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For calendar year 2015, or tax year beginning 01-01-2015 , and ending 12-31-2015

Name of foundation LEMBERG FOUNDATION INC		A Employer identification number 13-6082064	
Number and street (or P O box number if mail is not delivered to street address) 430 PARK AVENUE STE 505		Room/suite	B Telephone number (see instructions) (212) 682-9595
City or town, state or province, country, and ZIP or foreign postal code NEW YORK, NY 10022		C If exemption application is pending, check here ☐	
G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐ E If private foundation status was terminated under section 507(b)(1)(A), check here ☐	
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐	
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 44,673,428		J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis)	

Part I	Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))	Revenue and expenses per books (a)	Net investment income (b)	Adjusted net income (c)	Disbursements for charitable purposes (d) (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	402,074			
	2 Check ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	32,631	32,631		
	4 Dividends and interest from securities	886,935	886,935		
	5a Gross rents	364,453	364,453		
	b Net rental income or (loss) <u>195,782</u>				
	6a Net gain or (loss) from sale of assets not on line 10	44,123			
	b Gross sales price for all assets on line 6a <u>619,656</u>				
	7 Capital gain net income (from Part IV, line 2)		44,123		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	702,248	95,069		
	12 Total. Add lines 1 through 11	2,432,464	1,423,211		
	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule).	3,753	3,753		
	b Accounting fees (attach schedule).	2,750	2,750		
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	106,611			
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings.				
	22 Printing and publications				
	23 Other expenses (attach schedule).	168,237	168,237		
	24 Total operating and administrative expenses. Add lines 13 through 23	281,351	174,740		0
	25 Contributions, gifts, grants paid	3,603,049			3,603,049
	26 Total expenses and disbursements. Add lines 24 and 25	3,884,400	174,740		3,603,049
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-1,451,936			
	b Net investment income (if negative, enter -0-)		1,248,471		
	c Adjusted net income (if negative, enter -0-)				

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	24,261	890,088	890,088
	2	Savings and temporary cash investments	1,074,575	1,193,546	1,193,546
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions).			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	1,077,792	977,336	27,110,794
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15	Other assets (describe ▶ _____)	9,806,464	7,470,186	15,479,000	
16	Total assets(to be completed by all filers—see the instructions Also, see page 1, item I)	11,983,092	10,531,156	44,673,428	
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 (attach schedule).			
	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities(add lines 17 through 22)		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	492,678	492,678	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	11,490,414	10,038,478	
	30	Total net assets or fund balances(see instructions)	11,983,092	10,531,156	
31	Total liabilities and net assets/fund balances(see instructions)	11,983,092	10,531,156		

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	11,983,092	
2	Enter amount from Part I, line 27a	2	-1,451,936	
3	Other increases not included in line 2 (itemize) ▶ _____	3		
4	Add lines 1, 2, and 3	4	10,531,156	
5	Decreases not included in line 2 (itemize) ▶ _____	5		
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	10,531,156	

Part IV

Capital Gains and Losses for Tax on Investment Income

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

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

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

2	Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	44,123
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	-91,034

Part V

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

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)
If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No
If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2014	2,859,627	42,224,261	0 067725
2013	2,245,394	40,474,120	0 055477
2012	1,972,549	39,310,075	0 050179
2011	1,852,276	35,847,062	0 051672
2010	1,911,065	37,218,573	0 051347

2	Total of line 1, column (d).	2	0 276400
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 055280
4	Enter the net value of noncharitable-use assets for 2015 from Part X, line 5.	4	42,270,859
5	Multiply line 4 by line 3.	5	2,336,733
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	12,485
7	Add lines 5 and 6.	7	2,349,218
8	Enter qualifying distributions from Part XII, line 4.	8	3,603,049

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

Part VI

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ 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	12,485
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	
3 Add lines 1 and 2.		3	12,485
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	
5 Tax based on investment income.Subtract line 4 from line 3 If zero or less, enter -0-		5	12,485
6 Credits/Payments			
a 2015 estimated tax payments and 2014 overpayment credited to 2015	6a	48,247	
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	48,247
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	35,762
11 Enter the amount of line 10 to be Credited to 2015 estimated tax ☐ 35,762 Refunded ☐		11	

