITY | GENERAL SUPPORT | 100 |
| BAZELON CENTER FOR MENTAL HEALTH LAW 1730 M STREET, NW, SUITE 801 WASHINGTON, DC 20036 | N/A | PUBLIC CHARITY | GENERAL SUPPORT | 200 |
| THE SEED FOUNDATION 1776 MASSACHUSETTS AVE, NW, STE 600 WASHINGTON, DC 20036 | N/A | PUBLIC CHARITY | GENERAL SUPPORT | 5,000 |
| THE NEW YORK CENTER FOR CHILDREN 333 EAST 70TH STREET NEW YORK, NY 10021 | N/A | PUBLIC CHARITY | GENERAL SUPPORT | 15,000 |
| THE NATL WORLD WAR II MUSEUM | N/A | PUBLIC CHARITY | GENERAL SUPPORT | 100 |
| SOUTHERN ENVIRON | N/A | PUBLIC CHARITY | GENERAL SUPPORT | 400 |
| PIEDMONT C.A S.A 818 EAST HIGH STREET CHARLOTTESVILLE, VA 22902 | N/A | PUBLIC CHARITY | GENERAL SUPPORT | 400 |
| MIDDLE OAK BAPTIST CHURCH 344 JACKSON STREET WARRENTON, VA 22186 | N/A | PUBLIC CHARITY | GENERAL SUPPORT | 300 |
| FIRST CHURCH OF SARASOTA 104 SOUTH PINEAPPLE AVENUE SARASOTA, FL 34236 | N/A | PUBLIC CHARITY | GENERAL SUPPORT | 300 |
| VIRGINIA ATHLETICS FOUNDATION P.O. BOX 400833 CHARLOTTESVILLE, VA 22904-4833 | N/A | PUBLIC CHARITY | GENERAL SUPPORT | 150 |
| UNITED STATES NAVY MEMORIAL 701 PENNSYLVANIA AVE, NW WASHINGTON, DC 20004 | N/A | PUBLIC CHARITY | GENERAL SUPPORT | 75 |
| WASHINGTON DC JCC 1529 16TH STREET, NW WASHINGTON, DC 20036 | N/A | PUBLIC CHARITY | GENERAL SUPPORT | 1,500 |
| TANDEM FRIENDS SCHOOL DRAMA DEPARTMENT 279 TANDEM LANE CHARLOTTESVILLE, VA 22902 | N/A | PUBLIC CHARITY | GENERAL SUPPORT | 1,000 |

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|---|-----|-------------------|--------------------|-------|
| BUFORD MIDDLE SCHOOL 1000 CHERRY AVENUE CHARLOTTESVILLE, VA 22903 | N/A | PUBLIC CHARITY | GENERAL SUPPORT | 500 |
| PLEASANT GROVE BAPTIST CHURCH 2908 HYDRAULIC ROAD CHARLOTTESVILLE, VA 22901 | N/A | PUBLIC CHARITY | GENERAL SUPPORT | 300 |
| UNION RIDGE BAPTIST CHURCH 2980 HYDRAULIC ROAD CHARLOTTESVILLE, VA 22901 | N/A | PUBLIC CHARITY | GENERAL SUPPORT | 300 |
| BIG CAT HABITAT 7101 PALMER BLVD SARASOTA, FL 34240 | N/A | PUBLIC CHARITY | GENERAL SUPPORT | 300 |
| PLAY ON THEATRE | N/A | PUBLIC CHARITY | GENERAL SUPPORT | 300 |
| FOUR COUNTY PLAYERS 5256 GOVERNOR BARBOUR STREET BARBOURSVILLE, VA 22923 | N/A | PUBLIC CHARITY | GENERAL SUPPORT | 300 |
| WOUNDED WARRIOR PROJECT 4899 BELFORT ROAD, SUITE 300 JACKSONVILLE, FL 32256 | N/A | PUBLIC CHARITY | GENERAL SUPPORT | 200 |
| T.H.I.S 1630 CRESCENT PLACE, NW WASHINGTON, DC | N/A | PUBLIC CHARITY | GENERAL SUPPORT | 5,000 |
| UNIVERSITY OF VIRGINIA CHARLOTTESVILLE, VA | N/A | PUBLIC CHARITY | GENERAL SUPPORT | 5,000 |
| WETA P O BOX 2600 WASHINGTON, DC 20013 | N/A | PUBLIC CHARITY | GENERAL SUPPORT | 50 |
| WASHINGTON LAWYERS COMMITTEE 11 DUPONT CIRCLE, NW, STE 400 WASHINGTON, DC 20036 | N/A | PUBLIC CHARITY | GENERAL SUPPORT | 100 |
| RICHMOND FENCING CLUB | N/A | PUBLIC CHARITY | GENERAL SUPPORT | 300 |
| HOLY TEMPLE BAPTIST CHURCH 212 ROSSER AVENUE CHARLOTTESVILLE, VA 22903 | N/A | PUBLIC CHARITY | GENERAL SUPPORT | 300 |
| DC BAR PRO BONO PROGRAM 1101 K STREET, NW, STE 200 WASHINGTON, DC 20005 | N/A | PUBLIC CHARITY | GENERAL SUPPORT | 500 |
| THOMAS JEFFERSON FOUNDATION, INC. PO BOX 316 CHARLOTTESVILLE, VA 22902 | N/A | PUBLIC CHARITY | GENERAL SUPPORT | 5,000 |

