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Form 990-PF

Department of the Treasury  
Internal Revenue Service

## Return of Private Foundation

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

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

Information about Form 990-PF and its separate instructions is at [www.irs.gov/form990pf](http://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 <b>SUSAN AND ELIHU ROSE FOUNDATION, INC.</b>		A Employer identification number <b>13-3484181</b>
Number and street (or P.O. box number if mail is not delivered to street address) <b>200 MADISON AVE, 5TH FL</b>	Room/suite	B Telephone number <b>212 210-6666</b>
City or town, state or province, country, and ZIP or foreign postal code <b>NEW YORK, NY 10016-3912</b>		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1 Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) <b>\$ 19,273,956.</b> (Part I, column (d) must be on cash basis)	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

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		1,200,000.		N/A	
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		2,759.	2,759.		STATEMENT 1
4 Dividends and interest from securities		59,514.	68,842.		STATEMENT 2
5a Gross rents		44,910.	44,910.		STATEMENT 3
b Net rental income or (loss) -6,201.					STATEMENT 4
6a Net gain or (loss) from sale of assets not on line 10		1,853,693.			
b Gross sales price for all assets on line 6a 2,978,000.					
7 Capital gain net income (from Part IV, line 2)			1,662,717.		
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			130,544.		STATEMENT 5
12 Total Add lines 1 through 11		3,160,876.	1,909,772.		
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 6		27,192.	0.		27,192.
b Accounting fees STMT 7		10,298.	0.		10,298.
c Other professional fees STMT 8		64,089.	64,089.		0.
17 Interest					
18 Taxes STMT 9		75,598.	3,699.		0.
19 Depreciation and depletion		2,314.	2,314.		
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 10		89,928.	56,497.		1,650.
24 Total operating and administrative expenses. Add lines 13 through 23		269,419.	126,599.		39,140.
25 Contributions, gifts, grants paid		2,772,627.			2,772,627.
26 Total expenses and disbursements Add lines 24 and 25		3,042,046.	126,599.		2,811,767.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		118,830.			
b Net investment income (if negative, enter -0-)			1,783,173.		
c Adjusted net income (if negative, enter -0-)				N/A	

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LHA For Paperwork Reduction Act Notice, see instructions.

Form 990-PF (2015)

935

11

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			
	2 Savings and temporary cash investments	295,348.	2,091,556.	2,091,556.
	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	2,526,721.	2,910,847.	3,025,014.
	c Investments - corporate bonds			
	Liabilities	11 Investments - land, buildings, and equipment basis ▶		
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other STMT 12		4,383,498.	2,321,994.	14,157,386.
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)		7,205,567.	7,324,397.	19,273,956.
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 ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted	7,205,567.	7,324,397.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
30 Total net assets or fund balances	7,205,567.	7,324,397.		
31 Total liabilities and net assets/fund balances	7,205,567.	7,324,397.		

## 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	7,205,567.
2 Enter amount from Part I, line 27a	2	118,830.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	7,324,397.
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	7,324,397.

**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 <b>SEE ATTACHED STATEMENT</b>			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e <b>2,978,000.</b>		<b>2,634,144.</b>	<b>1,662,717.</b>

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			<b>1,662,717.</b>

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	<b>1,662,717.</b>
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	<b>N/A</b>

**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	<b>4,283,511.</b>	<b>19,321,136.</b>	<b>.221701</b>
2013	<b>9,518,858.</b>	<b>2,151,274.</b>	<b>4.424754</b>
2012	<b>5,951,342.</b>	<b>3,680,128.</b>	<b>1.617156</b>
2011	<b>5,175,595.</b>	<b>2,382,326.</b>	<b>2.172497</b>
2010	<b>5,829,690.</b>	<b>2,999,262.</b>	<b>1.943708</b>

2 Total of line 1, column (d)	2	<b>10.379816</b>
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	<b>2.075963</b>
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	<b>18,704,089.</b>
5 Multiply line 4 by line 3	5	<b>38,828,997.</b>
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	<b>17,832.</b>
7 Add lines 5 and 6	7	<b>38,846,829.</b>
8 Enter qualifying distributions from Part XII, line 4	8	<b>2,811,767.</b>

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 <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	35,663.
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	35,663.
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	35,663.
6 Credits/Payments:			
a 2015 estimated tax payments and 2014 overpayment credited to 2015	6a	70,000.	
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	70,000.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	506.	
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	33,831.	
11 Enter the amount of line 10 to be: Credited to 2016 estimated tax <input type="checkbox"/> 33,831. Refunded <input type="checkbox"/>	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
1c 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) ► DE, 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

N/A

**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 ► <b>NONE</b>	X	
14 The books are in care of ► <b>MICHAEL SCHINDLER</b> Telephone no. ► <b>212 210-6666</b> Located at ► <b>200 MADISON AVE, 5TH FL, NEW YORK, NY</b> ZIP+4 ► <b>10016-3912</b>		
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (6) Agree to pay money or property to a government official? (Exception Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>	1b	X
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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 c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► , , ,	2b	
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No b If "Yes," did it have excess business holdings in 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

Form 990-PF (2015)

**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))?

☐ 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)?

