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**Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation**

2008

Department of the Treasury
Internal Revenue Service (77)

Note: The foundation may be able to use a copy of this return to satisfy state reporting requirements

For calendar year 2008, or tax year beginning 2008, and ending

G Check all that apply: Initial return Final return Amended return Address change Name change

Use the IRS label. Otherwise, print or type. See Specific Instructions

NORTHFIELD BANK FOUNDATION
1731 VICTORY BLVD.
STATEN ISLAND, NY 10314

A Employer identification number
26-1317178

B Telephone number (see the instructions)
718-448-1000

C If exemption application is pending, check here

D 1 Foreign organizations, check here

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

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

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

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

I Fair market value of all assets at end of year (from Part II, column (c), line 16)
▶ \$ 12,608,601.

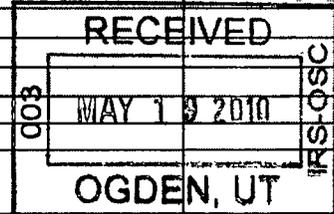
J Accounting method: Cash Accrual
 Other (specify) _____
(Part I, column (d) must be on cash basis)

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 the instructions))

(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
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		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
REVENUE	1 Contributions, gifts, grants, etc. received (att sch)				
	2 <input checked="" type="checkbox"/> if the foundn is not req to att Sch B				
	3 Interest on savings and temporary cash investments	94,405.	94,405.	94,405.	
	4 Dividends and interest from securities	35,842.	35,842.	35,842.	
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain/(loss) from sale of assets not on line 10				
	b Gross sales price for all assets on line 6a				
	7 Capital gain net income (from Part IV, line 2)				
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit/(loss) (att sch)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11		130,247.	130,247.	130,247.	
ADMINISTRATIVE AND EXPENSES	13 Compensation of officers, directors, trustees, etc	0.			
	14 Other employee salaries and wages	45,613.	4,561.	4,561.	41,052.
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule) SEE ST 1	2,453.			2,453.
	b Accounting fees (attach sch) SEE ST 2	22,000.			10,000.
	c Other prof fees (attach sch)				
	17 Interest				
	18 Taxes (attach schedule) SEE STMT 3	7,684.	388.	388.	7,246.
	19 Depreciation (attach sch) and depletion	1,962.			
	20 Occupancy				
	21 Travel, conferences, and meetings	234.			234.
22 Printing and publications	300.			300.	
23 Other expenses (attach schedule) SEE STATEMENT 4	8,994.	634.	634.	8,360.	
24 Total operating and administrative expenses. Add lines 13 through 23	89,240.	5,583.	5,583.	69,645.	
25 Contributions, gifts, grants paid PART XV	610,938.			610,938.	
26 Total expenses and disbursements. Add lines 24 and 25	700,178.	5,583.	5,583.	680,583.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-569,931.				
b Net investment income (if negative, enter -0-)		124,664.			
c Adjusted net income (if negative, enter -0-)			124,664.		



Q
5

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			669,553.	669,553.
	2	Savings and temporary cash investments		3,008,772.	1,858,363.	1,858,363.
	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 the instructions)				
	7	Other notes and loans receivable (attach sch)				
		Less: allowance for doubtful accounts				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments – US and state government obligations (attach schedule)				
	b	Investments – corporate stock (attach schedule) STATEMENT 5		9,695,380.	10,080,685.	10,080,685.
	c	Investments – corporate bonds (attach schedule)				
	11	Investments – land, buildings, and equipment, basis				
	Less: accumulated depreciation (attach schedule)					
12	Investments – mortgage loans					
13	Investments – other (attach schedule)					
14	Land, buildings, and equipment basis	7,847.				
	Less: accumulated depreciation (attach schedule) SEE STMT 6	1,962.		5,885.		
15	Other assets (describe)					
16	Total assets (to be completed by all filers – see instructions Also, see page 1, item I)		12,704,152.	12,614,486.	12,608,601.	
LIABILITIES	17	Accounts payable and accrued expenses			12,000.	
	18	Grants payable			83,485.	
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, & other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe SEE STATEMENT 7)		1,130.	605.	
	23	Total liabilities (add lines 17 through 22)		1,130.	96,090.	
NET ASSET BALANCES	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input checked="" type="checkbox"/>					
	24	Unrestricted		12,703,022.	12,518,396.	
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input type="checkbox"/>					
	27	Capital stock, trust principal, or current funds				
	28	Paid-in or capital surplus, or land, building, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds				
	30	Total net assets or fund balances (see the instructions)		12,703,022.	12,518,396.	
	31	Total liabilities and net assets/fund balances (see the instructions)		12,704,152.	12,614,486.	

