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Form **990-PF**

# Return of Private Foundation

## or Section 4947(a)(1) Nonexempt Charitable Trust

### Treated as a Private Foundation

OMB No 1545-0052

**2012**

Open to Public Inspection

Department of the Treasury  
Internal Revenue Service

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

For calendar year 2012 or tax year beginning

, 2012, and ending

, 20

Name of foundation <b>THREE LITTLE PIGS FOUNDATION</b>		<b>A</b> Employer identification number <b>20-0512645</b>
C/O WILLIAM E. FORD		<b>B</b> Telephone number (see instructions) <b>(203) 618-4623</b>
Number and street (or P O box number if mail is not delivered to street address) <b>1212 FIFTH AVENUE, APT. # 8A</b>		
Room/suite		
City or town, state, and ZIP code <b>NEW YORK, NY 10029</b>		
<b>G</b> Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input checked="" type="checkbox"/> Address change		<b>C</b> If exemption application is pending, check here <input type="checkbox"/> <b>D</b> 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/> <b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> <b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
<b>H</b> Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		
<b>I</b> Fair market value of all assets at end of year (from Part II, col (c), line 16) <b>\$ 8,525,416.</b>		
<b>J</b> Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)		

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)
<b>1</b> Contributions, gifts, grants, etc., received (attach schedule)		759,299.			
<b>2</b> Check <input type="checkbox"/> if the foundation is not required to attach Sch B					
<b>3</b> Interest on savings and temporary cash investments					
<b>4</b> Dividends and interest from securities		455,356.	455,356.		
<b>5a</b> Gross rents					
<b>b</b> Net rental income or (loss)					
<b>6a</b> Net gain or (loss) from sale of assets not on line 10		-862.			
<b>b</b> Gross sales price for all assets on line 6a		4,143,850.			
<b>7</b> Capital gain net income (from Part IV, line 2)			328,512.	ATCH 12	
<b>8</b> Net short-term capital gain					
<b>9</b> Income modifications					
<b>10a</b> Gross sales less returns and allowances					
<b>b</b> Less Cost of goods sold					
<b>c</b> Gross profit or (loss) (attach schedule)					
<b>11</b> Other income (attach schedule) ATCH. 1		121,800.	3,829.		
<b>12</b> Total Add lines 1 through 11		1,335,593.	787,697.	0	
<b>13</b> Compensation of officers, directors, trustees, etc.		0			
<b>14</b> Other employee salaries and wages					
<b>15</b> Pension plans, employee benefits					
<b>16a</b> Legal fees (attach schedule)					
<b>b</b> Accounting fees (attach schedule) ATCH. 2		478.			478.
<b>c</b> Other professional fees (attach schedule)					
<b>17</b> Interest					
<b>18</b> Taxes (attach schedule) (see instructions) ATCH. 3		97,000.			
<b>19</b> Depreciation (attach schedule) and depletion					
<b>20</b> Occupancy					
<b>21</b> Travel, conferences, and meetings					
<b>22</b> Printing and publications					
<b>23</b> Other expenses (attach schedule) ATCH. 4		10,059.	10,059.		
<b>24</b> Total operating and administrative expenses. Add lines 13 through 23		107,537.	10,059.		478.
<b>25</b> Contributions, gifts, grants paid ATCH. 11		3,368,750.			3,368,750.
<b>26</b> Total expenses and disbursements. Add lines 24 and 25		3,476,287.	10,059.	0	3,369,228.
<b>27</b> Subtract line 26 from line 12					
<b>a</b> Excess of revenue over expenses and disbursements		-2,140,694.			
<b>b</b> Net investment income (if negative, enter -0-)			777,638.		
<b>c</b> Adjusted net income (if negative, enter -0-)				0	

