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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

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

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning 07/01, 2013, and ending 06/30, 2014

PW Jan 13 2015

Name of foundation: THE WERTH FAMILY FOUNDATION, INC.	**A** Employer identification number: 80-0024133
Number and street (or P O box number if mail is not delivered to street address): C/O PAMELA WERTH 85 RIMMON ROAD — Room/suite	**B** Telephone number (see instructions): (203) 387-7794 EXT 108
City or town, state or province, country, and ZIP or foreign postal code: WOODBRIDGE, CT 06525	**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) ▶ $ 10,455,629.

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

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

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

	Line	Description	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc received (attach schedule)	1,506,000.			
	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	136,224.	136,224.	136,224.	ATCH 1
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	291,097.			
	b	Gross sales price for all assets on line 6a 9,690,754.				
	7	Capital gain net income (from Part IV, line 2)		291,097.		
	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) ATCH 2	2,325.	2,325.	2,325.	
	12	**Total.** Add lines 1 through 11	1,935,646.	429,646.	138,549.	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0			
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule) ATCH 3	5,100.	5,100.	5,100.	
	c	Other professional fees (attach schedule)				
	17	Interest ATCH 4	7,394.	7,394.	7,394.	
	18	Taxes (attach schedule) (see instructions) ATCH 5	3,400.			
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule) ATCH 6	53,048.	41,868.	41,868.	
	24	**Total operating and administrative expenses.** Add lines 13 through 23	68,942.	54,362.	54,362.	
	25	Contributions, gifts, grants paid	1,231,733.			1,231,733.
	26	**Total expenses and disbursements.** Add lines 24 and 25	1,300,675.	54,362.	54,362.	1,231,733.
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	634,971.			
	b	**Net investment income** (if negative, enter -0-)		375,284.		
	c	**Adjusted net income** (if negative, enter -0-)			84,187.	

Recd Jan. 16, 2015

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Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	5,857,956.	2,691,714.	2,691,714.
	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 ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U S and state government obligations (attach schedule) **		213,149.	213,149.
	b	Investments - corporate stock (attach schedule) ATCH 8	2,620,814.	7,029,247.	7,029,247.
	c	Investments - corporate bonds (attach schedule)			
	11	Investments - land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule) ATCH 9	700,449.	521,519.	521,519.
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	9,179,219.	10,455,629.	10,455,629.
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)	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 and complete lines 27 through 31.**			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	9,179,219.	10,455,629.	
	30	**Total net assets or fund balances** (see instructions)	9,179,219.	10,455,629.	
	31	**Total liabilities and net assets/fund balances** (see instructions)	9,179,219.	10,455,629.	

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	9,179,219.
2	Enter amount from Part I, line 27a	2	634,971.
3	Other increases not included in line 2 (itemize) ▶ ATCH 10	3	641,439.
4	Add lines 1, 2, and 3	4	10,455,629.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	10,455,629.

**ATCH 7

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	SEE PART IV SCHEDULE			
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e				

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

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

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	291,097.
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) (see instructions). If (loss), enter -0- in Part I, line 8		3	0

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	871,853.	8,961,751.	0.097286
2011	947,548.	8,587,099.	0.110346
2010	714,183.	8,347,896.	0.085552
2009	547,958.	7,125,054.	0.076906
2008	583,732.	5,962,003.	0.097909

2	**Total** of line 1, column (d)	2	0.467999
3	Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.093600
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	9,894,568.
5	Multiply line 4 by line 3	5	926,132.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	3,753.
7	Add lines 5 and 6	7	929,885.
8	Enter qualifying distributions from Part XII, line 4	8	1,231,733.

