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Form 990-PF

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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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 M.B. AND EDNA ZALE FOUNDATION		A Employer identification number 75-6037429
Number and street (or P O box number if mail is not delivered to street address) 6360 LBJ FREEWAY, SUITE 205		B Telephone number (214) 855-0627
City or town, state or province, country, and ZIP or foreign postal code DALLAS, TX 75240		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ 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) \$ 30,318,106.	J Accounting method: ☐ Cash ☒ Accrual ☐ Other (specify) _____	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))		(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	89,999.		N/A	
	2 Check ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	507,985.	507,985.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	1,659,369.			
	b Gross sales price for all assets on line 6a	4,951,683.			
	7 Capital gain net income (from Part IV, line 2)		1,659,369.		
	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	63.	63.		STATEMENT 2	
12 Total. Add lines 1 through 11	2,257,416.	2,167,417.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	185,640.	46,410.		139,230.
	14 Other employee salaries and wages	49,300.	24,650.		24,650.
	15 Pension plans, employee benefits	92,864.	29,707.		63,157.
	16a Legal fees STMT 3	750.	375.		375.
	b Accounting fees STMT 4	21,889.	10,945.		10,945.
	c Other professional fees STMT 5	69,214.	69,214.		0.
	17 Interest				
	18 Taxes STMT 6	44,254.	14,955.		9,508.
	19 Depreciation and depletion	8,298.	4,149.		
	20 Occupancy	18,712.	9,356.		9,356.
	21 Travel, conferences, and meetings	47,789.	9,558.		38,231.
	22 Printing and publications				
	23 Other expenses STMT 7	5,867.	<4,423.>		10,023.
	24 Total operating and administrative expenses. Add lines 13 through 23	544,577.	214,896.		305,475.
	25 Contributions, gifts, grants paid	1,564,190.			1,336,900.
26 Total expenses and disbursements. Add lines 24 and 25	2,108,767.	214,896.		1,642,375.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	148,649.				
b Net investment income (if negative, enter -0-)		1,952,521.			
c Adjusted net income (if negative, enter -0-)			N/A		

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LHA For Paperwork Reduction Act Notice, see instructions.

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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			4,567.	15,766.	15,766.
	2 Savings and temporary cash investments			744,944.	385,321.	385,321.
	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					
	7 Other notes and loans receivable ▶					
	Less: allowance for doubtful accounts ▶					
	8 Inventories for sale or use					
	9 Prepaid expenses and deferred charges			4,748.	1,950.	1,950.
	10a Investments - U.S. and state government obligations					
	b Investments - corporate stock	STMT 9		5,197,704.	5,077,582.	5,077,582.
	c Investments - corporate bonds					
	Liabilities	11 Investments - land, buildings, and equipment: basis ▶				
Less: accumulated depreciation ▶						
12 Investments - mortgage loans						
13 Investments - other		STMT 10		26,848,213.	24,790,248.	24,790,248.
14 Land, buildings, and equipment: basis ▶		64,624.				
Less: accumulated depreciation ▶		37,556.		35,366.	27,068.	27,068.
15 Other assets (describe ▶)		STATEMENT 11)		19,318.	20,171.	20,171.
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item 1)				32,854,860.	30,318,106.	30,318,106.
17 Accounts payable and accrued expenses				11,439.	11,195.	
18 Grants payable				128,000.	355,290.	
Net Assets or Fund Balances	19 Deferred revenue					
	20 Loans from officers, directors, trustees, and other disqualified persons					
	21 Mortgages and other notes payable					
	22 Other liabilities (describe ▶)	STATEMENT 12)		17,884.	9,176.	
	23 Total liabilities (add lines 17 through 22)			157,323.	375,661.	
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			32,697,537.	29,942,445.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds			0.	0.	
30 Total net assets or fund balances			32,697,537.	29,942,445.		
31 Total liabilities and net assets/fund balances			32,854,860.	30,318,106.		

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	32,697,537.
2 Enter amount from Part I, line 27a	2	148,649.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	32,846,186.
5 Decreases not included in line 2 (itemize) ▶	5	2,903,741.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	29,942,445.

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				
b	SEE ATTACHED STATEMENT			
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e	4,951,683.	3,292,314.	1,659,369.	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
a				
b				
c				
d				
e			1,659,369.	
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 1,659,369.
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	1,614,058.	33,041,508.	.048849
2013	1,588,119.	30,960,156.	.051296
2012	1,482,297.	28,966,504.	.051173
2011	1,467,420.	29,636,346.	.049514
2010	1,405,168.	27,574,044.	.050960

2 Total of line 1, column (d)	2 .251792
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 .050358
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4 31,834,193.
5 Multiply line 4 by line 3	5 1,603,106.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6 19,525.
7 Add lines 5 and 6	7 1,622,631.
8 Enter qualifying distributions from Part XII, line 4	8 1,642,375.

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)		1	19,525.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		2	0.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		3	19,525.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
3 Add lines 1 and 2		5	19,525.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		6a	11,216.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		6b	
6 Credits/Payments:		6c	11,000.
a 2015 estimated tax payments and 2014 overpayment credited to 2015		6d	
b Exempt foreign organizations - tax withheld at source		7	22,216.
c Tax paid with application for extension of time to file (Form 8868)		8	
d Backup withholding erroneously withheld		9	
7 Total credits and payments. Add lines 6a through 6d		10	2,691.
8 Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached		11	0.
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed			
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid			
11 Enter the amount of line 10 to be: Credited to 2016 estimated tax ☒ 2,691. 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)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
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? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☒ TX		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2015 or the taxable year beginning in 2015 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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? Website address ► WWW.ZALEFOUNDATION.ORG	X	
14 The books are in care of ► LEONARD R. KRASNOW, PRESIDENT Telephone no. ► 214-855-0627 Located at ► 6360 LBJ FREEWAY, SUITE 205, DALLAS, TX ZIP+4 ► 75240		
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 ►	16	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?	☐ Yes ☒ No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☒ Yes ☐ No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes ☒ No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	1b	X
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? If "Yes," list the years ►	☐ Yes ☒ No	
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.)	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. ►	2b	
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)	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)?

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?

N/A

☐ 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

If "Yes" to 6b, file Form 8870.

X

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?

N/A

7b

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

(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
SEE STATEMENT 13		185,640.	46,410.	1,679.

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 SEE ATTACHMENT TO FORM 990-PF FOR PART IX-A	
	14,714.
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.

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Part X**Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	31,393,060.
b	Average of monthly cash balances	1b	850,980.
c	Fair market value of all other assets	1c	74,938.
d	Total (add lines 1a, b, and c)	1d	32,318,978.
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	32,318,978.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	484,785.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	31,834,193.
6	Minimum investment return. Enter 5% of line 5	6	1,591,710.

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

1	Minimum investment return from Part X, line 6	1	1,591,710.
2a	Tax on investment income for 2015 from Part VI, line 5	2a	19,525.
b	Income tax for 2015. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	19,525.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,572,185.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	1,572,185.
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	1,572,185.

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	1,642,375.
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	1,642,375.
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	19,525.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,622,850.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2014	(c) 2014	(d) 2015
1 Distributable amount for 2015 from Part XI, line 7				1,572,185.
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	48,174.			
b From 2011	11,225.			
c From 2012	57,876.			
d From 2013	85,545.			
e From 2014	12,921.			
f Total of lines 3a through e	215,741.			
4 Qualifying distributions for 2015 from Part XII, line 4: ▶ \$	1,642,375.			
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				1,572,185.
e Remaining amount distributed out of corpus	70,190.			
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	285,931.			
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	48,174.			
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a	237,757.			
10 Analysis of line 9:				
a Excess from 2011	11,225.			
b Excess from 2012	57,876.			
c Excess from 2013	85,545.			
d Excess from 2014	12,921.			
e Excess from 2015	70,190.			

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)

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

[illegible]

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:

SEE STATEMENT 14

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 <i>Paid during the year</i>				
SEE ATTACHED SCHEDULE				1,336,900.
Total			▶ 3a	1,336,900.
b <i>Approved for future payment</i>				
SEE ATTACHED SCHEDULE				355,290.
Total			▶ 3b	355,290.

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

M.B. AND EDNA ZALE FOUNDATION

Employer identification number

75-6037429

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 33 1/3% 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).

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2015)

Name of organization	Employer identification number
M.B. AND EDNA ZALE FOUNDATION	75-6037429

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	BETTY AND MARVIN ZALE 6360 LBJ FREEWAY, SUITE 205 DALLAS, TX 75240	\$ 2,500.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
2	CAROL AND DAVID ZALE 6360 LBJ FREEWAY, SUITE 205 DALLAS, TX 75240	\$ 3,250.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
3	DANA AND QUIN GERARD 6360 LBJ FREEWAY, SUITE 205 DALLAS, TX 75240	\$ 5,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
4	JULIE AND DAVID FIELDS 6360 LBJ FREEWAY, SUITE 205 DALLAS, TX 75240	\$ 3,600.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
5	JULIE AND GEORGE TOBOLOWSKY 6360 LBJ FREEWAY, SUITE 205 DALLAS, TX 75240	\$ 7,500.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
6	KAREN AND STEVEN SELTZER 6360 LBJ FREEWAY, SUITE 205 DALLAS, TX 75240	\$ 14,549.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions.)

Name of organization

Employer identification number

M.B. AND EDNA ZALE FOUNDATION

75-6037429

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
7	MARGIE AND MAURICE D. PLOUGH, JR 6360 LBJ FREEWAY, SUITE 205 DALLAS, TX 75240	\$ 7,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
8	RUTH AND ANDREW SUZMAN 6360 LBJ FREEWAY, SUITE 205 DALLAS, TX 75240	\$ 30,100.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
9	SHERYL AND GORDON BOGEN 6360 LBJ FREEWAY, SUITE 205 DALLAS, TX 75240	\$ 9,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
10	BOBBIE & LEO FIELDS 6360 LBJ FREEWAY, SUITE 205 DALLAS, TX 75240	\$ 6,500.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
11	KATHRYN T. & KEITH KOSHKIN 6360 LBJ FREEWAY, SUITE 205 DALLAS, TX 75240	\$ 1,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Employer identification number

75-6037429

Part II

[illegible]

Name of organization	Employer identification number
M.B. AND EDNA ZALE FOUNDATION	75-6037429

Part III Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year (Enter this info once) ▶ \$

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	SEE ATTACHED "SCHEDULE OF REALIZED GAINS AND LOSS"		P		
b	SEE ATTACHED "SCHEDULE OF REALIZED GAINS AND LOSS"		P		
c	OTHER - LT CAPITAL GAIN DISTRIBUTIONS		P		
d	OTHER - UNRECAPTURED SECTION 1250 GAIN		P		
e					
f					
g					
h					
i					
j					
k					
l					
m					
n					
o					

(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 2,934,767.		2,205,462.	729,305.
b 1,070,413.		1,086,852.	<16,439.>
c 945,707.			945,707.
d 796.			796.
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(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			729,305.
b			<16,439.>
c			945,707.
d			796.
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

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	1,659,369.
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

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	1
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
COMMODITIES FUND	4,983.	0.	4,983.	4,983.	
GOLDEN	46,377.	0.	46,377.	46,377.	
OTHER	391,165.	0.	391,165.	391,165.	
SMITH GROUP	38,872.	0.	38,872.	38,872.	
STATE OF ISRAEL BONDS	26,588.	0.	26,588.	26,588.	
TO PART I, LINE 4	507,985.	0.	507,985.	507,985.	

FORM 990-PF	OTHER INCOME	STATEMENT	2
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
FROM K-1	63.	63.	
TOTAL TO FORM 990-PF, PART I, LINE 11	63.	63.	

FORM 990-PF	LEGAL FEES	STATEMENT	3
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	750.	375.		375.
TO FM 990-PF, PG 1, LN 16A	750.	375.		375.

