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

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

2011

For calendar year 2011 or tax year beginning

, and ending

Name of foundation

THE SHAW FAMILY ENDOWMENT FUND
C/O SCOTT BARLEYNumber and street (or P O box number if mail is not delivered to street address)
120 WEST 45TH STREET, 39TH FLOOR

A Employer identification number

26-0476590

B Telephone number

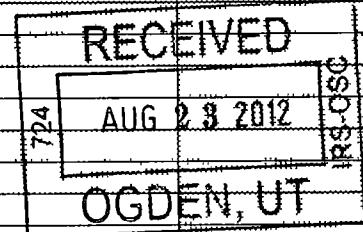
(212) 478-0726

City or town, state, and ZIP code

NEW YORK, NY 10036

G Check all that apply
 Initial return
 Final return
 Address change Initial return of a former public charity
 Amended return
 Name changeH Check type of organization Section 501(c)(3) exempt private foundation Section 4947(a)(1) nonexempt charitable trust Other taxable private foundationI Fair market value of all assets at end of year (from Part II, col. (c), line 16)
► \$ 37,525,889. (Part I, column (d) must be on cash basis)J Accounting method Cash Accrual
 Other (specify) _____C If exemption application is pending, check here ► D 1. Foreign organizations, check here ► Foreign organizations meeting the 85% test,
2. check here and attach computation ► 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 of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(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		40,007,975.		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					
4 Dividends and interest from securities		61,054.	61,054.		STATEMENT 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		3,764.			
b Gross sales price for all assets on line 6a	3,764.				
7 Capital gain net income (from Part IV, line 2)			3,764.		
8 Net short-term capital gain					
9 Income modifications					
Gross sales less returns and allowances					
10a					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11		40,072,793.	64,818.		
13 Compensation of officers, directors, trustees, etc		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees	STMT 2	7,850.	3,925.		3,925.
b Accounting fees					
c Other professional fees					
17 Interest	STMT 3	3,262.	3,262.		0.
18 Taxes					
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses	STMT 4	375.	0.		375.
24 Total operating and administrative expenses. Add lines 13 through 23		11,487.	7,187.		4,300.
25 Contributions, gifts, grants paid		8,347,300.			8,347,300.
26 Total expenses and disbursements. Add lines 24 and 25		8,358,787.	7,187.		8,351,600.
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements		31,714,006.			
b Net investment income (if negative, enter -0-)			57,631.		
c Adjusted net income (if negative, enter -0-)				N/A	



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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
	1	Cash - non-interest-bearing	4,382,113.	36,060,661.	36,060,661.
	2	Savings and temporary cash investments			
	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 ►			
Assets	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 5	1,940,243.	1,971,924.
	14	Land, buildings, and equipment basis ►			
		Less accumulated depreciation ►			
	15	Other assets (describe ►)	STATEMENT 6	0.	3,777.
	16	Total assets (to be completed by all filers)		6,322,356.	38,036,362.
					37,525,889.
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	6,322,356.	38,036,362.	
	30	Total net assets or fund balances	6,322,356.	38,036,362.	
	31	Total liabilities and net assets/fund balances	6,322,356.	38,036,362.	

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	6,322,356.
2	Enter amount from Part I, line 27a	2	31,714,006.
3	Other increases not included in line 2 (itemize) ►	3	0.
4	Add lines 1, 2, and 3	4	38,036,362.
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	38,036,362.

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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 CAPITAL GAINS DIVIDENDS					
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 3,764.			3,764.		
b					
c					
d					
e					
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			3,764.		
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	3,764.	
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	2,488,119.	7,080,446.	.351407
2009	2,432,318.	9,424,881.	.258074
2008	920,436.	6,657,007.	.138266
2007	0.	27,858.	.000000
2006			

2 Total of line 1, column (d)

2 .747747

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 .186937

4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5

4 8,876,235.

5 Multiply line 4 by line 3

5 1,659,297.

6 Enter 1% of net investment income (1% of Part I, line 27b)

6 576.

7 Add lines 5 and 6

7 1,659,873.

8 Enter qualifying distributions from Part XII, line 4

8 8,351,600.

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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)

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-)

3 Add lines 1 and 2

4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)

5 Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-

6 Credits/Payments

a 2011 estimated tax payments and 2010 overpayment credited to 2011

6a 1,501.

