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 , 2012, and ending , 20

Name of foundation: THE ALFA FOUNDATION

A Employer identification number: 13-7228276

Number and street (or P O box number if mail is not delivered to street address): 240 GREENWICH AVENUE, 3RD FLOOR

Room/suite:

B Telephone number (see instructions): (203) 422-2181

City or town, state, and ZIP code: GREENWICH, CT 06830

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 ☒ 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)* ▶ $ 15,449,688.

J Accounting method ☒ Cash ☐ 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) (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 (attach schedule)	10,000,000.			
2 Check ▶ ☐ if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	204,845.	203,300.		ATCH 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	102,587.			
b Gross sales price for all assets on line 6a 4,598,294.				
7 Capital gain net income (from Part IV, line 2)		102,587.		
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) (attach schedule)				
11 Other income (attach schedule) ATCH 2	6,163.	126.		
12 **Total.** Add lines 1 through 11	10,313,595.	306,013.		
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 schedule) ATCH 3	11,200.			11,200.
c Other professional fees (attach schedule)				
17 Interest ATCH 4	12.	12.		
18 Taxes (attach schedule) (see instructions) ATCH 5	2,197.	2,197.		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule) ATCH 6	18,858.	18,857.		
24 **Total operating and administrative expenses.** Add lines 13 through 23	32,267.	21,066.		11,200.
25 Contributions, gifts, grants paid	1,473,333.			1,473,333.
26 **Total expenses and disbursements** Add lines 24 and 25	1,505,600.	21,066.	0	1,484,533.
27 Subtract line 26 from line 12				
a **Excess of revenue over expenses and disbursements**	8,807,995.			
b **Net investment income** (if negative, enter -0-)		284,947.		
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 (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	2,672,304.	7,265,575.	7,265,575.
	3 Accounts receivable ▶ 4,144.			
	Less allowance for doubtful accounts ▶		4,144.	4,144.
	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 schedule) ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments - U S and state government obligations (attach schedule) **	1,193,194.		
	b Investments - corporate stock (attach schedule) ATCH 8	1,525,873.	6,143,185.	6,208,664.
	c Investments - corporate bonds (attach schedule) ATCH 9	1,147,333.	1,965,610.	1,971,305.
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	12 Investments - mortgage loans			
	13 Investments - other (attach schedule) ATCH 10	30,391.		
	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)	6,569,095.	15,378,514.	15,449,688.
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 (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	6,387,849.	6,569,095.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	181,246.	8,809,419.	
	30 Total net assets or fund balances (see instructions)	6,569,095.	15,378,514.	
	31 Total liabilities and net assets/fund balances (see instructions)	6,569,095.	15,378,514.	

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	6,569,095.
2	Enter amount from Part I, line 27a	2	8,807,995.
3	Other increases not included in line 2 (itemize) ▶ ATCH 11	3	2,480.
4	Add lines 1, 2, and 3	4	15,379,570.
5	Decreases not included in line 2 (itemize) ▶ ATCH 12	5	1,056.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	15,378,514.

**ATCH 7

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	SEE PART IV SCHEDULE			
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

	(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				

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	102,587.
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	0

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	866,234.	6,743,223.	0.128460
2010	1,567,500.	6,163,947.	0.254301
2009	2,063,333.	7,863,799.	0.262384
2008	1,663,333.	9,493,692.	0.175204
2007	1,785,334.	2,455,461.	0.727087

2	Total of line 1, column (d)	2	1.547436
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	0.309487
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	11,158,067.
5	Multiply line 4 by line 3	5	3,453,277.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	2,849.
7	Add lines 5 and 6	7	3,456,126.
8	Enter qualifying distributions from Part XII, line 4	8	1,484,533.

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			1	5,699.
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col. (b)				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			2	
3	Add lines 1 and 2			3	5,699.
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	5,699.
6	Credits/Payments				
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	3,255.		
b	Exempt foreign organizations - tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c	6,000.		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	9,255.
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	3,556.
11	Enter the amount of line 10 to be **Credited to 2013 estimated tax** ▶ 3,556. **Refunded** ▶			11	

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 the 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 ▶ $ ____________ (2) On foundation managers ▶ $ ____________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ____________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?	2		X
	If "Yes," attach a detailed description of the activities			
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		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5		X
	If "Yes," attach the statement required by General Instruction T			
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) ▶ CT,			
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)*

		Line	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 ▶ BARBARA BRAKMAN Telephone no ▶ (203)422-2181
Located at ▶240 GREENWICH AVENUE GREENWICH, CT ZIP+4 ▶ 06830

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 |

		Line	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.	Line	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		
	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)	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)*	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)*

		Yes	No
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**		
	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? ☐ 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? **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
ATCH 13		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 ▶

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

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 NONE	
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 NONE	
2	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3 ▶	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities	1a	6,830,651.
b	Average of monthly cash balances	1b	4,497,336.
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	11,327,987.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	11,327,987.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	169,920.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	11,158,067.
6	**Minimum investment return.** Enter 5% of line 5	6	557,903.

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	557,903.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	5,699.		
b	Income tax for 2012 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	5,699.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	552,204.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	552,204.
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	552,204.

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	1,484,533.
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	1,484,533.
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	0
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	1,484,533.

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				552,204.
2	Undistributed income, if any, as of the end of 2012				
a	Enter amount for 2011 only				
b	Total for prior years 20 10 ,20 09 ,20 08				
3	Excess distributions carryover, if any, to 2012				
a	From 2007 1,664,786.				
b	From 2008 1,193,009.				
c	From 2009 1,670,257.				
d	From 2010 1,259,359.				
e	From 2011 530,048.				
f	**Total** of lines 3a through e	6,317,459.			
4	Qualifying distributions for 2012 from Part XII, line 4 ▶ $ 1,484,533.				
a	Applied to 2011, but not more than line 2a				
b	Applied to undistributed income of prior years (Election required - see instructions)				
c	Treated as distributions out of corpus (Election required - see instructions)				
d	Applied to 2012 distributable amount				552,204.
e	Remaining amount distributed out of corpus	932,329.			
5	Excess distributions carryover applied to 2012 *(If an amount appears in column (d), the same amount must be shown in column (a).)*				
6	**Enter the net total of each column as indicated below:**				
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5	7,249,788.			
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				
d	Subtract line 6c from line 6b Taxable amount - see instructions				
e	Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount - see instructions				
f	Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8	Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)	1,664,786.			
9	**Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a	5,585,002.			
10	Analysis of line 9				
a	Excess from 2008 1,193,009.				
b	Excess from 2009 1,670,257.				
c	Excess from 2010 1,259,359.				
d	Excess from 2011 530,048.				
e	Excess from 2012 932,329.				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) NOT APPLICABLE

1a 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
2a 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))

N/A

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

N/A

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

Check here ▶ [X] 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*				
ATCH 14				
Total . . . . . . ▶ **3a**				1,473,333.
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	204,845.	
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	102,587.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b ATCH 15		-2,126.		8,289.	
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		-2,126.		315,721.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 313,595.

