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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
THE COBY FOUNDATION LTD
C/O WARD L E MINTZ EXEC DIRECTOR

A Employer identification number
13-3781874

Number and street (or P O box number if mail is not delivered to street address) Room/suite
511 AVENUE OF THE AMERICAS NO 387

B Telephone number (see instructions)
(212) 741-7022

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

C If exemption application is pending, check here ☐

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

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

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 10,425,041

J Accounting method ☑ Cash ☐ Accrual ☐ Other (specify) _
(Part I, column (d) must be on cash basis.)

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

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))*

	Line	Description	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	46,341	46,341		
	4	Dividends and interest from securities	119,999	119,999		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	1,045,509			
	b	Gross sales price for all assets on line 6a 2,921,823				
	7	Capital gain net income (from Part IV, line 2)		1,045,509		
	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) (attach schedule)				
	11	Other income (attach schedule)	324	324		
	12	**Total.** Add lines 1 through 11	1,212,173	1,212,173		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	52,250	26,125		26,125
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	6,850	3,425		3,425
	c	Other professional fees (attach schedule)	92,859	46,430		46,429
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	2,880	697		0
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	4,474	0		4,474
	24	**Total operating and administrative expenses.** Add lines 13 through 23	159,313	76,677		80,453
	25	Contributions, gifts, grants paid	347,400			347,400
	26	**Total expenses and disbursements.** Add lines 24 and 25	506,713	76,677		427,853
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	705,460			
	b	**Net investment income** (if negative, enter -0-)		1,135,496		
	c	**Adjusted net income** (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 (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets 1	Cash—non-interest-bearing	10,384	37,230	37,230
2	Savings and temporary cash investments	326,256	709,523	727,343
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)	64,234	64,234	64,031
b	Investments—corporate stock (attach schedule)	4,450,227	4,705,853	6,961,273
c	Investments—corporate bonds (attach schedule)	1,145,336	1,348,645	1,348,795
11	Investments—land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
12	Investments—mortgage loans			
13	Investments—other (attach schedule)	490,354	326,766	1,220,799
14	Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶)	65,570	65,570	65,570
16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	6,552,361	7,257,821	10,425,041
Liabilities 17	Accounts payable and accrued expenses			
18	Grants payable			
19	Deferred revenue			
20	Loans from officers, directors, trustees, and other disqualified persons			
21	Mortgages and other notes payable (attach schedule)			
22	Other liabilities (describe ▶)			
23	**Total liabilities** (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
24	Unrestricted			
25	Temporarily restricted			
26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☑ and complete lines 27 through 31.			
27	Capital stock, trust principal, or current funds	0	0	
28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
29	Retained earnings, accumulated income, endowment, or other funds	6,552,361	7,257,821	
30	**Total net assets or fund balances** (see page 17 of the instructions)	6,552,361	7,257,821	
31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	6,552,361	7,257,821	

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	6,552,361
2	Enter amount from Part I, line 27a	2	705,460
3	Other increases not included in line 2 (itemize) ▶	3	0
4	Add lines 1, 2, and 3	4	7,257,821
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	7,257,821

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	See Additional Data Table			
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	See Additional Data Table			
b				
c				
d				
e				

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	See Additional Data Table			
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	1,045,509
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	386,568	7,889,834	0 048996
2010	385,008	7,885,084	0 048827
2009	470,224	7,949,591	0 059151
2008	461,342	10,134,700	0 045521
2007	521,202	11,163,250	0 046689

2	**Total** of line 1, column (d).	2	0 249184
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years . . .	3	0 049837
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.	4	8,287,849
5	Multiply line 4 by line 3.	5	413,042
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	11,355
7	Add lines 5 and 6.	7	424,397
8	Enter qualifying distributions from Part XII, line 4.	8	427,853

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 page 18 of the 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	11,355
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	11,355
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	11,355
6	Credits/Payments				
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	3,000		
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c	11,260		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	14,260
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached			8	5
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	2,900
11	Enter the amount of line 10 to be **Credited to 2013 estimated tax** ▶ 2,900	**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		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)?	1b		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 ▶ $ 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		No
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		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? *If "Yes," attach the statement required by General Instruction T.*	5		No
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) ▶ 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)*

			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		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 ▶WWW COBYFOUNDATION ORG

