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Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2012

Open to public Inspection

For calendar year 2012 or tax year beginning , and ending

Name of foundation
THE MALCOLM HEWITT WIENER FOUNDATION
C/O THE MILLBURN CORPORATION

A Employer identification number
13-3250321

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
1270 AVENUE OF THE AMERICAS

B Telephone number
212-332-7350

City or town, state, and ZIP code
NEW YORK, NY 10020

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 [X] 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*) ▶$ 46,612,019.

J Accounting method [X] 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** (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)
Revenue	1 Contributions, gifts, grants, etc , received			N/A	
	2 Check ▶ [X] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	1,055,733.	1,055,733.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	2,179,749.			STATEMENT 1
	b Gross sales price for all assets on line 6a 5,327,947.				
	7 Capital gain net income (from Part IV, line 2)		2,094,265.		
	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	<125,027.>	<134,254.>		STATEMENT 3
	12 Total. Add lines 1 through 11	3,110,455.	3,015,744.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees STMT 4	836.	836.		0.
	b Accounting fees STMT 5	3,000.	0.		2,000.
	c Other professional fees STMT 6	141,492.	141,492.		0.
	17 Interest	101,258.	101,258.		0.
	18 Taxes STMT 7	41,717.	21,217.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications	130.	0.		130.
	23 Other expenses STMT 8	459,411.	179,178.		280,183.
	24 **Total operating and administrative expenses** Add lines 13 through 23	747,844.	443,981.		282,313.
	25 Contributions, gifts, grants paid	2,776,802.			2,776,802.
	26 **Total expenses and disbursements.** Add lines 24 and 25	3,524,646.	443,981.		3,059,115.
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	<414,191.>			
	b **Net investment income** (if negative, enter -0-)		2,571,763.		
	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 (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	317,376.	2,176,490.	2,176,490.
	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 9	21,326,482.	22,915,808.	22,915,808.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 10	19,057,535.	21,519,721.	21,519,721.
	14 Land, buildings, and equipment basis ▶ 48,197.			
	Less accumulated depreciation STMT 11▶ 48,197.			
	15 Other assets (describe ▶ PROCEEDS RECEIVABLE)	3,300,000.	0.	0.
	16 Total assets (to be completed by all filers)	44,001,393.	46,612,019.	46,612,019.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ [X] and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted	44,001,393.	46,612,019.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ [ ] and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg , and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances	44,001,393.	46,612,019.	
	31 Total liabilities and net assets/fund balances	44,001,393.	46,612,019.	

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	44,001,393.
2 Enter amount from Part I, line 27a	2	<414,191.>
3 Other increases not included in line 2 (itemize) ▶ UNREALIZED GAINS	3	3,024,817.
4 Add lines 1, 2, and 3	4	46,612,019.
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	46,612,019.

Part IV Capital Gains and Losses for Tax on Investment Income

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

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e	5,327,947.		3,233,682.	2,094,265.

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

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				
b				
c				
d				
e				2,094,265.

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 | 2,094,265.

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 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))
2011	4,638,188.	47,899,728.	.096831
2010	3,842,135.	46,874,601.	.081966
2009	2,989,951.	43,014,083.	.069511
2008	3,700,135.	55,194,277.	.067038
2007	4,291,408.	67,110,251.	.063946

2	Total of line 1, column (d)	2	.379292
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	.075858
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	45,101,545.
5	Multiply line 4 by line 3	5	3,421,313.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	25,718.
7	Add lines 5 and 6	7	3,447,031.
8	Enter qualifying distributions from Part XII, line 4	8	3,059,115.

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	51,435.
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	0.
3	Add lines 1 and 2	3	51,435.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	0.
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	51,435.
6	Credits/Payments		
a	2012 estimated tax payments and 2011 overpayment credited to 2012 — 6a — 22,059.		
b	Exempt foreign organizations - tax withheld at source — 6b		
c	Tax paid with application for extension of time to file (Form 8868) — 6c — 50,000.		
d	Backup withholding erroneously withheld — 6d		
7	Total credits and payments Add lines 6a through 6d	7	72,059.
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	20,624.
11	Enter the amount of line 10 to be **Credited to 2013 estimated tax** ▶ 20,624. **Refunded** ▶	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?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see 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 ▶ $ 0. (2) On foundation managers ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *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	X	
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) ▶ NY,DE			
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 2012 or the taxable year beginning in 2012 (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	10		X

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

			Yes	No
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 ▶ GREGG BUCKBINDER Telephone no ▶212-332-7350

Located at ▶THE MILLBURN CORP., 1270 6TH AVE, NEW YORK, NY ZIP+4 ▶10020

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

			Yes	No
16	At any time during calendar year 2012, 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		X
	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 2012?		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 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012?	☐ 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)	N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ ______, ______, ______, ______				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2012 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 2012)*	N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?		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)? ☐ Yes ☒ No
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? N/A | 5b |
Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A ☐ Yes ☐ No
If "Yes," attach the statement required by Regulations section 53 4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? | 6b | | X (No)
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 | 7b |

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 12		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 VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)*

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
GABELLI & COMPANY INC ONE CORPORATE CENTER, RYE, NY 10580	INVESTMENT MANAGEMENT	114,702.
Total number of others receiving over $50,000 for professional services ▶		0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments See instructions 3	
Total. Add lines 1 through 3 ▶	0.

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Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes			
a	Average monthly fair market value of securities		1a	43,009,473.
b	Average of monthly cash balances		1b	2,778,898.
c	Fair market value of all other assets		1c	
d	**Total** (add lines 1a, b, and c)		1d	45,788,371.
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	45,788,371.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	686,826.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4		5	45,101,545.
6	**Minimum investment return.** Enter 5% of line 5		6	2,255,077.

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	2,255,077.
2a	Tax on investment income for 2012 from Part VI, line 5	2a 51,435.		
b	Income tax for 2012 (This does not include the tax from Part VI)	2b 888.		
c	Add lines 2a and 2b		2c	52,323.
3	Distributable amount before adjustments Subtract line 2c from line 1		3	2,202,754.
4	Recoveries of amounts treated as qualifying distributions		4	0.
5	Add lines 3 and 4		5	2,202,754.
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	2,202,754.