(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)
00	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	1a(1)		
	(2) Other assets	1a(2)		
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		
	(3) Rental of facilities, equipment, or other assets	1b(3)		
	(4) Reimbursement arrangements	1b(4)		
	(5) Loans or loan guarantees	1b(5)		
	(6) Performance of services or membership or fundraising solicitations	1b(6)		
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		

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		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 of officer or trustee: [signature] Date: 8/6/2013 Title: Executive Director

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
EVELYN M. CAPASSAKIS	[signature]	08/01/2013		P00737438

Firm's name ▶ PRICEWATERHOUSECOOPERS LLP — Firm's EIN ▶ 13-4008324

Firm's address ▶ 300 MADISON AVENUE NEW YORK, NY 10017 — Phone no 646-471-3000

JSA
2E1493 1 000
OD8053 2532

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
THE ALFA FOUNDATION

Employer identification number
13-7228276

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)

Name of organization THE ALFA FOUNDATION

Employer identification number 13-7228276

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	ALI FAYED, C/O THE ALFA FOUNDATION 240 GREENWICH AVENUE, 3RD FLOOR GREENWICH, CT 06830	$ 10,000,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)

Name of organization THE ALFA FOUNDATION

Employer identification number 13-7228276

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
----		$	

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

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

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

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

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

Name of organization THE ALFA FOUNDATION

Employer identification number 13-7228276

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 the total of *exclusively* religious, charitable, etc., contributions of **$1,000 or less** for the year. (Enter this information once. See instructions.) ▶ $

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

(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

THE ALFA FOUNDATION 13-7228276

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL LONG-TERM COMMON TRUST FUND AND PARTNERSHIP, S CORPORATION, AND OTHER ESTATES OR TRUST GAIN OR LOSS					15.	
		TOTAL CAPITAL GAIN DISTRIBUTIONS					482.	
		HSBC #3780 SHORT TERM SECURITIES - SEE A					VAR	VAR
2,619,148.		2,586,095.					33,053.	
		HSBC #3780 LONG TERM SECURITIES - SEE AT					VAR	VAR
1,921,804.		1,859,385.					62,419.	
		DISPOSITION OF INTEREST IN ENTERPRISE PR					VAR	VAR
14,922.		14,233.					689.	
		DISPOSITION OF INTEREST IN KINDER MORGAN					VAR	VAR
10,661.		9,372.					1,289.	
		DISPOSITION OF INTEREST IN KINDER MORGAN					VAR	VAR
31,162.		26,522.					4,640.	
TOTAL GAIN(LOSS)							102,587.	

ATTACHMENT 1

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
HSBC A/C 3456 - INTEREST	309.	309.
HSBC A/C 3780 - INTEREST	41,545.	41,545.
HSBC A/C 3780 - TAX-EXEMPT INTEREST	1,545.	
HSBC A/C 3780 - DIVIDENDS	19,118.	19,118.
HSBC A/C 10970 - DIVIDENDS	142,292.	142,292.
KINDER MORGAN K-1 - INTEREST	24.	24.
KINDER MORGAN K-1 - QUALIFIED DIVIDENDS	12.	12.
TOTAL	204,845.	203,300.

THE ALFA FOUNDATION 13-7228276

ATTACHMENT 2

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
KINDER MORGAN K-1 ORDINARY BUS. INCOME	-1,842.	-1,842.
KINDER MORGAN K-1 ORDINARY GAIN	7,911.	7,911.
ENTERPRISE PRODUCT PTRS K-1 BUS. INCOME	-310.	-310.
ENTERPRISE PRODUCT PTRS K-1 ORD. GAIN	404.	404.
PRIOR YEAR DISALLOWED PASSIVE LOSS - KINDER MORGAN ENERY PARTNERS (100% DISPOSITION)		-6,037.
TOTALS	6,163.	126.

ATTACHMENT 3

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
PRICEWATERHOUSECOOPERS, LLP	11,200.			11,200.
TOTALS	11,200.			11,200.

ATTACHMENT 4

FORM 990PF, PART I - INTEREST EXPENSE

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
KINDER MORGAN K-1	12.	12.
TOTALS	12.	12.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES PAID: HSBC 3780	18.	18.
FOREIGN TAXES PAID: HSBC 10970	2,179.	2,179.
TOTALS	2,197.	2,197.

ATTACHMENT 6

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INVESTMENT MANAGEMENT FEES	18,858.	18,857.
TOTALS	18,858.	18,857.

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS

ATTACHMENT 7

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
HSBC ACCT #3780	NONE	NONE
US OBLIGATIONS TOTAL		

ATTACHMENT 8

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
HSBC ACCT #3780	NONE	NONE
HSBC ACCT #10970 - SEE ATTACH	6,143,185.	6,208,664.
TOTALS	6,143,185.	6,208,664.

ATTACHMENT 9

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
HSBC #3780	NONE	NONE
HSBC #10970 - SEE ATTACHED	1,965,610.	1,971,305.
TOTALS	1,965,610.	1,971,305.

ATTACHMENT 10

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
KINDER MORGAN - HSBC	NONE	NONE
TOTALS		

ATTACHMENT 11

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION	AMOUNT
PRIOR PERIOD ADJUSTMENT - DIVIDENDS ACCRUED IN 2011, PAID IN 2012 (HSBC A/C 3780)	2,480.
TOTAL	2,480.

ATTACHMENT 12

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION		AMOUNT
RETURN OF CAPITAL - RECLASSIFICATION OF PRIOR YEAR INCOME (HSBC A/C 3780)		1,056.
	TOTAL	1,056.

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 13

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION			
ALI FAYED 240 GREENWICH AVENUE 3RD FLOOR GREENWICH, CT 06830	TRUSTEE	0	0	0
LEE A. KUNTZ 599 LEXINGTON AVENUE NEW YORK, NY 10022	TRUSTEE	0	0	0
PIER STINY 240 GREENWICH AVENUE 3RD FLOOR GREENWICH, CT 06830	EXECUTIVE	0	0	0
BARBARA BRAKMAN 240 GREENWICH AVENUE 3RD FLOOR GREENWICH, CT 06830	EXECUTIVE	0	0	0
	GRAND TOTALS			

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 14

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
WATERSIDE SCHOOL DUNCAN EDWARDS, EXECUTIVE DIRECTOR 770 PACIFIC AVENUE STAMFORD, CT 06902	NONE SECTION 501(C)(3)	GENERAL CHARITABLE PURPOSES	333,333
TREY MCINTYRE PROJECT MR. JOHN MICHAEL SCHERT, EXECUTIVE DIRECTOR P O BOX 2698 BOISE, ID 83701	NONE SECTION 501(C)(3)	GENERAL CHARITABLE PURPOSE	5,000
FOOD BANK FOR NEW YORK CITY MARGARETTE PURVIS, PRESIDENT AND CEO 39 BROADWAY, 10TH FLOOR NEW YORK, NY 10006	NONE SECTION 501(C)(3)	GENERAL CHARITABLE PURPOSE	10,000
THE CROHN'S & COLITIS FOUNDATION OF AMERICA, INC 386 PARK AVE SOUTH, 17TH FLOOR NEW YORK, NY 10016	NONE SECTION 501(C)(3)	GENERAL CHARITABLE PURPOSE	25,000.
TRUSTEES OF COLUMBIA UNIVERSITY DONALD W LANDRY, MD, PHD, COLUMBIA UNIVERSITY DEPT. OF MEDICINE, 622 W 168TH ST, PH 8E SUITE 105 NEW YORK, NY 10032	NONE SECTION 501(C)(3)	GENERAL CHARITABLE PURPOSE	600,000
GREENWICH CAMPERSHIP FUND DEPT OF SOCIAL SERVICES, ALISON BRUSH TOWN OF GREENWICH, TOWN HALL, 101 FIELD POINT RD GREENWICH, CT 06830	NONE SECTION 501(C)(3)	GENERAL CHARITABLE PURPOSE	30,000

