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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

2011

For calendar year 2011, or tax year beginning 01-01-2011 , and ending 12-31-2011

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
SUSAN AND ELIHU ROSE FOUNDATION INC

% JOHN A GACINSKI

Number and street (or P O box number if mail is not delivered to street address)
200 MADISON AVENUE 5TH FLOOR

Room/suite

City or town, state, and ZIP code
NEW YORK, NY 10016

A Employer identification number
13-3484181

B Telephone number (see page 10 of the instructions)

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)
\$ 15,010,166

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)	3,650,000			
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	10,797	10,797		
	4 Dividends and interest from securities.	51,747	51,747		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	189,155			
	b Gross sales price for all assets on line 6a _____ 189,155				
	7 Capital gain net income (from Part IV, line 2)		189,155		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	 101,825	101,825		
	12 Total. Add lines 1 through 11	4,003,524	353,524		
	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)	 637	637		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule).	 92,359	92,359		
	24 Total operating and administrative expenses.				
	Add lines 13 through 23	92,996	92,996		0
	25 Contributions, gifts, grants paid	5,178,200			5,178,200
	26 Total expenses and disbursements. Add lines 24 and 25	5,271,196	92,996		5,178,200
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-1,267,672			
	b Net investment income (if negative, enter -0-)		260,528		
	c Adjusted net income (if negative, enter -0-)				

Part II

Balance Sheets

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

		Beginning of year	End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1	Cash—non-interest-bearing	-27,626	-29,667	-29,667
	2	Savings and temporary cash investments	867,002	134,291	134,291
	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)			
	b	Investments—corporate stock (attach schedule)	1,832,838	1,873,954	2,284,681
	c	Investments—corporate bonds (attach schedule).			
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans	13,756	0	0
	13	Investments—other (attach schedule)	8,787,478	8,249,586	12,620,861
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15	Other assets (describe ▶ _____)				
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	11,473,448	10,228,164	15,010,166	
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 ▶ _____)	2,182,837	2,205,255	
	23	Total liabilities (add lines 17 through 22)	2,182,837	2,205,255	
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> 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	9,290,611	8,022,909	
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances (see page 17 of the instructions)	9,290,611	8,022,909	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	11,473,448	10,228,164	

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	9,290,611
2	Enter amount from Part I, line 27a	2	-1,267,672
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3	4	8,022,939
5	Decreases not included in line 2 (itemize) ▶ _____	5	30
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	8,022,909

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)
1 a	INFORMATION AVAILABLE UPON REQUEST	P		
b	INFORMATION AVAILABLE UPON REQUEST	P		
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 27,914			27,914
b 161,241			161,241
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			27,914
b			161,241
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	189,155
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))
2010	5,829,690	2,999,262	1 943708
2009	2,614,503	3,790,247	0 689798
2008	5,291,522	4,684,035	1 129693
2007	5,332,003	32,600,216	0 163557
2006	3,347,310	30,554,435	0 109552

2 Total of line 1, column (d).	2	4 036308
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 807262
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5.	4	2,382,326
5 Multiply line 4 by line 3.	5	1,923,161
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	2,605
7 Add lines 5 and 6.	7	1,925,766
8 Enter qualifying distributions from Part XII, line 4.	8	5,178,200

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 VIExcise 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 <input type="checkbox"/> and enter "N/A" on line 1			
		Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b		Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	2,605
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	2,605
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	2,605
6		Credits/Payments			
a		2011 estimated tax payments and 2010 overpayment credited to 2011	6a	11,012	
b		Exempt foreign organizations—tax withheld at source	6b		
c		Tax paid with application for extension of time to file (Form 8868)	6c		
d		Backup withholding erroneously withheld	6d		
7		Total credits and payments Add lines 6a through 6d.		7	11,012
8		Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached		8	
9		Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	
10		Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.		10	8,407
11		Enter the amount of line 10 to be Credited to 2012 estimated tax <input checked="" type="checkbox"/> 8,407	Refunded <input type="checkbox"/>	11	

Part VII-AStatements Regarding Activities

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?		Yes	No
		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)?			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 <input checked="" type="checkbox"/> \$ _____ (2) On foundation managers <input checked="" type="checkbox"/> \$ _____			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input checked="" type="checkbox"/> \$ _____			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?	2		No
	If "Yes," attach a detailed description of the activities.			
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?	5		No
	If "Yes," attach the statement required by General Instruction T.			
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) <input checked="" type="checkbox"/> DE, 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	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 2011 or the taxable year beginning in 2011 (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? Website address N/A	13	Yes	
14	The books are in care of JOHN A GACINSKI Telephone no (212) 210-6666 Located at 200 MADISON AVENUE 5TH FLOOR NY N NEW YORK NY ZIP+4 10016			
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.			
16	At any time during calendar year 2011, 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?	15		0
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country	16	Yes	No

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? (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? (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)? (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).			
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)? Organizations relying on a current notice regarding disaster assistance check here.	1b		
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 2011?	1c		No
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 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? 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?			
b	If "Yes," did it have excess business holdings in 2011 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 2011.).	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 2011?	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)?

