EXTENDED TO NOVEMBER 16, 2015

Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ Do not enter social security numbers on this form as it may be made public.

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

OMB No 1545-0052

2014

Open to Public Inspection

For calendar year 2014 or tax year beginning , and ending

Name of foundation
PLM FOUNDATION
PHILIP L. MILSTEIN, TRUSTEE

A Employer identification number: 13-7105558

Number and street (or P O box number if mail is not delivered to street address): 545 MADISON AVENUE — Room/suite: 600

B Telephone number: 212 339-2100

City or town, state or province, country, and ZIP or foreign postal code: NEW YORK, NY 10022

C If exemption application is pending, check here ▶ ☐

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

D 1. Foreign organizations, check here ▶ ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

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

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶$ 2,713,782.

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

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

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

	Line	(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	2,977,475.		N/A	
	2 Check ▶ ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	30.	30.		STATEMENT 2
	4 Dividends and interest from securities	84,849.	84,607.		STATEMENT 3
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	708,330.			STATEMENT 1
	b Gross sales price for all assets on line 6a 1,818,671.				
	7 Capital gain net income (from Part IV, line 2)		687,271.		
	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	2,066.	1,990.		STATEMENT 4
	12 **Total.** Add lines 1 through 11	3,772,750.	773,898.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees				
	c Other professional fees				
	17 Interest	7,769.	7,769.		0.
	18 Taxes STMT 5	6,752.	1,012.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 6	12,299.	12,049.		250.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	26,820.	20,830.		250.
	25 Contributions, gifts, grants paid	5,928,762.			5,928,762.
	26 **Total expenses and disbursements.** Add lines 24 and 25	5,955,582.	20,830.		5,929,012.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	<2,182,832.>			
	b **Net investment income** (if negative, enter -0-)		753,068.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

SCANNED NOV 19 2015

ENVELOPE POSTMARK DATE NOV 1 2 2015

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423501 11-24-14 LHA For Paperwork Reduction Act Notice, see instructions. Form **990-PF** (2014)

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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	59,014.	41,921.	41,921.
	2 Savings and temporary cash investments			
	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	12,566.	11,826.	11,826.
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 7	4,645,026.	2,480,027.	2,660,035.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	4,716,606.	2,533,774.	2,713,782.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ [X] and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	4,716,606.	2,533,774.	
	30 **Total net assets or fund balances**	4,716,606.	2,533,774.	
	31 **Total liabilities and net assets/fund balances**	4,716,606.	2,533,774.	

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	4,716,606.
2	Enter amount from Part I, line 27a	2	<2,182,832.>
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	2,533,774.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	2,533,774.

Part IV Capital Gains and Losses for Tax on Investment Income

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

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e	1,818,671.		1,131,400.	687,271.

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				687,271.

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** 687,271.

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))
2013	6,455,635.	6,431,979.	1.003678
2012	6,296,808.	9,718,003.	.647953
2011	9,294,899.	15,268,046.	.608781
2010	5,539,183.	20,384,681.	.271733
2009	6,541,287.	21,698,301.	.301465

2	**Total** of line 1, column (d)	2	2.833610
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	.566722
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	4,303,196.
5	Multiply line 4 by line 3	5	2,438,716.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	7,531.
7	Add lines 5 and 6	7	2,446,247.
8	Enter qualifying distributions from Part XII, line 4	8	5,929,012.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ▶ [ ] and enter "N/A" on line 1. Date of ruling or determination letter: ________ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b		1	7,531.
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	0.
3 Add lines 1 and 2		3	7,531.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 **Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-		5	7,531.
6 Credits/Payments:			
a 2014 estimated tax payments and 2013 overpayment credited to 2014	6a 11,826.		
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d		7	11,826.
8 Enter any **penalty** for underpayment of estimated tax. Check here [ ] if Form 2220 is attached		8	
9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	
10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	4,295.
11 Enter the amount of line 10 to be: **Credited to 2015 estimated tax** ▶	4,295. Refunded ▶	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?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)?	1b		X
If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities			
c Did the foundation file **Form 1120-POL** for this year?	1c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ $ 0. (2) On foundation managers. ▶ $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a	X	
b If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7 Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ 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	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 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ DENIS BROSNAN, ACCT Telephone no. ▶ 212 339-2100

Located at ▶ 545 MADISON AVENUE, SUITE 600, NEW YORK, NY ZIP+4 ▶ 10022

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A

			Yes	No
16	At any time during calendar year 2014, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114, (formerly 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 instructions)? N/A	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 2014?	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 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? ☐ Yes ☒ No			
	If "Yes," list the years ▶ ____, ____, ____, ____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.) N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ____, ____, ____, ____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2014 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 2014.)* 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 2014?	4b		X

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (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)? 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
CHERYL MILSTEIN 545 MADISON AVENUE, SUITE 600 NEW YORK, NY 10022	TRUSTEE - AS NEEDED	0.	0.	0.
PHILIP MILSTEIN 545 MADISON AVENUE, SUITE 600 NEW YORK, NY 10022	TRUSTEE - AS NEEDED	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	4,159,595.
b	Average of monthly cash balances		1b	197,021.
c	Fair market value of all other assets		1c	12,111.
d	**Total** (add lines 1a, b, and c)		1d	4,368,727.
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	4,368,727.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	65,531.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4		5	4,303,196.
6	**Minimum investment return.** Enter 5% of line 5		6	215,160.

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	215,160.
2a	Tax on investment income for 2014 from Part VI, line 5	2a 7,531.		
b	Income tax for 2014. (This does not include the tax from Part VI.)	2b 3,550.		
c	Add lines 2a and 2b		2c	11,081.
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	204,079.
4	Recoveries of amounts treated as qualifying distributions		4	0.
5	Add lines 3 and 4		5	204,079.
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	204,079.

