

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 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 01-01-2015 , and ending 12-31-2015

Name of foundation THE OVERBROOK FOUNDATION		<b>A Employer identification number</b> 13-6088860	
Number and street (or P O box number if mail is not delivered to street address) 60 EAST 42ND STREET No 565		<b>B</b> Telephone number (see instructions) (212) 603-9996	
City or town, state or province, country, and ZIP or foreign postal code NEW YORK, NY 10165		<b>C</b> If exemption application is pending, check here <input type="checkbox"/>	
<b>G</b> Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		<b>D 1.</b> Foreign organizations, check here <input type="checkbox"/>  <b>2.</b> Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/> <b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>  <b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
<b>H</b> 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			
<b>I</b> Fair market value of all assets at end of year (from Part II, col (c), line 16) <b>\$</b> 155,980,628		<b>J</b> Accounting method <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis )	

Part I	Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions) )	Revenue and expenses per books (a)	Net investment income (b)	Adjusted net income (c)	Disbursements for charitable purposes (d) (cash basis only)
Revenue	<b>1</b> Contributions, gifts, grants, etc , received (attach schedule) . . . . .				
	<b>2</b> Check <input checked="" type="checkbox"/> if the foundation is <b>not</b> required to attach Sch B . . . . .				
	<b>3</b> Interest on savings and temporary cash investments				
	<b>4</b> Dividends and interest from securities . . . . .	2,241,929	2,261,763		
	<b>5a</b> Gross rents . . . . .				
	<b>b</b> Net rental income or (loss) _____				
	<b>6a</b> Net gain or (loss) from sale of assets not on line 10 _____	2,501,318			
	<b>b</b> Gross sales price for all assets on line 6a 64,394,663				
	<b>7</b> Capital gain net income (from Part IV, line 2) . . . .		2,377,029		
	<b>8</b> Net short-term capital gain . . . . .				
	<b>9</b> Income modifications . . . . .				
	<b>10a</b> Gross sales less returns and allowances				
Operating and Administrative Expenses	<b>b</b> Less Cost of goods sold . . . . .				
	<b>c</b> Gross profit or (loss) (attach schedule) . . . . .				
	<b>11</b> Other income (attach schedule) . . . . .	252,067	502,742		
	<b>12 Total.</b> Add lines 1 through 11 . . . . .	4,995,314	5,141,534		
	<b>13</b> Compensation of officers, directors, trustees, etc	604,182	223,003		379,383
	<b>14</b> Other employee salaries and wages . . . . .	493,271	7,044		486,227
	<b>15</b> Pension plans, employee benefits . . . . .	325,848	37,572		293,119
	<b>16a</b> Legal fees (attach schedule). . . . .	46,578	8,268		63,057
	<b>b</b> Accounting fees (attach schedule). . . . .	33,000	24,750		8,250
	<b>c</b> Other professional fees (attach schedule) . . . . .	2,255,356	2,056,797		183,559
	<b>17</b> Interest . . . . .	2,951	2,951		0
	<b>18</b> Taxes (attach schedule) (see instructions) . . . .	153,503	98,779		141
	<b>19</b> Depreciation (attach schedule) and depletion . . .	63,175	0		
	<b>20</b> Occupancy . . . . .	219,281	21,928		197,736
	<b>21</b> Travel, conferences, and meetings . . . . .	82,443	0		77,443
	<b>22</b> Printing and publications . . . . .				
	<b>23</b> Other expenses (attach schedule). . . . .	100,222	0		103,784
	<b>24 Total operating and administrative expenses.</b> Add lines 13 through 23 . . . . .	4,379,810	2,481,092		1,792,699
	<b>25</b> Contributions, gifts, grants paid . . . . .	7,355,257			6,455,257
	<b>26 Total expenses and disbursements.</b> Add lines 24 and 25	11,735,067	2,481,092		8,247,956
	<b>27</b> Subtract line 26 from line 12				
	<b>a Excess of revenue over expenses and disbursements</b>	-6,739,753			
	<b>b Net investment income</b> (if negative, enter -0- )		2,660,442		
	<b>c Adjusted net income</b> (if negative, enter -0- ) . . . .				

<b>Part II</b> <b>Balance Sheets</b>		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
<b>Assets</b>	<b>1</b>	Cash—non-interest-bearing . . . . .			
	<b>2</b>	Savings and temporary cash investments . . . . .	32,219,614	22,874,356	22,874,356
	<b>3</b>	Accounts receivable ▶ <u>67,621</u>			
		Less allowance for doubtful accounts ▶ _____		67,621	67,621
	<b>4</b>	Pledges receivable ▶ _____			
		Less allowance for doubtful accounts ▶ _____			
	<b>5</b>	Grants receivable . . . . .			
	<b>6</b>	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . . .			
	<b>7</b>	Other notes and loans receivable (attach schedule) ▶ _____			
		Less allowance for doubtful accounts ▶ _____			
	<b>8</b>	Inventories for sale or use . . . . .			
	<b>9</b>	Prepaid expenses and deferred charges . . . . .	122,651	263,393	263,393
	<b>10a</b>	Investments—U S and state government obligations (attach schedule)			
	<b>b</b>	Investments—corporate stock (attach schedule) . . . . .	63,196,327	72,137,716	72,137,716
	<b>c</b>	Investments—corporate bonds (attach schedule) . . . . .			
	<b>11</b>	Investments—land, buildings, and equipment basis ▶ _____			
		Less accumulated depreciation (attach schedule) ▶ _____			
	<b>12</b>	Investments—mortgage loans . . . . .			
	<b>13</b>	Investments—other (attach schedule) . . . . .	71,352,889	59,631,148	59,631,148
	<b>14</b>	Land, buildings, and equipment basis ▶ <u>832,543</u>			
		Less accumulated depreciation (attach schedule) ▶ <u>257,825</u>	322,265	574,718	574,718
	<b>15</b>	Other assets (describe ▶ _____)	499,472	431,676	431,676
	<b>16</b>	<b>Total assets</b> (to be completed by all filers—see the instructions Also, see page 1, item I)	167,713,218	155,980,628	155,980,628
<b>Liabilities</b>	<b>17</b>	Accounts payable and accrued expenses . . . . .	109,305	183,985	
	<b>18</b>	Grants payable . . . . .	760,000	1,660,000	
	<b>19</b>	Deferred revenue . . . . .			
	<b>20</b>	Loans from officers, directors, trustees, and other disqualified persons			
	<b>21</b>	Mortgages and other notes payable (attach schedule) . . . . .			
	<b>22</b>	Other liabilities (describe ▶ _____)	375,485	386,940	
	<b>23</b>	<b>Total liabilities</b> (add lines 17 through 22) . . . . .	1,244,790	2,230,925	
<b>Net Assets or Fund Balances</b>		<b>Foundations that follow SFAS 117, check here</b> ▶ <input checked="" type="checkbox"/> <b>and complete lines 24 through 26 and lines 30 and 31.</b>			
	<b>24</b>	Unrestricted . . . . .	166,468,428	153,749,703	
	<b>25</b>	Temporarily restricted . . . . .			
	<b>26</b>	Permanently restricted . . . . .			
		<b>Foundations that do not follow SFAS 117, check here</b> ▶ <input type="checkbox"/> <b>and complete lines 27 through 31.</b>			
	<b>27</b>	Capital stock, trust principal, or current funds . . . . .			
	<b>28</b>	Paid-in or capital surplus, or land, bldg, and equipment fund			
	<b>29</b>	Retained earnings, accumulated income, endowment, or other funds			
	<b>30</b>	<b>Total net assets or fund balances</b> (see instructions) . . . . .	166,468,428	153,749,703	
	<b>31</b>	<b>Total liabilities and net assets/fund balances</b> (see instructions) . . . . .	167,713,218	155,980,628	

**Part III Analysis of Changes in Net Assets or Fund Balances**

<b>1</b>	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) . . . . .	<b>1</b>	166,468,428
<b>2</b>	Enter amount from Part I, line 27a . . . . .	<b>2</b>	-6,739,753
<b>3</b>	Other increases not included in line 2 (itemize) ▶ _____	<b>3</b>	0
<b>4</b>	Add lines 1, 2, and 3 . . . . .	<b>4</b>	159,728,675
<b>5</b>	Decreases not included in line 2 (itemize) ▶ _____	<b>5</b>	5,978,972
<b>6</b>	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 . . . . .	<b>6</b>	153,749,703

