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 10/01 , 2013, and ending 09/30, 2014

Name of foundation: THE ROBERT G. & JANE V. ENGEL FOUNDATION INC.

A Employer identification number: 22-2764445

Number and street (or P O box number if mail is not delivered to street address): P.O. BOX 42 - 80 WEARIMUS ROAD

Room/suite:

B Telephone number (see instructions): ( ) -

City or town, state or province, country, and ZIP or foreign postal code: HO-HO-KUS, NJ 07423-0042

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: [X] Section 501(c)(3) exempt private foundation [X] 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) ▶ $ 1,191,098.

J Accounting method [X] Cash ☐ Accrual ☐ Other (specify) ____________ (Part I, column (d) must be on cash basis.)

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

Part I Analysis of Revenue and Expenses

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)

		(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)	260,236.			
	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	38,929.	38,929.		ATCH 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	116,663.			
	b Gross sales price for all assets on line 6a 280,220.				
	7 Capital gain net income (from Part IV, line 2)		117,153.		
	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	103.			
	12 **Total.** Add lines 1 through 11	415,931.	156,082.		
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	12,500.			6,250.
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions) ATCH 4	5,205.	1,902.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) ATCH 5	15,854.	15,854.		
	24 **Total operating and administrative expenses.** Add lines 13 through 23	33,559.	24,006.		6,250.
	25 Contributions, gifts, grants paid	275,486.			275,486.
	26 Total expenses and disbursements. Add lines 24 and 25	309,045.	24,006.	0	281,736.
	27 Subtract line 26 from line 12.				
	a Excess of revenue over expenses and disbursements	106,886.			
	b **Net investment income** (if negative, enter -0-)		132,076.		
	c **Adjusted net income** (if negative, enter -0-)				

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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 (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	120,425.	31,461.	31,461.
	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)			
	b	Investments - corporate stock (attach schedule) ATCH 6	587,132.	746,679.	1,008,909.
	c	Investments - corporate bonds (attach schedule) ATCH 7	130,738.	109,888.	111,402.
	11	Investments - land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule) ATCH 8	60,046.	39,582.	39,326.
	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)	898,341.	927,610.	1,191,098.
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	898,341.	927,610.	
	30	**Total net assets or fund balances** (see instructions)	898,341.	927,610.	
	31	**Total liabilities and net assets/fund balances** (see instructions)	898,341.	927,610.	

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	898,341.
2	Enter amount from Part I, line 27a	2	106,886.
3	Other increases not included in line 2 (itemize) ▶ ATCH 9	3	155,497.
4	Add lines 1, 2, and 3	4	1,160,724.
5	Decreases not included in line 2 (itemize) ▶ ATCH 10	5	233,114.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	927,610.

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	117,153.
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	277,678.	1,271,753.	0.218343
2011	303,041.	1,343,564.	0.225550
2010	306,710.	1,501,798.	0.204229
2009	318,678.	1,643,316.	0.193924
2008	275,938.	1,528,713.	0.180503

2	**Total** of line 1, column (d)	2	1.022549
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	0.204510
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	1,306,138.
5	Multiply line 4 by line 3	5	267,118.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	1,321.
7	Add lines 5 and 6	7	268,439.
8	Enter qualifying distributions from Part XII, line 4	8	281,736.

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	1,321.
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	1,321.
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	1,321.
6	Credits/Payments		
a	2013 estimated tax payments and 2012 overpayment credited to 2013 — 6a: 3,303.		
b	Exempt foreign organizations - tax withheld at source — 6b		
c	Tax paid with application for extension of time to file (Form 8868) — 6c		
d	Backup withholding erroneously withheld — 6d		
7	Total credits and payments Add lines 6a through 6d	7	3,303.
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	1,982.
11	Enter the amount of line 10 to be **Credited to 2014 estimated tax** ▶ 1,982. **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		X
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ $ ______ (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		
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) ▶ NJ,			
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.* ATCH 11	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 ▶ JANE V. ENGEL Telephone no ▶ 201-445-4248

Located at ▶ 80 WEARIMUS RD. HO-HO-KUS, NJ ZIP+4 ▶ 07423

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

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 [X] No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? [ ] Yes [X] No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? [ ] Yes [X] No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? [ ] Yes [X] 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 [X] 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 [X] 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	N/A	
	Organizations relying on a current notice regarding disaster assistance check here ▶ [ ]			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? [ ] Yes [X] 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	N/A	
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 [X] No			
b	If "Yes," did it have excess business holdings in 2013 as a result of **(1)** any purchase by the foundation or disqualified persons after 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		X
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b		X

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? . . . . . . ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? . . . . ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? . . . . ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc, organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (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** N/A

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** No: X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? . . ☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? . . . . **7b** No: X

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 12		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		0	0	0

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
NONE		
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	
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	1,209,683.
b	Average of monthly cash balances	1b	116,345.
c	Fair market value of all other assets (see instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	1,326,028.
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	1,326,028.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	19,890.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,306,138.
6	**Minimum investment return.** Enter 5% of line 5	6	65,307.

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	65,307.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	1,321.		
b	Income tax for 2013 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	1,321.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	63,986.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	63,986.
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	63,986.

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	281,736.
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	281,736.
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	1,321.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	280,415.

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					63,986.
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	201,126.				
b From 2009	238,756.				
c From 2010	237,200.				
d From 2011	242,171.				
e From 2012	220,284.				
f **Total** of lines 3a through e		1,139,537.			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ $ 281,736.					
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					63,986.
e Remaining amount distributed out of corpus		217,750.			
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		1,357,287.			
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)		201,126.			
9 **Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a		1,156,161.			
10 Analysis of line 9					
a Excess from 2009	238,756.				
b Excess from 2010	237,200.				
c Excess from 2011	242,171.				
d Excess from 2012	220,284.				
e Excess from 2013	217,750.				

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			(e) Total
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	
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))

N/A

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

ATCH 13

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

LETTER, NO OTHER REQUIREMENTS

c Any submission deadlines

NONE

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

NONE

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 14				
Total . . . . ▶ **3a**				275,486.
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	38,929.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	116,663.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a TAX REFUND				103.	
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				155,695.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . . . . 13 155,695.

(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)
	N/A

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

		Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash	1a(1)		X
(2) Other assets	1a(2)		X
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
(3) Rental of facilities, equipment, or other assets	1b(3)		X
(4) Reimbursement arrangements	1b(4)		X
(5) Loans or loan guarantees	1b(5)		X
(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

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

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

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

Jane V. Engel | 5/4/15 | Trustee

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
KELLI ARCHIBALD	Kelli H Archibald	04/28/15		P00180332
Firm's name ▶ ERNST & YOUNG U.S. LLP			Firm's EIN ▶ 34-6565596	
Firm's address ▶ 5 TIMES SQUARE NEW YORK, NY 10036			Phone no 212-773-3000	

Form **990-PF** (2013)

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

Schedule of Contributors

▶ **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*.**

OMB No 1545-0047

2013

Name of the organization
THE ROBERT G. & JANE V. ENGEL FOUNDATION INC.

Employer identification number
22-2764445

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 foundation

Check 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)

Name of organization THE ROBERT G. & JANE V. ENGEL FOUNDATION INC.

Employer identification number 22-2764445

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	JANE V. ENGEL 80 WEARIMUS ROAD, PO BOX 42 HO-HO-KUS, NJ 07423-0042	$ 260,236.	Person [X] Payroll [ ] Noncash [X] (Complete Part II for noncash contributions)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)

Name of organization THE ROBERT G. & JANE V. ENGEL FOUNDATION INC.

Employer identification number 22-2764445

Part II **Noncash Property** (see instructions) Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	2,027 SHS ALTRIA GROUP INC STOCK & 824 SHS JOHNSON & JOHNSON STOCK	$ 150,703.	12/17/2013

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	1,375 SHS PHILIP MORRIS STOCK	$ 109,533.	03/20/2014

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

Name of organization THE ROBERT G. & JANE V. ENGEL FOUNDATION INC.

Employer identification number 22-2764445

Part III *Exclusively* **religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than $1,000 for the year.** Complete columns **(a)** through **(e) and** the following line entry.

For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of **$1,000 or less** for the year (Enter this information once See instructions.) ▶ $

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
----			

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
----			

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
----			

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
----			

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

ATTACHMENT 1

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
MORGAN STANLEY SB#100383-090- DIV	9,944.	9,944.
MORGAN STANLEY SB#100383-090- INT	7,042.	7,042.
MORGAN STANLEY SB#100385-090- DIV	6,036.	6,036.
MORGAN STANLEY SB#100385-090- INT	4.	4.
MORGAN STANLEY SB#100386-090- DIV	14,780.	14,780.
MORGAN STANLEY SB#100386-090- INT	7.	7.
MORGAN STANLEY SB#124549-090- DIV	1,115.	1,115.
MORGAN STANLEY SB#124549-090- INT	1.	1.
TOTAL	38,929.	38,929.

ATTACHMENT 2

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS
2012 EXCISE TAX O/P/A TO 2013		103.
	TOTALS	103.

ATTACHMENT 3

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
ERNST & YOUNG TAX PREPARATION	12,500.	6,250.		6,250.
TOTALS	12,500.	6,250.		6,250.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAX PAID	1,902.	1,902.
FYE 9/30/14 ESTIMATE (EFTPS)	3,200.	
2013 EXCISE TAX O/P/A TO 2013	103.	
TOTALS	5,205.	1,902.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
BANK FEES	15,854.	15,854.
TOTALS	15,854.	15,854.

ATTACHMENT 6

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
MSSB #100383-090 SEE STATEMENT	31,609.	48,561.
MSSB #100385-090 SEE STATEMENT	249,451.	270,436.
MSSB #100386-090 SEE STATEMENT	315,684.	535,162.
MSSB #124549-090 SEE STATEMENT	149,935.	154,750.
TOTALS	746,679.	1,008,909.

ATTACHMENT 7

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
MSSB #100383-090 SEE STATEMENT	109,888.	111,402.
TOTALS	109,888.	111,402.

ATTACHMENT 8

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
MSSB #100383-090 (ETF/CEF) SEE STATEMENT	39,582.	39,326.
TOTALS	39,582.	39,326.

Account Detail

Fiduciary Services Active Assets Account
615-100385-090

ROBERT G. AND JANE V. ENGEL FNDN
C/O JANE V ENGEL
Nickname: Global Currents

STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
	Total	69.000		5,360.86	**3,667.35**	(1,693.51) ST	147 00	4.00
Share Price $53 150								
SAP AG (SAP)	7/12/13	97.000	75.177	7,292.12	6,999.52	(292.60) LT		
	8/27/14	13.000	79 074	1,027.96	938 08	(89 88) ST		
	Total	110.000		8,320.08	**7,937.60**	(292.60) LT (89 88) ST	196.00	2 46
Share Price· $72 160								
SASOL LTD SPON ADR (SSL)	7/12/13	49.000	44.790	2,194.71	**2,670.01**	475.30 LT	82.00	3.07
Share Price $54.490								
SCHLUMBERGER LTD (SLB)	7/12/13	68 000	76 857	5,226.27	**6,914.92**	1,688 65 LT	109.00	1.57
Share Price $101.690, Next Dividend Payable 10/10/14								
SCHNEIDER ELEC SA UNSP ADR (SBGSY)	3/18/11	51.000	16.195	825.93	777 49	(48.44) LT		
	6/10/11	40.000	16 238	649.50	609.79	(39.71) LT		
	7/12/13	300.000	14 529	4,358.70	4,573 49	214.79 LT		
	Total	391 000		5,834 13	**5,960.79**	126 64 LT	117.00	1.96
Share Price $15 245								
SONOVA HLDG AG UNSP ADR (SONVY)	7/12/13	122.000	22 250	2,714.50	**3,875.94**	1,161.44 LT	30.00	0.77
Share Price. $31.770								
SVENSKA HANDELSBANKEN AB ADR (SVNLY)	7/12/13	130 000	21.640	2,813.20	**3,048.50**	235 30 LT	90 00	2 95
Share Price $23.450								
SWATCH GROUP AG ADR THE UNSPON (SWGAY)	7/12/13	130 000	28.710	3,732.30	**3,070.60**	(661.70) LT	32.00	1.04
Share Price. $23 620								
SYMRISE AG UNSPONS ADR (SYIEY)	5/30/14	158 000	13.424	2,120 94	2,090 34	(30.60) ST		
	6/2/14	64.000	13 436	859.91	846.72	(13.19) ST		
	Total	222.000		2,980.85	**2,937.06**	(43.79) ST	35 00	1.19
Share Price. $13 230								
SYSMEX CORP UNSPON ADR (SSMXY)	7/12/13	376.000	15 725	5,912.60	**7,576.40**	1,663.80 LT	39.00	0 51
Share Price $20.150								
TAIWAN SMCNDCTR MFG CO LTD ADR (TSM)	7/12/13	445.000	18 450	8,210.25	8,980.10	769.85 LT		
	1/13/14	102.000	17 067	1,740.83	2,058.36	317.53 ST		
	Total	547 000		9,951.08	**11,038.46**	769.85 LT 317.53 ST	219.00	1.98
Share Price $20 180								

