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

2013

Department of the Treasury
Internal Revenue Service

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

For calendar year 2013, or tax year beginning Aug 1, 2013, and ending Jul 31, 2014

Name of foundation Fan Fox & Leslie R. Samuels Foundation, Inc.		A Employer identification number 13-3124818
Number and street (or P.O. box number if mail is not delivered to street address) 350 Fifth Avenue		B Telephone number (see the instructions) (212) 239-3030
City or town, state or province, country, and ZIP or foreign postal code New York NY 10118		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: ☒ 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, column (c), line 16) \$ 186,278,239.	J Accounting method: ☒ 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) (see instructions).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc. received (att sch) . . .				
2	CK ☒ if the foundn is not req to att Sch B				
3	Interest on savings and temporary cash investments	5,326.	5,326.		
4	Dividends and interest from securities	1,904,376.	1,904,376.		
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain/(loss) from sale of assets not on line 10	3,400,342.	L-6a Stmt		
b	Gross sales price for all assets on line 6a	14,541,668.			
7	Capital gain net income (from Part IV, line 2)		4,483,510.		
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/(loss) (att sch)				
11	Other income (attach schedule)				
	Share of Partnership Inc-See Sched	742,262.	1,177,808.		
12	Total. Add lines 1 through 11.	6,052,306.	7,571,020.		
13	Compensation of officers, directors, trustees, etc	893,000.	221,100.		671,900.
14	Other employee salaries and wages	262,765.	13,974.		248,791.
15	Pension plans, employee benefits	322,322.	49,764.		272,558.
16a	Legal fees (attach schedule). L-16a Stmt.	8,569.	857.		7,712.
b	Accounting fees (attach sch). L-16b Stmt.	32,339.	3,234.		29,105.
c	Other prof fees (attach sch). L-16c Stmt.	779,361.	776,361.		3,000.
17	Interest				
18	Taxes (attach schedule) (see instructions)	56,814.	10,750.		
19	Depreciation (attach schedule) and depletion	0.			
20	Occupancy	183,198.	18,320.		164,878.
21	Travel, conferences, and meetings	4,503.	450.		4,053.
22	Printing and publications	0.			
23	Other expenses (attach schedule)				
	See Line 23 Stmt.	72,978.	7,297.		65,681.
24	Total operating and administrative expenses. Add lines 13 through 23	2,615,849.	1,102,107.		1,467,678.
25	Contributions, gifts, grants paid	6,165,520.			6,165,520.
26	Total expenses and disbursements. Add lines 24 and 25	8,781,369.	1,102,107.		7,633,198.
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	-2,729,063.			
b	Net Investment Income (if negative, enter -0-)		6,468,913.		
c	Adjusted net Income (if negative, enter -0-)				

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Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
A S S E T S	1 Cash — non-interest-bearing	8,238.	17,724.	17,724.
	2 Savings and temporary cash investments	2,089,304.	4,832,004.	4,832,004.
	3 Accounts receivable			
	Less: allowance for doubtful accounts			
	4 Pledges receivable			
	Less: allowance for doubtful accounts			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach sch)			
	Less: allowance for doubtful accounts			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments — U.S. and state government obligations (attach schedule)			
	b Investments — corporate stock (attach schedule)	67,941,547.	65,509,952.	81,883,355.
	c Investments — corporate bonds (attach schedule)	2,786,946.	1,722,238.	1,722,241.
	11 Investments — land, buildings, and equipment: basis			
Less: accumulated depreciation (attach schedule)				
12 Investments — mortgage loans				
13 Investments — other (attach schedule)	70,606,401.	68,621,473.	97,822,915.	
14 Land, buildings, and equipment: basis				
Less: accumulated depreciation (attach schedule)				
15 Other assets (describe)				
16 Total assets (to be completed by all filers — see the instructions. Also, see page 1, item I).	143,432,436.	140,703,391.	186,278,239.	
L I A B I L I T I E S	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe)			
	23 Total liabilities (add lines 17 through 22)			
N E T A S S E T S O F F O U N D A T I O N S	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.	X		
	27 Capital stock, trust principal, or current funds	143,432,436.	140,703,391.	
	28 Paid-in or capital surplus, or land, building, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see instructions)	143,432,436.	140,703,391.	
	31 Total liabilities and net assets/fund balances (see instructions).	143,432,436.	140,703,391.	

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	143,432,436.
2 Enter amount from Part I, line 27a	2	-2,729,063.
3 Other increases not included in line 2 (itemize) <u>rounding</u>	3	18.
4 Add lines 1, 2, and 3	4	140,703,391.
5 Decreases not included in line 2 (itemize)	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30	6	140,703,391.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shares MLC Company)		(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1 a Securities - see schedule attached		P	various	various
b Capital Gain Dividends				
c Class Action Lawsuits				
d Share of partnerships				
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 14,541,668.		11,201,287.	3,340,381.
b			30,343.
c			464,330.
d			648,456.
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a			3,340,381.
b			30,343.
c			464,330.
d			648,456.
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	4,483,510.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):	If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8		3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2012	7,303,114.	166,112,089.	0.043965
2011	9,124,468.	161,064,409.	0.056651
2010	9,134,959.	165,199,266.	0.055297
2009	8,105,807.	156,755,083.	0.051710
2008	11,083,509.	158,200,736.	0.070060

2 Total of line 1, column (d)	2	0.277683
3 Average distribution ratio for the 5-year base period — divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.055537
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.	4	177,793,751.
5 Multiply line 4 by line 3	5	9,874,132.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	64,689.
7 Add lines 5 and 6.	7	9,938,821.
8 Enter qualifying distributions from Part XII, line 4	8	7,633,198.

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

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

1 a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter 'N/A' on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary — see Instrs)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		1	129,378.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	129,378.
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	129,378.
6 Credits/Payments:			
a 2013 estimated tax pmts and 2012 overpayment credited to 2013	6 a	146,558.	
b Exempt foreign organizations — tax withheld at source	6 b		
c Tax paid with application for extension of time to file (Form 8868)	6 c	0.	
d Backup withholding erroneously withheld	6 d		
7 Total credits and payments. Add lines 6a through 6d	7	146,558.	
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		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	17,180.	
11 Enter the amount of line 10 to be: Credited to 2014 estimated tax 17,180. Refunded	11		

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?		X
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.		
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 \$ (2) On foundation managers \$		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If 'Yes,' attach a detailed description of the activities.		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		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	X	
b If 'Yes,' has it filed a tax return on Form 990-T for this year?	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If 'Yes,' attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If 'Yes,' complete Part II, column (c), and Part XIV.	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) NY - New York		
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	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		X
10 Did any persons become substantial contributors during the tax year? If 'Yes,' attach a schedule listing their names and addresses		X

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If 'Yes,' attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <u>www.samuels.org</u>	13	X	
14	The books are in care of <u>Alexandra Francis</u> Telephone no. <u>(212) 239-3030</u> Located at <u>350 Fifth Ave., Suite 4301, New York, NY</u> ZIP + 4 <u>10118</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 — Check here ☐ and enter the amount of tax-exempt interest received or accrued during the year <u>15</u>			
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If 'Yes,' enter the name of the foreign country <u></u>			

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

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

		Yes	No
1 a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ 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		
1 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 ☐	1 b	X
1 c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1 c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? ☐ Yes ☒ No If 'Yes,' list the years <u>20</u> , <u>20</u> , <u>20</u> , <u>20</u> .		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer 'No' and attach statement — see instructions.)	2 b	X
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. <u>20</u> , <u>20</u> , <u>20</u> , <u>20</u> .		
3 a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ 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)	3 b	
4 a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4 b	X

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

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

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is 'Yes' to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

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? ☐ Yes ☐ No

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

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

If 'Yes' to 6b, file Form 8870.

7 a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ Nob If 'Yes,' did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No**Part VIII** Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Schedule Attached				
		893,000.	166,897.	0.

2 Compensation of five highest-paid employees (other than those included on line 1 — see instructions). If none, enter 'NONE.'

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Lauren Weisenfeld 169 E. 69th Street, New York NY 10021	Deputy Director, Healthcare Program 30.00	123,028.	31,590.	0.
Alexandra Francis 733 Bryant St., Rahway NJ 07065	Controller 40.00	93,668.	37,570.	0.

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

None

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter 'NONE.'		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
Balestra Capital, Ltd. 58 West 40th Street, 12th Floor New York NY 10018	Investment Consulting	636,000.
Bares Capital Management, Inc. 221 West 6th Street, Suite 1225 Austin TX 78701	Investment Management Fees	99,096.
Total number of others receiving over \$50,000 for professional services		None

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 (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 None	0.
2	
All other program-related investments See instructions.	
3	
Total. Add lines 1 through 3	None

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Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1 a	176,920,043.
b	Average of monthly cash balances	1 b	3,581,227.
c	Fair market value of all other assets (see instructions)	1 c	
d	Total (add lines 1a, b, and c)	1 d	180,501,270.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1 e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	180,501,270.
4	Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	2,707,519.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	177,793,751.
6	Minimum investment return. Enter 5% of line 5	6	8,889,688.

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	8,889,688.
2 a	Tax on investment income for 2013 from Part VI, line 5	2 a	129,378.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2 b	
c	Add lines 2a and 2b	2 c	129,378.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	8,760,310.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	8,760,310.
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	8,760,310.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. — total from Part I, column (d), line 26	1 a	7,633,198.
b	Program-related investments — total from Part IX-B.	1 b	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)	3 a	
b	Cash distribution test (attach the required schedule)	3 b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	7,633,198.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	7,633,198.

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				8,760,310.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			6,010,719.	
b Total for prior years 20 __, 20 __, 20 __				
3 Excess distributions carryover, if any, to 2013				
a From 2008 0.				
b From 2009 0.				
c From 2010 0.				
d From 2011 0.				
e From 2012 0.				
f Total of lines 3a through e 0.				
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ \$ 7,633,198.				
a Applied to 2012, but not more than line 2a			6,010,719.	
b Applied to undistributed income of prior years (Election required — see instructions)				
c Treated as distributions out of corpus (Election required — see instructions)				
d Applied to 2013 distributable amount				1,622,479.
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).)				
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				
d Subtract line 6c from line 6b. Taxable amount — see instructions 0.				
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount — see instructions. 0.				
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				7,137,831.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions) 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 0.				
b Excess from 2010 0.				
c Excess from 2011 0.				
d Excess from 2012 0.				
e Excess from 2013 0.				

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)

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

Tax year	Prior 3 years				(e) Total
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	
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 ☐ 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 of the person to whom applications should be addressed:

Joseph C. Mitchell
350 Fifth Ave, Suite 4301
New York, NY 10118 (212) 239-3030

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

No prescribed form

c Any submission deadlines:

The Performing Arts Program has quarterly deadlines the first of March, June, September and December. The Healthy Aging Program has no deadlines.

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

Generally restricted to NYC performing arts and social service and healthcare programs for the elderly of NYC

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 Schedule Attached	NONE	All Public	Various	6,165,520.
Total			3 a	6,165,520.
b Approved for future payment See Schedule Attached		All Public	Various	5,047,129.
Total			3 b	5,047,129.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
		(a) Business code	(b) Amount	(c) Exclu- sion 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	5,326.	
4	Dividends and interest from securities			14	1,904,376.	
5	Net rental income or (loss) from real estate:					
a	Debt-financed property					
b	Not debt-financed property					
6	Net rental income or (loss) from personal property					
7	Other investment income					
8	Gain or (loss) from sales of assets other than inventory . . .			18	3,400,342.	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue:					
a	Partnership Income	331200, 339900, 511000, 511112, 721114	321,416.	14	1,038,124.	
b	Income Adjustment by Partnership			14	25,554.	
c						
d						
e						
12	Subtotal. Add columns (b), (d), and (e)		-321,416.		6,373,722.	
13	Total. Add line 12, columns (b), (d), and (e)					13 6,052,306.

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

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

[illegible]

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	1 a (1)	X
	(2) Other assets	1 a (2)	X
b	Other transactions:		
	(1) Sales of assets to a noncharitable exempt organization.	1 b (1)	X
	(2) Purchases of assets from a noncharitable exempt organization	1 b (2)	X
	(3) Rental of facilities, equipment, or other assets	1 b (3)	X
	(4) Reimbursement arrangements	1 b (4)	X
	(5) Loans or loan guarantees	1 b (5)	X
	(6) Performance of services or membership or fundraising solicitations	1 b (6)	X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1 c	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.

[illegible]

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

b If 'Yes,' complete the following schedule.

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

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

**Sign
Here**

Correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has knowledge.