Organizations relying on a current notice regarding disaster assistance check here. ☒

5b

No

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?

☐ Yes ☒ No

If "Yes" to 6b, file Form 8870.

6b

No

7a

At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

b

If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

☐ Yes ☒ No

7b

No

Part VIII

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

1

List all officers, directors, trustees, foundation managers and their compensation (see 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
ELIHU ROSE	PRESIDENT/SECRETARY/DIRECTOR	0	0	0
2 EAST 88TH STREET NEW YORK, NY 10128	0			
SUSAN W ROSE	DIRECTOR	0	0	0
2 EAST 88TH STREET NEW YORK, NY 10128	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

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

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Part VIII

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE".

[illegible]

Total number of others receiving over \$50,000 for professional services.	▶
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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	
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	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	1,879,864
b	Average of monthly cash balances.	1b	538,741
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	2,418,605
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	2,418,605
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions).	4	36,279
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	2,382,326
6	Minimum investment return. Enter 5% of line 5.	6	119,116

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	119,116
2a	Tax on investment income for 2011 from Part VI, line 5.	2a	2,605
b	Income tax for 2011 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	2,605
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	116,511
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	116,511
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	116,511

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	5,178,200
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	5,178,200
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	2,605
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	5,175,595
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 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				116,511
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only.			0	
b Total for prior years 2009 , 2008 , 2007		0		
3 Excess distributions carryover, if any, to 2011				
a From 2006.	1,845,766			
b From 2007.	3,745,232			
c From 2008.	5,077,456			
d From 2009.	2,426,945			
e From 2010.	5,685,677			
f Total of lines 3a through e.	18,781,076			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 5,178,200				
a Applied to 2010, but not more than line 2a			0	
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 2011 distributable amount.				116,511
e Remaining amount distributed out of corpus	5,061,689			
5 Excess distributions carryover applied to 2011 (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	23,842,765			
b Prior years' undistributed income Subtract line 4b from line 2b.		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions . . .		0		
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions			0	
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				0
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 2006 not applied on line 5 or line 7 (see page 27 of the instructions).	1,845,766			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	21,996,999			
10 Analysis of line 9				
a Excess from 2007. . . .	3,745,232			
b Excess from 2008. . . .	5,077,456			
c Excess from 2009. . . .	2,426,945			
d Excess from 2010. . . .	5,685,677			
e Excess from 2011. . . .	5,061,689			

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 2011, 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)

☐ 4942(j)(3) or ☐ 4942(j)(5)

2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed.	Tax year	Prior 3 years			(e) Total
		(a) 2011	(b) 2010	(c) 2009	(d) 2008	
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))

ELIHU ROSE AND SUSAN W ROSE

b

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

NONE

2

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

Check here ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see 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	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
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			3a	5,178,200
b Approved for future payment				
Total			3b	

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	10,797	
4	Dividends and interest from securities. . . .			14	51,747	
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	189,155	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory. .					
	FARALLON CAPITAL INST			16	47,378	
11	Other revenue a PTNR					
b	FARALLON CAPITAL INST PTNR - SEC 988 LOSS			16	-2,154	
c	20 EAST 35TH STREET			16	-200	
d	GOODHUE HOUSE CO			16	57,070	
e	GOODHUE RESIDENTIAL CO			16	-269	
12	Subtotal Add columns (b), (d), and (e). .				353,524	
13	Total. Add line 12, columns (b), (d), and (e).			13		353,524

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

[illegible]

Part XVII

1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		Yes	No
a	Transfers from the reporting foundation to a noncharitable exempt organization of			
	(1) Cash.	1a(1)		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

[illegible]

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				
	*****			2012-11-15	*****
	Signature of officer or trustee			Date	Title
	Paid Preparer's Use Only	Preparer's Signature		Date	Check if self-employed <input checked="" type="checkbox"/>
Firm's name EISNERAMPER LLP			Firm's EIN		
750 THIRD AVENUE					
	Firm's address NEW YORK, NY 100172703			Phone no	

May the IRS discuss this return with the preparer shown above? See instructions ☐ Yes ☒ No

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

2011

Name of organization SUSAN AND ELIHU ROSE FOUNDATION INC	Employer identification number 13-3484181
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Organization type (check one)

