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 FEB 1, 2013 , and ending JAN 31, 2014

Name of foundation: BRADY FOUNDATION INC 18060400

A Employer identification number: 74-2474880

Number and street (or P O box number if mail is not delivered to street address): 12656 N. 84TH PLACE | Room/suite:

B Telephone number: (480)348-4384

City or town, state or province, country, and ZIP or foreign postal code: SCOTTSDALE, AZ 85260

C If exemption application is pending, check here ▶ ☐

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

D 1. Foreign organizations, check here ▶ ☐

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

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

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶$ 2,351,176.

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

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

Part I **Analysis of Revenue and Expenses** (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))

		(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	1,400.		N/A	
	2 Check ▶ ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	47,543.	47,543.		Statement 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-326.			
	b Gross sales price for all assets on line 6a 780,425.				
	7 Capital gain net income (from Part IV, line 2)		0.		
	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	15.	0.		Statement 2
	12 Total. Add lines 1 through 11	48,632.	47,543.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees Stmt 3	1,400.	0.		1,400.
	c Other professional fees Stmt 4	3,010.	0.		0.
	17 Interest				
	18 Taxes Stmt 5	7,564.	0.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses Stmt 6	1,613.	0.		0.
	24 Total operating and administrative expenses. Add lines 13 through 23	13,587.	0.		1,400.
	25 Contributions, gifts, grants paid	55,000.			55,000.
	26 Total expenses and disbursements. Add lines 24 and 25	68,587.	0.		56,400.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	-19,955.			
	b Net investment income (if negative, enter -0-)		47,543.		
	c Adjusted net income (if negative, enter -0-)			N/A	

RECEIVED
3038 APR ... IRS-OSC
OGDEN, UT

SCANNED APR 1 8 2014

323501 10-10-13 LHA For Paperwork Reduction Act Notice, see instructions. Form **990-PF** (2013)

15310324 798478 74-2474880 2013.03010 BRADY FOUNDATION INC 180604 74-24741

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	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	109,685.	67,336.	67,336.
	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			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock Stmt 7	373,657.	348,107.	461,601.
	c Investments - corporate bonds Stmt 8	205,770.	191,865.	189,956.
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other Stmt 9	1,396,720.	1,458,569.	1,632,283.
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	2,085,832.	2,065,877.	2,351,176.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ [X] and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	2,085,832.	2,065,877.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	0.	0.	
	30 **Total net assets or fund balances**	2,085,832.	2,065,877.	
	31 **Total liabilities and net assets/fund balances**	2,085,832.	2,065,877.	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	2,085,832.
2	Enter amount from Part I, line 27a	2	-19,955.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	2,065,877.
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	2,065,877.

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	780,425.		780,751.	-326.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				
b				
c				
d				
e				-326.

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	-326.
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	104,350.	1,800,033.	.057971
2011	109,232.	1,538,919.	.070980
2010	69,250.	1,439,733.	.048099
2009	77,250.	1,282,463.	.060236
2008	91,547.	1,586,603.	.057700

2 Total of line 1, column (d)	2	.294986
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	.058997
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	2,296,568.
5 Multiply line 4 by line 3	5	135,491.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	475.
7 Add lines 5 and 6	7	135,966.
8 Enter qualifying distributions from Part XII, line 4	8	56,400.

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	951.
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	951.
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	951.
6 Credits/Payments:				
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	5,610.		
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	5,610.
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	
10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	4,659.
11 Enter the amount of line 10 to be: **Credited to 2014 estimated tax** ▶	4,659.	**Refunded** ▶	11	0.

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) ▶ AZ			
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)*

		Line	Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		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 ▶ N/A

14 The books are in care of ▶ WELLS FARGO BANK, N.A. Telephone no. ▶ (480)348-4384
Located at ▶ 8601 N. SCOTTSDALE RD., SCOTTSDALE, AZ ZIP+4 ▶ 85253

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

		Line	Yes	No
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		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.