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**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
ELIHU ROSE	PRESIDENT/SECRETARY/DIRECTOR			
200 MADISON AVE 5TH FL				
NEW YORK, NY 10016-3912	2.00	0.	0.	0.
SUSAN W. ROSE	DIRECTOR			
200 MADISON AVE 5TH FL				
NEW YORK, NY 10016-3912	2.00	0.	0.	0.

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

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

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

0

Form 990-PF (2015)

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

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

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

0

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

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

	Expenses
1 N/A	
2	
3	
4	

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

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

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0.

Form 990-PF (2015)



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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	3,232,340.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	1,798,479.
<b>c</b>	Fair market value of all other assets	<b>1c</b>	13,958,104.
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	18,988,923.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	0.
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	0.
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	18,988,923.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	<b>4</b>	284,834.
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	18,704,089.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	935,204.

**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.)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	935,204.
<b>2a</b>	Tax on investment income for 2015 from Part VI, line 5	<b>2a</b>	35,663.
<b>b</b>	Income tax for 2015. (This does not include the tax from Part VI.)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	35,663.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	899,541.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	0.
<b>5</b>	Add lines 3 and 4	<b>5</b>	899,541.
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	0.
<b>7</b>	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	899,541.

**Part XII****Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	<b>1a</b>	2,811,767.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	0.
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	2,811,767.
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	<b>5</b>	0.
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	2,811,767.

**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				899,541.
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	5,685,677.			
b From 2011	5,061,689.			
c From 2012	5,771,610.			
d From 2013	9,397,276.			
e From 2014	3,382,513.			
f Total of lines 3a through e	29,298,765.			
4 Qualifying distributions for 2015 from Part XII, line 4: ▶ \$	2,811,767.			
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				899,541.
e Remaining amount distributed out of corpus	1,912,226.			
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:	31,210,991.			
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	5,685,677.			
9 Excess distributions carryover to 2016 Subtract lines 7 and 8 from line 6a	25,525,314.			
10 Analysis of line 9:				
a Excess from 2011	5,061,689.			
b Excess from 2012	5,771,610.			
c Excess from 2013	9,397,276.			
d Excess from 2014	3,382,513.			
e Excess from 2015	1,912,226.			



**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
<b>a Paid during the year</b>				
122 EAST 66TH STREET FOUNDATION 122 E 66TH ST NEW YORK, NY 10065	N/A	PC	GENERAL OPERATING EXPENSES	1,000.
AMERICAN ASSOCIATES OF THE NATIONAL THEATRE INC. 268 W 44TH ST, STE 4 NEW YORK, NY 10036	N/A	PC	GENERAL OPERATING EXPENSES	13,000.
AMERICAN FRIENDS OF THE PARIS OPERA & BALLET 972 5TH AVE NEW YORK, NY 10075	N/A	PC	GENERAL OPERATING EXPENSES	1,000.
AMERICAN FRIENDS OF THE VICTORIA AND ALBERT MUSEUM INC 1301 AVE OF THE AMERICAS, NO 23022 NEW YORK, NY 10019	N/A	PC	GENERAL OPERATING EXPENSES	82.
AMERICAN JEWISH COMMITTEE 165 E 56TH ST NEW YORK, NY 10022	N/A	PC	GENERAL OPERATING EXPENSES	1,000.
<b>Total</b>	<b>SEE CONTINUATION SHEET(S)</b>			<b>2,772,627.</b>
<b>b Approved for future payment</b>				
NONE				
<b>Total</b>				<b>0.</b>





**Schedule B**(Form 990, 990-EZ,  
or 990-PF)Department of the Treasury  
Internal Revenue Service**Schedule of Contributors**

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.  
▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and  
its instructions is at [www.irs.gov/form990](http://www.irs.gov/form990).

OMB No 1545-0047

**2015**

Name of the organization

Employer identification number

**SUSAN AND ELIHU ROSE FOUNDATION, INC.****13-3484181**

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)( ) (enter number) organization☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation☐ 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

**Special Rules**

- ☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year. ▶ \$ \_\_\_\_\_

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

**LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2015)**

Name of organization	Employer identification number
<b>SUSAN AND ELIHU ROSE FOUNDATION, INC.</b>	<b>13-3484181</b>

**Part I Contributors** (see instructions) Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
<b>1</b>	<b>ELIHU ROSE</b> <b>2 E 88TH ST</b> <b>NEW YORK, NY 10128-0555</b>	\$ <b>600,000.</b>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
<b>2</b>	<b>SUSAN W. ROSE</b> <b>2 E 88TH ST</b> <b>NEW YORK, NY 10128-0555</b>	\$ <b>600,000.</b>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)



