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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 01-01-2012, and ending 12-31-2012

Name of foundation THE HABE FOUNDATION
Employer identification number 20-1366114
Telephone number (212) 583-1100
Check type of organization Section 501(c)(3) exempt private foundation
Fair market value of all assets at end of year \$ 9,197,197

Table with 5 columns: (a) Revenue and expenses per books, (b) Net investment income, (c) Adjusted net income, (d) Disbursements for charitable purposes. Rows include Revenue (1-12) and Operating and Administrative Expenses (13-26), ending with Excess of revenue over expenses and disbursements (-288,217).

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

Part II Balance Sheets		Beginning of year		End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1 Cash—non-interest-bearing	151,445	255,912	255,912	
	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 page 15 of the 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				
	10a Investments—U S and state government obligations (attach schedule)				
	b Investments—corporate stock (attach schedule)	8,027,036	7,631,200	8,938,133	
	c Investments—corporate bonds (attach schedule)				
	11 Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____				
	12 Investments—mortgage loans				
	13 Investments—other (attach schedule)				
	14 Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____				
15 Other assets (describe ▶ _____)	0	3,152	3,152		
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	8,178,481	7,890,264	9,197,197		
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			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>				
	and complete lines 24 through 26 and lines 30 and 31.				
	24 Unrestricted				
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>				
	and complete lines 27 through 31.				
27 Capital stock, trust principal, or current funds	8,178,481	7,890,264			
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 page 17 of the instructions)	8,178,481	7,890,264			
31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	8,178,481	7,890,264			

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	8,178,481
2	Enter amount from Part I, line 27a	2	-288,217
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3	4	7,890,264
5	Decreases not included in line 2 (itemize) ▶ _____	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	7,890,264

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 Additional Data Table			
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 See Additional Data Table			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(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	
a See Additional Data Table			
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	43,716
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	

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 page 18 of 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	357,238	6,540,153	0.054622
2010	425,908	2,547,268	0.167202
2009	736,862	2,352,347	0.313245
2008	550,691	3,543,257	0.155419
2007	428,299	4,507,470	0.09502

2 Total of line 1, column (d)	2	0.785508
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	0.157102
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	8,902,311
5 Multiply line 4 by line 3	5	1,398,571
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,553
7 Add lines 5 and 6	7	1,400,124
8 Enter qualifying distributions from Part XII, line 4	8	460,058

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 page 18 of the instructions)

Table with 11 main rows and sub-rows (a-e) for credits and payments. Includes fields for tax due, overpayment, and refunded amounts.

Part VII-A Statements Regarding Activities

Table with 10 main rows (1a-10) and sub-rows (a-b) for questions regarding political activities, tax returns, and substantial contributors.

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		No		
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		No		
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ _____	13	Yes			
14	The books are in care of ▶ <u>JANET L MULLIGAN</u> Telephone no ▶ <u>(212) 583-1100</u> Located at ▶ <u>37 W57TH STREET 5TH FL NEW YORK NY</u> ZIP +4 ▶ <u>10019</u>					
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 ▶ <table border="1"><tr><td>15</td><td></td></tr></table>	15				
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				

See instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country ▶ _____

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <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 checked="" type="checkbox"/> Yes <input 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		
1b	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 page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/>	1b	No
1c	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	No
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 ▶ 20____, 20____, 20____, 20____		
2b	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	No
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____		
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		
3b	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? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.</i>)	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	No
4b	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	No

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

<p>5a During the year did the foundation pay or incur any amount to</p> <p>(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(3) Provide a grant to an individual for travel, study, or other similar purposes? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(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). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No Organizations relying on a current notice regarding disaster assistance check here. <input checked="" type="checkbox"/></p> <p>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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," attach the statement required by Regulations section 53.4945–5(d).</p> <p>6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes" to 6b, file Form 8870.</p> <p>7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	5b		
	6b		No
	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
NANCY K SIMPKINS C/O TANTON CO LLP NEW YORK, NY 10019	PRESIDENT 5 0	0		
THOMAS D KLINGENSTEIN C/O TANTON CO LLP NEW YORK, NY 10019	VP & SECRETARY 0	0		
ANDREW D KLINGENSTEIN C/O TANTON CO LLP NEW YORK, NY 10019	TREASURER 0 5	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
Total number of other employees paid over \$50,000. <input type="checkbox"/>				

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

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 	
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 	
2 	
All other program-related investments. See page 24 of the instructions 3 	

