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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

2010

For calendar year 2010, or tax year beginning 01-01-2010 , and ending 12-31-2010

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

Name of foundation
SAUL SCHOTTENSTEIN FOUNDATION B

A Employer identification number
27-0167751

Number and street (or P O box number if mail is not delivered to street address) Room/suite
3512 AULTWOOD LANE

B Telephone number (see page 10 of the instructions)
(513) 621-2666

City or town, state, and ZIP code
CINCINNATI, OH 452082523

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, col. (c), line 16)* ▶$ 6,092,188

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 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)				
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	19,673	19,673		
	4	Dividends and interest from securities	37,932	37,932		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	6,736			
	b	Gross sales price for all assets on line 6a 2,716,540				
	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 or (loss) (attach schedule)				
	11	Other income (attach schedule)	-9,837			
	12	**Total.** Add lines 1 through 11	54,504	57,605		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc				
	14	Other employee salaries and wages	12,308	12,308		
	15	Pension plans, employee benefits	1,185	1,185		
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	2,275	2,275		
	c	Other professional fees (attach schedule)	5,794	5,794		
	17	Interest				
	18	Taxes (attach schedule) (see page 14 of the instructions)				
	19	Depreciation (attach schedule) and depletion	2,951			
	20	Occupancy				
	21	Travel, conferences, and meetings	8,866			8,866
	22	Printing and publications				
	23	Other expenses (attach schedule)	16,598	7,953		8,245
	24	**Total operating and administrative expenses.** Add lines 13 through 23	49,977	29,515		17,111
	25	Contributions, gifts, grants paid	165,667			165,667
	26	**Total expenses and disbursements.** Add lines 24 and 25	215,644	29,515		182,778
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-161,140			
	b	**Net investment income** (if negative, enter -0-)		28,090		
	c	**Adjusted net income** (if negative, enter -0-)				

For Privacy Act and Paperwork Reduction Act Notice, see page 30 of the instructions. Cat No 11289X Form **990-PF** (2010)

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

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	4,514,928	4,973,220	4,984,244
	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 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)	500,000		
	b	Investments—corporate stock (attach schedule)	790,588	1,016,377	1,107,944
	c	Investments—corporate bonds (attach schedule)	38,181		
	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 ▶ 2,951 Less accumulated depreciation (attach schedule) ▶ 2,951			
	15	Other assets (describe ▶)	307,040		
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	6,150,737	5,989,597	6,092,188
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)		0	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here** ▶ ☑ **and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted	6,150,737	5,989,597	
	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)	6,150,737	5,989,597	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	6,150,737	5,989,597	

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	6,150,737
2	Enter amount from Part I, line 27a	2	-161,140
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	5,989,597
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	5,989,597

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			

	(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

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))
2009	11,600	1,475,616	0 007861
2008			
2007			
2006			
2005			

2	**Total** of line 1, column (d).	2	0 007861
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 007861
4	Enter the net value of noncharitable-use assets for 2010 from Part X, line 5.	4	6,082,085
5	Multiply line 4 by line 3.	5	47,811
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	281
7	Add lines 5 and 6.	7	48,092
8	Enter qualifying distributions from Part XII, line 4.	8	182,778

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 letter if necessary–see instructions)**		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☑ and enter 1% of Part I, line 27b	1	281
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	281
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	281
6	Credits/Payments		
a	2010 estimated tax payments and 2009 overpayment credited to 2010 — 6a		
b	Exempt foreign organizations—tax withheld at source — 6b		
c	Tax paid with application for extension of time to file (Form 8868) — 6c — 1,500		
d	Backup withholding erroneously withheld — 6d		
7	Total credits and payments Add lines 6a through 6d	7	1,500
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	1,219
11	Enter the amount of line 10 to be **Credited to 2011 estimated tax** ▶ 1,219 **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		No
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		No
	*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		No
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		No
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		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		No
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	Yes	
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	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ OH			
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	Yes	
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 2010 or the taxable year beginning in 2010 (see instructions for Part XIV on page 27)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		No

