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

For calendar year 2012, or tax year beginning , 2012, and ending ,

THE ROSALIND P. WALTER FOUNDATION
435 EAST 52ND STREET
NEW YORK, NY 10022

A Employer identification number 13-6177284

B Telephone number (see the instructions) (212) 308-6648

C If exemption application is pending, check here ► ☐

D 1 Foreign organizations, check here ► ☐

2 Foreign organizations meeting the 85% test, check here and attach computation ► ☐

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

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

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

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

I Fair market value of all assets at end of year *(from Part II, column (c), line 16)* ► $ 2,237,797.

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

		Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)*	**(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 (att sch)	1,501,578.			
	2	Ck ► ☐ if the foundn is not req to att Sch B				
	3	Interest on savings and temporary cash investments			N/A	
	4	Dividends and interest from securities	131,520.	131,520.		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain/(loss) from sale of assets not on line 10	-74,677.			
	b	Gross sales price for all assets on line 6a 3,470,007.				
	7	Capital gain net income (from Part IV, line 2)		0.		
	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/(loss) (att sch)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	1,558,421.	131,520.		
OPERATING AND ADMINISTRATIVE EXPENSES	13	Compensation of officers, directors, trustees, etc	0.			
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach sch) SEE ST 1	3,200.	1,500.		1,500.
	c	Other prof fees (attach sch)				
	17	Interest				
	18	Taxes (attach schedule)(see instrs)				
	19	Depreciation (attach sch) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule) SEE STATEMENT 2	405.			405.
	24	**Total operating and administrative expenses.** Add lines 13 through 23	3,605.	1,500.		1,905.
	25	Contributions, gifts, grants paid PART XV	1,940,615.			1,940,615.
	26	**Total expenses and disbursements.** Add lines 24 and 25	1,944,220.	1,500.		1,942,520.
	27	Subtract line 26 from line 12:				
	a	**Excess of revenue over expenses and disbursements**	-385,799.			
	b	**Net investment income** (if negative, enter -0-)		130,020.		
	c	**Adjusted net income** (if negative, enter -0-)				

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Part II Balance Sheets

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

			Beginning of year	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	94,638.	438,280.	438,280.
	3	Accounts receivable ►			
		Less: allowance for doubtful accounts ►			
	4	Pledges receivable ►			
		Less: allowance for doubtful accounts ►			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach sch) ►			
		Less: allowance for doubtful accounts ►			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments — U.S. and state government obligations (attach schedule)			
	b	Investments — corporate stock (attach schedule)			
	c	Investments — corporate bonds (attach schedule)	2,464,687.	1,735,246.	1,799,517.
	11	Investments — land, buildings, and equipment: basis ►			
		Less: accumulated depreciation (attach schedule) ►			
	12	Investments — mortgage loans			
	13	Investments — other (attach schedule)			
	14	Land, buildings, and equipment: basis ►			
		Less: accumulated depreciation (attach schedule) ►			
	15	Other assets (describe ►)			
	16	**Total assets** (to be completed by all filers — see the instructions. Also, see page 1, item I)	2,559,325.	2,173,526.	2,237,797.
LIABILITIES	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, & other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ►)			
	23	**Total liabilities** (add lines 17 through 22)	0.	0.	
NET ASSETS OR FUND BALANCES		**Foundations that follow SFAS 117, check here ► ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ► ☒ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	2,559,325.	2,173,526.	
	28	Paid-in or capital surplus, or land, building, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see instructions)	2,559,325.	2,173,526.	
	31	**Total liabilities and net assets/fund balances** (see instructions)	2,559,325.	2,173,526.	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year — Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	2,559,325.
2	Enter amount from Part I, line 27a	2	-385,799.
3	Other increases not included in line 2 (itemize) ►	3	
4	Add lines 1, 2, and 3	4	2,173,526.
5	Decreases not included in line 2 (itemize) ►	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30	6	2,173,526.

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 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a	SEE STATEMENT 3			
b				
c				
d				
e				

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

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

2	Capital gain net income or (net capital loss). { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	-74,677.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8	3	-31,927.

