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

OMB No 1545-0052

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 7/01, 2012, and ending 6/30, 2013

Morris S & Florence H Bender Foundation  
170 Mason Street, Attn. J.D. Port  
Greenwich, CT 06830A Employer identification number  
13-2951469B Telephone number (see the instructions)  
203-661-6000C If exemption application is pending, check here ☐D 1 Foreign organizations, check here ☐2 Foreign organizations meeting the 85% test, check here and attach computation ☐E If private foundation status was terminated under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity  
☐ Final return ☐ Amended return  
☐ Address change ☐ Name changeH Check type of organization ☒ Section 501(c)(3) exempt private foundation  
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundationI Fair market value of all assets at end of year (from Part II, column (c), line 16)  
\$ 3,395,660.J Accounting method. ☒ Cash ☐ Accrual  
☐ 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	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc. received (att sch)				
2 Ck <input checked="" type="checkbox"/> If the foundn is not req to att Sch B				
3 Interest on savings and temporary cash investments	2.	2.	2.	
4 Dividends and interest from securities	68,304.	68,304.	68,304.	
5 a Gross rents				
b Net rental income or (loss)				
6 a Net gain/(loss) from sale of assets not on line 10	91,919.			
b Gross sales price for all assets on line 6a	295,166.			
7 Capital gain net income (from Part IV, line 2)		91,919.		
8 Net short-term capital gain			91,919.	
9 Income modifications				
10 a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit/(loss) (att sch)				
11 Other income (attach schedule)				
See Statement 1	16,690.	16,638.	16,638.	
12 Total. Add lines 1 through 11	176,915.	176,863.	176,863.	
13 Compensation of officers, directors, trustees, etc	18,000.	6,000.	6,000.	12,000.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16 a Legal fees (attach schedule) See St 2	9,939.	1,500.	1,500.	8,439.
b Accounting fees (attach sch)				
c Other prof fees (attach sch) See St 3	26,115.	28,138.	28,138.	
17 Interest				
18 Taxes (attach schedule)(see instrs) See Stm 4	-415.			
19 Depreciation (attach sch) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications	135.			135.
23 Other expenses (attach schedule) See Statement 5	250.			250.
24 Total operating and administrative expenses. Add lines 13 through 23	54,024.	35,638.	35,638.	20,824.
25 Contributions, gifts, grants paid Part XV	174,100.			174,100.
26 Total expenses and disbursements. Add lines 24 and 25	228,124.	35,638.	35,638.	194,924.
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	-51,209.			
b Net investment income (if negative, enter -0-)		141,225.		
c Adjusted net income (if negative, enter -0-)			141,225.	

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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
<b>A S S E T S</b>	1. Cash — non-interest-bearing			
	2. Savings and temporary cash investments	21,583.	10,297.	10,297.
	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)			
	Less: allowance for doubtful accounts			
	8. Inventories for sale or use			
	9. Prepaid expenses and deferred charges			
	10a. Investments — U.S. and state government obligations (attach schedule)			
	b. Investments — corporate stock (attach schedule)	2,824,624.	2,784,698.	3,385,363.
	c. Investments — corporate bonds (attach schedule)			
	11. Investments — land, buildings, and equipment: basis			
Less: accumulated depreciation (attach schedule)				
12. Investments — mortgage loans				
13. Investments — other (attach schedule)				
14. Land, buildings, and equipment: basis				
Less: accumulated depreciation (attach schedule)				
15. Other assets (describe)				
16. <b>Total assets</b> (to be completed by all filers — see the instructions. Also, see page 1, item I)	2,846,207.	2,794,995.	3,395,660.	
<b>L I A B I L I T I E S</b>	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)			
	23. <b>Total liabilities</b> (add lines 17 through 22)	0.	0.	
<b>N E T A S S E T F U N D B A L A N C E S</b>	<b>Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.</b>			
	24. Unrestricted			
	25. Temporarily restricted			
	26. Permanently restricted			
	<b>Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.</b> <input checked="" type="checkbox"/>			
	27. Capital stock, trust principal, or current funds	2,846,207.	2,794,995.	
	28. Paid-in or capital surplus, or land, building, and equipment fund			
	29. Retained earnings, accumulated income, endowment, or other funds			
	30. <b>Total net assets or fund balances</b> (see instructions)	2,846,207.	2,794,995.	
31. <b>Total liabilities and net assets/fund balances</b> (see instructions)	2,846,207.	2,794,995.		

