



See a Social Security Number? Say Something!  
Report Privacy Problems to <https://public.resource.org/privacy>  
Or call the IRS Identity Theft Hotline at 1-800-908-4490



# Return of Private Foundation

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

### Treated as a Private Foundation

2012

Open to public inspection

Department of the Treasury  
Internal Revenue Service

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

For calendar year 2012 or tax year beginning

, and ending

Name of foundation <b>THE MARILYN AND JEFFREY KATZENBERG FOUNDATION</b>		A Employer identification number <b>95-4513461</b>
Number and street (or P.O. box number if mail is not delivered to street address) <b>11400 W. OLYMPIC BLVD.</b>	Room/suite <b>550</b>	B Telephone number <b>(310) 481-3513</b>
City or town, state, and ZIP code <b>LOS ANGELES, CA 90064-1551</b>		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) <b>\$ 16,462,723.</b> (Part I, column (d) must be on cash basis)	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

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).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		18.	18.		STATEMENT 1
4 Dividends and interest from securities		21,691.	21,691.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		-3,678.			
b Gross sales price for all assets on line 6a		300,146.			
7 Capital gain net income (from Part IV, line 2)			0.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11		18,031.	21,709.		
13 Compensation of officers, directors, trustees, etc		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees		7,500.	0.		0.
c Other professional fees					
17 Interest					
18 Taxes					
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses		178,345.	9,404.		0.
24 Total operating and administrative expenses. Add lines 13 through 23		185,845.	9,404.		0.
25 Contributions, gifts, grants paid		621,450.			621,450.
26 Total expenses and disbursements. Add lines 24 and 25		807,295.	9,404.		621,450.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		-789,264.			
b Net investment income (if negative, enter -0-)			12,305.		
c Adjusted net income (if negative, enter -0-)				N/A	

P

**THE MARILYN AND JEFFREY KATZENBERG  
FOUNDATION**

Form 990-PF (2012)

95-4513461

Page 2

<b>Part II Balance Sheets</b> <small>Attached schedules and amounts in the description column should be for end-of-year amounts only</small>		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
<b>Assets</b>	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	575,492.	3,283,538.	3,283,538.
	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	1,375.		
	7 Other notes and loans receivable ▶ 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			
	b Investments - corporate stock			
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶ Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other <span style="float:right">STMT 6</span>	12,340,152.	12,032,037.	13,179,185.
14 Land, buildings, and equipment: basis ▶ Less accumulated depreciation ▶				
15 Other assets (describe ▶ )				
16 <b>Total assets</b> (to be completed by all filers)	12,917,019.	15,315,575.	16,462,723.	
<b>Liabilities</b>	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			
	22 Other liabilities (describe ▶ )			
23 <b>Total liabilities</b> (add lines 17 through 22)	0.	0.		
<b>Net Assets or Fund Balances</b>	<b>Foundations that follow SFAS 117, check here</b> ▶ <input type="checkbox"/> <b>and complete lines 24 through 26 and lines 30 and 31.</b>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	<b>Foundations that do not follow SFAS 117, check here</b> ▶ <input checked="" type="checkbox"/> <b>and complete lines 27 through 31.</b>			
	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	12,917,019.	15,315,575.	
30 <b>Total net assets or fund balances</b>	12,917,019.	15,315,575.		
31 <b>Total liabilities and net assets/fund balances</b>	12,917,019.	15,315,575.		

**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	12,917,019.
2 Enter amount from Part I, line 27a	2	-789,264.
3 Other increases not included in line 2 (itemize) ▶ <span style="float:right">SEE STATEMENT 5</span>	3	3,187,820.
4 Add lines 1, 2, and 3	4	15,315,575.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	15,315,575.

