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

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

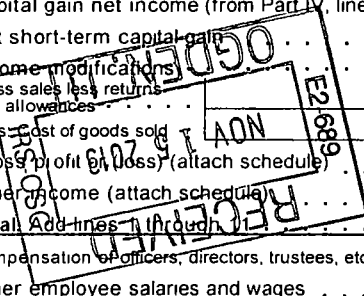
Open to Public Inspection

For calendar year 2012 or tax year beginning 07/01, 2012, and ending 06/30, 2013

Name of foundation JANKLOW FOUNDATION		A Employer identification number 13-3357111
Number and street (or P O box number if mail is not delivered to street address) 445 PARK AVENUE		B Telephone number (see instructions) (212) 421-1700
Room/suite		
City or town, state, and ZIP code NEW YORK, NY 10022		C If exemption application is pending check here <input type="checkbox"/>
G Check all that apply	<input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change	<input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation		D 1 Foreign organizations check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test check here and attach computation <input type="checkbox"/>
<input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A) check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 2,693,137.	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B) check here <input type="checkbox"/>

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
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))				
Revenue				
1 Contributions, gifts, grants, etc. received (attach schedule)				
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	13,887.	13,887.		
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	77,568.			
b Gross sales price for all assets on line 6a 366,669.				
7 Capital gain net income (from Part IV, line 2)		83,716.		
8 Net short-term capital gain				
9 Income modifications				
10 a Gross sales less returns and allowances				
b Less cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)				
12 Total. Add lines 1 through 11	91,455.	97,603.		
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc.	0			
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16 a Legal fees (attach schedule)				
b Accounting fees (attach schedule) ATCH 1	6,092.	3,046.		3,046.
c Other professional fees (attach schedule) *	12,419.	12,419.		
17 Interest				
18 Taxes (attach schedule) (see instructions)				
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule) ATCH 3	380.			375.
24 Total operating and administrative expenses. Add lines 13 through 23	18,891.	15,465.		3,421.
25 Contributions, gifts, grants paid	330,040.			330,040.
26 Total expenses and disbursements. Add lines 24 and 25	348,931.	15,465.	0	333,461.
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	-257,476.			
b Net investment income (if negative, enter -0-)		82,138.		
c Adjusted net income (if negative, enter -0-)				

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1	Cash - non-interest-bearing		11,174.	8,921.	8,921.
	2	Savings and temporary cash investments				
	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 4	2,901,414.	2,684,216.	2,684,216.	
	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	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	2,912,588.	2,693,137.	2,693,137.		
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe ▶)				
23	Total liabilities (add lines 17 through 22)		0	0		
Net Assets or Fund Balances	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"/>					
	27	Capital stock, trust principal, or current funds	2,912,588.	2,693,137.		
	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)	2,912,588.	2,693,137.			
31	Total liabilities and net assets/fund balances (see instructions)	2,912,588.	2,693,137.			

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	2,912,588.
2	Enter amount from Part I, line 27a	2	-257,476.
3	Other increases not included in line 2 (itemize) ▶ ATCH 5	3	38,025.
4	Add lines 1, 2, and 3	4	2,693,137.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	2,693,137.

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) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a					
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	83,716.	
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	379,961.	3,120,178.	0.121775	
2010	414,022.	3,368,429.	0.122912	
2009	307,944.	3,513,277.	0.087652	
2008	367,063.	3,477,341.	0.105559	
2007	520,495.	4,939,056.	0.105383	
2	Total of line 1, column (d)		2	0.543281
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	0.108656
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5		4	2,905,249.
5	Multiply line 4 by line 3		5	315,673.
6	Enter 1% of net investment income (1% of Part I, line 27b)		6	821.
7	Add lines 5 and 6		7	316,494.
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	333,461.

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

Table with 11 rows for excise tax calculations. Includes categories like 'Exempt operating foundations', 'Domestic foundations', 'Tax under section 511', 'Credits/Payments', and 'Overpayment'. Total amount owed is 2,410.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes questions about political campaigns, political expenditures, unrelated business income, and substantial contributors. Includes 'Yes' and 'No' columns.

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)
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)
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?
Website address N/A
14 The books are in care of HECHT AND COMPANY, P.C. Telephone no. (212) 819-8000
Located at 350 FIFTH AVENUE 68TH FL NEW YORK, NY ZIP+4 10118
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year 15
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? Yes No X

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

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

1a During the year did the foundation (either directly or indirectly)
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? Yes X No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes X No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes X No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? Yes X No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? Yes X No
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). Yes X 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
Organizations relying on a current notice regarding disaster assistance check here
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012? 1c 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? Yes X No
If "Yes," list the years
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
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? Yes X 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
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

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)? Yes No 5b

Organizations relying on a current notice regarding disaster assistance check here

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No 6b

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

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 6		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
NONE		0	0	0

Total number of other employees paid over \$50,000 Yes No

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		0

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 NOT APPLICABLE	
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 NONE	
2 -----	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3 ▶	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	2,931,333.
b	Average of monthly cash balances	1b	18,158.
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	2,949,491.
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	2,949,491.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	44,242.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,905,249.
6	Minimum investment return. Enter 5% of line 5	6	145,262.

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	145,262.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	821.
b	Income tax for 2012 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	821.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	144,441.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	144,441.
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	144,441.

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	333,461.
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	333,461.
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	821.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	332,640.

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				144,441.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only				
b Total for prior years 20 10 20 09 20 08				
3 Excess distributions carryover, if any, to 2012				
a From 2007				524,978.
b From 2008				193,196.
c From 2009				307,944.
d From 2010				416,220.
e From 2011				380,927.
f Total of lines 3a through e	1,823,265.			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 333,461.				
a Applied to 2011, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)	333,461.	ATCH 7		
d Applied to 2012 distributable amount				
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))	144,441.			144,441.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	2,012,285.			
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount - see instructions				
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				
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)	380,537.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	1,631,748.			
10 Analysis of line 9				
a Excess from 2008	193,196.			
b Excess from 2009	307,944.			
c Excess from 2010	416,220.			
d Excess from 2011	380,927.			
e Excess from 2012	333,461.			

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) NOT APPLICABLE

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)

	Tax year	Prior 3 years			(e) Total
	(a) 2012	(b) 2011	(c) 2010	(d) 2009	
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					
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))

MORTON L. JANKLOW

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

N/A

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
<p>a Paid during the year</p> <p>ATCH 8</p>				
Total				3a 330,040.
b Approved for future payment				
Total				3b

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

- 1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code... a Transfers from the reporting foundation to a noncharitable exempt organization of (1) Cash (2) Other assets b Other transactions (1) Sales of assets to a noncharitable exempt organization (2) Purchases of assets from a noncharitable exempt organization (3) Rental of facilities, equipment, or other assets (4) Reimbursement arrangements (5) Loans or loan guarantees (6) Performance of services or membership or fundraising solicitations c Sharing of facilities, equipment, mailing lists, other assets, or paid employees d If the answer to any of the above is "Yes," complete the following schedule

Table with 4 columns: (a) Line no, (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements. Row 1 contains 'N/A'.

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? Yes No

Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship.

Sign Here Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge. Signature of officer or trustee, Date 11/6/13, Title Chairman.

Paid Preparer Use Only Print/Type preparer's name STEVEN STERN, Preparer's signature, Date 10/31/13, Check self-employed, PTIN P00180118, Firm's name HECHT AND COMPANY P.C., Firm's EIN 13-2891505, Firm's address 350 5TH AVENUE - 68TH FL NEW YORK, NY 10118-0110, Phone no 212-819-8000.

**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)	
6,974.		200	J P MORGAN CHASE & CO 7,389.			P	10/20/2010 -415.	07/24/2012
18,249.		300	DEVON ENERGY CORP 25,018.			P	12/07/2007 -6,769.	09/17/2012
9,390.		150	DEVON ENERGY CORP 12,509.			P	12/07/2007 -3,119.	10/24/2012
5,296.		100	DEVON ENERGY CORP 8,339.			P	12/07/2007 -3,043.	11/15/2012
8,092.		150	DEVON ENERGY CORP 12,509.			P	12/07/2007 -4,417.	11/15/2012
39,821.		450	FEDEX CORP 34,841.			P	08/15/2011 4,980.	12/07/2012
14,825.		200	THE TRAVELERS COMPANIES INC 10,060.			P	05/21/2010 4,765.	12/21/2012
6,232.		100	COVIDIEN PLC 4,495.			P	01/04/2012 1,737.	01/30/2013
19,518.		300	COVIDIEN PLC 13,485.			P	01/04/2012 6,033.	03/11/2013
16,234.		200	THE TRAVELERS COMPANIES INC 10,060.			P	05/21/2010 6,174.	03/11/2013
11,337.		150	APACHE CORP 10,495.			P	12/29/2005 842.	03/19/2013
2,630.		50	DEVON ENERGY CORP 4,170.			P	12/07/2007 -1,540.	04/22/2013