**Part IV Capital Gains and Losses for Tax on Investment Income**

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

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

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

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

<b>2</b>	Capital gain net income or (net capital loss)	<div>If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7</div>	<b>2</b>	2,377,029
<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) (see instructions) If (loss), enter -0- in Part I, line 8		<b>3</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 instructions before making any entries

<b>(a)</b> Base period years Calendar year (or tax year beginning in)	<b>(b)</b> Adjusted qualifying distributions	<b>(c)</b> Net value of noncharitable-use assets	<b>(d)</b> Distribution ratio (col (b) divided by col (c))
2014	7,972,378	179,422,974	0 044433
2013	6,812,900	150,364,394	0 045309
2012	7,215,975	134,211,534	0 053766
2011	7,530,922	128,628,988	0 058548
2010	8,313,409	123,092,385	0 067538

<b>2</b>	Total of line 1, column (d).	<b>2</b>	0 269594
<b>3</b>	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	<b>3</b>	0 053919
<b>4</b>	Enter the net value of noncharitable-use assets for 2015 from Part X, line 5.	<b>4</b>	162,761,022
<b>5</b>	Multiply line 4 by line 3.	<b>5</b>	8,775,912
<b>6</b>	Enter 1% of net investment income (1% of Part I, line 27b).	<b>6</b>	26,604
<b>7</b>	Add lines 5 and 6.	<b>7</b>	8,802,516
<b>8</b>	Enter qualifying distributions from Part XII, line 4.	<b>8</b>	8,563,584

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)**

<b>1a</b>	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 _____ <b>(attach copy of letter if necessary—see instructions)</b>	<b>1</b>	53,209		
<b>b</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 . . . . .				
<b>c</b>	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)				
<b>2</b>	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>2</b>	0		
<b>3</b>	Add lines 1 and 2. . . . .	<b>3</b>	53,209		
<b>4</b>	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>4</b>	0		
<b>5</b>	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0- . . . . .	<b>5</b>	53,209		
<b>6</b>	Credits/Payments	<b>7</b>	157,050		
<b>a</b>	2015 estimated tax payments and 2014 overpayment credited to 2015			<b>6a</b>	157,050
<b>b</b>	Exempt foreign organizations—tax withheld at source . . . . .			<b>6b</b>	
<b>c</b>	Tax paid with application for extension of time to file (Form 8868). . . . .			<b>6c</b>	
<b>d</b>	Backup withholding erroneously withheld . . . . .			<b>6d</b>	
<b>7</b>	Total credits and payments. Add lines 6a through 6d. . . . .	<b>7</b>	157,050		
<b>8</b>	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	<b>8</b>			
<b>9</b>	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b> . . . . . <b>▶</b>	<b>9</b>			
<b>10</b>	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b> . . . . . <b>▶</b>	<b>10</b>	103,841		
<b>11</b>	Enter the amount of line 10 to be <b>Credited to 2015 estimated tax</b> <b>▶</b> 103,841 <b>Refunded</b> <b>▶</b>	<b>11</b>	0		

**Part VII-A Statements Regarding Activities**

<b>1a</b>	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? . . . . .		<b>Yes</b>	<b>No</b>
<b>1a</b>				<b>No</b>
<b>b</b>	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)? . . . . . <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>	<b>1b</b>		<b>No</b>
<b>c</b>	Did the foundation file <b>Form 1120-POL</b> for this year? . . . . .	<b>1c</b>		<b>No</b>
<b>d</b>	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year <b>(1)</b> On the foundation <b>▶</b> \$ _____ <b>0</b> <b>(2)</b> On foundation managers <b>▶</b> \$ _____ <b>0</b>			
<b>e</b>	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <b>▶</b> \$ _____ <b>0</b>			
<b>2</b>	Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . . . <i>If "Yes," attach a detailed description of the activities</i>	<b>2</b>		<b>No</b>
<b>3</b>	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i> . . . . .	<b>3</b>		<b>No</b>
<b>4a</b>	Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .	<b>4a</b>	<b>Yes</b>	
<b>b</b>	If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year? . . . . .	<b>4b</b>	<b>Yes</b>	
<b>5</b>	Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . . <i>If "Yes," attach the statement required by General Instruction T</i>	<b>5</b>		<b>No</b>
<b>6</b>	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? . . . . .	<b>6</b>	<b>Yes</b>	
<b>7</b>	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i> . . . . .	<b>7</b>	<b>Yes</b>	
<b>8a</b>	Enter the states to which the foundation reports or with which it is registered (see instructions) <b>▶</b> NY _____			
<b>b</b>	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i> . . . . .	<b>8b</b>	<b>Yes</b>	
<b>9</b>	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)? <i>If "Yes," complete Part XIV</i> . . . . .	<b>9</b>		<b>No</b>
<b>10</b>	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i> . . . . .	<b>10</b>		<b>No</b>

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	Yes	
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► WWW.OVERBROOK.ORG	13	Yes	
14	The books are in care of ► The Organization Telephone no ► (212) 603-9996 Located at ► 60 EAST 42ND STREET No 565 NEW YORK NY ZIP+4 ► 10165			
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

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly) (1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input 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. ►	1b		No
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		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 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 ► 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions).	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input checked="" type="checkbox"/> Yes <input 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).	3b		No
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)**

<b>5a</b>	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions).	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
<b>b</b>	If any answer is "Yes" to 5a(1)–(5), did <b>any</b> 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)?		<b>5b</b>	Yes
	Organizations relying on a current notice regarding disaster assistance check here.			
<b>c</b>	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
	If "Yes," attach the statement required by Regulations section 53.4945–5(d).			
<b>6a</b>	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
<b>b</b>	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		<b>6b</b>	No
	If "Yes" to 6b, file Form 8870			
<b>7a</b>	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
<b>b</b>	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?		<b>7b</b>	

**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
See Additional Data Table				

**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
DANIEL KATZ	SENIOR PROGRAM OFFIC	212,458	58,504	0
C/O ORGANIZATION 60 E 42ND STREET NEW YORK, NY 10165	35 00			
SAMANTHA HARVEY	PROGRAM ASSOCIATE	89,500	35,531	0
C/O ORGANIZATION 60 E 42ND STREET NEW YORK, NY 10165	35 00			
SARAH ABELOW	PROGRAM ASSOCIATE	70,500	20,892	0
C/O ORGANIZATION 60 E 42ND STREET NEW YORK, NY 10165	35 00			
NIKOLE LAVELLE	ASST GRANTS MANAGER	70,437	18,011	0
C/O ORGANIZATION 60 E 42ND STREET NEW YORK, NY 10165	35 00			
<b>Total</b> number of other employees paid over \$50,000.				0

Part VIII

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
OVERBROOK MANAGEMENT CORPORATION 122 EAST 42ND STREET NEW YORK,NY 10168	INVESTMENT MANAGEMENT	1,147,489
SANDTON CREDIT SOLUTIONS ON SHORE FUND III 16 WEST 46TH STREET NEW YORK,NY 10036		
GREENHAVEN ASSOCIATES INC 3 MANHATTANVILLE ROAD PURCHASE,NY 10577	INVESTMENT MANAGEMENT	131,939
STABILIS FUND III 767 FIFTH AVENUE NEW YORK,NY 10153		
NEPC LLC 255 STATE STREET BOSTON,MA 02109	INVESTMENT CONSULTING	102,221
Total number of others receiving over \$50,000 for professional services. . . . . ▶		
		4

Part IX-A

Summary of Direct Charitable Activities

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

Part IX-B

Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments. See instructions.	
3	
<b>Total.</b> Add lines 1 through 3 . . . . . ▶	0

**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>	141,267,866
<b>b</b>	Average of monthly cash balances. . . . .	<b>1b</b>	23,506,176
<b>c</b>	Fair market value of all other assets (see instructions). . . . .	<b>1c</b>	465,574
<b>d</b>	<b>Total</b> (add lines 1a, b, and c). . . . .	<b>1d</b>	165,239,616
<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>	165,239,616
<b>4</b>	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions). . . . .	<b>4</b>	2,478,594
<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>	162,761,022
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5. . . . .	<b>6</b>	8,138,051

