

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.

2011

For calendar year 2011 or tax year beginning , and ending A Employer identification number Name of foundation THE CYNTHIA L. & WILLIAM E. SIMON, JR 13-3799555 FOUNDATION Number and street (or P O box number if mail is not delivered to street address) Room/suite B Telephone number 973-898-0290 310 SOUTH STREET P.O. BOX 1913 City or town, state, and ZIP code C If exemption application is pending, check here 07962-1913 MORRISTOWN, NJ G Check all that apply: Initial return Initial return of a former public charity D 1. Foreign organizations, check here Final return Amended return 2. check here and attach computation Address change Name change H Check type of organization: X Section 501(c)(3) exempt private foundation E If private foundation status was terminated Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation under section 507(b)(1)(A), check here I Fair market value of all assets at end of year J Accounting method: X Cash Accrual F If the foundation is in a 60-month termination (from Part II, col. (c), line 16) Other (specify) under section 507(b)(1)(B), check here 28,170. (Part I, column (d) must be on cash basis.) ▶\$ Part I Analysis of Revenue and Expenses (d) Disbursements (c) Adjusted net (a) Revenue and (b) Net investment (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).) for charitable purposes (cash basis only) expenses per books income ıncome 600.000. N/A Contributions, gifts, grants, etc., received 2 Check In the foundation is not required to attach Sch. B Interest on savings and temporary cash investments 22. $\overline{22}$. Statement 466. Statement 466. 4 Dividends and interest from securities 5a Gross rents b Net rental income or (loss) 33. 68 Net gain or (loss) from sale of assets not on line 10 b Gross sales price for all assets on line 6a 33. 33. 7 Capital gain net income (from Part IV, line 2) 8 Net short-term capital gain MAY Income modifications 10a Gross sales less return OGDEN b Less Cost of goods sold c Gross profit or (loss) 11 Other income 600,521 521. 12 Total, Add lines 1 through 11 0. О. 13 Compensation of officers, directors, trustees, etc 14 Other employee salaries and wages 15 Pension plans, employee benefits 16a Legal fees **b** Accounting fees 2,500. 2,500 Stmt 3 c Other professional fees and Administrative 17 Interest 18 Taxes 19 Depreciation and depletion 20 Occupancy 21 Travel, conferences, and meetings 22 Printing and publications 1,150. 500. $\overline{0}$. 23 Other expenses Stmt 4 24 Total operating and administrative 3,650. 3,000. 0. expenses. Add lines 13 through 23 600,690. 600,690. 25 Contributions, gifts, grants paid 26 Total expenses and disbursements. 600,690. 604,340. 3,000 Add lines 24 and 25 Subtract line 26 from line 12: <3,819. & Excess of revenue over expenses and disbursements Ö. b Net investment income (if negative, enter -0-) N/A C Adjusted net income (if negative, enter -0-) Form **990-PF** (2011) 123501 LHA For Paperwork Reduction Act Notice, see instructions.

