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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 LAMPERT FOUNDATION C/O ADRIAN MAIZEY RAND GROUP		A Employer identification number 20-5436006	
Number and street (or P O box number if mail is not delivered to street address) 200 GREENWICH AVENUE		B Telephone number (see instructions) (203) 861-4669	
City or town, state, and ZIP code GREENWICH, CT 06830		C If exemption application is pending, check here ☐	
G Check all that apply ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ 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) ☒ \$ 45,509,600		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐	
J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) <u> </u> (Part I, column (d) must be on cash basis.)			

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	20,039,689			
	2 Check ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities.	129,740	129,740		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	3,788,406			
	b Gross sales price for all assets on line 6a <u>35,536,992</u>				
	7 Capital gain net income (from Part IV, line 2)		35,439,873		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	23,957,835	35,569,613		
	13 Compensation of officers, directors, trustees, etc	0	0		0
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	5,300	0		5,300
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	801,439	0		0
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	212	0		0
	24 Total operating and administrative expenses.				
	Add lines 13 through 23	806,951	0		5,300
	25 Contributions, gifts, grants paid	441,150			441,150
	26 Total expenses and disbursements. Add lines 24 and 25	1,248,101	0		446,450
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	22,709,734			
	b Net investment income (if negative, enter -0-)		35,569,613		
	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	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing		
	2	Savings and temporary cash investments	11,022,919	45,441,549
	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)	13,302,972	68,051
	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) ▶ _____		
Liabilities	15	Other assets (describe ▶ _____)		
	16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	24,325,891	45,509,600
	17	Accounts payable and accrued expenses		
	18	Grants payable		
	19	Deferred revenue		
	20	Loans from officers, directors, trustees, and other disqualified persons		
Net Assets or Fund Balances	21	Mortgages and other notes payable (attach schedule)		
	22	Other liabilities (describe ▶ _____)	1,400	0
	23	Total liabilities (add lines 17 through 22)	1,400	0
		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	0	0
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0
	29	Retained earnings, accumulated income, endowment, or other funds	24,324,491	45,509,600
	30	Total net assets or fund balances (see page 17 of the instructions)	24,324,491	45,509,600
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	24,325,891	45,509,600

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	24,324,491
2	Enter amount from Part I, line 27a	2	22,709,734
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3	4	47,034,225
5	Decreases not included in line 2 (itemize) ▶ _____	5	1,524,625
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	45,509,600

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			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a 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	35,439,873
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	276,650	15,803,693	0 017505
2010	378,532	7,328,489	0 051652
2009	260,277	5,472,563	0 047560
2008	133,000	4,984,725	0 026682
2007	334,249	4,775,295	0 069995

2 Total of line 1, column (d).	2	0 213394
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 042679
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.	4	39,408,789
5 Multiply line 4 by line 3.	5	1,681,928
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	355,696
7 Add lines 5 and 6.	7	2,037,624
8 Enter qualifying distributions from Part XII, line 4.	8	446,450

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 VIExcise 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	711,392
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	0
3		Add lines 1 and 2.		3	711,392
4		Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	0
5		Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		5	711,392
6		Credits/Payments			
a		2012 estimated tax payments and 2011 overpayment credited to 2012	6a	712,000	
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	712,000
8		Enter any penalty for underpayment of estimated tax Check here ☒ if Form 2220 is attached		8	571
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	37
11		Enter the amount of line 10 to be Credited to 2013 estimated tax ☐ 37	Refunded ☐	11	0

Part VII-AStatements Regarding Activities

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?		Yes	No
		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)?			No
	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 ☐ \$ 0 (2) On foundation managers ☐ \$ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ 0			
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		No
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.	5		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) ☐ CT			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation .	8b	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 ▶N/A				
14	The books are in care of ▶ADRIAN MAIZEY RAND GROUP Telephone no ▶(203) 861-4669 Located at ▶200 GREENWICH AVENUE GREENWICH CT ZIP +4 ▶06830			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ▶ ☐ and enter the amount of tax-exempt interest received or accrued during the year ▶	15		
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

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? ☐ 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)?. . . Organizations relying on a current notice regarding disaster assistance check here. ▶ ☐	1b		
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? (<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
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
EDWARD S LAMPERT	TRUSTEE	0	0	0
C/O ADRIAN MAIZEY RAND GROUP200 GREENWICH AVE GREENWICH,CT 06830	2 00			
KINGA KEH LAMPERT	TRUSTEE	0	0	0
C/O ADRIAN MAIZEY RAND GROUP200 GREENWICH AVE GREENWICH,CT 06830	2 00			
2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
Total number of other employees paid over \$50,000.				0

