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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 David and Barbara B Hirschhorn Foundation Inc

A Employer identification number
52-1489400

Number and street (or P O box number if mail is not delivered to street address) c/o AFS 10 E Baltimore St
Room/suite

B Telephone number (see instructions)
(410) 347-7114

City or town, state, and ZIP code
Baltimore, MD 21202

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)* ▶$ 38,970,237

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	22,824	22,824		
	4	Dividends and interest from securities	723,298	723,298		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	1,750,926			
	b	Gross sales price for all assets on line 6a 10,025,077				
	7	Capital gain net income (from Part IV, line 2)		1,750,926		
	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)	55,966	-89,084		
	12	**Total.** Add lines 1 through 11	2,553,014	2,407,964		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc				
	14	Other employee salaries and wages	83,875			83,875
	15	Pension plans, employee benefits	29,921			29,921
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	71,200	28,480		42,720
	c	Other professional fees (attach schedule)	74,178	74,178		
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	10,275	10,275		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy	11,803			11,803
	21	Travel, conferences, and meetings	549			549
	22	Printing and publications				
	23	Other expenses (attach schedule)	4,656	159		4,497
	24	**Total operating and administrative expenses.** Add lines 13 through 23	286,457	113,092		173,365
	25	Contributions, gifts, grants paid	2,264,446			2,264,446
	26	**Total expenses and disbursements.** Add lines 24 and 25	2,550,903	113,092		2,437,811
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	2,111			
	b	**Net investment income** (if negative, enter -0-)		2,294,872		
	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	14,562	14,562	14,562
	2	Savings and temporary cash investments	3,448,768	1,180,807	1,180,807
	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)			
	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)	34,763,887	37,033,959	37,774,868
	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)	38,227,217	38,229,328	38,970,237
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	38,227,217	38,229,328	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see page 17 of the instructions)	38,227,217	38,229,328	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	38,227,217	38,229,328	

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	38,227,217
2	Enter amount from Part I, line 27a	2	2,111
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	38,229,328
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	38,229,328

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	See Additional Data Table			
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	See Additional Data Table			
b				
c				
d				
e				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
	(i) 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	1,750,926
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	8,978

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	2,620,379	39,491,358	0 06635
2010	2,812,601	38,659,270	0 07275
2009	2,197,901	34,619,579	0 06349
2008	2,464,180	38,075,511	0 06472
2007	2,683,947	42,134,249	0 06370

2	**Total** of line 1, column (d).	2	0 33101
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 06620
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.	4	37,914,897
5	Multiply line 4 by line 3.	5	2,510,042
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	22,949
7	Add lines 5 and 6.	7	2,532,991
8	Enter qualifying distributions from Part XII, line 4.	8	2,437,811

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	45,897
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	45,897
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	45,897
6	Credits/Payments				
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	14,002		
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c	55,000		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	69,002
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	23,105
11	Enter the amount of line 10 to be **Credited to 2013 estimated tax** ▶	23,105	**Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		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		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 ▶ $ ____________ **(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		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		No
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) ▶ MD			
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)*

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		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 ▶www blaufund org

14 The books are in care of ▶Sandra L Glock CPA Telephone no ▶(410) 347-7114

Located at ▶10 E Baltimore St Ste 1101 Baltimore MD ZIP+4 ▶212021620

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 |

			Yes	No
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		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)?	1b		No
	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		No
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ 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		No
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**		**No**
	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**		**No**

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
See Attached Statement See attached Baltimore, MD 21202	See attached 0 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
NONE				

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
Greycourt 607 College Avenue Pittsburgh, PA 15232	Investment services	54,653
Atapco Financial Services 10 E Baltimore St Baltimore, MD 21202	Tax & Accounting	71,200
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	36,697,447
b	Average of monthly cash balances	1b	1,794,834
c	Fair market value of all other assets (see instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	38,492,281
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	
3	Subtract line 2 from line 1d	3	38,492,281
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	577,384
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	37,914,897
6	**Minimum investment return.** Enter 5% of line 5	6	1,895,745