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	12,703,022.
2	Enter amount from Part I, line 27a	2	-569,931.
3	Other increases not included in line 2 (itemize) SEE STATEMENT 8	3	385,305.
4	Add lines 1, 2, and 3	4	12,518,396.
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	12,518,396.

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 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1 a N/A			
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			(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
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
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 the instructions) If (loss), enter -0- in Part I, line 8]	3

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 (column (b) divided by column (c))
2007		2,774,164.	
2006			
2005			
2004			
2003			

2 Total of line 1, column (d)	2	
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	
4 Enter the net value of noncharitable-use assets for 2008 from Part X, line 5	4	12,475,167.
5 Multiply line 4 by line 3	5	
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,247.
7 Add lines 5 and 6	7	1,247.
8 Enter qualifying distributions from Part XII, line 4	8	680,583.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions

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

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter 'N/A' on line 1 Date of ruling letter _____ (attach copy of ruling letter if necessary – see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	1,247.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	0.
3 Add lines 1 and 2		3	1,247.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		5	1,247.
6 Credits/Payments			
a 2008 estimated tax prmts and 2007 overpayment credited to 2008	6 a	2,400.	
b Exempt foreign organizations – tax withheld at source	6 b		
c Tax paid with application for extension of time to file (Form 8868)	6 c	205.	
d Backup withholding erroneously withheld	6 d		
7 Total credits and payments Add lines 6a through 6d	7	2,605.	
8 Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0.	
10 Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	1,358.	
11 Enter the amount of line 10 to be Credited to 2009 estimated tax <input checked="" type="checkbox"/> 1,358. Refunded <input type="checkbox"/>	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1 a 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 the instructions for definition)? <i>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</i>		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 checked="" type="checkbox"/> \$ 0. (2) On foundation managers <input checked="" type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input checked="" type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If 'Yes,' attach a detailed description of the activities</i>		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? <i>If 'Yes,' attach a conformed copy of the changes</i>		X
4 a 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? <i>If 'Yes,' attach the statement required by General Instruction T</i>		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? <i>If 'Yes,' complete Part II, column (c), and Part XV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see the instructions) <input checked="" type="checkbox"/> NY DE		
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 <i>General Instruction G</i> ? <i>If 'No,' attach explanation</i>	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 2008 or the taxable year beginning in 2008 (see instructions for Part XIV)? <i>If 'Yes,' complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses</i>		X

Part VII-A Statements Regarding Activities Continued

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address WWW.NORTHFIELDBANKFOUNDATION.ORG	13	X	
14	The books are in care of STEVEN M. KLEIN Telephone no 718-448-1000 Located at 1731 VICTORY BLVD. STATEN ISLAND NY ZIP + 4 10314			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	N/A		<input type="checkbox"/> N/A

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

File Form 4720 if any item is checked in the 'Yes' column, unless an exception applies.

		Yes	No
1 a	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see the instructions)? Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>	1 b	N/A
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2008?	1 c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2008, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2008? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If 'Yes,' list the years 20__ , 20__ , 20__ , 20__		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer 'No' and attach statement - see the instructions)	2 b	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. 20__ , 20__ , 20__ , 20__		
3 a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If 'Yes,' did it have excess business holdings in 2008 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2008)	3 b	N/A
4 a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2008?	4 b	X

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

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

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

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

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

(4) Provide a grant to an organization other than a charitable, etc, organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) Yes No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

b If any answer is 'Yes' to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Yes No

Organizations relying on a current notice regarding disaster assistance check here

c If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No

If 'Yes,' attach the statement required by Regulations section 53.4945-5(d) N/A

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No

If you answered 'Yes' to 6b, also file Form 8870

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

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

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

(a) Name and address	(b) Title and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 9		0.	0.	0.

