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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 01-01-2012 , and ending 12-31-2012

Name of foundation SUSAN AND ELIHU ROSE FOUNDATION INC		<b>A Employer identification number</b>  13-3484181	
% JOHN A GACINSKI		<b>B Telephone number</b> (see instructions)  (212) 210-6666	
Number and street (or P O box number if mail is not delivered to street address) 200 MADISON AVENUE 5TH FLOOR Suite		<b>C</b> If exemption application is pending, check here <input type="checkbox"/>	
City or town, state, and ZIP code NEW YORK, NY 10016		<b>D 1.</b> Foreign organizations, check here <input type="checkbox"/>  <b>2.</b> Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
<b>G</b> Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		<b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> <b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
<b>H</b> Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation			
<b>I</b> Fair market value of all assets at end of year (from Part II, col. (c), line 16) <input checked="" type="checkbox"/> \$ 15,415,763		<b>J</b> Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) <input type="checkbox"/> (Part I, column (d) must be on cash basis.)	

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	<b>1</b> Contributions, gifts, grants, etc , received (attach schedule)	5,250,000			
	<b>2</b> Check <input type="checkbox"/> if the foundation is <b>not</b> required to attach Sch B				
	<b>3</b> Interest on savings and temporary cash investments	69,899	69,899		
	<b>4</b> Dividends and interest from securities. . . . .	51,757	51,757		
	<b>5a</b> Gross rents . . . . .	34,937	34,937		
	<b>b</b> Net rental income or (loss) <u>34,937</u>				
	<b>6a</b> Net gain or (loss) from sale of assets not on line 10	153,906			
	<b>b</b> Gross sales price for all assets on line 6a _____				
	<b>7</b> Capital gain net income (from Part IV, line 2) . . . .		153,906		
	<b>8</b> Net short-term capital gain . . . . .				
	<b>9</b> Income modifications . . . . .				
	<b>10a</b> Gross sales less returns and allowances				
Operating and Administrative Expenses	<b>b</b> Less Cost of goods sold . . . . .				
	<b>c</b> Gross profit or (loss) (attach schedule) . . . . .				
	<b>11</b> Other income (attach schedule) . . . . .	1,493	1,493		
	<b>12 Total.</b> Add lines 1 through 11 . . . . .	5,561,992	311,992		
	<b>13</b> Compensation of officers, directors, trustees, etc	0			
	<b>14</b> Other employee salaries and wages . . . . .				
	<b>15</b> Pension plans, employee benefits . . . . .				
	<b>16a</b> Legal fees (attach schedule) . . . . .				
	<b>b</b> Accounting fees (attach schedule) . . . . .				
	<b>c</b> Other professional fees (attach schedule) . . . .				
	<b>17</b> Interest . . . . .				
	<b>18</b> Taxes (attach schedule) (see instructions)	1,432	1,432		
	<b>19</b> Depreciation (attach schedule) and depletion . . .				
	<b>20</b> Occupancy . . . . .				
	<b>21</b> Travel, conferences, and meetings . . . . .				
	<b>22</b> Printing and publications . . . . .				
	<b>23</b> Other expenses (attach schedule) . . . . .	96,818	96,816		
	<b>24 Total operating and administrative expenses.</b>				
	Add lines 13 through 23 . . . . .	98,250	98,248		0
	<b>25</b> Contributions, gifts, grants paid . . . . .	5,953,479			5,953,479
	<b>26 Total expenses and disbursements.</b> Add lines 24 and 25	6,051,729	98,248		5,953,479
	<b>27</b> Subtract line 26 from line 12				
	<b>a Excess of revenue over expenses and disbursements</b>	-489,737			
	<b>b Net investment income</b> (if negative, enter -0-)		213,744		
	<b>c Adjusted net income</b> (if negative, enter -0-)				

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 . . . . .	-29,667	-31,009	-31,009
	2	Savings and temporary cash investments . . . . .	134,291	208,208	208,208
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable . . . . .			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions) . . . . .			
	7	Other notes and loans receivable (attach schedule) ▶ _____ 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 (attach schedule)			
	b	Investments—corporate stock (attach schedule) . . . . .	1,873,954	1,872,727	2,486,796
	c	Investments—corporate bonds (attach schedule) . . . . .			
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans . . . . .	0		
	13	Investments—other (attach schedule) . . . . .	8,249,586	7,691,663	12,751,768
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15	Other assets (describe ▶ _____)				
16	<b>Total assets</b> (to be completed by all filers—see the instructions Also, see page 1, item I)	10,228,164	9,741,589	15,415,763	
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 ▶ _____)	2,205,255	2,208,446	
	23	<b>Total liabilities</b> (add lines 17 through 22) . . . . .	2,205,255	2,208,446	
Net Assets or Fund Balances		<b>Foundations that follow SFAS 117, check here</b> ▶ <input type="checkbox"/> <b>and complete lines 24 through 26 and lines 30 and 31.</b>			
	24	Unrestricted . . . . .			
	25	Temporarily restricted . . . . .			
	26	Permanently restricted . . . . .			
		<b>Foundations that do not follow SFAS 117, check here</b> ▶ <input checked="" type="checkbox"/> <b>and complete lines 27 through 31.</b>			
	27	Capital stock, trust principal, or current funds . . . . .			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	8,022,909	7,533,143	
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	<b>Total net assets or fund balances</b> (see page 17 of the instructions) . . . . .	8,022,909	7,533,143	
31	<b>Total liabilities and net assets/fund balances</b> (see page 17 of the instructions) . . . . .	10,228,164	9,741,589		

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	8,022,909
2	Enter amount from Part I, line 27a . . . . .	2	-489,737
3	Other increases not included in line 2 (itemize)  _____	3	
4	Add lines 1, 2, and 3 . . . . .	4	7,533,172
5	Decreases not included in line 2 (itemize)  _____	5	29
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 . . . . .	6	7,533,143

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 )
1 a	INFORMATION AVAILABLE UPON REQUEST	P		
b	INFORMATION AVAILABLE UPON REQUEST	P		
c	SEC1231 GAIN THRU GOODHUE RESIDENTIAL CO	P		
d	SEC988 LOSS FROM PASS-THROUGH ENTITIES	P		
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			385
b			143,793
c			13,436
d			-3,708
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a			
b			
c			
d			
e			

