Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

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

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning , and ending

Name of foundation		A Employer identification number
SEMMES FOUNDATION, INC		74-6062264
Number and street (or P O box number if mail is not delivered to street address)	Room/suite	B Telephone number
800 NAVARRO	210	210-225-0887
City or town, state or province, country, and ZIP or foreign postal code		C If exemption application is pending, check here ▶ ☐
SAN ANTONIO, TX 78205		

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 ▶ ☐

H Check type of organization: [X] 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)* ▶$ 43,953,194.

J Accounting method: [X] 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))

		(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	45,739.			
	2 Check ▶ [X] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	2,124.	2,124.		STATEMENT 1
	4 Dividends and interest from securities	741,594.	741,594.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	1,666,728.			
	b Gross sales price for all assets on line 6a 9,205,591.				
	7 Capital gain net income (from Part IV, line 2)		1,666,728.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income	2,141,262.	2,141,262.	0.	STATEMENT 3
	12 **Total.** Add lines 1 through 11	4,597,447.	4,551,708.	0.	
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	34,500.	8,625.	0.	23,875.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits	2,322.	581.	0.	1,742.
	16a Legal fees				
	b Accounting fees STMT 4	15,550.	7,775.	0.	7,775.
	c Other professional fees STMT 5	85,933.	85,933.	0.	0.
	17 Interest				
	18 Taxes STMT 6	144,866.	84,452.	0.	0.
	19 Depreciation and depletion	322,284.	322,284.	0.	
	20 Occupancy	9,900.	4,950.	0.	4,950.
	21 Travel, conferences, and meetings	4,466.	2,233.	0.	2,233.
	22 Printing and publications	1,451.	726.	0.	726.
	23 Other expenses STMT 7	14,005.	13,619.	0.	386.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	635,277.	531,178.	0.	41,687.
	25 Contributions, gifts, grants paid	1,274,359.			1,274,359.
	26 **Total expenses and disbursements.** Add lines 24 and 25	1,909,636.	531,178.	0.	1,316,046.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	2,687,811.			
	b **Net investment income** (if negative, enter -0-)		4,020,530.		
	c **Adjusted net income** (if negative, enter -0-)			0.	

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10-10-13 LHA **For Paperwork Reduction Act Notice, see instructions.** Form **990-PF** (2013)

14340514 756800 1501608 2013.03040 SEMMES FOUNDATION, INC 15016081

Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only

		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	473,591.	1,001,866.	1,001,866.
	2 Savings and temporary cash investments	635,939.	2,100,501.	2,100,501.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	2,595.		
	10a Investments - U.S. and state government obligations STMT 9	1,499,121.	2,299,266.	2,299,826.
	b Investments - corporate stock STMT 10	17,016,335.	17,272,077.	32,311,237.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶ ROYALTY INTEREST)	2,979.	2,979.	6,239,764.
	16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	19,630,560.	22,676,689.	43,953,194.
Liabilities	17 Accounts payable and accrued expenses		260.	
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0.	260.	
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 ▶ [X] 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	19,630,560.	22,676,429.	
	30 Total net assets or fund balances	19,630,560.	22,676,429.	
	31 Total liabilities and net assets/fund balances	19,630,560.	22,676,689.	

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	19,630,560.
2	Enter amount from Part I, line 27a	2	2,687,811.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 8	3	358,058.
4	Add lines 1, 2, and 3	4	22,676,429.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	22,676,429.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a				
b	SEE ATTACHED STATEMENTS			
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e	9,205,591.		7,538,863.	1,666,728.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				
b				
c				
d				
e				1,666,728.

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	1,666,728.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		3	N/A

Part 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	2,067,947.	35,971,022.	.057489
2011	1,379,185.	33,551,537.	.041106
2010	983,961.	29,434,526.	.033429
2009	750,203.	22,350,931.	.033565
2008	1,254,447.	24,886,680.	.050406

2 Total of line 1, column (d)	2	.215995
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	.043199
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	40,300,097.
5 Multiply line 4 by line 3	5	1,740,924.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	40,205.
7 Add lines 5 and 6	7	1,781,129.
8 Enter qualifying distributions from Part XII, line 4	8	1,316,046.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ________ (attach copy of letter if necessary-see instructions)				
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b			1	80,411.
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	80,411.
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	80,411.
6 Credits/Payments:				
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	60,414.		
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	60,414.
8 Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached			8	
9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	19,997.
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		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)?	1b		X
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		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ $ 0. (2) On foundation managers. ▶ $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		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*	3		X
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	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		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?	6	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*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ TX			
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	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*	9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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

			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		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ WWW.SEMMESFOUNDATION.ORG

14 The books are in care of ▶ THOMAS R SEMMES Telephone no. ▶210-225-0887

Located at ▶800 NAVARRO, STE 210, SAN ANTONIO, TX ZIP+4 ▶78201

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A

			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		X
	See the 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.

				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)?		1b		X
	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		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 ▶ ____, ____, ____, ____				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.)	N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ____, ____, ____, ____				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2013 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.)*	N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?		4b		X

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

5a During the year did the foundation pay or incur any amount to:			
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No			
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No			
(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No			
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☐ Yes ☒ No			
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No			
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? N/A	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? N/A ☐ Yes ☐ No			
If "Yes," attach the statement required by Regulations section 53.4945-5(d)			
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No			
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	6b		X
If "Yes" to 6b, file Form 8870.			
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No			
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? N/A	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.

(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
SEE STATEMENT 11		34,500.	0.	0.

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

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

Total number of other employees paid over $50,000 ▶ 0

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

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

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1	
2	
All other program-related investments. See instructions. 3 N/A	0.
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	28,932,621.
b	Average of monthly cash balances	1b	3,604,571.
c	Fair market value of all other assets	1c	8,376,612.
d	**Total** (add lines 1a, b, and c)	1d	40,913,804.
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	40,913,804.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	613,707.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	40,300,097.
6	**Minimum investment return.** Enter 5% of line 5	6	2,015,005.

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	2,015,005.
2a	Tax on investment income for 2013 from Part VI, line 5 — 2a 80,411.		
b	Income tax for 2013. (This does not include the tax from Part VI.) — 2b		
c	Add lines 2a and 2b	2c	80,411.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,934,594.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	1,934,594.
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	1,934,594.

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	1,316,046.
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	1,316,046.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	1,316,046.

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				1,934,594.
2 Undistributed income, if any, as of the end of 2013:				
a Enter amount for 2012 only			1,250,471.	
b Total for prior years: ___, ___, ___		0.		
3 Excess distributions carryover, if any, to 2013:				
a From 2008				
b From 2009				
c From 2010				
d From 2011				
e From 2012				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ $ 1,316,046.				
a Applied to 2012, but not more than line 2a			1,250,471.	
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				65,575.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				1,869,019.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012				
e Excess from 2013				

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

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

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

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

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

1 **Information Regarding Foundation Managers:**

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

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 12

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*				
ALAMO COLLEGES FOUNDATION, INC 201 W SHERIDAN BLDG C-3 SAN ANTONIO, TX 78204-1429			SCHOLARSHIP PROGRAM	200,000.
ASSISTANCE LEAGUE OF SAN ANTONIO P.O. BOX 13130 SAN ANTONIO, TX 78213			WATCH ME GROW PROGRAM	4,000.
INSPIRE COMMUNITY FINE ART CENTER 200 QUEEN ANNE COURT SAN ANTONIO, TX 78209			REMODEL FACILITY	21,409.
MCNAY ART MUSEUM P.O. BOX 6069 SAN ANTONIO, TX 78212			GENERAL SUPPORT, SEMMES INTERN FUND-A-BUS PROGRAM 60TH ANNIVERSARY INITIATIVES	338,000.
PCI MEDIA SUPPORT 777 UNITED NATIONS PLAZA NEW YORK, NY 10017			GENERAL SUPPORT	2,500.
Total SEE CONTINUATION SHEET(S)			▶ 3a	1,274,359.
b *Approved for future payment*				
NONE				
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
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	2,124.	
4 Dividends and interest from securities			14	741,594.	
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			15	2,141,262.	
8 Gain or (loss) from sales of assets other than inventory			18	1,666,728.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		4,551,708.	0.

13 **Total.** Add line 12, columns (b), (d), and (e) 13 4,551,708.

(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).
4	N/A
5	N/A
7	N/A
8	N/A

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)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

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

(a) Line no.	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

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

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here

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

Signature of officer or trustee: [signature] Date: 5-14-14 Title: PRESIDENT

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
J. ROBERT HANNAH	[signature]	5/14/2014		P00944294
Firm's name ▶ WEAVER AND TIDWELL, LLP			Firm's EIN ▶ 75-0786316	
Firm's address ▶ 9311 SAN PEDRO AVE., SUITE 1400 SAN ANTONIO, TX 78216			Phone no. 210.737.1042	

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	ATTCHMNT 1 FROST LT	P	01/01/01	12/31/13
b	ATTCHMNT 1 FROST ST	P	01/01/13	12/31/13
c	ATTCHMNT 1 FROST LT	P	01/01/01	12/31/13
d	ATTCHMNT 2 FROST#2 ST	P	01/01/13	12/31/13
e	ATTCHMNT 2 FROST#2 LT	P	01/01/01	12/31/13
f	ATTCHMNT 2 FROST#2 ST	P	01/01/13	12/31/13
g	ATTCHMNT 2 FROST#2 LT	P	01/01/01	12/31/13
h	ATTCHMNT 3 MORGAN STANLEY GIS ST	P	01/01/13	12/31/13
i	ATTCHMNT 3 MORGAN STANLEY GIS ST	P	01/01/13	12/31/13
j	ATTCHMNT 3 MORGAN STANLEY GIS LT	P	01/01/01	12/31/13
k	ATTCHMNT 4 MORGAN STANLEY THORN ST	P	01/01/13	12/31/13
l	ATTCHMNT 4 MORGAN STANLEY THORN ST	P	01/01/13	12/31/13
m	ATTCHMNT 4 MORGAN STANLEY THORN LT	P	01/01/01	12/31/13
n	TIFF PARTNERS IV, LTD STCG	P	01/01/13	12/31/13
o	TIFF PARTNERS IV, LTD LTCG	P	01/01/01	12/31/13

	(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	5.		5.	0.
b	3,298,835.		3,298,835.	0.
c	944,979.			944,979.
d	1,605,812.		1,600,626.	5,186.
e	661,320.		574,456.	86,864.
f	170,206.		159,170.	11,036.
g	580,344.		373,554.	206,790.
h	928,833.		905,953.	22,880.
i	16,805.		14,832.	1,973.
j	315,039.		215,859.	99,180.
k	218,551.		209,448.	9,103.
l	2.			2.
m	222,558.		185,793.	36,765.
n			255.	-255.
o	37,671.			37,671.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(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				0.
b				0.
c				944,979.
d				5,186.
e				86,864.
f				11,036.
g				206,790.
h				22,880.
i				1,973.
j				99,180.
k				9,103.
l				2.
m				36,765.
n				-255.
o				37,671.

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	
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	

323591
05-01-13

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	TIFF PARTNERS IV, LTD 1231		01/01/01	12/31/13
b	CAPITAL GAINS DIVIDENDS			
c				
d				
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			77.	-77.
b	204,631.			204,631.
c				
d				
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(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				-77.
b				204,631.
c				
d				
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter "-0-" in Part I, line 7 } ...	2	1,666,728.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	N/A

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05-01-13

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
SAN ANTONIO METROPOLITAN MINISTRY, INC 5254 BLANCO ROAD SAN ANTONIO, TX 78216			HELPING HANDS FUND	10,000.
SAN ANTONIO PUBLIC LIBRARY FOUNDATION 625 SHOOK AVENUE SAN ANTONIO, TX 78212			ARTE KIDS BOOK SERIES	80,000.
SUL ROSS STATE UNIVERSITY EAST HIGHWAY 90 ALPINE, TX 79832			MUSEUM OF THE BIG BEND REMINGTON EXHIBIT, GENERAL SUPPORT	3,700.
TEXAS BAR FOUNDATION 504 LAVACA ST, SUITE 105 AUSTIN, TX 78701			GENERAL SUPPORT	2,000.
TEXAS BIOMEDICAL RESEARCH INSTITUTE P.O. BOX 760549 SAN ANTONIO, TX 78245-0549			GENERAL SUPPORT	10,950.
TRINITY UNIVERSITY 715 STADIUM DR SAN ANTONIO, TX 78212			SEMMES SCHOLARSHIP FUND	500,000.
UNITED WAY OF SAN ANTONIO AND BEXAR COUNTY 700 SOUTH ALAMO SAN ANTONIO, TX 78293			GENERAL SUPPORT	75,000.
UNIVERSITY OF TEXAS AT AUSTIN, MCDONALD OBSERVATORY 1 UNIVERSITY STATION C1402 AUSTIN, TX 78712			MCDONALD OBSERVATORY EQUIPMENT	16,800.
YMCA OF GREATER SAN ANTONIO 1123 NAVARRO SAN ANTONIO, TX 78205			GENERAL SUPPORT	10,000.
Total from continuation sheets				708,450.

323631
05-01-13

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
FROST NATIONAL BANK #1	1,165.	1,165.	1,165.
MORGAN STANLEY	9.	9.	9.
MORGAN STANLEY	26.	26.	26.
SABINE	11.	11.	11.
TIFF	913.	913.	913.
TOTAL TO PART I, LINE 3	2,124.	2,124.	2,124.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
FROST SEMMES #1	366,550.	14,431.	352,119.	352,119.	352,119.
FROST SEMMES #2	145,908.	169.	145,739.	145,739.	145,739.
MORGAN STANLEY	19,735.	0.	19,735.	19,735.	19,735.
MORGAN STANLEY	1,847.	0.	1,847.	1,847.	1,847.
MORGAN STANLEY	24,741.	0.	24,741.	24,741.	24,741.
TIFF K-1	4,601.	0.	4,601.	4,601.	4,601.
TIFF MULTI-ASSET	286,216.	189,660.	96,556.	96,556.	96,556.
USAA	42,911.	371.	42,540.	42,540.	42,540.
VANGUARD	53,716.	0.	53,716.	53,716.	53,716.
TO PART I, LINE 4	946,225.	204,631.	741,594.	741,594.	741,594.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
OIL & GAS GROSS ROYALTIES	2,079,921.	2,079,921.	0.
SABINE ROYALTY TRUST	65,624.	65,624.	0.
TIFF PARTNERS IV, LLC	4.	4.	0.
MISCELLANEOUS INCOME	1,500.	1,500.	0.
TIFF PARTNERS IV, LLC	-5,787.	-5,787.	0.
TOTAL TO FORM 990-PF, PART I, LINE 11	2,141,262.	2,141,262.	0.