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 page 20 of the instructions)	11		No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶JHARRIS@STATMANHARRIS COM

14 The books are in care of ▶JEFFREY HARRIS Telephone no ▶(513) 621-2666

Located at ▶3512 AULTWOOD LANE CINCINNATI OH ZIP+4 ▶452082523

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

16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		

See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes", enter the name of the foreign country ▶

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

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

				Yes	No
1a	During the year did the foundation (either directly or indirectly)				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☑ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☑ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☑ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☑ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☑ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	☐ Yes ☑ No			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see 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 2010?		1c		
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))				
a	At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010?	☐ Yes ☑ 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 page 20 of the instructions)		2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____				
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 2010 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 2010.)*		3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		No
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 2010?		4b		No

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
	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**		

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
JEFFREY P HARRIS 3512 AULTWOODS LANE CINCINNATI,OH 45208	PRESIDENT 1 00	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 . . . . ▶		

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 TO CONDUCT AND SUPPORT PROGRAMS AND ACTIVITIES FOR PUBLIC, CHARITABLE, SCIENTIFIC AND/OR EDUCATIONAL PURPOSES, AND TO MAKE CONTRIBUTIONS TO ORGANIZATIONS DESCRIBED IN SECTION 501(C)(3) AND EXEMPT FROM TAXATION UNDER SECTION 501(A) OF THE INTERNAL REVENUE CODE OF 1986(OR THE CORRESPONDING PROVISIONS OF ANY SUBSEQUENT FEDERAL LAW)	182,778
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see page 24 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 N/A	
2	
All other program-related investments See page 24 of the instructions	
3	
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	6,135,919
b	Average of monthly cash balances	1b	38,787
c	Fair market value of all other assets (see page 24 of the instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	6,174,706
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	6,174,706
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	92,621
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	6,082,085
6	**Minimum investment return.** Enter 5% of line 5	6	304,104

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	304,104
2a	Tax on investment income for 2010 from Part VI, line 5	2a	281		
b	Income tax for 2010 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	281
3	Distributable amount before adjustments Subtract line 2c from line 1			3	303,823
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	303,823
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	303,823

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	182,778
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	182,778
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	281
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	182,497

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 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				303,823
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only.			62,174	
b Total for prior years 20___ , 20___ , 20___				
3 Excess distributions carryover, if any, to 2010				
a From 2005.				
b From 2006.				
c From 2007.				
d From 2008.				
e From 2009.				
f **Total** of lines 3a through e.				
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ $ 182,778				
a Applied to 2009, but not more than line 2a			62,174	
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 2010 distributable amount.				120,604
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2010 *(If an amount appears in column (d), the same amount must be shown in column (a).)*				
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions . . .				
e Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions				
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				183,219
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 2005 not applied on line 5 or line 7 (see page 27 of the instructions)				
9 **Excess distributions carryover to 2011.** Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2006. . . .				
b Excess from 2007. . . .				
c Excess from 2008. . . .				
d Excess from 2009. . . .				
e Excess from 2010. . . .				

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9)

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2010, enter the date of the ruling . . . . . . ▶

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

	Tax year	Prior 3 years			(e) Total
	(a) 2010	**(b)** 2009	**(c)** 2008	**(d)** 2007	
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 organization had $5,000 or more in assets at any time during the year—see page 27 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))

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

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 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*				
See Additional Data Table				
Total . . . . ▶ **3a**				165,667
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	19,673	
4 Dividends and interest from securities			14	37,932	
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		88			6,648
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a See Additional Data Table					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		-9,823		57,679	6,648

13 Total. Add line 12, columns (b), (d), and (e) 13 54,504

(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 organization's exempt purposes (other than by providing funds for such purposes) (See page 28 of the instructions)