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|---|-----|-------------------|--------------------|--------|
| THE MILLER CENTER FOUNDATION PO BOX 400406 CHARLOTTESVILLE, VA 22904 | N/A | PUBLIC CHARITY | GENERAL SUPPORT | 25,000 |
| UNIVERSITY OF VIRGINIA CHARLOTTESVILLE, VA | N/A | PUBLIC CHARITY | GENERAL SUPPORT | 10,000 |
| EARTH UNIVERSITY FOUNDATION 5 PIEDMONT CENTER, STE 215 3525 PIEDMONT ROAD, NE ATLANTA, GA 30305-1509 | N/A | PUBLIC CHARITY | GENERAL SUPPORT | 500 |
| NATIONAL RESOURCES DEFENSE COUNCIL 40 W 20TH STREET NEW YORK, NY 10019 | N/A | PUBLIC CHARITY | GENERAL SUPPORT | 500 |
| SOUTHERN POVERTY LAW CENTER 400 WASHINGTON AVENUE MONTGOMERY, AL 36104 | N/A | PUBLIC CHARITY | GENERAL SUPPORT | 500 |
| BOYS AND GIRLS CLUBS OF DC P O. BOX 96520 WASHINGTON, DC 20077 | N/A | PUBLIC CHARITY | GENERAL SUPPORT | 500 |
| GEORGE WASHINGTON UNIVERSITY WASHINGTON, DC | N/A | PUBLIC CHARITY | GENERAL SUPPORT | 5,000 |
| PLANNED PARENTHOOD DC REGION 1108 16TH STREET, NW WASHINGTON, DC 20036 | N/A | PUBLIC CHARITY | GENERAL SUPPORT | 500 |
| SOME INC 71 O STREET, NW WASHINGTON, DC 20077 | N/A | PUBLIC CHARITY | GENERAL SUPPORT | 250 |
| MEDIA MATTERS FOR AMERICA | N/A | PUBLIC CHARITY | GENERAL SUPPORT | 250 |
| CENTRAL ASIA INSTITUTE P O BOX 7209 BOXEMAN, MONTANA 59771 | N/A | PUBLIC CHARITY | GENERAL SUPPORT | 250 |
| THE NEW YORK CENTER FOR CHILDREN 333 EAST 70TH STREET NEW YORK, NY 10021 | N/A | PUBLIC CHARITY | GENERAL SUPPORT | 750 |
| WAMU AMERICAN UNIVERSITY WASHINGTON, DC 20016 | N/A | PUBLIC CHARITY | GENERAL SUPPORT | 1,000 |
| LEGAL AID JUSTICE CENTER 1000 PRESTON AVE, SUITE A CHARLOTTESVILLE, VA 22903 | N/A | PUBLIC CHARITY | GENERAL SUPPORT | 500 |
| THE FOLLEGE FDN | N/A | PUBLIC CHARITY | GENERAL SUPPORT | 5,000 |
| USC EDU FDN | N/A | PUBLIC | GENERAL | 100 |

| | | CHARITY | SUPPORT | |
|--|-----|----------------|-----------------|-------|
| GORTON CENTER GLOBAL LEADERS | N/A | PUBLIC CHARITY | GENERAL SUPPORT | 100 |
| KENNEDY CENTER WASHINGTON, DC | N/A | PUBLIC CHARITY | GENERAL SUPPORT | 3,000 |
| DANCE KIDS OF MONTEREY COUNTY 321 ALVARADO ST, STE 8 MONTEREY, CA 93940 | N/A | PUBLIC CHARITY | GENERAL SUPPORT | 750 |
| SPCA LA 5026 W JEFFERSON BLVD LOS ANGELES, CA 90016 | N/A | PUBLIC CHARITY | GENERAL SUPPORT | 500 |
| 24TH STREET THEATRE 1117 WEST 24TH ST LOS ANGELES, CA 90007 | N/A | PUBLIC CHARITY | GENERAL SUPPORT | 500 |
| COLONY THEATRE 555 N 3RD STREET BURBANK, CA 91502 | N/A | PUBLIC CHARITY | GENERAL SUPPORT | 500 |
| VICTORY THEATRE CENTER 3326 W VICTORY BLVD BURBANK, CA 91505 | N/A | PUBLIC CHARITY | GENERAL SUPPORT | 1,000 |
| ACADEMY OF NEW MUSICAL THEATRE 5628 VINELAND AVENUE NORTH HOLLYWOOD, CA 91601 | N/A | PUBLIC CHARITY | GENERAL SUPPORT | 500 |
| BROCKUS CONSERVATORY | N/A | PUBLIC CHARITY | GENERAL SUPPORT | 750 |
| NATIONAL WILDLIFE FEDERATION | N/A | PUBLIC CHARITY | GENERAL SUPPORT | 250 |
| BETHESDA CHEVY CHASE RESQUE SQUARD | N/A | PUBLIC CHARITY | GENERAL SUPPORT | 50 |
| BRODY JEWISH CTR HILLEL AT UVA 1824 UNIVERSITY CIRCLE CHARLOTTESVILLE, VA 22903 | N/A | PUBLIC CHARITY | GENERAL SUPPORT | 200 |
| CHILDRENS DEFENSE FUND 25 E STREET, NW WASHINGTON, DC 20001 | N/A | PUBLIC CHARITY | GENERAL SUPPORT | 1,000 |
| VIRGINIA FILM FESTIVAL | N/A | PUBLIC CHARITY | GENERAL SUPPORT | 2,500 |
| NEW YORK UNIVERSITY SCHOOL OF LAW 726 BROADWAY, SECOND FLOOR NEW YORK, NY 10003-9580 | N/A | PUBLIC CHARITY | GENERAL SUPPORT | 250 |
| JOHN F KENNEDY LIBRARY FOUNDATION PO BOX 8734 | N/A | PUBLIC CHARITY | GENERAL SUPPORT | 250 |