FORM 990-PF	ACCOUNTING FEES			STATEMENT 4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	15,550.	7,775.	0.	7,775.
TO FORM 990-PF, PG 1, LN 16B	15,550.	7,775.	0.	7,775.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES	85,933.	85,933.	0.	0.
TO FORM 990-PF, PG 1, LN 16C	85,933.	85,933.	0.	0.

FORM 990-PF	TAXES			STATEMENT 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PRODUCTION TAXES	25,705.	25,705.	0.	0.
FOREIGN TAXES	8,764.	8,764.	0.	0.
AD VALOREM TAXES	49,983.	49,983.	0.	0.
FEDERAL EXCISE TAX	60,414.	0.	0.	0.
TO FORM 990-PF, PG 1, LN 18	144,866.	84,452.	0.	0.

FORM 990-PF OTHER EXPENSES STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OTHER OIL & GAS EXPENSE	580.	580.	0.	0.
OFFICE	772.	386.	0.	386.
PARTNERSHIP EXP - TIFF	5,764.	5,764.	0.	0.
PARTNERSHIP EXP - SABINE	6,889.	6,889.	0.	0.
TO FORM 990-PF, PG 1, LN 23	14,005.	13,619.	0.	386.

FORM 990-PF OTHER INCREASES IN NET ASSETS OR FUND BALANCES STATEMENT 8

DESCRIPTION	AMOUNT
PERCENTAGE DEPLETION	322,284.
OVERPAYMENT APPLIED TO 2013	35,774.
TOTAL TO FORM 990-PF, PART III, LINE 3	358,058.

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 9

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
US TREASURY BILLS	X		2,299,266.	2,299,826.
TOTAL U.S. GOVERNMENT OBLIGATIONS			2,299,266.	2,299,826.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			2,299,266.	2,299,826.

FORM 990-PF CORPORATE STOCK STATEMENT 10

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
FROST BANK	10,107,010.	23,583,381.
TIFF INVESTMENT PROGRAM	3,346,730.	3,118,746.
VANGUARD GROUP	1,722,137.	2,957,915.
USAA	0.	0.
MORGAN STANLEY	2,096,200.	2,651,195.
TOTAL TO FORM 990-PF, PART II, LINE 10B	17,272,077.	32,311,237.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 11

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
THOMAS R SEMMES 800 NAVARRO, STE 210 SAN ANTONIO, TX 78205	PRESIDENT 15.00	30,000.	0.	0.
L.L. MORRISON, JR 2001 KIRBY, #1300 HOUSTON, TX 77019	DIRECTOR 1.00	1,500.	0.	0.
D.R. SEMMES 134 KINROSS SAN ANTONIO, TX 78209	VICE PRESIDENT 1.00	1,500.	0.	0.
PATRICIA SEMMES 800 NAVARRO, STE 210 SAN ANTONIO, TX 78205	DIRECTOR 1.00	1,500.	0.	0.
CAROL DUFFELL 800 NAVARRO, STE 210 SAN ANTONIO, TX 78205	SECRETARY 1.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		34,500.	0.	0.

FORM 990-PF GRANT APPLICATION SUBMISSION INFORMATION STATEMENT 12
PART XV, LINES 2A THROUGH 2D

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

THOMAS R SEMMES
800 NAVARRO, SUITE 210
SAN ANTONIO, TX 78205

TELEPHONE NUMBER

210-225-0887

FORM AND CONTENT OF APPLICATIONS

CONCISE WRITTEN PROPOSALS. MUST SHOW EXEMPT STATUS.

ANY SUBMISSION DEADLINES

NONE

RESTRICTIONS AND LIMITATIONS ON AWARDS

GENERALLY SAN ANTONIO AREA. NO INDIVIDUAL GRANTS, LOANS. THE MAJORITY OF CONTRIBUTIONS ARE IN AREAS OF INTEREST, OR INSTITUTIONS SPECIFIED BY THE BOARD OF DIRECTORS.

2013 Form 1099-B: Proceeds from Broker and Barter Exchange Transactions

OMB No. 1545-0715

Reported to the IRS is Sales Price of stocks, bonds etc., less commissions and option premiums.
Covered (Box 6a is not checked)

Cusip / Quantity Sold (Box 1e)	Description (Box 8) / Date of Sale or Exchange (Box 1a)	Date of Acquisition (Box 1b)	Stock or Other Symbol (Box 1d) / Stocks Bonds, etc. (Box 2a)	Cost or Other Basis (Box 3)	Wash Sale Loss Disallowed (Box 5)	Net Gain or Loss	Federal Income Tax Withheld (Box 4)	State Tax Withheld (Box 15)
Long Term Sales Reported on 1099-B								
155123102	CENTRAL SECURITIES CORP		CET					
.2332	12/26/2013	01/22/2000	4.91	6.75	1.84	0 00	0.00	0.00
Total Long Term Sales Reported on 1099-B			**4.91**	**6.75**	**1.84**	**0.00**	**0.00**	**0.00**

Report on Form 8949, Part II, with Box D checked

This is important tax information and is being furnished to the Internal Revenue Service (except as indicated). If you are required to file a return, a negligence penalty or other sanction may be imposed on you if this income is taxable and the IRS determines that it has not been reported. The taxpayer is ultimately responsible for the accuracy of their own tax return.

SEMMES FOUNDATION INC　　FORM 990-PF　PART IV ATTCHMNT 1　　74-6062264
CAPITAL GAINS AND LOSSES

2013 Form 1099-B: Proceeds from Broker and Barter Exchange Transactions

OMB No. 1545-0715

Reported to the IRS is Sales Price of stocks, bonds, etc., less commissions and option premiums.
For noncovered securities (Box 6a is checked) shown on this statement, cost basis information is being reported to the IRS.

Cusip / Quantity Sold	Description (Box 8) / Date of Sale or Exchange	Date of Acquisition	Stock or Other Symbol (Box 1d) / Stocks Bonds, etc.	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
(Box 1e)	(Box 1a)	(Box 1b)	(Box 2a)	(Box 3)	(Box 5)		(Box 4)	(Box 15)
Short Term Sales Reported on 1099-B								
912796AE9	U S TREASURY BILLS 11/14/13							
1300000.0000	11/14/2013	Various	1,299,745.03	1,299,745.03	0.00	0.00	0.00	0.00
9127957L9	U S TREASURY BILLS 3/14/13							
500000.0000	03/14/2013	09/13/2012	499,712.16	499,712.16	0.00	0.00	0.00	0.00
912796AG4	U S TREASURY BILLS 5/16/13							
500000.0000	05/16/2013	11/14/2012	499,646.11	499,646 11	0.00	0 00	0.00	0 00
912796AL3	U S TREASURY BILLS 6/13/13							
500000.0000	06/13/2013	12/13/2012	499,762.44	499,762.44	0.00	0.00	0 00	0.00
912796AX7	U S TREASURY BILLS 8/15/13							
500000 0000	08/15/2013	05/16/2013	499,969.38	499,969.38	0.00	0.00	0.00	0.00
Total Short Term Sales Reported on 1099-B			**3,298,835.12**	**3,298,835.12**	**0.00**	**0.00**	**0.00**	**0.00**

Report on Form 8949, Part I, with Box A checked

Long Term Sales Reported on 1099-B

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For noncovered securities (Box 6a is checked) shown on this statement, cost basis information is being reported to the IRS.

Cusip / Quantity Sold (Box 1e)	Description (Box 8) / Date of Sale or Exchange (Box 1a)	Date of Acquisition (Box 1b)	Stock or Other Symbol (Box 1d) / Stocks Bonds, etc. (Box 2a)	Cost or Other Basis (Box 3)	Wash Sale Loss Disallowed (Box 5)	Net Gain or Loss	Federal Income Tax Withheld (Box 4)	State Tax Withheld (Box 15)
155123102	CENTRAL SECURITIES CORP		CET					
.6906	01/07/2013	Various	13.79	20.25	6 46	0 00	0.00	0.00
155123102	CENTRAL SECURITIES CORP		CET					
51312.0000	12/26/2013	12/26/2013	0.00	-174,460 78	0 00	174,460.78	0 00	0.00
12646R105	CST BRANDS INC COM		CST					
.3333	05/14/2013	12/01/2009	10.32	4.18	0.00	6.14	0.00	0.00
423074103	HEINZ H. J. CO COM *		HNZ					
11000.0000	06/07/2013	Various	797,500.00	26,980 99	0.00	770,519 01	0.00	0 00
Total Long Term Sales Reported on 1099-B			**797,524.11**	**-147,455.36**	**6.46**	**944,985.93**	**0.00**	**0.00**

Report on Form 8949, Part II, with Box D checked

This is important tax information and is being furnished to the Internal Revenue Service (except as indicated). If you are required to file a return, a negligence penalty or other sanction may be imposed on you if this income is taxable and the IRS determines that it has not been reported. The taxpayer is ultimately responsible for the accuracy of their own tax return.

2013 Form 1099-B: Proceeds from Broker and Barter Exchange Transactions

OMB No. 1545-0715

Reported to the IRS is Sales Price of stocks, bonds etc., less commissions and option premiums.
Covered (Box 6a is not checked)

Cusip / Quantity Sold (Box 1e)	Description (Box 8) / Date of Sale or Exchange (Box 1a)	Date of Acquisition (Box 1b)	Stock or Other Symbol (Box 1d) / Stocks Bonds, etc. (Box 2a)	Cost or Other Basis (Box 3)	Wash Sale Loss Disallowed (Box 5)	Net Gain or Loss	Federal Income Tax Withheld (Box 4)	State Tax Withheld (Box 15)
Short Term Sales Reported on 1099-B								
00287Y109	ABBVIE INC COM*		ABBV					
495.0000	07/10/2013	07/25/2012	21,580.24	16,534.77	0.00	5,045 47	0.00	0.00
G1151C101	ACCENTURE PLC CLASS A*		ACN					
1505.0000	07/10/2013	Various	111,200.40	95,332.88	0.00	15,867.52	0.00	0.00
H0023R105	ACE LTD		ACE					
875.0000	09/09/2013	01/24/2013	77,666 80	74,644.85	0.00	3,021.95	0.00	0.00
071813109	BAXTER INTERNATIONAL INC COM *		BAX					
2155.0000	10/21/2013	Various	141,052.85	148,718 47	0.00	-7,665.62	0.00	0 00
231021106	CUMMINS INC*		CMI					
860 0000	12/12/2013	09/20/2013	111,422 24	116,757.47	0.00	-5,335.23	0.00	0.00
25179M103	DEVON ENERGY CORP		DVN					
1235.0000	04/11/2013	02/15/2013	68,726 95	72,871.55	0 00	-4,144.60	0.00	0 00
260543103	DOW CHEMICAL CO COM *		DOW					
3075.0000	03/27/2013	06/18/2012	96,952.57	101,404 28	0.00	-4,451 71	0.00	0.00
26138E109	DR PEPPER SNAPPLE GROUP INC COM		DPS					
1745.0000	10/04/2013	08/06/2013	75,730.63	82,380.05	0.00	-6,649.42	0.00	0.00

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Reported to the IRS is Sales Price of stocks, bonds etc., less commissions and option premiums.

Covered (Box 6a is not checked)

Cusip / Quantity Sold (Box 1e)	Description (Box 8) / Date of Sale or Exchange (Box 1a)	Date of Acquisition (Box 1b)	Stock or Other Symbol (Box 1d) / Stocks, Bonds, etc (Box 2a)	Cost or Other Basis (Box 3)	Wash Sale Loss Disallowed (Box 5)	Net Gain or Loss	Federal Income Tax Withheld (Box 4)	State Tax Withheld (Box 15)
G3157S106	ENSCO PLC CL A*		ESV					
2030.0000	08/21/2013	Various	111,931.84	119,960.97	0.00	-8,029.13	0.00	0.00
45866F104	INTERCONTINENTALEXCHANGE GP INC COM		ICE					
.8590	12/10/2013	09/09/2013	185.91	171.47	0.00	14 44	0.00	0.00
461202103	INTUIT INC COM		INTU					
2395.0000	02/11/2013	Various	147,008.99	139,480.93	0.00	7,528 06	0.00	0.00
46625H100	JPMORGAN CHASE & CO COM*		JPM					
2175.0000	12/12/2013	07/23/2013	122,034.95	123,176.56	0.00	-1,141.61	0.00	0.00
580135101	MCDONALD'S CORP COM *		MCD					
1245.0000	08/06/2013	Various	123,132 72	116,233.84	0.00	6,898.88	0.00	0.00
58933Y105	MERCK & CO INC NEW COM*		MRK					
2330.0000	03/07/2013	07/19/2012	101,203.61	101,929.11	0.00	-725.50	0.00	0.00
N63218106	NIELSEN HOLDINGS NV*		NLSN					
2180.0000	05/23/2013	03/07/2013	74,975.87	75,100.56	0.00	-124.69	0.00	0.00
808513105	SCHWAB CHARLES CORP NEW COM*		SCHW					
6910.0000	05/01/2013	01/29/2013	114,990.19	114,510.45	0.00	479.74	0 00	0 00
87612E106	TARGET CORP COM *		TGT					
1730.0000	01/29/2013	06/18/2012	106,015.65	101,417.96	0.00	4,597.69	0.00	0.00

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SEMMES FOUNDATION INC FORM 990-PF PART IV ATTCHMNT 2 74-6062264

CAPITAL GAINS AND LOSSES

Reported to the IRS is Sales Price of stocks, bonds etc , less commissions and option premiums.