2	Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	153,906
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 page 18 of the instructions before making any entries			
(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011	5,175,595	2,382,326	2 172497
2010	5,829,690	2,999,262	1 943708
2009	2,614,503	3,790,247	0 689798
2008	5,291,522	4,684,035	1 129693
2007	5,332,003	32,600,216	0 163557

2	Total of line 1, column (d). . . . .	2	6 099253
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	1 219851
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5. . . . .	4	3,680,128
5	Multiply line 4 by line 3. . . . .	5	4,489,208
6	Enter 1% of net investment income (1% of Part I, line 27b). . . . .	6	2,137
7	Add lines 5 and 6. . . . .	7	4,491,345
8	Enter qualifying distributions from Part XII, line 4. . . . .  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	8	5,953,479

Part VIExcise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a		Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> 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 <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b . . . . .		1	2,137
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	2,137
4		Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	
5		Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0- . . . . .		5	2,137
6		Credits/Payments			
a		2012 estimated tax payments and 2011 overpayment credited to 2012	6a	8,407	
b		Exempt foreign organizations—tax withheld at source . . . . .	6b		
c		Tax paid with application for extension of time to file (Form 8868)	6c		
d		Backup withholding erroneously withheld . . . . .	6d		
7		Total credits and payments Add lines 6a through 6d. . . . .		7	8,407
8		Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> 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	6,270
11		Enter the amount of line 10 to be Credited to 2013 estimated tax <input type="checkbox"/> 6,270	Refunded <input type="checkbox"/>	11	

Part VII-AStatements Regarding Activities

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

Part VII-A

Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address ▶N/A				
14	The books are in care of ▶JOHN A GACINSKI Telephone no ▶(212) 210-6666 Located at ▶200 MADISON AVENUE 5TH FLOOR NY N NEW YORK NY ZIP +4 ▶10016			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of <b>Form 1041</b> —Check here . . . . . ▶ <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year . . . . . ▶	15		
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		No
See 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?. . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?. . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (6) Agree to pay money or property to a government official? ( <b>Exception.</b> Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days ). . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If any answer is "Yes" to 1a(1)–(6), did <b>any</b> of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?. . . Organizations relying on a current notice regarding disaster assistance check here. . . . . ▶ <input type="checkbox"/>	1b		
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?. . . . .	1c		No
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?. . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is <b>not</b> 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 <b>all</b> years listed, answer "No" and attach statement—see instructions ). . . . .	2b		
c	If the provisions of section 4942(a)(2) are being applied to <b>any</b> of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?. . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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? ( <i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.</i> ). . . . .	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b		No

Part VII-B

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

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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).	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> 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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b	If any answer is "Yes" to 5a(1)–(5), did <b>any</b> 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		No
	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?			
	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?			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	6b		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?			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	7b		No

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
ELIHU ROSE	PRESIDENT/SECRETARY/DIRECTOR	0	0	0
2 EAST 88TH STREET NEW YORK, NY 10128	0			
SUSAN W ROSE	DIRECTOR	0	0	0
2 EAST 88TH STREET NEW YORK, NY 10128	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
Total number of other employees paid over \$50,000.				

Part VIII

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
Total number of others receiving over \$50,000 for professional services. . . . .		

Part IX-A

Summary of Direct Charitable Activities

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

Part IX-B

Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments. See page 24 of the instructions.	
3	
Total. Add lines 1 through 3. . . . .	

**Part X**

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
<b>a</b>	Average monthly fair market value of securities. . . . .	<b>1a</b>	2,463,909
<b>b</b>	Average of monthly cash balances. . . . .	<b>1b</b>	1,272,262
<b>c</b>	Fair market value of all other assets (see instructions). . . . .	<b>1c</b>	0
<b>d</b>	<b>Total</b> (add lines 1a, b, and c). . . . .	<b>1d</b>	3,736,171
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation). . . . .	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets. . . . .	<b>2</b>	0
<b>3</b>	Subtract line 2 from line 1d. . . . .	<b>3</b>	3,736,171
<b>4</b>	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions). . . . .	<b>4</b>	56,043
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3 Enter here and on Part V, line 4	<b>5</b>	3,680,128
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5. . . . .	<b>6</b>	184,006

**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.)

<b>1</b>	Minimum investment return from Part X, line 6. . . . .	<b>1</b>	184,006
<b>2a</b>	Tax on investment income for 2012 from Part VI, line 5. . . . .	<b>2a</b>	2,137
<b>b</b>	Income tax for 2012 (This does not include the tax from Part VI ). . . . .	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b. . . . .	<b>2c</b>	2,137
<b>3</b>	Distributable amount before adjustments Subtract line 2c from line 1. . . . .	<b>3</b>	181,869
<b>4</b>	Recoveries of amounts treated as qualifying distributions. . . . .	<b>4</b>	
<b>5</b>	Add lines 3 and 4. . . . .	<b>5</b>	181,869
<b>6</b>	Deduction from distributable amount (see instructions). . . . .	<b>6</b>	
<b>7</b>	<b>Distributable amount</b> as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1. . . . .	<b>7</b>	181,869

**Part XII**

**Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
<b>a</b>	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26. . . . .	<b>1a</b>	5,953,479
<b>b</b>	Program-related investments—total from Part IX-B. . . . .	<b>1b</b>	0
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes. . . . .	<b>2</b>	0
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required). . . . .	<b>3a</b>	0
<b>b</b>	Cash distribution test (attach the required schedule). . . . .	<b>3b</b>	0
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	5,953,479
<b>5</b>	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). . . . .	<b>5</b>	2,137
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4. . . . .	<b>6</b>	5,951,342
<b>Note:</b> 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				181,869
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only. . . . .			0	
b Total for prior years 2010 , 2009 , 2008		0		
3 Excess distributions carryover, if any, to 2012				
a From 2007. . . . .	3,745,232			
b From 2008. . . . .	5,077,456			
c From 2009. . . . .	2,426,945			
d From 2010. . . . .	5,685,677			
e From 2011. . . . .	5,061,689			
f Total of lines 3a through e. . . . .	21,996,999			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 5,953,479				
a Applied to 2011, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see instructions). . . . .				
c Treated as distributions out of corpus (Election required—see instructions). . . . .				
d Applied to 2012 distributable amount. . . . .				181,869
e Remaining amount distributed out of corpus	5,771,610			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	27,768,609			
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. . . . .				
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 instructions . . . . .			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) (see instructions). . . . .				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions). . .	3,745,232			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a . . . . .	24,023,377			
10 Analysis of line 9				
a Excess from 2008. . . .	5,077,456			
b Excess from 2009. . . .	2,426,945			
c Excess from 2010. . . .	5,685,677			
d Excess from 2011. . . .	5,061,689			
e Excess from 2012. . . .	5,771,610			

