Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2011

For calendar year 2011 or tax year beginning 12/01 **, 2011, and ending** 11/30, **20**12

Name of foundation ROBERT C & ADELE R SCHIFF FAMILY FDN
15-000769340

A Employer identification number 30-0206688

Number and street (or P O box number if mail is not delivered to street address) P. O. BOX 1118, ML CN-OH-W10X

Room/suite

B Telephone number (see instructions) (513) 632-2018

City or town, state, and ZIP code CINCINNATI, OH 45201-1118

C If exemption application is pending, check here ▶ ☐

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

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

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

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

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶ $ 187,371,271.

J Accounting method: ☒ Cash ☐ Accrual
☐ Other (specify) ________________
(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 ▶ ☐

Part I Analysis of Revenue and Expenses

	Part I Analysis of Revenue and Expenses *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))*	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	9,211,446.			
	2 Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	5,017,032.	5,017,032.		STMT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	2,310,452.			
	b Gross sales price for all assets on line 6a 38,441,387.				
	7 Capital gain net income (from Part IV, line 2)		2,310,452.		
	8 Net short-term capital gain				
	9 Income modifications				
	10 a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 **Total.** Add lines 1 through 11	16,538,930.	7,327,484.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.				
	14 Other employee salaries and wages		NONE	NONE	
	15 Pension plans, employee benefits		NONE	NONE	
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) STMT 9	11,000.	NONE	NONE	11,000.
	c Other professional fees (attach schedule) STMT 10	673,218.	605,896.		67,322.
	17 Interest				
	18 Taxes (attach schedule) (see instructions) STMT 11	212,178.	46,828.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings		NONE	NONE	
	22 Printing and publications		NONE	NONE	
	23 Other expenses (attach schedule) STMT 12	12,420.	12,145.		275.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	908,816.	664,869.	NONE	78,597.
	25 Contributions, gifts, grants paid	7,698,356.			7,698,356.
	26 **Total expenses and disbursements** Add lines 24 and 25	8,607,172.	664,869.	NONE	7,776,953.
	27 Subtract line 26 from line 12				
	a **Excess of revenue over expenses and disbursements**	7,931,758.			
	b **Net investment income** (if negative, enter -0-)		6,662,615.		
	c **Adjusted net income** (if negative, enter -0-)				

For Paperwork Reduction Act Notice, see instructions. JSA Form **990-PF** (2011)

Part II Balance Sheets

		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	2,484,919.	4,124,339.	4,124,339.
	3	Accounts receivable ▶ Less. allowance for doubtful accounts ▶			
	4	Pledges receivable ▶ Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ Less allowance for doubtful accounts ▶ NONE			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U S and state government obligations (attach schedule)			
	b	Investments - corporate stock (attach schedule)	154,073,316.	161,676,471.	183,246,932.
	c	Investments - corporate bonds (attach schedule)			
	11	Investments - land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule)			
	14	Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	156,558,235.	165,800,810.	187,371,271.
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)			
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ 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 and complete lines 27 through 31. ▶ ☒			
	27	Capital stock, trust principal, or current funds	156,558,235.	165,800,810.	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see instructions)	156,558,235.	165,800,810.	
	31	**Total liabilities and net assets/fund balances** (see instructions)	156,558,235.	165,800,810.	

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	156,558,235.
2	Enter amount from Part I, line 27a	2	7,931,758.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 13	3	1,310,819.
4	Add lines 1, 2, and 3	4	165,800,812.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 14	5	2.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	165,800,810.

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	PUBLICLY TRADED SECURITIES			
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	38,258,424.		36,130,935.	2,127,489.
b				
c				
d				
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				2,127,489.
b				
c				
d				
e				

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 } 2 2,310,452.

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8 . . . . } 3

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col. (c))
2010	5,916,006.	156,554,783.	0.037789
2009	5,410,943.	129,514,395.	0.041779
2008	5,607,849.	98,405,467.	0.056987
2007	6,371,190.	119,058,756.	0.053513
2006	5,040,167.	93,828,221.	0.053717

2	**Total** of line 1, column (d)	2	0.243785
3	Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.048757
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	176,197,221.
5	Multiply line 4 by line 3	5	8,590,848.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	66,626.
7	Add lines 5 and 6	7	8,657,474.
8	Enter qualifying distributions from Part XII, line 4	8	7,776,953.

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 ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ________________ (attach copy of letter if necessary - see instructions)				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b			1	133,252.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			2	
3	Add lines 1 and 2			3	133,252.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4	NONE
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	133,252.
6	Credits/Payments				
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	160,021.		
b	Exempt foreign organizations - tax withheld at source	6b	NONE		
c	Tax paid with application for extension of time to file (Form 8868)	6c	20,000.		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments. Add lines 6a through 6d			7	180,021.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached			8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	46,769.
11	Enter the amount of line 10 to be: **Credited to 2012 estimated tax** ▶ 46,769. **Refunded** ▶			11	

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?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		X
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation. ▶$ ________ **(2)** On foundation managers. ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		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*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		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?	6	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*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ OH			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	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*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses* STMT 15	10	X	

Part VII-A Statements Regarding Activities *(continued)*

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	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?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ U.S. BANK, N.A. Telephone no ▶ (513)632-2018

Located at ▶ PO BOX 1118 ML CN-OH-7IV, CINCINNATI, OH ZIP + 4 ▶ 45201-1118

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

		Yes	No
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?	16		X
See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶			

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
1a During the year did the foundation (either directly or indirectly)			
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ 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)?	1b		
Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	1c		X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? ☐ Yes ☒ 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.)	2b		X
c If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ____, ____, ____, ____			
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ 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.)*	3b		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b		X

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? **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? ☐ 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? **6b** 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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **7b**

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 16		-0-	-0-	-0-

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

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

Total number of other employees paid over $50,000 ▶ NONE

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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 (see instructions). If none, enter "NONE."

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

Total number of others receiving over $50,000 for professional services . . . . ▶ NONE

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 THE FOUNDATION ANTICIPATES THAT ITS SOLE ACTIVITY WILL BE TO MAKE GIFTS AND GRANTS TO QUALIFIED IRC SECTION 501(C)(3) CHARITABLE, RELIGIOUS, & EDUCATIONAL ORGANIZATIONS THAT ARE	
2 NOT PRIVATE FOUNDTIONS. RECIPIENTS OF GRANTS WILL BE DETERMINED BY THE BOARD OF DIRECTORS ON AN ANNUAL BASIS.	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 NONE	
2	
All other program-related investments See instructions. 3 NONE	
Total. Add lines 1 through 3 . . . . ▶	

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	175,049,912.
b	Average of monthly cash balances			1b	3,830,515.
c	Fair market value of all other assets (see instructions)			1c	NONE
d	**Total** (add lines 1a, b, and c)			1d	178,880,427.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e			
2	Acquisition indebtedness applicable to line 1 assets			2	NONE
3	Subtract line 2 from line 1d			3	178,880,427.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)			4	2,683,206.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4			5	176,197,221.
6	**Minimum investment return.** Enter 5% of line 5			6	8,809,861.

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	8,809,861.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	133,252.		
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	133,252.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	8,676,609.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	8,676,609.
6	Deduction from distributable amount (see instructions)			6	NONE
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	8,676,609.

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	7,776,953.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	7,776,953.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	N/A
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	7,776,953.

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

Part XIII Undistributed Income (see instructions)

			(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1	Distributable amount for 2011 from Part XI, line 7					8,676,609.
2	Undistributed income, if any, as of the end of 2011					
a	Enter amount for 2010 only				7,622,991.	
b	Total for prior years 20 09 ,20 ____, 20 ____			NONE		
3	Excess distributions carryover, if any, to 2011					
a	From 2006	NONE				
b	From 2007	NONE				
c	From 2008	NONE				
d	From 2009	NONE				
e	From 2010	NONE				
f	**Total** of lines 3a through e		NONE			
4	Qualifying distributions for 2011 from Part XII, line 4 ► $ 7,776,953.					
a	Applied to 2010, but not more than line 2a				7,622,991.	
b	Applied to undistributed income of prior years (Election required - see instructions)			NONE		
c	Treated as distributions out of corpus (Election required - see instructions)		NONE			
d	Applied to 2011 distributable amount					153,962.
e	Remaining amount distributed out of corpus		NONE			
5	Excess distributions carryover applied to 2011 *(If an amount appears in column (d), the same amount must be shown in column (a).)*		NONE			NONE
6	**Enter the net total of each column as indicated below:**					
a	Corpus. Add lines 3f, 4c, and 4e. Subtract line 5		NONE			
b	Prior years' undistributed income. Subtract line 4b from line 2b			NONE		
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			NONE		
d	Subtract line 6c from line 6b. Taxable amount - see instructions			NONE		
e	Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount - see instructions					
f	Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012					8,522,647.
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)		NONE			
8	Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)		NONE			
9	**Excess distributions carryover to 2012.** Subtract lines 7 and 8 from line 6a		NONE			
10	Analysis of line 9.					
a	Excess from 2007	NONE				
b	Excess from 2008	NONE				
c	Excess from 2009	NONE				
d	Excess from 2010	NONE				
e	Excess from 2011	NONE				

Part XIV **Private Operating Foundations** (see instructions and Part VII-A, question 9) NOT APPLICABLE

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2011, enter the date of the ruling . . . . ▶

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

	Tax year	Prior 3 years			
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	(e) Total
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed .					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon a "Assets" alternative test - enter (1) Value of all assets . . .					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i).					
b "Endowment" alternative test- enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed . .					
c "Support" alternative test - enter (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942 (j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income .					

Part XV **Supplementary Information (Complete this part only if the foundation had $5,000 or more in assets at any time during the year - see instructions.)**

1 **Information Regarding Foundation Managers:**

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than $5,000). (See section 507(d)(2).)

NONE

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

NONE

2 **Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**

Check here ▶ ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a The name, address, and telephone number of the person to whom applications should be addressed:

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

c Any submission deadlines:

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

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Part XV **Supplementary Information** (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* SEE STATEMENT 17				
Total . . . . ▶ **3a**				7,698,356.
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	5,017,032.	
5 Net rental income or (loss) from real estate.					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	2,310,452.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue: a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)				7,327,484.	

13 Total. Add line 12, columns (b), (d), and (e) . . . . 13 7,327,484.

(See worksheet in line 13 instructions to verify calculations.)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See instructions)
	NOT APPLICABLE

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule. Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received.

