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Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

OMB No 1545-0052

2011

Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements

For calendar year 2011 or tax year beginning , 2011, and ending , 20

Name of foundation MORRIS AND ALMA SCHAPIRO FUND		A Employer identification number 13-6089254
Number and street (or P O box number if mail is not delivered to street address) C/O ANCHIN, BLOCK & ANCHIN LLP, 1375 BROADWAY ATTN: RICHARD BAUM	Room/suite	B Telephone number (see instructions) (212) 536-6927
City or town, state, and ZIP code NEW YORK, NY 10018		C If exemption application is pending, check here ☐
G Check all that apply	☐ Initial return ☐ Final return ☐ Address change	☐ Initial return of a former public charity ☐ Amended return ☐ Name change
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		D 1 Foreign organizations check here ☐ 2 Foreign organizations meeting the 85% test, check here and attach computation ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 82,752,114.	J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis)	E If private foundation status was terminated under section 507(b)(1)(A), check here ☐ F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total 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) if the foundation is not required to attach Sch. B ☐	4,868,787.			
2 Check ☐				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	700,920.	700,920.		ATCH 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	1,322,415.			
b Gross sales price for all assets on line 6a 5,310,692.				
7 Capital gain net income (from Part IV, line 2)		1,271,075.		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)	-101,489.	-32,656.		ATCH 2
12 Total. Add lines 1 through 11	6,790,633.	1,939,339.		
13 Compensation of officers, directors, trustees, etc.	0			
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule) ATCH 3	5,763.			5,763.
b Accounting fees (attach schedule) ATCH 4	58,000.	14,500.		43,500.
c Other professional fees (attach schedule) *	309,716.	309,716.		
17 Interest **	28,146.	28,146.		
18 Taxes (attach schedule) (see instructions)				
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule) ATCH 7	342,566.	338,936.		2,195.
24 Total operating and administrative expenses. Add lines 13 through 23	744,191.	691,298.		51,458.
25 Contributions, gifts, grants paid	6,303,048.			6,303,048.
26 Total expenses and disbursements. Add lines 24 and 25	7,047,239.	691,298.		6,354,506.
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	-256,606.			
b Net investment income (if negative, enter -0-)		1,248,041.		
c Adjusted net income (if negative, enter -0-)				

For Paperwork Reduction Act Notice, see instructions.

* ATCH 5 JSA ** ATCH 6

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P 2

SCANNED JAN 28 2013

Revenue
Operating and Administrative Expenses

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing		990,591.		
	2	Savings and temporary cash investments		3,395,358.	1,063,377.	1,063,377.
	3	Accounts receivable ▶				
		Less allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
	7	Other notes and loans receivable (attach schedule) ▶				
		Less allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10 a	Investments - U.S. and state government obligations (attach schedule)		406,447.	606,747.	602,759.
	b	Investments - corporate stock (attach schedule)		13,436,148.	13,974,422.	18,980,497.
	c	Investments - corporate bonds (attach schedule)		1,251,839.	1,120,697.	1,041,279.
	Liabilities	11	Investments - land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶				
12		Investments - mortgage loans				
13		Investments - other (attach schedule)		51,096,937.	53,385,797.	61,064,202.
14		Land, buildings, and equipment basis ▶				
		Less accumulated depreciation (attach schedule) ▶				
15		Other assets (describe ▶)				
16		Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)		70,577,320.	70,151,040.	82,752,114.
Net Assets or Fund Balances	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
Net Assets or Fund Balances	22	Other liabilities (describe ▶ ATTACH 8)			195,470.	
	23	Total liabilities (add lines 17 through 22)		0	195,470.	
		Foundations that follow SFAS 117, check here ▶ ☐				
	24	Unrestricted				
	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		70,577,320.	69,955,570.	
30	Total net assets or fund balances (see instructions)		70,577,320.	69,955,570.		
31	Total liabilities and net assets/fund balances (see instructions)		70,577,320.	70,151,040.		

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 70,577,320.
2	Enter amount from Part I, line 27a	2 -256,606.
3	Other increases not included in line 2 (itemize) ▶	3
4	Add lines 1, 2, and 3	4 70,320,714.
5	Decreases not included in line 2 (itemize) ▶ ATTACHMENT 9	5 365,144.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6 69,955,570.

