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

2009

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

For calendar year 2009, or tax year beginning FEB 1, 2009, and ending JAN 31, 2010

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

Use the IRS label. Otherwise, print or type. See Specific Instructions.	Name of foundation THE ENGELBERG FOUNDATION C/O ALFRED ENGELBERG	A Employer identification number 06-1309603
	Number and street (or P O box number if mail is not delivered to street address) 1050 NORTH LAKE WAY	Room/suite
	City or town, state, and ZIP code PALM BEACH, FL 33480	B Telephone number (212) -279-8430

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) ► \$ 18,966,619. (Part I, column (d) must be on cash basis.)	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____
--	--	---

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))		(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	1,871,632.		N/A	
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B Interest on savings and temporary cash investments				
	3	3,456.	3,456.		
	4 Dividends and interest from securities	91,099.	91,099.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10 Gross sales price for all assets on line 6a	1,035,830.			RECEIVED
	7 Capital gain net income (from Part IV, line 2)		1,035,830.		NOV 09 2010
	8 Net short-term capital gain				
	9 Income modifications Gross sales less returns and allowances				OGDEN UT
	10a b Less Cost of goods sold				
	c Gross profit or (loss)				
11 Other income	7,700.	7,700.			
12 Total. Add lines 1 through 11	3,009,717.	1,138,085.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.	0.	
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees	15,000.	0.	0.	
	b Accounting fees	22,501.	0.	0.	
	c Other professional fees				
	17 Interest				
	18 Taxes	10,857.	0.	0.	
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses	65,147.	63,607.	1,500.	
	24 Total operating and administrative expenses. Add lines 13 through 23	113,505.	63,607.	1,500.	
25 Contributions, gifts, grants paid	3,359,300.		3,359,300.		
26 Total expenses and disbursements Add lines 24 and 25	3,472,805.	63,607.	3,360,800.		
27 Subtract line 26 from line 12	<463,088.►				
a Excess of revenue over expenses and disbursements					
b Net investment income (if negative, enter -0-)		1,074,478.			
c Adjusted net income (if negative, enter -0-)			N/A		

2-17

4

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing	876,084.	266,075.	266,075.
	2	Savings and temporary cash investments	2,413,451.	638,865.	641,224.
	3	Accounts receivable ►			
		Less allowance for doubtful accounts ►			
	4	Pledges receivable ►			
		Less allowance for doubtful accounts ►			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons			
	7	Other notes and loans receivable ►			
		Less allowance for doubtful accounts ►			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U S and state government obligations	0.	1,064,997.	1,067,320.
	b	Investments - corporate stock	2,876,373.	4,329,849.	4,732,376.
	c	Investments - corporate bonds	0.	1,438,585.	1,457,169.
Liabilities	11	Investments - land, buildings, and equipment basis ►			
		Less accumulated depreciation ►			
	12	Investments - mortgage loans	0.	171,712.	174,781.
	13	Investments - other	8,495,996.	6,442,144.	10,559,094.
	14	Land, buildings, and equipment basis ►			
		Less accumulated depreciation ►			
	15	Other assets (describe ► PREPAID EXCISE TAX)	79,437.	68,580.	68,580.
	16	Total assets (to be completed by all filers)	14,741,341.	14,420,807.	18,966,619.
	17	Accounts payable and accrued expenses			
	18	Grants payable			
Net Assets or Fund Balances	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable			
	22	Other liabilities (describe ►)			
	23	Total liabilities (add lines 17 through 22)	0.	0.	
		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	5,000,000.	5,000,000.	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0.	0.	
	29	Retained earnings, accumulated income, endowment, or other funds	9,741,341.	9,420,807.	
	30	Total net assets or fund balances	14,741,341.	14,420,807.	
	31	Total liabilities and net assets/fund balances	14,741,341.	14,420,807.	

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	14,741,341.
2	Enter amount from Part I, line 27a	2	<463,088.>
3	Other increases not included in line 2 (itemize) ► PRIOR PERIOD ADJUSTMENTS	3	142,554.
4	Add lines 1, 2, and 3	4	14,420,807.
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	14,420,807.

THE ENGELBERG FOUNDATION
C/O ALFRED ENGELBERG

Form 990-PF (2009)

06-1309603

Page 3

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1a					
b	SEE ATTACHED STATEMENT				
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	9,474,131.		8,438,301.		1,035,830.
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					1,035,830.
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	1,035,830.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6). If gain, also enter in Part I, line 8, column (c) If (loss), enter -0- in Part I, line 8	{ }		3	N/A	

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

Yes No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part

1 Enter the appropriate amount in each column for each year, see 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))
2008	4,343,291.	22,999,558.	.188842
2007	3,969,411.	29,222,155.	.135836
2006	3,408,374.	29,180,859.	.116802
2005	2,594,111.	28,932,676.	.089660
2004	2,251,644.	28,348,894.	.079426

2 Total of line 1, column (d)

2 .610566

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 .122113

4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5

4 17,789,402.

5 Multiply line 4 by line 3

5 2,172,317.

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

6 10,745.

7 Add lines 5 and 6

7 2,183,062.

8 Enter qualifying distributions from Part XII, line 4

8 3,360,800.

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

THE ENGELBERG FOUNDATION

Form 990-PF (2009)

C/O ALFRED ENGELBERG

06-1309603

Page 4

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)	1 10,745. 2 0. 3 10,745. 4 0. 5 10,745.
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	
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-)	
3	Add lines 1 and 2	
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-	
6	Credits/Payments	
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a 79,437.
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 79,437.
8	Enter any penalty for underpayment of estimated tax Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10 68,692.
11	Enter the amount of line 10 to be Credited to 2010 estimated tax ►	11 0.

Part VII-A | Statements Regarding Activities

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?	Yes 1a X
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 X
c	Did the foundation file Form 1120-POL for this year?	1c X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ► \$ 0. (2) On foundation managers ► \$ 0.	
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ 0.	
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>	2 X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	3 X
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year? b If "Yes," has it filed a tax return on Form 990-T for this year?	4a X
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>	4b X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	5 X
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>	N/A
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ► CT	6 X
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	7 X
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV)? If "Yes," complete Part XIV	8b X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	9 X
		10 X

Form 990-PF (2009)

THE ENGELBERG FOUNDATION
C/O ALFRED ENGELBERG

Form 990-PF (2009)

06-1309603

Page 5

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions) 11 X

12 Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008? 12 X

13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► **N/A** 13 X

14 The books are in care of ► **KEITH KRAMER, CPA** Telephone no ► **(212)-279-8430**
Located at ► **462 SEVENTH AVE-ROOM 1600, NEW YORK, NY** ZIP+4 ► **10018**

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ► **15** ► **N/A**
and enter the amount of tax-exempt interest received or accrued during the year

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.

