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

Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust Treated as a Private Foundation
Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements

OMB No 1545-0052
2009

For calendar year 2009, or tax year beginning 12/01 **, 2009, and ending** 11/30, 20 10

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return
☐ Amended return ☐ Address change ☐ Name change

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

Name of foundation: MARTIN & TONI SOSNOFF FOUNDATION
Number and street (or P O box number if mail is not delivered to street address): P.O. BOX 135
Room/suite:
City or town, state, and ZIP code: RHINEBECK, NY 12572

A Employer identification number: 22-2231640
B Telephone number (see page 10 of the instructions): (212) 867-5000
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: [X] Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶ $ 14,501,293.
J Accounting method: [X] 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 page 11 of the instructions))*

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	7,044,342.	ATCH 2		
	2 Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3 Interest on savings and temporary cash investments	53,822.	53,822.		ATCH 3
	4 Dividends and interest from securities	144,895.	144,895.		ATCH 4
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	752,318.			
	b Gross sales price for all assets on line 6a 14,563,378.				
	7 Capital gain net income (from Part IV, line 2)		5,859,226.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	-10,003.	-10,003.		ATCH 5
	12 **Total.** Add lines 1 through 11	7,985,374.	6,047,940.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions) **	65,352.	65,352.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) ATCH 7	821.	120.		
	24 **Total operating and administrative expenses.** Add lines 13 through 23	66,173.	65,472.		
	25 Contributions, gifts, grants paid	1,545,061.			1,545,061.
	26 **Total expenses and disbursements** Add lines 24 and 25	1,611,234.	65,472.		1,545,061.
	27 Subtract line 26 from line 12				
	a **Excess of revenue over expenses and disbursements**	6,374,140.			
	b **Net investment income** (if negative, enter -0-)		5,982,468.		
	c **Adjusted net income** (if negative, enter -0-)			-0-	

RECEIVED
761
SEP 2 1 2011
IRS-OSC
OGDEN, UT

SCANNED SEP 2 6 2011

Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
1 Cash - non-interest-bearing	3,957.	21,548.	21,548.
2 Savings and temporary cash investments	24,070.	196,923.	196,923.
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 page 16 of the instructions)			
7 Other notes and loans receivable (attach schedule) ▶			
Less allowance for doubtful accounts ▶			
Assets 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 8	5,458,120.	8,285,008.	9,695,663.
c Investments - corporate bonds (attach schedule) ATCH 9	440,983.	4,152,025.	4,119,117.
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 ▶			
Less accumulated depreciation (attach schedule) ▶			
15 Other assets (describe ▶ ATCH 10)	800,000.	468,042.	468,042.
16 **Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	6,727,130.	13,123,546.	14,501,293.
Liabilities 17 Accounts payable and accrued expenses			
18 Grants payable			
19 Deferred revenue			
20 Loans from officers, directors, trustees, and other disqualified persons			
21 Mortgages and other notes payable (attach schedule)			
22 Other liabilities (describe ▶)			
23 **Total liabilities** (add lines 17 through 22)			
Net Assets or Fund Balances **Foundations that follow SFAS 117, check here ▶ [X] and complete lines 24 through 26 and lines 30 and 31.**			
24 Unrestricted	6,727,130.	13,123,546.	
25 Temporarily restricted			
26 Permanently restricted			
Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ [ ]			
27 Capital stock, trust principal, or current funds			
28 Paid-in or capital surplus, or land, bldg , and equipment fund			
29 Retained earnings, accumulated income, endowment, or other funds			
30 **Total net assets or fund balances** (see page 17 of the instructions)	6,727,130.	13,123,546.	
31 **Total liabilities and net assets/fund balances** (see page 17 of the instructions)	6,727,130.	13,123,546.	

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	6,727,130.
2 Enter amount from Part I, line 27a	2	6,374,140.
3 Other increases not included in line 2 (itemize) ▶ ATTACHMENT 11	3	22,276.
4 Add lines 1, 2, and 3	4	13,123,546.
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	13,123,546.

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	5,859,226.
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 pages 13 and 17 of 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 page 18 of 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))
2008	720,701.	6,218,621.	0.115894
2007	1,611,945.	8,911,735.	0.180879
2006	1,025,931.	11,396,653.	0.090020
2005	1,021,059.	10,539,632.	0.096878
2004	638,228.	8,000,689.	0.079772

2	**Total** of line 1, column (d)	2	0.563443
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	0.112689
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	4,583,109.
5	Multiply line 4 by line 3	5	516,466.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	59,825.
7	Add lines 5 and 6	7	576,291.
8	Enter qualifying distributions from Part XII, line 4	8	1,545,061.

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 on page 18

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see page 18 of the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ [ ] and enter "N/A" on line 1. Date of ruling or determination letter ____________ (attach copy of ruling letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b	1	59,825.
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	59,825.
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	59,825.
6	Credits/Payments:		
a	2009 estimated tax payments and 2008 overpayment credited to 2009 — 6a: 75,651.		
b	Exempt foreign organizations-tax withheld at source — 6b: 0.		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: 0.		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments. Add lines 6a through 6d	7	75,651.
8	Enter any **penalty** for underpayment of estimated tax. Check here [ ] if Form 2220 is attached	8	554.
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	15,272.
11	Enter the amount of line 10 to be **Credited to 2010 estimated tax** ▶ 15,272. **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

		Line	Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		X
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ▶ $ ________ (2) On foundation managers ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a	X	
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	X	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ NY,			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV on page 27)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

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

		Line	Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the 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?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ ROTHSTEIN, KASS & CO., P.C. Telephone no ▶ 973-994-6666

Located at ▶ 4 BECKER FARM ROAD ROSELAND, NJ ZIP + 4 ▶ 07068

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐ and enter the amount of tax-exempt interest received or accrued during the year ▶ 15

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.

