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Return of Private Foundation

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

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

▶ Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf**2015****Open to Public Inspection**

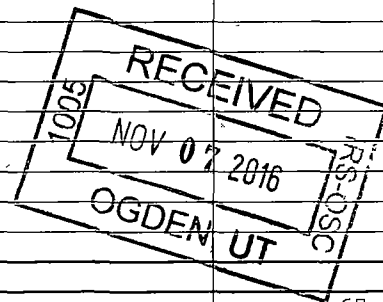
For calendar year 2015 or tax year beginning

, 2015, and ending

, 20

Name of foundation THE ROSENTHAL FAMILY FOUNDATION		A Employer identification number 13-6104817						
Number and street (or P O box number if mail is not delivered to street address) 2777 SUMMER STREET, SUITE 208B		B Telephone number (see instructions) (203) 325-9900						
Room/suite 208B								
City or town, state or province, country, and ZIP or foreign postal code STAMFORD, CT 06905								
G Check all that apply: <table border="0"> <tr> <td><input type="checkbox"/> Initial return</td> <td><input type="checkbox"/> Initial return of a former public charity</td> </tr> <tr> <td><input type="checkbox"/> Final return</td> <td><input type="checkbox"/> Amended return</td> </tr> <tr> <td><input type="checkbox"/> Address change</td> <td><input type="checkbox"/> Name change</td> </tr> </table>			<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
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<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return							
<input type="checkbox"/> Address change	<input type="checkbox"/> Name change							
H Check type of organization: <table border="0"> <tr> <td><input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation</td> <td><input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust</td> <td><input type="checkbox"/> Other taxable private foundation</td> </tr> </table>			<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			
<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						
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 21,518,634.								
J Accounting method: <input checked="" type="checkbox"/> Cash <input 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))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)					
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B.					
3 Interest on savings and temporary cash investments.					
4 Dividends and interest from securities		338,063	338,063.		ATCH 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		654,328.			
b Gross sales price for all assets on line 6a		3,581,584.			
7 Capital gain net income (from Part IV, line 2)			654,328		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule) ATCH. 2		-17,448	-17,448.		
12 Total. Add lines 1 through 11		974,943	974,943.		
13 Compensation of officers, directors, trustees, etc.		70,000.	3,000.		67,000.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees (attach schedule)					
b Accounting fees (attach schedule) ATCH. 3		60,000.	20,000.		40,000
c Other professional fees (attach schedule) [4]		286,801.	206,801.		80,000.
17 Interest					
18 Taxes (attach schedule) (see instructions) [5]		16,405.	5,659.		
19 Depreciation (attach schedule) and depletion					
20 Occupancy					
21 Travel, conferences, and meetings		37,304.			37,304.
22 Printing and publications					
23 Other expenses (attach schedule) ATCH. 6		554.	459.		
24 Total operating and administrative expenses. Add lines 13 through 23.		471,064.	235,919.		224,304.
25 Contributions, gifts, grants paid		3,042,223.			3,042,223.
26 Total expenses and disbursements. Add lines 24 and 25		3,513,287.	235,919.	0.	3,266,527.
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements		-2,538,344			
b Net investment income (if negative, enter -0-)			739,024.		
c Adjusted net income (if negative, enter -0-)					



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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				
	2	Savings and temporary cash investments	406,876.	430,870.	430,870.	
	3	Accounts receivable ▶ 4,115.				
		Less allowance for doubtful accounts ▶	5,004.	4,115.	4,115.	
	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) [7]	640,688.	675,011.	669,449.	
		b Investments - corporate stock (attach schedule)				
		c Investments - corporate bonds (attach schedule) ATCH 8	1,312,498.	1,245,014.	1,204,837.	
	11	Investments - land, buildings, and equipment basis ▶				
	Less accumulated depreciation ▶ (attach schedule)					
12	Investments - mortgage loans					
13	Investments - other (attach schedule) ATCH 9	18,849,215.	16,371,177.	19,209,363.		
14	Land, buildings, and equipment basis ▶					
	Less accumulated depreciation ▶ (attach schedule)					
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	21,214,281.	18,726,187.	21,518,634.		
Liabilities	17	Accounts payable and accrued expenses	162,500.	212,750.		
	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)	162,500.	212,750.			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> 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. ▶ <input checked="" type="checkbox"/>					
	27	Capital stock, trust principal, or current funds	765,328.	765,328.		
	28	Paid-in or capital surplus, or land, bldg, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds . .	20,286,453.	17,748,109.		
30	Total net assets or fund balances (see instructions)	21,051,781.	18,513,437.			
31	Total liabilities and net assets/fund balances (see instructions)	21,214,281.	18,726,187.			

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	21,051,781.
2	Enter amount from Part I, line 27a	2	-2,538,344.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	18,513,437.
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	18,513,437.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SEE PART IV SCHEDULE					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69					
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))		
a					
b					
c					
d					
e					
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	654,328.	
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	-345,372..	