Account Detail

Fiduciary Services Active Assets Account
615-100385-090

ROBERT G. AND JANE V. ENGEL FNDN
C/O JANE V ENGEL
Nickname: Global Currents

STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
TURKIYE GARANTI BANKASI A S (TKGBY)	7/12/13	1,115.000	3.880	4,326.20	3,913.65	(412.55) LT	105.00	2.68
Share Price $3 510								
UNICHARM CORP UNSPON ADR (UNICY)	7/12/13	547.000	11.130	6,088.11	7,439.20	1,351.09 LT	17.00	0.22
Share Price $13 600								
UNILEVER PLC (NEW) ADS (UL)	7/12/13	76.000	42.356	3,219.07	3,184.40	(34.67) LT	114 00	3.57
Share Price $41 900								
WPP PLC SPON NEW ADR (WPPGY)	12/8/10	14.000	60.281	843.93	1,406.16	562 23 LT		
	6/6/12	19.000	58.267	1,107.08	1,908.36	801.28 LT		
	7/12/13	55 000	90.643	4,985 37	5,524 20	538.83 LT		
	Total	88 000		6,936.38	8,838.72	1,902.34 LT	259.00	2.93
Share Price $100 440								
XINYI GLASS HLDGS LTD UNSPON (XYIGY)	7/12/13	87 000	16.150	1,405.05	1,088.80	(316.25) LT	46.00	4.22
Share Price. $12 515								

	Percentage of Assets %	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income / Accrued Interest	Yield %
STOCKS	97.4%	$249,450.67	$270,436.13	$23,047.97 LT	$4,800.00	1.78%
				$(2,062.56) ST	$0.00	

	Percentage of Assets %	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income / Accrued Interest	Yield %
TOTAL MARKET VALUE	100.0%	$249,450.67	$277,536.38	$23,047.97 LT	$4,804.00	1.73%
				$(2,062.56) ST	$0.00	

003237 MSDDT103

Account Detail

Active Assets Account
615-100383-090

ROBERT G & JANE V ENGEL FND IN
C/O JANE V ENGEL

STOCKS

COMMON STOCKS

Morgan Stanley & Co LLC (Morgan Stanley) and Standard & Poor's equity research ratings are shown for certain securities These ratings represent the opinions of the research provider and are not representations or guarantees of performance The applicable research report contains more information regarding the analyst's opinions, analysis, and rating, and you should read the entire research report and not infer its contents For ease of comparison, Morgan Stanley and Standard & Poor's equity research ratings have been normalized to a 1 (Buy), 2 (Hold), and 3 (Sell) Refer to your June or December statement for a summary guide describing the ratings We do not take responsibility for, nor guarantee the accuracy, completeness, or timeliness of research prepared for Standard & Poor's

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
ALTRIA GROUP INC (MO)	1/1/93	361 000	$3.724	$1,344.52	**$16,584.34**	$15.239.82 LT	$751 00	4.52
Share Price $45.940; Rating: Morgan Stanley 2, S&P 2, Next Dividend Payable 10/10/14								
JOHNSON & JOHNSON (JNJ)	8/17/93	30 000	9.700	291.00	3,197.70	2,906 70 LT	84 00	2.62
Share Price: $106 590, Rating Morgan Stanley 2, S&P 1, Next Dividend Payable 12/2014								
COMMON STOCKS				**$1,635.52**	**$19,782.04**	**$18,146.52 LT**	**$835.00** **$0.00**	**4.22%**

PREFERRED STOCKS

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
WELLS FARGO 5.2%-N (WFC.N)	7/12/13	1,265.000	$23.695	$29,973.97	**$28,778.75**	$(1,195.22) LT	$1,645.00	5.71
Share Price $22 750, Moody BAA3 S&P BBB, Next Dividend Payable 12/2014								

	Percentage of Assets %	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income / *Accrued Interest*	Yield %
STOCKS	**20.2%**	**$31,609.49**	**$48,560.79**	**$16,951.30 LT**	**$2,480.00** **$0.00**	**5.11%**

EXCHANGE-TRADED & CLOSED-END FUNDS

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
BLACKROCK INCOME OPP TR (BNA)	7/12/13	1,995.000	$10 060	$20,069.12	**$20,668.20**	$599.08 LT	$1,424 00	6.88
Share Price $10 360, Next Dividend Payable 10/2014								
WESTERN ASSET INVT GRA DEF OPP (IGI)	7/12/13	920 000	21 210	19,513 26	**18,657.60**	(855 66) LT	1,104.00	5.91
Share Price. $20 280, Next Dividend Payable 10/2014								

	Percentage of Assets %	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income / *Accrued Interest*	Yield %
EXCHANGE-TRADED & CLOSED-END FUNDS	**16.3%**	**$39,582.38**	**$39,325.80**	**$(256.58) LT**	**$2,528.00** **$0.00**	**6.43%**

Account Detail

Active Assets Account
615-100383-090

ROBERT G & JANE V ENGEL FND IN
C/O JANE V ENGEL

CORPORATE FIXED INCOME

CORPORATE BONDS

Security Description	Trade Date	Face Value	Orig. Unit Cost / Adj. Unit Cost	Orig. Total Cost / Adj. Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income / *Accrued Interest*	Yield %
DONNELLEY R.R. & SONS	12/6/10	20,000.000	$106 116	$21,223.20			$1,225.00	5.96
CUSIP 257867AT8			$102.509	$20,501.83	**$20,550.00**	$48.17 LT	$255 20	
Unit Price· $102 750, Coupon Rate 6 125%; Matures 01/15/2017, Int Semi-Annually Jan/Jul 15, Yield to Maturity 4 839%, Moody BA3 S&P BB-, Issued 01/08/07								
PITNEY BOWES INC	12/6/10	20,000.000	102 684	20,536 80			950.00	4.44
CUSIP 72447WAA7			101.414	20,282 80	**21,363.60**	1,080.80 LT	356 25	
Unit Price $106 818; Coupon Rate 4 750%; Matures 05/15/2018, Int Semi-Annually May/Nov 15; Yield to Maturity 2 760%, Moody BAA2 S&P BBB, Issued 04/29/03								
ALCOA INC	12/6/10	20,000.000	104.402	20,880 40			1,144.00	5.27
CUSIP 013817AP6			102 579	20,515 81	**21,691.20**	1,175 39 LT	117.57	
Unit Price $108 456, Coupon Rate 5 720%, Matures 02/23/2019, Int Semi-Annually Feb/Aug 23; Yield to Maturity 3 621%, Moody BA1 S&P BBB-, Issued 02/23/07								
GENERAL ELECTRIC CAPITAL CORP	12/6/10	20,000.000	108.651	21,730 20			1,110 00	4.93
CUSIP 36966R4N3			105 739	21,147 87	**22,477.20**	1,329 33 LT	508.74	
Unit Price $112 386, Coupon Rate 5.550%; Matures 10/15/2020, Int Semi-Annually Apr/Oct 15, Yield to Maturity 3 274%, Moody A1 S&P AA+; Issued 10/01/09								
CORPORATE BONDS		**80,000.000**		**$84,370.60**			**$4,429.00**	**5.14%**
				$82,448.31	**$86,082.00**	**$3,633.69 LT**	**$1,237.76**	

FIXED-RATE CAPITAL SECURITIES

Security Description	Trade Date	Face Value	Orig. Unit Cost / Adj. Unit Cost	Orig. Total Cost / Adj. Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income / *Accrued Interest*	Yield %
MERRILL LYNCH CAP TRUST I 6.45 EXT TO	5/30/07	1,000.000	$25.517	$25,517.35			$1,613.00	6 37
12/15/2086 (MER.K) (MER.K)			$25.517	$25,517.35	**$25,320.00**	$(197.35) LT A	—	
Unit Price $25 320, Coupon Rate 6 450%, Matures 12/15/2066, Interest Paid Quarterly Jun 15, Callable $25 00 on 10/31/14, Moody BA1 S&P BB								

	Face Value / Percentage of Assets %	Orig. Total Cost / Adj. Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income / *Accrued Interest*	Yield %
CORPORATE FIXED INCOME	**80,000.000**	**$109,887.95**			**$6,042.00**	**5.42%**
		$107,965.66	**$111,402.00**	**$3,436.34 LT**	**$1,237.76**	
TOTAL CORPORATE FIXED INCOME (incl.accr.int.)	**46.8%**		**$112,639.76**			

003237 MSDDT103

Account Detail

Fiduciary Services Active Assets Account
615-100386-090

ROBERT G. AND JANE V. ENGEL FNDN
C/O JANE V ENGEL
Nickname· Fayez Sarofim

STOCKS

COMMON STOCKS

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
ABBOTT LABORATORIES (ABT)	12/30/02	181 000	$16.631	$3,010 28	$7,527.79	$4,517 51 LT		
	5/30/13	29.000	37.655	1,092 00	1,206.11	114.11 LT		
	Total	210 000		4,102 28	**8,733.90**	4,631.62 LT	185 00	2.11
Share Price $41 590, Next Dividend Payable 11/2014								
ABBVIE INC COM (ABBV)	12/30/02	177.000	18 035	3,192 26	**10,223.52**	7,031.26 LT	297.00	2.90
Share Price $57 760, Next Dividend Payable 11/2014								
ACE LTD (ACE)	7/15/13	27.000	93.591	2,526.96	2,831.49	304.53 LT		
	11/14/13	27 000	97.980	2,645 47	2,831.49	186.02 ST		
	9/10/14	11 000	105 672	1,162 39	1,153 57	(8.82) ST		
	Total	65.000		6,334.82	**6,816.55**	304 53 LT 177 20 ST	169.00	2.47
Share Price $104 870, Next Dividend Payable 10/21/14								
AIR PROD & CHEM INC (APD)	10/27/10	13 000	84.392	1,097.10	1,692.34	595.24 LT		
	5/23/11	28 000	90 538	2,535.07	3,645.04	1,109 97 LT		
	Total	41.000		3,632.17	**5,337.38**	1,705.21 LT	126.00	2.36
Share Price $130 180, Next Dividend Payable 11/10/14								
ALTRIA GROUP INC (MO)	12/30/02	106.000	9.659	1,023.80	4,869.64	3,845.84 LT A		
	5/27/08	79.000	22.399	1,769.51	3,629.26	1,859.75 LT A		
	6/4/09	92.000	17.050	1,568.59	4,226 48	2,657.89 LT		
	Total	277 000		4,361.90	**12,725.38**	8,363.48 LT	576.00	4.52
Share Price $45 940, Next Dividend Payable 10/10/14								
AMERICAN EXPRESS CO (AXP)	1/14/04	24.000	42 246	1,013.89	2,100.96	1,087.07 LT A		
	11/8/12	40.000	55.993	2,239.71	3,501.60	1,261.89 LT		
	9/10/14	30 000	88 431	2,652.94	2,626.20	(26 74) ST		
	Total	94.000		5,906.54	**8,228.76**	2,348.96 LT (26.74) ST	98 00	1.19
Share Price. $87.540, Next Dividend Payable 11/2014								
ANHEUSER BUSCH INBEV SA SPON (BUD)	6/11/14	50 000	112 830	5,641.48	**5,542.50**	(98 98) ST	116.00	2.09
Share Price $110 850								
APPLE INC (AAPL)	1/31/12	40 000	65 049	2,601.96	4,030.00	1,428.04 LT		
	8/29/14	151 000	102.310	15,448.81	15,213.25	(235.56) ST		
	Total	191 000		18,050.77	**19,243.25**	1,428 04 LT (235.56) ST	359 00	1 86
Share Price $100 750, Next Dividend Payable 11/2014								
ASML HOLDING NV NY REG NEW (ASML)	11/14/13	30 000	88 704	2,661 11	**2,964.60**	303 49 ST	22 00	0.74
Share Price· $98.820								