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	5,929,012.
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	5,929,012.
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	7,531.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	5,921,481.

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 2013	(c) 2013	(d) 2014
1 Distributable amount for 2014 from Part XI, line 7				204,079.
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only			0.	
b Total for prior years: ____ , ____ , ____		0.		
3 Excess distributions carryover, if any, to 2014:				
a From 2009 5,468,887.				
b From 2010 4,542,736.				
c From 2011 8,533,087.				
d From 2012 5,830,936.				
e From 2013 6,145,516.				
f **Total** of lines 3a through e	30,521,162.			
4 Qualifying distributions for 2014 from Part XII, line 4: ▶ $ 5,929,012.				
a Applied to 2013, 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 2014 distributable amount				204,079.
e Remaining amount distributed out of corpus	5,724,933.			
5 Excess distributions carryover applied to 2014 (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	36,246,095.			
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 2013. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2014. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2015				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2009 not applied on line 5 or line 7	5,468,887.			
9 **Excess distributions carryover to 2015.** Subtract lines 7 and 8 from line 6a	30,777,208.			
10 Analysis of line 9:				
a Excess from 2010 4,542,736.				
b Excess from 2011 8,533,087.				
c Excess from 2012 5,830,936.				
d Excess from 2013 6,145,516.				
e Excess from 2014 5,724,933.				

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2014, enter the date of the ruling ▶

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

	Tax year	Prior 3 years			
	(a) 2014	(b) 2013	(c) 2012	(d) 2011	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon: a "Assets" alternative test - enter: (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter: (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 **Information Regarding Foundation Managers:**

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

SEE STATEMENT 8

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

NONE

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

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

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
NEW YORK PRESBYTERIAN HOSPITAL 1541 BROADWAY NEW YORK, NY 10036		PC	PUBLIC CHARITY	2,500,000.
TICK-BORNE DISEASE ALLIANCE 244 FIFTH AVE NEW YORK, NY 10001		PC	CHARITY	1,000.
STARLIGHT CHILDREN'S FOUNDATION 1560 BROADWAY NEW YORK, NY 10036		PC	PUBLIC CHARITY	2,500.
AMERICAN FRIENDS BIBLE LANDS MUSEUM 275 MADISON AVE NEW YORK, NY 10016		PC	PUBLIC CHARITY	1,000.
PLAYWRIGHTS HORIZONS 416 WEST 42ND STREET NEW YORK, NY 10036		PC	PUBLIC CHARITY	1,000.
Total SEE CONTINUATION SHEET(S)			▶ 3a	5,928,762.
b Approved for future payment NONE				
Total			▶ 3b	0.

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)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income
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	30.	
4 Dividends and interest from securities			14	84,849.	
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	525990	76.	14	1,990.	
8 Gain or (loss) from sales of assets other than inventory	525990	27,218.	18	681,112.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		27,294.		767,981.	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 795,275.

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

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

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

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

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

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

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

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

b If "Yes," complete the following schedule.

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

Sign Here

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

▶ Philip L. Milstein 11/10/15 ▶ TRUSTEE

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
	Firm's name ▶			Firm's EIN ▶	
	Firm's address ▶			Phone no.	

Form **990-PF** (2014)

423622
11-24-14

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.
▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at *www.irs.gov/form990*.

OMB No 1545-0047

2014

Name of the organization	Employer identification number
PLM FOUNDATION PHILIP L. MILSTEIN, TRUSTEE	13-7105558

Organization type (check one):

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling $5,000 or more (in money or property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

Special Rules

☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II.

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc , purposes, but no such contributions totaled more than $1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling $5,000 or more during the year ▶ $ ____________

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization	Employer identification number
PLM FOUNDATION PHILIP L. MILSTEIN, TRUSTEE	13-7105558

Part I **Contributors** (see instructions) Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	THE VLM CHARITABLE LEAD ANNUITY TRUST 545 MADISON AVE., SUITE 600 NEW YORK, NY 10022	$ 2,152,923.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
2	PHILIP L MILSTEIN 545 MADISON AVE., SUITE 600 NEW YORK, NY 10022	$ 361,920.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
3	PHILIP L MILSTEIN 545 MADISON AVE., SUITE 600 NEW YORK, NY 10022	$ 462,632.	Person [X] Payroll [ ] Noncash [X] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)

Name of organization	Employer identification number
PLM FOUNDATION PHILIP L. MILSTEIN, TRUSTEE	13-7105558

Part II **Noncash Property** (see instructions) Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
3	STOCKS	$ 462,632.	VARIOUS

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

Name of organization: PLM FOUNDATION
PHILIP L. MILSTEIN, TRUSTEE

Employer identification number: 13-7105558

Part III Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than $1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of $1,000 or less for the year (Enter this info once) ▶ $

Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

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	ALEXANDER & BALDWIN INC	D	06/05/09	09/23/14
b	BUCKEYE PARTNERS	D	12/31/11	06/02/14
c	EBAY INC	D	02/10/05	08/28/14
d	EXXON MOBIL CORP	D	08/25/11	05/28/14
e	EXXON MOBIL CORP	D	11/04/10	05/28/14
f	EXXON MOBIL CORP	D	04/22/10	05/28/14
g	EXXON MOBIL CORP	D	07/13/09	05/28/14
h	HALLIBURTON COMPANY COM	D	08/25/11	06/27/14
i	HALLIBURTON COMPANY COM	D	08/29/11	06/27/14
j	KRAFT FOODS GROUP INC	D	11/11/10	09/23/14
k	KRAFT FOODS GROUP INC	D	11/08/10	09/23/14
l	KRAFT FOODS GROUP INC	D	11/05/10	09/23/14
m	KRAFT FOODS GROUP INC	D	11/15/10	09/23/14
n	KRAFT FOODS GROUP INC	D	06/13/11	09/23/14
o	KRAFT FOODS GROUP INC	D	07/20/11	09/23/14

	(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	18,706.		6,636.	12,070.
b	58,066.		30,452.	27,614.
c	83,233.		59,394.	23,839.
d	10,159.		7,334.	2,825.
e	10,159.		6,837.	3,322.
f	10,159.		6,853.	3,306.
g	30,477.		20,128.	10,349.
h	17,438.		10,169.	7,269.
i	17,438.		10,601.	6,837.
j	936.		532.	404.
k	936.		542.	394.
l	4,662.		2,699.	1,963.
m	936.		539.	397.
n	936.		592.	344.
o	936.		617.	319.