**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	2,846,207.
2. Enter amount from Part I, line 27a	2	-51,209.
3. Other increases not included in line 2 (itemize)	3	
4. Add lines 1, 2, and 3	4	2,794,998.
5. Decreases not included in line 2 (itemize) <u>See Statement 6</u>	5	3.
6. Total net assets or fund balances at end of year (line 4 minus line 5)— Part II, column (b), line 30	6	2,794,995.

**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 Assets Sold at a Gain - Exh A		P	Various	Various
b Various Assets Sold at a Loss - Exh B		P	Various	Various
c Varous BNY Mellon Mid Cap Stock Fd-Gain Distr		P	Various	12/18/12
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 245,530.		137,936.	107,594.
b 48,716.		65,311.	-16,595.
c 920.			920.
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(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	
a			107,594.
b			-16,595.
c			920.
d			
e			

2 Capital gain net income or (net capital loss).	<div style="border: 1px solid black; padding: 2px; display: inline-block;">           If gain, also enter in Part I, line 7            If (loss), enter -0- in Part I, line 7         </div>	2	91,919.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)		3	91,919.

**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	196,191.	3,182,070.	0.061655
2010			
2009	164,354.	3,085,846.	0.053261
2008	147,454.	2,868,127.	0.051411
2007	195,346.	3,949,547.	0.049460

2 Total of line 1, column (d)	2	0.215787
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	0.053947
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	3,332,581.
5 Multiply line 4 by line 3	5	179,783.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,412.
7 Add lines 5 and 6	7	181,195.
8 Enter qualifying distributions from Part XII, line 4	8	194,924.

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 checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	1,412.
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	1,412.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 <b>Tax based on investment income</b> Subtract line 4 from line 3. If zero or less, enter -0-		5	1,412.
6 Credits/Payments			
a 2012 estimated tax pmts and 2011 overpayment credited to 2012	6 a	3,871.	
b Exempt foreign organizations— tax withheld at source	6 b		
c Tax paid with application for extension of time to file (Form 8868)	6 c		
d Backup withholding erroneously withheld	6 d		
7 Total credits and payments. Add lines 6a through 6d	7	3,871.	
8 Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 <b>Tax due</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b>	9	0.	
10 <b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b>	10	2,459.	
11 Enter the amount of line 10 to be: <b>Credited to 2013 estimated tax</b> 2,459. <b>Refunded</b>	11	0.	

**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 the instructions for definition)? <i>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</i>		X
c Did the foundation file <b>Form 1120-POL</b> 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 \$ 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? <i>If 'Yes,' attach a detailed description of the activities</i>		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? <i>If 'Yes,' attach a conformed copy of the changes</i>		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 <b>Form 990-T</b> for this year?		X
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If 'Yes,' attach the statement required by General Instruction T</i>		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? <i>If 'Yes,' complete Part II, column (c), and Part XV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) 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 <i>General Instruction G</i> ? <i>If 'No,' attach explanation</i>	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)? <i>If 'Yes,' complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses</i>		X

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**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 <u>N/A</u>	13	X	
14	The books are in care of <u>Jennifer D. Port, Esq.</u> Telephone no <u>203-661-6000</u> Located at <u>170 Mason Street Greenwich CT</u> ZIP + 4 <u>06830</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 <u>15</u>	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		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
1 a 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? <b>Exception.</b> 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 <input type="checkbox"/>	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 <u>20</u> , <u>20</u> , <u>20</u> , <u>20</u>	<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 <u>20</u> , <u>20</u> , <u>20</u> , <u>20</u>		
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 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)	3 b	N/A
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

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**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))?

☐ 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)?

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
Jennifer D. Port One Dewart Road Greenwich, CT 06830	Sec/As Neede 0	8,000.0*	0.	0.
Jane Laffend 12 Lantern Land Media, PA 19063	Pres/As need 0	0.	0.	0.
Ralph M. Engel 6 Rockwood Drive Larchmont, NY 10580	Treas/As Nee 0	10,000.*	0.	0.
*Commissions are paid directly to the Trustees' law firms.				

