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

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

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

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

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning

, and ending

Name of foundation ZITRIN FOUNDATION C/O WDJ & CO., CPAS, LLP		A Employer identification number 26-4650967
Number and street (or P O box number if mail is not delivered to street address) 595 MARKET STREET	Room/suite 1450	B Telephone number 415-824-5974
City or town, state or province, country, and ZIP or foreign postal code SAN FRANCISCO, CA 94105-2830		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <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		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 6,669,653.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

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).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received		1,082,853.		N/A	
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		36.	36.		STATEMENT 1
4 Dividends and interest from securities		9,078.	9,078.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		407,876.			
b Gross sales price for all assets on line 6a 1,844,011.					
7 Capital gain net income (from Part IV, line 2)			407,876.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total Add lines 1 through 11		1,499,843.	416,990.		
13 Compensation of officers, directors, trustees, etc		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees					
c Other professional fees					
17 Interest					
18 Taxes STMT 3		179.	179.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings		36,700.	36,700.		0.
22 Printing and publications					
23 Other expenses STMT 4		2,765.	1,304.		0.
24 Total operating and administrative expenses. Add lines 13 through 23		39,644.	38,183.		0.
25 Contributions, gifts, grants paid		239,292.			239,292.
26 Total expenses and disbursements. Add lines 24 and 25		278,936.	38,183.		239,292.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		1,220,907.			
b Net investment income (if negative, enter -0-)			378,807.		
c Adjusted net income (if negative, enter -0-)				N/A	

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	1,874,467.	1,718,668.	1,718,668.
	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			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	5,597.	79,853.	79,853.
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 5	1,862,983.	3,165,433.	4,871,132.
	c Investments - corporate bonds			
Liabilities	11 Investments - land, buildings, and equipment basis ▶			
	Less: accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment: basis ▶			
	Less: accumulated depreciation ▶			
Net Assets or Fund Balances	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item 1)	3,743,047.	4,963,954.	6,669,653.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	3,825,389.	3,825,389.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	-82,342.	1,138,565.	
	30 Total net assets or fund balances	3,743,047.	4,963,954.	
	31 Total liabilities and net assets/fund balances	3,743,047.	4,963,954.	

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	3,743,047.
2 Enter amount from Part I, line 27a	2	1,220,907.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	4,963,954.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	4,963,954.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a JP MORGAN CLEARING CORP #93116 - SEE STMT.	P	VARIOUS	VARIOUS
b JP MORGAN CLEARING CORP #93116 - SEE STMT.	P	VARIOUS	VARIOUS
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 717,734.		684,053.	33,681.
b 1,126,277.		752,082.	374,195.
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) 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	
a			33,681.
b			374,195.
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	407,876.
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). If (loss), enter -0- in Part I, line 8 }	3	N/A

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	193,264.	4,333,894.	.044594
2011	201,807.	4,493,951.	.044906
2010	172,155.	4,336,795.	.039696
2009	30,325.	4,209,408.	.007204
2008			

2 Total of line 1, column (d)	2	.136400
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	.034100
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	5,145,941.
5 Multiply line 4 by line 3	5	175,477.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	3,788.
7 Add lines 5 and 6	7	179,265.
8 Enter qualifying distributions from Part XII, line 4	8	239,292.

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.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		1	3,788.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		2	0.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		3	3,788.
3 Add lines 1 and 2		4	0.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		5	3,788.
5 Tax based on investment income Subtract line 4 from line 3. If zero or less, enter -0-			
6 Credits/Payments:			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	5,597.	
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	5,597.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	1,809.	
11 Enter the amount of line 10 to be: Credited to 2014 estimated tax <input checked="" type="checkbox"/> 1,809. Refunded <input type="checkbox"/>	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
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?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? 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.		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 checked="" type="checkbox"/> \$ 0. (2) On foundation managers. <input checked="" 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 checked="" type="checkbox"/> \$ 0.		
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	2	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? If "Yes," attach a conformed copy of the changes	3	X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	X
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T	5	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?	6	X
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	7	X
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> NV, CA		
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	8b	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)? If "Yes," complete Part XIV	9	X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10	X

N/A

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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 ► N/A	13	X	
14	The books are in care of ► ELIZABETH ZITRIN Telephone no. ► 415-824-5974 Located at ► C/O 595 MARKET STREET, SUITE 1450, SAN FRANCISCO, CA ZIP+4 ► 94105-2830			
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	N/A	
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here N/A <input type="checkbox"/>	1b	
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ►		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) N/A	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) N/A	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

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

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

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ 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)?

