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Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation**

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

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

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

OMB No 1545-0052

2013

Open to Public Inspection

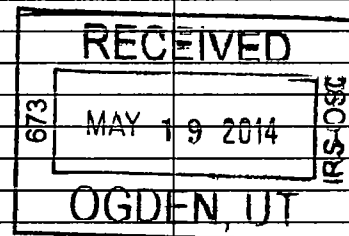
For calendar year 2013 or tax year beginning , 2013, and ending , 20

Name of foundation MARY G.K. FOX FOUNDATION 5006007		A Employer identification number 62-6160483						
Number and street (or P.O. box number if mail is not delivered to street address) 800 S. GAY STREET		B Telephone number (see instructions) 865-971-2023						
City or town, state or province, country, and ZIP or foreign postal code KNOXVILLE, TN 37995-1230		C If exemption application is pending, check here ☐						
G Check all that apply: <table border="1"> <tr> <td>☐ Initial return</td> <td>☐ Initial return of a former public charity</td> </tr> <tr> <td>☐ Final return</td> <td>☐ Amended return</td> </tr> <tr> <td>☐ Address change</td> <td>☐ Name change</td> </tr> </table>		☐ 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 ☐
☐ Initial return	☐ Initial return of a former public charity							
☐ Final return	☐ Amended return							
☐ Address change	☐ Name change							
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐						
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 3,053,144.	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)				
	2 Check ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	151,658.	151,658.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	152,752.			
	b Gross sales price for all assets on line 6a 1,991,705.				
	7 Capital gain net income (from Part IV, line 2)		152,752.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	304,410.	304,410.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	31,062.	15,531.		15,531.
	14 Other employee salaries and wages		NONE	NONE	
	15 Pension plans, employee benefits		NONE	NONE	
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions) STMT. 1	4,100.			
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings		NONE	NONE	
	22 Printing and publications		NONE	NONE	
	23 Other expenses (attach schedule) STMT. 2	1,270.			
	24 Total operating and administrative expenses. Add lines 13 through 23	36,432.	15,531.	NONE	15,531.
	25 Contributions, gifts, grants paid	138,338.			138,338.
26 Total expenses and disbursements. Add lines 24 and 25	174,770.	15,531.	NONE	153,869.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	129,640.				
b Net investment income (if negative, enter -0-)		288,879.			
c Adjusted net income (if negative, enter -0-)					

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing	3,775.	868.	868.
	2	Savings and temporary cash investments	36,882.	78,034.	78,034.
	3	Accounts receivable ▶ Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶ Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ Less: allowance for doubtful accounts ▶	NONE		
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U S and state government obligations (attach schedule)	199,500.		
	b	Investments - corporate stock (attach schedule)	2,061,394.	2,351,246.	2,974,242.
	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)	2,301,551.	2,430,148.	3,053,144.	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
23	Total liabilities (add lines 17 through 22)		NONE		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, . . . ▶ ☒ check here and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	2,301,551.	2,430,148.	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances (see instructions)	2,301,551.	2,430,148.	
31	Total liabilities and net assets/fund balances (see instructions)	2,301,551.	2,430,148.		

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	2,301,551.
2	Enter amount from Part I, line 27a	2	129,640.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	2,431,191.
5	Decreases not included in line 2 (itemize) ▶ TIMING/ROUNDING VARIANCES	5	1,043.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	2,430,148.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs. MLC Co.)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a PUBLICLY TRADED SECURITIES					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a 1,991,705.		1,838,953.	152,752.		
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) 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			152,752.		
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)			2	152,752.	
If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7					
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):			3		
If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8					

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2012	151,628.	2,957,832.	0.051263
2011	140,969.	2,762,351.	0.051032
2010	153,169.	2,594,608.	0.059034
2009	372,881.	2,353,137.	0.158461
2008	167,780.	2,450,180.	0.068477
2 Total of line 1, column (d)			2 0.388267
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 0.077653
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5			4 3,022,492.
5 Multiply line 4 by line 3			5 234,706.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 2,889.
7 Add lines 5 and 6			7 237,595.
8 Enter qualifying distributions from Part XII, line 4			8 153,869.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)	1	5,778.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	
3 Add lines 1 and 2	3	5,778.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	NONE
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	5,778.
6 Credits/Payments:		
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	
b Exempt foreign organizations - tax withheld at source	6b	NONE
c Tax paid with application for extension of time to file (Form 8868)	6c	NONE
d Backup withholding erroneously withheld	6d	
7 Total credits and payments. Add lines 6a through 6d	7	NONE
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	81.
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	5,859.
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 ☐ NONE 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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year. (1) On the foundation ► \$ _____ (2) On foundation managers ► \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ► TN		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation.	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? If "Yes," complete Part XIV.		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses.		X

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions).	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address <u>N/A</u>				
14	The books are in care of <u>FIRST TENNESSEE</u> Telephone no. <u>(865) 971-2280</u> Located at <u>TRUST DIVISION, KNOXVILLE, TN</u> ZIP+4 <u>37995-1230</u>			
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. <u>15</u>			
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country <u></u>	16	Yes	No X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? ☐ Organizations relying on a current notice regarding disaster assistance check here ☐	1b	
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? ☐ Yes ☒ No If "Yes," list the years <u></u>		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	2b	X
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. <u></u>		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No		
b If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.)	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b	X

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to:

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

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

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**7b****b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
FIRST TENNESSEE BANK NA 800 S. GAY STREET, KNOXVILLE, TN 37995-1230	TRUSTEE 25	31,062.	-0-	-0-
CARLA BEWLEY 1890 GREYSTONE ROAD, GREENEVILLE, TN 37743	BOARD MEMB 5	-0-	-0-	-0-
TERRY BELLAMY 151 SOUTHWIND CIRCLE, GREENEVILLE, TN 37743	BOARD MEMB 5	-0-	-0-	-0-
JOHN MCINTURFF 1825 MOORE AVENUE, GREENEVILLE, TN 37745	BOARD MEMB 5	-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		NONE	NONE	NONE

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

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

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

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 NONE	
2	
3	
4	

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

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

	Amount
1 NONE	
2	
All other program-related investments. See instructions	
3 NONE	
Total. Add lines 1 through 3	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	3,008,741.
b	Average of monthly cash balances	1b	59,779.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	3,068,520.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	3,068,520.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	46,028.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	3,022,492.
6	Minimum investment return. Enter 5% of line 5	6	151,125.

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	151,125.
2a	Tax on investment income for 2013 from Part VI, line 5 2a		5,778.
b	Income tax for 2013. (This does not include the tax from Part VI.) 2b		
c	Add lines 2a and 2b	2c	5,778.
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	145,347.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	145,347.
6	Deduction from distributable amount (see instructions)	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	145,347.

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	153,869.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	4	153,869.
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	N/A
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	153,869.

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				145,347.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			NONE	
b Total for prior years 20 <u>11</u> , 20____, 20____		NONE		
3 Excess distributions carryover, if any, to 2013.				
a From 2008	47,715.			
b From 2009	257,484.			
c From 2010	27,784.			
d From 2011	7,042.			
e From 2012	7,394.			
f Total of lines 3a through e	347,419.			
4 Qualifying distributions for 2013 from Part XII, line 4: ► \$ <u>153,869.</u>				
a Applied to 2012, but not more than line 2a			NONE	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2013 distributable amount				145,347.
e Remaining amount distributed out of corpus	8,522.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	355,941.			
b Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d Subtract line 6c from line 6b Taxable amount - see instructions		NONE		
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instructions			NONE	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				NONE
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	NONE			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)	47,715.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	308,226.			
10 Analysis of line 9.				
a Excess from 2009	257,484.			
b Excess from 2010	27,784.			
c Excess from 2011	7,042.			
d Excess from 2012	7,394.			
e Excess from 2013	8,522.			

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

NOT APPLICABLE

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

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

4942(j)(3) or

4942(j)(5)

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

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

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

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

NONE

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.

NONE

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

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

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

SEE STATEMENT 8

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines:

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
SEE STATEMENT 14				138,338.
Total			3a	138,338.
b <i>Approved for future payment</i>				
Total			3b	

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----
FEDERAL TAX PAYMENT - PRIOR YE	3,739.
FOREIGN TAXES ON QUALIFIED FOR	278.
FOREIGN TAXES ON NONQUALIFIED	83.

TOTALS	4,100.
	=====

FORM 990PF, PART I - OTHER EXPENSES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----
OTHER ALLOCABLE EXPENSE-PRINCI	1,270.

TOTALS	1,270.
	=====

MARY G.K. FOX FOUNDATION 5006007

62-6160483

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS
=====

DESCRIPTION

FHLB NOTE

TOTALS

FORM 990PF, PART II - CORPORATE STOCK
=====

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ---
BRITISH AMERICAN TOBACCO	41,510.	524,045.
HARBOR INTERNATIONAL FUND		
AMERIPRISE FINANCIAL	8,407.	14,841.
T ROWE HIGH YIELD FUND		
ACCENTURE PLC	12,791.	14,717.
VANGUARD SMALL CAP VALUE		
PIMCO LOW DURATION		
VANGUARD S/C GROWTH		
GENERAL ELECTRIC	10,856.	14,015.
HARBOR BOND FUND		
ABBOTT LABS	11,915.	13,799.
BROWN CAP MGMT MID CAP	52,939.	57,041.
CONOCO PHILLIPS	9,620.	12,717.
DARDEN RESTAURANTS	12,173.	13,864.
FEDERATED TOTAL RETURN BOND	164,464.	162,769.
ENTERGY CORPORATION		
FREEPORTMCMORAN COPPERAND	11,754.	13,435.
HASBRO INC.		
HARRIS CORP	9,633.	15,009.
HAWAIIAN ELECTRIC	12,435.	12,926.
INTEL CORPORATION	11,525.	13,912.
JP MORGAN CHASE	11,348.	14,912.
KOHL'S	11,114.	13,223.
LYONDELLBASELL INDUSTRIES	11,767.	13,888.
MDU RES GROUP	10,833.	13,503.
ING MIDCAP OPPORTUNITIES	52,930.	53,155.
MACY S INC.	10,740.	15,166.
LILLY ELI & COMPANY	13,657.	13,668.
MERCK & COMPANY	13,150.	14,665.

