Form **990-PF**
Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052
2012
Open to public Inspection

For calendar year 2012 or tax year beginning , and ending

Name of foundation: CHARLES H. REVSON FOUNDATION, INC.

A Employer identification number: 13-6126105

Number and street (or P O box number if mail is not delivered to street address): 55 EAST 59TH STREET

Room/suite: 23 FL

B Telephone number: 212-935-3340

City or town, state, and ZIP code: NEW YORK, NY 10022-1112

C If exemption application is pending, check here ▶ [ ]

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

D 1. Foreign organizations, check here ▶ [ ]

2 Foreign organizations meeting the 85% test, check here and attach computation ▶ [ ]

H Check type of organization: [X] Section 501(c)(3) exempt private foundation [ ] Section 4947(a)(1) nonexempt charitable trust [ ] Other taxable private foundation

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶$ 154,372,208.

J Accounting method: [ ] Cash [X] Accrual [ ] Other (specify) (Part I, column (d) must be on cash basis.)

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

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc, received			N/A	
	2 Check ▶ [X] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	5,013.	5,013.		Statement 1
	4 Dividends and interest from securities	2,311,274.	3,764,790.		Statement 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	3,999,099.			
	b Gross sales price for all assets on line 6a 7,093,803.				
	7 Capital gain net income (from Part IV, line 2)		3,389,482.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income	773,161.	2,651,663.		Statement 3
	12 **Total.** Add lines 1 through 11	7,088,547.	9,810,948.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	370,863.	8,107.		362,756.
	14 Other employee salaries and wages	616,030.	117,486.		498,545.
	15 Pension plans, employee benefits	241,261.	31,506.		259,590.
	16a Legal fees Stmt 4	1,075.	607.		376.
	b Accounting fees Stmt 5	26,500.	18,550.		7,950.
	c Other professional fees Stmt 6	1,710,543.	1,943,469.		19,492.
	17 Interest				
	18 Taxes Stmt 7	-103.	0.		0.
	19 Depreciation and depletion	112,092.	14,460.		
	20 Occupancy	115,599.	14,911.		106,546.
	21 Travel, conferences, and meetings	60,762.	5,304.		47,595.
	22 Printing and publications				
	23 Other expenses Stmt 8	104,615.	8,719.		93,080.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	3,359,237.	2,163,119.		1,395,930.
	25 Contributions, gifts, grants paid	4,699,044.			6,164,436.
	26 **Total expenses and disbursements.** Add lines 24 and 25	8,058,281.	2,163,119.		7,560,366.
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-969,734.			
	b **Net investment income** (if negative, enter -0-)		7,647,829.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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223501 12-05-12 LHA **For Paperwork Reduction Act Notice, see instructions.** Form **990-PF** (2012)

14181017 788682 1268 2012.04020 CHARLES H. REVSON FOUNDATIO 1268___1

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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	1,624,590.	4,426,237.	4,426,237.
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶ 82.			
	Less allowance for doubtful accounts ▶	705.	82.	82.
	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	296,876.	362,455.	362,455.
	10a Investments - U S and state government obligations			
	b Investments - corporate stock			
	c Investments - corporate bonds Stmt 10	2,994,054.	1,628,233.	1,628,233.
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other Stmt 11	137,507,073.	143,494,412.	143,494,412.
	14 Land, buildings, and equipment basis ▶ 3,238,551.			
	Less accumulated depreciation ▶ 2,663,824.	686,819.	574,727.	574,727.
	15 Other assets (describe ▶ Statement 12)	5,212,910.	3,886,062.	3,886,062.
	16 **Total assets** (to be completed by all filers)	148,323,027.	154,372,208.	154,372,208.
Liabilities	17 Accounts payable and accrued expenses	139,888.	102,620.	
	18 Grants payable	4,506,267.	3,054,129.	
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶ Statement 13)	475,488.	598,736.	
	23 **Total liabilities** (add lines 17 through 22)	5,121,643.	3,755,485.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ [X] and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted	143,201,384.	150,616,723.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ [ ] and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg , and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 **Total net assets or fund balances**	143,201,384.	150,616,723.	
	31 **Total liabilities and net assets/fund balances**	148,323,027.	154,372,208.	

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	143,201,384.
2	Enter amount from Part I, line 27a	2	-969,734.
3	Other increases not included in line 2 (itemize) ▶ See Statement 9	3	8,385,073.
4	Add lines 1, 2, and 3	4	150,616,723.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	150,616,723.

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	7,093,803.		3,704,321.	3,389,482.

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

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				
b				
c				
d				
e				3,389,482.

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 — 3,389,482.

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	8,630,362.	151,998,336.	.056779
2010	7,675,374.	146,983,472.	.052219
2009	6,847,515.	136,415,678.	.050196
2008	8,378,303.	170,349,640.	.049183
2007	4,076,364.	186,422,926.	.021866

2	**Total** of line 1, column (d)	2	.230243
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	.046049
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	149,115,175.
5	Multiply line 4 by line 3	5	6,866,605.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	76,478.
7	Add lines 5 and 6	7	6,943,083.
8	Enter qualifying distributions from Part XII, line 4	8	7,560,366.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate
See the Part VI instructions

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

1a Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ______ (attach copy of letter if necessary-see instructions) b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☒ and enter 1% of Part I, line 27b c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		1	76,478.
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	76,478.
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	76,478.
6 Credits/Payments			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a 313,449.		
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments Add lines 6a through 6d		7	313,449.
8 Enter any **penalty** for underpayment of estimated tax Check here ☐ 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	236,971.
11 Enter the amount of line 10 to be **Credited to 2013 estimated tax** ▶	236,971. Refunded ▶	11	0.

Part VII-A Statements Regarding Activities

		Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?	1b		X
If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c Did the foundation file **Form 1120-POL** for this year?	1c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ 0. **(2)** On foundation managers ▶ $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		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*	3		X
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a	X	
b If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		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?	6	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.*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ NY			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	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*	9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ WWW.REVSONFOUNDATION.ORG

14 The books are in care of ▶ CHARLES H. REVSON FOUNDATION Telephone no ▶212-935-3340
Located at ▶55 EAST 59TH STREET, NEW YORK, NY ZIP+4 ▶10022-1112

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

			Yes	No
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	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.

			Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? ☐ Yes ☒ No			
	If "Yes," list the years ▶ ______ , ______ , ______ , ______			
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) N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ ______ , ______ , ______ , ______			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.)* N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b		X

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 [X] 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 [X] No		
(3) Provide a grant to an individual for travel, study, or other similar purposes?	Yes [X] 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 [X] 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 [X] 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)?	N/A	5b	
Organizations relying on a current notice regarding disaster assistance check here	▶ [ ]		
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A	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 [X] No		
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b	X (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 [X] No		
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A	7b	

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

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

(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 14		370,863.	43,339.	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
AZADE ARDALI - 55 EAST 59TH STREET, NEW YORK, NY 10022	CHIEF FIN. & ADMIN. OFFICER 45.00	199,971.	42,371.	0.
NESSA RAPOPORT - 55 EAST 59TH STREET, NEW YORK, NY 10022	SR. PROGRAM OFFICER 36.25	157,657.	35,100.	0.
KAREN YU - 55 EAST 59TH STREET, NEW YORK, NY 10022	CONTROLLER 30.00	89,500.	26,003.	0.
MARIA MARCANTONIO - 55 EAST 59TH STREET, NEW YORK, NY 10022	ASSOC. PROGRAM OFFICER 36.25	52,152.	18,754.	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
MAKENA CAPITAL ASSOCIATES US, LP. - 2755 SAND HILL ROAD, SUITE 200, MENLO PARK, CA 94025	INVESTMENT ADVISORY	821,174.
HIGHVISTA II LIMITED PARTNERSHIP 200 CLARENDON ST, 50TH FL, BOSTON, MA 02116	INVESTMENT ADVISORY	710,692.
COMMONFUND SECURITIES - 15 OLD DANBURY ROAD, PO BOX 812, WILTON, CT 06897	INVESTMENT ADVISORY	159,856.
Total number of others receiving over $50,000 for professional services ▶		0

Part IX-A **Summary of Direct Charitable Activities**

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

Part IX-B **Summary of Program-Related Investments**

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

Form **990-PF** (2012)

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12-05-12

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	144,998,297.
b	Average of monthly cash balances	1b	5,406,081.
c	Fair market value of all other assets	1c	981,586.
d	**Total** (add lines 1a, b, and c)	1d	151,385,964.
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	151,385,964.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	2,270,789.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	149,115,175.
6	**Minimum investment return.** Enter 5% of line 5	6	7,455,759.

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	7,455,759.
2a	Tax on investment income for 2012 from Part VI, line 5 — 2a: 76,478.		
b	Income tax for 2012 (This does not include the tax from Part VI) — 2b: 8,370.		
c	Add lines 2a and 2b	2c	84,848.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	7,370,911.
4	Recoveries of amounts treated as qualifying distributions	4	13,254.
5	Add lines 3 and 4	5	7,384,165.
6	Deduction from distributable amount (see instructions)	6	0.
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	7,384,165.

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	7,560,366.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	7,560,366.
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	76,478.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	7,483,888.

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				7,384,165.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			1,812,028.	
b Total for prior years ______ , ______ , ______		0.		
3 Excess distributions carryover, if any, to 2012				
a From 2007				
b From 2008				
c From 2009				
d From 2010				
e From 2011				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ $ 7,560,366.				
a Applied to 2011, but not more than line 2a			1,812,028.	
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				5,748,338.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 **Enter the net total of each column as indicated below**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.		
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount - see instr			0.	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				1,635,827.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012				

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

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

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

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

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

1 **Information Regarding Foundation Managers:**

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than $5,000) (See section 507(d)(2))

None

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

None

2 **Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**

Check here ▶ ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds If the foundation makes gifts, grants, etc (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

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

JULIE SANDORF, (212)935-3340
C/O CHARLES H. REVSON FOUNDATION, 55 EAST 59TH STREET, NEW YORK, NY 10022

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

SEE STATEMENT #15

c Any submission deadlines

SEE STATEMENT #15

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

SEE STATEMENT #15

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE ATTACHED STATEMENT #16				6,164,436.
Total			▶ 3a	6,164,436.
b *Approved for future payment*				
SEE ATTACHED STATEMENT #16				2,266,197.
Total			▶ 3b	2,266,197.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	5,013.	
4 Dividends and interest from securities			14	2,311,274.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income	900000	-94,811.	14	867,972.	
8 Gain or (loss) from sales of assets other than inventory	900000	160,522.	18	3,838,577.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		65,711.		7,022,836.	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 7,088,547.

(See worksheet in line 13 instructions to verify calculations)

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

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

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

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

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

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

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here

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

[signature] 10/24/13 ▶ PRESIDENT

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
Kevin Sunkel	[signature]	OCT 22 2013		P00706145