Joseph C. Nuttle 6/11/2015

Signature of officer or trustee Date

Date _____

Chairman
Title

May the IRS discuss this return with the preparer shown below (see instructions)?

**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's signature _____

Date _____

Check

1	PTIN
---	------

Firm's name

Firm's address

Self-Prepared

Firm's EIN

Phone no. _____

Schedule K-1

2013

Schedule K-1

2013

Schedule K-1

2013

Schedule K-1

2013

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Schedule K-1

2013

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Schedule K-1

2013

Schedule K-1

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Schedule K-1

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Schedule K-1

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Schedule K-1

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Schedule K-1

2013

Schedule K-1

2013

Schedule K-1

2013

Schedule K-1

2013

Form 990-PF
Part I, Line 6a

Net Gain or Loss From Sale of Assets

2013

Name Fan Fox & Leslie R. Samuels Foundation, Inc.	Employer Identification Number 13-3124818
---	---

Asset Information:

Description of Property: <u>Securities - see schedule attached</u>	
Date Acquired: . <u>Various</u>	How Acquired: . . . _____
Date Sold: . . . <u>various</u>	Name of Buyer: . . . _____
Sales Price: . . <u>14,541,668.</u>	Cost or other basis (do not reduce by depreciation) . . . <u>11,201,287.</u>
Sales Expense: . . _____	Valuation Method: . . . _____
Total Gain (Loss): . . <u>3,340,381.</u>	Accumulation Depreciation: . . . _____
Description of Property: <u>Capital Gain Dividends</u>	
Date Acquired: . _____	How Acquired: . . . _____
Date Sold: . . . _____	Name of Buyer: . . . _____
Sales Price: . . _____	Cost or other basis (do not reduce by depreciation) . . . _____
Sales Expense: . . _____	Valuation Method: . . . _____
Total Gain (Loss): . . <u>30,343.</u>	Accumulation Depreciation: . . . _____
Description of Property: <u>Book to tax adjustment</u>	
Date Acquired: . _____	How Acquired: . . . _____
Date Sold: . . . _____	Name of Buyer: . . . _____
Sales Price: . . _____	Cost or other basis (do not reduce by depreciation) . . . _____
Sales Expense: . . _____	Valuation Method: . . . _____
Total Gain (Loss): . . <u>-316,514.</u>	Accumulation Depreciation: . . . _____
Description of Property: <u>Class Action Lawsuits</u>	
Date Acquired: . _____	How Acquired: . . . _____
Date Sold: . . . _____	Name of Buyer: . . . _____
Sales Price: . . _____	Cost or other basis (do not reduce by depreciation) . . . _____
Sales Expense: . . _____	Valuation Method: . . . _____
Total Gain (Loss): . . <u>464,330.</u>	Accumulation Depreciation: . . . _____
Description of Property: <u>Capital Loss from Stock Distribution</u>	
Date Acquired: . _____	How Acquired: . . . _____
Date Sold: . . . _____	Name of Buyer: . . . _____
Sales Price: . . _____	Cost or other basis (do not reduce by depreciation) . . . _____
Sales Expense: . . _____	Valuation Method: . . . _____
Total Gain (Loss): . . <u>-118,198.</u>	Accumulation Depreciation: . . . _____
Description of Property: _____	
Date Acquired: . _____	How Acquired: . . . _____
Date Sold: . . . _____	Name of Buyer: . . . _____
Sales Price: . . _____	Cost or other basis (do not reduce by depreciation) . . . _____
Sales Expense: . . _____	Valuation Method: . . . _____
Total Gain (Loss): . . _____	Accumulation Depreciation: . . . _____
Description of Property: _____	
Date Acquired: . _____	How Acquired: . . . _____
Date Sold: . . . _____	Name of Buyer: . . . _____
Sales Price: . . _____	Cost or other basis (do not reduce by depreciation) . . . _____
Sales Expense: . . _____	Valuation Method: . . . _____
Total Gain (Loss): . . _____	Accumulation Depreciation: . . . _____
Description of Property: _____	
Date Acquired: . _____	How Acquired: . . . _____
Date Sold: . . . _____	Name of Buyer: . . . _____
Sales Price: . . _____	Cost or other basis (do not reduce by depreciation) . . . _____
Sales Expense: . . _____	Valuation Method: . . . _____
Total Gain (Loss): . . _____	Accumulation Depreciation: . . . _____

Samuels Foundation, Inc

Form 990PF

Y/E 7/31/14

ID# 13-3124818

Other Income (Page 1, line 11)

ID#	(A) Total Income	(B) Ordinary Income	(C) Business Income Subject to UBIT	(D) Capital Gain Income	(E) Book-Tax Differences	(F) Non Taxable Unrealized Income	(G) Foreign Tax Paid	(H) Non Taxable Adjustments
Share of Partnership income -								
J H Whitney III, LP	18,104	-2,842		20,946				
J H Whitney IV, LP	-830,534	-7,162		-823,372				
J H Whitney V, LP	593,402	-37,478	-455	-301,758	-72,474	1,005,567		
J H Whitney VI, LP	0	0		-688,342	61,950	626,392		
J H Whitney VII, LP	118,574	-31,737			246	150,065		
American Securities Partners III, LP	103,176	-5,657		-95,451	-339,514	543,798		
ASP III Alternative Investment, LP	128,701	4,461	55,082		-514	69,883		-211
American Securities Partners IV, LP	-54,145	-3,308		1,205	1,729	-53,771		
ASP IV Alternative Investment, LP	1,298,903	-15,039	-95,754		-72,896	75,243		
American Securities Partners V, LP	56,699	-776		10,647	82,476	1,313,942		
ASP V Alternative Investment, LP	787,947	44,502	-2,012		405	-33,636		
American Securities Partners VI, LP	-4,749	-4,749				743,040		
Sterling American Property V-C, LP	446,442	279,367			-285,069	452,144		
NB Distressed Opportunities Fund C (Offshore) LP	93,080	153,876			-61,822	1,026		
Ment Energy Partners H, LP	86,627	-107,036		-4,957	-6,156	204,776		
Level Equity Growth Partners I LP	243,996	18,479				225,517		-1,092
LEGP I AIV (B) LP	249,233	-52,555		302,880				
Stockbridge Fund, LP	52,995	1,172		51,823				
Highbrook Income Property Fund, LP	390,878	20,609	282	148,307		221,880		-200
Davidson Kempner Institutional Partners LP	496,310	409,224		273,543		-153,732		-32,725
AVI Value Fund, LLC	275,552	-44,210	-388	347,574	-41,764	14,340		
Holt Distressed Property Fund, 2010, LP	100,958	65,849	-17,040	28,848	-51,033	74,334		
Holt Distressed Property Fund (Parallel 1) 2010, LP	-27,410	-22,278	-1,228		-3,904			
Holt Opportunity Fund, 2013, LP	-9,147	-8,230			-917			
Holt Opportunity Fund (Parallel 1) 2013, LP	463,426	265,971	-15,667	127,477		60,067		25,578
Merced Partners III, LP	112,686	95,190		3,818		13,678		
Merced Partners III (Cayman), LP	-4,714	-42	-12,714		8,042			
Kuemper Holdings, LLC - Merced	808,778	-455,211		1,006,857		202,541		-1,217
Snow Lake China Fund, Ltd	572,964	-31,100	-15,955	61,985		809,359		-24
Fir Tree International Value Fund (USTE), L P.	977,470	130,283		94,644	-6,869	558,058		
Navitas Fund, LP	222,102	414,587	-53,876	43,868		766,364		-6,952
Cedar Rock Capital Partners, LLC	22,856	146,689	-161,691	37,914	-56	-182,427		-50
Congruent Credit Opportunities Fund II, LP								
CrossHarbor Institutional Partners II, LP								

Partnership increase per K-1's

Less

Unrealized Income (F)

8,450,710

-7,708,448

(A)	Net Partnership Income (Loss) - to Part 1, line 11a	
(B)	Total Ordinary Income	1,220,255
(C)	Total UBIT Income (Loss) - to Form 990-T	-321,416
(D)	Total Capital Gain Income (Loss) - to Part IV, line 1b	648,456
(E)	Reversal of amounts included in Ordinary Income (Col B) but not on books	-788,140
(F)	Total Non-Taxable Unrealized Income (Mark-to-Market)	
(G)	Total Foreign Tax Paid - Deduct from Ordinary Income	-42,447
(H)	Non-taxable adjustments	
(B)	Total Other Income subject to excise tax - to Part 1, line 11b	1,177,808

7,708,448

-42,447

25,554

Form 990-PF, Page 1, Part I, Line 18

Line 18 Stmt

Taxes	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
Federal Excise Taxes	46,064.			
State Taxes	10,750.	10,750.		
Total	56,814.	10,750.		

Form 990-PF, Page 1, Part I, Line 23

Line 23 Stmt

Other expenses:	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
Insurance	13,879.	1,388.		12,491.
Computers, Incl. Maint.	13,771.	1,377.		12,394.
Telephone	5,720.	572.		5,148.
Dues, Subscriptions & Books	7,041.	704.		6,337.
Postage	3,223.	322.		2,901.
Miscellaneous	29,344.	2,934.		26,410.
Total	72,978.	7,297.		65,681.

Form 990-PF, Page 1, Part I

Line 16a - Legal Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Arnold and Porter	Legal Services	8,569.	857.		7,712.
Total		8,569.	857.		7,712.

Form 990-PF, Page 1, Part I

Line 16b - Accounting Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BDO Seidman	Annual Audit	18,000.	1,800.		16,200.
Withum Smith + Brown	Tax Return Review	14,339.	1,434.		12,905.
Total		32,339.	3,234.		29,105.

Form 990-PF, Page 1, Part I

Line 16c - Other Professional Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Deutsche Bank	Custody Fees	15,250.	15,250.		

Form 990-PF, Page 1, Part I

Continued

Line 16c - Other Professional Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Balestra Capital Ltd	Investment Consulting	636,000.	636,000.		
Holt Opportunity Fund	Late entry fee	26,015.	26,015.		
Beres Capital Management, Inc.	Investment Management Fees	99,096.	99,096.		
Strategic Communications and Planning	Grant consulting	3,000.			3,000.
Total		<u>779,361.</u>	<u>776,361.</u>		<u>3,000.</u>

THE FAN FOX AND LESLIE R. SAMUELS FOUNDATION, INC.
HOLDINGS AT 7/31/2014

FY/E 07/31/2014

ID# 13-312-4818

<u>Corporate Bonds</u>			Cost		Market Value	Unrealized G/L
7/31/2014 CB	SAP.III	SAP III REAL ESTATE	279,706 93000		279,711.00	4 07
7/31/2014 CB	SAP IV	SAP IV Real Estate Funding	1,442,531.00000		1,442,530.00	(1 00)

Total Corporate Bonds

1,722,241.00

<u>Corporate Stocks</u>			Cost		Market Value	Unrealized G/L
7/31/2014 CS	ASPIV.LS	ASP IV Lakeside Cayman Block	156,016.09000	1.115545	174,043.00	18,026.91
7/31/2014 CS	ASPIV.LT	ASP IV Liberty Tire Blocker Inc	257,999.00000	0 892972	230,386.00	(27,613.00)
7/31/2014 CS	ATU	Actuant Corp CL A	26,521.00000	32 280000	856,097.88	(17,107.06)
7/31/2014 CS	CFX	Colfax Corp Com	10,736.00000	62.970000	676,045.92	514,969.03
7/31/2014 CS	CRMT	America's Car-Mart, Inc Com	9,362.00000	37.440000	350,513.28	(46,963.79)
7/31/2014 CS	ECOL	US Ecology Inc. Com	10,405.00000	45.260000	470,930.30	94,386.58
7/31/2014 CS	EXBD	Corporate Executive BRD Co Cc	7,886.00000	62.070000	489,484.02	210,210.18
7/31/2014 CS	HARFUN	Harbor Fund II, LP	843,104.88000	1.216566	1,025,693.00	182,588.12
7/31/2014 CS	HEI-A	Heico Corp New Cl A	14,995.00000	40 310000	604,448.45	332,332.09
7/31/2014 CS	ININ	Interactive Intelligence Group Cc	5,875.00000	45.370000	266,684.86	13,087.56
7/31/2014 CS	LBOD.SPV	LB Offshore Diversified Arbitrag	15 03768	1,348 080737	20,272.00	5,234.32
7/31/2014 CS	MIDD	The Middleby Corporation	7,836.00000	72.860000	570,930.96	360,600.52
7/31/2014 CS	PAH	Platform Specialty Products Cor	20,332.00000	24 710000	502,403.72	130,392.83
7/31/2014 CS	POST	Post Holdings Inc	13,744.00000	44 920000	617,380.48	(15,300.58)
7/31/2014 CS	RLD	Reald Inc Com	68,484.00000	10.570000	723,875.88	108,972.03
7/31/2014 CS	VWO	Vanguard Emerging Market ETF	202,534.00000	43.720000	8,854,786.48	520,118.91
7/31/2014 MF	VBIRX	Short-Term Bond Index Adm Fui	1,692,762.00060	10.500000	17,774,001.06	(190,428.27)
7/31/2014 MF	VPADX	Pacific Stock Index Adm Fund O	34,973.75030	77 500006	2,710,465.86	457,923.22
7/31/2014 PS	ABOF	Abrams Bison Offshore Fund Ltr	2,530 17630	2,607.952655	6,598,580.00	2,743,657.85
7/31/2014 PS	AKO	AKO European Long-Only Fund	40,000.00000	110 490000	4,419,600.00	419,600.00
7/31/2014 PS	ALFL	Asia Landmark Fund Ltd	19,897.74500	226.278757	4,502,437.00	502,437.00
7/31/2014 PS	DKL.TDOI	Davidson Kempner Long Term L	2,289,374.82000	2 047831	4,688,252.00	2,398,877.18
7/31/2014 PS	EGER	Egerton Capital European Fund	16,002.42000	411 104570	6,578,668.00	3,224,282.07
7/31/2014 PS	JETCAP	Jet Capital Concentrated Offsho	2,668 14210	1,887.182471	5,035,271.00	1,601,585.77
7/31/2014 PS	MASON	Mason Capital, Ltd	2,014.89310	2,248.114304	4,529,710.00	1,030,933.31
7/31/2014 PS	ROSEM	Rosemawr International Ltd.	3,568 02860	1,225.081268	4,371,125.00	803,096.40
7/31/2014 PS	SHEF	Sheffield International Partners I	3,243 76527	1,307.514152	4,241,269.00	997,503.73

