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Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation**

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

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

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

OMB No 1545-0052

2013

Open to Public Inspection

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

Name of foundation THE KOCH ELLIS FUND

C/O CHARLES ELLIS, TRUSTEE

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

Room/suite

55 HIGHLAND STREET

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

NEW HAVEN, CT 06511

G Check all that apply.

☐ Initial return☐ Final return☐ Address change☐ Initial return of a former public charity☐ Amended return☒ 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) ▶ \$ 11,562,905.

J Accounting method

☒ Cash☐ Accrual☐ Other (specify) _____

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

A Employer identification number

22-2505228

B Telephone number (see instructions)

(203) 752-3200

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 ☐**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)
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	8,619.	8,619.		ATCH 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	475,822.			
b Gross sales price for all assets on line 6a 511,419.				
7 Capital gain net income (from Part IV, line 2)		475,822.		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule) ATCH 2	2,502.	1,935.		
12 Total. Add lines 1 through 11	486,943.	486,376.		
13 Compensation of officers, directors, trustees, etc.	0			
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule)				
c Other professional fees (attach schedule)				
17 Interest ATCH 3	43,751.	43,751.		
18 Taxes (attach schedule) (see instructions) ATCH 4	26,136.	136.		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule) ATCH 5	2,620.	1,310.		1,310.
24 Total operating and administrative expenses. Add lines 13 through 23	72,507.	45,197.		1,310.
25 Contributions, gifts, grants paid	668,986.			668,986.
26 Total expenses and disbursements. Add lines 24 and 25	741,493.	45,197.		670,296.
27 Subtract line 26 from line 12.	-254,550.			
a Excess of revenue over expenses and disbursements		441,179.		
b Net investment income (if negative, enter -0-)				
c Adjusted net income (if negative, enter -0-)				

For Paperwork Reduction Act Notice, see instructions.

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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		265,558.	27,005.	27,005.
	2	Savings and temporary cash investments				
	3	Accounts receivable ▶				
		Less allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (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 6	481,475.	421,291.	3,735,900.	
	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) ATCH 7	6,040,189.	6,084,376.	7,800,000.		
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)	6,787,222.	6,532,672.	11,562,905.		
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	1,104,081.	1,104,081.		
23	Total liabilities (add lines 17 through 22)	1,104,081.	1,104,081.			
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	5,683,141.	5,428,591.		
	28	Paid-in or capital surplus, or land, bldg, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds				
30	Total net assets or fund balances (see instructions)	5,683,141.	5,428,591.			
31	Total liabilities and net assets/fund balances (see instructions)	6,787,222.	6,532,672.			

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	5,683,141.
2	Enter amount from Part I, line 27a	2	-254,550.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	5,428,591.
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	5,428,591.

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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					
(i) F M V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
a					
b					
c					
d					
e					
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	475,822.	
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	423,564.	10,217,908.	0.041453
2011	315,336.	10,478,891.	0.030092
2010	667,221.	10,470,317.	0.063725
2009	92,650.	8,924,630.	0.010381
2008	216,844.	11,271,528.	0.019238
2 Total of line 1, column (d)			2 0.164889
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 0.032978
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5			4 11,224,961.
5 Multiply line 4 by line 3			5 370,177.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 4,412.
7 Add lines 5 and 6			7 374,589.
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			8 670,296.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)		1	4,412.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	
3 Add lines 1 and 2		3	4,412.
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	4,412.
6 Credits/Payments			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a		19,741.
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments Add lines 6a through 6d		7	19,741.
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached		8	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		10	15,329.
11 Enter the amount of line 10 to be Credited to 2014 estimated tax		11	15,329. Refunded

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?	13	X	
Website address <input type="checkbox"/> N/A				
14	The books are in care of <input type="checkbox"/> CHARLES ELLIS	Telephone no	<input type="checkbox"/> 203-752-3200	
	Located at <input type="checkbox"/> 55 HIGHLAND STREET, NEW HAVEN, CT	ZIP+4	<input type="checkbox"/> 06511	
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <input type="checkbox"/>			
	and enter the amount of tax-exempt interest received or accrued during the year <input type="checkbox"/> 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?	16	Yes	No
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country <input type="checkbox"/>			X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? <input type="checkbox"/>	1b	
Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>		
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? <input type="checkbox"/>	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)).		
a At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
If "Yes," list the years <input type="checkbox"/>		
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.) <input type="checkbox"/>	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. <input type="checkbox"/>		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.) <input type="checkbox"/>	3b	X
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? <input type="checkbox"/>	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? <input type="checkbox"/>	4b	X

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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 ☒ NoOrganizations 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
NONE				

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

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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 ▶		

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (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 ▶	

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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 3,476,670.
b	Average of monthly cash balances	1b 146,282.
c	Fair market value of all other assets (see instructions)	1c 7,772,948.
d	Total (add lines 1a, b, and c)	1d 11,395,900.
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 11,395,900.
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4 170,939.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5 11,224,961.
6	Minimum investment return. Enter 5% of line 5	6 561,248.