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

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

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

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

******	2011-11-11	******
Signature of officer or trustee	Date	Title

Paid Preparer's Use Only

		Date	Check if self-employed ☐	PTIN
Preparer's Signature	GRANT A NEILLEY CPA	2011-11-11		
Firm's name	NEILLEY & CO CPAS INC		Firm's EIN	
Firm's address	2720 AIRPORT DR COLUMBUS, OH 432192219		Phone no (614) 418-1775	

Additional Data

Software ID:
Software Version:
EIN: 27-0167751
Name: SAUL SCHOTTENSTEIN FOUNDATION B

Form 990PF Part XV Line 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*				
PURCELL MARIAN HIGH SCH 2935 HACKBERRY STREET CINCINNATI, OH 45206			IN RECOGNITION OF EXCELLENT PROGRAMS	1,000
SALVATION ARMY YOUTH CAMP 1806 SCOTT BOULEVARD COVINGTON, KY 410141221			TO SUPPORT PROGRAMS	1,000
CHRIST HOSPITAL 1888 SOC 2139 AUBURN AVENUE CINCINNATI, OH 45219			TO SUPPORT PROGRAMS	1,000
SKIDMORE COLLEGE 815 NORTH BROADWAY SARASOTA SPRINGS, NY 12866			TO SUPPORT PROGRAMS	16,667
ALLIANCE FOR JEWISH RENWL 7000 LINCOLN DRIVE B2 PHILADELPHIA, PA 191193046			TO SUPPORT PROGRAMS	5,000
SYNAGOGUE WO WALLS 5353 MANHATTAN CIR ST103 BOULDER, CO 80303			TO SUPPORT PROGRAMS	25,000
JEWISH FEDERATION CINCY 8499 RIDGE ROAD CINCINNATI, OH 45236			TO SUPPORT JEWISH & MUSLIM YOUTH	2,000
OMID FOUNATION USA 6517 LONE OAK DRIVE BETHESDA, MD 20817			TO SUPPORT PROGRAMS	10,000
MAYERSON FOUNDATION 312 WALNUT STREET 3600 CINCINNATI, OH 452025373			TO SUPPORT PROGRAMS	10,000
CONGREGATION BETH ADAM 10001 LOVELAND MADEIRA RD LOVELAND, OH 45140			TO SUPPORT PROGRAMS	1,000
HOLOCAUST MEM BRICK FD 4320 KIMBALL BRIDGE RD ALPHARETTA, GA 30022			TO SUPPORT PROGRAMS	1,000
COLLEGE MOUNT ST JOSEPH 5701 DEHLI ROAD CINCINNATI, OH 452331670			TO SUPPORT PROGRAMS	2,500
CENTER HOLOCAUST & HMITY 8402 MONTGOMERY ROAD CINCINNATI, OH 45236			TO SUPPORT PROGRAMS	1,000
JEWISH FEDERATION CINCI 8499 RIDGE ROAD CINCINNATI, OH 45236			TO SUPPORT PROGRAMS	57,500
JCC - MANHATTEN 334 AMSTERDAM AVENUE NEW YORK, NY 10023			TO SUPPORT PROGRAMS	20,000
Total . . . . ▶ **3a**				165,667

Form 990PF Part XV Line 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*				
FOUNDATION JEWISH CAMPS 15 W 36TH STREET 13TH FL NEW YORK, NY 10018			TO SUPPORT PROGRAMS	10,000
XAVIER UNIVERSITY 3800 VICTORY PARKWAY CINCINNATI, OH 45207			TO SUPPORT HAITI RELIEF MISSION	1,000
Total . . . . ▶ **3a**				165,667

Form 990PF Part XVI-A Line 11 - Other revenue:

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		**(e)** Related or exempt function income (See the instructions)
11 Other revenue	**(a)** Business code	**(b)** Amount	**(c)** Exclusion code	**(d)** Amount	
a BOARDWALK PIPELINE PARTNERS	900099	-1,100			
b DCP MIDSTREAM PARTNERS	900099	-819			
c ENBRIDGE ENERGY PARTNERS	900099	-667			
d ENERGY TRANSFER PARTNERS	900099	-2,053			
e ENERGY TRANSFER PARTNERS	900099	-1,563			
f ENTERPRISE PRODUCTS PARTNER	900099	-3,709			
g ENERGY TRANSFER STRADDLE			18	1	
h ENERGY TRANSFER OTHER INC			18	42	
i US BANK PRIVATE RESERVE			18	31	

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Form **4562**

Department of the Treasury
Internal Revenue Service (99)

Depreciation and Amortization

(Including Information on Listed Property)

▶ See separate instructions. ▶ Attach to your tax return.

OMB No 1545-0172

2010

Attachment Sequence No **67**

Name(s) shown on return	Business or activity to which this form relates	Identifying number
SAUL SCHOTTENSTEIN FOUNDATION B	INDIRECT DEPRECIATION	27-0167751

Part I Election To Expense Certain Property Under Section 179

***Note:** If you have any listed property, complete Part V before you complete Part I.*

1 Maximum amount See the instructions for a higher limit for certain businesses	1	500,000
2 Total cost of section 179 property placed in service (see instructions)	2	
3 Threshold cost of section 179 property before reduction in limitation (see instructions)	3	2,000,000
4 Reduction in limitation Subtract line 3 from line 2 If zero or less, enter -0-	4	
5 Dollar limitation for tax year Subtract line 4 from line 1 If zero or less, enter -0- If married filing separately, see instructions	5	

6 (a) Description of property	(b) Cost (business use only)	(c) Elected cost

7 Listed property Enter the amount from line 29	7	
8 Total elected cost of section 179 property Add amounts in column (c), lines 6 and 7	8	
9 Tentative deduction Enter the **smaller** of line 5 or line 8	9	
10 Carryover of disallowed deduction from line 13 of your 2009 Form 4562	10	
11 Business income limitation Enter the smaller of business income (not less than zero) or line 5 (see instructions)	11	
12 Section 179 expense deduction Add lines 9 and 10, but do not enter more than line 11	12	
13 Carryover of disallowed deduction to 2011 Add lines 9 and 10, less line 12 ▶	13	

***Note:** Do not use Part II or Part III below for listed property. Instead, use Part V.*

Part II Special Depreciation Allowance and Other Depreciation (Do not include listed property) (See instructions)

14 Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year (see instructions)	14	2,951
15 Property subject to section 168(f)(1) election	15	
16 Other depreciation (including ACRS)	16	

Part III MACRS Depreciation (Do not include listed property.) (See instructions.)

Section A

17 MACRS deductions for assets placed in service in tax years beginning before 2010	17	
18 If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here ▶ ☐		

Section B—Assets Placed in Service During 2010 Tax Year Using the General Depreciation System

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only—see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a 3-year property						
b 5-year property						
c 7-year property						
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs		S/L	
h Residential rental property			27 5 yrs	MM	S/L	
			27 5 yrs	MM	S/L	
i Nonresidential real property			39 yrs	MM	S/L	
				MM	S/L	

Section C—Assets Placed in Service During 2010 Tax Year Using the Alternative Depreciation System

20a Class life					S/L	
b 12-year			12 yrs		S/L	
c 40-year			40 yrs	MM	S/L	

Part IV Summary (see instructions)

21 Listed property Enter amount from line 28	21	
22 **Total.** Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21 Enter here and on the appropriate lines of your return Partnerships and S corporations—see instructions	22	2,951
23 For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

Part V **Listed Property** (Include automobiles, certain other vehicles, certain computers, and property used for entertainment, recreation, or amusement.)