FORM 990-PF	ACCOUNTING FEES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	21,889.	10,945.		10,945.
TO FORM 990-PF, PG 1, LN 16B	21,889.	10,945.		10,945.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT ADVISORY AND CUSTODIAN FEES	69,214.	69,214.		0.
TO FORM 990-PF, PG 1, LN 16C	69,214.	69,214.		0.

FORM 990-PF	TAXES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAXES	19,525.	0.		0.
FOREIGN TAXES	10,478.	10,478.		0.
PAYROLL TAXES	13,985.	4,477.		9,508.
FEDERAL TAX WITHHOLDING	266.	0.		0.
TO FORM 990-PF, PG 1, LN 18	44,254.	14,955.		9,508.

FORM 990-PF	OTHER EXPENSES		STATEMENT	7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
AUTO, GAS & PARKING	693.	346.		347.
INSURANCE	11,332.	5,666.		5,666.
MEMBERSHIPS & SUBSCRIPTIONS	2,779.	1,390.		1,389.
OFFICE EXPENSE	6,973.	3,487.		3,486.
TELEPHONE	5,422.	2,711.		2,711.
LESS OVERHEAD REIMBURSEMENT - ABE ZALE FOUNDATION	<36,046.>	<18,023.>		<18,023.>
HELEN SUZMAN EXHIBIT - N. TX TOUR	14,714.	0.		14,447.
TO FORM 990-PF, PG 1, LN 23	5,867.	<4,423.>		10,023.

FORM 990-PF	OTHER DECREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	8
DESCRIPTION	AMOUNT		
NET UNREALIZED LOSS ON INVESTMENTS - BROKERAGE ACCOUNTS	2,903,741.		
TOTAL TO FORM 990-PF, PART III, LINE 5	2,903,741.		

FORM 990-PF	CORPORATE STOCK	STATEMENT	9
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
CORPORATE STOCKS	5,077,582.	5,077,582.	
TOTAL TO FORM 990-PF, PART II, LINE 10B	5,077,582.	5,077,582.	

FORM 990-PF	OTHER INVESTMENTS	STATEMENT 10
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
COMMODITIES FUND	FMV	778,254.	778,254.
STATE OF ISRAEL BONDS	FMV	1,239,183.	1,239,183.
MUTUAL FUNDS	FMV	22,653,053.	22,653,053.
MASSACHUSETTS MUTUAL LIFE	FMV	60,958.	60,958.
MPM BIOVENTURES 2014, L.P	FMV	58,800.	58,800.
TOTAL TO FORM 990-PF, PART II, LINE 13		24,790,248.	24,790,248.

FORM 990-PF	OTHER ASSETS	STATEMENT 11
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DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
ACCRUED RECEIVABLES (AT COST)	19,318.	20,171.	20,171.
TO FORM 990-PF, PART II, LINE 15	19,318.	20,171.	20,171.

FORM 990-PF	OTHER LIABILITIES	STATEMENT 12
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DESCRIPTION	BOY AMOUNT	EOY AMOUNT
FEDERAL EXCISE TAX PAYABLE	17,284.	8,309.
HELEN SUZMAN EXHIBIT - DIRECT CHARITABLE ACTIVITIES PAYABLE	600.	867.
TOTAL TO FORM 990-PF, PART II, LINE 22	17,884.	9,176.

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 13

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
LEONARD KRASNOW 6360 LBJ FREEWAY, SUITE 205 DALLAS, TX 75240	PRESIDENT 40.00	185,640.	46,410.	1,679.
DONALD ZALE 6360 LBJ FREEWAY, SUITE 205 DALLAS, TX 75240	DIRECTOR 0.00	0.	0.	0.
SHERYL FIELDS BOGEN 6360 LBJ FREEWAY, SUITE 205 DALLAS, TX 75240	DIRECTOR 0.00	0.	0.	0.
LEO FIELDS 6360 LBJ FREEWAY, SUITE 205 DALLAS, TX 75240	DIRECTOR 0.00	0.	0.	0.
GLORIA LANDSBERG 6360 LBJ FREEWAY, SUITE 205 DALLAS, TX 75240	DIRECTOR 0.00	0.	0.	0.
DANA GERARD 6360 LBJ FREEWAY, SUITE 205 DALLAS, TX 75240	CHAIRMAN/DIRECTOR 0.00	0.	0.	0.
CLAUDIA ZALE 6360 LBJ FREEWAY, SUITE 205 DALLAS, TX 75240	DIRECTOR 0.00	0.	0.	0.
DAVID ZALE 6360 LBJ FREEWAY, SUITE 205 DALLAS, TX 75240	DIRECTOR 0.00	0.	0.	0.
GEORGE TOBOLOWSKY 6360 LBJ FREEWAY, SUITE 205 DALLAS, TX 75240	SECRETARY/TREASURER 0.00	0.	0.	0.
KAREN SELTZER 6360 LBJ FREEWAY, SUITE 205 DALLAS, TX 75240	VICE CHAIRMAN/DIRECTOR 0.00	0.	0.	0.
ROBERT TOBOLOWSKY 6360 LBJ FREEWAY, SUITE 205 DALLAS, TX 75240	DIRECTOR 0.00	0.	0.	0.

M.B. AND EDNA ZALE FOUNDATION

75-6037429

STEVEN LANDSBERG 6360 LBJ FREEWAY, SUITE 205 DALLAS, TX 75240	DIRECTOR 0.00	0.	0.	0.
MAURICE D. PLOUGH, JR. 6360 LBJ FREEWAY, SUITE 205 DALLAS, TX 75240	DIRECTOR 0.00	0.	0.	0.
STEVEN SELTZER 6360 LBJ FREEWAY, SUITE 205 DALLAS, TX 75240	DIRECTOR 0.00	0.	0.	0.
RUTH SUZMAN 6360 LBJ FREEWAY, SUITE 205 DALLAS, TX 75240	DIRECTOR 0.00	0.	0.	0.
JEFFREY LANDSBERG 6360 LBJ FREEWAY, SUITE 205 DALLAS, TX 75240	DIRECTOR 0.00	0.	0.	0.
OLIVIA ZALE 6360 LBJ FREEWAY, SUITE 205 DALLAS, TX 75240	DIRECTOR 0.00	0.	0.	0.

TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII

185,640.	46,410.	1,679.
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FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT 14

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

LEONARD R. KRASNOW, PRESIDENT
6360 LBJ FREEWAY, SUITE 205
DALLAS, TX 75240

TELEPHONE NUMBER

214-855-0627

FORM AND CONTENT OF APPLICATIONS

THE APPLICATION SHOULD BE IN THE FORM OF A LETTER. GRANT GUIDELINES ARE AVAILABLE ON THE FOUNDATION'S WEBSITE.

ANY SUBMISSION DEADLINES

GRANT DECISIONS ARE USUALLY MADE TWICE A YEAR. DEADLINES FOR SUBMISSION ARE NOTED ON THE FOUNDATION'S WEBSITE.

RESTRICTIONS AND LIMITATIONS ON AWARDS

THERE ARE NO RESTRICTIONS ON AWARDS; HOWEVER, PREFERENCE IS GIVEN TO DALLAS, TX; NEW YORK, NY; AND PALM BEACH COUNTY, FL. FOR SPECIFICS, PLEASE REFER TO GRANT GUIDELINES ON THE FOUNDATION'S WEBSITE.

ATTACHMENT TO FORM 990-PF
Part II, Line 14

M. B. & EDNA ZALE FOUNDATION
EIN: 75-6037429
Leasehold Improvements, Equipment, and Furniture
December 31, 2015

	<u>Cost</u>	<u>Accumulated Depreciation</u>	<u>Ending Book Value</u>
<u>Leasehold Improvements</u>	15,241.31	15,241.31	0.00
<u>Automobile</u>			
2014 Nissan	32,999.99	6,600.00	26,399.99
<u>Office Furniture</u>			
Refrigerator	550.00	550.00	0.00
Workstation, Desk, Files	3,865.00	3,865.00	0.00
Conf. Table & 9 Chairs	3,411.00	3,411.00	0.00
Desk & 2 Credenzas	<u>2,550.00</u>	<u>2,550.00</u>	<u>0.00</u>
Sub-Total	10,376.00	10,376.00	0.00
<u>Office Equipment</u>			
Conference Phone	567.84	567.84	0.00
Dell Computer - MP	1,380.66	1,380.66	0.00
Dell Computer - LK	1,297.94	1,297.94	0.00
Epson Projector	534.87	445.58	89.29
Dell Laptop Computer	1,661.00	1,383.84	277.16
HP LaserJet Pro 300 Printer	<u>564.99</u>	<u>263.72</u>	<u>301.27</u>
Sub-Total	6,007.30	5,339.58	667.72
Totals	<u>64,624.60</u>	<u>37,556.89</u>	<u>27,067.71</u>

M. B. and Edna Zale Foundation
EIN: 75-6037429
Form 990-PF, Pg 3, Pt IV
Summary of Broker proceeds
YE: 12/31/2015

Source	Proceeds	Cost	Gain/loss
Short Term			
Northern Trust Co. - acct 0190	588,023.92	589,606.27	(1,582.35)
Northern Trust Co. - acct 7742	250,000.00	250,000.00	-
Northern Trust Co. - acct 3775	232,388.69	247,245.94	(14,857.25)
Total ST	1,070,412.61	1,086,852.21	(16,439.60)
Long Term			
Northern Trust Co. - acct 0190	810,474.49	609,882.19	200,592.30
Northern Trust Co. - acct 7742	1,162,137.35	855,493.13	306,644.22
Northern Trust Co. - acct 3775	962,155.53	740,086.22	222,069.31
Total LT	2,934,767.37	2,205,461.54	729,305.83
Grand Total	4,005,179.98	3,292,313.75	712,866.23
LT Capital Gain Distributions			
Northern Trust Co. - acct 0190	479.16		479.16
Northern Trust Co. - acct 7742	945,227.64		945,227.64
Total LTCG Distributions	945,706.80		945,706.80
Unrecaptured Section 1250 Gain			
Northern Trust Co. - acct 7742	795.85		795.85
Total Unrecap Section 1250 Gain	795.85		795.85
Grand Total			1,659,368.88

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Recipient's Name and Address:
M B AND EDNA ZALE FOUNDATION
6360 LBJ FWY. STE. 205
DALLAS, TX 75240-6479

Account Number: 26-00190
Recipient's Tax ID Number: XX-XXX7429

THE NORTHERN TRUST COMPANY
P.O. BOX 803878
CHICAGO, IL 60680

☐ Corrected ☐ FATCA ☐ 2nd TIN notice

2015 Proceeds from Broker and Barter Exchange Transactions

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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	
Short Term Sales										
41.0	CARDINAL HEALTH INC									
14149Y108	01/21/2015	01/23/2014	3,360.79	2,764.43		0.00	596.36	0.00		0.00
183.0	CARDINAL HEALTH INC									
14149Y108	01/21/2015	01/23/2014	15,001.89	12,338.80		0.00	2,663.09	0.00		0.00
88.0	CARDINAL HEALTH INC									
14149Y108	01/21/2015	01/23/2014	7,212.67	5,933.41		0.00	1,279.26	0.00		0.00
71.0	CARDINAL HEALTH INC									
14149Y108	01/21/2015	01/23/2014	5,821.47	4,787.18		0.00	1,034.29	0.00		0.00
146.0	CARDINAL HEALTH INC									
14149Y108	01/21/2015	01/23/2014	11,968.41	9,858.31		0.00	2,110.10	0.00		0.00
201.0	CARDINAL HEALTH INC									
14149Y108	01/21/2015	Various	16,481.81	13,557.72		0.00	2,924.09	0.00		0.00
508.0	E TRADE FINL CORP FORMERLY E TRADE GROUPINC TO 10/01/2003 COM									
269246401	01/21/2015	Various	11,389.25	10,047.93		0.00	1,341.32	0.00		0.00
304.0	E TRADE FINL CORP FORMERLY E TRADE GROUPINC TO 10/01/2003 COM									
269246401	01/21/2015	02/06/2014	6,829.23	5,998.92		0.00	830.31	0.00		0.00
453.0	E TRADE FINL CORP FORMERLY E TRADE GROUPINC TO 10/01/2003 COM									
269246401	01/21/2015	Various	10,164.86	8,910.27		0.00	1,254.59	0.00		0.00

