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Form **990-PF****Return of Private Foundation**

OMB No 1545-0052

Department of the Treasury
Internal Revenue Serviceor Section 4947(a)(1) Trust Treated as Private Foundation
Do not enter Social Security numbers on this form as it may be made publicInformation about Form 990-PF and its separate instructions is at www.irs.gov/form990pf**2013****Open to Public Inspection**

For calendar year 2013 or tax year beginning

10/01, 2013, and ending

09/30, 2014

Name of foundation BHUPAT & JYOTI MEHTA FAMILY FOUNDATION		A Employer identification number 76-0522455
Number and street (or P O box number if mail is not delivered to street address) 20018 CHATEAU BEND DRIVE		B Telephone number (see instructions) (832) 295-8702
City or town, state or province, country, and ZIP or foreign postal code KATY, TX 77450		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply	Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change <input type="checkbox"/>	D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 22,631,777.		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
J Accounting method <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)		

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)		725,000.			
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities		662,514.	662,514.		ATCH 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		559,323.			
b Gross sales price for all assets on line 6a 6,142,743.					
7 Capital gain net income (from Part IV, line 2)			559,323.		
8 Net short-term capital gain				0	
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11		1,946,837.	1,221,837.	0	
13 Compensation of officers, directors, trustees, etc.					
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees (attach schedule)					
b Accounting fees (attach schedule) ATCH 2		4,950.	2,475.		2,475.
c Other professional fees (attach schedule) *		87,754.			87,754.
17 Interest					
18 Taxes (attach schedule) (see instructions) ATCH 4		26,782.	2,888.		
19 Depreciation (attach schedule) and depletion					
20 Occupancy					
21 Travel, conferences, and meetings		2,691.	2,691.		
22 Printing and publications					
23 Other expenses (attach schedule) ATCH 5		19,106.	19,081.		25.
24 Total operating and administrative expenses. Add lines 13 through 23		141,283.	27,135.		90,254.
25 Contributions, gifts, grants paid		934,422.			934,422.
26 Total expenses and disbursements. Add lines 24 and 25		1,075,705.	27,135.	0	1,024,676.
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements		871,132.			
b Net investment income (if negative, enter -0-)			1,194,702.		
c Adjusted net income (if negative, enter -0-)				0	

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing		10,947.	10,947.	10,947.
	2	Savings and temporary cash investments		809,821.	517,135.	517,135.
	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	17,302,897.	16,495,998.	19,938,632.	
	c	Investments - corporate bonds (attach schedule) ATCH 7	104,519.	104,519.	121,930.	
	11	Investments - land, buildings, and equipment basis ▶				
	Less accumulated depreciation (attach schedule) ▶					
12	Investments - mortgage loans					
13	Investments - other (attach schedule) ATCH 8		1,981,646.	2,032,458.		
14	Land, buildings, and equipment basis ▶					
	Less accumulated depreciation (attach schedule) ▶					
15	Other assets (describe ▶ ATCH 9)	17,310.	10,675.	10,675.		
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	18,245,494.	19,120,920.	22,631,777.		
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 ▶ ATCH 10)	3,280.	7,574.		
	23	Total liabilities (add lines 17 through 22)	3,280.	7,574.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, . . . ▶ <input checked="" type="checkbox"/> check here and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds				
	28	Paid-in or capital surplus, or land, bldg, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds	18,242,214.	19,113,346.		
	30	Total net assets or fund balances (see instructions)	18,242,214.	19,113,346.		
	31	Total liabilities and net assets/fund balances (see instructions)	18,245,494.	19,120,920.		

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	18,242,214.
2	Enter amount from Part I, line 27a	2	871,132.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	19,113,346.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	19,113,346.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
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	559,323.	
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	913,574.	20,187,705.	0.045254
2011	947,975.	18,526,594.	0.051168
2010	1,266,957.	19,110,518.	0.066296
2009	689,216.	16,562,113.	0.041614
2008	868,178.	13,987,698.	0.062067
2 Total of line 1, column (d)			2 0.266399
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 0.053280
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5			4 22,570,278.
5 Multiply line 4 by line 3			5 1,202,544.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 11,947.
7 Add lines 5 and 6			7 1,214,491.
8 Enter qualifying distributions from Part XII, line 4 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			8 1,024,676.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1			
Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	23,894.
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	23,894.
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	23,894.
6 Credits/Payments			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	16,320.	
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	16,320.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	7,574.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be Credited to 2014 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> TX, _____		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation.	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? If "Yes," complete Part XIV.		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses ATCH. 11	X	

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

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

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

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

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ Nob Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No
If "Yes" to 6b, file Form 88707a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ Nob If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATCH 13		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 ☐

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		0
Total number of others receiving over \$50,000 for professional services		▶

Part IX-A Summary of Direct Charitable Activities

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

Expenses

1 N/A	
2	
3	
4	

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

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

Amount

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

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

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	22,027,599.
b	Average of monthly cash balances	1b	886,389.
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	22,913,988.
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	22,913,988.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	343,710.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	22,570,278.
6	Minimum investment return. Enter 5% of line 5	6	1,128,514.

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	1,128,514.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	23,894.
b	Income tax for 2013 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	23,894.
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	1,104,620.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	1,104,620.
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	1,104,620.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	1,024,676.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	4	1,024,676.
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	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	1,024,676.

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.

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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				1,104,620.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			975,428.	
b Total for prior years 20 <u>11</u> , 20 <u>10</u> , 20 <u>09</u>				
3 Excess distributions carryover, if any, to 2013				
a From 2008				
b From 2009				
c From 2010				
d From 2011				
e From 2012				
f Total of lines 3a through e	0			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ <u>1,024,676.</u>				
a Applied to 2012, but not more than line 2a			975,428.	
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				49,248.
e Remaining amount distributed out of corpus				
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				
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				1,055,372.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012				
e Excess from 2013				

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

NOT APPLICABLE

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

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

4942(j)(3) or

4942(j)(5)

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

Tax year

Prior 3 years

(e) Total

(a) 2013

(b) 2012

(c) 2011

(d) 2010

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))

RAHUL B MEHTA AND NISHA B MEHTA

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

N/A

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

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

REQUEST APPLICATION FROM ABOVE

c Any submission deadlines

JANUARY 1 THROUGH MARCH 31 OF EACH YEAR

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

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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 SEE ATTACHMENT 17				934,422.
Total			▶ 3a	934,422.
b Approved for future payment				
Total			▶ 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

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	662,514.	
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	559,323.	
9 Net income or (loss) from special events . . .					
10 Gross profit or (loss) from sales of inventory . .					
11 Other revenue a _____					
b _____					
c _____					
d _____					
e _____					
12 Subtotal Add columns (b), (d), and (e)				1,221,837.	
13 Total Add line 12, columns (b), (d), and (e)				1,221,837.	1,221,837.

(See worksheet in line 13 instructions to verify calculations)

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

[illegible]

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?		Yes	No
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.			

