Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ Do not enter Social Security numbers on this form as it may be made public.

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

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning , and ending

Name of foundation: THE SCULLY PERETSMAN FOUNDATION

A Employer identification number: 13-3982344

Number and street (or P O box number if mail is not delivered to street address): 9 EAST 79TH STREET | Room/suite

B Telephone number: 617-720-5800

City or town, state or province, country, and ZIP or foreign postal code: NEW YORK, NY 10075

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: [X] 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) ▶$ 46,417,142.

J Accounting method: [X] Cash ☐ Accrual ☐ Other (specify) (Part I, column (d) must be on cash basis)

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

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Part I Analysis of Revenue and Expenses

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))

	Line		(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	0.		N/A	
	2	Check ▶ [X] if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	21,211.	21,211.		STATEMENT 1
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	7,222,870.			
	b	Gross sales price for all assets on line 6a 8,342,365.				
	7	Capital gain net income (from Part IV, line 2)		7,222,870.		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss)				
	11	Other income				
	12	**Total.** Add lines 1 through 11	7,244,081.	7,244,081.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0.	0.		0.
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees				
	b	Accounting fees STMT 2	7,946.	0.		0.
	c	Other professional fees STMT 3	10.	0.		0.
	17	Interest				
	18	Taxes STMT 4	359,965.	0.		0.
	19	Depreciation and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses STMT 5	750.	0.		0.
	24	**Total operating and administrative expenses.** Add lines 13 through 23	368,671.	0.		0.
	25	Contributions, gifts, grants paid	5,445,369.			5,445,369.
	26	**Total expenses and disbursements.** Add lines 24 and 25	5,814,040.	0.		5,445,369.
	27	Subtract line 26 from line 12				
	a	Excess of revenue over expenses and disbursements	1,430,041.			
	b	**Net investment income** (if negative, enter -0-)		7,244,081.		
	c	**Adjusted net income** (if negative, enter -0-)			N/A	

4/9

2

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	11,678,238.	14,049,132.	14,049,132.
	2 Savings and temporary cash investments			
	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			
	b Investments - corporate stock STMT 8	4,856,662.	7,992,830.	32,368,010.
	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 **Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	16,534,900.	22,041,962.	46,417,142.
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 **Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ [X] and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	16,534,900.	22,041,962.	
	30 **Total net assets or fund balances**	16,534,900.	22,041,962.	
	31 **Total liabilities and net assets/fund balances**	16,534,900.	22,041,962.	

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	16,534,900.
2	Enter amount from Part I, line 27a	2	1,430,041.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 6	3	4,078,021.
4	Add lines 1, 2, and 3	4	22,042,962.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 7	5	1,000.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	22,041,962.

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	SEE ATTACHED STATEMENT			
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	8,342,365.		1,119,495.	7,222,870.

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col (h) gain minus col. (k), but not less than -0-) or Losses (from col (h))
a				
b				
c				
d				
e				7,222,870.

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 7,222,870.

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	2,545,304.	36,495,867.	.069742
2011	4,616,668.	31,294,027.	.147526
2010	5,980,685.	21,708,625.	.275498
2009	2,476,955.	13,147,116.	.188403
2008	398,088.	10,104,475.	.039397

2	**Total** of line 1, column (d)	2	.720566
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	.144113
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	43,019,349.
5	Multiply line 4 by line 3	5	6,199,647.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	72,441.
7	Add lines 5 and 6	7	6,272,088.
8	Enter qualifying distributions from Part XII, line 4	8	5,445,369.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ________ (attach copy of letter if necessary-see instructions)				
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b			1	144,882.
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	144,882.
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	144,882.
6 Credits/Payments:				
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	180,000.		
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	180,000.
8 Enter any **penalty** for underpayment of estimated tax. Check here ☒ if Form 2220 is attached			8	2.
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	35,116.
11 Enter the amount of line 10 to be: **Credited to 2014 estimated tax** ▶ 35,116. **Refunded** ▶			11	0.