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	1,895,745
2a	Tax on investment income for 2012 from Part VI, line 5 2a 45,897		
b	Income tax for 2012 (This does not include the tax from Part VI) 2b		
c	Add lines 2a and 2b	2c	45,897
3	Distributable amount before adjustments Subtract line 2c from line 1	3	1,849,848
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	1,849,848
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	1,849,848

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	2,437,811
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	2,437,811
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	2,437,811

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					1,849,848
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.	775,303				
b From 2008.	578,854				
c From 2009.	547,042				
d From 2010.	783,611				
e From 2011.	659,019				
f **Total** of lines 3a through e.		3,343,829			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ $ 2,437,811					
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).		0			
d Applied to 2012 distributable amount.					1,849,848
e Remaining amount distributed out of corpus		587,963			
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		3,931,792			
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) . . .		775,303			
9 **Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a		3,156,489			
10 Analysis of line 9					
a Excess from 2008. . . .	578,854				
b Excess from 2009. . . .	547,042				
c Excess from 2010. . . .	783,611				
d Excess from 2011. . . .	659,019				
e Excess from 2012. . . .	587,963				

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))

See Attached Statement

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 or e-mail of the person to whom applications should be addressed

Daniel B Hirschhorn
BPG 10 East Baltimore St Suite 1111
Baltimore, MD 212021620
(410) 347-7201

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

Letter

c Any submission deadlines

None

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

This organization does not make gifts or grants to individuals

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 Attached Statement See attached Baltimore, MD 21202	N/A	501(c)	Unrestricted Gift	2,264,446
Total . . . . ▶ 3a				2,264,446
b *Approved for future payment*				
See Attached Statement See attached Baltimore, MD 21202	N/A	501(c)	Unrestricted Gift	1,266,800
Total . . . . ▶ 3b				1,266,800

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	22,824	
4 Dividends and interest from securities. . . .			14	723,298	
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	1,750,926	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. .					
11 Other revenue a See Additional Data Table					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .		-3,667		2,556,681	

13 **Total.** Add line 12, columns (b), (d), and (e). 13 2,553,014

(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

****** | 2013-11-14 | ******

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
Sandra L Glock	Sandra L Glock			P00251373

Firm's name ▶ ATAPCO FINANCIAL SERVICES INC

Firm's EIN ▶

Firm's address ▶ 10 E BALTIMORE STREET STE 1101 BALTIMORE, MD 212021620

Phone no (410) 347-7114

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)
Common Sense	P	2009-07-31	2012-06-30
W Capital Partners	P	2012-01-01	2012-02-01
PEP V - Short Term	P	2012-01-01	2012-02-01
PEP V - Long Term	P	2001-01-01	2012-12-31
Perennial Real Estate - Short Term	P	2012-01-01	2012-02-01
Perennial Real Estate - Long Term	P	2001-01-01	2012-12-31
Axiom Asia LT Gain	P	2001-01-01	2012-12-31
Mesirow - Long Term	P	2001-01-01	2012-12-31
Mesirow - Short Term	P	2012-01-01	2012-02-01
Madison III - Long Term	P	2001-01-01	2012-12-31
21000 Vanguard Specialized	P	2011-12-09	2012-12-11
25648 953 Stralem Equity Fund	P	2010-01-29	2012-12-13
25 State of Israel Bond	P	2009-01-27	2012-02-17
52532 189 PIMCO Total Return	P	2005-05-12	2012-12-07
32802 249 PIMCO Low Duration	P	2005-05-11	2012-12-06
57962 329 Harbor Dd Real Return	P	2011-07-15	2012-12-07
1105 1235 GT Fund	P	2007-05-08	2012-01-31
122 7915 GT Fund	P	2007-05-08	2012-07-12
1584 926 Capital Private	P	2011-12-30	2012-12-13
DFA Emerging Markets	P	2001-01-01	2012-12-31
PIMCO Total Return	P	2011-01-01	2012-12-31
PIMCO Low Duration	P	2001-01-01	2012-12-31
Harbor Funds	P	2011-01-01	2012-12-31
Buffalo Small Cap	P	2001-01-01	2012-12-31