Part VII-A

Statements Regarding Activities

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

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	13	Yes	
14	The books are in care of ▶ JOHN USDAN Telephone no ▶ (212) 682-9595 Located at ▶ 430 PARK AVENUE 505 NEW YORK NY ZIP+4 ▶ 10022			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here ▶ ☐ and enter the amount of tax-exempt interest received or accrued during the year ▶ 15			
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 instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes", enter the name of the foreign country ▶	16	Yes No	No No

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. ▶ ☐	1b		
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		
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? ☐ Yes ☒ No If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions).	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ 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).	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2015?	4b		No

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

5a During the year did the foundation pay or incur any amount to (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No (4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions). ☐ Yes ☒ No (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No			
b If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? 5b 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? ☐ Yes ☐ No <i>If "Yes," attach the statement required by Regulations section 53.4945–5(d)</i>			
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 <i>If "Yes" to 6b, file Form 8870</i>			No
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? 7b			

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

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
JOHN USDAN 430 PARK AVENUE 505 NEW YORK, NY 10022	PRESIDENT 0 00	0	0	0
ADAM USDAN 430 PARK AVENUE 505 NEW YORK, NY 10022	VICE PRESIDE 0 00	0	0	0
ESME USDAN 430 PARK AVENUE 505 NEW YORK, NY 10022	SECRETARY 0 00	0	0	0
DALE LEWIS 430 PARK AVENUE 505 NEW YORK, NY 10022	DIRECTOR 0 00	0	0	0

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

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

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

Part VIII

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

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

Part IX-A

Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1	
2	
3	
4	

Part IX-B

Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	

Total. Add lines 1 through 3 ▶

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	28,356,025
b	Average of monthly cash balances.	1b	913,553
c	Fair market value of all other assets (see instructions).	1c	13,645,000
d	Total (add lines 1a, b, and c).	1d	42,914,578
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	
2	Acquisition indebtedness applicable to line 1 assets.	2	
3	Subtract line 2 from line 1d.	3	42,914,578
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	643,719
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	42,270,859
6	Minimum investment return. Enter 5% of line 5.	6	2,113,543

Part XI Distributable Amount(see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6.	1	2,113,543
2a	Tax on investment income for 2015 from Part VI, line 5.	2a	12,485
b	Income tax for 2015 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	12,485
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	2,101,058
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	2,101,058
6	Deduction from distributable amount (see instructions).	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	2,101,058

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	3,603,049
b	Program-related investments—total from Part IX-B.	1b	
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	3,603,049
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions).	5	12,485
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	3,590,564

Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

Part XIII

Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2014	(c) 2014	(d) 2015
1 Distributable amount for 2015 from Part XI, line 7				2,101,058
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only.				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2015				
a From 2010.				175,823
b From 2011.				190,717
c From 2012.				206,573
d From 2013.				248,898
e From 2014.				769,720
f Total of lines 3a through e.	1,591,731			
4 Qualifying distributions for 2015 from Part XII, line 4 ► \$ 3,603,049				
a Applied to 2014, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2015 distributable amount.				2,101,058
e Remaining amount distributed out of corpus	1,501,991			
5 Excess distributions carryover applied to 2015 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	3,093,722			
b Prior years' undistributed income Subtract line 4b from line 2b.				
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.				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2014 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015.				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions).				
8 Excess distributions carryover from 2010 not applied on line 5 or line 7 (see instructions). . .	175,823			
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a.	2,917,899			
10 Analysis of line 9				
a Excess from 2011. . . .				190,717
b Excess from 2012. . . .				206,573
c Excess from 2013. . . .				248,898
d Excess from 2014. . . .				769,720
e Excess from 2015. . . .				1,501,991

Part XIV

b Check box to indicate whether the organization is a:

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

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Part XV

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))

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

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

JOHN USDAN
430 PARK AVENUE 505
NEW YORK, NY 10022
(212) 682-9595

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

LETTER

c Any submission deadlines

NONE

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

Part XV

Supplementary Information(continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			▶ 3a	3,603,049
b Approved for future payment				
Total			▶ 3b	

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2015)

