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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2012

Open to Public Inspection

For calendar year 2012, or tax year beginning 01-01-2012 , and ending 12-31-2012

Name of foundation
The Lourie Foundation Inc

A Employer identification number
20-4000015

Number and street (or P O box number if mail is not delivered to street address) Room/suite
Foundation Source 501 Silverside Rd

B Telephone number (see instructions)
(800) 839-1754

City or town, state, and ZIP code
Wilmington, DE 198091377

C If exemption application is pending, check here ☐

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

D 1. Foreign organizations, check here ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ☐

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 6,589,698

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

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

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))*

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	17	17		
	4	Dividends and interest from securities	106,239	106,239		
	5a	Gross rents				
	b	Net rental income or (loss) ________				
	6a	Net gain or (loss) from sale of assets not on line 10	-10,218			
	b	Gross sales price for all assets on line 6a 5,563,577				
	7	Capital gain net income (from Part IV, line 2)		0		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)	-175,566	64,940		
	12	**Total.** Add lines 1 through 11	-79,528	171,196		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc				
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)				
	c	Other professional fees (attach schedule)	40,812	40,812		
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	3,857			
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	104,888	43,097		31,891
	24	**Total operating and administrative expenses.** Add lines 13 through 23	149,557	83,909		31,891
	25	Contributions, gifts, grants paid	1,127,800			1,127,800
	26	**Total expenses and disbursements.** Add lines 24 and 25	1,277,357	83,909		1,159,691
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-1,356,885			
	b	**Net investment income** (if negative, enter -0-)		87,287		
	c	**Adjusted net income** (if negative, enter -0-)				

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

		Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing			
	2 Savings and temporary cash investments	259,658	202,866	202,866
	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)	1,178,360		
	b Investments—corporate stock (attach schedule)	5,702,008	4,182,996	4,591,561
	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)		1,397,279	1,795,271
	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)	7,140,026	5,783,141	6,589,698
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** ▶ ☐ **and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☑ **and complete lines 27 through 31.**			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg , and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	7,140,026	5,783,141	
	30 **Total net assets or fund balances** (see page 17 of the instructions)	7,140,026	5,783,141	
	31 **Total liabilities and net assets/fund balances** (see page 17 of the instructions)	7,140,026	5,783,141	

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	7,140,026
2	Enter amount from Part I, line 27a	2	-1,356,885
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	5,783,141
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	5,783,141

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)
1 a	Publicly-traded Securities			
b	Passthrough K1 Capital Gain			
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	5,563,577		5,573,459	-9,882
b				-336
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) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a				-9,882
b				-336
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	-10,218
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	491,101	7,410,296	000 066273
2010	863,359	7,292,530	000 118390
2009	659,763	6,997,605	000 094284
2008	462,823	8,612,625	000 053738
2007	84,788	986,404	000 085957

2	**Total** of line 1, column (d)	2	000 418642
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	000 083728
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	6,527,154
5	Multiply line 4 by line 3	5	546,506
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	873
7	Add lines 5 and 6	7	547,379
8	Enter qualifying distributions from Part XII, line 4	8	1,159,691

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)

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ____________ **(attach copy of letter if necessary–see instructions)**				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☑ and enter 1% of Part I, line 27b			1	873
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	873
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4	
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	873
6	Credits/Payments				
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	3,600		
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c			
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	3,600
8	Enter any **penalty** for underpayment of estimated tax Check here ☑ if Form 2220 is attached			8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	2,727
11	Enter the amount of line 10 to be **Credited to 2013 estimated tax** ▶ 900	**Refunded** ▶		11	1,827

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ____________ **(2)** On foundation managers ▶ $ ____________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ____________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		No
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		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a	Yes	
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	Yes	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		No
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	Yes	
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	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ ____________			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation*	8b	Yes	
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		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		No

