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

2012

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 4/01, 2012, and ending 3/31, 2013

BORGENICHT FOUNDATION, INC.
392 FAIRVIEW AVENUE
LONG VALLEY, NJ 07853

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

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

I Fair market value of all assets at end of year (from Part II, column (c), line 16) **J** Accounting method Cash Accrual
 Other (specify) (Part I, column (d) must be on cash basis) -- **→ \$ 10,116,503.**

A	Employer identification number 20-0051444
B	Telephone number (see the instructions) (908) 876-3430
C	If exemption application is pending, check here ► <input type="checkbox"/>
D	1 Foreign organizations, check here ► <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation ► <input type="checkbox"/>
E	If private foundation status was terminated under section 507(b)(1)(A), check here ► <input type="checkbox"/>
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) (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)	5,025,218.			
	2 Ck ► <input type="checkbox"/> if the foundn is not req to att Sch B				
	3 Interest on savings and temporary cash investments	43,631.	43,631.	43,631.	
	4 Dividends and interest from securities	211,121.	211,121.	211,121.	
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain/(loss) from sale of assets not on line 10	228,154.			
	b Gross sales price for all assets on line 6a	2,056,461.			
	7 Capital gain net income (from Part IV, line 2)		228,154.		
	8 Net short-term capital gain			83,768.	
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit/(loss) (attach schedule)				
	11 Other income (attach schedule)				
	SEE STATEMENT 1	-6,119.	-6,119.	-6,119.	
	12 Total. Add lines 1 through 11	5,502,005.	476,787.	332,401.	
	13 Compensation of officers, directors, trustees, etc	6,000.			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule) SEE ST 2	792.			
	b Accounting fees (attach schedule) SEE ST 2	6,735.			
	c Other prof fees (attach schedule) SEE ST 2	41,873.	41,873.	41,873.	
	17 Interest				
	18 Taxes (attach schedule, see instructions) SEE ST 2	5,437.			
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) SEE STATEMENT 6	118.			
	24 Total operating and administrative expenses. Add lines 13 through 23	60,955.	41,873.	41,873.	
	25 Contributions, gifts, grants paid PART XV	540,500.			540,500.
	26 Total expenses and disbursements. Add lines 24 and 25	601,455.	41,873.	41,873.	540,500.
	27 Subtract line 26 from line 12: a Excess of revenue over expenses and disbursements.	4,900,550.			
	b Net investment income (if negative, enter -0-)		434,914.		
	c Adjusted net income (if negative, enter -0-)			290,528.	

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year		
			(a) Book Value	(b) Book Value	(c) Fair Market Value	
ASSETS	1	Cash – non-interest-bearing				
	2	Savings and temporary cash investments	92,627.	150,835.	150,835.	
	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 instructions)				
	7	Other notes and loans receivable (attach sch) ▶	413,975.	STATEMENT 7		
		Less allowance for doubtful accounts			413,975.	
	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) STATEMENT 8	2,009,577.	1,947,273.	2,561,231.	
	c	Investments – corporate bonds (attach schedule) STATEMENT 9	2,281,767.	6,772,734.	6,990,461.	
	11	Investments – land, buildings, and equipment basis				
	Less: accumulated depreciation (attach schedule)					
12	Investments – mortgage loans					
13	Investments – other (attach schedule) STATEMENT 10			1.		
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 1)	4,383,971.	9,284,818.	10,116,503.		
LIABILITIES	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, & other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe ▶ SEE STATEMENT 11)			6,119.	
	23	Total liabilities (add lines 17 through 22)	0.	6,119.		
NET ASSETS	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.		X			
	27	Capital stock, trust principal, or current funds	4,383,971.	9,278,699.		
	28	Paid-in or capital surplus, or land, building, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds				
	30	Total net assets or fund balances (see instructions)	4,383,971.	9,278,699.		
	31	Total liabilities and net assets/fund balances (see instructions)	4,383,971.	9,284,818.		

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	4,383,971.
2	Enter amount from Part I, line 27a	2	4,900,550.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	9,284,521.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 12	5	5,822.
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	9,278,699.

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 shares MLC Company)			(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1 a VARIOUS PUBLICLY TRADED SECURITIES			D	VARIOUS	VARIOUS
b VARIOUS PUBLICLY TRADED SECURITIES			D	VARIOUS	VARIOUS
c CAPITAL GAIN DIVIDENDS					
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 1,043,413.			959,645.	83,768.	
b 979,978.			868,662.	111,316.	
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69					
(i) Fair Market Value as of 12/31/69		(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	(l) Gains (Column (h)) gain minus column (k), but not less than -0- or Losses (from column (h))	
a				83,768.	
b				111,316.	
c				33,070.	
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	228,154.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)				3	83,768.
If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8					

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 (column (b) divided by column (c))
2011	525,625.	4,530,562.	0.116018
2010	601,189.	4,296,255.	0.139933
2009	600,000.	2,160,442.	0.277721
2008			
2007	1,000,000.		

2 Total of line 1, column (d)	2	0.533672
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	0.133418
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	7,173,244.
5 Multiply line 4 by line 3	5	957,040.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	4,349.
7 Add lines 5 and 6	7	961,389.
8 Enter qualifying distributions from Part XII, line 4	8	540,500.