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	3,059,115.
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	3,059,115.
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	3,059,115.

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 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				2,202,754.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			0.	
b Total for prior years ______ , ______ , ______		0.		
3 Excess distributions carryover, if any, to 2012				
a From 2007				
b From 2008 639,973.				
c From 2009 498,316.				
d From 2010 1,546,361.				
e From 2011 2,275,332.				
f Total of lines 3a through e	4,959,982.			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ $ 3,059,115.				
a Applied to 2011, 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 2012 distributable amount				2,202,754.
e Remaining amount distributed out of corpus	856,361.			
5 Excess distributions carryover applied to 2012 (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	5,816,343.			
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 2011 Subtract line 4a from line 2a Taxable amount - see instr			0.	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				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 2007 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a	5,816,343.			
10 Analysis of line 9				
a Excess from 2008 639,973.				
b Excess from 2009 498,316.				
c Excess from 2010 1,546,361.				
d Excess from 2011 2,275,332.				
e Excess from 2012 856,361.				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2012, 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 (a) 2012	Prior 3 years (b) 2011	(c) 2010	(d) 2009	(e) Total
2 a 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))

MALCOLM H. WIENER

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 ▶ [X] 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 or e-mail 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

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				
CONTRIBUTIONS FROM PASS-THRU PARTNERSHIPS				2.
SEE ATTACHED SCHEDULE				2,776,800.
Total ▶ 3a				2,776,802.
b Approved for future payment				
NONE				
Total ▶ 3b				0.

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)
1 Program service revenue	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income
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	1,055,733.	
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			14	<125,027.>	
8 Gain or (loss) from sales of assets other than inventory			18	2,179,749.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a FLOW THROUGH FROM INV					
b PSHIP	525990	8,575.	18	<8,575.>	
c FLOW THROUGH FROM INV					
d PSHIP	525990	85,484.	18	<85,484.>	
e					
12 Subtotal Add columns (b), (d), and (e)		94,059.		3,016,396.	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 3,110,455.

(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)

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
		N/A	

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
N/A		

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.

▶ Malcolm Hewitt Wiener 13 Nov 13 ▶ President

Signature of officer or trustee Date Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
GARRETT M. HIGGINS CPA	Garrett M Higgins CPA	11-12-13		P00543209

Firm's name ▶ O'CONNOR DAVIES, LLP Firm's EIN ▶ 27-1728945

Firm's address ▶ 500 MAMARONECK AVENUE NEW YORK, NY 10528-1633 Phone no. 914-381-8900

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	S/T GAIN/LOSS -FLOW THROUGH FROM PARTNERSHIPS	P	VARIOUS	12/31/12
b	L/T GAIN/LOSS -FLOW THROUGH FROM PARTNERSHIPS	P	VARIOUS	12/31/12
c	SEE STATEMENT ATTACHED	P	VARIOUS	VARIOUS
d	SEE STATEMENT ATTACHED	P	VARIOUS	VARIOUS
e	REDUCTION FOR INCOME SUBJECT TO UBTI	P	VARIOUS	12/31/12
f	REDUCTION FOR INCOME SUBJECT TO UBTI	P	VARIOUS	12/31/12
g	CAPITAL GAINS DIVIDENDS			
h				
i				
j				
k				
l				
m				
n				
o				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			4,362.	<4,362.>
b	477,666.			477,666.
c	692,477.		682,076.	10,401.
d	4,154,509.		2,461,760.	1,692,749.
e			22,896.	<22,896.>
f			62,588.	<62,588.>
g	3,295.			3,295.
h				
i				
j				
k				
l				
m				
n				
o				

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

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a				<4,362.>
b				477,666.
c				10,401.
d				1,692,749.
e				<22,896.>
f				<62,588.>
g				3,295.
h				
i				
j				
k				
l				
m				
n				
o				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	2,094,265.
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

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

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
S/T GAIN/LOSS -FLOW THROUGH FROM PARTNERSHIPS	PURCHASED	VARIOUS	12/31/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	4,362.	0.	0.	<4,362.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
L/T GAIN/LOSS -FLOW THROUGH FROM PARTNERSHIPS	PURCHASED	VARIOUS	12/31/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
477,666.	0.	0.	0.	477,666.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SEE STATEMENT ATTACHED	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
692,477.	682,076.	0.	0.	10,401.

The Malcolm Hewitt Wiener Foundation
EIN# 13-3250321
Form 990-PF, PART IV

Partnership Capital Gains

Partnership Name	S/T Capital Gain (Loss)	L/T Capital Gain (Loss)
Millburn Equity Partners LLC	32,961	79,108
ShareVest Partners LP	11,969	253,208
Millburn Mco Partners LP	10	(4,419)
Millburn Select Strategies LP	(49,302)	149,769
	(4,362)	477,666

THE MALCOLM HEWITT WIENER FOUNDATION
EIN: 13-3250321
STATEMENT ATTACHED TO AND MADE PART OF
FORM 990-PF RETURN OF PRIVATE FOUNDATION
CAPITAL GAINS/LOSSES
FOR THE YEAR ENDED 12/31/12