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?	13	Yes	

Website address ▶

14 The books are in care of ▶co Foundation Source Telephone no ▶(800) 839-1754

Located at ▶501 Silverside Road Suite 123 Wilmington DE ZIP+4 ▶198091377

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** —Check here ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the year ▶ | 15 |

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		No

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

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☑ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☑ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☑ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☑ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☑ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☑ No			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c		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? ☐ Yes ☑ No			
	If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions)	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 ▶ 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? ☐ Yes ☑ No			
b	If "Yes," did it have excess business holdings in 2012 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b		No

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**		
	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**		**No**
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ **Yes** ☑ **No**			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	**7b**		

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
Robert Lourie Foundation Source 501 Silverside Rd Wilmington, DE 19809	Pres / Dir / Sec 001 00	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 ▶

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	6,380,807
b	Average of monthly cash balances	1b	245,745
c	Fair market value of all other assets (see instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	6,626,552
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	6,626,552
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	99,398
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	6,527,154
6	**Minimum investment return.** Enter 5% of line 5	6	326,358

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	326,358
2a	Tax on investment income for 2012 from Part VI, line 5	2a	873		
b	Income tax for 2012 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	873
3	Distributable amount before adjustments Subtract line 2c from line 1			3	325,485
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	325,485
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	325,485

Part XII **Qualifying Distributions** (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26	1a	1,159,691
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	1,159,691
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	873
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	1,158,818

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					325,485
2 Undistributed income, if any, as of the end of 2012					
a Enter amount for 2011 only.					
b Total for prior years 20___, 20___, 20___					
3 Excess distributions carryover, if any, to 2012					
a From 2007.	36,590				
b From 2008.	37,590				
c From 2009.	316,168				
d From 2010.	501,950				
e From 2011.	124,143				
f **Total** of lines 3a through e.		1,016,441			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ $ 1,159,691					
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.					325,485
e Remaining amount distributed out of corpus		834,206			
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		1,850,647			
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					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) . . .		36,590			
9 **Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a		1,814,057			
10 Analysis of line 9					
a Excess from 2008. . . .	37,590				
b Excess from 2009. . . .	316,168				
c Excess from 2010. . . .	501,950				
d Excess from 2011. . . .	124,143				
e Excess from 2012. . . .	834,206				

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

Part XV **Supplementary Information (Complete this part only if the 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))

Robert Lourie

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 Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* See Additional Data Table				
Total . . . . ▶ **3a**				1,127,800
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments			14	17	
4 Dividends and interest from securities. . . .			14	106,239	
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	-10,218	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. .					
11 Other revenue a K-1 Inc/Loss	525990	-240,506	14	64,940	
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .		-240,506		160,978	

13 Total. Add line 12, columns (b), (d), and (e). **13** -79,528

(See worksheet in line 13 instructions to verify calculations)

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

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

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of			
	(1) Cash	**1a(1)**		No
	(2) Other assets	**1a(2)**		No
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization	**1b(1)**		No
	(2) Purchases of assets from a noncharitable exempt organization	**1b(2)**		No
	(3) Rental of facilities, equipment, or other assets	**1b(3)**		No
	(4) Reimbursement arrangements	**1b(4)**		No
	(5) Loans or loan guarantees	**1b(5)**		No
	(6) Performance of services or membership or fundraising solicitations	**1b(6)**		No
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	**1c**		No

d If the answer to any of the above is "Yes," complete the following schedule Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received

(a) Line No	**(b)** Amount involved	**(c)** Name of noncharitable exempt organization	**(d)** Description of transfers, transactions, and sharing arrangements

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 or fiduciary) is based on all information of which preparer has any knowledge

******	2013-10-28	******
Signature of officer or trustee	Date	Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ☐	PTIN
Jeffrey D Haskell	Jeffrey D Haskell	2013-10-28		

Firm's name	Foundation Source	Firm's EIN
Firm's address	One Hollow Lane Suite 212 Lake Success, NY 11042	Phone no (800) 839-1754