2 Compensation of five highest-paid employees (other than those included on line 1 see instructions). If none, enter 'NONE.'

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
None				

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

0

**Part VIII** Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services (see instructions). If none, enter 'NONE.'

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
None		
Total number of others receiving over \$50,000 for professional services		0

**Part IX-A** Summary of Direct Charitable Activities

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

	Expenses
1 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.	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0.

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**Part X Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see instructions.)

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b>	Average monthly fair market value of securities	<b>1 a</b>	3,381,523.
<b>b</b>	Average of monthly cash balances	<b>1 b</b>	1,808.
<b>c</b>	Fair market value of all other assets (see instructions)	<b>1 c</b>	
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1 d</b>	3,383,331.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1 e</b>	0.
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	0.
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	3,383,331.
<b>4</b>	Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	<b>4</b>	50,750.
<b>5</b>	<b>Net value of noncharitable-use assets</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	3,332,581.
<b>6</b>	<b>Minimum investment return</b> Enter 5% of line 5	<b>6</b>	166,629.

**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.)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	166,629.
<b>2 a</b>	Tax on investment income for 2012 from Part VI, line 5	<b>2 a</b>	1,412.
<b>b</b>	Income tax for 2012 (This does not include the tax from Part VI)	<b>2 b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2 c</b>	1,412.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	165,217.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	
<b>5</b>	Add lines 3 and 4	<b>5</b>	165,217.
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	
<b>7</b>	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	165,217.

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b>	Expenses, contributions, gifts, etc.— total from Part I, column (d), line 26	<b>1 a</b>	194,924.
<b>b</b>	Program-related investments— total from Part IX-B	<b>1 b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3 a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3 b</b>	
<b>4</b>	<b>Qualifying distributions</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	194,924.
<b>5</b>	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)	<b>5</b>	1,412.
<b>6</b>	<b>Adjusted qualifying distributions</b> Subtract line 5 from line 4	<b>6</b>	193,512.

**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				165,217.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			0.	
b Total for prior years 20 __, 20 __, 20 __		0.		
3 Excess distributions carryover, if any, to 2012				
a From 2007	6,215.			
b From 2008	5,886.			
c From 2009	10,764.			
d From 2010				
e From 2011	37,797.			
f Total of lines 3a through e	60,662.			
4 Qualifying distributions for 2012 from Part XII, line 4: ► \$ 194,924.				
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				165,217.
e Remaining amount distributed out of corpus	29,707.			
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	90,369.			
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)	6,215.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	84,154.			
10 Analysis of line 9				
a Excess from 2008	5,886.			
b Excess from 2009	10,764.			
c Excess from 2010				
d Excess from 2011	37,797.			
e Excess from 2012	29,707.			

BAA

Form 990-PF (2012)

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

N/A

1 a 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)

2 a 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).)

None

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
<b>a</b> Paid during the year See Rider Attached for details on grants	None		See Rider Attached	174,100.
<b>Total</b>			<b>3a</b>	174,100.
<b>b</b> Approved for future payment				
<b>Total</b>			<b>3b</b>	

## Part XVI-A Analysis of Income-Producing Activities

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) 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					2.
4	Dividends and interest from securities					68,304.
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					52.
8	Gain or (loss) from sales of assets other than inventory					91,919.
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue.					
a	Class Action Lawsuits Pro					
b	Royalties		16,638.			
c						
d						
e						
12	Subtotal. Add columns (b), (d), and (e).		16,638.			160,277.
13	<b>Total.</b> Add line 12, columns (b), (d), and (e)					176,915.

(See worksheet in line 13 instructions to verify calculations )

**Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes**

[illegible]



Client 15202-02

Morris S &amp; Florence H Bender Foundation

13-2951469

**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	\$ 52.		
Royalties	16,638.	\$ 16,638.	\$ 16,638.
<b>Total</b>	<b>\$ 16,690.</b>	<b>\$ 16,638.</b>	<b>\$ 16,638.</b>

**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
Ivey Barnum & O'Mara	\$ 9,939.	\$ 1,500.	\$ 1,500.	\$ 8,439.
<b>Total</b>	<b>\$ 9,939.</b>	<b>\$ 1,500.</b>	<b>\$ 1,500.</b>	<b>\$ 8,439.</b>

**Statement 3**  
**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
BNY Mellon Emerging Markets Fund	\$ -2,023.			
BNY Mellon Intermediate Bond Fund	-2,073.	\$ -2,073.	\$ -2,073.	
BNY Mellon Nat Municipal Money Fund	-6.	-6.	-6.	
BNY Mellon Private Bank-Investment Fee	35,323.	35,323.	35,323.	
BNY Mellon Small/Mid Cap Stock Fund	-3,317.	-3,317.	-3,317.	
Dreyfus Strategic International Stock Fund	-1,789.	-1,789.	-1,789.	
<b>Total</b>	<b>\$ 26,115.</b>	<b>\$ 28,138.</b>	<b>\$ 28,138.</b>	<b>\$ 0.</b>

**Statement 4**  
**Form 990-PF, Part I, Line 18**  
**Taxes**

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
2012 Estimated Tax Payments	\$ 2,500.			
Foreign Withholding Tax	341.			
Refund of 2011 overpayment	-3,256.			
<b>Total</b>	<b>\$ -415.</b>	<b>\$ 0.</b>	<b>\$ 0.</b>	<b>\$ 0.</b>

2012

## Federal Statements

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Client 15202-02

Morris S &amp; Florence H Bender Foundation

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Statement 5  
Form 990-PF, Part I, Line 23  
Other Expenses

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
NY Attorney Gen - Filing Fee	\$ 250.			\$ 250.
Total	<u>\$ 250.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>	<u>\$ 250.</u>

Statement 6  
Form 990-PF, Part III, Line 5  
Other Decreases

Adjustment for Rounding

Total	\$ 3.
	<u>\$ 3.</u>



**Morris S. and Florence H. Bender Foundation, Inc.**

**Monthly Fair Market Value of Holdings**

**July 1, 2012 through June 30, 2013**

<u>Month of the Year</u>	<u>Investment Account Fair Market Value</u>	<u>Cash Equivalents</u>	<u>Checking Account Balance</u>
July 31, 2012	\$ 3,238,237.22	\$ (1,324.71)	\$ 0.32
August 31, 2012	3,268,210.89	11,204.07	0.32
September 30, 2012	3,341,526.20	6,534.56	(1,999.67)
October 31, 2012	3,291,360.88	8,824.79	100.33
November 30, 2012	3,276,662.90	34,587.32	2,100.44
December 31, 2012	3,322,917.88	18,905.70	161.33
January 31, 2013	3,438,419.56	24,219.64	661.36
February 28, 2013	3,420,404.40	40,473.12	3,661.46
March 31, 2013	3,464,770.02	20,870.63	277.27
April 30, 2013	3,498,890.16	8,072.46	7,177.55
May 31, 2013	3,517,984.74	9,163.11	7,177.82
June 30, 2013	3,498,890.16	8,072.46	(4,822.08)
	<u>\$ 40,578,275.01</u>	<u>\$ 189,603.15</u>	<u>\$ 14,496.45</u>
Monthly Average Value			
Securities Average	<u>\$ 3,381,522.92</u>	<u>\$ 15,800.26</u>	<u>\$ 1,208.04</u>

**Trustee's Commissions**

**Calculation Base**

BNY Investment Account

BNY Checking Account

Total Value

\$	3,397,323.18
	1,208.04
	<u>3,398,531.22</u>

\$10.50 per \$1,000 on \$400,000  
\$4.50 per \$1,000 on \$600,000  
\$3.00 per \$1,000 on \$2,247,535

\$	4,200.00
	2,700.00
	6,742.61
\$	<u>13,642.61</u>

The Morris S. and Florence H. Bender Foundation, Inc.

E.I.N. 13-2951469

2012 Annual Report

Exhibit A - Gains on Sale of Assets

<u>Assets Sold at a Gain</u> <u>Description of Asset</u>	<u>Sales Price</u>	<u>Cost</u>	<u>Sales Date</u>	<u>Purchase Date</u>	<u>Gain or Loss</u>
400 shs, Cummins, Inc., common	\$ 39,923.15 \$	13,119.40	8/16/2012	6/3/2009	\$ 26,803.75
1,010 shs., Limited Brands, Inc., common	49,478.89	17,976.49	8/16/2012	11/10/2009	31,502.40
290 shs., Philips 66, common	11,611.37	3,494.68	8/16/2012	5/1/2012	8,116.69
0.5578 shs., Pentair, Ltd., common	25.64	11.88	11/5/2012	10/1/2012	13.76
880 shs., Bristol Myers Squibb Company, common	28,766.64	27,913.60	11/30/2012	8/7/2012	853.04
177 shs., Pentair, Ltd., common	9,026.80	3,769.78	2/11/2013	10/1/2012	5,257.02
750 shs., Vale SA-Sp ADR	15,067.16	8,711.25	2/11/2013	5/26/2009	6,355.91
1,902.588 shs., BNY Mellon Intermediate Bond Fund	25,000.00	23,407.68	3/15/2013	2/22/2008	1,592.32
420 shs., Autoliv, Inc., common	33145.86	14820.83	6/4/2013	11/10/2009	18,325.03

The Morris S. and Florence H. Bender Foundation, Inc.

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2012 Annual Report

Exhibit A - Gains on Sale of Assets

<u>Assets Sold at a Gain</u>					
<u>Description of Asset</u>	<u>Sales Price</u>	<u>Cost</u>	<u>Sales Date</u>	<u>Purchase Date</u>	<u>Gain or Loss</u>
540 shs., Ensco International PLC	33,484.39	24,710.62	6/4/2012	6/20/2008	8,773.77
<b>Total for Assets Sold at a Gain</b>	<b>\$ 245,529.90</b>	<b>\$ 137,936.21</b>			<b>\$ 107,593.69</b>

The Morris S. and Florence H. Bender Foundation, Inc.

E.I.N. 13-2951469

2012 Annual Report

Exhibit B - Losses on Sale of Assets

<u>Assets Sold at a Loss</u> <u>Description of Asset</u>	<u>Sales Price</u>	<u>Cost</u>	<u>Sales Date</u>	<u>Purchase Date</u>	<u>Loss</u>
310 shs., Baxter International, Inc., common	\$ 18,143.92	\$ 18,364.92	8/16/2012	4/11/2012	\$ (221.00)
620 shs., Citigroup, Inc., common	17,713.06	29,078.00	8/16/2012	3/8/2011	(11,364.94)
340 shs., St. Judes Medical Center, Inc., common	12,858.54	17,869.38	8/16/2012	5/10/2011	<u>(5,010.84)</u>
Total Losses on Sale					<u>\$ (16,596.78)</u>

The Morris S. and Florence H. Bender Foundation, Inc.

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2012 Annual Report

Balance Sheet

Part III - Itemized Statement of Securities and All Other Assets <u>Asset Description</u>	Beginning of Fiscal Year <u>Book Value</u> Purchased During Year	End of the Fiscal Year <u>Book Value</u> 6,454.82	End of the Year Fair <u>Market Value</u> 14,744.50
370 shs., ADT Corp., common	14,706.28	14,706.28	45,257.50
250 shs., Alliance Date Systems Corp., common			
490 shs., American Express Company, common	19,907.38	19,907.38	36,632.40
280 shs., Ameriprise Financial, Inc., common	16,977.69	16,977.69	22,646.40
360 shs., Apache Corp., common	29,656.80	29,656.80	30,178.80
170 shs., Apple Computer, Inc., common	26,824.30	26,824.30	67,410.10
420 shs., Autoliv, Inc., common	14,820.83	Sold During Year	Sold During Year
310 shs., Baxter International, Inc., common	18,364.09	Sold During Year	Sold During Year
960 shs., BB&T Corporation, common	30,122.30	30,122.30	32,524.80
380 shs., Capital One Financial Corp., common	14,898.77	14,898.77	23,867.80
210 shs., Caterpillar, Inc., common	14,747.17	14,747.17	17,322.90
920 shs., Centerpoint Energy, Inc., common	18,052.33	18,052.33	21,610.80
380 shs., Chubb Corp., common	20,158.43	20,158.43	32,167.00
620 shs., Citigroup, Inc., common	29,078.00	Sold During Year	Sold During Year

**The Morris S. and Florence H. Bender Foundation, Inc.**

**E.I.N. 13-2951469**

**2012 Annual Report**

**Balance Sheet**

<u>Part III - Itemized Statement of Securities and All Other Assets Asset Description</u>	<u>Beginning of Fiscal Year Book Value</u>	<u>End of the Fiscal Year Book Value</u>	<u>End of the Year Fair Market Value</u>
820 shs., Coca Cola Co., common (number of shares doubled due to stock split)	30,024.30	30,024.30	32,890.20
1,260 shs., Comcast Corp., Class A common	Purchased During Year	43,936.07	52,605.00
580 shs., Conocophillips, common	11,083.07	11,083.07	35,090.00
590 shs., Covidien PLC, common	30,094.90	30,094.90	37,075.60
400 shs., Cummins, Inc., common	13,119.40	Sold During Year	Sold During Year
740 shs., Danaher Corp., common	19,584.10	19,584.10	46,842.00
420 shs., Walt Disney Company, common	18,055.84	18,055.84	26,523.00
1,771 shs., EMC Corp., common	41,199.88	41,199.88	41,831.02
540 shs., Ensco PLC, common	24,710.62	Sold During Year	Sold During Year
300 shs., Express Scripts Holdings, Inc., com	17,268.00	17,268.00	18,522.00
832 shs., ExxonMobil Corp., common	16,336.74	16,336.74	75,171.20
1,460 shs., General Electric Co., common	22,511.28	22,511.28	33,857.40
1,125 shs., Home Depot, Inc., common	33,024.29	33,024.29	87,153.75

The Morris S. and Florence H. Bender Foundation, Inc.

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Balance Sheet

Part III - Itemized Statement of Securities and All Other Assets	Beginning of Fiscal Year	End of the Fiscal Year	End of the
<u>Asset Description</u>	<u>Book Value</u>	<u>Book Value</u>	<u>Market Value</u>
510 shs., Honeywell International, Inc., common	18,389.58	18,389.58	40,463.40
280 shs., International Business Machines Corp., common	30,427.32	30,427.32	53,510.80
860 shs., JP Morgan Chase Corporation,	22,348.68	22,348.68	45,399.40
540 shs., Johnson Controls, Inc., common	17,387.46	17,387.46	19,326.60
1,010 shs., Limited Brands, Inc., common	17,976.49	Sold During Year	Sold During Year
384 shs., McKesson Corporation, common	24,933.12	24,933.12	43,968.00
970 shs., Merck & Co., common	23,658.82	23,658.82	45,056.50
1,220 shs., News Corp., Ltd., common	21,752.39	21,752.39	40,040.40
560 shs., Nextera Energy, Inc., common	33,013.70	33,013.70	45,628.80
200 shs., Occidental Petroleum Corp., common	13,430.00	13,430.00	17,846.00
1,340 shs., Oracle Corp., common	22,726.40	22,726.40	41,151.40
470 shs., PNC Financial Services Group, com	30,119.06	30,119.06	34,272.40
490 shs., PepsiCo, Inc., common	21,358.48	21,358.48	40,077.10
2,124 shs., Pfizer, Inc., common	60,365.71	60,365.71	59,493.24



**The Morris S. and Florence H. Bender Foundation, Inc.**

**E.I.N. 13-2951469**

**2012 Annual Report**

**Balance Sheet**

<u>Part III - Itemized Statement of Securities and All Other Assets Asset Description</u>	<u>Beginning of Fiscal Year Book Value</u>	<u>End of the Fiscal Year Book Value</u>	<u>End of the Year Fair Market Value</u>
920 shs., Philip Morris International, Inc., common	55,974.16	55,974.16	79,690.40
290 shs., Phillips 66, common	3,494.68	Sold During Year	Sold During Year
450 shs., Praxair Inc., common	19,919.00	19,919.00	51,822.00
350 shs., Procter & Gamble Co., common	15,224.75	15,224.75	26,946.50
610 shs., Qualcomm, Inc., common	24,894.10	24,894.10	37,264.90
340 shs., St. Jude's Medical Center, Inc., com	17,869.38	Sold During Year	Sold During Year
560 shs., Sanofi Synthelabo Sponsor ADR	Purchased During Year	24,903.14	28,845.60
240 shs., Schlumberger, Ltd., common	Purchased During Year	18,112.80	17,198.40
670 shs., State Street Corp., common	Purchased During Year	28,227.10	43,690.70
430 shs., Teradata Corporation, common	22,891.95	22,891.95	21,598.90
740 shs., Tyco International, Ltd., common	20,023.59	9,787.11	24,383.00
890 shs., Unilever PLC ADR	24,356.54	24,356.54	36,000.50
260 shs, United Technologies Copr., common	Purchased During Year	20,229.56	24,164.40
750 shs., Vale SA-ADR	8,711.25	Sold During Year	Sold During Year

The Morris S. and Florence H. Bender Foundation, Inc.

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2012 Annual Report

Balance Sheet

Part III - Itemized Statement of Securities and All Other Assets <u>Asset Description</u>	Beginning of Fiscal Year <u>Book Value</u>	End of the Fiscal Year <u>Book Value</u>	End of the Year Fair <u>Market Value</u>
880 shs., Verizon Communications, Inc., common	32,055.76	32,055.76	44,299.20
1,200 shs., Wells Fargo & Company, common	28,541.57	28,541.57	49,524.00
	\$ 1,177,170.73	\$ 1,160,653.00	\$ 1,843,586.71
<u>Common Trust Funds</u>			
20,980.623 units, Dreyfus Strategic International Stock Fund	\$ 360,000.00	\$ 298,344.47	\$ 302,330.78
20,882.866 shs., BNY Mellon Emerging Markets fund	319,606.30	360,997.66	269,578.70
33,068.782 units, BNY Mellon Small/Mid Cap Stock Fund	500,000.00	500,000.00	486,772.47
39,673.855 shs., BNY Mellon Intermediate Bond Fund	523,101.25	464,702.76	483,094.50
	\$ 1,702,707.55	\$ 1,624,044.89	\$ 1,541,776.45

The Morris S. and Florence H. Bender Foundation, Inc.

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2012 Annual Report

Schedule of Contributions Made

Name and Address of <u>Organization receiving Grant</u>	Status of Organization <u>receiving Grant</u>	Purpose of the <u>Grant</u>	Amount of <u>the Grant</u>
American Ballet Theatre 890 Broadway New York, New York 10003	Public Charity	To support the National Training Program	\$15,000.00
American Cancer Society 43 Nagog Park, Suite 110 Acton, MA 01720-3426	Public Charity	To Support the Relay for Life	100.00
American Red Cross 99 Indian Field Road Greenwich, Connecticut 06830	Public Charity	To provide funds for disaster relief programs	5,000.00
Boston University School of Social Work 264 Bay State Road Boston, Massachusetts	Public Charity	To support the Herbert S. Strean Memorial Prize Fund	1,000.00
Breatcancer.org 7 East Lancaster Avenue, 3rd Floor Ardmore, PA 19003	Public Charity	To provide reliable information about breast cancer and avail- able treatment options	5,000.00
ChesPenn Health Services 2600 W. 9th Street 2 North Chester, PA 19013	Public Charity	To provide medical and dental services to residents in Chester, PA & surrounding communities	5,000.00
Community Action Agency of Delaware County 201 West Front Street Media, PA 19063	Public Charity	To assist families in becoming financially independent and off of public assistance	3,000.00

The Morris S. and Florence H. Bender Foundation, Inc.