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

8 Enter any penalty for underpayment of estimated tax Check here if Form 2220 is attached

9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed

10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid

11 Enter the amount of line 10 to be Credited to 2012 estimated tax ►

925. | Refunded ►

7 1,501. | 8 | 9 | 10 925. | 11 0. |

Part VII-A Statements Regarding Activities

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?

Yes X

b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?

Yes X

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

Yes X

c Did the foundation file Form 1120-POL for this year?

d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year
(1) On the foundation ► \$ 0. (2) On foundation managers ► \$ 0.

e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ 0.

2 Has the foundation engaged in any activities that have not previously been reported to the IRS?

Yes X

If "Yes," attach a detailed description of the activities.

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

Yes X

4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?

Yes X

b If "Yes," has it filed a tax return on Form 990-T for this year?

Yes X

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?

Yes X

If "Yes," attach the statement required by General Instruction T.

6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either

Yes X

• 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?

Yes X

7 Did the foundation have at least \$5,000 in assets at any time during the year?

Yes X

If "Yes," complete Part II, col. (c), and Part XV.

Yes X

8a Enter the states to which the foundation reports or with which it is registered (see instructions) ►

Yes X

NY, DE

Yes X

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

Yes 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

Yes X

10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses

Yes X

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Part VII-A | Statements Regarding Activities (continued)

11		X
12		X
13	X	
Website address ► N/A		
14	SCOTT BARLEY	Telephone no ► (212) 478-0726
Located at ► 120 WEST 45TH STREET, 39TH FLOOR, NEW YORK, NY ZIP+4 ► 10036		
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	Yes	No
	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 ►		

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 X No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ► [] Yes X No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? ► [] Yes X No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ► [] Yes X 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 X 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 X 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 ► [] 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? ► []	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 X 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) ► [] N/A	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 X 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.) ► [] N/A	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))?
- (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?
- (3) Provide a grant to an individual for travel, study, or other similar purposes?
- (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)?
- (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

Yes No

Yes No

Yes No

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)?

N/A

►

5b

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?

N/A

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

6b

X

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

If "Yes," file Form 8870.

Yes No

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?

N/A

7b

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
DAVID E. SHAW C/O SCOTT BARLEY, 120 WEST 45TH STREET NEW YORK, NY 10036	TREASURER AND 2.00	SECRETARY 0.	0.	0.
BETH K. SHAW C/O SCOTT BARLEY, 120 WEST 45TH STREET NEW YORK, NY 10036	PRESIDENT 3.00		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

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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. 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

1	N/A	Expenses
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

1	N/A	Amount
2		
3		
Total. Add lines 1 through 3	► 0.	

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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	1,675,134.
b Average of monthly cash balances	1b	7,336,272.
c Fair market value of all other assets	1c	
d Total (add lines 1a, b, and c)	1d	9,011,406.
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	9,011,406.
4 Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	135,171.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	8,876,235.
6 Minimum investment return. Enter 5% of line 5	6	443,812.

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	443,812.
2a Tax on investment income for 2011 from Part VI, line 5	2a	576.
b Income tax for 2011 (This does not include the tax from Part VI)	2b	
c Add lines 2a and 2b	2c	576.
3 Distributable amount before adjustments Subtract line 2c from line 1	3	443,236.
4 Recoveries of amounts treated as qualifying distributions	4	0.
5 Add lines 3 and 4	5	443,236.
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	443,236.

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	8,351,600.
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	8,351,600.
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	576.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	8,351,024.

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

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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				443,236.
2 Undistributed income, if any, as of the end of 2011			0.	
a Enter amount for 2010 only				
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2011				
a From 2006				
b From 2007				
c From 2008	589,736.			
d From 2009	1,962,088.			
e From 2010	2,134,897.			
f Total of lines 3a through e	4,686,721.			
4 Qualifying distributions for 2011 from Part XII, line 4 ► \$ 8,351,600.			0.	
a Applied to 2010, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2011 distributable amount				443,236.
e Remaining amount distributed out of corpus	7,908,364.			
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:	12,595,085.			
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				0.
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	12,595,085.			
10 Analysis of line 9				
a Excess from 2007	589,736.			
b Excess from 2008	1,962,088.			
c Excess from 2009	2,134,897.			
d Excess from 2010	7,908,364.			

