



See a Social Security Number? Say Something!  
Report Privacy Problems to <https://public.resource.org/privacy>  
Or call the IRS Identity Theft Hotline at 1-800-908-4490



## 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](http://www.irs.gov/form990pf).

2013

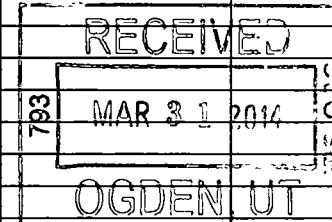
Open to Public Inspection

For calendar year 2013 or tax year beginning

, 2013, and ending

, 20

Name of foundation <b>WALDMAN FOUNDATION</b>		<b>A Employer identification number</b> <b>26-1495686</b>																																																																																																																																																														
		<b>B Telephone number (see instructions)</b> <b>(212) 286-2600</b>																																																																																																																																																														
Number and street (or P O box number if mail is not delivered to street address) <b>C/O OCONNOR DAVIES, LLP</b> <b>665 FIFTH AVENUE</b>		Room/suite																																																																																																																																																														
City or town, state or province, country, and ZIP or foreign postal code <b>NEW YORK, NY 10022</b>																																																																																																																																																																
<b>G Check all that apply</b>		<input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input checked="" type="checkbox"/> Address change																																																																																																																																																														
		<input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change																																																																																																																																																														
<b>H Check type of organization</b>		<input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation																																																																																																																																																														
<b>I Fair market value of all assets at end of year (from Part II, col (c), line 16) ► \$ 14,348,607.</b>		<b>J Accounting method</b> <input type="checkbox"/> Cash <input type="checkbox"/> Accrual <input checked="" type="checkbox"/> Other (specify) <b>MODIFIED CASH</b> <i>(Part I, column (d) must be on cash basis)</i>																																																																																																																																																														
<b>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))</b> <table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 25%;"></th> <th style="width: 25%; text-align: center;"><b>(a) Revenue and expenses per books</b></th> <th style="width: 25%; text-align: center;"><b>(b) Net investment income</b></th> <th style="width: 25%; text-align: center;"><b>(c) Adjusted net income</b></th> </tr> <tr> <th></th> <th></th> <th></th> <th style="text-align: center;"><b>(d) Disbursements for charitable purposes (cash basis only)</b></th> </tr> </thead> <tbody> <tr> <td>1 Contributions, gifts, grants, etc., received (attach schedule)</td> <td style="text-align: right;">10,969,294</td> <td></td> <td></td> </tr> <tr> <td>2 Check ► <input type="checkbox"/> if the foundation is not required to attach Sch B</td> <td></td> <td></td> <td></td> </tr> <tr> <td>3 Interest on savings and temporary cash investments</td> <td style="text-align: right;">155</td> <td style="text-align: right;">155</td> <td style="text-align: right;">ATCH 1</td> </tr> <tr> <td>4 Dividends and interest from securities</td> <td style="text-align: right;">326,290</td> <td style="text-align: right;">178,262</td> <td style="text-align: right;">ATCH 2</td> </tr> <tr> <td>5 a Gross rents</td> <td></td> <td></td> <td></td> </tr> <tr> <td>  b Net rental income or (loss)</td> <td></td> <td></td> <td></td> </tr> <tr> <td>6 a Net gain or (loss) from sale of assets not on line 10</td> <td></td> <td></td> <td></td> </tr> <tr> <td>  b Gross sales price for all assets on line 6a</td> <td style="text-align: right;">8,473,885</td> <td></td> <td></td> </tr> <tr> <td>7 Capital gain net income (from Part IV, line 2)</td> <td></td> <td style="text-align: right;">603,814</td> <td></td> </tr> <tr> <td>8 Net short-term capital gain</td> <td></td> <td></td> <td></td> </tr> <tr> <td>9 Income modifications</td> <td></td> <td></td> <td></td> </tr> <tr> <td>10 a Gross sales less returns and allowances</td> <td></td> <td></td> <td></td> </tr> <tr> <td>  b Less Cost of goods sold</td> <td></td> <td></td> <td></td> </tr> <tr> <td>  c Gross profit or (loss) (attach schedule)</td> <td></td> <td></td> <td></td> </tr> <tr> <td>11 Other income (attach schedule)</td> <td></td> <td></td> <td></td> </tr> <tr> <td>12 Total. Add lines 1 through 11</td> <td style="text-align: right;">11,235,622</td> <td style="text-align: right;">782,231</td> <td></td> </tr> <tr> <td>13 Compensation of officers, directors, trustees, etc</td> <td style="text-align: right;">14,000</td> <td></td> <td style="text-align: right;">14,000</td> </tr> <tr> <td>14 Other employee salaries and wages</td> <td></td> <td></td> <td></td> </tr> <tr> <td>15 Pension plans, employee benefits</td> <td></td> <td></td> <td></td> </tr> <tr> <td>16 a Legal fees (attach schedule) ATCH 3</td> <td style="text-align: right;">12,040</td> <td></td> <td style="text-align: right;">12,040</td> </tr> <tr> <td>  b Accounting fees (attach schedule)</td> <td></td> <td></td> <td></td> </tr> <tr> <td>  c Other professional fees (attach schedule) *</td> <td style="text-align: right;">54,972</td> <td style="text-align: right;">54,972</td> <td></td> </tr> <tr> <td>17 Interest</td> <td></td> <td></td> <td></td> </tr> <tr> <td>18 Taxes (attach schedule) (see instructions) ATCH 5</td> <td style="text-align: right;">14,545</td> <td></td> <td></td> </tr> <tr> <td>19 Depreciation (attach schedule) and depletion</td> <td></td> <td></td> <td></td> </tr> <tr> <td>20 Occupancy</td> <td></td> <td></td> <td></td> </tr> <tr> <td>21 Travel, conferences, and meetings</td> <td></td> <td></td> <td></td> </tr> <tr> <td>22 Printing and publications</td> <td></td> <td></td> <td></td> </tr> <tr> <td>23 Other expenses (attach schedule) ATCH 6</td> <td style="text-align: right;">796</td> <td></td> <td style="text-align: right;">385</td> </tr> <tr> <td>24 Total operating and administrative expenses.</td> <td></td> <td></td> <td></td> </tr> <tr> <td>  Add lines 13 through 23</td> <td style="text-align: right;">96,353</td> <td style="text-align: right;">54,972</td> <td style="text-align: right;">26,425</td> </tr> <tr> <td>25 Contributions, gifts, grants paid</td> <td style="text-align: right;">84,000</td> <td></td> <td style="text-align: right;">84,000</td> </tr> <tr> <td>26 Total expenses and disbursements. Add lines 24 and 25</td> <td style="text-align: right;">180,353</td> <td style="text-align: right;">54,972</td> <td style="text-align: right;">0</td> <td style="text-align: right;">110,425</td> </tr> <tr> <td>27 Subtract line 26 from line 12</td> <td></td> <td></td> <td></td> </tr> <tr> <td>  a Excess of revenue over expenses and disbursements</td> <td style="text-align: right;">11,055,269</td> <td></td> <td></td> </tr> <tr> <td>  b Net investment income (if negative, enter -0-)</td> <td></td> <td style="text-align: right;">727,259</td> <td></td> </tr> <tr> <td>  c Adjusted net income (if negative, enter -0-)</td> <td></td> <td></td> <td></td> </tr> </tbody> </table>					<b>(a) Revenue and expenses per books</b>	<b>(b) Net investment income</b>	<b>(c) Adjusted net income</b>				<b>(d) Disbursements for charitable purposes (cash basis only)</b>	1 Contributions, gifts, grants, etc., received (attach schedule)	10,969,294			2 Check ► <input type="checkbox"/> if the foundation is not required to attach Sch B				3 Interest on savings and temporary cash investments	155	155	ATCH 1	4 Dividends and interest from securities	326,290	178,262	ATCH 2	5 a Gross rents				b Net rental income or (loss)				6 a Net gain or (loss) from sale of assets not on line 10				b Gross sales price for all assets on line 6a	8,473,885			7 Capital gain net income (from Part IV, line 2)		603,814		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)				12 Total. Add lines 1 through 11	11,235,622	782,231		13 Compensation of officers, directors, trustees, etc	14,000		14,000	14 Other employee salaries and wages				15 Pension plans, employee benefits				16 a Legal fees (attach schedule) ATCH 3	12,040		12,040	b Accounting fees (attach schedule)				c Other professional fees (attach schedule) *	54,972	54,972		17 Interest				18 Taxes (attach schedule) (see instructions) ATCH 5	14,545			19 Depreciation (attach schedule) and depletion				20 Occupancy				21 Travel, conferences, and meetings				22 Printing and publications				23 Other expenses (attach schedule) ATCH 6	796		385	24 Total operating and administrative expenses.				Add lines 13 through 23	96,353	54,972	26,425	25 Contributions, gifts, grants paid	84,000		84,000	26 Total expenses and disbursements. Add lines 24 and 25	180,353	54,972	0	110,425	27 Subtract line 26 from line 12				a Excess of revenue over expenses and disbursements	11,055,269			b Net investment income (if negative, enter -0-)		727,259		c Adjusted net income (if negative, enter -0-)			