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 instructions)

1 a	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 instrs)	
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 8,698.
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, column (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 8,698.
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 8,698.
6	Credits/Payments	
a	2012 estimated tax pmts and 2011 overpayment credited to 2012	6a 1,560.
b	Exempt foreign organizations – tax withheld at source	6b
c	Tax paid with application for extension of time to file (Form 8868)	6c 8,900.
d	Backup withholding erroneously withheld	6d
7	Total credits and payments Add lines 6a through 6d	7 10,460.
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 0.
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10 1,762.
11	Enter the amount of line 10 to be: Credited to 2013 estimated tax <input type="checkbox"/> 1,762. Refunded <input type="checkbox"/> 1,762. <input type="checkbox"/> 0.	11 0.

Part VII-A Statements Regarding Activities

1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? Yes No

1 a X

b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)? Yes No

1 b X

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? Yes No

1 c X

d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation \$ 0. (2) On foundation managers \$ 0.

e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ 0.

2 Has the foundation engaged in any activities that have not previously been reported to the IRS? Yes No

2 X

If 'Yes,' attach a detailed description of the activities

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 Yes No

3 X

4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year? Yes No

4 a X

b If 'Yes,' has it filed a tax return on **Form 990-T** for this year? Yes No

4 b N/A

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? Yes No

5 X

If 'Yes,' attach the statement required by General Instruction T

6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either Yes No

6 X

• 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? Yes No

7 X

7 Did the foundation have at least \$5,000 in assets at any time during the year? If 'Yes,' complete Part II, column (c), and Part XV Yes No

8 b X

8 a Enter the states to which the foundation reports or with which it is registered (see instructions) N/A Yes No

9 X

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 Yes No

SEE STATEMENT 13

9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(l)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If 'Yes,' complete Part XIV Yes No

10 X

10 Did any persons become substantial contributors during the tax year? If 'Yes,' attach a schedule listing their names and addresses Yes No

SEE STATEMENT 14

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	13	X
14	The books are in care of ► <u>FRANCES BORGENICHT</u> Located at ► <u>392 FAIRVIEW AVENUE LONG VALLEY NJ</u> Telephone no ► <u>(908) 876-3430</u> ZIP + 4 ► <u>07853</u>		
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	N/A	► 15 N/A
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 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.

1 a	During the year did the foundation (either directly or indirectly)	Yes	No
(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	1 b	N/A
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?	1 c	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 ► 20 __ , 20 __ , 20 __ , 20 __	<input type="checkbox"/>	Yes <input checked="" type="checkbox"/> No
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)	2 b	N/A
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 __		
3 a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input checked="" type="checkbox"/> Yes	<input 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)	3 b	X
4 a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a	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?	4 b	X

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

5 a 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))?
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?
- (3) Provide a grant to an individual for travel, study, or other similar purposes?
- (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)
- (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

Yes No

Yes No

Yes No

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)?

5 b N/A

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?

N/A Yes No

If 'Yes,' attach the statement required by Regulations section 53 4945-5(d).

6 a 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?

6 b X

If 'Yes' to 6b, file Form 8870.

7 a 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

7 b

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 STATEMENT 15		6,000.	0.	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

0

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter 'NONE.'

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

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.

organizations and other beneficiaries served, conferences convened, research papers produced, etc	
1	N/A
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.

1	<u>N/A</u>	
2		

All other program-related investments See instructions

3 _____

Total. Add lines 1 through 3

BAA

Form 990-PF (2012)

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 7,282,481.
b Average of monthly cash balances	1b
c Fair market value of all other assets (see instructions)	1c
d Total (add lines 1a, b, and c.)	1d 7,282,481.
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 7,282,481.
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4 109,237.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5 7,173,244.
6 Minimum investment return. Enter 5% of line 5	6 358,662.

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	1 358,662.
2 a Tax on investment income for 2012 from Part VI, line 5	2a 8,698.
b Income tax for 2012 (This does not include the tax from Part VI)	2b
c Add lines 2a and 2b	2c 8,698.
3 Distributable amount before adjustments Subtract line 2c from line 1	3 349,964.
4 Recoveries of amounts treated as qualifying distributions	4
5 Add lines 3 and 4	5 349,964.
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	7 349,964.

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 540,500.
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	4 540,500.
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	6 540,500.

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				349,964.
2 Undistributed income, if any, as of the end of 2012			0.	
a Enter amount for 2011 only		0.		
b Total for prior years: 20 20 20				
3 Excess distributions carryover, if any, to 2012.				
a From 2007	1,000,000.			
b From 2008				
c From 2009	491,997.			
d From 2010	388,798.			
e From 2011	300,643.			
f Total of lines 3a through e.	2,181,438.			
4 Qualifying distributions for 2012 from Part XII, line 4. ► \$ 540,500.				
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				349,964.
e Remaining amount distributed out of corpus	190,536.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	2,371,974.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount – see instructions.		0.		
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount – see instructions.			0.	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				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)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)	1,000,000.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	1,371,974.			
10 Analysis of line 9:				
a Excess from 2008.				
b Excess from 2009	491,997.			
c Excess from 2010	388,798.			
d Excess from 2011	300,643.			
e Excess from 2012.	190,536.			

