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Form 990-PF

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.

Department of the Treasury Internal Revenue Service For calendar year 2013 or tax year beginning and ending Name of foundation A Employer identification number THOMSON FAMILY FOUNDATION 091412 J L GRUNNET, G L GRUNNET, M G EINHORN 95-6189522 Number and street (or P O box number if mail is not delivered to street address) Room/suite B Telephone number C/O WILM TRUST CO, 1100 N MARKET ST, DE (302)636-8500 City or town, state or province, country, and ZIP or foreign postal code C If exemption application is pending, check here WILMINGTON, DE 19890-0900 G Check all that apply Initial return Initial return of a former public charity D 1. Foreign organizations, check here Final return Amended return Foreign organizations meeting the 85% test, check here and attach computation Address change Name change X Section 501(c)(3) exempt private foundation H Check type of organization E If private foundation status was terminated Section 4947(a)(1) nonexempt charitable trust _____ Other taxable private foundation under section 507(b)(1)(A), check here I Fair market value of all assets at end of year | J Accounting method X Cash Accrual If the foundation is in a 60-month termination (from Part II, col (c), line 16) Other (specify) under section 507(b)(1)(B), check here 1,768,928. (Part I, column (d) must be on cash basis.) ▶\$ Analysis of Revenue and Expenses (a) Revenue and (d) Disbursements (b) Net investment (c) Adjusted net (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a)) for charitable purpos (cash basis only) expenses per books Income income N/A Contributions, gifts, grants, etc., received Check X if the foundation is not required to attach Sch. B 2 Interest on savings and temporary cash investments 698 3 698. 37,439. 37,439. Δ Dividends and interest from securities 5a Gross rents D Net rental income or (loss) 36,412 6a Net gain or (loss) from sale of assets not on line 10 b Gross sales price for all assets on line 6a 3,140,723. OGDEN. UT 36,412 7 Capital gain net income (from Part IV, line 2) Net short-term capital gain Income modifications Gross sales less returns and allowances b Less Cost of goods sold c Gross profit or (loss) 11 Other income 74,549. 12 Total, Add lines 1 through 11 74.549. 1,500 13 1,500.Compensation of officers, directors, trustees, etc. 14 Other employee salaries and wages 15 Pension plans, employee benefits 16a Legal fees STMT 1 1,000. 1,000. **b** Accounting fees 0. STMT 2 23,240. 19,281. 3,959. c Other professional fees 476. STMT 3 476. 18 Taxes ... 19 Depreciation and depletion 20 Occupancy Travel, conferences, and meetings Printing and publications 23 STMT 4 40. 40. Operating Other expenses 0. Total operating and administrative 26,256 20,797 5,459. expenses. Add lines 13 through 23 80,600. Contributions, gifts, grants paid 80,600. 26 Total expenses and disbursements. 106,856. 20,797. Add lines 24 and 25 86,059. 27 Subtract line 26 from line 12 <32,307. a Excess of revenue over expenses and disbursements 53,752. b Net investment income (if negative, enter -0-) C Adjusted net income (if negative, enter -0-) N/A

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Fo	m 9	90-PF (2013) J L GRUNNET, G L GRUNNET	r, M G EINHORN	95-	<u>-6189522</u> Page 2
Part Balance Sheets Attached orbedules and amounts in the decomption column should be for end-of-year amounts only	Beginning of year (a) Book Value		of year		
_	1		(a) book value	(b) Book Value	(c) Fair Market Value
		Y '	459,348.	491,251.	491,251.
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	22	Other habilities (describe			4
	23	Total liabilities (add lines 17 through 22)	0.	0.	
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set			0.	0.	1
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Vet			1,616,250.	1,585,145.	†
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	31	Total liabilities and net assets/fund balances	1,616,250.	1,585,145.	
p	art	Analysis of Changes in Net Assets or Fund Ba	lances		
1	Total	net assets or fund balances at beginning of year - Part II, column (a), line 3			
			-	1	1,616,250.
			-	2	<32,307.>
		r increases not included in line 2 (itemize)	SEE STAT		1,259.
		ines 1, 2, and 3		4	1,585,202.
		eases not included in line 2 (itemize) NONDIVIDEND DIS	TRIBUTION	5	57.
		net assets or fund balances at end of year (line 4 minus line 5) - Part II, colu		6	1,585,145.
		4			Form 990-PF (2013)
235 0-1	511 0-13				

Form 990-PF (2013)