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1	Cash - non-interest-bearing . . . . .	2,476,790.	56,697.	56,697.	
	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 (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) . . . . .				
	b	Investments - corporate stock (attach schedule) ATCH 5 . . . . .	5,378,181.	5,495,423.	5,383,523.	
	c	Investments - corporate bonds (attach schedule) . . . . .				
	Liabilities	11	Investments - land, buildings, and equipment basis ▶ . . . . .			
		Less accumulated depreciation ▶ (attach schedule) . . . . .				
12		Investments - mortgage loans . . . . .				
13		Investments - other (attach schedule) . . . . . ATCH 6 . . . . .	2,457,286.	2,738,499.	3,085,196.	
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) . . . . .	10,312,257.	8,290,619.	8,525,416.	
17		Accounts payable and accrued expenses . . . . .				
18		Grants payable . . . . .				
Net Assets or Fund Balances	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 ▶ <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 and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>					
	27	Capital stock, trust principal, or current funds . . . . .				
	28	Paid-in or capital surplus, or land, bldg, and equipment fund . . . . .				
	29	Retained earnings, accumulated income, endowment, or other funds . . . . .				
	30	Total net assets or fund balances (see instructions) . . . . .	10,312,257.	8,290,619.		
31	Total liabilities and net assets/fund balances (see instructions) . . . . .	10,312,257.	8,290,619.			

## 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	10,312,257.
2	Enter amount from Part I, line 27a . . . . .	2	-2,140,694.
3	Other increases not included in line 2 (itemize) ▶ ATCH 7 . . . . .	3	131,774.
4	Add lines 1, 2, and 3 . . . . .	4	8,303,337.
5	Decreases not included in line 2 (itemize) ▶ ATCH 8 . . . . .	5	12,718.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 . . . . .	6	8,290,619.

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**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.)
<b>1a</b> SEE PART IV SCHEDULE					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
(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)		
<b>a</b>					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69					
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))		
<b>a</b>					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
<b>2</b> Capital gain net income or (net capital loss) <span style="float: right;">{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }</span>			<b>2</b>	328,512.	
<b>3</b> 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			<b>3</b>	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	3,448,721.	8,489,260.	0.406245
2010	1,015,800.	2,953,658.	0.343913
2009	1,850,662.	1,385,602.	1.335638
2008	966,625.	1,207,551.	0.800484
2007	879,768.	620,846.	1.417047
<b>2</b> Total of line 1, column (d)			<b>2</b> 4.303327
<b>3</b> 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			<b>3</b> 0.860665
<b>4</b> Enter the net value of noncharitable-use assets for 2012 from Part X, line 5			<b>4</b> 9,666,926.
<b>5</b> Multiply line 4 by line 3			<b>5</b> 8,319,985.
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)			<b>6</b> 7,776.
<b>7</b> Add lines 5 and 6			<b>7</b> 8,327,761.
<b>8</b> Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions			<b>8</b> 3,369,228.

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

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 . . . . . Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)		1	15,553.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b . . . . .			
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	15,553.
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	15,553.
6 Credits/Payments			
a 2012 estimated tax payments and 2011 overpayment credited to 2012 . . . . .	6a	16,451.	
b Exempt foreign organizations - tax withheld at source . . . . .	6b		
c Tax paid with application for extension of time to file (Form 8868) . . . . .	6c	6,100.	
d Backup withholding erroneously withheld . . . . .	6d		
7 Total credits and payments. Add lines 6a through 6d . . . . .	7	22,551.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached . . . . .	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed . . . . .	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid . . . . .	10	6,998.	
11 Enter the amount of line 10 to be Credited to 2013 estimated tax <input type="checkbox"/> 6,998. Refunded <input type="checkbox"/>	11		

**Part VII-A Statements Regarding Activities**

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? . . . . .	1a	X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? . . . . . If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities	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 <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . . . If "Yes," attach a detailed description of the activities	2	X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes . . . . .	3	X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .	4a	X
b If "Yes," has it filed a tax return on Form 990-T for this year? . . . . .	4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . . If "Yes," attach the statement required by General Instruction T	5	X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument? . . . . .	6	X
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	7	X
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> NY, _____		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation . . . . .	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

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11	X	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 <input type="checkbox"/> N/A				
14	The books are in care of <input type="checkbox"/> RICHARD GOLD Telephone no <input type="checkbox"/> 203-618-4623			
Located at <input type="checkbox"/> 1212 FIFTH AVENUE, APT. #8A NEW YORK, NY ZIP+4 <input type="checkbox"/> 10029				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <input type="checkbox"/>			
and enter the amount of tax-exempt interest received or accrued during the year <input type="checkbox"/> 15				
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	Yes	No
See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country <input type="checkbox"/>				

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <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)? <input type="checkbox"/>	1b	N/A
Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>		
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? <input type="checkbox"/>	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 <input type="checkbox"/>		
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) <input type="checkbox"/>	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 <input type="checkbox"/>		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" 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) <input type="checkbox"/>	3b	N/A
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? <input type="checkbox"/>	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? <input type="checkbox"/>	4b	X

