Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2012

Open to Public Inspection

For calendar year 2012 or tax year beginning 07/01, **2012, and ending** 06/30, **20**13

Name of foundation: THE SAMUEL RUBIN FOUNDATION, INC.

A Employer identification number: 13-6164671

Number and street (or P O box number if mail is not delivered to street address): 777 UNITED NATIONS PLAZA

Room/suite: 10D

B Telephone number (see instructions): (212) 697-8945

City or town, state, and ZIP code: NEW YORK, NY 10017

C 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 change

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶ $ 11,609,544.

J Accounting method: [X] 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)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check ▶ [ ] if the foundation is **not** required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	312,571.	312,571.		ATCH 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	645,200.			
	b Gross sales price for all assets on line 6a 4,568,635.				
	7 Capital gain net income (from Part IV, line 2)		645,200.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 **Total.** Add lines 1 through 11	957,771.	957,771.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	25,000.	1,250.		23,750.
	14 Other employee salaries and wages	65,890.	9,884.		56,007.
	15 Pension plans, employee benefits	11,642.	582.		11,060.
	16a Legal fees (attach schedule)	128.	96.		32.
	b Accounting fees (attach schedule) ATCH 2	17,325.	12,994.		4,331.
	c Other professional fees (attach schedule) *	74,166.	74,166.		
	17 Interest				
	18 Taxes (attach schedule) (see instructions) ATCH 4	1,511.	626.		6,327.
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy	29,661.	9,788.		19,873.
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) ATCH 5	19,143.	5,037.		14,107.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	244,466.	114,423.		135,487.
	25 Contributions, gifts, grants paid	603,500.			603,500.
	26 **Total expenses and disbursements** Add lines 24 and 25	847,966.	114,423.	0	738,987.
	27 Subtract line 26 from line 12				
	a **Excess of revenue over expenses and disbursements**	109,805.			
	b **Net investment income** (if negative, enter -0-)		843,348.		
	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 (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
1	Cash - non-interest-bearing	16,348.	26,048.	26,048.
2	Savings and temporary cash investments	408,929.	470,194.	470,194.
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)**	2,719,193.	2,868,409.	2,838,379.
b	Investments - corporate stock (attach schedule) ATCH 7	7,369,809.	7,259,433.	8,267,244.
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 ▶ 22,565.			
	Less accumulated depreciation (attach schedule) ▶ 19,147.	3,418.	3,418.	3,418.
15	Other assets (describe ▶ ATCH 8)	4,261.	4,261.	4,261.
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	10,521,958.	10,631,763.	11,609,544.
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	
	Foundations that follow SFAS 117, check here ▶ [X] and complete lines 24 through 26 and lines 30 and 31.			
24	Unrestricted	10,521,958.	10,631,763.	
25	Temporarily restricted			
26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ [ ]			
27	Capital stock, trust principal, or current funds			
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)	10,521,958.	10,631,763.	
31	Total liabilities and net assets/fund balances (see instructions)	10,521,958.	10,631,763.	

Assets: lines 1–16; Liabilities: lines 17–23; Net Assets or Fund Balances: lines 24–31

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	10,521,958.
2	Enter amount from Part I, line 27a	2	109,805.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	10,631,763.
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	10,631,763.

**ATCH 6

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

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

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				
b				
c				
d				
e				

2 Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	645,200.
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	717,498.	11,172,899.	0.064218
2010	690,811.	11,538,029.	0.059873
2009	670,976.	11,440,085.	0.058651
2008	686,232.	10,797,701.	0.063554
2007	816,144.	13,644,504.	0.059815

2	**Total** of line 1, column (d)	2	0.306111
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	0.061222
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	11,440,145.
5	Multiply line 4 by line 3	5	700,389.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	8,433.
7	Add lines 5 and 6	7	708,822.
8	Enter qualifying distributions from Part XII, line 4	8	738,987.

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)

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ______________ (attach copy of letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☒ and enter 1% of Part I, line 27b	1	8,433.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	
3	Add lines 1 and 2	3	8,433.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	0
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	8,433.
6	Credits/Payments		
a	2012 estimated tax payments and 2011 overpayment credited to 2012 — 6a: 4,100.		
b	Exempt foreign organizations - tax withheld at source — 6b		
c	Tax paid with application for extension of time to file (Form 8868) — 6c		
d	Backup withholding erroneously withheld — 6d		
7	Total credits and payments Add lines 6a through 6d	7	4,100.
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	4,333.
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	
11	Enter the amount of line 10 to be **Credited to 2013 estimated tax** ▶ **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

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

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ SAMUELRUBINFOUNDATION.ORG

14 The books are in care of ▶ CORA WEISS Telephone no ▶ 212-697-8945
Located at ▶ 777 UNITED NATIONS PLAZA NEW YORK, NY ZIP+4 ▶ 10017

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

			Yes	No
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes," enter the name of the foreign country ▶			

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

	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ 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 ☒ 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 ☒ 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 ☒ 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 ☒ 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)*

			Yes	No
5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No			
	(4) Provide a grant to an organization other than a charitable, etc, organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No			
b	If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?	5b		
	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?	6b		X
	If "Yes" to 6b, file Form 8870			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No			
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	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 9		25,000.	4,810.	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
ATCH 10		65,890.	6,832.	0

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

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
ATCH 11		74,166.
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 NONE	
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	11,060,056.
b	Average of monthly cash balances	1b	546,625.
c	Fair market value of all other assets (see instructions)	1c	7,679.
d	**Total** (add lines 1a, b, and c)	1d	11,614,360.
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	11,614,360.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	174,215.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	11,440,145.
6	**Minimum investment return.** Enter 5% of line 5	6	572,007.

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	572,007.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	8,433.		
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	8,433.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	563,574.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	563,574.
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	563,574.

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	738,987.
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	738,987.
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	8,433.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	730,554.

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				563,574.
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 ... 159,938.				
b	From 2008 ... 149,708.				
c	From 2009 ... 101,849.				
d	From 2010 ... 127,131.				
e	From 2011 ... 166,217.				
f	**Total** of lines 3a through e	704,843.			
4	Qualifying distributions for 2012 from Part XII, line 4 ▶ $ 738,987.				
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)				
d	Applied to 2012 distributable amount				563,574.
e	Remaining amount distributed out of corpus	175,413.			
5	Excess distributions carryover applied to 2012 *(If an amount appears in column (d), the same amount must be shown in column (a).)*				
6	**Enter the net total of each column as indicated below:**				
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5	880,256.			
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)	159,938.			
9	**Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a	720,318.			
10	Analysis of line 9				
a	Excess from 2008 ... 149,708.				
b	Excess from 2009 ... 101,849.				
c	Excess from 2010 ... 127,131.				
d	Excess from 2011 ... 166,217.				
e	Excess from 2012 ... 175,413.				

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

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

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			
	(a) 2012	(b) 2011	(c) 2010	(d) 2009	(e) Total
2a 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))

N/A

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:

ATCH 12

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

ATCH 13

c Any submission deadlines:

1ST FRIDAY OF JANUARY, MAY AND SEPTEMBER

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

ATCH 14

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
ATCH 15				
Total . . . . ▶ 3a				603,500.
b *Approved for future payment*				
Total . . . . ▶ 3b				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	312,571.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	645,200.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				957,771.	

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 957,771.

(See worksheet in line 13 instructions to verify calculations.)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See instructions.)

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
	N/A		N/A

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

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship

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

CORA WEISS — 11/14/13 — PRESIDENT

Signature of officer or trustee — Date — Title

May the IRS discuss this return with the preparer shown below (see instructions)? ☒ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
MYLES SCHUMER	MYLES SCHUMER	11/11/2013		P01346926
Firm's name ▶ CORNICK, GARBER & SANDLER LLP			Firm's EIN ▶ 13-2620561	
Firm's address ▶ 825 THIRD AVENUE 4TH FL NEW YORK, NY 10022-9524			Phone no 212-557-3900	

JSA
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06E119 A070 11/11/2013 9:29:01 AM V 12-7F

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)	
		SHORT TERM GAINS - SEE ATTACHED SCHEDULE PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS
769,189.		672,406.					96,783.	
		LONG TERM GAINS - SEE ATTACHED SCHEDULE PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS
3,799,446.		3,251,029.					548,417.	
TOTAL GAIN(LOSS)							645,200.	

The Samuel Rubin Foundation, Inc.

FORM 990-PF - PART IV

CAPITAL GAINS AND LOSSES FOR TAX INVESTMENT INCOME

Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/(Loss)
Allscnpts Healthcare Solu Inc	3,250 00	4/12/2012	10/8/2012	45,029 69	52,399 10	(7,369 41)
Amazon Com Inc	90	11/28/2011	7/19/2012	19,948.06	17,244 17	2,703 89
Amazon Com Inc	50	3/6/2012	2/5/2013	13,255 56	8,968 51	4,287 05
Amazon Com Inc	140	11/8/2012	2/5/2013	37,115 56	31,944 46	5,171 10
AMC Networks Inc Cl A	470	12/13/2011	7/9/2012	18,534 22	16,843 86	1,690 36
AMC Networks Inc Cl A	460	12/13/2011	7/24/2012	19,757 15	16,485 48	3,271 67
Dıscover Fıncl Svcs	600	6/6/2012	4/16/2013	25,644 27	18,798 00	6,846 27
Flowserve Corp	410	10/14/2011	9/12/2012	54,089 76	34,259 31	19,830 45
Johnson & Johnson	160	11/23/2012	5/6/2013	13,561.83	11,083 17	2,478 66
Manpowergroup Inc	740	10/10/2012	2/14/2013	38,693 51	26,579 84	12,113 67
Mastercard Inc CL A	190	5/23/2012	12/14/2012	91,720 00	77,900 00	13,820 00
Moodys Corp	370	11/22/2011	9/17/2012	16,475 92	12,129 41	4,346 51
Norfolk Southern Corp	420	3/1/2012	1/23/2013	28,528 78	28,908 60	(379 82)
Novo Nordısk AS Vormals	640	11/13/2012	6/6/2013	104,600.47	99,832 06	4,768 41
Petroleo Brasıleıro SA Adr	2,160 00	7/26/2012	4/8/2013	38,422 94	40,744 30	(2,321 36)
Sıemens AG EUR Reg Ord	340	6/26/2012	8/8/2012	30,882 72	27,414 20	3,468 52
Sıemens AG EUR Reg Ord	480	6/26/2012	8/16/2012	43,895 01	38,702 40	5,192 61
Southwest Aırlınes	1,535 00	5/18/2012	4/29/2013	20,757 49	12,679 10	8,078 39
Waters Corp	520	12/14/2011	8/17/2012	39,133 54	37,175 27	1,958 27
Western UN Co	4,900 00	11/19/2012	3/5/2013	69,142 84	62,314 77	6,828 07
TOTAL SHORT TERM GAINS (LOSSES) [redacted]				**769,189.32**	**672,406.01**	**96,783.31**
Amadeus IT Holdıng SA	2,270 00	11/8/2011	11/14/2012	54,596 81	41,655 18	12,941 63
Amazon Com Inc	140	11/28/2011	2/5/2013	37,115 56	26,824 27	10,291 29
AMERICAN EXPRESS CO	930	6/23/2009	5/7/2013	65,299 97	21,103 47	44,196 50
Autodesk Inc Delaware	780	1/20/2009	12/3/2012	25,923 65	12,399 58	13,524 07
Autodesk Inc Delaware	610	1/20/2009	3/6/2013	24,296 67	9,697 11	14,599 56
Autodesk Inc Delaware	190	9/12/2011	3/6/2013	7,567 81	4,857 64	2,710 17
Carnıval CP New Paıred Com	1,990 00	3/23/2011	5/3/2013	69,627 94	77,507 71	(7,879 77)
Carnıval CP New Paıred Com	510	12/13/2011	5/3/2013	17,844 35	17,399 31	445 04
Dıscover Fıncl Svcs	1,770 00	5/18/2011	4/16/2013	75,650 58	44,800 82	30,849 76
Flowserve Corp	180	5/24/2011	9/12/2012	23,746 72	21,331 71	2,415 01
Google Inc-CL A	50	10/7/2008	10/25/2012	33,893 20	17,708 00	16,185 20
Google Inc-CL A	110	1/28/2010	10/25/2012	74,565 04	58,876 54	15,688 50
Google Inc-CL A	30	6/30/2010	5/16/2013	27,191 90	13,574 55	13,617 35
Monsanto Co/New	30	9/14/2009	1/14/2013	3,007 42	2,330 01	677 41
Monsanto Co/New	230	3/30/2010	1/14/2013	23,056 89	16,479.29	6,577 60
Monsanto Co/New	410	5/12/2010	1/14/2013	41,101 41	23,308 50	17,792 91
Monsanto Co/New	20	5/12/2010	6/5/2013	1,980 77	1,137 00	843 77
Monsanto Co/New	260	6/9/2010	6/5/2013	25,750 05	13,043 81	12,706 24
Moodys Corp	1,310 00	11/22/2011	2/12/2013	61,050 92	42,944 69	18,106 23
Nestle SA Cham ET Vevey	430	1/23/2008	4/11/2013	31,190 77	18,089 46	13,101 31
Nestle SA Cham ET Vevey	1,190 00	3/2/2009	4/11/2013	86,318 64	37,902 84	48,415 80
Norfolk Southern Corp	350	2/23/2011	1/23/2013	23,773 98	22,069 01	1,704 97
Qıagen NV Ord	440	3/1/2011	8/10/2012	7,595 14	9,013 71	(1,418 57)
Qıagen NV Ord	1,060 00	3/1/2011	12/20/2012	19,926 28	21,714 84	(1,788 56)
Qıagen NV Ord	920	12/13/2011	12/20/2012	17,294 50	12,982 40	4,312 10
Southwest Aırlınes	5,230 00	3/9/2009	1/23/2013	59,442 84	27,168 28	32,274 56
Southwest Aırlınes	855	3/9/2009	3/14/2013	10,607 40	4,441 47	6,165 93
Southwest Aırlınes	815	9/1/2010	3/14/2013	10,111 15	9,320 02	791 13
Southwest Aırlınes	215	9/1/2010	4/29/2013	2,907 40	2,458 65	448 75
Southwest Aırlınes	4,655 00	5/18/2012	5/28/2013	66,553 24	38,450 30	28,102 94
Telenor AS	2,770 00	3/18/2011	6/25/2013	54,167.23	44,314 45	9,852 78
Tıme Warner Inc New	2,120 00	5/25/2010	8/30/2012	87,830 05	62,403 69	25,426 36
Toyota Motor CP Adr New	120	6/16/2011	1/24/2013	11,472 12	9,533 48	1,938 64

The Samuel Rubin Foundation, Inc.

FORM 990-PF - PART IV

CAPITAL GAINS AND LOSSES FOR TAX INVESTMENT INCOME

Toyota Motor CP Adr New	460	6/16/2011	4/8/2013	49,396 86	36,545 03	12,851 83
Unilever Plc	448	10/22/2008	9/5/2012	16,149 14	9,902 73	6,246 41
Unilever Plc	1,092 00	3/2/2009	9/5/2012	39,363 53	20,363 29	19,000 24
Virgin Media Inc	3,650 00	11/29/2011	2/12/2013	167,554 97	81,095 34	86,459 63
U S Treasury Note 022817	284,000 00	2/27/2012	6/26/2013	304,633 45	313,997 50	(9,364 05)
U S TREASURY NOTES SER T-2015	2,580 00	12/6/2010	7/23/2012	266,898 20	256,294 47	10,603 73
U S TREASURY NOTES SER T-2015	2,260 00	12/6/2010	10/31/2012	232,699 77	224,506 01	8,193 76
U S TREASURY NOTES SER T-2015	3,480 00	12/6/2010	4/2/2013	357,609 67	345,699 52	11,910 15
U S TREASURY NOTES SER T-2015	7,620 00	12/6/2010	6/26/2013	777,445 74	756,962 74	20,483 00
GNMA/FNMA/FHLMC				70,590 76	75,167.08	(4,575 86)
Financial Services Fund	12,651 00		4/4/2013	84,635 19	117,612 47	(32,977 28)
Financial Services Fund	19,938 70		5/1/2013	135,325 94	127,840.87	7,485 07
Life Sciences Fund	8,151 00		5/8/2013	114,684 57	98,200 52	16,484 05
TOTAL LONG TERM GAINS (LOSSES)				**3,799,446.19**	**3,251,029.36**	**548,417.29**
				4,568,635.51	**3,923,435.37**	**645,200.60**

ATTACHMENT 1

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INTEREST INCOME	56,653.	56,653.
DIVIDEND INCOME	255,918.	255,918.
TOTAL	312,571.	312,571.

ATTACHMENT 2

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
ACCOUNTING FEES	17,325.	12,994.		4,331.
TOTALS	17,325.	12,994.		4,331.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
CUSTODIAL AND INVESTMENT FEES	74,166.	74,166.
TOTALS	74,166.	74,166.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
PAYROLL TAXES	6,953.	626.	6,327.
FEDERAL EXCISE TAX (REFUND)	-5,442.		
TOTALS	1,511.	626.	6,327.

ATTACHMENT 5

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
OFFICE EXPENSES	14,648.	3,662.	10,986.
INSURANCE	3,993.	998.	2,995.
CONSULTING FEES	502.	377.	126.
TOTALS	19,143.	5,037.	14,107.

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS

ATTACHMENT 6

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
U.S. TREASURY AND GOVERNMENT AGENCY OBLIGATIONS (SEE SCHEDULE ATTACHED)	2,719,193.	2,868,409.	2,838,379.
US OBLIGATIONS TOTAL	2,719,193.	2,868,409.	2,838,379.

ATTACHMENT 7

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
CORPORATE STOCK (SEE SCHEDULE ATTACHED)	3,138,001.	2,808,244.	3,460,886.
MUTUAL FUNDS (SEE SCHEDULE ATTACHED)	4,231,808.	4,451,189.	4,806,358.
TOTALS	7,369,809.	7,259,433.	8,267,244.

SAMUEL RUBIN FOUNDATION, INC.

SCHEDULE OF INVESTMENTS

AS AT JUNE 30, 2013

Description	Number of Shares or Face Amount	Cost	Market Value
Mutual Funds:			
Manning & Napier - Core Plus Bond	215,924	$ 2,183,887	$ 2,357,891
Manning & Napier - Emerging Markets	8,884	89,288	99,411
Manning & Napier - Financial Services		-	-
Manning & Napier - Global Fixed Income	35,524	354,880	339,969
Manning & Napier - High Yield Bond	45,407	460,841	484,944
Manning & Napier - Inflation Focus Equity	8,330	86,508	94,379
Manning & Napier - International Class S	39,273	346,660	346,385
Manning & Napier - Life Sciences	12,557	146,060	171,406
Manning & Napier - Real Estate Series	18,868	205,707	284,900
Manning & Napier - Small Cap Fund - Class A	23,934	286,661	277,155
Manning & Napier - Technology	16,302	136,202	199,214
Manning & Napier - World Opportunity - Class A	18,744	154,495	150,704
Total mutual funds		4,451,189	4,806,358
Common Stocks:			
ACCOR SA	1,360	$ 43,411	$ 47,792
ADECCO SA-REG	860	40,092	48,947
ALCOA INC	16,260	144,186	127,153
ALEXANDRIA REAL EST EQUITIES	250	14,940	16,430
APACHE CORP	360	33,704	30,179
AUTODESK INC	1,150	35,657	39,031
BAKER HUGHES INC	1,990	91,628	91,799
BECTON DICKINSON & CO	740	47,440	73,134
BIOMED REALTY TRUST INC	900	17,225	18,207
CATERPILLAR INC	1,050	87,339	86,615
CERNER CORP	1,020	41,006	98,012
CORPORATE OFFICE PROPERTIES	770	16,069	19,635
DIGITAL REALTY TR INC	290	16,454	17,690
DIRECTV GROUP INC	2,250	105,046	138,690
DUPONT FABROS TECHNOLOGY	850	18,963	20,528
ELECTRONIC ARTS	7,330	162,086	168,517
EMC CORP MASS	9,100	157,469	214,942
EOG RESOURCES INC	260	27,493	34,237
EXELON CORPORATION	1,810	56,097	55,893
GOOGLE INC-CL A	100	45,249	88,037
HESS CORP	4,470	219,511	297,210
JOHNSON & JOHNSON	1,060	73,426	91,012
JOY GLOBAL INC	800	45,524	38,824
JUNIPER NETWORKS INC	8,310	160,137	160,466
KRAFT FOODS GROUP INC	793	25,001	44,305
MCGRAW HILL INC	1,470	70,785	78,189
MODELEZ INTERNATIONAL INC	2,380	46,268	67,901
MONSANTO CO	860	43,145	84,968
PALL CORP	940	49,034	62,444
PEABODY ENERGY CORP	2,280	46,175	33,379
QIAGEN N V	1,980	27,940	39,422
QUALCOMM INC	1,430	69,594	87,359
RANGE RESOURCES CORP	680	40,047	52,578

(Continued)

SAMUEL RUBIN FOUNDATION, INC.

SCHEDULE OF INVESTMENTS

AS AT JUNE 30, 2013

	Description	Number of Shares or Face Amount		Cost		Market Value
Common Stocks:						
SCHLUMBERGER LTD		1,100	$	72,679	$	78,826
STARZ-LIBERTY CAPITAL		2,480		55,631		54,808
SYNGENTA AG-REG		140		45,273		54,689
TELENOR ASA		2,950		47,194		58,169
TIME WARNER INC		2,070		64,057		119,687
UNILEVER PLC-SPONSORED ADR		2,378		56,973		96,190
VERIFONE HOLDINGS INC		2,640		70,980		44,378
VIACON INC CL B		1,910		108,761		129,937
WALT DISNEY CO		2,160		38,303		136,404
WEATHERFORD INTERNATIONAL LTD		4,950		85,491		67,815
YUM! BRANDS INC		670		44,761		46,458
Total common stocks				2,808,244		3,460,886
Government Securities:						
GNMA PL#002671M--1	6.000% due 11/20/2028	$ 34,000 *	$	872 **	$	1,043
GNMA PL#002766M--2	6.000% due 06/20/2029	46,000		1,234		1,492
GNMA PL#002972M--4	7.500% due 09/20/2030	55,000		261		310
GNMA PL#591923X	6.000% due 03/15/2033	95,000		3,459		3,662
GNMA PL#608432X	5.500% due 05/15/2033	66,000		3,609		3,766
FHLMC PL#Q15899	4.500% due 02/01/2041	580,000		578,194		584,641
FHLMC PL#A95828	4.500% due 12/01/2040	110,000		92,562		93,490
FNMA PL#AE0984	4.500% due 02/01/2041	246,000		159,814		153,967
FEDERAL NATL MTG ASSN	2.375% due 01/13/2022	166,000		171,561		161,315
FEDERAL NATL MTG ASSN	3.000% due 04/01/2028	580,000		586,655		588,802
FEDERAL NATL MTG ASSN	5.375% due 06/12/2017	380,000		451,907		439,808
FED HOME LN MTG CORP	3.750% due 03/27/2019	295,000		313,057		324,276
FED HOME LN MTG CORP	6.250% due 07/15/2032	124,000		178,085		164,329
U S TREASURY NOTES	2.375% due 07/31/2017	302,000		327,139		317,478
Total Government Securities				2,868,409		2,838,379
Total Investments			$	10,127,842	$	11,105,623

* Represents original amount before return of principal

** Represents cost after return of principal

ATTACHMENT 8

FORM 990PF, PART II - OTHER ASSETS

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
SECURITY DEPOSITS	4,261.	4,261.	4,261.
TOTALS	4,261.	4,261.	4,261.

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

ATTACHMENT 9

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
CORA WEISS 777 UNITED NATIONS PLAZA 10D NEW YORK, NY 10017	PRESIDENT 40.00	25,000.	4,810.	0
PETER WEISS 777 UNITED NATIONS PLAZA 10D NEW YORK, NY 10017	CHAIRMAN & TREASURER 1.00	0	0	0
JUDY WEISS 777 UNITED NATIONS PLAZA 10D NEW YORK, NY 10017	DIRECTOR 1.00	0	0	0
TAMARA WEISS 777 UNITED NATIONS PLAZA 10D NEW YORK, NY 10017	DIRECTOR 1.00	0	0	0
DANIEL WEISS 777 UNITED NATIONS PLAZA 10D NEW YORK, NY 10017	DIRECTOR 1.00	0	0	0

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

ATTACHMENT 9 (CONT'D)

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
ALISON BERNSTEIN 777 UNITED NATIONS PLAZA 10D NEW YORK, NY 10017	DIRECTOR 1.00	0	0	0
	GRAND TOTALS	25,000.	4,810.	0

990PF, PART VIII - COMPENSATION OF THE FIVE HIGHEST PAID EMPLOYEES

ATTACHMENT 10

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
LAURANNE JONES 93 HAWTHORNE AVENUE BLOOMFIELD, NJ 07003	GRANTS ADMINISTRATOR 40.00	65,890.	6,832.	0
	TOTAL COMPENSATION	65,890.	6,832.	0

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALS

ATTACHMENT 11

NAME AND ADDRESS	TYPE OF SERVICE	COMPENSATION
MANNING & NAPPIER 1100 CHASE SQUARE ROCHESTER, NY 14604	INVESTMENT ADVISOR	74,166.
	TOTAL COMPENSATION	74,166.

ATTACHMENT 12

FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS

LAURANNE JONES
777 UNITED NATIONS PLAZA, #10D
NEW YORK, NY 10017
212-697-8945

990PF, PART XV - FORM AND CONTENTS OF SUBMITTED APPLICATIONS

A FULL STATEMENT AS TO THE PURPOSE OF THE REQUEST, INCLUDING A BUDGET AND A COPY OF THE TREASURY DEPARTMENT TAX EXEMPT DETERMINATION LETTER.

990PF, PART XV - RESTRICTIONS OR LIMITATIONS ON AWARDS

NO GRANTS TO INDIVIDUALS, FOR BUILDING FUNDS, ENDOWMENTS OR SCHOLARSHIPS.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 15

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
VARIOUS - SEE STATEMENT ATTACHED	NONE EXEMPT ORGANIZATIONS	PURSUIT OF PEACE AND JUSTICE AND THE SEARCH FOR AN EQUITABLE REALLOCATION OF THE WORLD'S RESOURCES THROUGH THE FULLEST IMPLEMENTATION OF SOCIAL, ECONOMIC, POLITICAL, CIVIL AND CULTURAL RIGHTS FOR ALL THE WORLD'S PEOPLE.	553,500.
TRANSNATIONAL INSTITUTE PO BOX 14656 1001 LD 1001 LD AMSTERDAM NETHERLANDS	NONE EXEMPT ORGANIZATION	PURSUIT OF INTERNATIONAL PEACE AND JUSTICE	50,000.
		TOTAL CONTRIBUTIONS PAID	603,500.

SAMUEL RUBIN FOUNDATION, INC.

SCHEDULE OF GRANTS PAID

FOR THE YEAR ENDED JUNE 30, 2013

Direct Grants Paid:

A.J. Muste Memorial Institute (for: Palestine-Israel Journal)	**$ 7,500**
Americans for Peace Now	**35,000**
Bikes Not Bombs	**5,000**
Center for Constitutional Rights	**55,000**
Center for International Policy (for: Arms and Security Project)	**7,500**
City University of New York Graduate Center (for: PassBlue.com)	**5,000**
Downtown Community Television Center	**100,000**
Edmund Burke School	**20,000**
Encounter Programs	**7,500**
Fair Food Standards Council	**10,000**
Filipino American Legal Defense & Educational Fund	**2,500**
Funds for Constitutional Government (for: Peace and Security Funders Group)	**2,500**
Global Kids	**30,000**
Global Policy Forum	**3,500**
Government Accountability Project	**3,500**
Grassroots International	**10,000**
Hampshire College (Trustees of)	**5,000**
Human Rights Watch (for: The Campaign to Stop Killer Robots)	**10,000**
Institute for Policy Studies	**15,000**
Institute for War and Peace Reporting	**5,000**
International Civil Society Action Network (for: The Global Network of Women Peacebuilders)	**10,000**
Lawyers Committee on Nuclear Policy	**52,000**
Legal Aid Bureau	**7,500**
Mediators Beyond Borders International	**10,000**
Michigan State University/African Studies Center	**5,000**
Muslim Consultative Network	**5,000**
National Peace Academy (for: International Institute on Peace Education)	**5,000**
New Israel Fund (for: Isha L'Isha Haifa Feminist Center)	**15,000**
New York Against Gun Violence Education Fund	**5,000**
Nonviolence Peaceforce	**15,000**
Parents Circle	**5,000**
Peace Action Fund of New York State	**5,000**
Progressive, Inc.	**3,500**
Provide (formerly, The Abortion Access Project)	**5,000**
Public Interest Projects (for : Legacies of War: Raising the Voices of The Forgotten)	**5,000**

SAMUEL RUBIN FOUNDATION, INC.

SCHEDULE OF GRANTS PAID

FOR THE YEAR ENDED JUNE 30, 2013

Direct Grants Paid (Continued):

San Francisco Film Society (for: Line in the Sand/documentary)	**$ 5,000**
Shomrey Mishpat Rabbis for Human Rights/North America	**5,000**
The Ciesla Foundation (for: The Rosenwald Schools/documentary)	**5,000**
The Proteus Fund (for: International Human Rights Funders Group)	**500**
Public Media (for: Children No More/documentary)	**15,000**
Public Media (for: The Ultimate Wish: Ending the Nuclear War/documentary)	**5,000**
Transnational Institute	**50,000**
Tri-Valley Communities Against a Radioactive Environment	**7,500**
Unitarian Fellowship for World Peace (for: International Network of Museums for Peace)	**10,000**
United Movement to End Child Soldiering	**3,000**
University of San Francisco (for: Witness to Guantanamo)	**5,000**
Total Grants Paid	**$ 603,500**

SCHEDULE D (Form 1041)

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

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

OMB No 1545-0092

2012

Name of estate or trust: THE SAMUEL RUBIN FOUNDATION, INC.

Employer identification number: 13-6164671

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

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

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

b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	96,783.
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	
4 Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2011 Capital Loss Carryover Worksheet	4	( )
5 **Net short-term gain or (loss).** Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back ▶	5	96,783.

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

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

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	548,417.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	
9 Capital gain distributions	9	
10 Gain from Form 4797, Part I	10	
11 Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2011 Capital Loss Carryover Worksheet	11	( )
12 **Net long-term gain or (loss).** Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back ▶	12	548,417.

Part III Summary of Parts I and II
Caution: *Read the instructions* ***before*** *completing this part.*

			(1) Beneficiaries' (see instr.)	(2) Estate's or trust's	(3) Total
13	**Net short-term gain or (loss)**	13			96,783.
14	**Net long-term gain or (loss):**				
a	Total for year	14a			548,417.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht.)	14b			
c	28% rate gain	14c			
15	**Total net gain or (loss).** Combine lines 13 and 14a ▶	15			645,200.

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

Part IV Capital Loss Limitation

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

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

Part V Tax Computation Using Maximum Capital Gains Rates

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

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

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

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

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

SCHEDULE D-1 (Form 1041)

Department of the Treasury Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.
▶ Information about Schedule D (Form 1041) and its separate instructions is at www.irs.gov/form1041.

OMB No 1545-0092

2012

Name of estate or trust: THE SAMUEL RUBIN FOUNDATION, INC.

Employer identification number: 13-6164671

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a SHORT TERM GAINS - SEE ATTACHED SCHEDULE	VARIOUS	VARIOUS	769,189.	672,406.	96,783.

1b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 1b . . . . 96,783.

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side	Employer identification number

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a LONG TERM GAINS - SEE ATTACHED SCHEDULE	VARIOUS	VARIOUS	3,799,446.	3,251,029.	548,417.

6b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 6b . . . . 548,417.

JSA

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