PM

13-3799555

Page 2

Part III Balance Sheets Strate decirits and exemption (9) Strate	=		Balance Sheets Attached schedules and amounts in the description	Beginning of year	End of	year
2 Savings and temporary cash investments 3 Accounts receivable ▶ Less, allowance for doubtful accounts ▶ Sorrists receivable Receivables due from officers, descripts, rustless, and other descripts and elerence funges (10s investments - U.S. and state government obligations 3 investments - composite stock 2 investments - composite stock 2 investments - composite stock 3 investments - composite stock 4 investments - composite stock 5 investments - forotrappe boars 11 meanures into alvates, ser expense to see 12 investments - forotrappe boars 13 investments - forotrappe boars 14 Less Remarke doubtes - forotrappe boars 15 Other assets (describe ▶ 16 Total assets (to be completed by all titers) 17 Accounts popula end account expenses 18 Grants payable 19 Deferred remarke 20 22 Investments - forotrappe boars 21 Investments - forotrappe boars 22 Investments - forotrappe boars 3 Total habilities (describe ▶ 23 Total habilities (describe ▶ 24 Total habilities (describe No. 1) And the composite of the complete lines 27 through 20 and disenses 21 Investments - forotrappe, or current funds 22 Permanently restricted 23 Permanently restricted 24 Permanently restricted 25 Permanently restricted 26 Permanently restricted 27 Permanently restricted 28 Permanently restricted 29 Permanently restricted 20 Permanently restricted 20 Permanently	L	aπ	column should be for end-of-year amounts only	(a) Book Value	(b) Book Value	(c) Fair Market Value
Security reterrable Less allowance for doubtful accounts Less allowance for doubtful acco		1	Cash - non-interest-bearing			
Less allowence for doubtful accounts ▶ Less allowence for doubtful accounts ▶ S Grant's receivable Reconsibles due from Officers, directors, trustees, and other dequalified persons 7 our sites uniter maxwait Less allowence for doubtful accounts ▶ 8 Tour sites uniter maxwait 10 Investments of scale or use 11 lowestments - Corporate blonds 11 investments - Corporate blonds 11 investments - Corporate blonds 12 Investments - Corporate blonds 13 Investments - Corporate blonds 14 Investments - Corporate blonds 15 Investments - Investments - Corporate blonds 16 Investments - Investments - Corporate blonds 17 Investments - Invest		2	Savings and temporary cash investments	14,000.	10,064.	10,064.
Less allowence for doubtful accounts ▶ Less allowence for doubtful accounts ▶ S Grant's receivable Reconsibles due from Officers, directors, trustees, and other dequalified persons 7 our sites uniter maxwait Less allowence for doubtful accounts ▶ 8 Tour sites uniter maxwait 10 Investments of scale or use 11 lowestments - Corporate blonds 11 investments - Corporate blonds 11 investments - Corporate blonds 12 Investments - Corporate blonds 13 Investments - Corporate blonds 14 Investments - Corporate blonds 15 Investments - Investments - Corporate blonds 16 Investments - Investments - Corporate blonds 17 Investments - Invest		3	Accounts receivable ►			
4 Pledges receivable ▶ Less allowance for doubtful accounts ▶ 5 Grants receivable 5 Grants receivable 6 Receivables due to molficers, directors, trustees, and other designated persons 7 Other risks set teste receivable 9 Prepaid express and deterred charges 10 Investments - Corporate bonds 11 Investments - Corporate bonds 11 Investments - Corporate bonds 12 Investments - Corporate bonds 13 Investments - Corporate bonds 14 Investments - Invitings and exporem than 15 Investments - Invitings and exporem than 15 Investments - Invitings boars 16 Total assets (describe ▶) 17 Accounts payable and accrued expenses 18 Grants payable and accrued expenses 19 Deferred revenue 20 Investments - I						•
S Grists receivable S Gri		4				
S Recensels due to montificers, derectors, trustees, and other dequalified persons 7 Dec ness and trust recenses and deferred charges 10s Investments for sale or use 9 Prepared expenses and deferred charges 10s Investments - comporate bonds 11 Investments - comporate bonds 12 Investments - comporate bonds 13 Investments - comporate bonds 14 Land, bruitings, and equipment base less xeamented expenses 15 Differential - comporate bonds 16 Investments - comporate bonds 17 Investments - comporate bonds 18 Investments - comporate bonds 19 Investments - comporate bonds 10 Investments - comporate bonds 10 Investments - comporate bonds 11 Investments - comporate bonds 12 Investments - comporate bonds 13 Investments - comporate bonds 14 Land, bruitings, and equipment base less xeamented expenses 15 Other assets (describe less - composited by all filters) 16 Total assets (for the completed by all filters) 17 Accounts payable and accrued expenses 18 Carsts payable 19 Deferred revenue 20 Investments - comporate bonds 21 Mortgages and other notes payable 22 Investments - comporate bonds 23 Total filabilities (dad lines 17 through 22) 24 Total filabilities (dad lines 17 through 22) 25 Total filabilities (dad lines 17 through 28 and filters 30 and 31. 26 Unrestricted 27 Expensementy restricted 28 Permanently restricted 29 Permanently restricted 20 Permanently restricted 21 Semporary restricted 22 Permanently restricted 23 Parallin or pacial surplus, or inch, lidigs, and equipment fund 24 Parallin or pacial surplus, or inch, lidigs, and equipment fund 25 Permanently restricted 26 Permanently restricted 27 Investments and the done follow SFAS 117, check bere less and complete lines 24 through 31. 28 Parallin or pacial surplus, or inch, lidigs, and equipment fund 29 Permanently restricted 20 Permanently restricted 21 Permanently restricted 22 Permanently restricted 23 Parallin or pacial surplus, or inch, lidigs, and equipment fund 24 Permanently restricted 25 Permanently restricted 26 Permanently restricted 27 Permanently restri						-
Total assets (describe		5				
Total assets (describe		6	Receivables due from officers, directors, trustees, and other			
To fine rease and team cannoble Less: allowance for doubtful accounts > Inventories for sale or use Preparad expenses and deferred charges Investments - Usa, and state government obligations Investments - Corporate stock Investments - Corporat						
8 inventories for sale or use 10a investments - Cosporate bonds 11 investments - copporate bonds 12 investments - cosporate bonds 13 investments - cosporate bonds 14 Land, buildings, and equipment basis 15 investments - cosporate bonds 16 investments - cosporate bonds 17 investments - cosporate bonds 18 investments - cosporate bonds 19 investments - cosporate bonds 11 investments - cosporate bonds 11 investments - cosporate bonds 11 investments - cosporate bonds 12 investments - cosporate bonds 13 investments - cosporate bonds 14 Land, buildings, and equipment basis 15 investments - cosporate bonds 15 Other assets (describe)) 16 Total assets (describe)) 17 Accounts payable and accrued expenses 18 Grants payable and accrued expenses 19 Deterred revenue 20 Loans form offices, describe) 0 . 0 . 21 Total inabilities (add nines 17 through 22) 22 Other inabilities (add nines 17 through 22) 23 Total inabilities (add nines 17 through 22) 24 Unrestried 25 Perumenant (edscribe) 0 . 0 . 26 Report (edscribe) 0 . 0 . 27 Copporatory restricted 28 Perumenant (edscribe) 0 . 0 . 28 Perumenant (edscribe) 0 . 0 . 29 Rebinded samples, accurately and equipment fund 29 Rebinded samples, accurately accurate funds 30 , 627 . 26 , 808 . 20 Total inabilities and net assets/fund balances 30 , 627 . 26 , 808 . 20 Total inabilities and net assets/fund balances 30 , 627 . 26 , 808 . 20 Total inabilities and net assets/fund balances 30 , 627 . 26 , 808 . 20 Total inabilities and net assets/fund balances 30 , 627 . 26 , 808 . 20 Total inabilities and net assets/fund balances 30 , 627 . 26 , 808 . 20 Total inabilities and net assets/fund balances 30 , 627 . 26 , 808 . 20 Total inabilities and net assets/fund balances 30 , 627 . 26 , 808 . 20 Total inabilities and		7	• •	•		
Total labelities and net assets or fund balances Statement		ĺ				
Prepared expenses and deferred charges 10a Investments - Corporate bonds 11 Investments - Corporate bonds 11 Investments - Corporate bonds 12 Investments - Corporate bonds 13 Investments - Corporate bonds 14 Land, buildings, and equipment basis ▶ 15 Investments - Corporate bonds 16 Investments - Corporate bonds 17 Investments - Corporate bonds 18 Investments - Corporate bonds 19 Investments - Corporate bonds 10 Investments - Corporate bonds 10 Investments - Corporate bonds 11 Investments - Corporate bonds 12 Investments - Corporate bonds 13 Investments - Corporate bonds 14 Land, buildings, and equipment basis ▶ 15 Investments - Corporate bonds 15 Other assets (de completed by all filers) 16 Cartal assets (to be completed by all filers) 17 Accounts payable and accrued expenses 18 Cartal payable and accrued expenses 19 Cartal payable and accrued expenses 10 Cartal repair of the section of the Cartal assets (to be completed by all filers) 10 Cartal Inabilities (describe ▶ 11 Cartal Inabilities (describe ▶ 12 Capital stock, trust principal, or current funds 12 Personate arrives and complete lines 27 through 31 Capital stock, trust principal, or current funds 12 Personate arrives arrives and complete lines 27 through 32 Capital stock, trust principal, or current funds 12 Personate arrives arrives arrives and complete lines 27 through 32 Capital stock, trust principal, or current funds 13 Total Inabilities and net assets/fund balances 14 Total Inabilities and net assets/fund balances 15 Total Inabilities and net assets/fund balances 16 Total retassets or fund balances are departed on prior year's return) 17 Capital retassets or fund balances are departed on prior year's return) 18 Total Inabilities and net assets/fund balances 18 Total Inabilities a	g	8				