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.

(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	2,954,571.	26,079,607.	0.113290
2013	2,330,637.	25,911,603.	0.089946
2012	2,494,123.	24,769,771.	0.100692
2011	1,991,258.	23,533,484.	0.084614
2010	1,516,104.	22,735,690.	0.066684
2 Total of line 1, column (d)			2 0.455226
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 0.091045
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5			4 23,622,829.
5 Multiply line 4 by line 3			5 2,150,740.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 7,390.
7 Add lines 5 and 6			7 2,158,130.
8 Enter qualifying distributions from Part XII, line 4 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			8 3,499,198.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)		1	7,390.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b			
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	7,390.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	7,390.
6 Credits/Payments			
a 2015 estimated tax payments and 2014 overpayment credited to 2015	6a	10,000.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	10,000.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	60.	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	2,550.	
11 Enter the amount of line 10 to be Credited to 2016 estimated tax <input checked="" type="checkbox"/> 2,550. Refunded <input type="checkbox"/>	11		

Part VII-A Statements Regarding Activities

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

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Part VII-A Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).		X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions).		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	X	
Website address NONE		
14 The books are in care of ASSETS ADMIN & MANAGEMENT INC Telephone no 203-325-9900		
Located at 2777 SUMMER STREET SUITE 208B STAMFORD, CT ZIP+4 06905		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here		<input type="checkbox"/>
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?		X
See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country		

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<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 type="checkbox"/> Yes <input checked="" 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)?		X
Organizations relying on a current notice regarding disaster assistance check here		<input type="checkbox"/>
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2015?		X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
If "Yes," list the years		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)		
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If "Yes," did it have excess business holdings in 2015 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2015)		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2015?		X

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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)? ☐ Yes ☒ NoOrganizations 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

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

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

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No**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	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATCH 10		70,000.	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	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
ATCH 11		180,000.

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 N/A	
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 NEWTOWN - DOCUMENTARY EDUCATIONAL FILM ABOUT THE AFTERMATH OF THE NEWTOWN, CT TRAGEDY.	75,000.
2 RELIEF - DOCUMENTARY EDUCATIONAL FILM ABOUT AID AVAILABLE FOR NATURAL DISASTERS.	50,000.
All other program-related investments See instructions	
3 SCHEDULE ATTACHED	107,671.
Total. Add lines 1 through 3 ▶	232,671.

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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	7,672,821.
b	Average of monthly cash balances	1b	303,356.
c	Fair market value of all other assets (see instructions)	1c	16,006,391.
d	Total (add lines 1a, b, and c)	1d	23,982,568.
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	23,982,568.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	359,739.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	23,622,829.
6	Minimum investment return. Enter 5% of line 5	6	1,181,141.

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	1,181,141.
2a	Tax on investment income for 2015 from Part VI, line 5	2a	7,390.
b	Income tax for 2015 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	7,390.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,173,751.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	1,173,751.
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	1,173,751.

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	3,266,527.
b	Program-related investments - total from Part IX-B	1b	232,671.
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	3,499,198.
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	7,390.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	3,491,808.

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				1,173,751.
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only.				
b Total for prior years 20 13 , 20 12 , 20 11				
3 Excess distributions carryover, if any, to 2015				
a From 2010				387,795.
b From 2011				831,276.
c From 2012				1,262,032.
d From 2013				1,044,007.
e From 2014				1,670,277.
f Total of lines 3a through e	5,195,387.			
4 Qualifying distributions for 2015 from Part XII, line 4 ▶ \$ 3,499,198.				
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.				1,173,751.
e Remaining amount distributed out of corpus.	2,325,447.			
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	7,520,834.			
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 2015 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2016.				
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)	387,795.			
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a	7,133,039.			
10 Analysis of line 9				
a Excess from 2011	831,276.			
b Excess from 2012	1,262,032.			
c Excess from 2013	1,044,007.			
d Excess from 2014	1,670,277.			
e Excess from 2015	2,325,447.			

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

NOT APPLICABLE

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

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

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

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see instructions.)**1 Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

Check here ☐ 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

ATCH 12

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

NO SPECIFIC FORM

c Any submission deadlines

NO SPECIFIC DEADLINE

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

NO SPECIFIC RESTRICTIONS

Part XV Supplementary Information *(continued)***3 Grants and Contributions Paid During the Year or Approved for Future Payment**

<div>Recipient</div> <div>Name and address (home or business)</div>	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year ATCH 13				
Total			▶ 3a	3,042,223.
b Approved for future payment				
Total			▶ 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a _____					
b _____					
c _____					
d _____					
e _____					
f _____					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments .					
4 Dividends and interest from securities			14	338,063.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property. .					
7 Other investment income			14	-17,448.	
8 Gain or (loss) from sales of assets other than inventory			18	654,328.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory . .					
11 Other revenue a _____					
b _____					
c _____					
d _____					
e _____					
12 Subtotal Add columns (b), (d), and (e)	- -	-	-	974,943.	-
13 Total. Add line 12, columns (b), (d), and (e)	13				974,943.

