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

2012

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

For calendar year 2012 or tax year beginning

, and ending

Name of foundation

THE RONALD P. AND SUSAN E. LYNCH FOUNDATION
FOUNDATION, C/O MILTON KAIN

Number and street (or P O box number if mail is not delivered to street address)

KATTEN MUCHIN ROSENMAN LLP, 575 MADISON

A Employer identification number

13-6863977

City or town, state, and ZIP code

NEW YORK, NY 10022-2588

G Check all that apply: Initial return Initial return of a former public charity
 Final return Amended return
 Address change Name changeH Check type of organization: Section 501(c)(3) exempt private foundation
 Section 4947(a)(1) nonexempt charitable trust Other taxable private foundationI Fair market value of all assets at end of year **► \$ 14,216,445.** (Part I, column (d) must be on cash basis)
(from Part II, col. (c), line 16) J Accounting method: Cash Accrual
 Other (specify) _____

B Telephone number

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 ►

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)
1 Contributions, gifts, grants, etc., received		2,000,000.		N/A	
2 Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B Interest on savings and temporary cash investments					
3 Dividends and interest from securities		12.	12.		STATEMENT 1
5a Gross rents		147,599.	147,599.		STATEMENT 2
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10 Gross sales price for all assets on line 6a	549,629.	142,235.			
7 Capital gain net income (from Part IV, line 2)		142,235.		RECEIVED	
8 Net short-term capital gain				12	10
9 Income modifications Gross sales less returns and allowances				12 APR 6 2012	10
b Less Cost of goods sold				12 APR 6 2012	10
c Gross profit or (loss)					
11 Other income				10 APR 6 2012	10
12 Total. Add lines 1 through 11		2,289,846.	289,846.		
13 Compensation of officers, directors, trustees, etc		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees	STMT 3	11,800.	1,180.		9,440.
c Other professional fees					
17 Interest					
18 Taxes	STMT 4	6,123.	0.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses					
24 Total operating and administrative expenses. Add lines 13 through 23		17,923.	1,180.		9,440.
25 Contributions, gifts, grants paid		539,700.			539,700.
26 Total expenses and disbursements. Add lines 24 and 25		557,623.	1,180.		549,140.
27 Subtract line 26 from line 12.		1,732,223.			
a Excess of revenue over expenses and disbursements					
b Net investment income (if negative, enter -0-)			288,666.		
c Adjusted net income (if negative, enter -0-)				N/A	

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12-05-12 LHA For Paperwork Reduction Act Notice, see instructions.

Form 990-PF (2012)

THE RONALD P. AND SUSAN E. LYNCH FOUNDAT
FOUNDATION, C/O MILTON KAIN

Form 990-PF (2012)

13-6863977

Page 2

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing		<2,372. >	<8,683. >	<8,683. >
	2 Savings and temporary cash investments				
	3 Accounts receivable ►				
	Less: allowance for doubtful accounts ►				
	4 Pledges receivable ►				
	Less allowance for doubtful accounts ►				
	5 Grants receivable				
	6 Receivables due from officers, directors, trustees, and other disqualified persons				
	7 Other notes and loans receivable ►				
	Less, allowance for doubtful accounts ►				
	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges				
	10a Investments - U.S. and state government obligations				
	b Investments - corporate stock				
	c Investments - corporate bonds				
	11 Investments land, buildings, and equipment basis ►				
	Less accumulated depreciation ►				
	12 Investments - mortgage loans				
	13 Investments - other	STMT 5	11,816,977.	13,555,509.	14,225,128.
	14 Land, buildings, and equipment: basis ►				
	Less accumulated depreciation ►				
	15 Other assets (describe ►)				
	16 Total assets (to be completed by all filers)		11,814,605.	13,546,826.	14,216,445.
Liabilities	17 Accounts payable and accrued expenses				
	18 Grants payable				
	19 Deferred revenue				
	20 Loans from officers, directors, trustees, and other disqualified persons				
	21 Mortgages and other notes payable				
	22 Other liabilities (describe ►)				
	23 Total liabilities (add lines 17 through 22)		0.	0.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ► <input type="checkbox"/>				
	and complete lines 24 through 26 and lines 30 and 31				
	24 Unrestricted				
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/>				
	and complete lines 27 through 31.				
	27 Capital stock, trust principal, or current funds		0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds		11,814,603.	13,546,826.	
	30 Total net assets or fund balances		11,814,603.	13,546,826.	
	31 Total liabilities and net assets/fund balances		11,814,603.	13,546,826.	