Note: *For any vehicle for which you are using the standard mileage rate or deducting lease expense, complete **only** 24a, 24b, columns (a) through (c) of Section A, all of Section B, and Section C if applicable.*

Section A—Depreciation and Other Information (Caution: *See the instructions for limits for passenger automobiles.***)**

24a Do you have evidence to support the business/investment use claimed? Yes No | **24b** If "Yes," is the evidence written? Yes No

(a) Type of property (list vehicles first)	(b) Date placed in service	(c) Business/ investment use percentage	(d) Cost or other basis	(e) Basis for depreciation (business/investment use only)	(f) Recovery period	(g) Method/ Convention	(h) Depreciation/ deduction	(i) Elected section 179 cost
25 Special depreciation allowance for qualified listed property placed in service during the tax year and used more than 50% in a qualified business use (see instructions)						**25**		
26 Property used more than 50% in a qualified business use								
		%						
		%						
		%						
27 Property used 50% or less in a qualified business use								
		%				S/L -		
		%				S/L -		
		%				S/L -		
28 Add amounts in column (h), lines 25 through 27 Enter here and on line 21, page 1 .						**28**		
29 Add amounts in column (i), line 26 Enter here and on line 7, page 1							**29**	

Section B—Information on Use of Vehicles

Complete this section for vehicles used by a sole proprietor, partner, or other "more than 5% owner," or related person

If you provided vehicles to your employees, first answer the questions in Section C to see if you meet an exception to completing this section for those vehicles

	(a) Vehicle 1		(b) Vehicle 2		(c) Vehicle 3		(d) Vehicle 4		(e) Vehicle 5		(f) Vehicle 6	
30 Total business/investment miles driven during the year (**do not** include commuting miles) . .												
31 Total commuting miles driven during the year .												
32 Total other personal(noncommuting) miles driven												
33 Total miles driven during the year Add lines 30 through 32												
34 Was the vehicle available for personal use	**Yes**	**No**	**Yes**	**No**	**Yes**	**No**	**Yes**	**No**	**Yes**	**No**	**Yes**	**No**
during off-duty hours?												
35 Was the vehicle used primarily by a more than 5% owner or related person?												
36 Is another vehicle available for personal use? .												

Section C—Questions for Employers Who Provide Vehicles for Use by Their Employees

Answer these questions to determine if you meet an exception to completing Section B for vehicles used by employees who **are not** more than 5% owners or related persons (see instructions)

	Yes	**No**
37 Do you maintain a written policy statement that prohibits all personal use of vehicles, including commuting, by your employees?		
38 Do you maintain a written policy statement that prohibits personal use of vehicles, except commuting, by your employees? See the instructions for vehicles used by corporate officers, directors, or 1% or more owners		
39 Do you treat all use of vehicles by employees as personal use?		
40 Do you provide more than five vehicles to your employees, obtain information from your employees about the use of the vehicles, and retain the information received?		
41 Do you meet the requirements concerning qualified automobile demonstration use? (See instructions)		
Note: If your answer to 37, 38, 39, 40, or 41 is "Yes," do not complete Section B for the covered vehicles		

Part VI **Amortization**

(a) Description of costs	(b) Date amortization begins	(c) Amortizable amount	(d) Code section	(e) Amortization period or percentage	(f) Amortization for this year
42 Amortization of costs that begins during your 2010 tax year (see instructions)					
43 Amortization of costs that began before your 2010 tax year				**43**	
44 Total. Add amounts in column (f) See the instructions for where to report . .				**44**	

TY 2010 Accounting Fees Schedule

Name: SAUL SCHOTTENSTEIN FOUNDATION B

EIN: 27-0167751

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING EXPENSE	2,200	2,200		
ACCOUNTING EXPENSE - BANK	75	75		

TY 2010 Compensation Explanation

Name: SAUL SCHOTTENSTEIN FOUNDATION B

EIN: 27-0167751

Person Name	Explanation
JEFFREY P HARRIS	

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2010 Depreciation Schedule

Name: SAUL SCHOTTENSTEIN FOUNDATION B

EIN: 27-0167751

TY 2010 Depreciation Schedule

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
APPLE COMPUTER	2010-11-16	2,951		200DB	5 0000	2,951			