BOSTON, MA 02114

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|---|-----|----------------|-----------------|--------|
| THE TOA NAFASI PROJECT | N/A | PUBLIC CHARITY | GENERAL SUPPORT | 50 |
| THE JEWISH FEDERATION OF GREATER WASH 6101 MONTROSE ROAD ROCKVILLE, MD 20852 | N/A | PUBLIC CHARITY | GENERAL SUPPORT | 7,500 |
| SIDWELL FRIENDS SCHOOL 3825 WISCONSIN AVE, NW WASHINGTON, DC | N/A | PUBLIC CHARITY | GENERAL SUPPORT | 2,500 |
| THE OXFORD FILM FESTIVAL | N/A | PUBLIC CHARITY | GENERAL SUPPORT | 2,000 |
| CYFS | N/A | PUBLIC CHARITY | GENERAL SUPPORT | 250 |
| ABA FUND FOR JUSTICE AND EDUCATION AMERICAN BAR ASSOCIATION 750 NORTH LAKE SHORE DRIVE CHICAGO, IL 60611 | N/A | PUBLIC CHARITY | GENERAL SUPPORT | 1,000 |
| SUPREME COURT HISTORICAL SOCIETY 224 EAST CAPITOL STREET, NE WASHINGTON, DC 20003 | N/A | PUBLIC CHARITY | GENERAL SUPPORT | 250 |
| LEGAL AID JUSTICE CENTER 1000 PRESTON AVE, SUITE A CHARLOTTESVILLE, VA 22903 | N/A | PUBLIC CHARITY | GENERAL SUPPORT | 500 |
| THE NATURE CONSERVANCY | N/A | PUBLIC CHARITY | GENERAL SUPPORT | 50 |
| CIRCLE CAMPS | N/A | PUBLIC CHARITY | GENERAL SUPPORT | 50 |
| UNIV OF VIRGINIA LAW SCHOOL FDN CHARLOTTESVILLE, VA 22903 | N/A | PUBLIC CHARITY | GENERAL SUPPORT | 12,500 |

132,325

CAPLIN FOUNDATION MONITORING

2013 ANNUAL STATEMENT SUMMARY

The following sections are provided to facilitate your review and the preparation of your tax return.

The 2013 Proceeds from Broker and Barter Exchange Transactions section includes both sales of positions for "covered securities" and "noncovered securities." A covered security includes those with a purchase date within the following timeline: Equities acquired on or after January 1, 2011 and Mutual Funds acquired on or after January 1, 2012. Legislation requires reporting the gross proceeds of the sales of "covered" and "noncovered" securities and the adjusted cost basis for "covered securities." Any sale of a security that is considered a "noncovered security" will still be included in this section with the adjusted cost basis (where available).

In calculating gain (loss), unless otherwise noted, it was assumed that the oldest position was liquidated first, and that you have made an election to amortize the premium paid on the purchase of taxable bonds. Under the Cost Basis Reporting Regulations, brokers need not track wash sale activity for substantially identical securities, transactions across accounts, or between covered and non-covered securities. However, you as a taxpayer still have to track and report wash sales as you have in the past which would include all of the aforementioned transaction types. Securities distributed from a retirement account reflect the tax basis on the date of distribution. Other methods for calculating gain (loss) are available. The cost basis for most Original Issue Discount ("OID") obligations includes the accretion of OID. For purposes of allocating original purchase price to the components of an equity unit consisting of a purchase contract and a debt security subject to a remarketing event, we assumed that the fair market value of the debt security on purchase date was equal to its adjusted issue price. The difference between your original cost and the amount allocable to the debt component was allocated to the purchase contract. In making adjustments to the cost basis of the purchase contract, it was assumed that the unit holder included contract adjustment payments in income when received.

This is important tax information and is being furnished to the Internal Revenue Service. If you are required to file a return, a negligence penalty or other sanction may be imposed on you if this income is taxable and the IRS determines that it has not been reported.

1099-B

2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

| 1e. Quantity | Transaction Description | 1b. Date of Acquisition | 1a. Date of Sale or Exchange | 2a. Amount | 3. Cost Basis | 5. Wash Sale Loss Disallowed | Gain or (Loss) | Remarks |
|--------------|-------------------------|-------------------------|------------------------------|------------|---------------|------------------------------|----------------|---------|
|--------------|-------------------------|-------------------------|------------------------------|------------|---------------|------------------------------|----------------|---------|

SHORT TERM CAPITAL GAINS AND LOSSES - 1099-B Line 1c.

COVERED TRANSACTIONS - 1099-B Line 6b. (cost basis reported to the IRS)

DWS GNMA FUND

CUSIP Number 23337P209

| | | | | | | | | |
|-----------|------|----------|----------|------------|------------|-------|-----|------------|
| 47.0000 | Sale | 09/24/12 | 03/08/13 | 713.93 | 732.26 | 18.33 | (W) | 0.00 |
| 41.0000 | Sale | 09/24/12 | 03/08/13 | 622.79 | 638.78 | 15.99 | (W) | 0.00 |
| 438.0000 | Sale | 09/24/12 | 03/08/13 | 6,653.22 | 6,824.04 | 0.00 | | (170.82) |
| .6620 | Sale | 02/22/13 | 03/08/13 | 10.06 | 10.12 | 0.00 | | (0.06) |
| 1.0000 | Sale | 09/24/12 | 05/09/13 | 15.23 | 15.58 | 0.35 | (W) | 0.00 |
| 40.0000 | Sale | 09/24/12 | 05/09/13 | 609.20 | 623.20 | 14.00 | (W) | 0.00 |
| 1.0000 | Sale | 09/24/12 | 05/09/13 | 15.23 | 15.58 | 0.35 | (W) | 0.00 |
| 39.0000 | Sale | 09/24/12 | 05/09/13 | 593.97 | 607.62 | 13.65 | (W) | 0.00 |
| 575.0000 | Sale | 09/24/12 | 05/09/13 | 8,757.25 | 8,958.50 | 0.00 | | (201.25) |
| .5830 | Sale | 09/24/12 | 05/09/13 | 8.88 | 9.09 | 0.00 | | (0.21) |
| 0160 | Sale | 04/24/13 | 05/09/13 | 0.24 | 0.24 | 0.00 | | 0.00 |
| 47.0000 | Sale | 09/24/12 | 06/14/13 | 698.89 | 733.20 | 0.00 | (Y) | (34.31) |
| 6765.0000 | Sale | 09/24/12 | 06/14/13 | 100,595.55 | 105,398.70 | 0.00 | | (4,803.15) |
| 6493.0000 | Sale | 09/24/12 | 06/14/13 | 96,550.90 | 101,160.94 | 0.00 | | (4,610.04) |
| 1.0000 | Sale | 09/24/12 | 06/14/13 | 14.87 | 15.64 | 0.00 | (Y) | (0.77) |
| 40.0000 | Sale | 09/24/12 | 06/14/13 | 594.80 | 626.00 | 0.00 | (Y) | (31.20) |
| 41.0000 | Sale | 10/08/12 | 06/14/13 | 609.67 | 639.19 | 0.00 | (Y) | (29.52) |
| 1.0000 | Sale | 10/09/12 | 06/14/13 | 14.87 | 15.60 | 0.00 | (Y) | (0.73) |
| 39.0000 | Sale | 10/09/12 | 06/14/13 | 579.93 | 599.42 | 0.00 | (Y) | (19.49) |