J L GRUNNET, G L GRUNNET, M G EINHORN

Part IV Capital Gallis	IIIU EUSSES IUI TAX UIT I	HAGSHIIGH	LIIICOME				
	ibe the kind(s) of property sold (e rehouse, or common stock, 200 sh			(b) How acquired P - Purchase D - Donation	(c) Date a		(d) Date sold (mo , day, yr)
18 SEE ATTACHED L				D - Bonation P	VARIO		12/31/13
CARTERIAL CATALO		 -		F	VALL	703	12/31/13
	DIVIDHNOO						
q							
<u> </u>				-			
(e) Gross sales price	(f) Depreciation allowed (or allowable)		st or other basis			in or (loss (f) minus	
a 3,110,105.	(01 0110 1100)		3,104,31	- 	(c) pius	(1) 11111103	
20 (10		+	3,104,31	10			5,794. 30,618.
		 					30,010.
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e							
	g gain in column (h) and owned by	the foundation	on 12/31/69		(I) Gains (Co	ol (b) gain	minuc
					il (k), but n	ot less tha	n -0-) or
(i) FMV as of 12/31/69	as of 12/31/69				Losses (from col. ((h))
a							5,794.
b							30,618.
C							
d							
е							
	(If gain, also ente	er in Part I line	7	1			
2 Capital gain net income or (net ca	pital loss) If (loss), enter -	0- in Part I, line	7	} 2			36,412.
3 Net short-term capital gain or (los	•						
				<i>)</i>			
If (loss), enter -0- in Part I, line 8] 3		N/A	
Part V Qualification U	nder Section 4940(e) to	r Keduced	lax on Net	Investment in	come		
Was the foundation liable for the sect if "Yes," the foundation does not quali	on 4942 tax on the distributable ar fy under section 4940(e) Do not c	omplete this pa	ırt				Yes X No
		matractions be	lote making any e				(d)
Base period years	ئام ما ما المارم المواهدين الم	stributions	Net value of no		s (Distrit	oùtion ratio vided by col (c))
	9 "'/					cor (b) aiv	.053603
							.049408
							.049350
			 			·	.052538
							.055515
2 Total of line 1, column (d)					2		.260414
	-vear base period - divide the total	on line 2 by 5.	or by the number	of vears	 -		
	•	•	,	• •	3_		.052083
	•						
4 Enter the net value of noncharitable	e-use assets for 2013 from Part X	, line 5			4		1,707,392.
		,					
5 Multiply line 4 by line 3					5_		88,926.
•							
6 Enter 1% of net investment incom	e (1% of Part I, line 27b)				6		538.
7 Add lines 5 and 6					7		89,464.
8 Enter qualifying distributions from	(i) Adjusted basis as of 12/31/69 (ii) Adjusted basis as of 12/31/69 (iv) ever col (i), if any (iv) as of 12/31/69 (iv) ever col (i), if any (iv) ever col (i), if any (ii) as of 12/31/69 (iv) ever col (ii), if any (iv) ever col (ii), if any (iv) ever col (ii), if any (iv) ever col (ii), if any (iv) ever col (ii), if any (iv) ever col (ii), if any (iv) ever col (ii), if any (iv) ever col (ii), if any (iv) ever col (ii), if any (iii) ever col (iii), if any (iv) ever col (ii), if any (iii) ever col (iii), if any (iv) ever col (ii), if any (ii) ever col (ii), if any (ii) ever col (ii) ever col (ii) ever col (ii) ever col (ii) ever col (ii) ever col (iii) ever col (iii) ever col (iii) ever co		8		86,059.		
If line 8 is equal to or greater than See the Part VI instructions	line 7, check the box in Part VI, line	e 1b, and comp	olete that part usin	g a 1% tax rate			

