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EXTENDED TO NOVEMBER 15, 2016
Return of Private Foundation

OMB No 1545-0052

2015

Open to Public Inspection

Form 990-PF

Department of the Treasury
Internal Revenue Service

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.

For calendar year 2015 or tax year beginning

, and ending

Name of foundation AE FAMILY FOUNDATION		A Employer identification number 13-3317246
Number and street (or P O box number if mail is not delivered to street address) 364 EAST MIDDLE PATENT ROAD	Room/suite	B Telephone number 212-822-7618
City or town, state or province, country, and ZIP or foreign postal code GREENWICH, CT 06831		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☒ 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: ☒ 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) \$ 11,922,211.	J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____	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)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check ☒ if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		16,734.	16,734.		STATEMENT 1
4 Dividends and interest from securities		187,837.	187,808.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		1,127,250.			
b Gross sales price for all assets on line 6a 2,372,814.					
7 Capital gain net income (from Part IV, line 2)			1,127,250.		
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		<7,373.>	<7,373.>		STATEMENT 3
12 Total. Add lines 1 through 11		1,324,448.	1,324,419.		
13 Compensation of officers, directors, trustees, etc.		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees STMT 4		15,509.	0.		0.
b Accounting fees					
c Other professional fees					
17 Interest		3,231.	3,231.		0.
18 Taxes STMT 5		5,783.	419.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 6		66,616.	66,461.		0.
24 Total operating and administrative expenses. Add lines 13 through 23		91,139.	70,111.		0.
25 Contributions, gifts, grants paid		1,058,605.			1,058,605.
26 Total expenses and disbursements. Add lines 24 and 25		1,149,744.	70,111.		1,058,605.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		174,704.			
b Net investment income (if negative, enter -0-)			1,254,308.		
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

End of year

(a) Book Value

(b) Book Value

(c) Fair Market Value

Assets	1	Cash - non-interest-bearing		<16,462.>	49,022.	49,022.
	2	Savings and temporary cash investments		357,095.	606,977.	606,977.
	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 STMT 7		2,257,511.	1,972,512.	1,923,842.
	b	Investments - corporate stock STMT 8		3,525,189.	3,780,371.	8,388,433.
	c	Investments - corporate bonds				
	11	Investments - land, buildings, and equipment basis ▶				
	Less accumulated depreciation ▶					
12	Investments - mortgage loans					
13	Investments - other STMT 9		755,250.	963,676.	953,937.	
14	Land, buildings, and equipment; basis ▶					
	Less accumulated depreciation ▶					
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		6,878,583.	7,372,558.	11,922,211.	
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 ▶)				
	23	Total liabilities (add lines 17 through 22)		0.	0.	
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 ▶ ☒				
		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		6,878,583.	7,372,558.	
30	Total net assets or fund balances		6,878,583.	7,372,558.		
31	Total liabilities and net assets/fund balances		6,878,583.	7,372,558.		

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	6,878,583.
2	Enter amount from Part I, line 27a	2	174,704.
3	Other increases not included in line 2 (itemize) ▶ UNREALIZED GAINS	3	319,271.
4	Add lines 1, 2, and 3	4	7,372,558.
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	7,372,558.

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	2,372,814.	1,245,564.	1,127,250.		
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a					
b					
c					
d					
e			1,127,250.		
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }			2	1,127,250.	
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	1,252,016.	11,703,540.	.106978
2013	496,337.	9,807,270.	.050609
2012	379,272.	8,205,829.	.046220
2011	347,054.	7,782,827.	.044592
2010	361,756.	7,269,153.	.049766
2 Total of line 1, column (d)			2 .298165
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 .059633
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5			4 12,257,487.
5 Multiply line 4 by line 3			5 730,951.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 12,543.
7 Add lines 5 and 6			7 743,494.
8 Enter qualifying distributions from Part XII, line 4			8 1,058,605.