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	11,814,603.
2 Enter amount from Part I, line 27a	2	1,732,223.
3 Other increases not included in line 2 (itemize) ►	3	0.
4 Add lines 1, 2, and 3	4	13,546,826.
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	13,546,826.

223511
12-05-12

Form 990-PF (2012)

THE RONALD P. AND SUSAN E. LYNCH FOUNDAT

Form 990-PF (2012)

FOUNDATION, C/O MILTON KAIN

13-6863977

Page 3

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a PUBLICLY TRADED SECURITIES			P	VARIOUS	VARIOUS
b CAPITAL GAIN DISTRIBUTIONS			P	VARIOUS	VARIOUS
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 402,500.		407,394.	<4,894. >		
b 147,129.			147,129.		
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col (h))		
(i) 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			<4,894. >		
b			147,129.		
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	142,235.	
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	461,186.	12,035,738.	.038318
2010	499,905.	10,785,481.	.046350
2009	447,161.	8,841,536.	.050575
2008	429,535.	11,308,326.	.037984
2007	660,366.	13,215,841.	.049968
2 Total of line 1, column (d)			2 .223195
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 .044639
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5			4 12,142,334.
5 Multiply line 4 by line 3			5 542,022.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 2,887.
7 Add lines 5 and 6			7 544,909.
8 Enter qualifying distributions from Part XII, line 4			8 549,140.

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.

THE RONALD P. AND SUSAN E. LYNCH FOUNDAT
FOUNDATION, C/O MILTON KAIN

Form 990-PF (2012)

13-6863977 Page 4

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter "N/A" on line 1	1 2 3 4 5	2,887. 0. 2,887. 0. 2,887.
b	Date of ruling or determination letter _____ (attach copy of letter if necessary-see instructions)		
c	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		
d	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		
3	Add lines 1 and 2		
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		
6	Credits/Payments		
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a 6b 6c 6d	4,404.
b	Exempt foreign organizations - tax withheld at source		
c	Tax paid with application for extension of time to file (Form 8868)		
d	Backup withholding erroneously withheld		
7	Total credits and payments. Add lines 6a through 6d		7 4,404.
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached		
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		8 9
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		10 1,517.
11	Enter the amount of line 10 to be: Credited to 2013 estimated tax ►	11	1,517. Refunded ► 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)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>	1b	X
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. ► \$ <u>0.</u> (2) On foundation managers. ► \$ <u>0.</u>		
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ <u>0.</u>		
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>	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? <i>If "Yes," attach a conformed copy of the changes</i>	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	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>	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? <i>If "Yes," complete Part II, col. (c), and Part XV</i>	7	X
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ►		
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

Form 990-PF (2012)

223531
12-05-12

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4
2012.03030 THE RONALD P. AND SUSAN E. 57B02Z1

THE RONALD P. AND SUSAN E. LYNCH FOUNDAT
FOUNDATION, C/O MILTON KAIN

Form 990-PF (2012)

13-6863977

Page 5

Part VII-A Statements Regarding Activities (continued)

11		X
12		X
13	X	
Website address ► N/A		
14	The books are in care of ► SUSAN LYNCH	Telephone no. ►
Located at ► C/O MILTON KAIN, KATTEN MUCHIN ROSENMAN LLP, 575 ZIP+4 ► 10022-2588		
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	
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ►	

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/>	Yes <input checked="" type="checkbox"/> No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/>	Yes <input checked="" type="checkbox"/> No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/>	Yes <input checked="" type="checkbox"/> No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/>	Yes <input checked="" type="checkbox"/> No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/>	Yes <input checked="" type="checkbox"/> No
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/>	Yes <input checked="" type="checkbox"/> No
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A ►	
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?	<input type="checkbox"/>	Yes <input checked="" type="checkbox"/> 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	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► _____, _____, _____, _____, _____	2b X	
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No
b If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.)	3b X	
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	

Form 990-PF (2012)

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12-05-12

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5

2012.03030 THE RONALD P. AND SUSAN E. 57B02Z1

THE RONALD P. AND SUSAN E. LYNCH FOUNDAT
FOUNDATION, C/O MILTON KAIN

Form 990-PF (2012)

13-6863977

Page 6

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))?
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?
- (3) Provide a grant to an individual for travel, study, or other similar purposes?
- (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)?
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

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)?