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	3,753.
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	3,753.
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	3,753.
6	Credits/Payments		
a	2013 estimated tax payments and 2012 overpayment credited to 2013 — 6a: 3,080.		
b	Exempt foreign organizations - tax withheld at source — 6b:		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: 3,500.		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments. Add lines 6a through 6d	7	6,580.
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	2,827.
11	Enter the amount of line 10 to be **Credited to 2014 estimated tax** ▶ 2,827. **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		X
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ▶ $ ______ (2) On foundation managers ▶ $ ______			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ______			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	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?	4b	X	
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) ▶ CT,			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation.*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ DHL&S, P.C. Telephone no ▶ 203-929-3535

Located at ▶ 4 CORPORATE DRIVE SHELTON, CT ZIP+4 ▶ 06484

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

			Yes	No
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes," enter the name of the foreign country ▶			

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

	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		
	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		
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)	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)*	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)*

		Yes	No
5a	During the year did the foundation pay or incur any amount to:		
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No		
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No		
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No		
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No		
b	If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? **5b**		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☒		
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☒ No *If "Yes," attach the statement required by Regulations section 53.4945-5(d)*		
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** *If "Yes" to 6b, file Form 8870*		X
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? **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 (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
ATCH 11		0	0	0

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

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

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

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
N/A		0
Total number of others receiving over $50,000 for professional services ▶		

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

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

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	6,315,031.
b	Average of monthly cash balances	1b	3,519,846.
c	Fair market value of all other assets (see instructions)	1c	210,370.
d	**Total** (add lines 1a, b, and c)	1d	10,045,247.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	10,045,247.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	150,679.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	9,894,568.
6	**Minimum investment return.** Enter 5% of line 5	6	494,728.

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	494,728.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	3,753.		
b	Income tax for 2013 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	3,753.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	490,975.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	490,975.
6	Deduction from distributable amount (see instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	490,975.

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc, purposes		
a	Expenses, contributions, gifts, etc - total from Part I, column (d), line 26	1a	1,231,733.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	1,231,733.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	3,753.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	1,227,980.

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				490,975.
2	Undistributed income, if any, as of the end of 2013				
a	Enter amount for 2012 only				
b	Total for prior years 20 11 ,20 10 ,20 09				
3	Excess distributions carryover, if any, to 2013				
a	From 2008				
b	From 2009				
c	From 2010				
d	From 2011				
e	From 2012				
f	**Total** of lines 3a through e	0			
4	Qualifying distributions for 2013 from Part XII, line 4: ▶ $ 1,231,733.				
a	Applied to 2012, but not more than line 2a				
b	Applied to undistributed income of prior years (Election required - see instructions)				
c	Treated as distributions out of corpus (Election required - see instructions)				
d	Applied to 2013 distributable amount				490,975.
e	Remaining amount distributed out of corpus	740,758.			
5	Excess distributions carryover applied to 2013 *(If an amount appears in column (d), the same amount must be shown in column (a).)*				
6	**Enter the net total of each column as indicated below:**				
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5	740,758.			
b	Prior years' undistributed income. Subtract line 4b from line 2b				
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				
d	Subtract line 6c from line 6b Taxable amount - see instructions				
e	Undistributed income for 2012. Subtract line 4a from line 2a Taxable amount - see instructions				
f	Undistributed income for 2013 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8	Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)				
9	**Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a	740,758.			
10	Analysis of line 9				
a	Excess from 2009				
b	Excess from 2010				
c	Excess from 2011				
d	Excess from 2012	265,451.			
e	Excess from 2013	740,758.			

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) NOT APPLICABLE

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

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

	Tax year	Prior 3 years			
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	(e) Total
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(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))

PETER WERTH JR

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.

PETER WERTH JR.

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

Check here ▶ [X] 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*				
ATCH 12				
Total . . . . ▶ **3a**				1,231,733.
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
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	136,224.	
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		2,793.		-468.	
8 Gain or (loss) from sales of assets other than inventory			18	291,097.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		2,793.		426,853.	

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 429,646.

(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). (See instructions.)

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		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

Pamela H Werth — 11-11-2015 — OFFICER (VP + TREAS.)

