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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

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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 TIMOTHY AND MICHELE BARAKETT FOUNDATION C/O TRB ADVISORS LP		A Employer identification number 26-6140904	
Number and street (or P O box number if mail is not delivered to street address) 767 FIFTH AVENUE		B Telephone number (see instructions) (212) 256-8522	
City or town, state or province, country, and ZIP or foreign postal code NEW YORK, NY 10153		C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply <div><input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change</div> <div><input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change</div>		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) \$ 53,657,304		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 checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)			

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see 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	759,820	759,820		
	4 Dividends and interest from securities.	257,727	257,727		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	5,765,795			
	b Gross sales price for all assets on line 6a 5,765,795				
	7 Capital gain net income (from Part IV, line 2) . . .		5,765,795		
	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)	818,998	818,998		
	12 Total. Add lines 1 through 11	7,602,340	7,602,340		
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 (attach schedule)				
	b Accounting fees (attach schedule)	8,500	4,250		0
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions) . . .				
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	756,807	632,006		0
	24 Total operating and administrative expenses. Add lines 13 through 23	765,307	636,256		0
	25 Contributions, gifts, grants paid	2,246,053			2,246,053
	26 Total expenses and disbursements. Add lines 24 and 25	3,011,360	636,256		2,246,053
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	4,590,980			
	b Net investment income (if negative, enter -0-)		6,966,084		
	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	1,769,062	42,474	42,474
	2	Savings and temporary cash investments			
	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			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)			
	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)	17,621,580	0	0
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15	Other assets (describe ▶ _____)	25,154,436	49,584,610	53,614,830	
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	44,545,078	49,627,084	53,657,304	
Liabilities	17	Accounts payable and accrued expenses	3,000	4,500	
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22)	3,000	4,500	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	0	0	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	44,542,078	49,622,584	
	30	Total net assets or fund balances (see instructions)	44,542,078	49,622,584	
31	Total liabilities and net assets/fund balances (see instructions)	44,545,078	49,627,084		

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	44,542,078
2	Enter amount from Part I, line 27a	2	4,590,980
3	Other increases not included in line 2 (itemize) ▶ _____	3	489,526
4	Add lines 1, 2, and 3	4	49,622,584
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	49,622,584

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)
1 a	TIMOTHY AND MICHELE BARAKETT FOUNDATION LLC	P		
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 5,765,795			5,765,795
b			
c			
d			
e			

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

(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	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a			5,765,795
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	5,765,795
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	3,573,748	43,866,532	0 081469
2012	2,892,013	43,471,321	0 066527
2011	1,987,683	48,666,962	0 040843
2010	2,078,933	42,712,930	0 048672
2009	4,179,764	32,776,246	0 127524

2	Total of line 1, column (d).	2	0 365035
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 073007
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5.	4	49,681,386
5	Multiply line 4 by line 3.	5	3,627,089
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	69,661
7	Add lines 5 and 6.	7	3,696,750
8	Enter qualifying distributions from Part XII, line 4.	8	2,246,053

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			
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	139,322
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	139,322
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	139,322
6		Credits/Payments			
a		2014 estimated tax payments and 2013 overpayment credited to 2014	6a	75,982	
b		Exempt foreign organizations—tax withheld at source	6b		
c		Tax paid with application for extension of time to file (Form 8868)	6c	250,000	
d		Backup withholding erroneously withheld	6d		
7		Total credits and payments. Add lines 6a through 6d.		7	325,982
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	186,660
11		Enter the amount of line 10 to be Credited to 2015 estimated tax 186,660 Refunded		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)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>		1b		No
c		Did the foundation file Form 1120-POL for this year?		1c		No
d		Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation \$ 0 (2) On foundation managers \$ 0				
e		Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ 0				
2		Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>		2		No
3		Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>		3		No
4a		Did the foundation have unrelated business gross income of \$1,000 or more during the year?		4a		No
b		If "Yes," has it filed a tax return on Form 990-T for this year?		4b		
5		Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>		5		No
6		Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?		6		No
7		Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV.</i>		7	Yes	
8a		Enter the states to which the foundation reports or with which it is registered (see instructions) NY				
b		If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation.</i>		8b	Yes	
9		Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address ▶N/A				
14	The books are in care of ▶LENNY PARIS Telephone no ▶(212) 256-8500 Located at ▶767 FIFTH AVENUE NEW YORK NY ZIP +4 ▶10153			
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 type="checkbox"/> Yes <input checked="" 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			
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 type="checkbox"/> Yes <input checked="" 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			
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 type="checkbox"/> Yes	<input checked="" 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		
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 type="checkbox"/> Yes	<input type="checkbox"/> 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?		<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
TIMOTHY BARAKETT	TRUSTEE	0	0	0
C/O TRB ADVISORS LP 767 FIFTH AVENUE NEW YORK, NY 10153	1 00			
MICHELE BARAKETT	TRUSTEE	0	0	0
C/O TRB ADVISORS LP 767 FIFTH AVENUE NEW YORK, NY 10153	1 00			
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
NONE				
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
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	
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	50,385,795
b	Average of monthly cash balances.	1b	52,160
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	50,437,955
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	50,437,955
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	756,569
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	49,681,386
6	Minimum investment return. Enter 5% of line 5.	6	2,484,069

