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

2011

Department of the Treasury
Internal Revenue Service

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

For calendar year 2011 or tax year beginning

, and ending

Name of foundation THE EISNER FOUNDATION, INC.		A Employer identification number 95-4607191
Number and street (or P O box number if mail is not delivered to street address) 9401 WILSHIRE BLVD.		B Telephone number 310-777-3636
City or town, state, and ZIP code BEVERLY HILLS, CA 90212		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> Foreign organizations meeting the 85% test, 2. check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 119,975,817. (Part I, column (d) must be on cash basis.)		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____		

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		5,000.		N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		222.	222.		STATEMENT 1
4 Dividends and interest from securities		2,514,218.	2,510,656.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		3,619,098.			
b Gross sales price for all assets on line 6a 25,582,908.					
7 Capital gain net income (from Part IV, line 2)			3,661,311.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income		2,133.	15,409.		STATEMENT 3
12 Total. Add lines 1 through 11		6,140,671.	6,187,598.		
13 Compensation of officers, directors, trustees, etc		276,667.	27,667.		221,333.
14 Other employee salaries and wages		200,350.	3,085.		135,600.
15 Pension plans, employee benefits					
16a Legal fees STMT 4		60,000.	42,000.		6,000.
b Accounting fees					
c Other professional fees STMT 5		823,185.	790,107.		24,996.
17 Interest		200,027.	197,036.		0.
18 Taxes STMT 6		108,937.	83,974.		22,034.
19 Depreciation and depletion		37,311.	0.		
20 Occupancy		73,687.	18,228.		42,661.
21 Travel, conferences, and meetings		25,757.	0.		25,757.
22 Printing and publications		1,262.	0.		631.
23 Other expenses STMT 7		139,674.	10,792.		95,158.
24 Total operating and administrative expenses. Add lines 13 through 23		1,946,857.	1,172,889.		574,170.
25 Contributions, gifts, grants paid		7,067,813.			7,067,813.
26 Total expenses and disbursements. Add lines 24 and 25		9,014,670.	1,172,889.		7,641,983.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		<2,873,999.>			
b Net investment income (if negative, enter -0-)			5,014,709.		
c Adjusted net income (if negative, enter -0-)				N/A	

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LHA For Paperwork Reduction Act Notice, see instructions.

Form 990-PF (2011)

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing		400,159.	20,870.	20,870.
	2	Savings and temporary cash investments		156,906.	230,528.	230,528.
	3	Accounts receivable ▶ 23,317.				
		Less: allowance for doubtful accounts ▶		50,276.	23,317.	23,317.
	4	Pledges receivable ▶				
		Less: allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons				
	7	Other notes and loans receivable ▶				
		Less: allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments - U.S. and state government obligations				
		b Investments - corporate stock				
		c Investments - corporate bonds				
11	Investments - land, buildings, and equipment basis ▶					
	Less: accumulated depreciation ▶					
12	Investments - mortgage loans					
13	Investments - other STMT 8		123,463,359.	120,982,460.	119,513,771.	
14	Land, buildings, and equipment basis ▶ 269,590.					
	Less: accumulated depreciation STMT 9 ▶ 178,951.		138,160.	90,639.	90,639.	
15	Other assets (describe ▶ STATEMENT 10)		96,692.	96,692.	96,692.	
16	Total assets (to be completed by all filers)		124,305,552.	121,444,506.	119,975,817.	
Liabilities	17	Accounts payable and accrued expenses			13,504.	
	18	Grants payable		1,551,667.	1,443,333.	
	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)		1,551,667.	1,456,837.	
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		122,753,885.	119,987,669.	
	30	Total net assets or fund balances		122,753,885.	119,987,669.	
31	Total liabilities and net assets/fund balances		124,305,552.	121,444,506.		

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	122,753,885.
2	Enter amount from Part I, line 27a	2	<2,873,999.>
3	Other increases not included in line 2 (itemize) ▶ GRANTS PAYABLE	3	108,333.
4	Add lines 1, 2, and 3	4	119,988,219.
5	Decreases not included in line 2 (itemize) ▶ NON DEDUCTIBLE CHARITY (QUID PRO QUO)	5	550.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	119,987,669.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a				
b SEE ATTACHED STATEMENTS				
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e 25,582,908.		21,963,810.	3,619,098.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) 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			3,619,098.

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	3,619,098.
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	7,099,370.	123,299,975.	.057578
2009	6,916,468.	110,757,487.	.062447
2008	6,804,212.	138,102,027.	.049269
2007	6,614,495.	152,143,820.	.043475
2006	6,392,538.	136,922,671.	.046687

2 Total of line 1, column (d)	2	.259456
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	.051891
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	127,168,537.
5 Multiply line 4 by line 3	5	6,598,903.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	50,147.
7 Add lines 5 and 6	7	6,649,050.
8 Enter qualifying distributions from Part XII, line 4	8	7,641,983.

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.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		1	50,147.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		2	0.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		3	50,147.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
3 Add lines 1 and 2		5	50,147.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		6a	193,243.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		6b	
6 Credits/Payments:		6c	
a 2011 estimated tax payments and 2010 overpayment credited to 2011		6d	
b Exempt foreign organizations - tax withheld at source		7	193,243.
c Tax paid with application for extension of time to file (Form 8868)		8	
d Backup withholding erroneously withheld		9	
7 Total credits and payments. Add lines 6a through 6d		10	143,096.
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached		11	0.
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 <input checked="" type="checkbox"/> 143,096. Refunded <input type="checkbox"/>			

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input checked="" type="checkbox"/> \$ 0. (2) On foundation managers. <input checked="" type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input checked="" type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	X	
b If "Yes," has it filed a tax return on Form 990-T for this year?	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> CA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► WWW.EISNERFOUNDATION.ORG	13	X	
14	The books are in care of ► IRWIN RUSSELL, ESQ. Telephone no. ► 310-777-3636 Located at ► 9401 WILSHIRE BLVD., SUITE 760, BEVERLY HILLS, CA ZIP+4 ► 90212			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A	
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No
				X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	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
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 ►	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If "Yes," did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011)	N/A	3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?		4b
		X

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

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

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

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

X

If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

7b

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

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
SEE STATEMENT 11		276,667.	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
CATHY CHOI - 9401 WILSHIRE BLVD., SUITE 760, BEVERLY HILLS, CA 90212	DIRECTOR OF PROGRAMS	107,500.	0.	0.
GABRIELLA STUMPF - 9401 WILSHIRE BLVD., SUITE 760, BEVERLY HILLS, CA	GRANTS ADMINISTRATOR	62,000.	0.	0.
ELIZABETH BONNET - 9401 WILSHIRE BLVD., SUITE 760, BEVERLY HILLS, CA	BOOKKEEPER	30,850.	0.	0.

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.

	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
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	127,965,068.
b	Average of monthly cash balances	1b	929,398.
c	Fair market value of all other assets	1c	210,648.
d	Total (add lines 1a, b, and c)	1d	129,105,114.
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	129,105,114.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	1,936,577.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	127,168,537.
6	Minimum investment return. Enter 5% of line 5	6	6,358,427.

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	6,358,427.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	50,147.
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	50,147.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	6,308,280.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	6,308,280.
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	6,308,280.

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	7,641,983.
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	7,641,983.
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	50,147.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	7,591,836.