Part XIVPrivate Operating Foundations (see instructions and Part VII-A, question 9)

1a

If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2012, enter the date of the ruling. . . . .

b

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

☐ 4942(j)(3) or ☐ 4942(j)(5)

2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed . . . . .	Tax year	Prior 3 years			(e) Total
		(a) 2012	(b) 2011	(c) 2010	(d) 2009	
b	85% of line 2a . . . . .					
c	Qualifying distributions from Part XII, line 4 for each year listed . . . . .					
d	Amounts included in line 2c not used directly for active conduct of exempt activities . . . . .					
e	Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c . . . . .					
3	Complete 3a, b, or c for the alternative test relied upon					
a	"Assets" alternative test—enter					
	(1) Value of all assets . . . . .					
	(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b	"Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed. . . . .					
c	"Support" alternative test—enter					
	(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties) . . . . .					
	(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii). . . . .					
	(3) Largest amount of support from an exempt organization					
	(4) Gross investment income					

Part XVSupplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see 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) )

ELIHU ROSE AND SUSAN W ROSE

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

Part XV

Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total . . . . .			3a	5,953,479
b Approved for future payment				
Total . . . . .			3b	

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions )
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
<b>1</b>	Program service revenue					
<b>a</b>	_____					
<b>b</b>	_____					
<b>c</b>	_____					
<b>d</b>	_____					
<b>e</b>	_____					
<b>f</b>	_____					
<b>g</b>	Fees and contracts from government agencies					
<b>2</b>	Membership dues and assessments. . . . .					
<b>3</b>	Interest on savings and temporary cash investments			14	69,899	
<b>4</b>	Dividends and interest from securities. . . . .			14	51,757	
<b>5</b>	Net rental income or (loss) from real estate					
<b>a</b>	Debt-financed property. . . . .					
<b>b</b>	Not debt-financed property. . . . .					
<b>6</b>	Net rental income or (loss) from personal property			16	34,937	
<b>7</b>	Other investment income. . . . .					
<b>8</b>	Gain or (loss) from sales of assets other than inventory			18	153,906	
<b>9</b>	Net income or (loss) from special events					
<b>10</b>	Gross profit or (loss) from sales of inventory. . . . .					
<b>11</b>	Other revenue <b>a</b> FARALLON CAPITAL INST PTNR			01	1,493	
<b>b</b>	_____					
<b>c</b>	_____					
<b>d</b>	_____					
<b>e</b>	_____					
<b>12</b>	Subtotal. Add columns (b), (d), and (e). . . . .				311,992	
<b>13</b>	<b>Total.</b> Add line 12, columns (b), (d), and (e). . . . .					311,992

[illegible]

<b>1</b>	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?		<b>Yes</b>	<b>No</b>
<b>a</b>	Transfers from the reporting foundation to a noncharitable exempt organization of			
	<b>(1)</b> Cash. . . . .	<b>1a(1)</b>		<b>No</b>
	<b>(2)</b> Other assets. . . . .	<b>1a(2)</b>		<b>No</b>
<b>b</b>	Other transactions			
	<b>(1)</b> Sales of assets to a noncharitable exempt organization. . . . .	<b>1b(1)</b>		<b>No</b>
	<b>(2)</b> Purchases of assets from a noncharitable exempt organization. . . . .	<b>1b(2)</b>		<b>No</b>
	<b>(3)</b> Rental of facilities, equipment, or other assets. . . . .	<b>1b(3)</b>		<b>No</b>
	<b>(4)</b> Reimbursement arrangements. . . . .	<b>1b(4)</b>		<b>No</b>
	<b>(5)</b> Loans or loan guarantees. . . . .	<b>1b(5)</b>		<b>No</b>
	<b>(6)</b> Performance of services or membership or fundraising solicitations. . . . .	<b>1b(6)</b>		<b>No</b>
<b>c</b>	Sharing of facilities, equipment, mailing lists, other assets, or paid employees. . . . .	<b>1c</b>		<b>No</b>
<b>d</b>	If the answer to any of the above is "Yes," complete the following schedule. Column <b>(b)</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 <b>(d)</b> the value of the goods, other assets, or services received.			

[illegible]

**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

<b>Sign Here</b>	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge.		
	<div style="border-bottom: 1px solid black; height: 20px; margin-bottom: 5px;"></div> Signature of officer or trustee	<div style="border-bottom: 1px solid black; height: 20px; margin-bottom: 5px;"></div> Date	<div style="border-bottom: 1px solid black; height: 20px; margin-bottom: 5px;"></div> Title

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

<b>Paid Preparer Use Only</b>	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed <input checked="checked" type="checkbox"/>	PTIN
	KENNETH WEISSENBERG	KENNETH WEISSENBERG			
	Firm's name <input type="checkbox"/>	EISNERAMPER LLP		Firm's EIN <input type="checkbox"/>	
		750 THIRD AVENUE			
	Firm's address <input type="checkbox"/>	NEW YORK, NY 100172703		Phone no (212) 949-8700	

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
International Center of Photography 1114 Avenue of Americas New York, NY 10036	NONE	PUBLIC	CHARITABLE	40,000
Susan W Rose Fund for Music 200 Madison Avenue New York, NY 10016	NONE	PUBLIC	CHARITABLE	15,000
The Knights 344 Degraw St 4-C Brooklyn, NY 11231	NONE	PUBLIC	CHARITABLE	10,000
Lincoln Center Theatre 150 W 65th Street New York, NY 10023	NONE	PUBLIC	CHARITABLE	50,000
Orchestra of St Luke's 450 W 37TH STREET SUITE 502 New York, NY 10018	NONE	PUBLIC	CHARITABLE	2,500
New York Festival of Song 307 Seventh Avenue Suite 1206 New York, NY 10001	NONE	PUBLIC	CHARITABLE	850
Carnegie Hall Society 881 Seventh Avenue New York, NY 10019	NONE	PUBLIC	CHARITABLE	50,000
Young Concert Artists Inc 250 W 57th Street Suite 1222 New York, NY 10107	NONE	PUBLIC	CHARITABLE	5,000
The Juilliard School 60 Lincoln Center Plaza New York, NY 10023	NONE	PUBLIC	CHARITABLE	20,000
The Juilliard School 60 Lincoln Center Plaza New York, NY 10023	NONE	PUBLIC	CHARITABLE	100,000
Hospital for Special Surgery 535 E 70th Street New York, NY 10021	NONE	PUBLIC	CHARITABLE	1,000
Hospital for Special Surgery 535 E 70th Street New York, NY 10021	NONE	PUBLIC	CHARITABLE	100,000
Hospital for Special Surgery 535 E 70th Street New York, NY 10021	NONE	PUBLIC	CHARITABLE	100,185
Central Synagogue 123 E 55th Street New York, NY 10022	NONE	PUBLIC	CHARITABLE	15,840
Gilder Lehrman Institute of American History 19 W 44th Street Suite 500 New York, NY 10036	NONE	PUBLIC	CHARITABLE	5,000

