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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

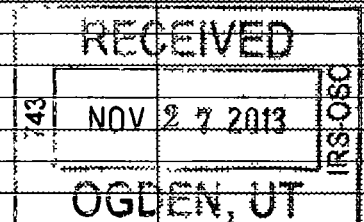
Open to public inspection

For calendar year 2012 or tax year beginning

, and ending

Name of foundation <b>THE RIDGEFIELD FOUNDATION</b>		<b>A Employer identification number</b> 13-6093563
Number and street (or P O box number if mail is not delivered to street address) <b>570 LEXINGTON AVENUE, 33RD FLOOR</b>	Room/suite	<b>B Telephone number</b> 212-750-9330
City or town, state, and ZIP code <b>NEW YORK, NY 10022</b>		<b>C</b> If exemption application is pending, check here <input type="checkbox"/>
<b>G</b> Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		<b>D 1.</b> Foreign organizations, check here <input type="checkbox"/> <b>2.</b> Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
<b>H</b> Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		<b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
<b>I</b> Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ <b>78,428,025.</b>	<b>J</b> Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)	<b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

<b>Part I Analysis of Revenue and Expenses</b> <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)
<b>1</b> Contributions, gifts, grants, etc., received			N/A	
<b>2</b> Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
<b>3</b> Interest on savings and temporary cash investments	61,070.	62,206.		STATEMENT 1
<b>4</b> Dividends and interest from securities	814,485.	847,306.		STATEMENT 2
<b>5a</b> Gross rents	67,936.	67,936.		STATEMENT 3
<b>b</b> Net rental income or (loss)	67,936.			
<b>6a</b> Net gain or (loss) from sale of assets not on line 10	1,153,997.			
<b>b</b> Gross sales price for all assets on line 6a	29,506,426.			
<b>7</b> Capital gain net income (from Part IV, line 2)		1,153,997.		
<b>8</b> Net short-term capital gain				
<b>9</b> Income modifications				
<b>10a</b> Gross sales less returns and allowances				
<b>b</b> Less Cost of goods sold				
<b>c</b> Gross profit or (loss)				
<b>11</b> Other income	72,534.	72,534.		STATEMENT 4
<b>12</b> Total. Add lines 1 through 11	2,170,022.	2,203,979.		
<b>13</b> Compensation of officers, directors, trustees, etc	303,220.	151,610.		151,610.
<b>14</b> Other employee salaries and wages	253,918.	126,959.		126,959.
<b>15</b> Pension plans, employee benefits	57,557.	28,779.		28,778.
<b>16a</b> Legal fees STMT 5	16,406.	8,203.		8,203.
<b>b</b> Accounting fees STMT 6	482,133.	241,067.		241,066.
<b>c</b> Other professional fees STMT 7	294,420.	294,420.		0.
<b>17</b> Interest				
<b>18</b> Taxes STMT 8	52,654.	30,481.		17,452.
<b>19</b> Depreciation and depletion	4,663.	0.		
<b>20</b> Occupancy	188,727.	94,364.		94,365.
<b>21</b> Travel, conferences, and meetings	16,284.	0.		16,284.
<b>22</b> Printing and publications				
<b>23</b> Other expenses STMT 9	274,597.	250,506.		24,091.
<b>24</b> Total operating and administrative expenses. Add lines 13 through 23	1,944,579.	1,226,389.		708,808.
<b>25</b> Contributions, gifts, grants paid	3,514,750.			3,514,750.
<b>26</b> Total expenses and disbursements Add lines 24 and 25	5,459,329.	1,226,389.		4,223,558.
<b>27</b> Subtract line 26 from line 12	-3,289,307.			
<b>a</b> Excess of revenue over expenses and disbursements				
<b>b</b> Net investment income (if negative, enter -0-)		977,590.		
<b>c</b> Adjusted net income (if negative, enter -0-)			N/A	



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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1	Cash - non-interest-bearing				
	2	Savings and temporary cash investments		19,638,556.	20,702,892.	20,702,892.
	3	Accounts receivable ▶ 151,332.				
		Less allowance for doubtful accounts ▶		154,224.	151,332.	151,332.
	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 11		8,601,687.	9,740,317.	12,793,418.
	c	Investments - corporate bonds				
11	Investments - land, buildings, and equipment basis ▶					
	Less accumulated depreciation ▶					
12	Investments - mortgage loans					
13	Investments - other STMT 12		44,646,259.	39,160,335.	44,685,039.	
14	Land, buildings, and equipment basis ▶ 45,778.					
	Less accumulated depreciation STMT 10 ▶ 37,930.		11,305.	7,848.	7,848.	
15	Other assets (describe ▶ SECURITY DEPOSIT )		87,496.	87,496.	87,496.	
16	<b>Total assets (to be completed by all filers)</b>		73,139,527.	69,850,220.	78,428,025.	
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable				
	22	Other liabilities (describe ▶ )				
23	<b>Total liabilities (add lines 17 through 22)</b>		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		73,139,527.	69,850,220.	
28	Paid-in or capital surplus, or land, bldg, and equipment fund		0.	0.		
29	Retained earnings, accumulated income, endowment, or other funds		0.	0.		
30	<b>Total net assets or fund balances</b>		73,139,527.	69,850,220.		
31	<b>Total liabilities and net assets/fund balances</b>		73,139,527.	69,850,220.		

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	73,139,527.
2	Enter amount from Part I, line 27a	2	-3,289,307.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	69,850,220.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	<b>Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30</b>	6	<b>69,850,220.</b>

**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 STATEMENTS			
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	29,506,426.	28,563,866.	1,153,997.	
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				
b				
c				
d				
e			1,153,997.	
2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2	1,153,997.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter -0- in Part I, line 8		3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?  Yes  No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011	4,104,062.	77,873,254.	.052702
2010	4,757,483.	77,740,091.	.061197
2009	7,834,531.	74,079,098.	.105759
2008	6,350,124.	101,570,534.	.062519
2007	6,278,517.	117,750,132.	.053321
2	Total of line 1, column (d)		2 .335498
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 .067100
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5		4 76,408,048.
5	Multiply line 4 by line 3		5 5,126,980.
6	Enter 1% of net investment income (1% of Part I, line 27b)		6 9,776.
7	Add lines 5 and 6		7 5,136,756.
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 4,223,558.

**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	19,552.
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	19,552.
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	19,552.
6 Credits/Payments			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	19,746.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	30,000.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments Add lines 6a through 6d	7	49,746.	
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	30,194.	
11 Enter the amount of line 10 to be Credited to 2013 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11	30,194.	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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? 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		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ 0. (2) On foundation managers <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
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? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?		X
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.		X
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? If "No," attach explanation		X
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		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 ARTHUR S. HOFFMAN Telephone no 212-750-9330 Located at 570 LEXINGTON AVENUE, 33RD FLOOR, NEW YORK, NY ZIP+4 10022
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

**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? **SEE STATEMENT 14**  Yes  No  
 If "Yes," attach the statement required by Regulations section 53.4945-5(d)

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

**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?  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  
 N/A

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 13		303,219.	8,968.	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
STEVEN ROSENTHAL - 570 LEXINGTON AVENUE, NEW YORK, NY 10022	OFFICE MANAGER 40.00	143,919.	15,219.	0.
MAGS MAURO - 570 LEXINGTON AVENUE, NEW YORK, NY 10022	SECRETARY 40.00	98,000.	8,092.	0.

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
FTI CONSULTING, INC. 750 THIRD AVENUE, 27TH FL, NEW YORK, NY 10017	TAX, ACCOUNTING AND CONSULTING	264,780.
UHY ADVISORS 19 W 44TH STREET, 12TH FL, NEW YORK, NY 10036	TAX, ACCOUNTING AND CONSULTING	191,300.
OFFIT CAPITAL ADVISORS 485 LEXINGTON AVENUE, NEW YORK, NY 10017	INVESTMENT ADV FEE	163,037.

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	
<b>Total.</b> Add lines 1 through 3 <span style="float: right;">▶</span>	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	57,536,714.
b	Average of monthly cash balances	1b	19,947,412.
c	Fair market value of all other assets	1c	87,496.
d	<b>Total</b> (add lines 1a, b, and c)	1d	77,571,622.
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	77,571,622.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	1,163,574.
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	5	76,408,048.
6	<b>Minimum investment return.</b> Enter 5% of line 5	6	3,820,402.

**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	3,820,402.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	19,552.
b	Income tax for 2012 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	19,552.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	3,800,850.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	3,800,850.
6	Deduction from distributable amount (see instructions)	6	0.
7	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	3,800,850.

**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	4,223,558.
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	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	4,223,558.
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	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	6	4,223,558.

**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				3,800,850.
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	708,871.			
b From 2008	1,285,165.			
c From 2009	4,130,576.			
d From 2010	914,749.			
e From 2011	224,877.			
f Total of lines 3a through e	7,264,238.			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 4,223,558.				
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				3,800,850.
e Remaining amount distributed out of corpus	422,708.			
5 Excess distributions carryover applied to 2012 (if an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:	7,686,946.			
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	708,871.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	6,978,075.			
10 Analysis of line 9				
a Excess from 2008	1,285,165.			
b Excess from 2009	4,130,576.			
c Excess from 2010	914,749.			
d Excess from 2011	224,877.			
e Excess from 2012	422,708.			

**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				(e) Total
	(a) 2012	(b) 2011	(c) 2010	(d) 2009	
<b>2 a</b> Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
<b>b</b> 85% of line 2a					
<b>c</b> Qualifying distributions from Part XII, line 4 for each year listed					
<b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities					
<b>e</b> Qualifying distributions made directly for active conduct of exempt activities					
Subtract line 2d from line 2c					
<b>3</b> Complete 3a, b, or c for the alternative test relied upon					
<b>a</b> "Assets" alternative test - enter					
<b>(1)</b> Value of all assets					
<b>(2)</b> Value of assets qualifying under section 4942(j)(3)(B)(i)					
<b>b</b> "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
<b>c</b> "Support" alternative test - enter					
<b>(1)</b> Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
<b>(2)</b> Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
<b>(3)</b> Largest amount of support from an exempt organization					
<b>(4)</b> 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 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
<b>a Paid during the year</b>				
GRANTEES THAT ARE PUBLIC OR PUBLIC CHARITIES EQUIVALENTS (SEE STMT H)	NONE	PUBLIC CHARITIES	VARIOUS	3,514,750.
<b>Total</b>				<b>▶ 3a</b> 3,514,750.
<b>b Approved for future payment</b>				
NONE				
<b>Total</b>				<b>▶ 3b</b> 0.





THE RIDGEFIELD 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 STATE STREET - PKUB (SEE STMT A)	P		
b STATE STREET - PKUG (SEE STMT B)	P		
c STATE STREET - PKUN (SEE STMT C)	P		
d STATE STREET - PKUN OPTIONS (SEE STMT C)	P		
e STATE STREET - PKVQ (SEE STMT D)	P		
f FIDELITY #656-169692 (SEE STMT E)	P		
g FIDELITY #656-169693 (SEE STMT F)	P		
h FIDELITY #656-169694 (SEE STMT G)	P		
i PERSHING SQUARE INT'L LTD	P		
j OWL CREEK OVERSEAS FUND LTD	P		
k THRU OCA ASHMORE (K-1)			
l THRU OCA EAGLE (K-1)			
m THRU OCA R/E OPP FUND (K-1)			
n THRU OCA WESLEY (K-1)			
o THRU OCA DEVELOPING (K-1)			

(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 18,522,799.		18,610,275.	-87,476.
b 2,392,940.		2,239,899.	153,041.
c 816,319.		731,714.	84,605.
d			1,289.
e 1,987,863.		1,756,205.	231,658.
f 330,175.		331,046.	-871.
g 301,663.		281,141.	20,522.
h 181,707.		170,730.	10,977.
i 3,163,893.		2,361,494.	802,399.
j 1,809,067.		2,081,362.	-272,295.
k			-76,005.
l			145,272.
m			32,486.
n			42,415.
o			1,531.

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

(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	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			-87,476.
b			153,041.
c			84,605.
d			1,289.
e			231,658.
f			-871.
g			20,522.
h			10,977.
i			802,399.
j			-272,295.
k			-76,005.
l			145,272.
m			32,486.
n			42,415.
o			1,531.

