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Form 990-PF

Department of the Treasury
Internal Revenue ServiceReturn 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

2011

20

For calendar year 2011 or tax year beginning

, 2011, and ending

Name of foundation THE TIKVAH FUND		A Employer identification number 13-3676152	
		B Telephone number (see instructions) (212) 756-4385	
Number and street (or P O box number if mail is not delivered to street address)		Room/suite 1400	
745 FIFTH AVENUE			
City or town, state, and ZIP code NEW YORK, NY 10151		C If exemption application is pending, check here ► <input type="checkbox"/>	
G Check all that apply		D 1. Foreign organizations, check here ► <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation ► <input type="checkbox"/>	
<input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change		<input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change	
H Check type of organization		E If private foundation status was terminated under section 507(b)(1)(A), check here ► <input type="checkbox"/>	
<input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ► \$ 152,351,355.		J Accounting method Cash <input checked="" type="checkbox"/> Accrual Other (specify) _____	
Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income
1 Contributions, gifts, grants, etc. received (attach schedule)			
2 Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B			
3 Interest on savings and temporary cash investments		83.	83.
4 Dividends and interest from securities		4,138,857.	4,138,857.
5a Gross rents			
b Net rental income or (loss) _____			
6a Net gain or (loss) from sale of assets not on line 10		5,643,982.	
b Gross sales price for all assets on line 6a 36,424,148.			
7 Capital gain net income (from Part IV, line 2) .			5,567,493.
8 Net short-term capital gain			
9 Income modifications			
10a Gross sales less returns and allowances 126,128.			
b Less: Cost of goods sold			
c Gross profit (loss) (attach schedule) 126,128.			
11 Other income (attach schedule) 95,249.		95,249.	365,058.
12 Total. Add lines 1 through 11 10,004,299.		10,004,299.	10,071,491.
13 Compensation of officers, directors, trustees, etc		80,000.	80,000.
14 Other employee salaries and wages		2,437,010.	2,449,702.
15 Pension plans, employee benefits		490,225.	469,534.
16a Legal fees (attach schedule) ATCH 5		102,843.	95,588.
b Accounting fees (attach schedule) ATCH 6		128,025.	136,379.
c Other professional fees (attach schedule) *		539,999.	182,734.
17 Interest			
18 Taxes (attach schedule) (see instructions) *		94,997.	
19 Depreciation (attach schedule) and depletion		124,588.	
20 Occupancy		571,466.	510,229.
21 Travel, conferences, and meetings		247,712.	245,337.
22 Printing and publications			
23 Other expenses (attach schedule) ATCH 9		2,914,249.	3,058,250.
24 Total operating and administrative expenses.			
Add lines 13 through 23		7,731,114.	676,369.
25 Contributions, gifts, grants paid		6,280,512.	8,285,993.
26 Total expenses and disbursements Add lines 24 and 25		14,011,626.	676,369.
27 Subtract line 26 from line 12			
a Excess of revenue over expenses and disbursements		-4,007,327.	
b Net investment income (if negative, enter -0-)			9,395,122.
c Adjusted net income (if negative, enter -0-)			

* ATCH 7 JSA ** ATCH 8

Form 990-PF (2011)

Part II Balance Sheets

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
	1 Cash - non-interest-bearing	371,684.	41,736.	41,736.
	2 Savings and temporary cash investments	1,955,002.	231,708.	231,708.
	3 Accounts receivable ► 407,333.			
	Less allowance for doubtful accounts ►		407,333.	407,333.
	4 Pledges receivable ►			
	Less allowance for doubtful accounts ►			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ► * 828,908.		814,985.	ATTACH 10 814,985.
	Less allowance for doubtful accounts ►		814,985.	814,985.
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	ATCH 11 103,144.	119,536.	119,536.
	10 a Investments - U S and state government obligations (attach schedule)			
	b Investments - corporate stock (attach schedule) ATCH 12 124,724,149.		113,363,374.	113,363,374.
	c Investments - corporate bonds (attach schedule) ATCH 13 2,237,875.		410,270.	410,270.
	11 Investments - land, buildings, and equipment basis ►			
	Less accumulated depreciation ► (attach schedule)			
	12 Investments - mortgage loans			
	13 Investments - other (attach schedule)	ATCH 14 36,115,187.	34,916,251.	34,916,251.
	14 Land, buildings, and equipment basis ► 2,338,052.			
	Less accumulated depreciation ► 358,253.		2,189,717.	1,979,799.
	15 Other assets (describe ► ATCH 15)		37,196.	66,363.
	16 Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	168,562,862.	152,351,355.	152,351,355.
	17 Accounts payable and accrued expenses	413,865.	420,148.	
	18 Grants payable	5,390,679.	3,196,033.	
	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)	5,804,544.	3,616,181.	
	Foundations that follow SFAS 117, check here ► <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted	162,758,318.	148,735,174.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ► <input type="checkbox"/>			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg , and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see instructions)	162,758,318.	148,735,174.	
	31 Total liabilities and net assets/fund balances (see instructions)	168,562,862.	152,351,355.	

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	162,758,318.
2 Enter amount from Part I, line 27a	2	-4,007,327.
3 Other increases not included in line 2 (itemize) ► ATTACHMENT 16	3	1,241.
4 Add lines 1, 2, and 3	4	158,752,232.
5 Decreases not included in line 2 (itemize) ► ATTACHMENT 17	5	10,017,058.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	148,735,174.

Form 990-PF (2011)

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)			(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SEE PART IV SCHEDULE					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69					
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
a					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2	5,567,493.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	{ If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8 }		3	0	

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

 Yes No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part

1 Enter the appropriate amount in each column for each year, see the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2010	9,652,073.	158,414,729.	0.060929
2009	8,376,402.	142,124,890.	0.058937
2008	7,180,566.	168,191,337.	0.042693
2007	5,106,019.	183,203,669.	0.027871
2006	8,297,703.	174,890,276.	0.047445
2 Total of line 1, column (d)			2 0.237875
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 0.047575
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5			4 160,799,148.
5 Multiply line 4 by line 3			5 7,650,019.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 93,951.
7 Add lines 5 and 6			7 7,743,970.
8 Enter qualifying distributions from Part XII, line 4			8 15,513,746.
If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions			

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter "N/A" on line 1 . . .	(attach copy of letter if necessary - see instructions)	}	1	93,951.
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 . . .				
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	93,951.		
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) . . .	4	0		
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0- . . .	5	93,951.		
6	Credits/Payments				
a	2011 estimated tax payments and 2010 overpayment credited to 2011 . . .	6a	152,353.		
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	152,353.		
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	58,402.		
11	Enter the amount of line 10 to be Credited to 2012 estimated tax ►	58,402.	Refunded	11	

Part VII-A Statements 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? . . .

1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? . . .

If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities

1c Did the foundation file Form 1120-POL for this year? . . .

1d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year

(1) On the foundation ► \$ _____ (2) On foundation managers ► \$ _____

1e 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

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 . . .

4a Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . .

b If "Yes," has it filed a tax return on Form 990-T for this year? . . .