Employer identification number

13-3484181

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$ _____	_____
		\$ _____	_____
		\$ _____	_____
		\$ _____	_____
		\$ _____	_____

Name of organization

Employer identification number

**SUSAN AND ELIHU ROSE FOUNDATION, INC.****13-3484181****Part III**

Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year (Enter this info once) ▶ \$

Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

**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.)
<b>1a PUBLICLY TRADED SECURITIES</b>		<b>P</b>	<b>VARIOUS</b>	<b>VARIOUS</b>
<b>b ANADARKO PETROLEUM CORP</b>		<b>D</b>	<b>08/21/03</b>	<b>10/07/15</b>
<b>c GOODHUE HOUSE COMPANY</b>		<b>P</b>	<b>VARIOUS</b>	<b>VARIOUS</b>
<b>d MILLENNIUM INTERNATIONAL, LTD</b>		<b>P</b>	<b>VARIOUS</b>	<b>VARIOUS</b>
<b>e THRU SCHEDULE K-1'S</b>		<b>P</b>	<b>VARIOUS</b>	<b>VARIOUS</b>
<b>f CAPITAL GAINS DIVIDENDS</b>				
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)
<b>a 2,911,008.</b>		<b>2,609,747.</b>	<b>301,261.</b>
<b>b 66,707.</b>		<b>24,397.</b>	<b>42,310.</b>
<b>c</b>			<b>0.</b>
<b>d</b>			<b>1,500,000.</b>
<b>e</b>			<b>-181,139.</b>
<b>f 285.</b>			<b>285.</b>
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			(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	
<b>a</b>			<b>301,261.</b>
<b>b</b>			<b>42,310.</b>
<b>c</b>			<b>0.</b>
<b>d</b>			<b>1,500,000.</b>
<b>e</b>			<b>-181,139.</b>
<b>f</b>			<b>285.</b>
g			
h			
i			
j			
k			
l			
m			
n			
o			

<b>2</b> 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 }	<b>2</b>	<b>1,662,717.</b>
<b>3</b> 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 }	<b>3</b>	<b>N/A</b>

**Part XV Supplementary Information****3 Grants and Contributions Paid During the Year (Continuation)**

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
AMERICAN JEWISH HISTORICAL SOCIETY 15 W 16TH ST, 5TH FL NEW YORK, NY 10011	N/A	PC	GENERAL OPERATING EXPENSES	10,000.
AMERICAN MUSEUM OF NATURAL HISTORY CPW @ 79TH ST NEW YORK, NY 10024	N/A	PC	GENERAL OPERATING EXPENSES	1,750.
AMERICAN TECHNION SOCIETY 55 E 59TH ST, STE 14 NEW YORK, NY 10022	N/A	PC	GENERAL OPERATING EXPENSES	50,000.
ARMY WAR COLLEGE FOUNDATION 122 FORBES AVE, B-120 CARLISLE, PA 17013	N/A	PC	GENERAL OPERATING EXPENSES	10,000.
BACHMANN-STRAUSS DYSTORIA & PARKINSON FOUNDATION INC 551 5TH AVE, STE 520 NEW YORK, NY 10176	N/A	PC	GENERAL OPERATING EXPENSES	1,000.
BARRINGTON STAGE COMPANY INC 30 UNION ST PITTSFIELD, MA 01201	N/A	PC	GENERAL OPERATING EXPENSES	5,000.
BREAST CANCER RESEARCH FOUNDATION 60 E 56TH ST, 8TH FL NEW YORK, NY 10022	N/A	PC	GENERAL OPERATING EXPENSES	5,000.
BUSINESS EXECUTIVES FOR NATIONAL SECURITY 1030 15TH ST NW, STE 200 E WASHINGTON, DC 20005	N/A	PC	GENERAL OPERATING EXPENSES	25,000.
CARAMOOR CENTER FOR MUSIC & THE ARTS INC. PO BOX 816 KATONAH, NY 10536	N/A	PC	GENERAL OPERATING EXPENSES	2,150.
CARNEGIE HALL NEIGHBORS INC. 170 E 91ST ST, LL NEW YORK, NY 10128	N/A	PC	GENERAL OPERATING EXPENSES	350.
Total from continuation sheets				2,756,545.