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
A FERN NORVILLE KAUFMAN CHLDN SHELTER 10330 W US HWY 80 FORNEY,TX 75126	N/A	509a1	General Unrestricted	300
AMERICAN PHYSICAL SOCIETY 1 PHYSICS ELLIPSE COLLEGE PARK,MD 20740	N/A	509a2	Feshbach Prize Fund	10,000
BARD COLLEGE PO BOX 5000 ANNANDALE,NY 12504	N/A	509a1	Bard Prison Initiative	200,000
FANNIE AND JOHN HERTZ FOUNDATION 2300 1ST ST STE 250 LIVERMORE,CA 94550	N/A	509a1	General Unrestricted	50,000
MASSACHUSETTS INSTITUTE OF TECHNOLOGY 77 MASSACHUSETTS AVE NE 49-3131 CAMBRIDGE,MA 02139	N/A	509a1	Department of Physics	100,000
MATH FOR AMERICA INC 160 5TH AVE 8TH FL NEW YORK,NY 10010	N/A	509a1	Sponsor A Fellow Program	25,000
MATH FOR AMERICA INC 160 5TH AVE 8TH FL NEW YORK,NY 10010	N/A	509a1	Wall St Poker 2012	20,000
MUSEUM OF MATHEMATICS 134 W 26TH ST FL 4S NEW YORK,NY 10001	N/A	509a1	General Unrestricted	7,500
NEW YORK STEM CELL FOUNDATION INC 1995 BROADWAY STE 600 NEW YORK,NY 10023	N/A	509a1	General Unrestricted	10,000
PACIFIC ENVIRONMENT AND RESOURCES CTR 251 KEARNY ST STE 201 SAN FRANCISCO,CA 94108	N/A	509a1	General Unrestricted	5,000
STONY BROOK FOUNDATION INC 230 ADMINISTRATION BLDG STONY BROOK,NY 11794	N/A	509a1	Lourie Ctr for Pediatric Multiple Sclerosis Lisa Robert Lourie Imaging	500,000
STONY BROOK FOUNDATION INC 230 ADMINISTRATION BLDG STONY BROOK,NY 11794	N/A	509a1	Centre ValBio Program	100,000
UNIVERSITY OF KENTUCKY 100 STURGILL BLDG LEXINGTON,KY 40506	N/A	509a1	Gluck Equine Research Foundation	100,000
Total . . . . ▶ **3a**				1,127,800

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

TY 2012 Gain/Loss from Sale of Other Assets Schedule

Name: The Lourie Foundation Inc

EIN: 20-4000015

Software ID: 12000057

Software Version: 12.18.605.2

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
Publicly-traded Securities					5,563,577	5,573,459			-9,882	
Passthrough K1 Capital Gain									-336	

TY 2012 General Explanation Attachment

Name: The Lourie Foundation Inc
EIN: 20-4000015
Software ID: 12000057
Software Version: 12.18.605.2

TY 2012 Investments Corporate Stock Schedule

Name: The Lourie Foundation Inc
EIN: 20-4000015
Software ID: 12000057
Software Version: 12.18.605.2