SHORT TERM

# OF SHARES	DESCRIPTION	DATE SOLD	DATE ACQUIRED	PROCEEDS	REVENUE PER BOOKS COST BASIS	REVENUE PER BOOKS GAIN/LOSS	REVENUE PER NET INVESTMENT COST BASIS	REVENUE PER NET INVESTMENT GAIN/LOSS
690,000	Rolls Royce PLC	01/06/12	11/10/11	1,066	0	1,066	0	1,066
3,000	Ardea Biosciences Inc	06/20/12	04/24/12	96,000	94,921	1,079	94,921	1,079
100	Skyline Corp	06/25/12	01/10/12	420	489	(69)	489	(69)
1,060,000	Rolls Royce PLC SHS C	07/05/12	05/25/12	1,645	0	1,645	0	1,645
2,500	LeCroy Corp	08/06/12	05/31/12	35,750	35,559	191	35,559	191
4,500	Interline Brands Inc	09/07/12	06/01/12	114,750	112,807	1,943	112,807	1,943
1,000	Sunoco Inc	10/10/12	05/01/12	26,467	27,733	(1,266)	27,733	(1,266)
493	Energy Transfer Partners	10/15/12	05/01/12	20,893	21,893	(1,000)	21,893	(1,000)
4,000	DE Master Blenders	10/19/12	07/10/12	51,679	39,743	11,936	39,743	11,936
2,500	Nexen Inc	10/22/12	07/23/12	60,560	64,808	(4,248)	64,808	(4,248)
2,500	Nexen Inc	10/31/12	07/23/12	59,865	64,808	(4,943)	64,808	(4,943)
0 580	Eaton Corporation	12/03/12	12/03/12	30	30	(0)	30	(0)
1,000	Federal Mogul	12/06/12	07/12/12	7,258	10,176	(2,918)	10,176	(2,918)
2,000	Amerigroup Corp	12/24/12	07/09/12	184,000	177,686	6,314	177,686	6,314
0 389	Sun Hung Kai Properties Ltd	01/19/12	01/19/12	5	5	0	5	0
2,002	Sun Hung Kai Properties Ltd	03/30/12	11/22/11	25,026	24,691	335	24,691	335
64	Sun Hung Kai Properties Ltd	03/30/12	01/19/12	800	784	16	784	16
0 919	Resolution LD	05/21/12	05/21/12	3	3	0	3	0
0 814	Henderson Land Development Ltd	10/16/12	10/16/12	5	5	(0)	5	(0)
1,685	Resolution LD	11/22/12	05/21/12	6,255	5,935	319	5,935	319
	TOTAL			692,477	682,076	10,401	682,076	10,401

LONG TERM

# OF SHARES	DESCRIPTION	DATE SOLD	DATE ACQUIRED	PROCEEDS	REVENUE PER BOOKS COST BASIS	REVENUE PER BOOKS GAIN/LOSS	REVENUE PER NET INVESTMENT COST BASIS	REVENUE PER NET INVESTMENT GAIN/LOSS
500	Borg Warner Automotive	01/01/12	11/08/99	35,612	5,107	30,504	5,107	30,504
428	Directv Group Inc	01/10/12	09/27/04	18,499	7,349	11,150	7,349	11,150
72	Directv Group Inc	01/10/12	10/26/07	3,112	1,833	1,279	1,833	1,279
1,000	Watts Water Technologies	01/10/12	11/30/99	37,060	14,119	22,941	14,119	22,941
500	Directv Group Inc	01/11/12	10/26/07	22,096	12,728	9,368	12,728	9,368
182	ICTC Group Inc-Class A Restricted	03/22/12	12/27/85	0	0	0	0	0
182	ICTC Group Inc-Class A Restricted	03/22/12	11/17/87	0	0	0	0	0
0	Tootsie Roll Ind Inc	04/09/12	05/13/08	3	3	0	3	0
500	Thomas and Betts Corp	04/25/12	09/12/00	35,913	9,497	26,416	9,497	26,416
500	Thomas and Betts Corp	04/25/12	11/06/00	35,913	7,946	27,967	7,946	27,967
2,000	Thomas and Betts Corp	04/25/12	03/11/02	143,651	40,320	103,332	40,320	103,332
500	Thomas and Betts Corp	04/25/12	01/06/11	35,913	24,044	11,869	24,044	11,869
1,800	Northeast Utilities	04/25/12	03/09/01	65,529	33,600	31,930	33,600	31,930
1,446	News Corp Inc	04/25/12	01/02/92	27,926	1,524	26,402	1,524	26,402
1,554	News Corp Inc	04/25/12	04/04/84	30,012	2,458	27,554	2,458	27,554
500	Thomas and Betts Corp	05/17/12	01/06/11	36,000	24,044	11,957	24,044	11,957
1,000	Thomas and Betts Corp	05/17/12	01/10/11	72,000	47,923	24,077	47,923	24,077
1,842 280	El Paso Corporation	05/30/12	06/18/09	61,145	18,536	42,609	18,536	42,609
4,400	El Paso Corporation	05/31/12	06/18/09	64,460	20,199	44,261	20,199	44,261
0 660	Vivendi Universal	06/05/12	12/06/93	4	21	(17)	21	(17)
250	Ametek Inc	06/25/12	06/08/94	12,280	668	11,611	668	11,611
50	Ametek Inc	06/25/12	03/27/00	2,456	209	2,247	209	2,247
472	Autonation Inc	06/25/12	05/18/01	16,350	5,111	11,240	5,111	11,240
271	Chevron Corp	06/25/12	06/24/05	26,820	16,806	10,014	16,806	10,014
500	Modine Manufacturing Co	06/25/12	10/25/10	3,240	6,347	(3,107)	6,347	(3,107)
500	Omnova Solutions	06/25/12	11/24/89	3,735	2,779	956	2,779	956
1,000	Omnova Solutions	06/25/12	12/12/94	7,469	4,724	2,746	4,724	2,746
1,000	Rollins Inc	06/25/12	04/07/98	20,988	4,096	16,892	4,096	16,892