Signature of officer or trustee — Date — Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
PAUL M STERCZALA , CPA	Paul M Sterczala	1/6/15		P00034531

Firm's name ▶ DWORKEN, HILLMAN, LAMORTE & STERCZALA — Firm's EIN ▶ 06-1308345

Firm's address ▶ FOUR CORPORATE DR. SUITE 488 SHELTON, CT 06484 — Phone no 203-929-3535

Form **8949**

Department of the Treasury
Internal Revenue Service

Sales and Other Dispositions of Capital Assets

▶Information about Form 8949 and its separate instructions is at *www.irs.gov/form8949.*

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

OMB No 1545-0074

2013

Attachment Sequence No **12A**

Name(s) shown on return	Social security number or taxpayer identification number
THE WERTH FAMILY FOUNDATION, INC.	80-0024133

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

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

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

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

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

☒ **(B)** Short-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS

☐ **(C)** Short-term transactions not reported to you on Form 1099-B

1 (a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo, day, yr)	(c) Date sold or disposed (Mo, day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the **Note** below and see *Column (e)* in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f) See the separate instructions. (f) Code(s) from instructions	(g) Amount of adjustment	(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
HERITAGE CAPITAL #876 ST SEE ATTACHED	VAR	6/30/2014	3,547,499.	3525500.	W	72,650.	94,649.
HERITAGE CAPITAL #884 ST SEE ATTACHED	VAR	6/30/2014	5,996,574.	5981612.	W	34,805.	49,767.
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts) Enter each total here and include on your Schedule D, **line 1b** (if **Box A** above is checked), **line 2** (if **Box B** above is checked), or **line 3** (if **Box C** above is checked)▶			9,544,073.	9507112.		107,455.	144,416.

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

Name(s) shown on return (Name and SSN or taxpayer identification no not required if shown on other side)	Social security number or taxpayer identification number
THE WERTH FAMILY FOUNDATION, INC.	80-0024133

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

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

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

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

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

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

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

1 (a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo, day, yr)	(c) Date sold or disposed (Mo, day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the **Note** below and see *Column (e)* in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). **See the separate instructions.** (f) Code(s) from instructions	(g) Amount of adjustment	(h) **Gain or (loss).** Subtract column (e) from column (d) and combine the result with column (g)
CASH IN LIEU	VAR	06/30/2014	781.				781.
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, **line 8b** (if **Box D** above is checked), **line 9** (if **Box E** above is checked), or **line 10** (if **Box F** above is checked) ▶			781.				781.

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

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL SHORT-TERM COMMON TRUST FUND AND PARTNERSHIP, S CORPORATION, AND OTHER ESTATES OR TRUST GAIN OR LOSS					375.	
		TOTAL LONG-TERM COMMON TRUST FUND AND PARTNERSHIP, S CORPORATION, AND OTHER ESTATES OR TRUST GAIN OR LOSS					86,073.	
		TOTAL CAPITAL GAIN DISTRIBUTIONS					59,452.	
		HERITAGE CAPITAL #876 ST SEE ATTACHED PROPERTY TYPE: SECURITIES				P	VAR	6/30/2014
3,547,499.		3,525,500.					94,649.	
		HERITAGE CAPITAL #884 ST SEE ATTACHED PROPERTY TYPE: SECURITIES				P	VAR	6/30/2014
5,996,574.		5,981,612.					49,767.	
		CASH IN LIEU PROPERTY TYPE: SECURITIES				P	VAR	06/30/2014
781.							781.	
TOTAL GAIN(LOSS)							291,097.	

THE WERTH FAMILY FOUNDATION
SCHEDULE OF DONATIONS/CONTRIBUTIONS PAID
SUPPLEMENT TO FORM 990-PF, PART XV LINE 3A
F/Y/E 6/30/2014
EIN: 80-0024133