Firm's name ▶ Owen J Flanagan & Co — Firm's EIN ▶ 13-2060851

Firm's address ▶ 60 East 42nd Street New York, NY 10165 — Phone no 212-682-2783

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	COMMONFUND GLOBAL DISTRESSED INVESTORS	P		
b	COMMONFUND CAPITAL INTERNATIONAL PARTNERS VI	P		
c	COMMONFUND CAPITAL NATURAL RESOURCES PARTNERS VII	P		
d	COMMONFUND CAPITAL PRIVATE EQUITY PARTNERS VII	P		
e	COMMONFUND CAPITAL VENTURE PARTNERS VIII	P		
f	COMMONFUND REALTY INVESTORS	P		
g	HIGHVISTA II FUND	P		
h	HIGHVISTA II FUND - ADJUSTMENT	P		
i	MAKENA CAPITAL PRIVATE ENDOWMENT PRODUCT	P		
j	MAKENA CAPITAL PRIVATE ENDOWMENT PRODUCT - ADJUST	P		
k	UNRELATED BUSINESS INCOME	P		
l	INVESTMENT FUND FOR FOUNDATIONS: MULTI-ASSET FUND	P		
m	312,437 SHS INV. FUND FOR FOUNDATIONS: SHORT TERM	P		
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	6,837.			6,837.
b	19,346.			19,346.
c	45,031.			45,031.
d	13,722.			13,722.
e	23,814.			23,814.
f	129,717.			129,717.
g	144,266.			144,266.
h			-890,093.	890,093.
i	2,945,353.			2,945,353.
j			1,339,188.	-1,339,188.
k			160,522.	-160,522.
l	675,717.			675,717.
m	3,090,000.		3,094,704.	-4,704.
n				
o				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a				6,837.
b				19,346.
c				45,031.
d				13,722.
e				23,814.
f				129,717.
g				144,266.
h				890,093.
i				2,945,353.
j				-1,339,188.
k				-160,522.
l				675,717.
m				-4,704.
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	3,389,482.
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

223591
05-01-12

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

Source	Amount
BANK OF NEW YORK CMAA	5,013.
Total to Form 990-PF, Part I, line 3, Column A	5,013.

Form 990-PF	Dividends and Interest from Securities	Statement 2

Source	Gross Amount	Capital Gains Dividends	Column (A) Amount
HIGHVISTA II FUND	174,892.	0.	174,892.
INVESTMENT FUND FOR FOUNDATIONS: MULTI-ASSET FUND	1,051,587.	0.	1,051,587.
MAKENA CAPITAL PRIVATE ENDOWMENT PRODUCT	1,084,795.	0.	1,084,795.
Total to Fm 990-PF, Part I, ln 4	2,311,274.	0.	2,311,274.

Form 990-PF	Other Income	Statement 3

Description	(a) Revenue Per Books	(b) Net Investment Income	(c) Adjusted Net Income
HIGHVISTA II FUND	-96,408.	-96,408.	
MAKENA CAPITAL PRIVATE ENDOWMENT PRODUCT	797,418.	837,137.	
COMMONFUND INVESTMENTS	72,151.	127,243.	
HIGHVISTA II FUND - ADJUSTMENT	0.	2,680,523.	
MAKENA CAPITAL PRIVATE ENDOWMENT PRODUCT - ADJUSTMENT	0.	-896,832.	
Total to Form 990-PF, Part I, line 11	773,161.	2,651,663.	

Form 990-PF — Legal Fees — Statement 4

Description	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
PATTERSON, BELKNAP, WEBB & TYLER LLP	1,075.	607.		376.
To Fm 990-PF, Pg 1, ln 16a	1,075.	607.		376.

Form 990-PF — Accounting Fees — Statement 5

Description	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
OWEN J. FLANAGAN & CO., CPA'S	26,500.	18,550.		7,950.
To Form 990-PF, Pg 1, ln 16b	26,500.	18,550.		7,950.

Form 990-PF — Other Professional Fees — Statement 6

Description	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
COMMONFUND SECURITIES - INV ADVISORY	159,856.	159,856.		0.
HIGHVISTA II LP - INV ADVISORY	710,692.	622,179.		0.
MAKENA CAPITAL ASSOCIATES - INV ADVISORY	821,174.	1,161,434.		0.
PROGRAM CONSULTANTS	16,687.	0.		16,708.
ADMINISTRATIVE CONSULTANTS	2,134.	0.		2,784.
To Form 990-PF, Pg 1, ln 16c	1,710,543.	1,943,469.		19,492.

Form 990-PF	Taxes	Statement 7

Description	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
TAX ON INVESTMENT INCOME	-103.	0.		0.
To Form 990-PF, Pg 1, ln 18	-103.	0.		0.

Form 990-PF	Other Expenses	Statement 8

Description	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
PHOTOCOPIER	8,153.	1,052.		7,132.
SUBSCRIPTIONS AND PUBLICATIONS	2,029.	262.		1,429.
NYS FILING FEE	1,500.	194.		1,307.
INFORMATION TECHNOLOGY	62,859.	3,562.		56,710.
OFFICE SUPPLIES	19,001.	2,451.		17,001.
INSURANCE	6,463.	834.		5,629.
POSTAGE AND DELIVERY	4,610.	364.		3,872.
To Form 990-PF, Pg 1, ln 23	104,615.	8,719.		93,080.

Form 990-PF	Other Increases in Net Assets or Fund Balances	Statement 9

Description	Amount
CHANGE IN UNREALIZED APPRECIATION NET OF DEFERRED EXCISE TAX	8,385,073.
Total to Form 990-PF, Part III, line 3	8,385,073.

Form 990-PF	Corporate Bonds	Statement 10

Description	Book Value	Fair Market Value
INVESTMENT FUND FOR FOUNDATIONS: SHORT-TERM FUND	1,628,233.	1,628,233.
Total to Form 990-PF, Part II, line 10c	1,628,233.	1,628,233.

Form 990-PF	Other Investments	Statement 11

Description	Valuation Method	Book Value	Fair Market Value
INVESTMENT FUND FOR FOUNDATIONS: MULTI-ASSET FUND	FMV	35,612,690.	35,612,690.
COMMONFUND CAPITAL INTERNATIONAL PARTNERS VI	FMV	651,034.	651,034.
COMMONFUND CAPITAL NATURAL RESOURCES PARTNERS VII	FMV	2,013,301.	2,013,301.
COMMONFUND CAPITAL PRIVATE EQUITY PARTNERS VII	FMV	509,722.	509,722.
COMMONFUND CAPITAL VENTURE PARTNERS VIII	FMV	875,912.	875,912.
COMMONFUND REALTY INVESTORS	FMV	208,085.	208,085.
COMMONFUND GLOBAL DISTRESSED INVESTORS	FMV	1,143,971.	1,143,971.
HIGHVISTA II FUND	FMV	52,829,440.	52,829,440.
MAKENA CAPITAL PRIVATE ENDOWMENT PRODUCT	FMV	49,650,257.	49,650,257.
Total to Form 990-PF, Part II, line 13		143,494,412.	143,494,412.