		Line	Yes	No
1a	During the year did the foundation (either directly or indirectly).			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? ☐ Yes ☒ No			
	If "Yes," list the years ▶			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see page 20 of the instructions)	2b		X
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2009 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 2009)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?	4b		X

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

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

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

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

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

(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the 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 page 22 of the instructions)? **5b**

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

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

If "Yes," attach the statement required by Regulations section 53 4945-5(d)

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** No: X

If "Yes" to 6b, file Form 8870

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

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

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

1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the 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
ATTACHMENT 12		0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1 - see page 23 of the instructions). If none, enter "NONE."

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

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

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

3 Five highest-paid independent contractors for professional services (see page 23 of the 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 ▶		NONE

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see page 23 of the 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 page 24 of the instructions	
3 NONE	
Total. Add lines 1 through 3 ▶	

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the 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	4,308,814.
b	Average of monthly cash balances	1b	92,908.
c	Fair market value of all other assets (see page 24 of the instructions)	1c	251,181.
d	**Total** (add lines 1a, b, and c)	1d	4,652,903.
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	0.
3	Subtract line 2 from line 1d	3	4,652,903.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4	69,794.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	4,583,109.
6	**Minimum investment return.** Enter 5% of line 5	6	229,155.

Part XI Distributable Amount (see page 25 of the 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	229,155.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	59,825.		
b	Income tax for 2009. (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	59,825.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	169,330.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	169,330.
6	Deduction from distributable amount (see page 25 of the instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	169,330.

Part XII Qualifying Distributions (see page 25 of the 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	1,545,061.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	0.
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	0.
b	Cash distribution test (attach the required schedule)	3b	0.
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	1,545,061.
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 page 26 of the instructions)	5	59,825.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	1,485,236.

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 page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				169,330.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only				
b Total for prior years 20 07 ,20 06 ,20 05				
3 Excess distributions carryover, if any, to 2009				
a From 2004 ... 294,976.				
b From 2005 ... 554,188.				
c From 2006 ... 498,325.				
d From 2007 ... 1,177,668.				
e From 2008 ... 1,568,441.				
f Total of lines 3a through e	4,093,598.			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ $ 1,545,061.				
a Applied to 2008, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required - see page 26 of the instructions)				
d Applied to 2009 distributable amount				169,330.
e Remaining amount distributed out of corpus	1,375,731.			
5 Excess distributions carryover applied to 2009 *(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	5,469,329.			
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 page 27 of the instructions				
e Undistributed income for 2008. Subtract line 4a from line 2a Taxable amount - see page 27 of the instructions				
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)	294,976.			
9 **Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a	5,174,353.			
10 Analysis of line 9				
a Excess from 2005 ... 554,188.				
b Excess from 2006 ... 498,325.				
c Excess from 2007 ... 1,177,668.				
d Excess from 2008 ... 1,568,441.				
e Excess from 2009 ... 1,375,731.				

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9) NOT APPLICABLE

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2009, enter the date of the ruling . . . . ▶

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

	Tax year (a) 2009	Prior 3 years (b) 2008	(c) 2007	(d) 2006	(e) Total
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test- enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942 (j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had $5,000 or more in assets at any time during the year - see page 28 of the 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))

MARTIN SOSNOFF

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 ▶ [X] if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see page 28 of the 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.

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
ATTACHMENT 13				
Total . . . . . . ▶ **3a**				1,545,061.
b *Approved for future payment*				
Total . . . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the 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			14	53,822.	
4 Dividends and interest from securities			14	144,895.	
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	752,318.	
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)				941,032.	

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 941,032.

(See worksheet in line 13 instructions on page 28 to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See page 29 of the instructions)
	NOT APPLICABLE

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

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

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

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

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule

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

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge

Signature of officer or trustee: [signature] Date: 9/13/11 Title: TRUSTEE

Paid Preparer's Use Only

Preparer's signature: [signature], CPA	Date 9/12/11	Check if self-employed ☐
Preparer's identifying number (See Signature on page 30 of the instructions)	P00005953	
Firm's name (or yours if self-employed), address, and ZIP code	ROTHSTEIN, KASS & COMPANY, P.C. 4 BECKER FARM ROAD ROSELAND, NJ 07068-1785	EIN ▶ 22-2131009 Phone no 973-994-6666

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

Schedule of Contributors

▶ **Attach to Form 990, 990-EZ, or 990-PF.**

OMB No 1545-0047

2009

Name of the organization
MARTIN & TONI SOSNOFF FOUNDATION

Employer identification number
22-2231640

Organization type (check one)

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions

General Rule

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

Special Rules

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

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, aggregate 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 aggregate 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 line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization: MARTIN & TONI SOSNOFF FOUNDATION

Employer identification number: 22-2231640

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	MARTIN SOSNOFF PO BOX 135 RHINEBECK, NY 12572	$ 3,522,171.	Person [X] Payroll [ ] Noncash [X] (Complete Part II if there is a noncash contribution.)
2	TONI SOSNOFF PO BOX 135 RHINEBECK, NY 12572	$ 3,522,171.	Person [X] Payroll [ ] Noncash [X] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)