THE ALFA FOUNDATION 13-7228276

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 14 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
ST JUDE CHILDREN'S RESEARCH HOSPITAL 501 ST JUDE PLACE MEMPHIS, TN 38105	NONE SECTION 501(C)(3)	GENERAL CHARITABLE PURPOSE	50,000
AMERICAN RED CROSS (IN GREATER NEW YORK) MARY ANN DARLAK, SENIOR DIRECTOR OF DEVELOPMENT 520 WEST 49TH STREET NEW YORK, NY 10019	NONE SECTION 501(C)(3)	GENERAL CHARITABLE PURPOSE	150,000.
INTERNATIONAL CENTER FOR CLUBHOUSE DEVELOPMENT MR. JOEL. D CORCORAN, EXECUTIVE DIRECTOR 483 TENTH AVENUE, SUITE 525 NEW YORK, NY 10018	NONE SECTION 501(C)(3)	GENERAL CHARITABLE PURPOSE	20,000
BRUNSWICK SCHOOL THOMAS W. PHILIP, HEADMASTER 100 MAHER AVENUE GREENWICH, CT 06830	NONE SECTION 501(C)(3)	GENERAL CHARITABLE PURPOSE	250,000
		TOTAL CONTRIBUTIONS PAID	1,473,333.

FORM 990-PF, PART XVI-A - ANALYSIS OF OTHER REVENUE

ATTACHMENT 15

DESCRIPTION	BUSINESS CODE	AMOUNT	EXCLUSION CODE	AMOUNT	RELATED OR EXEMPT FUNCTION INCOME
KINDER MORGAN K-1 UBTI	900003	-1,818.			
KINDER MORGAN K-1 ORDINARY BUSINESS INCOME			32	-24.	
KINDER MORGAN K-1 ORDINARY GAIN			18	7,911.	
ENTERPRISE PRODUCT PTRS K-1 ORD. BUSINESS INCOME			32	-2.	
ENTERPRISE PRODUCT PTRS K-1 ORDINARY GAIN			18	404.	
ENTERPRISE PRODUCT PTRS K-1 UBTI	900003	-308.			
TOTALS		-2,126.		8,289.	

SCHEDULE D (Form 1041)

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

▶ Attach to Form 1041, Form 5227, or Form 990-T.
▶ Information about Schedule D (Form 1041) and its separate instructions is at *www.irs.gov/form1041*.

OMB No 1545-0092

2012

Name of estate or trust: THE ALFA FOUNDATION

Employer identification number: 13-7228276

Note: *Form 5227 filers need to complete only Parts I and II*

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a					

b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	35,031.
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	
4 Short-term capital loss carryover Enter the amount, if any, from line 9 of the 2011 Capital Loss Carryover Worksheet	4	( )
5 **Net short-term gain or (loss).** Combine lines 1a through 4 in column (f) Enter here and on line 13, column (3) on the back ▶	5	35,031.

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a					

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	67,059.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	15.
9 Capital gain distributions	9	482.
10 Gain from Form 4797, Part I	10	
11 Long-term capital loss carryover Enter the amount, if any, from line 14 of the 2011 Capital Loss Carryover Worksheet	11	( )
12 **Net long-term gain or (loss).** Combine lines 6a through 11 in column (f) Enter here and on line 14a, column (3) on the back ▶	12	67,556.

Part III Summary of Parts I and II **Caution:** *Read the instructions **before** completing this part.*		(1) Beneficiaries' (see instr)	(2) Estate's or trust's	(3) Total
13 **Net short-term gain or (loss)**	13			35,031.
14 **Net long-term gain or (loss):**				
a Total for year	14a			67,556.
b Unrecaptured section 1250 gain (see line 18 of the wrksht)	14b			
c 28% rate gain	14c			
15 **Total net gain or (loss).** Combine lines 13 and 14a ▶	15			102,587.

Note: *If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a) If lines 14a and 15, column (2), are net gains, go to Part V, and **do not** complete Part IV If line 15, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet**, as necessary*

Part IV Capital Loss Limitation

16 Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the **smaller** of
a The loss on line 15, column (3) **or b** $3,000 . . . 16 ( )

Note: *If the loss on line 15, column (3), is more than $3,000, **or** if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** in the instructions to figure your capital loss carryover*

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part **only** if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), **and** Form 1041, line 22, is more than zero

Caution: *Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if*

- *Either line 14b, col (2) or line 14c, col (2) is more than zero, or*
- *Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero*

Form 990-T trusts. Complete this part **only** if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, **and** Form 990-T, line 34, is more than zero Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if either line 14b, col (2) or line 14c, col (2) is more than zero

17	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)		17			
18	Enter the **smaller** of line 14a or 15 in column (2) but not less than zero	18				
19	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	19				
20	Add lines 18 and 19	20				
21	If the estate or trust is filing Form 4952, enter the amount from line 4g, otherwise, enter -0- ▶	21				
22	Subtract line 21 from line 20 If zero or less, enter -0-		22			
23	Subtract line 22 from line 17 If zero or less, enter -0-		23			
24	Enter the **smaller** of the amount on line 17 or $2,400		24			
25	Is the amount on line 23 equal to or more than the amount on line 24? ☐ **Yes.** Skip lines 25 and 26, go to line 27 and check the "No" box. ☐ **No.** Enter the amount from line 23		25			
26	Subtract line 25 from line 24		26			
27	Are the amounts on lines 22 and 26 the same? ☐ **Yes.** Skip lines 27 thru 30, go to line 31 ☐ **No.** Enter the smaller of line 17 or line 22		27			
28	Enter the amount from line 26 (If line 26 is blank, enter -0-)		28			
29	Subtract line 28 from line 27		29			
30	Multiply line 29 by 15% (15)				30	
31	Figure the tax on the amount on line 23 Use the 2012 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)				31	
32	Add lines 30 and 31				32	
33	Figure the tax on the amount on line 17 Use the 2012 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)				33	
34	**Tax on all taxable income.** Enter the **smaller** of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36)				34	

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SCHEDULE D-1 (Form 1041)

Department of the Treasury Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

▶ Information about Schedule D (Form 1041) and its separate instructions is at www.irs.gov/form1041.

OMB No 1545-0092

2012

Name of estate or trust: THE ALFA FOUNDATION

Employer identification number: 13-7228276

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a HSBC #3780 SHORT TERM SECURITIES - SEE ATTACHED			2,619,148.	2,586,095.	33,053.
DISPOSITION OF INTEREST IN ENTERPRISE PRODUCT PARTNE			14,922.	14,233.	689.
DISPOSITION OF INTEREST IN KINDER MORGAN ENERGY PART			10,661.	9,372.	1,289.