FORM 990PF, PART II - CORPORATE STOCK
 =====

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ---
METLIFE	10,165.	14,990.
MICROSOFT	10,289.	13,879.
MFS INTERNATIONAL VALUE	105,864.	113,029.
NOVARTIS AG	13,521.	13,745.
PIMCO INVESTMENT GRADE		
OPPENHEIMER INTL GROWTH	105,850.	116,808.
PNC FINANCIAL	10,676.	13,654.
RAYTHEON COMPANY	9,526.	14,693.
PUBLIC SERVICE ENTERPRISE	12,612.	12,752.
TARGET CORPORATION	13,105.	12,781.
TRAVELERS COMPANIES	10,388.	13,581.
VICTORY FUND FOR INCOME	191,693.	185,590.
WESTERN ASSET CORE PLUS	164,513.	163,690.
VECTREN CORP	12,646.	13,419.
JOHNSON & JOHNSON	10,336.	13,189.
PIMCO HIGH YIELD	137,091.	138,023.
VANGUARD EMERGING MK STK INDEX		
DODGE & COX INCOME FUND		
FEDERATED ULTRA SHORT		
FIDELITY ADV FLO RT	191,825.	191,633.
LORD ABBETT INCOME	164,486.	161,556.
LORD ABBETT SHORT DURATION	191,849.	191,404.
MFS EMERGING MARKETS		
TEMPLETON GLOBAL BOND		
ROGERS COMMUNICATIONS	13,155.	13,213.
ABSOLUTE STRATEGIES		
VICTORY ESTABLISHED VALUE	85,628.	111,072.
ALLIANT CORPORATION		
AMERICAN FINANCIAL		

FORM 990PF, PART II - CORPORATE STOCK
=====

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ---
CHEVRON	12,261.	13,615.
CONAGRA FOODS	12,746.	13,817.
NORFOLK SOUTHERN CORP	9,735.	14,389.
PFIZER INC	11,222.	13,079.
PHILIP MORRIS INTERNATIONAL	12,862.	12,808.
UGI CORPORATION	10,480.	13,101.
WALGREEN COMPANY	8,341.	12,752.
AMERICAN EUROPACIFIC GROWTH FU	87,594.	79,861.
COHEN & STEERS INSTL REALTH	215,226.	242,849.
VANGUARD HIGH DIV YIELD		
	-----	-----
TOTALS	2,351,246.	2,974,242.
	=====	=====

MARY G.K. FOX FOUNDATION 5006007

62-6160483

FORM 990PF, PART II - CORPORATE BONDS
=====

DESCRIPTION

BERKSHIRE HATHAWAY
BANK OF AMERICAN CORP

TOTALS

MARY G.K. FOX FOUNDATION 5006007
FORM 990PF, PART XV - LINES 2a - 2d
=====

62-6160483

RECIPIENT NAME:

DAVID LANTZ

ADDRESS:

FIRST TENNESSEE BANK

KNOXVILLE, TN 37995-1230

RECIPIENT'S PHONE NUMBER: 865-971-2742

FORM, INFORMATION AND MATERIALS:

WRITTEN

SUBMISSION DEADLINES:

NONE

RESTRICTIONS OR LIMITATIONS ON AWARDS:

GREENEVILLE/GREENE COUNTY TENNESSEE

CHARITABLE ORGANIZATIONS ONLY

STATEMENT 8

=====

RECIPIENT NAME:

ADVENTIST COMMUNITY
SERVICES CENTER

ADDRESS:

120 IDLETIME DRIVE
GREENEVILLE, TN 37743

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

ASSISTANCE TO INDIGENT

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID 7,500.

RECIPIENT NAME:

GREENEVILLE ARTS COUNCIL

ADDRESS:

P.O. BOX 2282
GREENEVILLE, TN 37744

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

WEB SITE DOMAIN AND HOSTING

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID 3,338.

RECIPIENT NAME:

CITY GARAGE CAR MUSEUM

ADDRESS:

210 SOUTH MAIN STREET
GREENEVILLE, TN 37743

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

EDUCATIONAL AUDIO/VIDEO EQUIPMENT

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID 1,500.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

=====

RECIPIENT NAME:

CENTRAL BALLET THEATRE
OF GREENEVILLE

ADDRESS:

120 WEST SUMMER STREET
GREENEVILLE, TN 37743

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

PRODUCTION SUPPORT

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:

FELLOWSHIP OF CHRISTIAN
ATHLETES

ADDRESS:

210 MOUNTAIN VIEW CIRCLE
ELIZABETHTON, TN 37643

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SCHOLARSHIPS TO FCA EVENTS

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID 3,000.

RECIPIENT NAME:

CASA OF NORTHEAST TN

ADDRESS:

P.O. BOX 1021
JOHNSON CITY, TN 37605

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

VOLUNTEER RECRUITMENT AND TRAINING

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID 1,000.

=====

RECIPIENT NAME:

GREENEVILLE HUMANE SOCIET

ADDRESS:

940 HAL HENARD ROAD

GREENEVILLE, TN 37743

PURPOSE OF GRANT:

OPERATIONAL

AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:

BOY SCOUTS OF AMERICA

SEQUOYAH COUNCIL

ADDRESS:

129 BOONE RIDGE DRIVE

JOHNSON CITY, TN 37615

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SUMMER PROGRAMMING AND LEADER MATERIALS

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID 4,000.

RECIPIENT NAME:

TUSCULUM COLLEGE

ADDRESS:

P.O. BOX 5040

GREENEVILLE, TN 37743

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SCHOLARSHIP FUNDS

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID 20,000.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

=====

RECIPIENT NAME:

FRIENDS OF GREENEVILLE

GREENE CO LIBRARY

ADDRESS:

210 NORTH MAIN STREET

GREENEVILLE, TN 37745

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

CHILDREN AND TEEN READING PROGRAMS

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID 2,500.

RECIPIENT NAME:

GREENEVILLE-GREENE COUNTY

COMMUNITY MINISTRIES

ADDRESS:

107 N. CUTLER STREET

GREENEVILLE, TN 37743

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

EMERGENCY HOUSING ASSISTANCE AND FOOD PURCHA

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID 20,000.

