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Form **990-PF**

Return of Private Foundation

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

OMB No 1545-0052

2013

Department of the Treasury
Internal Revenue Service

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

Open to Public Inspection

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

Name of foundation: **GRANTHAM CHARITABLE TRUST**

Number and street (or P O box number if mail is not delivered to street address): **FIRST CITIZENS BANK, TRUSTEE PO BOX 29522**

Room/suite: _____

City or town, state or province, country, and ZIP or foreign postal code: **RALEIGH, NC 27626**

A Employer identification number: **56-6180731**

B Telephone number (see instructions): **919-716-7347**

C If exemption application is pending, check here

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

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

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

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

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

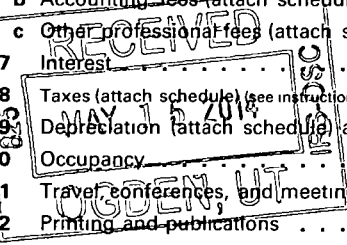
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) **\$ 1,985,433.**

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

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received (attach schedule)				
2	Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments	11,010.	11,010.		STMT 1
4	Dividends and interest from securities	42,218.	42,033.		STMT 2
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	75,930.			
b	Gross sales price for all assets on line 6a	761,571.			
7	Capital gain net income (from Part IV, line 2)		75,930.		
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)	335.			STMT 6
12	Total. Add lines 1 through 11	129,493.	128,973.		
13	Compensation of officers, directors, trustees, etc.	25,708.	25,708.		
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule)				
c	Other professional fees (attach schedule)				
17	Interest				
18	Taxes (attach schedule) (see instructions)	1,358.	243.		STMT 7
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule)				
24	Total operating and administrative expenses.				
	Add lines 13 through 23	27,066.	25,951.		
25	Contributions, gifts, grants paid	92,650.			92,650.
26	Total expenses and disbursements Add lines 24 and 25	119,716.	25,951.		92,650.
27	Subtract line 26 from line 12				
a	Excess of revenue over expenses and disbursements	9,777.			
b	Net investment income (if negative, enter -0-)		103,022.		
c	Adjusted net income (if negative, enter -0-)				

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	68,015.	91,405.	91,405.
	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) STMT 8	1,665,937.	1,653,368.	1,894,028.
	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)	1,733,952.	1,744,773.	1,985,433.	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	Total liabilities (add lines 17 through 22)			NONE
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <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	1,733,952.	1,744,773.	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
30	Total net assets or fund balances (see instructions)	1,733,952.	1,744,773.		
31	Total liabilities and net assets/fund balances (see instructions)	1,733,952.	1,744,773.		

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 1,733,952.
2	Enter amount from Part I, line 27a	2 9,777.
3	Other increases not included in line 2 (itemize) ▶ MUTUAL FD & CTF POSTING DIFFERENCES	3 1,044.
4	Add lines 1, 2, and 3	4 1,744,773.
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 1,744,773.



Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a PUBLICLY TRADED SECURITIES				
b OTHER GAINS AND LOSSES				
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 751,185.		685,641.	65,544.	
b 10,386.			10,386.	
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
a			65,544.	
b			10,386.	
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	75,930.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8				3

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

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

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

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

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

(a) Base period years Calendar year (for 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	93,254.	1,876,828.	0.049687
2011	90,273.	1,915,810.	0.047120
2010	80,844.	1,849,148.	0.043720
2009	35,447.	1,655,386.	0.021413
2008	56,694.	1,862,293.	0.030443
2 Total of line 1, column (d)			2 0.192383
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 0.038477
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5			4 1,912,309.
5 Multiply line 4 by line 3			5 73,580.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 1,030.
7 Add lines 5 and 6			7 74,610.
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 92,650.

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

Table with 11 rows for excise tax calculations. Includes categories like 'Exempt operating foundations', 'Domestic foundations that meet the section 4940(e) requirements', and 'Total credits and payments'. Values include 1,030.00, 1,192.00, and 162.00.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Columns include question number, 'Yes', and 'No'. Questions cover political activities, tax on political expenditures, and asset requirements. Marked 'Yes' or 'No' with 'X'.



Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)			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)			X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A		X	
14	The books are in care of ▶ FIRST CITIZENS BANK Telephone no ▶ (919) 716-7347 Located at ▶ PO BOX 29522, RALEIGH, NC ZIP+4 ▶ 27626			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ▶ <input type="checkbox"/> 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 ▶		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)? <input type="checkbox"/> Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>	1b	
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)	2b	X
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <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



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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? Yes No

(3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) Yes No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? **5b**

Organizations relying on a current notice regarding disaster assistance check here

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No
If "Yes," attach the statement required by Regulations section 53.4945-5(d)

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No **6b** X
If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No **7b**

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
FIRST CITIZENS BANK P O BOX 29522, RALEIGH, NC 27626	TRUSTEE 40	25,708.	-0-	-0-

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

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

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



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

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

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

Total number of others receiving over \$50,000 for professional services **NONE**

Part IX-A Summary of Direct Charitable Activities

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

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

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



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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	1,880,482.
b	Average of monthly cash balances	1b	60,948.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	1,941,430.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	1,941,430.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	29,121.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	1,912,309.
6	Minimum investment return. Enter 5% of line 5	6	95,615.

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	95,615.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	1,030.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,030.
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	94,585.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	94,585.
6	Deduction from distributable amount (see instructions)	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	94,585.

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	92,650.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4.	4	92,650.
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	1,030.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	91,620.

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				94,585.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			92,650.	
b Total for prior years 20 <u>11</u> , 20 <u> </u> , 20 <u> </u>		NONE		
3 Excess distributions carryover, if any, to 2013				
a From 2008	NONE			
b From 2009	NONE			
c From 2010	NONE			
d From 2011	NONE			
e From 2012	NONE			
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ <u>92,650.</u>				
a Applied to 2012, but not more than line 2a			92,650.	
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2013 distributable amount				NONE
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	NONE			
b Prior years' undistributed income Subtract line 4b from line 2b		NONE		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d Subtract line 6c from line 6b Taxable amount - see instructions		NONE		
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				94,585.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	NONE			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)	NONE			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9				
a Excess from 2009	NONE			
b Excess from 2010	NONE			
c Excess from 2011	NONE			
d Excess from 2012	NONE			
e Excess from 2013	NONE			



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)

Table with 5 columns: (a) 2013, (b) 2012, (c) 2011, (d) 2010, (e) Total. Rows include 2a-e (Qualifying distributions) and 3a-c (Alternative tests).

