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Return of Private Foundation

2015

Department of the Treasury
Internal Revenue Service

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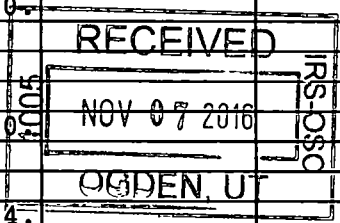
For calendar year 2015 or tax year beginning

, and ending

Name of foundation THE BILL BERNBACH FOUNDATION		A Employer identification number 23-7060333
Number and street (or P O box number if mail is not delivered to street address) 54 SPRINGHURST ROAD	Room/suite	B Telephone number 917.767.8800
City or town, state or province, country, and ZIP or foreign postal code BEDFORD HILLS, NY 10507		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input checked="" type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input checked="" type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization. <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 982,189. (Part I, column (d) must be on cash basis)	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check <input checked="" 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		20,742.	20,076.		STATEMENT 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		83,415.			
b Gross sales price for all assets on line 6a		338,982.			
7 Capital gain net income (from Part IV, line 2)			83,415.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11		104,157.	103,491.		
13 Compensation of officers, directors, trustees, etc		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees		3,550.			3,550.
c Other professional fees					
17 Interest					
18 Taxes		1,164.	224.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses		8,887.	8,637.		250.
24 Total operating and administrative expenses. Add lines 13 through 23		13,601.	8,861.		3,800.
25 Contributions, gifts, grants paid		179,010.			179,010.
26 Total expenses and disbursements. Add lines 24 and 25		192,611.	8,861.		182,810.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		<88,454.>			
b Net investment income (if negative, enter -0-)			94,630.		
c Adjusted net income (if negative, enter -0-)				N/A	

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	35,161.	34,777.	34,777.
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶ 63.			
	Less: allowance for doubtful accounts ▶	63.	63.	63.
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock			
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other STMT 5	871,394.	783,324.	947,349.	
14 Land, buildings, and equipment: basis ▶				
Less: accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	906,618.	818,164.	982,189.	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
23 Total liabilities (add lines 17 through 22)	0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ▶ <input type="checkbox"/>			
	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	45,709.	45,709.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
29 Retained earnings, accumulated income, endowment, or other funds	860,909.	772,455.		
30 Total net assets or fund balances	906,618.	818,164.		
31 Total liabilities and net assets/fund balances	906,618.	818,164.		

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	906,618.
2 Enter amount from Part I, line 27a	2	<88,454.>
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	818,164.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	818,164.

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 CAPITAL GAIN DISTRIBUTION	P		
b CAPITAL GUARDIAN #70-744000 - SEE ATTACHED	P		
c CAPITAL GUARDIAN #70-744000 - SEE ATTACHED	P		
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 647.			647.
b 19,175.		26,863.	<7,688.>
c 319,160.		228,704.	90,456.
d			
e			

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	
a			647.
b			<7,688.>
c			90,456.
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	83,415.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		3	N/A

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

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2014	143,190.	1,139,087.	.125706
2013	129,549.	1,207,171.	.107316
2012	72,931.	1,164,350.	.062637
2011	75,904.	1,149,875.	.066011
2010	60,294.	1,142,641.	.052767

2 Total of line 1, column (d)	2	.414437
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	.082887
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	1,017,431.
5 Multiply line 4 by line 3	5	84,332.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	946.
7 Add lines 5 and 6	7	85,278.
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	182,810.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	946.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	946.
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	946.
6 Credits/Payments:			
a 2015 estimated tax payments and 2014 overpayment credited to 2015	6a	1,040.	
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	1,040.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	94.	
11 Enter the amount of line 10 to be Credited to 2016 estimated tax	11	94.	Refunded

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? <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>		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ 0. (2) On foundation managers. \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>		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? <i>If "Yes," attach a conformed copy of the changes</i>		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?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>		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? <i>If "Yes," complete Part II, col (c), and Part XV</i>	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <u>NY</u>		
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>	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)? <i>If "Yes," complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		X

Part VII-A Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)		X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	X	
14 The books are in care of ► BAKER TILLY VIRCHOW KRAUSE, LLP Telephone no. ► 212-697-6900 Located at ► ONE PENN PLAZA - SUITE 3000, NEW YORK, NY ZIP+4 ► 10119		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A		
16 At any time during calendar year 2015, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►		X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input 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)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/> N/A		
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2015?		X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? <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.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
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) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2015?		X

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

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? 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 No
 Organizations relying on a current notice regarding disaster assistance check here N/A

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) N/A

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 N/A

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.