	<b>(a) Revenue and expenses per books</b>	<b>(b) Net investment income</b>	<b>(c) Adjusted net income</b>																																																																																																																																																													
			<b>(d) Disbursements for charitable purposes (cash basis only)</b>																																																																																																																																																													
1 Contributions, gifts, grants, etc., received (attach schedule)	10,969,294																																																																																																																																																															
2 Check ► <input type="checkbox"/> if the foundation is not required to attach Sch B																																																																																																																																																																
3 Interest on savings and temporary cash investments	155	155	ATCH 1																																																																																																																																																													
4 Dividends and interest from securities	326,290	178,262	ATCH 2																																																																																																																																																													
5 a Gross rents																																																																																																																																																																
b Net rental income or (loss)																																																																																																																																																																
6 a Net gain or (loss) from sale of assets not on line 10																																																																																																																																																																
b Gross sales price for all assets on line 6a	8,473,885																																																																																																																																																															
7 Capital gain net income (from Part IV, line 2)		603,814																																																																																																																																																														
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)																																																																																																																																																																
12 Total. Add lines 1 through 11	11,235,622	782,231																																																																																																																																																														
13 Compensation of officers, directors, trustees, etc	14,000		14,000																																																																																																																																																													
14 Other employee salaries and wages																																																																																																																																																																
15 Pension plans, employee benefits																																																																																																																																																																
16 a Legal fees (attach schedule) ATCH 3	12,040		12,040																																																																																																																																																													
b Accounting fees (attach schedule)																																																																																																																																																																
c Other professional fees (attach schedule) *	54,972	54,972																																																																																																																																																														
17 Interest																																																																																																																																																																
18 Taxes (attach schedule) (see instructions) ATCH 5	14,545																																																																																																																																																															
19 Depreciation (attach schedule) and depletion																																																																																																																																																																
20 Occupancy																																																																																																																																																																
21 Travel, conferences, and meetings																																																																																																																																																																
22 Printing and publications																																																																																																																																																																
23 Other expenses (attach schedule) ATCH 6	796		385																																																																																																																																																													
24 Total operating and administrative expenses.																																																																																																																																																																
Add lines 13 through 23	96,353	54,972	26,425																																																																																																																																																													
25 Contributions, gifts, grants paid	84,000		84,000																																																																																																																																																													
26 Total expenses and disbursements. Add lines 24 and 25	180,353	54,972	0	110,425																																																																																																																																																												
27 Subtract line 26 from line 12																																																																																																																																																																
a Excess of revenue over expenses and disbursements	11,055,269																																																																																																																																																															
b Net investment income (if negative, enter -0-)		727,259																																																																																																																																																														
c Adjusted net income (if negative, enter -0-)																																																																																																																																																																