THOMSON FAMILY FOUNDATION 091412

Part VI Excise Tax Based on Investment Income (Section 4940(s), 4940(s)		n 990-PF (2013) J L GRUNNET, G L GRUNNET, M G EINHORN 95-618			Page 4
Date of ruling or determination letter	Pá	irt VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see	instr	ıctic	ns)
b Domestic Guindations that meet the section 4940(e) requirements in Part V, check here □ and enter 1% of Part I, line 127. Cot (b) 2 Tax under section 511 (comestic section 4947(c)(1) trusts and taxable foundations only Others enter -0-) 2 Tax under section 512 (comestic section 4947(c)(1) trusts and taxable foundations only Others enter -0-) 3 1,075. 5 Add lines 1 minestement focuses. Subtract file 4 from min 31 fizero or less, enter -0- 5 Tax based on minestement focuses. Subtract file 4 from min 31 fizero or less, enter -0- 5 Credit/Pyremetic 2 2013 estimated tax payments and 2012 overpayment credited to 2013 6 Bay 2013 estimated tax payments and 2012 overpayment credited to 2013 6 Bay 2014 estimated tax payments and 2012 overpayment credited to 2013 6 Bay 3, 946. 8 Every file origin organizations - tax withheld at source 7 Tax pay and with application for extension of time to fits (Form 8868) 8 Bay 2014 estimated tax payments Add lines 65 through 66 8 Enter any pennity for underpayment of estimated tax. Check here [X] if Form 2220 is attached 9 Tax date. If the total of lines 5 and 5 is more than line 7, enter amount oned 10 Overpayment, little 7 is more has the total of lines 63 fire 10 is than line 7, enter amount oned 11 Enter the amount of line 10 to be credited is 2014 estimated tax. ► 2, 871. Refunded □ 11 10 Depart VIII-A! Statements Regarding Activities 11 Dump the tax year, dull the foundation attempt to influence any national, state, or local legislation or did it participated or intervene in any potitical campaign? 10 Did it spand more than \$100 dump dull year (either directly or indirectly) for policical proposes (see instructions for the definition)? 11 First the amount of line 10 by the Condition or connection with the activities. 12 Dump the tax year, dull the foundation in First 1128-90L for this year? 13 Dump the tax year, dull the foundation files Form 1128-90L for this year? 14 Enter the amount of line 10 by the Condition of the activities. 15 Dump the foundati	18	Exempt operating foundations described in section 4940(d)(2), check here 🕨 🔲 and enter "N/A" on line 1			
of Part I, line 27b • All other domestic Coundations 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) frusts and taxable foundations only Others enter 40-) 3 1, 0.75 . 3 1, 0.75 . 5 Tax based on Investment Incomes. Subtreat line 4 from line 3 It zero or less, enter 40- 5 Tax based on Investment Incomes. Subtreat line 4 from line 3 It zero or less, enter 40- 5 Tax based on Investment Incomes. Subtreat line 4 from line 3 It zero or less, enter 40- 5 Tax based on Investment Incomes. Subtreat line 4 from line 3 It zero or less, enter 40- 5 Tax due, If the Company organizations - Law withheld at source 6 Tax due, If the organizations - Law withheld at source 6 Tax due, If the total of line 5 and 8 is more than line 7 enter amount ored 8 Tax due, If the total of line 5 and 8 is more than line 7, enter amount ored 9 Tax due, If the total of line 5 and 8 is more than line 7, enter amount ored 10 Overpayment. If line 7 is more than the total or lines 5 and 8, enter the amount overpaid 10 Total credits and payments Add lines 6 at through 6d 10 Total credits and payments Add lines 6 at through 6d 10 Total credits and payments Add lines 6 at through 6d 10 Total credits and payments Add lines 6 at through 6d 10 Total credits and payments Add lines 6 at through 6d 10 Total credits and payments Add lines 6 at through 6d 10 Total credits and payments Add lines 6 at through 6d 10 Total credits and payments Add lines 6 at through 6d 10 Total credits and payments Add lines 6 at through 6d 11 Total credits and payments Add lines 6 at through 6d 12 Total credits and payments Add lines 6 at through 6d 13 Total credits and payments Add lines 6 at through 6d 14 Total credits and payments Add lines 6 at through 6d 15 Total credits and payments Add lines 6 at through 6d 16 Enter through 6d lines 1 at through 6d 17 Total credits and payments Add lines 6 at through 6d 18 Total credits and payments Add lines 6 at th		Date of ruling or determination letter (attach copy of letter if necessary-see instructions)			
c All other domestic foundations enter 2% of thin 27b. Exempt foreign organizations enter 4% of Part Line 12, coll (b) 2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) 3 1, 075. 4 Subtrible A (income) bix (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) 5 Tax based on investment income. Subtract line 4 from line 3 it zero rises, enter -0- 5 Trax based on investment incomes. Subtract line 4 from line 3 it zero rises, enter -0- 5 Crodith/Payments 6 2013 estimated tax payments and 2012 overpayment credited to 2013 6 Expent foreign organizations - tax withheld at source 7 Tax paid with application for extension of time to fite (Form 8668) 6 Exite any applications - tax withheld at source 6 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owder 7 Total credits and payments. Add lines 5 at through 6d 8 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owder 9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owder 10 Total credits and payments. Hine 7 is more than the total of lines 5 and 8, enter the amount overpaid 11 Ester the amount of line 10 to be Credited to 2014 estimated tax be 2, 871. Refunded 11 12 Ester the amount of line 10 to be Credited to 2014 estimated tax be 2, 871. Refunded 11 13 During the lax year, off the foundation attempt to influence any nationals, state, or local signification or did it participate or interview in any political campagn? 10 During the lax year, off the foundation of tempt to influence any nationals, state, or local signification or did it participate or interview in any political campagn? 10 During the lax year, off the foundation of the sectivities 11 Set the manual (if any) of tax on political expenditures (section 4495) imposed during the year 12 Ester the amount (if any) of tax on political expenditures (section 4494 through 4945) satisfied either 13 Ester the amount (if any) of tax on poli	b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here 🕨 🛄 and enter 1%		1,0	75.
2 Tax under section S11 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) 3 Add lines 1 and 2 4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) 5 Tax based on investment income. Subtract line 4 from line 3 if zero or less, enter -0- 5 Tax based on investment income. Subtract line 4 from line 3 if zero or less, enter -0- 5 Tax based on investment income. Subtract line 4 from line 3 if zero or less, enter -0- 6 To-dista? Pyments a 2013 setimated tax payments and 2012 overpayment credited to 2013 5 Exampt foreign organizations - Lax withhirid at source 6 B D Exampt foreign organizations - Lax withhirid at Source 6 Tax day and with application for extension of time to file (Form 8868) 6 Enter any pensity for underpayment of estimated tax Check here ☑ if Form 2220 is attached 9 Tax day. If the total of lines 5 and 8 is more than line 7, enter amount overgald 10 Overpayment. If line 7 is more than the 1 fool of lines 5 and 8, enter the amount overgald 10 Total credits and payments Add times 6 attrough 68 8 Tax day and the sound of lines 10 to be Centified to 2014 destinated tax ≥ 10 Tax day. If the total of lines 5 and 8 is more than line 7, enter amount overgald 10 Total credits and payments. Add times 6 attrough 69 11 Congrayment. If line 7 is more than the 1 double of lines 5 and 8, enter the amount overgald 12 Enter the number of the Centre of the 1 lines of lines 1 lin		of Part I, line 27b			
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c Tx paid with application for extension of time to file (Form 8868) d Backup withholding erroneously withhold 8 Enter any penalty for underpayment of estimated tax. Check here 8 Tax due. If the total of lines 5 and 8 is more than ine 7, enter amount owed 9 Tax due. If the total of lines 5 and 8 is more than ine 7, enter amount owed 10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpald 11 Enter the amount of line 10 to be Credited to 2014 estimated tax. 11 Enter the amount of line 10 to be Credited to 2014 estimated tax. 12 Dung the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any ophibical campaign? 12 Dung the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any ophibical campaign? 15 Did it spend more than \$100 dumg the year (either directly or indirectly) for political purposes (see instructions for the definition)? 16 If the answer is "Yes" to face 16, statch a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities. 16 Did the foundation S 0					
d Backup withholding erroneously withhold 7 Total credits and payments. Add lines 6s at brough 68 8 Enter any penalty for undersyment of estimated tax. Check here X if Form 2220 is attached 9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed 9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed 10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid 11 Enter the amount of line 10 to be Credited to 2014 estimated tax. ▶ 2,871.Refunded ▶ 11 0 2,871. 11 Enter the amount of line 10 to be Credited to 2014 estimated tax. ▶ 2,871.Refunded ▶ 11 0 2.,871. 11 Enter the amount of line 10 to be Credited to 2014 estimated tax. ▶ 2,871.Refunded ▶ 11 0 2,871. 11 Duning the tax year, diff the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? 1 Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? 1 If the answer is "Yes" to facor 1th, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in Form 1120-POL for this year? 2 Did the foundation file Form 1120-POL for this year? 3 Here the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation file Form 1120-POL for this year? 3 Here the state of the activities. 4 Did Yes, "attach a detailed description of the activities. 5 Unit the foundation made any changes, not previously peopried to the IRS? If "Yes," attach a detailed description of the activities. 1 Here instruction and a any changes, not previously peopried 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 A S Was there a liquidation, lerinamiation, dissolition, or substantial contraction during the year? 4 B Was there a liquidation, lerin					
7 Total credits and payments Add lines 6a through 6d 8 Enter any penanty for underpayment of estimated tax Check here ☑ if Form 2220 is attached 9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed 10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount owerpaid 11 Enter the amount of line 10 to be. Credited to 2014 estimated tax ▶ 2,871. Refunded ▶ 10 2,871. 11 Enter the amount of line 10 to be. Credited to 2014 estimated tax ▶ 2,871. Refunded ▶ 11 0. Part VII-A Statements Regarding Activities 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 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? 1b Uld it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is 'Yes' to four the, statich 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-PDL for this year? c Enter the amount (if any) and by the foundation during the year for political expenditure tax imposed on foundation managers ▶ \$ 0. (2) On foundation managers ▶ \$ 0. 2 (3) On foundation		· · · · · · · · · · · · · · · · · · ·			
8 Enter any penalty for undernayment of estimated tax Check here					
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed 10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid 11 Enter the amount of line 10 to be Credited to 2014 estimated tax ▶ 2 , 871 . Retunded ▶ 11 0 2, 871. 11 Enter the amount of line 10 to be Credited to 2014 estimated tax ▶ 2 , 871 . Retunded ▶ 11 0 2, 871. 12 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? 12 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? 13 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? 13 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? 14 During the tax year, did the foundation in connection with the activities and copies of any materials published or distributed by the foundation in connection with the activities. 2 During the the answer is "Yes" to fair the activities year? 3 Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year? 15 Has the foundation engaged in any activities that have not previously been reported to the IRS? 16 Fives, "attach the detailed description of the activities. 3 Has the foundation make any changes, not previously preprinted to the IRS? 16 Fives, "attach the valuation and any activities that have not previously perioted to the IRS? 17 Fives," attach the statement required by General Instruction 7. 2 Are the requirements of section 509(e) (relating to sections 4941 through 4945) satisfied either 2 By language in the governing instrument, or 3 By state legislation that effectively amends the governing instrument so that no mandatory direct	7			3,9	46.
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Pε	art VII-A Statements Regarding Activities (continued)			
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		х
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges?	''		 ^
٠.	If "Yes," attach statement (see instructions)	12		х
13		13	X	<u> </u>
	Website address ► N/A			L
14	A A DIVITOR DIVIGITION OF THE ANALYSIS OF THE	636-	850	0
	Located at ▶2710 CENTERVILLE RD. STE 101, WILMINGTON, DE ZIP+4 ▶1			<u> </u>
15				$\overline{\Box}$
	and enter the amount of tax-exempt interest received or accrued during the year	N	/A	
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank,		Yes	No
	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			
Pa	rt VII-B Statements Regarding Activities for Which Form 4720 May Be Required			4
	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?			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from)			
	a disqualified person? Yes X No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? X 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)?			
	(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)			
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		<u>X</u>
	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?	10		Х
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))			•
а	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		- 1	
	before 2013?			
	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		1	
	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]	
	• <u> </u>	[
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time			
_	during the year? Yes X 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		٠,	
	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		1	
	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,		1	
	Form 4720, to determine if the foundation had excess business holdings in 2013.) N/A	3b		
	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	ļ	<u>X</u>
0	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that		`	٠,
	had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b		<u>X</u>