Covered (Box 6a is not checked)

Cusip / Quantity Sold (Box 1e)	Description (Box 8) / Date of Sale or Exchange (Box 1a)	Date of Acquisition (Box 1b)	Stock or Other Symbol (Box 1d) / Stocks Bonds, etc. (Box 2a)	Cost or Other Basis (Box 3)	Wash Sale Loss Disallowed (Box 5)	Net Gain or Loss	Federal Income Tax Withheld (Box 4)	State Tax Withheld (Box 15)
Total Short Term Sales Reported on 1099-B			**1,605,812.41**	**1,600,626.17**	**0.00**	**5,186.24**	**0.00**	**0.00**
Report on Form 8949, Part I, with Box A checked								
Long Term Sales Reported on 1099-B								
00287Y109	ABBVIE INC COM*		ABBV					
1840.0000	07/10/2013	03/19/2012	80,217.45	57,770.63	0.00	22,446.82	0.00	0.00
018490102	ALLERGAN INC COM*		AGN					
655.0000	07/24/2013	09/01/2011	59,129.36	53,455.99	0.00	5,673.37	0.00	0.00
268648102	E M C CORP MASSACHUSETTS COM *		EMC					
5575 0000	02/15/2013	01/06/2011	133,575 12	131,289.02	0.00	2,286.10	0.00	0.00
459200101	INT'L BUSINESS MACHINES CORP COM *		IBM					
380.0000	11/18/2013	06/13/2012	69,892.22	73,939.64	0 00	-4,047.42	0.00	0.00
G5785G107	MALLINCKRODT PLC		MNK					
.1250	07/12/2013	12/02/2011	5 42	4.21	0 00	1.21	0.00	0.00
G5785G107	MALLINCKRODT PLC		MNK					
348 0000	09/09/2013	12/02/2011	16,130 67	11,707 88	0 00	4,422.79	0.00	0.00
803054204	SAP AG SPONSORED ADR*		SAP					
2220.0000	01/22/2013	04/07/2011	170,701.07	139,446.64	0 00	31,254 43	0.00	0.00

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SEMMES FOUNDATION INC   FORM 990-PF   PART IV ATTCHMNT 2   74-6062264

CAPITAL GAINS AND LOSSES

Reported to the IRS is Sales Price of stocks, bonds etc., less commissions and option premiums.

Covered (Box 6a is not checked)

Cusip / Quantity Sold	Description (Box 8) / Date of Sale or Exchange	Date of Acquisition	Stock or Other Symbol (Box 1d) / Stocks Bonds, etc.	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
(Box 1e)	*(Box 1a)*	*(Box 1b)*	*(Box 2a)*	*(Box 3)*	*(Box 5)*		*(Box 4)*	*(Box 15)*
907818108	UNION PACIFIC CORP COM*		UNP					
860.0000	10/07/2013	09/12/2012	131,668.35	106,841.67	0.00	24,826.68	0.00	0.00
Total Long Term Sales Reported on 1099-B			**661,319.66**	**574,455.68**	**0.00**	**86,863.98**	**0.00**	**0.00**

Report on Form 8949, Part II, with Box D checked

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SEMMES FOUNDATION INC
CAPITAL GAINS AND LOSSES

FORM 990-PF PART IV ATTCHMNT 2

74-6062264

Reported to the IRS is Sales Price of stocks, bonds, etc., less commissions and option premiums.
For noncovered securities (Box 6a is checked) shown on this statement, cost basis information is being reported to the IRS.

Cusip / Quantity Sold	Description (Box 8) / Date of Sale or Exchange	Date of Acquisition	Stock or Other Symbol (Box 1d) / Stocks Bonds, etc.	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
(Box 1e)	(Box 1a)	(Box 1b)	(Box 2a)	(Box 3)	(Box 5)		(Box 4)	(Box 15)
Short Term Sales Reported on 1099-B								
629491101	NYSE EURONEXT COM		NYX					
3755.0000	12/03/2013	09/09/2013	170,205.91	159,169.93	0.00	11,035.98	0.00	0.00
Total Short Term Sales Reported on 1099-B			**170,205.91**	**159,169.93**	**0.00**	**11,035.98**	**0.00**	**0.00**
Report on Form 8949, Part I, with Box A checked								
Long Term Sales Reported on 1099-B								
018490102	ALLERGAN INC COM*		AGN					
875.0000	07/24/2013	08/10/2010	78,989.60	55,610.28	0.00	23,379.32	0.00	0.00
099724106	BORGWARNER INC COM*		BWA					
2000.0000	04/16/2013	Various	146,729.91	63,957.57	0.00	82,772.34	0.00	0.00
111320107	BROADCOM CORP CLASS A		BRCM					
3900.0000	02/05/2013	Various	126,634.45	131,622.21	0.00	-4,987.76	0.00	0.00
149123101	CATERPILLAR INC COM *		CAT					
945.0000	11/18/2013	05/17/2010	79,400.73	59,415.84	0.00	19,984.89	0.00	0.00

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SEMMES FOUNDATION INC FORM 990-PF PART IV ATTCHMNT 2 74-6062264

CAPITAL GAINS AND LOSSES

For noncovered securities (Box 6a is checked) shown on this statement, cost basis information is being reported to the IRS.

Cusip / Quantity Sold (Box 1e)	Description (Box 8) / Date of Sale or Exchange (Box 1a)	Date of Acquisition (Box 1b)	Stock or Other Symbol (Box 1d) / Stocks Bonds, etc. (Box 2a)	Cost or Other Basis (Box 3)	Wash Sale Loss Disallowed (Box 5)	Net Gain or Loss	Federal Income Tax Withheld (Box 4)	State Tax Withheld (Box 15)
437076102	HOME DEPOT INC COM *		HD					
1160.0000	06/10/2013	03/25/2009	90,821.90	27,568.10	0.00	63,253.80	0.00	0.00
913017109	UNITED TECHNOLOGIES CORP COM		UTX					
520.0000	09/20/2013	07/21/2010	57,767.19	35,379.50	0.00	22,387.69	0.00	0.00
Total Long Term Sales Reported on 1099-B			580,343.78	373,553.50	0.00	206,790.28	0.00	0.00

Report on Form 8949, Part II, with Box D checked

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SEMMES FOUNDATION INC
MORGAN STANLEY GIS
CAPITAL GAINS AND LOSSES

FORM 990-PF PART IV ATTCHMNT 3

74-6062264

(Consider Box 6b (Basis Reported to IRS) as being checked for this section. Those transactions should be reported on Form 8949 Part I with box A checked.)

DESCRIPTION (Box 8)	QUANTITY (Box 1e)	DATE ACQUIRED (Box 1b)	DATE OF SALE (Box 1a)	SALES PRICE (Box 2a)	ADJUSTED COST OR OTHER BASIS (Box 3)	WASH SALE LOSS DISALLOWED (Box 5)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
ACTAVIS INC COM	CUSIP: 00507K103		Symbol (Box 1d):					
	171 000	06/21/12	03/20/13	$15,347 04	$12,049.86	$0.00	$3,297.18	$0.00
	19 000	06/27/12	03/20/13	$1,705 23	$1,348 81	$0.00	$356.42	$0.00
	48 000	07/02/12	03/20/13	$4,307 94	$3,563.55	$0.00	$744.39	$0.00
	70.000	07/15/13	09/30/13	$10,080 00	$8,832.38	$0.00	$1,247.62	$0.00
	50 000	07/19/13	09/30/13	$7,200.00	$6,229.01	$0.00	$970.99	$0.00
	38.000	09/24/13	09/30/13	$5,472.00	$5,286.68	$0.00	$185.32	$0.00
Security Subtotal	**396.000**			**$44,112.21**	**$37,310.29**	**$0.00**	**$6,801.92**	**$0.00**
ADIDAS-SALOMON AG SPONS ADR	CUSIP: 00687A107		Symbol (Box 1d): ADDYY					
	227 000	05/16/13	09/20/13	$12,289.04	$12,623.90	$0.00	($334 86)	$0.00
	198 000	05/16/13	10/14/13	$10,940 40	$11,011.16	$0.00	($70.76)	$0.00
	20.000	05/17/13	10/14/13	$1,105.09	$1,097.32	$0.00	$7.77	$0.00
Security Subtotal	**445.000**			**$24,334.53**	**$24,732.38**	**$0.00**	**($397.85)**	**$0.00**
AMERICAN TOWER REIT COM	CUSIP: 03027X100		Symbol (Box 1d): AMT					
	26.000	06/12/12	02/13/13	$1,935.03	$1,712.10	$0.00	$222.93	$0.00
	36.000	06/26/12	02/13/13	$2,679.28	$2,448.30	$0.00	$230.98	$0.00
	147.000	06/27/12	02/13/13	$10,940 39	$10,230 01	$0.00	$710 38	$0.00
	100.000	06/27/12	03/06/13	$7,829.58	$6,959.19	$0.00	$870 39	$0.00
	97.000	08/22/12	03/06/13	$7,594.70	$6,801.64	$0.00	$793.06	$0.00
Security Subtotal	**406.000**			**$30,978.98**	**$28,151.24**	**$0.00**	**$2,827.74**	**$0.00**

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SEMMES FOUNDATION INC
MORGAN STANLEY GIS
CAPITAL GAINS AND LOSSES

FORM 990-PF PART IV ATTCHMNT 3

74-6062264

(Consider Box 6b (Basis Reported to IRS) as being checked for this section These transactions should be reported on Form 8949 Part I with box A checked.)

DESCRIPTION (Box 8)	QUANTITY (Box 1e)	DATE ACQUIRED (Box 1b)	DATE OF SALE (Box 1a)	SALES PRICE (Box 2a)	ADJUSTED COST OR OTHER BASIS (Box 3)	WASH SALE LOSS DISALLOWED (Box 5)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
AMGEN INC	CUSIP: 031162100		Symbol (Box 1d): AMGN					
	79.000	09/05/12	04/08/13	$8,172.05	$6,655.80	$0.00	$1,516.25	$0.00
	106.000	09/05/12	04/19/13	$11,642.96	$8,930.56	$0.00	$2,712.40	$0.00
	138.000	09/05/12	04/24/13	$14,648.19	$11,626.58	$0.00	$3,021.61	$0.00
Security Subtotal	323.000			$34,463.20	$27,212.94	$0.00	$7,250.26	$0.00
APPLE INC	CUSIP: 037833100		Symbol (Box 1d): AAPL					
	34.000	06/08/12	01/07/13	$17,780.90	$19,543.35	$0.00	($1,762.45)	$0.00
	20.000	06/08/12	01/16/13	$10,089 28	$11,496.09	$0.00	($1,406.81)	$0.00
	21.000	06/08/12	01/25/13	$9,483.56	$12,070.89	$0.00	($2,587.33)	$0.00
Security Subtotal	75.000			$37,353.74	$43,110.33	$0.00	($5,756.59)	$0.00
BANK OF NOVA SCOTIA	CUSIP: 064149107		Symbol (Box 1d): BNS					
	188.000	01/07/13	03/20/13	$10,924.67	$10,959.16	$0.00	($34.49)	$0.00
	180.000	01/07/13	04/17/13	$10,082.15	$10,492.81	$0.00	($410.66)	$0.00
	110.000	01/08/13	04/17/13	$6,161.31	$6,426.66	$0.00	($265.35)	$0 00
	106.000	01/08/13	04/24/13	$5,828.81	$6,192.97	$0.00	($364.16)	$0.00
	70.000	01/08/13	05/13/13	$4,081 10	$4,089.69	$0.00	($8.59)	$0.00
	182.000	01/11/13	05/13/13	$10,610 85	$10,659.67	$0.00	($48.82)	$0.00
	143.000	01/22/13	05/13/13	$8,337 10	$8,391.68	$0 00	($54.58)	$0.00
	89.000	01/22/13	05/14/13	$5,173 41	$5,222.80	$0 00	($49.39)	$0.00
	262.000	02/04/13	05/14/13	$15,229.58	$15,370.94	$0.00	($141.36)	$0.00
Security Subtotal	1,330.000			$76,428.98	$77,806.38	$0.00	($1,377.40)	$0.00

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(Consider Box 6b (Basis Reported to IRS) as being checked for this section These transactions should be reported on Form 8949 Part I with box A checked.)