003237 MSDDT103

Account Detail

Fiduciary Services Active Assets Account
615-100386-090

ROBERT G. AND JANE V. ENGEL FNDN
C/O JANE V ENGEL
Nickname. Fayez Sarofim

STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
AUTOMATIC DATA PROCESSING INC (ADP)	3/13/06	24.000	42.998	1,031.95	1,993.92	961.97 LT A		
	10/20/06	46.000	42.782	1,967.96	3,821.68	1,853.72 LT A		
	Total	70.000		2,999.91	5,815.60	2,815.69 LT	134.00	2 30
Share Price. $83.080, Next Dividend Payable 10/01/14								
BLACKROCK INC (BLK)	9/2/11	12.000	159.039	1,908.47	3,939.84	2,031.37 LT		
	1/31/12	16.000	181.741	2,907.86	5,253.12	2,345.26 LT		
	Total	28.000		4,816.33	9,192.96	4,376.63 LT	216.00	2.34
Share Price $328.320, Next Dividend Payable 12/2014								
CATERPILLAR INC (CAT)	5/23/11	51.000	101 212	5,161.82	5,050.53	(111.29) LT	143.00	2.83
Share Price. $99.030, Next Dividend Payable 11/2014								
CDN PACIFIC RY LTD NEW (CP)	2/26/13	27.000	117.391	3,169.57	5,601.69	2,432.12 LT	35.00	0.62
Share Price $207 470, Next Dividend Payable 10/27/14								
CHEVRON CORP (CVX)	12/30/02	107.000	33.265	3,559.36	12,767.24	9,207.88 LT A		
	10/26/04	15.000	53.777	806.65	1,789.80	983.15 LT A		
	11/27/09	8.000	78.579	628.63	954.56	325.93 LT		
	5/23/11	24.000	101.359	2,432.61	2,863.68	431.07 LT		
	Total	154.000		7,427.25	**18,375.28**	10,948.03 LT	659.00	3 58
Share Price $119 320; Next Dividend Payable 12/2014								
COCA COLA CO (KO)	12/30/02	288.000	21.675	6,242.40	12,286.08	6,043.68 LT A		
	6/3/09	134.000	24.494	3,282.19	5,716.44	2,434.25 LT		
	1/31/12	124 000	33.671	4,175.24	5,289.84	1,114.60 LT		
	Total	546.000		13,699.83	**23,292.36**	9,592.53 LT	666 00	2 85
Share Price: $42 660; Next Dividend Payable 10/01/14								
COMCAST CORP (NEW) CLASS A (CMCSA)	2/14/13	118.000	40.138	4,736.23	**6,346.04**	1,609.81 LT	106 00	1 67
Share Price $53 780; Next Dividend Payable 10/22/14								
CONOCOPHILLIPS (COP)	8/31/04	12.000	28.336	340.03	918.24	578.21 LT		
	10/26/04	42.000	33.187	1,393.84	3,213.84	1,820.00 LT		
	12/21/04	30.000	33.969	1,019.08	2,295.60	1,276.52 LT		
	12/22/04	54.000	33.422	1,804.78	4,132.08	2,327.30 LT		
	4/21/05	10.000	40.047	400.47	765.20	364.73 LT		
	5/7/09	52.000	33.912	1,763.44	3,979.04	2,215.60 LT		
	Total	200.000		6,721.64	**15,304.00**	8,582.36 LT	584.00	3.81
Share Price. $76.520; Next Dividend Payable 12/2014								
DIAGEO PLC SPON ADR NEW (DEO)	11/9/12	41.000	114.807	4,707.10	4,731.40	24.30 LT	142.00	3.00
Share Price $115.400, Next Dividend Payable 10/07/14								

Account Detail

Fiduciary Services Active Assets Account
615-100386-090

ROBERT G. AND JANE V. ENGEL FNDN
C/O JANE V ENGEL
Nickname Fayez Sarofim

STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
EOG RESOURCES INC (EOG)	7/15/13	25.000	72.285	1,807.13	2,475.50	668.37 LT	17.00	0 68
Share Price· $99 020; Next Dividend Payable 10/2014								
ESTEE LAUDER CO INC CL A (EL)	12/30/02	110.000	13.055	1,436.05	**8,219.20**	6,783.15 LT A	88.00	1.07
Share Price $74.720; Next Dividend Payable 12/2014								
EXXON MOBIL CORP (XOM)	4/8/92	161.000	11.780	1,896.50	15,142.05	13,245.55 LT A		
	2/5/04	23.000	40.329	927.56	2,163.15	1,235.59 LT A		
	6/4/09	12.000	72.968	875.62	1,128.60	252.98 LT		
	8/4/09	33.000	70.300	2,319.90	3,103.65	783.75 LT		
	2/22/10	42 000	65.553	2,753.23	3,950.10	1,196.87 LT		
	Total	271.000		8,772.81	**25,487.55**	16,714.74 LT	748 00	2 93
Share Price. $94.050; Next Dividend Payable 12/2014								
FRANKLIN RESOURCES INC (BEN)	5/30/08	129.000	33.942	4,378.54	7,044.69	2,666.15 LT A		
	7/15/13	27.000	47.882	1,292.81	1,474.47	181.66 LT		
	Total	156.000		5,671.35	**8,519.16**	2,847.81 LT	75.00	0 88
Share Price· $54 610; Next Dividend Payable 10/10/14								
FREEPORT-MCMORAN INC (FCX)	11/30/09	51.000	41.709	2,127.15	1,665.15	(462 00) LT		
	2/23/10	12.000	37.349	448.19	391.80	(56.39) LT		
	2/28/11	61.000	52.560	3,206.15	1,991.65	(1,214.50) LT		
	5/23/11	49.000	47.199	2,312.75	1,599.85	(712.90) LT		
	Total	173.000		8,094.24	**5,648.45**	(2,445.79) LT	216.00	3.82
Share Price· $32.650; Next Dividend Payable 11/2014								
GENERAL ELECTRIC CO (GE)	4/8/92	206.000	34 209	7,046.98	5,277.72	(1,769.26) LT A		
	1/10/03	1.000	25.900	25.90	25.62	(0.28) LT A		
	Total	207.000		7,072.88	**5,303.34**	(1,769.54) LT	182.00	3.43
Share Price· $25 620; Next Dividend Payable 10/27/14								
GILEAD SCIENCE (GILD)	2/12/14	51.000	81 999	4,181.96	5,428.95	1,246.99 ST	—	—
Share Price· $106 450								
INTEL CORP (INTC)	12/30/02	156.000	15 970	2,491.31	5,431.92	2,940.61 LT A		
	9/20/06	5.000	19.610	98.05	174.10	76.05 LT A		
	Total	161.000		2,589.36	**5,606.02**	3,016.66 LT	145 00	2.58
Share Price $34.820, Next Dividend Payable 12/2014								
INTL BUSINESS MACHINES CORP (IBM)	1/20/10	24.000	130.333	3,127.98	4,555.92	1,427.94 LT		
	3/11/10	39.000	127.453	4,970.68	7,403.37	2,432.69 LT		
	9/11/12	14.000	202.506	2,835.08	2,657.62	(177.46) LT		
	Total	77.000		10,933.74	**14,616.91**	3,683.17 LT	339.00	2.31
Share Price. $189.830; Next Dividend Payable 12/2014								

003237 MSDDT103

Account Detail

Fiduciary Services Active Assets Account
615-100386-090

ROBERT G. AND JANE V. ENGEL FNDN
C/O JANE V ENGEL
Nickname: Fayez Sarofim

STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
JOHNSON & JOHNSON (JNJ)	12/30/02	1.000	53.638	53.64	106.59	52.95 LT A		
	3/4/04	87.000	53.069	4,617.04	9,273.33	4,656 29 LT A		
	3/31/09	29 000	53.133	1,540 87	3,091.11	1,550.24 LT		
	6/4/09	32.000	55.860	1,787.52	3,410 88	1,623.36 LT		
	Total	149.000		7,999.07	**15,881.91**	7,882.84 LT	417.00	2 62
Share Price. $106 590, Next Dividend Payable 12/2014								
JPMORGAN CHASE & CO (JPM)	4/8/92	47.000	12.862	604.49	2,831.28	2,226.79 LT A		
	12/2/04	30.000	38.582	1,157.46	1,807.20	649.74 LT A		
	1/13/09	79.000	25.292	1,998.04	4,758.96	2,760.92 LT A		
	6/2/09	42.000	34.948	1,467.82	2,530.08	1,062.26 LT		
	1/24/11	35.000	45.021	1,575.74	2,108.40	532.66 LT		
	Total	233.000		6,803.55	**14,035.92**	7,232.37 LT	373.00	2.65
Share Price $60.240, Next Dividend Payable 10/2014								
KRAFT FOODS GROUP INC COM (KRFT)	10/22/10	31.000	33.520	1,039.11	**1,748.40**	709.29 LT	65.00	3.71
Share Price. $56.400; Next Dividend Payable 10/2014								
MC DONALDS CORP (MCD)	12/30/02	7.000	15.550	108.85	663.67	554.82 LT A		
	6/3/09	48.000	60.693	2,913.26	4,550.88	1,637 62 LT		
	11/27/09	66.000	63.644	4,200.52	6,257.46	2,056.94 LT		
	Total	121 000		7,222.63	**11,472.01**	4,249.38 LT	411 00	3 58
Share Price: $94.810; Next Dividend Payable 12/2014								
MERCK & CO INC NEW COM (MRK)	4/8/92	59.000	8.054	475.20	3,497.52	3,022.32 LT A		
	6/5/09	13.000	26.269	341.50	770.64	429.14 LT		
	7/1/09	34.000	28.019	952.66	2,015.52	1,062.86 LT		
	Total	106.000		1,769.36	**6,283.68**	4,514.32 LT	187.00	2.97
Share Price: $59 280, Next Dividend Payable 10/07/14								
MONDELEZ INTL INC COM (MDLZ)	10/22/10	109.000	20.669	2,252.91	**3,734.88**	1,481.97 LT	65.00	1.74
Share Price. $34.265, Next Dividend Payable 10/14/14								
NESTLE SPON ADR REP REG SHR (NSRGY)	12/30/02	203.000	21.216	4,306.91	**14,946.89**	10,639.98 LT A	411.00	2.74
Share Price. $73 630, Next Dividend Payable 05/2015								
NEWS CORPORATION CL A (NWSA)	12/30/02	21.000	4.903	102.96	343.35	240.39 LT		
	7/6/05	31.000	7.369	228.43	506.85	278.42 LT		
	Total	52.000		331.39	**850.20**	518.81 LT	—	—
Share Price $16 350								
NOVARTIS AG ADR (NVS)	5/29/13	22.000	72.626	1,597.78	2,070.86	473.08 LT		
	5/29/13	25.000	75.409	1,885.22	2,353.25	468.03 LT H		
	6/18/13	22.000	73.211	1,610.63	2,070.86	460.23 LT		

Account Detail

Fiduciary Services Active Assets Account
615-100386-090

ROBERT G. AND JANE V. ENGEL FNDN
C/O JANE V ENGEL
Nickname. Fayez Sarofim

STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
	Total	69.000		5,093.63	**6,494.97**	1,401 34 LT	161 00	2.47
Share Price $94 130, Basis Adjustment Due to Wash Sale· $54.95								
NOVO NORDISK A/S ADR (NVO)	5/7/08	103.000	13 368	1,376.93	4,904.86	3,527.93 LT A		
	5/8/08	25.000	13.412	335.31	1,190 50	855.19 LT A		
	5/9/08	25.000	13.479	336.98	1,190.50	853.52 LT A		
	5/12/08	30.000	13.548	406.44	1,428 60	1,022.16 LT A		
	Total	183.000		2,455.66	**8,714.46**	6,258.80 LT	111.00	1 27
Share Price $47 620								
OCCIDENTAL PETROLEUM CORP DE (OXY)	10/21/04	22.000	28.751	632.52	2,115.30	1,482.78 LT A		
	12/2/04	14.000	28.316	396.43	1,346.10	949.67 LT A		
	12/21/04	56.000	29 475	1,650.60	5,384.40	3,733.80 LT A		
	5/23/11	29.000	99.188	2,876.45	2,788.35	(88.10) LT		
	9/2/11	15.000	84.327	1,264.90	1,442.25	177.35 LT		
	Total	136.000		6,820.90	**13,076.40**	6,255.50 LT	392 00	2 99
Share Price: $96.150; Next Dividend Payable 10/15/14								
ORACLE CORP (ORCL)	5/15/12	135.000	26.996	3,644.44	5,167.80	1,523.36 LT	65.00	1.25
Share Price· $38.280, Next Dividend Payable 10/2014								
PEPSICO INC NC (PEP)	12/30/02	104.000	42.181	4,386.87	**9,681.36**	5,294.49 LT A	272.00	2.80
Share Price: $93 090; Next Dividend Payable 12/2014								
PHILIP MORRIS INTL INC (PM)	12/30/02	114 000	22.009	2,509.00	9,507.60	6,998.60 LT A		
	4/10/08	38.000	49.014	1,862.52	3,169.20	1,306.68 LT A		
	5/27/08	42.000	51.590	2,166.78	3,502.80	1,336.02 LT A		
	1/13/09	64.000	42.461	2,717.48	5,337.60	2,620.12 LT A		
	3/31/09	22.000	36.240	797.27	1,834.80	1,037.53 LT		
	Total	280.000		10,053.05	**23,352.00**	13,298.95 LT	1,120 00	4 79
Share Price: $83 400; Next Dividend Payable 10/10/14								
PHILLIPS 66 COM (PSX)	12/22/04	10.000	19.865	198.65	813.10	614.45 LT		
	4/21/05	5.000	23.804	119.02	406.55	287.53 LT		
	5/7/09	26.000	20.157	524.07	2,114.06	1,589.99 LT		
	Total	41.000		841.74	**3,333.71**	2,491.97 LT	82 00	2 45
Share Price: $81.310; Next Dividend Payable 12/2014								
PRAXAIR INC (PX)	3/10/05	18.000	47.880	861.83	2,322.00	1,460.17 LT A		
	3/24/06	22 000	55.658	1,224.48	2,838.00	1,613.52 LT A		
	11/25/09	23.000	82.862	1,905.82	2,967.00	1,061.18 LT		
	Total	63.000		3,992.13	**8,127.00**	4,134.87 LT	164.00	2.01
Share Price: $129.000; Next Dividend Payable 12/2014								