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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				
470.0	E TRADE FINL CORP FORMERLY E TRADE GROUPINC TO 10/01/2003 COM												
269246401	01/21/2015	02/06/2014	10,554.42	9,240.76		0.00	1,313.66	0.00	0.00				
615.0	E TRADE FINL CORP FORMERLY E TRADE GROUPINC TO 10/01/2003 COM												
269246401	01/21/2015	Various	13,819.60	12,077.79		0.00	1,741.81	0.00	0.00				
770.0	HALLIBURTON CO												
406216101	03/17/2015	Various	30,806.75	52,754.09		0.00	-21,947.34	0.00	0.00				
754.0	HEWLETT PACKARD CO COM												
428236103	03/17/2015	04/07/2014	24,392.51	24,640.87		0.00	-248.36	0.00	0.00				
290.0	HEWLETT PACKARD CO COM												
428236103	03/17/2015	04/07/2014	9,366.94	9,477.26		0.00	-110.32	0.00	0.00				
116.0	HEWLETT PACKARD CO COM												
428236103	03/17/2015	04/07/2014	3,749.24	3,790.90		0.00	-41.66	0.00	0.00				
290.0	HEWLETT PACKARD CO COM												
428236103	03/17/2015	Various	9,366.54	9,482.51		0.00	-115.97	0.00	0.00				
21.0	AETNA INC NEW												
00817Y108	05/12/2015	06/12/2014	2,311.31	1,701.07		0.00	610.24	0.00	0.00				
20.0	AMERISOURCE BERGEN CORP												
03073E105	05/12/2015	01/21/2015	2,298.25	1,857.68		0.00	440.57	0.00	0.00				

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Description of property		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	AMERIPRISE FINANCIAL INC									
03076C106		05/12/2015	01/21/2015	1,867.23	1,890.41		0.00	-23.18	0.00	0.00
12.0	AMGEN INC									
031162100		05/12/2015	01/21/2015	1,895.66	1,896.06		0.00	-0.40	0.00	0.00
50.0	#REORG/ARRIS GROUP STOCK MERGER ARRIS INTL 221MAW1 01-05-2016									
04270V106		05/12/2015	Various	1,691.71	1,733.93		0.00	-42.22	0.00	0.00
5.0	BIOGEN INC COMMON STOCK									
09062X103		05/12/2015	08/27/2014	1,972.13	1,712.31		0.00	259.82	0.00	0.00
22.0	CAPITAL ONE FINL CORP									
14040H105		05/12/2015	10/08/2014	1,823.21	1,818.69		0.00	4.52	0.00	0.00
38.0	CENTENE CORP DELAWARE COM									
15135B101		05/12/2015	11/12/2014	2,535.12	1,850.17		0.00	684.95	0.00	0.00
21.0	CONOCOPHILLIPS									
20825C104		05/12/2015	07/31/2014	1,375.05	1,748.35		0.00	-373.30	0.00	0.00
35.0	ELECTRONIC ARTS									
285512109		05/12/2015	03/17/2015	2,194.27	1,912.69		0.00	281.58	0.00	0.00
33.0	FOOT LOCKER INC									
344849104		05/12/2015	11/12/2014	2,002.89	1,842.54		0.00	160.35	0.00	0.00

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10.0	GOLDMAN SACHS GROUP INC											
38141G104		05/12/2015	08/27/2014			2,001.21	1,776.18		0.00	225.03	0.00	0.00
52.0	INTEL CORP											
458140100		05/12/2015	01/21/2015			1,673.06	1,904.68		0.00	-231.62	0.00	0.00
30.0	MERCK & CO INC											
58933Y105		05/12/2015	10/08/2014			1,782.71	1,803.88		0.00	-21.17	0.00	0.00
24.0	NATIONAL-OILWELL INC											
637071101		05/12/2015	10/08/2014			1,236.57	1,762.60		0.00	-526.03	0.00	0.00
54.0	PINNACLE FOODS INC DEL COM											
72348P104		05/12/2015	12/11/2014			2,216.92	1,880.75		0.00	336.17	0.00	0.00
23.0	SKYWORKS SOLUTIONS INC											
83088M102		05/12/2015	Various			2,227.40	1,964.16		0.00	263.24	0.00	0.00
48.0	SPIRIT AEROSYSTEMS HOLDINGS INC COM STK USD0.01 CLASS 'A'											
848574109		05/12/2015	10/08/2014			2,526.91	1,775.32		0.00	751.59	0.00	0.00
49.0	TESSERA TECHNOLOGIES INC COM											
88164L100		05/12/2015	03/17/2015			1,928.84	1,955.26		0.00	-26.42	0.00	0.00
42.0	TRINITY INDS INC											
896522109		05/12/2015	06/12/2014			1,274.46	1,712.35		0.00	-437.89	0.00	0.00

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Description of property

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17.0	UNITEDHEALTH GROUP INC								
91324P102	05/12/2015	02/23/2015	1,947.39	1,977.54		0.00	-30.15	0.00	0.00
42.0	WESTN.REFNG INC COM								
959319104	05/12/2015	03/17/2015	1,828.85	2,023.11		0.00	-194.26	0.00	0.00
114.0	AMERIPRISE FINANCIAL INC								
03076C106	05/20/2015	Various	14,649.30	14,361.09		0.00	288.21	0.00	0.00
305.0	AMERIPRISE FINANCIAL INC								
03076C106	05/20/2015	Various	39,211.44	38,408.06		0.00	803.38	0.00	0.00
1.0	AMERIPRISE FINANCIAL INC								
03076C106	05/20/2015	01/21/2015	128.50	125.92		0.00	2.58	0.00	0.00
285.0	#REORG/ARRIS GROUP STOCK MERGER ARRIS INTL 221MAW1 01-05-2016								
04270V106	06/11/2015	07/31/2014	9,134.59	9,872.71		0.00	-738.12	0.00	0.00
15.0	#REORG/ARRIS GROUP STOCK MERGER ARRIS INTL 221MAW1 01-05-2016								
04270V106	06/11/2015	07/31/2014	481.11	519.62		0.00	-38.51	0.00	0.00
48.0	#REORG/ARRIS GROUP STOCK MERGER ARRIS INTL 221MAW1 01-05-2016								
04270V106	06/11/2015	07/31/2014	1,538.81	1,660.77		0.00	-121.96	0.00	0.00
284.0	#REORG/ARRIS GROUP STOCK MERGER ARRIS INTL 221MAW1 01-05-2016								
04270V106	06/11/2015	Various	9,103.30	9,833.18		0.00	-729.87	0.00	0.00

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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
60.0	CENTENE CORP DELAWARE COM								
151358101	06/11/2015	11/12/2014	4,546.19	2,921.31		0.00	1,624.88	0.00	0.00
95.0	SPIRIT AEROSYSTEMS HOLDINGS INC COM STK USD0.01 CLASS 'A'								
848574109	06/11/2015	10/08/2014	5,228.70	3,513.65		0.00	1,715.05	0.00	0.00
113.0	#REORG/ARRIS GROUP STOCK MERGER ARRIS INTL 221MAW1 01-05-2016								
04270V106	06/12/2015	07/31/2014	3,638.53	3,909.72		0.00	-271.19	0.00	0.00
208.0	#REORG/ARRIS GROUP STOCK MERGER ARRIS INTL 221MAW1 01-05-2016								
04270V106	06/12/2015	07/31/2014	6,691.17	7,196.65		0.00	-505.48	0.00	0.00
427.0	#REORG/ARRIS GROUP STOCK MERGER ARRIS INTL 221MAW1 01-05-2016								
04270V106	06/12/2015	07/31/2014	13,720.53	14,773.90		0.00	-1,053.37	0.00	0.00
25.0	#REORG/ARRIS GROUP STOCK MERGER ARRIS INTL 221MAW1 01-05-2016								
04270V106	06/12/2015	07/31/2014	803.71	864.98		0.00	-61.27	0.00	0.00
15.0	#REORG/ARRIS GROUP STOCK MERGER ARRIS INTL 221MAW1 01-05-2016								
04270V106	06/12/2015	07/31/2014	482.22	518.99		0.00	-36.77	0.00	0.00
1.0	CAPITAL ONE FINL CORP								
14040H105	08/12/2015	10/08/2014	80.52	82.60		0.00	-2.08	0.00	0.00
3.0	CAPITAL ONE FINL CORP								
14040H105	08/12/2015	10/08/2014	241.60	247.79		0.00	-6.19	0.00	0.00

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Account Number:

26-00190
XX-XXX7429

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Description of property			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
125.0	CUSIP	14040H105	08/12/2015	Various	10/08/2014	10/08/2014	10,087.17	10,331.26		0.00	-244.09	0.00	0.00
8.0	CUSIP	14040H105	08/12/2015	Various	10/08/2014	10/08/2014	644.39	661.34		0.00	-16.95	0.00	0.00
24.0	CUSIP	14040H105	08/12/2015	Various	10/08/2014	10/08/2014	1,932.70	1,984.02		0.00	-51.32	0.00	0.00
68.0	CUSIP	15135B101	08/12/2015	Various	11/12/2014	11/12/2014	4,704.32	3,310.82		0.00	1,393.50	0.00	0.00
89.0	CUSIP	285512109	08/12/2015	Various	03/17/2015	03/17/2015	6,549.41	4,863.69		0.00	1,685.72	0.00	0.00
100.0	CUSIP	344849104	08/12/2015	Various	11/12/2014	11/12/2014	7,217.44	5,583.47		0.00	1,633.97	0.00	0.00
135.0	CUSIP	637071101	08/12/2015	Various	10/08/2014	10/08/2014	5,539.80	9,907.88		0.00	-4,368.08	0.00	0.00
16.0	CUSIP	637071101	08/12/2015	Various	10/08/2014	10/08/2014	657.70	1,175.07		0.00	-517.37	0.00	0.00
26.0	CUSIP	637071101	08/12/2015	Various	10/08/2014	10/08/2014	1,067.21	1,907.17		0.00	-839.96	0.00	0.00

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6360 LBJ FWY, STE. 205
DALLAS, TX 75240-6479

26-00190

XX-XXX7429

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THE NORTHERN TRUST COMPANY
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Description of property		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
26.0	NATIONAL-OILWELL INC									
637071101		08/12/2015	10/08/2014	1,067.82	1,907.17		0.00	-839.35	0.00	0.00
42.0	NATIONAL-OILWELL INC									
637071101		08/12/2015	10/08/2014	1,725.57	3,084.56		0.00	-1,358.99	0.00	0.00
186.0	PINNACLE FOODS INC DEL COM									
72348P104		08/12/2015	Various	8,355.34	6,477.66		0.00	1,877.68	0.00	0.00
98.0	SPIRIT AEROSYSTEMS HOLDINGS INC COM STK USD0.01 CLASS 'A'									
848574109		08/12/2015	10/08/2014	5,374.44	3,624.61		0.00	1,749.83	0.00	0.00
10.0	CAPITAL ONE FINL CORP									
14040H105		08/13/2015	10/08/2014	805.51	824.31		0.00	-18.80	0.00	0.00
65.0	CAPITAL ONE FINL CORP									
14040H105		08/13/2015	10/08/2014	5,247.46	5,358.03		0.00	-110.57	0.00	0.00
326.0	CAPITAL ONE FINL CORP									
14040H105		08/13/2015	Various	26,263.45	26,902.28		0.00	-638.83	0.00	0.00
27.0	CAPITAL ONE FINL CORP									
14040H105		08/13/2015	10/08/2014	2,179.63	2,225.64		0.00	-46.01	0.00	0.00
24.0	CAPITAL ONE FINL CORP									
14040H105		08/13/2015	10/08/2014	1,936.13	1,978.35		0.00	-42.22	0.00	0.00

