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Return of Private Foundation

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

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

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning NOV 1, 2013, and ending OCT 31, 2014

Name of foundation BILLIG FOUNDATION C/O GAIL BILLIG		A Employer identification number 13-6147322
Number and street (or P.O. box number if mail is not delivered to street address) 311 WALNUT STREET	Room/suite	B Telephone number 732-549-2800
City or town, state or province, country, and ZIP or foreign postal code ENGLEWOOD, NJ 07631		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 3,211,722.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		200.	200.		STATEMENT 2
4 Dividends and interest from securities		49,677.	49,677.		STATEMENT 3
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		134,507.			STATEMENT 1
b Gross sales price for all assets on line 6a		349,546.			
7 Capital gain net income (from Part IV, line 2)			136,310.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income		216,155.	0.		STATEMENT 4
12 Total. Add lines 1 through 11		400,539.	186,187.		
13 Compensation of officers, directors, trustees, etc		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees STMT 5		508.	254.		254.
b Accounting fees STMT 6		6,800.	3,400.		3,400.
c Other professional fees					
17 Interest					
18 Taxes STMT 7		3,665.	2,208.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 8		27,952.	25,048.		250.
24 Total operating and administrative expenses. Add lines 13 through 23		38,925.	30,910.		3,904.
25 Contributions, gifts, grants paid		148,456.			148,456.
26 Total expenses and disbursements. Add lines 24 and 25		187,381.	30,910.		152,360.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		213,158.			
b Net investment income (if negative, enter -0-)			155,277.		
c Adjusted net income (if negative, enter -0-)				N/A	

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	1,970.	11,064.	11,064.
	2 Savings and temporary cash investments	162,376.	197,489.	197,489.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 9	996,353.	1,068,868.	1,967,658.
	c Investments - corporate bonds			
	Liabilities	11 Investments - land, buildings, and equipment basis ▶		
Less accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other STMT 10		673,597.	714,153.	1,035,511.
14 Land, buildings, and equipment: basis ▶				
Less accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item 1)		1,834,296.	1,991,574.	3,211,722.
17 Accounts payable and accrued expenses				
18 Grants payable				
Net Assets or Fund Balances	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
Foundations that follow SFAS 117, check here 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. <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	1,834,296.	1,991,574.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	0.	0.	
	30 Total net assets or fund balances	1,834,296.	1,991,574.	
31 Total liabilities and net assets/fund balances		1,834,296.	1,991,574.	

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,834,296.
2 Enter amount from Part I, line 27a	2	213,158.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	2,047,454.
5 Decreases not included in line 2 (itemize) ▶ PRIOR PERIOD COST BASIS ADJUSTMENT	5	55,880.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,991,574.

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Part IV Capital Gains and Losses for Tax on Investment Income**SEE ATTACHED STATEMENTS**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a			
b			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e	349,546.	213,236.	136,310.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			136,310.

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	136,310.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	}	3	N/A

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2012	154,120.	2,675,463.	.057605
2011	153,609.	2,550,878.	.060218
2010	161,552.	2,519,444.	.064122
2009	138,300.	2,306,934.	.059950
2008	147,857.	2,118,799.	.069783

2 Total of line 1, column (d)	2	.311678
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	.062336
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	2,960,009.
5 Multiply line 4 by line 3	5	184,515.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,553.
7 Add lines 5 and 6	7	186,068.
8 Enter qualifying distributions from Part XII, line 4	8	152,360.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		1	3,106.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		2	0.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		3	3,106.
3 Add lines 1 and 2		4	0.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		5	3,106.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-			
6 Credits/Payments:			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a 2,000.		
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c 4,400.		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	6,400.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	3,294.	
11 Enter the amount of line 10 to be: Credited to 2014 estimated tax <input type="checkbox"/> 3,294. Refunded <input type="checkbox"/>	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
1c 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. \$ 0. (2) On foundation managers. \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		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
4a 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?		
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, col. (c), and Part XIV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <u>NY</u>		
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

N/A

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>N/A</u>	13	X	
14	The books are in care of ► <u>GAIL BILLIG</u> Telephone no. ► <u>732-549-2800</u> Located at ► <u>311 WALNUT STREET, ENGLEWOOD, NJ</u> ZIP+4 ► <u>07631</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 ► 15 <u>N/A</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? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No X

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

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

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

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

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

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

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☒**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

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

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

6b

X

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

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

N/A

7b

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
GAIL BILLIG	TRUSTEE			
311 WALNUT STREET				
ENGLEWOOD, NJ 07631	5.00	0.	0.	0.
EVELYN KENVIN	TRUSTEE			
425 EAST 58TH STREET, APT 41E				
NEW YORK, NY 10022	1.00	0.	0.	0.
AARON BILLIG	TRUSTEE			
178 SHERWOOD PLACE				
ENGLEWOOD, NJ 07631	0.50	0.	0.	0.
FRED KENVIN	TRUSTEE			
110 EAST END AVENUE, APT 6C				
NEW YORK, NY 10028	0.50	0.	0.	0.

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

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

0

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

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services **0**

Part IX-A **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	
2	
3	
4	

Part IX-B **Summary of Program-Related Investments**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	2,598,078.
b	Average of monthly cash balances	1b	141,657.
c	Fair market value of all other assets	1c	265,350.
d	Total (add lines 1a, b, and c)	1d	3,005,085.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	3,005,085.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	45,076.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,960,009.
6	Minimum investment return. Enter 5% of line 5	6	148,000.

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	148,000.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	3,106.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	3,106.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	144,894.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	144,894.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	144,894.

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	152,360.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	152,360.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	152,360.

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

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				144,894.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2013:				
a From 2008				
b From 2009				
c From 2010				
d From 2011	16,649.			
e From 2012	22,204.			
f Total of lines 3a through e	38,853.			
4 Qualifying distributions for 2013 from Part XII, line 4: ► \$ 152,360.				
a Applied to 2012, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2013 distributable amount				144,894.
e Remaining amount distributed out of corpus	7,466.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	46,319.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	46,319.			
10 Analysis of line 9:				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011	16,649.			
d Excess from 2012	22,204.			
e Excess from 2013	7,466.			

N/A

- 16470624 148365 32760

Part XV **Supplementary Information** (continued)**3** **Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
SEE ATTACHED SCHEDULE	NONE	501(C)(3)	GENERAL SUPPORT OF THE ORGANIZATION	148,456.
Total			3a	148,456.
b <i>Approved for future payment</i>				
NONE				
Total			3b	0.

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

**Sign
Here**

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

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

☒ Yes ☐ No

~~Signature of officer or trustee~~

~~Date~~

Title

Print/Type preparer's name

Preparer's signature

Date	
------	--

Check ☐ if
self-employed

PTIN

LISA OSOFSKY

06/24/15

P00003470

Firm's name ► WEISERMAZARS LLP

Firm's EIN ► 13-1459550

Firm's address ► 399 THORNALL STREET
EDISON, NJ 08837-2246

Phone no. **732 549-2800**

Form **990-PF** (2013)

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	CAPITAL GAINS DIVIDENDS	P	VARIOUS	10/31/14
b	SCRIPPS NETWORKS INT NC CL A	P	01/03/06	05/08/14
c	ATT INC COM	P	VARIOUS	02/13/14
d	CROWN HOLDINGS	P	VARIOUS	02/14/14
e	FIDELITY MID CAP VALUE	P	VARIOUS	09/08/14
f	SPARTAN SMALL CAP INDEX FID ADV CLASS	P	VARIOUS	09/08/14
g	OAKMARK INTERNATIONAL CL I	P	VARIOUS	09/08/14
h	ALTRIA GROUP INC	P	02/02/10	12/04/13
i	ALTRIA GROUP INC	P	03/13/07	12/04/13
j	ALTRIA GROUP INC	P	03/13/07	12/05/13
k	ALTRIA GROUP INC	P	01/19/06	12/05/13
l	BRITISH AMERICAN TOB RD SHS	P	11/02/12	12/04/13
m	BRITISH AMERICAN TOB RD SHS	P	12/29/09	12/05/13
n	MASTERCARD INC CL A	P	09/12/12	12/23/13
o	NESTLE SA SPONSORED RED SH	P	07/16/13	02/03/14

(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 18,543.			18,543.
b 3,059.		1,792.	1,267.
c 19,397.		15,385.	4,012.
d 8,506.		3,233.	5,273.
e 25,000.		21,483.	3,517.
f 25,000.		21,222.	3,778.
g 40,000.		36,417.	3,583.
h 1,298.		610.	688.
i 1,483.		697.	786.
j 926.		435.	491.
k 1,852.		871.	981.
l 1,313.			1,313.
m 1,304.			1,304.
n 813.		198.	615.
o 722.		304.	418.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			18,543.
b			1,267.
c			4,012.
d			5,273.
e			3,517.
f			3,778.
g			3,583.
h			688.
i			786.
j			491.
k			981.
l			1,313.
m			1,304.
n			615.
o			418.

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	PHILIP MORRIS INTL I	P	07/16/13	10/09/14
b	LITIGATION SETTLEMENT WORLD COM	P	VARIOUS	10/31/14
c	AON PLC SHS CL A	P	VARIOUS	02/24/14
d	CROWN HOLDINGS	P	VARIOUS	03/28/14
e	DIRECTV COM	P	VARIOUS	05/12/14
f	CONSTELLUM NV CL A	P	VARIOUS	05/15/14
g	DIRECTV COM	P	VARIOUS	05/27/14
h	VERTIV CORP COM	P	VARIOUS	07/08/14
i	CASH IN LIEU - VERITIV CORP COM	P	VARIOUS	07/08/14
j	MACYS INC COM	P	VARIOUS	08/13/14
k	VALEANT PHARMACEUTICALS INTL INC	P	VARIOUS	09/29/14
l	MOTOROLA SOLUTIONS INC COM	P	VARIOUS	10/07/14
m	DRESSER RAND GROUP INC COM	P	VARIOUS	10/09/14
n				
o				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 3,412.		1,583.	1,829.
b 48.			48.
c 25,426.		13,088.	12,338.
d 17,484.		6,466.	11,018.
e 16,643.		4,958.	11,685.
f 17,925.		12,321.	5,604.
g 24,956.		6,353.	18,603.
h 401.			401.
i 16.			16.
j 11,863.		6,925.	4,938.
k 24,842.		19,809.	5,033.
l 24,464.		21,888.	2,576.
m 32,850.		17,198.	15,652.
n			
o			

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			1,829.
b			48.
c			12,338.
d			11,018.
e			11,685.
f			5,604.
g			18,603.
h			401.
i			16.
j			4,938.
k			5,033.
l			2,576.
m			15,652.
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	136,310.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3	N/A

BILLIG FOUNDATION

EIN: 13-6147322

FYE 11/1/13 - 10/31/2014

PG 11 PART XV

GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR OR APPROVED FOR FUTURE PAYMENT