b Investments - corporate blonds 1 Inv	set	ı	• 1			
b Investments - corporate stock c Investments - corporate bands 11 Investments - deep suppers base trains accomments - control to the state of the s	As		* * *			· · · · · · · · · · · · · · · · · · ·
c Investments - corporate bonds 11 investments - mortgage loans 12 Investments - mortgage loans 13 Investments - mortgage loans 14 Land, buildings, and equipment basis buildings are completed by all filers) 16 Total assets (to be completed by all filers) 17 Accounts payable and acrued expenses 18 Grants payable and acrued expenses 19 Deterred revenue 20 Loses tean officiers, directors, bustiers, and other disqualified persons 19 Deterred revenue 20 Loses tean officiers, directors, bustiers, and other disqualified persons 21 Total liabilities (add lines 17 through 22) 22 Total liabilities (add lines 17 through 22) 23 Total liabilities (add lines 17 through 22) 24 Unrestricted 25 Temporarily restricted 25 Temporarily restricted 26 Temporarily restricted 27 Eromporarily restricted 28 Paden or capital surplus, or land, blidg,, and equipment fund 29 Permanently restricted 29 Paden or capital surplus, or land, blidg,, and equipment fund 30,627, 26,808. Statement 5 10 Total net assets or fund balances 30,627, 26,808. Statement 5 10 Total liabilities and net assetu/fund balances 30,627, 26,808. Statement 5 11 Total liabilities and net assetu/fund balances 11 Total liabilities and net assetu/fund balances 12 Investments - fund balances at beginning of year - Part II, column (a), line 30 11 Total liabilities and net assetu/fund balances at beginning of year - Part II, column (b), line 30 12 Total liabilities and net assetu/fund balances at definition of year - Part II, column (b), line 30 13 Total liabilities and net assetu/fund balances at definition of year - Part II, column (b), line 30 14 Add lines 1, 2, and 3 15 Decreases not included in line 2 (itemize) buildings at each of year (line 4 minus line 5) - Part II, column (b), line 30 16 26, 808.		ı	· · · · · · · · · · · · · · · · · · ·	***		
11 Investments - Lind, buildings, and equipment basis		ı	·		-	
12 Investments - morrigage loans 12 Investments - morrigage loans 13 Investments - order remarks - other 14 Land, buildings, and equipment basis 15 Charle assets (describe		l	·			
12 Investments - mortgage loans 13 Investments - other 14 Land, buildings, and equipment basis 14 Land, buildings, and equipment basis 15 Other assets (describle 16 Total assets (to be completed by all filers) 30,627. 26,808. 28,170. 17 Accounts payable and accrued expenses 16 Grants payable 19 Deferred revenue 10 Loans born officers, directors, flustiess, and other disequalfied persons 12 Mortgages and other notes payable 12 Other labelities (describe 17 Loans officers, directors, flustiess, and other disequalfied persons 12 Mortgages and other notes payable 12 Other labelities (describe 17 Loans officers, directors, flustiess, and other disequalfied persons 18 Grants payable 18 Deferred revenue 19 Deferred revenue 10 Deferred revenue 1		l ''				
13 Investments - other Stmt 6 16,627, 16,744, 18,106. 14 Land, buildings, and equipment basis Less accumbled expension Stmt 6 16,627, 16,744, 18,106. 15 Total assets (to be completed by all filers) 30,627, 26,808. 28,170. 17 Accounts payable and accrued expenses 30,627, 26,808. 28,170. 18 Grants payable 91 Deferred revenue 92 Deferred revenue 93 Deferred revenue 94 Deferred revenue 95 Deferred revenue 95 Deferred revenue 96 Deferred revenue 96 Deferred revenue 96 Deferred revenue 97 Deferred revenue 98 Deferred revenue 98 Deferred revenue 98 Deferred revenue 98 Deferred revenue 99 Deferred revenue 99 Deferred revenue 99 Deferred revenue 99 Deferred revenue 90 Deferred revenue 9		12	·			
14 Land, buildings, and equipment basis ► 15 Other assets (describe ► 16 Total assets (for be completed by all filers) 17 Accounts payable and accrued expenses 18 Grants payable 19 Deterred revenue 20 Loss rom fileses, directors, trustiess, and other diaqualified persons 21 Mortgages and other notes payable 22 Other liabilities (describe ► 23 Total liabilities (describe ► 24 Unrestricted 25 Temporary restricted 26 Permanently restricted 27 Temporary restricted 28 Pand-in or capital surplus, or land, blidg, and equipment fund 29 Pand-in or capital surplus, or land, blidg, and equipment funds 29 Pand-in or capital surplus, or land, blidg, and equipment funds 29 Retained earnings, accumulated income, endowment, or other funds 30 Total net assets or fund balances 30 Total net assets or fund balances 1 Total latasets 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) 2 Enter amount from Part I, line 27a 2 Enter amount from Part I, line 27a 2 Cat, 2 and 3 3 Other increases not included in line 2 (ftemize) ► 3 Ocher increases not included in line 2 (ftemize) ► 5 Decreases not included in line 2 (ftemize) ► 5 Total net assets or fund balances at end of year (fine 4 minus line 5) - Part II, column (b), line 30 5 Total net assets or fund balances at end of year (fine 4 minus line 5) - Part II, column (b), line 30 6 26 7, 808 5.		ı		16.627.	16.744.	18.106.
Statement Sta		ı		20,02.0		
15 Other assets (describe ▶ 16 Total assets (to be completed by all filers) 30,627. 26,808. 28,170. 17 Accounts payable and accrued expenses 19 Deferred revenue 20 Loans from officers, directors, trustees, and other disqualified persons 21 Mortgages and other notes payable 22 Other liabilities (describe ▶) 23 Total liabilities (add lines 17 through 22) 0. 0. 0. 18 Foundations that follow SFAS 117, check here and complete lines 24 through 25 and lines 30 and 31. 24 Unrestricted 25 Temporarly restricted 25 Temporarly restricted 26 Permanently restricted 27 Total flabilities (and surplus, or land, bidg., and equipment fund 29 Retained earnings, accumulated income, endowment, or other funds 30,627. 26,808. 26,808. 18 Total flabilities and net assets/fund balances 30,627. 26,808. 26,808. 27 Total itabilities and net assets/fund balances 30,627. 26,808. 26,808. 27 Total itabilities and net assets/fund balances 30,627. 26,808. 26,808. 27 Total itabilities and net assets/fund balances 30,627. 26,808. 26,808. 27 Total itabilities and net assets/fund balances 30,627. 26,808. 26,808. 27 Total itabilities and net assets/fund balances 30,627. 26,808. 26,808. 26,808. 26,808. 26,808. 27 Total itabilities and net assets/fund balances 30,627. 26,808. 26,		'`				
15 Total assets (to be completed by all filers) 16 Grants payable and accrued expenses 17 Accounts payable and accrued expenses 18 Grants payable 20 Leaves from officers, directors, fusaless, and other disqualified persons 21 Mortgages and other notes payable 22 Other liabilities (describe ▶) 23 Total liabilities (describe ▶) 23 Total liabilities (add kines 17 through 22) 40 Leaves from officers, directors, fusaless, and other disqualified persons 24 Unrestricted 5 Temporarily restricted Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. 24 Unrestricted 25 Permanently restricted Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. 27 Capital stock, frust principal, or current funds 28 Paid-no reaptial surplus, or land, blidg,, and equipment fund 29 Retained earnings, accumulated income, endowment, or other funds 30 7 Capital stock, frust principal, or current funds 30 7 Capital stock,		15				
17 Accounts payable and accrued expenses 18 Grants payable 19 Deferred revenue 20 Leans from officers, directors, trustees, and other disqualified persons 20 Unter labilities (describe ►		'`	Other assets (describe >			
17 Accounts payable and accrued expenses 18 Grants payable 19 Deferred revenue 20 Leans from officers, directors, trustees, and other disqualified persons 20 Unter labilities (describe ►		ء, ا	Total geneta (to be completed by all filers)	30 627	26 808	28.170.
18 Grants payable 19 Deferred revenue 20 Loans from officers, discretors, trustees, and other disqualified persons 21 Mortgages and other notes payable 20 Other liabilities (add lines 17 through 22) 0 . 0 . 0 .	_			30,027	20,000.	20/2/01
19 Deferred revenue					· · · · · · · · · · · · · · · · · · ·	
20 Loans from officers, directors, trustees, and other disqualified persons	•		• •			
Total reasests 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) Total net assets or fund balances at end of year (fiemize) Total net assets or fund balances at end of year (fiemize) Total net assets or fund balances at end of year (fiemize) Total net assets or fund balances at end of year (fiemize) Total net assets or fund balances at end of year (fiemize) Total net assets or fund balances at end of year (fiemize) Total net assets or fund balances at end of year (fiemize) Total net assets or fund balances at end of year (fiem 4 minus line 5) - Part II, column (b), line 30 Total net assets or fund balances at end of year (fiem 4 minus line 5) - Part II, column (b), line 30 Total net assets or fund balances at end of year (fiem 4 minus line 5) - Part II, column (b), line 30 Total net assets or fund balances at end of year (fiem 4 minus line 5) - Part II, column (b), line 30 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	ties	ı				