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

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

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)		X
(2) Other assets	1a(2)		X
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
(3) Rental of facilities, equipment, or other assets	1b(3)		X
(4) Reimbursement arrangements	1b(4)		X
(5) Loans or loan guarantees	1b(5)		X
(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X
d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.			



[illegible]

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

b If "Yes," complete the following schedule		
(a) Name of organization	(b) Type of organization	(c) Description of relationship

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.

 JAMIE R WOLF Signature of officer or trustee	10/15/2016 Date	 TRUSTEE Title
--	---------------------------	---

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

Paid Preparer Use Only	Pnnl/Type preparer's name JOSEPH RUPPE , CPA		Preparer's signature <i>Joseph Ruppe</i>		Date 11/15/2016	Check <input type="checkbox"/> if self-employed	PTIN P00135441	
	Firm's name ▶ WITHUMSMITH+BROWN PC					Firm's EIN ▶ 22-2027092		
	Firm's address ▶ 1411 BROADWAY 9TH FLOOR NEW YORK, NY 10018					Phone no 212-751-9100		

FORM 990-PF - PART IV**CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL SHORT-TERM COMMON TRUST FUND AND PARTNERSHIP, S CORPORATION, AND OTHER ESTATES OR TRUST GAIN OR LOSS					-347,953.	
		TOTAL LONG-TERM COMMON TRUST FUND AND PARTNERSHIP, S CORPORATION, AND OTHER ESTATES OR TRUST GAIN OR LOSS					237,501.	
338,082.		NORTHERN TRUST BONDS PROPERTY TYPE: SECURITIES 335,501.				P	VARIOUS 2,581.	VARIOUS
795,294.		NORTHERN TRUST BONDS PROPERTY TYPE: SECURITIES 772,649.				P	VARIOUS 22,645.	VARIOUS
2,501,190.		ISHARES MSCI PROPERTY TYPE: SECURITIES 1,804,416.				P	VARIOUS 696,774.	VARIOUS
34,698.		CERBERUS INTERNATIONAL PROPERTY TYPE: SECURITIES				P	VARIOUS 34,698.	VARIOUS
2,079.		OZ OVERSEAS FUND II PROPERTY TYPE: SECURITIES 1,441.				P	VARIOUS 638.	VARIOUS
1,940.		PERRY PARTNERS INTERNATIONAL PROPERTY TYPE: SECURITIES 7,275.				P	VARIOUS -5,335.	VARIOUS
18,320.		298 SHARES ELECTRONIC ARTS PROPERTY TYPE: SECURITIES 5,974.				P	8/8/2011 12,346.	5/13/15
433.		SANOFI-AVENTIS SPONSORED ADR PROPERTY TYPE: SECURITIES				P	02/23/2008 433.	02/24/2015
TOTAL GAIN (LOSS)							<u>654,328.</u>	

ATTACHMENT 1FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
THROUGH THE COLCHESTER 'GLOBAL BOND FUND	85,034.	85,034.
THROUGH ABERDEEN VENTURE PARTNERS VI, LP	5,392.	5,392.
THROUGH JUBILEE TAX EXEMPT PARTNERS, L.P	3,150.	3,150.
THROUGH NEXT GENERATION PARTNERS V, L.P.	615.	615.
THROUGH TCV III, L.P.	1.	1.
THROUGH TCV VI, L.P.	234.	234.
THROUGH TCV V, L.P.	4,053.	4,053.
THROUGH WELLINGTON TRUST COMPANY, NA	57,264.	57,264.
DIVIDEND INCOME	132,826.	132,826.
INTEREST INCOME	43,673.	43,673.
THROUGH ABERDEEN PRIVATE EQUITY III, L.P	4,961.	4,961.
THROUGH FIR TREE INTERNATIONAL FUND	621.	621.
THROUGH WLR RECOVERY FUND	168.	168.
THROUGH WLR RECOVERY AIV FUND	71.	71.
TOTAL	<u>338,063.</u>	<u>338,063.</u>

ATTACHMENT 2FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
THROUGH CERBERUS ASIA PARTNERS, L.P.	2,090.	2,090.
THROUGH THE COLCHESTER GLOBAL BOND FUND	-6,567.	-6,567.
THROUGH FLAG VENTURE PARTNERS VI, L.P.	-912.	-912.
THROUGH NEXT GENERATION PARTNERS V, L.P.	-3,181.	-3,181.
THROUGH WELLINGTON TRUST COMPANY, NA	4,082.	4,082.
THROUGH 64TH STREET MEDIA, LLC	-2,185.	-2,185.
THROUGH E-TEAM THE MOVIE, LLC	568.	568.
THROUGH SKY MOO FILMS	-9,723.	-9,723.
THROUGH FLAG PRIVATE EQUITY III, L.P.	-1,989.	-1,989.
THROUGH TCV III, L.P.	-2.	-2.
THROUGH DIPPER FILMS, LLC	352.	352.
THROUGH ALIVE INSIDE, LLC	19.	19.
TOTALS	-17,448.	-17,448.