DESCRIPTION (Box 8)	QUANTITY (Box 1e)	DATE ACQUIRED (Box 1b)	DATE OF SALE (Box 1a)	SALES PRICE (Box 2a)	ADJUSTED COST OR OTHER BASIS (Box 3)	WASH SALE LOSS DISALLOWED (Box 5)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
BASF SE SP ADR	CUSIP: 055262505		Symbol (Box 1d): BASFY					
	102 000	06/08/12	05/01/13	$9,503 64	$7,099.20	$0.00	$2,404.44	$0.00
	51.000	06/08/12	05/13/13	$4,861.26	$3,549.60	$0.00	$1,311 66	$0.00
	67 000	06/27/12	05/13/13	$6,386.37	$4,448.80	$0.00	$1,937.57	$0.00
	89 000	06/27/12	05/16/13	$8,453.79	$5,909.60	$0.00	$2,544.19	$0.00
	182.000	08/22/12	08/06/13	$15,914.11	$14,154.14	$0.00	$1,759.97	$0.00
Security Subtotal	491.000			$45,119.17	$35,161.34	$0.00	$9,957.83	$0.00
BLACKROCK INC	CUSIP: 09247X101		Symbol (Box 1d): BLK					
	24.000	03/13/13	08/26/13	$6,517.54	$6,031.12	$0.00	$486.42	$0 00
	21.000	03/20/13	08/26/13	$5,702.84	$5,404.44	$0.00	$298.40	$0.00
Security Subtotal	45.000			$12,220.38	$11,435.56	$0.00	$784.82	$0.00
CAPITAL ONE FINANCIAL CORP	CUSIP: 14040H105		Symbol (Box 1d): COF					
	164 000	06/08/12	01/22/13	$9,243.32	$8,601 22	$0.00	$642.10	$0.00
	278 000	06/08/12	02/04/13	$15,698.05	$14,580.12	$0.00	$1,117.93	$0.00
	83.000	06/08/12	02/20/13	$4,316 80	$4,353.06	$0.00	($36.26)	$0.00
	312.000	06/27/12	02/20/13	$16,227.00	$16,575.69	$0.00	($348.69)	$0.00
	256.000	08/22/12	02/20/13	$13,314.47	$14,300.16	$0.00	($985.69)	$0.00
Security Subtotal	1,093.000			$58,799.64	$58,410.25	$0.00	$389.39	$0.00
CF INDUSTRIES HOLDINGS,INC	CUSIP: 125269100		Symbol (Box 1d): CF					
	36.000	07/26/12	05/14/13	$6,896.42	$6,953 17	$0.00	($56.75)	$0.00
	36 000	08/07/12	05/14/13	$6,896.41	$7,291 35	$0.00	($394 94)	$0.00
	12 000	08/07/12	05/16/13	$2,272.30	$2,430 45	$0.00	($158.15)	$0.00
	40.000	08/10/12	05/16/13	$7,574 32	$8,397.46	$0.00	($823.14)	$0.00

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SEMMES FOUNDATION INC
MORGAN STANLEY GIS
CAPITAL GAINS AND LOSSES

FORM 990-PF PART IV ATTCHMNT 3

74-6062264

(Consider Box 6b (Basis Reported to IRS) as being checked for this section. These transactions should be reported on Form 8949 Part I with box A checked)

DESCRIPTION (Box 8)	QUANTITY (Box 1e)	DATE ACQUIRED (Box 1b)	DATE OF SALE (Box 1a)	SALES PRICE (Box 2a)	ADJUSTED COST OR OTHER BASIS (Box 3)	WASH SALE LOSS DISALLOWED (Box 5)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
CF INDUSTRIES HOLDINGS,INC	11.000	08/14/12	05/16/13	$2,082.93	$2,315.46	$0.00	($232.53)	$0.00
	28.000	08/14/12	05/17/13	$5,318 47	$5,893.90	$0.00	($575 43)	$0.00
	40.000	08/22/12	05/17/13	$7,597 81	$8,379.20	$0.00	($781.39)	$0.00
	48.000	09/05/12	05/17/13	$9,117.37	$9,916.21	$0.00	($798.84)	$0.00
Security Subtotal	251.000			$47,756.03	$51,577.20	$0.00	($3,821.17)	$0.00
COMCAST CORP (NEW) CLASS A	CUSIP: 20030N101		Symbol (Box 1d): CMCSA					
	492.000	02/11/13	11/13/13	$23,148.68	$19,018.22	$0.00	$4,130.46	$0.00
COMPANHIA ENERGY DE MIN SP ADR	CUSIP: 204409601		Symbol (Box 1d): CIG					
	0.812	02/20/13	05/14/13	$9.22	$8.35	$0.00	$0.87	$0.00
	1,046 000	01/22/13	07/15/13	$9,156.63	$10,408.17	$0.00	($1,251.54)	$0.00
	557.000	01/25/13	07/15/13	$4,875.95	$5,524.75	$0.00	($648.80)	$0.00
	1,046.000	02/20/13	07/15/13	$9,156.62	$10,739.73	$0.00	($1,583.11)	$0.00
Security Subtotal	2,649.812			$23,198.42	$26,681.00	$0.00	($3,482.58)	$0.00
CVS CAREMARK CORP	CUSIP: 126650100		Symbol (Box 1d): CVS					
	393.000	05/13/13	10/22/13	$24,010.27	$22,829.80	$0.00	$1,180.47	$0.00
	29.000	05/14/13	10/22/13	$1,771.75	$1,705.17	$0.00	$66.58	$0.00
Security Subtotal	422.000			$25,782.02	$24,534.97	$0.00	$1,247.05	$0.00
HSBC HOLDINGS PLC SPON ADR NEW	CUSIP: 404280406		Symbol (Box 1d): HSBC					
	141.000	10/22/12	03/06/13	$7,601.34	$6,993.70	$0.00	$607.64	$0.00
	177.000	10/22/12	03/18/13	$9,646.47	$8,779 32	$0 00	$867.15	$0.00
	94.000	10/22/12	09/04/13	$5,096.51	$4,662 46	$0.00	$434 05	$0.00
	223.000	10/22/12	09/09/13	$12,353.65	$11,060.95	$0.00	$1,292.70	$0.00
	29.000	10/22/12	09/12/13	$1,612.48	$1,438.42	$0.00	$174.06	$0.00

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SEMMES FOUNDATION INC FORM 990-PF PART IV ATTCHMNT 3 74-6062264
MORGAN STANLEY GIS
CAPITAL GAINS AND LOSSES

(Consider Box 6b (Basis Reported to IRS) as being checked for this section. These transactions should be reported on Form 8949 Part I with box A checked.)

DESCRIPTION (Box 8)	QUANTITY (Box 1e)	DATE ACQUIRED (Box 1b)	DATE OF SALE (Box 1a)	SALES PRICE (Box 2a)	ADJUSTED COST OR OTHER BASIS (Box 3)	WASH SALE LOSS DISALLOWED (Box 5)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
HSBC HOLDINGS PLC SPON ADR	288.000	11/01/12	09/12/13	$16,013.58	$14,485 79	$0.00	$1,527.79	$0.00
	149.000	11/01/12	09/24/13	$8,178 93	$7,494.39	$0.00	$684.54	$0.00
	115.000	11/23/12	09/24/13	$6,312.59	$5,765 86	$0.00	$546.73	$0.00
	23 000	11/26/12	09/24/13	$1,262.52	$1,143.49	$0.00	$119.03	$0.00
	13.000	11/26/12	09/26/13	$712 81	$646.32	$0.00	$66 49	$0.00
	174.000	12/17/12	09/26/13	$9,540.65	$9,026 55	$0.00	$514.10	$0.00
	97.000	01/25/13	09/26/13	$5,318.63	$5,433.91	$0.00	($115.28)	$0.00
Security Subtotal	1,523.000			$83,650.16	$76,931.16	$0.00	$6,719.00	$0.00
IAC INTERACTIVECORP COM	CUSIP: 44919P508		Symbol (Box 1d): IACI					
	397.000	06/08/12	01/08/13	$18,109 30	$17,940.99	$0.00	$168.31	$0.00
	2.000	06/27/12	01/08/13	$91.23	$91.26	$0.00	($0.03)	$0.00
	177.000	06/27/12	01/16/13	$7,502.75	$8,076.30	$0.00	($573.55)	$0.00
	74.000	08/22/12	01/16/13	$3,136 75	$3,819.03	$0.00	($682.28)	$0.00
	63.000	08/22/12	01/24/13	$2,456.31	$3,251.33	$0.00	($795.02)	$0.00
	96.000	08/28/12	01/24/13	$3,742.94	$5,029.43	$0 00	($1,286.49)	$0.00
	220.000	08/28/12	02/05/13	$9,352.41	$11,525 78	$0.00	($2,173.37)	$0.00
	95.000	08/28/12	02/11/13	$4,129.66	$4,977.04	$0.00	($847.38)	$0.00
	219.000	11/12/12	02/11/13	$9,519.96	$9,641.67	$0.00	($121.71)	$0.00
	230.000	11/19/12	02/11/13	$9,998.13	$9,942.26	$0.00	$55.87	$0.00
Security Subtotal	1,573.000			$68,039.44	$74,295.09	$0.00	($6,255.65)	$0.00
NEWMONT MINING CORP (NEW)	CUSIP: 651639106		Symbol (Box 1d): NEM					
	62.000	04/08/13	07/18/13	$1,752.90	$2,423.10	$0 00	($670 20)	$0.00
	307.000	04/08/13	11/01/13	$8,000.06	$11,998.27	$0 00	($3,998 21)	$0.00

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SEMMES FOUNDATION INC
MORGAN STANLEY GIS
CAPITAL GAINS AND LOSSES

FORM 990-PF PART IV ATTCHMNT 3

74-6062264

(Consider Box 6b (Basis Reported to IRS) as being checked for this section These transactions should be reported on Form 8949 Part I with box A checked.)

DESCRIPTION (Box 8)	QUANTITY (Box 1e)	DATE ACQUIRED (Box 1b)	DATE OF SALE (Box 1a)	SALES PRICE (Box 2a)	ADJUSTED COST OR OTHER BASIS (Box 3)	WASH SALE LOSS DISALLOWED (Box 5)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
NEWMONT MINING CORP (NEW)	159.000	04/19/13	11/01/13	$4,143.36	$5,216.55	$0.00	($1,073 19)	$0.00
	68.000	06/03/13	11/01/13	$1,772.00	$2,362.61	$0.00	($590.61)	$0.00
Security Subtotal	**596.000**			**$15,668.32**	**$22,000.53**	**$0.00**	**($6,332.21)**	**$0.00**
PHILIP MORRIS INTL INC	**CUSIP:** 718172109		**Symbol (Box 1d):** PM					
	69.000	04/24/13	09/04/13	$5,786.73	$6,511 69	$0 00	($724 96)	$0.00
	180.000	04/24/13	09/24/13	$15,782.91	$16,987.01	$0.00	($1,204.10)	$0.00
	114.000	05/13/13	09/24/13	$9,995.85	$10,625.50	$0.00	($629.65)	$0.00
Security Subtotal	**363.000**			**$31,565.49**	**$34,124.20**	**$0.00**	**($2,558.71)**	**$0.00**
PHILLIPS 66 COM	**CUSIP:** 718546104		**Symbol (Box 1d):** PSX					
	336 000	12/10/12	05/02/13	$19,966.62	$18,103 71	$0.00	$1,862.91	$0.00
	18 000	12/10/12	07/18/13	$1,033.62	$969.84	$0.00	$63.78	$0.00
	47.000	12/10/12	08/02/13	$2,746.54	$2,532 36	$0 00	$214.18	$0.00
	368.000	01/16/13	08/02/13	$21,504.84	$19,813 75	$0.00	$1,691.09	$0.00
	50.000	01/16/13	08/05/13	$2,884.21	$2,692.09	$0.00	$192.12	$0 00
	159.000	03/12/13	08/05/13	$9,171.77	$10,503.13	$0.00	($1,331.36)	$0.00
	92.000	03/12/13	08/13/13	$5,414.31	$6,077.28	$0.00	($662.97)	$0.00
	182.000	03/18/13	08/13/13	$10,710.93	$11,787.19	$0.00	($1,076.26)	$0.00
Security Subtotal	**1,252.000**			**$73,432.84**	**$72,479.35**	**$0.00**	**$953.49**	**$0.00**
RYANAIR HLDGS PLC ADR	**CUSIP:** 783513104		**Symbol (Box 1d):** RYAAY					
	12.000	11/01/12	10/14/13	$579 17	$389 59	$0 00	$189.58	$0.00
	104.000	12/19/12	11/14/13	$4,633.54	$3,671.25	$0.00	$962.29	$0.00
	74.000	12/19/12	11/15/13	$3,252.60	$2,612.24	$0 00	$640.36	$0.00
	94.000	03/04/13	11/15/13	$4,131.68	$3,739.59	$0.00	$392.09	$0 00

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(Consider Box 6b (Basis Reported to IRS) as being checked for this section These transactions should be reported on Form 8949 Part I with box A checked.)

DESCRIPTION (Box 8)	QUANTITY (Box 1e)	DATE ACQUIRED (Box 1b)	DATE OF SALE (Box 1a)	SALES PRICE (Box 2a)	ADJUSTED COST OR OTHER BASIS (Box 3)	WASH SALE LOSS DISALLOWED (Box 5)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
RYANAIR HLDGS PLC ADR	103.000	05/01/13	11/15/13	$4,527 27	$4,505.10	$0.00	$22.17	$0.00
	103.000	07/18/13	11/15/13	$4,527.26	$5,559.65	$0.00	($1,032.39)	$0.00
Security Subtotal	**490.000**			**$21,651.52**	**$20,477.42**	**$0.00**	**$1,174.10**	**$0.00**
SAP AG	**CUSIP:** 803054204		**Symbol (Box 1d):** SAP					
	135 000	09/10/12	01/22/13	$10,417 53	$9,224.89	$0.00	$1,192.64	$0.00
	250 000	09/10/12	02/19/13	$20,028 38	$17,083.13	$0.00	$2,945.25	$0.00
	252.000	09/10/12	07/18/13	$18,837.00	$17,219.79	$0.00	$1,617.21	$0.00
Security Subtotal	**637.000**			**$49,282.91**	**$43,527.81**	**$0.00**	**$5,755.10**	**$0.00**
SUMITOMO MITSUI FINL GROUP INC	**CUSIP:** 86562M209		**Symbol (Box 1d):** SMFG					
	1,071.000	01/29/13	07/10/13	$10,007 79	$8,273.80	$0.00	$1,733.99	$0.00
	155.000	02/01/13	07/10/13	$1,448.37	$1,251.32	$0.00	$197.05	$0.00
Security Subtotal	**1,226.000**			**$11,456.16**	**$9,525.12**	**$0.00**	**$1,931.04**	**$0.00**
TECHNIP-COFLEXIP	**CUSIP:** 878546209		**Symbol (Box 1d):** TKPPY					
	358.000	06/08/12	01/29/13	$10,042 24	$8,581 26	$0.00	$1,460.98	$0.00
	491 000	06/08/12	03/04/13	$12,789 03	$11,769 27	$0.00	$1,019 76	$0.00
	104 000	06/27/12	03/04/13	$2,708.88	$2,579.20	$0.00	$129.68	$0.00
	307.000	06/27/12	03/12/13	$8,181.70	$7,613.60	$0.00	$568.10	$0.00
	297.000	08/22/12	03/12/13	$7,915.19	$8,033.85	$0.00	($118.66)	$0.00
Security Subtotal	**1,557.000**			**$41,637.04**	**$38,577.18**	**$0.00**	**$3,059.86**	**$0.00**
TEXAS CAP BNCSHS INC (DE)	**CUSIP:** 88224Q107		**Symbol (Box 1d):** TCBI					
	143 000	06/08/12	03/13/13	$6,033 96	$5,574.43	$0.00	$459.53	$0.00
	88.000	06/08/12	04/01/13	$3,546 36	$3,430.42	$0.00	$115.94	$0.00
	117 000	06/08/12	04/09/13	$4,905 01	$4,560.90	$0.00	$344.11	$0.00

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SEMMES FOUNDATION INC
MORGAN STANLEY GIS
CAPITAL GAINS AND LOSSES

FORM 990-PF PART IV ATTCHMNT 3

74-6062264

(Consider Box 6b (Basis Reported to IRS) as being checked for this section. These transactions should be reported on Form 8949 Part I with box A checked.)

