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

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

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

▶ Information about Form 990-PF and its separate instructions is at [www.irs.gov/form990pf](http://www.irs.gov/form990pf)

OMB No 1545-0052

**2013****Open to Public Inspection**

For calendar year 2013 or tax year beginning

04/01, 2013, and ending

03/31, 2014

Name of foundation

TRIUMPH GROUP CHARITABLE FDN

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

899 CASSATT ROAD, SUITE 210

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

BERWYN, PA 19312

G Check all that apply:

☐ Initial return☐ Final return☐ Address change☐ Initial return of a former public charity☐ Amended return☐ Name change

H Check type of organization.

☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust☐ Other taxable private foundation

I Fair market value of all assets at

end of year (from Part II, col. (c), line

16) ▶ \$ 6,240,026.

J Accounting method: ☒ Cash ☐ Accrual☐ Other (specify) \_\_\_\_\_

(Part I, column (d) must be on cash basis.)

A Employer identification number

26-3937598

B Telephone number (see instructions)

610-251-1000

C If exemption application is  
pending, check here . . . . . ☐D 1 Foreign organizations, check here . . . . . ☐2 Foreign organizations meeting the  
85% test, check here and attach  
computation . . . . . ☐E If private foundation status was terminated  
under section 507(b)(1)(A), check here . . . . . ☐F If the foundation is in a 60-month termination  
under section 507(b)(1)(B), check here . . . . . ☐**Part I Analysis of Revenue and Expenses** (The  
total of amounts in columns (b), (c), and (d)  
may not necessarily equal the amounts in  
column (a) (see instructions) )(a) Revenue and  
expenses per  
books(b) Net investment  
income(c) Adjusted net  
income(d) Disbursements  
for charitable  
purposes  
(cash basis only)

1 Contributions, gifts, grants, etc., received (attach schedule) . . . . .

1,000,000.

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 . . . . .

92,243.

92,243.

5a Gross rents . . . . .

b Net rental income or (loss) . . . . .

6a Net gain or (loss) from sale of assets not on line 10 . . . . .

110,838.

b Gross sales price for all  
assets on line 6a . . . . . 966,413.

7 Capital gain net income (from Part IV, line 2) . . . . .

110,838.

8 Net short-term capital gain . . . . .

9 Income modifications . . . . .

10a Gross sales less returns  
and allowances . . . . .

b Less Cost of goods sold . . . . .

c Gross profit or (loss) (attach schedule) . . . . .

11 Other income (attach schedule) . . . . .

12 Total. Add lines 1 through 11 . . . . .

1,203,081.

203,081.

13 Compensation of officers, directors, trustees, etc. . . . .

14 Other employee salaries and wages . . . . .

NONE

NONE

15 Pension plans, employee benefits . . . . .

NONE

NONE

16a Legal fees (attach schedule) . . . . .

b Accounting fees (attach schedule) STMT. 1 . . . . .

500.

500.

NONE

NONE

c Other professional fees (attach schedule) STMT. 2 . . . . .

59,484.

53,535.

5,948.

17 Interest . . . . .

18 Taxes (attach schedule) (see instructions) STMT. 3 . . . . .

8,366.

2,363.

19 Depreciation (attach schedule) and depletion . . . . .

20 Occupancy . . . . .

21 Travel, conferences, and meetings . . . . .

NONE

NONE

22 Printing and publications . . . . .

NONE

NONE

23 Other expenses (attach schedule) STMT. 4 . . . . .

15.

15.

24 Total operating and administrative expenses. . . . .

Add lines 13 through 23 . . . . .

68,365.

56,398.

NONE

5,963.

25 Contributions, gifts, grants paid . . . . .

110,000.

110,000.

26 Total expenses and disbursements Add lines 24 and 25 . . . . .

178,365.

56,398.

NONE

115,963.

27 Subtract line 26 from line 12: . . . . .

a Excess of revenue over expenses and disbursements . . . . .