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Form 990-PF (2011)

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				6,308,280.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			4,353,121.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2011:				
a From 2006				
b From 2007				
c From 2008				
d From 2009				
e From 2010				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2011 from Part XII, line 4: ▶ \$ 7,641,983.				
a Applied to 2010, but not more than line 2a			4,353,121.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2011 distributable amount				3,288,862.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				3,019,418.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2007				
b Excess from 2008				
c Excess from 2009				
d Excess from 2010				
e Excess from 2011				

Part 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	400 SHS APACHE CORP	P	12/31/10	01/28/11
b	500 SHS PARAXAIR INC.	P	12/31/10	05/10/11
c	1,900 SHS MOLEX INC. CL	P	01/07/11	10/24/11
d	500 SHS TEVA PHARMACEUTICAL INDS LTD.	P	12/31/10	12/05/11
e	1,000 SHS TEVA PHARMACEUTICAL INDS LTD.	P	01/04/11	12/05/11
f	200 SHS TEVA PHARMACEUTICAL INDS LTD.	P	01/07/11	12/05/11
g	300 SHS TEVA PHARMACEUTICAL INDS LTD.	P	01/11/11	12/05/11
h	1,900 COMCAST CORP CL A (SP)	P	12/31/10	12/07/11
i	AG GECC PPIF HOLDINGS, L.P. (NET CAPITAL GAIN PFI	P	VARIOUS	VARIOUS
j	18.99 SHS AG MORTGAGE VALUE PARTNERS, LTD. (CLASS	P	04/01/11	07/29/11
k	51.59 SHS AG REDI, LTD. (CLASS CS - APR 11 SERIES	P	03/31/11	10/31/11
l	FIDUCIARY TRUST (PAYDEN HIGH INCOME FUND - LTCG D	P	VARIOUS	VARIOUS
m	307,339.450 SHS PIMCO TOTAL RETURN FUND	P	VARIOUS	03/16/11
n	340,599.455 SHS PIMCO TOTAL RETURN FUND	P	VARIOUS	04/27/11
o	22,603.978 SHS PIMCO TOTAL RETURN FUND	P	VARIOUS	06/06/11

(e) Gross sales price		(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	44,675.		47,851.	<3,176.>
b	52,479.		47,695.	4,784.
c	37,354.		36,791.	563.
d	19,975.		25,872.	<5,897.>
e	39,952.		52,568.	<12,616.>
f	7,990.		10,830.	<2,840.>
g	11,985.		16,128.	<4,143.>
h	43,629.		39,316.	4,313.
i	23,442.			23,442.
j	19,533.		18,990.	543.
k	50,000.		51,590.	<1,590.>
l	15,911.			15,911.
m	3,350,000.		3,301,269.	48,731.
n	3,750,000.		3,675,244.	74,756.
o	250,000.		243,946.	6,054.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			<3,176.>
b			4,784.
c			563.
d			<5,897.>
e			<12,616.>
f			<2,840.>
g			<4,143.>
h			4,313.
i			23,442.
j			543.
k			<1,590.>
l			15,911.
m			48,731.
n			74,756.
o			6,054.

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)

If (loss), enter "-0-" in Part I, line 8

3

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	81,595.648	SHS PIMCO TOTAL RETURN FUND		P	VARIOUS	06/13/11
b	54,347.826	SHS PIMCO TOTAL RETURN FUND		P	VARIOUS	07/14/11
c	13,586.957	SHS PIMCO TOTAL RETURN FUND		P	VARIOUS	08/11/11
d	18,970.190	SHS PIMCO TOTAL RETURN FUND		P	VARIOUS	08/18/11
e	27,149.321	SHS PIMCO TOTAL RETURN FUND		P	VARIOUS	09/02/11
f	73,385.519	SHS PIMCO EMERGING LOCAL BOND FUND		P	VARIOUS	12/08/11
g	39,643.211	SHS PIMCO EMERGING LOCAL BOND FUND		P	VARIOUS	12/22/11
h	71,862.908	SHS DODGE & COX INTERNATIONAL STOCK FU		P	VARIOUS	06/14/11
i	22,030.516	SHS DODGE & COX INTERNATIONAL STOCK FU		P	VARIOUS	09/08/11
j	4,349.514	SHS GMO STRATEGIC OPPORTUNITIES ALLOCAI		P	VARIOUS	01/31/11
k	182,384.744	SHS GMO STRATEGIC OPPORTUNITIES ALLOC		P	VARIOUS	03/31/11
l		GMO MULTI-STRATEGY FUND (OFFSHORE), L.P.		P	05/31/06	04/01/11
m		GMO MULTI-STRATEGY FUND (OFFSHORE), L.P.		P	05/31/06	04/18/11
n	206,746.458	SHS DPT LARGE CAP GROWTH FUND		P	VARIOUS	03/16/11
o		CAPITAL INTERNATIONAL EMERGING MARKETS GROWTH FUN		P	VARIOUS	VARIOUS

(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 900,000.		880,593.	19,407.
b 600,000.		586,562.	13,438.
c 150,000.		146,651.	3,349.
d 210,000.		204,756.	5,244.
e 300,000.		293,052.	6,948.
f 750,000.		769,878.	<19,878.>
g 400,000.		415,892.	<15,892.>
h 2,600,000.		2,709,102.	<109,102.>
i 675,015.		830,511.	<155,496.>
j 88,426.		92,150.	<3,724.>
k 3,777,188.		3,864,040.	<86,852.>
l 1,374,680.		685,018.	689,662.
m 68,591.		34,180.	34,411.
n 1,937,214.		1,895,936.	41,278.
o 124,070.			124,070.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			19,407.
b			13,438.
c			3,349.
d			5,244.
e			6,948.
f			<19,878.>
g			<15,892.>
h			<109,102.>
i			<155,496.>
j			<3,724.>
k			<86,852.>
l			689,662.
m			34,411.
n			41,278.
o			124,070.

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).
If (loss), enter "-0-" in Part I, line 8

3

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	36.77 SHS AG MORTGAGE VALUE PARTNERS, LTD. (CLASS	P	09/01/09	07/29/11
b	18.651 SHS ALLEN GLOBAL PARTNERS OFFSHORE	P	12/31/09	01/07/11
c	0.173 SHS SHS ALLEN GLOBAL PARTNERS OFFSHORE	P	12/31/09	02/08/11
d	18.447 SHS ALLEN GLOBAL PARTNERS OFFSHORE	P	12/31/09	04/11/11
e	16.876 SHS ALLEN GLOBAL PARTNERS OFFSHORE	P	12/31/09	07/07/11
f	1.202 SHS ALLEN GLOBAL PARTNERS OFFSHORE	P	12/31/09	07/18/11
g	16.053 SHS ALLEN GLOBAL PARTNERS OFFSHORE	P	12/31/09	10/05/11
h	1.664 SHS ALLEN GLOBAL PARTNERS OFFSHORE	P	12/31/09	10/20/11
i	63.755986 SHS CLAREN ROAD CREDIT FUND, LTD. (CLAS	P	09/30/09	01/24/11
j	14.663877 SHS CLAREN ROAD CREDIT FUND, LTD. (CLAS	P	09/30/09	04/01/11
k	14.370599 SHS CLAREN ROAD CREDIT FUND, LTD. (CLAS	P	09/30/09	07/01/11
l	14.083186 SHS CLAREN ROAD CREDIT FUND, LTD. (CLAS	P	09/30/09	10/03/11
m	ADAGE CAPITAL MANAGEMENT, L.P. (STCG)	P	VARIOUS	VARIOUS
n	ADAGE CAPITAL MANAGEMENT, L.P. (LTCG)	P	VARIOUS	VARIOUS
o	ADAGE CAPITAL MANAGEMENT, L.P. (SECTION 1256)	P	VARIOUS	VARIOUS

(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 51,742.		36,770.	14,972.
b 20,000.		18,651.	1,349.
c 185.		173.	12.
d 19,944.		18,447.	1,497.
e 18,000.		16,876.	1,124.
f 1,282.		1,202.	80.
g 16,000.		16,053.	<53.>
h 1,658.		1,664.	<6.>
i 85,813.		80,000.	5,813.
j 20,293.		18,400.	1,893.
k 20,323.		18,032.	2,291.
l 20,437.		17,671.	2,766.
m		75,276.	<75,276.>
n 875,784.			875,784.
o 9,825.			9,825.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			14,972.
b			1,349.
c			12.
d			1,497.
e			1,124.
f			80.
g			<53.>
h			<6.>
i			5,813.
j			1,893.
k			2,291.
l			2,766.
m			<75,276.>
n			875,784.
o			9,825.