Name of organization MARTIN & TONI SOSNOFF FOUNDATION

Employer identification number 22-2231640

Part II Noncash Property (see instructions)

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	SEE ATTACHED SCHEDULE A	$ 3,520,271.	VARIOUS

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
2	SEE ATTACHED SCHEDULE A	$ 3,520,271.	VARIOUS

(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
		$	

Martin & Toni Sosnoff Foundation
Schedule A
11/30/2010

Contribution	Amount
Art:	
Georg Baselitz	
Flieder, 1974	
Water based on paper on canvas	
78.7 in. X 63.8 inches	$468,042
Untitled (P256), 1996	
Enamel on Aluminum	
90 X 60 inches (228.6 X 152.4 cm)	
P 7265	
Artist: Christopher Wool	$1,100,000
Total Art:	**$1,568,042**
Securities:	
500,000 Shares US Airways Group Inc	$5,472,500
Total Securities:	**$5,472,500**
Total Contributed	**$7,040,542**
½ Contributed by Martin Sosnoff	**$3,520,271**
½ Contributed by Toni Sosnoff	**$3,520,271**

The Paintings are and the Securities are Valued Using the Fair Market Value on the date of contribution.

FORM 990PF, PART I - CONTRIBUTIONS, GIFTS AND GRANTS RECEIVED

ATTACHMENT 2

NAME AND ADDRESS	DATE	DIRECT PUBLIC SUPPORT
MARTIN SOSNOFF PO BOX 135 RHINEBECK, NY 12572	VARIOUS	3,520,271.
TONI SOSNOFF PO BOX 135 RHINEBECK, NY 12572	VARIOUS	3,520,271.
MARTIN SOSNOFF PO BOX 135 RHINEBECK, NY 12572	VARIOUS	1,900.
TONI SOSNOFF PO BOX 135 RHINEBECK, NY 12572	VARIOUS	1,900.
TOTAL CONTRIBUTION AMOUNTS		7,044,342.

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
CHARLES SCHWAB	53,341.	53,341.
THE BLACKSTONE GROUP LP - K-1	478.	478.
REGENCY ENERGY PARTNERS LP - K-1	3.	3.
TOTAL	53,822.	53,822.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
CHARLES SCHWAB	144,864.	144,864.
THE BLACKSTONE GROUP LP - K-1	31.	31.
TOTAL	144,895.	144,895.

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
PARTNERSHIP INCOME - BLACKROCK	-20.	-20.
PARTNERSHIP INCOME - REGENCY ENERGY	-9,983.	-9,983.
TOTALS	-10,003.	-10,003.

FORM 990PF, PART I - TAXES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
TAXES		65,352.	65,352.
	TOTALS	65,352.	65,352.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
NY FILING FEES	250.	
DUES AND SUBSCRIPTIONS	125.	
BANK CHARGES	120.	120.
ADVERTISING	326.	
TOTALS	821.	120.

FORM 990PF, PART II - CORPORATE STOCK

ATTACHMENT 8

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
AMAZON COM INC	212,230.	245,560.
AMR CORPORATION	0.	0.
APPLE INC.	197,289.	622,300.
BAIDU.COM INC SPONSORED ADR	645,722.	619,795.
BANK OF AMERICA CORP	0.	0.
BP PLC ADR	226,306.	248,000.
CABLEVISION SYS CORP	166,562.	243,859.
CAPITAL ONE FINANCIAL CORP	0.	0.
CELGENE CORP	102,418.	118,760.
CITIGROUP CAP XII 8.5% TR PFD	294,676.	318,360.
COUSINS PPTYS 7.5% B PFD	440,418.	432,250.
COVIDIEN PLC F	359.	379.
DU PONT E I DE NEMOURS & CO	127,418.	140,970.
EXPRESSS SCRIPTS INC	164,880.	260,450.
FORD MTR CO CAP TR II PFD CONV	199,808.	220,805.
FORD MTR CO DEL	290,332.	278,950.
FREEPORT MCMORAN COPPER & GOLD	520,816.	536,996.
GENZYME CORP	0.	0.
GILEAD SCIENCES INC	0.	0.
GOLDMAN SACHS GROUP INC	542,257.	546,490.
GOOGLE INC CLASS A	336,872.	472,354.
HEWLETT PACKARD CO	0.	0.
IBM CORP	142,233.	240,482.
LAS VEGAS SANDS CORP	125,571.	170,272.
MADISON SQUARE GARDEN INC CL A	162,781.	178,263.
MEDCOHEALTH SOLUTIONS INC	0.	0.
MERK & CO INC NEW	95,784.	155,115.
METLIFE INC	338,449.	335,720.
MICROSOFT CORP	0.	0.
MOSAIC CO	204,851.	209,653.
NETAPP INC	292,112.	285,208.

