



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



ENVELOPE
POSTMARK DATE MAR 27 2014

Form **990-PF**

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

OMB No 1545-0052

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

06/01, 2012, and ending

05/31, 2013

Name of foundation THE ALISA AND PETER SAVITZ FOUNDATION		A Employer identification number 13-3748074
Number and street (or P O box number if mail is not delivered to street address) C/O BCRS ASSOCIATES, LLC 77 WATER STREET, 9TH FLOOR		B Telephone number (see instructions) (212) 440-0800
City or town, state, and ZIP code NEW YORK, NY 10005		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply	Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <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"/>
Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change <input type="checkbox"/>		E If private foundation status was terminated under section 507(b)(1)(A), check here <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		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 4,833,741.		
J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)		

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income N/A	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)		NONE			
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		1,932.	1,932.		ATCH 1
4 Dividends and interest from securities		23,589.	21,358.		ATCH 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		32,855.			
b Gross sales price for all assets on line 6a 31,490,123.					
7 Capital gain net income (from Part IV, line 2)			25,085.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule) ATCH 3.		35,312.	9,032.		
12 Total Add lines 1 through 11		93,688.	57,407.	0	
13 Compensation of officers, directors, trustees, etc		0			
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees (attach schedule)					
b Accounting fees (attach schedule)					
c Other professional fees (attach schedule)					
17 Interest					
18 Taxes (attach schedule) (see instructions) ATCH 4.		4,148.			
19 Depreciation (attach schedule) and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses (attach schedule) ATCH 5.		24,121.	23,597.		385.
24 Total operating and administrative expenses. Add lines 13 through 23		28,269.	23,597.		385.
25 Contributions, gifts, grants paid		292,551.			292,551.
26 Total expenses and disbursements Add lines 24 and 25		320,820.	23,597.	0	292,936.
27 Subtract line 26 from line 12		-227,132.			
a Excess of revenue over expenses and disbursements			33,810.		
b Net investment income (if negative, enter -0-)					
c Adjusted net income (if negative, enter -0-)				0	

RECEIVED
APR 01 2014
OGDEN, UT
IRS-CSC

SCANNED APR 07 2014

914
18

Part II Balance Sheets		Beginning of year		End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1	Cash - non-interest-bearing	600.	500.	500.
	2	Savings and temporary cash investments	745,713.	608,134.	608,134.
	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 schedule) ▶			
		Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U S and state government obligations (attach schedule)			
	b	Investments - corporate stock (attach schedule) ATCH 6	2,590,862.	2,318,915.	2,319,897.
	c	Investments - corporate bonds (attach schedule)			
	Liabilities	11	Investments - land, buildings, and equipment basis		
		Less accumulated depreciation (attach schedule) ▶			
12		Investments - mortgage loans			
13		Investments - other (attach schedule)			
14		Land, buildings, and equipment basis			
		Less accumulated depreciation (attach schedule) ▶			
15		Other assets (describe ▶ ATCH 7)	1,551,493.	1,733,985.	1,905,210.
16		Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	4,888,668.	4,661,534.	4,833,741.
17		Accounts payable and accrued expenses			
18		Grants payable			
Net Assets or Fund Balances	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	Total liabilities (add lines 17 through 22)	0	0	
		Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> 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. ▶ <input checked="" type="checkbox"/> X			
27	Capital stock, trust principal, or current funds	4,888,668.	4,661,534.		
28	Paid-in or capital surplus, or land, bldg, and equipment fund				
29	Retained earnings, accumulated income, endowment, or other funds				
30	Total net assets or fund balances (see instructions)	4,888,668.	4,661,534.		
31	Total liabilities and net assets/fund balances (see instructions)	4,888,668.	4,661,534.		

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	4,888,668.
2	Enter amount from Part I, line 27a	2	-227,132.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	4,661,536.
5	Decreases not included in line 2 (itemize) ▶ ATCH 8	5	2.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	4,661,534.

Form 990-PF (2012)

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(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	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	25,085.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	0

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	254,489.	5,127,547.	0.049632
2010	242,024.	5,030,705.	0.048109
2009	223,047.	4,949,846.	0.045061
2008	194,607.	4,957,976.	0.039251
2007	290,833.	4,993,278.	0.058245

2 Total of line 1, column (d)	2	0.240298
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	0.048060
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	4,902,081.
5 Multiply line 4 by line 3	5	235,594.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	338.
7 Add lines 5 and 6	7	235,932.
8 Enter qualifying distributions from Part XII, line 4 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	8	292,936.