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).

If (loss), enter "-0-" in Part I, line 8

3

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 AG CORE PLUS REALTY FUND III, L.P. (SECTION 1256)	P	VARIOUS	VARIOUS
b AG REALTY FUND III, L.P. (LTCG)	P	VARIOUS	VARIOUS
c AG REALTY FUND III, L.P. (UBTI - SECTION 1231)	P	VARIOUS	VARIOUS
d BREVET CAPITAL SPECIAL OPPORTUNITY FUND III, L.P.	P	VARIOUS	VARIOUS
e CAPITAL GUARDIAN INTL NON-US EQUITIES (STCG)	P	VARIOUS	VARIOUS
f CAPITAL GUARDIAN INTL NON-US EQUITIES (LTCG)	P	VARIOUS	VARIOUS
g CAPITAL GUARDIAN INTL NON-US EQUITIES (SECTION 12	P	VARIOUS	VARIOUS
h CHILTON GLOBAL NATURAL RESOURCES PARTNERS, L.P. (	P	VARIOUS	VARIOUS
i CHILTON GLOBAL NATURAL RESOURCES PARTNERS, L.P. (	P	VARIOUS	VARIOUS
j CHILTON GLOBAL NATURAL RESOURCES PARTNERS, L.P. (	P	VARIOUS	VARIOUS
k CHILTON GLOBAL NATURAL RESOURCES PARTNERS, L.P. (	P	VARIOUS	VARIOUS
l CHILTON GLOBAL NATURAL RESOURCES PARTNERS, L.P. (	P	VARIOUS	VARIOUS
m CHILTON GLOBAL NATURAL RESOURCES PARTNERS, L.P. (	P	VARIOUS	VARIOUS
n DAVIDSON KEMPNER INSTITUTIONAL PARTNERS, L.P. (ST	P	VARIOUS	VARIOUS
o DAVIDSON KEMPNER INSTITUTIONAL PARTNERS, L.P. (LT	P	VARIOUS	VARIOUS

(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 19.			19.
b 202,733.			202,733.
c 4,696.			4,696.
d 3,204.			3,204.
e 24,678.			24,678.
f 250,606.			250,606.
g		16,565.	<16,565.>
h		354,731.	<354,731.>
i		33,887.	<33,887.>
j 213,173.			213,173.
k 20,364.			20,364.
l		19,889.	<19,889.>
m		1,900.	<1,900.>
n 154,816.			154,816.
o 68,411.			68,411.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(i) 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			19.
b			202,733.
c			4,696.
d			3,204.
e			24,678.
f			250,606.
g			<16,565.>
h			<354,731.>
i			<33,887.>
j			213,173.
k			20,364.
l			<19,889.>
m			<1,900.>
n			154,816.
o			68,411.

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) If (loss), enter "-0-" in Part I, line 8 }	3	

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	DAVIDSON KEMPNER INSTITUTIONAL PARTNERS, L.P. (SE	P	VARIOUS	VARIOUS
b	FARALLON CAPITAL INSTITUTIONAL PARTNERS, L.P. (ST	P	VARIOUS	VARIOUS
c	FARALLON CAPITAL INSTITUTIONAL PARTNERS, L.P. (LT	P	VARIOUS	VARIOUS
d	FARALLON CAPITAL INSTITUTIONAL PARTNERS, L.P. (SE	P	VARIOUS	VARIOUS
e	GC 2009 MEZZANINE PARTNERS, L.P. (STCG)	P	VARIOUS	VARIOUS
f	HIGHFIELDS CAPITAL IV, L.P. (STCG)	P	VARIOUS	VARIOUS
g	HIGHFIELDS CAPITAL IV, L.P. (LTCG)	P	VARIOUS	VARIOUS
h	HIGHFIELDS CAPITAL IV, L.P. (SECTION 1256)	P	VARIOUS	VARIOUS
i	HIGHFIELDS CAPITAL IV, L.P. (UBTI - SECTION 1231)	P	VARIOUS	VARIOUS
j	HIRZEL CAPITAL FUND, L.P. (STCG)	P	VARIOUS	VARIOUS
k	HIRZEL CAPITAL FUND, L.P. (LTCG)	P	VARIOUS	VARIOUS
l	KAYNE ANDERSON MEZZANINE PARTNERS (QP), L.P. (LTC	P	VARIOUS	VARIOUS
m	KING STREET CAPITAL, L.P. (STCG)	P	VARIOUS	VARIOUS
n	KING STREET CAPITAL, L.P. (LTCG)	P	VARIOUS	VARIOUS
o	KING STREET CAPITAL, L.P. (SECTION 1256)	P	VARIOUS	VARIOUS

(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 3,476.			3,476.
b 12,471.			12,471.
c 403,799.			403,799.
d		4,567.	<4,567.>
e 12.			12.
f 224,654.			224,654.
g 449,313.			449,313.
h		35,030.	<35,030.>
i		32,603.	<32,603.>
j 65,294.			65,294.
k 16,350.			16,350.
l 911.			911.
m 60,119.			60,119.
n 7,086.			7,086.
o 13,439.			13,439.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			3,476.
b			12,471.
c			403,799.
d			<4,567.>
e			12.
f			224,654.
g			449,313.
h			<35,030.>
i			<32,603.>
j			65,294.
k			16,350.
l			911.
m			60,119.
n			7,086.
o			13,439.

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).

If (loss), enter "-0-" in Part I, line 8

3

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	LANDMARK EQUITY PARTNERS XIV, L.P. (STCG)	P	VARIOUS	VARIOUS
b	LANDMARK EQUITY PARTNERS XIV, L.P. (LTCG)	P	VARIOUS	VARIOUS
c	LANDMARK EQUITY PARTNERS XIV, L.P. (SECTION 1256)	P	VARIOUS	VARIOUS
d	LANDMARK EQUITY PARTNERS XIV, L.P. (UBTI - SECTION 1256)	P	VARIOUS	VARIOUS
e	PURCHASE ASSOCIATES, L.P. (LTCG)	P	VARIOUS	VARIOUS
f	WTC-CTF EMERGING MARKETS EQUITY (STCG)	P	VARIOUS	VARIOUS
g	WTC-CTF EMERGING MARKETS EQUITY (LTCG)	P	VARIOUS	VARIOUS
h	WTC-CTF REAL ASSET (STCG)	P	VARIOUS	VARIOUS
i	WTC-CTF REAL ASSET (LTCG)	P	VARIOUS	VARIOUS
j	WTC-CTF REAL ASSET (SECTION 1256)	P	VARIOUS	VARIOUS
k				
l				
m				
n				
o				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 553.			553.
b 57,930.			57,930.
c 29.			29.
d 1,118.			1,118.
e 29.			29.
f		169,012.	<169,012.>
g 299,047.			299,047.
h 24,565.			24,565.
i 138,379.			138,379.
j 28,239.			28,239.
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(i) 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			553.
b			57,930.
c			29.
d			1,118.
e			29.
f			<169,012.>
g			299,047.
h			24,565.
i			138,379.
j			28,239.
k			
l			
m			
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	3,619,098.
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

