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**Return of Private Foundation
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.

2013

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

Reader's Digest Foundation
44 South Broadway
White Plains, NY 10601

A Employer identification number
13-6120380

B Telephone number (see the instructions)
914-244-1000

C If exemption application is pending, check here ▶

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

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

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

G Check all that apply

<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity
<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return
<input type="checkbox"/> Address change	<input type="checkbox"/> Name change

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

I Fair market value of all assets at end of year (from Part II, column (c), line 16)
▶ \$ 5,151,514.

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

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
REVENUE	1 Contributions, gifts, grants, etc. received (att sch)				
	2 Ck <input checked="" type="checkbox"/> if the foundn is not req to att Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	117,694.	117,694.	117,694.	
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain/(loss) from sale of assets not on line 10	99,291.			
	b Gross sales price for all assets on line 6a 400,000.				
	7 Capital gain net income (from Part IV, line 2)		99,291.		
	8 Net short-term capital gain				
	9 Income modifications				
ADMINISTRATIVE AND EXPENSES	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit/(loss) (att sch)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	216,985.	216,985.	117,694.	
	13 Compensation of officers, directors, trustees, etc.	97,258.			97,258.
	14 Other employee salaries and wages	44,724.			44,724.
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach sch) See St 1	29,500.	5,900.		23,600.
	c Other prof fees (attach sch) See St 2	54,185.			54,185.
17 Interest					
18 Taxes (attach schedule)(see instrs) See Stm 3	4,340.				
19 Depreciation (attach sch) and depletion					
20 Occupancy					
21 Travel, conferences, and meetings	994.			994.	
22 Printing and publications					
23 Other expenses (attach schedule) See Statement 4	48,481.			48,481.	
24 Total operating and administrative expenses. Add lines 13 through 23	279,482.	5,900.		269,242.	
25 Contributions, gifts, grants paid Part XV	91,521.			81,432.	
26 Total expenses and disbursements. Add lines 24 and 25	371,003.	5,900.	0.	350,674.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-154,018.				
b Net investment income (if negative, enter -0-)		211,085.			
c Adjusted net income (if negative, enter -0-)			117,694.		

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			
		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value		
ASSETS	1	Cash – non-interest-bearing			
	2	Savings and temporary cash investments	50,040.	91,670.	91,670.
	3	Accounts receivable			
		Less allowance for doubtful accounts			
	4	Pledges receivable			
		Less allowance for doubtful accounts			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach sch)			
		Less allowance for doubtful accounts			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments – U S and state government obligations (attach schedule)			
	b	Investments – corporate stock (attach schedule) Statement 5	2,480,805.	2,764,506.	2,764,506.
	c	Investments – corporate bonds (attach schedule) Statement 6	2,345,662.	2,295,338.	2,295,338.
	11	Investments – land, buildings, and equipment basis			
	Less accumulated depreciation (attach schedule)				
12	Investments – mortgage loans				
13	Investments – other (attach schedule)				
14	Land, buildings, and equipment basis				
	Less accumulated depreciation (attach schedule)				
15	Other assets (describe)	3,391.			
16	Total assets (to be completed by all filers – see the instructions Also, see page 1, item I)	4,879,898.	5,151,514.	5,151,514.	
LIABILITIES	17	Accounts payable and accrued expenses	20,597.	32,035.	
	18	Grants payable	12,934.	10,114.	
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, & other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe See Statement 7)		15,407.	
	23	Total liabilities (add lines 17 through 22)	33,531.	57,556.	
NET ASSETS OR FUND BALANCES	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input checked="" type="checkbox"/>				
	24	Unrestricted	4,846,367.	5,093,958.	
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input type="checkbox"/>				
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, building, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances (see instructions)	4,846,367.	5,093,958.	
	31	Total liabilities and net assets/fund balances (see instructions)	4,879,898.	5,151,514.	

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 4,846,367.
2	Enter amount from Part I, line 27a	2 -154,018.
3	Other increases not included in line 2 (itemize) See Statement 8	3 416,393.
4	Add lines 1, 2, and 3	4 5,108,742.
5	Decreases not included in line 2 (itemize) See Statement 9	5 14,784.
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6 5,093,958.

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 shares MLC Company)	(b) How acquired P -- Purchase D -- Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1 a See Statement 10			
b			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(j) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss) If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	99,291.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 	3	0.

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 (column (b) divided by column (c))
2012	160,107.	4,806,731.	0.033309
2011	495,029.	4,881,669.	0.101406
2010	534,866.	4,954,962.	0.107946
2009	1,047,166.	5,634,049.	0.185864
2008	1,919,190.	7,578,016.	0.253258

2 Total of line 1, column (d)	2	0.681783
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.136357
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	4,938,801.
5 Multiply line 4 by line 3	5	673,440.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	2,111.
7 Add lines 5 and 6	7	675,551.
8 Enter qualifying distributions from Part XII, line 4	8	349,674.

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

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

1 a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter 'N/A' on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary – see instrs)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	4,222.
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, column (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	0.
3	Add lines 1 and 2	3	4,222.
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	4,222.
6	Credits/Payments		
a	2013 estimated tax pmts and 2012 overpayment credited to 2013	6 a	3,715.
b	Exempt foreign organizations – tax withheld at source	6 b	
c	Tax paid with application for extension of time to file (Form 8868)	6 c	6,000.
d	Backup withholding erroneously withheld	6 d	
7	Total credits and payments Add lines 6a through 6d	7	9,715.
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	0.
10	Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	5,493.
11	Enter the amount of line 10 to be Credited to 2014 estimated tax <input type="checkbox"/> 5,493. Refunded <input type="checkbox"/>	11	0.

Part VII-A Statements Regarding Activities

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

BAA

Form 990-PF (2013)

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>Reader's Digest Foundation</u> Telephone no <u>914-244-1000</u> Located at <u>44 South Broadway White Plains NY</u> ZIP + 4 <u>10601</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year <u>N/A</u>	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 <u></u>	16		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
1 a	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>	1 b	X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1 c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If 'Yes,' list the years <u>20</u> , <u>20</u> , <u>20</u> , <u>20</u>		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer 'No' and attach statement - see instructions)	2 b	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <u>20</u> , <u>20</u> , <u>20</u> , <u>20</u>		
3 a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If 'Yes,' did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013)	3 b	N/A
4 a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4 b	X

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

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

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

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

(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)? (see instructions) Yes No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

b If any answer is 'Yes' to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? 5 b N/A

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

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

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

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

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

If 'Yes' to 6b, file Form 8870

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

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

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Statement 11		97,258.	0.	0.

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

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

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

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
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 <u>See Statement 12</u>	
2 -----	
3 -----	
4 -----	

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

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

	Amount	
1 <u>N/A</u>		
2 -----		
3 All other program-related investments See instructions		
Total. Add lines 1 through 3		0.

BAA

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	1 a	4,943,156.
b	Average of monthly cash balances	1 b	70,855.
c	Fair market value of all other assets (see instructions)	1 c	
d	Total (add lines 1a, b, and c)	1 d	5,014,011.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1 e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	5,014,011.
4	Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	75,210.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	4,938,801.
6	Minimum investment return. Enter 5% of line 5	6	246,940.

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	246,940.
2a	Tax on investment income for 2013 from Part VI, line 5	2 a	4,222.
b	Income tax for 2013 (This does not include the tax from Part VI)	2 b	
c	Add lines 2a and 2b	2 c	4,222.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	242,718.
4	Recoveries of amounts treated as qualifying distributions	4	1,000.
5	Add lines 3 and 4	5	243,718.
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	243,718.

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	1 a	350,674.
b	Program-related investments — total from Part IX-B	1 b	
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)	3 a	
b	Cash distribution test (attach the required schedule)	3 b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	350,674.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	350,674.

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				243,718.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			0.	
b Total for prior years 20__, 20__, 20__		0.		
3 Excess distributions carryover, if any, to 2013				
a From 2008	1,545,705.			
b From 2009	766,644.			
c From 2010	293,193.			
d From 2011	264,007.			
e From 2012	39,634.			
f Total of lines 3a through e	2,909,183.			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 350,674.				
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				243,718.
e Remaining amount distributed out of corpus	106,956.			
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	3,016,139.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount – see instructions		0.		
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount – see instructions			0.	
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)	1,545,705.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	1,470,434.			
10 Analysis of line 9				
a Excess from 2009	766,644.			
b Excess from 2010	293,193.			
c Excess from 2011	264,007.			
d Excess from 2012	39,634.			
e Excess from 2013	106,956.			

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

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

1 Information Regarding Foundation Managers:

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

None

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

None

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

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

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

See Statement 13

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

See Statement for Line 2a

c Any submission deadlines

See Statement for Line 2a

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

See Statement for Line 2a

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<p><i>a Paid during the year</i> See Statement 14</p>				
<p>Total ▶ 3 a</p>				<p>80,432.</p>
<p><i>b Approved for future payment</i> See Statement 15</p>				
<p>Total ▶ 3 b</p>				<p>10,114.</p>

Statement 1
Form 990-PF, Part I, Line 16b
Accounting Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Accounting	\$ 14,500.	\$ 2,900.		\$ 11,600.
Auditing	15,000.	3,000.		12,000.
Total	<u>\$ 29,500.</u>	<u>\$ 5,900.</u>	<u>\$ 0.</u>	<u>\$ 23,600.</u>

Statement 2
Form 990-PF, Part I, Line 16c
Other Professional Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Grant consulting	\$ 48,000.			\$ 48,000.
Matching gift administration	6,185.			6,185.
Total	<u>\$ 54,185.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>	<u>\$ 54,185.</u>

Statement 3
Form 990-PF, Part I, Line 18
Taxes

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Federal excise tax	\$ 4,340.			
Total	<u>\$ 4,340.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

Statement 4
Form 990-PF, Part I, Line 23
Other Expenses

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Computer fees	\$ 750.			\$ 750.
Fringe benefits & payroll taxes	43,616.			43,616.
Memberships	2,660.			2,660.
Miscellaneous	705.			705.
New York State annual fees	500.			500.
Seminars	250.			250.
Total	<u>\$ 48,481.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>	<u>\$ 48,481.</u>

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Statement 5
Form 990-PF, Part II, Line 10b
Investments - Corporate Stocks

<u>Corporate Stocks</u>	<u>Valuation Method</u>	<u>Book Value</u>	<u>Fair Market Value</u>
Vanguard Developed Markets Index Fund	Mkt Val	\$ 448,231.	\$ 448,231.
Vanguard Emerging Markets Index Fund	Mkt Val	100,643.	100,643.
Vanguard Small Cap Index Fund	Mkt Val	325,303.	325,303.
Vanguard 500 Index Fund	Mkt Val	1,890,329.	1,890,329.
	Total	<u>\$ 2,764,506.</u>	<u>\$ 2,764,506.</u>

Statement 6
Form 990-PF, Part II, Line 10c
Investments - Corporate Bonds

<u>Corporate Bonds</u>	<u>Valuation Method</u>	<u>Book Value</u>	<u>Fair Market Value</u>
Vanguard Total Bond Market Index Fund	Mkt Val	\$ 2,295,338.	\$ 2,295,338.
	Total	<u>\$ 2,295,338.</u>	<u>\$ 2,295,338.</u>

Statement 7
Form 990-PF, Part II, Line 22
Other Liabilities

Current federal excise taxes	\$	625.
Deferred federal excise taxes		14,782.
	Total	<u>\$ 15,407.</u>

Statement 8
Form 990-PF, Part III, Line 3
Other Increases

Net Unrealized Gains or Losses on Investments	\$	416,393.
	Total	<u>\$ 416,393.</u>

Statement 9
Form 990-PF, Part III, Line 5
Other Decreases

Current deferred federal etaxes	\$	8,329.
Prior years' deferred federal taxes		6,455.
	Total	<u>\$ 14,784.</u>

Statement 10
Form 990-PF, Part IV, Line 1
Capital Gains and Losses for Tax on Investment Income

Item	(a) Description	(b) How Acquired	(c) Date Acquired	(d) Date Sold	(e) Gross Sales	(f) Deprec. Allowed	(g) Cost Basis	(h) Gain (Loss)	(i) FMV 12/31/69	(j) Adj. Bas. 12/31/69	(k) Excess (i)-(j)	(l) Gain (Loss)
1	1,490 shares Vanguard Developed Markets Index Fund	Purchased	12/05/2011	2/11/2013	15,000.		13,004.	1,996.				\$ 1,996.
2	265 shares Vanguard Small Cap Index Fund	Purchased	12/05/2011	2/11/2013	10,000.		7,988.	2,012.				2,012.
3	648 shares Vanguard 500 Index Fund	Purchased	12/05/2011	2/11/2013	75,000.		61,275.	13,725.				13,725.
4	793 shares Vanguard MSCI Emerging Markets Fund	Purchased	12/05/2011	5/23/2013	100,000.		74,966.	25,034.				25,034.
5	3,623 shares Vanguard Developed Markets Index Fund	Purchased	12/05/2011	9/10/2013	40,000.		31,631.	8,369.				8,369.
6	466 shares Vanguard MSCI Emerging Markets Fund	Purchased	12/05/2011	9/10/2013	60,000.		44,037.	15,963.				15,963.
7	430 shares Vanguard Small Cap Index Fund	Purchased	12/05/2011	12/10/2013	20,000.		12,961.	7,039.				7,039.
8	580 shares Vanguard MSCI Emerging Markets Fund	Purchased	12/05/2011	12/10/2013	80,000.		54,847.	25,153.				25,153.
											Total	\$ 99,291.

Statement 11
Form 990-PF, Part VIII, Line 1
List of Officers, Directors, Trustees, and Key Employees

Name and Address	Title and Average Hours Per Week Devoted	Compensation	Contribution to EBP & DC	Expense Account/Other
Robert Guth Reader's Digest Foundation White Plains, NY 10601	Chairman 1.00	\$ 0.	\$ 0.	\$ 0.
Susan W. Cumiskey Reader's Digest Foundation White Plains, NY 10601	Director 1.00	0.	0.	0.
William H. Magill Reader's Digest Foundation White Plains, NY 10601	Treasurer (Ret) 1.00	0.	0.	0.
Susan Russ Reader's Digest Foundation White Plains, NY 10601	President 9.00	50,172.	0.	0.

Reader's Digest Foundation

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Statement 11 (continued)
Form 990-PF, Part VIII, Line 1
List of Officers, Directors, Trustees, and Key Employees

<u>Name and Address</u>	<u>Title and Average Hours Per Week Devoted</u>	<u>Compen- sation</u>	<u>Contri- bution to EBP & DC</u>	<u>Expense Account/ Other</u>
Elizabeth A. Longley Reader's Digest Foundation White Plains, NY 10601	Secretary 28.00	\$ 47,086.	\$ 0.	\$ 0.
Phyllis E. Gebhardt Reader's Digest Foundation White Plains, NY 10601	Director 1.00	0.	0.	0.
Paul L. Gillow Reader's Digest Foundation White Plains, NY 10601	Director 1.00	0.	0.	0.
Howard Halligan Reader's Digest Foundation White Plains, NY 10601	Treasurer 0	0.	0.	0.
	Total	<u>\$ 97,258.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

Statement 12
Form 990-PF, Part IX-A, Line 1
Summary of Direct Charitable Activities

<u>Direct Charitable Activities</u>	<u>Expenses</u>
Volunteer Program - The Foundation supported volunteer activity by employees of The Reader's Digest Association, Inc., for underprivileged children including a back-to-school clothing drive, Christmas holiday parties and educational programs.	

Statement 13
Form 990-PF, Part XV, Line 2a-d
Application Submission Information

Name of Grant Program:	
Name:	Susan F. Russ
Care Of:	Reader's Digest Foundation
Street Address:	44 South Broadway
City, State, Zip Code:	White Plains, NY 10601
Telephone:	914-244-1000
E-Mail Address:	Susan Russ@ReadersDigest.com
Form and Content:	Letter
Submission Deadlines:	None
Restrictions on Awards:	None

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Statement 14
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
Westhab, Inc. 85 Executive Boulevard Elmsford, NY 10523		Public	General support	\$ 10,000.
Jacob Burns Film Center 39 Manville Road Pleasantville, NY 10570		Public	Minds in Motion Program	5,000.
JK Group Trustee for Reader's Digest Fdn P.O. Box 7174 Princeton, NJ 08543		Public	Matching Gifts Program - Gifts to publicly supported charities matching the contributions of employees of The Reader's Digest Association, Inc. See Schedule attached.	55,432.
JK Group Trustee for Reader's Digest Fdn P.O. Box 7174 Princeton, NJ 08543		Public	Volunteer Incentive Program - Grants to charitable organizations in which employees of The Reader's Digest Association, Inc., participate as volunteers. See Schedule attached.	6,000.
Hudson River Museum 511 Warburton Avenue Yonkers, NY 10701		Public	Junior Docent Programt	5,000.
			Total	\$ <u>81,432.</u>

Statement 15
Form 990-PF, Part XV, Line 3b
Recipient Approved for Future Payment

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
JK Group Trustee for Reader's Digest Fdn P.O. Box 7174 Princeton, NJ 08543		Public	Matching Gifts Program - Gifts to publicly supported charities matching the contributions of employees of The Reader's Digest Association, Inc.	\$ 7,114.
JK Group Trustee for Reader's Digest Fdn P.O. Box 7174 Princeton, NJ 08543		Public	Volunteer Incentive Program - Grants to charitable organizations in which employees of The Reader's Digest Association, Inc., participate as volunteers.	3,000.
Total				\$ <u>10,114.</u>

Reader's Digest Foundation
EIN: 13-6120380
Year Ended December 31, 2013

Form 990-PF, Part XV, Line 3a - Statement 14

Matching Gifts

January 2013 Distribution	\$ 11,434 00
March 2013 Distribution	16,625 00
July 2013 Distribution	18,648 00
October 2013 Distribution	<u>8,725 00</u>
	<u>\$ 55,432 00</u>

Volunteer Incentive Program

January 2013 Distribution	\$ 2,500 00
July 2013 Distribution	\$ 1,500 00
October 2013 Distribution	<u>2,000 00</u>
	<u>\$ 6,000 00</u>

See Schedules Attached

Reader's Digest Foundation
EIN: 13-6120380
Year Ended December 31, 2013

Form 990-PF, Part XV, Line 3a - Statement 12

Volunteer Incentive Program	
East Troy Railroad Museum Inc	\$ 500 00
Foundation for Diabetes Research	500 00
Futbol Club Broncos	500 00
Foundation for Diabetes Research	500 00
Futbol Club Broncos	500 00
Immaculate High School - Danbury, CT	500 00
PTA Putnam Valley High School - Putnam Valley, NY	1,000 00
Girl Scouts Troop 1615 - Mount Vernon, NY	500 00
Putnam Community Cares Inc - Mahopac, NY	1,000 00
Wappinger United Football Club Inc - Wappingers Falls, NY	500 00
	<hr/>
	\$ 6,000 00

Reader's Digest Foundation
EIN: 13-6120380
Year Ended December 31, 2013

Form 990-PF, Part XV, Line 3a - Statement 14

Matching Gifts

January 2013 Distribution

AIDS Resource Center of Wisconsin Inc	\$	795 00
American Cancer Society Inc		50 00
American Cancer Society Inc		310 00
American Heart Association Inc		100 00
Amyotrophic Lateral Sclerosis Association		250 00
Appalachian Mountain Club		54 00
Back-To-School Clothes for Kids		50 00
Best Friends Animal Society		50 00
Bristol Hospital Incorporated		50 00
CaringBridge		50 00
Childrens Hospital and Health System Foundation Inc		100 00
Connecticut Food Bank Inc		100 00
Direct Marketing Educational Foundation Inc		1,250 00
East Troy Railroad Museum Inc		30 00
Flagler College Inc		5,000 00
Friends of the East Fishkill Community Library		50 00
Good Shepherd Hospice		350 00
Handy Dandy Handyman, Co		200 00
Hospice Foundation Inc		250 00
Hudson Valley Shakespeare Festival Inc		100 00
Jacob Burns Film Center Inc		50 00
Marc Lustgarten Pancreatic Cancer Foundation		50 00
Mastocytosis Society Inc		50 00
Milwaukee Repertory Theater Inc		100 00
National Multiple Sclerosis Society		100 00
National Multiple Sclerosis Society		200 00
Nature Conservancy		25 00
New York Public Library Astor Lenox and Tilden Foundations		40 00
New York University		150 00
New York-New Jersey Trail Conference Inc		50 00
Pennsylvania State University		50 00
Pink Fund Inc		250 00
Riverkeeper Inc - Hudson Riverkeeper Fund Inc		50 00

Reader's Digest Foundation
EIN: 13-6120380
Year Ended December 31, 2013

Form 990-PF, Part XV, Line 3a - Statement 14

Matching Gifts
January 2013 Distribution (Continued)

Shriners Hospital for Children	100 00
State University College at Oneonta Foundation Corporation	50 00
Stephen Siller Tunnel To Towers Foundation	100 00
Stony Brook Foundation Inc	250 00
Support Connection Inc	30 00
US Catholic Conference - Academy of Our Lady of Good Counsel	50 00
Villages In Partnership Inc	300 00
Walter Hoving Home Inc - The Walter Hoving Home, Inc	100 00
Wound Warrior Project Inc - Wounded Warrior Project	100 00
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	<u>\$ 11,434 00</u>

Reader's Digest Foundation
EIN: 13-6120380
Year Ended December 31, 2013

Form 990-PF, Part XV, Line 3a - Statement 14

Matching Gifts

March 2013 Distribution

American Cancer Society Inc - Hackensack, NJ	\$ 75 00
American Red Cross Nassau County Chapter - Mineola, NY	500 00
American Red Cross National Headquarters - Washington, DC	100 00
American Society for Prevention of Cruelty To Animals - New York, NY	500 00
Americares Inc - Americares Foundation Inc - Stamford, CT	200 00
Cardinal Hayes Home for Children - Millbrook, NY	75 00
Central Westchester Humane Society Inc - Elmsford, NY	50 00
Children International - Kansas City, MO	25 00
Colgate University Treasurers Office - Hamilton, NY	55 00
Copland House Inc - Peekskill, NY	50 00
Cornell University - Ithaca, NY	50 00
Croton Caring Committee Inc - Croton On Hudson, NY	250 00
East End Hospice Inc - Westhampton Beach, NY	100 00
Episcopal Relief and Development - New York, NY	50 00
Food Bank for Westchester Inc - Elmsford, NY	25 00
Friends of Guatemala - Washington, DC	600 00
Hospital for Special Surgery Fund Inc - New York, NY	25 00
Hudson River Sloop Clearwater Inc - Beacon, NY	40 00
Hudson Stage Company Inc - Croton, NY	50 00
Humane Society of the United States- Washington, DC	500 00
Immaculate High School - Danbury, CT	100 00
Katonah Museum of Art, Inc - Katonah, NY	25 00
Kevins Community Center - Newtown, CT	25 00
Leukemia & Lymphoma Society Inc - Brookfield, WI	50 00
Leukemia & Lymphoma Society Inc - White Plains, NY	50 00
March of Dimes Birth Defects Foundation - White Plains, NY	25 00
Marine Toys for Tots Foundation - Triangle, VA	75 00
Marvelwood Preparatory School - Kent, CT	125 00
Memorial Sloan-Kettering Cancer Center - New York, NY	200 00
Milwaukee Film Inc - Milwaukee, WI	1,878 00
Mt Tremper Outdoor Ministries Inc - Patterson, NY	1,000 00
National Autism Association Inc - Attleboro Falls, MA	50 00
National Multiple Sclerosis Society - New York, NY	175 00

Reader's Digest Foundation
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Year Ended December 31, 2013

Form 990-PF, Part XV, Line 3a - Statement 14

Matching Gifts
March 2013 Distribution (Continued)

National Wildlife Federation - Reston, VA	150 00
New York Botanical Garden - Bronx, NY	75 00
Open Arms - Tigard, OR	1,500 00
Ossining Food Pantry - Ossining, NY	150 00
Pkd Foundation - Kansas City, MO	75 00
Potsdam College Foundation Inc - Potsdam, NY	50 00
Regional Hospice and Home Care, Inc - Danbury, CT	50 00
Saint Marys College - Notre Dame, IN	1,500 00
Salvation Army Greater New York Division - New York, NY	100 00
Scenic Hudson Inc - Poughkeepsie, NY	50 00
Something Good In the World Inc - Cortlandt Manor, NY	500 00
Soundview Preparatory School - Yorktown Hts, NY	50 00
St Jude Childrens Research Hospital Inc - Memphis, TN	850 00
Stamford Public Education Foundation Inc - Stamford, CT	100 00
Stephen Siller Tunnel To Towers Fdn - Staten Island, NY	300 00
Support Connection Inc - Yorktown Heights, NY	26 00
U S Catholic Conference, St Brigid School, West Hartford, CT	100 00
Urban Ecology Center Inc - Shorewood, WI	500 00
US Catholic Conference - Bishop Kearney HS- Rochester, NY	250 00
US Catholic Conference - Pope John XXIII School - Evanston, IL	500 00
US Catholic Conference - Pope John XXIII School - Evanston, IL	750 00
US Catholic Conference - Sacred Heart Academy - Hempstead, NY	150 00
Villa Maria Eduction Center Inc - Villa Maria School - Stamford, CT	125 00
Volunteer Service Bureau of Westchester Inc - Tarrytown, NY	500 00
Volunteer Service Bureau of Westchester Inc - Tarrytown, NY	250 00
Walter Hoving Home Inc - Garrison, NY	50 00
Westchester Arts Council Inc - White Plains, NY	25 00
Westhab Inc - Elmsford, NY	25 00
Wikimedia Foundation Inc - Washington, DC	60 00
WNET - New York, NY	60 00
WNYC Radio - WNYC Foundation - New York, NY	306 00
Womens Business Development Council Inc - Stamford, CT	150 00
Wordsville Inc - Irvington, NY	150 00
Xavier University - Cincinnati, OH	50 00
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	<u>\$ 16,625 00</u>

Reader's Digest Foundation
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Year Ended December 31, 2013

Form 990-PF, Part XV, Line 3a - Statement 14

Matching Gifts

July 2013 Distribution

A Better Chance In Ridgefield Inc - Ridgefield, CT	\$ 250 00
Abilis Inc - Greenwich, CT	1,000 00
Alzheimers Disease & Related Disorders Ass'n - Purchase, NY	50 00
American Cancer Society Inc - Hackensack, NJ	150 00
American Cancer Society, Inc - East Lansing, MI	100 00
American Heart Association Inc - Topeka, KS	50 00
American National Red Cross - Washington, DC	100 00
Animal Welfare League of Westchester - White Plains, NY	50 00
Arthritis Foundation Inc - New York, NY	50 00
Back-To-School Clothes for Kids - White Plains, NY	50 00
Breast Cancer Alliance Inc - Greenwich, CT	50 00
Children Inc - Richmond, VA	336 00
Children of Promise Stable Inc - Nanuet, NY	50 00
Childrens Aid Society - New York, NY	100 00
Colleges of the Seneca Hobart & Smith Colleges - Geneva, NY	100 00
Community Day Care Center of Lawrence Inc - Lawrence, MA	1,000 00
Connecticut Hospice Inc - Branford, CT	200 00
Crohns & Colitis Foundation of America - White Plains, NY	75 00
Epiphany School Foundation Inc - New York, NY	500 00
Fordham University - New York, NY	50 00
Hour Children Inc - Long Island City, NY	250 00
Immaculate High School - Danbury, CT	250 00
Inner-City Scholarship Fund Inc - New York, NY	100 00
Ithaca College - Ithaca, NY	1,000 00
Jewish Foundation for the Righteous Inc - New York, NY	108 00
Lyme Art Association Inc - Old Lyme, CT	100 00
Lyme Historical Society Florence Griswold Museum - Old Lyme, CT	214 00
Marvelwood Preparatory School - Kent, CT	75 00
Memorial Sloan-Kettering Cancer Center - New York, NY	150 00
Metropolitan Opera Association Inc - New York, NY	400 00
National Multiple Sclerosis Society - New York, NY	385 00
National Multiple Sclerosis Society - Paramus, NJ	100 00
National Multiple Sclerosis Society - Rochester, NY	35 00
New York State Ass'n for Retarded Children - Brewster, NY	1,000 00

Reader's Digest Foundation
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Form 990-PF, Part XV, Line 3a - Statement 14

Matching Gifts
July 2013 Distribution (Continued)

Old Lyme Land Trust Inc - Old Lyme, CT	\$150 00
Old Lyme-Phoebe Griffin Noyes Library Ass'n - Old Lyme, CT	1,000 00
Parents Association of Stuyvesant High School - New York, NY	250 00
Park Slope Geriatric Day Center Inc - Brooklyn, NY	100 00
Pkd Foundation - Kansas City, MO	75 00
President and Trustees of Bates College - Lewiston, ME	1,500 00
Pro Mujer Inc - New York, NY	300 00
Putnam Symphony Orchestra Inc - Carmel, NY	100 00
Rosies Theater Kids Inc - New York, NY	50 00
Saint Marys College - Notre Dame, IN	500 00
Scenarios USA Inc - Brooklyn, NY	1,000 00
Shepherd Home - Penfield, NY	100 00
Shoreline Soup Kitchens - Essex, CT	2,500 00
St Jude Childrens Research Hospital Inc - Memphis, TN	75 00
Stanford University Board of Trustees - Stanford, CA	250 00
Susan G Komen Breast Cancer Foundation - Chicago, IL	30 00
Susan G Komen Breast Cancer Foundation - Farmington, CT	25 00
Trustees of Boston University - Boston, MA	100 00
United States Fund for UNICEF - New York, NY	40 00
United Way of Western Connecticut Inc - Newtown, CT	50 00
University of Virginia Law School Foundation - Charlottesville, VA	500 00
US Catholic Conference - Pope John XXIII School - Evanston, IL	375 00
US Catholic Conference - Mary Louis Academy - Jamaica , NY	100 00
UWM Foundation Inc - Milwaukee, WI	150 00
Walter Hoving Home Inc - - Garrison, NY	250 00
Western Connecticut Youth Orchestra, Inc - Ridgefield, CT	100 00
Worcester Polytechnic Institute - Worcester, MA	100 00
Yellowstone Park Foundation Inc - Bozeman, MT	100 00
YWCA Evanston North Shore - Evanston, IL	300 00
	<hr/>
	<u>\$18,648 00</u>

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Form 990-PF, Part XV, Line 3a - Statement 14

Matching Gifts

October 2013 Distribution

American Cancer Society Inc - Hackensack, NJ	100 00
Appalachian Mountain Club - Boston, MA	25 00
Boys & Girls Club of Mount Kisco - Mount Kisco, NY	50 00
Breast Cancer Action - San Francisco, CA	100 00
Brookfield Volunteer Fire Company Inc - Brookfield, CT	350 00
Cystic Fibrosis Foundation Headquarters - Purchase, NY	355 00
Dalton Schools Inc - New York, NY	750 00
Dream Program Inc - Winooski, VT	500 00
Habitat for Humanity International Inc - Americus, GA	25 00
Ironman Foundation Inc - Tampa, FL	100 00
Jacob Burns Film Center Inc - Pleasantville, NY	150 00
Leukemia & Lymphoma Society Inc - White Plains, NY	50 00
Leukemia & Lymphoma Society Inc - T Natick, MA	25 00
Milwaukee Film Inc - Milwaukee, WI	2,430 00
National Multiple Sclerosis Society - New York, NY	325 00
Ocean Pines Volunteer Fire Department Inc - Ocean Pines, MD	50 00
Ossining Food Pantry - Ossining, NY	100 00
Partners In Health - Boston, MA	100 00
Shoreline Soup Kitchens - Essex, CT	500 00
Society for the Prevention of Cruelty To Animals of Westchester - Briarcliff Manor, NY	100 00
US Catholic Conference - Pope John XXIII School - Evanston, IL	200 00
Walter Hoving Home Inc - Garrison, NY	150 00
Wisconsin Humane Society - Milwaukee, WI	25 00
WNYC Radio - WNYC Foundation - New York, NY	120 00
Women In Need, Inc - New York, NY	50 00
YMCA of Central and Northern Westchester Inc - White Plains, NY	100 00
Back-To-School Clothes for Kids - White Plains, NY	1,895 00
	<hr/>
	<u>\$8,725 00</u>

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.

- 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 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, see instructions

Type or print	Name of exempt organization or other filer, see instructions Reader's Digest Foundation	Employer identification number (EIN) or
	Number, street, and room or suite number. If a P.O. box, see instructions 44 South Broadway	Social security number (SSN)
File by the due date for filing your return. See instructions	City, town or post office, state, and ZIP code. For a foreign address, see instructions White Plains, NY 10601	

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 (section 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

● The books are in the care of ▶ Reader's Digest Foundation _____

Telephone No ▶ 914-244-1000 _____ Fax No ▶ 914-244-7642 _____

- 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 8/15, 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 _____, 20____, and ending _____, 20____

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

3 a 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	3 a	\$ 4,222.
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	3 b	\$ 9,715.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	3 c	\$ 0.

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

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only Part II and check this box
- Note.** Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868
- If you are filing for an **Automatic 3-Month Extension**, complete only Part I (on page 1)

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed)

		Enter filer's identifying number, see instructions
Type or print File by the extended due date for filing your return. See instructions	Name of exempt organization or other filer, see instructions	Employer identification number (EIN) or
	Reader's Digest Foundation	13-6120380
	Number, street, and room or suite number. If a P.O. box, see instructions	Social security number (SSN)
	Daniel O'Connell, C.P.A. 159 Bellevue Avenue	
City, town or post office, state and ZIP code. For a foreign address, see instructions		
Upper Montclair, NJ 07043		

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-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 (section 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in care of Reader's Digest Foundation
 Telephone No 914-244-1000 Fax No 914-244-7642
- 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

- 4 I request an additional 3-month extension of time until 11/15, 2014
- 5 For calendar year 2013, or other tax year beginning _____, 20____, and ending _____, 20____
- 6 If the tax year entered in line 5 is for less than 12 months, check reason Initial return Final return Change in accounting period
- 7 State in detail why you need the extension Additional time is needed to accumulate and analyze the data for a complete and accurate return.

8 a 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	8 a	\$ 4,222.
8 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 and any amount paid previously with Form 8868	8 b	\$ 9,715.
8 c Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	8 c	\$ 0.

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct and complete, and that I am authorized to prepare this form

Signature _____ Title **Treasurer** Date _____
BAA FIFZ0502L 12/31/13 Form 8868 (Rev 1-2014)