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
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

**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 ANCHORAGE CAPITAL PARTNERS OFFSHORE			
b FIDELITY #656-169691 - CAPITAL GAIN DISTRIBUTION			
c			
d			
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			58,898.
b			5,551.
c			
d			
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
(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			58,898.
b			5,551.
c			
d			
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	1,153,997.
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 - 181624	121.
BANK OF NEW YORK - 306495	149.
FIDELITY ACCT #656-169692 WILKINSON	3.
FIDELITY ACCT #656-169693 ADVISORY	7.
FIDELITY ACCT #656-169694 CLAIRVEST	34.
INTEREST THRU ADVISORY RESEARCH	1.
INTEREST THRU CLAIRVEST YORKVILLE CAPITAL MANAGEMENT	8.
INTEREST THRU OCA ASHMORE MARKETS (K-1)	324.
INTEREST THRU OCA DEVELOPING (K-1)	8.
INTEREST THRU OCA EAGLE GLOBAL (K-1)	2,216.
INTEREST THRU OCA R/E OPP FUND (K-1)	56,692.
INTEREST THRU WILKINSON O'GRADY	1,507.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	61,070.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
DIVIDEND THRU ADVISORY RESEARCH	44,714.	0.	44,714.
DIVIDEND THRU CLAIRVEST YORKVILLE CAPITAL MANAGEMENT	68,688.	0.	68,688.
DIVIDEND THRU FIDELITY ACCT #656-169691	160,620.	0.	160,620.
DIVIDEND THRU FIDELITY ACCT #656-169692 WILKINSON	9,416.	0.	9,416.
DIVIDEND THRU FIDELITY ACCT #656-169693 ADVISORY	35,101.	0.	35,101.
DIVIDEND THRU FIDELITY ACCT #656-169694 CLAIRVEST	11,870.	0.	11,870.
DIVIDEND THRU OCA EAGLE GLOBAL (K-1)	6,760.	0.	6,760.
DIVIDEND THRU OCA R/E OPP FUND (K-1)	101,125.	0.	101,125.
DIVIDEND THRU OCA WESLEY MTGE REIT (K-1)	313,627.	0.	313,627.
DIVIDEND THRU VAN ECK GLOBAL HARD ASSETS FUND	22,924.	0.	22,924.
DIVIDEND THRU WILKINSON O'GRADY	39,640.	0.	39,640.
TOTAL TO FM 990-PF, PART I, LN 4	814,485.	0.	814,485.

FORM 990-PF	RENTAL INCOME	STATEMENT	3
KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME	
RENTAL INCOME	1	67,936.	
TOTAL TO FORM 990-PF, PART I, LINE 5A		67,936.	

FORM 990-PF	OTHER INCOME	STATEMENT	4
DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
OTHER INCOME THRU ASHMORE (K-1)	80,860.	80,860.	
OTHER INCOME THRU OCA EAGLE GLOBAL (K-1)	-96,183.	-96,183.	
OTHER INCOME THRU OCA R/E OPP FUND (K-1)	44,070.	44,070.	
OTHER INCOME THRU ANCHORAGE CAPITAL	46,347.	46,347.	
OTHER INCOME THRU CLAIRVEST YORKVILLE	-1,627.	-1,627.	
OTHER INCOME THRU WILKINSON O'GRADY	-933.	-933.	
TOTAL TO FORM 990-PF, PART I, LINE 11	72,534.	72,534.	

FORM 990-PF	LEGAL FEES	STATEMENT	5	
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CADWALADER, WICKERSHAM & TAFT	16,406.	8,203.		8,203.
TO FM 990-PF, PG 1, LN 16A	16,406.	8,203.		8,203.

FORM 990-PF	ACCOUNTING FEES			STATEMENT 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CORNERSTONE ACCOUNTING GROUP - AUDIT FEES	24,553.	12,277.		12,276.
FTI CONSULTING, INC. - TAX, ACCOUNTING AND CONSULTING FEES	264,780.	132,390.		132,390.
UHY ADVISORS - TAX, ACCOUNTING AND CONSULTING FEES	191,300.	95,650.		95,650.
MCGLADREY	1,500.	750.		750.
TO FORM 990-PF, PG 1, LN 16B	482,133.	241,067.		241,066.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT 7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT ADVISORY FEES: CLAIRVEST	0.	0.		0.
WILKINSON O'GRADY	43,645.	43,645.		0.
OFFIT HALL	41,748.	41,748.		0.
ADVISORY RESEARCH	163,037.	163,037.		0.
	45,990.	45,990.		0.
TO FORM 990-PF, PG 1, LN 16C	294,420.	294,420.		0.

FORM 990-PF	TAXES			STATEMENT 8
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX THRU STATE STREET	0.	2,995.		0.
FEDERAL EXCISE TAX	17,500.	0.		0.
PAYROLL TAXES	34,904.	17,452.		17,452.
FOREIGN TAX THRU FIDELITY 656-169691	0.	8,725.		0.
FOREIGN TAX THRU OCA EAGLE (K-1)	0.	861.		0.

FOREIGN TAX THRU OCA R/E OPP FUND (K-1)	0.	36.	0.
NYS CORPORATION TAX	250.	0.	0.
FOREIGN TAX THRU FIDELITY 656-169694 CLAIRVEST	0.	213.	0.
FOREIGN TAX THRU FIDELITY 656-169692 WILKINSON	0.	199.	0.
<b>TO FORM 990-PF, PG 1, LN 18</b>	<b>52,654.</b>	<b>30,481.</b>	<b>17,452.</b>

FORM 990-PF OTHER EXPENSES STATEMENT 9

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PAYROLL FEE	1,648.	824.		824.
COMPUTER SOFTWARE	4,583.	2,292.		2,291.
POSTAGE AND SHIPPING	9,375.	4,688.		4,687.
TELEPHONE	5,639.	2,820.		2,819.
MESSENGER SERVICE	1,052.	526.		526.
CAR SERVICE	4,879.	2,440.		2,439.
INSURANCE	8,701.	4,351.		4,350.
SUPPLIES	20,162.	10,081.		10,081.
COPIER MACHINE	5,820.	2,910.		2,910.
DUES & SUBSCRIPTION	1,044.	522.		522.
INTERNET ACCESS	2,199.	1,110.		1,089.
FILING FEES	1,500.	750.		750.
OTHER OFFICE EXPENSE	1,450.	725.		725.
BANK CHARGES	1,906.	953.		953.
REIMBURSEMENT FROM AFFILIATE CUSTODIAN FEE	-24,517. 55,326.	-12,258. 55,326.		-12,259. 0.
DEDUCT THRU OCA DEVELOPING (K-1)	1,531.	1,531.		0.
DEDUCT THRU OCA ASHMORE (K-1)	5,179.	5,179.		0.
DEDUCT THRU OCA EAGLE (K-1)	76,158.	76,158.		0.
DEDUCT THRU OCA WESLEY (K-1)	43,422.	43,422.		0.
DEDUCT THRU OCA R/E OPP FUND (K-1)	44,772.	44,772.		0.
OFFICE EQUIPMENT	2,768.	1,384.		1,384.
<b>TO FORM 990-PF, PG 1, LN 23</b>	<b>274,597.</b>	<b>250,506.</b>		<b>24,091.</b>

FORM 990-PF DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT STATEMENT 10

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE	FAIR MARKET VALUE
OFFICE EQUIPMENT	4,005.	4,005.	0.	0.
FURN & FIXTURES	10,767.	10,767.	0.	0.
FURN & FIXTURES	2,723.	2,723.	0.	0.
FURN & FIXTURES	2,271.	2,271.	0.	0.
COMPUTERS	6,400.	5,760.	640.	640.
FURN & FIXTURES	1,181.	760.	421.	421.
ELEC WATER HEATER	2,800.	1,800.	1,000.	1,000.
OFFICE EQUIPMENT	3,931.	3,537.	394.	394.
OFFICE EQUIPMENT	88.	63.	25.	25.
COMPUTERS	6,085.	4,260.	1,825.	1,825.
FURN & FIXTURES	2,106.	1,053.	1,053.	1,053.
COMPUTER	764.	433.	331.	331.
FURN & FIXTURES	890.	222.	668.	668.
FURN & FIXTURES	261.	46.	215.	215.
OFFICE EQUIPMENT	300.	115.	185.	185.
FURN & FIXTURES	765.	82.	683.	683.
FURN & FIXTURES	245.	23.	222.	222.
FURN & FIXTURES	93.	4.	89.	89.
FURN & FIXTURES	103.	6.	97.	97.
TO 990-PF, PART II, LN 14	45,778.	37,930.	7,848.	7,848.

FORM 990-PF CORPORATE STOCK STATEMENT 11

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
WILKINSON O'GRADY	3,078,557.	4,016,494.
CLAIRVEST	2,581,523.	3,633,516.
EUROPEAN INVESTORS	436,864.	536,718.
ADVISORY RESEARCH	3,643,373.	4,606,690.
TOTAL TO FORM 990-PF, PART II, LINE 10B	9,740,317.	12,793,418.

FORM 990-PF

OTHER INVESTMENTS

STATEMENT 12

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
CHESAPEAKE PTRS INTL LTD	COST	2,000,000.	2,595,059.
CITIGROUP PE PARTNERS	COST	4,339,030.	4,746,190.
PERSHING SQUARE INTL LTD	COST	3,163,893.	3,163,893.
MKP CREDIT OFFSHORE LTD	COST	2,663,557.	3,291,408.
OWL CREEK OVERSEAS FUND LTD	COST	0.	0.
ANCHORAGE CAPITAL PARTNERS	COST	2,605,245.	3,111,497.
BRIGADE LEVERAGED CAP STRU	COST	0.	0.
TACONIC OPPORTUNITY OFFSHORE	COST	0.	0.
OCA ASHMORE EMERGING MARKET	COST	0.	0.
OCA EAGLE GLOBAL MLP LLC	COST	1,961,516.	4,467,602.
EII INTERNATIONAL PRPTY FUND	COST	504,178.	546,230.
OCA DEVELOPING COUNTRIES	COST	0.	0.
OCA WESLEY MORTGAGE REIT	COST	3,606,283.	4,051,467.
AURELIUS CAPL INTL LTD	COST	2,094,829.	2,219,726.
OCA REAL ESTATE OPP FUND I LP	COST	2,004,769.	2,104,438.
RS GLOBAL NATURAL RESOURCES FUND	COST	2,007,911.	1,893,646.
VAN ECK GLOBAL HARD ASSETS FUND	COST	1,682,924.	1,349,117.
MARKET VECTORS AGRIBUSINESS	COST	1,688,783.	1,592,886.
VANGUARD FTSE EMERGING MARKETS ETF	COST	3,561,829.	4,037,342.
DOUBLELINE TOTAL RETURN BOND FUND	COST	5,275,588.	5,514,538.
TOTAL TO FORM 990-PF, PART II, LINE 13		39,160,335.	44,685,039.

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS  
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 13

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
STUART SILVER 570 LEXINGTON AVE, 33RD FL NEW YORK, NY 10022	DIRECTOR 1.00	0.	0.	0.
MARGOT GIBIS 570 LEXINGTON AVE, 33RD FL NEW YORK, NY 10022	DIRECTOR/VP * 40.00	63,902.	8,092.	0.
ARTHUR S. HOFFMAN 570 LEXINGTON AVE, 33RD FL NEW YORK, NY 10022	PRES/TREASURER/DIRECTOR * 40.00	239,317.	876.	0.
ANTHONY J. CERNERA 570 LEXINGTON AVE, 33RD FL NEW YORK, NY 10022	SECRETARY/DIRECTOR 1.00	0.	0.	0.
JEAN WAGENER 570 LEXINGTON AVE, 33RD FL NEW YORK, NY 10022	DIRECTOR 1.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		303,219.	8,968.	0.

\*THE PRESIDENT AND VICE PRESIDENT ARE EMPLOYED FULL TIME BY THE  
FOUNDATION AND ITS AFFILIATES.

FORM 990-PF

EXPENDITURE RESPONSIBILITY STATEMENT  
PART VII-B, LINE 5C

STATEMENT 14

GRANTEE'S NAME

FOUNDATION LETZEBUERGER KANNERDUERF

GRANTEE'S ADDRESS

RUE HERMANN GMEINER 10  
, LUXEMBOURG, L-7534

<u>GRANT AMOUNT</u>	<u>DATE OF GRANT</u>	<u>AMOUNT EXPENDED</u>
15,000.	05/04/12	15,000.

PURPOSE OF GRANT

SUPPORT OF ABUSED CHILDREN W/ANIMAL ASSISTED PEDAGOGY/THERAPY

RESULTS OF VERIFICATION

TO THE KNOWLEDGE OF THE FOUNDATION, AND BASED UPON INFORMATION PROVIDED BY THE GRANTEE, NO PART OF THE GRANT HAS BEEN USED FOR OTHER THAN ITS INTENDED PURPOSE.

2012 DEPRECIATION AND AMORTIZATION REPORT  
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Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	* Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction
1	OFFICE EQUIPMENT	070106200	DB	5.00	17	4,005.			4,005.	4,005.		0.
2	FURN & FIXTURES	063010SL	SL	.000	16	10,767.			10,767.	10,767.		0.
3	FURN & FIXTURES	063010200	DB	7.00	17	2,723.			2,723.	2,723.		0.
4	FURN & FIXTURES	063010200	DB	7.00	17	2,271.			2,271.	2,271.		0.
5	COMPUTERS	070108SL	SL	5.00	16	6,400.			6,400.	4,480.		1,280.
6	FURN & FIXTURES	070108SL	SL	7.00	16	1,181.			1,181.	591.		169.
7	ELEC WATER HEATER	070108SL	SL	7.00	16	2,800.			2,800.	1,400.		400.
8	OFFICE EQUIPMENT	070108SL	SL	5.00	16	3,931.			3,931.	2,751.		786.
9	OFFICE EQUIPMENT	070109SL	SL	5.00	16	88.			88.	45.		18.
10	COMPUTERS	070109SL	SL	5.00	16	6,085.			6,085.	3,043.		1,217.
11	FURN & FIXTURES	070109SL	SL	7.00	16	2,106.			2,106.	752.		301.
12	COMPUTER	031210SL	SL	5.00	16	764.			764.	280.		153.
13	FURN & FIXTURES	040811SL	SL	7.00	16	890.			890.	95.		127.
14	FURN & FIXTURES	100711SL	SL	7.00	16	261.			261.	9.		37.
15	OFFICE EQUIPMENT	020411SL	SL	5.00	16	300.			300.	55.		60.
16	FURN & FIXTURES	041212SL	SL	7.00	16	765.			765.			82.
17	FURN & FIXTURES	051112SL	SL	7.00	16	245.			245.			23.
18	FURN & FIXTURES	090712SL	SL	7.00	16	93.			93.			4.