BAA

Form 990-PF (2012)

Part IV **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)				
<i>a Paid during the year</i>				
SEE STATEMENT 16				
Total				► 3a 540,500.
<i>b Approved for future payment</i>				
Total				► 3b

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
	(a) Business code	(b) Amount	(c) Exclu- sion 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					43,631.
4 Dividends and interest from securities					211,121.
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					-6,119.
8 Gain or (loss) from sales of assets other than inventory					228,154.
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)					476,787.
13 Total. Add line 12, columns (b), (d), and (e)				13	476,787.
(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)
N/A	

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

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
- (2) Other assets

b Other transactions

- (1) Sales of assets to a noncharitable exempt organization
- (2) Purchases of assets from a noncharitable exempt organization
- (3) Rental of facilities, equipment, or other assets
- (4) Reimbursement arrangements
- (5) Loans or loan guarantees
- (6) Performance of services or membership or fundraising solicitations

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees

	Yes	No
1 a (1)		X
1 a (2)		X
1 b (1)		X
1 b (2)		X
1 b (3)		X
1 b (4)		X
1 b (5)		X
1 b (6)		X
1 c		X

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
N/A			

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
N/A		

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

Sign
Here

Frances B. Borgenicht 11/12/13 ► TRUSTEE
nature of officer or trustee Date Title

May the IRS discuss this return with the preparer shown below (see instructions)?

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	PATRICK J DEO, CPA CR,FA	<i>Patrick J. Deo</i>	11/11/13		P00947455
	Firm's name ► DEO, LAMANNA, DEO & CO., PC	Firm's EIN ► 22-3242891			
Firm's address ► ONE INDIAN RD SUITE 3 DENVILLE, NJ 07834				Phone no (973) 983-8880	

BAA

Form 990-PF (2012)

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

Department of the Treasury
Internal Revenue Service

OMB No 1545-0047

Schedule of Contributors

► Attach to Form 990, Form 990-EZ, or Form 990-PF

2012

Name of the organization	Employer identification number
BORGENICHT FOUNDATION, INC.	20-0051444

Organization type (check one)

Filers of:

Form 990 or 990-EZ

Section:

501(c)(____) (enter number) organization
 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
 527 political organization

Form 990-PF

501(c)(3) exempt private foundation
 4947(a)(1) nonexempt charitable trust treated as a private foundation
 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor (Complete Parts I and II.)

Special Rules

For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33-1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II

For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III

For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc, purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc, purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc, contributions of \$5,000 or more during the year ► \$ _____

Caution: An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF) but it **must** answer 'No' on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on Part I, line 2, of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

BAA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990EZ, or 990-PF.

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

Name of organization

BORGENICHT FOUNDATION, INC.

Employer identification number

20-0051444

Part I **Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed

(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	BORGENICHT CHAR. REM. UNITRUST 392 FAIRVIEW AVENUE LONG VALLEY, NJ 07853	\$ 4,603,309.	<input checked="" type="checkbox"/> Person <input type="checkbox"/> Payroll <input checked="" type="checkbox"/> Noncash
			(Complete Part II if there is a noncash contribution.)
(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
2	BORGENICHT CHAR. REM. UNITRUST 392 FAIRVIEW AVENUE LONG VALLEY, NJ 07853	\$ 421,909.	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input checked="" type="checkbox"/> Noncash
			(Complete Part II if there is a noncash contribution.)
(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash
			(Complete Part II if there is a noncash contribution.)
(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash
			(Complete Part II if there is a noncash contribution.)
(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash
			(Complete Part II if there is a noncash contribution.)
(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash
			(Complete Part II if there is a noncash contribution.)

Name of organization

Employer identification number

BORGENICHT FOUNDATION, INC.

20-0051444

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

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	INVESTMENTS IN SECURITIES-TD AMERITRADE	\$ 4,597,309.	5/03/12
2	MORTGAGE NOTE	\$ 421,909.	5/01/12
	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
	(b) Description of noncash property given	\$	
	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
	(b) Description of noncash property given	\$	
	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
	(b) Description of noncash property given	\$	

BAA

Name of organization

BORGENICHT FOUNDATION, INC.

Employer identification number

20-0051444

Part III Exclusively religious, charitable, etc, individual contributions to section 501(c)(7), (8) or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry.

For organizations completing Part III, enter total of exclusively religious, charitable, etc, contributions of \$1,000 or less for the year (Enter this information once See instructions)

► \$ N/A

Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
N/A			
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	

2012

FEDERAL STATEMENTS

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BORGENICHT FOUNDATION, INC.