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Description of property

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67.0	CENTENE CORP DELAWARE COM								
151358101	08/13/2015	Various	4,692.63	3,261.66		0.00	1,430.97	0.00	0.00
58.0	ELECTRONIC ARTS								
285512109	08/13/2015	03/17/2015	4,254.13	3,169.59		0.00	1,084.54	0.00	0.00
86.0	NATIONAL-OILWELL INC								
637071101	08/13/2015	10/08/2014	3,460.93	6,301.28		0.00	-2,840.35	0.00	0.00
86.0	NATIONAL-OILWELL INC								
637071101	08/13/2015	Various	3,463.73	6,302.13		0.00	-2,838.40	0.00	0.00
172.0	NATIONAL-OILWELL INC								
637071101	08/13/2015	10/08/2014	6,921.70	12,607.01		0.00	-5,685.31	0.00	0.00
87.0	NATIONAL-OILWELL INC								
637071101	08/13/2015	Various	3,501.68	6,377.48		0.00	-2,875.80	0.00	0.00
55.0	SPIRIT AEROSYSTEMS HOLDINGS INC COM STK USD0.01 CLASS 'A'								
848574109	08/13/2015	10/08/2014	3,031.92	2,034.22		0.00	997.70	0.00	0.00
9.0	SPIRIT AEROSYSTEMS HOLDINGS INC COM STK USD0.01 CLASS 'A'								
848574109	08/13/2015	10/08/2014	495.10	332.87		0.00	162.23	0.00	0.00
493.0	CAMERON INT'L CORP COM								
133428105	09/29/2015	Various	30,338.10	25,534.56		0.00	4,803.54	0.00	0.00

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Cusip Number	Date Sold or Disposed	Date Acquired									
385.0	CAMERON INT'L CORP COM										
13342B105	09/29/2015	Various			23,429.74	20,092.01		0.00	3,337.73	0.00	0.00
191.0	CAMERON INT'L CORP COM										
13342B105	09/29/2015	Various			11,695.91	9,790.81		0.00	1,905.10	0.00	0.00
3.0	CAMERON INT'L CORP COM										
13342B105	09/29/2015	08/13/2015			184.61	153.79		0.00	30.82	0.00	0.00
419.0	HARTFORD FINL SVCS GROUP INC										
416515104	12/17/2015	05/20/2015			18,413.53	17,762.38		0.00	651.15	0.00	0.00
182.0	HARTFORD FINL SVCS GROUP INC										
416515104	12/17/2015	05/20/2015			8,012.18	7,709.10		0.00	303.08	0.00	0.00
42.0	HARTFORD FINL SVCS GROUP INC										
416515104	12/17/2015	05/20/2015			1,839.12	1,779.02		0.00	60.10	0.00	0.00
148.0	HARTFORD FINL SVCS GROUP INC										
416515104	12/17/2015	Various			6,502.58	6,265.59		0.00	236.99	0.00	0.00
544.0	HARTFORD FINL SVCS GROUP INC										
416515104	12/17/2015	Various			23,853.09	23,053.62		0.00	799.47	0.00	0.00
Total Short Term Sales					588,023.92	589,606.27		0.00	-1,582.34	0.00	0.00

Long Term Sales

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Recipient's Name and Address:
M B AND EDNA ZALE FOUNDATION
6360 LBJ FWY. STE. 205
DALLAS, TX 75240-6479

Account Number: 26-00190
Recipient's Tax ID Number: XX-XXX7429

THE NORTHERN TRUST COMPANY
P.O. BOX 803878
CHICAGO, IL 60680

☐ Corrected ☐ FATCA ☐ 2nd TIN notice

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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			
351.0	QUALCOMM INC											
747525103	01/21/2015	04/16/2012	25,160.83	23,272.88		0.00	1,887.95	0.00	0.00			
264.0	QUALCOMM INC											
747525103	01/21/2015	Various	19,003.59	16,774.04		0.00	2,229.55	0.00	0.00			
49.0	#REORG/ ACTAVIS PLC	NAME CHANGE ALLERGAN PLC 281RAQ1 15 JUNE 2015										
G0083B108	01/21/2015	11/14/2013	13,445.72	8,038.71		0.00	5,407.01	0.00	0.00			
118.0	#REORG/ ACTAVIS PLC	NAME CHANGE ALLERGAN PLC 281RAQ1 15 JUNE 2015										
G0083B108	01/21/2015	11/14/2013	32,405.62	19,358.52		0.00	13,047.10	0.00	0.00			
78.0	#REORG/ ACTAVIS PLC	NAME CHANGE ALLERGAN PLC 281RAQ1 15 JUNE 2015										
G0083B108	01/21/2015	11/14/2013	21,404.87	12,796.31		0.00	8,608.56	0.00	0.00			
96.0	CVS CORP											
126650100	02/23/2015	08/25/2010	9,905.45	2,690.45		0.00	7,215.00	0.00	0.00			
326.0	FACEBOOK INC CL A CL A											
30303M102	02/23/2015	02/06/2014	25,724.64	20,380.90		0.00	5,343.74	0.00	0.00			
214.0	FACEBOOK INC CL A CL A											
30303M102	02/23/2015	Various	16,875.46	13,385.38		0.00	3,490.08	0.00	0.00			
56.0	FACEBOOK INC CL A CL A											
30303M102	02/23/2015	02/06/2014	4,413.53	3,501.01		0.00	912.52	0.00	0.00			

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 6360 LBJ FWY, STE. 205
 DALLAS, TX 75240-6479

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Cusip Number										
132.0	FACEBOOK INC CL A CL A									
30303M102		02/23/2015	02/06/2014	10,406.53	8,252.39		0.00	2,154.14	0.00	0.00
373.0	JOHNSON & JOHNSON									
478160104		02/23/2015	Various	37,493.22	20,700.93		0.00	16,792.29	0.00	0.00
42.0	MCKESSON HBOC INC									
58155Q103		02/23/2015	10/20/2009	9,632.42	2,606.82		0.00	7,025.60	0.00	0.00
95.0	CVS CORP									
126650100		03/17/2015	08/25/2010	9,847.23	2,662.42		0.00	7,184.81	0.00	0.00
175.0	HANESBRANDS INC COM STK									
410345102		03/17/2015	04/23/2013	5,916.57	2,093.78		0.00	3,822.79	0.00	0.00
4.0	SOUTHWEST AIRLINES CO									
844741108		03/17/2015	02/06/2014	182.85	83.87		0.00	98.98	0.00	0.00
44.0	SOUTHWEST AIRLINES CO									
844741108		03/17/2015	02/06/2014	2,012.37	922.54		0.00	1,089.83	0.00	0.00
8.0	SOUTHWEST AIRLINES CO									
844741108		03/17/2015	02/06/2014	367.03	167.74		0.00	199.29	0.00	0.00
169.0	SOUTHWEST AIRLINES CO									
844741108		03/17/2015	02/06/2014	7,715.14	3,543.41		0.00	4,171.73	0.00	0.00

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175.0	MARVELL TECHNOLOGY GROUP LTD ORD									
G5876H105		03/17/2015	06/04/2013	2,766.53	1,901.46		0.00	865.07	0.00	0.00
5.0	MARVELL TECHNOLOGY GROUP LTD ORD									
G5876H105		03/17/2015	06/04/2013	79.08	54.33		0.00	24.75	0.00	0.00
3552.0	MARVELL TECHNOLOGY GROUP LTD ORD									
G5876H105		03/17/2015	06/04/2013	55,756.13	38,594.26		0.00	17,161.87	0.00	0.00
88.0	MARVELL TECHNOLOGY GROUP LTD ORD									
G5876H105		03/17/2015	06/04/2013	1,390.53	956.16		0.00	434.37	0.00	0.00
21.0	APPLE COMPUTER INC									
037833100		05/12/2015	07/16/2010	2,647.31	754.63		0.00	1,892.68	0.00	0.00
40.0	ARCHER DANIELS MIDLAND CO									
039483102		05/12/2015	02/06/2014	2,068.16	1,563.17		0.00	504.99	0.00	0.00
13.0	BERKSHIRE HATHAWAY INC-CL B									
084670702		05/12/2015	11/14/2013	1,880.08	1,498.71		0.00	381.37	0.00	0.00
22.0	CVS CORP									
126650100		05/12/2015	08/25/2010	2,208.64	616.56		0.00	1,592.08	0.00	0.00
64.0	CISCO SYS INC									
17275R102		05/12/2015	06/02/2009	1,873.56	1,256.93		0.00	616.63	0.00	0.00

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2015 Tax Information Statement

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33.0	COMCAST CORP CL A COM	05/12/2015	02/15/2011			1,895.48	791.90		0.00	1,103.58	0.00	0.00
19.0	DST SYS INC											
233326107		05/12/2015	02/25/2013			2,191.31	1,287.47		0.00	903.84	0.00	0.00
47.0	DELTA AIR LINES INC DEL COM NEW COM NEW											
247361702		05/12/2015	07/09/2013			2,160.55	911.93		0.00	1,248.62	0.00	0.00
38.0	DOW CHEMICAL CO											
260543103		05/12/2015	10/08/2013			1,940.81	1,476.85		0.00	463.96	0.00	0.00
17.0	EXXON MOBIL CORP											
30231G102		05/12/2015	01/24/2002			1,480.75	656.88		0.00	823.87	0.00	0.00
87.0	FORD MOTOR CO DEL											
345370860		05/12/2015	08/05/2013			1,350.64	1,495.90		0.00	-145.26	0.00	0.00
21.0	GILEAD SCIENCES INC											
375558103		05/12/2015	03/10/2014			2,207.57	1,680.78		0.00	526.79	0.00	0.00
70.0	HANES BRANDS INC COM STK											
410345102		05/12/2015	04/23/2013			2,184.30	837.51		0.00	1,346.79	0.00	0.00
21.0	HOME DEPOT INC											
437076102		05/12/2015	03/31/2009			2,350.16	485.39		0.00	1,864.77	0.00	0.00

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21.0	LEAR CORP COM NEW COM NEW								
521865204	05/12/2015	09/19/2013	2,375.57	1,506.26		0.00	869.31	0.00	0.00
42.0	LINCOLN NATIONAL CORP IND								
534187109	05/12/2015	04/23/2013	2,469.76	1,355.68		0.00	1,114.08	0.00	0.00
30.0	LOWES COMPANIES INC								
548661107	05/12/2015	10/29/2013	2,200.30	1,513.24		0.00	687.06	0.00	0.00
42.0	MAGNA INTERNATIONAL CL A COMMON								
559222401	05/12/2015	06/04/2013	2,368.12	1,413.40		0.00	954.72	0.00	0.00
11.0	MCKESSON HBOC INC								
58155Q103	05/12/2015	10/20/2009	2,499.09	682.74		0.00	1,816.35	0.00	0.00
45.0	MICROSOFT CORP COM								
594918104	05/12/2015	02/10/2003	2,128.46	1,057.85		0.00	1,070.61	0.00	0.00
67.0	MICRON TECHNOLOGY INC								
595112103	05/12/2015	11/14/2013	1,819.34	1,278.74		0.00	540.60	0.00	0.00
52.0	MORGAN STANLEY DEAN WITTER & CO NEW								
617446448	05/12/2015	10/29/2013	1,961.40	1,518.53		0.00	442.87	0.00	0.00
14.0	NORTHROP GRUMMAN CORP								
666807102	05/12/2015	01/23/2014	2,173.66	1,672.73		0.00	500.93	0.00	0.00

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2015 Tax Information Statement

