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

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

2013

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

Lillian Lorber Charitable Trust
c/o Greenberg Traurig, LLP
200 Park Avenue, P.O. Box 677
Florham Park, NJ 07932

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, column (c), line 16)
▶ \$ 2,850,803.

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

A Employer identification number
22-6393059

B Telephone number (see the instructions)
973-360-7900

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)
REVENUE	1 Contributions, gifts, grants, etc. received (att sch)				
	2 Ck <input checked="" type="checkbox"/> if the foundn is not req to att Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	80,227.	78,727.	80,227.	
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain/(loss) from sale of assets not on line 10	33,737.			
	b Gross sales price for all assets on line 6a	363,890.			
	7 Capital gain net income (from Part IV, line 2)		33,737.		
	8 Net short-term capital gain			33,737.	
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit/(loss) (att sch)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	113,964.	112,464.	113,964.		
ADMINISTRATIVE EXPENSES	13 Compensation of officers, directors, trustees, etc.	0.			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule) See St 1	3,750.	3,680.		
	b Accounting fees (attach sch)				
	c Other prof fees (attach sch) See St 2	5,293.	5,194.		
	17 Interest				
	18 Taxes (attach schedule) See Stm 3	154.	151.		
	19 Depreciation (attach sch) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)				
	24 Total operating and administrative expenses. Add lines 13 through 23	9,197.	9,025.		
25 Contributions, gifts, grants paid Stmt 4	112,500.			112,500.	
26 Total expenses and disbursements. Add lines 24 and 25	121,697.	9,025.	0.	112,500.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-7,733.				
b Net investment income (if negative, enter -0-)		103,439.			
c Adjusted net income (if negative, enter -0-)			113,964.		

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	89,808.	168,218.	168,218.
	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 sch)			
	Less: allowance for doubtful accounts			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments — U S and state government obligations (attach schedule) Statement 5	70,907.	70,907.	76,773.
	b Investments — corporate stock (attach schedule) Statement 6	1,507,225.	1,487,910.	2,308,432.
	c Investments — corporate bonds (attach schedule) Statement 7	333,851.	266,894.	297,380.
	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)	2,001,791.	1,993,929.	2,850,803.	
LIABILITIES	17 Accounts payable and accrued expenses	25,979.	14,528.	
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe See Statement 8)		25,979.	
	23 Total liabilities (add lines 17 through 22)	25,979.	40,507.	
FUND ASSETS	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	1,975,812.	1,953,422.	
	28 Paid-in or capital surplus, or land, building, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see instructions)	1,975,812.	1,953,422.	
	31 Total liabilities and net assets/fund balances (see instructions)	2,001,791.	1,993,929.	

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	1,975,812.
2 Enter amount from Part I, line 27a	2	-7,733.
3 Other increases not included in line 2 (itemize) See Statement 9	3	25,979.
4 Add lines 1, 2, and 3	4	1,994,058.
5 Decreases not included in line 2 (itemize) See Statement 10	5	40,507.
6 Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30	6	1,953,551.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shares MLC Company)		(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1 a .		P		
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 363,890.		330,153.	33,737.
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a			33,737.
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	33,737.
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	33,737.

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes☒ No

If 'Yes,' the foundation does not qualify under section 4940(e). Do not complete this part

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries			
(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2012	119,000.	2,405,743.	0.049465
2011	105,576.	2,372,002.	0.044509
2010	99,253.	2,064,065.	0.048086
2009	113,422.	1,830,058.	0.061977
2008	107,698.	2,286,386.	0.047104

2 Total of line 1, column (d)	2	0.251141
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	0.050228
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	2,658,706.
5 Multiply line 4 by line 3	5	133,541.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,034.
7 Add lines 5 and 6	7	134,575.
8 Enter qualifying distributions from Part XII, line 4	8	112,500.