NAME OF ORGANIZATION	PURPOSE OF CONTRIBUTION	AMOUNT
THE RAMAZ SCHOOL	GENERAL SUPPORT OF THE ORGANIZATION	\$ 525.00
NEIGHBORHOOD COALITION FOR SHELTER	GENERAL SUPPORT OF THE ORGANIZATION	\$ 250.00
JEWISH COMMUNIYT RELATIONSHIP COUNCIL	GENERAL SUPPORT OF THE ORGANIZATION	\$ 2,000.00
UJA FEDERATION NY	GENERAL SUPPORT OF THE ORGANIZATION	\$ 13,300.00
JFNNJ TYPHOON RELIEF FUND	GENERAL SUPPORT OF THE ORGANIZATION	\$ 500.00
ENCOUNTER PROGRAMS	GENERAL SUPPORT OF THE ORGANIZATION	\$ 1,000.00
BEN-GURION U., AMERICAN FRIENDS	GENERAL SUPPORT OF THE ORGANIZATION	\$ 2,500.00
SAR	GENERAL SUPPORT OF THE ORGANIZATION	\$ 1,000.00
FRIENDS OF THE IDF	GENERAL SUPPORT OF THE ORGANIZATION	\$ 3,200.00
MORIAH SCHOOL	GENERAL SUPPORT OF THE ORGANIZATION	\$ 1,800.00
JFNNJ CAMPAIGN	GENERAL SUPPORT OF THE ORGANIZATION	\$ 18,000.00
JCRC NY	GENERAL SUPPORT OF THE ORGANIZATION	\$ 5,000.00
JEWISH MUSEUM	GENERAL SUPPORT OF THE ORGANIZATION	\$ 1,000.00
JEWISH YOUTH ENCOUNTER PROGRAM	GENERAL SUPPORT OF THE ORGANIZATION	\$ 100.00
CAT	GENERAL SUPPORT OF THE ORGANIZATION	\$ 1,370.00
FOOD ALLERGY NETWORK	GENERAL SUPPORT OF THE ORGANIZATION	\$ 2,500.00
AM. FRIENDS OF BAT MELECH	GENERAL SUPPORT OF THE ORGANIZATION	\$ 1,000.00
JFNNJ	GENERAL SUPPORT OF THE ORGANIZATION	\$ 236.00
UJA FEDERATION NY	GENERAL SUPPORT OF THE ORGANIZATION	\$ 4,600.00
KAPLEN JCC ON THE PALISADES	GENERAL SUPPORT OF THE ORGANIZATION	\$ 2,500.00
CAT	GENERAL SUPPORT OF THE ORGANIZATION	\$ 7,500.00
SAR SCHOLARSHIP FUND	GENERAL SUPPORT OF THE ORGANIZATION	\$ 6,500.00
JFNNJ DAMON ROSE PARTNERSHIP CENTER	GENERAL SUPPORT OF THE ORGANIZATION	\$ 1,000.00
SISTERHOOD CAT	GENERAL SUPPORT OF THE ORGANIZATION	\$ 100.00
ABRAHAM JOUSHUA HESCHEL SCHOOL	GENERAL SUPPORT OF THE ORGANIZATION	\$ 5,000.00
AABGU	GENERAL SUPPORT OF THE ORGANIZATION	\$ 9,000.00
HAMPTON SYNAGOGUE	GENERAL SUPPORT OF THE ORGANIZATION	\$ 2,000.00
BNEI AKIVA	GENERAL SUPPORT OF THE ORGANIZATION	\$ 1,000.00
OR ZARUA	GENERAL SUPPORT OF THE ORGANIZATION	\$ 5,000.00
KEHILATH JESHURUN	GENERAL SUPPORT OF THE ORGANIZATION	\$ 1,000.00
JEWISH HOME	GENERAL SUPPORT OF THE ORGANIZATION	\$ 1,000.00
CAT-JFNNJ STOP THE SIRENS	GENERAL SUPPORT OF THE ORGANIZATION	\$ 2,000.00
SCAT MITZVAHCOMM.	GENERAL SUPPORT OF THE ORGANIZATION	\$ 100.00
FRIENDS OF THE IDF	GENERAL SUPPORT OF THE ORGANIZATION	\$ 200.00
FACING HISTORY AND OURSELVES	GENERAL SUPPORT OF THE ORGANIZATION	\$ 500.00
JFNNJ	GENERAL SUPPORT OF THE ORGANIZATION	\$ 9,000.00
CAT YK APPEAL	GENERAL SUPPORT OF THE ORGANIZATION	\$ 2,550.00
YEHIVA UNIVERSITY	GENERAL SUPPORT OF THE ORGANIZATION	\$ 2,000.00
RAMAZ SCHOLARSHIP FUND	GENERAL SUPPORT OF THE ORGANIZATION	\$ 1,500.00
UJA FEDERATION NY	GENERAL SUPPORT OF THE ORGANIZATION	\$ 21,125.00
SAR	GENERAL SUPPORT OF THE ORGANIZATION	\$ 6,500.00
RAMAZ SCHOOL	GENERAL SUPPORT OF THE ORGANIZATION	\$ 1,500.00
TOTAL CONTRIBUTIONS FYE 10/31/2014		\$ 148,456.00

BILLIG FOUNDATION
ID #13-6147322
2012 FORM 990-PF
PART II, LINE 10, INVESTMENTS

	SHARES	INVESTMENTS - CORPORATE STOCKS	BEGINNING OF YEAR BOOK VALUE	END OF YEAR BOOK VALUE	END OF YEAR FAIR MARKET VALUE
PERSHING	850	ALTRIA GROUP	18,979	16,132	41,089
	475	ANHEUSER BUSC INBEV SA	26,192	26,192	52,716
	25	ANHEUSER BUSC INBEV SA	2,090	2,090	2,775
	25	ANHEUSER BUSC INBEV SA	2,219	2,219	2,775
	25	ANHEUSER BUSC INBEV SA	2,241	2,241	2,775
	1,025	BERKSHIRE HATHAWAY INC DEL CL B	62,584	62,584	143,664
	575	BRITISH AMERICAN TOBACCO PLC	8,924	8,210	32,624
	25	BRITISH AMERICAN TOBACCO PLC	1,250	1,250	1,418
	375	BROWN FORMAN CORP	13,925	13,925	34,084
	775	CIE FINANCIERE RICHEMONT	28,079	28,079	65,194
	20	CIE FINANCIERE RICHEMONT	-	1,726	1,682
	30	CIE FINANCIERE RICHEMONT	-	2,472	2,524
	5	CIE FINANCIERE RICHEMONT	-	409	421
	10	CIE FINANCIERE RICHEMONT	-	835	841
	600	COMCAST CORP	10,345	10,345	33,084
	1,100	DIAGEO PLC NEW	16,330	16,330	32,341
	1,175	HEINEKEN HOLDING	37,978	37,978	76,090
	200	MARTIN MARIETTA MATERIAL	16,119	16,119	23,384
	1,040	MASTERCARD INC CL A	23,858	23,631	87,100
	1,415	NESTLE SA SPONS	48,351	48,012	103,503
	25	NESTLE SA SPONS	1,673	1,673	1,829
	50	NESTLE SA SPONS	3,400	3,400	3,657
	25	NESTLE SA SPONS	1,671	1,671	1,829
	25	NESTLE SA SPONS	1,685	1,685	1,829
	30	NESTLE SA SPONS	-	2,301	2,194
	580	PERNOD RICHARD SA	28,233	44,609	42,425
	1,035	PHILIP MORRIS INTL	52,721	43,556	92,125
	1,325	SABMILLER PLC	25,079	25,079	74,702
	25	SABMILLER PLC	-	1,150	1,409
	25	SABMILLER PLC	-	1,162	1,409
	160	SCRIPPS NETWORKS INTERACTIVE INC CL A	8,982	7,186	12,358
	1,380	UNILEVER	32,526	40,687	53,447
	50	WELLS FARGO & CO	1,758	1,758	2,655
	25	WELLS FARGO & CO	834	834	1,327
	75	WELLS FARGO & CO	2,468	2,468	3,982
	1,375	WELLS FARGO & CO	40,437	40,437	72,999
			520,931	540,435	1,110,259
FIRST MANHATTAN	400	ABBVIE INC COM	13,787	13,787	25,384
	400	AGILENT TECHNOLOGIES	12,833	12,833	22,112
	200	AMER INT'L GROUP INC	6,962	6,962	10,714
	400	AMER INT'L GROUP INC	13,473	13,473	21,428
	300	AMGEN INC	23,130	23,130	48,654
	-	AON PLC SHS	13,095	-	-
	280	APPLE INC COM	-	21,639	30,240
	600	AT&T	15,385	-	-
	600	BALL CORP	16,660	16,660	38,658
	700	BANK OF AMERICA CORP	31,947	31,947	12,012
	600	CBS CORP	-	11,480	32,532
	-	CROWN HOLDINGS INC	9,698	-	-
	-	DIRECTTV COM	11,943	-	-
	-	DRESSER RAND GROUP	17,198	-	-
	400	DU PONT EI DE NEMOURS & CO	17,145	17,145	27,660
	300	EASTMAN CHEM CO	16,141	16,141	24,234
	600	EBAY INC	10,788	10,788	31,500
	1,500	FORD MOTOR CO	-	16,367	21,135
	300	HANESBRAND INC	14,976	14,976	31,683
	600	INTERNATIONAL PAPER CO	15,592	15,592	30,372
	800	JABIL CIRCUIT INC COM	-	16,293	16,760

400	JPMORGAN CHASE	16,001	16,001	24,192
400	LOWES COS INC COM	-	18,802	22,880
300	LYONDELL BASEBALL INDUSTRIES	-	24,217	27,489
300	MACYS INC	17,313	10,388	17,346
700	MICROSOFT CORP	17,008	17,008	32,865
-	MOTOROLA SOLUTIONS INC	21,888	-	-
400	MORGAN STANLEY	11,007	11,007	13,980
500	NAVISTAR INTL CORP NEW COM	-	19,046	17,685
400	NIELSEN HOLDINGS	-	18,262	16,996
500	PFIZER INC COM	13,802	13,802	14,975
200	PRECISION CASTPARTS CORP	11,263	11,263	44,140
700	SEALED AIR CORP	-	22,846	25,375
500	STATE STREET CORP	19,509	19,509	37,730
400	TEEKAY SHIPPING CORP	19,115	19,115	23,384
500	TRAVELERS COS INC	21,993	21,993	50,400
-	VALEANT PHARMACEUTICALS	19,809	-	-
500	VALSPAR CORP	9,963	9,963	41,080
300	VIACOM INC NEW	15,998	15,998	21,804
		475,422	528,433	857,399
STATEMENT 9		996,353	1,068,868	1,967,658
TOTAL INVESTMENTS - CORPORATE STOCKS				

		BEGINNING OF YEAR BOOK VALUE	END OF YEAR BOOK VALUE	END OF YEAR FAIR MARKET VALUE
FIDELITY	SHARES INVESTMENTS - OTHER			
	7,894 FIDELITY CAPITAL & INCOME	26,604	78,838	79,333
	230 FIDELITY LOW PRICED STOCK SOLICITED	8,483	9,233	11,470
	3,743 FIDELITY MID CAP	90,093	79,672	92,973
	1,824 FIDELITY NEW MILLENNIUM	30,000	71,925	76,005
	890 FIDELITY REAL ESTATE	30,272	890	35,643
	5,028 FIDELITY STRATEGIC INCOME	53,354	55,894	55,838
	3,731 FIDELITY TOTAL BOND	-	40,000	40,000
	1,039 JANUS TRITON FUND	20,000	20,889	25,667
	2,792 OAKMARK INTERNATIONAL	100,000	66,649	69,004
	940 PARNASSUS EQUITY INCOME	11,315	32,422	38,002
	1,740 PIMCO INCOME FUND CL	20,459	21,564	22,091
	737 SPARTAN 500 INDEX FUND	25,088	45,758	52,782
	5,014 SPARTAN SMALL CAP	90,847	71,093	84,805
	2,674 THOMPSON BOND FUND	30,280	31,528	31,394
	200 VANGUARD INTERNATIONAL EQUITY	8,437	8,437	8,529
	163 VANGUARD INTERNATIONAL EQUITY	6,242	6,664	6,951
	2,624 YAKTMAN FUND (AMG)	16,342	57,988	65,000
		567,816	699,445	795,487
	1,053 ARIEL FUND LIMITED SERIES A - 2008	86,080	3,606	228,922
	5,000 STATE OF ISRAEL BOND	10,000	5,000	5,000
STATEMENT 10		663,896	708,051	1,029,409
TOTAL INVESTMENTS - OTHER				
ASCOT PARTNERS		9,702	6,102	6,102
		673,598	714,153	1,035,511

FORM 990-PF

GAIN OR (LOSS) FROM SALE OF ASSETS

STATEMENT 1

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
CAPITAL GAINS DIVIDENDS	PURCHASED	VARIOUS	10/31/14
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.
18,543.	0.	0.	0.
			(F) GAIN OR LOSS
			18,543.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SCRIPPS NETWORKS INT NC CL A	PURCHASED	01/03/06	05/08/14
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.
3,059.	1,796.	0.	0.
			(F) GAIN OR LOSS
			1,263.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
ATT INC COM	PURCHASED	VARIOUS	02/13/14
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.
19,397.	15,385.	0.	0.
			(F) GAIN OR LOSS
			4,012.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
CROWN HOLDINGS	PURCHASED	VARIOUS	02/14/14
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.
8,506.	3,233.	0.	0.
			(F) GAIN OR LOSS
			5,273.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
FIDELITY MID CAP VALUE	25,000.	21,483.	0.	0.	3,517.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
SPARTAN SMALL CAP INDEX FID ADV CLASS	25,000.	21,222.	0.	0.	3,778.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
OAKMARK INTERNATIONAL CL I	40,000.	36,417.	0.	0.	3,583.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
ALTRIA GROUP INC	1,298.	664.	0.	0.	634.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
ALTRIA GROUP INC	1,483.	759.	0.	0.	724.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
ALTRIA GROUP INC	926.	474.	0.	0.	452.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
ALTRIA GROUP INC	1,852.	949.	0.	0.	903.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
BRITISH AMERICAN TOB RD SHS	1,313.	357.	0.	0.	956.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
BRITISH AMERICAN TOB RD SHS	1,304.	357.	0.	0.	947.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MASTERCARD INC CL A	813.	227.	0.	0.	586.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
NESTLE SA SPONSORED RED SH	722.	339.	0.	0.	383.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
PHILIP MORRIS INTL I	3,412.	1,733.	0.	0.	1,679.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
LITIGATION SETTLEMENT WORLD COM	48.	0.	0.	0.	48.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
AON PLC SHS CL A	25,426.	13,095.	0.	0.	12,331.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
CROWN HOLDINGS	17,484.	6,465.	0.	0.	11,019.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
DIRECTV COM	16,643.	4,777.	0.	0.		05/12/14

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
CONSTELLUM NV CL A	17,925.	12,321.	0.	0.		05/15/14

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
DIRECTV COM	24,956.	7,166.	0.	0.		05/27/14

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
VERTIV CORP COM	401.	0.	0.	0.		07/08/14

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
CASH IN LIEU - VERITIV CORP COM	16.	0.	0.	0.		07/08/14

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
MACYS INC COM				PURCHASED	VARIOUS	08/13/14
	11,863.	6,925.	0.	0.	4,938.	

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
VALEANT PHARMACEUTICALS INTL INC				PURCHASED	VARIOUS	09/29/14
	24,842.	19,809.	0.	0.	5,033.	

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
MOTOROLA SOLUTIONS INC COM				PURCHASED	VARIOUS	10/07/14
	24,464.	21,888.	0.	0.	2,576.	

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
DRESSER RAND GROUP INC COM				PURCHASED	VARIOUS	10/09/14
	32,850.	17,198.	0.	0.	15,652.	

CAPITAL GAINS DIVIDENDS FROM PART IV						0.
TOTAL TO FORM 990-PF, PART I, LINE 6A						134,507.

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 2

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
ISRAEL BOND	200.	200.	
TOTAL TO PART I, LINE 3	200.	200.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 3

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
DIVIDENDS FROM BROKERS AND SECURITIES	49,668.	0.	49,668.	49,668.	
INTEREST FROM BROKERS AND SECURITIES	9.	0.	9.	9.	
TO PART I, LINE 4	49,677.	0.	49,677.	49,677.	

FORM 990-PF OTHER INCOME STATEMENT 4

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
MERKIN SETTLEMENT	170,000.	0.	
MERKIN SETTLEMENT	46,155.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	216,155.	0.	

FORM 990-PF

LEGAL FEES

STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL	508.	254.		254.
TO FM 990-PF, PG 1, LN 16A	508.	254.		254.

FORM 990-PF

ACCOUNTING FEES

STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
WEISERMAZARS LLP	6,800.	3,400.		3,400.
TO FORM 990-PF, PG 1, LN 16B	6,800.	3,400.		3,400.

FORM 990-PF

TAXES

STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX WITHHELD	2,208.	2,208.		0.
FEDERAL TAX	1,457.	0.		0.
TO FORM 990-PF, PG 1, LN 18	3,665.	2,208.		0.

FORM 990-PF

OTHER EXPENSES

STATEMENT 8

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK FEES	70.	70.		0.
NYS FILING FEES	250.	0.		250.
ADVISORY FEES	24,032.	24,032.		0.
FROM K-1 - ASCOT PARTNERS	3,600.	946.		0.
TO FORM 990-PF, PG 1, LN 23	27,952.	25,048.		250.

FORM 990-PF

CORPORATE STOCK

STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE INVESTMENTS	1,068,868.	1,967,658.
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,068,868.	1,967,658.

FORM 990-PF

OTHER INVESTMENTS

STATEMENT 10

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
OTHER INVESTMENTS	COST	708,051.	1,029,409.
ASCOT PARTNERS	COST	6,102.	6,102.
TOTAL TO FORM 990-PF, PART II, LINE 13		714,153.	1,035,511.

- 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 File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions.	Employer identification number (EIN) or	
	BILLIG FOUNDATION C/O GAIL BILLIG	13-6147322	
	Number, street, and room or suite no. If a P.O. box, see instructions.	Social security number (SSN)	
	311 WALNUT STREET		
	City, town or post office, state, and ZIP code. For a foreign address, see instructions.		
	ENGLEWOOD, NJ 07631		

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

0 4

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 (sec 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.

GAIL BILLIG

- The books are in the care of ☒ 311 WALNUT STREET - ENGLEWOOD, NJ 07631

Telephone No. ☒ 732-549-2800

Fax No. ☐

- 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

4 I request an additional 3-month extension of time until SEPTEMBER 15, 2015.

5 For calendar year 2013, or other tax year beginning NOV 1, 2013, and ending OCT 31, 2014.

6 If the tax year entered in line 5 is for less than 12 months, check reason: ☐ Initial return ☐ Final return

☐ Change in accounting period

7 State in detail why you need the extension

ADDITIONAL TIME IS NEEDED TO GATHER THE INFORMATION NECESSARY TO FILE A COMPLETE AND ACCURATE RETURN.

8a 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.	8a	\$	6,400.
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.	8b	\$	6,400.
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.	8c	\$	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 ☐

Title ☐

Date ☐

Form 8868 (Rev. 1-2014)