EXTENDED TO NOVEMBER 15, 2016

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 separate instructions is at *www.irs.gov/form990pf.*

OMB No 1545-0052

2015

Open to Public Inspection

For calendar year 2015 or tax year beginning , and ending

Name of foundation: THE LEIR FOUNDATION, INC.

A Employer identification number: 06-1466481

Number and street (or P O box number if mail is not delivered to street address): 570 LEXINGTON AVENUE, 33RD FLOOR — Room/suite:

B Telephone number: 212-750-9330

City or town, state or province, country, and ZIP or foreign postal code: NEW YORK, NY 10022

C If exemption application is pending, check here ▶ [ ]

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

D 1. Foreign organizations, check here ▶ [ ]

2. Foreign organizations meeting the 85% test, check here and attach computation ▶ [ ]

H Check type of organization: [X] Section 501(c)(3) exempt private foundation [ ] Section 4947(a)(1) nonexempt charitable trust [ ] Other taxable private foundation

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ [ ]

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶$ 49,102,834.

J Accounting method: [X] Cash [ ] Accrual [ ] Other (specify) *(Part I, column (d) must be on cash basis)*

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ [ ]

Part I **Analysis of Revenue and Expenses** (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received			N/A	
	2 Check ▶ [X] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	1,471.	1,471.		STATEMENT 2
	4 Dividends and interest from securities	501,436.	501,436.		STATEMENT 3
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	2,947,785.			STATEMENT 1
	b Gross sales price for all assets on line 6a 20,300,018.				
	7 Capital gain net income (from Part IV, line 2)		2,940,148.		
	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)				
	11 Other income	448,965.	406,807.		STATEMENT 4
	12 **Total.** Add lines 1 through 11	3,899,657.	3,849,862.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	205,745.	102,873.		102,873.
	14 Other employee salaries and wages	35,405.	17,703.		17,703.
	15 Pension plans, employee benefits				
	16a Legal fees STMT 5	90,900.	45,451.		45,451.
	b Accounting fees STMT 6	172,890.	86,446.		86,446.
	c Other professional fees STMT 7	97,444.	97,444.		0.
	17 Interest				
	18 Taxes STMT 8	573,953.	462,206.		6,748.
	19 Depreciation and depletion				
	20 Occupancy	107,807.	53,903.		53,903.
	21 Travel, conferences, and meetings	14,681.	0.		14,681.
	22 Printing and publications				
	23 Other expenses STMT 9	98,986.	79,720.		19,266.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	1,397,811.	945,746.		347,071.
	25 Contributions, gifts, grants paid	3,814,300.			2,414,300.
	26 **Total expenses and disbursements.** Add lines 24 and 25	5,212,111.	945,746.		2,761,371.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	-1,312,454.			
	b **Net investment income** (if negative, enter -0-)		2,904,116.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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Part II Balance Sheets (Attached schedules and amounts in the description column should be for end-of-year amounts only)		Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	41,999.	14,295.	14,295.
	2 Savings and temporary cash investments	15,167,502.	17,347,325.	17,347,325.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 11	2,034,963.	2,265,647.	2,383,819.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 12	31,278,621.	27,760,178.	29,353,295.
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶ ARTWORK)	4,100.	4,100.	4,100.
	16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	48,527,185.	47,391,545.	49,102,834.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶ STATEMENT 13)	233,465.	382,263.	
	23 **Total liabilities** (add lines 17 through 22)	233,465.	382,263.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ 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 ▶ [X] 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	48,293,720.	47,009,282.	STATEMENT 10
	30 **Total net assets or fund balances**	48,293,720.	47,009,282.	
	31 **Total liabilities and net assets/fund balances**	48,527,185.	47,391,545.	

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	48,293,720.
2	Enter amount from Part I, line 27a	2	-1,312,454.
3	Other increases not included in line 2 (itemize) ▶ AJUSTMENT FOR OFFICE RENT FOR 2014	3	28,016.
4	Add lines 1, 2, and 3	4	47,009,282.
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	47,009,282.

Part IV Capital Gains and Losses for Tax on Investment Income

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

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e	20,300,018.		18,096,401.	2,940,148.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				
b				
c				
d				
e				2,940,148.

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	2,940,148.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2014	2,657,678.	52,328,907.	.050788
2013	2,517,945.	50,215,740.	.050143
2012	2,768,318.	50,923,033.	.054363
2011	2,616,006.	52,275,461.	.050043
2010	3,125,975.	53,328,438.	.058617

2 **Total** of line 1, column (d)	2	.263954
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	.052791
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	52,731,564.
5 Multiply line 4 by line 3	5	2,783,752.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	29,041.
7 Add lines 5 and 6	7	2,812,793.
8 Enter qualifying distributions from Part XII, line 4	8	2,761,371.