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)
		100,479	-100,479
5,373			5,373
60			60
25,039			25,039
1,635			1,635
17,817			17,817
361			361
99,294			99,294
2,678			2,678
338,306			338,306
1,251,091		1,151,700	99,391
3,689,330		2,983,695	705,635
25,000		25,000	
612,000		603,020	8,980
350,000		330,775	19,225
677,000		638,170	38,830
2,533,000		2,183,183	349,817
284,035		242,576	41,459
14,785		15,553	-768
23,400			23,400
19,696			19,696
1,805			1,805
22,946			22,946
30,426			30,426

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	
			-100,479
			5,373
			60
			25,039
			1,635
			17,817
			361
			99,294
			2,678
			338,306
			99,391
			705,635
			8,980
			19,225
			38,830
			349,817
			41,459
			-768
			23,400
			19,696
			1,805
			22,946
			30,426

Form 990PF Part XVI-A Line 11 - Other revenue:

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See the instructions)
11 Other revenue	**(a)** Business code	**(b)** Amount	**(c)** Exclusion code	**(d)** Amount	
a W Capital Partners	900000		18	9,249	
b Prime Finance II	900000		18	-20,474	
c Perennial Real Estate Fd	900000	-3,960	18	47,063	
d PEP V	900000	290	18	53,225	
e Miscellaneous Income	900000		18	136	
f MIRELF III Eastbridge	900000		18		
g MIRELF III Australia	900000		18		
h Mesirow Financial Private	900000	3	18	-21,553	
i Madison Int'l RE Fd III	900000		18	-3,331	
j Axiom Asia	900000		18	-4,682	

TY 2012 Accounting Fees Schedule

Name: The David and Barbara B Hirschhorn Foundation Inc

EIN: 52-1489400

Software ID: 12000229

Software Version: 2012v2.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Atapco Financial Services	71,200	28,480	0	42,720

TY 2012 Contractor Compensation Explanation

Name: The David and Barbara B Hirschhorn Foundation Inc

EIN: 52-1489400

Software ID: 12000229

Software Version: 2012v2.0

Contractor	Explanation
Greycourt	
Atapco Financial Services	

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491318018573

TY 2012 Other Expenses Schedule

Name: The David and Barbara B Hirschhorn Foundation Inc

EIN: 52-1489400

Software ID: 12000229

Software Version: 2012v2.0

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Web Site Support	234			234
Telephone	266			266
Supplies	339			339
Miscellaneous	550	159		391
Equipment Maintenance	3,267			3,267

TY 2012 Other Income Schedule

Name: The David and Barbara B Hirschhorn Foundation Inc

EIN: 52-1489400

Software ID: 12000229

Software Version: 2012v2.0

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
W Capital Partners	9,249	-2,877	
Prime Finance II	-20,474	-8,811	
Perennial Real Estate Fd	43,103	-6,448	
PEP V	53,515	-17,419	
Miscellaneous Income	136	136	
Mesirow Financial Private	-21,550	-36,447	
Madison Int'l RE Fd III	-3,331	-3,331	
Axiom Asia	-4,682	-13,887	

TY 2012 Other Professional Fees Schedule

Name: The David and Barbara B Hirschhorn Foundation Inc

EIN: 52-1489400

Software ID: 12000229

Software Version: 2012v2.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Other	19,525	19,525	0	0
Greycourt	54,653	54,653	0	0

TY 2012 Taxes Schedule

Name: The David and Barbara B Hirschhorn Foundation Inc

EIN: 52-1489400

Software ID: 12000229

Software Version: 2012v2.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Foreign Tax Paid	10,275	10,275		

THE DAVID AND BARBARA B. HIRSCHHORN FOUNDATION, INC.
10 EAST BALTIMORE STREET, SUITE 1111, BALTIMORE, MD 21202
FORM 990-PF FOR CALENDAR YEAR 2012
52-1489400

Page 11, Part XV, Line 3a – Contributions, gifts, grants, etc., paid during the year