Total Corporate Stocks

65,509,952.24

Grand Total Stocks and Bonds

67,232,190.17

83,605,596.15

16,373,402.91

Samuels Foundation, Inc

Form 990PF

Y/E 7/31/14

ID# 13-3124818

Other Investments (Page 2, line 13):	Beg. of year Book Value	End of year Book Value	F.M.V.
Limited Partnership Interests:			
J. H. Whitney IV, LP	361,277	379,381	211,359
Whitney V, LP	1,084,726	0	0
Whitney VI, LP	3,919,226	592,470	6,379,303
Whitney VI, LP - AIV	629,505	3,113	0
Whitney VII, LP	799,998	941,965	1,067,275
Whitney VII, LP - AIV	0	55,294	55,294
American Securities Partners III, LP	753,280	-119,753	430,886
ASP III Alternative Investment, LP	233,475	-458,436	128,532
American Securities Partners IV, LP	301,524	260,661	395,755
ASP IV Alternative Investment, LP	234,683	54,627	56,089
American Securities Partners V, LP	5,181,790	1,688,694	8,335,989
ASP V Alternative Investment, LP	198,166	151,120	65,976
American Securities Partners VI, LP	1,146,426	2,756,997	3,867,901
Sterling American Property V-C, LP	3,732,566	3,727,817	3,329,606
NB Distressed Opportunities Fund C, LP	1,260,534	-245,168	2,298,173
Davidson Kempner Institutional Partners LP	3,800,628	3,969,626	4,609,054
AVI Value Fund, LLC	4,731,855	5,381,897	6,176,460
Roundshield Fund I, LP	0	439,275	414,982
Merit Energy Partners H, LP	1,623,995	4,084,052	4,218,942
Level Equity Growth Partners I, LP	1,667,453	1,647,813	2,077,895
LEGP I AIV (B) LP	0	558,681	1,069,451
Stockbridge Fund, LP	4,951,797	4,201,030	6,690,254
Highbrook Income Property Fund, LP	2,047,290	3,921,517	4,359,406
Highbrook Income Property Fund II, LP	0	106,297	80,651
Holt Distressed Property Fund, 2010, LP	3,626,886	2,651,693	3,522,012
Holt Distressed Property Fund (Parallel 1) 2010, LP	217,812	844,436	971,922
Holt Opportunity Fund, 2013, LP	0	882,590	736,808
Holt Opportunity Fund (Parallel 1) 2013, LP	0	1,180,853	1,125,579
Merced Partners III, LP	5,284,377	4,475,619	6,439,645
Merced Partners III (Cayman), LP	595,679	694,687	included above
Kuemper Holdings, LLC - Merced	0	607,569	included above
Snow Lake China Fund, Ltd.	4,823,171	5,373,600	6,062,553
Fir Tree International Value Fund (USTE), L.P.	3,827,457	3,351,876	5,154,921
Navitas Fund, L.P.	4,000,000	4,014,906	5,119,036
Cedar Rock Capital Partners, LLC	4,446,647	4,657,753	6,080,593
Congruent Credit Opportunities Fund II, LP	3,045,955	3,300,772	3,185,167
CrossHarbor Institutional Partners II, LP	1,522,130	2,486,163	3,105,446
Harbour Offshore Fund II, LP	556,093	0	0
Totals	70,606,401	68,621,487	97,822,915

Realized Capital Gains Year Ended 7/31/14

The Fan Fox and Leslie R. Samuels Foundation, Inc.

ID# 13-3124818

Sell Date	Symbol	Portfolio File	Description	Buy Date	Sell Quantity	Sell Cost	Sell Amount	Realized Gains
08/02/13	VBIRX	VANG.PF	Short-Term Bond I	08/19/10	66,476.7331	710,636.28	700,000.00	-10,636.28
08/19/13	VBIRX	VANG PF	Short-Term Bond I	08/19/10	47,709.9237	510,019.08	500,000.00	-10,019.08
08/29/13	MASI	BARES.PF	MASIMO CORPOF	10/12/12	1,830	43,418.21	46,003.75	2,585.54
08/29/13	MORN	BARES.PF	MORNINGSTAR II	08/26/10	1,176	48,659.82	90,336.52	41,676.70
08/30/13	MASI	BARES.PF	MASIMO CORPOF	10/12/12	128	3,036.90	3,198.90	162.00
08/30/13	MORN	BARES.PF	MORNINGSTAR II	08/26/10	211	8,730.63	15,980.63	7,250.00
09/01/13	SHEF	INV.PF	Sheffield Internatio	08/30/11	756.2347	756,234.73	1,000,000.00	243,765.27
09/04/13	VBIRX	VANG.PF	Short-Term Bond I	08/19/10	38,240.9178	408,795.41	400,000.00	-8,795.41
09/06/13	MASI	BARES.PF	MASIMO CORPOF	10/12/12	41	972.76	1,025.78	53.02
09/06/13	MORN	BARES.PF	MORNINGSTAR II	08/26/10	421	17,419.89	31,741.59	14,321.70
09/09/13	APEI	BARES PF	American Public E	08/26/10	686	17,511.18	27,335.59	9,824.41
09/09/13	MASI	BARES.PF	MASIMO CORPOF	10/12/12	36	854.13	899.78	45.65
09/10/13	APEI	BARES.PF	American Public E	08/26/10	377	9,623.49	14,996.91	5,373.42
09/10/13	MASI	BARES.PF	MASIMO CORPOF	10/12/12	26	616.87	649.78	32.91
09/11/13	APEI	BARES.PF	American Public E	08/26/10	198	5,054.25	7,789.85	2,735.60
09/11/13	MASI	BARES.PF	MASIMO CORPOF	10/12/12	4	94.90	100.26	5.36
09/12/13	APEI	BARES PF	American Public E	08/26/10	1,030	26,292.30	40,922.43	14,630.13
09/12/13	MASI	BARES.PF	MASIMO CORPOF	10/12/12	273	6,477.14	6,901.70	424.56
09/13/13	APEI	BARES.PF	American Public E	08/26/10	598	15,264.85	23,921.49	8,656.64
09/16/13	APEI	BARES.PF	American Public E	08/26/10	519	13,248.25	20,607.42	7,359.17
09/17/13	APEI	BARES.PF	American Public E	08/26/10	1,091	27,849.41	42,986.40	15,136.99
09/18/13	APEI	BARES.PF	American Public E	08/26/10	733	18,710.92	28,956.23	10,245.31
09/19/13	APEI	BARES.PF	American Public E	08/26/10	410	10,465.87	16,191.89	5,726.02
09/20/13	APEI	BARES.PF	American Public E	08/26/10	859	21,927.26	33,761.98	11,834.72
09/23/13	APEI	BARES.PF	American Public E	08/26/10	645	16,464.59	25,093.41	8,628.82
09/23/13	VBIRX	VANG.PF	Short-Term Bond I	08/19/10	33,269.962	355,655.89	350,000.00	-5,655.89
09/24/13	APEI	BARES.PF	American Public E	08/26/10	368	9,393.75	14,199.95	4,806.20
09/25/13	APEI	BARES.PF	American Public E	08/26/10	227	5,794.52	8,758.51	2,963.99
09/26/13	APEI	BARES.PF	American Public E	08/26/10	149	3,803.45	5,797.16	1,993.71
09/27/13	APEI	BARES.PF	American Public E	08/26/10	531	13,554.57	20,703.06	7,148.49
09/30/13	APEI	BARES.PF	American Public E	08/26/10	520	13,273.78	20,293.17	7,019.39
10/04/13	APEI	BARES.PF	American Public E	08/26/10	234	5,973.20	8,888.85	2,915.65
10/07/13	APEI	BARES.PF	American Public E	08/26/10	385	9,827.70	14,445.03	4,617.33
10/08/13	APEI	BARES.PF	American Public E	08/26/10	362	9,240.59	13,433.01	4,192.42
10/09/13	APEI	BARES PF	American Public E	08/26/10	24	612.64	888.01	275.37
10/11/13	VBIRX	VANG.PF	Short-Term Bond I	08/19/10	23,741.6904	253,798.67	250,000.00	-3,798.67
10/15/13	APEI	BARES.PF	American Public E	08/26/10	269	6,866.63	9,569.16	2,702.53
10/16/13	APEI	BARES.PF	American Public E	08/26/10	864	22,054.90	31,126.01	9,071.11
10/17/13	APEI	BARES.PF	American Public E	08/26/10	728	18,583.29	26,285.51	7,702.22
10/17/13	APEI	BARES.PF	American Public E	08/26/10	879	22,437.79	31,674.83	9,237.04
10/18/13	APEI	BARES.PF	American Public E	08/26/10	582	14,856.42	20,636.78	5,780.36
10/21/13	APEI	BARES.PF	American Public E	08/26/10	1,918	48,959.83	70,916.63	21,956.80
10/22/13	APEI	BARES PF	American Public E	08/26/10	644	16,439.07	23,625.50	7,186.43
10/23/13	APEI	BARES.PF	American Public E	08/26/10	1,508	38,493.96	55,538.97	17,045.01
10/24/13	APEI	BARES.PF	American Public E	08/26/10	1,154	29,457.58	43,150.54	13,692.96
10/25/13	APEI	BARES.PF	American Public E	08/26/10	1,950	49,776.68	73,273.09	23,496.41
10/28/13	APEI	BARES.PF	American Public E	08/26/10	643	16,413.54	24,591.94	8,178.40
10/28/13	APEI	BARES.PF	American Public E	11/05/10	784	21,195.99	29,984.58	8,788.59

