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

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.

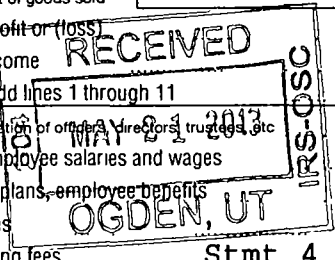
Open to public inspection

For calendar year 2012 or tax year beginning

, and ending

Name of foundation THE BEIR FOUNDATION		A Employer identification number 13-6084093
Number and street (or P O box number if mail is not delivered to street address) 110 EAST 59TH STREET	Room/suite	B Telephone number (212) 355-7733
City or town, state, and ZIP code NEW YORK, NY 10022		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 7,361,498.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
(Part I, column (d) must be on cash basis.)		

Part I Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))</small>		(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				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	18,258.	18,258.		Statement 1
	4 Dividends and interest from securities	146,156.	146,156.		Statement 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	83,934.			
	b Gross sales price for all assets on line 6a 978,824.				
	7 Capital gain net income (from Part IV, line 2)		83,934.		
	8 Net short-term capital gain				
	9 Income modifications				
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income	53,154.	32,168.	0.	Statement 3	
12 Total. Add lines 1 through 11	301,502.	280,516.	0.		
13 Compensation of officers, directors, trustees, etc	0.	0.	0.	0.	
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees Stmt 4	12,000.	12,000.	0.	0.	
c Other professional fees					
17 Interest					
18 Taxes Stmt 5	18,162.	1,415.	0.	0.	
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses Stmt 6	65,030.	65,030.	0.	0.	
24 Total operating and administrative expenses. Add lines 13 through 23	95,192.	78,445.	0.	0.	
25 Contributions, gifts, grants paid	190,350.			190,350.	
26 Total expenses and disbursements. Add lines 24 and 25	285,542.	78,445.	0.	190,350.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	15,960.				
b Net investment income (if negative, enter -0-)		202,071.			
c Adjusted net income (if negative, enter -0-)			0.		



Operating and Administrative Expenses

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value	
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	544,897.	422,588.	422,588.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock Stmt 8	3,342,789.	2,929,246.	6,385,756.
	c Investments - corporate bonds			
Liabilities	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other Stmt 9	0.	553,154.	553,154.
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
16 Total assets (to be completed by all filers)	3,887,686.	3,904,988.	7,361,498.	
17 Accounts payable and accrued expenses				
18 Grants payable				
19 Deferred revenue				
20 Loans from officers, directors, trustees, and other disqualified persons				
21 Mortgages and other notes payable				
22 Other liabilities (describe ▶)				
23 Total liabilities (add lines 17 through 22)	0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <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	1,148,127.	1,148,127.		
28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.		
29 Retained earnings, accumulated income, endowment, or other funds	2,739,559.	2,756,861.	Statement 7	
30 Total net assets or fund balances	3,887,686.	3,904,988.		
31 Total liabilities and net assets/fund balances	3,887,686.	3,904,988.		

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	3,887,686.
2 Enter amount from Part I, line 27a	2	15,960.
3 Other increases not included in line 2 (itemize) ▶ NONTAXABLE ADJUSTMENTS	3	1,342.
4 Add lines 1, 2, and 3	4	3,904,988.
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	3,904,988.

Part IV Capital Gains and Losses for Tax on Investment Income

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e 978,824.		894,890.	83,934.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			
b			
c			
d			
e			83,934.

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	83,934.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

Yes No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2011	215,329.	6,842,475.	.031469
2010	547,398.	6,356,599.	.086115
2009	223,556.	5,961,588.	.037499
2008	539,481.	7,636,081.	.070649
2007	524,471.	8,979,124.	.058410

2 Total of line 1, column (d)	2	.284142
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	.056828
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	7,075,699.
5 Multiply line 4 by line 3	5	402,098.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	2,021.
7 Add lines 5 and 6	7	404,119.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.	8	190,350.

Part VI. Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here <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	4,041.
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	4,041.
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	4,041.
6	Credits/Payments:		
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	10,000.
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	10,000.
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	5,959.
11	Enter the amount of line 10 to be: Credited to 2013 estimated tax <input type="checkbox"/> 5,959. Refunded <input type="checkbox"/>	11	0.

Part VII-A Statements Regarding Activities

	Yes	No
1a		X
1b		X
1c		X
d		
e		
2		X
3		X
4a		X
4b		
5		X
6	X	
7	X	
8a		
8b	X	
9		X
10		X

N/A

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)
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)
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A
14 The books are in care of TAG ASSOCIATES, LLC Telephone no. 212-275-1549 Located at 75 ROCKEFELLER PLAZA, NEW YORK, NY ZIP+4 10019
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year 15 N/A
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? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

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?
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?
(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)?
(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.)
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? 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?
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? If "Yes," list the years
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?
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)
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?
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?