1,024,716.

b Net investment income (if negative, enter -0-) . . . . .

146,683.

c Adjusted net income (if negative, enter -0-) . . . . .

ENVELOPE  
POSTMARK DATE  
AUG 15 2014

Operating and Administrative Expenses SCANNED AUG 1 2014

RECEIVED  
AUG 15 2014  
OGDEN, UT  
IRC

8

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1	Cash - non-interest-bearing . . . . .		1,450.		
	2	Savings and temporary cash investments . . . . .		648,574.	664,257.	664,257.
	3	Accounts receivable ▶				
		Less: allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less: allowance for doubtful accounts ▶				
	5	Grants receivable . . . . .				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . . .				
	7	Other notes and loans receivable (attach schedule) ▶				
		Less: allowance for doubtful accounts ▶	NONE			
	8	Inventories for sale or use . . . . .				
	9	Prepaid expenses and deferred charges . . . . .				
	10 a	Investments - U S and state government obligations (attach schedule) . . . . .				
	b	Investments - corporate stock (attach schedule) . <b>STMT 5</b> . . . . .	1,600,491.	2,179,579.	2,715,438.	
	c	Investments - corporate bonds (attach schedule) . <b>STMT 8</b> . . . . .	1,629,917.	1,476,916.	1,465,133.	
	Liabilities	11	Investments - land, buildings, and equipment basis ▶ Less: accumulated depreciation (attach schedule) ▶			
12		Investments - mortgage loans . . . . .				
13		Investments - other (attach schedule) . . . . . <b>STMT 9</b> . . . . .	766,534.	1,353,169.	1,395,198.	
14		Land, buildings, and equipment basis ▶ Less: accumulated depreciation (attach schedule) ▶				
15		Other assets (describe ▶) . . . . .				
16		<b>Total assets</b> (to be completed by all filers - see the instructions Also, see page 1, item I) . . . . .	4,646,966.	5,673,921.	6,240,026.	
17		Accounts payable and accrued expenses . . . . .				
18		Grants payable . . . . .				
19		Deferred revenue . . . . .				
20		Loans from officers, directors, trustees, and other disqualified persons . . . . .				
Net Assets or Fund Balances	21	Mortgages and other notes payable (attach schedule) . . . . .				
	22	Other liabilities (describe ▶) . . . . .				
	23	<b>Total liabilities</b> (add lines 17 through 22) . . . . .		NONE		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> 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, . . . ▶ <input checked="" type="checkbox"/> check here and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds . . . . .	4,646,966.	5,673,921.		
	28	Paid-in or capital surplus, or land, bldg, and equipment fund . . . . .				
	29	Retained earnings, accumulated income, endowment, or other funds . . . . .				
	30	<b>Total net assets or fund balances</b> (see instructions) . . . . .	4,646,966.	5,673,921.		
	31	<b>Total liabilities and net assets/fund balances</b> (see instructions) . . . . .	4,646,966.	5,673,921.		

**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	4,646,966.
2	Enter amount from Part I, line 27a . . . . .	2	1,024,716.
3	Other increases not included in line 2 (itemize) ▶ <b>SEE STATEMENT 10</b> . . . . .	3	2,239.
4	Add lines 1, 2, and 3 . . . . .	4	5,673,921.
5	Decreases not included in line 2 (itemize) ▶ . . . . .	5	
6	<b>Total net assets or fund balances at end of year</b> (line 4 minus line 5) - Part II, column (b), line 30 . . . . .	6	5,673,921.