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

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

Total number of other employees paid over \$50,000 0

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)

3 Five highest-paid independent contractors for professional services – (see instructions). If none, enter 'NONE.'

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services		0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 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 N/A		

2		

All other program-related investments See instructions		
3		

Total. Add lines 1 through 3		0.

BAA

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	9,863,765.
b Average of monthly cash balances	1b	2,801,379.
c Fair market value of all other assets (see instructions)	1c	
d Total (add lines 1a, b, and c)	1d	12,665,144.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2 Acquisition indebtedness applicable to line 1 assets	2	0.
3 Subtract line 2 from line 1d	3	12,665,144.
4 Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	189,977.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	12,475,167.
6 Minimum investment return. Enter 5% of line 5	6	623,758.

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	623,758.
2a Tax on investment income for 2008 from Part VI, line 5	2a	1,247.
b Income tax for 2008 (This does not include the tax from Part VI)	2b	
c Add lines 2a and 2b	2c	1,247.
3 Distributable amount before adjustments Subtract line 2c from line 1	3	622,511.
4 Recoveries of amounts treated as qualifying distributions	4	
5 Add lines 3 and 4	5	622,511.
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	622,511.

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	680,583.
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	680,583.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	1,247.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	679,336.

Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2007	(c) 2007	(d) 2008
1 Distributable amount for 2008 from Part XI, line 7				622,511.
2 Undistributed income, if any, as of the end of 2007				
a Enter amount for 2007 only			50,187.	
b Total for prior years. 20__, 20__, 20__		0.		
3 Excess distributions carryover, if any, to 2008				
a From 2003				
b From 2004				
c From 2005				
d From 2006				
e From 2007				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2008 from Part XII, line 4 \blacktriangleright \$ <u>680,583.</u>				
a Applied to 2007, but not more than line 2a			50,187.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2008 distributable amount				622,511.
e Remaining amount distributed out of corpus	7,885.			
5 Excess distributions carryover applied to 2008 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	7,885.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2007. Subtract line 4a from line 2a. Taxable amount - see instructions			0.	
f Undistributed income for 2008. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2009				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2003 not applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2009. Subtract lines 7 and 8 from line 6a	7,885.			
10 Analysis of line 9				
a Excess from 2004				
b Excess from 2005				
c Excess from 2006				
d Excess from 2007				
e Excess from 2008	7,885.			

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

<p>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 2008, enter the date of the ruling ▶</p> <p>b Check box to indicate whether the foundation is a private operating foundation described in section <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)</p>					
<p>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</p> <p>b 85% of line 2a</p> <p>c Qualifying distributions from Part XII, line 4 for each year listed</p> <p>d Amounts included in line 2c not used directly for active conduct of exempt activities</p> <p>e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c</p>	Tax year	Prior 3 years			
	(a) 2008	(b) 2007	(c) 2006	(d) 2005	(e) Total
<p>3 Complete 3a, b, or c for the alternative test relied upon</p> <p>a 'Assets' alternative test – enter</p> <p>(1) Value of all assets</p> <p>(2) Value of assets qualifying under section 4942(j)(3)(B)(i)</p> <p>b 'Endowment' alternative test – enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed</p> <p>c 'Support' alternative test – enter</p> <p>(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)</p> <p>(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)</p> <p>(3) Largest amount of support from an exempt organization</p> <p>(4) Gross investment income</p>					

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

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

a The name, address, and telephone number of the person to whom applications should be addressed

SEE STATEMENT 10

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

SEE STATEMENT FOR LINE 2A

c Any submission deadlines

SEE STATEMENT FOR LINE 2A

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

SEE STATEMENT FOR LINE 2A

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 STATEMENT 11				
Total				▶ 3a 610,938.
b Approved for future payment				
Total				▶ 3b

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NORTHFIELD BANK FOUNDATION

26-1317178

STATEMENT 1
FORM 990-PF, PART I, LINE 16A
LEGAL FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEE	\$ 2,453.			\$ 2,453.
TOTAL	\$ 2,453.	\$ 0.	\$ 0.	\$ 2,453.