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2010 Gain/Loss from Sale of Other Assets Schedule

Name: SAUL SCHOTTENSTEIN FOUNDATION B

EIN: 27-0167751

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
USBANK ROP	2009-12	PURCHASE	2010-12		31	31				
650 ABBOTT LABS	2009-05	PURCHASE	2010-05		31,561	29,042			2,519	
10000 ALPINE GLOBAL PREMIER PROPER	2010-01	PURCHASE	2010-07		59,511	62,079			-2,568	
235 AMAZON COM INC	2010-03	PURCHASE	2010-05		29,741	30,074			-333	
580 ARM HLDGS PLC A D R	2010-06	PURCHASE	2010-08		8,920	7,203			1,717	
600 ASTRAZENECA PLC SPSD ADR	2010-01	PURCHASE	2010-05		24,960	27,942			-2,982	
1230 ATT INC	2009-05	PURCHASE	2010-05		30,823	30,035			788	
1250 ATT INC	2010-05	PURCHASE	2010-08		33,137	29,962			3,175	
600 BP AMOCO	2009-05	PURCHASE	2010-05		29,946	29,291			655	
715 BP AMOCO	2010-05	PURCHASE	2010-05		22,637	30,014			-7,377	
375 BERKSHIRE HATHAWAY	2010-04	PURCHASE	2010-06		27,597	29,637			-2,040	
3050 BRISTOL-MYERS SQUIBB	2009-04	PURCHASE	2010-05		73,809	69,079			4,730	
215 BOARDCOM CORP	2010-06	PURCHASE	2010-08		6,740	7,228			-488	
280 CAVIUM NETWORKS	2010-06	PURCHASE	2010-08		6,294	7,383			-1,089	
400 CEVA	2010-06	PURCHASE	2010-08		4,596	4,737			-141	
235 CEVA	2010-06	PURCHASE	2010-08		2,700	2,783			-83	
1150 CISCO SYS INC	2010-03	PURCHASE	2010-05		29,118	29,911			-793	
3875 CISCO SYS INC	2009-06	PURCHASE	2010-08		80,716	91,879			-11,163	
1200 CISCO SYS INC	2009-06	PURCHASE	2010-09		24,441	27,785			-3,344	
7200 CITIGROUP INC	2010-03	PURCHASE	2010-05		28,656	30,096			-1,440	
1750 COCA COLA CO	2009-04	PURCHASE	2010-05		91,823	90,585			1,238	
280 COMMSCOPE INC	2010-06	PURCHASE	2010-08		5,149	7,297			-2,148	
410 CORNING INC	2010-06	PURCHASE	2010-08		6,474	7,441			-967	
550 DIAGEO PLC SPONSORED ADR	2009-05	PURCHASE	2010-05		34,917	29,786			5,131	
500 DWS ENHANCED COMMODITY STRATEGY	2010-03	PURCHASE	2010-05		4,121	4,140			-19	
6800 DWS ENHANCED COMMODITY STRATEGY	2009-04	PURCHASE	2010-05		56,333	56,219			114	
870 EXXON MOBIL CORP	2009-12	PURCHASE	2010-05		55,335	60,047			-4,712	
500000 FHLMC MTN 4 000% 12/15/24	2009-12	PURCHASE	2010-12		500,000	500,000				
92 GOOGLE INC CL A	2009-04	PURCHASE	2010-05		43,260	53,198			-9,938	
25 GOOGLE INC CL A	2009-11	PURCHASE	2010-08		11,269	14,396			-3,127	

