



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



Form 990-PF

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

2012

Open to Public Inspection

Department of the Treasury Internal Revenue Service

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

For calendar year 2012, or tax year beginning 01-01-2012, and ending 12-31-2012

Name of foundation: CAL FOUNDATION INC. A Employer identification number: 13-6083347. B Telephone number: (212) 682-6640. G Check all that apply: Initial return, Final return, Address change. H Check type of organization: Section 501(c)(3) exempt private foundation. J Accounting method: Cash. E If private foundation status was terminated under section 507(b)(1)(A), 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))

Table with 5 columns: (a) Revenue and expenses per books, (b) Net investment income, (c) Adjusted net income, (d) Disbursements for charitable purposes (cash basis only). Rows include Revenue (1-12), Operating and Administrative Expenses (13-26), and Summary (27-29).

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

Part II Balance Sheets		Beginning of year		End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1 Cash—non-interest-bearing	14,720	14,719	14,719	
	2 Savings and temporary cash investments				
	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)	2,379,049	2,350,736	3,343,948	
	c Investments—corporate bonds (attach schedule)				
	11 Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____				
	12 Investments—mortgage loans				
	13 Investments—other (attach schedule)				
	14 Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____				
15 Other assets (describe ▶ _____)					
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	2,393,769	2,365,455	3,358,667		
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 ▶ <input type="checkbox"/>				
	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 ▶ <input checked="" type="checkbox"/>				
	and complete lines 27 through 31.				
27 Capital stock, trust principal, or current funds	486,677	486,677			
28 Paid-in or capital surplus, or land, bldg, and equipment fund	0	0			
29 Retained earnings, accumulated income, endowment, or other funds	1,907,092	1,878,778			
30 Total net assets or fund balances (see page 17 of the instructions)	2,393,769	2,365,455			
31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	2,393,769	2,365,455			

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	2,393,769
2	Enter amount from Part I, line 27a	2	-28,314
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3	4	2,365,455
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	2,365,455

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) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
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	128,130
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	144,000	2,940,992	0.048963
2010	133,500	2,864,510	0.046605
2009	127,000	2,489,471	0.051015
2008	166,000	2,426,056	0.068424
2007	177,008	3,460,713	0.051148
2	Total of line 1, column (d).		2 0.266155
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 0.053231
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.		4 3,116,165
5	Multiply line 4 by line 3.		5 165,877
6	Enter 1% of net investment income (1% of Part I, line 27b).		6 1,424
7	Add lines 5 and 6.		7 167,301
8	Enter qualifying distributions from Part XII, line 4.		8 165,000

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 <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 type="checkbox"/> and enter 1% of Part I, line 27b	1	2,849
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	2,849
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	2,849
6	Credits/Payments		
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	4,800
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	4,800
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	1,951
11	Enter the amount of line 10 to be Credited to 2013 estimated tax 1,951 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?		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)? <i>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.</i>		No
c Did the foundation file Form 1120-POL for this year?		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"/> \$ <u>0</u> (2) On foundation managers <input type="checkbox"/> \$ <u>0</u>		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ <u>0</u>		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>		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? <i>If "Yes," attach a conformed copy of the changes</i>		No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		No
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>		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?	Yes	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	Yes	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> 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? <i>If "No," attach explanation .</i>	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)? <i>If "Yes," complete Part XIV</i>		No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		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? Website address N/A	13	Yes	
14 The books are in care of SACKS PRESS LACHER PC Telephone no (212) 682-6640 Located at 600 THIRD AVENUE NEW YORK NY ZIP+4 10016			
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here <input type="checkbox"/>			<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 **N/A**

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a During the year did the foundation (either directly or indirectly)				
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
b If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see 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 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? <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)

<p>5a During the year did the foundation pay or incur any amount to</p> <p>(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(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</p> <p>(3) Provide a grant to an individual for travel, study, or other similar purposes? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(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 type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(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</p> <p>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</p> <p>Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/></p> <p>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? <input type="checkbox"/> Yes <input type="checkbox"/> No</p> <p><i>If "Yes," attach the statement required by Regulations section 53.4945–5(d).</i></p> <p>6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? 6b No</p> <p><i>If "Yes" to 6b, file Form 8870.</i></p> <p>7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? 7b</p>	
---	--

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
LINDA HACKETT C/O SACKS PRESS LACHER 600 THIRD AVENUE NEW YORK, NY 10016	PRESIDENT 2 00	0	0	0
MONTAGUE H HACKETT JR C/O SACKS PRESS LACHER 600 THIRD AVENUE NEW YORK, NY 10016	SECRETARY 2 00	0	0	0
MELINDA HACKETT C/O SACKS PRESS LACHER 600 THIRD AVENUE NEW YORK, NY 10016	VICE-PRES 2 00	0	0	0

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

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

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 _____	
3 All other program-related investments. See page 24 of the instructions _____	

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	3,148,899
b	Average of monthly cash balances.	1b	14,720
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	3,163,619
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	3,163,619
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	47,454
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	3,116,165
6	Minimum investment return. Enter 5% of line 5.	6	155,808

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	155,808
2a	Tax on investment income for 2012 from Part VI, line 5.	2a	2,849
b	Income tax for 2012 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	2,849
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	152,959
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	152,959
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	152,959