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26-00190
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37.0	ORACLE CORPORATION									
68389X105		05/12/2015	07/16/2010	1,606.69	877.67		0.00	729.02	0.00	0.00
24.0	SANDISK CORP									
80004C101		05/12/2015	10/08/2013	1,594.65	1,467.80		0.00	126.85	0.00	0.00
49.0	SOUTHWEST AIRLINES CO									
844741108		05/12/2015	02/06/2014	2,066.53	1,027.38		0.00	1,039.15	0.00	0.00
29.0	VALERO ENERGY CORP NEW									
91913Y100		05/12/2015	04/30/2014	1,671.37	1,663.31		0.00	8.06	0.00	0.00
45.0	VOYA FINL INC COM									
929089100		05/12/2015	01/16/2014	2,009.43	1,632.71		0.00	376.72	0.00	0.00
118.0	BERKSHIRE HATHAWAY INC-CL B									
084670702		05/20/2015	11/14/2013	17,224.31	13,603.67		0.00	3,620.64	0.00	0.00
72.0	BERKSHIRE HATHAWAY INC-CL B									
084670702		05/20/2015	11/14/2013	10,513.38	8,300.55		0.00	2,212.83	0.00	0.00
120.0	BERKSHIRE HATHAWAY INC-CL B									
084670702		05/20/2015	11/14/2013	17,516.83	13,834.25		0.00	3,682.58	0.00	0.00
72.0	BERKSHIRE HATHAWAY INC-CL B									
084670702		05/20/2015	11/14/2013	10,504.46	8,300.55		0.00	2,203.91	0.00	0.00

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DALLAS, TX 75240-6479
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22.0	LINCOLN NATIONAL CORP IND									
534187109		06/11/2015	04/23/2013	1,355.28	710.12		0.00	645.16	0.00	0.00
45.0	DST SYS INC									
233326107		07/08/2015	02/25/2013	5,715.16	3,049.26		0.00	2,665.90	0.00	0.00
308.0	HANESBRANDS INC COM STK									
410345102		07/08/2015	04/23/2013	10,142.62	3,671.30		0.00	6,471.32	0.00	0.00
167.0	HANESBRANDS INC COM STK									
410345102		07/08/2015	04/23/2013	5,504.39	1,990.61		0.00	3,513.78	0.00	0.00
626.0	HANESBRANDS INC COM STK									
410345102		07/08/2015	04/23/2013	20,653.35	7,461.81		0.00	13,191.54	0.00	0.00
207.0	HANESBRANDS INC COM STK									
410345102		07/08/2015	04/23/2013	6,854.03	2,467.40		0.00	4,386.63	0.00	0.00
512.0	HANESBRANDS INC COM STK									
410345102		07/08/2015	04/23/2013	16,918.36	6,102.95		0.00	10,815.41	0.00	0.00
155.0	HANESBRANDS INC COM STK									
410345102		07/08/2015	04/23/2013	5,133.43	1,847.57		0.00	3,285.86	0.00	0.00
20.0	MCKESSON HBOC INC									
58155Q103		07/08/2015	10/20/2009	4,517.04	1,241.34		0.00	3,275.70	0.00	0.00

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1170.0 MICRON TECHNOLOGY INC										
595112103		07/08/2015	11/14/2013	20,618.65	22,330.27		0.00	-1,711.62	0.00	0.00
109.0 MICRON TECHNOLOGY INC										
595112103		07/08/2015	11/14/2013	1,932.58	2,080.34		0.00	-147.76	0.00	0.00
92.0 MICRON TECHNOLOGY INC										
595112103		07/08/2015	11/14/2013	1,631.16	1,755.89		0.00	-124.73	0.00	0.00
64.0 MICRON TECHNOLOGY INC										
595112103		07/08/2015	11/14/2013	1,135.14	1,221.48		0.00	-86.34	0.00	0.00
448.0 MICRON TECHNOLOGY INC										
595112103		07/08/2015	11/14/2013	7,877.08	8,550.39		0.00	-673.31	0.00	0.00
56.0 AETNA INC NEW										
00817Y108		08/12/2015	06/12/2014	6,511.94	4,536.18		0.00	1,975.76	0.00	0.00
26.0 AETNA INC NEW										
00817Y108		08/12/2015	Various	3,040.12	2,103.26		0.00	936.86	0.00	0.00
73.0 CONOCOPHILLIPS										
20825C104		08/12/2015	Various	3,772.10	6,077.31		0.00	-2,305.21	0.00	0.00
30.0 CONOCOPHILLIPS										
20825C104		08/12/2015	07/31/2014	1,549.82	2,496.89		0.00	-947.07	0.00	0.00

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51.0	CONOCOPHILLIPS										
20825C104	08/12/2015	Various	2,634.10	4,244.81				0.00	-1,610.71	0.00	0.00
9.0	CONOCOPHILLIPS										
20825C104	08/12/2015	07/31/2014	465.38	749.30				0.00	-283.92	0.00	0.00
19.0	CONOCOPHILLIPS										
20825C104	08/12/2015	07/31/2014	981.61	1,581.66				0.00	-600.05	0.00	0.00
119.0	CONOCOPHILLIPS										
20825C104	08/12/2015	07/31/2014	6,153.14	9,906.13				0.00	-3,752.99	0.00	0.00
117.0	CONOCOPHILLIPS										
20825C104	08/13/2015	Various	5,904.11	9,737.45				0.00	-3,833.34	0.00	0.00
59.0	CONOCOPHILLIPS										
20825C104	08/13/2015	07/31/2014	2,979.37	4,910.54				0.00	-1,931.17	0.00	0.00
59.0	CONOCOPHILLIPS										
20825C104	08/13/2015	Various	2,986.86	4,905.56				0.00	-1,918.70	0.00	0.00
58.0	CONOCOPHILLIPS										
20825C104	08/13/2015	07/31/2014	2,935.50	4,823.44				0.00	-1,887.94	0.00	0.00
106.0	ARCHER DANIELS MIDLAND CO										
039483102	09/29/2015	02/06/2014	4,350.92	4,142.40				0.00	208.52	0.00	0.00

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Description of property			Date		Proceeds	Cost or Other Basis	Code if any	Adjustments	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
Cusip Number	Date Sold or Disposed	Date Acquired									
90.0	ARCHER DANIELS MIDLAND CO										
039483102	09/29/2015	02/06/2014			3,685.51	3,509.61		0.00	175.90	0.00	0.00
547.0	ARCHER DANIELS MIDLAND CO										
039483102	09/29/2015	Various			22,317.89	21,352.22		0.00	965.67	0.00	0.00
387.0	ARCHER DANIELS MIDLAND CO										
039483102	09/29/2015	02/06/2014			15,825.57	15,123.69		0.00	701.88	0.00	0.00
150.0	BIOGEN INC COMMON STOCK										
09062X103	09/29/2015	Various			41,080.79	51,287.41		0.00	-10,206.62	0.00	0.00
303.0	SANDISK CORP										
80004C101	11/05/2015	10/08/2013			23,257.18	18,530.93		0.00	4,726.25	0.00	0.00
189.0	SANDISK CORP										
80004C101	11/05/2015	10/08/2013			14,505.95	11,558.90		0.00	2,947.05	0.00	0.00
187.0	SANDISK CORP										
80004C101	11/05/2015	10/08/2013			14,358.61	11,436.58		0.00	2,922.03	0.00	0.00
30.0	HOME DEPOT INC										
437076102	12/17/2015	03/31/2009			4,000.59	693.42		0.00	3,307.17	0.00	0.00
243.0	MORGAN STANLEY DEAN WITTER & CO NEW										
617446448	12/17/2015	10/29/2013			8,020.52	7,096.21		0.00	924.31	0.00	0.00

This is important tax information and is being furnished to you.

2015 Tax Information Statement

THE NORTHERN TRUST COMPANY
P.O. BOX 803878
CHICAGO, IL 60680

Account Number: 26-00190
Recipient's Tax ID Number: XX-XXX7429

☐ Corrected ☐ FATCA

☐ 2nd TIN notice

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Recipient's Name and Address:
M B AND EDNA ZALE FOUNDATION
6360 LBJ FWY. STE. 205
DALLAS, TX 75240-6479
Ref: JMO

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Description of property		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
294.0	MORGAN STANLEY DEAN WITTER & CO NEW									
617446448		12/17/2015	10/29/2013	9,649.52	8,585.54		0.00	1,063.98	0.00	0.00
93.0	MORGAN STANLEY DEAN WITTER & CO NEW									
617446448		12/17/2015	10/29/2013	3,055.56	2,715.83		0.00	339.73	0.00	0.00
514.0	MORGAN STANLEY DEAN WITTER & CO NEW									
617446448		12/17/2015	10/29/2013	16,832.73	15,010.08		0.00	1,822.65	0.00	0.00
334.0	MORGAN STANLEY DEAN WITTER & CO NEW									
617446448		12/17/2015	10/29/2013	10,895.30	9,753.63		0.00	1,141.67	0.00	0.00
22.0	NORTHROP GRUMMAN CORP									
666807102		12/17/2015	01/23/2014	4,177.88	2,628.57		0.00	1,549.31	0.00	0.00
626.0	ORACLE CORPORATION									
68389X105		12/17/2015	07/16/2010	23,291.65	14,849.15		0.00	8,442.50	0.00	0.00
222.0	ORACLE CORPORATION									
68389X105		12/17/2015	07/16/2010	8,298.14	5,265.99		0.00	3,032.15	0.00	0.00
212.0	ORACLE CORPORATION									
68389X105		12/17/2015	07/16/2010	7,919.85	5,028.79		0.00	2,891.06	0.00	0.00
Total Long Term Sales				810,474.49	609,882.19		0.00	200,592.30	0.00	0.00

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2015 Tax Information Statement

Account Number: 26-17742
 Recipient's Tax ID Number: XX-XXX7429
☐ Corrected ☐ FATCA ☐ 2nd TIN notice

THE NORTHERN TRUST COMPANY
 P.O. BOX 803878
 CHICAGO, IL 60680

Recipient's Name and Address:
 M.B. AND EDNA ZALE FOUNDATION
 6360 LBJ FWY. STE. 205
 DALLAS, TX 75240-6479

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Ref: JMO

2015 Proceeds from Broker and Barter Exchange Transactions

Sales are listed at Gross Proceeds less commissions and option premiums.
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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
Short Term Sales									
250000.0	ISR ST BD 10TH SER FLTG RATE DTD 04/01/2012 1.5364 DUE 04-01-2015 REG								
46513H7B5	04/08/2015	02/13/2015	250,000.00	250,000.00		0.00	0.00	0.00	0.00
Total Short Term Sales			250,000.00	250,000.00		0.00	0.00	0.00	0.00

Long Term Sales

35.02	CF COM FD SEC MULTI-STRATEGY COMMODITIESFD								
203999156	01/30/2015	11/30/2005	252.56	384.52		0.00	-131.96	0.00	0.00
250000.0	ISRAEL ST BD 10TH SER FLTG RATE DTD 02/01/2012 0% DUE 02-01-2015 REG								
46513H6T7	02/12/2015	02/22/2012	250,000.00	250,000.00		0.00	0.00	0.00	0.00
31.62	CF COM FD SEC MULTI-STRATEGY COMMODITIESFD								
203999156	02/27/2015	11/30/2005	234.11	347.19		0.00	-113.08	0.00	0.00
35.04	CF COM FD SEC MULTI-STRATEGY COMMODITIESFD								
203999156	03/31/2015	11/30/2005	247.21	384.74		0.00	-137.53	0.00	0.00
33.9	CF COM FD SEC MULTI-STRATEGY COMMODITIESFD								
203999156	04/30/2015	11/30/2005	252.07	372.22		0.00	-120.15	0.00	0.00
6400.0	MFC VANGUARD TOTAL STK MKT ETF								
922908769	05/12/2015	08/27/2012	694,204.22	463,466.69		0.00	230,737.53	0.00	0.00

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Account Number: 26-17742
Recipient's Tax ID Number: XX-XXX7429

Recipient's Name and Address:
M.B. AND EDNA ZALE FOUNDATION
6360 LBJ FWY. STE. 205
DALLAS, TX 75240-6479