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

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

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter 'N/A' on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary – see instrs)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here. <input type="checkbox"/> and enter 1% of Part I, line 27b		1	2,069.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	2,069.
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	2,069.
6 Credits/Payments			
a 2013 estimated tax pmts and 2012 overpayment credited to 2013	6 a	1,266.	
b Exempt foreign organizations – tax withheld at source	6 b		
c Tax paid with application for extension of time to file (Form 8868)	6 c		
d Backup withholding erroneously withheld	6 d		
7 Total credits and payments. Add lines 6a through 6d	7	1,266.	
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	803.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be. Credited to 2014 estimated tax	11		
		Refunded	

Part VII-A Statements Regarding Activities

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

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes,' attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If 'Yes,' attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <u>N/A</u>	13	X	
14	The books are in care of <u>Martin L. Lepelstat, Trustee</u> Telephone no <u>973-360-7900</u> Located at <u>c/o Greenberg Traurig, 200 Park Ave. Florham</u> ZIP + 4 <u>07932</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year <u>N/A</u>	15		N/A
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If 'Yes,' enter the name of the foreign country <u></u>				

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

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

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

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Part VII-B. Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5 a** During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No**b** If any answer is 'Yes' to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

5 b N/A

Organizations relying on a current notice regarding disaster assistance check here

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

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

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

6 b X

If 'Yes' to 6b, file Form 8870

7 a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If 'Yes,' did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7 b

Part VIII. Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Martin L. Lepelstat, Trustee Greenberg Traurig - PO Box 677 Florham Park, NJ 07932	Trustee 0	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

0

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services (see instructions). If none, enter 'NONE.'

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
None		
Total number of others receiving over \$50,000 for professional services		0

Part IX-A Summary of Direct Charitable Activities

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

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

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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	1 a	2,699,194.
b Average of monthly cash balances	1 b	
c Fair market value of all other assets (see instructions)	1 c	
d Total (add lines 1a, b, and c)	1 d	2,699,194.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1 e	0.
2 Acquisition indebtedness applicable to line 1 assets	2	0.
3 Subtract line 2 from line 1d	3	2,699,194.
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	40,488.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,658,706.
6 Minimum investment return. Enter 5% of line 5	6	132,935.

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	132,935.
2 a Tax on investment income for 2013 from Part VI, line 5	2 a	2,069.
b Income tax for 2013 (This does not include the tax from Part VI.)	2 b	
c Add lines 2a and 2b	2 c	2,069.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	130,866.
4 Recoveries of amounts treated as qualifying distributions	4	
5 Add lines 3 and 4	5	130,866.
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	130,866.

Part XII Qualifying Distributions (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a Expenses, contributions, gifts, etc. — total from Part I, column (d), line 26	1 a	112,500.
b Program-related investments — total from Part IX-B	1 b	
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the:		
a Suitability test (prior IRS approval required)	3 a	
b Cash distribution test (attach the required schedule)	3 b	
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	112,500.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	112,500.

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				130,866.
2 Undistributed income, if any, as of the end of 2013:				
a Enter amount for 2012 only			102,175.	
b Total for prior years. 20 __, 20 __, 20 __		0.		
3 Excess distributions carryover, if any, to 2013:				
a From 2008				
b From 2009				
c From 2010				
d From 2011				
e From 2012				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2013 from Part XII, line 4: \$ 112,500.				
a Applied to 2012, but not more than line 2a			102,175.	
b Applied to undistributed income of prior years (Election required — see instructions)		0.		
c Treated as distributions out of corpus (Election required — see instructions)	0.			
d Applied to 2013 distributable amount				10,325.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount — see instructions		0.		
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount — see instructions			0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				120,541.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012				
e Excess from 2013				

N/A

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

- (4) Gross investment income**

[illegible]

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	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				
See attached schedule				
Total			3 a	112,500.
b Approved for future payment				
Total			3 b	

2013

Federal Statements

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Client 143481

Lillian Lorber Charitable Trust
c/o Greenberg Traurig, LLP

22-6393059

4/15/14

10 51AM

Statement 1
Form 990-PF, Part I, Line 16a
Legal Fees

	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Total	\$ 3,750.	\$ 3,680.	\$ 0.	\$ 0.