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

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

N/A

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

N/A

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

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

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

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

c Any submission deadlines:

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



Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
WAKE FOREST UNIVERSITY ATTN: LOUIS R MORRELL WINSTON-SALEM NC 27109	NONE	PC	ANNUAL DISTRIBUTION	46,325.
MOUNT OLIVE COLLEGE ATTN: DEBRA J SMITH, CPA ,CONTROLLE MOUNT OL	NONE	PC	ANNUAL DISTRIBUTION	46,325.
Total				3a 92,650.
b Approved for future payment				
Total				3b



**SCHEDULE D
(Form 1041)**

Capital Gains and Losses

OMB No 1545-0092

Department of the Treasury
Internal Revenue Service

▶ 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

2013

Name of estate or trust GRANTHAM CHARITABLE TRUST	Employer identification number 56-6180731
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Note: Form 5227 filers need to complete *only* Parts I and II.

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

See instructions for how to figure the amounts to enter on the lines below.
This form may be easier to complete if you round off cents to whole dollars.

	(d) Proceeds (sales price)	(e) Cost (or other basis)	(g) Adjustments to gain or loss from Form(s) 8949, Part I, line 2, column (g)	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
1a Totals for all short-term transactions reported on Form 1099-B for which basis was reported to the IRS and for which you have no adjustments (see instructions). However, if you choose to report all these transactions on Form 8949, leave this line blank and go to line 1b				
1b Totals for all transactions reported on Form(s) 8949 with Box A checked				
2 Totals for all transactions reported on Form(s) 8949 with Box B checked				
3 Totals for all transactions reported on Form(s) 8949 with Box C checked	124,149.	116,653.		7,496.
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	-1,366.
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	6,130.

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

See instructions for how to figure the amounts to enter on the lines below.
This form may be easier to complete if you round off cents to whole dollars.

	(d) Proceeds (sales price)	(e) Cost (or other basis)	(g) Adjustments to gain or loss from Form(s) 8949, Part II, line 2, column (g)	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
8a Totals for all long-term transactions reported on Form 1099-B for which basis was reported to the IRS and for which you have no adjustments (see instructions). However, if you choose to report all these transactions on Form 8949, leave this line blank and go to line 8b				
8b Totals for all transactions reported on Form(s) 8949 with Box D checked				
9 Totals for all transactions reported on Form(s) 8949 with Box E checked				
10 Totals for all transactions reported on Form(s) 8949 with Box F checked	620,962.	568,988.		51,974.
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	11,752.
13 Capital gain distributions			13	6,074.
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	69,800.

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

Schedule D (Form 1041) 2013



Part III Summary of Parts I and II		(1) Beneficiaries' (see instr.)	(2) Estate's or trust's	(3) Total
Caution: Read the instructions before completing this part.				
17 Net short-term gain or (loss)	17			6,130.
18 Net long-term gain or (loss):				
a Total for year	18a			69,800.
b Unrecaptured section 1250 gain (see line 18 of the wrksh)	18b			18.
c 28% rate gain	18c			
19 Total net gain or (loss). Combine lines 17 and 18a ▶	19			75,930.

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:	20 ()
a The loss on line 19, column (3) or b \$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			

Form **8949****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

Social security number or taxpayer identification number

GRANTHAM CHARITABLE TRUST

56-6180731

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	
	165. DELL INC	VAR	01/04/2013	1,806.00	2,566.00			-760.00
	193. REPUBLIC SVCS INC	VAR	01/07/2013	5,705.00	5,348.00			357.00
	17. AGRIMUM, INC	VAR	02/05/2013	1,922.00	1,641.00			281.00
	123. FOREST LABS INC COMMO	03/05/2012	02/05/2013	4,421.00	4,014.00			407.00
	95. SCRIPPS NETWORKS INTER	VAR	02/05/2013	5,867.00	5,565.00			302.00
	135. TEXTRON INC. COMMON S	10/09/2012	02/05/2013	3,889.00	3,418.00			471.00
	103. CINCINNATI FINL CORP	07/06/2012	03/06/2013	4,737.00	3,918.00			819.00
	40. TIME WARNER CABLE	04/04/2012	03/06/2013	3,570.00	3,223.00			347.00
	167. PROLOGIS, INC	12/06/2012	03/11/2013	6,520.00	5,816.00			704.00
	4. AGRIMUM, INC.	05/09/2012	05/02/2013	358.00	329.00			29.00
	11. AMEREN CORP COM	09/06/2012	05/02/2013	395.00	365.00			30.00
	17. AMERICAN INTERNATIONAL	11/06/2012	05/02/2013	715.00	561.00			154.00
	25. BOEING COMPANY COMMON	09/06/2012	05/02/2013	2,303.00	1,821.00			482.00
	9. CVS CORP COM	03/06/2013	05/02/2013	531.00	470.00			61.00
2 Totals.	Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 1b (if Box A above is checked), line 2 (if Box B above is checked), or line 3 (if Box C above is checked) ►							

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

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

Form **8949** (2013)

Form **8949****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

GRANTHAM CHARITABLE TRUST

Social security number or taxpayer identification number

56-6180731

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	
	10. CAMPBELL SOUP CO	04/09/2013	05/02/2013	464.00	452.00			12.00
	16. CENTERPOINT ENERGY INC	09/06/2012	05/02/2013	385.00	334.00			51.00
	11. CINTAS CORP COM	10/09/2012	05/02/2013	489.00	465.00			24.00
	21. CITIGROUP INC.	12/06/2012	05/02/2013	977.00	770.00			207.00
	5. CLOROX COMPANY COMMON	09/06/2012	05/02/2013	429.00	366.00			63.00
	12. COMCAST CORPORATION CL	08/09/2012	05/02/2013	504.00	415.00			89.00
	46. CORNING INC COMMON	12/06/2012	05/02/2013	659.00	573.00			86.00
	13. DIAMOND OFFSHORE DRILL	11/06/2012	05/02/2013	896.00	905.00			-9.00
	9. DISCOVER FINANCIAL SERV	11/06/2012	05/02/2013	403.00	373.00			30.00
	5. ENERGIZER HLDGS INC COM	01/07/2013	05/02/2013	501.00	409.00			92.00
	9. HELMERICH & PAYNE INC	02/05/2013	05/02/2013	539.00	579.00			-40.00
	6. THE HOME DEPOT INC	08/09/2012	05/02/2013	440.00	320.00			120.00
	78 ILLINOIS TOOL WORKS	01/07/2013	05/02/2013	5,031.00	4,857.00			174.00
	10. MACY'S INC.	04/09/2013	05/02/2013	447.00	440.00			7.00
2	Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 1b (if Box A above is checked), line 2 (if Box B above is checked), or line 3 (if Box C above is checked) ►							