[illegible]

b If "Yes," complete the following schedule


(a) Name of organization	(b) Type of organization	(c) Description of relationship

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.

Signature of officer or trustee: J. B. Mehl Date: 2/12/2015 Title: President

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

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

Print/Type preparer's name MARK E BRYAN	Preparer's signature 	Date 02/11/2015	Check <input type="checkbox"/> if self-employed	PTIN P00780252
Firm's name ▶ MCGLADREY LLP			Firm's EIN ▶ 42-0714325	
Firm's address ▶ 1400 POST OAK BLVD., STE 900 HOUSTON, TX 77056-3009			Phone no 713-625-3500	

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

OMB No 1545-0047

2013▶ **Attach to Form 990, Form 990-EZ, or Form 990-PF.**▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at www.irs.gov/form990

Name of the organization

BHUPAT & JYOTI MEHTA FAMILY FOUNDATION

Employer identification number

76-0522455

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

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

Form 990-PF

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

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

Special Rules

- ☐
- For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

- ☐
- For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use
- exclusively*
- for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.

- ☐
- For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use
- exclusively*
- for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an
- exclusively*
- religious, charitable, etc., purpose. Do not complete any of the parts unless the
- General Rule**
- applies to this organization because it received
- nonexclusively*
- religious, charitable, etc., contributions of \$5,000 or more during the year. ▶ \$ _____

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

Name of organization **BHUPAT & JYOTI MEHTA FAMILY FOUNDATION**Employer identification number
76-0522455**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	NISHA B. MEHTA 20018 CHATEAU BEND DRIVE KATY, TX 77450-5149	\$ 250,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
2	VIVIX, LP 20018 CHATEAU BEND DRIVE KATY, TX 77450-5149	\$ 300,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
3	MANJEEL, LP 20018 CHATEAU BEND DRIVE KATY, TX 77450-5149	\$ 175,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

Name of organization **BHUPAT & JYOTI MEHTA FAMILY FOUNDATION**

Employer identification number

76-0522455

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
---	----- ----- ----- -----	\$ -----	-----
(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
---	----- ----- ----- -----	\$ -----	-----
(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 **BHUPAT & JYOTI MEHTA FAMILY FOUNDATION**

Employer identification number

76-0522455

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	
-----		-----	
-----		-----	
-----		-----	
-----	-----	-----	-----
	-----	-----	-----
	-----	-----	-----
	-----	-----	-----
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
-----		-----	
-----		-----	
-----		-----	
-----	-----	-----	-----
	-----	-----	-----
	-----	-----	-----
	-----	-----	-----
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
-----		-----	
-----		-----	
-----		-----	
-----	-----	-----	-----
	-----	-----	-----
	-----	-----	-----
	-----	-----	-----
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
-----		-----	
-----		-----	
-----		-----	

ATTACHMENT 1FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
UBS HS 22724 INTEREST	6,524.	6,524.
UBS HS 19752 INTEREST	56.	56.
UBS HS 19752 DIVIDENDS	112,762.	112,762.
UBS HS 22724 DIVIDENDS	32,747.	32,747.
MSSB 283-895365 DIVIDENDS	665.	665.
VANGUARD DIVIDENDS	259,160.	259,160.
TIFF 9111 DIVIDENDS	120,392.	120,392.
FROST BANK DIVIDENDS	629.	629.
CHARLES SCHWAB 5542 DIVIDENDS	129,579.	129,579.
TOTAL	<u>662,514.</u>	<u>662,514.</u>

ATTACHMENT 2FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
ACCOUNTING FEES	4,950.	2,475.		2,475.
TOTALS	<u>4,950.</u>	<u>2,475.</u>		<u>2,475.</u>

ATTACHMENT 3FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
MANAGEMENT & RECORD KEEPING	87,754.			87,754.
TOTALS	<u>87,754.</u>			<u>87,754.</u>

ATTACHMENT 4FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
FOREIGN TAXES	2,888.	2,888.		
EXCISE TAXES	23,894.			
TOTALS	<u>26,782.</u>	<u>2,888.</u>		

ATTACHMENT 5FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
ADVISORY FEES	18,704.	18,704.		
BANK & ADR FEES	376.	376.		
LOAN PROCESSING FEE	25.			25.
MISCELLANEOUS FEE	1.	1.		
TOTALS	<u>19,106.</u>	<u>19,081.</u>		<u>25.</u>

ATTACHMENT 6

FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
SEE ATTACHMENT C	16,476,677.	19,917,390.
SEE ATTACHMENT D	19,321.	21,242.
TOTALS	<u>16,495,998.</u>	<u>19,938,632.</u>

ATTACHMENT 7

FORM 990PF, PART II - CORPORATE BONDS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
SEE ATTACHMENT C	104,519.	121,930.
TOTALS	<u>104,519.</u>	<u>121,930.</u>

ATTACHMENT 8

FORM 990PF, PART II - OTHER INVESTMENTS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
SEE ATTACHMENT C	1,981,646.	2,032,458.
TOTALS	<u>1,981,646.</u>	<u>2,032,458.</u>

FORM 990PF, PART II - OTHER ASSETS

ATTACHMENT 9

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
INTEREST FREE EDUCATION LOANS	10,675.	10,675.
TOTALS	<u>10,675.</u>	<u>10,675.</u>

ATTACHMENT 10FORM 990PF, PART II - OTHER LIABILITIES

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>
FEDERAL INCOME TAX PAYABLE	7,574.
TOTALS	<u>7,574.</u>

FORM 990PF, PART VII-A, LINE 10 - NEW SUBSTANTIAL CONTRIBUTORS

ATTACHMENT 11

NAME AND ADDRESS

VIVIX, LP
20018 CHATEAU BEND DRIVE
KATY, TX 77450-5149

MANJEEL, LP
20018 CHATEAU BEND DRIVE
KATY, TX 77450-5149

FORM 990PF, PART VII-A -DISTRIBUTION TO A DONOR ADVISE

FORM 990-PF, PART VII-A - DISTRIBUTION TO A DONOR ADVISED FUND

RECIPIENT: GREATER HOUSTON COMMUNITY FOUNDATION
5120 WOODWAY DRIVE, STE 6000
HOUSTON, TX 77056

THE CONTRIBUTION TO THE GREATER HOUSTON COMMUNITY FOUNDATION IS BEING TREATED AS A QUALIFYING DISTRIBUTION. THE CONTRIBUTION ACCOMPLISHES THE PURPOSE DESCRIBED IN 170(C)(2)(B) BECAUSE THE AMOUNTS GIFTED WERE IRREVOCABLY DEDICATED TO CHARITABLE PURPOSES SUBJECT TO THE DOMINION AND CONTROL OF THE GREATER HOUSTON COMMUNITY FOUNDATION, A PUBLIC CHARITY.