ATTACHMENT 3FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
TAX PREPARATION/PLANNING FEES	20,000.	20,000.		
ACCOUNTING/RECORD KEEPING	40,000.			40,000.
TOTALS	<u>60,000.</u>	<u>20,000.</u>		<u>40,000.</u>

ATTACHMENT 4FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>CHARITABLE PURPOSES</u>
PORTFOLIO MANAGEMENT/ADMIN	127,640.	127,640.	
GRANT & ADMINISTRATION EXPENSE	80,000.		80,000.
CAMBRIDGE ASSOCIATES FEES	49,161.	49,161.	
IMPACT PARTNERS CONSULTING FEE	30,000.	30,000.	
TOTALS	<u>286,801.</u>	<u>206,801.</u>	<u>80,000.</u>

ATTACHMENT 5

FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
FOREIGN WITHHOLDING TAXES	5,659.	5,659.
FEDERAL TAXES	10,746.	
TOTALS	<u>16,405.</u>	<u>5,659.</u>

ATTACHMENT 6

FORM 990PF, PART I - OTHER EXPENSES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
FILING FEES	750.	750.
MISCELLANEOUS	-291.	-291.
NET NON DEDUCTIBLE EXPENSES	95.	
TOTALS	<u>554.</u>	<u>459.</u>

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ATTACHMENT 7</u>	
		<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
U.S. GOVERNMENT BONDS	605,833.	655,128.	648,955.
U.S. GOVERNMENT MORTGAGE BACKE	34,855.	19,883.	20,494.
US OBLIGATIONS TOTAL	<u>640,688.</u>	<u>675,011.</u>	<u>669,449.</u>

ATTACHMENT 8FORM 990PF, PART II - CORPORATE BONDS

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
U.S. GOVERNMENT AGENCY BONDS	328,454.	317,138.	322,666.
CORPORATE BONDS	984,044.	927,876.	882,171.
TOTALS	<u>1,312,498.</u>	<u>1,245,014.</u>	<u>1,204,837.</u>

FORM 990PF, PART II - OTHER INVESTMENTSATTACHMENT 9

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
CERBERUS ASIA PARTNERS, LTD	330,545.	330,545.	923.
CERBERUS INTL LTD			82,750.
COLCHESTER GLOBAL BOND FUND	2,100,000.	1,750,000.	2,042,963.
CONTRARIAN OFFSHORE FUND	250,000.	250,000.	596,577.
DAVIDSON KEMPNER PARTNERS	250,000.	250,000.	582,670.
FIR TREE INTERNATAL VALUE FUND	300,000.	300,000.	671,943.
ABERDEEN PRIVATE EQUITY III	374,000.	386,000.	317,600.
FLAG VENTURE CAPITAL VI	561,000.	561,000.	632,857.
GREENLIGHT MASTERS OFFSHORE	2,900,000.	2,900,000.	3,744,542.
ISHARES MCSI ACWI	5,307,260.	2,965,902.	4,202,520.
JUBILEE FUND	332,889.	332,889.	830,379.
LEXINGTON PARTNERS VII	118,177.	123,395.	88,688.
NEXT GENERATION PARTNERS V	500,000.	500,000.	582,903.
OZ OVERSEAS FUND	5,870.	4,429.	6,638.
PERRY PARTNERS INTERNATIONAL	27,305.	20,030.	5,787.
SIRIOS OVERSEAS FUND	300,000.	300,000.	664,940.
TECHNLGY CROSSEVR VENTURES III	90,471.	90,471.	13,378.
TECHNLGY CROSSEVER VENTURES V	489,178.	489,178.	233,409.
TECHNLGY CROSSEVER VENTURES VI	309,690.	309,690.	80,596.
TIFF PARTNERS II	180,486.	180,486.	2,180.
VIKING GLOBAL EQUITIES III	300,000.	300,000.	1,074,224.
WELLINGTON TRUST CO	3,650,719.	3,650,719.	2,406,017.
WLR RECOVERY FUND	64,823.	74,837.	43,273.
PROGRAM RELATED INVESTMENTS	106,802.	301,606.	301,606.
TOTALS	<u>18,849,215.</u>	<u>16,371,177.</u>	<u>19,209,363.</u>

THE ROSENTHAL FAMILY FOUNDATION

13-6104817

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 10

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>
NANCY STEPHENS 255 N. SALTAIR AVENUE LOS ANGELES, CA 90049	PRESIDENT & TRUSTEE 25.00	10,000.
JAMIE R. WOLF 812 N. FOOTHILL ROAD BEVERLEY HILLS, CA 90210	SECRETARY & TRUSTEE 25.00	10,000.
RICK ROSENTHAL 255 N. SALTAIR AVENUE LOS ANGELES, CA 90049	TREASURER & TRUSTEE 15.00	10,000.
NOAH ROSENTHAL 2015 NICHOLS CANYON ROAD LOS ANGELES, CA 90046	TRUSTEE 10.00	10,000.
DAVID M. WOLF 812 N. FOOTHILL ROAD BEVERLY HILLS, CA 90210	TRUSTEE 10.00	10,000.
KATE WOLF 5031 MERIDIAN STREET LOS ANGELES, CA 90042	TRUSTEE 10.00	10,000.