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 (column (b) divided by column (c))
2011	1,560,310.	3,265,781.	0.477775
2010	1,882,710.	3,420,186.	0.550470
2009	2,257,450.	4,707,529.	0.479540
2008	828,770.	4,248,681.	0.195065
2007	730,985.	3,043,800.	0.240155

2	**Total** of line 1, column (d)	2	1.943005
3	Average distribution ratio for the 5-year base period — divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.388601
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	2,290,604.
5	Multiply line 4 by line 3	5	890,131.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	1,300.
7	Add lines 5 and 6	7	891,431.
8	Enter qualifying distributions from Part XII, line 4	8	1,942,520.

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)

1 a	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 instrs)				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► ☒ and enter 1% of Part I, line 27b			1	1,300.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (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	1,300.
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	1,300.
6	Credits/Payments:				
a	2012 estimated tax pmts and 2011 overpayment credited to 2012	6a	3,258.		
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	3,258.
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	0.
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the amount overpaid ►			10	1,958.
11	Enter the amount of line 10 to be: Credited to 2013 estimated tax ► 1,958.	**Refunded** ►		11	0.

Part VII-A Statements Regarding Activities

			Yes	No
1 a	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 the 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
4 a	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	N/A	
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, column (c), and Part XV*	7	X	
8 a	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.* SEE STATEMENT 4	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 ► N/A

14 The books are in care of ► ROSALIND P. WALTER Telephone no ► (212) 688-9323

Located at ► 435 EAST 52ND STREET 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 . . N/A ► ☐

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
1 a	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)?		1 b	N/A	
	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?		1 c		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 ► 20__ , 20__ , 20__ , 20__				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer 'No' and attach statement – see instructions.)		2 b	N/A	
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ► 20__ , 20__ , 20__ , 20__				
3 a	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.)*		3 b	N/A	
4 a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4 a		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?		4 b		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 ☒ No

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

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

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

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

b If any answer is 'Yes' to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? **5b** N/A

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 ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** X

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? 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 (see instructions).

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
ROSALIND P. WALTER 435 EAST 52ND STREET NEW YORK, NY 10022	TRUSTEE 0	0.	0.	0.

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

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

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

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter 'NONE.'

(a) Name and address of each person paid more than $50,000	**(b)** Type of service	**(c)** Compensation
NONE		
Total number of others receiving over $50,000 for professional services ▶		0

Part IX-A Summary of Direct Charitable Activities

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

Part IX-B Summary of Program-Related Investments (see instructions)

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

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc, purposes:				
a Average monthly fair market value of securities			1a	1,946,283.
b Average of monthly cash balances			1b	379,203.
c Fair market value of all other assets (see instructions).			1c	
d **Total** (add lines 1a, b, and c)			1d	2,325,486.
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	2,325,486.
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)			4	34,882.
5 **Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4			5	2,290,604.
6 **Minimum investment return.** Enter 5% of line 5			6	114,530.

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	114,530.
2a Tax on investment income for 2012 from Part VI, line 5	2a	1,300.		
b Income tax for 2012 (This does not include the tax from Part VI)	2b			
c Add lines 2a and 2b			2c	1,300.
3 Distributable amount before adjustments. Subtract line 2c from line 1.			3	113,230.
4 Recoveries of amounts treated as qualifying distributions			4	
5 Add lines 3 and 4			5	113,230.
6 Deduction from distributable amount (see instructions)			6	
7 **Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	113,230.

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	1,942,520.
b Program-related investments — total from Part IX-B	1b	
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	1,942,520.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	1,300.
6 **Adjusted qualifying distributions.** Subtract line 5 from line 4	6	1,941,220.

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					113,230.
2 Undistributed income, if any, as of the end of 2012:					
a Enter amount for 2011 only				0.	
b Total for prior years: 20 ___, 20 ___, 20 ___			0.		
3 Excess distributions carryover, if any, to 2012:					
a From 2007	580,854.				
b From 2008	619,793.				
c From 2009	2,026,648.				
d From 2010	1,718,865.				
e From 2011	1,400,963.				
f **Total** of lines 3a through e		6,347,123.			
4 Qualifying distributions for 2012 from Part XII, line 4: ► $ 1,942,520.					
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					113,230.
e Remaining amount distributed out of corpus		1,829,290.			
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		8,176,413.			
b Prior years' undistributed income Subtract line 4b from line 2b			0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed			0.		
d Subtract line 6c from line 6b. Taxable amount – see instructions			0.		
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount – see instructions				0.	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013					0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)		0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)		580,854.			
9 **Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a		7,595,559.			
10 Analysis of line 9:					
a Excess from 2008	619,793.				
b Excess from 2009	2,026,648.				
c Excess from 2010	1,718,865.				
d Excess from 2011	1,400,963.				
e Excess from 2012	1,829,290.				