E.I.N. 13-2951469

2012 Annual Report

Schedule of Contributions Made

Compassion for Choices of New York 244 Fifth Avenue New York, New York 10001	Public Charity	To help provide end of life care and dignity to terminally ill individuals	\$ 1,000.00
Congregation Beth Israel 542 South New Middletown Road Media, PA 19063	Public Charity	To promote religious education and provide for the purchase of a defibrillator for ill congregants	4,000.00
Congregation Kol Ami 252 Soundview Avenue White Plains, New York 10606	Public Charity	To provide funds for the purchase of a defibrillator for the Temple	2,000.00
Development Disabilities Institute 99 Hollywood Drive Smithtown, New York 11787	Public Charity	To provide programs for	1,000.00
Domestic Abuse Project of Delaware County 14 West Second Street Media, PA 19063	Public Charity	To provide services to victims of domestic abuse	2,000.00
Food Bank of Lower Fairfield County 461 Glenbrook Road Stamford, Connecticut 06906	Public Charity	To provide food to area residents	8,000.00
Eagle Hill Foundation 45 Glenville Road Greenwich, CT 06831	Public Charity	To education children with learning disabilities	2,500.00

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Schedule of Contributions Made

Friends of Larchmont Library 121 Larchmont Avenue Larchmont, New York 10538	Public Charity	To provide funding for educational programs	1,000.00
Greenwich Adult Day Care 125 River Road Extension Cos Cob, Connecticut 06807	Public Charity	To assist senior citizens	1,500.00
Greenwich Scholarship Association One Lafayette Court Greenwich, Connecticut 06830	Public Charity	To assist students with demonstrated financial need funding to attend college	4,000.00
Jeames Hospital 7600 Central Avenue Philadelphia, PA 19111	Public Charity	To provide medical care	5,000.00
Larchmont Historical Society 740 West Boston Post Road Larchmont, New York 10538	Public Charity	To preserve the historical photos and documents	5,000.00
Larchmont Manor Park Society 99 Park Avenue Larchmont, New York 10538	Public Charity	To preserve and expand the park	1,000.00
Living Beyond Breast Cancer 354 West Lancaster Ave., Suite 224 Haverford, PA 19041	Public Charity	To empower women affected by breast cancer	2,000.00
Long Ridge School 478 Erskine Road	Public Charity	To promote elementary education	3,000.00

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Stamford, Connecticut 06903

New York City Ballet Lincoln Center Plaza New York, New York 10023	Public Charity	To provide scholarships to dancers	\$ 12,000.00
New York University School of Law 40 Washington Square South New York, New York 10012	Public Charity	To promote education	1,000.00
The Otolaryngology Fund - Long Island Jewish Hospital - Hillside Medical Center 3 Howard Drive RFD Muttontown, New York	Public Charity	To promote medical research and programs relating to ear, nose and throat issues	15,000.00
Pennsylvania Ballet 1101 South Broad Street Philadelphia, PA 19147	Public Charity	To promote ballet performances	5,000.00
Rye Country Day School Cedar Street Rye, New York 10580-2034	Public Charity	To promote education	5,000.00
The Main Idea 93 Walden Drive Denmark, Maine	Public Charity	To enable inner city and at risk to attend a two week camp	4,000.00
Selfhelp Community Services, Inc. 520 Eighth Avenue New York, New York 10018	Public Charity	To support programs for victims of the holocaust	1,000.00

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Stoneham Public Schools 149 Franklin Street Stoneham, MA 02180	Public Charity	To promote education	\$ 1,000.00
The New York Says Thank You Foundation 2576 Broadway New York, New York 10025	Public Charity	To promote meaningful projects to memorialize the anniversary of 911	1,000.00
The School of American Ballet 70 Lincoln Center Plaza New York, New York 10023-6592	Public Charity	To support ballet	15,000.00
Tomorrows Children's Fund 30 Prospect Avenue Hackensack, New Jersey 07601	Public Charity	To assist families whose children have cancer	10,000.00
Town of Mamaroneck 740 West Boston Post Road Mamaroneck, New York 10543	Public Charity	To support a sidewalk safety improvement program	12,000.00
YWCA of Greenwich 259 East Putnam Avenue Greenwich, Connecticut 06830	Public Charity	To support the Domestic Abuse Programs	5,000.00
Weill Medical Center 445 East 69th Street New York, New York 10021	Public Charity	To support training in reproduc- tive psychiatry through the Payne Whitney Women's Program	<u>10,000.00</u>

Total 2012-2013 Contributions

\$ 174,100.00