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**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr.)
<b>1a PUBLICLY TRADED SECURITIES</b>					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
(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)		
<b>a</b> 966,413.		855,575.	110,838.		
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col (k), but not less than -0- or Losses (from col (h)))		
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any			
<b>a</b>			110,838.		
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
<b>2 Capital gain net income or (net capital loss)</b> { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }			<b>2</b>	110,838.	
<b>3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6).</b> If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8			<b>3</b>		

**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	89,566.	4,070,954.	0.022001
2011	156,967.	2,506,876.	0.062615
2010	113,789.	1,969,009.	0.057790
2009	50,181.	1,661,757.	0.030198
2008	NONE	7,944.	NONE
<b>2 Total of line 1, column (d)</b>			<b>2</b> 0.172604
<b>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</b>			<b>3</b> 0.034521
<b>4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5</b>			<b>4</b> 5,287,058.
<b>5 Multiply line 4 by line 3</b>			<b>5</b> 182,515.
<b>6 Enter 1% of net investment income (1% of Part I, line 27b)</b>			<b>6</b> 1,467.
<b>7 Add lines 5 and 6</b>			<b>7</b> 183,982.
<b>8 Enter qualifying distributions from Part XII, line 4</b> 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.			<b>8</b> 115,963.

**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 <input type="checkbox"/> and enter "N/A" on line 1 . . . . . Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)		1	2,934.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b . . . . .			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) . . . . .		2	
3 Add lines 1 and 2 . . . . .		3	2,934.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) . . . . .		4	NONE
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0- . . . . .		5	2,934.
6 Credits/Payments:			
a 2013 estimated tax payments and 2012 overpayment credited to 2013 . . . . .	6a	3,604.	
b Exempt foreign organizations - tax withheld at source . . . . .	6b	NONE	
c Tax paid with application for extension of time to file (Form 8868) . . . . .	6c	NONE	
d Backup withholding erroneously withheld . . . . .	6d		
7 Total credits and payments. Add lines 6a through 6d . . . . .	7	3,604.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> 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	670.	
11 Enter the amount of line 10 to be Credited to 2014 estimated tax <input type="checkbox"/> NONE Refunded <input type="checkbox"/> . . . . .	11	670.	

**Part VII-A Statements Regarding Activities**

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

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11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions) . . . . .	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions) . . . . .	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? . . . . .	13	X	
Website address ▶ <u>N/A</u>				
14	The books are in care of ▶ <u>KEVIN E KINDIG VP ASST TRS</u> Telephone no ▶ <u>(610) 251-1000</u>			
	Located at ▶ <u>899 CASSATT ROAD SUITE 210, BERWYN, PA</u> ZIP+4 ▶ <u>19312</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here . . . . . ▶ <input type="checkbox"/>			
	and enter the amount of tax-exempt interest received or accrued during the year. . . . . ▶ <u>15</u>			
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? . . . . .	16	Yes	No
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶			X

<p><b>1a</b> During the year did the foundation do the following directly or indirectly:</p> <p>(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(6) Agree to pay money or property to a government official? (<b>Exception.</b> 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). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><b>b</b> If any answer is "Yes" to 1a(1)-(6), did <b>any</b> 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)? <input type="checkbox"/> <b>1b</b></p> <p>Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/> <b>1c</b></p> <p><b>c</b> 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? <input type="checkbox"/> <b>1c</b></p>			
<p><b>2</b> 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)):</p> <p><b>a</b> 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>If "Yes," list the years <input type="checkbox"/> <b>2a</b></p> <p><b>b</b> Are there any years listed in 2a for which the foundation is <b>not</b> 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) <input type="checkbox"/> <b>2b</b></p> <p><b>c</b> If the provisions of section 4942(a)(2) are being applied to <b>any</b> of the years listed in 2a, list the years here <input type="checkbox"/> <b>2c</b></p>			
<p><b>3a</b> Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><b>b</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) <input type="checkbox"/> <b>3b</b></p>			
<p><b>4a</b> Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? <input type="checkbox"/> <b>4a</b></p> <p><b>b</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? <input type="checkbox"/> <b>4b</b></p>			

10

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

5a During the year did the foundation pay or incur any amount to:

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

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ Yes ☒ NoOrganizations relying on a current notice regarding disaster assistance check here ☐c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ Nob Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ Nob If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 11				

