Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ Do not enter social security numbers on this form as it may be made public.
▶ Information about Form 990-PF and its separate instructions is at *www.irs.gov/form990pf*.

OMB No 1545-0052

2015

Open to Public Inspection

For calendar year 2015 or tax year beginning , and ending

Name of foundation: Marcus Corporation Foundation, Inc	A Employer identification number: 39-6046268
Number and street (or P O box number if mail is not delivered to street address): 100 E Wisconsin Ave, Suite 1900 — Room/suite:	B Telephone number (see instructions): 414-905-1000
City or town: Milwaukee — State: WI — ZIP code: 53202-4125	
Foreign country name — Foreign province/state/county — Foreign postal code	C If exemption application is pending, check here ▶ ☐
G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change	D 1. Foreign organizations, check here ▶ ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation	E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ $ 3,689,279 — J Accounting method: ☐ Cash ☒ Accrual ☐ Other (specify) (Part I, column (d) must be on cash basis)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

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)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)	816,510			
	2	Check ▶ ☐ if the foundation is not required to attach Sch. B				
	3	Interest on savings and temporary cash investments	13,823	13,823	13,823	
	4	Dividends and interest from securities	62,057	60,484	62,057	
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	64,086			
	b	Gross sales price for all assets on line 6a 887,882				
	7	Capital gain net income (from Part IV, line 2)		64,105		
	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)				
	12	**Total.** Add lines 1 through 11	956,476	138,412	75,880	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc				
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)				
	c	Other professional fees (attach schedule)	44,526	11,526	11,526	33,000
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	5,969	5,969	5,969	
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)				
	24	**Total operating and administrative expenses.** Add lines 13 through 23	50,495	17,495	17,495	33,000
	25	Contributions, gifts, grants paid	594,473			594,473
	26	**Total expenses and disbursements.** Add lines 24 and 25	644,968	17,495	17,495	627,473
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	311,508			
	b	**Net investment income** (if negative, enter -0-)		120,917		
	c	**Adjusted net income** (if negative, enter -0-)			58,385	

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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 (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	5,423	6,902	6,902
	2	Savings and temporary cash investments	49,336	96,670	96,670
	3	Accounts receivable ▶			
		Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U.S. and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	1,574,728	1,765,138	2,006,865
	c	Investments—corporate bonds (attach schedule)	994,454	947,652	953,842
	11	Investments—land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	625,000	625,000	625,000
	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)	3,248,941	3,441,362	3,689,279
Liabilities	17	Accounts payable and accrued expenses	355,700	236,613	
	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)	355,700	236,613	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☐ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	2,893,241	3,204,749	
	30	**Total net assets or fund balances** (see instructions)	2,893,241	3,204,749	
	31	**Total liabilities and net assets/fund balances** (see instructions)	3,248,941	3,441,362	

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	2,893,241
2	Enter amount from Part I, line 27a	2	311,508
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	3,204,749
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	3,204,749

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	Sale of Investments-Short Term (see attached)	P	Various	Various
b	Sale of Investments-Long Term (see attached)	P	Various	Various
c	Capital Gains Distributions	P	Various	Various
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	552,433		552,465	-20
b	316,605		271,417	45,262
c	18,844			18,844
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				-20
b				45,262
c				18,844
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** 64,105

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** -20

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	656,503	2,570,534	0 255396
2013	760,396	2,440,928	0 311519
2012	710,116	2,280,612	0 311371
2011	859,373	3,187,416	0 269614
2010	930,392	3,392,494	0 274250

2	**Total** of line 1, column (d)	2	1 422150
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 284430
4	Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	2,756,161
5	Multiply line 4 by line 3	5	783,935
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	1,209
7	Add lines 5 and 6	7	785,144
8	Enter qualifying distributions from Part XII, line 4	8	627,473

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter ______ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	1	2,418
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	2,418
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-	5	2,418
6	Credits/Payments		
a	2015 estimated tax payments and 2014 overpayment credited to 2015 — 6a: 4,000		
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	4,000
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	0
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	1,582
11	Enter the amount of line 10 to be **Credited to 2016 estimated tax** ▶ 1,582 **Refunded** ▶	11	0