			Line	Yes	No
1a	During the year did the foundation (either directly or indirectly):				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see 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
WELLS FARGO BANK, N.A. 8601 N. SCOTTSDALE RD. SCOTTSDALE, AZ 85253	AGENT 0.00	0.	0.	0.
DONNA BRADY 12656 N. 84TH PLACE SCOTTSDALE, AZ 85260	PRESIDENT/DIRECTOR 0.50	0.	0.	0.
THOMAS E. BRADY 12656 N. 84TH PLACE SCOTTSDALE, AZ 85260	DIR/V.P./SECR./TREASURER 1.00	0.	0.	0.
KERRY B. VINCENT 3015 GREGORY DRIVE BILLINGS, MT 59102	DIRECTOR 0.00	0.	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 NONE	0.
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 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3 ▶	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	2,243,537.
b	Average of monthly cash balances	1b	88,004.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	2,331,541.
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	2,331,541.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	34,973.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,296,568.
6	**Minimum investment return.** Enter 5% of line 5	6	114,828.

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	114,828.
2a	Tax on investment income for 2013 from Part VI, line 5 2a 951.		
b	Income tax for 2013. (This does not include the tax from Part VI.) 2b		
c	Add lines 2a and 2b	2c	951.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	113,877.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	113,877.
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	113,877.

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	56,400.
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	56,400.
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	56,400.

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				113,877.
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 1,015.				
b From 2009 13,502.				
c From 2010 1,783.				
d From 2011 43,322.				
e From 2012 21,822.				
f Total of lines 3a through e	81,444.			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ $ 56,400.				
a Applied to 2012, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2013 distributable amount				56,400.
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).)	57,477.			57,477.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	23,967.			
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				0.
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	23,967.			
10 Analysis of line 9:				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011 2,145.				
d Excess from 2012 21,822.				
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	Prior 3 years			
	(a) 2013	(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:

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				
CHRISTIAN APPALACHIAN 322 CRAB ORCHARD STREET LANCASTER, KY 40444	NONE	501(C)(3)-PUB CHARITY	GENERAL FUND	3,000.
CUMBERLAND COLLEGE 6191 COLLEGE STATION DRIVE WILLIAMSBURG, KY 40769	NONE	501(C)(3)-PUB CHARITY	GENERAL FUND	6,000.
DE LA SALLE BLACKFOOT SCHOOL P.O. BOX 1489 BROWNING, MT 59417	NONE	501(C)(3)-PUB CHARITY	GENERAL FUND	3,000.
HOLY SPIRIT CHURCH 311 THIRD STREET SOUTH VIRGINIA, MN 55792	NONE	501(C)(3)-PUB CHARITY	GENERAL FUND	5,000.
JUSTA CENTER 1001 WEST JEFFERSON STREET PHOENIX, AZ 85007	NONE	501(C)(3)-PUB CHARITY	GENERAL FUND	3,000.
Total See continuation sheet(s)			▶ 3a	55,000.
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	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (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					
4 Dividends and interest from securities			14	47,543.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	-326.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a CLASS ACTION PROCEEDS			01	15.	
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		47,232.	0.

13 **Total.** Add line 12, columns (b), (d), and (e) 13 47,232.

(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).
1	NOT APPLICABLE

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

Thomas E Brady | 4-10-14 | VP - Treas

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
JESSICA A. DUFF	Jessica A. Duff	4-7-14		P00179255
Firm's name ▶ DELOITTE TAX LLP			Firm's EIN ▶ 86-1065772	
Firm's address ▶ 2901 N. CENTRAL AVENUE, SUITE 1200 PHOENIX, AZ 85012-2799			Phone no. (602) 234-5100	

Form **990-PF** (2013)

323622
10-10-13

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	ABERDEEN GLOBAL HIGH INCOME FD #1525	P	Various	06/25/13
b	AMEX ENERGY SELECT SPDR	P	05/05/11	06/27/13
c	AMEX TECHNOLOGY SELECT SPDR	P	10/15/12	06/27/13
d	ARBITRAGE FUND CLASS I	P	10/15/12	06/25/13
e	EATON VANCE GLOBAL MACRO - I #0088	P	Various	06/25/13
f	EATON VANCE GLOBAL MACRO - I #0088	P	Various	06/25/13
g	GATEWAY FUND - Y #1986	P	Various	06/25/13
h	GATEWAY FUND - Y #1986	P	Various	06/25/13
i	IMG PRIME RATE TR #63	P	12/23/08	06/27/13
j	ISHARES CORE S&P SMALL-CAP E	P	Various	06/27/13
k	ISHARES CORE S&P SMALL-CAP E	P	12/31/12	06/27/13
l	TEMPLETON FRONTIER MARKET -AD #674	P	12/31/12	06/25/13
m	TURNER SPECTRUM FUND-INSTL #3311	P	Various	06/25/13
n	VANGUARD FTSE EMERGING MARKETS ETF	P	Various	06/27/13
o	ABERDEEN GLOBAL HIGH INCOME FD #1525	P	Various	09/04/13