**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)	
19,395.		350	DEVON ENERGY CORP 29,187.			P	12/07/2007 -9,792.	05/07/2013
21,876.		250	ANADARKO PETROLEUM CORP 5,987.			P	12/09/2003 15,889.	05/20/2013
16,396.		200	APACHE CORP 13,993.			P	12/29/2005 2,403.	05/20/2013
39,816.		600	COVIDIEN PLC 26,971.			P	01/04/2012 12,845.	05/20/2013
2,953.		50	DEVON ENERGY CORP 4,170.			P	12/07/2007 -1,217.	05/20/2013
10,029.		100	FEDEX CORP 7,742.			P	08/15/2011 2,287.	05/20/2013
30,413.		150	INTERNATIONAL BUSINESS MACHINES COR 151.			D	01/02/1976 30,262.	05/20/2013
12,640.		250	J P MORGAN CHASE & CO 9,236.			P	10/20/2010 3,404.	05/20/2013
18,122.		200	OCCIDENTAL PETROLEUM CORP 9,903.			P	04/05/2007 8,219.	05/20/2013
5,095.		150	ORACLE CORP 3,015.			P	04/15/2008 2,080.	05/20/2013
17,493.		200	THE TRAVELERS COMPANIES INC 10,060.			P	05/21/2010 7,433.	05/20/2013
13,843.		200	VIACOM INC-CL B 9,168.			P	01/04/2012 4,675.	05/20/2013
TOTAL GAIN (LOSS)							<u>83,716.</u>	

ATTACHMENT 1

FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPCSES</u>
BOOKKEEPING FOR INVESTMENTS PREPARATION OF FORM 990PF AND ATTORNEY GENERAL REPORT	3,046. 3,046.	3,046.		3,046.
TOTALS	<u>6,092.</u>	<u>3,046.</u>		<u>3,046.</u>

ATTACHMENT 2

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
INVESTMENT ADVISORY FEES	12,419.	12,419.
TOTALS	<u>12,419.</u>	<u>12,419.</u>

ATTACHMENT 3

FORM 990PF, PART I - OTHER EXPENSES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>CHARITABLE PURPOSES</u>
PUBLIC INSPECTION AD	130.	125.
FILING FEE	250.	250.
TOTALS	<u>380.</u>	<u>375.</u>

JANKLOW FOUNDATION
 EIN 13-3357111
 PART II LINE 10(b) - CORPORATE STOCKS
 Y/E 6/30/2013

<u>Quantity</u>	<u>Secutity</u>	<u>Book Value</u>	<u>Market Value</u>
1,050	ANADARKO PETROLEUM CORP	25,145	90,227
750	APACHE CORP	52,473	62,873
1,800	DELTA AIRLINES INC	33,878	33,678
450	DEVON ENERGY CORP	37,526	23,346
350	FEDEX CORP	27,098	34,503
650	INTERNATIONAL BUSINESS MACHINES CORP	656	124,222
1,150	J P MORGAN CHASE & CO	42,484	60,709
800	OCCIDENTAL PETROLEUM CORP	39,610	71,384
650	ORACLE CORP	13,066	19,962
900	THE TRAVELERS COMPANIES INC	45,271	71,928
800	VIACOM INC-CL B	36,671	54,424
10,434	INST. DIVERSIFIED ARBIT STRAT LTD	<u>1,043,484</u>	<u>2,036,962</u>
		<u>1,397,361</u>	<u>2,684,216</u>

ATTACHMENT 5FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

<u>DESCRIPTION</u>	<u>AMOUNT</u>
INCREASE IN UNREALIZED APPRECIATION	38,025.
TOTAL	<u>38,025.</u>

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

ATTACHMENT 6

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
MORTON I. JANKLOW 445 PARK AVENUE NEW YORK, NY 10022	TRUSTEE 2.00	0	0	0
LINDA LEROY JANKLOW 445 PARK AVENUE NEW YORK, NY 10022	TRUSTEE 2.00	0	0	0
ANGELA STEIN 445 PARK AVENUE NEW YORK, NY 10022	TRUSTEE 2.00	0	0	0
LUCAS JANKLOW 445 PARK AVENUE NEW YORK, NY 10022	TRUSTEE 2.00	0	0	0
GRAND TOTALS		<u>0</u>	<u>0</u>	<u>0</u>

FORM 990PF, PART XIII - DISTRIBUTION FROM CORPUS ELECTION

THE JANKLOW FOUNDATION HEREBY ELECTS TO TREAT \$333,461 OF THE QUALIFYING DISTRIBUTIONS OF THE FOUNDATION FOR THE FISCAL YEAR ENDING JUNE 30, 2013 AS MADE OUT OF CORPUS IN ACCORDANCE WITH REGULATION 53.4942 (A)-3(D) (2).

FOUNDATION MANAGER

DATED

JANKLOW FOUNDATION
 ID NO 13-3357111
 PART XV - GRANTS & CONTRIBUTIONS PAID
 Y/E 6/30/2013

All grants are for unrestricted charitable purposes

<u>PAYEE</u>	<u>ADDRESS</u>	<u>AMOUNT</u>
LIBRARY OF AMERICA	New York, NY	1,500
JEWISH CENTER OF THE HAMPTONS	Easthampton, NY	1,000
ALZHEIMER'S ASSOCIATION	Chicago, IL	100
SOUTHAMPTON TOWN PBA	Southampton, NY	50
AZUERO EARTH PROJECT	Easthampton, NY	250
MUSEUM OF THE MOVING IMAGE	New York, NY	15,000
THE AMERICAN THEATER WING	New York, NY	250
TEACHING MATTERS INC	New York, NY	600
THE ROTH JACKSON IDO CHARITABLE FUND	New York, NY	500
THE FUND FOR PARK AVENUE	New York, NY	200
EVERYONE READING	New York, NY	250
GOD'S LOVE WE DELIVER	New York, NY	500
THEATER HALL OF FAME	New York, NY	500
NEW YORK LANDMARK CONSERVANCY	New York, NY	250
BREAST CANCER RESEARCH FOUNDATION	New York, NY	1,100
JEWISH CENTER OF THE HAMPTONS	Easthampton, NY	150
MACULAR DEGENERATION RESEARCH	Clarksburg, MD	250
WILDLIFE RESCUE CENTER ON THE HAMPTONS	Hamptonbay, NY	250
WNET	New York, NY	5,000
NEW YORK CITY CENTER	New York, NY	500
COMMITTEE TO PROTECT JOURNALISTS	New York, NY	500
LIGHTHOUSE INTERNATIONAL	New York, NY	500
PHILLIPS ACADEMY	Andover, MA	5,000
THE MAYOR'S FUND	New York, NY	1,000
THE WAGON WHEEL SCHOOL	Los Angeles, CA	2,000
VENICE COMMUNITY HOUSING CORPORATION	Venice, CA	500
CHILD MIND INSTITUTE	New York, NY	1,000
ROBIN HOOD FOUNDATION	New York, NY	1,000
NEW YORK PUBLIC RADIO	New York, NY	1,200
THE MORGAN LIBRARY	New York, NY	2,000
AFRICAN ENVIRONMENTAL FILM FOUNDATION	CALIF	1,000
NEUE GALERIE	New York, NY	500
INNOCENCE PROJECT	New York, NY	250
THE DOE FUND	New York, NY	500
ALZHEIMER'S ASSOCIATION	Washington DC	200
PARTNERS IN MEDICINE	New York, NY	5,000
MEMORIAL SLOAN KETTERING CANCER CENTER	New York, NY	1,000
PHOENIX HOUSE	New York, NY	1,500
COLUMBIA LAW SCHOOL	New York, NY	300
VISITING NURSE SERVICE OF NY	New York, NY	2,500
THE NEW 42ND STREET	New York, NY	1,000
AMERICAN MUSEUM OF NATURAL HISTORY	New York, NY	1,750

JANKLOW FOUNDATION
 ID NO 13-3357111
 PART XV - GRANTS & CONTRIBUTIONS PAID
 Y/E 6/30/2013

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<u>PAYEE</u>	<u>ADDRESS</u>	<u>AMOUNT</u>
UJA FEDERATION OF NY	New York, NY	500
ROOSEVELT INSTITUTE	New York, NY	500
LINCOLN CENTER THEATER	New York, NY	500
ART / NEW YORK	New York, NY	250
LINCOLN CENTER THEATER	New York, NY	10,000
ARTS CONNECTION	New York, NY	10,000
MUSEUM OF THE MOVING IMAGE	New York, NY	10,000
NEW VISIONS FOR PUBLIC SCHOOLS	New York, NY	1,000
AMERICAN MUSEUM OF NATURAL HISTORY	New York, NY	115
SOUTHAMPTON TOWN POLICE	Southampton, NY	100
CENTRAL PARK CONSERVANCY	New York, NY	1,000
AUTISM SPEAKS	New York, NY	250
NATIONAL DANCE INSTITUTE	New York, NY	250
SECOND STAGE THEATRE	New York, NY	250
VINEYARD THEATRE	New York, NY	250
TURTLE CONSERVANCY	New York, NY	1,000
JEWISH CENTER OF THE HAMPTONS	Easthampton, NY	150
LINCOLN CENTER FOR THE PERFORMING ARTS	New York, NY	5,000
BAY STREET THEATER	Sag Harbor, NY	1,500
THE NATURE CONSERVANCY	Arlington, VA	250
NATIONAL PARKS OF NY	New York, NY	250
CONGREGATION EMANU-EL	New York, NY	500
MARTHA GRAHAM CTR FOR CONTEMPORARY DANCE	New York, NY	300
THE DRAWING CENTER	New York, NY	250
NEW YORK ACADEMY OF ART	New York, NY	250
THE RAPE FOUNDATION	Culver, CA	500
THE PLAYWRIGHTS REALM	New York, NY	250
SMITH COLLEGE - MUSEUM OF ART	Northampton, MA	250
INTERNATIONAL WOMEN'S HEALTH COALITION	New York, NY	500
COUNCIL ON FOREIGN RELATIONS	New York, NY	20,000
SERIOUS FUN CHILDREN'S NETWORK	Weston, CT	5,000
ASPCA	New York, NY	500
ALZHEIMER'S ASSOCIATION	Washington DC	200
THE ENDOMETRIOSIS FOUNDATION OF AMERICA	New York, NY	500
WORLD SCIENCE FESTIVAL	New York, NY	2,000
HARVARD WESTLAKE SCHOOL	Los Angeles, CA	15,000
CITY MEALS ON WHEELS	New York, NY	500
CUNY GRADUATE SCHOOL OF JOURNALISM	New York, NY	500
AMERICAN FRIENDS OF THE LUDWIG FOUNDATIO	New York, NY	200
NEW YORK FOUNDATION OF THE ARTS	New York, NY	350
FOUNDATION FOR CONTEMPORARY ARTS	New York, NY	250
INTERNATIONAL WOMEN'S HEALTH COALITION	New York, NY	250

JANKLOW FOUNDATION
 ID NO 13-3357111
 PART XV - GRANTS & CONTRIBUTIONS PAID
 Y/E 6/30/2013

All grants are for unrestricted charitable purposes

<u>PAYEE</u>	<u>ADDRESS</u>	<u>AMOUNT</u>
NEW YORK ACADEMY OF ART	New York, NY	350
CANCER RESEARCH INSTITUTE	New York, NY	300
THE BREAST CANCER RESEARCH FOUNDATION	New York, NY	1,000
METROPOLITAN MUSEUM OF ART	New York, NY	200
PHOENIX HOUSE	New York, NY	5,000
CREATIVE TIME	New York, NY	250
NORTHSIDE CENTER FOR CHILD DEVELOPMENT	New York, NY	500
ARTTABLE	New York, NY	500
THE 52ND STREET PROJECT	New York, NY	250
ST LUKE'S SCHOOL	New York, NY	1,000
WOMEN'S REFUGE	New York, NY	500
JAZZ AT LINCOLN CENTER	New York, NY	1,000
CONSERVATION INTERNATIONAL	Washington DC	3,000
SOUTHAMPTON VOLUNTEER AMBULANCE INC	Southampton, NY	500
PAGE 73 PRODUCTIONS	New York, NY	350
THE ACTORS FUND	New York, NY	250
JEWISH CENTER OF THE HAMPTONS	Easthampton, NY	1,000
NEW YORK HISTORICAL SOCIETY	New York, NY	125
FRESH AIR FUND	New York, NY	500
METROPOLITAN MUSEUM OF ART	New York, NY	2,500
YOUNG EISNER SCHOLARS	Inglewood, CA	2,000
SESAME WORKSHOP	New York, NY	1,000
CARNEGIE HALL SOCIETY INC	New York, NY	2,500
SOUTHAMPTON HOSPITAL	Southampton, NY	5,000
ARTS CONNECTION	New York, NY	25,000
AUDUBON	New York, NY	300
WILDLIFE CONSERVATION SOCIETY	Bronx, NY	200
MUSEUM OF THE MOVING IMAGE	LIC, NY	1,000
WNET	New York, NY	2,500
PHILLIPS ACADEMY	Andover, MA	10,000
COLUMBIA LAW SCHOOL	New York, NY	50,000
FRIENDS OF ST LUKE'S SCHOOL	New York, NY	2,500
ARTS CONNECTION	New York, NY	10,000
LINCOLN CENTER THEATER	New York, NY	40,000
THE FRICK COLLECTION	New York, NY	250
NEW YORK PUBLIC LIBRARY	New York, NY	6,000
NEW YORK RESTORATION PROJECT	New York, NY	250
CONGREGATION EMANU-EL	New York, NY	2,900
		<u>330,040</u>