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Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2011

For calendar year 2011, or tax year beginning 01-01-2011 , and ending 12-31-2011

G Check all that apply

☐ Initial return

☐ Initial return of a former public charity

☐ Final return

☐ Amended return

☐ Address change

☐ Name change

Name of foundation
SAUL SCHOTTENSTEIN FOUNDATION C
C/O ARSHOT INVESTMENT CORPORATION

A Employer identification number
27-0167574

Number and street (or P O box number if mail is not delivered to street address)
107 S HIGH ST - 3RD FLOOR

Room/suite

B Telephone number (see page 10 of the instructions)
(614) 463-9730

City or town, state, and ZIP code
COLUMBUS, OH 43215

C If exemption application is pending, check here ☐

H Check type of organization ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

D 1. Foreign organizations, check here ☐

2. Foreign organizations meeting the 85% test, check here and attach computation ☐

I Fair market value of all assets at end of year (from Part II, col. (c), line 16)
\$ 6,170,671

J Accounting method ☐ Cash ☒ Accrual
☐ Other (specify)
(Part I, column (d) must be on cash basis.)

E If private foundation status was terminated under section 507(b)(1)(A), check here ☐

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	2,800			
	2 Check ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	16,420	16,420	16,420	
	4 Dividends and interest from securities.	23,372	23,372	23,372	
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10 	80,432			
	b Gross sales price for all assets on line 6a _____ 217,928				
	7 Capital gain net income (from Part IV , line 2)				
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule) 	621	621	621	
	12 Total. Add lines 1 through 11	123,645	40,413	40,413	
	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule).				
	b Accounting fees (attach schedule). 	1,789	447	447	1,342
	c Other professional fees (attach schedule) 	62,458	15,958	15,958	46,500
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions) 	677	477	477	200
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule). 	611	611	611	
	24 Total operating and administrative expenses.				
	Add lines 13 through 23	65,535	17,493	17,493	48,042
	25 Contributions, gifts, grants paid	318,259			318,259
	26 Total expenses and disbursements. Add lines 24 and 25	383,794	17,493	17,493	366,301
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-260,149			
	b Net investment income (if negative, enter -0-)		22,920		
	c Adjusted net income (if negative, enter -0-)			22,920	

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Form **990-PF** (2011)

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	1,460,662	5,181,230	5,181,230
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ 116,728 Less allowance for doubtful accounts ▶ _____	85,132	116,728	116,728
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)	3,464,591		
	b	Investments—corporate stock (attach schedule)	297,115	367,101	539,836
	c	Investments—corporate bonds (attach schedule).			
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	332,538	332,877	332,877
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
Liabilities	15	Other assets (describe ▶ _____)			
	16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	5,640,038	5,997,936	6,170,671
	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
Net Assets or Fund Balances	22	Other liabilities (describe ▶ _____)		62,000	
	23	Total liabilities (add lines 17 through 22)		62,000	
		Foundations that follow SFAS 117, check here ▶ ☒ and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted	5,640,038	5,935,939	
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☐ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances (see page 17 of the instructions)	5,640,038	5,935,939	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	5,640,038	5,997,939	

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	5,640,038
2	Enter amount from Part I, line 27a	2	-260,149
3	Other increases not included in line 2 (itemize) ▶ _____	3	556,050
4	Add lines 1, 2, and 3	4	5,935,939
5	Decreases not included in line 2 (itemize) ▶ _____	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 . .	6	5,935,939

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				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
a				
b				
c				
d				
e				
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	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8		3	

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 page 18 of the instructions before making any entries			
(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2010	322,571	6,122,423	0 052687
2009	260,212	5,953,086	0 043710
2008			
2007			
2006			
2 Total of line 1, column (d).			2 0 096397
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 0 048199
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5.			4 5,888,450
5 Multiply line 4 by line 3.			5 283,817
6 Enter 1% of net investment income (1% of Part I, line 27b).			6 229
7 Add lines 5 and 6.			7 284,046
8 Enter qualifying distributions from Part XII, line 4.			8 366,301
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 on page 18			

Part VIExcise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the 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		1	229
c		All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2		Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	
3		Add lines 1 and 2.		3	229
4		Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	
5		Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		5	229
6		Credits/Payments			
a		2011 estimated tax payments and 2010 overpayment credited to 2011	6a		
b		Exempt foreign organizations—tax withheld at source	6b		
c		Tax paid with application for extension of time to file (Form 8868)	6c	825	
d		Backup withholding erroneously withheld	6d		
7		Total credits and payments Add lines 6a through 6d.		7	825
8		Enter any penalty for underpayment of estimated tax Check here ☐ if Form 2220 is attached		8	
9		Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	
10		Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.		10	596
11		Enter the amount of line 10 to be Credited to 2012 estimated tax 596	Refunded	11	

