



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



**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

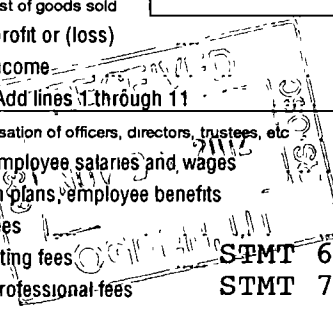
Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements

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

Name of foundation THE LIORA & MENACHEM STERNBERG FAMILY FOUNDATION, INC.		A Employer identification number 20-1688491
Number and street (or P O box number if mail is not delivered to street address) 8 LANDFALL LANE	Room/suite	B Telephone number (609) 497-7338
City or town, state, and ZIP code PRINCETON, NJ 08540		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 type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation <input checked="" type="checkbox"/> Section 501(c)(3) exempt 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) ▶ \$ 2,759,509. (Part I, column (d) must be on cash basis.)		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
J Accounting method <input type="checkbox"/> Other (specify) _____ <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual		

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				N/A	
2 Check <input checked="" type="checkbox"/> If the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		2,008.	2,008.		STATEMENT 2
4 Dividends and interest from securities		4,125.	4,074.		STATEMENT 3
5a Gross rents		<487.>	<487.>		STATEMENT 4
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		32,694.			STATEMENT 1
b Gross sales price for all assets on line 6a		32,694.			
7 Capital gain net income (from Part IV, line 2)			31,221.		
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		44,206.	24,136.		STATEMENT 5
12 Total. Add lines 1 through 11		82,546.	60,952.		
13 Compensation of officers, directors, trustees, etc.		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees STMT 6		5,000.	2,500.		2,500.
c Other professional fees STMT 7		6,197.	6,107.		0.
17 Interest		1,196.	1,196.		0.
18 Taxes STMT 8		218.	212.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 9		1,670.	733.		873.
24 Total operating and administrative expenses. Add lines 13 through 23		14,281.	10,748.		3,373.
25 Contributions, gifts, grants paid		185,019.			185,019.
26 Total expenses and disbursements. Add lines 24 and 25		199,300.	10,748.		188,392.
27 Subtract line 26 from line 12		<116,754.>			
a Excess of revenue over expenses and disbursements					
b Net investment income (if negative, enter -0-)			50,204.		
c Adjusted net income (if negative, enter -0-)				N/A	

SCANNED NOV 26 2009



614
5

**THE LIORA & MENACHEM STERNBERG
FAMILY FOUNDATION, INC.**

Form 990-PF (2011)

20-1688491

Page 2

Part II Balance Sheets <small>Attached schedules and amounts in the description column should be for end-of-year amounts only</small>		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	43,762.	10,384.	10,384.
	2 Savings and temporary cash investments	593,393.	25,401.	25,401.
	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			
	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			
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment: basis ▶			
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other STMT 10	2,348,696.	2,083,312.	1,973,724.	
14 Land, buildings, and equipment basis ▶				
Less: accumulated depreciation ▶				
15 Other assets (describe ▶ <u>CASH IN TRANSIT</u>)	0.	750,000.	750,000.	
16 Total assets (to be completed by all filers)	2,985,851.	2,869,097.	2,759,509.	
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	0.	0.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	2,985,851.	2,869,097.	
30 Total net assets or fund balances	2,985,851.	2,869,097.		
31 Total liabilities and net assets/fund balances	2,985,851.	2,869,097.		

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	2,985,851.
2 Enter amount from Part I, line 27a	2	<116,754.>
3 Other increases not included in line 2 (itemize) ▶ _____	3	0.
4 Add lines 1, 2, and 3	4	2,869,097.
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	2,869,097.

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	31,772.	551.	31,221.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV 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			31,221.

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	31,221.
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	186,341.	2,827,086.	.065913
2009	162,711.	3,407,770.	.047747
2008	178,566.	3,352,394.	.053265
2007	160,377.	3,710,364.	.043224
2006	135,631.	3,421,692.	.039639

2 Total of line 1, column (d)	2	.249788
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	.049958
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	2,674,564.
5 Multiply line 4 by line 3	5	133,616.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	502.
7 Add lines 5 and 6	7	134,118.
8 Enter qualifying distributions from Part XII, line 4	8	188,392.

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

THE LIORA & MENACHEM STERNBERG

FAMILY FOUNDATION, INC.