Part XVII

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

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge				
	***** _____ Signature of officer or trustee	2016-11-01 _____ Date	***** _____ Title	May the IRS discuss this return with the preparer shown below (see instr)? ☒ Yes ☐ No	
Paid Preparer Use Only	Print/Type preparer's name ROBERT D MITGANG	Preparer's Signature 	Date 2016-11-08	Check if self-employed ☐	PTIN P00363585
	Firm's name ▶ PERETZ RESNICK MITGANG & MARCUS LLP			Firm's EIN ▶ 13-4038381	
	Firm's address ▶ 303 SOUTH BROADWAY SUITE 105 TARRYTOWN, NY 105915410			Phone no (914) 332-5393	

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

List and describe the kind(s) of property sold (e g , real estate, (a) 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)
2K SH MEMORIAL PROD PTRS	P	2014-09-04	2015-02-27
SEE ATTACHED MORGAN STANLEY	P	2014-12-30	2015-12-31
3K SH APOLLO COMMERICAL RE	P	2013-03-13	2015-03-27
ALKEON ASIA GROWTH K-1	P	2015-12-31	2015-12-31
ALKEON ASIA GROWTH K-1	P	2015-12-31	2015-12-31
ALKEON GROWTH PARTNERS K-1	P	2015-12-31	2015-12-31
ALKEON GROWTH PARTNERS K-1	P	2015-12-31	2015-12-31
BRIGHTFIELD PARTNERS K-1	P	2015-12-31	2015-12-31
BRIGHTFIELD PARTNERS K-1	P	2015-12-31	2015-12-31
OXBRIDGE PARTNERS K-1	P	2015-12-31	2015-12-31

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
35,751		44,562	-8,811
215,000		210,941	4,059
50,943		51,645	-702
		51,767	-51,767
18,390			18,390
		6,736	-6,736
42,641			42,641
		13,233	-13,233
16,475			16,475
21,394			21,394

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-8,811
			4,059
			-702
			-51,767
			18,390
			-6,736
			42,641
			-13,233
			16,475
			21,394

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

List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)	How acquired P—Purchase (b) D—Donation	Date acquired (c) (mo , day, yr)	(d) Date sold (mo , day, yr)
OXBRIDGE PARTNERS K-1	P	2015-12-31	2015-12-31
KKR CHINA GROWTH K-1	P	2015-12-31	2015-12-31
KKR NEW ENERGY K-1	P	2015-12-31	2015-12-31
ENTERPISE K-1	P	2015-12-31	2015-12-31
ORACLE	P	2015-12-31	2015-12-31
SEE ATTACHED MORGAN STANLEY	P	2015-12-31	2015-12-31

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

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
29,669			29,669
102,474			102,474
1,705			1,705
25			25
		78,704	-78,704
84,359		117,945	-33,586

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			Gains (Col (h) gain minus col (k), but not less than -0-) or (l) Losses (from col (h))
(i) F M V as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			29,669
			102,474
			1,705
			25
			-78,704
			-33,586

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
92ND STREET & Y 1395 LEXINGTON AVE NEW YORK, NY 10128			GENERAL PUBLIC SUPPORT	50,000
AMERICAN ISRAEL CULTURAL FOUNDATION 1140 BROADWAY SUITE 304 NEW YORK, NY 10001			GENERAL PUBLIC SUPPORT	2,500
ANIMAL MEDICAL CENTER 510 E 62ND ST NEW YORK, NY 10065			GENERAL PUBLIC SUPPORT	20,000
ART CONNECTIONS 520 8TH AVE 321 NEW YORK, NY 10018			GENERAL PUBLIC SUPPORT	1,000
BENNINGTON COLLEGE 1 COLLEGE DR BENNINGTON, VT 05201			GENERAL PUBLIC SUPPORT	85,000
BRONX HOUSE INC 990 PELHAM PKWY S BRONX, NY 10461			GENERAL PUBLIC SUPPORT	62,249
BROOKINGS INSTITUTE 1775 MASSACHUSETTS AVE NW WASHINGTON, DC 20036			GENERAL PUBLIC SUPPORT	5,000
BROOKLYN ACADEMY OF MUSIC 30 LAFAYETTE AVE BROOKLYN, NY 11217			GENERAL PUBLIC SUPPORT	222,800
BROOKLYN HOSPITAL FOUNDATION 121 DEKALB AVE BROOKLYN, NY 11201			GENERAL PUBLIC SUPPORT	500
BROOKLYN PUBLIC LIBRARY 361 LEWIS AVE BROOKLYN, NY 11233			GENERAL PUBLIC SUPPORT	1,500
BUSINESS COUNCIL FOR PEACE 2576 BROADWAY 317 NEW YORK, NY 10025			GENERAL PUBLIC SUPPORT	1,000
CASA 48 WALL STREET 11TH FLOOR NEW YORK, NY 10005			GENERAL PUBLIC SUPPORT	3,000
CENTER FOR JEWISH HISTORY 15 W 16TH ST NEW YORK, NY 10011			GENERAL PUBLIC SUPPORT	10,000
CENTER FOR MUSIC 120 CLAREMONT AVE NEW YORK, NY 10027			GENERAL PUBLIC SUPPORT	1,000
CITIZENS COMMITTE FOR CHILDREN 14 WALL STREET 4E NEW YORK, NY 10005			GENERAL PUBLIC SUPPORT	1,000
Total ▶ 3a				3,603,049