Form 990-PF	Other Assets	Statement 12

Description	Beginning of Yr Book Value	End of Year Book Value	Fair Market Value
DUE FROM BROKERS	5,212,702.	3,885,653.	3,885,653.
TRANSITCHEK INVENTORY	208.	409.	409.
To Form 990-PF, Part II, line 15	5,212,910.	3,886,062.	3,886,062.

Form 990-PF	Other Liabilities	Statement 13

Description	BOY Amount	EOY Amount
RETIREE HEALTH BENEFIT LIABILITY	385,009.	337,133.
DEFERRED TAX LIABILITY	90,479.	261,603.
Total to Form 990-PF, Part II, line 22	475,488.	598,736.

Form 990-PF	Part VIII - List of Officers, Directors Trustees and Foundation Managers	Statement 14

Name and Address	Title and Avrg Hrs/Wk	Compen- sation	Employee Ben Plan Contrib	Expense Account
JULIE SANDORF 55 EAST 59TH STREET NEW YORK, NY 10022	PRESIDENT & DIRECTOR 60.00	347,863.	43,339.	0.
CHARLES H. REVSON, JR. 55 EAST 59TH STREET NEW YORK, NY 10022	DIRECTOR 1.00	3,000.	0.	0.
MARTHA MINOW 55 EAST 59TH STREET NEW YORK, NY 10022	DIRECTOR 1.00	1,000.	0.	0.
JEROME GROOPMAN 55 EAST 59TH STREET NEW YORK, NY 10022	DIRECTOR 1.00	1,000.	0.	0.
GERALD ROSENFELD 55 EAST 59TH STREET NEW YORK, NY 10022	TREASURER & DIRECTOR 1.00	2,000.	0.	0.
SUZANNE GLUCK 55 EAST 59TH STREET NEW YORK, NY 10022	DIRECTOR 1.00	3,000.	0.	0.
CLIFFORD TABIN 55 EAST 59TH STREET NEW YORK, NY 10022	DIRECTOR 1.00	3,000.	0.	0.
JEFFREY GOLDBERG 55 EAST 59TH STREET NEW YORK, NY 10022	DIRECTOR 1.00	2,000.	0.	0.

REYNOLD LEVY 55 EAST 59TH STREET NEW YORK, NY 10022	CHAIRMAN & DIRECTOR 1.00	3,000.	0.	0.
CHERYL COHEN EFFRON 55 EAST 59TH STREET NEW YORK, NY 10022	SECRETARY & DIRECTOR 1.00	0.	0.	0.
STACY S. DICK 55 EAST 59TH STREET NEW YORK, NY 10022	DIRECTOR 1.00	3,000.	0.	0.
STEVEN HYMAN 55 EAST 59TH STREET NEW YORK, NY 10022	DIRECTOR 1.00	2,000.	0.	0.
Totals included on 990-PF, Page 6, Part VIII		370,863.	43,339.	0.

Charles H. Revson Foundation
13-6126105
Attachment to 990-PF

Application Guidelines

A proposal for funding by the Charles H. Revson Foundation should fall within the Foundation's program areas: urban affairs in New York City; education; biomedical research; and Jewish life. The Foundation supports a number of ongoing fellowship programs in public service and biomedical research. The Foundation does not make grants to individuals, endowments, local health appeals, direct aid programs, or building or construction funds.

Those wishing to apply for a grant should go to www.revsonfoundation.org and submit a letter of inquiry online describing the proposed project and the activities of the sponsoring organization. Upon receiving a letter of inquiry, Foundation staff may invite the submission of a full proposal. A proposal should include the following information: background and objectives of the project and methods to be used in carrying it out; a detailed budget for the proposed project, as well as the organization's annual budget; qualifications and responsibilities of the principal staff for evaluation and future funding; and other sources of support, if any. Applicants should submit with the proposal a copy of the Internal Revenue Service letter confirming tax-exempt status, latest audited financial statements, latest form 990 tax return, and a list of directors and their organizational affiliations. Proposals are reviewed by Foundation staff and acted on by the board of directors at regular meetings; select proposals for amounts of up to $50,000 may be approved by the Foundation president without board authorization.

STMT #15

CHARLES H. REVSON FOUNDATION, INC.