(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
JOHN BERNBACH 54 SPRINGHURST ROAD BEDFORD HILLS, NY 10507	PRESIDENT 0.00	0.	0.	0.
THERESE BERNBACH 1 PIERREPONT STREET BROOKLYN, NY 11201	DIRECTOR 0.00	0.	0.	0.

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

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

Total number of other employees paid over \$50,000 0

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

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

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

Total number of others receiving over \$50,000 for professional services ▶ **0**

Part IX-A Summary of Direct Charitable Activities

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

Part IX-B Summary of Program-Related Investments

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

Total. Add lines 1 through 3 ▶ **0.**

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	1,003,888.
b	Average of monthly cash balances	1b	29,037.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	1,032,925.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	1,032,925.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	15,494.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,017,431.
6	Minimum investment return. Enter 5% of line 5	6	50,872.

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	50,872.
2a	Tax on investment income for 2015 from Part VI, line 5	2a	946.
b	Income tax for 2015. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	946.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	49,926.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	49,926.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	49,926.

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	182,810.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	182,810.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	946.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	181,864.

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				49,926.
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2015:				
a From 2010				
b From 2011				
c From 2012				
d From 2013	71,080.			
e From 2014	88,276.			
f Total of lines 3a through e	159,356.			
4 Qualifying distributions for 2015 from Part XII, line 4: ▶ \$	182,810.			
a Applied to 2014, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2015 distributable amount				49,926.
e Remaining amount distributed out of corpus	132,884.			
5 Excess distributions carryover applied to 2015 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	292,240.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2014. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2015. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2016				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2010 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a	292,240.			
10 Analysis of line 9:				
a Excess from 2011				
b Excess from 2012				
c Excess from 2013	71,080.			
d Excess from 2014	88,276.			
e Excess from 2015	132,884.			

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

- 1 a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2015, enter the date of the ruling ▶
- b** Check box to indicate whether the foundation is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

	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:
-
- b** The form in which applications should be submitted and information and materials they should include:
-
- c** Any submission deadlines:
-
- d** Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:
-

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
WNYC 160 VARICK STREET NEW YORK, NY 10013	NONE	501(C)(3)	ACHIEVE CHARITABLE PURPOSE	50.
CENTRAL PARK CONSERVANCY 14 E. 60TH ST NEW YORK, NY 10022	NONE	501(C)(3)	ACHIEVE CHARITABLE PURPOSE	250.
MUSEUM OF MODERN ART 11 WEST 53 STREET NEW YORK, NY 10019	NONE	501(C)(3)	ACHIEVE CHARITABLE PURPOSE	360.
METROPOLITAN MUSEUM OF ART 1000 FIFTH AVENUE NEW YORK, NY 10028	NONE	501(C)(3)	ACHIEVE CHARITABLE PURPOSE	600.
LUNG CANCER RESEARCH FOUNDATION 155 EAST 55TH STREET, SUITE 6H NEW YORK, NY 10022	NONE	501(C)(3)	ACHIEVE CHARITABLE PURPOSE	1,000.
Total SEE CONTINUATION SHEET(S)				3a 179,010.
b Approved for future payment				
NONE				
Total				3b 0.

THE BILL BERNBACH FOUNDATION

23-7060333

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
THE LEUKEMIA & LYMPHOMA SOCIETY 475 PARK AVE SOUTH NEW YORK, NY 10016	NONE	501(C)(3)	ACHIEVE CHARITABLE PURPOSE	1,000.
EL MUSEO DEL BARIO 1230 FIFTH AVENUE NEW YORK, NY 10029	NONE	501(C)(3)	ACHIEVE CHARITABLE PURPOSE	1,000.
DOLPHINS CYCLING CHALLENGES 347 DON SHULA DRIVE MIAMI GARDENS, FL 33056	NONE	501(C)(3)	ACHIEVE CHARITABLE PURPOSE	1,000.
DIA ART FOUNDATION 535 WEST 22ND STREET NEW YORK, NY 10011	NONE	501(C)(3)	ACHIEVE CHARITABLE PURPOSE	1,500.
THE BONE MARROW FOUNDATION 515 MADISON AVENUE, SUITE 1130 NEW YORK, NY 10022	NONE	501(C)(3)	ACHIEVE CHARITABLE PURPOSE	2,000.
UNTERMYER GARDEN CONSERVANCY 945 NORTH BROADWAY YONKERS, NY 10707	NONE	501(C)(3)	ACHIEVE CHARITABLE PURPOSE	2,000.
NATURAL RESOURCES DEFENSE COUNCIL 40 WEST 20TH STREET NEW YORK, NY 10011	NONE	501(C)(3)	ACHIEVE CHARITABLE PURPOSE	2,500.
THE BACHMAN-STRAUSS DYSTONIA FOUNDATION, INC ONE GUSTAVE L LEVY PLACE NEW YORK, NY 10029	NONE	501(C)(3)	ACHIEVE CHARITABLE PURPOSE	3,750.
BEDFORD PLAYHOUSE, INC. PO BOX 777 BEDFORD, NY 10506	NONE	501(C)(3)	ACHIEVE CHARITABLE PURPOSE	5,000.
THE AMERICAN HOSPITAL OF PARIS 575 MADISON AVE NEW YORK, NY 10022	NONE	501(C)(3)	ACHIEVE CHARITABLE PURPOSE	5,000.
Total from continuation sheets				176,750.