DESCRIPTION (Box 8)	QUANTITY (Box 1e)	DATE ACQUIRED (Box 1b)	DATE OF SALE (Box 1a)	SALES PRICE (Box 2a)	ADJUSTED COST OR OTHER BASIS (Box 3)	WASH SALE LOSS DISALLOWED (Box 5)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
TEXAS CAP BNCSHS INC (DE)	49.000	06/08/12	04/17/13	$1,939.75	$1,910 12	$0.00	$29.63	$0.00
	69.000	06/27/12	04/17/13	$2,731.48	$2,750.34	$0 00	($18 86)	$0.00
	128.000	06/27/12	04/25/13	$5,098 59	$5,102 08	$0.00	($3.49)	$0.00
	38.000	08/03/12	04/25/13	$1,513 64	$1,648.37	$0.00	($134.73)	$0.00
	132.000	08/03/12	05/01/13	$5,412 48	$5,725 91	$0.00	($313.43)	$0.00
	131.000	08/03/12	05/21/13	$5,675.96	$5,682.53	$0.00	($6.57)	$0.00
	40.000	08/03/12	06/18/13	$1,706.10	$1,735.12	$0.00	($29.02)	$0.00
	101.000	08/22/12	06/18/13	$4,307.91	$4,469.37	$0.00	($161.46)	$0.00
	142.000	08/22/12	06/21/13	$5,881.64	$6,283.67	$0.00	($402.03)	$0.00
Security Subtotal	1,178.000			$48,752.88	$48,873.26	$0.00	($120.38)	$0.00
				$928,833	$905,953		$22,880	

SEMMES FOUNDATION INC
MORGAN STANLEY GIS
CAPITAL GAINS AND LOSSES

FORM 990-PF PART IV ATTCHMNT 3

74-6062264

(Consider Box 6a (Noncovered Security) as being checked for this section These transactions should be reported on Form 8949 Part I with box B checked.)

DESCRIPTION (Box 8)	QUANTITY (Box 1e)	DATE ACQUIRED (Box 1b)	DATE OF SALE (Box 1a)	SALES PRICE (Box 2a)	ADJUSTED COST OR OTHER BASIS (Box 3)	WASH SALE LOSS DISALLOWED (Box 5)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
ACTAVIS PLC	CUSIP: G0083B108	Symbol (Box 1d): ACT						
	39 000	09/30/13	11/21/13	$6,348 09	$5,616.00	$0.00	$732 09	$0.00
	64.000	09/30/13	11/25/13	$10,456.54	$9,216.00	$0.00	$1,240.54	$0.00
Security Subtotal	103.000			$16,804.63	$14,832.00	$0.00	$1,972.63	$0.00

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SEMMES FOUNDATION INC
MORGAN STANLEY GIS
CAPITAL GAINS AND LOSSES

FORM 990-PF PART IV ATTCHMNT 3

74-6062264

(Consider Box 6b (Basis Reported to IRS) as being checked for this section. These transactions should be reported on Form 8949 Part II with box D checked)

DESCRIPTION (Box 8)	QUANTITY (Box 1e)	DATE ACQUIRED (Box 1b)	DATE OF SALE (Box 1a)	SALES PRICE (Box 2a)	ADJUSTED COST OR OTHER BASIS (Box 3)	WASH SALE LOSS DISALLOWED (Box 5)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
ACTAVIS INC COM	CUSIP: 00507K103		Symbol (Box 1d): ACT					
	323.000	07/02/12	09/30/13	$46,512.00	$23,979 75	$0.00	$22,532.25	$0.00
	50.000	08/07/12	09/30/13	$7,200.00	$3,974.34	$0.00	$3,225.66	$0.00
	154 000	08/14/12	09/30/13	$22,176.00	$12,332.67	$0.00	$9,843.33	$0.00
	189.000	08/22/12	09/30/13	$27,216.00	$14,885.64	$0.00	$12,330.36	$0.00
Security Subtotal	716.000			$103,104.00	$55,172.40	$0.00	$47,931.60	$0.00
APPLE INC	CUSIP: 037833100		Symbol (Box 1d): AAPL					
	3.000	06/08/12	07/18/13	$1,295 10	$1,724.41	$0.00	($429.31)	$0.00
BASF SE SP ADR	CUSIP: 055262505		Symbol (Box 1d): BASFY					
	88.000	06/27/12	08/06/13	$7,694.73	$5,843.20	$0.00	$1,851.53	$0.00
CHEVRON CORP	CUSIP: 166764100		Symbol (Box 1d): CVX					
	52 000	06/08/12	11/04/13	$6,131.47	$5,250.15	$0.00	$881.32	$0.00
	103 000	06/27/12	11/04/13	$12,145.02	$10,535.87	$0.00	$1,609.15	$0.00
	54.000	08/22/12	11/04/13	$6,367.29	$6,017.76	$0.00	$349.53	$0.00
	25.000	08/22/12	11/11/13	$3,024.65	$2,786.00	$0.00	$238.65	$0.00
	183.000	09/25/12	11/11/13	$22,140.46	$21,460.94	$0.00	$679.52	$0.00
Security Subtotal	417.000			$49,808.89	$46,050.72	$0.00	$3,758.17	$0.00
PHILIP MORRIS INTL INC	CUSIP: 718172109		Symbol (Box 1d): PM					
	130.000	06/08/12	07/19/13	$11,546.14	$10,889.28	$0.00	$656.86	$0.00
	12 000	06/08/12	08/26/13	$1,018.46	$1,005.16	$0.00	$13.30	$0.00
	46 000	06/27/12	08/26/13	$3,904 11	$3,920.58	$0.00	($16 47)	$0 00

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SEMMES FOUNDATION INC
MORGAN STANLEY GIS
CAPITAL GAINS AND LOSSES

FORM 990-PF PART IV ATTCHMNT 3

74-6062264

(Consider Box 6b (Basis Reported to IRS) as being checked for this section. These transactions should be reported on Form 8949 Part II with box D checked.)

DESCRIPTION (Box 8)	QUANTITY (Box 1e)	DATE ACQUIRED (Box 1b)	DATE OF SALE (Box 1a)	SALES PRICE (Box 2a)	ADJUSTED COST OR OTHER BASIS (Box 3)	WASH SALE LOSS DISALLOWED (Box 5)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
PHILIP MORRIS INTL INC	17.000	06/27/12	09/04/13	$1,425.72	$1,448 91	$0.00	($23.19)	$0.00
	49.000	08/22/12	09/04/13	$4,109.42	$4,480.56	$0.00	($371.14)	$0.00
Security Subtotal	254.000			$22,003.85	$21,744.49	$0.00	$259.36	$0.00
RYANAIR HLDGS PLC ADR	CUSIP: 783513104		Symbol (Box 1d): RYAAY					
	188.000	06/08/12	06/10/13	$9,318.09	$5,851.12	$0.00	$3,466.97	$0.00
	350.000	06/08/12	09/19/13	$17,025.10	$10,893.05	$0.00	$6,132.05	$0 00
	274.000	06/08/12	09/20/13	$13,420.09	$8,527.70	$0.00	$4,892.39	$0.00
	67.000	06/08/12	10/04/13	$3,319.80	$2,085.24	$0.00	$1,234.56	$0.00
	197.000	06/27/12	10/04/13	$9,761.20	$5,975.90	$0.00	$3,785.30	$0.00
	190.000	06/27/12	10/08/13	$9,201.71	$5,763.56	$0.00	$3,438.15	$0 00
	62.000	08/22/12	10/08/13	$3,002.66	$1,939.16	$0.00	$1,063 50	$0.00
	244.000	08/22/12	10/14/13	$11,776 55	$7,631.51	$0.00	$4,145.04	$0.00
	108.000	11/01/12	11/14/13	$4,811.76	$3,506.27	$0.00	$1,305.49	$0.00
Security Subtotal	1,680.000			$81,636.96	$52,173.51	$0.00	$29,463.45	$0.00
UBS AG NEW	CUSIP: H89231338		Symbol (Box 1d): UBS					
	857.000	09/25/12	10/29/13	$16,883.54	$10,939.09	$0.00	$5,944.45	$0.00
	431.000	09/25/12	11/04/13	$7,821.13	$5,501.46	$0.00	$2,319 67	$0.00
	356.000	09/28/12	11/04/13	$6,460.15	$4,377.02	$0.00	$2,083 13	$0 00
	368.000	09/28/12	11/21/13	$6,640 88	$4,524.56	$0.00	$2,116 32	$0.00

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SEMMES FOUNDATION INC
MORGAN STANLEY GIS
CAPITAL GAINS AND LOSSES

FORM 990-PF PART IV ATTCHMNT 3

74-6062264

(Consider Box 6b (Basis Reported to IRS) as being checked for this section.`These transactions should be reported on Form 8949 Part II with box D checked.)

DESCRIPTION (Box 8)	QUANTITY (Box 1e)	DATE ACQUIRED (Box 1b)	DATE OF SALE (Box 1a)	SALES PRICE (Box 2a)	ADJUSTED COST OR OTHER BASIS (Box 3)	WASH SALE LOSS DISALLOWED (Box 5)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
UBS AG NEW	336 000	09/28/12	12/03/13	$6,254 19	$4,131.12	$0.00	$2,123.07	$0 00
	292.000	10/02/12	12/03/13	$5,435.19	$3,676.69	$0.00	$1,758.50	$0.00
Security Subtotal	2,640.000			$49,495.08	$33,149.94	$0.00	$16,345.14	$0.00
				$315,039	$215,859		$99,180	

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(Consider Box 6b (Basis Reported to IRS) as being checked for this section These transactions should be reported on Form 8949 Part I with box A checked.)

DESCRIPTION (Box 8)	QUANTITY (Box 1e)	DATE ACQUIRED (Box 1b)	DATE OF SALE (Box 1a)	SALES PRICE (Box 2a)	ADJUSTED COST OR OTHER BASIS (Box 3)	WASH SALE LOSS DISALLOWED (Box 5)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
ARM HOLDINGS PLC ADS	CUSIP: 042068106		Symbol (Box 1d): ARMH					
	50.000	06/11/12	01/02/13	$1,940.67	$1,168.00	$0.00	$772.67	$0.00
	51.000	06/11/12	05/01/13	$2,427.61	$1,191.36	$0.00	$1,236.25	$0.00
Security Subtotal	**101.000**			**$4,368.28**	**$2,359.36**	**$0.00**	**$2,008.92**	**$0.00**
ASML HOLDING NV NY REG NEW	CUSIP: N07059210		Symbol (Box 1d): ASML					
	6.000	12/14/12	10/22/13	$565.10	$381.07	$0.00	$184.03	$0 00
BG GROUP PLC	CUSIP: 055434203		Symbol (Box 1d): BRGYY					
	233 000	06/11/12	01/02/13	$3,871.51	$4,569.13	$0.00	($697.62)	$0.00
	151.000	06/11/12	01/03/13	$2,484.77	$2,961.11	$0.00	($476.34)	$0.00
	246 000	06/28/12	01/03/13	$4,048.03	$4,720.74	$0.00	($672 71)	$0.00
	186.000	08/22/12	01/03/13	$3,060.71	$3,833.46	$0.00	($772.75)	$0.00
Security Subtotal	**816.000**			**$13,465.02**	**$16,084.44**	**$0.00**	**($2,619.42)**	**$0.00**
BURBERRY GROUP PLC SPONS ADR	CUSIP: 12082W204		Symbol (Box 1d): BURBY					
	54.000	10/22/12	09/13/13	$2,751.61	$2,047.33	$0.00	$704.28	$0.00
CARNIVAL CP NEW PAIRED COM	CUSIP: 143658300		Symbol (Box 1d): CCL					
	79.000	06/11/12	02/13/13	$2,954.17	$2,600.87	$0.00	$353.30	$0.00
CHECK POINT SOFTWARE TECH LTD	CUSIP: M22465104		Symbol (Box 1d): CHKP					
	67.000	06/11/12	04/25/13	$3,023.89	$3,602 03	$0.00	($578 14)	$0.00
	92.000	06/11/12	04/26/13	$4,149.62	$4,946.08	$0.00	($796 46)	$0.00
	8 000	06/28/12	04/26/13	$360.84	$386.24	$0.00	($25 40)	$0.00
	63 000	06/28/12	04/29/13	$2,867.31	$3,041.64	$0.00	($174.33)	$0.00

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(Consider Box 6b (Basis Reported to IRS) as being checked for this section These transactions should be reported on Form 8949 Part I with box A checked.)