20-0051444

STATEMENT 1
FORM 990-PF, PART I, LINE 11
OTHER INCOME

	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
OTHER INVESTMENT INCOME	\$ -6,119.	\$ -6,119.	\$ -6,119.
TOTAL	\$ <u>-6,119.</u>	\$ <u>-6,119.</u>	\$ <u>-6,119.</u>

STATEMENT 2
FORM 990-PF, PART I, LINE 16A
LEGAL FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
GEBHARDT & KEIFER	\$ 792.	\$ 0.	\$ 0.	\$ 0.
TOTAL	\$ <u>792.</u>	\$ <u>0.</u>	\$ <u>0.</u>	\$ <u>0.</u>

STATEMENT 3
FORM 990-PF, PART I, LINE 16B
ACCOUNTING FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
DEO, LAMANNA, DEO & CO	\$ 6,735.	\$ 0.	\$ 0.	\$ 0.
TOTAL	\$ <u>6,735.</u>	\$ <u>0.</u>	\$ <u>0.</u>	\$ <u>0.</u>

STATEMENT 4
FORM 990-PF, PART I, LINE 16C
OTHER PROFESSIONAL FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT ACCOUNT FEES	\$ 41,873.	\$ 41,873.	\$ 41,873.	\$ 41,873.
TOTAL	\$ <u>41,873.</u>	\$ <u>41,873.</u>	\$ <u>41,873.</u>	\$ <u>41,873.</u>

2012

FEDERAL STATEMENTS

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BORGENICHT FOUNDATION, INC.

20-0051444

STATEMENT 5
FORM 990-PF, PART I, LINE 18
TAXES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES PAID	\$ 3,562.			
IRS Y/E 3/31/2012	315.			
IRS Y/E 3/31/2013 ESTIMATES	1,560.			
TOTAL	\$ 5,437.	\$ 0.	\$ 0.	\$ 0.

STATEMENT 6
FORM 990-PF, PART I, LINE 23
OTHER EXPENSES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MISC. ADMIN EXP	\$ 118.			
TOTAL	\$ 118.	\$ 0.	\$ 0.	\$ 0.

STATEMENT 7
FORM 990-PF, PART II, LINE 7
OTHER NOTES AND LOANS RECEIVABLE

NOTES AND LOANS REPORTED SEPARATELY	BOOK VALUE	FAIR MARKET VALUE	DOUBTFUL ACCOUNTS ALLOWANCE
BORROWER'S NAME: WILD BOAR CIDER LLC			
BORROWER'S TITLE:			
DATE OF NOTE: 5/01/2012			
MATURITY DATE: 12/28/1936			
REPAYMENT TERMS: 25 YRS			
INTEREST RATE: 4.50%			
SECURITY PROVIDED: LAND			
PURPOSE OF LOAN: CONTRIBUTION			
BORROWER RELATIONSHIP: NONE			
CONSIDERATION: MORTGAGE			
CONSIDERATION FMV: \$ 421,910.			
ORIGINAL AMOUNT: \$ 421,910.			
BALANCE DUE: \$ 413,975.	\$ 413,975.	\$ 413,975.	
DOUBTFUL ACCT. ALLOW.: \$ 0.			\$ 0.
TOTAL	\$ 413,975.	\$ 413,975.	

ALLOWANCE FOR DOUBTFUL ACCOUNTS \$ 0.
 NET OTHER NOTES/LOANS REC. - BOOK VALUE \$ 413,975.

2012

FEDERAL STATEMENTS

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BORGENICHT FOUNDATION, INC.

20-0051444

STATEMENT 8
FORM 990-PF, PART II, LINE 10B
INVESTMENTS - CORPORATE STOCKS

<u>CORPORATE STOCKS</u>	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCKS	MKT VAL	\$ 1,947,273.	\$ 2,561,231.
	TOTAL	<u>\$ 1,947,273.</u>	<u>\$ 2,561,231.</u>

STATEMENT 9
FORM 990-PF, PART II, LINE 10C
INVESTMENTS - CORPORATE BONDS

<u>CORPORATE BONDS</u>	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
MUTUAL FUNDS/CORPORATE BONDS	MKT VAL	\$ 6,772,734.	\$ 6,990,461.
	TOTAL	<u>\$ 6,772,734.</u>	<u>\$ 6,990,461.</u>

STATEMENT 10
FORM 990-PF, PART II, LINE 13
INVESTMENTS - OTHER

<u>OTHER SECURITIES</u>	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
WINCHESTER PARTNERS PTR INTEREST	COST	\$ 1.	\$ 1.
	TOTAL	<u>\$ 1.</u>	<u>\$ 1.</u>

STATEMENT 11
FORM 990-PF, PART II, LINE 22
OTHER LIABILITIES

INVESTMENT IN PARTNERSHIP	\$ 6,119.
	TOTAL <u>\$ 6,119.</u>

STATEMENT 12
FORM 990-PF, PART III, LINE 5
OTHER DECREASES

RECONCILING ADJUSTMENT	\$ 5,822.
	TOTAL <u>\$ 5,822.</u>

2012

FEDERAL STATEMENTS

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BORGENICHT FOUNDATION, INC.