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 checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	502.
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	502.
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	502.
6	Credits/Payments:		
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	8,456.
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	8,456.
8	Enter any penalty for underpayment of estimated tax Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	7,954.
11	Enter the amount of line 10 to be Credited to 2012 estimated tax <input type="checkbox"/> Refunded <input checked="" type="checkbox"/>	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

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)			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)			X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	X		
14	The books are in care of ▶ MENACHEM STERNBERG Telephone no. ▶ (609) 497-7338 Located at ▶ 8 LANDFALL LANE, PRINCETON, NJ ZIP+4 ▶ 08540			
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	N/A
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ▶		16	Yes No X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/> N/A	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	4b	X

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)? 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 No
Organizations 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). N/A

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.

(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
MENACHEM STERNBERG 8 LANDFALL LANE PRINCETON, NJ 08540	PRESIDENT 1.00	0.	0.	0.
LIORA STERNBERG 8 LANDFALL LANE PRINCETON, NJ 08540	VICE PRESIDENT 1.00	0.	0.	0.
FRED M. SANTO 43 TRAPPING WAY PLEASANTVILLE, NY 10570	SECRETARY 1.00	0.	0.	0.

2 Compensation of five highest-paid employees (other than those included 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				

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

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services ▶ 0

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 SEE STATEMENT 11	0.
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
3	
All other program-related investments See instructions	
Total. Add lines 1 through 3 ▶	0.

THE LIORA & MENACHEM STERNBERG
FAMILY FOUNDATION, INC.

Form 990-PF (2011)

20-1688491 Page 8

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	0.
b	Average of monthly cash balances	1b	741,569.
c	Fair market value of all other assets	1c	1,973,724.
d	Total (add lines 1a, b, and c)	1d	2,715,293.
e	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	2,715,293.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	40,729.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,674,564.
6	Minimum investment return. Enter 5% of line 5	6	133,728.

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	133,728.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	502.	
b	Income tax for 2011 (This does not include the tax from Part VI)	2b		
c	Add lines 2a and 2b	2c	502.	
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	133,226.	
4	Recoveries of amounts treated as qualifying distributions	4	0.	
5	Add lines 3 and 4	5	133,226.	
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	133,226.	

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	188,392.
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		
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	188,392.
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	502.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	187,890.

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

Form 990-PF (2011)

THE LIORA & MENACHEM STERNBERG
FAMILY FOUNDATION, INC.

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				133,226.
2 Undistributed Income, if any, as of the end of 2011				
a Enter amount for 2010 only			97,777.	
b Total for prior years:		0.		
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	0.			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 188,392.				
a Applied to 2010, but not more than line 2a			97,777.	
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.			
d Applied to 2011 distributable amount				90,615.
e Remaining amount distributed out of corpus	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:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
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 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 be distributed in 2012				42,611.
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	0.			
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) 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 ▶

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	
2 a 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))

SEE STATEMENT 12

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

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.

THE LIORA & MENACHEM STERNBERG
FAMILY FOUNDATION, INC.

Form 990-PF (2011)

20-1688491 Page 11

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
P.E.F. ISRAEL ENDOWMENT FUNDS, INC 317 MADISON AVENUE, SUITE 607 NEW YORK, NY 10017	NONE	170(B)(1)(A)(V)GENERAL		8,000.
AMERICAN FRIENDS OF THE ISRAEL MUSEUM 500 5TH AVE, #2450 NEW YORK, NY 10022	NONE	170(B)(1)(A)(V)GENERAL		7,500.
AMERICAN FRIENDS OF IDC HERZLIYA 116 EAST 16TH STREET NEW YORK, NY 10003	NONE	170(B)(1)(A)(V)GENERAL		25,000.
AMERICAN FRIENDS OF MIGDAL OHR 1560 BROADWAY, SUITE 510 NEW YORK, NY 10036	NONE	170(B)(1)(A)(V)GENERAL		75,000.
ARTIS 368 BROADWAY, SUITE 301 NEW YORK, NY 10013	NONE	170(B)(1)(A)(V)GENERAL		10,000.
Total	SEE CONTINUATION SHEET(S)			185,019.
b Approved for future payment				
NONE				
Total				0.

THE LIORA & MENACHEM STERNBERG FAMILY FOUNDATION, INC.