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 instructions)		1	338.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	
3 Add lines 1 and 2		3	338.
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	338.
6 Credits/Payments			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a		
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	2,000.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	2,000.	
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	1,662.	
11 Enter the amount of line 10 to be Credited to 2013 estimated tax <input checked="" type="checkbox"/> 1,662. Refunded <input type="checkbox"/>	11		

Part VII-A Statements Regarding Activities

	Yes	No
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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the 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 <input checked="" type="checkbox"/> \$ 0 (2) On foundation managers <input checked="" type="checkbox"/> \$ 0		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input checked="" type="checkbox"/> \$ 0		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		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		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		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?	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	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> NY, _____		
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	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		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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?	13	X	
Website address <input type="checkbox"/> N/A				
14	The books are in care of <input type="checkbox"/> BCRS ASSOCIATES, LLC Telephone no <input type="checkbox"/> 212-440-0800			
Located at <input type="checkbox"/> 77 WATER STREET, 9TH FLOOR NEW YORK, NY ZIP+4 <input type="checkbox"/> 10005				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here	15		
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country <input type="checkbox"/>				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)?	1b	N/A
Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>		
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	N/A
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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
If "Yes," list the years <input type="checkbox"/>		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)	2b	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 <input type="checkbox"/>		
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)	3b	N/A
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)

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No**b** If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ **5b** N/AOrganizations relying on a current notice regarding disaster assistance check here ☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No **N/A**

If "Yes," attach the statement required by Regulations section 53.4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No **6b** X

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? ☐ Yes ☒ No **7b** N/A**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
ATCH 9		0	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
N/A		0	0	0

Total number of other employees paid over \$50,000 ☐

Form 990-PF (2012)

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	NONE	NONE

Total number of others receiving over \$50,000 for professional services ▶

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 PLEASE NOTE, THE FOUNDATION IS NOT INVOLVED IN ANY DIRECT CHARITABLE ACTIVITIES. ITS PRIMARY PURPOSE IS TO SUPPORT, BY CONTRIBUTIONS, OTHER ORGANIZATIONS EXEMPT UNDER INTERNAL	NONE
2 REVENUE CODE SECTION 501(C)(3).	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	NONE
2 N/A	
All other program-related investments See instructions	
3 N/A	
Total. Add lines 1 through 3 ▶	

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	2,578,904.
b	Average of monthly cash balances	1b	648,525.
c	Fair market value of all other assets (see instructions)	1c	1,749,303.
d	Total (add lines 1a, b, and c)	1d	4,976,732.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	4,976,732.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	74,651.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,902,081.
6	Minimum investment return. Enter 5% of line 5	6	245,104.

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	245,104.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	338.
b	Income tax for 2012 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	338.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	244,766.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	244,766.
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	244,766.


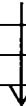
Part XII Qualifying Distributions (see instructions)

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	292,936.
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	292,936.
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	338.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	292,598.

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)

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				244,766.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			247,452.	
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2012				
a From 2007	<div style="border: 1px solid black; padding: 5px; text-align: center;"> NONE  </div>			
b From 2008				
c From 2009				
d From 2010				
e From 2011				
f Total of lines 3a through e				
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 292,936.				
a Applied to 2011, but not more than line 2a			247,452.	
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2012 distributable amount				45,484.
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount - see instructions				
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount - see instructions			NONE	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				199,282.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2008	<div style="border: 1px solid black; padding: 5px; text-align: center;"> NONE  </div>			
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012				

Form **990-PF** (2012)

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)

NOT APPLICABLE

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2012, enter the date of the ruling

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

4942(j)(3) or 4942(j)(5)

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

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

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see instructions.)**1 Information Regarding Foundation Managers:**

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2))

ATTACHMENT 10

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

NONE

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

a The name, address, and telephone number or e-mail of the person to whom applications should be addressed.

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year SEE LIST ATTACHED				292,551.
Total				3a 292,551.
b Approved for future payment				
Total				3b

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue					
a	_____					
b	_____					
c	_____					
d	_____					
e	_____					
f	_____					
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments			14	1,932.	
4	Dividends and interest from securities	523000	2,231.	14	21,358.	
5	Net rental income or (loss) from real estate					
a	Debt-financed property					
b	Not debt-financed property					
6	Net rental income or (loss) from personal property .					
7	Other investment income					
8	Gain or (loss) from sales of assets other than inventory	523000	7,770.	18	25,085.	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory . . .					
11	Other revenue a					
b	ATCH 11		26,280.		9,032.	
c	_____					
d	_____					
e	_____					
12	Subtotal. Add columns (b), (d), and (e)		36,281.		57,407.	
13	Total. Add line 12, columns (b), (d), and (e) . . .					