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?

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?

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

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?

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

Yes No

Yes No

Yes No

Yes No

Yes No

N/A

5b

Yes No

Yes No

6b

X

Yes No

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
SUSAN E. LYNCH C/O MILTON KAIN, KATTEN MUCHIN ROSENTHAL NEW YORK, NY 10022-2588	TRUSTEE 0.00	0.	0.	0.
CHARLES R. LYNCH C/O MILTON KAIN, KATTEN MUCHIN ROSENTHAL NEW YORK, NY 10022-2588	TRUSTEE 0.00	0.	0.	0.

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

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

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

► 0

Form 990-PF (2012)

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6
2012.03030 THE RONALD P. AND SUSAN E. 57B02Z1

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
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 NOT APPLICABLE	
	0.
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 NONE	
	0.
2	
3	
Total. Add lines 1 through 3 ►	0.

Form 990-PF (2012)

THE RONALD P. AND SUSAN E. LYNCH FOUNDAT
FOUNDATION, C/O MILTON KAIN

Form 990-PF (2012)

13-6863977 Page 8

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 12,304,654.
b	Average of monthly cash balances	1b 22,589.
c	Fair market value of all other assets	1c
d	Total (add lines 1a, b, and c)	1d 12,327,243.
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 12,327,243.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4 184,909.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5 12,142,334.
6	Minimum investment return. Enter 5% of line 5	6 607,117.

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	1 607,117.
2a	Tax on investment income for 2012 from Part VI, line 5	2a 2,887.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b
c	Add lines 2a and 2b	2c 2,887.
3	Distributable amount before adjustments Subtract line 2c from line 1	3 604,230.
4	Recoveries of amounts treated as qualifying distributions	4 0.
5	Add lines 3 and 4	5 604,230.
6	Deduction from distributable amount (see instructions)	6 0.
7	Distributable amounts adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7 604,230.

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 549,140.
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	4 549,140.
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 2,887.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6 546,253.

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

Form 990-PF (2012)

223571
12-05-12

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8
2012.03030 THE RONALD P. AND SUSAN E. 57B02Z1

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				604,230.
2 Undistributed income, if any, as of the end of 2012			0.	
a Enter amount for 2011 only				
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2012.				
a From 2007	660,366.			
b From 2008	429,535.			
c From 2009	447,161.			
d From 2010	499,905.			
e From 2011	461,186.			
f Total of lines 3a through e	2,498,153.			
4 Qualifying distributions for 2012 from Part XII, line 4 ► \$	549,140.		0.	
a Applied to 2011, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions) **	549,140.			
d Applied to 2012 distributable amount	0.			0.
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))	604,230.			604,230.
6 Enter the net total of each column as indicated below:	2,443,063.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		0.		
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	56,136.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	2,386,927.			
10 Analysis of line 9:				
a Excess from 2008	429,535.			
b Excess from 2009	447,161.			
c Excess from 2010	499,905.			
d Excess from 2011	461,186.			
e Excess from 2012	549,140.			