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

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

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here

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

▶ Signature of officer or trustee | 10/04/2013 Date | ▶DIRECTOR Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
SCOTT MAIR, VICE PRESIDE		10/04/2013		
Firm's name ▶ U.S. BANK, N.A.			Firm's EIN ▶	
Firm's address ▶ P.O. BOX 1118, ML: CN-OH-W10X CINCINNATI, OH 45201-1118			Phone no. 513-632-4393	

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

ROBERT C & ADELE R SCHIFF FAMILY FDN

Employer identification number

30-0206688

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).

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)**

JSA
1E1251 1 000

Name of organization
ROBERT C & ADELE R SCHIFF FAMILY FDN

Employer identification number
30-0206688

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	ROBERT C SCHIFF, SR 2015 CLAT TRUST P O BOX 1118, CN-OH-W7IV CINCINNATI, OH 45201	$ 5,023,106.	Person ☒ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
2	ROBERT C SCHIFF, SR 2018 CLAT TRUST P O BOX 1118, CN-OH-W7IV CINCINNATI, OH 45201	$ 4,188,340.	Person ☒ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)

Name of organization	Employer identification number
ROBERT C & ADELE R SCHIFF FAMILY FDN	30-0206688

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

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	158,595 SHS CINCINNATI FINANCIAL	$ 4,851,421.	12/28/2011

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
2	128,567 SHS CINCINNATI FINANCIAL	$ 3,932,865.	12/28/2011

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

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

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

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

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
ABB LTD COM	3,050.	3,050.
AFLAC INC	2,038.	2,038.
AIA GROUP LTD ADR	3,325.	3,325.
ATT INC	22,618.	22,618.
ABERCROMBIE & FITCH CO CL A	41.	41.
ABERDEEN FDS EMRGN	13,599.	13,599.
AGILENT TECHNOLOGIES INC	605.	605.
AIR LIQUIDE S A A D R	11,805.	11,805.
ALLEGHENY TECHNOLOGIES INC	176.	176.
ALLERGAN INC	858.	858.
ALLIANZ SE A D R	14,435.	14,435.
ALLSTATE CORP	4,802.	4,802.
ALTERA CORP	619.	619.
AMERICA MOVIL S A DE C V SPONSORED ADR R	3,095.	3,095.
AMERICAN CENT SMALL CAP VALU INS	2,600.	2,600.
AMERICAN EXPRESS CO	3,505.	3,505.
AMERISOURCEBERGEN CORP	2,892.	2,892.
AMERIPRISE FINL INC	1,002.	1,002.
AMETEK INC	342.	342.
AMGEN INC	3,690.	3,690.
ANADARKO PETE CORP	650.	650.
APACHE CORP	5,333.	5,333.
APPLE COMPUTER INC COM	13,698.	13,698.
ARM HLDGS PLC A D R	2,811.	2,811.
ATLAS COPCO AB SPONS A D R	6,777.	6,777.
AVISTA CORP	769.	769.
B G GROUP P L C A D R	3,217.	3,217.
BANK OF THE OZARKS INC	612.	612.
BANK OF NEW YORK MELLON CORP	3,108.	3,108.
BARNES GROUP INC	374.	374.
BAXTER INTL INC	5,305.	5,305.
BEAM INC	1,930.	1,930.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
BIOMED REALTY TRUST INC	528.	528.
BOEING CO	1,933.	1,933.
BRISTOW GROUP INC	584.	584.
BROADCOM CORP COM	994.	994.
CBS CORP CLASS B NON VOTING	5,720.	5,720.
CLECO CORPORATION	1,203.	1,203.
CNOOC LTD A D R	1,386.	1,386.
CSL LIMITED A D R	3,700.	3,700.
CSX CORP	2,952.	2,952.
CABOT OIL GAS CORP CL A	107.	107.
CANADIAN NATL RY CO COM	3,993.	3,993.
CANON INC SPONS A D R	9,182.	9,182.
CARBO CERAMICS INC	231.	231.
CARNIVAL CORP	4,786.	4,786.
CASEYS GEN STORES INC	434.	434.
CATERPILLAR INC	14,403.	14,403.
CATO CORP CL A	1,072.	1,072.
CHEVRONTEXACO CORP	37,679.	37,679.
CINCINNATI FINL CORP	3,828,716.	3,828,716.
CISCO SYS INC	701.	701.
CLARCOR INC	262.	262.
CLIFFS NATURAL RESOURCES INC	12,308.	12,308.
COACH INC	3,097.	3,097.
COCA COLA CO	11,124.	11,124.
COCHLEAR LTD UNSPON A D R	6,418.	6,418.
COMCAST CORP CL A	1,199.	1,199.
COMERICA INC	388.	388.
COMPANHIA DE BEBIDAS P R A D R	1,736.	1,736.
CONOCOPHILLIPS	42,550.	42,550.
CONSOL ENERGY INC	5,150.	5,150.
COOPER TIRE & RUBR CO	354.	354.
CORNING INC	719.	719.
CUMMINS INC	245.	245.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DBS GROUP HLDGS LTD	7,716.	7,716.
DANAHER CORP	520.	520.
DASSAULT SYSTEMES SA A D R	3,871.	3,871.
DEERE & CO	11,889.	11,889.
DIAGEO PLC SPONSORED ADR NEW	1,079.	1,079.
DISNEY WALT CO	761.	761.
DOVER CORP	5,767.	5,767.
DU PONT E I DE NEMOURS & CO	2,020.	2,020.
DUPONT FABROS TECHNOLOGY	435.	435.
EQUITABLE CORP	130.	130.
EARTH LINK INC	297.	297.
EATON CORP	4,128.	4,128.
EDUCATION REALTY TRUST INC	154.	154.
EMERSON ELEC CO	4,542.	4,542.
ENBRIDGE INC	894.	894.
AMERICAN EUROPACIFIC GRTH F2	10,148.	10,148.
EVERCORE PARTNERS INC	684.	684.
EXPEDITORS INTL WASH INC	3,500.	3,500.
EXXON MOBIL CORP	16,848.	16,848.
FNB CORP	967.	967.
FANUC CORPORATION A D R	6,223.	6,223.
FIDELITY INVT TR AD INTL DISCI	13,435.	13,435.
FIDELITY NATL INFORMATION SVCS INC	309.	309.
FIRST FINL BANKSHARES INC	620.	620.
FLUOR CORP	1,846.	1,846.
FLOWERS FOODS INC	681.	681.
FLOWSERVE CORP	597.	597.
FORD MOTOR CO	300.	300.
FRANKLIN ELEC INC	257.	257.
FRANKLIN RES INC	3,242.	3,242.
FREEPORT MCMORAN COPPER GOLD	20,201.	20,201.
FRESENIUS MED AKTIENGESELLSCHAFT ADR	4,379.	4,379.
G & K SVCS INC CL A	266.	266.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
G A T X CORP	906.	906.
GNC ACQUISITIONS HOLDINGS INC	217.	217.
THE GAP INC	864.	864.
OAO GAZPROM SPON A D R	5,628.	5,628.
GENERAL ELEC CO	11,486.	11,486.
GENERAL MILLS INC COM W/RTS EXP 02/01/20	14,091.	14,091.
GOLDCORP INC	223.	223.
GOLDMAN SACHS GROUP INC	1,923.	1,923.
GOLDMAN SACHS M C VALUE CL INST	7,422.	7,422.
GRAINGER W W INC	16,790.	16,790.
GUESS INC	261.	261.
HSBC HOLDINGS PLC SPONS A D R	6,351.	6,351.
HALLIBURTON CO	2,204.	2,204.
JOHN HANCOCK BK THRIFT OPP FUND	781.	781.
HASBRO INC	554.	554.
HEALTHCARE RLTY TR	654.	654.
HESS CORP	936.	936.
HOME DEPOT INC	422.	422.
HOME PROPERTIES INC	571.	571.
HONEYWELL INTERNATIONAL INC	4,410.	4,410.
HOYA CORP A D R	8,709.	8,709.
HUMANA INC	997.	997.
I C I C I BANK LIMITED A D R	4,282.	4,282.
IMPERIAL OIL LTD	2,369.	2,369.
INTEL CORP	17,908.	17,908.
INTERNATIONAL BUSINESS MACHS CORP	7,853.	7,853.
ISHARES MSCI EMERGING MARKETS ETF	14,852.	14,852.
ITAU UNIBANCO HOLDINGS SA A D R	6,081.	6,081.
JGC CORP UNSPONSORED A D R	2,485.	2,485.
J P MORGAN CHASE & CO	8,926.	8,926.
JOY GLOBAL INC	2,205.	2,205.
J2 GLOBAL INC	1,032.	1,032.
JUPITER TELECOM A D R	1,699.	1,699.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
KBR INC	83.	83.
KOHLS CORP COM	2,706.	2,706.
KOPPERS HLDGS INC	737.	737.
KRAFT FOODS INC CL A	5,532.	5,532.
LI FUNG LTD A D R	14,310.	14,310.
LOREAL UNSPONSORED A D R	6,165.	6,165.
LVMH MOET HENNESSY LOU VUITT A D R	3,532.	3,532.
LAS VEGAS SANDS CORP	877.	877.
LAUDER ESTEE COS INC CL A	6,634.	6,634.
LENNAR CORP CL A	112.	112.
LONZA GROUP AG UNSPON A D R	6,709.	6,709.
LOWE'S COS INC	2,800.	2,800.
MASTERCARD INC	592.	592.
MC DONALD'S CORP	7,035.	7,035.
MEAD JOHNSON NUTRITION CO	623.	623.
MERCK AND CO INC	9,555.	9,555.
MEREDITH CORP	811.	811.
MICROSOFT CORP	15,709.	15,709.
MID-AMER APT CMNTYS INC	564.	564.
MINERALS TECHNOLOGIES INC	63.	63.
MONSANTO CO	931.	931.
MOSAIC CO	5,163.	5,163.
MTN GROUP LTD A D R	7,389.	7,389.
NESTLE S A SPONSORED ADR REPSTG REG SH	17,179.	17,179.
NEWMONT MINING CORP	13,300.	13,300.
NEXTERA ENERGY INC	11,015.	11,015.
NIKE INC	4,490.	4,490.
NOBLE ENERGY INC	8,190.	8,190.
NOKIAN TYRES OYJ UNSPON A D R	5,109.	5,109.
NORTHWESTERN CORP	1,067.	1,067.
NOVARTIS AG A D R	6,267.	6,267.
OCCIDENTAL PETE CORP COM	17,494.	17,494.
ORACLE CORPORATION	2,585.	2,585.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
PS BUSINESS PKS INC	674.	674.
PALL CORP	198.	198.
PEABODY ENERGY CORP	3,418.	3,418.
PEPSICO INC	1,492.	1,492.
PERRIGO CO	19.	19.
PETROLEO BRASILEIRO SPON A D R	5,730.	5,730.
PFIZER INC	9,141.	9,141.
PHILIP MORRIS INTL	37,522.	37,522.
PHILLIPS 66	1,610.	1,610.
PIONEER NAT RES CO COM W/RIGHTS ATTACHED	518.	518.
POTASH CORP SASK-COM	1,003.	1,003.
PRAXAIR INC	452.	452.
PRECISION CASTPARTS CORP	25.	25.
PRINCIPAL FINANCIAL GROUP INC	5,507.	5,507.
PROCTER & GAMBLE CO	24,065.	24,065.
PUBLIC SVC ENTERPRISE GROUP INC	7,499.	7,499.
QUALCOMM INC	8,660.	8,660.
QUEST DIAGNOSTICS INC	1,011.	1,011.
RALPH LAUREN CORP	762.	762.
RIO TINTO PLC A D R	11,820.	11,820.
ROCHE HLDG LTD A D R	13,296.	13,296.
ROCKWELL AUTOMATION INC	1,377.	1,377.
T ROWE PRICE SM CAP VAL ADV	5,514.	5,514.
S P X CORP	416.	416.
ST JUDE MED INC	6,253.	6,253.
SANDERSON FARMS INC	366.	366.
SAP AG A D R	10,590.	10,590.
SASOL LTD SPONSORED A D R	5,503.	5,503.
SCHLUMBERGER LTD	17,385.	17,385.
SCHNEIDER ELECT SA UNSP A D R	9,422.	9,422.
SCOUT INTERNATIONAL FUND	17,446.	17,446.
TECHNOLOGY SELECT SECTOR S P D R	2,274.	2,274.
SIMON PPTY GROUP INC NEW	955.	955.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
SNAP ON INC	327.	327.
SONOVA HOLDING UNSPON ADR	2,745.	2,745.
STANLEY BLACK DECKER INC	267.	267.
STARBUCKS CORP	6,476.	6,476.
STARWOOD HOTELS & RESORTS	351.	351.
STRYKER CORP	1,647.	1,647.
SUNTRUST BKS INC	649.	649.
SWATCH GROUP AG A D R	2,876.	2,876.
TD AMERITRADE HLDG CORP	119.	119.
TAIWAN SEMICONDUCTOR A D R	5,554.	5,554.
TARGET CORPORATION	9,600.	9,600.
TEMPLETON INSTL EMERGING MKT SER ADV	12,939.	12,939.
TESCO PLC A D R	6,576.	6,576.
TEVA PHARMACEUTICAL INDS LTD ADR	636.	636.
TEXAS INSTRS INC	1,770.	1,770.
THERMO FISHER SCIENTIFIC INC	353.	353.
TIME WARNER CABLE INC	4,108.	4,108.
TORO CO	365.	365.
TOWER GROUP INC	607.	607.
TURKIYE GARANTI BANKASI A S A D R	3,983.	3,983.
UMB FINL CORP	417.	417.
U S BANCORP	3,101.	3,101.
UMPQUA HOLDINGS CORP	635.	635.
UNICHARM CORP A D R	2,471.	2,471.
UNILEVER PLC SPSD ADR	5,055.	5,055.
UNION PAC CORP	2,887.	2,887.
UNITED BANKSHARES INC W VA	673.	673.
UNITED STATIONERS INC	246.	246.
UNITED TECHNOLOGIES CORP	5,541.	5,541.
UNITED HEALTH GROUP INCORPORATED	2,343.	2,343.
VALERO ENERGY CORP	20,250.	20,250.
VALLEY NATL BANCORP	878.	878.
VANGUARD INTL GROWTH PORTFOLIO #81	17,839.	17,839.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
VISA INC CLASS A SHARES	95.	95.
WPP PLCSPONSORED A D R	9,929.	9,929.
WAL MART STORES INC	5,936.	5,936.
WAL MART DE MEXICO SAB DE CV A D R	3,704.	3,704.
WALGREEN CO COM W/RTS ATTACHED EXP 08/21	3,448.	3,448.
WEIGHT WATCHERS INTL INC	409.	409.
WELLS FARGO & CO NEW	7,413.	7,413.
WHOLE FOODS MKT INC	270.	270.
WILLIAMS SONOMA INC	1,380.	1,380.
WINDSTREAM CORP	19,713.	19,713.
XINYI GLASS HOLDINGS LTS A D R	1,408.	1,408.
YUM! BRANDS INC COM	486.	486.
ARGO GROUP INTL HLDGS LTD	350.	350.
ACCENTURE PLC CL A	7,721.	7,721.
BUNGE LIMITED	2,080.	2,080.
HERBALIFE LTD	746.	746.
LYONDELLBASELL INDUSTRIES CL A	76.	76.
TOTAL	5,017,032.	5,017,032.