**Part XV Supplementary Information****3 Grants and Contributions Paid During the Year (Continuation)**

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
CARNEGIE HALL SOCIETY INC. 881 SEVENTH AVE NEW YORK, NY 10019	N/A	PC	GENERAL OPERATING EXPENSES	56,600.
CARNEGIE HALL 881 SEVENTH AVE NEW YORK, NY 10019	N/A	PC	GENERAL OPERATING EXPENSES	261,202.
CENTRAL SYNAGOGUE 123 E 55TH ST NEW YORK, NY 10022	N/A	PC	GENERAL OPERATING EXPENSES	42,240.
CHANCELLOR'S INNOVATION FUND NC STATE UNIVERSITY RALEIGH, NC 27695	N/A	PC	GENERAL OPERATING EXPENSES	2,500.
CHASHAMA, INC 675 3RD AVE, FL 32 NEW YORK, NY 10017	N/A	PC	GENERAL OPERATING EXPENSES	2,500.
CITIZEN UNION OF THE CITY OF NY 299 BROADWAY, STE 700 NEW YORK, NY 10007	N/A	PC	GENERAL OPERATING EXPENSES	3,000.
CONCERT ARTISTS GUILD 850 SEVENTH AVE, STE PH-A NEW YORK, NY 10019	N/A	PC	GENERAL OPERATING EXPENSES	1,000.
COUNCIL ON FOREIGN RELATIONS 58 E 68TH ST NEW YORK, NY 10131	N/A	PC	GENERAL OPERATING EXPENSES	30,000.
CULTURAL LANDSCAPE FOUNDATION 1711 CONNECTICUT AVE NW, STE 200 WASHINGTON, DC 20009	N/A	PC	GENERAL OPERATING EXPENSES	10,000.
EAST SIDE HOUSE SETTLEMENT 337 ALEXANDER AVE BRONX, NY 10454	N/A	PC	GENERAL OPERATING EXPENSES	1,850.
Total from continuation sheets				

**Part XV Supplementary Information****3 Grants and Contributions Paid During the Year (Continuation)**

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
FRENCH HERITAGE SOCIETY 14 E 60TH ST, STE 605 NEW YORK, NY 10022	N/A	PC	GENERAL OPERATING EXPENSES	4,065.
FRIENDS OF APIE, INC 16 FAYERWEATHER ST CAMBRIDGE, MA 2138	N/A	PC	GENERAL OPERATING EXPENSES	5,000.
GARRISON INSTUTITE 14 MARY'S WAY, RTE 9D GARRIOSN, NY 10524	N/A	PC	GENERAL OPERATING EXPENSES	5,000.
GILDER LEHRMAN INSTITUTE OF AMERICAN HISTORY 49 W 45TH ST NEW YORK, NY 10036	N/A	PC	GENERAL OPERATING EXPENSES	5,000.
GRADUATE CENTER FOUNDATION 365 5TH AVE NEW YORK, NY 10016	N/A	PC	GENERAL OPERATING EXPENSES	1,000.
HARMONY PROGRAM 555 W 57 ST NEW YORK, NY 10019	N/A	PC	GENERAL OPERATING EXPENSES	11,000.
HASTY PUDDING INSTITUTE OF 1770 PO BOX 381940 CAMBRIDGE, MA 02238	N/A	PC	GENERAL OPERATING EXPENSES	25,000.
HEAF 2090 ADAM CLAYTON POWELL BLVD, 10TH FL NEW YORK, NY 10027	N/A	PC	GENERAL OPERATING EXPENSES	7,500.
HENRY STREET SETTLEMENT 265 HENRY ST NEW YORK, NY 10022	N/A	PC	GENERAL OPERATING EXPENSES	2,500.
HORACE MANN ALUMNI FUND 231 W 246TH ST BRONX, NY 10471	N/A	PC	GENERAL OPERATING EXPENSES	2,000.
Total from continuation sheets				

**Part XV Supplementary Information****3 Grants and Contributions Paid During the Year (Continuation)**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
HORACE MANN SCHOOL 231 W 246TH ST BRONX, NY 10471	N/A	PC	GENERAL OPERATING EXPENSES	2,500.
HOSPITAL FOR SPECIAL SURGERY FUND INC. 535 E 70TH ST NEW YORK, NY 10021	N/A	PC	GENERAL OPERATING EXPENSES	28,000.
HOSPITAL FOR SPECIAL SURGERY 535 E 70TH ST NEW YORK, NY 10021	N/A	PC	GENERAL OPERATING EXPENSES	856,500.
JAZZ AT LINCOLN THEATER 3 COLUMBUS CIRCLE, STE 1200 NEW YORK, NY 10019	N/A	PC	GENERAL OPERATING EXPENSES	1,000.
JUILLIARD SCHOOL 60 LINCOLN CENTER PLAZA NEW YORK, NY 10023	N/A	PC	GENERAL OPERATING EXPENSES	167,000.
JUMPSTART 505 8TH AVE, STE 602 NEW YORK, NY 10018	N/A	PC	GENERAL OPERATING EXPENSES	1,250.
KENT PRESENTS PO BOX 648 KENT, CT 06757	N/A	PC	GENERAL OPERATING EXPENSES	3,500.
LIBRARY OF AMERICA 14 E 60TH ST NEW YORK, NY 10022	N/A	PC	GENERAL OPERATING EXPENSES	25,350.
LINCOLN CENTER FOR THE PERFORMING ARTS 10 LINCOLN CENTER PLAZA NEW YORK, NY 10023	N/A	PC	GENERAL OPERATING EXPENSES	5,000.
LINCOLN CENTER THEATER 150 W 65TH STREET NEW YORK, NY 10023	N/A	PC	GENERAL OPERATING EXPENSES	15,000.
Total from continuation sheets				