FORM 990PF, PART II - CORPORATE STOCK

ATTACHMENT 8 (CONT'D)

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
NETFLIX COM INC	138,891.	185,310.
NEW YORK TIMES CO	58,650.	43,152.
OCCIDENTAL PETE CORP	0.	0.
ORACLE CORP	393,524.	397,562.
PRECISION CASTPARTS CORP	144,019.	179,491.
RED HAT INC	285,560.	291,450.
ROVI CORP	0.	441.
TEVA PHARMACEUTICAL IND LTD AD	162,916.	150,120.
TRANSOCEAN INC NEW	0.	0.
TYCO ELECTRONICS LTD	315.	274.
U S AIRWAYS GROUP INC	0.	0.
UNION PACIFIC CORP	139,733.	207,253.
UNITED PARCEL SERVICES INC	148,569.	175,325.
VORNADO REALTY TRUST	326,346.	316,940.
BAC CAP TR VIII 6% 35 TR PFD	104,407.	195,210.
HILTON HOTELS CORP 8% 31 QUIBS	78,730.	50,860.
JP MORGAN CHASE CAP 8% 78	0.	0.
NEW YORK TIMES CO - WARRANTS	709.	709.
VIACOM INC. 6.85 % 55 SENIOR N	334,437.	433,330.
BLACKSTONE GROUP LP	0.	0.
REGENCY ENERGY PARTNERS	138,058.	187,245.
TOTALS	8,285,008.	9,695,663.

FORM 990PF, PART II - CORPORATE BONDS

ATTACHMENT 9

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
CONTINENTAL AIRLINES INC	0.	0.
DISH DBS CORP	430,360.	420,000.
ENTERPRISE PRODUCTS OPER LP BD	337,609.	336,781.
FORD MOTOR CREDIT CO LLC NOTES	200,758.	211,386.
HARTFORD FINANCIAL SERV GROUP	203,715.	211,000.
HOST HOTELS & RESORTS LP NOTES	312,915.	307,500.
HUNTSMAN INTL LLC	394,380.	403,000.
LIBERTY MEDIA CORP SR DEB	309,490.	308,250.
LINCOLN NATIONAL CORP VARIABLE	287,865.	288,750.
LUCENT TECNOLOGIES INC	255,963.	238,950.
METLIFE INC JR SUB DEB	295,335.	285,000.
NALCO CO SENIOR NOTES	336,015.	327,000.
NOVA CHEMICALS CORP NOTES	330,015.	318,000.
MORGAN STANLEY GROUP NOTES	291,765.	300,000.
RANGE RESOURCES CORP NOTES	165,840.	163,500.
TOTALS	4,152,025.	4,119,117.

FORM 990PF, PART II - OTHER ASSETS

ATTACHMENT 10

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
CONTRIBUTIONS RECEIVABLE	0.	0.
ARTWORK	468,042.	468,042.
TOTALS	468,042.	468,042.

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

DESCRIPTION	AMOUNT
BOOK BASIS ADJUSTMENT FROM INVESTMENT IN REGENCY ENERGY PARTNERS	22,974.
BOOK BASIS ADJUSTMENT FROM INVESTMENT IN THE BLACKSTONE GROUP LP	-698.
BOOK TO TAX DIFFERENCE	
TOTAL	22,276.

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

ATTACHMENT 12

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
MARTIN SOSNOFF P.O. BOX 135 RHINEBECK, NY 12572	TRUSTEE .50	0.	0.	0.
TONI SOSNOFF P.O. BOX 135 RHINEBECK, NY 12572	TRUSTEE .25	0.	0.	0.
	GRAND TOTALS	0.	0.	0.

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

ATTACHMENT 13

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
AKC CANINE HEALTH FOUNDATION P O BOX 900061 RALEIGH, NC 27675-9061	NONE	CHARITABLE	4,300
AKC MUSEUM OF THE DOG 1721 SOUTH MASON ROAD ST LOUIS, MO 63131	NONE 501(C)(3)	CHARITABLE	500
ALZHEIMER'S ASSOCIATION - WESTCHESTER CHAPTER 2900 WESTCHESTER AVENUE, SUITE 306 PURCHASE, NY 10577-2551	NONE 501(C)(3)	CHARITABLE	500
AMERICAN BALLET THEATRE 890 BROADWAY NEW YORK, NY 10003	NONE 501(C)(3)	CHARITABLE	500,000
ANIMAL MEDICAL CENTER 510 EAST 62ND STREET NEW YORK, NY 10065	NONE 501(C)(3)	CHARITABLE	10,000
BALLET THEATRE FOUNDATION 800 BROADWAY NEW YORK, NY 10003	NONE 501(C)(3)	CHARITABLE	90,500

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

ATTACHMENT 13 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
BALLET THEATRE FOUNDATION INC 800 BROADWAY NEW YORK, NY 10003	NONE 501(C)(3)	CHARITABLE	111,800
BARD COLLEGE PO BOX 5000 ANNANDALE-ON-HUDSON, NY 12504-5000	NONE 501(C)(3)	CHARITABLE	32,240
CHILDREN'S HOUSE OF WASHINGTON 3133 DUMBARTON ST NW WASHINGTON, DC 20007-3309	NONE 501(C)(3)	CHARITABLE	1,200
COMMON CAUSE EDUCATION FUND 1133 19TH STREET NW, 9TH FLOOR WASHINGTON, DC 20036	NONE 501(C)(3)	CHARITABLE	10,000
FOR THE LOVE OF JEMMA C/O THE MILLER FAMILY 62 CLOCK TOWER LANE OLD WESTBURY, NY 11568	NONE 501(C)(3)	CHARITABLE	100
HOFSTRA UNIVERSITY 100 HOFSTRA UNIVERSITY HEMPSTEAD, NY 11547-1000	NONE 501(C)(3)	CHARITABLE	1,000