Form **990-PF** (2013)

THOMSON FAMILY FOUNDATION 091412 J L GRUNNET, G L GRUNNET, M G EINHORN 95-6189522 Form 990-PF (2013) Page 6 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 Yes X No (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, Yes X No any voter registration drive? Yes X No (3) Provide a grant to an individual for travel, study, or other similar purposes? (4) Provide a grant to an organization other than a charitable, etc., organization described in section Yes X No 509(a)(1), (2), or (3), or section 4940(d)(2)? (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for Yes X No the prevention of cruelty to children or animals? b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations N/A section 53 4945 or in a current notice regarding disaster assistance (see instructions)? 5b Organizations relying on a current notice regarding disaster assistance check here c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained Yes No N/A expenditure responsibility for the grant? 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 Yes X No a personal benefit contract? 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. Yes X No 7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? N/A 7h 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. (d) Contributions to employee benefit plans and deferred (c) Compensation (b) Title, and average hours per week devoted to position (e) Expense account, other allowances (If not paid, enter -0-) (a) Name and address JAMES L GRUNNET TRUSTEE 8100 RUSSELL AVENUE SOUTH UNIT 213 BLOOMINGTON, MN 55431 2.00 500 0 0. GAIL L GRUNNET TRUSTEE 8100 RUSSELL AVENUE SOUTH UNIT BLOOMINGTON, MN 55431 0. 2.00 500 0. MARGARET G EINHORN TRUSTEE 1550 ASYLUM AVE WEST HARTFORD, CT 06117 500 2.00 0. 0. 2 Compensation of five highest-paid employees (other than those included on line 1). If none, enter "NONE." (d) Contributions to employee benefit plans and deferred (b) Title, and average (e) Expense account, other (a) Name and address of each employee paid more than \$50,000 hours per week devoted to position (c) Compensation allowances NONE

Form **990-PF** (2013)

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

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	e	(c) Compensation
NONE		
,		
		-
Total number of others receiving over \$50,000 for professional services		C
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
N/A		
2		
3		· · · · · · · · · · · · · · · · · · ·
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
N/A		
2		
		<u></u>
All other program-related investments. See instructions		
3		
		0.

95-6189522

Page 8

F	Art X: Minimum Investment Return (All domestic foundations must complete this part. Foreign	n foundations, s	ee instructions.)
1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a		1a	1,313,364.
b		16	1,313,364. 420,029.
C	Fair market value of all other assets	10	
đ	Total (add lines 1a, b, and c)	10	1,733,393.
е	Reduction claimed for blockage or other factors reported on lines 1a and		
	1c (attach detailed explanation)	0.	
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	1,733,393.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	26,001.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	1,707,392.
6	Minimum investment return. Enter 5% of line 5	6	85,370.
P	Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations foreign organizations check here and do not complete this part.)	ons and certain	
1	Minimum investment return from Part X, line 6	1	85,370.
2a	Tax on investment income for 2013 from Part VI, line 5	75.	
b	Income tax for 2013 (This does not include the tax from Part VI)		
£	Add lines 2a and 2b	2c	1,075.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	84,295.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	84,295.
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	84,295.
	Qualifying Distributions (see Instructions)		
1_	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		96 N50
a		1a	86,059. 0.
b		1b 2	<u>V•</u>
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes Amounts set aside for specific charitable projects that satisfy the	2	
3		3a	
a		3b	
b	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	86,059.
4	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment		
5	income Enter 1% of Part I, line 27b	5	n
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	86,059.
0	Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the found		
	4940(e) reduction of tax in those years	ation qualines IVI	nie sectivii

Form **990-PF** (2013)

Form 990-PF (2013)

Form 990-PF (2013)