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FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEE (NON-ALLOC	11,000.			11,000.
TOTALS	11,000.	NONE	NONE	11,000.

ROBERT C & ADELE R SCHIFF FAMILY FDN 30-0206688

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
OTHER ALLOCABLE EXPENSES - 2%	673,218.	605,896.	67,322.
TOTALS	673,218.	605,896.	67,322.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
2010 EXCISE TAX EXTENSION PAYM	24,950.	
FEDERAL EXCISE TAX ESTIMATES	140,400.	
FOREIGN WITHHOLDING TAX	46,828.	46,828.
TOTALS	212,178.	46,828.

ROBERT C & ADELE R SCHIFF FAMILY FDN 30-0206688

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
OHIO ATTORNEY GENERAL FILING F	200.		200.
OFFICE EXPENSES	75.		75.
ADR FEES	12,145.	12,145.	
TOTALS	12,420.	12,145.	275.

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION	AMOUNT
UNREALIZED GAIN ON STOCK DISTRIBUTED IN KIND	1,310,819.
TOTAL	1,310,819.

STATEMENT 13

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION		AMOUNT
ROUNDING ADJUSTMENT ON SALES		2.
	TOTAL	2.

FORM 990PF, PART VII-A - NEW SUBSTANTIAL CONTRIBUTORS

NAME AND ADDRESS

ROBERT C SCHIFF, SR 2015 CLAT TRUST
P O BOX 1118, CN-OH-W7IV
CINCINNATI, OH 45201

ROBERT C SCHIFF, SR 2018 CLAT TRUST
P O BOX 1118, CN-OH-W7IV
CINCINNATI, OH 45201

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

OFFICER NAME:
ROBERT C. SCHIFF, JR
ADDRESS:
P.O. BOX 1118 ML CN-OH-10X
CINCINNATI, OH 45201
TITLE:
DIRECTOR
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 0

OFFICER NAME:
JAMES A. SCHIFF
ADDRESS:
P.O. BOX 1118 ML CN-OH-10X
CINCINNATI, OH 45201
TITLE:
DIRECTOR
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 0

FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID
==

RECIPIENT NAME:
  PER ATTACHED LISTING
  AMOUNTS INCLUDE CASH AND ASSETS
RELATIONSHIP:
  NONE
PURPOSE OF GRANT:
  EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
  PUBLIC CHARITY
AMOUNT OF GRANT PAID ....7,698,356.

TOTAL GRANTS PAID:	7,698,356.
	==============

Year end 11/30/12 Charitable contributions for Robert C & Adele R Schiff Family Foundation Inc. EI# 30-0206688

4C's Champions for Children Ms. Sandy Haas, Executive Director 1924 Dana Avenue Cincinnati, OH 45207	45,000.00
Adopt A Class Foundation Mr. William J. Burwinkel, Executive Director 2153 West Eighth Street, Sutie 200 Cincinnati, OH 45204	25,000.00
Beech Acres Mr. James R. Mason, President & CEO 6881 Beechmont Avenue Cincinnati, OH 45230-9989	35,000.00
Boys & Girls Club of Greater Cincinnati Mr. Brent Seelmeyer, President 600 Dalton Avenue Cincinnati, OH 45203	35,000.00
CET Ms. Sue Ellen Stuebing, Director of Developement 1223 Central Parkway Cincinnati, OH 45214	65,000.00
Children's Hospital – Cincinnati (amount includes Cincinnati Financial stock distribution) Ms. Liz Curnett 3333 Burnet Avenue, MLC: 9002 Cincinnati, OH 45229-3036	300,817.61
Cincinnati Arts & Technology Center (amount includes Cincinnati Financial stock distribution) Ms. Clara Martin Longworth Hall Lobby C & D 70 W Pete Rose Way Cincinnati, OH 45203	100,285.76
Ms. Laureen McCorkle Cincinnati Cancer Center (amount includes Cincinnati Financial stock distribution) PO Box 670544 Cincinnati, OH 45221	275,706.50

Year end 11/30/12 Charitable contributions for Robert C & Adele R Schiff Family Foundation Inc. EI# 30-0206688

Ms. Patricia A. Gleason Cincinnati Early Learning Centers, Inc. (amount includes Cincinnati Financial stock distribution) 1301 East McMillan Cincinnati, OH 45206	160,425.48
Cincinnati Fire Museum Ms. Barbara M. Hammond, Executive Director 315 West Court Street Cincinnati, OH 45202-1118	10,000.00
Mr. Jay Kalagayan Cincinnati Museum Center (amount includes Cincinnati Financial stock distribution) 1301 Western Avenue Cincinnati, OH 45203	200,531.85
Cincinnati Opera - Music Hall Ms. Patricia K. Beggs, Director & CEO 1243 Elm Street Cincinnati, OH 45202-7531	10,000.00
Cincinnati Playhouse in the Park (amount includes Cincinnati Financial stock distribution) PO Box 6537 Cincinnati, OH 45206-0537	200,531.85
Cincinnati Shakespeare Festival Mr. Richard L. Westheimer, President 719 Race Street Cincinnati, OH 45202-4303	10,000.00
Cincinnati Woman's Club Operating Endowment Fund 330 Lafayette Avenue Cincinnati, OH 45220	10,000.00
Mr. Thane Maynard Zoo Director Cincinnati Zoo & Botanical Garden (amount includes Cincinnati Financial stock distribution) 3400 Vine Street Cincinnati, OH 45220-1399	350,920.82