Total reasests 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) Total net assets or fund balances at end of year (fiemize) Total net assets or fund balances at end of year (fiemize) Total net assets or fund balances at end of year (fiemize) Total net assets or fund balances at end of year (fiemize) Total net assets or fund balances at end of year (fiemize) Total net assets or fund balances at end of year (fiemize) Total net assets or fund balances at end of year (fiemize) Total net assets or fund balances at end of year (fiem 4 minus line 5) - Part II, column (b), line 30 Total net assets or fund balances at end of year (fiem 4 minus line 5) - Part II, column (b), line 30 Total net assets or fund balances at end of year (fiem 4 minus line 5) - Part II, column (b), line 30 Total net assets or fund balances at end of year (fiem 4 minus line 5) - Part II, column (b), line 30 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	≣					
23 Total liabilities (add lines 17 through 22) 89 Total liabilities (add lines 17 through 22) 90 Total liabilities (add lines 17 through 22) 91 Total liabilities (add lines 17 through 22) 92 Total liabilities (add lines 17 through 22) 93 Total liabilities (add lines 17 through 26 and lines 30 and 31. 94 Unrestricted 95 Temporarily restricted 96 Permanently restricted 97 Foundations that do not follow SFAS 117, check here X	Ľ					
Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. 24 Unrestricted 25 Temporarily restricted 26 Permanently restricted 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, 627. 26, 808. 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) 21 Enter amount from Part I, line 27a 30 Other increases not included in line 2 (itemize) 4 Add lines 1, 2, and 3 5 Decreases not included in line 2 (itemize) 5 0.6 6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 6 26, 808.		22	Other habilities (describe			*
Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. 24 Unrestricted 25 Temporarily restricted 26 Permanently restricted 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, 627. 26, 808. 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) 21 Enter amount from Part I, line 27a 30 Other increases not included in line 2 (itemize) 4 Add lines 1, 2, and 3 5 Decreases not included in line 2 (itemize) 5 0.6 6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 6 26, 808.		١,,	Total liabilities (add boss 47 through 99)	n	n l	ŧ
and complete lines 24 through 26 and lines 30 and 31. 24 Unrestricted 25 Temporarity restricted 26 Permanently restricted 26 Permanently restricted 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 30 Total liabilities and net assets/fund balances 31 Total liabilities and net assets/fund balances 31 Total liabilities and net assets/fund balances 30 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) 29 Enter amount from Part I, line 27a 30 Other increases not included in line 2 (itemize) 30 Other increases not included in line 2 (itemize) 50 Decreases not included in line 2 (itemize) 51 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 61 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 62 Ca, 808 ca.		23		0.		
24 Unrestricted 25 Temporarily restricted 26 Permanently restricted 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 31 Total liabilities and net assets/fund balances 30 Other increases not included in line 2 (itemize) Enter amount from Part I, line 27a 30 Other increases not included in line 2 (itemize) 4 Add lines 1, 2, and 3 5 Decreases not included in line 2 (itemize) 5 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30			· · · · · · · · · · · · · · · · · · ·			
25 Temporarily restricted 26 Permanently restricted Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. 27 Capital stock, trust principal, or current funds 28 Paid-in or capital surplus, or land, bldg., and equipment fund 29 Retained earnings, accumulated income, endowment, or other funds 30 Total net assets or fund balances 30,627. 26,808. 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) 2 Enter amount from Part I, line 27a 3 Other increases not included in line 2 (itemize) 4 Add lines 1, 2, and 3 5 Decreases not included in line 2 (itemize) 5 Total net assets or fund balances at end of year (line 4 minus line 5) - Part III, column (b), line 30 6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 6 26,808.	တ္ဆ	١.,				
31 Total liabilities and net assets/fund balances 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) 2 Enter amount from Part I, line 27a 3 Other increases not included in line 2 (itemize) ▶ 4 Add lines 1, 2, and 3 5 Decreases not included in line 2 (itemize) ▶ 5 O. 6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 6 26,808.	ဦ				 	į
31 Total liabilities and net assets/fund balances 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) 2 Enter amount from Part I, line 27a 3 Other increases not included in line 2 (itemize) ▶ 4 Add lines 1, 2, and 3 5 Decreases not included in line 2 (itemize) ▶ 5 O. 6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 6 26,808.	ala	ı				
31 Total liabilities and net assets/fund balances 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) 2 Enter amount from Part I, line 27a 3 Other increases not included in line 2 (itemize) ▶ 4 Add lines 1, 2, and 3 5 Decreases not included in line 2 (itemize) ▶ 5 O. 6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 6 26,808.	B B	26				
31 Total liabilities and net assets/fund balances 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) 2 Enter amount from Part I, line 27a 3 Other increases not included in line 2 (itemize) ▶ 4 Add lines 1, 2, and 3 5 Decreases not included in line 2 (itemize) ▶ 5 O. 6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 6 26,808.	Ë	l	·			
31 Total liabilities and net assets/fund balances 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) 2 Enter amount from Part I, line 27a 3 Other increases not included in line 2 (itemize) ▶ 4 Add lines 1, 2, and 3 5 Decreases not included in line 2 (itemize) ▶ 5 O. 6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 6 26,808.	<u>,</u>		•	,	^]	
31 Total liabilities and net assets/fund balances 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) 2 Enter amount from Part I, line 27a 3 Other increases not included in line 2 (itemize) ▶ 4 Add lines 1, 2, and 3 5 Decreases not included in line 2 (itemize) ▶ 5 O. 6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 6 26,808.	ţ					1
31 Total liabilities and net assets/fund balances 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) 2 Enter amount from Part I, line 27a 3 Other increases not included in line 2 (itemize) ▶ 4 Add lines 1, 2, and 3 5 Decreases not included in line 2 (itemize) ▶ 5 O. 6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 6 26,808.	3 86		· · · · · · · · · · · · · · · · · · ·			Obstanset E
31 Total liabilities and net assets/fund balances 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) 2 Enter amount from Part I, line 27a 3 Other increases not included in line 2 (itemize) ▶ 4 Add lines 1, 2, and 3 5 Decreases not included in line 2 (itemize) ▶ 5 O. 6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 6 26,808.	Ĭ,	I				Statement 5
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) 2 Enter amount from Part I, line 27a 3 Other increases not included in line 2 (itemize) ▶ 4 Add lines 1, 2, and 3 5 Decreases not included in line 2 (itemize) ▶ 5 O. 6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 6 26,808.	ž	30	Total net assets or fund balances	30,627.	26,808.	
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) 2 Enter amount from Part I, line 27a 3 Other increases not included in line 2 (itemize) ▶ 4 Add lines 1, 2, and 3 5 Decreases not included in line 2 (itemize) ▶ 5 O. 6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 6 26,808.				20 605	06 000	
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) 2 Enter amount from Part I, line 27a 3 Other increases not included in line 2 (itemize) 4 Add lines 1, 2, and 3 5 Decreases not included in line 2 (itemize) 5 O. 6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 6 26,808.	_	31	Total liabilities and net assets/fund balances	30,627	∠6,808.	
(must agree with end-of-year figure reported on prior year's return) 2 Enter amount from Part I, line 27a 3 Other increases not included in line 2 (itemize) 4 Add lines 1, 2, and 3 5 Decreases not included in line 2 (itemize) 5 O. 6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 1 30,627. 2 <3,819.> 3 0. 4 26,808.	P	art	III Analysis of Changes in Net Assets or Fund B	alances		
(must agree with end-of-year figure reported on prior year's return) 2 Enter amount from Part I, line 27a 3 Other increases not included in line 2 (itemize) 4 Add lines 1, 2, and 3 5 Decreases not included in line 2 (itemize) 5 O. 6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 1 30,627. 2 <3,819.> 3 0. 4 26,808.	=	Total	net accepts or fund halanese at heginning of year. Bort II. column (a) line	30		· ·
2 Enter amount from Part I, line 27a 3 Other increases not included in line 2 (itemize) ▶ 4 Add lines 1, 2, and 3 5 Decreases not included in line 2 (itemize) ▶ 5 O. 6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 2 <3,819.> 3 O. 4 26,808. 5 O. 6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30				30		30 <i>627</i>
3 Other increases not included in line 2 (itemize) ► 4 Add lines 1, 2, and 3 5 Decreases not included in line 2 (itemize) ► 6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 3 Other increases not included in line 2 (itemize) ► 5 Other increases not included in line 2 (itemize) ► 6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 6 26,808.		•				
4 Add lines 1, 2, and 3 5 Decreases not included in line 2 (itemize) ▶ 5 0. 6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 6 26,808.					· -	(3,013.)
5 Decreases not included in line 2 (itemize) ► 5 0. 6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 6 26,808.						26 RUB
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30					 	20,000·
				olumn (h) Iran 20		26 808
	<u> </u>	rotal	net assets or fund datances at end of year (line 4 minus line 5) - Part II, co	olumn (b), line 30		