THE ROSENTHAL FAMILY FOUNDATION

13-6104817

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 10 (CONT'D)

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION
JANE STEPHENS ROSENTHAL 1874 MORTON AVENUE LOS ANGELES, CA 90026	TRUSTEE 10.00	5,000.
MICHAEL STEPHENS ROSENTHAL 210 WEST 16TH STREET APT 6C NEW YORK, NY 10011	TRUSTEE 10.00	5,000.
GRAND TOTALS		70,000.

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALSATTACHMENT 11

<u>NAME AND ADDRESS</u>	<u>TYPE OF SERVICE</u>	<u>COMPENSATION</u>
ASSETS ADMINISTRATION & MANAGEMENT, INC. 2777 SUMMER STREET, SUITE 208B STAMFORD, CT 06905 FOUNDATION HAS NO EMPLOYEES.	MANAGEMENT SERVICES	180,000.
TOTAL COMPENSATION		<u>180,000.</u>

ATTACHMENT 12

FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS

NANCY STEPHENS
2777 SUMMER STREET, SUITE 208B
STAMFORD, CT 06905
203-325-9900

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 13

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT
----------------------------	--

SEE ATTACHED STATEMENT

N/A
PUBLIC CHARITY

PURPOSE OF GRANT OR CONTRIBUTION

UNRESTRICTED GRANT

3,042,223

TOTAL CONTRIBUTIONS PAID

3,042,223

THE ROSENTHAL FAMILY FDN CONTRIBUTIONS 2015

RECIPIENT OF CONTRIBUTIONS

AFRICAN MILLENNIUM FOUNDATION	750	JRW
AFTERIMAGE PUBLIC MEDIA	100,000	JRW
AIDS PROJECT, LA	500	JRW
ALZHEIMER'S ASSOCIATION OF LA	1,000	JRW
AMER/ ACADEMY OF ARTS & LETTERS	24,000	Joint
AMERICAN ASSOC: FOR CANCER RESEARCH INC.	18,970	Joint
AMERICAN CINEMATHEQUE, THE	2,500	Joint
AMERICAN FILM INSTITUTE-R.P. ROGERS	30,000	NSR
AMERICAN FRIENDS OF PARENTS CIRCLE	3,000	JRW
AMERICAN RIVERS	1,000	NSR
AMERICANS FOR THE ARTS	50,000	Joint
AMNESTY INTERNATIONAL U.S.A.	1,000	Joint
ANN RICHARDS SCHOOL FOUNDATION	2,500	NSR
ARETE SCHOLARSHIP FUND	3,000	Joint
ART BRIDGE PROJECT INC.	500	NSR
BARD COLLEGE	5,000	Joint
BARNARD COLLEGE	15,000	NSR
BEST FRIENDS ANIMAL SOCIETY	2,500	Joint
BEVERLY HILLS WOMEN CLUB	400	JRW
BILL FOUNDATION	2,000	JRW
BLIND SPOT(PHOTO BASED ART)	1,500	JRW
BOOKENDS	500	NSR
BRAVE NEW FOUNDATION(BRAVE NEW FILMS)	10	Joint
BRENTWOOD PRESBYTERIAN CHURCH	4,800	NSR
BROOKLYN ACADEMY OF MUSIC	1,000	JRW
CA COMMUNITY FDN	10,000	JRW
CA INSTITUTE OF THE ARTS	20,000	JRW
CA LEAGUE OF CONSERVATION VOTERS EDU.FUND	7,500	Joint
CA WOMEN'S LAW CENTER	2,500	Joint
CAPILANO UNIVERSITY FOUNDATION	5,000	NSR
CASA OF LOS ANGELES Ck to:(National Casa Association)	2,500	NSR
CEMAR	5,000	NSR
CENTER FOR EARLY EDUCATION	1,000	NSR
CENTER FOR INTERNATIONAL POLICY	5,000	NSR
CENTER FOR SCIENCE IN THE PUBLIC INTEREST	250	NSR
CENTRAL BIO DIVISION	500	JRW
CHEETAH CONSERVATION FUND	500	JRW
CHILDREN MENDING HEARTS	1,000	NSR
CHOATE ROSEMARY HALL FOUNDATION	2,500	Joint
CHRONES DISEASE	250	NSR
CHRYSALIS (Los Angeles, CA)	7,500	Joint
CLASSIC STAGE COMPANY	2,000	NSR
CODEPINK	3,065	Joint
COMMON CAUSE(CA)	6,000	Joint
COMMUNITY MEDIA PROJECT	36	JRW
COMMUNITY PARTNERS FBO COLLEGE MATCH	4,000	NSR
COMMUNITY PARTNERS FOR LIBROS SCHMIBROS LENDING LIBRARY	70,000	Joint
CONNECTICUT COLLEGE	1,000	NSR
COURAGE CAMPAIGN INSTITUTE	15,000	Joint