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).)

ROSALIND P. WALTER

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
a *Paid during the year*				
SCHEDULE ATTACHED NEW YORK, NY 10022	NONE	PUBLIC	GENERAL FUND	1,940,615.
Total ► **3a**				1,940,615.
b *Approved for future payment*				
Total ► **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	131,520.	
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					
8 Gain or (loss) from sales of assets other than inventory			18	-74,677.	
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)				56,843.	

13 Total. Add line 12, columns (b), (d), and (e) 13 56,843.

(See worksheet in line 13 instructions to verify calculations.)

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

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

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	1 a (1)		X
(2)	Other assets	1 a (2)		X
b	Other transactions:			
(1)	Sales of assets to a noncharitable exempt organization	1 b (1)		X
(2)	Purchases of assets from a noncharitable exempt organization	1 b (2)		X
(3)	Rental of facilities, equipment, or other assets	1 b (3)		X
(4)	Reimbursement arrangements	1 b (4)		X
(5)	Loans or loan guarantees	1 b (5)		X
(6)	Performance of services or membership or fundraising solicitations	1 b (6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1 c		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			

2 a 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

Rosalind P. Walter | 5-2-13 | TRUSTEE

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
IRWIN M. HAIMS		4/23/13		P00039165

Firm's name ► BRINSTER & BERGMAN, LLP

Firm's EIN ► 11-3037852

Firm's address ► 100 MERRICK RD STE 320E
ROCKVILLE CENTRE, NY 11570-4883

Phone no (516) 766-4800

Schedule B
(Form 990, 990-EZ, or 990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

► **Attach to Form 990, Form 990-EZ, or Form 990-PF**

OMB No 1545-0047

2012

Name of the organization	Employer identification number
THE ROSALIND P. WALTER FOUNDATION	13-6177284

Organization type (check one)

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)(____) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions.

General Rule

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, $5,000 or more (in money or property) from any one contributor. (Complete Parts I and II.)

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33-1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc, purposes, but these contributions did not total to more than $1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc, purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc, contributions of $5,000 or more during the year..... . .. . ► $ __________

Caution: An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF) but it **must** answer 'No' on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on Part I, line 2, of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Schedule B (Form 990, 990-EZ, or 990-PF) (2012) Page 1 of 1 of Part 1

Name of organization	Employer identification number
THE ROSALIND P. WALTER FOUNDATION	13-6177284

Part I **Contributors** (see instructions) Use duplicate copies of Part I if additional space is needed

(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	ROSALIND P. WALTER 435 EAST 52ND STREET NEW YORK, NY 10022	$ 170,352.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution)
2	ROSALIND P. WALTER 435 EAST 52ND STREET NEW YORK, NY 10022	$ 500,634.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
3	ROSALIND P. WALTER 435 EAST 52ND STREET NEW YORK, NY 10022	$ 330,543.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
4	ROSALIND P. WALTER 435 EAST 52ND STREET NEW YORK, NY 10022	$ 249,614.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
5	ROSALIND P. WALTER 435 EAST 52ND STREET NEW YORK, NY 10022	$ 249,800.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)

Schedule **B** (Form 990, 990-EZ, or 990-PF) (2012) Page 1 to 1 of **Part II**

Name of organization	**Employer identification number**
THE ROSALIND P. WALTER FOUNDATION	13-6177284

Part II Noncash Property (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	5,200 SHARES MICROSOFT CORP.	$ 170,352.	3/15/12

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
2	5,840 SHARES EXXON MOBIL CORP.	$ 500,634.	3/15/12

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
3	4,122 SHARES EXXON MOBIL CORP	$ 330,543.	6/08/12

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
4	3,652 SHARES JOHNSON & JOHNSON CORP	$ 249,614.	9/17/12

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
5	3,320 SHARES ROYAL DUTCH SHELL PLC	$ 249,800.	9/17/12

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

Name of organization
THE ROSALIND P. WALTER FOUNDATION

Employer identification number
13-6177284

Part III *Exclusively* religious, charitable, etc, individual contributions to section 501(c)(7), (8) or (10) organizations that total more than $1,000 for the year. Complete columns (a) through (e) and the following line entry.