Page 3

Form 990-PF (2011) FOUNDATION

Part IV Capital Gains and Losses for Tax on Investment Income 13-3799555

Part IV Capital Gaill	s allu L	oses for tax off in	Ae2miem	mcome						
2-story brick	warehouse;	ind(s) of property sold (e.g., or common stock, 200 shs.			ľΡ	How ac - Purcl - Dona	nase ') Date a (mo., da	ocquired ay, yr.)	(d) Date sold (mo., day, yr.)
12 Capital Gains	Divi	dends								
b										
C										
d										
<u>e</u>					<u> </u>					
(e) Gross sales price		Depreciation allowed (or allowable)		t or other basis xpense of sale					in or (loss) (f) minus (
a 33	•									33.
b										
С										
d			-							
e			-							
Complete only for assets show	ving gain in	column (h) and owned by the	ne foundation	on 12/31/69					ol. (h) gain	
(i) F.M.V. as of 12/31/69		(j) Adjusted basis as of 12/31/69	(k) Ex	cess of col. (ı) col. (ı), ıf any			col. (k L), but n osses	ot less thar (from col. (n -0-) or h))
a				•						33.
b										
C										
d	1			******						
e										
	1		- D- 41 l '	•	$\overline{}$				<u>-</u>	
2 Capital gain net income or (net	capital loss	$ \begin{cases} \text{If gain, also enter} \\ \text{If (loss), enter -0-} \end{cases} $			}	2				33.
3 Net short-term capital gain or (If gain, also enter in Part I, line	8, column (. ,	ਰ (6):		}				N/A	
If (loss), enter -0- in Part I, line Part V Qualification		Section 4040(a) for	Dodugod	Tay on Not	150	ostr	ont Inco	ma	M/A	
If section 4940(d)(2) applies, leaved Was the foundation liable for the s If "Yes," the foundation does not quality 1 Enter the appropriate amount	ection 4942 ualify under	tax on the distributable amo section 4940(e). Do not cor	nplete this pa	rt.						Yes X No
(a)	ii cacii coic		T	making any chaic			-			(d)
Base periód years Calendar year (or tax year begin	ning In)	(b) Adjusted qualifying disti		Net value of no	(c) nchai	rıtable-			Distrib (col. (b) div	(d) oution ratio ided by col. (c))
2010			7,736.				7,392.			7.218750
2009			0,374.				6,056.			8.457706
2008			5,364.				2,534.			1.565587
2007			2,093.				2,224.			4.044265
2006		57	2,845.			11	2,739.			5.081161
2 Total of line 1, column (d)								2		26.367469
3 Average distribution ratio for th	e 5-year ba	se period - divide the total o	n line 2 by 5,	or by the number	of ye	ars				
the foundation has been in exis	tence if less	s than 5 years						3		5.273494
4 Enter the net value of nonchard	table-use as	sets for 2011 from Part X, I	пе 5					4		30,827
5 Multiply line 4 by line 3		·						5		162,566.
6 Enter 1% of net investment inc	ome (1% o	Part I, line 27b)					,	6		0.
7 Add lines 5 and 6								7		162,566.
8 Enter qualifying distributions fr	om Part XII	, line 4						8		600,690.
If line 8 is equal to or greater the See the Part VI instructions.	an line 7, c	heck the box in Part VI, line	1b, and comp	lete that part using	g a 1º	% tax r	ate.			

THE CYNTHIA L. & WILLIAM E. SIMON, JR

	990-PF (2011) FOUNDATION		4040/1		3799			age 4
Par	- A/C			1948	- see ir	istruc	ction	15)
	exempt operating foundations described in section 4940(d)(2), check here and ente			1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1		- 	ر الأنهاء الأنتاء	
	Date of ruling or determination letter: (attach copy of letter if neces		· · · · · · · · · · · · · · · · · · ·	. 7.2		الا الله الله الله الله الله الله الله	(34°).	
P [Domestic foundations that meet the section 4940(e) requirements in Part V, check here	X.	and enter 1%	1 1	et the start	- 274874		<u> </u>
	of Part I, line 27b							,
	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of				the state of	<u>L. 18</u>		3
	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Other	rs en	ter -0-)	2	├			0.
	Add lines 1 and 2			3	─			0.
	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Othe	ers er	nter -0-)	4	 			0.
	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-			5	1 1 x x x x		37 23 2	0.
	Credits/Payments:		I 500			145 25 4	PN (34
	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	500	1.5				25.5
	xempt foreign organizations - tax withheld at source	6b		ر بر الم			, Rent,	
	Tax paid with application for extension of time to file (Form 8868)	6c						يَحُ أَحْدُ
	Backup withholding erroneously withheld	6d		77.37		عَلَيْهِ مِنْ مُنْ مُنْ مُنْ مُنْ مُنْ مُنْ مُنْ مُ	p(3)	` _{የሚተ} ተ ሰሽ
	Total credits and payments. Add lines 6a through 6d		-	7	├			00.
	Enter any penalty for underpayment of estimated tax. Check here 📖 if Form 2220 is attache	ed		8	├			
	Fax 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		500 l	10	 			00.
_	inter the amount of line 10 to be: Credited to 2012 estimated tax		500 • Refunded▶	11	<u> </u>			0.
	t:VII-A: Statements Regarding Activities					3 34x11		NIa
	During the tax year, did the foundation attempt to influence any national, state, or local legislati	on o	r did it participate or interven	ė in			Yes	No
	any political campaign?			- •		1a		X
	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes				-	1b	. test /	X
	If the answer is "Yes" to $_{1a}$ or $_{1b}$, attach a detailed description of the activities and α	сори	es of any matenals publist	ed or	ļ			1. 182.
ď	distributed by the foundation in connection with the activities.				1	1	1.25	
	Old the foundation file Form 1120-POL for this year?					1c	v v v	X Feg. 4
d E	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the ye		•		- 1	***		ोक्रीक्ष है। dge रें ।
	(1) On the foundation. ▶ \$ 0 . (2) On foundation managers. ▶			<u>.</u>				
	Enter the reimbursement (if any) paid by the foundation during the year for political expenditur	re tax	imposed on foundation					
	managers. ► \$ 0 .					Šī 👶		1 2 m
2	Has the foundation engaged in any activities that have not previously been reported to the IRS	?		-	-	(- 1	, š .	X VX
	f "Yes," attach a detailed description of the activities.						CT. NO.	
	Has the foundation made any changes, not previously reported to the IRS, in its governing ins	trum	ent, articles of incorporation,	or		7.42	Q25	
i	bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes					3		X
	Did the foundation have unrelated business gross income of \$1,000 or more during the year?		•		-/-	4a		X
	If "Yes," has it filed a tax return on Form 990-T for this year?		- •	Т	I/A	4b		x
5 \	Was there a liquidation, termination, dissolution, or substantial contraction during the year?				-	5	+ 77	X
1	If "Yes," attach the statement required by General Instruction T.						- 25 27	
6 /	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied eithe	er:					, <u>Ş</u> .	
	By language in the governing instrument, or							
•	$ullet$ By state legislation that effectively amends the governing instrument so that no mandatory ${f d}$	irect	ions that conflict with the sta	te law			X	
	remain in the governing instrument?					6		
7 1	Did the foundation have at least \$5,000 in assets at any time during the year?					7	X	5 14
1	If "Yes," complete Part II, col. (c), and Part XV.							
8a l	Enter the states to which the foundation reports or with which it is registered (see instructions) 🕨					3.	
						勝日		高温
ь	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Atto	rney	General (or designate)				ا دونت دون	رُّ الْمُ
	of each state as required by General Instruction G? If "No," attach explanation					8b	X	
9	is the foundation claiming status as a private operating foundation within the meaning of secti	on 49	942(j)(3) or 4942(j)(5) for ca	endar		15.24		1.8
	year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? If "Yes," con					9		X_{-}
	Did any persons become substantial contributors during the tax year? if "Yes," attach a schedule					10		X
					Forr	n 990 -	PF (2011)