Contributions

Charity	Date	Donation	Ch #
Americares	8/10/2013	20,000.00	537
Gaylord Hospital Sports Association	8/10/2013	50,000 00	538
World Wildlife Fun	8/26/2013	20,000.00	574
Columbus House	8/28/2013	100,000.00	575
The Discovery Center	10/16/2014	40,000 00	576
Literacy Volunteers of Greater New Haven	10/15/2013	25,000 00	577
Cardinal Shehan Center	10/25/2013	25,000.00	578
Mercy Learning Center	12/19/2013	25,000.00	580
Neighborhood Studios of Fairfield County	12/19/2013	10,000 00	581
CT Fund for Environment	12/20/2013	15,000.00	582
Massaro Community Farm	12/20/2013	22,000.00	583
Common Group (New Haven Ecology Project)	12/20/2013	15,000 00	584
Bethany Historical Society	3/6/2014	1,200 00	585
Friends of Woodbridge Public Library	3/6/2014	1,200.00	586
Woodbridge Park Association	3/6/2014	1,200.00	587
Habitat for Humanity GNH	3/6/2014	1,200 00	588
Get in Touch Foundation	3/6/2014	1,200 00	589
Creative Arts Workshop	3/6/2014	1,200 00	590
Joseph Lenihan Foundation	3/6/2014	1,200 00	591
Terri Brodeur Cancer Foundation	3/6/2014	1,200.00	592
YPP of Milford	5/8/2014	15,000 00	594
Arts Council of GNH	5/8/2014	15,000 00	595
West Haven Community House	5/8/2014	10,000.00	596
Elm Shakespear	5/8/2014	12,000.00	597
Boys & Girls Village	5/8/2014	25,000.00	598
New Haven Home Recovery	5/8/2014	15,000.00	599
CT Food Bank	5/8/2014	25,000.00	600
Women's Health Reasearch Yale	5/8/2014	100,000.00	601
St Martin de Porres Academy	5/8/2014	10,000.00	602
Locket Meadow Farm	5/8/2014	1,200 00	603
Woodbridge Community Playground Inc	5/8/2014	1,200 00	604
FOODSHARE Inc	5/8/2014	15,000 00	605
Enfeild Loaves & Fishes	5/8/2014	10,000.00	606
Farmington River Watershed Association	5/8/2014	11,000 00	607
MLB Player's Alumni Association	5/8/2014	1,200.00	608
Families in Crisis	5/8/2014	1,200.00	609
Brain Injury Alliance CT (BIAC)	5/8/2014	1,200.00	610
YMCA of Greater Hartford	5/8/2014	1,200.00	611
Friends of Simsbury Public Library	5/8/2014	1,200.00	612
Simsbury Land Trust	5/8/2014	1,200.00	613
Boy Scouts of America - Three Rivers Council	5/8/2014	1,200.00	614
Simsbury ABC Program	5/8/2014	1,200.00	615
HARC Inc (Hartford Assoc of Retarded Citizens)	5/8/2014	1,200 00	616
NEOA (Narcotic Enforcement Officers Association)	5/8/2014	2,400 00	617
Save our Stepney	5/8/2014	2,400.00	618
Edith Wheeler Memorial Library	5/8/2014	3,600 00	619
HCC Foundation	5/8/2014	70,000 00	620
SCSU Foundation	5/15/2014	300,000.00	621
Long Warf Theatre	5/15/2014	70,000.00	622
Healthy Eyes Alliance	5/15/2014	52,500 00	623
Buddy-Mentor Inc	5/15/2014	8,000.00	624
Gaylord Hospital Sports Association	5/15/2014	50,000 00	625
Americares	5/15/2014	20,000 00	626

Total Contributions **1,231,700.00**

SCHEDULE D (Form 1041)

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

▶ Attach to Form 1041, Form 5227, or Form 990-T.
▶ Use Form 8949 to list your transactions for lines 1b, 2, 3, 8b, 9 and 10.
▶ Information about Schedule D and its separate instructions is at www.irs.gov/form1041.

OMB No 1545-0092

2013

Name of estate or trust: THE WERTH FAMILY FOUNDATION, INC.