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

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

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

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

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

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

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

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Yes No
 Organizations relying on a current notice regarding disaster assistance check here N/A

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). N/A

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? Yes 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? Yes No

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

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

(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
JOAN S. BEIR 110 EAST 59TH STREET, NEW YORK, NY 10	PRESIDENT 0.00	0.	0.	0.
MICHAEL KATZ 110 EAST 59TH STREET, NEW YORK, NY 10	SECRETARY 0.00	0.	0.	0.

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

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

Total number of other employees paid over \$50,000 0

Part VIII

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
SAYBROOK CAPITAL - 2000 FRONTIS PLAZA BLVD., WINSTONSALEM, NC 27103	INVESTMENT ADVISORY	64,633.

Total number of others receiving over \$50,000 for professional services 0

Part IX-A Summary of Direct Charitable Activities

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

Part IX-B Summary of Program-Related Investments

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

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	6,478,259.
b	Average of monthly cash balances	1b	178,615.
c	Fair market value of all other assets	1c	526,577.
d	Total (add lines 1a, b, and c)	1d	7,183,451.
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	7,183,451.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	107,752.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	7,075,699.
6	Minimum investment return. Enter 5% of line 5	6	353,785.

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	353,785.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	4,041.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	4,041.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	349,744.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	349,744.
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	349,744.

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	190,350.
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	190,350.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	190,350.

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				349,744.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007				
b From 2008				
c From 2009	207,141.			
d From 2010	550,420.			
e From 2011	215,329.			
f Total of lines 3a through e	972,890.			
4 Qualifying distributions for 2012 from Part XII, line 4: ▶ \$ 190,350.				
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)	190,350.			
d Applied to 2012 distributable amount				0.
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))	349,744.			349,744.
6 Enter the net total of each column as indicated below:	813,496.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2013 Subtract lines 7 and 8 from line 6a	813,496.			
10 Analysis of line 9:				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010	407,817.			
d Excess from 2011	215,329.			
e Excess from 2012	190,350.			

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

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

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

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

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

1 Information Regarding Foundation Managers:
a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).)
 None

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.
 None

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:
 Check here if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

- a** The name, address, and telephone number or e-mail of the person to whom applications should be addressed:

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

- c** Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient	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)				
<i>a Paid during the year</i>				
SEE ATTACHED SCHEDULE	N/A	Tax exempt IRC Sec. 501(c)(3)	To further the organizations' charitable purposes.	190,350.
Total			▶ 3a	190,350.
<i>b Approved for future payment</i>				
None				
Total			▶ 3b	0.

THE BEIR FOUNDATION
EIN: 13-6084093
FMV OF ASSETS
12/31/12

PART X: MINIMUM INVESTMENT RETURN:

<u>SECURITIES</u>	<u>FMV @ BOM</u>	<u>FMV @ EOM</u>	<u>AVG FMV MO.</u>	<u>ANNUAL AVG FMV/MO.</u>
JAN	6,434,080	6,358,533	6,396,307	
FEB	6,358,533	6,489,837	6,424,185	
MAR	6,489,837	6,651,307	6,570,572	
APR	6,651,307	6,665,936	6,658,622	
MAY	6,665,936	6,256,193	6,461,065	
JUN	6,256,193	6,344,499	6,300,346	
JUL	6,344,499	6,443,183	6,393,841	
AUG	6,443,183	6,442,785	6,442,984	
SEP	6,442,785	6,692,621	6,567,703	
OCT	6,692,621	6,512,713	6,602,667	
NOV	6,512,713	6,471,587	6,492,150	
DEC	6,471,587	6,385,756	6,428,672	
TOTAL SECURITIES:	<u>77,763,274</u>	<u>77,714,950</u>	<u>77,739,112</u>	6,478,259
<u>CASH</u>				
JAN	529,279	14,803	272,041	
FEB	14,803	1,714	8,259	
MAR	1,714	25,254	13,484	
APR	25,254	37,991	31,623	
MAY	37,991	28,404	33,198	
JUN	28,404	229,999	129,202	
JUL	229,999	225,890	227,945	
AUG	225,890	231,792	228,841	
SEP	231,792	252,923	242,358	
OCT	252,923	306,097	279,510	
NOV	306,097	317,656	311,877	
DEC	317,656	412,435	365,046	
TOTAL CASH:	<u>2,201,802</u>	<u>2,084,958</u>	<u>2,143,380</u>	178,615
<u>PARTNERSHIP</u>				
	<u>1/1/12</u>	<u>12/31/12</u>	<u>Average</u>	
Centerbridge Credit Partners TE, LP	500,000	553,154	526,577	
TOTAL PARTNERSHIPS	<u>500,000</u>	<u>553,154</u>	<u>526,577</u>	

The Beir Foundation
EIN: 13-6084093
TAX YEAR: 2012

The Beir Foundation is making an election to treat the qualifying distributions as a distribution out of corpus under Reg. Sec. 53.4942(a)-3(d)(2).