THE BILL BERNBACH FOUNDATION

23-7060333

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
MEMORIAL SLOAN-KETTERING CENTER 1275 YORK AVENUE NEW YORK, NY 10021	NONE	501(C)(3)	ACHIEVE CHARITABLE PURPOSE	7,500.
NATIONAL BREAST CANCER COALITION FUND 1101 17TH STREET, NW, SUITE 1300 WASHINGTON, DC 20036	NONE	501(C)(3)	ACHIEVE CHARITABLE PURPOSE	9,500.
CRYSTAL BRIDGES MUSEUM OF AMERICAN ART 600 MUSEUM WAY BENTONVILLE, AR 72712	NONE	501(C)(3)	ACHIEVE CHARITABLE PURPOSE	10,000.
BROOKLYN MUSEUM 200 EASTERN PARKWAY BROOKLYN, NY 11238	NONE	501(C)(3)	ACHIEVE CHARITABLE PURPOSE	10,000.
OCEANA, INC. 1350 CONNECTICUT AVE., NW 5TH FL WASHINGTON, DC 20036	NONE	501(C)(3)	ACHIEVE CHARITABLE PURPOSE	20,000.
CASITA MARIA, INC. 39W 32ND STREET, STE 1603 NEW YORK, NY 10001	NONE	501(C)(3)	ACHIEVE CHARITABLE PURPOSE	45,000.
SAINT ANN'S SCHOOL 129 PIERREPONT STREET BROOKLYN HEIGHTS, NY 11201	NONE	501(C)(3)	ACHIEVE CHARITABLE PURPOSE	50,000.
Total from continuation sheets				

FORM 990-PF		DIVIDENDS AND INTEREST FROM SECURITIES			STATEMENT 1
SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
CAPITAL GUARDIAN TRUST COMPANY - 70-744000	20,742.	0.	20,742.	20,076.	
TO PART I, LINE 4	20,742.	0.	20,742.	20,076.	

FORM 990-PF		ACCOUNTING FEES			STATEMENT 2
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
ACCOUNTING FEES	3,550.	0.		3,550.	
TO FORM 990-PF, PG 1, LN 16B	3,550.	0.		3,550.	

FORM 990-PF		TAXES			STATEMENT 3
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FEDERAL TAXES	940.	0.		0.	
FOREIGN TAX	224.	224.		0.	
TO FORM 990-PF, PG 1, LN 18	1,164.	224.		0.	

FORM 990-PF		OTHER EXPENSES			STATEMENT 4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
INVESTMENT INTEREST EXPENSE	8,637.	8,637.		0.	
NY FILING FEE	250.	0.		250.	
TO FORM 990-PF, PG 1, LN 23	8,887.	8,637.		250.	

FORM 990-PF

OTHER INVESTMENTS

STATEMENT 5

<u>DESCRIPTION</u>	<u>VALUATION METHOD</u>	<u>BOOK VALUE</u>	<u>FAIR MARKET VALUE</u>
CAPITAL GUARDIAN - EQUITY	COST	449,174.	620,096.
CAPITAL GUARDIAN - FIXED INCOME ASSETS	COST	334,150.	327,253.
TOTAL TO FORM 990-PF, PART II, LINE 13		783,324.	947,349.

2015 Tax Information Statement

Account Number: 70-744000
 Recipient's Tax ID Number: XX-XXX0333
 Corrected FATCA 2nd TIN notice

Recipient's Name and Address:
 BILL BERNBACH FOUNDATION
 JOHN L BERNBACH, PRESIDENT
 54 SPRINGHURST ROAD
 BEDFORD HILLS, NY 10507

CAPITAL GUARDIAN TRUST COMPANY
 C/O PCS TAX, 6455 IRVINE CENTER DR, C-2B
 IRVINE, CA 92618

2015 Proceeds from Broker and Barter Exchange Transactions

Sales are listed at Gross Proceeds less commissions and option premiums.
 Cost or Other Basis amounts shown with a "U" are unknown or unsubstantiated