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 13

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
RAHUL B MEHTA 20018 CHATEAU BEND DRIVE KATY, TX 77450	DIRECTOR 1.00	0	0	0
NISHA B MEHTA 20018 CHATEAU BEND DRIVE KATY, TX 77450	DIRECTOR 1.00	0	0	0
DHARMESH MEHTA 20018 CHATEAU BEND DRIVE KATY, TX 77450	DIRECTOR 1.00	0	0	0
JAINESH MEHTA 20018 CHATEAU BEND DRIVE KATY, TX 77450	DIRECTOR 1.00	0	0	0
GRAND TOTALS		0	0	0

ATTACHMENT 14FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS

JANET L GATHRIGHT, US NATIONAL BANK
2201 MARKET STREET
GALVESTON, TX 77550
409-770-7165

ATTACHMENT 15

990PF, PART XV - RESTRICTIONS OR LIMITATIONS ON AWARDS

US CITIZEN
RESIDENT OF STATE OF TEXAS
FULL-TIME STUDENT AT AN ACCREDITED UNIVERSITY

PART VII-B, LN 1A(3): THE FOUNDATION RECEIVES OFFICE SPACE FREE OF CHARGE FROM NUVISION REALTY, LLC, WHICH IS OWNED BY RAHUL B. MEHTA, A DISQUALIFIED PERSON. IN ADDITION, THE FOUNDATION RECEIVES OFFICE SUPPLIES AND INVESTMENT ADVISORY SERVICES FREE OF CHARGE FROM NUEDGEX, INC., WHICH IS SUBSTANTIALLY OWNED BY RAHUL B. MEHTA, A DISQUALIFIED PERSON.

PART VII-B, LN 1A(4): THE TAXPAYER PAYS NUEDGEX INVESTMENTS, LLC, WHICH IS OWNED BY NUEDGEX, INC., WHICH IS SUBSTANTIALLY OWNED BY RAHUL B. MEHTA, A DISQUALIFIED PERSON, FOR THE FAIR MARKET VALUE OF MANAGEMENT AND ACCOUNTING/RECORDKEEPING SERVICES.

BHUPAT & JYOTI MEHTA FAMILY FOUNDATION

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

76-0522455

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
Greater Houston Community Foundation 5120 Woodway Drive, Ste # 6000 Houston, TX 77056	Unrelated 501 (c) (3)		PC	General Donation	\$ 650 000 00
Manav Sadhna 1916 Pastoral Lane Hanover Park, IL 60133-6744	Unrelated 501 (c) (3)		PC	General Donation	\$ 161 000 00
Houston Methodist Hospital Foundation Post Office Box 4384 Houston, TX 77210-4384	Unrelated 501 (c) (3)		SO I	General Donation	\$ 45,000 00
The Kinkaid School 201 Kinkaid School Drive Houston, TX 77024	Unrelated 501 (c) (3)		PC	General Donation	\$ 30,000 00
Dasra 3050 Post Oak Boulevard, Suite 550 Houston, TX 77056-6534	Unrelated 501 (c) (3)		PC	General Donation	\$ 25,000 00
Jain Vishwa Bharati Houston Inc 2310 Scarlatti Drive Pearland, TX 77581-5344	Unrelated 501 (c) (3)		PC	General Donation	\$ 6,000 00
University of Houston Graduate College of Social Work 110HA Social Work Building Houston, TX 77204-4013	Unrelated 501 (c) (3)		PC	General Donation	\$ 5,000 00
Federation of JAIN Associations in North America 10360 North West 60th Place Parkland, FL 33076-2522	Unrelated 501 (c) (3)		PC	General Donation	\$ 2,501 00
Human Resources Development Foundation D/b/a Hospitality Apartments 7300 Bertner Avenue Houston, TX 77030-5002	Unrelated 501 (c) (3)		PC	General Donation	\$ 2,500 00
Indian American Cancer Network Post Office Box 741886 Houston, TX 77274	Unrelated 501 (c) (3)		PC	General Donation	\$ 2,500 00
Depelchins Children's Center 4950 Memorial Drive Houston, TX 77007	Unrelated 501 (c) (3)		PC	General Donation	\$ 1,920 89
Rothko Chapel 1409 Sul Ross Street Houston, TX 77006-4829	Unrelated 501 (c) (3)		PC	General Donation	\$ 1,000 00
The International Cultural Exchange 11302 Encston Drive Houston, TX 77070-1345	Unrelated 501 (c) (3)		PC	General Donation	\$ 1,000 00
Bo's Place 10050 Buffalo Speedway Houston, TX 77054	Unrelated 501 (c) (3)		PC	General Donation	\$ 500 00
Jyoti Children's Development Foundation, Inc 10-S 462 Carrington Circle Burr Ridge, IL 60527	Unrelated 501 (c) (3)		PC	General Donation	\$ 500 00