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 instructions)

1a Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ 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 ▶ ☐ and enter 1% of Part I, line 27b		1	58,082.
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	58,082.
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	58,082.
6 Credits/Payments:			
a 2015 estimated tax payments and 2014 overpayment credited to 2015	6a 115,994.		
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d		7	115,994.
8 Enter any **penalty** for underpayment of estimated tax. Check here ☐ 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	57,912.
11 Enter the amount of line 10 to be: **Credited to 2016 estimated tax** ▶	57,912. **Refunded** ▶	11	0.

Part VII-A Statements Regarding Activities

		Yes	No
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		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)?	1b		X
*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*			
c Did the foundation file **Form 1120-POL** for this year?	1c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ $ 0. (2) On foundation managers. ▶ $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7 Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ CT			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2015 or the taxable year beginning in 2015 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation 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		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ STEVEN ROSENTHAL Telephone no. ▶ 212-750-9330

Located at ▶ 570 LEXINGTON AVENUE, 33RD FLOOR, NEW YORK, NY ZIP+4 ▶ 10022

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A

			Yes	No
16	At any time during calendar year 2015, 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		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114. 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? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the 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.) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
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 2015?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a	At the end of tax year 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? ☐ Yes ☒ No			
	If "Yes," list the years ▶ ______, ______, ______, ______			
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.) N/A	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. ▶ ______, ______, ______, ______			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2015 as a result of (**1**) any purchase by the foundation or disqualified persons after May 26, 1969; (**2**) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (**3**) the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2015.)* N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2015?	4b		X

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

			Yes	No
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))?	☐ Yes ☒ No			
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No			
(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No			
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions)	☒ Yes ☐ No			
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No			
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		X
Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
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? SEE STATEMENT 15	☒ Yes ☐ No			
If "Yes," attach the statement required by Regulations section 53 4945-5(d)				
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No			
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b		X
If "Yes" to 6b, file Form 8870				
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No			
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A	7b		

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 14		205,745.	16,656.	0.

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

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

Total number of other employees paid over $50,000 ▶ 0

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

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
UHY ADVISORS - 1185 AVENUE OF THE AMERICAS, 38TH FLOOR, NEW YORK, NY 10036	TAX, ACCOUNTING & CONSULTING	122,401.
OFFIT CAPITAL ADVISORS LLC 485 LEXINGTON AVENUE, NEW YORK, NY 10017	INVESTMENT ADV FEE	96,284.
CADWALADER, WICKERSHAM & TAFT LLP - ONE WORLD FINANCIAL CENTER 200 LIBERTY STREET, NEW	LEGAL SERVICES - CORPORATE COUNSEL	88,759.
MARCUM LLP 105 EISENHOWER PARKWAY , NEW JERSEY, NJ 07068	AUDIT FEE	50,489.
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 NONE	0.
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 NONE	0.
2	
All other program-related investments. See instructions.	
3 NONE	0.
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	52,827,133.
b	Average of monthly cash balances	1b	707,450.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	53,534,583.
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	53,534,583.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	803,019.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	52,731,564.
6	**Minimum investment return.** Enter 5% of line 5	6	2,636,578.

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	2,636,578.
2a	Tax on investment income for 2015 from Part VI, line 5 — 2a: 58,082.		
b	Income tax for 2015. (This does not include the tax from Part VI.) — 2b:		
c	Add lines 2a and 2b	2c	58,082.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	2,578,496.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	2,578,496.
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	2,578,496.

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	2,761,371.
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	2,761,371.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	2,761,371.

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 2014	(c) 2014	(d) 2015
1 Distributable amount for 2015 from Part XI, line 7				2,578,496.
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only			0.	
b Total for prior years: ____, ____, ____		0.		
3 Excess distributions carryover, if any, to 2015:				
a From 2010 465,745.				
b From 2011 63,086.				
c From 2012 239,230.				
d From 2013 85,595.				
e From 2014 140,559.				
f Total of lines 3a through e	994,215.			
4 Qualifying distributions for 2015 from Part XII, line 4: ▶ $ 2,761,371.				
a Applied to 2014, 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 2015 distributable amount				2,578,496.
e Remaining amount distributed out of corpus	182,875.			
5 Excess distributions carryover applied to 2015 (If an amount appears in column (d) the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	1,177,090.			
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 2014. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2015. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2016				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 2010 not applied on line 5 or line 7	465,745.			
9 **Excess distributions carryover to 2016.** Subtract lines 7 and 8 from line 6a	711,345.			
10 Analysis of line 9:				
a Excess from 2011 63,086.				
b Excess from 2012 239,230.				
c Excess from 2013 85,595.				
d Excess from 2014 140,559.				
e Excess from 2015 182,875.				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2015, enter the date of the ruling ▶

b Check box to indicate whether the foundation is a private operating foundation described in section [ ] 4942(j)(3) or [ ] 4942(j)(5)