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Account Detail

Fiduciary Services Active Assets Account
615-100386-090

ROBERT G. AND JANE V. ENGEL FNDN
C/O JANE V ENGEL
Nickname. Fayez Sarofim

STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
PROCTER & GAMBLE (PG)	12/30/02	105 000	43.500	4,567 50	8,792 70	4,225.20 LT A		
	1/14/04	68 000	50.160	3,410 88	5,694 32	2,283 44 LT A		
	Total	173 000		7,978.38	**14,487.02**	6,508 64 LT	445.00	3.07
Share Price. $83 740, Next Dividend Payable 11/2014								
QUALCOMM INC (QCOM)	11/30/06	39.000	36.511	1,423.93	2,916 03	1,492.10 LT A		
	5/23/08	61 000	47 305	2,885 62	4,560.97	1,675.35 LT A		
	Total	100 000		4,309.55	**7,477.00**	3,167 45 LT	168.00	2.24
Share Price $74 770, Next Dividend Payable 12/2014								
ROCHE HOLDINGS ADR (RHHBY)	1/25/10	88 000	21.800	1,918.40	3,255.12	1,336.72 LT		
	1/28/10	132.000	21.554	2,845.08	4,882.68	2,037.60 LT		
	2/23/10	16 000	20.755	332.08	591.84	259 76 LT		
	Total	236 000		5,095.56	**8,729.64**	3,634.08 LT	216.00	2.47
Share Price $36 990								
ROYAL DUTCH SHELL PLC (RDS'A)	10/27/08	48 000	46.208	2,218.01	3,654.24	1,436.23 LT A		
	3/31/09	8 000	44.835	358 68	609.04	250.36 LT		
	2/22/10	20 000	55.674	1,113.47	1,522 60	409.13 LT		
	6/1/11	18 000	70 738	1,273 28	1,370 34	97 06 LT		
	Total	94.000		4,963.44	**7,156.22**	2,192 78 LT	300.00	4.19
Share Price $76 130, Next Dividend Payable 12/2014								
SABMILLER PLC SPONS ADR (SBMRY)	3/22/12	50 000	40.475	2,023.75	2,778.00	754.25 LT		
	4/3/14	40.000	51.392	2,055.67	2,222.40	166.73 ST		
	4/8/14	15 000	52 740	791 10	833.40	42 30 ST		
	Total	105.000		4,870.52	**5,833.80**	754.25 LT 209 03 ST	104.00	1.78
Share Price $55 560								
STATE STREET CORP (STT)	11/14/13	37 000	70.652	2,614 11	2,723.57	109.46 ST		
	9/10/14	40 000	72.258	2,890.32	2,944 40	54.08 ST		
	Total	77.000		5,504.43	**5,667.97**	163.54 ST	92.00	1 62
Share Price $73 610; Next Dividend Payable 10/16/14								
TARGET CORPORATION (TGT)	12/30/02	17 000	29.929	508.79	1,065.56	556.77 LT A		
	2/28/11	83 000	52 300	4,340.86	5,202.44	861 58 LT		
	Total	100 000		4,849 65	**6,268.00**	1,418.35 LT	208.00	3.31
Share Price $62 680; Next Dividend Payable 12/2014								
TEXAS INSTRUMENTS (TXN)	9/5/07	55.000	35.312	1,942.17	2,622.95	680 78 LT A		
	10/25/07	74.000	31.190	2,308.07	3,529.06	1,220.99 LT A		
	10/25/10	45.000	28.917	1,301.27	2,146.05	844 78 LT		

Account Detail

Fiduciary Services Active Assets Account
615-100386-090

ROBERT G. AND JANE V. ENGEL FNDN
C/O JANE V ENGEL
Nickname. Fayez Sarofim

STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
	Total	174.000		5,551.51	8,298.06	2,746.55 LT	237.00	2.85
Share Price $47 690, Next Dividend Payable 11/2014								
TIME WARNER CABLE INC NEW (TWC)	9/2/11	22.000	63.986	1,407.68	3,156.78	1,749.10 LT	66.00	2.09
Share Price: $143 490; Next Dividend Payable 12/2014								
TOTAL S A SPON ADR (TOT)	10/10/05	46.000	63.259	2,909.90	2,964.70	54.80 LT A		
	12/2/05	6.000	63.407	380.44	386.70	6.26 LT A		
	10/27/08	42.000	45.861	1,926.17	2,706.90	780.73 LT A		
	2/22/10	13.000	58.160	756.08	837.85	81.77 LT		
	3/1/11	15.000	60.305	904.58	966 75	62.17 LT		
	6/1/11	23.000	57.033	1,311.76	1,482.35	170.59 LT		
	9/2/11	26.000	47.704	1,240.30	1,675.70	435.40 LT		
	Total	171.000		9,429.23	**11,020.95**	1,591.72 LT	470.00	4 26
Share Price $64 450, Next Dividend Payable 10/10/14								
TWENTY-FIRST CENTURY FOX CL A (FOXA)	12/30/02	84.000	9.479	796.26	2,880.36	2,084.10 LT		
	7/6/05	127.000	14.250	1,809.71	4,354.83	2,545.12 LT		
	4/3/14	35.000	33.914	1,187.00	1,200 15	13.15 ST		
	Total	246.000		3,792.97	8,435.34	4,629.22 LT 13.15 ST	62.00	0.73
Share Price $34 290, Next Dividend Payable 10/15/14								
UNION PACIFIC CORP (UNP)	1/31/14	53.000	87.670	4,646.53	5,746.26	1,099.73 ST	106.00	1.84
Share Price $108.420, Next Dividend Payable 10/01/14								
UNITED TECHNOLOGIES CORP (UTX)	9/20/06	29.000	64.330	1,865.57	3,062.40	1,196.83 LT A		
	10/25/07	43 000	75.727	3,256.24	4,540.80	1,284.56 LT A		
	5/23/11	31.000	85.895	2,662.74	3,273.60	610.86 LT		
	Total	103.000		7,784.55	**10,876.80**	3,092.25 LT	243.00	2.23
Share Price. $105.600, Next Dividend Payable 12/2014								
WAL MART STORES INC (WMT)	12/30/02	58.000	50.250	2,914.50	4,435.26	1,520.76 LT A		
	7/6/05	15.000	49.461	741.91	1,147.05	405.14 LT A		
	3/31/09	12.000	52.349	628.19	917.64	289.45 LT		
	5/14/09	23.000	49.468	1,137.77	1,758.81	621.04 LT		
	6/4/09	7.000	50.739	355.17	535.29	180.12 LT		
	Total	115.000		5,777.54	**8,794.05**	3,016.51 LT	221.00	2.51
Share Price: $76 470; Next Dividend Payable 12/2014								
WALGREEN CO (WAG)	12/30/02	54.000	28.911	1,561.22	3,200.58	1,639.36 LT A		
	6/3/09	56.000	31.096	1,741.40	3,319.12	1,577.72 LT		

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Account Detail

Fiduciary Services Active Assets Account
615-100386-090

ROBERT G. AND JANE V. ENGEL FNDN
C/O JANE V ENGEL
Nickname: Fayez Sarofim

STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
	Total	110 000		3,302.62	**6,519.70**	3,217.08 LT	149 00	2 28
Share Price $59 270, Next Dividend Payable 12/2014								
WALT DISNEY CO HLDG CO (DIS)	3/11/10	50.000	33.663	1,683.16	4,451 50	2,768 34 LT		
	3/1/11	26.000	43 116	1,121.02	2,314.78	1,193 76 LT		
	Total	76 000		2,804.18	**6,766.28**	3,962.10 LT	65.00	0.96
Share Price $89 030, Next Dividend Payable 01/2015								
WELLS FARGO & CO NEW (WFC)	7/15/13	118.000	43.265	5,105.31	**6,120.66**	1,015 35 LT	165.00	2.69
Share Price. $51 870; Next Dividend Payable 12/2014								
XILINX INC (XLNX)	5/15/12	49.000	32.943	1,614 20	**2,075.15**	460 95 LT	57.00	2.74
Share Price $42 350; Next Dividend Payable 11/2014								

	Percentage of Assets %	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income / Accrued Interest	Yield %
STOCKS	**96.9%**	**$315,683.73**	**$535,162.05**	**$216,626.47 LT** **$2,851.85 ST**	**$14,113.00** **$0.00**	2.64%

	Percentage of Assets %	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income / Accrued Interest	Yield %
TOTAL MARKET VALUE	**100.0%**	**$315,683.73**	**$552,304.12**	**$216,626.47 LT** **$2,851.85 ST**	**$14,122.00** **$0.00**	2.56%

Account Detail

Fiduciary Services Active Assets Account
615-124549-090

ROBERT G & JANE V ENGEL
FOUNDATION INC

STOCKS

COMMON STOCKS

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
ACTAVIS PLC (ACT)	3/21/14	47.000	$211.973	$9,962.72	$11,340.16	$1,377.44 ST		
	4/17/14	6.000	206.915	1,241.49	1,447.68	206 19 ST H		
	5/15/14	4.000	204.130	816.52	965.12	148.60 ST		
	6/16/14	5.000	209.020	1,045 10	1,206.40	161.30 ST		
	7/1/14	3 000	223.960	671 88	723.84	51.96 ST		
	Total	65 000		13,737.71	**15,683.20**	1,945.49 ST	—	—
Share Price $241.280, Basis Adjustment Due to Wash Sale· $25.95								
AERCAP HOLDINGS N.V. (AER)	3/21/14	83.000	40.425	3,355.28	3,394.70	39.42 ST		
	3/25/14	11.000	41.173	452.90	449.90	(3.00) ST		
	3/31/14	12.000	42.100	505.20	490.80	(14.40) ST		
	4/8/14	12.000	39.350	472.20	490.80	18.60 ST		
	4/9/14	11.000	40.179	441.97	449.90	7.93 ST		
	4/10/14	14.000	40.891	572.48	572.60	0.12 ST		
	4/21/14	12.000	39.450	473.40	490.80	17.40 ST		
	4/28/14	13.000	39.670	515.71	531.70	15.99 ST		
	5/15/14	14.000	45.420	635.88	572.60	(63.28) ST		
	6/16/14	14.000	45.090	631.26	572.60	(58.66) ST		
	6/23/14	13.000	45.455	590.92	531.70	(59.22) ST		
	6/26/14	17.000	45.853	779.50	695.30	(84.20) ST		
	7/1/14	15.000	46.340	695.10	613.50	(81.60) ST		
	7/7/14	15.000	45.433	681.50	613.50	(68.00) ST		
	7/15/14	11.000	44.659	491.25	449 90	(41.35) ST		
	Total	267.000		11,294 55	**10,920.30**	(374.25) ST	—	—
Share Price· $40 900								
AMGEN INC (AMGN)	3/21/14	39.000	123.322	4,809.55	5,477.94	668.39 ST		
	3/21/14	6 000	116.790	700 74	842.76	142 02 ST H		
	4/11/14	2.000	126.540	253.08	280.92	27.84 ST H		
	4/21/14	5.000	116.300	581.50	702.30	120.80 ST		
	Total	52.000		6,344.87	**7,303.92**	959.05 ST	127 00	1 73
Share Price: $140 460, Next Dividend Payable 12/2014; Basis Adjustment Due to Wash Sale $53.28								
BIOGEN IDEC INC (BIIB)	3/21/14	20.000	323 659	6,473.17	6,616.20	143.03 ST		
	3/21/14	1.000	293.890	293.89	330.81	36.92 ST H		
	4/2/14	1.000	313.610	313.61	330.81	17.20 ST H		
	4/21/14	1.000	293.920	293.92	330.81	36.89 ST		
	6/16/14	1.000	308.810	308.81	330.81	22.00 ST		
	7/1/14	1.000	324.810	324.81	330.81	6.00 ST		