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(D) - Asset disposed

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

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Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	* Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction
19	FURN & FIXTURES	080312SL		7.00	16	103.			103.			6.
	* TOTAL 990-PF PG 1 DEPR					45,778.		0.	45,778.	33,267.	0.	4,663.

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PART IV - LINE 1A - CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Fund	Security Description	Trade Date	Shares	BASE - USD Sell Net Proceeds (Net Amt - Interest)	T Type	Buy Trd Dt MMDDYY	Shares/Par	ID Cost Base	STNG	Security Gain Loss: Base
PKUB	MKP CREDIT OFFSHORE LTD	100112	703 32	2,663,580 05	SELL	010110	431 012	1,540,948 50	L	91,364 29
PKUB	MKP CREDIT OFFSHORE LTD				SELL	010211	272 224	1,122,308 00	L	(91,351 28)
PKUB	MKP CREDIT OFFSHORE LTD				SELL	040111	0 023	90 56	L	(3 46)
PKUB	MKP CREDIT OFFSHORE LTD				SELL	070111	0 018	71 37	L	(3 20)
PKUB	MKP CREDIT OFFSHORE LTD				SELL	100111	0 035	138 44	S	(5 89)
PKUB	MKP CREDIT OFFSHORE LTD				SELL	010112	0 006	23 18	S	(0 46)
PKUB	OCA DEVELOPING COUNTRIES	021712	4,000,000 00	3,521,446 07	SELL	022510	2000000	2,000,000 00	L	(239,276 96)
PKUB	OCA DEVELOPING COUNTRIES				SELL	032910	1000000	1,000,000 00	L	(119,638 48)
PKUB	OCA DEVELOPING COUNTRIES				SELL	052710	1000000	1,000,000 00	L	(119,638 49)
PKUB	OCA ASHMORE EMERGING MARKETS	022812	4,700,000 00	4,749,677 00	SELL	102809	4000000	4,000,000 00	L	42,278 30
PKUB	OCA ASHMORE EMERGING MARKETS				SELL	022811	700000	700,000 00	S	7,398 70
PKUB	TACONIC OPPORTUNITY OFFSHORE	062812	376 46	456,865 96	SELL	030110	376 459	446,901 18	L	9,964 78
PKUB	TACONIC OPPORTUNITY OFFSHORE	022912	501 95	615,864 62	SELL	030110	501 947	595,870 23	L	19,994 39
PKUB	TACONIC OPPORTUNITY OFFSHORE	092712	1,129 38	1,416,425 39	SELL	030110	1129 38	1,340,707 12	L	75,718 27
PKUB	VAN ECK GLOBAL HARD ASSETS FUN	100112	29,541 23	1,668,511 32	SELL	032411	29349 364	1,660,000 00	L	(2,325 59)
PKUB	VAN ECK GLOBAL HARD ASSETS FUN				SELL	122111	31 096	1,379 42	S	376 91
PKUB	VAN ECK GLOBAL HARD ASSETS FUN				SELL	122111	160 773	7,131 90	S	1,948 68
PKUB	BRIGADE LEV CAP SERIES 200701	042512	2,506 58	3,430,428 37	SELL	010110	2504 921	3,192,410 46	L	235,746 09
PKUB	BRIGADE LEV CAP SERIES 200701				SELL	040110	0 113	148 96	L	5 69
PKUB	BRIGADE LEV CAP SERIES 200701				SELL	070110	0 294	390 45	L	11 91
PKUB	BRIGADE LEV CAP SERIES 200701				SELL	093010	0 246	331 21	L	5 46
PKUB	BRIGADE LEV CAP SERIES 200701				SELL	040111	0 403	571 62	L	(20 09)
PKUB	BRIGADE LEV CAP SERIES 200701				SELL	070111	0 01	14 29	S	(0 60)
PKUB	BRIGADE LEV CAP SERIES 200701				SELL	100111	0 591	834 36	S	(25 54)
PKUB	BRIGADE LEV CAP SERIES 200701				SELL	123111	0 003	3 88	S	0 22
				<u>18,522,798 78</u>				<u>18,610,275 13</u>		<u>(87,476 35)</u>

Summary PKUB				719,217 49				709,525 47		9,692 02
Short-term capital gain (loss)				17,803,581 29				17,900,749 66		(97,168 37)
Long-term capital gain (loss)				18,522,798 78				18,610,275 13		(87,476 35)

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PART IV - LINE 1A - CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Fund	Security Description	Trade Date	Shares	BASE - USD Sell (Net Amt - Interest)	T. Type	Buy Trd Dte MMDDYY	Shares/PA	ID Cost Base	Sec Type GNLS	Security Gain Loss: Base	Cm. Type GNLS	Currency Gain Loss: Base
PKUG	APACHE CORP	100112	1,000.00	126,502.00	SELL	040908	400	53,224.00	L	(2,623.20)	L	0.00
PKUG	APACHE CORP				SELL	041708	400	56,112.00	L	(5,511.20)	L	0.00
PKUG	APACHE CORP				SELL	071812	200	17,166.00	S	8,134.40	S	0.00
PKUG	APPLE INC	071812	50.00	30,354.56	SELL	042309	50	6,277.48	L	24,077.08	L	0.00
PKUG	APPLE INC	041012	100.00	62,906.68	SELL	042309	100	12,554.96	L	50,351.72	L	0.00
PKUG	CHEUNG KONG HLDGS UNSPON ADR	100112	3,300.00	50,584.80	SELL	071812	300	3,897.00	S	701.62	S	0.00
PKUG	CHEUNG KONG HLDGS UNSPON ADR				SELL	021811	3000	46,687.80	L	(701.62)	L	0.00
PKUG	CHUBB CORP	100112	1,300.00	77,382.80	SELL	071812	500	36,157.60	S	(6,394.98)	S	0.00
PKUG	CHUBB CORP				SELL	031910	800	41,225.20	L	6,394.98	L	0.00
PKUG	CONSOLIDATED EDISON INC	091212	800.00	48,122.04	SELL	091511	800	45,653.28	S	2,468.76	S	0.00
PKUG	DOLLAR TREE INC	071812	300.00	16,036.98	SELL	040709	300	4,406.34	L	11,630.64	L	0.00
PKUG	DOMINION RESOURCES INC/VA	043012	900.00	46,849.16	SELL	091511	900	44,339.04	S	2,510.12	S	0.00
PKUG	DUKE ENERGY CORP	043012	300.00	6,410.94	SELL	091511	300	5,819.49	S	591.45	S	0.00
PKUG	DUKE ENERGY CORP	071612	0.33	21.96	SELL	091511	0.333	19.38	S	2.58	S	0.00
PKUG	DUKE ENERGY CORP	091212	733.00	47,108.85	SELL	091511	633	36,837.39	S	3,844.60	S	0.00
PKUG	DUKE ENERGY CORP				SELL	071812	100	6,593.99	S	(167.13)	S	0.00
PKUG	FAMILY DOLLAR STORES	071812	800.00	54,878.76	SELL	122308	800	19,699.44	L	35,179.32	L	0.00
PKUG	GOLDCORP INC	100112	3,500.00	138,482.22	SELL	051712	425	14,807.38	S	2,008.32	S	0.00
PKUG	GOLDCORP INC				SELL	051712	1275	44,507.96	S	5,939.13	S	0.00
PKUG	GOLDCORP INC				SELL	111009	1800	79,166.88	L	(7,947.45)	L	0.00
PKUG	LVMH MOET HENNESSY LOUIS VUI	091212	300.00	48,819.52	SELL	062911	300	52,724.94	L	12,194.85	L	(16,100.27)
PKUG	IMPERIAL OIL LTD	071812	2,000.00	85,211.08	SELL	040708	1000	53,925.00	L	(11,319.46)	L	0.00
PKUG	IMPERIAL OIL LTD				SELL	042208	1000	60,595.00	L	(17,989.46)	L	0.00
PKUG	HENGAN INTL GROUP CO LTD	091212	10,000.00	98,722.10	SELL	022609	3800	13,965.19	L	23,550.74	L	(1.53)
PKUG	HENGAN INTL GROUP CO LTD				SELL	030209	2400	8,562.51	L	15,128.42	L	2.37
PKUG	HENGAN INTL GROUP CO LTD				SELL	022509	3800	13,870.70	L	24,078.64	L	(434.94)
PKUG	HONG KONG EXCHANGES + CLEAR	091212	2,500.00	34,965.21	SELL	090810	2500	42,201.00	L	(7,315.24)	L	79.45
PKUG	KINGDEE INTERNATIONAL SFTWR	091212	60,000.00	10,335.29	SELL	092010	3240	1,144.55	L	(587.78)	L	1.34
PKUG	KINGDEE INTERNATIONAL SFTWR				SELL	092110	3240	1,158.09	L	(601.16)	L	1.18
PKUG	KINGDEE INTERNATIONAL SFTWR				SELL	092410	3240	1,185.17	L	(627.16)	L	0.10
PKUG	KINGDEE INTERNATIONAL SFTWR				SELL	092710	6480	2,367.63	L	(1,252.50)	L	1.08
PKUG	KINGDEE INTERNATIONAL SFTWR				SELL	092210	3240	1,171.63	L	(614.07)	L	0.55
PKUG	KINGDEE INTERNATIONAL SFTWR				SELL	092810	1920	708.26	L	(377.85)	L	0.32
PKUG	KINGDEE INTERNATIONAL SFTWR				SELL	092910	4680	1,760.81	L	(955.42)	L	0.76
PKUG	KINGDEE INTERNATIONAL SFTWR				SELL	093010	6480	2,529.05	L	(1,415.63)	L	2.79

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PKUG	KINGDEE INTERNATIONAL SFTWR	SELL	100510	3240	1,338.45	L	(780.66)	L	0.32				
PKUG	KINGDEE INTERNATIONAL SFTWR	SELL	100610	600	248.31	L	(144.98)	L	0.02				
PKUG	KINGDEE INTERNATIONAL SFTWR	SELL	100710	3240	1,308.66	L	(750.29)	L	(0.26)				
PKUG	KINGDEE INTERNATIONAL SFTWR	SELL	100810	1920	754.96	L	(424.51)	L	0.28				
PKUG	KINGDEE INTERNATIONAL SFTWR	SELL	101210	1680	662.13	L	(373.07)	L	0.33				
PKUG	KINGDEE INTERNATIONAL SFTWR	SELL	101310	1320	517.60	L	(290.52)	L	0.30				
PKUG	KINGDEE INTERNATIONAL SFTWR	SELL	101110	840	339.56	L	100.91	L	(295.78)				
PKUG	KINGDEE INTERNATIONAL SFTWR	SELL	101410	1320	539.23	L	(312.11)	L	0.26				
PKUG	KINGDEE INTERNATIONAL SFTWR	SELL	101510	3240	1,327.07	L	(769.52)	L	0.56				
PKUG	KINGDEE INTERNATIONAL SFTWR	SELL	101810	960	387.35	L	(222.13)	L	0.14				
PKUG	KINGDEE INTERNATIONAL SFTWR	SELL	101910	1080	429.18	L	(243.41)	L	0.27				
PKUG	KINGDEE INTERNATIONAL SFTWR	SELL	102010	1200	483.08	L	(276.85)	L	0.48				
PKUG	KINGDEE INTERNATIONAL SFTWR	SELL	102110	1200	488.00	L	(281.84)	L	0.55				
PKUG	KINGDEE INTERNATIONAL SFTWR	SELL	102210	5640	2,432.67	L	(1,464.11)	L	2.92				
PKUG	FAST RETAILING CO LTD	SELL	091212	300.00	69,971.62	SELL	020212	300	60,743.56	S	10,569.77	S	(1,341.71)
PKUG	NATIONAL OILWELL VARCO INC	SELL	100112	1,900.00	123,604.54	SELL	021012	700	58,304.54	S	(12,766.03)	S	0.00
PKUG	NATIONAL OILWELL VARCO INC	SELL	100112	400	74,775.04	SELL	071812	400	27,500.00	S	(1,477.99)	S	0.00
PKUG	NATIONAL OILWELL VARCO INC	SELL	100112	800	37,800.00	L	14,244.02	L	0.00				
PKUG	NESTLE SA SPONS ADR	SELL	010810	800	38,416.00	L	4,312.59	L	0.00				
PKUG	NESTLE SA SPONS ADR	SELL	071812	600	36,359.04	S	(4,312.59)	S	0.00				
PKUG	NEWMONT MINING CORP	SELL	081011	700	39,112.43	S	(4,047.63)	S	0.00				
PKUG	LUK FOOK HOLDINGS INTL LTD	SELL	060612	6,000.00	11,956.72	SELL	050411	6,000	22,533.19	L	(10,605.80)	L	29.33
PKUG	TSINGTAO BREWERY CO LTD H	SELL	091212	8,000.00	44,439.25	SELL	090810	4,000	22,291.87	L	(114.21)	L	41.97
PKUG	TSINGTAO BREWERY CO LTD H	SELL	090910	4,000	22,384.96	L	(208.35)	L	43.01				
PKUG	QUALCOMM INC	SELL	100112	2,300.00	127,866.66	SELL	071812	300	16,809.00	S	(130.74)	S	0.00
PKUG	QUALCOMM INC	SELL	040711	900	48,149.10	L	1,885.68	L	0.00				
PKUG	QUALCOMM INC	SELL	042611	1,100	62,908.56	L	(1,754.94)	L	0.00				
PKUG	QUALITY SYSTEMS INC	SELL	071012	989.00	25,215.72	SELL	041210	969	31,685.52	L	(6,469.80)	L	0.00
PKUG	QUALITY SYSTEMS INC	SELL	071112	431.00	11,283.92	SELL	041210	431	14,093.36	L	(2,809.44)	L	0.00
PKUG	ROSS STORES INC	SELL	100112	1,600.00	70,853.42	SELL	071812	400	27,980.00	S	(10,266.65)	S	0.00
PKUG	ROSS STORES INC	SELL	021711	1,200	42,873.42	L	10,266.65	L	0.00				
PKUG	SAN JUAN BASIN ROYALTY TR	SELL	071812	800.00	12,866.51	SELL	091109	800	14,167.96	L	(1,300.85)	L	0.00
PKUG	SOUTHERN CO/THE	SELL	100112	1,900.00	75,630.30	SELL	010810	1,000	32,771.40	L	7,034.02	L	0.00
PKUG	SOUTHERN CO/THE	SELL	071812	900	42,858.90	S	(7,034.02)	S	0.00				
PKUG	SOUTHERN CO/THE	SELL	010810	200	6,554.28	L	2,485.51	L	0.00				
PKUG	SUNCOR ENERGY INC	SELL	060512	1,000.00	27,199.88	SELL	010810	1,000	37,870.00	L	(10,670.12)	L	0.00
PKUG	TJX COMPANIES INC	SELL	092112	900.00	40,606.90	SELL	102209	600	11,884.71	L	15,186.56	L	0.00
PKUG	TJX COMPANIES INC	SELL	102309	300	6,004.52	L	7,531.11	L	0.00				
PKUG	US TREASURY N/B	SELL	122211	200,000	197,398.40	SELL	122211	200,000	201,586.00	S	(4,187.60)	S	0.00