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	8,869,355
b	Average of monthly cash balances.	1b	165,372
c	Fair market value of all other assets (see instructions).	1c	3,152
d	Total (add lines 1a, b, and c).	1d	9,037,879
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	0
3	Subtract line 2 from line 1d.	3	9,037,879
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	135,568
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	8,902,311
6	Minimum investment return. Enter 5% of line 5.	6	445,116

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	445,116
2a	Tax on investment income for 2012 from Part VI, line 5.	2a	3,106
b	Income tax for 2012 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	3,106
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	442,010
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	442,010
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	442,010

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	460,058
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	0
b	Cash distribution test (attach the required schedule).	3b	0
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	460,058
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	
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	460,058

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				442,010
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only.			0	
b Total for prior years 2010, 2009, 2008		0		
3 Excess distributions carryover, if any, to 2012				
a From 2007.				221,036
b From 2008.				378,858
c From 2009.				623,253
d From 2010.				309,557
e From 2011.				39,577
f Total of lines 3a through e.	1,572,281			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ <u>460,058</u>				
a Applied to 2011, but not more than line 2a			0	
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.				442,010
e Remaining amount distributed out of corpus	18,048			
5 Excess distributions carryover applied to 2012 <i>(If an amount appears in column (d), the same amount must be shown in column (a).)</i>				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	1,590,329			
b Prior years' undistributed income Subtract line 4b from line 2b.		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount—see instructions.		0		
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount—see instructions.			0	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013.				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions).				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions).	221,036			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a.	1,369,293			
10 Analysis of line 9				
a Excess from 2008.				378,858
b Excess from 2009.				623,253
c Excess from 2010.				309,557
d Excess from 2011.				39,577
e Excess from 2012.				18,048

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

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 organization 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	
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 organization 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))

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

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 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 <i>Paid during the year</i> See Additional Data Table				
Total				3a 457,917
b <i>Approved for future payment</i>				
Total				3b

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
TEXAS INSTRUMENTS (1000)		2004-05-11	2012-01-18
TEXAS INSTRUMENTS (4000)		2004-07-29	2012-01-18
US TBILL DUE 3/15/12 (1000000)		2011-09-14	2012-03-15
US TBILL DUE 11/15/12 (100000)		2012-03-14	2012-09-14
US TBILL DUE 11/15/12 (900000)		2012-03-14	2012-11-15
ICICI BANK (2000)		2007-06-13	2012-12-03
ICICI BANK (500)		2007-07-27	2012-12-03
ICICI BANK (500)		2011-11-08	2012-12-03

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
33,016		26,226	6,790
132,063		84,265	47,798
1,000,000		1,000,059	-59
99,987		99,891	96
900,000		900,000	
82,161		93,501	-11,340
20,540		22,834	-2,294
20,540		17,815	2,725

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			6,790
			47,798
			-59
			96
			-11,340
			-2,294
			2,725

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
NATURAL HISTORY MUSEUM OF THE ADIRONDACKS 45 MUSEUM DRIVE TUPPER LAKE, NY 12986	NONE	501(c)(3)	GENERAL PURPOSE	100,000
MISS PORTER'S SCHOOL 60 MAIN STREET FARMINGTON, CT 06032	NONE	501(c)(3)	GENERAL PURPOSE	100,000
ROLLINS COLLEGE 1000 HOLT DRIVE WINTER PARK, FL 32789	NONE	501(c)(3)	OPERATING EXPENSE CAPITAL CAMPAIGN PLEDGE	5,000
THE NEW YORK HISTORICAL SOCIETY 170 CENTRAL PARK WEST NEW YORK, NY 10024	NONE	501(c)(3)	GENERAL PURPOSE	5,000
RWANDA EDUCATIONAL ASSISTANCE PROGRAM C/O ED BALLEEN 5 SAMUEL PURDY LANE KATONAH, NY 10536	NONE	501(c)(3)	GENERAL PURPOSE	10,000
NATURAL HISTORY MUSEUM OF THE ADIRONDACKS 45 MUSEUM DRIVE TUPPER LAKES, NY 12986	NONE	501(c)(3)	GENERAL PURPOSE	100,000
EDUCARE CENTRAL MAINE 56 DRUMMOND AVENUE WATERVILLE, ME 04901	NONE	501(c)(3)	GENERAL PURPOSE	1,667
RANGELEY LAKES HERITAGE TRUST RR4 RANGELEY, ME 04970		501(c)(3)	GENERAL PURPOSE	1,250
BELGRADE LAKES ASSOCIATION PO BOX 551 BELGRADE LAKES, ME 04918	NONE	501(c)(3)	GENERAL PURPOSE	10,000
LITERACY LAB PO BOS 3462 WASHINGTON, DC 20010	NONE	501(c)(3)	GENERAL PURPOSE	5,000
HOPE'S DOOR 39 WASHINGTON AVENUE PLEASANTVILLE, NY 10570	NONE	501(c)(3)	GENERAL PURPOSE	10,000
MISS PORTER'S SCHOOL 60 MAIN STREET FARMINGTON, CT 06032	NONE	501(c)(3)	GENERAL PURPOSE	110,000
Total				457,917