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	12,543.
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	12,543.
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	12,543.
6 Credits/Payments:			
a 2015 estimated tax payments and 2014 overpayment credited to 2015	6a		
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	15,000.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	15,000.	
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	2,457.	
11 Enter the amount of line 10 to be: Credited to 2016 estimated tax ☒ 2,457. 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?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? 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.		X
c Did the foundation file Form 1120-POL for this year?		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.		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		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		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?	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	X	
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? If "No," attach explanation	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		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		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)		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)		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	X	
14 The books are in care of ► JUDITH EVNIN Telephone no. ► 212-822-7618 Located at ► 364 EAST MIDDLE PATENT ROAD, GREENWICH, CT ZIP+4 ► 08631		
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		
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? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►		X

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)? Organizations relying on a current notice regarding disaster assistance check here ► N/A		
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?		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? If "Yes," list the years ► , , ,	☐ Yes ☒ No	
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	
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	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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?		X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to:

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?
- (3) Provide a grant to an individual for travel, study, or other similar purposes?
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions)
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No☐ Yes ☒ No☐ Yes ☒ No☐ Yes ☒ No☐ Yes ☒ No**b** If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

5b

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?

N/A

☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?☐ Yes ☒ No

6b

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

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ANTHONY B. EVNIN	PRESIDENT			
364 EAST MIDDLE PATENT ROAD				
GREENWICH, CT 06831	10.00	0.	0.	0.
JUDITH E. EVNIN	SECRETARY			
364 EAST MIDDLE PATENT ROAD				
GREENWICH, CT 06831	10.00	0.	0.	0.

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

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

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



0

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

Total number of others receiving over \$50,000 for professional services	0
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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	12,027,578.
b	Average of monthly cash balances	1b	416,571.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	12,444,149.
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	12,444,149.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	186,662.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	12,257,487.
6	Minimum investment return. Enter 5% of line 5	6	612,874.

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	612,874.
2a	Tax on investment income for 2015 from Part VI, line 5	2a	12,543.
b	Income tax for 2015. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	12,543.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	600,331.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	600,331.
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	600,331.

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	1,058,605.
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	1,058,605.
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	12,543.
6	Adjusted qualifying distributions Subtract line 5 from line 4	6	1,046,062.

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				600,331.
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	10,973.			
b From 2011				
c From 2012				
d From 2013	21,623.			
e From 2014	702,835.			
f Total of lines 3a through e	735,431.			
4 Qualifying distributions for 2015 from Part XII, line 4: ► \$ 1,058,605.				
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				600,331.
e Remaining amount distributed out of corpus	458,274.			
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:	1,193,705.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
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	10,973.			
9 Excess distributions carryover to 2016 Subtract lines 7 and 8 from line 6a	1,182,732.			
10 Analysis of line 9:				
a Excess from 2011				
b Excess from 2012				
c Excess from 2013	21,623.			
d Excess from 2014	702,835.			
e Excess from 2015	458,274.			

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)

2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

Tax year	Prior 3 years			(e) Total
(a) 2015	(b) 2014	(c) 2013	(d) 2012	
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).)

SEE STATEMENT 10

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

NONE**2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**

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

- a** The name, address, and telephone number 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 ATTACHED SCHEDULE		PC	UNRESTRICTED	1,058,605.
Total			3a	1,058,605.
b Approved for future payment				
NONE				
Total			3b	0.

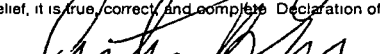
Part XVII	Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations
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		Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 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.		