Name of Stock	End of Year Book Value	End of Year Fair Market Value
142 shares of ACCENTURE PLC	8,314	9,443
314 shares of ADIDAS AG	12,027	14,067
361 shares of ADT LTD.	16,056	16,783
694 shares of ADVANCED ENERGY IND INC	9,327	9,584
451 shares of AGILENT TECHNOLOGIES INC	13,323	18,464
928 shares of AIA GROUP LTD ADR	13,955	14,690
193 shares of AIR PRODS CHEM INC.	17,010	16,216
59 shares of ALLEGHANY CP	21,154	19,790
174 shares of ALLERGAN INC.	16,221	15,961
233 shares of AMAZON COM	46,078	58,453
942 shares of AMER INTERNATIONAL GROUP INC	33,040	33,253
1102 shares of AMERICAN EXPRESS CO	52,652	63,342
230 shares of AMERIPRISE FINANCIAL INC	12,767	14,405
369 shares of ANHEUSER BUSCH COS INC	31,742	32,254
2 shares of APARTMENT INVESTMENT MANAGEMENT CO.	77	54
436 shares of APOLLO GROUP INC CL A	8,579	9,121
198 shares of APPLE INC.	39,611	105,369
238 shares of ARM HLDGS	6,692	9,004
668 shares of ASML HOLDING NV NY REG SHS	29,605	43,013
814 shares of ASSA ABLOY UNSP/ADR	11,884	15,067
6916 shares of AVIAT NETWORKS INC.	26,273	22,754
75 shares of BAIDU.COM - ADR	9,076	7,522
873 shares of BANCO ITAU HOLDING FINANCIERA	17,059	14,370
2255 shares of BANK NEW YORK MELLON CORP COM	56,726	57,954
603 shares of BED BATH BEYOND INC.	27,201	33,714
535 shares of BERKSHIRE HATHAWAY INC. CLASS B	44,296	47,990
526 shares of BG GROUP PLC ADS	12,358	8,789
135 shares of BIOGEN IDEC INC	15,690	19,760
249 shares of BOEING CO	16,952	18,765
209 shares of BORG WARNER INC.	14,199	14,969

Name of Stock	End of Year Book Value	End of Year Fair Market Value
853 shares of BRIGGS STRATTON CORP	16,953	17,981
1000 shares of BRISTOL-MYERS SQUIBB CO	33,195	32,590
162 shares of BURBERRY GROUP PLC	6,324	6,606
520 shares of CALGON CARBON CP	7,571	7,374
147 shares of CAMERON INTERNATIONAL CORP	8,156	8,300
158 shares of CANADIAN NATL RAILWAY CO	12,322	14,380
950 shares of CANADIAN NATURAL RESOURCES LTD	29,064	27,427
123 shares of CARBO CERAMICS INC	8,365	9,636
422 shares of CARNIVAL CORP	13,444	15,517
208 shares of CERNER CORPORATION	14,844	16,122
600 shares of CEVA INC	9,014	9,450
183 shares of CHECK POINT SOFTWARE TECHNOLOGIES LTD	11,009	8,718
4265 shares of CIBER INC	18,048	14,245
59 shares of CNOOC LTD ADS	12,323	12,980
1898 shares of COCA-COLA CO	60,665	68,802
1745 shares of COGENT COMMUNICATIONS GROUP, INC	26,495	39,507
611 shares of COMPASS GROUP PLC ADR	7,215	7,320
740 shares of COSTCO WHOLESALE CORP NEW	50,990	73,059
22000 shares of CROSSTEX ENERGY, INC.	302,940	315,479
571 shares of CROWN CASTLE INTL	31,536	41,203
1582 shares of CVS CAREMARK CORP.	53,088	76,489
435 shares of DANAHER CORP	23,580	24,317
84 shares of DASSAULT SYS SA SPN ADR	7,103	9,328
164 shares of DEUTSCHE BANK AG	7,124	7,264
508 shares of DEVON ENERGY CORPORATION	42,420	26,436
566 shares of DEVRY INC	11,747	13,431
364 shares of DIAGEO PLC ADS	32,344	42,435
295 shares of DISCOVERY COMMUNICATIONS CL A	15,582	18,727
174 shares of EDWARDS LIFESCIENCES	16,161	15,690
1645 shares of ELECTRO SCIENTIFIC INDUSTRIES, INC.	26,515	16,368