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	,			84,295.
2 Undistributed income, if any, as of the end of 2013			······	
a Enter amount for 2012 only			0.	
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 25,433.				
e From 2012 6,535.				
f Total of lines 3a through e	31,968.		,	
4 Qualifying distributions for 2013 from				<u>-</u>
Part XII, line 4 ▶\$ 86,059.				
a Applied to 2012, but not more than line 2a			0.	
p 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				84,295.
e Remaining amount distributed out of corpus	1,764.			
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:				
2 Corpus Add lines 3f, 4c, and 4e Subtract line 5	33,732.			
b Prior years' undistributed income Subtract	30,,020			······································
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				0.
7 Amounts treated as distributions out of	Ì			
corpus to satisfy requirements imposed by	į			
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	33,732.			
O Analysis of line 9	1			
a Excess from 2009				
b Excess from 2010		ļ	•	
c Excess from 2011 25, 433. d Excess from 2012 6, 535.		,		
d Excess from 2012 6,535. e Excess from 2013 1,764.				
0 EVOCOO HOWEVED 10 11 - 1 1 0 4 0 1	<u> </u>		l	

323601 10-10-13

Form **990-PF** (2013)

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

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

c Any submission deadlines:

95-6189522 Page 11

Part XV Supplementary Information (continued) Grants and Contributions Paid During the Year or Approved for Future Payment If recipient is an individual, Foundation Purpose of grant or show any relationship to status of contribution Amount any foundation manager Name and address (home or business) recipient or substantial contributor a Paid during the year AFRICAN AMERICAN REGISTRY NONE PUBLIC GENERAL OPERATING PO BOX 19441 MINNEAPOLIS, MN 55419 1,500. PUBLIC GENERAL OPERATING CHRISTIAN LIFE MISSION NONE 600 RHINEHART RD. LAKE MARY, FL 32746 3,000. CHRISTS CHILDREN MINISTRIES NONE PUBLIC GENERAL OPERATING 3509 PARK AVE. S MINNEAPOLIS, MN 55407 5,000. FARIBAULT FOUNDATION/BASIC BLESSINGS NONE PUBLIC GENERAL OPERATING 2300 NW 30TH ST. NEW HOPE, MN 55428 1,000. LUTHERAN DISASTER RESPONSE (FOR NONE PUBLIC GENERAL OPERATING COLORADO FLOODS) 1,000. SEE CONTINUATION SHEET(S ➤ 3a 80,600. Total b Approved for future payment NONE Total **▶** 3b 0.

Form 990-PF (2013)

Enter gross amounts unless otherwise indicated		d business income		ed by section 512, 513, or 514	(e)
1 Program service revenue	(a) Business code	(b) Amount	(C) Exclu- sion code	(d) Amount	Related or exempt function income
a					· · · · · · · · · · · · · · · · · · ·
b					
C	1 1				
d					
e	1 1				
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash					
investments			14	698.	
4 Dividends and interest from securities			14	37,439.	
5 Net rental income or (loss) from real estate		- 7 7			<u> </u>
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal					
property					
7 Other investment income					
8 Gain or (loss) from sales of assets other					
than inventory			18	36,412.	
9 Net income or (loss) from special events					
O Gross profit or (loss) from sales of inventory					
1 Other revenue:					
a					
b	I I				
C		-			
				·	
	1 1				
d	1 1				
d	1 1	().	74,549.	0
e Subtotal Add columns (b), (d), and (e)	1 1).		0 74,549
d e 2 Subtotal Add columns (b), (d), and (e) 3 Total. Add line 12, columns (b), (d), and (e)).		0 74,549
e 2 Subtotal Add columns (b), (d), and (e) 3 Total. Add line 12, columns (b), (d), and (e) See worksheet in line 13 instructions to verify calculations	<u> </u>			13	74,549
e 2 Subtotal Add columns (b), (d), and (e) 3 Total. Add line 12, columns (b), (d), and (e) See worksheet in line 13 instructions to verify calculations	<u> </u>			13	0 74,549
d e 2 Subtotal Add columns (b), (d), and (e) 3 Total. Add line 12, columns (b), (d), and (e) See worksheet in line 13 instructions to verify calculations Part XVI-B Relationship of Activitie Line No. Explain below how each activity for which in	es to the Acco	omplishment of	Exempt	Purposes	74,549
d e 2 Subtotal Add columns (b), (d), and (e) 3 Total. Add line 12, columns (b), (d), and (e) See worksheet in line 13 instructions to verify calculations Part XVI-B Relationship of Activitie	es to the Acco	omplishment of	Exempt	Purposes	74,549
d e 2 Subtotal Add columns (b), (d), and (e) 3 Total. Add line 12, columns (b), (d), and (e) See worksheet in line 13 instructions to verify calculations Part XVI-B Relationship of Activitie Line No. Explain below how each activity for which in	es to the Acco	omplishment of	Exempt	Purposes	74,549
d e 2 Subtotal Add columns (b), (d), and (e) 3 Total. Add line 12, columns (b), (d), and (e) See worksheet in line 13 instructions to verify calculations Part XVI-B Relationship of Activitie Line No. Explain below how each activity for which in	es to the Acco	omplishment of	Exempt	Purposes	74,549
d e 2 Subtotal Add columns (b), (d), and (e) 3 Total. Add line 12, columns (b), (d), and (e) See worksheet in line 13 instructions to verify calculations Part XVI-B Relationship of Activitie Line No. Explain below how each activity for which in	es to the Acco	omplishment of	Exempt	Purposes	74,549
d e 2 Subtotal Add columns (b), (d), and (e) 3 Total. Add line 12, columns (b), (d), and (e) See worksheet in line 13 instructions to verify calculations Part XVI-B Relationship of Activitie Line No. Explain below how each activity for which in	es to the Acco	omplishment of	Exempt	Purposes	74,549
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d e 2 Subtotal Add columns (b), (d), and (e) 3 Total. Add line 12, columns (b), (d), and (e) See worksheet in line 13 instructions to verify calculations Part XVI-B Relationship of Activitie Line No. Explain below how each activity for which in	es to the Acco	omplishment of	Exempt	Purposes	74,549
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d e 2 Subtotal Add columns (b), (d), and (e) 3 Total. Add line 12, columns (b), (d), and (e) See worksheet in line 13 instructions to verify calculations Part XVI-B Relationship of Activitie Line No. Explain below how each activity for which in	es to the Acco	omplishment of	Exempt	Purposes	74,549
d e 2 Subtotal Add columns (b), (d), and (e) 3 Total. Add line 12, columns (b), (d), and (e) See worksheet in line 13 instructions to verify calculations Part XVI-B Relationship of Activitie Line No. Explain below how each activity for which in	es to the Acco	omplishment of	Exempt	Purposes	74,549
d e 2 Subtotal Add columns (b), (d), and (e) 3 Total. Add line 12, columns (b), (d), and (e) See worksheet in line 13 instructions to verify calculations Part XVI-B Relationship of Activitie Line No. Explain below how each activity for which in	es to the Acco	omplishment of	Exempt	Purposes	74,549
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d e 2 Subtotal Add columns (b), (d), and (e) 3 Total. Add line 12, columns (b), (d), and (e) See worksheet in line 13 instructions to verify calculations Part XVI-B Relationship of Activitie Line No. Explain below how each activity for which in	es to the Acco	omplishment of	Exempt	Purposes	74,549
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d e 2 Subtotal Add columns (b), (d), and (e) 3 Total. Add line 12, columns (b), (d), and (e) See worksheet in line 13 instructions to verify calculations Part XVI-B Relationship of Activitie Line No. Explain below how each activity for which in	es to the Acco	omplishment of	Exempt	Purposes	74,549