**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>	8,138,051
<b>2a</b>	Tax on investment income for 2015 from Part VI, line 5. . . . .	<b>2a</b>	53,209
<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>	53,209
<b>3</b>	Distributable amount before adjustments Subtract line 2c from line 1. . . . .	<b>3</b>	8,084,842
<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>	8,084,842
<b>6</b>	Deduction from distributable amount (see instructions). . . . .	<b>6</b>	0
<b>7</b>	<b>Distributable amount</b> as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1. . . . .	<b>7</b>	8,084,842

**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>	8,247,956
<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>	315,628
<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>	8,563,584
<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 (see instructions). . . . .	<b>5</b>	0
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4. . . . .	<b>6</b>	8,563,584

**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
<b>1</b> Distributable amount for 2015 from Part XI, line 7				8,084,842
<b>2</b> Undistributed income, if any, as of the end of 2015				
<b>a</b> Enter amount for 2014 only. . . . .			0	
<b>b</b> Total for prior years 20____, 20____, 20____		0		
<b>3</b> Excess distributions carryover, if any, to 2015				
<b>a</b> From 2010. . . . .				2,204,236
<b>b</b> From 2011. . . . .				1,272,767
<b>c</b> From 2012. . . . .				825,575
<b>d</b> From 2013. . . . .				
<b>e</b> From 2014. . . . .				
<b>f</b> <b>Total</b> of lines 3a through e. . . . .	4,302,578			
<b>4</b> Qualifying distributions for 2015 from Part XII, line 4 ► \$ 8,563,584				
<b>a</b> Applied to 2014, but not more than line 2a			0	
<b>b</b> Applied to undistributed income of prior years (Election required—see instructions). . . . .		0		
<b>c</b> Treated as distributions out of corpus (Election required—see instructions). . . . .	0			
<b>d</b> Applied to 2015 distributable amount. . . . .				8,084,842
<b>e</b> Remaining amount distributed out of corpus	478,742			
<b>5</b> Excess distributions carryover applied to 2015 (If an amount appears in column (d), the same amount must be shown in column (a) )	0			0
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	4,781,320			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b. . . . .		0		
<b>c</b> 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		
<b>d</b> Subtract line 6c from line 6b Taxable amount—see instructions . . . . .		0		
<b>e</b> Undistributed income for 2014 Subtract line 4a from line 2a Taxable amount—see instructions . . . . .			0	
<b>f</b> Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015 . . . . .				0
<b>7</b> 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			
<b>8</b> Excess distributions carryover from 2010 not applied on line 5 or line 7 (see instructions). . .	2,204,236			
<b>9</b> <b>Excess distributions carryover to 2016.</b> Subtract lines 7 and 8 from line 6a. . . . .	2,577,084			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2011. . . .				1,272,767
<b>b</b> Excess from 2012. . . .				825,575
<b>c</b> Excess from 2013. . . .				
<b>d</b> Excess from 2014. . . .				
<b>e</b> Excess from 2015. . . .				478,742

## 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	

--	--	--	--	--

--	--	--	--	--

--	--	--	--	--

--	--	--	--	--

--	--	--	--	--

--	--	--	--	--

(1) Value of all assets . . . . .

(2) Value of assets qualifying under section 4942(1)(3)(B)(i)

--	--	--	--	--

--	--	--	--	--

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

(2) Support from general public and 5 or more exempt organizations as provided in section 4942 (1) (3) (B) (iii).

**(3)** Largest amount of support from an exempt organization

**(4) Gross investment income**

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

**1 Information Regarding Foundation Managers:**

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

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

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

c Any submission deadlines

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

**Part XV** **Supplementary Information**(continued)

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

Recipient		If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)					
<b>a</b> <i>Paid during the year</i> See Additional Data Table					
<b>Total</b> . . . . .				<b>▶ 3a</b>	6,455,257
<b>b</b> <i>Approved for future payment</i> See Additional Data Table					
<b>Total</b> . . . . .				<b>▶ 3b</b>	1,660,000

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2015)

## Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

**No**

**No**

**No**

**No**

**No**

**No**

**No**

**No**

**No**

**No**

**No**

**No**

---

(a) Line No	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
-------------	---------------------	---	--

☒ No

**(c) Description of relationship**


**Sign  
Here**

\* \* \* \* \*

Title

May the IRS discuss this return with the preparer shown below

(see instr.)? ☒ Yes ☐ No

<b>Paid Preparer Use Only</b>	Print/Type preparer's name Kevin Sunkel	Preparer's Signature	Date	Check if self-employed <input type="checkbox"/>	PTIN P00706145
	Firm's name <input type="checkbox"/> Owen J Flanagan & Co			Firm's EIN <input type="checkbox"/> 13-2060851	
	Firm's address <input type="checkbox"/> 60 East 42nd Street New York, NY 10165				
				Phone no <input type="checkbox"/> (212) 682-2783	

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	Date acquired (c) (mo , day, yr )	(d) Date sold (mo , day, yr )
PUBLICLY TRADED SECURITIES			
CURRENCY GAINS	P		
MLP GAINS	P		
KRAFT DIVIDEND ADJUSTMENT	P		
ALTERNATIVE INVESTMENTS	P		
SUBJECT TO UBIT	P		

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)
60,760,897		61,893,345	-1,132,448
450			450
140,097			140,097
21,989			21,989
3,471,230			3,471,230
		124,289	-124,289

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	
			-1,132,448
			450
			140,097
			21,989
			3,471,230
			-124,289

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(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
EMILY ALTSCHUL-MILLER	VICE-CHAIR/SECRETARY 1 00	0	0	0
C/O OVERBROOK FOUNDATION 60 EAST 42ND STREET NEW YORK,NY 10165				
FRANCES LABAREE	DIRECTOR 1 00	0	0	0
C/O OVERBROOK FOUNDATION 60 EAST 42ND STREET NEW YORK,NY 10165				
ROBERT GRAHAM JR	DIRECTOR EMERITUS 1 00	0	0	0
C/O OVERBROOK FOUNDATION 60 EAST 42ND STREET NEW YORK,NY 10165				
ARTHUR ALTSCHUL JR SINCE 11-3-15	DIRECTOR 1 00	0	0	0
C/O OVERBROOK FOUNDATION 60 EAST 42ND STREET NEW YORK,NY 10165				
STEPHEN ALTSCHUL	DIRECTOR 1 00	0	0	0
C/O OVERBROOK FOUNDATION 60 EAST 42ND STREET NEW YORK,NY 10165				
COOPER COX UNTIL 11-3-15	DIRECTOR 1 00	0	0	0
C/O OVERBROOK FOUNDATION 60 EAST 42ND STREET NEW YORK,NY 10165				
CHARLES ALTSCHUL	DIRECTOR 1 00	0	0	0
C/O OVERBROOK FOUNDATION 60 EAST 42ND STREET NEW YORK,NY 10165				
ELIZABETH LINDEMANN	DIRECTOR 1 00	0	0	0
C/O OVERBROOK FOUNDATION 60 EAST 42ND STREET NEW YORK,NY 10165				
CAROLYN COLE	V-CHAIR/TREAS TO 11-3, CHAIR 11/3 15 00	0	0	0
C/O OVERBROOK FOUNDATION 60 EAST 42ND STREET NEW YORK,NY 10165				
KATHYRN GRAHAM	DIRECTOR 1 00	0	0	0
C/O OVERBROOK FOUNDATION 60 EAST 42ND STREET NEW YORK,NY 10165				
AARON LABAREE	V-CHAIR/TREAS FROM 11-3, CHAIR TO 11/3 2 00	0	0	0
C/O OVERBROOK FOUNDATION 60 EAST 42ND STREET NEW YORK,NY 10165				
DINORAH MATIAS-MELENDZ	DIRECTOR 1 00	0	0	0
C/O OVERBROOK FOUNDATION 60 EAST 42ND STREET NEW YORK,NY 10165				
ISAIAH OROZCO	DIRECTOR 1 00	0	0	0
C/O OVERBROOK FOUNDATION 60 EAST 42ND STREET NEW YORK,NY 10165				
STEPHEN FOSTER	PRESIDENT & CEO 40 00	333,207	54,981	0
C/O OVERBROOK FOUNDATION 60 EAST 42ND STREET NEW YORK,NY 10165				
MARY GRECCO	ASST SECRETARY & CFO 40 00	270,975	43,209	0
C/O OVERBROOK FOUNDATION 60 EAST 42ND STREET NEW YORK,NY 10165				
JULIE GRAHAM	DIRECTOR 1 00	0	0	0
C/O OVERBROOK FOUNDATION 60 EAST 42ND STREET NEW YORK,NY 10165				