Description of property

Cusip Number	Date Sold or Disposed	Date Acquired	Proceeds	Cost or Other Basis	Code if any	Adjustments	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
Short Term Sales									
10 0									
00847X104	09/10/2015	02/17/2015	895.23	1,101.85		0.00	-206.62	0.00	0.00
15 0									
053015103	12/22/2015	02/10/2015	1,269.16	1,290.66		0.00	-21.50	0.00	0.00
100.0									
15135U109	07/10/2015	Various	1,442.54	3,105.42		0.00	-1,662.88	0.00	0.00
100.0									
15135U109	07/13/2015	Various	1,419.53	2,584.84		0.00	-1,165.31	0.00	0.00
55.0									
15135U109	07/14/2015	02/25/2015	793.19	983.84		0.00	-190.65	0.00	0.00
20 0									
166764100	09/28/2015	Various	1,528.47	2,247.44		0.00	-718.97	0.00	0.00
100 (
20825C104	09/25/2015	Various	4,720.57	6,464.36		0.00	-1,743.79	0.00	0.00
5 0									
20825C104	09/29/2015	12/12/2014	231.55	313.75		0.00	-82.20	0.00	0.00
31.383									
458809829	01/07/2015	11/28/2014	425.87	426.50		0.00	-0.63	0.00	0.00

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 JOHN L BERNBACH, PRESIDENT
 54 SPRINGHURST ROAD
 BEDFORD HILLS, NY 10507

CAPITAL GUARDIAN TRUST COMPANY
 C/O PCS TAX, 6455 IRVINE CENTER DR, C-2B
 IRVINE, CA 92618

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Description of property

Cusip Number	Date Sold or Disposed	Date Acquired	Proceeds	Cost or Other Basis	Code if any	Adjustments	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
132.297		INTERMEDIATE BOND FUND OF AMERICA CL F2							
458809829	08/24/2015	Various	1,797.91	1,803.84		0.00	-5.93	0.00	0.00
27 3.4		INTERMEDIATE BOND FUND OF AMERICA CL F2							
458809829	09/28/2015	02/27/2015	370.51	371.33		0.00	-0.82	0.00	0.00
10 0		MOSAIC CO/THE							
61945C103	06/25/2015	02/12/2015	462.38	520.94		0.00	-58.56	0.00	0.00
10 0		WHIRLPOOL CORP							
963320106	12/08/2015	01/30/2015	1,575.03	2,009.01		0.00	-433.98	0.00	0.00
35.0		WYNN RESORTS LTD							
983134107	09/22/2015	Various	2,242.94	3,639.31		0.00	-1,396.37	0.00	0.00
Total Short Term Sales			19,174.88	26,863.09		0.00	-7,688.21	0.00	0.00
Long Term Sales									
25.0		ABBVIE INC							
00287Y109	03/02/2015	07/17/2013	1,509.97	1,098.84		0.00	411.13	0.00	0.00
50 0		ABBVIE INC							
00287Y109	06/29/2015	04/03/2014	3,435.93	2,668.58		0.00	767.35	0.00	0.00

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CAPITAL GUARDIAN TRUST COMPANY
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 IRVINE, CA 92618

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Description of property	Cusip Number	Date Sold or Disposed	Date Acquired	Proceeds	Cost or Other Basis	Code if any	Adjustments	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
ABBVIE INC	60.0									
	00287Y109	10/27/2015	Various	3,186.06	3,061.04		0.00	125.03	0.00	0.00
ACE LTD	20.0									
	H0023R105	02/02/2015	12/11/2013	2,183.10	2,007.96		0.00	175.14	0.00	0.00
ACE LTD	10.0									
	H0023R105	12/22/2015	09/26/2012	1,168.20	753.75		0.00	414.45	0.00	0.00
AIR PRODUCTS & CHEMICALS INC	32.0									
	009158106	01/29/2015	03/10/2004	4,679.85	1,552.32		0.00	3,127.53	0.00	0.00
AIR PRODUCTS & CHEMICALS INC	15.0									
	009158106	04/20/2015	03/10/2004	2,270.83	727.65		0.00	1,543.18	0.00	0.00
AIR PRODUCTS & CHEMICALS INC	28.0									
	009158106	06/24/2015	Various	4,021.32	1,291.78		0.00	2,729.54	0.00	0.00
AMERICAN TOWER CORP	45.0									
	03027X100	01/29/2015	04/02/2008	4,416.36	1,817.43		0.00	2,598.93	0.00	0.00
AON PLC	10.0									
	G0408V102	12/22/2015	04/01/2014	907.11	845.71		0.00	61.40	0.00	0.00
AVAGO TECHNOLOGIES LTD	25.0									
	Y0486S104	02/09/2015	10/21/2013	2,557.69	1,167.48		0.00	1,390.21	0.00	0.00