**Part XV Supplementary Information****3 Grants and Contributions Paid During the Year (Continuation)**

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
MABEL MERCER FOUNDATION 160 E 48TH ST, STE 1P NEW YORK, NY 10017	N/A	PC	GENERAL OPERATING EXPENSES	5,000.
MARINE CORPS UNIVERSITY FOUNDATION 715 BROADWAY ST QUANTICO, VA 22134	N/A	PC	GENERAL OPERATING EXPENSES	15,000.
MARTINA ARROYO FOUNDATION 57 W 57TH ST NEW YORK, NY 10019	N/A	PC	GENERAL OPERATING EXPENSES	2,500.
MASTERSVOICES INC. (FORMERLY THE COLLEGIATE CHORALE) 115 E 57TH ST, 11TH FL NEW YORK, NY 10022	N/A	PC	GENERAL OPERATING EXPENSES	6,500.
METROPOLITAN MUSEUM OF ART 1000 5TH AVE NEW YORK, NY 10028	N/A	PC	GENERAL OPERATING EXPENSES	50,000.
METROPOLITAN OPERA LINCOLN CENTER NEW YORK, NY 10023	N/A	PC	GENERAL OPERATING EXPENSES	12,500.
MINNEAPOLIS INSTITUTE OF ART 2400 3RD AVE S MINNEAPOLIS, MN 55404	N/A	PC	GENERAL OPERATING EXPENSES	1,000.
MUSEUM OF THE CITY OF NEW YORK 1220 FIFTH AVE NEW YORK, NY 10029	N/A	PC	GENERAL OPERATING EXPENSES	10,000.
MUSEUM OF WORLD WAR II, INC. 46 ELIOT ST NATICK, MA 01760	N/A	PC	GENERAL OPERATING EXPENSES	25,000.
NATIONAL MUSEUM OF AMERICAN HISTORY 492 BELLEVUE AVE NEWPORT, RI 02840	N/A	PC	GENERAL OPERATING EXPENSES	10,000.
Total from continuation sheets				



**Part XV Supplementary Information****3 Grants and Contributions Paid During the Year (Continuation)**

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
NATIONAL PARKS OF NY HARBOR CONSERVANCY 26 WALL ST NEW YORK, NY 10005	N/A	PC	GENERAL OPERATING EXPENSES	1,000.
NEW JERSEY SYMPHONY ORCHESTRA 60 PARK PLACE NEWARK, NJ 7102	N/A	PC	GENERAL OPERATING EXPENSES	1,000.
NEW YORK CITY CENTER 130 W 56TH ST, 9TH FL NEW YORK, NY 10019	N/A	PC	GENERAL OPERATING EXPENSES	16,000.
NEW YORK CITY CENTER 130 W 56TH ST NEW YORK, NY 10019	N/A	PC	GENERAL OPERATING EXPENSES	2,100.
NEW YORK FESTIVAL OF SONG 307 SEVENTH AVE, STE 1206 NEW YORK, NY 10001	N/A	PC	GENERAL OPERATING EXPENSES	1,000.
NEW YORK HISTORICAL SOCIETY 170 CPW NEW YORK, NY 10024	N/A	PC	GENERAL OPERATING EXPENSES	5,000.
NEW YORK PHILHARMONIC 10 LINCOLN CENTER PLAZA NEW YORK, NY 10023	N/A	PC	GENERAL OPERATING EXPENSES	391,000.
NEW YORK PRESBYTERIAN HOSPITAL 525 E 68TH ST NEW YORK, NY 10065	N/A	PC	GENERAL OPERATING EXPENSES	2,000.
NEW YORK UNIVERSITY 70 WASHINGTON SQUARE S NEW YORK, NY 10012	N/A	PC	GENERAL OPERATING EXPENSES	10,000.
NEW YORK YOUTH SYMPHONY 110 W 40TH ST, STE 1503 NEW YORK, NY 10018	N/A	PC	GENERAL OPERATING EXPENSES	500.
Total from continuation sheets				