Realized Capital Gains Year Ended 7/31/14

The Fan Fox and Leslie R. Samuels

ID# 13-3124818

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Sell Date	Symbol	Portfolio File	Description	Buy Date	Sell Quantity	Sell Cost	Sell Amount	Realized Gains
10/29/13	APEI	BARES.PF	American Public E	11/05/10	567	15,329.24	21,760.91	6,431.67
10/29/13	APEI	BARES.PF	American Public E	07/27/12	79	2,034.64	3,031.94	997.30
10/29/13	APEI	BARES.PF	Amencan Public E	07/30/12	924	23,783.95	35,462.23	11,678.28
10/30/13	APEI	BARES.PF	American Public E	07/30/12	251	6,460.79	9,686.80	3,226.01
10/30/13	APEI	BARES.PF	Amencan Public E	07/31/12	1,164	29,945.88	44,922.05	14,976.17
10/30/13	APEI	BARES.PF	American Public E	07/31/12	29	746.38	1,119.19	372.81
10/31/13	APEI	BARES.PF	Amencan Public E	07/31/12	4	102.95	154.09	51.14
11/19/13	VBIRX	VANG.PF	Short-Term Bond I	08/19/10	18,465.9091	197,400.57	195,000.00	-2,400.57
11/21/13	LBOD.SF	INV.PF	LB Offshore Divers	02/17/09	1.8966	1,896.62	2,393.16	496.54
11/25/13	EGER	INV.PF	Egerton Capital Eu	08/02/12	2,889.93	605,779.66	1,128,994.76	523,215.10
11/26/13	MASI	BARES.PF	MASIMO CORPOF	10/12/12	3,572	84,748.56	101,233.36	16,484.80
11/26/13	MASI	BARES.PF	MASIMO CORPOF	10/15/12	1,328	31,607.06	37,636.59	6,029.53
11/26/13	MIDD	BARES.PF	The Middleby Corp	05/18/11	949	81,815.47	199,791.48	117,976.01
12/23/13	SAP.II	BNDS.PF	SAPII REAL EST F	12/23/99	2,025	2,025.00	4,937.46	2,912.46
12/23/13	SAP.II	BNDS.PF	SAPII REAL EST F	08/01/03	1,975	1,975.00	4,815.54	2,840.54
12/26/13	MASI	BARES.PF	MASIMO CORPOF	10/15/12	1,445	34,391.72	41,768.87	7,377.15
12/27/13	MASI	BARES.PF	MASIMO CORPOF	10/15/12	1,733	41,246.27	50,015.77	8,769.50
12/27/13	MASI	BARES.PF	MASIMO CORPOF	10/26/12	256	5,498.22	7,388.36	1,890.15
12/30/13	MASI	BARES.PF	MASIMO CORPOF	10/26/12	507	10,889.04	14,685.20	3,796.16
12/30/13	MASI	BARES.PF	MASIMO CORPOF	10/29/12	361	7,763.95	10,456.33	2,692.37
12/30/13	MASI	BARES.PF	MASIMO CORPOF	10/29/12	1,254	26,969.53	36,907.72	9,938.19
12/30/13	MASI	BARES.PF	MASIMO CORPOF	10/30/12	955	20,526.29	28,107.55	7,581.26
12/30/13	MASI	BARES.PF	MASIMO CORPOF	12/21/12	1	20.56	29.43	8.87
01/01/14	FINE.FUF	INV.PF	Fine Offshore Func	12/01/10	3,511.1561	4,000,000.00	4,904,003.36	904,003.36
01/22/14	EXBD	BARES.PF	Corporate Executiv	08/26/10	2,403	68,872.62	191,123.36	122,250.74
01/22/14	HEI-A	BARES.PF	Heico Corp New C	08/26/10	2,219.8025	33,914.32	95,433.64	61,519.32
01/22/14	HEI-A	BARES.PF	Heico Corp New C	08/27/10	1,110.1975	16,973.00	47,729.56	30,756.56
01/22/14	MIDD	BARES.PF	The Middleby Corp	05/18/11	313	26,984.45	78,051.92	51,067.47
01/27/14	MASI	BARES.PF	MASIMO CORPOF	12/21/12	4,172	85,795.51	132,431.57	46,636.06
02/11/14	MASI	BARES.PF	MASIMO CORPOF	12/21/12	536	11,022.63	14,863.98	3,841.36
02/11/14	MASI	BARES.PF	MASIMO CORPOF	01/10/13	843	16,463.96	23,377.50	6,913.54
02/12/14	MASI	BARES.PF	MASIMO CORPOF	01/10/13	615	12,011.07	17,094.36	5,083.29
02/14/14	ABOF	INV.PF	Abrams Bison Offs	08/31/10	751.5713	1,145,077.85	1,800,000.00	654,922.15
02/14/14	MASI	BARES.PF	MASIMO CORPOF	01/10/13	15	292.95	434.74	141.79
02/14/14	MASI	BARES.PF	MASIMO CORPOF	02/20/13	573	11,431.00	16,607.26	5,176.25
02/18/14	MASI	BARES.PF	MASIMO CORPOF	02/20/13	103	2,054.79	2,987.27	932.48
02/18/14	MASI	BARES.PF	MASIMO CORPOF	02/21/13	1,285	25,681.75	37,268.33	11,586.58
02/19/14	MASI	BARES.PF	MASIMO CORPOF	02/21/13	250	4,996.45	7,204.17	2,207.72
02/20/14	MASI	BARES.PF	MASIMO CORPOF	02/21/13	2,016	40,291.38	56,416.98	16,125.60
02/20/14	MASI	BARES.PF	MASIMO CORPOF	02/22/13	219	4,381.42	6,128.63	1,747.21
02/26/14	TZOO	BARES.PF	Travelzoo Inc.	03/27/12	104	2,391.27	2,375.54	-15.73
02/26/14	TZOO	BARES.PF	Travelzoo Inc.	03/31/12	1,696	38,985.62	38,739.52	-246.09
02/27/14	TZOO	BARES.PF	Travelzoo Inc.	03/31/12	811	18,642.30	19,007.00	364.70
02/28/14	TZOO	BARES.PF	Travelzoo Inc.	03/31/12	807	18,550.35	18,596.83	46.48
02/28/14	TZOO	BARES.PF	Travelzoo Inc.	03/31/12	587	13,502.94	13,527.06	24.12
02/28/14	TZOO	BARES.PF	Travelzoo Inc.	04/05/12	1,495	34,348.97	34,451.37	102.40
02/28/14	TZOO	BARES.PF	Travelzoo Inc.	04/09/12	165	3,792.81	3,802.33	9.52
04/21/14	TZOO	BARES.PF	Travelzoo Inc.	04/09/12	26	597.65	504.30	-93.35

Realized Capital Gains Year Ended 7/31/14

The Fan Fox and Leslie R. Samuels

ID# 13-3124818

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Sell Date	Symbol	Portfolio File	Description	Buy Date	Sell Quantity	Sell Cost	Sell Amount	Realized Gains
04/22/14	TZOO	BARES.PF	Travelzoo Inc.	04/09/12	19	436.75	365.87	-70.88
04/23/14	TZOO	BARES.PF	Travelzoo Inc.	04/09/12	86	1,976.86	1,523.07	-453.79
04/25/14	TZOO	BARES.PF	Travelzoo Inc.	04/09/12	795	18,274.43	13,989.31	-4,285.12
04/28/14	TZOO	BARES.PF	Travelzoo Inc.	04/09/12	928	21,331.66	16,142.48	-5,189.18
04/28/14	TZOO	BARES.PF	Travelzoo Inc.	04/13/12	616	12,937.73	10,715.27	-2,222.46
04/28/14	TZOO	BARES.PF	Travelzoo Inc.	04/13/12	62	1,302.17	1,091.08	-211.09
04/29/14	TZOO	BARES.PF	Travelzoo Inc.	04/13/12	678	14,239.90	12,050.78	-2,189.12
04/29/14	TZOO	BARES.PF	Travelzoo Inc.	07/27/12	1,417	27,603.87	25,185.77	-2,418.10
04/29/14	TZOO	BARES.PF	Travelzoo Inc.	10/17/12	1,942	39,241.61	34,517.12	-4,724.49
04/30/14	TZOO	BARES.PF	Travelzoo Inc.	10/17/12	547	11,053.12	9,597.67	-1,455.45
05/15/14	PBPB	INV.PF	Potbelly Sandwich	04/02/14	5,306	71,693.15	92,737.54	21,044.39
06/23/14	PBPB	INV.PF	Potbelly Sandwich	04/02/14	11,451	154,722.63	178,470.32	23,747.69
06/23/14	PBPB	INV.PF	Potbelly Sandwich	04/03/14	2,788	22,304.37	43,452.56	21,148.19
06/23/14	PBPB	INV.PF	Potbelly Sandwich	04/04/14	629	6.29	9,803.32	9,797.03
07/21/14	POST	BARES.PF	Post Holdings Inc.	06/11/13	803	33,981.68	38,456.35	4,474.67
07/22/14	POST	BARES.PF	Post Holdings Inc.	06/11/13	864	36,563.10	40,498.67	3,935.57
07/23/14	POST	BARES.PF	Post Holdings Inc.	06/11/13	2,067	87,472.14	97,227.26	9,755.12
07/23/14	POST	BARES.PF	Post Holdings Inc.	06/17/13	334	15,009.76	15,710.64	700.89
07/24/14	POST	BARES.PF	Post Holdings Inc.	06/17/13	196	8,808.12	9,164.64	356.51
07/24/14	POST	BARES.PF	Post Holdings Inc.	06/18/13	264	11,873.32	12,344.20	470.88
07/25/14	POST	BARES.PF	Post Holdings Inc.	06/18/13	228	10,254.23	10,726.61	472.38
07/31/14	EXBD	BARES.PF	Corporate Executiv	08/26/10	1,582	45,341.86	98,256.01	52,914.15
Gr. Total						11,201,286.71	14,541,668.48	3,340,381.77

Form 990PF

Y/E 7/31/14

ID# 13-3124818

List of Officers and Directors

Name and Address	Title and Time	Compensation	Contrib. to Employee Benefit Plans	Expense Account
Joseph C. Mitchell 194 Whitehall Boulevard Garden City, NY 11530	Managing Director Chairman 48 Hours per Week	\$386,000	\$58,897	None
Robert Marx 35 West 92nd Street, PHC New York, NY 10025	Managing Director President 48 Hours per Week	\$281,000	\$46,812	None
Julio Urbina 19 Hillcrest Road Bronxville, NY 10708	Vice President Healthcare Program Director 40 Hours per Week	\$162,000	\$61,188	None
Michael L. Ziegler, Esq. 316 10th Street Brooklyn, NY 11215	Director Secretary 53 Hours per Year	\$16,000	None	None
Marvin A. Kaufman 8078 Laurel Ridge Court Delray Beach, FL 33446	Director 53 Hours per Year	\$16,000	None	None
Jacqueline M. Taylor 2884 Coleridge Road Cleveland Heights, OH 44118	Director 53 Hours per Year	\$16,000	None	None
Joseph W. Polisi 42 Fairway Avenue Rye, NY 10580	Director 53 Hours per Year	\$16,000	None	None
		<u>\$893,000</u>	<u>\$166,897</u>	<u>None</u>

The Fan Fox and Leslie R. Samuels Foundation
Grants Paid

Form 990 PF

Fiscal Year Ended 07/31/2014

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<u>Name</u>	<u>Address</u>	<u>Project Title</u>	<u>Amount</u>
Aaron Davis Hall, Inc	The Gatehouse 150 Convent Avenue New York, NY 10031	General operating support for fiscal year 2014	\$20,000 00
Abyssinian Development Corporation	4 West 125th Street, 3rd Floor New York, NY 10027	Harlem NNORC	\$48,000.00
Afro Latin Jazz Alliance	c/o Harlem School of the Arts 645 St Nicholas Avenue, Suite 109 New York, NY 10030	Support for the 2013-2014 New York City season	\$10,000.00
Alliance of Resident Theatres/New York, Inc	520 Eighth Avenue, Suite 319 New York, NY 10018-8906	General operating support for fiscal year 2014	\$30,000 00
Alvin Ailey Dance Foundation, Inc.	405 West 55th Street New York, NY 10019-4402	Support for the New Works Fund in the 2013-2014 season	\$40,000 00
Alzheimer's Disease & Related Disorders Association, Inc	360 Lexington Avenue, 4th Floor New York, NY 10017	Palliative Care for Advanced Dementia Training and Implementation	\$64,000 00
American Academy of Hospice and Palliative Medicine	8735 W Higgins Road, Suite 300 Chicago, IL 60631	Hospice and Palliative Medicine Fellowship Program Grants	\$180,000.00
American Composers Orchestra, Inc.	244 West 54th Street, Suite 805 New York, NY 10019-5515	General operating support for fiscal year 2014	\$10,000.00
Apollo Theater Foundation, Inc	253 West 125th Street New York, NY 10027	General operating support for the fiscal year 2014 presenting season	\$20,000 00
Arts in the Armed Forces	PO Box 20687 Brooklyn, NY 11202	General funding	\$3,500.00
Arts Resources in Collaboration, Inc	70 East 10th Street, Suite 19D New York, NY 10003	Support for EYE ON DANCE in 2013-14	\$2,500.00
Asia Society	725 Park Avenue New York, NY 10021-5088	Support for the 2013-2014 New York performing arts season	\$10,000 00
Atlantic Theater Company	76 9th Avenue, Suite 537 New York, NY 10011	Support for the 2013-14 season	\$17,500 00
Ballet Hispanico of New York	167 West 89th Street New York, NY 10024	Support for the 2014 New York season	\$15,000 00
Ballet Theatre Foundation, Inc	The Peter T. Joseph Studios At the Lawrence A Wien Center for Dance & Theater 890 Broadway New York, NY 10003-1278	General operating support for the New York City seasons in fiscal year 2014	\$70,000.00
Bang on a Can, Inc	80 Hansen Place, Suite 701 Brooklyn, NY 11217	Support for the 2013-14 season in New York City	\$12,500 00
Bargemusic, Ltd	Fulton Ferry Landing Brooklyn, NY 11201	Support for the 2013-14 season	\$15,000 00
Baryshnikov Arts Center, Inc.	450 W. 37th Street, Suite 501 New York, NY 10018	Support for the 2013-14 season	\$10,000.00
Bedford Stuyvesant Family Health Center, Inc.	1456 Fulton Street Brooklyn, NY 11216	Project IMPACT CHCANYS Depression Collaborative	\$15,000.00
Beth Morrison Projects	305 E 93rd Street, Suite 4B New York, NY 10128	General operating support for the 2013-2014 season	\$7,500.00
Big Apple Circus Ltd	One Metrotech Center, 3rd Floor Brooklyn, NY 11201-3949	General operating support for the 2013-14 season	\$20,000 00
Boca Raton Regional Hospital, Inc.	800 Meadows Road Boca Raton, FL 33486	General funding	\$5,000.00