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Description of property

Cusip Number	Date Sold or Disposed	Date Acquired	Description of property	Proceeds	Cost or Other Basis	Code if any	Adjustments	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
45 0	04/21/2015	03/27/2014	AVAGO TECHNOLOGIES LTD	5,593.17	2,816.93		0.00	2,776.24	0.00	0.00
Y0486S104										
15.0	06/29/2015	Various	AVAGO TECHNOLOGIES LTD	1,991.96	859.49		0.00	1,132.47	0.00	0.00
Y0486S104										
30.0	11/09/2015	10/21/2013	AVAGO TECHNOLOGIES LTD	3,791.12	1,400.97		0.00	2,390.15	0.00	0.00
Y0486S104										
55.0	06/23/2015	Various	B/E AEROSPACE INC	3,173.17	2,660.30		0.00	512.87	0.00	0.00
073302101										
55 0	12/10/2015	07/10/2013	B/E AEROSPACE INC	2,367.80	2,645.24		0.00	-277.44	0.00	0.00
073302101										
190 0	02/12/2015	Various	BB&T CORP	7,260.77	5,109.59		0.00	2,151.18	0.00	0.00
054537107										
15.0	04/20/2015	08/29/2011	BRISTOL-MYERS SQUIBB CO	987.13	440.02		0.00	547.11	0.00	0.00
110122108										
10 0	06/03/2015	08/29/2011	BRISTOL-MYERS SQUIBB CO	658.45	293.35		0.00	365.10	0.00	0.00
110122108										
15 0	06/29/2015	02/24/2010	BRISTOL-MYERS SQUIBB CO	1,002.13	370.01		0.00	632.12	0.00	0.00
110122108										

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Corrected FATCA 2nd TIN notice

CAPITAL GUARDIAN TRUST COMPANY
 C/O PCS TAX, 6455 IRVINE CENTER DR, C-2B
 IRVINE, CA 92618

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 Cost or Other Basis amounts shown with a "U" are unknown or unsubstantiated.

Cusip Number	Date Sold or Disposed	Date Acquired	Description of property	Proceeds	Cost or Other Basis	Code if any	Adjustments	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
35 0			BRISTOL-MYERS SQUIBB CO							
110122108	06/29/2015	08/29/2011		2,338.30	1,026.72		0.00	1,311.58	0.00	0.00
75 0			BRISTOL-MYERS SQUIBB CO							
110122108	08/12/2015	Various		4,672.97	1,826.92		0.00	2,846.05	0.00	0.00
80 0			BRISTOL-MYERS SQUIBB CO							
110122108	08/21/2015	Various		4,901.89	1,906.21		0.00	2,995.68	0.00	0.00
10 0			BRISTOL-MYERS SQUIBB CO							
110122108	11/09/2015	02/05/2010		648.21	237.90		0.00	410.31	0.00	0.00
20 0			BRISTOL-MYERS SQUIBB CO							
110122108	12/22/2015	02/05/2010		1,360.83	475.81		0.00	885.02	0.00	0.00
25 0			BROADCOM CORP							
111320107	12/22/2015	02/19/2009		1,434.54	387.77		0.00	1,046.77	0.00	0.00
25 0			CARNIVAL CORP COMMON PAIRED STOCK							
143658300	03/02/2015	08/10/2011		1,134.35	750.41		0.00	383.94	0.00	0.00
25 0			CARNIVAL CORP COMMON PAIRED STOCK							
143658300	04/20/2015	08/10/2011		1,162.47	750.41		0.00	412.06	0.00	0.00
20 0			CARNIVAL CORP COMMON PAIRED STOCK							
143658300	11/09/2015	08/10/2011		1,048.44	600.33		0.00	448.11	0.00	0.00

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CAPITAL GUARDIAN TRUST COMPANY
 C/O PCS TAX, 6455 IRVINE CENTER DR, C-2B
 IRVINE, CA 92618

Sales are listed at Gross Proceeds less commissions and option premiums.
 Cost or Other Basis amounts shown with a "U" are unknown or unsubstantiated.