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
COOKE CENTER FOR LEARNING 475 RIVERSIDE DR 730 NEW YORK, NY 10115			GENERAL PUBLIC SUPPORT	35,000
COOPER HEWITT NATIONAL MUSEUM 2 EAST 91ST STREET NEW YORK, NY 10128			GENERAL PUBLIC SUPPORT	260,000
EARLY MUSIC FOUNDATION 10 W 68TH ST NEW YORK, NY 10023			GENERAL PUBLIC SUPPORT	1,000
EAST HARLEM TUTORIAL PROGRAM 2050 2ND AVE NEW YORK, NY 10029			GENERAL PUBLIC SUPPORT	2,500
ENVIRONMENTAL DEFENSE FUND 257 PARK AVE SOUTH NEW YORK, NY 10010			GENERAL PUBLIC SUPPORT	10,000
ETHICAL CULTURE FIELDSTON SCHOOL 3901 FIELDSTON RD BRONX, NY 10471			GENERAL PUBLIC SUPPORT	15,000
FILM FORUM 209 W HOUSTON ST NEW YORK, NY 10014			GENERAL PUBLIC SUPPORT	3,500
FLEA THEATRE 41 WHITE ST NEW YORK, NY 10013			GENERAL PUBLIC SUPPORT	2,500
FOOD ALLERGY INITIATIVE 515 MADISON AVE SUITE 1912 NEW YORK, NY 10022			GENERAL PUBLIC SUPPORT	20,000
HAND IN HAND 390 KINGS HIGHWAY BROOKLYN, NY 11223			GENERAL PUBLIC SUPPORT	5,000
JAZZ FOUNDATION OF AMERICA 322 W 48TH ST NEW YORK, NY 10036			GENERAL PUBLIC SUPPORT	1,000
JB I INTERNATIONAL 110 EAST 30TH ST NEW YORK, NY 10016			GENERAL PUBLIC SUPPORT	2,500
JCC OF MANHATTAN 334 AMSTERDAM AVE NEW YORK, NY 10023			GENERAL PUBLIC SUPPORT	2,500
JEWISH BOARD OF FAMILY SERVICES 135 WEST 50TH ST NEW YORK, NY 10020			GENERAL PUBLIC SUPPORT	25,000
JONAS CENTER FOR NURSING 107 EAST 70TH ST NEW YORK, NY 10021			GENERAL PUBLIC SUPPORT	25,000
Total ▶ 3a				3,603,049