Form 990-PF (2011)

20-1688491 Page 12

Part XVI-A Analysis of Income-Producing Activities

	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
Enter gross amounts unless otherwise indicated					
1 Program service revenue					
a _____					
b _____					
c _____					
d _____					
e _____					
f _____					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	2,008.	
4 Dividends and interest from securities			14	4,125.	
5 Net rental income or (loss) from real estate					
a Debt-financed property			14	<487.>	
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income	900000	20,068.	14	24,138.	
8 Gain or (loss) from sales of assets other than inventory	900000	551.	14	32,143.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a _____					
b _____					
c _____					
d _____					
e _____					
12 Subtotal. Add columns (b), (d), and (e)		20,619.		61,927.	0.
13 Total. Add line 12, columns (b), (d), and (e)					13 82,546.
<i>(See worksheet in line 13 instructions to verify calculations)</i>					

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).

THE LIORA & MENACHEM STERNBERG
FAMILY FOUNDATION, INC.

Form 990-PF (2011)

20-1688491 Page 13

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

		Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash	1a(1)		X
(2) Other assets	1a(2)		X
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
(3) Rental of facilities, equipment, or other assets	1b(3)		X
(4) Reimbursement arrangements	1b(4)		X
(5) Loans or loan guarantees	1b(5)		X
(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees			
1c			
d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received			

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? Yes No

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

Sign Here *Menachem Sternberg* 11/13/12 *President*
Signature of officer or trustee Date Title

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

Paid Preparer Use Only
Print/Type preparer's name: PETER J. COSCIA
Preparer's signature: *Peter J. Coscia*
Date: 11/9/12
Check if self-employed
PTIN: P00750935
Firm's name: WTAS LLC
Firm's EIN: 33-1197384
Firm's address: 1177 AVENUE OF THE AMERICAS, 18TH FLOOR NEW YORK, NY 10036
Phone no: 646-213-5100

FORM 990-PF GAIN OR (LOSS) FROM SALE OF ASSETS STATEMENT 1

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
FROM K-1 - EAGLE DIRECTIONAL MACRO FUND LLC - SHORT TERM CAP GAIN	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
<44,141.>	0.	0.	0.	<44,141.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
FROM K-1 - EAGLE DIRECTIONAL MACRO FUND LLC - LONG TERM CAP GAIN	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
24,828.	0.	0.	0.	24,828.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
FROM K-1 - FRONTPOINT ONSHORE QUANTITATIVE MACRO FUND, LP - ST CAPITAL GAIN	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
<6,620.>	0.	0.	0.	<6,620.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
FROM K-1 - FRONTPOINT ONSHORE QUANTITATIVE MACRO FUND, LP - LT CAPITAL GAIN	PURCHASED	VARIOUS	VARIOUS
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.
34,050.	0.	0.	0.
(F) GAIN OR LOSS	34,050.		

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
FROM K-1 - CAXTON SELECT LLC - ST CAPITAL GAIN	PURCHASED	VARIOUS	VARIOUS
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.
<438.>	0.	0.	0.
(F) GAIN OR LOSS	<438.>		

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
FROM K-1 - CAXTON SELECT LLC - LT CAPITAL GAIN	PURCHASED	VARIOUS	VARIOUS
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.
24,668.	0.	0.	0.
(F) GAIN OR LOSS	24,668.		

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
FROM K-1 - CAXTON SELECT LLC - SECTION 1231 GAIN	PURCHASED	VARIOUS	VARIOUS
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.
347.	0.	0.	0.
(F) GAIN OR LOSS	347.		

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
FROM K-1 - CAXTON SELECT LLC - ST CAPITAL GAIN SUBJECT TO UBT	PURCHASED	VARIOUS	VARIOUS
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.
0.	0.	0.	0.
(F) GAIN OR LOSS	0.		

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
FROM K-1 - CAXTON SELECT LLC - SECTION 1231 GAIN SUBJECT TO UBT	PURCHASED	VARIOUS	VARIOUS
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.
0.	0.	0.	0.
(F) GAIN OR LOSS	0.		

CAPITAL GAINS DIVIDENDS FROM PART IV	0.
TOTAL TO FORM 990-PF, PART I, LINE 6A	32,694.