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

For Paperwork Reduction Act Notice, see your tax return instructions

Form **8949** (2013)

3X2615 2 000

Form **8949****Sales and Other Dispositions of Capital Assets**

OMB No 1545-0074

▶ Information about Form 8949 and its separate instructions is at www.irs.gov/form8949**2013**Department of the Treasury
Internal Revenue Service

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

Attachment
Sequence No **12A**

Name(s) shown on return

Social security number or taxpayer identification number

GRANTHAM CHARITABLE TRUST

56-6180731

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 <i>Column (e)</i> 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	
	11. MEDTRONIC INC COM	03/06/2013	05/02/2013	521.00	506.00			15.00
	14. NETAPP INC	03/06/2013	05/02/2013	476.00	484.00			-8.00
	27. NEWS CORP CL A	02/05/2013	05/02/2013	859.00	762.00			97.00
	8. NIKE INC, CLASS B	04/09/2013	05/02/2013	506.00	480.00			26.00
	9. NORTHROP CORP COMMON	02/05/2013	05/02/2013	687.00	585.00			102.00
	4. PPG INDUSTRIES INC COMM	02/05/2013	05/02/2013	594.00	557.00			37.00
	9. PLUM CREEK TIMBER CO IN	03/11/2013	05/02/2013	459.00	447.00			12.00
	29. RESEARCH IN MOTION LTD	02/05/2013	05/02/2013	457.00	482.00			-25.00
	8. STATE STR CORP COM	03/06/2013	05/02/2013	461.00	472.00			-11.00
	8. TRAVELERS COMPANIES INC	11/06/2012	05/02/2013	675.00	561.00			114.00
	26. WESTERN UNION COMPANY	12/06/2012	05/02/2013	403.00	335.00			68.00
	7. LYONDELLBASELL INDUSTRI	03/06/2013	05/02/2013	414.00	438.00			-24.00
	102. AMEREN CORP COM	09/06/2012	06/05/2013	3,464.00	3,385.00			79.00
	163. CENTERPOINT ENERGY IN	09/06/2012	06/05/2013	3,741.00	3,406.00			335.00
2 Totals.	Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts) Enter each total here and include on your Schedule D, line 1b (if Box A above is checked), line 2 (if Box B above is checked), or line 3 (if Box C above is checked) ▶							

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

For Paperwork Reduction Act Notice, see your tax return instructions

Form **8949** (2013)

Form **8949**

Sales and Other Dispositions of Capital Assets

OMB No 1545-0074

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

2013

Attachment
Sequence No **12A**Department of the Treasury
Internal Revenue Service

► 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

GRANTHAM CHARITABLE TRUST

Social security number or taxpayer identification number

56-6180731

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	
	73. NEWS CORP CL A	02/05/2013	06/05/2013	2,306.00	2,060.00			246.00
	88. PLUM CREEK TIMBER CO I	03/11/2013	06/05/2013	4,140.00	4,370.00			-230.00
	66. TWENTY FIRST CENTURY F	02/05/2013	07/02/2013	1,923.00	1,641.00			282.00
	.75 NEWS CORPORATION - CLA	02/05/2013	07/08/2013	12.00	10.00			2.00
	50. NEWS CORPORATION - CLA	02/05/2013	07/09/2013	791.00	670.00			121.00
	303. BLACKBERRY LTD	02/05/2013	07/30/2013	2,628.00	5,036.00			-2,408.00
	121. CAMPBELL SOUP CO	VAR	09/04/2013	5,167.00	4,568.00			599.00
	135. CINTAS CORP COM	VAR	09/04/2013	6,496.00	5,817.00			679.00
	160. TWENTY FIRST CENTURY	VAR	09/04/2013	5,110.00	4,145.00			965.00
	19. MURPHY USA INC.	VAR	09/10/2013	753.00	637.00			116.00
	.5 MURPHY USA INC.	11/06/2012	09/18/2013	20.00	17.00			3.00
	23. PHILLIPS 66	08/22/2013	10/03/2013	1,365.00	1,346.00			19.00
	120. REGIONS FINANCIAL COR	08/22/2013	10/03/2013	1,111.00	1,213.00			-102.00
	7. PHILIP MORRIS INTERNATI	08/22/2013	11/01/2013	627.00	590.00			37.00
<p>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) ►</p>								

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)

Social security number or taxpayer identification number

GRANTHAM CHARITABLE TRUST

56-6180731

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	
	204. DELL INC	VAR	01/04/2013	2,232.00	2,680.00			-448.00
	5. AUTOZONE INC COM	VAR	02/05/2013	1,848.00	907.00			941.00
	33. CONOCOPHILLIPS	VAR	02/05/2013	1,911.00	1,444.00			467.00
	93. GENERAL ELEC CO	VAR	02/05/2013	2,090.00	2,781.00			-691.00
	26. JOHNSON & JOHNSON	08/22/2003	02/05/2013	1,937.00	1,294.00			643.00
	24. PHILIP MORRIS INTERNAT	VAR	02/05/2013	2,098.00	1,477.00			621.00
	57. US BANCORP DEL NEW COM	04/05/2010	02/05/2013	1,889.00	1,505.00			384.00
	39. UNITEDHEALTH GROUP INC	VAR	02/05/2013	2,219.00	1,467.00			752.00
	24. VALERO ENERGY CORP	09/06/2011	02/05/2013	1,087.00	514.00			573.00
	47. VERIZON COMMUNICATIONS	VAR	02/05/2013	2,102.00	1,632.00			470.00
	9. INTERNATIONAL BUSINESS	11/03/2005	02/06/2013	1,802.00	741.00			1,061.00
	33. CONOCOPHILLIPS	VAR	03/06/2013	1,909.00	1,226.00			683.00
	105. DR PEPPER SNAPPLE GRO	03/05/2012	03/06/2013	4,621.00	3,973.00			648.00
	110. ENERSIS S.A.- SPONS A EXPIRED 03/21/2013	08/08/2011	03/06/2013	29.00				29.00
2 Totals.	Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked) ▶							