	(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	23,280.		23,403.	-123.
b	764.		749.	15.
c	4,199.		4,207.	-8.
d	64,930.		66,666.	-1,736.
e	101,628.		106,270.	-4,642.
f	29,010.		29,441.	-431.
g	52,784.		48,490.	4,294.
h	14,095.		13,834.	261.
i	18,065.		10,056.	8,009.
j	15,817.		11,454.	4,363.
k	20,210.		17,815.	2,395.
l	2,230.		2,163.	67.
m	65,592.		65,520.	72.
n	212,555.		247,883.	-35,328.
o	18,134.		17,772.	362.

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a				-123.
b				15.
c				-8.
d				-1,736.
e				-4,642.
f				-431.
g				4,294.
h				261.
i				8,009.
j				4,363.
k				2,395.
l				67.
m				72.
n				-35,328.
o				362.

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	ABERDEEN GLOBAL HIGH INCOME FD #1525	P	Various	09/04/13
b	GATEWAY FUND - Y #1986	P	Various	09/04/13
c	LAUDUS MONDRIAN INTL FI-INST #2940	P	Various	09/04/13
d	LAUDUS MONDRIAN INTL FI-INST #2940	P	Various	09/04/13
e	OPPENHEIMER DEVELOPING MKT-Y #788	P	06/24/13	09/04/13
f	OPPENHEIMER DEVELOPING MKT-Y #788	P	Various	12/31/13
g	AMEX CONSUMER DISCR SPDR	P	12/31/12	12/30/13
h	AMEX ENERGY SELECT SPDR	P	05/05/11	01/03/14
i	AMEX HEALTH CARE SPDR	P	12/31/12	12/30/13
j	AMEX INDUSTRIAL SPDR	P	05/05/11	01/03/14
k	AMEX INDUSTRIAL SPDR	P	06/24/13	01/03/14
l	AMEX MATERIALS SPDR	P	05/05/11	01/03/14
m	AMEX TECHNOLOGY SELECT SPDR	P	10/15/12	01/03/14
n	FINANCIAL SELECT SPDR	P	Various	01/03/14
o	ISHARES CORE S&P MIDCAP ETF	P	06/24/13	01/03/14

	(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	3,615.		3,595.	20.
b	295.		260.	35.
c	208.		233.	-25.
d	17,485.		20,904.	-3,419.
e	25,000.		23,662.	1,338.
f	11,810.		10,472.	1,338.
g	7,297.		5,162.	2,135.
h	2,651.		2,248.	403.
i	3,878.		2,775.	1,103.
j	4,684.		3,397.	1,287.
k	2,601.		2,076.	525.
l	2,767.		2,354.	413.
m	8,525.		7,212.	1,313.
n	3,921.		3,343.	578.
o	14,653.		12,298.	2,355.

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a				20.
b				35.
c				-25.
d				-3,419.
e				1,338.
f				1,338.
g				2,135.
h				403.
i				1,103.
j				1,287.
k				525.
l				413.
m				1,313.
n				578.
o				2,355.