Organization Name	City, State	Amount
Abilities Network	Towson, MD	$15,000
ACHARAI: Shoshana S. Cardin Leadership Development Institute	Baltimore, MD	20,000
Adoptions Together, Inc.	Silver Spring, MD	25,000
Ahavas Yisrael Charity Fund	Baltimore, MD	5,000
Alzheimer's Disease and Related Disorders Association	Timonium, MD	5,000
American Friends of Meir Panim, Inc.	Brooklyn, NY	15,000
American Fund for Lithuanian-Latvian Jews, Inc.	Atlanta, GA	3,000
American Heart Association-Mid-Atlantic Affiliate	Glen Allen, VA	50,000
The American Jewish Committee	New York, NY	35,000
The American Jewish Committee	New York, NY	30,000
American Jewish World Service	New York, NY	55,000
Art with a Heart, Inc.	Baltimore, MD	30,000
Aspen Institute	Queenstown, MD	10,000
Associated Jewish Community Federation of Baltimore, Inc.	Baltimore, MD	25,000
Associated Jewish Community Federation of Baltimore, Inc.	Baltimore, MD	5,000
Associated Jewish Community Federation of Baltimore, Inc.	Baltimore, MD	5,000
Baltimore Child Abuse Center, Inc.	Baltimore, MD	15,000
Baltimore City Health Department	Baltimore, MD	25,000
The Baltimore Museum of Art	Baltimore, MD	2,500
Beth Tfiloh Congregation	Baltimore, MD	10,000
Beth Tfiloh Congregation	Baltimore, MD	100,000
Beth Tfiloh Congregation	Baltimore, MD	15,250
Big Brothers & Big Sisters of Central Maryland, Inc.	Baltimore, MD	15,000
Black/Jewish Forum of Baltimore, Inc.	Baltimore, MD	12,000
The Blue Card, Inc.	New York, NY	2,500
Bowery Residents' Committee, Inc.	New York, NY	12,500
Center for Jewish Education	Baltimore, MD	10,000
Center for Jewish Education	Baltimore, MD	20,000
Center for Urban Families, Inc.	Baltimore, MD	12,500
Central Europe Center for Research and Documentation	Atlanta, GA	5,000
Chai Lifeline Inc	New York, NY	10,000
Chizuk Amuno Congregation	Baltimore, MD	25,000
Chizuk Amuno Congregation	Baltimore, MD	1,800
The Circus Barn Incorporated	Greensboro, VT	5,000
The Community Foundation for the National Capital Region	Washington, DC	30,500
Community Law Center, Inc.	Baltimore, MD	5,000
Comprehensive Housing Assistance, Inc.	Baltimore, MD	20,000
Congregation Ahavas Sholom	Newark, NJ	2,500
Connecticut College	New London, CT	32,500
Council on Foundations	Arlington, VA	4,500
Council on Foundations	Arlington, VA	4,480
Court Appointed Special Advocate Program of Baltimore	Baltimore, MD	10,000
Dyslexia Tutoring Program, Inc	Baltimore, MD	15,000

THE DAVID AND BARBARA B. HIRSCHHORN FOUNDATION, INC.
10 EAST BALTIMORE STREET, SUITE 1111, BALTIMORE, MD 21202
FORM 990-PF FOR CALENDAR YEAR 2012
52-1489400

Page 11, Part XV, Line 3a – Contributions, gifts, grants, etc., paid during the year