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PART IV - LINE 1A - CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

PKUG	US TREASURY N/B	041112	200,000 00	200,320 40	SELL	122111	200000	200,437 60	S	(117 20)	S	0 00
PKUG	VALE SA SP ADR	071812	2,600 00	49,632 88	SELL	010810	1200	38,184 00	L	(15,276 52)	L	0 00
PKUG	VALE SA SP ADR				SELL	110210	1400	46,283 86	L	(19,558 46)	L	0 00
PKUG	WANT WANT CHINA UNSPON ADR	071812	1,000 00	58,815 98	SELL	040109	1000	23,281 80	L	35,534 18	L	0 00
PKUG	TENCENT HOLDINGS LTD	091212	1,900 00	60,816 34	SELL	010611	1900	44,096 84	L	16,610 89	L	108 61
PKUG	GOLDEN EAGLE RETAIL GROUP	091212	16,000 00	32,186 00	SELL	081110	700	1,737 57	L	(331 67)	L	2 24
PKUG	GOLDEN EAGLE RETAIL GROUP				SELL	081210	1100	2,704 32	L	(496 28)	L	4 75
PKUG	GOLDEN EAGLE RETAIL GROUP				SELL	081310	1900	4,696 64	L	(883 03)	L	8 48
PKUG	GOLDEN EAGLE RETAIL GROUP				SELL	081610	1900	4,691 49	L	(880 84)	L	11 44
PKUG	GOLDEN EAGLE RETAIL GROUP				SELL	081910	1900	4,678 72	L	(866 04)	L	9 41
PKUG	GOLDEN EAGLE RETAIL GROUP				SELL	082010	900	2,206 67	L	(402 25)	L	6 04
PKUG	GOLDEN EAGLE RETAIL GROUP				SELL	082310	700	1,690 60	L	(286 96)	L	4 50
PKUG	GOLDEN EAGLE RETAIL GROUP				SELL	082410	900	2,178 14	L	(373 70)	L	6 02
PKUG	GOLDEN EAGLE RETAIL GROUP				SELL	082510	700	1,693 06	L	(289 70)	L	4 78
PKUG	GOLDEN EAGLE RETAIL GROUP				SELL	082610	1100	2,737 97	L	(533 43)	L	8 25
PKUG	GOLDEN EAGLE RETAIL GROUP				SELL	082710	1100	2,791 27	L	(586 92)	L	8 44
PKUG	GOLDEN EAGLE RETAIL GROUP				SELL	090110	1900	5,011 87	L	(1,202 97)	L	13 19
PKUG	GOLDEN EAGLE RETAIL GROUP				SELL	090210	1200	3,108 34	L	(700 92)	L	6 51
PKUG	AAC TECHNOLOGIES HOLDINGS IN	091212	14,000 00	49,700 10	SELL	120110	6700	18,906 49	L	4,845 40	L	33 16
PKUG	AAC TECHNOLOGIES HOLDINGS IN				SELL	120210	4100	11,686 03	L	2,848 88	L	20 12
PKUG	AAC TECHNOLOGIES HOLDINGS IN				SELL	120310	3200	9,176 02	L	2,175 48	L	8 52
								<u>2,392,940.12</u>		<u>170,740.06</u>		<u>(17,699.35)</u>

Summary- PKUG								2,239,899.41		170,740.06		(17,699.35)
Short-term capital gain (loss)	952,016.06							967,489.58		(14,131.81)		(1,341.71)
Long-term capital gain (loss)	1,440,924.06							1,272,409.83		184,871.87		(16,357.64)
	<u>2,392,940.12</u>							<u>2,239,899.41</u>		<u>170,740.06</u>		<u>(17,699.35)</u>

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PART IV - LINE 1C & D - CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Fund	Security Description	Trans Type	Trade Date	Shares	BASE - USD Sell Net Proceeds: (Net Amt - Interest)	T_Type	Buy Trf Dr MID/DT	Share/Pr	ID Cost Base	GNLS	Security Gain Loss: Base
PKUN	ABB LTD SPON ADR	SELL	053012	1,000.00	16,129.63	SELL	072709	1000	17,550.00 L		(1,420.37)
PKUN	ABB LTD SPON ADR	SELL	060412	1,000.00	15,459.65	SELL	072709	500	8,775.00 L		(1,045.17)
PKUN	ABB LTD SPON ADR	SELL	021712	1,300.00	71,394.71	SELL	081309	500	9,355.00 L		(1,625.18)
PKUN	ABBOTT LABORATORIES	SELL	021712	1,300.00	71,394.71	SELL	033109	400	19,327.96 L		2,639.64
PKUN	ABBOTT LABORATORIES	SELL	100112	400.00	131,979.98	SELL	040709	400	17,212.00 L		4,755.61
PKUN	ABBOTT LABORATORIES	SELL	100112	400.00	131,979.98	SELL	112807	500	28,270.00 L		(810.50)
PKUN	APPLE INC	SELL	053012	500.00	25,169.43	SELL	012612	100	44,543.00 S		(11,548.01)
PKUN	APPLE INC	SELL	062712	1,000.00	30,546.31	SELL	090810	200	52,375.98 L		13,614.01
PKUN	APPLE INC	SELL	053012	500.00	25,169.43	SELL	042911	100	35,061.00 L		(2,066.00)
PKUN	BANK OF NOVA SCOTIA	SELL	053012	500.00	25,169.43	SELL	090809	500	20,935.00 L		4,234.43
PKUN	CENOVUS ENERGY INC	SELL	062712	1,000.00	30,546.31	SELL	081309	500	12,757.90 L		2,515.26
PKUN	CENOVUS ENERGY INC	SELL	053012	500.00	35,744.19	SELL	091009	500	13,364.17 L		1,908.98
PKUN	CHUBB CORP	SELL	053012	500.00	35,744.19	SELL	091609	500	24,780.00 L		10,964.19
PKUN	CHUBB CORP	SELL	060412	300.00	21,002.52	SELL	101409	300	15,396.00 L		5,606.52
PKUN	GANNETT CO	SELL	053012	1,000.00	12,779.71	SELL	032912	1000	14,830.00 S		(2,050.29)
PKUN	HECLA MINING CO	SELL	053012	2,000.00	8,757.80	SELL	111808	100	128.00 L		309.89
PKUN	HECLA MINING CO	SELL	060412	3,000.00	12,779.71	SELL	111908	3000	3,840.00 L		8,939.71
PKUN	HECLA MINING CO	SELL	060512	2,000.00	8,916.79	SELL	111908	2000	2,560.00 L		6,356.79
PKUN	HECLA MINING CO	SELL	051812	300.00	23,879.46	SELL	111908	1900	2,432.00 L		5,887.91
PKUN	MCKESSON CORP	SELL	100112	2,700.00	196,206.45	SELL	100609	300	17,518.50 L		6,360.96
PKUN	MCKESSON CORP	SELL	100112	2,700.00	196,206.45	SELL	041112	1000	87,910.00 S		(15,240.95)
PKUN	MCKESSON CORP	SELL	053012	500.00	10,789.75	SELL	031611	500	38,405.00 L		(2,070.47)
PKUN	MCKESSON CORP	SELL	053012	500.00	10,789.75	SELL	100609	700	40,876.50 L		9,991.84
PKUN	MCKESSON CORP	SELL	053012	500.00	10,789.75	SELL	102809	500	29,014.95 L		7,319.58
PKUN	MYLAN INC	SELL	053012	500.00	10,789.75	SELL	031612	500	11,365.00 S		(575.25)
PKUN	NOVARTIS AG ADR	SELL	060412	500.00	25,754.42	SELL	111207	500	25,900.00 L		(145.58)
PKUN	PEPSICO INC	SELL	030112	500.00	31,244.43	SELL	071509	100	5,689.00 L		599.89
PKUN	PEPSICO INC	SELL	042012	500.00	24,939.44	SELL	072709	400	22,452.00 L		2,543.54
PKUN	PETSMART INC	SELL	060412	400.00	25,021.43	SELL	092109	500	10,515.00 L		14,424.44
PKUN	PETSMART INC	SELL	100112	1,600.00	74,213.00	SELL	030112	500	27,325.00 S		(4,133.44)
PKUN	PETSMART INC	SELL	092109	400.00	25,021.43	SELL	090810	500	17,210.00 L		5,981.56
PKUN	PETSMART INC	SELL	012612	10.00		SELL	092109	100	2,103.00 L		2,535.31
PKUN	PETSMART INC	SELL	012612	10.00		SELL	041112	500	27,575.00 S		(4,383.43)
PKUN	SK TELECOM CO LTD ADR	SELL	031512	1,000.00	13,609.75	SELL	082510	1000	15,949.90 L		(2,340.15)
Total Equity					816,318.56				731,713.86		84,604.70
PKUN	INTL BUSINESS MACHINES CORP J	XW	012112	10.00		XW	112911	10		S	1,889.96
PKUN	CVS CAREMARK CORP FEB12 40 CA	BB	012612	10.00		BB	112911	10		S	(1,990.02)

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PART IV - LINE 1C & D - CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

PKUN	CHUBB CORP JAN12 70 CALL	BB	012012	10 00	BB	112911	10	S	(470 02)
PKUN	PETSMART INC APR12 50 CALL	BB	041212	5 00	BB	112911	5	S	(2,390 02)
PKUN		AP	042012	5 00					
PKUN	PETSMART INC APR12 50 CALL	BB	042012	5 00	BB	112911	5	S	(23,769 47)
PKUN	APR12 50 CALL	ZB	41019	(5 00)	ZB	41019		S	23,769 47
PKUN	CSX CORP MAY12 22 5 CALL	XW	051912	20 00	XW	112911	20	S	2,639 94
PKUN	ABBOTT LABORATORIES FEB12 55	BB	012612	10 00	BB	112911	10	S	249 98
PKUN		AP	021712	13 00					
PKUN		AP	021712	13 00					
PKUN		AP	021712	13 00					
PKUN	ABBOTT LABORATORIES FEB12 55	XW	021812	13 00	XW	112911	13	S	1,169 97
PKUN	FEB12 55 CALL	ZE	40957	(13 00)	ZE	40957		S	(1,169 97)
PKUN	CENOVUS ENERGY INC JUN12 35 C	XW	061612	10 00	XW	012612	10	S	3,379 93
PKUN	CHEVRON CORP JUN12 115 CALL	XW	061612	15 00	XW	012612	15	S	2,929 89
PKUN	GILEAD SCIENCES INC MAY12 49	BB	050912	15 00	BB	012612	15	S	567 42
PKUN	MCKESSON CORP MAY12 80 CALL	BB	041212	7 00	BB	012612	7	S	(6,316 64)
PKUN	MCKESSON CORP MAY12 80 CALL	BB	051812	3 00	BB	012612	3	S	(23,056 88)
PKUN	MCKESSON CORP MAY12 80 CALL	XW	051912	3 00	XW	012612	3	S	822 58
PKUN	MCKESSON CORP MAY12 80 CALL	XW	051912	3 00	XW	012612	3	S	822 58
PKUN	MCKESSON CORP MAY12 80 CALL	XW	051912	3 00	XW	012612	3	S	822 58
PKUN	MCKESSON CORP MAY12 80 CALL	XW	051912	3 00	XW	012612	3	S	822 58
PKUN	MAY12 80 CALL	ZB	41047	(3 00)	ZB	41047		S	23,056 88
PKUN	MAY12 80 CALL	ZE	41048	(3 00)	ZE	41048		S	(822 58)
PKUN	MAY12 80 CALL	ZE	41048	(3 00)	ZE	41048		S	(822 58)
PKUN	MAY12 80 CALL	ZE	41048	(3 00)	ZE	41048		S	(822 58)
PKUN	SCRIPPS NETWORKS INTER CL A D	BB	051712	10 00	BB	051512	10	S	(23 73)
Total Options									1,289 27