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

Schedule of Contributors

OMB No 1545-0047

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

2012

Department of the Treasury
Internal Revenue Service

Name of the organization

THE HABE FOUNDATION

Employer identification number

20-1366114

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 33¹/₃% 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 HABE FOUNDATION

Employer identification number
20-1366114

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	NANCY SIMPKINS c/o KLINGENSTEIN FLDS 787 7TH AVENU NEWYORK, NY 10019	\$ 16,000	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)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)

Name of organization
THE HABE FOUNDATION

Employer identification number
20-1366114

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
_____	_____ _____ _____ _____	\$ _____	_____
_____	_____ _____ _____ _____	\$ _____	_____
_____	_____ _____ _____ _____	\$ _____	_____
_____	_____ _____ _____ _____	\$ _____	_____
_____	_____ _____ _____ _____	\$ _____	_____
_____	_____ _____ _____ _____	\$ _____	_____
_____	_____ _____ _____ _____	\$ _____	_____
_____	_____ _____ _____ _____	\$ _____	_____
_____	_____ _____ _____ _____	\$ _____	_____

Name of organization
THE HABE FOUNDATION

Employer identification number
20-1366114

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
_____ _____	_____ _____

TY 2012 Accounting Fees Schedule

Name: THE HABE FOUNDATION

EIN: 20-1366114

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TANTON & CO	2,600	650		1,950

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2012 Depreciation Schedule

Name: THE HABE FOUNDATION

EIN: 20-1366114

TY 2012 Land, Etc. Schedule

Name: THE HABE FOUNDATION

EIN: 20-1366114

TY 2012 Other Assets Schedule

Name: THE HABE FOUNDATION

EIN: 20-1366114

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
ACCRUED INCOME	0	3,152	3,152

TY 2012 Other Expenses Schedule

Name: THE HABE FOUNDATION

EIN: 20-1366114

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MISCELLANEOUS FEES	298	298		
INVESTMENT ADVISORY FEES	41,990	41,990		
STATE FILING FEES	191			191

TY 2012 Substantial Contributors Schedule

Name: THE HABE FOUNDATION

EIN: 20-1366114

Name	Address
NANCY SIMPKINS	C/O TANTON CO LLP 37 W 57TH STRE NEWYORK,NY 10019

TY 2012 Taxes Schedule

Name: THE HABE FOUNDATION

EIN: 20-1366114

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAX WITHHELD	2,215	2,215		
FEDERAL TAXES PAID	12,000	12,000		

Investment Detail - Cash and Money Market Funds [Sweep]

Cash

Market Value

% of Account

Assets

Cash 1,715.38

Total Cash

1,715.38

Money Market Funds [Sweep]

Quantity

Market Price

SCHWAB US TREAS MONEY FD SWUXX	254,196.5000	245,196.50
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Total Money Market Funds [Sweep]

Total Cash & Money Market [Sweep]

Investment Detail - Fixed Income

U.S. Treasuries	Units Purchased	Par	Market Price	Market Value
			Cost Per Unit	Cost Basis
US TREAS BILL 0%07/13	750,000.0000		99.9292	749,469.00
UST BILL DUE 07/25/13	750,000.0000		99.9023	749,267.92
CUSIP 9127957A3				

Investment Detail - Equities

Equities	Quantity	Market Price	Market Value
	Units Purchased	Cost Per Share	Cost Basis
ABB LTD ADR F	2,000.0000	14.8996	29,799.20
SPONSORED ADR	4,000.0000	14.8946	59,578.40
1 ADR REP 1 REG SH			
SYMBOL ABB			
Cost Basis			89,377.60
AMERICAN EXPRESS COMPANY	6,000.0000	57.4800	344,880.00
SYMBOL AXP	3,600.0000	8.1127	29,205.98 t
	2,000.0000	43.7696	87,539.20 t
	400.0000	52.4720	20,988.80 t
Cost Basis			137,733.98
BARRICK GOLD CORP F	9,828.0000	35.0100	344,078.28
SYMBOL ABX	1,000.0000	25.1678	25,167.80 t
	2,000.0000	26.7625	53,525.00 t
	1,000.0000	27.5650	27,565.00 t
	4,828.0000	29.7500	143,633.00 t
	1,000.0000	32.3143	32,314.30
Cost Basis			282,205.10
BERKSHIRE HATHAWAY B NEW	6,298.0000	89.7000	564,930.60
CLASS B	3,050.0000	0.0314	95.83 a
SYMBOL BRKB	1,950.0000	10.2766	20,039.47 a
	1,050.0000	39.8419	41,834.08 a
	248.0000	53.7918	13,340.37 a
Cost Basis			75,309.75
CHEVRON CORPORATION	2,000.0000	108.1400	216,280.00
SYMBOL CVX	400.0000	73.8188	29,527.52
	1,500.0000	73.9867	110,980.10

