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Return of Private Foundation

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

2013

Department of the Treasury
Internal Revenue Service

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

Open to Public Inspection

For calendar year 2013 or tax year beginning , and ending

Name of foundation: **The Anchor Foundation, Inc.**

Number and street (or P O box number if mail is not delivered to street address): **305 Seventh Avenue - 18th Floor**

Room/suite: _____

City or town, state or province, country, and ZIP or foreign postal code: **New York, NY 10001**

A Employer identification number: **13-2706215**

B Telephone number: **212 255 1767**

C If exemption application is pending, check here

D 1. Foreign organizations, check here
2. Foreign organizations meeting the 85% test, check here and attach computation

E If private foundation status was terminated under section 507(b)(1)(A), check here

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here

G Check all that apply: Initial return Initial return of a former public charity
 Final return Amended return
 Address change Name change

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16): **\$ 8,000,459.**

J Accounting method: Cash Accrual
 Other (specify) _____

(Part I, column (d) must be on cash basis.)

Part I Analysis of Revenue and Expenses		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received	363,000.			
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	695.	695.	695.	Statement 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10:				
	b Gross sales price for all assets on line 6a				
	7 Capital gain net income (from Part IV, line 2):		0.		
	8 Net short-term capital gain			0.	
	9 Income modifications				
	10a Gross sales less returns and allowances	220,758.			Statement 2
b Less Cost of goods sold	195,059.				
c Gross profit or (loss)	25,699.		25,699.		
11 Other income	595.	0.	595.	Statement 3	
12 Total. Add lines 1 through 11	389,989.	695.	26,989.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	199,040.	0.	0.	199,040.
	14 Other employee salaries and wages	41,786.	0.	0.	41,786.
	15 Pension plans, employee benefits				
	16a Legal fees Stmt 4	30,749.	0.	0.	30,794.
	b Accounting fees Stmt 5	1,800.	0.	0.	1,800.
	c Other professional fees Stmt 6	1,057.	0.	0.	1,057.
	17 Interest				
	18 Taxes Stmt 7	3,197.	0.	0.	3,197.
	19 Depreciation and depletion	68,436.	0.	13,003.	
	20 Occupancy	258,188.	0.	0.	258,188.
	21 Travel, conferences, and meetings	81,302.	0.	0.	81,302.
	22 Printing and publications				
	23 Other expenses Stmt 8	508,903.	4,285.	987.	482,228.
	24 Total operating and administrative expenses. Add lines 13 through 23	1,194,458.	4,285.	13,990.	1,099,392.
	25 Contributions, gifts, grants paid	0.			0.
26 Total expenses and disbursements. Add lines 24 and 25	1,194,458.	4,285.	13,990.	1,099,392.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	<804,469.>				
b Net investment income (if negative, enter -0-)		0.			
c Adjusted net income (if negative, enter -0-)			12,999.		

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1	Cash - non-interest-bearing		38,731.	40,299.	40,299.
	2	Savings and temporary cash investments		6,167,696.	5,493,391.	5,493,391.
	3	Accounts receivable ▶ <u>32,538.</u>				
		Less: allowance for doubtful accounts ▶		60,624.	32,538.	32,538.
	4	Pledges receivable ▶				
		Less: allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons				
	7	Other notes and loans receivable ▶				
		Less: allowance for doubtful accounts ▶				
	8	Inventories for sale or use		257,253.	233,441.	233,441.
	9	Prepaid expenses and deferred charges		9,253.	9,536.	9,536.
	10a	Investments - U.S. and state government obligations				
	b	Investments - corporate stock				
	c	Investments - corporate bonds				
	11	Investments - land, buildings, and equipment basis ▶				
	Less accumulated depreciation ▶					
12	Investments - mortgage loans					
13	Investments - other					
14	Land, buildings, and equipment basis ▶ <u>2,889,902.</u>					
	Less accumulated depreciation Stmt 9 ▶ <u>985,745.</u>		1,972,593.	1,904,157.	1,904,157.	
15	Other assets (describe ▶ <u>Statement 10</u>)		292,032.	287,097.	287,097.	
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item 1)		8,798,182.	8,000,459.	8,000,459.	
Liabilities	17	Accounts payable and accrued expenses		16,278.	23,024.	
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable				
	22	Other liabilities (describe ▶)				
	23	Total liabilities (add lines 17 through 22)		16,278.	23,024.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted		8,781,904.	7,977,435.	
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here <input type="checkbox"/> and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds				
	28	Paid-in or capital surplus, or land, bldg., and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds				
30	Total net assets or fund balances		8,781,904.	7,977,435.		
31	Total liabilities and net assets/fund balances		8,798,182.	8,000,459.		

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	8,781,904.
2	Enter amount from Part I, line 27a	2	<804,469.>
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	7,977,435.
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	7,977,435.

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				
b NONE				
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			(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		
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	
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). 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 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))
2012	1,064,826.	6,356,482.	.167518
2011	984,402.	6,899,129.	.142685
2010	1,081,542.	7,541,981.	.143403
2009	1,064,406.	8,372,467.	.127132
2008	1,068,103.	8,895,805.	.120068

2 Total of line 1, column (d)	2	.700806
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	.140161
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	5,916,577.
5 Multiply line 4 by line 3	5	829,273.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	0.
7 Add lines 5 and 6	7	829,273.
8 Enter qualifying distributions from Part XII, line 4	8	1,099,392.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <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 checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	0.
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	0.
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	0.
6	Credits/Payments:		
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	4,928.
b	Exempt foreign organizations - tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	4,928.
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	4,928.
11	Enter the amount of line 10 to be: Credited to 2014 estimated tax <input type="checkbox"/> 4,928. Refunded <input checked="" type="checkbox"/>	11	0.

Part VII-A Statements Regarding Activities

	Yes	No
1a		X
1b		X
1c		X
2		X
3		X
4a		X
4b		
5		X
6	X	
7	X	
8a		
8b	X	
9	X	
10		X

N/A

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)			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)			X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ <u>N/A</u>	X		
14	The books are in care of ▶ <u>Stephen Clark</u> Telephone no. ▶ <u>212 255 1767</u> Located at ▶ <u>305 Seventh Avenue - 18th Floor, New York, NY</u> ZIP+4 ▶ <u>10001</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ▶ <u>15</u> N/A			
16	At any time during calendar year 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 ▶		Yes	No
				X

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

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

		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 checked="" type="checkbox"/> Yes <input 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 ▶ <input type="checkbox"/>	1b	X
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?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ _____, _____, _____, _____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) N/A	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶ _____, _____, _____, _____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <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.) N/A	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b	X

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? Yes No

(3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? 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)? **N/A** **5b**

Organizations relying on a current notice regarding disaster assistance check here

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

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

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

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

If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **N/A** **7b**

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(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
See Statement 11		199,040.	0.	0.

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

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

Total number of other employees paid over \$50,000 **0**

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

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

Table with 3 columns: (a) Name and address of each person paid more than \$50,000, (b) Type of service, (c) Compensation. Row 1 contains 'NONE'. Total number of others receiving over \$50,000 for professional services is 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.

Table with 2 columns: Description of activity, Expenses. Row 1 contains 'N/A'. Rows 2, 3, and 4 are empty.

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

Table with 2 columns: Description of investment, Amount. Row 1 contains 'N/A'. Row 2 is empty. Row 3 is labeled 'All other program-related investments. See instructions.' Total amount for lines 1 through 3 is 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	5,927,341.
b	Average of monthly cash balances	1b	79,336.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	6,006,677.
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	6,006,677.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	90,100.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	5,916,577.
6	Minimum investment return. Enter 5% of line 5	6	295,829.

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

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	1,099,392.
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	1,099,392.
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	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,099,392.

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)

N/A

	(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only				
b Total for prior years:				
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				
4 Qualifying distributions for 2013 from Part XII, line 4: ► \$				
a Applied to 2012, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2013 distributable amount				
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount - see instructions				
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instr.				
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)				
8 Excess distributions carryover from 2008 not applied on line 5 or line 7				
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a				
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				

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

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 4942(j)(3) or 4942(j)(5)

	Tax year				(e) Total
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	
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	12,999.	23,752.	46,293.	95,827.	178,871.
b 85% of line 2a	11,049.	20,189.	39,349.	81,453.	152,040.
c Qualifying distributions from Part XII, line 4 for each year listed	1,099,392.	1,064,826.	984,402.	1,081,542.	4,230,162.
d Amounts included in line 2c not used directly for active conduct of exempt activities	0.	0.	0.	0.	0.
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c	1,099,392.	1,064,826.	984,402.	1,081,542.	4,230,162.
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test - enter:					
(1) Value of all assets					0.
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0.
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed	197,219.	211,883.	229,971.	251,399.	890,472.
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)					0.
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0.
(3) Largest amount of support from an exempt organization					0.
(4) Gross investment income					0.

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).)

See Statement 12

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 address 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 Paid during the year None				
Total			▶ 3a	0.
b Approved for future payment None				
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... a Transfers from the reporting foundation to a noncharitable exempt organization of: (1) Cash (2) Other assets b Other transactions: (1) Sales of assets to a noncharitable exempt organization (2) Purchases of assets from a noncharitable exempt organization (3) Rental of facilities, equipment, or other assets (4) Reimbursement arrangements (5) Loans or loan guarantees (6) Performance of services or membership or fundraising solicitations c Sharing of facilities, equipment, mailing lists, other assets, or paid employees d If the answer to any of the above is "Yes," complete the following schedule.

Table with 2 columns: Yes, No. Rows 1a(1) X, 1a(2) X, 1b(1) X, 1b(2) X, 1b(3) X, 1b(4) X, 1b(5) X, 1b(6) X, 1c X.

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

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

Sign Here Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge. Signature of officer or trustee: [Signature] Date: 5/12/14 Title: Sec/Treasurer

May the IRS discuss this return with the preparer shown below (see instr. 7) [] Yes [X] No

Table for Paid Preparer Use Only. Columns: Print/Type preparer's name (Leandrew Tabb), Preparer's signature (Signature), Date (05/09/14), Check [X] if self-employed, PTIN (P01480124), Firm's name (Tabb & Tabb), Firm's address (260 Peachtree Street, NW, Suite 1201 Atlanta 30303), Firm's EIN, Phone no. (404 584 0870).

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

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

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

OMB No 1545-0047

2013

Name of the organization

Employer identification number

The Anchor Foundation, Inc.

13-2706215

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

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).

LHA 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 The Anchor Foundation, Inc.	Employer identification number 13-2706215
--	---

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	Tim and Leslie Craine 34 Chestnut Drive Windsor, CT 06095	\$ 5,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
2	Gary Cohen 82 James Street Arlington, MA 02474	\$ 18,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
3	Dave Salner 22 Vienna Court Frederick, MD 21702	\$ 50,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
4	Jim Rogers 1841 Volberg Street, NW Atlanta, GA 30318	\$ 90,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
5	Sara Lidor Estate C/O 115 W 61st Avenue Vancouver, British Columbia, CANADA V5X2B1	\$ 130,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
6	Holly Harkness 2880 Leafwood Drive Marietta, GA 30067	\$ 70,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)

Name of organization The Anchor Foundation, Inc.	Employer identification number 13-2706215
--	---

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
		\$ _____	_____
		\$ _____	_____
		\$ _____	_____
		\$ _____	_____
		\$ _____	_____
		\$ _____	_____
		\$ _____	_____
		\$ _____	_____

Name of organization The Anchor Foundation, Inc.	Employer identification number 13-2706215
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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 line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once) ▶ \$ _____
Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift	
Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift	
Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift	
Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift	
Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

Form 990-PF Dividends and Interest from Securities Statement 1

Source	Gross Amount	Capital Gains Dividends	(a) Revenue Per Books	(b) Net Investment Income	(c) Adjusted Net Income
Sanford C. Bernstein Co., LLC	695.	0.	695.	695.	695.
To Part I, line 4	695.	0.	695.	695.	695.

Form 990-PF	Income and Cost of Goods Sold Included on Part I, Line 10	Statement	2
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Income			
1. Gross receipts	220,758		
2. Returns and allowances			
3. Line 1 less line 2		220,758	
4. Cost of goods sold (line 15)	195,059		
5. Gross profit (line 3 less line 4).		25,699	
6. Other Income			
7. Gross Income (add lines 5 and 6)		25,699	
Cost of Goods Sold			
8. Inventory at beginning of year	257,253		
9. Merchandise purchased.			
10. Cost of labor.			
11. Materials and supplies	171,247		
12. Other costs.			
13. Add lines 8 through 12		428,500	
14. Inventory at end of year	233,441		
15. Cost of goods sold (line 13 less line 14).		195,059	

Form 990-PF	Other Income		Statement	3
Description	(a) Revenue Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	
Other	595.	0.	595.	
Total to Form 990-PF, Part I, line 11	595.	0.	595.	

Form 990-PF	Legal Fees		Statement	4
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Rabinowitz, Boudin	30,749.	0.	0.	30,794.
To Fm 990-PF, Pg 1, ln 16a	30,749.	0.	0.	30,794.

Form 990-PF	Accounting Fees		Statement	5
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Tabb & Tabb	1,800.	0.	0.	1,800.
To Form 990-PF, Pg 1, ln 16b	1,800.	0.	0.	1,800.

Form 990-PF	Other Professional Fees		Statement	6
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
National Registered Agents	189.	0.	0.	189.
CPA Global	868.	0.	0.	868.
To Form 990-PF, Pg 1, ln 16c	1,057.	0.	0.	1,057.

Form 990-PF	Taxes			Statement	7
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
Payroll Taxes	3,197.	0.	0.	3,197.	
To Form 990-PF, Pg 1, ln 18	3,197.	0.	0.	3,197.	

Form 990-PF	Other Expenses			Statement	8
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
Miscellaneous	847.	0.	0.	847.	
Insurance	102,710.	0.	0.	102,710.	
Investment and Bank Fees	4,285.	4,285.	0.	0.	
Telephone Expense	43,934.	0.	0.	43,934.	
Repairs and Maintenance	16,802.	0.	0.	16,802.	
Office Technology	69,813.	0.	0.	69,813.	
Postage and Delivery	5,834.	0.	0.	5,834.	
Office Expense	71,183.	0.	0.	71,183.	
Promotion and Advertisement	81,925.	0.	0.	81,925.	
Storage	5,960.	0.	0.	5,960.	
Subscriptions	22,906.	0.	0.	22,906.	
Editorial Expense	15,611.	0.	0.	15,611.	
Selling Expense	11,954.	0.	0.	11,954.	
Shipping and Warehouse	32,454.	0.	0.	32,454.	
Bad Debts	295.	0.	0.	295.	
Inventory Write-off	17,455.	0.	0.	0.	
Amortization	4,935.	0.	987.	0.	
To Form 990-PF, Pg 1, ln 23	508,903.	4,285.	987.	482,228.	

Form 990-PF	Depreciation of Assets Not Held for Investment		Statement	9
Description	Cost or Other Basis	Accumulated Depreciation	Book Value	
CONDO	1,672,017.	432,290.	1,239,727.	
Building and Improvements	849,550.	219,645.	629,905.	
Building and Improvements	36,363.	8,854.	27,509.	
Building and Improvements	3,339.	817.	2,522.	
Building and Improvements	3,272.	798.	2,474.	

Building and Improvements	2,675.	655.	2,020.
Furniture and Fixtures	7,941.	7,941.	0.
Furniture and Fixtures	3,667.	3,667.	0.
Furniture and Fixtures	8,270.	8,270.	0.
Furniture and Fixtures	448.	448.	0.
Furniture and Fixtures	52,338.	52,338.	0.
Furniture and Fixtures	68,493.	68,493.	0.
Furniture and Fixtures	5,268.	5,268.	0.
Furniture and Fixtures	2,054.	2,054.	0.
Appliances	2,449.	2,449.	0.
Computer Hardware	52,820.	52,820.	0.
Computer Hardware	40,666.	40,666.	0.
Computer Hardware	19,086.	19,086.	0.
Computer Hardware	11,363.	11,363.	0.
Computer Hardware	7,401.	7,401.	0.
Computer Hardware	3,300.	3,300.	0.
Computer Hardware	23,527.	23,527.	0.
Furniture and Fixtures	8,000.	8,000.	0.
Furniture and Fixtures	5,595.	5,595.	0.
Total To Fm 990-PF, Part II, ln 14	2,889,902.	985,745.	1,904,157.

Form 990-PF	Other Assets		Statement 10
Description	Beginning of Yr Book Value	End of Year Book Value	Fair Market Value
Library, Books and Microfilm	287,097.	287,097.	287,097.
Contracts	2,310.	0.	0.
Copyrights	2,625.	0.	0.
To Form 990-PF, Part II, line 15	292,032.	287,097.	287,097.

Form 990-PF Part VIII - List of Officers, Directors
Trustees and Foundation Managers Statement 11

Name and Address	Title and Avrg Hrs/Wk	Compen- sation	Employee Ben Plan	Expense Contrib	Account
Norton Sandler 305 Seventh Avenue 18th Floor New York, NY 10001	President/Director 30.00	0.	0.	0.	0.
Jack Barnes 305 Seventh Avenue 18th Floor New York, NY 10001	Director 40.00	99,520.	0.	0.	0.
Stephen Clark 305 Seventh Avenue 18th Floor New York, NY 10001	Secretary Treasurer/Direct 40.00	0.	0.	0.	0.
Mary Alice Waters 305 Seventh Avenue 18th Floor New York, NY 10001	Director 40.00	99,520.	0.	0.	0.
David Prince 305 Seventh Avenue 18th Floor New York, NY 10001	Director 40.00	0.	0.	0.	0.
Totals included on 990-PF, Page 6, Part VIII		199,040.	0.	0.	0.

Form 990-PF Part XV - Line 1a
List of Foundation Managers Statement 12

Name of Manager

Jack Barnes
Mary Alice Waters

2013 Depreciation and Amortization Report
Form 990-PF Page 1

2013 2013 2013

Asset No.	Description	Date Acquired	Method	Life	Unadjusted Cost Or Basis	Reduction In Basis	Basis For Depreciation	Current Year Deduction	Accumulated Depreciation	Book Value
1	Condo Buildings	7/2/2003	SL	39	1,672,017		1,672,017	42,872	432,290	1,239,727
2	Condo Building Improvement	7/2/2003	SL	39	849,550		849,550	21,783	219,645	629,905
3	Condo Building Improvement	1/1/2004	SL	39	36,363		36,363	932	8,854	27,509
4	Condo Building Improvement	1/1/2004	SL	39	3,339		3,339	86	817	2,522
5	Condo Building Improvement	1/1/2004	SL	39	3,272		3,272	84	798	2,474
6	Condo Building Improvement	1/1/2004	SL	39	2,675		2,675	69	655	2,020
	Buildings				2,567,216		2,567,216	65,826	663,059	1,904,157
	Furniture and Fixtures									
7	Furniture and Fixtures	7/1/1985	SL	5	7,941		7,941		7,941	0
8	Furniture and Fixtures	7/1/1987	SL	5	3,667		3,667		3,667	0
9	Furniture and Fixtures	7/1/1988	SL	5	8,270		8,270		8,270	0
10	Furniture and Fixtures	7/1/1989	SL	5	448		448		448	0
11	Furniture and Fixtures	7/1/1992	SL	5	52,338		52,338		52,338	0
12	Furniture and Fixtures	7/1/2003	SL	5	68,493		68,493		68,493	0
13	Furniture and Fixtures	1/1/2004	SL	5	5,268	2,634	2,634	526	5,268	0
14	Furniture and Fixtures	1/2/2004	SL	5	2,054	1,027	1,027	207	2,054	0
15	Furniture and Fixtures	8/1/2005	SL	5	8,000		8,000		8,000	0
16	Furniture and Fixtures	9/1/2005	SL	5	5,595		5,595		5,595	0
	Furniture and Fixtures				162,074	3,661	158,413	733	162,074	0

2013 Depreciation and Amortization Report
 Form 990-PF Page 1

2013 2013 2013

Asset No.	Description	Date Acquired	Method	Life	Unadjusted Cost Or Basis	Reduction In Basis	Basis For Depreciation	Current Year Deduction	Accumulated Depreciation	Book Value
Machinery and Equipment										
14	Appliances	12/1/2003	SL	5	2,449		2,449		2,449	0
15	Computer Hardware	12/1/2003	SL	5	52,820		52,820		52,820	0
16	Computer Hardware	9/1/2003	SL	5	40,666		40,666		40,666	0
17	Computer Hardware	7/2/2003	SL	5	19,086		19,086		19,086	0
18	Computer Hardware	1/1/2004	SL	5	11,363	5,682	5,682	1,137	11,363	0
19	Computer Hardware	1/1/2004	SL	5	7,401	3,701	3,701	740	7,401	0
	Machinery and Equipment				133,785	9,383	124,404	1,877	133,785	0
Computer										
20	Computer Software	7/2/2003	SL	3	3,300		3,300		3,300	0
21	Computer Software	12/1/2003	SL	3	23,527		23,527		23,527	0
	Computer				26,827		26,827		26,827	
	Total Fixed Assets				2,889,902	13,044	2,876,860	68,436	985,745	1,904,157
23	Trademarks	4/16/2003		36M	230,000		230,000	0	230,000	0
24	Copyrights	4/16/2003		120M	70,000		70,000	2,625	70,000	0
25	24 Contracts	4/16/2003		120M	61,600		61,600	2,310	61,600	0
	Other				361,600		361,600	4,935	361,600	0