Description of property

Cusip Number	Date Sold or Disposed	Date Acquired	Proceeds	Cost or Other Basis	Code if any	Adjustments	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
15.0	CATERPILLAR INC								
149123101	02/05/2015	Various	1,249.00	1,405.68		0.00	-156.68	0.00	0.00
10.0	CATERPILLAR INC								
149123101	12/22/2015	08/05/2011	684.61	907.99		0.00	-223.38	0.00	0.00
25.0	CENOVUS ENERGY INC US\$								
15135U109	07/14/2015	07/02/2014	360.54	812.24		0.00	-451.70	0.00	0.00
15.0	CERNER CORP								
156782104	04/20/2015	08/04/2006	1,077.58	157.65		0.00	919.93	0.00	0.00
20.0	CHEVRON CORP								
166764100	09/28/2015	Various	1,528.48	2,396.64		0.00	-868.17	0.00	0.00
15.0	CME GROUP INC								
12572Q105	12/22/2015	Various	1,410.61	857.49		0.00	553.12	0.00	0.00
80.0	COMCAST CORP CL A (NEW)								
20030N101	01/29/2015	09/28/2004	4,305.15	1,482.78		0.00	2,822.37	0.00	0.00
25.0	COMCAST CORP CL A (NEW)								
20030N101	03/02/2015	09/28/2004	1,491.35	463.37		0.00	1,027.98	0.00	0.00
15.0	COMCAST CORP CL A (NEW)								
20030N101	05/06/2015	09/28/2004	870.38	278.03		0.00	592.35	0.00	0.00

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2015 Tax Information Statement

Account Number: 70-744000
 Recipient's Tax ID Number: XX-XXX0333
 Recipient's Name and Address:
 BILL BERNBACH FOUNDATION
 JOHN L BERNBACH, PRESIDENT
 54 SPRINGHURST ROAD
 BEDFORD HILLS, NY 10507

Capital Guardian Trust Company
 C/O PCS TAX, 6455 IRVINE CENTER DR, C-2B
 IRVINE, CA 92618

Corrected FATCA 2nd TIN notice

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 Cost or Other Basis amounts shown with a "U" are unknown or unsubstantiated.

Description of property

Cusip Number	Date Sold or Disposed	Date Acquired	Description of property	Proceeds	Cost or Other Basis	Code if any	Adjustments	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
30.0	COMCAST CORP CL A (NEW)									
20030N101	12/22/2015	Various		1,711.85	552.44		0.00	1,159.41	0.00	0.00
30.0	CONOCOPHILLIPS									
20825C104	09/29/2015	Various		1,389.31	2,345.90		0.00	-956.59	0.00	0.00
60.0	DAIMLER AG ADR									
233825108	08/17/2015	Various		5,055.34	5,098.62		0.00	-43.28	0.00	0.00
25.0	DAIMLER AG ADR									
233825108	12/22/2015	07/15/2013		2,097.28	1,701.97		0.00	395.31	0.00	0.00
50.0	DANAHER CORP									
235851102	01/29/2015	10/14/2009		4,150.54	1,738.71		0.00	2,411.83	0.00	0.00
10.0	DANAHER CORP									
235851102	12/22/2015	10/14/2009		927.21	347.74		0.00	579.47	0.00	0.00
50.0	DELPHI AUTOMOTIVE PLC									
G27823106	02/12/2015	01/08/2014		3,902.18	3,036.41		0.00	865.77	0.00	0.00
25.0	DOW CHEMICAL CO									
260543103	03/02/2015	01/03/2012		1,229.35	745.48		0.00	483.87	0.00	0.00
65.0	DOW CHEMICAL CO									
260543103	11/09/2015	Various		3,358.67	2,758.46		0.00	600.21	0.00	0.00

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Account Number: 70-744000
Recipient's Tax ID Number: XX-XXX0333

CAPITAL GUARDIAN TRUST COMPANY
 C/O PCS TAX, 6455 IRVINE CENTER DR, C-2B
 IRVINE, CA 92618

Corrected FATCA 2nd TIN notice

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Description of property													
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30 0	EATON CORP PLC												
G29183103	01/30/2015	12/03/2012	1,910.81	1,526.93		0.00	383.88	0.00	0.00				
20 0	EATON CORP PLC												
G29183103	04/20/2015	12/03/2012	1,390.17	972.39		0.00	417.78	0.00	0.00				
40 0	EMERSON ELECTRIC CO												
291011104	01/28/2015	02/27/2009	2,271.58	1,066.00		0.00	1,205.58	0.00	0.00				
55 0	EXPRESS SCRIPTS HOLDING CO												
30219G108	01/29/2015	Various	4,475.70	2,986.00		0.00	1,489.70	0.00	0.00				
20 0	EXPRESS SCRIPTS HOLDING CO												
30219G108	12/22/2015	Various	1,734.82	1,030.72		0.00	704.09	0.00	0.00				
40 0	GILEAD SCIENCES INC												
375558103	01/07/2015	02/01/2012	3,949.26	982.07		0.00	2,967.19	0.00	0.00				
15 0	GILEAD SCIENCES INC												
375558103	01/29/2015	02/01/2012	1,553.90	368.28		0.00	1,185.62	0.00	0.00				
5 0	GILEAD SCIENCES INC												
375558103	03/02/2015	02/01/2012	517.34	122.76		0.00	394.58	0.00	0.00				
5 0	GILEAD SCIENCES INC												
375558103	07/10/2015	02/01/2012	569.46	122.76		0.00	446.70	0.00	0.00				