	Tax year	Prior 3 years			
	(a) 2015	(b) 2014	(c) 2013	(d) 2012	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon: a "Assets" alternative test - enter: (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter: (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 **Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

Check here ▶ [X] 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 e-mail 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 Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE ATTACHMENT A	NONE	501(C)(3)	GRANT FOR DONEE'S EXEMPT PURPOSE	2,414,300.
THE LEIR RETREAT CENTER, INC. 570 LEXINGTON AVENUE, 33RD FLOOR NEW YORK, NY 10022		501(C)(3)	SUPPORT OF OPERATION OF PROGRAMS FOR DISADVANTAGED CHILDREN AND CONFERENCE CENTER FOR CHAR ORGANIZATIONS	1,400,000.
Total			▶ 3a	3,814,300.
b *Approved for future payment*				
NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	1,471.	
4 Dividends and interest from securities			14	501,436.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income				448,965.	
8 Gain or (loss) from sales of assets other than inventory			18	2,947,785.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		3,899,657.	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 3,899,657.

(See worksheet in line 13 instructions to verify calculations.)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).
1	N/A

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

			Yes	No
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?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

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

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

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

b If "Yes," complete the following schedule.

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

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

May the IRS discuss this return with the preparer shown below (see instr)? ☒ Yes ☐ No

Signature of officer or trustee: [signature] Date: 11/15/16 Title: PRESIDENT

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
SHARON GOODMAN	Sharon Goodman	11/14/16		P00286108

Firm's name ▶ UHY ADVISORS NY, INC. Firm's EIN ▶ 14-1555429

Firm's address ▶ 1185 AVENUE OF THE AMERICAS, 38 FL NEW YORK, NY 10036 Phone no. 212-381-4700

THE LEIR FOUNDATION, INC , 06-1466481
2015 Form 990-PF, ATTACHMENT A
PART XV LINE 3A GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

