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Form 990-PF

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

OMB No 1545-0052

2012

Open to Public Inspection

Department of the Treasury Internal Revenue Service

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

For calendar year 2012, or tax year beginning 10-01-2012, and ending 09-30-2013

Name of foundation THE ROSENTHAL FUND CO CHARLES ROSENTHAL
A Employer identification number 13-3919545
B Telephone number (see instructions) (646) 536-5120
C If exemption application is pending, check here
G Check all that apply Initial return, Final return, Address change, etc.
H Check type of organization Section 501(c)(3) exempt private foundation
I Fair market value of all assets at end of year \$ 9,101,880
J Accounting method Cash

Table with 5 columns: (a) Revenue and expenses per books, (b) Net investment income, (c) Adjusted net income, (d) Disbursements for charitable purposes. Rows include Revenue (1-12) and Operating and Administrative Expenses (13-26), ending with Excess of revenue over expenses and disbursements (27).

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

Part II Balance Sheets		Beginning of year		End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1 Cash—non-interest-bearing	38,164	71,716	71,716	
	2 Savings and temporary cash investments	793,674	1,464,328	1,464,328	
	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 page 15 of the 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				
	10a Investments—U S and state government obligations (attach schedule)				
	b Investments—corporate stock (attach schedule)	3,745,834 <input type="checkbox"/>	4,739,469	7,565,836	
	c Investments—corporate bonds (attach schedule)	483,575 <input type="checkbox"/>	0	0	
	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)	5,061,247	6,275,513	9,101,880		
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 ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.				
	27 Capital stock, trust principal, or current funds	0	0		
	28 Paid-in or capital surplus, or land, bldg, and equipment fund	0	0		
	29 Retained earnings, accumulated income, endowment, or other funds	5,061,247	6,275,513		
30 Total net assets or fund balances (see page 17 of the instructions)	5,061,247	6,275,513			
31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	5,061,247	6,275,513			

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	5,061,247
2	Enter amount from Part I, line 27a	2	1,121,703
3	Other increases not included in line 2 (itemize) ▶ _____ <input type="checkbox"/>	3	92,563
4	Add lines 1, 2, and 3	4	6,275,513
5	Decreases not included in line 2 (itemize) ▶ _____	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	6,275,513

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 Additional Data Table			
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	See Additional Data Table			
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
a	See Additional Data Table			
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	189,455
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	

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 page 18 of 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	595,379	6,542,889	0.090996
2010	549,695	6,552,393	0.083892
2009	716,865	6,077,956	0.117945
2008	308,980	5,589,269	0.055281
2007	343,650	7,182,936	0.047843
2	Total of line 1, column (d).		2 0.395957
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 0.079191
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.		4 8,467,431
5	Multiply line 4 by line 3.		5 670,544
6	Enter 1% of net investment income (1% of Part I, line 27b).		6 3,569
7	Add lines 5 and 6.		7 674,113
8	Enter qualifying distributions from Part XII, line 4.		8 408,023

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 page 18 of the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	7,139
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	0
3	Add lines 1 and 2.	3	7,139
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	7,139
6	Credits/Payments		
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	4,192
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	10,100
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments Add lines 6a through 6d.	7	14,292
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8	4
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	7,149
11	Enter the amount of line 10 to be Credited to 2013 estimated tax ▶ 7,149 Refunded ▶	11	0

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?		No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>		No
c Did the foundation file Form 1120-POL for this year?		No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ \$ <u>0</u> (2) On foundation managers ▶ \$ <u>0</u>		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ \$ <u>0</u>		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>		No
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>		No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		No
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>		No
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?		No
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	Yes	
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? <i>If "No," attach explanation .</i>	Yes	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>		No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		No

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
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		No
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A	13	Yes	
14 The books are in care of WOLF MARYLES ASSOCIATES LLC Telephone no (646) 536-5120 Located at 220 EAST 42ND STREET SUITE 2201 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 <input type="checkbox"/>			<input type="checkbox"/>
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?	16		No

See instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country **N/A**

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a During the year did the foundation (either directly or indirectly)				
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
b If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/>	1b			
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			No
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))				
a At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years 20__ , 20__ , 20__ , 20__				
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 20__ , 20__ , 20__ , 20__				
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
b If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.</i>)	3b			
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a			No
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			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		

Total number of others receiving over \$50,000 for professional services. **0**

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 _____	
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 _____	
2 _____	
3 All other program-related investments. See page 24 of the instructions _____	

Total. Add lines 1 through 3. **0**

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	7,103,979
b	Average of monthly cash balances.	1b	1,310,315
c	Fair market value of all other assets (see instructions).	1c	182,083
d	Total (add lines 1a, b, and c).	1d	8,596,377
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	8,596,377
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	128,946
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	8,467,431
6	Minimum investment return. Enter 5% of line 5.	6	423,372

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	423,372
2a	Tax on investment income for 2012 from Part VI, line 5.	2a	7,139
b	Income tax for 2012 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	7,139
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	416,233
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	416,233
6	Deduction from distributable amount (see instructions).	6	0
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	416,233

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	408,023
b	Program-related investments—total from Part IX-B.	1b	0
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	408,023
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	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	408,023

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				416,233
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only.			0	
b Total for prior years 20__ , 20__ , 20__		0		
3 Excess distributions carryover, if any, to 2012				
a From 2007.				31,224
b From 2008.				35,431
c From 2009.				421,787
d From 2010.				226,381
e From 2011.				276,237
f Total of lines 3a through e.	991,060			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ <u>408,023</u>				
a Applied to 2011, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2012 distributable amount.				408,023
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2012 <i>(If an amount appears in column (d), the same amount must be shown in column (a).)</i>	8,210			8,210
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	982,850			
b Prior years' undistributed income Subtract line 4b from line 2b.		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions).	0			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions).	23,014			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	959,836			
10 Analysis of line 9				
a Excess from 2008.				35,431
b Excess from 2009.				421,787
c Excess from 2010.				226,381
d Excess from 2011.				276,237
e Excess from 2012.				

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

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 organization 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	
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 organization 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))

See Additional Data Table

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

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 of the person to whom applications should be addressed

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i> See Additional Data Table				
Total				3a 403,975
b <i>Approved for future payment</i>				
Total				3b 0

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... 1a(1) Cash... 1a(2) Other assets... 1b(1) Sales of assets... 1b(2) Purchases of assets... 1b(3) Rental of facilities... 1b(4) Reimbursement arrangements... 1b(5) Loans or loan guarantees... 1b(6) Performance of services... 1c Sharing of facilities...

Table with 4 columns: (a) Line No, (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements.

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... [] Yes [x] 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 or fiduciary) is based on all information of which preparer has any knowledge. Signature of officer or trustee: ***** Date: 2014-03-13 Title: *****

Paid Preparer Use Only Print/Type preparer's name: SHIMON WOLF Preparer's Signature: SHIMON WOLF Date: Check if self-employed: [x] PTIN: P00141512 Firm's name: WOLF MARYLES & ASSOCIATES LLC Firm's EIN: 11-3458820 Firm's address: 220 EAST 42ND ST SUITE 2201 NEW YORK, NY 10017 Phone no: (646) 536-5120

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
1,500 SHS PRAXAIR INC	P	2009-04-15	2012-10-12
300,000 SHS JEFFERIES GROUP INC SENIOR NT 5 875% 06/08/2014	P	2011-11-28	2012-10-17
200,000 SHS LEUCADIA NATL CORP SR NT 8 125% 09/15/2015	P	2010-06-23	2012-10-17
4,000 SHS POTASH CORP OF SASKATCHEWAN INC	P	2012-07-31	2012-10-17
CIL INTERCONTINENTAL HOTELS GROUP	P	2012-02-03	2012-10-31
1,000 SHS INMET MNG CORP COM	P	2011-03-04	2012-11-06
2,000 SHS INMET MNG CORP COM	P	2011-03-21	2012-11-06
2,000 SHS INMET MNG CORP COM	P	2012-06-27	2012-11-06
3,000 SHS INMET MINING CORP	P	2012-11-28	2013-01-10
2,000 SHS INTERCONTINENTAL HTL	P	2012-02-03	2013-03-01
CIL INTERCONTINENTAL HTL	P	2012-02-03	2013-03-01
500 SHS CRIMSON WINE GROUP	P	2003-08-26	2013-03-04
500,000 SHS INMET MNG CORP 8 750 JUN 01 20	P	2012-11-27	2013-03-22
487 SHS BROOKFIELD PROPERTY	P	2013-04-16	2013-04-18
87 SHS BROOKFIELD PROPERTY	P	2013-04-16	2013-04-29
500 SHS INTL BUSINESS MCHN	P	2010-10-19	2013-08-29
1,000 SHS OIL STS INTL INC	P	2013-05-09	2013-09-18
PROCEEDS ON WAMU	P	2013-08-19	2013-08-19

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
156,624		103,572	53,052
317,550		277,750	39,800
225,925		205,825	20,100
163,534		176,875	-13,341
16			16
57,081		57,081	0
114,162		114,162	0
114,162		77,105	37,057
218,860		227,718	-8,858
57,532		46,943	10,589
495			495
3,906		2,960	946
552,113		526,621	25,492
10,546		10,630	-84
1,865		1,899	-34
91,059		69,639	21,420
103,467		100,688	2,779
26			26

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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	
			53,052
			39,800
			20,100
			-13,341
			16
			0
			0
			37,057
			-8,858
			10,589
			495
			946
			25,492
			-84
			-34
			21,420
			2,779
			26

Form 990PF Part XV Line 1a - 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).

CHARLES ROSENTHAL
EVA ROSENTHAL

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CONGREGATION EMANU-EL OF THE CITY OF NY 1 EAST 65TH STREET NEW YORK, NY 10065			TO AID THE DONEE ORGANIZATION IN CARRYING OUT ITS EXEMPT FUNCTIONS	500
NEW VISIONS FOR PUBLIC SCHOOLS 320 WEST 13TH STREET NEW YORK, NY 10014			TO AID THE DONEE ORGANIZATION IN CARRYING OUT ITS EXEMPT FUNCTIONS	500
LADIES VILLAGE IMPROVEMENT SOCIETY INC OF E HAMPTON NY 95 MAIN STREET EAST HAMPTON, NY 11937			TO AID THE DONEE ORGANIZATION IN CARRYING OUT ITS EXEMPT FUNCTIONS	250
SAINT ANNS SCHOOL 129 PIERREPONT STREET BROOKLYN, NY 11201			TO AID THE DONEE ORGANIZATION IN CARRYING OUT ITS EXEMPT FUNCTIONS	10,000
FOOD BANK FOR NYC 39 BROADWAY 10 NEW YORK, NY 10006			TO AID THE DONEE ORGANIZATION IN CARRYING OUT ITS EXEMPT FUNCTIONS	10,000
CARNEGIE HALL CORP 881 7TH AVENUE NEW YORK, NY 10019			TO AID THE DONEE ORGANIZATION IN CARRYING OUT ITS EXEMPT FUNCTIONS	1,000
ACKERMAN INSTITUTE FOR THE FAMILY 936 BROADWAY NEW YORK, NY 10010			TO AID THE DONEE ORGANIZATION IN CARRYING OUT ITS EXEMPT FUNCTIONS	1,000
NATIONAL FOUNDATION FOR FACIAL RECONSTRUCTION 333 EAST 30TH STREET NEW YORK, NY 10016			TO AID THE DONEE ORGANIZATION IN CARRYING OUT ITS EXEMPT FUNCTIONS	1,000
NEW YORK RESTORATION PROJECT 254 WEST 31ST STREET NEW YORK, NY 10001			TO AID THE DONEE ORGANIZATION IN CARRYING OUT ITS EXEMPT FUNCTIONS	10,000
METROPOLITAN MUSEUM OF ART 1000 5TH AVENUE NEW YORK, NY 10028			TO AID THE DONEE ORGANIZATION IN CARRYING OUT ITS EXEMPT FUNCTIONS	200
WNET 825 EIGHTH AVENUE NEW YORK, NY 10019			TO AID THE DONEE ORGANIZATION IN CARRYING OUT ITS EXEMPT FUNCTIONS	1,000
VILLAGE PRESERVATION SOCIETY OF EAST HAMPTON 44 COSDREW LANE EAST HAMPTON, NY 11937			TO AID THE DONEE ORGANIZATION IN CARRYING OUT ITS EXEMPT FUNCTIONS	100
HUMANE SOCIETY OF NEW YORK 306 EAST 59TH STREET NEW YORK, NY 10022			TO AID THE DONEE ORGANIZATION IN CARRYING OUT ITS EXEMPT FUNCTIONS	1,000
ANIMAL MEDICAL CENTER 510 EAST 62ND STREET NEW YORK, NY 10065			TO AID THE DONEE ORGANIZATION IN CARRYING OUT ITS EXEMPT FUNCTIONS	500
DIGESTIVE DISEASE RESEARCH FOUNDATION 311 EAST 79TH STREET SUITE 2B NEW YORK, NY 10075			TO AID THE DONEE ORGANIZATION IN CARRYING OUT ITS EXEMPT FUNCTIONS	1,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
THE BREARLY SCHOOL 610 EAST 83RD STREET NEW YORK, NY 10028			TO AID THE DONEE ORGANIZATION IN CARRYING OUT ITS EXEMPT FUNCTIONS	20,000
GUILD HALL OF EAST HAMPTON 158 MAIN STREET EAST HAMPTON, NY 11937			TO AID THE DONEE ORGANIZATION IN CARRYING OUT ITS EXEMPT FUNCTIONS	100
THE CHILDREN'S AID SOCIETY 105 EAST 22ND STREET NEW YORK, NY 10010			TO AID THE DONEE ORGANIZATION IN CARRYING OUT ITS EXEMPT FUNCTIONS	1,000
BRYN MAWR COLLEGE 101 NORTH MERION AVENUE BRYN MAWR, PA 19010			TO AID THE DONEE ORGANIZATION IN CARRYING OUT ITS EXEMPT FUNCTIONS	10,000
WOMEN IN NEED INC 115 WEST 31ST STREET NEW YORK, NY 10001			TO AID THE DONEE ORGANIZATION IN CARRYING OUT ITS EXEMPT FUNCTIONS	500
BEST FRIENDS ANIMAL SOCIETY 5001 ANGEL CANYON ROAD KANAB, UT 84741			TO AID THE DONEE ORGANIZATION IN CARRYING OUT ITS EXEMPT FUNCTIONS	10,000
CHARLEYS FUND INC 635 MAIN STREET SUITE 3 GREAT BARRINGTON, MA 01230			TO AID THE DONEE ORGANIZATION IN CARRYING OUT ITS EXEMPT FUNCTIONS	10,000
ROUND TABLE OF CULTURAL SEMINARS LTD 45 EAST 78TH STREET NEW YORK, NY 10075			TO AID THE DONEE ORGANIZATION IN CARRYING OUT ITS EXEMPT FUNCTIONS	800
GUILD HALL OF EAST HAMPTON 158 MAIN STREET EAST HAMPTON, NY 11937			TO AID THE DONEE ORGANIZATION IN CARRYING OUT ITS EXEMPT FUNCTIONS	3,000
MOUNT SINAI CRYSTAL PARTY 1 GUSTAVE L LEVY PLACE NEW YORK, NY 10029			TO AID THE DONEE ORGANIZATION IN CARRYING OUT ITS EXEMPT FUNCTIONS	1,000
COLUMBIA UNIVERSITY RICHARD U LEVINE MD FUND 630 WEST 168TH STREET NEW YORK, NY 10032			TO AID THE DONEE ORGANIZATION IN CARRYING OUT ITS EXEMPT FUNCTIONS	15,000
KIDS OF NYU FOUNDATION INC 462 1ST AVENUE NEW YORK, NY 10016			TO AID THE DONEE ORGANIZATION IN CARRYING OUT ITS EXEMPT FUNCTIONS	5,000
FRIENDS OF MOSTLY MOZART 10 LINCOLN CENTER PLAZA NEW YORK, NY 10023			TO AID THE DONEE ORGANIZATION IN CARRYING OUT ITS EXEMPT FUNCTIONS	350
GUILD HALL OF EAST HAMPTON 158 MAIN STREET EAST HAMPTON, NY 11937			TO AID THE DONEE ORGANIZATION IN CARRYING OUT ITS EXEMPT FUNCTIONS	2,500
HENRY STREET SETTLEMENT 265 HENRY STREET NEW YORK, NY 10002			TO AID THE DONEE ORGANIZATION IN CARRYING OUT ITS EXEMPT FUNCTIONS	1,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
LENOX HILL HOSPITAL 100 EAST 77TH STREET NEW YORK, NY 10065			TO AID THE DONEE ORGANIZATION IN CARRYING OUT ITS EXEMPT FUNCTIONS	250
EAST HAMPTON DAY CARE CENTER 110 STEPHEN HANDS PATH EAST HAMPTON, NY 11937			TO AID THE DONEE ORGANIZATION IN CARRYING OUT ITS EXEMPT FUNCTIONS	1,000
JEWISH GUILD HEALTHCARE 15 WEST 65TH STREET NEW YORK, NY 10023			TO AID THE DONEE ORGANIZATION IN CARRYING OUT ITS EXEMPT FUNCTIONS	1,400
TEMPLE BETH EL 510 EAST 77TH STREET NEW YORK, NY 10001			TO AID THE DONEE ORGANIZATION IN CARRYING OUT ITS EXEMPT FUNCTIONS	750
CONGREGATION ADATH ISRAEL 115 HUNTINGTOWN ROAD NEWTOWN, CT 06470			TO AID THE DONEE ORGANIZATION IN CARRYING OUT ITS EXEMPT FUNCTIONS	500
DUKE UNIVERSITY DUKE UNIVERSITY DURHAM, NC 27708			TO AID THE DONEE ORGANIZATION IN CARRYING OUT ITS EXEMPT FUNCTIONS	250
PROJECT YESS 1011 1ST AVENUE NEW YORK, NY 10022			TO AID THE DONEE ORGANIZATION IN CARRYING OUT ITS EXEMPT FUNCTIONS	3,000
CARNEGIE HALL SOCIETY INC 881 7TH AVENUE NEW YORK, NY 10019			TO AID THE DONEE ORGANIZATION IN CARRYING OUT ITS EXEMPT FUNCTIONS	100,000
MARINE BIOLOGICAL LABORATORY 7 M B L STREET WOODS HOLE, MA 02543			TO AID THE DONEE ORGANIZATION IN CARRYING OUT ITS EXEMPT FUNCTIONS	50,000
SAINT ANNS SCHOOL 129 PIERREPONT STREET BROOKLYN, NY 11201			TO AID THE DONEE ORGANIZATION IN CARRYING OUT ITS EXEMPT FUNCTIONS	50,000
NEUE GALERIE NEW YORK 1048 5TH AVENUE NEW YORK, NY 10028			TO AID THE DONEE ORGANIZATION IN CARRYING OUT ITS EXEMPT FUNCTIONS	500
BRIDGEHAMPTON CHAMBER MUSIC ASSOCIATES INC 850 7TH AVENUE SUITE 700 NEW YORK, NY 10019			TO AID THE DONEE ORGANIZATION IN CARRYING OUT ITS EXEMPT FUNCTIONS	2,000
CONGREGATION EMANU-EL OF THE CITY OF NY 1 EAST 65TH STREET NEW YORK, NY 10065			TO AID THE DONEE ORGANIZATION IN CARRYING OUT ITS EXEMPT FUNCTIONS	2,860
ROUND TABLE OF CULTURAL SEMINARS LTD 45 EAST 78TH STREET NEW YORK, NY 10075			TO AID THE DONEE ORGANIZATION IN CARRYING OUT ITS EXEMPT FUNCTIONS	850
FRIENDS OF THE HIGH LINE 529 WEST 20TH STREET 8W NEW YORK, NY 10011			TO AID THE DONEE ORGANIZATION IN CARRYING OUT ITS EXEMPT FUNCTIONS	250

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ROOSEVELT INSTITUTE 570 LEXINGTON AVENUE NEW YORK, NY 10022			TO AID THE DONEE ORGANIZATION IN CARRYING OUT ITS EXEMPT FUNCTIONS	1,000
BROOKLYN FRIENDS SCHOOL ANNUAL FUND 375 PEARL STREET BROOKLYN, NY 11201			TO AID THE DONEE ORGANIZATION IN CARRYING OUT ITS EXEMPT FUNCTIONS	1,000
THEATER FOR A NEW AUDIENCE 154 CHRISTOPHER STREET 3D NEW YORK, NY 10014			TO AID THE DONEE ORGANIZATION IN CARRYING OUT ITS EXEMPT FUNCTIONS	250
MEMORIAL SLOANE KETTERING CANCER CENTER 1275 YORK AVENUE NEW YORK, NY 10065			TO AID THE DONEE ORGANIZATION IN CARRYING OUT ITS EXEMPT FUNCTIONS	1,000
ORCHESTRA OF ST LUKES SUPPORT CORPORATION 450 WEST 37TH STREET NEW YORK, NY 10018			TO AID THE DONEE ORGANIZATION IN CARRYING OUT ITS EXEMPT FUNCTIONS	1,500
THE ASSOCIATES OF THE JOHN CARTER BROWN LIBRARY 94 GEORGE STREET PROVIDENCE, RI 02906			TO AID THE DONEE ORGANIZATION IN CARRYING OUT ITS EXEMPT FUNCTIONS	100
CARNEGIE HALL SOCIETY INC 881 7TH AVENUE NEW YORK, NY 10019			TO AID THE DONEE ORGANIZATION IN CARRYING OUT ITS EXEMPT FUNCTIONS	50,000
BRIDGEHAMPTON CHAMBER MUSIC ASSOCIATES INC 850 7TH AVENUE SUITE 700 NEW YORK, NY 10019			TO AID THE DONEE ORGANIZATION IN CARRYING OUT ITS EXEMPT FUNCTIONS	500
ACKERMAN INSTITUTE FOR THE FAMILY 936 BROADWAY NEW YORK, NY 10010			TO AID THE DONEE ORGANIZATION IN CARRYING OUT ITS EXEMPT FUNCTIONS	2,000
RAMAPO FOR CHILDREN 49 WEST 38TH STREET NEW YORK, NY 10018			TO AID THE DONEE ORGANIZATION IN CARRYING OUT ITS EXEMPT FUNCTIONS	215
ALZHEIMERS DRUG DISCOVERY FOUNDATION 57 WEST 57TH STREET SUITE 904 NEW YORK, MA 10019			TO AID THE DONEE ORGANIZATION IN CARRYING OUT ITS EXEMPT FUNCTIONS	400
UNITED NEIGHBORHOOD HOUSES 70 WEST 36TH STREET NEW YORK, NY 10018			TO AID THE DONEE ORGANIZATION IN CARRYING OUT ITS EXEMPT FUNCTIONS	500
THE FUND FOR PARK AVENUE INC 445 PARK AVENUE SUITE 1000 NEW YORK, NY 10022			TO AID THE DONEE ORGANIZATION IN CARRYING OUT ITS EXEMPT FUNCTIONS	250
LEUKEMIA & LYMPHOMA SOCIETY INC 1311 MAMARONECK AVENUE SUITE 310 WHITE PLAINS, NY 10605			TO AID THE DONEE ORGANIZATION IN CARRYING OUT ITS EXEMPT FUNCTIONS	500
AUTISM SPEAKS 1 EAST 33RD STREET NEW YORK, NY 10016			TO AID THE DONEE ORGANIZATION IN CARRYING OUT ITS EXEMPT FUNCTIONS	100