(See worksheet in line 13 instructions to verify calculations)

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	NOT APPLICABLE
-----	----------------

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
31261069.		SEE REALIZED G(L) REPORT I ATTACHED PROPERTY TYPE: SECURITIES 31261037.				P	VARIOUS 32.	VARIOUS
187,717.		SEE REALIZED G(L) REPORT II ATTACHED PROPERTY TYPE: SECURITIES 176,750.				P	VARIOUS 10,967.	VARIOUS
		STCG(L) THRU K-1S 12,047.					-12,047.	
5,056.		STCG(L) THRU K-1S - UBTI					5,056.	
		LTCG(L) THRU K-1S 7,434.					-7,434.	
2,714.		LTCG(L) THRU K-1S - UBTI					2,714.	
33,398.		SEC 1231 G(L) THRU K-1S					33,398.	
169.		SEC 1250 G(L) THRU K-1S					169.	
TOTAL GAIN(LOSS)							<u>25,085.</u>	

ATTACHMENT 1FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>
INTEREST ON BANK DEPOSIT ACCOUNT	158.	158.	
INTEREST ON CREDIT BALANCE	198.	198.	
INTEREST ON CHECKING	1,576.	1,576.	
TOTAL	<u>1,932.</u>	<u>1,932.</u>	

ATTACHMENT 2FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>
DIVIDENDS THRU BROKERAGE	1,120.	1,120.	
DIVIDENDS THRU K-1S	13,669.	13,669.	
DIVIDENDS THRU K-1S - UBTI	2,231.		
INTEREST THRU K-1S	4,636.	4,636.	
ORIGINAL ISSUE DISCOUNT	1,933.	1,933.	
TOTAL	<u>23,589.</u>	<u>21,358.</u>	

ATTACHMENT 3FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
INCOME THRU K-1S:			
-ORDINARY INCOME	-1,362.	-1,362.	
-ORDINARY INCOME - UBTI	26,280.		
-RENTAL REAL ESTATE INCOME	517.	517.	
-SEC. 988 (LOSS)	-144.	-144.	
-CANCELLATION OF DEBT	10,021.	10,021.	
TOTALS	35,312.	9,032.	

ATTACHMENT 4

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
FEDERAL TAX BAL DUE W/EXT FYE 5/31/12 990-PF	500.			
FEDERAL TAX ADD'L BAL DUE FYE 5/31/12 990-PF	3,398.			
NYS CORP TAX PAID: BAL DUE W/ EXT FORM CT-13 FYE 05/31/12	250.			
TOTALS	4,148.			

ATTACHMENT 5FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
THROUGH K-1'S:				
PORTFOLIO DEDUCTIONS	11,664.	11,664.		
INTEREST EXPENSE	11,910.	11,910.		
FOREIGN TAX PAID	23.	23.		
NON-DEDUCTIBLE EXPENSES	139.			
PUBLICATION FEE	135.			135.
FILING FEE	250.			250.
TOTALS	<u>24,121.</u>	<u>23,597.</u>		<u>385.</u>

ATTACHMENT 6FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
SEE LONG POSITION I ATTACHED	2,590,862.	2,162,943.	2,162,978.
SEE LONG POSITION II ATTACHED	NONE	155,972.	156,919.
TOTALS	<u>2,590,862.</u>	<u>2,318,915.</u>	<u>2,319,897.</u>

ATTACHMENT 7FORM 990PF, PART II - OTHER ASSETS

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
WEXFORD PARTNERS 10, L.P.	407,231.	435,718.	464,613.
GREYWOLF STRUCTURED PRDCT FUND	4,534.	4,534.	13,035.
GREYWOLF CLO CREDIT FUND O/S	673,573.	673,573.	798,929.
GREYWOLF CLO CREDIT FND O/S II	NONE	142,739.	142,780.
WHI L&B FOUNDERS FUND, LLC	462,345.	465,873.	474,547.
WHI L&B GP LLC	3,487.	3,630.	3,837.
WHI L&B MC LLC	323.	197.	205.
BROOKFIELD INFRASTRUCTURE PTRS		7,721.	7,264.
TOTALS	<u>1,551,493.</u>	<u>1,733,985.</u>	<u>1,905,210.</u>

ATTACHMENT 8FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

<u>DESCRIPTION</u>	<u>AMOUNT</u>
ROUNDING	2.
TOTAL	<u>2.</u>

THE ALISA AND PETER SAVITZ FOUNDATION

13-3748074

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 9

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
PETER SAVITZ C/O BCBS ASSOCIATES, LLC 77 WATER STREET, 9TH FLOOR NEW YORK, NY 10005	TRUSTEE/PART-TIME	0	0	0
ALISA SAVITZ C/O BCBS ASSOCIATES, LLC 77 WATER STREET, 9TH FLOOR NEW YORK, NY 10005	TRUSTEE/PART-TIME	0	0	0
GRAND TOTALS		0	0	0

ATTACHMENT 10

FORM 990PF, PART XV - INFORMATION REGARDING FOUNDATION MANAGERS

PETER SAVITZ; C/O BCRS ASSOCIATES, LLC
77 WATER STREET, 9TH FLOOR, NEW YORK, NY 10005

THE ALISA AND PETER SAVITZ FOUNDATION

13-3748074

FORM 990-PF, PART XVI-A - ANALYSIS OF OTHER REVENUE

ATTACHMENT 11

DESCRIPTION	BUSINESS CODE	EXCLUSION		AMOUNT	RELATED OR EXEMPT FUNCTION INCOME
		AMOUNT	CODE		
INCOME THROUGH K-1 INVESTMENTS:					
-ORDINARY INCOME	523000	26,280.	01	-1,362.	
-RENTAL REAL ESTATE			01	517.	
-SEC. 988 (LOSS)			01	-144.	
-CANCELLATION OF DEBT			01	10,021.	
TOTALS		26,280.		9,032.	