Part VII-AStatements 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	No
		1a		No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?			No
	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.			
c	Did the foundation file Form 1120-POL for this year?	1c		
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation \$ (2) On foundation managers \$			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.	2		No
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	3		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) OH			
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 .	8b		No
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 on page 27)? If "Yes," complete Part XIV	9		No
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		No

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 page 20 of the instructions).	11		No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ARSHOT@ARSHOT.COM	13	Yes	
14	The books are in care of THOMAS H SCHOTTENSTEIN TRUSTEE Telephone no (614) 463-9730 Located at 107 S HIGH ST - 3RD FLOOR 3RD FLOOR COLUMBUS OH ZIP+4 43215			
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.			
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?	15		
	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

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

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No		
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No		
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions).	☐ Yes ☒ No		
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No		
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here.	☒	5b	
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? <i>If "Yes," attach the statement required by Regulations section 53.4945–5(d).</i>	☐ Yes ☐ No		
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? <i>If "Yes" to 6b, file Form 8870.</i>		6b	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?		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 (see page 22 of the instructions).				
(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
THOMAS H SCHOTTENSTEIN 	PRESIDENT	0	0	0
C/O ARSHOT INVESTMENT CORPORATION 107 S HIGH ST - 3RD FLOOR COLUMBUS, OH 43215	25 00			
2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
Total number of other employees paid over \$50,000.				

Part VIII

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

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE".		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
THOMAS H SCHOTTENSTEIN TRUSTEE 	MANAGEMENT	62,000
107 S HIGH ST - 3RD FLOOR		
COLUMBUS, OH 43215		
Total number of others receiving over \$50,000 for professional services. 		

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	
2	
3	
4	

Part IX-B

Summary of Program-Related Investments (see page 23 of the instructions)

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	
All other program-related investments See page 24 of the instructions	
3	
Total. Add lines 1 through 3. 	

Part X

Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the 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	2,657,176
b	Average of monthly cash balances.	1b	3,320,946
c	Fair market value of all other assets (see page 24 of the instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	5,978,122
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	
2	Acquisition indebtedness applicable to line 1 assets.	2	
3	Subtract line 2 from line 1d.	3	5,978,122
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions).	4	89,672
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	5,888,450
6	Minimum investment return. Enter 5% of line 5.	6	294,423

Part XI

Distributable Amount (see page 25 of the 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	294,423
2a	Tax on investment income for 2011 from Part VI, line 5.	2a	229
b	Income tax for 2011 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	229
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	294,194
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	294,194
6	Deduction from distributable amount (see page 25 of the instructions).	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	294,194

Part XII

Qualifying Distributions (see page 25 of the 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	366,301
b	Program-related investments—total from Part IX-B.	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	366,301
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions).	5	229
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	366,072
Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years			

Part XIII

Undistributed Income (see page 26 of the instructions)

		(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1	Distributable amount for 2011 from Part XI, line 7				294,194
2	Undistributed income, if any, as of the end of 2011				
a	Enter amount for 2010 only.				
b	Total for prior years 20____, 20____, 20____				
3	Excess distributions carryover, if any, to 2011				
a	From 2006.				
b	From 2007.				
c	From 2008.				
d	From 2009.				160,864
e	From 2010.				17,398
f	Total of lines 3a through e.	178,262			
4	Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 366,301				
a	Applied to 2010, but not more than line 2a				
b	Applied to undistributed income of prior years (Election required—see page 26 of the instructions)				
c	Treated as distributions out of corpus (Election required—see page 26 of the instructions). . .				
d	Applied to 2011 distributable amount.				294,194
e	Remaining amount distributed out of corpus	72,107			
5	Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6	Enter the net total of each column as indicated below:				
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5	250,369			
b	Prior years' undistributed income Subtract line 4b from line 2b.				
c	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d	Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions . . .				
e	Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions				
f	Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011.				0
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions).				
8	Excess distributions carryover from 2006 not applied on line 5 or line 7 (see page 27 of the instructions).				
9	Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a.	250,369			
10	Analysis of line 9				
a	Excess from 2007. . . .				
b	Excess from 2008. . . .				
c	Excess from 2009. . . .				160,864
d	Excess from 2010. . . .				17,398
e	Excess from 2011. . . .				72,107

Part XIVPrivate Operating Foundations (see page 27 of the instructions and Part VII-A, question 9)

1a

If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2011, enter the date of the ruling.

b

Check box to indicate whether the organization is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

☐ 4942(j)(3) or ☐ 4942(j)(5)

2a

Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

Tax year	Prior 3 years				(e) Total
(a) 2011	(b) 2010	(c) 2009	(d) 2008		
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 XVSupplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see page 27 of the 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))

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

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 page 28 of the 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

THOMAS H SCHOTTENSTEIN TRUSTEE
107 S HIGH ST - 3RD FLOOR
COLUMBUS, OH 43215
(614) 463-9730

b

The form in which applications should be submitted and information and materials they should include