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	ISHARES CORE S&P SMALL-CAP E	P	09/03/13	01/03/14
b	VANGUARD TOTAL INTL STOCK ET	P	12/31/12	12/30/13
c	FID ADV EMER MKTS INC-CL I #607	P		02/19/13
d	ABERDEEN GLOBAL HIGH INCOME FD #1525	P		12/24/13
e	AQR MANAGED FUTURES STR-I #15213	P		12/24/13
f	AQR MANAGED FUTURES STR-I #15213	P		12/24/13
g	ARBITRAGE FUND CLASS I	P		12/20/13
h	ASG GLOBAL ALTERNATIVES-Y #1993	P		12/31/13
i	ASG GLOBAL ALTERNATIVES-Y #1993	P		12/31/13
j	FID ADV EMER MKTS INC-CL I #607	P		12/23/13
k	OPPENHEIMER DEVELOPING MKT-Y #788	P		12/12/13
l	PIMCO COMMODITY REAL RET STRAT-I#45	P		12/13/13
m	PIMCO TOTAL RET FD-INST #35	P		12/13/13
n	PIMCO TOTAL RET FD-INST #35	P		12/13/13
o	ROBECO BP LNG/SHRT RES-INS	P		12/20/13

	(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	10,930.		9,443.	1,487.
b	6,249.		5,594.	655.
c	459.			459.
d	1.			1.
e	1,075.			1,075.
f	125.			125.
g	195.			195.
h	1,954.			1,954.
i	2,032.			2,032.
j	163.			163.
k	1,436.			1,436.
l	2,134.			2,134.
m	125.			125.
n	24.			24.
o	462.			462.

	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				1,487.
b				655.
c				459.
d				1.
e				1,075.
f				125.
g				195.
h				1,954.
i				2,032.
j				163.
k				1,436.
l				2,134.
m				125.
n				24.
o				462.

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	TEMPLETON FRONTIER MARKET -AD #674	P		12/12/13
b	TEMPLETON FRONTIER MARKET -AD #674	P		12/12/13
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	29.			29.
b	349.			349.
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				29.
b				349.
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	-326.
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

323591
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
NATIONAL FEDERATION FOR THE BLIND 200 E. WELLS STREET BALTIMORE, MD 21230	NONE	501(C)(3)-PUB CHARITY	GENERAL FUND	3,000.
NATIONAL RIGHT TO LIFE 512 10TH STREET NW WASHINGTON, DC 20004	NONE	501(C)(3)-PUB CHARITY	GENERAL FUND	3,000.
SALVATION ARMY P.O. BOX 52177 PHOENIX, AZ 85072	NONE	501(C)(3)-PUB CHARITY	GENERAL FUND	10,000.
SEASON FOR SHARING P.O. BOX 29616 PHOENIX, AZ 85038	NONE	501(C)(3)-PUB CHARITY	GENERAL FUND	2,000.
ST. JUDE'S RESEARCH HOSPITAL 501 STREET JUDES PLACE MEMPHIS, TN 38103	NONE	501(C)(3)-PUB CHARITY	GENERAL FUND	6,000.
TUTWEILER CLINIC 205 ALMA ST. TUTWEILER, MS 38963	NONE	501(C)(3)-PUB CHARITY	GENERAL FUND	3,000.
VILLA DE MARIE ACADEMY 6535 E. OSBORN ROAD STE. #404 SCOTTSDALE, AZ 85251	NONE	501(C)(3)-PUB CHARITY	GENERAL FUND	3,000.
CHARITY AND DEVELOPMENT APPEAL DIOCESE OF PHOENIX P.O. BOX 52203 PHOENIX, AZ 85072	NONE	501(C)(3)-PUB CHARITY	GENERAL FUND	5,000.
Total from continuation sheets				35,000.

323631
05-01-13

WELLS FARGO

Account Statement For:
BRADY FOUNDATION INC

Period Covered January 1, 2014 - January 31, 2014

Account Number 18060400

	Book Value	Fair Market Value
Bonds	Sum of 1 = 191 865,26	Sum of 2 = 189,956 07
Corporate Stock.	Sum of 3 = 348 107 04	Sum of 4 = 461,600 50
Other investments	Sum of 5 = 1,458,569 28	Sum of 6 = 1,632 283 11

ASSET DETAIL

Asset Description	Quantity	Price	Market Value as of 01/31/14	Cost Basis	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
Cash & Equivalents							
MONEY MARKET							
BLACKROCK INSITUTIONAL FUNDS TRUST FOR FEDERAL SECURITIES T-FUND #60	55,229 970		$55,229 97	$55,229 97	$0 00	$5 52	0 01%
Total Money Market			**$55,229.97**	**$55,229.97**	**$0.00**	**$5.52**	**0.01%**
Total Cash & Equivalents			**$55,229.97**	**$55,229.97**	**$0.00**	**$5.52**	**0.01%**