	100 0000	72 7663	7,276 63
<i>Cost Basis</i>			147,784 25
CHICAGO BRIDGE & IRON	F	7,000.0000	46.3500
			324,450.00
N Y REGISTRY SHS	2,000 0000	13 2166	26,433 37 t
1 NY SH REP 1 ORD	5,000 0000	14 7371	73,685 58 a
SYMBOL CBI			
<i>Cost Basis</i>			100,118 95
CISCO SYSTEMS INC	8,000.0000	19.6494	157,195.20
SYMBOL CSCO	5,000 0000	20 8611	104,305 50 t
	2,000 0000	18 5531	37,106 20 t
	1,000 0000	17 5350	17,535 00 t
<i>Cost Basis</i>			158,946 70
COLGATE-PALMOLIVE CO	1,500.0000	104.5400	156,810.00
SYMBOL CL	500 0000	60 7410	30,370 50
	1,000 0000	60 7210	60,721 00
<i>Cost Basis</i>			91,091 50
CONOCOPHILLIPS	1,800.0000	57.9900	104,382.00
SYMBOL COP	1,800 0000	54 9606	98,929 10
DISNEY WALT CO	5,000.0000	49.7900	248,950.00
SYMBOL DIS	4,000 0000	22 6566	90,626 66 t
	1,000 0000	24 0267	24,026 70 t
<i>Cost Basis</i>			114,653 36
EMERSON ELECTRIC CO	4,000.0000	52.9600	211,840.00
SYMBOL EMR	1,000 0000	42 6722	42,672 25 t
	2,400 0000	42 6576	102,378 40 t
	600 0000	44 3300	26,598 00 t
<i>Cost Basis</i>			171,648 65
EXXON MOBIL CORPORATION	1,600.0000	86.5500	138,480.00
SYMBOL XOM	600 0000	82 2465	49,347 92
	1,000 0000	82 2332	82,233 20
<i>Cost Basis</i>			131,581 12
FEDEX CORPORATION	1,500.0000	91.7200	137,580.00
SYMBOL FDX	1,200 0000	85 0565	102,067 84 t
	300 0000	108 4300	32,529 00 t
<i>Cost Basis</i>			134,596 84
GENERAL ELECTRIC COMPANY	14,000.0000	20.9900	293,860.00
SYMBOL GE	10,000 0000	2 5043	25,043 67 t
	4,000 0000	3 5108	14,043 30 t
<i>Cost Basis</i>			39,086 97
GOOGLE INC CLASS A	280.0000	707.3800	198,066.40
SYMBOL GOOG	200 0000	513 0213	102,604 26
	80 0000	466 6521	37,332 17
<i>Cost Basis</i>			139,936 43
HALLIBURTON CO HLDG CO	2,800.0000	34.6900	97,132.00
SYMBOL HAL	800 0000	38 1117	30,489 36
	2,000 0000	38 0967	76,193 40
<i>Cost Basis</i>			106,682 76
HARTFORD FINL SVCS GRP	4,000.0000	22.4400	89,760.00
SYMBOL HIG	2,500 0000	6 1199	15,299 99 t
	1,500 0000	17 8483	26,772 50
<i>Cost Basis</i>			42,072 49
HESS CORPORATION	2,250.0000	52.9600	119,160.00