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				12,070.
b				27,614.
c				23,839.
d				2,825.
e				3,322.
f				3,306.
g				10,349.
h				7,269.
i				6,837.
j				404.
k				394.
l				1,963.
m				397.
n				344.
o				319.

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	

423591
05-01-14

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	KRAFT FOODS GROUP INC	D	07/25/11	09/23/14
b	KRAFT FOODS GROUP INC	D	07/26/11	09/23/14
c	KRAFT FOODS GROUP INC	D	08/16/11	09/23/14
d	KRAFT FOODS GROUP INC	D	08/25/11	09/23/14
e	KRAFT FOODS GROUP INC	D	08/19/11	09/23/14
f	KRAFT FOODS GROUP INC	D	07/13/11	09/23/14
g	LOCKHEED MARTIN CORP	D	12/02/11	04/15/14
h	LOCKHEED MARTIN CORP	D	10/28/11	04/15/14
i	LOCKHEED MARTIN CORP	D	09/14/11	04/15/14
j	LOCKHEED MARTIN CORP	D	08/15/11	04/15/14
k	MATSON INC	D	03/21/05	11/10/14
l	NESTLE S A SPONSORED ADR	D	11/16/09	05/28/14
m	NESTLE S A SPONSORED ADR	D	11/18/09	05/28/14
n	NESTLE S A SPONSORED ADR	D	11/27/09	05/28/14
o	NESTLE S A SPONSORED ADR	D	04/21/10	05/28/14

	(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	936.		614.	322.
b	936.		612.	324.
c	936.		600.	336.
d	1,872.		1,185.	687.
e	936.		594.	342.
f	3,745.		2,474.	1,271.
g	7,805.		3,925.	3,880.
h	39,025.		18,853.	20,172.
i	7,805.		3,655.	4,150.
j	7,805.		3,503.	4,302.
k	145,931.		104,650.	41,281.
l	18,660.		11,383.	7,277.
m	19,438.		11,941.	7,497.
n	7,775.		4,735.	3,040.
o	11,663.		7,313.	4,350.

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				322.
b				324.
c				336.
d				687.
e				342.
f				1,271.
g				3,880.
h				20,172.
i				4,150.
j				4,302.
k				41,281.
l				7,277.
m				7,497.
n				3,040.
o				4,350.

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	

423591
05-01-14

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	NESTLE S A SPONSORED ADR	D	01/05/11	05/28/14
b	NESTLE S A SPONSORED ADR	D	03/02/11	05/28/14
c	NESTLE S A SPONSORED ADR	D	07/22/11	05/28/14
d	NESTLE S A SPONSORED ADR	D	08/19/11	05/28/14
e	NESTLE S A SPONSORED ADR	D	09/15/11	05/28/14
f	VANGUARD NATURAL RESOURCES	D	12/31/11	06/27/14
g	VARIAN MED SYS INC	D	09/23/11	06/27/14
h	VARIAN MED SYS INC	D	09/14/11	06/27/14
i	VARIAN MED SYS INC	D	09/01/11	06/27/14
j	VARIAN MED SYS INC	D	08/31/11	06/27/14
k	PARAGON OFFSHORE PLC	D	04/01/11	08/29/14
l	IAC / INTERACTIVECORP	D	01/01/76	12/12/14
m	CABLEVISION	D	01/29/13	03/13/14
n	HESS	D	06/22/12	03/13/14
o	NON-TAXABLE GAIN OF DONATED SHARES	D	VARIOUS	VARIOUS

	(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	1,944.		1,399.	545.
b	2,721.		1,992.	729.
c	3,888.		3,162.	726.
d	3,888.		3,093.	795.
e	7,775.		5,694.	2,081.
f	35,945.		31,874.	4,071.
g	8,411.		5,012.	3,399.
h	16,822.		10,328.	6,494.
i	4,206.		2,781.	1,425.
j	4,206.		2,871.	1,335.
k	6.		11.	<5.>
l	32,880.		24,327.	8,553.
m	85,830.		77,595.	8,235.
n	55,901.		29,043.	26,858.
o	562,940.		562,940.	0.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				545.
b				729.
c				726.
d				795.
e				2,081.
f				4,071.
g				3,399.
h				6,494.
i				1,425.
j				1,335.
k				<5.>
l				8,553.
m				8,235.
n				26,858.
o				0.

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	

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Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	KINGDON FAMILY PARTNERSHIP	P	VARIOUS	VARIOUS
b	KINGDON FAMILY PARTNERSHIP	P	VARIOUS	VARIOUS
c	KINGDON FAMILY PARTNERSHIP	P	VARIOUS	VARIOUS
d	KINGDON FAMILY PARTNERSHIP	P	VARIOUS	VARIOUS
e	UBTI GAIN FROM KINGDON FAMILY PARTNERSHIP	P	12/31/14	12/31/14
f	UBTI GAIN FROM KINGDON FAMILY PARTNERSHIP	P	12/31/14	12/31/14
g	OGDEN CAP ASSOCIATES	P	VARIOUS	VARIOUS
h	OGDEN CAP ASSOCIATES	P	VARIOUS	VARIOUS
i				
j				
k				
l				
m				
n				
o				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	152,229.			152,229.
b	262,266.			262,266.
c			839.	<839.>
d			1,259.	<1,259.>
e			17,226.	<17,226.>
f			9,992.	<9,992.>
g	102.			102.
h	36,266.			36,266.
i				
j				
k				
l				
m				
n				
o				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				152,229.
b				262,266.
c				<839.>
d				<1,259.>
e				<17,226.>
f				<9,992.>
g				102.
h				36,266.
i				
j				
k				
l				
m				
n				
o				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter "-0-" in Part I, line 7 }	2	687,271.
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

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Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
CITY MEALS ON WHEELS 355 LEXINGTON AVE NEW YORK, NY 10017		PC	PUBLIC CHARITY	2,500.
TEMPLE ISRAEL CENTER 280 MAMARONECK RD WHITE PLAINS, NY 10605		PC	PUBLIC CHARITY	1,000.
NEW YORK CITY POLICE FOUNDATION, INC 555 FIFTH AVE NEW YORK, NY 10017		PC	PUBLIC CHARITY	5,000.
MOUNT SINAI CRYSTAL PARTY ONE GUSTAVE L LEVY PLACE BOX 1049 NEW YORK, NY 10029		PC	PUBLIC CHARITY	25,000.
CITIZENS BUDGET COMMISSION TWO PENN PLAZA NEW YORK, NY 10121		PC	PUBLIC CHARITY	2,500.
HARLEM CHILDRENS ZONE 162 WEST 56TH STREET NEW YORK, NY 10019		PC	PUBLIC CHARITY	10,000.
ORPHEUS CHAMBER ORCHESTRA 490 RIVERSIDE DRIVE, 11TH FLOOR NEW YORK, NY 10027		PC	PUBLIC CHARITY	10,000.
JCRC 225 WEST 34TH STREET SUITE 1607 NEW YORK, NY 10122		PC	PUBLIC CHARITY	2,500.
ISGAP 165 EAST 56TH STREET NEW YORK, NY 10022		PC	PUBLIC CHARITY	25,000.
AIEF 251 H STREET, NW WASHINGTON, DC 20001		PC	PUBLIC CHARITY	75,000.
Total from continuation sheets				3,423,262.

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
COLUMBIA UNIVERSITY 622 WEST 113TH STREET NEW YORK, NY 10025		PC	PUBLIC CHARITY	15,000.
BIG BROTHERS BIG SISTERS NYC, INC 223 EAST 30TH STREET NEW YORK, NY 10016		PC	PUBLIC CHARITY	5,000.
COLUMBIA UNIVERSITY 622 WEST 113TH STREET NEW YORK, NY 10025		PC	PUBLIC CHARITY	1,000,000.
COLUMBIA BARNARD HILLEL 606 WEST 115TH STREET NEW YORK, NY 10025		PC	PUBLIC CHARITY	5,000.
NATIONAL MUSEUM OF AMERICAN JEWISH HIST 101 SOUTH INDEPENDENCE MALL EAST PHILADELPHIA, PA 19106		PC	PUBLIC CHARITY	25,000.
JAZZ AT LINCOLN CENTER 3 COLUMBUS CIRCLE NEW YORK, NY 10019		PC	PUBLIC CHARITY	10,000.
THE JED FOUNDATION 1140 BROADWAY, SUITE 803 NEW YORK, NY 10001		PC	PUBLIC CHARITY	10,000.
MUSEUM OF MODERN ART 11 WEST 53RD STREET NEW YORK, NY 10019-5497		PC	PUBLIC CHARITY	1,000.
THE ACTORS FUND 729 SEVENTH AVE 10TH FLOOR NEW YORK, NY 10019		PC	PUBLIC CHARITY	2,500.
CITY PARKS FOUNDATION 830 5TH AVE NEW YORK, NY 10065		PC	PUBLIC CHARITY	5,000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
CASACOLUMBIA 633 THIRD AVE NEW YORK, NY 10017		PC	PUBLIC CHARITY	1,000.
ORPHEUS CHAMBER ORCHESTRA 490 RIVERSIDE DRIVE, 11TH FLOOR NEW YORK, NY 10027		PC	CASACOLUMBIA	5,000.
SCARSDALE EDGEMONT FAMILY COUNSELING 14 HARDWOOD COURT, SUITE 405 SCARSDALE, NY 10583		PC	PUBLIC CHARITY	5,000.
PALM BEACH COUNTRY CLUB FOUNDATION 760 N OCEAN BLVD PALM BEACH, FL 33480		PC	PUBLIC CHARITY	2,000.
COLUMBIA UNIVERSITY 622 WEST 113TH STREET NEW YORK, NY 10025		PC	PUBLIC CHARITY	200,000.
BARNARD COLLEGE 3009 BROADWAY NEW YORK, NY 10027		PC	PUBLIC CHARITY	100,000.
CORNELL UNIVERSITY 130 EAST SENECA STREET NEW YORK, NY 14850		PC	PUBLIC CHARITY	2,500.
LIJ HEALTH SYSTEM FOUNDATION 125 COMMUNITY DR GREAT NECK, NY 11021		PC	PUBLIC CHARITY	1,000.
COLUMBIA UNIVERSITY 622 WEST 113TH STREET NEW YORK, NY 10025		PC	PUBLIC CHARITY	6,250.
OVERCOMING OBSTACLES 125 MAIDEN LANE NEW YORK, NY 10038		PC	PUBLIC CHARITY	500.
Total from continuation sheets				

Part XV | Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
ALVIN AILEY DANCE FOUNDATION 405 WEST 55TH STREET NEW YORK, NY 10019-4402		PC	PUBLIC CHARITY	10,000.
COLUMBIA UNIVERSITY 622 WEST 113TH STREET NEW YORK, NY 10025		PC	PUBLIC CHARITY	6,000.
AMERICAN FRIENDS OF THE ISRAEL MUSEUMS 500 FIFTH AVE NEW YORK, NY 10110		PC	PUBLIC CHARITY	25,000.
FILM SOCIETY OF LINCOLN CENTER 165 WEST 65TH STREET NEW YORK, NY 10023		PC	PUBLIC CHARITY	15,000.
COMMUNITY IMPACT 105 EARL HALL NEW YORK, NY 10027		PC	PUBLIC CHARITY	25,000.
JEWISH FEDERATION OF PALM BEACH 4601 COMMUNITY DR WEST PALM BEACH, FL 33417		PC	PUBLIC CHARITY	1,500.
NEIGHBORS LINK 27 COLUMBUS AVE MOUNT KISCO, NY 10549		PC	PUBLIC CHARITY	5,000.
THE ALS ASSOCIATION 42 BROADWAY SUITE 1724 NEW YORK, NY 10004		PC	PUBLIC CHARITY	5,000.
CURE 430 WEST ERIE ST SUITE 210 CHICAGO, IL 60654		PC	PUBLIC CHARITY	5,000.
LEAKE AND WATTS 463 HAWTHORNE AVE YONKERS, NY 10705		PC	PUBLIC CHARITY	5,000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
TEMPLE ISRAEL CENTER 280 OLD MAMARONECK RD WHITE PLAINS, NY 10605		PC	PUBLIC CHARITY	1,000.
THE METROPOLITAN MUSEUM OF ART 1000 FIFTH AVE NEW YORK, NY 10028		PC	PUBLIC CHARITY	5,000.
NEW YORK CITY CENTER 130 WEST 56TH STREET NEW YORK, NY 10019		PC	PUBLIC CHARITY	5,000.
HOPE AND HEROES CHILDREN'S CANCER FUND 161 FORT WASHINGTON AVE NEW YORK, NY 10032		PC	PUBLIC CHARITY	5,000.
THE STUDIO MUSEUM OF HARLEM 144 WEST 125TH STREET NEW YORK, NY 10027		PC	PUBLIC CHARITY	5,000.
BIG APPLE CIRCUS ONE METROTECH CENTER NORTH BROOKLYN, NY 12586		PC	PUBLIC CHARITY	2,500.
UNITED STATES HOLOCAUST MEMORIAL MUSEUM 100 RAOUL WALLENBERG PLACE SW WASHINGTON, DC 20024		PC	PUBLIC CHARITY	25,000.
SCARSDALE EDGEMONT FAMILY COUNSELING 14 HARWOOD COURT #405 SCARSDALE, NY 10583		PC	PUBLIC CHARITY	2,500.
SCARSDALE VOLUNTEER AMBULANCE CORP PO BOX 92 SCARSDALE, NY 10583		PC	PUBLIC CHARITY	25,000.
NATIONAL MUSEUM OF AMERICAN JEWISH HIST 101 SOUTH INDEPENDENCE MALL EAST PHILADELPHIA, PA 19106		PC	PUBLIC CHARITY	49,572.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
THE ALS ASSOCIATION GREATER NY CHAPTER 42 BROADWAY SUITE 1724 NEW YORK, NY 10004		PC	PUBLIC CHARITY	10,000.
COLUMBIA UNIVERSITY 622 WEST 113TH STREET NEW YORK, NY 10025		PC	PUBLIC CHARITY	10,000.
PALM BEACH UNITED WAY 44 COCOANUT ROW M201 PALM BEACH, FL 33480		PC	PUBLIC CHARITY	1,000.
COLUMBIA UNIVERSITY 622 WEST 113TH STREET NEW YORK, NY 10025		PC	PUBLIC CHARITY	1,000,000.
CAMP OAKHURST 1140 BROADWAY SUITE 903 NEW YORK, NY 10001		PC	PUBLIC CHARITY	1,000.
AIEF 251 H STREET, NW WASHINGTON, DC 20001		PC	PUBLIC CHARITY	50,000.
UNITED STATES HOLOCAUST MEMORIAL MUSEUM 100 RAOUL WALLENBERG PLACE SW WASHINGTON, DC 20024		PC	PUBLIC CHARITY	100,014.
NEW YORK UNIVERSITY 25 WEST FOURTH STREET NEW YORK, NY 10012		PC	PUBLIC CHARITY	99,848.
BARNARD COLLEGE 3009 BROADWAY NEW YORK, NY 10027		PC	PUBLIC CHARITY	337,156.
NEW YORK PHILHARMONIC 10 LINCOLN CENTER PLAZA NEW YORK, NY 10023		PC	PUBLIC CHARITY	25,922.
Total from continuation sheets				

FORM 990-PF GAIN OR (LOSS) FROM SALE OF ASSETS STATEMENT 1

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
ALEXANDER & BALDWIN INC			DONATED	06/05/09	09/23/14

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
18,706.	9,856.	0.	0.	8,850.

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
BUCKEYE PARTNERS			DONATED	12/31/11	06/02/14

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
58,066.	45,609.	0.	0.	12,457.

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
EBAY INC			DONATED	02/10/05	08/28/14

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
83,233.	74,475.	0.	0.	8,758.

(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
EXXON MOBIL CORP		DONATED	08/25/11	05/28/14

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
10,159.	0.	0.	0.	10,159.

(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
EXXON MOBIL CORP		DONATED	11/04/10	05/28/14

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
10,159.	0.	0.	0.	10,159.

(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
EXXON MOBIL CORP		DONATED	04/22/10	05/28/14

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
10,159.	0.	0.	0.	10,159.

(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
EXXON MOBIL CORP		DONATED	07/13/09	05/28/14

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
30,477.	47,718.	0.	0.	<17,241.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
HALLIBURTON COMPANY COM	DONATED	08/25/11	06/27/14

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
17,438.	0.	0.	0.	17,438.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
HALLIBURTON COMPANY COM	DONATED	08/29/11	06/27/14

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
17,438.	15,400.	0.	0.	2,038.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
KRAFT FOODS GROUP INC	DONATED	11/11/10	09/23/14

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
936.	0.	0.	0.	936.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
KRAFT FOODS GROUP INC	DONATED	11/08/10	09/23/14

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
936.	0.	0.	0.	936.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
KRAFT FOODS GROUP INC	DONATED	11/05/10	09/23/14

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
4,662.	0.	0.	0.	4,662.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
KRAFT FOODS GROUP INC	DONATED	11/15/10	09/23/14

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
936.	0.	0.	0.	936.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
KRAFT FOODS GROUP INC	DONATED	06/13/11	09/23/14

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
936.	0.	0.	0.	936.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
KRAFT FOODS GROUP INC	DONATED	07/20/11	09/23/14

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
936.	0.	0.	0.	936.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
KRAFT FOODS GROUP INC	DONATED	07/25/11	09/23/14

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
936.	0.	0.	0.	936.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
KRAFT FOODS GROUP INC	DONATED	07/26/11	09/23/14

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
936.	0.	0.	0.	936.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
KRAFT FOODS GROUP INC	DONATED	08/16/11	09/23/14

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
936.	0.	0.	0.	936.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
KRAFT FOODS GROUP INC	DONATED	08/25/11	09/23/14

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1,872.	0.	0.	0.	1,872.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
KRAFT FOODS GROUP INC	DONATED	08/19/11	09/23/14

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
936.	0.	0.	0.	936.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
KRAFT FOODS GROUP INC	DONATED	07/13/11	09/23/14

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
3,745.	12,639.	0.	0.	<8,894.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
LOCKHEED MARTIN CORP	DONATED	12/02/11	04/15/14

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
7,805.	0.	0.	0.	7,805.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
LOCKHEED MARTIN CORP	DONATED	10/28/11	04/15/14

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
39,025.	0.	0.	0.	39,025.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
LOCKHEED MARTIN CORP	DONATED	09/14/11	04/15/14

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
7,805.	0.	0.	0.	7,805.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
LOCKHEED MARTIN CORP	DONATED	08/15/11	04/15/14

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
7,805.	30,728.	0.	0.	<22,923.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
MATSON INC	DONATED	03/21/05	11/10/14

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
145,931.	137,700.	0.	0.	8,231.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
NESTLE S A SPONSORED ADR	DONATED	11/16/09	05/28/14

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
18,660.	0.	0.	0.	18,660.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
NESTLE S A SPONSORED ADR	DONATED	11/18/09	05/28/14

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
19,438.	0.	0.	0.	19,438.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
NESTLE S A SPONSORED ADR	DONATED	11/27/09	05/28/14

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
7,775.	0.	0.	0.	7,775.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
NESTLE S A SPONSORED ADR	DONATED	04/21/10	05/28/14

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
11,663.	0.	0.	0.	11,663.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
NESTLE S A SPONSORED ADR	DONATED	01/05/11	05/28/14

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1,944.	0.	0.	0.	1,944.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
NESTLE S A SPONSORED ADR	DONATED	03/02/11	05/28/14

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
2,721.	0.	0.	0.	2,721.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
NESTLE S A SPONSORED ADR	DONATED	07/22/11	05/28/14

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
3,888.	0.	0.	0.	3,888.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
NESTLE S A SPONSORED ADR	DONATED	08/19/11	05/28/14

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
3,888.	0.	0.	0.	3,888.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
NESTLE S A SPONSORED ADR	DONATED	09/15/11	05/28/14

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
7,775.	55,734.	0.	0.	<47,959.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
VANGUARD NATURAL RESOURCES	DONATED	12/31/11	06/27/14

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
35,945.	27,324.	0.	0.	8,621.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
VARIAN MED SYS INC	DONATED	09/23/11	06/27/14

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
8,411.	0.	0.	0.	8,411.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
VARIAN MED SYS INC	DONATED	09/14/11	06/27/14

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
16,822.	0.	0.	0.	16,822.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
VARIAN MED SYS INC	DONATED	09/01/11	06/27/14

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
4,206.	0.	0.	0.	4,206.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
VARIAN MED SYS INC	DONATED	08/31/11	06/27/14

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
4,206.	25,280.	0.	0.	<21,074.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PARAGON OFFSHORE PLC	DONATED	04/01/11	08/29/14

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
6.	0.	0.	0.	6.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
IAC / INTERACTIVECORP	DONATED	01/01/76	12/12/14

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
32,880.	33,282.	0.	0.	<402.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
CABLEVISION	DONATED	01/29/13	03/13/14

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
85,830.	87,050.	0.	0.	<1,220.>

(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
HESS		DONATED	06/22/12	03/13/14

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
55,901.	55,650.	0.	0.	251.

(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
NON-TAXABLE GAIN OF DONATED SHARES		DONATED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
562,940.	449,798.	0.	0.	113,142.

(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
KINGDON FAMILY PARTNERSHIP		PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
152,229.	0.	0.	0.	152,229.

(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
KINGDON FAMILY PARTNERSHIP		PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
262,266.	0.	0.	0.	262,266.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
KINGDON FAMILY PARTNERSHIP	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	839.	0.	0.	<839.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
KINGDON FAMILY PARTNERSHIP	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	1,259.	0.	0.	<1,259.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
UBTI GAIN FROM KINGDON FAMILY PARTNERSHIP	PURCHASED	12/31/14	12/31/14

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	0.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
UBTI GAIN FROM KINGDON FAMILY PARTNERSHIP	PURCHASED	12/31/14	12/31/14

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	0.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
OGDEN CAP ASSOCIATES	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
102.	0.	0.	0.	102.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
OGDEN CAP ASSOCIATES	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
36,266.	0.	0.	0.	36,266.