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

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

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

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

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

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

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

	Expenses
1 NONE	
2	
3	
4	

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

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

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

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	4,815,339.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	552,233.
<b>c</b>	Fair market value of all other assets (see instructions)	<b>1c</b>	NONE
<b>d</b>	Total (add lines 1a, b, and c)	<b>1d</b>	5,367,572.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	NONE
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	5,367,572.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	<b>4</b>	80,514.
<b>5</b>	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	5,287,058.
<b>6</b>	Minimum investment return. Enter 5% of line 5	<b>6</b>	264,353.

**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.)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	264,353.
<b>2a</b>	Tax on investment income for 2013 from Part VI, line 5	<b>2a</b>	2,934.
<b>b</b>	Income tax for 2013. (This does not include the tax from Part VI.)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	2,934.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	261,419.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	NONE
<b>5</b>	Add lines 3 and 4	<b>5</b>	261,419.
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	NONE
<b>7</b>	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	<b>7</b>	261,419.

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	<b>1a</b>	115,963.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	NONE
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	NONE
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	NONE
<b>4</b>	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	<b>4</b>	115,963.
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	<b>5</b>	N/A
<b>6</b>	Adjusted qualifying distributions. Subtract line 5 from line 4.	<b>6</b>	115,963.

**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
<b>1</b> Distributable amount for 2013 from Part XI, line 7 . . . . .				261,419.
<b>2</b> Undistributed income, if any, as of the end of 2013				
<b>a</b> Enter amount for 2012 only . . . . .			91,773.	
<b>b</b> Total for prior years 20 <u>11</u> , 20 <u>  </u> , 20 <u>  </u> . . . . .		NONE		
<b>3</b> Excess distributions carryover, if any, to 2013:				
<b>a</b> From 2008 . . . . .	NONE			
<b>b</b> From 2009 . . . . .	NONE			
<b>c</b> From 2010 . . . . .	NONE			
<b>d</b> From 2011 . . . . .	NONE			
<b>e</b> From 2012 . . . . .	NONE			
<b>f</b> Total of lines 3a through e . . . . .	NONE			
<b>4</b> Qualifying distributions for 2013 from Part XII, line 4: ► \$ <u>115,963.</u>				
<b>a</b> Applied to 2012, but not more than line 2a . . . . .			91,773.	
<b>b</b> Applied to undistributed income of prior years (Election required - see instructions) . . . . .		NONE		
<b>c</b> Treated as distributions out of corpus (Election required - see instructions) . . . . .	NONE			
<b>d</b> Applied to 2013 distributable amount . . . . .				24,190.
<b>e</b> Remaining amount distributed out of corpus . . . . .	NONE			
<b>5</b> Excess distributions carryover applied to 2013 . . . . . (If an amount appears in column (d), the same amount must be shown in column (a) )	NONE			NONE
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e. Subtract line 5 . . . . .	NONE			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b . . . . .		NONE		
<b>c</b> Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed . . . . .		NONE		
<b>d</b> Subtract line 6c from line 6b. Taxable amount - see instructions . . . . .		NONE		
<b>e</b> Undistributed income for 2012. Subtract line 4a from line 2a Taxable amount - see instructions . . . . .				
<b>f</b> Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014 . . . . .				237,229.
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions) . . . . .	NONE			
<b>8</b> Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions) . . . . .	NONE			
<b>9</b> Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a . . . . .	NONE			
<b>10</b> Analysis of line 9:				
<b>a</b> Excess from 2009 . . . . .	NONE			
<b>b</b> Excess from 2010 . . . . .	NONE			
<b>c</b> Excess from 2011 . . . . .	NONE			
<b>d</b> Excess from 2012 . . . . .	NONE			
<b>e</b> Excess from 2013 . . . . .	NONE			

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

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

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

4942(j)(3) or

4942(1)(5)

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

**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(i)(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 (i)(3)(B)(iii) . . . . .