Name of Stock	End of Year Book Value	End of Year Fair Market Value
476 shares of ELEKTA B SHS ADR	7,349	7,597
535 shares of EMBRAER EMPRESA BR	16,076	15,253
1167 shares of EMC CORP-MASS	23,696	29,525
713 shares of EOG RESOURCES INC	69,212	86,122
988 shares of EURONET WORLDWIDE INC	18,891	23,317
1023 shares of EXPRESS SCRIPTS HOLDING CO.	51,138	55,242
358 shares of FACEBOOK INC	11,983	9,530
482 shares of FAMILY DOLLAR STORES COMMON	28,598	30,564
493 shares of FANUC LIMITED UNSPONSORED	14,862	15,129
171 shares of FEDEX CORPORATION COMMON STOCK	15,557	15,684
1221 shares of FLSMIDTH CO A/S S/ADR	8,647	7,045
422 shares of FRESENIUS MED CAR AG	14,487	14,475
1118 shares of GENERAL ELECTRIC CO	23,972	23,467
208 shares of GILEAD SCIENCES INC	15,317	15,278
126 shares of GOOGLE INC CL A	69,799	89,129
504 shares of HANG LUNG PROPERTIES-SP ADR	9,028	10,156
708 shares of HARLEY DAVIDSON INC.	29,596	34,572
2436 shares of HENNES MAURITZ AB	17,462	16,833
340 shares of HEWLETT PACKARD CO	15,538	4,845
565 shares of HONG KONG EXCL UNSP/ADR	9,684	9,752
2811 shares of HORSEHEAD HOLDING CORP.	33,078	28,700
282 shares of HSBC HLDGS PLC ADS	12,728	14,966
481 shares of IBERIABANK CORPORATION	26,929	23,627
487 shares of ILLUMINA INC COM	24,695	27,072
841 shares of INDUSTRIAL COM UNSP/ADR	10,908	11,935
4891 shares of INPUT/OUTPUT INC.	32,078	31,840
1176 shares of INSPERITY INC	30,760	38,291
142 shares of INTERNATIONAL BUSINESS MACHINES	28,181	27,200
734 shares of IRON MOUNTAIN	21,733	22,791
861 shares of IXYS CORPORATION	7,697	7,870

Name of Stock	End of Year Book Value	End of Year Fair Market Value
287 shares of JOHNSON JOHNSON	20,801	20,119
443 shares of JOY GLOBAL INC.	35,970	28,255
482 shares of KDDI CP UNSP ADR	7,731	8,493
1899 shares of KFORCE INC.	25,010	27,232
664 shares of KINDER MORGAN INC	24,240	23,459
1829 shares of KINGFISHER PLC	17,741	16,900
676 shares of KOMATSU LTD.	18,102	17,380
448 shares of KRAFT FOODS GROUP, INC.	19,628	20,371
4040 shares of KRISPY KREME DOUGHNUTS	32,009	37,895
249 shares of LAS VEGAS SANDS CORP	13,486	11,494
2741 shares of LI FUNG UNSP/ADR	12,847	9,813
183 shares of LINKEDIN CORPORATION CLASS A	19,419	21,012
6945 shares of LIONBRIDGE TECHNOLOGIES, INC. - COMMON STOCK	26,465	27,919
1185 shares of LOEWS CORP	54,809	48,289
579 shares of LVMH MOET HENN UNSP	19,685	21,823
7152 shares of MAGNUM HUNTER RESOURCES, INC	30,804	28,536
833 shares of MATERION CORP	19,871	21,475
1007 shares of MB FINANCIAL INC	18,837	19,888
116 shares of MERCADOLIBRE, INC.	10,866	9,112
581 shares of MICHELIN CIE GEN UNSP/ADR	8,485	11,149
2419 shares of MICROSOFT CORPORATION	68,453	64,610
810 shares of MINERAL TECH INC	21,348	32,335
2141 shares of MITSUBISHI TOKYO FIN	10,197	11,604
998 shares of MOBILE MINI, INC. - COMMON STOCK	17,191	20,808
803 shares of MONDELEZ INTERNATIONAL INC	20,606	20,439
763 shares of MONSANTO CO	56,692	72,217
227 shares of NESTLE S.A.	13,298	14,794
292 shares of NEXTERA ENERGY, INC	20,566	20,203
256 shares of NOVARTIS AG ADR	13,541	16,205
121 shares of NOVO NORDISK A S	17,114	19,748