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	1,271,075.	
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	2,007,048.	75,500,804.	0.026583
2009	2,541,334.	65,703,812.	0.038679
2008	3,097,484.	75,467,076.	0.041044
2007	2,128,183.	76,811,649.	0.027707
2006	2,524,832.	62,315,370.	0.040517
2 Total of line 1, column (d)			2 0.174530
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 0.034906
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5			4 85,260,506.
5 Multiply line 4 by line 3			5 2,976,103.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 12,480.
7 Add lines 5 and 6			7 2,988,583.
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 6,354,506.

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)		1	12,480.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	
3 Add lines 1 and 2		3	12,480.
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	12,480.
6 Credits/Payments			
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a	29,018.	
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	29,018.	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	16,538.	
11 Enter the amount of line 10 to be Credited to 2012 estimated tax ☒ 16,538. Refunded ☐ ☐	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		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 ☒ \$ _____ (2) On foundation managers ☒ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☒ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		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
4a 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	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☒ NY, _____		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	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

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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 ☐ ANCHIN, BLOCK & ANCHIN Telephone no ☐ 212-536-6927			
Located at ☐ 1375 BROADWAY NEW YORK, NY ZIP + 4 ☐ 10018				
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 ☐ ATTACHMENT 10				

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? ☐ Organizations relying on a current notice regarding disaster assistance check here ☐	1b	
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	1c	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? ☐ Yes ☒ 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)	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ☐		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No		
b	If "Yes," did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011)	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	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?	4b	X

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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 ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ 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 ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No**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 11		0	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
NONE				

Total number of other employees paid over \$50,000 ☐ 0

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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 12		366,330.
Total number of others receiving over \$50,000 for professional services		1

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 NONE

2

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

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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	26,725,869.
b	Average of monthly cash balances	1b	3,987,967.
c	Fair market value of all other assets (see instructions)	1c	55,845,053.
d	Total (add lines 1a, b, and c)	1d	86,558,889.
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	86,558,889.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	1,298,383.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	85,260,506.
6	Minimum investment return. Enter 5% of line 5	6	4,263,025.

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	4,263,025.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	12,480.
b	Income tax for 2011 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	12,480.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	4,250,545.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	4,250,545.
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	4,250,545.

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	6,354,506.
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	6,354,506.
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	12,480.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	6,342,026.

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				4,250,545.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			2,982,307.	
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. ► \$ 6,354,506.				
a Applied to 2010, but not more than line 2a			2,982,307.	
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				3,372,199.
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2011 . (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount - see instructions				
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012				878,346.
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		0		
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				

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)

	Tax year	Prior 3 years			(e) Total
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the 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))

N/A

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 13				
Total			3a	6,303,048.
b Approved for future payment				
Total			3b	

Enter gross amounts unless otherwise indicated

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

JSA
1E1492 1 000

Schedule of Contributors

OMB No 1545-0047

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

2011

Name of the organization

MORRIS AND ALMA SCHAPIRO FUND

Employer identification number

13-6089254

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

Form 990-PF

☒ 501(c)(3) exempt private foundation

☐ 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.
- ☐ 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. ► \$ _____

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 I, 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 MORRIS AND ALMA SCHAPIRO FUND

Employer identification number
13-6089254**Part I** Contributors (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	MORRIS A. SCHAPIRO CHARITABLE UNITRUST C/O ANCHIN BLOCK & ANCHIN, 1375 BROADWAY NEW YORK, NY 10018	\$ 4,868,787.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

Name of organization MORRIS AND ALMA SCHAPIRO FUND

Employer identification number

13-6089254

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
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	

Name of organization MORRIS AND ALMA SCHAPIRO FUND

Employer identification number

13-6089254

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

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

Use duplicate copies of Part III if additional space is needed

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

ATTACHMENT 1

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
HSBC INTEREST	25,594.	25,594.
HSBC DIVIDENDS	374,511.	374,511.
INTEREST THRU PARTNERSHIP INVESTMENTS	101,597.	101,597.
DIVIDENDS THRU PARTNERSHIP INVESTMENTS	199,218.	199,218.
TOTAL	700,920.	700,920.