(3) Largest amount of support from an exempt organization. . . .

(4) Gross investment income .

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

### 1 Information Regarding Foundation Managers:

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

NONE

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

NONE

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

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

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

SEE STATEMENT 13

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

SEE ATTACHED STATEMENT FOR LINE 2

**c Any submission deadlines:**

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

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

<div>Recipient</div> <div>Name and address (home or business)</div>	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
<b>a</b> Paid during the year				
BAKER INDUSTRIES, INC. 184 PENNSYLVANIA AVE. MALVERN PA 19355	NONE	CHARITABLE	GENERAL	60,000.
THE ARMY HISTORICAL FOUNDATION INC 2425 WILSON BLVD ARLINGTON VA 22201	NONE	CHARITABLE	GENERAL	25,000.
OUTWARD BOUND 3520 WEST SEDGELEY DR PHILADELPHIA PA 19130	NONE	CHARITABLE	GENERAL	25,000.
<b>Total</b> . . . . .			<b>3a</b>	110,000.
<b>b</b> Approved for future payment				
<b>Total</b> . . . . .			<b>3b</b>	

Enter gross amounts unless otherwise indicated.

(See worksheet in line 13 instructions to verify calculations )

Line No.	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See instructions.)
▼	

17 -



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

OMB No 1545-0047

**2013**▶ **Attach to Form 990, Form 990-EZ, or Form 990-PF.**▶ **Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at [www.irs.gov/form990](http://www.irs.gov/form990)****Name of the organization****Employer identification number**

TRIUMPH GROUP CHARITABLE FDN

26-3937598

**Organization type (check one)****Filers of:****Section:**

Form 990 or 990-EZ

☐ 501(c)( ) (enter number) organization☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation☐ 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

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

**Special Rules**

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions of \$5,000 or more during the year . . . . . ▶ \$ \_\_\_\_\_

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

For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF.

Schedule B (Form 990, 990-EZ, or 990-PF) (2013)

<b>Name of organization</b> TRIUMPH GROUP CHARITABLE FDN	<b>Employer identification number</b> 26-3937598
---	---

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	TRIUMPH GROUP INC 899 CASSATT RD SUITE 210 BERWYN, PA 19312	\$ 1,000,000.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)



FORM 990PF, PART I - ACCOUNTING FEES  
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
US BANK - TAX PREPARATION FEE	500.	500.		
TOTALS	500.	500.	NONE	NONE
	=====	=====	=====	=====

FORM 990PF, PART I - OTHER PROFESSIONAL FEES  
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	CHARITABLE PURPOSES -----
US BANK - AGENCY FEES	59,484.	53,535.	5,948.
TOTALS	59,484.	53,535.	5,948.
	=====	=====	=====

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FOREIGN TAXES PAID/ ADR FEES	2,363.	2,363.
2013 FEDERAL EXCISE TAX	2,399.	
2014 FEDERAL EXCISE TAX ESTIMA	3,604.	
	-----	-----
TOTALS	8,366.	2,363.
	=====	=====

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

REVENUE  
AND  
EXPENSES  
PER BOOKS  
-----

CHARITABLE  
PURPOSES  
-----

DESCRIPTION  
-----

PA. BUREAU OF CHAR. ORGANIZATI

15.

15.

TOTALS

15.

15.