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	2,484,069
2a	Tax on investment income for 2014 from Part VI, line 5.	2a	139,322
b	Income tax for 2014 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	139,322
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	2,344,747
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	2,344,747
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	2,344,747

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	2,246,053
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	2,246,053
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	2,246,053

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				2,344,747
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.				2,336,964
b From 2010.				
c From 2011.				
d From 2012.				728,121
e From 2013.				1,444,735
f Total of lines 3a through e.	4,509,820			
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ \$ 2,246,053				
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.				2,246,053
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).)	98,694			98,694
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	4,411,126			
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). . .	2,238,270			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	2,172,856			
10 Analysis of line 9				
a Excess from 2010. . . .				
b Excess from 2011. . . .				
c Excess from 2012. . . .				728,121
d Excess from 2013. . . .				1,444,735
e Excess from 2014. . . .				

Part XIV

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

3 Complete 3a, b, or c for the alternative test relied upon

a "Assets" alternative test—enter

(1) Value of all assets

(2) Value of assets qualifying under section 4942(j)(3)(B)(i)

b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed. . . .

c "Support" alternative test—enter

(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)

(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).

(3) Largest amount of support from an exempt organization

(4) Gross investment income

Part XV

1

See Additional Data Table

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

2

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 or email address of the person to whom applications should be addressed

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

c Any submission deadlines

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

Part XV

Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			3a	2,246,053
b Approved for future payment				
Total			3b	0

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2014)

Part XVII


1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		Yes	No
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash.	1a(1)		No
(2) Other assets.	1a(2)		No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization.	1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization.	1b(2)		No
(3) Rental of facilities, equipment, or other assets.	1b(3)		No
(4) Reimbursement arrangements.	1b(4)		No
(5) Loans or loan guarantees.	1b(5)		No
(6) Performance of services or membership or fundraising solicitations.	1b(6)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c		No

[illegible]

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


Sign Here	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) is based on all information of which preparer has any knowledge.		
	***** _____ Signature of officer or trustee	2015-11-13 _____ Date	***** _____ Title
	<div style="border: 2px solid black; padding: 5px;"> May the IRS discuss this return with the preparer shown below (see instr)? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No </div>		

Paid Preparer Use Only	Print/Type preparer's name GERALD D DESROCHES	Preparer's Signature	Date	Check if self-employed <input checked="checked" type="checkbox"/>	PTIN P01270263
	Firm's name <input checked="checked" type="checkbox"/> ANDERSEN TAX LLC			Firm's EIN <input checked="checked" type="checkbox"/> 33-1197384	
	Firm's address <input checked="checked" type="checkbox"/> 1177 AVENUE OF THE AMERICAS 18TH FLOOR NEW YORK, NY 10036			Phone no. (646) 213-5100	


Form 990PF Part XV Line 1a - 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).

