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

2011

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 SEP 1, 2011, and ending AUG 31, 2012

Name of foundation
THE RIGGIO FOUNDATION
C/O MARIA FLOREZ, LR ENTERPRISES MANAGEMEM

Number and street (or P.O. box number if mail is not delivered to street address) Room/suite
122 FIFTH AVENUE **10TH**

City or town, state, and ZIP code
NEW YORK, NY 10011

A Employer identification number
13-7039631

B Telephone number
212-541-2000

C If exemption application is pending, check here ☐

D 1. Foreign organizations, check here ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ☐

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

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

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity
☐ Final return ☐ Amended return
☐ Address change ☐ Name change

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16)
\$ 57,770,779. (Part I, column (d) must be on cash basis)

J Accounting method: ☒ Cash ☐ Accrual
☐ 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	9,108,000.		N/A	
2	Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
3	Interest on savings and temporary cash investments	3,996.	3,996.		
4	Dividends and interest from securities	184,792.	184,792.		
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	1,047,832.			STATEMENT 1
b	Gross sales price for all assets on line 6a	11,908,490.			
7	Capital gain net income (from Part IV, line 2)		11,908,490.		
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				
12	Total. Add lines 1 through 11	10,344,620.	12,097,278.		
13	Compensation of officers, directors, trustees, etc.	0.	0.		0.
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees				
b	Accounting fees	32,259.	32,258.		0.
c	Other professional fees				
17	Interest				
18	Taxes	732,592.	0.		0.
19	Depreciation and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses	2,110.	0.		0.
24	Total operating and administrative expenses. Add lines 13 through 23	766,961.	32,258.		0.
25	Contributions, gifts, grants paid	3,048,280.			3,048,280.
26	Total expenses and disbursements. Add lines 24 and 25	3,815,241.	32,258.		3,048,280.
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	6,529,379.			
b	Net investment income (if negative, enter -0-)		12,065,020.		
c	Adjusted net income (if negative, enter -0-)			N/A	

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Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	19,230,076.	27,998,394.	27,998,394.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 7	33,017,237.	30,596,818.	27,894,289.
	c Investments - corporate bonds			
Liabilities	11 Investments - land, buildings, and equipment basis ▶			
	Less: accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment: basis ▶ 328,096.			
	Less: accumulated depreciation ▶	328,096.	328,096.	328,096.
	15 Other assets (describe ▶ STATEMENT 8)	900,000.	1,550,000.	1,550,000.
	16 Total assets (to be completed by all filers)	53,475,409.	60,473,308.	57,770,779.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
Net Assets or Fund Balances	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	1,000.	1,000.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	53,474,409.	60,472,308.	
	30 Total net assets or fund balances	53,475,409.	60,473,308.	
	31 Total liabilities and net assets/fund balances	53,475,409.	60,473,308.	

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	53,475,409.
2 Enter amount from Part I, line 27a	2	6,529,379.
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 6	3	468,520.
4 Add lines 1, 2, and 3	4	60,473,308.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	60,473,308.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a 133,028 SHS GAMESTOP CORP.	P	11/18/04	12/30/11
b 218,900 SHS GAMESTOP CORP.	P	11/18/04	12/30/11
c 32,100 SHS GAMESTOP CORP.	P	11/18/04	12/28/11
d 115,972 SHS GAMESTOP CORP.	P	11/18/04	12/23/11
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 3,170,356.			3,170,356.
b 5,207,367.			5,207,367.
c 766,922.			766,922.
d 2,763,845.			2,763,845.
e			

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			3,170,356.
b			5,207,367.
c			766,922.
d			2,763,845.
e			

2 Capital gain net income or (net capital loss)	<div> <div>If gain, also enter in Part I, line 7</div> <div>If (loss), enter -0- in Part I, line 7</div> </div>	2	11,908,490.
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	9,481,954.	51,185,558.	.185247
2009	10,258,650.	45,708,168.	.224438
2008	13,233,222.	43,079,073.	.307184
2007	4,995,182.	46,819,797.	.106690
2006	11,192,268.	59,629,156.	.187698

2 Total of line 1, column (d)	2	1.011257
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	.202251
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	57,669,299.
5 Multiply line 4 by line 3	5	11,663,673.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	120,650.
7 Add lines 5 and 6	7	11,784,323.
8 Enter qualifying distributions from Part XII, line 4	8	3,048,280.