TRIUMPH GROUP CHARITABLE FDN

26-3937598

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

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
-----	-----	-----	----
CITRIX SYS INC. 408 SH	29,612.	29,612.	23,436.
E BAY INC. 1367 SH	46,890.	46,890.	75,513.
E M C CORP. 1026 SH	24,152.	24,152.	28,123.
GILEAD SCIENCES INC. 1200 SH	32,408.	71,628.	85,032.
GOOGLE INC. CL A 61 SH	29,077.		
JACOBS ENGR GROUP 668 SH	50,647.	41,473.	93,375.
MASTERCARD INC. 1250 SH	2,059.		
PEGASYSYSTEMS INC. 57 SH	24,067.	62,752.	70,974.
QUALCOMM INC. 900 SH	9,739.		
TEMPUR PEDIC INTL INC 174 SH	34,650.	34,650.	52,926.
ALLIANZ SE ADR 3141 SH	24,546.	24,546.	29,308.
ARM HLDGS PLC ADR 575 SH	23,104.	23,104.	26,641.
FANUC LTD 897 SH	49,328.	49,328.	53,129.
I C I C I BANK LTD ADR 1213 SH	10,513.		
LOGITECH INTL SA 547 SH	10,704.	10,704.	12,388.
LVMH MOET HENNESSY LOU VUITT	24,025.	57,545.	68,250.
SCHLUMBERGER LTD 700 SH	22,477.	22,477.	30,073.
SCHNEIDER ELECT SA UNSP 1700SH	18,320.	18,320.	38,159.
A T M I INC. 1122 SHARES	13,864.	13,864.	25,045.
BRUNSWICK CORP. 553 SH	52,733.	48,564.	92,700.
CBS CORP CL B 1500 SHARES	31,079.		
EXPEDIA INC. 634 SH	28,434.	28,434.	71,509.
FOREST LABS INC. 775 SH	36,486.	36,486.	32,931.
KEY ENERGY SERV. INC. 3564 SH	28,081.		
NVIDIA CORP. 1839 SH	13,973.	13,973.	29,897.
QUICKSILVER INC. 3981 SH	13,693.	13,693.	19,976.
TENNECO AUTOM. INC. 344 SH	17,126.	17,126.	33,535.
TEREX CORP NEW 757 SH	21,181.		
USG CORP 887 SH			

TRIUMPH GROUP CHARITABLE FDN

26-3937598

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

DESCRIPTION -----	BEGINNING BOOK VALUE -----	ENDING BOOK VALUE -----	ENDING FMV ---
ALCATEL LUCENT ADR 1809 SH	10,366.		
AMERICA MOVIL ADR 370 SH	10,400.		
CSL LIMITED ADR 774 SH	13,746.	13,746.	24,884.
ITAU UNIBANCO HLDGS 2245 SH	38,342.	38,340.	33,361.
JGC CORP UNSPND ADR 420 SH	22,470.	22,470.	29,232.
ALLSTATE CORP. 1236 SH	57,743.	57,743.	69,933.
AMAG PHARM. 1351 SH	23,717.	23,717.	26,142.
AMERICAN EAGLE OUTFIT, 1165 SH	23,816.	23,816.	14,260.
AMERICAN SUPERCOND. 6038 SH	23,813.	23,813.	9,721.
APPLE INC. 125 SH	41,868.	62,374.	67,093.
CACHE INC. 5000 SH	25,309.	12,438.	16,450.
CHICOS FAS INC. 1263 SH	23,795.	23,795.	20,246.
COCA COLA CO. 500 SH	18,460.	18,460.	19,330.
CYTOKINETICS INC. 2000 SH	26,721.	11,136.	19,000.
EXPRESS SCRIPTS HLDGS 460 SH	25,769.	25,769.	34,541.
HUDSON GLOBAL INC. 5293 SH	24,215.	24,215.	20,008.
JABIL CIRCUIT INC. 2242 SH	41,636.	40,459.	40,356.
KONA GRILL INC. 2807 SH	23,566.	23,566.	57,179.
MERCURY SYS. INC. 2230 SH	24,189.	24,189.	29,458.
MICROSOFT CORP. 2500 SH	69,275.	69,275.	102,475.
MODUSLINK GLOBAL SOL. 6164 SH	24,531.	24,531.	26,074.
MONDELEZ INTERN'L 700 SH	18,536.	18,536.	24,185.
PERFICIENT INC. 2082 SH	23,906.	23,906.	37,726.
QUANTA SVCS INC. 845 SH	24,268.		
R T I INTL METALS INC. 978 SH	23,755.	23,755.	27,169.
SONUS NETWORKS INC. 11,242 SH	24,373.	24,373.	37,886.
TRIQUINT SEMICOND. 4239 SH	23,738.	23,738.	56,760.
URBAN OUTFITTERS 597 SH	23,808.		
WILLIAMS SONOMA INC. 529 SH	24,154.	24,154.	35,253.