Organization Name	City, State	Amount
Edward A. Myerberg Senior Center, Inc.	Baltimore, MD	$17,500
EMpower-The Emerging Markets Foundation	New York, NY	10,000
Enoch Pratt Free Library of Baltimore City	Baltimore, MD	25,000
Etz Chaim Center for Jewish Studies	Baltimore, MD	2,500
Etz Chaim Center for Jewish Studies	Baltimore, MD	10,000
The Everyman Theatre, Inc.	Baltimore, MD	116,666
Family League of Baltimore City, Inc.	Baltimore, MD	25,000
The Family Tree	Baltimore, MD	20,000
Farm & Wilderness Foundation, Inc.	Plymouth, VT	10,000
The Food Allergy & Anaphylaxis Network	Fairfax, VA	2,500
Food Research and Action Center	Washington, DC	20,000
Foundation for Baltimore County Public Library	Towson, MD	2,500
Francis D Murnaghan, Jr. Appellate Advocacy Fellowship, Inc.	Baltimore, MD	5,000
Fuel Fund of Central Maryland, Inc.	Baltimore, MD	12,500
Fund for Social Welfare, Inc.	Baltimore, MD	10,000
Fusion Partnerships, Inc.	Baltimore, MD	4,000
Fusion Partnerships, Inc.	Baltimore, MD	10,000
Global Camps Africa	Reston, VA	7,500
Grantmakers Without Borders	San Francisco, CA	4,000
Greater Baltimore Tennis Patrons Association, Inc.	Baltimore, MD	2,500
Greater Homewood Community Corporation	Baltimore, MD	20,000
Halachic Organ Donor Society	New York, NY	10,000
Health Care for the Homeless, Inc.	Baltimore, MD	10,000
The Hearing and Speech Agency of Metro Baltimore, Inc.	Baltimore, MD	15,000
Higher Achievement Program	Baltimore, MD	15,000
Hillel of Greater Philadelphia	Philadelphia, PA	5,000
HopeWell Cancer Support	Brooklandville, MD	10,000
House of Ruth Baltimore, Inc.	Baltimore, MD	10,000
Incentive Mentoring Program	Baltimore, MD	10,000
Institute for Christian and Jewish Studies, Inc.	Baltimore, MD	5,000
Interfaith Youth Core	Chicago, IL	25,000
Israel Guide Dog Center for the Blind	Warrington, PA	5,000
Jacob and Hilda Blaustein Foundation	Baltimore, MD	25,000
The Jewish Braille Institute of America	New York, NY	2,500
Jewish Community Center of Baltimore, Inc.	Baltimore, MD	25,000
Jewish Community Center of Baltimore, Inc.	Baltimore, MD	4,000
Jewish Community Center of Baltimore, Inc.	Baltimore, MD	4,000
Jewish Community Center of Baltimore, Inc.	Baltimore, MD	2,500
The Jewish Guild for the Blind	New York, NY	2,500
The Jewish Multiracial Network	Falls Village, CT	5,000
The Jewish Museum of Maryland	Baltimore, MD	35,000
Jewish Recovery Houses	Baltimore, MD	15,000
Job Opportunities Task Force, Inc.	Baltimore, MD	10,000

THE DAVID AND BARBARA B. HIRSCHHORN FOUNDATION, INC.
10 EAST BALTIMORE STREET, SUITE 1111, BALTIMORE, MD 21202
FORM 990-PF FOR CALENDAR YEAR 2012
52-1489400

Page 11, Part XV, Line 3a – Contributions, gifts, grants, etc., paid during the year