Asset Description	Quantity	Price	Market Value as of 01/31/14	Cost Basis	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
Fixed Income							
DOMESTIC MUTUAL FUNDS							
ABERDEEN GLOBAL HIGH INCOME FUND #1525 SYMBOL JHYIX CUSIP: 04315J860	13 676	$10 070	$137 72	$127 19	$10 53	$9 68	7 03%
EATON VANCE FLOATING RATE FUND-CLASS I #924 SYMBOL: EIBLX CUSIP. 277911491	5,226 145	9 200	48,080 53	46,878 60	1,201 93	1,897 09	3 95
PIMCO TOTAL RETURN FUND INSTITUTIONAL SHARES #35 SYMBOL. PTTRX CUSIP. 693390700	2,242 537	10 820	24,264 25	23,831 99	432 26	596 51	2 46
Total Domestic Mutual Funds			**$72,482.50**	**$70,837.78**	**$1,644.72**	**$2,503.28**	**3.45%**
INTERNATIONAL MUTUAL FUNDS							
FIDELITY ADVISORS EMERGING MARKETS INCOME FUND CLASS I SYMBOL. FMKIX CUSIP 315920702	8,974 299	$13 090	$117,473 57	$121,027 48	- $3,553 91	$5,546 12	4 72%
Total International Mutual Funds			**$117,473.57**	**$121,027.48**	**- $3,553.91**	**$5,546.12**	**4.72%**
Total Fixed Income			**$189,956.07** 2	**$191,865.26** 1	**- $1,909.19**	**$8,049.40**	

ATTACHMENT A

DC4BB1DFAZ 000212 NNNNNNNNNN NNN NNN 004 010 004009 10787355

WELLS FARGO

Account Statement For:
BRADY FOUNDATION INC

Period Covered January 1, 2014 - January 31, 2014

Account Number 18060400

ASSET DETAIL *(continued)*

Asset Description	Quantity	Price	Market Value as of 01/31/14	Cost Basis	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
Equities							
CONSUMER DISCRETIONARY							
AMEX CONSUMER DISCR SPDR SYMBOL· XLY CUSIP 81369Y407	990 000	$62 820	$62,191 80	$41,726.37	$20,465.43	$768 24	1 23%
Total Consumer Discretionary			**$62,191.80** 4	**$41,726.37** 3	**$20,465.43**	**$768.24**	**1.24%**
CONSUMER STAPLES							
CONSUMER STAPLES SECTOR SPDR TR SHS BEN INT SYMBOL XLP CUSIP 81369Y308	1,230.000	$40 760	$50,134 80	$39,632 88	$10,501.92	$1,264 44	2 52%
Total Consumer Staples			**$50,134.80** 4	**$39,632.88** 3	**$10,501.92**	**$1,264.44**	**2.52%**
ENERGY							
AMEX ENERGY SELECT SPDR SYMBOL. XLE CUSIP 81369Y506	550 000	$83 380	$45,859 00	$39,965 28	$5,893 72	$839 85	1 83%
Total Energy			**$45,859.00** 4	**$39,965.28** 3	**$5,893.72**	**$839.85**	**1.83%**
FINANCIALS							
FINANCIAL SELECT SECTOR SPDR FUND SYMBOL. XLF CUSIP 81369Y605	3,050 000	$21 060	$64,233 00	$48,247 19	$15,985 81	$979 05	1.52%
Total Financials			**$64,233.00** 4	**$48,247.19** 3	**$15,985.81**	**$979.05**	**1.52%**
HEALTH CARE							
AMEX HEALTH CARE SPDR SYMBOL. XLV CUSIP 81369Y209	890 000	$55 960	$49,804.40	$31,987 89	$17,816 51	$751.16	1 51%
Total Health Care			**$49,804.40** 4	**$31,987.89** 3	**$17,816.51**	**$751.16**	**1.51%**
INDUSTRIALS							
AMEX INDUSTRIAL SPDR SYMBOL: XLI CUSIP: 81369Y704	970.000	$50 030	$48,529.10	$35,907 67	$12,621 43	$848 75	1 75%
Total Industrials			**$48,529.10** 4	**$35,907.67** 3	**$12,621.43**	**$848.75**	**1.75%**

