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Return of Private Foundation

or Section 4947(a)(1) Nonexempt Charitable Trust Treated as a Private Foundation Note The organization may be able to use a copy of this return to satisfy state reporting requirements

2003

For calendar year 2003, or tax year beginning , 2003, and ending

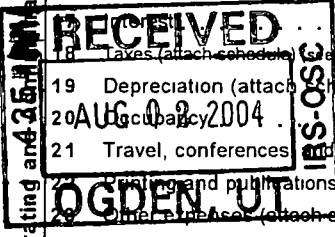
G Check all that apply Initial return Final return Amended return Address change Name change

Name of organization THE HILDA MULLEN FOUNDATION C/O SIMPSON THACHER & BARTLETT 425 LEXINGTON AVENUE NEW YORK, NY 10017

H Check type of organization Section 501(c)(3) exempt private foundation Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation I Fair market value of all assets at end of year (from Part II col (c) line 16) \$ 7,526,646 J Accounting method Cash Accrual Other (specify)

Table with 5 columns: (a) Revenue and expenses per books, (b) Net investment income, (c) Adjusted net income, (d) Disbursements for charitable purposes (cash basis only). Rows include Revenue (1-12), Operating and Administrative Expenses (13-26), and Subtotal (27).

SCANNED AUG 03 2004



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			
	2 Savings and temporary cash investments	10,137.	58,689.	58,689.
	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			
	10 a Investments - U S and state government obligations (attach schedule)			
	b Investments - corporate stock (attach schedule) . STMT 6 .	7,906,762.	6,559,127.	7,465,653.
	c Investments - corporate bonds (attach schedule)			
	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 Less accumulated depreciation (attach schedule) ▶			
15 Other assets (describe ▶ STMT 7)	1,055.	2,304.	2,304.	
16 Total assets (to be completed by all filers - see page 16 of the instructions Also, see page 1, item I)	7,917,954.	6,620,120.	7,526,646.	
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 Total liabilities (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 and complete lines 27 through 31. <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	7,917,954.	6,620,120.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
29 Retained earnings, accumulated income, endowment, or other funds				
30 Total net assets or fund balances (see page 17 of the instructions)	7,917,954.	6,620,120.		
31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	7,917,954.	6,620,120.		

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	7,917,954.
2 Enter amount from Part I, line 27a	2	-1,297,834.
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	6,620,120.
5 Decreases not included in line 2 (itemize) ▶	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	6,620,120.

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 PART IV SCHEDULE						
b						
c						
d						
e						
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)			
a						
b						
c						
d						
e						
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(l) Gains (Col (h) gain minus col (k), but not less than -0- or Losses (from col (h)))		
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any				
a						
b						
c						
d						
e						
2 Capital gain net income or (net capital loss)				2	-237,373.	
{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }						
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)				3		
{ 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 }						

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 17 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))		
2002	5,088,294.	8,407,834.	0.60518487877		
2001	606,463.	7,947,258.	0.07631097417		
2000	653,846.	7,683,930.	0.08509265441		
1999	436,256.	3,990,472.	0.10932441075		
1998	590,229.	4,319,326.	0.13664840301		
2 Total of line 1, column (d)				2	1.01256132111
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years				3	0.20251226422
4 Enter the net value of noncharitable-use assets for 2003 from Part X, line 5				4	6,619,146.
5 Multiply line 4 by line 3				5	1,340,458.
6 Enter 1% of net investment income (1% of Part I, line 27b)				6	510.
7 Add lines 5 and 6				7	1,340,968.
8 Enter qualifying distributions from Part XII, line 4				8	1,111,422.

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 17

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see page 17 of the instructions)

Table with 11 rows for excise tax calculations. Includes categories like 'Exempt operating foundations', 'Domestic organizations', 'Tax under section 511', and 'Credits/Payments'. Total tax due is 90,257.

Part VII-A Statements Regarding Activities

Table with 13 rows for activity statements. Includes questions about political influence, tax on political expenditures, and substantial contributors. Includes 'NEW YORK' as the state of registration.

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.

Table with columns for question descriptions, Yes/No checkboxes, and Yes/No columns. Includes questions 1a through 6b regarding disqualifying acts, taxes, and business holdings.