Organization Name	City, State	Amount
The Johns Hopkins University	Baltimore, MD	$5,000
Junior Achievement of Central Maryland, Inc.	Owings Mills, MD	3,000
Just Vision	Washington, DC	25,000
KIPP Baltimore, Inc.	Baltimore, MD	25,000
Legal Aid Bureau, Inc.	Baltimore, MD	25,000
Let's Breakthrough, Inc.	New York, NY	15,000
LifeBridge Health	Baltimore, MD	100,000
LifeBridge Health	Baltimore, MD	50,000
Maryland Art Place, Inc.	Baltimore, MD	2,500
Maryland Food Bank, Inc.	Baltimore, MD	20,000
The Maryland School for the Blind	Baltimore, MD	15,000
Meals on Wheels of Central Maryland, Inc.	Baltimore, MD	12,500
Medicare Rights Center	New York, NY	10,000
Morningside Center for Teaching Social Responsibility	New York, NY	15,000
Museum for Contemporary Arts, Inc.	Baltimore, MD	2,500
National Aquarium in Baltimore, Inc.	Baltimore, MD	10,000
National Yiddish Book Center	Amherst, MA	50,000
New Israel Fund	Washington, DC	55,000
Ohr Torah Stone Institutions of Israel	New York, NY	10,000
PACT Helping Children With Special Needs, Inc.	Baltimore, MD	5,000
PageTurners: Girls Who Read to Achieve	Easton, MD	7,500
The Park School	Brooklandville, MD	21,000
The Park School	Brooklandville, MD	2,500
The Park School	Brooklandville, MD	5,000
Parks & People Foundation for Baltimore Recreation & Parks	Baltimore, MD	25,000
Parks & People Foundation for Baltimore Recreation & Parks	Baltimore, MD	5,000
Partnership for Excellence in Jewish Education	Boston, MA	5,000
Paul's Place, Inc.	Baltimore, MD	15,000
The PEN/Faulkner Foundation	Washington, DC	7,500
Planned Parenthood Federation of America, Inc	New York, NY	1,250
Planned Parenthood of Maryland, Inc.	Baltimore, MD	12,500
Playworks Baltimore	Baltimore, MD	10,000
Pumpkin Theatre of Baltimore, Inc.	Baltimore, MD	2,500
Radio Reading Network of Maryland	Baltimore, MD	1,500
The Red Devils	Baltimore, MD	3,000
Red Hook Initiative	Brooklyn, NY	10,000
Sheppard and Enoch Pratt Foundation, Inc	Baltimore, MD	5,000
Shield of David Recovery Center	Baltimore, MD	7,500
Shoresh, Inc.	Baltimore, MD	10,000
Shoshana S. Cardin Jewish Community High School, Inc.	Baltimore, MD	1,000
South Baltimore Learning Center	Baltimore, MD	25,000
The Southern Poverty Law Center	Montgomery, AL	5,000
St. Paul's School	Brooklandville, MD	15,000

THE DAVID AND BARBARA B. HIRSCHHORN FOUNDATION, INC.
10 EAST BALTIMORE STREET, SUITE 1111, BALTIMORE, MD 21202
FORM 990-PF FOR CALENDAR YEAR 2012
52-1489400

Page 11, Part XV, Line 3a – Contributions, gifts, grants, etc., paid during the year

Organization Name	City, State	Amount
The Student Conservation Association, Inc.	Charlestown, NH	$15,000
Temple Oheb Shalom	Baltimore, MD	17,000
Temple Oheb Shalom	Baltimore, MD	55,000
Towson University Foundation, Inc.	Towson, MD	10,000
The Trustees of the University of Pennsylvania	Philadelphia, PA	20,000
Union for Reform Judaism	New York, NY	2,000
United Way of Central Maryland	Baltimore, MD	36,000
V-LINC	Baltimore, MD	15,000
The Walters Art Museum	Baltimore, MD	2,500
Winnebago Alumni Association	Rockville, VA	4,000
WITNESS	Brooklyn, NY	37,500
The Women's Housing Coalition	Baltimore, MD	10,000
Women's Law Center, Inc.	Towson, MD	10,000
WOW!	Baltimore, MD	10,000
Yeshivat Maale Gilboa USA	New York, NY	7,500
Your Public Radio Corporation	Baltimore, MD	7,500
The Youth Dreamers, Inc.	Baltimore, MD	3,000
TOTAL		**$2,264,446**

All grants or contributions are made to qualified 501(c)(3) organizations.

Purpose of grants or contributions listed above – Unrestricted gift for charitable purpose

THE DAVID AND BARBARA B. HIRSCHHORN FOUNDATION, INC.
10 EAST BALTIMORE STREET, SUITE 1111, BALTIMORE, MD 21202
FORM 990-PF FOR CALENDAR YEAR 2012
52-1489400

Page 11, Part XV, Line 3b - Grants and Contributions Approved for Future Payments