# OF SHARES	DESCRIPTION	DATE SOLD	DATE ACQUIRED	PROCEEDS	REVENUE PER BOOKS		REVENUE PER NET INVESTMENT	
					COST BASIS	GAIN/LOSS	COST BASIS	GAIN/LOSS
100	Skyline Corp	06/25/12	07/28/08	420	2,719	(2,299)	2,719	(2,299)
300	Skyline Corp	06/25/12	01/11/10	1,260	6,107	(4,847)	6,107	(4,847)
400	Life Technology Corp	06/26/12	03/15/00	17,470	14,300	3,170	14,300	3,170
100	Handy & Harmon Ltd	06/26/12	09/22/08	1,280	1,400	(120)	1,400	(120)
400	Nobility Homes Inc	06/27/12	05/24/04	2,394	7,854	(5,459)	7,854	(5,459)
144	Handy & Harmon Ltd	06/28/12	09/22/08	1,854	2,016	(162)	2,016	(162)
2,756	Handy & Harmon Ltd	06/29/12	09/22/08	36,815	38,584	(1,769)	38,584	(1,769)
500	Ametek Inc	07/05/12	03/27/00	16,977	1,395	15,581	1,395	15,581
750	Sprint Nextel Corp	07/05/12	10/30/02	2,510	8,636	(6,127)	8,636	(6,127)
1,250	Sprint Nextel Corp	07/05/12	10/31/02	4,183	7,754	(3,570)	7,754	(3,570)
2,300	Handy & Harmon Ltd	07/05/12	09/22/08	33,134	32,200	934	32,200	934
0 950	Liberty Media Interactive	08/15/12	08/16/95	41	5	37	5	37
500	American Express Co	08/21/12	07/18/05	28,464	23,356	5,108	23,356	5,108
300	Ampco Pittsburgh	08/21/12	04/13/87	5,421	4,102	1,319	4,102	1,319
550	Ametek Inc	08/21/12	03/27/00	18,888	1,535	17,353	1,535	17,353
1,000	Diebold Inc	08/21/12	03/06/08	33,577	37,397	(3,820)	37,397	(3,820)
1,428	Directv Group Inc	08/21/12	10/26/07	73,718	36,352	37,366	36,352	37,366
572	Directv Group Inc	08/21/12	12/02/02	29,528	846	28,682	846	28,682
1,500	Emulex Corp	08/21/12	07/01/09	10,670	14,914	(4,244)	14,914	(4,244)
200	Energizer Holdings	08/21/12	12/01/89	13,677	5,920	7,757	5,920	7,757
500	Federal Mogul	08/21/12	01/12/10	4,982	9,460	(4,478)	9,460	(4,478)
500	Federal Mogul	08/21/12	05/12/10	4,982	9,505	(4,524)	9,505	(4,524)
1,000	GATX Corp	08/21/12	05/05/06	42,775	48,266	(5,490)	48,266	(5,490)
1,000	Modine Manufacturing Co	08/21/12	10/25/10	7,058	12,694	(5,636)	12,694	(5,636)
1,500	Walgreen Company	08/21/12	07/16/09	53,702	44,258	9,444	44,258	9,444
500	American Express Co	10/19/12	07/18/05	28,474	23,356	5,118	23,356	5,118
200	American Express Co	10/19/12	03/17/11	11,389	8,628	2,761	8,628	2,761
200	Ampco Pittsburgh	10/19/12	04/13/87	3,625	2,735	890	2,735	890
100	Ampco Pittsburgh	10/19/12	07/29/91	1,812	669	1,144	669	1,144
400	Autonation Inc	10/19/12	05/18/01	19,299	4,331	14,968	4,331	14,968
800	Bank of New York Mellon	10/19/12	05/12/10	19,960	24,757	(4,798)	24,757	(4,798)
400	Becton Dickinson & Co	10/19/12	01/26/11	30,426	33,753	(3,327)	33,753	(3,327)
800	Cameron Int'l Corp	10/19/12	02/28/05	44,914	11,681	33,233	11,681	33,233
400	Exelis Inc	10/19/12	07/11/05	4,286	4,685	(400)	4,685	(400)
600	Exelis Inc	10/19/12	11/02/05	6,428	7,006	(578)	7,006	(578)
1,000 000	Directv Group Inc	10/19/12	12/02/02	51,481	1,479	50,002	1,479	50,002
1,000 000	Dish Network Corp	10/19/12	01/12/09	35,375	12,720	22,655	12,720	22,655
2,500 000	Emulex Corp	10/19/12	07/01/09	16,075	24,857	(8,782)	24,857	(8,782)
1,000 000	GATX Corp	10/19/12	05/05/06	43,194	48,266	(5,072)	48,266	(5,072)
211 000	Liberty Global Inc series A	10/19/12	08/16/95	13,055	989	12,066	989	12,066
53 000	Liberty Global Inc series A	10/19/12	10/19/95	3,279	245	3,034	245	3,034
211 000	Liberty Global Inc series C	10/19/12	08/16/95	12,283	937	11,346	937	11,346
53 000	Liberty Global Inc series C	10/19/12	10/19/95	3,085	232	2,853	232	2,853
319 000	Liberty Media Corp	10/19/12	12/02/02	36,026	389	35,637	389	35,637
600 000	Life Technology Corp	10/19/12	03/15/00	28,599	21,449	7,150	21,449	7,150
200 000	Life Technology Corp	10/19/12	03/11/02	9,533	3,673	5,860	3,673	5,860
200 000	Waste Management	10/19/12	08/28/00	6,543	3,804	2,739	3,804	2,739
300 000	Waste Management	10/19/12	09/12/00	9,814	6,002	3,812	6,002	3,812
1,500 000	Watts Water Technologies	10/19/12	11/30/99	55,794	21,179	34,616	21,179	34,616
2,000 000	Weathrford International	10/19/12	02/23/10	24,299	33,554	(9,254)	33,554	(9,254)
1,000 000	Westar Energy Inc	10/19/12	01/25/01	30,026	24,112	5,914	24,112	5,914
1,000 000	Westar Energy Inc	10/19/12	11/25/02	30,026	11,033	18,993	11,033	18,993
1,000 000	Westar Energy Inc	10/19/12	12/02/02	30,026	11,791	18,235	11,791	18,235
500 000	Westar Energy Inc	10/19/12	12/04/02	15,013	5,934	9,079	5,934	9,079
200 000	Young Innovations Inc	10/19/12	06/05/03	7,097	5,424	1,673	5,424	1,673
414 000	Handy & Harmon Ltd	10/19/12	09/22/08	6,170	5,796	374	5,796	374
286 000	Handy & Harmon Ltd	10/19/12	09/24/08	4,263	4,004	259	4,004	259
2,000 000	Cooper Industries	12/03/12	12/02/02	158,732	38,172	120,560	38,172	120,560
3,000 000	Federal Mogul	12/06/12	05/12/10	21,774	57,032	(35,258)	57,032	(35,258)
10,000 000	Royal Palm Beach	06/30/12	08/23/85	0	16,256	(16,256)	16,256	(16,256)
855	Lanxess AG	03/07/12	10/15/08	58,845	18,018	40,827	18,018	40,827
375	Lanxess AG	03/07/12	10/20/08	25,809	6,973	18,836	6,973	18,836
180	Lanxess AG	03/07/12	01/08/09	12,388	3,261	9,127	3,261	9,127
875 000	Viterra Inc	03/12/12	08/13/09	11,823	7,258	4,565	7,258	4,565
1,625 000	Viterra Inc	03/12/12	09/17/09	21,958	15,013	6,945	15,013	6,945
800	Sampo OYJ	03/29/12	06/01/10	22,446	16,809	5,638	16,809	5,638
849	Sampo OYJ	03/30/12	06/01/10	24,211	17,838	6,373	17,838	6,373
220	Electronics for Imaging	04/26/12	12/17/04	4,019	3,591	428	3,591	428
380	Electronics for Imaging	04/26/12	01/20/05	6,941	6,288	653	6,288	653
850	Electronics for Imaging	04/27/12	01/20/05	15,525	14,065	1,460	14,065	1,460
1,600	Viterra Inc	05/25/12	09/17/09	24,779	14,782	9,997	14,782	9,997
1,800	Viterra Inc	05/25/12	03/17/10	27,876	17,065	10,812	17,065	10,812
950	Viterra Inc	06/14/12	03/17/10	14,899	9,006	5,893	9,006	5,893
1,550	Viterra Inc	06/14/12	04/01/10	24,309	14,822	9,486	14,822	9,486
875	Viterra Inc	06/14/12	04/05/10	13,723	8,391	5,331	8,391	5,331
197	Brookfield Asset Management	07/11/12	04/15/04	6,587	2,095	4,492	2,095	4,492
545	Lanxess AG	08/31/12	01/08/09	41,049	9,873	31,176	9,873	31,176