004010 **ATTACHMENT A**

ASSET DETAIL *(continued)*

Asset Description	Quantity	Price	Market Value as of 01/31/14	Cost Basis	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
Equities *(continued)*							
INFORMATION TECHNOLOGY							
AMEX TECHNOLOGY SELECT SPDR SYMBOL: XLK CUSIP· 81369Y803	3,400 000	$34 820	$118,388 00	$91,977 26	$26,410 74	$2,070 60	1.75%
Total Information Technology			**$118,388.00** 4	**$91,977.26** 3	**$26,410.74**	**$2,070.60**	**1.75%**
MATERIALS							
AMEX MATERIALS SPDR SYMBOL XLB CUSIP 81369Y100	510 000	$44 040	$22,460 40	$18,662 50	$3,797 90	$489 60	2 18%
Total Materials			**$22,460.40** 4	**$18,662.50** 3	**$3,797.90**	**$489.60**	**2.18%**
DOMESTIC MUTUAL FUNDS							
ISHARES CORE S&P MID-CAP ETF SYMBOL IJH CUSIP. 464287507	1,615 000	$130 880	$211,371 20	$160,523 43	$50,847 77	$2,790 72	1 32%
ISHARES CORE S&P SMALL-CAP ETF SYMBOL: IJR CUSIP. 464287804	1,100 000	105 090	115,599 00	69,146 03	46,452 97	1,202.30	1 04
Total Domestic Mutual Funds			**$326,970 20** 6	**$229,669.46** 5	**$97,300.74**	**$3,993.02**	**1.22%**
INTERNATIONAL MUTUAL FUNDS							
OPPENHEIMER DEVELOPING MKT-Y #788 SYMBOL: ODVYX CUSIP 683974505	7,769 111	$34.610	$268,888 93	$248,611.55	$20,277 38	$1,266.37	0 47%
TEMPLETON FRONTIER MARKETS FUND CLASS AD #674 SYMBOL FFRZX CUSIP· 88019R641	2,656 893	17 790	47,266 13	41,517.51	5,748 62	961 80	2 03
VANGUARD TOTAL INTERNATIONAL STOCK INDEX FUND ETF SYMBOL VXUS CUSIP· 921909768	5,080 000	49 550	251,714.00	227,849 41	23,864 59	7,172 96	2 85
Total International Mutual Funds			**$567,869.06** 6	**$517,978.47** 5	**$49,890.59**	**$9,401.13**	**1.66%**
Total Equities			**$1,356,439.76**	**$1,095,754.97**	**$260,684.79**	**$21,405.84**	**1.58%**

ATTACHMENT A

DC4BB1DFAZ 000212 NNNNNNNNNN NNN NNN 005 010 004011 10787355

ASSET DETAIL *(continued)*

Asset Description	Quantity	Price	Market Value as of 01/31/14	Cost Basis	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
Complementary Strategies							
OTHER							
AQR MANAGED FUTURES STRATEGY FUND CLASS I #15213 SYMBOL: AQMIX CUSIP 00203H859	11,371.080	$10 260	$116,667 28	$115,380.94	$1,286 34	$0 00	0 00%
ARBITRAGE FUND CLASS I #1000 SYMBOL. ARBNX CUSIP. 03875R205	3,719.957	12 850	47,801 45	47,986 41	- 184.96	0 00	0 00
ASG GLOBAL ALTERNATIVES FUND CLASS Y #1993 SYMBOL: GAFYX CUSIP. 63872T885	6,316 023	11.060	69,855 21	70,245.63	- 390 42	0 01	0 00
DRIEHAUS ACTIVE INCOME FUND SYMBOL: LCMAX CUSIP 262028855	4,439 127	10 770	47,809 40	47,483.32	326.08	958 85	2.01
ROBECO BOSTON PARTNERS LONG/SHORT RESEARCH FUND CLASS INS SYMBOL: BPIRX CUSIP 74925K581	8,423 327	14 180	119,442 78	108,871 58	10,571.20	0 00	0 00
Total Other			**$401,576.12** 6	**$389,967.88** 5	**$11,608.24**	**$958.86**	**0.24%**
Total Complementary Strategies			**$401,576.12**	**$389,967.88**	**$11,608.24**	**$958.86**	**0.24%**