Summary PKUN	175,616.63	213,548.00	(37,931.37)
Short-term capital gain (loss)	640,701.93	518,165.86	122,536.07
Long-term capital (loss)			1,289 27
Options	816,318 56	731,713 86	85,893 97

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PART IV - LINE 1E - CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Fund	Security Description	Trade Date	Shares	BASE - USD Sell Net Proceeds: (Net Amt - Interest)	T_Type	Buy TrdDt MMDDYY	Shares/Par	ID Cost-Base	Adjusted G/Ls	Security Gain Loss: Base	Curr. G/Ls	Type
PKVQ	AMERCO	100112	775.00	45,791.60	SELL	090109	420	18,949.86	L	5,866.23	L	L
PKVQ	AMERCO				SELL	121511	225	18,434.14	S	(5,139.80)	S	S
PKVQ	AMERCO				SELL	092011	34	2,258.65	L	(249.73)	L	L
PKVQ	AMERCO				SELL	092111	66	4,265.00	L	(365.33)	L	L
PKVQ	AMERCO				SELL	092911	30	1,883.95	L	(111.37)	L	L
PKVQ	ASSISTED LIVING CONCEPTS I A	080812	1,940.00	14,072.05	SELL	122109	1940	24,888.94	L	(10,816.89)	L	L
PKVQ	ASSISTED LIVING CONCEPTS I A	090612	1,510.00	11,800.98	SELL	122109	510	6,542.97	L	(2,557.21)	L	L
PKVQ	ASSISTED LIVING CONCEPTS I A				SELL	111510	1000	15,955.25	L	(8,140.03)	L	L
PKVQ	ASSISTED LIVING CONCEPTS I A	080812	970.00	7,090.35	SELL	122109	970	12,444.47	L	(5,354.12)	L	L
PKVQ	ATLAS AIR WORLDWIDE HOLDINGS	100112	2,970.00	124,616.61	SELL	121211	410	15,781.19	S	1,421.78	S	S
PKVQ	ATLAS AIR WORLDWIDE HOLDINGS				SELL	081811	192	7,924.32	L	131.70	L	L
PKVQ	ATLAS AIR WORLDWIDE HOLDINGS				SELL	082211	65	2,702.48	L	24.82	L	L
PKVQ	ATLAS AIR WORLDWIDE HOLDINGS				SELL	083011	79	3,783.78	L	(469.06)	L	L
PKVQ	ATLAS AIR WORLDWIDE HOLDINGS				SELL	082911	31	1,449.55	L	(148.84)	L	L
PKVQ	ATLAS AIR WORLDWIDE HOLDINGS				SELL	090211	182	8,557.48	L	(921.04)	L	L
PKVQ	ATLAS AIR WORLDWIDE HOLDINGS				SELL	090111	251	12,482.11	L	(1,960.54)	L	L
PKVQ	ATLAS AIR WORLDWIDE HOLDINGS				SELL	090611	182	7,904.01	L	(267.57)	L	L
PKVQ	ATLAS AIR WORLDWIDE HOLDINGS				SELL	090711	10	452.79	L	(33.21)	L	L
PKVQ	ATLAS AIR WORLDWIDE HOLDINGS				SELL	090811	54	2,451.41	L	(185.65)	L	L
PKVQ	ATLAS AIR WORLDWIDE HOLDINGS				SELL	090911	24	1,050.70	L	(43.70)	L	L
PKVQ	ATLAS AIR WORLDWIDE HOLDINGS				SELL	091211	17	737.63	L	(24.34)	L	L
PKVQ	ATLAS AIR WORLDWIDE HOLDINGS				SELL	091311	32	1,430.84	L	(88.17)	L	L
PKVQ	ATLAS AIR WORLDWIDE HOLDINGS				SELL	091411	8	359.38	L	(23.71)	L	L
PKVQ	ATLAS AIR WORLDWIDE HOLDINGS				SELL	091511	122	5,714.41	L	(595.48)	L	L
PKVQ	ATLAS AIR WORLDWIDE HOLDINGS				SELL	091611	12	562.90	L	(59.40)	L	L
PKVQ	ATLAS AIR WORLDWIDE HOLDINGS				SELL	091911	36	1,631.49	L	(120.99)	L	L
PKVQ	ATLAS AIR WORLDWIDE HOLDINGS				SELL	092011	113	5,020.60	L	(279.29)	L	L
PKVQ	ATLAS AIR WORLDWIDE HOLDINGS				SELL	092111	57	2,246.66	L	144.97	L	L
PKVQ	ATLAS AIR WORLDWIDE HOLDINGS				SELL	092111	233	8,922.59	L	853.73	L	L
PKVQ	ATLAS AIR WORLDWIDE HOLDINGS				SELL	111511	251	9,618.02	S	913.55	S	S
PKVQ	ATLAS AIR WORLDWIDE HOLDINGS				SELL	111611	207	8,050.23	S	635.17	S	S
PKVQ	ATLAS AIR WORLDWIDE HOLDINGS				SELL	111611	118	4,598.60	S	352.50	S	S
PKVQ	ATLAS AIR WORLDWIDE HOLDINGS				SELL	111711	284	11,173.44	S	742.76	S	S
PKVQ	CABOT OIL + GAS CORP	012312	61.00	3,989.39	SELL	031511	61	2,836.79	S	1,152.60	S	S
PKVQ	CABOT OIL + GAS CORP	012712	340.00	11,123.39	SELL	031511	340	7,905.82	S	3,217.57	S	S
PKVQ	CABOT OIL + GAS CORP	012412	190.00	12,156.07	SELL	031511	190	8,835.91	S	3,320.16	S	S
PKVQ	CABOT OIL + GAS CORP	012312	249.00	16,258.73	SELL	031511	249	11,578.69	S	4,679.04	S	S

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PKVQ	CABOT OIL + GAS CORP	011912	220 00	14,186 93	SELL	052510	220	6,784 71	L	7,402 22	L
PKVQ	CABOT OIL + GAS CORP	011212	260 00	17,642 14	SELL	091409	260	9,658 24	L	7,983 90	L
PKVQ	CABOT OIL + GAS CORP	011712	370 00	24,310 27	SELL	091409	290	10,772 66	L	8,281 34	L
PKVQ	CABOT OIL + GAS CORP				SELL	052510	80	2,467 17	L	2,789 10	L
PKVQ	CABOT OIL + GAS CORP	012012	500 00	30,613 16	SELL	052510	110	3,392 36	L	3,342 54	L
PKVQ	CABOT OIL + GAS CORP				SELL	052810	230	7,521 53	L	6,560 52	L
PKVQ	CABOT OIL + GAS CORP				SELL	031511	160	7,440 77	S	2,355 44	S
PKVQ	CASEY S GENERAL STORES INC	100112	2,050 00	65,151 35	SELL	090109	1620	45,442 30	L	6,043 16	L
PKVQ	CASEY S GENERAL STORES INC				SELL	061512	10	530 69	S	(212 88)	S
PKVQ	CASEY S GENERAL STORES INC				SELL	062212	100	5,482 39	S	(2,304 28)	S
PKVQ	CASEY S GENERAL STORES INC				SELL	012611	320	13,695 97	L	(3,526 00)	L
PKVQ	COMMONWEALTH REIT	082312	2,560 00	38,251 17	SELL	021511	970	26,936 12	L	(12,442 51)	L
PKVQ	COMMONWEALTH REIT				SELL	022411	234	6,453 09	L	(2,956 69)	L
PKVQ	COMMONWEALTH REIT				SELL	022411	72	1,984 32	L	(908 51)	L
PKVQ	COMMONWEALTH REIT				SELL	022811	414	11,985 47	L	(5,799 54)	L
PKVQ	COMMONWEALTH REIT				SELL	030811	870	23,719 33	L	(10,719 91)	L
PKVQ	COMMONWEALTH REIT	080912	310 00	4,998 20	SELL	021511	310	8,608 45	L	(3,610 25)	L
PKVQ	COMMONWEALTH REIT	081412	130 00	2,044 29	SELL	021511	130	3,610 00	L	(1,565 71)	L
PKVQ	COMMONWEALTH REIT	081012	80 00	1,270 95	SELL	021511	80	2,221 54	L	(950 59)	L
PKVQ	DENBURY RESOURCES INC	052412	1,190 00	18,071 88	SELL	090109	1190	17,629 26	L	442 62	L
PKVQ	DENBURY RESOURCES INC	060412	1,190 00	16,896 07	SELL	090109	529 732	7,847 71	L	(326 37)	L
PKVQ	DENBURY RESOURCES INC				SELL	030210	660 288	7,118 63	L	2,256 10	L
PKVQ	DENBURY RESOURCES INC	062612	1,030 00	13,955 22	SELL	030210	1030	11,104 87	L	2,850 35	L
PKVQ	DISCOVER FINANCIAL SERVICES	051012	210 00	7,037 17	SELL	042610	210	3,397 21	L	3,639 96	L
PKVQ	DISCOVER FINANCIAL SERVICES	062212	1,710 00	57,665 89	SELL	042610	750	12,132 90	L	13,159 16	L
PKVQ	DISCOVER FINANCIAL SERVICES				SELL	042710	960	15,017 67	L	17,356 16	L
PKVQ	FAMILY DOLLAR STORES	061912	360 00	26,181 63	SELL	071410	360	13,313 88	L	12,867 75	L
PKVQ	FAMILY DOLLAR STORES	062712	610 00	41,940 16	SELL	073010	190	7,852 17	L	5,211 16	L
PKVQ	FAMILY DOLLAR STORES				SELL	012611	420	18,219 56	L	10,657 27	L
PKVQ	FAMILY DOLLAR STORES	062612	630 00	44,481 47	SELL	071610	70	2,673 64	L	2,268 75	L
PKVQ	FAMILY DOLLAR STORES				SELL	073010	560	23,143 23	L	16,395 85	L
PKVQ	FAMILY DOLLAR STORES	062212	1,170 00	82,345 21	SELL	071410	420	15,532 86	L	14,026 96	L
PKVQ	FAMILY DOLLAR STORES				SELL	071510	430	16,229 79	L	14,033 83	L
PKVQ	FAMILY DOLLAR STORES				SELL	071610	320	12,222 33	L	10,299 44	L
PKVQ	FIFTH THIRD BANCORP	100112	8,450 00	97,080 90	SELL	120309	780	8,232 98	L	728 33	L
PKVQ	FIFTH THIRD BANCORP				SELL	120709	1910	19,889 79	L	2,053 94	L
PKVQ	FIFTH THIRD BANCORP				SELL	120809	1980	20,448 85	L	2,299 10	L
PKVQ	FIFTH THIRD BANCORP				SELL	012710	900	10,872 81	L	(532 83)	L
PKVQ	FIFTH THIRD BANCORP				SELL	062112	1650	21,592 23	S	(2,635 60)	S
PKVQ	FIFTH THIRD BANCORP				SELL	072511	1230	16,044 24	L	(1,912 94)	L