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 2

SOURCE	AMOUNT
PNC BANK	2,008.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	2,008.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 3

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
FROM K-1 - CAXTON SELECT LLC - INTEREST INCOME	2,941.	0.	2,941.
FROM K-1 - CAXTON SELECT LLC - INTEREST INCOME	531.	0.	531.
FROM K-1 - CAXTON SELECT LLC - INTEREST INCOME	4.	0.	4.
FROM K-1 - CAXTON SELECT LLC - INTEREST INCOME	38.	0.	38.
FROM K-1 - CAXTON SELECT LLC - INTEREST INCOME	110.	0.	110.
FROM K-1 - CAXTON SELECT LLC - INTEREST INCOME	51.	0.	51.
FROM K-1 - EAGLE DIRECTIONAL MACRO FUND LLC - INTEREST INCOME	41.	0.	41.
FROM K-1 - FRONTPOINT ONSHORE CURRENCY FUND, L.P. - INTEREST INCOME	34.	0.	34.
FROM K-1 - FRONTPOINT ONSHORE CURRENCY FUND, L.P. - US GOV'T INTEREST	147.	0.	147.
FROM K-1 - FRONTPOINT ONSHORE QUANTITATIVE MACRO FUND, LP - INTEREST INCOME	164.	0.	164.
FROM K-1 - FRONTPOINT ONSHORE QUANTITATIVE MACRO FUND, LP - US GOV'T INTEREST	64.	0.	64.
TOTAL TO FM 990-PF, PART I, LN 4	4,125.	0.	4,125.

FORM 990-PF RENTAL INCOME STATEMENT 4

KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME
FROM K-1 - CAXTON SELECT LLC - NET RENTAL REAL ESTATE INCOME	1	<501.>
FROM K-1 - CAXTON SELECT LLC - OTHER NET RENTAL INCOME	2	14.
TOTAL TO FORM 990-PF, PART I, LINE 5A		<487.>

FORM 990-PF OTHER INCOME STATEMENT 5

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
FROM K-1 - EAGLE DIRECTIONAL MACRO FUND LLC OTHER TRADE OR BUSINESS EXPENSES	<394.>	<394.>	
FROM K-1 - FRONTPOINT ONSHORE CURRENCY FUND OTHER TRADE OR BUSINESS EXPENSES	<4,677.>	<4,677.>	
FROM K-1 - EAGLE DIRECTIONAL MACRO FUND LLC - ORDINARY GAIN	27,490.	27,490.	
FROM K-1 - FRONTPOINT ONSHORE CURRENCY FUND - ORDINARY GAIN	<32,654.>	<32,654.>	
FROM K-1 - FRONTPOINT ONSHORE QUANTITATIVE MACRO FUND OTHER TRADE OR BUS.	<3,610.>	<3,610.>	
FROM K-1 - FRONTPOINT ONSHORE QUANTITATIVE MACRO FUND - ORDINARY GAIN	34,228.	34,228.	
FROM K-1 - CAXTON SELECT LLC - ORDINARY INCOME	17,163.	3,753.	
FROM K-1 - CAXTON SELECT LLC - ROYALTY INCOME	450.	0.	
FROM K-1 - CAXTON SELECT LLC - OTHER INCOME	5,863.	0.	
FROM K-1 - CAXTON SELECT LLC - INVOLUNTARY CONVERSION	46.	0.	
FROM K-1 - CAXTON SELECT LLC - CANCELLATION OF DEBT	299.	0.	
FROM K-1 - CAXTON SELECT LLC - OTHER EXEMPT INCOME	2.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	44,206.	24,136.	

FORM 990-PF ACCOUNTING FEES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX PREP FEES	5,000.	2,500.		2,500.
TO FORM 990-PF, PG 1, LN 16B	5,000.	2,500.		2,500.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT 7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK FEES	90.	0.		0.
FROM K-1 - CAXTON SELECT LLC - PORTFOLIO 2% FLOOR	5,977.	5,977.		0.
FROM K-1 - CAXTON SELECT LLC - PORTFOLIO OTHER	130.	130.		0.
	0.	0.		0.
	0.	0.		0.
TO FORM 990-PF, PG 1, LN 16C	6,197.	6,107.		0.

FORM 990-PF	TAXES			STATEMENT 8
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FROM K-1 - CAXTON SELECT LLC - FEDERAL WITHHOLDING	6.	0.		0.
FROM K-1 - CAXTON SELECT LLC - FOREIGN TAXES PAID	212.	212.		0.
TO FORM 990-PF, PG 1, LN 18	218.	212.		0.

FORM 990-PF	OTHER EXPENSES			STATEMENT 9
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
STATE REGISTRATION FEE	25.	0.		25.
CORPORATE AGENT FEE	363.	0.		363.
FROM K-1 - CAXTON SELECT LLC - ROYALTY DEDUCTIONS	82.	82.		0.
FROM K-1 - CAXTON SELECT LLC - SECTION 59(E)(2) EXPENSES	254.	254.		0.
FROM K-1 - CAXTON SELECT LLC - OTHER DEDUCTIONS	397.	397.		0.
FROM K-1 - CAXTON SELECT LLC - NONDEDUCTIBLE EXPENSES	64.	0.		0.
WHITNEY MUSEUM OF AMERICAN ART - NONDEDUCTIBLE	485.	0.		485.
	1,670.	733.		873.