Year end 11/30/12 Charitable contributions for
Robert C & Adele R Schiff Family Foundation Inc. EI# 30-0206688

CISE Catholic Inner City School Education Most Reverend Dennis M. Schnurr Archbiship of Cincinnati 100 East Eighth Street Cincinnati, OH 45202	65,000.00
City Gospel Mission-Whiz Kids 1947 Auburn Avenue Cincinnati, OH 45219	5,000.00
Coalition for Drug Free Greater Cincinnati Ms. Mary F. Haag, RN, OCPSI, ICPS President/CEO & Executive Director 2330 Victory Parkway, Suite 703 Cincinnati, OH 45206-2809	100,000.00
Community Learning Center Institute (amount includes Cincinnati Financial stock distribution) Mrs. Darlene M. Kamine 8450 Arborcrest Drive Cincinnati, OH 45236	1,002,540.24
Crayons to Computers Ms. Susan Frankel, President & CEO 1350 Tennessee Avenue Cincinnati, OH 45229	50,000.00
Ms. Blossom Gardney Duke University Duke University Alumni Records (amount includes Cincinnati Financial stock distribution) Box 90581 Durham, NC 27708-0581	902,333.82
Every Child Succeeds Cincinnati Children's Hospital 3333 Burnet Avenue, ML 3005 Cincinnati, OH 45229-3039	50,000.00
Free Store Food Bank Mr. Kurt L. Reiber, President & CEO 1141 Central Parkway Cincinnati, OH 45202	50,000.00

Year end 11/30/12 Charitable contributions for
Robert C & Adele R Schiff Family Foundation Inc. EI# 30-0206688

Glad House Ms. Mary Schwaderer Interim Executive Director 4721 Reading Rd, Bldg A Cincinnati, OH 45237	20,000.00
Growing Well c/o Community Learning Center 8450 Arborcrest Drive Cincinnati, OH 45236	25,000.00
Hughes Alumni Foundation 2515 Clifton Avenue Cincinnati, OH 45219	1,000.00
Impact 100, Inc. Sharon Mitchell, President 4010 Executive Park Drive, Suite 100 Cincinnati, OH 45241	5,000.00
Indian Hill Historical Society Ms. Diana Jones, Administrator 8100 Given Road Cincinnati, OH 45243	1,000.00
Interfaith Hospitality Network Ms. Georgine Getty Executive Director 990 Nassau Street Cincinnati, OH 45206	5,000.00
The John Updike Society 1504 Paddington Drive Bloomington, IL 61704	260,000.00
Joy Outdoor Education "Camp Joy" Mr. Mike McGinty, Executive Director PO Box 417 Clarksville, OH 45113	20,000.00
Junior Achievement Mr. John Weil, President 644 Linn Street, Suite 1024 Cincinnati, OH 45203	2,500.00

Year end 11/30/12 Charitable contributions for
Robert C & Adele R Schiff Family Foundation Inc. EI# 30-0206688

Juvenile Diabetes Research Foundation Greater Cincinnati Chapter Melissa Newman, Ph.D, Executive Director 8041 Hosbrook Road, Suite 422 Cincinnati, OH 45236-3830	5,000.00
Kenzie's Closet Mr. Brynne F. Coletti, Executive Director PO Box 43285 Cincinnati, OH 45243	2,000.00
Lighthouse Youth Services, Inc. Mr. Robert C. Mecum, President & CEO 401 East McMillan Street Cincinnati, OH 45206	25,000.00
Community Arts Initiative c/o Debbie Hill 1005 Urbancrest Drive Cincinnati, OH 45226	5,000.00
Madeira & Indiana Hill Joint Fire District Ms. Dianne M. Donlan, Clerk 6475 Drake Road Cincinnati, OH 45243	5,000.00
Mind Peace Susan Shelton, Executive Director Cincinnati Children's College Hill Campus 5642 Hamilton Avenue Cincinnati, OH 45224	75,000.00
National Underground Rail Road Freedom Center Kim A. Robinson, Executive Director 50 East Freedom Way Cincinnati, OH 45202	5,000.00
Nature Conservancy of Rhode Island 159 Waterman Street Providence, RI 02906	3,000.00
Pleasant Ridge Presbyterian Church 5950 Montgomery Road Cincinnati, OH 45213	50,000.00

Year end 11/30/12 Charitable contributions for
Robert C & Adele R Schiff Family Foundation Inc. EI# 30-0206688

Project Grad (amount includes Cincinnati Financial stock distribution) Ms. Patricia Stewart-Adams PO Box 23300 Cincinnati, OH 45223-0300	75,214.32
Prokids 2605 Burnet Avenue Cincinnati, OH 45219	5,000.00
Queen City Foundation Mr. Ronald E. Felder, President PO Box 3145 Cincinnati, OH 45201	5,000.00
International Rett Syndrome Foundation Mr. Stephen Bajardi, Executive Director 4600 Devitt Drive Cincinnati, OH 45242	60,000.00
Ronald McDonald House Charities Ms. Tanya Cornejo, Development Director 350 Erkenbrecher Avenue Cincinnati, OH 45229	10,000.00
Seven Hills School (amount includes Cincinnati Financial stock distribution) Ms. Margo Kirstein, Director of Development 5400 Red Bank Road Cincinnati, OH 45227-1198	802,048.06
St. Xavier High School - Foundation Mr. Ralph A. Nardini, Vice President of Development 600 W. North Bend Road Cincinnati, OH 45224-1499	40,000.00
Stepping Stones Center Ms. Mary Hunter Ellis, Donor Services 5650 Given Road Cincinnati, OH 45243	10,000.00
Student U. - Durham Academy Mr. Dan Kimberg, Executive Director 3116 Academy Road Durham, NC 27707	10,000.00

Year end 11/30/12 Charitable contributions for Robert C & Adele R Schiff Family Foundation Inc. EI# 30-0206688

Summit Country Day School
Ms. Michele Duda
Director of Development
2161 Grandin Road
Cincinnati, OH 45208 50,000.00

Talbert House
Tracy A. Wells, Development Director
2600 Victory Parkway
Cincinnati, Oh 45206-1711 20,000.00

The Mercantile Library
414 Walnut Street
Cincinnati, OH 45202 30,000.00

The Taft Museum of Art
Ms. Deborah Emont Scott, Director
316 Pike Street
Cincinnati, OH 45202-4293 10,000.00

LEC Foundation
Ms. Molly Talbot
9840 Montgomery Road
Cincinnati, OH 45242 2,000.00

University of Cincinnati Foundation
(amount includes SPDR Gold Trust stock distribution)
Mr. Mark Bricker
PO Box 19970
Cincinnati, OH 45219 530,000.00

Vanderbilt University
(amount includes SPDR Gold Trust stock distribution)
Ms. Janelle Wilson,
Director of Special Projects
PMB 407731
2301 Vanderbilt Place
Nashville, TN 37240-7731 900,000.00

WGUC
Mr. Leonard Sternberg, Major Gifts Specialist
1223 Central Pkwy
Cincinnati, OH 45214-2889 3,000.00

Year end 11/30/12 Charitable contributions for Robert C & Adele R Schiff Family Foundation Inc. EI# 30-0206688

Winners Walk Talll c/o Literacy Network Greater Cincinnati Kathy Allen Ciarla, President 635 West 7th Street, Suite #300 19 Broadcast Plaza Cincinnati, OH 45203	5,000.00
Word Play 4041 Hamilton Ave. Cincinnati, OH 45223	5,000.00
Xavier University Fr. Michael Graham, S.J. Office of the President 3800 Victory Parkway Cincinnati, OH 45207-4511	50,000.00
YMCA of Greater Cincinnati (amount includes SPDR Gold Trust stock distribution) Ms. Susan Dorward VP of Organizational Advancement 1105 Elm Street Cincinnati, OH 45202	500,000.00
YWCA Ms. Charlene Ventura President & CEO 898 Walnut Street Cincinnati, OH 45202	2,500.00
Total:	**$7,698,356.31**

ROBERT C & ADELE R SCHIFF FAMILY FDN

30-0206688 TAX YEAR: 11/30/12

ATTACHMENT TO FORM 990-PF, PART XV

ADDITIONAL INFORMATION REGARDING CONTRIBUTION OF PUBLICLY TRADED STOCK

CHARITABLE ORGANIZATION:
CHILDREN'S HOSPITAL - CINCINNATI

PROPERTY CONTRIBUTED:
7,583.000 SHARES CINCINNATI FINANCIAL STOCK

BOOK VALUE OF PROPERTY CONTRIBUTED:
$16,570.90

METHOD USED TO DETERMINE BOOK VALUE:
TAX COST BASIS

METHOD USED TO DETERMINE FAIR MARKET VALUE:
AVERAGE HIGH AND LOW PRICE PER SHARE ON DATE OF GIFT
7,583.000 shares @ $ 39.67 per share = $ 300,817 61

DATE OF GIFT:
NOVEMBER 20, 2012

ROBERT C & ADELE R SCHIFF FAMILY FDN

30-0206688 TAX YEAR: 11/30/12

ATTACHMENT TO FORM 990-PF, PART XV

ADDITIONAL INFORMATION REGARDING CONTRIBUTION OF PUBLICLY TRADED STOCK

CHARITABLE ORGANIZATION:
CINCINNATI ARTS & TECHNOLOGY CENTER

PROPERTY CONTRIBUTED:
2,528 000 SHARES CINCINNATI FINANCIAL STOCK

BOOK VALUE OF PROPERTY CONTRIBUTED:
$5,524.36

METHOD USED TO DETERMINE BOOK VALUE:
TAX COST BASIS

METHOD USED TO DETERMINE FAIR MARKET VALUE:
AVERAGE HIGH AND LOW PRICE PER SHARE ON DATE OF GIFT
2,528 000 shares @ $ 39 67 per share = $ 100,285.76

DATE OF GIFT:
NOVEMBER 20, 2012

ROBERT C & ADELE R SCHIFF FAMILY FDN

30-0206688 TAX YEAR. 11/30/12

ATTACHMENT TO FORM 990-PF, PART XV

ADDITIONAL INFORMATION REGARDING CONTRIBUTION OF PUBLICLY TRADED STOCK

CHARITABLE ORGANIZATION:
CINCINNATI CANCER CENTER

PROPERTY CONTRIBUTED:
6,950.000 SHARES CINCINNATI FINANCIAL STOCK

BOOK VALUE OF PROPERTY CONTRIBUTED:
$15,187.62

METHOD USED TO DETERMINE BOOK VALUE:
TAX COST BASIS

METHOD USED TO DETERMINE FAIR MARKET VALUE:
AVERAGE HIGH AND LOW PRICE PER SHARE ON DATE OF GIFT
6,950.000 shares @ $ 39.67 per share = $ 275,706.50