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Account Detail

Fiduciary Services Active Assets Account 615-124549-090

ROBERT G & JANE V ENGEL FOUNDATION INC

STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
	9/8/14	4.000	329.100	1,316.40	1,323.24	6 84 ST		
	9/23/14	1.000	331.860	331.86	330.81	(1.05) ST		
	Total	30 000		9,656.47	**9,924.30**	267.83 ST	—	—
Share Price· $330.810; Basis Adjustment Due to Wash Sale· $9.60								
BLACKROCK INC (BLK)	3/21/14	14 000	299.829	4,197.60	4,596.48	398.88 ST		
	5/15/14	2 000	296 180	592'36	656.64	64.28 ST		
	6/16/14	2 000	307.630	615.26	656.64	41.38 ST		
	7/1/14	1.000	324.130	324.13	328.32	4.19 ST		
	Total	19 000		5,729.35	**6,238.08**	508 73 ST	147 00	2 35
Share Price $328 320, Next Dividend Payable 12/2014								
BRISTOW GROUP INC (BRS)	3/21/14	29.000	77.518	2,248 01	1,948.80	(299.21) ST		
	3/25/14	7 000	77 317	541.22	470 40	(70 82) ST		
	3/31/14	3.000	75 277	225 83	201.60	(24 23) ST		
	4/3/14	9 000	77.196	694.76	604.80	(89.96) ST		
	4/21/14	11.000	74.892	823 81	739.20	(84 61) ST		
	4/21/14	1.000	74.920	74.92	67.20	(7.72) ST		
	5/15/14	4.000	71.990	287.96	268.80	(19.16) ST		
	6/16/14	5.000	76.810	384.05	336.00	(48.05) ST		
	7/1/14	5 000	81 260	406.30	336.00	(70 30) ST		
	Total	74.000		5,686.86	**4,972.80**	(714.06) ST	95 00	1.91
Share Price. $67 200; Next Dividend Payable 12/2014								
COMCAST CORP (NEW) CLASS A (CMCSA)	3/21/14	135.000	50.147	6,769 79	7,260 30	490.51 ST		
	4/21/14	17.000	49.560	842.52	914.26	71.74 ST		
	5/15/14	11.000	49 910	549.01	591.58	42.57 ST		
	6/16/14	13.000	52.310	680 03	699.14	19 11 ST		
	7/1/14	12.000	54.260	651.12	645.36	(5.76) ST		
	Total	188.000		9,492 47	**10,110.64**	618.17 ST	169.00	1.67
Share Price $53 780, Next Dividend Payable 10/22/14								
CVS HEALTH CORP COM (CVS)	3/21/14	88.000	74.347	6,542 52	7,003 92	461.40 ST		
	4/21/14	9 000	73.850	664 65	716 31	51.66 ST		
	5/15/14	9.000	75.260	677.34	716 31	38.97 ST		
	5/16/14	17.000	76.272	1,296 62	1,353.03	56.41 ST		
	6/16/14	9 000	76.030	684 27	716 31	32.04 ST		
	7/1/14	9 000	76.150	685 35	716.31	30.96 ST		
	7/10/14	21.000	76.689	1,610 46	1,671.39	60 93 ST		

Account Detail

Fiduciary Services Active Assets Account
615-124549-090

ROBERT G & JANE V ENGEL
FOUNDATION INC

STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
	Total	162.000		12,161.21	12,893.58	732 37 ST	178 00	1 38
Share Price $79.590, Next Dividend Payable 11/2014								
GRIFOLS SA ADR (GRFS)	3/21/14	85.000	41.461	3,524.17	2,986.05	(538.12) ST		
	4/21/14	9.000	37.890	341.01	316.17	(24.84) ST		
	5/15/14	10.000	41.570	415 70	351.30	(64.40) ST		
	6/16/14	10.000	44.650	446.50	351.30	(95.20) ST		
	7/1/14	9.000	44.360	399.24	316.17	(83.07) ST		
	7/15/14	16.000	42.752	684.03	562.08	(121.95) ST		
	7/17/14	15.000	41.277	619.16	526.95	(92.21) ST		
	7/23/14	14.000	41.783	584.96	491.82	(93.14) ST		
	Total	168.000		7,014.77	**5,901.84**	(1,112.93) ST	33.00	0.55
Share Price. $35.130								
JARDEN CORP (JAH)	3/21/14	52.000	61.402	3,192.91	3,125.72	(67.19) ST		
	3/21/14	7.000	61.543	430.80	420 77	(10.03) ST H		
	3/26/14	5.000	63.086	315.43	300.55	(14.88) ST H		
	4/21/14	8.000	55.880	447.04	480.88	33.84 ST		
	5/15/14	8 000	55.600	444.80	480.88	36.08 ST		
	Total	80 000		4,830.98	**4,808.80**	(22.18) ST	—	—
Share Price. $60.110; Basis Adjustment Due to Wash Sale. $38.71								
RYANAIR HLDGS PLC ADR (RYAAY)	3/26/14	9.000	58.016	522.14	507.87	(14.27) ST		
	4/9/14	9.000	58.290	524.61	507.87	(16.74) ST		
	4/21/14	11.000	57.706	634.77	620.73	(14.04) ST		
	5/15/14	3.000	51.530	154.59	169.29	14.70 ST		
	5/21/14	15.000	55.737	836.06	846.45	10.39 ST		
	6/16/14	3.000	55.500	166.50	169.29	2.79 ST		
	7/1/14	3.000	56.260	168.78	169.29	0.51 ST		
	7/24/14	15.000	52.957	794.35	846.45	52.10 ST		
	7/30/14	12.000	53.285	639.42	677.16	37.74 ST		
	7/31/14	13 000	52.973	688.65	733 59	44.94 ST		
	8/5/14	11.000	51.874	570.61	620.73	50.12 ST		
	8/19/14	11.000	54.110	595.21	620.73	25.52 ST		
	9/4/14	11.000	57.112	628.23	620.73	(7.50) ST		
	Total	126 000		6,923 92	**7,110.18**	186.26 ST	—	—
Share Price· $56 430								

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Account Detail

Fiduciary Services Active Assets Account
615-124549-090

ROBERT G & JANE V ENGEL
FOUNDATION INC

STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
SCHLUMBERGER LTD (SLB)	8/6/14	7.000	108.109	756.76	711.83	(44.93) ST		
	8/7/14	14.000	107.246	1,501.44	1,423.66	(77.78) ST		
	8/11/14	7.000	109.637	767.46	711.83	(55.63) ST		
	8/19/14	14.000	109 353	1,530.94	1,423.66	(107.28) ST		
	8/20/14	10.000	109 703	1,097.03	1,016.90	(80.13) ST		
	8/26/14	7.000	111.286	779.00	711.83	(67.17) ST		
	8/27/14	7.000	111.097	777.68	711.83	(65.85) ST		
	9/2/14	15.000	108 296	1,624.44	1,525.35	(99.09) ST		
	9/4/14	7.000	106.363	744.54	711.83	(32.71) ST		
	9/10/14	8.000	103.840	830.72	813.52	(17.20) ST		
	9/25/14	24.000	101.141	2,427.38	2,440.56	13.18 ST		
	Total	120.000		12,837.39	**12,202.80**	(634.59) ST	192.00	1.57
Share Price: $101.690; Next Dividend Payable 10/10/14								
SHIRE PLC ADR (SHPG)	3/21/14	24.000	149.873	3,596.95	6,217.20	2,620.25 ST		
	4/21/14	7.000	150.440	1,053.08	1,813.35	760.27 ST		
	5/15/14	4.000	165.570	662.28	1,036.20	373.92 ST		
	6/16/14	4.000	180.340	721.36	1,036.20	314.84 ST		
	7/1/14	4.000	233.560	934 24	1,036.20	101.96 ST		
	Total	43.000		6,967 91	**11,139.15**	4,171.24 ST	27.00	0 24
Share Price: $259 050; Next Dividend Payable 10/03/14								
STATOIL ASA ADR (STO)	5/30/14	17.000	30.799	523.58	461.72	(61.86) ST		
	6/4/14	23.000	30.178	694.10	624.68	(69.42) ST		
	6/6/14	25.000	30.944	773.59	679.00	(94.59) ST		
	6/10/14	30.000	30.656	919.67	814.80	(104.87) ST		
	6/16/14	38.000	31.852	1,210.36	1,032.08	(178.28) ST		
	7/1/14	10.000	31.000	310.00	271.60	(38.40) ST		
	7/17/14	26.000	30.345	788.96	706.16	(82.80) ST		
	Total	169.000		5,220 26	**4,590.04**	(630.22) ST	186.00	4 05
Share Price: $27 160								
SUMITOMO MITSUI FINL GROUP INC (SMFG)	3/21/14	825.000	8.427	6,952.44	6,765.00	(187.44) ST		
	3/21/14	107.000	8.722	933.25	877.40	(55.85) ST H		
	4/10/14	79.000	8.602	679.55	647.80	(31.75) ST H		
	5/15/14	6.000	7.940	47.64	49.20	1 56 ST		
	6/16/14	86.000	8.470	728.42	705.20	(23.22) ST		
	7/1/14	73.000	8.580	626.34	598.60	(27.74) ST		

Account Detail

Fiduciary Services Active Assets Account
615-124549-090

ROBERT G & JANE V ENGEL
FOUNDATION INC

STOCKS

COMMON STOCKS (CONTINUED)

Security Description	Trade Date	Quantity	Unit Cost	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Dividend Yield %
	Total	1,176.000		9,967.64	9,643.20	(324.44) ST	245.00	2 54
Share Price $8.200; Basis Adjustment Due to Wash Sale $123.12								
TAIWAN SMCNDCTR MFG CO LTD ADR (TSM)	5/5/14	121.000	19.647	2,377.24	2,441.78	64.54 ST		
	5/7/14	136.000	20.253	2,754.35	2,744.48	(9.87) ST		
	5/13/14	64.000	20.627	1,320 12	1,291.52	(28.60) ST		
	5/15/14	26.000	20.550	534.30	524.68	(9.62) ST		
	5/16/14	66.000	20.739	1,368.75	1,331.88	(36.87) ST		
	6/10/14	23.000	21.341	490.85	464.14	(26.71) ST		
	6/16/14	33.000	21.200	699.60	665.94	(33.66) ST		
	7/1/14	31.000	21.960	680.76	625.58	(55.18) ST		
	7/24/14	18.000	20.891	376.03	363.24	(12.79) ST		
	Total	518.000		10,602.00	**10,453.24**	(148.76) ST	207.00	1 98
Share Price $20 180								
TOYOTA MOTOR CP ADR NEW (TM)	3/21/14	9.000	107.752	969.76	1,057.77	88.01 ST		
	4/2/14	4.000	108.950	435.80	470.12	34.32 ST H		
	4/7/14	3.000	110.250	330.75	352.59	21.84 ST H		
	6/16/14	2.000	114.450	228.90	235.06	6.16 ST		
	7/1/14	2.000	122.190	244.38	235.06	(9.32) ST		
	Total	20.000		2,209.59	**2,350.60**	141 01 ST	59.00	2.50
Share Price. $117.530; Basis Adjustment Due to Wash Sale· $3.96								
UBS AG NEW (UBS)	3/21/14	243.000	20.340	4,942.64	4,220.91	(721.73) ST		
	4/21/14	22.000	20 400	448.80	382.14	(66.66) ST		
	5/15/14	22.000	19.920	438.24	382.14	(56.10) ST		
	6/16/14	22.000	19.308	424.77	382.14	(42.63) ST		
	7/1/14	21.000	18.530	389.13	364.77	(24.36) ST		
	Total	330.000		6,643.58	**5,732.10**	(911.48) ST	93 00	1 62
Share Price· $17 370								
YAHOO INC (YHOO)	3/21/14	2.000	38.022	76.04	81.50	5.46 ST		
	3/21/14	22 000	39.973	879.41	896.50	17.09 ST H		
	3/21/14	19.000	36.851	700.17	774.25	74.08 ST H		
	4/8/14	12.000	38.291	459.49	489.00	29.51 ST H		
	4/17/14	11.000	38.686	425.55	448.25	22.70 ST H		
	4/21/14	2.000	36.380	72.76	81.50	8.74 ST		
	Total	68.000		2,613.42	**2,771.00**	157.58 ST	—	—
Share Price $40.750, Basis Adjustment Due to Wash Sale. $213.52								

003237 MSDDT103

Fiduciary Services Active Assets Account
615-124549-090

ROBERT G & JANE V ENGEL
FOUNDATION INC

Account Detail

	Percentage of Assets %	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income Accrued Interest	Yield %
STOCKS	98.7%	$149,934.95	$154,749.77	$4,814.82 ST	$1,758.00 $0.00	1.14%

	Percentage of Assets %	Total Cost	Market Value	Unrealized Gain/(Loss)	Estimated Annual Income Accrued Interest	Yield %
TOTAL MARKET VALUE	100.0%	$149,934.95	$156,786.42	$4,814.82 ST	$1,759.00 $0.00	1.12%

ATTACHMENT 9

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

DESCRIPTION	AMOUNT
CONTRIBUTION OF MO, JNJ, APPLE STOCK	155,029.
ADJ TO MSSB ACCOUNTS	468.
TOTAL	155,497.

