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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ **Do not enter Social Security numbers on this form as it may be made public. By law, the IRS cannot redact the information on the form.**

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

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013, or tax year beginning 12-01-2013 , and ending 11-30-2014

Name of foundation
ROBERT DAVID LION GARDINER
FOUNDATION INC

A Employer identification number
13-3354308

Number and street (or P O box number if mail is not delivered to street address) 148 EAST MONTAUK HIGHWAY SUITE 1 | Room/suite

B Telephone number (see instructions)
(631) 594-3990

City or town, state or province, country, and ZIP or foreign postal code
HAMPTON BAYS, NY 11946

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, col. (c), line 16)*▶$ 90,508,757

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)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)	362,481			
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	10,578	10,578	10,578	
	4	Dividends and interest from securities.	1,082,920	1,082,920	1,082,920	
	5a	Gross rents				
	b	Net rental income or (loss) ________				
	6a	Net gain or (loss) from sale of assets not on line 10	2,329,327			
	b	Gross sales price for all assets on line 6a 50,885,131				
	7	Capital gain net income (from Part IV, line 2) . . .		2,245,653		
	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) (attach schedule)				
	11	Other income (attach schedule)	52,335	91	52,335	
	12	**Total.** Add lines 1 through 11	3,837,641	3,339,242	1,145,833	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	164,039			164,039
	14	Other employee salaries and wages	138,462			138,462
	15	Pension plans, employee benefits	50,056			50,056
	16a	Legal fees (attach schedule).	433,559			433,559
	b	Accounting fees (attach schedule).	24,960			24,960
	c	Other professional fees (attach schedule)	4,685			4,685
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	14,315			14,315
	19	Depreciation (attach schedule) and depletion . . .	663			
	20	Occupancy	22,049			22,049
	21	Travel, conferences, and meetings	18,585			18,585
	22	Printing and publications	1,392			1,392
	23	Other expenses (attach schedule)	700,338	684,178	684,178	16,160
	24	**Total operating and administrative expenses.** Add lines 13 through 23	1,573,103	684,178	684,178	888,262
	25	Contributions, gifts, grants paid	878,210			878,210
	26	**Total expenses and disbursements.** Add lines 24 and 25	2,451,313	684,178	684,178	1,766,472
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	1,386,328			
	b	**Net investment income** (if negative, enter -0-)		2,655,064		
	c	**Adjusted net income** (if negative, enter -0-) . . .			461,655	

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
Assets	1	Cash—non-interest-bearing	13	13	13
	2	Savings and temporary cash investments	584,112	57,449	57,449
	3	Accounts receivable ▶			
		Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	75,111,238	78,502,783	88,904,015
	c	Investments—corporate bonds (attach schedule)	676,194		
	11	Investments—land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	2,163,270	1,354,827	1,547,280
	14	Land, buildings, and equipment basis ▶ 3,413			
		Less accumulated depreciation (attach schedule) ▶ 1,833		1,580	
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	78,534,827	79,916,652	90,508,757
Liabilities	17	Accounts payable and accrued expenses	4,503		
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)	4,503	0	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here** ▶ ☑ **and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted	78,530,324	79,916,652	
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☐ **and complete lines 27 through 31.**			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see page 17 of the instructions)	78,530,324	79,916,652	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	78,534,827	79,916,652	

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	78,530,324
2	Enter amount from Part I, line 27a	2	1,386,328
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	79,916,652
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	79,916,652

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				

	(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				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a				
b				
c				
d				
e				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	2,245,653
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 page 18 of 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	922,434	30,053,336	0 030693
2011	539,383	1,954,486	0 275972
2010	64,158	1,053,306	0 060911
2009	48,891	1,021,754	0 047850
2008	34,320	1,011,229	0 033939

2	**Total** of line 1, column (d).	2	0 449365
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 089873
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.	4	86,757,468
5	Multiply line 4 by line 3.	5	7,797,154
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	26,551
7	Add lines 5 and 6.	7	7,823,705
8	Enter qualifying distributions from Part XII, line 4.	8	1,766,472

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 page 18 of the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ________ **(attach copy of letter if necessary–see instructions)**				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b			1	53,101
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			2	
3	Add lines 1 and 2			3	53,101
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4	
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	53,101
6	Credits/Payments				
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	6,215		
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c	60,000		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	66,215
8	Enter any **penalty** for underpayment of estimated tax Check here ☑ if Form 2220 is attached			8	28
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	13,086
11	Enter the amount of line 10 to be **Credited to 2014 estimated tax** ▶ 13,086 **Refunded** ▶			11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		No
	*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?	1c		No
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.*	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV.*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ NY			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation*	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses.*	10	Yes	

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		No
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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶WWW RDLGFOUNDATION ORG

14 The books are in care of ▶KATHY M CURRAN Telephone no ▶(631) 594-3990

Located at ▶148 EAST MONTAUK HWY SUITE 1 HAMPTON BAYS NY ZIP+4 ▶11946

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 |

			Yes	No
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		No
	See instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes", enter the name of the foreign country ▶			

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

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ **Yes** ☑ **No**			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ **Yes** ☑ **No**			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ **Yes** ☑ **No**			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ **Yes** ☑ **No**			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ **Yes** ☑ **No**			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ **Yes** ☑ **No**			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1c		
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 ▶ 20____ , 20____ , 20____ , 20____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions)	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20____ , 20____ , 20____ , 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ **Yes** ☑ **No**			
b	If "Yes," did it have excess business holdings in 2013 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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		No

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)? (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)?	**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? ☐ 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**		No
	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?	**7b**		

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

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

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
See Additional Data Table				

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
TERRY TIRADO 1 STONY HOLLOW DRIVE RIDGE, NY 11961	ADMINISTRATI 40 00	71,154	1,869	
JENNIFER ATTONITO 780 NE 69TH STREET UNIT 305 MIAMI, FL 33138	EXECUTIVE DI 15 00	67,308		

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

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

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

(a) Name and address of each person paid more than $50,000	**(b)** Type of service	**(c)** Compensation
WILLKIE FARR GALLAGHER 787 SEVENTH AVENUE NEW YORK, NY 10019	ATTORNEY	433,559
Total number of others receiving over $50,000 for professional services . . . . ▶		

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 THE FOUNDATION'S DIRECT CHARITABLE ACTIVITIES CONSIST OF PROVIDING FOR SCHOLARSHIPS AND DONATIONS TO EDUCATIONAL FACILITIES & OTHER CHARITABLE ORGANIZATIONS TO EDUCATE AND PRESERVE THE HISTORY AND HISTORICAL ARTIFACTS OF LONG ISLAND, NEW YORK THE FOUNDATION'S PURPOSE ALSO INCLUDES EDUCATION AND INFORMATION TO THE GENERAL PUBLIC IN THE STATE OF NEW YORK, PARTICULARLY IN THE AREA OF THE TOWN OF ISLIP AND MORE GENERALLY IN SUFFOLK COUNTY, CONCERNING THE CULTURE, ART AND TRADITION OF THE LOCALITY, TO CULTIVATE, FOSTER AND PROMOTE INTEREST IN, AND UNDERSTANDING AND APPRECIATION OF THE SOCIETAL HERITAGE OF THE TOWN OF ISLIP, PARTICULARLY DURING THE NINETEENTH CENTURY, TO ENCOURAGE AND SPONSOR THE CREATION AND PERPETUATION BY EXISTING AND FUTURE HISTORICAL SOCIETIES OF COLLECTIONS AND REPOSITORIES OF THE DEPOSIT, COLLECTION AND EXAMINATION OF DOCUMENTS AND ARTIFACTS OF VARIOUS KINDS OF RELEVANT TO SUCH HERITAGE AND TRADITIONS, AND TO SPONSOR AND ENCOURAGE THE PRESERVATION, RESTORATION AND EX	878,210
2 THE FOUNDATION DOES NOT MAKE ANY PAYMENTS TO INDIVIDUAL BENEFICIARIES WITHIN THE MEANING OF REG SEC 53 4949(G)-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 N/A	
2	
All other program-related investments See page 24 of the instructions	
3	
Total. Add lines 1 through 3 . . . . ▶	

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	87,407,946
b	Average of monthly cash balances	1b	670,702
c	Fair market value of all other assets (see instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	88,078,648
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	88,078,648
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	1,321,180
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	86,757,468
6	**Minimum investment return.** Enter 5% of line 5	6	4,337,873

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	4,337,873
2a	Tax on investment income for 2013 from Part VI, line 5	2a	53,101		
b	Income tax for 2013 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	53,101
3	Distributable amount before adjustments Subtract line 2c from line 1			3	4,284,772
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	4,284,772
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	4,284,772