ATTACHMENT 2

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
THRU PARTNERSHIP INVESTMENTS	-170,240.	-101,407.
OTHER ORDINARY INCOME FROM INVESTMENTS	68,751.	68,751.
TOTALS	<u>-101,489.</u>	<u>-32,656.</u>

ATTACHMENT 3

FORM 990PF, PART I - LEGAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
LEGAL FEES IN CONNECTION WITH FOUNDATION MATTERS	5,763.			5,763.
TOTALS	<u>5,763.</u>			<u>5,763.</u>

ATTACHMENT 4

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
ACCOUNTING FEES	58,000.	14,500.		43,500.
TOTALS	58,000.	14,500.		43,500.

ATTACHMENT 5

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
INVESTMENT MANAGEMENT FEES	309,716.	309,716.
TOTALS	<u>309,716.</u>	<u>309,716.</u>

ATTACHMENT 6

FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
FOREIGN TAXES - HSBC	19,196.	19,196.
FOREIGN TAXES - THRU PARTNERSHIP INVESTMENTS	8,950.	8,950.
TOTALS	<u>28,146.</u>	<u>28,146.</u>

ATTACHMENT 7

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
CUSTODY FEES - HSBC	32,305.	32,305.	
OUTSIDE CONSULTANTS	52,056.	52,056.	
DUES & SUBSCRIPTIONS	695.		695.
NYS FILING FEES	1,500.		1,500.
THRU PARTNERSHIP INVESTMENTS	256,010.	254,575.	
TOTALS	342,566.	338,936.	2,195.

ATTACHMENT 8FORM 990PF, PART II - OTHER LIABILITIES

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>
CASH OVERDRAFT	195,470.
TOTALS	<u>195,470.</u>

ATTACHMENT 9FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

<u>DESCRIPTION</u>	<u>AMOUNT</u>
UNREALIZED LOSSES ON PARTNERSHIP INVESTMENTS	365,144.
TOTAL	<u>365,144.</u>

FORM 990PF, PART VII-A, LINE 16 - LIST OF FOREIGN COUNTRIES

CAYMAN ISLANDS
BERMUDA
BRITISH VIRGIN ISLANDS
IRELAND

MORRIS AND ALMA SCHAPIRO FUND

13-6089254

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

ATTACHMENT 11

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
LINDA S. COLLINS C/O ANCHIN, BLOCK & ANCHIN 1375 BROADWAY NEW YORK, NY 10018	PRESIDENT 2.00	0	0	0
DANIEL E. SCHAPIRO C/O ANCHIN, BLOCK & ANCHIN 1375 BROADWAY NEW YORK, NY 10018	SECRETARY/TREASURER 2.00	0	0	0
STEPHEN J. PALUSZEK C/O ANCHIN, BLOCK & ANCHIN 1375 BROADWAY NEW YORK, NY 10018	VICE PRESIDENT 2.00	0	0	0
GRAND TOTALS		0	0	0

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALSATTACHMENT 12

<u>NAME AND ADDRESS</u>	<u>TYPE OF SERVICE</u>	<u>COMPENSATION</u>
ANCHIN BLOCK & ANCHIN LLP 1375 BROADWAY NEW YORK, NY 10018	ACCOUNTING	58,000.
EHRENKRANZ & EHRENKRANZ LLP 375 PARK AVENUE NEW YORK, NY 10152	INVESTMENT ADVISORS	60,484.
SELECT EQUITY GROUP 380 LAFAYETTE STREET NEW YORK, NY 10003	INVESTMENT ADVISORS	132,506.
GARDNER RUSSO & GARDNER 223 EAST CHESTNUT STREET LANCASTER, PA 17602	INVESTMENT ADVISORS	62,106.
EAGLE CAPITAL MANAGEMENT LLC 499 PARK AVENUE NEW YORK, NY 10022	INVESTMENT ADVISORS	53,234.
TOTAL COMPENSATION		<u>366,330.</u>

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

ATTACHMENT 13

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR

AND

FOUNDATION STATUS OF RECIPIENT

PURPOSE OF GRANT OR CONTRIBUTION

AMOUNT

RECIPIENT NAME AND ADDRESS

SEE ATTACHED STATEMENT 10

NONE

PUBLIC CHARITIES

GENERAL PURPOSE

6,303,048.

TOTAL CONTRIBUTIONS PAID

6,303,048.