**SCHEDULE D
(Form 1041)**

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

► Attach to Form 1041, Form 5227, or Form 990-T.
► Information about Schedule D (Form 1041) and its separate instructions is at
www.irs.gov/form1041.

OMB No 1545-0092

2012

Name of estate or trust

THE ALISA AND PETER SAVITZ FOUNDATION

Employer identification number

13-3748074

Note: Form 5227 filers need to complete *only* Parts I and II

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a					

b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	4,008.
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	
4 Short-term capital loss carryover Enter the amount, if any, from line 9 of the 2011 Capital Loss Carryover Worksheet	4	(9,619.)
5 Net short-term gain or (loss). Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back ►	5	-5,611.

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a					

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	28,847.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	
9 Capital gain distributions	9	
10 Gain from Form 4797, Part I	10	
11 Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2011 Capital Loss Carryover Worksheet	11	(370.)
12 Net long-term gain or (loss). Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back ►	12	28,477.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D (Form 1041) 2012

Part III Summary of Parts I and II		(1) Beneficiaries' (see instr)	(2) Estate's or trust's	(3) Total
Caution: Read the instructions <i>before</i> completing this part.				
13	Net short-term gain or (loss)	13		-5,611.
14	Net long-term gain or (loss):			
a	Total for year	14a		28,477.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht)	14b		
c	28% rate gain	14c		
15	Total net gain or (loss). Combine lines 13 and 14a	15		22,866.

Note: If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a). If lines 14a and 15, column (2), are net gains, go to Part V, and **do not** complete Part IV. If line 15, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet**, as necessary.

Part IV Capital Loss Limitation

16 Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the **smaller** of:
a The loss on line 15, column (3) or **b** \$3,000 **16** ()

Note: If the loss on line 15, column (3), is more than \$3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** in the instructions to figure your capital loss carryover.

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part **only** if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero.

Caution: Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if

- Either line 14b, col (2) or line 14c, col (2) is more than zero, or
- Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero.

Form 990-T trusts. Complete this part **only** if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero. Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if either line 14b, col (2) or line 14c, col (2) is more than zero.

17	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34) . . .	17		
18	Enter the smaller of line 14a or 15 in column (2) but not less than zero	18		
19	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T) . .	19		
20	Add lines 18 and 19	20		
21	If the estate or trust is filing Form 4952, enter the amount from line 4g, otherwise, enter -0- . . . ▶	21		
22	Subtract line 21 from line 20. If zero or less, enter -0-	22		
23	Subtract line 22 from line 17. If zero or less, enter -0-	23		
24	Enter the smaller of the amount on line 17 or \$2,400	24		
25	Is the amount on line 23 equal to or more than the amount on line 24? <input type="checkbox"/> Yes. Skip lines 25 and 26, go to line 27 and check the "No" box <input type="checkbox"/> No. Enter the amount from line 23	25		
26	Subtract line 25 from line 24	26		
27	Are the amounts on lines 22 and 26 the same? <input type="checkbox"/> Yes. Skip lines 27 thru 30, go to line 31 <input type="checkbox"/> No. Enter the smaller of line 17 or line 22	27		
28	Enter the amount from line 26 (If line 26 is blank, enter -0-)	28		
29	Subtract line 28 from line 27	29		
30	Multiply line 29 by 15% (15)	30		
31	Figure the tax on the amount on line 23. Use the 2012 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	31		
32	Add lines 30 and 31	32		
33	Figure the tax on the amount on line 17. Use the 2012 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	33		
34	Tax on all taxable income. Enter the smaller of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36)	34		

Schedule D (Form 1041) 2012

Department of the Treasury
Internal Revenue Service

▶ **Attach to Schedule D** to list additional transactions for lines 1a and 6a.

OMB No 1545-0092

2012

► Information about Schedule D (Form 1041) and its separate instructions is at www.irs.gov/form1041.

Name of estate or trust

THE ALISA AND PETER SAVITZ FOUNDATION

Employer identification number

13-3748074

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

[illegible]

1b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 1b		4,008.
--	--	--------

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D-1 (Form 1041) 2012

JSA
2F1221 2 000

V 12-7.12

PAGE 28

FEDERAL FOOTNOTES

THE ALISA AND PETER SAVITZ FOUNDATION

13-3748074

SUPPLEMENTARY STATEMENTS

PART: XV

LINE: 2

SUPPLEMENTAL INFORMATION

THE ORGANIZATION'S PRIMARY ACTIVITY IS TO SUPPORT, BY CONTRIBUTIONS, OTHER ORGANIZATIONS QUALIFYING FOR EXEMPTION UNDER SECTION 501(C)(3) OF THE INTERNAL REVENUE CODE. THE TRUSTEES CHOOSE THESE ORGANIZATIONS BASED UPON THEIR KNOWLEDGE OF THE ORGANIZATIONS' ACTIVITIES. NO CONTRIBUTIONS, GRANTS, GIFTS, LOANS OR SCHOLARSHIPS ARE MADE TO INDIVIDUALS. THE ORGANIZATION DOES NOT PRESENTLY RECEIVE APPLICATIONS OR CONDUCT PROGRAMS FOR DONATIONS IN ITS ACTIVITIES.