CREATIVE VISIONS FOUNDATION	26,500	JRW
DEATH PENALTY FOCUS	1,000	NSR
DEFENDERS OF WILDLIFE	2,500	NSR
DILLON HENRY FOUNDATION	2,500	NSR
DREAM CATCHER FOUNDATION	5,000	Joint
DREAM CORP UNLIMITED- (REBUILD THE DREAM)	15,500	Joint
EARTHJUSTICE	1,500	JRW
EDUCATION FOR ALL CHILDREN	258	JRW
ENVIRONMENT CALIFORNIA Research & Policy Center	2,500	Joint
ENVIRONMENTAL WORKING GROUP	1,000	NSR
EXCEPTIONAL CHILDREN'S FDN	5,000	Joint
FAIRFIELD COUNTY MEDICAL ASSOCIATION(Melville G. Magida Award	5,772	Joint
FAIRWARNING	13,500	JRW
FAMILY EQUALITY COUNCIL	500	JRW
FEMINIST MAJORITY FDN	2,500	Joint
FERGUSON LIBRARY	100,000	Joint
FESTIVAL OF NEW AMERICAN MUSIC THEATER	500	JRW
FILM INDEPENDENT	95	JRW
FIRST STAR	1,000	Joint
FOOD & WATER WATCH	150	Joint
FRIENDS OF ROBINSON GARDENS	14,348	JRW
FRIENDS OF THE SABAN FREE CLINIC	10,000	Joint
FROM THE HEART PRODUCTIONS	15,000	NSR
GABRIELLA FOUNDATION	2,500	NSR
GIRAFFE HEROES PROJECT	1,000	NSR
GLOBAL GIVING FDN-Cure Cervical Cancer	1,000	Joint
GOOD DOG FOUNDATION,THE	1,000	JRW
GRTR WEST HOLLYWD FOOD COAL:	10,000	Joint
GUGGENHEIM MUSEUM	1,750	Joint
HAMMER MUSEUM	2,500	Joint
HATCH NETWORK	2,500	NSR
HEAL THE BAY	1,000	NSR
HEALTHY CHILD HEALTHY WORLD	1,000	NSR
HIDDEN HARVEST	3,500	NSR
HIGH COUNTRY NEWS RESEARCH FUND	1,500	NSR
HUMAN RIGHTS CAMPAIGN	1,000	NSR
HUMAN RIGHTS WATCH	2,500	Joint
HUMANE SOCIETY	2,500	NSR
IAVA (IRAQ & AFGHANISTAN VETERANS OF AMERICA	5,000	Joint
IDA	16,700	JRW
IFP FISCAL SPONSORSHIP	25,400	JRW
INDUSTRY(THE)-Hopscotch project	5,000	NSR
INNOCENCE PROJECT	500	NSR
INSIGHT LA	20,000	JRW
INTERFAITH POWER & LIGHT	2,500	NSR
INTERNATIONAL RESCUE COMM	5,000	JRW
ISSUE ONE	30,000	JRW
J STREET EDUCATION FUND	3,000	NSR
JACARANDRA FOUNDATION	2,500	Joint
JEWISH MUSEUM	1,000	Joint
JHPIEGO	10,000	Joint
KCRW-FM PUBLIC RADIO	4,500	JRW

