



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



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 , 2011, and ending , 20

Name of foundation THE TIKVAH FUND		A Employer identification number 13-3676152
Number and street (or P O box number if mail is not delivered to street address) 745 FIFTH AVENUE		B Telephone number (see instructions) (212) 756-4385
Room/suite 1400		
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	<input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change	D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), 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.		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
J Accounting method <input type="checkbox"/> Cash <input checked="" type="checkbox"/> 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 instructions))	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
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.		ATCH 1
4 Dividends and interest from securities	4,138,857.	4,138,857.		ATCH 2
5a Gross rents				
b Net rental income or (loss)	5,643,982.			
6a Net gain or (loss) from sale of assets not on line 10				
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.			ATCH 3
b Less: Cost of goods sold				
c Gross profit or (loss) (attach schedule)	126,128.			
11 Other income (attach schedule)	95,249.	365,058.		ATCH 4
12 Total. Add lines 1 through 11	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.	32,006.		136,379.
c Other professional fees (attach schedule) *	539,999.	356,665.		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.	287,698.		3,058,250.
24 Total operating and administrative expenses. Add lines 13 through 23	7,731,114.	676,369.		7,227,753.
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.	0	15,513,746.
27 Subtract line 26 from line 12	-4,007,327.			
a Excess of revenue over expenses and disbursements		9,395,122.		
b Net investment income (if negative, enter -0-)				
c Adjusted net income (if negative, enter -0-)				

For Paperwork Reduction Act Notice, see instructions.

*ATCH 7 JSA ** ATCH 8

Form 990-PF (2011)

SCANNED JAN 04 2013

Revenue

Operating and Administrative Expenses

13P

Part II Balance Sheets

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

		End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	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) ▶ *		814,985.	ATCH 10
	Less allowance for doubtful accounts ▶	828,908.	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.
Liabilities	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 (attach schedule) ▶	358,253.	1,979,799.	1,979,799.
	15 Other assets (describe ▶ ATCH 15)	37,196.	66,363.	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.
Net Assets or Fund Balances	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.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input checked="" type="checkbox"/> X 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			
Net Assets or Fund Balances	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 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			8 15,513,746.

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

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1		
Date of ruling 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 93,951.
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 <input checked="" type="checkbox"/> 58,402. Refunded <input type="checkbox"/>	11	

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see 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		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input checked="" type="checkbox"/> \$ _____ (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? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	X	
b If "Yes," has it filed a tax return on Form 990-T for this year?	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> 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	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Form 990-PF (2011)

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 Telephone no 212-756-4385			
	Located at 745 FIFTH AVENUE, NY, NY 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?	16	X	
See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ISRAEL				

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"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input 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"/> No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days).	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?		X
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?		X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 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"/> 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"/> 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?		X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?		X

Form 990-PF (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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☒ Yes ☐ No(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ Nob If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ Yes ☒ NoOrganizations relying on a current notice regarding disaster assistance check here ☒c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☒ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ Nob 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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ Nob If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No**Part VIII** Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

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

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

Form 990-PF (2011)

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	

Form 990-PF (2011)

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		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	15,513,746.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	93,951.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	15,419,795.

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.				
a Applied to 2010, but not more than line 2a			7,234.	
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	7,560,506.			
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	7,560,506.			
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	7,560,506.			
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

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 foundation is a private operating foundation described in section

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 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 Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year ATTACHMENT 21				
Total			▶ 3a	8,285,993.
b Approved for future payment ATTACHMENT 22				
Total			▶ 3b	3,221,033.