Assets	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
1	Cash - non-interest-bearing . . . . .		84,143.	1,153,349.	1,153,349.
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) . . . . .		2,485,813.		
	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		12,484,479.	13,195,258.
14	Land, buildings, and equipment basis ►				
	Less accumulated depreciation ► (attach schedule)				
15	Other assets (describe ►) . . . . .				
16	<b>Total assets</b> (to be completed by all filers - see the instructions Also, see page 1, item I) . . . . .		2,569,956.	13,637,828.	14,348,607.
Liabilities					
17	Accounts payable and accrued expenses . . . . .		754.	13,357.	
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 ►) . . . . .				
23	<b>Total liabilities</b> (add lines 17 through 22) . . . . .		754.	13,357.	
Net Assets or Fund Balances					
24	Unrestricted . . . . .	Foundations that follow SFAS 117, check here ► <input type="checkbox"/>			
25	Temporarily restricted . . . . .	and complete lines 24 through 26 and lines 30 and 31.			
26	Permanently restricted . . . . .				
27	Capital stock, trust principal, or current funds . . . . .	Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/>			
28	Paid-in or capital surplus, or land, bldg, and equipment fund . . . . .	check here and complete lines 27 through 31.			
29	Retained earnings, accumulated income, endowment, or other funds . . . . .				
30	<b>Total net assets or fund balances</b> (see instructions) . . . . .		2,569,202.	13,624,471.	
31	<b>Total liabilities and net assets/fund balances</b> (see instructions) . . . . .		2,569,956.	13,637,828.	

**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	2,569,202.
2	Enter amount from Part I, line 27a . . . . .	2	11,055,269.
3	Other increases not included in line 2 (itemize) ► ATCH 8	3	
4	Add lines 1, 2, and 3 . . . . .	4	13,624,471.
5	Decreases not included in line 2 (itemize) ►	5	
6	<b>Total net assets or fund balances at end of year</b> (line 4 minus line 5) - Part II, column (b), line 30 . . . . .	6	13,624,471.

**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.)
<b>1a SEE 'PART IV SCHEDULE</b>					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
(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)
<b>a</b>					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(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		
<b>a</b>					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
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	603,814.
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	152,204.	2,630,728.	0.057856
2011	130,533.	2,670,981.	0.048871
2010	132,006.	2,658,569.	0.049653
2009	125,931.	2,674,537.	0.047085
2008	13,412.	2,765,066.	0.004851
<b>2 Total of line 1, column (d)</b>			<b>2</b> 0.208316
<b>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</b>			<b>3</b> 0.041663
<b>4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5</b>			<b>4</b> 11,042,284.
<b>5 Multiply line 4 by line 3</b>			<b>5</b> 460,055.
<b>6 Enter 1% of net investment income (1% of Part I, line 27b)</b>			<b>6</b> 7,273.
<b>7 Add lines 5 and 6</b>			<b>7</b> 467,328.
<b>8 Enter qualifying distributions from Part XII, line 4</b>			<b>8</b> 110,425.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter "N/A" on line 1 . . . .	14,545.
	Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)	
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input 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	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) . . . .	4
5	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0- . . . .	5
6	<b>Credits/Payments</b>	
a	2013 estimated tax payments and 2012 overpayment credited to 2013 . . . .	6a
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
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	<b>Overpayment.</b> 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**

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

1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? . . . .

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

1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? . . . .

1c Did the foundation file Form 1120-POL for this year? . . . .

d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year  
(1) On the foundation ► \$ \_\_\_\_\_ (2) On foundation managers ► \$ \_\_\_\_\_

e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ \_\_\_\_\_

2 Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . .  
If "Yes," attach a detailed description of the activities.

3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes . . . .

4a Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . .

b If "Yes," has it filed a tax return on Form 990-T for this year? . . . .

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . .  
If "Yes," attach the statement required by General Instruction T

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? . . . .

7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV

8a Enter the states to which the foundation reports or with which it is registered (see instructions) ►  
NY, \_\_\_\_\_

b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation. . . .

9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? If "Yes," complete Part XIV. . . .

10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses. . . .

**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 ► N/A			
14	The books are in care of ► O'CONNOR DAVIES, LLP Located at ► 665 FIFTH AVENUE NEW YORK, NY	Telephone no ► (212) 286-2600 ZIP+4 ► 10022	
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	► <input type="checkbox"/>
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? . . . . . See the instructions for exceptions and filing requirements for Form TD F 90-22-1 If "Yes," enter the name of the foreign country ►	16	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>

**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 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"/>	1b	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? . . . . .	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? . . . . . If "Yes," list the years ►	<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) . . . . .	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? . . . . .	<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) . . . . .	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 out propaganda, or otherwise attempt to influence legislation (section 4945(e))? . . . . .		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? . . . . .		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes? . . . . .		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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) . . . . .		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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? . . . . .		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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)? . . . . .					5b
	Organizations relying on a current notice regarding disaster assistance check here . . . . . ►					
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? . . . . .		<input type="checkbox"/> Yes	<input type="checkbox"/> 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? . . . . .		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? . . . . .		<input type="checkbox"/> Yes	<input type="checkbox"/> No		6b X
	If "Yes" to 6b, file Form 8870					
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? . . . . .		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? . . . . .					7b

**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1 List all officers, directors, trustees, foundation managers and their compensation (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		14,000.	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 . . . . . ►

**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 10		54,972.
-----		
-----		
-----		
-----		
-----		
<b>Total number of others receiving over \$50,000 for professional services . . . . . ►</b>		

**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 . . . . . ►**

Form 990-PF (2013)

**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	9,783,498.
b	Average of monthly cash balances	1b	1,426,943.
c	Fair market value of all other assets (see instructions)	1c	
d	<b>Total</b> (add lines 1a, b, and c)	1d	11,210,441.
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	11,210,441.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	168,157.
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3 Enter here and on Part V, line 4	5	11,042,284.
6	<b>Minimum investment return.</b> Enter 5% of line 5	6	552,114.

**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	552,114.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	14,545.
b	Income tax for 2013 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	14,545.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	537,569.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	537,569.
6	Deduction from distributable amount (see instructions)	6	
7	<b>Distributable amount as adjusted</b> Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	537,569.

**Part XII Qualifying Distributions** (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes	1a	110,425.
a	Expenses, contributions, gifts, etc - total from Part I, column (d), line 26	1b	
b	Program-related investments - total from Part IX-B	2	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	3a	
3	Amounts set aside for specific charitable projects that satisfy the	3b	
a	Suitability test (prior IRS approval required)	4	110,425.
b	Cash distribution test (attach the required schedule)	5	0
4	<b>Qualifying distributions.</b> Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	6	110,425.
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)		
6	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4		

**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 . . . . .				537,569.
2 Undistributed income, if any, as of the end of 2013			108,109.	
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 . . . . .				
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 ► \$ 110,425.			108,109.	
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 . . . . .				2,316.
e Remaining amount distributed out of corpus . . . . .				
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				
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 . . . . .				535,253.
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 . . . . .	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 . . . . .				

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

NOT APPLICABLE

1a 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

**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))

N/A

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

N/A

## 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	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)				
<i>a Paid during the year</i>				
ATCH 11				
<b>Total</b> . . . . .			► 3a	84,000.
<i>b Approved for future payment</i>				
<b>Total</b> . . . . .			► 3b	

Part XVI-A | Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions )
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments . . . . .					
3 Interest on savings and temporary cash investments			14	155.	
4 Dividends and interest from securities . . . . .			14	326,290.	
5 Net rental income or (loss) from real estate					
a Debt-financed property . . . . .					
b Not debt-financed property . . . . .					
6 Net rental income or (loss) from personal property .					
7 Other investment income . . . . .					
8 Gain or (loss) from sales of assets other than inventory			18	-60,117.	
9 Net income or (loss) from special events . . . . .					
10 Gross profit or (loss) from sales of inventory . .					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e) . . . . .				266,328.	
13 Total. Add line 12, columns (b), (d), and (e)					266,328.

(See worksheet in line 13 instructions to verify calculations )

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

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

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>(a) Name of organization</b>	<b>(b) Type of organization</b>	<b>(c) Description of relationship</b>

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

**Sign  
Here**

► Barbara S. Doss  
Signature of officer or trustee

Date \_\_\_\_\_

► Director Vice -  
trustee president

### Title

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

<b>Paid Preparer Use Only</b>	Print/Type preparer's name <i>Abe WOLF</i>	Preparer's signature <i>Abe WOLF</i>	Date <b>3-18-2014</b>	Check <input checked="" type="checkbox"/> if self-employed	PTIN <b>P01461042</b>
	Firm's name ► <b>ABE WOLF CPA</b>	Firm's EIN ►			
	Firm's address ► <b>4 DUNDALL PLACE HAZLET, NJ</b>	07730	Phone no		

► Attach to Form 990, Form 990-EZ, or Form 990-PF.  
► Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at [www.irs.gov/form990](http://www.irs.gov/form990).