ATTACHMENT 10

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

DESCRIPTION	AMOUNT
ADJ TO COST BASIS OF DONATED STOCK	233,109.
ADJ FOR SALE SETTLED NEXT FY	5.
TOTAL	233,114.

Jane V. Engel Foundation
Stock Contribution
FYE 9/30/2014
EIN: 22-2764445

Stock	Date of Contribution	Quantity	FMV	Carryover Cost Basis	Adjustment to Basis
MO	12/17/2013	2,027.00	75,790	7,465	68,325
JNJ	12/17/2013	824.00	74,913	7,993	66,920
PM	3/19/2014	1,375.00	109,533	11,669	97,863

ATTACHMENT 11

FORM 990PF, PART VII-A, LINE 8B - EXPLANATION OF NON-FILING

THE FOUNDATION IS REGISTERED WITH THE STATE OF NEW JERSEY, HOWEVER IT DOES NOT MEET FILING REQUIREMENTS AS GROSS CONTRIBUTIONS DO NOT MEET FILING THRESHOLD.

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

ATTACHMENT 12

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
ROBERT A. ENGEL 1601 QUEENS ROAD WEST CHARLOTTE, NC 28207-243	TRUSTEE 1.00	0	0	0
JANE V. ENGEL 80 WEARIMUS ROAD HO-HO-KUS, NJ 07423-0042	PRESIDENT 1.00	0	0	0
JENNIFER E. YOUNG 927 TAUGANNOCK BLVD. ITHACA, NY 14850	TRUSTEE 1.00	0	0	0
ELIZABETH HUNTER ENGEL 22 BELLEVUE AVENUE SOUTH PORTLAND, ME 04106	TRUSTEE 1.00	0	0	0
	GRAND TOTALS	0	0	0

FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS

N/A

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
AKC MUSEUM OF THE DOG 1721 SOUTH MASON ROAD ST. LOUIS, MO 63131	NONE PC	TO PROMOTE THE WORK OF THE ORGANIZATION	7,000.
ANIMAL REFUGE LEAGUE P.O BOX 336 WESTBROOK, ME 04098	NONE PC	TO PROMOTE THE WORK OF THE ORGANIZATION	1,000.
BIRCH ROCK CAMP 30 BELLEVUE AVENUE SOUTH PORTLAND, ME 04106	NONE PC	TO PROMOTE THE WORK OF THE ORGANIZATION	1,500
CANCER COMMUNITY CENTER 778 MAIN STREET SOUTH PORTLAND, ME 04106	NONE PC	TO PROMOTE THE WORK OF THE ORGANIZATION	2,000
CANCER RESOURCE CENTER OF THE FINGER LAKES 612 WEST STATE STREET ITHACA, NY 14850	NONE PC	TO PROMOTE THE WORK OF THE ORGANIZATION	200
CATHEDRAL CHURCH OF ST. JOHN THE DIVINE 1047 AMSTERDAM AVENUE NEW YORK, NY 10025	NONE PC	TO PROMOTE THE WORK OF THE ORGANIZATION	14,928.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
CAYUGA LAKE WATERSHED NETWORK P.O. BOX 348 AURORA, NY 13026	NONE PC	TO PROMOTE THE WORK OF THE ORGANIZATION	250
CAPE ELIZABETH LAND TRUST 330 OCEAN HOUSE ROAD CAPE ELIZABETH, ME 04107	NONE PC	TO PROMOTE THE WORK OF THE ORGANIZATION	1,000.
CAYUGA NATURE CENTER 1420 TAUGHANNOCK BOULEVARD ITHACA, NY 14850	NONE PC	TO PROMOTE THE WORK OF THE ORGANIZATION	1,000
CENTER FOR ORANGUTAN AND CHIMPANZEE CONSERVATION BOX 488 WAUCHULA, FL 33873	NONE PC	TO PROMOTE THE WORK OF THE ORGANIZATION	2,500.
CHARLOTTE COUNTRY DAY SCHOOL 1440 CARMEL ROAD CHARLOTTE, NC 28226	NONE PC	TO PROMOTE THE WORK OF THE ORGANIZATION	8,000
COLET FOUNDATION C/O ROBERT A ENGEL 1601 QUEENS ROAD WE CHARLOTTE, NC 28207-2433	NONE PC	TO PROMOTE THE WORK OF THE ORGANIZATION	1,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 14 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
CORNELL PLANTATIONS ONE PLANTATION ROAD ITHACA, NY 14850	NONE PC	TO PROMOTE THE WORK OF THE ORGANIZATION	15,104
CORNELL UNIVERSITY, LABORATORY OF ORNITHOLOGY 159 SAPSUCKER WOODS ROAD ITHACA, NY 14850	NONE PC	TO PROMOTE THE WORK OF THE ORGANIZATION	4,942
CORNELL UNIVERSITY, OFFICE OF DEVELOPMENT 130 E. SENECA STREET ITHACA, NY 14850	NONE PC	TO PROMOTE THE WORK OF THE ORGANIZATION	2,000
CSMA 330 E. STATE STREET ITHACA, NY 14850	NONE PC	TO PROMOTE THE WORK OF THE ORGANIZATION	200
DEERFIELD ACADEMY MAIN STREET DEERFIELD, CT 01342	NONE PC	TO PROMOTE THE WORK OF THE ORGANIZATION	3,000
EVER AFTER MUSTANG RESCUE 463 WEST STREET BIDDEFORD, ME 04005	NONE PC	TO PROMOTE THE WORK OF THE ORGANIZATION	1,500.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 14 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
FAMILY & CHILDREN'S SERVICES OF ITHACA 127 W STATE STREET ITHACA, NY 14850	NONE PC	TO PROMOTE THE WORK OF THE ORGANIZATION	1,000.
FIRST CHURCH OF CHRIST SCIENTIST 8 HILLSIDE AVENUE MONTCLAIR, NJ 07042	NONE PC	TO PROMOTE THE WORK OF THE ORGANIZATION	250.
FIRST CHURCH OF CHRIST SCIENTIST 1048 E. MOREHEAD STREET CHARLOTTE, NC 28204	NONE PC	TO PROMOTE THE WORK OF THE ORGANIZATION	250.
FRIENDS OF MAINE WILDLIFE PARK P O BOX 1231 GRAY, ME 04039	NONE PC	TO PROMOTE THE WORK OF THE ORGANIZATION	1,000
HISTORY CENTER 401 E STATE STREET ITHACA, NY 14850	NONE PC	TO PROMOTE THE WORK OF THE ORGANIZATION	500
HOSPICARE 127 E KIND ROAD ITHACA, NY 14850	NONE PC	TO PROMOTE THE WORK OF THE ORGANIZATION	500

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 14 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
HUTCHISON SCHOOL 1740 RIDGEWAY ROAD MEMPHIS, TN 38119	NONE PC	TO PROMOTE THE WORK OF THE ORGANIZATION	3,000
ITHACA PUBLIC EDUCATION INITIATIVE P.O. BOX 4268 ITHACA, NY 14852	NONE PC	TO PROMOTE THE WORK OF THE ORGANIZATION	7,000
MAINE AUDUBON SOCIETY 20 GISLAND FARM ROAD FALMOUTH, ME 04105	NONE PC	TO PROMOTE THE WORK OF THE ORGANIZATION	1,000.
MAINE STATE SOCIETY FOR PROTECTION OF ANIMALS P O. BOX 10 SOUTH WINDHAM, ME 04082	NONE PC	TO PROMOTE THE WORK OF THE ORGANIZATION	1,500
MEMPHIS UNIVERSITY SCHOOL 619 PARK AVENUE MEMPHIS, TN 38119	NONE PC	TO PROMOTE THE WORK OF THE ORGANIZATION	250
MORRIS MUSEUM 6 NORMANDY HEIGHTS ROAD MORRISTOWN, NJ 07960	NONE PC	TO PROMOTE THE WORK OF THE ORGANIZATION	7,001.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 14 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
PLANNED PARENTHOOD P O. BOX 268 HORSEHEAD, NY 14845	NONE PC	TO PROMOTE THE WORK OF THE ORGANIZATION	5,150.
PRINCETON UNIVERSITY P.O BOX 39 PRINCETON, NJ 08540	NONE PC	TO PROMOTE THE WORK OF THE ORGANIZATION	3,750
SCIENCENTER, DEVELOPMENT OFFICE 601 FIRST STREET ITHACA, NY 14850	NONE PC	TO PROMOTE THE WORK OF THE ORGANIZATION	987
SECOND CHURCH OF CHRIST SCIENTIST 3535 CENTRAL AVENUE MEMPHIS, TN 38111	NONE PC	TO PROMOTE THE WORK OF THE ORGANIZATION	500
SOUTHERN MAINE AGENCY ON AGING 136 U S. RT 1 SCARBOROUGH, ME 04074	NONE PC	TO PROMOTE THE WORK OF THE ORGANIZATION	2,000
SPCA, TOMPKINS COUNTY CHAPTER 1640 HANSHAW ROAD ITHACA, NY 14850	NONE PC	TO PROMOTE THE WORK OF THE ORGANIZATION	1,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 14 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
STATE THEATRE 107 W STATE STREET ITHACA, NY 14850	NONE PC	TO PROMOTE THE WORK OF THE ORGANIZATION	500
STONELEIGH-BURNHAM SCHOOL BERNARDSTON ROAD GREENFIELD, MA 01301	NONE PC	TO PROMOTE THE WORK OF THE ORGANIZATION	4,500.
TEACH FOR AMERICA 5855 EXECUTIVE CENTER DRIVE SUITE 200 CHARLOTTE, NC 28212	NONE PC	TO PROMOTE THE WORK OF THE ORGANIZATION	5,000
THE IVY 1879 FOUNDATION 43 PROSPECT AVENUE PRINCETON, NJ 08540	NONE PC	TO PROMOTE THE WORK OF THE ORGANIZATION	2,500
THE KITCHEN THEATRE 108 WEST STATE STREET ITHACA, NY 14850	NONE PC	TO PROMOTE THE WORK OF THE ORGANIZATION	500
THE RAPTOR TRUST 1390 WHITE BRIDGE ROAD MILLINGTON, NJ 07946	NONE PC	TO PROMOTE THE WORK OF THE ORGANIZATION	5,020.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 14 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
THE RINK 1767 E SHORE DRIVE ITHACA, NY 14850	NONE PC	TO PROMOTE THE WORK OF THE ORGANIZATION	1,000
THE SEEING EYE P.O. BOX 375 MORRISTOWN, NJ 07963	NONE PC	TO PROMOTE THE WORK OF THE ORGANIZATION	54,872
TOMPKINS COUNTY PUBLIC LIBRARY 101 E GREEN STREET ITHACA, NY 14850	NONE SO-DP	TO PROMOTE THE WORK OF THE ORGANIZATION	2,000
VALLEY HOSPITAL FOUNDATION 223 N VAN DIEN STREET RIDGEWOOD, NJ 07450	NONE PC	TO PROMOTE THE WORK OF THE ORGANIZATION	50,376.
WILDLIFE CONSERVATION SOCIETY 2300 SOUTHERN BOULEVARD BRONX, NY 10460	NONE PC	TO PROMOTE THE WORK OF THE ORGANIZATION	25,256
WSKG P.O. BOX 300 BINGHAMTON, NY 13902	NONE PC	TO PROMOTE THE WORK OF THE ORGANIZATION	250.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 14 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
HEALING HEARTS EQUINE RESCUE P O. BOX 773 ITHACA, NY 14852	NONE PC	TO PROMOTE THE WORK OF THE ORGANIZATION	1,500.
COMMUNITY FOUNDATION WOMEN'S FUND ENDOWMENT 309 N AURORA STREET ITHACA, NY 14850	NONE PC	TO PROMOTE THE WORK OF THE ORGANIZATION	500
SOUTH PORTLAND LAND TRUST P.O BOX 2312 SOUTH PORTLAND, ME 04106	NONE PC	TO PROMOTE THE WORK OF THE ORGANIZATION	1,500
FAMILY READING PARTNERSHIP 54 GUNDERMAN ROAD ITHACA, NY 14850	NONE PC	TO PROMOTE THE WORK OF THE ORGANIZATION	150
GULF OF MAINE RESEARCH ISTITUTE 350 COMMERCIAL STREET PORTLAND, ME 04010	NONE PC	TO PROMOTE THE WORK OF THE ORGANIZATION	2,000
KINGS ACADEMY, INC 245 PARK AVENUE 39TH FLOOR NEW YORK, NY 10167	NONE PC	TO PROMOTE THE WORK OF THE ORGANIZATION	1,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 14 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
LUCKY PUP DOG RESCUE PO BOX 461 KENNEBUNKPORT, ME 04046	NONE PC	TO PROMOTE THE WORK OF THE ORGANIZATION	1,000
CATHEDRAL CHURCH OF ST. JOHN THE DIVINE 1047 AMSTERDAM AVENUE NEW YORK, NY 10025	NONE PC	TO PROMOTE THE WORK OF THE ORGANIZATION	1,000
FRIENDS OF STEWART PARK 101 EAST SHORE DRIVE ITHACA, NY 14850	NONE PC	TO PROMOTE THE WORK OF THE ORGANIZATION	200.
PORTLAND MUSEUM OF ART 7 CONGRESS SQUARE PORTLAND, ME 04101	NONE PC	TO PROMOTE THE WORK OF THE ORGANIZATION	500
PUPPY LOVE 9 BRIAR LEDGE LANE BAILEY ISLAND, ME 04003	NONE PC	TO PROMOTE THE WORK OF THE ORGANIZATION	1,000.
SCIENCENTER, DEVELOPMENT OFFICE 601 FIRST STREET ITHACA, NY 14850	NONE PC	TO PROMOTE THE WORK OF THE ORGANIZATION	6,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 14 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
SOCIAL VENTURES YOUTH FARM PROJECT 124 WESTFIELD DRIVE ITHACA, NY 14850	NONE PC	TO PROMOTE THE WORK OF THE ORGANIZATION	100
THE CARLISLE ACADEMY 65 DROWN LANE LYMAN, ME 04002	NONE PC	TO PROMOTE THE WORK OF THE ORGANIZATION	1,000
THE RAPTOR TRUST 1390 WHITE BRIDGE ROAD MILLINGTON, NJ 07946	NONE PC	TO PROMOTE THE WORK OF THE ORGANIZATION	2,000
WILDLIFE CONSERVATION SOCIETY 2300 SOUTHERN BOULEVARD BRONX, NY 10460	NONE PC	TO PROMOTE THE WORK OF THE ORGANIZATION	500.
		TOTAL CONTRIBUTIONS PAID	275,486.