GRANTS AUTHORIZED, PAID, AND APPROVED FOR FUTURE PAYMENTS

YEAR ENDED DECEMBER 31, 2012

Recipient name and location	Amount authorized in 2012	Amount paid in 2012	Approved for future payments	(Unaudited) IRS classification of recipient
Biomedical Research				
ALBERT EINSTEIN COLLEGE OF MEDICINE OF YESHIVA UNIVERSITY New York, NY For the support of Alberto Moldon as a fellow in the Charles H Revson Senior Fellowship in Biomedical Science Program	$ —	$ 91,035	$ —	501(c)(3) 509(a)(1) & 170(b)(1)(A)(vi)
ALBERT EINSTEIN COLLEGE OF MEDICINE OF YESHIVA UNIVERSITY New York, NY For the support of Jose Rodriguez Navarro as a fellow in the Charles H. Revson Senior Fellowship in Biomedical Science Program	181,955	89,552	92,403	501(c)(3) 509(a)(1) & 170(b)(1)(A)(vi)
ALBERT EINSTEIN COLLEGE OF MEDICINE OF YESHIVA UNIVERSITY New York, NY For the support of Lee Tremblay as a fellow in the Charles H. Revson Senior Fellowship in Biomedical Science Program (Grant amount returned.)	(314)	—	—	501(c)(3) 509(a)(1) & 170(b)(1)(A)(vi)
COLUMBIA UNIVERSITY IN THE CITY OF NEW YORK New York, NY For the support of Uri David Akavia as a fellow in the Charles H. Revson Senior Fellowship in Biomedical Science Program.	—	91,269	—	501(c)(3) 509(a)(1) & 170(b)(1)(A)(ii)
COLUMBIA UNIVERSITY IN THE CITY OF NEW YORK New York, NY For the support of John Finan as a fellow in the Charles H. Revson Senior Fellowship in Biomedical Science Program	183,952	90,532	93,420	501(c)(3) 509(a)(1) & 170(b)(1)(A)(ii)
COLUMBIA UNIVERSITY MEDICAL CENTER New York, NY For the support of Ekaterina Likhtik as a fellow in the Charles H. Revson Senior Fellowship in Biomedical Science Program.	—	91,269	—	501(c)(3) 509(a)(1) & 170(b)(1)(A)(ii)
CORNELL UNIVERSITY MEDICAL COLLEGE New York, NY For the support of Michael Hoppa as a fellow in the Charles H. Revson Senior Fellowship in Biomedical Science Program	170,217	83,791	86,426	501(c)(3) & 509(a)(1)
CORNELL UNIVERSITY MEDICAL COLLEGE New York, NY For the support of Kate Meyer as a fellow in the Charles H. Revson Senior Fellowship in Biomedical Science Program	170,217	83,791	86,426	501(c)(3) & 509(a)(1)
MOUNT SINAI SCHOOL OF MEDICINE New York, NY For the support of Paula Croxson as a fellow in the Charles H Revson Senior Fellowship in Biomedical Science Program.	—	88,222	—	501(c)(3)
NEW YORK UNIVERSITY New York, NY For the support of Matthieu Cavey as a fellow in the Charles H Revson Senior Fellowship in Biomedical Science Program.	—	88,222	—	501(c)(3) 509(a)(1) & 170(b)(1)(A)(ii)
NEW YORK UNIVERSITY New York, NY For the support of Annalise Paaby as a fellow in the Charles H. Revson Senior Fellowship in Biomedical Science Program.	179,726	89,714	90,012	501(c)(3) 509(a)(1) & 170(b)(1)(A)(ii)
NEW YORK UNIVERSITY SCHOOL OF MEDICINE New York, NY For the support of Nicole Fehrenbacher as a fellow in the Charles H. Revson Senior Fellowship in Biomedical Science Program.	—	88,222	—	501(c)(3) 509(a)(1) & 170(b)(1)(A)(ii)
THE ROCKEFELLER UNIVERSITY New York, NY For the support of Minji Byun as a fellow in the Charles H. Revson Senior Fellowship in Biomedical Science Program	192,458	95,930	96,528	501(c)(3) 509(a)(1) & 170(b)(1)(A)(ii)

STMT #16

CHARLES H. REVSON FOUNDATION, INC.

GRANTS AUTHORIZED, PAID, AND APPROVED FOR FUTURE PAYMENTS

YEAR ENDED DECEMBER 31, 2012

Recipient name and location	Amount authorized in 2012	Amount paid in 2012	Approved for future payments	(Unaudited) IRS classification of recipient
Biomedical Research (Continued)				
THE WEIZMANN INSTITUTE OF SCIENCE (American Committee for the Weizmann Institute of Science) New York, NY To support the two-year stipends of nine Israeli women scientists in postdoctoral fellowships in the United States and Canada (with a preference for the life sciences) as part of the Institute's 'Supporting Women in Science· A Comprehensive Career Incentives Program '	$ —	$ 130,000	$ —	501(c)(3) 509(a)(1) & 170(b)(1)(A)(vi)
Subtotal Biomedical Research	1,078,211	1,201,549	545,215	
Education				
CENTER ON BUDGET AND POLICY PRIORITIES Washington, D.C. To support the Center's research, analysis, and public education activities related to the federal budget as it affects the states, and to support a Revson State Policy Fellow.	—	370,000	—	501(c)(3) 509(a)(1) & 170(b)(1)(A)(vi)
CITY COLLEGE OF THE CITY UNIVERSITY OF NEW YORK New York, NY To support the planning process to create a business or finance-related program that will give Macaulay at City College students the skill sets to be career ready	15,000	15,000	—	501(c)(3) 509(a)(1) & 170(b)(1)(A)(vi)
HARVARD LAW SCHOOL (President and Fellows of Harvard College) Cambridge, MA To support the Public Service Venture Fund, an initiative designed to expand opportunities for careers in public service, in honor of Martha Minow's service to the Charles H Revson Foundation as Chairman of the Board of Trustees	50,000	50,000	—	501(c)(3) 509(a)(1) & 170(b)(1)(A)(ii)
MACAULAY HONORS COLLEGE New York, NY To support 26 Lisa Goldberg/Revson Scholars in each of the next two years at Macaulay Honors College interested in public policy and civic engagement, with a special emphasis on service to the City of New York, and for an annual scholars' welcome dinner in Spring 2012 and 2013.	—	200,000	—	501(c)(3) 509(a)(1) & 170(b)(1)(A)(vi)
THE NEWS LITERACY PROJECT, INC. Bethesda, MD To support the News Literacy Project's expansion of programs in New York City public schools and to build overall programmatic capacity.	—	200,000	—	501(c)(3) & 170(b)(1)(A)(vi)
NEW YORK PUBLIC LIBRARY New York, NY To support the position of a Collection Development Coordinator for the Tri-Li School Library Catalog Project	50,000	50,000	—	501(c)(3) 509(a)(1) & 170(b)(1)(A)(vi)
NEW YORK PUBLIC LIBRARY New York, NY To support its e-content leadership for libraries project. (Includes 2012 contingent payments.)	310,422	126,390	184,032	501(c)(3) 509(a)(1) & 170(b)(1)(A)(vi)
SAVANNAH COLLEGE OF ART AND DESIGN (SCAD) Savannah, GA To support the expansion of SCAD's Graduate Mentor Program.	15,000	15,000	—	501(c)(3) 509(a)(1) & 170(b)(1)(A)(ii)
Subtotal Education	440,422	1,026,390	184,032	
Jewish Life				
AMERICAN JEWISH JOINT DISTRIBUTION COMMITTEE, INC. - FREDERIC BRENNER New York, NY To support Phase 2 of IPWP: the dissemination of art produced in Israel by 12 acclaimed photographers through exhibitions, educational programming, print and digital books, a website, documentary film, and archives	300,000	100,000	200,000	501(c)(3) 509(a)(1) & 170(b)(1)(A)(vi)

CHARLES H. REVSON FOUNDATION, INC.