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
SEE STATEMENT 8		NONE	NONE	NONE

2 Compensation of five highest-paid employees (other than those included on line 1 - see page 20 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 **NONE**

3 Five highest-paid independent contractors for professional services - (see page 20 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 **NONE**

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 ----- NONE	
2 -----	
3 -----	
4 -----	

Part IX-B Summary of Program-Related Investments (see page 21 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 <u>NONE</u>	
2	
All other program-related investments See page 21 of the instructions	
3 <u>NONE</u>	
Total. Add lines 1 through 3	

Part X Minimum Investment Return (All domestic foundations must complete this part Foreign foundations, see page 21 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	6,637,404.
b Average of monthly cash balances	1b	80,861.
c Fair market value of all other assets (see page 22 of the instructions)	1c	1,680.
d Total (add lines 1a, b, and c)	1d	6,719,945.
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	NONE
3 Subtract line 2 from line 1d	3	6,719,945.
4 Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see page 23 of the instructions)	4	100,799.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	6,619,146.
6 Minimum investment return. Enter 5% of line 5	6	330,957.

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	330,957.
2a Tax on investment income for 2003 from Part VI, line 5	2a	1,019.
b Income tax for 2003 (This does not include the tax from Part VI)	2b	
c Add lines 2a and 2b	2c	1,019.
3 Distributable amount before adjustments Subtract line 2c from line 1	3	329,938.
4a Recoveries of amounts treated as qualifying distributions	4a	NONE
b Income distributions from section 4947(a)(2) trusts	4b	
c Add lines 4a and 4b	4c	NONE
5 Add lines 3 and 4c	5	329,938.
6 Deduction from distributable amount (see page 23 of the instructions)	6	NONE
7 Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	329,938.

Part XII Qualifying Distributions (see page 23 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	1,111,422.
b Program-related investments - Total from Part IX-B	1b	NONE
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3 Amounts set aside for specific charitable projects that satisfy the		
a Suitability test (prior IRS approval required)	3a	NONE
b Cash distribution test (attach the required schedule)	3b	NONE
4 Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	1,111,422.
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	N/A
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,111,422.

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 2002	(c) 2002	(d) 2003
1 Distributable amount for 2003 from Part XI, line 7				329,938.
2 Undistributed income if any, as of the end of 2002				
a Enter amount for 2002 only			NONE	
b Total for prior years <u>2001</u>		NONE		
3 Excess distributions carryover, if any, to 2003				
a From 1998	375,237.			
b From 1999	237,810.			
c From 2000	341,831.			
d From 2001	213,306.			
e From 2002	4,750,854.			
f Total of lines 3a through e	5,919,038.			
4 Qualifying distributions for 2003 from Part XII, line 4 ▶ \$ <u>1,111,422.</u>				
a Applied to 2002, but not more than line 2a			NONE	
b Applied to undistributed income of prior years (Election required - see page 24 of the instructions)		NONE		
c Treated as distributions out of corpus (Election required - see page 24 of the instructions)	NONE			
d Applied to 2003 distributable amount				329,938.
e Remaining amount distributed out of corpus	781,484.			
5 Excess distributions carryover applied to 2003 (If an amount appears in column (d), the same amount must be shown in column (a))	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	6,700,522.			
b Prior years' undistributed income Subtract line 4b from line 2b		NONE		
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		NONE		
d Subtract line 6c from line 6b Taxable amount - see page 24 of the instructions		NONE		
e Undistributed income for 2002 Subtract line 4a from line 2a Taxable amount - see page 24 of the instructions			NONE	
f Undistributed income for 2003 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2004				NONE
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)	NONE			
8 Excess distributions carryover from 1998 not applied on line 5 or line 7 (see page 25 of the instructions)	375,237.			
9 Excess distributions carryover to 2004 Subtract lines 7 and 8 from line 6a	6,325,285.			
10 Analysis of line 9				
a Excess from 1999	237,810.			
b Excess from 2000	341,831.			
c Excess from 2001	213,306.			
d Excess from 2002	4,750,854.			
e Excess from 2003	781,484.			