DESCRIPTION (Box 8)	QUANTITY (Box 1e)	DATE ACQUIRED (Box 1b)	DATE OF SALE (Box 1a)	SALES PRICE (Box 2a)	ADJUSTED COST OR OTHER BASIS (Box 3)	WASH SALE LOSS DISALLOWED (Box 5)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
CHECK POINT SOFTWARE TECH	28 000	08/22/12	04/29/13	$1,274.36	$1,418.48	$0.00	($144 12)	$0.00
	26.000	08/22/12	04/30/13	$1,195.27	$1,317.16	$0.00	($121.89)	$0.00
Security Subtotal	284.000			$12,871.29	$14,711.63	$0.00	($1,840.34)	$0.00
CNOOC LTD ADS	CUSIP: 126132109		Symbol (Box 1d): CEO					
	25.000	06/11/12	05/21/13	$4,637.42	$4,662.93	$0.00	($25.51)	$0.00
ELEKTA B SHS ADR	CUSIP: 28617Y101		Symbol (Box 1d): EKTAY					
	170.000	12/07/12	07/24/13	$2,955.07	$2,593.33	$0.00	$361.74	$0.00
	89.000	12/07/12	07/25/13	$1,522 79	$1,357.69	$0.00	$165.10	$0.00
	14.000	12/07/12	07/26/13	$237.30	$213.57	$0.00	$23.73	$0.00
	17.000	12/10/12	07/26/13	$288.16	$258.97	$0.00	$29.19	$0.00
	59.000	12/10/12	07/29/13	$1,006.69	$898.79	$0.00	$107.90	$0.00
	53.000	12/10/12	10/30/13	$793.01	$807.39	$0.00	($14.38)	$0.00
	34.000	12/10/12	10/31/13	$502.31	$517.95	$0.00	($15.64)	$0.00
	58.000	12/11/12	10/31/13	$856.89	$907.52	$0.00	($50.63)	$0.00
	25.000	12/11/12	10/31/13	$369.35	$393 25	$0.00	($23.90)	$0.00
	76.000	12/12/12	10/31/13	$1,122.82	$1,195.70	$0.00	($72 88)	$0.00
	28 000	12/12/12	11/01/13	$408.85	$440.52	$0.00	($31.67)	$0.00
	111.000	12/12/12	11/04/13	$1,617.54	$1,746.35	$0.00	($128.81)	$0.00
	5.000	12/12/12	11/05/13	$72.58	$78.66	$0.00	($6.08)	$0.00
	6.000	01/24/13	11/05/13	$87.09	$89.83	$0.00	($2.74)	$0.00
	180 000	01/24/13	11/06/13	$2,603.87	$2,694.94	$0 00	($91.07)	$0.00
	48.000	01/29/13	11/06/13	$694.36	$729.56	$0.00	($35 20)	$0.00
	45.000	01/29/13	11/06/13	$650 97	$683.99	$0.00	($33 02)	$0.00

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MORGAN STANLEY THORNBURG
CAPITAL GAINS AND LOSSES

(Consider Box 6b (Basis Reported to IRS) as being checked for this section. These transactions should be reported on Form 8949 Part I with box A checked)

DESCRIPTION (Box 8)	QUANTITY (Box 1e)	DATE ACQUIRED (Box 1b)	DATE OF SALE (Box 1a)	SALES PRICE (Box 2a)	ADJUSTED COST OR OTHER BASIS (Box 3)	WASH SALE LOSS DISALLOWED (Box 5)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
ELEKTA B SHS ADR	106 000	01/30/13	11/06/13	$1,533.39	$1,611.34	$0.00	($77 95)	$0.00
	32.000	03/07/13	11/06/13	$462 91	$467.98	$0.00	($5.07)	$0.00
	71.000	03/07/13	11/07/13	$1,034.16	$1,038.32	$0.00	($4.16)	$0.00
Security Subtotal	1,227.000			$18,820.11	$18,725.65	$0.00	$94.46	$0.00
EMBRAER S A ADR	CUSIP: 29082A107		Symbol (Box 1d): ERJ					
	46 000	06/11/12	01/24/13	$1,435.57	$1,251.09	$0 00	$184.48	$0.00
	22.000	06/11/12	02/26/13	$720.70	$598.35	$0.00	$122.35	$0.00
	46.000	06/11/12	02/27/13	$1,552.14	$1,251.09	$0.00	$301.05	$0.00
	47.000	06/11/12	04/12/13	$1,672.15	$1,278.29	$0.00	$393.86	$0.00
	21.000	06/11/12	04/15/13	$712.43	$571.15	$0.00	$141.28	$0.00
	15.000	06/11/12	04/16/13	$506.94	$407.96	$0.00	$98.98	$0.00
Security Subtotal	197.000			$6,599.93	$5,357.93	$0.00	$1,242.00	$0.00
FLSMIDTH & CO A/S SPONS ADR	CUSIP: 343793105		Symbol (Box 1d): FLIDY					
	76.000	06/11/12	01/02/13	$448.46	$399.00	$0.00	$49.46	$0.00
	423 000	06/11/12	01/03/13	$2,455 07	$2,220.75	$0.00	$234.32	$0.00
	519.000	06/11/12	01/04/13	$2,999.13	$2,724.75	$0.00	$274.38	$0.00
	7.000	06/28/12	01/04/13	$40.45	$35 63	$0.00	$4.82	$0.00
	446.000	06/28/12	01/07/13	$2,596.46	$2,270.14	$0.00	$326.32	$0.00
	204 000	08/22/12	01/07/13	$1,187.62	$1,199.52	$0 00	($11.90)	$0.00
	177.000	08/22/12	01/08/13	$1,035.86	$1,040.76	$0.00	($4.90)	$0.00
Security Subtotal	1,852.000			$10,763.05	$9,890.55	$0.00	$872.50	$0.00

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SEMMES FOUNDATION INC
MORGAN STANLEY THORNBURG
CAPITAL GAINS AND LOSSES

FORM 990-PF PART IV ATTCHMNT 4

74-6062264

(Consider Box 6b (Basis Reported to IRS) as being checked for this section. These transactions should be reported on Form 8949 Part I with box A checked.)

DESCRIPTION (Box 8)	QUANTITY (Box 1e)	DATE ACQUIRED (Box 1b)	DATE OF SALE (Box 1a)	SALES PRICE (Box 2a)	ADJUSTED COST OR OTHER BASIS (Box 3)	WASH SALE LOSS DISALLOWED (Box 5)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
KDDI CORP UNSPON ADR	CUSIP: 48667L106		Symbol (Box 1d): KDDIY					
	397.000	06/11/12	01/23/13	$6,831 62	$6,097.92	$0.00	$733.70	$0 00
	180.000	06/28/12	01/23/13	$3,097.46	$2,869.20	$0.00	$228.26	$0.00
	139.000	08/22/12	01/23/13	$2,391.93	$2,497.83	$0.00	($105.90)	$0.00
Security Subtotal	716.000			$12,321.01	$11,464.95	$0.00	$856.06	$0.00
KOMATSU LTD SPON ADR NEW	CUSIP: 500458401		Symbol (Box 1d): KMTUY					
	273 000	06/11/12	04/04/13	$5,890 65	$6,467.37	$0.00	($576.72)	$0.00
LAS VEGAS SANDS CORPORATION	CUSIP: 517834107		Symbol (Box 1d): LVS					
	56.000	06/11/12	01/31/13	$3,071 73	$2,573.61	$0.00	$498.12	$0.00
LI & FUNG LTD UNSPON ADR	CUSIP: 501897102		Symbol (Box 1d): LFUGY					
	1,090 000	06/11/12	01/03/13	$4,006.64	$4,109.30	$0.00	($102 66)	$0.00
	782 000	06/11/12	01/15/13	$2,253.99	$2,948.14	$0.00	($694.15)	$0.00
	864 000	06/28/12	01/15/13	$2,490 34	$3,179.52	$0.00	($689.18)	$0.00
	624 000	07/25/12	01/15/13	$1,798.58	$2,206.03	$0.00	($407.45)	$0.00
	814.000	08/22/12	01/15/13	$2,346.21	$2,645.50	$0.00	($299.29)	$0.00
Security Subtotal	4,174.000			$12,895.76	$15,088.49	$0.00	($2,192.73)	$0.00
MERCADOLIBRE INC	CUSIP: 58733R102		Symbol (Box 1d): MELI					
	19.000	06/11/12	05/01/13	$1,868 00	$1,345.66	$0.00	$522.34	$0.00
	3.000	06/11/12	05/08/13	$353.63	$212.47	$0.00	$141.16	$0.00
	12 000	06/11/12	05/09/13	$1,449.47	$849.89	$0.00	$599.58	$0.00
	15.000	06/11/12	05/10/13	$1,801.60	$1,062.36	$0.00	$739.24	$0.00
Security Subtotal	49.000			$5,472.70	$3,470.38	$0.00	$2,002.32	$0.00

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SEMMES FOUNDATION INC
MORGAN STANLEY THORNBURG
CAPITAL GAINS AND LOSSES

FORM 990-PF PART IV ATTCHMNT 4

74-6062264

(Consider Box 6b (Basis Reported to IRS) as being checked for this section. These transactions should be reported on Form 8949 Part I with box A checked.)

DESCRIPTION (Box 8)	QUANTITY (Box 1e)	DATE ACQUIRED (Box 1b)	DATE OF SALE (Box 1a)	SALES PRICE (Box 2a)	ADJUSTED COST OR OTHER BASIS (Box 3)	WASH SALE LOSS DISALLOWED (Box 5)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
POTASH CP OF SASKATCHEWAN INC	CUSIP: 73755L107		Symbol (Box 1d): POT					
	85.000	08/22/12	07/31/13	$2,542.81	$3,604.00	$0.00	($1,061.19)	$0.00
ROYAL BK SCOTLAND GROUP SP ADR	CUSIP: 780097689		Symbol (Box 1d): RBS					
	245.000	12/14/12	06/28/13	$2,044.07	$2,392 60	$0.00	($348 53)	$0.00
	81.000	12/14/12	07/01/13	$686.02	$791.02	$0.00	($105.00)	$0.00
	198.000	12/17/12	07/01/13	$1,676 93	$1,932.66	$0.00	($255.73)	$0.00
	131.000	12/18/12	07/01/13	$1,109.48	$1,298.20	$0.00	($188.72)	$0.00
	94.000	12/19/12	07/01/13	$796.12	$965.22	$0.00	($169.10)	$0.00
	95.000	12/19/12	07/02/13	$791.15	$975.49	$0.00	($184 34)	$0.00
	152.000	12/20/12	07/02/13	$1,265.83	$1,572.95	$0.00	($307.12)	$0.00
	8.000	12/20/12	07/03/13	$65.59	$82.79	$0.00	($17.20)	$0 00
	91.000	12/21/12	07/03/13	$746 09	$933.48	$0.00	($187 39)	$0.00
	106.000	04/05/13	07/03/13	$867.59	$885 40	$0 00	($17.81)	$0 00
	208.000	04/05/13	07/03/13	$1,705.36	$1,737.38	$0.00	($32.02)	$0.00
Security Subtotal	**1,409.000**			**$11,754.23**	**$13,567.19**	**$0.00**	**($1,812.96)**	**$0.00**
SBERBANK RUSSIA SPONSORED ADR	CUSIP: 80585Y308		Symbol (Box 1d): SBRCY					
	329 000	06/11/12	03/27/13	$4,080 16	$3,355.80	$0.00	$724.36	$0.00
	342.000	06/28/12	03/27/13	$4,241.39	$3,437.10	$0 00	$804.29	$0.00
	275.000	08/22/12	03/27/13	$3,410.47	$3,217.50	$0.00	$192.97	$0.00
Security Subtotal	**946.000**			**$11,732.02**	**$10,010.40**	**$0.00**	**$1,721.62**	**$0.00**
SCHLUMBERGER LTD	CUSIP: 806857108		Symbol (Box 1d): SLB					
	58.000	06/11/12	05/20/13	$4,476.19	$3,759.17	$0 00	$717.02	$0.00

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SEMMES FOUNDATION INC
MORGAN STANLEY THORNBURG
CAPITAL GAINS AND LOSSES

FORM 990-PF PART IV ATTCHMNT 4

74-6062264

(Consider Box 6b (Basis Reported to IRS) as being checked for this section. Those transactions should be reported on Form 8949 Part I with box A checked.)

DESCRIPTION (Box 8)	QUANTITY (Box 1e)	DATE ACQUIRED (Box 1b)	DATE OF SALE (Box 1a)	SALES PRICE (Box 2a)	ADJUSTED COST OR OTHER BASIS (Box 3)	WASH SALE LOSS DISALLOWED (Box 5)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
SIEMENS AKTIENGESELLSCHAFT	CUSIP: 826197501		Symbol (Box 1d): SI					
	1.000	06/28/12	06/25/13	$100.04	$78.08	$0.00	$21.96	$0.00
	17.000	07/26/12	07/08/13	$1,759.91	$1,392.82	$0.00	$367.09	$0.00
	6.000	08/22/12	07/08/13	$621 15	$558.96	$0.00	$62.19	$0.00
	35.000	08/22/12	07/09/13	$3,638.75	$3,260.60	$0.00	$376.15	$0.00
Security Subtotal	**59.000**			**$6,119.85**	**$5,290.46**	**$0.00**	**$829.39**	**$0.00**
SWATCH GROUP AG ADR THE UNSPON	CUSIP: 870123106		Symbol (Box 1d): SWGAY					
	116.000	06/11/12	01/29/13	$3,138.52	$2,256.20	$0.00	$882.32	$0 00
	105.000	06/11/12	03/07/13	$2,963.54	$2,042.25	$0.00	$921.29	$0.00
Security Subtotal	**221 000**			**$6,102.06**	**$4,298.45**	**$0.00**	**$1,803.61**	**$0.00**
TAIWAN SMCNDCTR MFG CO LTD ADR	CUSIP: 874039100		Symbol (Box 1d): TSM					
	49.000	07/26/12	06/06/13	$910.40	$652.59	$0.00	$257.81	$0.00
	50.000	07/27/12	06/06/13	$928.98	$682.55	$0.00	$246.43	$0.00
	172.000	07/27/12	06/07/13	$3,214.62	$2,347.97	$0.00	$866.65	$0.00
	48 000	08/22/12	06/07/13	$897 10	$696.00	$0 00	$201.10	$0.00
	84 000	08/22/12	06/12/13	$1,538 14	$1,218.00	$0.00	$320.14	$0.00
	70 000	08/31/12	06/12/13	$1,281.78	$1,025.68	$0.00	$256.10	$0.00
	84.000	08/31/12	06/13/13	$1,525.84	$1,230.82	$0.00	$295.02	$0.00
	184.000	09/19/12	06/13/13	$3,342.32	$2,773.65	$0.00	$568.67	$0.00
Security Subtotal	**741.000**			**$13,639.18**	**$10,627.26**	**$0.00**	**$3,011.92**	**$0.00**