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GRANTHAM CHARITABLE TRUST

56-6180731

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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	
	115. LIMITED INC COM	VAR	03/06/2013	5,166.00	1,817.00			3,349.00
	27. MCKESSON HBOC INC COM	06/03/2011	03/06/2013	2,927.00	2,267.00			660.00
	19. PHILIP MORRIS INTERNAT	11/03/2010	03/06/2013	1,740.00	1,118.00			622.00
	58. US BANCORP DEL NEW COM	04/05/2010	03/06/2013	1,954.00	1,532.00			422.00
	121. VERIZON COMMUNICATION	VAR	03/06/2013	5,724.00	3,507.00			2,217.00
	113. GEO A HORMEL & CO.	06/04/2010	04/09/2013	4,551.00	2,301.00			2,250.00
	24. LOCKHEED MARTIN CORP C	VAR	04/09/2013	2,282.00	2,070.00			212.00
	3. SPDR TR UNIT SER 1	02/10/2012	04/09/2013	471.00	403.00			68.00
	70. TARGET CORP COM	VAR	04/09/2013	4,840.00	2,966.00			1,874.00
	57. US BANCORP DEL NEW COM	04/05/2010	04/09/2013	1,927.00	1,505.00			422.00
	16. AETNA, INC COM	12/07/2011	05/02/2013	931.00	664.00			267.00
	22. ALLSTATE CORP COM	04/04/2012	05/02/2013	1,059.00	719.00			340.00
	24. AMERISOURCEBERGEN CORP	VAR	05/02/2013	1,313.00	682.00			631.00
	11. AMGEN INC COMMON	03/05/2012	05/02/2013	1,163.00	743.00			420.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked) ▶								

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	14. ASSURANT, INC.	10/06/2010	05/02/2013	669.00	583.00			86.00
	2. AUTOZONE INC COM	01/04/2008	05/02/2013	813.00	222.00			591.00
	26. BT GROUP PLC ADR	VAR	05/02/2013	1,127.00	755.00			372.00
	6. CF INDUSTRIES HOLDINGS,	04/04/2012	05/02/2013	1,104.00	1,123.00			-19.00
	22. CST BRANDS, INC.	VAR	05/02/2013	657.00	343.00			314.00
	16 CHEVRONTXACO CORP COM	VAR	05/02/2013	1,953.00	1,385.00			568.00
	53. CISCO SYSTEM INC COMMO	06/02/2009	05/02/2013	1,095.00	1,040.00			55.00
	26. COCA-COLA ENTERPRISES	11/10/2011	05/02/2013	956.00	683.00			273.00
	6. CONOCOPHILLIPS	08/06/2004	05/02/2013	367.00	171.00			196.00
	14. DIRECTV	11/10/2011	05/02/2013	808.00	631.00			177.00
	40. ENERSIS S.A. -SPONS AD	08/08/2011	05/02/2013	747.00	734.00			13.00
	24. EXXON MOBIL CORP COM	VAR	05/02/2013	2,124.00	1,453.00			671.00
	17 GAP STORES COMMON	11/10/2011	05/02/2013	645.00	335.00			310.00
	25. GENERAL ELEC CO	VAR	05/02/2013	556.00	503.00			53.00
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60.	HOLLYFRONTIER CORPORAT	11/10/2011	05/02/2013	2,968.00	1,813.00			1,155.00
24.	INTEL CORP COMMON	05/04/2010	05/02/2013	578.00	545.00			33.00
13.	INTERNATIONAL BUSINESS	11/03/2005	05/02/2013	2,625.00	1,070.00			1,555.00
9.	JOHNSON & JOHNSON	08/22/2003	05/02/2013	765.00	448.00			317.00
10.	KLA-TENCOR CORP COM	12/03/2010	05/02/2013	539.00	400.00			139.00
81.	KEYCORP OHIO COM NEW	02/02/2011	05/02/2013	801.00	760.00			41.00
45.	KROGER CO COM	03/05/2012	05/02/2013	1,558.00	1,091.00			467.00
18.	ELI LILLY & CO.	05/05/2011	05/02/2013	985.00	687.00			298.00
20.	LINCOLN NATL CORP COM	09/06/2011	05/02/2013	637.00	363.00			274.00
6.	LOCKHEED MARTIN CORP CO	03/15/2011	05/02/2013	604.00	480.00			124.00
20.	MARATHON PETROLEUM COR	05/05/2011	05/02/2013	1,527.00	785.00			742.00
8.	MCKESSON HBOC INC COM	VAR	05/02/2013	858.00	666.00			192.00
10	MERCK & CO INC NEW	08/10/2006	05/02/2013	458.00	414.00			44.00
41.	MICROSOFT CORP COMMON	04/25/2003	05/02/2013	1,355.00	1,038.00			317.00
<p>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) ▶</p>								