Part VIII

Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services.		0

Part IX-A

Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1	
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.	0

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	9,947,323
b	Average of monthly cash balances.	1b	30,061,600
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	40,008,923
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	40,008,923
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	600,134
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	39,408,789
6	Minimum investment return. Enter 5% of line 5.	6	1,970,439

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	1,970,439
2a	Tax on investment income for 2012 from Part VI, line 5.	2a	711,392
b	Income tax for 2012 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	711,392
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	1,259,047
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	1,259,047
6	Deduction from distributable amount (see instructions).	6	0
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	1,259,047

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	446,450
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	446,450
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions).	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	446,450
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				1,259,047
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only.			342,848	
b Total for prior years 20__, 20__, 20__		0		
3 Excess distributions carryover, if any, to 2012				
a From 2007.				
b From 2008.				
c From 2009.				
d From 2010.				
e From 2011.				
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 446,450				
a Applied to 2011, but not more than line 2a			342,848	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2012 distributable amount.				103,602
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
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.		0		
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013.				1,155,445
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions).	0			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions). . . .	0			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a.	0			
10 Analysis of line 9				
a Excess from 2008. . . .				
b Excess from 2009. . . .				
c Excess from 2010. . . .				
d Excess from 2011. . . .				
e Excess from 2012. . . .				

Part XIVPrivate 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)

☐ 4942(j)(3) or ☐ 4942(j)(5)

2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed.	Tax year	Prior 3 years			(e) Total
		(a) 2012	(b) 2011	(c) 2010	(d) 2009	
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 XVSupplementary 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 Paid during the year See Additional Data Table				
Total			3a	441,150
b Approved for future payment				
Total			3b	0

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue					
a	_____					
b	_____					
c	_____					
d	_____					
e	_____					
f	_____					
g	Fees and contracts from government agencies					
2	Membership dues and assessments. . . .					
3	Interest on savings and temporary cash investments					
4	Dividends and interest from securities. . . .			14	129,740	
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	3,788,406	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory. .					
11	Other revenue a _____					
b	_____					
c	_____					
d	_____					
e	_____					
12	Subtotal. Add columns (b), (d), and (e). .		0		3,918,146	0
13	Total. Add line 12, columns (b), (d), and (e).			13		3,918,146

[illegible]

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?		Yes	No
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.			

[illegible]

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

**Sign
Here**

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge.

*****	2013-03-11	*****	May the IRS discuss this return with the preparer shown below (see Instr.)? ☒ Yes ☐ No
Signature of officer or trustee	Date	Title	

May the IRS discuss this return with the preparer shown below (see instr. 7)? ☒ **Yes** ☐ **No**

**Paid
Preparer
Use
Only**

Paid Preparer Use Only	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ☒	PTIN P00161568
	DAVID S UNTRACHT	DAVID S UNTRACHT	2013-03-11		
	Firm's name ☒	UNTRACHT EARLY LLC 325 COLUMBIA TURNPIKE SUITE 202		Firm's EIN ☒	22-3754856
	Firm's address ☒	FLORHAM PARK, NJ 07932		Phone no	(973) 408-6700

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

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

OMB No 1545-0047

2012

Name of the organization THE LAMPERT FOUNDATION C/O ADRIAN MAIZEY RAND GROUP	Employer identification number 20-5436006
--	--

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 LAMPERT FOUNDATION C/O ADRIAN MAIZEY RAND GROUP	Employer identification number 20-5436006
---	---

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
<u>1</u>	EDWARD LAMPERT C/O RAND GROUP 200 GREENWICH AVE GREENWICH, CT 06830	\$ 4,999,866	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution)
<u>2</u>	EDWARD LAMPERT C/O RAND GROUP 200 GREENWICH AVE GREENWICH, CT 06830	\$ 9,999,873	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution)
<u>3</u>	EDWARD LAMPERT C/O RAND GROUP 200 GREENWICH AVE GREENWICH, CT 06830	\$ 5,039,950	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution)
<u> </u>		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
<u> </u>		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
<u> </u>		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

Part II **Noncash Property** (see instructions) Use duplicate copies of Part II if additional space is needed

Schedule B (Form 990, 990-EZ, or 990-PF) (2012)