Part VII-A **Statements Regarding Activities**

		Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)?	1b		X
If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities			
c Did the foundation file **Form 1120-POL** for this year?	1c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ▶ $ 0. (2) On foundation managers. ▶ $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	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? N/A	4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7 Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ NY			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 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

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

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

Website address ▶ N/A

14 The books are in care of ▶ THE BOLLARD GROUP LLC Telephone no ▶ 617-720-5800

Located at ▶ ONE JOY STREET, BOSTON, MA ZIP+4 ▶ 02108

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

			Yes	No
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?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶			

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

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

				Yes	No
1a	During the year did the foundation (either directly or indirectly):				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 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?	☐ Yes ☒ No			
	If "Yes," list the years ▶ ______, ______, ______, ______				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.)	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?	☐ Yes ☒ 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	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
ROBERT W. SCULLY 9 EAST 79TH STREET NEW YORK, NY 10075	TRUSTEE 0.00	0.	0.	0.
NANCY B. PERETSMAN 9 EAST 79TH STREET NEW YORK, NY 10075	TRUSTEE 0.00	0.	0.	0.
EMMA C. SCULLY 9 EAST 79TH STREET NEW YORK, NY 10075	TRUSTEE 0.00	0.	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	
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 N/A	
2	
All other program-related investments See instructions.	
3	
Total. Add lines 1 through 3 ▶	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:			
a	Average monthly fair market value of securities		1a	30,662,850.
b	Average of monthly cash balances		1b	13,011,616.
c	Fair market value of all other assets		1c	
d	**Total** (add lines 1a, b, and c)		1d	43,674,466.
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	43,674,466.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	655,117.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4		5	43,019,349.
6	**Minimum investment return.** Enter 5% of line 5		6	2,150,967.

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	2,150,967.
2a	Tax on investment income for 2013 from Part VI, line 5	2a 144,882.		
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b		
c	Add lines 2a and 2b		2c	144,882.
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	2,006,085.
4	Recoveries of amounts treated as qualifying distributions		4	0.
5	Add lines 3 and 4		5	2,006,085.
6	Deduction from distributable amount (see instructions)		6	0.
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1		7	2,006,085.

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	5,445,369.
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	5,445,369.
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	5,445,369.

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				2,006,085.
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 398,088.				
b From 2009 2,476,980.				
c From 2010 4,895,384.				
d From 2011 3,060,539.				
e From 2012 909,076.				
f **Total** of lines 3a through e	11,740,067.			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ $ 5,445,369.				
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				2,006,085.
e Remaining amount distributed out of corpus	3,439,284.			
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	15,179,351.			
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	398,088.			
9 **Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a	14,781,263.			
10 Analysis of line 9:				
a Excess from 2009 2,476,980.				
b Excess from 2010 4,895,384.				
c Excess from 2011 3,060,539.				
d Excess from 2012 909,076.				
e Excess from 2013 3,439,284.				

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)

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

Part XV Supplementary Information (Complete this part only if the foundation had $5,000 or more in assets at any time during the year-see instructions.)

1 **Information Regarding Foundation Managers:**

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

SEE STATEMENT 9

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 ▶ [X] 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				
SEE STATEMENT A,B & C	NONE	501(C)(3)	SEE ATTACHED STATEMENT A,B, AND C.	5,445,369.
Total			▶ 3a	5,445,369.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

Form **990-PF** (2013)

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Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	21,211.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	7,222,870.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		7,244,081.	0.

13 **Total.** Add line 12, columns (b), (d), and (e) 13 7,244,081.

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

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

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

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

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

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

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

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

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

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

Mary B Per... 2/21/14 TRUSTEE

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
ANASTASIOS PARAFESTAS	A Parafestas	2/14/14		P00960470
Firm's name ▶ THE BOLLARD GROUP LLC			Firm's EIN ▶ 04-3450484	
Firm's address ▶ ONE JOY STREET BOSTON, MA 02108-1403			Phone no. 617-720-5800	

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	7,000 SHS PCLN	D	05/18/11	11/15/13
b	1,868 SHS XOXO	D	11/30/05	12/06/13
c	3,083 SHS XOXO	D	11/30/05	12/09/13
d	1,655 SHS XOXO	D	11/30/05	12/10/13
e	1,324 SHS XOXO	D	11/30/05	12/11/13
f	1,608 SHS XOXO	D	11/30/05	12/12/13
g	2,676 SHS XOXO	D	11/30/05	12/13/13
h	3,594 SHS XOXO	D	11/30/05	12/16/13
i	1,324 SHS XOXO	D	11/30/05	12/17/13
j	2,884 SHS XOXO	D	11/30/05	12/18/13
k	1,976 SHS XOXO	D	11/30/05	12/19/13
l	5,008 SHS XOXO	D	11/30/05	12/20/13
m				
n				
o				

	(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	7,961,765.		807,240.	7,154,525.
b	28,133.		21,603.	6,530.
c	44,662.		35,655.	9,007.
d	23,782.		19,140.	4,642.
e	18,459.		15,312.	3,147.
f	22,288.		18,597.	3,691.
g	37,171.		30,948.	6,223.
h	50,165.		41,565.	8,600.
i	18,438.		15,312.	3,126.
j	40,160.		33,353.	6,807.
k	27,547.		22,852.	4,695.
l	69,795.		57,918.	11,877.
m				
n				
o				

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a				7,154,525.
b				6,530.
c				9,007.
d				4,642.
e				3,147.
f				3,691.
g				6,223.
h				8,600.
i				3,126.
j				6,807.
k				4,695.
l				11,877.
m				
n				
o				

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	7,222,870.
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

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FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
ALLEN & CO.	21,211.	0.	21,211.
TOTAL TO FM 990-PF, PART I, LN 4	21,211.	0.	21,211.

FORM 990-PF ACCOUNTING FEES STATEMENT 2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PROFESSIONAL ACCOUNTING SERVICES	7,946.	0.		0.
TO FORM 990-PF, PG 1, LN 16B	7,946.	0.		0.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OTHER	10.	0.		0.
TO FORM 990-PF, PG 1, LN 16C	10.	0.		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 TAX PAYMENT	179,965.	0.		0.
2013 FEDERAL ESTIMATED TAX PAYMENTS	180,000.	0.		0.
TO FORM 990-PF, PG 1, LN 18	359,965.	0.		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
NEW YORK STATE FILING FEE	750.	0.		0.
TO FORM 990-PF, PG 1, LN 23	750.	0.		0.

FORM 990-PF OTHER INCREASES IN NET ASSETS OR FUND BALANCES	STATEMENT 6
DESCRIPTION	AMOUNT
BOOK/TAX ADJUSTMENT FOR COST/FMV OF CHARITABLE STOCK GIFT	4,078,021.
TOTAL TO FORM 990-PF, PART III, LINE 3	4,078,021.

FORM 990-PF OTHER DECREASES IN NET ASSETS OR FUND BALANCES	STATEMENT 7
DESCRIPTION	AMOUNT
BOOK/TAX ADJUSTMENT FOR NON-DEDUCTIBLE CONTRIBUTIONS	1,000.
TOTAL TO FORM 990-PF, PART III, LINE 5	1,000.

FORM 990-PF CORPORATE STOCK		STATEMENT 8
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
ALLEN & COMPANY - (SEE ATTACHED - STATEMENT 10)	7,992,830.	32,368,010.
TOTAL TO FORM 990-PF, PART II, LINE 10B	7,992,830.	32,368,010.

FORM 990-PF | PART XV - LINE 1A LIST OF FOUNDATION MANAGERS | STATEMENT 9

NAME OF MANAGER

ROBERT W. SCULLY
NANCY B. PERETSMAN

The Scully Peretsman Foundation
FEIN 13-3982344
Form 990-PF, Part II, Line 10b, Schedule of Investments - Corporate Stock
Year Ended December 31, 2013

		Inventory		Purchases or Other Acquisitions				Sales or Other Dispositions					Inventory			
Date Acquired	Type and Name of Security	Shares of Principal	Cost or Acquistion Value	Number of Shares	Cost Per Share	Gross Cost	Purchase Date	Number of Shares	Cost/ Share	Book Basis	Date Sold	Amount of Gain or Loss	Number of Shares or Principal	Cost or Acquisition Value	Market Value 12/31/13 See statement	Income Received
12/23/1998	**InteractiveCorp - Renamed (Donor cost - 149,980) Spin-off of 7,142 shs and received HSN, Ticketmaster, Tree com, Interval Leisure Grp	7,143	118,529										7,143	118 529	490 374 09	
8/12/2005	***Expedia Inc (Spin-off from IACI)	0	0											0		
	Expedia Inc Del Com New spin-off from Expedia Inc on Dec 21	2,192	35,763										2,192	35,763	152,694 72	
	Tripadvisor Inc spin-off from Expedia Inc on Dec 21	2,192	37,000										2,192	37,000	181,563 36	
11/30/2005	XO Group Inc (formerly The Knot Inc) (Donated)	27,000	312,255													
								(1,868)	11 565	(21,603)	12/6/2013					
								(3 083)	11 565	(35,655)	12/9/2013					
								(1,655)	11 565	(19,140)	12/10/2013					
								(1,324)	11 565	(15,312)	12/11/2013					
								(1,608)	11 565	(18,597)	12/12/2013					
								(2,676)	11 565	(30,948)	12/13/2013					
								(3,594)	11 565	(41,565)	12/16/2013					
								(1,324)	11 565	(15,312)	12/17/2013					
								(2 884)	11 565	(33,353)	12/18/2013					
								(1,976)	11 565	(22,852)	12/19/2013					
								(5,008)	11 565	(57,918)	12/20/2013					
	Total Sales							(27 000)		(312,255)		68 345				
5/12/2006	Priceline Com Inc Com New (Donated)	0	0													
3/1/2010	Priceline Com Inc Com New (Donated)	0	0													
5/18/2011	Priceline Com Inc Com New (Donated)	35,165	4,055,228										22,130 00	2,552,032	25,723,912 00	

The Scully Peretsman Foundation
FEIN 13-3982344
Form 990-PF, Part II, Line 10b, Schedule of Investments - Corporate Stock
Year Ended December 31, 2013

		Inventory		Purchases or Other Acquisitions				Sales or Other Dispositions					Inventory			
Date Acquired	Type and Name of Security	Shares of Principal	Cost or Acquistion Value	Number of Shares	Cost Per Share	Gross Cost	Purchase Date	Number of Shares	Cost/ Share	Book Basis	Date Sold	Amount of Gain or Loss	Number of Shares or Principal	Cost or Acquistion Value	Market Value 12/31/13 See statement	Income Received
								(200)	115 320	(23,064)	11/15/2013					
								(100)	115 320	(11,532)	11/15/2013					
								(100)	115 320	(11 532)	11/15/2013					
								(100)	115 320	(11 532)	11/15/2013					
								(100)	115 320	(11,532)	11/15/2013					
								(200)	115 320	(23,064)	11/15/2013					
								(100)	115 320	(11,532)	11/15/2013					
								(100)	115 320	(11,532)	11/15/2013					
								(100)	115 320	(11,532)	11/15/2013					
								(100)	115 320	(11,532)	11/15/2013					
								(100)	115 320	(11,532)	11/15/2013					
								(3,895)	115 320	(449,171)	11/15/2013					
								(100)	115 320	(11,532)	11/15/2013					
								(102)	115 320	(11,763)	11/15/2013					
								(10)	115 320	(1,153)	11/15/2013					
								(93)	115 320	(10,725)	11/15/2013					
								(100)	115 320	(11,532)	11/15/2013					
								(100)	115 320	(11,532)	11/15/2013					
								(200)	115 320	(23,064)	11/15/2013					
								(100)	115 320	(11,532)	11/15/2013					
								(100)	115 320	(11 532)	11/15/2013					
								(100)	115 320	(11,532)	11/15/2013					
								(100)	115 320	(11,532)	11/15/2013					
								(100)	115 320	(11,532)	11/15/2013					
								(100)	115 320	(11,532)	11/15/2013					
								(200)	115 320	(23,064)	11/15/2013					
								(200)	115 320	(23,064)	11/15/2013					
								(100)	115 320	(11,532)	11/15/2013					
	Total Sales							**(7,000)**		**(807,240)**		**7,154,525**				
								(1,300)	115 320	(149,916)	5/14/2013					
								(1,300)	115 320	(149,916)	5/14/2013					
								(600)	115 320	(69,192)	5/14/2013					
								(2,600)	115 320	(299,832)	5/14/2013					
	Donated to Charity							(10)	115 320	(1,153)	8/15/2013					
								(100)	115 320	(11,532)	8/15/2013					
								(100)	115 320	(11,532)	8/15/2013					
								(25)	115 320	(2,883)	8/15/2013					
	Total Donations							**(6,035)**		**(695,956)**						
12/18/2006	Time Warner, Inc (Donated) Reverse Stock Split 1 3 on March 30, 2009	3,333	152,372 00										3,333	152,372	232,376 76	
4/2/2009	Time Warner Cable Inc Spin-off from Time Warner Inc on April 2, 2009	836	53,729 00										836	53 729	113 278 00	

Statement 10

The Scully Perelsman Foundation
FEIN 13-3982344
Form 990-PF, Part II, Line 10b, Schedule of Investments - Corporate Stock
Year Ended December 31, 2013

Date Acquired	Type and Name of Security	Inventory: Shares of Principal	Inventory: Cost or Acquistion Value	Purchases or Other Acquisitions: Number of Shares	Purchases or Other Acquisitions: Cost Per Share	Purchases or Other Acquisitions: Gross Cost	Purchases or Other Acquisitions: Purchase Date	Sales or Other Dispositions: Number of Shares	Sales or Other Dispositions: Cost/Share	Sales or Other Dispositions: Book Basis	Sales or Other Dispositions: Date Sold	Sales or Other Dispositions: Amount of Gain or Loss	Inventory: Number of Shares or Principal	Inventory: Cost or Acquisition Value	Inventory: Market Value 12/31/13 See statement	Income Received
12/15/2009	AOL Inc Spin-off from Time Warner Inc on December 15, 2009	303	10,699 00										303	10 699	14,125 86	
12/19/2007	Priceline com (Donated/Restricted)	0												0		
8/26/2008	Interval Leisure Grp (spin-off from InteractiveCorp)	2,857	37,425 85										2 857	37 426	88,304 16	
8/26/2008	Tree com (spin-off from InteractiveCorp)	476	6,235 46										476	6,235	15,631 84	
1/27/2010	Live Nation Entmt Inc	4,212	37 426 00										4,212	37 426	83 229 12	
	Boeing Co Com			2 661	132 6840	353,072 53	11/11/2013						2 661	353 073	363 199 89	
	CVS Caremark Corp			5 535	63 8650	353 491 40	11/11/2013						5 535	353 491	396,139 95	
	Conagra Foods Inc Com			10 917	32 3900	353,604 16	11/11/2013						10 917	353 604	367 902 90	
	Dover Corp Com			3,841	92 0530	353 576 22	11/11/2013						3 841	353 576	370 810 14	
	Express Scripts Hldg Co Com			5,475	64 5780	353 564 05	11/11/2013						5 475	353 564	384 564 00	
	General Dynamics Corp Com			4 055	87 1830	353,527 61	11/11/2013						4 055	353 528	387 455 25	
	General Mills Inc Com			7,020	50 3690	353,591 88	11/11/2013						7 020	353 592	350 368 20	
	Glaxosmithkline Plcs Spons Adr			6,681	52 9240	353,584 91	11/11/2013						6,681	353 585	356,698 59	
	Mcgraw Hill Finl Inc Com			4 940	71 5890	353 648 37	11/11/2013						4,940	353 648	386,308 00	
	Molson Coors Brewing Co Cl			6,580	53 7580	353 726 86	11/11/2013						6,580	353,727	369 467 00	
	Moodys Corp Com			4 808	73 5460	353 608 17	11/11/2013						4 808	353,608	377 283 76	
	Oracle Corp Com			10 293	34 3510	353,572 50	11/11/2013						10,293	353 573	393,810 18	
	Prestige Brands Hldg Inc Com			10,800	32 9160	355 487 51	11/11/2013						10 800	355 488	386 640 00	
	Siemens A G Sponsored Adr			2 757	128 2420	353 563 27	11/11/2013						2,757	353 563	381,872 07	
Totals			4,856,662	86,363	970	4,951,619						7,222,870		7,992,831	32,368,009 84	0 00

The Scully Peretsman Foundation
EIN: 13-3982344
Form 990-PF, Part I, Line 25, Columns (a)
Form 990-PF, Part XV, Line 3, Grants and Contributions Paid During the Year - Summary
Year Ended December 31, 2013