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)				
<b>a</b> Paid during the year				
350org 20 Jay Street Suite 732 Brooklyn, NY 11201		PC	General Operating Support	40,000
Abingdon Square Conservancy 302A W 12th St 113 New York, NY 10014		PC	General Operating Support	500
Advocates for Youth 2000 M Street NW Suite 750 Washington, DC 200363353		PC	Promoting the Reproductive Justice Perspective through Youth Mobilization and Engagement	40,000
Ali Forney Center 224 West 35th Street 1500 New York, NY 10001		PC	General Operating Support	500
ALIGN 50 Broadway 29th Floor New York, NY 10004		PC	Transform Don't Trash NYC	30,000
Alliance for Climate Education (ACE) 4696 Broadway Suite 2 Boulder, CO 80304		PC	General Operating Support	65,000
Amazon Conservation Team 4211 N Fairfax Drive Arlington, VA 22203		PC	General Operating Support	1,500
Amazon Watch 2201 Broadway 508 Oakland, CA 94612		PC	Sacred Headwaters Campaign	50,000
American Civil Liberties Union Foundation 125 Broad Street 18th Floor New York, NY 100042400		PC	ACLU Human Rights Program	60,000
American Civil Liberties Union Foundation 125 Broad Street 18th Floor New York, NY 100042400		PC	Religious Refusals Communication Hub	50,000
American Civil Liberties Union Foundation 125 Broad Street 18th Floor New York, NY 100042400		PC	General Operating Support	500
American Jewish World Service (AJWS) 45 West 36th Street 11th Floor New York, NY 10018		PC	Promoting Human Rights for Marginalized People in Mesoamerica, with a Special Focus on Human Rights Defenders	50,000
American Sustainable Business Institute 1401 New York Avenue NW Suite 1225 Washington, DC 20005		PC	Building a Business Movement for Sustainable Development, Climate Action, Clean Energy, Safer Chemicals, and Clean Water	25,000
As You Sow Foundation 1611 Telegraph Ave Suite 1450 Oakland, CA 94612		PC	Consumer Packaging and Electronic Waste	35,000
Asian Pacific Environmental Network 426 17th Street Suite 500 Oakland, CA 94612		PC	on behalf of Miya Yoshitani in appreciation for her Participation in a Movement Building presentation made at the Foundation's June Board meeting	500
<b>Total . . . . . ▶ 3a</b>				6,455,257



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)				
<b>a</b> <i>Paid during the year</i>				
Barnard College Columbia University 3009 Broadway New York, NY 100276598		PC	General Operating Support	2,500
Behind the Book 216 W 135th St New York, NY 10030		PC	General Operating Support	500
Brennan Center for Justice 161 Avenue Of The Americas 12th Floor New York, NY 10013		PC	General Operating Support	100,000
Brookline Community Foundation 40 Webster Place Brookline, MA 02445		PC	General Operating Support	5,000
Building Equity & Alignment Initiative 60 East 42nd St Suite 565 New York, NY 10165		PC	General Operating Support	210,000
Cathedral School of St John the Divine 1047 Amsterdam Avenue New York, NY 10025		PC	The Annual Fund	6,000
Catskill Mountainekeeper Inc PO Box 1000 Livingston Manor, NY 12758		PC	Extreme Energy Extraction Collaboration Summit	25,000
Cattrap Nantucket PO Box 3225 Nantucket, MA 02584		PC	General Operating Support	500
Cattrap Nantucket PO Box 3225 Nantucket, MA 02584		PC	General Operating Support	500
Center for Justice and International Law 1630 Connecticut Ave NW Suite 401 Washington, DC 20009		PC	General Operating Support	40,000
Center for Reproductive Rights 199 Water Street 22 Floor New York, NY 10038		PC	General Operating Support	40,000
Center for Story-Based Strategy 654 13th Street 2 Oakland, CA 94612		PC	General Operating Support	30,000
Civil Liberties and Public Policy Program Hampshire College 893 West Street Amherst, MA 010025001		PC	General Operating Support	30,000
Climate Justice Alliance Our Power Campaign 436 14th St 5th Fl Oakland, CA 94612		PC	General Operating Support	50,000
Coming Clean Inc 28 Vernon Street Suite 434 Brattleboro, VT 05301		PC	Campaign for Healthier Solutions	25,000
<b>Total . . . . . ▶ 3a</b>				6,455,257

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)				
<b>a</b> Paid during the year				
Committee to Protect Journalists 330 Seventh Avenue 11th Floor New York, NY 10001		PC	General Operating Support - Press Freedom in the Americas	25,000
Community Funds Inc 909 Third Avenue New York, NY 10022		PC	Initial 2015 Funding	764,402
Community Funds Inc 909 Third Avenue New York, NY 10022		PC	Second 2015 Funding	403,217
Community Funds Inc 909 Third Avenue New York, NY 10022		PC	July 2015 Funding	344,566
Community Funds Inc 909 Third Avenue New York, NY 10022		PC	October 2015 Funding	183,517
CoreAlign University of California Regents 1330 Broadway Suite 1100 Oakland, CA 94612		PC	General Operating Support	40,000
Corporate Accountability International 10 Milk Street Suite 610 Boston, MA 02108		PC	Real Food Media Project	25,000
Democracy Now 207 W 25th St Floor 11 New York, NY 10001		PC	General Operating Support	500
Demos A Network for Ideas & Action 220 5th Avenue 2nd Floor New York, NY 10001		PC	Movement Building with the New American Demos To Get Big Money Out of Politics and Enshrine the Freedom to Vote	75,000
Demos A Network for Ideas & Action 220 5th Avenue 2nd Floor New York, NY 10001		PC	Building Movement Project	500
Disability Rights International 1666 Connecticut Ave NW Suite 325 Washington, DC 20009		PC	Women's Rights Advocacy Initiative Mexico & Guatemala	50,000
Dogwood Alliance PO Box 7645 Asheville, NC 28802		PC	The Paper Campaign	20,000
EARTHWORKS 1612 K Street NW Suite 808 Washington, DC 20006		PC	Protecting Ecosystems and Communities from Dirty Mining	35,000
EDGE Funders Alliance 60 29th Street 599 San Francisco, CA 94110		PC	Just Transition Collaborative	25,000
Environmental Defender Law Center 407 W Koch Street Bozeman, MT 59715		PC	General Operating Support	50,000
<b>Total . . . . .</b> ► <b>3a</b>				6,455,257