14 The books are in care of ▶WARD L E MINTZ Telephone no ▶(212) 741-7022

Located at ▶511 AVENUE OF AMERICAS 387 NEW YORK NY ZIP +4 ▶10011

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** —Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ | 15 |

			Yes	No
16	At any time during calendar year 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? ☐ 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 page 20 of the instructions)?	1b		No
	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		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? ☐ Yes ☑ No			
	If "Yes," list the years ▶ 20____ , 20____ , 20____ , 20____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions)	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** 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? ☐ 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.)*	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))? ☐ Yes ☑ No			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☑ No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☑ No			
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☑ No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☑ No			
b	If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?	**5b**		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No			
	If "Yes," attach the statement required by Regulations section 53.4945–5(d).			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☑ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	**6b**		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?	**7b**		

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

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

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

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

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

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

(a) Name and address of each person paid more than $50,000	**(b)** Type of service	**(c)** Compensation
NONE		
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	
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	
2	
All other program-related investments See page 24 of the instructions 3	
Total. Add lines 1 through 3. . . . . ▶	0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities	1a	7,957,964
b	Average of monthly cash balances	1b	456,096
c	Fair market value of all other assets (see instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	8,414,060
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	8,414,060
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	126,211
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	8,287,849
6	**Minimum investment return.** Enter 5% of line 5	6	414,392

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	414,392
2a	Tax on investment income for 2012 from Part VI, line 5 — 2a: 11,355		
b	Income tax for 2012 (This does not include the tax from Part VI) — 2b:		
c	Add lines 2a and 2b	2c	11,355
3	Distributable amount before adjustments Subtract line 2c from line 1	3	403,037
4	Recoveries of amounts treated as qualifying distributions	4	0
5	Add lines 3 and 4	5	403,037
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	403,037

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	427,853
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	427,853
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	11,355
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	416,498

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				403,037
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only.			346,522	
b Total for prior years 20____ , 20____ , 20____		0		
3 Excess distributions carryover, if any, to 2012				
a From 2007.				
b From 2008.				
c From 2009.				
d From 2010.				
e From 2011.				
f **Total** of lines 3a through e.	0			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ $ 427,853				
a Applied to 2011, but not more than line 2a			346,522	
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.				81,331
e Remaining amount distributed out of corpus	0			
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	0			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount —see instructions		0		
e Undistributed income for 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				321,706
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions) . . .	0			
9 **Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2008. . . .				
b Excess from 2009. . . .				
c Excess from 2010. . . .				
d Excess from 2011. . . .				
e Excess from 2012. . . .				

Part XIV Private 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)

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

Part XV Supplementary Information (Complete this part only if the 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))

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

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 or e-mail of the person to whom applications should be addressed

THE COBY FOUNDATION LTD - CO WARD L
511 AVENUE OF THE AMERICAS 387
NEW YORK, NY 10011
(212) 741-7022

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

NEW YORK/NEW JERSEY AREA COMMON APPLICATION FORM - WWW PHILANTHROPYNEWYORK ORG

c Any submission deadlines

NONE

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

THE COBY FOUNDATION, LTD IS RESTRICTED TO FUNDING PROJECTS THAT FOCUS ON TEXTILES AND NEEDLE ARTS AT NON-PROFIT ORGANIZATIONS IN THE NORTHEAST AND MID-ATLANTIC ALL PROJECTS MUST HAVE A PUBLIC DIMENSION

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* See Additional Data Table				
Total . . . . ▶ **3a**				347,400
b *Approved for future payment*				
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) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments			14	46,341	
4 Dividends and interest from securities. . . .			14	119,999	
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	324	
8 Gain or (loss) from sales of assets other than inventory			18	1,045,509	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. .					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .		0		1,212,173	0

13 Total. Add line 12, columns (b), (d), and (e). 13 1,212,173

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)

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)		No
(2) Other assets	1a(2)		No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization	1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization	1b(2)		No
(3) Rental of facilities, equipment, or other assets	1b(3)		No
(4) Reimbursement arrangements	1b(4)		No
(5) Loans or loan guarantees	1b(5)		No
(6) Performance of services or membership or fundraising solicitations	1b(6)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		No

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

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

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

b If "Yes," complete the following schedule

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

Sign Here

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

****** 2013-06-08 ******

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
MICHAEL J MOSS	MICHAEL J MOSS			P00184391