CAPLIN FOUNDATION MONITORING

2013 ANNUAL STATEMENT SUMMARY

1099-B 2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

| 1e Quantity | Transaction Description | 1b Date of Acquisition | 1a Date of Sale or Exchange | 2a. Amount | 3 Cost Basis | 5 Wash Sale Loss Disallowed | Gain or (Loss) | Remarks |
|-------------|-------------------------|------------------------|-----------------------------|------------|--------------|-----------------------------|----------------|---------|
|-------------|-------------------------|------------------------|-----------------------------|------------|--------------|-----------------------------|----------------|---------|

SHORT TERM CAPITAL GAINS AND LOSSES - 1099-B Line 1c.

COVERED TRANSACTIONS - 1099-B Line 6b. (cost basis reported to the IRS)

DWS GNMA FUND CUSIP Number 23337P209

| | | | | | | | | |
|--------------------------|--------------|----------|----------|-------------------|-------------------|--------------|--------------------|--|
| CL S | 55.0000 Sale | 10/25/12 | 06/14/13 | 817.85 | 849.74 | 0.00 | (31.89) | |
| | 1.0000 Sale | 11/26/12 | 06/14/13 | 14.87 | 15.52 | 0.00 | (0.65) | |
| | 49.0000 Sale | 11/26/12 | 06/14/13 | 728.63 | 755.08 | 0.00 | (26.45) | |
| | 46.0000 Sale | 12/11/12 | 06/14/13 | 684.02 | 709.32 | 0.00 | (25.30) | |
| | 1.0000 Sale | 01/25/13 | 06/14/13 | 14.87 | 15.38 | 0.00 | (0.51) | |
| | 46.0000 Sale | 01/25/13 | 06/14/13 | 684.03 | 704.72 | 0.00 | (20.69) | |
| | .3050 Sale | 05/24/13 | 06/14/13 | 4.54 | 4.58 | 0.00 | (0.04) | |
| Security Subtotal | | | | 220,608.29 | 230,678.04 | 62.67 | (10,007.08) | |

EATON VANCE FLOATING RATE FUND CL I CUSIP Number 277911491

| | | | | | | | | |
|--|-----------|----------|----------|------|------|------|--------|--|
| | 0250 Sale | 07/31/13 | 08/07/13 | 0.22 | 0.23 | 0.00 | (0.01) | |
|--|-----------|----------|----------|------|------|------|--------|--|

DWS ULTRA SHORT DURATION FUND CL S CUSIP Number 23339E780

| | | | | | | | | |
|--------------------------|---------------|----------|----------|-----------------|-----------------|--------------|----------------|--|
| | 2.0000 Sale | 05/24/13 | 08/07/13 | 17.98 | 18.20 | 0.22 (W) | 0.00 | |
| | 1.0000 Sale | 05/24/13 | 08/07/13 | 8.99 | 9.10 | 0.11 (W) | 0.00 | |
| | 73.0000 Sale | 05/24/13 | 08/07/13 | 656.27 | 664.30 | 8.03 (W) | 0.00 | |
| | 22.0000 Sale | 05/24/13 | 08/07/13 | 197.78 | 200.20 | 0.00 | (2.42) | |
| | .1350 Sale | 05/24/13 | 08/07/13 | 1.22 | 1.23 | 0.00 | (0.01) | |
| | .6420 Sale | 08/05/13 | 08/07/13 | 5.77 | 5.76 | 0.00 | 0.01 | |
| | 71.0000 Sale | 05/24/13 | 10/31/13 | 641.13 | 646.10 | 4.97 (W) | 0.00 | |
| | 64.0000 Sale | 05/24/13 | 10/31/13 | 577.92 | 582.40 | 4.48 (W) | 0.00 | |
| | 640.0000 Sale | 05/24/13 | 10/31/13 | 5,779.20 | 5,824.00 | 0.00 | (44.80) | |
| | .1940 Sale | 10/25/13 | 10/31/13 | 1.75 | 1.75 | 0.00 | 0.00 | |
| Security Subtotal | | | | 7,888.01 | 7,953.04 | 17.81 | (47.22) | |

DWS FLOATING RATE FD S CUSIP Number 23337F888

| | | | | | | | | |
|--------------------------|--------------|----------|----------|-----------------|-----------------|-------------|---------------|--|
| | 37.0000 Sale | 06/14/13 | 08/07/13 | 349.65 | 350.02 | 0.37 (W) | 0.00 | |
| | 86.0000 Sale | 06/14/13 | 08/07/13 | 812.70 | 813.56 | 0.00 | (0.86) | |
| | 35.0000 Sale | 06/14/13 | 08/07/13 | 330.75 | 331.10 | 0.35 (W) | 0.00 | |
| | 7300 Sale | 07/25/13 | 08/07/13 | 6.90 | 6.89 | 0.00 | 0.01 | |
| Security Subtotal | | | | 1,500.00 | 1,501.57 | 0.72 | (0.85) | |