RECIPIENTS	ADDRESS	AMOUNT		PURPOSE OF GRANT OR CONTRIBUTION
A Better Chance in Ridgefield, Inc	P O Box 1044, Ridgefield, CT 06877	$	7,000	Relief of Disadvantaged
Am Fr of Alliance Israelite Universelle	150 West 30th Street - Suite 900, New York, NY 10001	$	50,000	Education
Am Friends of Hand in Hand	P O Box 80102, Portland, OR 97280	$	75,000	Community Service
American Society of the French Legion of Honor	P O Box 983, Harriman, NY 10926	$	1,000	Museum and Cultural
Ann's Place - The Home of I CAN	80 Saw Mill Road, Danbury, CT 06810	$	25,000	Community Service
Bridgeport Public Education Fund	446 University Avenue, Bridgeport, CT 06604	$	10,000	Education
Bronx Veterans Medical Research Foundation, Inc	130 West Kingsbridge Road, Bronx, NY 10468	$	60,000	Medical Clinical
Caritas Seniorenheim St Gunter	Geyersberger Strasse 36, 94078 Freyung, Bayern, Germany	$	5,000	Support of Workshops & Activities for the Elderly
Center for Family Justice, Inc	753 Fairfield Avenue, Bridgeport, CT 06604	$	20,000	Community Service
Children's Help Net Foundation, Inc	293 Scarborough Road, Briarcliff Manor, NY 10510	$	10,000	Children's Program
Children's Hospital of Philadelphia	34th Street & Civic Center Boulevard, Philadelphia, PA 19104	$	200,000	Medical Clinical
Clark University	950 Main Street, Worcester, MA 01610-1477	$	100,000	Education
Commission on Aging-Town of Ridgefield	400 Main Street, Ridgefield, CT 06877	$	10,000	Community Service
Congregation of the Holy Spirit	Knechsteden, 41540 Dormagen, Germany	$	3,000	Interreligious Understanding
Cooperative Educational Services	40 Lindeman Drive, Trumbull, CT 06611	$	20,000	Children's Program
CT Quest for Peace	336 Ridgebury Road, Ridgefield, CT 06877	$	7,000	Relief of Disadvantaged
Danbury Police Department	375 Main Street, Danbury, CT 06810	$	10,000	Community Service
Dorothy Day Hospitality House, Inc	11 Spring Street, Danbury, CT 06810	$	10,000	Relief of Disadvantaged
Educational Alliance	197 East Broadway, New York, NY 10002	$	10,000	Relief of Disadvantaged
Family and Children's Aid	75 West Street, Danbury, CT 06810	$	30,000	Children's Program
Finsterau Fire Department (Feuerwehr Finsterau)	Museumstrasse 43, 94151 Mauth, Germany	$	20,000	Community Service
First Step Georgian Foundation	P O Box 1200, Truro, MA 02666	$	20,000	Relief of Disadvantaged
Fondation Letzebuerger Kannerduerf	Rue Hermann Gmeiner 10, L-7534, Luxembourg	$	20,000	Community Service
Fr of Ridgefield Community Programs, Inc (CHIRP)	400 Main Street, Ridgefield, CT 06877	$	1,300	Community Service
Fr of Ridgefield Community Programs, Inc (Lyme)	66 Prospect Street, Ridgefield, CT 06877	$	10,000	Community Service
Fr of Ridgefield Community Programs, Inc (RCCASA)	400 Main Street, Ridgefield, CT 06877	$	50,000	Community Service
Green Chimneys	400 Doansburg Rd , Box 719, Brewster, NY 10509	$	150,000	Children's Program
Green Chimneys	400 Doansburg Rd , Box 719, Brewster, NY 10509	$	2,500	Children's Program
Hadassah	50 West 58th Street, New York, NY 10019	$	200,000	Medical Clinical
Heinz-Theuerjahr-Schule-Neuschonau	Schulstrabe 11, 94556 Neuschonau, Germany	$	10,000	Children's Program
Herzog Hospital	136 Easy 57th Street, Suite 803, New York, NY 10022	$	100,000	Medical Clinical
Jericho Partnership, Inc	13 Rose Street, Danbury, CT 06810	$	10,000	Community Service
Jerusalem Foundation	420 Lexington Avenue, Suite 1645, New York, NY 10170	$	120,000	Museum and Cultural
Kannerland Letzebuerg	59a av Victor Hugo, L-1750 Luxembourg	$	50,000	Relief of Disadvantaged
Kevin's Community Center	153 South Main Street, Newton, CT 06470	$	15,000	Relief of Disadvantaged
Lower East Side Tenement Museum	91 Orchard Street, New York, NY 10002	$	75,000	Museum and Cultural
Malteser Hilfsdienst Passau	Geschaeftsfuehrer,Rainer Breinbauer,Vilshofener Strasse 50-94034 Passau	$	10,000	Community Service
Meals on Wheels of Ridgefield, Inc	Ballard Green, 25 Gilbert Street, Ridgefield, CT 06877	$	14,000	Relief of Disadvantaged
Mount Sinai Jewish Center	135 Bennett Avenue, New York, NY 10040	$	2,500	Interreligious Understanding
92nd Street "Y"	1395 Lexington Avenue, New York, NY 10128	$	100,000	Museum and Cultural
Northside Center for Child Development, Inc	1301 Fifth Avenue, New York, NY 10029	$	25,000	Relief of Disadvantaged
Oratory of The Little Way	P O Box 221, Gaylordsville, CT 06775	$	5,000	Community Service
Regional Hospice & Homecare W CT	405 Main Street, Danbury, CT 06810	$	100,000	Medical Clinical
Richmond Community Services Foundation	272 North Bedford Road, Mt Kisco, NY 10549	$	15,000	Community Service
Ridgefield Fire Department	6 Catoonah Street, Ridgefield, CT 06877	$	5,000	Community Service
Ridgefield Library	472 Main Street, Ridgefield, CT 06877	$	75,000	Education
Ridgefield Operation Animal Rescue	45 South Street, Ridgefield, CT 06877	$	6,000	Community Service
Ridgefield Police Department	76 East Ridge, Ridgefield, CT 06877	$	15,000	Community Service
Ridgefield Sunrise Cottage	P O Box 486, Ridgefield, CT 06877	$	10,000	Relief of Disadvantaged
Ridgefield Visiting Nurse Asscociation	90 East Ridge, Ridgefield, CT 06877	$	20,000	Medical Clinical
Ridgefield Volunteer Fire Department	6 Catoonah Street, Ridgefield, CT 06877	$	5,000	Community Service
Rogosin Institute	505 East 70th Street, New York, NY 10021	$	100,000	Medical Clinical
Schwartz Center	205 Prtland Street, 6th Floor, Boston, MA 02114	$	50,000	Medical Clinical
Selfhelp Community Services	520 Eighth Avenue, New York, NY 10018	$	100,000	Relief of Disadvantaged
Stanley M Isaacs Neighborhood Center	415 East 93rd Street, New York, NY 10128-6904	$	50,000	Relief of Disadvantaged
Tanenbaum Center for Interreligious Understanding	254 West 31st Street, 7th Floor, New York, NY 10001	$	10,000	Interreligious Understanding
Tiny Miracles Foundation	381 Post Road, Darien, CT 06820	$	25,000	Relief of Disadvantaged
UJA-Federation of NY - Napal Relief	130 East 59th Street, Suite 1057, New York, NY 10022	$	25,000	Relief of Disadvantaged
United Methodist Church	207 Main Street, Ridgefield, CT 06877	$	15,000	Community Service
WNYC Radio	160 Varick Street, New York, NY 10013	$	25,000	Museum and Cultural
WQXR Radio	160 Varick Street, New York, NY 10013	$	25,000	Museum and Cultural
World Wildlife Fund	1250 24th Street, NW, Washington, DC 20037	$	10,000	Wildlife Conservation
Yale University/Yale Eye Center	330 Cedar Street, New Haven, CT 06520	$	50,000	Medical Clinical
Youth of Malawi, Inc	333 East 34th Street-Suite #1K, New York, NY 10016	$	5,000	Relief of Disadvantaged
TOTAL		$	2,414,300	