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		X
	*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*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year. **(1)** On the foundation ▶ $ ______ **(2)** On foundation managers. ▶ $ ______			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ______			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		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*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	N/A	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		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?	6	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*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ Wisconsin			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	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*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		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)	11		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)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
	Website address ▶			
14	The books are in care of ▶ Marcus Corp Telephone no ▶ 414-905-1000 Located at ▶ 100 E Wisconsin Ave, Suite 1900 Milwaukee WI ZIP+4 ▶ 53202-4125			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here ▶ ☐ and enter the amount of tax-exempt interest received or accrued during the year ▶ 15			
16	At any time during calendar year 2015, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		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? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b	N/A	
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2015?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? ☐ Yes ☒ No			
	If "Yes," list the years ▶ 20 ____, 20 ____, 20 ____, 20 ____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions)	2b	N/A	
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20 ____, 20 ____, 20 ____, 20 ____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2015 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2015)*	3b	N/A	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2015?	4b		X

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

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No			
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 4945(d)(4)(A)? (see instructions) ☐ Yes ☒ No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No			
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?	5b	N/A	
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No			
	If "Yes," attach the statement required by Regulations section 53 4945–5(d)			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	6b		X
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No			
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	7b	N/A	

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
Stephen H Marcus 100 E Wisconsin Ave Milwaukee, WI 53202	Pres/Dir/TR as Req'd	0		
Gregory S Marcus 100 E Wisconsin Ave Milwaukee, WI 53202	Dir as Req'd	0		
Thomas F Kissinger 100 E Wisconsin Ave Milwaukee, WI 53202	Sec/Dir as Req'd	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 ▶				

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over $50,000 for professional services . . . . . ▶		

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

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 United Way of Greater Milwaukee - Community involvement in supporting numerous charitable causes.	111,850
2 UWM Foundation - Community betterment through education.	51,500
3 UPAF (United Performing Arts Fund) - Community involvement in supporting the arts/culture	40,000
4 Junior Achievement of Wisconsin - Community betterment through young people development	35,000

Part IX-B **Summary of Program-Related Investments** (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments See instructions	
3	
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	2,763,819
b	Average of monthly cash balances	1b	34,314
c	Fair market value of all other assets (see instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	2,798,133
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	2,798,133
4	Cash deemed held for charitable activities. Enter 1 ½ % of line 3 (for greater amount, see instructions)	4	41,972
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,756,161
6	**Minimum investment return.** Enter 5% of line 5	6	137,808

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	137,808
2a	Tax on investment income for 2015 from Part VI, line 5	2a	2,418		
b	Income tax for 2015 (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	2,418
3	Distributable amount before adjustments Subtract line 2c from line 1			3	135,390
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	135,390
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	135,390

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	627,473
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	627,473
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	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	627,473

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				135,390
2	Undistributed income, if any, as of the end of 2015				
a	Enter amount for 2014 only			0	
b	Total for prior years 20____, 20____, 20____				
3	Excess distributions carryover, if any, to 2015				
a	From 2010 763,959				
b	From 2011 705,332				
c	From 2012 600,235				
d	From 2013 643,254				
e	From 2014 531,995				
f	**Total** of lines 3a through e	3,244,775			
4	Qualifying distributions for 2015 from Part XII, line 4 ▶ $ 627,473				
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				135,390
e	Remaining amount distributed out of corpus	492,083			
5	Excess distributions carryover applied to 2015. *(If an amount appears in column (d), the same amount must be shown in column (a))*				
6	**Enter the net total of each column as indicated below:**				
a	Corpus. Add lines 3f, 4c, and 4e Subtract line 5	3,736,858			
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				
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			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)				
8	Excess distributions carryover from 2010 not applied on line 5 or line 7 (see instructions)	763,959			
9	**Excess distributions carryover to 2016.** Subtract lines 7 and 8 from line 6a	2,972,899			
10	Analysis of line 9				
a	Excess from 2011 705,332				
b	Excess from 2012 600,235				
c	Excess from 2013 643,254				
d	Excess from 2014 531,995				
e	Excess from 2015 492,083				