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)				
<b>a</b> Paid during the year				
Environmental Grantmakers Association 475 Riverside Drive Suite 960 New York, NY 10115		PC	2015 Membership	8,957
Environmental Investigation Agency PO Box 53343 Washington, DC 20009		PC	General Operating Support	55,000
Environmental Investigation Agency PO Box 53343 Washington, DC 20009		PC	Elephant conservation anywhere, & for coordinated work with the Sakamoto Tiger and Elephant Fund for elephant conservation	12,500
Environmental Paper Network 16 Eagle Street Suite 200 Asheville, NC 28801		PC	General Operating Support	25,000
FIPPOA Charitable Foundation PO BOX 5305 Fire Island Pines, NY 11782		PC	General Operating Support	500
Food Tank 317 Royal Street New Orleans, LA 70130		PC	General Operating Support	20,000
ForestEthics 601 W Chestnut Building A San Francisco, CA 98225		PC	General Operating Support	50,000
Forward Together 1440 Broadway Suite 301 Oakland, CA 94612		PC	General Operating Support	35,000
Forward Together 1440 Broadway Suite 301 Oakland, CA 94612		PC	Future Forward	20,000
Free Speech For People 48 North Pleasant St Suite 304 Amherst, MA 01002		PC	General Operating Support	50,000
Freedom To Marry 155 West 19th Street 2nd Floor New York, NY 10011		PC	General Operating Support	50,000
Front Line-International Foundation for the Protection of Human Rights Defe C/O American Ireland Fund 345 Park Avenue 17th Fl New York, NY 10154		PC	Protection of Latin American Human Rights Defenders	50,000
Front Line-International Foundation for the Protection of Human Rights Defe C/O American Ireland Fund 345 Park Avenue 17th Fl New York, NY 10154		PC	Protection of Latin American Human Rights Defenders	50,000
Fundacion Cordillera Tropical Jaime Roldos 4-80 y Huayna Capac Edificio El Consorcio Oficina 412 Cuenca EC		NC	Threat detection and habitat conservation in Ecuador's Sangay National Park	35,000
Funders Network on Population Reproductive Health and Rights PO Box 750 Rockville, MD 20848		PC	Rockwood Fellowship for Leaders in Reproductive Health, Rights and Justice	20,000
<b>Total . . . . . ► 3a</b>				6,455,257

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)				
<b>a</b> Paid during the year				
Gay Men's Health Crisis Inc 446 West 33rd Street New York, NY 100012601		PC	General Operating Support	550
Global Alliance for Incinerator Alternatives - GAIA 1958 University Avenue Berkeley, CA 94704		PC	General Operating Support for GAIA's U S & Canada Program, \$15,000 is to directly support the organizing efforts of Ananda Lee Tan	50,000
GLSEN Inc 110 William St New York, NY 10038		PC	General Operating Support	500
Grassroots Global Justice Alliance PO Box 610663 North Miami, FL 332610663		PC	Support of bringing grassroots representatives from smaller U S environmental groups as a part of the It Takes Roots to Weather the Storm delegation to Paris COP21	50,000
Grassroots Global Justice Alliance PO Box 610663 North Miami, FL 332610663		PC	General Operating Support	50,000
Grist Magazine Inc 710 Second Avenue Suite 860 Seattle, WA 98104		PC	General Operating Support	40,000
Groundswell 1156 15th Street NW Suite 840 Washington, DC 20005		PC	General Operating Support	40,000
Groundswell Fund 436 14th Street Suite 723 Oakland, CA 94612		PC	General Operating Support	75,000
Groundswell Fund 436 14th Street Suite 723 Oakland, CA 94612		PC	General Operating Support	250
Guiding Eyes for the Blind 611 Granite Springs Road Yorktown Heights, NY 10598		PC	General Operating Support	3,000
Gulf Coast Center for Law & Policy 620 Oak Harbor Blvd Ste 203 Slidell, LA 70458		PC	General Operating Support	20,000
Health Care Without Harm 12355 Sunrise Valley Drive Suite 680 Reston, VA 20191		PC	General Operating Support	50,000
Hetrick-Martin Institute Inc 2 Astor Place New York, NY 10003		PC	General Operating Support	500
In Our Backyards (iobyorg) 540 President Street 3rd Floor Brooklyn, NY 11211		PC	General Operating Support	50,000
Indian Law Resource Center 602 North Ewing Street Helena, MT 59601		PC	Protecting Maya Q'eqchi' Land and Resource Rights in Guatemala	35,000
<b>Total . . . . . ► 3a</b>				6,455,257

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)				
<b>a</b> Paid during the year				
Innocence Project Inc 40 Worth Street Suite 701 New York, NY 10013		PC	General Operating Support Uniting Science and Law on Behalf of Justice	40,000
International Fund for Animal Welfare 290 Summer Street Yarmouth Port, MA 026751734		PC	General Operating Support	15,000
International Planned Parenthood Federation Western Hemisphere Region 125 Maiden Lane 9th Floor New York, NY 10038		PC	General Operating Support	40,000
International Rescue Committee 122 East 42nd Street 12th Floor New York, NY 10168		PC	General Operating Support	200
Island Press 2000 M Street NW Suite 650 Washington, DC 20036		PC	General Operating Support	20,000
Just Associates Inc 2040 S Street NW 3rd Floor Washington, DC 20009		PC	Mesoamerican Women Human Rights Defenders Initiative	40,000
Just Vision Inc 1616 P St NW Suite 340 Washington, DC 20036		PC	General Operating Support	250
JustLeadershipUSA 112 West 34th Street Suite 2104 New York, NY 10120		PC	General Operating Support	1,068
Lambda Legal Defense & Education Fund 120 Wall Street 19th Floor New York, NY 100053904		PC	Marriage Equality Project	60,000
Lambda Legal Defense & Education Fund 120 Wall Street 19th Floor New York, NY 100053904		PC	General Operating Support	500
Legal Aid Society of Palm Beach County 423 Fern Street Suite 200 West Palm Beach, FL 33401		PC	Elders on the Edge	2,500
Lifetime Arts 81 Centre Avenue Suite 307 New Rochelle, NY 10801		PC	General Operating Support	250
Little Mountain Rescue P O Box 129 Eupora, MS 39744		PC	General Operating Support	500
Maret School 3000 Cathedral Avenue NW Washington, DC 20008		PC	General Operating Support	5,160
Mercy Corps PO Box 2669 Dept W Portland, OR 972082669		PC	General Operating Support	200
<b>Total . . . . . ▶ 3a</b>				6,455,257

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)				
<b>a</b> Paid during the year				
Mongabay Org Corp 37 W Summit Dr Emerald Hills,CA 94062		PC	Mongabay Latin America	75,000
Move NY 64 Fulton Street Suite 603 New York,NY 10038		PC	General Operating Support	20,000
Nantucket Safe Harbor for Animals PO Box 2844 Nantucket,MA 02584		PC	Promises to Pets	3,700
National Advocates for Pregnant Women 875 6th Avenue Suite 1807 New York,NY 10001		PC	General Operating Support	50,000
National Asian Pacific American Women's Forum 68 Jay St Suite 201 Brooklyn,NY 11201		PC	General Operating Support	30,000
National Center for Family Philanthropy 1667 K St NW 550 Washington,DC 20006		PC	2015 Membership	2,400
National Economic & Social Rights Initiative 90 John Street Suite 308 New York,NY 10038		PC	General Operating Support	50,000
National Employment Law Project 75 Maiden Lane Suite 601 New York,NY 10038		PC	General Operating Support	4,000
Natural Resources Defense Council 40 West 20th Street New York,NY 10011		PC	Addressing Climate Change, Community Engagement and National Solid Waste	65,000
Nature and Culture International 1400 Maiden Lane Del Mar,CA 92014		PC	Expanding Ecuador's Ecosystem Service Payment Program within Ecuador and to Neighboring Countries	40,000
NEO Philanthropy 45 West 36th Street 6th Floor New York,NY 10018		PC	The Sunrise Initiative for Human Rights in the U S	150,000
NEO Philanthropy 45 West 36th Street 6th Floor New York,NY 10018		PC	Religious Liberty and Equality Project	25,000
New Economy Coalition 89 South Street Suite 406 Boston,MA 02111		PC	General Operating Support	5,000
New Venture Fund 1201 Connecticut Avenue NW Suite 300 Washington,DC 20036		PC	Food Waste Reduction Project	50,000
New York City Anti-Violence Project 116 Nassau Street 3rd Floor New York,NY 10038		PC	General Operating Support	500
Total . . . . . ► 3a				6,455,257