Name of organization THE LAMPERT FOUNDATION C/O ADRIAN MAIZEY RAND GROUP	Employer identification number 20-5436006
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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 LAMPERT FOUNDATION

C/O ADRIAN MAIZEY RAND GROUP

EIN: 20-5436006

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	5,300	0		5,300

**TY 2012 Investments Corporate
Stock Schedule****Name:** THE LAMPERT FOUNDATION

C/O ADRIAN MAIZEY RAND GROUP

EIN: 20-5436006

Name of Stock	End of Year Book Value	End of Year Fair Market Value
AUTOZONE	68,051	68,051

TY 2012 Other Decreases Schedule

Name: THE LAMPERT FOUNDATION
C/O ADRIAN MAIZEY RAND GROUP
EIN: 20-5436006

Description	Amount
UNREALIZED GAIN/LOSS	1,524,625

TY 2012 Other Expenses Schedule

Name: THE LAMPERT FOUNDATION

C/O ADRIAN MAIZEY RAND GROUP

EIN: 20-5436006

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
	137	0		0
NON QUALIFIED CONTRIBUTIONS	75	0		0

TY 2012 Other Liabilities Schedule**Name:** THE LAMPERT FOUNDATION

C/O ADRIAN MAIZEY RAND GROUP

EIN: 20-5436006

Description	Beginning of Year - Book Value	End of Year - Book Value
DUE TO ESL INVESTMENTS	1,400	0

TY 2012 Taxes Schedule

Name: THE LAMPERT FOUNDATION

C/O ADRIAN MAIZEY RAND GROUP

EIN: 20-5436006

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL TAXES	801,439	0		0

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)
1813 SHS AUTOZONE INC	D	2001-01-23	2012-01-17
1925 SHS AUTOZONE INC	D	2001-01-23	2012-01-18
2156 SHS AUTOZONE INC	D	2001-01-23	2012-01-19
2516 SHS AUTOZONE INC	D	2001-01-23	2012-01-20
210 SHS AUTOZONE INC	D	2001-01-23	2012-01-23
1007 SHS AUTOZONE INC	D	2001-01-23	2012-01-23
301 SHS AUTOZONE INC	D	2001-01-23	2012-01-24
704 SHS AUTOZONE INC	D	2001-01-23	2012-01-26
588 SHS AUTOZONE INC	D	2001-01-23	2012-01-27
193 SHS AUTOZONE INC	D	2001-01-23	2012-03-08
664 SHS AUTOZONE INC	D	2001-01-23	2012-03-09
2212 SHS AUTOZONE INC	D	2001-01-23	2012-03-13
25 SHS AUTOZONE INC	D	2001-01-23	2012-03-14
846 SHS AUTOZONE INC	D	2001-01-23	2012-03-16
393 SHS AUTOZONE INC	D	2001-01-23	2012-03-20
117 SHS AUTOZONE INC	D	2001-01-23	2012-03-21
265 SHS AUTOZONE INC	D	2001-01-23	2012-03-23
781 SHS AUTOZONE INC	D	2001-01-23	2012-03-26
3291 SHS AUTOZONE INC	D	2001-01-23	2012-03-27
2 SHS AUTOZONE INC	D	2001-01-23	2012-03-28
2204 SHS AUTOZONE INC	D	2001-01-23	2012-04-02
2621 SHS AUTOZONE INC	D	2001-01-23	2012-04-03
2118 SHS AUTOZONE INC	D	2001-01-23	2012-04-04
7512 SHS AUTOZONE INC	D	2001-01-23	2012-04-05
137 SHS AUTOZONE INC	D	2001-01-23	2012-04-09
1153 SHS AUTOZONE INC	D	2001-01-23	2012-04-11
1011 SHS AUTOZONE INC	D	2001-01-23	2012-04-12
549 SHS AUTOZONE INC	D	2001-01-23	2012-04-13
95 SHS AUTOZONE INC	D	2001-01-23	2012-04-13
211 SHS AUTOZONE INC	D	2001-01-23	2012-04-16