THE NORTHERN TRUST COMPANY
P.O. BOX 803878
CHICAGO, IL 60680

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7010.17	MFO ALLIANZ FDS ALLIANZGIFJ SMALL CAP VALUE FD INSTL CL								
018918698	05/13/2015	02/25/2003	200,000.00	134,595.27		0.00	65,404.73	0.00	0.00
35.03	CF COM FD SEC MULTI-STRATEGY COMMODITIESFD								
203999156	05/29/2015	11/30/2005	253.27	384.63		0.00	-131.36	0.00	0.00
33.92	CF COM FD SEC MULTI-STRATEGY COMMODITIESFD								
203999156	06/30/2015	11/30/2005	248.72	372.44		0.00	-123.72	0.00	0.00
34.94	CF COM FD SEC MULTI-STRATEGY COMMODITIESFD								
203999156	07/31/2015	11/30/2005	229.27	383.64		0.00	-154.37	0.00	0.00
34.93	CF COM FD SEC MULTI-STRATEGY COMMODITIESFD								
203999156	08/31/2015	11/30/2005	226.14	383.53		0.00	-157.39	0.00	0.00
33.83	CF COM FD SEC MULTI-STRATEGY COMMODITIESFD								
203999156	09/30/2015	11/30/2005	211.35	371.45		0.00	-160.10	0.00	0.00
34.95	CF COM FD SEC MULTI-STRATEGY COMMODITIESFD								
203999156	10/30/2015	11/30/2005	218.03	383.75		0.00	-165.72	0.00	0.00
33.82	CF COM FD SEC MULTI-STRATEGY COMMODITIESFD								
203999156	11/30/2015	11/30/2005	196.42	371.34		0.00	-174.92	0.00	0.00
20.0	ALPHABET INC CAP STK CL C CAP STK CL C								
02079K107	12/08/2015	11/26/2008	15,166.18	2,907.64		0.00	12,258.54	0.00	0.00

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 Recipient's Name and Address: Ref: JMO
 M.B. AND EDNA ZALE FOUNDATION
 6360 LBJ FWY. STE. 205
 DALLAS, TX 75240-6479

Account Number: 26-17742
 Recipient's Tax ID Number: XX-XXX7429

THE NORTHERN TRUST COMPANY
 P.O. BOX 803878
 CHICAGO, IL 60680

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Description of property		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
34.98	CF COM FD SEC MULTI-STRATEGY COMMODITIESFD									
203999156		12/31/2015	11/30/2005	197.80	384.08		0.00	-186.28	0.00	0.00
Total Long Term Sales				1,162,137.35	855,493.13		0.00	306,644.22	0.00	0.00

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Account Number: 26-33775
Recipient's Tax ID Number: XX-XXX7429

Recipient's Name and Address:
M.B. AND EDNA ZALE FOUNDATION
6360 LBJ FWY. STE. 205
DALLAS, TX 75240-6479

THE NORTHERN TRUST COMPANY
P.O. BOX 803878
CHICAGO, IL 60680

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2015 Proceeds from Broker and Barter Exchange Transactions

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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
Short Term Sales									
301.0	FACEBOOK INC CL A CL A								
30303M102	01/27/2015	04/24/2014	22,878.35	18,398.26		0.00	4,480.09	0.00	0.00
459.0	FACEBOOK INC CL A CL A								
30303M102	01/28/2015	04/24/2014	35,171.01	28,055.83		0.00	7,115.18	0.00	0.00
171.0	GARMIN LTD COMMON STOCK								
H2906T109	04/23/2015	11/19/2014	8,076.69	10,065.23		0.00	-1,988.54	0.00	0.00
869.0	GARMIN LTD COMMON STOCK								
H2906T109	04/24/2015	Various	40,201.28	51,417.19		0.00	-11,215.91	0.00	0.00
290.0	CISCO SYS INC								
17275R102	05/12/2015	05/19/2014	8,484.34	7,082.03		0.00	1,402.31	0.00	0.00
20.0	FACTSET, RESH SYS INC								
303075105	05/12/2015	01/27/2015	3,223.34	2,916.29		0.00	307.05	0.00	0.00
10.0	GENERAL DYNAMICS CORP								
369550108	05/12/2015	04/23/2015	1,391.67	1,327.68		0.00	63.99	0.00	0.00
70.0	HOLOGIC INC COM								
436440101	05/12/2015	02/24/2015	2,366.65	2,230.33		0.00	136.32	0.00	0.00
40.0	QUINTILES TRANSNATIONAL HLDGS INC COM								
74876Y101	05/12/2015	11/19/2014	2,585.95	2,306.78		0.00	279.17	0.00	0.00

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2015 Tax Information Statement

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 M.B. AND EDNA ZALE FOUNDATION
 6360 LBJ FWY. STE. 205
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THE NORTHERN TRUST COMPANY
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26-33775

XX-XXX7429

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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
SM ENERGY CO COM	60.0									
78454L100		05/12/2015	02/24/2015	3,470.33	2,782.87		0.00	687.46	0.00	0.00
VOYA FINL INC COM	100.0									
929089100		05/12/2015	01/27/2015	4,474.91	3,940.25		0.00	534.66	0.00	0.00
WYNDHAM WORLDWIDE CORP COM STK	10.0									
98310W108		05/12/2015	06/25/2014	866.68	753.25		0.00	113.43	0.00	0.00
COSTCO WHSL CORP NEW	100.0									
22160K105		06/24/2015	10/22/2014	13,841.67	13,098.69		0.00	742.98	0.00	0.00
COSTCO WHSL CORP NEW	320.0									
22160K105		06/25/2015	Various	44,210.12	41,915.97		0.00	2,294.15	0.00	0.00
KOHL'S CORP	810.0									
500255104		08/24/2015	Various	41,145.70	60,955.29		0.00	-19,809.59	0.00	0.00
Total Short Term Sales				232,388.69	247,245.94		0.00	-14,857.25	0.00	0.00

Long Term Sales
 503.0 AMETEK INC NEW

031100100		01/27/2015	11/29/2011	24,617.53	13,625.87		0.00	10,991.66	0.00	0.00
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2015 Tax Information Statement

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Ref: JMO

Recipient's Name and Address:
M.B. AND EDNA ZALE FOUNDATION
6360 LBJ FWY, STE. 205
DALLAS, TX 75240-6479

Account Number: 26-33775
Recipient's Tax ID Number: XX-XXX7429

THE NORTHERN TRUST COMPANY
P.O. BOX 803878
CHICAGO, IL 60680

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Description of property			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
Cusip Number											
647.0	AMETEK INC NEW										
031100100			01/28/2015	Various	31,837.38	18,310.20		0.00	13,527.18	0.00	0.00
171.0	ALIGN TECHNOLOGY INC COM										
016255101			02/24/2015	12/17/2013	9,676.28	9,570.68		0.00	105.60	0.00	0.00
283.0	AMERICAN EXPRESS CO										
025816109			02/24/2015	Various	22,911.53	10,138.96		0.00	12,772.57	0.00	0.00
357.0	NATIONAL-OILWELL INC										
637071101			02/24/2015	Various	19,395.59	25,609.61		0.00	-6,214.02	0.00	0.00
508.0	VALERO ENERGY CORP NEW										
91913Y100			02/24/2015	04/05/2013	31,219.63	19,280.78		0.00	11,938.85	0.00	0.00
87.0	WABTEC CORP										
929740108			02/24/2015	04/18/2012	8,414.77	3,504.42		0.00	4,910.35	0.00	0.00
237.0	ALIGN TECHNOLOGY INC COM										
016255101			02/25/2015	12/17/2013	13,393.83	13,264.63		0.00	129.20	0.00	0.00
407.0	AMERICAN EXPRESS CO										
025816109			02/25/2015	10/29/2009	33,238.34	14,673.94		0.00	18,564.40	0.00	0.00
233.0	NATIONAL-OILWELL INC										
637071101			02/25/2015	10/23/2012	12,704.85	16,512.09		0.00	-3,807.24	0.00	0.00

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2015 Tax Information Statement

Account Number: 26-33775
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 Recipient's Name and Address:
 M.B. AND EDNA ZALE FOUNDATION
 6360 LBJ FWY. STE. 205
 DALLAS, TX 75240-6479

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Ref: JMO

THE NORTHERN TRUST COMPANY
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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
307.0 VALERO ENERGY CORP NEW	91913Y100	02/25/2015	04/05/2013	18,759.19	11,651.96		0.00	7,107.23	0.00	0.00
379.0 WABTEC CORP	929740108	02/25/2015	Various	36,407.69	15,208.79		0.00	21,198.90	0.00	0.00
513.0 ALIGN TECHNOLOGY INC COM	016255101	02/26/2015	Various	28,891.00	28,890.54		0.00	0.46	0.00	0.00
425.0 VALERO ENERGY CORP NEW	91913Y100	02/26/2015	04/05/2013	26,399.53	16,130.57		0.00	10,268.96	0.00	0.00
205.0 WABTEC CORP	929740108	02/26/2015	04/19/2012	19,608.31	8,207.08		0.00	11,401.23	0.00	0.00
79.0 ALIGN TECHNOLOGY INC COM	016255101	02/27/2015	12/18/2013	4,472.64	4,454.19		0.00	18.45	0.00	0.00
79.0 WABTEC CORP	929740108	02/27/2015	04/19/2012	7,524.85	3,162.73		0.00	4,362.12	0.00	0.00
102.0 ROCKWELL INTL CORP NEW	773903109	04/23/2015	Various	11,611.54	9,946.40		0.00	1,665.14	0.00	0.00
116.0 UNION PAC CORP COM	907818108	04/23/2015	Various	12,652.82	10,382.76		0.00	2,290.06	0.00	0.00

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Account Number: 26-33775
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 M.B. AND EDNA ZALE FOUNDATION
 6360 LBJ FWY. STE. 205
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THE NORTHERN TRUST COMPANY
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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
398.0	ROCKWELL INTL CORP NEW								
773903109	04/24/2015	Various	44,608.48	39,094.05		0.00	5,514.43	0.00	0.00
414.0	UNION PAC CORP COM								
907818108	04/24/2015	Various	44,409.54	36,941.18		0.00	7,468.36	0.00	0.00
300.0	ALASKA AIR GROUP INC								
011659109	05/12/2015	07/05/2012	19,656.62	5,605.98		0.00	14,050.64	0.00	0.00
40.0	ANSYS INC								
03662Q105	05/12/2015	04/24/2014	3,460.33	3,058.43		0.00	401.90	0.00	0.00
80.0	APPLE COMPUTER INC								
037833100	05/12/2015	10/23/2013	10,049.41	5,984.39		0.00	4,065.02	0.00	0.00
10.0	C R BARD INC								
067383109	05/12/2015	03/20/2014	1,672.96	1,464.27		0.00	208.69	0.00	0.00
80.0	DST SYS INC								
233326107	05/12/2015	11/20/2013	9,227.03	7,035.67		0.00	2,191.36	0.00	0.00
250.0	GENTEX CORP COM								
371901109	05/12/2015	Various	4,354.41	3,031.86		0.00	1,322.55	0.00	0.00
60.0	HOME DEPOT INC								
437076102	05/12/2015	09/14/2011	6,694.67	1,955.62		0.00	4,739.05	0.00	0.00

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 Recipient's Name and Address: Ref: JMO
 M.B. AND EDNA ZALE FOUNDATION
 6360 LBJ FWY, STE. 205
 DALLAS, TX 75240-6479

Account Number: 26-33775
 Recipient's Tax ID Number: XX-XXX7429

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Description of property			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
230.0	KROGER CO												
501044101			05/12/2015	03/08/2012			16,482.30	5,581.16		0.00	10,901.14	0.00	0.00
20.0	MCKESSON HBOC INC												
58155Q103			05/12/2015	08/04/2009			4,536.31	1,082.18		0.00	3,454.13	0.00	0.00
100.0	STARBUCKS CORP												
855244109			05/12/2015	08/20/2013			4,962.90	3,543.77		0.00	1,419.13	0.00	0.00
40.0	#REORG/ ACTAVIS PLC NAME CHANGE ALLERGAN PLC 281RAQ1 15 JUNE 2015												
G0083B108			05/12/2015	Various			11,958.17	1,685.51		0.00	10,272.66	0.00	0.00
90.0	AMDOCS LTD ORD												
G02602103			05/12/2015	03/20/2014			4,807.71	4,173.56		0.00	634.15	0.00	0.00
600.0	CHUBB CORP												
171232101			07/07/2015	02/27/2013			72,793.90	50,320.98		0.00	22,472.92	0.00	0.00
1240.0	COMERICA INC												
200340107			08/24/2015	07/22/2014			51,076.76	61,292.58		0.00	-10,215.82	0.00	0.00
550.0	DST SYS INC												
233326107			08/24/2015	Various			54,181.26	48,424.95		0.00	5,756.31	0.00	0.00
1660.0	HEWLETT PACKARD CO COM												
428236103			10/02/2015	06/19/2013			42,411.21	42,532.36		0.00	-121.15	0.00	0.00

This is important tax information and is being furnished to you.