STATEMENT A

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	AMG YACKTMAN FOCUSED RESOURCE FUND	P	VARIOUS	10/16/15
b	TWEEDY BROWNE WORLDWIDE HIGH DIVIDEND	P	VARIOUS	10/16/15
c	AMG YACKTMAN FOCUSED RESOURCE FUND	P	VARIOUS	10/16/15
d	TWEEDY BROWNE WORLDWIDE HIGH DIVIDEND	P	VARIOUS	10/16/15
e	EII REALITY SEC INSTITUTIONAL - CAPITAL GAIN DIST	P	VARIOUS	VARIOUS
f	OCA BRIGADE CREDIT FD II LLC K-1 - DISPOSITON	P	01/01/12	12/31/15
g	OCA BRIGADE CREDIT FD II LLC K-1 - SHORT TERM GAI	P		
h	OCA BRIGADE CREDIT FD II LLC K-1 - SEC. 1256 GAIN	P		
i	ODYSSEY INVESTMENT PTRS IV K-1 - LT GAIN	P		
j	ODYSSEY INVESTMENT PTRS IV AFFILIATED ENTITIES -	P		
k	ODYSSEY INVESTMENT PTRS III K-1 - LT GAIN	P		
l	THE ALPHAGEN EUROPEAN K-1- SEC 1250 GAIN	P		
m	ARDEN SAGE	P		
n				
o				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	559,071.		597,528.	-38,457.
b	479,429.		506,971.	-27,542.
c	7,211,164.		5,243,194.	1,967,970.
d	5,810,779.		5,477,805.	332,974.
e				152,421.
f	6,231,620.		6,262,948.	-31,328.
g				-217,499.
h				-1,410.
i				1,929.
j				754,417.
k				-1,173.
l				47,846.
m	7,955.		7,955.	0.
n				
o				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				-38,457.
b				-27,542.
c				1,967,970.
d				332,974.
e				152,421.
f				-31,328.
g				-217,499.
h				-1,410.
i				1,929.
j				754,417.
k				-1,173.
l				47,846.
m				0.
n				
o				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7; If (loss), enter "-0-" in Part I, line 7 }	2	2,940,148.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	N/A

523591
04-01-15

FORM 990-PF GAIN OR (LOSS) FROM SALE OF ASSETS STATEMENT 1

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
AMG YACKTMAN FOCUSED RESOURCE FUND		VARIOUS	10/16/15

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
559,071.	597,528.	0.	0.	-38,457.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
TWEEDY BROWNE WORLDWIDE HIGH DIVIDEND		VARIOUS	10/16/15

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
479,429.	506,971.	0.	0.	-27,542.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
AMG YACKTMAN FOCUSED RESOURCE FUND		VARIOUS	10/16/15

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
7,211,164.	5,243,194.	0.	0.	1,967,970.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
TWEEDY BROWNE WORLDWIDE HIGH DIVIDEND		VARIOUS	10/16/15

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
5,810,779.	5,477,805.	0.	0.	332,974.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
EII REALITY SEC INSTITUTIONAL - CAPITAL GAIN DIST.		VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	0.	0.	0.	152,421.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
OCA BRIGADE CREDIT FD II LLC K-1 - DISPOSITON	PURCHASED	01/01/12	12/31/15