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . .

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? . . .

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

8a Enter the states to which the foundation reports or with which it is registered (see instructions) ►

NY

b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation . . .

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)? If "Yes," complete Part XIV . . .

10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses . . .

	Yes	No
1a		X
1b		X
1c		X
2		X
3		X
4a	X	
4b	X	
5		X
6	X	
7	X	
8b	X	
9		X
10		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11	X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12	X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X
Website address ► N/A			
14	The books are in care of ► THE TIKVAH FUND Located at ► 745 FIFTH AVENUE, NY, NY	Telephone no ► 212-756-4385 ZIP + 4 ► 10151	
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 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? See the instructions for exceptions and filing requirements for Form TD F 90-221. If "Yes," enter the name of the foreign country ► ISRAEL	16	Yes X 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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> X No
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> X No
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> X No
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> X No
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> X 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 instructions)?		
	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 2011?		
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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> X No
	If "Yes," list the years ►		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ►		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> X No
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)		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		
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?		

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	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		
(1)	Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/>	<input checked="" type="checkbox"/>		
(2)	Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/>	<input checked="" type="checkbox"/>		
(3)	Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/>	<input checked="" type="checkbox"/>		
(4)	Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)	<input checked="" type="checkbox"/>	<input type="checkbox"/> Yes	<input type="checkbox"/> 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?	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?				
	Organizations relying on a current notice regarding disaster assistance check here ►	<input checked="" type="checkbox"/>			
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?	<input checked="" type="checkbox"/>	<input type="checkbox"/> Yes	<input type="checkbox"/> 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?	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/> Yes	<input type="checkbox"/> No
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?				
	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?	<input type="checkbox"/>	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> 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 instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATTACHMENT 18		80,000.	0	0

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATTACHMENT 19		1,017,139.	168,688.	0

Total number of other employees paid over \$50,000 ► 9

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
ATTACHMENT 20		709,601.

Total number of others receiving over \$50,000 for professional services ►		8

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 PUBLISHING AND EDUCATION PROGRAMS AIMED AT FOSTERING AND ENHANCING JEWISH CULTURE, RELIGION, HISTORY, ECONOMICS, LAW, SOCIAL POLICY, OTHER PUBLISHING PROJECTS AND RELATED	1,791,350.
2 EDUCATIONAL ACTIVITIES.	
3	
4	

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

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

Amount

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes	
a	Average monthly fair market value of securities	1a 120,824,610.
b	Average of monthly cash balances	1b 1,334,898.
c	Fair market value of all other assets (see instructions)	1c 41,088,358.
d	Total (add lines 1a, b, and c)	1d 163,247,866.
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	3 163,247,866.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4 2,448,718.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5 160,799,148.
6	Minimum investment return. Enter 5% of line 5	6 8,039,957.

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ► and do not complete this part)

1	Minimum investment return from Part X, line 6	1 8,039,957.
2a	Tax on investment income for 2011 from Part VI, line 5	2a 93,951.
b	Income tax for 2011. (This does not include the tax from Part VI)	2b
c	Add lines 2a and 2b	2c 93,951.
3	Distributable amount before adjustments Subtract line 2c from line 1	3 7,946,006.
4	Recoveries of amounts treated as qualifying distributions	4
5	Add lines 3 and 4	5 7,946,006.
6	Deduction from distributable amount (see instructions)	6
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7 7,946,006.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes.	
a	Expenses, contributions, gifts, etc - total from Part I, column (d), line 26	1a 15,513,746.
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	3a
a	Suitability test (prior IRS approval required)	3b
b	Cash distribution test (attach the required schedule)	4 15,513,746.
5	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	5 93,951.
6	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	6 15,419,795.
	Adjusted qualifying distributions. Subtract line 5 from line 4	

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				7,946,006.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only				7,234.
b Total for prior years 20 09 20 08 20 07				
3 Excess distributions carryover, if any, to 2011				
a From 2006				
b From 2007				
c From 2008				
d From 2009				
e From 2010				
f Total of lines 3a through e				
4 Qualifying distributions for 2011 from Part XII, line 4 ► \$ 15,513,746.				7,234.
a Applied to 2010, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2011 distributable amount				7,946,006.
e Remaining amount distributed out of corpus				
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				
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount - see instructions				
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2007				
b Excess from 2008				
c Excess from 2009				
d Excess from 2010				
e Excess from 2011				7,560,506.

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

NOT APPLICABLE

a	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 foundation is a private operating foundation described in section					4942(j)(3) or 4942(j)(5)																																	
2a	<table border="1"> <thead> <tr> <th>Tax year</th> <th colspan="3">Prior 3 years</th> <th rowspan="2">(e) Total</th> </tr> <tr> <th>(a) 2011</th> <th>(b) 2010</th> <th>(c) 2009</th> <th>(d) 2008</th> </tr> </thead> <tbody> <tr> <td></td> <td></td> <td></td> <td></td> <td></td> </tr> </tbody> </table>					Tax year	Prior 3 years			(e) Total	(a) 2011	(b) 2010	(c) 2009	(d) 2008																									
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)(ii)																																						
(3)	Largest amount of support from an exempt organization																																						
(4)	Gross investment income																																						

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see instructions.)**1 Information Regarding Foundation Managers:**

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

MEM BERNSTEIN (ESTATE OF ZALMAN C. BERNSTEIN)

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

N/A

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

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

a The name, address, and telephone number 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				
ATTACHMENT 21				
Total			► 3a	8,285,993.
b Approved for future payment				
ATTACHMENT 22				
Total			► 3b	3,221,033.

Form 990-PF (2011)

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

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

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

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 (2) Other assets	1a(1)	X
b	Other transactions (1) Sales of assets to a noncharitable exempt organization (2) Purchases of assets from a noncharitable exempt organization (3) Rental of facilities, equipment, or other assets (4) Reimbursement arrangements (5) Loans or loan guarantees (6) Performance of services or membership or fundraising solicitations	1b(1) 1b(2) 1b(3) 1b(4) 1b(5) 1b(6)	X X X X X X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c	X
d	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received		

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) is based on all information of which preparer has any knowledge.