20-0051444

STATEMENT 13
FORM 990-PF, PART VII-A, LINE 8B
COPIES OF FORM 990-PF TO STATE OFFICIALS

NOT REQUIRED

STATEMENT 14
FORM 990-PF, PART VII-A, LINE 10
SUBSTANTIAL CONTRIBUTOR'S DURING THE TAX YEAR

<u>NAME OF SUBSTANTIAL CONTRIBUTOR</u>	<u>ADDRESS OF SUBSTANTIAL CONTRIBUTOR</u>
BORGENICHT CHARITABLE REM UNITRUST	392 FAIRVIEW AVENUE LONG VALLEY, NJ 07853

STATEMENT 15
FORM 990-PF, PART VIII, LINE 1
LIST OF OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED</u>	<u>COMPEN-SATION</u>	<u>CONTRI-BUTION TO EBP & DC</u>	<u>EXPENSE ACCOUNT/ OTHER</u>
FRANCES BORGENICHT 392 FAIRVIEW AVENUE LONG VALLEY, NJ 07853	TRUSTEE 0	\$ 0.	\$ 0.	\$ 0.
JAMES H. KNOX 190 MIDDLE VALLEY ROAD LONG VALLEY, NJ 07853	TRUSTEE 0	0.	0.	0.
DAVID BENNETT 4036 REEVE DRIVE BETHLEHEM, PA 18020	TRUSTEE 0	0.	0.	0.
YOEL BORGENICHT 205 WEST 54TH STREET #42 NEW YORK, NY 10019	TRUSTEE 0	0.	0.	0.
BERTA KERR 903 OVERBROOK ROAD WILMINGTON, DE 19807	TRUSTEE 0	0.	0.	0.
JAN SCHWARTZ BADEN 15966 CERRO VISTA COURT LOS GATOS, CA 95032	TRUSTEE 0	0.	0.	0.
REGINA KERR ALONZO 5 HOLLY DRIVE KENNETT SQUARE, PA 19348	GRANT MANAGER 0	6,000.	0.	0.
TOTAL \$ 6,000. \$ 0. \$ 0.				

STATEMENT 16
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
DELAWARE CENTER FOR CONTEMPORARY ARTS 200 SOUTH MADISON STREET WILMINGTON, DE 19801	NONE		GENERAL FUND	\$ 25,000.
GOUCHER COLLEGE 1021 DULANEY VALLEY ROAD BALTIMORE, MD 21204	NONE		GENERAL FUND	14,000.
THE ABRAHAM FUND INITIATIVES 9 EAST 45TH STREET NEW YORK, NY 10017	NONE		GENERAL FUND	100,000.
THE SWAIN SCHOOL 1100 S. 24TH STREET ALLENTOWN, PA 18103	NONE		GENERAL FUND	25,000.
TRITON MUSEUM OF ART 1505 WARBURTON AVENUE SANTA CLARA, CA 95050	NONE		GENERAL FUND	18,000.
PUBLIC ALLIES DELAWARE 100 W 10TH STREET, SUITE 812 WILMINGTON, DE 19801	NONE		GENERAL FUND	10,000.
AMERICANS UNITED FOR SEPARATION CHURCH 1301 K STREET, NW. SUITE 850 WASHINGTON, DC 20005	NONE		GENERAL FUND	75,000.
THE PARKS & PEOPLE FOUNDATION 800 WYMAN PARK DRIVE BALTIMORE, MD 21211	NONE		GENERAL FUND	5,000.
P, E, F, ISRAEL ENDOWMENT NEGEV INSTITUTE 317 MADISON AVE, SUITE 607 NEW YORK, NY 10017	NONE		GENERAL FUND	120,000.
UNITED NATIONS WATCH USA 801 17TH STREET, NW, SUITE 1100 WASHINGTON, DC 20006	NONE		GENERAL FUND	40,000.
HIDDUSH FOR ISRAEL 923 5TH AVE, APT 11A NEW YORK, NY 10021	NONE		GENERAL FUND	15,000.

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FEDERAL STATEMENTS

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BORGENICHT FOUNDATION, INC.

20-0051444

STATEMENT 16 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
SILICON VALLEY FACES 777 N FIRST STREET, SUITE 220 SAN JOSE, CA 95112	NONE		GENERAL FUND	\$ 4,000.
YMCA OF DELAWARE 100 W 10TH STREET, SUITE 515 WILMINGTON, DE 19801			GENERAL FUND	6,000.
MILITARY ASSOC OF ATHEISTS & FREETHINKER 1380 MONROE ST NW WASHINGTON, DC 20010	NONE		GENERAL FUND	10,000.
PREPROBONO INC 424 W 54TH ST NEW YORK, NY 10019	NONE		GENERAL FUND	41,000.
FAFS FOUNDATION 4301 RT 1 SOUTH MONMOUTH JUNCTION, NJ 08852	NONE		GENERAL FUND	30,000.
DELAWARE GRANTMAKERS ASSOC 100 WEST 10TH ST STE 115 WILMINGTON, DE 19801	NONE		GENERAL FUND	500.
ELLICOTTVILLE FOOD PANTRY 53 ELIZABETH ST ELLICOTTVILLE, NY 14731	NONE		GENERAL FUND	2,000.
TOTAL				\$ <u>540,500.</u>

2012

FEDERAL SUPPORTING DETAIL

PAGE 1

BORGENICHT FOUNDATION, INC.