Filers of:	Section:
Form 990 or 990-EZ	<input type="checkbox"/> 501(c)() (enter number) organization
	<input type="checkbox"/> 4947(a)(1) nonexempt charitable trust not treated as a private foundation
	<input type="checkbox"/> 527 political organization
Form 990-PF	<input checked="" type="checkbox"/> 501(c)(3) exempt private foundation
	<input type="checkbox"/> 4947(a)(1) nonexempt charitable trust treated as a private foundation
	<input type="checkbox"/> 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 33¹/₃% 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 in the heading 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 SUSAN AND ELIHU ROSE FOUNDATION INC	Employer identification number 13-3484181
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Part I Contributors (see instructions) Use duplicate copies of Part III
 additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
<u>1</u>	<u>ELIHU ROSE</u> <u>2 EAST 88TH STREET</u> <u>NEW YORK, NY 10128</u> <u></u>	\$ <u>1,825,000</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
<u>2</u>	<u>SUSAN W ROSE</u> <u>2 EAST 88TH STREET</u> <u>NEW YORK, NY 10128</u> <u></u>	\$ <u>1,825,000</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
<u></u>	<u></u> <u></u> <u></u> <u></u>	\$ <u></u>	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
<u></u>	<u></u> <u></u> <u></u> <u></u>	\$ <u></u>	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
<u></u>	<u></u> <u></u> <u></u> <u></u>	\$ <u></u>	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
<u></u>	<u></u> <u></u> <u></u> <u></u>	\$ <u></u>	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)

Name of organization SUSAN AND ELIHU ROSE FOUNDATION INC	Employer identification number 13-3484181
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<div>Part II</div> <div>Noncash Property (see Instructions) Use duplicate copies of Part II if additional space is needed</div>			
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	<div></div> <div></div> <div></div> <div></div>	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	<div></div> <div></div> <div></div> <div></div>	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	<div></div> <div></div> <div></div> <div></div>	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	<div></div> <div></div> <div></div> <div></div>	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	<div></div> <div></div> <div></div> <div></div>	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	<div></div> <div></div> <div></div> <div></div>	\$ _____	_____

Name of organization SUSAN AND ELIHU ROSE FOUNDATION INC	Employer identification number 13-3484181
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Part III

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

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

Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—	<div></div>	<div></div>	<div></div>
	<div></div>	<div></div>	<div></div>
	<div></div>	<div></div>	<div></div>
	<div></div>	<div></div>	<div></div>
—	<div>(e) Transfer of gift</div>		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
	<div></div>	<div></div>	
	<div></div>	<div></div>	
—	<div></div>	<div></div>	<div></div>
	<div></div>	<div></div>	<div></div>
	<div></div>	<div></div>	<div></div>
	<div></div>	<div></div>	<div></div>
—	<div>(e) Transfer of gift</div>		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
	<div></div>	<div></div>	
	<div></div>	<div></div>	
—	<div></div>	<div></div>	<div></div>
	<div></div>	<div></div>	<div></div>
	<div></div>	<div></div>	<div></div>
	<div></div>	<div></div>	<div></div>
—	<div>(e) Transfer of gift</div>		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
	<div></div>	<div></div>	
	<div></div>	<div></div>	
—	<div></div>	<div></div>	<div></div>
	<div></div>	<div></div>	<div></div>
	<div></div>	<div></div>	<div></div>
	<div></div>	<div></div>	<div></div>
—	<div>(e) Transfer of gift</div>		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
	<div></div>	<div></div>	
	<div></div>	<div></div>	

Additional Data

Software ID:
Software Version:
EIN: 13-3484181
Name: SUSAN AND ELIHU ROSE FOUNDATION INC

Form 990PF - Special Condition Description:

Special Condition Description

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
International Center of Photography 1114 Avenue of Americas New York, NY 10036	NONE	PUBLIC	CHARITABLE	35,000
Susan W Rose Fund for Music 200 Madison Avenue New York, NY 10016	NONE	PUBLIC	CHARITABLE	10,000
The Knights 344 Degraw St 4-C Brooklyn, NY 11231	NONE	PUBLIC	CHARITABLE	5,000
Yellow Barn 63 Main Street Putney, VT 05346	NONE	PUBLIC	CHARITABLE	1,000
Lincoln Center Theatre 150 W 65th Street New York, NY 10023	NONE	PUBLIC	CHARITABLE	6,750
Orchestra of St Luke's 330 W 42nd Street 9th Floor New York, NY 10036	NONE	PUBLIC	CHARITABLE	5,000
New York Festival of Song 307 Seventh Avenue Suite 1601 New York, NY 10001	NONE	PUBLIC	CHARITABLE	1,000
Carnegie Hall Society 881 Seventh Avenue New York, NY 10019	NONE	PUBLIC	CHARITABLE	11,880
Young Concert Artists Inc 250 W 57th Street Suite 1222 New York, NY 10107	NONE	PUBLIC	CHARITABLE	5,000
The Juilliard School 60 Lincoln Center Plaza New York, NY 10023	NONE	PUBLIC	CHARITABLE	10,000
The Juilliard School 61 Lincoln Center Plaza New York, NY 10024	NONE	PUBLIC	CHARITABLE	6,919
Hospital for Special Surgery 535 E 70th Street New York, NY 10021	NONE	PUBLIC	CHARITABLE	100,000
Hospital for Special Surgery 535 E 70th Street New York, NY 10021	NONE	PUBLIC	CHARITABLE	100,185
Hospital for Special Surgery 535 E 70th Street New York, NY 10021	NONE	PUBLIC	CHARITABLE	58,333
Central Synagogue 123 E 55th Street New York, NY 10022	NONE	PUBLIC	CHARITABLE	100
Gilder Lehrman Institute of American History 19 W 44th Street Suite 500 New York, NY 10036	NONE	PUBLIC	CHARITABLE	5,000
Park Avenue Armory 643 Park Avenue New York, NY 10065	NONE	PUBLIC	CHARITABLE	3,000,000
Komen Greater NYC PO Box 27963 GPO New York, NY 10087	NONE	PUBLIC	CHARITABLE	1,000
The Jewish Museum 1109 5th Avenue New York, NY 10128	NONE	PUBLIC	CHARITABLE	1,000
The Mabel Mercer Foundation 301 E 79th Street 30N New York, NY 10021	NONE	PUBLIC	CHARITABLE	10,000
New York Festival of Song 307 7th Avenue Suite 1601 New York, NY 10001	NONE	PUBLIC	CHARITABLE	1,000
American Museum of Natural History CPW 79th Street New York, NY 10024	NONE	PUBLIC	CHARITABLE	1,750
The Morgan Library & Museum 225 Madison Avenue New York, NY 10016	NONE	PUBLIC	CHARITABLE	1,000
Central Park Conservancy 14 E 60th Street New York, NY 10022	NONE	PUBLIC	CHARITABLE	1,000
Alzheimer's Drug Discovery Foundation 1414 Ave of Americas Suite 1502 New York, NY 10102	NONE	PUBLIC	CHARITABLE	2,500
Carnegie Hill Neighbors Inc 170 E 91st Street New York, NY 10128	NONE	PUBLIC	CHARITABLE	500
Close Encounters With Music PO Box 34 Great Barrington, MA 01230	NONE	PUBLIC	CHARITABLE	1,500
Girl Scout Council of Greater New York 43 W 23rd Street New York, NY 10010	NONE	PUBLIC	CHARITABLE	1,500
North Star Fund 520 Eighth Avenue Suite 2203 New York, NY 10018	NONE	PUBLIC	CHARITABLE	5,000
Young Concert Artists Inc 250 W 57th Street Suite 1222 New York, NY 10107	NONE	PUBLIC	CHARITABLE	5,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
Harrison Volunteer Ambulance Corps Inc2 Pleasant Ridge Rd Harrison,NY 10528	NONE	PUBLIC	CHARITABLE	100
The New York Public Library5th Avenue 42nd Street Room 105 New York,NY 10018	NONE	PUBLIC	CHARITABLE	2,000
National Museum of American History14th Street Constitution Avenue Washington,DC 20560	NONE	PUBLIC	CHARITABLE	200,000
WNET450 W 33rd Street New York,NY 10001	NONE	PUBLIC	CHARITABLE	10,000
New York Historical Society170 CPW New York,NY 10024	NONE	PUBLIC	CHARITABLE	5,000
Council on Foreign Relations58 E 68th Street New York,NY 10131	NONE	PUBLIC	CHARITABLE	5,000
The Doe Fund232 E 84th Street New York,NY 10028	NONE	PUBLIC	CHARITABLE	3,000
Caramoor Center for Music & the ArtsPO Box 816 Katonah,NY 10536	NONE	PUBLIC	CHARITABLE	5,000
New York Historical Society170 CPW New York,NY 10024	NONE	PUBLIC	CHARITABLE	4,650
The Carnegie Hall Society881 Seventh Avenue New York,NY 10019	NONE	PUBLIC	CHARITABLE	6,500
Horace Mann School231 W 246th Street Riverdale,NY 10471	NONE	PUBLIC	CHARITABLE	1,250
Hospital for Special Surgery Fund Inc535 E 70th Street New York,NY 10021	NONE	PUBLIC	CHARITABLE	25,000
F-E-G-S315 Hudson St New York,NY 10013	NONE	PUBLIC	CHARITABLE	1,000
Museum of Arts & Design2 Columbus Circle New York,NY 10019	NONE	PUBLIC	CHARITABLE	2,000
Greater Port Jefferson Arts Council101 East Broadway Port Jefferson,NY 11777	NONE	PUBLIC	CHARITABLE	10,000
Saratoga Performing Arts Center108 Avenue of the Pines Saratoga Springs,NY 12866	NONE	PUBLIC	CHARITABLE	5,000
United Cerebral Palsy of NYC80 Maiden Lane 8th Floor New York,NY 10038	NONE	PUBLIC	CHARITABLE	1,000
Montclair Kimberley Academy201 Valley Rd Montclair,NJ 07042	NONE	PUBLIC	CHARITABLE	1,000
Jumpstart505 8th Avenue Suite 602 New York,NY 10018	NONE	PUBLIC	CHARITABLE	2,000
The New York Pops333 W 52nd Street Suite 600 New York,NY 10019	NONE	PUBLIC	CHARITABLE	450
Greater NY Councils Boys Scouts of America350 Fifth Avenue Suite 430 New York,NY 10118	NONE	PUBLIC	CHARITABLE	1,000
Carnegie Hall Society Inc881 Seventh Avenue New York,NY 10019	NONE	PUBLIC	CHARITABLE	500
National Center for Learning Disabilities Inc381 Park Avenue South Suite 1401 New York,NY 10016	NONE	PUBLIC	CHARITABLE	1,000
Orchestra of St Luke's330 W 42nd Street 9th Floor New York,NY 10036	NONE	PUBLIC	CHARITABLE	1,500
Columbia University-Avery Library1172 Amsterdam Avenue New York,NY 10027	NONE	PUBLIC	CHARITABLE	15,000
Park Avenue Armory643 Park Avenue New York,NY 10065	NONE	PUBLIC	CHARITABLE	50,000
The Jewish Museum1109 5th Avenue New York,NY 10128	NONE	PUBLIC	CHARITABLE	10,000
Nami Minnesota800 Transfer Rd 31 Saint Paul,MN 55114	NONE	PUBLIC	CHARITABLE	1,000
Roundabout Theatre111 W 46th Street 3rd Floor New York,NY 10036	NONE	PUBLIC	CHARITABLE	2,000
The Library of America14 E 60th Street New York,NY 10022	NONE	PUBLIC	CHARITABLE	450