Signature of officer or trustee

12/19/12

CHAIRMAN

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

Paid Preparer Use Only	Print/Type preparer's name JAMES J. REILLY	Preparer's signature	Date DEC 10 2012	Check <input type="checkbox"/> if self-employed	PTIN P00183769
	Firm's name ► CONDON O'MEARA MCGINTY & DONNELLY L		Firm's EIN ► 13-3628255		
	Firm's address ► ONE BATTERY PARK PLAZA NEW YORK, NY		10004-1405	Phone no	212-661-7777

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
36208706.		MARKETABLE SECURITIES PROPERTY TYPE: SECURITIES 31697593.				P	4,511,113.	
		BERNSTEIN GLOBAL STYLE BLEND SERIES PROPERTY TYPE: OTHER				P	869,130.	
		SANDERS CAPITAL ALL ASSET VALUE FUND PROPERTY TYPE: OTHER				P	187,250.	
TOTAL GAIN(LOSS)							<u>5,567,493.</u>	

ATTACHMENT 1FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
OTHER INTEREST INCOME	83.	83.
TOTAL	<u>83.</u>	<u>83.</u>

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

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
DIVIDENDS ON SECURITIES	3,215,894.	3,215,894.
INTEREST ON BONDS & NOTES	59,369.	59,369.
DIVIDENDS & INTEREST - PARTNERSHIPS	863,594.	863,594.
TOTAL	<u><u>4,138,857.</u></u>	<u><u>4,138,857.</u></u>

ATTACHMENT 3FORM 990-PF, PART I - GROSS SALES LESS RETURNS AND ALLOWANCES

<u>DESCRIPTION</u>	<u>AMOUNT</u>
MAGAZINE SUBSCRIPTION SALES	126,128.
TOTAL	<u>126,128.</u>

FORM 990PF, PART I - OTHER INCOME

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
INCOME FROM ALTERNATIVE INVESTMENTS-NET	42,568.	330,266.
OTHER INVESTMENT INCOME	5,610.	5,610.
INTEREST ON MORTGAGE	29,182.	29,182.
ADVERTISING INCOME	17,889.	
TOTALS	<u>95,249.</u>	<u>365,058.</u>

ATTACHMENT 4

ATTACHMENT 5FORM 990PF, PART I - LEGAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
PATTERSON BELKNAP WEBB & TYLER LLP	61,410.		54,155.	
SUZANNE GARMENT FULLER & FULLER LLP	2,708.	2,708.		
A. RAFAEL & CO.	23,115.	23,115.		
	15,610.	15,610.		
TOTALS	<u><u>102,843.</u></u>			<u><u>95,588.</u></u>

FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
CONDON O'MEARA MCGINTY & DONNELLY, LLP- AUDIT & TAX	22,000.	5,500.		9,000.
SAMUEL S. ADELSBERG & CO. - BOOKKEEPING	106,025.	26,506.		127,379.
TOTALS	<u><u>128,025.</u></u>	<u><u>32,006.</u></u>		<u><u>136,379.</u></u>

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>CHARITABLE PURPOSES</u>
CONSULTING FEES FOR PROGRAM DEVELOPMENT	139,506.		139,506.
PZENA INVESTMENT MANAGEMENT - MANAGEMENT FEES	94,376.	94,376.	
SANDERS CAPITAL, LLC - MANAGEMENT FEES	262,289.	262,289.	
OTHER PROFESSIONAL FEES	43,828.	43,228.	
TOTALS		<u>539,999.</u>	<u>356,665.</u>
			<u>182,734.</u>

FORM 990PF, PART I - TAXESREVENUE
AND
EXPENSES
PER BOOKSDESCRIPTION

FEDERAL EXCISE TAX	94,747.
NY STATE INCOME TAX	250.
TOTALS	<u>94,997.</u>

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
PROGRAM EXPENSE REIMBURSEMENTS	18,225.		18,225.
HONORARIUM	38,996.		38,996.
INSURANCE	24,057.		24,057.
OFFICE EXPENSES	339,573.		339,573.
WEBSITE	49,243.		49,243.
PAYROLL PROCESSING	15,832.		15,832.
TELEPHONE AND INTERNET	54,749.		54,749.
JEWISH IDEAS DAILY	150,049.		158,978.
JEWISH REVIEW OF BOOKS	479,659.		525,946.
STIPENDS	20,439.		20,439.
ESSAY WINNER	13,500.		13,500.
PARTNERSHIP DEDUCTIONS		287,698.	
PROGRAM SERVICES	1,695,190.		1,783,975.
CHARITABLE CONTRIBUTIONS	5,000.		5,000.
OTHER	8,237.		8,237.
NYS FILING FEE	1,500.		1,500.
TOTALS	<u>2,914,249.</u>	<u>287,698.</u>	<u>3,058,250.</u>

ATTACHMENT 9

ATTACHMENT 10FORM 990PF, PART II - OTHER NOTES AND LOANS RECEIVABLE

BORROWER:	ERIC COHEN, EXEC DIRECTOR
ORIGINAL AMOUNT:	697,500.
INTEREST RATE:	4.670000
DATE OF NOTE:	12/27/2007
MATURITY DATE:	01/01/2038
REPAYMENT TERMS:	FIXED MONTHLY PAYMENT
SECURITY PROVIDED:	REAL PROPERTY
BEGINNING BALANCE DUE 828,908.	
ENDING BALANCE DUE <u>814,985.</u>	
TOTAL BEGINNING OTHER NOTES AND LOANS RECEIVABLE <u>828,908.</u>	
TOTAL ENDING BOOK - OTHER NOTES AND LOANS RECEIVABLE <u>814,985.</u>	

FORM 990PF, PART II - PREPAID EXPENSES AND DEFERRED CHARGES

<u>DESCRIPTION</u>	<u>BOOK VALUE</u>	<u>ENDING FMV</u>
PREPAID EXPENSES AND OTHER	119,536.	119,536.
TOTALS	<u>119,536.</u>	<u>119,536.</u>

ATTACHMENT 11

FORM 990PF, PART II - CORPORATE STOCK

ATTACHMENT 12

<u>DESCRIPTION</u>	<u>BOOK VALUE</u>	<u>ENDING FMV</u>
PZENA INVESTMENT MANAGEMENT SEE ATTACHED SCHEDULE	14,127,961.	14,127,961.
BERNSTEIN GLOBAL STYLE BLEND SERIES DBT	11,341,349.	11,341,349.
VANGUARD HIGH-YIELD CORP FUND ADM	23,593,409.	23,593,409.
VANGUARD INTER-TERM INVEST-GR ADM	48,096,797.	48,096,797.
VANGUARD SHORT-TERM INVEST-GR ADM	3,940,161.	3,940,161.
VANGUARD WELLINGTON FUND ADMIRAL	10,181,389.	10,181,389.
VANGUARD PRIME CAP CORE FUND	2,082,308.	2,082,308.
VANGUARD EQUITY INCOME FUND A	<u>113,363,374.</u>	<u>113,363,374.</u>
TOTALS		