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**Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**

**5a** During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

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

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

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

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

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

Organizations relying on a current notice regarding disaster assistance check here ☐

**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ 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** X

**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 9		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		

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 . . . . . ▶

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**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	6,609,571.
b	Average of monthly cash balances	1b	1,911,178.
c	Fair market value of all other assets (see instructions)	1c	1,293,389.
d	Total (add lines 1a, b, and c)	1d	9,814,138.
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	9,814,138.
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	147,212.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	9,666,926.
6	Minimum investment return. Enter 5% of line 5	6	483,346.

**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	483,346.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	15,553.
b	Income tax for 2012 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	15,553.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	467,793.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	467,793.
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	467,793.

**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	3,369,228.
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	3,369,228.
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	3,369,228.

**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)

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**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 . . . . .				467,793.
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 . . . . . 896,000.				
b From 2008 . . . . . 966,625.				
c From 2009 . . . . . 1,870,325.				
d From 2010 . . . . . 1,015,800.				
e From 2011 . . . . . 3,448,721.				
f Total of lines 3a through e . . . . .	8,197,471.			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 3,369,228.				
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 . . . . .				467,793.
e Remaining amount distributed out of corpus . . . . .	2,901,435.			
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 . . . . .	11,098,906.			
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) . . . . .	896,000.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a . . . . .	10,202,906.			
10 Analysis of line 9				
a Excess from 2008 . . . . . 966,625.				
b Excess from 2009 . . . . . 1,870,325.				
c Excess from 2010 . . . . . 1,015,800.				
d Excess from 2011 . . . . . 3,448,721.				
e Excess from 2012 . . . . . 2,901,435.				

Form 990-PF (2012)

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

NOT APPLICABLE

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

b Check box to indicate whether the foundation is a private operating foundation described in section

4942(j)(3) or 4942(j)(5)

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

WILLIAM E. FORD

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

NONE

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

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

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

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

c Any submission deadlines

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

**Part XV** Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient		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)					
a Paid during the year SEE STATEMENT 12					3,368,750.
Total . . . . . ▶ 3a					3,368,750.
b Approved for future payment					
Total . . . . . ▶ 3b					

Form 990-PF (2012)

## Enter gross amounts unless otherwise indicated

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	455,356.		
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	328,512.		
9 Net income or (loss) from special events . . . . .						
10 Gross profit or (loss) from sales of inventory . .						
11 Other revenue a _____						
b ATCH 10 _____				3,829.		
c _____						
d _____						
e _____						
12 Subtotal. Add columns (b), (d), and (e) . . . . .				787,697.		
13 Total. Add line 12, columns (b), (d), and (e) . . . . .				787,697.		

(See worksheet in line 13 instructions to verify calculations )

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 )
▼	

[illegible]

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

- |          |   |              |            |           |
|----------|---|--------------|------------|-----------|
| <b>1</b> | <p>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?</p>  |              | <b>Yes</b> | <b>No</b> |
| <b>a</b> | Transfers from the reporting foundation to a noncharitable exempt organization of:  |              |            |           |
|          | (1) Cash  | <b>1a(1)</b> |            | X         |
|          | (2) Other assets  | <b>1a(2)</b> |            | X         |
| <b>b</b> | Other transactions  |              |            |           |
|          | (1) Sales of assets to a noncharitable exempt organization  | <b>1b(1)</b> |            | X         |
|          | (2) Purchases of assets from a noncharitable exempt organization  | <b>1b(2)</b> |            | X         |
|          | (3) Rental of facilities, equipment, or other assets  | <b>1b(3)</b> |            | X         |
|          | (4) Reimbursement arrangements  | <b>1b(4)</b> |            | X         |
|          | (5) Loans or loan guarantees  | <b>1b(5)</b> |            | X         |
|          | (6) Performance of services or membership or fundraising solicitations  | <b>1b(6)</b> |            | X         |
| <b>c</b> | Sharing of facilities, equipment, mailing lists, other assets, or paid employees  | <b>1c</b>    |            | X         |
| <b>d</b> | 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 |              |            |           |

[illegible]