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	165,000
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	165,000
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	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	165,000

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				152,959
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only.			0	
b Total for prior years 20__ , 20__ , 20__		0		
3 Excess distributions carryover, if any, to 2012				
a From 2007.				13,064
b From 2008.				44,697
c From 2009.				3,691
d From 2010.				
e From 2011.				1,513
f Total of lines 3a through e.	62,965			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ <u>165,000</u>				
a Applied to 2011, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2012 distributable amount.				152,959
e Remaining amount distributed out of corpus	12,041			
5 Excess distributions carryover applied to 2012 <i>(If an amount appears in column (d), the same amount must be shown in column (a).)</i>	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	75,006			
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				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).	0			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions).	13,064			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	61,942			
10 Analysis of line 9				
a Excess from 2008.				44,697
b Excess from 2009.				3,691
c Excess from 2010.				
d Excess from 2011.				1,513
e Excess from 2012.				12,041

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))

LINDA HACKETT

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 of the person to whom applications should be addressed

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i> See Additional Data Table				
Total				▶ 3a 165,000
b <i>Approved for future payment</i>				
Total				▶ 3b 0

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

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... a Transfers from the reporting foundation to a noncharitable exempt organization of (1) Cash (2) Other assets b Other transactions (1) Sales of assets to a noncharitable exempt organization (2) Purchases of assets from a noncharitable exempt organization (3) Rental of facilities, equipment, or other assets (4) Reimbursement arrangements (5) Loans or loan guarantees (6) Performance of services or membership or fundraising solicitations c Sharing of facilities, equipment, mailing lists, other assets, or paid employees d If the answer to any of the above is "Yes," complete the following schedule

Table with 4 columns: (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 Table with 3 columns: (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 Signature of officer or trustee Date Title

Paid Preparer Use Only Print/Type preparer's name Preparer's Signature Date Check if self-employed PTIN STEVEN L SACKS STEVEN L SACKS Firm's name SACKS PRESS & LACHER PC Firm's EIN 13-3050313 Firm's address NEW YORK, NY 100161901 Phone no (212) 682-6640

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)
SOUTHWESTERN ENERGY CO - 166 SHS	P	2011-08-09	2012-01-11
AMERICAN TOWER CORPORATION - 77 SHS	P	2011-03-29	2012-01-12
SOUTHWESTERN ENERGY CO - 169 SHS	P	2011-08-09	2012-01-12
SOUTHWESTERN ENERGY CO - 53 SHS	P	2011-08-09	2012-01-12
ILLUMINA INC COM - 56 SHS	P	2011-01-27	2012-01-26
ILLUMINA INC COM - 55 SHS	P	2011-01-26	2012-01-26
ILLUMINA INC COM - 17 SHS	P	2011-01-26	2012-01-26
ILLUMINA INC COM - 15 SHS	P	2011-01-28	2012-01-26
ILLUMINA INC COM - 184 SHS	P	2011-01-28	2012-01-27
ILLUMINA INC COM - 63 SHS	P	2011-03-29	2012-01-27
ILLUMINA INC COM - 135 SHS	P	2011-03-29	2012-01-30
ILLUMINA INC COM - 43 SHS	P	2011-03-28	2012-01-30
ILLUMINA INC COM - 33 SHS	P	2011-03-15	2012-01-30
ILLUMINA INC COM - 190 SHS	P	2011-03-15	2012-01-30
ILLUMINA INC COM - 111 SHS	P	2011-07-28	2012-01-30
QUALCOMM INC - 31 SHS	P	2011-03-15	2012-02-06
QUALCOMM INC - 5 SHS	P	2011-03-15	2012-02-07
APPLE INC - 27 SHS	P	2011-12-06	2012-03-15
APPLE INC - 11 SHS	P	2011-12-06	2012-03-16
AMAZON COM INC - 19 SHS	P	2012-01-19	2012-05-30
AMAZON COM INC - 19 SHS	P	2012-01-19	2012-05-30
COGNIZANT TECHNLOGY SLIMS CORCL A - 114 SHS	P	2012-05-08	2012-05-30
ILLUMINA INC COM - 80 SHS	P	2011-07-28	2012-05-30
MEAD JOHNSON NUTRITION CO COM - 98 SHS	P	2011-12-05	2012-06-18
MEAD JOHNSON NUTRITION CO COM - 75 SHS	P	2011-12-06	2012-06-18
MEAD JOHNSON NUTRITION CO COM - 81 SHS	P	2011-12-01	2012-06-18
MEAD JOHNSON NUTRITION CO COM - 23 SHS	P	2011-12-09	2012-06-18
MEAD JOHNSON NUTRITION CO COM - 33 SHS	P	2011-12-02	2012-06-18
MEAD JOHNSON NUTRITION CO COM - 47 SHS	P	2011-12-02	2012-06-19
MEAD JOHNSON NUTRITION CO COM - 25 SHS	P	2011-12-09	2012-06-19