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)				
<b>a</b> <i>Paid during the year</i>				
New York Civil Liberties Union Foundation 125 Broad Street 19th Floor New York, NY 10004		PC	General Operating Support	35,000
New York Harbor Foundation 10 South Street Slip 7 New York, NY 10004		PC	Billion Oyster Project	35,000
New York Public Radio 160 Varick Street New York, NY 10013		PC	On the Media	50,000
New York Public Radio 160 Varick Street New York, NY 10013		PC	General Operating Support	1,000
North Star Fund 520 Eighth Avenue Suite 2203 New York, NY 100186656		PC	Let Us Breathe Fund	300
North Star Fund 520 Eighth Avenue Suite 2203 New York, NY 100186656		PC	General Operating Support	500
Not An Alternative Inc 143 Newell Street Brooklyn, NY 11222		PC	The Natural Museum Project	1,500
Not An Alternative Inc 143 Newell Street Brooklyn, NY 11222		PC	The Natural Museum Project	20,000
Not An Alternative Inc 143 Newell Street Brooklyn, NY 11222		PC	The Natural History Museum	20,000
OutRight Action International 80 Maiden Lane Suite 1505 New York, NY 10038		PC	General Operating Support	30,000
Peace Brigades International - USA PO Box 75880 Washington, DC 20013		PC	Providing Protective Accompaniment Support to Human Rights Defenders in Latin America	40,000
Philanthropy New York 1500 Broadway 7th Floor New York, NY 10036		PC	Philanthropy New York Fund for 2025	25,000
Philanthropy New York 1500 Broadway 7th Floor New York, NY 10036		PC	2015 Membership	11,050
Philanthropy New York 1500 Broadway 7th Floor New York, NY 10036		PC	General Operating Support	500
Piper Fund 15 Research Dr Suite B Amherst, MA 01002		PC	Collaborative Communications Initiative	75,000
<b>Total . . . . . ▶ 3a</b>				6,455,257

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)				
<b>a</b> Paid during the year				
Project Drawdown 27 Gate Five Rd Sausalito, CA 94965		PC	General Operating Support	75,000
Proteus Fund Inc 15 Research Drive Suite B Amherst, MA 01002		PC	Civil Marriage Collaborative	125,000
Proteus Fund Inc 15 Research Drive Suite B Amherst, MA 01002		PC	2015 Membership	1,500
Provincetown Film Society PO Box 605 Provincetown, MA 02657		PC	General Operating Support	500
Public Citizen Foundation Inc 1600 20th Street NW Washington, DC 20009		PC	Making Corporations Accountable and Transparent in Campaign Spending	50,000
Rainforest Action Network 425 Bush St Ste 300 San Francisco, CA 94108		PC	General Operating Support	40,000
Rainforest Alliance 233 Broadway 28th Floor New York, NY 10279		PC	General Operating Support	12,750
Ready for Reading PO Box 270 Old Greenwich, CT 06870		PC	General Operating Support	2,500
RepresentUs Education Fund PO Box 60008 Florence, MA 01062		PC	General Operating Support	75,000
Restaurant Opportunities Centers United 275 Seventh Ave Suite 1703 New York, NY 10001		PC	It's Our Time Cohort Multi-sectoral Movement-Building	25,000
Root Capital 955 Massachusetts Avenue 5th Floor Cambridge, MA 02139		PC	General operating support for activities in Ecuador, Mexico, and Nicaragua	55,000
Solitary Watch PO Box 11374 Washington, DC 20008		PC	General Operating Support	25,000
South Africa Partners 89 South Street Suite 701 Boston, MA 02111		PC	Ububele Psychotherapy Resource and Training Center	6,000
Spence School 22 East 91st Street New York, NY 101280657		PC	Annual Fund	5,000
St Stephen's School American Office 15 Gramercy Park South New York, NY 10003		PC	General Operating Support	2,580
<b>Total . . . . . ▶ 3a</b>				6,455,257



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)				
<b>a</b> <i>Paid during the year</i>				
The Foundation Center 79 Fifth Avenue New York, NY 10003		PC	General Operating Support	5,000
The Lesbian Gay Bisexual & Transgender Community Center 208 West 13th Street New York, NY 10011		PC	New York City Aids Memorial Park	500
The Nantucket Conservation Foundation Post Office Box 13 Nantucket, MA 02554		PC	General Operating Support	500
The New Press 120 Wall Street 31st Floor New York, NY 10005		PC	For Books Related to Money in Politics	35,000
The Stephen Gaynor School 148 W 90th Street New York, NY 10024		PC	The Annual Fund	6,000
The Story of Stuff Project 1442A Walnut Street 272 Berkeley, CA 94709		PC	\$40,000 for General Operating Support & \$25,000 for Catalog Choice	65,000
The University of Oklahoma Women's and Gender Studies Program Center for So  731 Elm Avenue Robertson Hall 103 Norman, OK 73019		PC	Take Root Red State Perspectives on Reproductive Justice 2016 Conference	10,000
The Wildfire Project 325 Hancock St Apt 4 Brooklyn, NY 11216		PC	General Operating Support	30,000
Third Wave Fund PO Box 1159 Brooklyn, NY 11238		PC	General Operating Support	40,000
Third Wave Fund PO Box 1159 Brooklyn, NY 11238		PC	General Operating Support	500
US Green Building Council New York Chapter 20 Broad Street Suite 709 New York, NY 10005		PC	General Operating Support	40,000
UPROSE 166A 22nd Street Brooklyn, NY 11232		PC	General Operating Support	30,000
Urban Justice Center 40 Rector Street 9th Floor New York, NY 10006		PC	General Operating Support for the Human Rights Project	30,000
Urban Justice Center 40 Rector Street 9th Floor New York, NY 10006		PC	General Operating Support	890
URGE 1317 F St NW Suite 501 Washington, DC 20004		PC	General Operating Support	35,000
<b>Total . . . . . ▶ 3a</b>				6,455,257

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)				
<b>a</b> Paid during the year				
US Human Rights Network 250 Georgia Avenue Suite 330 Atlanta, GA 30312		PC	General Operating Support	40,000
Walnut Hills High School Alumni Foundation 3250 Victory Parkway Cincinnati, OH 45207		PC	General Operating Support	1,000
Western New York Environmental Alliance 424 Main Street Buffalo, NY 14202		PC	General Operating Support	50,000
Western States Center PO Box 40305 Portland, OR 972400305		PC	General Operating Support	40,000
Wildlife Conservation Network 209 Mississippi Street San Francisco, CA 94107		PC	Save the Elephants	10,000
Wildlife Conservation Network 209 Mississippi Street San Francisco, CA 94107		PC	Elephant Crisis Fund	10,000
Wildlife Conservation Society (WCS) 2300 Southern Boulevard Bronx, NY 10460		PC	Addressing Wildlife Trafficking at Multiple Scales Ecuador and the Latin America Region	50,000
Wildlife Conservation Society (WCS) 2300 Southern Boulevard Bronx, NY 10460		PC	To support the work in elephant conservation taking place in Yankari NP/Game Reserve in Nigeria	12,500
William Marsh Rice University PO Box 1892 Houston, WA 772511892		PC	General Operating Support	2,500
WITNESS 80 Hanson Place 5th Floor Brooklyn, NY 11217		PC	General Operating Support - Latin America	71,000
Women's Link Worldwide 1958 Plymouth Street Suite 416 Brooklyn, NY 11201		PC	General Operating Support	20,000
Youth Represent 11 Park Pl New York, NY 10007		PC	General Operating Support	1,000
Grupo Ecologico Sierra Gorda IAP Av LaPresa S/N Barrio El Panteon Jalpan de Serra 76340 MX		NC	Strategies for replication to conserve the bio-capacity of the Sierra Gorda Biosphere Reserve	25,000
Pronatura Noreste AC Calle Decima No 60 Ensenada 22800 MX		NC	Installation of a nature center for the Cabo Pulmo National Park region	50,000
Sustainable Agriculture Network Del Servicentro La Galera 100 metros norte Curridibat CS		NC	General Operating Support	60,000
<b>Total . . . . .</b> ▶ <b>3a</b>				6,455,257

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)				
<b>a</b> Paid during the year				
Urgent Action Fund of Latin America for Women's Human Rights Carrera 27A No 40A-68 Piso 2 Bogota CO		NC	General Operating Support	40,000
<b>Total . . . . .</b> ▶ <b>3a</b>				6,455,257

**TY 2015 Accounting Fees Schedule****Name:** THE OVERBROOK FOUNDATION**EIN:** 13-6088860

<b>Category</b>	<b>Amount</b>	<b>Net Investment Income</b>	<b>Adjusted Net Income</b>	<b>Disbursements for Charitable Purposes</b>
OWEN FLANAGAN CPA'S - AUDIT AND TAX PREPARATION	33,000	24,750		8,250