CORPORATE STOCK

Quantity	Description	Market Price	Market Value	Estimated Annual Income	Estimated Yield
10,825.000	AXIS CAPITAL HLDGS LTD SHS ISIN#BMC0692U1099 CUSIP: C0692U1099 Dividend Option: Cash Security/Identifier: AXS	31.9600	345,967.00	10,392.00	3.00%
3,700.000	ACE LIMITED SHS ISIN#CH0004328745 CUSIP: H0023R105 Dividend Option: Cash Security/Identifier: ACE	70.1200	259,444.00	5,180.00	1.99%
11,475.000	TE CONNECTIVITY LTD REG SHS ISIN#CH0102993182 CUSIP: H84989104 Dividend Option: Cash Security/Identifier: TEL	30.0100	353,544.75	8,262.00	2.33%
29,025.000	UBS AG SHS NEW ISIN#CH0024899083 CUSIP: HB9257338 Dividend Option: Cash Security/Identifier: UBS	11.9597	347,132.35		
9,275.000	ABBOTT LABS COM CUSIP: 00224100 Dividend Option: Cash Security/Identifier: ABT	56.2300	521,533.25		
21,175.000	ALL STATE CORP COM CUSIP: 028002T01 Dividend Option: Cash Security/Identifier: ALL	27.4100	580,406.75	17,787.00	3.06%
11,675.000	AMERICAN INTL GROUP INC COM NEW CUSIP: 0268747B4 Dividend Option: Cash Security/Identifier: AIG	23.2000	270,860.00		
4,525.000	APOLLO GROUP INC CL A CUSIP: 037604105 Dividend Option: Cash Security/Identifier: APO	53.8700	243,761.75		
16,875.000	AVON PRODS INC COM CUSIP: 054503102 Dividend Option: Cash Security/Identifier: AVP	17.4700	294,806.25	15,525.00	5.26%
10,964.000	BP PLC SPONS ADR CUSIP: 055622104 Dividend Option: Cash Security/Identifier: BP	42.7400	458,601.36	18,419.52	3.93%
25,875.000	BANK AMER CORP COM CUSIP: 060505104 Dividend Option: Cash Security/Identifier: BAC	55.6000	143,865.00	1,035.00	0.71%

CORPORATE STOCK

<u>Quantity</u>	<u>Description</u>	<u>Market Price</u>	<u>Market Value</u>	<u>Estimated Annual Income</u>	<u>Estimated Yield</u>
19,275.000	CA-ING-COM CUSIP: 12673PY05 Dividend Option: Cash Security/Identifier: CA	20.2150	389,644.13	3,855.00	0.98%
11,708.000	CITIGROUP-INC-NEW- ISIN#US1725674242 CUSIP: 172567424	26.3100	310,142.28	471.52	0.15%
14,200.000	COMPUTER SCIENCES-CORP COM CUSIP: 203363704 Dividend Option: Cash Security/Identifier: CSC	23.7000	336,540.00	11,360.00	3.37%
18,175.000	DELL INC-COM CUSIP: 24702R011 Dividend Option: Cash Security/Identifier: DECC	14.6500	265,900.25		
1,750.000	EDISON-INTERNATIONAL CUSIP: 281020107 Dividend Option: Cash Security/Identifier: EIX	41.4000	72,450.00	2,275.00	3.14%
7,037.000	ENTERGY-CORP-NEW-COM CUSIP: 293364C105 Dividend Option: Cash Security/Identifier: ETR	73.0500	514,052.85	23,562.84	4.54%
6,025.000	EXXON-MOBIL-CORP-COM CUSIP: 302231G102 Dividend Option: Cash Security/Identifier: XOM	84.7600	510,679.00	11,327.00	2.21%
12,550.000	FIDELITY-NATE-FINL-INC-CL A-COM CUSIP: 31620R105 Dividend Option: Cash Security/Identifier: FNF	15.9300	199,921.50		
4,775.000	FORTUNE BRANDS-HOMES-& SEC INC-COM CUSIP: 34964C106 Dividend Option: Cash Security/Identifier: FBHS	17.0300	81,316.25		
3,500.000	FRANKLIN-RESOURCES-INC CUSIP: 354651011 Dividend Option: Cash Security/Identifier: BEN	96.0600	336,210.00	3,700.00	1.12%
3,100.000	GOLDMAN-SACHS GROUP INC-COM CUSIP: 38141G104 Dividend Option: Cash	90.4300	280,733.50	4,340.00	1.54%

CORPORATE STOCK

Quantity	Description	Market Price	Market Value	Estimated Annual Income	Estimated Yield
10,025.000	HEWLETT PACKARD CO COM CUSIP: 428826103 Dividend Option: Cash Security Identifier: HPQ	25.7600	721,924.00	13,452.00	1.86%
1,712.000	HUNTINGTON INGALLS.INDS. INC.COM. CUSIP: 448413105 Dividend Option: Cash Security Identifier: HII	31.2800	53,551.36		
9,775.000	J.P.MORGAN CHASE & CO COM ISIN#US46625H1005 CUSIP: 46625H100 Dividend Option: Cash Security Identifier: JPM	33.2500	325,018.75	9,775.00	3.00%
6,625.000	J.C COMMUNICATIONS-HDGS INC COM CUSIP: 50241404 Dividend Option: Cash Security Identifier: JCM	66.6800	441,755.00	11,925.00	2.69%
22,750.000	MASCO CORP COM CUSIP: 574589106 Dividend Option: Cash Security Identifier: MAS	10.4800	238,420.00	6,825.00	2.86%
8,875.000	METLIFE INC. COM CUSIP: 59156R108 Dividend Option: Cash Security Identifier: MET	31.1800	276,722.50	6,567.50	2.37%
13,675.000	MICROSOFT CORP COM CUSIP: 594918104 Dividend Option: Cash Security Identifier: MSFT	25.9600	355,003.00	10,940.00	3.00%
10,925.000	MOLSON COORS BREWING CO CL B NON VTG STK ISIN#US60871R2094 CUSIP: 60874R209 Dividend Option: Cash Security Identifier: TAP	43.5400	475,674.50	13,984.00	2.93%
15,400.000	MORGAN STANLEY COM-NEW CUSIP: 617448448 Dividend Option: Cash Security Identifier: MS	15.1300	233,002.00	3,080.00	1.32%
9,500.000	NORTHROP GRUMMAN CORP COM CUSIP: 668807102 Dividend Option: Cash Security Identifier: NOC	58.4800	555,560.00	19,000.00	3.41%
10,200.000	OMNICOM-GROUP-FINC COM CUSIP: 661919106 Dividend Option: Cash	44.5000	454,716.00	10,200.00	2.24%

CORPORATE STOCK

Quantity	Description	Market Price	Market Value	Estimated Annual Income	Estimated Yield
5,025.000	PNC FINANCIAL GROUP INC C00 CUSIP: 693475105 Dividend Option: Cash Security/Identifier: PNC	57.6700	289,791.75	7,935.00	2.42%
4,950.000	PPG INDUSTRIES INC CUSIP: 693506107 Dividend Option: Cash Security/Identifier: PPG	83.4900	413,275.50	11,206.00	2.73%
8,575.000	PENNEY & C INC CUSIP: 700816016 Dividend Option: Cash Security/Identifier: PCP	35.1500	301,417.25	6,860.00	2.27%
0,781.000	ROYAL DUTCH SHELL PLC SPONSORED ADR RESPIC A SHS CUSIP: 700259206 Dividend Option: Cash Security/Identifier: RDSA	73.0900	641,803.29	25,070.53	3.90%
3,725.000	SHERWIN-WILLIAMS CO CUSIP: 82434B106 Dividend Option: Cash Security/Identifier: SWW	89.2700	332,530.75	5,430.50	1.63%
44,100.000	STAPLES INC CUSIP: 855030102 Dividend Option: Cash Security/Identifier: SPL	13.8900	612,549.00	17,640.00	2.87%
6,900.000	STATE STR CORP COM CUSIP: 857477103 Dividend Option: Cash	40.3100	278,139.00	4,968.00	1.78%
				\$345,258.41	
				\$14,127,961.37	
				TOTAL CORPORATE STOCK	