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

DESCRIPTION	BUSINESS CODE	EXCLUSION		RELATED OR EXEMPT FUNCTION INCOME
		AMOUNT	CODE	
THRU PARTNERSHIP INVESTMENTS THRU OTHER INVESTMENTS	523000	-67,225.	18	-103,015.
			18	68,751.
TOTALS		-67,225.		-34,264.

MORRIS & ALMA SCHAPIRO FUND
SCHEDULE OF ASSETS
12/31/2011
EIN # 13-6089254

	COST	MARKET VALUE
Line 2: Cash Savings & MMkt Accounts		
HSBC Account No.		
8115	184,837	184,837
8115 C	473,993	473,993
8115 E	363,648	363,648
8115 F	20,578	20,578
8115 G	20,321	20,321
Total cash - Savings	1,063,377	1,063,377
Line 10a: Investments - US & State Gov't obligations		
HSBC Account No		
8115 G US Treasury Bonds & Notes	606,747	602,759
Total US & State Gov't obligations	606,747	602,759
Line 10b: Publicly Traded Securities		
HSBC Account No		
8115 C Corporate Stock	5,045,050	6,335,719
8115 E Corporate Stock	4,638,308	6,138,550
8115 F Corporate Stock	4,291,064	6,506,228
Total Equities	13,974,422	18,980,497
Line 10c: Investments - Corporate Bonds		
HSBC Account No		
8115 G US Corporate Bonds	1,110,304	1,030,842
8115 G US Corporate & Govt agency Bonds & Notes	10,393	10,437
Total Bonds	1,120,697	1,041,279
Line 13: Investments -Other		
Citadel Kensington Global Strategies Fund	727,613	2,082,553
HealthCor Offshore Ltd	2,000,000	2,251,875
Glenview Capital Partners	988,302	11,434
Samlyn Offshore LTD	2,000,000	2,087,438
Institutional Diversified Arbitrage Strategies Ltd	5,500,000	7,544,630
Institutional Investment Fund	5,000,000	5,934,843
Institutional Concentrated Equity Strategies Ltd	4,000,000	2,805,729
King Street Capital	2,000,000	3,492,170
Millennium International	2,000,000	4,040,785
Glenhill Capital Overseas Partners	2,000,000	2,162,114
Owl Creek Overseas Fund Ltd	2,500,000	2,026,683
The Children's Investment Fund	1,632,762	2,018,804
Acquisition Fund Five LP	1,759,041	1,698,660
Acquisition Fund 2006 LP	1,084,296	1,059,631
Acquisition Fund 2007 LP	1,193,617	1,163,160
Asia Acquisition Fund LP	747,580	750,709
Asia Investments LP	4,280,478	4,282,733
Overseas Acquisition Fund Four LP	1,478,667	1,499,634
Real Estate Acquisition Fund Three LP	1,450,836	1,416,032
Real Estate Acquisition Fund Two LP	1,629,321	1,564,471

MORRIS & ALMA SCHAPIRO FUND
SCHEDULE OF ASSETS
12/31/2011
EIN # 13-6089254

	COST	MARKET VALUE
Acquisition Fund 2008 LP	913,284	897,410
Elliot International Ltd	3,000,000	4,155,156
Standard Inv Research Hedged Equity Overseas Fund	2,000,000	2,546,716
MAK-ro Capital	1,000,000	999,404
Scopus Fund	2,500,000	2,152,287
Total Other Investments	53,385,797	61,064,202
TOTAL	70,151,040	82,752,114