N/A

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?

N/A

☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

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?

☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

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.

(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
ELIZABETH ZITRIN 34 HILL STREET SAN FRANCISCO, CA 94110-2313	PRESIDENT 1.00	0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). 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

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services. 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 NONE	
	0.
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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

	Amount
1 NONE	
	0.
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	1a	3,333,480.
b	Average of monthly cash balances	1b	1,810,973.
c	Fair market value of all other assets	1c	79,853.
d	Total (add lines 1a, b, and c)	1d	5,224,306.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	5,224,306.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	78,365.
5	Net value of noncharitable-use assets Subtract line 4 from line 3. Enter here and on Part V, line 4	5	5,145,941.
6	Minimum investment return Enter 5% of line 5	6	257,297.

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	257,297.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	3,788.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	3,788.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	253,509.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	253,509.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	253,509.

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	239,292.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	239,292.
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	5	3,788.
6	Adjusted qualifying distributions Subtract line 5 from line 4	6	235,504.

Note The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

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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				253,509.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			213,816.	
b Total for prior years		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: ▶ \$ 239,292.				
a Applied to 2012, but not more than line 2a			213,816.	
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				25,476.
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 instr			0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				228,033.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	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				

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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)

- b 85% of line 2a**

- d** Amounts included in line 2c not used directly for active conduct of exempt activities

- Subtract line 2d from line 2c

- a "Assets" alternative test - enter:

- (1) Value of all assets**

- (2) Value of assets qualifying under section 4942(j)(3)(B)(i)**

- b** "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed

- c "Support" alternative test - enter:

- (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)

- (2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)

- (3) Largest amount of support from an exempt organization**

- (4) Gross investment income**

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

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

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

SEE STATEMENT 7

- 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:

ZITRIN FOUNDATION

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Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
SEE LISTING ATTACHED VARIOUS	NONE		VARIOUS	239,292.
Total			3a	239,292.
b Approved for future payment				
NONE				
Total			3b	0.

Schedule B

(Form 990, 990-EZ, or 990-PF)

Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

▶ 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.

OMB No 1545-0047

2013

Name of the organization

ZITRIN FOUNDATION
C/O WDJ & CO., CPAS, LLP

Employer identification number

26-4650967

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).

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2013)

Name of organization

ZITRIN FOUNDATION

C/O WDJ & CO., CPAS, LLP

Employer identification number

26-4650967

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	CHARLOTTE ZITRIN 56 RUXTON ROAD GREAT NECK, NY 11023-1529	\$ 9,569.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
2	CHARLOTTE ZITRIN 56 RUXTON ROAD GREAT NECK, NY 11023-1529	\$ 1,073,284.	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.)
		\$	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.)
		\$	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.)

Employer identification number

C/O WDJ & CO., CPAS, LLP

26-4650967

[illegible]

Name of organization

Employer identification number

ZITRIN FOUNDATION

C/O WDJ & CO., CPAS, LLP

26-4650967

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) ▶ \$

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
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
WELLS FARGO BANK #3113620359	36.	36.	
TOTAL TO PART I, LINE 3	36.	36.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
J.P. MORGAN CLEARING CORP/GGHC#93116	9,078.	0.	9,078.	9,078.	
TO PART I, LINE 4	9,078.	0.	9,078.	9,078.	

FORM 990-PF TAXES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX ON DIVIDENDS	179.	179.		0.
TO FORM 990-PF, PG 1, LN 18	179.	179.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK CHARGES	490.	490.		0.
FILING FEES	35.	35.		0.
MEALS & ENTERTAINMENT	35.	35.		0.
OFFICE SUPPLIES	744.	744.		0.
NONDEDUCTIBLE EXPENSES	1,461.	0.		0.
TO FORM 990-PF, PG 1, LN 23	2,765.	1,304.		0.