[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
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		11/13/2016 Date	PRESIDENT Title			
Paid Preparer Use Only	Print/Type preparer's name		Preparer's signature		Check ☐ if self-employed	PTIN	
	ALAN ZVERIN, CPA					P00084875	
	Firm's name ▶ CITRIN COOPERMAN & COMPANY, LLP					Firm's EIN ▶ 22-2428965	
	Firm's address ▶ 709 WESTCHESTER AVENUE WHITE PLAINS, NY 10604					Phone no. (914) 949-2990	

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	POPE RESOURCES K-1			
b	POPE RESOURCES K-1 - SECTION 1231			
c	BLACKSTONE GROUP K-1			
d	BLACKSTONE GROUP K-1			
e	BLACKSTONE GROUP K-1 - SECTION 1231			
f	ENTERPRISE PRODUCTS PARTNERS K-1			
g	ENTERPRISE PRODUCTS PARTNERS K-1 - SECTION 1231			
h	APOLLO GLOBAL K-1			
i	APOLLO GLOBAL K-1			
j	ADAMAS PARTNERS K-1			
k	ADAMAS PARTNERS K-1			
l	ADAMAS PARTNERS K-1 - COLLECTIBLES			
m	ADAMAS PARTNERS K-1 - SECTION 1231			
n	SALES OF PUBLICLY TRADED SECURITIES	P		
o	SALES OF PUBLICLY TRADED SECURITIES			

(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	202.		202.
b	7,183.		7,183.
c		41.	<41.>
d	8,357.		8,357.
e	2,040.		2,040.
f	135.		135.
g		214.	<214.>
h	11.		11.
i	1,885.		1,885.
j	2,637.		2,637.
k	7,530.		7,530.
l	4.		4.
m	1,747.		1,747.
n	122,379.	99,240.	23,139.
o	1,930,180.	851,747.	1,078,433.

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			202.
b			7,183.
c			<41.>
d			8,357.
e			2,040.
f			135.
g			<214.>
h			11.
i			1,885.
j			2,637.
k			7,530.
l			4.
m			1,747.
n			23,139.
o			1,078,433.

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	
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	

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 SALES OF PUBLICLY TRADED SECURITIES

b CAPITAL GAINS DIVIDENDS

c			
d			
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 258,231.		294,322.	<36,091.>
b 30,293.			30,293.
c			
d			
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

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

(i) 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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			<36,091.>
b			30,293.
c			
d			
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7
If (loss), enter "-0-" in Part I, line 7 }

2

1,127,250.

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

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

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
EVERCORE	16,734.	16,734.	
TOTAL TO PART I, LINE 3	16,734.	16,734.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
ADAMAS PARTNERS, LP K-1	918.	0.	918.	918.	
ADAMAS PARTNERS, LP K-1 TAX EXEMPT INT	29.	0.	29.	0.	
APOLLO GLOBAL K-1	1,654.	0.	1,654.	1,654.	
BLACKSTONE GROUP, LP K-1	3,185.	0.	3,185.	3,185.	
ENTERPRISE PRODUCTS PARTNERS, LP K-1	6.	0.	6.	6.	
EVERCORE	212,327.	30,293.	182,034.	182,034.	
POPE RESOURCES K-1	11.	0.	11.	11.	
TO PART I, LINE 4	218,130.	30,293.	187,837.	187,808.	

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
ADAMAS PARTNERS, LP- SEC 1256 CONTRACTS	962.	962.	
ADAMAS PARTNERS, LP- OTHER PORTF INC	1,492.	1,492.	
ADAMAS PARTNERS, LP- ORD INCOME	1,066.	1,066.	
ADAMAS PARTNERS, LP - RENTAL LOSS	<253.>	<253.>	
ADAMAS PARTNERS, LP - CANCELLATION OF DEBT	488.	488.	

ENBRIDGE ENERGY PARTNERS LP - ORDINARY INCOME	<2,432.>	<2,432.>
APOLLO GLOBAL - OTHER INCOME	169.	169.
BLACKSTONE GROUP, LP - NET RENTAL INCOME	110.	110.
BLACKSTONE GROUP, LP - ROYALTIES	52.	52.
BLACKSTONE GROUP, LP - OTHER		
PORTFOLIO INCOME	882.	882.
BLACKSTONE GROUP, LP - ORDINARY INCOME	18.	18.
POPE RESOURCES - ORDINARY INCOME	<9,927.>	<9,927.>
TOTAL TO FORM 990-PF, PART I, LINE 11	<7,373.>	<7,373.>

FORM 990-PF	LEGAL FEES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
PROFESSIONAL FEES	15,509.	0.		0.	
TO FM 990-PF, PG 1, LN 16A	15,509.	0.		0.	

FORM 990-PF	TAXES		STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ADAMAS PARTNERS LP- FOREIGN TAXES	247.	247.		0.
FEDERAL INCOME TAXES	5,364.	0.		0.
BLACKSTONE GROUP LP - FOREIGN TAXES	13.	13.		0.
ADAMAS PARTNERS LP- STATE TAXES	27.	27.		0.
EVERCORE FOREIGN TAXES	132.	132.		0.
TO FORM 990-PF, PG 1, LN 18	5,783.	419.		0.

FORM 990-PF	OTHER EXPENSES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
ADAMAS PARTNERS LP- NON DEDUCTIBLE EXPENSES	143.	0.		0.	
ADAMAS PARTNERS LP- OTHER DEDUCTIONS	6,201.	6,201.		0.	
ENTERPRISE PRODUCTS PARTNERS, LP K-1 - NON DEDUCTIBLE EXPENSES	4.	0.		0.	
APOLLO GLOBAL MGT K-1 - OTHER DEDUCTIONS	40.	40.		0.	
BLACKSTONE GROUP, LP K-1 - OTHER DEDUCTIONS	388.	388.		0.	
EVERCORE INVESTMENT EXPENSES	678.	678.		0.	
EVERCORE INVESTMENT MANAGEMENT FEES	59,110.	59,110.		0.	
POPE RESOURCES K-1 - NON DEDUCTIBLE EXPENSES	8.	0.		0.	
BANK FEES	44.	44.		0.	
TO FORM 990-PF, PG 1, LN 23	66,616.	66,461.		0.	

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS			STATEMENT	7
DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE	
US GOVT AND STATE OBLIGATIONS- EVERCORE WEALTH MGMT	X		1,972,512.	1,923,842.	
TOTAL U.S. GOVERNMENT OBLIGATIONS			1,972,512.	1,923,842.	
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS					
TOTAL TO FORM 990-PF, PART II, LINE 10A			1,972,512.	1,923,842.	

FORM 990-PF	CORPORATE STOCK	STATEMENT	8
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
EQUITIES-EVERCORE WEALTH MGMT	3,686,918.	8,194,170.	
PUBLIC REIT- EVERCORE WEALTH MGMT	93,453.	194,263.	
CBRE GROUP, INC.	0.	0.	
TOTAL TO FORM 990-PF, PART II, LINE 10B	3,780,371.	8,388,433.	

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	9
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
ADAMAS PARTNERS LP	FMV	537,412.	400,000.
POPE RESOURCES, LTD	FMV	71,702.	128,133.
ENTERPRISE PRODUCTS PARTNERS, LP	FMV	35,601.	76,740.
BLACKSTONE GROUP, LP	FMV	168,755.	239,768.
APOLLO GLOBAL MANAGEMENT LLC	FMV	150,206.	109,296.
TOTAL TO FORM 990-PF, PART II, LINE 13		963,676.	953,937.

FORM 990-PF	PART XV - LINE 1A LIST OF FOUNDATION MANAGERS	STATEMENT	10
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NAME OF MANAGER

