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

2013

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- Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

For calendar year 2013, or tax year beginning , 2013, and ending ,

CELE H. & WILLIAM B. RUBIN FAMILY FUND, INC
32 MONADNOCK ROAD, C/O ELLEN GORDON
WELLESLEY HILLS, MA 02481

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 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, column (c), line 16) J Accounting method Cash Accrual
 Other (specify) (Part I, column (d) must be on cash basis)

→ \$ 92,168,751.

A	Employer identification number 11-6026235
B	Telephone number (see the instructions) 781-235-4751
C	If exemption application is pending, check here ► <input type="checkbox"/>
D	1 Foreign organizations, check here ► <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation ► <input type="checkbox"/>
E	If private foundation status was terminated under section 507(b)(1)(A), check here ► <input type="checkbox"/>
F	If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► <input type="checkbox"/>

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 MARCH 2014 RECORDED MAR 27 2014	1 Contributions, gifts, grants, etc, received (att sch)	950,000.			
	2 Ck ► <input type="checkbox"/> if the foundn is not req to att Sch B				
	3 Interest on savings and temporary cash investments	403,785.	403,785.	N/A	
	4 Dividends and interest from securities	658,039.	658,039.		
	5 a Gross rents b Net rental income or (loss)				
	6 a Net gain/(loss) from sale of assets not on line 10 b Gross sales price for all assets on line 6a	8,929,732.			
	7 Capital gain net income (from Part IV, line 2)		8,929,732.		
	8 Net short-term capital gain				
	9 Income modifications				
	10 a Gross sales less returns and allowances b Less Cost of goods sold c Gross profit/(loss) (att sch)				
	11 Other income (attach schedule)	1132			
	SEE STATEMENT 1	1132	MAR 20 2014	RECEIVED	CSO
12 Total. Add lines 1 through 11	10,941,669.	9,991,556.	RS		
13 Compensation of officers, directors, trustees, etc.	10.				
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16 a Legal fees (attach schedule)	SEE ST 2	47,530.			
b Accounting fees (attach sch)	SEE ST 3	32,100.			
c Other prof fees (attach sch)	SEE ST 4	451,064.	451,064.		
17 Interest		7,410.	7,410.		
18 Taxes (attach schedule)(see instrs)	SEE STM 5	126,710.	12,893.		
19 Depreciation (attach sch) and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses (attach schedule)					
SEE STATEMENT 6	2,161.				
24 Total operating and administrative expenses. Add lines 13 through 23	666,975.	471,367.			
25 Contributions, gifts, grants paid PART XV	4,500,255.			4,500,255.	
26 Total expenses and disbursements. Add lines 24 and 25	5,167,230.	471,367.		4,500,255.	
27 Subtract line 26 from line 12: a Excess of revenue over expenses and disbursements	5,774,439.				
b Net investment income (if negative, enter -0-)		9,520,189.			
c Adjusted net income (if negative, enter -0-)					

Part II	Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
ASSETS	1 Cash – non-interest-bearing		153,024.	559,455.	559,455.
	2 Savings and temporary cash investments		2,418,922.	2,373,583.	2,373,580.
	3 Accounts receivable	►			
	Less allowance for doubtful accounts	►			
	4 Pledges receivable	►			
	Less allowance for doubtful accounts	►			
	5 Grants receivable				
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
	7 Other notes and loans receivable (attach sch)	►			
	Less allowance for doubtful accounts	►			
	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges		78,144.	125,900.	125,900.
	10a Investments – U S and state government obligations (attach schedule)				
	b Investments – corporate stock (attach schedule)		19,110,049.	23,413,765.	81,346,475.
	c Investments – corporate bonds (attach schedule)		5,459,735.	6,521,611.	7,763,341.
	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)		27,219,874.	32,994,314.	92,168,751.
LIABILITIES	17 Accounts payable and accrued expenses				
	18 Grants payable				
	19 Deferred revenue				
	20 Loans from officers, directors, trustees, & other disqualified persons				
	21 Mortgages and other notes payable (attach schedule)				
	22 Other liabilities (describe ►)				
NET FUND BALANCES	23 Total liabilities (add lines 17 through 22)		0.	0.	
	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.	►			
	24 Unrestricted				
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.	►			
ASSETS	27 Capital stock, trust principal, or current funds		27,219,874.	32,994,314.	
	28 Paid-in or capital surplus, or land, building, and equipment fund				
	29 Retained earnings, accumulated income, endowment, or other funds				
	30 Total net assets or fund balances (see instructions)		27,219,874.	32,994,314.	
	31 Total liabilities and net assets/fund balances (see instructions)		27,219,874.	32,994,314.	

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	27,219,874.
2 Enter amount from Part I, line 27a	2	5,774,439.
3 Other increases not included in line 2 (itemize) ►	3	
4 Add lines 1, 2, and 3	4	32,994,313.
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	32,994,313.

Part V Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shares MLC Company)		(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1 a SEE STATEMENT 7				
b				
c				
d				
e				
(e) Gross sales price		(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(i) Gains (Column (h)) gain minus column (k), but not less than -0- or Losses (from column (h))
(i) Fair Market Value as of 12/31/69		(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a				
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	8,929,732.
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	1,322,029.

Part VI Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

 Yes No

If 'Yes,' the foundation does not qualify under section 4940(e). Do not complete this part

1 Enter the appropriate amount in each column for each year, see the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2012	3,287,413.	67,699,252.	0.048559
2011	2,576,347.	68,237,023.	0.037756
2010	2,987,413.	61,959,457.	0.048216
2009	2,979,228.	51,533,890.	0.057811
2008	3,091,735.	59,235,573.	0.052194

2 Total of line 1, column (d)

2 0.244536

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 0.048907

4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5

4 86,388,166.

5 Multiply line 4 by line 3

5 4,224,986.

6 Enter 1% of net investment income (1% of Part I, line 27b)

6 95,202.

7 Add lines 5 and 6

7 4,320,188.

8 Enter qualifying distributions from Part XII, line 4

8 4,500,255.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions

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

1 a	Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter 'N/A' on line 1	
Date of ruling or determination letter (attach copy of letter if necessary – see instrs)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here. ► <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) 95,202.	
3	Add lines 1 and 2 0.	
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) 95,202.	
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0- 95,202.	
6 Credits/Payments		
a	2013 estimated tax pmts and 2012 overpayment credited to 2013 125,900.	
b	Exempt foreign organizations – tax withheld at source	
c	Tax paid with application for extension of time to file (Form 8868)	
d	Backup withholding erroneously withheld	
7	Total credits and payments Add lines 6a through 6d 125,900.	
8	Enter any penalty for underpayment of estimated tax Check here <input checked="" type="checkbox"/> if Form 2220 is attached	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed 0.	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid 30,698.	
11	Enter the amount of line 10 to be Credited to 2014 estimated tax ► 30,698.	Refunded

Part VII-A Statements Regarding Activities

1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? Yes No

b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?

If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities

c Did the foundation file **Form 1120-POL** for this year?

d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year

(1) On the foundation ► \$ 0. (2) On foundation managers ► \$ 0.

e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ 0.

2 Has the foundation engaged in any activities that have not previously been reported to the IRS?

If 'Yes,' attach a detailed description of the activities

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*

4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?

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?

If 'Yes,' attach the statement required by General Instruction T

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?

7 Did the foundation have at least \$5,000 in assets at any time during the year? *If 'Yes,' complete Part II, column (c), and Part XV*

8 a Enter the states to which the foundation reports or with which it is registered (see instructions) ►

NY MA

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*

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 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? *If 'Yes,' complete Part XIV*

10 Did any persons become substantial contributors during the tax year? *If 'Yes,' attach a schedule listing their names and addresses*

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)	11	X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If 'Yes,' attach statement (see instructions)	12	X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address	13	X
14	The books are in care of ► BRUCE S HYAMS CPA Located at ► 52 ELM STREET HUNTINGTON NY	Telephone no ► 631-421-5140 ZIP + 4 ► 11743	
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	N/A ► 15	N/A
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22 1. If 'Yes,' enter the name of the foreign country ►	16	Yes X No

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

	File Form 4720 if any item is checked in the 'Yes' column, unless an exception applies.	Yes	No
1 a	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(6)	Agree to pay money or property to a government official? (Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ►	1 b	N/A
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1 c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? If 'Yes,' list the years ► 20 __ , 20 __ , 20 __ , 20 __	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer 'No' and attach statement — see instructions)	2 b	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20 __ , 20 __ , 20 __ , 20 __		
3 a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If 'Yes,' did it have excess business holdings in 2013 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 2013)	3 b	N/A
4 a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4 b	X

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

5 a During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

 Yes No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

 Yes No
 Yes No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

(4) Provide a grant to an organization other than a charitable, etc, organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)

 Yes No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

 Yes No

b If any answer is 'Yes' to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?