STATEMENT 2
FORM 990-PF, PART I, LINE 16B
ACCOUNTING FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	\$ 22,000.			\$ 10,000.
TOTAL	\$ 22,000.	\$ 0.	\$ 0.	\$ 10,000.

STATEMENT 3
FORM 990-PF, PART I, LINE 18
TAXES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL EXCISE TAX	\$ 3,755.			\$ 3,705.
NYS FILING FEES	50.			50.
PAYROLL TAXES	3,879.	\$ 388.	\$ 388.	3,491.
TOTAL	\$ 7,684.	\$ 388.	\$ 388.	\$ 7,246.

STATEMENT 4
FORM 990-PF, PART I, LINE 23
OTHER EXPENSES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INSURANCE	\$ 2,407.			\$ 2,407.
OFFICE EXPENSE	2,015.	\$ 201.	\$ 201.	1,814.
SUPPLIES	4,572.	433.	433.	4,139.
TOTAL	\$ 8,994.	\$ 634.	\$ 634.	\$ 8,360.

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NORTHFIELD BANK FOUNDATION

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STATEMENT 5
FORM 990-PF, PART II, LINE 10B
INVESTMENTS - CORPORATE STOCKS

<u>CORPORATE STOCKS</u>	<u>VALUATION METHOD</u>	<u>BOOK VALUE</u>	<u>FAIR MARKET VALUE</u>
896,061 SHARES NORTHFIELD BANCORP INC.	MKT VAL	\$ 10,080,685.	\$ 10,080,685.
	TOTAL	<u>\$ 10,080,685.</u>	<u>\$ 10,080,685.</u>

STATEMENT 6
FORM 990-PF, PART II, LINE 14
LAND, BUILDINGS, AND EQUIPMENT

<u>CATEGORY</u>	<u>BASIS</u>	<u>ACCUM. DEPREC.</u>	<u>BOOK VALUE</u>	<u>FAIR MARKET VALUE</u>
MACHINERY AND EQUIPMENT	\$ 7,847.	\$ 1,962.	\$ 5,885.	\$ 0.
TOTAL	<u>\$ 7,847.</u>	<u>\$ 1,962.</u>	<u>\$ 5,885.</u>	<u>\$ 0.</u>

STATEMENT 7
FORM 990-PF, PART II, LINE 22
OTHER LIABILITIES

TAXES PAYABLE	\$ 605.
TOTAL	<u>\$ 605.</u>

STATEMENT 8
FORM 990-PF, PART III, LINE 3
OTHER INCREASES

UNREALIZED GAIN ON INVESTMENTS	\$ 385,305.
TOTAL	<u>\$ 385,305.</u>

STATEMENT 9
FORM 990-PF, PART VIII, LINE 1
LIST OF OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED</u>	<u>COMPEN-SATION</u>	<u>CONTRI-BUTION TO EBP & DC</u>	<u>EXPENSE ACCOUNT/ OTHER</u>
JOHN W. ALEXANDER 1731 VICTORY BLVD. STATEN ISLAND, NY 10314	PRESIDENT & CEO 0	\$ 0.	\$ 0.	\$ 0.

