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Return of Private Foundation

Department of the Treasury Internal Revenue Service

or Section 4947(a)(1) Trust Treated as Private Foundation Do not enter social security numbers on this form as it may be made public. Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

2015

Open to Public Inspection

For calendar year 2015 or tax year beginning

05/01, 2015, and ending

04/30, 2016

Name of foundation: HARBOR LIGHTS FOUNDATION
Employer identification number: 13-3052490
Telephone number: (212) 440-0800
City or town, state or province, country, and ZIP or foreign postal code: NEW YORK, NY 10005

Table with 5 columns: (a) Revenue and expenses per books, (b) Net investment income, (c) Adjusted net income, (d) Disbursements for charitable purposes. Rows include Revenue (1-12) and Operating and Administrative Expenses (13-27).

SCANNED MAR 30 2017

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1	Cash - non-interest-bearing				
	2	Savings and temporary cash investments	578,225.	388,138.	388,138.	
	3	Accounts receivable ▶				
		Less allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
	7	Other notes and loans receivable (attach schedule) ▶				
		Less allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments - U S and state government obligations (attach schedule)				
	b	Investments - corporate stock (attach schedule) ATCH 8	6,598,775.	6,414,290.	7,746,045.	
	c	Investments - corporate bonds (attach schedule)				
	11	Investments - land, buildings, and equipment basis Less accumulated depreciation (attach schedule) ▶				
12	Investments - mortgage loans					
13	Investments - other (attach schedule)					
14	Land, buildings, and equipment basis Less accumulated depreciation (attach schedule) ▶					
15	Other assets (describe ▶ ATCH 9)	7,779,862.	8,141,773.	8,984,888.		
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	14,956,862.	14,944,201.	17,119,071.		
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe ▶)				
23	Total liabilities (add lines 17 through 22)	0.	0.			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds	14,956,862.	14,944,201.		
	28	Paid-in or capital surplus, or land, bldg, and equipment fund				
29	Retained earnings, accumulated income, endowment, or other funds					
30	Total net assets or fund balances (see instructions)	14,956,862.	14,944,201.			
31	Total liabilities and net assets/fund balances (see instructions)	14,956,862.	14,944,201.			

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	14,956,862.
2	Enter amount from Part I, line 27a	2	325,755.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	15,282,617.
5	Decreases not included in line 2 (itemize) ▶ ATCH 10	5	338,416.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	14,944,201.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)

(b) How acquired
P - Purchase
D - Donation
(c) Date acquired (mo., day, yr)
(d) Date sold (mo., day, yr)

1a SEE PART IV SCHEDULE			
b			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e			

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

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

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	686,952.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	0.

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	780,843.	18,372,785.	0.042500
2013	776,201.	17,063,193.	0.045490
2012	679,928.	15,110,735.	0.044996
2011	596,835.	14,377,610.	0.041511
2010	705,669.	13,820,312.	0.051060

2 Total of line 1, column (d)	2	0.225557
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.045111
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	17,536,864.
5 Multiply line 4 by line 3	5	791,105.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	8,880.
7 Add lines 5 and 6	7	799,985.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions	8	1,005,169.

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

Table with 11 rows for excise tax calculations. Includes categories like 'Exempt operating foundations', 'Domestic foundations that meet the section 4940(e) requirements', 'Tax under section 511', 'Add lines 1 and 2', 'Subtitle A (income) tax', 'Tax based on investment income', 'Credits/Payments', 'Total credits and payments', 'Enter any penalty', 'Tax due', 'Overpayment', and 'Enter the amount of line 10 to be credited to 2016 estimated tax'.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes questions like 'During the tax year, did the foundation attempt to influence any national, state, or local legislation...', 'Did it spend more than \$100 during the year for political purposes?', 'Did the foundation file Form 1120-POL for this year?', 'Enter the amount of tax on political expenditures', 'Has the foundation engaged in any activities that have not previously been reported to the IRS?', 'Has the foundation made any changes, not previously reported to the IRS...', 'Did the foundation have unrelated business gross income of \$1,000 or more during the year?', 'Was there a liquidation, termination, dissolution, or substantial contraction during the year?', 'Are the requirements of section 508(e) satisfied either by language in the governing instrument or by state legislation...', 'Did the foundation have at least \$5,000 in assets at any time during the year?', and 'Enter the states to which the foundation reports or with which it is registered'.

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).
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).
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A
14 The books are in care of ERNST & YOUNG US LLP Telephone no 212-440-0800 Located at 77 WATER STREET, 9TH FLOOR NEW YORK, NY ZIP+4 10005
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year. 15
16 At any time during calendar year 2015, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114 If "Yes," enter the name of the foreign country

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.
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?
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?
(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)?
(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).
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.
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?
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
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?
b If "Yes," did it have excess business holdings in 2015 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2015)
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?
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?

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... (2) Influence the outcome of any specific public election... (3) Provide a grant to an individual for travel... (4) Provide a grant to an organization other than a charitable... (5) Provide for any purpose other than religious... 5b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify... 6a Did the foundation, during the year, receive any funds... 6b Did the foundation, during the year, pay premiums... 7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? 7b If "Yes," did the foundation receive any proceeds or have any net income...