KJAZZ 88.1	1,000	JRW
KOMERA GLOBAL	500	NSR
KPCC FM	16,500	Joint
KUSC	1,500	JRW
L A COUNTY MUSEUM OF ART	2,500	Joint
L A REVIEW OF BOOKS	190,265	JRW
L.A. THEATRE WORKS	6,500	Joint
LA COUNTY ARTS COMMISSION(arts for all pooled fund)	10,000	NSR
LA FIRE DEPT. FOUNDATION (FIRE STATION 19/BRENTWOOD)	1,000	NSR
LAANE	5,340	JRW
LANGE FOUNDATION	11,000	JRW
LIBERTY HILL FOUNDATION	71,500	Joint
LIFEWAY NETWORK INC.	3,500	Joint
LINCOLN CENTER FOR THE PERFORMING ARTS, INC.	28,000	Joint
LION GUARDIANS U.S.	20,000	NSR
LOS ANGELES CONSERVANCY	12,500	JRW
MADRE	500	JRW
MAGNUM FOUNDATION,THE	19,500	NSR
MANHATTAN THEATRE CLUB	7,500	Joint
MAPS MEDIA INSTITUTE	15,000	NSR
MASONIC CHARITY FDN - CT TREE OF LIFE	1,500	Joint
MEDIA MATTERS FOR AMERICA	1,000	Joint
METROPOLITAN MUSEUM OF ART (New York)	1,200	Joint
MOTHER JONES	50,000	Joint
MUSE FILM & TELEVISION INC	5,250	JRW
MUSEUM OF MODERN ART (New York)	1,750	Joint
MVP BASKETBALL CAMP	1,000	Joint
NARRATIVE MAGAZINE	1,000	Joint
NATION ASSOC. BUILDERS	100	JRW
NATION INSTITUTE (THE)	2,000	JRW
NATIONAL FOREST YOUTH INST.	2,000	JRW
NATIONAL PARTNERSHIP FOR WOMEN & FAMILY	80,000	Joint
NATIONAL TRUST FOR HISTORIC PRESERVATION	1,000	JRW
NATURAL RESOURCES DEFENSE COUNCIL	5,000	NSR
NEW CANAAN COUNTRY SCHOOL	1,000	Joint
NEW ROADS SCHOOL	15,000	NSR
NEW YORK PUBLIC LIBRARY	1,500	Joint
NEW YORK THEATRE WORKSHOP	1,500	NSR
NMAI/ NAT. MUSE. AMER INDIAN/SMITHSONIAN	1,000	Joint
NORTH EAST TREES	5,000	JRW
OCEAN PARK COMMUNITY,CA	250	JRW
OJAI FOUNDATION	1,500	NSR
PARTNERS IN HEALTH	7,500	Joint
PBS SOCal	3,600	JRW
PEGASUS THERAPEUTIC RIDING INC.	500	Joint
PEN CENTER USA	746,540	JRW
PENTACLE	1,000	NSR
PEOPLE FOR THE AMERICAN WAY(YP4)	40,000	Joint
PESTICIDE ACTION NETWORK	500	NSR
PETS ARE WONDERFUL (PAWS)	1,000	JRW
PETS FOR VETS	3,000	JRW
PHOTOGRAPHIC ARTS COUNCIL MEMBERSHIP	200	JRW

PITZER COLLEGE	1,250	NSR
PLANNED PARENTHOOD LOS ANGELES	5,000	Joint
PLANNED PARENTHOOD NorCal	2,500	NSR
PLAYWRIGHTS HORIZONS, INC.	20,000	NSR
PLOUGHSHARES FUND	10,000	Joint
POETS AND WRITERS, INC.	1,000	Joint
PROGRESSIVE MAGAZINE(EDUC ORG)	500	JRW
PUBLIC CITIZEN	6,500	JRW
RADCLIFFE COLLEGE/HARVARD UNIV	1,000	JRW
REFUGEES INTERNATIONAL	5,000	JRW
REPRESENT US EDUCATION FUND	40,000	JRW
REPRESENTATION PROJECT(THE GREAT AMERICAN DREAM	52,500	Joint
REVOLUTIONS FPER MINUTE	250	Joint
RICHLAND COUNTY FOUNDATION	500	NSR
RIDES FOR LIVES	5,000	NSR
ROGUE MACHINE THEATER	5,000	NSR
ROUNABOUT THEATRE	2,500	NSR
RYMAN ARTS	1,000	NSR
SAN FRANCISCO FILM SOCIETY	35,000	JRW
SANDY HOOK PROMISE FDN	750	JRW
SANTA MONICA SCIENCE MAGNET	1,000	NSR
SCHOOL OF LOST BORDERS	3,000	NSR
SHELTER PARTNERSHIP (Los Angeles)	7,500	Joint
SIGNATURE THEATRE	2,000	NSR
SKOLL FOUNDATION	6,780	NSR
SKYLIGHT	1,000	NSR
SMM0A (Santa Monica Museum of Art)	1,000	Joint
SOUTHERN POVERTY LAW CENTER	10,000	NSR
SUNDANCE INSTITUTE	41,500	Joint
TED CONFERENCE LLC	693	JRW
THE ACTORS GANG	1,000	NSR
THE GEFFEN PLAYHOUSE	1,500	NSR
THE NICK BEGICH SCHOLARSHIP FUND	1,000	NSR
THE SYBARITE CHAMBER PLAYERS LTD.	2,500	NSR
THEATER BREAKING THROUGH BARRIERS	5,000	Joint
Through Investments	29	Joint
TIKKUN MAGAZINE AND NSP	1,000	JRW
TREE PEOPLE	4,200	Joint
TRUTHOUT	355	JRW
TURNEFFE ATOLL TRUST	5,000	NSR
UCLA EMMETT SCH OF BUSINESS-CLIMATE HIKE	500	NSR
UCLA FOUNDATION DR. PEACOCK	10,000	NSR
UCLA FOUNDATION#810360 - FRIENDS OF ENGLISH-CAROLYN SEE	750	JRW
UCLA/MED.CTR. L. RIGLER CTR HEALTH SCIENCES	500	JRW
UN WORLD FOOD PROGRAM	1,000	JRW
UNICEF USA	150	Joint
UNION OF CONCERNED SCIENTISTS	150,000	Joint
UNION STATION HOMELESS SERVICE	3,000	NSR
UNITED REPUBLIC EDUCATION FUND PROGRAM	15,000	Joint
UNIV. OF CA PRESS FOUNDATION	15,000	Joint
UNIVERSITY OF MANITOBA/FINAN.AIDS & AWARDS	1,644	Joint
UNIVERSITY OF SOUTHERN CA Institute of the Humanities	1,500	JRW