**THE MARILYN AND JEFFREY KATZENBERG  
FOUNDATION**

Form 990-PF (2012)

95-4513461

Page 3

**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
<b>1a MASTER PORTFOLIO(C) LTD 287.76 SHARES</b>	<b>P</b>	<b>03/01/11</b>	<b>01/03/12</b>
<b>b SEMPER VIC PARTNER (QP) L.P.</b>	<b>P</b>		
<b>c SEMPER VIC PARTNER (QP) L.P.</b>	<b>P</b>		
<b>d</b>			
<b>e</b>			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
<b>a 300,000.</b>		<b>303,424.</b>	<b>-3,424.</b>
<b>b 146.</b>			<b>146.</b>
<b>c</b>		<b>400.</b>	<b>-400.</b>
<b>d</b>			
<b>e</b>			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(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	
<b>a</b>			<b>-3,424.</b>
<b>b</b>			<b>146.</b>
<b>c</b>			<b>-400.</b>
<b>d</b>			
<b>e</b>			

<b>2 Capital gain net income or (net capital loss)</b>	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	<b>2</b>	<b>-3,678.</b>
<b>3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):</b>	{ If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8 }	<b>3</b>	<b>N/A</b>

**Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income**

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

**1** Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2011	910,688.	11,765,188.	.077405
2010	2,209,892.	7,840,689.	.281849
2009	811,482.	8,122,461.	.099906
2008	2,068,135.	10,644,152.	.194298
2007	455,333.	10,680,656.	.042632

<b>2 Total of line 1, column (d)</b>	<b>2</b>	<b>.696090</b>
<b>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</b>	<b>3</b>	<b>.139218</b>
<b>4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5</b>	<b>4</b>	<b>13,660,842.</b>
<b>5 Multiply line 4 by line 3</b>	<b>5</b>	<b>1,901,835.</b>
<b>6 Enter 1% of net investment income (1% of Part I, line 27b)</b>	<b>6</b>	<b>123.</b>
<b>7 Add lines 5 and 6</b>	<b>7</b>	<b>1,901,958.</b>
<b>8 Enter qualifying distributions from Part XII, line 4</b>	<b>8</b>	<b>621,450.</b>

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.

**THE MARILYN AND JEFFREY KATZENBERG  
FOUNDATION**

Form 990-PF (2012)

95-4513461 Page 4

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	246.
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	246.
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	246.
6 Credits/Payments:			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	25,441.	
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	25,441.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	25,195.	
11 Enter the amount of line 10 to be: Credited to 2013 estimated tax <span style="float:right">5,000.</span> Refunded <span style="float:right">▶</span>	11	20,195.	

**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?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <span style="float:right">\$ 0.</span> (2) On foundation managers. <span style="float:right">\$ 0.</span>		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <span style="float:right">\$ 0.</span>		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.	2	X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3	X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	X
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.	5	X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.	7	X
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <span style="float:right">▶</span> <u>CA</u>		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	8b	X
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV	9	X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10	X

N/A

Form 990-PF (2012)

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <b>N/A</b>	13	X	
14	The books are in care of ► <b>BRESLAUER RUTMAN &amp; ANDERSON, LLC</b> Telephone no. ► <b>(310) 481-3513</b> Located at ► <b>11400 W. OLYMPIC BLVD. #550, LOS ANGELES, CA</b> ZIP+4 ► <b>90064-1551</b>			
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 ► <b>15</b> <b>N/A</b>			
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? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ► <b>N/A</b>	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	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? If "Yes," list the years ►	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b Are there any years listed in 2a for which the foundation is <b>not</b> 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 <b>all</b> years listed, answer "No" and attach statement - see instructions.)	<b>N/A</b>	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. ►		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.)	<b>N/A</b>	3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b	X

Form 990-PF (2012)

**THE MARILYN AND JEFFREY KATZENBERG  
FOUNDATION**

95-4513461

Page 6

**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)? ☐ 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)?

Organizations relying on a current notice regarding disaster assistance check here

☒

5b

X

**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?

N/A

☐ 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

6b

X

**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

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?

N/A

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.