SYMBOL HES	2,250 0000	8 4150	18,933 95 t
HONEYWELL INTERNATIONAL	4,000.0000	63.4700	253,880.00
SYMBOL HON	1,000 0000	29 0314	29,031 40 t
	2,000 0000	36 9325	73,865 00 t
	1,000 0000	38 5523	38,552 30 t
<i>Cost Basis</i>			141,448 70
ILLINOIS TOOL WORKS INC	2,000.0000	60.8100	121,620.00
SYMBOL ITW	600 0000	48 6614	29,196 86
	1,200 0000	48 6447	58,373 72
	200 0000	49 1480	9,829 60
<i>Cost Basis</i>			97,400 18
INTEL CORP	4,000.0000	20.6200	82,480.00
SYMBOL INTC	1,500 0000	14 7977	22,196 60
	500 0000	15 4232	7,711 60
	2,000 0000	24 4498	48,899 60
<i>Cost Basis</i>			78,807 80
INTL BUSINESS MACHINES	900.0000	191.5500	172,395.00
SYMBOL IBM	300 0000	102 5152	30,754 58
	600 0000	102 4819	61,489 16
<i>Cost Basis</i>			92,243 74
JOHNSON & JOHNSON	3,700.0000	70.1000	259,370.00
SYMBOL JNJ	1,200 0000	28 9258	34,711 00 t
	1,500 0000	55 7166	83,575 00 t
	500 0000	62 3300	31,165 00 t
	500 0000	60 8400	30,420 00 t
<i>Cost Basis</i>			179,871 00
MEDTRONIC INC	3,300.0000	41.0200	135,366.00
SYMBOL MDT	800 0000	39 8047	31,843 76
	2,500 0000	34 7824	86,956 06
<i>Cost Basis</i>			118,799 82
METLIFE INC	4,000.0000	32.9400	131,760.00
SYMBOL MET	1,500 0000	40 4490	60,673 55
	800 0000	40 9766	32,781 28
	300 0000	45 8580	13,757 40
	1,400 0000	33 8356	47,369 96
<i>Cost Basis</i>			154,582 19
MICROSOFT CORP	4,000.0000	26.7097	106,838.80
SYMBOL MSFT	1,500 0000	25 2049	37,807 45 t
	2,500 0000	26 8476	67,119 00
<i>Cost Basis</i>			104,926 45
NEWMONT MINING CORP	4,500.0000	46.4400	208,980.00
SYMBOL NEM	1,000 0000	22 7952	22,795 20 t
	500 0000	23 7096	11,854 80 t
	2,000 0000	39 2275	78,455 00 t
	500 0000	40 9300	20,465 00
	500 0000	42 3076	21,153 80
<i>Cost Basis</i>			154,723 80
	Quantity	Market Price	Market Value
Equities (continued)	Units Purchased	Cost Per Share	Cost Basis
PEPSICO INCORPORATED	1,800.0000	68.4300	123,174.00
SYMBOL PEP	600 0000	49 2027	29,521 64
	1,200 0000	49 1860	59,023 28

<i>Cost Basis</i>			88,544.92
PLAINS EXPL & PRODTN CO	4,748.0000	46.9400	222,871.12
SYMBOL PXP	4,748.0000	4.1406	19,660.00
PROCTER & GAMBLE	1,800.0000	67.8900	122,202.00
SYMBOL PG	1,200.0000	61.7148	74,057.84
	300.0000	60.9665	18,289.97
	300.0000	63.7170	19,115.10
<i>Cost Basis</i>			111,462.91
ROCKWELL COLLINS INC	2,000.0000	58.1700	116,340.00
SYMBOL COL	2,000.0000	67.0101	134,020.20
ROYAL DUTCH SHELL A ADRF	1,800.0000	68.9500	124,110.00
SPONSORED ADR	600.0000	62.6233	37,574.00
1 ADR REPS 2 CL A ORD	1,200.0000	62.6066	75,128.00
SYMBOL RDSA			
<i>Cost Basis</i>			112,702.00
SCHLUMBERGER LTD F	2,400.0000	69.2986	166,316.64
SYMBOL SLB	600.0000	58.2552	34,953.16 t
		1,500.0000	58.2302
		300.0000	64.3636
			87,345.40 t
			19,309.08
<i>Cost Basis</i>			141,607.64
	Quantity	Market Price	Market Value
Equities (continued)	Units Purchased	Cost Per Share	Cost Basis
SIEMENS A G ADR F	2,000.0000	109.4700	218,940.00
1 ADR REP 1 ORD	1,000.0000	102.5640	102,564.00
SYMBOL SI	200.0000	128.7900	25,758.00
	800.0000	53.9908	43,192.64
<i>Cost Basis</i>			171,514.64
UNION PACIFIC CORP	2,100.0000	125.7200	264,012.00
SYMBOL UNP	500.0000	47.3758	23,687.90
	1,500.0000	47.4544	71,181.65
	100.0000	46.7908	4,679.08
<i>Cost Basis</i>			99,548.63
UNITED PARCEL SERVICE B	1,500.0000	73.7300	110,595.00
CLASS B	1,200.0000	72.0495	86,459.44 t
SYMBOL UPS	300.0000	69.4264	20,827.92
<i>Cost Basis</i>			107,287.36
UNITED TECHNOLOGIES CORP	2,000.0000	82.0100	164,020.00
SYMBOL UTX	600.0000	39.3925	23,635.54 t
	1,000.0000	62.6488	62,648.80 t
	400.0000	62.9000	25,160.00 t
<i>Cost Basis</i>			111,444.34
VARIAN MEDICAL SYSTEMS	2,200.0000	70.2400	154,528.00
SYMBOL VAR	1,000.0000	33.2369	33,236.90
	1,200.0000	57.9696	69,563.61
<i>Cost Basis</i>			102,800.51
<i>Cost Basis</i>			155,446.54
Total Equities	140,604.0000	7,318,073.04	
Total Cost Basis:	4,559,532.87		

Investment Detail - Other Assets

% of

Account
Unrealized

	Quantity	Market Price	Market Value	Assets	Gain or (Loss)
Other Assets			Units Purchased	Cost Per Share	Cost Basis
AMERICAN TOWER CORP			1,000.0000	77.2700	77,270.00
REIT			1,000 0000	29 7287	29,728 70
SYMBOL AMT					
ISHARES FTSE CHINA 25			4,500.0000	40.4500	182,025.00
FTSE CHINA 25 INDEX FD			1,500 0000	20 7502	31,125 35 t
SYMBOL FXI			1,500 0000	20 3800	30,570 00 t
			1,500 0000	20 7938	31,190 78 t
<i>Cost Basis</i>					92,886 13

	Quantity	Market Price	Market Value	Assets	Gain or (Loss)
Other Assets (continued)			Units Purchased	Cost Per Share	Cost Basis
ISHARES MSCI EMRG MKT FD			3,300.0000	44.3500	146,355.00
EMERGING MARKETS INDX FD			800 0000	35 9763	28,781 04
SYMBOL EEM			1,500 0000	39 6697	59,504 60
<i>Cost Basis</i>				129,665 14	
ISHARES MSCI JPN IDX FD			17,000.0000	9.7500	165,750.00
JAPAN INDEX FUND			3,000 0000	9 3631	28,089 40
SYMBOL EWJ			4,000 0000	9 3610	37,444 20
			10,000 0000	9 7560	97,560 00

Cost Basis 163,093 60

SPDR GOLD TRUST			250.0000	162.0204	40,505.10
SPDR GOLD SHARES SYMBOL GLD			250 0000	127 9063	31,976 58
SPDR S&P CHINA ETF			1,400.0000	74.0900	103,726.00
SYMBOL GXC			400 0000	74 9074	29,962 96
			800 0000	74 8824	59,905 92
			200 0000	77 3460	15,469 20

Cost Basis 105,338 08

WISDOMTREE INDIA EARNING			8,000.0000	19.3700	154,960.00
SYMBOL EPI			4,000 0000	10 7893	43,157 20
			4,000 0000	19 9291	79,716 40

Cost Basis 122,873 60

Total Other Assets 35,450.0000 870,591.10

Total Cost Basis: 675,561.83

Investment Detail - Total

Total Investment Detail 9,194,045.02

Total Account Value 9,194,045.02

TAX YEAR 2012

Page 1

Date Prepared: February 13, 2013

For additional information, please contact:

CHARLES SCHWAB & CO. INC
211 MAIN STREET
SAN FRANCISCO, CA 94105

Recipient's Name and Address

0006972 0024942

THE HABE FOUNDATION
C/O KLINGENSTEIN FIELDS
125 PARK AVE STE 1700
NEW YORK NY 10017

Federal ID Number: 94-1737782

Account Number: RK 5156-4713

Taxpayer ID Number: 20-1366114

The Account Summary is a comprehensive report covering the following information for 2012

Dividends and Distributions

Interest Information

Investment Activity

The information in this report is not being reported to the IRS by Charles Schwab. Please refer to the back of this document for additional information.

If you should have any questions regarding the Account Summary, please contact your Investment Advisor.