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

TY 2015 Depreciation Schedule

Name: THE OVERBROOK FOUNDATION

EIN: 13-6088860

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
FURNITURE & FIXTURES	2006-12-01	32,049	32,049	200DB	7 000000000000	0	0		
FURNITURE & FIXTURES	2014-12-31	88,413		200DB	7 000000000000	7,017	0		
LEASEHOLD IMPROVEMENTS	2006-12-01	274,641	162,601	150DB	15 000000000000	16,233	0		
LEASEHOLD IMPROVEMENTS	2015-04-01	3,390		200DB		401	0		
LEASEHOLD IMPROVEMENTS	2015-03-01	118,422		200DB		9,398	0		
FURNITURE & FIXTURES	2015-06-30	88,383		SL	7 000000000000	7,014	0		
EQUIPMENT	2015-06-30	17,716		SL	7 000000000000	1,898	0		
LEASEHOLD IMPROVEMENTS	2015-04-01	117,411		200DB		13,903	0		
LEASEHOLD IMPROVEMENTS	2015-03-01	92,118		200DB		7,311	0		

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

# TY 2015 Expenditure Responsibility Statement

**Name:** THE OVERBROOK FOUNDATION

**EIN:** 13-6088860

Grantee's Name	Grantee's Address	Grant Date	Grant Amount	Grant Purpose	Amount Expended By Grantee	Any Diversion By Grantee?	Dates of Reports By Grantee	Date of Verification	Results of Verification
FUNDACION CORDILLERA TROPICAL	JAIME ROLDOS 4-80 Y HUAYNA CAPAC CUENCA EC	2015-11-03	35,000	THREAT DETECTION AND HABITAT CONSERVATION IN ECUADOR'S SANGAY NATIONAL PARK		TO THE KNOWLEDGE OF THE FOUNDATION, NO FUNDS HAVE BEEN DIVERTED	CALLS FOR FINAL NARRATIVE & FINANCIAL REPORTS THE GRANTEE IS IN COMPLIANCE		NO INDEPENDENT VERIFICATION IS REQUIRED AT THIS TIME
GRUPO ECOLOGICO SIERRA GORDA	LA PRESA S/N BARRIO EL PANTEON QUERETARO MX	2015-11-03	25,000	STRATEGIES TO CONSERVE THE BIO-CAPACITY OF THE SIERRA GORDA BIOSPHERE RESERVE, MEXICO		TO THE KNOWLEDGE OF THE FOUNDATION, NO FUNDS HAVE BEEN DIVERTED	CALLS FOR FINAL NARRATIVE & FINANCIAL REPORTS THE GRANTEE IS IN COMPLIANCE		NO INDEPENDENT VERIFICATION IS REQUIRED AT THIS TIME
PRONATURA NOROESTE AC	CALLE DECIMA 60 ZONA CENTRO ENSENADA MX	2015-11-03	50,000	INSTALLATION OF A NATURE CENTER FOR THE CABO PULMO NATIONAL PARK REGION, BAJA CALIFORNIA SUR EQUIPMENT DISPLAYS		TO THE KNOWLEDGE OF THE FOUNDATION, NO FUNDS HAVE BEEN DIVERTED	CALLS FOR FINAL NARRATIVE & FINANCIAL REPORTS THE GRANTEE IS IN COMPLIANCE		NO INDEPENDENT VERIFICATION IS REQUIRED AT THIS TIME
SUSTAINABLE AGRICULTURE NETWORK	100 METROS SUR DE LA CASA DE DONA SAN JOSE CS	2015-11-03	60,000	GENERAL OPERATING SUPPORT		TO THE KNOWLEDGE OF THE FOUNDATION, NO FUNDS HAVE BEEN DIVERTED	CALLS FOR FINAL NARRATIVE & FINANCIAL REPORTS THE GRANTEE IS IN COMPLIANCE		NO INDEPENDENT VERIFICATION IS REQUIRED AT THIS TIME
URGENT ACTION FUND OF LATIN AMERICA FOR WOMEN'S HUMAN RIGHTS	CARRERA 27A 40A-68 PISO 2 BOGOTA CO	2015-06-03	40,000	GENERAL OPERATING SUPPORT		TO THE KNOWLEDGE OF THE FOUNDATION, NO FUNDS HAVE BEEN DIVERTED	CALLS FOR FINAL NARRATIVE & FINANCIAL REPORTS THE GRANTEE IS IN COMPLIANCE		NO INDEPENDENT VERIFICATION IS REQUIRED AT THIS TIME

**TY 2015 General Explanation Attachment****Name:** THE OVERBROOK FOUNDATION**EIN:** 13-6088860

Identifier	Return Reference	Explanation
	PART VII-A LINE 12	THE OVERBROOK FOUNDATION HAS MADE DISTRIBUTIONS TO DONOR-ADVISED FUNDS AND TREATED THOSE DISTRIBUTIONS AS QUALIFYING DISTRIBUTIONS IT HAS MADE THOSE DISTRIBUTIONS TO FACILITATE COST-EFFECTIVE BROAD-BASED GRANTMAKING WITHIN THE WIDER CHARITABLE COMMUNITY

**TY 2015 Investments Corporate Stock Schedule**

**Name:** THE OVERBROOK FOUNDATION  
**EIN:** 13-6088860

Name of Stock	End of Year Book Value	End of Year Fair Market Value
3M COMPANY	662,816	662,816
APPLIED MINERALS INC COM	192,573	192,573
CEDAR FAIR L P DEPOSITRY UNIT	4,243,950	4,243,950
CITIGROUP INC	931,500	931,500
D R HORTON INC COM	656,615	656,615
FEDEX CORPORATION	1,489,900	1,489,900
FIBROGEN, INC.	1,213,315	1,213,315
GOLDMAN SACHS GROUP INC	1,477,886	1,477,886
JPMORGAN CHASE & CO	1,650,750	1,650,750
LOWES COMPANIES INC	2,129,120	2,129,120
MACQUARIE INFRASTRUCTURE	5,092,019	5,092,019
MASCO CORP COM	353,750	353,750
NORTHSTAR ASSET MANAGEMENT GROUP, INC.	2,247,539	2,247,539
NORTHSTAR REALTY FINANCE CORP	1,417,356	1,417,356
OWENS CORNING NEW	1,528,475	1,528,475
RENTECH NITROGEN PARTNERS, L.P.	583,413	583,413
RYMAN HOSPITALITY PROPERTIES	5,427,416	5,427,416
SUNOPTA INC COM	1,841,212	1,841,212
UNITED PARCEL SERVICE CL B	673,610	673,610
VOYA FINANCIAL, INC.	388,588	388,588
WHIRLPOOL CORP COM	660,915	660,915
AETNA SM	1,500,605	1,500,605
AIRBUS GROUP	1,430,975	1,430,975
ALPHABET INC	6,483,871	6,483,871
COMMSCOPE HLDG CO INC	4,197,494	4,197,494
EDGEWELL PERSONAL CARE	3,393,186	3,393,186
ELECTROLUX	72,300	72,300
ENERGIZER HOLDINGS INC	338,250	338,250
FACEBOOK INC CL A	2,420,263	2,420,263
HOUGHTON MIFFLIN HARCOURT CO	1,104,573	1,104,573



Name of Stock	End of Year Book Value	End of Year Fair Market Value
KRAFT HEINZ CO	345,464	345,464
LENNAR CORP CL A	464,645	464,645
LIBERTY INTERACTIVE CORP	3,088,745	3,088,745
MEDALLION FINANCIAL CORP	1,136,538	1,136,538
NORTHSTAR REALTY EUROPE C	3,451,862	3,451,862
OPHTHOTECH CORP	1,599,892	1,599,892
PROSHARES ULTRASHORT EURO	628,242	628,242
PULTE HOMES INC COM	222,750	222,750
SYNCHRONY FINANCIAL	1,342,297	1,342,297
THE INTERTAIN GROUP LTD	1,062,815	1,062,815
TRAVELPORT WORLDWIDE LTD	2,710,406	2,710,406
TRI POINTE GROUP INC COM	158,375	158,375
U S G CORP COM NEW	121,450	121,450