GRANTS AUTHORIZED, PAID, AND APPROVED FOR FUTURE PAYMENTS

YEAR ENDED DECEMBER 31, 2012

Recipient name and location	Amount authorized in 2012	Amount paid in 2012	Approved for future payments	(Unaudited) IRS classification of recipient
Jewish Life (Continued)				
ASSOCIATION FOR CIVIL RIGHTS IN ISRAEL (ACRI) (New Israel Fund) New York, NY To support the Coalition for Affordable Housing's efforts in the improvement, passage, and implementation of affordable housing policy	$ 25,000	$ 25,000	$ —	501(c)(3)
CONGREGATION BETH ELOHIM Brooklyn, NY To support the salary of the Revson Fellow for Community Organizing at CBE.	30,000	30,000	—	501(c)(3)
CONGREGATION B'NAI JESHURUN New York, NY To support Phase II of Piyut North America, bringing the global Jewish music of Piyut from Israel to young Jewish adults in the US through pilot programs focused on yoga and meditation, culture, and music in New York, Boston, and San Francisco.	230,000	100,000	130,000	501(c)(3)
FRIENDS OF THE LIBRARY OF THE SUPREME COURT OF ISRAEL New York, NY To support the English translation and online posting of significant opinions of the 2008, 2009, and 2010 terms of the Israeli Supreme Court	—	30,000	—	501(c)(3) 509(a)(1) & 170(b)(1)(A)(vi)
ISRAEL DEMOCRACY INSTITUTE (American Friends of IDI) Lawrenceville, GA To support the creation of the Index of Arab-Jewish Relations in Israel for years 2012-2015.	20,000	20,000	—	501(c)(3) 509(a)(1) & 170(b)(1)(A)(vi)
JERUSALEM CULTURE UNLIMITED (America-Israel Cultural Foundation) New York, NY To support a pilot project providing professional training for emerging to mid-size Jerusalem arts organizations in order to help build capacity and financial sustainability	20,000	20,000	—	501(c)(3)
JEWISH THEOLOGICAL SEMINARY OF AMERICA New York, NY To support the creation of the Center for Pastoral Education.	—	100,000	—	501(c)(3) 509(a)(1) & 170(b)(1)(A)(vi)
THE NATAN FUND (FJC) New York, NY To support the Natan Book Award, which will promote – via a cash award to the author and support for marketing and distribution – a breakthrough book on Jewish themes designed to catalyze public discourse.	15,000	15,000	—	501(c)(3) 509(a)(1) & 170(b)(1)(A)(vi)
SHEATUFIM (PEF Israel Endowment Funds, Inc.) New York, NY To establish with Israeli philanthropic partners the Opportunity Fund for Civic Service, an independent collaborative of Israeli and North American philanthropies that will: allocate enrichment program funding competitively to 'best practice' NGOs that oversee government-funded civic service slots for disadvantaged Israeli youth; increase the number, quality, and diversity of enriched civic service slots; and support a rigorous evaluation of the economic and social impact of civic service on volunteers' lives	1,600,000	400,000	1,200,000	501(c)(3) 509(a)(1) & 170(b)(1)(A)(vi)
SHALOM HARTMAN INSTITUTE (Shalom Hartman Institute of North America) New York, NY To support research associated with Yossi Klein Halevi's work on modern Israel, "Like Dreamers"	15,000	15,000	—	501(c)(3)
STEPHEN WISE FREE SYNAGOGUE New York, NY To support the implementation of a communications and marketing plan	15,000	15,000	—	501(c)(3)

CHARLES H. REVSON FOUNDATION, INC.

GRANTS AUTHORIZED, PAID, AND APPROVED FOR FUTURE PAYMENTS

YEAR ENDED DECEMBER 31, 2012

Recipient name and location	Amount authorized in 2012	Amount paid in 2012	Approved for future payments	(Unaudited) IRS classification of recipient
Jewish Life (Continued)				
TEL AVIV UNIVERSITY CLINICAL LEGAL EDUCATION PROGRAMS (American Friends of Tel Aviv University) New York, NY To support a feasibility analysis and business plan to redevelop two adjacent residential complexes and a vacant lot in Jaffa's Jabaliya-Kedem neighborhood, generating 200 mixed housing units – market, submarket, and long-term rental.	$ 16,000	$ 16,000	$ —	501(c)(3) 509(a)(1) & 170(b)(1)(A)(vi)
TEL AVIV UNIVERSITY CLINICAL LEGAL EDUCATION PROGRAMS (American Friends of Tel Aviv University) New York, NY To support the initial research and design phase to create an independent multi-agency task force that will work to bring three affordable housing initiatives to the building stage.	7,450	7,450	—	501(c)(3) 509(a)(1) & 170(b)(1)(A)(vi)
Subtotal Jewish Life	2,293,450	893,450	1,530,000	
Urban Affairs				
THE ACADEMY FOR TEACHERS (Point Community Development Corporation) New York, NY To support the cost of honorariums for seminar leaders featured in colloquiums for New York City public school teachers	10,000	10,000	—	501(c)(3) & 170(b)(1)(A)(vi)
BRONX NEWS NETWORK (Moshulu Preservation Corp.) Bronx, NY To support the redesign of the Bronx News Network's website to expand advertising and enhance the collection of revenue (Grant amount returned)	(12,940)	—	—	501(c)(3) & 170(b)(1)(A)(vi)
CENTER FOR AN URBAN FUTURE (City Futures) New York, NY To support the launch of the 'Leveraging New York City's Public Libraries for the Future' report	20,000	20,000	—	501(c)(3) 509(a)(1) & 170(b)(1)(A)(vi)
CENTER FOR URBAN RESEARCH AT THE CUNY GRADUATE CENTER (Research Foundation of CUNY) New York, NY To support "Toward a 21st Century City for All," an initiative to bring together a diverse group of stakeholders to put forward a concrete policy vision for a more just and equal New York City.	15,000	15,000	—	501(c)(3) 509(a)(1) & 170(b)(1)(A)(ii)
CITIZENS HOUSING & PLANNING COUNCIL New York, NY To support the pilot development of mini-studios for single adults and the 'Making Room' project's advocacy campaign for New York City housing regulatory reform.	60,000	60,000	—	501(c)(3) & 509(a)(1)
CITIZENS HOUSING & PLANNING COUNCIL New York, NY To support CHPC's efforts to assist the city, primarily the Department of Housing Preservation and Development, in assessing, mobilizing, deploying, and managing the myriad resources of the New York housing and community development industry in its emergency relief efforts following Hurricane Sandy.	50,000	50,000	—	501(c)(3) & 509(a)(1)
CITY LIMITS (Community Service Society of New York) New York, NY To City Limits to relaunch the Bronx News Network under its auspices.	12,940	12,940	—	501(c)(3) 509(a)(1)& 170(b)(i)(A)(vii)