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
840 JOHNSON & JOHNSON	2009-04	PURCHASE	2010-08		48,677	54,424			-5,747	
850 LILLY ELI & CO	2010-01	PURCHASE	2010-05		29,266	30,098			-832	
500 MC DONALD'S CORP	2009-05	PURCHASE	2010-05		33,894	29,384			4,510	
800 MERCK AND CO INC NEW	2010-01	PURCHASE	2010-05		26,559	29,808			-3,249	
500 MICROSOFT CORP	2010-03	PURCHASE	2010-06		12,490	14,604			-2,114	
635 NVIDIA CORP	2010-06	PURCHASE	2010-08		6,096	7,379			-1,283	
1070 ON SEMICONDUCTOR CORPORATION	2010-06	PURCHASE	2010-08		6,506	7,350			-844	
1200 ORACLE CORPORATION	2010-03	PURCHASE	2010-05		28,032	29,880			-1,848	
600 PEPSICO INC	2009-05	PURCHASE	2010-05		38,462	30,527			7,935	
3500 PFIZER INC	2010-03	PURCHASE	2010-08		55,159	60,200			-5,041	
1900 PROCTER & GAMBLE CO	2009-04	PURCHASE	2010-05		114,122	120,450			-6,328	
5000 QUALCOMM INC	2009-04	PURCHASE	2010-08		188,947	173,778			15,169	
160 SILICON LABORATORIES INC	2010-06	PURCHASE	2010-08		6,137	7,026			-889	
460 SKYWORKS SOLUTIONS INC	2010-06	PURCHASE	2010-08		7,738	7,484			254	
700 SMITH MICRO SOFTWARE INC	2010-06	PURCHASE	2010-08		5,357	6,982			-1,625	
385 SYNIVERSE HLDGS INC	2010-06	PURCHASE	2010-08		7,742	7,191			551	
1000 TELLABS INC	2010-06	PURCHASE	2010-08		7,010	6,960			50	
400 TESSERA TECH INC	2010-06	PURCHASE	2010-08		6,027	7,147			-1,120	
950 TEVA PHARMACEUTICAL INDS LTD A D	2010-04	PURCHASE	2010-05		54,538	59,418			-4,880	
290 TEXAS INSTRS INC	2010-06	PURCHASE	2010-08		6,916	7,082			-166	
1000 TRI CONTINENTAL CORP	2010-01	PURCHASE	2010-05		12,220	11,936			284	
4000 TRI CONTINENTAL CORP	2010-01	PURCHASE	2010-05		47,399	47,670			-271	
1160 TRIQUINT SEMICONDUCTOR INC	2010-06	PURCHASE	2010-08		7,714	7,655			59	
1300 UNILEVER PLC SPSD ADR	2009-05	PURCHASE	2010-05		34,947	31,135			3,812	
600 WALMART STORES INC	2009-05	PURCHASE	2010-05		30,132	30,251			-119	
0 0397 FRONTIER COMMUNCATIONS	2009-05	PURCHASE	2010-07							
240 FRONTIER COMMUNCATIONS	2009-05	PURCHASE	2010-08		1,783	1,804			-21	
100 GOOGLE INC CL A	2009-05	PURCHASE	2010-08		45,077	41,051			4,026	
550 JOHNSON & JOHNSON	2009-05	PURCHASE	2010-08		31,872	30,123			1,749	
1500 MICROSOFT CORP	2009-05	PURCHASE	2001-06		37,469	30,778			6,691	

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
720 PHILIP MORRIS	2009-05	PURCHASE	2010-08		36,622	30,038			6,584	
1000 VERIZON COMMUNICATIONS	2009-05	PURCHASE	2010-08		29,120	27,525			1,595	
115 APPLE INC	2010-07	PURCHASE	2010-08		27,521	30,166			-2,645	
1700 BOARDWALK PIPELINE PARTNERS LP	2009-12	PURCHASE	2010-05		44,716	47,519			-2,803	
1850 DCP MIDSTREAM PARTNERS LP	2009-12	PURCHASE	2010-05		56,850	47,349			9,501	
950 ENBRIDGE ENERGY PARTNERS L P	2009-12	PURCHASE	2010-05		44,016	47,649			-3,633	
1200 ENERGY TRANSFER EQUITY L P	2009-05	PURCHASE	2010-05		37,943	27,956			9,987	
1125 ENERGY TRANSFER PARTNERS L P	2009-12	PURCHASE	2010-05		49,049	45,768			3,281	
2750 ENTERPRISE PRODS PARTNERS L P	2009-12	PURCHASE	2010-05		87,712	76,959			10,753	
LONG-TERM GAIN/LOSS FROM PASS-THROUGH ENTITY					88				88	