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
JUSTIFI 505 8TH AVE SUITE 601 NEW YORK,NY 10018			GENERAL PUBLIC SUPPORT	25,000
KIDS OF NYU LANGONE FUND 1 PARK AVE 17TH FLOOR NEW YORK,NY 10016			GENERAL PUBLIC SUPPORT	1,000
LAWYERS FOR CHILDREN 110 LAFAYETTE ST NEW YORK,NY 10013			GENERAL PUBLIC SUPPORT	2,500
LEARNING SPRING SCHOOL 247 EAST 20TH ST NEW YORK,NY 10003			GENERAL PUBLIC SUPPORT	40,000
LINCOLN CENTER INSTITUTE 70 LINCOLN CENTER PLAZA NEW YORK,NY 10023			GENERAL PUBLIC SUPPORT	40,000
LINCOLN CENTER THEATRE 10 LINCOLN CENTER PLAZA NEW YORK,NY 10023			GENERAL PUBLIC SUPPORT	7,500
NATIONAL YIDDISH INSTITUTE 36 BATTERY PL 201 NEW YORK,NY 10280			GENERAL PUBLIC SUPPORT	1,000
NYU CHILD STUDY CENTER 1 PARK AVENUE NEW YORK,NY 10016			GENERAL PUBLIC SUPPORT	25,000
NY BOTANICAL GARDEN 2900 SOUTHERN BLVD BRONX,NY 10458			GENERAL PUBLIC SUPPORT	35,000
ORCHESTRA OF ST LUKES 450 WEST 37TH ST SUITE 502 NEW YORK,NY 10018			GENERAL PUBLIC SUPPORT	10,000
PARK AVE SYNAGOGUE 50 EAST 87TH ST NEW YORK,NY 10128			GENERAL PUBLIC SUPPORT	200,000
PUBLIC ART FUND 1 EAST 53RD STREET 12 NEW YORK,NY 10022			GENERAL PUBLIC SUPPORT	1,500
PUBLIC THEATRE 425 LAFAYETTE ST NEW YORK,NY 10003			GENERAL PUBLIC SUPPORT	5,000
SCARSDALE ADULT SCHOOL PO BOX 205 SCARSDALE,NY 10583			GENERAL PUBLIC SUPPORT	2,000
SING FOR HOPE 575 8TH AVE SUITE 1812 NEW YORK,NY 10018			GENERAL PUBLIC SUPPORT	1,500
Total ▶ 3a				3,603,049

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
SLCD 87-25 136TH STREET NEW YORK,NY 11418			GENERAL PUBLIC SUPPORT	7,500
SLSLF INC 430 PARK AVE SUITE 505 NEW YORK,NY 10022			GENERAL PUBLIC SUPPORT	44,500
SYMPHONY SPACE 2537 BROADWAY NEW YORK,NY 10025			GENERAL PUBLIC SUPPORT	5,000
THE CENTER FOR ARTS EDUCATION 266 WEST 37TH ST NEW YORK,NY 10018			GENERAL PUBLIC SUPPORT	5,000
THE DALTON SCHOOL 108 EAST 89TH STREET NEW YORK,NY 10128			GENERAL PUBLIC SUPPORT	25,000
THE HASTINGS CENTER 21 MALCOM GORDON RD GARRISON,NY 10524			GENERAL PUBLIC SUPPORT	10,000
THE MINDS FOUNDATION 2 ATLANTIC AVE 4TH FLOOR BOSTON,MA 02110			GENERAL PUBLIC SUPPORT	1,000
THE WASHINGTON INSTITUTE 1111 19TH ST NW SUITE 500 WASHINGTON,DC 20036			GENERAL PUBLIC SUPPORT	10,000
SCHOOL FOR CHILDREN 1001 6TH AVE 4TH FLOOR NEW YORK,NY 10018			GENERAL PUBLIC SUPPORT	25,000
UJA FEDERATION 130 EAST 59TH STREET NEW YORK,NY 10022			GENERAL PUBLIC SUPPORT	85,000
USDAN CENTER 185 COLONIAL SPRINGS RD WHATLEY HEIGHTS,NY 11798			GENERAL PUBLIC SUPPORT	750,000
WEILL CORNELL MEDICAL COLLEGE 1300 YORK AVE NEW YORK,NY 10065			GENERAL PUBLIC SUPPORT	62,500
WESLEYAN UNIVERSITY 45 WYLLYS AVE MIDDLETOWN,CT 06459			GENERAL PUBLIC SUPPORT	1,159,000
WIZO 950 3RD AVE NEW YORK,NY 10022			GENERAL PUBLIC SUPPORT	1,000
WNET 13 825 8TH AVENUE NEW YORK,NY 10019			GENERAL PUBLIC SUPPORT	35,000
Total ▶ 3a				3,603,049

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
YALE UNIVERSITY SCHOOL YALE UNIVERSITY NEW HAVEN, CT 06520			GENERAL PUBLIC SUPPORT	101,000
YOUNG JEWISH PROFESSIONAL 121 W 19TH ST NEW YORK, NY 10011			GENERAL PUBLIC SUPPORT	2,500
Total ▶ 3a				3,603,049

TY 2015 Accounting Fees Schedule**Name:** LEMBERG FOUNDATION INC**EIN:** 13-6082064