TAX YEAR 2012

Account Number: RK 5156-4713
Taxpayer ID Number: 20-1366114

DETAIL INFORMATION

Dividends and Distributions

<i>Cusip Number</i>	<i>Description</i>	<i>Paid in 2012</i>	<i>Paid Adjusted in 2013 for 2012</i>	<i>Amount</i>
Ordinary Dividends				
Non-Qualified Dividends				
03027X100	AMERICAN TOWER CORP	\$ 900 00	\$ 0 00	\$ 900 00
464286848	ISHARES MSCI JPN IDX FD	3,211 62	(3,211 62)	0 00
464287184	ISHARES FTSE CHINA 25	4,216 70	(4,216 70)	0 00
464287234	ISHARES MSCI EMRG MKT FD	2,411 26	(1,753 17)	658 09
78463X400	SPDR S&P CHINA ETF	1,638 58	(1,222 64)	415 94
808515506	SCHWAB US TREAS MONEY FD	16 65	0 00	16 65
97717W422	WISDOMTREE INDIA EARNING	1,298 40	(1,298 40)	0 00
Total Non-Qualified Dividends		\$ 13,693.21	\$ (11,702.53)	\$ 1,990.68

<i>Cusip Number</i>	<i>Description</i>	<i>Paid in 2012</i>	<i>Paid Adjusted in 2013 for 2012</i>	<i>Amount</i>
Qualified Dividends				
000375204	ABB LTD ADR F	\$ 4,217 12	\$ 0 00	\$ 4,217 12
025816109	AMERICAN EXPRESS COMPANY	4,680 00	0 00	4,680 00
067901108	BARRICK GOLD CORP F	7,371 00	0 00	7,371 00
166764100	CHEVRON CORPORATION	7,020 00	0 00	7,020 00
167250109	CHICAGO BRIDGE & IRON F	1,400 00	0 00	1,400 00
17275R102	CISCO SYSTEMS INC	4,000 00	0 00	4,000 00
194162103	COLGATE-PALMOLIVE CO	3,660 00	0 00	3,660 00
20825C104	CONOCOPHILLIPS	1,188 00	0 00	1,188 00
254687106	DISNEY WALT CO	6,750 00	0 00	6,750 00
291011104	EMERSON ELECTRIC CO	6,440 00	0 00	6,440 00
30231G102	EXXON MOBIL CORPORATION	3,488 00	0 00	3,488 00
31428X106	FEDEX CORPORATION	1,020 00	0 00	1,020 00
369604103	GENERAL ELECTRIC COMPANY	9,520 00	0 00	9,520 00
406216101	HALLIBURTON CO HLDG CO	1,008 00	0 00	1,008 00
416515104	HARTFORD FINL SVCS GRP	1,600 00	0 00	1,600 00
42809H107	HESS CORPORATION	1,125 00	0 00	1,125 00
438516106	HONEYWELL INTERNATIONAL	6,110 00	0 00	6,110 00
45104G104	ICICI BANK LTD ADR F	1,722 60	0 00	1,722 60
452308109	ILLINOIS TOOL WORKS INC	3,680 00	0 00	3,680 00
458140100	INTEL CORP	3,480 00	0 00	3,480 00
459200101	INTL BUSINESS MACHINES	2,970 00	0 00	2,970 00
464286848	ISHARES MSCI JPN IDX FD	0 00	3,492 97	3,492 97
464287184	ISHARES FTSE CHINA 25	0 00	4,781 00	4,781 00
464287234	ISHARES MSCI EMRG MKT FD	0 00	2,235 37	2,235 37
478160104	JOHNSON & JOHNSON	8,880 00	0 00	8,880 00

TAX YEAR 2012

Account Number: RK 5156-4713
Taxpayer ID Number: 20-1366114

DETAIL INFORMATION (continued)

Dividends and Distributions (continued)

<i>Cusip Number</i>	<i>Description</i>	<i>Paid in 2012</i>	<i>Paid Adjusted in 2013 for 2012</i>	<i>Amount</i>
Qualified Dividends (continued)				
585055106	MEDTRONIC INC	4,174 50	0 00	4,174 50
59156R108	METLIFE INC	2,960 00	0 00	2,960 00
594918104	MICROSOFT CORP	3,320 00	0 00	3,320 00
651639106	NEWMONT MINING CORP	6,300 00	0 00	6,300 00
713448108	PEPSICO INCORPORATED	3,789 00	0 00	3,789 00
742718109	PROCTER & GAMBLE	3,979 80	0 00	3,979 80
774341101	ROCKWELL COLLINS INC	2,280 00	0 00	2,280 00
780259206	ROYAL DUTCH SHELL A ADRF	6,156 00	0 00	6,156 00
78463X400	SPDR S&P CHINA ETF	0 00	1,856 10	1,856 10
806857108	SCHLUMBERGER LTD F	2,580 00	0 00	2,580 00
826197501	SIEMENS A G ADR F	7,785 60	0 00	7,785 60
88579Y101	3M COMPANY	4,720 00	0 00	4,720 00
907818108	UNION PACIFIC CORP	5,040 00	0 00	5,040 00
911312106	UNITED PARCEL SERVICE B	3,420 00	0 00	3,420 00
913017109	UNITED TECHNOLOGIES CORP	4,060 00	0 00	4,060 00
97717W422	WISDOMTREE INDIA EARNING	0 00	1,380 40	1,380 40
Total Qualified Dividends		\$ 151,894.62	\$ 13,745.84	\$ 165,640.46
Total Ordinary Dividends (Non-Qualified Dividends and Qualified Dividends)		\$ 165,587.83	\$ 2,043.31	\$ 167,631.14