THE CYNTHIA L. & WILLIAM E. SIMON, JR

13-3799555 Page 5 FOUNDATION 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 X 11 section 512(b)(13)? If "Yes," attach schedule (see instructions) 12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? X 12 If "Yes," attach statement (see instructions) 13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? 13 Website address ► N/A Telephone no. ▶973-898-0290 14 The books are in care of ▶ WILLIAM E. SIMON & SONS, LLC ZIP+4 ▶07962-1913 Located at ▶ 310 SOUTH STREET, MORRISTOWN, NJ 15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here N/A 15 and enter the amount of tax-exempt interest received or accrued during the year Yes No 16 At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, X 16 securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign Part VII-B | Statements Regarding Activities for Which Form 4720 May Be Required Yes No File Form 4720 if any item is checked in the "Yes" column, unless an exception applies. 1a During the year did the foundation (either directly or indirectly): Yes X No (1) Engage in the sale or exchange, or leasing of property with a disqualified person? (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) Yes 🗶 No a disqualified person? Yes X No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes X No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? (5) Transfer any income or assets to a disqualified person (or make any of either available Yes X No for the benefit or use of a disqualified person)? (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after Yes X No termination of government service, if terminating within 90 days.) b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations N/A 1b 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 X 1c 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 Yes X No before 2011? 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 N/A 2b 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 Yes X No during the year? b If "Yes," did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, N/A Form 4720, to determine if the foundation had excess business holdings in 2011.) 3b X 4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 4a 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?

		l .		l
	4			
2 Compensation of five highest-paid employees (other than those is	ncluded on line 1). If none	, enter "NONE."		
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
	 	 		
			ļ	
, MATERIAL	-			
	_			
	+	<u> </u>	 	-
			<u></u>	
Total number of other employees paid over \$50,000			•	(

Form **990-PF** (2011)

13-3799555 FOUNDATION

Total. Add lines 1 through 3	>	0.
3		
All other program-related investments. See instructions.		
2		
1 N/A		
Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.		Amount
Part IX-B Summary of Program-Related Investments	<u> </u>	
4		
		····
3		
2		
1 N/A		
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
Total number of others receiving over \$50,000 for professional services Part IX-A Summary of Direct Charitable Activities		
	•	0
		<u></u>
	<u> </u>	
NONE		(c) Compensation
(a) Name and address of each person paid more than \$50,000 (b) Type of service	•	

Form 990-PF (2011)

FOUNDATION

P	Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations	ndations, se	e instructions.)
1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
а	Average monthly fair market value of securities	1a	18,255.
b	Average of monthly cash balances	1b	13,041.
	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	31,296.
е	Reduction claimed for blockage or other factors reported on lines 1a and		
	1c (attach detailed explanation) 1e 0		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	31,296.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	469.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	30,827.
6	Minimum investment return. Enter 5% of line 5	6	1,541.
P	art XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations are foreign organizations check here and do not complete this part.)	nd certain	
1	Minimum investment return from Part X, line 6	1	1,541.
2a	Tax on investment income for 2011 from Part VI, line 5		
b	Income tax for 2011. (This does not include the tax from Part VI.)	1 1	
C	Add lines 2a and 2b	2c	0.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,541.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	1,541.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	1,541.
P	art XII Qualifying Distributions (see instructions)		
1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
а	Expenses, contributions, gifts, etc total from Part I, column (d), line 26	1a	600,690.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
а	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	600,690.
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	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	600,690.
	Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation 4940(e) reduction of tax in those years.	qualifies for th	e section

Page 9

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,				1 541
line 7				1,541.
Undistributed income, if any, as of the end of 2011 a Enter amount for 2010 only			0.	
b Total for prior years:				
g rounter prior yours.		0.		
3 Excess distributions carryover, if any, to 2011:				
a From 2006 567, 208.				
bFrom 2007 288,482.				
c From 2008 382,737.				
dFrom 2009 219,071.				
eFrom 2010 196,366.				
f Total of lines 3a through e	1,653,864.			
4 Qualifying distributions for 2011 from				
Part XII, line 4: ►\$ 600,690.				
a Applied to 2010, but not more than line 2a			0.	
b Applied to undistributed income of prior		•		
years (Election required - see instructions)		0.		
c Treated as distributions out of corpus		•		
(Election required - see instructions)	0.			1 641
d Applied to 2011 distributable amount	F00 140			1,541.
e Remaining amount distributed out of corpus	599,1 4 9.			0.
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:		4		
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	2,253,013.			
b Prior years' undistributed income. Subtract				
line 4b from line 2b		0.		
c Enter the amount of prior years'				
undistributed income for which a notice of deficiency has been issued, or on which				
the section 4942(a) tax has been previously		_		
assessed		0.		
d Subtract line 6c from line 6b. Taxable		•		
amount - see instructions		0.		
e Undistributed income for 2010. Subtract line			0.	
4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2011. Subtract				
lines 4d and 5 from line 1. This amount must				0.
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)	0.			
8 Excess distributions carryover from 2006				
not applied on line 5 or line 7	567,208.			
9 Excess distributions carryover to 2012.				
Subtract lines 7 and 8 from line 6a	1,685,805.			
10 Analysis of line 9:				
a Excess from 2007 288, 482.				
b Excess from 2008 382,737.				
c Excess from 2009 219,071.				
d Excess from 2010 196, 366.				
e Excess from 2011 599, 149.				

THE CYNTHIA L. & WILLIAM E. SIMON, JR

Form 990-PF (2011) FOUNDATION 13-3799555 Page 10 Part XIV | Private Operating Foundations (see instructions and Part VII-A, question 9) N/A 1 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 4942(j)(3) or 4942(j)(5) b Check box to indicate whether the foundation is a private operating foundation described in section Prior 3 years 2 a Enter the lesser of the adjusted net Tax year (d) 2008 (b) 2010 (c) 2009 (e) Total (a) 2011 income from Part I or the minimum investment return from Part X for each year listed **b** 85% of line 2a c Qualifying distributions from Part XII, line 4 for each year listed d Amounts included in line 2c not used directly for active conduct of exempt activities e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c 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 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.) 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).) See Statement 7 b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest. None Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs: 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: See Statement 8 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:

Form 990-PF (2011) FOUNDATION			13-3799	9555 Page 11
Part XV Supplementary Information				
3 Grants and Contributions Paid During the Ye	ear 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	Of Substantial Contributor	· ooipiont		
1 · Lo comg mo year				
	İ			
SEE STATEMENT 9		,		
JULI DINIMANU				600,690.
				· · · · · · · · · · · · · · · · · · ·
			1	
Total	·	,	▶ 3a	600,690.
b Approved for future payment				
None				
**				
		-	-	····· - ·
Total .	1	<u> </u>	. > 3b	0.

FOUNDATION

Part XVI-A	Analysis of Income-Producing Activities
------------	---

enter groce amounts uplace otherwise indicated	Unrelated	business income	Excluded t	oy section 512, 513, or 514	(a)
Enter gross amounts unless otherwise indicated.	(a) Business	(b) Amount	(C) Exclu- sion	(d) Amount	(e) Related or exempt function income
1 Program service revenue:	code		code	7,1,100.11	
a		 	+ +-		
b		 	+		
<u> </u>			+ +		
d			++		
e			+		
- Consolidation from accordance to accordance		···			
g Fees and contracts from government agencies			+		
2 Membership dues and assessments	<u> </u>				
Interest on savings and temporary cash			14	22.	
investments	-		14	466.	
4 Dividends and interest from securities			14	400.	
5 Net rental income or (loss) from real estate:			- - -		
a Debt-financed property			- - -	·	
b Not debt-financed property					
Net rental income or (loss) from personal	+				
property					
7 Other investment income			+		
Gain or (loss) from sales of assets other			1 4	22	
than inventory			14	33.	
Net income or (loss) from special events					
Gross profit or (loss) from sales of inventory					
Other revenue:	1				
8	_		\perp		
b	_		+		
C					
d					
e					<u> </u>
2 Subtotal. Add columns (b), (d), and (e)	<u> </u>		0.	521.	0 521
3 Total. Add line 12, columns (b), (d), and (e)				13	341
See worksheet in line 13 instructions to verify calculation	s.)				
Part XVI-B Relationship of Activitie	es to the Accor	nplishment of	Exempt P	urposes	
Line No. Explain below how each activity for which	income is reported in	column (e) of Part XV	/I-A contributed	d importantly to the accomi	olishment of
the foundation's exempt purposes (other				, ,	
	,, <u>,</u>				
					
		<u>-</u>			
					
		 		· .=· ·	
		-			
	· · · · · · · · · · · · · · · · · · ·				
					
 					
			···		

orm 99			ATION				,		3/33333		ige 13
Part	XVII	Information Re Exempt Organ		sfers To a	and Tran	sactions a	and Relation	iships With Nor	ncharitable	е	
1 Die	the or	ganization directly or indi	rectly engage in any i	of the followin	g with any of	ther organization	on described in se	ection 501(c) of		Yes	No
		other than section 501(c)									
a Tra	ansfers	from the reporting found:	ation to a noncharital	ble exempt or	ganization of						
(1) Cash								1a(1)	[]	Х
•) Other	assets							1a(2)	_	X
		sactions:									
		of assets to a noncharital	ble exempt organizat	non					16(1)		x
•		ases of assets from a no				•			1b(2)		X
•		of facilities, equipment,	•	gamaan			~		1b(3)		X
•	•	oursement arrangements							1b(4)	\vdash	X
•	•	or loan guarantees							1b(5)	1	X
•		rmance of services or me	Imberehin or fundras	sina salicitatio	ine	•		-	1b(6)		X
									1c	\vdash	X
		facilities, equipment, ma	-			- (h) obould ol	wave about the for	r madest value of the a		LI	
		ver to any of the above is		_			-			νει ν,	
		s given by the reporting for				iair market vait	De III ally II allsact	on or snaring arranger	nent, snow in		
) the value of the goods,				001704100	1 (4) 0				
(a)Line i	10	(b) Amount involved	(c) Name of	noncharitable	e exempt org	amzanon	(u) Descript	tion of transfers, transaction	ns, and sharing ar	rangeme	nts
			<u> </u>	N/A			 }				
			<u> </u>				_				
	-										
		·									
								•			
						•					
						•					
2a Is	the four	idation directly or indirect	tly affiliated with or r	elated to one	or more tax-	exempt organ	izations described				
		501(c) of the Code (other	•	-		exempt organ	izations described	!	Yes	X	No
		mplete the following sch	• •	(0)) 01 111 3001	1011 327			-			
U 11	165, 66	(a) Name of org			(h) Type of	forganization	Γ	(c) Description of re	lationship		
		N/A	Jamzadon		(b) 1) pc 0	- Organization		(a) Description of to			
		N/A							· · · · · · · · · · · · · · · · · · ·		
							 				
								·· ·· · · · · · · · · · · · · · · · ·			-
					ļ						
	T		Ab - A 1 b		<u> </u>			N - h - 4 - 1 - 1 - 1 - 1 - 1 - 1			
۵.		penalties of perjury, I declare lief, it is true, correct, and con							May the IRS return with the		
Sign		11.10	•		1 -	1-1		,	shown below		
Here	1	VM 2.	Jame C	<u> </u>	5/	8/12	Trus	tee	_	;	J No
	Sign	ature of officer or trustee			Date		Title		5970		
		Print/Type preparer's na	ime	Preparer's s	ignature		Date		PTIN		
			ļ	1				self- employed			
Paid							L				
Prep	arer	Firm's name						Firm's EIN ▶			
Use	Only										
	-	Firm's address									

Phone no.

Schedule B (Form 990, 990-EZ, or 990-PF)

Department of the Treasury Internal Revenue Service

Schedule of Contributors

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

OMB No 1545-0047

2011

Employer identification number Name of the organization THE CYNTHIA L. & WILLIAM E. SIMON, JR 13-3799555 FOUNDATION Organization type (check one): Filers of: Section: Form 990 or 990-EZ 501(c)() (enter number) organization 4947(a)(1) nonexempt charitable trust not treated as a private foundation 527 political organization 501(c)(3) exempt private foundation Form 990-PF 4947(a)(1) nonexempt charitable trust treated as a private foundation 501(c)(3) taxable private foundation Check if your organization is covered by the General Rule or a Special Rule. Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions. General Rule For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II. Special Rules For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II. J For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use exclusively for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III. For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use exclusively for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an exclusively religious, charitable, etc., purpose. Do not complete any of the parts unless the General Rule applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2011)

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it must answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on Part IV, line 2 of its Form 990-PF, to

certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization THE CYNTHIA L. & WILLIAM E. SIMON, JR FOUNDATION

Employer identification number

13-3799555

Part I	Contributors (see instructions). Use duplicate copies of Part I if add	litional space is needed.	
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	WILLIAM E. SIMON, JR. 11100 SANTA MONICA BLVD, STE 1910 LOS ANGELES, CA 90025	s600,000.	Person X Payroll
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person Payroll Noncash (Complete Part II if there is a noncash contribution.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
_			Person Payroll Noncash (Complete Part II if there is a noncash contribution.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person Payroll Noncash (Complete Part II if there is a noncash contribution.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		Person Payroll Occash Complete Part II if there is a noncash contribution.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
23452 01-2		\$Sahadula B./(Farm	Person Payroll Noncash (Complete Part II if there is a noncash contribution.)

Name of organization ·

Employer identification number

THE CYNTHIA L. & WILLIAM E. SIMON, JR FOUNDATION

13-3799555

Part II	Noncash Property (see instructions). Use duplicate copies of Part II if	additional space is needed.	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	

Name of organization •

Employer identification number

THE CYNTHIA L. & WILLIAM E. SIMON, JR

T 1117	CIMILITY	ъ.	Œ	***	ш.	DIIIO.
TOTA	TA D T TO M					

13-3799555

Part III	Exclusively religious, charitable, etc., indiv	idual contributions to section 501((c)(7), (8), or (10) organizations that total more than \$1,000 for the tions completing Part III, enter for the year. (Enter this information once)				
-	the total of exclusively religious, charitable, etc	ie following line entry. For organizati :., contributions of \$1,000 or less fo	for the year. (Enter this information once) \$				
	Use duplicate copies of Part III if additional						
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held				
.							
		(e) Transfer of gi	jift				
	Transferee's name, address, ar	nd ZIP + 4	Relationship of transferor to transferee				
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held				
·							
	(e) Transfer of gift						
-	Transferee's name, address, ar	nd ZIP + 4	Relationship of transferor to transferee				
-							
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held				
-	(e) Transfer of gift						
_	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee				
	10 18 18 18 18 18 18 18 18 18 18 18 18 18						
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held				
:							
	(e) Transfer of gift						
-	Transferee's name, address, ar	nd ZIP + 4	Relationship of transferor to transferee				
I							

Form 990-PF Interest on Savi	.ngs a	nd Tem	porary Ca	ash Ir	nvestments	Statement	: 1
Source						Amount	:
BANK OF AMERICA, N.A.					•		22.
Total to Form 990-PF, Part I,	line	3, Co	lumn A				22.
Form 990-PF Dividend	ls and	Inter	est from	Secui	rities	Statement	2
Source		Gross	Amount		ital Gains ividends	Column (Amount	
BANK OF AMERICA, N.A. VANGUARD 500 INDEX FUND			382. 117.		33.		349. 117.
Total to Fm 990-PF, Part I, 1	n 4		499.		33.		466.
Form 990-PF 0	ther	Profes	sional Fe	ees		Statement	: 3
Description	Expe	a) nses Books	(b) Net Inve		(c) Adjusted Net Incom		able
INVESTMENT ADVISORY FEES		2,500.	2	,500.			0.
To Form 990-PF, Pg 1, ln 16c		2,500.	2	,500.			0.
Form 990-PF	0	ther E	xpenses	····		Statement	: 4
Description	Expe	a) nses Books	(b) Net Inve		(c) Adjusted Net Incom		able
BANK SERVICE CHARGES MISCELLANEOUS		500. 650.		500.			0.
To Form 990-PF, Pg 1, ln 23		1,150.		500.			0.