323621 10-10-13

95-6189522 Page 13 J L GRUNNET, G L GRUNNET, M G EINHORN Form 990-PF (2013) Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable **Exempt Organizations**

1 Did th	ne organization directly or indi	rectly engage in any	of the followin	g with any other organizati	on described in secti	on 501(c) of		Yes	No
the C	ode (other than section 501(c))(3) organizations) o	r in section 52	?7, relating to political organ	nizations?				
a Trans	fers from the reporting found	ation to a nonchanta	ble exempt or	ganization of					
(1) (Cash						1a(1)		_X_
(2) (Other assets						1a(2)		X
b Other	transactions								
(1) 8	Sales of assets to a noncharita	ble exempt organiza	tion				1b(1)		_X_
(2) F	Purchases of assets from a no	ncharitable exempt	organization				1b(2)		X
(3) F	Rental of facilities, equipment,	or other assets					1b(3)		<u>X</u>
(4) F	Reimbursement arrangements						1b(4)		X
(5) 1	oans or loan guarantees.						1b(5)		<u>X</u>
٠,	Performance of services or me	•	ŭ				1b(6)		_X_
	ng of facilities, equipment, ma						_1c	L	X
	answer to any of the above is		-	, ,	•			ets,	
	rvices given by the reporting for			ed less than fair market vali	ue in any transaction	or sharing arrangement,	show in		
	nn (d) the value of the goods,				(4) -				
a) Line no	(b) Amount involved	(c) Name o		exempt organization	(0) Description	of transfers, transactions, and	shanng ar	rangeme	nts ———
			N/A						
				 					
		 							
,									
									
									
									
									
		 							
		 							
	L			······································					
			· · · · · · · · · · · · · · · · · · ·						
						· · · · · · · · · · · · · · · · · · ·			
									
2a is the	foundation directly or indirect	ll affiliated with Or	related to one	or more tay-evernt organi	rations described				
	tion 501(c) of the Code (other	=		· · · · · · · · · · · · · · · · · · ·	izations described	ſ	Yes	X	No.
	s," complete the following sch	· ·	/(0/) or iii socc	1011 327		L	163		טאונ
<u>D</u> 11 16.	(a) Name of org			(b) Type of organization	T	(c) Description of relation	ship		
	N/A			, , , , , , , , , , , , , , , , , , , ,	 	.,,			
					t				
									
	· . · · · · · · · · · · · · · · · · · ·								
	nder penalties of perjury, I declare						ay the IRS	linouna t	nuo.
Sign a	nd belief, it is true, correct, and con	nplete Declaration of pr	eparer (other tha	n taxpayer) is based on all inform	nation of which preparer	nas any knowledge re	tum with the own below	e prepare	er
Here	1 same	\mathcal{I}	es. =	-1/11/4/	14) si	X Yes	• —	No
-	Signature of officer or trustee	1700		Date	Title	L			
	Print/Type preparer's na		Preparer's si		Date	Check if PTIN			
					1	self- employed			
Paid	PETER M. H	YDE, CPA	PETER	M. HYDE, CP	10/29/14	P0	0091	243	
Prepar					 	Firm's EIN ► 51-0			
Use Or		-					- •		
	Firm's address ▶ 11	00 NORTH	MARKET	STREET					
	WI	LMINGTON,	DE 19	890-0900		Phone no (302)	651	-19	42
							orm 99 0		

3 Grants and Contributions Paid During the	Year (Continuation)			
Recipient	If recipient is an individual, show any relationship to	Foundation	Purpose of grant or	Amount
· Name and address (home or business)	any foundation manager or substantial contributor	status of recipient	contribution	Amount
NORTH AMERICAN COUNCIL ON ADOPTABLE	NONE	PUBLIC	GENERAL OPERATING	5,0
PARK AVE. UNITED METHODIST CHURCH 8400 PARK AVE. S MINNEAPOLIS, MN 55407	NONE	PUBLIC	GENERAL OPERATING	5,0
PARK AVE. YOUTH & FAMILY SERVICES 3400 PARK AVE. S GINNEAPOLIS, MN 55407	NONE	PUBLIC	GENERAL OPERATING	5,00
PORTSMOUTH COURTHOUSE ART GALLERIES 21 MIDDLE ST PORTSMOUTH, VA 23704	NONE	PUBLIC	GENERAL OPERATING	2,50
PRAIRE'S EDGE HUMAN SOCIETY 201 CANNON CIRCLE PARIBAULT, MN 55021	NONE	PUBLIC	GENERAL OPERATING	1,00
RAILROAD HERITAGE OF MIDWEST AMERICA, INC. 1322 LAKEPOINT COURT SHOREVIEW, MN 55126	NONE	PUBLIC	GENERAL OPERATING	2,00
SANTA CRUZ HILLEL 222 CARDIFF PLACE SANTA CRUZ, CA 95060	NONE	PUBLIC	GRADUATE STUDENT FELLOWSHIP SUPPORT	3,60
ST. JUDE CHILDRENS RESEARCH HOSPITAL 501 ST. JUDE PLACE MEMPHIS, TN 38105	NONE	PUBLIC	GENERAL OPERATING	22,00
THE BANYAN COMMUNITY 2647 BLOOMINGTON AVE. S MINNEAPOLIS, MN 55407	NONE	PUBLIC	GENERAL OPERATING	13,00
UNIVERSITY OF MINNESOTA FOUNDATION	NONE	PUBLIC	GENERAL OPERATING	
MINNEAPOLIS, MN 55455 Total from continuation sheets				3,00 69,10