RECIPIENT NAME:

NATHANAEL GREENE MUSEUM

ADDRESS:

101 WEST MCKEE STREET

GREENEVILLE, TN 37743

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

LANDSCAPING MUSEUM DISPLAY AREAS

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID 5,000.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

=====

RECIPIENT NAME:

DICKSON-WILLIAMS MANSION

ADDRESS:

108 NORTH IRISH STREET

GREENEVILLE, TN 37743

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

HISTORICAL EDUCATION

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID 15,000.

RECIPIENT NAME:

RURAL RESOURCES

ADDRESS:

2870 HOLLEY CREEK ROAD

GREENEVILLE, TN 37745

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

CAPITAL IMPROVEMENTS

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID 4,500.

RECIPIENT NAME:

BOYS AND GIRLS CLUB

ADDRESS:

740 W. CHURCH STREET

GREENEVILLE, TN 37743

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

AFTER SCHOOL AND SUMMER PROGRAMS/CAPITAL ADD.

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID 25,000.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

=====

RECIPIENT NAME:

NISWONGER PERFORMING ARTS CENTER

ADDRESS:

212 TUSCULUM BLVD

GREENEVILLE, TN 37745

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

EDUCATIONAL OPPORTUNITIES FOR STUDENTS

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID 20,000.

RECIPIENT NAME:

GREENE COUNTY IMAGINATION

LIBRARY

ADDRESS:

P.O. BOX 2922

GREENEVILLE, TN 37744

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

BOOKS FOR CHILDREN

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID 3,000.

TOTAL GRANTS PAID:

138,338.

=====

**SCHEDULE D
(Form 1041)**

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

▶ Attach to Form 1041, Form 5227, or Form 990-T.

▶ Use Form 8949 to list your transactions for lines 1b, 2, 3, 8b, 9 and 10.

▶ Information about Schedule D and its separate instructions is at www.irs.gov/form1041

OMB No. 1545-0092

2013

Name of estate or trust

MARY G.K. FOX FOUNDATION 5006007

Employer identification number

62-6160483

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

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

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

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

	(d) Proceeds (sales price)	(e) Cost (or other basis)	(g) Adjustments to gain or loss from Form(s) 8949, Part I, line 2, column (g)	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
1a Totals for all short-term transactions reported on Form 1099-B for which basis was reported to the IRS and for which you have no adjustments (see instructions). However, if you choose to report all these transactions on Form 8949, leave this line blank and go to line 1b				
1b Totals for all transactions reported on Form(s) 8949 with Box A checked				
2 Totals for all transactions reported on Form(s) 8949 with Box B checked				
3 Totals for all transactions reported on Form(s) 8949 with Box C checked	575,132.	572,429.	109.	2,812.
4 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824			4	
5 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts			5	
6 Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2012 Capital Loss Carryover Worksheet			6 ()	
7 Net short-term capital gain or (loss). Combine lines 1a through 6 in column (h). Enter here and on line 17, column (3) on the back ▶			7	2,812.

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

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

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

	(d) Proceeds (sales price)	(e) Cost (or other basis)	(g) Adjustments to gain or loss from Form(s) 8949, Part II, line 2, column (g)	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
8a Totals for all long-term transactions reported on Form 1099-B for which basis was reported to the IRS and for which you have no adjustments (see instructions). However, if you choose to report all these transactions on Form 8949, leave this line blank and go to line 8b				
8b Totals for all transactions reported on Form(s) 8949 with Box D checked				
9 Totals for all transactions reported on Form(s) 8949 with Box E checked				
10 Totals for all transactions reported on Form(s) 8949 with Box F checked	1,415,800.	1,284,843.	2,024.	132,981.
11 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824			11	
12 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts			12	
13 Capital gain distributions			13	16,959.
14 Gain from Form 4797, Part I			14	
15 Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2012 Capital Loss Carryover Worksheet			15 ()	
16 Net long-term capital gain or (loss). Combine lines 8a through 15 in column (h). Enter here and on line 18a, column (3) on the back ▶			16	149,940.

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

Schedule D (Form 1041) 2013

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

	(1) Beneficiaries' (see instr.)	(2) Estate's or trust's	(3) Total
17 Net short-term gain or (loss)	17		2,812.
18 Net long-term gain or (loss):			
a Total for year	18a		149,940.
b Unrecaptured section 1250 gain (see line 18 of the wrksht.)	18b		150.
c 28% rate gain	18c		
19 Total net gain or (loss). Combine lines 17 and 18a. ▶	19		152,752.

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

Part IV Capital Loss Limitation

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

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

Part V Tax Computation Using Maximum Capital Gains Rates

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

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

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

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

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

Schedule D (Form 1041) 2013

Sales and Other Dispositions of Capital Assets► Information about Form 8949 and its separate instructions is at www.irs.gov/form8949.