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> X <input type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> X <input type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> X <input type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> X <input type="checkbox"/> 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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> X <input type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> X <input type="checkbox"/> 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 N/A ► 1b		
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009? 1c <input type="checkbox"/> X		
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> X <input type="checkbox"/> No		
If "Yes," list the years ► 2a <input type="checkbox"/> N/A		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions) 2b <input type="checkbox"/> N/A		
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 2c <input type="checkbox"/> N/A		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> X <input type="checkbox"/> No		
b If "Yes," did it have excess business holdings in 2009 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009.) 3b <input type="checkbox"/> N/A		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 4a <input type="checkbox"/> X		
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009? 4b <input type="checkbox"/> X		

Form 990-PF (2009)

THE ENGELBERG FOUNDATION
Form 990-PF (2009) C/O ALFRED ENGELBERG

06-1309603

Page 6

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

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

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?
- (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?
- (3) Provide a grant to an individual for travel, study, or other similar purposes?
- (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)?
- (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

Yes No

Yes No

Yes No

Yes No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

►

5b

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

Yes No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

Yes No

6b

X

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

Yes No

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ALFRED B. ENGELBERG 1050 NORTH LAKE WAY PALM BEACH, FL 33480	TRUSTEE 10.00	0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). If none, enter "NONE."

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

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

►

0

Form 990-PF (2009)

Part VIII **Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)****3 Five highest-paid independent contractors for professional services. If none, enter "NONE."**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services

►

0

Part IX-A **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc

Expenses

1	N/A	
2		
3		
4		

Part IX-B **Summary of Program-Related Investments**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

Amount

1	N/A	
2		
3		
Total. Add lines 1 through 3		► 0.

Form 990-PF (2009)

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	17,646,338.
b Average of monthly cash balances	1b	413,969.
c Fair market value of all other assets	1c	
d Total (add lines 1a, b, and c)	1d	18,060,307.
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	18,060,307.
4 Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	270,905.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	17,789,402.
6 Minimum investment return. Enter 5% of line 5	6	889,470.

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	889,470.
2a Tax on investment income for 2009 from Part VI, line 5	2a	10,745.
b Income tax for 2009 (This does not include the tax from Part VI)	2b	
c Add lines 2a and 2b	2c	10,745.
3 Distributable amount before adjustments Subtract line 2c from line 1	3	878,725.
4 Recoveries of amounts treated as qualifying distributions	4	0.
5 Add lines 3 and 4	5	878,725.
6 Deduction from distributable amount (see instructions)	6	0.
7 Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	878,725.

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	3,360,800.
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	3,360,800.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b	5	10,745.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	3,350,055.

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 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				878,725.
2 Undistributed income, if any, as of the end of 2009			0.	
a Enter amount for 2008 only		0.		
b Total for prior years				
3 Excess distributions carryover, if any, to 2009				
a From 2004	878,175.			
b From 2005	1,176,928.			
c From 2006	2,026,459.			
d From 2007	2,573,023.			
e From 2008	3,195,133.			
f Total of lines 3a through e	9,849,718.			
4 Qualifying distributions for 2009 from Part XII, line 4 ► \$ 3,360,800.			0.	
a Applied to 2008, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2009 distributable amount				878,725.
e Remaining amount distributed out of corpus	2,482,075.			0.
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))		0.		
6 Enter the net total of each column as indicated below:	12,331,793.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5			0.	
b Prior years' undistributed income Subtract line 4b from line 2b			0.	
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed			0.	
d Subtract line 6c from line 6b Taxable amount - see instructions			0.	
e Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount - see instr			0.	
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7	878,175.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	11,453,618.			
10 Analysis of line 9				
a Excess from 2005	1,176,928.			
b Excess from 2006	2,026,459.			
c Excess from 2007	2,573,023.			
d Excess from 2008	3,195,133.			
e Excess from 2009	2,482,075.			

THE ENGELBERG FOUNDATION
C/O ALFRED ENGELBERG

Form 990-PF (2009)

Operating Foundations (non-profit)

06-1309603

Page 10

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

N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2009, enter the date of the ruling

4942(l)(3) or 4942(l)(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

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 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))

ALFRED B. ENGELBERG

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

NONE

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

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

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

SEE STATEMENT 13

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)				
<i>a Paid during the year</i> SEE ATTACHED SCHEDULE				3,359,300.
Total				► 3a 3,359,300.
<i>b Approved for future payment</i> SEE ATTACHED SCHEDULE				7,475,000.
Total				► 3b 7,475,000.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities					
5 Net rental income or (loss) from real estate			14	3,456.	
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property			14	91,099.	
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			14	7,700.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory			18	1,035,830.	
11 Other revenue					
a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0.		1,138,085.	0.
13 Total. Add line 12, columns (b), (d), and (e)				13	1,138,085.
(See worksheet in line 13 instructions to verify calculations.)					

Relationship of Activities to the Accomplishment of Exempt Purposes

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
1a(1)		X
1a(2)		X
1b(1)		X
1b(2)		X
1b(3)		X
1b(4)		X
1b(5)		X
1b(6)		X
1c		X

a Transfers from the reporting foundation 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. Complete the column (d) the value of the goods, other assets, or services received.

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

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?

Yes No

b If "Yes," complete the following schedule

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

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.

10/29/2018 → Trustee

Here
sign

Signature of officer or trustee

Date

Title

Preparer's signature		Keith Kramer, CPA	Date 10-19-10	Check if self-employed <input checked="" type="checkbox"/>	Preparer's identifying number P00293555
Preparer's Use Only		Firm's name (or yours if self-employed), address, and ZIP code 462 SEVENTH AVE NEW YORK, NEW YORK 10018		EIN 13-4106500	
				Phone no (212)-279-8430	

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.

OMB No. 1545-0047

2009

Name of the organization THE ENGELBERG FOUNDATION C/O ALFRED ENGELBERG	Employer identification number 06-1309603
--	---

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 organizationForm 990-PF 501(c)(3) exempt private foundation 4947(a)(1) nonexempt charitable trust treated as a private foundation 501(c)(3) taxable private foundationCheck 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, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution 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 a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, aggregate contributions of more than \$1,000 for use **exclusively** for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.

For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use **exclusively** for religious, charitable, etc., purposes, but these contributions did not aggregate to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an **exclusively** religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. ► \$ _____

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

LHA For Privacy Act and Paperwork Reduction Act Notice, see the Instructions
for Form 990, 990-EZ, or 990-PF.

Schedule B (Form 990, 990-EZ, or 990-PF) (2009)

Name of organization

THE ENGELBERG FOUNDATION
C/O ALFRED ENGELBERG

Employer identification number

06-1309603

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	ALFED ENGELBERG	\$ 1,871,632.	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input checked="" type="checkbox"/> Noncash
	1050 NORTH LAKE WAY		(Complete Part II if there is a noncash contribution.)
	PALM BEACH, FL 33480		
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash
			(Complete Part II if there is a noncash contribution.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash
			(Complete Part II if there is a noncash contribution.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash
			(Complete Part II if there is a noncash contribution.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash
			(Complete Part II if there is a noncash contribution.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash
			(Complete Part II if there is a noncash contribution.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash
			(Complete Part II if there is a noncash contribution.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash
			(Complete Part II if there is a noncash contribution.)