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION
CORPORATE BONDS
-SEE ATTACHED SCHEDULES

TOTALS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
CORPORATE BONDS	410,270.	410,270.
<u>TOTALS</u>	<u>410,270.</u>	<u>410,270.</u>

ATTACHMENT 13

Quantity	Description		Price	Market Value	Estimated Annual Income Rate	Estimated Annual Income Amount		
Fixed Income Taxable								
Taxable Fixed Income								
Curr Face	180,000	BEAR STEARNS ASSET-BK SEC INC	2.112	3,801	0.74%	1,337		
Orig Face	180,000	SERIES 2007-HE3 CL M-1 INTEREST FROM DATE 03/30/07 DATED DATE 03/29/07 BOOK ENTRY ONLY DUE 04/25/2037 .743% AMORTIZED AMOUNT = 180,000 FACTOR = .99999999 12/11		22AI				
Curr Face	575,526	JP MORGAN ALTERNATIVE LOAN	51.799	298,115	2.67%	15,338		
Orig Face	1,100,000	TRUST MTGPC/SERIES 2006-A3 2-A-1-VAR RATE INTEREST FROM DATE 06/01/06 DATED DATE 06/28/06 BOOK ENTRY ONLY DELAY DAYS 24 DUE 07/25/2036 2.665% AMORTIZED AMOUNT = 575,526 FACTOR = .52320588 11/11		1,278AI				
Curr Face	110,957	SALOMON MORTGAGE LOAN TRUST	86.054	95,482	3.95%	4,383		
Orig Face	2,000,000	MTGPC/SERIES 2003-CB1 AF-VAR RATE INTEREST FROM DATE 02/01/01 DATED DATE 02/25/03 DELAY DAYS 24 DUE 02/25/2033 3.950% AMORTIZED AMOUNT = 110,957 FACTOR = .05547833 11/11		12AI				
Curr Face	171,088	WASHINGTON MUTUAL	6.741	11,533	0.92%	1,579		
Orig Face	205,000	SERIES 2005-AR13 CLASS B2 INTEREST FROM DATE 10/25/05 DATED DATE 10/21/05 BOOK ENTRY ONLY DUE 10/25/2045 .923% AMORTIZED AMOUNT = 171,088 FACTOR = .83457318 11/11		26AI				
Total				410,270				

FORM 990PF, PART II - OTHER INVESTMENTS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>
BERNSTEIN ADVANCED VALUE OFFSHORE FUND	9,813,795.
BERNSTEIN GLOBAL OPPORTUNITIES OFFSHORE HEDGE	4,487,508.
SANDERS ALL ASSET VALUE FUND	20,614,948.
TOTALS	<u><u>34,916,251.</u></u>

<u>DESCRIPTION</u>	<u>ENDING FMV</u>
BERNSTEIN ADVANCED VALUE OFFSHORE FUND	9,813,795.
BERNSTEIN GLOBAL OPPORTUNITIES OFFSHORE HEDGE	4,487,508.
SANDERS ALL ASSET VALUE FUND	20,614,948.
TOTALS	<u><u>34,916,251.</u></u>

ATTACHMENT 14

FORM 990PF, PART II - OTHER ASSETS

<u>DESCRIPTION</u>	<u>BOOK VALUE</u>	<u>ENDING FMV</u>
SECURITY DEPOSIT	66,363.	66,363.
TOTALS	<u>66,363.</u>	<u>66,363.</u>

ATTACHMENT 15

ATTACHMENT 16FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

<u>DESCRIPTION</u>	<u>AMOUNT</u>
EXCHANGE AND TRANSLATION DIFFERENCES	1,241.
TOTAL	<u>1,241.</u>

ATTACHMENT 17FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

<u>DESCRIPTION</u>	<u>AMOUNT</u>
UNREALIZED LOSS ON INVESTMENTS	10,017,058.
TOTAL	<u>10,017,058.</u>

The Tikvah Fund
745 Fifth Avenue, Suite 1400
New York, New York 10151
EIN 13-3676152
Year Ended December 31, 2011

STATEMENT OF EXPENDITURE RESPONSIBILITY

Name and address of grantee	Herzog College Alon Shvut, Gush Etzion Israel
Grant amount paid during fiscal year	\$68,443.33
Purpose of grant	To develop a Humanities honors course
Amount expended by grantee	\$68,443.33
Whether grantee has diverted any portion of the funds from the purpose of the grant, to the knowledge of the Foundation	No
Date of any reports received from the grantee	February 2012
The date and results of any verification of the grantee's reports pursuant to and to the extent required by Regulation S53 4945-5 (c) (1)	The Foundation had no reason to doubt the accuracy or reliability of the reports received, Therefore no independent verification is required to be undertaken.

The Tikvah Fund
745 Fifth Avenue, Suite 1400
New York, New York 10151
EIN 13-3676152
Year Ended December 31, 2011

STATEMENT OF EXPENDITURE RESPONSIBILITY

Name and address of grantee	Ein Prat - The Academy for Leaders Alon D N East Binyamin 90618 Israel
Grant amount paid during fiscal year	\$665,000
Purpose of grant	General operating support (\$150,000), renovation (\$180,000) and to fund the Tikvah Fellows Summer Program (\$335,000)
Amount expended by grantee	\$665,000
Whether grantee has diverted any portion of the funds from the purpose of the grant, to the knowledge of the Foundation	No
Date of any reports received from the grantee	May and November 2011 (Summer Program), April 2011 and February 2012 (General Operating), December 2011 (Renovation)
The date and results of any verification of the grantee's reports pursuant to and to the extent required by Regulation S53 4945-5 (c) (1)	The Foundation had no reason to doubt the accuracy or reliability of the reports received, Therefore no independent verification is required to be undertaken.

The Tikvah Fund
745 Fifth Avenue, Suite 1400
New York, New York 10151
EIN 13-3676152
Year Ended December 31, 2011

STATEMENT OF EXPENDITURE RESPONSIBILITY

Name and address of grantee	Forum for Jewish Leadership 379 Hendon Way Hendon, London NW4 3LP UK
Grant amount paid during fiscal year	\$70,000
Purpose of grant	Assistance with FJL's summer programming
Amount expended by grantee	\$70,000

Whether grantee has diverted any portion of the funds from the purpose of the grant, to the knowledge of the Foundation

No

Date of any reports received from the grantee February 2012

The date and results of any verification of the grantee's reports pursuant to and to the extent required by Regulation S53.4945-5 (c) (1)

The Foundation had no reason to doubt the accuracy or reliability of the reports received.
Therefore no independent verification is required to be undertaken.