(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
JEFFREY KATZENBERG	PRESIDENT			
11400 W. OLYMPIC BLVD.				
LOS ANGELES, CA 900641551	1.00	0.	0.	0.
MARILYN KATZENBERG	VICE PRESIDENT, SECRETARY			
11400 W. OLYMPIC BLVD.				
LOS ANGELES, CA 900641551	0.50	0.	0.	0.
DAVID GEFFEN	TREASURER			
11400 W. OLYMPIC BLVD.				
LOS ANGELES, CA 900641551	0.00	0.	0.	0.

**2** Compensation of five highest-paid employees (other than those included on line 1). 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

Form 990-PF (2012)





**THE MARILYN AND JEFFREY KATZENBERG  
FOUNDATION**

95-4513461

Page 8

**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	12,432,038.
b	Average of monthly cash balances	1b	1,436,837.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	13,868,875.
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	13,868,875.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	208,033.
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	5	13,660,842.
6	<b>Minimum investment return.</b> Enter 5% of line 5	6	683,042.

**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	683,042.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	246.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	246.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	682,796.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	682,796.
6	Deduction from distributable amount (see instructions)	6	0.
7	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	682,796.

**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	621,450.
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	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	621,450.
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	5	0.
6	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	6	621,450.

**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.

Form 990-PF (2012)

**THE MARILYN AND JEFFREY KATZENBERG  
FOUNDATION**

Form 990-PF (2012)

95-4513461

Page 9

**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				682,796.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007				
b From 2008	1,536,869.			
c From 2009	405,976.			
d From 2010	1,818,755.			
e From 2011	414,066.			
f Total of lines 3a through e	4,175,666.			
4 Qualifying distributions for 2012 from Part XII, line 4: ▶ \$	621,450.			
a Applied to 2011, but not more than line 2a			0.	
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				621,450.
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))	61,346.			61,346.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	4,114,320.			
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 instr.			0.	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	4,114,320.			
10 Analysis of line 9:				
a Excess from 2008	1,475,523.			
b Excess from 2009	405,976.			
c Excess from 2010	1,818,755.			
d Excess from 2011	414,066.			
e Excess from 2012				

N/A

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

☐ 4942(j)(3) or ☐ 4942(j)(5)

- [illegible]

2012.04010 THE MARILYN AND JEFFREY KAT 95-45131

Part XV Supplementary Information (continued)				
3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
SEE STATEMENT A ATTACHED				621,450.
Total			▶ 3a	621,450.
b Approved for future payment				
EMMANUEL CENTER, INC. 8844 BURTON WAY BEVERLY HILLS, CA 90211		501(C)(3)	RELIGIOUS	70,000.
Total			▶ 3b	70,000.



2012.04010 THE MARILYN AND JEFFREY KAT 95-45131

## FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
COMERICA BANK	13.
MORGAN STANLEY	5.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	18.

## FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
SEMPER VIC PARTNERS (QP), LP	21,691.	0.	21,691.
TOTAL TO FM 990-PF, PART I, LN 4	21,691.	0.	21,691.

## FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CERTIFIED AUDIT FEE	7,500.	0.		0.
TO FORM 990-PF, PG 1, LN 16B	7,500.	0.		0.

## FORM 990-PF OTHER EXPENSES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FILING FEES	180.	0.		0.
LEGAL FEES	461.	0.		0.
OUTSIDE HELP	168,300.	0.		0.
SEMPER VIC PARTNERS (QP) LP - INVESTMENT EXPENSES	9,404.	9,404.		0.
TO FORM 990-PF, PG 1, LN 23	178,345.	9,404.		0.