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a Paid during the year				
New York City Opera20 Lincoln Center New York, NY 10023	NONE	PUBLIC	CHARITABLE	5,000
Carnegie Hall881 Seventh Avenue New York, NY 10019	NONE	PUBLIC	CHARITABLE	100,000
Carnegie Hall881 Seventh Avenue New York, NY 10019	NONE	PUBLIC	CHARITABLE	25,000
HillelPO Box 92994 Washington, DC 20090	NONE	PUBLIC	CHARITABLE	5,000
The Acting CompanyPO Box 898 New York, NY 10108	NONE	PUBLIC	CHARITABLE	1,000
The New York Botanical Garden 200th Street Kazimiroff Blvd Bronx, NY 10458	NONE	PUBLIC	CHARITABLE	1,500
92nd Street Y1395 Lexington Avenue New York, NY 10128	NONE	PUBLIC	CHARITABLE	10,000
Truman National Security Project 1420 K Street NW Suite 250 Washington, DC 20005	NONE	PUBLIC	CHARITABLE	10,000
Park Avenue Armory643 Park Avenue New York, NY 10065	NONE	PUBLIC	CHARITABLE	100,000
New York Philharmonic10 Lincoln Center Plaza New York, NY 10023	NONE	PUBLIC	CHARITABLE	10,000
Municipal Art Society of NY111 W 57th Street New York, NY 10019	NONE	PUBLIC	CHARITABLE	5,000
Norman Rockwell Museum9 Route 183 Stockbridge, MA 01262	NONE	PUBLIC	CHARITABLE	2,500
Central Synagogue123 E 55th Street New York, NY 10022	NONE	PUBLIC	CHARITABLE	15,400
International Center of Photography 1114 Avenue of Americas New York, NY 10036	NONE	PUBLIC	CHARITABLE	20,000
The Rockefeller University1230 York Avenue Box 164 New York, NY 10065	NONE	PUBLIC	CHARITABLE	1,000
The Museum of Arts and Design2 Columbus Circle New York, NY 10019	NONE	PUBLIC	CHARITABLE	1,000
Metropolitan OperaLincoln Center New York, NY 10023	NONE	PUBLIC	CHARITABLE	5,000
New York Philharmonic10 Lincoln Center Plaza New York, NY 10023	NONE	PUBLIC	CHARITABLE	1,500
American Friends of the Paris Opera & Ballet972 Fifth Avenue New York, NY 10075	NONE	PUBLIC	CHARITABLE	1,000
Smith CollegePO Box 340029 Boston, MA 02241	NONE	PUBLIC	CHARITABLE	2,500
Juilliard School60 Lincoln Center Plaza New York, NY 10023	NONE	PUBLIC	CHARITABLE	30,000
Juilliard School60 Lincoln Center Plaza New York, NY 10023	NONE	PUBLIC	CHARITABLE	100,000
Juilliard School60 Lincoln Center Plaza New York, NY 10023	NONE	PUBLIC	CHARITABLE	100,000
Harlem Educational Activities Fund 200 Madison Ave New York, NY 10016	NONE	PUBLIC	CHARITABLE	10,000
New York City Center130 W 56th Street New York, NY 10019	NONE	PUBLIC	CHARITABLE	4,080
The Carnegie Hall Society881 Seventh Avenue New York, NY 10019	NONE	PUBLIC	CHARITABLE	22,568
Museum of the City of New York 1220 Fifth Avenue New York, NY 10029	NONE	PUBLIC	CHARITABLE	10,000
WNET450 W 33rd Street New York, NY 10001	NONE	PUBLIC	CHARITABLE	50,000
New York Hall of Science47-01 111th Street Queens, NY 11368	NONE	PUBLIC	CHARITABLE	5,000
Amazing Afternoons-WJCS845 N Broadway White Plains, NY 10603	NONE	PUBLIC	CHARITABLE	1,500


Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
Park Avenue Armory643 Park Avenue New York, NY 10065	NONE	PUBLIC	CHARITABLE	6,500
East Side House Settlement337 Alexander Avenue Bronx, NY 10454	NONE	PUBLIC	CHARITABLE	1,850
Lincoln Center for Performing Art150 W 65th Street New York, NY 10023	NONE	PUBLIC	CHARITABLE	22,500
Samuel Waxman Cancer Research Foundation420 Lexington Avenue New York, NY 10170	NONE	PUBLIC	CHARITABLE	2,500
Library of America14 E 60th Street New York, NY 10022	NONE	PUBLIC	CHARITABLE	85,000
Library of America14 E 60th Street New York, NY 10022	NONE	PUBLIC	CHARITABLE	25,000
Park Avenue Armory643 Park Avenue New York, NY 10065	NONE	PUBLIC	CHARITABLE	14,500
National Park of New York Habor Conservancy26 Wall Street New York, NY 10005	NONE	PUBLIC	CHARITABLE	5,000
The WQXR Campaign160 Varick Street New York, NY 10013	NONE	PUBLIC	CHARITABLE	25,000
Park Avenue Armory643 Park Avenue New York, NY 10065	NONE	PUBLIC	CHARITABLE	13,400
The Actors Fund79 Seventh Avenue 10th Floor New York, NY 10102	NONE	PUBLIC	CHARITABLE	1,000
Marlboro School of Music1616 Walnut Street Suite 1600 Phila, PA 19103	NONE	PUBLIC	CHARITABLE	5,000
Alzheimer's Drug Discovery Foundation1414 Avenue of Americas Suite 1502 New York, NY 10102	NONE	PUBLIC	CHARITABLE	2,500
Center for Living226 East 52nd Street New York, NY 10022	NONE	PUBLIC	CHARITABLE	1,000
Intrepid Sea Air & Space MuseumWest 46th Street 12th Avenue New York, NY 10036	NONE	PUBLIC	CHARITABLE	10,000
The Sapling FoundationPO Box 620952 Woodside, CA 94062	NONE	PUBLIC	CHARITABLE	112,500
The Sapling FoundationPO Box 620952 Woodside, CA 94062	NONE	PUBLIC	CHARITABLE	12,500
Albert Einstein College of Medicine1165 Morris Park Avenue Bronx, NY 10461	NONE	PUBLIC	CHARITABLE	5,000
Harlem Educational Activities Fund200 Madison Avenue New York, NY 10016	NONE	PUBLIC	CHARITABLE	12,500
The Jewish Federations of North AmericaWall Street Station PO Box 157 New York, NY 10268	NONE	PUBLIC	CHARITABLE	5,000
Juilliard School155 W 65th Street New York, NY 10023	NONE	PUBLIC	CHARITABLE	15,000
Jewish Museum1109 Fifth Avenue New York, NY 10128	NONE	PUBLIC	CHARITABLE	10,000
New York Historical Society170 Central Park West New York, NY 10024	NONE	PUBLIC	CHARITABLE	2,500
Park Avenue Armory643 Park Avenue New York, NY 10065	NONE	PUBLIC	CHARITABLE	50,000
Army War College Foundation122 Forbes Avenue Carlisle, PA 17013	NONE	PUBLIC	CHARITABLE	5,000
Histroric Hudson Valley639 Bedford Rd Pocantico Hills, NY 10591	NONE	PUBLIC	CHARITABLE	2,500
The Skyscraper Museum39 Battery Place New York, NY 10280	NONE	PUBLIC	CHARITABLE	5,000
New York Public Radio160 Verick Street New York, NY 10013	NONE	PUBLIC	CHARITABLE	1,000
Copland HousePO Box 2177 Cortlandt Manor, NY 10567	NONE	PUBLIC	CHARITABLE	1,000
Third Street Music School Settlement235 E 11th Street New York, NY 10003	NONE	PUBLIC	CHARITABLE	1,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
The Breast Cancer Research Foundation60 East 56th Street 8th Floor New York, NY 10022	NONE	PUBLIC	CHARITABLE	5,000
Yellow Barn Scholarship Fund63 Main Street Putney, VT 05346	NONE	PUBLIC	CHARITABLE	500
Yes AtlantaPO Box 54692 Atlanta, GA 30308	NONE	PUBLIC	CHARITABLE	2,500
Yale Alumni FundPO Box 803 New Haven, CT 06503	NONE	PUBLIC	CHARITABLE	2,000
Jewish Opportunities Institute450 W 33rd Street 11th Floor New York, NY 10001	NONE	PUBLIC	CHARITABLE	1,500
Susan G Komen North Jersey - Teens for Cure785 Springfield Avenue Summit, NJ 07901	NONE	PUBLIC	CHARITABLE	500