FORM 990-PF	CORPORATE STOCK	STATEMENT	5
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCK	3,165,433.	4,871,132.
TOTAL TO FORM 990-PF, PART II, LINE 10B	3,165,433.	4,871,132.

FORM 990-PF	LIST OF SUBSTANTIAL CONTRIBUTORS PART VII-A, LINE 10	STATEMENT	6
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NAME OF CONTRIBUTOR	ADDRESS
CHARLOTTE ZITRIN	56 RUXTON ROAD GREAT NECK, NY 11023-1529

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT 7

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

ELIZABETH ZITRIN
C/O 595 MARKET STREET, SUITE 1450
SAN FRANCISCO, CA 94105-2830

TELEPHONE NUMBER

415-824-5974

FORM AND CONTENT OF APPLICATIONS

NO PRESCRIBED APPLICATION FORM. LETTER FROM THE REQUESTING ORGANIZATION OR INDIVIDUAL STATING THE TAX STATUS OF THE APPLICANT AND THE AMOUNT AND PURPOSE FOR WHICH FUNDS ARE BEING REQUESTED.

ANY SUBMISSION DEADLINES

NONE

RESTRICTIONS AND LIMITATIONS ON AWARDS

NONE

ZITRIN FOUNDATION
FEIN 26-4650967
2013 FORM 990-PF, PART XV ATTACHMENT

<u>Name & Address</u>	<u>Relationship</u>	<u>Status</u>	<u>Purpose of Contribution</u>	<u>Amount</u>
HealthRight 360 1735 Mission Street San Francisco, CA 94103	None	501(c)3 ORG	General support of programs and services	250 00
Santa Clara University 500 El Camino Real Santa Clara, CA 95053-1400	None	501(c)3 ORG	Support Northern California Innocence Project	4,250 00
IFP 68 Jay Street, Room 425 Brooklyn, NY 11201	None	501(c)3 ORG	Support Bloodsworth Film	1,000 00
Death Penalty Focus 5 Third Street, Suite 725 San Francisco, CA 94103	None	501(c)3 ORG	Support the programs to abolish death penalty	40,100 00
Neighbors for Preservation and Progress 30 Hill Street San Francisco, CA 94110	None	501(c)3 ORG	General support of programs and services	17,000 00
The ABA 1050 Connecticut Ave N W Suite 400 Washington, D C 20036	None	501(c)3 ORG	Donation	150 00
Bay Area Video Coalition 2727 Mariposa Street, 2nd Floor San Francisco, CA 94110-1401	None	501(c)3 ORG	Support the project of Living Condition	3,000.00
FOHVAMP 1067 South Hover Street, Unit E-148 Longmont, CO 80501	None	501(c)3 ORG	Donation	100 00
Witness to Innocence 1501 Cherry Street Philadelphia, PA 19102	None	501(c)3 ORG	General support of programs and services	300 00
The Advocates for Human Rights 330 Second Avenue South, Suite 800 Minneapolis, MN 55401	None	501(c)3 ORG	General support of programs and services for the human rights	1,000 00
California Academy of Sciences 55 Music Concourse Drive San Francisco, CA 94118	None	501(c)3 ORG	General support of programs and services	480 00
Breast Cancer Action 657 Mission Street, Suite 302 San Francisco, CA 94105	None	501(c)3 ORG	Donation	100 00