Firm's name ▶ MBAF CPAS LLC

Firm's EIN ▶ 13-3842744

Firm's address ▶ 440 PARK AVE SOUTH-5TH FL NEW YORK, NY 10016

Phone no (212) 576-1400

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
25000 NEWS AMER INC	P	2011-08-09	2012-03-01
25000 TIME WARNER CABLE INC	P	2011-07-21	2012-03-01
30000 TELEFONICA EMISIONES 4 949%	P	2011-07-20	2012-03-01
30000 TIME WARNER INC 3 15%	P	2011-07-20	2012-03-01
30000 FISERV INC	P	2011-08-29	2012-03-01
25000 KRAFT FOODS INC 4 125%	P	2011-10-24	2012-03-01
25000 JEFFERIES GROUP INC NEW	P	2011-11-09	2012-03-15
40000 ROYAL BK OF SCOTLAND PLC	P	2011-03-15	2012-06-15
30000 GOLDMAN SACHS GROUP INC	P	2008-01-24	2012-06-15
30000 LLOYDS TSB BANK PLC 4 875%	P	2011-03-15	2012-07-06
25000 NYSE EURONEXT	P	2011-09-20	2012-10-05
2380 DISCOVERY COMMUNICATIONS-C	P	2008-12-16	2012-01-13
1280 DISCOVERY COMMUNICATIONS-C	P	2005-10-21	2012-01-13
6800 AON CORPORATION	P	2000-01-01	2012-04-02
2700 NEWS CORP	P	2009-02-13	2012-04-20
250 COMCAST CORP NEW	P	2003-11-26	2012-04-23
400 COMCAST CORP NEW	P	2004-03-19	2012-04-23
450 COMCAST CORP NEW	P	2004-02-11	2012-04-23
700 WAL MART STORES INC	P	2005-09-22	2012-04-24
600 WAL MART STORES INC	P	2006-06-26	2012-04-24
1200 WASTE MANAGEMENT INC NEW	P	2003-03-06	2012-05-29
864 WASTE MANAGEMENT INC NEW	P	2009-01-07	2012-05-29
1400 WASTE MANAGEMENT INC NEW	P	2005-09-08	2012-05-29
1300 WASTE MANAGEMENT INC NEW	P	2003-03-18	2012-05-29
3000 VODAFONE GROUP PLC NEW	P	2010-04-01	2012-06-04
200 3M CO	P	2007-03-02	2012-06-04
1700 MICROSOFT CORP COM	P	2004-03-25	2012-06-04
2500 VODAFONE GROUP PLC NEW	P	2010-04-01	2012-06-08
1600 BERKLEY W R CORP	P	2009-10-28	2012-06-22
1700 BERKLEY W R CORP	P	2009-06-10	2012-06-22

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
2500 NEWFIELD EXPL CO	P	2003-03-06	2012-06-29
1800 MICROSOFT CORP COM	P	2004-03-25	2012-08-02
4000 PROGRESSIVE CORP OHIO	P	2003-03-31	2012-08-16
1800 PROGRESSIVE CORP OHIO	P	2010-11-19	2012-08-16
1500 ALTERA CORP	P	2004-09-07	2012-09-14
700 ALTERA CORP	P	2005-10-19	2012-09-12
500 3M CO	P	2007-03-02	2012-10-15
100 3M CO	P	2008-06-26	2012-01-15
867 KRAFT FOODS GROUP INC	P	2010-01-19	2012-11-02
100 KRAFT FOODS GROUP INC	P	2010-01-28	2012-11-02
733 KRAFT FOODS GROUP INC	P	2010-04-16	2012-11-02
300 KRAFT FOODS GROUP INC	P	2010-11-19	2012-11-02
1200 CIMAREX ENERGY CO	P	2003-03-13	2012-11-12
1700 WILLIS GROUP HOLDINGS	P	2006-05-26	2012-11-12
700 CIMAREX ENERGY CO	P	2004-10-14	2012-11-12
700 CIMAREX ENERGY CO	P	2003-03-21	2012-11-12
350 COMCAST CORP NEW	P	2004-03-19	2012-11-29
150 COMCAST CORP NEW	P	2004-10-11	2012-11-29
600 COMCAST CORP NEW	P	2007-05-31	2012-11-29
2500 COMCAST CORP NEW	P	2008-01-14	2012-11-29
275 GOLDMAN SACHS GROUP	P	2011-05-13	2012-12-11
450 GOLDMAN SACHS GROUP	P	2011-04-28	2012-12-11
75 GOLDMAN SACHS GROUP	P	2011-06-08	2012-12-11
265 77 MILLENNIUM INTERNATIONAL LTD	P	2008-01-01	2012-10-15