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

1a 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			
	(a) 2015	(b) 2014	(c) 2013	(d) 2012	(e) Total
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					0
b 85% of line 2a					0
c Qualifying distributions from Part XII, line 4 for each year listed					0
d Amounts included in line 2c not used directly for active conduct of exempt activities					0
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					0
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets					0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					0
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)					0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0
(3) Largest amount of support from an exempt organization					0
(4) Gross investment income					0

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

The Marcus Corporation Foundation Attn S Marcus 100 E Wisconsin Ave Milwaukee, WI 53202

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

Written request indicating name, address, objectives and reason for the request

c Any submission deadlines

None

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

None

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*				
See Attached				594,473
Total ▶ 3a				594,473
b *Approved for future payment*				
UWM Foundation	N/A	PC	Education	50,000
Dana-Farber Cancer Institute	N/A	PC	Health	80,000
Rush University Medical Center	N/A	PC	Health	100,000
Black Arts Think Tank	N/A	PC	Art/Culture	4,000
Total ▶ 3b				234,000

Part XVI-A Analysis of Income-Producing Activities

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			14	13,823	
4 Dividends and interest from securities			14	62,057	
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					
8 Gain or (loss) from sales of assets other than inventory			18	64,086	
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)		0		139,966	0

13 **Total.** Add line 12, columns (b), (d), and (e) 13 139,966

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)
	N/A

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

		Line	Yes	No
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?			
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.

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

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

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge

[signature] 5/5/2016 Secretary

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN

Firm's name ▶ | Firm's EIN ▶

Firm's address ▶ | Phone no

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

Schedule of Contributors

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

OMB No 1545-0047

2015

Name of the organization	**Employer identification number**
Marcus Corporation Foundation, Inc	39-6046268

Organization type (check one)

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions.

General Rule

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

Special Rules

☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 331/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals Complete Parts I, II, and III

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than $1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc , contributions totaling $5,000 or more during the year . . . . ▶ $ ____________

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

Name of organization	Employer identification number
Marcus Corporation Foundation, Inc	39-6046268

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	The Marcus Corporation 100 E Wisconsin Ave Milwaukee WI 53202-4125 Foreign State or Province Foreign Country	$ 816,510	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
	Foreign State or Province Foreign Country	$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
	Foreign State or Province Foreign Country	$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
	Foreign State or Province Foreign Country	$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
	Foreign State or Province Foreign Country	$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
	Foreign State or Province Foreign Country	$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)

The Marcus Corporation Foundation
100 E. Wisconsin Avenue, Suite 1900
Milwaukee, WI 53202-4125

FEIN #39-6046268

Attachment To Form 990-PF For 2015
Page 2, Part II, Lines 10a - 10c

	Book Value	Fair Market Value
Part II, Line 10b:		
BMO LGM EMERGING MARKETS EQUITY I	36,246	30,294
CREDIT SUISSE COMMODITY RETURN STRATEGY I	20,730	11,760
DODGE & COX INTERNATIONAL STOCK FUND	64,399	69,781
HARBOR INTERNATIONAL FUND #11	71,706	74,822
MFS VALUE FUND	19,202	32,487
OAKMARK INTERNATIONAL FUND	71,970	67,515
T ROWE PRICE GROWTH STOCK FUND	59,962	123,428
TWEEDY BROWNE GLOBAL VALUE FUND	97,654	91,408
VANGUARD EQUITY INCOME FUND	82,000	86,188
VANGUARD INSTITUTIONAL INDEX FUND	816,711	984,836
VANGUARD MID CAP INDEX FUND	317,637	323,179
VANGUARD REIT INDEX FUND	20,427	24,268
VANGUARD SMALL-CAP VALUE INDEX FUND	53,870	55,467
VANGUARD SMALL-CAP INDEX FUND	32,624	31,430
Total Investments-corporate stock	1,765,138	2,006,865

	Book Value	Fair Market Value
Part II, Line 10c:		
BAIRD CORE PLUS BOND FUND	406,328	396,752
BMO TCH CORE PLUS BOND FUND CLASS I	194,393	215,602
PIMCO INVESTMENT GRADE CORPORATE BOND FUND	21,001	18,931
VANGUARD SHORT-TERM INVESTMENT GRADE FUND	325,930	322,556
Total Investments-corporate bonds	947,652	953,842