The Tikvah Fund
745 Fifth Avenue, Suite 1400
New York, New York 10151
EIN. 13-3676152
Year Ended December 31, 2011

STATEMENT OF EXPENDITURE RESPONSIBILITY

Name and address of grantee	Israel Venture Network 16 Totzeret Ha-Aretz Street Tel Aviv 67891 Israel
Grant amount paid during fiscal year	\$25,000
Purpose of grant	General operating support
Amount expended by grantee	\$25,000
Whether grantee has diverted any portion of the funds from the purpose of the grant, to the knowledge of the Foundation	

No

Date of any reports received from the grantee

The date and results of any verification of the grantee's reports pursuant to and to the extent required by Regulation S53 4945-5 (c) (1)

The Foundation had no reason to doubt the accuracy or reliability of the reports received,
Therefore no independent verification is required to be undertaken.

The Tikvah Fund
745 Fifth Avenue, Suite 1400
New York, New York 10151
EIN 13-3676152
Year Ended December 31, 2011

STATEMENT OF EXPENDITURE RESPONSIBILITY

Name and address of grantee	Hebrew University of Jerusalem Mount Scopus, Jerusalem 91905 Israel
Grant amount paid during fiscal year	\$105,000
Purpose of grant	To support the Amirim Program in Humanities (\$50,000) and the Department of Jewish Thought (\$55,000)
Amount expended by grantee	\$105,000
Whether grantee has diverted any portion of the funds from the purpose of the grant, to the knowledge of the Foundation	No
Date of any reports received from the grantee	May 2011 (Amirim), September 2011 (Dept of Jewish Thought)
The date and results of any verification of the grantee's reports pursuant to and to the extent required by Regulation S53 4945-5 (c) (1)	The Foundation had no reason to doubt the accuracy or reliability of the reports received. Therefore no independent verification is required to be undertaken

The Tikvah Fund
745 Fifth Avenue, Suite 1400
New York, New York 10151
EIN 13-3676152
Year Ended December 31, 2011

STATEMENT OF EXPENDITURE RESPONSIBILITY

Name and address of grantee University of Toronto
27 Kings College Circle
Toronto, Ontario M5S 1A1 Canada

Grant amount paid during fiscal year \$271,903 34

Purpose of grant Tikvah Project in Jewish Thought

Amount expended by grantee \$271,903 34

Whether grantee has diverted any portion of the funds from the purpose of the grant, to the knowledge of the Foundation

No

Date of any reports received from the grantee January 2012

The date and results of any verification of the grantee's reports pursuant to and to the extent required by Regulation S53.4945-5 (c) (1)

The Foundation had no reason to doubt the accuracy or reliability of the reports received,
Therefore no independent verification is required to be undertaken.

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 18

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
WILLIAM KRISTOL 745 FIFTH AVENUE 1400 NEW YORK, NY 10151	TRUSTEE 1.00	24,000.	0	0
ROGER HERTOG 745 FIFTH AVENUE 1400 NEW YORK, NY 10151	CHAIRMAN/MEMBER 1.00	0	0	0
JEHUDA REINHARZ 745 FIFTH AVENUE 1400 NEW YORK, NY 10151	TRUSTEE 1.00	20,000.	0	0
JAY LEEFROWITZ 745 FIFTH AVENUE 1400 NEW YORK, NY 10151	TRUSTEE 1.00	24,000.	0	0
ARTHUR W. FRIED 745 FIFTH AVENUE 1400 NEW YORK, NY 10151	MEMBER 1.00	0	0	0

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

ATTACHMENT 18 (CONT'D)

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS</u>	<u>EXPENSE ACCT TO EMPLOYEE</u>
			<u>BENEFIT PLANS</u>	<u>AND OTHER ALLOWANCES</u>
MEM BERNSTEIN 745 FIFTH AVENUE 1400 NEW YORK, NY 10151	MEMBER 1.00	0	0	0
SALLAI MERIDOR 745 FIFTH AVENUE 1400 NEW YORK, NY 10151	TRUSTEE 1.00	12,000.	0	0
GRAND TOTALS		<u>80,000.</u>	<u>0</u>	<u>0</u>

<u>80,000.</u>	<u>0</u>	<u>0</u>
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990PF, PART VIII - COMPENSATION OF THE FIVE HIGHEST PAID EMPLOYEES

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>ATTACHMENT 19</u>		
			<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>	<u>0</u>
ERIC COHEN C/O THE FUND 745 FIFTH AVENUE NEW YORK, NY 10151	EXECUTIVE DIRECTOR 40.00	315,000.	33,290.	33,290.	0
NEAL KOZODOY C/O THE FUND 745 FIFTH AVENUE NEW YORK, NY 10151	SENIOR DIRECTOR 40.00	250,000.	33,290.	33,290.	0
NATHAN LAUFER C/O THE FUND 745 FIFTH AVENUE	DIRECTOR ISRAEL PROG 40.00	191,639.	44,708.	44,708.	0
ALAN RUBENSTEIN C/O THE FUND 745 FIFTH AVENUE NEW YORK, NY 10151	DIRECTOR UNIV PROG 40.00	140,000.	29,090.	29,090.	0
LINDA NAGELBERG C/O THE FUND 745 FIFTH AVENUE NEW YORK, NY 10151	EXECUTIVE ASSISTANT 40.00	120,500.	28,310.	28,310.	0
	TOTAL COMPENSATION	<u>1,017,139.</u>	<u>168,688.</u>	<u>0</u>	

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALSATTACHMENT 20

<u>NAME AND ADDRESS</u>	<u>TYPE OF SERVICE</u>	<u>COMPENSATION</u>
SANDERS CAPITAL, LLC 390 PARK AVENUE NEW YORK, NY 10022	MANAGEMENT SERVICES	262,289.
CADMUS COMMUNICATIONS PO BOX 822934 PHILADELPHIA, PA 19182	PRINTING SERVICES	158,131.
SAMUEL S ADELSBERG & CO 280 NORTHERN BLVD GREAT NECK, NY 11021	ACCOUNTING SERVICES	106,025.
PZENA INVESTMENT MANAGEMENT, LLC 120 WEST 45TH STREET, 20TH FLOOR NEW YORK, NY 10036	MANAGEMENT SERVICES	94,376.
PETER BERKOWITZ 3005 PORTER STREET NW WASHINGTON, DC 20008	TEACHING FEES	88,780.
	TOTAL COMPENSATION	<u>709,601.</u>

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

ATTACHMENT 21

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR

AND

FOUNDATION STATUS OF RECIPIENT

RECIPIENT NAME AND ADDRESS

THE SALEM FOUNDATION
1345 AVENUE OF THE AMERICAS
NEW YORK, NY 10105

PRINCETON UNIVERSITY
91 PROSPECT AVENUE
PRINCETON, NJ 08540

NEW YORK UNIVERSITY SCHOOL OF LAW
40 WASHINGTON SQUARE SOUTH
NEW YORK, NY 10012

UNIVERSITY OF TORONTO
27 KINGS COLLEGE CIRCLE M5S1A1
TORONTO
ONTARIO
CANADA

JEWISH THEOLOGICAL SEMINARY
3080 BROADWAY
NEW YORK, NY 10027

FRISCH SCHOOL
120 WEST CENTURY ROAD
PARAMUS, NJ 07652

PURPOSE OF GRANT OR CONTRIBUTION

AMOUNT

3,250,000.