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

2013Attachment
Sequence No **12A**

Name(s) shown on return

MARY G.K. FOX FOUNDATION 5006007

Social security number or taxpayer identification number

62-6160483

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

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

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

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

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

1	(a) Description of property (Example 100 sh XYZ Co.)	(b) Date acquired (Mo, day, yr)	(c) Date sold or disposed (Mo, day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f) See the separate instructions		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
175.	ABBVIE INC	12/18/2012	01/04/2013	6,020.00	5,992.00			28.00
35.	ALLIANT CORP	01/04/2013	01/14/2013	1,601.00	1,574.00			27.00
15.	CHEVRONTXACO CORP 166	12/18/2012	01/14/2013	1,677.00	1,651.00			26.00
50	CONAGRA INC	01/04/2013	01/14/2013	1,547.00	1,511.00			36.00
4.99883	ENTERGY CORP NEW	12/18/2012	01/14/2013	316.00	326.00	W	10.00	
15.00117	ENTERGY CORP NEW	12/18/2012	01/14/2013	947.00	979.00			-32.00
35.00377	GENERAL ELECTRIC	12/18/2012	01/14/2013	737.00	758.00			-21.00
9.99623	GENERAL ELECTRIC	12/18/2012	01/14/2013	211.00	216.00	W	5.00	
30.00629	HASBRO INC	12/18/2012	01/14/2013	1,081.00	1,102.00			-21.00
4.99371	HASBRO INC	12/18/2012	01/14/2013	180.00	183.00	W	3.00	
100.	INTEL CORP	01/04/2013	01/14/2013	2,172.00	2,103.00			69.00
25.	JOHNSON AND JOHNSON	01/04/2013	01/14/2013	1,815.00	1,775.00			40.00
50.	ELI LILLY & CO WITH RI 7/28/98	01/04/2013	01/14/2013	2,665.00	2,489.00			176.00
5.00495	MERCK & CO INC	12/18/2012	01/14/2013	216.00	221.00	W	5.00	
2 Totals Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 1b (if Box A above is checked), line 2 (if Box B above is checked), or line 3 (if Box C above is checked) ►								

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

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Form **8949** (2013)

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

2013Attachment
Sequence No **12A**

Name(s) shown on return

MARY G.K. FOX FOUNDATION 5006007

Social security number or taxpayer identification number

62-6160483

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

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

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

1	(a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo., day, yr)	(c) Date sold or disposed (Mo., day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the Note below and see <i>Column (e)</i> in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). See the separate instructions.		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
	24.99505 MERCK & CO INC	12/18/2012	01/14/2013	1,081.00	1,106.00			-25.00
	10.00422 MICROSOFT CORP	12/18/2012	01/14/2013	268.00	276.00	W	8.00	
	34.99578 MICROSOFT CORP	12/18/2012	01/14/2013	938.00	965.00			-27.00
	30. NORFOLK SOUTHERN CORP	01/04/2013	01/14/2013	1,942.00	1,885.00			57.00
	75. PFIZER INC WITH RIGHTS	01/04/2013	01/14/2013	2,008.00	1,927.00			81.00
	15. PHILIP MORRIS INTERNAT	12/18/2012	01/14/2013	1,337.00	1,297.00			40.00
	19.99778 RATHEON COMPANY	12/18/2012	01/14/2013	1,158.00	1,176.00			-18.00
	5.00222 RATHEON COMPANY	12/18/2012	01/14/2013	290.00	294.00	W	4.00	
	5. UGI CORP NEW	01/04/2013	01/14/2013	167.00	169.00	W	2.00	
	40. UGI CORP NEW	12/18/2012	01/14/2013	1,337.00	1,299.00			38.00
	50. WALGREEN CO	12/18/2012	01/14/2013	1,944.00	1,879.00			65.00
	15. ABBOTT LABORATORIES	01/14/2013	04/10/2013	550.00	502.00			48.00
	10. ALLIANT CORP	12/18/2012	04/10/2013	509.00	449.00			60.00
	5. CHEVRONTXACO CORP 1667	12/18/2012	04/10/2013	593.00	550.00			43.00

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Name(s) shown on return

MARY G.K. FOX FOUNDATION 5006007

Social security number or taxpayer identification number

62-6160483

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1	(a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo., day, yr.)	(c) Date sold or disposed (Mo., day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). See the separate instructions.		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
70.	COHEN & STEERS INSTL R	07/18/2012	04/10/2013	3,259.00	3,145.00			114.00
15.	CONAGRA INC	12/18/2012	04/10/2013	514.00	453.00			61.00
10.	ENTERGY CORP NEW	12/18/2012	04/10/2013	679.00	659.00			20.00
25.	GENERAL ELECTRIC	12/18/2012	04/10/2013	575.00	543.00			32.00
575.	HARBOR BOND FUND	09/13/2012	04/10/2013	7,216.00	7,458.00			-242.00
15.	HASBRO INC	12/18/2012	04/10/2013	660.00	552.00			108.00
25.	INTEL CORP	12/18/2012	04/10/2013	542.00	525.00			17.00
5.	JOHNSON AND JOHNSON	12/18/2012	04/10/2013	409.00	354.00			55.00
10.	ELI LILLY & CO WITH RI 7/28/98	12/18/2012	04/10/2013	573.00	496.00			77.00
15.	MACY S INC	01/14/2013	04/10/2013	659.00	557.00			102.00
10.	MERCK & CO INC	12/18/2012	04/10/2013	458.00	442.00			16.00
20.	MICROSOFT CORP	12/18/2012	04/10/2013	591.00	554.00			37.00
10.	NEWMONT MINING CORP WI EXP 1/1/90	01/14/2013	04/10/2013	396.00	457.00	W	61.00	
10.	NORFOLK SOUTHERN CORP	12/18/2012	04/10/2013	747.00	625.00			122.00

2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 1b (if Box A above is checked), line 2 (if Box B above is checked), or line 3 (if Box C above is checked) ►

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

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Form **8949** (2013)

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Name(s) shown on return

MARY G.K. FOX FOUNDATION 5006007

Social security number or taxpayer identification number

62-6160483

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1	(a) Description of property (Example 100 sh XYZ Co.)	(b) Date acquired (Mo, day, yr)	(c) Date sold or disposed (Mo, day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the Note below and see <i>Column (e)</i> in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). See the separate instructions.		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
10.	PNC FINANCIAL CORP	01/14/2013	04/10/2013	665.00	597.00			68.00
20.	PFIZER INC WITH RIGHTS	12/18/2012	04/10/2013	589.00	513.00			76.00
5.	PHILIP MORRIS INTERNATI	12/18/2012	04/10/2013	474.00	432.00			42.00
435.	PIMCO INVESTMENT GRD	09/13/2012	04/10/2013	4,885.00	4,855.00			30.00
10.	RATHEON COMPANY	12/18/2012	04/10/2013	581.00	592.00	W	11.00	
15.	UGI CORP NEW	12/18/2012	04/10/2013	586.00	489.00			97.00
240.	VANGUARD HIG DIV YIEL	12/17/2012	04/10/2013	5,302.00	4,758.00			544.00
15.	WALGREEN CO	12/18/2012	04/10/2013	725.00	564.00			161.00
5.	ACCENTURE PLC CL A	01/14/2013	04/10/2013	377.00	347.00			30.00
150.	ENTERGY CORP NEW	12/18/2012	04/29/2013	10,575.00	9,790.00			785.00
195.899	ABSOLUTE STRATEGIE	12/17/2012	04/29/2013	2,216.00	2,190.00			26.00
5892.705	DODGE & COX INCOM (DODIX)	12/17/2012	07/31/2013	79,846.00	81,970.00			-2,124.00
48.942	AMERICAN EUROPACIFI	12/17/2012	07/31/2013	2,143.00	2,035.00			108.00
4428.819	FEDERATED ULTRA S	12/17/2012	07/31/2013	40,568.00	40,878.00			-310.00

2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 1b (if **Box A** above is checked), line 2 (if **Box B** above is checked), or line 3 (if **Box C** above is checked) ►

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Form **8949** (2013)

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Name(s) shown on return

MARY G.K. FOX FOUNDATION 5006007

Social security number or taxpayer identification number

62-6160483

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1	(a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo, day, yr)	(c) Date sold or disposed (Mo, day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss If you enter an amount in column (g), enter a code in column (f) See the separate instructions		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
4945.857	HARBOR BOND FUND	12/17/2012	07/31/2013	59,696.00	61,715.00			-2,019.00
51.14	HARBOR INTERNATIONAL	12/17/2012	07/31/2013	3,358.00	3,095.00			263.00
1272.641	MFS EMERGING MKTS	12/17/2012	07/31/2013	18,822.00	20,645.00			-1,823.00
4618.526	PIMCO LOW DURATIO CL	12/17/2012	07/31/2013	47,478.00	48,757.00			-1,279.00
3599.508	PIMCO INVESTMENT	12/17/2012	07/31/2013	38,083.00	40,138.00			-2,055.00
8929.248	T ROWE PRICE HIGH FUND	12/17/2012	07/31/2013	63,130.00	62,149.00			981.00
2519.984	TEMPLETON GLOBAL	12/17/2012	07/31/2013	32,457.00	33,319.00			-862.00
44.806	VANGUARD EMRG MK ST	12/17/2012	07/31/2013	1,406.00	1,570.00			-164.00
510.497	VANGUARD SMALL CAP INSTL	12/17/2012	07/31/2013	10,960.00	8,775.00			2,185.00
395.27	VANGUARD S/C GROWTH	12/17/2012	07/31/2013	12,230.00	9,580.00			2,650.00
250.	ALLIANT CORP	04/29/2013	08/22/2013	12,505.00	11,554.00			951.00
45.	GENERAL ELECTRIC	04/29/2013	08/22/2013	1,063.00	1,005.00			58.00
11.	JOHNSON AND JOHNSON	04/29/2013	08/22/2013	971.00	943.00			28.00
73.	MDU RES GROUP INC	04/29/2013	08/22/2013	1,994.00	1,789.00			205.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 1b (if Box A above is checked), line 2 (if Box B above is checked), or line 3 (if Box C above is checked) ►								

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Name(s) shown on return

MARY G.K FOX FOUNDATION 5006007

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						(f) Code(s) from instructions	(g) Amount of adjustment	
6.	MACY S INC	04/29/2013	08/22/2013	271.00	271.00			
2.	MERCK & CO INC	04/29/2013	08/22/2013	95.00	96.00			-1.00
14.	MICROSOFT CORP	04/29/2013	08/22/2013	451.00	458.00			-7.00
19.	PNC FINANCIAL CORP	04/29/2013	08/22/2013	1,425.00	1,302.00			123.00
48.	RATHEON COMPANY	04/29/2013	08/22/2013	3,671.00	2,933.00			738.00
3.	WALGREEN CO	04/29/2013	08/22/2013	146.00	149.00			-3.00
10.	ABBOTT LABORATORIES	04/29/2013	10/31/2013	367.00	368.00			-1.00
153.	BROWN CAP MGMT MID CA	07/31/2013	10/31/2013	3,779.00	3,634.00			145.00
40.	GENERAL ELECTRIC	04/29/2013	10/31/2013	1,052.00	894.00			158.00
30.	HASBRO INC	08/22/2013	10/31/2013	1,558.00	1,347.00			211.00
15.	HAWAIIAN ELECTRIC INDS	08/22/2013	10/31/2013	400.00	376.00			24.00
141.	ING MIDCAP OPPORTUNIT	07/31/2013	10/31/2013	3,852.00	3,643.00			209.00
35.	INTEL CORP	04/29/2013	10/31/2013	857.00	834.00			23.00
25.	MDU RES GROUP INC	04/29/2013	10/31/2013	747.00	613.00			134.00