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 ROBERT G. & JANE V. ENGEL FOUNDATION INC.

Employer identification number: 22-2764445

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	73,287.	70,033.	490.	3,744.
2 Totals for all transactions reported on Form(s) 8949 with **Box B** checked				
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	
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	3,744.

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	206,447.	93,524.		112,923.
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				

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	
13 Capital gain distributions	13	486.
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	113,409.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

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			3,744.
18 Net long-term gain or (loss):				
a Total for year	18a			113,409.
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			117,153.

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

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: THE ROBERT G. & JANE V. ENGEL FOUNDATION INC.

Social security number or taxpayer identification number: 22-2764445

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

- [X] **(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)
SEE STMT ATTACHED			73,287.	70,033.	W	490.	3,744.
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) ▶			73,287.	70,033.		490.	3,744.

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

For Paperwork Reduction Act Notice, see your tax return instructions.

SHORT TERM SALES

SECURITY	QUANTITY	DATE ACQUIRED	DATE SOLD	UNIT COST ($)	TOTAL COST ($)	ADJUSTED COST ($)	PROCEEDS($)	Adjustment	G/L AMOUNT ($)	HOLDING PERIOD	Adjustment code
Gilead Science	13	2/12/2014	8/29/2014	82	1,065 99	1,065 99	1,400 58		334 59	short	
Union Pacific Corp	5	1/31/2014	8/29/2014	87 67	438 35	438 35	523 78		85 43	short	
Fresenius Medical Care Ag&Co	68	7/12/2013	10/7/2013	32 68	2,222 10	2,222 10	2,194 27		(27 83)	short	
Fresenius Medical Care Ag&Co	10	7/12/2013	10/8/2013	32 68	326 78	326 78	321 56		(5 22)	short	
Aia Group Ltd Spon Adr	30	7/12/2013	3/14/2014	17 95	538 5	538 5	551 98		13 48	short	
Baidu Inc Ads	27	7/12/2013	1/13/2014	96 65	2,609 55	2,609 55	4,777 61		2168 06	short	
Banco Bilbao Viz Arg Sa Ads	45	7/12/2013	3/14/2014	8 3	373 5	373 5	544 48		170 98	short	
Bunge Ltd	13	7/12/2013	7/11/2014	74 27	965 46	965 46	959 79		(5 67)	short	
Fresenius Medical Care Ag&Co	46	7/12/2013	5/19/2014	32 68	1,503 18	1,503 18	1,495 73		(7 45)	short	
Gazprom O A O Spon Adr	291	7/12/2013	3/5/2014	7 45	2,167 95	2,167 95	2,044 41		(123 54)	short	
Icici Bank Ltd	13	7/12/2013	3/14/2014	38 37	498 85	498 85	528 92		30 07	short	
Itau Unibanco Multiple Adr	0 6	6/12/2014	6/12/2014	15 2	9 12	9 12	9 18		0 06	short	
Jgc Corp Unsponsored Adr	8	7/12/2013	3/14/2014	76 63	613 04	613 04	559 18		(53 86)	short	
Nokian Tyres Oyj Unspon Adr	33	7/12/2013	3/6/2014	21 75	717 75	717 75	705 34		(12 41)	short	
Nokian Tyres Oyj Unspon Adr	31	7/12/2013	3/7/2014	21 75	674 25	674 25	658 53		(15 72)	short	
Nokian Tyres Oyj Unspon Adr	61	7/12/2013	3/10/2014	21 75	1,326 75	1,326 75	1,271 42		(55 33)	short	
Nokian Tyres Oyj Unspon Adr	26	7/12/2013	3/11/2014	21 75	565 5	565 5	534 15		(31 35)	short	
Nokian Tyres Oyj Unspon Adr	25	7/12/2013	3/12/2014	21 75	543 75	543 75	503 22		(40 53)	short	
Petroleo Bras Sa Ads	135	7/12/2013	1/13/2014	13 03	1,759 46	1,759 46	1,702 85		(56 61)	short	
Sap Ag	38	7/12/2013	5/14/2014	75 18	2,856 71	2,856 71	2,920 06		63 35	short	
Xinyi Glass Hldgs Ltd Unspon	0	1/16/2014	1/16/2014	0	0	0	276 63		276 63	sale of foreign rights	
Actavis Plc	6	3/21/2014	3/25/2014	211 97	1,271 84	1,271 84	1,245 89	25 95	0 00	short	W
Actavis Plc	6	3/21/2014	5/29/2014	211 97	1,271 84	1,271 84	1,272 14		0 30	short	
Actavis Plc	5	3/21/2014	9/25/2014	211 97	1,059 86	1,059 86	1,226 45		166 59	short	
Amgen Inc	6	3/21/2014	6/10/2014	123 32	739 93	739 93	699 97	39 96	0 00	short	W
Amgen Inc	9	3/21/2014	6/16/2014	123 32	1,109 90	1,109 90	1,045 53		(64 37)	short	
Amgen Inc	2	3/21/2014	6/10/2014	123 32	246 64	246 64	233 32	13 32	0 00	short	W
Amgen Inc	4	3/21/2014	6/10/2014	123 32	493 29	493.29	466 65		(26 64)	short	
Basf Se Sp Adr	2	4/25/2014	7/30/2014	112 14	224 28	224 28	215 12	9 16	0 00	short	W
Basf Se Sp Adr	8	4/25/2014	7/30/2014	112 14	897 14	897 14	860 49		(36 65)	short	
Basf Se Sp Adr	4	4/28/2014	7/30/2014	112 93	451 72	451 72	430 25		(21 47)	short	
Basf Se Sp Adr	6	4/28/2014	9/8/2014	112 93	677 57	677 57	603 8		(73 77)	short	
Basf Se Sp Adr	2	5/15/2014	9/8/2014	114 16	228 32	228 32	201 27		(27 05)	short	
Basf Se Sp Adr	2	5/29/2014	9/8/2014	115 3	230 6	230 6	201 26		(29 34)	short	
Basf Se Sp Adr	4	5/29/2014	9/10/2014	115 3	461 2	461 2	398 84		(62 36)	short	
Basf Se Sp Adr	2	6/16/2014	9/10/2014	115 83	231 66	231 66	199 42		(32 24)	short	
Basf Se Sp Adr	2	4/25/2014	9/10/2014	121 38	242 76	233 6	199 42		(34 18)	short	
Biogen Idec Inc	1	3/21/2014	6/4/2014	323 66	323 66	323 66	318 86	4 80	0 00	short	W
Biogen Idec Inc	1	3/21/2014	6/4/2014	323 66	323 66	323 66	318 86	4 80	0 00	short	W
Blackrock Inc	1	3/21/2014	4/8/2014	299 83	299 83	299 83	302 15		2 32	short	
Blackrock Inc	2	3/21/2014	4/21/2014	299 83	599 66	599 66	612 57		12 91	short	
Blackrock Inc	4	3/21/2014	8/19/2014	299 83	1,199 32	1,199 32	1,281 84		82 52	short	
Blackrock Inc	5	3/21/2014	9/2/2014	299 83	1,499 14	1,499 14	1,645 72		146 58	short	
Grifols Sa Adr	15	3/21/2014	9/4/2014	41 46	621 91	621 91	592 57		(29 34)	short	
Grifols Sa Adr	7	3/21/2014	9/23/2014	41 46	290 23	290 23	250 46		(39 77)	short	
Jarden Corp	7	3/21/2014	6/26/2014	61 4	429 82	429 82	407 23	22 59	0 00	short	W
Jarden Corp	5	3/21/2014	6/26/2014	61 4	307 01	307 01	290 89	16 12	0 00	short	W
Jarden Corp	14	3/21/2014	8/6/2014	61 4	859 63	859 63	774 06		(85 57)	short	
Mastercard Inc Cl A	5	3/21/2014	3/26/2014	76 37	381 83	381 83	373 08	8 75	0 00	short	W
Mastercard Inc Cl A	3	3/21/2014	3/26/2014	76 37	229 1	229 1	223 85		(5 25)	short	
Mastercard Inc Cl A	7	3/21/2014	4/3/2014	76 37	534 56	534 56	523 29		(11 27)	short	
Mastercard Inc Cl A	2	3/21/2014	5/5/2014	76 37	152 73	152 73	148 54	4 19	0 00	short	W
Mastercard Inc Cl A	18	3/21/2014	5/5/2014	76 37	1,374 58	1,374 58	1,336.90		(37 68)	short	
Mastercard Inc Cl A	16	3/21/2014	5/7/2014	76 37	1,221 85	1,221 85	1,177 55		(44 30)	short	
Mastercard Inc Cl A	28	3/21/2014	5/16/2014	76 37	2,138 24	2,138 24	2,051.02		(87 22)	short	
Mastercard Inc Cl A	5	4/16/2014	5/16/2014	76.3	381 5	372 75	366 25		(6 50)	short	
Mastercard Inc Cl A	2	3/31/2014	5/16/2014	75 15	150 29	146 1	146 5		0 40	short	
Shire Plc Adr	9	3/21/2014	4/28/2014	149 87	1,348 86	1,348 86	1,505 79		156 93	short	
Shire Plc Adr	5	3/21/2014	5/5/2014	149 87	749 36	749 36	871 76		122 40	short	
Shire Plc Adr	6	3/21/2014	5/7/2014	149 87	899 24	899 24	1,014 05		114.81	short	
Shire Plc Adr	4	3/21/2014	5/13/2014	149 87	599 49	599 49	674 51		75 02	short	
Shire Plc Adr	5	3/21/2014	7/15/2014	149 87	749 36	749 36	1,255 54		506 18	short	