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.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <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	241,300.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		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	241,300.
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	241,300.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-			
6 Credits/Payments:			
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a	250,000.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	250,000.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	1,464.	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	7,236.	
11 Enter the amount of line 10 to be: Credited to 2012 estimated tax <input type="checkbox"/> Refunded <input checked="" type="checkbox"/>	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1a 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
1b 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
1c 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 type="checkbox"/> \$ 0. (2) On foundation managers. <input 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 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?		
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 type="checkbox"/> <u>NY</u>		
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

N/A

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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 ► <u>N/A</u>	13	X	
14	The books are in care of ► <u>C/O BDO USA, LLP</u> Telephone no. ► <u>212-404-5546</u> Located at ► <u>100 PARK AVENUE, 9TH FLOOR, NEW YORK, NY</u> ZIP+4 ► <u>10017</u>			
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	
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?		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ►		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	
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	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?		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

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

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

If "Yes" to 6b, file Form 8870

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

☐ Yes ☒ No

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

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
LEONARD RIGGIO 720 PARK AVENUE NEW YORK, NY 10021	TRUSTEE 10.00	0.	0.	0.
LOUISE RIGGIO 720 PARK AVENUE NEW YORK, NY 10021	TRUSTEE 10.00	0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

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

0

Part 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	32,874,907.
b	Average of monthly cash balances	1b	25,672,605.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	58,547,512.
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	58,547,512.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	878,213.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	57,669,299.
6	Minimum investment return. Enter 5% of line 5	6	2,883,465.

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	2,883,465.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	241,300.
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	241,300.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	2,642,165.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	2,642,165.
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	2,642,165.

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	3,048,280.
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	3,048,280.
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	0.
6	Adjusted qualifying distributions Subtract line 5 from line 4	6	3,048,280.

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

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				2,642,165.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2011:				
a From 2006	8,305,936.			
b From 2007	2,683,462.			
c From 2008	11,253,008.			
d From 2009	8,104,042.			
e From 2010	7,447,573.			
f Total of lines 3a through e	37,794,021.			
4 Qualifying distributions for 2011 from Part XII, line 4: ▶ \$	3,048,280.			
a Applied to 2010, but not more than line 2a			0.	
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				2,642,165.
e Remaining amount distributed out of corpus	406,115.			
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	38,200,136.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7	8,305,936.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	29,894,200.			
10 Analysis of line 9:				
a Excess from 2007	2,683,462.			
b Excess from 2008	11,253,008.			
c Excess from 2009	8,104,042.			
d Excess from 2010	7,447,573.			
e Excess from 2011	406,115.			

THE RIGGIO FOUNDATION

Form 990-PF (2011)

C/O MARIA FLOREZ, LR ENTERPRISES MANAGEME

13-7039631 Page 11

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
ADELPHI UNIVERSITY ONE SOUTH AVENUE, P.O. BOX 701 GARDEN CITY, NY 11530-0701	NONE	501(C)(3)	FOR EXEMPT PURPOSES OF ORGANIZATION	100,000.
AMERICAN AGORA FOUNDATION 33 IRVING PLACE, FLOOR 8 NEW YORK, NY 10003-2307	NONE	501(C)(3)	FOR EXEMPT PURPOSES OF ORGANIZATION	25,000.
ANIMAL RESCUE FUND P.O. BOX 901 WAINSCOTT, NY 11975	NONE	501(C)(3)	FOR EXEMPT PURPOSES OF ORGANIZATION	15,000.
ASPCA 424 E 92ND STREET NEW YORK, NY 10128	NONE	501(C)(3)	FOR EXEMPT PURPOSES OF ORGANIZATION	5,000.
ASPCA 424 E 92ND STREET NEW YORK, NY 10128	NONE	501(C)(3)	FOR EXEMPT PURPOSES OF ORGANIZATION	5,000.
Total SEE CONTINUATION SHEET(S)				3,048,280.
b Approved for future payment				
NONE				
Total				0.