004012 **ATTACHMENT A**

ASSET DETAIL *(continued)*

Asset Description	Quantity	Price	Market Value as of 01/31/14	Cost Basis	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
Real Assets							
REAL ASSET FUNDS							
PIMCO COMMODITY REAL RETURN STRATEGY FUND-CLASS I #45 SYMBOL. PCRIX CUSIP. 722005667	25,798 650	$5 530	$142,666 53	$177,321 02	- $34,654 49	$2,139 22	1 50%
SPDR DJ WILSHIRE INTERNATIONAL REAL ESTATE ETF SYMBOL. RWX CUSIP. 78463X863	2,370 000	39 480	93,567 60	77,772 52	15,795 08	4,429 53	4 73
VANGUARD REIT VIPER SYMBOL: VNQ CUSIP 922908553	1,480 000	67 320	99,633 60	65,859 93	33,773 67	4,130 68	4 15
Total Real Asset Funds			**$335,867.73** 6	**$320,953.47** 5	**$14,914.26**	**$10,699.43**	**3.19%**
Total Real Assets			**$335,867.73**	**$320,953.47**	**$14,914.26**	**$10,699.43**	**3.19%**

	Account Value as of 01/31/14	Cost Basis	Unrealized Gain/Loss	Estimated Annual Income
TOTAL ASSETS	**$2,339,069.65**	**$2,053,771.55**	**$285,298.10**	**$41,119.05**

ATTACHMENT A

Form 990-PF Dividends and Interest from Securities Statement 1

Source	Gross Amount	Capital Gains Dividends	(a) Revenue Per Books	(b) Net Investment Income	(c) Adjusted Net Income
DIVIDENDS	47,532.	0.	47,532.	47,532.	
OTHER INTEREST	11.	0.	11.	11.	
To Part I, line 4	47,543.	0.	47,543.	47,543.	

Form 990-PF Other Income Statement 2

Description	(a) Revenue Per Books	(b) Net Investment Income	(c) Adjusted Net Income
CLASS ACTION PROCEEDS	15.	0.	
Total to Form 990-PF, Part I, line 11	15.	0.	

Form 990-PF Accounting Fees Statement 3

Description	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
TAX PREPARATION FEE	1,400.	0.		1,400.
To Form 990-PF, Pg 1, ln 16b	1,400.	0.		1,400.

Form 990-PF Other Professional Fees Statement 4

Description	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
WELLS FARGO AGENCY FEE	3,000.	0.		0.
ARIZONA CORP. COMMISSION FEE	10.	0.		0.
To Form 990-PF, Pg 1, ln 16c	3,010.	0.		0.

Form 990-PF	Taxes	Statement 5

Description	(a) Expenses Per Books	(b) Net Invest-ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
2012 FINAL	1,954.	0.		0.
2013 ESTIMATE	5,610.	0.		0.
To Form 990-PF, Pg 1, ln 18	7,564.	0.		0.

Form 990-PF	Other Expenses	Statement 6

Description	(a) Expenses Per Books	(b) Net Invest-ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
MISCELLANEOUS COST BASIS ADJUSTMENT	1,613.	0.		0.
To Form 990-PF, Pg 1, ln 23	1,613.	0.		0.

Form 990-PF	Corporate Stock	Statement 7

Description	Book Value	Fair Market Value
CORPORATE STOCKS-ATTACHMENT A	348,107.	461,601.
Total to Form 990-PF, Part II, line 10b	348,107.	461,601.

Form 990-PF	Corporate Bonds	Statement 8

Description	Book Value	Fair Market Value
CORPORATE BONDS-ATTACHMENT A	191,865.	189,956.
Total to Form 990-PF, Part II, line 10c	191,865.	189,956.

Form 990-PF	Other Investments		Statement 9
Description	Valuation Method	Book Value	Fair Market Value
OTHER INVESTMENTS-ATTACHMENT A	COST	1,458,569.	1,632,283.
Total to Form 990-PF, Part II, line 13		1,458,569.	1,632,283.