CAPLIN FOUNDATION MONITORING

2013 ANNUAL STATEMENT SUMMARY

2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

1099-B

| 1e Quantity | Transaction Description | 1b. Date of Acquisition | 1a. Date of Sale or Exchange | 2a Amount | 3. Cost Basis | 5. Wash Sale Loss Disallowed | Gain or (Loss) | Remarks |
|--|-------------------------|-------------------------|------------------------------|-------------------|-------------------|------------------------------|-----------------|---------|
| DWS HIGH INCOME FUND | | | | | | | | |
| CL S | | | | | | | | |
| 8668 0000 | Sale | 09/24/12 | 04/11/13 | 43,686.73 | 42,646.56 | 0.00 | 1,040.17 | |
| 990.0000 | Sale | 09/24/12 | 04/12/13 | 4,999.50 | 4,870.80 | 0.00 | 128.70 | |
| 36073.0000 | Sale | 09/24/12 | 05/24/13 | 182,168.64 | 177,479.16 | 0.00 | 4,689.48 | |
| 257 0000 | Sale | 10/25/12 | 05/24/13 | 1,297.85 | 1,261.86 | 0.00 | 35.99 | |
| 1 0000 | Sale | 11/26/12 | 05/24/13 | 5.05 | 4.91 | 0.00 | 0.14 | |
| 260.0000 | Sale | 11/26/12 | 05/24/13 | 1,313.00 | 1,266.19 | 0.00 | 46.81 | |
| 259 0000 | Sale | 12/11/12 | 05/24/13 | 1,307.95 | 1,274.27 | 0.00 | 33.68 | |
| 1 0000 | Sale | 12/11/12 | 05/24/13 | 5.05 | 4.90 | 0.00 | 0.15 | |
| 89.0000 | Sale | 12/11/12 | 05/24/13 | 449.45 | 437.88 | 0.00 | 11.57 | |
| 256.0000 | Sale | 01/25/13 | 05/24/13 | 1,292.80 | 1,285.11 | 0.00 | 7.69 | |
| 260.0000 | Sale | 03/22/13 | 05/24/13 | 1,313.00 | 1,297.39 | 0.00 | 15.61 | |
| 1 0000 | Sale | 04/24/13 | 05/24/13 | 5.05 | 4.98 | 0.00 | 0.07 | |
| 206.0000 | Sale | 04/24/13 | 05/24/13 | 1,040.31 | 1,036.17 | 0.00 | 4.14 | |
| .2260 | Sale | 05/24/13 | 05/24/13 | 1.14 | 1.14 | 0.00 | 0.00 | |
| .5880 | Sale | 05/24/13 | 06/04/13 | 2.93 | 2.97 | 0.00 | (0.04) | |
| 206.0000 | Sale | 05/24/13 | 06/04/13 | 1,025.88 | 1,040.29 | 0.00 | (14.41) | |
| Security Subtotal | | | | 239,914.33 | 233,914.58 | 0.00 | 5,999.75 | |
| LORD ABBETT FLOATING RATE FUND CL F | | | | | | | | |
| 157.0000 | Sale | 09/24/12 | 08/07/13 | 1,491.50 | 1,471.09 | 0.00 | 20.41 | |
| .0310 | Sale | 09/24/12 | 08/07/13 | 0.30 | 0.30 | 0.00 | 0.00 | |
| .8640 | Sale | 07/31/13 | 08/07/13 | 8.20 | 8.22 | 0.00 | (0.02) | |
| Security Subtotal | | | | 1,500.00 | 1,479.61 | 0.00 | 20.39 | |
| PIMCO TOTAL RETURN FUND CL P | | | | | | | | |
| 16.0000 | Sale | 06/29/12 | 06/20/13 | 172.64 | 180.79 | 0.00 | (8.15) | |
| 1.0000 | Sale | 07/31/12 | 06/20/13 | 10.79 | 11.27 | 0.00 | (0.48) | |
| 12.0000 | Sale | 07/31/12 | 06/20/13 | 129.48 | 137.64 | 0.00 | (8.16) | |
| 1.0000 | Sale | 08/31/12 | 06/20/13 | 10.79 | 11.49 | 0.00 | (0.70) | |
| 13.0000 | Sale | 08/31/12 | 06/20/13 | 140.27 | 149.49 | 0.00 | (9.22) | |
| 2.0000 | Sale | 10/01/12 | 06/20/13 | 21.58 | 23.16 | 0.00 | (1.58) | |
| 8.0000 | Sale | 10/01/12 | 06/20/13 | 86.32 | 92.64 | 0.00 | (6.32) | |
| 1.0000 | Sale | 10/01/12 | 06/20/13 | 10.79 | 11.57 | 0.00 | (0.78) | |
| 16.0000 | Sale | 10/31/12 | 06/20/13 | 172.64 | 185.44 | 0.00 | (12.80) | |
| 1 0000 | Sale | 11/30/12 | 06/20/13 | 10.79 | 11.60 | 0.00 | (0.81) | |
| 16.0000 | Sale | 11/30/12 | 06/20/13 | 172.64 | 185.92 | 0.00 | (13.28) | |
| 1.0000 | Sale | 12/12/12 | 06/20/13 | 10.79 | 11.41 | 0.00 | (0.62) | |



Account No.
795-04202

Taxpayer No.
52-6078981

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CAPLIN FOUNDATION MONITORING

2013 ANNUAL STATEMENT SUMMARY
2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

1099-B

| 1e Quantity | Transaction Description | 1b. Date of Acquisition | 1a. Date of Sale or Exchange | 2a Amount | 3 Cost Basis | 5 Wash Sale Loss Disallowed | Gain or (Loss) | Remarks |
|-------------|-------------------------|-------------------------|------------------------------|-----------|--------------|-----------------------------|----------------|---------|
|-------------|-------------------------|-------------------------|------------------------------|-----------|--------------|-----------------------------|----------------|---------|