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Attachment To Form 990-PF For 2015
Page 2, Part II, Line 13, Investments - Other

State of Israel Jubilee Bond, Series A	2.26%	125,000.00
State of Israel Jubilee Bond, Series A	2.20%	125,000.00
State of Israel Jubilee Bond, Series A	2.26%	125,000.00
State of Israel Jubilee Bond, Series A	2.70%	125,000.00
State of Israel Jubilee Bond, Series A	2.51%	125,000.00
		625,000.00

The Marcus Corporation Foundation
100 E. Wisconsin Avenue, Suite 1900
Milwaukee, WI 53202-4125

FEIN #39-6046268

Attachment To Form 990-PF For 2015
Page 3, Part IV, Line 1a - SALE OF INVESTMENTS - SHORT-TERM

Description	How Acquired	Date Acquired	Date Sold	Gross Sale Price	Cost	Wash Sale Loss Disallowed	Gain or (Loss)
057071870 BAIRD CORE PLUS BOND FUND-IS	P	Various	1/14/2015	49,945	49,388	-	556
057071870 BAIRD CORE PLUS BOND FUND-IS	P	8/18/2014	1/14/2015	15,027	14,840	-	186
057071870 BAIRD CORE PLUS BOND FUND-IS	P	Various	5/11/2015	4,515	4,555	-	(40)
057071870 BAIRD CORE PLUS BOND FUND-IS	P	8/18/2014	5/11/2015	597	598	2	-
057071870 BAIRD CORE PLUS BOND FUND-IS	P	8/18/2014	5/26/2015	13,957	13,957	-	-
09658L489 BMO LGM EMERGING MARKETS EQUITY I	P	8/25/2014	1/14/2015	2,827	3,006	-	(179)
09658L489 BMO LGM EMERGING MARKETS EQUITY I	P	8/25/2014	8/10/2015	351	378	-	(27)
09658L620 BMO SMALL-CAP GROWTH FUND CLASS I	P	12/10/2014	1/14/2015	6,225	6,098	-	127
09658L620 BMO SMALL-CAP GROWTH FUND CLASS I	P	8/10/2015	10/22/2015	6,432	7,181	-	(749)
09658L596 BMO SMALL-CAP VALUE FUND CLASS I	P	Various	1/14/2015	6,140	6,675	-	(534)
09658L596 BMO SMALL-CAP VALUE FUND CLASS I	P	Various	1/14/2015	1,991	2,109	-	(118)
09658L596 BMO SMALL-CAP VALUE FUND CLASS I	P	7/29/2014	1/14/2015	1,367	1,438	-	(71)
09658L885 BMO TCH CORE PLUS BOND FUND CLASS I	P	Various	1/14/2015	45,547	45,323	-	224
09658L885 BMO TCH CORE PLUS BOND FUND CLASS I	P	7/8/2014	1/14/2015	331	332	1	-
09658L885 BMO TCH CORE PLUS BOND FUND CLASS I	P	Various	3/9/2015	797	804	-	(7)
09658L885 BMO TCH CORE PLUS BOND FUND CLASS I	P	7/24/2014	3/9/2015	244	247	3	-
09658L885 BMO TCH CORE PLUS BOND FUND CLASS I	P	4/30/2015	5/11/2015	716	723	-	(7)
09658L885 BMO TCH CORE PLUS BOND FUND CLASS I	P	Various	5/11/2015	251	256	6	-