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Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
Park Avenue Armory 643 Park Avenue New York, NY 10065	NONE	PUBLIC	CHARITABLE	2,625,000
The Jewish Museum 1109 5th Avenue New York, NY 10128	NONE	PUBLIC	CHARITABLE	10,000
The Mabel Mercer Foundation 301 E 79th Street 30N New York, NY 10021	NONE	PUBLIC	CHARITABLE	10,000
American Museum of Natural History CPW 79th Street New York, NY 10024	NONE	PUBLIC	CHARITABLE	1,750
The Morgan Library & Museum 225 Madison Avenue New York, NY 10016	NONE	PUBLIC	CHARITABLE	1,000
Alzheimer's Drug Discovery Foundation 1414 Ave of Americas Suite 1502 New York, NY 10102	NONE	PUBLIC	CHARITABLE	5,000
Close Encounters With Music PO Box 34 Great Barrington, MA 01230	NONE	PUBLIC	CHARITABLE	2,200
Young Concert Artists Inc 250 W 57th Street Suite 1222 New York, NY 10107	NONE	PUBLIC	CHARITABLE	7,500
The New York Public Library 5th Avenue 42nd Street Room 105 New York, NY 10018	NONE	PUBLIC	CHARITABLE	2,000
National Museum of American History 14th Street Constitution Avenue Washington, DC 20560	NONE	PUBLIC	CHARITABLE	200,000
WNET 450 W 33rd Street New York, NY 10001	NONE	PUBLIC	CHARITABLE	10,000
New York Historical Society 170 CPW New York, NY 10024	NONE	PUBLIC	CHARITABLE	5,000
Council on Foreign Relations 58 E 68th Street New York, NY 10131	NONE	PUBLIC	CHARITABLE	10,000
The Doe Fund 232 E 84th Street New York, NY 10028	NONE	PUBLIC	CHARITABLE	2,500
Caramoor Center for Music & the Arts PO Box 816 Katonah, NY 10536	NONE	PUBLIC	CHARITABLE	3,000

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
New York Historical Society 170 CPW New York, NY 10024	NONE	PUBLIC	CHARITABLE	5,000
The Carnegie Hall Society 881 Seventh Avenue New York, NY 10019	NONE	PUBLIC	CHARITABLE	200,000
Horace Mann School 234 W 246th Street Riverdale, NY 10471	NONE	PUBLIC	CHARITABLE	2,000
Hospital for Special Surgery Fund Inc 535 E 70th Street New York, NY 10021	NONE	PUBLIC	CHARITABLE	58,333
F-E-G-S 315 Hudson St New York, NY 10013	NONE	PUBLIC	CHARITABLE	1,000
Montclair Kimberley Academy 201 Valley Rd Montclair, NJ 07042	NONE	PUBLIC	CHARITABLE	1,000
Jumpstart 505 8th Avenue Suite 602 New York, NY 10018	NONE	PUBLIC	CHARITABLE	2,500
Carnegie Hall Society Inc 881 Seventh Avenue New York, NY 10019	NONE	PUBLIC	CHARITABLE	4,600
Park Avenue Armory 643 Park Avenue New York, NY 10065	NONE	PUBLIC	CHARITABLE	50,000
Roundabout Theatre 111 W 46th Street 3rd Floor New York, NY 10036	NONE	PUBLIC	CHARITABLE	2,000
The Library of America 14 E 60th Street New York, NY 10022	NONE	PUBLIC	CHARITABLE	12,500
New York City Opera 20 Lincoln Center New York, NY 10023	NONE	PUBLIC	CHARITABLE	5,000
Carnegie Hall 881 Seventh Avenue New York, NY 10019	NONE	PUBLIC	CHARITABLE	200,000
Carnegie Hall 881 Seventh Avenue New York, NY 10019	NONE	PUBLIC	CHARITABLE	9,722
92nd Street Y 1395 Lexington Avenue New York, NY 10128	NONE	PUBLIC	CHARITABLE	10,000