ALISA & PETER SAVITZ FOUNDATION
 CHARITABLE CONTRIBUTIONS
 FYE 5/31/2013
 EIN: 13-3748074

DATE	CONTRIBUTION/CITY, STATE	CITY, STATE	AMOUNT
6-Jul-12	ST VINCENT'S SWIM ACROSS THE SOUND	BRIDGEPORT, CT	5,000 00
31-Jul-12	BREAST CANCER ALLIANCE	GREENWICH, CT	500 00
21-Aug-12	BOSTON MARATHON JIMMY FUND WALK	BOSTON, MA	250 00
20-Sep-12	HARVEST HOME FARMERS MARKET	NEW YORK, NY	125 00
20-Sep-12	TEMPLE SHOLOM	GREENWICH, CT	360 00
15-Oct-12	TEMPLE SHOLOM	GREENWICH, CT	5,000 00
18-Oct-12	BREAST CANCER ALLIANCE	GREENWICH, CT	60 00
1-Nov-12	BREWSTER ACADEMY	WOLFEBORO, NH	1,800 00
19-Nov-12	KING & LOW-HEYWOOD THOMAS SCHOOLS INC	STAMFORD, CT	20,000 00
21-Nov-12	B'CURED FOUNDATION	GREENWICH, CT	500 00
21-Nov-12	EAGLE HILL SCHOOL	GREENWICH, CT	5,000 00
27-Nov-12	KENNETH MINAKER CHAIR FUND AT MASSACHUSETTS GENERAL HOSPITAL	BOSTON, MA	20,000 00
5-Dec-12	BREWSTER ACADEMY	WOLFEBORO, NH	10,000 00
5-Dec-12	BREWSTER ACADEMY-2012 CAPITAL CAMPAIGN	WOLFEBORO, NH	50,000 00
12-Dec-12	INTER-ACTIONS	CONCORD, NH	20,000 00
13-Dec-12	MANHATTAN THEATRE CLUB	NEW YORK, NY	1,200 00
18-Dec-12	NEWBRIDGE ON THE CHARLES INC	BOSTON, MA	10,000.00
24-Dec-12	AVIV CENTER FOR LIVING INC	PEABODY, MA	5,000 00
4-Feb-13	NATIONAL CENTER FOR LEARNING DISABILITIES	NEW YORK, NY	1,000 00
5-Feb-13	EAST END HOSPICE INC	W HAMPTON BCH, NY	200 00
6-Feb-13	MANHATTAN THEATRE CLUB	NEW YORK, NY	200 00
7-Feb-13	CONGREGATION KEHILLATH ISRAEL	BROOKLINE, MA	10,000 00
13-Mar-13	INTER-ACTIONS	CONCORD, NH	40,000 00
25-Mar-13	CT AGAINST GUN VIOLENCE EDUCATION FUND INC	SOUTHPORT, CT	300 00
25-Mar-13	GREENWICH EDUCATION GROUPS SCHOOL FOUNDATION INC	STAMFORD, CT	350 00
8-Apr-13	KING & LOW-HEYWOOD THOMAS SCHOOLS INC	STAMFORD, CT	25,000 00
23-Apr-13	CONNECTICUT AMVETS SERVICE FOUNDATION	WALLINGFORD, CT	100 00
30-Apr-13	TEMPLE SHOLOM	GREENWICH, CT	3,000 00
15-May-13	YAD VASHEM	NEW YORK, NY	5,000 00
22-May-13	ALZHEIMER'S ASSOCIATION, CONNECTICUT CHAPTER	ROCKY HILL, CT	100 00
28-May-13	BITE ME CANCER	FAIRFAX, VA	2,500 00
28-May-13	BREWSTER ACADEMY-2012 CAPITAL CAMPAIGN	WOLFEBORO, NH	50,000 00
31-May-13	THRU WEXFORD PARTNERS 10, LP		6 00
TOTAL CHARITABLE CONTRIBUTIONS PAID *			<u>\$292,551 00</u>

*ALL CONTRIBUTIONS WERE MADE TO THE GENERAL PURPOSE
 FUND OF PUBLIC CHARITABLE ORGANIZATIONS THAT WERE
 CLASSIFIED UNDER SECTION 501(C)(3) OF THE INTERNAL REVENUE
 CODE