TO FORM 990-PF, PG 1, LN 23

FORM 990-PF OTHER INVESTMENTS STATEMENT 10

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
K-1 - CAXTON SELECT LLC	COST	523,424.	404,809.
K-1 - EAGLE DIRECTIONAL MACRO FUND LLC	COST	843,912.	841,695.
K-1 - FRONTPOINT ONSHORE CURRENCY FUND, L.P.	COST	<922.>	0.
K-1 - FRONTPOINT ONSHORE CURRENCY FUND, L.P.	COST	716,898.	727,220.
TOTAL TO FORM 990-PF, PART II, LINE 13		2,083,312.	1,973,724.

FORM 990-PF SUMMARY OF DIRECT CHARITABLE ACTIVITIES STATEMENT 11

ACTIVITY ONE

THE FOUNDATION IS NOT INVOLVED IN ANY DIRECT CHARITABLE ACTIVITIES. ITS PRIMARY PURPOSE IS TO SUPPORT THROUGH CONTRIBUTIONS TO OTHER ORGANIZATIONS EXEMPT UNDER IRC 501(C)(3).

TO FORM 990-PF, PART IX-A, LINE 1

EXPENSES
0.

FORM 990-PF PART XV - LINE 1A LIST OF FOUNDATION MANAGERS STATEMENT 12

NAME OF MANAGER

MENACHEM STERNBERG
LIORA STERNBERG

THE LIORA & MENACHEM STERNBERG
FAMILY FOUNDATION, INC.

20-1688491

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
BIRTHRIGHT ISRAEL 33 EAST 33RD STREET NEW YORK, NY 10016	NONE	170(B)(1)(A)(VIGENERAL		25,000.
HARVARD UNIVERSITY 124 MOUNT AUBURN STREET CAMBRIDGE, MA 02138	NONE	170(B)(1)(A)(VIGENERAL		10,000.
WHITNEY MUSEUM OF AMERICAN ART 945 MADISON AVE. NEW YORK, NY 10021	NONE	170(B)(1)(A)(VIGENERAL		24,515.
FROM K-1 - CAXTON PARTNERS - CHARITABLE CONTRIBUTIONS	NONE	170(B)(1)(A)(VIGENERAL		4.
Total from continuation sheets				59,519.

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 FROM K-1 - EAGLE DIRECTIONAL MACRO FUND LLC - SHO	P	VARIOUS	VARIOUS
b FROM K-1 - EAGLE DIRECTIONAL MACRO FUND LLC - LON	P	VARIOUS	VARIOUS
c FROM K-1 - FRONTPOINT ONSHORE QUANTITATIVE MACRO	P	VARIOUS	VARIOUS
d FROM K-1 - FRONTPOINT ONSHORE QUANTITATIVE MACRO	P	VARIOUS	VARIOUS
e FROM K-1 - CAXTON SELECT LLC - ST CAPITAL GAIN	P	VARIOUS	VARIOUS
f FROM K-1 - CAXTON SELECT LLC - LT CAPITAL GAIN	P	VARIOUS	VARIOUS
g FROM K-1 - CAXTON SELECT LLC - SECTION 1231 GAIN	P	VARIOUS	VARIOUS
h FROM K-1 - CAXTON SELECT LLC - ST CAPITAL GAIN SU	P	VARIOUS	VARIOUS
i FROM K-1 - CAXTON SELECT LLC - SECTION 1231 GAIN	P	VARIOUS	VARIOUS
j FROM K-1 - FRONTPOINT ONSHORE QUANTITATIVE MACRO	P	VARIOUS	VARIOUS
k			
l			
m			
n			
o			

(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 <44,141.>			<44,141.>
b 24,828.			24,828.
c <6,620.>			<6,620.>
d 34,050.			34,050.
e <438.>			<438.>
f 24,668.			24,668.
g 347.			347.
h		271.	<271.>
i		280.	<280.>
j <922.>			<922.>
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			<44,141.>
b			24,828.
c			<6,620.>
d			34,050.
e			<438.>
f			24,668.
g			347.
h			<271.>
i			<280.>
j			<922.>
k			
l			
m			
n			
o			

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	31,221.
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