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
Park Avenue Armory 643 Park Avenue New York, NY 10065	NONE	PUBLIC	CHARITABLE	50,000
New York Philharmonic 10 Lincoln Center Plaza New York, NY 10023	NONE	PUBLIC	CHARITABLE	2,500
Municipal Art Society of NY 111 W 57th Street New York, NY 10019	NONE	PUBLIC	CHARITABLE	5,000
Norman Rockwell Museum 9 Route 183 Stockbridge, MA 01262	NONE	PUBLIC	CHARITABLE	2,500
Central Synagogue 123 E 55th Street New York, NY 10022	NONE	PUBLIC	CHARITABLE	5,000
The Rockefeller University 1230 York Avenue New York, NY 10065	NONE	PUBLIC	CHARITABLE	1,000
Metropolitan Opera Lincoln Center New York, NY 10023	NONE	PUBLIC	CHARITABLE	5,000
New York Philharmonic 10 Lincoln Center Plaza New York, NY 10023	NONE	PUBLIC	CHARITABLE	100,000
American Friends of the Israel Philharmonic Orches 122 E 42nd Street Suite 4507 New York, NY 10168	NONE	PUBLIC	CHARITABLE	12,000
Smith College PO Box 340029 Boston, MA 02241	NONE	PUBLIC	CHARITABLE	3,000
Juilliard School 60 Lincoln Center Plaza New York, NY 10023	NONE	PUBLIC	CHARITABLE	60,000
Juilliard School 60 Lincoln Center Plaza New York, NY 10023	NONE	PUBLIC	CHARITABLE	50,000
Harlem Educational Activities Fund 200 Madison Avneue New York, NY 10016	NONE	PUBLIC	CHARITABLE	25,000
New York City Center 130 W 56th Street New York, NY 10102	NONE	PUBLIC	CHARITABLE	5,000
The Carnegie Hall Society 881 Seventh Avenue New York, NY 10019	NONE	PUBLIC	CHARITABLE	6,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
Museum of the City of New York 1220 Fifth Avenue New York, NY 10029	NONE	PUBLIC	CHARITABLE	1,500
WNET New York Public Media 450 W 33rd Street New York, NY 10001	NONE	PUBLIC	CHARITABLE	10,000
New York Hall of Science 47-01 111th Street Queens, NY 11368	NONE	PUBLIC	CHARITABLE	2,500
Lincoln Center for Performing Art 150 W 65th Street New York, NY 10023	NONE	PUBLIC	CHARITABLE	25,000
Samuel Waxman Cancer Research Foundation 30 Oakley Avenue Mt Vernon, NY 10550	NONE	PUBLIC	CHARITABLE	10,000
Library of America 14 E 60th Street New York, NY 10022	NONE	PUBLIC	CHARITABLE	12,500
Library of America 14 E 60th Street New York, NY 10022	NONE	PUBLIC	CHARITABLE	15,000
WQXR Radio 160 Varick Street New York, NY 10013	NONE	PUBLIC	CHARITABLE	25,000
Marlboro School of Music 1616 Walnut Street Suite 1600 Phila, PA 19103	NONE	PUBLIC	CHARITABLE	25,000
New York Center for Living 130 W 56th Street New York, NY 10019	NONE	PUBLIC	CHARITABLE	825
Intrepid Sea Air & Space Museum West 46th Street 12th Avenue New York, NY 10036	NONE	PUBLIC	CHARITABLE	5,000
The Sapling Foundation PO Box 620952 Woodside, CA 94062	NONE	PUBLIC	CHARITABLE	12,500
The Jewish Agency for Israel-North American Council 633 Third Avenue 2100 New York, NY 10017	NONE	PUBLIC	CHARITABLE	2,500
New York Historical Society 170 Central Park West New York, NY 10024	NONE	PUBLIC	CHARITABLE	2,500
New York Historical Society 170 CPW New York, NY 10024	NONE	PUBLIC	CHARITABLE	5,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
Army War College Foundation 122 Forbes Avenue Carlisle, PA 17013	NONE	PUBLIC	CHARITABLE	5,000
The Skyscraper Museum 39 Battery Place New York, NY 10280	NONE	PUBLIC	CHARITABLE	2,500
The Breast Cancer Research Foundation 60 East 56th Street 8th Floor New York, NY 10022	NONE	PUBLIC	CHARITABLE	5,000
Yes Atlanta PO Box 54692 Atlanta, GA 30308	NONE	PUBLIC	CHARITABLE	2,500
Yale University PO Box 803 New Haven, CT 06503	NONE	PUBLIC	CHARITABLE	25,000
Hospital for Special Surgery 535 E 70th Street New York, NY 10021	NONE	PUBLIC	CHARITABLE	25,000
New York City Opera 20 Lincoln Center New York, NY 10023	NONE	PUBLIC	CHARITABLE	1,000
Brain Trauma Foundation 415 Madison Avenue 14th Floor New York, NY 10017	NONE	PUBLIC	CHARITABLE	10,000
The Classical Recording Foundation 128 Manor Lane Pelham, NY 10803	NONE	PUBLIC	CHARITABLE	5,000
French Heritage Society 14 E 60th Street Suite 605 New York, NY 10022	NONE	PUBLIC	CHARITABLE	2,500
The Museum of Modern Art 11 W 53rd Street New York, NY 10019	NONE	PUBLIC	CHARITABLE	1,405
Hospital for Special Surgery 535 E 70th Street New York, NY 10021	NONE	PUBLIC	CHARITABLE	15,000
Martina Arroyo Foundation Inc PO Box 2015 Radio City Station, NY 10101	NONE	PUBLIC	CHARITABLE	1,000
Smith College Museum of Art PO Box 340029 Boston, MA 02241	NONE	PUBLIC	CHARITABLE	1,000
International Friends of the London Library 515 Madison Avenue New York, NY 10022	NONE	PUBLIC	CHARITABLE	2,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
American Friends of the Israel Museum 500 Fifth Avenue Suite 2540 New York, NY 10110	NONE	PUBLIC	CHARITABLE	1,000
Central Synagogue 123 E 55th Street New York, NY 10022	NONE	PUBLIC	CHARITABLE	25,000
Army Heritage Center Foundation 950 Solders Drive Carlisle, PA 17013	NONE	PUBLIC	CHARITABLE	5,000
Council on Foreign Relations 58 East 68th Street New York, NY 10131	NONE	PUBLIC	CHARITABLE	30,000
Council on Foreign Relations 58 E 68th Street New York, NY 10131	NONE	PUBLIC	CHARITABLE	5,000
Susan W Rose Fund for Music 200 Madison Avenue New York, NY 10016	NONE	PUBLIC	CHARITABLE	15,000
The New York Society Library 53 East 79th Street New York, NY 10075	NONE	PUBLIC	CHARITABLE	15,000
The Gilder Lehrman Institute of American History 19 W 44th Street Suite 500 New York, NY 10036	NONE	PUBLIC	CHARITABLE	5,000
UJA - Federation of New York 130 E 59th Street New York, NY 10022	NONE	PUBLIC	CHARITABLE	81,666
American Academy of Arts & Sciences 136 Irving St Cambridge, MA 02138	NONE	PUBLIC	CHARITABLE	15,000
Playwrights Realm 48 W 25th Street 10th Floor New York, NY 10010	NONE	PUBLIC	CHARITABLE	500
Bowdoin International Music Festival 6300 College Station Brunswick, ME 040118463	NONE	PUBLIC	CHARITABLE	2,500
The Century Association Archives Foundation 7 W 43rd Avenue New York, NY 10036	NONE	PUBLIC	CHARITABLE	2,000
National Museum of American History 14th Street Constitution Avenue Washington, DC 20560	NONE	PUBLIC	CHARITABLE	10,000
Business Executives for National Security 1030 15th Street NW Suite 200 East Washington, DC 20005	NONE	PUBLIC	CHARITABLE	25,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
Lincoln Center Theater 150 W 65th Street New York, NY 10023	NONE	PUBLIC	CHARITABLE	5,000
Lincoln Center Theater 150 W 65th Street New York, NY 10023	NONE	PUBLIC	CHARITABLE	100,000
American Academy in Rome 7 E 60th Street New York, NY 10022	NONE	PUBLIC	CHARITABLE	5,000
Bachman-Strauss Dystonia & Parkinson Foundation 551 Fifth Avenue Suite 520 New York, NY 10176	NONE	PUBLIC	CHARITABLE	500
Jonas Center for Nursing Excellence 107 East 70th Sreet New York, NY 10021	NONE	PUBLIC	CHARITABLE	10,000
Lincoln Center Theater 150 W 65th Street New York, NY 10023	NONE	PUBLIC	CHARITABLE	10,000
United Way of New York 2 Park Avenue Suite 2 New York, NY 10016	NONE	PUBLIC	CHARITABLE	1,000
The Churchill Centre 200 W Madison Street Suite 1700 Chicago, IL 60606	NONE	PUBLIC	CHARITABLE	10,000
Special Olympics New York PO Box 13329 Albany, NY 12212	NONE	PUBLIC	CHARITABLE	300
Institute for Sports Medicine Research 2660 10th Avenue South Suite 505 Birmingham, AL 35205	NONE	PUBLIC	CHARITABLE	10,000
The New Jersey City University Foundation 2039 Kennedy Boulevard Jersey City, NJ 07305	NONE	PUBLIC	CHARITABLE	2,012
Cold Spring Harbor Laboratory 1 Bungtown Rd Laurel Hollow, NY 11791	NONE	PUBLIC	CHARITABLE	1,000
American Ladder of the National Theater 401 North Michigan Avenue Chicago, IL 60611	NONE	PUBLIC	CHARITABLE	2,500
Street Symphony 1154 S Barrington Ave 211 Los Angeles, CA 900496150	NONE	PUBLIC	CHARITABLE	1,000
New York City Opera 20 Lincoln Center New York, NY 10023	NONE	PUBLIC	CHARITABLE	10,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
The Graduate Center CUNY 365 Fifth Avenue New York, NY 10016	NONE	PUBLIC	CHARITABLE	10,000
American Patrons of Tate 520 W 27th Street 404 New York, NY 10001	NONE	PUBLIC	CHARITABLE	1,752
Youth America Grand Prix 115 W 29th Street Suite 803 New York, NY 10001	NONE	PUBLIC	CHARITABLE	1,500
FJCLiddy Shriver Sarcoma Initiative 17 Bethea Drive Ossining, NY 10562	NONE	PUBLIC	CHARITABLE	1,000
Artis - Contemporary Israeli Art Fund Inc Church Street Station PO Box 986 New York, NY 10008	NONE	PUBLIC	CHARITABLE	10,000
UJA - Federation of New York 130 E 59th Street New York, NY 10022	NONE	PUBLIC	CHARITABLE	10,000
Manhattan School of Music 120 Clarimont Avenue New York, NY 10027	NONE	PUBLIC	CHARITABLE	2,500
Solomon R Guffenheim Foundation 1071 Fifth Avenue New York, NY 10128	NONE	PUBLIC	CHARITABLE	1,074
Melmark Inc 2600 Maryland Rd Brewyn, PA 19312	NONE	PUBLIC	CHARITABLE	1,000
Marine Corps University Foundation PO Box 122 Quantico, VA 22134	NONE	PUBLIC	CHARITABLE	10,000
The Trust for Governors Island 10 South Street Slip 7 New York, NY 10004	NONE	PUBLIC	CHARITABLE	10,000
Museum At Eldridge Street 12 Eldridge Street New York, NY 10002	NONE	PUBLIC	CHARITABLE	5,000
The Frick Collection 1 E 70th Street New York, NY 10021	NONE	PUBLIC	CHARITABLE	1,000
Manhattan Theatre Club 311 W 43rd Street New York, NY 10036	NONE	PUBLIC	CHARITABLE	2,000
Society of Illustrators 128 E 63rd Street New York, NY 10021	NONE	PUBLIC	CHARITABLE	5,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
Garrison Institute PO Box 532 Garrison, NY 10524	NONE	PUBLIC	CHARITABLE	5,000
Lincoln Center for the Performing Arts Inc 150 W 65th Street New York, NY 10023	NONE	PUBLIC	CHARITABLE	4,500
Caramoor Center for Music and the Arts Inc 149 Girdle Ridge Road Katonah, NY 10539	NONE	PUBLIC	CHARITABLE	2,000
American Lyric Theatre Center Inc 410 West 42nd Street New York, NY 10036	NONE	PUBLIC	CHARITABLE	1,000
The VAD Foundation 849 Valencia St San Francisco, CA 94110	NONE	PUBLIC	CHARITABLE	10,000
New York Philharmonic 10 Lincoln Center Plaza New York, NY 10023	NONE	PUBLIC	CHARITABLE	25,000
The Mabel Mercer Foundation 301 E 79th Street 30N New York, NY 10021	NONE	PUBLIC	CHARITABLE	660
The Knights 1 Columbus Plaza New Haven, CT 06510	NONE	PUBLIC	CHARITABLE	10,000
CIVITAS 1457 Lexington Avenue New York, NY 10128	NONE	PUBLIC	CHARITABLE	1,000
Foundation for the National Archives 700 Pennsylvania Avenue NW Room G Washington, DC 20408	NONE	PUBLIC	CHARITABLE	2,500
New Jersey City University Foundation 2039 Kennedy Boulevard Jersey City, NJ 07305	NONE	PUBLIC	CHARITABLE	2,000
NYU Urology Research Program 150 E 32nd Street 2nd Floor New York, NY 10016	NONE	PUBLIC	CHARITABLE	2,500
Cambridge in America 292 Madison Avenue 8th Floor New York, NY 10017	NONE	PUBLIC	CHARITABLE	25,000
New York City Center 130 W 56th Street New York, NY 10019	NONE	PUBLIC	CHARITABLE	9,020
The National Opera Center America 330 Seventh Avenue New York, NY 10001	NONE	PUBLIC	CHARITABLE	1,000


Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
Original Music Workshop 80 North 6th Street Brooklyn, NY 11211	NONE	PUBLIC	CHARITABLE	10,000
Chess in the Schools 520 Eight Avenue 2nd Floor New York, NY 10018	NONE	PUBLIC	CHARITABLE	10,000
Susan W Rose Fund for Music Inc 200 Madison Avenue New York, NY 10016	NONE	PUBLIC	CHARITABLE	15,000
American Friends of Israel Philharmonic 122 E 42nd Street Suite 4507 New York, NY 10168	NONE	PUBLIC	CHARITABLE	10,000
Human Rights First 333 Seventh Avenue New York, NY 10001	NONE	PUBLIC	CHARITABLE	1,000
Juilliard School 60 Lincoln Center Plaza New York, NY 10023	NONE	PUBLIC	CHARITABLE	5,000
Hospital for Special Surgery 535 E 70th Street New York, NY 10021	NONE	PUBLIC	CHARITABLE	1,335
The Whitney Museum of American Art 945 Madison Avenue New York, NY 10131	NONE	PUBLIC	CHARITABLE	5,000
New York Philharmonic 10 Lincoln Center Plaza New York, NY 10023	NONE	PUBLIC	CHARITABLE	2,300
Children at Heart 1301 N Mays Street Round Rock, TX 78664	NONE	PUBLIC	CHARITABLE	2,000
The Film Society of Lincoln Center 4 Lincoln Center Plaza 70 New York, NY 10023	NONE	PUBLIC	CHARITABLE	1,000
New York University 76 Broadway 2nd Floor New York, NY 10003	NONE	PUBLIC	CHARITABLE	500,000
Art Beyond Sight 589 Broadway New York, NY 10012	NONE	PUBLIC	CHARITABLE	5,000
7 West 43rd Street Foundation 7 West 43rd Street New York, NY 10036	NONE	PUBLIC	CHARITABLE	2,500
The Horace Mann School 231 W 246th Street Riverdale, NY 10471	NONE	PUBLIC	CHARITABLE	2,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
Hospital for Special Surgery 535 E 70th Street New York, NY 10021	NONE	PUBLIC	CHARITABLE	1,000
Hospital for Special Surgery 535 E 70th Street New York, NY 10021	NONE	PUBLIC	CHARITABLE	10,000
Carnegie Hall Corp 881 7th Avenue New York, NY 10019	NONE	PUBLIC	CHARITABLE	1,000
The Classical Recording Foundation 128 Manor Lane Pelham, NY 10803	NONE	PUBLIC	CHARITABLE	500
Classical Action 165 W 46th Street Suite 1310 New York, NY 10036	NONE	PUBLIC	CHARITABLE	500
New York City Center 130 W 56th Street New York, NY 10019	NONE	PUBLIC	CHARITABLE	5,000
Lincoln Center for the Performing Arts Inc 150 W 65th Street New York, NY 10023	NONE	PUBLIC	CHARITABLE	22,000
New School Concerts 55 W 13th Street Rm 929 New York, NY 10011	NONE	PUBLIC	CHARITABLE	1,500
National Museum of American Illustration 492 Bellevue Avenue Newport, RI 02840	NONE	PUBLIC	CHARITABLE	1,500
The Ohio State University Allen R Miller Scholarship Fund 281 W Lane Avenue Columbus, OH 43210	NONE	PUBLIC	CHARITABLE	5,000
Yale University PO Box 803 New Haven, CT 06503	NONE	PUBLIC	CHARITABLE	2,000
New York Philharmonic 10 Lincoln Center Plaza New York, NY 10023	NONE	PUBLIC	CHARITABLE	10,000
Carnegie Hall 881 Seventh Avenue New York, NY 10019	NONE	PUBLIC	CHARITABLE	150,000
Four Freedoms Park Conservancy 1 FDR Four Freedoms Park Roosevelt Island, NY 10044	NONE	PUBLIC	CHARITABLE	1,000
The Hasty Pudding Institute PO Box 381940 Cambridge, MA 02238	NONE	PUBLIC	CHARITABLE	25,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
Juilliard School 60 Lincoln Center Plaza New York, NY 10023	NONE	PUBLIC	CHARITABLE	650
<b>Total . . . . .</b>  <b>3a</b>				5,953,479