DATE OF GIFT:
NOVEMBER 20, 2012

ROBERT C & ADELE R SCHIFF FAMILY FDN

30-0206688 TAX YEAR: 11/30/12

ATTACHMENT TO FORM 990-PF, PART XV

ADDITIONAL INFORMATION REGARDING CONTRIBUTION OF PUBLICLY TRADED STOCK

CHARITABLE ORGANIZATION:
CINCINNATI EARLY LEARNING CENTER

PROPERTY CONTRIBUTED:
4,044.000 SHARES CINCINNATI FINANCIAL STOCK

BOOK VALUE OF PROPERTY CONTRIBUTED:
$ 8,837 23

METHOD USED TO DETERMINE BOOK VALUE:
TAX COST BASIS

METHOD USED TO DETERMINE FAIR MARKET VALUE:
AVERAGE HIGH AND LOW PRICE PER SHARE ON DATE OF GIFT
4,044 000 shares @ $ 39.67 per share = $ 160,425.48

DATE OF GIFT:
NOVEMBER 20, 2012

ROBERT C & ADELE R SCHIFF FAMILY FDN

30-0206688 TAX YEAR: 11/30/12

ATTACHMENT TO FORM 990-PF, PART XV

ADDITIONAL INFORMATION REGARDING CONTRIBUTION OF PUBLICLY TRADED STOCK

CHARITABLE ORGANIZATION:
CINCINNATI MUSEUM CENTER

PROPERTY CONTRIBUTED:
5,055.000 SHARES CINCINNATI FINANCIAL STOCK

BOOK VALUE OF PROPERTY CONTRIBUTED:
$ 212,815.50

METHOD USED TO DETERMINE BOOK VALUE:
TAX COST BASIS

METHOD USED TO DETERMINE FAIR MARKET VALUE:
AVERAGE HIGH AND LOW PRICE PER SHARE ON DATE OF GIFT
5,055.000 shares @ $ 39.67 per share = $ 200,531.85

DATE OF GIFT:
NOVEMBER 20, 2012

ROBERT C & ADELE R SCHIFF FAMILY FDN

30-0206688 TAX YEAR. 11/30/12

ATTACHMENT TO FORM 990-PF, PART XV

ADDITIONAL INFORMATION REGARDING CONTRIBUTION OF PUBLICLY TRADED STOCK

CHARITABLE ORGANIZATION:
CINCINNATI PLAYHOUSE IN THE PARK

PROPERTY CONTRIBUTED:
5,055.000 SHARES CINCINNATI FINANCIAL STOCK

BOOK VALUE OF PROPERTY CONTRIBUTED:
$ 212,815.50

METHOD USED TO DETERMINE BOOK VALUE:
TAX COST BASIS

METHOD USED TO DETERMINE FAIR MARKET VALUE:
AVERAGE HIGH AND LOW PRICE PER SHARE ON DATE OF GIFT
5,055.000 shares @ $ 39.67 per share = $ 200,531.85

DATE OF GIFT:
NOVEMBER 20, 2012

ROBERT C & ADELE R SCHIFF FAMILY FDN

30-0206688 TAX YEAR· 11/30/12

ATTACHMENT TO FORM 990-PF, PART XV

ADDITIONAL INFORMATION REGARDING CONTRIBUTION OF PUBLICLY TRADED STOCK

CHARITABLE ORGANIZATION:
CINCINNATI ZOO & BOTANICAL GARDEN

PROPERTY CONTRIBUTED:
8,846.000 SHARES CINCINNATI FINANCIAL STOCK

BOOK VALUE OF PROPERTY CONTRIBUTED:
$ 372,416.60

METHOD USED TO DETERMINE BOOK VALUE:
TAX COST BASIS

METHOD USED TO DETERMINE FAIR MARKET VALUE:
AVERAGE HIGH AND LOW PRICE PER SHARE ON DATE OF GIFT
8,846.000 shares @ $ 39.67 per share = $ 350,920.82

DATE OF GIFT:
NOVEMBER 20, 2012

ROBERT C & ADELE R SCHIFF FAMILY FDN

30-0206688 TAX YEAR: 11/30/12

ATTACHMENT TO FORM 990-PF, PART XV

ADDITIONAL INFORMATION REGARDING CONTRIBUTION OF PUBLICLY TRADED STOCK

CHARITABLE ORGANIZATION:
COMMUNITY LEARNING CENTER INSTITUTE

PROPERTY CONTRIBUTED:
25,272 000 SHARES CINCINNATI FINANCIAL STOCK

BOOK VALUE OF PROPERTY CONTRIBUTED:
$1,063,951 20

METHOD USED TO DETERMINE BOOK VALUE:
TAX COST BASIS

METHOD USED TO DETERMINE FAIR MARKET VALUE:
AVERAGE HIGH AND LOW PRICE PER SHARE ON DATE OF GIFT
25,272.000 shares @ $ 39.67 per share = $1,002,540.24

DATE OF GIFT:
NOVEMBER 20, 2012

ROBERT C & ADELE R SCHIFF FAMILY FDN

30-0206688 TAX YEAR· 11/30/12

ATTACHMENT TO FORM 990-PF, PART XV

ADDITIONAL INFORMATION REGARDING CONTRIBUTION OF PUBLICLY TRADED STOCK

CHARITABLE ORGANIZATION:
DUKE UNIVERSITY

PROPERTY CONTRIBUTED:
22,746.000 SHARES CINCINNATI FINANCIAL STOCK

BOOK VALUE OF PROPERTY CONTRIBUTED:
$ 957,606.60

METHOD USED TO DETERMINE BOOK VALUE:
TAX COST BASIS

METHOD USED TO DETERMINE FAIR MARKET VALUE:
AVERAGE HIGH AND LOW PRICE PER SHARE ON DATE OF GIFT
22,746 000 shares @ $ 39 67 per share = $ 902,333.82

DATE OF GIFT:
NOVEMBER 20, 2012

ROBERT C & ADELE R SCHIFF FAMILY FDN

30-0206688 TAX YEAR. 11/30/12

ATTACHMENT TO FORM 990-PF, PART XV

ADDITIONAL INFORMATION REGARDING CONTRIBUTION OF PUBLICLY TRADED STOCK

CHARITABLE ORGANIZATION:
PROJECT GRAD

PROPERTY CONTRIBUTED:
1,896 000 SHARES CINCINNATI FINANCIAL STOCK

BOOK VALUE OF PROPERTY CONTRIBUTED:
$ 79,821.60

METHOD USED TO DETERMINE BOOK VALUE:
TAX COST BASIS

METHOD USED TO DETERMINE FAIR MARKET VALUE:
AVERAGE HIGH AND LOW PRICE PER SHARE ON DATE OF GIFT
1,896.000 shares @ $ 39.67 per share = $ 75,214 32

DATE OF GIFT:
NOVEMBER 20, 2012

ROBERT C & ADELE R SCHIFF FAMILY FDN

30-0206688 TAX YEAR: 11/30/12

ATTACHMENT TO FORM 990-PF, PART XV

ADDITIONAL INFORMATION REGARDING CONTRIBUTION OF PUBLICLY TRADED STOCK

CHARITABLE ORGANIZATION:
SEVEN HILLS SCHOOL

PROPERTY CONTRIBUTED:
20,218 000 SHARES CINCINNATI FINANCIAL STOCK

BOOK VALUE OF PROPERTY CONTRIBUTED:
$ 851,177 80

METHOD USED TO DETERMINE BOOK VALUE:
TAX COST BASIS

METHOD USED TO DETERMINE FAIR MARKET VALUE:
AVERAGE HIGH AND LOW PRICE PER SHARE ON DATE OF GIFT
20,218.000 shares @ $ 39 67 per share = $ 802,048 06

DATE OF GIFT:
NOVEMBER 20, 2012

ROBERT C & ADELE R SCHIFF FAMILY FDN

30-0206688 TAX YEAR· 11/30/12

ATTACHMENT TO FORM 990-PF, PART XV

ADDITIONAL INFORMATION REGARDING CONTRIBUTION OF PUBLICLY TRADED STOCK

CHARITABLE ORGANIZATION:
UNIVERSITY OF CINCINNATI FOUNDATION

PROPERTY CONTRIBUTED:
3,160 000 SHARES SPDR GOLD STOCK

BOOK VALUE OF PROPERTY CONTRIBUTED:
$286,557.96

METHOD USED TO DETERMINE BOOK VALUE:
TAX COST BASIS

METHOD USED TO DETERMINE FAIR MARKET VALUE:
AVERAGE HIGH AND LOW PRICE PER SHARE ON DATE OF GIFT
3,160 000 shares @ $ 167 43 per share = $ 529,078.80

DATE OF GIFT:
NOVEMBER 20, 2012

ROBERT C & ADELE R SCHIFF FAMILY FDN

30-0206688	TAX YEAR:	11/30/12

ATTACHMENT TO FORM 990-PF, PART XV

ADDITIONAL INFORMATION REGARDING CONTRIBUTION OF PUBLICLY TRADED STOCK

CHARITABLE ORGANIZATION:
VANDERBILT UNIVERSITY

PROPERTY CONTRIBUTED:
5,365.000 SHARES SPDR GOLD STOCK

BOOK VALUE OF PROPERTY CONTRIBUTED:
$580,921.66

METHOD USED TO DETERMINE BOOK VALUE:
TAX COST BASIS

METHOD USED TO DETERMINE FAIR MARKET VALUE:
AVERAGE HIGH AND LOW PRICE PER SHARE ON DATE OF GIFT
5,365.000 shares @ $ 167.43 per share = $ 898,261.95

DATE OF GIFT:
NOVEMBER 20, 2012

ROBERT C & ADELE R SCHIFF FAMILY FDN

30-0206688 TAX YEAR: 11/30/12

ATTACHMENT TO FORM 990-PF, PART XV

ADDITIONAL INFORMATION REGARDING CONTRIBUTION OF PUBLICLY TRADED STOCK

CHARITABLE ORGANIZATION:
YMCA OF GREATER CINCINNATI

PROPERTY CONTRIBUTED:
2,981.000 SHARES SPDR GOLD STOCK

BOOK VALUE OF PROPERTY CONTRIBUTED:
$322,782 38

METHOD USED TO DETERMINE BOOK VALUE:
TAX COST BASIS

METHOD USED TO DETERMINE FAIR MARKET VALUE:
AVERAGE HIGH AND LOW PRICE PER SHARE ON DATE OF GIFT
2,981.000 shares @ $ 167 43 per share = $ 499,108 83