20-0051444

OTHER INCOME PRODUCING ACTIVITIES
OTHER INVESTMENT INCOME [0]

PARTNERSHIP LOSS

TOTAL \$ -6,119.
\$ -6,119.

NET INVESTMENT INCOME / ADJ. NET INCOME
OTHER INVESTMENT INCOME

PARTNERSHIP LOSS-WINCHESTER PTRS

TOTAL \$ -6,119.
\$ -6,119.

Realized Gains/Losses for Borgenicht Foundation, Inc. (926039040)

1-56 of 56 transactions								
Date	Description	Open Date	Quantity	Net Proceeds	Cost Basis	Short Term Gain/Loss	Long Term Gain/Loss	Total Gain/Loss
03/22/2013	Driehaus Active Income Fund (LCMAX)	05/03/2012	60,687.904	651,788.09	639,675.69	12,112.40		12,112.40
		10/17/2012	851.466	9,144.74	8,974.81	169.93		169.93
			61,539.370	660,932.83	648,650.50	12,282.33		12,282.33
03/11/2013	Wells Fargo EM Currency CD (949748XPT)	03/18/2010	185,000.00	185,000.00	178,882.05		6,117.95	6,117.95
03/04/2013	American Electric Power (AEP)	04/03/2012	910.00	43,125.39	35,141.28	7,984.11		7,984.11
03/04/2013	Applied Materials Inc (AMAT)	07/31/2012	2,600.00	35,247.47	28,581.74	6,665.73		6,665.73
03/04/2013	Ashland Inc (ASH)	08/26/2010	100.00	7,790.59	4,592.70		3,197.89	3,197.89
		08/26/2010	255.00	19,865.98	11,691.24		8,174.74	8,174.74
			355.00	27,656.57	16,283.94		11,372.63	11,372.63
03/04/2013	DFA Emerging Markets Small Cap Fund (DEMSX)	03/18/2010	1,569.045	34,021.39	31,741.78		2,279.61	2,279.61
		03/18/2010	1,797.668	38,978.61	36,366.82		2,611.79	2,611.79
			3,366.713	73,000.00	68,108.60		4,891.40	4,891.40
03/04/2013	DFA International Small Cap Value Fund (DISVX)	03/18/2010	890.222	14,997.89	15,012.07		(14.18)	(14.18)
		03/18/2010	1,009.185	17,002.11	17,018.18		(16.07)	(16.07)
			1,899.407	32,000.00	32,030.25		(30.25)	(30.25)
03/04/2013	DFA US Micro Cap Fund (DFSCX)	01/25/2011	1,286.420	20,198.89	16,457.40		3,741.49	3,741.49
		06/06/2011	285.632	4,484.89	3,654.14		830.75	830.75
		11/23/2011	1,293.893	20,316.22	16,553.00		3,763.22	3,763.22
			2,865.945	45,000.00	36,664.54		8,335.46	8,335.46
03/04/2013	Forest Laboratones (FRX)	11/29/2011	890.00	33,037.04	25,845.60		7,191.44	7,191.44
03/04/2013	Forward Frontier Markets Fund (FRNMX)	06/17/2010	668.952	7,000.00	7,608.42		(608.42)	(608.42)
03/04/2013	International Business Machines Corp (IBM)	03/18/2010	45.00	9,219.61	5,777.10		3,442.51	3,442.51
		03/18/2010	100.00	20,488.03	12,838.00		7,650.03	7,650.03
			145.00	29,707.64	18,615.10		11,092.54	11,092.54
03/04/2013	iShares MSCI EMU Index (EZU)	05/03/2012	1,001.00	32,984.32	29,424.40	3,559.92		3,559.92
03/04/2013	JPMorgan Tax Aware Real Return Fund (TXRUX)	03/18/2010	9.006	94.68	90.20		4.48	4.48
		03/18/2010	9.645	101.41	96.60		4.81	4.81
		03/18/2010	9.975	104.88	99.91		4.97	4.97
		03/18/2010	10.900	114.60	109.17		5.43	5.43
		03/18/2010	22.269	234.13	223.04		11.09	11.09
		03/18/2010	26.085	274.24	261.26		12.98	12.98
		03/18/2010	28.486	299.49	285.31		14.18	14.18
		03/18/2010	28.784	302.62	288.29		14.33	14.33
		03/18/2010	29.444	309.56	294.90		14.66	14.66
		03/18/2010	29.704	312.30	297.51		14.79	14.79
		03/18/2010	30.566	321.35	306.14		15.21	15.21
		03/18/2010	31.919	335.58	319.69		15.89	15.89
		03/18/2010	31.991	336.34	320.41		15.93	15.93
		03/18/2010	34.342	361.06	343.96		17.10	17.10
		03/18/2010	36.421	382.91	364.78		18.13	18.13
		03/18/2010	47.251	496.77	473.25		23.52	23.52
		03/18/2010	47.386	498.19	474.61		23.58	23.58
		03/18/2010	47.505	499.44	475.80		23.64	23.64
		03/18/2010	49.786	523.43	498.64		24.79	24.79
		03/18/2010	49.874	524.35	499.52		24.83	24.83
		03/18/2010	49.875	524.36	499.53		24.83	24.83
		03/18/2010	50.291	528.73	503.70		25.03	25.03
		03/18/2010	51.769	544.28	518.50		25.78	25.78
		03/18/2010	52.474	551.69	525.57		26.12	26.12
		03/18/2010	52.790	555.01	528.73		26.28	26.28
		03/18/2010	504.154	5,300.44	5,049.47		250.97	250.97
		03/18/2010	542.471	5,703.28	5,433.24		270.04	270.04