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
27,821		27,592	229
26,765		27,415	-650
31,179		31,253	-74
31,900		31,317	583
30,868		30,712	156
27,322		27,056	266
25,000		25,000	0
40,105		39,948	157
30,842		30,464	378
31,619		30,720	899
25,825		26,640	-815
93,918		29,512	64,406
50,511		15,749	34,762
333,523		251,416	82,107
51,767		17,421	34,346
7,159		5,017	2,142
11,455		7,476	3,979
12,886		9,053	3,833
40,666		29,863	10,803
34,857		28,844	6,013
39,546		23,844	15,702
28,473		28,316	157
46,137		39,785	6,352
42,841		28,572	14,269
80,294		69,621	10,673
16,484		14,641	1,843
48,504		42,621	5,883
66,095		58,018	8,077
59,711		39,684	20,027
63,443		39,462	23,981

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
73,372		42,418	30,954
52,377		45,129	7,248
79,078		59,993	19,085
35,585		37,397	-1,812
57,693		27,055	30,638
26,923		12,301	14,622
46,363		36,601	9,762
9,273		7,103	2,170
38,788		26,450	12,338
4,476		2,955	1,521
32,821		23,604	9,217
13,427		9,587	3,840
71,557		22,430	49,127
27,009		27,979	-970
30,386		30,862	-476
41,742		13,004	28,738
12,480		6,542	5,938
5,349		2,896	2,453
21,394		16,440	4,954
89,142		37,683	51,459
32,681		38,949	-6,268
53,478		68,042	-14,564
8,913		9,952	-1,039
600,000		163,910	436,090

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			229
			-650
			-74
			583
			156
			266
			0
			157
			378
			899
			-815
			64,406
			34,762
			82,107
			34,346
			2,142
			3,979
			3,833
			10,803
			6,013
			15,702
			157
			6,352
			14,269
			10,673
			1,843
			5,883
			8,077
			20,027
			23,981

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			30,954
			7,248
			19,085
			-1,812
			30,638
			14,622
			9,762
			2,170
			12,338
			1,521
			9,217
			3,840
			49,127
			-970
			-476
			28,738
			5,938
			2,453
			4,954
			51,459
			-6,268
			-14,564
			-1,039
			436,090

Form 990PF Part VIII Line 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
DR LESLIE SHANKEN C/O THE COBY FOUNDATION LTD 511 AVENUE OF THE AMERICAS 387 NEW YORK, NY 100118436	CHAIRMAN 5 00	0	0	0
MARTHA C HOWELL C/O THE COBY FOUNDATION LTD 511 AVENUE OF THE AMERICAS 387 NEW YORK, NY 100118436	DIRECTOR 5 00	0	0	0
LUCILLE A ROUSSIN C/O THE COBY FOUNDATION LTD 511 AVENUE OF THE AMERICAS 387 NEW YORK, NY 100118436	SECRETARY 5 00	0	0	0
ROSEMARIE GARIPOLI C/O THE COBY FOUNDATION LTD 511 AVENUE OF THE AMERICAS 387 NEW YORK, NY 100118436	DIRECTOR 5 00	0	0	0
WARD LE MINTZ C/O THE COBY FOUNDATION LTD 511 AVENUE OF THE AMERICAS 387 NEW YORK, NY 100118436	EXECUTIVE DIRECTOR 12 00	52,250	0	0
SCOTT I FULMER C/O THE COBY FOUNDATION LTD 511 AVENUE OF THE AMERICAS 387 NEW YORK, NY 100118436	DIRECTOR 5 00	0	0	0
LEA PAINE HIGHET C/O THE COBY FOUNDATION LTD 511 AVENUE OF THE AMERICAS 387 NEW YORK, NY 100118436	TREASURER 5 00	0	0	0