Part XIV Private Operating Foundations (see page 25 of the instructions and Part VII-A, question 9) **NOT APPLICABLE**

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2003, enter the date of the ruling					
b Check box to indicate whether the organization is a private operating foundation described in section		<input type="checkbox"/> 4942(j)(3) or		<input type="checkbox"/> 4942(j)(5)	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	Tax year	Prior 3 years			(e) Total
	(a) 2003	(b) 2002	(c) 2001	(d) 2000	
b 85% of line 2a					
c Qualifying distributions from Part XII line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - Enter 2/3 of minimum investment return shown in Part X line 6 for each year listed					
c "Support" alternative test - enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year - see page 25 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))

MARTIN J. WHITMAN
LOIS Q. WHITMAN

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

N/A

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 25 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
a <i>Paid during the year</i> SEE STATEMENT 9				
Total ▶ 3a				1,105,252.
b <i>Approved for future payment</i>				
Total ▶ 3b				

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... 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

Table with 4 columns: (a) Line no, (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements

2 a 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

Table with 3 columns: (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: Monte Perrotman, Date: 1/7/2004, Title: Trustee. Preparer's signature: Mary Perrot CPA, Date: 6/11/04, Check if self-employed: [], Preparer's SSN or PTIN: P00029738. Firm's name: AMER EXP TAX & BUS SVCS INC, 1185 AVENUE OF THE AMERICAS, NEW YORK, NY 10036, EIN: 41-1795707, Phone no: 712 372 1000

**FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
532,965.		SEE SCHEDULE ATTACHED PROPERTY TYPE: SECURITIES 746,461.				P	VAR -213,496	VAR
633,975.		SEE SCHEDULE ATTACHED PROPERTY TYPE: SECURITIES 657,852.				P	VAR -23,877.	VAR
TOTAL GAIN (LOSS)					<u><u>-237,373.</u></u>	

**THE HILDA MULLEN FOUNDATION
2003 REALIZED GAIN & LOSS SCHEDULE**

PURCHASE DATE	SALE DATE	SHARES		UNIT /SALE	SALE PRICE	UNIT /COST	COST	TOTAL REALIZED GAIN (LOSS)
3/7/1996	1/3/2003	160 310	THIRD AVE VALUE FUND, INC	31 16	4,995 00	40 71	6,526 24	(1,531 24)
3/7/1996	1/16/2003	752 234	THIRD AVE VALUE FUND, INC	31 23	23,495 00	40 71	30,623 53	(7,128 53)
3/7/1996	1/17/2003	162 080	THIRD AVE VALUE FUND, INC	30 82	4,995 00	40 71	6,598 29	(1,603 29)
3/7/1996	2/3/2003	2,503 360	THIRD AVE VALUE FUND, INC	29 76	74,495 00	40 71	101,912 05	(27,417 05)
3/7/1996	2/5/2003	4,232 980	THIRD AVE VALUE FUND, INC	29 53	124,995 00	40 71	172,325 06	(47,330 06)
3/7/1996	2/20/2003	1,712 918	THIRD AVE VALUE FUND, INC	29 19	49,995 00	40 71	69,733 07	(19,738 07)
3/7/1999	3/14/2003	8,812 125	THIRD AVE VALUE FUND, INC	28 37	249,995 00	40 71	358,742 54	(108,747 54)
3/7/1996	6/20/2003	5,873 797	THIRD AVE VALUE FUND, INC	34.63	203,409 59	40 71	239,122 90	(35,713 31)
5/30/1996	6/20/2003	2,067 295	THIRD AVE VALUE FUND, INC	34.63	71,585 41	36 65	75,766 38	(4,180 97)
5/30/1996	8/6/2003	2,906 132	THIRD AVE VALUE FUND, INC	34 41	99,995 00	36 65	106,509 76	(6,514 76)
5/30/1996	9/8/2003	1,944 012	THIRD AVE VALUE FUND, INC	38 58	74,995 00	36 65	71,248 05	3,746 95
5/30/1996	9/26/2003	370 270	THIRD AVE VALUE FUND, INC	37 80	13,995 00	36 65	13,570 40	424 60
5/30/1996	10/27/2003	250 754	THIRD AVE VALUE FUND, INC	39 88	10,000 00	36 65	9,190 14	809 86
5/30/1996	10/29/2003	245 940	THIRD AVE VALUE FUND, INC	40 66	10,000 00	36 65	9,013 70	986 30
5/30/1996	11/4/2003	2,434 400	THIRD AVE VALUE FUND, INC	41 08	100,000 00	36 65	89,220 78	10,779 22
5/30/1996	12/30/2003	1,206 269	THIRD AVE VALUE FUND, INC	41.45	49,995 00	36 65	44,209 77	5,785 23
							<u>1,404,312 64</u>	<u>(237,372 64)</u>
					<u>1,166,940 00</u>			
					532,965.00			
					633,975 00			
							<u>1,404,312 64</u>	<u>(237,372 64)</u>

Pre-May 06, 2003
Post-May 05, 2003

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
THROUGH BEAR STERNS, NOMINEE	145.	145.
OTHER INTEREST	11.	11.
TOTAL	156.	156.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
THROUGH BEAR STERNS, NOMINEE	56,677.	56,677.
TOTAL	56,677.	56,677.

FORM 990PF, PART I - LEGAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
SIMPSON THACHER & BARTLETT	2,626.	1,313.		1,313.
TOTALS	2,626.	1,313.	NONE	1,313.

FORM 990PF, PART I - ACCOUNTING FEES
=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
AMERICAN EXPRESS TAX & BUSINES	9,035.	4,518.		4,517.
TOTALS	9,035.	4,518.	NONE	4,517.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
FILING FEE	250.		250.
BANK CHARGES	41.	41.	
NEW YORK LAW JOURNAL	90.		90.
TOTALS	381.	41.	340.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
180,112.245 SHS THIRD AVENUE VALUE FUND	6,559,127.	7,465,653.
TOTALS	6,559,127.	7,465,653.

FORM 990PF, PART II - OTHER ASSETS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
DUE FROM DONOR	2,304.	2,304.
TOTALS	2,304.	2,304.

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

NAME AND ADDRESS	TITLE AND TIME DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
MARTIN J. WHITMAN C/O SIMPSON THACHER & BARTLETT 425 LEXINGTON AVENUE NEW YORK, NY 10017	TRUSTEE	NONE	NONE	NONE
LOIS Q. WHITMAN C/O SIMPSON THACHER & BARTLETT 425 LEXINGTON AVENUE NEW YORK, NY 10017	TRUSTEE	NONE	NONE	NONE
GRAND TOTALS				
		NONE	NONE	NONE

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR

AND

FOUNDATION STATUS OF RECIPIENT

RECIPIENT NAME AND ADDRESS

PURPOSE OF GRANT OR CONTRIBUTION

AMOUNT

SEE SCHEDULE ATTACHED

CHARITABLE
501 (C) (3)

UNRESTRICTED GRANT FOR DONEE'S EXEMPT PURPOSE

1,105,252

TOTAL CONTRIBUTIONS PAID

1,105,252.

**THE HILDA MULLEN FOUNDATION
EIN#13-7120449
2003 CHARITABLE CONTRIBUTIONS**

<u>ORGANIZATION</u>		<u>AMOUNT</u>
The Mount Sinai Hospital	One Gustave L Levy Place New York, NY 10029	\$ 1,000 00
American Friends of Tel Aviv University	39 Broadway 15th Fl New York, NY 10006	60,000 00
92 Y St Makor/Steinhardt Center	35 W 67th St New York, NY 10023	2,500 00
Anti-Defamation League	823 United Nations Plaza, New York, NY 10017	1,000 00
Simon Wiesenthal Center Inc	1399 South Roxbury Drive Los Angeles, CA 90035	1,500 00
Children of Chernobyl Foundation	11988 El Camino Real Ste 200 San Diego CA 92130	2,000 00
The Associates of Beth Israel	First Avenue at 16th St New York, NY 10003	24,950 00
Friends of Vista Hill	8787 Complex Drive Suite 200 San Diego, CA 92123	1,000 00
Museum of Jewish Heritage	One Battery park Plaza New York, NY 10004	1,640 00
Central Park Conservancy	14 East 60th Street, New York, NY 10022	2,000 00
ACCION International	56 Roland St Suite 300 Boston, MA 02129	15,000 00
Actor's Fund of America	729 Seventh Ave 10th Fl New York, NY 10019	700 00
Asian American Legal Defense & Education Fund	99 Hudson St 12th Fl New York, NY 10013	5,000 00
Brady Center to Prevent Gun Violation	1225 Eye St NW Suite 1100 Washington DC 20005	1,000 00
Citizens' Committee for Children	105 E 22rd St New York, NY 10010	3,450 00
Education Fund to Prevent Gun Violence	1023 15th St NW Suite 600 Washington DC 20005	1,000 00
Center for Science in the Public Interest	1875 Connecticut Ave NW Washington DC 20005	7,500 00
NY Civil Liberties Union	125 Broad St 17th Fl New York NY 10004	26,975 00
Amnesty International	322 Eighth Avenue New York, NY 10001	3,000 00
Habitat for Humanity International	121 Habitat St Americus GA 31709	1,000 00
The Miquon School	2025 Harts Lane, Conshohocken, PA 19428	5,500 00
Mothers Against Drunk Driving	511 E John Carpenter Frwy Suite 700 Irving TX 75062	1,000 00
Natural Resources Defense Council	40 West 20th St New York, NY 10011	1,000 00
The Nature Conservancy	4245 North Fairfax Dr Suite 100 Arlington VA 22203	1,000 00
Planned Parenthood	434 W 23rd St New York, NY 10001	1,500 00
Native American Rights Fund	1506 Broadway Boulder, CO 80302	500 00
The Doe Fund	232 East 84th St New York, NY 10028	500 00
Astraea Lesbian Action Foundation	116 East 16th St 7th Fl New York, NY 10003	500 00
Equal Justice Initiative of Alabama	643 South Perry St Montgomery AL 36104	1,500 00
Dora Fund in Community Trust Fund	1740 Old Jericho Turnpike Jericho, NY 11753	354,000 00
Verde Valley Sanctuary	P O Box 595, Sedona, AZ 86339	15,000 00
MADRE	121 W 27th St #301 New York, NY 10001	1,500 00
The Wall Street Synagogue	47 Beekman St New York, NY 10038	2,500 00
Coalition for the Homeless	89 Chambers St New York, NY 10007	1,000 00
Resist Inc	259 Elm St #201 Somerville MA 02144	500 00
Rosenberg Fund for Children	116 Pleasant St Suite 3312 Easthampton MA 01027	1,000 00
The Disarm Education Fund	113 University Place 8th Fl New York, NY 10003	1,000 00
National Women's Health Network	514 10th St NW Ste 400 Washington DC 20004	500 00
The Center for Arts Education	225 W 34th St Suite 112 New York, NY 10122	1,000 00
National Coalition Against Domestic Violence	P O Box 18749 Denver CO 80218	1,000 00
New York Restoration Project	31 W 56th St New York, NY 10019	500 00
Thirteen Associates	450 W 33rd St New York NY 10001	1,000 00
Oxfam America	26 West Street Boston MA 02111	1,000 00
IGLHRC	1375 Sutter St Suite 222 San Francisco CA 94109	1,500 00
National Lawyers Guild	143 Madison Avenue 4th Fl New York, NY 10016	500 00
Kara Projects	457 Kingsley Avenue Palo Alto, CA 94301	8,400 00
World Jewish Congress	501 Madison Ave New York NY 10022	1,000 00
Israel Policy Forum	165 East 56th Street, 2nd Floor, New York, NY 10022	10,000 00
American Civil Liberties Union Foundation	125 Broad St 17th Fl New York NY 10004	100,000 00

THE HILDA MULLEN FOUNDATION
EIN#13-7120449
2003 CHARITABLE CONTRIBUTIONS

<u>ORGANIZATION</u>		<u>AMOUNT</u>
The Center for Victims of Torture	717 E River Rd Minneapolis MN 55455	10,000 00
Children's Defense Fund	25 E St NW Washington DC 20001	1,500 00
Goddard Riverside Community Center	593 Columbus Ave New York, NY 10024	500 00
Jewish Fund for Justice	260 5th Ave Suite 701 New York, NY 10001	1,000 00
The Legal Aid Society	One Battery Park Plaza New York, NY 10004	500 00
Stanley M Issacs Neighborhood Center Inc	415 E 93rd St New York, NY 10218	500 00
The Moratorium Campaign	P O Box 13727 New Orleans, LA 70185	87 00
NAACP Special Contribution Fund	4805 Mt Hope Dr Baltimore MD 21215	1,000 00
National Center for Lesbian Rights	870 Market St Suite 570 San Francisco CA 94102	495 00
New Israel Fund	165 East 56th Street, 2nd Floor, New York, NY 10022	1,800 00
The Parkside School	48 West 74th Street New York, NY 10023	4,500 00
Senior Action in a gay Environment	305 7th Ave 16th Fl New York, NY 10001	500 00
Witness for Peace	1229 15th St NW Washington DC 20005	2,500 00
American Jewish World Service	45 W 36th St New York, NY 10018	10,000 00
Center for Constitutional Rights	666 Broadway new York, NY 10012	1,000 00
American Physicians Fellowship for Medicine	2001 Becon St Suite 210 Boston MA 02135	1,000 00
UJA-Federation of New York	130 E 59th St New York, NY 10022	33,000 00
Intersex Society of North America	4500 9th Ave NE Suite 300 Seattle WA 98105	978 00
Lambda Legal Defense & Education Fund	120 Wall St Ste 1500 New York, NY 10005	1,000 00
The Hetrick-Martin Institute	2 Astor Place New York, NY 10003	1,000 00
Doctors Without Borders	6 E 39th St 8th Fl New York, NY 10016	1,000 00
Action on Smoking & Health	2013 H St NW Washington DC 20006	500 00
Asian Women's Center	39 Bowery PMB 375 New York, NY 10002	1,500 00
Public Citizen Foundation	1600 20th St NW Washington DC 20009	480 00
The Municipal Art Society of New York	457 Madison Ave New York, NY 10022	500 00
Center for Reproductive Rights	120 Wall St New York, NY 10005	6,500 00
Gay Men's Health Crisis	119 W 24th St New York, NY 10011	1,000 00
Lewisboro Volunteer Ambulance Corp	P O Box 41 South Salem, NY 10590	500 00
South Salem Library	P O Box 477 South Salem New York, NY 10590	1,500 00
Westchester Land Trust	11 Babbitt Rd Bedford Hills NY 10507	500 00
Hudson Link for Higher Education in Prison	P O Box 862 Ossining NY 10562	500 00
The Sentencing Project	514 10th St NW Ste 1000 Washington DC 20004	500 00
Tibet Justice Center	2288 Fulton St Suite 312 Berkley, CA 94704	1,500 00
United Negro College Fund Inc	120 Wall St New York, NY 10005	500 00
WNYC	One Centre St New York, NY 10007	987 00
The Beck Institute	One Belmont Ave Suite 700 Bala Cynwyd PA 19004	150,000 00
Equality Now	250 W 57th St Suite 1527 New York, NY 10107	500 00
Forefront	333 7th Ave 13th Fl New York, NY 10001	200 00
Human Rights Watch	350 5th Avenue 34th Street New York, NY 10118	5,000 00
Ramapo Anchorage Camp	P O Box 266 Rhinebeck NY 12572	5,000 00
Lawyers Committee for Human Rights	377 6th St Brooklyn, NY 11215	5,000 00
Orchestra 2001	P O Box 30382 Phildelphia, PA 19103	250 00
Fifth Avenue Committee	141 5th Ave Brooklyn, NY 11217	1,000 00
Yivo Institute for Jewish Research	15 W 16th St New York, NY 10011	1,000 00
Lamndmark West	45 W 67th St New York, NY 10023	1,000 00
Physicians for Human Rights	100 Brooklyn Suite 702 Boston MA 02116	1,000 00
La Conscience	228, Rue Davie Modji Tsevie, B P 10 297 Lome - Togo	14,000 00
Women's Commission	122 E 42nd St New York, NY 10168	1,000 00
People Advocating Therapeutic Homes	P O Box 370394 West Hartford CT 06137	5,000 00

THE HILDA MULLEN FOUNDATION
EIN#13-7120449
2003 CHARITABLE CONTRIBUTIONS

<u>ORGANIZATION</u>		<u>AMOUNT</u>
Rutgers University	7 College Ave Winants Hall New Brunswick NJ 08901	50,000 00
Witness	353 Broadway New York, NY 10013	250 00
Network for New Music	P O Box 27556 Phildelphia PA 19118	500 00
Smith College	33 Elm Street Northampton, MA 01063	5,100 00
CEI-PEA	111 East 57th Street Suite 420 New York, NY 10019	5,000 00
The League of Women Voters	45 E 33rd St Room 331 New York, NY 10016	500 00
Small Press Center	20 W 44th St New York, NY 10036	250 00
New School University	66 W 12th St New York, NY 10011	5,000 00
Eleanor Roosevelt Center at Val-Kill	P O Box 255 Hyde Park, NY 12538	500 00
Zamir Chorale of Boston	P O Box 590126 Newton MA 02459	500 00
NY Civil Rights Coalition	3 W 35th St New York, NY 10001	500 00
Lawyers for Children	110 Lafayette St 8th Fl New York, NY 10013	500 00
The Alan Guttmacher Institute	1301 Connecticut NW Ste 700 Washington DC 20036	500 00
ISNA Development Foundation Inc	P O Box 38 Plainfield IN 46168	500 00
Legal Services for Children	271 Madison Ave Suite 1007 New York, NY 10016	1,000 00
Americans for Peace Now	114 W 26th St New York, NY 10001	500 00
Broadway Housing Communities	583 Riverside Dr New York, NY 10031	1,000 00
Juvenile Law Center	1315 Walnut St 4th Fl Philadelphia PA 19107	1,000 00
Doctors of the World	375 W Broadway 4th Fl New York, NY 10012	500 00
William Moses Kunstler Fund	13 gay St New York, NY 10014	500 00
University of Pennsylvania	420 Franklin Building Philadelphia PA 19104	500 00
Ploughshares Fund	Fort Mason Center, San Francisco, CA 94123	5,000 00
American Indian College Fund	8333 Greenwood Blvd Denvor CO 80221	500 00
Columbia University	2960 Broadway New York, NY 10027	1,000 00
WestsideCrime Prevention Program Inc	893 Amsterdam Ave New York, NY 10025	100 00
Bazelon Venter for Mental Health Law	1101 5th St NW #1202 Washington DC 20005	500 00
American Ireland Fund	30 East 29th Street 2nd Fl New York, NY 10016	60,000 00
Miscellaneous Charities		4,660 00
Total		<u>\$ 1,105,252 00</u>

Application for Extension of Time To File an Exempt Organization Return

Department of the Treasury
Internal Revenue Service

▶ File a separate application for each return

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box
- If you are filing for an **Additional (not automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form)

Note: Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Part I Automatic 3-Month Extension of Time - Only submit original (no copies needed)

Note: Form 990-T corporations requesting an automatic 6-month extension - check this box and complete Part I only

All other corporations (including Form 990-C filers) must use Form 7004 to request an extension of time to file income tax returns Partnerships, REMICs and trusts must use Form 8736 to request an extension of time to file Form 1065, 1066, or 1041

Type or print	Name of Exempt Organization	THE HILDA MULLEN FOUNDATION	Employer identification number	13-7120449
	C/O SIMPSON THACHER & BARTLETT			
	Number, street, and room or suite no. If a P O box, see instructions			
File by the due date for filing your return See instructions	425 LEXINGTON AVENUE			
	City, town or post office, state, and ZIP code For a foreign address, see instructions			
	NEW YORK, NY 10017			

Check type of return to be filed (file a separate application for each return)

- | | | |
|---|---|------------------------------------|
| <input type="checkbox"/> Form 990 | <input type="checkbox"/> Form 990-T (corporation) | <input type="checkbox"/> Form 4720 |
| <input type="checkbox"/> Form 990-BL | <input type="checkbox"/> Form 990-T(sec 401(a) or 408(a) trust) | <input type="checkbox"/> Form 5227 |
| <input type="checkbox"/> Form 990-EZ | <input type="checkbox"/> Form 990-T (trust other than above) | <input type="checkbox"/> Form 6069 |
| <input checked="" type="checkbox"/> Form 990-PF | <input type="checkbox"/> Form 1041-A | <input type="checkbox"/> Form 8870 |

- If the organization does **not** have an office or place of business in the United States, check this box
- If this is for a **Group Return**, enter the organization's four digit Group Exemption Number (GEN) _____ If this is for the **whole** group, check this box If it is for part of the group, check this box and attach a list with the names and EINs of all members the extension will cover

1 I request an automatic 3-month (6-month, for **990-T corporation**) extension of time until 08/16, 2004, to file the exempt organization return for the organization named above The extension is for the organization's return for

▶ calendar year 2003 or

▶ tax year beginning _____, _____, and ending _____, _____

2 If this tax year is for less than 12 months, check reason Initial return Final return Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions \$ 1,017.

b If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit \$ 91,276.

c **Balance Due.** Subtract line 3b from line 3a Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions NONE

Signature and Verification

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief it is true, correct, and complete, and that I am authorized to prepare this form

Signature ▶ _____ Title ▶ C.P.A. Date ▶ _____

For Paperwork Reduction Act Notice, see Instruction