ANTHONY B. EVNIN

JUDITH E. EVNIN

2015 AE CHARITABLE CONTRIBUTIONS				
		Check	PAYEE	Contribution Amt.
JAN	3	1760	KMA	6,000
FEB	6	1764	Life Science Foundation	5,000
	6	1765	NY Genome Center	60,000
	15	1766	Jazz at Lincoln Center	1,500
	15	1767	Third Street Music School	500
	15	1768	Bottomless Closet	1,000
	15	1769	NYFOS	3,000
	15	1770	Bachmann Strauss Distonia &Foundat	3,000
	15	1772	Chamber Music of Lincoln Center	1,250
	15	1773	Helicon	2,500
	15	1774	Orchestra of St. Lukes	3,000
	13	1775	Carnegie Hall	37,039
MAR	13	1776	Yound Concert Artists	2,000
	15	1778	Caramoor Center for Music and Art	25,000
	15	1779	KMA Museum	10,000
	30	1780	Boys & Girls Harbor	1,500
APR	8	1782	Arts Westchester	2,500
	8	1783	Collegiate Chorale	3,000
	8	1784	KMA	4,000
	8	1785	New York Philharmonic	1,200
	8	1786	MOMA	2,500
	8	1788	Squash Haven	2,500
MAY	1	1789	MY Face	2,000
	1	1790	The Knights	2,000
	1	1791	The Rockefeller University	1,000
	1	1792	Whitney Museum Annual Fund	1,000
	2	1793	Nathaniel Witherall	30,000
	28	1794	Lincoln Center	1,000
	28	1795	Planned Parenthood	5,000
	31	1796	Carnegie Hall	45,000
JUNE	1	1797	Metropolitan Opera	35,000
	1	1798	Caramoor	20,000
	1	1761	Beethoven Institute	1,500
	1	1800	Collegiate Chorale	2,500
	1	1801	Caramoor Center for Music & Art	2,000
JULY	19	1802	Helicon Foundation	2,500
	19	1803	America Foundation for the Blind	750
	19	1657	Storm King Art Center	3,000
	19	1806	Carnegie Hall	5,000
	26	1807	Met Opera	35,000
AUG	7	1808	Mianus River Gorge	2,000
	7	1655	Memorial Sloan Kettering	1,000
	7	1810	Orchestra of St. Lukes	2,500
	24	1811	Memorial Sloan Kettering	45,000
	24	1689	Planned Parenthood	1,000

SEPT	1	1813	Caramoor	40,000
	9	1814	Preperformance	2,500
	9	1815	United Way of Greenwich	5,000
	9	1816	Central Park Conservancy	500
	9	1817	Pathways Inc.	500
	9	1818	The Frick Collectiojn	5,000
	9	1819	NY Public Radio	3,750
OCT	6	1820	Caramoor	2,100
	6	1821	Trustees of Columbia U.	1,400
	6	1822	Cooper Hewitt	1,000
	6	1823	Facing History	1,500
	6	1824	Master Voices	1,000
	6	1825	Open Space	750
	6	1826	American Farm School	1,000
	6	1827	Folk Art Museum	2,500
	6	1829	Nathaniel Witherall	6,000
	12	1830	Planned Parenthood	10,000
	20	1831	Met opera	50,000
	20	1832	Caramoor	50,000
	20	1833	NY Genome Center	85,000
	20	1834	NY Historical Society	1,000
NOV	3	1762	English Concert in America	500
	7	1787	St. Pauls's within the Walls	1,000
	7	1839	Chamber Music Society	15,500
	7	1841	Caramoor	10,000
	20	1006	Scleroderma Research Gala	10,000
	20	1007	Scleroderma Research Foundation	25,000
DEC	1	1009	Caramoor	5,111
	7	1011	Mianus River	15,000
	7	1013	Blythedale Hospital	15,000
	12	1015	Jackson Laboratory	90,000
	11	1016	Carver Center	10,000
	11	1017	Doctors without Borders	10,000
	11	1018	Teach for America	5,000
	11	1019	NY Stem Cell	5,000
	11	1021	Bridge Fund	2,500
	11	1022	Scleroderma	10,000
	11	1023	Katonah Museum	2,000
	11	1024	Orchestra of St. Llules	1,500
	18	1026	Waterside School	1,000
	18	1027	Studio in a School	2,000
	18	1028	Arts Westchester	1,000
	18	1029	Greenwich Library	500
	20	1032	AFB	750
	20	1033	Library of America	1,000
	23	1034	Rockefeller University	125,000
			From Adamas Partners K-1	5
			totals	1,058,605