** SEE STATEMENT 6

Form 990-PF (2012)

THE RONALD P. AND SUSAN E. LYNCH FOUNDAT
FOUNDATION, C/O MILTON KAIN

13-6863977 Page 11

Form 990-PF (2012)

Part XV **Supplementary Information** (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<i>a Paid during the year</i>				
BE A STUDENT'S FRIEND		501(C)(3)	SUPPORT ORGANIZATION'S PROGRAMS & ACTIVITIES	13,300.
BRUNSWICK SCHOOL		501(C)(3)	SUPPORT ORGANIZATION'S PROGRAMS & ACTIVITIES	5,000.
CONNECTICUT COLLEGE		501(C)(3)	SUPPORT ORGANIZATION'S PROGRAMS & ACTIVITIES	100,000.
CORNELL - ANNUAL FUND		501(C)(3)	SUPPORT ORGANIZATION'S PROGRAMS & ACTIVITIES	25,000.
CORNELL - LYNCH FUND FOR ATHLETICS		501(C)(3)	SUPPORT ORGANIZATION'S PROGRAMS & ACTIVITIES	75,000.
Total	SEE CONTINUATION SHEET(S)		► 3a	539,700.
<i>b Approved for future payment</i>				
NONE				
Total			► 3b	0.

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Form 990-PF (2012)

THE RONALD P. AND SUSAN E. LYNCH FOUNDAT
FOUNDATION, C/O MILTON KAIN

13-6863977

Part XV | Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
CORNELL UNIVERSITY - JOHNSON MUSEUM		501(C)(3)	SUPPORT ORGANIZATION'S PROGRAMS & ACTIVITIES	10,000.
CORNELL UNIVERSTIY - VET SCHOOL ANNUAL FUND		501(C)(3)	SUPPORT ORGANIZATION'S PROGRAMS & ACTIVITIES	5,000.
CORNELL UNIVERSITY		501(C)(3)	SUPPORT ORGANIZATION'S PROGRAMS & ACTIVITIES	55,400.
DELTA SOCIETY		501(C)(3)	SUPPORT ORGANIZATION'S PROGRAMS & ACTIVITIES	2,500.
FOUNDATION FOR CANCER RESEARCH		501(C)(3)	SUPPORT ORGANIZATION'S PROGRAMS & ACTIVITIES	10,000.
GREENWICH COUNTRY DAY SCHOOL		501(C)(3)	SUPPORT ORGANIZATION'S PROGRAMS & ACTIVITIES	45,000.
HARTWICK COLLEGE - ANNUAL FUND AND ATHLETIC CAMPAIGN		501(C)(3)	SUPPORT ORGANIZATION'S PROGRAMS & ACTIVITIES	85,000.
HILLSBOROUGH SCHOOL FOUNDATION		501(C)(3)	SUPPORT ORGANIZATION'S PROGRAMS & ACTIVITIES	5,000.
NAMI		501(C)(3)	SUPPORT ORGANIZATION'S PROGRAMS & ACTIVITIES	2,500.
OUR LADY OF ANGELS PARISH		501(C)(3)	SUPPORT ORGANIZATION'S PROGRAMS & ACTIVITIES	1,000.
Total from continuation sheets				321,400.

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05-01-12

THE RONALD P. AND SUSAN E. LYNCH FOUNDAT
FOUNDATION, C/O MILTON KAIN

13-6863977

Part XV | Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
PENINSULA FAMILY SERVICE		501(C)(3)	SUPPORT ORGANIZATION'S PROGRAMS & ACTIVITIES	1,500.
PUTNAM INDIAN FIELD SCHOOL		501(C)(3)	SUPPORT ORGANIZATION'S PROGRAMS & ACTIVITIES	2,500.
RECTORY SCHOOL		501(C)(3)	SUPPORT ORGANIZATION'S PROGRAMS & ACTIVITIES	5,000.
SAINT IGNATIUS		501(C)(3)	SUPPORT ORGANIZATION'S PROGRAMS & ACTIVITIES	5,000.
SAINT JOHN'S UNIVERSITY		501(C)(3)	SUPPORT ORGANIZATION'S PROGRAMS & ACTIVITIES	5,000.
SAINT MICHAEL'S CHURCH		501(C)(3)	SUPPORT ORGANIZATION'S PROGRAMS & ACTIVITIES	10,000.
SALISBURY SCHOOL		501(C)(3)	SUPPORT ORGANIZATION'S PROGRAMS & ACTIVITIES	65,000.
SECOND HARVEST FOOD BANK		501(C)(3)	SUPPORT ORGANIZATION'S PROGRAMS & ACTIVITIES	1,000.
WINDWARD SCHOOL		501(C)(3)	SUPPORT ORGANIZATION'S PROGRAMS & ACTIVITIES	5,000.
Total from continuation sheets				