For organizations completing Part III, enter total of *exclusively* religious, charitable, etc, contributions of **$1,000 or less** for the year. (Enter this information once. See instructions.) ► $ N/A

Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	N/A		

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

STATEMENT 1
FORM 990-PF, PART I, LINE 16B
ACCOUNTING FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
GLASSER & HAIMS, CPA, CP	$ 3,200.	$ 1,500.		$ 1,500.
TOTAL	$ 3,200.	$ 1,500.		$ 1,500.

STATEMENT 2
FORM 990-PF, PART I, LINE 23
OTHER EXPENSES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INCISIVE MEDIA INC. - ADVERTISING	$ 130.			$ 130.
NYS DEPARTMENT OF LAW - FEE	275.			275.
TOTAL	$ 405.	$ 0.		$ 405.

STATEMENT 3
FORM 990-PF, PART IV, LINE 1
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(A) DESCRIPTION	(B) HOW ACQUIRED	(C) DATE ACQUIRED	(D) DATE SOLD
1	100,000 GAP INC 5.95% 4/12/2021	PURCHASED	7/06/2011	1/09/2012
2	1 GOLDMAN SACHS GROUP 6.6% 1/15/2012	PURCHASED	7/26/2002	1/09/2012
3	4,122 EXXON MOBIL CORP	PURCHASED	3/15/2012	4/09/2012
4	5,200 MICROSOFT CORP	PURCHASED	3/15/2012	4/09/2012
5	150,000 ALCOA INC 5.72% 2/23/2019	PURCHASED	1/03/2011	4/18/2012
6	100,000 ALCOA INC 5.87% 2/23/2022	PURCHASED	6/29/2011	4/18/2012
7	100,000 ANGLGOLD HOLDINGS INC 5.375% 4/15/2020	PURCHASED	7/13/2011	4/18/2012
8	100,000 CONSTELLATION BRANDS INC 8.375% 12/15/2014	PURCHASED	9/29/2011	4/18/2012
9	50,000 ENERGY TRANSFER PTNRS 5.2% 2/1/2022	PURCHASED	1/30/2012	4/18/2012
10	150,000 EXPEDIA INC 5.95% 8/15/2020	PURCHASED	7/20/2011	4/18/2012
11	18 FORD MOTOR CREDIT CO 7% 4/15/2015	PURCHASED	12/09/2011	4/18/2012
12	100,000 GENERAL ELECTRIC CAPITAL 5.625% 5/1/2018	PURCHASED	10/17/2011	4/18/2012
13	75,000 KIMBERLY-CLARK CORP 5% 8/15/2013	PURCHASED	4/03/2008	4/18/2012
14	155,000 NRG ENERGY INC 7.375% 1/15/2017	PURCHASED	10/08/2010	4/18/2012
15	100,000 PLAINS ALL AMER PIPE 6.125% 1/15/2017	PURCHASED	5/11/2009	4/18/2012
16	50,000 SYSCO INTL CO 6.1% 6/1/2012	PURCHASED	11/05/2008	6/18/2012
17	100,000 CITIZENS COMMUNICATIONS 6.625% 3/15/2015	PURCHASED	5/22/2012	6/04/2012
18	150,000 ANHEUSER-BUSCH 9.75% 11/17/2015	PURCHASED	6/30/2011	6/18/2012
19	4,122 EXXON MOBIL CORP	PURCHASED	6/08/2012	7/24/2012
20	100,000 JOHNSON & JOHNSON 5/15%	PURCHASED	5/09/2008	8/15/2012
21	50,000 SUNOCO INC 5.75% 1/15/2017	PURCHASED	6/22/2012	8/17/2012
22	100,000 COX COMMUNICATIONS 7.125% 10/1/2012	PURCHASED	5/14/2008	10/01/2012

STATEMENT 3 (CONTINUED)
FORM 990-PF, PART IV, LINE 1
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(A) DESCRIPTION	(B) HOW ACQUIRED	(C) DATE ACQUIRED	(D) DATE SOLD
23	3,658 JOHNSON & JOHNSON	PURCHASED	1/01/2000	10/10/2012
24	3,323 ROYAL DUTCH SHELL PLC CL B	PURCHASED	1/01/2000	10/10/2012
25	100,000 TEREX CORP 8% 11/15/17	PURCHASED	10/15/2010	12/26/2012
26	PRIOR YEAR BOOK VALUE ADJUSTMENT	PURCHASED	VARIOUS	12/31/2012
26	CAPITAL GAIN DIVIDENDS			