35,500.

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

ATTACHMENT 21 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION STATUS OF RECIPIENT			
MELVIN BERMAN HEBREW ACADEMY 13300 ARCTIC AVENUE ROCKVILLE, MD 20853	NONE PUBLIC		SPECIFIC PROGRAM	15,500.
YESHIVA UNIVERSITY HIGH SCHOOL FOR BOYS 2540 AMSTERDAM AVENUE NEW YORK, NY 10033	NONE PUBLIC		SPECIFIC PROGRAM	29,468.
GANN ACADEMY 333 FOREST STREET WALTHAM, MA 02452	NONE PUBLIC		SPECIFIC PROGRAM	24,600.
MA'AYANOT YESHIVA HIGH SCHOOL FOR GIRLS 1650 PALISADE AVENUE TEANECK, NJ 07666	NONE PUBLIC		SPECIFIC PROGRAM	26,000.
HERZOG COLLEGE ALON SHEVUT 90433 GUSH ETZION ISRAEL	NONE FOREIGN		SPECIFIC PROGRAM	68,443.
HESCHEL SCHOOL 20 WEST END AVENUE NEW YORK, NY 10023	NONE PUBLIC		SPECIFIC PROGRAM	10,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 21 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
AMERICAN FRIENDS OF JSC C/O IZZY SALOMON 82 EDGEWORTH PLACE TEANECK, NJ 07666	NONE PUBLIC		SPECIFIC PROGRAM	95,000.
AMERICAN FRIENDS OF IDC 116 EAST 16TH STREET, 11TH FLOOR NEW YORK, NY 10003	NONE PUBLIC		SPECIFIC PROGRAM	432,529.
YESHIVA UNIVERSITY 1265 PENNINGTON ROAD TEANECK, NJ 07666	NONE PUBLIC		SPECIFIC PROGRAM	34,595.
PEF ISRAEL ENDOWMENT FUNDS 317 MADISON AVENUE, SUITE 607 NEW YORK, NY 10017	NONE PUBLIC		GENERAL SUPPORT	25,000.
ACADEMIC STUDIES PRESS 28 MONTFERN AVE BRIGHTON, MA 02135	NONE PUBLIC		SPECIFIC PROGRAM	3,000.
AMERICAN FRIENDS OF BAR-ILAN UNIVERSITY 160 EAST 56TH STREET NEW YORK, NY 10022	NONE PUBLIC		SPECIFIC PROGRAM	355,342.

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

ATTACHMENT 21 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	AND	FOUNDATION STATUS OF RECIPIENT		
AMERICAN FRIENDS OF ISRAEL FREE LOAN ASSO 1077 30TH STREET NW APT 4027 WASHINGTON, DC 20007	NONE PUBLIC	GENERAL SUPPORT	25,000.	
AMERICAN FRIENDS OF KIEDF 333 NEW MONTGOMERY ST SUITE 1090 SAN FRANCISCO, CA 94105	NONE PUBLIC	GENERAL SUPPORT	25,000.	
AMERICAN FRIENDS OF YEMIN ORDER 12230 WILKINS AVENUE ROCKVILLE, MD 20852	NONE PUBLIC	GENERAL SUPPORT	25,000.	
BARUCH COLLEGE FUND COLLEGE ADVANCEMENT, BOX A1603 BARUCH COLLEGE, BERNARD BARUCH WAY NEW YORK, NY 10010	NONE PUBLIC	SPECIFIC PROGRAM	5,000.	
BENJAMIN LAU #8 RABBI MEIR ST 93185 JERUSALEM ISRAEL	NONE INDIVIDUAL	SPECIFIC PROGRAM	17,000.	
BRANDEIS UNIVERSITY STEINHARDT SOCIAL RESEARCH INSTITUTE WALTHAM, MA 02454	NONE PUBLIC	SPECIFIC PROGRAM	20,000.	

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

ATTACHMENT 21 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
CENTRAL FUND FOR ISRAEL 908 6TH AVENUE NEW YORK, NY 10018	NONE PUBLIC	GENERAL SUPPORT	25,000.
CHAIM SAIMAN 299 NORTH SPRING MILL ROAD VILLANOVA, PA 19085	NONE PUBLIC	SPECIFIC PROGRAM	5,000.
COLUMBIA UNIVERSITY 615 WEST 131ST STREET ROOM 254, MC6725 NEW YORK, NY 10027-7922	NONE PUBLIC	SPECIFIC PROGRAM	37,244.
EIN PRAT- THE ACADEMY FOR LEADERS D.N. EAST BINYAMIN ISRAEL	NONE FOREIGN	GENERAL SUPPORT/SPECIFIC PROGRAM	665,000.
FORUM FOR JEWISH LEADERSHIP 379 HENDON WAY NW4 3 HENDON LONDON UNITED KINGDOM	NONE FOREIGN	SPECIFIC PROGRAM	70,000.
HANNAH KAPNICK 222 S JERSEY STREET DENVER, CO 8022	NONE INDIVIDUAL	SPECIFIC PROGRAM	3,300.

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

ATTACHMENT 21 (CONT'D)

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR

AND

FOUNDATION STATUS OF RECIPIENT

RECIPIENT NAME AND ADDRESS

PURPOSE OF GRANT OR CONTRIBUTION

AMOUNT

HILLEL HALKIN PO BOX 106 90908 ZICHRON YA'AKOV ISRAEL	NONE INDIVIDUAL	SPECIFIC PROGRAM	15,000.
ISRAEL CENTER FOR EXCELLENCE THROUGH EDUC 211 E CHICAGO AVENUE SUITE 1020 CHICAGO, IL 60611	NONE PUBLIC	GENERAL SUPPORT	25,000.
ISRAEL VENTURE NETWORK 16 TOTZERET HA-ARETZ STREET 67891 TEL AVIV ISRAEL	NONE FOREIGN	GENERAL SUPPORT	25,000.
JACK M. BARRACK HEBREW ACADEMY 272 S BRN MAWR AVE BRYN MAWR, PA 19010	NONE PUBLIC	SPECIFIC PROGRAM	12,000.
KOHELET YESHIVA HIGH SCHOOL 223 N HIGHLAND AVE MERION STATION, PA 19010	NONE PUBLIC	SPECIFIC PROGRAM	30,000.
LEWIS H. GLINERT 21 KNOWLES STREET NEWTON, MA 02459	NONE INDIVIDUAL	SPECIFIC PROGRAM	5,000.

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

ATTACHMENT 21 (CONT'D)

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR

AND

FOUNDATION STATUS OF RECIPIENT

RECIPIENT NAME AND ADDRESS	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
MIDDLEBURY COLLEGE STUDENT FINANCIAL SERVICES MIDDLEBURY, VT 05753	SPECIFIC PROGRAM NONE PUBLIC	40,500.