Form 990-PF	Other Funds		Statement 5
Description		(A) Beginning of Year	(B) End of Year
Endowment Fund		30,627.	26,808.
Total to Form 990-PF, Part II	, line 29	30,627.	26,808.
Form 990-PF	Other Investments		Statement 6
Description	Valuation Method	Book Value	Fair Market Value
VANGUARD GROUP MUTUAL FUNDS	COST COST	4,636. 12,108.	6,132. 11,974.
Total to Form 990-PF, Part II	, line 13	16,744.	18,106.
	Part XV - Line 1a of Foundation Manage	ers	Statement 7

Name of Manager

WILLIAM E. SIMON, JR. CYNTHIA L. SIMON

13-3799555

Form 990-PF Grant Application Submission Information Statement Part XV, Lines 2a through 2d

Name and Address of Person to Whom Applications Should be Submitted

WILLIAM E. SIMON, JR. C/O WILLIAM E. SIMON & SONS 11100 SANTA MONICA BLVD, STE 1910 LOS ANGELES, CA 90025

Telephone Number

Form and Content of Applications

THE APPLICATION SHOULD BE IN FORM OF A LETTER WITH A COPY OF THE IRS DETERMINATION LETTER AND AUDITED FINANCIAL STATEMENTS, IF AVAILABLE

Any Submission Deadlines

NONE

Restrictions and Limitations on Awards

NONE

	Purpose of	
Name	Contribution	Amount
Alliance for College-Ready Public Schools 1940 South Figueroa Street Los Angeles, CA 90007	Education	250,000.00
American Cancer Society Atlanta, GA	Healthcare	250.00
Americares 88 Hamilton Avenue Stamford, CT 06902	Social Welfare	5,000.00
Blessed Sacrament Church 6657 Sunset Blvd Hollywood, CA 90028	Religion	300.00
Broadway Gymnastics Foundation 5433 Beethoven Street Los Angeles, CA 90066	Athletics	250.00
Calvary Christian School 701 Palisades Drive Pacific Palisades, CA 90272	Education	25,000.00
Chapel Haven West 1701 N. Park Avenue Tucson, Arizona 85719	Education	1,000.00
Christopher & Dana Reeve Foundation 636 Morris Turnpike Ste. 3A Short Hills, NJ 07078	Healthcare	3,000.00
Clare Foundation Inc. 909 Pico Blvd. Santa Monica, CA 90405	Social Welfare	1,000.00

Name	Purpose of Contribution	Amount
Clare Foundation Inc. 909 Pico Blvd. Santa Monica, CA 90405	Social Welfare	1,000.00
Community Library Association - Ketchum PO Box 2168 Ketchum, ld 83340-2168	Library	100.00
Dorot Inc. 171 W 85th Street New York, NY 10024	Social Welfare	3,000.00
Harvard-Westlake School 700 N. Faring Road Los Angeles, CA 90077	Education	1,000.00
Harvard-Westlake School 700 N. Faring Road Los Angeles, CA 90077	Education	1,000.00
Hearts with Hope Foundation aka: Corazones Con Esperanza Fdn. 10008 National Blvd Los Angeles, CA 90034	Social Welfare	100.00
Hollygrove/Families First 815 N. El Centro Ave. Los Angeles, CA 90038	Social Welfare	250.00
Hopatcong Little League PO Box 145 Hopatcong, NJ 07843	Athletics	250.00
Hope for Guatemala (United Charitable Program 9611 Brookdale Dr. Charlotte, NC 28215	Social Welfare	250.00

Name	Purpose of Contribution	Amount
Kappa Kappa Gamma Foundation 530 East Town Street Columbus, OH 43216	Social Welfare	1,000.00
La Senora Research Institute Rancho Lot 30 Fund 560 East Channel Road Santa Monica, CA 90402	Arts & Culture	500.00
LA's Best 711 East 14th Place Los Angeles, CA 90021	Social Welfare	1,000.00
Las Madrinas Dept. 6778 Los Angeles, CA 90084-6779	Healthcare	1,000.00
Lighthouse Church Medical Missions aka Four Square Church 2216 Santa Monica Blvd. #204 Santa Monica, CA 90404	Social Welfare	100.00
Lighthouse Church Medical Missions aka Four Square Church 2216 Santa Monica Blvd. #204 Santa Monica, CA 90404	Social Welfare	500.00
Marymount High School 10643 Sunset Blvd. Los Angeles, CA 90077	Education	5,000.00

	Purpose of	
Name	Contribution	Amount
Maui Arts & Cultural Center 1 Cameron Way Kahului, HI 96732	Arts & Culture	1,250.00
National Center for Learning Disabilities 381 Park Avenue South Suite 1401 New York, NY 10016	Social Welfare	1,000.00
Newark Academy 91 South Orange Avenue Livingston, NJ 07039	Education	2,500.00
Oaks Christian School 31749 La Tienda Drive Westlake Village, CA 91362	Education	500.00
Oaks Christian School 31749 La Tienda Drive Westlake Village, CA 91362	Education	5,000.00
Operation Gratitude 16444 Refugio Rd. Encino, CA 91436	Social Welfare	200.00
Operation Homefront San Antonio, TX	Social Welfare	100.00
Pacific Cancer Foundation 227 Mahalani Street, Ste. 99 Wailuku, HI 96793	Healthcare	500.00
Palisades - Malibu YMCA (of LA) 821 Via de la Paz Pacific Palisades, CA 90272	Social Welfare	25,890.00

	Purpose of	
Name	Contribution	Amount
Pepperdine University 24255 Pacific Coast Highway Malibu, CA 90263	Education	100.00
Promises Foundation PO Box 662087 Los Angeles, CA 90066	Social Welfare	2,500.00
PS Arts 11965 Venice Blvd. #201 Los Angeles, CA 90099	Arts/Culture	350.00
Riverview School 551 Route 6A East Sandwich, Cape Cod, MA 02537	Education	1,750.00
Riverview School 551 Route 6A East Sandwich, Cape Cod, MA 02537	Education	3,000.00
Riverview School 551 Route 6A East Sandwich, Cape Cod, MA 02537	Education	100,000.00
Rotary Club Foundation Los Angeles, CA	Social Welfare	500.00
Saint John's Health Ctr/Irene Dunne Guild 1328 22nd Street Santa Monica, CA 90404-2091	Healthcare	40,000.00
Saint Monica Parish Community 725 California Avenue Santa Monica, CA 90403	Religion	30,000.00

Name	Purpose of Contribution	Amount
Seven Arrows School 15240 La Cruz Drive Pacific Palisades, CA 90272	Education	250.00
Sun Valley Adaptive Sports PO Box 6791 Ketchum, ID 83341	Athletics	1,000.00
Team Prime Time PO Box 241496 Los Angeles, CA 90024	Other	500.00
Team Prime Time PO Box 241496 Los Angeles, CA 90024	Other	20,000.00
The Myelin Project PO Box 39 Pacific Palisades, CA 90272-0039	Healthcare	250.00
UCLA Foundation 757 Westwood Plaza, Suite 1320 Los Angeles, CA 90095	Healthcare	9,600.00
UCLA Foundation 757 Westwood Plaza, Suite 1320 Los Angeles, CA 90095	Healthcare	50,000.00
Union Rescue Mission 545 S. San Pedro Street Los Angeles, CA 90013	Social Welfare	500.00
United Friends of the Children Los Angeles, CA	Social Welfare	250.00

	Purpose of	
Name	Contribution	Amount
Wellfleet Preservation Hall PO Box 3024 Wellfleet, MA 02667	Social Welfare	250.00
Western Justice Center Foundation 55 S. Grand Avenue Pasadena, CA 91105	Social Welfare	500.00
Westside Guild Children's Hospital of LA Los Angeles, CA	Healthcare	250.00
Williamstown Film Festival P.O. Box 81 Williamstown, MA	Arts & Culture	250.00
Wounded Warrior Project Jacksonville, FL	Social Welfare	100.00
		600,690.00