ZITRIN FOUNDATION
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2013 FORM 990-PF, PART XV ATTACHMENT

<u>Name & Address</u>	<u>Relationship</u>	<u>Status</u>	<u>Purpose of Contribution</u>	<u>Amount</u>
Southern Center for Human Rights 83 Poplar St NW Atlanta, GA 30303	None	501(c)3 ORG	Support to change the criminal justice system in the South	10,000 00
Legal Services for Children 1254 Market Street, 3rd Floor San Francisco, CA 94102	None	501(c)3 ORG	Support legal assistance and social work to children and youth	2,575 00
Equal Justice Initiative 122 Commerce Street Montgomery, AL 36104	None	501(c)3 ORG	In memory of CMZ - A Champion of Justice	10,000.00
The Promise of Justice Initiative 636 Baronne Street New Orleans, LA 70113	None	501(c)3 ORG	In honor of Wilbert Rideau	500 00
Contemporary Jewish Museum 736 Mission Street San Francisco, CA 94103	None	501(c)3 ORG	General support of programs and services	519 00
Friends of the High Line 529 West 20th Street, Suite 8W New York, NY 10011	None	501(c)3 ORG	General support of programs and services	740 00
Stewards of the Coast & Redwoods PO Box 2 Duncans Mills, CA 95430	None	501(c)3 ORG	General support of programs and services	1,000 00
University of California, Berkeley Berkeley, CA 94720-7200	None	501(c)3 ORG	General support of programs and services for the students	250 00
La Casa De Las Madres 1663 Mission Street, Suite 225 San Francisco, CA 94103	None	501(c)3 ORG	Support legal assistance to end violence against women, children and youth	1,000 00
Fine Arts Museums of SF De Young/Legion Museums 50 Hagiwara Tea Garden Drive San Francisco, CA 94118	None	501(c)3 ORG	General support of programs and services	399 00
American Foundation for Suicide Prevention 120 Wall Street, 29th Floor New York, NY 10005	None	501(c)3 ORG	General support of programs and services	100 00
Law Center to Prevent Gun Violence 268 Bush Street, #555 San Francisco, CA 94104	None	501(c)3 ORG	Support legal assistance to prevent gun violence	1,000 00

ZITRIN FOUNDATION
FEIN. 26-4650967
2013 FORM 990-PF, PART XV ATTACHMENT

<u>Name & Address</u>	<u>Relationship</u>	<u>Status</u>	<u>Purpose of Contribution</u>	<u>Amount</u>
Multville P O Box 410207 San Francisco, CA 94141	None	501(c)3 ORG	General support of programs and services	100 00
NYU Langone Medical Center 25 West Fourth Street New York, NY 10012-1119	None	501(c)3 ORG	Charlotte M Zitrin Endowed Scholarship Fund	20,000 00
ACLU Foundation of Northern CA 39 Drumm Street San Francisco, CA 94111	None	501(c)3 ORG	In Memory of CMZ	10,000 00
The City College of New York Shepard Hall, Room 154 160 Convent Avenue New York, NY 10031	None	501(c)3 ORG	Arthur Zitrin Peer Tutors Endowed Scholars Fund	112,500 00
Miscellaneous Organized Charitable Organizations	None	501(c)3 ORG	Donation	879 00
Total				<u>239,292 00</u>