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	1,766,472
b	Program-related investments—total from Part IX-B	1b	
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	1,766,472
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	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	1,766,472

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				4,284,772
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only.				
b Total for prior years 20___, 20___, 20___				
3 Excess distributions carryover, if any, to 2013				
a From 2008.				
b From 2009.				
c From 2010.				
d From 2011.				
e From 2012.				
f **Total** of lines 3a through e.				
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ $ 1,766,472				
a Applied to 2012, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2013 distributable amount.				1,766,472
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2013 *(If an amount appears in column (d), the same amount must be shown in column (a).)*				
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount —see instructions				
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				2,518,300
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions) . . .				
9 **Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2009. . . .				
b Excess from 2010. . . .				
c Excess from 2011. . . .				
d Excess from 2012. . . .				
e Excess from 2013. . . .				

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

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

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

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

Part XV Supplementary Information (Complete this part only if the organization 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))

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

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 of the person to whom applications should be addressed

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* See Additional Data Table				
Total . . . . ▶ **3a**				878,210
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments			14	10,578	
4 Dividends and interest from securities. . . .			14	1,082,920	
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.					91
8 Gain or (loss) from sales of assets other than inventory			14	2,245,653	83,674
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. .					
11 Other revenue a MISCELLANEOUS REFUNDS					1,011
b PUBLICALL TRADED PARTNERSHIPS					51,233
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .				3,339,151	136,009

13 **Total.** Add line 12, columns (b), (d), and (e). 13 3,475,160

(See worksheet in line 13 instructions to verify calculations)

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

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

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

		Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash.	1a(1)		No
(2) Other assets.	1a(2)		No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization.	1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization.	1b(2)		No
(3) Rental of facilities, equipment, or other assets.	1b(3)		No
(4) Reimbursement arrangements.	1b(4)		No
(5) Loans or loan guarantees.	1b(5)		No
(6) Performance of services or membership or fundraising solicitations.	1b(6)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c		No

d If the answer to any of the above is "Yes," complete the following schedule Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received

(a) Line No	**(b)** Amount involved	**(c)** Name of noncharitable exempt organization	**(d)** Description of transfers, transactions, and sharing arrangements

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

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 or fiduciary) is based on all information of which preparer has any knowledge

****** | 2015-09-22 | ******

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ☐	PTIN
JAMES DANOWSKI CPA		2015-09-22		P00036673
Firm's name ▶ CULLEN & DANOWSKI LLP			Firm's EIN ▶ 11-2459188	
Firm's address ▶ 1650 ROUTE 112 PORT JEFFERSON STA, NY 117763060			Phone no (631) 473-3400	

Form 990PF Part VIII Line 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
JOSEPH ATTONITO 8 SARALINS WAY EAST QUOGUE,NY 11942	PRESIDENT/CH 5 00	74,039	0	0
ROBERT WATKINS 3025 VIA VIEJAS OESTE 3025 VIA VIEJAS ALPINE,CA 91901	VICE PRES /D 1 00	25,000	0	0
JAMES MAHONEY 7193 CRYSTAL LAKE DRIVE WEST PALM BEACH,FL 33411	TREASURER/DI 2 00	0	0	0
JUSTICE PETER FOX COHALAN 45 SUNSET DRIVE SAYVILLE,NY 11782	DIRECTOR 1 00	0	0	0
LYNNE C NOWICK 41 KING ARTHURS COURT ST JAMES,NY 11780	SECRETARY/DI 1 00	65,000	0	0

Form 990PF Part XV Line 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*				
STONY BROOK FOUNDATION 230 ADMINISTRATION STONY BROOK UNIVERSITY STONY BROOK, NY 11794			SCHOLARSHIP	300,000
STONY BROOK FOUNDATION 230 ADMINISTRATION STONY BROOK UNIVERSITY STONY BROOK, NY 11794			SCHOLARSHIP	25,000
SUFFOLK COUNTRY ARCHEOLOGICAL ASSOC PO BOX 1542 STONY BROOK, NY 11790			DOCUMENTARY PROJECT FUNDING	25,000
FRIENDS OF CALEB SMITH PRESERVE PO BOX 963 SMITHTOWN, NY 11787			EDUCATIONAL PROJECT FUNDING	76,000
NEW YORK UNIVERSITY 25 WEST FOURTH STREET SUITE 201A NEW YORK, NY 10012			EDUCATIONAL PROJECT FUNDING	125,250
FARMINGVILLE HISTORICAL SOCIETY PO BOX 311 FARMINGVILLE, NY 11738			RESTORATION PROJECT FUNDING	13,400
SUFFOLK COMMUNITY COLLEGE FOUNDATIO THE COTTAGE 533 COLLEGE ROAD SELDEN, NY 11784			SCHOLARSHIP	30,000
SHINNECOCK SEWANKA SOCIETY INC 14 NORTH HOWELLS POINT R BELLPORT VILLAGE, NY 11713			HONORING PROJECT FUNDING	1,000
SUFFOLK COUNTY HISTORICAL SOCIETY 300 W MAIN STREET RIVERHEAD, NY 11901			RESTORATION PROJECT FUNDING	50,000
FRIENDS OF CONNETQUOT STATE PARK PO BOX 472 OAKDALE, NY 11769			RESTORATION PROJECT FUNDING	50,000
LONG ISLAND MARITIME MUSEUM 88 WEST AVENUE WEST SAYVILLE, NY 11976			RESTORATION PROJECT FUNDING	25,000
SHELTER ISLAND HISTORICAL SOCIETY 16 S FERRY ROAD PO BOX 847 SHELTER ISLAND, NY 11964			CAPITAL CAMPAIGN FUNDING	25,000
MONTAUK HISTORICAL SOCIETY PO BOX 295 MONTAUK, NY 11954			MUSEUM FUNDING	50,000
THE LONG ISLAND MUSEUM 1200 ROUTE 25A STONY BROOK, NY 11790			MUSEUM EXHIBITION FUNDING	5,000
HAMPTON BAYS LIONS CLUB 5E SQUIRES AVENUE EAST QUOGUE, NY 11942			FUNDRAISER CONTRIBUTION	1,500
Total . . . . ▶ **3a**				878,210

Form 990PF Part XV Line 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*				
SUFFOLK COUNTY HISTORICAL SOCIETY 300 W MAIN STREET RIVERHEAD, NY 11901			PRESERVATION PROJECT FUNDING	17,500
SHINNECOCK NATION CULTURAL CENTER 100 MONTAUK HIGHWAY PO BOX 5059 SOUTHAMPTON, NY 11969			MUSEUM FUNDING	58,560
Total . . . . ▶ **3a**				878,210

TY 2013 Accounting Fees Schedule

Name: ROBERT DAVID LION GARDINER FOUNDATION INC

EIN: 13-3354308

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INDIRECT ACCOUNTING FEES	24,960			24,960

TY 2013 Compensation Explanation

Name: ROBERT DAVID LION GARDINER FOUNDATION INC

EIN: 13-3354308

Person Name	Explanation
JOSEPH ATTONITO	
ROBERT WATKINS	
JAMES MAHONEY	
JUSTICE PETER FOX COHALAN	
LYNNE C NOWICK	

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2013 Depreciation Schedule

Name: ROBERT DAVID LION GARDINER FOUNDATION INC

EIN: 13-3354308

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
TELEPHONE SYSTEM	2011-09-22	1,170	1,170	200DB	7 0000				
LENOVO COMPUTER	2013-12-17	1,284		200DB	5 0000	471			
COMPUTER	2014-06-11	959		200DB	5 0000	192			

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2013 Gain/Loss from Sale of Other Assets Schedule

Name: ROBERT DAVID LION GARDINER FOUNDATION INC

EIN: 13-3354308

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
SENTINEL SMALL COMPANY FUND	2013-06	PURCHASE	2013-01		821,962	943,546			-121,584	
BUCKEYE PARTNERS, LP	2013-08	PURCHASE	2013-12		301,558	305,910			-4,352	
AMERICAN CENTURY EQUITY INCOME	2013-08	PURCHASE	2013-12		1,055,859	1,075,900			-20,041	
BLACKROCK GLOBAL LONG/SHORT	2013-06	PURCHASE	2013-12		2,000,000	1,975,814			24,186	
BLACKROCK GLOBAL LONG/SHORT	2013-06	PURCHASE	2014-01		200,000	196,485			3,515	
BLACKROCK MULTI ASSET INCOME	2013-08	PURCHASE	2014-01		2,561,883	2,453,965			107,918	
HARTFORD EQUITY INCOME FUND	2013-08	PURCHASE	2014-01		2,191,108	2,086,853			104,255	
PLAINS ALL AMERICAN PIPELINE	2013-08	PURCHASE	2014-01		810,067	842,560			-32,493	
CITIGROUP INC	2013-08	PURCHASE	2014-03		296,875	301,546			-4,671	
EAGLE GROWTH & INCOME FUND	2013-08	PURCHASE	2014-03		2,259,791	2,083,307			176,484	
GILEAD SCIENCES	2013-08	PURCHASE	2014-03		391,846	284,450			107,396	
AEGIS VALUE FUND	2013-12	PURCHASE	2014-03		2,981,656	2,910,950			70,706	
BLACKROCK GLOBAL LONG/SHORT	2013-06	PURCHASE	2014-03		3,050,718	2,976,105			74,613	
POTASH CORP - SAKSKATCHEWAN	2009-08	PURCHASE	2014-04		100,497	107,458			-6,961	
WELLS FARGO & CO	2009-09	PURCHASE	2014-04		185,000	190,130			-5,130	
FRANKLIN BIOTECH DISC	2013-08	PURCHASE	2014-04		2,468,200	2,404,188			64,012	
MICRON TECHNOLOGY	2013-08	PURCHASE	2014-04		433,144	322,400			110,744	
MAINSTAY MARKETFIELD	2013-08	PURCHASE	2014-04		1,158,670	1,136,131			22,539	
VERTEX PHARMACEUTICALS	2014-01	PURCHASE	2014-04		464,375	593,927			-129,552	
GOLDMAN SACHS GROUP	2009-08	PURCHASE	2014-05		250,000	270,654			-20,654	
GENERAL ELECTRIC CAPITAL	2009-08	PURCHASE	2014-05		100,000	107,953			-7,953	
MFS NEW DISCOVERY	2013-09	PURCHASE	2014-05		953,154	1,088,765			-135,611	
WILLIAM BLAIR SMALL MID CAP	2013-06	PURCHASE	2014-05		2,000,000	1,919,891			80,109	
BLACKROCK INC	2013-08	PURCHASE	2014-06		122,021	108,036			13,985	
BURGER KING WORLDWIDE	2014-04	PURCHASE	2014-06		379,980	395,100			-15,120	
MYLAN INC	2014-04	PURCHASE	2014-06		247,983	260,071			-12,088	
WELLS FARGO ADVANTAGE DISCOVERY	2013-10	PURCHASE	2014-06		1,001,267	1,065,038			-63,771	
CHICAGO BRIDGE & IRON	2013-10	PURCHASE	2014-06		409,979	353,488			56,491	
FACEBOOK INC	2013-10	PURCHASE	2014-06		316,433	254,865			61,568	
KINDER MORGAN	2013-08	PURCHASE	2014-06		343,473	360,800			-17,327	

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
SENTINEL CONSERVATIVE STRATEGIES	2013-08	PURCHASE	2014-06		599,124	559,193			39,931	
BOEING COMPANY	2014-01	PURCHASE	2014-06		268,752	283,228			-14,476	
JP MORGAN STRATEGIC INCOME OPP	2013-08	PURCHASE	2014-06		254,781	253,080			1,701	
LORD ABBETT GROWTH LEADERS FUND	2013-09	PURCHASE	2014-07		1,000,000	949,170			50,830	
YAHOO INC	2013-10	PURCHASE	2014-07		597,947	609,819			-11,872	
BLAIR WILLIAM SMALL MIDCAP GROWTH	2014-07	PURCHASE	2014-07		950,306	902,657			47,649	
ALASKA AIR GROUP	2014-06	PURCHASE	2014-08		439,965	496,869			-56,904	
LORD ABBETT GROWTH LEADERS FUND	2013-09	PURCHASE	2014-08		300,000	291,214			8,786	
ARTISAN GLOBAL VALUE FUND	2013-08	PURCHASE	2014-08		1,262,179	1,112,074			150,105	
EVENTIDE HEALTHCARE & LIFE SCIENCES	2014-01	PURCHASE	2014-08		1,738,715	2,000,000			-261,285	
INVESCO EUROPEAN SMALL CO FUND	2014-07	PURCHASE	2014-08		300,000	297,933			2,067	
LORD ABBETT GROWTH LEADERS FUND	2013-09	PURCHASE	2014-08		1,000,000	942,637			57,363	
DREYFUS PREMIER GLOBAL EQUITY INCOME	2014-07	PURCHASE	2014-09		269,270	246,051			23,219	
LORD ABBETT GROWTH LEADERS FUND	2013-09	PURCHASE	2014-09		1,067,452	1,008,443			59,009	
NEUBERGER BERMAN MULTI-CAP OPP FUND	2014-07	PURCHASE	2014-09		850,699	800,000			50,699	
THIRD AVENUE FOCUSED CREDIT INSTL	2013-08	PURCHASE	2014-10		4,963,259	5,306,235			-342,976	
RS INVESTORS FUND CLASS Y BOND	2014-07	PURCHASE	2014-10		976,491	1,000,000			-23,509	
INVESCO ENERGY FUND	2014-07	PURCHASE	2014-10		842,537	1,000,000			-157,463	
INVESCO EUROPEAN SMALL CO FUND	2014-07	PURCHASE	2014-11		102,637	110,254			-7,617	
MFS SER TR V INTL NEW DISCOVERY	2014-07	PURCHASE	2014-11		997,865	1,010,661			-12,796	

TY 2013 Investments Corporate Bonds Schedule

Name: ROBERT DAVID LION GARDINER FOUNDATION INC

EIN: 13-3354308

Name of Bond	End of Year Book Value	End of Year Fair Market Value
GENERAL ELECTRIC CAP CORP		
WELLS FARGO		
GOLDMAN SACHS GROUP INC		
POTASH CORP-SAKSKATCHEWAN		

TY 2013 Investments Corporate Stock Schedule

Name: ROBERT DAVID LION GARDINER FOUNDATION INC

EIN: 13-3354308

Name of Stock	End of Year Book Value	End of Year Fair Market Value
AEGIS VALUE FUND INC		
ALPS/KOTAK INDIA GROWTH	1,000,000	1,131,557
AMERICAN CENTURY		
ARTISAN GLOBAL		
BLACKROCK BASIC	3,000,000	3,277,865
BLACKROCK GLOBAL		
BLACKROCK INC		
BLACKROCK MULTI ASSET		
BROOKFIELD GLOBAL LISTED INFRAST	4,133,007	4,531,731
CHICAGO BRIDGE & IRON NV		
CITIGROUP INC		
CLEARBRIDGE AGGRESSIVE GROWTH	2,049,260	2,712,845
COLUMBIA CONTRARIAN CORE FUND	3,496,084	4,065,777
COLUMBIA STRATEGIC INCOME FUND	1,215,180	1,189,565
DELAWARE HEALTHCARE FUND	4,749,064	5,998,543
DELAWARE VALUE FUND INSTITUTIONAL CL	1,503,849	1,547,897
DEUTSCHE GLOBAL INFRASTRUCTURE FUND	529,073	661,515
DREYFUS DYNAMIC TOTAL RETURN	2,000,000	2,035,737
DREYFUS GLOBAL EQUITY INCOME		
DREYFUS OPPORTUNISTIC MIDCAP	1,254,616	1,386,080
DWS REEF GLOBAL INFRASTRUCTURE		
EAGLE GROWTH & INCOME FUND		
FACEBOOK INC		
FRANKLIN BIOTECH	2,689,683	3,403,784
GILEAD SCIENCES	212,629	200,640
GOLDMAN SACHS MLP ENERGY INFRASTRUCT	2,089,588	2,211,907
GOLDMAN SACHS RISING DIVIDEND	1,023,001	1,283,012
HARTFORD EQUITY INCOME		
HOME DEPOT	75,140	99,400
INVESCO EUROPEAN		

Name of Stock	End of Year Book Value	End of Year Fair Market Value
JANUS BALANCED	2,130,090	2,396,775
JANUS CONTRARIAN FUND I	1,500,000	1,560,528
JP MORGAN STRATEGIC INCOME		
LOOMIS SAYLES STRATEGIC INCOME FUND	1,017,796	1,008,327
LORD ABBETT GROWTH LEADERS	1,058,444	1,081,350
MAINSTAY MARKETFIELD		
MFS DIVERSIFIED INCOME FUND	2,862,572	2,946,335
MFS EQUITY OPPORTUNITY FUND	4,612,241	5,075,891
MFS GLOBAL EQUITY FUND	2,308,931	2,657,355
MFS GROWTH	1,862,966	2,226,952
MFS MASSACHUSETTS INVESTOR	4,950,540	5,997,896
MFS NEW DISCOVERY		
MFS NEW DISCOVERY		
MFS UTILITIES FUND	4,295,025	4,855,268
MFS UTILITIES FUND CLASS I		
MFS VALUE FUND CLASS A		
MFS VALUE FUND CLASS I	3,065,865	3,496,254
MICRON TECHNOLOGIES	1,325,100	1,797,500
NEUBERGER STRATEGIC INCOME	2,003,791	2,002,016
NUVEEN SANTA BARBARA DIV GROWTH	1,806,054	2,210,028
PUTNAM CAPITAL SPECTRUM BOND FUND	1,626,230	2,164,399
SALIENT MLP & ENERGY INFRASTRUCTURE	1,514,187	1,326,270
SANDISK	965,089	1,034,600
SENTINEL CONSERVATIVE STRATEGIES		
SENTINEL SMALL COMPANY FUND		
SPDR S&P BIOTECH	115,940	179,810
STERLING CAPITAL EQUITY INCOME	2,093,573	2,247,664
STERLING CAPITAL SPECIAL OPPORTUNITI	1,000,000	1,000,817
TCW GALILEO T/R BOND FUND	113,065	118,127
THIRD AVENUE FOCUSED CREDIT		

Name of Stock	End of Year Book Value	End of Year Fair Market Value
TORTOISE MLP & PIPELINE	2,119,286	2,079,136
WELLS FARGO ADVANTAGE DISCOVERY		
WELLS FARGO ADVANTAGE LG CP CORE	1,000,000	1,071,037
WELLS FARGO DIVERSIFIED INCOME		
WELLS FARGO PREMIER LARGE COMPANY GR	1,060,582	1,483,339
WELLS FARGO PREMIER LG CO		
WFA DIVERSIFIED INCOME BUILDER	1,075,242	1,148,486
WILLIAM BLAIR SMALL MID CAP		
YAHOO INC.		

TY 2013 Investments - Other Schedule

Name: ROBERT DAVID LION GARDINER FOUNDATION INC

EIN: 13-3354308

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
BUCKEYE PARTNERS	AT COST		
HI-CRUSH PARTNERS	AT COST	700,827	552,600
KINDER MORGAN	AT COST		
MAGELLAN MIDSTREAM PARTNERS	AT COST	654,000	994,680
PLAINS ALL AMERICAN PIPELINE	AT COST		

TY 2013 Land, Etc. Schedule

Name: ROBERT DAVID LION GARDINER FOUNDATION INC

EIN: 13-3354308

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
EQUIPMENT	3,413	1,833	1,580	

TY 2013 Legal Fees Schedule

Name: ROBERT DAVID LION GARDINER FOUNDATION INC

EIN: 13-3354308

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INDIRECT LEGAL FEES	433,559			433,559

TY 2013 Other Expenses Schedule

Name: ROBERT DAVID LION GARDINER FOUNDATION INC

EIN: 13-3354308

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
INVESTMENT FEES	684,178	684,178	684,178	
CLEANING & MAINTENANCE	1,530			1,530
EQUIPMENT LEASE	8,143			8,143
PRINTING & COPYING	329			329
SUPPLIES	1,402			1,402
TELEPHONE	2,088			2,088
UTILITIES	1,124			1,124
INSURANCE	109			109
BOOKS AND SUBSCRIPTIONS	137			137
POSTAGE & MAILING	571			571
WORKERS COMP INSURANCE	727			727

TY 2013 Other Income Schedule

Name: ROBERT DAVID LION GARDINER
FOUNDATION INC

EIN: 13-3354308

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
OTHER INVESTMENT INCOME	91	91	91
MISCELLANEOUS REFUNDS	1,011		1,011
PUBLICALL TRADED PARTNERSHIPS	51,233		51,233

TY 2013 Other Professional Fees Schedule

Name: ROBERT DAVID LION GARDINER FOUNDATION INC

EIN: 13-3354308

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OTHER CONTRACT SERVICES	4,685			4,685

TY 2013 Substantial Contributors Schedule

Name: ROBERT DAVID LION GARDINER FOUNDATION INC

EIN: 13-3354308

Name	Address
R GARDINER FL TRUST	500 DELAWARE AVENUE SUITE 900 WILMINGTON, DE 19801

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TY 2013 Taxes Schedule

Name: ROBERT DAVID LION GARDINER FOUNDATION INC

EIN: 13-3354308

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
STATE FILING FEE	1,525			1,525
US FILING FEE	12,700			12,700
FOREIGN TAX	90			90