ITEM	(E) GROSS SALES	(F) DEPREC. ALLOWED	(G) COST BASIS	(H) GAIN (LOSS)	(I) FMV 12/31/69	(J) ADJ. BAS. 12/31/69	(K) EXCESS (I)-(J)	(L) GAIN (LOSS)
1	93,994.		98,004.	-4,010.				$ -4,010.
2	49,758.		52,725.	-2,967.				-2,967.
3	486,061.		500,634.	-14,573.				-14,573.
4	160,137.		170,352.	-10,215.				-10,215.
5	160,127.		154,850.	5,277.				5,277.
6	104,046.		104,045.	1.				1.
7	102,824.		102,373.	451.				451.
8	112,750.		111,750.	1,000.				1,000.
9	52,939.		53,704.	-765.				-765.
10	153,750.		150,963.	2,787.				2,787.
11	108,625.		109,250.	-625.				-625.
12	114,755.		109,074.	5,681.				5,681.
13	78,872.		79,102.	-230.				-230.
14	159,650.		163,231.	-3,581.				-3,581.
15	115,475.		98,301.	17,174.				17,174.
16	50,000.		50,309.	-309.				-309.
17	102,250.		105,500.	-3,250.				-3,250.
18	79,942.		103,705.	-23,763.				-23,763.
19	346,450.		330,543.	15,907.				15,907.
20	100,000.		107,972.	-7,972.				-7,972.
21	53,369.		53,922.	-553.				-553.
22	100,000.		106,403.	-6,403.				-6,403.
23	246,998.		250,024.	-3,026.				-3,026.
24	233,235.		250,025.	-16,790.				-16,790.
25	104,000.		102,000.	2,000.				2,000.
26	0.		25,923.	-25,923.				-25,923.
							TOTAL	$ -74,677.

STATEMENT 4
FORM 990-PF, PART VII-A, LINE 10
SUBSTANTIAL CONTRIBUTORS DURING THE TAX YEAR

NAME OF SUBSTANTIAL CONTRIBUTOR	ADDRESS OF SUBSTANTIAL CONTRIBUTOR
ROSALIND P. WALTER	435 EAST 52ND STREET NEW YORK, NY 10022

BALANCE SHEET
SAVINGS AND TEMPORARY CASH INVESTMENTS

CITIBANK BANK DEPOSIT PROGRAM	$ 438,280.
TOTAL	$ 438,280.

BALANCE SHEET
CORPORATE BONDS (FORM 990-PF)[O]

AT MORGAN STANLEY SMITH BARNEY	$ 1,735,246.
TOTAL	$ 1,735,246.

FMV OF ASSETS (990-PF)
SAVINGS AND TEMPORARY CASH INVESTMENTS

CITIBANK BANK SEPOSIT PROGRAM	$ 438,280.
TOTAL	$ 438,280.

FMV OF ASSETS (990-PF)
CORPORATE BONDS [O]

AT MORGAN STANLEY SMITH BARNEY	$ 1,799,517.
TOTAL	$ 1,799,517.

ROSALIND P. WALTER FOUNDATION
INVESTMENTS
DECEMBER 31, 2012

QUANTITY	DESCRIPTION	COST	MARKET VALUE
50,000	BARRICK GOLD FINANCECO L 6.125% 9/15/2013	$ 50,113.50	$ 51,860.50
30,000	BUNGE LTD FINANCE 5.35% 4/15/2014	30,156.00	31,568.10
100,000	MORGAN STANLEY 6% 4/28/2015	98,862.00	108,921.00
100,000	KINDER MORGAN FINANCE 5.7% 1/5/2016	105,950.00	109,313.00
100,000	ROYAL CARIBBEAN CRUISES 7.25% 6/15/2016	104,185.00	113,500.00
29,000	CONAGRA FOODS INC 5.819% 6/15/2017	30,256.19	33,470.64
100,000	COMSTOCK RESOURCES INC 8.375% 10/15/2017	106,750.00	105,000.00
50,000	NRG ENERGY INC 7.625% 1/15/2018	54,831.50	55,500.00
50,000	CINCINNATI BELL INC 8.75% 3/15/2018	50,465.00	51,625.00
30,000	CON EDISON CO OF NY 7.125% 12/1/2018	32,503.40	39,182.10
140,000	CROWN CASTLE INTL CORP 7.125% 11/1/2019	154,356.00	154,700.00
75,000	PLAINS EXPLORATION & PRO 7.625% 4/1/2020	80,631.00	83,625.00
150,000	FRONTIER COMMUNICATIONS CORP 8.5% 4/15/2020	152,985.00	172,500.00
50,000	PEABODY ENERGY 6.5% 9/15/2020	52,982.50	53,625.00
100,000	PLAINS EXPLORATION & PRO 6.625% 5/1/2021	101,250.00	110,125.00
100,000	AMERICAN TOWER CORP 4.7% 3/15/2022	107,352.00	110,641.00
100,000	US STEEL CORP 7.5% 3/15/2022	103,750.00	105,250.00
100,000	GOLDMAN SACHS GROUP 3% 8/16/2022	100,597.00	98,388.00
100,000	JPMORGAN STEP UP 4% 7/29/2025	107,100.00	105,090.00
100,000	CENTURYTEL ENTERPRISES SER D 7.2% 12/1/2025	110,170.11	105,633.00
	TOTAL	$ 1,735,246.20	$ 1,799,517.34