CHARLES H. REVSON FOUNDATION, INC.

GRANTS AUTHORIZED, PAID, AND APPROVED FOR FUTURE PAYMENTS

YEAR ENDED DECEMBER 31, 2012

Recipient name and location	Amount authorized in 2012	Amount paid in 2012	Approved for future payments	(Unaudited) IRS classification of recipient
Urban Affairs (Continued)				
THE CUNY GRADUATE SCHOOL OF JOURNALISM New York, NY To support 'The Revson Foundation Ethnic and Community Media Training and Development Project,' a program to help strengthen the financial underpinnings and professional standards of New York's community and ethnic media.	$ 125,000	$ 62,500	$ 62,500	501(c)(3) & 509(a)(1)
THE CUNY GRADUATE SCHOOL OF JOURNALISM (Research Foundation of CUNY) New York, NY To support two events in January 2013 focused on connecting nonprofit organizations with New York's community and ethnic media	1,000	1,000	—	501(c)(3) & 509(a)(1)
LINCOLN CENTER FOR THE PERFORMING ARTS New York, NY To support a feasibility study to assess opportunities for digitally transmitting Lincoln Center HD recorded content to public libraries in all five boroughs of New York City.	50,000	50,000	—	501(c)(3)
LINCOLN CENTER FOR THE PERFORMING ARTS New York, NY To support the rebuilding and renaming of the Charles H Revson fountain	—	500,000	—	501(c)(3)
MAYOR'S FUND TO ADVANCE NEW YORK CITY New York, NY To support the establishment of 'Spaceworks,' a new entity to facilitate the creation of accessible and affordable work and production spaces for performing and visual artists in New York City.	—	100,000	—	501(c)(3) 509(a)(1) & 170(b)(1)(A)(vi)
EL MUSEO DEL BARRIO (Amigos del Museo del Barrio) New York, NY To support the development of El Museo del Barrio's community-based and educational programs.	15,000	15,000	—	501(c)(3) 509(a)(1) & 170(b)(1)(A)(vi)
NEW YORK CARES New York, NY To support the Love a Library event for the New York Public Library, Brooklyn Public Library, and Queens Public Library.	15,000	15,000	—	501(c)(3) 509(a)(1) & 170(b)(1)(A)(vi)
NEW YORK CARES New York, NY To support the Love a Library event for the New York Public Library, Brooklyn Public Library, and Queens Public Library.	35,000	35,000	—	501(c)(3) 509(a)(1) & 170(b)(1)(A)(vi)
NEW YORK PRESS ASSOCIATION SCHOLARSHIP FOUNDATION New York, NY To expand NYPA's work to strengthen the financial and organizational stability of New York City's ethnic and community press by helping them to generate increased ad revenues and by training publications in best business practices. (Includes 2012 contingent payment)	192,907	95,407	97,500	501(c)(3) 509(a)(1) & 170(b)(1)(A)(vi)
NEW YORK PUBLIC INTEREST RESEARCH GROUP, INC. New York, NY To support the 2013 efforts of the Straphangers Campaign to serve as advocates of millions of daily users of the NYC metropolitan transit system	25,000	25,000	—	501(c)(3) 509(a)(1) & 170(b)(1)(A)(vi)
NEW YORK PUBLIC RADIO (NYPR/WNYC) New York, NY To support NYPR's development of a new model for building and sustaining high-quality local public affairs journalism – by expanding the depth and breadth of news content across online, audio, and video technologies, forging new community partnerships with local content providers; and establishing new models of community engagement.	—	500,000	—	501(c)(3) 509(a)(1) & 170(b)(1)(A)(vi)

CHARLES H. REVSON FOUNDATION, INC.