The Fan Fox and Leslie R. Samuels Foundation
Grants Paid

Form 990 PF

Fiscal Year Ended 07/31/2014

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Boca Raton Regional Hospital, Inc	800 Meadows Road Boca Raton, FL 33486	General funding	\$2,500.00
Bon Secours New York Health System Inc	2975 Independence Avenue Riverdale, NY 10463-9975	Transitional Care Program	\$10,000.00
Brandeis University	Waltham, MA 02254-9110	Support for the Heller School	\$250.00
BRIC Arts Media Bklyn, Inc.	647 Fulton Street Brooklyn, NY 11217	Support for 2013 Celebrate Brooklyn programming	\$10,000.00
Bridgehampton Chamber Music Associates, Inc.	850 Seventh Avenue, Suite 700 New York, NY 10019	General funding	\$5,000.00
Bronx Opera Company, Inc.	5 Minerva Place, 2J Bronx, NY 10468	Support for the 2013 season	\$10,000.00
Bronx Opera Company, Inc	5 Minerva Place, 2J Bronx, NY 10468	Support for the 2014 season	\$10,000.00
Brooklyn Academy of Music, Inc.	30 Lafayette Avenue Brooklyn, NY 11217-1486	Support for the 2014 Spring Season	\$200,000.00
Brooklyn Hospital Center, The	121 DeKalb Avenue Brooklyn, NY 11201	Palliative Care Consult Service (PCCS)	\$20,000.00
Brooklyn Hospital Center, The	121 DeKalb Avenue Brooklyn, NY 11201	Palliative Care Consulting Service Nurse Manager	\$120,000.00
Builders Association Inc.	55 Washington St. #312D Brooklyn, NY 11201	Support for NYC season in fiscal year 2013	\$10,000.00
Burden Center for the Aging, Inc	1484 First Avenue New York, NY 10075	Volunteer Services Expansion Program	\$83,000.00
Calpulli Mexican Dance Company	80-09 35th Ave E12 Jackson Heights, NY 11372	General funding	\$200.00
Calvary Hospital, Inc	1740 Eastchester Road Bronx, NY 10461	Palliative Home Care Pilot Project	\$65,000.00
Carnegie Hall Society, Inc	881 Seventh Avenue New York, NY 10019-3210	Support for the 2013-14 season	\$200,000.00
Casita Maria, Inc	928 Simpson Street Bronx, NY 10459	General Funding	\$2,500.00
Casita Maria, Inc.	928 Simpson Street Bronx, NY 10459	General funding	\$5,000.00
Center for Hearing and Communication	50 Broadway, 6th Floor New York, NY 10004	Center for Hearing and Aging (Pilot Year)	\$8,000.00
Center for Traditional Music and Dance, Inc.	32 Broadway, Room 1314 New York, NY 10004-1625	General operating support for 2013-2014	\$15,000.00
Chamber Music Society of Lincoln Center, Inc.	70 Lincoln Center Plaza New York, NY 10023-6582	Support for the 2013-2014 season	\$115,000.00
ChamberFest Cleveland	2489 Guilford Road Cleveland Heights, OH 44118	General operating support to permit ChamberFest to build on its success in attracting young audiences through innovative programming and affordable ticket pricing	\$5,000.00
Chez Bushwick	304 Boerum St #23 Brooklyn, NY 11206	Support for new works by Jonah Bokaer, artists' residencies, and the presenting program in 2013-14	\$7,500.00

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Child Guidance Center of Southern Connecticut	196 Greyrock Place Stamford, CT 06901	General funding	\$1,500.00
Child Guidance Center of Southern Connecticut	196 Greyrock Place Stamford, CT 06901	General operating support	\$2,500.00
City Harvest, Inc	6 East 32nd St. 5th Floor New York, NY 10016	Mobile Market. Expansion in Northwest Queens	\$40,000.00
City Parks Foundation	830 Fifth Avenue, New York, NY 10065	General operating support	\$5,000.00
Common Ground Community Housing Development Fund Corporation, Inc.	505 Eighth Avenue, 15th Floor New York, NY 10018	ECHO (Elder Care Health Outreach) Initiative	\$90,000.00
Concert Artists Guild, Inc.	850 Seventh Avenue, PH-A New York, NY 10019	Support for the 2013-2014 season	\$12,500.00
Concerts in Motion	341 W 38th Street Ste 501 New York, NY 10018	Self-Sustaining Fundraising Model	\$23,000.00
Council on Foundations, Inc.	2121 Crystal Drive, Suite 700 Arlington, VA 22202	General funding	\$5,000.00
Crohn's & Colitis Foundation of America	585 Stewart Avenue, Suite 414 Garden City, NY 11530-4701	Support to fund, research, and find new treatments for Inflammatory Bowel Disease, which encompasses Crohn's disease and colitis.	\$2,000.00
CSC Repertory Ltd	136 East 13th Street New York, NY 10003	General operating support in the 2013-14 season	\$12,500.00
Da Capo Chamber Players, Inc.	215 West 90th Street, #1G New York, NY 10024	Support for the 2013-2014 New York City season	\$7,500.00
Dance Continuum, Inc	1133 Broadway, Suite 641 New York, NY 10010	Support for the 2013 New York season	\$5,000.00
Dance Service New York City, Inc	218 E. 18th St., 4th Floor New York, NY 10003-3694	General operating support in fiscal year 2012-13	\$7,500.00
Dances For A Variable Population	560 Riverside Dr. Apt. 9K New York, NY 10027	Movement Speaks	\$19,000.00
DanceWorks, Inc	75 Broad Street, Suite 304 New York, NY 10004	Support for showcases for Pentacle Gallery Artists and Roster Artists	\$2,500.00
Danspace Project, Inc.	St. Mark's Church in-the-Bowery 131 East 10th Street New York, NY 10003	Support for the 2013-2014 season	\$20,000.00
Discalced, Inc	3 Lafayette Avenue Brooklyn, NY 11217-1415	Support for the 2013-14 season in New York	\$45,000.00
DOVA, Inc	260 West Broadway, Suite 4 New York, NY 10013	Support for the 2014-2015 New York season	\$10,000.00
Early Music Foundation, Inc.	10 West 68th Street New York, NY 10023	Support for the 2013-2014 season	\$10,000.00
Elaine Kaufman Cultural Center-Lucy Moses School for Music and Dance	129 West 67th Street New York, NY 10023	Support for the 2013-14 Merkin Concert Hall season	\$12,500.00

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Elevator Repair Service Theater, Inc.	47 Great Jones Street, 3rd Fl. New York, NY 10012	General operating support for the 2014-2015 New York City season	\$7,500.00
Ensemble Studio Theatre, Inc	549 West 52nd Street New York, NY 10019	General operating support for 2013-2014	\$5,000.00
Ethel's Foundation for the Arts	132 E 43rd Street #213 New York, NY 10017	General operating support for the 2013-14 season	\$5,000.00
Eviction Intervention Services	80 Maiden Lane, 11th Floor New York, NY 10038	SORT (Space Organization Resources and Tools)	\$10,000.00
Familial Dysautonomia Now Foundation	1170 Green Knolls Drive Buffalo Grove, IL 60089	General funding	\$500.00
Fiji Theater Company, Inc	47 Great Jones Street New York, NY 10012	Support for the 2013-14 season	\$10,000.00
Flea Theatre, Inc	41 White Street New York, NY 10013	Support for the 2013-2014 season	\$10,000.00
Flushing Council on Culture and the Arts	137-35 Northern Boulevard Flushing, NY 11354	Support for the 2013-14 Presenting Season	\$7,500.00
Fordham University	Graduate School of Social Service 113 West 60th Street New York, NY 10023	ISC Evaluation	\$27,000.00
Fordham University	Graduate School of Social Service 113 West 60th Street New York, NY 10023	Palliative Care Fellows	\$25,500.00
Foundation Center	79 Fifth Avenue New York, NY 10003-3076	General support for 2013	\$4,000.00
Foundry Theatre, Inc	140 Second Avenue, Suite 405 New York, NY 10003	General funding	\$2,500.00
Gotham Chamber Opera, Inc	410 West 42nd Street New York, NY 10036	Support for the 2013-2014 season	\$10,000.00
Grantmakers in Aging Inc.	2001 Jefferson Davis Highway, Suite 504 Arlington, VA 22202	Annual Membership	\$3,500.00
Grantmakers in Aging Inc	2001 Jefferson Davis Highway, Suite 504 Arlington, VA 22202	Addressing Public Perceptions of Aging in America	\$10,000.00
Grantmakers in Aging Inc	2001 Jefferson Davis Highway, Suite 504 Arlington, VA 22202	Annual Membership	\$3,500.00
Grantmakers in the Arts	4055 21st Avenue West, Suite 100 Seattle, WA 98199-1247	Renewal of membership	\$2,500.00
Grantmakers in the Arts	4055 21st Avenue West, Suite 100 Seattle, WA 98199-1247	Renewal of membership	\$2,500.00
Greater New York Hospital Foundation, Inc	555 West 57th Street, Suite 1500 New York, NY 10019	Palliative Care Collaborative	\$5,000.00
Haleakala, Inc	512 West 19th Street New York, NY 10011	General operating support for the fiscal year 2014 season	\$12,500.00
Hartley House	413 West 46th Street New York, NY 10036	Home Outreach Program for Elders (HOPE)	\$25,000.00
Heifer Project International	Attn: Corporate Matching Gifts 1 World Avenue Little Rock, AR 72202	General funding	\$170.00

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Home for Contemporary Theatre and Art, Ltd.	145 Avenue of the Americas New York, NY 10013-1548	Support for the 2013-14 season	\$17,500.00
Hospital Audiences, Inc	33-02 Skillman Avenue Long Island City, NY 11101	Membership Program - Planning Grant	\$20,000 00
Hospital for Special Surgery Fund, Inc	535 East 70th Street New York, NY 10021	Asian Community Bone Health Initiative	\$16,500 00
House Foundation for the Arts, Inc	260 West Broadway, Suite #2 New York, NY 10013	General operating support for NYC activities in fiscal year 2014	\$10,000 00
Hudson Guild, Inc.	441 West 26th Street New York, NY 10001	In My Language: Mental & Physical Wellness Services for Chinese-Speaking Seniors	\$35,000 00
Icahn School of Medicine at Mount Sinai	One Gustave L. Levy Place Box 1070 New York, NY 10029-6574	Transforming Primary Care for Older Adults	\$52,000.00
Icahn School of Medicine at Mount Sinai	1255 Fifth Avenue, Suite C-2 New York, NY 10029	Improving Palliative Care in the Outpatient Setting (IPAL-OP)	\$15,000 00
Icahn School of Medicine at Mount Sinai	One Gustave L. Levy Place Box 1070 New York, NY 10029-6574	Nurse Practitioner-led Co-Management Program	\$100,000.00
Icahn School of Medicine at Mount Sinai	1255 Fifth Avenue, Suite C-2 New York, NY 10029	Annual General Operating Support Grant	\$5,000.00
International Contemporary Ensemble Foundation, Inc	4306 Third Avenue, Fourth Floor Brooklyn, NY 11232	Support for the 2013-14 season in New York City	\$15,000 00
Irish Repertory Theatre Company, Inc.	132 West 22nd Street New York, NY 10011	Support for the 2013-2014 season	\$10,000.00
Isabella Geriatric Center	515 Audubon Avenue New York, NY 10040	Isabella's Partnership with PHI. A Skills-Based Approach to Person-Centered Care	\$66,500.00
Isadora Duncan Foundation For Contemporary Dance Inc	141 West 26th Street, 3rd Floor New York, NY 10001-6800	General Funding	\$5,000.00
Japan Society, Inc.	333 East 47th Street New York, NY 10017	Support for the 2013-14 Performing Arts season	\$10,000.00
Jazz at Lincoln Center, Inc.	3 Columbus Circle, 12th Fl. New York, NY 10019	Support for the 2013-2014 New York City season	\$115,000 00
Jewish Community Center of Staten Island	1466 Manor Road Staten Island, NY 10314	Bridge to Care	\$61,500.00
Jewish Community Council of Greater Coney Island, Inc	3001 West 37th Street Brooklyn, NY 11224-1479	Home Relief Program for At-Risk Elderly	\$40,000.00
Jewish Home Lifecare, Harry & Jeanette Weinberg Campus, Bronx	120 West 106th Street New York, NY 10025-3797	Delirium Prevention Program	\$104,000.00
Joan & Sanford I. Weill Medical College of Cornell University	525 East 68th Street New York, NY 10065	Building the Good Old Lower East Side Healthy Aging Collaborative	\$18,000.00
Joan & Sanford I. Weill Medical College of Cornell University	525 East 68th Street New York, NY 10065	Developing Capacity to Deliver Community-Based Palliative Care via Case Management Agencies	\$40,000 00