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
CO-OP 478 WEST BWAY	750	750		
BLDG-BELL BLVD 1- QUEENS	2,000	2,000		

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

TY 2015 Amortization Schedule

Name: LEMBERG FOUNDATION INC

EIN: 13-6082064

Description of Amortized Expenses	Date Acquired, Completed, or Expended	Amount Amortized	Deduction for Prior Years	Amortization Method	Current Year Amortization	Net Investment Income	Adjusted Net Income	Total Amount of Amortization
AMORTIZATION					8,750	8,750		8,750

TY 2015 Investments Corporate Stock Schedule**Name:** LEMBERG FOUNDATION INC**EIN:** 13-6082064

Name of Stock	End of Year Book Value	End of Year Fair Market Value
NORFLK SOUTHERN-10,773	52,763	911,288
PEPSICO-258,240	454,711	25,803,341
PINACLE BANK OF ALABAMA-4,000	20,750	80,000
GOLAR LNG LIMITED-3,000	54,609	23,685
BP PLC-2,000	85,611	62,520
STONECASTLE-5,000	125,005	81,500
APOLLO COMML RE - 3,000		
ENLINK	59,633	30,180
HERCULES- 5,000	70,183	60,950
JP MORGAN - 3,000		
CONOCOPHILLIPS	24,755	28,014
LL&E	29,316	29,316

TY 2015 Legal Fees Schedule**Name:** LEMBERG FOUNDATION INC**EIN:** 13-6082064

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	465	465		
CO-OP 478 WEST BWAY	2,847	2,847		
BLDG-BELL BLVD 1-QUEENS	441	441		

TY 2015 Other Assets Schedule

Name: LEMBERG FOUNDATION INC
EIN: 13-6082064

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
INVESTMENT-NOD BROOK LLC	212,685	224,948	819,000
INVESTMENT IN 48-01 QUEENS BLVD LLC	287,988	289,592	386,000
INVESTMENT -48-11 QUEENS BLVD LLC	287,988	289,592	386,000
INVESTMENT -TWO NUTS LP	-333,300	-2,744,281	1,491,000
INVESTMENT -MERCIFUL SPRINGS LLC	-610,693	-671,376	1,084,000
INVESTMENT -BRIGHTFIELD PARTNERS LP	810,888		
INVESTMENT -BELL BLVD 1	316,710	334,201	1,489,000
INVESTMENT-478 W B'WY CO-OP	154,892	163,183	487,000
INVESTMENT-QUASAR OFFSHORE FUND	381,137	381,137	578,000
INVESTMENT-TONTINE OFFSHORE FUND	1,563,026	1,563,026	816,000
INVESTMENT-ORACLE PARTNERS LP	136,024	13,042	13,000
INVESTMENT-RCG LONG VEIW DEBT FUND L	169,310	118,130	102,000
INVESTMENT-HIGH VIEW POINT OFFSHORE	105,046		
INVESTMENT-ALKEON GROWTH PARTNERS LP	491,472	512,562	676,000
INVESTMENT-ALKEON ASIA GROWTH PARTNE	483,993	435,127	588,000
INVESTMENT-KKR CHINA GROWTH FUND LP	794,979	921,021	910,000
FLEXIS OUTDOOR HOLDINGS LP	964,699	951,290	997,000
INVESTMENT-OXBRIDGE PARTNERS	1,454,339	1,551,709	1,346,000
ALCENTRA	1,169,598	1,419,966	1,420,000
TAILWIND PARTNERS	244,581	617,233	725,000
KKR ENERGY	221,430	320,040	320,000
SUSSER/SUNOCO	101,562	99,437	99,000
MEMORIAL	115,591		
KKR TE AIV	34,118	37,522	38,000
RENTECH	156,285	122,812	123,000
NORTH STAR	92,116	328,872	394,000
ENTERPRISE		191,401	192,000