# OF SHARES	DESCRIPTION	DATE SOLD	DATE ACQUIRED	PROCEEDS	REVENUE PER BOOKS COST BASIS	REVENUE PER BOOKS GAIN/LOSS	REVENUE PER NET INVESTMENT COST BASIS	REVENUE PER NET INVESTMENT GAIN/LOSS
325	Lanxess AG	08/31/12	01/20/09	24,479	5,054	19,425	5,054	19,425
350	Lanxess AG	08/31/12	02/19/09	26,362	5,653	20,709	5,653	20,709
6,246	Resolution LD	11/22/12	07/26/10	23,185	22,054	1,131	22,054	1,131
19,150	Resolution LD	11/22/12	10/04/10	71,083	74,509	(3,426)	74,509	(3,426)
304	Resolution LD	11/22/12	10/08/10	1,128	1,206	(77)	1,206	(77)
1,413	Resolution LD	11/22/12	05/26/11	5,245	6,851	(1,606)	6,851	(1,606)
922	Resolution LD	11/22/12	10/07/11	3,422	3,502	(80)	3,502	(80)
5 713	3F Investment Corp Ltd Class B	08/31/12	Various	10,649	9,635	1,014	9,635	1,014
	Satellite Offshore	03/29/12	11/01/99	1,545,628	983,656	561,972	983,656	561,972
	TOTAL			4,154,509	2,461,760	1,692,749	2,461,760	1,692,749

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SEE STATEMENT ATTACHED	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
4,154,509.	2,461,760.	0.	0.	1,692,749.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
REDUCTION FOR INCOME SUBJECT TO UBTI	PURCHASED	VARIOUS	12/31/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	0.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
REDUCTION FOR INCOME SUBJECT TO UBTI	PURCHASED	VARIOUS	12/31/12

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	0.	0.	0.	0.

CAPITAL GAINS DIVIDENDS FROM PART IV	3,295.
TOTAL TO FORM 990-PF, PART I, LINE 6A	2,179,749.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
3F INVESTMENTS CORP LTD	222,772.	0.	222,772.
FROM PARTNERSHIPS	431,188.	0.	431,188.
GABELLI & COMPANY	276,380.	0.	276,380.
JP MORGAN/WHITMAN	61,073.	0.	61,073.
JP MORGAN/WHITMAN-ADVISORY	66,559.	3,295.	63,264.

THIRD AVENUE FUND	1,056.	0.	1,056.
TOTAL TO FM 990-PF, PART I, LN 4	1,059,028.	3,295.	1,055,733.

FORM 990-PF — OTHER INCOME — STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
ORDINARY INCOME/(LOSS) FROM PARTNERSHIPS	<125,797.>	<125,797.>	
LESS: UBTI FROM PARTNERSHIPS	0.	<8,575.>	
GABELLI & CO	47.	47.	
ROYALTIES FROM PARTNERSHIPS	71.	71.	
OTHER MISCELLANEOUS INCOME	652.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	<125,027.>	<134,254.>	

FORM 990-PF — LEGAL FEES — STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	836.	836.		0.
TO FM 990-PF, PG 1, LN 16A	836.	836.		0.

FORM 990-PF — ACCOUNTING FEES — STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	3,000.	0.		2,000.
TO FORM 990-PF, PG 1, LN 16B	3,000.	0.		2,000.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEE	141,492.	141,492.		0.
TO FORM 990-PF, PG 1, LN 16C	141,492.	141,492.		0.

FORM 990-PF	TAXES			STATEMENT 7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES	21,217.	21,217.		0.
EXCISE TAXES	20,000.	0.		0.
UBT TAXES	500.	0.		0.
TO FORM 990-PF, PG 1, LN 18	41,717.	21,217.		0.

FORM 990-PF	OTHER EXPENSES			STATEMENT 8
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FILING FEES	809.	0.		809.
POSTAGE AND DELIVERY	262.	0.		262.
INVESTMENT EXPENSES	179,178.	179,178.		0.
INSURANCE	4,493.	0.		4,493.
ALLOCATED PAYROLL EXPENSES	215,235.	0.		215,235.
ALLOCATED EMPLOYEE BENEFITS	59,384.	0.		59,384.
MISCELLANEOUS EXPENSES	50.	0.		0.
TO FORM 990-PF, PG 1, LN 23	459,411.	179,178.		280,183.

FORM 990-PF CORPORATE STOCK STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
3F INVESTMENT CORP LTD	5,477,377.	5,477,377.
GABELLI & COMPANY	11,860,831.	11,860,831.
JP MORGAN/WHITMAN	2,178,072.	2,178,072.
JP MORGAN/WHITMAN ADVISORY	2,087,798.	2,087,798.
THIRD AVENUE FUND	41,145.	41,145.
TUDOR BVI FUND LIMITED	1,270,585.	1,270,585.
TOTAL TO FORM 990-PF, PART II, LINE 10B	22,915,808.	22,915,808.

FORM 990-PF OTHER INVESTMENTS STATEMENT 10

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
MILLBURN EQUITY PARTNERS	FMV	3,152,618.	3,152,618.
MILLBURN MCO PARTNERS LP	FMV	3,830.	3,830.
MILLBURN SELECT STRATEGIES LP	FMV	10,527,362.	10,527,362.
SHAREVEST PARTNERS LP	FMV	7,835,911.	7,835,911.
TOTAL TO FORM 990-PF, PART II, LINE 13		21,519,721.	21,519,721.

FORM 990-PF DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT STATEMENT 11

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
COMPUTER EQUIPMENT	23,207.	23,207.	0.
FURNITURE & FIXTURES	24,226.	24,226.	0.
OFFICE EQUIPMENT	764.	764.	0.
TOTAL TO FM 990-PF, PART II, LN 14	48,197.	48,197.	0.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 12

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
MALCOLM H. WIENER C/O THE MILLBURN CORP 1270 6TH AVENUE NEW YORK, NY 10020	PRESIDENT 3.00	0.	0.	0.
HARVEY BEKER C/O THE MILLBURN CORP 1270 6TH AVENUE NEW YORK, NY 10020	V.P. & DIRECTOR 0.25	0.	0.	0.
GEORGE E. CRAPPLE C/O THE MILLBURN CORP 1270 6TH AVENUE NEW YORK, NY 10020	V.P. & ASST TREAS/DIRECTOR 0.25	0.	0.	0.
MARTIN J. WHITMAN C/O THE MILLBURN CORP 1270 6TH AVENUE NEW YORK, NY 10020	DIRECTOR 0.25	0.	0.	0.
CAROLYN S WIENER C/O THE MILLBURN CORP 1270 6TH AVENUE NEW YORK, NY 10020	DIRECTOR 0.25	0.	0.	0.
GREGG BUCKBINDER C/O THE MILLBURN CORP 1270 6TH AVENUE NEW YORK, NY 10020	TREASURER 0.25	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

2012 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1 990-PF

Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	* Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction
1	COMPUTER EQUIPMENT	061599	200DB	5.00	17	23,207.			23,207.	23,207.		0.
2	FURNITURE & FIXTURES	041599	200DB	7.00	17	24,226.			24,226.	24,226.		0.
3	OFFICE EQUIPMENT	051599	200DB	5.00	17	764.			764.	764.		0.
	* TOTAL 990-PF PG 1 DEPR					48,197.		0.	48,197.	48,197.	0.	0.

228102
05-01-12

(D) - Asset disposed

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

MALCOLM HEWITT WIENER FOUNDATION
#13-3250321
12/31/2012

Schedule ____

Name and Address	Status of Recipient	Purpose	Amount
Achievement First 529 Noble Avenue Bridgeport, CT 06608	Public Charity	General Operations	$20,000
American Foundation for the Courtauld Institute of Art 55 East End Avenue, 3D New York, NY 10028	Public Charity	General Operations	$8,000
American Foundation for the Paris School 149 East 63rd Street New York, NY 10065	Public Charity	General Operations	$2,000
American Friends of the British Museum One East 53rd Street, 12th Floor New York, NY 10022	Public Charity	General Operations	$5,000
American Friends of the Israel Museum 10 East 40th Street, Suite 1208 New York, NY 10016	Public Charity	General Operations	$5,000
American Friends of the Mauritshuis 340 East 64th Street, #4D New York, NY	Public Charity	General Operations	$2,000
American Philological Association University of Pennsylvania 220 S 40th Street, Suite 201E Philadelphia, PA 19104-3512	Public Charity	General Operations	$5,000
American Red Cross / Greenwich Chapter 99 Indian Field Road Greenwich, CT 06830	Public Charity	General Operations	$1,000
American School of Classical Studies at Athens 6-8 Charlton Street Princeton, NJ 08540	Public Charity	General Operations	$196,000
American Schools of Oriental Research 656 Beacon Street Boston, MA 02215	Public Charity	General Operations	$1,000

Name and Address	Status of Recipient	Purpose	Amount
Amogerone Volunteer Fire Company PO Box 121 Greenwich, CT 06830-0121	Public Charity	General Operations	$500
Arch Street Teen Center 100 Arch Street Greenwich, CT 06830	Public Charity	General Operations	$1,000
Archaeological Associates of Greenwich 1 Museum Drive Greenwich, CT 06801	Public Charity	General Operations	$35
Archaeological Conservancy 5301 Central Avenue NE, Suite 902 Albuquerque, NM 87108	Public Charity	General Operations	$4,000
Boys and Girls Club of Greenwich 4 Horseneck Lane Greenwich, CT 06830	Public Charity	General Operations	$5,000
Brookings Institution 30 Lafayette Avenue Brooklyn, NY 11217	Public Charity	General Operations	$5,000
Bruce Museum of Arts & Science One Museum Drive Greenwich, CT 06830	Public Charity	General Operations	$10,000
Brunswick School 100 Maher Avenue Greenwich, CT 06830	Public Charity	General Operations	$150,000
CAARI 656 Beacon Street, Fifth Floor Boston, MA 02215	Public Charity	General Operations	$10,000
Central Park Conservancy 14 East 60th Street New York, NY 10022	Public Charity	General Operations	$1,000
Chess in the Schools 520 Eighth Avenue, 2nd Floor New York, NY 10018	Public Charity	General Operations	$20,000
Children's Cancer & Blood Foundation 333 East 38th Street New York, NY 10016	Public Charity	General Operations	$50,000

Name and Address	Status of Recipient	Purpose	Amount
Choate Rosemary Hall PO Box 30514 Hartford, CT 06101-8460	Public Charity	General Operations	$25,000
Citizens Union Foundation 299 Broadway, Suite 700 New York, NY 10007	Public Charity	General Operations	$2,500
Columbia University Law School New York, NY 10027	Public Charity	General Operations	$1,000
Common Cause Education Fund 1133 19th Street NW, 9th Floor Washington, DC 20036	Public Charity	General Operations	$10,000
Cornell University B-48 Goldwin Smith Hall Ithaca, NY 14853-2801	Public Charity	General Operations	$275,000
Council on Foreign Relations 58 East 68th Street New York, NY 10065	Public Charity	General Operations	$50,000
Cycladic Art Foundation 29 Broadway, Suite 700 New York, NY 10006-3102	Public Charity	General Operations	$2,000
Fairfield County Community Foundation 383 Main Avenue Norwalk, CT 06851-1543	Public Charity	General Operations	$1,000
Foreign Policy Association 470 Park Avenue South New York, NY 10016-6819	Public Charity	General Operations	$10,000
Frick Collection 1 East 70th Street New York, NY 10021	Public Charity	General Operations	$2,000
Friends of Morgantina 3270 Horseshoe Bend Road Charlottesville, VA 22901	Public Charity	General Operations	$1,500
Friends of Via PO Box 82556 Pittsburgh, PA 15218-0556	Public Charity	General Operations	$1,000

Name and Address	Status of Recipient	Purpose	Amount
Fund for Park Avenue 110 East 42nd Street, Room 1300 New York, NY 10017	Public Charity	General Operations	$100
Global Heritage Fund 625 Emerson Street, Ste 200 Palo Alto, CA 94301	Public Charity	General Operations	$10,000
Greenwich Academy 200 North Maple Avenue Greenwich, CT 06830-4799	Public Charity	General Operations	$150,000
Greenwich Emergency Medical Services 1111 East Putnam Avenue Riverside, CT 06878	Public Charity	General Operations	$1,000
Greenwich Fire Fighter Association, Local 1042 PO Box 4064 Greenwich, CT 06830	Public Charity	General Operations	$500
Greenwich Historical Society 39 Strickland Road Cos Cob, CT 06807	Public Charity	General Operations	$1,000
Greenwich Hospital 5 Perryridge Road Greenwich, CT 06830	Public Charity	General Operations	$25,000
Greenwich Library 101 W. Putnam Avenue Greenwich, CT 06830-5387	Public Charity	General Operations	$1,000
Harvard University Harvard Yard Cambridge, MA 02138	Public Charity	General Operations	$125,500
Human Rights Watch 485 Fifth Avenue New York, NY 10017	Public Charity	General Operations	$10,000
Inner-City Foundation for Charity & Education 238 Jewett Avenue Bridgeport, CT 06606	Public Charity	General Operations	$15,000
Institute for Mediterranean Studies 7086 East Aracoma Drive	Public Charity	General Operations	$76,000

Name and Address	Status of Recipient	Purpose	Amount
Cincinnati, OH 45237			
Institute for New Economic Thinking 1513 16th Street, NW Washington, DC 20036-1480	Public Charity	General Operations	$100,000
International Rescue Committee 122 East 42nd Street New York, NY 10168-1289	Public Charity	General Operations	$10,000
Kappa Kappa Gamma Foundation PO Box 38 Columbus, OH 43216-0038	Public Charity	General Operations	$1,000
Kappa Kappa Gamma of Cornell Foundation PO Box 876 Ithaca, NY 14851-0876	Public Charity	General Operations	$1,000
Marshall Legacy Institute 2425 Wilson Boulevard, Suite 240 Arlington, VA 22201	Public Charity	General Operations	$1,000
Metropolitan Museum of Art 1000 Fifth Avenue New York, NY 10028-0198	Public Charity	General Operations	$63,315
Morgan Library 29 East 36th Street New York, NY 10016-3403	Public Charity	General Operations	$25,000
Museum of Fine Arts Boston 465 Huntington Avenue Boston, MA 02115	Public Charity	General Operations	$1,000
National Association of Scholars 8 West 38th Street, Suite 503 New York, NY 10018	Public Charity	General Operations	$10,000
National Foundation for Cancer Research 4500 East West Highway, Suite 525 Bethesda, MD 20814	Public Charity	General Operations	$75,000
National Multiple Sclerosis Society 733 Third Avenue New York, NY 10017	Public Charity	General Operations	$500
New York Public Radio	Public Charity	General Operations	$1,250

Name and Address	Status of Recipient	Purpose	Amount
160 Varick Street New York, NY 10013			
NYU Institute of Fine Arts 1 East 78th Street New York, NY 10075	Public Charity	General Operations	$70,500
NYU Medical College / Grifo Post 660 1st Avenue, #5 New York, NY 10016	Public Charity	General Operations	$37,500
PEN American Center 588 Broadway New York, NY 10012	Public Charity	General Operations	$5,000
Phillips Academy 180 Main Street Andover, MA 01810-4161	Public Charity	General Operations	$100,000
Planned Parenthood of Southern New England 345 Whitney Avenue New Haven, CT 06511-2348	Public Charity	General Operations	$5,000
Planned Parenthood of New York 26 Bleecker Street New York, NY 10012-2413	Public Charity	General Operations	$25,000
Prep for Prep 328 West 71st Street New York, NY 10023	Public Charity	General Operations	$5,000
REACH Prep 115 East Putnam Avenue Greenwich, CT 06830	Public Charity	General Operations	$1,000
Riverkeeper 20 Secor Road Ossining, NY 10562	Public Charity	General Operations	$10,000
Robert J. Dole Institute of Politics 2350 Petefish Drive Lawrence, KS 66045-7506	Public Charity	General Operations	$10,000
Robin Hood Foundation 862 Broadway, 7th Floor New York, NY 10003	Public Charity	General Operations	$60,000

Name and Address	Status of Recipient	Purpose	Amount
Rockefeller University 1230 York Avenue New York, NY 10021	Public Charity	General Operations	$3,500
Silver Shield of Greenwich Foundation PO Box 1123 Greenwich, CT 06836	Public Charity	General Operations	$1,000
Sterling & Francine Clark Art Institute 225 South Street Williamstown, MA 01267	Public Charity	General Operations	$10,000
Sustainable Preservation Initiative 40 West 22nd Street, 11th Floor New York, NY 10010	Public Charity	General Operations	$1,000
Temple University 1801 North Broad Street Philadelphia, PA 19121	Public Charity	General Operations	$45,000
Touch Foundation PO Box 1420 New York, NY 10150	Public Charity	General Operations	$20,000
United Way of Greenwich One Lafayette Court Greenwich, CT 06836-7820	Public Charity	General Operations	$10,000
Universary of Arizona Tucson, AZ 85721	Public Charity	General Operations	$85,500
US Friends of Newcastle University 179 Harvard Avenue, Rockville Centre New York, NY 11570	Public Charity	General Operations	$5,000
Waterside School 535 Fairfield Avenue Stamford, CT 06902	Public Charity	General Operations	$5,000
Weill Cornell Medical College 525 East 68th Street New York, NY 10021	Public Charity	General Operations	$515,000
Wikimedia Foundation 149 New Montgomery Street, 3rd Floor San Francisco, CA 94105	Public Charity	General Operations	$100

Name and Address	Status of Recipient	Purpose	Amount
Woman's Forum of New York 55 West 39th Street, Suite 12N New York, NY 10018	Public Charity	General Operations	$1,000
Woods Hole Oceanographic Institution 86 Water Street Woods Hole, MA 02543	Public Charity	General Operations	$100,000
World Assistance for Cambodia 4-1-7-605 Hiroo Shibuya-ku, Tokyo (150-0012) Japan	Public Charity	General Operations	$9,000
Yale University 320 York Street New Haven, CT 06520-7425	Public Charity	General Operations	$50,000
TOTAL			**$2,776,800**

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

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

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

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

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return See instructions	Name of exempt organization or other filer, see instructions THE MALCOLM HEWITT WIENER FOUNDATION C/O THE MILLBURN CORPORATION	Employer identification number (EIN) or 13-3250321
	Number, street, and room or suite no. If a P.O. box, see instructions. 1270 AVENUE OF THE AMERICAS	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. NEW YORK, NY 10020	

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01		
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

● The books are in the care of ▶ GREGG BUCKBINDER THE MILLBURN CORP., 1270 6TH AVE - NEW YORK, NY 10020

Telephone No. ▶ 212-332-7350 FAX No. ▶

● If the organization does not have an office or place of business in the United States, check this box ▶ [ ]

● If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ . If this is for the whole group, check this box ▶ [ ] . If it is for part of the group, check this box ▶ [ ] and attach a list with the names and EINs of all members the extension is for.

4 I request an additional 3-month extension of time until NOVEMBER 15, 2013.

5 For calendar year 2012 , or other tax year beginning ______ , and ending ______ .

6 If the tax year entered in line 5 is for less than 12 months, check reason: [ ] Initial return [ ] Final return [ ] Change in accounting period

7 State in detail why you need the extension
ADDITIONAL TIME IS REQUIRED TO OBTAIN THE NECESSARY INFORMATION TO FILE A COMPLETE AND ACCURATE RETURN.

8a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	$ 72,059.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	$ 72,059.
c	**Balance due.** Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	$ 0.

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature ▶ Gregg Buckbinder Title ▶ Treasurer Date ▶ 8/8/13

223842
01-21-13

Form **8868** (Rev. January 2013)
Department of the Treasury Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

▶ **File a separate application for each return.**

OMB No. 1545-1709

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box ▶ [X]
- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing *(e-file)*. You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit *www.irs.gov/efile* and click on *e-file for Charities & Nonprofits*.

Part I **Automatic 3-Month Extension of Time.** Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only ▶ [ ]

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Type or print

File by the due date for filing your return See instructions

Name of exempt organization or other filer, see instructions.
THE MALCOLM HEWITT WIENER FOUNDATION
C/O THE MILLBURN CORPORATION

Employer identification number (EIN) or
13-3250321

Number, street, and room or suite no. If a P.O. box, see instructions.
1270 AVENUE OF THE AMERICAS

Social security number (SSN)

City, town or post office, state, and ZIP code. For a foreign address, see instructions.
NEW YORK, NY 10020

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ▶ GREGG BUCKBINDER THE MILLBURN CORP., 1270 6TH AVE - NEW YORK, NY 10020
  Telephone No. ▶ 212-332-7350 FAX No. ▶
- If the organization does not have an office or place of business in the United States, check this box ▶ [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______. If this is for the whole group, check this box ▶ [ ]. If it is for part of the group, check this box ▶ [ ] and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until AUGUST 15, 2013, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
▶ [X] calendar year 2012 or
▶ [ ] tax year beginning ____________, and ending ____________

2 If the tax year entered in line 1 is for less than 12 months, check reason: [ ] Initial return [ ] Final return [ ] Change in accounting period

3a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	$ 72,059.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	$ 22,059.
c	**Balance due.** Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	$ 50,000.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.