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See 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	83.		
4 Dividends and interest from securities			14	4,138,857.		
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	5,567,493.		
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory						
11 Other revenue a _____						
b ATTACHMENT 23		17,889.		279,977.		
c _____						
d _____						
e _____						
12 Subtotal Add columns (b), (d), and (e)		17,889.		9,986,410.		
13 Total. Add line 12 columns (b), (d), and (e)						

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

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 | | | X |
| (2) Other assets | | | X |
| b Other transactions | | | |
| (1) Sales of assets to a noncharitable exempt organization | | | X |
| (2) Purchases of assets from a noncharitable exempt organization | | | X |
| (3) Rental of facilities, equipment, or other assets | | | X |
| (4) Reimbursement arrangements | | | X |
| (5) Loans or loan guarantees | | | X |
| (6) Performance of services or membership or fundraising solicitations | | | X |
| c Sharing of facilities, equipment, mailing lists, other assets, or paid employees | | | 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 | | | |

[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

Signature of officer or trustee


Date

Title

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			Phone no. 212-661-7777	

Form 990-PF (2011)

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				P		
		PROPERTY TYPE: SECURITIES						
		31697593.					4,511,113.	
		BERNSTEIN GLOBAL STYLE BLEND SERIES				P		
		PROPERTY TYPE: OTHER					869,130.	
		SANDERS CAPITAL ALL ASSET VALUE FUND				P		
		PROPERTY TYPE: OTHER					187,250.	
TOTAL GAIN (LOSS)							<u>5,567,493.</u>	

ATTACHMENT 1

FORM 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>

ATTACHMENT 2FORM 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>4,138,857.</u>	<u>4,138,857.</u>

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

MAGAZINE SUBSCRIPTION SALES

126,128.

TOTAL

126,128.

ATTACHMENT 4

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
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 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. 23,115.			2,708. 23,115.
A. RAFAEL & CO.	15,610.			15,610.
TOTALS	<u>102,843.</u>			<u>95,588.</u>

ATTACHMENT 6FORM 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>128,025.</u>	<u>32,006.</u>		<u>136,379.</u>

ATTACHMENT 7FORM 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>

ATTACHMENT 8FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>
FEDERAL EXCISE TAX	94,747.
NY STATE INCOME TAX	250.
TOTALS	<u>94,997.</u>

ATTACHMENT 9FORM 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.	287,698.	13,500.
PARTNERSHIP DEDUCTIONS	1,695,190.		1,783,975.
PROGRAM SERVICES	5,000.		5,000.
CHATITABLE CONTRIBUTIONS	8,237.		8,237.
OTHER	1,500.		1,500.
NYS FILING FEE			
TOTALS	<u>2,914,249.</u>	<u>287,698.</u>	<u>3,058,250.</u>

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 814,985.

TOTAL BEGINNING OTHER NOTES AND LOANS RECEIVABLE 828,908.

TOTAL ENDING BOOK - OTHER NOTES AND LOANS RECEIVABLE 814,985.

ATTACHMENT 11

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

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

FORM 990PF, PART II - CORPORATE STOCKATTACHMENT 12

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
PZENA INVESTMENT MANAGEMENT	14,127,961.	14,127,961.
SEE ATTACHED SCHEDULE		
BERNSTEIN GLOBAL STYLE BLEND	11,341,349.	11,341,349.
SERIES DBT		
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		
TOTALS	<u>113,363,374.</u>	<u>113,363,374.</u>

CORPORATE STOCK

Quantity	Description	Market Price	Market Value	Estimated Annual Income	Estimated Yield
Common Stocks					
10,825,000	AXIS-CAPITAL HLDGS LTD-SHS ISIN#BMG0692U1099 CUSIP: G0692U109 Dividend Option: Cash Security Identifier: AXS	31.9600	345,967.00	10,392.00	3.00%
3,700,000	ACE LIMITED SHS ISIN#CH0044328745 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	30.8100	353,544.75	8,262.00	2.33%
29,025,000	UBS-AG-SHS-NEW ISIN#CH0024899483 CUSIP: H89231338 Dividend Option: Cash Security Identifier: UBS	11.9597	347,132.35		
9,275,000	ABBOTT LABS-COM CUSIP: 002824100 Dividend Option: Cash Security Identifier: APT	56.2300	521,533.25	17,808.00	3.41%
21,175,000	ALLSTATE CORP-COM CUSIP: 020002101 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: 026874784 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: APOL	53.8700	243,761.75		
16,875,000	AVON-PRODS INC-COM CUSIP: 054303102 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	468,601.36	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