1b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 1b . . . . 35,031.

THE ALFA FOUNDATION 10-333780
Schedule D Detail of Short-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Short-term Gain/Loss
327. MARATHON PETROLEUM					
CORPROATION	04/25/2011	01/06/2012	10,190.22	13,630.57	-3,440.35
150. WPX ENERGY	04/25/2011	01/06/2012	2,608.38	2,567.91	40.47
25000. TOYOTA MTR C MTN					
3.891% 1/09/12	10/11/2011	01/09/2012	25,000.00	25,375.00	-375.00
45000. U.S. TREASURY NOTES					
2.250% 7/31/18	08/09/2011	01/11/2012	47,808.99	46,161.91	1,647.08
3315.66 FHLMC SER 3591 CMO					
2.000% 10/15/14	04/05/2011	01/15/2012	3,315.66	3,340.53	-24.87
970. AMERICAN EAGLE OUTFITTERS					
INC NEW	04/25/2011	01/17/2012	12,629.16	15,320.29	-2,691.13
445. CONSOLIDATED EDISON INC	04/25/2011	01/17/2012	26,397.20	22,627.94	3,769.26
440. ILLINOIS TOOL WKS INC	04/25/2011	01/17/2012	22,333.96	23,832.60	-1,498.64
505. SOUTHERN CO	04/25/2011	01/17/2012	22,770.01	19,301.29	3,468.72
15000. SOVEREIGN BANK					
2.75% 1/17/12	04/25/2011	01/17/2012	15,000.00	15,254.10	-254.10
5000. UNITED STATES TREASURY					
NOTE/BOND DTD 08/15/2011 2	09/22/2011	01/19/2012	5,107.23	5,137.89	-30.66
882.38 GNMA SER 33 CMO					
5.5% 12/20/31	04/06/2011	01/20/2012	882.38	904.44	-22.06
20000. BERKSHIRE HATHAWAY INC DTD					
01/31/2012 1.900% MTY 01/3	01/24/2012	01/24/2012	20,048.40	19,999.00	49.40
14991.75 UNITED STATES TREASURY	01/24/2012	02/01/2012	15,614.81	15,196.69	418.12
25000. GLAXOSMITHKLINE CAPITAL					
INC DTD 04/06/2004 4.375%	03/29/2011	02/02/2012	27,120.00	26,903.75	216.25
10000. UNITED STATES TREASURY					
NOTE/BOND DTD 08/15/2011 2	09/20/2011	02/03/2012	10,219.92	10,145.70	74.22
20000. EXPRESS SCRIPTS					
3.125% 5/15/16	04/27/2011	02/08/2012	20,581.18	19,919.40	661.78
25000. TARGET CORP DTD 07/14/2006					
5.875% MTY 07/15/2016	04/05/2011	02/09/2012	29,788.50	28,718.50	1,070.00
25000. BOEING CAP CORP					
6.50% 2/15/12	04/04/2011	02/15/2012	25,000.00	26,261.75	-1,261.75
3034.29 FHLMC SER 3591 CMO					
2.000% 10/15/14	04/05/2011	02/15/2012	3,034.29	3,057.05	-22.76
Totals					

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THE ALFA FOUNDATION 10-333780
Schedule D Detail of Short-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Short-term Gain/Loss
715.18 GNMA SER 33 CMO					
5.5% 12/20/31	04/06/2011	02/20/2012	715.18	733.06	-17.88
20000. UNITED STATES TREASURY					
NOTE/BOND DTD 11/15/2011 2	12/14/2011	02/23/2012	20,084.40	20,049.59	34.81
10000. PUERTO RICO ST					
3.448% 2/01/15	02/06/2012	02/27/2012	10,102.60	10,025.50	77.10
25000. DISNEY WALT CO					
6.375% 3/01/12	04/15/2011	03/01/2012	25,000.00	26,278.25	-1,278.25
5000. UNITED STATES TREASURY					
NOTE/BOND DTD 11/15/2011 2	11/18/2011	03/02/2012	5,019.73	4,991.21	28.52
10000. MORRIS CNTY NJ					
1.373% 8/15/12	04/27/2011	03/07/2012	10,045.90	10,000.00	45.90
20000. COCA-COLA CO/THE DTD					
03/14/2012 0.750% MTY 03/1	03/09/2012	03/09/2012	19,980.40	19,977.60	2.80
25000. FNMA					
0.6% 9/12/13	12/08/2011	03/12/2012	25,000.00	25,019.33	-19.33
10000. PRES&FEL HARVARD CLG					
5.000% 1/15/14	03/29/2011	03/12/2012	10,766.42	10,922.40	-155.98
40000. TVA					
3.875% 2/15/21	04/06/2011	03/14/2012	44,750.80	40,143.65	4,607.15
25000. COSTCO WHOLESALE					
5.3% 3/15/12	03/31/2011	03/15/2012	25,000.00	26,139.75	-1,139.75
2889.71 FHLMC SER 3591 CMO					
2.000% 10/15/14	04/05/2011	03/15/2012	2,889.71	2,911.38	-21.67
25000. H.J. HEINZ FINANCE					
6.000% 3/15/12	04/04/2011	03/15/2012	25,000.00	26,250.00	-1,250.00
939.89 GNMA SER 33 CMO					
5.5% 12/20/31	04/06/2011	03/20/2012	939.89	963.39	-23.50
20000. UNITED STATES TREASURY					
NOTE/BOND DTD 02/29/2012 0	03/20/2012	03/21/2012	19,729.69	19,704.07	25.62
5000. UNITED STATES TREASURY					
NOTE/BOND DTD 11/15/2011 2	12/07/2011	03/27/2012	4,933.98	4,969.34	-35.36
20000. UNITED STATES TREASURY					
NOTE/BOND DTD 03/31/2012 1	04/02/2012	04/03/2012	19,999.22	19,992.97	6.25
Totals					