- 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

**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

11/3/13  
Date

▶  
Title

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

**Paid  
Preparer  
Use Only**

Print/Type preparer's name

JEANNETTE REPACI

Preparer's signature

Janette M. Repaci

Date \_\_\_\_\_

11/12/2013

Check ☐ if self-employed

PTIN

P00358101

Firm's name ► DELOITTE TAX LLP

Firm's address ► 333 LUDLOW STREET

06902

Phone no 203-708-4000

Form 990-PF (2012)

**Schedule of Contributors**

OMB No 1545-0047

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

**2012**

Name of the organization

THREE LITTLE PIGS FOUNDATION  
C/O WILLIAM E. FORD

Employer identification number

20-0512645

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 **THREE LITTLE PIGS FOUNDATION**  
C/O WILLIAM E. FORD

Employer identification number  
20-0512645

**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	WILLIAM E. FORD 1212 FIFTH AVENUE, APT. # 8A NEW YORK, NY 10029	\$ 662,299.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution)
2	WILLIAM E. FORD 1212 FIFTH AVENUE, APT. # 8A NEW YORK, NY 10029	\$ 90,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
3	WILLIAM E. FORD 1212 FIFTH AVENUE, APT. # 8A NEW YORK, NY 10029	\$ 6,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)



Employer identification number
20-0512645

## Part II

(a) No. from Part I	(b) <b>Description of noncash property given</b>	(c) <b>FMV (or estimate)</b> <b>(see instructions)</b>	(d) <b>Date received</b>
_ _ 1 _	22,195 SHS OF FIRST REPUBLIC BANK ----- ----- -----	\$ _____ 662,299.	_03/07/2012_
(a) No. from Part I	(b) <b>Description of noncash property given</b>	(c) <b>FMV (or estimate)</b> <b>(see instructions)</b>	(d) <b>Date received</b>
_ _ _ _	----- ----- ----- -----	\$ _____	_____
(a) No. from Part I	(b) <b>Description of noncash property given</b>	(c) <b>FMV (or estimate)</b> <b>(see instructions)</b>	(d) <b>Date received</b>
_ _ _ _	----- ----- ----- -----	\$ _____	_____
(a) No. from Part I	(b) <b>Description of noncash property given</b>	(c) <b>FMV (or estimate)</b> <b>(see instructions)</b>	(d) <b>Date received</b>
_ _ _ _	----- ----- ----- -----	\$ _____	_____
(a) No. from Part I	(b) <b>Description of noncash property given</b>	(c) <b>FMV (or estimate)</b> <b>(see instructions)</b>	(d) <b>Date received</b>
_ _ _ _	----- ----- ----- -----	\$ _____	_____
(a) No. from Part I	(b) <b>Description of noncash property given</b>	(c) <b>FMV (or estimate)</b> <b>(see instructions)</b>	(d) <b>Date received</b>
_ _ _ _	----- ----- ----- -----	\$ _____	_____
(a) No. from Part I	(b) <b>Description of noncash property given</b>	(c) <b>FMV (or estimate)</b> <b>(see instructions)</b>	(d) <b>Date received</b>
_ _ _ _	----- ----- ----- -----	\$ _____	_____

Name of organization **THREE LITTLE PIGS FOUNDATION**  
C/O WILLIAM E. FORD

Employer identification number  
20-0512645

**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
	----- ----- -----	----- ----- -----	

ATTACHMENT 1FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
INCOME /LOSS FROM GAP CO. III LLC	7,132.	-71.	
INCOME/LOSS FROM PROSHARES ULTRASHORT EU	3,900.	3,900.	
INCOME/LOSS FROM MMM INVESTMENTS LLC	110,768.		
TOTALS	<u>121,800.</u>	<u>3,829.</u>	

ATTACHMENT 2FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
ACCOUNTING FEES	478.			478.
TOTALS	<u>478.</u>			<u>478.</u>

ATTACHMENT 3FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
EXCISE TAXES	97,000.			
TOTALS	<u>97,000.</u>			

ATTACHMENT 4FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
MANAGEMENT FEE	2,193.	2,193.		
GAP COINVESTMENTS III LLC	687.	687.		
MMM INVESTMENTS LLC	7,101.	7,101.		
PROSHARES ULTRASHORT EURO	78.	78.		
TOTALS	10,059.	10,059.		