Quantity	Description	Market Price	Market Value	Estimated Annual Income	Estimated Yield
19,275.000	CA-ING-COM CUSIP: 12873P105 Dividend Option: Cash Security Identifier: CA	20.2150	389,644.13	3,855.00	0.98%
11,786.000	CITIGROUP-INC-GOM-NEW ISIN#US1729674242 CUSIP: 172967424 Dividend Option: Cash Security Identifier: C	26.3100	310,142.28	471.52	0.15%
14,200.000	COMPUTER SCIENCES-CORP COM CUSIP: 205363104 Dividend Option: Cash Security Identifier: CSC	23.7000	336,540.00	11,360.00	3.37%
18,175.000	DELL INC-COM CUSIP: 24702R101 Dividend Option: Cash Security Identifier: DELL	14.6300	265,900.25		
1,750.000	EDISON-INTERNATIONAL CUSIP: 281020102 Dividend Option: Cash Security Identifier: EX	41.4000	72,450.00	2,275.00	3.14%
7,037.000	ENERGY-CORP-NEW-COM CUSIP: 29384G103 Dividend Option: Cash Security Identifier: ETR	73.0500	514,052.85	23,362.84	4.54%
6,025.000	EXXON-MOBIL-CORP-COM CUSIP: 30231G102 Dividend Option: Cash Security Identifier: XOM	84.7600	510,679.00	11,377.00	2.21%
12,550.000	FIDELITY-NATL-FINL-INC-CL A COM CUSIP: 31620R105 Dividend Option: Cash Security Identifier: FNF	15.9300	199,921.50	6,024.00	3.01%
4,775.000	FORTUNE-BRANDS-HOMES-&SEC-INC COM CUSIP: 34964C106 Dividend Option: Cash Security Identifier: FBHS	17.0300	81,318.25		
3,500.000	FRANKLIN-RESOURCES-INC CUSIP: 354613101 Dividend Option: Cash Security Identifier: BEN	96.0600	336,210.00	3,780.00	1.12%
3,100.000	GOLDMAN-SACHS GROUP INC-COM CUSIP: 38141G104 Dividend Option: Cash	90.4300	280,333.00	4,240.00	1.54%

CORPORATE STOCK

Quantity	Description	Market Price	Market Value	Estimated Annual Income	Estimated Yield
20,025.000	HEWLETT PACKARD CO COM CUSIP: 4289236103 Dividend Option: Cash Security Identifier: HPQ	25.7600	721,924.00	13,452.00	1.86%
1,712.000	HUNTINGTON INGS ALLS INDS INC COM CUSIP: 448413106 Dividend Option: Cash Security Identifier: HII	31.2800	53,551.36		
9,775.000	JP MORGAN CHASE & CO COM ISIN#US46625HT005 CUSIP: 46625H100 Dividend Option: Cash Security Identifier: JPM	33.2500	325,018.75	9,775.00	3.00%
6,625.000	L3 COMMUNICATIONS HEDGS INC COM CUSIP: 502424104 Dividend Option: Cash Security Identifier: H3C	66.6800	441,755.00	11,925.00	2.69%
22,750.000	MASCO CORP COM CUSIP: 574599106 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	3.08%
10,925.000	MOLSON COORS BREWING CO CL B NON VTG STK ISIN#US60871R2094 CUSIP: 60871R209 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	19,008.00	3.41%
10,200.000	OMNICOM GROUP INC COM CUSIP: 681919106 Dividend Option: Cash	44.5800	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 FINE SVCS GROUP INC COM CUSIP: 693475105 Dividend Option: Cash Security Identifier: PNC	57.6700	289,791.75	7,035.00	2.42%
4,950.000	PPG INDUSTRIES INC CUSIP: 693506107 Dividend Option: Cash Security Identifier: PPG	83.4900	413,275.50	11,206.00	2.75%
8,575.000	PENNEY JC INC CUSIP: 708160106 Dividend Option: Cash Security Identifier: JCP	35.1500	301,411.25	6,860.00	2.27%
0,781.000	ROYAL DUTCH SHELL PLC SPONSORED ADR RESPTG A-SHS CUSIP: 780259206 Dividend Option: Cash Security Identifier: RDS A	73.0900	641,803.29	25,078.53	3.90%
3,725.000	SHERWIN-WILLIAMS CO CUSIP: 82434B106 Dividend Option: Cash Security Identifier: SHWL	89.2700	332,530.75	5,438.50	1.63%
44,100.000	STAPLES INC CUSIP: 855030102 Dividend Option: Cash Security Identifier: SPLS	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%
	TOTAL CORPORATE STOCK		\$14,127,961.37	\$345,258.41	