Supplementary Information Grants and Contributions Paid During the Year (Continuation) If recipient is an individual, Recipient show any relationship to any foundation manager or substantial contributor Foundation Purpose of grant or Amount status of contribution Name and address (home or business) recipient WM CAREY HERITAGE FOUNDATION NONE PUBLIC GENERAL OPERATING 4730 BRADY RD. COLORADO SPRINGS, CO 80915 3,000. WYCLIFFE ASSOC BRAD & TONI GUDERIAN NONE PUBLIC GENERAL OPERATING P O BOX 620143 2,000. NONE YOUTH WITH A MISSION PUBLIC GENERAL OPERATING PO BOX 3000 GARDEN VALLEY TX 75771-3000 2,000. Total from continuation sheets

ACCT 975M 091412-000 FROM 01/01/2013 TO 12/31/2013

THE ADVISORY TRUST COMPANY OF DELAWARE STATEMENT OF CAPITAL GAINS AND LOSSES THOMSON FAMILY FOUNDATION

TRUST YEAR ENDING 12/31/2013

11/13/2013

08/23/2012

06/25/2013

06/25/2013

1174 3960 RUSSELL MULTI-STRATEGY ALT CL S - 78249R875 - MINOR = 59
SOLD 11/13/2013 11990 58
ACQ 383.1000 08/23/2012 3911 45

10789 9400 BLACKROCK STRATEGIC INC INVA - 09256H310 - MINOR = 66 SOLD 11/14/2013 108978 39

ACQ 10789.9400 10/01/2010 108978.39 4239.7820 PIMCO REAL RETURN FUND A - 693391120 - MINOR = 64 SOLD 11/15/2013 47824.74

TOTALS

1265.9910

2754 8210

791 2960

PAGE 66

I - INHERITED

SUB TRUST 091412-001

SUB TRUST 091412-001 80 45 LT 79 13 ST

SUB TRUST 091412-001

SUB TRUST 091412-001 159 53 222.06

LT

ST ST

SUB TRUST 091412-001 2536.68 LT Y F

-21.33

C

C

С

-468.42

247.94

RUN 05/02/2014

TAX PREPARER TRUST ADMINISTRATOR 684
INVESTMENT OFFICER 1

SOLD

ACQ

UST ADMINISTRATO VESTMENT OFFICER				ERAL S - STATE MPT FROM STATE U -	I - INHERITEI ACQ COST UNKNOWN			
OPERTY DESCRIPTI	ON SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM	ИC	894
382684 5400 F	IDELITY CASH RESERVES	S - 316067107 -	MINOR = 1					
SOLD		01/02/2013	382684 54		SUB TRUST 0914			
ACQ	382684 5400	12/26/2012	382684 54	382684 54	0 00	ST	Y	С
CHANGED 05/0								
	ATON VANCE GLOBAL MAG							
SOLD		01/15/2013	28652 95	2222 12	SUB TRUST 0914			_
ACQ	2895.7530	10/01/2010	28652 95	29830 12	-1177.17	LT	Y	F
13025.3420 K SOLD	YDEX S&P 500 FUND-H	01/28/2013	392453 55		SUB TRUST 0914	412-001		
ACO	13025 3420	01/28/2013	392453 55	382684 54	9769 01	ST		С
			- 416645406 - MINOR =		3703 01	01		C
SOLD		02/21/2013	58067 44	- 22	SUB TRUST 0914	412-001		
ACO	826.7200	07/12/2004	30257 95	25000.00	5257.95	LT	Y	F
	759 8220	10/25/2005	27809 49	26950 87	858 62	LT	Ŷ	F
977 2590 F			1987A285 - MINOR = 59		***		-	-
SOLD		03/22/2013	28247 33		SUB TRUST 0914	412-001		
ACQ	528 2620	03/21/2007	15269 23	30000.00	-14730 77	LT	Y	F
	448 9970	08/21/2007	12978 10	20963 66	-7985 56	LT	Y	F
			- 353535107 - MINOR =	59				
SOLD		03/26/2013	49457.79		SUB TRUST 091			
ACQ	1944.8600	10/09/2012	49457 79	70170 54	-20712.75	ST		C
			577130107 - MINOR = 9	97				
SOLD		04/17/2013	28895.68		SUB TRUST 091			_
ACQ	1155 8270	01/17/2013	28895.68	28652.95	242 73	ST		С
	IDELITY CASH RESERVE				CIED MINISTER ACA			
SOLD	392453 5500	06/07/2013	392453 55 392453 55	392453 55	SUB TRUST 091	412-001 ST	Y	~
ACQ	EUTHOLD CORE INVESTM	01/31/2013		392453 55	0 00	21	ĭ	C
SOLD		06/11/2013	29289 93		SUB TRUST 091	412-001		
ACO	1643 6550	07/12/2004	29289 93	24911.98	4377 95	LT	Y	F
	EMPLETON GLOBAL BOND			24511.50	4377 33		•	r
SOLD		06/24/2013	176634 68		SUB TRUST 091	412-001		
ACO	2631 5790	07/08/2008	33418 21	30000 00	3418 21	LT	Y	F
	11277 8450	09/04/2009	143216 47	138153 60	5062 87	LT	Ÿ	F
2271 9880 P	IMCO FLOATING INCOME		62 - MINOR = 66					
SOLD	J	07/11/2013	19834 46		SUB TRUST 091	412-001		
ACQ	4700	12/08/2006	4 10	4 98	-0 88	LT	Y	F
	2271 5180	12/12/2006	19830 36	24055 37	-4225.01	LT	Y	F
	IMCO EMERGING MKTS C							
SOLD		07/11/2013	27608 69		SUB TRUST 091			
ACQ	2717 3910	07/08/2008	27608 69	29960 08	-2351.39	LT	Y	F
	YDEX S&P 500 FUND-H							
SOLD		07/19/2013	404080.04	205452.55	SUB TRUST 091			_
ACQ	11863 7710	06/10/2013	404080.04	392453 55	11626.49	ST		С
	IDELITY CASH RESERVE				OUD MDUOM AAI	432 001		
SOLD ACO	404080 0400	08/29/2013 07/23/2013	404080 04 404080.04	404080 04	SUB TRUST 091 0 00	ST -		~
	YDEX S&P 500 FUND-H			404080 04	0 00	51	Y	C
SOLD		09/16/2013	418764.96		SUB TRUST 091	412-001		
ACO	12237.4330	09/04/2013	418764.96	404080.04	14684.92	ST		С
	USSELL GLOBAL OPP CR			404000.04	14001.72	0.1		C
SOLD		11/13/2013	11751 58		SUB TRUST 091	412-001		
ACO	365.9030	08/23/2012	3662 69	3831 00	-168 31	LT		F
	808 0810	06/25/2013	8088 89	8000 00	88 89	ST		Ċ
2018 0070 R			- 782494363 - MINOR =		22 03			•
SOLD		11/13/2013	16668.74		SUB TRUST 091	412-001		
ACQ	589.4360	08/23/2012	4868.74	5747.00	-878.26	LT		F
	1428.5710	06/25/2013	11800 00	12000 00	-200 00	ST		ċ
4020 8120 R		D FUND CLASS S	- 782494454 - MINOR =					-
SOLD	•	11/13/2013	44148 52		SUB TRUST 091	412-001		