**Part XV Supplementary Information****3 Grants and Contributions Paid During the Year (Continuation)**

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
NORMAN ROCKWELL MUSEUM PO BOX 3085 STOCKBRIDGE, MA 01262	N/A	PC	GENERAL OPERATING EXPENSES	2,500.
NYCO RENAISSANCE LTD 1700 BROADWAY, 39TH FL NEW YORK, NY 10019	N/A	PC	GENERAL OPERATING EXPENSES	4,500.
ORCHESTRA OF ST. LUKES 330 W 42ND ST, 9TH FL NEW YORK, NY 10036	N/A	PC	GENERAL OPERATING EXPENSES	7,650.
PARK AVENUE ARMORY 643 PARK AVE NEW YORK, NY 10065	N/A	PC	GENERAL OPERATING EXPENSES	202,822.
PEOPLES SYMPHONY CONCERTS 121 W 27TH ST, STE 703 NEW YORK, NY 10001	N/A	PC	GENERAL OPERATING EXPENSES	250.
PLAYRIGHTS REALM 520 8TH AVE, STE 320, NEW YORK, NY 10018	N/A	PC	GENERAL OPERATING EXPENSES	500.
PRESERVATION LEAGUE OF NEW YORK STATE 44 CENTRAL AVE ALBANY, NY 12206	N/A	PC	GENERAL OPERATING EXPENSES	5,000.
PROJECT MORRY 350 EXECUTIVE BLVD, STE 125 ELMSFORD, NY 10523	N/A	PC	GENERAL OPERATING EXPENSES	5,000.
ROUNDAABOUT THEATER 231 W 39TH ST, STE 1200 NEW YORK, NY 10018	N/A	PC	GENERAL OPERATING EXPENSES	2,500.
ROUNDTABLE CULTURAL SEMINARS 45 E 78TH ST, 5TH FL NEW YORK, NY 10075	N/A	PC	GENERAL OPERATING EXPENSES	1,800.
Total from continuation sheets				

**Part XV Supplementary Information****3 Grants and Contributions Paid During the Year (Continuation)**

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
SAMUEL WAXMAN CANCER RESEARCH FDN. 30 OAKLEY AVE MT. VERNON, NY 10550	N/A	PC	GENERAL OPERATING EXPENSES	10,000.
SARATOGA PERFORMING ARTS CENTER 108 AVENUE OF THE PINES SARATOGA, NY 12866	N/A	PC	GENERAL OPERATING EXPENSES	10,000.
SMITH COLLEGE COLLEGE HALL 204 10 ELM ST NORTHAMPTON, MA 01063	N/A	PC	GENERAL OPERATING EXPENSES	4,000.
SOCIETY OF ILLUSTRATORS 128 E 63RD ST NEW YORK, NY 10065	N/A	PC	GENERAL OPERATING EXPENSES	2,000.
THE ACTORS FUND 79 SEVENTH AVENUE, LOTH FLOOR NEW YORK, NY 10102	N/A	PC	GENERAL OPERATING EXPENSES	1,500.
THE ARMY HISTORICAL FOUNDATION 2425 WILSON BLVD ARLINGTON, VA 22201	N/A	PC	GENERAL OPERATING EXPENSES	5,000.
THE CATSKILL HIGH PEAK PO BOX 34 GREAT BARRINGTON, MA 01230	N/A	PC	GENERAL OPERATING EXPENSES	1,500.
THE DOE FUND 232 E 84TH STREET NEW YORK, NY 10028	N/A	PC	GENERAL OPERATING EXPENSES	2,500.
THE FRICK COLLECTION 1 EAST 70TH STREET NEW YORK, NY 10021	N/A	PC	GENERAL OPERATING EXPENSES	3,700.
THE FUND FOR PUBLIC SCHOOLS 52 CHAMBERS STREET NEW YORK, NY 10007	N/A	PC	GENERAL OPERATING EXPENSES	2,500.
Total from continuation sheets				

**Part XV Supplementary Information****3 Grants and Contributions Paid During the Year (Continuation)**

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
THE JEWISH MUSEUM 1109 5TH AVENUE NEW YORK, NY 10128	N/A	PC	GENERAL OPERATING EXPENSES	10,000.
THE KNIGHTS 1275 PROSPECT AVENUE BROOKLYN, NY 11218	N/A	PC	GENERAL OPERATING EXPENSES	30,000.
THE MORGAN LIBRARY 14 E 60TH STREET NEW YORK, NY 10022	N/A	PC	GENERAL OPERATING EXPENSES	1,000.
THE MUSEUM OF MODERN ART 11 WEST 53RD STREET NEW YORK, NY 10019	N/A	PC	GENERAL OPERATING EXPENSES	1,750.
THE NEW 42ND STREET 229 W 42ND STREET NEW YORK, NY 10036	N/A	PC	GENERAL OPERATING EXPENSES	2,500.
THE NEW YORK SOCIETY LIBRARY 53 EAST 79TH STREET NEW YORK, NY 10075	N/A	PC	GENERAL OPERATING EXPENSES	1,000.
THE WHITNEY MUSEUM OF AMERICAN ART 945 MADISON AVENUE NEW YORK, NY 10131	N/A	PC	GENERAL OPERATING EXPENSES	5,000.
UJA - FEDERATION OF NEW YORK 130 E. 59TH STREET NEW YORK, NY 10022	N/A	PC	GENERAL OPERATING EXPENSES	111,666.
WEILL CORNELL MEDICAL COLLEGE 1300 YORK AVENUE NEW YORK, NY 10065	N/A	PC	GENERAL OPERATING EXPENSES	4,000.
WIKIMEDIA FOUNDATION, INC. P.O. BOX 98204 WASHINGTON, DC 20090	N/A	PC	GENERAL OPERATING EXPENSES	500.
Total from continuation sheets				