Employer identification number: 80-0024133

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

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

See instructions for how to figure the amounts to enter on the lines below. This form may be easier to complete if you round off cents to whole dollars	(d) Proceeds (sales price)	(e) Cost (or other basis)	(g) Adjustments to gain or loss from Form(s) 8949, Part I, line 2, column (g)	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
1a Totals for all short-term transactions reported on Form 1099-B for which basis was reported to the IRS and for which you have no adjustments (see instructions). However, if you choose to report all these transactions on Form 8949, leave this line blank and go to line 1b				
1b Totals for all transactions reported on Form(s) 8949 with **Box A** checked				
2 Totals for all transactions reported on Form(s) 8949 with **Box B** checked	9,544,073.	9,507,112.	107,455.	144,416.
3 Totals for all transactions reported on Form(s) 8949 with **Box C** checked				

4 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	4	
5 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	5	375.
6 Short-term capital loss carryover Enter the amount, if any, from line 9 of the 2012 Capital Loss Carryover Worksheet	6	( )
7 **Net short-term capital gain or (loss).** Combine lines 1a through 6 in column (h). Enter here and on line 17, column (3) on the back ▶	7	144,791.

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

See instructions for how to figure the amounts to enter on the lines below. This form may be easier to complete if you round off cents to whole dollars	(d) Proceeds (sales price)	(e) Cost (or other basis)	(g) Adjustments to gain or loss from Form(s) 8949, Part II, line 2, column (g)	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
8a Totals for all long-term transactions reported on Form 1099-B for which basis was reported to the IRS and for which you have no adjustments (see instructions). However, if you choose to report all these transactions on Form 8949, leave this line blank and go to line 8b				
8b Totals for all transactions reported on Form(s) 8949 with **Box D** checked				
9 Totals for all transactions reported on Form(s) 8949 with **Box E** checked				
10 Totals for all transactions reported on Form(s) 8949 with **Box F** checked	781.			781.

11 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	11	
12 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	12	86,073.
13 Capital gain distributions	13	59,452.
14 Gain from Form 4797, Part I	14	
15 Long-term capital loss carryover Enter the amount, if any, from line 14 of the 2012 Capital Loss Carryover Worksheet	15	( )
16 **Net long-term capital gain or (loss).** Combine lines 8a through 15 in column (h) Enter here and on line 18a, column (3) on the back ▶	16	146,306.

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

			(1) Beneficiaries' (see instr)	(2) Estate's or trust's	(3) Total
17	**Net short-term gain or (loss)**	17			144,791.
18	**Net long-term gain or (loss):**				
a	Total for year	18a			146,306.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht)	18b			
c	28% rate gain	18c			
19	**Total net gain or (loss).** Combine lines 17 and 18a ▶	19			291,097.

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

Part IV Capital Loss Limitation

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

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

Part V Tax Computation Using Maximum Capital Gains Rates

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

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

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

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

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

The Werth Family Foundation, Inc.
Heritage Capital #884
Gain/loss Schedule
Fiscal Year End June 30, 2014

Short-term Gains/(Losses):