Date	Reference T	Description	Beginning Balance	Current Amount	Period End Amount	YTD Balance
		50000 GIFTS, GRANTS & CONTRIBUTIONS	0 00			
01/11/12	1785 V	ANTI - DEFAMATION LEAGUE CONTRIB JAN 2012		1,000 00		
01/11/12	1786 V	CENTRAL SYNAGOGUE CONTRIB JAN 2012		25,000 00		
01/11/12	1787 V	COLUMBIA UNIVERSITY CONTRIB JAN 2012		250 00		
01/11/12	1788 V	Community Access CONTRIB JAN 2012		2,500 00		
01/11/12	1789 V	CORPORATE ANGEL NETWORK CONTRIB JAN 2012		500 00		
01/11/12	1790 V	Ethical Culture Fieldston School CONTRIB JAN 2012		250 00		
01/11/12	1791 V	Fountain House CONTRIB JAN 2012		7,000 00		
01/11/12	1792 V	George Washington University CONTRIB JAN 2012		1,000 00		
01/11/12	1793 V	HAMILTON - MADISON HOUSE CONTRIB JAN 2012		1,000 00		
01/11/12	1794 V	JEWISH BOARD OF FAMILY & CHILDREN CONTRIB JAN 2012		25,000 00		
01/11/12	1795 V	Meals on Wheels CONTRIB JAN 2012		250 00		
01/11/12	1796 V	NEW YORK PRESBYTERIAN HOSPITAL CONTRIB JAN 2012		5,000 00		
01/11/12	1797 V	THE 92nd STREET Y CONTRIB JAN 2012		20,000 00		
01/11/12	1798 V	The Calhoun School CONTRIB JAN 2012		30,000 00		
01/11/12	1799 V	THE METROPOLITAN OPERA CONTRIB JAN 2012		15,000 00		
01/11/12	1800 V	The NY Times Neediest Cases Fund CONTRIB JAN 2012		500 00		
01/11/12	1801 V	THE VISITING NURSE SERVICE of NY CONTRIB JAN 2012		2,000 00		
01/11/12	1802 V	Thirteen - WNET CONTRIB JAN 2012 Gift, Grants & Contributions		20,000 00		
01/11/12	1803 V	UNITED JEWISH APPEAL CONTRIB JAN 2012		15,000 00		
01/11/12	1804 V	US HOLOCAUST MEMORIAL MUSEUM CONTRIB JAN 2012		12,500 00		
01/11/12	1805 V	Wesleyan University CONTRIB JAN 2012		1,000 00		
01/11/12	1806 V	Damon Runyon Cancer Research 139066- 1/5/12		253 00		
01/17/12	1807 V	Big Brothers Big Sisters of America 2012 CONTRIB		100 00		
01/17/12	1808 V	Covenant House 2012 CONTRIB		100 00		
01/17/12	1810 V	God's Love We Deliver 2012 CONTRIB		100 00		
01/17/12	1811 V	Guiding Eyes for The Blind 2012 CONTRIB		100 00		
01/17/12	1812 V	Holy Apostels Soup Kitchen 2012 CONTRIB		100 00		
01/17/12	1813 V	Marine Toys for Tots Foundation SPECIAL OLIMPICS		100 00		
01/17/12	1816 V	PARALIZED VETERANS OF AMERICA NATIONAL HUMANE		100 00		
01/17/12	1817 V	POLICE ATHLETIC LEAGUE NATIONAL HUMANE		100 00		
01/17/12	1818 V	ROUNABOUT THEATRE CO INC NATIONAL HUMANE		125 00		
01/17/12	1819 V	Special Olympics SPECIAL OLIMPICS		100 00		
01/17/12	1820 V	The Doe Fund 2012 CONTRIB		100 00		
01/17/12	1821 V	The HSUS (National Humane Society) NATIONAL HUMANE		100 00		

Date	Reference T	Description	Beginning Balance	Current Amount	Period End Amount	YTD Balance
50000 GIFTS, GRANTS & CONTRIBUTIONS (
01/17/12	1822 V	WNYC Radio SPECIAL OLIMPICS		100 00		
03/08/12	1823 V	Citymeals-on-Wheels DONATION		100 00		
03/15/12	1824 V	Big Brothers Big Sisters of New York APR 23, CONTIRB		250 00		
			March	<u>186,678 00</u>	186,678 00	
05/07/12	1826 V	Special Olympics DONATION		100 00		
05/15/12	1828 V	The Summer Camp DONATION		200 00		
04/13/12	ck1825	The Fund of Park Avenue		100 00		
			June	<u>400 00</u>	187,078 00	
08/08/12	1830 V	Damon Runyon Cancer Research Fund INV140453		620 00		
08/16/12	1831 V	Common Cause CONTRIB		150 00		
08/16/12	1832 V	Friends of Upper E Side Historic Di CONTRIB		50 00		
09/20/12	1833 V	Ackerman Institute for the Family 9/20/12		200 00		
09/20/12	1834 V	The Fund for Park Avenue PA TREE LIGHTING		100 00		
			September	<u>1,120 00</u>	188,198 00	
10/15/12	1835 V	ASPEN ANIMAL HOSPITAL DONATION		500 00		
10/15/12	1836 V	Challenge Aspen DONATION		200 00		
11/02/12	1837 V	Damon Runyon Cancer Research Fund INV #141071		127 00		
11/02/12	1838 V	Special Olympics DONATION 2012		100 00		
12/05/12	1839 V	CITY HARVEST, INC CONTRIB		100 00		
12/05/12	1840 V	Special Olympics MATCHING GIFT		100 00		
12/05/12	1841 V	The Pearl Theatre 2012 DONATION		250 00		
12/05/12	1842 V	JEWISH MUSEUM DONATION		75 00		
12/13/12	1843 V	DELIVERY PEOPLE HOLIDAY GIFT		25 00		
12/13/12	1844 V	Friends of Upper E Side Historic Di 30TH ANNIVERSAR		50 00		
12/13/12	1845 V	JB I DONATION		100 00		
12/13/12	1846 V	ZITOMER PHARMACY DELIVERY TEAM		25 00		
12/18/12	1847 V	Friends of Aspen Animal Shelter DONATION		500 00		
			December	<u>2,152 00</u>	190,350 00	
				<u>190,350 00</u>		<u>190,350 00</u>

THE BEIR FOUNDATION

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 US TREASURY BILL	P	11/28/11	01/24/12
b INTEL CORP	P	Various	10/05/12
c INTEL CORP	P	Various	12/19/12
d STAPLES INC	P	Various	11/15/12
e WALGREEN CO	P	Various	06/01/12
f EXXON MOBIL CORP	P	12/31/91	01/24/12
g DUKE ENERGY - CIL	P	Various	07/03/12
h KRAFT - CIL	P	Various	10/12/12
i Capital Gains Dividends			
j			
k			
l			
m			
n			
o			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 249,911.		249,924.	-13.
b 136,011.		134,060.	1,951.
c 126,447.		115,572.	10,875.
d 94,946.		163,383.	-68,437.
e 180,668.		226,724.	-46,056.
f 173,987.		5,227.	168,760.
g 23.			23.
h 31.			31.
i 16,800.			16,800.
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			-13.
b			1,951.
c			10,875.
d			-68,437.
e			-46,056.
f			168,760.
g			23.
h			31.
i			16,800.
j			
k			
l			
m			
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	83,934.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	N/A

Form 990-PF Interest on Savings and Temporary Cash Investments Statement 1

Source	Amount
BANK OF NEW YORK	13.
PERSHING ADVISOR SOLUTIONS	18,245.
Total to Form 990-PF, Part I, line 3, Column A	18,258.

Form 990-PF Dividends and Interest from Securities Statement 2

Source	Gross Amount	Capital Gains Dividends	Column (A) Amount
PERSHING ADVISOR SOLUTIONS	162,956.	16,800.	146,156.
Total to Fm 990-PF, Part I, ln 4	162,956.	16,800.	146,156.

Form 990-PF Other Income Statement 3

Description	(a) Revenue Per Books	(b) Net Investment Income	(c) Adjusted Net Income
CENTERBRIDGE CREDIT PARTNERS TE,, LP	53,154.	32,168.	0.
Total to Form 990-PF, Part I, line 11	53,154.	32,168.	0.

Form 990-PF Accounting Fees Statement 4

Description	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Accounting Fees	12,000.	12,000.	0.	0.
To Form 990-PF, Pg 1, ln 16b	12,000.	12,000.	0.	0.

Form 990-PF	Taxes			Statement	5
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
TAXES	16,747.	0.	0.	0.	
FOREIGN TAX PAID	1,415.	1,415.	0.	0.	
To Form 990-PF, Pg 1, ln 18	18,162.	1,415.	0.	0.	

Form 990-PF	Other Expenses			Statement	6
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
INVESTMENT MANAGEMENT FEES	64,650.	64,650.	0.	0.	
FILING FEES	250.	250.	0.	0.	
ADVERTISING FEE	130.	130.	0.	0.	
To Form 990-PF, Pg 1, ln 23	65,030.	65,030.	0.	0.	

Form 990-PF	Other Funds		Statement	7
Description	(A) Beginning of Year	(B) End of Year		
Endowment Fund	2,739,559.	2,756,861.		
Total to Form 990-PF, Part II, line 29	2,739,559.	2,756,861.		

Form 990-PF	Corporate Stock		Statement	8
Description	Book Value	Fair Market Value		
SEE ATTACHED	2,929,246.	6,385,756.		
Total to Form 990-PF, Part II, line 10b	2,929,246.	6,385,756.		

The Beir Foundation

EIN: 13-6084093

12/31/2012

Date	Quantity	Security	Unit Cost	Total Cost	Price	Market Value
CORPORATE BONDS						
05-18-09	250,000	American Express Co 7.250% Due 05-20-14	100.60	251,500.00	108.82	272,051.75
		Accrued Interest				<u>2,064.24</u>
				251,500.00		274,115.99
COMMON STOCK						
10-05-12	400.00	Apple Inc	578.55	231,421.96	532.17	212,869.20
05-06-09	4,000.00	Automatic Data Processing	35.31	141,246.20	56.93	227,720.00
02-14-11	8,000.00	BYD Co LTD ADR	8.88	71,033.52	6.00	47,994.40
01-24-03	5,000.00	Berkshire Hathaway Inc CI B	57.47	287,360.21	89.70	448,500.00
12-31-91	2,000.00	Chevron Corp	1.93	3,858.84	108.14	216,280.00
07-07-05	1,000.00	Diageo Plc ADR	56.73	56,730.00	116.58	116,580.00
07-24-03	3,333.30	Duke Energy Corp	43.37	144,555.76	63.80	212,664.54
09-23-08	2,000.00	Emerson Elec Co Com	42.01	84,025.00	52.96	105,920.00
12-31-91	10,000.00	Exxon Mobil Corp	2.61	26,136.67	86.55	865,500.00
01-23-04	3,000.00	Factset Research Systems Inc	25.11	75,341.60	88.06	264,180.00
08-25-81	33,000.00	General Electric Co	1.16	38,415.44	20.99	692,670.00
10-13-08	300.00	Google Inc - CI A	441.14	132,341.72	707.38	212,214.00
01-13-03	3,750.00	Heineken Holdings	24.00	89,999.15	54.62	204,823.50
09-16-09	3,000.00	Heinz H J Co	40.02	120,060.00	57.68	173,040.00
01-01-70	2,000.00	International Business Machines	92.94	185,085.00	191.55	383,100.00
10-15-03	2,000.00	Johnson & Johnson	53.05	106,093.20	70.10	140,200.00
06-01-08	1,873.00	Kraft Foods Group Inc	30.91	57,886.93	45.47	85,165.31
06-01-08	5,621.00	Mondelez International Inc	19.05	107,080.07	25.45	143,072.44
03-10-04	2,500.00	Nestle S A ADR	26.15	65,370.00	65.11	162,779.25
09-20-84	4,000.00	NextEra Energy, Inc	9.94	39,753.22	69.19	276,760.00
05-11-92	10,000.00	Plum Creek Timber Co	15.08	150,813.00	44.37	443,700.00
01-01-70	3,000.00	Procter & Gamble Co	60.53	181,590.00	67.89	203,670.00
09-28-11	2,000.00	Schlumberger Ltd	62.41	124,825.94	69.30	138,597.20
06-16-11	4,000.00	Southwestern Energy Co	38.98	155,927.60	33.41	133,640.00
				<u>2,671,746</u>		6,111,639.84
TOTAL PORTFOLIO				<u>2,929,246</u>		<u>6,385,756</u>

Form 990-PF	Other Investments	Statement	9
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Description	Valuation Method	Book Value	Fair Market Value
CENTERBRIDGE CREDIT PARTNERS TE	FMV	553,154.	553,154.
Total to Form 990-PF, Part II, line 13		553,154.	553,154.