SAVITZ ALISA & PETER FDN
From 01-Jun-2012 To 31-May-2013

Base Currency USD

Realized Gains/Losses
Description

Trade Date	Date Sold	Qty	Proceeds (Base)	Cost (Base)	Gain/Loss (Base)	Gain Type
27-Nov-12	27-Dec-12	590,000	589,919 70	589,919 70	0 00	Short-Term
20-Nov-12	20-Dec-12	591,000	590,931 30	590,931 30	0 00	Short-Term
14-Nov-12	13-Dec-12	641,000	640,927 71	640,927 71	0 00	Short-Term
6-Nov-12	6-Dec-12	633,000	632,940 92	632,940 92	0 00	Short-Term
31-Oct-12	29-Nov-12	646,000	645,947 24	645,947 24	0 00	Short-Term
23-Oct-12	23-Nov-12	646,000	645,934 95	645,934 95	0 00	Short-Term
16-Oct-12	15-Nov-12	640,000	639,937 78	639,937 78	0 00	Short-Term
10-Oct-12	8-Nov-12	635,000	634,943 21	634,943 21	0 00	Short-Term
2-Oct-12	1-Nov-12	646,000	645,949 75	645,949 75	0 00	Short-Term
25-Sep-12	25-Oct-12	646,000	645,972 36	645,972 36	0 00	Short-Term
18-Sep-12	18-Oct-12	646,000	645,959 81	645,959 81	0 00	Short-Term
11-Sep-12	11-Oct-12	655,000	654,954 15	654,954 15	0 00	Short-Term
5-Sep-12	4-Oct-12	626,000	625,948 87	625,948 87	0 00	Short-Term
28-Aug-12	27-Sep-12	646,000	645,939 71	645,939 71	0 00	Short-Term
21-Aug-12	20-Sep-12	646,000	645,944 73	645,944 73	0 00	Short-Term
14-Aug-12	13-Sep-12	655,000	654,943 96	654,943 96	0 00	Short-Term
7-Aug-12	6-Sep-12	626,000	625,958 62	625,958 62	0 00	Short-Term
31-Jul-12	30-Aug-12	646,000	645,962 32	645,962 32	0 00	Short-Term
24-Jul-12	23-Aug-12	646,000	645,959 81	645,959 81	0 00	Short-Term
17-Jul-12	16-Aug-12	655,000	654,961 79	654,961 79	0 00	Short-Term
10-Jul-12	9-Aug-12	627,000	626,965 87	626,965 87	0 00	Short-Term
3-Jul-12	2-Aug-12	645,000	644,962 38	644,962 38	0 00	Short-Term
26-Jun-12	26-Jul-12	646,000	645,969 85	645,969 85	0 00	Short-Term
19-Jun-12	19-Jul-12	655,000	654,974 53	654,974 53	0 00	Short-Term
12-Jun-12	12-Jul-12	602,000	601,974 25	601,974 25	0 00	Short-Term
5-Jun-12	5-Jul-12	675,000	674,979 00	674,979 00	0 00	Short-Term
30-May-12	28-Jun-12	650,000	649,969 66	649,969 66	0 00	Short-Term
22-May-12	21-Jun-12	665,000	664,966 38	664,966 38	0 00	Short-Term
15-May-12	14-Jun-12	601,000	600,964 94	600,964 94	0 00	Short-Term
8-May-12	7-Jun-12	675,000	674,960 63	674,960 63	0 00	Short-Term
30-Apr-13	30-May-13	583,000	582,988 67	582,988 67	0 00	Short-Term
23-Apr-13	23-May-13	1,085,000	1,085,961 99	1,085,961 99	0 00	Short-Term
16-Apr-13	16-May-13	421,000	420,983 63	420,983 63	0 00	Short-Term
9-Apr-13	9-May-13	252,000	251,988 24	251,988 24	0 00	Short-Term
2-Apr-13	2-May-13	608,000	607,966 90	607,966 90	0 00	Short-Term
26-Mar-13	25-Apr-13	610,000	609,964 42	609,964 42	0 00	Short-Term
19-Mar-13	18-Apr-13	421,000	420,973 81	420,973 81	0 00	Short-Term
12-Mar-13	11-Apr-13	256,000	255,980 09	255,980 09	0 00	Short-Term