Schedule B

(Form 990, 990-EZ, or 990-PF)

Department of the Treasury  
Internal Revenue Service

Schedule of Contributors

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

OMB No 1545-0047

2012

<b>Name of the organization</b> SUSAN AND ELIHU ROSE FOUNDATION INC	<b>Employer identification number</b> 13-3484181
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Organization type (check one)

Filers of:	Section:
Form 990 or 990-EZ	<input type="checkbox"/> 501(c)( ) (enter number) organization
	<input type="checkbox"/> 4947(a)(1) nonexempt charitable trust <b>not</b> treated as a private foundation
	<input type="checkbox"/> 527 political organization
Form 990-PF	<input checked="" type="checkbox"/> 501(c)(3) exempt private foundation
	<input type="checkbox"/> 4947(a)(1) nonexempt charitable trust treated as a private foundation
	<input type="checkbox"/> 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<sup>1</sup>/<sub>3</sub>% 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).

<b>Name of organization</b> SUSAN AND ELIHU ROSE FOUNDATION INC	<b>Employer identification number</b> 13-3484181
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<b>Part I</b>	<b>Contributors</b> (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
<u>1</u>	ELIHU ROSE 2 EAST 88TH STREET  NEW YORK, NY 10128	\$ 2,625,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>  (Complete Part II if there is a noncash contribution )
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
<u>2</u>	SUSAN W ROSE 2 EAST 88TH STREET  NEW YORK, NY 10128	\$ 2,625,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>  (Complete Part II if there is a noncash contribution )
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
<u>      </u>		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>  (Complete Part II if there is a noncash contribution )
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
<u>      </u>		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>  (Complete Part II if there is a noncash contribution )
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
<u>      </u>		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>  (Complete Part II if there is a noncash contribution )
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
<u>      </u>		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>  (Complete Part II if there is a noncash contribution )

<b>Name of organization</b> SUSAN AND ELIHU ROSE FOUNDATION INC	<b>Employer identification number</b> 13-3484181
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<b>Part II</b>	<b>Noncash Property</b> (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
_____	_____ _____ _____ _____	\$ _____	_____
(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
_____	_____ _____ _____ _____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	\$ _____	_____

<b>Name of organization</b> SUSAN AND ELIHU ROSE FOUNDATION INC	<b>Employer identification number</b> 13-3484181
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Part III