<i>Cusip Number</i>	<i>Description</i>	<i>Paid in 2012</i>	<i>Paid Adjusted in 2013 for 2012</i>	<i>Amount</i>
Foreign Tax Paid				
067901108	BARRICK GOLD CORP F	\$ (1,105 65)	\$ 0 00	\$ (1,105 65)
167250109	CHICAGO BRIDGE & IRON F	(210 00)	0 00	(210 00)
464286848	ISHARES MSCI JPN IDX FD	0 00	(281 35)	(281 35)
464287184	ISHARES FTSE CHINA 25	0 00	(564 30)	(564 30)
464287234	ISHARES MSCI EMRG MKT FD	0 00	(435 23)	(435 23)
780259206	ROYAL DUTCH SHELL A ADRF	(479 73)	241 47	(238 26)
78463X400	SPDR S&P CHINA ETF	0 00	(175 24)	(175 24)
826197501	SIEMENS A G ADR F	2,053 45	(2,145 55)	(92 10)
97717W422	WISDOMTREE INDIA EARNING	0 00	(82 00)	(82 00)
Total Foreign Tax Paid		\$ 258.07	\$ (3,442.20)	\$ (3,184.13)

TAX YEAR 2012

Account Number: RK 5156-4713
Taxpayer ID Number: 20-1366114

DETAIL INFORMATION (continued)

Interest Income

<i>Cusip Number</i>	<i>Description</i>	<i>Paid in 2012</i>	<i>Paid Adjusted in 2013 for 2012</i>	<i>Amount</i>
Interest Earned (Includes Interest on Corporate Bonds, U.S. Savings Bonds & Treasury Obligations)				
9127955D9	US TREAS BILL 0XXX	\$ 146 00	\$ 0 00	\$ 146 00
9127955L1	US TREAS BILL 0%11XXX	980 10	0 00	980 10
Total Interest Earned		\$ 1,126.10	\$ 0.00	\$ 1,126.10

INVESTMENT ACTIVITY

Investment Activity for 2012 - Stocks

<i>Activity</i>	<i>Quantity</i>	<i>Security Description</i>	<i>Trade Date</i>	<i>Settle Date</i>	<i>Price</i>	<i>Net Amount</i>
BUY	1.800 0000	CONOCOPHILLIPS	08/01/12	08/06/12	54 8995	\$ (98,929 10)
SALE	3.000 0000	ICICI BANK LTD ADR F	12/03/12	12/06/12	41 1379	123,240 93
SALE	5.000 0000	TEXAS INSTRUMENTS INC	01/18/12	01/23/12	33 0703	165,078 32
Total Purchases/Adjustments - Stocks						\$ (98,929.10)
Total Proceeds/Adjustments - Stocks						\$ 288,319.25

Investment Activity for 2012 - Fixed Income

<i>Activity</i>	<i>Quantity</i>	<i>Security Description</i>	<i>Trade Date</i>	<i>Settle Date</i>	<i>Price</i>	<i>Net Amount</i>
BUY	750.000 0000	US TREAS BILL 0%07/13 UST BILL DUE 07/25/13	11/15/12	11/16/12	99 9023	\$ (749,267 92)
BUY	1.000.000 0000	US TREAS BILL 0%11/12 UST BILL DUE 11/15/12	03/14/12	03/15/12	99 8911	(998,911 00)
SALE	100.000 0000	US TREAS BILL 0%11/12 UST BILL DUE	09/14/12	09/17/12	99 9870	99,987 00
Total Purchases/Adjustments - Fixed Income						\$ (1,748,178.92)
Total Proceeds/Adjustments - Fixed Income						\$ 99,987.00

Investment Activity for 2012 - Totals

Total Purchases/Adjustments (Not Reported to IRS):	\$ (1,847,108.02)
Total Proceeds/Adjustments (Not Reported to IRS):	\$ 388,306.25