REALIZED GAIN (LOSS) I

U S TREASURY BILL DUE 04/04/2013	5-Mar-13	4-Apr-13	608,000	607,959 81	607,959 81	0 00	Short-Term
U S TREASURY BILL DUE 03/28/2013 OFF THE RUN	26-Feb-13	28-Mar-13	610,000	609,947 81	609,947 81	0 00	Short-Term
U S TREASURY BILL DUE 03/21/2013 OFF THE RUN	20-Feb-13	21-Mar-13	461,000	460,958 77	460,958 77	0 00	Short-Term
U S TREASURY BILL DUE 03/07/2013 OFF THE RUN	5-Feb-13	7-Mar-13	620,000	619,968 65	619,968 65	0 00	Short-Term
U S TREASURY BILL DUE 02/28/2013 OFF THE RUN	29-Jan-13	28-Feb-13	633,000	632,982 77	632,982 77	0 00	Short-Term
U S TREASURY BILL DUE 02/21/2013 OFF THE RUN	23-Jan-13	21-Feb-13	1,192,000	1,191,944 37	1,191,944 37	0 00	Short-Term
U S TREASURY BILL DUE 02/07/2013 OFF THE RUN	8-Jan-13	7-Feb-13	621,000	620,973 43	620,973 43	0 00	Short-Term
U S TREASURY BILL DUE 01/31/2013 OFF THE RUN	2-Jan-13	31-Jan-13	633,000	632,963 08	632,963 08	0 00	Short-Term
U S TREASURY BILL DUE 01/24/2013 OFF THE RUN	26-Dec-12	24-Jan-13	1,192,000	1,191,958 28	1,191,958 28	0 00	Short-Term
U S TREASURY BILL DUE 01/10/2013 OFF THE RUN	11-Dec-12	10-Jan-13	621,000	620,975 85	620,975 85	0 00	Short-Term
U S TREASURY BILL DUE 01/03/2013 OFF THE RUN	4-Dec-12	27-Dec-12	633,000	633,002 11	632,970 46	31 65	Short-Term
TOTAL				31,261,068 86	31,261,037 21	31 65	

**ALISA & PETER SAVITZ FOUNDATION
BARCLAYS - REALIZED GAINS/LOSSES
FYE 5/31/2013**

Security Description	Quantity	Buy Date	Sell Date	Proceeds	Cost Basis	Realized Gain/Loss	Gain Type
AMERICAN TOWER CORPORATION REIT	300.000	24 Jan 2013	30 May 2013	23,866.65	23,885.38	(18.73)	Short-Term
BRE PROPERTIES INC CL A	470.000	24 Jan 2013	30 May 2013	23,911.35	24,021.34	(109.99)	Short-Term
LAS VEGAS SANDS CORP	650.000	23 Jan 2013	28 May 2013	38,097.12	34,550.07	3,547.05	Short-Term
LAS VEGAS SANDS CORP	650.000	23 Jan 2013	29 May 2013	38,233.10	34,550.07	3,683.03	Short-Term
MGM RESORTS INTERNATIONAL	1,770.000	23 Jan 2013	20 Feb 2013	22,880.43	22,961.52	(81.09)	Short-Term
WYNN RESORTS LTD	100.000	23 Jan 2013	28 May 2013	14,044.60	12,313.16	1,731.44	Short-Term
WYNN RESORTS LTD	100.000	23 Jan 2013	29 May 2013	13,840.47	12,313.16	1,527.31	Short-Term
ENTERPRISE PRODUCTS PARTNERS LP	70.000	05 Feb 2013	31 May 2013	4,155.47	3,810.32	345.15	Short-Term
WILLIAMS PARTNERS L P COM UNIT LTD PARTNERSHIP INT	85.000	20 Mar 2013	31 May 2013	4,344.14	4,141.98	202.16	Short-Term
WILLIAMS PARTNERS L P COM UNIT LTD PARTNERSHIP INT	85.000	08 May 2013	31 May 2013	4,344.15	4,203.69	140.46	Short-Term
TOTAL				187,717.48	176,750.69	10,966.79	



Statement Detail
SAVITZ ALISA & PETER FDN
Holdings

Period Ended May 31, 2013

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Adjusted Cost / Original Cost	Unrealized Gain (Loss)	Yield to Maturity / Current Yield	Estimated Annual Income
DEPOSITS & MONEY MARKET FUNDS								
MONEY MARKET FUNDS								
GS FINANCIAL SQUARE TREASURY INSTRUMENTS FUND - FST SHARES, Moody's Aaa	0.060	1.0000	0.06	1.0000	0.06	0.00	0.0100	0.00
TOTAL DEPOSITS & MONEY MARKET FUNDS			0.06		0.06	0.00		

FIXED INCOME

	Quantity / Current Face	Market Price	Market Value / Accrued Income	Unit Cost	Adjusted Cost / Original Cost	Unrealized Gain (Loss)	Yield to Maturity in Percentage	Estimated Annual Income
INVESTMENT GRADE FIXED INCOME								
GOVERNMENT AND GOVERNMENT AGENCY BONDS								
U.S. TREASURY BILL DUE 06/20/2013 OFF THE RUN Not Rated	1,587,000.00	99.9990	1,586,984.13	99.9973	1,586,956.80	27.33	0.0350	
U.S. TREASURY BILL DUE 06/27/2013 OFF THE RUN Not Rated	576,000.00	99.9990	575,994.24	99.9977	575,986.56	7.68	0.0300	
TOTAL GOVERNMENT AND GOVERNMENT AGENCY BONDS	2,163,000.00		2,162,978.37		2,162,943.36	35.01	0.0337	
OTHER FIXED INCOME								
CONVERTIBLE SECURITIES								
ADELPHIA COMMUNICATIONS CORP CONV PFD 5.5000 SERIES D BEO ESCROW CUSIP Not Rated	10,000.00	No Price ³⁸	0.00					550.00
TOTAL FIXED INCOME			2,162,978.37		2,162,943.36	35.01	0.0337	550.00