5 b N/A

Organizations relying on a current notice regarding disaster assistance check here ►

c If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A Yes No

If 'Yes,' attach the statement required by Regulations section 53 4945-5(d)

6 a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

 Yes No

6 b X

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

If 'Yes' to 6b, file Form 8870

7 a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

 Yes No

b If 'Yes,' did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7 b

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ELLEN R. GORDON 32 MONADNOCK ROAD WELLESLEY HILLS, MA 02481	PRESIDENT 0	0.	0.	0.
MELVIN J. GORDON 32 MONADNOCK ROAD WELLESLEY HILLS, MA 02481	VICE PRESIDE 0	0.	0.	0.

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE NONE NONE, MA 02481	NONE 0	0.	0.	0.

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

0

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter 'NONE.'

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
FIRST MANHATTAN CO. 42 BROADWAY NEW YORK, NY 10004	INVESTMENT ADVISORY	412,438.
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	THE FOUNDATION HAS NO DIRECT CONDUCT OF CHARITABLE ACTIVITIES, RATHER IT IS A NON OPERATING PRIVATE FOUNDATION	
2		
3		
4		

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2		Amount
1	N/A	
2		
3		
Total. Add lines 1 through 3		0.

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

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

1 e	0.
2	0.
3	87,703,722.
4	1,315,556.
5	86,388,166.
6	4,319,408.

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
- 2 a** Tax on investment income for 2013 from Part VI, line 5
- b Income tax for 2013 (This does not include the tax from Part VI)
- c Add lines 2a and 2b
- 3 Distributable amount before adjustments Subtract line 2c from line 1
- 4 Recoveries of amounts treated as qualifying distributions
- 5 Add lines 3 and 4
- 6 Deduction from distributable amount (see instructions)
- 7 Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1

1	4,319,408.
2 a	95,202.
2 b	
2 c	95,202.
3	4,224,206.
4	
5	4,224,206.
6	
7	4,224,206.

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
 - b Program-related investments – total from Part IX-B
- 2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes
- 3 Amounts set aside for specific charitable projects that satisfy the
 - a Suitability test (prior IRS approval required)
 - b Cash distribution test (attach the required schedule)
- 4 Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4
- 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)
- 6 Adjusted qualifying distributions.** Subtract line 5 from line 4

1 a	4,500,255.
1 b	
2	
3 a	
3 b	
4	4,500,255.
5	95,202.
6	4,405,053.

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 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				4,224,206.
2 Undistributed income, if any, as of the end of 2013			3,267,690.	
a Enter amount for 2012 only		0.		
b Total for prior years 20 20 20				
3 Excess distributions carryover, if any, to 2013				
a From 2008				
b From 2009				
c From 2010				
d From 2011				
e From 2012				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2013 from Part XII, line 4 ► \$ 4,500,255.			3,267,690.	
a Applied to 2012, but not more than line 2a		0.		
b Applied to undistributed income of prior years (Election required – see instructions)				
c Treated as distributions out of corpus (Election required – see instructions)	0.			
d Applied to 2013 distributable amount				1,232,565.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
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 2012 Subtract line 4a from line 2a Taxable amount – see instructions		0.		
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				2,991,641.
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 2008 not applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012				
e Excess from 2013				

BAA

Form 990-PF (2013)

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

N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, enter the date of the ruling	►			
b Check box to indicate whether the foundation is a private operating foundation described in section	<input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)			
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed				
b 85% of line 2a				
c Qualifying distributions from Part XII, line 4 for each year listed				
d Amounts included in line 2c not used directly for active conduct of exempt activities				
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c				
3 Complete 3a, b, or c for the alternative test relied upon				
a 'Assets' alternative test – enter				
(1) Value of all assets				
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)				
b 'Endowment' alternative test – enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed				
c 'Support' alternative test – enter				
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)				
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)				
(3) Largest amount of support from an exempt organization				
(4) Gross investment income				

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

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

NONE

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

NONE

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

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

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

SEE STATEMENT 9

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

SEE STATEMENT FOR LINE 2A

c Any submission deadlines

SEE STATEMENT FOR LINE 2A

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

SEE STATEMENT FOR LINE 2A

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 ATTACHED SCHEDULE			CHARITABLE	4,500,255.
Total				► 3a 4,500,255.
b <i>Approved for future payment</i>				
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) Exclu- sion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	403,785.	
4 Dividends and interest from securities			14	658,039.	
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				113.	
8 Gain or (loss) from sales of assets other than inventory					8,929,732.
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)				1,061,937.	8,929,732.
13 Total. Add line 12, columns (b), (d), and (e)					9,991,669.

(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)
1	NOT APPLICABLE

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	1 a (1)	X
(2) Other assets	1 a (2)	X
b Other transactions		
(1) Sales of assets to a noncharitable exempt organization	1 b (1)	X
(2) Purchases of assets from a noncharitable exempt organization	1 b (2)	X
(3) Rental of facilities, equipment, or other assets	1 b (3)	X
(4) Reimbursement arrangements	1 b (4)	X
(5) Loans or loan guarantees	1 b (5)	X
(6) Performance of services or membership or fundraising solicitations	1 b (6)	X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1 c	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			

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
N/A		

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.

Sign
Here

X Ellen B. Gordon
Signature of officer or trustee

3/8/14

PRESIDENT

May the IRS discuss this return with the preparer shown below (see instructions)?

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	BRUCE S HYAMS, CPA	BRUCE S HYAMS CPA	3/3/14		P00221463
	Firm's name ► RASKIN & RASKIN CPAS PC	Firm's EIN ► 11-3235413			
Firm's address ► 52 ELM ST HUNTINGTON, NY 11743-3489				Phone no (631) 421-5140	

BAA

Schedule B
(Form 990, 990-EZ,
or 990-PF)

Department of the Treasury
Internal Revenue Service

OMB No. 1545-0047

Schedule of Contributors

► Attach to Form 990, Form 990-EZ, or Form 990-PF
► Information about Schedule B (Form 990, 990-EZ, 990-PF) and its instructions is at www.irs.gov/form990.

2013

Name of the organization

CELE H. & WILLIAM B. RUBIN FAMILY FUND, INC

Employer identification number
11-6026235

Organization type (check one)

Filers of:

Form 990 or 990-EZ

Section:

501(c)() (enter number) organization
 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
 527 political organization

Form 990-PF

501(c)(3) exempt private foundation
 4947(a)(1) nonexempt charitable trust treated as a private foundation
 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions

General Rule

For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor (Complete Parts I and II)

Special Rules

For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33-1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II

For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals Complete Parts I, II, and III

For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc, purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc, purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc, contributions of \$5,000 or more during the year

► \$ _____

Caution: An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF) but it **must** answer 'No' on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

BAA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF.

Schedule B (Form 990, 990-EZ, or 990-PF) (2013)

Name of organization

CELE H. & WILLIAM B. RUBIN FAMILY FUND, INC

Employer identification number

11-6026235

Part I **Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed

(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	TOOTSIE ROLL INDUSTRIES, INC. 7401 SOUTH CICERO AVENUE CHICAGO, IL 60629	\$ 450,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>
			(Complete Part II for noncash contributions)
2	MELVIN J. GORDON 32 MONADNOCK ROAD WELLESLEY HILLS, MA 02481	\$ 250,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>
			(Complete Part II for noncash contributions)
3	ELLEN GORDON 32 MONADNOCK ROAD WELLESLEY HILLS, MA 02481	\$ 250,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>
			(Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>
			(Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>
			(Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>
			(Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>
			(Complete Part II for noncash contributions)

Name of organization

Employer identification number

CELE H. & WILLIAM B. RUBIN FAMILY FUND, INC.

11-6026235

Part II Noncash Property (see instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
	N/A	\$	
		\$	
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	

BAA

Schedule B (Form 990, 990-EZ, or 990-PF) (2013)

Name of organization

CELE H. & WILLIAM B. RUBIN FAMILY FUND, INC.

Employer identification number

Employer identification
11-6026235

Part III Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8) or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following questions.

For organizations completing Part III, enter total of exclusively religious, charitable, etc.

For organizations completing Part III, enter total of *exclusively* religious, charitable, etc., contributions of **\$1,000 or less** for the year. (Enter this information once. See instructions.) Use duplicate copies of Part III if additional space is needed.

Use duplicate copies of Part III if additional space is needed

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CELE H.& WILLIAM B.RUBIN FAMILY FUND,INC

11-6026235

2/23/14

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STATEMENT 1
FORM 990-PF, PART I, LINE 11
OTHER INCOME

	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
OTHER INVESTMENT INCOME			
TOTAL	\$ 113.	\$ 0.	\$ 0.

STATEMENT 2
FORM 990-PF, PART I, LINE 16A
LEGAL FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES PAID				
TOTAL	\$ 47,530.	\$ 0.	\$ 0.	\$ 0.

STATEMENT 3
FORM 990-PF, PART I, LINE 16B
ACCOUNTING FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES				
TAX RETURNS PREPARATION	\$ 26,700. 5,400.	\$ 0.	\$ 0.	\$ 0.

STATEMENT 4
FORM 990-PF, PART I, LINE 16C
OTHER PROFESSIONAL FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BIRCH HILL FEES INVESTMENT FEES	\$ 15,004.	\$ 15,004.		
FIRST MANHATTAN CO. INVESTMENT FEES	412,438.	412,438.		
GENEVA INVESTMENT FEES	23,212.	23,212.		
MERRILL LYNCH FEES	410.	410.		
TOTAL	\$ 451,064.	\$ 451,064.		

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CELE H.& WILLIAM B.RUBIN FAMILY FUND,INC

11-6026235

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STATEMENT 5
FORM 990-PF, PART I, LINE 18
TAXES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL EXCISE TAX	\$ 113,817.			
FOREIGN TAXES WITHHELD ON INVESTMENTS	12,893.	\$ 12,893.		
TOTAL	\$ 126,710.	\$ 12,893.		\$ 0.

STATEMENT 6
FORM 990-PF, PART I, LINE 23
OTHER EXPENSES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ANNUAL PUBLIC NOTICE	\$ 135.			
CUSTODIAL AND OTHER CHARGES	26.			
FILING FEES COMMONWEALTH OF MASS	500.			
NYS DEPARTMENT OF LAW FILING FEES	1,500.			
TOTAL	\$ 2,161.	\$ 0.		\$ 0.

STATEMENT 7
FORM 990-PF, PART IV, LINE 1
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(A) DESCRIPTION	(B) HOW ACQUIRED	(C) DATE ACQUIRED	(D) DATE SOLD
1	89,000.00 TOOTSIEROLL IND B	PURCHASED	12/31/1994	3/04/2013
2	131,285.00 TOOTSIEROLLIND A.	PURCHASED	5/27/1969	3/04/2013
3	15,000.00 MOSAIC CO NEW COM	PURCHASED	5/04/2012	2/04/2013
4	5,500.00 CRIMSON WINE GROUP	PURCHASED	3/01/2013	3/04/2013
5	22,979.00 RUTHS HOSPITALITY GROUP	PURCHASED	3/10/2011	3/05/2013
6	3,300.00 PRESTIGE BRANDS HOLDINGS INC	PURCHASED	4/07/2006	3/08/2013
7	2,700.00 PRESTIGE BRANDS HOLDINGS INC	PURCHASED	4/12/2006	3/08/2013
8	2,439.00 BROOKFIELD PPTY PARTNERS LP	PURCHASED	4/18/2013	5/02/2013
9	4,621.00 RUTHS HOSPITALITY GROUP	PURCHASED	3/10/2011	5/02/2013
10	4,500.00 RUTHS HOSPITALITY GROUP	PURCHASED	4/05/2011	5/02/2013
11	7,479.00 RUTHS HOSPITALITY GROUP	PURCHASED	5/16/2011	5/02/2013
12	17,521.00 RUTHS HOSPITALITY GROUP	PURCHASED	5/16/2011	5/03/2013
13	42,900.00 RUTHS HOSPITALITY GROUP	PURCHASED	5/20/2011	5/03/2013
14	10,000.00 RUTHS HOSPITALITY GROUP	PURCHASED	7/02/2012	5/03/2013
15	779 RUTHS HOSPITALITY GROUP	PURCHASED	7/03/2012	5/03/2013
16	14,221.00 RUTHS HOSPITALITY GROUP	PURCHASED	7/03/2012	5/08/2013
17	20,000.00 FIRSTCITYFIN-COM	PURCHASED	12/01/1997	5/20/2013
18	5,200.00 FIRSTCITYFIN-COM	PURCHASED	9/10/1998	5/20/2013
19	5,000.00 FIRSTCITYFIN-COM	PURCHASED	11/13/1998	5/20/2013
20	5,800.00 FIRSTCITYFIN-COM	PURCHASED	6/06/2001	5/20/2013
21	9,600.00 FIRSTCITYFIN-COM	PURCHASED	9/04/2001	5/20/2013
22	4,400.00 FIRSTCITYFIN-COM	PURCHASED	4/04/2007	5/20/2013
23	2,500.00 FIRSTCITYFIN-COM	PURCHASED	2/01/2008	5/20/2013
24	7,500.00 FIRSTCITYFIN-COM	PURCHASED	10/28/2009	5/20/2013

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CELE H.& WILLIAM B.RUBIN FAMILY FUND,INC

11-6026235

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STATEMENT 7 (CONTINUED)
FORM 990-PF, PART IV, LINE 1
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(A) DESCRIPTION	(B) HOW ACQUIRED	(C) DATE ACQUIRED	(D) DATE SOLD
25	65,000.00 FIRSTCITYFIN-COM	PURCHASED	1/04/2013	5/20/2013
26	10,000.00 PRESTIGE BRANDS HOLDINGS INC	PURCHASED	4/12/2006	5/22/2013
27	57,500.00 DREAM UNLIMITED CORP COM CL A	PURCHASED	6/10/2013	6/19/2013
28	5,000.00 THOR IND. INC.	PURCHASED	4/30/2013	8/02/2013
29	15,000.00 THOR IND. INC.	PURCHASED	4/30/2013	8/08/2013
30	350,000.00 LEUCADIA NATL CORP NOTE 8.15.13	PURCHASED	3/15/2012	8/15/2013
31	110,000.00 LEUCADIA NATL CORP NOTE 8.15.13	PURCHASED	6/05/2012	8/15/2013
32	3,500.00 EINSTEIN NOAH RESTAURANT	PURCHASED	3/05/2013	8/30/2013
33	5,375.00 EINSTEIN NOAH RESTAURANT	PURCHASED	5/09/2013	8/30/2013
34	4,625.00 EINSTEIN NOAH RESTAURANT	PURCHASED	5/09/2013	9/03/2013
35	2,575.00 EINSTEIN NOAH RESTAURANT	PURCHASED	5/14/2013	9/03/2013
36	2,000.00 EINSTEIN NOAH RESTAURANT	PURCHASED	5/21/2013	9/03/2013
37	500 EINSTEIN NOAH RESTAURANT	PURCHASED	6/28/2013	9/03/2013
38	2,439.50 BROOKFIELD PPTY PARTNERS LP	PURCHASED	10/15/2013	10/17/2013
39	500 PRESTIGE BRANDS HOLDINGS INC	PURCHASED	4/12/2006	10/23/2013
40	2,800.00 PRESTIGE BRANDS HOLDINGS INC	PURCHASED	4/12/2006	11/14/2013
41	2,200.00 PRESTIGE BRANDS HOLDINGS INC	PURCHASED	5/16/2006	11/14/2013
42	4,500.00 PRESTIGE BRANDS HOLDINGS INC	PURCHASED	5/16/2006	11/14/2013
43	400 ALLISON TRANSMISSION HLDNGS INC	PURCHASED	9/06/2012	11/14/2013
44	9,600.00 ALLISON TRANSMISSION HLDNGS INC	PURCHASED	9/10/2012	11/14/2013
45	400 ALLISON TRANSMISSION HLDNGS INC	PURCHASED	9/10/2012	12/09/2013
46	3,800.00 ALLISON TRANSMISSION HLDNGS INC	PURCHASED	9/14/2012	12/09/2013
47	13,300.00 ALLISON TRANSMISSION HLDNGS INC	PURCHASED	10/18/2012	12/09/2013
48	250,000.00 PRESTIGE BRANDS INC 8.250% 04/01/18	PURCHASED		
49	570 SUNOCO LOGISTICS	PURCHASED	11/23/2011	12/17/2013
50	500 GRIFOLS SA NEW ADR	PURCHASED	5/03/2013	5/16/2013
51	645 DIGITAL REALTY TRUST INC	PURCHASED	5/06/2013	5/20/2013
52	745 SIRONA DENTAL	PURCHASED	5/03/2013	5/21/2013
53	740 GRIFOLS SA NEW ADR	PURCHASED	5/03/2013	5/22/2013
54	120 NOVO-NORDISK A	PURCHASED	5/03/2013	5/22/2013
55	1,665.00 VODAFONE	PURCHASED	5/06/2013	6/03/2013
56	1,045.00 BROOKFILED ASSET MGNT F	PURCHASED	5/03/2013	6/05/2013
57	575 VIPSHOP HLDNG	PURCHASED	5/22/2013	6/05/2013
58	1,195.00 IRON MOUNTAIN	PURCHASED	5/06/2013	6/13/2013
59	315 NOVO-NORDISK A	PURCHASED	5/03/2013	6/20/2013
60	1,455.00 APOLLO GLOBAL	PURCHASED	5/17/2013	6/21/2013
61	405 APOLLO GLOBAL	PURCHASED	5/22/2013	6/21/2013
62	1,675.00 MACQUARIE INFRA.	PURCHASED	5/06/2013	6/21/2013
63	635 ENTERPRISE PARTNERS	PURCHASED	5/06/2013	6/21/2013
64	1,365.00 MAGELLAN MIDSTREAM PARTNER	PURCHASED	5/06/2013	6/21/2013
65	1,240.00 PLAINS ALL AMERICAN LP	PURCHASED	5/06/2013	6/21/2013
66	620 AMERICA TOWER CORP	PURCHASED	5/06/2013	7/12/2013
67	185 HDFC BANK LTD	PURCHASED	5/03/2013	7/12/2013
68	270 MERCADOLIBRE INC	PURCHASED	5/03/2013	7/19/2013
69	480 MINDRAY MED INTL	PURCHASED	5/03/2013	7/19/2013
70	775 HDFC BANK LTD	PURCHASED	5/03/2013	7/29/2013
71	370 SYNGENTA AG ADR	PURCHASED	5/03/2013	7/29/2013
72	490 ENSCO PLC CL A	PURCHASED	5/03/2013	7/29/2013
73	500 ENSCO PLC CL A	PURCHASED	5/06/2013	8/08/2013
74	1,650.00 BROOKFILED ASSET MGNT F	PURCHASED	5/03/2013	8/09/2013
75	1,920.00 INTERXION HOLDING NV	PURCHASED	5/03/2013	8/09/2013
76	380 HDFC BANK LTD	PURCHASED	5/03/2013	8/12/2013
77	1,950.00 INTERXION HOLDING NV	PURCHASED	5/03/2013	8/13/2013
78	1,215.00 HDFC BANK LTD	PURCHASED	5/03/2013	8/26/2013
79	525 ENSCO PLC CL A	PURCHASED	5/06/2013	8/29/2013

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CELE H.& WILLIAM B.RUBIN FAMILY FUND,INC

11-6026235

2/23/14

05 55AM

STATEMENT 7 (CONTINUED)
FORM 990-PF, PART IV, LINE 1
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(A) DESCRIPTION	(B) HOW ACQUIRED	(C) DATE ACQUIRED	(D) DATE SOLD
80	100 DIAGEO PLC NEW	PURCHASED	5/06/2013	9/13/2013
81	1,490.00 CONAGRA FOODS INC	PURCHASED	5/06/2013	9/16/2013
82	280 WILLIAMS SONOMA	PURCHASED	5/06/2013	9/23/2013
83	1,210.00 FLEETMATICS GRP PLC	PURCHASED	5/03/2013	9/24/2013
84	745 AMERICAN WATER WORKS	PURCHASED	5/06/2013	9/26/2013
85	370 SIRONA DENTAL	PURCHASED	5/03/2013	10/01/2013
86	195 WILLIAMS SONOMA	PURCHASED	5/06/2013	10/16/2013
87	285 WILLIAMS SONOMA	PURCHASED	8/05/2013	10/16/2013
88	290 WILLIAMS SONOMA	PURCHASED	8/29/2013	10/16/2013
89	615 IMAX CORP	PURCHASED	5/10/2013	10/17/2013
90	665 AMERICAN WATER WORKS	PURCHASED	5/06/2013	10/18/2013
91	200 DIAGEO PLC NEW	PURCHASED	5/06/2013	10/18/2013
92	1,505.00 ENBRIDGE INC	PURCHASED	10/10/2013	10/18/2013
93	740 SYNGENTA AG ADR	PURCHASED	5/03/2013	10/23/2013
94	350 CHEVRON CORP.	PURCHASED	5/06/2013	10/25/2013
95	460 EVERTEC INC	PURCHASED	6/24/2013	10/29/2013
96	305 SIRONA DENTAL	PURCHASED	5/03/2013	10/29/2013
97	405 YY INC	PURCHASED	10/17/2013	10/31/2013
98	355 INVESCO LTD	PURCHASED	5/21/2013	11/08/2013
99	95 BAIDU NC ADR	PURCHASED	6/12/2013	11/18/2013
100	345 INVESCO LTD	PURCHASED	5/21/2013	11/18/2013
101	390 INVESCO LTD	PURCHASED	6/14/2013	11/18/2013
102	250 INVESCO LTD	PURCHASED	9/24/2013	11/18/2013
103	430 BAXTER, INTL. INC.	PURCHASED	5/22/2013	11/26/2013
104	255 BAXTER, INTL. INC.	PURCHASED	6/04/2013	11/26/2013
105	730 SINCLAIR BROADCAST	PURCHASED	10/10/2013	11/26/2013
106	1,190.00 CANADIAN SOLAR	PURCHASED	10/23/2013	11/29/2013
107	350 GAMESTOP CORP	PURCHASED	8/26/2013	12/05/2013
108	100 CELGENE CORP COM	PURCHASED	2/02/2011	3/25/2013
109	550 ABBVIE INC SHS	PURCHASED	3/07/2013	4/04/2013
110	100 COLGATE PALMOLIVE	PURCHASED	3/23/2007	4/04/2013
111	50 CELGENE CORP COM	PURCHASED	2/02/2011	4/11/2013
112	300 ENCANA CORP	PURCHASED	3/27/2009	7/09/2013
113	300 ENCANA CORP	PURCHASED	4/30/2009	7/09/2013
114	400 ENCANA CORP	PURCHASED	1/25/2010	7/09/2013
115	100 EXXON MOBILE CORP.	PURCHASED	1/08/1999	9/17/2013
116	100 FISERV INC	PURCHASED	12/17/2010	9/17/2013
117	50 GRAINGER, W W INC.	PURCHASED	9/17/2002	9/17/2013
118	350 ABBOTT LABS. 1	PURCHASED	5/17/2007	9/25/2013
119	200 ABBOTT LABS. 1	PURCHASED	9/20/2011	9/25/2013
120	50 CELGENE CORP COM	PURCHASED	2/04/2011	10/08/2013
121	100 EXXON MOBILE CORP.	PURCHASED	1/08/1999	11/06/2013
122	200 GENTEX CORP	PURCHASED	12/13/2007	11/06/2013
123	100 GENTEX CORP	PURCHASED	6/19/2008	11/06/2013
124	200 WASTE MANAGEMENT INC. (NEW)	PURCHASED	8/19/2004	11/06/2013
125	50 GRAINGER, W W INC.	PURCHASED	9/17/2002	11/06/2013

ITEM	(E) GROSS SALES	(F) DEPREC. ALLOWED	(G) COST BASIS	(H) GAIN (LOSS)	(I) FMV 12/31/69	(J) ADJ. 12/31/69	(K) EXCESS (I) - (J)	(L) GAIN (LOSS)
1	2452840.		0.	2452840.				\$ 2452840.
2	3618215.		10,839.	3607376.				3607376.
3	916,061.		803,917.	112,144.				112,144.
4	46,823.		0.	46,823.				46,823.
5	208,268.		112,611.	95,657.				95,657.

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CELE H.& WILLIAM B.RUBIN FAMILY FUND,INC

11-6026235

2/23/14

05 55AM

STATEMENT 7 (CONTINUED)
FORM 990-PF, PART IV, LINE 1
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(E) GROSS SALES	(F) DEPREC. ALLOWED	(G) COST BASIS	(H) GAIN (LOSS)	(I) FMV 12/31/69	(J) ADJ. BAS. 12/31/69	(K) EXCESS (I) - (J)	(L) GAIN (LOSS)
6	79,943.		39,497.	40,446.				\$ 40,446.
7	65,408.		32,332.	33,076.				33,076.
8	52,188.		0.	52,188.				52,188.
9	45,094.		22,646.	22,448.				22,448.
10	43,913.		22,892.	21,021.				21,021.
11	72,984.		36,992.	35,992.				35,992.
12	173,306.		86,661.	86,645.				86,645.
13	424,338.		212,101.	212,237.				212,237.
14	98,913.		62,367.	36,546.				36,546.
15	7,705.		4,823.	2,882.				2,882.
16	162,539.		88,037.	74,502.				74,502.
17	200,000.		79,357.	120,643.				120,643.
18	52,000.		18,887.	33,113.				33,113.
19	50,000.		15,500.	34,500.				34,500.
20	58,000.		8,993.	49,007.				49,007.
21	96,000.		14,430.	81,570.				81,570.
22	44,000.		41,618.	2,382.				2,382.
23	25,000.		20,275.	4,725.				4,725.
24	75,000.		51,897.	23,103.				23,103.
25	650,000.		632,475.	17,525.				17,525.
26	291,978.		119,749.	172,229.				172,229.
27	658,626.		0.	658,626.				658,626.
28	269,145.		187,671.	81,474.				81,474.
29	813,496.		563,014.	250,482.				250,482.
30	350,000.		370,150.	-20,150.				-20,150.
31	110,000.		115,542.	-5,542.				-5,542.
32	60,092.		47,225.	12,867.				12,867.
33	92,284.		71,738.	20,546.				20,546.
34	79,889.		61,728.	18,161.				18,161.
35	44,479.		35,021.	9,458.				9,458.
36	34,547.		27,519.	7,028.				7,028.
37	8,637.		7,017.	1,620.				1,620.
38	53,323.		53,323.	0.				0.
39	15,749.		5,987.	9,762.				9,762.
40	91,691.		33,530.	58,161.				58,161.
41	72,043.		23,172.	48,871.				48,871.
42	149,961.		47,397.	102,564.				102,564.
43	10,770.		7,025.	3,745.				3,745.
44	258,487.		167,894.	90,593.				90,593.
45	10,801.		6,996.	3,805.				3,805.
46	102,613.		75,648.	26,965.				26,965.
47	359,144.		250,652.	108,492.				108,492.
48	265,825.		257,213.	8,612.				8,612.
49	34,134.		35,258.	-1,124.				-1,124.
50	13,507.		15,521.	-2,014.				-2,014.
51	41,408.		45,078.	-3,670.				-3,670.
52	51,672.		54,561.	-2,889.				-2,889.
53	19,837.		22,972.	-3,135.				-3,135.
54	20,671.		21,208.	-537.				-537.
55	48,811.		50,955.	-2,144.				-2,144.
56	37,019.		40,266.	-3,247.				-3,247.
57	17,162.		18,925.	-1,763.				-1,763.
58	34,310.		44,830.	-10,520.				-10,520.

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CELE H.& WILLIAM B.RUBIN FAMILY FUND,INC

11-6026235

2/23/14

05 55AM

STATEMENT 7 (CONTINUED)
FORM 990-PF, PART IV, LINE 1
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(E) GROSS SALES	(F) DEPREC. ALLOWED	(G) COST BASIS	(H) GAIN (LOSS)	(I) FMV 12/31/69	(J) ADJ. BAS. 12/31/69	(K) EXCESS (I) - (J)	(L) GAIN (LOSS)
59	50,747.		55,672.	-4,925.				\$ -4,925.
60	34,601.		37,329.	-2,728.				-2,728.
61	9,631.		11,091.	-1,460.				-1,460.
62	91,310.		99,302.	-7,992.				-7,992.
63	38,365.		38,550.	-185.				-185.
64	73,560.		72,963.	597.				597.
65	69,802.		70,172.	-370.				-370.
66	45,140.		51,939.	-6,799.				-6,799.
67	6,709.		7,841.	-1,132.				-1,132.
68	28,402.		27,053.	1,349.				1,349.
69	17,808.		18,968.	-1,160.				-1,160.
70	27,899.		32,847.	-4,948.				-4,948.
71	29,389.		31,582.	-2,193.				-2,193.
72	28,798.		28,362.	436.				436.
73	28,944.		28,934.	10.				10.
74	61,354.		63,577.	-2,223.				-2,223.
75	48,220.		47,401.	819.				819.
76	11,779.		16,106.	-4,327.				-4,327.
77	45,290.		48,142.	-2,852.				-2,852.
78	35,733.		51,496.	-15,763.				-15,763.
79	30,248.		30,380.	-132.				-132.
80	12,481.		12,256.	225.				225.
81	46,758.		52,572.	-5,814.				-5,814.
82	15,521.		14,973.	548.				548.
83	47,299.		28,307.	18,992.				18,992.
84	29,886.		31,374.	-1,488.				-1,488.
85	24,692.		27,098.	-2,406.				-2,406.
86	10,301.		10,427.	-126.				-126.
87	15,055.		16,811.	-1,756.				-1,756.
88	15,319.		17,499.	-2,180.				-2,180.
89	16,238.		17,112.	-874.				-874.
90	27,034.		28,005.	-971.				-971.
91	24,705.		24,513.	192.				192.
92	61,566.		61,952.	-386.				-386.
93	58,892.		63,164.	-4,272.				-4,272.
94	42,069.		42,517.	-448.				-448.
95	10,657.		10,262.	395.				395.
96	21,246.		22,337.	-1,091.				-1,091.
97	17,605.		20,194.	-2,589.				-2,589.
98	11,680.		12,250.	-570.				-570.
99	14,132.		9,746.	4,386.				4,386.
100	11,646.		11,905.	-259.				-259.
101	13,165.		13,181.	-16.				-16.
102	8,439.		8,176.	263.				263.
103	29,422.		31,307.	-1,885.				-1,885.
104	17,448.		18,421.	-973.				-973.
105	23,003.		25,165.	-2,162.				-2,162.
106	34,263.		27,517.	6,746.				6,746.
107	16,464.		18,442.	-1,978.				-1,978.
108	11,163.		5,334.	5,829.				5,829.
109	22,203.		15,528.	6,675.				6,675.
110	11,780.		6,712.	5,068.				5,068.
111	5,870.		2,667.	3,203.				3,203.

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CELE H.& WILLIAM B.RUBIN FAMILY FUND,INC

11-6026235

3/09/14

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STATEMENT 8 (CONTINUED)
FORM 990-PF, PART IV, LINE 1
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(E) GROSS SALES	(F) DEPREC. ALLOWED	(G) COST BASIS	(H) GAIN (LOSS)	(I) FMV 12/31/69	(J) ADJ. BAS. 12/31/69	(K) EXCESS (I) - (J)	(L) GAIN (LOSS)
104	17,448.		18,421.	-973.				\$ -973.
105	23,003.		25,165.	-2,162.				-2,162.
106	34,263.		27,517.	6,746.				6,746.
107	16,464.		18,442.	-1,978.				-1,978.
108	11,163.		5,334.	5,829.				5,829.
109	22,203.		15,528.	6,675.				6,675.
110	11,780.		6,712.	5,068.				5,068.
111	5,870.		2,667.	3,203.				3,203.
112	5,062.		13,366.	-8,304.				-8,304.
113	5,062.		13,250.	-8,188.				-8,188.
114	6,749.		13,379.	-6,630.				-6,630.
115	8,797.		3,731.	5,066.				5,066.
116	10,027.		5,975.	4,052.				4,052.
117	13,503.		2,159.	11,344.				11,344.
118	12,346.		10,274.	2,072.				2,072.
119	7,055.		5,081.	1,974.				1,974.
120	7,750.		2,634.	5,116.				5,116.
121	8,938.		3,731.	5,207.				5,207.
122	5,906.		3,964.	1,942.				1,942.
123	2,953.		1,591.	1,362.				1,362.
124	8,716.		5,606.	3,110.				3,110.
125	12,751.		2,159.	10,592.				10,592.
							TOTAL	\$ 8929732.

STATEMENT 9
FORM 990-PF, PART VII-A, LINE 12
EXPLANATION OF DISTRIBUTION TO DONOR ADVISED FUND

THE CELE H. & WILLIAM B. RUBIN FAMILY FUND, INC (THE FOUNDATION) HAS, IN DECEMBER 2013, ISSUED A CHECK IN THE AMOUNT OF \$1,600,000 TO THE BANK OF AMERICA CHARITABLE GIFT FUND FOR WHICH ELLEN GORDON, A DIRECTOR OF THE FOUNDATION, HAS ADVISORY PRIVILEGES. THE FUNDS WILL BE DISTRIBUTED FROM THE BANK OF AMERICA CHARITABLE GIFT FUND TO ONE OR MORE QUALIFIED PUBLIC CHARITIES FOR PURPOSES DESCRIBED IN SECTION 170 (C) (2) (B) OF THE INTERNAL REVENUE CODE.

STATEMENT 10
FORM 990-PF, PART XV, LINE 2A-D
APPLICATION SUBMISSION INFORMATION

NAME OF GRANT PROGRAM:	THE CELE H. & WILLIAM B. RUBIN FAMILY FD
NAME:	ELLEN R. GORDON
CARE OF:	
STREET ADDRESS:	32 MONADNOCK ROAD
CITY, STATE, ZIP CODE:	WELLESLEY HILLS, MA 02481
TELEPHONE:	781-235-1075
E-MAIL ADDRESS:	
FORM AND CONTENT:	NO SPECIFIC FORMS ARE REQUIRED
SUBMISSION DEADLINES:	NONE

STATE OF NEW YORK

County of New York, s:

THE ANNUAL RETURN
OF THE CELE H. & WIL-
LIAM B. RUBIN FAMILY
FUND, INC. for the calendar
year ended December
31, 2012 is available at its
principal office located at
32 Monadnock Road,
Wellesley Hills, Mass 02481
for inspection during regu-
lar business hours by any
citizen who requests it
within 180 days hereof.
Principal Manager of the
Foundation is EILEEN
GORDON.
5020074

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Mary Pawlina, being duly sworn, says that she is the PRINCIPAL
CLERK of the Publisher of the NEW YORK LAW
JOURNAL, a Daily Newspaper; that the Advertisement hereto
annexed has been published in the said NEW YORK LAW
JOURNAL one time on the 25th day of January, 2013.

TO WIT : JANUARY 25, 2013

SWORN BEFORE ME, this 25th day
Of January, 2013.

3/25

Cynthia Byrd

Cynthia Byrd

Notary Public, State of New York

No. 01BY6056945

Qualified in Kings County

Commission Expires April 09, 2015

CELE H & WILLIAM B RUBIN FAMILY FUND INC.
Schedule of Grants-Donations Paid
For the Year Ended December 31, 2013

<u>Name</u>	<u>Address</u>	<u>Amount</u>
Ace Hardware Foundation	1220 Palmour Drive Gainesville GA 30501	500.00
American Cancer Society	17060 Oak Park Ave , Tinley Park, IL 60477	2,000.00
American Diabetes Association	P O Box 11454, Alexandria, VA 22312	110.00
American Heart Association	208 La Salle Street, Suite 900 Chicago IL 60604	100.00
American Lung	1301 Pennsylvania Ave NW, Suite 800, Washington DC 20004	75.00
American Red Cross	PO Box 4002018,Des Moines, IA 50340-2018	200.00
ASIS Foundation	ASIS International, Alexandria, VA 22314-2818	500.00
Avon Products Foundation Inc	Avon Product Foundation Rye, NY 10580	1,515.00
Bank Of America Chantable Gift Fund	100 Federal St MA5-100 Boston, MA 02110	1,600,000.00
Boston Medical Center	ATT Food for Thought, Boston , MA 2118	1,500.00
Brain Research Foundation	205 West Wacker Drive, Chicago IL 60606	10,000.00
Brandeis University	415 South Street, Waltham, MA 02453-9110	10,000.00
Buckingham, Browne & Nichols School	External Affairs Office, Cambridge, MA 02138-5512	2,000.00
Bucksbaum Institute of Clinical Excellence	Univ Of Chicago 5841 South Maryland Ave, Chicago, IL 60637	500.00
Cancer Wellness Center	Revere Drive, Northbrook, IL 60062	50.00
Can Do Community Foundation	Att Nancy Stasko, 1 South, Hazelton PA 18201	1,000.00
Camp Horizon	Camp Horizon, Decatur, GA 30033	1,000.00
Carter High School	210 N Carter School Rd, Strawberry Plains, TN 37811	200.00
Combined Jewish Philanthropies Greater Boston	126 High St, Boston, MA 02110	48,000.00
Commonwealth School	151 Commonwealth Ave , Boston, MA 02116	2,000.00
Community School of Arts	620 State Street, Knoxville, TN 37902	500.00
Comer Children's Hospital	5721 S Maryland Ave , Chicago IL 60637	1,000.00
Crohns Colitis Foundation	386 Park Ave So, New York NY 10016	200.00
Crossroads for Kids	119 Myrtle St Duxbury Mass 02332	7,500.00
Dartmouth College	6066 Development Office, Hanover NH 03755-3555	50,000.00
DePaul University	1 E Jackson, Chicago, IL 60604	5,000.00
Dominican High School	120 East Silver Spring Dr , Whitefish Bay WI 53217	500.00
Duke University	Duke University/Box 90581, Durham, NC 27708-0581	2,000.00
Envision Unlimited	5333 S Greenwood Ave Chicago, IL 60615	200.00
Facing History and Ourselves	200 E Randolph St , Ste 2100, Chicago IL 60601-6432	1,000.00
Feeding America	35 East Wacker Drive, Suite 2000 Chicago, IL 60126	1,000.00
First United Methodist Church of Elmhurst	232 S York Road, Elmhurst, IL 60126	600.00
Friends Of Harvard Football	MURR Center/ 65 North Harbor Boston MA 02163	10,000.00
Friends of Camp Hale	566 Columbus Ave, Boston MA 02118-1195	300.00
Food Bank of CNY	7477 Murray Drive, Cicero, NY 13039	5,000.00
Give Directly	Church Street Station New York, NY 10008	1,000.00
Greater Chicago Food Depository	Greater Chicago Food, Chicago, IL 60632	100.00
Harvard Business School	Soldier Field, Boston MA 02163	10,000.00
Harvard College Fund	124 Mount Auburn Street, Cambridge, MA 02138	10,000.00
Harvard Medical School	25 Shattuck Street, Boston, MA 02115	1,075,000.00
Hazie TWP Vol Fire & Rescue Co	Hazie TWP,Vol Fire & Rescue Co , Harleigh, PA 18225	500.00
High Meadows School	1055 Willeo Road, Roswell, GA 30075	7,500.00
Impact	420 Pearl Street, Malden MA 02148	1,000.00
Juvenile Diabetes Association	500 N Dearborn Ste#350, Chicago, IL 60610	50.00
Kellogg Graduate School	Leverone 3492001//2001 Shendan Rd, Evanston, IL 60208	10,000.00
Knox Heritage, Inc	PO Box 1242, Knoxville, TN 37901	300.00
KUOW Puget Sound Radio	KUOW Puget Sound Publication, Seattle WA 98105	100.00
Lydia Home Association	4300 W Irving Park Road, Chicago, IL 60641	5,000.00
Macular Degeneration Research	22512 Gateway Center Dr, Clarksburg MD 20871	100.00
McCullie School	500 Dodds Avenue, Chattanooga, TN 37404	500.00
Meadowbrook School of Weston	10 Farm Road, Weston, MA 02493-2493	1,500.00
Memonal Sloan-Kettening Cancer Center	Memonal Sloan Kettering Cancer, New York, NY 10065	1,825.00
Men Can Stop Rape	1003 K Street, NW, Suite 200, Washington DC 20001	1,000.00
Midwest Shelter Homeless Vets	119 N West Street, Wheaton IL 60187	350.00
Mobile Meals	PO Box 51650, Knoxville, tn 37950-1650	1,000.00
Multiple Scierosos Society (Wooddale, IL)	8111 N Stadium Drive #100 Houston, Texas 77054	100.00
National Audobon Society	225 Vanck St -7th Fl New York NY 10014	2,000.00
National Ovarian Cancer	4900 Hopyard Road, Pleasanton, CA 94588	250.00
Notre Dame DeNamur Univ	1500 Ralston Ave, Belmont CA 94002	100.00
Northern Illinois University	1425 W Lincoln Hwy, DeKalb, IL 60115-2825	100.00

CELE H & WILLIAM B RUBIN FAMILY FUND INC.
Schedule of Grants-Donations Paid
For the Year Ended December 31, 2013

<u>Name</u>	<u>Address</u>	<u>Amount</u>
Our Bodies Ourselves	5 Upland Road #3, Cambridge, MA 02140	3,000.00
Partners In Health	800 Boylston Street, 47th Floor, Boston MA 02199	6,000.00
Pine Street Inn	144 Harrison Ave, Boston MA 02118	1,000.00
Police Protective Fund	PO Box 4590, Springfield, IL 62703	30.00
Providence St. Mel Foundation	119 South Central Park Avenue, Chicago, Illinois 60624	2,000.00
Purdue Foundation	1281 Win Hentschel Blvd, West Lafayette, IN 47906	100.00
Rape Abuse Incest National Network	1220 L Street, NW Washington DC 20005	1,000.00
Rensselaerville Institute	63 Huyck Rd, Rensselaerville, NY 12147	5,000.00
Rivers County Day School	333 Winter Street, Weston, MA 02193-9981	1,500.00
Ronald McDonald House (CT)	501 George Street, New Haven, CT 06511	50.00
Rosie's Place	889 Harrison Ave, Boston MA 02118	1,000.00
Second Harvest Food Bank	2802 Dairy Drive, Madison WI 53718	100.00
Spaulding Rehabilitation Hospital	300 First Avenue, Charlestown, MA 02129	1,000,000.00
Special Olympics	1133 19th Street NW, Washington DC 20036-3604	200.00
Squam Lakes Association	534 Rte 3, Holderness, NH 03245-0204	2,500.00
Squam Lakes Conservation Society	PO Box 696, Holderness, NH 03245-0204	3,500.00
Squam Lakes Natural Science Center	PO Box 173, 23 Science Center Road, Holderness, NH 03245	3,500.00
Shoah Foundation	P O Box 3168, Los Angeles, CA 90078	500.00
St George Orthodox Cathedral	917 N Wood Street, Chicago, IL	300.00
Stanford School of Business	326 Galvez Street, Stanford CA 94305-6105	300.00
Stanford University-School Education	450 Serra Mall, Stanford, CA 94305-2004	100.00
Stanford University School of Earth Science	397 Panama Mall, CA 94305-2210	100.00
Susan G Komen For the Cure	5005 LBJ Freeway, Dallas, Texas 75244	100.00
Tagore-SenGupta Foundation	3286 Merchant Dr, Bethlehem PA 18017-1952	5,500.00
TLC Animal Shelter	13016 W 151st Street, Horner Glen IL 60491	50.00
The Confectionery Foundation	1101 30th Street, NW Suite 200, Washington DC 20007	5,000.00
The Morton Arboretum	4100 Illinois Rt 53, Lisle, IL 60532-1293	1,000.00
The Windsor School	103 Pilgrim Rd, Boston, MA 02215	1,500.00
Tipton Cari Perkins Center	Covington, TN 38019	400.00
United States Holocaust	100 Raoul Wallenberg Place, SW, Washington, DC 20024	1,500.00
United Way New Hampshire	United Way Lakes Region, Laconia, NH 03246-3313	2,000.00
United Way of Massachusetts Bay, Inc	United Way Massachusetts, Boston, MA 02210-1121	2,000.00
United Way/Crusade of Mercy	United Way/Crusades of Mercy, Chicago, IL 60675-5828	2,500.00
University of Chicago Medical Center	5801 South Ellis Ave, Chicago, IL 60637	500,000.00
University of Chicago Medical Forefront Fund	Forefront Fund, Chicago, IL 60632	15,000.00
University of Illinois College Business	260 Wohlers Hall, Champaign IL 61820	2,500.00
University of Illinois Foundation	PO Box 3429, Champaign, IL 61826-3429	2,500.00
University of Tennessee	600 Henley Street, Knoxville, TN 37996-4103	500.00
Vassar College	124 Raymond Ave, Poughkeepsie, NY 12604	10,000.00
Wellesley Neighbors	888 Worcester Street, Wellesley MA 02482	1,500.00
Wesleyan University	318 High Street, Middletown CT 06459	2,600.00
Wellesley Police Department	485 Washington Street, Wellesley, Ma 02482	1,500.00
Wellesley College	106 Central Street, Wellesley, MA 02481	5,000.00
WFMT Radio	5400 N St Louis Ave Chicago IL 60625-4698	50.00
Wellesley Free Library	530 Washington St, Wellesley, MA 02482	2,500.00
Windows To The World Communications	5400N St Louis Ave, Chicago IL 60625	100.00
Wounded Warrior	7020 AC Skinner Pkwy Street, Jacksonville, FL 32256	2,750.00
Youth Transition Network, Inc	1225 W Main Street, Mesa, AZ 85201	5,000.00