Form 990PF Part XV Line 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*				
ASIA SOCIETY 725 PARK AVENUE NEW YORK, NY 10021	N/A	PUBLIC CHARITY	EXHIBITION	40,000
CATHEDRAL CHURCH OF ST JOHN THE DIVINE 1047 AMSTERDAM AVENUE NEW YORK, NY 10025	N/A	PUBLIC CHARITY	EXHIBITION	25,000
DYER LIBRARY ASSOCIATION AND SACO MUSEUM 371 MAIN STREET SACO, ME 04072	N/A	PUBLIC CHARITY	EXHIBITION	18,000
EDUCATIONAL FOUNDATION OF FASHION INDUSTRIES AT FIT SEVENTH AVE AT 27TH STREET 304 NEW YORK, NY 10001	N/A	PUBLIC CHARITY	EXHIBITION	40,000
GRANTMAKERS IN THE ARTS 4055 21ST AVENUE WEST STE 100 SEATTLE, WA 98199	N/A	PUBLIC CHARITY	EXHIBITION	400
HANCOCK COUNTY TRUSTEES FOR WOODLAWN MUSEUM PO BOX 1478 ELLSWORTH, ME 04605	N/A	PUBLIC CHARITY	EXHIBITION	20,000
JOHNS HOPKINS UNIVERSITY PRESS 2715 NORTH CHARLES STREET BALTIMORE, MD 21218	N/A	PUBLIC CHARITY	EXHIBITION	10,000
KATONAH MUSEUM OF ART 134 JAY STREET KATONAH, NY 10536	N/A	PUBLIC CHARITY	EXHIBITION	25,000
LONG ISLAND MUSEUM OF AMERICAN ART 1200 NEW YORK 25A STONY BROOK, NY 11790	N/A	PUBLIC CHARITY	EXHIBITION	10,000
MADISON SQUARE PARK CONSERVANCY ELEVEN MADISON AVE 28TH FLOOR NEW YORK, NY 10010	N/A	PUBLIC CHARITY	EXHIBITION	15,000
NIAGARA UNIVERSITY 5795 LEWISTON ROAD NEW YORK, NY 14109	N/A	PUBLIC CHARITY	EXHIBITION	14,000
RISD MUSEUM 224 BENEFIT STREET PROVIDENCE, RI 02903	N/A	PUBLIC CHARITY	EXHIBITION	40,000
TEXTILE SOCIETY OF AMERICA PO BOX 193 MIDDLETOWN, DE 19709	N/A	PUBLIC CHARITY	EXHIBITION	40,000
THE METROPOLITAN MUSEUM OF ART 1000 5TH AVE NEW YORK, NY 10028	N/A	PUBLIC CHARITY	EXHIBITION	50,000
Total . . . . ▶ **3a**				347,400

TY 2012 Accounting Fees Schedule

Name: THE COBY FOUNDATION LTD
C/O WARD L E MINTZ EXEC DIRECTOR

EIN: 13-3781874

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING AND BOOKKEEPING	6,850	3,425		3,425

