efile GRAPHIC print - DO NOT PROCESS | As Filed Data - | DLN: 93491134017084

Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ **Do not enter Social Security numbers on this form as it may be made public. By law, the IRS cannot redact the information on the form.**

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

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013, or tax year beginning 01-01-2013 , and ending 12-31-2013

Name of foundation
THE CASSELS FOUNDATION

A Employer identification number
57-1029022

Number and street (or P O box number if mail is not delivered to street address)
420 DAVEGA ROAD

Room/suite

B Telephone number (see instructions)
(803) 939-3373

City or town, state or province, country, and ZIP or foreign postal code
LEXINGTON, SC 29073

C If exemption application is pending, check here ▶ ☐

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

D 1. Foreign organizations, check here ▶ ☐

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

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

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)*▶$ 22,254,942

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

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

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)	4,094,338			
	2	Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	9,388	9,388		
	4	Dividends and interest from securities.	345,813	344,834		
	5a	Gross rents				
	b	Net rental income or (loss) ______				
	6a	Net gain or (loss) from sale of assets not on line 10	1,366,598			
	b	Gross sales price for all assets on line 6a 8,391,552				
	7	Capital gain net income (from Part IV, line 2) . . .		1,366,598		
	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)	87	0		
	12	**Total.** Add lines 1 through 11	5,816,224	1,720,820		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0	0		0
	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)	1,290	1,290		0
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	2,828	2,828		0
	19	Depreciation (attach schedule) and depletion . . .				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	75,503	59,883		0
	24	**Total operating and administrative expenses.** Add lines 13 through 23	79,621	64,001		0
	25	Contributions, gifts, grants paid	4,472,242			4,472,242
	26	**Total expenses and disbursements.** Add lines 24 and 25	4,551,863	64,001		4,472,242
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	1,264,361			
	b	**Net investment income** (if negative, enter -0-)		1,656,819		
	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 (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	1,743,151	7,544,488	7,544,488
	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			
	10a	Investments—U S and state government obligations (attach schedule)	2,982,580	3,020,514	3,042,504
	b	Investments—corporate stock (attach schedule)	11,777,369	7,032,911	11,667,950
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment basis ▶ ____ Less accumulated depreciation (attach schedule) ▶ ____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment basis ▶ ____ Less accumulated depreciation (attach schedule) ▶ ____			
	15	Other assets (describe ▶ ____)			
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	16,503,100	17,597,913	22,254,942
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ ____)			
	23	**Total liabilities** (add lines 17 through 22)	0	0	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here** ▶ ☐ **and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☑ **and complete lines 27 through 31.**			
	27	Capital stock, trust principal, or current funds	0	0	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	16,503,100	17,597,913	
	30	**Total net assets or fund balances** (see page 17 of the instructions)	16,503,100	17,597,913	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	16,503,100	17,597,913	

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	16,503,100
2	Enter amount from Part I, line 27a	2	1,264,361
3	Other increases not included in line 2 (itemize) ▶ ____	3	3,418
4	Add lines 1, 2, and 3	4	17,770,879
5	Decreases not included in line 2 (itemize) ▶ ____	5	172,966
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	17,597,913

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 Additional Data Table			
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	See Additional Data Table			
b				
c				
d				
e				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a	See Additional Data Table			
b				
c				
d				
e				

2	Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7	2	1,366,598
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 page 18 of 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	1,557,551	14,156,394	0 110025
2011	3,187,500	12,328,505	0 258547
2010	1,065,500	11,882,343	0 089671
2009	2,303,223	9,410,677	0 244746
2008	3,485,568	10,394,123	0 335340

2	**Total** of line 1, column (d)	2	1 038329
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 207666
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	19,457,715
5	Multiply line 4 by line 3	5	4,040,706
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	16,568
7	Add lines 5 and 6	7	4,057,274
8	Enter qualifying distributions from Part XII, line 4	8	4,472,242

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

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ________ **(attach copy of letter if necessary–see instructions)**		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☑ and enter 1% of Part I, line 27b	1	16,568
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	0
3	Add lines 1 and 2	3	16,568
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	16,568
6	Credits/Payments		
a	2013 estimated tax payments and 2012 overpayment credited to 2013 — 6a — 9,080		
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	9,080
8	Enter any **penalty** for underpayment of estimated tax Check here ☑ if Form 2220 is attached	8	1
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	7,489
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	
11	Enter the amount of line 10 to be **Credited to 2014 estimated tax** ▶ **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		No
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ 0 **(2)** On foundation managers ▶ $ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either ● By language in the governing instrument, or ● By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV.*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶SC			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation*	8b		No
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses.*	10		No

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

		Line	Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶N/A

14 The books are in care of ▶WT CASSELS JR Telephone no ▶(803) 939-3373

Located at ▶420 DEVEGA ROAD LEXINGTON SC ZIP+4 ▶29073

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 |

		Line	Yes	No
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		No
	See instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes", enter the name of the foreign country ▶			

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

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

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

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☑ No			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☑ No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☑ No			
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☑ No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☑ No			
b	If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?	**5b**		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No			
	If "Yes," attach the statement required by Regulations section 53.4945–5(d).			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☑ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	**6b**		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?	**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
WILLIAM T CASSELS JR 420 DEVEGA ROAD LEXINGTON, SC 29073	DIRECTOR 0 00	0	0	0
CHARLOTTE CASSELS 420 DEVEGA ROAD LEXINGTON, SC 29073	DIRECTOR 0 00	0	0	0
KATHERINE CASSELS WOLFE 420 DEVEGA ROAD LEXINGTON, SC 29073	DIRECTOR 0 00	0	0	0
WTOBIN CASSELS III 420 DEVEGA ROAD LEXINGTON, SC 29073	DIRECTOR 0 00	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 ▶ 0

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

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

(a) Name and address of each person paid more than $50,000	**(b)** Type of service	**(c)** Compensation
NONE		
Total number of others receiving over $50,000 for professional services		0

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

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1	
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	
2	
All other program-related investments See page 24 of the instructions 3	
Total. Add lines 1 through 3	0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities	1a	16,400,984
b	Average of monthly cash balances	1b	3,353,041
c	Fair market value of all other assets (see instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	19,754,025
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e: 0		
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	19,754,025
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	296,310
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	19,457,715
6	**Minimum investment return.** Enter 5% of line 5	6	972,886

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	972,886
2a	Tax on investment income for 2013 from Part VI, line 5 — 2a: 16,568		
b	Income tax for 2013 (This does not include the tax from Part VI) — 2b:		
c	Add lines 2a and 2b	2c	16,568
3	Distributable amount before adjustments Subtract line 2c from line 1	3	956,318
4	Recoveries of amounts treated as qualifying distributions	4	0
5	Add lines 3 and 4	5	956,318
6	Deduction from distributable amount (see instructions)	6	0
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	956,318

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	4,472,242
b	Program-related investments—total from Part IX-B	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	4,472,242
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	16,568
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	4,455,674

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					956,318
2 Undistributed income, if any, as of the end of 2013					
a Enter amount for 2012 only.				0	
b Total for prior years 20___ , 20___ , 20___			0		
3 Excess distributions carryover, if any, to 2013					
a From 2008.	2,967,840				
b From 2009.	1,834,313				
c From 2010.	484,560				
d From 2011.	2,574,524				
e From 2012.	858,811				
f **Total** of lines 3a through e.		8,720,048			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ $ 4,472,242					
a Applied to 2012, but not more than line 2a				0	
b Applied to undistributed income of prior years (Election required—see instructions).			0		
c Treated as distributions out of corpus (Election required—see instructions).		0			
d Applied to 2013 distributable amount.					956,318
e Remaining amount distributed out of corpus		3,515,924			
5 Excess distributions carryover applied to 2013 *(If an amount appears in column (d), the same amount must be shown in column (a).)*		0			0
6 **Enter the net total of each column as indicated below:**					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		12,235,972			
b Prior years' undistributed income Subtract line 4b from line 2b			0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.			0		
d Subtract line 6c from line 6b Taxable amount —see instructions			0		
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount—see instructions				0	
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014					0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)		0			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions) . . .		2,967,840			
9 **Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a		9,268,132			
10 Analysis of line 9					
a Excess from 2009. . . .	1,834,313				
b Excess from 2010. . . .	484,560				
c Excess from 2011. . . .	2,574,524				
d Excess from 2012. . . .	858,811				
e Excess from 2013. . . .	3,515,924				

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

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 organization 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 organization 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))

WILLIAM T CASSELS JR

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

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 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*				
See Additional Data Table				
Total . . . . ▶ **3a**				4,472,242
b *Approved for future payment*				
Total . . . . ▶ **3b**				0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	(b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	(d) Amount	(e) Related or exempt function income (See instructions)
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	9,388	
4 Dividends and interest from securities. . . .			14	345,813	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.					
8 Gain or (loss) from sales of assets other than inventory			18	1,366,598	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. .					
11 Other revenue a CLASS ACTION SETTLEMENT			01	87	
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .		0		1,721,886	0

13 **Total.** Add line 12, columns (b), (d), and (e). 13 1,721,886

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)
11A	THIS WAS MONEY RECEIVED FROM A CLASS ACTION LAWSUIT INVOLVING
11A	SECURITIES HELD FOR EXEMPT PURPOSES

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

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

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

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

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

b If "Yes," complete the following schedule

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

Sign Here

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

****** | 2014-05-12 | ******

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ☐	PTIN
WILLIAM F QUATTLEBAUM CPA				P00323017
Firm's name ▶ ELLIOTT DAVIS LLCPLLC			Firm's EIN ▶ 57-0381582	
Firm's address ▶ 1901 MAIN STREET SUITE 900 COLUMBIA, SC 29201			Phone no (803) 256-0002	