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Zitron Foundation FEIN 26-4650967 2013 Form 990-PF Attachment	Securities	Beginning of Year				Acquisitions				Sales				End of Year			
		Number of Shares	Cost or Basis	Other	Date	Number of Shares	Cost or Basis	Other	Date	Number of Shares	Proceed	Cost	Long Term Gain or (Loss)	Short Term Gain or (Loss)	Number of Shares	Cost or Basis	Market Value on 12/31/13
Foundation Medicine Inc					09/26/13												
Foundation Medicine Inc	S	12/26/13				2,082	75,156.13								2,082	75,156.13	49,593.24
Fresh Market Inc					06/12/12	682	34,441.00								682	16,121.10	15,578.28
Fusion-IO Inc					06/08/11	10	190.00			01/23/13	32,284.24	(34,441.00)	(2,156.76)		0	0.00	0.00
Fusion-IO Inc					11/22/11	254	8,353.84			05/08/13	134.59	(190.00)	(55.41)		0	0.00	0.00
Fusion-IO Inc					11/22/11	697	23,001.00			05/08/13	3,418.58	(8,353.84)	(4,935.26)		0	0.00	0.00
Fusion-IO Inc					02/07/12	933	23,803.13			05/08/13	9,380.91	(23,001.00)	(13,620.09)		0	0.00	0.00
Gilead Sciences Inc					08/02/12	740	43,703.93			05/08/13	12,557.24	(23,803.13)	(11,245.89)		0	0.00	0.00
Gilead Sciences Inc Stocks Split 2:1					01/28/13										740	43,703.93	55,574.00
Gilead Sciences Inc	S	12/26/13				346	26,019.20								346	26,019.20	55,574.00
Golar LNG Limited					03/24/11	75	1,845.59			03/08/13	18,697.42	(12,597.42)	6,100.00		0	0.00	0.00
Golar LNG Limited					03/28/11	345	8,732.91			03/08/13	2,660.92	(1,845.59)	815.33		0	0.00	0.00
Golar LNG Limited					03/29/11	335	8,307.41			03/08/13	12,240.25	(8,732.91)	3,507.34		0	0.00	0.00
Golar LNG Limited					04/05/11	375	10,798.37			03/08/13	11,885.46	(8,307.41)	3,578.05		0	0.00	0.00
Google Inc					07/01/11	33	17,260.02			03/08/13	13,304.61	(10,798.37)	2,506.24		0	0.00	0.00
Google Inc					08/12/11	49	28,061.43			02/13/13	33,075.14	(24,625.34)	8,449.80		33	17,260.02	36,983.43
Google Inc					08/19/11	19	9,561.47								6	3,436.09	6,724.26
Google Inc					09/29/11	29	15,661.59								19	9,561.47	21,293.49
Google Inc	S	12/26/13				31	34,641.26								29	15,661.59	32,500.59
Green Mountain Coffee Roasters Inc					02/04/13										31	34,641.26	34,742.01
Green Mountain Coffee Roasters Inc					11/13/13										909	42,875.98	68,665.86
Green Mountain Coffee Roasters Inc	S	12/26/13				334	20,155.57								334	20,155.57	25,230.36
Hain Celestial Group Inc					05/24/12	1,063	58,098.00								361	27,367.41	27,269.94