ATTACHMENT 5FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
INVESTMENTS THROUGH JPMORGAN			
30,760 SHS OF DICE	4,301,980.	4,419,222.	4,684,843.
21,319 SHS OF DICE	422,027.	422,027.	282,377.
24,030 SHS OF DICE	299,852.	299,852.	195,708.
	354,322.	354,322.	220,595.
TOTALS	<u>5,378,181.</u>	<u>5,495,423.</u>	<u>5,383,523.</u>

ATTACHMENT 6FORM 990PF, PART II - OTHER INVESTMENTS

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
INVESTMENT IN GAPCO III, LLC	461,196.	584,135.	977,158.
INVEST IN PRO. ULTRASHORT EURO	106,396.		
CYS INVESTMENTS INC	713,061.	572,143.	531,450.
MID-AMERICA APARTMENT COM.	650,480.	648,546.	647,500.
INVEST IN MMM INVESTMENTS LLC	526,153.	626,764.	615,213.
BIOMED REALTY TRUST INC.		142,189.	144,975.
REDWOOD TRUST INC.		164,722.	168,900.
TOTALS	<u>2,457,286.</u>	<u>2,738,499.</u>	<u>3,085,196.</u>



ATTACHMENT 7FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

<u>DESCRIPTION</u>	<u>AMOUNT</u>
PRIOR YEAR CAPITAL ADJUSTMENT	131,774.
TOTAL	<u>131,774.</u>

ATTACHMENT 8FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

<u>DESCRIPTION</u>	<u>AMOUNT</u>
COST ADJUSTMENT	12,718.
TOTAL	<u>12,718.</u>

THREE LITTLE PIGS FOUNDATION

20-0512645

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

ATTACHMENT 9

TITLE AND AVERAGE HOURS PER  
WEEK DEVOTED TO POSITION

NAME AND ADDRESS

WILLIAM E. FORD  
1212 FIFTH AVENUE, APT. # 8A  
NEW YORK, NY 10029

PRESIDENT

0 0 0

RICHARD GOLD  
330 EAST 46TH STREET, APT. #1B  
NEW YORK, NY 10017

SECRETARY

0 0 0

GRAND TOTALS

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

ATTACHMENT 10

<u>DESCRIPTION</u>	<u>BUSINESS CODE</u>	<u>AMOUNT</u>	<u>EXCLUSION CODE</u>	<u>AMOUNT</u>	<u>RELATED OR EXEMPT FUNCTION INCOME</u>
INCOME FROM INVESTMENTS				3,829.	
TOTALS				<u>3,829.</u>	