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
ENERGEN CORP	P	2012-04-20	2013-01-02
NATIONAL FUEL GAS CO	P	2012-04-20	2013-01-02
NEW JERSEY RESOURCES COR	P	2012-06-26	2013-01-02
NORTHEAST UTILITIES	P	2012-04-20	2013-01-02
NORTHEAST UTILITIES	P	2012-06-26	2013-01-02
SCANA CORP	P	2012-04-20	2013-01-02
WISCONSIN ENERGY CORP	P	2012-06-26	2013-01-02
COMMERCE BANCSHARES INC	P	2012-04-20	2013-01-04
CONOCOPHILLIPS	P	2012-04-20	2013-01-04
CONOCOPHILLIPS	P	2012-06-26	2013-01-04
NORFOLK SOUTHERN CORP	P	2012-04-20	2013-01-04
NORFOLK SOUTHERN CORP	P	2012-06-26	2013-01-04
PIEDMONT NATURAL GAS CO	P	2012-04-20	2013-01-04
SOUTHERN COMPANY	P	2012-04-20	2013-01-04
SOUTHERN COMPANY	P	2012-06-26	2013-01-04
V F CORP	P	2012-04-20	2013-01-04
V F CORP	P	2012-06-26	2013-01-04
BAXTER INTERNATIONAL INC	P	2012-04-20	2013-01-07
BAXTER INTERNATIONAL INC	P	2012-06-26	2013-01-07
CHUBB CORP	P	2012-04-20	2013-01-07
CHUBB CORP	P	2012-06-26	2013-01-07
KELLOGG CO	P	2012-04-20	2013-01-07
KELLOGG CO	P	2012-06-26	2013-01-07
NEXTERA ENERGY INC	P	2012-04-20	2013-01-07
NEXTERA ENERGY INC	P	2012-06-26	2013-01-07
NORDSTROM INC	P	2012-04-20	2013-01-07
NORDSTROM INC	P	2012-06-26	2013-01-07
PHILLIPS 66	P	2012-04-20	2013-01-07
AIR PRODUCTS & CHEMICALS INC	P	2012-04-20	2013-01-15
AIR PRODUCTS & CHEMICALS INC	P	2012-06-26	2013-01-15

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
BECTON DICKINSON & CO	P	2012-04-20	2013-01-15
BECTON DICKINSON & CO	P	2012-06-26	2013-01-15
FACTSET RESEARCH SYSTEMS	P	2012-04-20	2013-01-15
FACTSET RESEARCH SYSTEMS	P	2012-06-26	2013-01-15
JOHNSON CTLS INC	P	2012-04-20	2013-01-15
JOHNSON CTLS INC	P	2012-06-26	2013-01-15
BROWN-FORMAN CORP CL B	P	2012-04-20	2013-01-18
HARRIS CORP DELAWARE	P	2012-04-20	2013-01-18
HARRIS CORP DELAWARE	P	2012-06-26	2013-01-18
SYSCO CORP	P	2012-04-20	2013-01-18
SYSCO CORP	P	2012-06-26	2013-01-18
NOVARTIS AG SPONSORED ADR	P	2012-04-20	2013-03-06
NOVARTIS AG SPONSORED ADR	P	2012-06-26	2013-03-06
AFLAC INC	P	2012-04-20	2013-03-27
AFLAC INC	P	2012-06-26	2013-03-27
AT&T INC	P	2012-04-20	2013-03-27
AT&T INC	P	2012-06-26	2013-03-27
CLOROX CO DEL	P	2012-04-20	2013-03-27
CLOROX CO DEL	P	2012-06-26	2013-03-27
EATON VANCE CORP	P	2012-04-20	2013-03-27
EATON VANCE CORP	P	2012-06-26	2013-03-27
GENERAL DYNAMICS CORP	P	2012-04-20	2013-03-27
GENERAL DYNAMICS CORP	P	2012-06-26	2013-03-27
ILLINOIS TOOL WORKS INC	P	2012-04-20	2013-03-27
ILLINOIS TOOL WORKS INC	P	2012-06-26	2013-03-27
JM SMUCKER CO	P	2012-04-20	2013-03-27
JM SMUCKER CO	P	2012-06-26	2013-03-27
PAYCHEX INC	P	2012-04-20	2013-03-27
PAYCHEX INC	P	2012-06-26	2013-03-27
POLARIS INDUSTRIES INC	P	2012-04-20	2013-03-27

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
POLARIS INDUSTRIES INC	P	2012-06-26	2013-03-27
SIGMA ALDRICH CORP	P	2012-04-20	2013-03-27
SIGMA ALDRICH CORP	P	2012-06-26	2013-03-27
TARGET CORP	P	2012-04-20	2013-03-27
TARGET CORP	P	2012-06-26	2013-03-27
WAL-MART STORES INC	P	2012-04-20	2013-03-27
WAL-MART STORES INC	P	2012-06-26	2013-03-27
W W GRAINGER INC	P	2012-04-20	2013-03-27
W W GRAINGER INC	P	2012-06-26	2013-03-27
ANALOG DEVICES	P	2012-07-24	2013-07-02
ENERGEN CORP	P	2011-06-13	2013-01-02
ENERGEN CORP	P	2011-07-12	2013-01-02
ENERGEN CORP	P	2011-08-25	2013-01-02
ENERGEN CORP	P	2010-10-05	2013-01-02
ENERGEN CORP	P	2011-10-24	2013-01-02
ENERGEN CORP	P	2011-12-15	2013-01-02
NATIONAL FUEL GAS CO	P	2011-10-24	2013-01-02
NATIONAL FUEL GAS CO	P	2011-12-15	2013-01-02
NEW JERSEY RESOURCES COR	P	2012-04-20	2013-01-02
NEW JERSEY RESOURCES COR	P	2011-06-13	2013-01-02
NEW JERSEY RESOURCES COR	P	2011-07-12	2013-01-02
NEW JERSEY RESOURCES COR	P	2011-08-25	2013-01-02
NEW JERSEY RESOURCES COR	P	2010-10-05	2013-01-02
NEW JERSEY RESOURCES COR	P	2011-10-24	2013-01-02
NEW JERSEY RESOURCES COR	P	2011-12-15	2013-01-02
NORTHEAST UTILITIES	P	2011-10-24	2013-01-02
NORTHEAST UTILITIES	P	2011-12-15	2013-01-02
SCANA CORP	P	2011-06-13	2013-01-02
SCANA CORP	P	2011-07-12	2013-01-02
SCANA CORP	P	2011-08-25	2013-01-02

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
SCANA CORP	P	2010-10-05	2013-01-02
SCANA CORP	P	2011-10-24	2013-01-02
SCANA CORP	P	2011-12-15	2013-01-02
TEVA PHARMACEUTICAL ADR	P	2011-06-13	2013-01-02
TEVA PHARMACEUTICAL ADR	P	2011-07-12	2013-01-02
TEVA PHARMACEUTICAL ADR	P	2011-08-25	2013-01-02
TEVA PHARMACEUTICAL ADR	P	2011-10-24	2013-01-02
TEVA PHARMACEUTICAL ADR	P	2011-12-15	2013-01-02
COMMERCE BANCSHARES INC	P	2011-06-13	2013-01-04
COMMERCE BANCSHARES INC	P	2011-07-12	2013-01-04
COMMERCE BANCSHARES INC	P	2011-08-25	2013-01-04
COMMERCE BANCSHARES INC	P	2010-10-05	2013-01-04
COMMERCE BANCSHARES INC	P	2011-10-24	2013-01-04
COMMERCE BANCSHARES INC	P	2011-12-15	2013-01-04
CONOCOPHILLIPS	P	2011-06-13	2013-01-04
CONOCOPHILLIPS	P	2011-07-12	2013-01-04
CONOCOPHILLIPS	P	2011-08-25	2013-01-04
CONOCOPHILLIPS	P	2010-10-05	2013-01-04
CONOCOPHILLIPS	P	2011-10-24	2013-01-04
CONOCOPHILLIPS	P	2011-12-15	2013-01-04
NORFOLK SOUTHERN CORP	P	2011-06-13	2013-01-04
NORFOLK SOUTHERN CORP	P	2011-07-12	2013-01-04
NORFOLK SOUTHERN CORP	P	2011-08-25	2013-01-04
NORFOLK SOUTHERN CORP	P	2010-10-05	2013-01-04
NORFOLK SOUTHERN CORP	P	2011-10-24	2013-01-04
NORFOLK SOUTHERN CORP	P	2011-12-15	2013-01-04
PIEDMONT NATURAL GAS CO	P	2011-06-13	2013-01-04
PIEDMONT NATURAL GAS CO	P	2011-07-12	2013-01-04
PIEDMONT NATURAL GAS CO	P	2011-08-25	2013-01-04
PIEDMONT NATURAL GAS CO	P	2010-10-05	2013-01-04

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
PIEDMONT NATURAL GAS CO	P	2011-10-24	2013-01-04
PIEDMONT NATURAL GAS CO	P	2011-12-15	2013-01-04
SOUTHERN COMPANY	P	2011-08-25	2013-01-04
SOUTHERN COMPANY	P	2011-10-24	2013-01-04
SOUTHERN COMPANY	P	2011-12-15	2013-01-04
SPDR GOLD SHARES FD	P	2008-12-31	2013-01-04
SPDR GOLD SHARES FD	P	2001-01-01	2013-01-07
V F CORP	P	2011-10-24	2013-01-04
V F CORP	P	2011-12-15	2013-01-04
NEXTERA ENERGY INC	P	2011-06-13	2013-01-07
NEXTERA ENERGY INC	P	2011-07-12	2013-01-07
NEXTERA ENERGY INC	P	2011-08-25	2013-01-07
NEXTERA ENERGY INC	P	2010-10-05	2013-01-07
NEXTERA ENERGY INC	P	2011-10-24	2013-01-07
NEXTERA ENERGY INC	P	2011-12-15	2013-01-07
NORDSTROM INC	P	2011-06-13	2013-01-07
NORDSTROM INC	P	2011-07-12	2013-01-07
NORDSTROM INC	P	2011-08-25	2013-01-07
NORDSTROM INC	P	2010-10-05	2013-01-07
NORDSTROM INC	P	2011-10-24	2013-01-07
NORDSTROM INC	P	2011-12-15	2013-01-07
PHILLIPS 66	P	2011-06-13	2013-01-07
PHILLIPS 66	P	2011-07-12	2013-01-07
PHILLIPS 66	P	2011-08-25	2013-01-07
PHILLIPS 66	P	2010-10-05	2013-01-07
PHILLIPS 66	P	2011-10-24	2013-01-07
PHILLIPS 66	P	2011-12-15	2013-01-07
AIR PRODUCTS & CHEMICALS INC	P	2011-06-13	2013-01-15
AIR PRODUCTS & CHEMICALS INC	P	2011-07-12	2013-01-15
AIR PRODUCTS & CHEMICALS INC	P	2011-08-25	2013-01-15