09658L885 BMO TCH CORE PLUS BOND FUND CLASS I	P	Various	10/22/2015	2,835	2,837	-	(2)
256206103 DODGE & COX INTL STOCK FUND	P	12/19/2014	1/14/2015	1,345	1,383	-	(39)
411511306 HARBOR FUND INTERNATIONAL FUND	P	4/16/2014	1/14/2015	8,569	9,776	-	(1,207)
413838202 HARRIS ASSOCIATES INVT TR OAKMARK INTERNATIONAL FUND	P	4/1/2014	1/14/2015	3,997	4,674	-	(677)
552983694 MFS VALUE FUND-I	P	8/15/2014	1/14/2015	2,869	2,860	-	9
741479109 PRICE T ROWE GROWTH STOCK FUND INC	P	Various	1/14/2015	57,081	62,379	-	(5,299)
741479109 PRICE T ROWE GROWTH STOCK FUND INC	P	Various	1/14/2015	4,968	5,342	-	(375)
741479109 PRICE T ROWE GROWTH STOCK FUND INC	P	Various	4/15/2015	13,238	12,637	-	601
741479109 PRICE T ROWE GROWTH STOCK FUND INC	P	12/12/2014	5/11/2015	5,159	4,693	-	466
741479109 PRICE T ROWE GROWTH STOCK FUND INC	P	12/12/2014	5/26/2015	6,732	6,091	-	642
741479109 PRICE T ROWE GROWTH STOCK FUND INC	P	12/12/2014	7/8/2015	4,618	4,276	-	342
901165100 TWEEDY BROWNE FUND INC GLOBAL VALUE FUND	P	Various	7/8/2015	6,604	6,869	-	(265)
921921300 VANGUARD EQUITY INCOME-AD	P	Various	1/14/2015	18,310	18,634	-	(324)
921921300 VANGUARD EQUITY INCOME-AD	P	Various	3/5/2015	14,256	13,815	-	442
922031836 VANGUARD FIXED INCOME SECS FD SHORT TERM CORP FD ADMIRAL SHS	P	Various	1/14/2015	31,203	31,404	-	(201)
922031836 VANGUARD FIXED INCOME SECS FD SHORT TERM CORP FD ADMIRAL SHS	P	8/15/2014	1/14/2015	10,009	10,056	-	(47)
922040100 VANGUARD INSTL INDEX FD SH BEN INT	P	Various	1/14/2015	71,161	70,511	-	650
922040100 VANGUARD INSTL INDEX FD SH BEN INT	P	Various	3/5/2015	52,496	48,802	-	3,694
922040100 VANGUARD INSTL INDEX FD SH BEN INT	P	8/15/2014	3/9/2015	5,039	4,732	-	307
922040100 VANGUARD INSTL INDEX FD SH BEN INT	P	8/15/2014	5/11/2015	7,129	6,649	-	480
922040100 VANGUARD INSTL INDEX FD SH BEN INT	P	8/15/2014	5/26/2015	3,395	3,165	-	230
922908835 VANGUARD MID CAP INDEX FL CL I #864	P	8/25/2014	1/14/2015	13,385	13,329	-	57
922908835 VANGUARD MID CAP INDEX FL CL I #864	P	Various	4/16/2015	19,177	18,876	-	300
922908835 VANGUARD MID CAP INDEX FL CL I #864	P	3/5/2015	5/11/2015	9,652	9,574	-	79
922908835 VANGUARD MID CAP INDEX FL CL I #864	P	Various	5/26/2015	6,847	6,746	-	101
922908835 VANGUARD MID CAP INDEX FL CL I #864	P	8/25/2014	7/8/2015	15,098	14,445	-	653
Total				552,433	552,465	11	(20)