\$ 934 421 89

Realized Gains and Losses
From 10/01/2013 to 09/30/2014

Account Number	Description	Date Acquired	Date Sold	Quantity	Net Proceeds	Cost	Short Term Gains	Total Long Gains	Total Gains
88042352754	Vanguard Mid-Cap ETF	2/4/2008	11/21/2013	1,500,000	161,442.19	108,300.00	0.00	53,142.19	53,142.19
88042352754	Vanguard Mid-Cap ETF	2/15/2008	11/21/2013	900,000	96,865.31	63,084.33	0.00	33,780.98	33,780.98
88042352754	Vanguard ST Invest Grade Corporate	10/22/2013	11/21/2013	32,588,454	350,325.88	350,000.00	325.88	0.00	325.88
88042352754	Vanguard ST Invest Grade Corporate	10/31/2013	11/21/2013	16,345	175.71	175.71	0.00	0.00	0.00
21665542	Vanguard Small-Cap ETF	2/4/2008	11/22/2013	900,000	97,167.81	58,400.91	0.00	38,766.90	38,766.90
21665542	Vanguard Small-Cap ETF	2/4/2008	11/22/2013	300,000	32,389.27	19,466.97	0.00	12,922.30	12,922.30
21665542	Vanguard Small-Cap ETF	2/4/2008	11/22/2013	1,100,000	118,760.65	71,378.89	0.00	47,381.76	47,381.76
88042352754	Vanguard Intern-Term Investment Gr	5/22/2013	11/22/2013	2,400,000	259,075.49	168,224.88	0.00	90,850.61	90,850.61
88042352754	Vanguard ST Invest Grade Corporate	2/24/2014	2/24/2014	20,387,360	200,000.00	207,135.58	(7,135.58)	0.00	(7,135.58)
88042352754	Vanguard ST Invest Grade Corporate	2/24/2014	2/24/2014	46,598,322	500,465.98	500,000.00	465.98	0.00	465.98
88042352754	Vanguard ST Invest Grade Corporate	12/17/2013	2/24/2014	82,514	886.20	885.37	0.83	0.00	0.83
88042352754	Vanguard ST Invest Grade Corporate	12/30/2013	2/24/2014	27,807,060	298,647.82	297,813.61	834.21	0.00	834.21
21665542	Sector SPDR Financial	9/21/2000	2/26/2014	285,000	6,126.11	7,927.99	0.00	(1,801.88)	(1,801.88)
21665542	Sector SPDR Financial	9/21/2000	2/26/2014	715,000	15,369.03	19,889.51	0.00	(4,520.48)	(4,520.48)
21665542	Sector SPDR Financial	6/3/2002	2/26/2014	385,000	8,275.64	10,126.46	0.00	(1,850.82)	(1,850.82)
21665542	Sector SPDR Financial	6/3/2002	2/26/2014	100,000	2,149.51	2,630.25	0.00	(480.74)	(480.74)
21665542	Sector SPDR Financial	6/3/2002	2/26/2014	515,000	11,070.01	13,545.79	0.00	(2,475.78)	(2,475.78)
88042352754	Vanguard Total Bond Mkt Index Fund	9/16/2002	2/26/2014	1,000,000	21,120.57	23,314.50	0.00	(2,193.93)	(2,193.93)
88042352754	Vanguard Total Bond Mkt Index Fund	1/20/2006	2/26/2014	2,617,598	28,060.65	28,034.47	0.00	(26.18)	(26.18)
88042352754	Vanguard Total Bond Mkt Index Fund	6/30/2010	2/26/2014	11,204,482	120,112.05	120,000.00	0.00	112.05	112.05
88042352754	Vanguard Total Bond Mkt Index Fund	7/12/2010	2/26/2014	11,225,444	120,336.76	120,000.00	0.00	336.76	336.76
88042352754	Vanguard Total Bond Mkt Index Fund	7/12/2010	2/26/2014	9,363,296	100,374.53	100,000.00	0.00	374.53	374.53
88042352754	Vanguard Intern-Term Investment Gr	5/22/2013	2/26/2014	5,953,743	58,644.37	60,490.03	(1,845.66)	0.00	(1,845.66)
88042352754	Vanguard ST Invest Grade Corporate	12/30/2013	2/26/2014	30,581,040	301,223.24	300,000.00	1,223.24	0.00	1,223.24
88042352754	Vanguard ST Invest Grade Corporate	12/30/2013	2/26/2014	4,872,679	52,381.30	52,186.39	194.91	0.00	194.91
88042352754	Vanguard ST Invest Grade Corporate	12/31/2013	2/26/2014	51,207	550.48	547.82	2.66	0.00	2.66
88042352754	Vanguard ST Invest Grade Corporate	1/31/2014	2/26/2014	138,740	1,491.46	1,490.07	1.39	0.00	1.39
88042352754	Vanguard ST Invest Grade Corporate	2/3/2014	2/26/2014	6,052,142	65,060.52	65,000.00	60.52	0.00	60.52
88042352754	Vanguard High-Yield Corp Fund Adm	6/29/2010	4/25/2014	27,111,082	165,919.82	147,755.40	0.00	18,164.42	18,164.42
88042352754	Vanguard High-Yield Corp Fund Adm	6/30/2010	4/25/2014	22,018,349	134,752.30	120,000.00	0.00	14,752.30	14,752.30
88042352754	Vanguard High-Yield Corp Fund Adm	7/11/2010	4/25/2014	22,058,824	135,000.00	120,000.00	0.00	15,000.00	15,000.00
88042352754	Vanguard High-Yield Corp Fund Adm	7/12/2010	4/25/2014	22,058,824	135,000.00	120,000.00	0.00	15,000.00	15,000.00
88042352754	Vanguard High-Yield Corp Fund Adm	7/12/2010	4/25/2014	4,792,137	29,327.88	26,308.83	0.00	3,019.05	3,019.05
88042352754	DoubleLine Total Return Bond I	11/23/2010	4/25/2014	18,248,175	200,000.00	204,379.56	0.00	(4,379.56)	(4,379.56)
88042352754	Vanguard Convertible Securities Fu	1/27/2011	4/25/2014	28,510,335	400,000.00	394,297.93	0.00	5,702.07	5,702.07
88042352754	Vanguard ST Invest Grade Corporate	5/2/2014	6/11/2014	2,323,420	25,000.00	24,953.53	46.47	0.00	46.47
88042352754	Vanguard Intern-Term Investment Gr	5/2/2014	7/28/2014	70,483,454	700,000.00	697,180.26	2,819.74	0.00	2,819.74
88042352754	Vanguard ST Invest Grade Corporate	5/2/2014	7/28/2014	25,605,214	275,000.00	275,000.00	0.00	0.00	0.00
88042352754	Vanguard High-Yield Corp Fund Adm	7/12/2010	9/4/2014	16,366,612	100,000.00	89,852.70	0.00	10,147.30	10,147.30
88042352754	Vanguard Convertible Securities Fu	12/19/2011	9/4/2014	57,796.43	57,796.43	55,702.07	0.00	2,094.36	2,094.36
88042352754	Vanguard Global Equity Fund	2/27/2014	9/4/2014	2,941,015	42,203.57	38,762.58	0.00	3,440.99	3,440.99
88042352754	Vanguard Intern-Term Investment Gr	5/2/2014	9/4/2014	6,955,485	175,000.00	164,845.00	10,155.00	0.00	10,155.00
88042352754	Vanguard ST Invest Grade Corporate	5/2/2014	9/4/2014	15,451,945	153,437.81	152,819.74	618.07	0.00	618.07
88042352754	HSBC Holdings PLC ADR	9/13/2004	9/10/2014	100,000	5,309.15	8,059.34	0.00	(2,750.19)	(2,750.19)
88042352754	HSBC Holdings PLC ADR	2/23/2005	9/10/2014	300,000	15,927.46	25,707.35	0.00	(9,779.89)	(9,779.89)
88042352754	HSBC Holdings PLC ADR	1/19/2005	9/10/2014	100,000	5,306.15	8,053.35	0.00	(2,744.20)	(2,744.20)
88042352754	HSBC Holdings PLC ADR	4/8/2009	9/10/2014	208,000	11,043.03	3,845.41	0.00	7,197.62	7,197.62
TOTAL					5,915,742.18	5,579,413.65	7,767.56	328,560.97	336,328.53