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)
MEAD JOHNSON NUTRITION CO COM - 27 SHS	P	2011-12-07	2012-06-19
NATIONAL OILWELL VARCO INC - 241 SHS	P	2011-08-10	2012-06-20
NATIONAL OILWELL VARCO INC - 173 SHS	P	2011-08-09	2012-06-20
CME GROUP INC - 9 SHS	P	2012-02-07	2012-07-11
AMAZON COM INC - 19 SHS	P	2012-01-19	2012-07-25
AMAZON COM INC - 78 SHS	P	2012-01-20	2012-07-25
AMAZON COM INC - 41 SHS	P	2012-01-18	2012-07-25
APPLE INC - 31 SHS	P	2012-05-17	2012-09-21
APPLE INC - 10 SHS	P	2012-05-17	2012-09-24
APPLE INC - 9 SHS	P	2012-05-17	2012-09-25
APPLE INC - 11 SHS	P	2012-05-17	2012-09-26
APPLE INC - 9 SHS	P	2012-05-17	2012-11-14
ECOLAB INC COM - 51 SHS	P	2012-03-20	2012-11-14
INTUITIVE SURGICAL INC - 8 SHS	P	2012-10-15	2012-11-14
VIACOM INC NEW CL B - 24 SHS	P	2012-01-26	2012-11-14
QUALCOMM INC - 61 SHS	P	2012-07-05	2012-11-19
QUALCOMM INC - 95 SHS	P	2012-07-06	2012-11-19
AMERICAN TOWER CORPORATION - 148 SHS	P	2010-11-09	2012-01-06
AMERICAN TOWER CORPORATION - 142 SHS	P	2010-11-09	2012-01-06
AMERICAN TOWER CORPORATION - 92 SHS	P	2010-11-08	2012-01-06
AMERICAN TOWER CORPORATION - 136 SHS	P	2010-11-05	2012-01-06
SOUTHWESTERN ENERGY CO - 127 SHS	P	2009-11-30	2012-01-06
SOUTHWESTERN ENERGY CO - 89 SHS	P	2009-11-27	2012-01-06
AMERICAN TOWER CORPORATION - 100 SHS	P	2010-11-05	2012-01-09
SOUTHWESTERN ENERGY CO - 54 SHS	P	2009-11-27	2012-01-09
SOUTHWESTERN ENERGY CO - 80 SHS	P	2009-11-24	2012-01-09
SOUTHWESTERN ENERGY CO - 115 SHS	P	2009-11-23	2012-01-09
SOUTHWESTERN ENERGY CO - 44 SHS	P	2009-11-18	2012-01-09
SOUTHWESTERN ENERGY CO - 308 SHS	P	2009-11-18	2012-01-10
AMERICAN TOWER CORPORATION - 24 SHS	P	2010-11-05	2012-01-12

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)
CME GROUP INC - 38 SHS	P	2008-06-23	2012-01-12
CME GROUP INC - 2 SHS	P	2008-06-24	2012-01-12
SOUTHWESTERN ENERGY CO - 96 SHS	P	2009-11-18	2012-01-12
SOUTHWESTERN ENERGY CO - 128 SHS	P	2009-11-19	2012-01-12
SOUTHWESTERN ENERGY CO - 173 SHS	P	2009-11-19	2012-01-13
SOUTHWESTERN ENERGY CO - 152 SHS	P	2009-11-20	2012-01-13
INTUITIVE SURGICAL INC - 7 SHS	P	2010-11-04	2012-01-18
YUM BRANDS INC - 117 SHS	P	2010-09-21	2012-01-18
YUM BRANDS INC - 47 SHS	P	2010-09-20	2012-01-18
INTUITIVE SURGICAL INC - 3 SHS	P	2010-11-04	2012-01-19
INTUITIVE SURGICAL INC - 6 SHS	P	2010-11-04	2012-01-19
YUM BRANDS INC - 143 SHS	P	2010-09-20	2012-01-19
YUM BRANDS INC - 42 SHS	P	2010-09-20	2012-01-20
YUM BRANDS INC - 78 SHS	P	2010-09-23	2012-01-20
YUM BRANDS INC - 85 SHS	P	2010-09-22	2012-01-20
YUM BRANDS INC - 44 SHS	P	2010-09-15	2012-01-20
YUM BRANDS INC - 107 SHS	P	2010-09-17	2012-01-20
INTUITIVE SURGICAL INC - 16 SHS	P	2010-11-04	2012-01-25
INTUITIVE SURGICAL INC - 2 SHS	P	2010-11-03	2012-01-25
ILLUMINA INC COM - 57 SHS	P	2011-01-18	2012-01-30
CELGENE CORP - 24 SHS	P	2010-12-09	2012-02-03
CELGENE CORP - 18 SHS	P	2010-12-08	2012-02-03
QUALCOMM INC - 40 SHS	P	2005-01-04	2012-02-03
VISA INC COM CL A - 13 SHS	P	2010-05-24	2012-02-03
VISA INC COM CL A - 133 SHS	P	2010-05-19	2012-02-03
VISA INC CON CL A - 58 SHS	P	2011-01-24	2012-02-03
CELGENE CORP - 73 SHS	P	2010-12-08	2012-02-06
QUALCOMM INC - 50 SHS	P	2005-01-04	2012-02-06
CELGENE CORP - 25 SHS	P	2010-12-08	2012-02-07
QUALCOMM INC - 13 SHS	P	2005-01-21	2012-02-07