Form 990-PF (2011)

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

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

OMB No 1545-0047

2011

Name of the organization

THE RIGGIO FOUNDATION
C/O MARIA FLOREZ, LR ENTERPRISES MANAGEME

Employer identification number

13-7039631

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

- ☐ 501(c)() (enter number) organization
- ☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
- ☐ 527 political organization

Form 990-PF

- ☒ 501(c)(3) exempt private foundation
- ☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
- ☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions**General Rule**

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. ▶ \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on Part I, line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

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

Name of organization

THE RIGGIO FOUNDATION
C/O MARIA FLOREZ, LR ENTERPRISES MANAGEME

Employer identification number

13-7039631

Part I Contributors (see instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	LEONARD RIGGIO 720 PARK AVENUE NEW YORK, NY 10021	\$ 9,108,000.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

Employer identification number

13-7039631

C/O MARIA FLOREZ, LR ENTERPRISES MANAGEME

[illegible]

Name of organization

Employer identification number

THE RIGGIO FOUNDATION**C/O MARIA FLOREZ, LR ENTERPRISES MANAGEME****13-7039631**

Part III Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once) ▶ \$

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

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

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
133,028 SHS GAMESTOP CORP.	PURCHASED	11/18/04	12/30/11
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.
3,170,356.	2,733,725.	0.	0.
			(F) GAIN OR LOSS 436,631.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
218,900 SHS GAMESTOP CORP.	PURCHASED	11/18/04	12/30/11
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.
5,207,367.	4,498,395.	0.	0.
			(F) GAIN OR LOSS 708,972.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
32,100 SHS GAMESTOP CORP.	PURCHASED	11/18/04	12/28/11
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.
766,922.	659,655.	0.	0.
			(F) GAIN OR LOSS 107,267.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
115,972 SHS GAMESTOP CORP.	2,763,845.	2,968,883.	0.	0.		12/23/11
CAPITAL GAINS DIVIDENDS FROM PART IV						0.
TOTAL TO FORM 990-PF, PART I, LINE 6A						1,047,832.

FORM 990-PF	ACCOUNTING FEES			STATEMENT	2
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
ACCOUNTING FEES	32,259.	32,258.		0.	
TO FORM 990-PF, PG 1, LN 16B	32,259.	32,258.		0.	

FORM 990-PF	TAXES			STATEMENT	3
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
EXCISE TAX	732,592.	0.		0.	
TO FORM 990-PF, PG 1, LN 18	732,592.	0.		0.	

FORM 990-PF	OTHER EXPENSES		STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FILING FEES	1,500.	0.		0.
INSURANCE	60.	0.		0.
LICENSES AND FEES	550.	0.		0.
TO FORM 990-PF, PG 1, LN 23	2,110.	0.		0.

FOOTNOTES

STATEMENT 5

PART XV SUPPLEMENTARY INFORMATION
GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

CHECK ISSUED ON 5/2/11 AND SUBSEQUENT TO
THE FILING OF THE TAX RETURN FOR THE
YEAR ENDED AUGUST 31, 2011 IT WAS DETERMINED
THAT THIS CHECK WAS VOIDED DURING THE YEAR ENDED
AUGUST 31, 2012.

<50,000.>

FORM 990-PF	OTHER INCREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	6
DESCRIPTION		AMOUNT	
REALIZED GAIN FROM 68,000 SHS OF BARNES & NOBLE, INC. CONTRIBUTED TO CHARITY		468,520.	
TOTAL TO FORM 990-PF, PART III, LINE 3		468,520.	

FORM 990-PF	CORPORATE STOCK	STATEMENT	7
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
CORPORATE STOCK	30,596,818.	27,894,289.	
TOTAL TO FORM 990-PF, PART II, LINE 10B	30,596,818.	27,894,289.	

FORM 990-PF	OTHER ASSETS	STATEMENT	8
DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
DUE FROM OTHERS-PROJECT HOME AGAIN FOUNDATION A SECTION 501(C)(3) ORG.	900,000.	1,550,000.	1,550,000.
TO FORM 990-PF, PART II, LINE 15	900,000.	1,550,000.	1,550,000.

THE RIGGIO FOUNDATION
C/O MARIA FLOREZ, LR ENTERPRISES MANAGEME 13-7039631

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
ASSOCIATION TO BENEFIT CHILDREN 419 EAST 86TH STREET NEW YORK, NY 10028	NONE	501(C)(3)	FOR EXEMPT PURPOSES OF ORGANIZATION	5,000.
AUDUBON NEW YORK 225 VARICK STREET, 7TH FLOOR NEW YORK, NY 10014	NONE	501(C)(3)	FOR EXEMPT PURPOSES OF ORGANIZATION	2,500.
AUDUBON NEW YORK 225 VARICK STREET, 7TH FLOOR NEW YORK, NY 10014	NONE	501(C)(3)	FOR EXEMPT PURPOSES OF ORGANIZATION	2,500.
BACKSTRETCH EMPLOYEE SERVICE TEAM 2150 HEMPSTEAD TURNPIKE, GATE 6, COTTAGE 28B ELMONT, NY 11003	NONE	501(C)(3)	FOR EXEMPT PURPOSES OF ORGANIZATION	16,000.
BE A STUDENT'S FRIEND-ICSF 1011 FIRST AVENUE, 14TH FLOOR NEW YORK, NY 10022	NONE	501(C)(3)	FOR EXEMPT PURPOSES OF ORGANIZATION	8,600.
BRIDGEHAMPTON FIRE DEPARTMENT P.O. BOX 1280 BRIDGE HAMPTON, NY 11932	NONE	501(C)(3)	FOR EXEMPT PURPOSES OF ORGANIZATION	500.
BRIDGEHAMPTON FIRE DEPARTMENT P.O. BOX 1280 BRIDGE HAMPTON, NY 11932	NONE	501(C)(3)	FOR EXEMPT PURPOSES OF ORGANIZATION	100.
BRIDGEHAMPTON FIRE DEPARTMENT P.O. BOX 1280 BRIDGE HAMPTON, NY 11932	NONE	501(C)(3)	FOR EXEMPT PURPOSES OF ORGANIZATION	100.
BROOKLYN TECH ALUMNI FOUNDATION-68,888 BKS 29 FORT GREENE PLACE, RM 1W9 BROOKLYN, NY 11217	NONE	501(C)(3)	FOR EXEMPT PURPOSES OF ORGANIZATION	1,136,280.
BROTHERHOOD/SISTER SOL 512 WEST 143 STREET NEW YORK, NY 10031	NONE	501(C)(3)	FOR EXEMPT PURPOSES OF ORGANIZATION	10,000.
Total from continuation sheets				2,898,280.

THE RIGGIO FOUNDATION

C/O MARIA FLOREZ, LR ENTERPRISES MANAGEME 13-7039631

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
BUONI CONTI FUND 1095 NW 14TH TERRACE, LOIS POPE LIFE CENTER MIAMI, FL 33136	NONE	501(C)(3)	FOR EXEMPT PURPOSES OF ORGANIZATION	100,000.
CARIDAD CENTER 8645 WEST BOYNTON BEACH BLVD. BOYNTON BEACH, FL 33472	NONE	501(C)(3)	FOR EXEMPT PURPOSES OF ORGANIZATION	10,000.
CARIDAD CENTER 8645 WEST BOYNTON BEACH BLVD. BOYNTON BEACH, FL 33472	NONE	501(C)(3)	FOR EXEMPT PURPOSES OF ORGANIZATION	10,000.
CASTLETON RANCH HORSE RESCUE, INC. 12103 EAST AVENUE H LANCASTER, CA 93535	NONE	501(C)(3)	FOR EXEMPT PURPOSES OF ORGANIZATION	5,000.
CITY PARKS FOUNDATION 830 FIFTH AVENUE, RM 280 NEW YORK, NY 10065	NONE	501(C)(3)	FOR EXEMPT PURPOSES OF ORGANIZATION	10,000.
COLUMBUS CITIZENS FOUNDATION, INC. EIGHT EAST 69TH STREET NEW YORK, NY 10021	NONE	501(C)(3)	FOR EXEMPT PURPOSES OF ORGANIZATION	2,000.
DISABLED VETERANS SERVICES 3200 N.E. 14TH STREET, SUITE 219 POMPANO BEACH, FL 33062	NONE	501(C)(3)	FOR EXEMPT PURPOSES OF ORGANIZATION	25.
EQUESTRIAN AID FOUNDATION 11924 WEST FOREST HILL BLVD, SUITE 22-377 WELLINGTON, FL 33414	NONE	501(C)(3)	FOR EXEMPT PURPOSES OF ORGANIZATION	30,000.
EQUINE ADVOCATES P.O. BOX 354 CHATHAM, NY 12037-0354	NONE	501(C)(3)	FOR EXEMPT PURPOSES OF ORGANIZATION	25,000.
EQUINE ADVOCATES P.O. BOX 354 CHATHAM, NY 12037-0354	NONE	501(C)(3)	FOR EXEMPT PURPOSES OF ORGANIZATION	23,000.
Total from continuation sheets				

THE RIGGIO FOUNDATION

C/O MARIA FLOREZ, LR ENTERPRISES MANAGEME 13-7039631

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
EQUINE ADVOCATES P.O. BOX 354 CHATHAM, NY 12037-0354	NONE	501(C)(3)	FOR EXEMPT PURPOSES OF ORGANIZATION	40,000.
EXPLORING THE ARTS 50 WEST 23RD STREET NEW YORK, NY 10010	NONE	501(C)(3)	FOR EXEMPT PURPOSES OF ORGANIZATION	197,445.
FOUR WAY BOOKS P.O. BOX 535, VILLAGE STATION NEW YORK, NY 10014	NONE	501(C)(3)	FOR EXEMPT PURPOSES OF ORGANIZATION	2,500.
FUND FOR THE CITY OF NEW YORK 121 AVENUE OF THE AMERICAS, 6TH FL NEW YORK, NY 10013-1590	NONE	501(C)(3)	FOR EXEMPT PURPOSES OF ORGANIZATION	35,000.
GRABHORN INSTITUTE 1802 HAYS ST SAN FRANCISCO, CA 94129	NONE	501(C)(3)	FOR EXEMPT PURPOSES OF ORGANIZATION	50,000.
GRAYSON-JOCKEY CLUB RESEARCH FOUNDATION, INC. 40 EAST 52ND STREET NEW YORK, NY 10022	NONE	501(C)(3)	FOR EXEMPT PURPOSES OF ORGANIZATION	25,000.
HAMPTON CLASSIC HORSE SHOW, INC. P.O. BOX 3013 BRIDGEHAMPTON, NY 11932-3013	NONE	501(C)(3)	FOR EXEMPT PURPOSES OF ORGANIZATION	15,000.
HAMPTON CLASSIC HORSE SHOW, INC. P.O. BOX 3013 BRIDGEHAMPTON, NY 11932-3013	NONE	501(C)(3)	FOR EXEMPT PURPOSES OF ORGANIZATION	10,000.
HAMPTON CLASSIC HORSE SHOW, INC. P.O. BOX 3013 BRIDGEHAMPTON, NY 11932-3013	NONE	501(C)(3)	FOR EXEMPT PURPOSES OF ORGANIZATION	10,000.
HEALTHRIGHT INTERNATIONAL 80 MAIDEN LANE NEW YORK, NY 10038	NONE	501(C)(3)	FOR EXEMPT PURPOSES OF ORGANIZATION	10,000.
Total from continuation sheets				