DATE OF GIFT:
NOVEMBER 20, 2012

ROBERT AND ADELE SCHIFF FAMILY
FOUNDATION INC. BY AND BETWEEN
ROBERT SCHIFF JR., AND JAMES SCHIFF
DIRECTORS AND U.S. BANK NA, AGENT

ACCOUNT NO: 15-000769340
DATE: 11/30/12

PORTFOLIO DETAIL

SHARES FACE AMOUNT		MARKET VALUE	COST BASIS/ ORIGINAL COST	CUSIP NUMBER	EST ANNUAL INCOME
	CASH MANAGEMENT				
4,124,338.83	FIRST AMER TREASURY OBLIG CL Y	4,124,338.83	4,124,338.83	31846V807	0
	TOTAL CASH MANAGEMENT	4,124,338.83	4,124,338.83		0
	DOMESTIC COMMON STOCKS				
1,058	ABBOTT LABORATORIES	68,770.00	71,876.77	002824100	2,158
561	AFFILIATED MANAGERS GROUP INC	72,296.07	57,326.59	008252108	0
3,231	AGILENT TECHNOLOGIES INC	123,714.99	124,675.89	00846U101	1,292
653	ALEXION PHARMACEUTICALS INC	62,701.06	35,095.25	015351109	0
7,524	ALLERGAN INC	697,851.00	626,959.81	018490102	1,505
7,285	ALLSTATE CORP	294,896.80	239,948.46	020002101	6,411
1,218	AMAZON COM INC	306,996.90	255,418.54	023135106	0
8,902	AMERICAN EQUITY INVT LIFE HL	102,640.06	101,674.19	025676206	1,335
3,460	AMERICAN EXPRESS CO	193,414.00	147,519.52	025816109	2,768
5,499	AMERISOURCEBERGEN CORP	232,167.78	158,294.76	03073E105	4,619
1,747	AMETEK INC	65,215.51	48,280.09	031100100	419
10,250	AMGEN INC	910,200.00	760,574.60	031162100	14,760
448	ANADARKO PETROLEUM CORP	32,789.12	28,062.91	032511107	161
837	ANIXTER INTL INC	51,123.96	50,692.49	035290105	0

ROBERT AND ADELE SCHIFF FAMILY
FOUNDATION INC. BY AND BETWEEN
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8,060	APACHE CORP	621,345.40	732,904.41	037411105	5,481
2,256	APPLE INC	1,320,391.68	981,332.00	037833100	23,914
26,594	ATT INC	907,653.22	885,440.70	00206R102	47,869
83	AUTOZONE INC	31,852.91	31,727.87	053332102	0
2,575	AVISTA CORP	61,053.25	67,903.78	05379B107	2,987
5,952	BANK OF NEW YORK MELLON CORP	142,490.88	183,058.52	064058100	3,095
4,372	BANK OF THE OZARKS INC	138,942.16	140,487.22	063904106	2,448
3,605	BARNES GROUP INC	76,029.45	86,596.06	067806109	1,442
3,616	BAXTER INTL INC	239,632.32	188,569.82	071813109	6,509
2,146	BEAM INC	120,412.06	82,848.78	073730103	1,760
1,418	BIOGEN IDEC INC	211,409.62	136,911.15	09062X103	0
3,195	BIOMED REALTY TRUST INC	61,567.65	59,770.35	09063H107	2,748
1,861	BLACK HILLS CORP	66,419.09	58,934.71	092113109	2,754
4,216	BLOUNT INTERNATIONAL INC	60,162.32	58,320.33	095180105	0
1,877	BORG WARNER INC	124,445.10	118,462.16	099724106	0
2,826	BRISTOW GROUP INC	147,234.60	128,205.73	110394103	2,261
1,764	BROADCOM CORP CL A	57,118.32	51,488.52	111320107	706
717	CABOT OIL GAS CORP CL A	33,770.70	24,893.39	127097103	57

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6,327	CALGON CARBON CORP	85,667.58	87,897.85	129603106	0
856	CARBO CERAMICS INC	65,543.92	58,418.06	140781105	924
7,254	CARIBOU COFFEE CO INC	87,410.70	93,084.05	142042209	0
2,631	CASEYS GEN STORES INC	129,971.40	159,338.88	147528103	1,736
6,916	CATERPILLAR INC	589,519.84	639,734.81	149123101	14,385
4,147	CATO CORP CL A	120,511.82	125,007.99	149205106	4,147
2,811	CBRE GROUP INC	53,212.23	45,836.62	12504L109	0
31,813	CBS CORP CLASS B NON VOTING	1,144,631.74	1,006,422.87	124857202	15,270
10,879	CELGENE CORP	854,980.61	706,246.40	151020104	0
827	CERNER CORPORATION	63,860.94	54,924.84	156782104	0
10,485	CHEVRON CORPORATION	1,108,159.65	838,909.83	166764100	37,746
1,926,852	CINCINNATI FINL CORP	78,076,043.04	64,396,038.37	172062101	3,140,769
1,799	CITRIX SYS INC	110,026.84	62,922.13	177376100	0
1,873	CLARCOR INC	86,869.74	90,839.19	179895107	1,011
3,564	CLECO CORPORATION	143,593.56	151,323.87	12561W105	4,811
6,800	CLIFFS NATURAL RESOURCES INC	195,500.00	593,715.48	18683K101	17,000
8,500	COACH INC	491,640.00	495,477.75	189754104	10,200
788	COBALT INTL ENERGY INC	18,376.16	15,899.08	19075F106	0

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29,442	COCA COLA COMPANY	1,116,440.64	1,137,238.63	191216100	30,031
1,719	COMCAST CORP CL A	63,938.21	42,776.08	20030N101	1,117
703	CONCHO RES INC	56,422.78	53,442.19	20605P101	0
16,077	CONOCOPHILLIPS	915,424.38	602,930.20	20825C104	42,443
10,300	CONSOL ENERGY INC	322,905.00	498,844.45	20854P109	5,150
471	CUMMINS INC	46,233.36	46,323.00	231021106	942
3,830	DANAHER CORP	206,705.10	148,529.11	235851102	383
9,506	DEERE & CO	798,979.30	807,211.87	244199105	17,491
3,641	DIODES INCORPORATED	55,124.74	68,264.38	254543101	0
3,433	DOVER CORP	218,304.47	159,505.76	260003108	4,806
2,795	DUPONT FABROS TECHNOLOGY	64,536.55	74,063.59	26613Q106	2,236
9,361	E BAY INC	494,448.02	249,808.34	278642103	0
45,545	E M C CORPORATION	1,130,426.90	1,089,457.82	268648102	0
19,841	EARTH LINK INC	130,950.60	133,920.79	270321102	3,968
2,930	EATON CORP	152,828.80	131,807.69	278058102	4,454
5,373	EDUCATION REALTY TRUST INC	55,395.63	58,891.31	28140H104	2,149
1,513	ENPRO INDUSTRIES INC	59,430.64	51,870.79	29355X107	0
3,322	EVERCORE PARTNERS INC	91,255.34	82,603.19	29977A105	2,923

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6,500	EXPEDITORS INTL WASH INC	243,230.00	255,767.20	302130109	3,640
6,089	EXPRESS SCRIPTS HLDGS C	327,892.65	332,355.85	30219G108	0
8,100	EXXON MOBIL CORP	713,934.00	597,466.38	30231G102	18,468
3,623	FACEBOOK INC A	101,444.00	103,141.43	30303M102	0
1,544	FIDELITY NATL INFORMATION SVCS INC	55,738.40	51,593.36	31620M106	1,235
2,399	FIRST FINL BANKSHARES INC	93,345.09	83,345.81	32020R109	2,399
4,122	FLOWERS FOODS INC	97,031.88	82,948.24	343498101	2,638
7,795	FNB CORP	84,186.00	86,837.86	302520101	3,742
5,437	FOREST LABS INC	192,796.02	194,225.92	345838106	0
849	FORTINET INC	16,963.02	17,823.33	34959E109	0
1,775	FRANKLIN ELEC INC	105,719.00	97,226.16	353514102	1,030
1,217	FRANKLIN RES INC	160,668.34	146,604.49	354613101	1,314
17,011	FREEPORT MCMORAN COPPER GOLD	663,599.11	748,178.26	35671D857	21,264
985	FUSION IO INC	22,980.05	29,219.78	36112J107	0
436	F5 NETWORKS INC	40,844.48	42,288.58	315616102	0
1,328	G & K SVCS INC CL A	45,019.20	42,454.57	361268105	1,036
2,918	G A T X CORP	122,935.34	123,486.55	361448103	3,502
2,616	G I I I APPAREL GROUP LTD	99,538.80	71,898.93	36237H101	0

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16,699	GENERAL ELECTRIC CO	352,849.87	298,058.34	369604103	11,355
23,300	GENERAL MILLS INC	955,067.00	904,836.73	370334104	30,756
12,809	GILEAD SCIENCES INC	960,675.00	649,280.43	375558103	0
1,528	GNC ACQUISITIONS HOLDINGS INC	53,678.64	55,408.25	36191G107	672
1,169	GOLDMAN SACHS GROUP INC	137,696.51	154,026.97	38141G104	2,338
1,395	GOOGLE INC CL A	974,226.15	759,941.99	38259P508	0
5,750	GRAINGER W W INC	1,115,615.00	620,046.96	384802104	18,400
3,329	GREATBATCH INC	75,168.82	78,544.76	39153L106	0
1,753	HAEMONETICS CORP	142,045.59	124,115.03	405024100	0
4,256	HALLIBURTON CO	141,937.60	153,151.46	406216101	1,532
4,172	HEALTHCARE RLTY TR	99,502.20	100,281.04	421946104	5,006
3,663	HESS CORP	181,721.43	207,885.82	42809H107	1,465
1,454	HOME DEPOT INC	94,611.78	75,403.12	437076102	1,687
1,138	HOME PROPERTIES INC	67,016.82	71,498.38	437306103	3,004
2,904	HONEYWELL INTERNATIONAL INC	178,102.32	129,518.97	438516106	4,763
31,704	INTEL CORP	620,288.76	811,917.87	458140100	28,534
5,050	INTERNATIONAL BUSINESS MACHINES CORP	959,853.50	984,654.84	459200101	17,170
142	INTUITIVE SURGICAL INC	75,118.00	70,383.75	46120E602	0

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8,311	J P MORGAN CHASE CO	341,415.88	369,617.75	46625H100	9,973
8,134	JABIL CIRCUIT INC	154,546.00	127,247.71	466313103	2,603
3,328	JACK IN THE BOX INC	91,686.40	86,722.02	466367109	0
19,247	JACOBS ENGR GROUP INC	787,972.18	770,177.52	469814107	0
4,800	JOY GLOBAL INC	273,552.00	359,051.04	481165108	3,360
2,087	JUNIPER NETWORKS INC	37,524.26	45,918.36	48203R104	0
4,585	J2 GLOBAL INC	138,650.40	131,432.69	48123V102	4,127
2,200	KOHLS CORP	98,230.00	121,610.27	500255104	2,816
2,959	KOPPERS HLDGS INC	104,719.01	92,210.73	50060P106	2,841
6,358	KRAFT FOODS GROUP INC	287,635.92	264,481.78	50076Q106	0
1,439	LABORATORY CORP OF AMERICA HOLDINGS	121,725.01	106,781.28	50540R409	0
1,319	LAS VEGAS SANDS CORP	61,531.35	49,054.14	517834107	1,319
14,566	LAUDER ESTEE COS INC CL A	848,469.50	681,100.35	518439104	10,488
1,166	LENNAR CORP CL A	44,354.64	29,923.73	526057104	187
6,603	LOWES CO INC	238,302.27	183,375.04	548661107	4,226
435	LULULEMON ATHLETICA INC	31,224.30	21,482.92	550021109	0
366	MASTERCARD INC	178,856.88	57,941.51	57636Q104	439
1,921	MATTHEWS INTL CORP CL A	58,110.25	57,279.61	577128101	768

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5,750	MCDONALDS CORP	500,480.00	507,750.88	580135101	17,710
22,750	MERCK AND CO INC NEW	1,007,825.00	951,038.50	58933Y105	39,130
2,050	MEREDITH CORP	63,919.00	68,783.65	589433101	3,137
35,747	MICROSOFT CORP	951,406.41	1,071,255.22	594918104	32,887
1,047	MID-AMER APT CMNTYS INC	65,249.04	69,675.86	59522J103	2,764
1,219	MINERALS TECHNOLOGIES INC	90,206.00	82,006.88	603158106	488
19,075	MONDELEZ INTERNATIONAL W I	493,851.75	489,267.99	609207105	9,919
2,151	MONRO MUFFLER BRAKE INC	69,004.08	81,607.91	610236101	860
1,008	MONSANTO CO	92,322.72	79,744.31	61166W101	1,512
8,916	MOSAIC CO	481,998.96	610,993.08	61945C103	8,916
9,500	NEWMONT MINING CORP	447,355.00	455,937.13	651639106	13,300
10,118	NEXTERA ENERGY INC	695,207.78	634,687.43	65339F101	24,283
8,500	NIKE INC	828,580.00	757,659.40	654106103	14,280
9,000	NOBLE ENERGY INC	879,750.00	614,561.25	655044105	9,000
2,781	NORTHWESTERN CORP	96,472.89	99,790.07	668074305	4,116
9,582	OCCIDENTAL PETROLEUM CORPORATION	720,662.22	654,382.49	674599105	20,697
1,955	OLD DOMINION FGHT LINE INC	65,375.20	58,040.95	679580100	0
9,203	ORACLE CORPORATION	296,106.53	245,224.12	68389X105	2,209

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478	PALO ALTO NETWORKS INC	26,012.76	28,274.89	697435105	0
9,800	PEABODY ENERGY CORP	246,078.00	499,558.92	704549104	3,332
41,550	PFIZER INC	1,039,581.00	949,819.82	717081103	36,564
12,653	PHILIP MORRIS INTL	1,137,251.64	793,134.67	718172109	43,020
6,600	PHILLIPS 66	345,642.00	144,428.95	718546104	6,600
5,800	PIONEER NAT RES CO	620,600.00	592,238.58	723787107	464
3,862	PLEXUS CORP	89,405.30	117,122.87	729132100	0
4,693	POST HOLDINGS INC	161,626.92	119,041.76	737446104	0
278	PRECISION CASTPARTS CORP	50,982.42	43,525.15	740189105	33
5,999	PRINCIPAL FINANCIAL GROUP INC	162,872.85	153,750.67	74251V102	5,039
12,153	PROCTER & GAMBLE CO	848,643.99	773,559.29	742718109	27,320
5,157	PROGRESS SOFTWARE CORP	103,707.27	100,499.62	743312100	0
1,480	PS BUSINESS PKS INC	95,445.20	99,090.44	69360J107	2,605
5,298	PUBLIC SVC ENTERPRISE GROUP INC	159,416.82	159,693.37	744573106	7,523
18,121	QUALCOMM INC	1,152,858.02	960,413.35	747525103	18,121
1,472	QUEST DIAGNOSTICS INC	85,052.16	84,843.58	74834L100	1,766
1,604	RALCORP HOLDINGS INC	142,980.56	79,804.61	751028101	0
305	RALPH LAUREN CORP	47,912.45	45,082.95	751212101	488

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4,036	RUSH ENTERPRISES INC	77,289.40	73,466.04	781846209	0
717	S P X CORP	48,842.04	51,920.14	784635104	717
410	SALESFORCE COM INC	64,644.70	38,018.41	79466L302	0
2,091	SANDERSON FARMS INC	100,305.27	84,020.36	800013104	1,422
3,138	SANDISK CORP	122,695.80	155,343.24	80004C101	0
5,562	SELECTIVE INS GROUP INC	103,898.16	96,258.20	816300107	2,892
404	SERVICENOW INC	13,182.52	12,527.58	81762P102	0
934	SIGNATURE BK	65,529.44	60,148.94	82669G104	0
324	SIMON PROPERTY GROUP INC	49,290.12	45,568.36	828806109	1,426
366	SNAP ON INC	29,075.04	24,906.26	833034101	556
781	SPLUNK INC	23,586.20	22,164.59	848637104	0
13,000	ST JUDE MED INC	445,640.00	502,660.60	790849103	11,960
15,792	STARBUCKS CORP	819,131.04	806,446.38	855244109	13,265
1,082	STARWOOD HOTELS & RESORTS	58,384.72	49,457.49	85590A401	1,353
708	STRATASYS INC	53,064.60	43,211.13	862685104	0
7,750	STRYKER CORP	419,740.00	407,833.78	863667101	6,588
7,522	SUNTRUST BKS INC	204,222.30	183,827.36	867914103	1,504
5,128	SYKES ENTERPRISES INC	75,176.48	70,445.90	871237103	0

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10,000	TARGET CORPORATION	631,300.00	496,948.00	87612E106	14,400
4,011	THE BRINKS CO	110,142.06	92,574.68	109696104	1,604
899	TIBCO SOFTWARE INC	22,519.95	27,743.38	88632Q103	0
1,876	TIME WARNER CABLE INC	178,013.64	100,011.62	88732J207	4,202
2,407	TORO CO	107,978.02	89,042.15	891092108	1,059
3,154	TOWER GROUP INC	53,302.60	58,691.21	891777104	2,366
2,131	TREEHOUSE FOODS INC	111,749.64	104,592.68	89469A104	0
1,969	UMB FINL CORP	83,446.22	96,282.72	902788108	1,693
6,839	UMPQUA HOLDINGS CORP	79,742.74	83,943.25	904214103	2,462
692	UNDER ARMOUR INC CL A	35,866.36	37,997.60	904311107	0
2,098	UNITED BANKSHARES INC W VA	51,820.60	50,731.32	909907107	2,602
4,800	UNITED HEALTH GROUP INCORPORATED	261,072.00	268,279.68	91324P102	4,080
1,820	UNITED STATIONERS INC	55,874.00	45,836.52	913004107	1,019
2,245	UNITED TECHNOLOGIES CORP	179,846.95	164,245.33	913017109	4,804
3,651	URBAN OUTFITTERS INC	137,642.70	134,763.89	917047102	0
4,358	US BANCORP	140,589.08	139,626.12	902973304	3,399
32,400	VALERO ENERGY CORP	1,045,224.00	610,432.20	91913Y100	22,680
4,492	VALUE CLICK INC	84,764.04	69,321.89	92046N102	0

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666	VISA INC CLASS A SHARES	99,706.86	86,321.58	92826C839	879
727	VMWARE INC CL A	66,120.65	71,638.59	928563402	0
4,885	VOCUS INC	83,338.10	87,272.02	92858J108	0
3,779	WAL MART STORES INC	272,163.58	208,405.98	931142103	6,009
1,974	WATSON PHARMACEUTICALS INC	173,731.74	81,928.30	942683103	0
9,439	WELLS FARGO CO	311,581.39	277,424.48	949746101	8,306
526	WHOLE FOODS MKT INC	49,107.36	21,701.74	966837106	421
3,169	WILLIAMS SONOMA INC	143,428.94	132,380.37	969904101	2,789
58,700	WINDSTREAM CORP	491,906.00	526,845.24	97381W104	58,700
396	WORKDAY INC	19,839.60	20,879.68	98138H101	0
438	YUM BRANDS INC	29,381.04	28,676.56	988498101	587
2,532	ZEBRA TECHNOLOGIES CORP CL A	98,621.40	91,576.87	989207105	0
	TOTAL DOMESTIC COMMON STOCKS	$133658885.86	115,005,639.51		4,279,475
	FOREIGN STOCKS				
8,500	ACCENTURE PLC CL A	577,320.00	517,253.90	G1151C101	13,770
22,201	AIA GROUP LTD ADR REPSTG 4 ORD SH	346,779.62	314,644.35	001317205	3,441
20,425	AIR LIQUIDE S A A D R REPSTG .2 ORD SH	500,616.75	415,466.05	009126202	7,700
24,766	ALLIANZ SE A D R REPSTG .1 ORD SH	323,196.30	274,434.15	018805101	10,625

ROBERT AND ADELE SCHIFF FAMILY
FOUNDATION INC. BY AND BETWEEN
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ACCOUNT NO: 15-000769340
DATE: 11/30/12

PORTFOLIO DETAIL

SHARES FACE AMOUNT		MARKET VALUE	COST BASIS/ ORIGINAL COST	CUSIP NUMBER	EST ANNUAL INCOME
10,270	AMERICA MOVIL A D R REPSTG 20 SER L SHS	242,269.30	268,412.69	02364W105	3,091
3,348	ANHEUSER BUSCH INBEV NV A D R	294,523.56	245,357.46	03524A108	4,329
2,827	ARGO GROUP INTL HLDGS LTD	93,828.13	86,494.33	G0464B107	1,357
16,925	ARM HLDGS PLC A D R REPSTG 3 ORD SH	631,641.00	260,856.07	042068106	2,657
672.98	ASML HOLDING NV NY REG SHS	42,108.36	47,346.03	N07059210	453
9,356	ATLAS COPCO AB SPONS A D R REPSTG 1 ORD SH	252,612.00	133,113.42	049255706	4,743
12,950	B G GROUP P L C A D R 1 ADR RPRST 5 ORD SHS	222,092.50	256,281.48	055434203	3,212
2,039	BUNGE LIMITED	149,173.24	228,913.35	G16962105	2,202
2,772	CANADIAN NATL RY CO	249,008.76	194,992.61	136375102	4,186
5,032	COCHLEAR LTD UNSPON A D R REPSTG .5 ORD SH	198,361.44	166,961.76	191459205	4,614
8,687	CSL LIMITED A D R REPSTG 0.5 ORD SH	234,114.65	121,130.66	12637N105	3,345
4,439	DASSAULT SYSTEMES SA A D R REPSTG 1 ORD SH	504,936.25	253,683.12	237545108	2,708
4,422	DBS GROUP HLDGS LTD	210,045.00	192,961.36	23304Y100	7,716
7,137	FABRINET	88,641.54	85,309.99	G3323L100	0
13,794	FANUC CORPORATION A D R REPSTG 0.16666 ORD SH	388,990.80	189,219.26	307305102	5,159
4,984	FRESENIUS MED CARE AKTIENGESELLSCHAFT SPONSORED ADR	342,400.80	284,890.32	358029106	3,125
13,047	HOYA CORP A D R REPSTG 1 ORD SH	251,154.75	308,334.52	443251103	9,537
3,098	HSBC HOLDINGS PLC SPONS A D R REPSTG 5 ORD SHS	158,400.74	198,260.14	404280406	7,745

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7,458	I C I C I BANK LIMITED A D R REPSTG 2 ORD SHS	305,703.42	298,643.96	45104G104	4,281
5,048	IMPERIAL OIL LTD	215,448.64	217,484.96	453038408	2,423
17,337	ITAU UNIBANCO HOLDINGS SA A D R REPSTG 1 PFD SH	262,655.55	295,704.97	465562106	1,543
2,568	JGC CORP UNSPONSORED A D R REPSTG 2 ORD SH	170,489.52	130,827.72	466140100	2,173
113,335	LI FUNG LTD A D R REPSTG 1 ORD SH	364,938.70	474,895.86	501897102	11,447
28,664	LONZA GROUP AG UNSPON A D R	136,727.28	219,178.34	54338V101	0
11,759	LOREAL CO UNSPONSORED ADR REPSTG 1/5TH ORD SHR	319,256.85	254,708.98	502117203	4,798
5,135	LVMH MOET HENNESSY LOU VUITT A D R	181,214.15	107,529.64	502441306	2,876
971	MICHAEL KORS HOLDINGS LLD	51,608.65	49,451.00	G60754101	0
7,471	MTN GROUP LTD A D R	139,857.12	121,216.97	62474M108	9,182
8,133	NESTLE SA SPONSORED A D R REPSTG 1 ORD SH	532,711.50	375,688.06	641069406	14,412
10,042	NOKIAN TYRES OYJ UNSPON A D R REPSTG .5 ORD SH	211,183.26	219,830.61	65528V107	6,176
1,965	NXP SEMICONDUCTORS NV	48,103.20	36,358.78	N6596X109	0
10,064	OAO GAZPROM SPON A D R REPSTG 4 ORD SH	89,569.60	125,614.27	368287207	4,579
7,510	PETROLEO BRASILEIRO S A A D R REPSTG 2 ORD SH	134,954.70	170,016.64	71654V408	826
4,778	POTASH CORP OF SASKATCHEWAN	184,048.56	207,050.81	73755L107	4,014
9,325	QIAGEN NV	172,512.50	199,189.43	N72482107	0
7,140	RIO TINTO PLC A D R REPSTG 1 ORD SH	355,572.00	512,554.18	767204100	11,817

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7,217	ROCHE HLDG LTD A D R REPSTG .25 CERT	355,148.57	303,408.42	771195104	11,129
7,653	SAP AG A D R REPSTG 1 ORD SHR	596,857.47	388,153.37	803054204	5,166
2,675	SASOL LTD SPONSORED A D R REPSTG 01 ORD SHS	113,286.25	112,808.97	803866300	4,973
15,699	SCHLUMBERGER LTD	1,124,362.38	1,208,182.30	806857108	17,269
21,792	SCHNEIDER ELECT SA UNSP A D R REPSTG .1 ORD SH	307,920.96	261,384.25	80687P106	7,191
11,030	SONOVA HOLDING UNSPON ADR REPSTG 0.2 ORD SHS	240,564.30	203,706.61	83569C102	0
7,253	SVENSKA HANDELSBANKEN A UNSP A D R REPSTG 0.5 ORD SH	129,219.45	119,614.69	86959C103	4,062
9,594	SWATCH GROUP AG A D R REPSTG .05 ORD SH	231,886.98	179,317.62	870123106	3,367
7,279	SYSMEX CORP UNSPON A D R	164,869.35	139,408.86	87184P109	619
15,299	TAIWAN SEMICONDUCTOR A D R REPSTG 5 ORD SHS	264,213.73	157,450.86	874039100	6,089
10,644	TESCO PLC A D R REPSTG 3 ORD SHS	166,791.48	220,863.92	881575302	6,972
61,278	TURKIYE GARANTI BANKASI A S A D R REPSTG 1 ORD SH	298,423.86	334,801.93	900148701	3,493
30,315	UNI CHARM CORPORATION A D R REPSTG 0.2 ORD SH	311,335.05	250,035.21	90460M204	10,277
4,155	UNILEVER PLC SPSD ADR	159,344.25	131,994.38	904767704	5,094
4,906	WPP PLCSPONSORED A D R REPSTG 5 ORD SHS	337,042.20	213,778.05	92933H101	9,930
9,097	XINYI GLASS HOLDINGS LTS A D R REPSTG 20 ORD SH	102,978.04	103,730.80	98418R100	1,274
	TOTAL FOREIGN STOCKS	15,083,015.01	13,388,902.44		283,167

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	MUTUAL FUNDS				
82,445.129	ABERDEEN FDS EMRGN MKT INSTL #5840	1,249,868.16	1,200,000.00	003021714	14,675
120,918.984	AMERICAN CENT SMALL CAP VALU INS #486	1,049,576.78	1,000,000.00	025076845	13,301
12,573.122	AMERICAN EUROPACIFIC GRTH F2 #616	513,360.57	527,912.92	29875E100	8,789
36,591.775	FIDELITY INVT TRAD INTL DISCI #1402	1,193,623.70	1,200,000.00	315910620	15,149
28,625.076	GOLDMAN SACHS M C VALUE CL INST #864	1,111,225.45	1,022,776.61	38141W398	9,160
20,000	ISHARES GOLD TRUST	333,600.00	267,600.00	464285105	0
15,765	ISHARES MSCI EMERGING MKTS E T F	658,740.53	728,182.20	464287234	12,848
53,400	ISHARES SILVER TR	1,728,024.00	1,206,055.02	46428Q109	0
45,067.108	NUVEEN SMALL CAP GWTH OPP CL I	1,051,866.30	1,020,076.74	670690817	0
17,708.679	ROWE T PRICE MID-CAP GROWTH FD #64	1,045,874.58	1,032,055.79	779556109	0
37,003.087	SCOUT INTERNATIONAL FUND	1,208,520.82	1,200,000.00	81063U503	17,132
116,594	SPDR GOLD TRUST	19,360,433.70	17,480,702.77	78463V107	0
42,088.999	T ROWE PRICE SM CAP VAL #46	1,644,838.08	1,525,000.00	77957Q103	10,943
17,500	TECHNOLOGY SELECT SECTOR S P D R	509,775.00	508,075.75	81369Y803	7,770
52,545.978	TEMPLETON INSTL EMERGING MKT SER ADV	586,938.57	741,531.38	880210208	13,347

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15,852.487	VANGUARD INTERNATIONAL GROWTH FUND CL A D #581	953,844.14	1,000,000.00	921910501	18,135
	TOTAL MUTUAL FUNDS	34,200,110.38	31,659,969.18		141,249
	MISCELLANEOUS ASSETS				
874	ASML HOLDING NV ESC ESCROW	0.00	0.00	N07ESC895	0
304,921.17	COAST DIVERSIFIED FUND II	304,921.17	1,621,960.26	COASTFD21	0
	TOTAL MISCELLANEOUS ASSETS	304,921.17	1,621,960.26		0
	TOTAL UNINVESTED CASH	0.00	0.00		
	TOTAL INVESTMENTS	$187371271.25	165,800,810.22		4,703,891

TIME OF TRADE EXECUTION AND TRADING PARTY (IF NOT DISCLOSED) WILL BE PROVIDED UPON REQUEST.

WE PROVIDE A CASH MANAGEMENT ADMINISTRATIVE SERVICE FOR THE TEMPORARY INVESTMENT OF PRINCIPAL AND INCOME BALANCES IN YOUR ACCOUNT. THE FEE FOR PROVIDING THIS SERVICE WILL NOT EXCEED $0.42 PER MONTH FOR EACH $1,000 OF THE AVERAGE DAILY BALANCE INVESTED UNDER THE CASH MANAGEMENT ADMINISTRATIVE SERVICE. THE CHARGE FOR THIS SERVICE HAS BEEN DEDUCTED FROM YOUR ACCOUNT.

THE INDICATED MARKET PRICES ARE ESTIMATED QUOTES AND ARE PROVIDED AS A GUIDE TO ACTUAL PORTFOLIO VALUE. ESTIMATES ARE PROVIDED BY A COMPUTERIZED PRICING SERVICE WHICH MAY CAUSE VARIANCES.