Name of Stock	End of Year Book Value	End of Year Fair Market Value
254 shares of OREILLY AUTOMOTIVE INC.	23,943	22,713
650 shares of OCCIDENTAL PETROLEUM CORP	50,148	49,797
1118 shares of OMNICELL, INC.	16,979	16,625
326 shares of ORACLE CORP	9,128	10,862
1132 shares of PARAMETRIC TECHNOLOGY CORP	22,112	25,481
813 shares of PAREXEL INTERNATIONAL CORPORATION	18,880	24,057
547 shares of PEARSON PLC	10,332	10,688
1579 shares of PFIZER INC.	33,426	39,600
482 shares of PHILIP MORRIS INTL	32,923	40,314
1294 shares of PINNACLE FINANCIAL PARTNERS INC.	19,228	24,379
606 shares of POTASH CORPORATION OF SASKATCHEWAN INC	27,429	24,658
227 shares of PRECISION CASTPARTS	29,599	42,998
497 shares of PROCTER GAMBLE CO	33,300	33,741
1660 shares of PROGRESSIVE CORP OHIO	31,476	35,026
910 shares of PUBLICIS GROUPE S.A	12,708	13,796
616 shares of QUALCOMM INC	37,014	38,106
600 shares of RANGE RESOURCES CORP DEL	33,144	37,698
1290 shares of RECKITT BENCKISER GRP PLC ADR	14,422	16,538
1212 shares of RENASANT CORPORATION	19,252	23,198
706 shares of ROYAL BANK SCOTLAND ADS	7,057	7,618
2368 shares of RUBICON TECHNOLOGY, INC.	21,113	14,468
2527 shares of RUDOLPH TECHNOLOGIES INC	28,128	33,963
187 shares of SABMILLER PLC S/ADR	7,633	8,750
321 shares of SANDISK CORP	15,731	13,964
230 shares of SAP AKTIENGESELL ADS	16,258	18,487
610 shares of SBERBANK SPONSORED ADR	7,948	7,424
571 shares of SCHLUMBERGER LTD	42,796	39,570
114 shares of SHERWIN-WILLIAMS CO.	16,076	17,535
106 shares of SIEMENS A G ADR	10,461	11,604
157 shares of SOUTHERN COPPER CORP	4,999	5,944

Name of Stock	End of Year Book Value	End of Year Fair Market Value
806 shares of STARBUCKS CORP COM	29,280	43,226
202 shares of STRAYER EDUCATION, INC	14,030	11,346
1902 shares of SUSQUEHANNA BANCSHARES, INC.	14,977	19,933
497 shares of SWATCH GROUP AG	11,359	12,624
100 shares of SYNGENTA AG ADS	6,715	8,080
478 shares of TAIWAN SEMICONDUCTOR MFG CO LTD	6,754	8,202
504 shares of TENCENT HOLDINGS LIMITED	14,384	16,193
243 shares of TERADATA CORPORATION	15,759	15,039
3440 shares of TETRA TECHNOLOGIES	31,930	26,110
342 shares of TEVA PHARMECEUTICAL SP ADR	14,733	12,770
690 shares of TEXAS INSTRUMENTS INC.	17,914	21,314
195 shares of TOYOTA MTR CORP	16,497	18,184
168 shares of TRANSOCEAN LTD.	19,830	7,503
741 shares of TULLOW OIL PLC	7,207	7,721
1500 shares of TURKIYE GARANTI BANK	5,730	7,784
849 shares of ULTRATECH STEPPER INC.	11,283	31,668
2076 shares of UMPQUA HOLDINGS CORPORATION	24,413	24,476
443 shares of UNILEVER N V N Y	16,414	16,967
239 shares of UNION PACIFIC	23,610	30,047
629 shares of UNIT CP	26,399	28,336
224 shares of UNITEDHEALTH GROUP INC.	8,321	12,150
93 shares of V F CORP	7,530	14,040
999 shares of VAALCO ENERGY INC	6,666	8,641
3689 shares of VASCO DATA SECURITY INTERNATIONAL, INC	28,071	30,102
1383 shares of VERIZON COMMUNICATIONS	57,506	59,842
697 shares of VERTEX PHARMCTLS INC	36,486	29,204
261 shares of VODAFONE GROUP PLC	5,843	6,575
276 shares of WAL-MART DE MEX V SP/ADR	9,056	9,047
510 shares of WALT DISNEY HOLDINGS CO.	19,383	25,393
1990 shares of WELLS FARGO CO.	50,570	68,017