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THE ALFA FOUNDATION 10-333780
Schedule D Detail of Short-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Short-term Gain/Loss
15000. AT&T CORP					
6.500% 3/15/13	04/18/2011	04/10/2012	15,726.00	16,324.50	-598.50
205. AT & T INC	04/25/2011	04/10/2012	6,238.27	6,279.15	-40.88
5000. ADOBE SYSTEMS INC DTD					
02/01/2010 3.250% MTY 02/0	08/04/2011	04/10/2012	5,264.35	5,292.50	-28.15
551. AMERICAN ELEC PWR INC	01/17/2012	04/10/2012	20,590.40	22,805.89	-2,215.49
20000. AMERICAN EXPRESS CREDIT					
DTD 03/26/2012 2.375% MTY	03/21/2012	04/10/2012	20,161.20	19,945.80	215.40
25000. ANHEUSER-BUSCH INBEV					
WORLDWIDE INC DTD 07/14/20	07/18/2011	04/10/2012	25,345.50	25,197.00	148.50
530. ANNALY MTG MGMT INC	04/25/2011	04/10/2012	8,310.21	9,306.80	-996.59
34. APPLE COMPUTER INC	02/13/2012	04/10/2012	21,813.91	17,001.07	4,812.84
15000. ASIAN DEV BANK DTD					
07/16/1998 5.593% MTY 07/1	07/26/2011	04/10/2012	17,816.55	17,250.00	566.55
210. AUTOMATIC DATA PROCESSING	04/25/2011	04/10/2012	11,394.34	11,159.65	234.69
15000. BELLSOUTH CORP DTD					
09/13/2004 5.200% MTY 09/1	03/05/2012	04/10/2012	16,442.40	16,610.46	-168.06
15000. BERKLEY (WR) CORPORATION					
DTD 03/16/2012 4.625% MTY	04/03/2012	04/10/2012	15,163.80	15,122.70	41.10
20000. BLACKROCK INC					
6.250% 9/15/17	04/18/2011	04/10/2012	24,230.00	23,156.40	1,073.60
190. BRINKER INTL INC	04/25/2011	04/10/2012	5,124.18	4,674.00	450.18
250. BRISTOL MYERS SQUIBB CO	04/25/2011	04/10/2012	8,202.31	6,957.50	1,244.81
40000. CAMPBELL SOUP CO DTD					
07/01/2009 3.375% MTY 08/1	03/01/2012	04/10/2012	42,343.20	42,694.35	-351.15
100. CANADIAN OIL SANDS LIMITED	04/25/2011	04/10/2012	2,017.95	3,348.00	-1,330.05
50. CATERPILLAR INC	04/25/2011	04/10/2012	5,112.39	5,412.00	-299.61
110. CHEVRONTEXACO CORP	04/25/2011	04/10/2012	11,271.45	11,746.90	-475.45
90. CHUBB CORP	04/25/2011	04/10/2012	6,211.66	5,624.10	587.56
25000. CHURCH & DWIGHT CO INC DTD					
12/15/2010 3.350% MTY 12/1	09/01/2011	04/10/2012	26,039.75	26,104.25	-64.50
25000. CISCO SYSTEMS INC DTD					
11/17/2009 4.450% MTY 01/1	04/15/2011	04/10/2012	28,652.00	25,732.92	2,919.08
40. CITIGROUP INC 7.500%					
CONVERTIBLE	04/25/2011	04/10/2012	3,921.66	4,991.17	-1,069.51
Totals					

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THE ALFA FOUNDATION 10-333780
Schedule D Detail of Short-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Short-term Gain/Loss
95. COCA COLA CO COM	04/25/2011	04/10/2012	6,872.15	6,415.35	456.80
50000. COCA-COLA CO/THE DTD					
03/14/2012 0.750% MTY 03/1	03/09/2012	04/10/2012	50,000.00	49,944.00	56.00
200. CONAGRA INC	04/25/2011	04/10/2012	5,181.88	4,810.00	371.88
170. CONOCOPHILLIPS	04/25/2011	04/10/2012	12,640.92	13,617.00	-976.08
25000. CONS ED OF NY					
5.625% 7/01/12	04/15/2011	04/10/2012	25,099.75	26,359.00	-1,259.25
155. CORPORATE OFFICE					
PROPERTIES TRUST	04/25/2011	04/10/2012	3,380.47	5,516.80	-2,136.33
20000. COSTCO WHOLESALE CORP DTD					
02/20/2007 5.500% MTY 03/1	08/17/2011	04/10/2012	23,937.40	23,819.20	118.20
5000. WALT DISNEY COMPANY/THE					
DTD 08/22/2011 2.750% MTY	08/17/2011	04/10/2012	5,030.30	4,935.85	94.45
125. DU PONT E I DE NEMOURS &	04/25/2011	04/10/2012	6,484.85	6,870.00	-385.15
20000. DUKE ENERGY CAROLINAS LLC					
DTD 06/07/2010 4.300% MTY	04/15/2011	04/10/2012	22,588.90	20,375.02	2,213.88
120. EMERSON ELEC CO	04/25/2011	04/10/2012	6,005.86	7,042.80	-1,036.94
299. ENTERPRISE PRODS PARTNERS					
L P UNITS	01/06/2012	04/10/2012	14,921.97	14,309.30	612.67
90. EXXON MOBIL CORP	04/25/2011	04/10/2012	7,470.73	7,741.80	-271.07
30000. FFCB					
1.050% 6/13/14	06/08/2011	04/10/2012	30,003.00	29,982.00	21.00
25000. FFCB					
1.04% 9/14/15	09/02/2011	04/10/2012	25,002.50	25,000.00	2.50
25000. FEDERAL HOME LOAN BANKS					
DTD 11/09/2007 5.250% MTY	09/09/2011	04/10/2012	31,297.25	31,059.50	237.75
25000. FEDERAL HOME LOAN BANKS					
DTD 03/16/2010 4.125% MTY	05/20/2011	04/10/2012	29,119.77	26,442.50	2,677.27
20000. FEDERAL HOME LOAN MORTGAGE					
CORP DTD 02/24/2012 0.850%	02/17/2012	04/10/2012	19,910.00	19,960.00	-50.00
10000. FEDERAL NATIONAL MORTGAGE					
ASSOCIATION DTD 01/18/2011	11/17/2011	04/10/2012	10,528.83	10,455.00	73.83
35000. FEDERAL NATIONAL MORTGAGE					
ASSOCIATION DTD 11/17/2011	11/15/2011	04/10/2012	35,232.40	34,998.95	233.45
Totals					

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THE ALFA FOUNDATION 10-333780
Schedule D Detail of Short-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Short-term Gain/Loss
30000. FEDERAL HOME LOAN MORTGAGE					
CORP DTD 07/08/2011 2.000%	08/29/2011	04/10/2012	31,361.70	31,051.80	309.90
30000. FEDERAL HOME LOAN MORTGAGE					
CORP DTD 01/13/2012 2.375%	02/06/2012	04/10/2012	30,046.20	29,934.53	111.67
470. GENERAL ELEC CORP	04/25/2011	04/10/2012	8,920.66	9,456.40	-535.74
15000. GENERAL ELECTRIC CAPITAL					
CORP DTD 09/16/2010 1.875%	08/08/2011	04/10/2012	15,219.04	15,158.25	60.79
20000. GOOGLE INC DTD 05/19/2011					
1.250% MTY 05/19/2014	05/16/2011	04/10/2012	20,313.80	19,995.40	318.40
160. HEINZ H J CO	04/25/2011	04/10/2012	8,467.01	8,076.80	390.21
240. HOME DEPOT INC	04/25/2011	04/10/2012	12,066.93	8,966.40	3,100.53
140. HONEYWELL INTL INC	04/25/2011	04/10/2012	8,014.53	8,449.00	-434.47
25000. HOWARD HUGHES MEDICAL					
INSTITUTE DTD 08/18/2009 3	04/27/2011	04/10/2012	26,255.25	26,452.00	-196.75
395. INTEL CORP	04/25/2011	04/10/2012	10,957.84	8,614.95	2,342.89
65. INTERNATIONAL BUSINESS					
MACHS CORP	04/25/2011	04/10/2012	13,292.85	10,939.50	2,353.35
85. ISHARES TR COHEN & STEERS					
REALTY MAJORS INDEX	04/25/2011	04/10/2012	6,326.41	6,121.70	204.71
400. J P MORGAN CHASE & CO	09/01/2011	04/10/2012	17,388.13	14,965.75	2,422.38
85. JOHNSON & JOHNSON	04/25/2011	04/10/2012	5,486.63	5,457.85	28.78
185. KLA-TENCOR CORP	04/25/2011	04/10/2012	9,831.20	7,947.60	1,883.60
110. KIMBERLY CLARK CORP	04/25/2011	04/10/2012	8,098.02	7,002.60	1,095.42
15000. KIMBERLY-CLARK CORP DTD	02/06/2012	04/10/2012	14,795.10	14,771.10	24.00
130. KINDER MORGAN ENERGY					
PARTNERS L P	04/25/2011	04/10/2012	10,660.77	9,970.00	690.77
525. LEXINGTON CORPORATE PPTYS	04/25/2011	04/10/2012	4,472.90	5,017.55	-544.65
115. LILLY ELI & CO	04/25/2011	04/10/2012	4,573.45	4,163.00	410.45
170. MARATHON OIL CORP	04/25/2011	04/10/2012	5,081.19	5,447.90	-366.71
125. MCDONALDS CORP	04/25/2011	04/10/2012	12,283.47	9,586.25	2,697.22
40000. MCDONALD'S CORP DTD					
02/29/2008 5.350% MTY 03/0	03/20/2012	04/10/2012	47,991.63	45,811.75	2,179.88
240. MERCK & CO INC	04/25/2011	04/10/2012	9,273.39	8,193.60	1,079.79
5000. MERRILL LYNCH					
6.050% 8/15/12	08/11/2011	04/10/2012	5,062.95	5,078.75	-15.80
Totals					