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	1 561,248.
2a	Tax on investment income for 2013 from Part VI, line 5	2a 4,412.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b
c	Add lines 2a and 2b	2c 4,412.
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3 556,836.
4	Recoveries of amounts treated as qualifying distributions	4
5	Add lines 3 and 4	5 556,836.
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.	7 556,836.

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 670,296.
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.	4 670,296.
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 4,412.
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6 665,884.

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.

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Page **9****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				556,836.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only				
b Total for prior years 20 <u>11</u> , 20 <u>10</u> , 20 <u>09</u>				
3 Excess distributions carryover, if any, to 2013.				
a From 2008				
b From 2009				
c From 2010	151,503.			
d From 2011				
e From 2012				
f Total of lines 3a through e	151,503.			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ <u>670,296.</u>				
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				556,836.
e Remaining amount distributed out of corpus	113,460.			
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	264,963.			
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 6a 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)				
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	264,963.			
10 Analysis of line 9				
a Excess from 2009				
b Excess from 2010	151,503.			
c Excess from 2011				
d Excess from 2012				
e Excess from 2013	113,460.			

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Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	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
Name and address (home or business)				
a Paid during the year ATCH 11				
Total			3a	668,986.
b Approved for future payment				
Total			3b	

Enter gross amounts unless otherwise indicated

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

Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See instructions.)

[illegible]

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

- | | | |
|---|-------------------|------------------|
| <p>1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?</p> <p>a Transfers from the reporting foundation to a noncharitable exempt organization of:</p> <p>(1) Cash</p> <p>(2) Other assets</p> <p>b Other transactions</p> <p>(1) Sales of assets to a noncharitable exempt organization</p> <p>(2) Purchases of assets from a noncharitable exempt organization</p> <p>(3) Rental of facilities, equipment, or other assets</p> <p>(4) Reimbursement arrangements</p> <p>(5) Loans or loan guarantees</p> <p>(6) Performance of services or membership or fundraising solicitations</p> <p>c Sharing of facilities, equipment, mailing lists, other assets, or paid employees</p> <p>d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.</p> | <p>Yes</p> | <p>No</p> |
| <p>1a(1)</p> | | X |
| <p>1a(2)</p> | | X |
| <p>1b(1)</p> | | X |
| <p>1b(2)</p> | | X |
| <p>1b(3)</p> | | X |
| <p>1b(4)</p> | | X |
| <p>1b(5)</p> | | X |
| <p>1b(6)</p> | | X |
| <p>1c</p> | | X |

[illegible]

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

- b** If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

**Sign
Here**

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

Signature of officer or trustee

11/11/74
Date

► Trustee
Title

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

**Paid
Preparer
Use Only**

Print/Type preparer's name

WILLIAM R FLEMING

Preparer's signature

William C. Long

Check ☐ if self-employed

PTIN	
------	--

P00368409

Firm's name ► PRICEWATERHOUSECOOPERS LLP

Firm's EIN ▶ 13-4008324

Firm's address ► 185 ASYLUM STREET, SUITE 2400
HARTFORD, CT

06103-3404

Phone no 860-241-7000

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)	
511,419.		BERSHIRE HATHAWAY 3 SHARES PROPERTY TYPE: SECURITIES 60,184.					VARIOUS 451,235.	VARIOUS
		PRIVATE EQUITY K-1 GAIN(LOSS) PROPERTY TYPE: SECURITIES					VARIOUS 24,587.	VARIOUS
TOTAL GAIN(LOSS)							<u>475,822.</u>	

ATTACHMENT 1FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
PRIVATE EQUITY DIVIDENDS & INTEREST	8,619.	8,619.
TOTAL	<u>8,619.</u>	<u>8,619.</u>

ATTACHMENT 2

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION
PRIVATE EQUITY OTHER INCOME
LESS UNRELATED BUSINESS INCOME
REPORTED ON 990-T

REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
2,502.	2,502.
	-567.
<u>2,502.</u>	<u>1,935.</u>
TOTALS	

ATTACHMENT 3FORM 990PF, PART I - INTEREST EXPENSE

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
CREDIT SUISSE	43,751.	43,751.
TOTALS	<u>43,751.</u>	<u>43,751.</u>

ATTACHMENT 4

FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
FOREIGN TAX		
PRIVATE EQUITY K-1	136.	136.
EXCISE	26,000.	
TOTALS	<u>26,136.</u>	<u>136.</u>

ATTACHMENT 5

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
ADMINISTRATIVE SERVICES	2,500.	1,250.	1,250.
WIRE FEES	120.	60.	60.
PEOPLES UNITED			
TOTALS	<u>2,620.</u>	<u>1,310.</u>	<u>1,310.</u>

ATTACHMENT 6FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
BERKSHIRE HATHAWAY [21 SHS]	481,475.	421,291.	3,735,900.
TOTALS	<u>481,475.</u>	<u>421,291.</u>	<u>3,735,900.</u>

ATTACHMENT 7FORM 990PF, PART II - OTHER INVESTMENTS

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
PRIVATE EQUITY	6,040,189.	6,084,376.	7,800,000.
TOTALS	<u>6,040,189.</u>	<u>6,084,376.</u>	<u>7,800,000.</u>

ATTACHMENT 8FORM 990PF, PART II - OTHER LIABILITIES

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>
CREDIT SUISSE MARGIN ACCOUNT	1,104,081.	1,104,081.
TOTALS	<u>1,104,081.</u>	<u>1,104,081.</u>

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 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>
CHARLES D ELLIS 55 HIGHLAND STREET NEW HAVEN, CT 06511	TRUSTEE	0	0	0
LINDA KOCH LORIMER 55 HIGHLAND STREET NEW HAVEN, CT 06511	TRUSTEE	0	0	0
GRAND TOTALS		<u>0</u>	<u>0</u>	<u>0</u>

ATTACHMENT 10

FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS

CHARLES ELLIS, TRUSTEE
55 HIGHLAND STREET
NEW HAVEN, CT 06511

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 11

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
SEE ATTACHMENT - ELLIS FUND DONATIONS	N/A	GENERAL FUND	668,986
	PUBLIC CHARITY		
TOTAL CONTRIBUTIONS PAID			668,986