THE MORRIS & ALMA SCHAPIRO FUND
SCHEDULE OF GRANTS PAID FOR THE YEAR ENDED 12/31/11
EIN 13-6089254

Date Paid	Payee	Amount
2/1/2011	National Parks of New York Harbor Conservancy	10,000
2/1/2011	Nature Conservancy of New York	100,000
2/1/2011	Open House Nursery School	10,000
2/1/2011	Piermont Public Library	5,000
2/1/2011	Rivendell School	15,000
2/1/2011	Riverdale Mental Heath Association	46,000
2/1/2011	School of American Ballet	50,000
2/1/2011	Strike Anywhere	15,000
2/1/2011	The Actors Center	5,000
2/1/2011	The Dalton School	52,000
2/1/2011	The Metropolitan Museum of Art	55,000
2/1/2011	The New York Landmarks Conservancy	25,000
2/1/2011	Trout Unlimited	25,000
2/1/2011	Untitled Theater Company #61, Ltd.	10,000
2/1/2011	Westhampton Beach Performing Arts Center	20,000
2/1/2011	Wildlife Conservation Society	15,000
2/1/2011	Alfred University	50,000
2/1/2011	Art Renewal Center	15,000
2/1/2011	Brooklyn Botanic Garden	20,000
2/1/2011	Brooklyn Bridge Park Conservancy	10,000
2/1/2011	Catskill Mountain Foundation	8,000
2/1/2011	Central Park Conservancy	25,000
2/1/2011	City Harvest	20,000
2/1/2011	Columbia University School of The Arts	25,000
2/1/2011	Florence Academy of Art	5,000
2/1/2011	Ground Up Productions	5,000
2/1/2011	GrowNYC	15,000
2/1/2011	Institute of Classical Architecture	20,190
2/1/2011	Institute of Classical Architecture	16,000
2/1/2011	Institute of Classical Architecture	100,000
2/1/2011	Manhattan Country School	10,000
2/1/2011	Mary McDowell Friends School	10,000
2/1/2011	The Children's Hearing Institute	25,000
2/18/2011	The Brooklyn Youth Chorus Academy	75,000
3/25/2011	New York University School of Medicine	20,000
5/17/2011	Art Renewal Center	12,425
5/17/2011	Barnard College	25,000
5/17/2011	Bronx River Alliance	20,000
5/17/2011	Brooklyn Public Library	75,000
5/17/2011	Brown University	55,000
5/17/2011	Carnegie Hall	70,000

5/17/2011	Center for Jewish History	100,000
5/17/2011	Ethical Culture Fieldston School	45,000
5/17/2011	Friends Seminary	20,000
5/17/2011	Institute of Classical Architecture	20,000
5/17/2011	Poetry in Review Foundation	25,000
5/17/2011	Sustainable South Bronx	20,000
5/17/2011	The Brooklyn Youth Chorus Academy	25,000
5/17/2011	The Children's Hearing Institute	100,000
5/17/2011	Wellness in the Schools	25,000
8/8/2011	Bloomington School of Music	20,000
8/8/2011	Fractured Atlas	20,000
8/8/2011	Friends of Van Cortlandt Park	20,000
8/8/2011	JCC in Manhattan	20,000
8/8/2011	Metropolitan Opera	50,000
8/8/2011	Opening Act	25,000
8/8/2011	Playhouse Creatures	10,000
8/8/2011	Special Music School	50,000
8/8/2011	StreetSquash	25,000
8/8/2011	The New York New Music Ensemble	22,000
8/8/2011	Wave Hill	25,000
8/11/2011	LearningSpring School	50,000
8/11/2011	Long Wharf Theatre	50,000
10/18/2011	Institute of Classical Architecture	40,000
10/18/2011	Institute of Classical Architecture	192,000
10/18/2011	Institute of Classical Architecture	10,000
10/18/2011	Institute of Classical Architecture	4,100
11/2/2011	Bronx Arts Ensemble	20,000
11/2/2011	Brooklyn Academy of Music	50,000
11/2/2011	Brown University	50,000
11/2/2011	Chess in the Schools	75,000
11/2/2011	Dance in Education Fund	40,000
11/2/2011	Ethical Culture Fieldston School	45,000
11/2/2011	Nature Conservancy of New York	100,000
11/2/2011	New York City Ballet	75,000
11/2/2011	New York Hall of Science	25,000
11/2/2011	New York University Langone Medical Center	83,333
11/2/2011	Rivendell School	50,000
11/2/2011	Strike Anywhere	15,000
11/2/2011	The Acting Company	5,000
11/2/2011	The Chamber Music Society of Lincoln Center	25,000
11/2/2011	The Irish Repertory Theatre	15,000
11/2/2011	The Knights	10,000
11/2/2011	The New York Landmarks Conservancy	25,000
11/2/2011	Third Street Music School Settlement	75,000
11/2/2011	Untitled Theater Company #61, Ltd.	10,000
12/27/2011	Brooklyn Botanic Garden	20,000
12/27/2011	Brooklyn Bridge Park Conservancy	15,000