FORM 990PF, PART II - CORPORATE BONDS

ATTACHMENT 13

DESCRIPTION

	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
--	------------------------------	-----------------------

CORPORATE BONDS

-SEE ATTACHED SCHEDULES

	410,270.	410,270.
--	----------	----------

TOTALS

	<u>410,270.</u>	<u>410,270.</u>
--	-----------------	-----------------

Quantity	Description	Price	Market Value	Estimated Annual Income Rate	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		22AI		
		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				
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		1,278AI		
		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				
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		12AI		
		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				
Curr Face	171,088	WASHINGTON MUTUAL	6.741	11,533	0.92%	1,579
Orig Face	205,000	SERIES 2005-AR13 CLASS B2		26AI		
		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				
		Total		410,270		

FORM 990PF, PART II - OTHER INVESTMENTSATTACHMENT 14

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

FORM 990PF, PART II - OTHER ASSETS

ATTACHMENT 15

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

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

EXCHANGE AND TRANSLATION DIFFERENCES

1,241.

TOTAL

1,241.

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

UNREALIZED LOSS ON INVESTMENTS

10,017,058.

TOTAL

10,017,058.

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

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
WILLIAM KRISTOL 745 FIFTH AVENUE 1400 NEW YORK, NY 10151	TRUSTEE 1.00	24,000.	0	0
ROGER HERTOGE 745 FIFTH AVENUE 1400 NEW YORK, NY 10151	CHAIRMAN/MEMBER 1.00	0	0	0
JEHUDA REINHARTZ 745 FIFTH AVENUE 1400 NEW YORK, NY 10151	TRUSTEE 1.00	20,000.	0	0
JAY LEFKOWITZ 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 TRUSTEESATTACHMENT 18 (CONT'D)

<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>
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		80,000.	0	0

990PF, PART VIII - COMPENSATION OF THE FIVE HIGHEST PAID EMPLOYEESATTACHMENT 19

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS EXPENSE ACCT TO EMPLOYEE AND OTHER BENEFIT PLANS ALLOWANCES</u>
ERIC COHEN C/O THE FUND 745 FIFTH AVENUE NEW YORK, NY 10151	EXECUTIVE DIRECTOR 40.00	315,000.	33,290. 0
NEAL KOZODOY C/O THE FUND 745 FIFTH AVENUE NEW YORK, NY 10151	SENIOR DIRECTOR 40.00	250,000.	33,290. 0
NATHAN LAUFER C/O THE FUND 745 FIFTH AVENUE	DIRECTOR ISRAEL PROG 40.00	191,639.	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. 0
LINDA NAGELBERG C/O THE FUND 745 FIFTH AVENUE NEW YORK, NY 10151	EXECUTIVE ASSISTANT 40.00	120,500.	28,310. 0
	TOTAL COMPENSATION	<u>1,017,139.</u>	<u>168,688. 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 YEARATTACHMENT 21