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THE ALFA FOUNDATION 10-333780
Schedule D Detail of Short-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Short-term Gain/Loss
260. MICROSOFT CORP	04/25/2011	04/10/2012	8,041.62	6,609.20	1,432.42
215. MORGAN STANLEY EMERGING	04/25/2011	04/10/2012	3,457.38	3,674.35	-216.97
100. NEXTERA ENERGY INC	04/25/2011	04/10/2012	6,230.23	5,560.00	670.23
80. PEPSICO INC	04/25/2011	04/10/2012	5,215.88	5,376.00	-160.12
10000. PETROHAWK ENERGY CORP DTD					
08/01/2009 10.500% MTY 08/	11/18/2011	04/10/2012	11,100.00	11,225.00	-125.00
520. PFIZER INC	04/25/2011	04/10/2012	11,616.54	10,389.60	1,226.94
95. T ROWE PRICE GROUP INC	04/25/2011	04/10/2012	6,013.36	6,011.60	1.76
25000. PRIVATE EXPORT FUNDING					
CORP DTD 08/14/2003 4.974%	04/20/2011	04/10/2012	26,516.25	27,243.25	-727.00
50000. PRIVATE EXPT FDG					
5.45% 9/15/17	04/20/2011	04/10/2012	60,673.50	57,019.50	3,654.00
70. PROCTER & GAMBLE CO	04/25/2011	04/10/2012	4,654.89	4,408.60	246.29
25000. PROCTER & GAMBLE CO/THE					
DTD 08/15/2011 1.450% MTY	10/14/2011	04/10/2012	25,369.75	24,952.59	417.16
862. PUBLIC SVC ENTERPRISE					
GROUP INC	01/17/2012	04/10/2012	25,040.53	26,446.16	-1,405.63
135. QUALCOMM INC	04/25/2011	04/10/2012	8,984.05	7,673.40	1,310.65
456. RAYTHEON CO	01/17/2012	04/10/2012	23,396.83	22,403.28	993.55
455. SARA LEE CORP	04/25/2011	04/10/2012	9,663.98	8,494.85	1,169.13
470. TAIWAN SEMICONDUCTOR MFG	04/25/2011	04/10/2012	6,960.54	5,851.50	1,109.04
20000. TARGET CORP DTD 07/16/2010					
3.875% MTY 07/15/2020	03/07/2012	04/10/2012	22,077.00	22,156.60	-79.60
210. TEXAS INSTRS INC	04/25/2011	04/10/2012	6,732.45	7,440.30	-707.85
60. 3M CO	04/25/2011	04/10/2012	5,143.68	5,641.80	-498.12
75. UNITED TECHNOLOGIES CORP	04/25/2011	04/10/2012	5,959.36	6,513.00	-553.64
180. VERIZON COMMUNICATIONS	04/25/2011	04/10/2012	6,704.85	6,649.20	55.65
695. WALGREEN CO	01/06/2012	04/10/2012	22,420.19	22,684.80	-264.61
990. WASTE MGMT INC DEL	04/25/2011	04/10/2012	34,391.82	38,174.40	-3,782.58
115. WILLIAMS COS INC	04/25/2011	04/10/2012	3,584.47	2,981.01	603.46
25000. XTO ENERGY INC SR NT					
7.5% 4/15/12	04/14/2011	04/10/2012	25,008.75	26,730.50	-1,721.75
25000. BHP BILLITON FIN USA LTD					
DTD 11/01/1993 6.750% MTY	05/13/2011	04/11/2012	27,125.00	28,238.45	-1,113.45
130. BARCLAYS BANK PLC 8.125%	04/25/2011	04/11/2012	3,277.73	3,417.70	-139.97
Totals					

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THE ALFA FOUNDATION 10-333780
Schedule D Detail of Short-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Short-term Gain/Loss
25000. BARCLAYS BANK PLC DTD 01/13/2011 VAR MTY 01/13/2	04/19/2011	04/11/2012	24,822.75	25,197.75	-375.00
175. CAPITAL ONE CAPITAL II 7.500% PREFERRED DUE 06/15	04/25/2011	04/11/2012	4,441.59	4,467.75	-26.16
693. CITIGROUP CAPITAL XVI 6.450% PREFERRED DUE 12/31	06/13/2011	04/11/2012	16,707.86	16,867.62	-159.76
205. COUNTRYWIDE CAPITAL V 7.000% PREFERRED DUE 11/01	04/25/2011	04/11/2012	4,872.49	5,130.15	-257.66
25000. GOLDMAN SACHS GROUP INC/THE DTD 07/22/2005 VAR	04/13/2011	04/11/2012	23,235.75	24,471.30	-1,235.55
20000. IRVINE RANCH WATER DIST JOINT POWERS AGENCY	04/27/2011	04/11/2012	20,569.00	20,300.00	269.00
1310. JP MORGAN HIGH YIELD SEL	04/25/2011	04/11/2012	10,283.50	11,004.00	-720.50
175. KEYCORP CAPITAL X 8.000%	04/25/2011	04/11/2012	4,452.93	4,564.00	-111.07
145. MORGAN STANLEY CAP TRUST	04/25/2011	04/11/2012	3,513.43	3,555.84	-42.41
10000. NEW JERSEY ECONOMIC DEV AUTH DTD 05/17/2010 VAR MT	06/28/2011	04/11/2012	9,985.60	9,990.00	-4.40
25000. NEW YORK NY 2.840% 10/01/16	04/13/2011	04/11/2012	26,277.50	24,495.53	1,781.97
5000. NEW YORK STATE URBAN DEV CORP DTD 12/08/2010 4.810%	12/13/2011	04/11/2012	5,640.55	5,684.30	-43.75
20000. ONTARIO ELECTRICITY FIN DTD 03/31/1993 7.450% MTY	03/26/2012	04/11/2012	21,322.00	21,416.40	-94.40
30000. ROYAL BANK OF CANADA DTD	04/12/2011	04/11/2012	29,946.03	30,000.00	-53.97
15000. SOUTHERN CALIFORNIA PUBLIC POWER AUTH DTD 09/15/1997	10/17/2011	04/11/2012	18,791.70	18,822.15	-30.45
130. SUNTRUST CAPITAL IX 7.875% PFD	04/25/2011	04/11/2012	3,327.65	3,419.30	-91.65
25000. SVENSK EXPORTKREDIT AB DTD 08/14/2009 VAR MTY 08/14/2	04/14/2011	04/11/2012	24,889.25	25,377.25	-488.00
25000. TEVA PHARMACEUTICAL FIN III BV DTD 03/21/2011 VAR	04/20/2011	04/11/2012	24,932.00	25,119.50	-187.50
25000. UNITED STATES TREASURY NOTE/BOND DTD 06/30/2010 2	04/27/2011	04/11/2012	26,964.85	24,978.51	1,986.34
Totals					