Name of organization

THE ENGELBERG FOUNDATION
C/O ALFRED ENGELBERG

Employer identification number

06-1309603

Part II Noncash Property (see instructions)

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	STOCKS (NON-CASH) CONTRIBUTION (SEE ATTACHED SCHEDULE)	\$ 1,871,632.	VARIOUS

The Engelberg Foundation

Form 990-PF (2009)

EIN #06-1309603

Schedule B

Part II

For the year ended January 31, 2010

(a) No. from	(b) Description of noncash property given	(c) FMV	(d) Date received
1	Apache Corp - 950 shares	\$ 87,229	09/29/09
1	Becton Dickinson & Co - 2000 shares	\$ 140,570	09/29/09
1	Chevron Corp - 500 shares	\$ 35,647	09/29/09
1	Exxon Mobil - 2500 shares	\$ 173,325	09/29/09
1	McDonald's Corp. - 2300 shares	\$ 131,917	09/29/09
1	Occidental Pete Corp - 2200 shares	\$ 172,975	09/29/09
1	Oracle Corporation -7775 shares	\$ 165,141	09/29/09
1	Pepsico Inc - 2000 shares	\$ 117,310	09/29/09
1	Procter & Gamble Co. - 2325 shares	\$ 135,001	09/29/09
1	Schlumberger Ltd. - 1850 shares	\$ 112,082	09/29/09
1	Varian Medical Systems - 4500 shares	\$ 190,643	09/29/09
1	Becton Dickinson & Co. - 600 shares	\$ 45,459	12/01/09
1	Cisco Systems Inc. 4875 shares	\$ 115,513	12/01/09
1	IBM - 1300 shares	\$ 165,906	12/01/09
1	McDonald's Corp. - 1300 shares	\$ 82,914	12/01/09
Total		<u>\$ 1,871,632</u>	

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 NEUBERGER & BERMAN (SEE ATTACHED SCHEDULE)		P	VARIOUS	VARIOUS
b INSTITUTIONAL DIVERSIFIED ARBITRAGE STRATEGIES		P	VARIOUS	VARIOUS
c INSTITUTIONAL INVESTMENT FUND		P	VARIOUS	VARIOUS
d FARALLON CAPITAL INSTITUTIONAL PARTNERS, LP		P	VARIOUS	VARIOUS
e FARALLON CAPITAL INSTITUTIONAL PARTNERS, LP		P	VARIOUS	VARIOUS
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a 6,357,715.		6,367,357.	<9,642.>	
b 2,950,921.		2,067,296.	883,625.	
c 156,997.			156,997.	
d 8,498.			8,498.	
e		3,648.	<3,648.>	
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")	
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
a			<9,642.>	
b			883,625.	
c			156,997.	
d			8,498.	
e			<3,648.>	
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				
2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }		2	1,035,830.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	{ If gain, also enter in Part I, line 8, column (c) If (loss), enter "-0-" in Part I, line 8 }		3	N/A

The Engelberg Foundation

Form 990-PF (2009)

EIN #06-1309603

Part IV Line 1A-Neuberger Berman account

For the Year Ended January 31, 2010

Shares	Security	P-Purchase D-Donation	Purchase Date	Sale Date	Proceeds	Cost	Profit (Loss)
850 ABB LTD		P	08/20/08	04/01/09	11,952	19,779	(7,827)
850 ABB LTD		P	09/19/08	09/09/09	17,117	18,110	(993)
50 ABB LTD		P	08/20/08	09/09/09	1,007	1,163	(157)
100,000 BANK AMER NA CD 1 00% 8/11/09		P	02/05/09	08/11/09	100,000	100,000	0
275 BECTON DICKINSON		P	08/04/09	09/29/09	19,355	17,972	1,384
400 BECTON DICKINSON		D	09/29/09	09/29/09	28,153	28,114	39
200 BECTON DICKINSON		D	09/29/09	09/29/09	14,077	14,057	20
25 BECTON DICKINSON		P	09/13/05	09/29/09	1,760	1,354	406
700 BECTON DICKINSON		P	10/07/05	09/29/09	49,268	36,206	13,062
300 BECTON DICKINSON		D	09/29/09	09/29/09	21,115	21,086	29
900 BECTON DICKINSON		P	10/07/05	12/07/09	70,181	46,550	23,631
125 BECTON DICKINSON		D	09/29/09	12/07/09	9,747	8,786	962
1,400 CHATTEM INC		P	07/09/09	12/21/09	130,000	84,680	45,320
100 CHATTEM INC		P	08/04/09	12/21/09	9,286	6,281	3,005
100 CHATTEM INC		P	08/12/09	12/21/09	9,286	6,303	2,983
350 CISCO SYSTEMS		P	06/02/09	08/06/09	7,729	6,867	862
1,075 CISCO SYSTEMS		P	11/18/05	08/06/09	23,739	18,384	5,355
150 EOG RES INC		P	10/29/08	03/04/09	7,722	11,144	(3,422)
950 EOG RES INC		P	03/17/06	03/04/09	48,907	69,067	(20,160)
1,100 EQUIFAX INC		P	01/25/08	02/05/09	27,941	38,143	(10,202)
500 EQUIFAX INC		P	01/25/08	02/06/09	12,554	17,338	(4,783)
225 EXPRESS SCRIPTS INC		P	06/05/09	09/16/09	17,345	13,978	3,367
625 EXPRESS SCRIPTS INC		P	06/05/09	09/29/09	48,720	38,828	9,893
850 EXPRESS SCRIPTS INC		P	06/04/09	09/29/09	66,260	51,850	14,410
300 EXXON MOBIL CORP		P	04/22/09	08/10/09	20,799	19,566	1,234
800 EXXON MOBIL CORP		P	12/22/08	08/10/09	55,465	59,945	(4,479)
200 EXXON MOBIL CORP		P	02/02/09	08/10/09	13,866	15,316	(1,450)
200 EXXON MOBIL CORP		P	04/09/09	08/10/09	13,866	13,937	(71)
2,500 EXXON MOBIL CORP		D	09/29/09	01/11/10	175,738	173,325	2,413
100,000 FED FARM CREDIT BANK 1 1% 11/12/10		P	05/11/09	08/28/09	100,000	100,000	0
100,000 FED FARM CREDIT BANK 4 6% 12/17/12		P	07/21/09	12/17/09	100,000	101,627	(1,627)
200,000 FED HOME LOAN BANK 1 00% 4/15/11		P	12/31/09	01/15/10	200,000	200,043	(43)
200,000 FIDELITY BK CD 0 70% 5/20/09		P	02/13/09	05/20/09	200,000	200,000	0
500 FISERV INC		P	08/22/07	09/23/09	24,586	23,918	668
1,100 FMC TECHNOLOGIES INC		P	08/26/08	03/04/09	27,913	58,025	(30,111)
1,200 FMC TECHNOLOGIES INC		P	08/20/08	03/04/09	30,451	62,735	(32,284)
2,075 GENERAL ELECTRIC CO		P	08/14/08	09/17/09	35,731	61,344	(25,613)
56 GNMA SERIES 2009-45 4 5% 11/16/38		P	05/28/09	07/28/09	56	56	(1)
324 GNMA SERIES 2009-45 4 5% 11/16/38		P	05/28/09	11/16/09	324	328	(3)
1,449 GNMA SERIES 2009-45 4 5% 11/16/38		P	05/28/09	12/16/09	1,449	1,463	(14)
539 GNMA SERIES 2009-45 4 5% 11/16/38		P	05/28/09	01/20/10	539	544	(5)
200,000 GOLDMAN SACHS BK CD 0 9% 11/18/09		P	02/13/09	11/18/09	200,000	200,000	0
200 INT'L BUSINESS MACHINES		P	05/12/09	09/21/09	24,312	20,639	3,673
Subtotal, Page 1					\$1,978,316	\$1,988,847	(\$10,531)