A/C	Description	Date Acquired	Date Sold	Proceeds	Cost	Short-Term Gain/(loss)	Disallowed Loss	Adj ST Gain/(loss)
HC884	RYDEX NASD	Various	7/5/2013	$114,390 28	$109,892 78	4497 50		4,498
HC884	CURRENCYSH	6/25/2013	7/12/2013	$31,050 70	$31,144 99	(94 29)		(94)
HC884	RYDEX EURO	Various	7/26/2013	$70,347 68	$68,611 28	1736 40		1,736
HC884	ISHARES S&	6/17/2013	8/15/2013	$101,069 80	$97,351 02	3718 78		3,719
HC884	ISHARES S&	6/13/2013	8/15/2013	$101,334 30	$96,953 09	4381 21		4,381
HC884	RYDEX EURO	Various	8/16/2013	$23,146 55	$22,219 48	927 07		927
HC884	ISHARES IB	7/12/2013	8/23/2013	$224,364 75	$227,406.71	(3041 96)		(3,042)
HC884	RYDEX NASD	Various	8/23/2013	$57,764 77	$56,830 80	933 97		934
HC884	RYDEX RUSS	Various	8/23/2013	$113,171 95	$114,364 92	(1192 97)		(1,193)
HC884	CURRENCYSH	8/23/2013	9/6/2013	$56,202 10	$57,117 30	(915 20)		(915)
HC884	CURRENCYSH	8/23/2013	9/6/2013	$56,725 70	$57,042 18	(316 48)		(316)
HC884	RYDEX EURO	Various	9/6/2013	$89,600 41	$91,212 14	(1611 73)	$1,588 07	(24)
HC884	RYDEX S&P	Various	9/6/2013	$113,911 62	$113,947 04	(35 42)	$17 38	(18)
HC884	RYDEX REAL	Various	10/4/2013	$113,685 67	$114,633 93	(948 26)	$921 67	(27)
HC884	RYDEX EURO	Various	10/18/2013	$3,067 04	$2,936 45	130 59		131
HC884	RYDEX RUSS	Various	10/18/2013	$118,009 01	$114,188 11	3820 90		3,821
HC884	RYDEX S&P	Various	10/18/2013	$58,920 13	$57,111 43	1808 70		1,809
HC884	RYDEX REAL	Various	11/1/2013	$115,550 19	$117,222 85	(1672 66)		(1,673)
HC884	RYDEX S&P	Various	11/8/2013	$58,783 37	$58,454 14	329 23		329
HC884	RYDEX RUSS	Various	11/15/2013	$119,055 73	$116,908 30	2147 43		2,147
HC884	RYDEX S&P	Various	11/15/2013	$59,705 21	$58,454 14	1251 07		1,251
HC884	RYDEX EURO	Various	11/22/2013	$94,882 07	$89,642 48	5239 59		5,240
HC884	RYDEX NASD	Various	11/29/2013	$120,199 70	$117,930 77	2268 93		2,269
HC884	RYDEX RUSS	Various	11/29/2013	$119,824 88	$117,930 78	1894 10		1,894
HC884	RYDEX S&P	Various	11/29/2013	$59,079 55	$59,079 56	(0 01)	$0 01	-
HC884	RYDEX RUSS	Various	12/20/2013	$114,847 12	$118,830 96	(3983 84)	$3,983 84	-
HC884	RYDEX S&P	Various	12/20/2013	$59,790 59	$59,415 49	375 10		375
HC884	RYDEX NASD	Various	1/17/2014	$60,778 26	$59,923 84	854 42		854
HC884	RYDEX RUSS	Various	1/17/2014	$121,136 71	$123,831 52	(2694 81)	$2,680 58	(14)
HC884	CURRENCYSH	11/8/2013	1/24/2014	$59,334 98	$58,026 24	1308 74		1,309
HC884	RYDEX S&P	Various	1/24/2014	$117,900 75	$121,136 71	(3235 96)		(3,236)