TAX PREPARER 293
TRUST ADMINISTRATOR 47
INVESTMENT OFFICER 102

LEGEND F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM	NC
5 0000 ALCOA INC COM - 013817101 - MINOR = 42							
SOLD		04/01/2014	64.05				
ACQ	5 0000	09/23/2005	64 05	120 50	-56 45	LT	Y
5 0000 ALCOA INC COM - 013817101 - MINOR = 42							
SOLD		05/27/2014	67 55				
ACQ	5.0000	10/05/2005	67 55	116 03	-48 48	LT	Y
3 0000 ALLSTATE CORP COM - 020002101 - MINOR = 42							
SOLD		03/24/2014	169.17				
ACQ	3 0000	03/28/2006	169.17	157 05	12 12	LT	Y
3 0000 ALLSTATE CORP COM - 020002101 - MINOR = 42							
SOLD		08/25/2014	184 62				
ACQ	3 0000	03/06/2007	184 62	176 70	7 92	LT	Y
3 0000 APPLIED MATERIALS INC COM * - 038222105 - MINOR = 42							
SOLD		06/20/2014	68 10				
ACQ	3 0000	05/06/2010	68 10	37 23	30.87	LT	Y
4 0000 ARCHER DANIELS MIDLAND CO COM - 039483102 - MINOR = 42							
SOLD		11/05/2013	167 80				
ACQ	1 0000	09/29/2008	41 95	22 17	19 78	LT	Y
ACQ	3 0000	10/02/2008	125 85	56 82	69 03	LT	Y
6.0000 ARCHER DANIELS MIDLAND CO COM - 039483102 - MINOR = 42							
SOLD		07/03/2014	272 69				
ACQ	5 0000	10/06/2008	227.24	88 67	138.57	LT	Y
ACQ	1 0000	10/08/2008	45 45	17 05	28 40	LT	Y
4 0000 ARCHER DANIELS MIDLAND CO COM - 039483102 - MINOR = 42							
SOLD		08/08/2014	195 84				
ACQ	3 0000	10/08/2008	146 88	51 15	95.73	LT	Y
ACQ	1 0000	05/03/2010	48.96	27 80	21 16	LT	Y
1 0000 BP AMOCO PLC SPONSORED ADR - 055622104 - MINOR = 44							
SOLD		01/21/2014	48 46				
ACQ	1 0000	05/03/2010	48 46	48 26	0 20	LT	Y
2.0000 BAKER HUGHES INC COM* - 057224107 - MINOR = 42							
SOLD		01/21/2014	110 82				
ACQ	2 0000	03/21/2012	110 82	92 40	18 42	LT	
4 0000 BAKER HUGHES INC COM* - 057224107 - MINOR = 42							
SOLD		05/07/2014	284 58				
ACQ	2 0000	03/21/2012	142 29	92 40	49 90	LT	
ACQ	2.0000	03/22/2012	142 29	87 78	54 52	LT	
5 2500 BARCLAYS PLC RIGHTS							
SOLD		10/02/13 - 06738E121 - MINOR = 43					
ACQ	5 2500	10/08/2013	27 95				
ACQ		09/24/2013	27 95	0 00	27.95	ST	Y
2.0000 BEST BUY COMPANY INC COM* - 086516101 - MINOR = 42							
SOLD		10/17/2013	84 40				
ACQ	2.0000	06/07/2012	84 40	37 33	47 07	LT	
1 0000 BEST BUY COMPANY INC COM* - 086516101 - MINOR = 42							
SOLD		07/03/2014	31 95				
ACQ	1 0000	06/07/2012	31 95	18 66	13 29	LT	
1 0000 BOEING CO COM * - 097023105 - MINOR = 42							
SOLD		11/18/2013	140 45				
ACQ	1 0000	10/06/2008	140 45	49 98	90.47	LT	Y
2 0000 DOVER CORP COM * - 260003108 - MINOR = 42							
SOLD		12/20/2013	188 14				
ACQ	2.0000	01/04/2008	188 14	87.38	100.76	LT	Y
2.0000 DOVER CORP COM * - 260003108 - MINOR = 42							
SOLD		06/25/2014	178 85				
ACQ	2.0000	01/04/2008	178 85	72 64	106 21	LT	Y
2.0000 GANNETT CO COM - 364730101 - MINOR = 42							
SOLD		07/02/2014	64 00				
ACQ	2 0000	07/20/2007	64 00	105 10	-41 10	LT	Y
1 0000 GANNETT CO COM - 364730101 - MINOR = 42							
SOLD		08/05/2014	35 30				
ACQ	1 0000	07/20/2007	35 30	52 55	-17 25	LT	Y
2 0000 KNOWLES CORP COM - 49926D109 - MINOR = 42							
SOLD		03/06/2014	60 50				
ACQ	1 0000	01/04/2008	30 25	14 74	15 51	LT	Y
ACQ	1 0000	01/17/2008	30 25	12 33	17 92	LT	Y
5000 KNOWLES CORP COM - 49926D109 - MINOR = 42							
SOLD		03/17/2014	14.34				
ACQ	5000	01/17/2008	14 34	6.17	8.17	LT	Y
1 0000 LINCOLN NATIONAL CORP INDIANA COM - 534187109 - MINOR = 42							
SOLD		11/18/2013	50.45				
ACQ	1 0000	02/22/2005	50 45	53 62	-3.17	LT	Y
2.0000 MARSH & MCLENNAN COS INC COM - 571748102 - MINOR = 42							
SOLD		03/06/2014	98 18				
ACQ	2 0000	10/15/2004	98 18	55.10	43 08	LT	Y
2.0000 MICROSOFT CORP COM* - 594918104 - MINOR = 42							
SOLD		03/28/2014	80 90				
ACQ	2 0000	11/15/2012	80 90	53 66	27 24	LT	
1 0000 MICROSOFT CORP COM* - 594918104 - MINOR = 42							
SOLD		07/17/2014	45 39				
ACQ	1 0000	11/15/2012	45 39	26 83	18 56	LT	
1.0000 NATIONAL-OILWELL VARCO INC COM - 637071101 - MINOR = 42							
SOLD		01/21/2014	76 87				
ACQ	1.0000	02/20/2013	76 87	68 60	8 07	ST	

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM	NC
14.0000 NIPPON TELEG & TEL CORP SPONS ADR - 654624105 - MINOR = 44							
SOLD		12/30/2013	373 80				
ACQ	7.0000	06/05/2007	186 90	159 18	27 71	LT	Y
	7.0000	08/10/2007	186 90	147 56	39 34	LT	Y
14 0000 NIPPON TELEG & TEL CORP SPONS ADR - 654624105 - MINOR = 44							
SOLD		01/14/2014	379 53				
ACQ	14 0000	08/10/2007	379 53	295 12	84 41	LT	Y
1 0000 NOW INC COM - 67011P100 - MINOR = 42							
SOLD		06/03/2014	34 64				
ACQ	2500	02/20/2013	8 66	6 75	1 91	LT	
	7500	04/17/2013	25 98	19 23	6 75	LT	
2500 NOW INC COM - 67011P100 - MINOR = 42							
SOLD		06/12/2014	8 40				
ACQ	2500	04/17/2013	8 40	6 41	1 99	LT	
1.0000 RAYTHEON CO NEW COM* - 755111507 - MINOR = 42							
SOLD		11/25/2013	87 55				
ACQ	1 0000	08/03/2011	87 55	42 90	44 65	LT	
30 0000 STAPLES INC COM* - 855030102 - MINOR = 42							
SOLD		05/01/2014	382 50				
ACQ	5.0000	11/26/2007	63 75	99 50	-35 75	LT	Y
	1.0000	10/24/2008	12 75	14 30	-1 55	LT	Y
	2 0000	10/24/2008	25 50	28 60	-3 10	LT	Y
	14 0000	05/17/2011	178 50	277 34	-98 84	LT	
	8 0000	05/18/2011	102 00	132 40	-30 40	LT	
15 0000 STAPLES INC COM* - 855030102 - MINOR = 42							
SOLD		09/03/2014	193 50				
ACQ	5.0000	05/18/2011	64 50	82 75	-18 25	LT	
	10.0000	08/15/2012	129 00	115 80	13 20	LT	
3 0000 TEVA PHARMACEUTICAL INDS LTD ADR - 881624209 - MINOR = 44							
SOLD		02/27/2014	146 85				
ACQ	3.0000	11/09/2006	146 85	96 15	50 70	LT	Y
3 0000 TEVA PHARMACEUTICAL INDS LTD ADR - 881624209 - MINOR = 44							
SOLD		04/02/2014	161 85				
ACQ	1 0000	11/09/2006	53 95	32 05	21 90	LT	Y
	2 0000	07/28/2010	107 90	97 49	10 41	LT	Y
4 0000 VODAFONE GROUP PLC SPON ADR* - 92857W209 - MINOR = 44							
SOLD		12/20/2013	153 80				
ACQ	4 0000	03/09/2012	153 80	106 80	47 00	LT	
3 0000 VODAFONE GROUP PLC SPON ADR* - 92857W209 - MINOR = 44							
SOLD		12/27/2013	117 45				
ACQ	3.0000	03/09/2012	117 45	80 10	37 35	LT	
12 0000 WESTERN UNION CO COM* - 959802109 - MINOR = 31000							
SOLD		10/22/2013	227 40				
ACQ	12 0000	05/06/2010	227 40	203 52	23 88	LT	
1 0000 ENSCO PLC CL A* - G3157S106 - MINOR = 44							
SOLD		01/21/2014	54 96				
ACQ	1 0000	09/27/2013	54 96	54 90	0 06	ST	
TOTALS			5133 58	4005 75			

