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Form 990-PF

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

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

OMB No 1545-0052









2014


Open to Public Inspection

For calendar year 2014, or tax year beginning 01-01-2014, and ending 12-31-2014

Name of foundation THE OVERBROOK FOUNDATION		A Employer identification number 13-6088860	
Number and street (or P O box number if mail is not delivered to street address) 60 EAST 42ND STREET No 565		B Telephone number (see instructions) (212) 603-9996	
City or town, state or province, country, and ZIP or foreign postal code NEW YORK, NY 10165		C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input checked="" type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 167,713,218		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
J Accounting method <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)			

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities.	2,692,404	2,730,752		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	29,258,096			
	b Gross sales price for all assets on line 6a 108,949,725				
	7 Capital gain net income (from Part IV, line 2) . . .		29,629,033		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	-33,833	479,648		
	12 Total. Add lines 1 through 11	31,916,667	32,839,433		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	579,355	210,697		366,481
	14 Other employee salaries and wages	455,074	6,662		448,411
	15 Pension plans, employee benefits	317,682	37,260		283,063
	16a Legal fees (attach schedule)	132,052	38,682		88,623
	b Accounting fees (attach schedule)	35,000	26,250		13,250
	c Other professional fees (attach schedule)	2,223,635	2,069,975		169,860
	17 Interest	2,834	2,834		0
	18 Taxes (attach schedule) (see instructions)	624,537	18,825		1,525
	19 Depreciation (attach schedule) and depletion	16,204	0		
	20 Occupancy	87,673	8,767		94,701
	21 Travel, conferences, and meetings	70,885	0		73,941
	22 Printing and publications				
	23 Other expenses (attach schedule)	49,805	0		52,770
	24 Total operating and administrative expenses. Add lines 13 through 23	4,594,736	2,419,952		1,592,625
	25 Contributions, gifts, grants paid	5,754,528			6,169,528
	26 Total expenses and disbursements. Add lines 24 and 25	10,349,264	2,419,952		7,762,153
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	21,567,403			
	b Net investment income (if negative, enter -0-)		30,419,481		
	c Adjusted net income (if negative, enter -0-)				

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	7,466,079	32,219,614	32,219,614
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges	14,783	122,651	122,651
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	93,258,323	 63,196,327	63,196,327
	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)	66,350,013	 71,352,889	71,352,889
	14	Land, buildings, and equipment basis ▶ _____ 516,915 Less accumulated depreciation (attach schedule) ▶ _____ 194,650	128,243	 322,265	322,265
15	Other assets (describe ▶ _____)	 10,185,999	 499,472	 499,472	
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	177,403,440	167,713,218	167,713,218	
Liabilities	17	Accounts payable and accrued expenses	242,896	109,305	
	18	Grants payable	1,175,000	760,000	
	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 ▶ _____)	 1,000,779	 375,485	
	23	Total liabilities (add lines 17 through 22)	2,418,675	1,244,790	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted	174,984,765	166,468,428	
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds			
	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 instructions)	174,984,765	166,468,428	
	31	Total liabilities and net assets/fund balances (see instructions) . . .	177,403,440	167,713,218	

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	174,984,765
2	Enter amount from Part I, line 27a	2	21,567,403
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3	4	196,552,168
5	Decreases not included in line 2 (itemize) ▶  _____	5	30,083,740
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6	166,468,428

Part IV

Capital Gains and Losses for Tax on Investment Income

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

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a See Additional Data Table			
b			
c			
d			
e			

2	Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	29,629,033
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	}	3	

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))
2013	6,812,900	150,364,394	0 045309
2012	7,215,975	134,211,534	0 053766
2011	7,530,922	128,628,988	0 058548
2010	8,313,409	123,092,385	0 067538
2009	8,761,473	112,786,650	0 077682

2	Total of line 1, column (d).	2	0 302843
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 060569
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5.	4	179,422,974
5	Multiply line 4 by line 3.	5	10,867,470
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	304,195
7	Add lines 5 and 6.	7	11,171,665
8	Enter qualifying distributions from Part XII, line 4.	8	7,972,378

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

Part VI

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1		
	Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	608,390
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0
3	Add lines 1 and 2.	3	608,390
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	608,390
6	Credits/Payments		
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a	566,744
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	200,000
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d.	7	766,744
8	Enter any penalty for underpayment of estimated tax. Check here <input 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	158,354
11	Enter the amount of line 10 to be Credited to 2015 estimated tax <input type="checkbox"/> 158,354 Refunded <input type="checkbox"/>	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?	1a		Yes	No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)?	1b			No
	<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>				
c	Did the foundation file Form 1120-POL for this year?	1c			No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation <input type="checkbox"/> \$ <u>0</u> (2) On foundation managers <input type="checkbox"/> \$ <u>0</u>				
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ <u>0</u>				
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?	2			No
	<i>If "Yes," attach a detailed description of the activities.</i>				
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	3			No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a		Yes	
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b		Yes	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5			No
	<i>If "Yes," attach the statement required by General Instruction T.</i>				
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6		Yes	
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV.</i>	7		Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> NY _____				
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation.</i>	8b		Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	9			No
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i>	10			No

Part VII-A

Statements Regarding Activities *(continued)*

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		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12	Yes	
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address ▶ WWW.OVERBROOK.ORG				
14	The books are in care of ▶ The Foundation Telephone no ▶ (212) 603-9996 Located at ▶ 60 EAST 42ND STREET No 565 NEW YORK NY ZIP +4 ▶ 10165			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ▶ <input type="checkbox"/>			
	and enter the amount of tax-exempt interest received or accrued during the year ▶	15		
16	At any time during calendar year 2014, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes", enter the name of the foreign country ▶				

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			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"/> 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"/> No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <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"/> 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"/> No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		No
Organizations relying on a current notice regarding disaster assistance check here. ▶ <input type="checkbox"/>				
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2014?	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
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		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No			
b	If "Yes," did it have excess business holdings in 2014 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2014.</i>)	3b		No
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014?	4b		No

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))?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 4945(d)(4)(A)? (see instructions).	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No	
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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)?	5b	Yes	
	Organizations relying on a current notice regarding disaster assistance check here.			<input checked="" type="checkbox"/>
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?			<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
	If "Yes," attach the statement required by Regulations section 53.4945–5(d).			<input checked="" type="checkbox"/>
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?			<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	6b		No
	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?			<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	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 (see 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 Additional Data Table				
2 Compensation of five highest-paid employees (other than those included on line 1—see 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
DANIEL KATZ	SENIOR PROGRAM	202,776	56,883	0
C/O ORGANIZATION 60 E 42ND STREET NEW YORK, NY 10165	OFFIC 35 00			
SAMANTHA HARVEY	PROGRAM	80,061	28,074	0
C/O ORGANIZATION 60 E 42ND STREET NEW YORK, NY 10165	ASSOCIATE 35 00			
NIKOLE LAVELLE	ASST GRANTS	66,622	19,568	0
C/O ORGANIZATION 60 E 42ND STREET NEW YORK, NY 10165	MANAGER 35 00			
SARAH ABELOW	PROGRAM	60,313	17,006	0
C/O ORGANIZATION 60 E 42ND STREET NEW YORK, NY 10165	ASSOCIATE 35 00			
Total number of other employees paid over \$50,000.				0

Part VIII

Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
OVERBROOK MANAGEMENT CORPORATION	INVESTMENT MANAGEMENT	1,321,242
122 EAST 42ND STREET NEW YORK, NY 10168		
SANDTON CREDIT SOLUTIONS ON SHORE FUND III	INVESTMENT MANAGEMENT	160,309
25 WEST 45TH STREET NEW YORK, NY 10036		
GREENHAVEN ASSOCIATES INC	INVESTMENT MANAGEMENT	134,532
3 MANHATTANVILLE ROAD PURCHASE, NY 10577		
STABILIS FUND III	INVESTMENT MANAGEMENT	134,444
767 FIFTH AVENUE NEW YORK, NY 10153		
PATTERSON BELKNAP WEBB & TYLER	LEGAL	132,052
1133 AVENUE OF THE AMERICAS NEW YORK, NY 10036		
Total number of others receiving over \$50,000 for professional services.		2

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	
2	
3	
4	

Part IX-B

Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3.	0

Part X

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	162,669,779
b	Average of monthly cash balances.	1b	14,142,789
c	Fair market value of all other assets (see instructions).	1c	5,342,736
d	Total (add lines 1a, b, and c).	1d	182,155,304
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	182,155,304
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	2,732,330
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	179,422,974
6	Minimum investment return. Enter 5% of line 5.	6	8,971,149

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	8,971,149
2a	Tax on investment income for 2014 from Part VI, line 5.	2a	608,390
b	Income tax for 2014 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	608,390
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	8,362,759
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	8,362,759
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	8,362,759

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	7,762,153
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	210,225
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	7,972,378
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions).	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	7,972,378
Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years			

Part XIII

Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2013	(c) 2013	(d) 2014
1 Distributable amount for 2014 from Part XI, line 7				8,362,759
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only.			0	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2014				
a From 2009.	3,118,981			
b From 2010.	2,204,236			
c From 2011.	1,272,767			
d From 2012.	825,575			
e From 2013.				
f Total of lines 3a through e.	7,421,559			
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ \$ 7,972,378				
a Applied to 2013, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2014 distributable amount.				7,972,378
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (a).)	390,381			390,381
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	7,031,178			
b Prior years' undistributed income Subtract line 4b from line 2b.		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 2013 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0			
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions) . . .	2,728,600			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	4,302,578			
10 Analysis of line 9				
a Excess from 2010. . . .	2,204,236			
b Excess from 2011. . . .	1,272,767			
c Excess from 2012. . . .	825,575			
d Excess from 2013. . . .				
e Excess from 2014. . . .				

Part XIV

4942(j)(3) or 4942(j)(5)

3

Part XV

1

2

Time	11	12	13	14	15	16	17	18	19	20	21	22	23	24	25	26	27	28	29	30	31	32	33	34	35	36	37	38	39	40	41	42	43	44	45	46	47	48	49	50	51	52	53	54	55	56	57	58	59	60	61	62	63	64	65	66	67	68	69	70	71	72	73	74	75	76	77	78	79	80	81	82	83	84	85	86	87	88	89	90	91	92	93	94	95	96	97	98	99	100
Time	11	12	13	14	15	16	17	18	19	20	21	22	23	24	25	26	27	28	29	30	31	32	33	34	35	36	37	38	39	40	41	42	43	44	45	46	47	48	49	50	51	52	53	54	55	56	57	58	59	60	61	62	63	64	65	66	67	68	69	70	71	72	73	74	75	76	77	78	79	80	81	82	83	84	85	86	87	88	89	90	91	92	93	94	95	96	97	98	99	100

Part XV

Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			3a	6,169,528
b Approved for future payment See Additional Data Table				
Total			3b	760,000

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2014)

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
PUBLICLY TRADED SECURITIES			
PASS THROUGH NET GAIN FROM HEDGE FUNDS	P		
PASS THROUGH NET GAIN FROM VENTURE CAPITAL FUNDS	P		
PASS THROUGH NET GAIN FROM REAL ESTATE PARTNERSHIPS	P		
PASS THROUGH NET GAIN FROM PRIVATE EQUITY	P		
PASS THROUGH NET GAIN FROM MASTER LIMITED PARTNERSHIPS	P		
SUBJECT TO UBIT	P		

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
100,386,492		79,213,305	21,173,187
7,567,859			7,567,859
21,218			21,218
		11,518	-11,518
974,156			974,156
		86,032	-86,032
		9,837	-9,837


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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			21,173,187
			7,567,859
			21,218
			-11,518
			974,156
			-86,032
			-9,837


Form 990PF Part VIII Line 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
EMILY ALTSCHUL-MILLER	VICE-CHAIR/SECRETARY 1 00	0	0	0
C/O OVERBROOK FOUNDATION 60 EAST 42ND STREET NEW YORK, NY 10165				
FRANCES LABAREE	DIRECTOR 1 00	0	0	0
C/O OVERBROOK FOUNDATION 60 EAST 42ND STREET NEW YORK, NY 10165				
ROBERT GRAHAM JR	DIRECTOR EMERITUS 1 00	0	0	0
C/O OVERBROOK FOUNDATION 60 EAST 42ND STREET NEW YORK, NY 10165				
ARTHUR ALTSCHUL JR UNTIL 6-26-14	DIRECTOR 1 00	0	0	0
C/O OVERBROOK FOUNDATION 60 EAST 42ND STREET NEW YORK, NY 10165				
STEPHEN ALTSCHUL	DIRECTOR 1 00	0	0	0
C/O OVERBROOK FOUNDATION 60 EAST 42ND STREET NEW YORK, NY 10165				
COOPER COX SINCE 11-4-14	DIRECTOR 1 00	0	0	0
C/O OVERBROOK FOUNDATION 60 EAST 42ND STREET NEW YORK, NY 10165				
CHARLES ALTSCHUL	DIRECTOR 1 00	0	0	0
C/O OVERBROOK FOUNDATION 60 EAST 42ND STREET NEW YORK, NY 10165				
ELIZABETH LINDEMANN	DIRECTOR 1 00	0	0	0
C/O OVERBROOK FOUNDATION 60 EAST 42ND STREET NEW YORK, NY 10165				
CAROLYN COLE	VICE-CHAIR/TREASURER 8 00	0	0	0
C/O OVERBROOK FOUNDATION 60 EAST 42ND STREET NEW YORK, NY 10165				
KATHYRN GRAHAM	DIRECTOR 1 00	0	0	0
C/O OVERBROOK FOUNDATION 60 EAST 42ND STREET NEW YORK, NY 10165				
AARON LABAREE	CHAIR OF THE BOARD 2 00	0	0	0
C/O OVERBROOK FOUNDATION 60 EAST 42ND STREET NEW YORK, NY 10165				
DINORAH MATIAS-MELENDZ	DIRECTOR 1 00	0	0	0
C/O OVERBROOK FOUNDATION 60 EAST 42ND STREET NEW YORK, NY 10165				
ISAIAH OROZCO	DIRECTOR 1 00	0	0	0
C/O OVERBROOK FOUNDATION 60 EAST 42ND STREET NEW YORK, NY 10165				
STEPHEN FOSTER	PRESIDENT & CEO 40 00	324,753	55,827	0
C/O OVERBROOK FOUNDATION 60 EAST 42ND STREET NEW YORK, NY 10165				
MARY GRECCO	ASST SECRETARY & CFO 40 00	254,602	42,627	0
C/O OVERBROOK FOUNDATION 60 EAST 42ND STREET NEW YORK, NY 10165				


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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
350org 20 Jay Street Suite 1010 Brooklyn, NY 10021		PC	General Operating Support	40,000
Advocates for Youth 2000 M Street NW Suite 750 Washington, DC 200363353		PC	Promoting the Reproductive Justice Perspective through Youth Mobilization and Engagement	40,000
African Wildlife Foundation 1400 16th Street NW Suite 120 Washington, DC 20036		PC	Support Of The Elephant Program	12,500
Ali Forney Center 224 West 35th Street 1500 New York, NY 10123		PC	General Operating Support	500
ALIGN 50 Broadway 29th Floor New York, NY 10004		PC	Transform Don't Trash Project	30,000
Alliance for Climate Education (ACE) 426 17th Street Suite 450 Oakland, CA 94612		PC	General Operating Support	50,000
Amazon Conservation Team 4211 N Fairfax Drive Arlington, VA 22203		PC	Daniel Matapi and Roberto Franco Memorial Fund	1,000
Amazon Conservation Team 4211 N Fairfax Drive Arlington, VA 22203		PC	Linking Human Rights and Environmental Protection in Colombia Designing a first contact contingency plan with isolated tribes of the Amazon	35,000
Amazon Watch 2201 Broadway 508 Oakland, CA 94612		PC	Sacred Headwaters Campaign	50,000
American Civil Liberties Union Foundation 125 Broad Street 18th Floor New York, NY 100042400		PC	ACLU Human Rights Program	60,000
American Civil Liberties Union Foundation 125 Broad Street 18th Floor New York, NY 100042400		PC	General Operating Support	500
American Jewish World Service (AJWS) 45 West 36th Street 11th Floor New York, NY 10018		PC	Promoting Human Rights for Marginalized People in Latin America	50,000
American Sustainable Business Council 1401 New York Avenue NW Suite 1225 Washington, DC 20005		PC	General Operating Support for Movement - Building	25,000
Americans for Oxford Inc 500 Fifth Avenue 32nd Floor New York, NY 10110		PC	The Goodhart Project	75,000
As You Sow Foundation 1611 Telegraph Ave Suite 1450 Oakland, CA 94612		PC	Consumer Packaging and Electronic Waste	35,000
Total  3a				6,169,528


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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Barnard College Columbia University 3009 Broadway New York, NY 100276598		PC	Activist Research Conference - May 2015	10,000
Brennan Center for Justice of NYU School of Law 161 Avenue Of The Americas 12th Floor New York, NY 10013		PC	Money in Politics	75,000
Brookline Community Foundation 40 Webster Place Brookline, MA 02445		PC	General Operating Support	5,000
Building Equity & Alignment Initiative 60 East 42nd Street Suite 565 New York, NY 10165		PC	General Operating Support	446,012
Center for Constitutional Rights 666 Broadway 7th Floor New York, NY 10012		PC	On behalf of Vincent McGee in appreciation for his many years of service on The Overbrook Foundation's Board of Directors	5,000
Center for Justice and International Law 1630 Connecticut Ave NW Suite 401 Washington, DC 20009		PC	General Operating Support	25,000
Center for Reproductive Rights 120 Wall Street 14th Floor New York, NY 10005		PC	Latin America and the Caribbean Program	70,000
Center for Responsible Travel (CREST) 1333 H Street NW Suite 300 East Tower Washington, DC 20005		PC	The Sinaloa Sur Initiative Protecting Critical Ecosystems through Development of Sustainable Coastal Tourism, Phase 3	20,000
Christ Episcopal Church 43 South Broadway Tarrytown, NY 10591		PC	Invest in Growth	250
Citizens Crime Commission of New York City 335 Madison Avenue 9th Floor New York, NY 10017		PC	Training curriculum for the E-Responder Program	10,250
Civil Liberties and Public Policy ProgramHampshire College 893 West Street Amherst, MA 010025001		PC	General Operating Support	30,000
Clean Production Action 1310 Broadway Suite 101 Somerville, MA 02144		PC	General Operating Support	30,000
Climate Justice Alliance Our Power Campaign 436 14th St 5th Fl Oakland, CA 94612		PC	General Operating Support	50,000
Committee to Protect Journalists 330 Seventh Avenue 11th Floor New York, NY 10001		PC	General Operating Support	20,000
Communities for a Better Environment 6325 Pacific Blvd Ste 300 Huntington Park, CA 90255		PC	General Operating Support	500
Total  3a				6,169,528


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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Community Funds Inc 909 Third Avenue New York, NY 10022		PC	Funding of Overbrook Family Advised Funds	1,531,395
Community Legal Services 1424 Chestnut Street Philadelphia, PA 19102		PC	General Operating Support	2,000
Consultative Group on Biological Diversity Presidio Building 1016 2nd Floor PO Box 29361 San Francisco, CA 941290361		PC	General Operating Support	4,550
CoreAlign University of California Regents 1330 Broadway Suite 1100 Oakland, CA 94612		PC	General Operating Support	40,000
Corporate Accountability International 10 Milk Street Suite 610 Boston, MA 02108		PC	Real Food Media Project	25,000
Democracy Now 207 W 25th St Floor 11 New York, NY 10001		PC	General Operating Support	500
Disability Rights International 1666 Connecticut Ave NW Suite 325 Washington, DC 20009		PC	Women's Rights Advocacy Initiative Mexico and Guatemala	45,000
Dogwood Alliance PO Box 7645 Asheville, NC 28802		PC	The Paper Campaign & Carbon Canopy Project	15,000
EARTHWORKS 1612 K Street NW Suite 808 Washington, DC 20006		PC	Protecting Ecosystems and Communities from Dirty Mining	35,000
Environmental Defender Law Center 407 W Koch Street Bozeman, MT 59715		PC	General Operating Support	50,000
Environmental Grantmakers Association 475 Riverside Drive Suite 960 New York, NY 10115		PC	2014 Membership	5,778
Environmental Investigation Agency PO Box 53343 Washington, DC 20009		PC	Support of the Elephant Program	15,000
Environmental Investigation Agency PO Box 53343 Washington, DC 20009		PC	General Operating Support	55,000
Environmental Paper Network 16 Eagle Street Suite 200 Asheville, NC 28801		PC	General Operating Support	20,000
FIPPOA Charitable Foundation PO BOX 5305 Fire Island Pines, NY 11782		PC	General Operating Support	500
Total  3a				6,169,528


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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Food Tank 4858 N Hermitage Avenue Suite 3A New Orleans, LA 60640		PC	General Operating Support	25,000
ForestEthics 601 W Chestnut Building A San Francisco, CA 98225		PC	ForestEthics OilNet and Business Ethics Network	55,000
Forward Together 1440 Broadway Suite 301 Oakland, CA 94612		PC	General Operating Support	35,000
Free Press 40 Main Street Suite 301 Florence, MA 01062		PC	2013 Free Press Media Reform Activities General Operating Support	45,000
Freedom To Marry 155 West 19th Street 2nd Floor New York, NY 10011		PC	General Operating Support	50,500
Fundacion Cordillera Tropical Jaime Roldos 4-80 y Huayna Capac Edificio El Consorcio Oficina 412 Cuenca EC		NC	Incentivizing private land conservation and restoration in Sangay National Park, Ecuador including general operating support	35,000
Gay & Lesbian Advocates & Defenders 30 Winter Street Suite 800 Boston, MA 02108		PC	National Marriage Work	25,000
Girls Incorporated of New York City 120 Wall Street Suite 1804 New York, NY 10005		PC	Scholarship Fund	500
Girls Incorporated of New York City 120 Wall Street Suite 1804 New York, NY 10005		PC	General Operating Support	770
Global Alliance for Incinerator Alternatives - GAIA 1958 University Avenue Berkeley, CA 94704		PC	\$30,000 General Operating Support for GAIA's US & Canada Program & \$20,000 Ananda Lee Tan	50,000
GLSEN Inc 90 Broad Street Second Floor New York, NY 10004		PC	General Operating Support	500
Green Press Initiative 68 Morningside Drive Suite I Ashville, NC 28806		PC	General Operating Support	25,000
Grist Magazine Inc 710 Second Avenue Suite 860 Seattle, WA 98104		PC	General Operating Support	55,000
Groundswell 1156 15th Street NW 840 Washington, DC 20005		PC	General Operating Support	40,000
Groundswell Fund 436 14th Street Suite 1312 Oakland, CA 94612		PC	General Operating Support	750
Total  3a				6,169,528


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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Groundswell Fund 436 14th Street Suite 1312 Oakland,CA 94612		PC	The Catalyst Fund Resources for Women of Color in Reproductive Justice	75,000
Grupo Ecologico Sierra Gorda IAP Av La Presa S/N Barrio El Panteon Jalpan de Serra 76340 MX		NC	Strategies to Conserve the Bio-Capacity of the Sierra Gorda Biosphere Reserve, Mexico	25,000
Health Care Without Harm 12355 Sunrise Valley Drive Suite 680 Reston,VA 20191		PC	The Healthier Hospitals Initiative	50,000
Hetrick-Martin Institute Inc 2 Astor Place New York,NY 10003		PC	General Operating Support	500
Human Rights Project for Girls 1640 Rhode Island Avenue NW Suite 600 Washington,DC 20036		PC	General Operating Support	20,000
Human Rights Watch 350 Fifth Avenue 34th Floor New York,NY 101183299		PC	Combating Human Rights Violations in Mexico	45,000
Humane Society of Greater Jupiter Tequesta 401 Maplewood Drive 8 Jupiter,FL 33458		PC	Furry Friends	5,000
IMAFLOA Estrada Chico Mendes 185 Piracicaba 13400-970 BR		NC	Valuation of the Extractive Production, as an Instrument for Consolidating Protected Areas in the Region of Terra do Meio / Par??	45,000
In Our Backyards (iobyorg) 540 President Street 3rd Floor Brooklyn,NY 11211		PC	General Operating Support	50,000
Indian Law Resource Center 602 North Ewing Street Helena,MT 59601		PC	Protecting Maya Q'eqchi' Land and Resource Rights in Guatemala	35,000
Innocence Project Inc 40 Worth Street Suite 701 New York,NY 10013		PC	General Operating Support Uniting Science and Law on Behalf of Justice	40,000
International Planned Parenthood Federation Western Hemisphere Region 125 Maiden Lane 9th Floor New York,NY 10038		PC	General Operating Support	40,000
International Service for Human Rights c/o US Friends of ISHR 777 UN Plaza 8th Floor New York,NY 10017		PC	"Promoting a Safe and Enabling Environment for Human Rights Defenders in Meso- and Latin America Consultation on a Model Law for Human Rights Defenders"	25,000
Island Press 2000 M Street NW Suite 650 Washington,DC 20036		PC	General Operating Support	20,000
Just Associates Inc 2040 S Street NW 3rd Floor Washington,DC 20009		PC	Mesoamerican Women Human Rights Defenders Initiative	25,000
Total  3a				6,169,528


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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Just Vision Inc 1616 P St NW Suite 340 Washington, DC 20036		PC	General Operating Support	250
Lambda Legal Defense & Education Fund 120 Wall Street 19th Floor New York, NY 100053904		PC	General Operating Support	60,000
Leadership Conference Education Fund 1629 K Street NW 10th Floor Washington, DC 20006		PC	Human Rights Policy and Education Project	40,000
Legal Aid Society of Palm Beach County 423 Fern Street Suite 200 West Palm Beach, FL 33401		PC	Elders on the Edge	5,000
Lifetime Arts 81 Centre Avenue Suite 307 New Rochelle, NY 10801		PC	General Operating Support	250
Los Angeles Alliance for a New Economy (LAANE) 464 Lucas Avenue Suite 202 Los Angeles, CA 90017		PC	Don't Waste L A	35,000
Maret School 3000 Cathedral Avenue NW Washington, DC 20008		PC	Maret Annual Fund	5,063
Maret School 3000 Cathedral Avenue NW Washington, DC 20008		PC	Maret and Malone Schools Online Network	12,500
Mongabay Org Corp 37 W Summit Dr Emerald Hills, CA 94062		PC	Special Reporting Initiative (SRI) Is Brazil's success displacing deforestation to other Amazon countries? General Operating Support	50,000
Move NY 64 Fulton Street Suite 603 New York, NY 10038		PC	General Operating Support	20,000
Nantucket Safe Harbor for Animals PO Box 2844 Nantucket, MA 02584		PC	General Operating Support	500
Nantucket Safe Harbor for Animals PO Box 2844 Nantucket, MA 02584		PC	Promises to Pets	500
National Advocates for Pregnant Women 15 West 36th Street Suite 901 New York, NY 10018		PC	General Operating Support	40,250
National Asian Pacific American Women's Forum 68 Jay St Suite 201 Brooklyn, NY 11201		PC	General Operating Support	38,000
National Economic & Social Rights Initiative 90 John Street Suite 308 New York, NY 10038		PC	General Operating Support	40,000
Total  3a				6,169,528


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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
National Employment Law Project 75 Maiden Lane Suite 601 New York, NY 10038		PC	General Operating Support	5,000
National Gay and Lesbian Task Force Foundation 1325 Massachusetts Avenue Washington, DC 20005		PC	Task Force Academy Power Summit in Oregon 2014	25,000
Natural Resources Defense Council 40 West 20th Street New York, NY 10011		PC	Promoting Extended Producer Responsibility and Sustainable School Food and Packaging	70,000
NEO Philanthropy 45 West 36th Street 6th Floor New York, NY 10018		PC	The Sunrise Initiative for Human Rights in the U S	150,000
New America Media (Pacific News Services) 209 9th Street 2nd Floor San Francisco, CA 94103		PC	General Support For Transition Plan & Implementation	25,000
New Economics Institute 89 South Street Suite 406 Boston, MA 02111		PC	General Operating Support	5,000
New England Yearly Meeting of Friends 901 Pleasant Street Worcester, MA 01602		PC	to support the legal defense fund of Ken Ward	5,000
New York Botanical Garden 2900 Southern Boulevard Bronx, NY 10458		PC	Professional Woodsmen for Managed Forests in Amazonian Brazil	50,000
New York City Anti-Violence Project 240 West 35th Street Suite 200 New York, NY 10001		PC	General Operating Support	500
New York Civil Liberties Union Foundation 125 Broad Street 19th Floor New York, NY 10004		PC	Advancing New Yorkers' Human Rights	35,000
New York Harbor Foundation Governors Island 10 South Street Slip 7 New York, NY 10004		PC	Billion Oyster Project	35,000
New York Public Radio 160 Varick Street New York, NY 10013		PC	On the Media	40,000
New York Public Radio 160 Varick Street New York, NY 10013		PC	WQXR	500
North and Central Merrick Civic Association PO Box 500 Merrick, NY 11566		PC	Merrick Beautification	250
North Star Fund 520 Eighth Avenue Suite 2203 New York, NY 100186656		PC	General Operating Support	758
Total  3a				6,169,528


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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Open Space Institute 1350 Broadway Suite 201 New York, NY 10018		PC	Abingdon Square Conservancy	500
Paws 4 Liberty Inc 8939 Palomino Drive Lake Worth, FL 33467		PC	General Operating Support	5,000
Peace Brigades International - USA PO Box 75880 Washington, DC 20013		PC	Protecting Human Rights Defenders in Mexico, Guatemala, Honduras and Colombia	30,000
People and Plants International PO Box 251 Bristol, VT 05443		PC	Community-based Forest Management in Central Mexico	60,000
Philanthropy New York 1500 Broadway 7th Floor New York, NY 10036		PC	Grants Portion of Membership	11,050
Philanthropy New York 1500 Broadway 7th Floor New York, NY 10036		PC	Philanthropy New York Fund for 2025	25,500
Piper Fund 15 Research Dr Suite B Amherst, MA 01002		PC	Collaborative Communications Initiative	75,000
Product Stewardship Institute Inc 29 Stanhope Street 3rd Floor Boston, MA 02116		PC	Extend Producer Responsibility for Batteries, Carpet, Packaging & Paint	20,000
Pronatura Noroeste AC Calle Decima No 60 Zona Centro Ensenada 22800 MX		NC	Protection of the Cabo Pulmo National Park region, Baja California Sur work plan for 2015	50,000
Proteus Fund Inc 15 Research Drive Suite B Amherst, MA 01002		PC	Civil Marriage Collaborative	125,000
Proteus Fund Inc 15 Research Drive Suite B Amherst, MA 01002		PC	General Operating Support	500
Rainforest Action Network 425 Bush St Ste 300 San Francisco, CA 94108		PC	Rainforest Agribusiness Campaign	40,000
Rainforest Alliance 233 Broadway 28th Floor New York, NY 10279		PC	General Operating Support	10,000
Ready for Reading PO Box 270 Old Greenwich, CT 06870		PC	General Operating Support	2,500
RepresentUs Education Fund PO Box 60008 Florence, MA 01062		PC	General Operating Support	75,000
Total  3a				6,169,528

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Root Capital 955 Massachusetts Avenue 5th Floor Cambridge, MA 02139		PC	General Operating Support for activities in Ecuador, Mexico, and Nicaragua	75,000
St Stephen's School 15 Gramercy Park South New York, NY 10003		PC	General Operating Support	12,562
Sustainable Agriculture Network 150 metros sur de La Casa de Doa Lela Lomas de Ayarco Sur Curridabat CS		NC	General Operating Support	60,000
Sustainable South Bronx 1231 Lafayette Avenue 4th Floor Bronx, NY 10474		PC	Recycling and Green Jobs Taking it to the Next Level	15,000
Texas Environmental Justice Advocacy Services 6733 Harrisburg Blvd Houston, TX 77011		PC	General Operating Support	500
The Animal Medical Center 510 East 62nd Street New York, NY 10065		PC	General Operating Support	840
The Cyrus R Vance Center for International Justice 42 West 44th Street New York, NY 10036		PC	General Operating Support	15,000
The Foundation Center 79 Fifth Avenue New York, NY 10003		PC	General Operating Support	5,000
The New Press 120 Wall Street 31st Floor New York, NY 10005		PC	General Operating Support	5,000
The New Press 120 Wall Street 31st Floor New York, NY 10005		PC	For Books Related to Money in Politics	35,000
The Sentencing Project 1705 DeSales Street NW 8th Floor Washington, DC 20036		PC	General Operating Support	3,000
The Story of Stuff Project 1442 A Walnut Street 272 Berkeley, CA 94709		PC	General Operating Support	40,000
The University of Oklahoma Women's and Gender Studies Program Center for So 731 Elm Avenue Robertson Hall 101 Norman, OK 73019		PC	Take Root Red State Perspectives on Reproductive Justice 2015 Conference	10,000
The Wildfire Project 857 Broadway 3rd Floor Brooklyn, NY 10003		PC	General Operating Support	20,000
Third Wave Fund PO Box 1159 Brooklyn, NY 11238		PC	General Operating Support	30,000
Total  3a				6,169,528

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
US Green Building Council New York Chapter 20 Broad Street Suite 709 New York, NY 10005		PC	General Operating Support	40,000
UPROSE 166A 22nd Street Brooklyn, NY 11232		PC	Peoples March for Climate Justice	50,000
UPSTREAM 205 Three Oaks Drive Athens, GA 30607		PC	Campaign for Sustainable Products	15,000
Urban Justice Center 123 William Street 16th Floor New York, NY 10038		PC	General Operating Support for Human Rights Project	30,000
URGE 1317 F St NW Suite 501 Washington, DC 20004		PC	General Operating Support	25,000
Urgent Action Fund of Latin America for Women's Human Rights Carrera 27A No 40A-68 Piso 2 Barrio La Soledad Bogota CO		NC	General Operating Support	40,000
US Human Rights Network 250 Georgia Avenue Suite 330 Atlanta, GA 30312		PC	General Operating Support	40,000
Western States Center PO Box 40305 Portland, OR 972400305		PC	Gender Justice Program	35,000
WildAid Inc 744 Montgomery Street Suite 300 San Francisco, CA 94111		PC	Elephant Conservation Work - To Decrease Demand for Ivory	10,000
Wildlife Conservation Network 209 Mississippi Street San Francisco, CA 94107		PC	Save the Elephants	10,000
Wildlife Conservation Society (WCS) 2300 Southern Boulevard Bronx, NY 10460		PC	Improving Rural Livelihoods through Natural Resource Conservation in the Pantanal of Brazil and Yasun?? National Park, Ecuador	50,000
Wildlife Conservation Society (WCS) 2300 Southern Boulevard Bronx, NY 10460		PC	Work Securing the Okapi Faunal Reserve in the Democratic Republic of Congo	12,500
WITNESS 80 Hanson Place Brooklyn, NY 11217		PC	Promoting Human Rights in the Americas Through Video-for-Change	45,000
Women's Link Worldwide PO Box 415 Brooklyn, NY 05663		PC	General Operating Support	25,000
Zero Waste Detroit 2727 Second Ave Ste 112 Detroit, MI 48201		PC	General Operating Support	1,000
Total  3a				6,169,528

TY 2014 Accounting Fees Schedule**Name:** THE OVERBROOK FOUNDATION**EIN:** 13-6088860

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OWEN FLANAGAN CPA'S - AUDIT AND TAX PREPARATION	35,000	26,250		0
EISNER AMPER LLP - AUDIT AND TAX PREPARATION	0	0		13,250

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

TY 2014 Depreciation Schedule

Name: THE OVERBROOK FOUNDATION

EIN: 13-6088860

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
FURNITURE & FIXTURES	2006-12-01	32,049	32,049	200DB	7 0000000000000	0	0		
FURNITURE & FIXTURES	2014-12-31	88,413		200DB	7 0000000000000	0	0		
LEASEHOLD IMPROVEMENTS	2006-12-01	274,641	146,397	150DB	15 0000000000000	16,204	0		

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

TY 2014 Expenditure Responsibility Statement

Name: THE OVERBROOK FOUNDATION

EIN: 13-6088860

Grantee's Name	Grantee's Address	Grant Date	Grant Amount	Grant Purpose	Amount Expended By Grantee	Any Diversion By Grantee?	Dates of Reports By Grantee	Date of Verification	Results of Verification
FUNDACION CORDILLERA TROPICAL	JAIME ROLDOS 4-80 Y HUAYNA CAPAC CUENCA EC	2014-06-04	35,000	INCENTIVIZING PRIVATE LAND CONSERVATION AND RESTORATION IN SANGAY NATIONAL PARK, ECUADOR INCLUDING GENERAL OPERATING SUPPORT	35,000	TO THE KNOWLEDGE OF THE FOUNDATION, NO FUNDS HAVE BEEN DIVERTED	CALLS FOR FINAL NARRATIVE & FINANCIAL REPORTS THE GRANTEE IS IN COMPLIANCE		NO INDEPENDENT VERIFICATION IS REQUIRED AT THIS TIME
GRUPO ECOLOGICO SIERRA GORDA	LA PRESA S/N BARRIO EL PANTEON QUERETARO MX	2014-11-04	25,000	STRATEGIES TO CONSERVE THE BIO-CAPACITY OF THE SIERRA GORDA BIOSPHERE RESERVE, MEXICO	25,000	TO THE KNOWLEDGE OF THE FOUNDATION, NO FUNDS HAVE BEEN DIVERTED	CALLS FOR FINAL NARRATIVE & FINANCIAL REPORTS THE GRANTEE IS IN COMPLIANCE		NO INDEPENDENT VERIFICATION IS REQUIRED AT THIS TIME
IMAFLORA	ESTRADA CHICO MENDES SAN PAULO BR	2014-04-10	45,000	VALUATION OF THE EXTRACTIVE PRODUCTION, AS AN INSTRUMENT FOR CONSOLIDATING PROTECTED AREAS IN THE REGION OF TERRA DO MEIO/PARA	45,000	TO THE KNOWLEDGE OF THE FOUNDATION, NO FUNDS HAVE BEEN DIVERTED	CALLS FOR FINAL NARRATIVE & FINANCIAL REPORTS THE GRANTEE IS IN COMPLIANCE		NO INDEPENDENT VERIFICATION IS REQUIRED AT THIS TIME
PRONATURA NOROESTE AC	CALLE DECIMA 60 ZONA CENTRO ENSENADA MX	2014-11-04	50,000	PROTECTION OF THE CABO PULMO NATIONAL PARK REGION, MEXICO WORKPLAN FOR 2015	50,000	TO THE KNOWLEDGE OF THE FOUNDATION, NO FUNDS HAVE BEEN DIVERTED	CALLS FOR FINAL NARRATIVE & FINANCIAL REPORTS THE GRANTEE IS IN COMPLIANCE		NO INDEPENDENT VERIFICATION IS REQUIRED AT THIS TIME
SUSTAINABLE AGRICULTURE NETWORK	150 METROS SUR DE LA CASA DE DONA SAN JOSE CS	2014-11-04	60,000	GENERAL OPERATING SUPPORT	60,000	TO THE KNOWLEDGE OF THE FOUNDATION, NO FUNDS HAVE BEEN DIVERTED	CALLS FOR FINAL NARRATIVE & FINANCIAL REPORTS THE GRANTEE IS IN COMPLIANCE		NO INDEPENDENT VERIFICATION IS REQUIRED AT THIS TIME
URGENT ACTION FUND OF LATIN AMERICA FOR WOMEN'S HUMAN RIGHTS	CARRERA 27A 40A-8 PISO 2 BOGOTA CO	2014-06-04	40,000	GENERAL OPERATING SUPPORT		TO THE KNOWLEDGE OF THE FOUNDATION, NO FUNDS HAVE BEEN DIVERTED	CALLS FOR FINAL NARRATIVE & FINANCIAL REPORTS THE GRANTEE IS IN COMPLIANCE		NO INDEPENDENT VERIFICATION IS REQUIRED AT THIS TIME

TY 2014 General Explanation Attachment**Name:** THE OVERBROOK FOUNDATION**EIN:** 13-6088860

Identifier	Return Reference	Explanation
	FORM 990-PF PART VII-A LINE 12	THE OVERBROOK FOUNDATION HAS MADE DISTRIBUTIONS TO A DONOR-ADVISED FUND AND TREATED THESE DISTRIBUTIONS AS QUALIFYING DISTRIBUTIONS IT HAS MADE THESE DISTRIBUTIONS TO FACILITATE COST-EFFECTIVE BROAD-BASED GRANT MAKING WITHIN THE WIDER CHARITABLE COMMUNITY

**TY 2014 Investments Corporate
Stock Schedule**

Name: THE OVERBROOK FOUNDATION
EIN: 13-6088860

Name of Stock	End of Year Book Value	End of Year Fair Market Value
3M COMPANY	1,068,082	1,068,082
AIR CANADA CMN	1,011,179	1,011,179
AIRGAS INC COM	253,396	253,396
AMBAC FINANCIAL GROUP, INC.	1,649,561	1,649,561
APPLIED MINERALS INC COM	493,244	493,244
BOEING COMPANY CMN	519,920	519,920
CEDAR FAIR L P DEPOSITRY UNIT	3,441,560	3,441,560
CITIGROUP INC	811,650	811,650
D R HORTON INC COM	126,450	126,450
FEDEX CORPORATION	1,736,600	1,736,600
FIBROGEN, INC.	2,187,200	2,187,200
GLOBALSTAR, INC.	1,528,016	1,528,016
GOLDMAN SACHS GROUP INC	1,376,193	1,376,193
HOEGH LNG HOLDINGS LTD	186,250	186,250
JPMORGAN CHASE & CO	1,032,570	1,032,570
LOWES COMPANIES INC	1,926,400	1,926,400
MACQUARIE INFRASTRUCTURE	7,918,004	7,918,004
MASCO CORP COM	315,000	315,000
NAVIGATOR HOLDINGS LTD	1,029,139	1,029,139
NORDIC AMERICAN TANKERS LTD	902,715	902,715
NORTHSTAR ASSET MANAGEMENT GROUP, INC.	2,336,988	2,336,988
NORTHSTAR REALTY FINANCE CORP	4,108,903	4,108,903
OWENS CORNING NEW	1,163,825	1,163,825
PRAXAIR INC.	453,460	453,460
RENTECH NITROGEN PARTNERS, L.P.	577,819	577,819
RENTECH, INC.	4,112,670	4,112,670
RYMAN HOSPITALITY PROPERTIES	7,911,317	7,911,317
SCHLUMBERGER LTD F	1,024,920	1,024,920
SCORPIO TANKERS INC	1,001,610	1,001,610
SUNOCO L.P.	288,566	288,566

Name of Stock	End of Year Book Value	End of Year Fair Market Value
SUNOPTA INC COM	6,497,142	6,497,142
SUPERIOR ENERGY SVCS COM	100,750	100,750
TELIT COMMUNICATIONS	1,264,192	1,264,192
UNITED PARCEL SERVICE CL B	1,523,029	1,523,029
VOYA FINANCIAL, INC.	446,177	446,177
WHIRLPOOL CORP COM	871,830	871,830

TY 2014 Investments - Other Schedule

Name: THE OVERBROOK FOUNDATION
 EIN: 13-6088860

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
ARISTEIA INTERNATIONAL LTD	FMV	8,081,157	8,081,157
DELTEC SPECIAL SITUATIONS PARTNERS, LP	FMV	3,883,547	3,883,547
NEW VERNON INDIA (CAYMAN) FUND	FMV	573,976	573,976
OVERBROOK OPPORTUNITY FUND II, LP	FMV	22,485,119	22,485,119
OVERBROOK SELECT OFFSHORE FUND LTD CLASS 'C'	FMV	8,872,367	8,872,367
O.S.S. OVERSEAS FUND, LTD CL E & C	FMV	84,127	84,127
BIOPHARMA SECURED DEBT FUND II SARL	FMV	716,259	716,259
COMMONFUND GLOBAL DISTRESSED INVESTORS LLC	FMV	439,066	439,066
EMERALD CREEK CAPITAL FUND 2, LLC	FMV	5,000,791	5,000,791
EMERGING EUROPE GROWTH FUND II, LP	FMV	144,815	144,815
EMERGING EUROPE GROWTH FUND, LP	FMV	201,316	201,316
GS CAPITAL PARTNERS V INSTITUTIONAL	FMV	945,296	945,296
GS CAPITAL PARTNERS VI PARALLEL, LP	FMV	987,488	987,488
GS OFFSHORE MEZZANINE PARTNERS	FMV	1,071,821	1,071,821
GS VINTAGE FUND III OFFSHORE LP	FMV	155,804	155,804
GS VINTAGE FUND V OFFSHORE, LP	FMV	1,180,728	1,180,728
RIVERSTONE/CARLYLE RENEWABLE ENERGY FUND	FMV	2,099,908	2,099,908
SANDTON CREDIT SOLUTIONS ON-SHORE FUND III	FMV	3,806,736	3,806,736
SCOPIA PE SPV PM LLC	FMV	990,000	990,000
STABILIS FUND III, LP	FMV	4,460,410	4,460,410
TEMPERLEY HOLDINGS LIMITED	FMV	492,943	492,943
TS SYMPHONY LLC	FMV	2,982,757	2,982,757
ENDOWMENT VENTURE PARTNERS V, LP	FMV	196,947	196,947
RADIUS VENTURE II	FMV	130,920	130,920
RADIUS VENTURE III	FMV	245,483	245,483
DUNE REAL ESTATE PARALLEL FUND LP	FMV	1,123,108	1,123,108

TY 2014 Land, Etc. Schedule**Name:** THE OVERBROOK FOUNDATION**EIN:** 13-6088860

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
FURNITURE & FIXTURES	32,049	32,049	0	
FURNITURE & FIXTURES	88,413	0	88,413	
LEASEHOLD IMPROVEMENTS	274,641	162,601	112,040	
LEASEHOLD IMPROVEMENTS	3,390	0	3,390	
LEASEHOLD IMPROVEMENTS	118,422	0	118,422	

TY 2014 Legal Fees Schedule

Name: THE OVERBROOK FOUNDATION

EIN: 13-6088860

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PATTERSON BELKNAP WEBB & TYLER - LEGAL	132,052	38,682		88,623

TY 2014 Other Assets Schedule

Name: THE OVERBROOK FOUNDATION

EIN: 13-6088860

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
INTEREST & DIVIDENDS RECEIVABLE	188,727	94,503	94,503
DUE FROM BROKER	9,997,272	334,771	334,771
SECURITY DEPOSIT		70,198	70,198

TY 2014 Other Decreases Schedule

Name: THE OVERBROOK FOUNDATION

EIN: 13-6088860

Description	Amount
CHANGE IN UNEALIZED APPRECIATION (NET OF DEFERRED TAXES)	30,083,740

TY 2014 Other Expenses Schedule

Name: THE OVERBROOK FOUNDATION

EIN: 13-6088860

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OTHER	49,805	0		52,770

TY 2014 Other Income Schedule

Name: THE OVERBROOK FOUNDATION

EIN: 13-6088860

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
OIL & GAS ROYALTIES	1,853	1,853	1,853
OTHER INVESTMENT INCOME	39,702	39,702	39,702
PARTNERSHIP INCOME	-75,388	438,093	-75,388

TY 2014 Other Liabilities Schedule**Name:** THE OVERBROOK FOUNDATION**EIN:** 13-6088860

Description	Beginning of Year - Book Value	End of Year - Book Value
ACCRUED EXCISE TAX	12,607	0
DEFERRED RENT	42,096	43,362
DEFERRED FEDERAL EXCISE TAX	946,076	332,123

TY 2014 Other Professional Fees Schedule

Name: THE OVERBROOK FOUNDATION
 EIN: 13-6088860

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OVERBROOK MANAGEMENT CORPORATION - INV ADVISORY	1,321,242	1,321,242		0
GREENHAVEN ASSOCIATES - INV ADVISORY	134,532	134,532		0
JP MORGAN - CUSTODY	53,798	53,798		0
SARAH HANSEN - PROGRAM CONSULTANT	75,000	0		90,000
THOUGHT MACHINE - IT CONSULTANT	5,000	0		5,000
CEDONIX - IT CONSULTANT	14,400	0		15,600
COMMUNITY FUNDS - DIRECTOR ADVISED FUNDS	38,285	0		38,285
LISA KUNG - PROGRAM CONSULTANT	5,000	0		5,000
TABLEROCK - PROGRAM CONSULTANT	975	0		975
GLOBAL ALLIANCE FOR INCINERATOR ALTERNATIVE	15,000	0		15,000
MISC MLP FEES - INVESTMENT	767	767		0
DELTEC SPECIAL SITUATIONS - INV	54,336	54,336		0
OVERBROOK OPPORTUNITY FUND II - INV	45,073	45,073		0
ENDOWMENT VENTURE PARTNERS V - INV	4,172	4,172		0
RADIUS VENTURE PARTNERS II - INV	1,181	1,181		0
RADIUS VENTURE PARTNERS III - INV	6,122	6,122		0
COMMONFUND GLOBAL DISTRESSED - INV	8,259	8,259		0
EMERALD CREEK CAPITAL FUND 2 - INV	47,118	47,118		0
EMERGING EUROPE GROWTH - INV	5,910	5,910		0
EMERGING EUROPE GROWTH II - INV	6,418	6,418		0
GS CAPITAL PARTNERS V - INV	8,357	8,357		0
GSCP V INST AIV - INV	98	98		0
GS CAPITAL PARTNERS VI PARALLEL - INV	10,672	10,672		0
GSCP VI PARALLEL AIV - INV	1,966	1,966		0
SANDTON CREDIT SOLUTIONS ONSHORE FUND III - INV	160,309	160,309		0
STABILIS FUND III - INV	134,444	134,444		0
TS SYMPHONY - INV	32,081	32,081		0
RIVERSTONE/CARLYLE - INV	23,526	23,526		0
DUNE PARALLEL AIV - INV	272	272		0
DUNE REAL ESTATE PARALLEL FUND - INV	9,322	9,322		0

TY 2014 Taxes Schedule**Name:** THE OVERBROOK FOUNDATION**EIN:** 13-6088860

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL EXCISE & UBIT TAXES	604,187	0		0
FOREIGN TAXES	18,825	18,825		0
FILING FEES	1,525	0		1,525