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
HAND IN HAND PO BOX 80102 PORTLAND, OR 97280			TO AID THE DONEE ORGANIZATION IN CARRYING OUT ITS EXEMPT FUNCTIONS	250
CONGREGATION EMANU-EL OF THE CITY OF NY 1 EAST 65TH STREET NEW YORK, NY 10065			TO AID THE DONEE ORGANIZATION IN CARRYING OUT ITS EXEMPT FUNCTIONS	500
COLUMBIA UNIVERSITY RICHARD U LEVINE MD FUND 630 WEST 168TH STREET NEW YORK, NY 10032			TO AID THE DONEE ORGANIZATION IN CARRYING OUT ITS EXEMPT FUNCTIONS	10,000
NEW YORK PUBLIC RADIO 160 VARICK STREET NEW YORK, NY 10013			TO AID THE DONEE ORGANIZATION IN CARRYING OUT ITS EXEMPT FUNCTIONS	2,000
Total				403,975

TY 2012 Accounting Fees Schedule

Name: THE ROSENTHAL FUND CO CHARLES ROSENTHAL

EIN: 13-3919545

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PROFESSIONAL FEES	7,500	3,750		3,750

**TY 2012 Investments Corporate
Bonds Schedule**

Name: THE ROSENTHAL FUND CO CHARLES ROSENTHAL

EIN: 13-3919545

Name of Bond	End of Year Book Value	End of Year Fair Market Value
CORPORATE BONDS	0	0

**TY 2012 Investments Corporate
Stock Schedule****Name:** THE ROSENTHAL FUND CO CHARLES ROSENTHAL**EIN:** 13-3919545

Name of Stock	End of Year Book Value	End of Year Fair Market Value
MARKETABLE SECURITIES	4,739,469	7,565,836

TY 2012 Other Expenses Schedule

Name: THE ROSENTHAL FUND CO CHARLES ROSENTHAL

EIN: 13-3919545

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
NYS FILING FEE	250	0		250
BANK CHARGES	299	299		0
PUBLIC NOTICE AD	48	0		48

TY 2012 Other Increases Schedule

Name: THE ROSENTHAL FUND CO CHARLES ROSENTHAL

EIN: 13-3919545

Description	Amount
BASIS ADJUSTMENT TO MARKETABLE SECURITIES	92,563

TY 2012 Taxes Schedule

Name: THE ROSENTHAL FUND CO CHARLES ROSENTHAL

EIN: 13-3919545

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAX WITHHELD - FIRST MANHATTAN	4,875	4,875		0
EXCISE TAX	4,000	0		0