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
6,231,620.	6,263,266.	0.	0.	-31,646.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
OCA BRIGADE CREDIT FD II LLC K-1 - SHORT TERM GAIN	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	0.	0.	0.	-217,499.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
OCA BRIGADE CREDIT FD II LLC K-1 - SEC. 1256 GAIN	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	0.	0.	0.	-1,410.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
ODYSSEY INVESTMENT PTRS IV K-1 - LT GAIN	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	0.	0.	0.	1,929.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
ODYSSEY INVESTMENT PTRS IV AFFILIATED ENTITIES - LT GAIN	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	0.	0.	0.	754,417.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
ODYSSEY INVESTMENT PTRS III K-1 - LT GAIN	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	0.	0.	0.	-1,173.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
THE ALPHAGEN EUROPEAN K-1- SEC 1250 GAIN	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	0.	0.	0.	47,846.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
ARDEN SAGE	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
7,955.	0.	0.	0.	7,955.

CAPITAL GAINS DIVIDENDS FROM PART IV	0.
TOTAL TO FORM 990-PF, PART I, LINE 6A	2,947,785.

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 2

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
BANK OF NY #3578	17.	17.	
FIDELITY 656-169696	1,454.	1,454.	
TOTAL TO PART I, LINE 3	1,471.	1,471.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 3

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
EII INTERNATIONAL PROPERTY FUND	212,106.	0.	212,106.	212,106.	
EII REALTY SEC INSTITUTIONAL SHS	78,260.	0.	78,260.	78,260.	
OCA BRIGADE CREDIT FUND II (K-1)	97,208.	0.	97,208.	97,208.	
OCA STRATEGOS FUND (K-1)	32,763.	0.	32,763.	32,763.	
THE ALPHAGEN EUROPEAN K-1	19,510.	0.	19,510.	19,510.	
TWEEDY BROWNE WORLD HIGH DIV YLD	61,589.	0.	61,589.	61,589.	
TO PART I, LINE 4	501,436.	0.	501,436.	501,436.	

FORM 990-PF OTHER INCOME STATEMENT 4

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
OCA BRIGADE CREDIT FUND (K-1)	1,000.	1,000.	
ODYSSEY INVESTMENT PARTNERS IV AFFILIATES	-6,297.	-6,297.	
THE ALPHAGEN EUROPEAN BEST IDEAS FD (K-1)	-6,593.	-6,593.	
VENTURE STAR SHANGHAI CO. LTD	182,897.	182,897.	
OHA EUROPEAN STRATEGIC CREDIT FUND	235,800.	235,800.	
YACHMAN FOCUSED	42,158.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	448,965.	406,807.	

FORM 990-PF | LEGAL FEES | STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
DEWEY PEGNO & KRAMARSKY LLP	2,141.	1,071.		1,071.
CADWALADER, WICKERSHAM & TAFT LLP	88,759.	44,380.		44,380.
TO FM 990-PF, PG 1, LN 16A	90,900.	45,451.		45,451.

FORM 990-PF | ACCOUNTING FEES | STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
UHY ADVISORS - TAX AND ACCOUNTING EES	23,916.	11,958.		11,958.
UHY ADVISORS - CONSULTING EES	98,485.	49,243.		49,243.
MARCUM LLP - AUDIT FEES	50,489.	25,245.		25,245.
TO FORM 990-PF, PG 1, LN 16B	172,890.	86,446.		86,446.

FORM 990-PF | OTHER PROFESSIONAL FEES | STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OFFIT CAPITAL ADVISOR - INVESTMENT ADVISORY FEES	96,284.	96,284.		0.
BNY MELLON MANAGEMENT FEES	1,160.	1,160.		0.
TO FORM 990-PF, PG 1, LN 16C	97,444.	97,444.		0.

FORM 990-PF TAXES STATEMENT 8

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PAYROLL TAXES	13,495.	6,748.		6,748.
FEDERAL EXCISE TAX	105,000.	0.		0.
FOREIGN TAX PAID - EII INTERNATIONAL FUND	91,213.	91,213.		0.
FOREIGN TAX PAID - THE ALPHAGEN EUROPEAN BEST IDEAS K-1	4,026.	4,026.		0.
TAX WITHHOLDINGS - ODYSSEY INVESTMENT IV AFFILIATES	360,219.	360,219.		0.
TO FORM 990-PF, PG 1, LN 18	573,953.	462,206.		6,748.