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STATEMENT 9 (CONTINUED)
FORM 990-PF, PART VIII, LINE 1
LIST OF OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED</u>	<u>COMPEN- SATION</u>	<u>CONTRI- BUTION TO EBP & DC</u>	<u>EXPENSE ACCOUNT/ OTHER</u>
STEVEN M. KLEIN 1731 VICTORY BLVD. STATEN ISLAND, NY 10314	CFO 0	\$ 0.	\$ 0.	\$ 0.
MADELINE G. FRANK 1731 VICTORY BLVD. STATEN ISLAND, NY 10314	SECRETARY 0	0.	0.	0.
SUSAN LAMBERTI ONE SUNSET HILL DRIVE STATEN ISLAND, NY 10301	CHAIRMAN 0	0.	0.	0.
LUCILLE CHAZANOFF 41 BENEDICT ROAD STATEN ISLAND, NY 10304	DIRECTOR 0	0.	0.	0.
ALBERT J. REGAN SIX POINT PLEASANT DRIVE WAKETOWN, NJ 08758	DIRECTOR 0	0.	0.	0.
JOHN R. BOWEN 114 AMELIA DRIVE CLARK, NJ 07066	DIRECTOR 0	0.	0.	0.
STANLEY A. APPLEBAUM 1731 VICTORY BOULEVARD STATEN ISLAND, NY 10314	DIRECTOR 0	0.	0.	0.
JOHN P. CONNORS, JR. 1731 VICTORY BOULEVARD STATEN ISLAND, NY 10314	DIRECTOR 0	0.	0.	0.
TOTAL		<u>\$ 0.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

STATEMENT 10
FORM 990-PF, PART XV, LINE 2A-D
APPLICATION SUBMISSION INFORMATION

NAME OF GRANT PROGRAM:
NAME: DIANE SENERCHIA
CARE OF:
STREET ADDRESS: 1731 VICTORY BLVD
CITY, STATE, ZIP CODE: STATEN ISLAND, NY 10314
TELEPHONE: (718) 303-4265
FORM AND CONTENT: LETTER FORMAT
SUBMISSION DEADLINES:
RESTRICTIONS ON AWARDS:

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NORTHFIELD BANK FOUNDATION

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STATEMENT 11
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
BISHOP KEARNEY HIGH SCHOOL 2202 - 60TH STREET BROOKLYN, NY 11204	NONE	501 (C) (3)	WBKS IN-HOUSE TELEVISION STUDIO BROADCASTS DAILY THROUGHOUT SCHOOL	\$ 7,525.
RWJUH RAHWAY FOUNDATION 865 STONE STREET RAHWAY, NJ 07065	NONE	501 (C) (3)	HELPING HANDS PROGRAM	22,000.
SAINT PETER'S COLLEGE 2641 KENNEDY BOULEVARD JERSEY CITY, NJ 07306	NONE	501 (C) (3)	NORTHFIELD SCHOLARSHIP	10,000.
SOLOMON SCHECTER DAY SCHOOL 511 RYDERS LANE EAST BRUNSWICK , NJ 08816	NONE	501 (C) (3)	TECHNOLOGICAL ENHANCEMENT	10,000.
THE ARTS GUILD OF RAHWAY INC. 1670 IRVING STREET RAHWAY, NJ 07065	NONE	501 (C) (3)	ART EDUCATION PROGRAM	3,000.
TRINITAS HOSPITAL FOUNDATION P O BOX 259 ELIZABETH, NJ 07207	NONE	501 (C) (3)	SCHOLARSHIP PROGRAM	10,000.
VAL SKINNER FOUNDATION PO BOX 213 BAY HEAD, NJ 08742	NONE	501 (C) (3)	ERADICATE BREAST CANCER	5,000.
WOODBRIIDGE TOWNSHIP EDUCATIONAL FOUNDATI ONE MAIN STREET WOODBRIIDGE , NJ 07095	NONE	501 (C) (3)	PODCAST COMMUNITY OUTREACH	4,990.
A VERY SPECIAL PLACE 1429 HYLAN BOULEVARD STATEN ISLAND, NY 10305	NONE	501 (C) (3)	SPECIAL STROKES FOR SPECIAL FOLKS	20,000.
ALZHEIMER'S FOUNDATION OF S.I. 789 POST AVENUE STATEN ISLAND, NY 10310	NONE	501 (C) (3)	HOME RESPITE PROGRAM	10,000.
CENTER FOR MIGRATION STUDIES 209 FLAGG PLACE STATEN ISLAND, NY 10304	NONE	501 (C) (3)	IMMIGRANT ENGLISH CLASSES	4,000.