THE RIGGIO FOUNDATION

C/O MARIA FLOREZ, LR ENTERPRISES MANAGEME 13-7039631

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
HELPUA 5 HANOVER SQUARE, 17TH FLOOR NEW YORK, NY 10004	NONE	501(C)(3)	FOR EXEMPT PURPOSES OF ORGANIZATION	5,000.
HENRY STREET SETTLEMENT 265 HENRY STREET NEW YORK, NY 10002-4808	NONE	501(C)(3)	FOR EXEMPT PURPOSES OF ORGANIZATION	4,000.
ICF 596 ANNADALE ROAD STATEN ISLAND, NY 10312	NONE	501(C)(3)	FOR EXEMPT PURPOSES OF ORGANIZATION	1,300.
JAZZMOBILE 154 W. 127TH STREET #2A NEW YORK, NY 10027	NONE	501(C)(3)	FOR EXEMPT PURPOSES OF ORGANIZATION	15,000.
KENTUCKY HORSE PARK FOUNDATION 4089 IRON WORKS PARKWAY LEXINGTON, KY 40511	NONE	501(C)(3)	FOR EXEMPT PURPOSES OF ORGANIZATION	10,000.
KIMBERLY'S FOUNDATION 700 COLUMBUS AVENUE, APT 2H NEW YORK, NY 10025-6620	NONE	501(C)(3)	FOR EXEMPT PURPOSES OF ORGANIZATION	5,000.
LONG ISLAND UNIVERSITY UNIVERSITY CENTER, 700 NORTHERN BLVD BROOKVILLE, NY 11548-1327	NONE	501(C)(3)	FOR EXEMPT PURPOSES OF ORGANIZATION	2,500.
MARCH OF DIMES 1146 19TH ST NW #600 WASHINGTON, DC 20036	NONE	501(C)(3)	FOR EXEMPT PURPOSES OF ORGANIZATION	10,000.
METROPOLITAN MUSEUM OF ART 1000 FIFTH AVENUE NEW YORK, NY 10028-0198	NONE	501(C)(3)	FOR EXEMPT PURPOSES OF ORGANIZATION	20,000.
METROPOLITAN OPERA LINCOLN CENTER NEW YORK, NY 10023	NONE	501(C)(3)	FOR EXEMPT PURPOSES OF ORGANIZATION	10,000.
Total from continuation sheets				

THE RIGGIO FOUNDATION

C/O MARIA FLOREZ, LR ENTERPRISES MANAGEME 13-7039631

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
NATIONAL MUSEUM OF RACING, INC. UNION AVENUE SARATOGA SPRINGS, NY 12866	NONE	501(C)(3)	FOR EXEMPT PURPOSES OF ORGANIZATION	5,000.
NATIONAL RELIEF CHARITIES 500 E. PEYTON ST. SHERMAN, TX 75090	NONE	501(C)(3)	FOR EXEMPT PURPOSES OF ORGANIZATION	2,500.
NEW YORK CITY BALLET DAVID H. KOCH THEATRE, 20 LINCOLN CENTER NEW YORK, NY 10023	NONE	501(C)(3)	FOR EXEMPT PURPOSES OF ORGANIZATION	10,000.
NEW YORK CITY RESCUE MISSION 90 LAFAYETTE STREET NEW YORK, NY 10013	NONE	501(C)(3)	FOR EXEMPT PURPOSES OF ORGANIZATION	3,000.
NEW YORK CITY RESCUE MISSION 90 LAFAYETTE STREET NEW YORK, NY 10013	NONE	501(C)(3)	FOR EXEMPT PURPOSES OF ORGANIZATION	2,500.
NEW YORK CITY RESCUE MISSION 90 LAFAYETTE STREET NEW YORK, NY 10013	NONE	501(C)(3)	FOR EXEMPT PURPOSES OF ORGANIZATION	4,000.
NEW YORK CITY RESCUE MISSION 90 LAFAYETTE STREET NEW YORK, NY 10013	NONE	501(C)(3)	FOR EXEMPT PURPOSES OF ORGANIZATION	15,000.
NEW YORKERS FOR CHILDREN 450 FASHION AVENUE NEW YORK, NY 10123	NONE	501(C)(3)	FOR EXEMPT PURPOSES OF ORGANIZATION	5,000.
NORTH SEA FIRE DEPARTMENT 149 NOYACK RD. SOUTHAMPTON, NY 11968	NONE	501(C)(3)	FOR EXEMPT PURPOSES OF ORGANIZATION	500.
NORTH SHORE ANIMAL LEAGUE AMERICA 16 LEWYT STREET PORT WASHINGTON, NY 11050	NONE	501(C)(3)	FOR EXEMPT PURPOSES OF ORGANIZATION	5,000.
Total from continuation sheets				