SHORT TERM COVERED	131.83	123.70	8.13
SHORT TERM NONCOVERED	27.95	-	27.95
TOTAL SHORT TERM	159.78	123.70	36.08
LONG TERM COVERED	1,513.88	1,279.54	234.34
LONG TERM NONCOVERED	3,459.92	2,602.51	857.41
LONG TERM TOTAL	4,973.80	3,882.05	1,091.75
TOTAL	5,133.58	4,005.75	1,127.83

	Current Value	Cost Basis
Corporate Bonds		
Eaton Corp	121,930 00	104,519 00
Stocks		
Abbott Laboratories	49,908 00	30,250 29
AbbVie Inc	69,312 00	32,803 79
Air Products & Chemicals Inc	26,036 00	18,128 54
Altria Group Inc	114,850 00	47,376 88
American Express Co	70,032 00	38,739 49
Automatic Data Processing	49,848 00	27,646 32
BlackRock Inc	65,664 00	33,689 99
Canadian Pacific Railway Ltd	62,241 00	35,682 37
Caterpillar Inc	39,612 00	23,989 35
Chevron Corp	143,184 00	53,819 10
Cisco Systems Inc	25,170 00	33,005 35
Citigroup Inc	12,955 00	121,780 35
Coca-Cola Co	157,842 00	98,800 19
Comcast Corp Class A	24,201 00	19,482 12
ConocoPhillips	84,172 00	31,747 24
DJ Emerging Markets Consumer ETF	196,725 00	164,100 00
DoubleLine Total Return Bond I	257,661 42	260,620 44
Estee Lauder Cos Inc Class A	59,776 00	9,374 67
Exxon Mobil Corporation	282,150 00	209,135 35
Franklin Resources Inc	40,957 50	30,929 24
Freeport-McMoRan Inc	32,650 00	53,097 82
General Electric Co	66,612 00	44,741 67
Gilead Sciences Inc	47,157 35	35,713 13
Home Depot Inc	55,044 00	24,093 35
Intel Corp	194,992 00	95,638 00
International Business Machines Corp	94,915 00	61,462 28
Ishares MSCI All Country Asia Ex-Japan E	165,564 00	164,538 00
Ishares MSCI EAFE ETF	807,912 00	903,374 70
Ishares MSCI EAFE Growth ETF	510,675 00	601,934 25
Ishares MSCI EAFE Value ETF	415,491 24	602,689 88
Ishares S&P Latin America 40 ETF	110,640 00	156,239 70
Ishares S&P US Preferred Stock Index	363,584 00	368,616 00
Johnson & Johnson	170,544 00	76,638 00
JPMorgan Chase & Co	72,288 00	23,010 00
Kinder Morgan Inc	57,510 00	42,809 85
Kraft Foods Group Inc	18,499 20	10,475 90
MAF - The Investment Fund for Foundation	2,786,846 20	2,768,937 31
McDonald's Corp	104,291 00	40,114 06
McGraw Hill Financial Inc	67,560 00	30,745 35
Merck & Co Inc	71,136 00	45,074 73
Midcap SPDRS ETF	498,640 00	190,367 00
Mondelez International Inc Class A	33,716 76	19,523 84
Nestle SA ADR	125,171 00	41,780 14
News Corp Class A	13,080 00	5,759 90
Novo Nordisk A/S ADR	35,715 00	24,644 20
Occidental Petroleum Corp	76,920 00	40,716 77
PepsiCo Inc	102,399 00	46,552 50
Philip Morris International Inc	208,500 00	107,561 32
Phillips 66	44,720 50	10,010 46
PIMCO All Asset All Authority Inst Fund	361,205 77	400,000 00
PIMCO Commodity Real Return Strategies F	74,571 43	100,000 00
Praxair Inc	64,500 00	28,150 30
Procter & Gamble Co	117,236 00	63,388 30
RBS Capital Fund Trust VII Ser G 6 080%	47,780 00	50,000 00
Roche Holding AG ADR	147,960 00	45,900 00
Royal Dutch Shell PLC ADR Class A	76,130 00	53,548 25
S&P Oil & Gas Equipment & Services ETF	138,465 99	123,609 42
S&P Oil & Gas Exploration & Production E	172,075 00	125,225 00
SABMiller PLC ADR	38,892 00	28,895 82
Sector SPDR Consumer Staples	45,110 00	25,103 00
Sector SPDR Energy	344,356 00	248,026 00
Sector SPDR Health Care	191,730 00	91,609 50
Sector SPDR Technology	79,800 00	98,005 50