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STATEMENT 11 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
CHRIST CHURCH NEW BRIGHTON 76 FRANKLIN AVENUE STATEN ISLAND, NY 10301	NONE	501 (C) (3)	COMMUNITY PROGRAMS	\$ 10,000.
COLLEGE OF STATE ISLAND FOUNDATION 2800 VICTORY BOULEVARD STATEN ISLAND, NY 10314	NONE	501 (C) (3)	INTERNSHIP & RESEARCH STIPENDS PROGM	25,000.
INTERNATIONAL LONGEVITY CENTER 60 EAST 86TH STREET NEW YORK, NY 10028	NONE	501 (C) (3)	THE HEALTH OF STATEN ISLAND STUDY	5,000.
JUVENILE DIABETES RESEARCH FOUNDA. INT'L 120 WALL STREET, 19TH FL NEW YORK, NY 10005	NONE	501 (C) (3)	WALK TO CURE DIABETES	5,000.
MARCH OF DIMES 1173 FOREST AVENUE STATEN ISLAND, NY 10310	NONE	501 (C) (3)	MARCH OF BABIES	6,750.
MEALS ON WHEELS OF S.I. INC. 304 PORT RICHMOND AVENUE STATEN ISLAND, NY 10304	NONE	501 (C) (3)	MEALS FOR ELDERLY & HOMEBOUND PEOPLE & 2 DEFIBRILLATORS	44,268.
METROPOLITAN FIRE ASSOCIATION P O BOX 050235 STATEN ISLAND, NY 10305	NONE	501 (C) (3)	YOUTH MENTOR PROGRAM	2,000.
OLYMPIA ACTIVITY CENTER INC. 1126 OLYMPIA BOULEVARD STATEN ISLAND, NY 10306	NONE	501 (C) (3)	COMMUNITY CENTER SNOW BREAKS	1,000.
ON YOUR MARK INC 645 FOREST AVENUE STATEN ISLAND, NY	NONE	501 (C) (3)	MUSIC THERAPY STUDIO FOR AUTISTIC CHILDREN & ADULTS	30,000.
PORT RICHMOND CERT & RESCUE INC. 154 CLINTON PLACE STATEN ISLAND, NY 10302	NONE	501 (C) (3)	LOCAL EMERGENCY RESPONSSE TRAINING EQUIPMENT	2,000.

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NORTHFIELD BANK FOUNDATION

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STATEMENT 11 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
PROJECT HOSPITALITY 100 PARK AVE STATEN ISLAND, NY 10302	NONE	501 (C) (3)	MOBILE FOOD PANTRY - FOR UNDERSERVED INDIVIDUALS	\$ 50,000.
RICHMOND CHORAL SOCIETY P.O. BOX 141002 STATEN ISLAND, NY 10314	NONE	501 (C) (3)	RICHMOND CHORAL SOCIETY YOUTH CHORUS	2,500.
RICHMOND SENIOR SERVICES 500 JEWETT AVENUE STATEN ISLAND, NY 10302	NONE	501 (C) (3)	FOOD MART & INFORMATION CENTER FOR ELDERLY WITH LIMITED INCOME	5,000.
RICHMOND UNIVERSITY MEDICAL CENTER 355 BARD AVENUE STATEN ISLAND, NY 10310	NONE	501 (C) (3)	UPGRADE LIFE-SAVING EMERGENCY RESUSCITATION EQUIPMENT	25,000.
SIUH 475 SEAVIEW AVENUE STATEN ISLAND, NY 10305	NONE	501 (C) (3)	CIRCLE OF LIFE - HOSPICE PROGRAM	2,500.
SIUH 475 SEAVIEW AVENUE STATEN ISLAND, NY 10305	NONE	501 (C) (3)	HOSPITAL'S CHARITY BALL FULL PAGE AD	5,000.
SNUG HARBOR CULTURAL CENTER INC 1000 RICHMOND TERRACE STATEN ISLAND, NY 10301	NONE	501 (C) (3)	NEPTUNE BALL FULL PAGE AD	1,000.
SNUG HARBOR CULTURE CENTER INC 1000 RICHMOND TERRACE STATEN ISLAND, NY 10301	NONE	501 (C) (3)	TUSCAN SPRING FAIR	25,000.
ST. ADALBERT PARISH & SCHOOL 355 MORNINGSTAR ROAD STATEN ISLAND, NY 10303	NONE	501 (C) (3)	FOR NEW AUDITORIUM FLOOR	10,000.
ST. JOHN VILLA ACADEMY 57 CLEVELAND PLACE STATEN ISLAND, NY 10305	NONE	501 (C) (3)	SMART BOARDS FOR SCHOOL	10,000.
ST. RITA SCHOOL 30 WELLBROOK AVENUE STATEN ISLAND, NY 10314	NONE	501 (C) (3)	ST. RITA SEE GREEN - REPLACING OLD WINDOWS	5,000.