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PKVQ		061312	610 00	18,401 82	SELL	090109	610	6,503 70	L	11,898 12	L
PKVQ	FOOT LOCKER INC	061512	1,080 00	32,182 41	SELL	090109	1080	11,514 74	L	20,667 67	L
PKVQ	FOOT LOCKER INC	040912	1,090 00	33,704 22	SELL	090109	1090	11,621 36	L	22 082 86	L
PKVQ	KAISER ALUMINUM CORP	100112	3,070 00	117,982 58	SELL	112811	490	21,031 24	S	(2,200 15)	S
PKVQ	KAISER ALUMINUM CORP				SELL	090109	1230	40,442 77	L	6,827 12	L
PKVQ	KAISER ALUMINUM CORP				SELL	060210	220	8,242 50	L	212 28	L
PKVQ	KAISER ALUMINUM CORP				SELL	060710	440	15,198 30	L	1,711 26	L
PKVQ	KAISER ALUMINUM CORP				SELL	102710	90	3,887 47	L	(428 70)	L
PKVQ	KAISER ALUMINUM CORP				SELL	012611	230	10,977 92	L	(2,138 83)	L
PKVQ	KAISER ALUMINUM CORP				SELL	032311	22	1,068 24	L	(222 76)	L
PKVQ	KAISER ALUMINUM CORP				SELL	032311	24	1,168 68	L	(246 34)	L
PKVQ	KAISER ALUMINUM CORP				SELL	032511	324	15,965 46	L	(3,513 88)	L
PKVQ	KAISER ALUMINUM CORP				SELL	090109	4170	99,886 92	L	(350 91)	L
PKVQ	LEUCADIA NATIONAL CORP	100112	4,850 00	115,767 30	SELL	122311	680	15,880 38	S	350 91	S
PKVQ	LEUCADIA NATIONAL CORP				SELL	050712	63	1,646 44	S	(221 75)	S
PKVQ	MATSON INC	090512	820 00	18,543 63	SELL	051012	277	6,866 68	S	(602 55)	S
PKVQ	MATSON INC				SELL	051612	41	1,021 50	S	(94 32)	S
PKVQ	MATSON INC				SELL	051612	176	4,389 18	S	(409 08)	S
PKVQ	MATSON INC				SELL	051712	263	6,425 37	S	(477 84)	S
PKVQ	MATSON INC	071712	950 00	23,321 40	SELL	041112	480	11,553 63	S	229 81	S
PKVQ	MATSON INC				SELL	041912	440	11,087 26	S	(285 77)	S
PKVQ	MATSON INC				SELL	050712	26	672 43	S	(34 16)	S
PKVQ	MATSON INC				SELL	050712	4	104 54	S	(6 34)	S
PKVQ	ONEOK INC	013012	230 00	19,263 82	SELL	090109	230	7,666 72	L	11,577 10	L
PKVQ	ONEOK INC	020312	245 00	19,921 22	SELL	090109	245	8,188 02	L	11,733 20	L
PKVQ	ONEOK INC	012412	230 00	20,126 11	SELL	090109	230	7,686 71	L	12,439 40	L
PKVQ	ONEOK INC	012012	240 00	21,081 45	SELL	090109	240	8,020 92	L	13,060 53	L
PKVQ	ONEOK INC	011712	290 00	25,620 10	SELL	090109	290	9,691 95	L	15,928 15	L
PKVQ	J C PENNEY CO INC	042412	1,290 00	42,968 80	SELL	012811	60	1,937 68	L	60 87	L
PKVQ	J C PENNEY CO INC				SELL	020211	700	21,739 97	L	1,576 43	L
PKVQ	J C PENNEY CO INC				SELL	021111	330	11,958 90	L	(966 88)	L
PKVQ	J C PENNEY CO INC				SELL	040811	200	7,447 46	L	(785 63)	L
PKVQ	J C PENNEY CO INC	041612	1,330 00	44,915 35	SELL	012711	770	25,217 50	L	786 12	L
PKVQ	J C PENNEY CO INC				SELL	012811	580	18,084 97	L	826 76	L
PKVQ	J C PENNEY CO INC	030112	450 00	17,512 29	SELL	012711	450	14,737 50	L	2,774 79	L
PKVQ	J C PENNEY CO INC	043012	1,323 00	47,860 43	SELL	040811	100	3,723 73	L	(106 16)	L
PKVQ	J C PENNEY CO INC				SELL	081211	137	3,608 62	S	1,347 45	S
PKVQ	J C PENNEY CO INC				SELL	081511	126	3,378 64	S	1,179 50	S
PKVQ	J C PENNEY CO INC				SELL	081611	373	9,905 46	S	3,588 07	S
PKVQ	J C PENNEY CO INC				SELL	081711	157	4,067 21	S	1,612 37	S

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PKVQ	J C PENNEY CO INC	SELL	092011	430	11,919.60	S	3,635.94	S
PKVQ	PLUM CREEK TIMBER CO	SELL	112811	480	16,849.44	S	(2,558.33)	S
PKVQ	PLUM CREEK TIMBER CO	SELL	090109	3600	104,625.00	L	2,558.33	L
PKVQ	RANGE RESOURCES CORP	SELL	030110	110	5,619.30	L	380.33	L
PKVQ	RANGE RESOURCES CORP	SELL	030410	190	9,462.55	L	900.46	L
PKVQ	RANGE RESOURCES CORP	SELL	030410	250	12,450.73	L	1,048.41	L
PKVQ	RANGE RESOURCES CORP	SELL	030910	140	7,183.78	L	375.74	L
PKVQ	SL GREEN REALTY CORP	SELL	090109	320	10,627.71	L	14,833.44	L
PKVQ	SCHNITZER STEEL INDS INC A	SELL	090109	1200	64,196.89	L	(4,956.12)	L
PKVQ	SCHNITZER STEEL INDS INC A	SELL	042712	800	31,907.92	S	7,585.92	S
PKVQ	SCHNITZER STEEL INDS INC A	SELL	060211	290	16,946.32	L	(2,629.80)	L
PKVQ	TECH DATA CORP	SELL	072010	380	14,371.64	L	3,368.98	L
PKVQ	TECH DATA CORP	SELL	072710	10	408.99	L	57.87	L
PKVQ	TECH DATA CORP	SELL	071210	430	16,358.62	L	3,958.16	L
PKVQ	TECH DATA CORP	SELL	071610	400	15,292.12	L	3,607.21	L
PKVQ	TECH DATA CORP	SELL	072010	30	1,134.60	L	282.85	L
PKVQ	ULTRA PETROLEUM CORP	SELL	010810	370	19,596.79	L	(10,122.75)	L
PKVQ	ULTRA PETROLEUM CORP	SELL	011410	240	12,641.02	L	(6,485.70)	L
PKVQ	ULTRA PETROLEUM CORP	SELL	012110	190	9,780.65	L	(4,915.60)	L
PKVQ	ULTRA PETROLEUM CORP	SELL	050710	240	10,399.18	L	(4,253.86)	L
PKVQ	ULTRA PETROLEUM CORP	SELL	061710	380	19,148.77	L	(9,418.88)	L
PKVQ	ULTRA PETROLEUM CORP	SELL	012611	390	17,944.68	S	(7,958.54)	S
PKVQ	VAIL RESORTS INC	SELL	090109	2640	82,510.82	L	5,044.13	L
PKVQ	VAIL RESORTS INC	SELL	042612	630	25,937.92	S	(5,044.13)	S
PKVQ	WHITE MOUNTAINS INSURANCE GP	SELL	090109	13	4,029.11	L	2,593.47	L
					<u>1,987,862.50</u>		<u>231,657.91</u>	
					<u>1,756,204.59</u>			

Summary PKVQ					340,058.05		8,135.03	
Short-term capital gain (loss)					1,416,146.54		223,522.88	
Long-term capital gain (loss)					<u>1,756,204.59</u>		<u>231,657.91</u>	



# 2012 TAX REPORTING STATEMENT

THE RIDGEFIELD FOUNDATION

Account No. 666-169892 Customer Service: 212-588-3257  
Recipient ID No. 13-6093563 Payer's Fed ID Number: 04-3523567

## FORM 1099-B

2012 Proceeds from Broker and Barter Exchange Transactions

Copy B for Recipient: OMB No. 1545-0715

Short-term transactions for which basis is reported to the IRS --report on Form 8949 with Box A checked and/or Schedule D, Part I  
(This Label is a Substitute for Boxes 1c & 6)

(IRS Form 1099-B box numbers are shown below in bold type)

8 Description, 1d Stock or Other Symbol, CUSIP	1a Date of Sale or Exchange	1b Date of Acquisition	1e Quantity Sold	2a Sales Price of Stocks, Bonds, etc. (a)	3 Cost or Other Basis (b)	Gain/Loss (-)	5 Wash Sale Loss Disallowed	4 Federal Income Tax Withheld	13 State Tax Withheld	16 State Tax Withheld
AMGEN INC, AMGN, 031162100										
Cash In Lieu	12/18/12	12/07/12	0.442	39.56	39.10	0.46				
APPLE INC, AAPL, 037833100										
Cash In Lieu	12/18/12	11/15/12	0.463	240.22	251.60	-11.38				
TJX COMPANIES INC, TJX, 872540109										
Cash In Lieu	12/18/12	11/29/12	0.700	30.53	30.32	0.21				
<b>TOTALS</b>				<b>310.31</b>	<b>321.02</b>					<b>0.00</b>
Box A Short-Term Realized Gain						0.67				
Box A Short-Term Realized Loss						-11.38				
Box A Wash Sale Loss Disallowed							0.00			

This is important tax information and is being furnished to the Internal Revenue Service. If you are required to file a return, a negligence penalty or other sanction may be imposed on you if this income is taxable and the IRS determines that it has not been reported.



# 2012 TAX REPORTING STATEMENT

Account No. 656-169692 Customer Service: 212-588-3257  
Recipient ID No. 13-6093563 Payer's Fed ID Number. 04-3523567

THE RIDGEFIELD FOUNDATION

## FORM 1099-B 2012 Proceeds from Broker and Barter Exchange Transactions

Copy B to Recipient OMB No. 1545-0715

Short-term transactions for which basis is not reported to the IRS -- report on Form 8949 with Box B checked and/or Schedule D, Part I (i)

(This Label is a Substitute for Boxes 1c & 6)

(IRS Form 1099-B box numbers are shown below in bold type)

### 8 Description, 1d Stock or Other Symbol, CUSIP

Action	1a Date of Sale or Exchange	1b Date of Acquisition	1e Quantity Sold	2a Sales Price of Stocks, Bonds, etc. (a)	3 Cost or Other Basis (b)	Gain/Loss (-)	5 Wash Sale Loss Disallowed	4 Federal Income Tax Withheld	13 State Tax Withheld	15 State Tax Withheld
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ABBOTT LABORATORIES, ABT, 002824100

Cash In Lieu 12/18/12 07/18/12 0.628 40.95 41.66 -0.71

BRISTOL MYERS SQUIBB, BMY, 110122108

Cash In Lieu 12/18/12 07/18/12 0.294 9.64 10.59 -0.95

CITIGROUP INC COM NEW, C, 172967424

Cash In Lieu 12/18/12 04/03/12 0.779 30.50 28.24 2.26

COCA COLA CO, KO, 191216100

Cash In Lieu 12/18/12 07/18/12 0.119 4.46 4.58 -0.12 0.12

INTEL CORP, INTC, 458140100

Cash In Lieu 12/18/12 04/30/12 0.283 5.82 8.05 -2.23 2.23

MCDONALDS CORP, MCD, 580135101

Sale 11/09/12 07/13/12 500.000 42,345.13 46,157.65 -3,812.52

Sale 11/09/12 07/18/12 500.000 42,345.12 46,094.05 -3,748.93

**Subtotals 84,690.26 92,261.70 (c)**

MICROSOFT CORP, MSFT, 594918104

Cash In Lieu 12/18/12 04/30/12 0.992 26.86 31.77 -4.89 4.89

PARKER HANNIFIN CORP, PH, 701094104

Cash In Lieu 12/18/12 02/01/12 0.039 3.26 3.23 0.03

SAN JUAN BASIN RTY TR UNIT BEN INT, SJT, 798241105

Sale 12/24/12 11/15/12 14.566 182.99 196.53 -13.54

This is important tax information and is being furnished to the Internal Revenue Service. If you are required to file a return, a negligence penalty or other sanction may be imposed on you if this income is taxable and the IRS determines that it has not been reported.



# 2012 TAX REPORTING STATEMENT

THE RIDGEFIELD FOUNDATION

Account No. 886-169892 Customer Service: 212-568-3257  
Recipient ID No. 13-8093663 Payer's Fed ID Number: 04-3523567

## FORM 1099-B

### 2012 Proceeds from Broker and Barter Exchange Transactions

OMB No. 1545-0735

Short-term transactions for which basis is not reported to the IRS -- report on Form 8949 with Box B checked and/or Schedule D, Part I (i)  
(This Label is a Substitute for Boxes 1c & 6)

(IRS Form 1099-B box numbers are shown below in bold type)

8 Description, 1d Stock or Other Symbol, CUSIP	1a Date of Sale or Exchange	1b Date of Acquisition	1e Quantity Sold	2a Sales Price of Stocks, Bonds, etc. (a)	3 Cost or Other Basis (b)	6 Wash Sale Loss Disallowed	4 Federal Income Tax Withheld	13 State Tax Withheld
SOUTHERN CO, SO, 842587107								
Cash In Lieu 12/18/12	12/18/12	07/18/12	0.543	23.75	25.86	-2.11		2.11
<b>TOTALS</b>				<b>85,018.50</b>	<b>92,602.21(c)</b>			<b>0.00</b>
Box B Short-Term Realized Gain				2.29				
Box B Short-Term Realized Loss				-7,886.00				
Box B Wash Sale Loss Disallowed								9.35

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# 2012 TAX REPORTING STATEMENT

THE RIDGEFIELD FOUNDATION

Account No. 666-169692 Customer Service: 212-588-3257  
Recipient ID No. 13-6093663 Payer's Fed ID Number: 04-3523567

**FORM 1099-B** 2012 Proceeds from Broker and Barter Exchange Transactions Copy B for Recipient OMB NO. 1545-0716  
Long-term transactions for which basis is reported to the IRS --report on Form 8949 with Box A checked and/or Schedule D, Part II  
This Label is a Substitute for Boxes 1c & 6)

(IRS Form 1099-B box numbers are shown below in bold type)

3 Description, 1d Stock or Other Symbol, CUSIP	1a Date of Sale or Exchange	1b Date of Acquisition	1e Quantity Sold	2a Sales Price of Stocks, Bonds, etc. (a)	3 Cost or Other Basis (b)	6 Wash Sale Loss Disallowed	4 Federal Income Tax Withheld	13 State Tax Withheld
OLD CORP INC COM NPVISIN #CA3809564097 S, GG, 380956409	12/19/12	11/10/09	0.423	15.41	20.17(h)	-4.76		
<b>TOTALS</b>				15.41	20.17		0.00	0.00
Box A Long-Term Realized Gain							0.00	
Box A Long-Term Realized Loss						-4.76		
Box A Wash Sale Loss Disallowed								0.00

This information is important tax information and is being furnished to the Internal Revenue Service. If you are required to file a return, a negligence penalty or other sanction may be imposed on you if your income is taxable and the IRS determines that it has not been reported.