12/27/2011	Central Park Conservancy	25,000
12/27/2011	Christian Brothers Conference	25,000
12/27/2011	City Harvest	30,000
12/27/2011	Columbia University School of The Arts	25,000
12/27/2011	Columbia University School of the Arts	400,000
12/27/2011	Friends Seminary	25,000
12/27/2011	GrowNYC	15,000
12/27/2011	Harlem Link Charter School	16,000
12/27/2011	Hospital for Special Surgery	10,000
12/27/2011	Jackson Historical Society	10,000
12/27/2011	LearningSpring School	10,000
12/27/2011	Lenox Hill Hospital	150,000
12/27/2011	Mary McDowell Friends School	20,000
12/27/2011	Midwest Avian Adoption & Rescue Services, Inc	5,000
12/27/2011	National Parks of New York Harbor Conservancy	10,000
12/27/2011	New York University School of Medicine	1,000,000
12/27/2011	Riverdale Mental Heath Association	46,000
12/27/2011	School of American Ballet	50,000
12/27/2011	Student Sponsor Partners	25,000
12/27/2011	The Actors Center	5,000
12/27/2011	The Brooklyn Youth Chorus Academy	25,000
12/27/2011	The Children's Hearing Institute	100,000
12/27/2011	The Dalton School	55,000
12/27/2011	The Door	30,000
12/27/2011	The Metropolitan Museum of Art	1,000,000
12/27/2011	Trout Unlimited	25,000
12/27/2011	Westhampton Beach Performing Arts Center	20,000
12/27/2011	Wildlife Conservation Society	15,000
12/27/2011	The Brooklyn Youth Chorus Academy	100,000

\$ 6,303,048

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)	
		TOTAL SHORT-TERM COMMON TRUST FUND AND PARTNERSHIP, S CORPORATION, AND OTHER ESTATES OR TRUST GAIN OR LOSS					155,825.	
		TOTAL LONG-TERM COMMON TRUST FUND AND PARTNERSHIP, S CORPORATION, AND OTHER ESTATES OR TRUST GAIN OR LOSS					436,703.	
		TOTAL CAPITAL GAIN DISTRIBUTIONS					6,393.	
6,594.		SECURITIES LITIGATION PROCEEDS PROPERTY TYPE: SECURITIES				P	6,594.	
4,705,177.		PUBLICLY TRADED SECURITIES PROPERTY TYPE: SECURITIES 4,039,617.				P	665,560.	
TOTAL GAIN(LOSS)							<u>1,271,075.</u>	

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box. ☒ **X**
- Note.** Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868
- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1)

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

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return See instructions	Name of exempt organization or other filer, see instructions	Employer identification number (EIN) or
	MORRIS AND ALMA SCHAPIRO FUND	☒ 13-6089254
	Number, street, and room or suite no If a P O box, see instructions	Social security number (SSN)
	C/O ANCHIN, BLOCK & ANCHIN LLP, 1375 BROADWAY	☐
	City, town or post office, state, and ZIP code For a foreign address, see instructions	
	NEW YORK, NY 10018	

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 ☒ ANCHIN, BLOCK & ANCHIN
Telephone No ☒ 212 536-6927 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

- 4 I request an additional 3-month extension of time until 11/15, 20 12
- 5 For calendar year 2011, or other tax year beginning , 20 , and ending , 20
- 6 If the tax year entered in line 5 is for less than 12 months, check reason ☐ Initial return ☐ Final return
☐ Change in accounting period
- 7 State in detail why you need the extension ALL OF THE INFORMATION REQUIRED TO FILE A COMPLETE AND ACCURATE RETURN IS NOT YET AVAILABLE.

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 \$	29,018.
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 \$	29,018.
c Balance Due. Subtract line 8b from line 8a Include your payment with this form, if required, by using EFPS (Electronic Federal Tax Payment System) See instructions	8c \$	0

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 Title Date

**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

**Type or
print**File by the
due date for
filing your
return. See
instructions

Name of exempt organization or other filer, see instructions

MORRIS AND ALMA SCHAPIRO FUND

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

C/O ANCHIN, BLOCK & ANCHIN LLP, 1375 BROADWAY

City, town or post office, state, and ZIP code. For a foreign address, see instructions

NEW YORK, NY 10018

Enter filer's identifying number, see instructions

Employer identification number (EIN) or

☒ 13-6089254

Social security number (SSN)

☐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 ► ANCHIN, BLOCK & ANCHIN

Telephone No ► 212 536-6927

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 \$	29,018.
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 \$	29,018.
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 \$	0

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)