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Joan & Sanford I. Weill Medical College of Cornell University	525 East 68th Street New York, NY 10065	Developing Interdisciplinary Champions to Advance Hospital-Based Palliative Care Training	\$20,000.00
Joyce Theater Foundation, Inc	175 8th Avenue New York, NY 10011	Support for the New York City-based dance companies during the 2013-2014 season	\$100,000.00
Juilliard School	60 Lincoln Center Plaza New York, NY 10023-6598	Support for the 2013-14 fourth-year drama repertory performances	\$75,000.00
La MaMa Experimental Theater Club, Inc.	74A East 4th Street New York, NY 10003	General operating support for the 2013-14 season	\$20,000.00
Lawyers Alliance for New York	171 Madison Avenue, 6th Floor New York, NY 10016	General funding	\$2,500 00
Lifeforce in Later Years, Inc.	PO Box 250402 New York, NY 10025	Annual General Operating Grant (Year 2)	\$2,500 00
Lincoln Center for the Performing Arts, Inc.	70 Lincoln Center Plaza New York, NY 10023-6583	Support for staged work in the 2014 seasons of the Mostly Mozart Festival and the White Light Festival	\$60,000.00
Lincoln Square Neighborhood Center Inc	250 West 65th Street New York, NY 10023	Annual General Operating Grant (Second Year)	\$3,000 00
Lutheran Medical Center	150 55th Street Brooklyn, NY 11220	Developing a Culturally-Competent, Interdisciplinary Palliative Care Program	\$100,000.00
Mabou Mines Development Foundation, Inc	PO Box 777 New York, NY 10009	Support for the 2013-2014 New York season	\$5,000.00
Maimonides Medical Center	4802 Tenth Avenue Brooklyn, NY 11219	General funding	\$10,000.00
Maimonides Medical Center	4802 Tenth Avenue Brooklyn, NY 11219	General funding	\$10,000 00
Manhattan Class Company, Inc.	231 West 29th Street, Suite 303 New York, NY 10001	Support for the 2013-2014 season	\$5,000.00
Manhattan School of Music	120 Claremont Avenue New York, NY 10027-4698	Support for the 2014 Professional Music Theater Ensemble production	\$25,000.00
Manhattan Theatre Club, Inc	311 West 43rd Street, 8th Floor New York, NY 10036	Support for the Artistic Development Program in 2013-2014	\$40,000 00
Martha Graham Center of Contemporary Dance Inc.	55 Bethune Street New York, NY 10014	Support for 2014 New York season activities	\$15,000 00
Ma-Yi Filipino Theatre Ensemble, Inc	520 Eighth Avenue, Suite 309 New York, NY 10018	Support for the 2013-14 season	\$10,000.00
Medical Development for Israel, Inc.	295 Madison Avenue, Suite 1705 New York, NY 10017	General operating support for 'Schneider Children's Medical Center of Israel'	\$5,000.00
Medicare Rights Center, Inc	520 Eighth Avenue, North Wing, Third Floor New York, NY 10018	Helping Patients with Medicare Navigate Care Transitions	\$40,000 00
Metropolitan Museum of Art	1000 Fifth Avenue New York, NY 10028-0198	General funding	\$3,000 00

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Metropolitan Opera Association, Inc	Lincoln Center New York, NY 10023	Support for the 2013-14 production of Jules Massenet's 'Werther'	\$200,000.00
Mettawee Theatre Company, Inc	463 West Street, #D405 New York, NY 10014	Support for the 2013 NYC performances of 'Talesin.'	\$7,500.00
Mint Theater Company, Inc.	311 West 43rd Street, Suite 307 New York, NY 10036	Support for the 2013-14 season	\$10,000.00
Montefiore Medical Center	111 East 210th Street Bronx, NY 10467-2490	Geriatric Neurology Center	\$97,000.00
Montefiore Medical Center	111 East 210th Street Bronx, NY 10467-2490	Support for the School Health Program in honor of Stacey Lane	\$250.00
Morris Heights Health Center, Inc	85 West Burnside Avenue Bronx, NY 10453	Project IMPACT CHCANYS Depression Collaborative	\$15,000.00
Museum of Modern Art	11 West 53rd Street New York, NY 10019-5498	General funding	\$3,000.00
Music & Memory	142 Emory Road Mineola, NY 11501	Music & Memory Program	\$40,000.00
Music at the Anthology Inc.	260 W. Broadway, Suite 5 New York, NY 10013	Support for the 16th annual Festival of New Music in April 2014	\$7,500.00
National Academy of Sciences	The National Academies 500 5th St , NW Washington, DC 20001	Study on Family Caregiving in the United States	\$40,000.00
National Multiple Sclerosis Society	40 Marcus Drive, Suite 100 Melville, NY 11747	General funding	\$3,000.00
New 42nd Street, Inc	229 West 42nd Street New York, NY 10036	General operating support for the New Victory Theatre 2013-2014 season	\$25,000.00
New Dramatists, Inc.	424 West 44th Street New York, NY 10036	Support for the playwright development program in 2013-2014	\$10,000.00
New Music USA	90 John St. #312 New York, NY 10038	General funding	\$5,000.00
New York City Ballet, Inc	David H Koch Theater 20 Lincoln Center New York, NY 10023	Support for the 2013-14 season	\$125,000.00
New York Community Trust	909 Third Avenue, 22nd Floor New York, NY 10022	Grantmakers Educational Workshop Series	\$5,000.00
New York Festival of Song, Inc.	307 Seventh Avenue, Suite 1206 New York, NY 10001	Support for the 2013-14 season in New York City	\$15,000.00
New York Hospital Medical Center of Queens	56-45 Main Street Flushing, NY 11355-5095	Palliative Care Program	\$3,718.00
New York Legal Assistance Group, Inc.	7 Hanover Square, 18th Floor New York, NY 10004	The Montefiore Senior Advocacy Project	\$40,000.00

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New York Live Arts	219 W 19th Street New York, NY 10011	Support of the Bill T. Jones/Arnie Zane Company and the NY Live Arts 2013-2014 presenting season	\$15,000.00
New York Methodist Hospital	506 Sixth Street Brooklyn, NY 11215	Palliative Care Consultation Program	\$20,000.00
New York Public Library	Fifth Avenue and 42nd Street New York, NY 10018-2788	Support for the Theatre on Film and Tape Archive (TOFT) in Fiscal Year 2013	\$40,000.00
New York Public Radio	WNYC Radio 160 Varck Street New York, NY 10013	General funding	\$65.00
New York Shakespeare Festival	425 Lafayette Street New York, NY 10003	Support for the 2012-13 season	\$75,000.00
New York Shakespeare Festival	425 Lafayette Street New York, NY 10003	Support for the artist fees incurred during rehearsals in New York City for The Apple Family Plays' spring 2015 international tour	\$10,000.00
New York Theatre Workshop, Inc.	79 East Fourth Street New York, NY 10003	Support for the 2013-2014 season	\$30,000.00
New York University	726 Broadway, 5th Floor New York, NY 10003	Living Legends: Inspiration and Education for the Next Generation of Health Professionals	\$20,000.00
New York University	New York University College of Nursing Hartford Institute for Geriatric Nursing 726 Broadway, 10th Floor New York, NY 10003-6677	Phase II Expansion - Enhancing HHC Competencies to Care for Older Adults	\$83,000.00
New York University	550 First Avenue New York, NY 10016	Geriatric Palliative Care Clinic	\$88,000.00
New York University	Silver School of Social Work 1 Washington Square North New York, NY 10003	Leadership in Palliative and End-of-Life Care	\$9,956.00
New York University	Silver School of Social Work 1 Washington Square North New York, NY 10003	Fellowship in Palliative and End-of-Life-Care	\$8,720.00
New York Women's Foundation	39 Broadway, 23rd Floor New York, NY 10006	65+ Pilot	\$75,000.00
New York Youth Symphony, Inc.	110 West 40th Street, Suite 1503 New York, NY 10018	General operating support for the 2013-2014 season	\$10,000.00
Noche Flamenca, Inc	168 West 86th St , Suite 9A New York, NY 10024	General operating support for the New York season during fiscal year 2014	\$10,000.00
Nonprofit Coordinating Committee of New York, Inc	1350 Broadway, Suite 1801 New York, NY 10018-7802	General funding	\$3,000.00

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North Shore-Long Island Jewish Health System, Inc.	125 Community Drive Great Neck, NY 11021	Transitional Care Model Programming: Expanding House Calls to Frail Seniors Recently Discharged From the Hospital	\$67,500.00
North Shore-Long Island Jewish Health System, Inc	125 Community Drive Great Neck, NY 11021	Telemonitoring of CHF Patients in the Community (Post-Home Care)	\$15,000.00
North Shore-Long Island Jewish Health System, Inc.	125 Community Drive Great Neck, NY 11021	General operating support for the Monter Cancer Center	\$5,000.00
Open Channels NY, Inc.	161A Christie Street Ground Floor New York, NY 10002-2885	Support for the 2013-14 season	\$10,000.00
Orpheus Chamber Orchestra, Inc.	490 Riverside Drive, 11th Floor New York, NY 10027-5788	Support for the orchestra's New York City season in 2013-2014	\$30,000.00
Pan Asian Repertory Theatre Inc	520 8th Avenue, Suite 314 New York, NY 10018	General operating support for the 2013-14 season	\$10,000.00
Parsons Dance Foundation, Inc	229 West 42nd Street, 8th Floor New York, NY 10036	General operating support for the 2013-14 season in New York City	\$10,000.00
Pearl Theatre Company, Inc	555 W. 42nd Street New York, NY 10036	Support for the 2013-14 season	\$12,500.00
Performance Space 122, Inc.	67 West St., Unit 315 Brooklyn, NY 11222	Support for the 2013-14 season	\$20,000.00
Philanthropy New York	79 Fifth Avenue, 4th Floor New York, NY 10003-3076	General funding	\$11,800.00
Philharmonic-Symphony Society of New York, Inc	Avery Fisher Hall 10 Lincoln Center Plaza New York, NY 10023-6970	Support for the 2014 performance of 'NY PHIL BIENNIAL'	\$200,000.00
pianoSonoma Music Festival	31 Tiemann Place #7 New York, NY 10027	General support	\$5,000.00
Playwrights Horizons, Inc	416 West 42nd Street New York, NY 10036-6809	General operating support for 2013-2014	\$30,000.00
Playwrights Realm	520 Eighth Avenue, Suite 320 New York, NY 10018	General funding	\$5,000.00
Pregones Touring Puerto Rican Theatre Collection, Inc.	571-575 Walton Avenue Bronx, NY 10451	Support for the 2013-2014 season	\$12,500.00
Primary Stages Company, Inc	307 W. 38th Street, Suite 1510 New York, NY 10018	Support for the 2013-2014 season	\$10,000.00
Queens Library Foundation	Queens Borough Public Library 89-11 Merrick Boulevard Jamaica, NY 11432	Expanding Access to Age Friendly Services	\$40,000.00
Rattlestick Productions, Inc	224 Waverly Place New York, NY 10014	Support for the 2013-2014 Mainstage Season	\$10,000.00
Riverdale Senior Center	2600 Netherland Avenue Bronx, NY 10463	Integrated Mental Health Services	\$48,000.00
Riverside Symphony, Inc	225 West 99th Street New York, NY 10025-5014	Support for the 2013-2014 season	\$12,500.00
Ronald McDonald House of Long Island, Inc.	267-07 76th Avenue New Hyde Park, NY 11042-1400	General operating support	\$5,000.00
Roulette Intermedium, Inc	30 Third Ave, #208 Brooklyn, NY 11217	Support for the 2014 season	\$15,000.00

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Roundabout Theatre Company, Inc	231 West 39th Street, Suite 1200 New York, NY 10018	Support for the 2013-2014 season	\$15,000.00
Saratoga International Theater Institute, Inc.	520 Eighth Avenue, Suite 310 New York, NY 10018	Support for the 2013-14 NYC season	\$10,000.00
School of American Ballet, Inc	70 Lincoln Center Plaza New York, NY 10023-6592	Support for fiscal year 2013-2014	\$25,000.00
School of Social Work of Hunter College/CUNY	2180 Third Avenue New York, NY 10035	Planning for Sustainability for the Center of Social Work in Excellence in Aging for NYC	\$10,000.00
Search and Care, Inc	1844 Second Avenue New York, NY 10128	Enhancing Care for Elders	\$44,000.00
Second Stage Theatre	305 West 43rd Street New York, NY 10036	Support for the 2013-14 season	\$25,000.00
Sephardic Home for the Aged, Inc , The	2266 Cropsey Avenue Brooklyn, NY 11214	Wellness/Nursing Evening Rehabilitation Program	\$10,000 00
Seventh Regiment Armory Conservancy, Inc.	643 Park Avenue New York, NY 10065	Support for the 2013-14 season of performing arts programming	\$15,000.00
Signature Theatre Company, Inc	The Pershing Square Signature Center 480 West 42nd Street New York, NY 10036	Support for the 2013-2014 season	\$35,000.00
Soho Repertory Theatre, Inc	401 Broadway, Suite 300 New York, NY 10013	Support for new play development in 2013-14	\$15,000.00
Soho Repertory Theatre, Inc	401 Broadway, Suite 300 New York, NY 10013	General operating support in FY14	\$7,500 00
Spanish Theatre Repertory Co., Ltd	138 East 27th Street New York, NY 10016	Support for the 2013-2014 season	\$55,000 00
SPOP	302 West 91st Street New York, NY 10024	Expansion of Mental Health Clinic for Older Adults	\$100,000 00
St. Ann's Warehouse	55 Washington Street #458 Brooklyn, NY 11201	Support for the 2013-2014 season	\$35,000.00
St Barnabas Hospital	4422 Third Avenue Bronx, NY 10457-2594	Emergency Department Geriatrics Unit	\$90,000.00
St Luke's Chamber Ensemble, Inc	450 West 37th Street, Suite 502 New York, NY 10018	Support for the 2013-2014 season	\$35,000 00
Streb, Inc	51 North 1st Street Brooklyn, NY 11249	Support for the 2013-14 New York season	\$10,000 00
Symphony Space	2537 Broadway at 95th Street New York, NY 10025	Support for Wall to Wall as part of the 2014 Spring Festival 'Sleeping Around - The Cultural Lives of New York's Hotels'	\$15,000.00
Target Margin Theater, Inc	138 South Oxford Street, Room 5A Brooklyn, NY 11217	Support for the 2013-2014 season	\$10,000 00
The New School	150 West 85th Street New York, NY 10024	Support for the Mannes Opera Program in 2013-14	\$25,000.00
The William F. Ryan Community Health Center, Inc	110 West 97th Street New York, NY 10025	Improving Access to Older Adults in Central Harlem	\$54,000.00
Theatre for A New Audience, Inc	154 Christopher Street, Suite 3D New York, NY 10014-2839	Support for the 2013-14 season	\$30,000.00
Trisha Brown Company, Inc	341 West 38th Street, Suite 801 New York, NY 10018	Support for 2013-14 New York City activities	\$15,000 00

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Trustees of Columbia University in the City of New York	Columbia University Stroud Center 100 Haven Avenue, Tower 3-30F New York, NY 10032	Improving Health of Older Adults: Primary Health Care Interventions as Part of the Eldersmile Program	\$371.00
Trustees of Columbia University in the City of New York	2960 Broadway, Mail Code 1801 New York, NY 10027	Support for the 2013-2014 season at the Miller Theatre	\$15,000.00
Turtle Bay Music School, Inc.	244 East 52 Street New York, NY 10022	Creative Aging Programs	\$15,000.00
University of Connecticut Foundation, Inc.	2390 Alumni Drive U-3206 Storrs, CT 06269-3206	Support for the Modern and Classical Language Department	\$3,500.00
University Settlement Society of New York	184 Eldridge Street New York, NY 10002	Healthy Living at Confucius Plaza	\$33,000.00
University Settlement Society of New York	184 Eldridge Street New York, NY 10002	Senior HeART Program	\$20,000.00
University Settlement Society of New York	184 Eldridge Street New York, NY 10002	Healthy Living at Confucius Plaza	\$32,000.00
University Settlement Society of New York	184 Eldridge Street New York, NY 10002	Five-Tiered Mental Health Initiative	\$97,000.00
Vineyard Theatre and Workshop Center, Inc	108 East 15th Street New York, NY 10003-9689	General operating support for the 2013-14 season	\$12,500.00
Vivian Beaumont Theater, Inc	150 West 65th Street New York, NY 10023-6975	Support for the 2013-2014 season	\$75,000.00
Wave Hill Incorporated	675 West 252nd Street Bronx, NY 10471-2899	General funding	\$75.00
Wharton Health Care Management Alumni Fund	204 Colonial Penn Center 3641 Locust Walk Philadelphia, PA 19104-6218	Alumni Scholarship Fund in Honor of June Kinney	\$695.00
Whitney Museum of American Art	945 Madison Avenue at 75th Street New York, NY 10021	Annual General Operating (Year 2)	\$2,500.00
Willie Mae Rock Camp for Girls	87 Irving Place Brooklyn, NY 11238	General funding	\$250.00
Wooster Group, Inc	PO Box 654 Canal Street Station New York, NY 10013	General operating support for the FY14 season in New York City	\$15,000.00
World Music Institute, Inc.	101 Lafayette St #801 New York, NY 10013	Support for the 2013-2014 New York City season	\$10,000.00
Young Concert Artists, Inc	250 West 57th Street New York, NY 10107	Support for the 2013-14 season	\$12,500.00
Young Men's & Young Women's Hebrew Association	1395 Lexington Avenue New York, NY 10128	Support for the Tisch Center for the Arts 2014-2015 concert season	\$12,500.00
Young Women's Christian Association of Brooklyn	30 Third Avenue Brooklyn, NY 11217	Senior Services Coordinator Pilot Program	\$30,000.00
	Total Grants Paid		\$6,165,520.00

Grant Commitment Schedule (6 years)

8/1/2014

Organization Grant Amount	Total Paid	Scheduled Payments				Remaining Balance	
		2015	2016	2017	2018		2019
Alvin Ailey Dance Foundation, Inc. \$ 40,000.00 Support for the New Works Fund in the 2014-2015 season	\$0.00	\$40,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Alzheimer's Disease & Related Disorders Association, Inc. \$ 175,000.00 Palliative Care for Advanced Dementia: Training and Implementation	\$131,000.00	\$44,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
ArchCare \$ 200,000.00 Carmel Richmond PACE Center	\$90,000.00	\$90,000.00	\$20,000.00	\$0.00	\$0.00	\$0.00	\$0.00
Baryshnikov Arts Center \$ 12,500.00 Support for the 2014 season	\$0.00	\$12,500.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Brooklyn Academy of Music, Inc. \$ 200,000.00 Support for the 2015 Spring Season	\$0.00	\$200,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
The Brooklyn Hospital Center \$ 200,000.00 Palliative Care Consulting Service Nurse Manager	\$120,000.00	\$60,000.00	\$20,000.00	\$0.00	\$0.00	\$0.00	\$0.00

Organization Grant Amount	Total Paid	Scheduled Payments				Remaining Balance
		2015	2016	2017	2018	
BRIC Arts Media Bklyn, Inc. \$ 10,000.00 Support for 2014 Celebrate Brooklyn programming	\$0.00	\$10,000.00	\$0.00	\$0.00	\$0.00	\$0.00
The Carter Burden Center for the Aging, Inc. \$ 187,500.00 Volunteer Services Expansion Program	\$83,000.00	\$51,000.00	\$35,000.00	\$18,500.00	\$0.00	\$0.00
Calvary Hospital \$ 221,000.00 Palliative Home Care Pilot Project	\$199,000.00	\$22,000.00	\$0.00	\$0.00	\$0.00	\$0.00
Carnegie Hall Society, Inc. \$ 200,000.00 Support for the 2014-2015 season	\$0.00	\$200,000.00	\$0.00	\$0.00	\$0.00	\$0.00
Center for Hearing and Communication \$ 70,000.00 Center for Hearing and Aging	\$0.00	\$63,000.00	\$7,000.00	\$0.00	\$0.00	\$0.00
Chez Bushwick \$ 7,500.00 General operating support in 2014-2015	\$0.00	\$7,500.00	\$0.00	\$0.00	\$0.00	\$0.00

Organization Grant Amount	Total Paid	Scheduled Payments				Remaining Balance		
		2015	2016	2017	2018		2019	2020
Trustees of Columbia University in the City of New York \$ 200,000.00 <i>Improving Health of Older Adults: Primary Health Care Interventions as Part of the Eldersmile Program</i>	\$180,371.00	\$19,629.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Common Ground \$ 200,000.00 <i>ECHO (Elder Care Health Outreach) Initiative</i>	\$180,000.00	\$20,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Concerts in Motion \$ 75,000.00 <i>Self-Sustaining Fundraising Model</i>	\$23,000.00	\$22,250.00	\$22,250.00	\$7,500.00	\$0.00	\$0.00	\$0.00	\$0.00
Cornell University - Weill Medical College \$ 206,000.00 <i>Mental Health Needs Assessment and Services for Elderly Crime Victims</i>	\$0.00	\$98,000.00	\$85,000.00	\$23,000.00	\$0.00	\$0.00	\$0.00	\$0.00
Dance/NYC \$ 10,000.00 <i>General operating support in fiscal year 2013-2014</i>	\$0.00	\$10,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Dances For A Variable Population \$ 38,000.00 <i>Movement Speaks</i>	\$19,000.00	\$19,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00

Organization Grant Amount	Total Paid	Scheduled Payments				Remaining Balance	
		2015	2016	2017	2018		2019
Flushing Town Hall \$ 10,000.00 Support for the 2014-2015 Presenting Season	\$0.00	\$10,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Fordham University \$ 90,000.00 ISC Evaluation	\$54,000.00	\$36,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Fordham University \$ 85,000.00 Palliative Care Fellows	\$51,000.00	\$25,500.00	\$8,500.00	\$0.00	\$0.00	\$0.00	\$0.00
The Fund for HHC \$ 114,400.00 Palliative Care Fellowship	\$4,400.00	\$90,000.00	\$20,000.00	\$0.00	\$0.00	\$0.00	\$0.00
Martha Graham Center of Contemporary Dance, Inc. \$ 15,000.00 Support for 2015 New York season activities	\$0.00	\$15,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Hartley House \$ 75,000.00 Home Outreach Program for Elders (HOPE)	\$55,000.00	\$12,500.00	\$7,500.00	\$0.00	\$0.00	\$0.00	\$0.00
Home for Contemporary Theatre and Art, Ltd. \$ 17,500.00 Support for the 2014-2015 season	\$0.00	\$17,500.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00

Organization Grant Amount	Total Paid	Scheduled Payments				Remaining Balance		
		2015	2016	2017	2018		2019	2020
Hudson Guild, Inc. \$ 112,000.00 <i>In My Language: Mental & Physical Wellness Services for Chinese-Speaking Seniors</i>	\$101,000.00	\$0.00	\$11,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Institute for the Puerto Rican/Hispanic Elderly \$ 200,000.00 <i>Clinica Nueva Esperanza</i>	\$130,000.00	\$0.00	\$0.00	\$70,000.00	\$0.00	\$0.00	\$0.00	\$0.00
Isabella Geriatric Center \$ 148,000.00 <i>Isabella's Partnership with PHI: A Skills-Based Approach to Person-Centered Care</i>	\$133,000.00	\$15,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Japan Society, Inc. \$ 10,000.00 <i>Support for the 2014-2015 Performing Arts season</i>	\$0.00	\$10,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Jewish Community Center of Staten Island \$ 136,000.00 <i>Bridge to Care</i>	\$123,000.00	\$13,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Jewish Home Lifecare \$ 212,000.00 <i>Delirium Prevention Program</i>	\$191,000.00	\$21,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Jewish Home Lifecare \$ 213,000.00 <i>Geriatric Substance Abuse Recovery Program</i>	\$0.00	\$192,000.00	\$0.00	\$21,000.00	\$0.00	\$0.00	\$0.00	\$0.00