ROSALIND P. WALTER FOUNDATION
GRANT PAID 2012

DATE	CHECK #	TO	AMOUNT
1/4/2012	2216	NEW YORK HISTORICAL MUSEUM	10,000.00
1/4/2012	2217	NEW YORK HISTORICAL SOCIETY MUSEUM	25,000.00
1/18/2012	2220	PLANNED PARENTHOOD OF NY	1,000.00
1/18/2012	2218	PEN AMERICAN CTR	250.00
1/18/2012	2221	THE MORGAN LIBRARY & MUSEUM	25,000.00
2/17/2012	2222	WCARP	1,000.00
2/23/2012	2225	LINCOLN CENTER FOR THE PERFORMING ARTS	2,500.00
3/2/2012	2228	COMMUNITY FDN OF OYSTER BAY	750.00
3/17/2012	2229	LIU GEORGE POLK AWARDS	150.00
3/20/2012	2230	FOUNTAIN HOUSE	1,000.00
3/5/2012	2231	WAXR	15,000.00
3/25/2012	2232	CHESS IN THE SCHOOLS	10,000.00
4/11/2012	2234	THE ROCKEFELLER UNIVERSITY	500.00
4/10/2012	2235	SHELTERING ARMS	250.00
4/15/2012	2237	THE PALEY CTR FOR MEDIA	175,000.00
4/26/2012	2239	WNET THIRTEEN	1,130,000.00
4/15/2012	2241	THE NEW YORK HISTORICAL SOCIETY	1,000.00
4/24/2012	2242	AMERICAN MUSEUM OF NATURAL HISTORY	125,000.00
4/4/2012	2233	AMER MUSEUM OF NATURAL HISTORY	1,500.00
5/10/2012	2247	GRENVILLE BAKER BOYS & GIRLS	10,000.00
4/15/2012	2236	JUNIOR TENNIS FOUDATION	350.00
5/3/2012	2243	SPORTS & ARTS IN SCHOOLS	250.00
5/10/2012	2248	COMMUNITY FDN OF OYSTER BAY	250.00
5/17/2012	2249	MARILYN MEFFAT CHAIR	1,000.00
5/17/2012	2250	STEAMBOAT FOUNDATION	1,000.00
5/17/2012	2251	THE NATURE CONSERVANCY	100.00
8/27/2012	2252	THE ART STUDENTS LEAGUE	750.00
11/13/2012	2253	THE MEMORIAL SLOAN KETTERING	15.00
11/6/2012	2254	NEW YORK JUNIOR TENNIS & LEARN	1,000.00
12/9/2012	2255	WMET	250,000.00
12/9/2012	2256	NORTH SHORE WILDLIFE SANCTUARY	1,000.00
12/9/2012	2258	YHE MORGAN LIBRARY & MUSEUM	25,000.00
12/15/2012	2262	AMERICAN MUSEUM OF NATURAL HISTORY	125,000.00
		TOTAL	1,940,615.00

OTHER INCOME PRODUCING ACTIVITIES
DIVIDENDS/INTEREST FROM SECURITIES.

CITIGROUP GLOBAL MKTS INC - INTEREST	$	149,459.
CITIGROUP GLOBAL MKTS INC - INTEREST PAID		-17,939.
TOTAL	$	131,520.