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)
1991 SHS AUTOZONE INC	D	2001-01-23	2012-04-17
912 SHS AUTOZONE INC	D	2001-01-23	2012-04-18
2106 SHS AUTOZONE INC	D	2001-01-23	2012-04-19
3217 SHS AUTOZONE INC	D	2001-01-23	2012-04-20
224 SHS AUTOZONE INC	D	2001-01-23	2012-06-06
202 SHS AUTOZONE INC	D	2001-01-23	2012-06-07
222 SHS AUTOZONE INC	D	2001-01-23	2012-06-13
637 SHS AUTOZONE INC	D	2001-01-23	2012-06-14
800 SHS AUTOZONE INC	D	2001-01-23	2012-06-15
7500 SHS AUTOZONE INC	D	2001-01-23	2012-06-15
2700 SHS AUTOZONE INC	D	2001-01-23	2012-06-15
207 SHS AUTOZONE INC	D	2001-01-23	2012-06-18
437 SHS AUTOZONE INC	D	2001-01-23	2012-06-19
151 SHS AUTOZONE INC	D	2001-01-23	2012-06-20
975 SHS AUTOZONE INC	D	2001-01-23	2012-07-11
808 SHS AUTOZONE INC	D	2001-01-23	2012-07-12
4 SHS AUTOZONE INC	D	2001-01-23	2012-07-13
-4 SHS AUTOZONE INC	D	2012-07-18	2012-07-20
43 SHS AUTOZONE INC	D	2001-01-23	2012-09-19
369 SHS AUTOZONE INC	D	2001-01-23	2012-09-21
3631 SHS AUTOZONE INC	D	2001-03-22	2012-09-21
4149 SHS AUTOZONE INC	D	2001-03-22	2012-09-21
33 SHS AUTOZONE INC	D	2001-03-22	2012-09-24
133 SHS AUTOZONE INC	D	2001-03-22	2012-09-25
4414 SHS AUTOZONE INC	D	2001-03-22	2012-09-26
1582 SHS AUTOZONE INC	D	2001-03-22	2012-09-27
1862 SHS AUTOZONE INC	D	2001-03-22	2012-09-28
2312 SHS AUTOZONE INC	D	2001-01-23	2012-10-02
1233 SHS AUTOZONE INC	D	2001-03-22	2012-10-02
941 SHS AUTOZONE INC	D	2001-01-23	2012-10-03

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)
5074 SHS AUTOZONE INC	D	2001-01-23	2012-10-03
1746 SHS AUTOZONE INC	D	2001-01-23	2012-10-04
183 SHS AUTOZONE INC	D	2001-01-23	2012-10-05
698 SHS AUTOZONE INC	D	2001-01-23	2012-10-08
800 SHS AUTOZONE INC	D	2001-01-23	2012-10-19
-12 SHS AUTOZONE INC	D	2012-09-24	2012-10-19
-4 SHS AUTOZONE INC	D	2012-09-26	2012-10-19
-11 SHS AUTOZONE INC	D	2012-09-27	2012-10-19
-14 SHS AUTOZONE INC	D	2012-10-02	2012-10-19
250 SHS AUTOZONE INC	D	2001-01-23	2012-10-25
1223 SHS AUTOZONE INC	D	2001-01-23	2012-10-26
2336 SHS AUTOZONE INC	D	2001-01-23	2012-10-31
963 SHS AUTOZONE INC	D	2001-01-23	2012-11-01

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)
626,091		1,849	624,242
666,113		1,964	664,149
747,142		2,199	744,943
873,091		2,566	870,525
72,892		214	72,678
349,533		1,037	348,496
104,377		310	104,067
245,405		725	244,680
204,691		606	204,085
73,786		199	73,587
254,020		684	253,336
840,579		2,278	838,301
9,543		26	9,517
320,612		871	319,741
148,754		405	148,349
44,286		121	44,165
100,458		273	100,185
296,093		804	295,289
1,251,210		3,390	1,247,820
760		2	758
834,939		2,270	832,669
1,005,625		2,700	1,002,925
811,021		2,182	808,839
2,883,329		7,737	2,875,592
52,604		141	52,463
435,913		1,188	434,725
383,295		1,041	382,254
209,587		565	209,022
36,267		98	36,169
80,508		217	80,291

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)
757,727		2,051	755,676
346,474		939	345,535
801,808		2,169	799,639
1,227,996		3,314	1,224,682
86,961		228	86,733
78,765		206	78,559
86,380		226	86,154
246,293		650	245,643
304,025		816	303,209
2,898,592		7,650	2,890,942
1,046,974		2,754	1,044,220
80,247		211	80,036
169,715		446	169,269
58,538		154	58,384
360,106		995	359,111
302,211		824	301,387
1,534		4	1,530
2,268			2,268
16,123		44	16,079
139,495		376	139,119
1,372,647		3,704	1,368,943
1,547,340		4,232	1,543,108
12,240		34	12,206
49,422		136	49,286
1,650,174		4,502	1,645,672
589,783		1,614	588,169
689,631		1,899	687,732
855,665		2,381	853,284
456,330		1,258	455,072
349,274		969	348,305