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)
APPLE INC - 7 SHS	P	2008-12-01	2012-03-16
APPLE INC - 12 SHS	P	2008-12-01	2012-03-19
APPLE INC - 11 SHS	P	2008-12-01	2012-03-20
INTUITIVE SURGICAL INC - 44 SHS	P	2010-11-03	2012-04-18
INTUITIVE SURGICAL INC - 6 SHS	P	2010-11-03	2012-05-08
INTUITIVE SURGICAL INC - 34 SHS	P	2010-10-22	2012-05-08
PRAXAIR INC - 98 SHS	P	2010-03-31	2012-05-08
PRAXAIR INC - 127 SHS	P	2010-03-30	2012-05-08
INTUITIVE SURGICAL INC - 6 SHS	P	2010-10-22	2012-05-09
ORACLE CORPORATION - 567 SHS	P	2010-03-23	2012-05-17
ORACLE CORPORATION - 165 SHS	P	2010-03-24	2012-05-17
ORACLE CORPORATION - 24 SHS	P	2010-03-24	2012-05-17
ORACLE CORPORATION - 226 SHS	P	2010-03-24	2012-05-17
ORACLE CORPORATION - 226 SHS	P	2010-03-25	2012-05-17
ORACLE CORPORATION - 86 SHS	P	2010-03-29	2012-05-17
ORACLE CORPORATION - 195 SHS	P	2010-04-06	2012-05-17
ORACLE CORPORATION - 77 SHS	P	2010-04-07	2012-05-17
ORACLE CORPORATION - 79 SHS	P	2010-04-08	2012-05-17
ORACLE CORPORATION - 25 SHS	P	2010-04-09	2012-05-17
CELGENE CORP - 3 SHS	P	2010-12-08	2012-05-30
CELGENE CORP - 56 SHS	P	2010-09-21	2012-05-30
CELGENE CORP - 41 SHS	P	2009-10-19	2012-05-30
CME GROUP INC - 26 SHS	P	2008-06-24	2012-05-30
ORACLE CORPORATION - 115 SHS	P	2010-03-31	2012-05-30
ORACLE CORPORATION - 12 SHS	P	2010-04-06	2012-05-30
T ROWE PRICE GROUP INC - 95 SHS	P	2011-04-27	2012-05-30
VISA INC COM CL A - 100 SHS	P	2011-01-24	2012-05-30
YUM BRANDS INC - 15 SHS	P	2010-09-17	2012-05-30
NATIONAL OILWELL VARCO INC - 156 SHS	P	2011-03-29	2012-06-19
NATIONAL OILWELL VARCO INC - 62 SHS	P	2011-03-28	2012-06-19

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)
NATIONAL OILWELL VARCO INC - 113 SHS	P	2011-01-31	2012-06-19
NATIONAL OILWELL VARCO INC - 131 SHS	P	2011-02-01	2012-06-19
NATIONAL OILWELL VARCO INC - 179 SHS	P	2011-01-26	2012-06-19
NATIONAL OILWELL VARCO INC - 69 SHS	P	2011-01-26	2012-06-20
NATIONAL OILWELL VARCO INC - 207 SHS	P	2011-01-27	2012-06-20
NATIONAL OILWELL VARCO INC - 51 SHS	P	2011-01-28	2012-06-20
NATIONAL OILWELL VARCO INC - 137 SHS	P	2011-01-21	2012-06-20
NATIONAL OILWELL VARCO INC - 234 SHS	P	2011-01-25	2012-06-20
NATIONAL OILWELL VARCO INC - 99 SHS	P	2011-01-25	2012-06-20
NATIONAL OILWELL VARCO INC - 25 SHS	P	2011-01-24	2012-06-20
CME GROUP INC - 33 SHS	P	2008-06-24	2012-07-05
CME GROUP INC - 27 SHS	P	2008-06-24	2012-07-06
CME GROUP INC - 33 SHS	P	2010-05-24	2012-07-06
CME GROUP INC - 7 SHS	P	2010-05-21	2012-07-06
CME GROUP INC - 13 SHS	P	2010-05-21	2012-07-09
CME GROUP INC - 10 SHS	P	2010-05-21	2012-07-11
ORACLE CORPORATION - 482 SHS	P	2010-03-26	2012-10-15
ORACLE CORPORATION - 573 SHS	P	2010-03-31	2012-10-15
ORACLE CORPORATION - 219 SHS	P	2010-03-31	2012-10-15
ORACLE CORPORATION - 49 SHS	P	2010-03-31	2012-10-15
QUANTA SVCS INC - 360 SHS	P	2007-12-18	2012-10-15
QUANTA SVCS INC - 583 SHS	P	2007-12-17	2012-10-15
QUANTA SVCS INC - 909 SHS	P	2008-01-09	2012-10-15
QUANTA SVCS INC - 748 SHS	P	2008-01-08	2012-10-15
QUANTA SVCS INC - 367 SHS	P	2008-01-08	2012-10-15
QUANTA SVCS INC - 533 SHS	P	2008-01-22	2012-10-15
QUANTA SVCS INC - 786 SHS	P	2008-01-23	2012-10-15
QUANTA SVCS INC - 446 SHS	P	2008-11-25	2012-10-15
QUANTA SVCS INC - 419 SHS	P	2008-11-24	2012-10-15
CME GROUP INC - 92 SHS	P	2010-02-03	2012-10-24