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Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction
1	FURNITURE & FIXTURES	123197200	DB	7.00	17	25,650.			25,650.	25,650.		0.
2	COMPUTER	091797200	DB	5.00	17	7,232.			7,232.	7,232.		0.
4	COMPUTER	061898200	DB	5.00	17	1,541.			1,541.	1,541.		0.
5	FURNITURE & FIXTURES	072198200	DB	7.00	17	4,749.			4,749.	4,749.		0.
6	FURNITURE & FIXTURES	092399200	DB	7.00	17	8,955.			8,955.	8,955.		0.
7	FURNITURE & FIXTURES	041900200	DB	7.00	17	731.			731.	731.		0.
8	FURNITURE & FIXTURES	070101200	DB	7.00	17	18,762.			18,762.	18,762.		0.
9	COMPUTER	032404200	DB	5.00	17	1,599.		800.	799.	799.		0.
20	COMPUTER	121106200	DB	5.00	17	1,048.			1,048.	948.		100.
31	FURNITURE & FIXTURES	060608200	DB	7.00	17	2,471.		1,236.	1,235.	695.		154.
32	COMPUTER	061808200	DB	5.00	17	4,803.		2,402.	2,401.	1,709.		277.
33	WEBSITE DEVELOPMENT	091908		180M	43	13,750.			13,750.	2,063.		917.
34	COMPUTER SOFTWARE	121608		36M	43	38,883.			38,883.	25,922.		12,961.
35	COMPUTER	021909200	DB	5.00	17	1,372.		686.	686.	357.		132.
36	COMPUTER	060109200	DB	5.00	17	1,519.		760.	759.	395.		146.
37	COMPUTER SOFTWARE	041409		36M	43	3,000.			3,000.	1,750.		1,000.
48	TELEPHONE SYSTEM	073110200	DB	5.00	17	3,699.			3,699.	740.		1,184.
49	FURNITURE & FIXTURES	073110200	DB	7.00	17	125,160.			125,160.	17,880.		30,651.

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(D) - Asset disposed

* ITC, Section 179, Salvage, Bonus, Commercial Revitalization Deduction

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Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction
60	FURNITURE & FIXTURES	01/21/11	1200DB	7.00	19C	2,841.		2,841.				2,841.
61	COMPUTER	03/02/11	1200DB	3.00	19A	1,826.		1,826.				1,826.
	* TOTAL 990-PF PG 1 DEPR & AMORT					269,591.		10,551.	259,040.	120,878.	0.	52,189.

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
FIDUCIARY TRUST	170.
FIDUCIARY TRUST (EAGLE CAPITAL)	48.
FRANCHISE TAX BOARD	3.
J.P. MORGAN	1.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	222.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
ADAGE CAPITAL MANAGEMENT, L.P. (DIVIDENDS)	259,632.	0.	259,632.
ADAGE CAPITAL MANAGEMENT, L.P. (INTEREST)	405.	0.	405.
AG CAPITAL RECOVERY PARTNERS V, L.P. (DIVIDENDS)	6,626.	0.	6,626.
AG CAPITAL RECOVERY PARTNERS V, L.P. (INTEREST)	31,993.	0.	31,993.
AG REALTY FUND III, L.P. (INTEREST)	80.	0.	80.
BREVET CAPITAL SPECIAL OPP. FUND III, L.P. (INTEREST)	74,229.	0.	74,229.
CAPITAL GUARDIAN INTL NON-US EQUITIES (DIVIDENDS)	122,058.	0.	122,058.
CAPITAL GUARDIAN INTL NON-US EQUITIES (INTEREST)	1.	0.	1.
CAPITAL INTERNATIONAL EMERGING MARKETS GROWTH FUND (DIVIDENDS)	68,478.	0.	68,478.
CHILTON GLOBAL NATURAL RESOURCES PARTNERS, L.P. (DIVIDENDS)	30,989.	0.	30,989.
CHILTON GLOBAL NATURAL RESOURCES PARTNERS, L.P. (INTEREST)	11,248.	0.	11,248.
DAVIDSON KEMPNER INSTITUTIONAL PARTNERS (DIVIDENDS)	6,888.	0.	6,888.
DAVIDSON KEMPNER INSTITUTIONAL PARTNERS (INTEREST)	134,465.	0.	134,465.
DAVIDSON KEMPNER LONG-TERM DISTRESSED OPPORTUNITIES INT'L, L.P. (INTEREST)	1,034.	0.	1,034.
DODGE & COX INTERNATIONAL STOCK FUND (DIVIDENDS)	95,443.	0.	95,443.
FARALLON CAPITAL INSTITUTIONAL PARTNERS, L.P. (DIVIDENDS)	49,532.	0.	49,532.

FARALLON CAPITAL INSTITUTIONAL PARTNERS, L.P. (INTEREST)	144,923.	0.	144,923.
FIDUCIARY TRUST COMPANY (EAGLE CAPITAL) (DIVIDENDS)	61,203.	0.	61,203.
FIDUCIARY TRUST COMPANY (PAYDEN HIGH INCOME FUND) (DIVIDENDS)	95,284.	0.	95,284.
GC 2009 MEZZANINE PARTNERS, L.P. (DIVIDENDS)	58,304.	0.	58,304.
GC 2009 MEZZANINE PARTNERS, L.P. (INTEREST)	1,594.	0.	1,594.
GMO U.S. QUALITY EQUITY FUND III (DIVIDENDS)	145,184.	0.	145,184.
GREYCROFT MANAGERS II, LLC (INTEREST)	171.	0.	171.
GREYCROFT PARTNERS II, L.P. (INTEREST)	129.	0.	129.
HIGHFIELDS CAPITAL IV, L.P. (DIVIDENDS)	73,354.	0.	73,354.
HIGHFIELDS CAPITAL IV, L.P. (INTEREST)	22,840.	0.	22,840.
HIRZEL CAPITAL FUND, L.P. (DIVIDENDS)	3,143.	0.	3,143.
HIRZEL CAPITAL FUND, L.P. (INTEREST)	140.	0.	140.
INSOLVE GLOBAL CREDIT FEEDER FUND I, L.P. (INTEREST)	5,981.	0.	5,981.
KAYNE ANDERSON MEZZANINE PARTNERS (QP)L.P. (DIVIDENDS)	978.	0.	978.
KAYNE ANDERSON MEZZANINE PARTNERS (QP)L.P. (INTEREST)	40,977.	0.	40,977.
KAYNE ANDERSON REAL ESTATE PARTNERS II QP, L.P. (INTEREST)	7.	0.	7.
KING STREET CAPITAL, L.P. (DIVIDENDS)	1,118.	0.	1,118.
KING STREET CAPITAL, L.P. (INTEREST)	44,580.	0.	44,580.
LANDMARK EQUITY PARTNERS XIV, L.P. (DIVIDENDS)	4,040.	0.	4,040.
LANDMARK EQUITY PARTNERS XIV, L.P. (INTEREST)	6,446.	0.	6,446.
NZC GUGGENHEIM FUND LIMITED (2009 DIVIDEND DISTRIBUTION)	138,593.	0.	138,593.
PIMCO EMERGING LOCAL BOND FUND (DIVIDENDS)	234,437.	0.	234,437.
PIMCO TOTAL RETURN FUND (DIVIDENDS)	310,882.	0.	310,882.
SG PARTNERS, L.P. (DIVIDENDS)	4,535.	0.	4,535.
SH GROUP I, L.P. (DIVIDENDS)	221.	0.	221.
SH GROUP I, L.P. (INTEREST)	51.	0.	51.
TD BANK, N.A. (GREYCROFT MANAGERS II LLC ESCROW) (INTEREST)	14.	0.	14.
VALUE CREDIT PARTNERS (OFFSHORE), L.P. (PFIC)	29,481.	0.	29,481.