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

ATTACHMENT 13 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
HSS FUND INC 535 EAST 70TH STREET NEW YORK, NY 10021	NONE 501(C)(3)	CHARITABLE	50,000
KOMEN GREATER NYC P O BOX 27963 NEW YORK, NY 10087-2796	NONE 501(C)(3)	CHARITABLE	10,000
MANHATTAN THEATRE CLUB 311 WEST 43RD STREET, 8TH FLOOR NEW YORK, NY 10036	NONE 501(C)(3)	CHARITABLE	10,000
MEMORIAL SLOAN KETTERING CANCER CENTER 1275 YORK AVENUE NEW YORK, NY 10065	NONE 501(C)(3)	CHARITABLE	500
METROPOLITAN OPERA LINCOLN CENTER NEW YORK, NY 10023	NONE 501(C)(3)	CHARITABLE	9,755
MT SINAI SCHOOL OF MEDICINE ONE GUSTAVE L LEVY PLACE NEW YORK, NY 10029-6574	NONE 501(C)(3)	CHARITABLE	100,000

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

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
NDH FOUNDATION PO BOX 5002 RHINEBECK, NY 12572	NONE 501(C)(3)	CHARITABLE	50,300
NJ BUDDIES AIDS WALK 149 HUDSON STREET HACKENSACK, NJ 07601	NONE 501(C)(3)	CHARITABLE	300
PLANNED PARENTHOOD OF MID-HUDSON VALLEY 178 CHURCH STREET POUGHKEEPSIE, NY 12601	NONE 501(C)(3)	CHARITABLE	200
PLOUGHSHARES FUND 1430 K STREET NW WASHINGTON, DC 20005	NONE 501(C)(3)	CHARITABLE	5,000
RICHARD B FISHER CENTER FOR PERFORMING ARTS BARD COLLEGE ANNANDALE-ON-HUDSON, NY 12504-5000	NONE 501(C)(3)	CHARITABLE	500,000
ROUNDABOUT THEATER COMPANY 231 WEST 39TH STREET NEW YORK, NY 10003	NONE 501(C)(3)	CHARITABLE	10,000

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

ATTACHMENT 13 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
TAKE THE LEAD P O BOX 6353 WATERTOWN, NY 13601	NONE 501(C)(3)	CHARITABLE	32,676
THE PUBLIC THEARE 425 LAFAYETTE STREET NEW YORK, NY 10003	NONE 501(C)(3)	CHARITABLE	1,690
TRIBECA FILM INSTITUTE 375 GREENWICH STREET NEW YORK, NY 10013	NONE 501(C)(3)	CHARITABLE	2,000
UPSTATE FILMS 6415 MONTGOMERY STREET/RT 9 RHINEBECK, NY 12572	NONE 501(C)(3)	CHARITABLE	500
		TOTAL CONTRIBUTIONS PAID	1,545,061

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. See the instructions for Schedule D (Form 1041) (also for Form 5227 or Form 990-T, if applicable).

OMB No 1545-0092

2009

Name of estate or trust: MARTIN & TONI SOSNOFF FOUNDATION

Employer identification number: 22-2231640

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

	(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a						

b	Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	307,378.
2	Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3	Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	
4	Short-term capital loss carryover Enter the amount, if any, from line 9 of the 2008 Capital Loss Carryover Worksheet	4	( )
5	**Net short-term gain or (loss).** Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back ▶	5	307,378.

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

	(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a						

b	Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	5,551,848.
7	Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8	Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	
9	Capital gain distributions	9	
10	Gain from Form 4797, Part I	10	
11	Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2008 Capital Loss Carryover Worksheet	11	( )
12	**Net long-term gain or (loss).** Combine lines 6a through 11 in column (f) Enter here and on line 14a, column (3) on the back ▶	12	5,551,848.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041. **Schedule D (Form 1041) 2009**

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

			(1) Beneficiaries' (see page 5)	(2) Estate's or trust's	(3) Total
13	**Net short-term gain or (loss)**	13			307,378.
14	**Net long-term gain or (loss):**				
a	Total for year	14a			5,551,848.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht)	14b			
c	28% rate gain	14c			
15	***Total net gain or (loss).*** Combine lines 13 and 14a ▶	15			5,859,226.

Note: *If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a) If lines 14a and 15, column (2), are net gains, go to Part V, and **do not** complete Part IV If line 15, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet,** as necessary*

Part IV **Capital Loss Limitation**

16	Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the **smaller** of: a The loss on line 15, column (3) **or** b $3,000	16	( )

Note: *If the loss on line 15, 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** on page 7 of 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 14a and 15 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 worksheet on page 8 of the instructions if:*

- *Either line 14b, col. (2) or line 14c, 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 14a and 15 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 worksheet on page 8 of the instructions if either line 14b, col (2) or line 14c, col (2) is more than zero.