Hospital for Special Surgery Fund53 E 70th Street New York, NY 10021	NONE	PUBLIC	CHARITABLE	4,835
New York City Opera20 Lincoln Center New York, NY 10023	NONE	PUBLIC	CHARITABLE	5,000
Brain Trauma Foundation415 Madison Avenue 14th Floor New York, NY 10017	NONE	PUBLIC	CHARITABLE	25,000
Samuel Waxman Cancer Research Foundation30 Oakley Avenue Mt Vernon, NY 10550	NONE	PUBLIC	CHARITABLE	5,000
The Classical Recording Foundation128 Manor Lane Pelham, NY 10803	NONE	PUBLIC	CHARITABLE	1,000
French Heritage Society14 E 60th Street Suite 605 New York, NY 10022	NONE	PUBLIC	CHARITABLE	2,500
The Museum of Modern Art11 W 53rd Street New York, NY 10019	NONE	PUBLIC	CHARITABLE	1,500
The Brooking Institution1775 Massachusetts Avenue NW Washington, DC 20036	NONE	PUBLIC	CHARITABLE	10,000
Hospital for Special Surgery53 E 70th Street New York, NY 10021	NONE	PUBLIC	CHARITABLE	5,000
Martina Arroyo Foundation IncPO Box 2015 Radio City Station, NY 10101	NONE	PUBLIC	CHARITABLE	1,000
Juilliard School60 Lincoln Center Plaza New York, NY 10023	NONE	PUBLIC	CHARITABLE	22,500
Smith CollegePO Box 340029 Boston, MA 02241	NONE	PUBLIC	CHARITABLE	5,000
The Urban Assembly509 W 129th Street New York, NY 10027	NONE	PUBLIC	CHARITABLE	1,000
CEI-PEA95 Madison Avenue Suite 601 New York, NY 10016	NONE	PUBLIC	CHARITABLE	1,500
International Friends of Lyric Art Festival315 Madison Avenue New York, NY 10017	NONE	PUBLIC	CHARITABLE	1,000
Witness80 Hanson Place 5th Floor Brooklyn, NY 11217	NONE	PUBLIC	CHARITABLE	1,000
Friends of a Partner in Education Inc16 Fayerweather Street Cambridge, MA 021383330	NONE	PUBLIC	CHARITABLE	1,000
American Jewish Historical Society15 West 16th Street New York, NY 10011	NONE	PUBLIC	CHARITABLE	10,000
Central Synagogue123 E 55th Street New York, NY 10022	NONE	PUBLIC	CHARITABLE	25,000
Park Avenue Armory643 Park Avenue New York, NY 10065	NONE	PUBLIC	CHARITABLE	25,000
Park Avenue Armory643 Park Avenue New York, NY 10065	NONE	PUBLIC	CHARITABLE	50,000
Army War College Foundation Inc122 Forbes Avenue Carlisle, PA 17013	NONE	PUBLIC	CHARITABLE	5,000
The Arthur Ross Foundation20 E 74th Street New York, NY 10021	NONE	PUBLIC	CHARITABLE	2,000
Council on Foreign Relations58 East 68th Street New York, NY 10065	NONE	PUBLIC	CHARITABLE	20,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
New Orleans City Park1 Palm Drive New Orleans, LA 70124	NONE	PUBLIC	CHARITABLE	10,000
Susan W Rose Fund for Music200 Madison Avenue New York, NY 10016	NONE	PUBLIC	CHARITABLE	5,000
The New York Society Library53 East 79th Street New York, NY 10075	NONE	PUBLIC	CHARITABLE	2,000
Jump Start New York City505 Eight Avenue Suite 1100 New York, NY 10018	NONE	PUBLIC	CHARITABLE	500
NYP Fund Inc525 East 68th Street Box 123 New York, NY 10065	NONE	PUBLIC	CHARITABLE	1,000
Yellow Barn63 Main Street Putney, VT 05346	NONE	PUBLIC	CHARITABLE	500
Playwrights Realm48 W 25th Street 10th Floor New York, NY 10010	NONE	PUBLIC	CHARITABLE	1,000
Music Forward344 Degraw Street 4C Brooklyn, NY 11231	NONE	PUBLIC	CHARITABLE	5,000
American Association of the Old Xic 200 MADISON AVENUE 5TH FLOOR New York, NY 10016	NONE	PUBLIC	CHARITABLE	1,250
Brooklyn Museum of Art200 Eastern Parkway Brooklyn, NY 11238	NONE	PUBLIC	CHARITABLE	1,000
Business Executives for National Security1030 15th Street NW Suite 200 East Washington, DC 20005	NONE	PUBLIC	CHARITABLE	25,000
Total  3a				5,178,200