Organization Grant Amount	Total Paid	Scheduled Payments				Remaining Balance	
		2015	2016	2017	2018		2019
Jose Limon Dance Foundation \$ 7,500.00 Support for the 2014 New York season	\$0.00	\$7,500.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Juilliard School, The \$ 80,000.00 Support for the 2014-2015 fourth-year drama repertory performances	\$0.00	\$80,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Lenox Hill Hospital \$ 100,000.00 Post-graduate Fellowship in Hospice and Palliative Medicine	\$45,000.00	\$45,000.00	\$10,000.00	\$0.00	\$0.00	\$0.00	\$0.00
Local Initiatives Support Corporation \$ 110,000.00 Bedford-Stuyvesant Aging Improvement District (AID)	\$72,000.00	\$38,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Lutheran Medical Center \$ 200,000.00 Developing a Culturally-Competent, Interdisciplinary Palliative Care Program	\$100,000.00	\$80,000.00	\$20,000.00	\$0.00	\$0.00	\$0.00	\$0.00
Maimonides Medical Center \$ 220,000.00 Safe at Home Program	\$198,000.00	\$22,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00

Organization Grant Amount	Total Paid	Scheduled Payments				Remaining Balance	
		2015	2016	2017	2018	2019	2020
Mannes College of Music \$ 25,000.00 <i>Support for the Mannes Opera Program in 2014-2015</i>	\$0.00	\$25,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Memorial Sloan-Kettering Cancer Center \$ 177,000.00 <i>Nursing Fellowship in Pain and Palliative Care</i>	\$0.00	\$114,000.00	\$46,000.00	\$17,000.00	\$0.00	\$0.00	\$0.00
Metropolitan Opera Association, Inc. \$ 800,000.00 <i>Support for the 2013-14 production of Jules Massenet's "Werther"</i>	\$200,000.00	\$200,000.00	\$200,000.00	\$200,000.00	\$0.00	\$0.00	\$0.00
Mettawee River Theatre Company, Inc. \$ 7,500.00 <i>Support for the 2014 NYC performances of "The Dancing Fox: Wisdom Tales of the Middle East"</i>	\$0.00	\$7,500.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Montefiore Medical Center \$ 236,000.00 <i>Collaborative Behavioral Care in Community Primary Care Practices: An Academic Medical Center - Community Physician Partnership</i>	\$106,000.00	\$106,000.00	\$24,000.00	\$0.00	\$0.00	\$0.00	\$0.00

Organization Grant Amount	Total Paid	Scheduled Payments				Remaining Balance
		2015	2016	2017	2018	
Montefiore Medical Center \$ 215,000.00 Geriatric Neurology Center	\$97,000.00	\$97,000.00	\$21,000.00	\$0.00	\$0.00	\$0.00
Mount Sinai Medical Center \$ 256,000.00 "Making an IMPACT: Treating Depression in an Academic Geriatric Primary Care Setting"	\$231,000.00	\$25,000.00	\$0.00	\$0.00	\$0.00	\$0.00
Mount Sinai Medical Center \$ 149,000.00 Transforming Primary Care for Older Adults	\$134,000.00	\$15,000.00	\$0.00	\$0.00	\$0.00	\$0.00
Mount Sinai Medical Center \$ 189,000.00 Nurse Practitioner-led Co-Management Program	\$170,000.00	\$19,000.00	\$0.00	\$0.00	\$0.00	\$0.00
Museum of Modern Art \$ 120,000.00 Prime Time	\$0.00	\$36,000.00	\$36,000.00	\$36,000.00	\$12,000.00	\$0.00
Music at the Anthology \$ 10,000.00 Support for the 17th annual Festival of New Music in April 2015	\$0.00	\$10,000.00	\$0.00	\$0.00	\$0.00	\$0.00
National Dance Institute, Inc. \$ 2,500.00 General operating support	\$0.00	\$2,500.00	\$0.00	\$0.00	\$0.00	\$0.00

Organization Grant Amount	Total Paid	Scheduled Payments				Remaining Balance	
		2015	2016	2017	2018		2019
New York Presbyterian Hospital \$ 207,000.00 Nursing and Social Work Champion Program	\$0.00	\$74,000.00	\$67,000.00	\$45,000.00	\$21,000.00	\$0.00	\$0.00
New York City Center, Inc. \$ 50,000.00 Support for the 2014 Fall for Dance Festival and the 2013-2014 season of Encores!	\$0.00	\$50,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
New York Legal Assistance Group, Inc. \$ 133,500.00 The Montefiore Senior Advocacy Project	\$120,000.00	\$13,500.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
New York Public Library \$ 50,000.00 Support for the Theatre on Film and Tape Archive (TOFT) in Fiscal Year 2014	\$0.00	\$50,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
New York Shakespeare Festival \$ 75,000.00 Support for the 2013-2014 season	\$0.00	\$75,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
New York University \$ 199,000.00 Phase II Expansion - Enhancing HHC Competencies to Care for Older Adults	\$179,000.00	\$20,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00

Organization Grant Amount	Total Paid	Scheduled Payments				2019	2020	Remaining Balance
		2015	2016	2017	2018			
New York University \$ 90,000.00 <i>Healthy Aging Collaboration: A Social Ecology Model - Planning Phase</i>	\$0.00	\$81,000.00	\$9,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
New York University Langone Medical Center \$ 195,000.00 <i>Geriatric Palliative Care Clinic</i>	\$88,000.00	\$87,000.00	\$20,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
New York Women's Foundation \$ 101,000.00 <i>65+ Pilot</i>	\$75,000.00	\$16,000.00	\$10,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
North Shore-Long Island Jewish Health System, Inc. \$ 150,000.00 <i>Transitional Care Model Programming: Expanding House Calls to Frail Seniors Recently Discharged From the Hospital</i>	\$135,000.00	\$0.00	\$15,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
North Shore-Long Island Jewish Health System, Inc. \$ 148,000.00 <i>Improving Quality of Life for Older Adults with Cancer: An Outpatient Collaborative Team Model for an Innovative Geriatric Oncology Program</i>	\$0.00	\$67,000.00	\$66,000.00	\$15,000.00	\$0.00	\$0.00	\$0.00	\$0.00

Organization Grant Amount	Total Paid	Scheduled Payments				Remaining Balance	
		2015	2016	2017	2018		2019
Pan Asian Repertory Theatre, Inc. \$ 10,000.00 General operating support for the 2014-2015 season	\$0.00	\$10,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Seventh Regiment Armory Conservancy, Inc. \$ 25,000.00 Support for the 2014-2015 season of performing arts programming	\$0.00	\$25,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Paul Taylor Dance Foundation, Inc. \$ 40,000.00 Support for the 2014 New York season	\$0.00	\$40,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Philharmonic-Symphony Society of New York, Inc. \$ 200,000.00 Support for the 2015 performance of "Totentanz"	\$0.00	\$200,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Pick Up Performance Company, Inc. \$ 10,000.00 Support for the fiscal year 2014 programming season	\$0.00	\$10,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Ping Chong & Company \$ 10,000.00 Support for the 2014-2015 New York City season	\$0.00	\$10,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00

Organization Grant Amount	Total Paid	Scheduled Payments				Remaining Balance
		2015	2016	2017	2018	
Queens Library Foundation \$ 90,000.00 Expanding Access to Age Friendly Services	\$81,000.00	\$9,000.00	\$0.00	\$0.00	\$0.00	\$0.00
Riverdale Senior Services, Inc. \$ 150,000.00 Integrated Mental Health Services	\$114,000.00	\$36,000.00	\$0.00	\$0.00	\$0.00	\$0.00
Saint Vincent Catholic Medical Centers \$ 200,000.00 Implementing a Culturally Proficient Cross Cultural Palliative Care Program	\$180,000.00	\$20,000.00	\$0.00	\$0.00	\$0.00	\$0.00
Silberman School of Social Work at Hunter College \$ 20,000.00 Planning for Sustainability for the Center of Social Work in Excellence in Aging for NYC	\$10,000.00	\$10,000.00	\$0.00	\$0.00	\$0.00	\$0.00
Search and Care, Inc. \$ 114,000.00 Enhancing Care for Elders	\$44,000.00	\$32,000.00	\$27,000.00	\$11,000.00	\$0.00	\$0.00
Second Stage Theatre, Inc. \$ 25,000.00 Support for the 2014-2015 season	\$0.00	\$25,000.00	\$0.00	\$0.00	\$0.00	\$0.00

Organization Grant Amount	Total Paid	Scheduled Payments				Remaining Balance	
		2015	2016	2017	2018		2019
Single Stop \$ 130,000.00 <i>Linking Low-Income Seniors to Benefits and Services</i>	\$117,000.00	\$13,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
New Ohio Theatre \$ 10,000.00 <i>General operating support for the New Ohio Theatre 2014-2015 season</i>	\$0.00	\$10,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
SPOP \$ 163,000.00 <i>Expansion of Mental Health Clinic for Older Adults</i>	\$100,000.00	\$63,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
St. Barnabas Hospital \$ 200,000.00 <i>Emergency Department Geriatrics Unit</i>	\$180,000.00	\$20,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Turtle Bay Music School \$ 30,000.00 <i>Creative Aging Programs</i>	\$15,000.00	\$15,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Union Settlement Association \$ 150,000.00 <i>Social Adult Day Care Program</i>	\$90,000.00	\$45,000.00	\$15,000.00	\$0.00	\$0.00	\$0.00	\$0.00
United Neighborhood Houses of New York, Inc. \$ 120,000.00 <i>Older Adults Strengthening Communities Through Food</i>	\$0.00	\$10,000.00	\$55,000.00	\$43,000.00	\$12,000.00	\$0.00	\$0.00

Organization Grant Amount	Total Paid	Scheduled Payments				Remaining Balance	
		2015	2016	2017	2018		2019
University Settlement Society of New York \$ 150,000.00 <i>Healthy Living at Confucius Plaza</i>	\$135,000.00	\$15,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
University Settlement Society of New York \$ 155,000.00 <i>Five-Tiered Mental Health Initiative</i>	\$97,000.00	\$43,000.00	\$15,000.00	\$0.00	\$0.00	\$0.00	\$0.00
Vineyard Theatre & Workshop Center, Inc. \$ 12,500.00 <i>General operating support for the 2014-2015 season</i>	\$0.00	\$12,500.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
The William F. Ryan Community Health Center, Inc. \$ 200,000.00 <i>Improving Access to Older Adults in Central Harlem</i>	\$180,000.00	\$20,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Grand Total (84 items)	\$5,160,771.00	\$3,602,879.00	\$892,250.00	\$507,000.00	\$45,000.00	\$0.00	\$0.00
Recap							
Payments scheduled for FY 2015		3,602,879					
Payments scheduled for FY 2016		892,250					
Payments scheduled for FY 2017		507,000					
Payments scheduled for FY 2018		45,000					
Total Approved for Future Payment		5,047,129					

• If you are filing for an Additional (Not Automatic) 3-Month Extension, complete only Part II and check this box ☒ **X**

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

• If you are filing for an Automatic 3-Month Extension, complete only Part I (on page 1).

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

		Enter filer's identifying number, see instructions	
Type or print	Name of exempt organization or other filer, see instructions.	Employer identification number (EIN) or	
	Fan Fox & Leslie R. Samuels Foundation, Inc.	13-3124818	
	Number, street, and room or suite number. If a P.O. box, see instructions.	Social security number (SSN)	
	350 Fifth Avenue, #4301		
File by the extended due date for filing your return. See instructions.	City, town or post office, state, and ZIP code. For a foreign address, see instructions.		
	New York NY 10118		

Enter the Return code for the return that this application is for (file a separate application for each return) **04**

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01		
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (section 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in care of ▶ Alexandra Francis Telephone No. ▶ (212) 239-3030 Fax No. ▶ (212) 239-3039
- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

- I request an additional 3-month extension of time until Jun 15, 20 15.
- For calendar year 2014, or other tax year beginning Aug 1, 20 13, and ending Jul 31, 20 14.
- If the tax year entered in line 5 is for less than 12 months, check reason: ☐ Initial return ☐ Final return ☐ Change in accounting period
- State in detail why you need the extension . . . Need more time to file an accurate and complete return

8 a If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8 a \$	129,258.
b If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868	8 b \$	145,196.
c Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8 c \$	0.

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature ▶ [Signature]
BAA

Title ▶ Controller

Date ▶ March 12, 2015
Form 8868 (Rev 1-2014)