PIMCO TOTAL RETURN FUND CL P CUSIP Number 72201M552

| | | | | | | | | |
|-------------------|------|----------|----------|----------|----------|------|----------|--|
| 59.0000 | Sale | 12/12/12 | 06/20/13 | 636.61 | 670.23 | 0.00 | (33.62) | |
| 81.0000 | Sale | 12/12/12 | 06/20/13 | 873.99 | 920.16 | 0.00 | (46.17) | |
| 62.0000 | Sale | 12/27/12 | 06/20/13 | 668.98 | 696.88 | 0.00 | (27.90) | |
| 1.0000 | Sale | 12/31/12 | 06/20/13 | 10.79 | 11.30 | 0.00 | (0.51) | |
| 13.0000 | Sale | 12/31/12 | 06/20/13 | 140.27 | 146.12 | 0.00 | (5.85) | |
| 1.0000 | Sale | 01/31/13 | 06/20/13 | 10.79 | 11.19 | 0.00 | (0.40) | |
| 9.0000 | Sale | 01/31/13 | 06/20/13 | 97.11 | 100.71 | 0.00 | (3.60) | |
| 11.0000 | Sale | 02/28/13 | 06/20/13 | 118.69 | 123.52 | 0.00 | (4.83) | |
| 14.0000 | Sale | 03/28/13 | 06/20/13 | 151.06 | 157.36 | 0.00 | (6.30) | |
| 1.0000 | Sale | 04/30/13 | 06/20/13 | 10.79 | 11.25 | 0.00 | (0.46) | |
| 17.0000 | Sale | 04/30/13 | 06/20/13 | 183.43 | 192.77 | 0.00 | (9.34) | |
| .5730 | Sale | 05/31/13 | 06/20/13 | 6.18 | 6.37 | 0.00 | (0.19) | |
| 14.0000 | Sale | 05/31/13 | 06/20/13 | 151.07 | 154.97 | 0.00 | (3.90) | |
| Security Subtotal | | | | 4,009.28 | 4,215.25 | 0.00 | (205.97) | |

PIMCO UNCONSTRAINED BOND FUND CL P CUSIP Number 72201M453

| | | | | | | | | |
|-------------------|------|----------|----------|----------|----------|----------|---------|--|
| 2.0000 | Sale | 06/20/13 | 08/07/13 | 22.54 | 22.64 | 0.10 (W) | 0.00 | |
| 1.0000 | Sale | 06/20/13 | 08/07/13 | 11.27 | 11.32 | 0.05 (W) | 0.00 | |
| 3.0000 | Sale | 06/20/13 | 08/07/13 | 33.81 | 33.96 | 0.15 (W) | 0.00 | |
| 127.0000 | Sale | 06/20/13 | 08/07/13 | 1,431.29 | 1,437.64 | 0.00 | (6.35) | |
| .0970 | Sale | 07/31/13 | 08/07/13 | 1.09 | 1.09 | 0.00 | 0.00 | |
| .0010 | Sale | 06/20/13 | 12/18/13 | 0.02 | 0.02 | 0.00 | 0.00 | |
| 4.0000 | Sale | 06/20/13 | 12/18/13 | 44.64 | 45.28 | 0.64 (W) | 0.00 | |
| 1.0000 | Sale | 06/20/13 | 12/18/13 | 11.16 | 11.32 | 0.16 (W) | 0.00 | |
| 17.0000 | Sale | 06/20/13 | 12/18/13 | 189.72 | 192.44 | 2.72 (W) | 0.00 | |
| .0130 | Sale | 12/11/13 | 12/18/13 | 0.14 | 0.14 | 0.00 | 0.00 | |
| 4.0000 | Sale | 06/20/13 | 12/18/13 | 44.64 | 45.28 | 0.64 (W) | 0.00 | |
| 1.0000 | Sale | 06/20/13 | 12/18/13 | 11.16 | 11.32 | 0.16 (W) | 0.00 | |
| 1.0000 | Sale | 06/20/13 | 12/18/13 | 11.16 | 11.32 | 0.16 (W) | 0.00 | |
| 4.0000 | Sale | 06/20/13 | 12/18/13 | 44.64 | 45.28 | 0.64 (W) | 0.00 | |
| 192.0000 | Sale | 06/20/13 | 12/18/13 | 2,142.72 | 2,173.44 | 0.00 | (30.72) | |
| Security Subtotal | | | | 4,000.00 | 4,042.49 | 5.42 | (37.07) | |

JP MORGAN STRATEGIC INCOME OPP FUND CUSIP Number 4812A4351

| | | | | | | | | |
|------|------|----------|----------|------|------|------|------|--|
| 4760 | Sale | 08/01/13 | 08/07/13 | 5.65 | 5.65 | 0.00 | 0.00 | |
|------|------|----------|----------|------|------|------|------|--|

CAPLIN FOUNDATION MONITORING

2013 ANNUAL STATEMENT SUMMARY

1099-B

2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

| 1e Quantity | Transaction Description | 1b Date of Acquisition | 1a Date of Sale or Exchange | 2a Amount | 3 Cost Basis | 5 Wash Sale Loss Disallowed | Gain or (Loss) | Remarks |
|--|-------------------------|------------------------|-----------------------------|------------|--------------|-----------------------------|----------------|---------|
| TEMPLETON GLBL BOND FD ADV CL | | | | | | | | |
| | .3720 Sale | 07/17/13 | 08/07/13 | 4.78 | 4.94 | 0.00 | (0.16) | |
| | .4240 Sale | 12/18/13 | | 5.54 | 5.52 | 0.00 | 0.02 | |
| | Security Subtotal | | | 10.32 | 10.46 | 0.00 | (0.14) | |
| Covered Short Term Capital Gains and Losses Subtotal | | | | | | | | |
| | | | | 479,436.10 | 483,800.92 | 86.62 | (4,278.20) | |
| NET SHORT TERM CAPITAL GAINS AND LOSSES | | | | | | | | |
| | | | | 479,436.10 | 483,800.92 | 86.62 | (4,278.20) | |

LONG TERM CAPITAL GAINS AND LOSSES - 1099-B Line 1c.