# 2012 TAX REPORTING STATEMENT

Account No. 856-168882 Customer Service: 212-588-3257  
 Recipient ID No. 13-8093663 Payer's Fed ID Number: 04-3523567

## FORM 1099-B\* 2012 Proceeds from Broker and Barter Exchange Transactions

Copy B for Recipient OMB NO 1545-0715

Long-term transactions for which basis is not reported to the IRS -- report on Form 8949 with Box B checked and/or Schedule D, Part II (i)

(This Label is a Substitute for Boxes 1c & 6)

(IRS Form 1099-B box numbers are shown below in bold type)

8 Description, 1d Stock or Other Symbol, CUSIP	1a Date of Sale or Exchange	1b Date of Acquisition	1e Quantity Sold	2a Sales Price of Stocks, Bonds, etc. (a)	3 Cost or Other Basis (b)	Gain/Loss (-)	6 Wash Sale Disallowed	4 Federal Income Tax Withheld	13 State Tax Withheld
<b>APACHE CORP, APA, 037411105</b>									
Cash in Lieu	12/18/12	04/17/08	0.260	20.14	36.47	-16.33	16.33		
<b>DOLLAR TREE INC COM, DLTR, 256746108</b>									
Sale	10/03/12	04/07/09	500.000	23,601.52	7,343.90	16,257.62			
<b>FAMILY DOLLAR STORES INC, FDO, 307000109</b>									
Sale	12/19/12	12/23/08	600.000	38,755.38	14,774.58	23,980.80			
<b>GOLDCORP INC COM NPV ISIN #CA3809564097 S, GG, 380956409</b>									
Cash in Lieu	12/18/12	11/10/09	0.423	15.64	18.60	-2.96	2.96		
Sale	12/19/12	11/10/09	1,199.577	43,703.66	52,759.32	-9,055.66	21.67		
<b>Subtotals</b>				<b>43,719.30</b>	<b>62,777.92 (c)</b>				
<b>MCMORAN EXPLORATION CO, MMR, 582411104</b>									
Sale	12/07/12	01/05/11	800.000	12,262.61	14,188.64	-1,926.03			
Sale	12/07/12	01/06/11	1,800.000	27,590.87	32,011.56	-4,420.69			
Sale	12/07/12	01/07/11	500.000	7,664.13	8,833.70	-1,169.57			
Sale	12/07/12	08/11/11	1,100.000	16,861.09	14,429.47	2,431.62			
<b>Subtotals</b>				<b>64,378.70</b>	<b>69,463.37 (c)</b>				
<b>OSISKO MINING CORP COM NPV ISIN #CA68827, OSKFF, 688278100</b>									
Sale	12/19/12	09/11/09	2,500.000	19,075.09	19,146.97	-71.88			
Sale	12/19/12	02/11/10	1,300.000	9,919.05	10,727.82	-808.77			
<b>Subtotals</b>				<b>28,994.14</b>	<b>29,874.79 (c)</b>				

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# 2012 TAX REPORTING STATEMENT

THE RIDGEFIELD FOUNDATION  
Account No 666-169892 Customer Service 212-588-3257  
Recipient ID No 13-6093563 Payer's Fed ID Number 04-3523567

## FORM 1099-B 2012 Proceeds from Broker and Barter Exchange Transactions

Copy B for Recipient OMB NO 1545-0715

Long-term transactions for which basis is not reported to the IRS -- report on Form 8949 with Box B checked and/or Schedule D, Part II (f)  
(This label is a Substitute for Boxes 1c & 6)

(IRS Form 1099-B box numbers are shown below in bold type)

8 Description, 1d Stock or Other Symbol, CUSIP	1a Date of Sale or Exchange	1b Date of Acquisition	1e Quantity Sold	2a Sales Price of Stocks, Bonds, etc. (a)	3 Cost or Other Basis (b)	Gain/Loss (-)	6 Wash Sale Disallowed	4 Federal Income Tax Withheld	13 State Tax Withheld
<b>SAN JUAN BASIN RTY TR UNIT BEN INT, SJT, 798241105</b>									
Cash In Lieu	12/18/12	09/11/09	0.883	11.19	15.64	-4.45	1.60		
Sale	12/24/12	09/11/09	3,599.117	45,215.42	63,737.48	-18,522.06			
Sale	12/24/12	09/11/09	0.317	3.98	5.64(h)	-1.66			
<b>Subtotals</b>				<b>46,230.89</b>	<b>63,768.76 (c)</b>				
<b>SPDR GOLD TR GOLD SHS, GLD, 78463V107</b>									
Principal	10/09/12	05/27/09	0.000	46.77	25.51	21.26			
Principal	11/19/12	05/27/09	0.000	43.19	24.14	19.05			
Principal	12/11/12	05/27/09	0.000	40.83	23.10	17.73			
<b>Subtotals</b>				<b>130.79</b>	<b>72.75 (c)</b>				
<b>TOTALS</b>				<b>244,830.56</b>	<b>238,102.54 (c)</b>			<b>0.00</b>	
				<b>Box B Long-Term Realized Gain</b>		<b>42,728.08</b>			
				<b>Box B Long-Term Realized Loss</b>		<b>-36,000.06</b>			
				<b>Box B Wash Sale Loss Disallowed</b>			<b>42.56</b>		

For any transaction listed on Form 1099-B in a section indicating that "basis is reported to the IRS", we are reporting to the IRS 1c type of gain or loss (i.e. short-term or long-term). 6 basis reported to IRS, 8 Description, 1d Stock or other symbol, the CUSIP number, and columns 1a, 1b, 1e, 2a and 2b, 3, 4, 5, 13, 14 and 15. We are not reporting to the IRS: the Action, the Gain / Loss, and all subtotals and totals

For any transaction listed on Form 1099-B in a section indicating that "basis is NOT reported to the IRS", we are reporting to the IRS: 6 Noncovered security 8 Description, 1d Stock or other symbol, the CUSIP number, and columns 1a, 1e, 2a and 2b, 4, 13, 14 and 15. We are not reporting to the IRS: 1c type of gain or loss (i.e. short-term or long-term), the Action, the Gain / Loss, columns 1b, 3, 5, and all subtotals and totals.

Although Fidelity makes every effort to provide accurate information, please bear in mind that you, the taxpayer, are ultimately responsible for the accuracy of your tax returns.

This is important tax information and is being furnished to the Internal Revenue Service. If you are required to file a return, a negligence penalty or other sanction may be imposed on you if this income is taxable and the IRS determines that it has not been reported.



# 2012 TAX REPORTING STATEMENT

THE RIDGEFIELD FOUNDATION

Account No. 866-169883 Customer Service: 212-588-3257  
Recipient ID No. 13-8093563 Payer's Fed ID Number: 04-3523567

## FORM 1099-B

### 2012 Proceeds from Broker and Barter Exchange Transactions

Short-term transactions for which basis is not reported to the IRS -- report on Form 8949 with Box B checked and/or Schedule D, Part I (i)  
(This Label is a Substitute for Boxes 1c & 6)

(IRS Form 1099-B box numbers are shown below in bold type)

8 Description, 1d Stock or Other Symbol, CUSIP

Action	1a Date of Sale or Exchange	1b Date of Acquisition	1e Quantity Sold	2a Sales Price of Stocks, Bonds, etc. (a)	3 Cost or Other Basis (b)	Gain/Loss (-)	6 Wash Sale Loss Disallowed	4 Federal Income Tax Withheld	13 State Tax Withheld	15 State Tax Withheld
FIFTH THIRD BANCORP, FITB, 316773100										
Sale	12/27/12	06/21/12	1,650,000	24,711.09	21,592.23	3,118.86				
PLEXUS CORP, PLXS, 729132100										
Sale	11/07/12	08/14/12	230,000	4,628.90	7,001.15	-2,372.25				
Sale	11/07/12	08/14/12	320,000	6,440.22	9,783.46	-3,343.24				
Sale	11/07/12	08/21/12	460,000	9,257.81	12,973.43	-3,715.62				
<b>Subtotals</b>				<b>20,328.93</b>	<b>29,768.04 (c)</b>					
<b>TOTALS</b>				<b>45,038.02</b>	<b>51,350.27 (c)</b>					<b>0.00</b>

Box B Short-Term Realized Gain 3,118.86  
 Box B Short-Term Realized Loss -9,431.11  
 Box B Wash Sale Loss Disallowed 0.00

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# 2012 TAX REPORTING STATEMENT

THE RIDGEFIELD FOUNDATION

Account No. 666-189693 Customer Service: 212-588-3257  
Recipient ID No. 13-6093663 Payer's Fed ID Number: 04-3523567

## FORM 1099-B

### 2012 Proceeds from Broker and Barter Exchange Transactions

Long-term transactions for which basis is not reported to the IRS --report on Form 8949 with Box B checked and/or Schedule D, Part II (i)  
(This Label is a Substitute for Boxes 1c & 6)

(IRS Form 1099-B box numbers are shown below in bold type)

8 Description, 1d Stock or Other Symbol, CUSIP	1a Date of Sale or Exchange	1b Date of Acquisition	1e Quantity Sold	2a Sales Price of Stocks, Bonds, etc. (a)	3 Cost or Other Basis (b)	Gain/Loss (-)	6 Wash Sale Loss Disallowed	4 Federal Income Tax Withheld	13 State Tax Withheld	15 State Tax Withheld
<b>ATLAS AIR WORLDWIDE HOLDINGS INC COM NEW, AAWW, 049164205</b>										
Sale	12/21/12	08/18/11	192.000	8,467.78	7,924.32	543.46				
Sale	12/21/12	08/22/11	65.000	2,866.70	2,702.48	164.22				
Sale	12/21/12	08/29/11	31.000	1,367.19	1,449.55	-82.36				
Sale	12/21/12	08/30/11	79.000	3,484.14	3,783.78	-299.64				
Sale	12/21/12	09/01/11	251.000	11,069.85	12,492.11	-1,422.26				
Sale	12/21/12	09/02/11	132.000	5,821.59	6,206.52	-384.93				
<b>Subtotals</b>				<b>33,077.25</b>	<b>34,658.76 (c)</b>					
<b>DENBURY RES INC DEL COM USD0.001, DNR, 247916208</b>										
Sale	10/18/12	03/02/10	1,020.000	16,853.90	10,997.05	5,856.85				
Sale	10/22/12	03/02/10	700.000	11,129.15	7,546.99	3,582.16				
Sale	10/25/12	03/02/10	700.000	10,751.71	7,547.00	3,204.71				
Sale	10/31/12	03/02/10	768.000	11,659.77	8,280.13	3,379.64				
<b>Subtotals</b>				<b>50,394.63</b>	<b>34,371.17 (c)</b>					
<b>FIFTH THIRD BANCORP, FITB, 316773100</b>										
Sale	10/18/12	12/03/09	780.000	11,790.95	8,232.98	3,557.97				
Sale	10/18/12	12/07/09	1,280.000	19,349.25	13,329.28	6,019.97				
Sale	10/22/12	12/07/09	630.000	9,485.11	6,560.51	2,924.60				
Sale	10/22/12	12/08/09	860.000	12,947.92	8,881.82	4,066.10				
Sale	10/25/12	12/08/09	1,120.000	16,403.71	11,567.03	4,836.68				
Sale	10/25/12	01/27/10	570.000	8,348.31	6,886.11	1,462.20				
Sale	11/05/12	01/27/10	330.000	4,712.63	3,986.70	725.93				

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# 2012 TAX REPORTING STATEMENT

THE RIDGEFIELD FOUNDATION

Account No. 886-168683 Customer Service: 212-588-3257  
Recipient ID No. 13-8093863 Payer's Fed ID Number: 04-3523567

## FORM 1099-B 2012 Proceeds from Broker and Barter Exchange Transactions

Long-term transactions for which basis is not reported to the IRS -- report on Form 8949 with Box B checked and/or Schedule D, Part II (i)  
(This Label is a Substitute for Boxes 1c & 6)

(IRS Form 1099-B box numbers are shown below in bold type)

8 Description, 1d Stock or Other Symbol, CUSIP	1a Date of Sale or Exchange	1b Date of Acquisition	1e Quantity Sold	2a Sales Price of Stocks, Bonds, etc. (a)	3 Cost or Other Basis (b)	Gain/Loss (-)	6 Wash Sale Loss Disallowed	4 Federal Income Tax Withheld	13 State Tax Withheld	15 State Tax Withheld
<b>FIFTH THIRD BANCORP, FITB, 316773100</b>										
Sale	11/05/12	07/25/11	430.000	6,140.71	5,608.96	531.75				
Sale	12/27/12	07/25/11	800.000	11,981.13	10,435.28	1,545.85				
<b>Subtotals</b>				<b>101,159.72</b>	<b>76,488.67 (c)</b>					
<b>SPIRIT AEROSYSTEMS HLDGS INC CL A, SPR, 848574109</b>										
Sale	10/25/12	08/24/10	810.000	13,808.56	15,295.55	-1,486.99				
Sale	10/25/12	08/31/10	800.000	13,638.08	15,590.80	-1,952.72				
Sale	10/25/12	09/09/10	920.000	15,683.79	18,162.82	-2,479.03				
Sale	10/25/12	10/14/10	930.000	15,854.27	20,171.79	-4,317.52				
Sale	10/25/12	10/28/10	480.000	8,182.84	10,244.74	-2,061.90				
Sale	12/21/12	10/28/10	100.000	1,608.55	2,134.32	-525.77				
Sale	12/21/12	11/04/10	200.000	3,217.11	3,772.40	-555.29				
<b>Subtotals</b>				<b>71,993.20</b>	<b>85,372.42 (c)</b>					