TRIUMPH GROUP CHARITABLE FDN

26-3937598

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

DESCRIPTION -----	BEGINNING BOOK VALUE -----	ENDING BOOK VALUE -----	ENDING FMV ----
BUNGE LIMITED 327 SH	23,907.	23,907.	26,000.
EATON CORP PLC 404 SH	24,179.		
MTN GROUP LTD ADR 1208 SH	24,885.	24,885.	24,824.
SUNOPTA INC. 3632 SH	24,267.	24,267.	42,894.
ANADARKO PETROLEUM 900 SH		71,031.	76,284.
CENTURYLINK INC. 3200 SH		110,019.	105,088.
CSX CORP. 2300 SH		60,731.	66,631.
DOVER CORP. 700 SH		52,976.	57,225.
EXXON MOBIL CORP. 800 SH		70,048.	78,144.
JOHNSON CONTROLS INC. 1000 SH		44,040.	47,320.
KNOWLES CORP. 350 SH		10,446.	11,050.
MCDONALDS CORP. 800 SH		74,838.	78,424.
SOUTHERN CO. 2500 SH		107,437.	109,850.
TARGET CORP. 1100 SH		62,135.	66,561.
WAL MART STORES 700 SH		51,184.	53,501.
	-----	-----	-----
TOTALS	1,600,491.	2,179,579.	2,715,438.
	=====	=====	=====

TRIUMPH GROUP CHARITABLE FDN

26-3937598

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

DESCRIPTION -----	BEGINNING BOOK VALUE -----	ENDING BOOK VALUE -----	ENDING FMV ----
PRAXAIR INC. 2.125 6/14/13	25,200.		
WELLS FARGO CO. 3.75% 10/1/14	25,473.	25,473.	25,426.
SOUTHERN CA EDISON 4.65 4/1/15	26,940.	26,940.	26,038.
NOVARTIS CAP. CORP 2.9 4/24/15	25,052.	25,052.	25,691.
BOEING CO. 3.75 11/20/16	25,311.		
GOLDMAN SACHS 5.95 1/18/18	26,362.		
BP CAPITAL MKTS 3.625 5/8/14	25,933.		
TOTAL CAPITAL 3.125 10/5/2015	24,897.	25,933.	25,080.
BHP BILLITON FIN. 5.4 3/29/17	26,712.		
ONTARIO PROV. 4.0 10/7/2019	24,465.		
MICROSOFT CORP .875% 9/27/13	100,770.		
IBM CORP 1.250% 5/12/14	50,845.	50,845.	50,056.
PROCTOR & GAMBLE .7% 8/15/14	50,359.	50,343.	50,077.
TOYOTA MOTOR CR 1.25% 11/17/14	101,484.	101,484.	100,619.
COLGATE PALMOLIVE 1.375% 11/15	50,874.	50,874.	50,608.
BERKSHIRE HATHWAY FIN 1.5% 1/14	101,545.		
TARGET CORP. 1.125% 7/18/14	101,661.	101,621.	100,190.
PEPSICO INC. .8% 8/25/14	100,858.	100,795.	100,165.
PACCAR FIN.CORP 1.55% 9/29/14	102,242.	101,986.	100,587.
VERIZON COMM. 1.25% 11/30/14	101,849.	101,849.	100,467.
INTEL CORP. 1.95% 10/1/16	103,881.	103,881.	102,759.
ATT INC. 1.6% 2/15/17	100,756.	100,734.	100,675.
WALT DISNEY CO 1.125% 2/15/17	101,281.	101,246.	100,158.
SANOFI 1.2% 9/30/14	101,775.	101,570.	100,431.
STATOIL ASA 1.8% 11/23/16	103,392.	103,392.	102,447.
GENERAL ELEC CAP 1.5% 7/12/16		100,520.	101,325.
BERKSHIRE HATHWAY 1.9% 1/31/17		102,378.	102,334.
	-----	-----	-----
TOTALS	1,629,917.	1,476,916.	1,465,133.
	=====	=====	=====