FORM 990-PF	OTHER INCREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	5
-------------	--	-----------	---

DESCRIPTION	AMOUNT
REIMBURSEMENT FOR LOSSES ON INVESTMENT WITH MADOFF SECURITIES LLC	3,187,820.
TOTAL TO FORM 990-PF, PART III, LINE 3	3,187,820.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	6
-------------	-------------------	-----------	---

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
HBK FUND LP	FMV	281,853.	41,212.
THE MASTER PORTFOLIO (C) LTD	FMV	9,696,576.	10,772,758.
PALOMA INTERNATIONAL	FMV	750,000.	771,639.
SEMPER VIC PARTNERS L.P.	FMV	803,608.	980,909.
NZC GUGGENHEIM FUND LIMITED	FMV	500,000.	612,667.
TOTAL TO FORM 990-PF, PART II, LINE 13		12,032,037.	13,179,185.

FORM 990-PF	PART XV - LINE 1A LIST OF FOUNDATION MANAGERS	STATEMENT	7
-------------	--	-----------	---

NAME OF MANAGER

JEFFREY KATZENBERG

MARILYN KATZENBERG



# The Marilyn and Jeffrey Katzenberg Foundation 2012 Charitable Contributions

Organization	Address1	Address2	City	ST	Zip	Status	Purpose	Amount
ACLU Foundation of Southern California	1313 West Eighth Street		Los Angeles	CA	90017	501(c)(3)	CIVIL LIBERTIES/HUMANITARIAN	10,000
AIDS Project Los Angeles	611 South Kingsley Drive		Los Angeles	CA	90005	501(c)(3)	HEALTH	40,000
American Cancer Society	132 West 32nd Street		New York	NY	10001	501(c)(3)	HEALTH	25,000
American Film Institute	2021 North Western Ave		Los Angeles	CA	90027	501(c)(3)	OTHER/Entertainment Industry	13,334
American Friends of the Musee D'Orsay	5666 La Jolla Blvd	#151	La Jolla	CA	92037	501(c)(3)	OTHER/Arts	10,000
American Jewish Committee	9911 W Pico Blvd	Suite 1602	Los Angeles	CA	90035	501(c)(3)	JEWISH	6,250
amFAR The Foundation for AIDS Research (AmFAR)	120 Wall Street	13th Floor	New York	NY	10005-3	501(c)(3)	HEALTH	10,000
Angels at Risk	115 Barrington Walk		Los Angeles	CA	90049	501(c)(3)	HEALTH	5,000
Art of Elysium. The	3278 Wilshire Boulevard	Penthouse	Los Angeles	CA	90010	501(c)(3)	OTHER/Children	25,000
Best Buddies International	100 SE Second Street	Suite 2200	Los Angeles	CA	90010	501(c)(3)	OTHER/Miscellaneous	1,000
Beverly Hills Police Officers Association	9663 Santa Monica Boulevard	#786	Miami	FL	33131	501(c)(3)	CIVIC/COMMUNITY	1,500
Bogart Pediatric Cancer Research Program	9903 Santa Monica Boulevard	Suite 830	Beverly Hills	CA	90210	501(c)(3)	HEALTH	10,000
Calvary Community Church	5495 Via Rocas		Westlake Village	CA	91362	501(c)(3)	CIVIL LIBERTIES/HUMANITARIAN	250
Cedars Sinai Medical Center	8700 Beverly Boulevard	Room 2416	Los Angeles	CA	90048-1	501(c)(3)	HEALTH	25,000
Children's Defense Fund California	3333 Wilshire Boulevard	Suite 550	Los Angeles	CA	90010	501(c)(3)	OTHER/Children	12,500
Citizens United for Research in Epilepsy (CURE)	223 W Erie	Suite 2SW	Chicago	IL	60654	501(c)(3)	HEALTH	12,000
City of Hope	1055 Wilshire Blvd		Los Angeles	CA	90017	501(c)(3)	HEALTH	10,000
Conservation International	2011 Crystal Drive	Suite 500	Arlington	VA	22202	501(c)(3)	OTHER/Environment	10,000
Covenant House	461 Eighth Avenue		New York	NY	10001	501(c)(3)	OTHER/Homeless/Hunger	500
Doctors Without Borders	333 7th Avenue	2nd Floor	New York	NY	10001	501(c)(3)	CIVIL LIBERTIES/HUMANITARIAN	5,000
Elie Wiesel Foundation	555 Madison Avenue	20th Floor	New York	NY	10022	501(c)(3)	JEWISH	12,500
Elizabeth Glaser Pediatric AIDS Foundation	11150 Santa Monica Blvd	Suite 1050	Los Angeles	CA	90025	501(c)(3)	HEALTH	15,000
Elton John AIDS Foundation	584 Broadway	Suite 906	New York	NY	10012	501(c)(3)	HEALTH	30,000
Emanuel Center dba Temple Emanuel	8844 Burton Way		Beverly Hills	CA	90211	501(c)(3)	JEWISH	12,000
Entertainment Industry Foundation / Revlon Run/Walk for Wk	1201 West 5th Street, Suite T-700		Los Angeles	CA	90017	501(c)(3)	HEALTH	250
Entertainment Industry Foundation / Women's Cancer Resea	1201 West 5th Street, Suite T-700		Los Angeles	CA	90017	501(c)(3)	HEALTH	5,000
Ethical Culture Fieldston School	33 Central Park West		New York	NY	10023	501(c)(3)	JEWISH	2,500
Feminist Majority Foundation	433 South Beverly Drive		Beverly Hills	CA	90212	501(c)(3)	JEWISH	2,500
Flea Theater, The	41 White Street		New York	NY	10013	501(c)(3)	OTHER/Arts	25,000
Fulfillment Fund	6100 Wilshire Boulevard	Suite 600	Los Angeles	CA	90048	501(c)(3)	OTHER/Education	10,000
Geffen Playhouse, Inc	10886 Le Conte Avenue		Los Angeles	CA	90024	501(c)(3)	OTHER/Arts	500
GLSEN Inc	90 Broad Street	2nd Floor	New York	NY	10004	501(c)(3)	CIVIL LIBERTIES/HUMANITARIAN	5,000
GRYD Foundation	6080 Center Drive	6th Floor	Los Angeles	CA	90045	501(c)(3)	CIVIC/COMMUNITY	5,000
Hamburger Home / Arvra Family & Children's Services	7120 Franklin Avenue		Los Angeles	CA	90046	501(c)(3)	OTHER/Children	10,000
Hollenbeck Police Activities League	126 N St. Louis Street		Los Angeles	CA	90033	501(c)(3)	CIVIC/COMMUNITY	1,200
Hollywood Charity Horse Show, The	12750 Ventura Blvd	Suite 101	Studio City	CA	91604	501(c)(3)	OTHER/Children	10,000
Human Rights Watch	350 Fifth Ave	34th Floor	New York	NY	10017-6	501(c)(3)	CIVIL LIBERTIES/HUMANITARIAN	25,000
Jenesse Center, Inc	P O Box 8476		Los Angeles	CA	90008	501(c)(3)	CIVIC/COMMUNITY	1,000
Joyful Heart Foundation	32 West 22nd Street	4th Floor	New York	NY	10010	501(c)(3)	HEALTH	10,000
Juvenile Diabetes Research Foundation	26 Broadway	14th Floor	New York	NY	10004	501(c)(3)	HEALTH	5,000
L A Gay & Lesbian Center	1625 North Schrader Blvd		Los Angeles	CA	90028-9	501(c)(3)	CIVIC/COMMUNITY	7,500
LA's Promise	1035 South Grand Avenue	2nd Floor	Los Angeles	CA	90015	501(c)(3)	OTHER/Education	10,000
Los Angeles Conservancy	523 West 56th Street	Suite 826	Los Angeles	CA	90014	501(c)(3)	CIVIC/COMMUNITY	10,000
Los Angeles Fire Department Foundation	1875 Century Park East	Suite 200	Los Angeles	CA	90067	501(c)(3)	CIVIC/COMMUNITY	8,333
Los Angeles Police Foundation	515 South Flower Street	Suite 1680	Los Angeles	CA	90071	501(c)(3)	CIVIC/COMMUNITY	10,000
Melanoma Research Foundation	1411 K Street NW	Suite 500	Washington	DC	20005	501(c)(3)	HEALTH	1,000
Michael J Fox Foundation for Parkinson's Research	Church Street Station	P O Box 780	New York	NY	10008	501(c)(3)	HEALTH	10,000
Multiple Myeloma Research Foundation, Inc	383 Main Avenue	5th Floor	Newark	CT	06851	501(c)(3)	HEALTH	15,000
Museum of the Moving Image	35 Avenue at 36 Street		Astoria	NY	11106	501(c)(3)	OTHER/Arts	1,000
National Multiple Sclerosis Society	2440 S Sepulveda Blvd	Suite 115	Los Angeles	CA	90064	501(c)(3)	HEALTH	5,000
National Multiple Sclerosis Society	12121 Scripps Summit Drive	#190	San Diego	CA	92131	501(c)(3)	HEALTH	2,500
New Eyes for the Needy	549 Milburn Avenue	P O Box 332	Short Hills	NJ	07078	501(c)(3)	HEALTH	1,000
Oakland School for the Arts	530 18th Street		Oakland	CA	94612	501(c)(3)	OTHER/Education	5,000
Operation Smile	6435 Tidewater Drive		Norfolk	VA	23509	501(c)(3)	HEALTH	10,000
Oufest	3470 Wilshire Blvd	Suite 935	Los Angeles	CA	90010	501(c)(3)	OTHER/Entertainment Industry	5,000
Painted Turtle, The	1300 4th Street	Suite 300	Santa Monica	CA	90401	501(c)(3)	OTHER/Children	1,500