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NORTHFIELD BANK FOUNDATION

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STATEMENT 11 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
S.I. CENTER FOR INDEPENDENT LIVING INC 470 CASTLETON AVENUE STATEN ISLAND, NY 10301	NONE	501 (C) (3)	LIBRARY FOR PHYSICALLY HANDICAPPED PERSONS	\$ 15,000.
S.I. CHILDREN MUSEUM 1000 RICHMOND TERRACE STATEN ISLAND, NY 10301	NONE	501 (C) (3)	COOL SCHOOL HOLIDAYS-FREE MUSEUM ENTRY FOR CHILDREN	25,000.
S.I. MUSEUM 75 STUYVESANT PLACE STATEN ISLAND, NY 10301	NONE	501 (C) (3)	TITLE I PROGRAM	10,000.
S.I. NFP 5 TELEPORT DRIVE STATEN ISLAND, NY 10311	NONE	501 (C) (3)	TECHNICAL & PROFESSIONAL ASSISTANCE TO LOCAL NFP ORGANIZATIONS	2,500.
S.I. ZOOLOGICAL SOCIETY 614 BROADWAY STATEN ISLAND, NY 10310	NONE	501 (C) (3)	CANADIAN LYNX EXHIBIT	25,000.
THE JEWISH COMMUNITY CTR OF S.I. 1466 MANOR ROAD STATEN ISLAND, NY 10314	NONE	501 (C) (3)	BUDDIES PROGRAM FOR AUTISTIC CHILDREN	10,000.
UNITY GAMES INC 1551 RICHMOND ROAD STATEN ISLAND, NY 10304	NONE	501 (C) (3)	WEEKEND SPORTS PROGRAM FOR MULTI ETHNIC YOUTH	10,000.
VISITING NURSE ASSOCIATION OF S.I. 400 LAKE AVENUE STATEN ISLAND, NY 10303	NONE	501 (C) (3)	TELEMEDICINE MONITORING EQUIPMENTS SETUP	25,000.
WHERE TO TURN 150 L. GREAVES LANE, #312 STATEN ISLAND, NY 10308	NONE	501 (C) (3)	GRAFFITI REMOVAL PROGRAM IN S.I.	2,500.
MISCEL. NOT-FOR-PROFIT ORGANIZATIONS STATEN ISLAND, BKLYN & CENTRAL NJ LOCATIONS, NY & NJ	NONE	501 (C) (3)	MISCELLANEOUS CHARITABLE PROGRAMS & EVENTS	107,405.

TOTAL \$ 610,938.

2008

FEDERAL SUPPORTING DETAIL

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NORTHFIELD BANK FOUNDATION

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ESTIMATES
AMOUNT PAID

PAID WITH ORIGINAL RETURN

TOTAL \$ 205.
\$ 205.