HC884	RYDEX EURO	Various	1/31/2014	$93,068 50	$95,366 48	(2297 98)	$2,234 81	(63)
HC884	SPDR SER T	9/13/2013	1/31/2014	$115,048 01	$111,663 94	3384 07		3,384
HC884	SPDR SER T	9/13/2013	2/7/2014	$60,413 10	$58,720 51	1692 59		1,693
HC884	NASDAQ-100	Various	2/14/2014	$125,298 01	$121,030 79	4267 22		4,267
HC884	RYDEX RUSS	Various	2/14/2014	$118,349 53	$120,581 33	(2231 80)		(2,232)
HC884	RYDEX EURO	Various	2/28/2014	$73,230 44	$73,272 25	(41 81)	$41 66	(0)
HC884	SPDR SER T	2/14/2014	2/28/2014	$121,586 33	$120,264 54	1321 79		1,322
HC884	SPDR SER T	9/13/2013	2/28/2014	$59,736 79	$57,058 62	2678 17		2,678
HC884	NASDAQ-100	Various	3/7/2014	$121,537 42	$121,317 55	219 87		220
HC884	RYDEX GOVT	Various	3/7/2014	$192,251 70	$196,796 85	(4545 15)	$4,545 15	-
HC884	RYDEX WEAK	Various	3/7/2014	$14,969 49	$14,620 97	348 52		349
HC884	RYDEX EURO	Various	3/14/2014	$92,379 28	$96,824 99	(4445 71)	$4,445 71	-
HC884	SPDR SER T	3/7/2014	3/14/2014	$241,208 65	$241,891 23	(682 58)	$677 12	(5)
HC884	RYDEX WEAK	Various	3/17/2014	$15,195 61	$14,735 65	459 96		460
HC884	RYDEX NASD	Various	3/20/2014	$121,220 43	$119,067 60	2152 83		2,153
HC884	RYDEX REAL	Various	3/21/2014	$29,633 05	$29,766 90	(133 85)		(134)
HC884	ISHARES S&	2/28/2014	3/28/2014	$212,098 67	$212,192 88	(94 21)		(94)
HC884	RYDEX GOVT	Various	3/28/2014	$201,283 27	$203,983 39	(2700 12)	$2,700 12	-
HC884	RYDEX NASD	Various	4/3/2014	$122,684 47	$120,415 69	2268 78		2,269
HC884	RYDEX RUSS	Various	4/3/2014	$61,767 88	$60,207 84	1560 04		1,560
HC884	RYDEX EURO	Various	4/10/2014	$73,443 84	$77,491 61	(4047 77)	$4,047 77	-
HC884	SPDR SER T	3/21/2014	4/10/2014	$61,908 79	$62,188 64	(279 85)		(280)
HC884	SPDR SER T	3/17/2014	4/10/2014	$178,760 61	$179,273 02	(512 41)		(512)
HC884	RYDEX NASD	Various	4/17/2014	$123,372 42	$121,786 95	1585 47		1,585
HC884	RYDEX WEAK	Various	5/1/2014	$15,438 78	$15,327 89	110 89		111
HC884	RYDEX EURO	Various	5/2/2014	$76,451 88	$78,255 02	(1803 14)	$1,779 97	(23)
HC884	RYDEX NASD	Various	5/15/2014	$122,559 27	$123,079 08	(519 81)	$497 37	(22)
HC884	RYDEX RUSS	Various	5/23/2014	$125,931 83	$122,559 27	3372 56		3,373
HC884	RYDEX EURO	Various	6/12/2014	$74,940 88	$76,258 70	(1317 82)	$1,317 82	-
HC884	RYDEX NASD	Various	6/19/2014	$124,894 81	$124,231 65	663 16		663
HC884	RYDEX EURO	Various	6/27/2014	$98,278 56	$101,629 17	(3350 61)	$3,326 22	(24)
			Subtotals	$5,996,573 87	$5,981,612 43	14961.44	$34,805 27	49,767