UTAH FILM CENTER	175,350	Joint
VENICE ARTS	500	JRW
VIOLENCE POLICY CENTER	3,000	Joint
VIRGINIA AVENUE PROJECT	1,500	NSR
VITAL GROUND FDN (THE)	2,000	NSR
VOICES FOR PROGRESS ED FUND/TIDES	15,000	NSR
VOTER PARTICIPATION CENTER	15,000	Joint
WARRIORS & QUIET WATERS FDN	5,000	NSR
WE CARE SOLAR	2,500	JRW
WE-ACTx	1,000	NSR
WHITNEY MUSEUM OF AMERICAN ART	500	Joint
WILDLIFE CONSERVANCY SOCIETY BRONX ZOO	5,000	JRW
WOMEN HELPING YOUTH	2,025	NSR
WOMEN MAKE MOVIES	69,000	JRW
WOMEN'S CAMPAIGN INTERNATIONAL	500	JRW
WOMEN'S MEDIA CENTER,THE	2,500	Joint
WORD THEATRE(see Theatre Insite)	3,000	JRW
WRITERS BLOC PRESENTS	1,000	JRW
WYOMING WILDERNESS ASSOCIATION	1,000	NSR
ZYZZYVA MAGAZINE	2,500	JRW
YEAR END TOTALS	3,042,223	

THE ROSENTHAL FAMILY FOUNDATION
Program Related Investments
Expenditure Responsibility Report – 2015

PRI Recipient	Date of PRI	Purpose	Total Amount of PRI Commitment	Amount Expended in 2015	Amount Distributed by Foundation Since Inception	Knowledge of Diversion	Report Received
Afterimage Public Media San Francisco Film Centre-The Presidio 39 Mesa Street, Suite 206 San Francisco, CA 94129	7/16/2015	Audrie & Daisy - Documentary film about assault and bullying in the nation's high schools.	\$11,765	\$120	\$120	No	9/2/2015
Widows, Orphans and Puppies LLC 68 Jay Street, Suite 605A Brooklyn, NY 11201	11/9/2015	Bleed Out - Documentary educational film about health care in America.	\$13,651	\$13,651	\$13,651	No	9/2/2015

The Tech Movie, LLC 611 Broadway, Suite 715 New York, NY 10012	9/6/2013	Death By Design – Documentary educational film about the social and environmental impact of smart phones, tablets and laptops.	\$20,109	\$20,000	\$20,109	No	9/2/2015
Eagle Huntress LLC 355A Bowery, #4 New York, NY 10003	11/12/2015	Eagle Huntress – Documentary educational film about nomadic Mongolian girl in male dominated culture.	\$12,500	\$12,500	\$12,500	No	9/2/2015
How To Change The World Ltd. Building A, Ealing Green London, England W5 5EP	10/28/2014	How To Change The World – Documentary educational film about the founding of Greenpeace environmental organization	\$11,096	\$127	\$11,096	No	9/2/2015

Censored Voices LLC 120 West 21 st Street #804 New York, NY 10011	7/17/2013	Censored Voices – Documentary Educational film about the 1967 Arab Israeli War	\$6,409	\$1,875	\$6,409	No	9/2/2015
KA Snyder Productions 170 West 74 th Street #604 New York, NY 10023	2/23/2015	Newtown – Documentary educational film about the aftermath of the Newtown, CT tragedy.	\$75,000	\$75,000	\$75,000	No	9/2/2015
Medora Films LLC 194 South 2 nd Street, #3 Brooklyn, NY 11216	4/17/2015	Night School – Documentary film about inner city high schools.	\$7,398	\$7,398	\$7,398	No	9/2/2015
Cabin One LLC 309 S. Glenroy Avenue Los Angeles, CA 90049	4/20/2015	Currently unnamed Documentary film about palliative care.	\$20,000	\$20,000	\$20,000	No	9/2/2015
Pack Creek Productions, LLC 70 Desert Solitaire Moab, UT 84532	7/10/2015	Compared to What: The Improbable Journey of Barney Frank – Documentary film about the former Congressman.	\$32,000	\$32,000	\$32,000	No	9/2/2015

Ground Seven Entertainment, LLC 21700 Oxnard Street, Suite 1250 Woodland Hills, CA 91367	6/15/2015	Relief – Documentary series about aid available for natural disasters.	\$50,000	\$50,000	\$50,000	No	9/2/2015
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