BHUPAT & JYOTI FAMILY FOUNDATION
FORM-990PF, PART II

76-0522455

	Current Value	Cost Basis
SPDR S&P 500 ETF	788,080 00	518,308 50
SPDR S&P Dividend ETF	749,400 00	511,100 00
Target Corp	62,680 00	30,640 00
Texas Instruments Inc	57,228 00	38,899 95
Time Warner Cable Inc	50,221 50	27,167 87
Total SA ADR	51,560 00	44,687 64
Twenty-First Century Fox Inc Class A	109,728 00	44,530 10
United Technologies Corp	63,360 00	42,761 19
Vanguard Convertible Securities Fund	509,450 53	511,237 42
Vanguard Emerging Markets ETF	917,620 00	1,072,246 60
Vanguard FTSE Europe Index ETF	320,276 00	328,906 90
Vanguard Global Equity Fund	342,084 36	335,155 00
Vanguard High-Yield Corp Fund Adm	702,651 83	648,838 47
Vanguard Mid-Cap ETF	328,468 00	109,605 25
Vanguard Precious Metals and Mining Fund	100,109 15	205,917 38
Vanguard REIT ETF	107,775 00	98,526 58
Vanguard Short-Term Bond ETF	240,210 00	240,158 95
Vanguard Small-Cap ETF	1,161,615 00	560,189 67
Vanguard ST Invest Grade Corporate Bond	498,553 54	500,000 00
Vanguard Total Stock Mkt ETF	202,480 00	136,420 00
Vanguard Total World Stock Index ETF	1,219,676 00	864,032 00
Walgreen Co	88,905 00	73,379 35
Wal-Mart Stores Inc	76,470 00	47,356 25
Walt Disney Co	53,418 00	26,094 04
Whole Foods Market Inc	30,488 00	21,096 05
	<u>19,917,390 27</u>	<u>16,476,677 43</u>
Other		
AG Diversified Credit Strat Fund-Foundat	1,034,537 00	981,646 00
Angelo Gordon Super Fund International	997,921 00	1,000,000 00
	<u>2,032,458 00</u>	<u>1,981,646 00</u>
Total	<u><u>22,071,778 27</u></u>	<u><u>18,562,842 43</u></u>

PORTFOLIO HOLDINGS

EQUITIES

STOCK/OPTIONS

7.00	ALLSTATE CORP COM*	290.38	429.59	7.84
		41.48	61.37	1.82
76.00	ANNALY CAPITAL MGMT INC REIT COM*	931.90	811.68	91.20
		12.26	10.68	11.24
8.00	APPLIED MATERIALS INC COM *	97.98	172.88	3.20
		12.25	21.61	1.85
7.00	ARCHER DANIELS MIDLAND CO COM	183.38	357.70	6.72
		26.20	51.10	1.88
22.00	AT & T INC COM*	535.18	775.28	40.48
		24.33	35.24	5.22
10.00	BAKER HUGHES INC COM*	408.36	650.60	6.80
		40.84	65.06	1.05
22.00	BANK OF AMERICA CORP COM*	884.18	375.10	4.40
		40.19	17.05	1.17
21.00	BARCLAYS PLC SPONSORED ADR*	891.16	311.01	8.69
		42.44	14.81	2.79
4.00	BB&T CORP COM*	126.20	148.84	3.84
		31.55	37.21	2.58
1.00	BECTON DICKINSON & CO COM*	72.53	113.81	2.18
		72.53	113.81	1.92
17.00	BLACK BOX CORPORATION COM	529.30	396.44	6.80
		31.14	23.32	1.72

PORTFOLIO HOLDINGS

SHARES OR FACE VALUE		TAX COST/ UNIT COST	MKT VALUE/ UNIT PRICE	EST INCOME/ INC RATE(%)
EQUITIES				
6.00	BOEING CO COM *	285.71	764.28	17.52
		47.62	127.38	2.29
11.00	BP PLC SPONSORED ADR*	464.02	483.45	25.08
		42.18	43.95	5.19
7.00	CITIGROUP INC COM*	332.46	362.74	0.28
		47.49	51.82	0.08
15.00	COACH INC COM*	742.71	534.15	20.25
		49.51	35.61	3.79
3.00	DOVER CORP COM *	91.15	240.99	4.80
		30.38	80.33	1.99
37.00	DOW CHEMICAL CO COM *	1,341.38	1,940.28	54.76
		36.25	52.44	2.82
12.00	E M C CORP MASSACHUSETTS COM *	284.72	351.12	5.52
		23.73	29.26	1.57
16.00	ENSCO PLC CL A*	772.61	660.96	48.00
		48.29	41.31	7.26
16.00	ERICSSON AMERICAN DEPOSITARY SHS B*	193.60	201.44	4.82
		12.10	12.59	2.39
3.00	GANNETT CO COM*	154.51	89.01	2.40
		51.50	29.67	2.70
12.00	GENERAL MOTORS COMPANY COM	412.72	383.28	14.40
		34.39	31.94	3.76
27.00	HEWLETT PACKARD CO (DEL) COM*	963.21	957.69	17.28
		35.67	35.47	1.80
12.00	HONDA MOTOR CO LTD SPONSORED ADR	396.18	411.36	8.47
		33.02	34.28	2.06
6.00	INTL BUSINESS MACHINES CORP COM *	576.37	1,138.98	26.40
		96.06	189.83	2.32
6.00	JOHNSON CONTROLS INC COM *	165.30	264.00	5.28
		27.55	44.00	2.00
2.00	LINCOLN NATIONAL CORP INDIANA COM	107.24	107.16	1.28
		53.62	53.58	1.19
7.00	MARSH & MCLENNAN COS INC COM*	196.85	366.38	7.84
		28.12	52.34	2.14
4.00	MAXIM INTEGRATED PRODUCTS INC COM*	107.92	120.96	4.48
		26.98	30.24	3.70
6.00	MERCK & CO INC NEW COM*	275.52	355.68	10.56
		45.92	59.28	2.97
7.00	MOSAIC COMPANY COM (THE)*	302.17	310.87	7.00
		43.17	44.41	2.25

PORTFOLIO HOLDINGS

SHARES OR FACE VALUE		TAX COST/ UNIT COST	MKT VALUE/ UNIT PRICE	EST INCOME/ INC RATE(%)
EQUITIES				
5.00	NATIONAL-OILWELL VARCO INC COM	297.85	380.50	9.20
1.00	OCCIDENTAL PETROLEUM CORP COM*	59.57	76.10	2.42
		78.67	96.15	2.88
3.00	QUALCOMM INC COM*	78.67	96.15	3.00
		183.75	224.31	5.04
4.00	QUEST DIAGNOSTICS INC COM	61.25	74.77	2.25
		202.20	242.72	5.28
4.00	RAYTHEON CO NEW COM*	50.55	60.68	2.18
		171.60	406.48	9.68
7.00	RIO TINTO PLC SPON ADR*	42.90	101.62	2.38
		302.69	344.26	13.57
8.00	ROCK-TENN CO CL A COM	43.24	49.18	3.94
		387.99	380.64	5.60
4.00	ROYAL DUTCH SHELL PLC ADR CL A	48.50	47.58	1.47
		256.40	304.52	12.24
8.00	SANOFI SPONSORED ADR*	64.10	76.13	4.02
		394.63	451.44	12.79
14.00	STAPLES INC COM*	49.33	56.43	2.83
		165.31	169.40	6.72
13.00	TARGET CORP COM *	11.81	12.10	3.97
		754.21	814.84	27.04
11.00	TEVA PHARMACEUTICAL INDS LTD ADR*	58.02	62.68	3.32
		503.93	591.25	12.85
9.00	WAL MART STORES INC COM*	45.81	53.75	2.17
		447.25	688.23	17.28
60.00	WESTERN UNION CO COM*	49.69	76.47	2.51
		919.05	962.40	30.00
18.00	XL GROUP PLC	15.32	16.04	3.12
		1,138.88	597.06	10.08
		63.27	33.17	1.69
		19,321.31	21,241.91	648.82
TOTAL EQUITIES		19,321.31	21,241.91	648.82

**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

BHUPAT & JYOTI MEHTA FAMILY FOUNDATION

Employer identification number

76-0522455

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	132.	124.		8.
2 Totals for all transactions reported on Form(s) 8949 with Box B checked	28.			28.
3 Totals for all transactions reported on Form(s) 8949 with Box C checked	3,258,337.	3,250,569.		7,768.
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 7,804.