**2013**

Name of the organization  
WALDMAN FOUNDATION

Employer identification number  
26-1495686

Organization type (check one)

Filers of: Section:

Form 990 or 990-EZ  501(c)( ) (enter number) organization

4947(a)(1) nonexempt charitable trust not treated as a private foundation

527 political organization

Form 990-PF  501(c)(3) exempt private foundation

4947(a)(1) nonexempt charitable trust treated as a private foundation

501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions

**General Rule**

For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor Complete Parts I and II

**Special Rules**

For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II

For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals Complete Parts I, II, and III

For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc, purposes, but these contributions did not total to more than \$1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc, purpose Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc, contributions of \$5,000 or more during the year . . . . . ► \$ -----

**Caution.** An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization WALDMAN FOUNDATION

Employer identification number  
26-1495686**Part I** **Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	ESTATE OF GLADYS BROWNSTEIN 210 CENTRAL PARK WEST NEW YORK, NY 10019	\$ 1,305,743.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions )
2	ESTATE OF GLADYS BROWNSTEIN 210 CENTRAL PARK WEST NEW YORK, NY 10019	\$ 3,315,454.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions )
3	ESTATE OF GLADYS BROWNSTEIN 210 CENTRAL PARK WEST NEW YORK, NY 10019	\$ 3,544,127.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions )
4	ESTATE OF GLADYS BROWNSTEIN 210 CENTRAL PARK WEST NEW YORK, NY 10019	\$ 2,803,970.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions )
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions )
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions )

Name of organization WALDMAN FOUNDATION

Employer identification number

26-1495686

**Part II. Noncash Property** (see instructions). Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
3	ATTACHMENT 12	\$ 3,544,127.	02/13/2013
4	ATTACHMENT 13	\$ 2,803,970.	04/10/2013
	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	

Name of organization WALDMAN FOUNDATION

Employer identification number

26-1495686

**Part III** **Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year.** Complete columns (a) through (e) and the following line entry  
 For organizations completing Part III, enter the total of *exclusively religious, charitable, etc., contributions of \$1,000 or less* for the year. (Enter this information once. See instructions.) ► \$ \_\_\_\_\_  
 Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
-----	-----	-----	-----
-----	-----	-----	-----
-----	-----	-----	-----
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
-----		-----	
-----		-----	
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
-----		-----	
-----		-----	
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
-----		-----	
-----		-----	
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
-----		-----	
-----		-----	

**SCHEDULE D  
(Form 1041)**Department of the Treasury  
Internal Revenue Service**Capital Gains and Losses**

OMB No 1545-0092

► Attach to Form 1041, Form 5227, or Form 990-T.  
 ► Use Form 8949 to list your transactions for lines 1b, 2, 3, 8b, 9 and 10.  
 ► Information about Schedule D and its separate instructions is at [www.irs.gov/form1041](http://www.irs.gov/form1041).

**2013**

Name of estate or trust

**WALDMAN FOUNDATION**

Employer identification number

26-1495686

**Note: Form 5227 filers need to complete only Parts I and II****Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less**

See instructions for how to figure the amounts to enter on the lines below

This form may be easier to complete if you round off cents to whole dollars

**1a** Totals for all short-term transactions reported on Form 1099-B for which basis was reported to the IRS and for which you have no adjustments (see instructions) However, if you choose to report all these transactions on Form 8949, leave this line blank and go to line 1b

**1b** Totals for all transactions reported on Form(s) 8949 with **Box A** checked . . . . .

**2** Totals for all transactions reported on Form(s) 8949 with **Box B** checked . . . . .

**3** Totals for all transactions reported on Form(s) 8949 with **Box C** checked . . . . .

**4** Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824 . . . . .

**4**

**5** Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts . . . . .

**5**

**6** Short-term capital loss carryover Enter the amount, if any, from line 9 of the 2012 Capital Loss Carryover Worksheet . . . . .

**6**

**7** Net short-term capital gain or (loss). Combine lines 1a through 6 in column (h) Enter here and on line 17, column (3) on the back . . . . . ►

**7****Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year**

See instructions for how to figure the amounts to enter on the lines below

This form may be easier to complete if you round off cents to whole dollars

**8a** Totals for all long-term transactions reported on Form 1099-B for which basis was reported to the IRS and for which you have no adjustments (see instructions) However, if you choose to report all these transactions on Form 8949, leave this line blank and go to line 8b

**8b** Totals for all transactions reported on Form(s) 8949 with **Box D** checked . . . . .

**9** Totals for all transactions reported on Form(s) 8949 with **Box E** checked . . . . .

8,322,253. 7,870,071. 452,182.

**10** Totals for all transactions reported on Form(s) 8949 with **Box F** checked . . . . .

**11** Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824 . . . . .

**11**

**12** Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts. . . . .

**12**

**13** Capital gain distributions. . . . .

**13**

151,632.

**14** Gain from Form 4797, Part I. . . . .

**14**

**15** Long-term capital loss carryover Enter the amount, if any, from line 14 of the 2012 Capital Loss Carryover Worksheet . . . . .