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

Table with 5 columns: (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. Row 1: ATCH 11, 0, 0, 0.

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

Table with 5 columns: (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. Row 1: NONE, 0, 0, 0.

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

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

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

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

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 PLEASE NOTE, THE FOUNDATION IS NOT INVOLVED IN ANY DIRECT CHARITABLE ACTIVITIES. ITS PRIMARY PURPOSE IS TO SUPPORT, BY CONTRIBUTIONS, OTHER ORGANIZATIONS EXEMPT UNDER SECTION	NONE
2 501(C)(3) OF THE INTERNAL REVENUE CODE.	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	NONE
2 N/A	
All other program-related investments See instructions	
3 N/A	
Total. Add lines 1 through 3 ▶	

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	5,273,765.
b	Average of monthly cash balances	1b	622,892.
c	Fair market value of all other assets (see instructions)	1c	11,907,266.
d	Total (add lines 1a, b, and c)	1d	17,803,923.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	17,803,923.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	267,059.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	17,536,864.
6	Minimum investment return. Enter 5% of line 5	6	876,843.

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	876,843.
2a	Tax on investment income for 2015 from Part VI, line 5	2a	8,880.
b	Income tax for 2015 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	8,880.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	867,963.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	867,963.
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	867,963.

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	1,005,169.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,005,169.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	8,880.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	996,289.

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				867,963.
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only.			864,898.	
b Total for prior years 20__ , 20__ , 20__		NONE		
3 Excess distributions carryover, if any, to 2015				
a From 2010		<div style="border: 1px solid black; padding: 5px; display: inline-block;"> NONE ↓ </div>		
b From 2011				
c From 2012				
d From 2013				
e From 2014				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2015 from Part XII, line 4 ▶ \$ 1,004,366				
a Applied to 2014, but not more than line 2a			864,898.	
b Applied to undistributed income of prior years (Election required - see instructions).				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2015 distributable amount.				139,468.
e Remaining amount distributed out of corpus.				
5 Excess distributions carryover applied to 2015 . (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b.				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount - see instructions				
e Undistributed income for 2014 Subtract line 4a from line 2a Taxable amount - see instructions			NONE	
f Undistributed income for 2015 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2016.				728,495.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)				
8 Excess distributions carryover from 2010 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9				
a Excess from 2011		<div style="border: 1px solid black; padding: 5px; display: inline-block;"> NONE ↓ </div>		
b Excess from 2012				
c Excess from 2013				
d Excess from 2014				
e Excess from 2015				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) NOT APPLICABLE

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

Table with 5 columns: (a) 2015, (b) 2014, (c) 2013, (d) 2012, (e) Total. Rows include: 2a 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; 3 Complete 3a b or c for the alternative test relied upon; a 'Assets' alternative test; b 'Endowment' alternative test; c 'Support' alternative test.

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))

ATTACHMENT 12

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 [X] if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

- a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed
b The form in which applications should be submitted and information and materials they should include
c Any submission deadlines
d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year SEE LIST ATTACHED				992,013.
Total ▶ 3a				992,013.
b Approved for future payment				
Total ▶ 3b				

Part XVI-A Analysis of Income-Producing Activities

Table with columns: (a) Business code, (b) Amount, (c) Exclusion code, (d) Amount, (e) Related or exempt function income. Rows include: 1 Program service revenue, 2 Membership dues and assessments, 3 Interest on savings and temporary cash investments, 4 Dividends and interest from securities, 5 Net rental income or (loss) from real estate, 6 Net rental income or (loss) from personal property, 7 Other investment income, 8 Gain or (loss) from sales of assets other than inventory, 9 Net income or (loss) from special events, 10 Gross profit or (loss) from sales of inventory, 11 Other revenue, 12 Subtotal, 13 Total.

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

Table with 2 columns: Line No., Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions). Row 4: TAX-EXEMPT INTEREST FLOWING THRU PARTNERSHIP K-1: \$3

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

- 1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?
- | | Yes | No |
|---|-----|----|
| a Transfers from the reporting foundation to a noncharitable exempt organization of | | |
| (1) Cash | | X |
| (2) Other assets | | X |
| b Other transactions | | |
| (1) Sales of assets to a noncharitable exempt organization | | X |
| (2) Purchases of assets from a noncharitable exempt organization | | X |
| (3) Rental of facilities, equipment, or other assets | | X |
| (4) Reimbursement arrangements | | X |
| (5) Loans or loan guarantees | | X |
| (6) Performance of services or membership or fundraising solicitations | | X |
| c Sharing of facilities, equipment, mailing lists, other assets, or paid employees | | X |
- d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

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

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

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

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

Sign Here **J. Fred Wearty, Jr.** Signature of officer or trustee | **3/14/2017** Date | **TRUSTEE** Title

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

Paid Preparer Use Only

Print/Type preparer's name JOHN D. COOK	Preparer's signature <i>John D. Cook</i>	Date 3/9/2017	Check <input type="checkbox"/> if self-employed	PTIN P01450182
Firm's name ERNST & YOUNG U.S. LLP	Firm's EIN 34-6565596	Firm's address 77 WATER STREET, 9TH FL NEW YORK, NY 10005		
		Phone no 212-440-0800		

Schedule B

(Form 990, 990-EZ, or 990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

OMB No 1545-0047

2015

▶ 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.