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Sales and Other Dispositions of Capital Assets

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OMB No. 1545-0074

2013

Attachment
Sequence No. 12A

Name(s) shown on return

MARY G.K. FOX FOUNDATION 5006007

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

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

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

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

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

1	(a) Description of property (Example 100 sh XYZ Co.)	(b) Date acquired (Mo., day, yr.)	(c) Date sold or disposed (Mo., day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). See the separate instructions		(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
	221. MPS INTL VALUE-I	07/31/2013	10/31/2013	7,750.00	7,282.00			468.00
	25. MICROSOFT CORP	04/29/2013	10/31/2013	887.00	818.00			69.00
	20. NORFOLK SOUTHERN CORP	04/29/2013	10/31/2013	1,728.00	1,539.00			189.00
	211. OPPENHEIMER INTL GROW	07/31/2013	10/31/2013	7,837.00	7,296.00			541.00
	25. PFIZER INC WITH RIGHTS	04/29/2013	10/31/2013	772.00	765.00			7.00
	5. PHILIP MORRIS INTERNATI	04/29/2013	10/31/2013	449.00	480.00			-31.00
	5. RATHEON COMPANY	04/29/2013	10/31/2013	414.00	298.00			116.00
	5. UGI CORP NEW	04/29/2013	10/31/2013	208.00	205.00			3.00
	5. VECTREN CORP	08/22/2013	10/31/2013	175.00	167.00			8.00
	40. WALGREEN CO	04/29/2013	10/31/2013	2,371.00	1,707.00			664.00
	15. LYONDELLBASELL INDUSTR	08/22/2013	10/31/2013	1,130.00	1,020.00			110.00
	255. HASBRO INC	12/18/2012	11/18/2013	13,413.00	9,364.00			4,049.00
	472. NEWMONT MINING CORP W EXP 1/1/90	10/31/2013	11/18/2013	13,057.00	18,052.00			-4,995.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 1b (if Box A above is checked), line 2 (if Box B above is checked), or line 3 (if Box C above is checked) ▶				575,132.	572,429.		109.	2,812.

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

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

Form **8949** (2013)

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

Social security number or taxpayer identification number

MARY G.K. FOX FOUNDATION 5006007

62-6160483

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

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

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

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

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

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

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

1	(a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo, day, yr)	(c) Date sold or disposed (Mo, day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the Note below and see <i>Column (e)</i> in the separate instructions	Adjustment, if any, to gain or loss If you enter an amount in column (g), enter a code in column (f) See the separate instructions		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
30.	AMERIPRISE FINANCIAL I	01/04/2012	01/14/2013	1,954.00	1,532.00			422.00
25.	CONOCOPHILLIPS	08/05/2011	01/14/2013	1,460.00	1,187.00			273.00
20.	DARDEN RESTUARANTS INC	02/15/2011	01/14/2013	895.00	962.00	W	67.00	
50.	FREEMPORTMCMORAN COPPER	08/05/2011	01/14/2013	1,743.00	2,124.00	W	381.00	
30.	HARRIS CORP DEL	04/12/2010	01/14/2013	1,467.00	1,485.00	W	18.00	
45.	JP MORGAN CHASE & CO	04/12/2010	01/14/2013	2,059.00	2,078.00	W	19.00	
20.	KOHL'S DEPT STORE	04/12/2010	01/14/2013	839.00	1,123.00	W	284.00	
80.	METLIFE INC	04/12/2010	01/14/2013	2,875.00	3,641.00	W	766.00	
40.	PUBLIC SERVICE ENTERPR INC	04/12/2010	01/14/2013	1,200.00	1,241.00	W	41.00	
20.	TRAVELERS COMPANIES IN	04/12/2010	01/14/2013	1,494.00	1,042.00			452.00
10.	AMERIPRISE FINANCIAL I	01/04/2012	04/10/2013	727.00	511.00			216.00
10.	CONOCOPHILLIPS	04/12/2010	04/10/2013	599.00	426.00			173.00
10.	DARDEN RESTUARANTS INC	01/19/2011	04/10/2013	493.00	516.00	W	23.00	
590.	DODGE & COX INCOME FU	01/03/2012	04/10/2013	8,189.00	7,840.00			349.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked) ►								