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

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Total	\$ 5,293.	\$ 5,194.	\$ 0.	\$ 0.

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

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Total	\$ 154.	\$ 151.	\$ 0.	\$ 0.

Statement 4
Form 990-PF, Part I, Line 25
Contributions, Gifts, and GrantsCash Grants and Allocations

Class of Activity:

Donee's Name:

Donee's Address:

Relationship of Donee:

Organizational Status of Donee:

Amount Given:

\$ 112,500.

Total \$ 112,500.

2013

Federal Statements

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Client 143481

Lillian Lorber Charitable Trust
c/o Greenberg Traurig, LLP

22-6393059

4/15/14

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Statement 5
Form 990-PF, Part II, Line 10a
Investments - U.S. and State Government Obligations

<u>U.S. Government Obligations</u>	<u>Valuation Method</u>	<u>Book Value</u>	<u>Fair Market Value</u>
	Cost	\$ 70,907.	\$ 76,773.
		\$ 70,907.	\$ 76,773.
	Total	<u>\$ 70,907.</u>	<u>\$ 76,773.</u>

Statement 6
Form 990-PF, Part II, Line 10b
Investments - Corporate Stocks

<u>Corporate Stocks</u>	<u>Valuation Method</u>	<u>Book Value</u>	<u>Fair Market Value</u>
	Cost	\$ 1,487,910.	\$ 2,308,432.
	Total	<u>\$ 1,487,910.</u>	<u>\$ 2,308,432.</u>

Statement 7
Form 990-PF, Part II, Line 10c
Investments - Corporate Bonds

<u>Corporate Bonds</u>	<u>Valuation Method</u>	<u>Book Value</u>	<u>Fair Market Value</u>
	Cost	\$ 266,894.	\$ 297,380.
	Total	<u>\$ 266,894.</u>	<u>\$ 297,380.</u>

Statement 8
Form 990-PF, Part II, Line 22
Other Liabilities

Accrued 2011-12 trustee commissions	\$ 25,979.
Total	<u>\$ 25,979.</u>

Statement 9
Form 990-PF, Part III, Line 3
Other Increases

Accrued trustee commission	\$ 25,979.
Total	<u>\$ 25,979.</u>

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Federal Statements

Page 3

Client 143481

Lillian Lorber Charitable Trust
c/o Greenberg Traurig, LLP

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Statement 10
Form 990-PF, Part III, Line 5
Other Decreases

Total	\$	40,507.
	\$	<u>40,507.</u>

LILLIAN LORBER CHARITABLE TRUST

I.D. NO. 22-6393059

Schedule of Information for Lines 10a,
b and c of Part II of Form 990-PF (2013)

		<u>Book Value</u>	<u>Fair Market Value 12/31/13</u>
a.	<u>U.S. and State Government Obligations</u>		
\$25,000	California State Taxable Build America, 5.7%, due 11/1/21	24,207.25	28,136.50
\$20,000	Illinois State General Obligation Pension, 5.1%, due 6/1/2033	16,805.25	18,636.00
\$30,000	New Jersey State Turnpike Authority, Turnpike Revenue, 5%, due 1/1/28	<u>29,894.85</u>	<u>30,000.00</u>
	Total U.S. and State Government Obligations	<u>\$ 70,907.35</u>	<u>\$ 76,772.50</u>
b.	<u>Corporate Stocks</u>		
400 shs.	ACE Ltd. CHF	\$ 29,522.85	\$ 41,412.00
400 shs.	American Electric Power Co., common	12,021.97	18,696.00
1,600 shs.	Bank of America Corp., common	35,196.50	24,912.00
600 shs.	Becton Dickinson & Co., common	19,414.50	66,294.00
117 shs.	CenturyLink, Inc., common	28,241.64	3,726.45
500 shs.	Chevron Corp., common	23,633.11	62,455.00
1,100 shs.	Cisco Systems, Inc., common	20,614.25	24,673.00
500 shs.	Citigroup, Inc., common	19,326.00	26,055.00
463 shs.	Comcast Corp. New, Class A common	10,417.15	24,059.79
800 shs.	Conagra, Inc., common	16,558.00	26,960.00
1,200 shs.	Consolidated Edison Holding Co., common	45,270.00	66,336.00

LILLIAN LORBER CHARITABLE TRUST

I.D. NO. 22-6393059

Schedule of Information for Lines 10a,
b and c of Part II of Form 990-PF (2013)

3,410 shs.	Corning, Inc., common	62,699.54	60,766.20
350 shs.	Costco Wholesale Corp., common	16,240.02	41,657.00
800 shs.	Covidien PLC ADR	39,724.42	54,480.00
400 shs.	Dominion Resources, Inc. VA (New), common	12,587.06	25,876.00
800 shs.	Dow Chemical, common	25,733.65	35,520.00
533 shs.	Duke Energy Holding Corp. New, common	26,533.51	36,782.33
400 shs.	DuPont DeNemours, common	20,446.45	25,988.00
600 shs.	Eaton Corp. PLC	30,993.00	45,672.00
800 shs.	Ensco PLC Class A ADR	41,616.13	45,744.00
279 shs.	Entergy Corp. New	11,271.60	17,652.33
200 shs.	Firstenergy Corp., common	6,010.00	6,596.00
2,700 shs.	Ford Motor Co. New, common	32,026.32	41,661.00
3,200 shs.	General Electric Co., common	77,954.55	89,696.00
1,000 shs.	General Electric Capital Corp., 4.875%, due 1/13/53	25,068.00	20,280.00
500 shs.	Glaxo Smithkline PLC ADR	24,755.10	26,695.00
1,000 shs.	Gulfmark Offshore, Inc. Class A New, common	37,572.70	47,130.00
320 shs.	Hillshire Brands Co., common	8,999.41	10,700.80
1,130 shs.	Honeywell International, Inc., common	50,136.13	103,248.10
1,000 shs.	Intel Corp., common	21,227.00	25,955.00

LILLIAN LORBER CHARITABLE TRUST

I.D. NO. 22-6393059

Schedule of Information for Lines 10a,
b and c of Part II of Form 990-PF (2013)

300 shs.	International Business Machines, common	24,502.24	56,271.00
607 shs.	International Paper Company, common	23,656.31	29,761.21
700 shs.	JPMorgan Chase & Co., common	27,150.84	40,936.00
430 shs.	Mack-Cali Realty Corp., common	14,159.25	9,236.40
1,200 shs.	Marathon Oil Corp., common	11,370.48	52,360.00
600 shs.	Marathon Petroleum Co., common	7,691.52	55,038.00
500 shs.	Merck & Co., Inc. New, common	24,713.50	25,025.00
1,000 shs.	Microsoft Corp., common	28,310.94	37,410.00
400 shs.	National Oilwell Varco, Inc., common	26,331.38	31,812.00
400 shs.	Norfolk Southern Corp., common	26,882.05	37,132.00
550 shs.	Occidental Petroleum Corp., common	8,236.25	52,305.00
940 shs.	Oracle Corp., common	29,144.02	35,964.40
1,790 shs.	Pfizer Corp., common	55,949.04	54,827.70
300 shs.	Powershares QQQ Trust Series 1	13,693.50	26,388.00
1,000 shs.	PPL Corp., common	27,563.04	30,090.00
585 shs.	Procter & Gamble Co., common	16,905.30	47,624.85
298 shs.	Qualcomm, Inc., common	18,069.00	22,126.50
100 shs.	Range Resources Corp., common	5,207.05	8,431.00
300 shs.	Royal Dutch Shell PLC ADR	21,676.76	22,533.00
800 shs.	Scana Corp., common	22,306.00	37,544.00

LILLIAN LORBER CHARITABLE TRUST

I.D. NO. 22-6393059

Schedule of Information for Lines 10a,
b and c of Part II of Form 990-PF (2013)

350 shs.	Schlumberger Ltd. Netherlands Antilles	28,856.74	31,538.50
300 shs.	Target Corp., common	18,921.35	18,981.00
300 shs.	Tiffany & Co. New, common	17,643.95	27,834.00
600 shs.	Union Pacific Corp., common	17,706.39	100,800.00
450 shs.	Unitedhealth Group, Inc., common	30,577.10	33,885.00
733 shs.	Valeant Pharmaceuticals International I, common	10,447.19	86,054.20
500 shs.	Verizon Communications, Inc., common	21,384.50	24,570.00
2,000 shs.	Weatherford International Ltd. CHF	23,302.80	30,980.00
1,023.992 shs.	Wells Fargo Omega Growth Fund Class A	28,962.36	51,486.31
119 shs.	Whirlpool Corp., common	10,856.37	18,666.34
600 shs.	Williams Cos., Inc. Delaware, common	<u>13,921.89</u>	<u>23,142.00</u>
	Total Corporate Stocks	<u>\$ 1,487,909.67</u>	<u>\$2,308,432.41</u>

c. Corporate Bonds

\$10,000	Bank of America Internotes, 6%, due 8/15/17	10,315.30	11,110.80
\$55,000	Federated National Mortgage Association, 4.125%, due 4/15/14	51,574.33	55,628.10
\$25,000	General Electric Capital Corp., 5.375%, due 10/20/16	24,105.75	27,851.50
\$40,000	General Electric Co., 5.25%, due 12/6/17	37,558.85	45,277.60

LILLIAN LORBER CHARITABLE TRUST

I.D. NO. 22-6393059

Schedule of Information for Lines 10a,
b and c of Part II of Form 990-PF (2013)

\$15,000	Genworth Financial, Inc., 6.515%, due 5/22/18	15,005.25	17,061.15
\$25,000	Genworth Financial, Inc., 7.7%, due 6/15/20	24,505.25	29,765.00
\$20,000	Goldman Sachs Group, Inc., 5.625%, due 1/15/17	17,326.65	22,038.80
\$40,000	J.P. Morgan Chase & Co., 3.25%, due 9/23/22	39,939.65	38,332.80
\$25,000	Newmont Mining Corp., 3.5%, due 3/15/22	21,859.25	21,279.50
\$25,000	Verizon Communications, 6.1%, due 4/15/18	<u>24,703.50</u>	<u>29,034.75</u>
	Total Corporate Bonds	<u>\$ 266,893.78</u>	<u>\$ 297,380.00</u>

LILLIAN LORBER CHARITABLE TRUSTSchedule of Information for Part IV of Form 990-PF (2013)

Number of Shares or Units	Security	How Acquired		Date Acquired	Date Sold	Sales Price	Cost	Gain (Loss)
		P-Purchase	D-Donation					
300 shs.	Texas Instruments, common	P		5/5/05	1/23/13	9,891.78	7,870.25	2,021.53
20 shs.	Royal Bank of Canada Airbag YON MDR, 8.5%, due 5/2/13	P		10/31/12	1/31/13	132.67	-	132.67
200 shs.	Cliffs Natural Resources, Inc., common	P		5/18/11	2/13/13	5,973.60	17,916.05	(11,942.45)
200 shs.	Cliffs Natural Resources, Inc., common	P		12/6/11	2/13/13	5,973.60	14,472.45	(8,498.85)
200 shs.	Cliffs Natural Resources, Inc., common	P		8/9/12	2/13/13	5,973.60	9,062.05	(3,088.45)
20 shs.	Royal Bank of Canada Airbag YON MDR, 8.5%, due 5/2/13	P		10/31/12	2/28/13	132.67	-	132.67
1,200 shs.	Epoch Holding Corp., common	D		4/29/01	3/28/13	33,600.00	4,689.00	28,911.00
20 shs.	Royal Bank of Canada Airbag YON MDR, 8.5%, due 5/2/13	P		10/31/12	3/28/13	132.67	-	132.67
\$20,000	Lexmark International, Inc., 5.9%, due 6/1/13	P		4/24/09	4/1/13	20,180.60	18,539.05	1,641.55

LILLIAN LORBER CHARITABLE TRUSTSchedule of Information for Part IV of Form 990-PF (2013)

100 shs.	Honeywell International, Inc., common	D	4/29/01	4/2/13	7,405.80	4,907.75	2,498.05
200 shs.	Honeywell International, Inc., common	P	7/15/02	4/2/13	14,811.60	6,511.81	8,299.79
200 shs.	Union Pacific Corp., common	D	4/29/01	4/2/13	28,102.57	5,769.00	22,333.57
\$15,000	American Express Card, 5.875%, due 5/2/13	P	4/15/09	5/2/13	15,000.00	14,179.65	820.35
20 shs.	Royal Bank of Canada Airbag YON MDR, 8.5%, due 5/2/13	P	10/31/12	5/2/13	132.67	-	132.67
20 shs.	Royal Bank of Canada Airbag YON MDR, 8.5%, due 5/2/13	P	10/31/12	5/2/13	20,000.00	20,000.00	-
450 shs.	Emerson Electric Co., common	P	3/18/11	5/20/13	26,949.40	25,988.35	961.05
371 shs.	Pinnacle West Capital Corp., common	P	5/18/12	7/9/13	21,000.71	17,901.92	3,098.79
\$10,000	Morgan Stanley Step-Up, 4%, due 7/30/20	P	7/28/10	7/30/13	10,000.00	10,059.00	(59.00)
	Wamu 2004 Common Stock Litigation, securities litigation settlement	P	1/1/12	8/19/13	11.21	-	11.21
330 shs.	Bunge Limited, common	P	3/7/07	9/16/13	25,944.97	25,636.21	308.76

LILLIAN LORBER CHARITABLE TRUST

Schedule of Information for Part IV of Form 990-PF (2013)

120 shs.	Dominion Resources, Inc. VA (New), common	P	3/11/02	9/16/13	7,375.83	3,745.26	3,630.57
200 shs.	Goldcorp, Inc. New, common	P	8/9/12	9/16/13	5,198.31	7,532.85	(2,334.54)
500 shs.	McDermott International, Inc., common	P	11/14/07	9/16/13	3,695.46	13,896.64	(10,201.18)
100 shs.	Mallinckrodt Pub. Ltd. Co., common	P	7/27/12	9/16/13	4,274.52	3,943.63	330.89
200 shs.	PPL Corp., common	P	5/9/12	9/16/13	5,980.10	5,512.61	467.49
340 shs.	Potash Corp. Sask, Inc., common	P	12/5/12	10/8/13	10,949.18	13,475.92	(2,526.74)
400 shs.	Potash Corp. Sask, Inc., common	P	2/28/13	10/8/13	12,881.38	16,001.20	(3,119.82)
\$25,000	BP Capital PLC Notes, 5.25%, due 11/7/13	P	6/7/10	11/7/13	25,000.00	25,151.50	(151.50)
\$20,000	New York Telephone Co., 7%, due 12/1/33	P	5/18/10	12/2/13	20,000.00	20,883.45	(883.45)
500 shs.	AT&T, Inc., common	P	7/1/08	12/19/13	17,184.70	16,507.75	676.95
Total Capital Gains and Losses							\$ 33,736.25

Part XV - Supplementary Information
Line 3 - Grants and Contributions
Paid During the Year or Approved for Future Payment