<b>TOTALS</b>				<b>256,624.70</b>	<b>229,791.02(c)</b>					
										<b>0.00</b>
										<b>0.00</b>
										<b>0.00</b>

**Box B Long-Term Realized Gain** 42,402.09

**Box B Long-Term Realized Loss** -15,568.41

**Box B Wash Sale Loss Disallowed** 0.00

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# 2012 TAX REPORTING STATEMENT

THE RIDGEFIELD FOUNDATION

Account No. 666-169894 Customer Service: 212-598-3257  
Recipient ID No. 13-6083563 Payer's Fed ID Number: 04-3523567

**FORM 1099-B** 2012 Proceeds from Broker and Barter Exchange Transactions Copy B for Recipient OMB NO. 1545-0715

**Short-term transactions for which basis is not reported to the IRS** --report on Form 8949 with Box B checked and/or Schedule D, Part I (i)  
(This Label is a Substitute for Boxes 1c & 6)

(IRS Form 1099-B box numbers are shown below in bold type)

8 Description, 1d Stock or Other Symbol, CUSIP	1a Date of Sale or Exchange	1b Date of Acquisition	1e Quantity Sold	2a Sales Price of Stocks, Bonds, etc. (a)	3 Cost or Other Basis (b)	Gain/Loss (-)	5 Wash Sale Loss Disallowed	4 Federal Income Tax Withheld	13 State Tax Withheld	16 State Tax Withheld
MYLAN INC, MYL, 628530107										
Sale	10/15/12	03/16/12	1,500.000	35,875.59	34,095.00	1,780.59				
<b>TOTALS</b>				<b>35,875.59</b>	<b>34,095.00(c)</b>	<b>1,780.59</b>		<b>0.00</b>		<b>0.00</b>
Box B Short-Term Realized Gain										
Box B Short-Term Realized Loss										
Box B Wash Sale Loss Disallowed										

This is important tax information and is being furnished to the Internal Revenue Service. If you are required to file a return, a negligence penalty or other sanction may be imposed on you if this income is taxable and the IRS determines that it has not been reported.



# 2012 TAX REPORTING STATEMENT

Account No. **686-169694** Customer Service: 212-588-3257  
 Recipient ID No. **13-6093563** Payer's Fed ID Number: 04-3523567

**FORM 1099-B** 2012 Proceeds from Broker and Barter Exchange Transactions Copy B for Recipient OMB NO. 1545-0715

Long-term transactions for which basis is not reported to the IRS --report on Form 8949 with Box B checked and/or Schedule D, Part II (i)  
 (This Label is a Substitute for Boxes 1c & 6)

(IRS Form 1099-B box numbers are shown below in bold type)

8 Description, 1d Stock or Other Symbol, CUSIP	1a Date of Sale or Exchange	1b Date of Acquisition	1e Quantity Sold	2a Sales Price of Stocks, Bonds, etc. (a)	3 Cost or Other Basis (b)	Gain/Loss (-)	6 Wash Sale Loss Disallowed	4 Federal Income Tax Withheld	13 State Tax Withheld
<b>ABB LTD ADR EACH REPR 1 CHF2.50(SPON), ABB, 000375204</b>									
Sale	10/15/12	08/13/03	1,500,000	28,423.31	28,065.00	358.31			
Sale	10/23/12	08/20/09	1,000,000	18,958.27	18,450.00	508.27			
Sale	10/23/12	05/03/11	500,000	9,479.14	13,295.00	-3,815.86			
<b>Subtotals</b>				<b>56,860.72</b>	<b>59,810.00 (c)</b>				
<b>C S X CORP, CSX, 128408103</b>									
Sale	10/19/12	09/08/10	1,100,000	23,189.90	19,990.67	3,199.23			
Sale	10/19/12	03/16/11	400,000	8,432.69	10,006.67	-1,573.98			
Sale	10/23/12	03/16/11	500,000	10,579.01	12,508.33	-1,929.32			
<b>Subtotals</b>				<b>42,201.60</b>	<b>42,505.67 (c)</b>				
<b>MCKESSON CORP, MCK, 58155Q103</b>									
Sale	10/23/12	10/06/09	200,000	17,966.54	11,679.00	6,287.54			
<b>MICROSOFT CORP, MSFT, 594918104</b>									
Sale	10/19/12	07/08/09	1,000,000	28,802.90	22,639.90	6,163.00			
<b>TOTALS</b>				<b>145,831.76</b>	<b>136,634.57(c)</b>				
									<b>0.00</b>
									<b>16,616.35</b>
									<b>-7,319.16</b>
									<b>0.00</b>

Box B Long-Term Realized Gain  
 Box B Long-Term Realized Loss  
 Box B Wash Sale Loss Disallowed

This is important tax information and is being furnished to the Internal Revenue Service. If you are required to file a return, a negligence penalty or other sanction may be imposed on you if this income is taxable and the IRS determines that it has not been reported.

THE RIDGEFIELD FOUNDATION 13-6093563

2012

PART XV - LINE 3A GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

RECIPIENTS	ADDRESS	IF RECIPIENT IS AN INDIVIDUAL, SHOW ANY RELATIONSHIP TO ANY FOUNDATION MANAGER OR SUBSTANTIAL CONTRIBUTOR	FOUNDATION STATUS OF RECIPIENT	AMOUNT	PURPOSE OF GRANT OR CONTRIBUTION
Ability Beyond Disability	4 Berkshire Boulevard, Bethel, CT 06801	N/A	Public	\$ 150,000	Relief of disadvantage
Aldrich Museum	258 Main Street, Ridgefield, CT 06877	N/A	Public	90,000	Museum and cultural
American Folk Art Museum	1865 Broadway - 11th Floor, New York, NY 10023-7205	N/A	Public	50,000	Museum and cultural
Bar-Ilan University	160 East 56th Street - 5th Floor, New York, NY 10022	N/A	Public	125,000	Education
Beth Israel Medical Center	First Avenue at 16th Street, New York, NY 10003	N/A	Public	100,000	Medical clinical
Beth Israel Medical Center	First Avenue at 16th Street, New York, NY 10003	N/A	Public	10,000	Medical clinical
Boys Town Jerusalem Foundation	12 W 31st Street, Suite 300, New York, NY 10001	N/A	Public	75,000	Children's program
Cancer Support Community of Southern Connecticut	P O Box 320963, Fairfield, CT 06825	N/A	Public	25,000	Medical clinical
Clark University	950 Main Street, Worcester, MA 01610-1477	N/A	Public	300,000	Education
Disability Rights Fund	89 South Street-Suite 203, Boston, MA 02111-2670	N/A	Public	10,000	Relief of disadvantage
Fondation Leitzbuegger Kannerduerf	Rue Hermann Gmeiner 10, L-7534, Luxembourg	N/A	Public	15,000	Relief of disadvantage
Friends of Yad Sarah	450 Park Avenue, Suite 3201, New York, NY 10022	N/A	Public	50,000	Relief of disadvantage
Georgetown University	305 N ICC, Washington, DC 20057	N/A	Public	100,000	Education
Hadassah	50 West 58th Street, New York, NY 10019	N/A	Public	225,000	Medical clinical
Hebrew University, Inc	1 Battery Park Plaza, 25th Fl., New York, NY 10004-1405	N/A	Public	50,000	Education
Israel Museum	500 Fifth Avenue, Suite 2450, New York, NY 10110	N/A	Public	200,000	Museum and cultural
Jacob's Pillow	P O Box 287, Lee, MA 01238	N/A	Public	75,000	Museum and cultural
Jerusalem Foundation	420 Lexington Avenue, New York, NY 10170	N/A	Public	150,000	Museum and cultural
Jerusalem Foundation	420 Lexington Avenue, New York, NY 10170	N/A	Public	125,000	Museum and cultural
Jewish Museum	1109 Fifth Avenue, New York, NY 10022	N/A	Public	125,000	Museum and cultural
Lower East Side Tenement Museum	91 Orchard Street, New York, NY 10002	N/A	Public	750	Museum and cultural
Luxembourg American Chamber of Commerce	17 Beekman Avenue, New York, NY 10022	N/A	Public	10,000	Museum and cultural
92nd Street "y"	1395 Lexington Avenue, New York, NY 10128	N/A	Public	1,500	Museum and cultural
92nd Street "y"	1395 Lexington Avenue, New York, NY 10128	N/A	Public	75,000	Museum and cultural
Rambam Health Care Campus	521 Fifth Avenue-Suite 1723, New York, NY 10175	N/A	Public	150,000	Medical clinical
RefugePoint	689 Massachusetts Avenue-2nd Floor, Somerville, MA 02139	N/A	Public	75,000	Relief of disadvantage
Ridgefield Visiting Nurse Association	90 East Ridge, Ridgefield, CT 06877	N/A	Public	20,000	Medical clinical
Sanctuary for Families	P O Box 1406 - Wall Street Station, New York, NY 1026-1406	N/A	Public	100,000	Relief of disadvantage
Selfhelp Community Services	520 Eighth Avenue, New York, NY 10018	N/A	Public	75,000	Relief of disadvantage
SNACK & Friends, Inc	220 East 86th Street, New York, NY 10028	N/A	Public	12,500	Children's program
Stanley M Isaacs Neighborhood Center	415 East 93rd Street, New York, NY 10128-6904	N/A	Public	50,000	Relief of disadvantage
Tanenbaum Center for Interreligious Understanding	254 West 31st Street, 7th Floor, New York, NY 10001	N/A	Public	50,000	Interreligious Understanding
Tufts University	160 Packard Avenue, Medford, MA 02155	N/A	Public	750,000	Education
Weizmann Institute of Science	633 Third Avenue-20th Floor, New York, NY 10017	N/A	Public	75,000	Medical clinical
WNYC Radio	160 Varick Street, New York, NY 10013	N/A	Public	20,000	Museum and cultural

TOTAL: \$ 3,514,750

## Application for Extension of Time To File an Exempt Organization Return

OMB No. 1545-1709

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

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

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

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

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

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

<b>Type or print</b>	Name of exempt organization or other filer, see instructions.  <b>THE RIDGEFIELD FOUNDATION</b>	Employer identification number (EIN) or  <b>13-6093563</b>
File by the due date for filing your return. See instructions.	Number, street, and room or suite no. If a P.O. box, see instructions. <b>570 LEXINGTON AVENUE, 33RD FLOOR</b>	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. <b>NEW YORK, NY 10022</b>	

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

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

**ARTHUR S. HOFFMAN**

• The books are in the care of ▶ **570 LEXINGTON AVENUE, 33RD FLOOR - NEW YORK, NY 10022**  
 Telephone No. ▶ **212-750-9330** FAX No. ▶ \_\_\_\_\_

- If the organization does not have an office or place of business in the United States, check this box
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) \_\_\_\_\_. If this is for the whole group, check this box . If it is for part of the group, check this box  and attach a list with the names and EINs of all members the extension is for.

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

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

<b>3a</b> If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	<b>3a</b>	\$	40,146.
<b>b</b> If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	<b>3b</b>	\$	10,146.
<b>c Balance due.</b> Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	<b>3c</b>	\$	30,000.

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

LHA For Privacy Act and Paperwork Reduction Act Notice, see instructions.

Form **8868** (Rev. 1-2013)

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box  **X**
- Note.** Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.
- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1).

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

Enter filer's identifying number, see instructions

<b>Type or print</b>	Name of exempt organization or other filer, see instructions <b>THE RIDGEFIELD FOUNDATION</b>	Employer identification number (EIN) or <b>13-6093563</b>
File by the due date for filing your return See instructions	Number, street, and room or suite no. If a P.O. box, see instructions <b>570 LEXINGTON AVENUE, 33RD FLOOR</b>	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. <b>NEW YORK, NY 10022</b>	

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

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

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

**ARTHUR S. HOFFMAN**

- The books are in the care of  **570 LEXINGTON AVENUE, 33RD FLOOR - NEW YORK, NY 10022**  
Telephone No.  **212-750-9330** FAX No.
- If the organization does not have an office or place of business in the United States, check this box
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) \_\_\_\_\_ . If this is for the whole group, check this box  . If it is for part of the group, check this box  and attach a list with the names and EINs of all members the extension is for.

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

**5** For calendar year **2012**, or other tax year beginning \_\_\_\_\_, and ending \_\_\_\_\_.

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

**7** State in detail why you need the extension  
**AN ATTEMPT TO OBTAIN INFORMATION NECESSARY FOR FILLING A RETURN WAS REQUESTED IN A TIMELY FASHION, BUT THE INFORMATION WAS NOT FURNISHED IN SUFFICIENT TIME TO PERMIT THE TIMELY FILING OF THE RETURN.**

<b>8a</b> If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	<b>8a</b>	\$	40,146.
<b>b</b> If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	<b>8b</b>	\$	40,146.
<b>c</b> <b>Balance due.</b> Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	<b>8c</b>	\$	0.

**Signature and Verification must be completed for Part II only.**

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

Signature  Title  **PRESIDENT** Date