

Form **990-PF**
 Department of the Treasury
 Internal Revenue Service

Return of Private Foundation
or Section 4947(a)(1) Trust Treated as Private Foundation
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 ▶ Go to www.irs.gov/Form990PF for instructions and the latest information.

OMB No 1545-0052
2018
Open to Public Inspection

For calendar year 2018, or tax year beginning 01-01-2018 , and ending 12-31-2018

| | | |
|--|--|--|
| Name of foundation ROY LICHTENSTEIN FOUNDATION | | A Employer identification number 91-1898350 |
| Number and street (or P O box number if mail is not delivered to street address) 739 WASHINGTON STREET | Room/suite | B Telephone number (see instructions) (212) 255-4570 |
| City or town, state or province, country, and ZIP or foreign postal code NEW YORK, NY 100142042 | | C If exemption application is pending, check here <input type="checkbox"/> |
| G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change | | D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/> |
| H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation | | E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> |
| I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ <u>196,577,733</u> | J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ <i>(Part I, column (d) must be on cash basis)</i> | F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/> |

| | Part I Analysis of Revenue and Expenses <i>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))</i> | (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) | 6,821,750 | | | |
| | 2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B | | | | |
| | 3 Interest on savings and temporary cash investments | 4,733 | 4,733 | 4,733 | |
| | 4 Dividends and interest from securities | 610,397 | 610,397 | 610,397 | |
| | 5a Gross rents | | | | |
| | b Net rental income or (loss) | | | | |
| | 6a Net gain or (loss) from sale of assets not on line 10 | 11,441,194 | | | |
| | b Gross sales price for all assets on line 6a | 25,666,891 | | | |
| | 7 Capital gain net income (from Part IV, line 2) | | 11,441,194 | | |
| | 8 Net short-term capital gain | | | 0 | |
| | 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) | 2,350 | 2,350 | 2,350 | | |
| 12 Total. Add lines 1 through 11 | 18,880,424 | 12,058,674 | 617,480 | | |
| Operating and Administrative Expenses | 13 Compensation of officers, directors, trustees, etc | 455,000 | 68,250 | 68,250 | 386,750 |
| | 14 Other employee salaries and wages | 835,978 | 0 | 0 | 835,978 |
| | 15 Pension plans, employee benefits | 277,837 | 8,608 | 8,608 | 269,229 |
| | 16a Legal fees (attach schedule) | 229,713 | 11,486 | 11,486 | 218,227 |
| | b Accounting fees (attach schedule) | 68,881 | 3,444 | 3,444 | 65,437 |
| | c Other professional fees (attach schedule) | 1,810 | 91 | 91 | 1,719 |
| | 17 Interest | | | | |
| | 18 Taxes (attach schedule) (see instructions) | 493,323 | 418,051 | 418,051 | 75,272 |
| | 19 Depreciation (attach schedule) and depletion | 8,177 | 0 | 0 | |
| | 20 Occupancy | | | | |
| | 21 Travel, conferences, and meetings | 56,069 | 0 | 0 | 56,069 |
| | 22 Printing and publications | | | | |
| | 23 Other expenses (attach schedule) | 955,616 | 103,944 | 103,944 | 851,672 |
| | 24 Total operating and administrative expenses. Add lines 13 through 23 | 3,382,404 | 613,874 | 613,874 | 2,760,353 |
| | 25 Contributions, gifts, grants paid | 6,273,244 | | | 6,273,244 |
| 26 Total expenses and disbursements. Add lines 24 and 25 | 9,655,648 | 613,874 | 613,874 | 9,033,597 | |
| 27 Subtract line 26 from line 12 | | | | | |
| a Excess of revenue over expenses and disbursements | 9,224,776 | | | | |
| b Net investment income (if negative, enter -0-) | | 11,444,800 | | | |
| c Adjusted net income (if negative, enter -0-) | | | 3,606 | | |

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 | 99,469 | 1,312,915 | 1,312,915 |
| | 2 Savings and temporary cash investments | 20,289,681 | 7,637,373 | 7,637,373 |
| | 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 | 121,121 | 73,823 | 73,823 |
| | 10a Investments—U S and state government obligations (attach schedule) | 7,441,916 | 8,741,258 | 8,747,957 |
| | b Investments—corporate stock (attach schedule) | | | |
| | c Investments—corporate bonds (attach schedule) | 9,820,306 | 24,939,445 | 25,008,630 |
| | 11 Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____ | | | |
| | 12 Investments—mortgage loans | | | |
| | 13 Investments—other (attach schedule) | | | |
| | 14 Land, buildings, and equipment basis ▶ _____ 516,872 Less accumulated depreciation (attach schedule) ▶ 511,056 | 13,993 | 5,816 | 5,816 |
| 15 Other assets (describe ▶ _____) | 67,600,412 | 71,976,468 | 153,791,219 | |
| 16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I) | 105,386,898 | 114,687,098 | 196,577,733 | |
| Liabilities | 17 Accounts payable and accrued expenses | 9,416 | 84,840 | |
| | 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) | 9,416 | 84,840 | |
| Net Assets or Fund Balances | Foundations that follow SFAS 117, check here <input type="checkbox"/> 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 <input checked="" type="checkbox"/> 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 | 105,377,482 | 114,602,258 | | |
| 30 Total net assets or fund balances (see instructions) | 105,377,482 | 114,602,258 | | |
| 31 Total liabilities and net assets/fund balances (see instructions) . | 105,386,898 | 114,687,098 | | |

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 | 105,377,482 |
| 2 Enter amount from Part I, line 27a | 2 | 9,224,776 |
| 3 Other increases not included in line 2 (itemize) ▶ _____ | 3 | 0 |
| 4 Add lines 1, 2, and 3 | 4 | 114,602,258 |
| 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 | 114,602,258 |

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 See Additional Data Table | | | |
| b | | | |
| c | | | |
| d | | | |
| e | | | |

| (e) Gross sales price | (f) Depreciation allowed (or allowable) | (g) Cost or other basis plus expense of sale | (h) Gain or (loss) (e) plus (f) minus (g) |
|------------------------------------|---|--|---|
| a See Additional Data Table | | | |
| 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 See Additional Data Table | | | |
| b | | | |
| c | | | |
| d | | | |
| e | | | |

| | | |
|---|---|------------|
| 2 Capital gain net income or (net capital loss) | 2 | 11,441,194 |
| 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 | -32,148 |

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 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)) |
|--|--|--|---|
| 2017 | 7,689,147 | 29,830,532 | 0.257761 |
| 2016 | 2,544,916 | 19,167,840 | 0.132770 |
| 2015 | 2,802,688 | 10,547,583 | 0.265719 |
| 2014 | 3,945,995 | 10,955,030 | 0.360199 |
| 2013 | 2,545,328 | 4,284,982 | 0.594011 |

| | | |
|---|---|------------|
| 2 Total of line 1, column (d) | 2 | 1.610460 |
| 3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5.0, or by the number of years the foundation has been in existence if less than 5 years | 3 | 0.322092 |
| 4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5 | 4 | 46,895,725 |
| 5 Multiply line 4 by line 3 | 5 | 15,104,738 |
| 6 Enter 1% of net investment income (1% of Part I, line 27b) | 6 | 114,448 |
| 7 Add lines 5 and 6 | 7 | 15,219,186 |
| 8 Enter qualifying distributions from Part XII, line 4 | 8 | 9,033,597 |

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 <input type="checkbox"/> 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 <input type="checkbox"/> and enter 1% of Part I, line 27b | 1 | 228,896 |
| 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 | 228,896 |
| 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 | 228,896 |
| 6 | Credits/Payments | | |
| a | 2018 estimated tax payments and 2017 overpayment credited to 2018 | 6a | 322,321 |
| b | Exempt foreign organizations—tax withheld at source | 6b | |
| c | Tax paid with application for extension of time to file (Form 8868) | 6c | 0 |
| d | Backup withholding erroneously withheld | 6d | 0 |
| 7 | Total credits and payments Add lines 6a through 6d. | 7 | 322,321 |
| 8 | Enter any penalty for underpayment of estimated tax Check here <input checked="" type="checkbox"/> if Form 2220 is attached | 8 | 0 |
| 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 | 93,425 |
| 11 | Enter the amount of line 10 to be Credited to 2019 estimated tax ▶ 93,425 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 | No |
| b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? (see Instructions for definition). <i>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</i> | 1b | No |
| 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 ▶ \$ _____ 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? <i>If "Yes," attach a detailed description of the activities</i> | 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? <i>If "Yes," attach a conformed copy of the changes</i> | 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? <i>If "Yes," attach the statement required by General Instruction T</i> | 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? <i>If "Yes," complete Part II, col (c), and Part XV</i> | 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? <i>If "No," attach explanation</i> . | 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 2018 or the taxable year beginning in 2018? See the instructions for Part XIV <i>If "Yes," complete Part XIV</i> | 9 | Yes |
| 10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i> | 10 | No |

Part VII-A Statements Regarding Activities (continued)

Table with 3 columns: Question, Yes, No. Rows 11-14 regarding controlled entities, distribution to donor advised funds, public inspection requirements, and books in care of.

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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.

Table with 3 columns: Question, Yes, No. Row 16 regarding interest in or authority over a bank, securities, or other financial account in a foreign country.

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

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

Main table with 3 columns: Question, Yes, No. Rows 1a-4b regarding Form 4720 exceptions and requirements.

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 |
| CLEARY GOTTLIEB STEEN & HAMILTON LLP ONE LIBERTY PLAZA NEW YORK, NY 10006 | LEGAL FEES | 229,713 |
| KEVIN RYAN C/O LICHTENSTEIN FDTN 739 WASHINGTO ST NEW YORK, NY 10014 | PHOTOGRAPHIC SERVICES | 75,325 |
| GOLDGLIT & COMPANY LLP 499 SEVENTH AVENUE NEW YORK, NY 10018 | ACCOUNTING FEES | 68,881 |
| BABY BLUE LLC C/O LICHTENSTEIN FDTN 739 WASHINGTO ST NEW YORK, NY 10014 | RESEARCH ASSISTANT | 56,802 |
| ROUNDELAY INC C/O LICHTENSTEIN FDTN 739 WASHINGTO ST NEW YORK, NY 10014 | ORAL HISTORY PROJECT | 53,977 |
| 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 ORAL HISTORY PROJECT-RECORDED INTERVIEWS WITH R LICHTENSTEIN ACQUAINTANCES, FAMILY, COLLECTORS, FRIENDS AND STAFF MEMBERS | 14,380 |
| 2 CREATION OF CATALOGUE RAISONNE - MULTI VOLUME AND ELECTRONIC COMPREHENSIVE CATALOGUE DOCUMENTING ALL KNOWN ARTWORKS OF ROY LICHTENSTEIN | 402,245 |
| 3 EXHIBITIONS OF ARTWORK OWNED BY THE ROY LICHTENSTEIN FOUNDATION - 2018 EXHIBITIONS IN NEW YORK, RIEHEN/BASEL AND LIVERPOOL | 27,510 |
| 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 _____ | |
| _____ | |
| 2 _____ | |
| _____ | |
| All other program-related investments. See instructions | |
| 3 _____ | |
| _____ | |
| Total. Add lines 1 through 3 ▶ | 0 |

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

| | | | |
|----------|---|-----------|------------|
| 1 | Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes | | |
| a | Average monthly fair market value of securities. | 1a | 37,939,390 |
| b | Average of monthly cash balances. | 1b | 9,670,483 |
| c | Fair market value of all other assets (see instructions). | 1c | 0 |
| d | Total (add lines 1a, b, and c). | 1d | 47,609,873 |
| 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 | 47,609,873 |
| 4 | Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions). | 4 | 714,148 |
| 5 | Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4 | 5 | 46,895,725 |
| 6 | Minimum investment return. Enter 5% of line 5. | 6 | 2,344,786 |

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 | |
| 2a | Tax on investment income for 2018 from Part VI, line 5. | 2a | |
| b | Income tax for 2018 (This does not include the tax from Part VI). | 2b | |
| c | Add lines 2a and 2b. | 2c | |
| 3 | Distributable amount before adjustments. Subtract line 2c from line 1. | 3 | |
| 4 | Recoveries of amounts treated as qualifying distributions. | 4 | |
| 5 | Add lines 3 and 4. | 5 | |
| 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 | |

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 | 9,033,597 |
| 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 | 9,033,597 |
| 5 | Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b. See instructions. | 5 | 0 |
| 6 | Adjusted qualifying distributions. Subtract line 5 from line 4. | 6 | 9,033,597 |

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 2017 | (c) 2017 | (d) 2018 |
|--|---------------|----------------------------|-------------|-------------|
| 1 Distributable amount for 2018 from Part XI, line 7 | | | | |
| 2 Undistributed income, if any, as of the end of 2018 | | | | |
| a Enter amount for 2017 only. | | | | |
| b Total for prior years 20___, 20___, 20___ | | | | |
| 3 Excess distributions carryover, if any, to 2018 | | | | |
| a From 2013. | | | | |
| b From 2014. | | | | |
| c From 2015. | | | | |
| d From 2016. | | | | |
| e From 2017. | | | | |
| f Total of lines 3a through e. | | | | |
| 4 Qualifying distributions for 2018 from Part XII, line 4 ▶ \$ _____ | | | | |
| a Applied to 2017, 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 2018 distributable amount. | | | | |
| e Remaining amount distributed out of corpus | | | | |
| 5 Excess distributions carryover applied to 2018 (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 2017 Subtract line 4a from line 2a Taxable amount—see instructions | | | | |
| f Undistributed income for 2018 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2019 | | | | |
| 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). | | | | |
| 8 Excess distributions carryover from 2013 not applied on line 5 or line 7 (see instructions). | | | | |
| 9 Excess distributions carryover to 2019. Subtract lines 7 and 8 from line 6a | | | | |
| 10 Analysis of line 9 | | | | |
| a Excess from 2014. | | | | |
| b Excess from 2015. | | | | |
| c Excess from 2016. | | | | |
| d Excess from 2017. | | | | |
| e Excess from 2018. | | | | |

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 2018, enter the date of the ruling. 1998-10-05

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 | | | | (e) Total |
|--|-----------|-----------|-----------|-----------|------------|
| | (a) 2018 | (b) 2017 | (c) 2016 | (d) 2015 | |
| 2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed | 3,606 | 0 | 12,277 | 64,466 | 80,349 |
| b 85% of line 2a | 3,065 | 0 | 10,435 | 54,796 | 68,297 |
| c Qualifying distributions from Part XII, line 4 for each year listed | 9,033,597 | 7,689,147 | 2,544,916 | 2,802,688 | 22,070,348 |
| d Amounts included in line 2c not used directly for active conduct of exempt activities | 0 | 0 | 0 | 0 | 0 |
| e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c | 9,033,597 | 7,689,147 | 2,544,916 | 2,802,688 | 22,070,348 |
| 3 Complete 3a, b, or c for the alternative test relied upon | | | | | |
| a "Assets" alternative test—enter | | | | | |
| (1) Value of all assets | | | | | 0 |
| (2) Value of assets qualifying under section 4942(j)(3)(B)(i) | | | | | 0 |
| b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed. | 1,563,191 | 994,351 | 638,928 | 351,586 | 3,548,056 |
| 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) | | | | | 0 |
| (2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii). | | | | | 0 |
| (3) Largest amount of support from an exempt organization | | | | | 0 |
| (4) Gross investment income | | | | | 0 |