CAPITAL GAINS DIVIDENDS FROM PART IV	0.
TOTAL TO FORM 990-PF, PART I, LINE 6A	708,330.

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
BANK OF NEW YORK	27.	27.	
WELLS FARGO	3.	3.	
TOTAL TO PART I, LINE 3	30.	30.	

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
BANK OF NEW YORK CUSTODY	9,429.	0.	9,429.	9,429.	
KINGDON FAMILY PARTNERSHIP	11,635.	0.	11,635.	11,635.	
KINGDON FAMILY PARTNERSHIP	10,642.	0.	10,642.	10,642.	
KINGDON FAMILY PARTNERSHIP	234.	0.	234.	0.	
OGDEN CAP ASSOCIATES	28,730.	0.	28,730.	28,730.	
OGDEN CAP ASSOCIATES	2,146.	0.	2,146.	2,146.	
OGDEN CAP ASSOCIATES	8.	0.	8.	0.	
WELLS FARGO	22,025.	0.	22,025.	22,025.	
TO PART I, LINE 4	84,849.	0.	84,849.	84,607.	

FORM 990-PF OTHER INCOME STATEMENT 4

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
KINGDON FAMILY PARTNERSHIP	<5,241.>	<5,241.>	
UBTI FROM KINGDON FAMILY PARTNERSHIP	76.	0.	
OGDEN CAP ASSOCIATES LLC	31.	31.	
BOARDWALK PARTNERS	7,200.	7,200.	
TOTAL TO FORM 990-PF, PART I, LINE 11	2,066.	1,990.	

FORM 990-PF TAXES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL EXCISE TAX	5,740.	0.		0.
FOREIGN TAXES	1,012.	1,012.		0.
TO FORM 990-PF, PG 1, LN 18	6,752.	1,012.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES	12,049.	12,049.		0.
FILING FEES	250.	0.		250.
TO FORM 990-PF, PG 1, LN 23	12,299.	12,049.		250.

FORM 990-PF CORPORATE STOCK STATEMENT 7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCKS & INVESTMENTS	2,480,027.	2,660,035.
TOTAL TO FORM 990-PF, PART II, LINE 10B	2,480,027.	2,660,035.

FORM 990-PF PART XV - LINE 1A LIST OF FOUNDATION MANAGERS STATEMENT 8

NAME OF MANAGER

CHERYL MILSTEIN
PHILIP MILSTEIN

PLM FOUNDATION
EMP. ID # 13-7105558
2014 FORM 990-PF

Attachment

Expenditure Responsibility Requirements Maintained in Accordance with IRC Sections 4945(d)(4)(B) & 4945(h), and the Income Tax Regulations thereunder with respect to grants made in prior years.

On March 6, 2006, PLM Foundation made charitable grants to the MGG Foundation, an IRC Section 501(c)(3) Private Foundation.
Pursuant to IRC Sections 4945(d)(4)(B) and 4945(h), and Income Tax Regulations Section 53.4945-5 there under, the following information is provided with respect to grants made in prior years:

Income Tax Regulations Section 53.4945-5(d)
(i) Grantee Private Foundation:

MGG Foundation [20-4212751] [an IRC Section 501(c)(3) Private Foundation]
545 Madison Avenue
6th Floor
New York, NY 10022-4608

(ii) Date & Amount of Grants:

March 6, 2006	$ 125,000
March 6, 2006	$ 144,058
Total:	$ 269,058

(iii) Purpose of Grants: To provide financial support to enable MGG Foundation to expand its funding of IRC Section 501(c)(3) Public Charities, a purpose and function constituting the basis for its exemption from tax.

PLM FOUNDATION
EMP. ID # 13-7105558
2014 FORM 990-PF

(iv),(v),(vi),(vii): MGG Foundation's annual accounting period is the calendar year. Accordingly, all financial records are kept and reports prepared on the basis of such fiscal year. In its calendar years 2006 through 2014 all amounts disbursed by MGG Foundation were for charitable purposes; and all charitable grants made were only to IRC Section 501(c)(3) Public Charities. The amounts distributed are as follows:

2006	$ 11,267
2007	$ 249
2008	$ 22,094
2009	$ 31,278
2010	$ 39,697
2011	$ 40,600
2012	$ 41,100
2013	$ 35,800
2014	$ 36,250

Additional Information: The Directors of MGG Foundation (Meredith G Milstein & Philip L Milstein), are committed and agree to comply with all the requirements under IRC Sections 4945(d)(4)(B) and 4945(h), and the Income Tax Regulations there under, for the grantee Private Foundation, thereby allowing PLM Foundation to satisfy expenditure responsibility requirements, as grantor.

Philip L. Milstein

PLM FOUNDATION
EMP. ID # 13-7105558
2014 FORM 990-PF

Attachment

Expenditure Responsibility Requirements Maintained in Accordance with IRC Sections 4945(d)(4)(B) & 4945(h), and the Income Tax Regulations thereunder with respect to grants made in prior years.

During 2007, PLM Foundation made charitable grants to the SMF Foundation/JMM Inc., an IRC Section 501(c)(3) Private Foundation.
Pursuant to IRC Sections 4945(d)(4)(B) and 4945(h), and Income Tax Regulations Section 53.4945-5 thereunder, the following information is provided with respect to grants made in prior years:

Income Tax Regulations Section 53.4945-5(d)
(i) Grantee Private Foundation:

SMF Foundation/JMM Inc. [20-5812333] [an IRC Section 501(c)(3) Private Foundation]
545 Madison Avenue
6th Floor
New York, NY 10022-4608

(ii) Date & Amount of Grants:

April 25,2007	$ 275,000
May 20, 2007	$ 151,600
Total:	$ 426,600

(iii) Purpose of Grants: To provide financial support to enable SMF Foundation/JMM, Inc., to expand its funding of IRC Section 501(c)(3) Public Charities, a purpose and function constituting the basis for its exemption from tax.

PLM FOUNDATION
EMP. ID # 13-7105558
2014 FORM 990-PF

(iv),(v),(vi),(vii): SMF Foundation/JMM Inc.'s annual accounting period is the calendar year. Accordingly, all financial records are kept and reports prepared on the basis of such fiscal year. In its calendar years 2007 through 2014 all amounts disbursed by SMF Foundation/JMM Inc., were for charitable purposes; and all charitable grants made were only to IRC Section 501(c)(3) Public Charities. The amounts distributed are as follows:

2007	$ 249
2008	$ 20,048
2009	$ 30,178
2010	$ 35,187
2011	$ 45,192
2012	$ 40,000
2013	$ 41,300
2014	$ 40,800

Additional Information: The Directors of SMF Foundation/JMM Inc. (Joshua M. Milstein & Philip L Milstein), are committed and agree to comply with all the requirements under IRC Sections 4945(d)(4)(B) and 4945(h), and the Income Tax Regulations there under, for the grantee Private Foundation, thereby allowing PLM Foundation to satisfy expenditure responsibility requirements, as grantor.

Philip L. Milstein

PLM FOUNDATION
EMP. ID # 13-7105558
2014 FORM 990-PF

Attachment

Expenditure Responsibility Requirements Maintained in Accordance with IRC Sections 4945(d)(4)(B) & 4945(h), and the Income Tax Regulations there under with respect to grants made in prior years.

During 2011, PLM Foundation made charitable grants to the SMF Foundation/TAM Inc., an IRC Section 501(c)(3) Private Foundation.
Pursuant to IRC Sections 4945(d)(4)(B) and 4945(h), and Income Tax Regulations Section 53.4945-5 there under, the following information is provided with respect to grants made in prior years:

Income Tax Regulations Section 53.4945-5(d)
(i) Grantee Private Foundation:

SMF Foundation/TAM Inc. [27-3984505] [an IRC Section 501(c)(3) Private Foundation]
545 Madison Avenue
6th Floor
New York, NY 10022-4608

(ii) Date & Amount of Grants:

May 11, 2011	$ 625,000

(iii) Purpose of Grants: To provide financial support to enable SMF Foundation/TAM, Inc., to expand its funding of IRC Section 501(c)(3) Public Charities, a purpose and function constituting the basis for its exemption from tax.

PLM FOUNDATION
EMP. ID # 13-7105558
2014 FORM 990-PF

(iv),(v),(vi),(vii): SMF Foundation/TAM Inc.'s annual accounting period is the calendar year. Accordingly, all financial records are kept and reports prepared on the basis of such fiscal year. In its calendar years 2011 through 2014 all amounts disbursed by SMF Foundation/TAM Inc., were for charitable purposes; and all charitable grants made were only to IRC Section 501(c)(3) Public Charities. The amounts distributed are as follows:

2011	$ 25,591
2012	$ 32,333
2013	$ 33,423
2014	$ 30,334

Additional Information: The Directors of SMF Foundation/TAM Inc. (Toby Milstein & Philip L Milstein), are committed and agree to comply with all the requirements under IRC Sections 4945(d)(4)(B) and 4945(h), and the Income Tax Regulations there under, for the grantee Private Foundation, thereby allowing PLM Foundation to satisfy expenditure responsibility requirements, as grantor.

Philip L. Milstein

PLM FOUNDATION
EMP. ID # 13-7105558
2014 FORM 990-PF

Attachment

Expenditure Responsibility Requirements Maintained in Accordance with IRC Sections 4945(d)(4)(B) & 4945(h), and the Income Tax Regulations there under with respect to grants made in prior years.

During 2013, PLM Foundation made charitable grants to the SMF Foundation/LRM Inc., an IRC Section 501(c)(3) Private Foundation.
Pursuant to IRC Sections 4945(d)(4)(B) and 4945(h), and Income Tax Regulations Section 53.4945-5 there under, the following information is provided with respect to grants made in prior years:

Income Tax Regulations Section 53.4945-5(d)
(i) Grantee Private Foundation:

SMF Foundation/LRM Inc. [90-0945135] [an IRC Section 501(c)(3) Private Foundation]
545 Madison Avenue
6th Floor
New York, NY 10022-4608

(ii) Date & Amount of Grants:

April 23, 2013	$ 625,000

(iii) Purpose of Grants: To provide financial support to enable SMF Foundation/LRM, Inc., to expand its funding of IRC Section 501(c)(3) Public Charities, a purpose and function constituting the basis for its exemption from tax.

PLM FOUNDATION
EMP. ID # 13-7105558
2014 FORM 990-PF

(iv),(v),(vi),(vii): SMF Foundation/LRM Inc.'s annual accounting period is the calendar year. Accordingly, all financial records are kept and reports prepared on the basis of such fiscal year. In its calendar years 2014 all amounts disbursed by SMF Foundation/LRM Inc., were for charitable purposes; and all charitable grants made were only to IRC Section 501(c)(3) Public Charities. The amounts distributed are as follows:

2014: $ 26,000

Additional Information: The Directors of SMF Foundation/LRM Inc. (Laurence R Milstein & Philip L Milstein), are committed and agree to comply with all the requirements under IRC Sections 4945(d)(4)(B) and 4945(h), and the Income Tax Regulations there under, for the grantee Private Foundation, thereby allowing PLM Foundation to satisfy expenditure responsibility requirements, as grantor.

Philip L. Milstein