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491170000083

TY 2012 Investments Corporate Bonds Schedule

Name: THE COBY FOUNDATION LTD
C/O WARD L E MINTZ EXEC DIRECTOR

EIN: 13-3781874

Name of Bond	End of Year Book Value	End of Year Fair Market Value
50000 MERRILL LYNCH & CO	55,081	58,718
25000 JEFFERIES GROUP INC NEW 3/15/12 7.75%	0	0
30000 GENERAL ELC CAP CORP 5/1/13 4.8%	31,551	30,436
10000 GLAXOSMITHKLINE CAP INC 5/15/13 4.85%	10,734	10,165
25000 NYSE EURONEXT 6/28/13 4.8%	0	0
25000 TIME WARNER CABLE INC 7/1/13 6.2%	0	0
30000 GOLDMAN SACHS GROUP INC 7/15/13 4.75%	0	0
25000 DAIMLERCHRYSLER NORTH AMER HLDG COPR 11/15/13 6.5%	27,737	26,244
30000 VODAFONE GROUP PLC 12/16/13 5.0%	32,584	31,282
30000 ROGERS WIRELESS 3/1/14 4.75%	33,809	31,961
30000 MORGAN STANLEY GLOBAL 4/1/14 4.75%	31,256	31,064
20000 BBVA US SENIOR SA UNIPER 5/16/14 3.25%	19,660	20,018
30000 WACHOVIA CORPORATIOIN 8/1/14 5.25%	32,367	31,990
20000 AMERICAN INTL GROUP 9/15/14 4.25%	19,890	21,068
30000 CITIGROUP INC 9/15/14 4.25%	30,145	31,563
30000 JP MORGAN CHASE & CO 9/15/14 5.125%	32,443	31,906
25000 SBC COMMUNICATIONS INC 9/15/14 5.1%	27,665	26,855
20000 VERIZON COMMUNICATIONS	19,988	20,236
30000 TD AMERITRADE HOLDING CORP 2/1/14 5.3%	32,238	31,973
25000 NEWS AMERICA INC 12/15/14 5.3%	0	0
30000 TELEFONICA EMISIONES SAU 1/15/15 4.949%	0	0
30000 SIMON PROPERTY GROUP LP 2/1/15 4.2%	32,283	31,815
30000 CATERPILLAR FINANCIAL SE 6/24/15 2.75%	30,896	31,423
30000 HSBC FINANCE CORP 6/30/15 5.0%	31,859	32,519
30000 TIME WARNER INC 7/15/15 3.15%	0	0
30000 AMERICAN EXPRESS CREDIT CO 9/15/15 2.75%	30,639	31,451
25000 PRUDENTIAL FINANCIAL INC 9/17/15 4.75%	27,098	27,404
40000 ROYAL BK OF SCOTLAND PLC 9/21/15 3.95%	0	0
30000 RABOBANK NEDERLAND 10/13/15 2.125%	30,304	30,963
25000 JOHNSON CONTROLS INC 1/15/16 5.5%	28,505	28,220

Name of Bond	End of Year Book Value	End of Year Fair Market Value
30000 LLOYDS TSB BANK PLC 1/21/16 4.875%	0	0
25000 KRAFT FOODS INC 2/9/16 4.125%	0	0
25000 THERMO FISHER SCIENTIFIC 3/1/16 3.2%	26,545	26,549
30000 BP CAPITAL MARKETS PLC 3/11/16 3.2%	31,387	32,002
25000 COMCAST CORP 3/15/16 5.9%	29,062	28,723
25000 METLIFE INC 6/1/16 6.75%	29,450	29,609
30000 FISERV INV 6/15/16 3.125%	0	0
30000 BARCLAYS BANK PLC 9/22/16 5.0%	32,283	33,627
20000 INTEL CORP 10/1/16 1.95%	20,084	20,662
50000 BLACKROCK INC. 12/10/14 3.5%	53,092	52,806
50000 SHELL INTERNATIONAL FINANCIAL 9/22/15 4.75%	53,849	53,406
50000 DEUTSCHE BANK AG LONDON 8/29/17 6.0%	60,200	59,952
50000 GOLDMAN SACHS GROUP INC. 2/7/16 3.625%	52,922	52,926
50000 JOHN DEERE CAPITAL CORP 9/16/17 2.8%	54,048	53,377
50000 ORACLE CORP 10/25/17 1.2%	50,171	50,149
50000 PEPSICO INC 8/13/15 0.7%	50,267	50,064
50000 US BANCORP 7/27/15 2.45%	52,456	52,260
50000 UNITED TECHNOLOGIES CORP 6/1/17 1.8%	51,906	51,468
50000 WAL MART STORES INC.	52,191	51,941