THE SHAW FAMILY ENDOWMENT FUND
C/O SCOTT BARLEY

Form 990-PF (2011)

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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				
AAAS 1200 NEW YORK AVENUE NW WASHINGTON, DC 20005		509(A)(2)	FUND FOR EXCELLENCE	50,000.
AMERICAN ACADEMY OF ARTS AND SCIENCES 136 IRVING STREET CAMBRIDGE, MA 02138		509(A)(1)	ANNUAL FUND	20,000.
ANIBIC 61-35 220TH STREET BAYSIDE, NY 11364		509(A)(2)	GENERAL	10,000.
BETH ISRAEL MEDICAL CENTER 1ST AVE AT 16TH STREET NEW YORK, NY 10003		170(B)(1) (A)(III)	RESEARCH FUND	5,000.
BROWN UNIVERSITY CONTROLLERS OFFICE, BOX J PROVIDENCE, RI 02912		170(B)(1) (A)(II)	GENERAL	200,000.
Total	SEE CONTINUATION SHEET(S)			► 3a 8,347,300.
b Approved for future payment				
BROWN UNIVERSITY CONTROLLERS OFFICE, BOX J PROVIDENCE, RI 02912		170(B)(1) (A)(II)	GENERAL	1,500,000.
CITY COLLEGE FUND CONVENT AVENUE AT 138TH STREET NEW YORK, NY 10031		170(B)(1) (A)(VI)	KOBLINER CHAIR IN EDUCATION	2,000,000.
HORACE MANN SCHOOL 231 W 246TH STREET BRONX, NY 10471		170(B)(1) (A)(II)	FACULTY RECRUITMENT AND RETENTION	800,000.
Total	SEE CONTINUATION SHEET(S)			► 3b 4,310,000.

Form 990-PF (2011)

THE SHAW FAMILY ENDOWMENT FUND
C/O SCOTT BARLEY

26-0476590

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
BROWN UNIVERSITY CONTROLLERS OFFICE, BOX J PROVIDENCE, RI 02912		170(B)(1) (A)(II)	GENERAL	500,000.
CENTER FOR AMERICAN PROGRESS 1333 H STREET NW 10TH FLOOR WASHINGTON, DC 20005		170(B)(1) (A)(VI)	GENERAL	25,000.
CITY COLLEGE FUND CONVENT AVENUE AT 138TH STREET NEW YORK, NY 10031		170(B)(1) (A)(VI)	KOBLINER CHAIR IN EDUCATION	1,000,000.
CLAL 440 PARK AVENUE SOUTH NEW YORK, NY 10016		509(A)(1)	GENERAL	25,000.
THE CLEVELAND CLINIC FOUNDATION 9500 EUCLID AVE NO. H-18 CLEVELAND, OH 44195		170(B)(1) (A)(III)	RESEARCH FUND	10,000.
COLUMBIA UNIVERSITY 615 WEST 131ST STREET, MC 8741 NEW YORK, NY 10027		170(B)(1) (A)(II)	GENERAL	500,000.
COMPOSERS COLLABORATIVE INC. 210 RIVERSIDE DRIVE NEW YORK, NY 10025		509(A)(1)	GENERAL	5,000.
CULTURAL RESTORATION TOURISM PROJECT PO BOX 6803 ALBANY, CA 94706		509(A)(2)	GENERAL	5,000.
EARLY DIAGNOSIS AND TREATMENT RESEARCH FOUNDATION, INC. PO BOX 7119, ANSONIA STATION NEW YORK, NY 10023		509(A)(2)	RESEARCH FUND	10,000.
FOUNDATION OF THE UNIVERSITY OF MEDICINE AND DENTISTRY OF NEW JERSEY 120 ALBANY ST. TOWER II STE 850 NEW BRUNSWICK, NJ 08901		509(A)(1)	GENERAL	50,000.
Total from continuation sheets				8,062,300.

THE SHAW FAMILY ENDOWMENT FUND
C/O SCOTT BARLEY

26-0476590

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
GEORGIA TECH FOUNDATION INC 760 SPRING STREET NW, SUITE 400 ATLANTA, GA 30308		170(B)(1) (A)(IV)	COLLEGE OF COMPUTING DEAN'S FUND	75,000.
HARVARD SCHOOL OF ENGINEERING AND APPLIED SCIENCES 1033 MASSACHUSETTS AVE THIRD FLOOR CAMBRIDGE, MA 02138		509(A)(1)	INSTITUTE FOR APPLIED COMPUTATIONAL SCIENCE	50,000.
HARVARD UNIVERSITY 1033 MASSACHUSETTS AVE THIRD FLOOR CAMBRIDGE, MA 02138		509(A)(1)	GENERAL	1,000,000.
TEACHERS COLLEGE COLUMBIA UNIVERSITY 309 MAIN HALL, 525 W 120TH STREET, BOX 30 NEW YORK, NY 10027		170(B)(1) (A)(II)	HOLLINGWORTH PRESCHOOL	10,000.
HORACE MANN SCHOOL 231 W 246TH STREET BRONX, NY 10471		170(B)(1) (A)(II)	FACULTY RECRUITMENT AND RETENTION	200,000.
HORACE MANN SCHOOL 231 W 246TH STREET BRONX, NY 10471		170(B)(1) (A)(II)	GENERAL - CAPITAL CAMPAIGN	500,000.
HORACE MANN SCHOOL 231 W 246TH STREET BRONX, NY 10471		170(B)(1) (A)(II)	CHORUS	10,000.
HORACE MANN SCHOOL 231 W 246TH STREET BRONX, NY 10471		170(B)(1) (A)(II)	ORCHESTRA	10,000.
HORACE MANN SCHOOL 231 W 246TH STREET BRONX, NY 10471		170(B)(1) (A)(II)	ANNUAL FUND	50,000.
HORACE MANN SCHOOL 231 W 246TH STREET BRONX, NY 10471		170(B)(1) (A)(II)	TRUSTEE SCHOLARSHIP FUND	50,000.
Total from continuation sheets				

THE SHAW FAMILY ENDOWMENT FUND
C/O SCOTT BARLEY

26-0476590

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
THE HOSPITAL FOR SPECIAL SURGERY FUND INC 535 E 70TH ST NEW YORK, NY 10021		170(B)(1) (A)(VI)	RESEARCH FUND	5,000.
JEWISH CENTER OF PRINCETON 435 NASSAU ST PRINCETON, NJ 08540		170(B)(1) (A)(I)	SILVER CIRCLE CHILDREN'S SCHOLARSHIP FUND	1,800.
KAUFMAN CENTER 129 WEST 67TH STREET NEW YORK, NY 10023		170(B)(1) (A)(II)	THEATER WING - SEAN HARTLEY	10,000.
LONG ISLAND JEWISH MEDICAL CENTER 972 BRUSH HOLLOW ROAD, 5TH FL WESTBURY, NY 11590		170(B)(1) (A)(III)	RESEARCH FUND	1,000.
MANHATTAN JEWISH EXPERIENCE SYNAGOGUE 131 W 86TH ST NEW YORK, NY 10024		170(B)(1) (A)(I)	GENERAL	50,000.
MEMORIAL SLOAN-KETTERING CANCER CENTER 1275 YORK AVENUE NEW YORK, NY 10065		170(B)(1) (A)(III)	RESEARCH FUND	25,000.
MEMORIAL SLOAN-KETTERING CANCER CENTER 1275 YORK AVENUE NEW YORK, NY 10065		170(B)(1) (A)(III)	RESEARCH FUND	10,000.
MOEBIUS SYNDROME FOUNDATION PO BOX 147 PILOT GROVE, MO 65276		509(A)(2)	GENERAL	100,000.
NATIONAL SLEEP RESEARCH INSTITUTE 888 7TH AVE, FL 30 NEW YORK, NY 10106			RESEARCH FUND	10,000.
NEW OLD TIME CHAUTAUQUA PO BOX 334 PORT TOWNSEND, WA 98368		170(B)(1) (A)(VI)	GENERAL	500.

Total from continuation sheets

THE SHAW FAMILY ENDOWMENT FUND
C/O SCOTT BARLEY

26-0476590

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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)				
NEW YORK COLLEGE OF PODIATRIC MEDICINE 53 E 124TH ST NEW YORK, NY 10035		170(B)(1) (A)(II)	GENERAL	5,000.
NEW YORK EYE AND EAR INFIRMARY 310 E 14TH ST NEW YORK, NY 10003		170(B)(1) (A)(III)	RESEARCH FUND	10,000.
NEW YORK PRESBYTERIAN HOSPITAL 525 E 68TH STREET, BOX 156 NEW YORK, NY 10021		170(B)(1) (A)(III)	RESEARCH FUND	20,000.
NEW YORK PRESBYTERIAN HOSPITAL - WEILL CORNELL MEDICAL CENTER 525 E 68TH STREET, BOX 156 NEW YORK, NY 10021		170(B)(1) (A)(III)	RESEARCH FUND	15,000.
PROSTATE CANCER FOUNDATION 1250 4TH STREET SANTA MONICA, CA 90401		509(A)(1)	GENERAL	100,000.
REGENTS OF THE UNIVERSITY OF CALIFORNIA 10920 WILSHIRE BLVD, SUITE 620 LOS ANGELES, CA 90024			RESEARCH FUND	25,000.
THE SCRIPPS RESEARCH INSTITUTE 10550 NORTH TORREY PINES ROAD LA JOLLA, CA 92037		170(B)(1) (A)(III)	GENERAL	25,000.
SHELBYNE FARMS 1611 HARBOR RD SHELBYNE, VT 05482		509(A)(2)	GENERAL	500.
SPEYER LEGACY SCHOOL 211 W 61ST NEW YORK, NY 10038		170(B)(1) (A)(II)	GENERAL	10,000.
STEPHEN WISE FREE SYNAGOGUE 30 W 68TH STREET, ROOM 401 NEW YORK, NY 10023		170(B)(1) (A)(I)	KULANU PROGRAM	10,000.
Total from continuation sheets				

THE SHAW FAMILY ENDOWMENT FUND
C/O SCOTT BARLEY

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Part XV | Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
STEPHEN WISE FREE SYNAGOGUE 30 W 68TH STREET, ROOM 401 NEW YORK, NY 10023		170(B)(1) (A)(I)	GENERAL	100,000.
SUMMER ON THE HILL, INC. 4440 TIBBETT AVENUE RIVERDALE, NY 10471		170(B)(1) (A)(VI)	GENERAL	10,000.
THE SYMPHONY SPACE INC 2537 BROADWAY NEW YORK, NY 10025		170(B)(1) (A)(VI)	GENERAL	10,000.
STANFORD UNIVERSITY BOARD OF TRUSTEES OF THE LELAND STANFORD JUNIOR UNIV 3145 PORTER DR PALO ALTO, CA 94304		170(B)(1) (A)(II)	GENERAL	1,000,000.
THE POSSIBILITY PROJECT 17045 JERSEY ST GRANADA HILLS, CA 91344			GENERAL	1,000.
THE TRUSTEES OF PRINCETON UNIVERSITY 701 CARNEGIE CENTER, OFFICE OF THE TREASURER PRINCETON, NJ 08540		170(B)(1) (A)(II)	GENERAL	1,000,000.
TRUSTEES OF COLUMBIA UNIVERSITY 615 WEST 131ST STREET, 4TH FLOOR M NEW YORK, NY 10027		170(B)(1) (A)(II)	RESEARCH FUND	15,000.
TRUSTEES OF COLUMBIA UNIVERSITY 615 WEST 131ST STREET, 4TH FLOOR M NEW YORK, NY 10027		170(B)(1) (A)(II)	CENTER FOR COMPUTATIONAL BIOLOGY AND BIOINFORMATICS	150,000.
TRUSTEES OF COLUMBIA UNIVERSITY 615 WEST 131ST STREET, 4TH FLOOR M NEW YORK, NY 10027		170(B)(1) (A)(II)	RESEARCH FUND	5,000.
UNIVERSITY OF CALIFORNIA SAN FRANCISCO FOUNDATION 220 MONTGOMERY STREET, 5TH FLOOR SAN FRANCISCO, CA 94104		170(B)(1) (A)(IV)	UCSF HOUSE CALLS PROGRAM	50,000.
Total from continuation sheets				