**15**

( )

**16** Net long-term capital gain or (loss). Combine lines 8a through 15 in column (h) Enter here and on line 18a, column (3) on the back . . . . . ►

**16**

603,814.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D (Form 1041) 2013

<b>Part III</b> <b>Summary of Parts I and II</b> <b>Caution:</b> Read the instructions before completing this part		<b>(1) Beneficiaries' (see instr.)</b>	<b>(2) Estate's or trust's</b>	<b>(3) Total</b>
17	Net short-term gain or (loss) . . . . .	17		
18	Net long-term gain or (loss):			
a	Total for year . . . . .	18a		603,814.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht) . . . . .	18b		
c	28% rate gain . . . . .	18c		151,632.
19	<b>Total net gain or (loss).</b> Combine lines 17 and 18a. ►	19		603,814.

**Note:** If line 19, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a). If lines 18a and 19, column (2), are net gains, go to Part V, and do not complete Part IV. If line 19, column (3), is a net loss, complete Part IV and the Capital Loss Carryover Worksheet, as necessary.

#### **Part IV** **Capital Loss Limitation**

20	Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the smaller of	
	a The loss on line 19, column (3) or b \$3,000 . . . . .	20 ( )

**Note:** If the loss on line 19, column (3), is more than \$3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the Capital Loss Carryover Worksheet in the instructions to figure your capital loss carryover.

#### **Part V** **Tax Computation Using Maximum Capital Gains Rates**

**Form 1041 filers.** Complete this part only if both lines 18a and 19 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero.

**Caution:** Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if

- Either line 18b, col (2) or line 18c, col (2) is more than zero, or
- Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero

**Form 990-T trusts.** Complete this part only if both lines 18a and 19 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero. Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if either line 18b, col (2) or line 18c, col (2) is more than zero.

21	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34). . . . .	21		
22	Enter the smaller of line 18a or 19 in column (2) but not less than zero. . . . .	22		
23	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T) . . . . .	23		
24	Add lines 22 and 23 . . . . .	24		
25	If the estate or trust is filing Form 4952, enter the amount from line 4g, otherwise, enter -0- . . . . . ►	25		
26	Subtract line 25 from line 24. If zero or less, enter -0- . . . . .	26		
27	Subtract line 26 from line 21. If zero or less, enter -0- . . . . .	27		
28	Enter the smaller of the amount on line 21 or \$2,450 . . . . .	28		
29	Enter the smaller of the amount on line 27 or line 28 . . . . .	29		
30	Subtract line 29 from line 28. If zero or less, enter -0-. This amount is taxed at 0% . . . . . ►	30		
31	Enter the smaller of line 21 or line 26 . . . . .	31		
32	Subtract line 30 from line 26. . . . .	32		
33	Enter the smaller of line 21 or \$11,950. . . . .	33		
34	Add lines 27 and 30 . . . . .	34		
35	Subtract line 34 from line 33. If zero or less, enter -0- . . . . .	35		
36	Enter the smaller of line 32 or line 35 . . . . .	36		
37	Multiply line 36 by 15%. . . . .	37		
38	Enter the amount from line 31 . . . . .	38		
39	Add lines 30 and 36 . . . . .	39		
40	Subtract line 39 from line 38. If zero or less, enter -0- . . . . .	40		
41	Multiply line 40 by 20% . . . . .	41		
42	Figure the tax on the amount on line 27. Use the 2013 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041) . . . . .	42		
43	Add lines 37, 41, and 42 . . . . .	43		
44	Figure the tax on the amount on line 21. Use the 2013 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041) . . . . .	44		
45	<b>Tax on all taxable income.</b> Enter the smaller of line 43 or line 44 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36) . . . . . ►	45		

Name(s) shown on return (Name and SSN or taxpayer identification no. not required if shown on other side)

**Social security number or taxpayer identification number**

**WALDMAN FOUNDATION**

26-1495686

**Most brokers issue their own substitute statement instead of using Form 1099-B. They also may provide basis information (usually your cost) to you on the statement even if it is not reported to the IRS. Before you check Box D, E, or F below, determine whether you received any statement(s) and, if so, the transactions for which basis was reported to the IRS. Brokers are required to report basis to the IRS for most stock you bought in 2011 or later.**

**Part II** Long-Term. Transactions involving capital assets you held more than one year are long term. For short-term transactions, see page 1

**Note.** You may aggregate all long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 8a; you are not required to report these transactions on Form 8949 (see instructions).

**You must check Box D, E, or F below. Check only one box. If more than one box applies for your long-term transactions, complete a separate Form 8949, page 2, for each applicable box. If you have more long-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.**

(D) Long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see Note above)  
 (E) Long-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS  
 (F) Long-term transactions not reported to you on Form 1099-B

**2 Totals.** Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked). ►

8,322,253. 7870071

452, 182.

**Note.** If you checked Box D above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis. See *Column (g)* in the separate instructions for how to figure the amount of the adjustment.

**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)	
8,322,253.							151,632.	
							452,182.	
TOTAL GAIN (LOSS) .....							<u>603,814.</u>	

ATTACHMENT 1FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

<u>DESCRIPTION</u>	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
JPPORGAN CHASE	155.	155.
TOTAL	<u>155.</u>	<u>155.</u>

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

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
JPMORGAN CHASE - DIVIDEND INCOME	178,262.	178,262.
JPMORGAN - TAX EXEMPT BOND INTEREST	148,028.	
TOTAL	<u>326,290.</u>	<u>178,262.</u>

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>
SEWARD KISSEL LLP	12,040.			12,040.
TOTALS				<u>12,040.</u>

ATTACHMENT 4FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
INVESTMENT MANAGEMENT FEES	54,972.	54,972.
TOTALS	<u>54,972.</u>	<u>54,972.</u>

---

ATTACHMENT 5

---

FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>
FEDERAL EXCISE TAX	14,545.
TOTALS	<u>14,545.</u>

FORM 990PF, PART I - OTHER EXPENSES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>CHARITABLE PURPOSES</u>
FILING FEES	385.	385.
TAX PENALTIES	14.	
OTHER BANK CHARGES	397.	
TOTALS	<u>796.</u>	<u>385.</u>

ATTACHMENT 6

FORM 990PF, PART II - OTHER INVESTMENTSDESCRIPTION

ATTACHMENT 7

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
	12,484,479.	13,195,258.
TOTALS	<u>12,484,479.</u>	<u>13,195,258.</u>

ATTACHMENT 8FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

<u>DESCRIPTION</u>	<u>AMOUNT</u>
--------------------	---------------

CAPITAL GAINS PUBLICLY TRADED SECURITIES	
--	--

	TOTAL
--	-------

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>
MELINDA HAMILTON C/O OCONNOR DAVIES, LLP 665 FIFTH AVENUE NEW YORK, NY 10022	DIRECTOR/SECRETARY 2.00	3,000.
BARBARA DAVIS C/O OCONNOR DAVIES, LLP 665 FIFTH AVENUE NEW YORK, NY 10022	DIRECTOR/VICE PRESIDENT 2.00	3,000.
PAUL LIBIN C/O OCONNOR DAVIES, LLP 665 FIFTH AVENUE NEW YORK, NY 10022	DIRECTOR/CHAIRMAN 2.00	3,000.
ABE WOLF C/O OCONNOR DAVIES, LLP 665 FIFTH AVENUE NEW YORK, NY 10022	DIRECTOR/TREASURER 5.00	5,000.
		<u>GRAND TOTALS</u>
		<u><u>14,000.</u></u>

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALSATTACHMENT 10

<u>NAME AND ADDRESS</u>	<u>TYPE OF SERVICE</u>	<u>COMPENSATION</u>
JPMORGAN CHASE BANK, N.A. 270 PARK AVENUE NEW YORK, NY 10017-2014 INVESTMENT MANAGEMENT FEES		54,972.
	<u>TOTAL COMPENSATION</u>	<u>54,972.</u>

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

ATTACHMENT 11

## RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR

AND

## FOUNDATION STATUS OF RECIPIENT

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND	FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
ACTORS FUND 729 SEVENTH AVENUE 10TH FLOOR NEW, NY 10019	N/A PC		GENERAL CHARITABLE PURPOSES 1,000.	65,000.
LILLIAN BOOTH ACTORS HOME 1555-175 WEST HUDSON AVENUE ENGLEWOOD, NJ 07631	N/A PC		GENERAL CHARITABLE PURPOSES 1,000.	
RESONNANCE ENSEMBLE THEATRE PO BOX 771 TIMES SQUARE STATION NEW YORK, NY 10108	N/A PC		GENERAL CHARITABLE PURPOSES 1,000.	
LEAGUE OF PROFESSIONAL THEATRE WOMEN PO BOX 2292 NEW YORK, NY 10108	N/A PC		GENERAL CHARITABLE PURPOSES 1,000.	
ABINGTON THEATRE COMPANY 312 WEST 36TH STREET 6TH FLOOR NEW YORK, NY 10018	N/A PC		GENERAL CHARITABLE PURPOSES 1,000.	
CONGREGATION AEL CHUNON 334 VILLAGE STREET MILLS, MA 02054	N/A PC		GENERAL CHARITABLE PURPOSES 1,000.	

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

## ATTACHMENT 11 (CONT. D)

## RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
NATIONAL YIDDISH THEATRE 135 WEST 29TH STREET ROOM 504 NEW YORK, NY 10001	N/A PC	GENERAL CHARITABLE PURPOSES	3,000.
NATIONAL YIDDISH BOOK CENTER 1021 WEST STREET AMHERST, MA 01002	N/A PC	GENERAL CHARITABLE PURPOSES	1,000.
FRIENDS OF MOGEN DAVID ADOM 352 SEVENTH AVENUE SUITE 400 NEW YORK, NY 10001	N/A PC	GENERAL CHARITABLE PURPOSES	1,000.
TWELFTH NIGHT CLUB, INC. PO BOX 133 NEW YORK, NY 10185	N/A PC	GENERAL CHARITABLE PURPOSES	1,000.
VILLAGE CARE 154 CHRISTOPHER STREET NEW YORK, NY 10014	N/A PC	GENERAL CHARITABLE PURPOSES	1,000.
EPISCOPAL ACTORS GUILD GUILD HALL ONE EAST 29TH STREET NEW YORK, NY 10016	N/A PC	GENERAL CHARITABLE PURPOSES	1,000.