FORM 990-PF OTHER EXPENSES STATEMENT 9

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INSURANCE	4,888.	2,444.		2,444.
GENERAL AND ADMIN EXPENSES	33,644.	16,822.		16,822.
PORTFOLIO DEDUCTION FROM ODYSSEY IV (K-1)	22,562.	22,562.		0.
PORTFOLIO DEDUCTION FROM ODYSSEY III (K-1)	16,813.	16,813.		0.
PORTFOLIO DEDUCTION FROM OCA BRIGADE CREDIT FUND II (K-1)	13,332.	13,332.		0.
INVESTMENT INTEREST EXPENSE FROM OCA BRIGADE CREDIT FUND II (K-1)	64.	64.		0.
PORTFOLIO DEDUCTION FROM OCA STRATEGOS RMBS FD (K-1)	7,683.	7,683.		0.
TO FORM 990-PF, PG 1, LN 23	98,986.	79,720.		19,266.

FORM 990-PF OTHER FUNDS STATEMENT 10

DESCRIPTION	(A) BEGINNING OF YEAR	(B) END OF YEAR
RE OR ACCUMULATED INCOME	48,293,720.	47,009,282.
TOTAL TO FORM 990-PF, PART II, LINE 29	48,293,720.	47,009,282.

FORM 990-PF CORPORATE STOCK STATEMENT 11

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
EUROPEAN INVESTORS	2,265,647.	2,383,819.
TOTAL TO FORM 990-PF, PART II, LINE 10B	2,265,647.	2,383,819.

FORM 990-PF OTHER INVESTMENTS STATEMENT 12

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
ODYSSEY INVESTMENT PARTNERS FUND III LP	COST	1,769,704.	1,936,662.
ODYSSEY INVESTMENT PARTNERS IV & AFFILIATES	COST	2,011,887.	2,724,768.
VENTURE STAR SHANGHAI CO LTD	COST	221,263.	945,719.
YACKTMAN FOCUSED FUND	COST	0.	0.
EII GLOBAL PROPERTY FUND	COST	1,618,438.	1,592,368.
OCA BRIGADE CREDIT FUND II LLC	COST	184,184.	184,184.
OCA EUROPEAN STRATEGIC CREDIT FUND	COST	1,572,892.	1,634,105.
TWEEDY BROWNE WORLDWIDE HIGH DIV YLD	COST	0.	0.
CORSAIR CAPITAL INVESTORS LTD	COST	0.	0.
CERBERUS RMBS OPPORTUNITIES FUND	COST	5,000,000.	5,122,496.
THE ALPHAGEN EUROPEAN	COST	5,056,737.	5,155,757.
OCA OHA CREDIT FUND	COST	6,000,000.	5,781,815.
OCA STRATEGOS RMBS FUND LLC	COST	4,325,073.	4,275,421.
TOTAL TO FORM 990-PF, PART II, LINE 13		27,760,178.	29,353,295.

FORM 990-PF OTHER LIABILITIES STATEMENT 13

DESCRIPTION	BOY AMOUNT	EOY AMOUNT
DUE TO RIDGEFIELD FOUNDATION	233,465.	382,263.
TOTAL TO FORM 990-PF, PART II, LINE 22	233,465.	382,263.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 14

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
ARTHUR S. HOFFMAN 570 LEXINGTON AVENUE, 33RD FLOOR NEW YORK, NY 10022	PRES/TREAS/DIRECTOR * 40.00	162,357.	11,902.	0.
MARGOT GIBIS 570 LEXINGTON AVENUE, 33RD FLOOR NEW YORK, NY 10022	DIRECTOR/ VICE PRESIDENT * 40.00	43,388.	4,754.	0.
STUART SILVER 570 LEXINGTON AVENUE, 33RD FLOOR NEW YORK, NY 10022	DIRECTOR/SECRETARY 1.00	0.	0.	0.
JEAN WAGENER 570 LEXINGTON AVENUE, 33RD FLOOR NEW YORK, NY 10022	DIRECTOR 1.00	0.	0.	0.
LAUREL EISNER 570 LEXINGTON AVENUE, 33RD FLOOR NEW YORK, NY 10022	DIRECTOR 1.00	0.	0.	0.
SUNHEE GERTZ 570 LEXINGTON AVENUE, 33RD FLOOR NEW YORK, NY 10022	DIRECTOR 1.00	0.	0.	0.
JOHN ROBINSON 570 LEXINGTON AVENUE, 33RD FLOOR NEW YORK, NY 10022	DIRECTOR/CHAIRMAN 1.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		205,745.	16,656.	0.