TIMOTHY BARAKETT
MICHELE BARAKETT


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>				
CAREERS THROUGH CULINARY ARTS PROGRAM 250 W 57TH ST NEW YORK,NY 10107	NONE	EXEMPT ORGANIZATION	DONATION TO ANNUAL BENEFIT	9,325
THE SCHOOL OF AMERICAN BALLET 70 LINCOLN CENTER PLAZA NEW YORK,NY 10023	NONE	EXEMPT ORGANIZATION	DONATION TO THE WORKSHOP PERFORMANCE	37,500
TO THE TOP WITH LAPTOPS INC 60 E 42ND ST SUITE 1320 NEW YORK,NY 10165	NONE	EXEMPT ORGANIZATION	DONATION TO HELP GIVE LAPTOPS TO FINANCIALLY-CHALLENGED COLLEGE-BOUND SENIORS IN NJ	1,500
ALVIN AILEY DANCE FOUNDATION INC 405 W 55TH ST NEW YORK,NY 10019	NONE	EXEMPT ORGANIZATION	DONATION TO THE SPRING BENEFIT	23,250
FREEDOM TO MARRY INC 155 W 19TH ST 2ND FLOOR NEW YORK,NY 10011	NONE	EXEMPT ORGANIZATION	DONATION TO ORGANIZATION FIGHTING FOR MARRIAGE EQUALITY	333,333
NEW YORK CITY BALLET 20 LINCOLN CENTER NEW YORK,NY 10023	NONE	EXEMPT ORGANIZATION	DONATION TO THE SPRING GALA BENEFIT	47,600
CENTRAL PARK CONSERVANCY 14 E 60TH ST NEW YORK,NY 10022	NONE	EXEMPT ORGANIZATION	MEMBERSHIP LEVEL DONATION TOWARD UPKEEP AND PRESERVATION OF CENTRAL PARK	25,000
THE CENTER FOR DISCOVERY PO BOX 840 HARRIS,NY 12742	NONE	EXEMPT ORGANIZATION	SPECIALTY CENTER FOR THE ADVANCED CARE AND TREATMENT OF CHILDREN AND ADULTS WITH SIGNIFICANT DISABILITIES, MEDICAL COMPLEXITIES AND AUTISM SPECTRUM DISORDERSSPECIALTY CENTER FOR THE ADVANCED CARE AND TREATMENT OF CHILDREN AND ADULTS WITH SIGNIFICANT DISABILITIES, MEDICAL COMPLEXITIES AND AUTISM SPECTRUM DISORDERS	50,000
DANCE AGAINST CANCER 132 W 32ND ST NEW YORK,NY 10001	NONE	EXEMPT ORGANIZATION	DONATION TO A PERFORMANCE BENEFIT HONORING DANIEL ULBRICHT	20,000
HARVARD BUSINESS SCHOOL 445 PARK AVE CAMBRIDGE,MA 02138	NONE	EXEMPT ORGANIZATION	DONATION TO THE HBS DEAN'S FUND, IN SUPPORT OF 22ND YEAR REUNION	10,000
THE MARSHALL PROJECT 250 W 57TH ST NEW YORK,NY 10107	NONE	EXEMPT ORGANIZATION	DONATION TO NON-PROFIT NEWSROOM DEVOTED TO COVERAGE OF THE AMERICAN CRIMINAL JUSTICE SYSTEM	100,000
LINCOLN CENTER FOR THE PERFORMING ARTS 70 LINCOLN CENTER PLAZA NEW YORK,NY 10023	NONE	EXEMPT ORGANIZATION	DONATION TO PERFORMING ARTS CENTER'S COMMUNITY ENGAGEMENT PROGRAM	25,000
ALVIN AILEY DANCE FOUNDATION INC 405 W 55TH ST NEW YORK,NY 10019	NONE	EXEMPT ORGANIZATION	DONATION TO THE SPRING BENEFIT	10,000
THE SCHOOL OF AMERICAN BALLET 70 LINCOLN CENTER PLAZA NEW YORK,NY 10023	NONE	EXEMPT ORGANIZATION	DONATION MADE TO THE CHAIRMAN'S CIRCLE, GIFT	14,750
NEW YORK UNIVERSITY 25 WEST 4TH ST NEW YORK,NY 10012	NONE	EXEMPT ORGANIZATION	BARAKETT ASSOCIATE PROFESSOR OF CHILD AND ADOLESCENT PSYCHIATRY, PLEDGE #1001085136	400,000
Total  3a				2,246,053