Hain Celestial Group Inc					07/20/12	333	18,567.68			09/25/13	45,817.01	(33,711.19)	12,105.82		0	0.00	0.00
Hain Celestial Group Inc					10/02/12	440	29,195.08			12/23/13	38,765.58	(24,386.81)	14,378.77		0	0.00	0.00
Hain Celestial Group Inc					12/26/13					12/23/13	29,205.75	(18,567.68)	10,638.07		0	0.00	0.00
Healthstream Inc	S	12/26/13				251	22,564.90			11/15/13	27,715.62	(22,228.07)	5,487.55		0	0.00	0.00
Imagimaon Technologies					05/13/11	5,140	41,168.70			12/23/13	9,209.02	(6,967.01)	2,242.01		0	0.00	0.00
Incyte Corporation					08/21/13					01/14/13	35,866.62	(41,168.70)	(5,302.08)		251	22,564.90	22,785.78
Kenedix Inc Tokyo	S	12/26/13				1,724	60,795.00								2,703	65,685.74	88,188.08
Kenedix Inc Tokyo					03/12/13	504	25,542.72								0	0.00	0.00
Kenedix Inc Tokyo	S	12/26/13				103	34,710.23								1,724	60,795.00	87,286.12
Kenedix Inc Tokyo					06/25/13	10,197	0.00								504	25,542.72	25,517.52
Lennar Corp	S	12/26/13				3,000	15,211.82								103	34,710.23	530.20
LinkedIn Corporation					02/16/12	1,063	25,529.07			02/11/13	41,252.32	(25,529.07)	15,723.25		10,197	0.00	52,490.08
LinkedIn Corporation					05/18/11	51	2,295.00								3,000	15,211.82	15,442.80
LinkedIn Corporation					03/08/12	369	32,721.64								0	0.00	0.00
LinkedIn Corporation	S	12/26/13				272	27,070.63								51	2,295.00	11,058.33
Liveperson Inc					10/27/09	2,339	13,418.02								369	32,721.64	80,010.27
Lululemon Athletica Inc					04/29/11	113	5,714.02								272	27,070.63	58,977.76
Lululemon Athletica Inc					12/01/11	521	24,966.18								226	49,833.00	49,003.58
Lululemon Athletica Inc					12/08/11	397	18,629.32			02/01/13	31,330.93	(13,418.02)	17,912.91		0	0.00	0.00
Lululemon Athletica Inc					12/09/11	226	10,968.84			02/01/13	7,588.09	(5,714.02)	1,874.07		0	0.00	0.00
Mitsui Fudosan Co Ltd					11/27/13					05/30/13	33,575.11	(20,845.08)	12,730.03		0	0.00	0.00
Mitsui Fudosan Co Ltd	S	12/26/13				1,461	49,654.30			05/30/13	30,642.11	(18,629.32)	12,012.79		0	0.00	0.00
Monsanto Co New					09/13/11	157	10,738.40			02/01/13	15,176.19	(10,968.84)	4,207.35		0	0.00	0.00
Monsanto Co New					09/26/11	178	11,521.96			05/21/13	16,609.07	(10,738.40)	5,870.67		1,461	49,654.30	52,616.89
Monsanto Co New					10/04/11	211	13,095.32			05/21/13	18,830.67	(11,521.96)	7,308.71		534	18,714.26	19,231.64
Montage Technology Group	S	12/26/13				757	13,088.53								0	0.00	0.00
															0	0.00	0.00
															757	13,088.53	12,346.67

