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

2011

Department of the Treasury
Internal Revenue Service

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

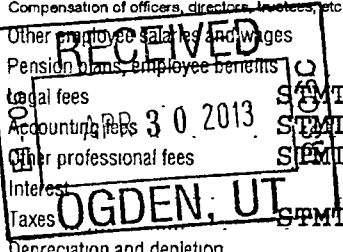
For calendar year 2011 or tax year beginning

, and ending

Name of foundation THE RIDGEFIELD FOUNDATION		A Employer identification number 13-6093563
Number and street (or P.O. box number if mail is not delivered to street address) 570 LEXINGTON AVENUE, 33RD FLOOR	Room/suite	B Telephone number 212-750-9330
City or town, state, and ZIP code NEW YORK, NY 10022		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 76,474,270.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)</small>	(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	2,529,009.		N/A	
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments	13,217.	56,538.		STATEMENT 1
4 Dividends and interest from securities	281,686.	687,265.		STATEMENT 2
5a Gross rents	69,201.	69,201.		STATEMENT 3
b Net rental income or (loss) 69,201.				
6a Net gain or (loss) from sale of assets not on line 10	595,422.			
b Gross sales price for all assets on line 6a 26,410,252.				
7 Capital gain net income (from Part IV, line 2)		897,375.		
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)				
11 Other income	1,730.	73,347.		STATEMENT 4
12 Total. Add lines 1 through 11	3,490,265.	1,783,726.		
13 Compensation of officers, directors, trustees, etc.	294,645.	147,323.		147,322.
14 Other employee salaries and wages	235,334.	117,667.		117,667.
15 Pension plans, employee benefits	55,080.	27,540.		27,540.
16a Legal fees STMT 5	19,671.	9,835.		9,836.
b Accounting fees STMT 6	24,013.	12,007.		12,006.
c Other professional fees STMT 7	287,984.	287,984.		0.
17 Interest				
18 Taxes OGDEN, UT STMT 8	59,810.	18,971.		16,784.
19 Depreciation and depletion	4,714.	0.		
20 Occupancy	193,983.	96,992.		96,991.
21 Travel, conferences, and meetings	20,503.	0.		20,503.
22 Printing and publications				
23 Other expenses STMT 9	113,013.	341,518.		35,913.
24 Total operating and administrative expenses. Add lines 13 through 23	1,308,750.	1,059,837.		484,562.
25 Contributions, gifts, grants paid	3,619,500.			3,619,500.
26 Total expenses and disbursements. Add lines 24 and 25	4,928,250.	1,059,837.		4,104,062.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	-1,437,985.			
b Net investment income (if negative, enter -0-)		723,889.		
c Adjusted net income (if negative, enter -0-)			N/A	

SCANNED MAY 07 2013



Attachment E. 95

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only			Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value			
Assets	1	Cash - non-interest-bearing					
	2	Savings and temporary cash investments			9,289,993.	19,638,556.	19,638,459.
	3	Accounts receivable ▶ 154,224.					
		Less: allowance for doubtful accounts ▶			340,403.	154,224.	154,224.
	4	Pledges receivable ▶					
		Less: allowance for doubtful accounts ▶					
	5	Grants receivable					
	6	Receivables due from officers, directors, trustees, and other disqualified persons					
	7	Other notes and loans receivable ▶					
		Less: allowance for doubtful accounts ▶					
	8	Inventories for sale or use					
	9	Prepaid expenses and deferred charges					
	10a	Investments - U.S. and state government obligations					
	b	Investments - corporate stock STMT 11			10,839,546.	8,601,687.	10,772,612.
	c	Investments - corporate bonds					
11	Investments - land, buildings, and equipment basis ▶						
	Less: accumulated depreciation ▶						
12	Investments - mortgage loans						
13	Investments - other STMT 12			54,005,506.	44,646,259.	45,810,174.	
14	Land, buildings, and equipment: basis ▶ 44,572.						
	Less: accumulated depreciation STMT 10 ▶ 33,267.			14,568.	11,305.	11,305.	
15	Other assets (describe ▶ SECURITY DEPOSIT)			87,496.	87,496.	87,496.	
16	Total assets (to be completed by all filers)			74,577,512.	73,139,527.	76,474,270.	
Liabilities	17	Accounts payable and accrued expenses					
	18	Grants payable					
	19	Deferred revenue					
	20	Loans from officers, directors, trustees, and other disqualified persons					
	21	Mortgages and other notes payable					
22	Other liabilities (describe ▶)						
23	Total liabilities (add lines 17 through 22)			0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>						
	and complete lines 24 through 26 and lines 30 and 31.						
	24	Unrestricted					
	25	Temporarily restricted					
	26	Permanently restricted					
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>						
	and complete lines 27 through 31.						
27	Capital stock, trust principal, or current funds			74,577,512.	73,139,527.		
28	Paid-in or capital surplus, or land, bldg., and equipment fund			0.	0.		
29	Retained earnings, accumulated income, endowment, or other funds			0.	0.		
30	Total net assets or fund balances			74,577,512.	73,139,527.		
31	Total liabilities and net assets/fund balances			74,577,512.	73,139,527.		

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	74,577,512.
2	Enter amount from Part I, line 27a	2	-1,437,985.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	73,139,527.
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	73,139,527.

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				
b	SEE ATTACHED STATEMENTS			
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	26,410,252.	25,814,830.	897,375.	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(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		
a				
b				
c				
d				
e			897,375.	
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	897,375.
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). If (loss), enter -0- in Part I, line 8		3	N/A

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 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	4,757,483.	77,740,091.	.061197
2009	7,834,531.	74,079,098.	.105759
2008	6,350,124.	101,570,534.	.062519
2007	6,278,517.	117,750,132.	.053321
2006	4,260,614.	98,967,488.	.043051
2	Total of line 1, column (d)		.325847
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		.065169
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5		77,873,254.
5	Multiply line 4 by line 3		5,074,922.
6	Enter 1% of net investment income (1% of Part I, line 27b)		7,239.
7	Add lines 5 and 6		5,082,161.
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.		4,104,062.

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	14,478.
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	0.
3	Add lines 1 and 2	3	14,478.
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	14,478.
6	Credits/Payments:		
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	16,729.
b	Exempt foreign organizations - tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868).	6c	7,500.
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	24,229.
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	5.
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	9,746.
11	Enter the amount of line 10 to be: Credited to 2012 estimated tax <input type="checkbox"/> 9,746. Refunded <input type="checkbox"/> 0.	11	0.

Part VII-A Statements Regarding Activities

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