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92.	NRG ENERGY INC	VAR	05/02/2013	2,490.00	2,212.00			278.00
12.	OCCIDENTAL PETE CORP C	02/02/2011	05/02/2013	1,060.00	1,186.00			-126.00
30.	ORACLE SYSTEMS COMMON	04/04/2012	05/02/2013	1,009.00	873.00			136.00
29.	PFIZER INC	02/02/2012	05/02/2013	847.00	612.00			235.00
24.	PHILIP MORRIS INTERNAT	11/03/2010	05/02/2013	2,276.00	1,412.00			864.00
18	PHILLIPS 66	VAR	05/02/2013	1,085.00	598.00			487.00
8.	PROCTER & GAMBLE COMMON	12/07/2011	05/02/2013	621.00	522.00			99.00
17.	RAYONIER INC COM	07/08/2011	05/02/2013	999.00	765.00			234.00
76.	REGIONS FINANCIAL CORP	04/04/2012	05/02/2013	641.00	495.00			146.00
6.	SIMON PPTY GROUP INC NE	VAR	05/02/2013	1,068.00	627.00			441.00
9.	TORCHMARK CORP COM	02/02/2012	05/02/2013	559.00	421.00			138.00
10.	US BANCORP DEL NEW COM	04/05/2010	05/02/2013	326.00	264.00			62.00
42.	UNITEDHEALTH GROUP INC	VAR	05/02/2013	2,496.00	985.00			1,511.00
18.	VALERO ENERGY CORP	09/06/2011	05/02/2013	666.00	386.00			280.00
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	8. VIACOM INC. CL B	12/07/2011	05/02/2013	537.00	351.00			186.00
	31. WALGREEN CO COMMON	12/07/2011	05/02/2013	1,515.00	1,060.00			455.00
	30. WELLS FARGO & CO NEW C	04/04/2012	05/02/2013	1,122.00	1,016.00			106.00
	8. ZIMMER HLDGS INC COM	03/05/2012	05/02/2013	606.00	484.00			122.00
	224.215 OPPENHEIMER DEVELO CL Y	VAR	05/03/2013	8,000.00	7,024.00			976.00
	.444 CST BRANDS, INC.	10/06/2011	05/10/2013	14.00	7.00			7.00
	41. AGRIMUM, INC.	05/09/2012	06/05/2013	3,738.00	3,374.00			364.00
	12. AUTOZONE INC COM	11/14/2008	06/05/2013	4,870.00	1,333.00			3,537.00
	137. HOLLYFRONTIER CORPORA	VAR	06/05/2013	6,434.00	3,606.00			2,828.00
	107. US BANCORP DEL NEW CO	VAR	06/05/2013	3,738.00	2,722.00			1,016.00
	32. SPDR TR UNIT SER 1	02/10/2012	06/13/2013	5,175.00	4,297.00			878.00
	4289.997 INVESTMENT GRADE	01/06/2012	06/14/2013	5,000.00	5,218.00			-218.00
	8736.499 INVESTMENT GRADE	01/06/2012	06/28/2013	10,000.00	10,636.00			-636.00
	112. BT GROUP PLC ADR	VAR	07/02/2013	5,300.00	3,249.00			2,051.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts) Enter each total here and include on your Schedule D, line 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked) ▶								

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	11. CF INDUSTRIES HOLDINGS	12/07/2011	07/02/2013	1,887.00	1,613.00			274.00
	31. UNITEDHEALTH GROUP INC	05/04/2009	07/02/2013	2,021.00	719.00			1,302.00
	44. WALGREEN CO COMMON	12/07/2011	07/02/2013	1,953.00	1,505.00			448.00
	211.864 GOLDMAN SACHS ABSO TRACKER CL I FD#3279	VAR	07/17/2013	2,000.00	1,906.00			94.00
	865.052 PIMCO COMMODITY RE STRATEGY INSTL FD#45	VAR	07/17/2013	5,000.00	6,532.00			-1,532.00
	49. KROGER CO COM	VAR	07/30/2013	1,940.00	1,176.00			764.00
	176. NRG ENERGY INC	VAR	07/30/2013	4,760.00	3,712.00			1,048.00
	184. VALERO ENERGY CORP	VAR	07/30/2013	6,536.00	3,505.00			3,031.00
	91. WALGREEN CO COMMON	12/07/2011	07/30/2013	4,548.00	3,112.00			1,436.00
	9379.734 MAINSTAY HIGH YIE BD I FD#1562	VAR	08/15/2013	56,466.00	54,949.00			1,517.00
	3243.05 PIMCO EMERGING LOC - IS FD#332	VAR	08/15/2013	31,263.00	32,257.00			-994.00
	151421.079 INVESTMENT GRAD	VAR	08/16/2013	171,000.00	175,926.00			-4,926.00
	1623.55 AQR DIVERSIFIED AR - I	01/20/2012	08/19/2013	18,200.00	17,762.00			438.00
	11269.565 PIMCO COMMODITY STRATEGY INSTL FD#45	06/17/2010	08/19/2013	64,800.00	84,747.00			-19,947.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked) ▶								

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



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

Social security number or taxpayer identification number

GRANTHAM CHARITABLE TRUST

56-6180731

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	
	105.927 OPPENHEIMER DEVELO CL Y	01/10/2012	08/26/2013	3,610.00	3,163.00			447.00
	26. EXXON MOBIL CORP COM	08/06/2004	09/04/2013	2,283.00	1,180.00			1,103.00
	36. PHILLIPS 66	05/09/2012	09/04/2013	2,128.00	1,137.00			991.00
	13. SPDR TR UNIT SER 1	VAR	09/04/2013	2,154.00	1,823.00			331.00
	28. VIACOM INC. CL B	12/07/2011	09/04/2013	2,248.00	1,227.00			1,021.00
	28. CHEVRONTXACO CORP COM	VAR	10/03/2013	3,327.00	1,602.00			1,725.00
	105. PHILLIPS 66	VAR	10/03/2013	6,231.00	2,521.00			3,710.00
	758. REGIONS FINANCIAL COR	VAR	10/03/2013	7,017.00	5,048.00			1,969.00
	18. SPDR TR UNIT SER 1	VAR	10/03/2013	3,019.00	2,505.00			514.00
	41. DIAMOND OFFSHORE DRILL	VAR	11/01/2013	2,478.00	2,793.00			-315.00
	29. EXXON MOBIL CORP COM	08/06/2004	11/01/2013	2,583.00	1,316.00			1,267.00
	13. INTERNATIONAL BUSINESS	11/03/2005	11/01/2013	2,333.00	1,070.00			1,263.00
	56. J P MORGAN CHASE & CO	VAR	11/01/2013	2,927.00	2,237.00			690.00
	48. PHILIP MORRIS INTERNAT	11/03/2010	11/01/2013	4,302.00	2,824.00			1,478.00
2 Totals.	Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked) ▶							

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



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

Social security number or taxpayer identification number

GRANTHAM CHARITABLE TRUST

56-6180731

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	
77	RAYONIER INC COM	VAR	11/01/2013	3,570.00	3,435.00			135.00
64.	SPDR TR UNIT SER 1	VAR	11/01/2013	11,257.00	9,043.00			2,214.00
44.	AETNA, INC COM	VAR	12/05/2013	2,855.00	1,913.00			942.00
24.	CHEVRONTXACO CORP COM	08/06/2004	12/05/2013	2,903.00	1,141.00			1,762.00
141.	CISCO SYSTEM INC COMM	06/02/2009	12/05/2013	2,945.00	2,767.00			178.00
49.	CLOROX COMPANY COMMON	09/06/2012	12/05/2013	4,555.00	3,589.00			966.00
84.	DIAMOND OFFSHORE DRILL	VAR	12/05/2013	4,978.00	5,124.00			-146.00
44.	J P MORGAN CHASE & CO	08/08/2011	12/05/2013	2,455.00	1,526.00			929.00
3.	SPDR TR UNIT SER 1	06/06/2012	12/05/2013	537.00	392.00			145.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked) ▶				620,962	568,988.			51,974.