COVERED TRANSACTIONS - 1099-B Line 6b. (cost basis reported to the IRS)

| PIMCO TOTAL RETURN FUND CL P | CUSIP Number | 72201M552 |
|---|--------------|-----------|
| 15.0000 Sale | 01/31/12 | 06/20/13 |
| 14.0000 Sale | 02/29/12 | 06/20/13 |
| 1.0000 Sale | 03/30/12 | 06/20/13 |
| 17.0000 Sale | 03/30/12 | 06/20/13 |
| 16.0000 Sale | 04/30/12 | 06/20/13 |
| 18.0000 Sale | 05/31/12 | 06/20/13 |
| Security Subtotal | | |
| | 873.99 | 904.63 |
| Covered Long Term Capital Gains and Losses Subtotal | | |
| | 873.99 | 904.63 |
| | | (30.64) |

NONCOVERED TRANSACTIONS - 1099-B Line 6a. (cost basis not reported to the IRS)

| EATON VANCE FLOATING RATE FUND CL I | CUSIP Number | 277911491 |
|--|--------------|-----------|
| 163.0000 Sale | 06/21/11 | 08/07/13 |
| .3740 Sale | 06/21/11 | 08/07/13 |
| Security Subtotal | | |
| | 1,496.34 | 1,471.89 |
| | 3.44 | 3.38 |
| | 1,499.78 | 1,475.27 |
| | | 24.45 |
| | | 0.06 |
| | | 24.51 |



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2013 ANNUAL STATEMENT SUMMARY

2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

| 1e. Quantity | Transaction Description | 1b. Date of Acquisition | 1a. Date of Sale or Exchange | 2a. Amount | 3. Cost Basis | 5. Wash Sale Loss Disallowed | Gain or (Loss) | Remarks |
|--|--------------------------|-------------------------|------------------------------|------------------|------------------|------------------------------|-------------------|---------|
| PIMCO TOTAL RETURN FUND | | | | | | | | |
| CL P | | CUSIP Number | 72201M552 | | | | | |
| 5685.0000 | Sale | 06/21/11 | 06/20/13 | 61,341.15 | 62,591.85 | 0.00 | (1,250.70) | |
| 4.0000 | Sale | 06/30/11 | 06/20/13 | 43.15 | 43.96 | 0.00 | (0.81) | |
| 14.0000 | Sale | 07/29/11 | 06/20/13 | 151.06 | 155.39 | 0.00 | (4.33) | |
| 13.0000 | Sale | 08/31/11 | 06/20/13 | 140.27 | 143.13 | 0.00 | (2.86) | |
| 1.0000 | Sale | 09/30/11 | 06/20/13 | 10.79 | 10.98 | 0.00 | (0.19) | |
| 15.0000 | Sale | 09/30/11 | 06/20/13 | 161.85 | 161.84 | 0.00 | 0.01 | |
| 15.0000 | Sale | 10/31/11 | 06/20/13 | 161.85 | 163.64 | 0.00 | (1.79) | |
| 1.0000 | Sale | 11/30/11 | 06/20/13 | 10.79 | 10.81 | 0.00 | (0.02) | |
| 16.0000 | Sale | 11/30/11 | 06/20/13 | 172.64 | 172.47 | 0.00 | 0.17 | |
| 34.0000 | Sale | 12/28/11 | 06/20/13 | 366.86 | 368.22 | 0.00 | (1.36) | |
| 1.0000 | Sale | 12/30/11 | 06/20/13 | 10.79 | 10.83 | 0.00 | (0.04) | |
| 16.0000 | Sale | 12/30/11 | 06/20/13 | 172.64 | 173.92 | 0.00 | (1.28) | |
| | Security Subtotal | | | 62,743.84 | 64,007.04 | 0.00 | (1,263.20) | |
| JP MORGAN STRATEGIC INCOME OPP FUND | | | | | | | | |
| | | CUSIP Number | 4812A4351 | | | | | |
| 1.0000 | Sale | 06/21/11 | 08/07/13 | 11.86 | 11.90 | 0.04 (W) | 0.00 | |
| 12.0000 | Sale | 06/21/11 | 08/07/13 | 142.32 | 142.80 | 0.48 (W) | 0.00 | |
| 11.0000 | Sale | 06/21/11 | 08/07/13 | 130.46 | 130.90 | 0.44 (W) | 0.00 | |
| 102.0000 | Sale | 06/21/11 | 08/07/13 | 1,209.72 | 1,213.80 | 0.00 | (4.08) | |
| | Security Subtotal | | | 1,494.36 | 1,499.40 | 0.96 | (4.08) | |
| TEMPLETON GLBL BOND FD ADV CL | | | | | | | | |
| | | CUSIP Number | 880208400 | | | | | |
| 17.0000 | Sale | 06/21/11 | 08/07/13 | 218.62 | 234.26 | 15.64 (W) | 0.00 | |
| 17.0000 | Sale | 06/21/11 | 08/07/13 | 218.62 | 234.26 | 15.64 (W) | 0.00 | |
| 82.0000 | Sale | 06/21/11 | 08/07/13 | 1,054.52 | 1,129.96 | 0.00 | (75.44) | |
| 2690 | Sale | 06/21/11 | 08/07/13 | 3.46 | 3.71 | 0.00 | (0.25) | |
| 1.0000 | Sale | 06/21/11 | 12/18/13 | 13.06 | 13.78 | 0.72 (W) | 0.00 | |
| 16.0000 | Sale | 06/21/11 | 12/18/13 | 208.96 | 220.48 | 11.52 (W) | 0.00 | |
| 36.0000 | Sale | 06/21/11 | 12/18/13 | 470.16 | 496.08 | 25.92 (W) | 0.00 | |
| 1.0000 | Sale | 06/21/11 | 12/18/13 | 13.06 | 13.78 | 0.72 (W) | 0.00 | |
| 1.0000 | Sale | 06/21/11 | 12/18/13 | 13.06 | 13.78 | 0.72 (W) | 0.00 | |
| 16.0000 | Sale | 06/21/11 | 12/18/13 | 208.96 | 220.48 | 11.52 (W) | 0.00 | |
| 120.0000 | Sale | 06/21/11 | 12/18/13 | 1,567.20 | 1,653.60 | 0.00 | (86.40) | |
| | Security Subtotal | | | 3,989.68 | 4,234.17 | 82.40 | (162.09) | |