The Marcus Corporation Foundation
100 E. Wisconsin Avenue, Suite 1900
Milwaukee, WI 53202-4125

FEIN #39-6046268

Attachment To Form 990-PF For 2015
Page 3, Part IV, Line 1a - SALE OF INVESTMENTS - LONG-TERM

Description	How Acquired	Date Acquired	Date Sold	Gross Sale Price	Cost	Wash Sale Loss Disallowed	Gain or (Loss)
09658L620 BMO SMALL-CAP GROWTH FUND CLASS I	P	9/24/2008	1/14/2015	65	45	-	20
09658L620 BMO SMALL-CAP GROWTH FUND CLASS I	P	9/24/2008	7/8/2015	2,023	1,329	-	694
09658L620 BMO SMALL-CAP GROWTH FUND CLASS I	P	Various	10/22/2015	8,534	5,043	-	3,490
09658L620 BMO SMALL-CAP GROWTH FUND CLASS I	P	Various	11/3/2015	18,419	9,268	-	9,150
09658L596 BMO SMALL-CAP VALUE FUND CLASS I	P	Various	1/14/2015	3,610	3,475	-	135
09658L596 BMO SMALL-CAP VALUE FUND CLASS I	P	Various	4/15/2015	26,828	22,874	-	3,954
09658L885 BMO TCH CORE PLUS BOND FUND CLASS I	P	3/26/2008	1/14/2015	31,491	28,700	-	2,791
09658L885 BMO TCH CORE PLUS BOND FUND CLASS I	P	Various	1/14/2015	471	477	6	-
09658L885 BMO TCH CORE PLUS BOND FUND CLASS I	P	3/6/2008	3/9/2015	8,230	7,539	-	691
09658L885 BMO TCH CORE PLUS BOND FUND CLASS I	P	Various	3/9/2015	468	480	12	-
09658L885 BMO TCH CORE PLUS BOND FUND CLASS I	P	Various	5/11/2015	15,415	14,061	-	1,354
09658L885 BMO TCH CORE PLUS BOND FUND CLASS I	P	Various	5/11/2015	466	483	16	-
09658L885 BMO TCH CORE PLUS BOND FUND CLASS I	P	Various	10/22/2015	46,515	42,194	-	4,321
09658L885 BMO TCH CORE PLUS BOND FUND CLASS I	P	9/2/2014	10/22/2015	4	4	-	(0)
09658L885 BMO TCH CORE PLUS BOND FUND CLASS I	P	Various	10/22/2015	690	730	40	-
256206103 DODGE & COX INTL STOCK FUND	P	9/23/2013	1/14/2015	4,067	4,049	-	18
413838202 HARRIS ASSOCIATES INVT TR OAKMARK INTERNATIONAL FUND	P	9/18/2013	1/14/2015	4,471	5,229	-	(758)
552983694 MFS VALUE FUND-I	P	8/21/2013	1/14/2015	33,868	29,890	-	3,977
552983694 MFS VALUE FUND-I	P	11/7/2011	1/14/2015	4,071	2,692	-	1,380
552983694 MFS VALUE FUND-I	P	8/21/2013	1/14/2015	887	783	-	104
552983694 MFS VALUE FUND-I	P	Various	3/9/2015	16,353	9,682	-	6,671
552983694 MFS VALUE FUND-I	P	5/20/2010	5/26/2015	2,946	1,638	-	1,308
552983694 MFS VALUE FUND-I	P	5/20/2010	7/8/2015	2,261	1,289	-	972
722005816 PIMCO INVESTMENT GRD CORP-IN	P	8/24/2012	1/14/2015	25,047	26,008	-	(961)
722005816 PIMCO INVESTMENT GRD CORP-IN	P	8/24/2012	7/8/2015	4,559	4,783	-	(224)
741479109 PRICE T ROWE GROWTH STOCK FUND INC	P	8/21/2013	7/8/2015	3,328	2,663	-	665
921921300 VANGUARD EQUITY INCOME-AD	P	Various	3/5/2015	3,950	3,515	-	435
921921300 VANGUARD EQUITY INCOME-AD	P	8/20/2013	3/9/2015	28,374	25,491	-	2,883
921921300 VANGUARD EQUITY INCOME-AD	P	8/20/2013	5/26/2015	2,805	2,476	-	329
922040100 VANGUARD INSTL INDEX FD SH BEN INT	P	5/16/2014	5/26/2015	1,132	1,013	-	119
922040100 VANGUARD INSTL INDEX FD SH BEN INT	P	Various	7/8/2015	11,967	11,008	-	959
921937686 VANGUARD S/C VALUE INDEX-ADM	P	2/6/2013	1/14/2015	3,290	2,508	-	782
Total				**316,605**	**271,417**	**74**	**45,262**

The Marcus Corporation Foundation
100 E. Wisconsin Avenue, Suite 1900
Milwaukee, WI 53202-4125