TY 2010 Investments Corporate Bonds Schedule

Name: SAUL SCHOTTENSTEIN FOUNDATION B

EIN: 27-0167751

Name of Bond	End of Year Book Value	End of Year Fair Market Value
ALPINE GLOBAL PREMIER PROPER		

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TY 2010 Investments Corporate Stock Schedule

Name: SAUL SCHOTTENSTEIN FOUNDATION B

EIN: 27-0167751

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ABBOTT LABORATORIES		
ALTRIA GROUP INC	14,883	16,003
AMERICAN INTL GROUP	28,984	35,591
AMERICAN INTL GROUP	30,027	36,600
APPLE	188,731	209,987
AT&T INC	14,905	16,159
BP PLC SPONS - FOREIGN		
BRISTOL-MYERS SQUIBB CO		
CISCO	60,680	61,297
COCA COLA COMPANY		
DIAGEO PLC SPONSORED - FOREIGN		
EXXON-MOBIL CORP		
GOLDMAN SACHS GROUP INC - PREFERRED	102,923	104,049
GOOGLE INC	129,034	126,516
JOHNSON & JOHNSON		
MCDONALDS CORP		
METLIFE - PREFERRED	101,206	118,700
MICROSOFT	29,920	30,701
PEPSICO		
PHILLIP MORRIS	14,981	16,974
PRUDENTIAL FINANCIAL INC	95,494	108,575
QUALCOM	159,576	177,174
UNILVER PLC - FOREIGN		
VERIZON COMMUNICATIONS INC.	14,911	17,890
VODAPHONE	30,122	31,728
WAL-MART STORES INC		

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TY 2010 Other Assets Schedule

Name: SAUL SCHOTTENSTEIN FOUNDATION B

EIN: 27-0167751

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
BOARDWALK PIPELINE PARTNERS, LP	50,244		
DCP MIDSTREAM PARTNERS, LP	50,387		
ENBRIDGE ENERGY PARTNERS, LP 950	50,214		
ENERGY TRANSFER EQUITY LP 1200	30,197		
ENERGY TRANSFER EQUITY, LP 1125	49,961		
ENTERPRISE PRODUCTS PARTNERS 2750	76,037		

TY 2010 Other Expenses Schedule

Name: SAUL SCHOTTENSTEIN FOUNDATION B

EIN: 27-0167751

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
BANK FEES	25	25		
DUES - JEWISH FUNDERS NETWORK	850	850		
EVENT PLANNING	8,245			8,245
MISCELLANEOUS	1,217	1,217		
OH FILING	400			
PAYROLL FEES	126	126		
WEBSITE DESIGN	5,735	5,735		

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TY 2010 Other Income Schedule

Name: SAUL SCHOTTENSTEIN FOUNDATION B

EIN: 27-0167751

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
BOARDWALK PIPELINE PARTNERS	-1,100		
DCP MIDSTREAM PARTNERS	-819		
ENBRIDGE ENERGY PARTNERS	-667		
ENERGY TRANSFER PARTNERS	-2,053		
ENERGY TRANSFER PARTNERS	-1,563		
ENTERPRISE PRODUCTS PARTNERS	-3,709		
ENERGY TRANSFER STRADDLE	1		
ENERGY TRANSFER OTHER INC	42		
US BANK PRIVATE RESERVE	31		

TY 2010 Other Professional Fees Schedule

Name: SAUL SCHOTTENSTEIN FOUNDATION B

EIN: 27-0167751

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
CUSTODIAL & MANAGEMENT FEES	5,794	5,794		