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

RECIPIENT NAME AND ADDRESS		RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
BROADWAY CARES/EQUITY FIGHTS AIDS 165 WEST 46TH STREET SUITE 1300 NEW YORK, NY 10036		N/A PC	GENERAL CHARITABLE PURPOSES	2,000.
CIRCLE IN THE SQUARE THEATRE SCHOOL 1633 BROADWAY NEW YORK, NY 10019		N/A PC	GENERAL CHARITABLE PURPOSES	1,000.
IRISH REPETORY THEATRE 132 WEST 22ND STREET NEW YORK, NY 10011		N/A PC	GENERAL CHARITABLE PURPOSES	1,000.
OATS 168 7TH STREET SUITE 3A BROOKLYN, NY 11215		N/A PC	GENERAL CHARITABLE PURPOSES	1,000.
USC SHOAH FOUNDATION 650 WEST 35TH STREET SUITE 114 LOS ANGELES, CA 90089		N/A PC	GENERAL CHARITABLE PURPOSES	1,000.
			TOTAL CONTRIBUTIONS PAID	<u><u>84,000.</u></u>

**WALDMAN FOUNDATION**  
**FORM 990PF**  
**SCHEDULE B**  
**PART II -**  
**DONATION RECEIVED 2/13/2013**

<b>DESCRIPTION</b>	<b>FAIR MARKET VALUE</b>
COUNTY OF ESSEX NEW YORK PUB IMPT	210,108
LONG ISLAND POWER BOND	206,268
LONG ISLAND POWER BOND	109,953
METROPOLITAN TRANSPORTATION AUTH BOND	224,120
METROPOLITAN TRANSPORTATION AUTH BOND	226,572
CITY OF NEW YORK BOND	214,482
CITY OF NEW YORK BOND	109,229
CITY OF NEW YORK BOND	235,526
NEW YORK NY UNLIMITED BOND	109,310
NY PUBLIC IMPS UNLIMITED BOND	5,020
NY FISCAL PUBLIC IMPS UNLIMITED BOND	100,267
NY UNLIMITED TAX BOND	10,180
NY UNLIMITED TAX BOND	91,424
CITY OF NEW YORK BOND	100,829
CITY OF NEW YORK BOND	102,510
NEW YORK NY HSG BOND	100,863
NY CITY HSG DEV BOND	101,510
CITY OF NEW YORK BOND	241,170
NEW YORK CITY NY MUNI WTR BOND	92,370
NY CITY NY MUNI WTR BOND	124,726
CITY OF NEW YORK BOND	87,914
CITY OF NEW YORK BOND	177,687
NEW YORK STATE DORMITORY BOND	50,199
NEW YORK STATE ENERGY BOND	50,152
STATE OF NEW YORK DORMITORY BOND	25,847
STATE OF NEW YORK DORMITORY BOND	125,663
STATE OF NEW YORK THRUWAY BOND	114,504
TOWN OF NORTH HEMPSTEAD BOND	103,782
TRIBOROUGH BRIDGE & TUNNEL BOND	51,796
TRIBOROUGH BRIDGE & TUNNEL BOND	40,146
<b>TOTAL</b>	<b><u>3,544,127</u></b>

ATTACHMENT 12

**WALDMAN FOUNDATION  
FORM 990PF  
SCHEDULE B  
PART II -  
DONATION RECEIVED 4/10/2013**

<b>DESCRIPTION</b>	<b>FAIR MARKET VALUE</b>
7,000 SHARES APOLLO INVESTMENT CORP	58,240
2,175 SHARES PFIZER INC	63,314
1,600 SHARE INTEL CORP	34,800
1,171 SHARES SPECTRA ENERGY CORPORATION	35,615
1,149 SHARES VERIZON COMMUNICATIONS	56,715
1,000 SHARES CONOCO PHILLIPS	59,780
1,000 SHARES EXXON MOBIL	88,770
1,000 SHARES FNMA	862
1,000 SHARES GENERAL ELECTRIC	23,060
1,000 SHARES SOUTHERN COMPANY	47,310
796 SHARES AON PLC	48,476
780 SHARES DUKE ENERGY	56,644
600 SHARES ABBOT LABORATORIES	21,996
600 SHARES ABBVIE	25,530
500 SHARES PHILLIPS 66	32,330
450 SHARES CONSOLIDATED EDISON	27,670
400 SHARES MEDITRONIC INC	18,704
275 SHARES FRONTIER COMMUNICATIONS	1,152
STATE OF NY THRUWAY AUTHORITY BOND	291,610
STATE OF NY THRUWAY AUTHORITY BOND	233,288
PUERTO RICO BOND	210,608
PORT AUTHORITY OF NY & NJ BOND	209,876
TOWN OF OYSTER BAY NEW YORK BOND	162,106
CITY OF NEW YORK BOND	132,718
CITY OF NEW YORK BOND	105,882
CITY OF NEW YORK BOND	104,874
STATE OF NEW YORK BOND	111,916
CITY OF NEW YORK BOND	119,916
STATE OF NEW YORK DORMITORY BOND	102,515
PR ELEC PWR AUTH BOND	101,205
NYC HEALTH & HOSP BOND	112,349
NY CITY INDL BOND	104,139
	<hr/>
	2,803,970