	Amount	Reference
Cash	$ 671,392	Statement B
Stock	$ 4,773,977	Statement C
Total	$ 5,445,369	

The Scully Peretsman Foundation
FEIN: 13-3982344
Form 990-PF, Part 1, Line 25
Form 990-PF, Part XV, Line 3, Summary of Grants and Contributions Paid During the Year - Cash
Year Ended December 31, 2013

Date	Recipient Names	Recipient Address	Recipient Status	Purpose	Recipient Relationship	Amount
1/8/2013	Far Rockaway Community Church of the Nazarene/Project Sandy	1414 Central Avenue, Far Rockaway, NY 11691	501c(3)	Community services	None	5,000
2/28/2013	Advocates for Children of New York	151 West 30th Street 5th Floor, New York, NY 10001	501c(3)	Education	None	25,000
3/1/2013	Foundation House	425 West 47th St, New York, NY 10036	501c(3)	Education	None	2,500
3/12/2013	CIA Officers Memorial Foundation	P O Box 405, Herndon, Virginia 20172-0405	501c(3)	Education	None	10,000
3/12/2013	Seeds of Peace	370 Lexington Avenue, Suite 1201 New York, NY 10017	501c(3)	Education	None	1,000
3/20/2013	Yale School of Management	PO Box 2038, New Haven, CT 06521-2038	501c(3)	Education	None	1,000
3/28/2013	Bermuda Sloop Foundation-See below	12 Wesley St, Hamilton HM 11, Bermuda	None	Education	None	1,000
4/9/2013	New Classrooms	1250 Broadway, 30th Floor, New York, NY 10001	501c(3)	Education	None	20,000
4/25/2013	Prep for Prep	328 West 71st Street, New York, NY 10023	501c(3)	Education	None	10,000
5/2/2013	Democracy Prep Public Schools	222 West 134th Street, New York, NY 10030	501c(3)	Education	None	10,000
5/13/2013	UCLA Foundation/School of Law	10920 Wilshire Boulevard, Suite 1400, LA, CA 90024-6516	501c(3)	Education	None	10,000
5/15/2013	WNET-Charlie Rose Show	825 Eighth Avenue, New York, NY 10019	501c(3)	Art and education	None	50,000
5/15/2013	Cystic Fibrosis Foundation	424 Madison Avenue 6th Floor, New York, NY 10017	501c(3)	Research and Education	None	10,000
5/16/2013	Harvard Business School	124 Mount Auburn Street, Cambridge, MA 02138	501c(3)	Education	None	250,000
6/11/2013	The Metropolitan Museum of Art	1000 Fifth Avenue, New York, NY 10028-0198	501c(3)	Education	None	5,623
6/18/2013	New Leaders	30 West 26th Street, New York, NY 10010	501c(3)	Education	None	25,000
8/21/2013	Teach for All	315 West 36th St, 5th Floor, New York NY 10018	501c(3)	Education	None	6,000
8/21/2013	Educators 4 Excellence	333 West 39th Street, Suite 703, New York, NY 10018	501c(3)	Education	None	6,000
8/21/2013	Young Women's Leadership Network	322 Eighth Avenue, 14th floor, New York, NY 10001	501c(3)	Education	None	1,530
8/21/2013	The Metropolitan Opera	Lincoln Center, New York, NY 1023	501c(3)	Performing Arts	None	639
9/10/2013	Student Sponsor Partners	424 Madison Avenue, Suite 1002, New York, NY 10017	501c(3)	Education	None	4,100
9/10/2013	Yale University- School of Management	PO Box 2038, New Haven, CT 06521-2038	501c(3)	Education	None	5,000
9/10/2013	Human Rights First	333 Seventh Avenue, 13th Floor, New York, NY 10001	501c(3)	Education	None	5,000
9/10/2013	StoryCorps	80 Hanson Place, 2nd Floor, Brooklyn, NY 11217	501c(3)	Education	None	10,000
9/17/2013	Center for Educational Innovation	28 West 44th Street, New York, NY 10036-6600	501c(3)	Education	None	10,000

The Scully Peretsman Foundation
FEIN: 13-3982344
Form 990-PF, Part 1, Line 25
Form 990-PF, Part XV, Line 3, Summary of Grants and Contributions Paid During the Year - Cash
Year Ended December 31, 2013

Date	Recipient Names	Recipient Address	Recipient Status	Purpose	Recipient Relationship	Amount
9/24/2013	New York Public Radio	160 Varick Street, New York, NY 10013	501c(3)	Arts, Culture, and Humanities	None	2,500
9/24/2013	Lincoln Center for the Performing Arts	70 Lincoln Center Plaza, New York, NY 10023-6583	501c(3)	Performing Arts	None	25,000
10/16/2013	Women for Women International	2000 M Street, NW Suite 200, Washington DC 20036	501c(3)	Education and humanities	None	1,000
10/21/2013	Grassroot Soccer	P O Box 712 Norwich, VT 05055	501c(3)	Education	None	5,000
11/18/2013	Common Sense Media	650 Townsend St, Suite 435, San Francisco, CA 94103	501c(3)	Education	None	2,500
11/18/2013	Yale School of Management	PO Box 2038, New Haven, CT 06521-2038	501c(3)	Education	None	1,000
11/21/2013	Hannah Peretsman Breene Foundation	596 Longview Road, South Orange, New Jersey 07079	501c(3)	Education	None	1,000
11/22/2013	Classroom Inc	245 Fifth Avenue, 20th Floor, New York, NY 10016	501c(3)	Education	None	10,000
12/4/2013	Central Park Conservancy , Inc	14 E 60th ST, New York, NY 10022	501c(3)	Education and community services	None	50,000
12/18/2013	American Museum of Natural History	79th St, New York, NY 10024-5192	501c(3)	Education	None	75,000
12/19/2013	Princeton University	330 Alexander St, Princeton, NJ 08540	501c(3)	Education	None	15,000
TOTALS						$ 672,392
					Nondeductible	$ 1,000
						$ 671,392
	$1,000 Cash contribution to the Bermuda Sloop Foundation is nondeductible due to the organization is not a U S entity In addtion, it is not registered under IRS code for 501c(3)					

The Scully Peretsman Foundation
EIN: 13-3982344
Form 990-PF, Part I, Line 25
Form 990-PF, Part XV, Line 3, Grant and Contributions Paid During the Year - Stock
Year Ended December 31, 2013

Date	Recipient Name	Recipient Address	Recipient Status	Purpose of Grant	Recipient Relationship	Shares	Stock Code	Book Basis [1]	FMV [2]
05/14/13	Teach for America	315 W 36th Street, 7th floor, New York, NY 10018	501(c)(3)	Education	None	1,300	PCLN	149,916	1,020,526
05/14/13	Institute for Advanced Study	1 Einstein Drive, Princeton, NJ 08540	501(c)(3)	Education	None	1,300	PCLN	149,916	1,020,526
05/14/13	The Metropolitan Museum of Art	100 Fifth Ave, New York, NY 10028-0198	501(c)(3)	Education	None	600	PCLN	69,192	471,012
05/14/13	Princeton University	300 Alexander St, Princeton, NJ 08540	501(c)(3)	Education	None	2,600	PCLN	299,832	2,041,052
08/15/13	The Metropolitan Opera	Lincoln Center, New York, NY 10023	501(c)(3)	Education	None	10	PCLN	1,153	9,361
08/15/13	Educators 4 Excellence	333 W 39th Street RM 703, New York, NY 10018	501(c)(3)	Education	None	100	PCLN	11,532	94,000
08/15/13	Teach For All	315 West 36th St, 5th Floor, New York, NY 10018	501(c)(3)	Education	None	100	PCLN	11,532	94,000
08/15/13	Young women's Leadership Networl	322 Eighth Avenue, 14th Floor, New York, NY 10001	501(c)(3)	Education	None	25	PCLN	2,883	23,500
TOTALS						6,035		$ 695,956	$ 4,773,977

Note:
[1] The Book Value of the stock is determined by cost or per share value on the date of the contribution.
[2] The Fair Market Value of the stock is determined by the mean market value (NYSE) on the date of contribution.

Fair Market Value	$ 4,773,977	
Book Value	695,956	
Appreciation	$ 4,078,021	Form 990-PF, Part III, Line 3