THE SHAW FAMILY ENDOWMENT FUND
C/O SCOTT BARLEY

26-0476590

Part XV | Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
UNIVERSITY OF CALIFORNIA SAN FRANCISCO FOUNDATION 220 MONTGOMERY STREET, 5TH FLOOR SAN FRANCISCO, CA 94104		170(B)(1) (A)(IV)	RESEARCH FUND	10,000.
UNION SETTLEMENT ASSOCIATION, INC 237 EAST 104TH STREET NEW YORK, NY 10029		170(B)(1) (A)(VI)	GENERAL	2,500.
URBAN PATHWAYS, INC 575 EIGHTH AVENUE, 9TH FLOOR NEW YORK, NY 10018		170(B)(1) (A)(VI)	GENERAL	5,000.
USC SHOAH FOUNDATION INSTITUTE 650 W 35TH ST, #114 LOS ANGELES, CA 90089		170(B)(1) (A)(II)	GENERAL	5,000.
VERMONT LAW SCHOOL PO BOX 96 S ROYALTON, VT 05068		170(B)(1) (A)(II)	GENERAL	25,000.
WEILL CORNELL MEDICAL COLLEGE 100 BROADWAY, 8TH FLOOR NEW YORK, NY 10005		170(B)(1) (A)(II)	RESEARCH FUND	15,000.
WEILL CORNELL MEDICAL COLLEGE 100 BROADWAY, 8TH FLOOR NEW YORK, NY 10005		170(B)(1) (A)(II)	RESEARCH FUND	10,000.
WEILL CORNELL MEDICAL COLLEGE 100 BROADWAY, 8TH FLOOR NEW YORK, NY 10005		170(B)(1) (A)(II)	RESEARCH FUND	40,000.
WESTCHESTER INSTITUTE FOR HUMAN DEVELOPMENT 322 CEDARWOOD HALL VALHALLA, NY 10595		170(B)(1) (A)(VI)	COMMUNITY SUPPORT PROGRAMS	5,000.
WESTCHESTER JEWISH COMMUNITY SERVICES INC 845 NORTH BROADWAY WHITE PLAINS, NY 10603		170(B)(1) (A)(VI)	PROJECT SEED	10,000.
Total from continuation sheets				

THE SHAW FAMILY ENDOWMENT FUND
C/O SCOTT BARLEY

26-0476590

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

THE SHAW FAMILY ENDOWMENT FUND
C/O SCOTT BARLEY

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Part XV Supplementary Information

3 Grants and Contributions Approved for Future Payment (Continuation)

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	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	
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					
4 Dividends and interest from securities			14	61,054.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	3,764.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a <u>NONDIVIDEND DISTRIBUTION</u>					
b <u>- COHEN & STEERS SELECT</u>					
c <u>UTIL FUND</u>			01		
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0.		64,818.	0.
13 Total. Add line 12, columns (b), (d), and (e) (See worksheet in line 13 instructions to verify calculations)			13		64,818.

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)
N/A	

Schedule B(Form 990, 990-EZ,
or 990-PF)Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

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

OMB No 1545-0047

2011**Name of the organization**THE SHAW FAMILY ENDOWMENT FUND
C/O SCOTT BARLEY**Employer identification number**

26-0476590

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 foundationCheck 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).

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

Name of organization

THE SHAW FAMILY ENDOWMENT FUND
C/O SCOTT BARLEY

Employer identification number

26-0476590

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	DAVID E. SHAW C/O SCOTT BARLEY, 120 W. 45TH STREET, FL 39 NEW YORK, NY 10036	\$ 40,007,975.	<input checked="" type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II if there is a noncash contribution.)</small>
		\$ _____	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II if there is a noncash contribution.)</small>
		\$ _____	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II if there is a noncash contribution.)</small>
		\$ _____	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II if there is a noncash contribution.)</small>
		\$ _____	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II if there is a noncash contribution.)</small>
		\$ _____	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II if there is a noncash contribution.)</small>
		\$ _____	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II if there is a noncash contribution.)</small>
		\$ _____	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II if there is a noncash contribution.)</small>

Name of organization

THE SHAW FAMILY ENDOWMENT FUND
C/O SCOTT BARLEY

Employer identification number

26-0476590

Part II Noncash Property (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$ _____	_____

Name of organization

Employer identification number

THE SHAW FAMILY ENDOWMENT FUND
C/O SCOTT BARLEY

26-0476590

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.) ► \$ _____*
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	

FORM 990-PF

DIVIDENDS AND INTEREST FROM SECURITIES

STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
VANGUARD	3,764.	3,764.	0.
VANGUARD	61,054.	0.	61,054.
TOTAL TO FM 990-PF, PART I, LN 4	64,818.	3,764.	61,054.

FORM 990-PF

ACCOUNTING FEES

STATEMENT 2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	7,850.	3,925.		3,925.
TO FORM 990-PF, PG 1, LN 16B	7,850.	3,925.		3,925.

FORM 990-PF

TAXES

STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES PAID	3,262.	3,262.		0.
TO FORM 990-PF, PG 1, LN 18	3,262.	3,262.		0.

FORM 990-PF

OTHER EXPENSES

STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
NYS DEPARTMENT OF LAW INCISIVE MEDIA	250. 125.	0. 0.		250. 125.
TO FORM 990-PF, PG 1, LN 23	375.	0.		375.

FORM 990-PF

OTHER INVESTMENTS

STATEMENT 5

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
VANGUARD - EMERGING MARKETS STOCK INDEX ADMIRAL FUND	COST	1,256,406.	940,178.
VANGUARD - INTERNATIONAL EXPLORER FUND	COST	325,268.	236,451.
COHEN & STEERS - SELECT UTILITY FUND	COST	275,600.	158,000.
ALLIANCE BERNSTEIN - GLOBAL HIGH INCOME FUND	COST	114,650.	126,822.
TOTAL TO FORM 990-PF, PART II, LINE 13		1,971,924.	1,461,451.

FORM 990-PF

OTHER ASSETS

STATEMENT 6

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
DIVIDENDS ACCRUED BUT NOT PAID	0.	3,777.	3,777.
TO FORM 990-PF, PART II, LINE 15	0.	3,777.	3,777.

FORM 990-PF

PART XV - LINE 1A
LIST OF FOUNDATION MANAGERS

STATEMENT 7

NAME OF MANAGER

DAVID E. SHAW
BETH K. SHAW

Application for Extension of Time To File an Exempt Organization Return

► 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	Name of exempt organization or other filer, see instructions. THE SHAW FAMILY ENDOWMENT FUND C/O SCOTT BARLEY	Employer identification number (EIN) or X 26-0476590
File by the due date for filing your return. See instructions	Number, street, and room or suite no. If a P.O. box, see instructions. 120 WEST 45TH STREET, 39TH FLOOR	Social security number (SSN) <input type="checkbox"/>
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. NEW YORK, NY 10036	

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

SCOTT BARLEY

- The books are in the care of ► **120 WEST 45TH STREET, 39TH FLOOR - NEW YORK, NY 10036**
- Telephone No. ► **(212) 478-0726** 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 **AUGUST 15, 2012**, to file the exempt organization return for the organization named above. The extension

is for the organization's return for:

► calendar year **2011** or

► tax year beginning , and ending .

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	\$	1,156.
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	\$	1,501.
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.

LHA For Privacy Act and Paperwork Reduction Act Notice, see Instructions.

Form 8868 (Rev. 1-2012)

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only Part II and check this box ►

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

- If you are filing for an **Automatic 3-Month Extension**, complete only Part I (on page 1).

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

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 THE SHAW FAMILY ENDOWMENT FUND C/O SCOTT BARLEY	Employer identification number (EIN) or X 26-0476590
	Number, street, and room or suite no. If a P.O. box, see instructions. 120 WEST 45TH STREET, 39TH FLOOR	Social security number (SSN) <input type="text"/>
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. NEW YORK, NY 10036	

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.

SCOTT BARLEY

- The books are in the care of ► **120 WEST 45TH STREET, 39TH FLOOR - NEW YORK, NY 10036**
Telephone No. ► **(212) 478-0726** 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 **NOVEMBER 15, 2012**.

5 For calendar year **2011**, or other tax year beginning , and ending .

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

ADDITIONAL INFORMATION IS NEEDED TO FILE A COMPLETE AND ACCURATE RETURN

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	\$	576.
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	\$	1,501.
c Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	\$	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 ► *Jeremy M. Bodd* Title ► PREPARER

Date ► **3/15/2012**

Form 8868 (Rev. 1-2012).