Organization Name	*City, State*	*Balance*
The American Jewish Committee	New York, NY	$35,000
The American Jewish Committee	New York, NY	30,000
Art with a Heart, Inc.	Baltimore, MD	30,000
Baltimore Child Abuse Center, Inc	Baltimore, MD	15,000
Baltimore Museum of Art	Baltimore, MD	2,500
Beth Tfiloh Congregation	Baltimore, MD	100,000
Bowery Residents' Committee, Inc	New York, NY	12,500
Center for Jewish Education	Baltimore, MD	10,000
Center for Urban Families, Inc.	Baltimore, MD	12,500
Chizuk Amuno Congregation	Baltimore, MD	1,800
The Circus Barn Incorporated	Greensboro, VT	10,000
Community Foundation of New Jersey	Morristown, NJ	20,000
Comprehensive Housing Assistance, Inc	Baltimore, MD	20,000
Dyslexia Tutoring Program, Inc	Baltimore, MD	15,000
Edward A. Myerberg Senior Center, Inc.	Baltimore, MD	17,500
Farm & Wilderness Foundation, Inc.	Plymouth, VT	10,000
Fuel Fund of Central Maryland, Inc.	Baltimore, MD	12,500
Fund for Educational Excellence	Baltimore, MD	20,000
Global Camps Africa	Reston, VA	7,500
Greater Baltimore Tennis Patrons Association, Inc	Baltimore, MD	2,500
Incentive Mentoring Program	Baltimore, MD	10,000
Interfaith Youth Core	Chicago, IL	25,000
Job Opportunities Task Force, Inc.	Baltimore, MD	10,000
KIPP Baltimore, Inc	Baltimore, MD	25,000
LifeBridge Health	Baltimore, MD	200,000
LifeBridge Health	Baltimore, MD	200,000
Maryland Food Bank, Inc.	Baltimore, MD	20,000
Meals on Wheels of Central Maryland, Inc.	Baltimore, MD	12,500
National Yiddish Book Center	Amherst, MA	25,000
Paul's Place, Inc.	Baltimore, MD	15,000
Planned Parenthood of Maryland, Inc.	Baltimore, MD	12,500
Sheppard and Enoch Pratt Foundation, Inc.	Baltimore, MD	5,000
Student Conservation Association, Inc.	Charlestown, NH	15,000
Temple Oheb Shalom	Baltimore, MD	275,000
Towson University Foundation, Inc.	Towson, MD	10,000
The Trustees of the University of Pennsylvania	Philadelphia, PA	20,000
The Walters Art Museum	Baltimore, MD	2,500
TOTAL		**$1,266,800**

All grants or contributions are made to qualified 501(c)(3) organizations.

Purpose of grants or contributions listed above – Unrestricted gift for charitable purpose.

THE DAVID & BARABARA B. HIRSCHHORN FOUNDATION, INC.
c/o ATAPCO FINANCIAL SERVICES, INC
10 EAST BALITMORE STREET, SUITE 1101, BALTIMORE, MD 21202-1620
FORM 990-PF FOR THE CALENDAR YEAR 2012
52-1489400

Page 6, Part VIII, Item I - Name, address and title of officers, directors and trustees

Name and Address	Title & Hours Per Week	Compensation	Benefits	Exp Allow
Barbara B Hirschhorn 10 E Baltimore Street Suite 1101 Baltimore, MD 21202-1620	Trustee and Chairman of the Board Time Varies	None	None	None
Daniel B Hirschhorn 10 E. Baltimore Street Suite 1101 Baltimore, MD 21202-1620	Trustee and President Time Varies	None	None	None
Michael J Hirschhorn 10 E Baltimore Street Suite 1101 Baltimore, MD 21202-1620	Trustee and Vice Pres Time Varies	None	None	None
Deborah H. Vogelstein 10 E Baltimore Street Suite 1101 Baltimore, MD 21202-1620	Trustee and Vice Pres Time Varies	None	None	None
Sarah H Shapiro 10 E. Baltimore Street Suite 1101 Baltimore, MD 21202-1620	Trustee and Vice Pres. Time Varies	None	None	None
Jill R Robinson 10 E. Baltimore Street Suite 1101 Baltimore, MD 21202-1620	Secretary Time Varies	None	None	None
Anne A. Patterson 10 E Baltimore Street Suite 1101 Baltimore, MD 21202-1620	Assistant Secretary/ Treasurer Time Varies	None	None	None
Sandra L Glock 10 E Baltimore Street Suite 1101 Baltimore, MD 21202-1620	Assistant Treasurer Time Varies	None	None	None