2015 Tax Information Statement

Account Number: 26-33775
 Recipient's Tax ID Number: XX-XXX7429
 Recipient's Name and Address:
 M.B. AND EDNA ZALE FOUNDATION
 6360 LBJ FWY. STE. 205
 DALLAS, TX 75240-6479

THE NORTHERN TRUST COMPANY
 P.O. BOX 803878
 CHICAGO, IL 60680

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Ref: JMO

☐ Corrected ☐ FATCA ☐ 2nd TIN notice

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:

Cusp 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
317.0	ANSYS INC								
03662Q105	11/18/2015	Various	28,677.45	24,292.11		0.00	4,385.34	0.00	0.00
284.0	F5 NETWORKS INC								
315616102	11/18/2015	10/22/2014	29,577.08	32,730.69		0.00	-3,153.61	0.00	0.00
709.0	AMDOCS LTD ORD								
G02602103	11/18/2015	Various	39,312.54	32,838.20		0.00	6,474.34	0.00	0.00
413.0	ANSYS INC								
03662Q105	11/19/2015	04/25/2014	37,691.91	31,660.38		0.00	6,031.53	0.00	0.00
186.0	F5 NETWORKS INC								
315616102	11/19/2015	10/22/2014	19,284.01	21,436.29		0.00	-2,152.28	0.00	0.00
471.0	AMDOCS LTD ORD								
G02602103	11/19/2015	03/21/2014	26,531.27	21,813.85		0.00	4,717.42	0.00	0.00
Total Long Term Sales			962,155.53	740,086.22		0.00	222,069.31	0.00	0.00

This is important tax information and is being furnished to you.

M.B. & EDNA ZALE FOUNDATION
EIN: 75-6037429
DECEMBER 31, 2015

Attachment to Form 990-PF
Part IX-A Summary of Direct Charitable Activities

The North Texas Tour of the Helen Suzman Exhibition

The M.B. & Edna Zale Foundation sponsored a traveling exhibition highlighting the inspiring work of Helen Suzman, a former South African Parliamentarian who devoted her life to fighting apartheid laws, earning two Nobel Peace Prize nominations and worldwide respect.

The "Helen Suzman: Fighter for Human Rights" exhibition showcased four decades of photographs, personal letters, speeches and news articles, which enabled attendees to discover the tremendous strength Suzman demonstrated despite facing constant animosity, anti-Semitism and intimidation from her South African colleagues and citizens.

Suzman served in the South African Parliament for 36 years (1953-1989), including a 13-year period (1961-1973) as the governing body's only member of the Progressive Party, and the sole opposition condemning apartheid. The exhibition also highlighted Suzman's enduring friendship with Nelson Mandela, which began in 1967 when the two met at the infamous Robben Island Prison.

The schedule of campus dates during the North Texas Tour in 2014 and 2015 included:

- **Sept. 15 – Oct. 10, 2014**
Austin College
Abell Library
1210 E. Richards
Sherman, TX 75090
- **Oct. 15 – Nov. 14, 2014**
Paul Quinn College Center for Civic Engagement, Entrepreneurship and Leadership
The Zale Library
3837 Simpson Stuart Rd.
Dallas, TX 75241
- **Dec. 15 – Jan. 18, 2015**
Aaron Family Jewish Community Center of Dallas
7900 Northaven Road
Dallas, TX 75230
- **Jan. 20 – Feb. 20, 2015**
Southern Methodist University
Hope Library
6425 Boaz Lane
Dallas, TX 75205

- **Feb. 23 – Mar. 27, 2015**
University of Texas at Dallas
800 West Campbell Road
Richardson, TX 75080
- **Apr. 1 – Aug. 26, 2015**
Texas Hillel
Topfer Center for Jewish Life
2105 San Antonio Street
Austin, TX 78705
- **Aug. 28 – Oct. 2, 2015**
Jewish Federation of San Antonio
Holocaust Memorial Museum
12500 NW Military Highway
San Antonio, TX 78231

Each of these educational and charitable organizations provided prominent and public space for the Helen Suzman Exhibition during its stay. Each organization provided an array of programming around the Exhibition, all open to the public at no charge. There were a number of speakers and symposia on the subject of human rights in South Africa and other parts of the world. It is estimated that thousands of individuals viewed the Exhibition and participated in the associated events.

The M.B. and Edna Zale Foundation is a private family foundation with a mission to support individuals and families as they build productive and meaningful lives. The Foundation provides grants for education, early childhood development, job training, hunger and homelessness relief, health care, and Jewish culture and continuity in areas where family members live, work, or have interests. Sponsoring the Helen Suzman Exhibition for thousands of individuals to learn the history and importance of the life and work of Helen Suzman was very much in line with the mission and purpose of the Foundation.

**Attachment to Form 990-PF
Part XV, 3a, 3b**

**M.B. & EDNA ZALE FOUNDATION
EIN: 75-6037429
DECEMBER 31, 2015**

Organization	Address	City	State	Zip	Purpose of Grant	Balance 12/31/14	New Grants	Grants Paid	Balance 12/31/15
14th Ave Baptist Church Outreach	2501 Buchanan Street	Nashville	TN	37208	Educational		200 00	200 00	0 00
A Child's Place of Charlotte, Inc	601 E 5th Street, Suite 230	Charlotte	NC	28202	Social Service		500 00	500 00	0 00
Adelphi University	1 South Ave, P O Box 701	Garden City	NY	11530	Educational		2,000 00	2,000 00	0 00
Adolph & Rose Levis Jewish Comm Center	9801 Donna Klein Boulevard	Boca Raton	FL	33428	Social Service / Educational		5,000 00	5,000 00	0 00
Alph Institute	9540 Collins Ave	Surfside	FL	33154	Religious		250 00	250 00	0 00
All Stars Project, Inc	543 West 42nd Street	New York	NY	10036	Social Service		27,500 00	27,500 00	0 00
Alley's House	4113 Junius Street	Dallas	TX	75246	Educational		10,000 00	5,000 00	5,000 00
American Friends of Reuth Medical	4 West 43rd Street, Suite 402	New York	NY	10036	Health / Medical		1,500 00	1,500 00	0 00
Ark House Foundation	P O Box 833656	Richardson	TX	75083	Social Service		5,000 00	2,500 00	2,500 00
Austin College	900 North Grand Avenue	Sherman	TX	75090	Educational		147,000 00	77,000 00	70,000 00
AVODAH - The Jewish Service Corps	45 West 36th Street, 8th Floor	New York	NY	10018	Civic		50,000 00	50,000 00	0 00
Bnai Brith Hillel Fdn - OSU	46 E 16th Ave	Columbus	OH	43201	Religious		500 00	500 00	0 00
Bnai Brith Youth Organization	800 Eighth Street Northwest	Washington	DC	20001	Religious		61,000 00	31,000 00	30,000 00
Baylor Health Care Sys Fdn	3600 Gaston Avenue, Barnett Tower Suite 100	Dallas	TX	75246	Health / Medical		10,000 00	10,000 00	0 00
Biblical Arts Center	7500 Park Lane	Dallas	TX	75225	Arts / Cultural		16,000 00	16,000 00	0 00
Boys & Girls Clubs of Metro Denver, Inc	2017 West 9th Avenue	Denver	CO	80204	Social Service		500 00	500 00	0 00
Boys & Girls Harbor, Inc	1 East 104th Street	New York	NY	10028	Social Service		5,000 00	5,000 00	0 00
Brandeis University	P O Box 549110	Waltham	MA	02454	Educational		500 00	500 00	0 00
Brearley School	610 East 83rd Street	New York	NY	10028	Educational		200 00	200 00	0 00
Captain Hope's Kids	10480 Shady Trail, Suite 104	Dallas	TX	75220	Social Service		10,000 00	5,000 00	5,000 00
CARTAS	P O Box 25790	Richmond	VA	23280	Social Service		500 00	500 00	0 00
Catholic Charities of Dallas, Inc	9461 LBJ Freeway, Suite 128	Dallas	TX	75243	Hunger Relief		5,000 00	2,500 00	2,500 00
Center for Youth Activities, Inc	9400 West Palmetto Park Road	Boca Raton	FL	33497	Educational		19,000 00	19,000 00	0 00
Chicago Metro Battered Women's Ntwrk	1 East Wacker Drive, Suite 1630	Chicago	IL	60601	Social Service		300 00	300 00	0 00
Comm12Dallas	2501 Oak Lawn Ave., Suite 800	Dallas	TX	75219	Educational		25,000 00	25,000 00	0 00
Community Chest of Port Washington	382 Main Street	Port Washington	NY	11050	Civic		500 00	500 00	0 00
Congregation Beth Israel	5600 North Braeswood Boulevard	Houston	TX	77096	Civic	4,000 00	0 00	4,000 00	0 00
Crohn's & Colitis Foundation of America	733 Third Avenue, Suite 510	New York	NY	10017	Health / Medical		100 00	100 00	0 00
C R O S Ministries	301 First Avenue South	Lake Worth	FL	33460	Hunger Relief	5,000 00	0 00	5,000 00	0 00
Cystic Fibrosis Foundation	6931 Adlington Road, 2nd Floor	Bethesda	MD	20814	Health / Medical		200 00	200 00	0 00
Dallas Fdn/Zero-to-Five Collaborative	3963 Maple Avenue, Suite 390	Dallas	TX	75219	Educational		75,000 00	50,000 00	25,000 00
Dallas Foundation	3963 Maple Avenue, Suite 390	Dallas	TX	75219	Civic / Health / Medical		26,000 00	26,000 00	0 00
Dallas Furniture Bank	P O Box 815788	Dallas	TX	75381	Social Service		6,500 00	6,500 00	0 00
Dallas Jewish Historical Society	12700 Hillcrest Road, Suite 201	Dallas	TX	75230	Arts / Cultural		2,500 00	2,500 00	0 00
Deborah's Place	7800 Northaven Road	Dallas	TX	75230	Religious		500 00	500 00	0 00
Donna Klein Jewish Academy	2822 West Jackson	Chicago	IL	60612	Social Service		500 00	500 00	0 00
Dress for Success of Oregon Inc	9701 Donna Klein Boulevard	Boca Raton	FL	33428	Educational		15,000 00	15,000 00	0 00
Educational First Steps	1532 NE 37th Avenue, Suite B	Portland	OR	97232	Social Service		500 00	500 00	0 00
Education Opens Doors, Inc	2815 Gaston Avenue	Dallas	TX	75226	Educational	25,000 00	0 00	25,000 00	0 00
Food Bank for Westchester, Inc	P O Box 601971	Dallas	TX	75360	Educational		100 00	100 00	0 00
Gateway Community Outreach	200 Clearbrook Rd	Elmsford	NY	10523	Hunger Relief		0 00	3,000 00	0 00
Great Neck Student Aid Fund	291 Southeast First Terrace	Deerfield Beach	FL	33441	Hunger Relief	3,000 00	0 00	3,000 00	0 00
Greater Waltham Arc	PO Box 1067	Great Neck	NY	11023	Educational		350 00	350 00	0 00
	56 Chestnut Street	Waltham	MA	02453	Social Service		5,000 00	5,000 00	0 00