*THE PRESIDENT AND VICE PRESIDENT ARE EMPLOYED
FULL TIME BY THE FOUNDATION AND ITS AFFILIATES

FORM 990-PF EXPENDITURE RESPONSIBILITY STATEMENT STATEMENT 15
PART VII-B, LINE 5C

GRANTEE'S NAME

CARITAS SENIORENHEIM ST. GUNTER

GRANTEE'S ADDRESS

GEYERSBERGER STRASSE 36
FREYUNG, BAYERN, GERMANY, 94078

GRANT AMOUNT	DATE OF GRANT	AMOUNT EXPENDED
5,000.	05/05/15	

PURPOSE OF GRANT

SUPPORT OF WORKSHOPS AND ACTIVITIES FOR THE ELDERLY

RESULTS OF VERIFICATION

TO THE KNOWLEDGE OF THE FOUNDATION, AND BASED UPON INFORMATION PROVIDED BY THE GRANTEE, NO PART OF THE GRANT HAS BEEN USED FOR OTHER THAN ITS INTENDED PURPOSE.

THE LEIR FOUNDATION, INC. 06-1466481

GRANTEE'S NAME

FEUERWEHR FINSTERAU

GRANTEE'S ADDRESS

MUSEUMSTRASSE 43
MAUTH, GERMANY, GERMANY, 94151

GRANT AMOUNT	DATE OF GRANT	AMOUNT EXPENDED
20,000.	05/05/15	

PURPOSE OF GRANT

SUPPORT OF THE FIRE DEPARTMENT

RESULTS OF VERIFICATION

TO THE KNOWLEDGE OF THE FOUNDATION, AND BASED UPON INFORMATION PROVIDED BY THE GRANTEE, NO PART OF THE GRANT HAS BEEN USED FOR OTHER THAN ITS INTENDED PURPOSE.

GRANTEE'S NAME

CONGREGATION OF THE HOLY SPIRIT

GRANTEE'S ADDRESS

41540 DORMAGEN
KNECHSTEDEN, GERMANY

GRANT AMOUNT	DATE OF GRANT	AMOUNT EXPENDED
3,000.	05/13/15	

PURPOSE OF GRANT

SUPPORT OF CHURCH.

RESULTS OF VERIFICATION

TO THE KNOWLEDGE OF THE FOUNDATION, AND BASED UPON INFORMATION PROVIDED BY THE GRANTEE, NO PART OF THE GRANT HAS BEEN USED FOR OTHER THAN ITS INTENDED PURPOSE.

THE LEIR FOUNDATION, INC. 06-1466481

GRANTEE'S NAME

FONDATION LETZEBUERGER KANNERDUERF

GRANTEE'S ADDRESS

RUE HERMANN GMEINER 10
, LUXEMBOURG, L-7534

GRANT AMOUNT	DATE OF GRANT	AMOUNT EXPENDED
20,000.	05/06/15	

PURPOSE OF GRANT

SUPPORT OF ABUSED CHILDREN W/ANIMAL ASSISTED PEDAGOGY/THERAPY

RESULTS OF VERIFICATION

TO THE KNOWLEDGE OF THE FOUNDATION, AND BASED UPON INFORMATION PROVIDED BY THE GRANTEE, NO PART OF THE GRANT HAS BEEN USED FOR OTHER THAN ITS INTENDED PURPOSE.

GRANTEE'S NAME

HEINZ-THEUERJAHR-SCHULE-NEUSCHONAU

GRANTEE'S ADDRESS

SCHULSTRABE 11
NEUSCHONAU, GERMANY

GRANT AMOUNT	DATE OF GRANT	AMOUNT EXPENDED
10,000.	05/05/15	

PURPOSE OF GRANT

SUPPORT OF CHILDREN'S EDUCATION

RESULTS OF VERIFICATION

TO THE KNOWLEDGE OF THE FOUNDATION, AND BASED UPON INFORMATION PROVIDED BY THE GRANTEE, NO PART OF THE GRANT HAS BEEN USED FOR OTHER THAN ITS INTENDED PURPOSE.

GRANTEE'S NAME

KANNERLAND LETZEBUERG

GRANTEE'S ADDRESS

59A AV. VICTOR HUGO
, LUXEMBOURG, L-1750

GRANT AMOUNT	DATE OF GRANT	AMOUNT EXPENDED
50,000.	11/13/15	

PURPOSE OF GRANT

SUPPORT OF FAMILY RELATIONS SERVICES

RESULTS OF VERIFICATION

TO THE KNOWLEDGE OF THE FOUNDATION, AND BASED UPON INFORMATION PROVIDED BY THE GRANTEE, NO PART OF THE GRANT HAS BEEN USED FOR OTHER THAN ITS INTENDED PURPOSE.