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)
1,883,331		5,226	1,878,105
657,456		1,798	655,658
69,797		188	69,609
266,339		719	265,620
299,599		824	298,775
9,815			9,815
3,558			3,558
8,987			8,987
8,542			8,542
92,330		258	92,072
453,168		1,260	451,908
871,674		2,406	869,268
365,134		992	364,142

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	
			624,242
			664,149
			744,943
			870,525
			72,678
			348,496
			104,067
			244,680
			204,085
			73,587
			253,336
			838,301
			9,517
			319,741
			148,349
			44,165
			100,185
			295,289
			1,247,820
			758
			832,669
			1,002,925
			808,839
			2,875,592
			52,463
			434,725
			382,254
			209,022
			36,169
			80,291

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	
			755,676
			345,535
			799,639
			1,224,682
			86,733
			78,559
			86,154
			245,643
			303,209
			2,890,942
			1,044,220
			80,036
			169,269
			58,384
			359,111
			301,387
			1,530
			2,268
			16,079
			139,119
			1,368,943
			1,543,108
			12,206
			49,286
			1,645,672
			588,169
			687,732
			853,284
			455,072
			348,305

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	
			1,878,105
			655,658
			69,609
			265,620
			298,775
			9,815
			3,558
			8,987
			8,542
			92,072
			451,908
			869,268
			364,142

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>				
ALLIANCE FOR CANCER GENE THERAPY (ACGT) 96 CUMMINGS POINT ROAD STAMFORD,CT 06902	NONE	PUBLIC	GENERAL UNRESTRICTED	5,000
AMERICAN FRIENDS OF THE PARIS OPERA & BALLET 972 FIFTH AVENUE NEW YORK,NY 10075	NONE	PUBLIC	GENERAL UNRESTRICTED	25,000
ASPEN COMMUNITY FOUNDATION 110 EAST HALLAM STREET ASPEN,CO 81611	NONE	PUBLIC	GENERAL UNRESTRICTED	5,000
BOOKS FOR KIDS 240 W 37TH ST 309 NEW YORK,NY 10018	NONE	PUBLIC	GENERAL UNRESTRICTED	1,000
BOY SCOUTS OF AMERICA PO BOX 152079 IRVING,TX 75015	NONE	PUBLIC	GENERAL UNRESTRICTED	2,225
BREAST CANCER RESEARCH FOUNDATION 60 EAST 56TH STREET NEW YORK,NY 10022	NONE	PUBLIC	GENERAL UNRESTRICTED	90,925
BRUNSWICK SCHOOL ANNUAL FUND 100 MAHER AVENUE GREENWICH,CT 06830	NONE	PUBLIC	GENERAL UNRESTRICTED	125,000
GREENWICH ACADEMY ANNUAL FUND 200 MAPLE AVENUE GREENWICH,CT 06830	NONE	PUBLIC	GENERAL UNRESTRICTED	100,000
GREENWICH LIBRARY 101 W PUTNAM AVE GREENWICH,CT 06830	NONE	PUBLIC	GENERAL UNRESTRICTED	25,000
KIDS IN CRISIS ONE SALEM STREET COS COB,CT 06807	NONE	PUBLIC	GENERAL UNRESTRICTED	1,500
MIAMI COUNTRY DAY SCHOOL 601 NE 107TH STREET MIAMI,FL 33161	NONE	PUBLIC	GENERAL UNRESTRICTED	1,500
MOUNT SINAI SCHOOL OF MEDICINE 1425 MADISON AVENUE NEW YORK,NY 10029	NONE	PUBLIC	GENERAL UNRESTRICTED	2,000
THEATER ASPEN 110 EAST HALLAM STREET ASPEN,CO 81611	NONE	PUBLIC	GENERAL UNRESTRICTED	2,000
YMCA OF GREENWICH 50 EAST PUTNAM AVENUE GREENWICH,CT 06830	NONE	PUBLIC	GENERAL UNRESTRICTED	5,000
YOUNG WOMEN LEADERSHIP NETWORK 322 8TH AVENUE 14TH FL NEW YORK,NY 10001	NONE	PUBLIC	GENERAL UNRESTRICTED	50,000
Total  3a				441,150