**TY 2015 Investments - Other Schedule****Name:** THE OVERBROOK FOUNDATION**EIN:** 13-6088860

<b>Category/ Item</b>	<b>Listed at Cost or FMV</b>	<b>Book Value</b>	<b>End of Year Fair Market Value</b>
ARISTEIA INTERNATIONAL LTD	FMV	2,792,615	2,792,615
DELTEC SPECIAL SITUATIONS PARTNERS, LP	FMV	1,839,273	1,839,273
NEW VERNON INDIA (CAYMAN) FUND	FMV	486,814	486,814
OVERBROOK OPPORTUNITY FUND II, LP	FMV	20,879,919	20,879,919
OVERBROOK SELECT OFFSHORE FUND LTD CLASS 'C'	FMV	6,961,954	6,961,954
BIOPHARMA SECURED DEBT FUND II SARL	FMV	547,060	547,060
COMMONFUND GLOBAL DISTRESSED INVESTORS LLC	FMV	306,616	306,616
EMERALD CREEK CAPITAL FUND 2, LLC	FMV	1,250,778	1,250,778
EMERGING EUROPE GROWTH FUND II, LP	FMV	224,015	224,015
EMERGING EUROPE GROWTH FUND, LP	FMV	97,202	97,202
GS CAPITAL PARTNERS V INSTITUTIONAL	FMV	258,559	258,559
GS CAPITAL PARTNERS VI PARALLEL, LP	FMV	868,531	868,531
GS OFFSHORE MEZZANINE PARTNERS	FMV	453,549	453,549
GS VINTAGE FUND III OFFSHORE LP	FMV	119,791	119,791
GS VINTAGE FUND V OFFSHORE, LP	FMV	872,431	872,431
RIVERSTONE/CARLYLE RENEWABLE ENERGY FUND	FMV	1,588,630	1,588,630
SANDTON CREDIT SOLUTIONS ON-SHORE FUND III	FMV	3,768,678	3,768,678
SCOPIA PE SPV PM LLC	FMV	1,166,340	1,166,340
STABILIS FUND III, LP	FMV	3,725,001	3,725,001
TEMPERLEY HOLDINGS LIMITED	FMV	165,198	165,198
TS SYMPHONY LLC	FMV	8,249,303	8,249,303
ENDOWMENT VENTURE PARTNERS V, LP	FMV	154,863	154,863
RADIUS VENTURE II	FMV	44,810	44,810
RADIUS VENTURE III	FMV	227,224	227,224
DUNE REAL ESTATE PARALLEL FUND LP	FMV	1,130,712	1,130,712
STABILIS FUND IV, LP	FMV	1,433,118	1,433,118
DELTA OPPORTUNITY FUND OFFSHORE	FMV	18,164	18,164

**TY 2015 Land, Etc.  
Schedule****Name:** THE OVERBROOK FOUNDATION**EIN:** 13-6088860

<b>Category / Item</b>	<b>Cost / Other Basis</b>	<b>Accumulated Depreciation</b>	<b>Book Value</b>	<b>End of Year Fair Market Value</b>
FURNITURE & FIXTURES	32,049	32,049	0	
FURNITURE & FIXTURES	88,413	7,017	81,396	
LEASEHOLD IMPROVEMENTS	274,641	178,834	95,807	
LEASEHOLD IMPROVEMENTS	3,390	401	2,989	
LEASEHOLD IMPROVEMENTS	118,422	9,398	109,024	
FURNITURE & FIXTURES	88,383	7,014	81,369	
EQUIPMENT	17,716	1,898	15,818	
LEASEHOLD IMPROVEMENTS	117,411	13,903	103,508	
LEASEHOLD IMPROVEMENTS	92,118	7,311	84,807	

**TY 2015 Legal Fees Schedule****Name:** THE OVERBROOK FOUNDATION**EIN:** 13-6088860

<b>Category</b>	<b>Amount</b>	<b>Net Investment Income</b>	<b>Adjusted Net Income</b>	<b>Disbursements for Charitable Purposes</b>
PATTERSON BELKNAP WEBB & TYLER - LEGAL	46,578	8,268		63,057

**TY 2015 Other Assets Schedule****Name:** THE OVERBROOK FOUNDATION**EIN:** 13-6088860

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
INTEREST & DIVIDENDS RECEIVABLE	94,503	84,326	84,326
DUE FROM BROKER	334,771	277,152	277,152
SECURITY DEPOSIT	70,198	70,198	70,198

**TY 2015 Other Decreases Schedule****Name:** THE OVERBROOK FOUNDATION**EIN:** 13-6088860

Description	Amount
CHANGE IN UNEALIZED APPRECIATION (NET OF DEFERRED TAXES)	5,978,972

**TY 2015 Other Expenses Schedule****Name:** THE OVERBROOK FOUNDATION**EIN:** 13-6088860

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OTHER	100,222	0		103,784

**TY 2015 Other Income Schedule****Name:** THE OVERBROOK FOUNDATION**EIN:** 13-6088860

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
OIL & GAS ROYALTIES	149	149	149
OTHER INVESTMENT INCOME	87,445	87,445	87,445
PARTNERSHIP INCOME	164,473	415,148	164,473



**TY 2015 Other Liabilities Schedule****Name:** THE OVERBROOK FOUNDATION**EIN:** 13-6088860

Description	Beginning of Year - Book Value	End of Year - Book Value
DEFERRED RENT	43,362	146,237
DEFERRED FEDERAL EXCISE TAX	332,123	210,103
SECURITY DEPOSIT PAYABLE	0	30,600

**TY 2015 Other Professional Fees Schedule**

**Name:** THE OVERBROOK FOUNDATION  
**EIN:** 13-6088860

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OVERBROOK MANAGEMENT CORPORATION - INV ADVISORY	1,147,489	1,147,489		0
GREENHAVEN ASSOCIATES - INV ADVISORY	131,939	131,939		0
JP MORGAN - CUSTODY	30,789	30,789		0
SARAH HANSEN - PROGRAM CONSULTANT	110,000	0		95,000
THOUGHT MACHINE - IT CONSULTANT	21,700	0		21,700
CEDONIX - IT CONSULTANT	600	0		600
COMMUNITY FUNDS - DIRECTOR ADVISED FUNDS	42,393	0		42,393
LISA KUNG - PROGRAM CONSULTANT	6,000	0		6,000
KARIE BROWN - MEETING FACILITATOR	17,866	0		17,866
DELTEC SPECIAL SITUATIONS - INV	45,129	45,129		0
OVERBROOK OPPORTUNITY FUND II - INV	51,363	51,363		0
ENDOWMENT VENTURE PARTNERS V - INV	1,703	1,703		0
RADIUS VENTURE PARTNERS II - INV	2,529	2,529		0
RADIUS VENTURE PARTNERS III - INV	5,124	5,124		0
COMMONFUND GLOBAL DISTRESSED - INV	4,386	4,386		0
EMERALD CREEK CAPITAL FUND 2 - INV	16,810	16,810		0
EMERGING EUROPE GROWTH - INV	5,311	5,311		0
EMERGING EUROPE GROWTH II - INV	6,450	6,450		0
GS CAPITAL PARTNERS V - INV	3,479	3,479		0
GS CAPITAL PARTNERS VI PARALLEL - INV	9,952	9,952		0
SANDTON CREDIT SOLUTIONS ONSHORE FUND III - INV	175,340	175,340		0
STABILIS FUND III - INV	117,632	117,632		0
TS SYMPHONY - INV	63,705	63,705		0
RIVERSTONE/CARLYLE - INV	24,762	24,762		0
DUNE REAL ESTATE PARALLEL FUND - INV	9,810	9,810		0
STABILIS FUND IV - INV	93,974	93,974		0
NEPC LLC	102,221	102,221		0
PROSHARES EURO MLP	6,900	6,900		0

**TY 2015 Taxes Schedule****Name:** THE OVERBROOK FOUNDATION**EIN:** 13-6088860

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL EXCISE & UBIT TAXES	54,583	0		0
FOREIGN TAXES	98,779	98,779		0
FILING FEES	141	0		141