Zitron Foundation FEIN: 26-4650967 2013 Form 990-PF Attachment	Acquired Date	Beginning of Year			Acquisitions			Sales			End of Year			Market Value on 12/31/13			
		Number of Shares	Cost or Other Basis	Number of Shares	Cost or Other Basis	Number of Shares	Proceed	Cost	Short Term Gain or (Loss)	Long Term Gain or (Loss)	Number of Shares	Cost or Other Basis					
MS&AD INS GP Hldgs NPV	04/09/13				1,264	30,436.63			11/26/13	(1,264)	34,351.03	(30,436.63)	3,914.40		0	0.00	0.00
MS&AD INS GP Hldgs NPV	04/12/13				1,430	37,732.42			11/26/13	(1,430)	38,862.32	(37,732.42)	1,129.90		0	0.00	0.00
MS&AD INS GP Hldgs NPV	05/09/13				1,183	33,589.93			11/26/13	(1,183)	32,149.73	(33,589.93)	(1,440.20)		0	0.00	0.00
Netflix Com Inc	01/10/12	548	54,592.32												548	54,592.32	201,757.16
Ocado Group Plc	11/20/13				143	53,900.99									143	53,900.99	52,648.31
Ocado Group Plc	12/26/13				11,422	81,203.02									11,422	81,203.02	83,331.49
Pacira Pharmaceuticals Inc	10/08/12	3,277	60,962.37												3,126	23,428.24	22,806.36
Pacira Pharmaceuticals Inc	12/26/13				742	42,271.74									3,277	60,962.37	188,394.73
Prosenza Holding B V	06/28/13				2,089	41,056.22			09/20/13	(530)	2,919.59	(10,416.37)	(7,496.78)		742	42,271.74	42,657.58
Prosenza Holding B V	12/26/13								09/26/13	(1,559)	9,602.35	(30,639.85)	(21,037.50)		0	0.00	0.00
Qwi Plc	12/26/13				308	17,241.84									0	0.00	0.00
Restoration Hardware Hldgs Inc	07/11/13				889	62,230.00									308	17,241.84	17,248.00
Safaricom NPV	12/26/13				143,292	18,109.70									889	62,230.00	59,829.70
Safaricom NPV	12/27/13				1	0.13									143,292	18,109.70	18,014.80
Salesforce com Inc	10/03/12	358	56,594.63						06/26/13	(358)	13,432.16	(14,148.16)	(716.00)		1	0.13	0.13
Salesforce com Inc	04/18/13				1,074	0.00			06/26/13	(1,074)	40,301.21	(42,446.47)	(2,145.26)		0	0.00	0.00
Sarepta Therapeutics Inc	01/15/13				1,431	36,725.79									1,431	36,725.79	29,149.47
Sarepta Therapeutics Inc	12/26/13				457	9,140.00									457	9,140.00	9,309.09
Scorpio Tankers Inc	01/28/13				4,342	34,942.75									4,342	34,942.75	51,192.18
Scorpio Tankers Inc	07/31/13				2,385	22,657.50									2,385	22,657.50	28,119.15
Scorpio Tankers Inc	12/26/13				1,759	20,844.15									1,759	20,844.15	20,738.61
Solarcity Corporation	06/27/13				1,254	48,303.31									1,254	48,303.31	71,252.28
Sourcefire Inc	08/26/11	512	13,382.67						04/12/13	(512)	26,775.21	(13,382.67)			0	0.00	0.00
Sourcefire Inc	09/21/11	598	18,005.74						04/12/13	(598)	31,272.60	(18,005.74)			0	0.00	0.00
Sourcefire Inc	11/30/11	485	16,328.95						04/12/13	(485)	25,363.23	(16,328.95)			0	0.00	0.00
Spirit Airlines Inc	05/25/11	2,228	26,736.00												2,228	26,736.00	101,173.48
Spirit Airlines Inc	01/20/12	1,175	18,341.72						08/14/13	(712)	22,214.48	(11,114.30)			463	7,227.42	21,024.83
Spirit Airlines Inc	12/26/13				470	21,634.10									470	21,634.10	21,342.70
Splunk Inc	04/18/12	2,901	49,317.00												2,901	49,317.00	199,211.67
Splunk Inc	12/26/13				121	8,538.97									121	8,538.97	8,309.07
Standard Pacific Corp New	07/11/12	7,526	46,686.91						06/27/13	(7,526)	62,438.09	(46,686.91)	15,751.18		0	0.00	0.00
Starbucks Corp	06/05/12	830	44,063.94												830	44,063.94	65,063.70
Starbucks Corp	12/26/13				271	21,376.48									271	21,376.48	21,243.69
Sumitomo Mitsui Financial Group Inc	11/27/13				1,168	60,012.97									1,168	60,012.97	60,235.28
Sumitomo Mitsui Financial Group Inc	12/26/13				329	16,839.38									329	16,839.38	16,966.96
Suruga Bank LTD	05/29/13				3,154	49,563.89									3,154	49,563.89	56,599.48
Suruga Bank LTD	12/26/13				694	12,193.90									694	12,193.90	12,454.04
Tesla Motors Inc	04/29/13				1,144	60,438.01			09/25/13	(184)	33,015.69	(9,720.80)	23,294.89		960	50,717.21	144,411.84
Tesla Motors Inc	12/26/13				253	39,341.50									253	39,341.50	38,058.54
Therapeuticsmd Inc	12/26/13				2,860	15,472.60									2,860	15,472.60	14,900.60
Therapeuticsmd Inc	01/26/12	1,241	39,888.80												1,241	39,888.80	102,792.03
Triadvisor Inc	12/26/13				676	56,425.72									676	56,425.72	55,993.08
Triadvisor Inc	11/07/13				477	12,402.00									477	12,402.00	30,361.05
Twitter Inc	11/07/13				487	24,225.50									487	24,225.50	30,997.55
Twitter Inc	12/26/13				592	43,399.52									592	43,399.52	37,680.80
Validus Holdings Ltd	10/12/09	129	3,560.06						04/29/13	(129)	4,897.03	(3,560.06)			0	0.00	0.00
Validus Holdings Ltd	06/03/11	453	14,588.97						04/29/13	(453)	17,196.55	(14,588.97)			0	0.00	0.00
Validus Holdings Ltd	09/05/12	892	30,791.82						04/29/13	(892)	33,861.63	(30,791.82)	3,069.81		0	0.00	0.00
Vocera Communications Inc	09/07/12	1,101	31,653.75						04/09/13	(1,101)	24,826.96	(31,653.75)	(6,826.79)		0	0.00	0.00