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	1,514.	1,280.		234.
9 Totals for all transactions reported on Form(s) 8949 with Box E checked	3,460.	2,603.		857.
10 Totals for all transactions reported on Form(s) 8949 with Box F checked	2,657,405.	2,328,844.		328,561.
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.				13 221,867.
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 ▶				16 551,519.

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

Schedule D (Form 1041) 2013

JSA
3F1210 1 000

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		7,804.
18	Net long-term gain or (loss):			
a	Total for year	18a		551,519.
b	Unrecaptured section 1250 gain (see line 18 of the wrksh)	18b		
c	28% rate gain	18c		
19	Total net gain or (loss). Combine lines 17 and 18a. ▶	19		559,323.

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	20	()
a	The loss on line 19, column (3) or		
b	\$3,000		

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		

Schedule D (Form 1041) 2013

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

Name(s) shown on return

BHUPAT & JYOTI MEHTA FAMILY FOUNDATION

Social security number or taxpayer identification number

76-0522455

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

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

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

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

- ☒ (A) Short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see Note above)
☐ (B) Short-term transactions reported on Form(s) 1099-B showing basis was not reported to the IRS
☐ (C) Short-term transactions not reported to you on Form 1099-B

1	(a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo, day, yr)	(c) Date sold or disposed (Mo, day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). See the separate instructions.		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g).
						(f) Code(s) from instructions	(g) Amount of adjustment	
	SEE ATTACHMENT B- SHORT TERM COVERED	VARIOUS	VARIOUS	132.	124.			8.
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) ►				132.	124.			8.

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.

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

2013Attachment
Sequence No **12A**

Name(s) shown on return

BHUPAT & JYOTI MEHTA FAMILY FOUNDATION

Social security number or taxpayer identification number

76-0522455

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

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

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

- ☐ (A) Short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see Note above)
- ☒ (B) Short-term transactions reported on Form(s) 1099-B showing basis was not reported to the IRS
- ☐ (C) Short-term transactions not reported to you on Form 1099-B

1	(a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo, day, yr)	(c) Date sold or disposed (Mo, day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). See the separate instructions.		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
	SEE ATTACHMENT B-SHORT TERM NONCOVERED	09/24/2013	10/08/2013	28.				28.
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).				28.				28.

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.

Sales and Other Dispositions of Capital Assets

OMB No 1545-0074

Department of the Treasury
Internal Revenue Service► 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.

2013Attachment
Sequence No **12A**

Name(s) shown on return

BHUPAT & JYOTI MEHTA FAMILY FOUNDATION

Social security number or taxpayer identification number

76-0522455

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

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

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

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

- ☐ (A) Short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see Note above)
- ☐ (B) Short-term transactions reported on Form(s) 1099-B showing basis was not reported to the IRS
- ☒ (C) Short-term transactions not reported to you on Form 1099-B

1	(a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo, day, yr)	(c) Date sold or disposed (Mo, day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). See the separate instructions		(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
	SEE ATTACHMENT A-SHORT TERM	VARIOUS	VARIOUS	3,258,337.	3,250,569.			7,768.
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) ►				3,258,337.	3,250,569.			7,768.

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

Name(s) shown on return (Name and SSN or taxpayer identification no. not required if shown on other side)

BHUPAT & JYOTI MEHTA FAMILY FOUNDATION

Social security number or taxpayer identification number

76-0522455

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

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

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

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

- ☒ (D) Long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see Note above)
☐ (E) Long-term transactions reported on Form(s) 1099-B showing basis was not reported to the IRS
☐ (F) Long-term transactions not reported to you on Form 1099-B

1	(a) Description of property (Example 100 sh XYZ Co.)	(b) Date acquired (Mo., day, yr.)	(c) Date sold or disposed (Mo., day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). See the separate instructions.		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g).
						(f) Code(s) from instructions	(g) Amount of adjustment	
	SEE ATTACHMENT B-LONG TERM COVERED	VARIOUS	VARIOUS	1,514.	1,280.			234.
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) ▶				1,514.	1,280.			234.

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.

Name(s) shown on return (Name and SSN or taxpayer identification no. not required if shown on other side)

BHUPAT & JYOTI MEHTA FAMILY FOUNDATION

Social security number or taxpayer identification number

76-0522455

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

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

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

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

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

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

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

1	(a) Description of property (Example 100 sh XYZ Co.)	(b) Date acquired (Mo., day, yr.)	(c) Date sold or disposed (Mo., day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). See the separate instructions.		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g).
						(f) Code(s) from instructions	(g) Amount of adjustment	
	SEE ATTACHMENT B-LONG TERM NONCOVERED	VARIOUS	VARIOUS	3,460.	2,603.			857.
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) ▶				3,460.	2,603.			857.

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.

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

BHUPAT & JYOTI MEHTA FAMILY FOUNDATION

76-0522455

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

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

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

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

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

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

1	(a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo, day, yr)	(c) Date sold or disposed (Mo, day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss If you enter an amount in column (g), enter a code in column (f). See the separate instructions		(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
	SEE ATTACHMENT A-LONG TERM	VARIOUS	VARIOUS	2,657,405.	2,328,844.			328,561.
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) ▶				2,657,405.	2328844.			328,561.

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

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

Kind of Property		Description				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				221,867.	
3,258,337.		SEE ATTACHMENT A-SHORT TERM PROPERTY TYPE: SECURITIES 3,250,569.				VARIOUS 7,768.	VARIOUS
2,657,405.		SEE ATTACHMENT A-LONG TERM PROPERTY TYPE: SECURITIES 2,328,844.				VARIOUS 328,561.	VARIOUS
28.		SEE ATTACHMENT B-SHORT TERM NONCOVERED PROPERTY TYPE: SECURITIES				09/24/2013 28.	10/08/2013
132.		SEE ATTACHMENT B-SHORT TERM COVERED PROPERTY TYPE: SECURITIES 124.				VARIOUS 8.	VARIOUS
1,514.		SEE ATTACHMENT B-LONG TERM COVERED PROPERTY TYPE: SECURITIES 1,280.				VARIOUS 234.	VARIOUS
3,460.		SEE ATTACHMENT B-LONG TERM NONCOVERED PROPERTY TYPE: SECURITIES 2,603.				VARIOUS 857.	VARIOUS
TOTAL GAIN (LOSS)						<u>559,323.</u>	