Name of Stock	End of Year Book Value	End of Year Fair Market Value
352 shares of YANDEX N V	8,399	7,582
156 shares of YUM BRANDS INC	10,732	10,358

TY 2012 Investments - Other Schedule

Name: The Lourie Foundation Inc

EIN: 20-4000015

Software ID: 12000057

Software Version: 12.18.605.2

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
ATLAS ENERGY LP		238,193	399,510
ATLAS PIPELINE PARTNERS LP		218,371	236,775
ATLAS RESOURCE PARTNERS LP		53,068	52,805
COPANO ENERGY LLC		149,372	189,780
CROSSTEX ENERGY LP		173,774	190,605
ENERGY TRANSFER EQUITY LP		248,315	327,456
LINN ENERGY, LLC		162,596	211,440
TARGA RESOURCES PARTNERS LP		153,590	186,900

TY 2012 Other Expenses Schedule

Name: The Lourie Foundation Inc

EIN: 20-4000015

Software ID: 12000057

Software Version: 12.18.605.2

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Administrative Fees	31,866			31,866
Bank Charges	782	782		
K-1 Exp ATLAS ENERGY LP	9,286	4,421		
K-1 Exp ATLAS PIPELINE PARTNERS LP	7,443	7,427		
K-1 Exp ATLAS RESOURCE PARTNERS LP	2,394	1,565		
K-1 Exp CROSSTEX ENERGY LP	82	7		
K-1 Exp ENERGY TRANSFER EQUITY LP	3,977	3,942		
K-1 Exp LINN ENERGY, LLC	49,014	24,953		
K-1 Exp TARGA RESOURCES PARTNERS LP	19			
State or Local Filing Fees	25			25

TY 2012 Other Income Schedule

Name: The Lourie Foundation Inc

EIN: 20-4000015

Software ID: 12000057

Software Version: 12.18.605.2

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
K-1 Inc/Loss ATLAS ENERGY LP	-18,565	-314	
K-1 Inc/Loss ATLAS PIPELINE PARTNERS LP	-31,414	9,983	
K-1 Inc/Loss ATLAS RESOURCE PARTNERS LP	-1,003	-258	
K-1 Inc/Loss COPANO ENERGY LLC	-41,858	-26	
K-1 Inc/Loss CROSSTEX ENERGY LP	-32,678	1,597	
K-1 Inc/Loss ENERGY TRANSFER EQUITY LP	-31,065	5,146	
K-1 Inc/Loss LINN ENERGY, LLC	10,204	49,339	
K-1 Inc/Loss TARGA RESOURCES PARTNERS LP	-29,187	-527	

TY 2012 Other Professional Fees Schedule

Name: The Lourie Foundation Inc

EIN: 20-4000015

Software ID: 12000057

Software Version: 12.18.605.2

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Investment Management Services	40,812	40,812		

TY 2012 Taxes Schedule

Name: The Lourie Foundation Inc

EIN: 20-4000015

Software ID: 12000057

Software Version: 12.18.605.2

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Estimated Tax for 2012	3,600			
IRS Excise Tax Payment with 1st ext 990-PF	257			