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GILEAD SCIENCES INC	60.0									
	375558103	11/09/2015	Various	6,474.65	1,420.39		0.00	5,054.27	0.00	0.00
GOLDMAN SACHS GROUP INC	15.0									
	38141G104	11/09/2015	Various	2,953.63	1,879.44		0.00	1,074.19	0.00	0.00
GOOGLE INC CL A	10.0									
	38259P508	01/29/2015	Various	5,071.68	2,294.52		0.00	2,777.16	0.00	0.00
GOOGLE INC CL C	4.0									
	38259P706	01/29/2015	02/27/2008	2,018.03	933.05		0.00	1,084.98	0.00	0.00
GOOGLE INC CL C	0.027									
	38259P706	05/04/2015	02/27/2008	14.39	6.28		0.00	8.11	0.00	0.00
HOME DEPOT INC	10.0									
	437076102	03/02/2015	Various	1,161.86	342.32		0.00	819.54	0.00	0.00
HOME DEPOT INC	25.0									
	437076102	04/20/2015	09/14/2011	2,825.44	837.67		0.00	1,987.77	0.00	0.00
HOME DEPOT INC	30.0									
	437076102	11/09/2015	09/14/2011	3,722.42	1,005.21		0.00	2,717.21	0.00	0.00
INTERMEDIATE BOND FUND OF AMERICA CL F2	2474.144									
	458809829	01/07/2015	03/12/2004	33,574.13	34,563.75		0.00	-989.66	0.00	0.00

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1707.291									
458809829	08/24/2015	03/12/2004	23,202.08	23,850.85		0.00	-648.77	0.00	0.00
1005.124									
458809829	09/28/2015	03/12/2004	13,629.49	14,041.58		0.00	-412.09	0.00	0.00
736.377									
458809829	09/29/2015	03/12/2004	10,000.00	10,287.19		0.00	-287.19	0.00	0.00
60.0									
46284V101	02/05/2015	10/20/2008	2,452.95	1,374.28		0.00	1,078.67	0.00	0.00
50.0									
46284V101	04/01/2015	Various	1,802.75	1,022.53		0.00	780.22	0.00	0.00
100.0									
466313103	06/24/2015	Various	2,225.07	1,811.69		0.00	413.38	0.00	0.00
5.0									
466313103	06/25/2015	11/08/2012	110.10	86.13		0.00	23.97	0.00	0.00
35.0									
426281101	12/22/2015	04/26/2011	2,708.35	1,181.60		0.00	1,526.75	0.00	0.00
35.0									
478366107	02/25/2015	01/09/2014	1,777.80	1,793.74		0.00	-15.94	0.00	0.00

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KLX INC	55.0									
	482539103	02/13/2015	Various	2,112.47	2,089.20		0.00	23.27	0.00	0.00
MARSH & MCLENNAN COS INC	25.0									
	571748102	03/02/2015	10/19/2012	1,426.22	865.17		0.00	561.05	0.00	0.00
MARSH & MCLENNAN COS INC	20.0									
	571748102	12/22/2015	03/31/2014	1,096.43	984.86		0.00	111.57	0.00	0.00
MONSANTO CO NEW COM	20.0									
	61166W101	02/09/2015	05/18/2011	2,418.53	1,294.38		0.00	1,124.15	0.00	0.00
MOSAIC CO/THE	30.0									
	61945C103	06/25/2015	Various	1,387.15	1,618.12		0.00	-230.97	0.00	0.00
NEWELL RUBBERMAID INC	75.0									
	651229106	03/02/2015	Various	2,970.69	1,677.99		0.00	1,292.70	0.00	0.00
NEWELL RUBBERMAID INC	25.0									
	651229106	12/22/2015	01/07/2013	1,111.54	554.22		0.00	557.32	0.00	0.00
NIELSEN HOLDINGS PLC	100.0									
	G6518L108	11/05/2015	Various	4,763.94	3,401.04		0.00	1,362.90	0.00	0.00
NIELSEN NV US\$	30.0									
	N63218106	03/02/2015	08/23/2013	1,346.37	1,023.26		0.00	323.11	0.00	0.00