Date	Description	Open Date	Quantity	Net Proceeds	Cost Basis	Short Term Gain/Loss	Long Term Gain/Loss	Total Gain/Loss
		03/18/2010	588.189	6,183.94	5,891.14		292.80	292.80
		03/18/2010	597.600	6,282.88	5,985.40		297.48	297.48
		03/18/2010	608.554	6,398.06	6,095.11		302.95	302.95
			3,709.506	39,000.00	37,153.38		1,846.62	1,846.62
03/04/2013 PNC Bank (PNC)		01/11/2012	825.00	52,373.12	50,597.25		1,775.87	1,775.87
03/04/2013 Teck Resources (TCK)		11/03/2010	215.00	6,325.14	9,781.90	(3,456.76)	(3,456.76)	
		11/29/2011	570.00	16,768.97	18,923.94	(2,154.97)	(2,154.97)	
			785.00	23,094.11	28,705.84	(5,611.73)	(5,611.73)	
03/04/2013 TFS Market Neutral Fund (TFSMX)		03/18/2010	1,193.476	19,000.00	18,523.48		476.52	476.52
03/04/2013 Walt Disney Co (DIS)		12/15/2011	485.00	27,040.33	17,066.67		9,973.66	9,973.66
02/19/2013 Canon Inc- ADR (CAJ)		11/29/2011	300.00	10,764.18	13,076.70	(2,312.52)	(2,312.52)	
02/19/2013 Canon Inc - ADR (CAJ)		11/29/2011	795.00	28,531.91	34,653.26	(6,121.35)	(6,121.35)	
02/19/2013 Conoco Phillips (COP)		05/10/2010	310.00	17,949.05	13,437.99		4,511.06	4,511.06
		07/31/2012	615.00	35,608.59	33,604.22	2,004.37		2,004.37
			925.00	53,557.64	47,042.21	2,004.37	4,511.06	6,515.43
02/19/2013 Forest Laboratories (FRX)		11/29/2011	26.00	929.79	755.04		174.75	174.75
02/19/2013 Forest Laboratories (FRX)		11/29/2011	769.00	27,714.21	22,331.76		5,382.45	5,382.45
02/19/2013 Kohl's Corp (KSS)		03/18/2010	100.00	4,612.02	5,448.00	(835.98)	(835.98)	
02/19/2013 Kohl's Corp (KSS)		03/18/2010	240.00	11,082.95	13,075.20	(1,992.25)	(1,992.25)	
12/03/2012 ADT Corp (ADT)		12/15/2011	567.00	25,327.38	16,376.64	8,950.74		8,950.74
12/03/2012 Edison International (EIX)		11/29/2011	1,325.00	59,769.81	50,692.91		9,076.90	9,076.90
12/03/2012 Nippon Telegraph & Telephone Corp-Sponsored Adr (NTT)		11/29/2011	1,195.00	26,433.76	29,062.28	(2,628.52)	(2,628.52)	
12/03/2012 Pentair Inc (PNR)		12/15/2011	272.00	13,039.41	9,591.10	3,448.31		3,448.31
10/01/2012 ADT Corp (ADT)		12/15/2011	0.50	19.39	0.00	19.39		19.39
10/01/2012 Pentair Inc (PNR)		12/15/2011	0.34	14.75	0.00	14.75		14.75
09/17/2012 Amgen (AMGN)		07/11/2011	295.00	24,084.61	16,731.08		7,353.53	7,353.53
09/17/2012 Groupe C G I Inc (GIB)		11/03/2010	100.00	2,677.93	1,558.98		1,118.95	1,118.95
09/17/2012 Groupe C G I Inc (GIB)		11/03/2010	510.00	13,693.19	7,950.79		5,742.40	5,742.40
09/17/2012 Groupe C G I Inc (GIB)		11/03/2010	200.00	5,367.87	3,117.95		2,249.92	2,249.92
09/17/2012 Ralcorp Holdings Inc New (RAH)		11/03/2010	265.00	19,228.36	13,814.61		5,413.75	5,413.75
09/17/2012 Rowan Companies Inc (RDC)		06/30/2010	90.00	3,305.65	2,000.59		1,305.06	1,305.06
		06/30/2010	100.00	3,672.95	2,212.99		1,459.96	1,459.96
		09/17/2010	510.00	18,732.01	15,098.85		3,633.16	3,633.16
			700.00	25,710.61	19,312.43		6,398.18	6,398.18
09/17/2012 Walgreen (WAG)		11/29/2011	775.00	27,713.90	25,232.61	2,481.29		2,481.29
07/31/2012 AT&T New (T)		07/11/2011	540.00	20,512.25	16,628.23		3,884.02	3,884.02
		08/26/2011	915.00	34,756.87	26,605.40	8,151.47		8,151.47
			1,455.00	55,269.12	43,233.63	8,151.47	3,884.02	12,035.49
07/31/2012 Expedia Inc Cl A (EXPE)		01/11/2012	610.00	34,774.64	17,817.37	16,957.27		16,957.27
07/31/2012 Hess Corporation (HES)		08/24/2010	100.00	4,756.90	5,070.32	(313.42)	(313.42)	
07/31/2012 Hess Corporation (HES)		08/24/2010	85.00	4,050.15	4,309.78	(259.63)	(259.63)	
07/31/2012 International Business Machines Corp (IBM)		03/18/2010	140.00	27,574.57	17,973.20		9,601.37	9,601.37
07/31/2012 Kyocera Corp-ADR (KYO)		01/11/2012	10.00	795.75	799.20	(3.45)	(3.45)	
		01/11/2012	345.00	27,453.68	27,566.54	(112.86)	(112.86)	
			355.00	28,249.43	28,365.74	(116.31)	(116.31)	
07/31/2012 Tyson Foods Inc Cl A (TSN)		12/15/2011	300.00	4,486.31	6,098.70	(1,612.39)	(1,612.39)	
07/31/2012 Western Digital Corp (WDC)		11/29/2011	200.00	7,974.02	5,504.00	2,470.02		2,470.02
07/31/2012 Western Digital Corp (WDC)		11/29/2011	400.00	15,963.64	11,008.00	4,955.64		4,955.64
05/01/2012 Phillips 66 (PSX)		05/10/2010	0.50	15.24	0.00		15.24	15.24
04/17/2012 Lehman Bros Bearish REIT Note (LREIT)		03/18/2010	58,000.00	4,746.64	7,540.00		(2,793.36)	(2,793.36)
04/03/2012 Ebay Inc (EBAY)		03/18/2010	100.00	3,656.15	2,746.00		910.15	910.15
		03/18/2010	170.00	6,215.46	4,668.20		1,547.26	1,547.26
			270.00	9,871.61	7,414.20		2,457.41	2,457.41
04/03/2012 Eni Spa - ADR (E)		12/15/2011	70.00	3,289.58	2,831.50	458.08		458.08