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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
	(a) Business code	(b) Amount	(c) Exclu- sion 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			14	12.	
4 Dividends and interest from securities			14	147,599.	
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	142,235.	
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)		0.		289,846.	0.
13 Total. Add line 12, columns (b), (d), and (e)				13	289,846.
(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).
	NOT APPLICABLE

THE RONALD P. AND SUSAN E. LYNCH FOUNDATION
FOUNDATION, C/O MILTON KAIN

Form 990-PF (2012)

FOUNDATION, C/O MILTON KAIN

13-6863977

Page 13

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

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (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
- (2) Other assets

b Other transactions:

- (1) Sales of assets to a noncharitable exempt organization
- (2) Purchases of assets from a noncharitable exempt organization
- (3) Rental of facilities, equipment, or other assets
- (4) Reimbursement arrangements
- (5) Loans or loan guarantees
- (6) Performance of services or membership or fundraising solicitation

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees

d If the answer to any of the above is "Yes," complete the following schedule. 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.

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

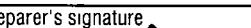
b If "Yes," complete the following schedule.

(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

May the IRS discuss this return with the preparer shown below (see instr.)?

Signature of officer or trustee		Date	Title		
Paid Preparer Use Only	Print/Type preparer's name LAWRENCE F. MONTAGUE	Preparer's signature 	Date 4/11/13	Check <input type="checkbox"/> if self-employed	PTIN
	Firm's name ► DELOITTE TAX LLP			Firm's EIN ► 86-1065772	
	Firm's address ► 333 LUDLOW STREET; P.O. BOX 10098 STAMFORD, CT 06904-2098			Phone no. 203-708-4000	

Form 990-PF (2012)

223622
12-05-12

THE RONALD P. AND SUSAN E. LYNCH FOUNDAT

13-6863977

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
CONNECTICUT COMMUNITY BANK	12.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	12.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
LORD ABBETT	147,599.	0.	147,599.
TOTAL TO FM 990-PF, PART I, LN 4	147,599.	0.	147,599.

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
DELOITTE TAX LLP	11,800.	1,180.		9,440.
TO FORM 990-PF, PG 1, LN 16B	11,800.	1,180.		9,440.

FORM 990-PF TAXES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ESTIMATED PAYMENTS 2011 TAX DUE	4,404. 1,719.	0. 0.		0. 0.
TO FORM 990-PF, PG 1, LN 18	6,123.	0.		0.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	5
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
AFFILIATED FUND	COST	2,161,628.	2,133,163.
ALL VALUE FUND A	COST	1,591,300.	1,783,116.
BOND-DEBENTURE FUND	COST	1,477,616.	1,302,579.
BZL, INC.	COST	262,378.	0.
DEVELOPING GROWTH FUND	COST	720,457.	808,881.
GROWTH OPPORTUNITIES	COST	1,138,187.	1,141,807.
MID-CAP VALUE FUND	COST	3,081,650.	3,594,012.
SMALL CAP BLEND	COST	308,982.	316,438.
SMALL CAP VALUE	COST	2,730,719.	3,068,826.
US GOV'T MONEY MARKET FUND	COST	82,592.	76,306.
TOTAL TO FORM 990-PF, PART II, LINE 13		13,555,509.	14,225,128.

FORM 990-PF

ELECTION UNDER REGULATIONS SECTION
53.4942(A)-3(D)(2) TO TREAT
EXCESS QUALIFYING DISTRIBUTIONS
AS DISTRIBUTIONS OUT OF CORPUS

STATEMENT 6

PURSUANT TO IRC SEC. 4942(H)(2) AND REG. 53.4942(A)-3(D)(2), THE
RONALD P. AND SUSAN E. LYNCH FOUNDATION, INC. HEREBY ELECTS TO TREAT
CURRENT YEAR QUALIFYING DISTRIBUTIONS IN EXCESS OF THE IMMEDIATELY
PRECEDING TAX YEAR'S UNDISTRIBUTED INCOME AS BEING MADE OUT OF CORPUS.