WTC - CTF EMERGING MARKETS EQUITY (WELLINGTON TRUST CO.) (DIVIDENDS)	92,969.	0.	92,969.
WTC - CTF EMERGING MARKETS EQUITY (WELLINGTON TRUST CO.) (INTEREST)	133.	0.	133.
WTC - CTF REAL ASSET (WELLINGTON TRUST CO.) (DIVIDENDS)	60,924.	0.	60,924.
WTC - CTF REAL ASSET (WELLINGTON TRUST CO.) (INTEREST)	38,481.	0.	38,481.
TOTAL TO FM 990-PF, PART I, LN 4	2,514,218.	0.	2,514,218.

FORM 990-PF	OTHER INCOME	STATEMENT	3
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
BANK OF AMERICA (SECURITIES LITIGATION)	4,579.	4,579.	
FRANCHISE TAX BOARD (STATE TAX REFUND)	1,200.	0.	
AG CAPITAL RECOVERY PARTNERS II, L.P.	565.	565.	
AG GECC PPIF HOLDINGS, L.P. (PFIC)	109,318.	109,318.	
VALUE CREDIT PARTNERS (OFFSHORE), L.P. (PFIC)	25,032.	25,032.	
ADAGE CAPITAL MANAGEMENT, L.P. (SECTION 988)	<4,137.>	<4,137.>	
ADAGE CAPITAL MANAGEMENT, L.P. (OTHER PORTFOLIO)	<3,639.>	<3,639.>	
AG CAPITAL RECOVERY PARTNERS V, L.P. (SECTION 475(F))	<77,966.>	<77,966.>	
AG REALTY FUND III, L.P. (UBTI)	<18,706.>	0.	
BREVET CAPITAL SPECIAL OPPORTUNITY FUND III, L.P. (OTHER PORTFOLIO)	3,752.	3,752.	
CAPITAL GUARDIAN INTL NON-US EQUITIES (OTHER PORTFOLIO INCOME)	11,227.	11,227.	
CHILTON GLOBAL NATURAL RESOURCES PARTNERS, L.P.	<58.>	<58.>	
CHILTON GLOBAL NATURAL RESOURCES PARTNERS, L.P. (UBTI)	<5.>	0.	
CHILTON GLOBAL NATURAL RESOURCES PARTNERS, L.P. (SECTION 988)	<4,613.>	<4,613.>	
CHILTON GLOBAL NATURAL RESOURCES PARTNERS, L.P. (UBTI - SECTION 988)	<425.>	0.	
CHILTON GLOBAL NATURAL RESOURCES PARTNERS, L.P. (OTHER PORTFOLIO)	<15,902.>	<15,902.>	
CHILTON GLOBAL NATURAL RESOURCES PARTNERS, L.P. (UBTI - OTHER PORTFOLIO)	<1,465.>	0.	

DAVIDSON KEMPNER INSTITUTIONAL PARTNERS (UBTI)	3.	0.
DAVIDSON KEMPNER INSTITUTIONAL PARTNERS (SECTION 988)	<9,301.>	<9,301.>
DAVIDSON KEMPNER INSTITUTIONAL PARTNERS (OTHER PORTFOLIO)	892.	892.
FARALLON CAPITAL INSTITUTIONAL PARTNERS, L.P.	<8.>	<8.>
FARALLON CAPITAL INSTITUTIONAL PARTNERS, L.P. (SECTION 988)	8,829.	8,829.
FARALLON CAPITAL INSTITUTIONAL PARTNERS, L.P. (OTHER PORTFOLIO)	<30,119.>	<30,119.>
GC 2009 MEZZANINE PARTNERS, L.P. (OTHER PORTFOLIO)	277.	277.
HIGHFIELDS CAPITAL IV, L.P.	24,888.	24,888.
HIGHFIELDS CAPITAL IV, L.P. (UBTI)	<9,026.>	0.
HIGHFIELDS CAPITAL IV, L.P. (SECTION 988)	13,394.	13,394.
HIGHFIELDS CAPITAL IV, L.P. (OTHER PORTFOLIO)	<15,491.>	<15,491.>
HIRZEL CAPITAL FUND, L.P. (OTHER PORTFOLIO)	6,494.	6,494.
KAYNE ANDERSON MEZZANINE PARTNERS (QP)L.P. (UBTI)	<1,133.>	0.
KAYNE ANDERSON MEZZANINE PARTNERS (QP)L.P. (OTHER PORTFOLIO)	20.	20.
KING STREET CAPITAL, L.P. (UBTI)	17,477.	0.
KING STREET CAPITAL, L.P. (SECTION 988)	328.	328.
KING STREET CAPITAL, L.P. (OTHER PORTFOLIO)	<18,639.>	<18,639.>
LANDMARK EQUITY PARTNERS XIV, L.P. (UBTI)	706.	0.
LANDMARK EQUITY PARTNERS XIV, L.P. (OTHER PORTFOLIO)	241.	241.
SH GROUP I, L.P. (UBTI)	<1,902.>	0.
WTC-CTF EMERGING MARKETS EQUITY (SECTION 988)	<2,721.>	<2,721.>
WTC-CTF EMERGING MARKETS EQUITY (OTHER PORTFOLIO)	<10,857.>	<10,857.>
WTC-CTF REAL ASSET (SECTION 988)	<309.>	<309.>
WTC-CTF REAL ASSET (OTHER PORTFOLIO)	<667.>	<667.>
TOTAL TO FORM 990-PF, PART I, LINE 11	2,133.	15,409.

FORM 990-PF	LEGAL FEES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
LEGAL FEES	60,000.	42,000.		6,000.	
TO FM 990-PF, PG 1, LN 16A	60,000.	42,000.		6,000.	

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
INVESTMENT MANAGEMENT FEES	224,465.	224,465.		0.	
OTHER PROFESSIONAL FEES	25,273.	139.		24,996.	
DODGE & COX STOCK FUND FEE DEDUCTIONS - SUBJECT TO 2% (THRU SCHEDULE K-1'S)	15.	15.		0.	
OTHER DEDUCTIONS (THRU SCHEDULE K-1'S)	172,642.	172,642.		0.	
	400,790.	392,846.		0.	
TO FORM 990-PF, PG 1, LN 16C	823,185.	790,107.		24,996.	

FORM 990-PF	TAXES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
LOS ANGELES COUNTY TAXES	391.	0.		201.	
FOREIGN TAXES PAID (THRU SCHEDULE K-1'S)	81,245.	81,245.		0.	
PAYROLL TAXES	27,291.	2,729.		21,833.	
FRANCHISE TAX BOARD	10.	0.		0.	
TO FORM 990-PF, PG 1, LN 18	108,937.	83,974.		22,034.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
DUES & SUBSCRIPTIONS	11,000.	0.		11,000.	
PARKING EXPENSE	7,857.	1,571.		3,928.	
OFFICE EXPENSE	12,885.	2,577.		6,442.	
POSTAGE & SHIPPING	1,430.	0.		715.	
TELEPHONE EXPENSE	12,461.	2,492.		6,230.	
SUPPLIES	940.	188.		470.	
INSURANCE	35,355.	3,801.		27,489.	
WEBSITE EXPENSES	23,742.	0.		23,742.	
MEALS & ENTERTAINMENT	7,156.	0.		3,578.	
FEES & LICENSES	11,157.	0.		11,157.	
OTHER MISCELLANEOUS EXPENSES	813.	163.		407.	
AMORTIZATION	14,878.	0.		0.	
TO FORM 990-PF, PG 1, LN 23	139,674.	10,792.		95,158.	

FORM 990-PF	OTHER INVESTMENTS		STATEMENT	8
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE	
AG REALTY FUND III, L.P.	COST	234,203.	232,141.	
PURCHASE ASSOCIATES, L.P.	COST	<119,290.>	5,463.	
AG CAPITAL RECOVERY PARTNERS, L.P.	COST	0.	0.	
AG CAPITAL RECOVERY PARTNERS II, L.P.	COST	0.	0.	
DAVIDSON KEMPNER INSTITUTIONAL PARTNERS, L.P.	COST	3,984,585.	4,129,321.	
PIMCO TOTAL RETURN FUND	COST	6,159,015.	6,201,937.	
DODGE & COX INT'L STOCK FUND	COST	4,835,927.	3,773,346.	
CAPITAL GUARDIAN INTERNATIONAL NON-US EQUITIES	COST	5,104,475.	4,051,845.	
AG CORE PLUS REALTY FUND, L.P.	COST	543,816.	429,968.	
AG CORE PLUS REALTY FUND III, L.P.	COST	209,964.	205,980.	
WTC - CTF REAL ASSET (WELLINGTON TRUST CO.)	COST	6,670,297.	5,843,580.	
FARALLON CAPITAL INSTITUTIONAL PARTNERS, L.P.	COST	6,192,744.	5,626,846.	
DPT LARGE CAP - DELAWARE INVESTMENTS	COST	0.	0.	
GMO MULTI STRATEGY FUND (OFFSHORE) LP	COST	0.	0.	
GMO STRATEGIC OPPORTUNITES ALLOCATION	COST	0.	0.	

THE EISNER FOUNDATION, INC.

95-4607191

GMO US QUALITY EQUITY FUND III	COST	6,855,975.	7,869,406.
HIGHFIELDS CAPITAL MANAGEMENT, L.P.	COST	6,458,470.	6,205,977.
AG CAPITAL RECOVERY PARTNERS V, L.P.	COST	541,528.	524,800.
CHILTON GLOBAL NATURAL RESOURCES PARTNERS, L.P.	COST	4,074,742.	3,757,544.
TACONIC OPPORTUNITY OFFSHORE FUND, LTD.	COST	5,000,000.	5,308,791.
ADAGE CAPITAL MANAGEMENT, L.P.	COST	6,320,527.	9,193,459.
PIMCO EMERGING LOCAL BOND FUND	COST	3,863,875.	3,702,301.
AG MORTGAGE VALUE PARTNERS LTD. (CLASS CS - SEP 09 SERIES)	COST	920,999.	1,293,123.
AG MORTGAGE VALUE PARTNERS LTD. (CLASS CS - APR 11 SERIES)	COST	1,231,010.	1,271,062.
CAPITAL GUARDIAN EMERGING MARKETS EQUITY	COST	4,261,052.	3,695,728.
WTC - CTF EMERGING MARKETS EQUITY (WELLINGTON TRUST CO.)	COST	4,624,466.	3,674,720.
KAYNE ANDERSON MEZZANINE PARTNERS (QP), L.P.	COST	493,076.	486,323.
KAYNE ANDERSON REAL ESTATE PARTNERS II QP, L.P.	COST	339,779.	327,655.
KING STREET CAPITAL, L.P.	COST	2,793,939.	2,917,691.
OAKTREE OPPORTUNITIES FUND VIII (CAYMAN), LTD.	COST	1,800,000.	1,866,276.
OAKTREE OPPORTUNITIES FUND VIIIB (CAYMAN), LTD.	COST	240,000.	236,955.
NZC GUGGENHEIM FUND LIMITED	COST	1,000,000.	1,000,167.
CLAREN ROAD CREDIT FUND, L.P.	COST	865,897.	992,511.
BREVET CAPITAL SPECIAL OPPORTUNITY FUND III, L.P.	COST	1,027,769.	1,025,517.
OWL CREEK OVERSEAS FUND, LTD.	COST	2,000,000.	1,772,105.
LANDMARK EQUITY PARTNERS XIV, L.P.	COST	503,149.	599,884.
ALLEN ARBITRAGE OFFSHORE	COST	868,126.	884,041.
EAGLE CAPITAL MANAGEMENT (FIDUCIARY TRUST ACCOUNT)	COST	3,640,490.	3,765,496.
AG CAPITAL RECOVERY PARTNERS VII HOLDINGS, L.P.	COST	2,000,000.	1,894,315.
AG GECC PPIF HOLDINGS, L.P.	COST	1,040,580.	970,533.
HAWKEYE CAPITAL OFFSHORE	COST	2,500,000.	2,518,524.
HIGHBRIDGE LONG/SHORT EQUITY FUND, LTD.	COST	2,500,000.	2,282,931.
OAKTREE PPIF PRIVATE FUND (CAYMAN), L.P.	COST	288,000.	316,607.
PERSHING SQUARE INTERNATIONAL, LTD.	COST	2,500,000.	2,757,305.
VALUE CREDIT PARTNERS (OFFSHORE), L.P.	COST	3,036,299.	3,051,373.
GC 2009 MEZZANIE PARTNERS, L.P.	COST	828,235.	826,562.
GREYCROFT PARTNERS II, L.P.	COST	403,990.	474,763.
AG REDI, LTD	COST	2,448,410.	2,353,115.
CEVIAN CAPITAL II LTD.	COST	2,500,000.	2,086,350.
DAVIDSON KEMPNER LONG-TERM DISTRESSED OPPORTUNITIES INT'L, L.P.	COST	1,163,285.	1,191,443.

J.P. MORGAN DIGITAL GROWTH FUND, L.P.	COST	840,000.	962,914.
PAYDEN HIGH INCOME FUND (FIDUCIARY TRUST ACCOUNT)	COST	1,305,015.	1,234,920.
HIRZEL CAPITAL FUND, L.P.	COST	1,328,006.	1,279,176.
INSOLVE GLOBAL CREDIT FEEDER FUND, L.P.	COST	118,674.	66,175.
SG PARTNERS, L.P.	COST	2,486,325.	2,168,806.
SH GROUP I, L.P.	COST	155,036.	206,000.
TOTAL TO FORM 990-PF, PART II, LINE 13		120,982,460.	119,513,771.

FORM 990-PF	DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT	STATEMENT	9
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DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
FURNITURE & FIXTURES	25,650.	25,650.	0.
COMPUTER	7,232.	7,232.	0.
COMPUTER	1,541.	1,541.	0.
FURNITURE & FIXTURES	4,749.	4,749.	0.
FURNITURE & FIXTURES	8,955.	8,955.	0.
FURNITURE & FIXTURES	731.	731.	0.
FURNITURE & FIXTURES	18,762.	18,762.	0.
COMPUTER	1,599.	1,599.	0.
COMPUTER	1,048.	1,048.	0.
FURNITURE & FIXTURES	2,471.	2,085.	386.
COMPUTER	4,803.	4,388.	415.
WEBSITE DEVELOPMENT	13,750.	2,980.	10,770.
COMPUTER SOFTWARE	38,883.	38,883.	0.
COMPUTER	1,372.	1,175.	197.
COMPUTER	1,519.	1,301.	218.
COMPUTER SOFTWARE	3,000.	2,750.	250.
TELEPHONE SYSTEM	3,699.	1,924.	1,775.
FURNITURE & FIXTURES	125,160.	48,531.	76,629.
FURNITURE & FIXTURES	2,841.	2,841.	0.
COMPUTER	1,826.	1,826.	0.
TOTAL TO FM 990-PF, PART II, LN 14	269,591.	178,951.	90,640.

FORM 990-PF	OTHER ASSETS		STATEMENT 10
DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
PREPAID EXPENSES	8,494.	8,494.	8,494.
FINE ART	88,198.	88,198.	88,198.
TO FORM 990-PF, PART II, LINE 15	96,692.	96,692.	96,692.

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT 11
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NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
MICHAEL D. EISNER 9401 WILSHIRE BLVD., SUITE 760 BEVERLY HILLS, CA 90212	DIRECTOR 1.00	0.	0.	0.
JANE B. EISNER 9401 WILSHIRE BLVD., SUITE 760 BEVERLY HILLS, CA 90212	PRESIDENT 5.00	0.	0.	0.
MICHAEL B. EISNER 9401 WILSHIRE BLVD., SUITE 760 BEVERLY HILLS, CA 90212	VICE PRESIDENT 1.00	0.	0.	0.
ERIC D. EISNER 9401 WILSHIRE BLVD., SUITE 760 BEVERLY HILLS, CA 90212	CFO 1.00	0.	0.	0.
ANDERS D. EISNER 9401 WILSHIRE BLVD., SUITE 760 BEVERLY HILLS, CA 90212	SECRETARY 1.00	0.	0.	0.
IRWIN RUSSELL 9401 WILSHIRE BLVD., SUITE 760 BEVERLY HILLS, CA 90212	ASST SECY 5.00	0.	0.	0.
TRENT STAMP 9401 WILSHIRE BLVD., SUITE 760 BEVERLY HILLS, CA 90212	EXECUTIVE DIRECTOR 40.00	276,667.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		276,667.	0.	0.

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT 12

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

TRENT STAMP, EXECUTIVE DIRECTOR C/O THE EISNER FOUNDATION, INC
9401 WILSHIRE BOULEVARD SUITE 735
BEVERLY HILLS, CA 90212

TELEPHONE NUMBER

310-228-6808

FORM AND CONTENT OF APPLICATIONS

INSTRUCTIONS FOR SUBMITTING A FORMAL APPLICATION ARE FOUND ON THE
FOUNDATION'S WEBSITE.

ANY SUBMISSION DEADLINES

APPLICATIONS ARE REVIEWED QUARTERLY THROUGHOUT THE YEAR

RESTRICTIONS AND LIMITATIONS ON AWARDS

RESTRICTED TO ORGANIZATIONS THAT SERVE DISADVANTAGED CHILDREN AND SENIORS
IN THE LOS ANGELES COUNTY, CALIFORNIA.

THE EISNER FOUNDATION, INC.
E.I.N. 95-4607191
2011 List of Charitable Contributions

Attachment to Form 990-PFm Part XV, Line 3a

Name	Relationship	Fdn Status	Type of Contribution	Amount
826LA	N/A	Public	General	75,000.00
826LA	N/A	Public	General	35,000.00
A Better LA	N/A	Public	General	125,000.00
A Chance For Children	N/A	Public	General	500.00
AD + World Health	N/A	Public	Specific	20,000.00
Alliance for Children's Rights	N/A	Public	General	150,000.00
Alzheimer's Association	N/A	Public	Event	5,000.00
Alzheimer's Association	N/A	Public	Event	2,500.00
AmFAR	N/A	Public	Event	25,000.00
AmFAR	N/A	Public	General	25,000.00
Aspen Camp School for the Deaf	N/A	Public	General	10,000.00
Aspen Music Festival & School	N/A	Public	General	30,000.00
Aspen Music Festival & School	N/A	Public	General	30,000.00
Aspen Writers' Foundation	N/A	Public	General	5,000.00
Baby Buggy	N/A	Public	Event	5,000.00
Basic Health International	N/A	Public	General	5,000.00
Bent on Learning	N/A	Public	General	5,000.00
Bent on Learning	N/A	Public	General	5,000.00
Bent on Learning	N/A	Public	General	5,000.00
Bet Tzedek	N/A	Public	Specific	125,000.00
Beverly Glen Playgroup, Inc.	N/A	Public	General	500.00
Boys & Girls Club of Laguna Beach	N/A	Public	General	1,000.00
Boys & Girls Club of Los Angeles Harbor	N/A	Public	Specific	150,000.00
Bresee Foundation	N/A	Public	Specific	1,500.00
CAL Arts	N/A	Public	Event	250,000.00
Calif Aquatic Therapy & Wellness Cntr	N/A	Public	General	15,000.00
California Community Foundation	N/A	Public	Event	100,000.00
California Science Center	N/A	Public	General	150,000.00
California State University Northridge Fo	N/A	Public	General	60,000.00
Camino Nuevo Charter Academy	N/A	Public	General	5,000.00
Center for LifeLong Learning	N/A	Public	General	10,000.00
Challenged Athletes Foundation	N/A	Public	General	250.00
Child S.H.A.R.E.	N/A	Public	General	150,000.00
Children's Advocacy Center	N/A	Public	General	15,000.00
Children's Dental Health Clinic	N/A	Public	General	50,000.00
Children's Hospital of Los Angeles	N/A	Public	Event	2,500.00
Children's Institute International	N/A	Public	General	150,000.00
City Year	N/A	Public	General	100,000.00
Courage Campaign Institute	N/A	Public	Event	5,000.00
Dartmouth Alumni Fund	N/A	Public	General	10,000.00
Dear Jack Foundation	N/A	Public	General	10,000.00
Denison University	N/A	Public	General	25,000.00
DOROT, Inc.	N/A	Public	General	5,000.00
Ebenezer Foundation	N/A	Public	General	5,000.00
El Centro de Accion Social	N/A	Public	General	60,000.00
El Nido Family Centers	N/A	Public	General	50,000.00
El Nido Family Centers	N/A	Public	Event	10,000.00
Elizabeth House	N/A	Public	General	15,000.00
Embodworks	N/A	Public	General	10,000.00
Exceptional Children's Foundation	N/A	Public	General	150,000.00
Exceptional Children's Foundation	N/A	Public	Specific	1,000.00
Experience Corps	N/A	Public	General	5,000.00
Facing History and Ourselves	N/A	Public	Event	1,000.00
Food Allergy Anaphylaxis Network	N/A	Public	Event	10,000.00
Foundation for Second Chances	N/A	Public	General	25,000.00
Friends of the Red Bank Public Library	N/A	Public	General	5,000.00
Friendship Circle	N/A	Public	General	25,000.00
Gabriella Axelrad Education Foundation	N/A	Public	General	75,000.00
Garden School Foundation	N/A	Public	General	20,000.00
Generations United	N/A	Public	General	5,000.00
Georgetown University	N/A	Public	Specific	33,333.33
Girls Today Women Tomorrow	N/A	Public	General	15,000.00
GLAZA	N/A	Public	Event	3,000.00

THE EISNER FOUNDATION, INC.
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Goals	N/A	Public	General	100,000.00
Grandparents as Parents, Inc	N/A	Public	General	150,000.00
Grantmakers In Aging	N/A	Public	Event	15,000.00
Harbor Interfaith Shelter	N/A	Public	Specific	250,000.00
Harvard Law School	N/A	Public	Specific	25,000.00
HarvardWestlake School	N/A	Public	Specific	100.00
HarvardWestlake School	N/A	Public	General	25,000.00
Hermosa Beach Educational Foundation	N/A	Public	General	9,000.00
Hermosa Beach Little League	N/A	Public	General	1,000.00
Homeboy Industries	N/A	Public	Event	5,000.00
House of Ruth	N/A	Public	General	75,000.00
Inside Out Community Arts, Inc.	N/A	Public	General	50,000.00
Intergenerational Center at Temple Univ.	N/A	Public	General	5,000.00
Intergenerational Center at Temple Univ.	N/A	Public	General	100,000.00
International Rescue Committee	N/A	Public	Event	1,000.00
Juvenile Diabetes Research Foundation	N/A	Public	General	500.00
Keewaydin Expenses	N/A	Public	Specific	38,575.39
Keewaydin Foundation	N/A	Public	Specific	48,903.98
KPCC	N/A	Public	General	500.00
KUSC	N/A	Public	General	250.00
L.A. Music Center Opera Association	N/A	Public	Event	20,000.00
L.A. Music Center Opera Association	N/A	Public	General	25,000.00
LA Regional Food Bank	N/A	Public	Specific	100,000.00
Lawrenceville	N/A	Public	General	20,000.00
Lawrenceville	N/A	Public	General	20,000.00
Leukemia & Lymphoma Society	N/A	Public	General	1,000.00
Los Angeles Natural History Museum	N/A	Public	Event	2,500.00
Los Angeles Parks Foundation	N/A	Public	Event	1,000.00
Los Angeles Philharmonic Association	N/A	Public	Event	5,000.00
Los Angeles Philharmonic Association	N/A	Public	General	50,000.00
Mar Vista Family Center	N/A	Public	General	125,000.00
MEND	N/A	Public	General	2,500.00
Mother's Club Community Center	N/A	Public	General	50,000.00
Music Center	N/A	Public	General	800.00
Music Center	N/A	Public	General	2,500.00
NBCC Fund	N/A	Public	Event	1,500.00
New York City/Outward Bound	N/A	Public	General	2,000.00
NPR Foundation	N/A	Public	General	500.00
One Voice	N/A	Public	General	60,000.00
Ovarian Cancer Research Fund	N/A	Public	Event	6,000.00
Para Los Ninos	N/A	Public	General	250,000.00
Para Los Ninos	N/A	Public	Event	10,000.00
Partners in Care Foundation	N/A	Public	General	100,000.00
Peace First Los Angeles	N/A	Public	General	25,000.00
People For the American Way Foundation	N/A	Public	Event	10,000.00
Posse Foundation	N/A	Public	General	100,000.00
Project GRAD Los Angeles	N/A	Public	General	250,000.00
Project Sister	N/A	Public	General	75,000.00
PS Arts	N/A	Public	General	150,000.00
Public Broadcasting Service	N/A	Public	General	500.00
Public Counsel Law Center	N/A	Public	Specific	100,000.00
Puente Learning Center	N/A	Public	General	150,000.00
Putney Open Door Fund	N/A	Public	General	13,000.00
Reading is Fundamental	N/A	Public	General	25,000.00
Renaissance Arts Academy	N/A	Public	General	100,000.00
Rivers of Hope	N/A	Public	General	10,000.00
Roger Tory Peterson Institute	N/A	Public	General	2,000.00
Room To Read	N/A	Public	General	1,000.00
Ryman Arts	N/A	Public	Specific	2,000.00
Santa Catalina School	N/A	Public	General	2,500.00
Scenarios USA	N/A	Public	Specific	1,000.00
SCORE/CCF	N/A	Public	General	25,000.00
Smithsonian Institution	N/A	Public	General	2,500.00
Southeast Asian Community Alliance	N/A	Public	Specific	15,000.00
Southern California Grantmakers	N/A	Public	General	25,000.00
St. Anne's	N/A	Public	General	125,000.00
St. Barnabas Senior Services	N/A	Public	General	150,000.00
St. Lawrence University	N/A	Public	General	10,000.00

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Staples Center Foundation	N/A	Public	Event	5,000.00
Stop Cancer	N/A	Public	Event	1,000.00
Street Poets	N/A	Public	General	15,000.00
Students Run America	N/A	Public	General	100,000.00
Teach for America	N/A	Public	General	150,000.00
The Actors Studio	N/A	Public	General	5,000.00
The Allen Stevenson School	N/A	Public	General	10,000.00
The American Society of the French Legion	N/A	Public	General	500.00
The Aspen Institute	N/A	Public	Event	25,000.00
The Aspen Institute	N/A	Public	General	35,000.00
The Aspen Institute	N/A	Public	Event	19,450.00
The Aspen Institute	N/A	Public	Event	6,000.00
The Aspen Institute	N/A	Public	Specific	50,000.00
The Center for Early Education	N/A	Public	General	500,000.00
The Center for Early Education	N/A	Public	General	1,000.00
The Children's Dental Center	N/A	Public	General	100,000.00
The Colleagues	N/A	Public	Event	500.00
The Laurel Foundation	N/A	Public	General	25,000.00
The Rape Foundation	N/A	Public	General	1,000.00
TreePeople	N/A	Public	General	500.00
UC Irvine Foundation	N/A	Public	Specific	10,000.00
UCLA Anderson School of Management	N/A	Public	General	10,000.00
UJAaFederation	N/A	Public	Event	10,000.00
UJAaFederation	N/A	Public	Event	15,000.00
UJAaFederation	N/A	Public	Event	3,000.00
University of Denver	N/A	Public	General	20,000.00
Urban Compass	N/A	Public	General	25,000.00
USC Center on Philanthropy & Public Policy	N/A	Public	Specific	25,000.00
USC Neighborhood Academic Initiative	N/A	Public	Specific	125,000.00
USC School of Cinematic Arts	N/A	Public	General	5,000.00
Valley Performing Arts Center	N/A	Public	Event	10,000.00
Venice Family Clinic	N/A	Public	General	80,000.00
Visual Understanding in Education	N/A	Public	General	25,000.00
Volunteer Consulting Group, Inc.	N/A	Public	Event	1,000.00
WCA Foundation, Inc.	N/A	Public	General	500.00
Will Rogers Motion Picture Pioneers Fndtn	N/A	Public	Event	1,000.00
Women's Guild (CedarsaSinai Medical Cente	N/A	Public	General	150.00
Women's Shelter of Long Beach	N/A	Public	Specific	50,000.00
Young Storytellers Foundation	N/A	Public	Event	500.00

7,067,812.70

THE EISNER FOUNDATION, INC.

FUTURE COMMITMENTS

<u>Date</u> <u>Authorized</u>	<u>Organization</u>	<u>Total</u> <u>Grant</u>	<u>Date</u> <u>Payment</u> <u>Due</u>	<u>Payment</u> <u>Amount</u>	<u>Comments</u>
2012 Commitments					
3/14/2011	Children's Dental Health Clinic	100,000	3/15/2012	50,000	2nd and final payment
3/14/2011	Children's Institute International	300,000	3/15/2012	150,000	2nd and final payment
3/14/2011	Alliance for Children's Rights	300,000	3/15/2012	150,000	2nd and final payment
3/14/2011	P.S. Arts	300,000	3/15/2012	150,000	2nd and final payment
3/14/2011	El Nido Family Centers	100,000	3/15/2012	50,000	2nd and final payment
6/10/2011	Venice Family Clinic	240,000	6/15/2012	80,000	2nd of 3 payments
6/10/2011	St Anne's	250,000	6/15/2012	125,000	2nd and final payment
7/15/2010	Georgetown University	100,000	7/15/2012	33,333	3rd and final payment
9/15/2011	House of Ruth	150,000	9/15/2012	75,000	2nd and final payment
9/15/2011	Women's Shelter of Long Beach	100,000	9/15/2012	50,000	2nd and final payment
12/15/2008	CAL Arts	1,250,000	12/15/2012	250,000	5th and final payment
12/11/2012	Public Counsel Law Center	300,000	12/15/2012	100,000	2nd of 3 payments
	Total 2012 Commitments			1,263,333	
2013 Commitments					
6/11/2011	Venice Family Clinic	240,000	6/15/2013	80,000	3rd and final payment
12/11/2012	Public Counsel Law Center	300,000	12/15/2012	100,000	3rd and final payment
	Total 2013 Commitments			180,000	
	Total Commitments as of December 31, 2011			1,443,333	