FEIN #39-6046268

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Name	Expenditure	Relationship	Status	Purpose
Alano Foundation	5,000	N/A	Public	Health
Alverno College	10,000	N/A	Public	Education
American Heart Association	4,500	N/A	Public	Health
American Liver Foundation - WI Chapter	1,898	N/A	Public	Health
American Red Cross	5,000	N/A	Public	Health
Arthritis Foundation - Wisconsin	2,750	N/A	Public	Health
Association for Women Lawyers	375	N/A	Public	Education
Aurora Health Care Foundation	2,500	N/A	Public	Health
Autism Society of WI	1,250	N/A	Public	Health
Barbara Sinatra Children's Center	3,000	N/A	Public	Health
Bel Cantos Chorus	875	N/A	Public	Art/Culture
Best Buddies of Wisconsin	2,500	N/A	Public	Health
Betty Brinn Children's Museum	7,500	N/A	Public	Education
Big Brothers Big Sisters Milwaukee/Waukesha	1,500	N/A	Public	Education
Black Arts Think Tank	1,000	N/A	Public	Art/Culture
Boy Scouts of America	5,000	N/A	Public	Development
Boys & Girls Club	1,750	N/A	Public	Development
Boys & Girls Club of Green Bay	1,750	N/A	Public	Development
Camp Kesem-UW Madison	500	N/A	Public	Health
Christ Lutheran Church	500	N/A	Public	Health
City Year Milwaukee	2,500	N/A	Public	Development
COA - Formerly Children's Outing Association	10,000	N/A	Public	Development
College of Desert Foundation	15,000	N/A	Public	Education
Columbia St Mary's Hospital	800	N/A	Public	Health
Cortney's Place	2,000	N/A	Public	Education
Cream City Foundation	500	N/A	Public	Education
Cystic Fibrosis Foundation	1,000	N/A	Public	Health
Dana-Farber Cance Institute	20,000	N/A	Public	Health
Discovery World at Pier WI	5,000	N/A	Public	Development
Domestic Abuse Team-Light Up The Night	100	N/A	Public	Health
Donald Driver Foundation	2,500	N/A	Public	Development
Duluth Children's Museum	2,000	N/A	Public	Education
Eastbrook Church	1,000	N/A	Public	Development
Economic Wisconsin	200	N/A	Public	Education
Epilepsy Assoc of Southeast WI	1,000	N/A	Public	Health
Feeding America Eastern Wisconsin	2,000	N/A	Public	Health
Fellowship Open	500	N/A	Public	Development
First Stage Milwaukee Children's Theater	1,750	N/A	Public	Art/Culture
Foundation of WI Automobile and Truck	3,000	N/A	Public	Development
Freodtert Hospital Foundation	3,000	N/A	Public	Health
Grand Ave Club Milaukee County	1,000	N/A	Public	Development
Great Lakes Hemophilia	1,500	N/A	Public	Health
Great River Greening	100	N/A	Public	Conservation
Greater Milwaukee Committee	30,650	N/A	Public	Development
Guest House of Milwaukee	5,800	N/A	Public	Health
Harold Hamm Diabetes Center	3,750	N/A	Public	Health