**3 Grants and Contributions Paid During the Year (Continuation)****Total from continuation sheets**

## 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
CHECKING ACCOUNT	83.	83.	
MONEY MARKET ACCOUNTS	2,676.	2,676.	
TOTAL TO PART I, LINE 3	2,759.	2,759.	

## 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
PUBLICLY TRADED SECURITIES	59,799.	285.	59,514.	59,514.	
TO PART I, LINE 4	59,799.	285.	59,514.	59,514.	

## FORM 990-PF RENTAL INCOME STATEMENT 3

KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME
APARTMENTS; 20 EAST 35TH STREET, NEW YORK, NY 10016	1	44,910.
TOTAL TO FORM 990-PF, PART I, LINE 5A		44,910.

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FORM 990-PF.	RENTAL EXPENSES	STATEMENT	4
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DESCRIPTION	ACTIVITY NUMBER	AMOUNT	TOTAL
DEPRECIATION		2,314.	
MAINTENANCE CHARGES		48,278.	
INSURANCE		504.	
MISCELLANEOUS EXPENSES		15.	
- SUBTOTAL -	1		51,111.
TOTAL RENTAL EXPENSES			51,111.
NET RENTAL INCOME TO FORM 990-PF, PART I, LINE 5B			-6,201.

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FORM 990-PF	OTHER INCOME	STATEMENT	5
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
THRU SCHEDULE K-1'S - ORDINARY BUSINESS INCOME	0.	35,262.	
THRU SCHEDULE K-1'S - OTHER INCOME	0.	95,282.	
TOTAL TO FORM 990-PF, PART I, LINE 11	0.	130,544.	

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FORM 990-PF	LEGAL FEES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
GENERAL GOVERNANCE AND COUNSEL	27,192.	0.		27,192.
TO FM 990-PF, PG 1, LN 16A	27,192.	0.		27,192.

## FORM 990-PF.

## ACCOUNTING FEES

STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
GENERAL ACCOUNTING AND BOOKKEEPING	5,240.	0.		5,240.
TAX AND INFORMATIONAL RETURN PREPARATION	5,058.	0.		5,058.
TO FORM 990-PF, PG 1, LN 16B	10,298.	0.		10,298.

## FORM 990-PF

## OTHER PROFESSIONAL FEES

STATEMENT 8

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
GENERAL INVESTMENT ADVISORY FEES	30,000.	30,000.		0.
INVESTMENT BROKERAGE MAINTENANCE AND ADVISORY FEES	34,089.	34,089.		0.
TO FORM 990-PF, PG 1, LN 16C	64,089.	64,089.		0.

## FORM 990-PF

## TAXES

STATEMENT 9

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL EXCISE TAX	72,062.	0.		0.
FOREIGN TAXES WITHHELD	3,536.	3,536.		0.
FOREIGN TAXES WITHHELD THRU SCHEDULE K-1'S	0.	163.		0.
TO FORM 990-PF, PG 1, LN 18	75,598.	3,699.		0.



FORM 990-PF.	OTHER EXPENSES			STATEMENT 10
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ADR FEES, AGENT CUSTODIAN FEES AND OTHER STOCK FEES	1,960.	1,960.		0.
BANK FEES	521.	521.		0.
FILING FEES	1,650.	0.		1,650.
OTHER CHARITABLE EXPENSES	37,000.	0.		0.
OTHER INVESTMENT EXPENSES THRU SCHEDULE K-1'S	0.	5,219.		0.
MAINTENANCE CHARGES	48,278.	48,278.		0.
INSURANCE	504.	504.		0.
MISCELLANEOUS EXPENSES	15.	15.		0.
TO FORM 990-PF, PG 1, LN 23	89,928.	56,497.		1,650.

FORM 990-PF	CORPORATE STOCK		STATEMENT 11
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
ALPHABET INC/CA-CL C (GOOG) 241 SHARES	139,279.	182,890.	
AMAZON.COM INC (AMZN) 30 SHARES	11,891.	20,277.	
AMC NETWORKS INC A (AMCX) 1,800 SHARES	113,914.	134,424.	
ANHEUSER BUSCH INBEV SA/NV SPONS ADR (BUD) 350 SHARES	35,555.	43,750.	
APPLE INC. (AAPL) 1,900 SHARES	183,546.	199,994.	
CHEESECAKE FACTORY INC. (CAKE) 2,200 SHARES	103,580.	101,442.	
COMCAST CORP-CL A (CMCS A) 2,700 SHARES	164,541.	152,361.	
DIAGEO P L C SPONS ADR NEW (DEO) 1,170 SHARES	135,265.	127,612.	
GENERAL MILLS INC (GIS) 1,975 SHARES	107,792.	113,879.	
LULULEMON ATHLETICA INC (LULU) 2,500 SHARES	122,430.	131,175.	
LVMH MOET HENNESSY LOUIS VUI 850 SHARES	143,949.	133,794.	
MCDONALD'S CORP (MCD) 1,550 SHARES	158,362.	183,117.	
NESTLE S A SPONS ADR (NSRG Y) 1,850 SHARES	137,718.	137,677.	
NIKE INC - CL B (NKE) 500 SHARES	23,836.	31,250.	
PRICELINE GROUP INC. (PCLN) 120 SHARES	146,999.	152,994.	
RALPH LAUREN CORP (RL) 1,235 SHARES	161,808.	137,677.	
STARBUCKS CORP (SBUX) 775 SHARES	36,696.	46,523.	
TIFFANY & CO (TIF) 1,075 SHARES	84,261.	82,012.	
TIME WARNER INC (TWX) 2,350 SHARES	158,127.	151,975.	
TWITTER INC (TWTR) 2,850 SHARES	73,711.	65,949.	
UNITED PARCEL SERVICE INC - CL B (UPS) 1,525 SHARES	152,408.	146,751.	
VISA INC - CL A SHARES (V) 1,380 SHARES	80,973.	107,019.	
WAL-MART STORES INC (WMT) 2,975 SHARES	180,857.	182,368.	

SUSAN AND ELIHU ROSE FOUNDATION, INC.

13-3484181

WALT DISNEY CO (DIS) 1,150 SHARES	103,154.	120,842.
WILLIAM SONOMA INC (WSM) 2,350 SHARES	150,195.	137,262.
TOTAL TO FORM 990-PF, PART II, LINE 10B	2,910,847.	3,025,014.

FORM 990-PF OTHER INVESTMENTS STATEMENT 12

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
ANGEL OAK MULTI STRAT INC I (ANGIX) 1,076.008 SHARES	COST	12,848.	12,374.
BLACKROCK GLOBAL L/S CREDIT I (BGCIX) 1252.678 SHARES	COST	13,065.	12,239.
BLACKROCK STRATEGIC INC OPP I (BSIIX) 2,533.808 SHARES	COST	25,357.	24,755.
LORD ABBETT HIGH YIELD F (LHYFX) 1,945.847 SHARES	COST	17,666.	17,104.
LORD ABBETT FLT RT F (LFRFX) 1,743.277 SHARES	COST	12,722.	11,994.
LORD ABBETT SHT DURATION INC F (LDLFX) 8,584.483 SHARES	COST	37,684.	36,999.
LORD ABBETT SHT DURATION YIELD MINI (SDHFX) 843.506 SHARES	COST	12,637.	12,830.
PIMCO INCOME INST (PIMIX) 4,541.793 SHARES	COST	55,451.	53,275.
PRUDENTIAL SH DUR HI YLD INC Z (HYSZX) 555.473 SHARES	COST	5,115.	4,960.
PRUDENTIAL SH DUR MUNI HI INC X (PDSZX) 1,255.085 SHARES	COST	12,639.	12,752.
FARALLON CAPITAL INSTITUTIONAL PARTNERS, LP	COST	991,963.	847,805.
GOODHUE HOUSE COMPANY	COST	354,643.	1,106,700.
GOODHUE RESIDENTIAL COMPANY	COST	1.	194,000.
INSTITUTIONAL DIVERSIFIED ARBITRAGE STRATEGIES LTD.	COST	1.	2,368,498.
INSTITUTIONAL INVESTMENT FUND LTD.	COST	600,000.	3,820,419.
MILLENNIUM INTERNATIONAL, LTD	COST	1.	4,791,682.
REAL ESTATE - 20 EAST 35TH STREET	COST	140,201.	799,000.
STATE OF ISRAEL DEVELOPMENT BONDS	COST	30,000.	30,000.
TOTAL TO FORM 990-PF, PART II, LINE 13		2,321,994.	14,157,386.

SUSAN AND ELIHU ROSE FOUNDATION, INC.

13-3484181

FORM 990-PF.

PART XV - LINE 1A  
LIST OF FOUNDATION MANAGERS

STATEMENT 13

NAME OF MANAGER

ELIHU ROSE  
SUSAN W. ROSE