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)
VISA INC COM CL A - 50 SHS	P	2011-01-24	2012-10-24
VISA INC COM CL A - 39 SHS	P	2011-01-24	2012-10-24
VISA INC COM CL A - 41 SHS	P	2010-05-18	2012-10-24
CME GROUP INC - 163 SHS	P	2010-02-03	2012-10-25
CME GROUP INC - 67 SHS	P	2010-02-02	2012-10-25
VISA INC COM CL A - 120 SHS	P	2010-05-18	2012-10-25
ORACLE CORPORATION - 188 SHS	P	2010-03-22	2012-11-13
ORACLE CORPORATION - 94 SHS	P	2010-03-31	2012-11-13
ORACLE CORPORATION - 125 SHS	P	2010-03-31	2012-11-13
CELGENE CORP - 140 SHS	P	2009-10-19	2012-11-14
CELGENE CORP - 20 SHS	P	2009-10-16	2012-11-14
ORACLE CORPORATION - 187 SHS	P	2010-03-22	2012-11-14
ORACLE CORPORATION - 493 SHS	P	2010-03-29	2012-11-14
QUALCOMM INC - 187 SHS	P	2011-08-29	2012-11-14
T ROWE PRICE GROUP INC - 146 SHS	P	2011-04-27	2012-11-14
T ROWE PRICE GROUP INC - 54 SHS	P	2011-04-27	2012-11-14
CELGENE CORP - 85 SHS	P	2009-10-16	2012-11-15
ORACLE CORPORATION - 57 SHS	P	2010-03-26	2012-11-15
ORACLE CORPORATION - 25 SHS	P	2010-03-29	2012-11-15
ORACLE CORPORATION - 215 SHS	P	2010-03-29	2012-11-15
ORACLE CORPORATION - 90 SHS	P	2010-03-29	2012-11-15
ORACLE CORPORATION - 177 SHS	P	2010-03-30	2012-11-15
CELGENE CORP - 96 SHS	P	2009-10-16	2012-11-16
CELGENE CORP - 8 SHS	P	2009-10-15	2012-11-16
CELGENE CORP - 84 SHS	P	2009-10-15	2012-11-16
ORACLE CORPORATION - 159 SHS	P	2010-03-30	2012-11-16
ORACLE CORPORATION - 86 SHS	P	2010-03-30	2012-11-16
ORACLE CORPORATION - 281 SHS	P	2010-03-30	2012-11-16
QUALCOMM INC - 150 SHS	P	2011-08-29	2012-11-19
QUALCOMM INC - 177 SHS	P	2011-08-30	2012-11-19

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)
QUALCOMM INC - 50 SHS	P	2005-01-21	2012-11-19
COGNIZANT TECHN LGY SLIMS - 78 SHS	P	2011-08-22	2012-11-20
COGNIZANT TECHN LGY SLTNS - 22 SHS	P	2011-08-23	2012-11-20
GOOGLE INC CL A - 7 SHS	P	2011-07-13	2012-11-20
VISA INC COM CL A - 50 SHS	P	2010-05-18	2012-11-20
YUM BRANDS INC - 109 SHS	P	2010-09-17	2012-11-20
YUM BRANDS INC - 61 SHS	P	2010-09-16	2012-11-20
LITIGATION SETTLEMENT	P		

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)
5,036		5,943	-907
4,757		3,873	884
4,908		6,050	-1,142
1,558		1,897	-339
2,974		3,940	-966
2,921		3,866	-945
903		1,194	-291
797		1,046	-249
9,601		12,829	-3,228
3,287		4,276	-989
6,928		9,163	-2,235
2,207		2,836	-629
1,693		2,135	-442
9,768		12,294	-2,526
5,706		6,683	-977
1,886		1,595	291
304		257	47
15,812		10,584	5,228
6,425		4,312	2,113
4,012		3,703	309
4,012		3,652	360
6,728		6,809	-81
3,476		4,756	-1,280
8,491		7,412	1,079
6,498		5,647	851
7,018		6,088	930
1,993		1,728	265
2,859		2,477	382
4,085		3,528	557
2,173		1,876	297

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)
2,347		2,021	326
16,152		15,634	518
11,594		10,980	614
2,333		2,469	-136
4,145		3,652	493
17,015		14,823	2,192
8,944		7,774	1,170
21,734		16,718	5,016
6,917		5,393	1,524
6,142		4,854	1,288
7,323		5,932	1,391
4,885		4,854	31
3,501		3,086	415
4,258		4,085	173
1,170		1,157	13
3,795		3,449	346
5,910		5,281	629
8,923		7,810	1,113
8,561		7,479	1,082
5,547		4,792	755
8,199		7,066	1,133
4,215		5,586	-1,371
2,954		3,904	-950
6,018		5,195	823
1,789		2,369	-580
2,651		3,396	-745
3,810		4,865	-1,055
1,458		1,859	-401
10,020		13,014	-2,994
1,483		1,247	236