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>				
NEW YORK UNIVERSITY 25 WEST 4TH ST NEW YORK, NY 10012	NONE	EXEMPT ORGANIZATION	RESEARCH FOR THE CENTER FOR STRESS, TRAUMA AND RESILIENCE, PLEDGE #1001085137	100,000
NEW YORK ACADEMY OF ART 111 FRANKLIN ST NEW YORK, NY 10013	NONE	EXEMPT ORGANIZATION	DONTATION TO BENEFIT AUCTION HOSTED AT SOTHEBY'S	23,500
THE PUBLIC THEATER 425 LAFAYETTE ST NEW YORK, NY 10003	NONE	EXEMPT ORGANIZATION	DONATION TO THE SHAKESPEARE COUNCIL, MEMBERSHIP	50,000
HARVARD UNIVERSITY 124 MOUNT AUBURN ST CAMBRIDGE, MA 02138	NONE	EXEMPT ORGANIZATION	DONATION TOWARD IMPROVING SEATING AT THE HARVARD HOCKEY CENTER	250,000
HARVARD UNIVERSITY 124 MOUNT AUBURN ST CAMBRIDGE, MA 02138	NONE	EXEMPT ORGANIZATION	DONATION TO SUPPORT HARVARD HOCKEY LEADERSHIP TRAINING	35,000
CENTER FOR HEARING AND COMMUNICATIONS 50 BROADWAY 6TH FLOOR NEW YORK, NY 10004	NONE	EXEMPT ORGANIZATION	DONATION TO THE ANNUAL FEAST BENEFIT	5,000
THE SCHOOL OF AMERICAN BALLET 70 LINCOLN CENTER PLAZA NEW YORK, NY 10023	NONE	EXEMPT ORGANIZATION	DONATION MADE TO THE NUTCRACKER BENEFIT	22,800
ROBIN HOOD FOUNDATION 826 BROADWAY 9TH FLOOR NEW YORK, NY 10003	NONE	EXEMPT ORGANIZATION	HOLIDAY CARDS + GENERAL DONATION	25,245
THE DALTON SCHOOL 108 E 89TH ST NEW YORK, NY 10003	NONE	EXEMPT ORGANIZATION	FOUNDERS SOCIETY DONATION - ANNUAL FUND	10,000
MOUNT SINAI MEDICAL CENTER ONE GUSTAVE L LEVY PLACE NEW YORK, NY 10029	NONE	EXEMPT ORGANIZATION	DONATION TO DUBIN BREAST CENTER THIRD ANNUAL BENEFIT GALA	97,250
DEVELOPMENTS IN LITERACY 17320 RED HILL AVE SUITE 160 IRVINE, CA 92614	NONE	EXEMPT ORGANIZATION	DONATION TO THE ANNUAL FUNDRAISER GALA	25,000
CENTRAL PARK MEDICAL UNIT PO BOX 440 NEW YORK, NY 10028	NONE	EXEMPT ORGANIZATION	DONATION TOWARD THE PURCHASE OF A NEW AMBULANCE	20,000
JCC THERAPEUTIC NURSERY 411 EAST CLINTON AVENUE TENAFLY, NJ 07670	NONE	EXEMPT ORGANIZATION	DONATION TO PROGRAM FOR PRESCHOOL CHILDREN WITH A VARIETY OF DEVELOPMENTAL CHALLENGES	5,000
A BETTER BALANCE 80 MAIDEN LANE NEW YORK, NY 10038	NONE	EXEMPT ORGANIZATION	DONATION TO ADVANCE THE RIGHTS OF WORKING FAMILIES	25,000
AMAZON WATCH 221 PINE ST SAN FRANCISCO, CA 94104	NONE	EXEMPT ORGANIZATION	GENERAL DONATION TO SUPPORT INDIGENOUS PEOPLES PROTECTING THE AMAZON RAINFOREST	25,000
Total  3a				2,246,053

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>				
BOTTOMLESS CLOSET 15 PENN PLAZA NEW YORK,NY 10001	NONE	EXEMPT ORGANIZATION	GENERAL DONATION TO ORGANIZATION PROMOTING WOMEN IN PROFESSIONAL WORK ENVIRONMENTS	25,000
CREATIVE ARTS WORKSHOPS FOR KIDS 520 8TH AVE NEW YORK,NY 10018	NONE	EXEMPT ORGANIZATION	DONATION TO IMPROVE THE LIVES OF NORTHERN MANHATTAN YOUTH THROUGH THE USE OF VISUAL, PERFORMING AND TECHNOLOGY ARTS	1,000
HAMPTON LIBRARY PO BOX 3025 BINGHAMPTON,NY 11932	NONE	EXEMPT ORGANIZATION	ANNUAL APPEAL 2014 TO SUPPORT THE HAMPTON LIBRARY	5,000
LOYOLA HIGH SCHOOL FOUNDATION 7272 SHERBROOKE ST W MONTREAL H4B1R2 CA	NONE	EXEMPT ORGANIZATION	ADOPT-A-STUDENT PROGRAM DONATION	8,000
MARISSA LOREA FUND 37 WILBUR ROAD LINCOLN,RI 02865	NONE	EXEMPT ORGANIZATION	GENERAL DONATION TO ORGANIZATION PROVIDING SCHOLARSHIP FUNDS TO ATHLETIC GIRLS IN NORTH PROVIDENCE, RI	5,000
NEW YORK PRESBYTERIAN HOSPITAL 161 FORT WASHINGTON AVE NEW YORK,NY 10032	NONE	EXEMPT ORGANIZATION	BRAIN TUMOR & EPILEPSY RESEARCH & CLINICAL DEVELOPMENT FUND DONATION	25,000
ROBIN HOOD FOUNDATION 826 BROADWAY 9TH FLOOR NEW YORK,NY 10003	NONE	EXEMPT ORGANIZATION	DONATION TO ORGANIZATION FIGHTING POVERTY IN NY	250,000
THE EPISCOPAL SCHOOL 65 NORTH HARVARD ST BOSTON,MA 02613	NONE	EXEMPT ORGANIZATION	DONATION TO THE SCHOOL'S ANNUAL FUND CAMPAIGN	1,000
THE MARSHALL PROJECT 250 W 57TH ST SUITE 2514 NEW YORK,NY 10107	NONE	EXEMPT ORGANIZATION	DONATION TO NON-PROFIT NEWSROOM DEVOTED TO COVERAGE OF THE AMERICAN CRIMINAL JUSTICE SYSTEM	100,000
Total  3a				2,246,053