COPY OF FEDERAL TAX EXEMPTION LETTER SHOWING THAT THE REQUESTING ORGANIZATION IS EXEMPT AS A IRC SECTION 501(C)3 ORGANIZATION LETTER DETAILING PROPOSED USE OF ANY FUNDS AWARDED UPON APPROVEL OF THE GRANT REQUEST THE ORGANIZATION WILL AGREE THAT ANY FUNDS NOT USED FOR THE INTENDED PURPOSE OF THE GRANT WILL BE RETURNED THE ORGANIZATION WILL PROVIDE A FOLLOW UP LETTER AND/OR REPORT FOR THE PERIOD(S) IN WHICH THE GRANT WAS EXPENDED

c

Any submission deadlines

NONE

d

Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors

SEE APPLICATION FORMAT AND REQUIRED CONTENTS COMMENTS

Form 990-PF (2011)

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 See Additional Data Table				
Total			3a	318,259
b Approved for future payment				
Total			3b	

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
		(a) Business code	(b) Amount	(c) Exclusion 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					16,420
4	Dividends and interest from securities. . . .					23,372
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					80,432
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory. .					
11	Other revenue a <u>AMERICAN EXPRESS REBATE</u>					621
b	_____					
c	_____					
d	_____					
e	_____					
12	Subtotal. Add columns (b), (d), and (e). .					120,845
13	Total. Add line 12, columns (b), (d), and (e).					120,845

[illegible]

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. (2) Other assets. b Other transactions (1) Sales of assets to a noncharitable exempt organization. (2) Purchases of assets from a noncharitable exempt organization. (3) Rental of facilities, equipment, or other assets. (4) Reimbursement arrangements. (5) Loans or loan guarantees. (6) Performance of services or membership or fundraising solicitations. c Sharing of facilities, equipment, mailing lists, other assets, or paid employees. 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		Yes	No
	1a(1)		No
	1a(2)		No
	1b(1)		No
	1b(2)		No
	1b(3)		No
	1b(4)		No
	1b(5)		No
1b(6)		No	
	1c		No

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

Sign Here	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 or fiduciary) is based on all information of which preparer has any knowledge				
	*****			2012-11-11	*****
	Signature of officer or trustee			Date	Title
	Paid Preparer's Use Only	Preparer's Signature JAMES A LANDAKER CPA		Date 2012-11-13	Check if self-employed ☒
		Firm's name LANDAKER & ASSOCIATES INC			Firm's EIN
128 W COUNTY LINE RD STE D					
Firm's address WESTERVILLE, OH 43082			Phone no (614) 899-1101		

May the IRS discuss this return with the preparer shown above? See instructions ☐ Yes ☒ No

Additional Data

Software ID:
Software Version:
EIN: 27-0167574
Name: SAUL SCHOTTENSTEIN FOUNDATION C
C/O ARSHOT INVESTMENT CORPORATION

Form 990PF - Special Condition Description:

Special Condition Description

Form 990PF Part XV Line 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				
COLUMBUS COMMUNITY KOLLEL 2501 E MAIN ST COLUMBUS, OH 43209	NONE	COMPLETED	GENERAL OPERATIONS	24,256
TORAH SCHOOLS FOR ISRAEL40 EXCHANGE PL NEWYORK CITY,NY 10005	NONE	COMPLETED	GENERAL OPERATIONS	2,500
CONGREGATION KHAL YERIM 1771 S TAYLOR RD CLEVELAND HEIGHTS, OH 44118	NONE	COMPLETED	GENERAL OPERATIONS	5,492
CENTRAL COMMITTEE KNESSETH ISRAEL5014 16 AVE PMB203 BROOKLYN, NY 11204	NONE	COMPLETED	GENERAL OPERATIONS	1,250
UNITED LUBAVITCHER YESHIVOTH841-853 OCEAN PKWY BROOKLYN, NY 11230	NONE	COMPLETED	GENERAL OPERATIONS	3,000
MOSDOS OHR HATORAH1508 WARRENSVILLE CNT RD CLEVELAND, OH 44121	NONE	COMPLETED	GENERAL OPEARTIONS	1,500
BRIT YOSEF YITZCHAK OF AMERICA INC2901 STERLING RD SUITE 203 FT LAUDERDALE, FL 33312	NONE	COMPLETED	GENERAL OPERATIONS	9,880
CHABAD OF LONG ISLAND CITY47-31 VERNON BLVD LONG ISLAND CITY, NY 11101	NONE	COMPLETED	GENERAL OPERATIONS	5,400
TORAS CHESED INC421 SIXTH ST LAKEWOOD, NJ 08701	NONE	COMPLETED	GENERAL OPERATIONS	4,400
CONGREGATION OSEH TZEDOKO VOCHESED4310 6TH AVE BROOKLYN, NY 11204	NONE	COMPLETED	GENERAL OPERATIONS	462
YESHIVA OHR ELCHONON CHABAD7215 WARING AVE LOS ANGELES, CA 90046	NONE	COMPLETED	GENERAL OPERATIONS	6,100
CONGREGATION ZICHRON AVOT 2119 79TH ST BROOKLYN, NY 11214	NONE	COMPLETED	GENERAL OPERATIONS	19,800
COLEL CHABAD806 EASTERN PKWY BROOKLYN, NY 11213	NONE	COMPLETED	GENERAL OPERATIONS	10,440
CHABAD OF WASHINGTON HEIGHTS50 OVERLOOK TERR SUITE BBCC NEWYORK CITY, NY 10033	NONE	COMPLETED	GENERAL OPERATIONS	3,600
MANHATTEN HIGH SCHOOL FOR GIRLSLENOX HILL STATION P O BOX 1966 NEWYORK CITY, NY 10021	NONE	COMPLETED	GENERAL OPERATIONS	1,800
AGUDATH ISRAEL OF ILLINOIS3542 WEST PETERSON AVE CHICAGO, IL 60659	NONE	COMPLETED	GENERAL OPERATIONS	2,700
EDUCATIONAL INSTITUTE OHOLEI TORAH667 EASTERN PKWY BROOKLYN, NY 11213	NONE	COMPLETED	GENERAL OPERATIONS	1,000
K'HAL YEREIM1771 S TAYLOR RD CLEVELAND HEIGHTS, OH 44118	NONE	COMPLETED	GENERAL OPERATIONS	180
NEVE YERUSHALAYIM COLLEGE1 BEIT YITZCHOK ST POB 43016 HAR NOF JERUSALEM, ISRAEL IS	NONE	COMPLETED	GENERAL OPERATIONS	90
AMERICAN FRIENDS OF LEVUSH MALCHUS1860 OCEAN PKWY SUITE 1-H BROOKLYN, NY 11223	NONE	COMPLETED	GENERAL OPERATIONS	108
PEYLIM LEV L'ACHIM1034 E 12TH ST BROOKLYN, NY 11230	NONE	COMPLETED	GENERAL OPERATIONS	1,800
AGUDATH ISRAEL OF BALTIMORE6200 PARK HEIGHTS AVE BALTIMORE, MD 21215	NONE	COMPLETED	GENERAL OPERATIONS	360
AMERICAN FRIENDS OF KINDNESS & CHARITY405 AVENUE F BROOKLYN, NY 11218	NONE	COMPLETED	GENERAL OPERATIONS	720
AMERICAN FRIENDS OF MICKANE MEIR INC1274 49TH ST BROOKLYN, NY 112193011	NONE	COMPLETED	GENERAL OPERATIONS	558
AMERICAN FRIENDS OF YAD ELIEZER1102 EAST 26TH ST BROOKLYN, NY 11210	NONE	COMPLETED	GENERAL OPERATIONS	1,800
AMERICAN FRIENDS OF YAD L'ACHIM579 5TH AVE NEWYORK CITY, NY 10017	NONE	COMPLETED	GENERAL OPERATIONS	540
CHABAD OF SOUTH ORLANDO 7508 UNIVERSAL BLVD ORLANDO, FL 32819	NONE	COMPLETED	GENERAL OPERATIONS	1,500
CHABAD IN THE HILLS1016 CORY AVE BEVERLY HILLS, CA 90069	NONE	COMPLETED	GENERAL OPERATIONS	3,600
CHOFETZ CHAIM HERITAGE FOUNDATION361 SPOOK ROCK ROAD SUFFERN, NY 10901	NONE	COMPLETED	GENERAL OPERATIONS	750
CHOFETZ CHAIM YESHIVA82 HIGHVIEWRTOAD SUFFERN, NY 10901	NONE	COMPLETED	GENERAL OPERATIONS	306