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)
8,804		16,588	-7,784
463		865	-402
2,821		4,056	-1,235
3,762		5,307	-1,545
5,045		7,172	-2,127
4,433		6,295	-1,862
3,292		1,930	1,362
7,326		5,448	1,878
2,943		2,188	755
1,413		827	586
2,825		1,651	1,174
8,918		6,657	2,261
2,621		1,955	666
4,868		3,630	1,238
5,305		3,946	1,359
2,746		2,025	721
6,678		4,901	1,777
7,234		4,404	2,830
904		537	367
2,930		4,006	-1,076
1,753		1,370	383
1,315		1,026	289
2,439		1,716	723
1,388		981	407
14,204		9,587	4,617
6,194		4,127	2,067
5,368		4,162	1,206
3,041		2,145	896
1,822		1,425	397
791		492	299

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)
4,089		632	3,457
7,170		1,083	6,087
6,598		993	5,605
26,013		11,805	14,208
3,338		1,610	1,728
18,916		9,038	9,878
11,118		8,142	2,976
14,408		10,481	3,927
3,327		1,595	1,732
15,012		14,698	314
4,368		4,274	94
633		622	11
5,961		5,839	122
5,983		5,878	105
2,268		2,220	48
5,143		5,029	114
2,031		1,994	37
2,092		2,047	45
662		651	11
206		171	35
3,841		3,184	657
2,812		2,314	498
6,755		11,249	-4,494
3,001		2,964	37
313		309	4
5,440		6,161	-721
11,905		7,115	4,790
1,054		687	367
10,410		12,739	-2,329
4,137		5,053	-916

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)
7,541		8,316	-775
8,742		9,618	-876
11,945		12,726	-781
4,618		4,906	-288
13,853		14,654	-801
3,413		3,605	-192
9,168		9,251	-83
15,660		15,788	-128
6,635		6,679	-44
1,676		1,686	-10
8,757		14,278	-5,521
7,114		11,682	-4,568
8,695		10,773	-2,078
1,844		2,211	-367
3,420		4,106	-686
2,592		3,158	-566
15,011		12,378	2,633
17,845		14,768	3,077
6,820		5,624	1,196
1,526		1,258	268
8,705		8,820	-115
14,097		14,226	-129
21,980		20,718	1,262
18,087		17,038	1,049
8,835		8,359	476
12,832		10,617	2,215
18,922		15,210	3,712
10,737		6,544	4,193
10,087		5,426	4,661
5,206		5,391	-185

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)
6,842		3,557	3,285
5,337		2,765	2,572
5,611		2,900	2,711
8,910		9,552	-642
3,662		3,900	-238
16,475		8,489	7,986
5,635		4,820	815
2,844		2,414	430
3,747		3,210	537
10,560		7,903	2,657
1,509		1,124	385
5,565		4,795	770
14,673		12,618	2,055
11,605		9,498	2,107
9,320		9,469	-149
3,447		3,471	-24
6,259		4,776	1,483
1,693		1,458	235
743		640	103
6,387		5,495	892
2,692		2,300	392
5,294		4,511	783
7,082		5,394	1,688
590		449	141
6,218		4,716	1,502
4,760		4,052	708
2,575		2,186	389
8,429		7,144	1,285
9,332		7,619	1,713
11,012		8,948	2,064

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)
3,111		1,894	1,217
5,064		4,464	600
1,428		1,251	177
4,679		3,783	896
7,280		3,537	3,743
7,862		4,993	2,869
4,400		2,794	1,606
1,768			1,768

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	
			-907
			884
			-1,142
			-339
			-966
			-945
			-291
			-249
			-3,228
			-989
			-2,235
			-629
			-442
			-2,526
			-977
			291
			47
			5,228
			2,113
			309
			360
			-81
			-1,280
			1,079
			851
			930
			265
			382
			557
			297

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	
			326
			518
			614
			-136
			493
			2,192
			1,170
			5,016
			1,524
			1,288
			1,391
			31
			415
			173
			13
			346
			629
			1,113
			1,082
			755
			1,133
			-1,371
			-950
			823
			-580
			-745
			-1,055
			-401
			-2,994
			236

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	
			-7,784
			-402
			-1,235
			-1,545
			-2,127
			-1,862
			1,362
			1,878
			755
			586
			1,174
			2,261
			666
			1,238
			1,359
			721
			1,777
			2,830
			367
			-1,076
			383
			289
			723
			407
			4,617
			2,067
			1,206
			896
			397
			299

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	
			3,457
			6,087
			5,605
			14,208
			1,728
			9,878
			2,976
			3,927
			1,732
			314
			94
			11
			122
			105
			48
			114
			37
			45
			11
			35
			657
			498
			-4,494
			37
			4
			-721
			4,790
			367
			-2,329
			-916

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	
			-775
			-876
			-781
			-288
			-801
			-192
			-83
			-128
			-44
			-10
			-5,521
			-4,568
			-2,078
			-367
			-686
			-566
			2,633
			3,077
			1,196
			268
			-115
			-129
			1,262
			1,049
			476
			2,215
			3,712
			4,193
			4,661
			-185