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15 0	NIKE INC CL B								
654106103	06/30/2015	01/10/2013	1,621.62	788.33		0.00	833.29	0.00	0.00
50 0	NOBLE ENERGY INC								
655044105	02/06/2015	09/07/2010	2,389.78	1,841.28		0.00	548.50	0.00	0.00
35 0	NOBLE ENERGY INC								
655044105	05/15/2015	Various	1,564.99	1,270.13		0.00	294.86	0.00	0.00
35 0	NOBLE ENERGY INC								
655044105	09/09/2015	07/16/2010	1,048.75	1,157.54		0.00	-108.79	0.00	0.00
40 0	NOBLE ENERGY INC								
655044105	09/25/2015	Various	1,262.45	1,318.68		0.00	-56.23	0.00	0.00
30 0	NORFOLK SOUTHERN CORP								
655844108	02/06/2015	Various	3,239.57	1,886.52		0.00	1,353.05	0.00	0.00
45 0	ORACLE CORP								
68389X105	07/13/2015	Various	1,821.09	1,194.87		0.00	626.22	0.00	0.00
40 0	ORACLE CORP								
68389X105	09/02/2015	09/15/2010	1,463.29	1,016.39		0.00	446.90	0.00	0.00
35 0	ORACLE CORP								
68389X105	11/05/2015	09/15/2010	1,409.77	889.35		0.00	520.42	0.00	0.00

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20 0	STARBUCKS CORP								
855244109	12/22/2015	06/20/2014	1,198.23	765.60		0.00	432.63	0.00	0.00
40 0	TEXAS INSTRUMENTS INC								
882508104	02/13/2015	Various	2,307.41	1,463.99		0.00	843.42	0.00	0.00
15 0	TEXAS INSTRUMENTS INC								
882508104	12/22/2015	03/18/2013	832.22	523.58		0.00	308.64	0.00	0.00
15 0	TIFFANY & CO NEW								
886547108	03/02/2015	08/13/2010	1,359.87	634.56		0.00	725.31	0.00	0.00
10 0	TOWERS WATSON & COMPANY CL A								
891894107	12/22/2015	11/27/2013	1,319.30	1,135.66		0.00	183.64	0.00	0.00
10 0	UNITED TECHNOLOGIES CORP								
913017109	03/02/2015	02/01/2011	1,230.47	819.43		0.00	411.04	0.00	0.00
5 0	UNITED TECHNOLOGIES CORP								
913017109	05/14/2015	02/01/2011	594.81	409.72		0.00	185.09	0.00	0.00
10 0	UNITEDHEALTH GROUP INC								
91324P102	02/04/2015	11/04/2009	1,080.93	280.77		0.00	800.16	0.00	0.00
55 0	VERISIGN INC								
92343E102	02/05/2015	Various	3,132.32	2,552.29		0.00	580.03	0.00	0.00

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40.0	PFIZER INC								
717081103	06/29/2015	06/18/2014	1,354.97	1,175.60		0.00	179.37	0.00	0.00
45.0	PFIZER INC								
717081103	10/12/2015	06/18/2014	1,493.67	1,322.55		0.00	171.12	0.00	0.00
35.0	QUALCOMM INC								
747525103	01/27/2015	11/25/2008	2,506.21	1,147.19		0.00	1,359.02	0.00	0.00
10.0	SCHLUMBERGER LTD								
806857108	02/04/2015	02/27/2009	852.76	370.50		0.00	482.26	0.00	0.00
35.0	SCRIPPS NETWORKS INTERACTIVE CLA								
811065101	09/23/2015	02/23/2010	1,730.08	1,398.29		0.00	331.79	0.00	0.00
15.0	SCRIPPS NETWORKS INTERACTIVE CLA								
811065101	09/23/2015	Various	741.46	1,034.64		0.00	-293.18	0.00	0.00
100.0	SEATTLE GENETICS INC								
812578102	02/04/2015	Various	3,118.48	1,903.20		0.00	1,215.28	0.00	0.00
40.0	SEATTLE GENETICS INC								
812578102	02/06/2015	07/15/2011	1,311.01	748.61		0.00	562.40	0.00	0.00
25.0	SIEMENS AG ADR								
826197501	07/10/2015	Various	2,564.62	3,015.49		0.00	-450.87	0.00	0.00

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VERISIGN INC	10.0									
	92343E102	04/20/2015	02/15/2013	663.98	462.34		0.00	201.64	0.00	0.00
VERISIGN INC	95.0									
	92343E102	04/20/2015	Various	6,314.65	4,391.09		0.00	1,923.56	0.00	0.00
VERISIGN INC	35.0									
	92343E102	05/11/2015	04/24/2014	2,236.07	1,728.66		0.00	507.41	0.00	0.00
Total Long Term Sales				319,159.58	228,703.78		0.00	90,455.80	0.00	0.00

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