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Form **990-PF**

Return of Private Foundation

OMB No 1545-0052

2013

Department of the Treasury
Internal Revenue Service

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

Open to Public Inspection

For calendar year 2013 or tax year beginning , 2013, and ending , 20

Name of foundation: **GILDER FOUNDATION, INC.**

Number and street (or P O box number if mail is not delivered to street address): **C/O ANCHIN, 1375 BROADWAY**

Room/suite: _____

City or town, state or province, country, and ZIP or foreign postal code: **NEW YORK, NY 10018**

A Employer identification number
13-6176041

B Telephone number (see instructions)
() -

C If exemption application is pending, check here

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

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

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

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

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) **\$ 61,351,238.**

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 (attach schedule)				
	2 Check <input type="checkbox"/> if the foundation is required to attach Schedule B				
	3 Interest on savings and temporary cash investments	1,290.	1,290.		
	4 Dividends and interest from securities	61,580.	61,580.		
	5a Gross rents NOV. 24 2014				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets (not on line 10)	11,046,686.			
	b Gross sales price for all assets on line 6a	39,244,397.			
	7 Capital gain net income (from Part IV, line 2)		21,052,945.		
	8 Net short-term capital gain				
	9 Income modifications				
	10 a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule) ATCH 1	3,000.				
12 Total. Add lines 1 through 11	11,112,556.	21,115,815.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	0			
	14 Other employee salaries and wages	183,909.			183,909.
	15 Pension plans, employee benefits	22,785.			22,785.
	16a Legal fees (attach schedule) ATCH 2	16,555.			16,555.
	b Accounting fees (attach schedule) ATCH 3	18,481.	4,620.		13,861.
	c Other professional fees (attach schedule) *	130,000.			130,000.
	17 Interest				
	18 Taxes (attach schedule) (see instructions) ATCH 5	465,404.	997.		14,407.
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) ATCH 6	5,489.	429.		5,060.
	24 Total operating and administrative expenses. Add lines 13 through 23	842,623.	6,046.		386,577.
	25 Contributions, gifts, grants paid	25,279,850.			25,279,850.
26 Total expenses and disbursements. Add lines 24 and 25	26,122,473.	6,046.	0	25,666,427.	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-15,009,917.				
b Net investment income (if negative, enter -0-)		21,109,769.			
c Adjusted net income (if negative, enter -0-)					

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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	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing				
	2	Savings and temporary cash investments		7,469,051.	9,917,457.	9,917,457.
	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 schedule) ▶ Less allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10 a	Investments - U S and state government obligations (attach schedule)				
	b	Investments - corporate stock (attach schedule) ATCH 7		48,892,999.	31,434,676.	51,433,781.
	c	Investments - corporate bonds (attach schedule)				
	11	Investments - land, buildings, and equipment basis Less accumulated depreciation ▶ (attach schedule)				
	12	Investments - mortgage loans				
	13	Investments - other (attach schedule)				
	14	Land, buildings, and equipment basis Less accumulated depreciation ▶ (attach schedule)				
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)		56,362,050.	41,352,133.	61,351,238.	
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 (attach schedule)				
	22	Other liabilities (describe ▶ ATCH 8)		1,210.	1,210.	
23	Total liabilities (add lines 17 through 22)		1,210.	1,210.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>					
	and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, . . . ▶ <input checked="" type="checkbox"/>					
	check here and complete lines 27 through 31.					
27	Capital stock, trust principal, or current funds		19,270.	19,270.		
28	Paid-in or capital surplus, or land, bldg, and equipment fund					
29	Retained earnings, accumulated income, endowment, or other funds		56,341,570.	41,331,653.		
30	Total net assets or fund balances (see instructions)		56,360,840.	41,350,923.		
31	Total liabilities and net assets/fund balances (see instructions)		56,362,050.	41,352,133.		

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 56,360,840.
2	Enter amount from Part I, line 27a	2 -15,009,917.
3	Other increases not included in line 2 (itemize) ▶	3
4	Add lines 1, 2, and 3	4 41,350,923.
5	Decreases not included in line 2 (itemize) ▶	5
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6 41,350,923.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SEE PART IV SCHEDULE				
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			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
a				
b				
c				
d				
e				
2 Capital gain net income or (net capital loss)		{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	21,052,945.
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 (col (b) divided by col (c))
2012	6,914,252.	55,220,096.	0.125213
2011	31,485,902.	64,576,587.	0.487575
2010	8,604,879.	71,171,326.	0.120904
2009	5,792,745.	66,616,721.	0.086956
2008	31,246,479.	70,773,873.	0.441497
2 Total of line 1, column (d)			2 1.262145
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 0.252429
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5			4 59,425,301.
5 Multiply line 4 by line 3			5 15,000,669.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 211,098.
7 Add lines 5 and 6			7 15,211,767.
8 Enter qualifying distributions from Part XII, line 4 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.			8 25,666,427.

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

Table with 11 rows for excise tax calculations. Includes sub-rows 6a-6d for credits and payments. Total tax due is 403,144.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Columns include question text, Yes, and No. Includes questions about political influence, unrelated business income, and substantial contributors.

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).
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)
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?
Website address N/A
14 The books are in care of GILDER GAGNON & HOWE Telephone no. 212-765-2500
Located at 1775 BROADWAY NEW YORK, NY ZIP+4 10019-1903
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
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? Yes No X

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

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

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 X No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes X No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes X No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? X 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 X 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 X 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)? 1b X
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 X 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) 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 X 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) 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)? (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)? Yes No
 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? 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? Yes No
 If "Yes" to 6b, file Form 8870

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

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

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

1 List all officers, directors, trustees, foundation managers and their compensation (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
ATCH 9		0	0	0

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATCH 10		183,909.	0	0

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

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
ATCH 11		130,000.

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

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 NONE	
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 NONE	
2	
All other program-related investments See instructions 3 NONE	
Total. Add lines 1 through 3	

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	52,736,532.
b	Average of monthly cash balances	1b	7,593,723.
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	60,330,255.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	60,330,255.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	904,954.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	59,425,301.
6	Minimum investment return. Enter 5% of line 5	6	2,971,265.

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	2,971,265.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	211,098.
2b	Income tax for 2013 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	211,098.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	2,760,167.
4	Recoveries of amounts treated as qualifying distributions	4	3,000.
5	Add lines 3 and 4	5	2,763,167.
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	2,763,167.

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	25,666,427.
b	Program-related investments - total from Part IX-B	1b	
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	25,666,427.
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	211,098.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	25,455,329.

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				2,763,167.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only				
b Total for prior years 20 11 , 20 10 , 20 09				
3 Excess distributions carryover, if any, to 2013				
a From 2008	6,229,956.			
b From 2009	5,792,745.			
c From 2010	8,604,879.			
d From 2011	31,523,710.			
e From 2012	4,126,610.			
f Total of lines 3a through e	56,277,900.			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 25,666,427				
a Applied to 2012, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions),				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2013 distributable amount				2,763,167.
e Remaining amount distributed out of corpus	22,903,260.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	79,181,160.			
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount - see instructions				
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions),				
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)	6,229,956.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	72,951,204.			
10 Analysis of line 9				
a Excess from 2009	5,792,745.			
b Excess from 2010	8,604,879.			
c Excess from 2011	31,523,710.			
d Excess from 2012	4,126,610.			
e Excess from 2013	22,903,260.			

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

NOT APPLICABLE

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, enter the date of the ruling

b Check box to indicate whether the foundation is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

	Tax year				(e) Total
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
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))

RICHARD GILDER

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

NONE

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

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

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<p>a Paid during the year SEE SCHEDULE 2 ATTACHED</p>	<p>NONE</p>		<p>GENERAL FUND</p>	<p>25,279,850.</p>
<p>Total ▶ 3a</p>				<p>25,279,850.</p>
<p>b Approved for future payment</p>				
<p>Total ▶ 3b</p>				

**FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
4,072,905.		PUBLICLY TRADED SECURITIES (ST) PROPERTY TYPE: SECURITIES 3,480,768.				P	VAR 592,137.	VAR
18024520.		PUBLICLY TRADED SECURITIES (LT) PROPERTY TYPE: SECURITIES 10546806.				P	VAR 7,477,714.	VAR
11974753.		PUBLICLY TRADED SECURITIES (LT) PROPERTY TYPE: SECURITIES 2,880,549.				D	VAR 9,094,204.	VAR
5,172,159.		PUBLICLY TRADED SECURITIES (LT) PROPERTY TYPE: SECURITIES 1,283,269.				D	05/16/2008 3,888,890.	VAR
TOTAL GAIN (LOSS)							<u>21052945.</u>	

ATTACHMENT 1

FORM 990PF, PART I - OTHER INCOME

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>
GRANT RECOVERIES	3,000.
TOTALS	<u>3,000.</u>

ATTACHMENT 2

FORM 990PF, PART I - LEGAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
LEGAL FEES INCURRED IN CONNECTION WITH VARIOUS FOUNDATION MATTERS	16,555.			16,555.
TOTALS	<u>16,555.</u>			<u>16,555.</u>

ATTACHMENT 3

FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
ACCOUNTING FEES FOR BOOKKEEPING AND TAX PREPARATION SERVICES	18,481.	4,620.		13,861.
TOTALS	<u>18,481.</u>	<u>4,620.</u>		<u>13,861.</u>

ATTACHMENT 4

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
CONSULTING FEES	130,000.			130,000.
TOTALS	<u>130,000.</u>			<u>130,000.</u>

ATTACHMENT 5

FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
PAYROLL TAXES	14,407.			
FOREIGN TAXES	997.	997.		
FED EXCISE TAX ON INV INC	450,000.			
TOTALS	<u>465,404.</u>	<u>997.</u>	<u>997.</u>	<u>14,407.</u>

ATTACHMENT 6

FORM 990PF, PART I - OTHER EXPENSES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>CHARITABLE PURPOSES</u>
OFFICE EXPENSE	659.		659.
TELEPHONE	887.		887.
POSTAGE	526.		526.
PAYROLL SERVICE EXPENSE	2,810.		2,810.
BANK CHARGES	70.		70.
ADR FEES	429.	429.	
MISC EXPENSE	108.		108.
	<u>5,489.</u>	<u>429.</u>	<u>5,060.</u>
TOTALS	<u>5,489.</u>	<u>429.</u>	<u>5,060.</u>

ATTACHMENT 7

FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
INVESTMENTS -STOCK- SEE ATTACHED SCHEDULE 3	29,199,179.	51,433,781.
DONORS UNREALIZED APPRECIATION	2,235,497.	
TOTALS	<u>31,434,676.</u>	<u>51,433,781.</u>

ATTACHMENT 8

FORM 990PF, PART II - OTHER LIABILITIES

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>
PAYROLL TAXES PAYABLE	1,210.
TOTALS	<u>1,210.</u>

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 9

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
RICHARD GILDER C/O ANCHIN, 1375 BROADWAY NEW YORK, NY 10018	PRESIDENT 3.00	0	0	0
HOWARD ROTHMAN C/O KRAMER LEVIN NAFTALIS & FRANKEL 1177 AVENUE OF THE AMERICAS NEW YORK, NY 10036	SECRETARY 3.00	0	0	0
PATRICK DUFF C/O ANCHIN, 1375 BROADWAY NEW YORK, NY 10018	VICE PRESIDENT 3.00	0	0	0
RICHARD SCHNEIDMAN C/O ANCHIN, 1375 BROADWAY NEW YORK, NY 10018	TREASURER 3.00	0	0	0
<u>GRAND TOTALS</u>		<u>0</u>	<u>0</u>	<u>0</u>

990PF, PART VIII - COMPENSATION OF THE FIVE HIGHEST PAID EMPLOYEES

ATTACHMENT 10

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
DANIELA MUHLING C/O ANCHIN, 1375 BROADWAY NEW YORK, NY 10018	GRANT ADMINISTRATOR 40.00	62,109.	0	0
MARTHA KRAVAT C/O ANCHIN, 1375 BROADWAY NEW YORK, NY 10018	GRANT ADMINISTRATOR 40.00	121,800.	0	0
TOTAL COMPENSATION		183,909.	0	0

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALSATTACHMENT 11

<u>NAME AND ADDRESS</u>	<u>TYPE OF SERVICE</u>	<u>COMPENSATION</u>
JAMES BASKER C/O GLI, 49 W. 45TH STREET, 6TH FL NEW YORK, NY 10036	CONSULTING	130,000.
	TOTAL COMPENSATION	<u>130,000.</u>

Gilder Foundation
 EIN # 13-6716041
 Expenditure Responsibility Report
 For the Year Ended 12/31/13

<u>Grantee's Name and Address</u>	<u>Date and Amount of Grant</u>	<u>Purpose of Grant</u>	<u>Amounts Spent by Grantee</u>	<u>Knowledge of Diversion</u>	<u>Dates of Reports Received from Grantee</u>	<u>Date and Results of Any Verification of Grantee's Reports</u>
Foundation for Education Reform and Accountability 4 Chelsea Park Second Floor Clifton Park, NY 12065	\$100,000 on 2/26/13	General operations	\$100,000	None	7/29/14	None
Train Foundation 505 Park Avenue, 20 th Floor New York, NY 10022	\$25,000 on 5/21/13	Civil Courage Prize	\$25,000	None	6/23/14	None

GILDER FOUNDATION, INC.

990-PF Part XV, Line 3a

EIN#: 13-6176041

SCHEDULE # 2

F/Y/E 12/31/13

<u>Date</u>	<u>Grantee</u>	<u>Purpose</u>	<u>Amount</u>	<u>Status of Recipient</u>
1/8/2013	Classroom, Inc	Education	10,000	Public Charity
1/8/2013	New York Philharmonic	Performing Arts	5,000	Public Charity
1/23/2013	Omohundro Institute	History	30,000	Public Charity
1/23/2013	Central Park Conservancy	Parks	12,500	Public Charity
1/23/2013	Acumen Fund, Inc	Social Services	25,000	Public Charity
1/23/2013	Capital District YMCA	Youth	2,500	Public Charity
1/29/2013	Chess-in-the-Schools	Education	2,500	Public Charity
1/29/2013	Education Through Music, Inc	Education	5,000	Public Charity
1/29/2013	Teach For America	Education	5,000	Public Charity
1/29/2013	Bachmann-Strauss Dystonia & Parkinson Fdn	Med-Rehab	2,500	Public Charity
1/29/2013	The Jewish Museum	Museums	2,000	Public Charity
2/4/2013	Mount Sinai Medical Center	Med-Rehab	20,000	Public Charity
2/12/2013	National Parks Of New York	Conservation	2,500	Public Charity
2/12/2013	Breast Cancer Research Foundation	Med-Rehab	10,000	Public Charity
2/21/2013	Alzheimer's Association	Med-Rehab	1,000	Public Charity
2/21/2013	Orchestra Of St Luke's	Performing Arts	100,000	Public Charity
2/26/2013	Foundation For Education Reform And Accountability	Education	100,000	Private Operating Fdn
2/26/2013	Foundation For Opportunity In Education	Education	100,000	Public Charity
2/26/2013	The School Of American Ballet	Education	2,500	Public Charity
2/26/2013	Gilder Lehrman Institute	History	750,000	Public Charity
2/26/2013	Alzheimer's Drug Discovery Foundation	Med-Rehab	1,000	Public Charity
2/26/2013	Morgan Library	Museums	25,000	Public Charity
2/26/2013	Suzie Reizod Foundation	Social Services	5,000	Public Charity
3/6/2013	Hunts Point Alliance	Education	15,000	Public Charity
3/6/2013	New York Historical Society	History	50,000	Public Charity
3/6/2013	American Museum of Natural History	Museums	50,000	Public Charity
3/6/2013	The Chamber Music Society of Lincoln Cen	Performing Arts	1,500	Public Charity
3/6/2013	Manhattan Institute	Public Policy	10,000	Public Charity
3/14/2013	Bard Graduate Center	Education	500	Public Charity
3/14/2013	Jumpstart For Young Children, Inc	Education	2,000	Public Charity
3/14/2013	Saint David's School	Education	2,500,000	Public Charity
3/14/2013	American Fund For Charities	Environment	500,000	Public Charity
3/14/2013	Broadway Mall Association	Parks	2,500	Public Charity
3/19/2013	American Academy In Rome	Cultural Institutions	10,000	Public Charity
3/19/2013	Farnsworth Art Museum	Cultural Institutions	5,000	Public Charity
3/19/2013	Islesboro Islands Trust	Environment	25,000	Public Charity
3/19/2013	Massachusetts Historical Society	History	1,500	Public Charity
3/19/2013	The Foundation For Landscape Studies	Parks	5,000	Public Charity
3/19/2013	National Dance Institute	Performing Arts	5,000	Public Charity
3/20/2013	Aquinas High School	Education	20,000	Public Charity
3/20/2013	The Train Foundation	Public Policy	25,000	Private Fdn
3/21/2013	Nameless Sound	Performing Arts	500	Public Charity
3/22/2013	St Thomas Aquinas School	Education	5,000	Public Charity
3/22/2013	The Children's Storefront	Education	1,000	Public Charity
3/22/2013	Westchester Philharmonic	Performing Arts	2,500	Public Charity
3/26/2013	YM & YWHA of Washington Heights & Inwood	Youth	10,000	Public Charity
3/28/2013	Starlight Children's Foundation	Social Services	2,500	Public Charity
4/4/2013	Gettysburg College	Education	100,000	Public Charity
4/9/2013	The Fund for Park Avenue	Parks	1,000	Public Charity
4/9/2013	Thomas G Labrecque Foundation	Social Services	4,000	Public Charity
4/17/2013	American Museum of Natural History	Museums	2,500	Public Charity
4/22/2013	Gilder Lehrman Institute	History	5,000	Public Charity

GILDER FOUNDATION, INC.

990-PF Part XV, Line 3a

EIN#: 13-6176041

SCHEDULE # 2

F/Y/E 12/31/13

<u>Date</u>	<u>Grantee</u>	<u>Purpose</u>	<u>Amount</u>	<u>Status of Recipient</u>
4/24/2013	The Menil Foundation Inc	Cultural Institutions	2,500	Public Charity
4/24/2013	Phelps Association	Education	5,000	Public Charity
4/24/2013	Ronald McDonald House of New York	Med-Rehab	20,000	Public Charity
4/24/2013	Playwright's Horizons	Performing Arts	5,000	Public Charity
4/24/2013	Wingspan Partnerships	Social Services	10,000	Public Charity
4/26/2013	The Battery Conservancy	Conservation	1,500	Public Charity
4/26/2013	Century Association Archives Foundation	History	1,000	Public Charity
4/26/2013	Hospital for Special Surgery Fund	Med-Rehab	5,000	Public Charity
5/3/2013	New York Public Library	Cultural Institutions	100,000	Public Charity
5/3/2013	Alliance For Young Artists And Writers	Education	2,500	Public Charity
5/3/2013	Gilder Lehrman Institute	History	50,000	Public Charity
5/3/2013	New York Historical Society	History	2,500,000	Public Charity
5/3/2013	Museum Of Modern Art	Museums	2,500	Public Charity
5/3/2013	American Ballet Theater	Performing Arts	5,000	Public Charity
5/13/2013	Orchestra Of St Luke's	Performing Arts	5,000	Public Charity
5/14/2013	Gilder Lehrman Institute	History	750,000	Public Charity
5/14/2013	Thomas Jefferson Foundation, Inc	History	100,000	Public Charity
5/14/2013	WNET org	History	250,000	Public Charity
5/15/2013	New York Historical Society	History	750,000	Public Charity
5/15/2013	New York Historical Society	History	200	Public Charity
5/15/2013	Gordon Parks Foundation	Social Services	1,000	Public Charity
5/21/2013	Corona Youth Music Project	Education	3,500	Public Charity
5/21/2013	Learning Leaders, Inc	Education	2,500	Public Charity
5/21/2013	General Henry Knox Museum	History	3,000	Public Charity
5/21/2013	Brooklyn Museum of Art	Museums	5,000	Public Charity
5/21/2013	Carnegie Hall	Performing Arts	5,000	Public Charity
5/21/2013	The Shakespeare Society	Performing Arts	1,500	Public Charity
5/28/2013	George Jackson Academy	Education	5,000	Public Charity
5/28/2013	Trey Whitfield School	Education	10,000	Public Charity
5/28/2013	Islesboro Historical Society	History	2,500	Public Charity
5/28/2013	Virginia Historical Society	History	5,000	Public Charity
5/28/2013	Human Rights Watch	Public Policy	3,500	Public Charity
5/28/2013	Regional Food Bank Of Oklahoma	Social Services	25,000	Public Charity
6/10/2013	Kindred Spirits Foundation	Education	5,000	Public Charity
6/10/2013	Montpelier Foundation	History	1,000	Public Charity
6/10/2013	Merchant's House Museum	Museums	1,000	Public Charity
6/10/2013	Central Park Conservancy	Parks	500,000	Public Charity
6/10/2013	American Associates Of The Royal National Theatre	Performing Arts	2,000	Public Charity
6/10/2013	Chinatown Partnership LDC	Social Services	250	Public Charity
6/13/2013	Gilder Lehrman Institute	History	750,000	Public Charity
6/13/2013	Museum Of The City Of New York	Museums	2,500	Public Charity
6/13/2013	Metropolitan Opera	Performing Arts	75,000	Public Charity
6/13/2013	New York City Ballet	Performing Arts	2,500	Public Charity
6/25/2013	Art21, Inc	Cultural Institutions	50,000	Public Charity
6/25/2013	Yale University	Education	500,000	Public Charity
6/25/2013	Central Park Conservancy	Parks	5,000	Public Charity
7/2/2013	Christ Church - Dark Harbor	Religious Institutions	1,000	Public Charity
7/2/2013	Society For The Preservation Of The Free Will Baptist Church	Religious Institutions	500	Public Charity
7/9/2013	Civil War Preservation Trust	Civil War	10,000	Public Charity
7/9/2013	Friends of Upper East Side Hist District	Conservation	1,000	Public Charity
7/9/2013	Farnsworth Art Museum	Cultural Institutions	5,000	Public Charity
7/9/2013	Midori And Friends	Education	2,500	Public Charity

GILDER FOUNDATION, INC.
990-PF Part XV, Line 3a
EIN#: 13-6176041
SCHEDULE # 2
F/Y/E 12/31/13

<u>Date</u>	<u>Grantee</u>	<u>Purpose</u>	<u>Amount</u>	<u>Status of Recipient</u>
7/9/2013	New Yorkers For Children	Education	2,500	Public Charity
7/9/2013	New York Philharmonic	Performing Arts	10,000	Public Charity
7/10/2013	New York Landmarks Conservancy	Conservation	2,500	Public Charity
7/11/2013	Alzheimer's Drug Discovery Foundation	Med-Rehab	1,000	Public Charity
7/11/2013	The University Of Texas Foundation	Med-Rehab	100,000	Public Charity
7/11/2013	International Women's Media Foundation	Social Services	5,000	Public Charity
7/16/2013	Metropolitan Opera	Performing Arts	33,700	Public Charity
7/26/2013	Fordham University	Education	10,000	Public Charity
8/14/2013	Washington Inst For Near East Policy	Public Policy	5,000	Public Charity
8/14/2013	New York Police & Fire Widows' & Children's Benefit Fund	Social Services	1,000	Public Charity
8/15/2013	Breast Cancer Research Foundation	Med-Rehab	10,000	Public Charity
8/15/2013	Center for Traditional Music and Dance	Performing Arts	5,000	Public Charity
9/4/2013	Northfield Mount Hermon School	Education	10,000,000	Public Charity
9/4/2013	Colorado Ski & Snowboard Hall Of Fame	Cultural Institutions	1,000	Public Charity
9/4/2013	New York Public Library	Cultural Institutions	5,000	Public Charity
9/4/2013	Aquinas High School	Education	20,000	Public Charity
9/4/2013	Harlem Educational Activities Fund	Education	2,500	Public Charity
9/4/2013	Gilder Lehrman Institute	History	750,000	Public Charity
9/4/2013	New York Historical Society	History	100,000	Public Charity
9/4/2013	Glaucoma Service Foundation	Med-Rehab	25,000	Public Charity
9/4/2013	New Yorkers For Parks	Parks	5,000	Public Charity
9/4/2013	The Fund for Park Avenue	Parks	1,000	Public Charity
9/4/2013	Intercollegiate Studies Institute	Public Policy	5,000	Public Charity
9/4/2013	Congregation Emanu-El	Religious Institutions	1,000	Public Charity
9/4/2013	Ackerman Institute For The Family	Social Services	5,000	Public Charity
9/4/2013	Acumen Fund, Inc	Social Services	100,000	Public Charity
9/10/2013	Friends Of John Jay Homestead	Cultural Institutions	2,500	Public Charity
9/10/2013	Friends Of The Neuberger Museum Of Art	Cultural Institutions	5,000	Public Charity
9/10/2013	Center for Educational Innovation	Education	50,000	Public Charity
9/10/2013	American Museum of Natural History	Museums	10,000	Public Charity
9/10/2013	Orchestra Of St. Luke's	Performing Arts	20,000	Public Charity
9/10/2013	Phipps Community Development Corporation	Social Services	2,500	Public Charity
9/18/2013	Preservation League of New York State	Conservation	2,500	Public Charity
9/24/2013	Houston READ Commission	Education	5,000	Public Charity
9/24/2013	Citizens Union Foundation	Public Policy	5,000	Public Charity
9/24/2013	Islesboro Community Fund	Social Services	2,000	Public Charity
10/14/2013	Arts Connection	Education	15,000	Public Charity
10/14/2013	Bard College	Education	5,000	Public Charity
10/14/2013	Woodrow Wilson International Center For Scholars	Education	5,000	Public Charity
10/14/2013	Yale University	Education	1,000	Public Charity
10/14/2013	New York Presbyterian Hospital	Med-Rehab	10,000	Public Charity
10/14/2013	Early Music Foundation	Performing Arts	2,500	Public Charity
10/17/2013	Heifer Project International	Social Services	200	Public Charity
10/23/2013	Environmental Defense Fund	Environment	500,000	Public Charity
10/28/2013	Historic Hudson Valley	History	5,000	Public Charity
10/29/2013	Barnard College	Education	150,000	Public Charity
10/29/2013	Barnard College	Education	70,000	Public Charity
10/29/2013	American Federation of Arts	Museums	2,500	Public Charity
11/5/2013	NAACP Legal Defense & Education Fund	Social Services	5,000	Public Charity
11/19/2013	National Trust For Historic Preservation	Conservation	1,000	Public Charity
11/19/2013	Natural Resources Council Of Maine	Environment	3,000	Public Charity
11/19/2013	S L.E Foundation (Lupus)	Med-Rehab	1,000	Public Charity

GILDER FOUNDATION, INC.
990-PF Part XV, Line 3a
EIN#: 13-6176041
SCHEDULE # 2
F/Y/E 12/31/13

<u>Date</u>	<u>Grantee</u>	<u>Purpose</u>	<u>Amount</u>	<u>Status of Recipient</u>
11/26/2013	Hunts Point Alliance	Education	10,000	Public Charity
11/26/2013	Ocean Classroom Foundation	Education	20,000	Public Charity
11/26/2013	St. John's University	Education	1,000	Public Charity
11/26/2013	Montpelier Foundation	History	5,000	Public Charity
11/26/2013	Mount Sinai Medical Center	Med-Rehab	20,000	Public Charity
11/26/2013	The Beacon Project	Social Services	10,000	Public Charity
12/6/2013	Civil War Preservation Trust	Civil War	500,000	Public Charity
12/6/2013	Yale University	Education	250,000	Public Charity
12/6/2013	Gilder Lehrman Institute	History	750,000	Public Charity
12/6/2013	Thomas Jefferson Memorial Foundation	History	250,000	Public Charity
12/9/2013	Society Of Illustrators	Education	1,000	Public Charity
12/9/2013	Parks And Trails New York	Parks	2,500	Public Charity
12/11/2013	Florida Oceanographic Society	Conservation	1,000	Public Charity
12/11/2013	The Menil Foundation Inc	Cultural Institutions	2,500	Public Charity
12/11/2013	Barnard College	Education	10,000	Public Charity
12/11/2013	The Calhoun School	Education	100,000	Public Charity
12/11/2013	Audubon New York	Environment	5,000	Public Charity
12/11/2013	National Audubon Society	Environment	20,000	Public Charity
12/11/2013	One West 54th Street Foundation	History	2,500	Public Charity
12/11/2013	The Jewish Museum	Museums	2,000	Public Charity
12/11/2013	New York Philharmonic	Performing Arts	5,000	Public Charity
12/11/2013	Manhattan Institute	Public Policy	25,000	Public Charity
12/11/2013	Trinity Boston Foundation	Religious Institutions	5,000	Public Charity
12/11/2013	Goddard Riverside Community Center	Social Services	1,000	Public Charity
12/11/2013	Islesboro Community Center	Social Services	1,000	Public Charity
12/17/2013	Islesboro Community Center	Social Services	50,000	Public Charity
12/20/2013	Foundation For Cultural Review, Inc	History	10,000	Public Charity
12/31/2013	Friends of Alice L Pendleton Library	Education	500	Public Charity
Total Grants Paid			<u><u>25,279,850</u></u>	

Gilder Foundation, Inc.
 990-PF Part II, Line 10b
 Schedule # 3
 EIN #: 13-6176041

Quantity	Description/ Security ID	Acq Date/ Term	Mat/Exp Date	Div/int Rate	Unit Cost	Cost	Share Price	Market Value	Unreal G/L/ % Unreal G/L
Security Type: Common Stock									
2,574	ALNYLAM PHARMACEUTICALS INC	09/11/2013 ST		0.00	56.0018	144,148.57	64.3000	165,508.20	21,359.63 14.82%
	Security ALNY								
15,588	ALNYLAM PHARMACEUTICALS INC	09/12/2013 ST		0.00	56.4047	879,236.92	64.3000	1,002,308.40	123,071.48 14.00%
	Security ALNY								
18,162	Total for ALNY			AVG Unit Cost	56.3476	1,023,385.49		1,167,816.60	144,431.11 14.11%
15,319	AMAZON.COM INC Security AMZN	05/16/2008 ST		0.00	76.1765	1,166,947.35	398.7900	6,109,064.01	4,942,116.66 423.51%
3,843	AMAZON.COM INC Security AMZN	10/21/2010 ST		0.00	164.0725	630,530.72	398.7900	1,532,549.97	902,019.25 143.06%
19,162	Total for AMZN			AVG Unit Cost	93.8043	1,797,478.07		7,641,613.98	5,844,135.91 325.13%
37,641	BIOSCRIP INC Security BIOS	07/29/2013 ST		0.00	16.3301	614,679.46	7.4000	278,543.40	(336,136.06) (54.68%)
26,062	BIOMARIN PHARMACEUTICAL INC Security BMRN	07/25/2012 ST		0.00	39.4069	1,027,021.88	70.3500	1,833,461.70	806,439.82 78.52%
10,398	BIOMARIN PHARMACEUTICAL INC Security BMRN	07/26/2012 ST		0.00	40.2550	418,571.10	70.3500	731,499.30	312,928.20 74.76%
36,460	Total for BMRN			AVG Unit Cost	39.6487	1,445,592.98		2,564,961.00	1,119,368.02 77.43%
85,030	BOSTON SCIENTIFIC CORP Security BSX	09/11/2013 ST		0.00	11.9621	1,017,136.50	12.0200	1,022,060.60	4,924.10 0.48%
29,457	CRAY INC Security CRAY	09/11/2013 ST		0.00	25.2145	742,744.15	27.4600	808,889.22	66,145.07 8.91%
16,146	CRAY INC Security CRAY	09/12/2013 ST		0.00	25.6356	413,911.68	27.4600	443,369.16	29,457.48 7.12%
14,011	CRAY INC Security CRAY	09/13/2013 ST		0.00	25.6874	359,906.22	27.4600	384,742.06	24,835.84 6.90%
59,614	Total for CRAY			AVG Unit Cost	25.4397	1,516,562.05		1,637,000.44	120,438.39 7.94%

Gilder Foundation, Inc.
990-PF Part II, Line 10b
Schedule # 3
EIN #: 13-6176041

Quantity	Description/ Security ID	Acq Date/ Term	Mat/Exp Date	Div/Int Rate	Unit Cost	Cost	Share Price	Market Value	Unreal G/L / % Unreal G/L
Security Type: Common Stock									
17,070	DIGITALGLOBE INC COM	09/11/2013 ST		0.00	34 2639	584,885 38	41 1500	702,430 50	117,545 12 20 10%
	Security DGI								
5,982	DIGITALGLOBE INC COM	09/12/2013 ST		0.00	34 1977	204,570 47	41 1500	246,159 30	41,588 83 20 33%
	Security DGI								
23,052	Total for DGI			AVG Unit Cost	34 2467	789,455 85		948,589 80	159,133 95 20 16%
96,190	EXACT SCIENCES CORP Security EXAS	01/15/2013 ST		0.00	11 6400	1,119,648 05	11 7500	1,130,232 50	10,584 45 0 95%
24,300	FACEBOOK INC CL A	12/31/2012 ST		0.00	26 9304	654,409 81	54 6490	1,327,970 70	673,560 89 102 93%
	Security FB								
20,722	FACEBOOK INC CL A	12/31/2012 ST		0.00	26 6579	552,405 16	54 6490	1,132,436 58	580,031 42 105 00%
	Security FB								
45,022	Total for FB			AVG Unit Cost	26 8050	1,206,814 97		2,460,407 28	1,253,592 31 103 88%
29,602	GILEAD SCIENCES INC Security GILD	11/26/2012 ST		0.00	37 8562	1,120,620 15	75 1000	2,223,110 20	1,102,490 05 98 38%
3,965	GOOGLE INC CL A	04/02/2008 ST		0.00	467 3317	1,852,970 20	1,120 7100	4,443,615 15	2,590,644 95 139 81%
	Security GOOG								
21,779	W R GRACE & CO-DEL NEW Security GRA	02/03/2012 ST		0.00	55 2206	1,202,649 77	98 8700	2,153,289 73	950,639 96 79 05%
10,949	HAIN CELESTIAL GROUP INC Security HAIN	09/21/2012 ST		0.00	65 5871	718,113 24	90 7800	993,950 22	275,836 98 38 41%
7,273	INCYTE CORPORATION FORMERLY INCYTE GENOMICS INC	09/11/2013 ST		0.00	36 2323	263,517 60	50 6300	368,231 99	104,714 39 39 74%
	Security INCY								
20,821	INCYTE CORPORATION FORMERLY INCYTE GENOMICS INC	09/12/2013 ST		0.00	37 1891	774,314 52	50 6300	1,054,167 23	279,852 71 36 14%
	Security INCY								
28,094	Total for INCY			AVG Unit Cost	36 9414	1,037,832 12		1,422,399 22	384,567 10 37 05%
173,745	***JOHN KEELLS HLDG PLC SI 10 PAR Security K000360	12/01/2010 ST		0.00	1 9691	342,119 06	1 7199	298,816 15	(43,302 91) (12 66%)
642,589	***JOHN KEELLS HLDG PLC SI 10 PAR Security K000360	12/02/2010 ST		0.00	1 9704	1,266,182 22	1 7199	1,105,159 71	(161,022 51) (12 72%)

Gilder Foundation, Inc.
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Quantity	Description/ Security ID	Acq Date/ Term	Mat/Exp Date	Div/Int Rate	Unit Cost	Cost	Share Price	Market Value	Unreal G/L / % Unreal G/L
Security Type: Common Stock									
140,974	***JOHN KEELLS HLDG PLC SI 10 PAR Security K000360	11/14/2013 ST		0.00	1.8611	262,371.68	1.7199	242,454.80	(19,916.88) (7.59%)
957,308	Total for K000360			AVG Unit Cost	1.9541	1,870,672.96		1,646,430.66	(224,242.30) (11.99%)
33,219	CARMAX INC Security KMX	02/11/2011 ST		0.00	35.1622	1,168,053.26	47.0200	1,561,957.38	393,904.12 33.72%
10,805	LINKEDIN CORPORATION COM CL A Security LNKD	04/11/2012 ST		0.00	99.3605	1,073,589.70	216.8300	2,342,848.15	1,269,258.45 118.23%
10,321	NETFLIX.COM INC Security NFLX	02/03/2012 ST		0.00	126.8355	1,309,069.61	368.1700	3,799,882.57	2,490,812.96 190.27%
77,026	***OCADO GROUP PLC Security P026248	09/20/2013 ST		0.00	6.8084	524,421.46	7.2957	561,960.33	37,538.87 7.16%
37,868	***SURUGA BANK LTD Security S721455	07/04/2013 ST		0.14	18.6411	705,902.51	17.9453	679,551.97	(26,350.54) (3.73%)
9,241	STARBUCKS CORP Security SBUX	11/29/2012 ST		1.04	51.8682	479,313.76	78.3900	724,401.99	245,088.23 51.13%
11,174	STARBUCKS CORP Security SBUX	11/30/2012 ST		1.04	51.5701	576,244.06	78.3900	875,929.86	299,685.80 52.01%
20,415	Total for SBUX			AVG Unit Cost	51.7050	1,055,557.82		1,600,331.85	544,774.03 51.61%
32,394	SOLARCITY CORPORATION COMMON STOCK Security SCTY	09/11/2013 ST		0.00	37.4754	1,213,977.85	56.8200	1,840,627.08	626,649.23 51.62%
3,704	SAREPTA THERAPEUTICS INC COM Security SRPT	12/31/2012 ST		0.00	25.4873	94,405.03	20.3700	75,450.48	(18,954.55) (20.08%)
14,422	SAREPTA THERAPEUTICS INC COM Security SRPT	01/02/2013 ST		0.00	26.5060	382,269.88	20.3700	293,776.14	(88,493.74) (23.15%)
18,126	Total for SRPT			AVG Unit Cost	26.2979	476,674.91		369,226.62	(107,448.29) (22.54%)
49,924	***SCORPIO TANKERS INC Security STNG	07/31/2013 ST		0.28	9.5000	474,278.00	11.7900	588,603.96	114,325.96 24.11%
28,122	TRIPADVISOR INC Security TRIP	04/12/2012 ST		0.00	35.3765	994,856.88	82.8300	2,329,345.26	1,334,488.38 134.14%
17,672	BERKLEY W R CORPORATION Security WRB	02/12/2002 ST		0.40	10.3530	182,957.49	43.3900	766,788.08	583,830.59 319.11%
3,526	BERKLEY W R CORPORATION Security WRB	02/13/2002 ST		0.40	10.4882	36,981.48	43.3900	152,993.14	116,011.66 313.70%

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Quantity	Description/ Security ID	Acq Date/ Term	Mat/Exp Date	Div/Int Rate	Unit Cost	Cost	Share Price	Market Value	Unreal G/L/ % Unreal G/L
Security Type: Common Stock									
21,198	Total for WRB			AVG Unit Cost	10.3755	219,938.97		919,781.22	699,842.25 318.20%
Security Type: Warrants									
46,991	***WTS JOHN KEELLS HLDGS EXP PENDING Security J013366	11/14/2013 ST		0.00	0.0687	3,229.49	0.6054	28,447.83	25,218.34 780.88%
46,991	***WTS JOHN KEELLS HLDGS EXP PENDING Security J013367	11/14/2013 ST		0.00	0.0745	3,498.62	0.7185	33,763.84	30,265.22 865.06%

Gilder Foundation, Inc.
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 EIN #: 13-6176041

Quantity	Description/ Security ID	Acq Date/ Term	Mat/Exp Date	Div/int Rate	Unit Cost	Cost	Share Price	Market Value	Unreal G/L/ % Unreal G/L
Security Type: Common Stock									
835	AMAZON COM INC Security AMZN	05/16/2008 ST		0.00	76 1765	63,607 35	398 7900	332,989 65	269,382 30 423 51%
185	AMAZON COM INC Security AMZN	10/21/2010 ST		0.00	164 0725	30,353 42	398 7900	73,776 15	43,422 73 143 06%
1,020	Total for AMZN			AVG Unit Cost	92 1184	93,960.77		406,765 80	312,805 03 332.91%
3,500	BIOMARIN PHARMACEUTICAL INC Security BMRN	07/25/2012 ST		0.00	39 4069	137,924 05	70 3500	246,225 00	108,300 95 78 52%
3,800	DIGITALGLOBE INC COM	09/11/2013 ST		0.00	34 2639	130,202 95	41 1500	156,370 00	26,167 05 20 10%
7,200	FACEBOOK INC CLA Security FB	12/31/2012 ST		0.00	26 9304	193,899 20	54 6490	393,472 80	199,573 60 102 93%
3,300	GILEAD SCIENCES INC Security GILD	11/26/2012 ST		0.00	37 8562	124,925 56	75 1000	247,830 00	122,904 44 98 38%
185	GOOGLE INC CLA Security GOOG	04/02/2008 ST		0.00	467 3317	86,456 36	1,120 7100	207,331 35	120,874 99 139 81%
1,750	W R GRACE & CO-DEL NEW Security GRA	02/03/2012 ST		0.00	55 2206	96,636 08	98 8700	173,022 50	76,386 42 79 05%
1,950	HAIN CELESTIAL GROUP INC Security HAIN	09/21/2012 ST		0.00	65 5871	127,894 86	90 7800	177,021 00	49,126 14 38 41%
100,000	**JOHN KEELLS HLDG PLC SI 10 PAR Security K000360	12/01/2010 ST		0.00	1 9691	196,908 73	1 7199	171,985 47	(24,923 26) (12 66%)
4,585	CARMAX INC Security KMX	02/11/2011 ST		0.00	35 1622	161,218 71	47 0200	215,586 70	54,367 99 33 72%
750	NETFLIX COM INC Security NFLX	02/03/2012 ST		0.00	126 8355	95,126 65	368 1700	276,127 50	181,000 85 190 27%
2,100	STARBUCKS CORP Security SBUX	11/29/2012 ST		1.04	51 8682	108,923 16	78 3900	164,619 00	55,695 84 51 13%

Gilder Foundation, Inc.
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Quantity	Description/ Security ID	Acq Date/ Term	Mat/Exp Date	Div/int Rate	Unit Cost	Cost	Share Price	Market Value	Unreal G/L / % Unreal G/L	
2.500	TRIPADVISOR INC Security TRIP	04/12/2012 ST		0.00	35.3765	88,441.16	82.8300	207,075.00	118,633.84 134.14%	
Total Securities								51,433,780.96		
Donors unrealized appreciation							2,235,497			
Total per Tax Return							31,434,676.18		51,433,780.96	

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 File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions	Employer identification number (EIN) or
	GILDER FOUNDATION, INC.	13-6176041
	Number, street, and room or suite no. If a P O box, see instructions	Social security number (SSN)
	C/O ANCHIN, 1375 BROADWAY	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions	
	NEW YORK, NY 10018	

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

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

- The books are in the care of ▶ GILDER GAGNON & HOWE

Telephone No ▶ 212 765-2500 FAX No ▶ _____

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

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 08/15, 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

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$ 614,242.
b If this application is for Form 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.	3b	\$ 464,242.
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.	3c	\$ 150,000.

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

For Privacy Act and Paperwork Reduction Act Notice, see instructions.

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box **X**
- 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 <small>File by the due date for filing your return See instructions</small>	Name of exempt organization or other filer, see instructions	Employer identification number (EIN) or
	GILDER FOUNDATION, INC.	13-6176041
	Number, street, and room or suite no. If a P O box, see instructions	Social security number (SSN)
	C/O ANCHIN, 1375 BROADWAY	
City, town or post office, state, and ZIP code For a foreign address, see instructions		
NEW YORK, NY 10018		

Enter the Return code for the return that this application is for (file a separate application for each return) 0 1 2 3 4 5 6 7 8 9

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 (sec 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 the care of GILDER GAGNON & HOWE, 1775 BROADWAY NEW YORK, NY 10019-1903
Telephone No 212 765-2500 Fax No
- If the organization does not have an office or place of business in the United States, check this box
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ If this is for the whole group, check this box If it is for part of the group, check this box and attach a list with the names and EINs of all members the extension is for

4 I request an additional 3-month extension of time until 11/17, 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 ALL OF THE INFORMATION REQUIRED TO FILE A COMPLETE AND ACCURATE RETURN IS NOT YET AVAILABLE

8a 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	8a \$	614,242.
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	8b \$	614,242.
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	8c \$	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 Date