4,500,255.00

Cele H. & William B. Rubin Family Fund, Inc.
Schedule of Investments
As at December 31, 2013

FIXED INCOME	Shares	Cost Basis	Value
A.V. HOMES 7.500 2.15.16	1200000	1,200,000.00	1,407,000.00
ALLISON TRANSMISSION 7.125% 5/15/19	460,000.00	486,130.00	495,650.00
AVATAR HLDNGS 4.50% 4.1.24.	415,000.00	358,794.50	410,850.00
BROOKFIELD ASSET MGMT 5.80% 4/25/17	200,000.00	226,905.00	218,598.00
CHESAPEAKE ENERGY CORP. 6.5% 8.15.17	200,000.00	207,075.00	225,500.00
CHESAPEAKE ENERGY CORP. 9.5% 2.15.15	553,000.00	607,130.00	599,313.75
CNA FINANCIAL CORP 5.85 12/15/14	250,000.00	265,462.50	261,847.50
JARDEN CORP 7.50% 5.1.17	750,000.00	615,941.25	868,125.00
JEFFERIES GROUP 8.50% 7.15.19	750,000.00	739,005.00	915,000.00
MICROSOFT CORP	47,500.00	1,214,135.94	1,776,975.00
PNC FINL 8.25% 12.31.58	10,000.00	10,387.50	9,975.00
RANGE RS CORP NTS 6.75% 8/1/20	250,000.00	275,987.50	270,625.00
RANGE RS CORP NTS 8.00% 5/5/2019	285,000.00	314,656.45	303,881.25
TOTAL FIXED ASSETS		6,521,610.64	7,763,340.50

MUTUAL FUNDS	Shares	Cost Basis	Value
ISHARES MSCI EAFE INDEX FUND	798	29,962.02	53,541.81
ISHARES MSCI EMERGING MKTS INDEX FD	850	30,558.30	35,525.75
TOTAL MUTAUL FUNDS		60,520.32	89,067.56

See Accountants Compilation Report and attached Footnotes

Cele H. & William B. Rubin Family Fund, Inc.
Schedule of Investments
As at December 31, 2013

EQUITIES	Shares	Cost Basis	Value
ACCENTURE LTD.-A-	600	48,908.35	49,332.00
ACCENTURE PLC SHS	600	35,154.00	49,332.00
ACE LIMITED NEW	545	50,486.31	56,423.85
ACE LIMITED NEW (5962)	1,040.00	94,024.74	107,671.20
ALLISON TRANSMISSION HLDNGS INC	12,500.00	247,256.96	345,125.00
ALTISOURCE PORT	140	20,866.14	22,208.20
AMAZON.COM	100	31,623.72	39,879.00
AMERICA TOWER CORP	590	49,425.71	47,093.80
AMERICAN INTL. GRP	35,000.00	1,122,230.00	1,786,750.00
AMERIPRISE FINANCIAL INC	810	69,020.89	93,190.50
ARM HOLDING PLC ADR F	2,715.00	127,040.54	148,594.67
ARTISIAN PART ASSET	1,460.00	65,869.00	95,177.40
AV HOMES INC COM	65,000.00	1,672,763.87	1,181,050.00
AVERY DENNISON CORP.	1,930.00	85,806.99	96,866.70
BAIDU NC ADR	595	69,784.07	105,838.60
BAKER HUGHES INC	1,000.00	47,949.00	55,260.00
BERKSHIRE HATHAWAY-CLB	300	12,014.36	35,568.00
BOEING COMPANY	645	66,907.16	88,036.05
BROOKFIELD ASSET MGMT,INC (VTG)	42,500.00	331,483.56	1,650,275.00
BROOKFILED ASSET MGMT F	1,410.00	54,588.22	54,750.30
CAESARSTONE SDOT	1630	46,199.80	80,962.10
CARNIVAL CORP	1,700.00	61,078.40	68,289.00
CARROL'S RESTAURANT GRP INC	120,000.00	735,028.80	793,200.00
CBIZ INC.	175,000.00	1,216,812.95	1,596,000.00
CBOE HOLDINGS	785	38,759.74	40,788.60
CELGENE CORP COM	500	28,438.13	84,484.00
CHESAPEAKE ENERGY CORP.	30,000.00	232,448.00	814,200.00
CHICAGO BRIDGE & IRON	1,620.00	88,930.12	134,686.80
COLGATE PALMOLIVE	800	26,848.00	52,168.00
COMCAST CORP.CL A (7700)	1,695.00	75,838.38	88,080.68
COMCAST CORP CL A	35,000.00	851,922.94	1,818,775.00
COPA HOLDINGS SA	570	73,582.43	91,262.70
COPA HOLDINGS SA (5962)	925	115,975.37	148,101.75
CORE LABORATORIES NV	720	103,927.49	137,484.00
COUSINS PPTYS INC PFD 7.50%	22,500.00	298,207.71	564,862.50
CVS CAREMARK CORP	27,500.00	872,958.00	1,968,175.00
DARDEN RESTAURANTS	25,000.00	1,255,798.50	1,359,250.00
DONALDSON CO INC	600	23,885.94	26,076.00

See Accountants Compilation Report and attached Footnotes

Cele H. & William B. Rubin Family Fund, Inc.
Schedule of Investments
As at December 31, 2013

EQUITIES	Shares	Cost Basis	Value
DOVER CORP.	740	63,598.72	71,439.60
DUNDEE BANCORP INC	57,500.00	0	1,011,648.50
EDWARDS LIFESCIENCES CRP	600	22,016.99	39,456.00
EMC CORP. MASS	1,200.00	29,333.50	30,180.00
EURONET	1,505.00	60,099.45	72,014.25
EVERTEC INC	2,015.00	46,429.04	49,689.90
EVERYWHERE GLOBAL INC	15,000.00	119,218.00	124,200.00
EXPEDITION INTL WASH INC.	800	34,972.64	35,400.00
EXXON MOBILE CORP.	500	19,214.76	50,600.00
FISERV INC	1200	38,374.16	70,860.00
FOREST CITY ENT-A-	57,500.00	293,772.45	1,098,250.00
GALLAGHER ARTHUR J & CO	850	37,798.51	39,890.50
Gentex Corp	2,700.00	47,060.40	89,046.00
GENUINE PARTS CO	555	41,977.44	46,170.45
GOOGLE INC CL A	70	38,308.00	78,449.00
GRAINGER, W W INC.	150	6,591.00	38,313.00
GRIFOLS SA NEW ADR	3,395.00	105,095.43	122,627.40
GRUPO TELEVISA SA	1,580.00	47,818.64	47,810.80
HDFC BANK LTD	1,335.00	53,370.41	45,977.40
HOME DEPOT	715	52,237.56	58,873.10
ICON PLC	1,435.00	53,329.15	57,996.96
IMAX CORP	1,910.00	52,585.48	56,306.80
INVESCO LTD	685	22,403.05	24,934.00
ITC HOLDINGS	880	81,011.01	84,321.60
JARDEN CORP	46,500.00	511,274.84	2,852,775.00
JOHNSON & JOHNSON	600	38,051.45	54,954.00
JP MORGAN CHASE & CO	800	38,341.60	46,784.00
KAR AUCTION	1,985.00	56,654.97	58,656.75
LEUCADIA NAT'LCORP	55,000.00	784,933.40	1,558,700.00
LIONS GATE ENTMT	2,040.00	69,276.18	64,586.40
LORILLARD INC	1,270.00	65,285.93	64,363.60
LULULEMON	815	56,533.00	48,109.45
LYONDELLBASELL IND	1,060.00	74,919.63	85,096.80
LYONDELLBASELL IND (5962)	845	64,035.05	67,836.60
MARSH & McLENNAN	1,200.00	36,717.59	58,032.00
MC CORMICK NON VTG	700	34,371.70	48,244.00
MEAD JOHNSON	1,055.00	85,142.67	88,366.80
MELCO CROWN	4,210.00	102,354.17	165,116.20

See Accountants Compilation Report and attached Footnotes

Cele H. & William B. Rubin Family Fund, Inc.
Schedule of Investments
As at December 31, 2013

EQUITIES	Shares	Cost Basis	Value
MERCADOLIBRE INC	915	91,679.29	98,627.85
MICHAEL KORS HLDNGS	895	64,564.41	72,665.05
MICROCHIP TECHNOL	1,295.00	49,038.09	57,951.25
MICROSOFT CORP (7700)	1,275.00	49,049.66	47,697.75
MICROSOFT CORP LOT H56	1,600.00	42,015.06	59,856.00
JP MORGAN	920	52,696.43	53,801.60
NU SKIN ENT	310	37,717.68	42,848.20
ONEOK INC	1,830.00	97,816.96	113,789.40
ONEX CORP-SUB VTG	50,000.00	504,467.16	2,699,329.70
ORACLE SYSTEMS CORP	1,600.00	16,321.16	61,216.00
PACIFIC MERCANTILE BANCORP	100,000.00	731,751.39	622,000.00
PEPSICO INC	600	26,479.25	49,764.00
POINTS INTL LTD	2,935.00	55,364.74	74,578.35
POLARIS IND	325	37,849.78	47,333.00
PRAXAIR INC	400	10,317.00	52,012.00
PRESTIGE BRANDS HOLDINGS INC	50,000.00	505,738.30	1,790,000.00
QIWI PLC ADR	1,415.00	37,202.95	79,240.00
QUALCOM INC.	700	38,329.41	51,975.00
RANGE RES COM	12,500.00	489,374.59	1,053,875.00
SAFEGUARD SCIENTIFICS COM NEW	75,000.00	770,523.00	1,506,750.00
SCHLUMBERGER LTD.	550	32,281.93	49,560.50
SEADRILL LTD	1,670.00	76,651.16	68,603.60
SIGNET JEWELERS	765	54,036.26	60,205.50
SIX FLAGS	495	18,375.58	18,225.90
TARGA RESOURCES	1,310.00	96,344.65	115,502.70
TECH DATA	25,000.00	1,321,860.75	1,290,000.00
TITAN INTL INC ILL COM	50,000.00	879,039.00	899,000.00
TJX COS INC NEW	1,000.00	25,837.00	63,730.00
TOOTSIEROLLIND A.	1178204	92,192.79	38,338,758.16
TRIMAS CORP.	90,000.00	562,076.34	3,590,100.00
TRINITY BIOTECH	2,610.00	41,761.12	65,615.40
TUPPERWARE BRANDS	615	48,744.01	58,135.95
U.S.BANCORP DEL	840	30,523.63	33,936.00
UNION PACIFIC CORP	525	78,243.34	88,200.00
UNITED PARCEL SERVICE	715	61,284.60	75,132.20
UNITED PARCEL SERVICE INC CL B	400	21,470.00	42,032.00
UNITED TECHNOLGIES	600	26,018.20	68,280.00

See Accountants Compilation Report and attached Footnotes

Cele H. & William B. Rubin Family Fund, Inc.
Schedule of Investments
As at December 31, 2013

EQUITIES	Shares	Cost Basis	Value
VIACOM CL B	17,500.00	893,155.00	1,528,450.00
VODAFONE GRP PLC ADR	1,000.00	26,994.97	39,310.00
WALGREEN CO.	2,275.00	112,842.13	130,676.00
WASTE MANAGEMENT INC. (NEW)	1,100.00	35,228.54	49,357.00
WELL FARGO & CO	1,500.00	52,551.80	68,100.00
WELLPOINT INC	555	48,759.62	51,276.45
WINTHROP RLTY TR SH NEW	80,000.00	996,491.01	884,000.00
WYNN RESORTS	580	80,121.13	112,641.80
YANDEX NV	2,225.00	68,647.80	96,008.75
ZIMMER HOLDINGS , INC.	600	29,064.00	55,914.00
TOTAL EQUITIES	23,353,244.93	81,257,407.32	
TOTAL INVESTMENTS	29,935,375.89	89,109,815.38	

See Accountants Compilation Report and attached Footnotes

CELE H. and WILLIAM B. RUBIN FAMILY FUND, INC.

FORM 990PF---PART X-----2013

LINE #1A- AVERAGE FAIR MARKET VALUE OF SECURITIES

MONTH	<u>BONDS</u>		<u>MUTUAL FUNDS</u>		<u>STOCKS</u>
	<u>US TREAS NOTES and US TREAS BILLS</u>	<u>TOTAL</u>	<u>US TREAS NOTES and US TREAS BILLS</u>	<u>TOTAL</u>	
JANUARY	77,975,983.44	6,052,487.60	84,648.79	71,838,847.05	
FEBRUARY	80,482,893.09	6,323,335.10	83,179.82	74,076,378.17	
MARCH	74,553,424.90	6,593,279.80	83,420.54	67,876,724.56	
APRIL	78,287,709.93	6,610,749.10	86,224.62	71,590,736.21	
MAY	79,541,824.21	6,607,109.00	355,480.21	72,579,235.00	
JUNE	83,024,295.28	6,680,615.50	78,450.40	76,265,229.38	
JULY	81,271,861.22	6,670,223.50	123,083.90	74,478,553.82	
AUGUST	80,644,507.28	6,172,999.25	120,533.76	74,350,974.27	
SEPTEMBER	83,010,297.80	6,218,139.50	129,291.65	76,662,866.65	
OCTOBER	95,296,289.30	6,312,491.75	132,371.45	88,851,426.10	
NOVEMBER	87,927,728.77	6,340,409.50	134,741.32	81,452,577.95	
DECEMBER	89,109,816.08	5,986,365.50	136,161.36	82,987,289.22	
TOTAL	991,126,631.29	76,568,205.10	1,547,587.82	913,010,838.37	
YEARLY AVERAGE	82,593,885.94	6,380,683.76	128,965.65	76,084,236.53	

TEST
10 month Avg

99,112,663 7,656,821

91,301,084

CELE H.& WILLIAM B. RUBIN FAMILY FUND, INC.December 31, 2013BiMonthly Cash Averages as required by IRS Instructions---2013

Month	CASH-Checkin and MMA			SAVINGS AND MONEY MARKET		
	1st Day of Month	Last Day of Month	Monthly Average	1st Day of Month	Last Day of Month	Monthly Average
JANUARY	153,448.41	153,022.57	153,235.49	425.60	1,557,868.17	779,146.89
FEBRUARY	153,022.57	92,817.57	122,920.07	1,557,868.17	2,241,297.18	1,899,582.68
MARCH	92,817.57	131,131.11	111,974.34	2,241,297.18	8,875,385.31	5,558,341.25
APRIL	131,131.11	110,174.07	120,652.59	8,875,385.31	2,948,836.87	5,912,111.09
MAY	110,174.07	19,604.93	64,889.50	2,948,836.87	7,177,918.08	5,063,377.48
JUNE	19,604.93	(220.93)	9,692.00	7,177,918.08	7,053,335.44	7,115,626.76
JULY	(220.93)	88,235.64	44,007.35	7,053,335.44	6,625,805.20	6,839,570.32
AUGUST	88,235.64	88,235.64	88,235.64	6,625,805.20	7,182,275.46	6,904,040.33
SEPTEMBER	88,235.64	33,664.69	60,950.17	7,182,275.46	7,255,406.34	7,218,840.90
OCTOBER	33,664.69	107,186.01	70,425.35	7,255,406.34	3,556,106.22	5,405,756.28
NOVEMBER	107,186.01	2,474,019.79	1,290,602.90	3,556,106.22	1,739,696.86	2,647,901.54
DECEMBER	2,474,019.79	1,085,019.79	1,779,519.79	1,739,696.86	2,373,582.87	2,056,639.87
			3,917,105.19		57,400,935.37	
				326,425.43	4,783,411.28	
TOTAL BIMONTHLY AVERAGES						
AVERAGE BIMONTHLY (I.E.average of all averages)						