RAE KUSHNER HIGH SCHOOL 110 SOUTH ORANGE AVE LIVINGSTON, NJ 07039	SPECIFIC PROGRAM NONE PUBLIC	12,000.
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SAR HIGH SCHOOL 503 WEST 259TH STREET RIVERDALE, NY 10471	SPECIFIC PROGRAM NONE PUBLIC	23,500.
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THE HEBREW UNIVERSITY OF JERUSALEM THE HEBREW UNIVERSITY 91905 JERUSALEM ISRAEL	SPECIFIC PROGRAM NONE FOREIGN	105,000.
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THE HESCHEL SCHOOL 314 WEST 91ST STREET NEW YORK, NY 10024	SPECIFIC PROGRAM NONE PUBLIC	10,000.
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THE TRUSTEES OF COLUMBIA UNIVERSITY 615 WEST 131ST STREET ROOM 254, MC 8725 NEW YORK, NY 10027-7922	SPECIFIC PROGRAM NONE PUBLIC	175,510.
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FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 21 (CONT'D)

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR

AND

FOUNDATION STATUS OF RECIPIENT

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
UNIVERSITY OF CHICAGO PRESS 1427 EAST 60TH STREET CHICAGO, IL 60637	NONE PUBLIC	SPECIFIC PROGRAM	5,000.
YESHIVA OF FLATBUSH HIGH SCHOOL 105 AVENUE J BROOKLYN, NY 11230	NONE PUBLIC	SPECIFIC PROGRAM	11,000.
YESHIVAT RAMAZ 114 EAST 85TH STREET NEW YORK, NY 10028	NONE PUBLIC	SPECIFIC PROGRAM	15,000.
YESHIVA UNIVERSITY HIGH SCHOOL FOR GIRLS 86-86 PALO ALTO ST HOLLYWOOD, NY 11423	NONE PUBLIC	SPECIFIC PROGRAM	12,000.
YESHIVA UNIVERSITY STUDENT COUNCIL ACCOUNT 215 LEXINGTON AVE 5TH FLOOR NEW YORK, NY 10013	NONE PUBLIC	SPECIFIC PROGRAM	4,000.
			<u>9,295.993</u>
		TOTAL CONTRIBUTIONS PAID	

FORM 990PF... PART XV - CONTRIBUTIONS APPROVED FOR FUTURE PAYMENTATTACHMENT 22RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR

<u>RECIPIENT NAME AND ADDRESS</u>	<u>FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
PRINCETON UNIVERSITY 91 PROSPECT AVENUE PRINCETON, NJ 08540	NONE PUBLIC	SPECIFIC PROGRAM	2,116,203.
NEW YORK UNIVERSITY SCHOOL OF LAW 40 WASHINGTON SQUARE SOUTH NEW YORK, NY 10012	NONE PUBLIC	SPECIFIC PROGRAM	813,830.
SHALOM HARTMAN INSTITUTE 11 GEDALIAH ALAN STREET 93113 JERUSALEM ISRAEL	NONE FOREIGN	SPECIFIC PROGRAM	25,000.
JEWISH THEOLOGICAL SEMINARY 3080 BROADWAY NEW YORK, NY 10027	NONE PUBLIC	SPECIFIC PROGRAM	266,000.

TOTAL CONTRIBUTIONS APPROVED

3,221,033.

FORM 990-PF, PART XVI-A - ANALYSIS OF OTHER REVENUE

ATTACHMENT 23

DESCRIPTION	BUSINESS CODE	AMOUNT	EXCLUSION CODE	AMOUNT	RELATED OR EXEMPT FUNCTION INCOME
OTHER INVESTMENT INCOME			14		5,610.
INTEREST INCOME ON MORTGAGE			14		29,182.
INCOME FROM ALTERNATIVE INVESTMENTS - NET			14		42,568.
MAGAZINE SUBSCRIPTION SALES					126,128.
ADVERTISING INCOME		17,889.		76,489.	
GAIN ON APARTMENT SALES					
TOTALS		<u>17,889.</u>			<u>279,977.</u>

Application for Extension of Time To File an
Exempt Organization Return

► File a separate application for each return.

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

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

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

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

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete

Part I only ►

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

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return. See instructions	Name of exempt organization or other filer, see instructions	Employer identification number (EIN) or
	THE TIKVAH FUND	<input checked="" type="checkbox"/> 13-3676152
	Number, street, and room or suite no. If a P O box, see instructions	Social security number (SSN)
	745 FIFTH AVENUE	<input type="checkbox"/>
City, town or post office, state, and ZIP code For a foreign address, see instructions		
NEW YORK, NY 10151		

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

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

- The books are in the care of ► THE TIKVAH FUND

Telephone No ► 212 756-4385 FAX No ►

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

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 08/15, 20 12, to file the exempt organization return for the organization named above. The extension is for the organization's return for

► calendar year 20 11 or

► tax year beginning _____, 20 ___, and ending _____, 20 ___.

2 If the tax year entered in line 1 is for less than 12 months, check reason Initial return Final return

Change in accounting period

3a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	3a	\$ <u>94,000</u>
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit	3b	\$ <u>152,353</u>
c	Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	3c	\$ <u>-10-</u>

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

For Privacy Act and Paperwork Reduction Act Notice, see Instructions.

Form 8868 (Rev 1-2012)

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

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

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

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

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return. See instructions	Name of exempt organization or other filer, see instructions THE TIKVAH FUND	Employer identification number (EIN) or <input checked="" type="checkbox"/> 13-3676152
	Number, street, and room or suite no. If a P O box, see instructions 745 FIFTH AVENUE	Social security number (SSN) <input type="checkbox"/>
	City, town or post office, state, and ZIP code. For a foreign address, see instructions NEW YORK, NY 10151	

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

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

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

- The books are in the care of ► THE TIKVAH FUND
Telephone No ► 212 756-4385 FAX No ►
- If the organization does not have an office or place of business in the United States, check this box ►
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ If this is for the whole group, check this box ► . If it is for part of the group, check this box ► and attach a list with the names and EINs of all members the extension is for

- I request an additional 3-month extension of time until 11/15, 20 12
- For calendar year 2011, or other tax year beginning _____, 20 _____, and ending _____, 20 _____
- If the tax year entered in line 5 is for less than 12 months, check reason. Initial return Final return
 Change in accounting period
- State in detail why you need the extension ALL THE INFORMATION NECESSARY TO COMPLETE THE RETURN IS NOT AND WILL NOT BE AVAILABLE BY THE DUE DATE. THEREFORE WE RESPECTFULLY REQUEST ADDITIONAL TIME TO COMPLETE THE RETURN.

8a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	8a \$ 0
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868	8b \$ 99,688.
c	Balance Due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	8c \$

Signature and Verification must be completed for Part II only.

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

ACCOUNTANTS AUTHORIZED TO SIGN RETURNS AUG 11 2012
Title Date

Signature ►

Form 8868 (Rev. 1-2012)