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SEMMES FOUNDATION INC | FORM 990-PF PART IV ATTCHMNT 4 | 74-6062264

MORGAN STANLEY THORNBURG

CAPITAL GAINS AND LOSSES

(Consider Box 6b (Basis Reported to IRS) as being checked for this section. These transactions should be reported on Form 8949 Part I with box A checked)

DESCRIPTION (Box 8)	QUANTITY (Box 1e)	DATE ACQUIRED (Box 1b)	DATE OF SALE (Box 1a)	SALES PRICE (Box 2a)	ADJUSTED COST OR OTHER BASIS (Box 3)	WASH SALE LOSS DISALLOWED (Box 5)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
TATA MOTORS LTD	CUSIP: 876568502		Symbol (Box 1d): TTM					
	16.000	04/02/13	12/13/13	$486.10	$391.45	$0.00	$94.65	$0.00
	26.000	04/02/13	12/13/13	$789.91	$639.84	$0.00	$150.07	$0.00
Security Subtotal	**42.000**			**$1,276.01**	**$1,031.29**	**$0.00**	**$244.72**	**$0.00**
TEVA PHARMACEUTICALS ADR	CUSIP: 881624209		Symbol (Box 1d): TEVA					
	80.000	06/11/12	02/06/13	$3,040.99	$3,133.48	$0 00	($92.49)	$0.00
TOYOTA MOTOR CP ADR NEW	CUSIP: 892331307		Symbol (Box 1d): TM					
	31.000	06/11/12	03/27/13	$3,184.53	$2,364.56	$0.00	$819.97	$0.00
	24.000	06/11/12	04/17/13	$2,680.18	$1,830.63	$0.00	$849.55	$0.00
Security Subtotal	**55.000**			**$5,864.71**	**$4,195.19**	**$0.00**	**$1,669.52**	**$0.00**
TULLOW OIL PLC ADR	CUSIP: 899415202		Symbol (Box 1d): TUWOY					
	128.000	12/14/12	10/23/13	$1,003.21	$1,244.88	$0.00	($241.67)	$0.00
	157.000	12/14/12	10/24/13	$1,222.20	$1,526.92	$0.00	($304.72)	$0.00
	165.000	12/14/12	10/24/13	$1,280 85	$1,604.72	$0 00	($323.87)	$0.00
	93.000	12/14/12	10/31/13	$704.43	$904.48	$0.00	($200.05)	$0.00
	91.000	12/14/12	10/31/13	$687 88	$885.03	$0 00	($197 15)	$0.00
	410.000	12/14/12	11/01/13	$3,092 37	$3,987.50	$0.00	($895.13)	$0.00
	106.000	12/14/12	11/04/13	$797 83	$1,030.91	$0 00	($233.08)	$0.00
	13.000	05/21/13	11/04/13	$97.85	$105.42	$0 00	($7.57)	$0.00
	92.000	05/21/13	11/05/13	$690.71	$746.02	$0.00	($55.31)	$0.00
	88.000	05/21/13	11/06/13	$659.82	$713.58	$0 00	($53.76)	$0.00

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SEMMES FOUNDATION INC

MORGAN STANLEY THORNBURG

CAPITAL GAINS AND LOSSES

FORM 990-PF PART IV ATTCHMNT 4

74-6062264

(Consider Box 6b (Basis Reported to IRS) as being checked for this section These transactions should be reported on Form 8949 Part I with box A checked.)

DESCRIPTION (Box 8)	QUANTITY (Box 1e)	DATE ACQUIRED (Box 1b)	DATE OF SALE (Box 1a)	SALES PRICE (Box 2a)	ADJUSTED COST OR OTHER BASIS (Box 3)	WASH SALE LOSS DISALLOWED (Box 5)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
TULLOW OIL PLC ADR	19 000	05/21/13	11/07/13	$141.62	$154 07	$0.00	($12.45)	$0 00
	208.000	05/21/13	11/12/13	$1,469.86	$1,686.65	$0.00	($216.79)	$0.00
Security Subtotal	**1,570.000**			**$11,848.63**	**$14,590.18**	**$0.00**	**($2,741.55)**	**$0.00**
TURKIYE GARANTI BANKASI A S	**CUSIP:** 900148701		**Symbol (Box 1d):** TKGBY					
	1,103.000	06/11/12	04/02/13	$5,744.62	$3,904.62	$0.00	$1,840.00	$0.00
	128.000	06/28/12	04/02/13	$666.65	$486.40	$0.00	$180.25	$0 00
	581.000	06/28/12	04/03/13	$3,007.71	$2,207.80	$0.00	$799.91	$0.00
	515.000	08/22/12	04/03/13	$2,666.04	$2,188.75	$0.00	$477.29	$0.00
Security Subtotal	**2,327.000**			**$12,085.02**	**$8,787.57**	**$0.00**	**$3,297.45**	**$0.00**
VODAFONE GP PLC ADS NEW	**CUSIP:** 92857W209		**Symbol (Box 1d):** VOD					
	219.000	06/11/12	02/01/13	$5,979 84	$5,825.40	$0.00	$154.44	$0.00
	97.000	06/28/12	02/01/13	$2,648.60	$2,710.74	$0.00	($62.14)	$0.00
	73.000	08/22/12	02/01/13	$1,993.28	$2,130.87	$0.00	($137.59)	$0.00
Security Subtotal	**389.000**			**$10,621.72**	**$10,667.01**	**$0.00**	**($45.29)**	**$0.00**
				$218,551	$209,448		$9,103	

SEMMES FOUNDATION INC
MORGAN STANLEY THORNBURG
CAPITAL GAINS AND LOSSES

FORM 990-PF PART IV ATTCHMNT 4

74-6062264

(Consider Box 6a (Noncovered Security) as being checked for this section. These transactions should be reported on Form 8949 Part I with box B checked)

DESCRIPTION (Box 8)	QUANTITY (Box 1e)	DATE ACQUIRED (Box 1b)	DATE OF SALE (Box 1a)	SALES PRICE (Box 2a)	ADJUSTED COST OR OTHER BASIS (Box 3)	WASH SALE LOSS DISALLOWED (Box 5)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
ASML HOLDING NV NY REG NEW	CUSIP: N07059210		Symbol (Box 1d): ASML					
	0.000		03/25/13	$0 32	$0.00	$0.00	$0 00	$0.00
ITAU UNIBANCO MULTIPLE ADR	CUSIP: 465562106		Symbol (Box 1d): ITUB					
	0.000	06/11/12	05/24/13	$1.46	$0.00	$0.00	$1.46	$0.00
				$2	$0		$2	

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SEMMES FOUNDATION INC
MORGAN STANLEY THORNBURG
CAPITAL GAINS AND LOSSES

FORM 990-PF PART IV ATTCHMNT 4

74-6062264

(Consider Box 6b (Basis Reported to IRS) as being checked for this section. These transactions should be reported on Form 8949 Part II with box D checked.)

DESCRIPTION (Box 8)	QUANTITY (Box 1e)	DATE ACQUIRED (Box 1b)	DATE OF SALE (Box 1a)	SALES PRICE (Box 2a)	ADJUSTED COST OR OTHER BASIS (Box 3)	WASH SALE LOSS DISALLOWED (Box 5)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
ACCENTURE PLC IRELAND CL A	CUSIP: G1151C101		Symbol (Box 1d): ACN					
	42.000	06/11/12	06/28/13	$3,014.87	$2,433.06	$0.00	$581.81	$0.00
	9.000	06/11/12	09/24/13	$676.59	$521.37	$0.00	$155.22	$0.00
	21.000	06/28/12	09/24/13	$1,578 70	$1,168.02	$0.00	$410.68	$0.00
	13.000	07/12/12	09/24/13	$977.29	$743.03	$0.00	$234.26	$0.00
Security Subtotal	**85.000**			**$6,247.45**	**$4,865.48**	**$0.00**	**$1,381.97**	**$0.00**
ASML HOLDING NV NY REG NEW	CUSIP: N07059210		Symbol (Box 1d): ASML					
	29.000	10/12/12	10/15/13	$2,824.29	$1,633.78	$0.00	$1,190.51	$0.00
	41.000	10/12/12	10/15/13	$3,965.83	$2,309.83	$0.00	$1,656.00	$0.00
	9.000	10/12/12	10/22/13	$847.65	$507.04	$0.00	$340.61	$0.00
	41.000	10/19/12	10/22/13	$3,861.52	$2,235.14	$0.00	$1,626.38	$0.00
Security Subtotal	**120.000**			**$11,499.29**	**$6,685.79**	**$0.00**	**$4,813.50**	**$0.00**
ASSA ABLOY AB UNSP ADR	CUSIP: 045387107		Symbol (Box 1d): ASAZY					
	87.000	06/11/12	07/19/13	$1,936.25	$1,140.57	$0.00	$795.68	$0.00
	63.000	06/11/12	07/22/13	$1,402.39	$825.93	$0.00	$576.46	$0.00
	53.000	06/11/12	09/25/13	$1,234.56	$694.83	$0.00	$539.73	$0.00
	106 000	06/11/12	09/26/13	$2,448.10	$1,389.66	$0.00	$1,058.44	$0.00
	80.000	06/11/12	09/27/13	$1,829 65	$1,048 80	$0 00	$780.85	$0.00
	25.000	06/11/12	09/27/13	$571.21	$327.75	$0.00	$243.46	$0.00
Security Subtotal	**414.000**			**$9,422.16**	**$5,427.54**	**$0.00**	**$3,994.62**	**$0.00**
BAIDU INC ADS	CUSIP: 056752108		Symbol (Box 1d): BIDU					
	21.000	06/11/12	10/30/13	$3,475 55	$2,596.02	$0.00	$879.53	$0.00

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MORGAN STANLEY THORNBURG
CAPITAL GAINS AND LOSSES

(Consider Box 6b (Basis Reported to IRS) as being checked for this section These transactions should be reported on Form 8949 Part II with box D checked.)

DESCRIPTION (Box 8)	QUANTITY (Box 1e)	DATE ACQUIRED (Box 1b)	DATE OF SALE (Box 1a)	SALES PRICE (Box 2a)	ADJUSTED COST OR OTHER BASIS (Box 3)	WASH SALE LOSS DISALLOWED (Box 5)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
CANADIAN NATL RAILWAY CO	CUSIP: 136375102		Symbol (Box 1d): CNI					
	12.000	06/11/12	12/04/13	$668.52	$491.45	$0.00	$177.07	$0 00
CARNIVAL CP NEW PAIRED COM	CUSIP: 143658300		Symbol (Box 1d): CCL					
	107.000	06/11/12	09/25/13	$3,501 90	$3,522.70	$0.00	($20.80)	$0.00
	72.000	06/11/12	12/19/13	$2,726.51	$2,370.41	$0.00	$356.10	$0.00
Security Subtotal	**179.000**			**$6,228.41**	**$5,893.11**	**$0.00**	**$335.30**	**$0.00**
CNOOC LTD ADS	CUSIP: 126132109		Symbol (Box 1d): CEO					
	17.000	06/11/12	07/15/13	$2,979.34	$3,170.79	$0.00	($191.45)	$0 00
	4.000	06/11/12	07/30/13	$721.84	$746.07	$0.00	($24.23)	$0.00
	12.000	06/28/12	07/30/13	$2,165.52	$2,286 84	$0.00	($121 32)	$0.00
	8.000	06/28/12	08/22/13	$1,601 02	$1,524.56	$0.00	$76.46	$0.00
	6.000	06/28/12	08/23/13	$1,208.09	$1,143.42	$0.00	$64.67	$0.00
	4.000	08/22/12	08/23/13	$805.39	$761.56	$0.00	$43.83	$0.00
	7.000	08/22/12	08/26/13	$1,406.42	$1,332.73	$0.00	$73.69	$0.00
	9.000	08/22/12	08/27/13	$1,765.06	$1,713.51	$0.00	$51.55	$0.00
Security Subtotal	**67.000**			**$12,652.68**	**$12,679.48**	**$0.00**	**($26.80)**	**$0.00**
DASSAULT SYSTEMS SA ADS	CUSIP: 237545108		Symbol (Box 1d): DASTY					
	10.000	06/11/12	10/15/13	$1,122.21	$911.00	$0.00	$211.21	$0.00
	29.000	06/11/12	10/16/13	$3,238.00	$2,641.90	$0.00	$596.10	$0.00
Security Subtotal	**39.000**			**$4,360.21**	**$3,552.90**	**$0.00**	**$807.31**	**$0.00**
EMBRAER S A ADR	CUSIP: 29082A107		Symbol (Box 1d): ERJ					
	91.000	06/11/12	10/30/13	$2,778 50	$2,474.98	$0.00	$303.52	$0.00

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(Consider Box 6b (Basis Reported to IRS) as being checked for this section These transactions should be reported on Form 8949 Part II with box D checked.)