44148 52

14369 00

30000.00

3831 00

8000.00

108999.72

19834 46

27608 69

25000 00

3104311.28

13900.58 30247 94

8079.13

3110104 86

LEGEND

F - FEDERAL

S - STATE

ADVISORY TRUST

Investment Detail

Page 6 of 23

THOMSON FAMILY FOUNDATION

As of December 31, 2013

	QUANTITY DESCRIPTION	MARKET VALUE (M/V) MARKET UNIT PRICE	%M∕V	FEDERAL TAX COST AVERAGE UNIT COST	UNREALIZED GAIN/(LOSS)	ACCRUED INCOME	ESTIMATED ANNUAL INCOME	YIELD (%) YTM (%)
Equity	2,022.6540 ALLIANZ NFJ DIVIDEND VALUE FUND CL A	\$32,160.20 15.9000	1.82	\$25,000.00 12.36	\$7,160.20	00 08	\$659.38	2 05
	CUSIP 018918243 TKR PNEAX 1,642.0360 AMERICAN CAPITAL WORLD GROWTH & INCOME FUND CLASS F-1 CTISTP 140542405 TKR CWCFY	74,285.71 45.2400	4.20	50,000.00	24,285.71	0.00	1,43185	1.93
	1,737.3180 AMERICAN INVESTMENT COMPANY OF AMERICA-F CUSIP 461308405 TKR ALCFX	63,637.96	3.60	50,000.00	13,637.96	0.00	913.82	1 44
	2,749,1820 FRANKLIN INTERNATIONAL SMALL CAP GROWTH FUND CUSIP 353533763 TKR FINAX	61,939.07	3.50	49,457.79 17.99	12,481.28	0.00	266 67	0.43
	2,338.6340 FRANKLIN MUTUAL GLOBAL DISCOVERY FUND A CUSIP 628380859 TKR TEDIX	77,736.19	4.39	50,000 00 21.38	27,736.19	0.00	1,129 56	1 45
	3,727,0500 HARTFORD EQUITY INCOME FUND CUSIP 416648889 TKR HQJAX	67,347.79 18.0700	3.81	58,067.44 15.58	9,280.35	311.09	1,151.65	1.71
	2,633,9870 LEUTHOLD GLOBAL FUND CUSIP 527289888 TKR GLBLX	29,210.92 11.0900	1.65	29,289.93 11.12	(79.01)	0.00	215.98	0.74
	1,857,0490 MATTHEW ASIA DIVIDEND FUND INVESTOR CLASS CUSIP 577125107 TKR MAPIX	28,969.96 15.6000	1.64	28,895.68 15 56	74.28	0.00	1,121 65	387

continued

FORM 990-PF	ACCOUNTING FEES		STATEMENT 1		
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
TAX PREP FEES	1,000.	1,000.		0.	
TO FORM 990-PF, PG 1, LN 16B	1,000.	1,000.		0.	
FORM 990-PF C	THER PROFES	SIONAL FEES	S	IATEMENT 2	
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
INVESTMENT MGMT AGENCY FEES	15,322. 7,918.			0. 3,959.	
TO FORM 990-PF, PG 1, LN 16C	23,240.	19,281.		3,959.	
FORM 990-PF	TAX	ES	S	PATEMENT 3	
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FOREIGN TAXES PAID	476.	476.		0.	
TO FORM 990-PF, PG 1, LN 18 =	476.	476.		0.	
FORM 990-PF	OTHER EXPENSES		STATEMENT 4		
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME		(D) CHARITABLE PURPOSES	
WIRE CHARGES MN REGISTRATION FEE	15. 25.			0.	
III RECIDITEDITOR LEE					

FORM 990-PF OTH	HER INCREASES IN NET	ASSETS OR FU	ND BALANCES	STATEMENT	5
DESCRIPTION				AMOUNT	
TIMING DIFFERENCE	E PIMCO, EATON, BI	LACKROCK (3 M	UTUALS)	1,2	59.
TOTAL TO FORM 990	O-PF, PART III, LINE	3 3		1,2	59.
FORM 990-PF	ОТНЕ	R INVESTMENTS	· · · · · · · · · · · · · · · · · · ·	STATEMENT	6
DESCRIPTION		VALUATION METHOD	BOOK VALUE	FAIR MARKE	r
MUTUAL FUNDS		COST	1,093,894.	1,277,6	77.
TOTAL TO FORM 99(O-PF, PART II, LINE	13	1,093,894.	1,277,6	77