Account No.
795-04202

Taxpayer No.
52-6078981

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CAPLIN FOUNDATION MONITORING

2013 ANNUAL STATEMENT SUMMARY

1099-B

2013 PROCEEDS FROM BROKER & BARTER EXCHANGE TRANSACTIONS

| 1e Quantity | Transaction Description | 1b Date of Acquisition | 1a Date of Sale or Exchange | 2a Amount | 3 Cost Basis | 5 Wash Sale Loss Disallowed | Gain or (Loss) | Remarks |
|-------------|-------------------------|------------------------|-----------------------------|-----------|--------------|-----------------------------|----------------|---------|
|-------------|-------------------------|------------------------|-----------------------------|-----------|--------------|-----------------------------|----------------|---------|

| | | | | | | | | |
|--|--|--|--|--|-----------|-----------|-------|------------|
| Noncovered Long Term Capital Gains and Losses Subtotal | | | | | 69,727.66 | 71,215.88 | 83.36 | (1,404.86) |
|--|--|--|--|--|-----------|-----------|-------|------------|

NET LONG TERM CAPITAL GAINS AND LOSSES

| | | | |
|-----------|-----------|-------|------------|
| 70,601.65 | 72,120.51 | 83.36 | (1,435.50) |
|-----------|-----------|-------|------------|

OTHER TRANSACTIONS - 1099-B Line 6a. (cost basis not reported to the IRS)

DWS ULTRA SHORT DURATION FUND CL S CUSIP Number 23339E780

| | | | | | |
|-------------------|----------|--------|-----|------|-----|
| 1.0000 Sale | 08/02/13 | 8.99 | N/A | 0.00 | N/A |
| 0.7500 Sale | 08/05/13 | 0.67 | N/A | 0.00 | N/A |
| 67.0000 Sale | 08/06/13 | 602.33 | N/A | 0.00 | N/A |
| Security Subtotal | | 611.99 | | 0.00 | |

DWS HIGH INCOME FUND CL S CUSIP Number 23339E384

| | | | | | |
|-------------------|----------|----------|-----|------|-----|
| .5710 Sale | 03/01/13 | 2.88 | N/A | 0.00 | N/A |
| 260.0000 Sale | 03/01/13 | 1,310.39 | N/A | 0.00 | N/A |
| .0990 Sale | 03/01/13 | 0.50 | N/A | 0.00 | N/A |
| .0520 Sale | 03/01/13 | 0.26 | N/A | 0.00 | N/A |
| Security Subtotal | | 1,314.03 | | 0.00 | |

Other Transactions Subtotal

1,926.02

0.00

TOTAL SALES PROCEEDS FOR CAPITAL GAINS AND LOSSES
TOTAL REPORTED SALES PROCEEDS

551,963.77
551,963.77

(W) This transaction has been identified as a "Wash Sale" based on IRS regulations. The Wash Sale Loss Disallowed column reflects the deferred loss amount. The cost basis of the related transaction(s) has been adjusted by the deferred loss amount from either the cost basis on purchases or proceeds from short sales. Please refer to the instructions for Form 8949 for how to report the deferred loss amount and applicable adjustment code.

(V) The gain or loss of this transaction includes an adjustment to basis for the deferred loss amount on one or more previous "Wash Sales."

N/A Results which cannot be calculated because of insufficient data in the Capital Gain (or Loss) Column and are not included in the Realized Capital Gain and Loss summary.



CAPLIN FOUNDATION MONITORING

Account No.
795-04202

Taxpayer No.
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2013 ANNUAL STATEMENT SUMMARY
2013 REALIZED CAPITAL GAIN AND LOSS SUMMARY

| COVERED SHORT TERM GAINS/LOSSES | NONCOVERED SHORT TERM GAINS/LOSSES | COVERED LONG TERM GAINS/LOSSES | NONCOVERED LONG TERM GAINS/LOSSES |
|------------------------------------|---------------------------------------|-----------------------------------|--------------------------------------|
| (4,278.20) | 0.00 | (30.64) | (1,404.86) |

**CAPLIN FOUNDATION
EIN: 52-6078981**

**A STATEMENT ATTACHED TO AND MADE A PART OF
2013 FORM 990-PF
PART XV**

Grant Application Procedures

- a) Grant applications should be submitted to:

Mr. Mortimer M. Caplin
One Thomas Circle, N.W.
Washington, DC 20005
202.862.5000

- b) Applications should briefly describe the activity to be supported by the requested grant, identify and describe the qualifications of the individual(s) who will be primarily responsible for the proposed activity, and state the status of the prospective grants. Applications should also include a proposed budget showing how the requested funds will be used.
- c) The Caplin Foundation makes grants on a continuing basis. Accordingly, there are no application deadlines.
- d) While the Caplin Foundation is a small Foundation and makes a relatively few grants each year, it does not restrict its charitable activity to any particular field of interest.