GRANTS AUTHORIZED, PAID, AND APPROVED FOR FUTURE PAYMENTS

YEAR ENDED DECEMBER 31, 2012

Recipient name and location	Amount authorized in 2012	Amount paid in 2012	Approved for future payments	(Unaudited) IRS classification of recipient
Urban Affairs (Continued)				
NEW YORK UNIVERSITY - FURMAN CENTER FOR REAL ESTATE AND URBAN POLICY New York, NY To support research for a proposal to ease the restrictions on transferring development rights held by nonprofit owners of landmarked buildings if the resulting transfer would benefit the public good	$ 15,000	$ 15,000	$ —	501(c)(3) 509(a)(1) & 170(b)(1)(A)(ii)
NEW YORK UNIVERSITY SCHOOL OF LAW New York, NY To continue support of the Charles H. Revson Law Students Public Interest Fellowship Program (LSPIN), enabling 75 New York-area law students to work in public interest law organizations in each of the next three summers and to support the Public Interest/Public Service Legal Career Fair held by NYU for each of the next three years	—	864,400	—	501(c)(3) 509(a)(1) & 170(b)(1)(A)(ii)
PLANNED PARENTHOOD OF NEW YORK CITY, INC. New York, NY To support the launch of the Big Ideas speaker series.	15,000	15,000	—	501(c)(3) 509(a)(1) & 170(b)(1)(A)(vi)
QUEENS BOROUGH PUBLIC LIBRARY (Queens Library Foundation) New York, NY To support the creation, piloting, and evaluation of "QuikTrak," a new online assessment of job seekers' readiness and skill base	152,000	152,000	—	501(c)(3) 509(a)(1) & 170(b)(1)(A)(vi)
QUEENS BOROUGH PUBLIC LIBRARY (Queens Library Foundation) New York, NY To support Queens Library's hurricane relief efforts	20,000	20,000	—	501(c)(3) 509(a)(1) & 170(b)(1)(A)(vi)
RESERVE ELDER SERVICE, INC New York, NY To support the 'Queens Library Project,' which will utilize retired professionals to preserve and expand the Library's community service programs	—	169,000	—	501(c)(3) 509(a)(1) & 170(b)(1)(A)(vi)
URBAN LIBRARIANS UNITE (New York Library Association) New York, NY To support Urban Librarians Unite's expansion of services and programs in New York City	10,000	10,000	—	501(c)(3) 509(a)(1) & 170(b)(1)(A)(vi)
Subtotal Urban Affairs	825,907	2,812,247	160,000	
Membership Grants and Special Grants				
AMERICAN JEWISH JOINT DISTRIBUTION COMMITTEE, INC. New York, NY For membership in the Inter-Agency Task Force on Israeli Arab Issues in 2013	5,000	5,000	—	501(c)(3) 509(a)(1) & 170(b)(1)(A)(vi)
THE FOUNDATION CENTER New York, NY To support the work of the Foundation Center in 2013.	8,500	8,500	—	501(c)(3) 509(a)(1) & 170(b)(1)(A)(vi)
JEWISH FUNDERS NETWORK New York, NY To support Revson Foundation membership in 2013.	2,500	2,500	—	501(c)(3) 501(a)(2)
NONPROFIT COORDINATING COMMITTEE OF NEW YORK New York, NY To help support the Nonprofit Coordinating Committee of New York's services to nonprofits and for membership services in 2013	3,000	3,000	—	501(c)(3) 509(a)(1) & 170(b)(1)(A)(vi)
PHILANTHROPY NEW YORK New York, NY To help support Philanthropy New York's services to grantmakers in the New York region and for the Foundation to receive membership in 2013.	11,800	11,800	—	509(a)(1) & 170(b)(1)(A)(vi)

CHARLES H. REVSON FOUNDATION, INC.

GRANTS AUTHORIZED, PAID, AND APPROVED FOR FUTURE PAYMENTS

YEAR ENDED DECEMBER 31, 2012

Recipient name and location	Amount authorized in 2012	Amount paid in 2012	Approved for future payments	(Unaudited) IRS classification of recipient
Membership Grants and Special Grants (Continued)				
UNIVERSITY OF NORTH CAROLINA AT CHAPEL HILL Chapel Hill, NC To the Carolina Center for Jewish Studies for a program named in honor of Eli N Evans	$ —	$ 25,000	$ —	501(c)(3)
Subtotal Membership and Special Grants	30,800	55,800	—	
Total 2012 approved grants	4,668,790	5,989,436	2,419,247	
Contingent 2012 grants with unmet contractual requirements	(153,050)		(153,050)	
Grants authorized in prior years approved for future payment			800,000	
Prior year grants with contractual requirements:				
MIDDLE EAST EDUCATION THROUGH TECHNOLOGY (MEET)	175,000	175,000	150,000	
Prior year grants with contractual requirements unmet:				
MIDDLE EAST EDUCATION THROUGH TECHNOLOGY (MEET)			(150,000)	
Discount to present value			(12,068)	
Total Grants	$ 4,690,740	$ 6,164,436	$ 3,054,129	

Add. decrease in discount to present value	8,304	
Part I, Line 25a, Contributions, gifts, grants paid	$ 4,699,044	
Less: grants authorized in prior years approved for future payment		(800,000)
Add. discount to present value		12,068
		$ 2,266,197

Charles H. Revson Foundation 13-6126105

Fixed assets and depreciation

Asset	Cost	Depreciation Expense 2012	Accumulated Depreciation 12/31/12	Fixed Assets, Net 12/31/2012
Office condominium and improvements	2,941,984	112,092	2,367,257	574,727
Furniture, fixtures, and equipment	296,567	0	296,567	0
Total fixed assets	**3,238,551**	**112,092**	**2,663,824**	**574,727**

STMT # 17

- 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

Type or print File by the due date for filing your return See instructions	Name of exempt organization or other filer, see instructions CHARLES H. REVSON FOUNDATION, INC.	Employer identification number (EIN) or 13-6126105
	Number, street, and room or suite no. If a P.O box, see instructions. 55 EAST 59TH STREET, No. 23 FL	Social security number (SSN)
	City, town or post office, state, and ZIP code For a foreign address, see instructions NEW YORK, NY 10022-1112	

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.

- The books are in the care of ▶ CHARLES H. REVSON FOUNDATION 55 EAST 59TH STREET - NEW YORK, NY 10022-1112

  Telephone No ▶ 212-935-3340 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

THE FOUNDATION IS REQUESTING ADDITIONAL TIME TO FILE ITS ANNUAL RETURN DUE TO LATE ARRIVING INVESTMENT INFORMATION.

8a	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.	**8a**	$ 94,343.
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.	**8b**	$ 313,449.
c	**Balance due.** Subtract line 8b from line 8a Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	**8c**	$ 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 ▶ [signature] Title ▶ CPA Date ▶ 8/12/13

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01-21-13