Organization	Address	City	State	Zip	Purpose of Grant	12/31/14	GRANTS	PAID	12/31/15
Greenhill School	4141 Spring Valley Rd	Addison	TX	75001	Educational		1,000 00	1,000 00	0 00
Haddasah	40 Wall Street Eighth Floor	New York	NY	10005	Health / Medical		1,200 00	1,200 00	0 00
Harlem Educational Activities Fund, Inc	2090 Seventh Avenue, 10th Floor	New York	NY	10027	Educational		25,000 00	25,000 00	0 00
Harvard Medical School	25 Shattuck Street	Boston	MA	02115	Educational		15,000 00	15,000 00	0 00
Hearts of Gold Pit Rescue	P O Box 3728	Memphis	TN	38173	Civic		500 00	500 00	0 00
Hebrew Union College-JIR	3101 Clifton Avenue	Cincinnati	OH	45220	Religious		2,000 00	2,000 00	0 00
Highland Park ISD Education Foundation	4201 Grassmere Lane	Dallas	TX	75205	Educational		1,000 00	1,000 00	0 00
Hillels of North Texas	1820 North Coil Road, Suite 200314	Richardson	TX	75080	Religious		2,500 00	2,500 00	0 00
Hobart & William Smith Colleges	300 Pulleray Street	Geneva	NY	14456	Educational		400 00	400 00	0 00
Humane Society of Tampa Bay	3607 North Armenia	Tampa	FL	33607	Civic		100 00	100 00	0 00
Interfaith Nutrition Network	211 Fulton Avenue	Hempstead	NY	11550	Hunger Relief		15,500 00	8,000 00	7,500 00
JAFCC Respite & Family Resource Center	5100 N Nob Hill Road	Sunrise	FL	33351	Social Service		150,000 00	150,000 00	0 00
Jewish Adoption & Foster Care Options	4200 North University Drive	Sunrise	FL	33351	Social Service		700 00	700 00	0 00
Jewish Children's Regional Service	3500 N Clausway Blvd Ste 1120	Metairie	LA	70002	Social Service		12,000 00	0 00	12,000 00
Jewish Community Center of Dallas	7900 Northaven Road	Dallas	TX	75230	Religious		11,500 00	11,500 00	0 00
Jewish Family Service-Dallas	5402 Arapaho Road	Dallas	TX	75248	Social Service / Hunger Relief	18,000 00	70,300 00	58,300 00	30,000 00
Jewish Family Service- Houston	4131 South Braeswood	Houston	TX	77025	Social Service		1,100 00	1,100 00	0 00
Jewish Federation of Greater Dallas	7800 Northaven Road	Dallas	TX	75230	Religious		500 00	500 00	0 00
Lake Forest College	555 North Sheridan Road	Lake Forest	IL	60045	Educational		500 00	500 00	0 00
LaunchAbility	801 E Plano Pkwy #125	Plano	TX	75074	Social Service		50,000 00	50,000 00	0 00
March of Dimes	1275 Mamaroneck Avenue	White Plains	NY	10605	Health / Medical		500 00	500 00	0 00
MediSendInternational	9244 Markville	Dallas	TX	75243	Educational		50,000 00	50,000 00	0 00
Methodist Hospital Foundation	1707 Sunset Boulevard	Houston	TX	77005	Health / Medical	25,000 00	0 00	0 00	25,000 00
Middlesex School	1400 Lowell Road	Concord	MA	01742	Educational		100 00	100 00	0 00
Mosaic Family Services, Inc	12225 Greenville Avenue #800	Dallas	TX	75243	Social Service		40,000 00	40,000 00	0 00
N Shore-LIJ Health System Fdn	125 Community Drive	Great Neck	NY	11021	Health / Medical		5,000 00	5,000 00	0 00
National Center for Family Philanthropy	1101 Connecticut Avenue Northwest Suite 220	Washington	DC	20036	Civic		1,000 00	1,000 00	0 00
Neighborhood House	7780 Southwest Capitol Highway	Portland	OR	97219	Hunger Relief	2,500 00	500 00	3,000 00	0 00
New Music USA, Inc	90 Broad Street #1902	New York	NY	10004	Arts / Cultural		2,500 00	2,500 00	0 00
New York City Center	130 West 56th Street	New York	NY	10019	Arts / Cultural		1,750 00	1,750 00	0 00
New York Pops, Inc	333 West 52nd Street, Suite 900	New York	NY	10019	Arts / Cultural		500 00	500 00	0 00
North Shore Animal League America	25 Davis Avenue	Port Washington	NY	11050	Civic		100 00	100 00	0 00
North Texas Food Bank	4500 S Cockrell Hill Road	Dallas	TX	75236	Hunger Relief		1,000 00	1,000 00	0 00
Open Books, Ltd	651 W Lake St	Chicago	IL	60661	Educational		500 00	500 00	0 00
Operation Kindness	3201 Earhart Drive	Carrillion	TX	75006	Civic		400 00	400 00	0 00
Oregon Humane Society	1067 NE Columbia Blvd	Portland	OR	97211	Civic		200 00	200 00	0 00
Outside In	1132 Southwest 13th Avenue	Portland	OR	97205	Social Service		500 00	500 00	0 00
P E F Israel Endowment Funds	630 Third Avenue 15th Floor	New York	NY	10017	Hunger Relief		10,000 00	5,000 00	5,000 00
Parker Jewish Institute	271-11 76th Avenue	New Hyde Park	NY	11040	Health / Medical		3,100 00	3,100 00	0 00
PCA Rescue Foundation, Inc	4409 W Ilhica St	Broken Arrow	OK	74012	Civic		500 00	500 00	0 00
PadPlace	502 South Old Orchard Lane Suite 126	Lewisville	TX	75067	Health / Medical		500 00	500 00	0 00
Philanthropy Southwest	8350 North Central Expressway, Suite M-1012	Dallas	TX	75206	Educational		2,500 00	2,500 00	0 00
Planned Parenthood of Nessel Co Fdn	540 Fulton Avenue	Hempstead	NY	11550	Social Service		33,500 00	33,500 00	0 00
Planned Parenthood of North Texas, Inc	7424 Greenville Avenue Suite 206	Dallas	TX	75231	Health / Medical		900 00	900 00	0 00
Portland State University Foundation	P O Box 243	Portland	OR	97207	Religious	18,000 00	0 00	0 00	18,000 00
Prison Entrepreneurship Program	P O Box 926274	Houston	TX	77292	Social Service		85,000 00	0 00	85,000 00
Promise House	224 W Page Ave	Dallas	TX	75208	Social Service		50,000 00	50,000 00	0 00
Reach Education, Inc	218 "D" Street Southeast 1st Floor	Washington	DC	20003	Educational		600 00	600 00	0 00
Reading Village	3985 Wonderland Hill Ave, Suite 103	Boulder	CO	80304	Educational		250 00	250 00	0 00

Organization	Address	City	State	Zip	Purpose of Grant	12/31/14	GRANTS	PAID	12/31/15
REAL School Gardens	5520 Connecticut Ave., NW Suite 200	Washington	DC	20015	Educational		50,000.00	50,000.00	0.00
Ronald McDonald House Charities-Memphis	535 Alabama Ave	Memphis	TN	38105	Social Service		250.00	250.00	0.00
Room to Read	465 California Street, Suite 1000	San Francisco	CA	94104	Educational		500.00	500.00	0.00
Savvy Ladies, Inc	39 Broadway, Suite 1730	New York	NY	10006	Educational		3,000.00	3,000.00	0.00
SEARCH Homeless Services	2905 Fannin	Houston	TX	77002	Educational		10,000.00	5,000.00	5,000.00
Senior Citizens of Greater Dallas	3910 Harry Hines Boulevard	Dallas	TX	75219	Social Service		1,000.00	1,000.00	0.00
Shelter Ministries of Dallas	PO Box 151085	Dallas	TX	75315	Social Service		20,000.00	10,000.00	10,000.00
Sisters of the Road	133 Northwest Sixth Avenue	Portland	OR	97209	Hunger Relief	7,500.00	0.00	7,500.00	0.00
Southern Poverty Law Center	400 Washington Avenue	Montgomery	AL	36104	Civic		500.00	500.00	0.00
Southwest Jewish Congress	11311 North Central Expressway, #300	Dallas	TX	75243	Religious		500.00	500.00	0.00
Southwestern Medical Foundation	3889 Maple Avenue, Suite 100	Dallas	TX	75219	Health / Medical		1,200.00	1,200.00	0.00
St. John's Bread & Life Program	785 Lexington Avenue	Brooklyn	NY	11221	Hunger Relief		5,000.00	2,500.00	2,500.00
Talmud Torah Texas	8606 Hyacinth Ln	Dallas	TX	75252	Religious		2,500.00	2,500.00	0.00
Temple Emanuel-El	8500 Hillcrest Road	Dallas	TX	75225	Religious / Hunger Relief		14,500.00	14,500.00	0.00
Texas A & M Foundation	401 George Bush Dr	College Station	TX	77840	Educational		35,000.00	35,000.00	0.00
Texas A&M Hillel Foundation	800 George Bush Drive	College Station	TX	77840	Religious	20,000.00	0.00	20,000.00	0.00
Texas Fdn for Educational Advancement	10909 Midway Road	Dallas	TX	75229	Educational		1,000.00	1,000.00	0.00
Texas Hillel Foundation	2105 San Antonio Street	Austin	TX	78705	Religious		2,500.00	2,500.00	0.00
The Innocence Project, Inc	40 Worth Street, Suite 701	New York	NY	10013	Social Service		500.00	500.00	0.00
The Philanthropy Roundtable	1730 "M" Street Northwest Suite 601	Washington	DC	20036	Civic		500.00	500.00	0.00
Tulane University	6823 St. Charles Avenue	New Orleans	LA	70118	Religious / Educational		152,500.00	152,500.00	0.00
U T Southwestern Medical Center	5323 Harry Hines Boulevard	Dallas	TX	75390	Health / Medical		1,000.00	1,000.00	0.00
Union for Reform Judaism	633 Third Avenue	New York	NY	10017	Health / Medical		7,700.00	7,700.00	0.00
United Way of Metropolitan Dallas	1800 North Lamar Street	Dallas	TX	75202	Social Service		12,000.00	12,000.00	0.00
Univ of Texas M D Anderson Cancer Center	1515 Holcombe Blvd	Houston	TX	77030	Health / Medical		500.00	500.00	0.00
University of LA at Lafayette Fdn, Inc	705 East St. Mary Blvd	Lafayette	LA	70503	Educational		500.00	500.00	0.00
University of Southern California	1150 South Olive Street 20th Floor	Los Angeles	CA	90015	Educational		500.00	500.00	0.00
University of Texas	110 Inner Campus Drive	Austin	TX	78705	Educational		2,500.00	2,500.00	0.00
Volunteer Services Council	P O Box 368	Denton	TX	76202	Health / Medical / Social Service		11,000.00	11,000.00	0.00
Westchester Community College Fdn, Inc	75 Grasslands Road Harford Hall 202	Valhalla	NY	10595	Educational		15,000.00	15,000.00	0.00
Westchester Reform Temple	255 Mamoroneck Road	Scarsdale	NY	10583	Religious		500.00	500.00	0.00
Wichita Falls Area Food Bank	P O Box 623	Wichita Falls	TX	76307	Hunger Relief		6,000.00	6,000.00	6,000.00
Wilkinson Center	4144 N Central Expy #1010	Dallas	TX	75204	Hunger Relief		10,000.00	0.00	10,000.00
Women for Women	2000 "M" Street Suite 200	Washington	DC	20036	Social Service		200.00	200.00	0.00
Woodall Rodgers Park Foundation	2012 Woodall Rodgers Fwy	Dallas	TX	75201	Civic		1,000.00	1,000.00	0.00
Yale University	P O Box 2038	New Haven	CT	06521	Educational		300.00	300.00	0.00
						128,000.00	1,564,900.00	1,336,900.00	356,000.00
						0.00	(710.00)	0.00	(710.00)
						\$128,000.00	\$1,564,190.00	\$1,336,900.00	\$355,290.00

Adjustment to Net Present Value