TY 2014 Accounting Fees Schedule

Name: TIMOTHY AND MICHELE BARAKETT FOUNDATION
C/O TRB ADVISORS LP

EIN: 26-6140904

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	8,500	4,250		0

TY 2014 Investments - Other Schedule

Name: TIMOTHY AND MICHELE BARAKETT FOUNDATION
C/O TRB ADVISORS LP
EIN: 26-6140904

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
SECURITIES	AT COST	0	0

TY 2014 Other Assets Schedule

Name: TIMOTHY AND MICHELE BARAKETT FOUNDATION

C/O TRB ADVISORS LP

EIN: 26-6140904

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
ATALAYA SPECIAL OPPORTUNITIES FUND III, LP	225,749	0	0
DRYDEN CAPITAL, LTD	532,268	0	0
ATALAYA SPECIAL OPPORTUNITIES FUND IV, LP	3,247,690	0	0
CENTAR LTD	250,000	0	0
REDWOOD OFFSHORE FUND - SIDEPOCKET	25,959	0	0
ENERGY TRADING INNOVATIONS HOLDINGS LLC	6,579,707		
CARDIS ENTERPRISES INTERNATIONAL	96,000	0	0
STABILIS FUND II - OFFSHORE, LTD	5,901,402	0	0
ATALAYA SPECIAL OPPORTUNITIES FUND V, LP	850,765	0	0
STABILIS FUND III LTD	5,527,886	0	0
THAYER STREET CU-C LLC	405,073		
THAYER STREET CU ASSET CO I, LLC	54,012		
STANTON CREDIT SOLUTIONS OFFSHORE	1,457,925	0	0
TRB EQUITY FOUNDATION LLC	0	12,865,384	14,346,559
TIMOTHY AND MICHELE BARAKETT FOUNDATION LLC	0	36,719,226	39,268,271

TY 2014 Other Expenses Schedule

Name: TIMOTHY AND MICHELE BARAKETT FOUNDATION
C/O TRB ADVISORS LP

EIN: 26-6140904

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
NY STATE FILING FEE	1,500	0		0
BANK FEES	24	24		0
FORS FEES	16,500	8,250		0
NON-DEDUCTIBLE CHARITABLE DISBURSEMENTS	14,601	0		0
2013 ESTIMATED TAX PAYMENT	100,000	0		0
LLC FILING FEE	450	0		0
OTHER EXPENSES - TIMOTHY AND MICHELE BARAKETT FOUNDATION LLC	591,667	591,667		0
OTHER EXPENSES - TRB EQUITY FOUNDATION LLC	32,065	32,065		0

TY 2014 Other Income Schedule

Name: TIMOTHY AND MICHELE BARAKETT FOUNDATION
C/O TRB ADVISORS LP

EIN: 26-6140904

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
TRB EQUITY FOUNDATION LLC	377,791	377,791	377,791
TIMOTHY AND MICHELE BARAKETT FOUNDATION LLC	441,207	441,207	441,207

TY 2014 Other Increases Schedule

Name: TIMOTHY AND MICHELE BARAKETT FOUNDATION
C/O TRB ADVISORS LP

EIN: 26-6140904

Description	Amount
OTHER TIMING DIFFERENCES	76,342
PRIOR PERIOD ADJUSTMENT	413,184