Form 990PF Part XV Line 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				
GREAT CHARITY CHAYE OLAM5 BEEKMAN 423 NEW YORK CITY,NY 10038	NONE	COMPLETED	GENERAL OPERATIONS	360
GUARD YOUR EYES CORP3918 FALLSTAFF RD BALTIMORE,MD 21215	NONE	COMPLETED	GENERAL OPERATIONS	17,200
HEIHAL HATALMUD247 EAST BROADWAY NEW YORK CITY,NY 10002	NONE	COMPLETED	GENERAL OPERATIONS	234
INSTITUTE FOR DAYANIMC/O MR M GREENES 25625 SOUTHFIELD RD107 SOUTHFIELD,MI 48075	NONE	COMPLETED	GENERAL OPERATIONS	1,800
JIMY - JERUSALEM INSTITUTE MACKON YERUSHALAIMHERZL BLVD 14 HEAD OFFIC PO BOX 100 JERUSALEM,ISRAEL 91000 IS	NONE	COMPLETED	GENERAL OPERATIONS	5,400
MIKVAH SOCIETY1223 COLLEGE AVE COLUMBUS,OH 43209	NONE	COMPLETED	GENERAL OPERATIONS	504
OHEL MIRIAM1574 45TH STREET BROOKLYN,NY 112191628	NONE	COMPLETED	GENERAL OPERATIONS	126
RABBINICAL COLLEGE OF AMERICA226 SUSSEX AVE PO BOX 1996 MORRISTOWN,NJ 079621996	NONE	COMPLETED	GENERAL OPERATIONS	5,400
TEP - TZEDAKA ENHANCEMENT PROJECT25274 SOUTHWOOD DRIVE SOUTHFIELD,MI 48075	NONE	COMPLETED	GENERAL OPERATIONS	3,876
TZEDAKAH V'CHESED236 WEST 23RD ST NEW YORK CITY,NY 10011	NONE	COMPLETED	GENERAL OPERATIONS	54
US FRIENDS OF YAD EZAHPO BOX 7199 JERUSALEM,ISRAEL 91071 IS	NONE	COMPLETED	GENERAL OPERATIONS	1,000
UNITED TALMUDICAL ACADEMY OF KIRYASPO BOX 477 MONROE,NY 10950	NONE	COMPLETED	GENERAL OPERATIONS	2,800
WEST COAST VA AD HACHESED7200 BEVERLY BLVD LOS ANGELES,CA 900362537	NONE	COMPLETED	GENERAL OPERATIONS	216
YAD CHESEDPO BOX 35916 BRIGHTON,MA 02135	NONE	COMPLETED	GENERAL OPERATIONS	180
YAD EZRA22850 11 MILE RD BERKLEY,MI 480723039	NONE	COMPLETED	GENERAL OPERATIONS	3,017
YAGDIL TORAH383 KINGSTON AVE ROOM 188 BROOKLYN,NY 11213	NONE	COMPLETED	GENERAL OPERATIONS	270
YESHIVA BETH MOSHE930 HICKORY ST SCRANTON,PA 18505	NONE	COMPLETED	GENERAL OPERATIONS	630
AHACAS CHESSED GROUPC/O PINCHAS HOROWITZ 1255 43TH ST - APT2A BROOKLYN,NY 11219	NONE	COMPLETED	GENERAL OPERATIONS	180
AISH HATORAH313 WEST 83RD ST NEW YORK CITY,NY 10024	NONE	COMPLETED	GENERAL OPERATIONS	108
ALEPH INSTITUTE9540 COLLINS AVE SURFSIDE,FL 33154	NONE	COMPLETED	GENERAL OPERATIONS	7,200
AMERICAN FRIENDS OF MAYANOT450 WEST 33RD ST 11TH FLOOR NEW YORK CITY,NY 10001	NONE	COMPLETED	GENERAL OPERATIONS	10,000
AMERICAN YEDIDIM120 ALAN COURT LAKEWOOD,NJ 08701	NONE	COMPLETED	GENERAL OPERATIONS	125
ANSHE MAMAD222 LIVINGSTON AVE NEW BRUNSWICK,NJ 08901	NONE	COMPLETED	GENERAL OPERATIONS	380
BAIS MENACHEM1005 NE 172ND TERRACE NORTH MIAMI BEACH,FL 33162	NONE	COMPLETED	GENERAL OPERATIONS	180
BEIS MIDRASH L'NOSHIM UBANOS1274 49TH ST BROOKLYN,NY 11210	NONE	COMPLETED	GENERAL OPERATIONS	750
BNOS MENACHEM SCHOOL FOR GIRLS739 EAST NEW YORK AVE BROOKLYN,NY 11203	NONE	COMPLETED	GENERAL OPERATIONS	2,500
CHABAD LUBAVITCH OF STAMFORD AND SOUTHERN CONNECTICUT18 CEIL ROAD TRUMBULL,CT 066113419	NONE	COMPLETED	GENERAL OPERATIONS	570
CHABAD LUBAVICH OF NORTHERN VA3939 PRINCE WILLIAM DR FAIRFAX,VA 22031	NONE	COMPLETED	GENERAL OPERATIONS	10,000
CHABAD OF PROSPECT HEIGHTS AND FORT GREENE340 STERLING PL BROOKLYN,NY 11238	NONE	COMPLETED	GENERAL OPERATIONS	3,600
CHABADORG770 EASTERN PARKWAY BROOKLYN,NY 11213	NONE	COMPLETED	GENERAL OPERATIONS	500

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
CHAYENU1526 UNION ST BROOKLYN,NY 11213	NONE	COMPLETED	GENERAL OPERATIONS	2,110
CHESED L'AVROHOM6550 N TROY AVE CHICAGO,IL 60659	NONE	COMPLETED	GENERAL OPERATIONS	34,200
CHEVRAS AHAVAS ISRAEL313 W 83RD ST NEW YORK CITY,NY 10024	NONE	COMPLETED	GENERAL OPERATIONS	2,500
CHICAGO CHESED FUND7045 N RIDGEWAY LINCOLNWOOD,IL 60712	NONE	COMPLETED	GENERAL OPERATIONS	1,000
CHILD LIFE SOCIETY1347 43RD ST BROOKLYN,NY 11219	NONE	COMPLETED	GENERAL OPERATIONS	900
CINCINNATI HEBREW DAY SCHOOL2222 LOSANTIVILLE AVE CINCINNATI,OH 45237	NONE	COMPLETED	GENERAL OPERATIONS	600
COLUMBUS TORAH ACADEMY181 NOE BIXBT RD COLUMBUS,OH 43213	NONE	COMPLETED	GENERAL OPERATIONS	510
CONGREGATION BENEI YAKOV 1742 E 7TH ST BROOKLYN,NY 11223	NONE	COMPLETED	GENERAL OPERATIONS	2,000
CONGREGATION BINYAN YERUSHALAIM770 EASTERN PARKWAY BROOKLYN,NY 11213	NONE	COMPLETED	GENERAL OPERATIONS	54
CONGREGATION LEVI YITZCHOK 365 N LA BREA AVE LOS ANGELES,CA 90048	NONE	COMPLETED	GENERAL OPERATIONS	252
CONGREGATION AHAVAS SHOLOM2568 E BROAD ST COLUMBUS,OH 43209	NONE	COMPLETED	GENERAL OPERATIONS	33,932
CONGREGATION BETH HATFILAH 1437 49TH ST BROOKLYN,NY 11219	NONE	COMPLETED	GENERAL OPERATIONS	2,180
DETROIT TEACHERS SEMINARY 17100 W TEN MILE RD SOUTHFIELD,MI 48075	NONE	COMPLETED	GENERAL OPERATIONS	180
DIASPORA YESHIVA TORAS ISRAEL662 LEFFERTS AVE BROOKLYN,NY 11203	NONE	COMPLETED	GENERAL OPERATIONS	250
EZER YOLDOT4310 16TH ST BROOKLYN,NY 11204	NONE	COMPLETED	GENERAL OPERATIONS	1,800
EZRAT ISRAEL INC806 EASTERN PARKWAY BROOKLYN,NY 11213	NONE	COMPLETED	GENERAL OPERATIONS	3,618
FRIENDS OF BIKUR CHOLIM EZRAT ACHIM INC5014 16TH AVE 283 BROOKLYN,NY 11204	NONE	COMPLETED	GENERAL OPERATIONS	5,760
FRIENDS OF HATZUAH DAKOM 1271 45TH ST BROOKLYN,NY 11219	NONE	COMPLETED	GENERAL OPERATIONS	180
GALPERIN EMERGENCY FUND CHABAD OF SOUTHERN OHIO 1636 SUMMIT RD CINCINNATI,OH 45287	NONE	COMPLETED	GENERAL OPERATIONS	900
HATZOLAH DAROM1271 45TH ST BROOKLYN,NY 11219	NONE	COMPLETED	GENERAL OPERATIONS	180
KAHAL BAIS YITZCHOK D'SPINKA 188-190-192 KEAP ST BROOKLYN,NY 11211	NONE	COMPLETED	GENERAL OPERATIONS	554
KEREN ACHIM18 ORCHARD HILL DR MONEY,NY 10952	NONE	COMPLETED	GENERAL OPERATIONS	72
KEREN PEVLOS816 EASTERN PARKWAY BROOKLYN,NY 11213	NONE	COMPLETED	GENERAL OPERATIONS	5,000
KNESSET YEHUDA1218 E 13TH ST BROOKLYN,NY 11230	NONE	COMPLETED	GENERAL OPERATIONS	500
LEWV MALKA INCC/O M ROSENFELD 5308 13TH AVE PMB 161 BROOKLYN,NY 11214	NONE	COMPLETED	GENERAL OPERATIONS	252
MERKAZ HATORAH YACHEL YISROEL1301 47TH ST BROOKLYN,NY 11219	NONE	COMPLETED	GENERAL OPERATIONS	180
MOSDOT BAAL HASADEH95 DIVISION AVE BROOKLYN,NY 11211	NONE	COMPLETED	GENERAL OPERATIONS	90
NORTH AMERICAN FRIENDS OF ELKAPETZ INSTITUTION5300 N BRAESWOOD SUITE 370 HOUSTON,TX 770963317	NONE	COMPLETED	GENERAL OPERATIONS	125
NALLIE'S CATWALK FOR KIDS INC 8177 PALMER RD REYNOLDSBURG,OH 43068	NONE	COMPLETED	GENERAL OPERATIONS	100
OHOLEI TORAH667 EASTERN PARKWAY BROOKLYN,NY 11213	NONE	COMPLETED	GENERAL OPERATIONS	6,280

Form 990PF Part XV Line 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				
OHR SHALOM VCHESD JERUSALEM1160 47TH ST BROOKLYN,NY 11219	NONE	COMPLETED	GENERAL OPERATIONS	1,090
ORA - THE ORGANIZATION FOR THE RESOLUTION OF AGUNOT551 W 181 ST NEW YORK CITY,NY 10033	NONE	COMPLETED	GENERAL OPERATIONS	1,000
SCHOTTENSTEIN CHABAD HOUSE 6220 E DUBLIN-GRANVILLE NEWALBANY,OH 43054	NONE	COMPLETED	GENERAL OPERATIONS	3,600
SHOMREI EMUNIM6221 GREENSPRINGS AVE BALTIMORE,MD 21209	NONE	COMPLETED	GENERAL OPERATIONS	180
THE SHUL9540 COLLINS AVE SURFSIDE,FL 33154	NONE	COMPLETED	GENERAL OPERATION	1,800
TIKVAH LAYELED FOUNDATION 587 5TH AVE BASEMENT NEW YORK CITY,NY 100171921	NONE	COMPLETED	GENERAL OPERATIONS	90
TORAS CHACHOM CHARITABLE FOUNDATION1419 47TH ST BROOKLYN,NY 11219	NONE	COMPLETED	GENERAL OPERATIONS	126
UNITED JEWISH CHILDREN'S FUND 445 MAST HOPE PLANK RD LACKAWAXEN,PA 18435	NONE	COMPLETED	GENERAL OPERATIONS	750
UNITED NATIONS WATCH AMERICAN FRIEND OF UN WATCH THE JACOB BLAUSTEIN BUILD 165 E 56TH ST NEW YORK CITY,NY 10022	NONE	COMPLETED	GENERAL OPERATIONS	250
WEZ CHARITY FUND236 W 23RD ST NEW YORK CITY,NY 10011	NONE	COMPLETED	GENERAL OPERATIONS	180
YAD ELIEZER (AMERICAN FRIENDS OF YAD ELIEZER1102 E 26TH ST BROOKLYN,NY 11210	NONE	COMPLETED	GENERAL OPERATIONS	3,600
YWSHIVA BAIS YEHUDAHPO BOX 2044 SOUTHFIELD,MI 48037	NONE	COMPLETED	GENERAL OPERATIONS	1,000
YESHIVA GEDOLAH RABBINICAL INSTITUTE OF NEW ENGLAND292 NORTON STREET NEW HAVEN,CT 06511	NONE	COMPLETED	GENERAL OPERATIONS	260
YESHIVA GEDOLAH ATERAS MORDECHAI OF DETROIT24600 GREENFIELD RD OAK PARK,MI 48237	NONE	COMPLETED	GENERAL OPERATIONS	1,000
YESHIVA HEICHAL HATORAH3332 RICHMOND AVE STATEN ISLAND,NY 10312	NONE	COMPLETED	GENERAL OPERATIONS	72
YESHIVA MEKOR HATORAH1761 E 7TH ST BROOKLYN,NY 11223	NONE	COMPLETED	GENERAL OPERATIONS	1,800
YESHIVA MINCHAS ELUZAR1417 49TH ST BROOKLYN,NY 11219	NONE	COMPLETED	GENERAL OPERATIONS	150
Total  3a				318,259

TY 2011 Accounting Fees Schedule

Name: SAUL SCHOTTENSTEIN FOUNDATION C
C/O ARSHOT INVESTMENT CORPORATION

EIN: 27-0167574

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LANDAKER & ASSOCIATRES, INC - CP	1,789	447	447	1,342

TY 2011 Compensation Explanation

Name: SAUL SCHOTTENSTEIN FOUNDATION C
C/O ARSHOT INVESTMENT CORPORATION
EIN: 27-0167574

Person Name	Explanation
THOMAS H SCHOTTENSTEIN	

TY 2011 Contractor Compensation Explanation

Name: SAUL SCHOTTENSTEIN FOUNDATION C
C/O ARSHOT INVESTMENT CORPORATION

EIN: 27-0167574

Contractor	Explanation
THOMAS H SCHOTTENSTEIN TRUSTEE	TRUSTEE FEE

**TY 2011 Explanation of Non-Filing
with Attorney General Statement**

Name: SAUL SCHOTTENSTEIN FOUNDATION C
C/O ARSHOT INVESTMENT CORPORATION

EIN: 27-0167574

Statement: NOT REQUIRED - VERIFICATION OF FORM 990PF FILING IS ALL
THAT IS REQUIRED BY STATE OF OHIO.

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2011 Gain/Loss from Sale of Other Assets Schedule

Name: SAUL SCHOTTENSTEIN FOUNDATION C
C/O ARSHOT INVESTMENT CORPORATION

EIN: 27-0167574

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
82 941 SHARES INVESCO BAL RISK FD	2011-09	PURCHASE	2011-11		1,006	987			19	
10836 104 SHARES FEDERATED PRUDENT	2011-09	PURCHASE	2011-12		4,744	5,481			-737	
84 SHARES PROSHARES SHORT FIN FD	2011-09	PURCHASE	2011-11		3,281	3,744			-463	
29 SHARES PRO SHARES SHORT QQQ	2011-09	PURCHASE	2011-10		1,019	976			43	
28 SHARES PRO SHARES SHORT QQQ	2011-09	PURCHASE	2011-10		984	943			41	
3 SHARES PRO SHARES SHORT QQQ	2011-09	PURCHASE	2011-10		105	101			4	
100 SHARES PRO SHARES SHORT RUSSELL	2011-09	PURCHASE	2011-11		3,141	3,525			-384	
5000 SHARES RETAIL VENTURES	2011-02	PURCHASE	2011-04		93,382	59,525			33,857	
2175 SHARES DSW, INC	2011-02	PURCHASE	2011-07		110,266	59,714			50,552	
PDG MANUFACTURING	2010-07	PURCHASE	2011-01			2,500			-2,500	

**TY 2011 Investments Corporate
Stock Schedule**

Name: SAUL SCHOTTENSTEIN FOUNDATION C
C/O ARSHOT INVESTMENT CORPORATION

EIN: 27-0167574

Name of Stock	End of Year Book Value	End of Year Fair Market Value
6,559 SHS CONOPHILLIPS	301,405	477,954
VARIOUS CORP. (9) COMMON STOCKS	11,207	11,782
VARIOUS ETF'S (8)	26,800	24,565
VARIOUS MUTUAL FUNDS (5)	27,689	25,535

TY 2011 Investments - Other Schedule

Name: SAUL SCHOTTENSTEIN FOUNDATION C
C/O ARSHOT INVESTMENT CORPORATION

EIN: 27-0167574

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
PDG MANUFACTURING, LLC	AT COST		
LNL, LLC	AT COST	8,000	8,000
SFD INVESTMENTS, LLC	AT COST	5,982	5,982
MODIFIED SINGLE PREMIUM UNIVERSAL			
LIFE POLICIES	AT COST	318,895	318,895

TY 2011 Other Expenses Schedule**Name:** SAUL SCHOTTENSTEIN FOUNDATION C

C/O ARSHOT INVESTMENT CORPORATION

EIN: 27-0167574

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
BANK CHARGES	611	611	611	

TY 2011 Other Income Schedule

Name: SAUL SCHOTTENSTEIN FOUNDATION C
C/O ARSHOT INVESTMENT CORPORATION

EIN: 27-0167574

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
AMERICAN EXPRESS REBATE	621	621	621

TY 2011 Other Increases Schedule

Name: SAUL SCHOTTENSTEIN FOUNDATION C
C/O ARSHOT INVESTMENT CORPORATION
EIN: 27-0167574

Description	Amount
ASSETS CONTRIBUTED BY GRANTOR	556,050

TY 2011 Other Liabilities Schedule

Name: SAUL SCHOTTENSTEIN FOUNDATION C
C/O ARSHOT INVESTMENT CORPORATION

EIN: 27-0167574

Description	Beginning of Year - Book Value	End of Year - Book Value
TRUSTEE FEE PAYABLE		62,000

**TY 2011 Other Notes/Loans
Receivable Short Schedule**

Name: SAUL SCHOTTENSTEIN FOUNDATION C
C/O ARSHOT INVESTMENT CORPORATION

EIN: 27-0167574

Name of 501(c)(3) Organization	Balance Due
COLUMBUS TORAH SCHOOLS INC	96,400
DR MIRVIS LOAN	10,328
CONG AHAVAS SHOLOM LOAN	8,000
AHUVA MORRIS	2,000

TY 2011 Other Professional Fees Schedule**Name:** SAUL SCHOTTENSTEIN FOUNDATION C

C/O ARSHOT INVESTMENT CORPORATION

EIN: 27-0167574

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TRUSTEE FEE	62,000	15,500	15,500	46,500
MORGAN STANLEY - AGENCY FEES	359	359	359	
OTHER ADMINISTRATIVE FEES	99	99	99	

TY 2011 Taxes Schedule

Name: SAUL SCHOTTENSTEIN FOUNDATION C
C/O ARSHOT INVESTMENT CORPORATION

EIN: 27-0167574

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OHIO CHARITIBLE REGISTRATION FEE	200			200
FOREIGN TAXES ON DIVIDENDS	3	3	3	
FEDERAL EXCISE TAX	474	474	474	