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

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

Social security number or taxpayer identification number

MARY G.K. FOX FOUNDATION 5006007

62-6160483

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

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

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

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

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

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

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

1	(a) Description of property (Example 100 sh. XYZ Co.)	(b) Date acquired (Mo., day, yr.)	(c) Date sold or disposed (Mo., day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the Note below and see <i>Column (e)</i> in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). See the separate instructions.		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
	130. AMERICAN EUROPACIFIC	02/15/2011	04/10/2013	5,552.00	5,476.00			76.00
	445. FEDERATED ULTRA SHORT	09/27/2011	04/10/2013	4,107.00	4,090.00			17.00
	350. ABSOLUTE STRATEGIES F	08/05/2011	04/10/2013	3,941.00	3,840.00			101.00
	15. FREEPORTMCMORAN COPPER	07/09/2011	04/10/2013	506.00	644.00	W	138.00	
	85. HARBOR INTERNATIONAL F	08/05/2011	04/10/2013	5,453.00	4,872.00			581.00
	10. HARRIS CORP DEL	03/16/2010	04/10/2013	451.00	502.00	W	51.00	
	10. JP MORGAN CHASE & CO	04/12/2010	04/10/2013	488.00	462.00			26.00
	10. KOHL'S DEPT STORE	03/16/2010	04/10/2013	475.00	586.00	W	111.00	
	125 MFS EMERGING MKTS DEB	01/03/2012	04/10/2013	2,023.00	1,819.00			204.00
	15. METLIFE INC	04/12/2010	04/10/2013	558.00	683.00	W	125.00	
	460. PIMCO LOW DURATION FU	09/27/2011	04/10/2013	4,835.00	4,767.00			68.00
	890 T ROWE PRICE HIGH YEI	01/24/2012	04/10/2013	6,363.00	5,845.00			518.00
	15. PUBLIC SERVICE ENTERPR INC	03/16/2010	04/10/2013	519.00	479.00			40.00
	245. TEMPLETON GLOBAL BOND	03/11/2011	04/10/2013	3,347.00	3,291.00			56.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked) ▶								

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

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Social security number or taxpayer identification number

MARY G K. FOX FOUNDATION 5006007

62-6160483

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

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

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

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

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

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

1	(a) Description of property (Example 100 sh XYZ Co.)	(b) Date acquired (Mo., day, yr.)	(c) Date sold or disposed (Mo., day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss If you enter an amount in column (g), enter a code in column (f) See the separate instructions.		(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
	5. TRAVELERS COMPANIES INC	04/12/2010	04/10/2013	426.00	260.00			166.00
	120. VANGUARD EMRG MK STK	02/16/2011	04/10/2013	4,123.00	4,459.00			-336.00
	185. VANGUARD SMALL CAP VA INSTL	02/16/2011	04/10/2013	3,646.00	3,145.00			501.00
	130. VANGUARD S/C GROWTH I	02/16/2011	04/10/2013	3,636.00	3,093.00			543.00
	265. VICTORY ESTABLISHED V	06/21/2011	04/10/2013	8,218.00	7,335.00			883.00
	6603.313 ABSOLUTE STRATEGI	04/16/2012	04/29/2013	74,683.00	72,141.00			2,542.00
	200000. PHLB 7/30/13	07/08/2003	07/30/2013	200,000.00	199,500.00			500.00
	7648.523 DODGE & COX INCOM (DODIX)	07/27/2012	07/31/2013	103,637.00	103,413.00			224.00
	2450.391 AMERICAN EUROPACI	04/16/2012	07/31/2013	107,303.00	76,805.00			30,498.00
	5764.424 FEDERATED ULTRA S	07/27/2012	07/31/2013	52,802.00	52,737.00			65.00
	8313.261 HARBOR BOND FUND	07/27/2012	07/31/2013	100,341.00	104,496.00			-4,155.00
	1636.361 HARBOR INTERNATIO	04/16/2012	07/31/2013	107,460.00	62,102.00			45,358.00
	1625.059 MFS EMERGING MKTS	07/27/2012	07/31/2013	24,035.00	23,339.00			696.00
	6012.938 PIMCO LOW DURATIO CL	07/27/2012	07/31/2013	61,813.00	62,163.00			-350.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked) ▶								

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

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

Social security number or taxpayer identification number

MARY G.K. FOX FOUNDATION 5006007

62-6160483

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

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

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

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

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

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

1	(a) Description of property (Example 100 sh XYZ Co.)	(b) Date acquired (Mo., day, yr.)	(c) Date sold or disposed (Mo., day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the Note below and see <i>Column (e)</i> in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f) See the separate instructions.		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
	6404.752 PIMCO INVESTMENT	07/27/2012	07/31/2013	67,762.00	68,556.00			-794.00
	11523.355 T ROWE PRICE HIG FUND	07/27/2012	07/31/2013	81,470.00	75,987.00			5,483.00
	3166.451 TEMPLETON GLOBAL	07/27/2012	07/31/2013	40,784.00	40,641.00			143.00
	2253.223 VANGUARD EMRG MK	07/27/2012	07/31/2013	70,729.00	81,082.00			-10,353.00
	3065.089 VANGUARD SMALL CA INSTL	04/16/2012	07/31/2013	65,807.00	40,700.00			25,107.00
	2141.476 VANGUARD S/C GROW	04/16/2012	07/31/2013	66,257.00	49,861.00			16,396.00
	1640. VICTORY ESTABLISHED	06/21/2011	07/31/2013	53,989.00	45,395.00			8,594.00
	32. AMERIPRISE FINANCIAL I	04/16/2012	08/22/2013	2,838.00	1,695.00			1,143.00
	22. CONOCOPHILLIPS	07/27/2012	08/22/2013	1,452.00	1,139.00			313.00
	23. FREEPORTMCMORAN COPPER	04/12/2010	08/22/2013	720.00	970.00			-250.00
	65. HARRIS CORP DEL	04/12/2010	08/22/2013	3,669.00	3,229.00			440.00
	22. JP MORGAN CHASE & CO	04/12/2010	08/22/2013	1,152.00	1,016.00			136.00
	24. KOHL'S DEPT STORE	04/12/2010	08/22/2013	1,238.00	1,395.00			-157.00
	71. METLIFE INC	04/19/2011	08/22/2013	3,467.00	3,132.00			335.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked) ►								

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

Social security number or taxpayer identification number

62-6160483

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

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

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

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