17	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)			17			
18	Enter the **smaller** of line 14a or 15 in column (2) but not less than zero	18					
19	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)	19					
20	Add lines 18 and 19	20					
21	If the estate or trust is filing Form 4952, enter the amount from line 4g, otherwise, enter -0- ▶	21					
22	Subtract line 21 from line 20. If zero or less, enter -0-			22			
23	Subtract line 22 from line 17 If zero or less, enter -0-			23			
24	Enter the **smaller** of the amount on line 17 or $2,300			24			
25	Is the amount on line 23 equal to or more than the amount on line 24? ☐ **Yes.** Skip lines 25 and 26; go to line 27 and check the "No" box ☐ **No.** Enter the amount from line 23			25			
26	Subtract line 25 from line 24			26			
27	Are the amounts on lines 22 and 26 the same? ☐ **Yes.** Skip lines 27 thru 30, go to line 31 ☐ **No.** Enter the smaller of line 17 or line 22			27			
28	Enter the amount from line 26 (If line 26 is blank, enter -0-)			28			
29	Subtract line 28 from line 27			29			
30	Multiply line 29 by 15% (.15)					30	
31	Figure the tax on the amount on line 23. Use the 2009 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)					31	
32	Add lines 30 and 31					32	
33	Figure the tax on the amount on line 17. Use the 2009 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)					33	
34	**Tax on all taxable income.** Enter the **smaller** of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36)					34	

Atalanta Sosnoff
REALIZED GAINS AND LOSSES
MARTIN & TONI SOSNOFF FOUNDATION
From 12-01-09 Through 11-30-10

Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Gain Or Loss Short Term	Long Term	
2/19/2009	12/15/2009	1,500	GENZYME CORP	106,408	73,922	(32,486)		
3/9/2009	12/15/2009	600	GENZYME CORP	32,731	23,569	(3,162)		
3/9/2009	12/15/2009	400	GENZYME CORP	21,824	19,713	(2,111)		
6/18/2009	12/28/2009	3,900	GILEAD SCIENCES INC	182,523	167,725	(14,799)		
8/20/2009	12/28/2009	1,400	GILEAD SCIENCES INC	64,479	60,209	(4,270)		
5/29/2009	1/26/2010	1,500	CAPITAL ONE FINANCIAL CORP	35,011	54,300	19,289		
12/28/2009	1/27/2010	900	APPLE INC	191,885	183,745	(8,140)		
10/9/2009	1/27/2010	1,400	TRANSOCEAN LTD ZUG	125,959	121,541	(4,418)		
5/29/2009	2/1/2010	2,400	CAPITAL ONE FINANCIAL CORP	56,018	88,844	32,826		
7/29/2009	2/8/2010	31,900	US AIRWAYS GROUP INC	96,985	187,223	90,238		
8/20/2009	2/9/2010	7,800	BLACKSTONE GROUP LP LTD PARTNERSHIP	104,090	97,477	(6,613)		See Schedule K-1 (PLP)
5/29/2009	2/9/2010	100	CAPITAL ONE FINANCIAL CORP	2,334	3,528	1,194		
7/2/2009	2/9/2010	2,000	CAPITAL ONE FINANCIAL CORP	42,687	70,567	27,880		
10/9/2009	2/24/2010	550	TRANSOCEAN LTD ZUG	49,484	43,905	(5,579)		
5/8/2009	2/24/2010	2,200	TRANSOCEAN LTD ZUG	164,772	175,619	10,847		
12/21/2009	3/2/2010	6,200	BRISTOL MYERS SQUIBB CO	163,999	152,571	(11,428)		
12/17/2009	3/10/2010	2,500	BAXTER INTL INC	145,181	146,366	1,185		
2/24/2010	3/18/2010	3,600	MICROSOFT CORP	103,509	106,566	3,057		
6/29/2009	3/18/2010	5,100	MICROSOFT CORP	121,868	150,969	29,101		
8/3/2009	4/6/2010	4,000	AMR CORP	21,441	35,030	13 589		
6/18/2009	4/14/2010	300	EXPRESS SCRIPTS INC	19,786	30,111	10,326		
8/3/2009	4/14/2010	900	EXPRESS SCRIPTS INC	62,277	90,334	28,057		
8/3/2009	4/21/2010	20,000	AMR CORP	107,207	155,814	48,607		
2/3/2010	5/6/2010	2,500	SALESFORCE COM INC	164,668	212,684	48,016		
4/14/2010	5/17/2010	29,900	CITIGROUP INC	146,591	113,314	(33,277)		
4/21/2010	5/17/2010	11,000	FORD MTR CO DEL	155,129	129,047	(26,082)		
3/18/2010	5/17/2010	22,900	CITIGROUP INC	92,290	86,786	(5,505)		
1/13/2010	5/17/2010	500	FORD MTR CO DEL	5,830	5 866	35		
3/18/2010	5/20/2010	41,100	CITIGROUP INC	165,639	150,419	(15,220)		
3/10/2010	5/20/2010	1,300	BOEING CO	91,450	82,842	(8,609)		
11/5/2009	5/24/2010	1,700	OCCIDENTAL PETE CORP	136,840	133,153	(3,688)		
1/13/2010	5/26/2010	13,500	FORD MTR CO DEL	157,419	156,895	(524)		
2/9/2010	6/1/2010	2,600	GILEAD SCIENCES INC	120,066	93,771	(26,294)		
8/3/2009	6/1/2010	14,300	US AIRWAYS GROUP INC	39,198	124,712	85 513		
7/29/2009	6/1/2010	19,400	US AIRWAYS GROUP INC	58,981	169,189	110,208		
5/27/2010	7/14/2010	1,000	VALE SA SPONSORED ADR	27,254	25,220	(2,035)		
2/3/2010	7/27/2010	2,800	BAC CAP TR VIII 6% TR PFD SECS DUE 8/25/35	55,771	61,869	6,098		
8/20/2009	7/27/2010	5,000	BAC CAP TR VIII 6% TR PFD SECS DUE 8/25/35	93,112	110,480	17,367		
2/2/2010	7/28/2010	6,100	BANK OF AMERICA CORPORATION	94,958	85,758	(9,200)		
12/18/2009	8/4/2010	4,500	DOW CHEM CO	117,634	112,053	(5,582)		
12/18/2009	8/5/2010	4,500	DOW CHEM CO	117,634	112,174	(5,460)		
5/27/2010	8/25/2010	7,700	VALE SA SPONSORED ADR	209,859	202,619	(7,241)		
8/9/2010	9/8/2010	2,300	HEWLETT PACKARD CO	98,533	88,325	(10,208)		
12/21/2009	9/8/2010	1,000	PRECISION CASTPARTS CORP	113,692	124,149	10,457		
7/12/2010	9/16/2010	100,000	CHESAPEAKE ENERGY CORP SR NT 7 000% Due	103,115	102,333	(782)		
7/28/2010	9/22/2010	9,000	UAL CORPORATION NEW	219,341	206,095	(13,246)		
7/29/2010	9/22/2010	1,500	UAL CORPORATION NEW	35,197	34,349	(848)		
7/14/2010	9/22/2010	200,000	BP CAP MKTS PLC NOTES 5 250% Due 11-07-13	195,965	215,037	19,072		
7/12/2010	10/13/2010	100,000	PEABODY ENERGY CORP SR NT 5 875% Due 04-1	100,265	101,985	1,720		
3/2/2010	11/10/2010	2,100	TEVA PHARMACEUTICAL IND LTD ADR	129,234	105,989	(23,245)		
2/8/2010	11/11/2010	10,000	CISCO SYS INC	236,861	205,210	(31,651)		
3/10/2010	11/12/2010	900	BOEING CO	63,312	57,111	(6,201)		
1/27/2010	11/12/2010	2,800	BOEING CO	170,781	177,678	6,897		
10/21/2010	11/12/2010	4,600	AKAMAI TECHNOLOGIES INC	214,949	228,337	13,388		
11/22/2010	11/22/2010	9	TYCO INTERNATIONAL LTD	-	291	291		
Total Short Term Gain/Loss:				5,754,026	6,061,388	307,354		
10/29/2008	12/15/2009	500	GENZYME CORP	36,548	24,641		(11,907)	
7/3/2008	1/7/2010	1,700	JPM CHASE CAPITAL XXVI 8% PRFD	43,337	46,054		2,717	
8/14/2008	1/7/2010	3,000	JPM CHASE CAPITAL XXVI 8% PRFD	75,526	81,271		5,745	
9/15/2008	1/7/2010	5,000	JPM CHASE CAPITAL XXVI 8% PRFD	124,760	135,452		10,692	
9/16/2008	1/27/2010	250	GOOGLE INC CL A	110,008	134,928		24,920	
9/24/2008	1/27/2010	100	APPLE INC	12,911	20,416		7,505	
9/16/2008	3/24/2010	150	GOOGLE INC CL A	66,005	81,325		15,320	
10/14/2008	3/24/2010	50	GOOGLE INC CL A	18,501	27,108		8,607	
3/24/2009	3/30/2010	400	GOLDMAN SACHS GROUP INC	45,587	69,348		23,761	
3/10/2009	6/1/2010	2,100	MERCK & CO INC NEW	46,032	71,054		25,022	
3/24/2009	6/29/2010	400	GOLDMAN SACHS GROUP INC	45,587	53,675		8,088	
3/17/2009	6/29/2010	1,600	GOLDMAN SACHS GROUP INC	151,576	214,699		63,123	
7/1/2009	7/27/2010	200	BAC CAP TR VIII 6% TR PFD SECS DUE 8/25/35	3,319	4,419		1,100	
3/25/2009	7/27/2010	1,000	BAC CAP TR VIII 6% TR PFD SECS DUE 8/25/35	11,601	22,096		10,495	
10/21/2008	7/28/2010	2,000	MEDCOHEALTH SOLUTIONS INC	80,308	95,190		14,882	
5/4/2009	7/28/2010	1,000	BANK OF AMERICA CORPORATION	10,075	14,059		3,984	
5/4/2009	7/28/2010	1,400	BANK OF AMERICA CORPORATION	14,094	19,682		5,588	
10/29/2008	7/29/2010	2,500	MEDCOHEALTH SOLUTIONS INC	86,265	121,964		35,699	

Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Short Term	Long Term
10/30/2008	9/8/2010	800	HEWLETT PACKARD CO	30,059	30,722		663
12/10/2008	9/8/2010	2,000	HEWLETT PACKARD CO	70,767	76,804		6,037
11/26/2008	9/8/2010	1,900	HEWLETT PACKARD CO	66,083	72,964		6,881
5/4/2009	9/10/2010	5,400	BANK OF AMERICA CORPORATION	54,361	73,307		18,946
11/9/2006	10/14/2010	185,000	CONTINENTAL AIRLINES INC NOTES 8 750% Due	185,020	191,238		6,218
5/4/2009	10/15/2010	2,200	BANK OF AMERICA CORPORATION	22,147	26,420		4,273
4/2/2009	10/15/2010	10,000	BANK OF AMERICA CORPORATION	74,057	120,091		46,034
Donated Securities:							
7/28/2009	10/21/2010	200,000	US AIRWAYS GROUP INC	564,029	2,145,318		1,581,289
7/27/2009	10/21/2010	100,000	US AIRWAYS GROUP INC	277,555	1,072,659		795,104
7/27/2009	10/26/2010	100,000	US AIRWAYS GROUP INC	277,555	1,166,451		888,896
8/3/2009	10/27/2010	60,000	US AIRWAYS GROUP INC	164,435	706,119		541,684
8/3/2009	11/3/2010	40,000	US AIRWAYS GROUP INC	109 624	482,307		372,683
subtotal of Donated Securities sold:				1,393,198	5,572,854		4,179,656
Total Long Term Gain/Loss:				2,877,732	7,401,781		4,524,049
TOTAL GAINS						635,258	4,535,957
TOTAL LOSSES						(327,901)	(11,907)
				8,631,758	13,463,166	307,357	4,524,050
TOTAL REALIZED GAIN/LOSS			4,831,407				