# The Marilyn and Jeffrey Katzenberg Foundation 2012 Charitable Contributions

Organization	Address1	Address2	City	ST	Zip	Status	Purpose	Amount
Pasadena Waldorf School	209 East Manposa Street		Alladena	CA	91001	501(c)(3)	OTHER/Education	1,000
People for the American Way	1101 15th Street NW	Suite 600	Washington	DC	20005	501(c)(3)	CIVIL LIBERTIES/HUMANITARIAN	25,000
Project Angel Food	922 Vine Street		Los Angeles	CA	90038	501(c)(3)	OTHER/Homeless/Hunger	10,000
Rape Foundation	1223 Wilshire Blvd	Suite 410	Santa Monica	CA	90403	501(c)(3)	HEALTH	8,333
Save the Children	54 Wilton Road		Westport	CT	06881	501(c)(3)	CIVIL LIBERTIES/HUMANITARIAN	500
Taking the Reins	3919 1/2 Regal Avenue		Los Angeles	CA	90039	501(c)(3)	OTHER/Children	2,500
Tides Center / Children's Action Network	10951 W Pico Blvd	Suite 330	Los Angeles	CA	90064	501(c)(3)	OTHER/Children	2,500
Tower Cancer Research Foundation	9090 Wilshire Boulevard	Suite 350	Beverly Hills	CA	90210	501(c)(3)	HEALTH	5,000
UJA Federation of New York	130 East 59th Street		New York	NY	10022	501(c)(3)	JEWISH	7,500
United Talent Agency Foundation	9560 Wilshire Boulevard	Suite 400	Beverly Hills	CA	90212	501(c)(3)	OTHER/Education	1,500
USC Shoah Foundation Institute	Leavey Library, USC	650 W 35th Street, Suite 114	Los Angeles	CA	90089	501(c)(3)	JEWISH	25,000
William J Clinton Foundation	77 Water Street		New York	NY	10005	501(c)(3)	CIVIL LIBERTIES/HUMANITARIAN	10,000
								621,450