THE RIGGIO FOUNDATION

C/O MARIA FLOREZ, LR ENTERPRISES MANAGEME 13-7039631

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
OMEGA HORSE RESCUE 8272 WOODBINE ROAD AIRVILLE, PA 17302	NONE	501(C)(3)	FOR EXEMPT PURPOSES OF ORGANIZATION	10,000.
OMEGA HORSE RESCUE 8272 WOODBINE ROAD AIRVILLE, PA 17302	NONE	501(C)(3)	FOR EXEMPT PURPOSES OF ORGANIZATION	40,000.
OMEGA HORSE RESCUE 8272 WOODBINE ROAD AIRVILLE, PA 17302	NONE	501(C)(3)	FOR EXEMPT PURPOSES OF ORGANIZATION	20,000.
OVERCOMING OBSTACLES 125 MAIDEN LANE, 5TH FLOOR NEW YORK, NY 10038	NONE	501(C)(3)	FOR EXEMPT PURPOSES OF ORGANIZATION	25,000.
PEGASUS THERAPEUTIC RIDING, INC 310 PEACH LAKE ROAD BREWSTER, NY 10509	NONE	501(C)(3)	FOR EXEMPT PURPOSES OF ORGANIZATION	5,000.
RERUN INC. P.O. BOX 374 LAKEHURST, NJ 08733-9998	NONE	501(C)(3)	FOR EXEMPT PURPOSES OF ORGANIZATION	5,000.
RTCA 2365 HARRODSBURG ROAD, SUITE A-120 LEXINGTON, KY 40504	NONE	501(C)(3)	FOR EXEMPT PURPOSES OF ORGANIZATION	2,500.
SAVE THE CHILDREN 54 WILTON ROAD WESTPORT, CT 06880	NONE	501(C)(3)	FOR EXEMPT PURPOSES OF ORGANIZATION	500.
SAVE THE CHILDREN 54 WILTON ROAD WESTPORT, CT 06880	NONE	501(C)(3)	FOR EXEMPT PURPOSES OF ORGANIZATION	180.
SAVE VENICE INC. 1104 LEXINGTON AVE NEW YORK, NY 10075	NONE	501(C)(3)	FOR EXEMPT PURPOSES OF ORGANIZATION	2,500.
Total from continuation sheets				