SCHEDULE D-1 (Form 1041)

Department of the Treasury Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

▶ See instructions for Schedule D (Form 1041).
▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

OMB No 1545-0092

2009

Name of estate or trust: MARTIN & TONI SOSNOFF FOUNDATION

Employer identification number: 22-2231640

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a SEE ATTACHED STATEMENT			6,061,388.	5,754,026.	307,362.
FROM THE BLACKSTONE GROUP			16.	0.	16.
1b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 1b					307,378.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041. **Schedule D-1 (Form 1041) 2009**

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side | **Employer identification number**

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a SEE ATTACHED STATEMENT			1,828,927.	1,484,534.	344,393.
FROM THE BLACKSTONE GROUP			193.	0.	193.
SALE OF ARTWORK	06/07/2000	06/01/2010	1,100,000.	72,394.	1,027,606.
SEE ATTACHED STATEMENT			5,572,854.	1,393,198.	4,179,656.

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b . . . . 5,551,848.

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		SEE ATTACHED STATEMENT PROPERTY TYPE: SECURITIES				P	VAR	VAR
6,061,388.		5,754,026.					307,362.	
		SEE ATTACHED STATEMENT PROPERTY TYPE: SECURITIES				P	VAR	VAR
1,828,927.		1,484,534.					344,393.	
		FROM THE BLACKSTONE GROUP PROPERTY TYPE: OTHER				P	VAR	VAR
193.		0.					193.	
		SALE OF ARTWORK PROPERTY TYPE: OTHER				D	06/07/2000	06/01/2010
1,100,000.		72,394.					1,027,606.	
		SEE ATTACHED STATEMENT PROPERTY TYPE: SECURITIES				D	VAR	VAR
5,572,854.		1,393,198.					4,179,656.	
		FROM THE BLACKSTONE GROUP PROPERTY TYPE: OTHER				P	VAR	VAR
16.		0.					16.	
TOTAL GAIN(LOSS)							5,859,226.	

Form **8868** (Rev. January 2011) Department of the Treasury Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

OMB No. 1545-1709

▶ File a separate application for each return.

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

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

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

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

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

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

Type or print File by the due date for filing your return. See instructions.	Name of exempt organization: MARTIN & TONI SOSNOFF FOUNDATION	Employer identification number: 22-2231640
	Number, street, and room or suite no. If a P.O. box, see instructions: P.O. BOX 135	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions: RHINEBECK, NY 12572	

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

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

- The books are in the care of ▶ ROTHSTEIN, KASS & CO., P.C.

Telephone No. ▶ ______ FAX No. ▶ ______

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

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 07/15, 20 11, to file the exempt organization return for the organization named above. The extension is for the organization's return for:

▶ [ ] calendar year 20 ____ or

▶ [X] tax year beginning 12/01, 20 09, and ending 11/30, 20 10.

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

3a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	$ 80,000.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	$ 65,000.
c	**Balance Due.** Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	$ 15,000.

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

• If you are filing for an Additional (Not Automatic) 3-Month Extension, complete only Part II and check this box . . . . ▶ ☒

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

• If you are filing for an Automatic 3-Month Extension, complete only Part I (on page 1).

Part II **Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).**

Type or print File by the extended due date for filing your return See instructions.	Name of exempt organization MARTIN & TONI SOSNOFF FOUNDATION	Employer identification number 22-2231640
	Number, street, and room or suite no. If a P.O. box, see instructions. P.O. BOX 135	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. RHINEBECK, NY 12572	

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

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

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

• The books are in the care of ▶ ROTHSTEIN, KASS & CO., P.C.

Telephone No ▶ 973 994-6666 FAX No. ▶

• If the organization does not have an office or place of business in the United States, check this box . . . . ▶ ☐

• If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ . If this is for the whole group, check this box . . . . . . ▶ ☐ . If it is for part of the group, check this box . . . . ▶ ☐ and attach a list with the names and EINs of all members the extension is for.

4 I request an additional 3-month extension of time until 10/15 , 20 11 .

5 For calendar year ______ , or other tax year beginning 12/01 , 20 09 , and ending 11/30 , 20 10 .

6 If the tax year entered in line 5 is for less than 12 months, check reason: ☐ Initial return ☐ Final return ☐ Change in accounting period

7 State in detail why you need the extension ALL OF THE INFORMATION REQUIRED TO FILE A COMPLETE AND ACCURATE RETURN IS NOT YET AVAILABLE.

8a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	$ 80,000.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	$ 80,000.
c	**Balance Due.** Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	$ 0.

Signature and Verification

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form

Signature ▶ Roman M. Acebo CPA Title ▶ Date ▶ 7/13/11

ROTHSTEIN, KASS & COMPANY, P.C.
4 BECKER FARM ROAD
ROSELAND, NJ 07068-1785