The Engelberg Foundation
 Form 990-PF (2009)
 EIN #06-1309603
Part IV Line 1A-Neuberger Berman account
 For the Year Ended January 31, 2010

Shares	Security	P-Purchase D-Donation	Purchase Date	Sale Date	Proceeds	Cost	Profit (Loss)
275	INT'L BUSINESS MACHINES	P	11/13/07	09/21/09	33,429	28,324	5,105
75	ITT INDUSTRIES INC	P	01/09/07	07/30/09	3,654	4,372	(717)
1,350	ITT INDUSTRIES INC	P	01/09/07	08/12/09	66,654	78,692	(12,037)
1,950	LUXOTTICA GROUP SPA	P	12/18/06	02/02/09	26,961	60,180	(33,218)
1,650	LUXOTTICA GROUP SPA	P	12/18/06	03/04/09	20,873	50,921	(30,049)
350	LUXOTTICA GROUP SPA	P	01/18/07	03/04/09	4,428	10,666	(6,239)
300	MCDONALDS CORP	P	08/10/09	09/29/09	17,196	16,866	330
175	MCDONALDS CORP	P	08/04/09	09/29/09	10,031	9,657	374
325	MCDONALDS CORP	P	07/23/09	09/29/09	18,629	18,172	456
50	MCDONALDS CORP	P	05/12/09	09/29/09	2,866	2,702	164
250	MCDONALDS CORP	P	04/09/09	09/29/09	14,330	14,182	147
700	MCDONALDS CORP	D	09/29/09	09/29/09	40,123	40,149	(25)
150	MCDONALDS CORP	P	05/12/09	11/12/09	9,369	8,105	1,264
125	MCDONALDS CORP	D	09/29/09	11/12/09	7,807	7,169	638
325	MCDONALDS CORP	D	09/29/09	11/12/09	20,299	18,640	1,659
150	MCDONALDS CORP	D	09/29/09	11/12/09	9,369	8,603	766
200	MCDONALDS CORP	P	10/15/09	11/12/09	12,492	11,622	870
25	MEDTRONIC INC	P	05/20/09	08/06/09	885	808	77
475	MEDTRONIC INC	P	05/20/09	08/19/09	17,578	15,361	2,217
225	MEDTRONIC INC	P	04/22/09	08/19/09	8,326	6,794	1,532
1,775	MEDTRONIC INC	P	04/22/09	08/24/09	67,103	53,596	13,507
200	METLIFE INC	P	09/03/08	03/04/09	2,954	11,011	(8,056)
2,300	METLIFE INC	P	01/24/08	03/04/09	33,976	128,682	(94,706)
700	MICROSOFT CORP	P	06/10/03	03/04/09	11,373	17,041	(5,669)
1,150	MICROSOFT CORP	P	06/10/03	06/08/09	25,502	27,997	(2,495)
1,775	MICROSOFT CORP	P	05/10/06	07/29/09	41,761	42,030	(269)
150	MICROSOFT CORP	P	06/10/03	07/29/09	3,529	3,652	(123)
1,925	MICROSOFT CORP	P	05/10/06	07/30/09	46,025	45,581	444
125	MONSANTO CO	P	09/22/09	10/29/09	8,782	9,963	(1,181)
200	MONSANTO CO	P	09/24/09	10/29/09	14,051	15,302	(1,251)
875	MONSANTO CO	P	09/11/09	10/29/09	61,474	68,232	(6,757)
200	MONSANTO CO	P	09/29/09	10/29/09	14,051	15,471	(1,420)
750	NESTLE SA ADR	P	01/09/09	09/21/09	32,006	27,275	4,732
300	NESTLE SA ADR	P	01/09/09	10/22/09	13,941	10,910	3,031
150	NESTLE SA ADR	P	10/15/09	10/22/09	6,970	6,452	518
500	NORFOLK SOUTHERN CORP	P	05/07/09	08/04/09	22,097	18,575	3,522
300	NORFOLK SOUTHERN CORP	P	05/07/09	08/10/09	13,575	11,145	2,430
250	NORFOLK SOUTHERN CORP	P	05/07/09	09/22/09	11,654	9,288	2,366
1,200	NORFOLK SOUTHERN CORP	P	05/07/09	11/09/09	62,448	44,581	17,868
250	NORFOLK SOUTHERN CORP	P	05/14/09	11/09/09	13,010	8,689	4,321
500	NORFOLK SOUTHERN CORP	P	05/12/09	11/09/09	26,020	18,208	7,812
150	OCCIDENTAL PETE CORP	P	10/29/08	07/23/09	10,557	7,895	2,662
150	OCCIDENTAL PETE CORP	P	08/10/09	09/17/09	11,861	10,422	1,439

Subtotal, Page 2 \$900,019 \$1,023,982 (\$123,963)

The Engelberg Foundation

Form 990-PF (2009)

EIN #06-1309603

Part IV Line 1A-Neuberger Berman account

For the Year Ended January 31, 2010

Shares	Security	P-Purchase D-Donation	Purchase Date	Sale Date	Proceeds	Cost	Profit (Loss)
125	OCCIDENTAL PETE CORP	P	10/29/08	09/17/09	9,884	6,579	3,305
25	OCCIDENTAL PETE CORP	P	10/29/08	09/29/09	1,958	1,316	642
100	OCCIDENTAL PETE CORP	P	03/20/07	09/29/09	7,832	4,666	3,165
1,600	OCCIDENTAL PETE CORP	P	01/18/07	09/29/09	125,307	70,076	55,231
450	OCCIDENTAL PETE CORP	D	09/29/09	01/11/10	37,364	35,381	1,983
1,500	OMNICOM GROUP INC	P	04/02/08	02/02/09	38,878	68,409	(29,531)
500	ORACLE CORP	P	09/19/08	03/04/09	7,571	10,172	(2,602)
350	ORACLE CORP	P	09/19/08	03/19/09	6,142	7,120	(978)
200	ORACLE CORP	P	04/09/09	09/29/09	4,244	3,828	416
2,350	ORACLE CORP	P	01/12/05	03/19/09	41,239	31,538	9,701
4,800	ORACLE CORP	P	01/12/05	09/29/09	101,854	64,419	37,435
350	PEPSICO INC	P	02/02/09	09/29/09	20,447	17,342	3,105
1,150	PEPSICO INC	P	04/10/03	09/29/09	67,182	45,758	21,424
275	PRAXAIR INC	P	08/14/08	02/09/09	19,248	24,596	(5,347)
550	PRAXAIR INC	P	08/14/08	04/02/09	38,327	49,191	(10,865)
550	PRAXAIR INC	P	09/19/08	04/02/09	38,327	47,123	(8,796)
400	PROCTER & GAMBLE CO	P	04/09/09	08/24/09	21,471	19,492	1,978
250	PROCTER & GAMBLE CO	P	01/28/05	05/22/09	13,347	13,505	(158)
375	PROCTER & GAMBLE CO	P	01/28/05	07/22/09	20,694	20,257	436
400	PROCTER & GAMBLE CO	P	02/10/05	08/24/09	21,471	20,700	771
775	PROCTER & GAMBLE CO	P	01/28/05	08/24/09	41,599	41,865	(266)
750	RANGE RESOURCES CORP	P	04/06/09	08/20/09	37,271	32,527	4,744
200	ROPER INDUSTRIES INC NEW	P	08/12/09	09/14/09	10,157	9,397	759
350	ROPER INDUSTRIES INC NEW	P	03/21/06	09/14/09	17,774	15,767	2,007
700	SCHLUMBERGER LTD	P	10/17/08	09/21/09	42,264	34,848	7,416
225	SCHLUMBERGER LTD	P	10/17/08	09/29/09	13,597	11,201	2,396
525	SCHLUMBERGER LTD	P	03/04/09	09/29/09	31,727	20,546	11,181
1,250	SCHLUMBERGER LTD	P	05/20/05	09/29/09	75,541	41,484	34,057
500	SOTHEBYS HOLDINGS INC	P	06/23/09	11/19/09	9,869	6,365	3,504
150	SOTHEBYS HOLDINGS INC	P	06/23/09	11/20/09	2,929	1,909	1,019
200	TIFFANY & CO NEW	P	10/29/08	04/21/09	5,345	5,191	155
1,300	TIFFANY & CO NEW	P	05/19/06	04/21/09	34,745	42,505	(7,760)
1,000,000	US TREASURY BILLS 0 00% 12/3/09	P	06/03/09	12/03/09	1,000,000	998,764	1,236
135,000	US TREASURY BILLS 0 00% 2/4/10	P	12/02/09	01/29/10	135,000	134,999	0
1,000,000	US TREASURY BILLS 0 00% 6/4/09	P	03/16/09	06/04/09	1,000,000	999,527	473
3,025	VARIAN MEDICAL SYSTEMS	P	08/11/09	09/29/09	127,518	109,190	18,329
500	VARIAN MEDICAL SYSTEMS	D	09/29/09	11/19/09	22,830	21,183	1,647
400	VARIAN MEDICAL SYSTEMS	D	09/29/09	11/19/09	18,264	16,946	1,318
1,000	VARIAN MEDICAL SYSTEMS	D	09/29/09	11/20/09	45,656	42,365	3,291
300	WATERS CORP	P	10/29/08	03/18/09	9,772	12,761	(2,990)
1,500	WATERS CORP	P	10/14/08	03/18/09	48,858	72,378	(23,520)
1,000	XTO ENERGY INC	P	03/04/09	05/28/09	42,352	31,929	10,423
500	XTO ENERGY INC	P	09/03/08	05/28/09	21,176	23,476	(2,300)
1,000	XTO ENERGY INC	P	05/06/08	05/28/09	42,352	65,936	(23,584)

Subtotal, Page 3

\$3,479,380 \$3,354,528 \$124,852

The Engelberg Foundation

Form 990-PF (2009)

EIN #06-1309603

Part IV Line 1A-Neuberger Berman account

For the Year Ended January 31, 2010

Shares	Security	P-Purchase D-Donation	Purchase Date	Sale Date	Proceeds	Cost	Profit (Loss)
Subtotal, Page 1					\$ 1,978,316	\$ 1,988,847	\$ (10,531)
Subtotal, Page 2					\$ 900,019	\$ 1,023,982	\$ (123,963)
Subtotal, Page 3					\$ 3,479,380	\$ 3,354,528	\$ 124,852
Grand Total					\$ 6,357,715	\$ 6,367,357	\$ (9,642)

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
CITIBANK	3,448.
FARALLON CAPITAL	8.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	3,456.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
NEUBERGER AND BERMAN LLC	91,099.	0.	91,099.
TOTAL TO FM 990-PF, PART I, LN 4	91,099.	0.	91,099.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
INVESTMENTS FROM OTHER PARTNERSHIPS	7,700.	7,700.	
TOTAL TO FORM 990-PF, PART I, LINE 11	7,700.	7,700.	

FORM 990-PF LEGAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EHRENKRANZ & EHRENKRANZ LLP	15,000.	0.		0.
TO FM 990-PF, PG 1, LN 16A	15,000.	0.		0.

FORM 990-PF

ACCOUNTING FEES

STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
KEITH KRAMER CPA	22,501.	0.		0.
TO FORM 990-PF, PG 1, LN 16B	22,501.	0.		0.

FORM 990-PF

TAXES

STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAX	10,857.	0.		0.
TO FORM 990-PF, PG 1, LN 18	10,857.	0.		0.

FORM 990-PF

OTHER EXPENSES

STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MANAGEMENT FEES	63,607.	63,607.		0.
GRANT EXPENSES	1,500.	0.		1,500.
MISCELLANEOUS EXPENSE	40.	0.		0.
TO FORM 990-PF, PG 1, LN 23	65,147.	63,607.		1,500.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT 8
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DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED SCHEDULE	X		864,997.	865,000.
SEE ATTACHED SCHEDULE		X	200,000.	202,320.
TOTAL U.S. GOVERNMENT OBLIGATIONS			864,997.	865,000.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS			200,000.	202,320.
TOTAL TO FORM 990-PF, PART II, LINE 10A			1,064,997.	1,067,320.

FORM 990-PF	CORPORATE STOCK	STATEMENT 9
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED SCHEDULE	4,329,849.	4,732,376.
TOTAL TO FORM 990-PF, PART II, LINE 10B	4,329,849.	4,732,376.

FORM 990-PF	CORPORATE BONDS	STATEMENT 10
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED SCHEDULE	1,438,585.	1,457,169.
TOTAL TO FORM 990-PF, PART II, LINE 10C	1,438,585.	1,457,169.

FORM 990-PF	MORTGAGE LOANS	STATEMENT 11
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED SCHEDULE	171,712.	174,781.
TOTAL TO FORM 990-PF, PART II, LINE 12	171,712.	174,781.

FORM 990-PF

OTHER INVESTMENTS

STATEMENT 12

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED SCHEDULE	COST	6,442,144.	10,559,094.
TOTAL TO FORM 990-PF, PART II, LINE 13		6,442,144.	10,559,094.

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT 13

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

ALFRED ENGELBERG
1050 NORTH LAKE WAY
PALM BEACH, FL 33480

TELEPHONE NUMBER

(212)-279-8430

FORM AND CONTENT OF APPLICATIONS

NO PARTICULAR FORM, HOWEVER PURPOSE AND DETAIL INFORMATION SHOULD BE SUBMITTED

ANY SUBMISSION DEADLINES

NONE

RESTRICTIONS AND LIMITATIONS ON AWARDS

GRANTS ARE LIMITED TO CHARITABLE ORGANIZATIONS SO RECOGNIZED BY THE INTERNAL REVENUE SERVICE

The ADVOCATE Greenwich Time

9 Riverbend Drive South
Building 9A
P O Box 4910
Stamford, CT 06907-0910
Telephone 203-330-6208
Fax 203-384-1158
Legal notices@scni.com

I,

OCNausey
Being duly sworn, depose and say that I am a
Representative in the employ of SOUTHERN
CONNECTICUT NEWSPAPERS, INC.,
Publisher of The Advocate and Greenwich Time,
that a LEGAL NOTICE titled

ENGELBERG FOUNDATION

Was published in *The Greenwich Times*
On July, 7 2010

By: KEITH KRAMER CPA
462 SEVENTH AVENUE
SUITE 1601
NEW YORK, NY 10018

PUBLIC NOTICE

The Annual Report of the Engelberg Foundation for the fiscal year ended January 31, 2010 is available at its principal office
Keith Kramer, CPA
462 Seventh Avenue- 16th Floor
New York, New York 10018
for inspection during the regular course of business hours by any citizen who request it within 100 days hereof. The principal manager of the Foundation is Alfred Engelberg

Subscribed and sworn to before me on this
23 Day of July 2010.

Virginia Olsen
Virginia Olsen/Notary Public

My commission expires on October 31, 2014

The Engelberg Foundation C/O Alfred Engelberg

Form 990-PF (2009)

EIN #06-1309603

Part XV Line 3a**Grants and Contributions Paid During the Year**

For the Year Ended January 31, 2010 (2009)

Recipient	Purpose	Amount
American Friends of Israel Philharmonic 122 East 42nd Street, Suite 4507 New York, NY 10168	Unrestricted Grant	\$ 5,000
American Friends of the Israel Museum 500 Fifth Avenue, Suite 2540 New York, New York 10110	Unrestricted Grant	\$ 2,500
American Jewish World Service 45 West 36th Street New York, New York 10018	Unrestricted Grant	\$ 25,000
Aspen Art Museum 590 North Mill Street Aspen, Colorado 81611	Unrestricted Grant	\$ 1,000
Aspen Community Foundation 110 East Hallam Street, Suite 126 Aspen, Colorado 81611	Unrestricted Grant	\$ 2,500
Aspen Music Festival & School 601 Vean Court Aspen, Colorado 81611	Unrestricted Grant	\$ 14,000
Aspen Valley Medical Foundation PO Box 1639 Aspen, Colorado 81612	Unrestricted Grant	\$ 5,000
Auburn Theological Seminary 3041 Broadway New York, NY 10027	Unrestricted Grant	\$ 2,500
AVODA 1601 New Road Linwood, New Jersey 08221	Unrestricted Grant	\$ 1,000
Brookings Institution 1775 Massachusetts Ave NW, Wash DC 20036	To establish the Engelberg Center on Health Care Reform	\$ 2,075,000
Career Transition for Dancers 165 West 46th Street New York, New York 10036-2501	Unrestricted Grant	\$ 1,500

The Engelberg Foundation C/O Alfred Engelberg**Form 990-PF (2009)****EIN #06-1309603****Part XV Line 3a****Grants and Contributions Paid During the Year****For the Year Ended January 31, 2010 (2009)**

Recipient	Purpose	Amount
Carnege Hall Society 881 7th Avenue New York, NY 10019-3293	Unrestricted Grant	\$ 5,000
Central Synagogue 123 East 55th Street New York, New York 10022	Unrestricted Grant	\$ 12,600
Chai Lifeline 151 West 30th Street New York, NY 10001	Unrestricted Grant	\$ 5,000
City Meals-on-Wheels 355 Lexington Avenue - 3rd Floor New York, New York 10017	Unrestricted Grant	\$ 2,500
CLAL 440 Park Avenue South New York, New York 10010	To train rabbis and lay leaders on social justice and community activism	\$ 150,000
Coalition for the Homeless 89 Chambers Street New York, New York 10007	Unrestricted Grant	\$ 25,000
Congregation of Beth Israel 2501 Shore Rd. Northfield, New Jersey 08225	Unrestricted Grant	\$ 30,000
Cross That River NYMF Fund 250 West 49th Street, Suite 601 New York, NY 10019	Unrestricted Grant	\$ 1,000
Foundation Fighting Blindness 11435 Cronhill Drive Owings Mills, MD 21117	Unrestricted Grant	\$ 500
Hospice Foundation of Palm Beach County 5300 East Avenue West Palm Beach, FL 33407	Unrestricted Grant	\$ 2,000
Institute for Jewish & Community Research 3198 Fulton Street San Francisco, CA 94118-3813	Unrestricted Grant	\$ 25,000

The Engelberg Foundation C/O Alfred Engelberg**Form 990-PF (2009)****EIN #06-1309603****Part XV Line 3a****Grants and Contributions Paid During the Year****For the Year Ended January 31, 2010 (2009)**

Recipient	Purpose	Amount
Institute for Family Health 16 East 16th Street New York, NY 10003	Unrestricted Grant	\$ 3,000
Institute of Fine Arts - New York University 1 East 78th Street New York, NY 10021	Unrestricted Grant	\$ 275,000
Jazz at Lincoln Center 33 West 60th Street New York, New York 10023	Unrestricted Grant	\$ 45,000
JDC - Earthquake Relief P O Box 132 East 43rd Street New York, New York 10017	Unrestricted Grant	\$ 1,000
Jewish Federation of Palm Beach 4601 Community Drive West Palm Beach, Florida 33417	Unrestricted Grant	\$ 50,000
Jewish Home & Hospital 120 West 106th Street New York, New York 10025	Unrestricted Grant	\$ 500
Massachusetts General Hospital 55 Fruit Street Boston, MA 02114	Unrestricted Grant	\$ 1,000
Metropolitan Council on Jewish Poverty 80 Maiden Lane New York, NY 10038-4822	Unrestricted Grant	\$ 2,500
Metropolitan Museum of Art 1000 5th Ave New York, NY 10028	Unrestricted Grant	\$ 1,800
Monterey Peninsula Foundation 1 Lower Ragsdale Drive Monterey, CA 93940-5769	Unrestricted Grant	\$ 113,200
National Jewish Health 1400 Jackson Street Denver, CO 80206	Unrestricted Grant	\$ 1,000

The Engelberg Foundation C/O Alfred Engelberg**Form 990-PF (2009)****EIN #06-1309603****Part XV Line 3a****Grants and Contributions Paid During the Year****For the Year Ended January 31, 2010 (2009)**

Recipient	Purpose	Amount
National Society For Genetic Counselors 233 Canterbury Drive Wallingford, Pennsylvania 19086-6617	Jane Engelberg Memorial Fellowship: to establish a fellowship for Genetic Counselors for study, research, writing or exploration of new interests in order to enhance present research.	\$ 20,000
National Museum of American Jewish History Independence Mall East, 55 North 5th Street Philadelphia, PA 19106-2197	Unrestricted Grant	\$ 5,000
New York Academy of Medicine 1216 5th Ave New York, NY, 10029	Unrestricted Grant	\$ 3,000
NYU School of Law 161 Avenue of the Americas New York, New York 10013	\$10,000 for Weinfield Associates Program \$40,000 Unrestricted	\$ 50,000
Palm Beach Civic Association 139 N County Rd # 33 Palm Beach, FL 33480	Unrestricted Grant	\$ 250
Palm Beach United Way 2600 Quantum Blvd. Boynton Beach, FL 33426-8627	Unrestricted Grant	\$ 15,000
Planned Parenthood Federation of Greater Miami 1699 SW 27th Avenue Miami, FL 33145	Unrestricted Grant	\$ 5,000
Primary Care Development Corporation 22 Cortlandt Street - 12th Floor New York, NY 10007	Unrestricted Grant	\$ 1,000
Ryan Sang Bipolar Foundation 875 North Michigan Avenue Chicago, IL 60611-1803	Unrestricted Grant	\$ 1,000
Sid Jacobsen JJC 300 Forest Drive Greenvale, NY 11548-1231	Unrestricted Grant	\$ 1,000
SLE Lupus Foundation 330 Seventh Avenue, Suite 1701 New York, New York 10001	Unrestricted Grant	\$ 1,000

The Engelberg Foundation C/O Alfred Engelberg**Form 990-PF (2009)****EIN #06-1309603****Part XV Line 3a****Grants and Contributions Paid During the Year****For the Year Ended January 31, 2010 (2009)**

Recipient	Purpose	Amount
Solomon R. Guggenheim Foundation 1071 Fifth Avenue New York, New York 10128	Unrestricted Grant	\$ 25,000
The Actors' Fund of America 729 Seventh Avenue New York, New York 10019	Unrestricted Grant	\$ 2,500
The Aspen Institute 1000 North Third Street Aspen, Colorado 81611	Unrestricted Grant	\$ 78,200
The Kennedy Center Honors Gala 2700 F St NW Washington, DC 20566	Unrestricted Grant	\$ 1,500
UJA - Aspen Valley P. O Box 1167 Aspen, Colorado 81612	Unrestricted Grant	\$ 1,000
UJA - Federation of New York 130 East 59th Street New York, New York 10022	Unrestricted Grant	\$ 147,500
United Hospital Fund Empire State Building - 23rd Floor 350 Fifth Avenue New York, New York 10118	To augment United Hospital Fund's research agenda on health care delivery to underserved populations in New York	\$ 107,500
United States Holocaust Memorial Museum 60 East 42nd Street New York, NY 10165-0018	Unrestricted Grant	\$ 5,000
USA Heroes 100 Broadway Ossing, New York 10562	Unrestricted Grant	\$ 250
Weeksville Heritage Center 1698 Bergen Street Brooklyn, NY 11213	Unrestricted Grant	\$ 1,000
Total to Form 990-PF, Part XV, Line 3a		\$ 3,359,300

The Engelberg Foundation C/O Alfred Engelberg

Form 990-PF (2009)

EIN #06-1309603

Part XV Line 3b

Grants and Contributions Approved For Future Payment

For the Year Ended January 31, 2010 (2009)

Recipient	Purpose	Amount
NYU Law School 161 Avenue of the Americas New York, New York 10013	\$50,000 per annum over two years \$10,000 for Weinfield Associates Program \$40,000 Unrestricted	\$ 50,000
National Society of Genetic Counselors 233 Canterbury Drive Wallingford, Pennsylvania 19086-6617	Jane Engelberg Memorial Fellowship to establish a fellowship for Genetic Counselors for study, research, writing or exploration of new interests in order to enhance present research. Payment is \$75,000 per year ultimately to be endowed with a gift of 1.5 M	\$ 1,475,000
CLAL 440 Park Avenue South New York, New York 10016	\$400,000 over a four year period for the establishment of an interdenominational rabbinic training program \$200,000 remaining	\$ 50,000
Religious Action Coalition 2027 Massachusetts Ave, NW Washington, DC 20036	\$100,000 per year over the next several years leading to a \$2,000,000 endowment. The program is to train rabbis and lay leaders on social justice issues and community activism.	\$ 1,900,000
Brookings Institute 2027 Massachusetts Ave Washington, DC 20036	To establish the Engelberg Center on Health Care Reform.	\$ 4,000,000
Total To Form 990-PF, Part XV, Line 3b		<u>\$ 7,475,000</u>

The Engelberg Foundation

Form 990-PF (2009)

EIN #06-1309603

Part II Line 1

For the year ended January 31, 2010

Cash balance	Donated Purchased	Cost	FMV
Neuberger Berman	P	\$ 442	\$ 442
Neuberger Berman (awaiting settlement)	P	\$ 117,846	\$ 117,846
Citibank (grants)	P	\$ 14,075	\$ 14,075
Citibank (MM)	P	\$ 133,712	\$ 133,712
Total		\$ 266,075	\$ 266,075

The Engelberg Foundation

Form 990-PF (2009)

EIN #06-1309603

Part II Line 2

For the year ended January 31, 2010

Quantity	Savings/cash investment	Donated Purchased	Cost	FMV
100,000	American Express Bank CD 1.70% 10/21/11	P	\$ 100,000	\$ 100,860
200,000	Bank America CD 1.70% 11/4/11	P	\$ 200,000	\$ 200,937
105,000	GE Money Bank CD 1.70% 10/17/11	P	\$ 105,000	\$ 105,562
233,865	State Street Investment Trust MMF	P	\$ 233,865	\$ 233,865
Total			\$ 638,865	\$ 641,224

The Engelberg Foundation

Form 990-PF (2009)

EIN #06-1309603

Part II Line 10a

For the year ended January 31, 2010

Quantity	Government Obligation	Donated Purchased	Cost	FMV
100,000	Lafayette LA 2.34% 5/1/11	P	\$ 100,000	\$ 101,420
100,000	City of NY G/O 1.472% 10/1/11	P	\$ 100,000	\$ 100,900
865,000	US Treasury 0.00% 2/4/10	P	\$ 864,997	\$ 865,000
	Total		\$ 1,064,997	\$ 1,067,320

The Engelberg Foundation

Form 990-PF (2009)

EIN #06-1309603

Part II Line 10b

For the year ended January 31, 2010

Shares	Stock	Donated Purchased	Cost	FMV
1,575	Praxair Corp.	P	\$ 122,243	\$ 118,629
1,625	Church & Dwight Co.	P	\$ 102,581	\$ 97,971
1,400	Mednax Inc.	P	\$ 76,975	\$ 79,604
2,350	Nestle SA	P	\$ 80,093	\$ 111,649
2,000	Pepsico Inc.	D	\$ 117,310	\$ 119,240
2,325	Procter & Gamble Co.	D	\$ 135,001	\$ 143,104
8,500	Iconix Brand Group	P	\$ 132,787	\$ 107,270
1,550	McDonald's Corp.	P	\$ 55,244	\$ 96,766
2,300	McDonald's Corp	D	\$ 140,269	\$ 143,589
3,850	Sothebys Holding	P	\$ 40,691	\$ 89,474
950	Apache Corp	D	\$ 87,229	\$ 93,831
3,900	Cenovus Energy	P	\$ 100,907	\$ 90,285
500	Chevron Corp.	D	\$ 35,647	\$ 36,060
500	Chevron Corp	P	\$ 38,271	\$ 36,060
1,100	EOG Res Inc	P	\$ 76,305	\$ 90,420
1,750	Occidental Pete Corp.	D	\$ 137,594	\$ 137,095
2,800	Range Resources Corp	P	\$ 118,194	\$ 128,800
300	Schlumberger Ltd	P	\$ 9,956	\$ 19,038
1,850	Schlumberger Ltd	D	\$ 112,082	\$ 117,401
1,750	Berkshire Hathaway Cl B	P	\$ 130,287	\$ 133,753
4,000	Equifax Inc	P	\$ 123,036	\$ 128,000
4,000	Flushing Financial Corp.	P	\$ 45,755	\$ 49,000
3,525	JP Morgan Chase	P	\$ 136,892	\$ 137,263
2,200	Metlife Inc.	P	\$ 70,352	\$ 77,704
1,575	Becton Dickinson & Co	D	\$ 113,987	\$ 118,708
2,000	Edwards Lifesciences Corp.	P	\$ 131,742	\$ 179,240
6,000	Hologic Inc	P	\$ 79,834	\$ 90,420
2,600	Varian Medical Systems	D	\$ 110,149	\$ 130,754
7,000	ABB Ltd Sponsored ADR	P	\$ 64,562	\$ 126,210
5,200	Covanta Holding Corp.	P	\$ 101,123	\$ 91,000
1,600	Danaher Corp.	P	\$ 113,629	\$ 114,160
9,500	General Electric Co.	P	\$ 134,087	\$ 152,760
7,500	Lennar Corp.	P	\$ 110,282	\$ 115,200
2,450	Roper Industries Inc	P	\$ 108,848	\$ 122,696
4,975	Cisco Systems Inc.	P	\$ 85,081	\$ 111,788
4,875	Cisco Systems Inc	D	\$ 115,513	\$ 109,541
3,000	Fiserv Inc.	P	\$ 143,582	\$ 135,120
3,000	Hewlett Packard Co.	P	\$ 126,580	\$ 141,210
1,225	IBM	P	\$ 121,098	\$ 149,928
1,300	IBM	D	\$ 165,906	\$ 159,107
7,775	Oracle Corporation	D	\$ 165,141	\$ 179,291
3,000	Tyco International Ltd.	P	\$ 95,850	\$ 106,290
225	Praxair Corp (awaiting settlement)	P	\$ 17,154	\$ 16,947
Total			\$ 4,329,849	\$ 4,732,376

The Engelberg Foundation

Form 990-PF (2009)

EIN #06-1309603

Part II Line 10c

For the year ended January 31, 2010

Quantity	Corporate Bond	Donated Purchased	Cost	FMV
100,000	American Express 7.25% 5/20/14	P	\$ 100,264	\$ 114,252
100,000	Boeing Capital 7.375% 9/27/10	P	\$ 106,372	\$ 104,551
100,000	BP Capital Markets 1.55% 8/11/11	P	\$ 100,423	\$ 101,280
100,000	Citibank NA 1 50% 7/12/11	P	\$ 99,930	\$ 101,103
100,000	Citigroup Inc. 4.125% 2/22/10	P	\$ 100,000	\$ 100,150
100,000	Deere Capital 4.875% 10/15/10	P	\$ 103,493	\$ 103,048
75,000	Express Scripts 5.25% 6/15/12	P	\$ 74,941	\$ 80,468
100,000	Hewlett Packard Co. 2.25% 5/27/11	P	\$ 100,509	\$ 101,955
100,000	Medtronic 4.375% 9/15/10	P	\$ 103,473	\$ 102,469
75,000	Merrill Lynch 4 50% 11/4/10	P	\$ 75,563	\$ 76,956
50,000	Suntrust Banks 5 25% 11/5/12	P	\$ 51,846	\$ 52,845
100,000	Unilever Capital 7.125% 11/1/10	P	\$ 106,913	\$ 105,019
100,000	Verizon Global 7 25% 12/1/10	P	\$ 106,878	\$ 105,551
100,000	Verizon New England 6 50% 9/15/11	P	\$ 107,980	\$ 107,470
100,000	Praxair floating notes 5/26/10		\$ 100,000	\$ 100,052
Total			\$ 1,438,585	\$ 1,457,169

The Engelberg Foundation

Form 990-PF (2009)

EIN #06-1309603

Part II Line 12

For the year ended January 31, 2010

Quantity	Mortgage Bond	Donated Purchased	Cost	FMV
75,000	GNMA Series 2009-45 4.50% 11/16/38	P	\$ 73,359	\$ 75,470
100,000	GNMA Series 2009-93 3.00% 12/16/38	P	\$ 98,353	\$ 99,311
Total			\$ 171,712	\$ 174,781

The Engelberg Foundation
Form 990-PF (2009)
EIN #06-1309603
Part II Line 13
For the year ended January 31, 2010

	Purchase Donate	1/31/2009 Cost	1/31/2010 Cost	1/31/2010 FMV
Institutional Diversified Arbitrage Strategies	P	\$ 8,299,337	\$ 6,255,260	\$ 10,390,384
Institutional Investment Fund	P			
Farallon Institutional Partners	P	196,659	186,884	168,710
		\$ 8,495,996	\$ 6,442,144	\$ 10,559,094

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only Part II and check this box

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

- If you are filing for an **Automatic 3-Month Extension**, complete only Part I (on page 1).

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).		
Type or print File by the extended due date for filing the return. See instructions	Name of Exempt Organization THE ENGELBERG FOUNDATION C/O ALFRED ENGELBERG	Employer identification number 06-1309603
	Number, street, and room or suite no. If a P.O. box, see instructions. KEITH KRAMER, CPA, 462 SEVENTH AVE	For IRS use only
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. NEW YORK, NEW YORK 10018	

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

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

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

KEITH KRAMER, CPA

- The books are in the care of ► **462 SEVENTH AVE-ROOM 1600 - NEW YORK, NY 10018**
Telephone No. ► **(212)-279-8430** FAX No. ►
- 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 is for.

- 4 I request an additional 3-month extension of time until **DECEMBER 15, 2010**
- 5 For calendar year , or other tax year beginning **FEB 1, 2009** , and ending **JAN 31, 2010** .
- 6 If this tax year is for less than 12 months, check reason: Initial return Final return Change in accounting period
- 7 State in detail why you need the extension **MORE TIME IS NEEDED TO PROCESS INFORMATION TO FILE AND COMPLETE AND ACCURATE TAX RETURN.**

8a	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.	8a	\$ 33,240.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	\$ 79,437.
c	Balance Due. Subtract line 8b from line 8a. 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.	8c	\$ 0.

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 ►

Date ►

Form 8868 (Rev. 4-2009)

COPY