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**Return of Private Foundation**

**2013**

Department of the Treasury  
Internal Revenue Service

or Section 4947(a)(1) Trust Treated as Private Foundation  
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Information about Form 990-PF and its separate instructions is at [www.irs.gov/form990pf](http://www.irs.gov/form990pf).

Open to Public Inspection

For calendar year 2013 or tax year beginning

, and ending

Name of foundation

**THE DAMIAL FOUNDATION, INC.**

**A Employer identification number**

**13-3693581**

Number and street (or P O box number if mail is not delivered to street address)

**655 MADISON AVENUE, 11TH FLOOR**

Room/suite

**B Telephone number**

**212-521-2930**

City or town, state or province, country, and ZIP or foreign postal code

**NEW YORK, NY 10065**

**C If exemption application is pending, check here**

**G Check all that apply:**

- Initial return
- Initial return of a former public charity
- Final return
- Amended return
- Address change
- Name change

**D 1. Foreign organizations, check here**

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

**H Check type of organization:**

- Section 501(c)(3) exempt private foundation
- Section 4947(a)(1) nonexempt charitable trust
- Other taxable private foundation

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

**I Fair market value of all assets at end of year**

(from Part II, col (c), line 16)

**\$ 31,397,172.** (Part I, column (d) must be on cash basis)

**J Accounting method:**  Cash  Accrual

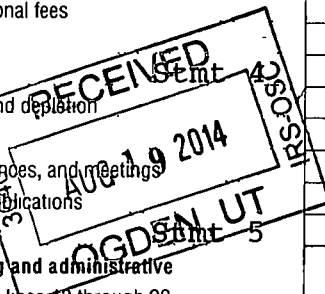
Other (specify) \_\_\_\_\_

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

<b>Part I Analysis of Revenue and Expenses</b> (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
<b>Revenue</b>	<b>1</b> Contributions, gifts, grants, etc., received	<b>9,953,500.</b>		<b>N/A</b>	
	<b>2</b> Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
	<b>3</b> Interest on savings and temporary cash investments	<b>6,841.</b>	<b>6,841.</b>		<b>Statement 1</b>
	<b>4</b> Dividends and interest from securities	<b>37,621.</b>	<b>37,621.</b>		<b>Statement 2</b>
	<b>5a</b> Gross rents				
	<b>b</b> Net rental income or (loss)				
	<b>6a</b> Net gain or (loss) from sale of assets not on line 10	<b>14,225,672.</b>			
	<b>b</b> Gross sales price for all assets on line 6a	<b>15,580,908.</b>			
	<b>7</b> Capital gain net income (from Part IV, line 2)		<b>14,225,672.</b>		
	<b>8</b> Net short-term capital gain				
	<b>9</b> Income modifications				
	<b>10a</b> Gross sales less returns and allowances				
<b>b</b> Less Cost of goods sold					
<b>c</b> Gross profit or (loss)					
<b>11</b> Other income	<b>42,916.</b>	<b>0.</b>		<b>Statement 3</b>	
<b>12 Total.</b> Add lines 1 through 11	<b>24,266,550.</b>	<b>14,270,134.</b>			
<b>Operating and Administrative Expenses</b>	<b>13</b> Compensation of officers, directors, trustees, etc	<b>0.</b>	<b>0.</b>		<b>0.</b>
	<b>14</b> Other employee salaries and wages				
	<b>15</b> Pension plans, employee benefits				
	<b>16a</b> Legal fees				
	<b>b</b> Accounting fees				
	<b>c</b> Other professional fees				
	<b>17</b> Interest				
	<b>18</b> Taxes	<b>193,691.</b>	<b>775.</b>		<b>0.</b>
	<b>19</b> Depreciation and depletion				
	<b>20</b> Occupancy				
	<b>21</b> Travel, conferences, and meetings	<b>610.</b>	<b>0.</b>		<b>610.</b>
	<b>22</b> Printing and publications				
	<b>23</b> Other expenses	<b>372.</b>	<b>372.</b>		<b>0.</b>
	<b>24 Total operating and administrative expenses.</b> Add lines 13 through 23	<b>194,673.</b>	<b>1,147.</b>		<b>610.</b>
	<b>25</b> Contributions, gifts, grants paid	<b>6,394,390.</b>			<b>6,394,390.</b>
<b>26 Total expenses and disbursements.</b> Add lines 24 and 25	<b>6,589,063.</b>	<b>1,147.</b>		<b>6,395,000.</b>	
<b>27 Subtract line 26 from line 12:</b>					
<b>a</b> Excess of revenue over expenses and disbursements	<b>17,677,487.</b>				
<b>b</b> Net investment income (if negative, enter -0-)		<b>14,268,987.</b>			
<b>c</b> Adjusted net income (if negative, enter -0-)			<b>N/A</b>		

POSTMARK DATE AUG 14 2014

SCANNED AUG 20 2014



918 24

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				
	2	Savings and temporary cash investments		8,264,264.	20,946,421.	20,946,421.
	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				
	7	Other notes and loans receivable ▶				
		Less: allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments - U.S. and state government obligations Stmt 8		3,497,434.	0.	0.
	b	Investments - corporate stock Stmt 9		7,642,757.	6,481,456.	10,450,751.
	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 ▶					
	Less accumulated depreciation ▶					
15	Other assets (describe ▶)					
16	<b>Total assets</b> (to be completed by all filers - see the instructions. Also, see page 1, item 1)		19,404,455.	27,427,877.	31,397,172.	
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable				
	22	Other liabilities (describe ▶)				
23	<b>Total liabilities</b> (add lines 17 through 22)		0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds		19,404,455.	27,427,877.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.	
	29	Retained earnings, accumulated income, endowment, or other funds		0.	0.	
30	<b>Total net assets or fund balances</b>		19,404,455.	27,427,877.		
31	<b>Total liabilities and net assets/fund balances</b>		19,404,455.	27,427,877.		

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	19,404,455.
2	Enter amount from Part I, line 27a	2	17,677,487.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	37,081,942.
5	Decreases not included in line 2 (itemize) ▶ See Statement 7	5	9,654,065.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	27,427,877.

**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SEE SCHEDULE ATTACHED	D	Various	Various
b SEE SCHEDULE ATTACHED	D	Various	Various
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 144,002.		68,800.	75,202.
b 15,436,906.		1,286,436.	14,150,470.
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			75,202.
b			14,150,470.
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	14,225,672.
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	N/A

**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	4,793,788.	25,368,173.	.188969
2011	3,838,015.	17,557,013.	.218603
2010	3,027,573.	18,123,828.	.167049
2009	5,629,635.	22,024,046.	.255613
2008	3,779,104.	26,354,820.	.143393

2 Total of line 1, column (d)	2	.973627
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	.194725
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	30,734,558.
5 Multiply line 4 by line 3	5	5,984,787.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	142,690.
7 Add lines 5 and 6	7	6,127,477.
8 Enter qualifying distributions from Part XII, line 4	8	6,395,000.

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	142,690.
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	142,690.
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	142,690.
6 Credits/Payments:			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	162,916.	
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	162,916.	
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	20,226.	
11 Enter the amount of line 10 to be: Credited to 2014 estimated tax <input type="checkbox"/> Refunded <input checked="" type="checkbox"/>	11	0.	

**Part VII-A Statements Regarding Activities**

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the 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		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input type="checkbox"/> \$ 0. (2) On foundation managers. <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ 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.	2	X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3	X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	X
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.	5	X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	7	X
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> _____ <u>DE, NY</u>		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	8b	X
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? If "Yes," complete Part XIV	9	X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10	X

N/A

Stmnt 10

**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 ► <u>n/a</u>	13	X	
14	The books are in care of ► <u>BARRY L. BLOOM, ESQ</u> Telephone no. ► <u>212-521-2930</u> Located at ► <u>655 MADISON AVENUE, 11TH FLOOR, NEW YORK, NY</u> ZIP+4 ► <u>10065</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	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	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 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	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?	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	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► _____, _____, _____, _____	2b	
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	
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 propoganda, 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)?  Yes  No  
 Organizations relying on a current notice regarding disaster assistance check here  N/A

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?  Yes  No  
 If "Yes," attach the statement required by Regulations section 53.4945-5(d). N/A

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

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

If "Yes" to 6b, file Form 8870

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?  Yes  No

**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
DANIEL R. TISCH 655 MADISON AVE, 11TH FL NEW YORK, NY 10065	PRESIDENT, DIRECTOR	0.00	0.	0.
BONNIE J. TISCH 655 MADISON AVE, 11TH FL NEW YORK, NY 10065	SENIOR VICE PRESIDENT, DIR	0.00	0.	0.
BARRY L. BLOOM 655 MADISON AVE, 11TH FL NEW YORK, NY 10065	SECRETARY/TREASURER	0.00	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."**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

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

**Part IX-A Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	
	0.
2	
3	
4	

**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.	Amount
1	
2	
All other program-related investments. See instructions.	
3 N/A	
	0.
Total. Add lines 1 through 3 <span style="float: right;">▶</span>	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	14,393,143.
b	Average of monthly cash balances	1b	16,809,454.
c	Fair market value of all other assets	1c	
d	<b>Total</b> (add lines 1a, b, and c)	1d	31,202,597.
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	31,202,597.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	468,039.
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	5	30,734,558.
6	<b>Minimum investment return.</b> Enter 5% of line 5	6	1,536,728.

**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	1,536,728.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	142,690.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	142,690.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,394,038.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	1,394,038.
6	Deduction from distributable amount (see instructions)	6	0.
7	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	1,394,038.

**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	6,395,000.
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	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	6,395,000.
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	142,690.
6	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	6	6,252,310.

**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				1,394,038.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2013:				
a From 2008	2,472,155.			
b From 2009	4,529,263.			
c From 2010	2,123,636.			
d From 2011	3,118,534.			
e From 2012	3,594,003.			
f Total of lines 3a through e	15,837,591.			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ \$ 6,395,000.				
a Applied to 2012, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2013 distributable amount				1,394,038.
e Remaining amount distributed out of corpus	5,000,962.			
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	20,838,553.			
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 instr.			0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	2,472,155.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	18,366,398.			
10 Analysis of line 9:				
a Excess from 2009	4,529,263.			
b Excess from 2010	2,123,636.			
c Excess from 2011	3,118,534.			
d Excess from 2012	3,594,003.			
e Excess from 2013	5,000,962.			

**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  4942(j)(3) or  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

	Tax year				(e) Total
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	
<b>b</b> 85% of line 2a					
<b>c</b> Qualifying distributions from Part XII, line 4 for each year listed					
<b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities					
<b>e</b> Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
<b>3</b> Complete 3a, b, or c for the alternative test relied upon:					
<b>a</b> "Assets" alternative test - enter:					
<b>(1)</b> Value of all assets					
<b>(2)</b> Value of assets qualifying under section 4942(j)(3)(B)(i)					
<b>b</b> "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
<b>c</b> "Support" alternative test - enter:					
<b>(1)</b> Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
<b>(2)</b> Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
<b>(3)</b> Largest amount of support from an exempt organization					
<b>(4)</b> 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 address of the person to whom applications should be addressed:

N/A

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

N/A

**c** Any submission deadlines:

N/A

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

N/A







**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](http://www.irs.gov/form990).

OMB No 1545-0047

**2013**

Name of the organization

THE DAMIAL FOUNDATION, INC.

Employer identification number

13-3693581

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 foundationCheck 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

Employer identification number

**THE DAMIAL FOUNDATION, INC.**

**13-3693581**

**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	<u>WILMA S. TISCH</u> <u>C/O BARRY L. BLOOM, 655 MADISON AVENUE,</u> <u>11TH FL</u>  <u>NEW YORK, NY 10065</u>	\$ <u>5,575,000.</u>	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
2	<u>WILMA S. TISCH</u> <u>C/O BARRY L. BLOOM, 655 MADISON AVENUE,</u> <u>11TH FL</u>  <u>NEW YORK, NY 10065</u>	\$ <u>4,378,500.</u>	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" 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 <b>THE DAMIAL FOUNDATION, INC.</b>	Employer identification number <b>13-3693581</b>
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**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
1	<u>125,000 SHARES OF LOEWS CORPORATION COMMON STOCK</u>	\$ <u>5,575,000.</u>	<u>03/15/13</u>
2	<u>10,000 SHARES OF AUTOZONE INC. COMMON STOCK</u>	\$ <u>4,378,500.</u>	<u>07/23/13</u>
_____	_____	\$ _____	_____
_____	_____	\$ _____	_____
_____	_____	\$ _____	_____
_____	_____	\$ _____	_____
_____	_____	\$ _____	_____
_____	_____	\$ _____	_____

Name of organization <b>THE DAMIAL FOUNDATION, INC.</b>	Employer identification number <b>13-3693581</b>
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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 Interest on Savings and Temporary Cash Investments Statement 1

Source	(a) Revenue Per Books	(b) Net Investment Income	(c) Adjusted Net Income
ISRAEL DISCOUNT BANK	2,573.	2,573.	
J.P. MORGAN CHASE	47.	47.	
NORTHERN TRUST COMPANY	2,566.	2,566.	
NORTHERN TRUST COMPANY	1,655.	1,655.	
Total to Part I, line 3	6,841.	6,841.	

Form 990-PF Dividends and Interest from Securities Statement 2

Source	Gross Amount	Capital Gains Dividends	(a) Revenue Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income
NORTHERN TRUST COMPANY: DIVIDENDS	37,621.	0.	37,621.	37,621.	
To Part I, line 4	37,621.	0.	37,621.	37,621.	

Form 990-PF Other Income Statement 3

Description	(a) Revenue Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income
FEDERAL EXCISE TAX REFUND	42,916.	0.	
Total to Form 990-PF, Part I, line 11	42,916.	0.	

Form 990-PF	Taxes			Statement	4
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
FEDERAL EXCISE TAX	192,916.	0.			0.
NYS FILING FEES	750.	750.			0.
DELAWARE ANNUAL REPORT	25.	25.			0.
To Form 990-PF, Pg 1, ln 18	193,691.	775.			0.

Form 990-PF	Other Expenses			Statement	5
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
CORPORATE AGENCY FEES	337.	337.			0.
ADMINISTRATIVE FEES	35.	35.			0.
To Form 990-PF, Pg 1, ln 23	372.	372.			0.

## Footnotes

Statement 6

THE TAXPAYER ACQUIRED AN INTEREST IN A FOREIGN CORPORATION IN 2012. THE TAXPAYER, UNDER REG. SECTION 1.959-1(D) IS ESTABLISHING THE RIGHT TO THE EXCLUSION OF PREVIOUSLY TAXED INCOME UNDER SECTION 959 OF THE INTERNAL REVENUE CODE.

## FOREIGN CORPORATION NAME AND ADDRESS:

SEARS CANADA INC  
290 YONGE ST., SUITE 700  
TORONTO, ONTARIO M5B 2C3 CANADA

## US SHAREHOLDER FROM WHOM THE FOREIGN STOCK INTEREST IS ACQUIRED:

SEARS HOLDINGS CORPORATION  
3333 BEVERLY ROAD  
HOFFMAN ESTATES, IL 60179

ON NOVEMBER 13, 2012, SEARS HOLDINGS CORPORATION ("SEARS HOLDINGS") DISTRIBUTED APPROXIMATELY 45 MILLION COMMON SHARES OF SEARS CANADA INC. ("SEARS CANADA") AS A TAXABLE DIVIDEND TO HOLDERS OF SEARS HOLDINGS COMMON STOCK.

IN CONNECTION WITH THE DISTRIBUTION, SEARS HOLDINGS RECOGNIZED GAIN FOR U.S. FEDERAL INCOME TAX PURPOSES. A PORTION OF THIS GAIN WAS RECHARACTERIZED UNDER IRC SECTION 1248 AS DIVIDEND TO THE EXTENT OF SEARS CANADA EARNINGS AND PROFITS ATTRIBUTABLE TO SUCH DISTRIBUTED COMMON SHARES. THE AMOUNT TREATED AS A DIVIDEND UNDER SECTION 1248 OF THE CODE HAS BECOME PREVIOUSLY TAXED INCOME UNDER SECTION 959 OF THE CODE.

ADDITIONALLY, SEARS HOLDINGS ENTERED INTO AN AGREEMENT WITH THE IRS PURSUANT TO WHICH THE PARTIES HAVE AGREED THAT THE AMOUNT OF PREVIOUSLY TAXED INCOME ATTRIBUTABLE TO EACH SHARE OF SEARS CANADA STOCK DISTRIBUTED, IS EQUAL TO THE SECTION 1248 AMOUNT.

AMOUNT OF PREVIOUSLY TAXED INCOME EXCLUDED: 105,499.

THE INCOME EXCLUDED UNDER 959 WAS INCLUDED BY SEARS HOLDINGS CORPORATION, WHO HAS ISSUED A STATEMENT TO SHAREHOLDERS THAT STATES THAT THE "PREVIOUSLY TAXED INCOME" AMOUNT ATTRIBUTED TO EACH SHARE OF SEARS CANADA STOCK DISTRIBUTED IN THE PUBLIC DISTRIBUTION IS CAD \$4.38 PER SHARE DIVIDEND PAID BY SEARS CANADA ON DECEMBER 6, 2013.

Form 990-PF	Other Decreases in Net Assets or Fund Balances	Statement	7
<u>Description</u>		<u>Amount</u>	
ALTERNATE VALUE ADJUSTMENT FOR AUTOZONE INC STK SOLD		4,079,088.	
ALTERNATE VALUE ADJUSTMENT FOR LOEWS COM STK SOLD		5,574,977.	
Total to Form 990-PF, Part III, line 5		9,654,065.	

Form 990-PF	U.S. and State/City Government Obligations		Statement	8
<u>Description</u>	<u>U.S. Gov't</u>	<u>Other Gov't</u>	<u>Book Value</u>	<u>Fair Market Value</u>
3,500,000 U.S. TREASURY BILLS DTD 12-1-12 DUE 01-10-13	X		0.	0.
Total U.S. Government Obligations				
Total State and Municipal Government Obligations				
Total to Form 990-PF, Part II, line 10a			0.	0.

Form 990-PF	Corporate Stock		Statement	9
<u>Description</u>			<u>Book Value</u>	<u>Fair Market Value</u>
60,000 SHS OF SEARS HOLDINGS CORP.			4,138,047.	2,942,400.
24,980 SHS OF AUTOZONE INC.			0.	0.
100,000 SHS OF BARNES & NOBLE INC			1,936,000.	1,495,000.
2,709 SHS OF ORCHARD SUPPLY HARDWARE CORP.			0.	0.
2,709 SHS OF OSH ONE LIQUIDATING CORP PFD CL A			6,122.	27.
9,561 SHS OF SEARS HOMETOWN & OUTLET STORES			232,193.	243,806.
25,698 SHS OF SEARS CANADA			169,073.	318,398.
113,000 SHS OF LOEWS CORPORATION			21.	5,451,120.
Total to Form 990-PF, Part II, line 10b			6,481,456.	10,450,751.

Form 990-PF

List of Substantial Contributors  
Part VII-A, Line 10

Statement 10

Name of Contributor

Address

WILMA S. TISCH

C/O BARRY L. BLOOM, 655 MADISON AVENUE,  
11TH FL  
NEW YORK, NY 10065

TFMG Associates LLC  
**REALIZED GAINS AND LOSSES**  
*Damial Foundation, Inc.*

910

2606033

From 01-01-13 Through 12-31-13

Open Date	Close Date	Quantity	Security	Unit Cost	Cost Basis	Amort. or Accretion	Proceeds per share	Gain Or Loss		
								Proceeds	Short Term	Long Term
10-05-12	05-28-13	210	SEARS HOMETOWN & OUTLET STORES	24 29	5,099 94		49 56	10,407 71	5,307 77	
10-05-12	05-29-13	500	SEARS HOMETOWN & OUTLET STORES	24 29	12,142 72		51 05	25,524 05	13,381 33	
10-05-12	05-30-13	340	SEARS HOMETOWN & OUTLET STORES	24 29	8,257 05		52 83	17,963 32	9,706 27	
10-05-12	05-31-13	610	SEARS HOMETOWN & OUTLET STORES	24 29	14,814 12		54 83	33,444 07	18,629 95	
10-05-12	06-03-13	295	SEARS HOMETOWN & OUTLET STORES	24 29	7,164 21		56 74	16,738 01	9,573 80	
<b>SEARS HOMETOWN &amp; OUTLET STORES</b>					<u>68,800.66</u>			<u>144,002.39</u>	<u>75,201.73</u>	
<b>TOTAL COMMON STOCK</b>					<u>1,355,236.75</u>			<u>15,580,908.45</u>	<u>75,201.73</u>	<u>14,150,469.96</u>