**Exclusively** religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry

For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc , contributions of **\$1,000 or less** for the year (Enter this information once See instructions ) ▶ \$

Use duplicate copies of Part III if additional space is needed

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

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

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

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

**TY 2012 Depreciation Schedule**

**Name:** SUSAN AND ELIHU ROSE FOUNDATION INC

**EIN:** 13-3484181

## TY 2012 Investments Corporate Stock Schedule

**Name:** SUSAN AND ELIHU ROSE FOUNDATION INC

**EIN:** 13-3484181

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ANADARKO PETE CORP COM	82,815	178,344
APACHE CORP COM	136,727	157,000
ENSCO INTERNATIONAL INC	199,838	207,480
INTERNATIONAL BUS MACH COM	179,134	383,100
LOEWS COS INC	165,423	163,000
METHANEX CORP COM	65,354	223,090
PIONEER NAT RES CO COM	77,735	191,862
REINSURANCE GROUP OF AMERICA	50,573	80,280
XEROX CORP	207,909	78,430
ACE LIMITED	34,623	63,840
HEWLETT PACKARD CO	0	0
SYMANTEC CORPORATION	0	0
AMGEN CORP	0	0
DEVBURY RESOURCES INC	125,785	129,600
PFIZER INC	113,587	163,015
TRAVELERS COS INC	60,195	86,184
FEDEX CORP	123,877	146,752
DEERE & CO.	101,840	103,704
MICROSOFT CORP COM	72,940	64,103
WELLPOINT INC	74,372	67,012

# TY 2012 Investments - Other Schedule

**Name:** SUSAN AND ELIHU ROSE FOUNDATION INC

**EIN:** 13-3484181

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
FARALLON CAPITAL INST PATR, LP		2,561,765	1,640,744
GOODHUE HOUSE CO.		344,755	344,755
GOODHUE RESIDENTIAL CO.		19,401	19,401
INSTITUTIONAL INVESTMENT FUND		2,100,000	4,151,655
MILLENIUM INTL LTD.		2,500,000	6,429,472
20 EAST 35TH STREET		135,742	135,741
ISRAEL DEVELOPMENT BOND		30,000	30,000

**TY 2012 Land, Etc. Schedule****Name:** SUSAN AND ELIHU ROSE FOUNDATION INC**EIN:** 13-3484181

TY 2012 Other Decreases Schedule

**Name:** SUSAN AND ELIHU ROSE FOUNDATION INC

**EIN:** 13-3484181

Description	Amount
OTHER ADJUSTMENTS	29

**TY 2012 Other Expenses Schedule****Name:** SUSAN AND ELIHU ROSE FOUNDATION INC**EIN:** 13-3484181

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT ADVISORY FEES	76,481	76,481		
PROFESSIONAL FEES	5,000	5,000		
DED RELATED TO PORTFOLIO INC	8,093	8,093		
FILING FEES	1,638	1,638		
OTHER DEDUCTIONS	5,604	5,604		
NONDEDUCTIBLE EXPENSE	2			

## TY 2012 Other Income Schedule

**Name:** SUSAN AND ELIHU ROSE FOUNDATION INC

**EIN:** 13-3484181

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
FARALLON CAPITAL INST PTNR	1,493	1,493	

## TY 2012 Other Liabilities Schedule

**Name:** SUSAN AND ELIHU ROSE FOUNDATION INC

**EIN:** 13-3484181

Description	Beginning of Year - Book Value	End of Year - Book Value
INSTITUTIONAL DIVERSIFIED	1,485,420	1,485,420
FARALLON FCIP, LTD	719,835	723,026

# TY 2012 Taxes Schedule

**Name:** SUSAN AND ELIHU ROSE FOUNDATION INC

**EIN:** 13-3484181

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	1,432	1,432		

FARALLON CAPITAL INSTITUTIONAL PARTNERS, LP  
ATTACHMENT TO SCHEDULE K-1

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Partner Name Susan and Elihu Rose Foundation,  
Partner ID# 13-3484181  
Partner # 39

- 11 AS A RESULT OF TAX SHELTER LEGISLATION, WE ARE PROVIDING TO YOU YOUR ALLOCABLE SHARE OF GROSS FOREIGN CURRENCY LOSSES PURSUANT TO IRC SECTION 988 FOR EACH NON-FUNCTIONAL CURRENCY. THIS LOSS HAS BEEN REPORTED ON FORM 8886 AS REQUIRED UNDER TREAS. REG. 1.6011-4(c)(5) TO DISCLOSE "LOSS TRANSACTIONS." YOU MAY ALSO BE REQUIRED TO FILE FORM 8886. PLEASE CONSULT YOUR TAX ADVISOR WITH REGARD TO THIS ISSUE.

FOREIGN CURRENCY	YOUR SHARE OF GROSS LOSS
UAE DIRHAM	-
ARGENTINE PESO	-
AUSTRALIAN DOLLAR	(206)
BRAZILIAN REAL	-
CANADIAN DOLLAR	(145)
SWISS FRANC	-
CHILEAN PESO	-
DANISH KRONE	-
EUROPEAN UNION EURO	(340)
BRITISH POUND STERLING	-
HONG KONG DOLLAR	-
INDONESIAN RUPIAH	-
INDIAN RUPEE	(1,420)
JAPANESE YEN	(214)
SOUTH KOREAN WON	-
MEXICAN PESO	-
MALAYSIAN RINGGIT	-
NORWEGIAN KRONER	-
PERUVIAN NUEVO SOL	(2,149)
SWEDISH KRONA	-
SINGAPORE DOLLAR	-
THAI BAHT	-
SOUTH AFRICAN RAND	-
Total	<u>(4,474)</u>

## **SUPPORTING SCHEDULE**

Susan and Elihu Rose Foundation, Inc  
Identification Number 13-3484181

Year Ended December 31, 2012

### **PART VII-B QUESTION 5c**

- i Grantee - Susan W Rose Fund for Music  
200 Madison Avenue  
New York, NY 10016
- ii \$ 45,000 in 2012
- iii The Grant was used exclusively for charitable purposes under Section 501 (c) (3)
- iv Based upon the most recent report received by the grantor, \$ 45,000 was expended by the grantee
- v To the knowledge of the grantor, the grantee has not diverted any portion of the funds from the purposes of the grant
- vi The grantor received from the grantee a report dated December 31, 2012
- vii The directors have no reason to doubt the accuracy or reliability of the grantee's report