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	
			3,285
			2,572
			2,711
			-642
			-238
			7,986
			815
			430
			537
			2,657
			385
			770
			2,055
			2,107
			-149
			-24
			1,483
			235
			103
			892
			392
			783
			1,688
			141
			1,502
			708
			389
			1,285
			1,713
			2,064

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	
			1,217
			600
			177
			896
			3,743
			2,869
			1,606
			1,768

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)				
a <i>Paid during the year</i>				
ANIMAL MEDICAL CENTER 510 EAST 62ND STREET NEW YORK, NY 10065	NONE	PUBLIC CHARITY	GENERAL PURPOSES	6,000
ANIMAL RESCUE FUND 1963 HOLLY BUSH ROAD PELAHATCHIE, MS 39145	NONE	PUBLIC CHARITY	GENERAL PURPOSES	2,000
ASPCA 424 EAST 92ND STREET NEW YORK, NY 10128	NONE	PUBLIC CHARITY	GENERAL PURPOSES	1,000
ASSOCIATION OF COMMUNITY EMPLOYMENT 598 BROADWAY NEW YORK, NY 10012	NONE	PUBLIC CHARITY	GENERAL PURPOSE	2,000
BIDE A WEE ASSOCIATION 410 EAST 38TH STREET NEW YORK, NY 10016	NONE	PUBLIC CHARITY	GENERAL PURPOSES	2,000
CENTRAL PARK CONSERVANCY 14 EAST 60TH STREET NEW YORK, NY 10022	NONE	PUBLIC CHARITY	GENERAL PURPOSES	1,000
CHILDRENS AID SOCIETY 105 EAST 22ND STREET NEW YORK, NY 10010	NONE	PUBLIC CHARITY	GENERAL PURPOSES	2,000
CITY HARVEST 575 8TH AVENUE 4TH FL NEW YORK, NY 10018	NONE	PUBLIC CHARITY	GENERAL PURPOSES	2,000
CITY MEALS ON WHEELS 355 LEXINGTON AVENUE NEW YORK, NY 10017	NONE	PUBLIC CHARITY	GENERAL PURPOSES	2,000
FOOD BANK FOR NEW YORK CITY 39 BROADWAY NEW YORK, NY 10006	NONE	PUBLIC CHARITY	GENERAL PURPOSES	5,000
FOXCROFT SCHOOL 22407 FOXHOUND LANE MIDDLEBERG, VA 20117	NONE	PUBLIC CHARITY	GENERAL PURPOSE	2,000
FRESH AIR FUND 633 THIRD AVENUE 14TH FL NEW YORK, NY 10017	NONE	PUBLIC CHARITY	GENERAL PURPOSES	2,000
GAY MENS HEALTH CRISIS 119 WEST 24TH STREET NEW YORK, NY 10011	NONE	PUBLIC CHARITY	GENERAL PURPOSES	1,000
GOD'S LOVE WE DELIVER 166 6TH AVENUE NEW YORK, NY 10013	NONE	PUBLIC CHARITY	GENERAL PURPOSES	2,000
GROUP FOR SOUTH FORK PO BOX 569 BRIDGEHAMPTON, NY 11932	NONE	PUBLIC CHARITY	GENERAL PURPOSES	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)				
a <i>Paid during the year</i>				
HALCYON FOUNDATION 100 PARK AVENUE 20TH FLOOR NEW YORK, NY 10017	NONE	PUBLIC CHARITY	GENERAL PURPOSE	17,500
HORTICULTURAL SOCIETY- NEW YORK 148 WEST 37TH STREET 13TH FL NEW YORK, NY 10018	NONE	PUBLIC CHARITY	GENERAL PURPOSES	1,000
HUMAN RESOURCES OF THE HAMPTONS 100 HILL STREET SOUTHAMPTON, NY 11968	NONE	PUBLIC CHARITY	GENERAL PURPOSE	6,000
INT'L CENTER FOR PHOTOGRAPHY 1114 6TH AVENUE AT 43RD STREET NEW YORK, NY 10036	NONE	PUBLIC CHARITY	GENERAL PURPOSES	1,000
INT'L PRIMATE PROTECTION LEAGUE PO BOX 766 SUMMERVILLE, SC 29484	NONE	PUBLIC CHARITY	GENERAL PURPOSES	1,000
JOHN PB EDDY SCHOLARSHIP FUND 12 BRADLEE STREET DORCHESTER, MA 02124	NONE	PUBLIC CHARITY	GENERAL PURPOSES	1,000
LCRF 845 3RD AVENUE 6TH FL NEW YORK, NY 10022	NONE	PUBLIC CHARITY	GENERAL PURPOSES	1,000
LREI 272 SIXTH AVENUE NEW YORK, NY 10014	NONE	PUBLIC CHARITY	GENERAL PURPOSE	1,000
MEMORIAL SLOAN KETTERING CANCER 301 EAST 61ST STREET 2 NEW YORK, NY 10065	NONE	PUBLIC CHARITY	GENERAL PURPOSES	2,000
NATURE CONSERVANCY 4245 NORTH FAIRFAX DRIVE SUITE 100 ARLINGTON, VA 22203	NONE	PUBLIC CHARITY	GENERAL PURPOSES	2,000
NEW YORK BOTANICAL GARDEN BRONX RIVER PRWY AT FORDHAM ROAD BRONX, NY 10458	NONE	PUBLIC CHARITY	GENERAL PURPOSES	1,500