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
AIR PRODUCTS & CHEMICALS INC	P	2010-10-05	2013-01-15
AIR PRODUCTS & CHEMICALS INC	P	2011-10-24	2013-01-15
AIR PRODUCTS & CHEMICALS INC	P	2011-12-15	2013-01-15
BECTON DICKINSON & CO	P	2011-06-13	2013-01-15
BECTON DICKINSON & CO	P	2011-07-12	2013-01-15
BECTON DICKINSON & CO	P	2011-08-25	2013-01-15
BECTON DICKINSON & CO	P	2010-10-05	2013-01-15
BECTON DICKINSON & CO	P	2011-10-24	2013-01-15
BECTON DICKINSON & CO	P	2011-12-15	2013-01-15
FACTSET RESEARCH SYSTEMS	P	2011-06-13	2013-01-15
FACTSET RESEARCH SYSTEMS	P	2011-07-12	2013-01-15
FACTSET RESEARCH SYSTEMS	P	2011-08-25	2013-01-15
FACTSET RESEARCH SYSTEMS	P	2010-10-05	2013-01-15
FACTSET RESEARCH SYSTEMS	P	2011-10-24	2013-01-15
FACTSET RESEARCH SYSTEMS	P	2011-12-15	2013-01-15
JOHNSON CTLS INC	P	2011-06-13	2013-01-15
JOHNSON CTLS INC	P	2011-07-12	2013-01-15
JOHNSON CTLS INC	P	2011-08-25	2013-01-15
JOHNSON CTLS INC	P	2010-10-05	2013-01-15
JOHNSON CTLS INC	P	2011-10-24	2013-01-15
JOHNSON CTLS INC	P	2011-12-15	2013-01-15
BROWN-FORMAN CORP CL B	P	2011-06-13	2013-01-18
BROWN-FORMAN CORP CL B	P	2011-07-12	2013-01-18
BROWN-FORMAN CORP CL B	P	2011-08-25	2013-01-18
BROWN-FORMAN CORP CL B	P	2010-10-05	2013-01-18
BROWN-FORMAN CORP CL B	P	2011-10-24	2013-01-18
BROWN-FORMAN CORP CL B	P	2011-12-15	2013-01-18
HARRIS CORP DELAWARE	P	2011-06-13	2013-01-18
HARRIS CORP DELAWARE	P	2011-07-12	2013-01-18
HARRIS CORP DELAWARE	P	2011-08-25	2013-01-18

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
HARRIS CORP DELAWARE	P	2010-10-05	2013-01-18
HARRIS CORP DELAWARE	P	2011-10-24	2013-01-18
HARRIS CORP DELAWARE	P	2011-12-15	2013-01-18
SYSCO CORP	P	2011-06-13	2013-01-18
SYSCO CORP	P	2011-07-12	2013-01-18
SYSCO CORP	P	2011-08-25	2013-01-18
SYSCO CORP	P	2010-10-05	2013-01-18
SYSCO CORP	P	2011-10-24	2013-01-18
SYSCO CORP	P	2011-12-15	2013-01-18
NOVARTIS AG SPONSORED ADR	P	2011-06-13	2013-03-06
NOVARTIS AG SPONSORED ADR	P	2011-07-12	2013-03-06
NOVARTIS AG SPONSORED ADR	P	2011-08-25	2013-03-06
NOVARTIS AG SPONSORED ADR	P	2010-10-05	2013-03-06
NOVARTIS AG SPONSORED ADR	P	2011-10-24	2013-03-06
NOVARTIS AG SPONSORED ADR	P	2011-12-15	2013-03-06
AFLAC INC	P	2011-06-13	2013-03-27
AFLAC INC	P	2011-07-12	2013-03-27
AFLAC INC	P	2011-08-25	2013-03-27
AFLAC INC	P	2010-10-05	2013-03-27
AFLAC INC	P	2011-10-24	2013-03-27
AFLAC INC	P	2011-12-15	2013-03-27
AT&T INC	P	2011-06-13	2013-03-27
AT&T INC	P	2011-07-12	2013-03-27
AT&T INC	P	2011-08-25	2013-03-27
AT&T INC	P	2010-10-05	2013-03-27
AT&T INC	P	2011-10-24	2013-03-27
AT&T INC	P	2011-12-15	2013-03-27
CLOROX CO DEL	P	2011-06-13	2013-03-27
CLOROX CO DEL	P	2011-07-12	2013-03-27
CLOROX CO DEL	P	2011-08-25	2013-03-27

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
CLOROX CO DEL	P	2010-10-05	2013-03-27
CLOROX CO DEL	P	2011-10-24	2013-03-27
CLOROX CO DEL	P	2011-12-15	2013-03-27
EATON VANCE CORP	P	2011-06-13	2013-03-27
EATON VANCE CORP	P	2011-07-12	2013-03-27
EATON VANCE CORP	P	2011-08-25	2013-03-27
EATON VANCE CORP	P	2010-10-05	2013-03-27
EATON VANCE CORP	P	2011-10-24	2013-03-27
EATON VANCE CORP	P	2011-12-15	2013-03-27
GENERAL DYNAMICS CORP	P	2011-06-13	2013-03-27
GENERAL DYNAMICS CORP	P	2011-07-12	2013-03-27
GENERAL DYNAMICS CORP	P	2011-08-25	2013-03-27
GENERAL DYNAMICS CORP	P	2010-10-05	2013-03-27
GENERAL DYNAMICS CORP	P	2011-10-24	2013-03-27
GENERAL DYNAMICS CORP	P	2011-12-15	2013-03-27
ILLINOIS TOOL WORKS INC	P	2011-06-13	2013-03-27
ILLINOIS TOOL WORKS INC	P	2011-07-12	2013-03-27
ILLINOIS TOOL WORKS INC	P	2011-08-25	2013-03-27
ILLINOIS TOOL WORKS INC	P	2010-10-05	2013-03-27
ILLINOIS TOOL WORKS INC	P	2011-10-24	2013-03-27
ILLINOIS TOOL WORKS INC	P	2011-12-15	2013-03-27
JM SMUCKER CO	P	2011-06-13	2013-03-27
JM SMUCKER CO	P	2011-07-12	2013-03-27
JM SMUCKER CO	P	2011-08-25	2013-03-27
JM SMUCKER CO	P	2010-10-05	2013-03-27
JM SMUCKER CO	P	2011-10-24	2013-03-27
JM SMUCKER CO	P	2011-12-15	2013-03-27
PAYCHEX INC	P	2011-06-13	2013-03-27
PAYCHEX INC	P	2011-07-12	2013-03-27
PAYCHEX INC	P	2011-08-25	2013-03-27

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
PAYCHEX INC	P	2010-10-05	2013-03-27
PAYCHEX INC	P	2011-10-24	2013-03-27
PAYCHEX INC	P	2011-12-15	2013-03-27
POLARIS INDUSTRIES INC	P	2011-06-13	2013-03-27
POLARIS INDUSTRIES INC	P	2011-07-12	2013-03-27
POLARIS INDUSTRIES INC	P	2011-08-25	2013-03-27
POLARIS INDUSTRIES INC	P	2010-10-05	2013-03-27
POLARIS INDUSTRIES INC	P	2011-10-24	2013-03-27
POLARIS INDUSTRIES INC	P	2011-12-15	2013-03-27
SIGMA ALDRICH CORP	P	2011-06-13	2013-03-27
SIGMA ALDRICH CORP	P	2011-07-12	2013-03-27
SIGMA ALDRICH CORP	P	2011-08-25	2013-03-27
SIGMA ALDRICH CORP	P	2010-10-05	2013-03-27
SIGMA ALDRICH CORP	P	2011-10-24	2013-03-27
SIGMA ALDRICH CORP	P	2011-12-15	2013-03-27
TARGET CORP	P	2011-06-13	2013-03-27
TARGET CORP	P	2011-07-12	2013-03-27
TARGET CORP	P	2011-08-25	2013-03-27
TARGET CORP	P	2010-10-05	2013-03-27
TARGET CORP	P	2011-10-24	2013-03-27
TARGET CORP	P	2011-12-15	2013-03-27
WAL-MART STORES INC	P	2011-06-13	2013-03-27
WAL-MART STORES INC	P	2011-07-12	2013-03-27
WAL-MART STORES INC	P	2011-08-25	2013-03-27
WAL-MART STORES INC	P	2010-10-05	2013-03-27
WAL-MART STORES INC	P	2011-10-24	2013-03-27
WAL-MART STORES INC	P	2011-12-15	2013-03-27
W W GRAINGER INC	P	2011-06-13	2013-03-27
W W GRAINGER INC	P	2011-07-12	2013-03-27
W W GRAINGER INC	P	2011-08-25	2013-03-27

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
W W GRAINGER INC	P	2010-10-05	2013-03-27
W W GRAINGER INC	P	2011-10-24	2013-03-27
W W GRAINGER INC	P	2011-12-15	2013-03-27
UNIV MA BLDG AUTH SR SER2	P	2006-10-16	2013-05-01
EXPEDITORS INTL WASH INC	P	2011-02-07	2013-06-07
EXPEDITORS INTL WASH INC	P	2011-08-09	2013-06-07
EXPEDITORS INTL WASH INC	P	2010-10-27	2013-06-07
ANALOG DEVICES	P	2012-04-20	2013-07-02
ANALOG DEVICES	P	2011-06-13	2013-07-02
ANALOG DEVICES	P	2012-06-26	2013-07-02
ANALOG DEVICES	P	2011-07-12	2013-07-02
ANALOG DEVICES	P	2011-10-24	2013-07-02
ANALOG DEVICES	P	2010-10-27	2013-07-02
ANALOG DEVICES	P	2011-12-15	2013-07-02
SCHLUMBERGER LTD	P	2011-02-07	2013-07-09
BAKER HUGHES INC	P	2010-06-08	2013-07-17
BAKER HUGHES INC	P	2010-08-05	2013-07-17
BAKER HUGHES INC	P	2010-10-27	2013-07-17
SCHLUMBERGER LTD	P	2010-08-05	2013-07-18
SCHLUMBERGER LTD	P	2010-10-27	2013-07-18
PENDLETON CO SCH DIST BLD AMERICA	P	2009-06-25	2013-07-23
MEADE CO KY SD FIN COR TXBL BAB	P	2009-07-02	2013-08-01
3M CO	P	2011-06-13	2013-08-06
3M CO	P	2011-07-12	2013-08-06
3M CO	P	2012-07-24	2013-08-06
3M CO	P	2010-10-05	2013-08-06
3M CO	P	2010-10-15	2013-08-06
3M CO	P	2010-10-27	2013-08-06
AMAZON COM INC	P	2011-02-07	2013-08-06
ANALOG DEVICES	P	2011-08-25	2013-08-06

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
ANALOG DEVICES	P	2010-10-05	2013-08-06
ANALOG DEVICES	P	2010-10-27	2013-08-06
APPLE INC	P	2012-01-04	2013-08-06
AUTOMATIC DATA PROCESSING	P	2011-02-07	2013-08-06
AUTOMATIC DATA PROCESSING	P	2012-04-20	2013-08-06
AUTOMATIC DATA PROCESSING	P	2011-06-13	2013-08-06
AUTOMATIC DATA PROCESSING	P	2012-06-26	2013-08-06
AUTOMATIC DATA PROCESSING	P	2011-07-12	2013-08-06
AUTOMATIC DATA PROCESSING	P	2011-08-25	2013-08-06
AUTOMATIC DATA PROCESSING	P	2010-10-05	2013-08-06
AUTOMATIC DATA PROCESSING	P	2011-10-24	2013-08-06
AUTOMATIC DATA PROCESSING	P	2010-10-27	2013-08-06
AUTOMATIC DATA PROCESSING	P	2011-12-15	2013-08-06
BROADCOM CORP-CL A	P	2012-07-24	2013-08-06
BROADCOM CORP-CL A	P	2011-12-29	2013-08-06
CHEVRON CORP	P	2011-02-07	2013-08-06
CHEVRON CORP	P	2012-04-20	2013-08-06
CHEVRON CORP	P	2011-06-13	2013-08-06
CHEVRON CORP	P	2012-06-26	2013-08-06
CHEVRON CORP	P	2011-07-12	2013-08-06
CHEVRON CORP	P	2011-08-25	2013-08-06
CHEVRON CORP	P	2010-10-05	2013-08-06
CHEVRON CORP	P	2010-10-15	2013-08-06
CHEVRON CORP	P	2011-10-24	2013-08-06
CHEVRON CORP	P	2010-10-27	2013-08-06
CHEVRON CORP	P	2011-12-15	2013-08-06
COLGATE PALMOLIVE	P	2012-04-20	2013-08-06
COLGATE PALMOLIVE	P	2011-06-13	2013-08-06
COLGATE PALMOLIVE	P	2012-06-26	2013-08-06
COLGATE PALMOLIVE	P	2011-07-12	2013-08-06

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
COLGATE PALMOLIVE	P	2012-07-24	2013-08-06
COLGATE PALMOLIVE	P	2011-08-09	2013-08-06
COLGATE PALMOLIVE	P	2011-08-25	2013-08-06
COLGATE PALMOLIVE	P	2011-10-24	2013-08-06
COLGATE PALMOLIVE	P	2011-12-15	2013-08-06
EMERSON ELECTRIC CO	P	2011-02-07	2013-08-06
EMERSON ELECTRIC CO	P	2012-04-20	2013-08-06
EMERSON ELECTRIC CO	P	2011-06-13	2013-08-06
EMERSON ELECTRIC CO	P	2011-07-12	2013-08-06
EMERSON ELECTRIC CO	P	2012-07-24	2013-08-06
EMERSON ELECTRIC CO	P	2010-10-05	2013-08-06
EMERSON ELECTRIC CO	P	2011-10-24	2013-08-06
EMERSON ELECTRIC CO	P	2010-10-27	2013-08-06
EMERSON ELECTRIC CO	P	2011-12-15	2013-08-06
EXXON MOBIL CORPORATION	P	2011-02-07	2013-08-06
EXXON MOBIL CORPORATION	P	2012-04-20	2013-08-06
EXXON MOBIL CORPORATION	P	2011-06-13	2013-08-06
EXXON MOBIL CORPORATION	P	2012-06-26	2013-08-06
EXXON MOBIL CORPORATION	P	2011-07-12	2013-08-06
EXXON MOBIL CORPORATION	P	2011-08-25	2013-08-06
EXXON MOBIL CORPORATION	P	2011-10-24	2013-08-06
EXXON MOBIL CORPORATION	P	2010-10-27	2013-08-06
EXXON MOBIL CORPORATION	P	2011-12-15	2013-08-06
GENERAL MILLS INC	P	2012-04-20	2013-08-06
GENERAL MILLS INC	P	2011-06-13	2013-08-06
GENERAL MILLS INC	P	2012-06-26	2013-08-06
GENERAL MILLS INC	P	2012-07-24	2013-08-06
GENERAL MILLS INC	P	2010-10-05	2013-08-06
GENERAL MILLS INC	P	2010-10-15	2013-08-06
GENERAL MILLS INC	P	2011-10-24	2013-08-06

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
GENERAL MILLS INC	P	2011-12-15	2013-08-06
GILEAD SCIENCES INC	P	2012-07-24	2013-08-06
INTL BUSINESS MACHINES	P	2012-04-20	2013-08-06
INTL BUSINESS MACHINES	P	2011-06-13	2013-08-06
INTL BUSINESS MACHINES	P	2012-06-26	2013-08-06
INTL BUSINESS MACHINES	P	2011-07-12	2013-08-06
INTL BUSINESS MACHINES	P	2011-08-25	2013-08-06
INTL BUSINESS MACHINES	P	2010-10-05	2013-08-06
INTL BUSINESS MACHINES	P	2011-10-24	2013-08-06
INTL BUSINESS MACHINES	P	2011-12-15	2013-08-06
JOHNSON & JOHNSON	P	2011-06-13	2013-08-06
JOHNSON & JOHNSON	P	2012-06-26	2013-08-06
JOHNSON & JOHNSON	P	2011-07-12	2013-08-06
JOHNSON & JOHNSON	P	2012-07-24	2013-08-06
JOHNSON & JOHNSON	P	2011-10-24	2013-08-06
JUNIPER NETWORKS INC	P	2012-03-15	2013-08-06
KOHLS CORP	P	2010-06-08	2013-08-06
KOHLS CORP	P	2010-10-27	2013-08-06
MASTERCARD INC-CL A	P	2011-06-15	2013-08-06
MCDONALDS CORP	P	2012-04-20	2013-08-06
MCDONALDS CORP	P	2012-06-26	2013-08-06
MCDONALDS CORP	P	2012-07-24	2013-08-06
MCDONALDS CORP	P	2011-08-25	2013-08-06
MCDONALDS CORP	P	2011-10-24	2013-08-06
MCDONALDS CORP	P	2011-12-15	2013-08-06
NORTHERN TRUST CORP	P	2010-06-08	2013-08-06
OMNICOM GROUP	P	2011-02-07	2013-08-06
OMNICOM GROUP	P	2012-07-24	2013-08-06
UNION PACIFIC CORP	P	2011-06-15	2013-08-06
UNITED TECHNOLOGIES	P	2011-02-07	2013-08-06

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
UNITED TECHNOLOGIES	P	2012-04-20	2013-08-06
UNITED TECHNOLOGIES	P	2011-06-13	2013-08-06
UNITED TECHNOLOGIES	P	2012-06-26	2013-08-06
UNITED TECHNOLOGIES	P	2011-07-12	2013-08-06
UNITED TECHNOLOGIES	P	2011-10-24	2013-08-06
UNITED TECHNOLOGIES	P	2010-10-27	2013-08-06
WALT DISNEY CO	P	2011-02-07	2013-08-06
WALT DISNEY CO	P	2011-08-09	2013-08-06
WALT DISNEY CO	P	2010-10-27	2013-08-06
XILINX INC	P	2011-02-14	2013-08-06
3M CO	P	2012-04-20	2013-08-15
3M CO	P	2012-06-26	2013-08-15
3M CO	P	2012-07-24	2013-08-15
AMAZON COM INC	P	2010-10-27	2013-08-15
AMERICAN EXPRESS	P	2011-02-07	2013-08-15
AMERICAN TOWER CORP	P	2010-06-08	2013-08-15
AMERICAN TOWER CORP	P	2012-07-24	2013-08-15
AMGEN INC	P	2010-10-15	2013-08-15
AMGEN INC	P	2010-10-27	2013-08-15
ANALOG DEVICES	P	2010-10-05	2013-08-15
AON PLC	P	2010-06-08	2013-08-15
APPLE INC	P	2012-01-04	2013-08-15
AUTOMATIC DATA PROCESSING	P	2010-10-05	2013-08-15
CHEVRON CORP	P	2010-08-05	2013-08-15
CHEVRON CORP	P	2010-10-05	2013-08-15
COCA COLA COMPANY	P	2011-02-07	2013-08-15
COCA COLA COMPANY	P	2010-10-27	2013-08-15
COLGATE PALMOLIVE	P	2011-08-09	2013-08-15
CVS CAREMARK CORP	P	2010-06-08	2013-08-15
CVS CAREMARK CORP	P	2012-07-24	2013-08-15

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
DANAHER CORP	P	2011-02-07	2013-08-15
DANAHER CORP	P	2010-10-27	2013-08-15
EMERSON ELECTRIC CO	P	2010-06-08	2013-08-15
EMERSON ELECTRIC CO	P	2012-07-24	2013-08-15
EMERSON ELECTRIC CO	P	2011-08-25	2013-08-15
EXPRESS SCRIPTS HOLDING CO	P	2012-01-27	2013-08-15
EXXON MOBIL CORPORATION	P	2010-10-05	2013-08-15
EXXON MOBIL CORPORATION	P	2010-10-27	2013-08-15
FRANKLIN RESOURCES INC	P	2011-08-09	2013-08-15
FRANKLIN RESOURCES INC	P	2010-10-15	2013-08-15
FRANKLIN RESOURCES INC	P	2010-10-27	2013-08-15
GENERAL MILLS INC	P	2010-10-05	2013-08-15
GILEAD SCIENCES INC	P	2012-07-24	2013-08-15
GILEAD SCIENCES INC	P	2010-08-05	2013-08-15
GOOGLE INC CL A	P	2012-07-24	2013-08-15
GOOGLE INC CL A	P	2010-10-15	2013-08-15
GOOGLE INC CL A	P	2010-10-27	2013-08-15
INTL BUSINESS MACHINES	P	2010-06-08	2013-08-15
INTL BUSINESS MACHINES	P	2010-10-05	2013-08-15
JOHNSON & JOHNSON	P	2012-04-20	2013-08-15
JOHNSON & JOHNSON	P	2011-08-25	2013-08-15
JOHNSON & JOHNSON	P	2011-10-24	2013-08-15
JOHNSON & JOHNSON	P	2011-12-15	2013-08-15
JP MORGAN CHASE & CO	P	2011-01-21	2013-08-15
JP MORGAN CHASE & CO	P	2011-02-07	2013-08-15
JP MORGAN CHASE & CO	P	2010-06-08	2013-08-15
JP MORGAN CHASE & CO	P	2010-08-05	2013-08-15
KOHLS CORP	P	2010-06-08	2013-08-15
MARRIOTT INTL INC NEW CL A	P	2010-06-08	2013-08-15
MARRIOTT INTL INC NEW CL A	P	2010-08-05	2013-08-15

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
MEDTRONIC INC	P	2011-01-21	2013-08-15
MEDTRONIC INC	P	2011-02-07	2013-08-15
MEDTRONIC INC	P	2012-04-20	2013-08-15
MEDTRONIC INC	P	2010-08-05	2013-08-15
MICROSOFT CORP	P	2011-02-07	2013-08-15
MICROSOFT CORP	P	2012-04-20	2013-08-15
MICROSOFT CORP	P	2012-06-26	2013-08-15
MONSANTO CO NEW	P	2011-02-07	2013-08-15
MONSANTO CO NEW	P	2010-08-05	2013-08-15
NORTHERN TRUST CORP	P	2010-06-08	2013-08-15
NORTHERN TRUST CORP	P	2010-08-05	2013-08-15
OMNICOM GROUP	P	2011-02-07	2013-08-15
OMNICOM GROUP	P	2010-08-05	2013-08-15
OMNICOM GROUP	P	2010-10-27	2013-08-15
PEPSICO INC	P	2011-01-21	2013-08-15
PEPSICO INC	P	2012-04-20	2013-08-15
PEPSICO INC	P	2011-06-13	2013-08-15
PEPSICO INC	P	2012-06-26	2013-08-15
PEPSICO INC	P	2011-07-12	2013-08-15
PEPSICO INC	P	2012-07-24	2013-08-15
PEPSICO INC	P	2010-08-05	2013-08-15
PEPSICO INC	P	2010-10-05	2013-08-15
PEPSICO INC	P	2010-10-15	2013-08-15
PEPSICO INC	P	2011-12-15	2013-08-15
PFIZER INC	P	2012-03-23	2013-08-15
PRAXAIR INC	P	2011-02-07	2013-08-15
PRAXAIR INC	P	2012-04-20	2013-08-15
PRAXAIR INC	P	2011-06-13	2013-08-15
PRAXAIR INC	P	2012-06-26	2013-08-15
PRAXAIR INC	P	2011-07-12	2013-08-15

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
PRAXAIR INC	P	2011-08-25	2013-08-15
PRAXAIR INC	P	2010-10-05	2013-08-15
PRAXAIR INC	P	2011-10-24	2013-08-15
PRAXAIR INC	P	2010-10-27	2013-08-15
PRAXAIR INC	P	2011-12-15	2013-08-15
PROCTER & GAMBLE	P	2011-02-07	2013-08-15
PROCTER & GAMBLE	P	2012-04-20	2013-08-15
PROCTER & GAMBLE	P	2010-06-08	2013-08-15
PROCTER & GAMBLE	P	2011-06-13	2013-08-15
PROCTER & GAMBLE	P	2011-07-12	2013-08-15
PROCTER & GAMBLE	P	2012-07-24	2013-08-15
PROCTER & GAMBLE	P	2011-08-25	2013-08-15
PROCTER & GAMBLE	P	2011-10-24	2013-08-15
PROCTER & GAMBLE	P	2010-10-27	2013-08-15
PROCTER & GAMBLE	P	2011-12-15	2013-08-15
STARBUCKS CORP	P	2012-07-24	2013-08-15
STRYKER CORP	P	2011-02-07	2013-08-15
STRYKER CORP	P	2010-10-27	2013-08-15
UNION PACIFIC CORP	P	2011-06-15	2013-08-15
UNITED PARCEL SERVICE CL B	P	2011-02-07	2013-08-15
UNITED PARCEL SERVICE CL B	P	2012-07-24	2013-08-15
UNITED TECHNOLOGIES	P	2012-06-26	2013-08-15
UNITED TECHNOLOGIES	P	2010-10-05	2013-08-15
UNITED TECHNOLOGIES	P	2011-12-15	2013-08-15
WELLPOINT INC	P	2011-01-05	2013-08-15
WELLPOINT INC	P	2012-07-24	2013-08-15
WELLS FARGO COMPANY	P	2011-02-07	2013-08-15
WELLS FARGO COMPANY	P	2010-06-08	2013-08-15
XILINX INC	P	2011-02-14	2013-08-15
XILINX INC	P	2012-07-24	2013-08-15

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
XILINX INC	P	2010-08-05	2013-08-15
NY HFA PERS INC ECON DEV HSG B	P	2009-01-06	2013-09-15
BROADCOM CORP-CL A	P	2011-12-29	2013-09-18
KOHLS CORP	P	2010-06-08	2013-11-13
MERCER CO NJ TXBL	P	2006-10-30	2013-12-01
TRP EMERGING MARKETS BOND FUND	P	2013-01-11	2013-04-01
TRP EMERGING MARKETS BOND FUND	P	2013-01-11	2013-08-15
TRP EMERGING MARKETS BOND FUND	P	2013-01-11	2013-08-06
TRP NEW INCOME FUND	P	2013-01-11	2013-04-01
TRP NEW INCOME FUND	P	2012-07-24	2013-04-01
TRP NEW INCOME FUND	P	2013-01-04	2013-08-15
TRP NEW INCOME FUND	P	2013-01-11	2013-08-15
TRP NEW INCOME FUND	P	2013-01-11	2013-08-06
TRP NEW HORIZONS FUND	P	2013-03-27	2013-08-06
TRP SPECTRUM INTL FUND	P	2013-01-18	2013-04-01
TRP SPECTRUM INTL FUND	P	2013-01-15	2013-08-15
TRP SPECTRUM INTL FUND	P	2013-01-18	2013-08-15
TRP HIGH YIELD FUND	P	2013-01-11	2013-08-06
TRP MID-CAP GROWTH FUND	P	2013-03-27	2013-08-06
TRP MID-CAP VALUE FUND	P	2013-03-27	2013-08-06
TRP SMALL-CAP VALUE FUND	P	2013-03-27	2013-08-06
TRP EMERGING MARKETS BOND FUND	P	2012-07-24	2013-08-15
TRP EMERGING MARKETS BOND FUND	P	2011-07-29	2013-08-15
TRP HIGH YIELD FUND	P	2011-01-31	2013-08-15
TRP HIGH YIELD FUND	P	2011-02-07	2013-08-15
TRP HIGH YIELD FUND	P	2011-03-31	2013-08-15
TRP HIGH YIELD FUND	P	2011-06-30	2013-08-15
TRP HIGH YIELD FUND	P	2011-07-29	2013-08-15
TRP HIGH YIELD FUND	P	2010-10-27	2013-08-15
TRP HIGH YIELD FUND	P	2010-10-29	2013-08-15

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
TRP HIGH YIELD FUND	P	2011-02-07	2013-08-06
TRP MID-CAP GROWTH FUND	P	2012-07-24	2013-08-15
TRP MID-CAP GROWTH FUND	P	2010-08-05	2013-08-15
TRP MID-CAP GROWTH FUND	P	2010-10-15	2013-08-15
TRP MID-CAP GROWTH FUND	P	2012-07-24	2013-08-06
TRP MID-CAP GROWTH FUND	P	2010-10-27	2013-08-06
TRP MID-CAP VALUE FUND	P	2012-07-24	2013-08-15
TRP MID-CAP VALUE FUND	P	2010-10-27	2013-08-15
TRP MID-CAP VALUE FUND	P	2010-12-14	2013-08-15
TRP MID-CAP VALUE FUND	P	2011-02-07	2013-08-06
TRP MID-CAP VALUE FUND	P	2010-12-14	2013-08-06
TRP NEW HORIZONS FUND	P	2012-07-24	2013-08-15
TRP NEW HORIZONS FUND	P	2010-08-05	2013-08-15
TRP NEW HORIZONS FUND	P	2010-10-15	2013-08-15
TRP NEW HORIZONS FUND	P	2012-07-24	2013-08-06
TRP NEW HORIZONS FUND	P	2011-12-15	2013-08-15
TRP SMALL-CAP VALUE FUND	P	2012-07-24	2013-08-15
TRP SMALL-CAP VALUE FUND	P	2010-08-05	2013-08-15
TRP SMALL-CAP VALUE FUND	P	2010-10-27	2013-08-15
TRP SMALL-CAP VALUE FUND	P	2010-12-14	2013-08-15
TRP SMALL-CAP VALUE FUND	P	2011-12-14	2013-08-15
TRP SMALL-CAP VALUE FUND	P	2012-07-24	2013-08-06
TRP SPECTRUM INTL FUND	P	2011-01-21	2013-08-15
TRP SPECTRUM INTL FUND	P	2011-02-07	2013-08-15
TRP SPECTRUM INTL FUND	P	2011-08-09	2013-08-15
TRP SPECTRUM INTL FUND	P	2010-10-27	2013-08-15
TRP SPECTRUM INTL FUND	P	2010-12-21	2013-08-15
CAPITAL GAINS DIVIDENDS	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
7,453		7,662	-209
8,607		7,787	820
7,168		7,831	-663
8,506		7,814	692
6,567		6,326	241
8,193		8,019	174
6,181		6,448	-267
7,618		7,855	-237
6,342		5,979	363
5,206		4,671	535
7,467		7,909	-442
6,091		6,464	-373
8,536		7,862	674
7,665		7,982	-317
5,947		6,272	-325
8,301		8,143	158
6,917		6,258	659
9,431		7,455	1,976
8,885		6,675	2,210
8,638		8,061	577
6,864		6,246	618
8,359		7,994	365
7,343		6,309	1,034
8,947		8,069	878
6,622		6,321	301
7,714		7,880	-166
7,013		6,350	663
2,712		1,777	935
7,884		8,117	-233
7,095		6,266	829

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
8,593		7,947	646
7,189		6,344	845
7,099		8,094	-995
6,189		6,196	-7
8,099		8,207	-108
7,209		6,074	1,135
8,918		7,825	1,093
9,089		8,049	1,040
7,740		6,352	1,388
8,611		8,044	567
6,889		6,325	564
9,820		8,065	1,755
8,172		6,485	1,687
9,430		7,649	1,781
7,876		6,134	1,742
9,503		8,055	1,448
6,579		6,314	265
10,092		8,172	1,920
7,656		6,276	1,380
11,932		7,660	4,272
10,410		6,477	3,933
7,913		7,888	25
6,933		6,152	781
8,694		8,049	645
7,185		6,187	998
9,589		7,926	1,663
8,136		6,200	1,936
8,868		7,876	992
6,955		6,361	594
9,088		7,960	1,128

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
8,270		6,302	1,968
8,582		8,094	488
6,819		6,380	439
9,580		7,879	1,701
7,567		6,308	1,259
9,573		7,971	1,602
7,030		6,456	574
7,944		7,928	16
7,723		6,427	1,296
9,034		7,296	1,738
5,258		6,495	-1,237
5,487		6,860	-1,373
6,904		6,798	106
20,346		20,444	-98
6,172		6,673	-501
5,944		6,081	-137
5,569		6,566	-997
5,569		6,097	-528
5,097		6,072	-975
5,973		6,557	-584
3,982		4,573	-591
1,991		2,289	-298
20,309		20,283	26
5,973		6,794	-821
4,978		5,933	-955
7,714		6,627	1,087
6,923		6,086	837
7,681		6,458	1,223
8,147		6,887	1,260
8,147		6,836	1,311

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
23,276		20,360	2,916
7,215		6,596	619
6,517		6,026	491
4,826		6,412	-1,586
5,197		6,900	-1,703
6,496		6,781	-285
5,754		6,119	-365
5,345		6,115	-770
6,529		6,528	1
6,529		6,910	-381
7,345		6,786	559
22,689		20,466	2,223
6,733		6,411	322
6,413		6,084	329
5,385		4,904	481
5,505		5,313	192
6,223		5,243	980
20,643		15,635	5,008
5,385		5,017	368
5,325		4,692	633
5,895		6,384	-489
6,222		7,077	-855
6,943		6,826	117
22,597		20,388	2,209
6,091		6,554	-463
5,698		6,076	-378
7,248		6,625	623
7,248		6,883	365
7,377		6,799	578
22,226		20,422	1,804

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
6,120		6,145	-25
5,798		6,070	-272
40,528		37,719	2,809
6,388		6,288	100
5,947		6,035	-88
39,274		21,293	17,981
13			13
6,917		6,170	747
7,225		6,120	1,105
8,101		6,434	1,667
8,454		6,912	1,542
8,665		6,794	1,871
26,418		20,342	6,076
8,101		6,433	1,668
7,397		6,092	1,305
8,362		6,595	1,767
7,552		6,997	555
9,117		6,794	2,323
29,131		20,340	8,791
6,743		6,571	172
6,905		6,063	842
2,303		1,457	846
2,354		1,579	775
2,661		1,558	1,103
8,826		4,647	4,179
2,303		1,491	812
2,277		1,394	883
6,132		6,442	-310
6,482		7,023	-541
7,621		6,784	837

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
21,461		20,549	912
6,570		6,240	330
6,482		6,087	395
6,197		6,391	-194
6,445		6,873	-428
7,189		6,824	365
22,722		20,456	2,266
7,023		6,649	374
7,023		6,056	967
5,734		6,586	-852
6,371		6,929	-558
7,554		6,855	699
22,753		20,468	2,285
6,007		6,513	-506
6,371		6,146	225
5,717		6,510	-793
5,240		6,830	-1,590
7,241		6,809	432
20,484		20,412	72
6,352		6,655	-303
6,606		6,044	562
8,724		6,325	2,399
8,724		6,738	1,986
9,208		6,769	2,439
31,987		20,460	11,527
8,239		6,406	1,833
7,561		6,135	1,426
7,241		6,563	678
7,990		6,923	1,067
9,239		6,786	2,453

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
22,722		20,359	2,363
8,739		6,642	2,097
8,889		6,064	2,825
6,732		6,574	158
6,889		6,889	0
7,922		6,815	1,107
22,232		20,346	1,886
7,672		6,621	1,051
6,576		6,087	489
7,211		6,424	787
7,554		6,772	782
8,310		6,789	1,521
24,379		20,493	3,886
7,554		6,474	1,080
7,417		6,068	1,349
7,513		6,537	976
7,772		6,781	991
9,948		6,792	3,156
20,208		20,477	-269
7,772		6,493	1,279
7,617		6,098	1,519
7,858		6,588	1,270
8,223		6,972	1,251
8,516		6,781	1,735
25,584		20,465	5,119
8,223		6,491	1,732
7,748		6,100	1,648
8,265		6,364	1,901
8,700		7,054	1,646
8,961		6,802	2,159

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
26,535		20,348	6,187
8,265		6,441	1,824
8,091		6,076	2,015
9,258		6,533	2,725
9,875		6,992	2,883
12,344		6,788	5,556
28,185		20,308	7,877
10,698		6,518	4,180
10,945		6,088	4,857
6,442		6,425	17
6,652		6,970	-318
7,913		6,802	1,111
22,758		20,378	2,380
7,003		6,576	427
6,722		6,074	648
7,245		6,588	657
7,245		6,951	294
9,298		6,774	2,524
25,660		20,284	5,376
8,151		6,512	1,639
8,030		6,100	1,930
8,233		6,554	1,679
8,717		6,931	1,786
9,686		6,808	2,878
31,963		20,252	11,711
8,136		6,474	1,662
7,652		6,060	1,592
7,651		6,595	1,056
7,651		6,839	812
9,146		6,808	2,338

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
25,734		20,443	5,291
7,651		6,444	1,207
7,199		6,093	1,106
11,814		6,459	5,355
10,905		6,985	3,920
12,359		6,768	5,591
56,343		20,526	35,817
9,996		6,555	3,441
9,542		6,075	3,467
7,432		6,524	908
7,279		7,037	242
8,582		6,783	1,799
25,285		20,516	4,769
7,279		6,620	659
7,509		6,103	1,406
9,719		6,493	3,226
9,372		6,905	2,467
9,372		6,797	2,575
26,033		20,339	5,694
7,983		6,308	1,675
7,983		5,986	1,997
9,349		6,582	2,767
8,975		6,492	2,483
11,219		7,913	3,306
28,420		20,518	7,902
8,526		6,477	2,049
7,853		6,084	1,769
9,930		6,449	3,481
9,488		6,858	2,630
10,812		6,822	3,990

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
37,511		20,620	16,891
8,164		6,375	1,789
7,502		6,077	1,425
30,000		30,000	0
3,839		5,137	-1,298
11,518		12,912	-1,394
3,839		4,909	-1,070
9,486		7,973	1,513
7,905		6,564	1,341
7,815		6,344	1,471
8,583		6,946	1,637
8,131		6,499	1,632
7,137		5,149	1,988
8,086		6,107	1,979
7,660		9,013	-1,353
68,449		53,455	14,994
4,889		4,267	622
7,334		6,959	375
7,857		6,297	1,560
11,786		10,322	1,464
75,000		75,975	-975
75,000		75,000	0
8,214		6,409	1,805
8,214		6,721	1,493
6,806		5,093	1,713
26,989		20,319	6,670
11,735		8,921	2,814
5,867		4,489	1,378
15,002		8,828	6,174
10,550		6,811	3,739

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
12,135		7,727	4,408
2,080		1,369	711
46,548		41,339	5,209
10,806		7,418	3,388
10,446		7,997	2,449
9,005		6,592	2,413
8,357		6,266	2,091
9,005		6,746	2,259
10,158		6,797	3,361
13,328		7,804	5,524
9,005		6,598	2,407
7,204		4,447	2,757
8,573		6,103	2,470
5,357		6,054	-697
13,393		14,611	-1,218
6,175		4,893	1,282
9,509		7,903	1,606
8,027		6,412	1,615
7,533		6,166	1,367
8,027		6,849	1,178
8,645		6,797	1,848
5,557		3,730	1,827
6,175		4,174	2,001
7,533		6,510	1,023
18,525		12,576	5,949
7,533		6,080	1,453
9,994		8,098	1,896
9,141		6,412	2,729
7,678		6,329	1,349
9,141		6,654	2,487

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
12,188		10,184	2,004
9,141		6,157	2,984
9,506		6,802	2,704
8,531		6,423	2,108
8,166		6,080	2,086
6,169		6,083	86
9,748		7,981	1,767
8,020		6,665	1,355
7,712		7,043	669
5,491		4,019	1,472
23,444		20,386	3,058
8,329		6,419	1,910
12,339		10,846	1,493
7,650		6,069	1,581
9,148		8,390	758
8,599		8,025	574
7,501		6,497	1,004
10,520		9,500	1,020
7,501		6,799	702
8,507		6,754	1,753
7,318		6,409	909
6,861		4,908	1,953
6,861		6,007	854
10,899		8,072	2,827
8,951		6,493	2,458
8,740		6,349	2,391
26,326		18,917	7,409
790		558	232
10,530		7,466	3,064
8,635		6,448	2,187

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
8,003		6,075	1,928
23,995		10,251	13,744
7,468		7,776	-308
7,659		6,533	1,126
6,510		6,544	-34
7,659		7,012	647
7,851		6,817	1,034
19,148		13,727	5,421
6,702		6,413	289
6,127		6,006	121
8,906		6,347	2,559
9,094		6,456	2,638
9,375		6,764	2,611
18,750		13,408	5,342
4,500		3,101	1,399
10,918		10,658	260
5,162		4,951	211
5,162		5,164	-2
32,461		13,591	18,870
7,992		7,822	170
7,006		6,343	663
72,030		64,208	7,822
7,598		6,837	761
6,907		6,438	469
6,118		6,086	32
23,368		19,625	3,743
3,191		2,393	798
9,574		7,248	2,326
16,086		9,974	6,112
10,526		8,368	2,158

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
10,316		7,951	2,365
8,421		6,636	1,785
6,210		4,350	1,860
7,368		6,228	1,140
8,947		6,511	2,436
10,526		7,414	3,112
6,643		4,101	2,542
13,286		6,688	6,598
13,286		7,148	6,138
18,405		13,515	4,890
10,548		7,960	2,588
7,766		5,786	1,980
4,868		3,688	1,180
28,634		16,731	11,903
14,981		8,984	5,997
10,410		6,338	4,072
10,410		10,343	67
10,681		5,673	5,008
21,363		11,330	10,033
19,141		12,616	6,525
20,382		14,724	5,658
37,351		31,004	6,347
21,423		12,656	8,767
6,008		3,945	2,063
24,032		16,579	7,453
7,820		6,250	1,570
11,730		9,118	2,612
41,888		28,731	13,157
11,723		6,224	5,499
11,723		8,892	2,831

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
13,346		9,839	3,507
13,346		8,556	4,790
8,319		6,061	2,258
668		497	171
9,230		6,793	2,437
25,608		20,571	5,037
24,260		17,324	6,936
2,205		1,636	569
9,494		7,427	2,067
7,121		5,810	1,311
7,121		5,782	1,339
25,298		18,613	6,685
11,376		5,125	6,251
22,752		7,214	15,538
21,531		15,162	6,369
21,531		15,015	6,516
43,062		30,782	12,280
9,314		6,186	3,128
9,314		6,863	2,451
4,310		3,058	1,252
9,428		6,765	2,663
4,669		3,359	1,310
8,530		6,089	2,441
10,620		9,040	1,580
5,310		4,552	758
5,310		3,778	1,532
5,310		4,112	1,198
15,950		14,854	1,096
12,243		9,100	3,143
8,162		6,672	1,490

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
10,843		7,725	3,118
5,421		3,955	1,466
7,048		4,900	2,148
13,554		9,468	4,086
7,522		6,697	825
7,713		7,950	-237
10,157		9,622	535
9,711		7,555	2,156
9,711		6,160	3,551
16,920		14,719	2,201
5,640		4,901	739
6,029		4,786	1,243
6,029		3,886	2,143
6,029		4,353	1,676
4,064		3,290	774
9,427		7,738	1,689
7,721		6,576	1,145
7,477		6,354	1,123
8,127		6,930	1,197
12,191		10,290	1,901
8,127		6,534	1,593
24,381		20,267	4,114
12,191		10,006	2,185
4,470		3,576	894
23,132		17,490	5,642
11,797		9,512	2,285
8,258		7,985	273
7,668		6,551	1,117
7,196		6,381	815
7,668		7,032	636

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
8,730		6,854	1,876
26,543		20,410	6,133
7,550		6,625	925
2,123		1,626	497
6,842		6,001	841
8,055		6,453	1,602
9,505		7,967	1,538
19,090		14,728	4,362
8,055		6,517	1,538
8,458		6,819	1,639
24,165		19,201	4,964
8,699		6,766	1,933
7,894		6,387	1,507
8,055		6,298	1,757
7,491		6,056	1,435
21,160		15,082	6,078
6,885		5,953	932
13,771		10,126	3,645
31,366		19,947	11,419
8,586		7,425	1,161
8,586		7,420	1,166
2,778		1,991	787
19,548		13,764	5,784
8,539		6,099	2,440
17,081		11,612	5,469
8,541		6,121	2,420
8,576		6,665	1,911
17,152		11,105	6,047
4,396		3,379	1,017
8,791		6,101	2,690

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
8,791		5,584	3,207
55,000		55,000	0
68,901		72,778	-3,877
23,120		19,805	3,315
35,000		34,819	181
30,000		30,759	-759
8,885		9,928	-1,043
40,000		44,313	-4,313
8,926		8,963	-37
266,074		269,875	-3,801
82,530		86,767	-4,237
67,470		71,006	-3,536
225,000		235,032	-10,032
57,960		50,000	7,960
115,000		114,694	306
291,510		275,000	16,510
116,200		110,306	5,894
74,788		75,000	-212
55,551		50,000	5,551
53,694		50,000	3,694
53,491		50,000	3,491
10,420		11,134	-714
695		744	-49
2,322		2,289	33
3,329		3,295	34
2,539		2,510	29
2,644		2,583	61
2,635		2,582	53
14,282		13,935	347
2,251		2,199	52

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
15,212		14,953	259
60,896		48,363	12,533
33,215		24,721	8,494
5,890		4,671	1,219
2,099		1,636	463
22,351		17,660	4,691
61,674		50,000	11,674
38,180		36,920	1,260
146		119	27
13,301		11,378	1,923
8,005		6,447	1,558
21,433		16,860	4,573
88,199		57,336	30,863
6,757		4,747	2,010
17,040		13,139	3,901
33,613		23,743	9,870
16,870		13,341	3,529
63,169		43,413	19,756
41,224		30,000	11,224
6,412		5,001	1,411
22,327		16,203	6,124
21,509		16,658	4,851
23,273		21,344	1,929
27,301		25,477	1,824
89,129		76,094	13,035
224,478		200,000	24,478
28,110		25,258	2,852
92,784			92,784

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-209
			820
			-663
			692
			241
			174
			-267
			-237
			363
			535
			-442
			-373
			674
			-317
			-325
			158
			659
			1,976
			2,210
			577
			618
			365
			1,034
			878
			301
			-166
			663
			935
			-233
			829

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			646
			845
			-995
			-7
			-108
			1,135
			1,093
			1,040
			1,388
			567
			564
			1,755
			1,687
			1,781
			1,742
			1,448
			265
			1,920
			1,380
			4,272
			3,933
			25
			781
			645
			998
			1,663
			1,936
			992
			594
			1,128

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			1,968
			488
			439
			1,701
			1,259
			1,602
			574
			16
			1,296
			1,738
			-1,237
			-1,373
			106
			-98
			-501
			-137
			-997
			-528
			-975
			-584
			-591
			-298
			26
			-821
			-955
			1,087
			837
			1,223
			1,260
			1,311

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			2,916
			619
			491
			-1,586
			-1,703
			-285
			-365
			-770
			1
			-381
			559
			2,223
			322
			329
			481
			192
			980
			5,008
			368
			633
			-489
			-855
			117
			2,209
			-463
			-378
			623
			365
			578
			1,804

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-25
			-272
			2,809
			100
			-88
			17,981
			13
			747
			1,105
			1,667
			1,542
			1,871
			6,076
			1,668
			1,305
			1,767
			555
			2,323
			8,791
			172
			842
			846
			775
			1,103
			4,179
			812
			883
			-310
			-541
			837

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			912
			330
			395
			-194
			-428
			365
			2,266
			374
			967
			-852
			-558
			699
			2,285
			-506
			225
			-793
			-1,590
			432
			72
			-303
			562
			2,399
			1,986
			2,439
			11,527
			1,833
			1,426
			678
			1,067
			2,453

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			2,363
			2,097
			2,825
			158
			0
			1,107
			1,886
			1,051
			489
			787
			782
			1,521
			3,886
			1,080
			1,349
			976
			991
			3,156
			-269
			1,279
			1,519
			1,270
			1,251
			1,735
			5,119
			1,732
			1,648
			1,901
			1,646
			2,159

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			6,187
			1,824
			2,015
			2,725
			2,883
			5,556
			7,877
			4,180
			4,857
			17
			-318
			1,111
			2,380
			427
			648
			657
			294
			2,524
			5,376
			1,639
			1,930
			1,679
			1,786
			2,878
			11,711
			1,662
			1,592
			1,056
			812
			2,338

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			5,291
			1,207
			1,106
			5,355
			3,920
			5,591
			35,817
			3,441
			3,467
			908
			242
			1,799
			4,769
			659
			1,406
			3,226
			2,467
			2,575
			5,694
			1,675
			1,997
			2,767
			2,483
			3,306
			7,902
			2,049
			1,769
			3,481
			2,630
			3,990

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			16,891
			1,789
			1,425
			0
			-1,298
			-1,394
			-1,070
			1,513
			1,341
			1,471
			1,637
			1,632
			1,988
			1,979
			-1,353
			14,994
			622
			375
			1,560
			1,464
			-975
			0
			1,805
			1,493
			1,713
			6,670
			2,814
			1,378
			6,174
			3,739

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			4,408
			711
			5,209
			3,388
			2,449
			2,413
			2,091
			2,259
			3,361
			5,524
			2,407
			2,757
			2,470
			-697
			-1,218
			1,282
			1,606
			1,615
			1,367
			1,178
			1,848
			1,827
			2,001
			1,023
			5,949
			1,453
			1,896
			2,729
			1,349
			2,487

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			2,004
			2,984
			2,704
			2,108
			2,086
			86
			1,767
			1,355
			669
			1,472
			3,058
			1,910
			1,493
			1,581
			758
			574
			1,004
			1,020
			702
			1,753
			909
			1,953
			854
			2,827
			2,458
			2,391
			7,409
			232
			3,064
			2,187

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			1,928
			13,744
			-308
			1,126
			-34
			647
			1,034
			5,421
			289
			121
			2,559
			2,638
			2,611
			5,342
			1,399
			260
			211
			-2
			18,870
			170
			663
			7,822
			761
			469
			32
			3,743
			798
			2,326
			6,112
			2,158

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			2,365
			1,785
			1,860
			1,140
			2,436
			3,112
			2,542
			6,598
			6,138
			4,890
			2,588
			1,980
			1,180
			11,903
			5,997
			4,072
			67
			5,008
			10,033
			6,525
			5,658
			6,347
			8,767
			2,063
			7,453
			1,570
			2,612
			13,157
			5,499
			2,831

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			3,507
			4,790
			2,258
			171
			2,437
			5,037
			6,936
			569
			2,067
			1,311
			1,339
			6,685
			6,251
			15,538
			6,369
			6,516
			12,280
			3,128
			2,451
			1,252
			2,663
			1,310
			2,441
			1,580
			758
			1,532
			1,198
			1,096
			3,143
			1,490

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			3,118
			1,466
			2,148
			4,086
			825
			-237
			535
			2,156
			3,551
			2,201
			739
			1,243
			2,143
			1,676
			774
			1,689
			1,145
			1,123
			1,197
			1,901
			1,593
			4,114
			2,185
			894
			5,642
			2,285
			273
			1,117
			815
			636

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			1,876
			6,133
			925
			497
			841
			1,602
			1,538
			4,362
			1,538
			1,639
			4,964
			1,933
			1,507
			1,757
			1,435
			6,078
			932
			3,645
			11,419
			1,161
			1,166
			787
			5,784
			2,440
			5,469
			2,420
			1,911
			6,047
			1,017
			2,690

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			3,207
			0
			-3,877
			3,315
			181
			-759
			-1,043
			-4,313
			-37
			-3,801
			-4,237
			-3,536
			-10,032
			7,960
			306
			16,510
			5,894
			-212
			5,551
			3,694
			3,491
			-714
			-49
			33
			34
			29
			61
			53
			347
			52

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			259
			12,533
			8,494
			1,219
			463
			4,691
			11,674
			1,260
			27
			1,923
			1,558
			4,573
			30,863
			2,010
			3,901
			9,870
			3,529
			19,756
			11,224
			1,411
			6,124
			4,851
			1,929
			1,824
			13,035
			24,478
			2,852
			92,784

Form 990PF Part XV Line 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*				
COLUMBIA INTERNATIONAL UNIVERSITY 7435 MONTICELLO ROAD COLUMBIA, SC 29230	NONE	PUBLIC	EDUCATIONAL	4,075,000
CROSSOVER COMMUNICATIONS POST OFFICE BOX 211755 COLUMBIA, SC 29221	NONE	RELIGIOUS	GENERAL USE	10,000
FAMILY SHELTER 2411 TWO NOTCH ROAD COLUMBIA, SC 29202	NONE	PUBLIC	GENERAL USE	1,000
GLENFOREST SCHOOL 1041 HARBOR DRIVE WEST COLUMBIA, SC 29169	NONE	EDUCATION	GENERAL USE	5,000
HEARTWORKS AT CRESCENT HILL POST OFFICE BOX 4476 COLUMBIA, SC 29240	NONE	RELIGIOUS	GENERAL USE	50,000
KINGDOM BUILDING MINISTRIES 14485 E EVANS AVENUE AURORA, CA 80014	NONE	PUBLIC	RELIGIOUS	30,000
MIDLANDS HOUSING ALLIANCE 1901 MAIN STREET STE 250 COLUMBIA, SC 29201	NONE	PUBLIC	GENERAL USE	200,000
THE COOPERATIVE MINISTRY 3821 WEST BELTLINE BOULEVARD COLUMBIA, SC 29204	NONE	PUBLIC	GENERAL USE	4,242
ONE-LIFE MINISTRIES 143 KILLIAN POINT CIRCLE CHAPIN, SC 29036	NONE	RELIGIOUS	GENERAL USE	30,000
NEW DIRECTIONS POST OFFICE BOX 2347 BURLINGTON, NC 27216	NONE	RELIGIOUS	GENERAL USE	5,000
MIRACLE HILLS MINISTRY POST OFFICE BOX 2546 GREENVILLE, SC 29602	NONE	RELIGIOUS	GENERAL USE	10,000
THE SALVATION ARMY POST OFFICE BOX 2786 COLUMBIA, SC 29202	NONE	RELIGIOUS	DEVELOPMENT DIRECTOR	20,000
MIDTOWN FELLOWSHIP POST OFFICE BOX 505 COLUMBIA, SC 29202	NONE	RELIGIOUS	GENERAL USE	31,000
EPWORTH CHILDREN'S HOME POST OFFICE BOX 50466 COLUMBIA, SC 29250	NONE	PUBLIC	GENERAL USE	1,000
Total . . . . ▶ **3a**				4,472,242

efile GRAPHIC print - DO NOT PROCESS | As Filed Data - | DLN: 93491134017084

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ **Attach to Form 990, 990-EZ, or 990-PF.**
▶ **Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at *www.irs.gov/form990*.**

OMB No 1545-0047

2013

Name of the organization
THE CASSELS FOUNDATION

Employer identification number
57-1029022

Organization type (check one)

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☑ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions

General Rule

☑ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, $5,000 or more (in money or property) from any one contributor Complete Parts I and II

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals Complete Parts I, II, and III

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc , purposes, but these contributions did not total more than $1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc , contributions of $5,000 or more during the year . . . . ▶ $ ____________

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization
THE CASSELS FOUNDATION

Employer identification number
57-1029022

Part I Contributors (see instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	ROSALIE O CASSELS CLAT #1 420 DAVEGA ROAD LEXINGTON, SC 29073	$ 1,219,961	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
2	ROSALIE O CASSELS CLAT #2 420 DAVEGA ROAD LEXINGTON, SC 29073	$ 1,219,961	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
3	CHARLOTTE R CASSELS 420 DAVEGA ROAD LEXINGTON, SC 29073	$ 649,719	Person ☑ Payroll ☐ Noncash ☑ (Complete Part II for noncash contributions)
4	CHARLOTTE R CASSELS 420 DAVEGA ROAD LEXINGTON, SC 29073	$ 1,004,697	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Name of organization	**Employer identification number**
THE CASSELS FOUNDATION	57-1029022

Part II **Noncash Property** (see instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
3	SECURITIES	$ 649,719	2013-12-26

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

Name of organization
THE CASSELS FOUNDATION

Employer identification number
57-1029022

Part III ***Exclusively*** **religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than $1,000 for the year.** Complete columns **(a)** through **(e) and** the following line entry
For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc , contributions of **$1,000 or less** for the year (Enter this information once See instructions) ▶ $
Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

TY 2013 Explanation of Non-Filing with Attorney General Statement

Name: THE CASSELS FOUNDATION

EIN: 57-1029022

Statement: SOUTH CAROLINA NO LONGER REQUIRES A COPY OF FORM 990-PF TO BE FILED WITH THE STATE ATTORNEY GENERAL'S OFFICE.

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491134017084

TY 2013 Investments Corporate Stock Schedule

Name: THE CASSELS FOUNDATION

EIN: 57-1029022

Name of Stock	End of Year Book Value	End of Year Fair Market Value
CORPORATE STOCKS	4,634,477	8,093,772
MUTUAL FUNDS	2,398,434	3,574,178

TY 2013 Investments Government Obligations Schedule

Name:	THE CASSELS FOUNDATION
EIN:	57-1029022
US Government Securities - End of Year Book Value:	3,020,514
US Government Securities - End of Year Fair Market Value:	3,042,504
State & Local Government Securities - End of Year Book Value:	0
State & Local Government Securities - End of Year Fair Market Value:	0

TY 2013 Other Decreases Schedule

Name: THE CASSELS FOUNDATION

EIN: 57-1029022

Description	Amount
CURRENT YEAR FAIR MARKET VALUE CHANGE	172,768
ORIGINAL ISSUE DISCOUNT	198

TY 2013 Other Expenses Schedule

Name: THE CASSELS FOUNDATION

EIN: 57-1029022

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT FEES - BNY MELLON	6	6		0
MANAGEMENT FEES - BNY MELLON	59,139	59,139		0
INVESTMENT FEES - BNY MELLON	13	13		0
MEMBERSHIP FEES	725	725		0
FEDERAL TAXES	6,540	0		0
FEDERAL ESTIMATES PAID	9,080	0		0

TY 2013 Other Income Schedule

Name: THE CASSELS FOUNDATION

EIN: 57-1029022

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
CLASS ACTION SETTLEMENT	87		87

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491134017084

TY 2013 Other Increases Schedule

Name: THE CASSELS FOUNDATION

EIN: 57-1029022

Description	Amount
AMORTIZATION OF PREMIUM	3,406
INVESTMENT FEES	12

TY 2013 Other Professional Fees Schedule

Name: THE CASSELS FOUNDATION

EIN: 57-1029022

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PROFESSIONAL FEES	1,290	1,290		0

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491134017084

TY 2013 Taxes Schedule

Name: THE CASSELS FOUNDATION

EIN: 57-1029022

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES BNYM	426	426		0
FOREIGN TAXES TRP	2,402	2,402		0

TY 2013 IRS Payment

Name:	THE CASSELS FOUNDATION
EIN:	57-1029022
Routing Transit Number:	053207766
Bank Account Number:	2000045429039
Type of Account:	Checking
Payment Amount in Dollars and Cents:	7,489
Requested Payment Date:	2014-05-15
Taxpayer's Daytime Phone Number:	(803) 939-3373