TRIUMPH GROUP CHARITABLE FDN

26-3937598

FORM 990PF, PART II - OTHER INVESTMENTS  
=====

DESCRIPTION	COST/ FMV C OR F	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
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IPATH DOW JONES UBS COMMODITY	C	114,008.	196,454.	189,360.
ISHARES TR IBOXX H Y CORP BD	C	189,102.	189,102.	207,658.
ISHARES DJ SELECT DIVIDEND ETF	C	99,954.		
ISHARES DJ US REAL ESTATE ETF	C	159,925.	321,994.	338,350.
ISHARES MSCI EMERGING MKTS ETF	C	75,850.	346,172.	369,090.
SPDR GOLD TRUST	C	76,110.	139,090.	123,610.
UTILITIES SELECT SECTOR SPDR	C	51,585.		
ISHARES JPMORGAN USD EMERG MKT	C		160,357.	167,130.
		-----	-----	-----
TOTALS		766,534.	1,353,169.	1,395,198.
		=====	=====	=====

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

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DESCRIPTION	AMOUNT
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MUTUAL FUND POSTINGS NOT ON YEAR END STATEMENT	1,564.
JABIL CIRCUIT - NONDIVIDEND DISTRIBUTION	538.
NVIDIA CORP. - NONDIVIDEND DISTRIBUTION	65.
EATON CORP. - NONDIVIDEND DISTRIBUTION	72.
	-----
TOTAL	2,239.
	=====

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

=====

OFFICER NAME:

RICHARD C ILL

ADDRESS:

899 CASSATT ROAD SUITE 210

BERWYN, PA 19312

TITLE:

PRESIDENT

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 25

OFFICER NAME:

M DAVID KORNBLATT

ADDRESS:

899 CASSATT ROAD SUITE 210

BERWYN, PA 19312

TITLE:

VICE PRES/TREASURER

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 25

OFFICER NAME:

JOHN B WRIGHT II

ADDRESS:

899 CASSATT ROAD SUITE 210

BERWYN, PA 19312

TITLE:

VICE PRES/SECRETARY

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 25

OFFICER NAME:

KEVIN E KINDIG

ADDRESS:

899 CASSATT ROAD SUITE 210

BERWYN, PA 19312

TITLE:

VICE PRES ASST TREAS

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 12

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES  
=====

OFFICER NAME:

SHEILA G SPAGNOLO

ADDRESS:

899 CASSATT ROAD SUITE 210

BERWYN, PA 19312

TITLE:

VICE PRESIDENT

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 12

OFFICER NAME:

JAMES H DECKER

ADDRESS:

899 CASSATT ROAD SUITE 210

BERWYN, PA 19312

TITLE:

ASST SECRETARY

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 12

RECIPIENT NAME:

JOHN B WRIGHT III

ADDRESS:

899 CASSATT ROAD STE 210

BERWYN, PA 19312

RECIPIENT'S PHONE NUMBER: 610-251-1000

FORM, INFORMATION AND MATERIALS:

WRITTEN APPLICATION SPECIFIC FORM

BEING DEVELOPED AT THIS TIME

SUBMISSION DEADLINES:

OPEN

RESTRICTIONS OR LIMITATIONS ON AWARDS:

NOT AT THIS TIME