Shire Plc Adr	7	3/21/2014	7/17/2014	149 87	1,049 11	1,049 11	1,753 13		704 02	short	
Shire Plc Adr	3	3/21/2014	8/7/2014	149 87	449 62	449 62	698 24		248 62	short	
Statoil Asa Adr	25	5/30/2014	9/25/2014	30 8	769 96	769 96	674 55		(95 41)	short	
Sumitomo Mitsui Finl Group Inc	107	3/21/2014	4/25/2014	8 43	901 7	901 7	830 87	70 83	0 00	short	W
Sumitomo Mitsui Finl Group Inc	79	3/21/2014	4/25/2014	8 43	665 76	665 76	613 47	52 29	0 00	short	W
Sumitomo Mitsui Finl Group Inc	102	3/21/2014	8/7/2014	8 43	859 57	859 57	804 34		(55 23)	short	
Toyota Motor Cp Adr New	4	3/21/2014	4/9/2014	107 75	431	431	429 68	1 32	0 00	short	W
Toyota Motor Cp Adr New	5	3/21/2014	4/9/2014	107 75	538 76	538 76	537 1		(1 66)	short	
Toyota Motor Cp Adr New	6	3/21/2014	4/10/2014	107 75	646 51	646 51	625 24		(21 27)	short	
Toyota Motor Cp Adr New	3	3/21/2014	4/28/2014	107 75	323 26	323 26	320 62	2 64	0 00	short	W
Toyota Motor Cp Adr New	3	3/21/2014	4/28/2014	107 75	323 25	323 25	320 62		(2 63)	short	
Toyota Motor Cp Adr New	7	3/21/2014	5/21/2014	107 75	754 26	754 26	755 43		1 17	short	
Toyota Motor Cp Adr New	7	3/21/2014	8/26/2014	107 75	754 26	754 26	805 99		51 73	short	
Toyota Motor Cp Adr New	7	3/21/2014	8/27/2014	107 75	754 26	754 26	804 37		50 11	short	
Toyota Motor Cp Adr New	6	3/21/2014	9/4/2014	107 75	646 51	646 51	697 95		51 44	short	
Westar Energy Inc	20	5/29/2014	8/11/2014	35 75	714 92	714 92	721 02		6 10	short	
Westar Energy Inc	17	6/4/2014	8/19/2014	36 2	615 39	615 39	624 29		8 90	short	
Westar Energy Inc	1	6/4/2014	8/20/2014	36 2	36 2	36 2	36 88		0 68	short	
Westar Energy Inc	24	6/16/2014	8/20/2014	36.33	871 92	871 92	885 11		13 19	short	
Yahoo Inc	22	3/21/2014	5/13/2014	38 02	836 48	836 48	757 43	79 05	0 00	short	W
Yahoo Inc	19	3/21/2014	5/29/2014	38 02	722 41	722 41	662 35	60 06	0 00	short	W
Yahoo Inc	12	3/21/2014	5/29/2014	38 02	456 25	456 25	418 32	37 93	0 00	short	W
Yahoo Inc	7	3/21/2014	5/29/2014	38 02	266 16	266 16	244 03		(22 13)	short	
Yahoo Inc	23	3/21/2014	6/6/2014	38 02	874 5	874 5	821 54		(52 96)	short	
Yahoo Inc	19	3/21/2014	6/23/2014	38 02	722 41	722 41	641 62		(80 79)	short	
Yahoo Inc	11	3/21/2014	6/4/2014	38 02	418 23	418 23	381 75	36 48	0 00	short	W
Yahoo Inc	10	3/21/2014	6/4/2014	38 02	380 23	380 23	347 06		(33 17)	short	
Yahoo Inc	15	3/21/2014	7/7/2014	38 02	570 33	570 33	537 05		(33 28)	short	
Yahoo Inc	47	3/21/2014	7/10/2014	38 02	1,787 02	1,787 02	1,629 14		(157 88)	short	
Yahoo Inc	43	3/21/2014	7/23/2014	38 02	1,634 93	1,634 93	1,460 42		(174 51)	short	
Totals Short term						**70033.02**	**73286.94**	**490.24**	**3,744.16**		

Form 8949 (2013) Attachment Sequence No **12A** Page **2**

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 ROBERT G. & JANE V. ENGEL FOUNDATION INC.	22-2764445

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

[X] **(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)
SEE STMT ATTACHED			206,447.	93,524.			112,923.
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) ▶			206,447.	93,524.			112,923.

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

LONG TERM SALES

SECURITY	QUANTITY	DATE ACQUIRED	DATE SOLD	UNIT COST ($)	TOTAL COST ($)	ADJUSTED COST ($)	PROCEEDS($)	GAIN/LOSS	HOLDING PERIOD
Blackrock Income Opp Tr	980	7/12/2013	9/9/2014	10.06	9,858 52	9,858.52	10,005.84	147 32	long
Citigroup Inc 5.000 9-15-14	20,000 00	12/6/2010	9/15/2014	100	20,849.80	20,000 00	20,000.00	0.00	long
Western Asset Invt Gra Def Opp	500	7/12/2013	9/9/2014	21.21	10,605.03	10,605.03	10,070.59	(534 44)	long
Caterpillar Inc	29	7/11/2006	11/14/2013	73.06	2,118.88	2,118.88	2,428.65	309 77	long
Caterpillar Inc	20	5/7/2009	11/14/2013	37.93	758 56	758.56	1,674.93	916 37	long
Intel Corp	196	12/30/2002	11/14/2013	15 97	3,130.10	3,130 10	4,788.54	1658.44	long
Air Prod & Chem Inc	11	10/27/2010	8/29/2014	84.39	928.32	928.32	1,462 25	533 93	long
Caterpillar Inc	11	5/7/2009	8/29/2014	37.93	417.21	417.21	1,194 46	777.25	long
Cdk Global Inc Com	0.334	10/20/2006	9/30/2014	16.58	5.46	5.46	9.61	4 15	long
Cdn Pacific Ry Ltd New	12	2/14/2013	8/29/2014	118.5	1,422 00	1,422.00	2,400 85	978 85	long
Cdn Pacific Ry Ltd New	1	2/26/2013	8/29/2014	117 39	117.39	117 39	200.07	82.68	long
Eog Resources Inc	9	7/15/2013	8/29/2014	72.29	650.57	650.57	980 88	330 31	long
General Electric Co	108	4/8/1992	2/12/2014	34.21	3,694.53	3,694 53	2,742.80	(951 73)	long
Hsbc Holdings Plc Spon Adr New	9	9/27/2004	4/3/2014	79.15	712 31	712.31	457.8	(254 51)	long
Hsbc Holdings Plc Spon Adr New	22	9/28/2004	4/3/2014	79.34	1,745.49	1,745 49	1,119 06	(626 43)	long
Hsbc Holdings Plc Spon Adr New	17	9/28/2004	6/11/2014	79.34	1,348 78	1,348.78	885.11	(463 67)	long
Hsbc Holdings Plc Spon Adr New	8	12/21/2004	6/11/2014	84.83	678.61	678.61	416 52	(262 09)	long
Hsbc Holdings Plc Spon Adr New	18	12/22/2004	6/11/2014	85 07	1,531 17	1,531.17	937.18	(593 99)	long
Hsbc Holdings Plc Spon Adr New	10	12/23/2004	6/11/2014	85.2	851.97	851.97	520.66	(331 31)	long
Hsbc Holdings Plc Spon Adr New	1	12/23/2004	9/10/2014	85 2	85.2	85.2	53.29	(31 91)	long
Hsbc Holdings Plc Spon Adr New	9	7/6/2005	9/10/2014	79.83	718.5	718.5	479.63	(238 87)	long
Hsbc Holdings Plc Spon Adr New	45	4/8/2009	9/10/2014	18.49	831.94	831.94	2,398 15	1566 21	long
Intel Corp	54	12/30/2002	8/29/2014	15 97	862 38	862 38	1,880.77	1018 39	long
Intuitive Surgical Inc	8	4/3/2009	1/31/2014	97 08	776.6	776.6	3,266 62	2490 02	long
Intuitive Surgical Inc	1	3/8/2011	1/31/2014	330.9	330 9	330.9	408.33	77 43	long
Johnson & Johnson	6	12/30/2002	8/29/2014	53.64	321 83	321.83	618.64	296 81	long
Mc Donalds Corp	14	12/30/2002	9/10/2014	15.55	217 7	217.7	1,274.84	1057.14	long
Novo Nordisk A/S Adr	47	5/7/2008	8/29/2014	13 37	628.31	628 31	2,152 55	1524 24	long
Oracle Corp	30	5/15/2012	8/29/2014	27	809 88	809.88	1,242 68	432 80	long
Royal Dutch Shell Plc	50	12/30/2002	4/3/2014	44.07	2,203.54	2,203.54	3,659.15	1455.61	long
Royal Dutch Shell Plc	31	6/27/2005	4/3/2014	64 56	2,001.31	2,001 31	2,268.67	267.36	long
Royal Dutch Shell Plc	16	10/27/2008	4/3/2014	46 21	739.34	739.34	1,170.93	431 59	long
Target Corporation	41	12/30/2002	6/10/2014	29.93	1,227 07	1,227.07	2,330 47	1103 40	long
Texas Instruments	5	11/30/2006	8/29/2014	29 68	148.38	148.38	240.19	91.81	long
Texas Instruments	31	9/5/2007	8/29/2014	35 31	1,094.68	1,094 68	1,489.21	394 53	long
Total S A Spon Adr	14	4/21/2005	8/29/2014	55 93	782.97	782.97	921.14	138 17	long
Total S A Spon Adr	16	10/10/2005	8/29/2014	63.26	1,012.14	1,012 14	1,052.74	40 60	long
Air Liquide Adr	0 6	7/12/2013	7/14/2014	25.48	13.9	13.9	16.11	2 21	long
Cochlear Ltd Unspon Adr	9	7/12/2013	9/9/2014	28 76	258.84	258.84	286.97	28 13	long
Cochlear Ltd Unspon Adr	29	7/12/2013	9/10/2014	28 76	834 04	834 04	905.7	71 66	long
Cochlear Ltd Unspon Adr	21	7/12/2013	9/11/2014	28.76	603.96	603 96	655.41	51 45	long
Cochlear Ltd Unspon Adr	43	7/12/2013	9/12/2014	28.76	1,236.68	1,236.68	1,300 19	63 51	long
Schneider Elec Sa Unsp Adr	32	3/18/2011	3/14/2014	16.19	518 23	518.23	543.66	25.43	long
Tesco Plc Sponsored Adr	188	7/12/2013	8/6/2014	16.07	3,021.16	3,021.16	2,324.82	(696.34)	long
Philip Morris Intl Inc	1,375.00	1/1/1993	3/21/2014	8 49	11,669 36	11,669.36	111,210 57	99,541 21	long
Totals						**93524**	**206447**	**112923.00**	

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 CAPITAL GAIN DISTRIBUTIONS					486.	
		SEE STMT ATTACHED					VAR	VAR
206,447.		93,524.					112,923.	
		SEE STMT ATTACHED					VAR	VAR
73,287.		70,033.					3,744.	
TOTAL GAIN(LOSS)							117,153.	

Form **8868** (Rev January 2014) Department of the Treasury Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

OMB No 1545-1709

▶ File a separate application for each return.
▶ Information about Form 8868 and its instructions is at *www.irs.gov/form8868*.

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box . . . ▶ [X]
- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868

Electronic filing *(e-file)*. You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions) For more details on the electronic filing of this form, visit *www irs gov/efile* and click on *e-file for Charities & Nonprofits*

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only . . . ▶ [ ]

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns

Enter filer's identifying number, see instructions

Type or print		
File by the due date for filing your return See instructions	Name of exempt organization or other filer, see instructions THE ROBERT G. & JANE V. ENGEL FOUNDATION INC.	Employer identification number (EIN) or 22-2764445
	Number, street, and room or suite no If a P O box, see instructions P.O. BOX 42 - 80 WEARIMUS ROAD	Social security number (SSN)
	City, town or post office, state, and ZIP code For a foreign address, see instructions HO-HO-KUS, NJ 07423-0042	

Enter the Return code for the return that this application is for (file a separate application for each return) . . . 0 4

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ▶ JANE V. ENGEL, 80 WEARIMUS RD. HO-HO-KUS, NJ 07423

Telephone No ▶ 201 445-4248 FAX No ▶

- If the organization does not have an office or place of business in the United States, check this box . . . ▶ [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ If this is for the whole group, check this box . . . ▶ [ ] If it is for part of the group, check this box . . . ▶ [ ] and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 05/15, 20 15, to file the exempt organization return for the organization named above The extension is for the organization's return for

▶ [ ] calendar year 20 ____ or

▶ [X] tax year beginning 10/01, 20 13, and ending 09/30, 20 14

2 If the tax year entered in line 1 is for less than 12 months, check reason [ ] Initial return [ ] Final return [ ] Change in accounting period

3a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions	**3a**	$ 1,321.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit	**3b**	$ 3,303.
c	**Balance due.** Subtract line 3b from line 3a Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	**3c**	$ 0

Caution. If you are going to make an electronic funds withdrawal (direct debit) with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions