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

**2000**

Department of the Treasury  
Internal Revenue Service

Note: The organization may be able to use a copy of this return to satisfy state reporting requirements

For calendar year 2000, or tax year beginning July 1, 2000, and ending JUNE 30, 2001

G Check all that apply  Initial return  Final return  Amended return  Address change  Name change

Use the IRS label Otherwise, print or type See Specific Instructions	Name of organization <u>The SIMONS FOUNDATION</u>		A Employer identification number <u>13 3794889</u>
	Number and street (or P.O. box number if mail is not delivered to street address) <u>126 East 19<sup>th</sup> St</u>	Room/suite	B Telephone number (see page 10 of the instructions) <u>(646) 657-0066</u>
	City or town, state, and ZIP code <u>New York NY 10003</u>		C If exemption application is pending check here <input type="checkbox"/> D 1 Foreign organizations check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/> E If private foundation status was terminated under section 507(b)(1)(A) check here <input type="checkbox"/> F If the foundation is in a 60 month termination under section 507(b)(1)(B) check here <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		I Fair market value of all assets at end of year (from Part II, col (c), line 16) <b>\$</b>	
J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify)		(Part I, column (d) must be on cash basis)	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c) and (d) may not necessarily equal the amounts in column (a) (see page 10 of the instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)	34 076 000			
	2 Distributions from split-interest trusts				
	3 Interest on savings and temporary cash investments	10 849			
	4 Dividends and interest from securities	483 779			
	5a Gross rents				
	b (Net rental income or (loss) _____)				
	6a Net gain or (loss) from sale of assets not on line 10	(10 213 920)			
	b Gross sales price for all assets on line 6a _____				
	7 Capital gain net income (from Part IV, line 2)		0	0	
	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)					
12 Total Add lines 1 through 11	24 356 708	0	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	9 394			
	14 Other employee salaries and wages	3 872			
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)				
	17 Other expenses (attach schedule)	17 442			
	18 Taxes (attach schedule) (see page 14 of the instructions)	52 086	55 086		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy	177 609			
	21 Travel, conferences, and meetings				
22 Printing and publications					
23 Other expenses (attach schedule)	96 11				
24 Total operating and administrative expenses Add lines 13 through 23	273 014				
25 Contributions, gifts, grants paid	7 023 018			7 023 018	
26 Total expenses and disbursements Add lines 24 and 25	7 296 032	55 086		7 023 018	
27 Subtract line 26 from line 12	17 060 676				
a Excess of revenue over expenses and disbursements					
b Net investment income (if negative, enter -0-)		0			
c Adjusted net income (if negative, enter -0-)			0		

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			
		Beginning of year	End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1	Cash—non-interest-bearing	36424	12735	12735
	2	Savings and temporary cash investments	1338014	212767	212767
	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 page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)			
	c	Investments—corporate bonds (attach schedule)	798414	797980	252281
	11	Investments—land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶				
12	Investments—mortgage loans				
13	Investments—other (attach schedule)	35511061	52648259	78716853	
14	Land, buildings, and equipment basis ▶				
	Less accumulated depreciation (attach schedule) ▶				
15	Other assets (describe ▶ )				
16	<b>Total assets</b> (to be completed by all filers—see page 16 of the instructions Also, see page 1, item I)	37611065	5467174	80194636	
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 (attach schedule)			
22	Other liabilities (describe ▶ )				
23	<b>Total liabilities</b> (add lines 17 through 22)				
Net Assets or Fund Balances	Organizations 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			
	Organizations 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	37611065			
28	Paid-in or capital surplus, or land, bldg, and equipment fund				
29	Retained earnings, accumulated income, endowment, or other funds				
30	<b>Total net assets or fund balances</b> (see page 17 of the instructions)	37611065			
31	<b>Total liabilities and net assets/fund balances</b> (see page 17 of the instructions)	37611065			

**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	37611065
2	Enter amount from Part I, line 27a	2	17060676
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	54671741
5	Decreases not included in line 2 (itemize) ▶	5	
6	<b>Total net assets or fund balances at end of year</b> (line 4 minus line 5)—Part II, column (b), line 30	6	54671741

**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	VIA MADOFF Securities Acct	P		
b	VIA Strategic Initiative Partners II	P		
c	LP interest - Strategic Initiative Partners II	P		6/30/01
d	300,683 sh MVPT	D		7/16/00, 6/11/01
e	10,707.6472 Harch Intl	P		6/15/01

  

(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			738,463
b			(98,608)
c	1008171	893,070	115,101
d	834,964	11,780,899	(10,945,935)
e	96,343	119,283	(22,940)

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

(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	(l) Gains (Col (h) gain minus col (k) but not less than -0-) or Losses (from col (h))
a			
b			
c			
d			
e			

  

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	(1,0213,919)
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 pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8	3	(341,450)

**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 organization liable for the section 4942 tax on the distributable amount of any year in the base period?  Yes  No  
If "Yes," the organization does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
1999			
1998			
1997			
1996			
1995			

2 Total of line 1, column (d)

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

4 Enter the net value of noncharitable-use assets for 2000 from Part X, line 5

5 Multiply line 4 by line 3

6 Enter 1% of net investment income (1% of Part I, line 27b)

7 Add lines 5 and 6

8 Enter qualifying distributions from Part XII, line 4

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 on page 18.

**Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)**

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling letter (attach copy of ruling letter if necessary—see instructions)		
b	Domestic organizations that meet the section 4940(e) requirements in Part V check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	0
c	All other domestic organizations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I line 12 col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	
3	Add lines 1 and 2	3	0
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	
5	<b>Tax based on investment income</b> Subtract line 4 from line 3 If zero or less, enter -0-	5	0
6	Credits/Payments		
a	2000 estimated tax payments and 1999 overpayment credited to 2000	6a	
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	
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	<b>Tax due</b> If the total of lines 5 and 8 is more than line 7, enter amount owed	9	NONE
10	<b>Overpayment</b> If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11	Enter the amount of line 10 to be Credited to 2001 estimated tax Refunded	11	

**Part VII-A Statements Regarding Activities**

	Yes	No
1a		X
1b		X
<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 organization in connection with the activities</i>		
1c		
d		
e		
2		X
3		X
4a		X
4b		X
5		X
6	X	
7	X	
8a		
b	X	
9		X
10	X	
11	X	
12	The books are in care of <b>MARILYN SIMONS</b> Telephone no <b>646 654-0066</b> Located at <b>126 East 19 St New York NY</b> ZIP+4 <b>10003</b>	
13	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year <b>13</b>	

**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

- 1a During the year did the organization (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 organization agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days )  Yes  No
- b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here
- 1b
- c Did the organization 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 2000?
- 1c
- 2 Taxes on failure to distribute income (section 4942) (does not apply for years the organization was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))
  - a At the end of tax year 2000, did the organization have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2000?  Yes  No  
If "Yes," list the years ► 19 . . . , 19 . . . , 19 . . . , 19 . . .
  - b Are there any years listed in 2a for which the organization 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 page 20 of the instructions )
  - 2b
  - c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 19 . . . , 19 . . . , 19 . . . , 19 . . .
- 3a Did the organization 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 2000 as a result of (1) any purchase by the organization 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 organization had excess business holdings in 2000 )
  - 3b
- 4a Did the organization invest during the year any amount in a manner that would jeopardize its charitable purposes?
- 4a
- b Did the organization 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 2000?
- 4b
- 5a During the year did the organization pay or incur any amount to
  - (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?  Yes  No
  - (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?  Yes  No
  - (3) Provide a grant to an individual for travel, study, or other similar purposes?  Yes  No
  - (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?  Yes  No
  - (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?  Yes  No
- 5b 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 page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here
- 5b
- c If the answer is "Yes" to question 5a(4) does the organization claim exemption from the tax because it maintained expenditure responsibility for the grant?  Yes  No  
If "Yes," attach the statement required by Regulations section 53.4945-5(d)
- 6a Did the organization, during the year, receive any funds, directly or indirectly to pay premiums on a personal benefit contract?  Yes  No
- 6a
- b Did the organization, during the year, pay premiums, directly or indirectly on a personal benefit contract?  Yes  No  
If you answered "Yes" to 6b also file Form 8870
- 6b

	Yes	No
1a		
1b		
1c		X
2a		
2b		
3a		
3b		
4a		X
4b		X
5a		
5b		
6a		
6b		

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

**1 List all officers, directors, trustees, foundation managers and their compensation (see page 20 of the instructions)**

(a) Name and address	(b) Title and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
MARILYN SIMONS 1060 FIFTH AVE NY NY	President	-0-	None	None
..				
---				
- - -				

**2 Compensation of five highest-paid employees (other than those included on line 1—see page 21 of the instructions) If none, enter "NONE"**

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

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

**3 Five highest-paid independent contractors for professional services—(see page 21 of the instructions) 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 ▶

**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	CONTRIBUTIONS TO QUALIFYING PUBLIC CHARITIES	7,023,018
2		
3		
4		

**Part IX-B Summary of Program-Related Investments** (see page 22 of the 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 page 22 of the instructions	
3	

**Part X Minimum Investment Return** (All domestic foundations must complete this part Foreign foundations, see page 22 of the 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	60756809
b Average of monthly cash balances	1b	1263546
c Fair market value of all other assets (see page 23 of the instructions)	1c	
d Total (add lines 1a, b, and c)	1d	62020355
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2 Acquisition indebtedness applicable to line 1 assets	2	
3 Subtract line 2 from line 1d	3	62020355
4 Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 23 of the instructions)	4	930305
5 Net value of noncharitable-use assets Subtract line 4 from line 3 Enter here and on Part V line 4	5	61090050
6 Minimum investment return. Enter 5% of line 5	6	3054503

**Part XI Distributable Amount** (see page 23 of the 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	3054503
2a Tax on investment income for 2000 from Part VI, line 5	2a	
b Income tax for 2000 (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	3054503
4a Recoveries of amounts treated as qualifying distributions	4a	
b Income distributions from section 4947(a)(2) trusts	4b	
c Add lines 4a and 4b	4c	
5 Add lines 3 and 4c	5	3054503
6 Deduction from distributable amount (see page 23 of the instructions)	6	
7 Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	3054503

**Part XII Qualifying Distributions** (see page 24 of the 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	7023018
b Program-related investments—total of lines 1-3 of Part IX-B	1b	
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the		
a Suitability test (prior IRS approval required)	3a	
b Cash distribution test (attach the required schedule)	3b	
4 Qualifying distributions Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	7023018
5 Organizations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 24 of the instructions)	5	
6 Adjusted qualifying distributions Subtract line 5 from line 4	6	7023018

**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 page 24 of the instructions)

	(a) Corpus	(b) Years prior to 1999	(c) 1999	(d) 2000
1 Distributable amount for 2000 from Part XI line 7				3 054 503
2 Undistributed income, if any as of the end of 1999				
a Enter amount for 1999 only				
b Total for prior years 19 ____, 19 ____, 19 ____				
3 Excess distributions carryover, if any, to 2000				
a From 1995	1 595 574			
b From 1996	252 876			
c From 1997	132 797			
d From 1998	4 218 825			
e From 1999	4 173 169			
f Total of lines 3a through e	10 373 241			
4 Qualifying distributions for 2000 from Part XII, line 4 ▶ \$ 7 023 018				
a Applied to 1999, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see page 25 of the instructions)				
c Treated as distributions out of corpus (Election required—see page 25 of the instructions)				
d Applied to 2000 distributable amount				3 054 503
e Remaining amount distributed out of corpus	3 968 516			
5 Excess distributions carryover applied to 2000 (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	14 341 757			
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 page 25 of the instructions				
e Undistributed income for 1999 Subtract line 4a from line 2a Taxable amount—see page 25 of the instructions				
f Undistributed income for 2000 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2001				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(E) or 4942(g)(3) (see page 25 of the instructions)				
8 Excess distributions carryover from 1995 not applied on line 5 or line 7 (see page 25 of the instructions)	1 595 574			
9 Excess distributions carryover to 2001 Subtract lines 7 and 8 from line 6a	12 746 183			
10 Analysis of line 9				
a Excess from 1996	252 876			
b Excess from 1997	132 797			
c Excess from 1998	4 218 825			
d Excess from 1999	4 173 169			
e Excess from 2000	3 968 516			

**Part XIV Private Operating Foundations** (see page 25 of the 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 2000 enter the date of the ruling ▶
- b** Check box to indicate whether the organization is a private operating foundation described in section  4942(j)(3) or  4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2000	(b) 1999	(c) 1998	(d) 1997	
<b>2a</b> Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
<b>b</b> 85% of line 2a					
<b>c</b> Qualifying distributions from Part XII, line 4 for each year listed					
<b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities					
<b>e</b> Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
<b>3</b> Complete 3a b or c for the alternative test relied upon					
<b>a</b> "Assets" alternative test—enter					
<b>(1)</b> Value of all assets					
<b>(2)</b> Value of assets qualifying under section 4942(j)(3)(B)(i)					
<b>b</b> "Endowment" alternative test— Enter 1/2 of minimum investment return shown in Part X line 6 for each year listed					
<b>c</b> "Support" alternative test—enter					
<b>(1)</b> Total support other than gross investment income (interest dividends, rents payments on securities loans (section 512(a)(5)), or royalties)					
<b>(2)</b> Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
<b>(3)</b> Largest amount of support from an exempt organization					
<b>(4)</b> Gross investment income					

**Part XV Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see page 26 of the instructions )**

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

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

- 2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc , Programs**
- Check here  if the organization only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the organization makes gifts, grants, etc (see page 26 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

- a** The name, address, and telephone number of the person to whom applications should be addressed

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

- c** Any submission deadlines

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

**Part XV Supplementary Information (continued)**

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

Recipient Name and address (home or business)	If recipient is an individual show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<i>a Paid during the year</i>				
<b>Total</b>				▶ <b>3a</b>
<i>b Approved for future payment</i>				
<b>Total</b>				▶ <b>3b</b>



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

- 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?
- |   | Yes | No |
|---|-----|----|
| a Transfers from the reporting organization to a noncharitable exempt organization of   |     |    |
| (1) Cash  | /   | /  |
| (2) Other assets  | /   | /  |
| b Other Transactions  |     |    |
| (1) Sales of assets to a noncharitable exempt organization  | /   | /  |
| (2) Purchases of assets from a noncharitable exempt organization  | /   | /  |
| (3) Rental of facilities, equipment, or other assets  | /   | /  |
| (4) Reimbursement arrangements  | /   | /  |
| (5) Loans or loan guarantees  | /   | /  |
| (6) Performance of services or membership or fundraising solicitations  | /   | /  |
| c Sharing of facilities, equipment, mailing lists, other assets, or paid employees  | /   | /  |
| 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 organization. If the organization received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received | /   | /  |

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

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

b If "Yes," complete the following schedule:

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

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

Signature of officer or trustee: MA Simmons Date: 1/5/15/02 Title: President

<b>Sign Here</b>	<b>Paid Preparer's Use Only</b>	Preparer's signature: <u>MA Simmons</u>	Date: <u>1/5/15/02</u>	Check if self-employed <input type="checkbox"/>	Preparer's SSN or PTIN (See Signature on page 28 of the instructions)
	Firm's name (or yours if self-employed) address and ZIP code: _____	EIN: _____	Phone no. ( ) _____		



		1 START OF Year	2 END OF Book	3 YEAR FMV
	<u>PART II - Balance Sheet</u>			
		Book Value		
1	<u>LINE 10c - CORP BONDS</u>			
2	FNMA REMIC 1992-43-CL-SR	798414	797980	252281
3				
4	<u>LINE 13 - INVESTMENTS</u>			
5	MADOFF Securities Investment Acct	5525580	9116594	9062939
6	MEDALLION CAPITAL INV	5828283	19828283	43483931
7	Cerebus Intl	500000	500000	640180
8	Harch Intl	500000	356364	223018
9	Heritage Holdings	6000000	9500000	10936660
10	Palladin Halifax	500000	500000	762044
11	Arcus	500000	500000	451611
12	EQUIMETRICS FUND LTD	2000000	6000000	6852153
13	50,000 sh FEP	177975	177975	127500
14	300683 sh M/PT	11780899	—	—
15	Wheatley Partners	1087073	1087073	1000000
16	Strategic Initiative Partners	1001855	—	—
17	SIENNA	9396	592898	607000
18	Newlight Assoc II	100000	189508	189507
19	Caduceus		535169	535169
20	Seaport		298065	300000
21	Wheatley Partners III		537354	545141
22	Topspin Partners		2928976	3000000
23		35 511061	52648259	78716853
24				
25				
26	<u>PART VII-A #10</u>			
27				
28	JAMES H SIMONS			
29	1060 Fifth Ave			
30	NY NY 10128			
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STATE OF NEW YORK  
County of New York, s.

THE ANNUAL RETURN OF THE SIMONS FOUNDATION for the fiscal year ended June 30, 2001 is available at its principal office located at 1060 Fifth Avenue, New York, NY 10128 for inspection during regular business hours by any citizen who requests it within 180 days hereof. Principal Manager of the Foundation is MARILYN SIMONS.

Jay Ganesh, being duly sworn, says that he is the PRINCIPAL CLERK of the Publisher of the **NEW YORK LAW JOURNAL**, a Daily Newspaper; that the Advertisement hereto annexed has been published in the said **NEW YORK LAW JOURNAL** one time on the 3rd day of May, 2002.

*Jay Ganesh*

TO WIT MAY 3, 2002

SWORN TO BEFORE ME, this 3rd day }  
Of May, 2002.

*Cynthia Byrd*

Cynthia Byrd  
Notary Public, State of New York  
No. 01BY6056945  
Qualified in Kings County  
Commission Expires April 09, 2003