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))
DOROTHY LICHTENSTEIN

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 to individuals or organizations under other conditions, complete items 2a, b, c, and d See instructions

a The name, address, and telephone number or email 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 | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
|---|---|--------------------------------|----------------------------------|--------|
| Name and address (home or business) | | | | |
| a <i>Paid during the year</i> See Additional Data Table | | | | |
| Total ▶ 3a | | | | |
| b <i>Approved for future payment</i> | | | | |
| Total ▶ 3b | | | | |

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

| | (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) |
|---|---|--|------------------------------------|--------------------------------|
| 1 | \$181,000 FEDERAL FARM CRED 3 375% 12/17/2018 | P | 2017-06-15 | 2018-12-17 |
| 1 | \$150,000 FEDERAL FARM CRED 2 85% 11/26/2018 | P | 2017-06-15 | 2018-11-26 |
| | \$300,000 FEDERAL HOME LOAN 3 75% 12/14/2018 | P | 2017-06-15 | 2018-12-14 |
| | \$125,000 FEDERAL NATIONAL MO 1 1% 12/18/2018 | P | 2017-06-15 | 2018-12-18 |
| | \$100,000 FEDERAL HOME LOAN B 1 1% 12/27/2018 | P | 2017-06-15 | 2018-12-27 |
| | \$3,886,000 UNITED STATES TREAS 1 5% 12/31/2018 | P | 2017-06-15 | 2018-12-31 |
| | \$295,000 FEDERAL FARM CRED 0 89% 11/16/2018 | P | 2017-06-15 | 2018-11-16 |
| | \$100,000 UNITED STATES TREASU 3 5% 2/15/2018 | P | 2009-12-23 | 2018-02-15 |
| | \$100,000 UNITED STATES TREA 3 875% 5/15/2018 | P | 2009-12-23 | 2018-05-15 |
| | \$100,000 UNITED STATES TREA 3 75% 11/15/2018 | P | 2009-12-23 | 2018-11-15 |

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

| (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) |
|-----------------------|--|---|--|
| 181,000 | | 181,795 | -795 |
| 150,000 | | 150,355 | -355 |
| 300,000 | | 301,485 | -1,485 |
| 125,000 | | 124,621 | 379 |
| 100,000 | | 99,690 | 310 |
| 3,886,000 | | 3,888,233 | -2,233 |
| 295,000 | | 293,227 | 1,773 |
| 100,000 | | 100,139 | -139 |
| 100,000 | | 100,063 | -63 |
| 100,000 | | 100,033 | -33 |

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

| 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) FMV as of 12/31/69 | (j) Adjusted basis as of 12/31/69 | (k) Excess of col (i) over col (j), if any | |
| | | | -795 |
| | | | -355 |
| | | | -1,485 |
| | | | 379 |
| | | | 310 |
| | | | -2,233 |
| | | | 1,773 |
| | | | -139 |
| | | | -63 |
| | | | -33 |

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

| (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) |
|---|--|------------------------------------|--------------------------------|
| \$80,000 UNITED STATES TREA 1 375% 6/30/2018 | P | 2014-07-25 | 2018-06-30 |
| 1 \$150,000 FEDERAL NATIONAL 1 625% 11/27/18 | P | 2014-07-25 | 2018-11-27 |
| \$350,000 UNITED STATES TREA 1 25% 11/30/2018 | P | 2014-02-13 | 2018-11-30 |
| 100,000 A T & T | P | 2018-03-12 | 2018-12-19 |
| 100,000 ABBVIE INC | P | 2018-05-18 | 2018-12-06 |
| 200,000 ABBVIE INC UNSECURED | P | 2018-08-28 | 2018-11-06 |
| 200,000 ACTAVIS FDG SCS | P | 2018-03-22 | 2018-09-11 |
| 100,000 ALTRIA GROUP | P | 2018-06-11 | 2018-12-06 |
| 150,000 AMERICREDIT AUTO REC TRUST | P | 2018-03-13 | 2018-12-07 |
| 275,000 ANHEUSER-BUSCH INBEV FIN INC | P | 2018-03-22 | 2018-10-05 |

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

| (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) |
|-----------------------|--|---|--|
| 80,000 | | 80,014 | -14 |
| 150,000 | | 150,030 | -30 |
| 350,000 | | 347,279 | 2,721 |
| 100,457 | | 102,840 | -2,383 |
| 98,496 | | 98,904 | -408 |
| 190,988 | | 193,926 | -2,938 |
| 199,236 | | 199,074 | 162 |
| 99,083 | | 99,507 | -424 |
| 149,156 | | 150,305 | -1,149 |
| 269,294 | | 273,358 | -4,064 |

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

| 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 | |
| | | | -14 |
| | | | -30 |
| | | | 2,721 |
| | | | -2,383 |
| | | | -408 |
| | | | -2,938 |
| | | | 162 |
| | | | -424 |
| | | | -1,149 |
| | | | -4,064 |

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

| List and describe the kind(s) of property sold (e.g., real estate, (a) 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.) |
|---|-----------------------------------|--|--|--|
| | 100,000 BP CAP MKTS PLC | P | 2018-09-26 | 2018-12-06 |
| 1 | 100,000 BNP PARIBAS US | P | 2018-03-19 | 2018-08-20 |
| | 125,000 BARCLAYS BANK PLC | P | 2018-06-11 | 2018-12-07 |
| | 100,000 B B & T BRH BKG & TR CO | P | 2018-04-03 | 2018-09-17 |
| | 96,000 BLACKROCK INC | P | 2018-11-07 | 2018-12-06 |
| | 100,000 CVS HEALTH CORP | P | 2018-05-07 | 2018-12-06 |
| | 200,000 CARDINAL HEALTH INC | P | 2018-04-19 | 2018-08-28 |
| | 100,000 CATERPILLAR FIN SVCS CORP | P | 2018-05-30 | 2018-12-06 |
| | 100,000 CHEVRON CORP | P | 2018-04-03 | 2018-12-06 |
| | 250,000 CREDIT AGRICOLE CORP INVT | P | 2018-12-03 | 2018-12-06 |

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

| (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) |
|------------------------------|---|--|---|
| 98,992 | | 99,112 | -120 |
| 100,000 | | 100,144 | -144 |
| 126,749 | | 128,766 | -2,017 |
| 100,000 | | 99,989 | 11 |
| 97,858 | | 98,019 | -161 |
| 99,508 | | 99,987 | -479 |
| 191,958 | | 192,040 | -82 |
| 99,628 | | 100,137 | -509 |
| 100,538 | | 102,188 | -1,650 |
| 248,271 | | 248,306 | -35 |

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

| 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 | |
| | | | -120 |
| | | | -144 |
| | | | -2,017 |
| | | | 11 |
| | | | -161 |
| | | | -479 |
| | | | -82 |
| | | | -509 |
| | | | -1,650 |
| | | | -35 |

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

| (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) |
|---|--|------------------------------------|--------------------------------|
| 100,000 CREDIT SUISSE AG SR UNSECURED | P | 2018-09-11 | 2018-12-06 |
| 1 150,000 DISCOVER CARD EXECUTION NT TR | P | 2018-03-20 | 2018-12-07 |
| 55,378 61 FHLMC | P | | |
| 96,225 89 FHLMC | P | | |
| 64,824 77 FNMA | P | | |
| 100,000 GOLDMAN SACHS GROUP INC | P | | |
| 100,000 HUNTINGTON NAT BANK COLUMBUS OHIO | P | | |
| 750,000 US TREASURY NOTES | P | | |
| 175,000 US TREASURY NOTES | P | | |
| 100,000 UNITED HEALTH GROUP INC | P | | |

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

| (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) |
|-----------------------|--|---|--|
| 99,620 | | 99,752 | -132 |
| 149,250 | | 149,104 | 146 |
| 55,379 | | 56,486 | -1,107 |
| 96,226 | | 98,211 | -1,985 |
| 64,825 | | 67,114 | -2,289 |
| 99,297 | | 99,608 | -311 |
| 99,731 | | 99,773 | -42 |
| 744,521 | | 749,716 | -5,195 |
| 173,188 | | 174,944 | -1,756 |
| 99,286 | | 99,390 | -104 |

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

| 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 | |
| | | | -132 |
| | | | 146 |
| | | | -1,107 |
| | | | -1,985 |
| | | | -2,289 |
| | | | -311 |
| | | | -42 |
| | | | -5,195 |
| | | | -1,756 |
| | | | -104 |

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

| List and describe the kind(s) of property sold (e.g., real estate, (a) 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.) |
|---|--|--|--|
| 275,000 WISCONSIN ELECTRIC PWR CO | P | | |
| 1 200,000 THERMO FISHER SCIENTIFIC INC | P | | |
| 100,000 US BANCORP | P | | |
| 15,080 04 FORD CR OWNER TR-2015-C | P | | |
| ARTWORK BY ROY LICHTENSTEIN | D | | |

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

| (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) |
|------------------------------|---|--|---|
| 278,487 | | 281,911 | -3,424 |
| 200,084 | | 199,641 | 443 |
| 99,705 | | 99,842 | -137 |
| 15,080 | | 14,945 | 135 |
| 15,105,000 | | 3,631,694 | 11,473,306 |

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

| 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 | |
| | | | -3,424 |
| | | | 443 |
| | | | -137 |
| | | | 135 |
| | | | 11,473,306 |

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

| (a) Name and address | Title, and average hours per week (b) devoted to position | (c) Compensation (If not paid, enter -0-) | (d) Contributions to employee benefit plans and deferred compensation | Expense account, (e) other allowances |
|---|---|---|---|---------------------------------------|
| DOROTHY LICHTENSTEIN C/O LICHTENSTEIN FDTN 739 WASHINGTON STREET NEW YORK, NY 10014 | PRESIDENT 5 00 | 0 | 0 | 0 |
| DAVID H LICHTENSTEIN C/O LICHTENSTEIN FDTN 739 WASHINGTON STREET NEW YORK, NY 10014 | VICE PRESIDENT 5 00 | 0 | 0 | 0 |
| MITCHELL W LICHTENSTEIN C/O LICHTENSTEIN FDTN 739 WASHINGTON STREET NEW YORK, NY 10014 | VICE PRESIDENT 5 00 | 0 | 0 | 0 |
| WILLIAM JOHN COWART C/O LICHTENSTEIN FDTN 739 WASHINGTON STREET NEW YORK, NY 10014 | EXECUTIVE DIRECTOR 40 00 | 455,000 | 41,500 | 0 |
| STEVEN P GOLDGLIT C/O LICHTENSTEIN FDTN 739 WASHINGTON STREET NEW YORK, NY 10014 | TREASURER 5 00 | 0 | 0 | 0 |
| RUTH FINE C/O LICHTENSTEIN FDTN 739 WASHINGTON STREET NEW YORK, NY 10014 | BOARD CHAIRMAN 5 00 | 0 | 0 | 0 |
| LESLIE B SAMUELS C/O LICHTENSTEIN FDTN 739 WASHINGTON STREET NEW YORK, NY 10014 | BOARD MEMBER 1 00 | 0 | 0 | 0 |
| ELIZABETH BAKER C/O LICHTENSTEIN FDTN 739 WASHINGTON STREET NEW YORK, NY 10014 | DIRECTOR 5 00 | 0 | 0 | 0 |
| MARIA MORRIS HAMBOURG 739 WASHINGTON STREET NEW YORK, NY 10014 | DIRECTOR 5 00 | 0 | 0 | 0 |
| MICHAEL LOBEL 739 WASHINGTON STREET NEW YORK, NY 10014 | DIRECTOR 5 00 | 0 | 0 | 0 |
| JOHN W SMITH 739 WASHINGTON STREET NEW YORK, NY 10014 | DIRECTOR 5 00 | 0 | 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 <i>Paid during the year</i> | | | | |
| BROOKLYN MUSEUM OF ART 200 EASTERN PARKWAY BROOKLYN, NY 11238 | NONE | PUBLIC FOUNDATION | PROMOTE THE ARTS THROUGH EDUCATION & RESEARCH | 2,500 |
| CHECKERBOARD FILM FOUNDATION 1 EAST 53 STREET 14TH FLOOR NEW YORK, NY 10022 | NONE | PUBLIC FOUNDATION | PROMOTE THE ARTS THROUGH EDUCATION & RESEARCH | 76,684 |
| COLUMBUS MUSEUM OF ART 480 EAST BROAD STREET COLUMBUS, OH 43215 | NONE | PUBLIC FOUNDATION | PROMOTE THE ARTS THROUGH EDUCATION & RESEARCH | 50,000 |
| Total | | | | 6,273,244 |



3a

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

| Recipient | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
|---|---|--------------------------------|---|-----------|
| Name and address (home or business) | | | | |
| a <i>Paid during the year</i> | | | | |
| THE WHITNEY MUSEUM 99 GANSEVOORT STREET NEW YORK, NY 10014 | NONE | PUBLIC FOUNDATION | GRANT TO ASSIST CURATORIAL RESEARCH | 7,500 |
| SMITHSONIAN INSTITUTE PO BOX 37012 WASHINGTON, DC 20013 | NONE | PUBLIC FOUNDATION | ESTABLISHMENT OF ROY LICHTENSTEIN FOUNDATION ENDOWMENT FOR ACCESS TO COLLECTIONS ON HISTORICALLY UNDERREPRESENTED ART AND ARTISTS | 5,000,000 |
| METROPOLITAN MUSEUM OF ART 1000 FIFTH AVENUE NEW YORK, NY 10028 | NONE | PUBLIC FOUNDATION | PROMOTE THE ARTS THROUGH EDUCATION & RESEARCH | 2,310 |
| Total ▶ 3a | | | | 6,273,244 |

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

| Recipient | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
|---|---|--------------------------------|---|------------------|
| Name and address (home or business) | | | | |
| a <i>Paid during the year</i> | | | | |
| OHIO STATE UNIVERSITY 1480 WEST LANE AVENUE COLUMBUS, OH 43221 | NONE | PUBLIC FOUNDATION | GRANT OBLIGATION FOR THE CREATION OF TWO ENDOWED PROFESSORSHIPS | 1,000,000 |
| SOLOMON R GUGGENHEIM FOUNDATION 1071 FIFTH AVENUE NEW YORK, NY 10128 | NONE | PUBLIC FOUNDATION | PROMOTE THE ARTS THROUGH EDUCATION & RESEARCH | 1,750 |
| INTERNATIONAL FOUNDATION FOR ART RESEARCH 500 FIFTH AVENUE NEW YORK, NY 10110 | NONE | PUBLIC FOUNDATION | PROMOTE THE ARTS THROUGH EDUCATION AND RESEARCH | 2,500 |
| Total | | | | 6,273,244 |

▶ 3a

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

| Recipient | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
|---|---|--------------------------------|--|------------------|
| Name and address (home or business) | | | | |
| a <i>Paid during the year</i> | | | | |
| MUSEUM OF MODERN ART 11 WEST 53 STREET NEW YORK, NY 10019 | NONE | PUBLIC FOUNDATION | PROMOTE THE ARTS THROUGH EDUCATION AND RESEARCH | 3,000 |
| COLBY COLLEGE MAYFLOWER HILL DRIVE WATERVILLE, ME 04901 | NONE | PUBLIC FOUNDATION | GRANT TO SUPPORT PRELIMINARY RESEARCH TRAVEL FOR A PLANNED EXHIBITION, "THE EARLY WORK OF ROY LICHTENSTEIN (1940 TO 1960)" | 25,000 |
| FILM FORUM 209 WEST HOUSTON STREET NEW YORK, NY 10014 | NONE | PUBLIC FOUNDATION | GRANT TO ESTABLISH AN ENDOWED, NAMED FUND FOR SHOWING FILMS ABOUT ART AND ARTISTS | 100,000 |
| Total | | | | 6,273,244 |

| Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment | | | | |
|---|---|--------------------------------|---|-----------|
| Recipient | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
| Name and address (home or business) | | | | |
| a <i>Paid during the year</i> | | | | |
| THE MORGAN LIBRARY 225 MADISON AVENUE NEW YORK, NY 10016 | NONE | PUBLIC FOUNDATION | PROMOTE THE ARTS THROUGH EDUCATION AND RESEARCH | 2,000 |
| Total ▶ 3a | | | | 6,273,244 |

TY 2018 Accounting Fees Schedule**Name:** ROY LICHTENSTEIN FOUNDATION**EIN:** 91-1898350

| Category | Amount | Net Investment Income | Adjusted Net Income | Disbursements for Charitable Purposes |
|-----------------|---------------|----------------------------------|--------------------------------|--|
| ACCOUNTING | 68,881 | 3,444 | 3,444 | 65,437 |

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

TY 2018 Depreciation Schedule

Name: ROY LICHTENSTEIN FOUNDATION

EIN: 91-1898350

Depreciation Schedule

| 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 |
|-------------------------|---------------|---------------------|---------------------------|--------------------|--------------------------|-------------------------------------|-----------------------|---------------------|---------------------------------|
| COMPUTER EQUIPMENT | 1999-08-19 | 17,842 | 17,842 | SL | 5 000000000000 | 0 | 0 | 0 | |
| COMPUTER EQUIPMENT | 2000-07-01 | 11,151 | 11,151 | SL | 5 000000000000 | 0 | 0 | 0 | |
| COMPUTER EQUIPMENT | 2001-07-01 | 23,134 | 23,134 | SL | 5 000000000000 | 0 | 0 | 0 | |
| OFFICE EQUIPMENT | 2001-07-01 | 8,127 | 8,127 | SL | 5 000000000000 | 0 | 0 | 0 | |
| OFFICE EQUIPMENT | 2003-11-25 | 3,196 | 3,196 | SL | 5 000000000000 | 0 | 0 | 0 | |
| COMPUTER EQUIPMENT | 2004-06-30 | 2,786 | 2,786 | SL | 5 000000000000 | 0 | 0 | 0 | |
| OFFICE EQUIPMENT | 2005-06-30 | 8,855 | 8,855 | SL | 7 000000000000 | 0 | 0 | 0 | |
| COMPUTER EQUIPMENT | 2006-06-14 | 2,060 | 2,060 | SL | 5 000000000000 | 0 | 0 | 0 | |
| COMPUTER EQUIPMENT | 2006-06-27 | 3,742 | 3,742 | SL | 5 000000000000 | 0 | 0 | 0 | |
| COMPUTER EQUIPMENT | 2006-05-10 | 1,156 | 1,156 | SL | 5 000000000000 | 0 | 0 | 0 | |
| COMPUTER EQUIPMENT | 2006-09-08 | 5,292 | 5,292 | SL | 5 000000000000 | 0 | 0 | 0 | |
| COMPUTER EQUIPMENT | 2006-10-03 | 3,195 | 3,195 | SL | 5 000000000000 | 0 | 0 | 0 | |
| COMPUTER EQUIPMENT | 2006-11-09 | 1,972 | 1,972 | SL | 5 000000000000 | 0 | 0 | 0 | |
| COMPUTER EQUIPMENT | 2007-01-12 | 3,422 | 3,422 | SL | 5 000000000000 | 0 | 0 | 0 | |
| COMPUTER EQUIPMENT | 2007-02-01 | 3,733 | 3,733 | SL | 5 000000000000 | 0 | 0 | 0 | |
| COMPUTER EQUIPMENT | 2007-03-30 | 3,611 | 3,611 | SL | 5 000000000000 | 0 | 0 | 0 | |
| COMPUTER EQUIPMENT | 2007-03-01 | 21,072 | 21,072 | SL | 5 000000000000 | 0 | 0 | 0 | |
| COMPUTER EQUIPMENT | 2007-05-03 | 4,080 | 4,080 | SL | 5 000000000000 | 0 | 0 | 0 | |
| COMPUTER EQUIPMENT | 2007-05-31 | 3,502 | 3,502 | SL | 5 000000000000 | 0 | 0 | 0 | |
| COMPUTER EQUIPMENT | 2007-07-12 | 3,039 | 3,039 | SL | 5 000000000000 | 0 | 0 | 0 | |

Depreciation Schedule

| 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 |
|--------------------------------|----------------------|----------------------------|----------------------------------|---------------------------|---------------------------------|--|------------------------------|----------------------------|--|
| COMPUTER EQUIPMENT | 2007-08-03 | 3,203 | 3,203 | SL | 5 000000000000 | 0 | 0 | 0 | |
| COMPUTER EQUIPMENT | 2007-08-30 | 2,726 | 2,726 | SL | 5 000000000000 | 0 | 0 | 0 | |
| COMPUTER EQUIPMENT | 2007-10-04 | 3,415 | 3,415 | SL | 5 000000000000 | 0 | 0 | 0 | |
| COMPUTER EQUIPMENT | 2007-11-01 | 3,855 | 3,855 | SL | 5 000000000000 | 0 | 0 | 0 | |
| COMPUTER EQUIPMENT | 2007-11-29 | 2,806 | 2,806 | SL | 5 000000000000 | 0 | 0 | 0 | |
| FURNITURE & FIXTURES | 2007-04-26 | 1,703 | 1,703 | SL | 7 000000000000 | 0 | 0 | 0 | |
| COMPUTER EQUIPMENT | 2008-09-05 | 3,625 | 1,812 | SL | 5 000000000000 | 0 | 0 | 0 | |
| OFFICE EQUIPMENT | 2008-11-06 | 411 | 205 | SL | 7 000000000000 | 0 | 0 | 0 | |
| COMPUTER EQUIPMENT | 2008-01-03 | 18,837 | 9,418 | SL | 5 000000000000 | 0 | 0 | 0 | |
| COMPUTER EQUIPMENT | 2008-02-04 | 3,201 | 1,600 | SL | 5 000000000000 | 0 | 0 | 0 | |
| COMPUTER EQUIPMENT | 2008-03-06 | 1,715 | 857 | SL | 5 000000000000 | 0 | 0 | 0 | |
| COMPUTER EQUIPMENT | 2008-04-03 | 10,159 | 5,079 | SL | 5 000000000000 | 0 | 0 | 0 | |
| COMPUTER EQUIPMENT | 2008-05-01 | 4,561 | 2,280 | SL | 5 000000000000 | 0 | 0 | 0 | |
| COMPUTER EQUIPMENT | 2008-06-05 | 5,581 | 2,790 | SL | 5 000000000000 | 0 | 0 | 0 | |
| COMPUTER EQUIPMENT | 2008-06-11 | 14,800 | 7,400 | SL | 5 000000000000 | 0 | 0 | 0 | |
| COMPUTER EQUIPMENT | 2008-06-26 | 6,000 | 3,000 | SL | 5 000000000000 | 0 | 0 | 0 | |
| COMPUTER EQUIPMENT | 2008-07-03 | 4,998 | 2,499 | SL | 5 000000000000 | 0 | 0 | 0 | |
| COMPUTER EQUIPMENT | 2008-07-30 | 8,091 | 4,045 | SL | 5 000000000000 | 0 | 0 | 0 | |
| COMPUTER EQUIPMENT | 2008-10-02 | 8,324 | 4,162 | SL | 5 000000000000 | 0 | 0 | 0 | |
| COMPUTER EQUIPMENT | 2008-12-04 | 9,510 | 4,755 | SL | 5 000000000000 | 0 | 0 | 0 | |

Depreciation Schedule

| 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 |
|--------------------------------|----------------------|----------------------------|----------------------------------|---------------------------|---------------------------------|--|------------------------------|----------------------------|--|
| FURNITURE & FIXTURES | 2009-12-03 | 1,598 | 799 | SL | 7 0000000000000 | 0 | 0 | 0 | |
| FURNITURE & FIXTURES | 2010-08-05 | 7,685 | 7,685 | SL | 7 0000000000000 | 0 | 0 | 0 | |
| FURNITURE & FIXTURES | 2010-09-02 | 4,576 | 4,576 | SL | 7 0000000000000 | 0 | 0 | 0 | |
| STORAGE CABINETS | 2010-12-16 | 9,000 | 9,000 | SL | 7 0000000000000 | 0 | 0 | 0 | |
| COMPUTER EQUIPMENT | 2010-01-16 | 1,637 | 1,637 | SL | 5 0000000000000 | 0 | 0 | 0 | |
| COMPUTER EQUIPMENT | 2010-02-08 | 1,786 | 1,786 | SL | 5 0000000000000 | 0 | 0 | 0 | |
| COMPUTER EQUIPMENT | 2010-06-17 | 5,638 | 5,638 | SL | 5 0000000000000 | 0 | 0 | 0 | |
| COMPUTER EQUIPMENT | 2010-07-14 | 5,634 | 5,634 | SL | 5 0000000000000 | 0 | 0 | 0 | |
| COMPUTER EQUIPMENT | 2010-08-31 | 1,059 | 1,059 | SL | 5 0000000000000 | 0 | 0 | 0 | |
| COMPUTER EQUIPMENT | 2010-09-09 | 2,010 | 2,010 | SL | 5 0000000000000 | 0 | 0 | 0 | |
| COMPUTER EQUIPMENT | 2010-11-09 | 1,303 | 1,303 | SL | 5 0000000000000 | 0 | 0 | 0 | |
| COMPUTER EQUIPMENT | 2011-04-13 | 4,523 | | SL | 5 0000000000000 | 0 | 0 | 0 | |
| COMPUTER EQUIPMENT | 2011-05-10 | 1,524 | | SL | 5 0000000000000 | 0 | 0 | 0 | |
| COMPUTER EQUIPMENT | 2011-06-30 | 4,943 | | SL | 5 0000000000000 | 0 | 0 | 0 | |
| STORAGE UNITS | 2011-02-10 | 9,750 | | SL | 7 0000000000000 | 0 | 0 | 116 | |
| OFFICE FURNITURE | 2011-06-09 | 1,534 | | SL | 7 0000000000000 | 0 | 0 | 91 | |
| COMPUTER EQUIPMENT | 2011-12-09 | 2,681 | | SL | 5 0000000000000 | 0 | 0 | 0 | |
| COMPUTER EQUIPMENT | 2012-03-09 | 2,040 | 2,040 | SL | 5 0000000000000 | 0 | 0 | 0 | |
| COMPUTER EQUIPMENT | 2012-04-10 | 1,648 | 1,648 | SL | 5 0000000000000 | 0 | 0 | 0 | |
| COMPUTER EQUIPMENT | 2012-07-09 | 2,982 | 2,982 | SL | 5 0000000000000 | 0 | 0 | 0 | |

Depreciation Schedule

| 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 |
|-------------------------|---------------|---------------------|---------------------------|--------------------|--------------------------|-------------------------------------|-----------------------|---------------------|---------------------------------|
| COMPUTER EQUIPMENT | 2012-08-28 | 1,740 | 1,740 | SL | 5 000000000000 | 0 | 0 | 0 | |
| COMPUTER EQUIPMENT | 2012-11-20 | 3,314 | 3,314 | SL | 5 000000000000 | 0 | 0 | 0 | |
| COMPUTER EQUIPMENT | 2012-12-11 | 3,376 | 3,376 | SL | 5 000000000000 | 0 | 0 | 0 | |
| SHIPPING EQUIPMENT | 2012-09-04 | 44,000 | 44,000 | SL | 5 000000000000 | 0 | 0 | 0 | |
| COMPUTER SOFTWARE | 2012-05-14 | 33,750 | 33,750 | SL | 3 000000000000 | 0 | 0 | 0 | |
| COMPUTER SOFTWARE | 2013-07-01 | 24,000 | 24,000 | SL | 3 000000000000 | 0 | 0 | 0 | |
| COMPUTER EQUIPMENT | 2013-07-01 | 23,333 | 21,001 | SL | 5 000000000000 | 2,332 | 0 | 2,332 | |
| COMPUTER EQUIPMENT | 2014-01-13 | 1,139 | 402 | SL | 5 000000000000 | 114 | 0 | 228 | |
| COMPUTER EQUIPMENT | 2014-01-23 | 7,239 | 2,534 | SL | 5 000000000000 | 724 | 0 | 1,448 | |
| COMPUTER EQUIPMENT | 2014-04-01 | 3,507 | 1,228 | SL | 5 000000000000 | 351 | 0 | 701 | |
| COMPUTER EQUIPMENT | 2014-04-10 | 3,706 | 1,298 | SL | 5 000000000000 | 371 | 0 | 741 | |
| COMPUTER EQUIPMENT | 2014-05-09 | 4,099 | 1,435 | SL | 5 000000000000 | 410 | 0 | 820 | |
| COMPUTER EQUIPMENT | 2014-06-05 | 4,869 | 1,704 | SL | 5 000000000000 | 487 | 0 | 974 | |
| COMPUTER EQUIPMENT | 2014-07-11 | 4,320 | 1,512 | SL | 5 000000000000 | 432 | 0 | 864 | |
| COMPUTER EQUIPMENT | 2014-07-31 | 1,927 | 675 | SL | 5 000000000000 | 193 | 0 | 385 | |
| COMPUTER EQUIPMENT | 2014-12-18 | 1,549 | 542 | SL | 5 000000000000 | 155 | 0 | 310 | |
| COMPUTER EQUIPMENT | 2015-02-23 | 2,008 | 715 | 200DB | 5 000000000000 | 116 | 0 | 402 | |
| OFFICE FURNITURE | 2015-02-17 | 1,509 | 425 | 200DB | 7 000000000000 | 94 | 0 | 216 | |
| OFFICE FURNITURE | 2015-03-11 | 370 | 104 | 200DB | 7 000000000000 | 23 | 0 | 53 | |
| OFFICE FURNITURE | 2015-03-16 | 1,072 | 302 | 200DB | 7 000000000000 | 67 | 0 | 153 | |

Depreciation Schedule

| 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 |
|-------------------------|---------------|---------------------|---------------------------|--------------------|--------------------------|-------------------------------------|-----------------------|---------------------|---------------------------------|
| OFFICE FURNITURE | 2015-03-19 | 222 | 62 | 200DB | 7 000000000000 | 14 | 0 | 32 | |
| OFFICE FURNITURE | 2015-04-22 | 217 | 61 | 200DB | 7 000000000000 | 13 | 0 | 31 | |
| OFFICE FURNITURE | 2015-07-13 | 596 | 168 | 200DB | 7 000000000000 | 37 | 0 | 85 | |
| COMPUTER EQUIPMENT | 2016-05-18 | 3,044 | 791 | 200DB | 5 000000000000 | 292 | 0 | 609 | |
| COMPUTER EQUIPMENT | 2016-05-26 | 154 | 40 | 200DB | 5 000000000000 | 15 | 0 | 31 | |
| COMPUTER EQUIPMENT | 2016-09-15 | 7,960 | 2,070 | 200DB | 5 000000000000 | 764 | 0 | 1,592 | |
| COMPUTER EQUIPMENT | 2016-11-21 | 579 | 150 | 200DB | 5 000000000000 | 56 | 0 | 116 | |
| FURNITURE & FIXTURES | 2016-05-19 | 552 | 107 | 200DB | 7 000000000000 | 48 | 0 | 79 | |
| OFFICE EQUIPMENT | 2017-02-24 | 4,543 | 454 | 200DB | 5 000000000000 | 727 | 0 | 909 | |
| COMPUTER EQUIPMENT | 2017-05-09 | 2,139 | 214 | 200DB | 5 000000000000 | 342 | 0 | 428 | |

TY 2018 Investments Corporate Bonds Schedule**Name:** ROY LICHTENSTEIN FOUNDATION**EIN:** 91-1898350**Investments Corporate Bonds Schedule**

| Name of Bond | End of Year Book Value | End of Year Fair Market Value |
|---------------------|-------------------------------|--------------------------------------|
| OTHER | 24,939,445 | 25,008,630 |

TY 2018 Investments Government Obligations Schedule**Name:** ROY LICHTENSTEIN FOUNDATION**EIN:** 91-1898350**US Government Securities - End
of Year Book Value:**

8,741,258

**US Government Securities - End
of Year Fair Market Value:**

8,747,957

**State & Local Government
Securities - End of Year Book
Value:**

0

**State & Local Government
Securities - End of Year Fair
Market Value:**

0

**TY 2018 Land, Etc.
Schedule**

Name: ROY LICHTENSTEIN FOUNDATION

EIN: 91-1898350

| Category / Item | Cost / Other Basis | Accumulated Depreciation | Book Value | End of Year Fair Market Value |
|----------------------|--------------------|--------------------------|------------|-------------------------------|
| COMPUTER EQUIPMENT | 17,842 | 17,842 | 0 | |
| COMPUTER EQUIPMENT | 11,151 | 11,151 | 0 | |
| COMPUTER EQUIPMENT | 23,134 | 23,134 | 0 | |
| OFFICE EQUIPMENT | 8,127 | 8,127 | 0 | |
| OFFICE EQUIPMENT | 3,196 | 3,196 | 0 | |
| COMPUTER EQUIPMENT | 2,786 | 2,786 | 0 | |
| OFFICE EQUIPMENT | 8,855 | 8,855 | 0 | |
| COMPUTER EQUIPMENT | 2,060 | 2,060 | 0 | |
| COMPUTER EQUIPMENT | 3,742 | 3,742 | 0 | |
| COMPUTER EQUIPMENT | 1,156 | 1,156 | 0 | |
| COMPUTER EQUIPMENT | 5,292 | 5,292 | 0 | |
| COMPUTER EQUIPMENT | 3,195 | 3,195 | 0 | |
| COMPUTER EQUIPMENT | 1,972 | 1,972 | 0 | |
| COMPUTER EQUIPMENT | 3,422 | 3,422 | 0 | |
| COMPUTER EQUIPMENT | 3,733 | 3,733 | 0 | |
| COMPUTER EQUIPMENT | 3,611 | 3,611 | 0 | |
| COMPUTER EQUIPMENT | 21,072 | 21,072 | 0 | |
| COMPUTER EQUIPMENT | 4,080 | 4,080 | 0 | |
| COMPUTER EQUIPMENT | 3,502 | 3,502 | 0 | |
| COMPUTER EQUIPMENT | 3,039 | 3,039 | 0 | |
| COMPUTER EQUIPMENT | 3,203 | 3,203 | 0 | |
| COMPUTER EQUIPMENT | 2,726 | 2,726 | 0 | |
| COMPUTER EQUIPMENT | 3,415 | 3,415 | 0 | |
| COMPUTER EQUIPMENT | 3,855 | 3,855 | 0 | |
| COMPUTER EQUIPMENT | 2,806 | 2,806 | 0 | |
| FURNITURE & FIXTURES | 1,703 | 1,703 | 0 | |
| COMPUTER EQUIPMENT | 3,625 | 3,625 | 0 | |
| OFFICE EQUIPMENT | 411 | 411 | 0 | |
| COMPUTER EQUIPMENT | 18,837 | 18,837 | 0 | |
| COMPUTER EQUIPMENT | 3,201 | 3,201 | 0 | |

| Category / Item | Cost / Other Basis | Accumulated Depreciation | Book Value | End of Year Fair Market Value |
|------------------------|---------------------------|---------------------------------|-------------------|--------------------------------------|
| COMPUTER EQUIPMENT | 1,715 | 1,715 | 0 | |
| COMPUTER EQUIPMENT | 10,159 | 10,159 | 0 | |
| COMPUTER EQUIPMENT | 4,561 | 4,561 | 0 | |
| COMPUTER EQUIPMENT | 5,581 | 5,581 | 0 | |
| COMPUTER EQUIPMENT | 14,800 | 14,800 | 0 | |
| COMPUTER EQUIPMENT | 6,000 | 6,000 | 0 | |
| COMPUTER EQUIPMENT | 4,998 | 4,998 | 0 | |
| COMPUTER EQUIPMENT | 8,091 | 8,091 | 0 | |
| COMPUTER EQUIPMENT | 8,324 | 8,324 | 0 | |
| COMPUTER EQUIPMENT | 9,510 | 9,510 | 0 | |
| FURNITURE & FIXTURES | 1,598 | 1,598 | 0 | |
| FURNITURE & FIXTURES | 7,685 | 7,685 | 0 | |
| FURNITURE & FIXTURES | 4,576 | 4,576 | 0 | |
| STORAGE CABINETS | 9,000 | 9,000 | 0 | |
| COMPUTER EQUIPMENT | 1,637 | 1,637 | 0 | |
| COMPUTER EQUIPMENT | 1,786 | 1,786 | 0 | |
| COMPUTER EQUIPMENT | 5,638 | 5,638 | 0 | |
| COMPUTER EQUIPMENT | 5,634 | 5,634 | 0 | |
| COMPUTER EQUIPMENT | 1,059 | 1,059 | 0 | |
| COMPUTER EQUIPMENT | 2,010 | 2,010 | 0 | |
| COMPUTER EQUIPMENT | 1,303 | 1,303 | 0 | |
| COMPUTER EQUIPMENT | 4,523 | 4,523 | 0 | |
| COMPUTER EQUIPMENT | 1,524 | 1,524 | 0 | |
| COMPUTER EQUIPMENT | 4,943 | 4,943 | 0 | |
| STORAGE UNITS | 9,750 | 9,750 | 0 | |
| OFFICE FURNITURE | 1,534 | 1,534 | 0 | |
| COMPUTER EQUIPMENT | 2,681 | 2,681 | 0 | |
| COMPUTER EQUIPMENT | 2,040 | 2,040 | 0 | |
| COMPUTER EQUIPMENT | 1,648 | 1,648 | 0 | |
| COMPUTER EQUIPMENT | 2,982 | 2,982 | 0 | |

| Category / Item | Cost / Other Basis | Accumulated Depreciation | Book Value | End of Year Fair Market Value |
|------------------------|---------------------------|---------------------------------|-------------------|--------------------------------------|
| COMPUTER EQUIPMENT | 1,740 | 1,740 | 0 | |
| COMPUTER EQUIPMENT | 3,314 | 3,314 | 0 | |
| COMPUTER EQUIPMENT | 3,376 | 3,376 | 0 | |
| SHIPPING EQUIPMENT | 44,000 | 44,000 | 0 | |
| COMPUTER SOFTWARE | 33,750 | 33,750 | 0 | |
| COMPUTER SOFTWARE | 24,000 | 24,000 | 0 | |
| COMPUTER EQUIPMENT | 23,333 | 23,333 | 0 | |
| COMPUTER EQUIPMENT | 1,139 | 1,086 | 53 | |
| COMPUTER EQUIPMENT | 7,239 | 6,878 | 361 | |
| COMPUTER EQUIPMENT | 3,507 | 3,333 | 174 | |
| COMPUTER EQUIPMENT | 3,706 | 3,522 | 184 | |
| COMPUTER EQUIPMENT | 4,099 | 3,895 | 204 | |
| COMPUTER EQUIPMENT | 4,869 | 4,626 | 243 | |
| COMPUTER EQUIPMENT | 4,320 | 4,104 | 216 | |
| COMPUTER EQUIPMENT | 1,927 | 1,832 | 95 | |
| COMPUTER EQUIPMENT | 1,549 | 1,472 | 77 | |
| COMPUTER EQUIPMENT | 2,008 | 1,835 | 173 | |
| OFFICE FURNITURE | 1,509 | 1,274 | 235 | |
| OFFICE FURNITURE | 370 | 312 | 58 | |
| OFFICE FURNITURE | 1,072 | 905 | 167 | |
| OFFICE FURNITURE | 222 | 187 | 35 | |
| OFFICE FURNITURE | 217 | 183 | 34 | |
| OFFICE FURNITURE | 596 | 503 | 93 | |
| COMPUTER EQUIPMENT | 3,044 | 2,605 | 439 | |
| COMPUTER EQUIPMENT | 154 | 132 | 22 | |
| COMPUTER EQUIPMENT | 7,960 | 6,814 | 1,146 | |
| COMPUTER EQUIPMENT | 579 | 496 | 83 | |
| FURNITURE & FIXTURES | 552 | 431 | 121 | |
| OFFICE EQUIPMENT | 4,543 | 3,453 | 1,090 | |
| COMPUTER EQUIPMENT | 2,139 | 1,626 | 513 | |

TY 2018 Legal Fees Schedule**Name:** ROY LICHTENSTEIN FOUNDATION**EIN:** 91-1898350

| Category | Amount | Net Investment Income | Adjusted Net Income | Disbursements for Charitable Purposes |
|--|---------------|----------------------------------|--------------------------------|--|
| LEGAL FEES ASSOCIATED WITH COPYRIGHT ISSUES | 229,713 | 11,486 | 11,486 | 218,227 |

TY 2018 Other Assets Schedule**Name:** ROY LICHTENSTEIN FOUNDATION**EIN:** 91-1898350**Other Assets Schedule**

| Description | Beginning of Year - Book Value | End of Year - Book Value | End of Year - Fair Market Value |
|---|--------------------------------|--------------------------|---------------------------------|
| ARTWORK OWNED BY ROY LICHTENSTEIN FOUNDATION- PER ATTACHED | 66,600,412 | 70,731,218 | 152,545,969 |
| ROY LICHTENSTEIN ARCHIVE | 1,000,000 | 1,245,250 | 1,245,250 |

TY 2018 Other Expenses Schedule**Name:** ROY LICHTENSTEIN FOUNDATION**EIN:** 91-1898350**Other Expenses Schedule**

| Description | Revenue and Expenses per Books | Net Investment Income | Adjusted Net Income | Disbursements for Charitable Purposes |
|---------------------------------|--------------------------------|-----------------------|---------------------|---------------------------------------|
| OFFICE SUPPLIES AND EXPENSES | 31,229 | 1,561 | 1,561 | 29,668 |
| OUTSIDE SERVICES | 241,099 | 0 | 0 | 241,099 |
| INSURANCE | 161,619 | 0 | 0 | 161,619 |
| TELEPHONE & UTILITIES | 2,107 | 105 | 105 | 2,002 |
| PHOTOGRAPHY | 184,933 | 0 | 0 | 184,933 |
| EQUIPMENT RENTAL | 14,427 | 721 | 721 | 13,706 |
| COMPUTER EXPENSES | 68,144 | 3,407 | 3,407 | 64,737 |
| DUES, FEES & SUBSCRIPTIONS | 6,177 | 309 | 309 | 5,868 |
| POSTAGE & SHIPPING | 37,115 | 1,856 | 1,856 | 35,259 |
| CONSERVATION, FRAMING & STORAGE | 112,781 | 0 | 0 | 112,781 |

Other Expenses Schedule

| Description | Revenue and Expenses per Books | Net Investment Income | Adjusted Net Income | Disbursements for Charitable Purposes |
|--------------------------|---------------------------------------|------------------------------|----------------------------|--|
| INVESTMENT ADVISORY FEES | 94,210 | 94,210 | 94,210 | 0 |
| REPAIRS & MAINTENANCE | 1,775 | 1,775 | 1,775 | 0 |

TY 2018 Other Income Schedule**Name:** ROY LICHTENSTEIN FOUNDATION**EIN:** 91-1898350**Other Income Schedule**

| Description | Revenue And Expenses Per Books | Net Investment Income | Adjusted Net Income |
|----------------|--------------------------------|-----------------------|---------------------|
| ROYALTY INCOME | 2,350 | 2,350 | 2,350 |

TY 2018 Other Professional Fees Schedule**Name:** ROY LICHTENSTEIN FOUNDATION**EIN:** 91-1898350

| Category | Amount | Net Investment Income | Adjusted Net Income | Disbursements for Charitable Purposes |
|-----------------|---------------|----------------------------------|--------------------------------|--|
| ACTUARIAL FEES | 1,810 | 91 | 91 | 1,719 |

TY 2018 Taxes Schedule**Name:** ROY LICHTENSTEIN FOUNDATION**EIN:** 91-1898350

| Category | Amount | Net Investment Income | Adjusted Net Income | Disbursements for Charitable Purposes |
|----------------------------|---------------|----------------------------------|--------------------------------|--|
| PAYROLL TAXES | 76,196 | 2,424 | 2,424 | 73,772 |
| DELAWARE ANNUAL REPORT | 25 | 25 | 25 | 0 |
| NEW YORK STATE FILING FEES | 1,500 | 0 | 0 | 1,500 |
| FEDERAL EXCISE TAXES | 415,602 | 415,602 | 415,602 | 0 |

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

Schedule of Contributors
▶ Attach to Form 990, 990-EZ, or 990-PF
▶ Go to www.irs.gov/Form990 for the latest information

OMB No 1545-0047
2018

Name of the organization
ROY LICHTENSTEIN FOUNDATION

Employer identification number
91-1898350

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 other 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 33¹ 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 Don't 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 isn't covered by the General Rule and/or the Special Rules doesn't 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 990PF, Part I, line 2, to certify that it doesn't meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

| | |
|--|---|
| Name of organization ROY LICHTENSTEIN FOUNDATION | Employer identification number 91-1898350 |
|--|---|

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 | DOROTHY LICHTENSTEIN C/O GOLDGLIT COMPANY 499 7TH AVENUE | \$ 94,000 | Person <input checked="" type="checkbox"/> |
| | NEW YORK, NY 10018 | | Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> |
| | | | (Complete Part II for noncash contributions) |
| 2 | DOROTHY LICHTENSTEIN C/O GOLDGLIT COMPANY 499 7TH AVENUE | \$ 6,727,750 | Person <input checked="" type="checkbox"/> |
| | NEW YORK, NY 10018 | | Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> |
| | | | (Complete Part II for noncash contributions) |
| | | \$ | Person <input type="checkbox"/> |
| | | | Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> |
| | | | (Complete Part II for noncash contributions) |
| | | \$ | Person <input type="checkbox"/> |
| | | | Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> |
| | | | (Complete Part II for noncash contributions) |
| | | \$ | Person <input type="checkbox"/> |
| | | | Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> |
| | | | (Complete Part II for noncash contributions) |
| | | \$ | Person <input type="checkbox"/> |
| | | | Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> |
| | | | (Complete Part II for noncash contributions) |

| | |
|--|---|
| Name of organization ROY LICHTENSTEIN FOUNDATION | Employer identification number 91-1898350 |
|--|---|

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 |
| 2 | ARTWORK BY AND ARCHIVES OF ROY LICHTENSTEIN | \$ 6,727,750 | 2018-12-31 |
| (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 ROY LICHTENSTEIN FOUNDATION | Employer identification number 91-1898350 |
|--|---|

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 information once. See instructions.) ▶ \$ _____
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 |
| _____ | _____ |
| _____ | _____ |