Recipient Name and Address	If recipient is an individual, show any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
The Opportunity Project Inc. 60 East Willow Street Millburn, NJ 07041	N/A	Public	General charitable purposes	2,500.00
Dorot, Inc. 171 West 85th Street New York, NY 10024-4401	N/A	Public	General charitable purposes	7,000.00
Muscular Dystrophy Association 3300 East Sunrise Drive Tucson, AZ 85718	N/A	Public	General charitable purposes	5,000.00
Planned Parenthood 69 E. Newman Springs Road PO Box 95 Shrewsbury, NJ 07702	N/A	Public	General charitable purposes	7,000.00
Jewish Family and Vocational Services of Middlesex County 32 Ford Avenue #2 Milltown, NJ 08850-1532	N/A	Public	General charitable purposes	7,000.00
Birtheright Israel Foundation Jewish Federation of Greater Metrowest NJ 901 Route 10 PO Box 929 Whippany, NJ 07981	N/A	Public	General charitable purposes	7,000.00
Mothers Against Drunk Driving PO Box 2488 Elizabeth, NJ 07207	N/A	Public	General charitable purposes	5,000.00
Doctors Without Borders USA PO Box 5030 Hagerstown, MD 21741-5030	N/A	Public	General charitable purposes	5,000.00
Special Olympics Three Princess Road Lawrenceville, NJ 08648	N/A	Public	General charitable purposes	7,000.00
National Multiple Sclerosis Society 246 Monmouth Road Oakhurst, NJ 07755	N/A	Public	General charitable purposes	10,000.00

Part XV - Supplementary Information
Line 3 - Grants and Contributions
Paid During the Year or Approved for Future Payment

American Diabetes Association Centerpointe II 1160 Route 22 East, Suite 103 Bridgewater, NJ 08807	N/A	Public	General charitable purposes	10,000.00
The Valerie Fund 2101 Millburn Avenue Maplewood, NJ 07040	N/A	Public	General charitable purposes	7,000.00
Ronald McDonald House 145 Somerset Street New Brunswick, NJ 08901	N/A	Public	General charitable purposes	7,000.00
Make-A-Wish - New Jersey Samuel & Josephine Plumeri Wishing Place 1347 Perrineville Road Monroe Township, NJ 08831	N/A	Public	General charitable purposes	6,000.00
Cerebral Palsy Association of Middlesex County Roosevelt Park Oak Drive Edison, NJ 08837	N/A	Public	General charitable purposes	6,000.00
Southern Institute For Education and Research 31 McAlister Dr. MR Box 1692 New Orleans, LA 70118-5555	N/A	Public	General charitable purposes	3,000.00
Wounded Warrior Project PO Box 758517 Topeka, Kansas 66675	N/A	Public	General charitable purposes	3,000.00
Autism Speaks 1050 State Road 2nd Floor Princeton, NJ 08540	N/A	Public	General charitable purposes	4,000.00
Anti Defamation League PO Box 96226 Washington, DC 20090-6226	N/A	Public	General charitable purposes	4,000.00
Total				112,500.00

THE LILLIAN LORBER CHARITABLE TRUST
EIN 22-6393059
SCHEDULE OF INFORMATION FOR FORM 990-PF (2013)

PART I, LINE 16c

Estabrook Capital Management, for investment management services, 1st quarter, 2013	\$ 1,209.32
Estabrook Capital Management, for investment management services, 2nd quarter, 2013	1,364.85
Estabrook Capital Management, for investment management services, 3rd quarter, 2013	1,341.34
Estabrook Capital Management, for investment management services, 4th quarter, 2013	<u>1,377.45</u>
Total - Part I, Line 16c	<u>\$ 5,292.96</u>

PART I, LINE 18

Foreign tax withholding (Goldcorp, Inc. New)	2.50
Foreign tax withholding (Potash Corp. Sask, Inc. Canada)	17.85
Foreign tax withholding (Goldcorp, Inc. New)	2.50
Foreign tax withholding (Goldcorp, Inc. New)	2.50
Foreign tax withholding (Goldcorp, Inc. New)	2.50
Foreign tax withholding (Potash Corp. Sask, Inc. Canada)	51.80
Foreign tax withholding (Goldcorp, Inc. New)	2.50
Foreign tax withholding (Goldcorp, Inc. New)	2.50
Foreign tax withholding (Goldcorp, Inc. New)	1.50
Foreign tax withholding (Potash Corp. Sask, Inc. Canada)	64.75
Foreign tax withholding (Goldcorp, Inc. New)	<u>2.50</u>
Total - Part I, Line 18	<u>\$ 153.40</u>