TY 2015 Other Expenses Schedule

Name: LEMBERG FOUNDATION INC
EIN: 13-6082064

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
CO-OP 478 WEST BWAY				
MANAGEMENT FEES				
INSURANCE	399	399		
MISCELLANEOUS EXPENSES	234	234		
RENT	23,375	23,375		
PROFESSIONAL FEES	3,270	3,270		
UTILITIES	451	451		
REPAIRS	2,258	2,258		
POSTAGE	17	17		
INVESTMENT DEPRECIATION	8,108	8,108		
BLDG-BELL BLVD 1-QUEENS				
MANAGEMENT FEES	14,578	14,578		
REAL ESTATE TAX	93,651	93,651		
INSURANCE	4,520	4,520		
OUTSIDE SERVICES	131	131		
LICENSES AND FEES	25	25		
SECURITY EXP	436	436		
INSPECTION AND PERMITS	1,325	1,325		
INVESTMENT DEPRECIATION	1,105	1,105		
EXPENSES				
BANK CHARGES	1,485	1,485		
FILING FEES	775	775		
MISCELLANEOUS EXPENSES	421	421		
MARGIN INTEREST-FIRST CLEARIN	11	11		
MARGIN INTEREST-MORGAN STANLE	2,912	2,912		

TY 2015 Other Income Schedule

Name: LEMBERG FOUNDATION INC

EIN: 13-6082064

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
NOD BROOK LLC	79,763		
K-1 48-01 QUEENS BLVD LLC	106,604	106,604	
K-1 48-11 QUENS BLVD LLC	106,604	106,604	
K-1 TWO NUTS LP	203,099		
K-1 MERCIFUL SPRING LLC	324,317		
K-1 BRIGHTFIELD PARTNERS	-12,401	-12,401	
K-1 ORACLE PARTNERS	-208	-208	
RCG LONGVIEW DEBT IV FUND	-2,906	-2,906	
ALEKON GROWTH PARTNERS	-20,800	-20,800	
ALKEON ASIA	-26,846	-26,846	
KKR CHINA GROWTH	-27,977	-27,977	
TAILWIND	-42,640	-42,640	
KKR NEW ENERGY	-53,356	-53,356	
ALCENTRA	133,739	133,739	
MEMORIAL	-69	-69	
KKR-TE AIV	-244	-244	
NORTHSTAR	-33,337	-33,337	
SUNOCO	-6,235	-6,235	
RENTECH	-14,373	-14,373	
OUTDOOR	-24,931	-24,931	

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
OXBRIDGE	34,012	34,012	
ENTERPRISE	-19,567	-19,567	

TY 2015 Taxes Schedule

Name: LEMBERG FOUNDATION INC

EIN: 13-6082064

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL INCOME TAX-F-990T	76,611			
NYS TAXES	30,000			

Schedule B (Form 990, 990-EZ, or 990-PF) Department of the Treasury Internal Revenue Service	Schedule of Contributors ▶ Attach to Form 990, 990-EZ, or 990-PF ▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at www.irs.gov/form990	OMB No 1545-0047 2015
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Name of the organization LEMBERG FOUNDATION INC	Employer identification number 13-6082064
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Organization type (check one)

Filers of: Form 990 or 990-EZ Form 990-PF	Section: ☐ 501(c)() (enter number) organization ☐ 4947(a)(1) nonexempt charitable trust not treated as a private foundation ☐ 527 political organization ☒ 501(c)(3) exempt private foundation ☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation ☐ 501(c)(3) taxable private foundation
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Check 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 other 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 33¹/₃% 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 990PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization LEMBERG FOUNDATION INC	Employer identification number 13-6082064
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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
1	SUZANNE L USDAN CLAT	\$ 402,074	Person ☒
	430 PARK AVENUE SUITE 205		Payroll ☐
	NEW YORK, NY 10022		Noncash ☐ (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person ☐
			Payroll ☐
			Noncash ☐ (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person ☐
			Payroll ☐
			Noncash ☐ (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person ☐
			Payroll ☐
			Noncash ☐ (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person ☐
			Payroll ☐
			Noncash ☐ (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person ☐
			Payroll ☐
			Noncash ☐ (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person ☐
			Payroll ☐
			Noncash ☐ (Complete Part II for noncash contributions)

Name of organization LEMBERG FOUNDATION INC	Employer identification number 13-6082064
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Part II Noncash Property (see instructions) Use duplicate copies of Part II if additional space is needed			
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	

Name of organization LEMBERG FOUNDATION INC	Employer identification number 13-6082064
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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 information once. See instructions.) ► \$ _____

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	
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	--		
(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	
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	--		
(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	
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	--		
(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	
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