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
THE SHALEM FOUNDATION 1345 AVENUE OF THE AMERICAS NEW YORK, NY 10105	NONE PUBLIC		GENERAL SUPPORT	3,250,000.
PRINCETON UNIVERSITY 91 PROSPECT AVENUE PRINCETON, NJ 08540	NONE PUBLIC		SPECIFIC PROGRAM	728,950.
NEW YORK UNIVERSITY SCHOOL OF LAW 40 WASHINGTON SQUARE SOUTH NEW YORK, NY 10012	NONE PUBLIC		SPECIFIC PROGRAM	1,297,167.
UNIVERSITY OF TORONTO 27 KINGS COLLEGE CIRCLE M5S1A1 TORONTO ONTARIO CANADA	NONE FOREIGN		SPECIFIC PROGRAM	271,903.
JEWISH THEOLOGICAL SEMINARY 3080 BROADWAY NEW YORK, NY 10027	NONE PUBLIC		SPECIFIC PROGRAM	126,942.
FRISCH SCHOOL 120 WEST CENTURY ROAD PARAMUS, NJ 07652	NONE PUBLIC		SPECIFIC PROGRAM	35,500.

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
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 YEAR

ATTACHMENT 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 EDMONT 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 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 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 YEARATTACHMENT 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, MC8725 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)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	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 BRYN 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 990FF, 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
MIDDLEBURY COLLEGE STUDENT FINANCIAL SERVICES MIDDLEBURY, VT 05753	NONE PUBLIC	SPECIFIC PROGRAM	40,500.
RAE KUSHNER HIGH SCHOOL 110 SOUTH ORANGE AVE LIVINGSTON, NJ 07039	NONE PUBLIC	SPECIFIC, PROGRAM	12,000.
SAR HIGH SCHOOL 503 WEST 259TH STREET RIVERDALE, NY 10471	NONE PUBLIC	SPECIFIC PROGRAM	23,500.
THE HEBREW UNIVERSITY OF JERUSALEM THE HEBREW UNIVERSITY 91905 JERUSALEM ISRAEL	NONE FOREIGN	SPECIFIC PROGRAM	105,000.
THE HESCHEL SCHOOL 314 WEST 91ST STREET NEW YORK, NY 10024	NONE PUBLIC	SPECIFIC PROGRAM	18,000.
THE TRUSTEES OF COLUMBIA UNIVERSITY 615 WEST 131ST STREET ROOM 254, MC 8725 NEW YORK, NY 10027-7922	NONE PUBLIC	SPECIFIC PROGRAM	175,510.

FORM 990FF, 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
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 HOLLISWOOD, 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.
TOTAL CONTRIBUTIONS PAID				<u>8,285,993.</u>

FORM 990PF, PART XV - CONTRIBUTIONS APPROVED FOR FUTURE PAYMENTATTACHMENT 22

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
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 GEDALYAHU 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 REVENUEATTACHMENT 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.			
GAIN ON APARTMENT SALES				76,489.	
TOTALS		<u>17,889.</u>		<u>279,977.</u>	

**Application for Extension of Time To File an
Exempt Organization Return**

OMB No 1545-1709

▶ **File a separate application for each return.**

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

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

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

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

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

Part I only ☐

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

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

☒ 13-3676152

Number, street, and room or suite no. If a P O box, see instructions

Social security number (SSN)

745 FIFTH AVENUE

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>-</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)

Type or print File by the due date for filing your return See instructions	Name of exempt organization or other filer, see instructions		Enter filer's identifying number, 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-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

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, 2012
- 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

Signature ►

ACCOUNTANTS AUTHORIZED TO SIGN RETURNS AUG 11 2012

Title ►

Date ►

Form 8868 (Rev 1-2012)