ATTACHMENT 11

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05/07/14

Accrual Basis

Charles Ellis
Ellis Fund Donations
January through December 2013

Date	Num	Name	Memo	Account	Amount
Jan - Dec 13					
01/02/2013	1532	International Biomedical Research Allianc	Donation	The Ellis Fund	-10,000.00
01/04/2013	1531	New Haven Ecology Project	VOID: Donati ..	The Ellis Fund	0.00
01/04/2013	1530	Harvard Business School	Donation	The Ellis Fund	-50,000.00
01/04/2013	1529	Hollins University	Donation	The Ellis Fund	-100,000.00
01/07/2013	1533	New Haven Ecology Project	VOID: Donati...	The Ellis Fund	0.00
01/31/2013	1534	New Haven Ecology Project	Donation	The Ellis Fund	-1,000.00
02/25/2013	1535	WSHU	Donation	The Ellis Fund	-100.00
04/04/2013	1536	The Greenwood MS Cemetery Association	Donation	The Ellis Fund	-1,000.00
04/22/2013	1537	Friends of New Haven Legal Assistance	Donation	The Ellis Fund	-500.00
04/23/2013	1538	Site Projects, Inc.	Donation	The Ellis Fund	-1,000.00
04/27/2013	1540	Yale College Annual Giving	Donation	The Ellis Fund	-100.00
09/04/2013	1544	Smith College	donation	The Ellis Fund	-5,000.00
09/04/2013	1543	Mercy Corps	donation	The Ellis Fund	-5,000.00
10/08/2013	1546	The Trilateral Commission	donation	The Ellis Fund	-1,000.00
12/27/2013	1584	Beginning With Children Foundation	Donation	The Ellis Fund	-1,000.00
12/27/2013	1583	Berea College	Donation	The Ellis Fund	-1,000.00
12/27/2013	1582	Berkeley Divinity School At Yale	Donation	The Ellis Fund	-2,000.00
12/27/2013	1581	Campaign For Commercial Free Childhood	Donation	The Ellis Fund	-2,000.00
12/27/2013	1580	Carleton University	Donation	The Ellis Fund	-1,500.00
12/27/2013	1579	Connecticut Hospice	Donation	The Ellis Fund	-1,000.00
12/27/2013	1578	Connecticut Women's Hall of Fame	Donation	The Ellis Fund	-1,000.00
12/27/2013	1577	Duke University	donation fro...	The Ellis Fund	-3,000.00
12/27/2013	1576	Duke University	donation fro.	The Ellis Fund	-3,000.00
12/27/2013	1575	Brookline Education Foundation	Donation	The Ellis Fund	-1,000.00
12/27/2013	1574	Edgerton Park Conservancy	Donation	The Ellis Fund	-50.00
12/27/2013	1573	The Foote School	Donation in h..	The Ellis Fund	-1,000.00
12/27/2013	1572	Harvard Law School	Donation for . .	The Ellis Fund	-500.00
12/27/2013	1571	Hollins University	Donation -40t ..	The Ellis Fund	-25,000.00
12/27/2013	1570	Hollins University	Donation: 1/3...	The Ellis Fund	-333,000.00
12/27/2013	1569	Johns Hopkins University	Donation	The Ellis Fund	-500.00
12/27/2013	1568	McGill University	Donation	The Ellis Fund	-2,000.00
12/27/2013	1567	New Haven Symphony Orchestra	Donation	The Ellis Fund	-1,000.00
12/27/2013	1565	NYU Stern School Of Business	Donation	The Ellis Fund	-1,000.00
12/27/2013	1566	Norfolk Academy	Donation	The Ellis Fund	-2,000.00
12/27/2013	1564	PALS Children's Chorus	Donation	The Ellis Fund	-500.00
12/27/2013	1563	Phillips Academy	Donation	The Ellis Fund	-500.00
12/27/2013	1562	Phillips Exeter Academy	Donation	The Ellis Fund	-1,786.00
12/27/2013	1561	Planned Parenthood Of MA	Donation	The Ellis Fund	-1,500.00
12/27/2013	1560	Runkle School	Donation	The Ellis Fund	-1,500.00
12/27/2013	1559	Save The Children	Donation	The Ellis Fund	-25,000.00
12/27/2013	1558	Saint Thomas More	Donation	The Ellis Fund	-500.00
12/27/2013	1557	Yale University	Donation for t...	The Ellis Fund	-1,000.00
12/27/2013	1556	Westminster School	Donation	The Ellis Fund	-1,500.00
12/27/2013	1555	Yale-China Association	Donation	The Ellis Fund	-1,000.00
12/27/2013	1554	Coleman Foundation	Donation	The Ellis Fund	-5,000.00
12/27/2013	1553	New Haven Chorale, Inc	Donation on ...	The Ellis Fund	-2,500.00
12/27/2013	1552	Orange Congregational Church	Donation on ...	The Ellis Fund	-4,000.00
12/27/2013	1551	Connecticut Voices For Children	Donation	The Ellis Fund	-500.00
12/27/2013	1550	SUNY - Oswego	Donation	The Ellis Fund	-500.00
12/27/2013	1549	Creative Arts Workshop	Donation	The Ellis Fund	-500.00
12/27/2013	1548	United Way Of Greater New Haven	VOID: Donati. .	The Ellis Fund	0.00
12/27/2013		Youth Rights Media	VOID. Donati. .	The Ellis Fund	0.00
12/27/2013	1586	Youth Rights Media	Donation	The Ellis Fund	-500.00
12/27/2013	1587	New York City Outward Bound Schools	Donation	The Ellis Fund	-1,000.00
12/27/2013	1588	READ To Grow, Inc.	VOID Donati...	The Ellis Fund	0.00
12/27/2013	1589	United Way Of Greater New Haven	Donation	The Ellis Fund	-62,250.00
12/30/2013	1590	Trinity Church On The Green	Donation: Ch..	The Ellis Fund	-200.00
Jan - Dec 13					-668,986.00

FORM 990-PF, PART XVI-A - ANALYSIS OF OTHER REVENUE

ATTACHMENT 12

DESCRIPTION	BUSINESS CODE	EXCLUSION		RELATED OR EXEMPT	
		AMOUNT	CODE	AMOUNT	FUNCTION INCOME
PRIVATE EQUITY INCOME/LOSS	541900	567.	14	1,935.	
TOTALS		567.		1,935.	

THE KOCH ELLIS FUND

22-2505228

FEDERAL FOOTNOTES

2013 FORM 990-PF & 990-T - NAME CHANGE
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FORMER NAME: THE ELLIS FUND