**THREE LITTLE PIGS FOUNDATION**  
**EIN # 20-0512645**  
**TAX YEAR ENDED DECEMBER 31, 2012**

RECIPIENT NAME	RECIPIENT ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR	FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
THE CONTEMPORARY ART MUSEUM OF ST LOUIS	3750 WASHINGTON BLVD, ST LOUIS, MO 63108	NONE	PUBLIC CHARITY	GENERAL OPERATING PURPOSE	\$ 5,000.00
FRIENDS OF THE MEAD ART MUSEUM	MEAD ART MUSEUM, PO BOX 5000, AMHERST, MA 01002-5000	NONE	PUBLIC CHARITY	GENERAL OPERATING PURPOSE	\$ 2,500.00
STUDENT SPONSORS	424 MADISON AVENUE, SUITE 1002, NEW YORK, NY 10017	NONE	PUBLIC CHARITY	GENERAL OPERATING PURPOSE	\$ 10,000.00
SUMMER SEARCH	90 BROAD STREET NEW YORK, NY 10004	NONE	PUBLIC CHARITY	GENERAL OPERATING PURPOSE	\$ 50,000.00
THE METROPOLITAN MUSEUM OF ART	1000 5TH AVENUE NEW YORK, NY 10028	NONE	PUBLIC CHARITY	GENERAL OPERATING PURPOSE	\$ 100,000.00
NEW MUSEUM OF CONTEMPORARY ART	235 BOWERY NEW YORK, NY 10002	NONE	PUBLIC CHARITY	GENERAL OPERATING PURPOSE	\$ 50,000.00
AMHERST COLLEGE ALUMNI FUND	220 SOUTH PLEASANT STREET AMHERST, MA 01002	NONE	PUBLIC CHARITY	GENERAL OPERATING PURPOSE	\$ 1,000.00
AMHERST COLLEGE	220 SOUTH PLEASANT STREET AMHERST, MA 01002	NONE	PUBLIC CHARITY	GENERAL OPERATING PURPOSE	\$ 1,499,000.00
SCHOOL OF AMERICAN RESEARCH	P O BOX 2188, SANTA FE, NM 87504	NONE	PUBLIC CHARITY	GENERAL OPERATING PURPOSE	\$ 2,500.00
NEW MUSEUM OF CONTEMPORARY ART	235 BOWERY NEW YORK, NY 10002	NONE	PUBLIC CHARITY	GENERAL OPERATING PURPOSE	\$ 35,000.00
THE KITCHEN	512 WEST 19TH STREET NEW YORK, NY 10011	NONE	PUBLIC CHARITY	GENERAL OPERATING PURPOSE	\$ 25,000.00
COLLEGIATE SCHOOL	260 WEST 78TH STREET, NEW YORK, NY 10024	NONE	PUBLIC CHARITY	GENERAL OPERATING PURPOSE	\$ 50,000.00
THE KITCHEN	235 BOWERY NEW YORK, NY 10002	NONE	PUBLIC CHARITY	GENERAL OPERATING PURPOSE	\$ 41,875.00
NEW MUSEUM OF CONTEMPORARY ART	512 WEST 19TH STREET NEW YORK, NY 10011	NONE	PUBLIC CHARITY	GENERAL OPERATING PURPOSE	\$ 15,000.00
COLLEGIATE SCHOOL	260 WEST 78TH STREET, NEW YORK, NY 10024	NONE	PUBLIC CHARITY	GENERAL OPERATING PURPOSE	\$ 25,000.00
BEAT THE STREETS	145 THOMPSON STREET, NEW YORK, NY 10012	NONE	PUBLIC CHARITY	GENERAL OPERATING PURPOSE	\$ 25,000.00
THE ROCKEFELLER UNIVERSITY	1230 YORK AVENUE NEW YORK, NY 10065	NONE	PUBLIC CHARITY	GENERAL OPERATING PURPOSE	\$ 25,000.00
SMITH COLLEGE	76 ELM STREET, NORTHAMPTON, MA 01063	NONE	PUBLIC CHARITY	GENERAL OPERATING PURPOSE	\$ 5,000.00
ECHOING GREEN	494 EIGHTH AVENUE 2ND FLOOR, NEW YORK, NY 10001	NONE	PUBLIC CHARITY	GENERAL OPERATING PURPOSE	\$ 20,000.00
HUMPHREY WRESTLING CLUB, INC	12520 HOOSIER ROAD FISHERS, IN 46037	NONE	PUBLIC CHARITY	GENERAL OPERATING PURPOSE	\$ 25,000.00
THE METROPOLITAN MUSEUM OF ART	1000 5TH AVENUE NEW YORK, NY 10028	NONE	PUBLIC CHARITY	GENERAL OPERATING PURPOSE	\$ 100,000.00
BRONX MUSEUM OF THE ARTS	1040 GRAND CONOURSE BRONX, NY 10456-3999	NONE	PUBLIC CHARITY	GENERAL OPERATING PURPOSE	\$ 25,000.00
SUMMER SEARCH	90 BROAD STREET NEW YORK, NY 10004	NONE	PUBLIC CHARITY	GENERAL OPERATING PURPOSE	\$ 50,000.00
PHILLIPS ACADEMY	180 MAIN STREET, ANDOVER, MASSACHUSETTS 01810	NONE	PUBLIC CHARITY	GENERAL OPERATING PURPOSE	\$ 40,000.00
MEMORIAL SLOAN-KETTERING	P O BOX 27106, NEW YORK, NY 10087-7106	NONE	PUBLIC CHARITY	GENERAL OPERATING PURPOSE	\$ 1,000,000.00
SMITH COLLEGE	76 ELM STREET, NORTHAMPTON, MA 01063	NONE	PUBLIC CHARITY	GENERAL OPERATING PURPOSE	\$ 100,000.00
NEW MUSEUM OF CONTEMPORARY ART	235 BOWERY NEW YORK, NY 10002	NONE	PUBLIC CHARITY	GENERAL OPERATING PURPOSE	\$ 41,875.00

**\$ 3,368,760.00**

**THREE LITTLE PIGS FOUNDATION**

**EIN # 20-0512645**

**12/31/2012**

**Analysis of Tax Capital Gain**

	Date Donated	Date Sold	Quantity	Tax Cost	Proceeds	Capital Gain/Loss
Proshares Ultrashort Euro	Various Short Term	1/25/2012	5,000 000	\$ 110,219 00	\$ 110,219 00	\$ -
First Republic Bank	Various Long Term	3/8/2012	22,195 000	\$ 332,925 00	\$ 666,237 50	\$ 333,312 50
Golub Capital	Various Long Term	5/1/2012	10,200 000	\$ 174,683 10	\$ 149,732 94	\$ (24,950 16)
iShares MSCI Emerging Market	Various Short Term	5/14/2012	2,500 000	\$ 105,474 73	\$ 97,872 80	\$ (7,601 93)
Statoil ASA Spons ADR	Various Short Term	5/14/2012	5,000 000	\$ 133,050 00	\$ 126,097 62	\$ (6,952 38)
Wisdomtree Emerging Markets Local Debt Fund	Various Long Term	5/14/2012	7,500 000	\$ 383,775 00	\$ 378,066 52	\$ (5,708 48)
PLC CAP TR IV TOPRS GTD	Various Long Term	6/19/2012	2,000 000	\$ 50,814 80	\$ 50,000 00	\$ (814 80)
AT&T Option Buyback	Various Short Term	6/21/2012	25 000	\$ (2,349 95)	\$ (9,075 00)	\$ (6,725 05)
JPM Short Duration Bond Fd	Various Short Term	6/25/2012	154,686 078	\$ 1,700,000 02	\$ 1,700,000 00	\$ (0 02)
Verizon Option Buyback	Various Short Term	8/1/2012	25 000	\$ (3,824 92)	\$ (10,600 00)	\$ (6,775 08)
AT&T Option Buyback	Various Short Term	8/1/2012	10 000	\$ (939 98)	\$ (6,140 00)	\$ (5,200 02)
Verizon Option Buyback	Various Short Term	10/4/2012	25 000	\$ (3,824 92)	\$ (12,900 00)	\$ (9,075 08)
AT&T Option Buyback	Various Short Term	10/4/2012	15 000	\$ (1,409 97)	\$ (9,615 00)	\$ (8,205 03)
AT&T Inc	Various Long Term	10/15/2012	10,000 000	\$ 285,528 40	\$ 350,189 64	\$ 64,661 24
CYS Investments	Various Long Term	10/15/2012	10,000 000	\$ 130,144 65	\$ 126,752 35	\$ (3,392 30)
Verizon Communications	Various Short Term	10/15/2012	10,000 000	\$ 420,211 15	\$ 442,844 87	\$ 22,633 72
Various Short Term Capital Gain Distribution						\$ 17 00
Gain from investment in GAP Coinvestments III, LLC	Various	Various	-	\$ -	\$ -	\$ (9,096 00)
Gain from investment in MMM Investments, LLC	Various	Various	-	\$ -	\$ -	\$ 2,384 00
				<b>\$ 3,814,476 11</b>	<b>\$ 4,149,683 24</b>	<b>\$ 328,512 13</b>

Form **8868**

(Rev. January 2013)

Department of the Treasury  
Internal Revenue Service**Application for Extension of Time To File an  
Exempt Organization Return**

OMB No 1545-1709

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

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒ **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](http://www.irs.gov/efile) and click on *e-file for Charities & Nonprofits*.

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

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

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

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

THREE LITTLE PIGS FOUNDATION  
C/O WILLIAM E. FORD

Employer identification number (EIN) or

20-0512645

Number, street, and room or suite no. If a P.O. box, see instructions

1212 FIFTH AVENUE, APT. # 8A

Social security number (SSN)

City, town or post office, state, and ZIP code. For a foreign address, see instructions

NEW YORK, NY 10029

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

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 ► RICHARD GOLD

Telephone No ► 203 618-4623FAX No ► 203 302-3123

- 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, 2013, to file the exempt organization return for the organization named above. The extension is for the organization's return for
- ☒ calendar year 2012 or
- ☐ tax year beginning \_\_\_\_\_, 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 \$	22,451.
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 \$	16,451.
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.

For Privacy Act and Paperwork Reduction Act Notice, see Instructions.

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

JSA

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PAGE 1

**FORM 990-PF - PART IV**

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)
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TOTAL GAIN (LOSS) . . . . .	328,512.
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