NEW YORK RESTORATION PROJECT 254 WEST 31ST STREET 10 NEW YORK, NY 10001	NONE	PUBLIC CHARITY	GENERAL PURPOSES	1,000
NEW YORK TIME NEEDIEST 4 CHASE METROTECH CENTER 7TH FL BROOKLYN, NY 11245	NONE	PUBLIC CHARITY	GENERAL PURPOSES	5,000
PARRISH ART MUSEUM 25 JOBS LANE SOUTHAMPTON, NY 11968	NONE	PUBLIC CHARITY	GENERAL PURPOSES	10,000
PINE MANOR COLLEGE 400 HEATH STREET CHESTNUT HILL, MA 02467	NONE	PUBLIC CHARITY	GENERAL PURPOSES	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)				
a <i>Paid during the year</i>				
PLANNED PARENTHOOD OF NYC 26 BLEECKER STREET NEW YORK, NY 10012	NONE	PUBLIC CHARITY	GENERAL PURPOSES	5,000
PLANNED PARENTHOOD SUFFOLK 434 WEST 33RD STREET NEW YORK, NY 10001	NONE	PUBLIC CHARITY	GENERAL PURPOSES	5,000
RSVP 1201 NEW YORK AVENUE NW WASHINGTON, DC 20525	NONE	PUBLIC CHARITY	GENERAL PURPOSES	5,000
SOUTHAMPTON HOSPITAL 240 MEETING HOUSE LANE SOUTHAMPTON, NY 11968	NONE	PUBLIC CHARITY	GENERAL PURPOSES	2,000
SOUTHAMPTON FRESH AIR FUND 38 MAIN STREET SOUTHAMPTON, NY 11968	NONE	PUBLIC CHARITY	GENERAL PURPOSES	2,000
ST ANDREWS DUNE CHURCH PO BOX 1245 SOUTHAMPTON, NY 11969	NONE	PUBLIC CHARITY	GENERAL PURPOSES	2,000
TWO MAUDS 100 PARK AVENUE 20TH FLOOR NEW YORK, NY 10017	NONE	PUBLIC CHARITY	GENERAL PURPOSES	10,000
VERMONT STUDIO SCHOOL PO BOX 613 JOHNSON, VT 05656	NONE	PUBLIC CHARITY	GENERAL PURPOSES	15,000
BBC CREDIT COOPERATIVE 600 THIRD AVENUE NEW YORK, NY 10016	NONE	PUBLIC CHARITY	GENERAL PURPOSES	10,000
564 PRESERVATION FOUNDATION 564 PARK AVENUE NEW YORK, NY 10065	NONE	PUBLIC CHARITY	GENERAL PURPOSES	1,000
LUEKEMIA & LYMPHOMA SOCIETY 476 PARK AVENUE SOUTH NEW YORK, NY 10016	NONE	PUBLIC CHARITY	GENERAL PURPOSES	1,000
SALVATION ARMY 120 WEST 14TH STREET NEW YORK, NY 10011	NONE	PUBLIC CHARITY	GENERAL PURPOSES	5,000
SOUTHAMPTON ANIMAL SHELTER 102 OLD RIVERHEAD ROAD WEST SOUTHAMPTON, NY 11946	NONE	PUBLIC CHARITY	GENERAL PURPOSES	5,000
CITY & COUNTRY SCHOOL 146 WEST 13TH STREET NEW YORK, NY 10011	NONE	PUBLIC CHARITY	GENERAL PURPOSES	1,000
WILDLIFE CONSERVATION SOCIETY 2300 SOUTHERN BLVD BRONX, NY 10460	NONE	PUBLIC CHARITY	GENERAL PURPOSES	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)				
a <i>Paid during the year</i>				
PET PARTNERS 10 MOUNTAIN LEDGE WILTON, CT 12831	NONE	PUBLIC CHARITY	GENERAL PURPOSES	4,000
INTERFAITH CENTER OF NEW YORK 475 RIVERSIDE DRIVE NEW YORK, NY 10115	NONE	PUBLIC CHARITY	GENERAL PURPOSES	1,000
Total ▶ 3a				165,000

TY 2012 Accounting Fees Schedule

Name: CAL FOUNDATION INC

EIN: 13-6083347

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING	2,300	2,300		0
CUSTODY FEE	3,737	3,737		0

**TY 2012 Investments Corporate
Stock Schedule**

Name: CAL FOUNDATION INC

EIN: 13-6083347

Name of Stock	End of Year Book Value	End of Year Fair Market Value
CORPORATE EQUITITES	2,350,736	3,343,948

TY 2012 Other Expenses Schedule

Name: CAL FOUNDATION INC

EIN: 13-6083347

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MISCELLANEOUS	250	250		0

TY 2012 Other Professional Fees Schedule

Name: CAL FOUNDATION INC

EIN: 13-6083347

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT FEE	20,281	20,281		0

TY 2012 Taxes Schedule

Name: CAL FOUNDATION INC

EIN: 13-6083347

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXCISE	5,763	0		0