Statement Detail
SAVITZ ALISA & PETER FDN
Holdings (Continued)

Period Ended May 31, 2013

PUBLIC EQUITY

		Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Cost Basis	Unrealized Gain (Loss)	Dividend Yield	Estimated Annual Income
US EQUITY									
US STOCKS									
ADELPHIA RECOVERY TRUST SER ACC-6D INT (ADPAR)		2,000,000.00	No Price ³⁸	0.00					
ZEMEX MINERALS GROUP INC CMN		173.00	No Price ³⁸	0.00		No Cost			
TOTAL US STOCKS				0.00					
TOTAL PORTFOLIO									
				Market Value	Adjusted Cost / ^s Original Cost		Unrealized Gain (Loss)	Estimated Annual Income	
				2,162,978.43	2,162,943.42		35.01	627.38	



THE ALISA AND PETER SAVITZ
May 1 - May 31, 2013

Common stocks(Symbol)									
AT&T INC (T)	Quantity	Unit cost	Total cost	Market price	Market value	Unrealized gain/loss	Est ann yield (%)	Est annual income (\$)	Comment / Research rating
AMERICAN INTERNATIONAL GROUP (AIG) INC NEW	965	\$ 36 74	\$ 35,455 71	\$ 34 990	\$ 33,765 35	-\$ 1,690 36	5 144	1,737 00	In cash account
LOCKHEED MARTIN CORP (LMT)	615	38 05	23,399 75	44 460	27,342 90	3,943 15			In cash account
***VODAFONE GROUP PLC (VOD) SPONSORED ADR NEW	700	106 66	74,664 32	105 830	74,081 00	- 583 32	4 347	3,220 00	In cash account
Total USD Common stocks	805	29 87	24,042 31	28 950	23,304 75	- 737 56	5 309	1,237 29	In cash account
					\$ 158,294.00	\$ 931.91		\$ 6,194.29	
Options - short									
LOCKHEED MARTIN CORP SHORT CALL	Quantity	Unit cost	Total cost	Market price	Market value	Unrealized gain/loss			Comment
STRIKE 105 00 EXP 22 JUN 2013	-7	\$ 2 27	-\$ 1,590 55	\$ 2 250	-\$ 1,575 00	\$ 15 55			In cash account Covered
Total Equities			155,974.54		\$ 156,919.00	\$ 490.31		\$ 6,538.29	

**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 extension 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.	Employer identification number (EIN) or
	ALISA & PETER SAVITZ FOUNDATION	13-3748074
	Number, street, and room or suite no. If a P.O. box, see instructions.	Social security number (SSN)
	c/o BCBS ASSOCIATES, LLC; 77 WATER STREET - 9TH FLOOR	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions.	
	NEW YORK, NY 10005	

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

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 (sec. 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 ► BCBS ASSOCIATES, LLC

Telephone No. ► 212-440-0811FAX No. ► N/A

- 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 JANUARY 15, 20 14, 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 JUNE 1, 20 12, and ending MAY 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	\$	2,000.00
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	\$	0.00
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	\$	2,000.00

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.

For Privacy Act and Paperwork Reduction Act Notice, see instructions.

Form **8868** (Rev. 1-2013)

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box ☒ **X**.
- Note.** Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.
- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1).

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

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	Employer identification number (EIN) or
	ALISA & PETER SAVITZ FOUNDATION	13-3748074
	Number, street, and room or suite no. If a P.O. box, see instructions	Social security number (SSN)
	C/O BCRS ASSOCIATES, LLC; 77 WATER ST - 9TH FL	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions.	
	NEW YORK, NY 10005	

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-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

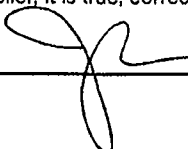
- The books are in the care of BCRS ASSOCIATES, LLC
Telephone No. 212-440-0811 Fax No. N/A
- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) . If this 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.

- 4 I request an additional 3-month extension of time until APRIL 15, 20 14.
- 5 For calendar year , or other tax year beginning JUNE 1, 20 12, and ending MAY 31, 20 13.
- 6 If the tax year entered in line 5 is for less than 12 months, check reason: ☐ Initial return ☐ Final return
☐ Change in accounting period
- 7 State in detail why you need the extension ALL INFORMATION NECESSARY TO FILE A COMPLETE AND ACCURATE TAX RETURN IS NOT YET AVAILABLE.

8a If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	\$	2,000.00
b If this application is for Forms 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 and any amount paid previously with Form 8868.	8b	\$	2,000.00
c Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	\$	0.00

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature Title CPADate 01/15/2014