The Werth Family Foundation, Inc.
Heritage Capital A/C #876
Fiscal Year End 6/30/14

A/C	Description	Date Acquired	Date of Sale	Proceeds	Cost	Short-Term Gain/(loss)	Disallowed Loss	Adj ST Gain/(loss)
HC 876	RYDEX FINA	Various	7/5/2013	$81,291 86	$80,664 86	627 00		627
HC 876	RYDEX FINA	Various	7/16/2013	$83,490 66	$80,664 96	2825 70		2,826
HC 876	RYDEX TRAN	Various	7/16/2013	$82,688 32	$81,291 86	1396 46		1,396
HC 876	AMERICAN C	Various	8/14/2013	$324,450 13	$324,454 03	(3 90)		(4)
HC 876	RYDEX BIOT	Various	9/12/2013	$170,441 13	$159,934 12	10507 01		10,507
HC 876	RYDEX INTE	Various	9/12/2013	$170,179 17	$161,894 02	8285 15		8,285
HC 876	RYDEX INVE	Various	9/12/2013	$75,787 39	$80,754 97	(4967 58)		(4,968)
HC 876	RYDEX TRAN	Various	9/12/2013	$166,010 32	$161,894 01	4116 31		4,116
HC 876	RYDEX BIOT	Various	11/8/2013	$83,624 99	$84,629 45	(1004 46)		(1,004)
HC 876	RYDEX INTE	Various	12/19/2013	$90,149 12	$86,739 00	3410 12		3,410
HC 876	RYDEX TRAN	Various	12/19/2013	$183,670 27	$170,969 89	12700 38		12,700
HC 876	RYDEX INTE	Various	1/3/2014	$180,680 83	$169,822 50	10858 33		10,858
HC 876	RYDEX TRAN	Various	1/3/2014	$176,153 11	$161,300 35	14852 76		14,853
HC 876	RYDEX BIOT	Various	1/8/2014	$186,209 86	$174,643 38	11566 48		11,566
HC 876	RYDEX BIOT	Various	1/9/2014	$97,410 36	$87,321 69	10088 67		10,089
HC 876	RYDEX BIOT	Various	1/13/2014	$99,095 71	$87,321 70	11774 01		11,774
HC 876	RYDEX TRAN	Various	2/25/2014	$98,805 04	$92,218 05	6586 99		6,587
HC 876	RYDEX INVE	Various	3/18/2014	$46,032 22	$46,701 82	(669 60)		(670)
HC 876	RYDEX INVE	Various	3/20/2014	$46,260 20	$46,701 86	(441 66)		(442)
HC 876	RYDEX RUSS	Various	3/21/2014	$45,009 31	$45,053 07	(43 76)		(44)
HC 876	RYDEX INVE	Various	3/27/2014	$45,939 58	$45,029 48	910 10		910
HC 876	RYDEX BIOT	Various	4/2/2014	$181,725 94	$189,712 95	(7987 01)	$7,987 01	-
HC 876	RYDEX TRAN	Various	4/9/2014	$2,020 61	$2,047 69	(27 08)	$27 08	-
HC 876	RYDEX BIOT	Various	4/17/2014	$169,111 81	$189,310 09	(20198 28)	$20,198 28	-
HC 876	RYDEX BIOT	Various	4/23/2014	$174,784 72	$208,821 81	(34037 09)	$32,298 39	(1,739)
HC 876	RYDEX ELEC	Various	5/2/2014	$172,305 73	$171,051 02	1254 71		1,255
HC 876	RYDEX INTE	Various	5/6/2014	$126,083 21	$138,222 62	(12139 41)	$12,139 41	-
HC 876	RYDEX INTE	Various	6/19/2014	$188,087 24	$196,328 27	(8241 03)		(8,241)
			Subtotals	$3,547,498 84	$3,525,499 52	21999 32	$72,650 17	94,649
			Grand Totals	$9,544,072 71	$9,507,111 95	36960 76	$107,455 44	$144,416 20

THE WERTH FAMILY FOUNDATION, INC.

2013

80-0024133

Description of Property

DEPRECIATION

Asset description	Date placed in service	Unadjusted Cost or basis	Bus %	179 exp. reduction in basis	Basis Reduction	Basis for depreciation	Beginning Accumulated depreciation	Ending Accumulated depreciation	Me-thod	Conv	Life	ACRS class	MA CRS class	Current-year 179 expense	Current-year depreciation
Less Retired Assets															
Subtotals															

Listed Property

Asset description	Date placed in service	Unadjusted Cost or basis	Bus %	179 exp. reduction in basis	Basis Reduction	Basis for depreciation	Beginning Accumulated depreciation	Ending Accumulated depreciation	Me-thod	Conv	Life	ACRS class	MA CRS class	Current-year 179 expense	Current-year depreciation
Less Retired Assets															
Subtotals															
TOTALS															

AMORTIZATION

Asset description	Date placed in service	Cost or basis	Accumulated amortization	Ending Accumulated amortization	Code	Life	Current-year amortization
ORGANIZATION COSTS	12/31/2001	489.	489.	489.	A248	5.000	
TOTALS		489.	489.	489.			

*Assets Retired

JSA
3X9024 1 000