DESCRIPTION (Box 8)	QUANTITY (Box 1e)	DATE ACQUIRED (Box 1b)	DATE OF SALE (Box 1a)	SALES PRICE (Box 2a)	ADJUSTED COST OR OTHER BASIS (Box 3)	WASH SALE LOSS DISALLOWED (Box 5)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
HANG LUNG PPTYS LTD SPON ADR	CUSIP: 41043M104		Symbol (Box 1d): HLPPY					
	12.000	06/11/12	09/09/13	$200.90	$196.32	$0.00	$4.58	$0.00
	41.000	06/11/12	09/10/13	$688.48	$670.76	$0.00	$17.72	$0.00
	65 000	06/11/12	09/17/13	$1,088.54	$1,063.40	$0.00	$25.14	$0.00
	20.000	06/11/12	09/18/13	$334 62	$327.20	$0.00	$7.42	$0.00
	62.000	06/11/12	09/19/13	$1,052.42	$1,014.32	$0.00	$38.10	$0.00
	42.000	06/11/12	09/23/13	$725.84	$687.12	$0 00	$38.72	$0 00
	21.000	06/11/12	09/24/13	$356 23	$343.56	$0.00	$12.67	$0.00
	10.000	06/11/12	09/26/13	$168.92	$163.60	$0.00	$5.32	$0.00
	39.000	06/11/12	09/27/13	$661.09	$638.04	$0.00	$23.05	$0.00
	7.000	06/11/12	09/30/13	$118.86	$114.52	$0.00	$4.34	$0.00
	39.000	06/11/12	10/09/13	$653.47	$638.04	$0.00	$15.43	$0.00
	53.000	06/28/12	10/09/13	$888.06	$883.51	$0.00	$4 55	$0.00
	112 000	06/28/12	10/16/13	$1,824.21	$1,867.04	$0.00	($42.83)	$0.00
	9.000	08/22/12	10/16/13	$146.59	$159.84	$0.00	($13.25)	$0.00
	106.000	08/22/12	10/17/13	$1,736.56	$1,882.56	$0.00	($146.00)	$0.00
	144.000	10/05/12	10/17/13	$2,359.09	$2,497.71	$0.00	($138.62)	$0.00
Security Subtotal	782.000			$13,003.88	$13,147.54	$0.00	($143.66)	$0.00
HENNES & MAURITZ	CUSIP: 425883105		Symbol (Box 1d): HNNMY					
	318.000	06/11/12	10/14/13	$2,647.24	$1,923.90	$0 00	$723.34	$0.00
	609.000	06/11/12	10/15/13	$5,093.71	$3,684.45	$0.00	$1,409.26	$0.00
	197.000	06/11/12	12/16/13	$1,695.12	$1,191.85	$0.00	$503.27	$0.00
Security Subtotal	1,124.000			$9,436.07	$6,800.20	$0.00	$2,635.87	$0.00

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(Consider Box 6b (Basis Reported to IRS) as being checked for this section. These transactions should be reported on Form 8949 Part II with box D checked.)

DESCRIPTION (Box 8)	QUANTITY (Box 1e)	DATE ACQUIRED (Box 1b)	DATE OF SALE (Box 1a)	SALES PRICE (Box 2a)	ADJUSTED COST OR OTHER BASIS (Box 3)	WASH SALE LOSS DISALLOWED (Box 5)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
HSBC HOLDINGS PLC SPON ADR NEW	CUSIP: 404280406		Symbol (Box 1d): HSBC					
	81.000	06/11/12	12/04/13	$4,390.14	$3,358.93	$0.00	$1,031.21	$0.00
INDUSTRIAL & COML BK CHINA ADR	CUSIP: 455807107		Symbol (Box 1d): IDCBY					
	465 000	06/11/12	09/06/13	$6,306 55	$5,082.45	$0.00	$1,224.10	$0.00
ITAU UNIBANCO MULTIPLE ADR	CUSIP: 465562106		Symbol (Box 1d): ITUB					
	287 000	06/11/12	07/05/13	$3,303 25	$3,732.57	$0.00	($429.32)	$0.00
	293 000	06/11/12	07/08/13	$3,490 00	$3,810.60	$0.00	($320.60)	$0.00
	95.000	06/11/12	09/17/13	$1,317.67	$1,235.52	$0.00	$82.15	$0.00
Security Subtotal	**675.000**			**$8,110.92**	**$8,778.69**	**$0.00**	**($667.77)**	**$0.00**
KINGFISHER PLC SPONS ADR NEW	CUSIP: 495724403		Symbol (Box 1d): KGFHY					
	183.000	06/11/12	09/13/13	$2,330 20	$1,579.29	$0.00	$750.91	$0.00
	79.000	06/11/12	09/16/13	$1,013.05	$681.77	$0.00	$331.28	$0 00
Security Subtotal	**262.000**			**$3,343.25**	**$2,261.06**	**$0.00**	**$1,082.19**	**$0.00**
KOMATSU LTD SPON ADR NEW	CUSIP: 500458401		Symbol (Box 1d): KMTUY					
	149.000	06/11/12	12/05/13	$2,954.47	$3,529.81	$0.00	($575.34)	$0.00
	104.000	06/28/12	12/05/13	$2,062.18	$2,449.20	$0.00	($387.02)	$0.00
Security Subtotal	**253.000**			**$5,016.65**	**$5,979.01**	**$0.00**	**($962.36)**	**$0.00**
MERCADOLIBRE INC	CUSIP: 58733R102		Symbol (Box 1d): MELI					
	12.000	06/11/12	08/02/13	$1,544.18	$849.89	$0.00	$694.29	$0.00
	19.000	06/11/12	09/25/13	$2,462.86	$1,345.66	$0 00	$1,117.20	$0 00
Security Subtotal	**31.000**			**$4,007.04**	**$2,195.55**	**$0.00**	**$1,811.49**	**$0.00**

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SEMMES FOUNDATION INC
MORGAN STANLEY THORNBURG
CAPITAL GAINS AND LOSSES

FORM 990-PF PART IV ATTCHMNT 4 74-6062264

(Consider Box 6b (Basis Reported to IRS) as being checked for this section These transactions should be reported on Form 8949 Part II with box D checked)

DESCRIPTION (Box 8)	QUANTITY (Box 1e)	DATE ACQUIRED (Box 1b)	DATE OF SALE (Box 1a)	SALES PRICE (Box 2a)	ADJUSTED COST OR OTHER BASIS (Box 3)	WASH SALE LOSS DISALLOWED (Box 5)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
MITSUBISHI UFJ FINCL GRP ADS	CUSIP: 606822104		Symbol (Box 1d): MTU					
	512 000	06/11/12	07/29/13	$3,144.85	$2,222.08	$0.00	$922.77	$0.00
NOVARTIS AG ADR	CUSIP: 66987V109		Symbol (Box 1d): NVS					
	56 000	06/11/12	10/31/13	$4,351.70	$2,925.44	$0.00	$1,426.26	$0.00
POTASH CP OF SASKATCHEWAN INC	CUSIP: 73755L107		Symbol (Box 1d): POT					
	35.000	06/11/12	06/12/13	$1,411.29	$1,338.74	$0.00	$72.55	$0.00
	37.000	06/11/12	06/13/13	$1,489.84	$1,415.24	$0 00	$74 60	$0.00
	78.000	06/11/12	06/24/13	$2,985.53	$2,983.48	$0.00	$2.05	$0.00
	48.000	06/11/12	07/29/13	$1,793 25	$1,835.99	$0.00	($42.74)	$0.00
	52.000	06/11/12	07/31/13	$1,555.60	$1,988 99	$0.00	($433.39)	$0.00
	112.000	06/28/12	07/31/13	$3,350.52	$4,761.72	$0.00	($1,411.20)	$0.00
Security Subtotal	**362.000**			**$12,586.03**	**$14,324.16**	**$0.00**	**($1,738.13)**	**$0.00**
RECKITT BENCKISER PLC SPNS ADR	CUSIP: 756255204		Symbol (Box 1d): RBGLY					
	276.000	06/11/12	07/17/13	$3,899.62	$2,969.76	$0.00	$929.86	$0.00
SAP AG	CUSIP: 803054204		Symbol (Box 1d): SAP					
	42.000	06/11/12	07/03/13	$2,982.02	$2,423.98	$0 00	$558 04	$0.00
	38.000	06/11/12	07/09/13	$2,734.40	$2,193.12	$0.00	$541 28	$0.00
	46.000	06/11/12	10/15/13	$3,338 99	$2,654.84	$0 00	$684.15	$0.00
	26.000	06/11/12	10/16/13	$1,887.40	$1,500.56	$0.00	$386.84	$0.00
	6 000	06/11/12	10/17/13	$436.11	$346.28	$0.00	$89.83	$0.00
	18.000	06/28/12	10/17/13	$1,308.33	$1,001.10	$0.00	$307.23	$0.00
Security Subtotal	**176.000**			**$12,687.25**	**$10,119.88**	**$0.00**	**$2,567.37**	**$0.00**

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SEMMES FOUNDATION INC
MORGAN STANLEY THORNBURG
CAPITAL GAINS AND LOSSES

FORM 990-PF PART IV ATTCHMNT 4

74-6062264

(Consider Box 6b (Basis Reported to IRS) as being checked for this section. These transactions should be reported on Form 8949 Part II with box D checked.)

DESCRIPTION (Box 8)	QUANTITY (Box 1e)	DATE ACQUIRED (Box 1b)	DATE OF SALE (Box 1a)	SALES PRICE (Box 2a)	ADJUSTED COST OR OTHER BASIS (Box 3)	WASH SALE LOSS DISALLOWED (Box 5)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
SCHLUMBERGER LTD	CUSIP: 806857108		Symbol (Box 1d): SLB					
	40.000	06/11/12	10/08/13	$3,531 32	$2,592.53	$0 00	$938 79	$0.00
SIEMENS AKTIENGESELLSCHAFT	CUSIP: 826197501		Symbol (Box 1d): SI					
	28.000	06/11/12	06/24/13	$2,801.38	$2,289.40	$0 00	$511.98	$0.00
	22.000	06/11/12	06/25/13	$2,200 88	$1,798 81	$0.00	$402.07	$0.00
	31.000	06/28/12	07/05/13	$3,105 40	$2,420.48	$0.00	$684.92	$0.00
	25.000	06/28/12	07/08/13	$2,588 11	$1,952.00	$0.00	$636.11	$0.00
Security Subtotal	**106.000**			**$10,695.77**	**$8,460.69**	**$0.00**	**$2,235.08**	**$0.00**
SYNGENTA AG ADR	CUSIP: 87160A100		Symbol (Box 1d): SYT					
	32.000	06/11/12	11/15/13	$2,532 29	$2,068.80	$0.00	$463 49	$0 00
	32.000	06/11/12	11/18/13	$2,522.74	$2,068.80	$0.00	$453.94	$0.00
Security Subtotal	**64.000**			**$5,055.03**	**$4,137.60**	**$0.00**	**$917.43**	**$0.00**
TENCENT HLDGS LTD UNSPON ADR	CUSIP: 88032Q109		Symbol (Box 1d): TCEHY					
	80.000	06/11/12	07/19/13	$3,405 27	$2,360.00	$0.00	$1,045.27	$0.00
	126.000	06/11/12	07/29/13	$5,689 14	$3,717.00	$0.00	$1,972 14	$0 00
	63.000	06/11/12	08/01/13	$2,901 74	$1,858.50	$0.00	$1,043.24	$0.00
	60.000	06/11/12	10/10/13	$3,165.41	$1,770.00	$0.00	$1,395.41	$0.00
	62.000	06/11/12	10/30/13	$3,394 38	$1,829.00	$0.00	$1,565.38	$0.00
	29.000	06/11/12	12/12/13	$1,746.86	$855.50	$0.00	$891 36	$0.00
	13.000	06/28/12	12/12/13	$783.08	$364.52	$0.00	$418.56	$0.00
Security Subtotal	**433.000**			**$21,085.88**	**$12,754.52**	**$0.00**	**$8,331.36**	**$0.00**

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SEMMES FOUNDATION INC | FORM 990-PF PART IV ATTCHMNT 4 | 74-6062264

MORGAN STANLEY THORNBURG

CAPITAL GAINS AND LOSSES

(Consider Box 6b (Basis Reported to IRS) as being checked for this section. These transactions should be reported on Form 8949 Part II with box D checked.)

DESCRIPTION (Box 8)	QUANTITY (Box 1e)	DATE ACQUIRED (Box 1b)	DATE OF SALE (Box 1a)	SALES PRICE (Box 2a)	ADJUSTED COST OR OTHER BASIS (Box 3)	WASH SALE LOSS DISALLOWED (Box 5)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
TEVA PHARMACEUTICALS ADR	CUSIP: 881624209		Symbol (Box 1d): TEVA					
	145.000	06/11/12	06/12/13	$5,665 82	$5,679.43	$0.00	($13.61)	$0.00
	43 000	06/11/12	10/10/13	$1,728.11	$1,684.25	$0.00	$43.86	$0.00
	102 000	06/28/12	10/10/13	$4,099.23	$3,911.13	$0 00	$188.10	$0.00
	45.000	06/28/12	10/15/13	$1,789.51	$1,725.50	$0.00	$64.01	$0.00
	36.000	08/22/12	10/15/13	$1,431.61	$1,450.44	$0.00	($18 83)	$0.00
	79.000	08/22/12	10/16/13	$3,143.38	$3,182.91	$0.00	($39.53)	$0.00
Security Subtotal	**450.000**			**$17,857.66**	**$17,633.66**	**$0.00**	**$224.00**	**$0.00**
WAL-MART DE MEXICO SA SPON ADR	CUSIP: 93114W107		Symbol (Box 1d): WMMVY					
	198.000	06/11/12	11/06/13	$4,859 91	$4,898.52	$0 00	($38.61)	$0.00
	61.000	06/28/12	11/06/13	$1,497.25	$1,556.72	$0 00	($59.47)	$0.00
	66.000	06/28/12	11/07/13	$1,584 95	$1,684.32	$0.00	($99.37)	$0.00
	103.000	08/22/12	11/07/13	$2,473.47	$2,821.17	$0.00	($347.70)	$0.00
Security Subtotal	**428.000**			**$10,415.58**	**$10,960.73**	**$0.00**	**($545.15)**	**$0.00**
YANDEX N.V. A	CUSIP: N97284108		Symbol (Box 1d): YNDX					
	114.000	06/11/12	07/24/13	$3,475.56	$2,120.22	$0.00	$1,355.34	$0 00

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SEMMES FOUNDATION INC
MORGAN STANLEY THORNBURG
CAPITAL GAINS AND LOSSES

FORM 990-PF PART IV ATTCHMNT 4

74-6062264

(Consider Box 6b (Basis Reported to IRS) as being checked for this section These transactions should be reported on Form 8949 Part II with box D checked.)

DESCRIPTION (Box 8)	QUANTITY (Box 1e)	DATE ACQUIRED (Box 1b)	DATE OF SALE (Box 1a)	SALES PRICE (Box 2a)	ADJUSTED COST OR OTHER BASIS (Box 3)	WASH SALE LOSS DISALLOWED (Box 5)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
YUM BRANDS INC	CUSIP: 988498101		Symbol (Box 1d): YUM					
	36.000	06/11/12	11/22/13	$2,824.15	$2,301.84	$0.00	$522.31	$0.00
				$222,558	$185,793		$36,765	