Date	Description	Open Date	Quantity	Net Proceeds	Cost Basis	Short Term Gain/Loss	Long Term Gain/Loss	Total Gain/Loss
		12/15/2011	100.00	4,699.38	4,043.99	655.39		655.39
			170.00	7,988.96	6,875.49	1,113.47		1,113.47
04/03/2012	Hormel Foods Corp (HRL)	11/03/2010	300.00	8,867.16	6,897.43		1,969.73	1,969.73
		12/20/2010	60.00	1,773.44	1,554.24		219.20	219.20
			360.00	10,640.60	8,451.67		2,188.93	2,188.93
04/03/2012	Kyocera Corp-ADR (KYO)	01/11/2012	235.00	21,490.26	18,781.18	2,709.08		2,709.08
04/03/2012	Kyocera Corp-ADR (KYO)	01/11/2012	150.00	13,716.84	11,987.98	1,728.86		1,728.86
04/03/2012	POST HOLDINGS COM (POST)	11/03/2010	132.00	4,467.61	2,512.91		1,954.70	1,954.70
04/03/2012	Verizon Communications (VZ)	03/18/2010	345.00	13,299.04	9,772.73		3,526.31	3,526.31
04/03/2012	Yahoo! Inc (YHOO)	09/17/2010	560.00	8,583.32	7,883.29		700.03	700.03
April 2012 to March 2013 Total Realized Gain/Loss				2,023,391.39	1,828,306.78	83,768.05	111,316.56	195,084.61

515 1042413 959645 83768

415 979978 868667 111317

Application for Extension of Time To File an
Exempt Organization Return

OMB No. 1545-1709

► File a separate application for each return.

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ►
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extention on a previously filed Form 8868.

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on e-file for Charities & Nonprofits.

Part I **Automatic 3-Month Extension of Time.** Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension – check this box and complete Part I only. ►

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions. BORGENICHT FOUNDATION, INC.	Employer identification number (EIN) or 20-0051444
	Number, street, and room or suite number. If a P.O. box, see instructions. 392 FAIRVIEW AVENUE	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. LONG VALLEY, NJ 07853	

Enter the Return code for the return that this application is for (file a separate application for each return). **04**

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (section 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ► FRANCES BORGENICHT

Telephone No. ► (908) 876-3430 FAX No. ►

- If the organization does not have an office or place of business in the United States, check this box ►
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) If this is for the whole group, check this box ► If it is for part of the group, check this box ... ► and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 11/15, 20 13, to file the exempt organization return for the organization named above.

The extension is for the organization's return for:

- calendar year 20 _____ or
- tax year beginning 4/01, 20 12, and ending 3/31, 20 13.

2 If the tax year entered in line 1 is for less than 12 months, check reason: Initial return Final return
 Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.....	3a \$ 10,460.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.....	3b \$ 1,560.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.....	3c \$ 8,900.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.