TFMG Associates LLC  
**REALIZED GAINS AND LOSSES**  
*Damial Foundation, Inc.*

910

2606033

From 01-01-13 Through 12-31-13

Open Date	Close Date	Quantity	Security	Unit Cost	Cost Basis	Amort. or Accretion	Proceeds per share	Gain Or Loss		
								Proceeds	Short Term	Long Term
<b>COMMON STOCK</b>										
AUTOZONE INC										
12-31-98	04-02-13	2,980	AUTOZONE INC	29 94	89,224 68		400 99	1,194,943 40		1,105,718 72
12-31-98	04-26-13	6,000	AUTOZONE INC	29 94	179,647 00		405 48	2,432,885 50		2,253,238 50
12-31-98	04-30-13	1,000	AUTOZONE INC	29 94	29,941 17		408 98	408,980 83		379,039 66
12-31-98	05-01-13	4,000	AUTOZONE INC	29 94	119,764 67		411 48	1,645,923 12		1,526,158 45
12-31-98	05-07-13	6,000	AUTOZONE INC	29 94	179,647 00		416 48	2,498,884 02		2,319,237 02
12-31-98	05-10-13	4,000	AUTOZONE INC	29 94	119,764 67		421 48	1,685,922 23		1,566,157 56
12-31-98	05-21-13	1,000	AUTOZONE INC	29 94	29,941 17		423 98	423,980 50		394,039 33
12-31-98	08-01-13	1,300	AUTOZONE INC	29 94	38,923 52		450 46	585,601 85		546,678 33
12-31-98	11-12-13	700	AUTOZONE INC	29 94	20,958 82		451 23	315,862 50		294,903 68
12-31-98	11-13-13	5,000	AUTOZONE INC	29 94	149,705 83		454 23	2,271,160 48		2,121,454 64
12-31-98	11-14-13	2,000	AUTOZONE INC	29 94	59,882 33		457 86	915,714 06		855,831 73
12-31-98	11-15-13	1,000	AUTOZONE INC	29 94	29,941 17		459 23	459,232 00		429,290 83
<b>AUTOZONE INC.</b>					<b>1,047,342.02</b>			<b>14,839,090.49</b>		<b>13,791,748 47</b>
LOEWS CORP										
01-11-74	10-22-13	12,000	LOEWS CORP	0 00	2 24		49 34	592,074 49		592,072 25
ORCHARD SUPPLY HARDWARE CORP										
11-19-09	06-17-13	2,483	ORCHARD SUPPLY HARDWARE CORP	88 39	219,474 07		2 12	5,262 13		(214,211 94)
11-23-09	06-17-13	226	ORCHARD SUPPLY HARDWARE CORP	86 80	19,617 77		2 12	478 95		(19,138 82)
<b>ORCHARD SUPPLY HARDWARE CORP.</b>					<b>239,091.84</b>			<b>5,741.08</b>		<b>(233,350 76)</b>
SEARS HOMETOWN & OUTLET STORES										
10-05-12	02-01-13	263	SEARS HOMETOWN & OUTLET STORES	24 29	6,387 07		39 99	10,517 13		4,130 06
10-05-12	05-06-13	35	SEARS HOMETOWN & OUTLET STORES	24 29	849 99		46 57	1,630 04		780 05
10-05-12	05-22-13	170	SEARS HOMETOWN & OUTLET STORES	24 29	4,128 53		47 02	7,994 04		3,865 51
10-05-12	05-23-13	230	SEARS HOMETOWN & OUTLET STORES	24 29	5,585 65		47 87	11,010 97		5,425 32
10-05-12	05-24-13	180	SEARS HOMETOWN & OUTLET STORES	24 29	4,371 38		48 74	8,773 05		4,401 67

**DAMIAL FOUNDATION, INC.  
GRANTS  
FOR THE YEAR ENDED DECEMBER 31, 2013**

<u>PAYEE</u>	<u>AMOUNT</u>	<u>LOCATION</u>
ALBERT EINSTEIN COLLEGE OF MEDICINE	10,000 00	BRONX, NEW YORK
BOYS CLUB OF NEW YORK INC	10,000 00	NEW YORK, NEW YORK
BROWN-RISD HILLEL HOUSE	25,000 00	PROVIDENCE, RHODE ISLAND
BROWN UNIVERSITY	150,000 00	PROVIDENCE, RHODE ISLAND
CHAI-LIFE LINE	1,000 00	NEW YORK, NEW YORK
COLUMBIA GRAMMAR AND PREPARATORY SCHOOL	10,000 00	NEW YORK, NEW YORK
CONGREGATION KOL AMI	100,000 00	WHITE PLAINS, NEW YORK
ELDRIDGE STREET PROJECT INC	10,000 00	NEW YORK, NEW YORK
FSH SOCIETY, INC -FACIOSCAPULOHUMERAL MUSCULAR DYSTROPHY SOCIETY	1,000 00	LEXINGTON, MASSACHUSETTS
HEALTH AND HUMANITARIAN AID FOUNDATION INC	25,000 00	GARNERVILLE, NEW YORK
HEBREW UNION COLLEGE-JEWISH INSTITUTE OF RELIGION	1,501,940 00	CINCINNATI, OHIO/NEW YORK, NY
HUMANE EDUCATION ADVOCATES REACHING TEACHERS-HEART	5,000 00	MAMARONECK, NEW YORK
JEWISH COMMUNAL FUND-DAMIAL FUND	800,000 00	NEW YORK, NEW YORK
LINCOLN CENTER THEATER	10,000 00	NEW YORK, NEW YORK
LUNG CANCER RESEARCH FOUNDATION	1,000 00	NEW YORK, NEW YORK
MONTEFIORE MEDICAL CENTER	150,000 00	BRONX, NEW YORK
MOUNT SINAI MEDICAL CENTER INC	100,000 00	NEW YORK, NEW YORK
NEW YORK SERVICE FOR THE HANDICAPPED-CAMP OAKHURST	1,000 00	NEW YORK, NEW YORK
NEW YORK PHILHARMONIC	1,000 00	NEW YORK, NEW YORK
NEW YORK UNIVERSITY	150,000 00	NEW YORK, NEW YORK
PARTNERSHIP FOR CHILDREN'S RIGHTS (FORMERLY LEGAL SERVICES FOR CHILDREN, INC )	25,000 00	NEW YORK, NEW YORK
RICHARD TUCKER MUSIC FOUNDATION INC	20,000 00	NEW YORK, NEW YORK
SUFFIELD ACADEMY	2,000,000 00	SUFFIELD, CONNECTICUT
TEACH FOR AMERICA INC	12,450 00	NEW YORK, NEW YORK
THE JEWISH COMMUNITY CENTER IN MANHATTAN INC	15,000 00	NEW YORK, NEW YORK
THE JEWISH GUILD FOR THE BLIND AKA JEWISH GUILD HEALTHCARE	5,000 00	NEW YORK, NEW YORK
TISCH MS RESEARCH CENTER OF NY-THE MULTIPLE SCLEROSIS RESEARCH & TREATMENT CENTER	1,000,000 00	NEW YORK, NEW YORK
UNIVERSITY OF MICHIGAN	255,000 00	ANN ARBOR, MICHIGAN
<b>TOTAL</b>	<u><u>6,394,390 00</u></u>	

All contributions were made to further educational, religious, medical, cultural, societal and environmental causes.

# Application for Extension of Time To File an Exempt Organization Return

Department of the Treasury  
Internal Revenue Service

▶ **File a separate application for each return.**  
▶ **Information about Form 8868 and its instructions is at [www.irs.gov/form8868](http://www.irs.gov/form8868)**

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form)

*Do not complete Part II unless you have already been granted an automatic 3 month extension on a previously filed Form 8868*  
**Electronic filing (e-file)**. You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions) For more details on the electronic filing of this form, visit [www.irs.gov/efile](http://www.irs.gov/efile) and click on *e-file for Charities & Nonprofits*

**Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).**

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete

Part I only

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

		Enter filer's identifying number
<b>Type or print</b>	Name of exempt organization or other filer, see instructions. <b>THE DAMIAL FOUNDATION, INC.</b>	Employer identification number (EIN) or <b>13-3693581</b>
File by the due date for filing your return. See instructions	Number, street, and room or suite no. If a P O box, see instructions. <b>655 MADISON AVENUE, 11TH FLOOR</b>	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. <b>NEW YORK, NY 10065</b>	

Enter the Return code for the return that this application is for (file a separate application for each return)

04

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

**BARRY L. BLOOM, ESQ**

- The books are in the care of ▶ **655 MADISON AVENUE, 11TH FLOOR - NEW YORK, NY 10065**

Telephone No ▶ **212-521-2930**

Fax No ▶ \_\_\_\_\_

- If the organization does not have an office or place of business in the United States, check this box
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) \_\_\_\_\_. If this is for the whole group, check this box . If it is for part of the group, check this box  and attach a list with the names and EINs of all members the extension is for

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **August 15, 2014**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:  
 ▶  calendar year **2013** or  
 ▶  tax year beginning \_\_\_\_\_, and ending \_\_\_\_\_

2 If the tax year entered in line 1 is for less than 12 months, check reason  Initial return  Final return  Change in accounting period

3a If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	<b>3a</b>	\$	<b>142,690.</b>
b If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	<b>3b</b>	\$	<b>162,916.</b>
c <b>Balance due.</b> Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	<b>3c</b>	\$	<b>0.</b>

**Caution.** If you are going to make an electronic funds withdrawal (direct debit) with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions