ORIGINAL

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: John & Florence Newman Foundation

A Employer identification number: 74-2525348

Number and street (or P O box number if mail is not delivered to street address): 112 E. Pecan — Room/suite: 1330

B Telephone number: (210)226-0371

City or town, state or province, country, and ZIP or foreign postal code: San Antonio, TX 78205

C If exemption application is pending, check here ▶ ☐

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

D 1. Foreign organizations, check here ▶ ☐

2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

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

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶$ 18,513,501.

J Accounting method: [X] Cash ☐ Accrual ☐ Other (specify) (Part I, column (d) must be on cash basis.)

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

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received			N/A	
	2 Check ▶ [X] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	1,215.	1,210.		Statement 1
	4 Dividends and interest from securities	324,300.	324,300.		Statement 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	831,507.			
	b Gross sales price for all assets on line 6a 1,842,614.				
	7 Capital gain net income (from Part IV, line 2)		831,507.		
	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	113,729.	113,729.		Statement 3
	12 **Total.** Add lines 1 through 11	1,270,751.	1,270,746.		
Operating and Administrative Expenses	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 Stmt 4	5,900.	2,950.		2,950.
	c Other professional fees Stmt 5	97,751.	97,751.		0.
	17 Interest	21.	21.		0.
	18 Taxes Stmt 6	53,591.	39,384.		0.
	19 Depreciation and depletion	11,617.	11,617.		
	20 Occupancy				
	21 Travel, conferences, and meetings	1,256.	1,256.		0.
	22 Printing and publications				
	23 Other expenses Stmt 7	209,226.	126,729.		82,500.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	379,362.	279,708.		85,450.
	25 Contributions, gifts, grants paid	669,300.			669,300.
	26 **Total expenses and disbursements.** Add lines 24 and 25	1,048,662.	279,708.		754,750.
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	222,089.			
	b **Net investment income** (if negative, enter -0-)		991,038.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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10-10-13 LHA For Paperwork Reduction Act Notice, see instructions.

Part II Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets				
1	Cash - non-interest-bearing			
2	Savings and temporary cash investments	3,159,269.	3,920,537.	3,920,537.
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			
10a	Investments - U S and state government obligations			
b	Investments - corporate stock Stmt 9	2,656,835.	1,774,754.	4,178,219.
c	Investments - corporate bonds			
11	Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
12	Investments - mortgage loans			
13	Investments - other Stmt 10	9,155,670.	10,367,969.	10,367,969.
14	Land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
15	Other assets (describe ▶ Statement 11)	39,494.	46,776.	46,776.
16	**Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	15,011,268.	16,110,036.	18,513,501.
Liabilities				
17	Accounts payable and accrued expenses			
18	Grants payable			
19	Deferred revenue			
20	Loans from officers, directors, trustees, and other disqualified persons			
21	Mortgages and other notes payable			
22	Other liabilities (describe ▶)			
23	**Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances				
	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.			
24	Unrestricted			
25	Temporarily restricted			
26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ [X] and complete lines 27 through 31.			
27	Capital stock, trust principal, or current funds	15,311,242.	16,187,921.	
28	Paid-in or capital surplus, or land, bldg , and equipment fund	0.	0.	
29	Retained earnings, accumulated income, endowment, or other funds	<299,974.>	<77,885.>	
30	**Total net assets or fund balances**	15,011,268.	16,110,036.	
31	**Total liabilities and net assets/fund balances**	15,011,268.	16,110,036.	

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	15,011,268.
2	Enter amount from Part I, line 27a	2	222,089.
3	Other increases not included in line 2 (itemize) ▶ See Statement 8	3	876,679.
4	Add lines 1, 2, and 3	4	16,110,036.
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	16,110,036.

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				
b	See Attached Statements			
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e	1,842,614.		1,011,107.	831,507.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col. (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col. (h))
a				
b				
c				
d				
e				831,507.

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 | 831,507.

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	751,389.	15,726,004.	.047780
2011	636,816.	15,479,565.	.041139
2010	714,055.	14,353,350.	.049748
2009	696,855.	12,883,890.	.054087
2008	678,677.	14,738,750.	.046047

2	Total of line 1, column (d)	2	.238801
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	.047760
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	17,004,590.
5	Multiply line 4 by line 3	5	812,139.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	9,910.
7	Add lines 5 and 6	7	822,049.
8	Enter qualifying distributions from Part XII, line 4	8	754,750.

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 ▶ ☐ and enter "N/A" on line 1 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 ▶ ☐ 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)			1	19,821.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			2	0.
3 Add lines 1 and 2			3	19,821.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4	0.
5 **Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	19,821.
6 Credits/Payments				
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	13,200.		
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	13,200.
8 Enter any **penalty** for underpayment of estimated tax Check here ☐ 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	6,621.
10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	
11 Enter the amount of line 10 to be **Credited to 2014 estimated tax** ▶	Refunded ▶		11	

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?	1a		X
b 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.*	1b		X
c Did the foundation file **Form 1120-POL** for this year?	1c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ $ 0. (2) On foundation managers ▶ $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 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? N/A	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) ▶ TX			
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

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
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) See Statement 12	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 ▶ John E. Newman, Jr. Telephone no ▶210-226-0371

Located at ▶112 E. Pecan, Suite 1330, San Antonio, TX ZIP+4 ▶78205

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

			Yes	No
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X

See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes," enter the name of the foreign country ▶

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? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? ☐ Yes ☒ 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? ☐ Yes ☒ 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

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
Mina Lopez 112 E Pecan, Suite 1330 San Antonio, TX 78205	Assistant 8.00	0.	0.	0.
Ann J. Newman 112 E Pecan, Suite 1330 San Antonio, TX 78205	Director 3.00	0.	0.	0.
John E. Newman, Jr. 112 E Pecan, Suite 1330 San Antonio, TX 78205	Director 8.00	0.	0.	0.
Thomas R. Semmes 112 E Pecan, Suite 1330 San Antonio, TX 78205	Director 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

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

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	3,708,975.
b	Average of monthly cash balances		1b	3,918,908.
c	Fair market value of all other assets		1c	9,635,660.
d	**Total** (add lines 1a, b, and c)		1d	17,263,543.
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	17,263,543.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	258,953.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4		5	17,004,590.
6	**Minimum investment return.** Enter 5% of line 5		6	850,230.

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	850,230.
2a	Tax on investment income for 2013 from Part VI, line 5	2a 19,821.		
b	Income tax for 2013 (This does not include the tax from Part VI)	2b		
c	Add lines 2a and 2b		2c	19,821.
3	Distributable amount before adjustments Subtract line 2c from line 1		3	830,409.
4	Recoveries of amounts treated as qualifying distributions		4	0.
5	Add lines 3 and 4		5	830,409.
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	830,409.

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	754,750.
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	754,750.
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	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	754,750.

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				830,409.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			744,591.	
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 ▶ $ 754,750.				
a Applied to 2012, but not more than line 2a			744,591.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2013 distributable amount				10,159.
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				820,250.
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				

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

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

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

	Tax year	Prior 3 years			
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test - enter: (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter: (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 **Information Regarding Foundation Managers:**

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

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

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
Alamo Public Communications Council 501 Broadway San Antonio, TX 78215		Public	KLRN	34,000.
Blue Star Contemporary Art 116 Blue Star San Antonio, TX 78204		Public	Red Dot 2013 General	500.
Children's Bereavement Center 205 W. Olmos Drive San Antonio, TX 78212		Public	General	40,000.
Costal Conservation Association 6919 Portwest, Suite 100 Houston, TX 77024		Public	General	200.
Girls Inc. of San Antonio 1209 South Saint Mary's Street San Antonio, TX 78210		Public	General	10,000.
Total See continuation sheet(s)			▶ 3a	669,300.
b Approved for future payment				
Alamo Heights School Foundation 7101 Broadway San Antonio, TX 78209		Public	General	20,000.
Southwest School of Art & Craft 300 Augusta San Antonio, TX 78205		Public	2010 Gala & Art Sale	75,000.
Texas Biomedical Research Institute 7620 NW Loop 410 San Antonio, TX 78227		Public	General	446,400.
Total			▶ 3b	541,400.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(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	1,215.	
4 Dividends and interest from securities			14	324,300.	
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			15	113,729.	
8 Gain or (loss) from sales of assets other than inventory			18	831,507.	
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)		0.		1,270,751.	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 1,270,751.

(See worksheet in line 13 instructions to verify calculations.)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes)

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

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

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

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here

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

John E Newman Jr 5/6/2014 President

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
Daniel M. Slattery	Daniel M. Slattery	5/5/14		P00839320
Firm's name ▶ Slattery | Perkins P.C.			Firm's EIN ▶ 20-3823628	
Firm's address ▶ 8000 W IH 10 Ste 705 San Antonio, TX 78230			Phone no (210) 561-2668	

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	Ruanne, Cunniff, Goldfarb (see attached)	P	Various	06/30/13
b	Ruanne, Cunniff, Goldfarb (see attached)	P	Various	06/30/13
c	Ruanne, Cunniff, Goldfarb (see attached)	P	Various	06/30/13
d	K-1 Summit Street	P	Various	06/30/13
e	K-1 Summit Street	P	Various	06/30/13
f	K-1 Semper Vic Partners, LP	P	Various	06/30/13
g	K-1 Semper Vic Partners, LP	P	Various	06/30/13
h	K-1 Edgbaston Asian Equity Trust	P	Various	06/30/13
i	K-1 Edgbaston Asian Equity Trust	P	Various	06/30/13
j	K-1 Mondrian Emerging Markets Equity Fd, LP	P	Various	06/30/13
k	K-1 Mondrian Emerging Markets Equity Fd, LP	P	Various	06/30/13
l	K-1 Mondrian Emerging Markets Equity Fd, LP	P	Various	06/30/13
m	K-1 Silchester Int'l Investors	P	Various	06/30/13
n	K-1 Silchester Int'l Investors	P	Various	06/30/13
o	K-1 Edgbaston Asian Equity Trust	P	Various	06/30/13

	(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	60,603.		62,147.	<1,544.>
b	50,000.		49,997.	3.
c	731,510.		362,222.	369,288.
d	4,391.			4,391.
e	1,214.			1,214.
f	11,111.			11,111.
g	73,024.			73,024.
h	31,508.			31,508.
i	26,109.			26,109.
j	11,286.			11,286.
k	49,333.			49,333.
l			2,100.	<2,100.>
m	25,432.			25,432.
n	235,967.			235,967.
o			188.	<188.>

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a				<1,544.>
b				3.
c				369,288.
d				4,391.
e				1,214.
f				11,111.
g				73,024.
h				31,508.
i				26,109.
j				11,286.
k				49,333.
l				<2,100.>
m				25,432.
n				235,967.
o				<188.>

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	
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	

323591
05-01-13

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	K-1 Silchester Int'l Investors	P	Various	06/30/13
b	K-1 Trellis Partners, L.P.	P	Various	06/30/13
c	1,228.880 shs Short-Term Invest-GR ADM	P	Various	10/08/13
d	48,115.161 shs Short-Term Invest-GR ADM	P	Various	10/08/13
e	Capital Gains Dividends			
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

	(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			580.	<580.>
b	2,317.			2,317.
c	13,149.		13,296.	<147.>
d	514,832.		520,577.	<5,745.>
e	828.			828.
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
	(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				<580.>
b				2,317.
c				<147.>
d				<5,745.>
e				828.
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

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	831,507.
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

323591
05-01-13

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
Hill Country Alliance 15315 Hwy. 71 West Bee Cave, TX 78738		Public	Rainwater Revival, Water Program, Leadership Summit	28,000.
Landa Gardens Conservancy P.O. Box 12243 San Antonio, TX 78212		Public	General	5,000.
Las Casas Foundation 222 E Houston Street San Antonio, TX 78205		Public	General	25,000.
Luminaria 1149 E. Commerce Street, Suite 207 San Antonio, TX 78205		Public	General	6,000.
Mind Science Foundation 117 West El Prado Drive San Antonio, TX 78212		Public	General	10,000.
Orion Research and Management Services 21 Cedar Trails Drive Belton, TX 76513		Public	BCA Hog-Mop	12,800.
San Anto Cultural Arts 1300 Chihuahua Street San Antonio, TX 78207		Public	Huevos Rancheros Gala	2,500.
San Antonio Academy 117 East French Place San Antonio, TX 78212		Public	2013-2014 Annual Fund	25,000.
San Antonio Area Foundation 110 Broadway, Suite 230 San Antonio, TX 78205		Public	General Fund	130,000.
San Antonio Museum of Art 200 West Jones Avenue San Antonio, TX 78215		Public	30th Anniversary Gala	5,000.
Total from continuation sheets				584,600.

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05-01-13

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
San Antonio Public Library Foundation 625 Shook Avenue San Antonio, TX 78212		Public	Board Builder Luncheon	5,000.
San Antonio Public Library Foundation 625 Shook Avenue San Antonio, TX 78212		Public	30th Anniversary Gala	5,000.
San Antonio Public Library Foundation 625 Shook Avenue San Antonio, TX 78212		Public	Texas Book Festival/SAReads Tent	15,000.
San Antonio Public Library Foundation 625 Shook Avenue San Antonio, TX 78212		Public	2014 San Antonio Book Festival	25,000.
Say Si 1518 S. Alamo Street San Antonio, TX 78204		Public	General	20,000.
Southwest School of Art & Craft 300 Augusta San Antonio, TX 78205		Public	General	25,000.
Texas Biomedical Research Institute 7620 NW Loop 410 San Antonio, TX 78227		Public	General	99,300.
Texas Public Radio 8401 Datapoint, Suite 800 San Antonio, TX 78229		Public	CEO Search	15,000.
The Annette Strauss Institute 2504 A Whitis Avenue Austin, TX 78712		Public	General	1,000.
The Cultural Landscape Foundation 741 Mount Auburn Street Watertown, MA 02472		Public	General	10,000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
The Texas Cavalier Charitable Foundation 7373 Broadway Street San Antonio, TX 78209		Public	General	20,000.
The Texas Tribune 823 Congress Ave, Suite 210 Austin, TX 78701		Public	General	25,000.
United Way 700 S Alamo Street San Antonio, TX 78205		Public	General	10,000.
Vanderbilt University 211 Kirkland Hall Nashville, TN 37240		Public	Parents Leadership Committee	60,000.
Total from continuation sheets				

323631
05-01-13

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
Interest Income	1,215.	1,210.	
Total to Part I, line 3	1,215.	1,210.	

Form 990-PF Dividends and Interest from Securities Statement 2

Source	Gross Amount	Capital Gains Dividends	(a) Revenue Per Books	(b) Net Investment Income	(c) Adjusted Net Income
Capital Gain Dividends	828.	828.	0.	0.	
Dividend Income	324,300.	0.	324,300.	324,300.	
To Part I, line 4	325,128.	828.	324,300.	324,300.	

Form 990-PF Other Income Statement 3

Description	(a) Revenue Per Books	(b) Net Investment Income	(c) Adjusted Net Income
Other Income	31,141.	31,141.	
Royalty Income	77,449.	77,449.	
Other Income	5,139.	5,139.	
Total to Form 990-PF, Part I, line 11	113,729.	113,729.	

Form 990-PF Accounting Fees Statement 4

Description	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Accounting Fees	5,900.	2,950.		2,950.
To Form 990-PF, Pg 1, ln 16b	5,900.	2,950.		2,950.

Form 990-PF Other Professional Fees Statement 5

Description	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Investment Management Fees	97,751.	97,751.		0.
Other Professional Fees	0.	0.		0.
To Form 990-PF, Pg 1, ln 16c	97,751.	97,751.		0.

Form 990-PF Taxes Statement 6

Description	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Property Taxes	5,952.	5,952.		0.
Federal Taxes	14,207.	0.		0.
Foreign Taxes	33,432.	33,432.		0.
To Form 990-PF, Pg 1, ln 18	53,591.	39,384.		0.

Form 990-PF Other Expenses Statement 7

Description	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Portfolio Deductions from K-1s	39,657.	39,657.		0.
Office Expenses	165,000.	82,500.		82,500.
Banking fees	110.	110.		0.
Royalty expenses	4,101.	4,104.		0.
Foreign Fees	353.	353.		0.
Dues and Subscriptions	5.	5.		0.
To Form 990-PF, Pg 1, ln 23	209,226.	126,729.		82,500.

Form 990-PF Other Increases in Net Assets or Fund Balances Statement 8

Description	Amount
Depletion expense - not recorded on books	11,617.
Partnership book/tax differences	865,062.
Total to Form 990-PF, Part III, line 3	876,679.

Form 990-PF Corporate Stock Statement 9

Description	Book Value	Fair Market Value
Corporate Stock	1,774,754.	4,178,219.
Total to Form 990-PF, Part II, line 10b	1,774,754.	4,178,219.

Form 990-PF Other Investments Statement 10

Description	Valuation Method	Book Value	Fair Market Value
Partnership Interests	FMV	10,367,969.	10,367,969.
Total to Form 990-PF, Part II, line 13		10,367,969.	10,367,969.

Form 990-PF Other Assets Statement 11

Description	Beginning of Yr Book Value	End of Year Book Value	Fair Market Value
Other Assets	36,628.	36,628.	36,628.
Dividend/Royalty Recievable	2,866.	10,148.	10,148.
To Form 990-PF, Part II, line 15	39,494.	46,776.	46,776.

Form 990-PF Explanation Concerning Part VII-A, Line 12 Statement 12

Explanation

During the 2013 tax year the John & Florence Newman Foundation made a distribution to a donor advised fund administered by The San Antonio Area Foundation. John E. Newman, a disqualified person, has advisory privileges over the donor advised fund. The distribution to the donor advised fund was treated as a qualifying distribution on this tax return. The distributions from the donor advised fund will be used to accomplish a purpose described in IRC section 170(c)(2)(B) because all distributions from the donor advised fund will only be used for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals.

The John and Florence Newman Foundation
112 East Pecan, Suite 1330
San Antonio, TX 78205

Ruane, Cunniff & Goldfarb Inc.

REALIZED GAINS AND LOSSES

The John and Florence Newman Foundation

RCG004547

From 01-01-13 Through 12-31-13

Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Gain Or Loss Short Term	Gain Or Loss Long Term
09-22-09	02-22-13	300	Advance Auto Parts	12,119 51	23,715 46		11,595 95
03-05-07	02-22-13	400	Fastenal Co	6,864 50	20,586 86		13,722.36
05-23-11	02-22-13	64	First Solar Inc	7,945 83	2,157 39		-5,788 44
05-24-11	02-22-13	46	First Solar Inc	5,705 16	1,550 62		-4,154 54
05-25-11	02-22-13	133	First Solar Inc	16,273 13	4,483 33		-11,789 80
06-01-11	02-22-13	316	Corning	6,281 48	3,978 36		-2,303 12
06-02-11	02-22-13	383	Corning	7,540 93	4,821.87		-2,719 06
07-08-11	02-22-13	54	Corning	960 55	679.85		-280 70
07-11-11	02-22-13	135	Corning	2,379 92	1,699 61		-680 31
09-09-11	02-22-13	371	Corning	5,023 29	4,670 79		-352 50
06-07-10	02-22-13	10	Google Inc- old	4,937 71	7,979 92		3,042 21
05-13-10	02-22-13	50	IBM	6,586 72	10,047 77		3,461 05
10-29-04	02-22-13	100	Idexx Laboratories Corp	2,487 95	9,209 79		6,721 84
05-25-06	02-22-13	50	Mastercard Inc	2,018 34	26,015 41		23,997 07
07-18-02	02-22-13	100	Mohawk Industries	4,909 55	10,570.76		5,661 21
02-19-09	02-22-13	389	Omnicom Group	9,831 30	22,102 04		12,270 74
01-21-09	02-22-13	226	Omnicom Group	5,631 67	12,840 78		7,209 11
02-20-09	02-22-13	264	Omnicom Group	6,574 53	14,999 85		8,425 32
01-20-09	02-22-13	289	Omnicom Group	7,187 59	16,420 28		9,232 69
05-21-09	02-22-13	17	Precision Castparts Corp	1,355 44	3,135 58		1,780 14
05-06-09	02-22-13	33	Precision Castparts Corp	2,535 81	6,086 71		3,550 90
09-01-00	02-22-13	800	TJX Cos - New	3,999 66	35,399 70		31,400.04
07-23-10	02-22-13	60	Valeant Pharmaceuticals International Inc	1,215 64	3,929 96		2,714 32
07-19-10	02-22-13	481	Valeant Pharmaceuticals International Inc	9,736 83	31,530 31		21,793 48
07-22-10	02-22-13	437	Valeant Pharmaceuticals International Inc	8,790 33	28,646 03		19,855 70
07-20-10	02-22-13	22	Valeant Pharmaceuticals International Inc	440 92	1,445 27		1,004 35
05-06-10	02-22-13	252	Wal-Mart Stores	13,269 75	17,705 13		4,435.38
10-30-09	02-22-13	1,200	Wal-Mart Stores	60,431 00	84,310 15		23,879 15
01-11-12	02-25-13	20	Admiral Group PLC	259 69	381 68		121 99
08-01-07	02-25-13	538	Rolls-Royce Holdings PLC	5,557 02	8,455 39		2,898 37
07-30-07	02-25-13	1,513	Rolls-Royce Holdings PLC	15,587 10	23,778 83		8,191 73

Ruane, Cunniff & Goldfarb Inc.

REALIZED GAINS AND LOSSES

The John and Florence Newman Foundation

RCG004547

From 01-01-13 Through 12-31-13

Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Gain Or Loss Short Term	Gain Or Loss Long Term
07-27-07	02-25-13	449	Rolls-Royce Holdings PLC	4,622 50	7,056 64		2,434 14
03-04-13	03-08-13	382	Commonwealth REIT Com	9,246 34	8,462 55	-783 79	
03-04-13	03-11-13	182	Commonwealth REIT Com	4,405 33	4,030 60	-374 73	
02-28-13	03-11-13	110	Commonwealth REIT Com	2,517 50	2,436 08	-81 42	
02-28-13	03-12-13	36	Commonwealth REIT Com	823 91	790 99	-32 92	
02-28-13	03-13-13	351	Commonwealth REIT Com	8,033 12	7,770 68	-262 44	
02-28-13	03-14-13	192	Commonwealth REIT Com	4,394 19	4,262 53	-131 66	
02-28-13	03-15-13	7	Commonwealth REIT Com	160 20	153.71	-6 49	
09-22-09	04-08-13	13	Advance Auto Parts	525 18	1,053 32		528 14
09-21-09	04-08-13	14	Advance Auto Parts	558 66	1,134 35		575 69
09-21-09	04-10-13	143	Advance Auto Parts	5,706 35	11,597 86		5,891.51
11-03-10	04-19-13	1	Hiscox Ltd	4 06	5.24		1 18
09-21-09	04-25-13	65	Advance Auto Parts	2,593 80	5,399 10		2,805 30
09-21-09	04-26-13	39	Advance Auto Parts	1,556.28	3,237 18		1,680.90
09-21-09	04-29-13	78	Advance Auto Parts	3,112 56	6,484 09		3,371.53
09-21-09	04-30-13	36	Advance Auto Parts	1,436 56	2,993.05		1,556 49
07-18-02	05-03-13	130	Mohawk Industries	6,382 42	15,033 04		8,650 62
07-18-02	05-06-13	48	Mohawk Industries	2,356 58	5,522 99		3,166.41
07-18-02	05-07-13	71	Mohawk Industries	3,485 78	8,169 44		4,683 66
07-18-02	05-08-13	141	Mohawk Industries	6,922 47	16,309 76		9,387 29
07-18-02	05-09-13	76	Mohawk Industries	3,731 26	8,952 94		5,221 68
07-18-02	05-10-13	40	Mohawk Industries	1,963 82	4,726 15		2,762.33
07-18-02	05-13-13	71	Mohawk Industries	3,485 78	8,393 79		4,908 01
07-18-02	05-14-13	82	Mohawk Industries	4,025 83	9,837 80		5,811 97
07-18-02	05-15-13	14	Mohawk Industries	687 34	1,672.11		984 77
07-18-02	07-18-13	8	Mohawk Industries	392 76	951 91		559 15
07-18-02	07-31-13	22	Mohawk Industries	1,080 10	2,628 67		1,548.57
07-18-02	08-02-13	91	Mohawk Industries	4,467.69	11,852 64		7,384 95
07-18-02	08-05-13	16	Mohawk Industries	785.53	2,082 66		1,297 13
07-18-02	08-12-13	14	Mohawk Industries	687 34	1,819 86		1,132.52
07-18-02	09-16-13	2	Mohawk Industries	98 19	259 99		161.80
07-18-02	09-17-13	16	Mohawk Industries	785 53	2,080 79		1,295 26
07-18-02	09-18-13	8	Mohawk Industries	392 76	1,042 50		649 74
09-21-09	10-16-13	16	Advance Auto Parts	638 47	1,539 67		901.20
09-23-09	10-16-13	107	Advance Auto Parts	4,197 08	10,296 54		6,099.46
09-23-09	10-17-13	195	Advance Auto Parts	7,648 89	18,893 95		11,245 06
09-23-09	10-18-13	67	Advance Auto Parts	2,628 08	6,572 48		3,944 40
09-23-09	10-28-13	26	Advance Auto Parts	1,019 85	2,628 04		1,608 19
09-23-09	10-29-13	60	Advance Auto Parts	2,353 50	6,026 98		3,673 48
09-23-09	10-30-13	15	Advance Auto Parts	588 38	1,504 64		916 26
09-23-09	10-31-13	27	Advance Auto Parts	1,059 08	2,700 58		1,641 50
09-25-09	10-31-13	14	Advance Auto Parts	547 33	1,400 30		852 97
09-25-09	11-04-13	14	Advance Auto Parts	547 33	1,401 13		853 80
09-25-09	11-05-13	9	Advance Auto Parts	351 85	900 94		549 09
09-25-09	11-21-13	40	Advance Auto Parts	1,563 79	4,001 14		2,437 35
09-25-09	11-22-13	67	Advance Auto Parts	2,619 35	6,698 24		4,078.89
09-25-09	11-25-13	30	Advance Auto Parts	1,172 84	3,003 48		1,830 64
09-25-09	11-26-13	81	Advance Auto Parts	3,166 68	8,248 67		5,081 99
09-24-09	11-26-13	73	Advance Auto Parts	2,844 38	7,433 99		4,589 61
12-13-13	12-13-13	1,714	Darling International Inc	32,566 00	32,695 37	129 37	
07-07-10	12-19-13	100	Perrigo Co PLC	5,551 44	15,534 96		9,983 52
07-29-10	12-19-13	47	Perrigo Co PLC	2,595 31	7,301 43		4,706 12
07-21-10	12-19-13	69	Perrigo Co PLC	3,809 88	10,719 12		6,909 24
07-19-10	12-19-13	137	Perrigo Co PLC	7,561 26	21,282 90		13,721 64

Ruane, Cunniff & Goldfarb Inc.

REALIZED GAINS AND LOSSES

The John and Florence Newman Foundation

RCG004547

From 01-01-13 Through 12-31-13

Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Gain Or Loss Short Term	Gain Or Loss Long Term
07-20-10	12-19-13	63	Perrigo Co PLC	3,470 85	9,787 02		6,316.17
TOTAL GAINS						129 37	397,356 41
TOTAL LOSSES						-1,673 46	-28,068 47
				424,368.21	**792,112.06**	**-1,544.09**	**369,287.94**

TOTAL REALIZED GAIN/LOSS 367,743 85

Ruane, Cunniff & Goldfarb Inc.

REALIZED GAINS AND LOSSES

The John and Florence Newman Foundation

RCG004547

From 01-01-13 Through 12-31-13

Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Ordinary Income
10-09-12	01-03-13	50,000	US Treasury Bill	49,996 56	50,000 00	3 44
				49,996.56	**50,000.00**	**3.44**

TOTAL ORDINARY INCOME FROM TREASURY BILLS 3 44