THE RIGGIO FOUNDATION

C/O MARIA FLOREZ, LR ENTERPRISES MANAGEME 13-7039631

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
SOUTHAMPTON VOLUNTEER AMBULANCE INC. 1232 N SEA RD SOUTHAMPTON, NY 11968	NONE	501(C)(3)	FOR EXEMPT PURPOSES OF ORGANIZATION	250.
SPCA INTERNATIONAL P.O. BOX 8682 NEW YORK, NY 10001	NONE	501(C)(3)	FOR EXEMPT PURPOSES OF ORGANIZATION	2,500.
ST. ANDREWS UNIVERSITY 1700 DOGWOOD MILE LAURINBURG, NC 28352	NONE	501(C)(3)	FOR EXEMPT PURPOSES OF ORGANIZATION	5,000.
THE BELMONT CHILD CARE ASSOCIATION 2150 HEMPSTEAD TURNPIKE ELMONT, NY 11003	NONE	501(C)(3)	FOR EXEMPT PURPOSES OF ORGANIZATION	2,500.
THE CHINATI FOUNDATION 1 CAVALRY ROW MARFA, TX 79843	NONE	501(C)(3)	FOR EXEMPT PURPOSES OF ORGANIZATION	760,000.
THE FUND FOR PARK AVENUE 445 PARK AVE, SUITE 1000 NEW YORK, NY 10022	NONE	501(C)(3)	FOR EXEMPT PURPOSES OF ORGANIZATION	1,000.
THE HSUS 2100 L ST., NW WASHINGTON, DC 20037	NONE	501(C)(3)	FOR EXEMPT PURPOSES OF ORGANIZATION	10,000.
THE LITTLE ORCHESTRA SOCIETY 330 WEST 42ND STREET, 12TH FLOOR NEW YORK, NY 10036	NONE	501(C)(3)	FOR EXEMPT PURPOSES OF ORGANIZATION	12,000.
THE MIDDLEBURG CLASSIC 781 LEDFORD LANE SMITHFIELD, VA 23430	NONE	501(C)(3)	FOR EXEMPT PURPOSES OF ORGANIZATION	5,000.
THE NEW YORK PUBLIC LIBRARY 5TH AVENUE & 42ND STREET, RM 73 NEW YORK, NY 10018	NONE	501(C)(3)	FOR EXEMPT PURPOSES OF ORGANIZATION	10,000.
Total from continuation sheets				

THE RIGGIO FOUNDATION

C/O MARIA FLOREZ, LR ENTERPRISES MANAGEME 13-7039631

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
THE RACE FOR EDUCATION 1818 VERSAILLES ROAD LEXINGTON, KY 40504	NONE	501(C)(3)	FOR EXEMPT PURPOSES OF ORGANIZATION	5,000.
THE SPENCE SCHOOL 22 E 91ST STREET NEW YORK, NY 10128	NONE	501(C)(3)	FOR EXEMPT PURPOSES OF ORGANIZATION	5,000.
TRF-MAKER'S MARK SECRETARIAT CENTER 4089 IRON WORKS PARKWAY LEXINGTON, KY 40511	NONE	501(C)(3)	FOR EXEMPT PURPOSES OF ORGANIZATION	10,000.
TRF-MAKER'S MARK SECRETARIAT CENTER 4089 IRON WORKS PARKWAY LEXINGTON, KY 40511	NONE	501(C)(3)	FOR EXEMPT PURPOSES OF ORGANIZATION	10,000.
TURNER BARNES & NOBLE FOUNDATION	NONE	501(C)(3)	FOR EXEMPT PURPOSES OF ORGANIZATION	15,000.
UNITED STATES EQUESTRIAN TEAM FD P.O. BOX 355 GLADSTONE, NJ 07934-9955	NONE	501(C)(3)	FOR EXEMPT PURPOSES OF ORGANIZATION	7,500.
UNITED STATES HUNTER JUMPER FOUNDATION 3870 CIGAR LANE LEXINGTON, KY 40511	NONE	501(C)(3)	FOR EXEMPT PURPOSES OF ORGANIZATION	2,500.
WEE TOO, INC. 1179 ANNUNCIATION NEW ORLEANS, LA 70130	NONE	501(C)(3)	FOR EXEMPT PURPOSES OF ORGANIZATION	30,000.
WILDLIFE CONSERVATION SOCIETY 444 NORTH CAPITAL ST NW WASHINGTON, DC 20001	NONE	501(C)(3)	FOR EXEMPT PURPOSES OF ORGANIZATION	15,000.
WILDLIFE RESCUE CENTER OF THE HAMPTONS, INC 228 WEST MONTAUK HIGHWAY HAMPTON BAYS, NY 11946	NONE	501(C)(3)	FOR EXEMPT PURPOSES OF ORGANIZATION	2,500.
Total from continuation sheets				

C/O MARIA FLOREZ, LR ENTERPRISES MANAGEME 13-7039631

3 Grants and Contributions Paid During the Year (Continuation)**Total from continuation sheets**