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Harvard Business School of Wisconsin	750	N/A	Public	Development
Hispanic Professionals of Greater Milwaukee	15,000	N/A	Public	Education
Horizon Home Care and Hospice	1,500	N/A	Public	Health
Israel Bonds	1,000	N/A	Public	Health
Jewish Community Center Milwaukee	1,500	N/A	Public	Development
Jewish Family Services	1,200	N/A	Public	Health
Jockey Being Family Foundation	2,000	N/A	Public	Health
Junior Achievement of Wisconsin	35,000	N/A	Public	Development
Juvenile Diabetes Research Foundation	1,750	N/A	Public	Health
Kats For Casa	100	N/A	Public	Art/Culture
Keep Greater Milwaukee Beautiful, Inc	750	N/A	Public	Development
Leukemia & Lymphoma Society WI Chapter	1,000	N/A	Public	Health
Literacy Service of Milwaukee	750	N/A	Public	Education
Lutheran Home Foundation	1,250	N/A	Public	Health
Make a Difference Wisconsin, Inc	500	N/A	Public	Education
Make A Wish Foundation	5,600	N/A	Public	Health
Make A Wish of Arizona	4,500	N/A	Public	Health
Make A Wish of Nebraska	1,000	N/A	Public	Health
Make A Wish of North Dakota	100	N/A	Public	Health
March of Dimes	500	N/A	Public	Development
Marcus Center For The Performing Arts	3,750	N/A	Public	Art/Culture
Medical College of Wisconsin	5,750	N/A	Public	Education
Milwaukee Academy of Science	500	N/A	Public	Education
Milwaukee Art Museum	10,500	N/A	Public	Art/Culture
Milwaukee Ballet	2,500	N/A	Public	Art/Culture
Milwaukee College Prep School	1,000	N/A	Public	Education
Milwaukee County Historical Society	1,250	N/A	Public	Conservation
Milwaukee Institute Art & Design	1,000	N/A	Public	Art/Culture
Milwaukee Jewish Federation	5,000	N/A	Public	Conservation
Milwaukee Press Club	1,000	N/A	Public	Development
Milwaukee Public Museum	6,750	N/A	Public	Conservation
Milwaukee Repertory Theatre	7,000	N/A	Public	Art/Culture
Milwaukee Urban Soccer Collaborative	500	N/A	Public	Development
Motion Picture Club Foundation, Inc	2,500	N/A	Public	Health
My Team Triumph	2,500	N/A	Public	Health
NAACP	1,000	N/A	Public	Development
National Kidney Foundation of Wisconsin	750	N/A	Public	Health
Next Door Foundation	2,000	N/A	Public	Development
One Hartland	500	N/A	Public	Health
Professional Dimensions	1,000	N/A	Public	Education
Public Policy Forum	700	N/A	Public	Development
Rebuiling Together Greater Milwaukee	475	N/A	Public	Development
Ronald McDonald House	1,500	N/A	Public	Development
Rotary Club of Milwaukee (North Side)	5,000	N/A	Public	Conservation
Safe & Sound	375	N/A	Public	Health
Sharon Lynne Wilson Center For The Arts	3,500	N/A	Public	Art/Culture

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Sharp Literacy, Inc. (formerly Creative Sharp Presentation)	1,270	N/A	Public	Education
Shatterproof	2,500	N/A	Public	Health
Sixteenth St. Community Center	1,250	N/A	Public	Development
Spirit of Greater Madison	2,000	N/A	Public	Development
St. Francis Children's Center	1,500	N/A	Public	Health
Summerfest Foundation, Inc.	5,000	N/A	Public	Art/Culture
Summer of Learning in the City of Milwaukee	500	N/A	Public	Education
Susan G Komen for the Cure - SE Wisconsin	500	N/A	Public	Health
TEMPO Milwaukee Foundation	5,300	N/A	Public	Education
The National Italian American Foundation	2,500	N/A	Public	Art/Culture
This Time Tomorrow	2,500	N/A	Public	Health
United Way Greater Milwaukee	111,850	N/A	Public	Health
UPAF (United Performing Arts Fund)	40,000	N/A	Public	Art/Culture
UWM Foundation	51,500	N/A	Public	Education
UWM-School of Education	2,500	N/A	Public	Education
UW Stout	1,000	N/A	Public	Education
Variety Clubs International, Inc	2,500	N/A	Public	Health
Variety New York	7,500	N/A	Public	Health
Variety - The Children's Charity of Wisconsin	9,100	N/A	Public	Health
Vince Lombardi Charitable Funds	6,750	N/A	Public	Health
Water.Org	25	N/A	Public	Health
Waukesha County Action Network	3,900	N/A	Public	Development
WI Conservatory of Music	2,000	N/A	Public	Art/Culture
WI Equal Justice Fund, Inc	500	N/A	Public	Education
WI Humane Society	1,500	N/A	Public	Education
Wisconsin Air Force Academy Parents Association	750	N/A	Public	Development
Wisconsin Parkinson Association	300	N/A	Public	Health
WI Policy Research Institute	750	N/A	Public	Development
WI Restaurant Association	1,500	N/A	Public	Education
WI Restaurant Assc Education Foundation	1,050	N/A	Public	Education
WI Taxpayers Alliance	580	N/A	Public	Development
Wheaton Franciscan Heatlhcare Foundation	750	N/A	Public	Health
Zoological Society	3,500	N/A	Public	Development
TOTAL	594,473			