TY 2012 Investments Corporate Stock Schedule

Name: THE COBY FOUNDATION LTD
C/O WARD L E MINTZ EXEC DIRECTOR

EIN: 13-3781874

Name of Stock	End of Year Book Value	End of Year Fair Market Value
4900 ECOLAB INC COM	170,124	352,310
3300 PRAXAIR INC	0	0
2800 3M CO	0	0
4764 WASTE MANAGEMENT INC NEW	0	0
5600 WALMART STORES INC	0	0
4000 COCA-COLA CO	0	0
15500 COMCAST CORP SPL CL A	0	0
4760 DISCOVERY COMMUNICATIONS INC	0	0
1371 LIBERTY GLOBAL INC COM SER A	26,892	86,318
8416 LIBERTY GLOBAL INC COM SER C	148,415	494,440
1900 CIMAREX ENERGY CO	0	0
2500 NEWFIELD EXPL CO	0	0
2100 NOBLE ENERGY INC	0	0
1700 WILLIS GROUP HOLDGS LTD	0	0
5800 PROGRSSIVE CORP OHIO	0	0
4924 UNITED HEALTH GROUP INC	137,360	267,078
6600 ALTERA CORP	0	0
9000 MICROSOFT CORP COM	0	0
2037 GOLDMAN SACHS GROUP INC.	0	0
800 MC DONALD'S CORPORATION	47,508	70,568
11600 NEWS CORPORATION	0	0
2200 NESTLE S A SPONSORED ADR REPSTG REG	75,441	143,374
2800 THERMO FISHER SCIENTIFIC INC	104,430	178,584
6900 BERKLEY W R CORP	0	0
2000 FIDELITY NATIONAL SERVICES INC	36,543	69,621
6800 AON CORP	333,523	378,148
6000 KRAFT FOODS INC CL A	0	0
5400 LOEWS CORP	192,356	220,050
5500 VODAFONE GROUP PLC SP ADR	0	0
2500 ORACLE CORP	0	0

Name of Stock	End of Year Book Value	End of Year Fair Market Value
3700 PEPSICO INC	241,677	253,190
265 GOOGLE	0	0
2000 3M CO	142,650	185,700
3500 ALTERA CORP	61,756	120,365
1900 APACHE CORP	145,515	149,150
3600 BERKLEY WR CORP	93,383	135,864
5900 BERKSHIRE HATHAWAY INC DEL CL B	475,473	529,230
8000 COCA-COLA CO	167,794	290,000
6400 COMCAST CORP SPL CL A	94,794	229,888
1237 GOLDMAN SACHS GROUP INC	139,168	157,792
350 GOOGLE INC.	188,905	247,583
9500 MICROSOFT CORPORATION	255,226	253,742
8400 MONDELEZ INTERNATIONAL	180,226	213,807
15400 MORGAN STANLEY	228,880	294,448
13100 NEWS CORPORATION CLASS A	131,589	334,181
3700 NOBLE ENERGY INC.	198,019	376,438
9400 ORACLE CORP	256,973	313,208
2700 PRAXAIR INC	193,327	295,515
4700 WAL MART STORES INC	237,906	320,681

TY 2012 Investments Government Obligations Schedule

Name: THE COBY FOUNDATION LTD
C/O WARD L E MINTZ EXEC DIRECTOR

EIN: 13-3781874

US Government Securities - End of Year Book Value:	0
US Government Securities - End of Year Fair Market Value:	0
State & Local Government Securities - End of Year Book Value:	64,234
State & Local Government Securities - End of Year Fair Market Value:	64,031

TY 2012 Investments - Other Schedule

Name: THE COBY FOUNDATION LTD
C/O WARD L E MINTZ EXEC DIRECTOR

EIN: 13-3781874

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
MILLENNIUM INTERNATIONAL LTD	AT COST	326,766	1,220,799

TY 2012 Other Assets Schedule

Name: THE COBY FOUNDATION LTD
C/O WARD L E MINTZ EXEC DIRECTOR

EIN: 13-3781874

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
HISTORICAL AUDIO TAPES, TEXTILES, WORKS OF ART AND DECORATIVE ART	65,570	65,570	65,570

TY 2012 Other Expenses Schedule

Name: THE COBY FOUNDATION LTD
C/O WARD L E MINTZ EXEC DIRECTOR

EIN: 13-3781874

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OFFICE EXPENSES	565	0		565
NEW YORK STATE FILING FEES	250	0		250
INSURANCE	668	0		668
PROFESSIONAL DUES/MEMBERSHIPS	917	0		917
MISC EXPENSE	2,074	0		2,074

TY 2012 Other Income Schedule

Name: THE COBY FOUNDATION LTD
C/O WARD L E MINTZ EXEC DIRECTOR

EIN: 13-3781874

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
BNY MELLON ACCOUNT #4050	324	324	324

TY 2012 Other Professional Fees Schedule

Name: THE COBY FOUNDATION LTD
C/O WARD L E MINTZ EXEC DIRECTOR

EIN: 13-3781874

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT ADVISORY FEES	92,859	46,430		46,429

TY 2012 Taxes Schedule

Name: THE COBY FOUNDATION LTD
C/O WARD L E MINTZ EXEC DIRECTOR

EIN: 13-3781874

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN INCOME TAX WITHHELD	697	697		0
FEDERAL EXCISE TAXES	2,183	0		0