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THE ALFA FOUNDATION 10-333780
Schedule D Detail of Short-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Short-term Gain/Loss
25000. UNITED STATES TREASURY NOTE/BOND DTD 08/15/2010 2	06/02/2011	04/11/2012	26,753.91	24,479.56	2,274.35
25000. UNITED STATES TREASURY NOTE/BOND DTD 08/31/2010 1	04/27/2011	04/11/2012	25,614.26	24,546.30	1,067.96
15000. UNITED STATES TREASURY NOTE/BOND DTD 03/31/2011 2	04/18/2011	04/11/2012	15,940.43	15,127.15	813.28
5000. UNITED STATES TREASURY NOTE/BOND DTD 04/30/2011 2	05/02/2011	04/11/2012	5,262.31	4,999.22	263.09
10000. UNITED STATES TREASURY NOTE/BOND DTD 05/31/2011 1	06/09/2011	04/11/2012	10,425.39	10,093.36	332.03
10000. UNITED STATES TREASURY NOTE/BOND DTD 07/31/2011 1	08/10/2011	04/11/2012	10,318.36	10,305.86	12.50
5000. UNITED STATES TREASURY NOTE/BOND DTD 08/15/2011 2	11/02/2011	04/11/2012	5,078.32	5,032.42	45.90
25000. UNITED STATES TREASURY NOTE/BOND DTD 08/31/2011 1	09/12/2011	04/11/2012	25,373.05	25,311.52	61.53
10000. UNITED STATES TREASURY NOTE/BOND DTD 10/31/2011 1	11/02/2011	04/11/2012	10,091.80	10,048.05	43.75
45000. UNITED STATES TREASURY NOTE/BOND DTD 12/31/2011 1	01/11/2012	04/11/2012	45,126.56	45,110.74	15.82
20000. UNITED STATES TREASURY NOTE/BOND DTD 01/15/2012 0	01/25/2012	04/11/2012	19,917.97	19,961.80	-43.83
20000. UNITED STATES TREASURY INFLATION INDEXEDBOND	02/23/2012	04/11/2012	20,820.18	20,860.48	-40.30
Totals			2610811.00	2576454.00	34,357.00

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Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side	Employer identification number

Part II **Long-Term Capital Gains and Losses - Assets Held More Than One Year**

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a HSBC #3780 LONG TERM SECURITIES - SEE ATTACHED			1,921,804.	1,859,385.	62,419.
DISPOSITION OF INTEREST IN KINDER MORGAN ENERGY PART			31,162.	26,522.	4,640.

6b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 6b . . . . 67,059.

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THE ALFA FOUNDATION 10-333780

Schedule D Detail of Long-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
265. EXXON MOBIL CORP	04/04/2011	04/10/2012	21,997.15	22,342.50	-345.35
50000. FEDERAL HOME LOAN BANKS					
DTD 05/04/2004 5.375% MTY	04/05/2011	04/10/2012	62,212.00	56,609.25	5,602.75
25000. FEDERAL HOME LOAN BANKS					
DTD 05/02/2007 4.875% MTY	03/29/2011	04/10/2012	29,832.75	27,861.11	1,971.64
30000. FEDERAL HOME LOAN BANKS					
DTD 10/19/2007 5.000% MTY	04/05/2011	04/10/2012	36,210.30	33,665.65	2,544.65
50000. FHLB					
3.125% 12/13/13	03/29/2011	04/10/2012	52,311.50	52,393.50	-82.00
1360. GENERAL ELEC CORP	04/04/2011	04/10/2012	25,812.96	27,533.20	-1,720.24
26000. GOLDMAN SACHS GP					
3.25% 6/15/12	03/30/2011	04/10/2012	26,142.74	26,820.56	-677.82
455. HEINZ H J CO	04/04/2011	04/10/2012	24,078.06	22,295.53	1,782.53
705. HOME DEPOT INC	04/04/2011	04/10/2012	35,446.60	26,383.96	9,062.64
405. HONEYWELL INTL INC	04/04/2011	04/10/2012	23,184.87	24,160.29	-975.42
1130. INTEL CORP	04/04/2011	04/10/2012	31,347.76	22,552.57	8,795.19
195. INTERNATIONAL BUSINESS					
MACHS CORP	04/04/2011	04/10/2012	39,878.55	31,928.65	7,949.90
20000. INTERNATIONAL BUSINESS					
MACHINES CORP DTD 08/05/20	04/05/2011	04/10/2012	20,122.00	19,910.40	211.60
255. ISHARES TR COHEN & STEERS					
REALTY MAJORS INDEX	04/04/2011	04/10/2012	18,979.23	17,776.05	1,203.18
10000. JPMORGAN CHASE & CO DTD	03/31/2011	04/10/2012	10,439.40	9,698.50	740.90
245. JOHNSON & JOHNSON	04/04/2011	04/10/2012	15,814.39	14,612.40	1,201.99
540. KLA-TENCOR CORP	04/04/2011	04/10/2012	28,696.47	25,518.25	3,178.22
320. KIMBERLY CLARK CORP	04/04/2011	04/10/2012	23,557.88	21,024.19	2,533.69
380. KINDER MORGAN ENERGY					
PARTNERS L P	04/04/2011	04/10/2012	31,162.27	28,185.65	2,976.62
1515. LEXINGTON CORPORATE PPTYS	04/04/2011	04/10/2012	12,907.50	13,890.10	-982.60
340. LILLY ELI & CO	04/04/2011	04/10/2012	13,521.50	11,936.70	1,584.80
485. MARATHON OIL CORP	04/04/2011	04/10/2012	14,496.32	15,561.20	-1,064.88
355. MCDONALDS CORP	04/04/2011	04/10/2012	34,885.08	27,004.04	7,881.04
700. MERCK & CO INC	04/04/2011	04/10/2012	27,047.38	23,248.85	3,798.54
765. MICROSOFT CORP	04/04/2011	04/10/2012	23,660.91	19,593.09	4,067.82
620. MORGAN STANLEY EMERGING	04/04/2011	04/10/2012	9,970.11	10,079.76	-109.65
Totals					

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THE ALFA FOUNDATION 10-333780

Schedule D Detail of Long-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
25000. MORGAN STANLEY MTN					
5.625% 9/23/19	04/05/2011	04/10/2012	24,325.00	25,512.50	-1,187.50
285. NEXTERA ENERGY INC	04/04/2011	04/10/2012	17,756.16	15,766.20	1,989.96
20000. NOVARTIS CAPITAL CORP DTD					
02/10/2009 4.125% MTY 02/1	04/04/2011	04/10/2012	21,276.17	21,408.40	-132.23
240. PEPSICO INC	04/04/2011	04/10/2012	15,647.64	15,576.00	71.64
1495. PFIZER INC	04/04/2011	04/10/2012	33,397.54	30,671.90	2,725.64
20000. PRAXAIR INC DTD 01/14/2010					
2.125% MTY 06/14/2013	03/29/2011	04/10/2012	20,306.96	20,418.00	-111.04
270. T ROWE PRICE GROUP INC	04/04/2011	04/10/2012	17,090.61	17,944.90	-854.29
50000. PRIVATE EXPT FDG					
5.685% 5/15/12	03/29/2011	04/10/2012	50,237.00	52,897.50	-2,660.50
200. PROCTER & GAMBLE CO	04/04/2011	04/10/2012	13,299.69	12,361.10	938.59
380. QUALCOMM INC	04/04/2011	04/10/2012	25,288.43	20,639.54	4,648.89
1305. SARA LEE CORP	04/04/2011	04/10/2012	27,717.57	23,416.75	4,300.82
25000. BOARD OF TRUSTEES OF THE	04/04/2011	04/10/2012	26,041.00	26,466.90	-425.90
1365. TAIWAN SEMICONDUCTOR MFG	04/04/2011	04/10/2012	20,215.19	16,641.03	3,574.16
615. TEXAS INSTRS INC	04/04/2011	04/10/2012	19,716.45	21,251.45	-1,535.00
180. 3M CO	04/04/2011	04/10/2012	15,431.04	16,784.40	-1,353.36
25000. UNITED PARCEL SERVICE DTD					
11/12/2010 3.125% MTY 01/1	04/01/2011	04/10/2012	26,368.50	23,430.15	2,938.35
12000. US BANCORP DTD 09/10/2009					
2.125% MTY 02/15/2013	04/04/2011	04/10/2012	12,159.12	12,196.80	-37.68
225. UNITED TECHNOLOGIES CORP	04/04/2011	04/10/2012	17,878.08	19,101.75	-1,223.64
535. VERIZON COMMUNICATIONS	04/04/2011	04/10/2012	19,928.30	20,646.93	-718.63
25000. WAL-MART STORES INC DTD	04/05/2011	04/10/2012	27,228.75	24,392.46	2,836.29
335. WILLIAMS COS INC	04/04/2011	04/10/2012	10,441.71	8,538.82	1,902.89
25000. YALE UNIVERSITY DTD					
11/10/2009 2.900% MTY 10/1	04/05/2011	04/10/2012	26,425.75	25,903.06	522.69
25000. ASTRAZENECA PLC					
5.4% 9/15/12	03/29/2011	04/11/2012	25,494.83	26,638.55	-1,143.72
25000. BANK OF NOVA SCOTIA DTD	03/29/2011	04/11/2012	26,473.50	25,772.25	701.25
380. BARCLAYS BANK PLC 8.125%	04/04/2011	04/11/2012	9,581.07	9,964.34	-383.27
500. CAPITAL ONE CAPITAL II					
7.500% PREFERRED DUE 06/15	04/04/2011	04/11/2012	12,690.27	12,778.35	-88.08
Totals					

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THE ALFA FOUNDATION 10-333780

Schedule D Detail of Long-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
595. COUNTRYWIDE CAPITAL V 7.000% PREFERRED DUE 11/01	04/04/2011	04/11/2012	14,142.11	14,881.65	-739.54
25000. CREDIT SUISSE/NEW YORK NY DTD 05/06/2008 5.000% MTY	03/29/2011	04/11/2012	25,864.75	26,718.75	-854.00
3479.51 FHLMC SER 3591 CMO 2.000% 10/15/14	04/05/2011	04/11/2012	3,479.51	3,505.61	-26.10
6387.51 GNMA SER 33 CMO 5.5% 12/20/31	04/06/2011	04/11/2012	6,387.51	6,547.20	-159.69
10000. JPMORGAN CHASE & CO DTD	04/05/2011	04/11/2012	9,984.00	10,000.00	-16.00
3785. JP MORGAN HIGH YIELD SEL	04/04/2011	04/11/2012	29,712.25	31,554.95	-1,842.70
505. KEYCORP CAPITAL X 8.000%	04/04/2011	04/11/2012	12,849.88	13,225.80	-375.91
425. MORGAN STANLEY CAP TRUST	04/04/2011	04/11/2012	10,297.99	10,315.54	-17.55
15000. NEW JERSEY ECONOMIC DEV AUTH DTD 05/17/2010 VAR MT	04/05/2011	04/11/2012	14,978.40	14,930.32	48.08
25000. SHELL INTERNATIONAL FIN BV DTD 03/25/2010 4.375% MTY	04/05/2011	04/11/2012	28,784.75	25,832.75	2,952.00
375. SUNTRUST CAPITAL IX 7.875% PFD	04/04/2011	04/11/2012	9,599.01	9,802.49	-203.48
2698.51 FHLMC SER 3591 CMO 2.000% 10/15/14	04/05/2011	04/15/2012	2,698.51	2,718.75	-20.24
. FHLMC SER 3591 CMO 2.000% 10/15/14	04/05/2011	04/16/2012	NONE	0.01	-0.01
1099.76 GNMA SER 33 CMO 5.5% 12/20/31	04/06/2011	04/20/2012	1,099.76	1,127.25	-27.49
TOTAL 15% RATE CAPITAL GAINS (LOSSES)			1952966.00	1887571.00	65,395.00
Totals			1952966.00	1887571.00	65,395.00

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Form **8868**
(Rev January 2013)
Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

▶ File a separate application for each return.

OMB No 1545-1709

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

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868

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

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

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

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

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 THE ALFA FOUNDATION	Employer identification number (EIN) or 13-7228276
	Number, street, and room or suite no If a P O box, see instructions 240 GREENWICH AVENUE, 3RD FLOOR	Social security number (SSN)
	City, town or post office, state, and ZIP code For a foreign address, see instructions GREENWICH, CT 06830	

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

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

- The books are in the care of ▶ PIER STINY

Telephone No ▶ 203 422-2181 FAX No ▶

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

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 08/15 , 20 13 , to file the exempt organization return for the organization named above The extension is for the organization's return for

▶ [X] calendar year 20 12 or

▶ [ ] tax year beginning ______________, 20____, and ending ______________, 20____

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

3a	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	**3a**	$ 9,255.
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	**3b**	$ 3,255.
c	**Balance due.** Subtract line 3b from line 3a Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	**3c**	$ 6,000.

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