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

TY 2011 Depreciation Schedule

Name: SUSAN AND ELIHU ROSE FOUNDATION INC

EIN: 13-3484181

TY 2011 Investments Corporate Stock Schedule

Name: SUSAN AND ELIHU ROSE FOUNDATION INC

EIN: 13-3484181

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ANADARKO PETE CORP COM	82,815	183,192
APACHE CORP COM	136,727	181,160
ENSCO INTERNATIONAL INC	199,838	164,220
INTERNATIONAL BUS MACH COM	179,134	367,760
LOEWS COS INC	165,423	150,600
METHANEX CORP COM	65,354	159,740
PIONEER NAT RES CO COM	77,735	161,064
REINSURANCE GROUP OF AMERICA	50,573	78,375
XEROX CORP	207,908	91,540
ACE LIMITED	34,623	56,096
HEWLETT PACKARD CO	102,277	69,552
SYMANTEC CORPORATION	81,635	78,250
AMGEN CORP	66,467	77,052
BAXTER INTERNATIONAL INC	0	0
DEVBURY RESOURCES INC	125,785	120,800
PFIZER INC	113,587	140,660
TRAVELERS COS INC	60,196	71,004
FEDEX CORP	123,877	133,616

TY 2011 Investments - Other Schedule

Name: SUSAN AND ELIHU ROSE FOUNDATION INC

EIN: 13-3484181

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
FARALLON CAPITAL INST PATR, LP		3,107,781	2,242,988
GOODHUE HOUSE CO.		347,630	347,630
GOODHUE RESIDENTIAL CO.		17,179	17,179
INSTITUTIONAL INVESTMENT FUND		2,100,000	3,792,896
MILLENIUM INTL LTD.		2,500,000	6,043,172
20 EAST 35TH STREET		146,996	146,996
ISRAEL DEVELOPMENT BOND		30,000	30,000

TY 2011 Land, Etc. Schedule**Name:** SUSAN AND ELIHU ROSE FOUNDATION INC**EIN:** 13-3484181

TY 2011 Other Decreases Schedule

Name: SUSAN AND ELIHU ROSE FOUNDATION INC

EIN: 13-3484181

Description	Amount
OTHER ADJUSTMENT	30

TY 2011 Other Expenses Schedule**Name:** SUSAN AND ELIHU ROSE FOUNDATION INC**EIN:** 13-3484181

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT ADVISORY FEES	74,914	74,914		
PROFESSIONAL FEES	3,888	3,888		
DED RELATED TO PORTFOLIO INC	12,473	12,473		
FILING FEES	1,084	1,084		

TY 2011 Other Income Schedule**Name:** SUSAN AND ELIHU ROSE FOUNDATION INC**EIN:** 13-3484181

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
FARALLON CAPITAL INST PTNR	47,378	47,378	
FARALLON CAPITAL INST PTNR- SEC 988 GAIN	-2,154	-2,154	
20 EAST 35TH STREET	-200	-200	
GOODHUE HOUSE CO	57,070	57,070	
GOODHUE RESIDENTIAL CO	-269	-269	

TY 2011 Other Liabilities Schedule

Name: SUSAN AND ELIHU ROSE FOUNDATION INC

EIN: 13-3484181

Description	Beginning of Year - Book Value	End of Year - Book Value
ARBITRAGE STRATEGIES L.P.	1,485,420	1,485,420
FARALLON FCIP, LTD	697,417	719,835

TY 2011 Taxes Schedule

Name: SUSAN AND ELIHU ROSE FOUNDATION INC

EIN: 13-3484181

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	637	637		