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.

GRANTHAM CHARITABLE TRUST

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INVESTMENT GRADE BOND FUND	11,010.	11,010.
TOTAL	11,010.	11,010.

GRANTHAM CHARITABLE TRUST

56-6180731

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
AGCO CORP	8.	8.
AQR DIVERSIFIED ARBITRAGE FUND - I	1,835.	1,835.
AQR MANAGED FUTURES STRATEGY FUND I CLAS	83.	83.
AETNA, INC COM	135.	135.
AGILENT TECHNOLOGIES INC COM	20.	20.
AGRIUM, INC.	54.	54.
ALLSTATE CORP COM	172.	172.
AMEREN CORP COM	45.	45.
AMERICAN INTERNATIONAL GROUP, INC.	39.	39.
AMERISOURCEBERGEN CORP. COMMON	183.	183.
AMGEN INC COMMON	228.	228.
APPLE COMPUTER COMMON	55.	55.
ASSURANT, INC.	144.	144.
BT GROUP PLC ADR	65.	65.
BOEING COMPANY COMMON	114.	114.
CF INDUSTRIES HOLDINGS, INC.	76.	76.
CSX CORP COM	74.	74.
CVS CORP COM	66.	66.
CAMPBELL SOUP CO	30.	30.
CAPITAL ONE FINANCIAL CORP VA COMMON STO	58.	58.
CARDINAL HEALTH INC COM	154.	154.
CENTERPOINT ENERGY INC.	71.	71.
CHEVRONTEXACO CORP COM	530.	530.
CHUBB CORP N.J. COMMON	55.	55.
CINCINNATI FINL CORP COM	42.	42.
CISCO SYSTEM INC COMMON	295.	295.
CITIGROUP INC.	9.	9.
CLOROX COMPANY COMMON	144.	144.
COCA-COLA ENTERPRISES INC.	103.	103.
COMCAST CORPORATION CLASS A	98.	98.
COMERICA INC COM	155.	155.
CONOCOPHILLIPS	197.	197.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
CORNING INC COMMON	228.	228.
DELL INC	30.	30.
DIAMOND OFFSHORE DRILLING INC COM	466.	281.
DISCOVER FINANCIAL SERVICES	72.	72.
DR PEPPER SNAPPLE GROUP INC	36.	36.
ENERGIZER HLDGS INC COM	106.	106.
ENERSIS S.A. -SPONS ADR	96.	96.
EXXON MOBIL CORP COM	475.	475.
FLUOR CORP NEW COM	49.	49.
GAP STORES COMMON	110.	110.
GENERAL ELEC CO	226.	226.
GOLDMAN SACHS ABSOLUTE RETURN TRACKER CL	1,468.	1,468.
HARDING LOEVNER FRONTIER EMERGING MARKET	343.	343.
HARTFORD FINL SVCS GROUP INC COM	28.	28.
HELMERICH & PAYNE INC	130.	130.
HOLLYFRONTIER CORPORATION	226.	226.
THE HOME DEPOT INC	115.	115.
GEO A HORMEL & CO.	19.	19.
HOST HOTELS & RESORTS INC.	112.	112.
ILLINOIS TOOL WORKS	30.	30.
INTEL CORP COMMON	186.	186.
INTERNATIONAL BUSINESS MACHS	141.	141.
J P MORGAN CHASE & CO COM	330.	330.
JOHNSON & JOHNSON	323.	323.
KLA-TENCOR CORP COM	206.	206.
KEYCORP OHIO COM NEW	171.	171.
KIMBERLY CLARK CORP COM	69.	69.
KROGER CO COM	222.	222.
LEAR CORPORATION	53.	53.
ELI LILLY & CO.	402.	402.
LIMITED INC COM	35.	35.
LINCOLN NATL CORP COM	100.	100.
LOCKHEED MARTIN CORP COMMON	348.	348.
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GRANTHAM CHARITABLE TRUST

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
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MACERICH CO	41.	41.
MACY'S INC.	58.	58.
MAINSTAY HIGH YIELD CORPORATE BD I FD#15	8,931.	8,931.
MARATHON PETROLEUM CORPORATION	142.	142.
MCKESSON HBOC INC COM	83.	83.
MEDTRONIC INC COM	96.	96.
MERCK & CO INC NEW	170.	170.
MICROSOFT CORP COMMON	434.	434.
FEDERATED GOVERNMENT OBLIGATIONS FUND #0	7.	7.
MOODYS CORP COM	44.	44.
MURPHY OIL CORPORATION	91.	91.
NRG ENERGY INC	77.	77.
NETAPP INC	47.	47.
NEWS CORP CL A	26.	26.
NIKE INC, CLASS B	35.	35.
NORTHROP CORP COMMON	243.	243.
OCCIDENTAL PETE CORP COM	165.	165.
ORACLE SYSTEMS COMMON	80.	80.
OPPENHEIMER DEVELOPING MARKETS CL Y	556.	556.
PPG INDUSTRIES INC COMMON	118.	118.
PFIZER INC	239.	239.
PHILIP MORRIS INTERNATIONAL, INC.	251.	251.
PHILLIPS 66	138.	138.
PIMCO COMMODITY REAL RETURN STRATEGY INS	3,714.	3,714.
PIMCO EMERGING LOCAL BOND FUND - IS FD#3	7,334.	7,334.
PROCTER & GAMBLE COMMON	177.	177.
RAYONIER INC COM	73.	73.
REGIONS FINANCIAL CORP	66.	66.
REPUBLIC SVCS INC	45.	45.
T ROWE PRICE EMERGING MARKETS CORPORATE	756.	756.
ROYAL DUTCH SHELL PLC	150.	150.
SPDR TR UNIT SER 1	424.	424.
SIMON PPTY GROUP INC NEW COM	131.	131.

GRANTHAM CHARITABLE TRUST

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
STATE STR CORP COM	77.	77.
TARGET CORP COM	25.	25.
TEXTRON INC. COMMON STOCK	3.	3.
TIME WARNER INC	39.	39.
TIME WARNER CABLE	26.	26.
TORCHMARK CORP COM	54.	54.
TRAVELERS COMPANIES INC	165.	165.
TYSON FOODS INC CL A	17.	17.
US BANCORP DEL NEW COM NEW	90.	90.
UNITEDHEALTH GROUP INC COM	119.	119.
VALERO ENERGY CORP	77.	77.
VERIZON COMMUNICATIONS COM	87.	87.
VIACOM INC. CL B	98.	98.
WALGREEN CO COMMON	83.	83.
WELLS FARGO & CO NEW COM	373.	373.
WESTERN UNION COMPANY	146.	146.
WYNDHAM WORLDWIDE CORP	140.	140.
ZIMMER HLDGS INC COM	69.	69.
INVESTMENT GRADE BOND FUND	2,954.	2,954.
MARVELL TECHNOLOGY GROUP LTD.	99.	99.
ACE LIMITED	103.	103.
LYONDELLBASELL INDUSTRIES NV	144.	144.
TOTAL	42,218.	42,033.
	=====	=====



GRANTHAM CHARITABLE TRUST

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FORM 990PF, PART I - OTHER INCOME

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----
BEAR STEARNS COS INC COMMON	41.
R&G FINANCIAL CORPORATION - CLASS B	20.
SAFENET INC	274.

TOTALS	335.
	=====

GRANTHAM CHARITABLE TRUST

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FORM 990PF, PART I - TAXES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FOREIGN TAXES	57.	57.
FEDERAL TAX PAYMENT - PRIOR YE	81.	
FEDERAL ESTIMATES - INCOME	1,034.	
FOREIGN TAXES ON QUALIFIED FOR	186.	186.
TOTALS	1,358.	243.
	=====	=====



GRANTHAM CHARITABLE TRUST

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FORM 990PF, PART II - OTHER INVESTMENTS

=====

DESCRIPTION	COST/ FMV C OR F	ENDING BOOK VALUE	ENDING FMV
PIMCO EMERGING LOCAL BOND #332	C	137,023.	134,160.
MARVELL TECHNOLOGY GROUP LTD.	C	7,132.	9,045.
APPLE INC	C	15,580.	16,270.
AETNA INC.	C	5,852.	9,260.
CARDINAL HEALTH INC	C	6,522.	9,955.
CVS CAREMARK CORPORATION	C	5,581.	7,515.
AGCO CORP	C	4,611.	4,676.
AMERISOURCEBERGEN CORP	C	6,385.	16,031.
AMGEN INC	C	9,997.	15,059.
ASSURANT, INC.	C	7,567.	11,482.
AQR MANAGED FUTURES STRATEGY	C	75,590.	78,693.
DIGITAL REALTY TRUST INC	C	5,950.	6,287.
AUTO ZONE INC	C		
FLUOR CORP NEW	C	7,311.	10,358.
ACTIVISION BLIZZARD INC	C	6,123.	7,417.
BT GROUP PLC ADR	C		
AGILENT TECHNOLOGIES INC	C	7,805.	9,322.
ENERGIZER HLDGS INC	C	5,386.	6,927.
HORMEL FOODS CORPORATION	C		
GOLDMAN SACHS ABSOLUTE #3279	C	96,334.	99,886.
HELMERICH & PAYNE INC	C	6,339.	9,081.
LOCKHEED MARTIN CORP	C	5,680.	10,406.
KIMBERLY CLARK CORP	C	8,191.	8,879.
CAPITAL ONE FINANCIAL CORP VA	C	8,039.	8,963.
CSX CORP	C	6,138.	7,106.
CF INDUSTRIES HOLDINGS, INC	C	4,809.	7,457.
CHEVRON CORPORATION	C	6,390.	12,866.
CISCO SYSTEM INC	C	9,202.	10,654.
HARTFORD FINL SVCS GROUP INC	C	5,466.	6,739.



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FORM 990PF, PART II - OTHER INVESTMENTS

=====

DESCRIPTION	COST/ FMV C OR F	ENDING BOOK VALUE	ENDING FMV
INTEL CORP	C	4,969.	5,788.
HOST HOTELS & RESORTS INC.	C	8,118.	9,059.
COCA-COLA ENTERPRISES INC	C	3,646.	5,781.
CONOCOPHILLIPS	C	2,396.	5,016.
KLA-TENCOR CORP	C	5,717.	8,509.
DELL INC	C		
DIRECTV	C	3,512.	5,180.
LINCOLN NATIONAL CORPORATION	C	5,807.	12,234.
MEDTRONIC INC	C	5,883.	7,174.
MYLAN INC	C	5,544.	7,769.
NETAPP INC	C	5,973.	6,912.
CHUBB CORP N.J.	C	5,817.	6,571.
NIKE INC. CLASS B	C	5,522.	7,156.
DEUTSCHE TELEKOM AG SPONS ADR	C	4,778.	6,988.
ENERSIS S. A. -SPONS ADR	C	3,727.	3,118.
ELI LILLY & CO	C	10,338.	12,444.
ROYAL DUTCH SHELL PLC	C	6,018.	6,414.
US BANCORP DEL NEW	C		
STATE STR CORP	C	7,815.	9,247.
VIACOM INC CL B	C	4,118.	6,551.
EXXON MOBIL CORP	C	8,925.	17,103.
PIMCO COMMODITY REAL RTN #45	C	115,120.	92,600.
EDISON INTL	C	6,442.	6,575.
HOLLYFRONTIER CORPORATION	C		
GAP STORES	C	5,421.	7,816.
J P MORGAN CHASE & CO	C	7,177.	10,643.
GENERAL ELEC CO	C	5,461.	8,157.
KEYCORP OHIO	C	7,519.	11,179.
KROGER CO	C	9,104.	14,389.

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FORM 990PF, PART II - OTHER INVESTMENTS
=====

DESCRIPTION	COST/ FMV C OR F	ENDING BOOK VALUE	ENDING FMV
LINCOLN NATIONAL CORPORATION	C		
HARDING LOEVNER FRONTIER EMERG	C	93,608.	98,340.
MARATHON PETROLEUM CORPORATION	C	3,950.	8,990.
IBM CORP	C	2,737.	5,064.
INVESTMENT GRADE BOND FUND	C	284,750.	279,639.
JOHNSON & JOHNSON	C	12,620.	16,486.
LIMITED BRANDS INC	C		
LEAR CORPORATION	C	6,426.	8,745.
LYONDELLBASELL INDUSTRIES NV	C	5,965.	7,546.
MAINSTAY HIGH YIELD CORP #1562	C	76,445.	92,864.
MACERICH CORP	C	5,226.	5,006.
MCKESSON CORP	C	6,176.	14,687.
MACYS INC	C	5,430.	6,568.
MERCK & CO INC NEW	C	3,776.	5,255.
MICROSOFT CORP	C	12,438.	18,144.
OCCIDENTAL PETE CORP	C	8,086.	8,559.
NRG ENERGY INC	C		
PFIZER INC	C	5,234.	8,239.
PHILIP MORRIS INTERNATIONAL IN	C		
PROCTER & GAMBLE	C	4,995.	6,431.
MOODY'S CORP.	C	6,237.	7,376.
RAYONIER INC REIT	C		
SIMON PPTY GROUP INC NEW	C	3,394.	4,717.
SPDR S& P 500 ETF TRUST	C	5,079.	5,910.
TARGET CORP	C		
NORTHROP GRUMMAN CORP	C	7,367.	12,263.
TRW AUTOMOTIVE HLDGS CORP	C	6,292.	6,546.
UNITEDHEALTH GROUP INC	C	2,934.	7,304.
TYSON FOODS INC CL A	C	6,281.	7,462.

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FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	ENDING BOOK VALUE	ENDING FMV
VERIZON COMMUNICATIONS	C		
VALERO ENERGY CORP	C		
WELLS FARGO & CO NEW	C	10,823.	16,026.
WESTERN UN CO COM	C	4,171.	5,279.
WALGREEN CO	C		
ACE LIMITED	C	5,697.	8,386.
AGRIUM INC	C		
ALLSTATE CORP	C	9,569.	14,071.
AMEREN CORP	C		
AMERICAN INTERNATIONAL GROUP	C	6,669.	9,853.
AQR DIVERSIFIED ARBITRAGE FUND	C	73,489.	73,219.
BOEING COMPANY	C	6,154.	9,418.
CAMPBELL SOUP CO	C		
CENTERPOINT ENERGY	C		
CINCINNATI FINL CORP	C		
CINTAS CORP	C		
CITIGROUP INC.	C	7,109.	10,109.
CLOROX COMPANY	C		
COMCAST CORP NEW CL A	C	7,698.	10,133.
COMERICA INC	C	9,071.	13,216.
CORNING INC	C	6,360.	8,981.
DIAMOND OFFSHORE DRILLING	C		
DISCOVER FINANCIAL SERVICES	C	4,504.	5,931.
DR PEPPER SNAPPLE GROUP	C		
FOREST LABS INC	C		
MURPHY OIL CORPORATION	C	4,111.	5,061.
OPPENHEIMER DEVELOP MKTS CL Y	C	81,962.	102,978.
ORACLE SYSTEMS	C	10,881.	13,697.
PHILLIPS 66	C		

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FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	ENDING BOOK VALUE	ENDING FMV
PPG INDUSTRIES INC	C	6,227.	10,052.
PROLOGIS INC	C		
REGIONS FINANCIAL CORP	C		
REPUBLIC SVCS INC	C		
SCRIPPS NETWORKS INTERACT	C		
TEXTRON INC	C		
THE HOME DEPOT INC	C	7,137.	9,304.
TIME WARNER INC	C	8,495.	9,552.
TORCHMARK CORP	C	4,321.	6,721.
TRAVELERS COMPANIES	C	5,911.	7,968.
WYNDHAM WORLDWIDE CORP	C	7,999.	10,390.
ZIMMER HLDGS INC	C	5,965.	8,760.
T ROWE PRICE EMERG MKTS #193	C	47,729.	47,915.
TOTALS		1,653,368.	1,894,028.



GAINS AND LOSSES FROM PASS-THRU ENTITIES

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NET SHORT-TERM GAIN (LOSS) FROM PARTNERSHIPS, S CORPORATIONS
AND OTHER FIDUCIARIES

COMMON TRUST FUNDS -1,366.00

TOTAL NET SHORT-TERM GAIN OR LOSS (ROUNDED)

-1,366.00

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NET LONG-TERM GAIN (LOSS) FROM PARTNERSHIPS, S CORPORATIONS
AND OTHER FIDUCIARIES

COMMON TRUST FUNDS 11,752.00

TOTAL NET LONG-TERM GAIN OR LOSS (ROUNDED)

11,752.00

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GRANTHAM CHARITABLE TRUST

56-6180731

FEDERAL CAPITAL GAIN DISTRIBUTIONS

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LONG-TERM CAPITAL GAIN DISTRIBUTIONS

15% RATE CAPITAL GAIN DISTRIBUTIONS

AQR DIVERSIFIED ARBITRAGE FUND - I	390.00
AQR MANAGED FUTURES STRATEGY FUND I CLASS	707.00
GOLDMAN SACHS ABSOLUTE RETURN TRACKER CL I FD	3,875.00
MACERICH CO	50.00
OPPENHEIMER DEVELOPING MARKETS CL Y	489.00
PIMCO EMERGING LOCAL BOND FUND - IS FD#332	419.00
PLUM CREEK TIMBER CO INC COM	39.00
PROLOGIS, INC.	39.00
RAYONIER INC COM	46.00
SIMON PPTY GROUP INC NEW COM	1.00

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TOTAL LONG-TERM CAPITAL GAIN DISTRIBUTIONS	6,056.00
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