Name of the organization

HARBOR LIGHTS FOUNDATION

Employer identification number

13-3052490

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).

Name of organization **HARBOR LIGHTS FOUNDATION**

Employer identification number
13-3052490

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	J. FRED WEINTZ, JR. C/O EY US LLP; 77 WATER ST-9TH FL NEW YORK, NY 10005	\$ 476,216.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

Name of organization **HARBOR LIGHTS FOUNDATION**

Employer identification number

13-3052490

Part II Noncash Property (see instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	2,600 SHS GOLDMAN SACHS GROUP INC.	\$ 476,216.	12/08/2015
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	

Name of organization **HARBOR LIGHTS FOUNDATION**

Employer identification number

13-3052490

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 information once See instructions.) ► \$ _____
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	
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	

HARBOR LIGHTS FOUNDATION

13-3052490

SUPPLEMENTARY STATEMENT

PART: XV

LINE: 2

SUPPLEMENTAL INFORMATION

THE ORGANIZATION'S PRIMARY ACTIVITY IS TO SUPPORT, BY CONTRIBUTIONS, OTHER ORGANIZATIONS QUALIFYING FOR EXEMPTION UNDER SECTION 501(c)(3) OF THE INTERNAL REVENUE CODE. THE TRUSTEES CHOOSE THESE ORGANIZATIONS BASED UPON THEIR KNOWLEDGE OF THE ORGANIZATIONS' ACTIVITIES. NO CONTRIBUTIONS, GRANTS, GIFTS, LOANS OR SCHOLARSHIPS ARE MADE TO INDIVIDUALS. THE ORGANIZATION DOES NOT PRESENTLY RECEIVE APPLICATIONS OR CONDUCT PROGRAMS FOR DONATIONS IN ITS ACTIVITIES

ATTACHMENT I

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>
INTEREST ON BDA	1,516.	1,516.	
TOTAL	<u>1,516.</u>	<u>1,516.</u>	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
498,974.		4400 SHARES ISHARES RUSSELL 1000 ETF PROPERTY TYPE: SECURITIES 357,896.				P	09/12/2012	04/14/2016 141,078.
66,331.		STATE STREET BANK SEE ATTACHED STATEMENT PROPERTY TYPE: SECURITIES 86,323.				P	VARIOUS	VARIOUS -19,992.
232,608.		STATE STREET BANK SEE ATTACHED STATEMENT PROPERTY TYPE: SECURITIES 136,112.				P	VARIOUS	VARIOUS 96,496.
350.		STATE STREET BANK CAPITAL GAINS DISTRIBU PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS 350.
97,138.		PIMCO CAPITAL GAIN PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS 97,138.
3,463.		STCG(L) THRU K-1'S PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS 3,463.
367,885.		LTCG(L) THRU K-1'S PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS 367,885.
534.		SEC 1231 15% G(L) THRU K-1'S PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS 534.
TOTAL GAIN(LOSS)								<u>686,952.</u>

ATTACHMENT 2

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

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>
INTEREST THRU K-1'S	2,567.	2,567.	
INTEREST' THRU K-1'S - UBTI	47.		
DIVIDENDS THRU K-1'S	156,117.	156,117.	
DIVIDENDS THRU K-1'S - UBTI	46.		
DIVIDENDS THRU GOLDMAN SACHS & CO BKGE	66,116.	66,116.	
DIVIDENDS THRU STATE STREET BANK	13,590.	13,590.	
DIVIDENDS THRU CHARLES SCHWAB	13,352.	13,352.	
PIMCO DIVIDENDS	91,859.	91,859.	
TOTAL	<u>343,694.</u>	<u>343,589.</u>	

ATTACHMENT 3

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
ORDINARY INCOME THRU K-1	127.	127.	
ORDINARY INCOME THRU K-1 - UBTI	797.		
ORDINARY PFIC INCOME THRU K-1	109.	109.	
SEC. 951 INCOME THRU K-1	51.	51.	
SEC. 951 INCOME THRU K-1 - UBTI	14.		
SEC. 988 INCOME THRU K-1	-575.	-575.	
SEC. 988 INCOME THRU K-1 - UBTI	64.		
SEC. 987 INCOME THRU K-1	60.	60.	
SEC. 987 INCOME THRU K-1 - UBTI	-53.		
SEC. 1296 INCOME THRU K-1	16,433.	16,433.	
RRE THRU K-1	-24.	-24.	
RRE THRU K-1 - UBTI	-18.		
OTHER RRE THRU K-1	-8.	-8.	
OTHER RRE THRU K-1 - UBTI	17.		
ROYALTIES THRU K-1	213.	213.	
ROYALTIES THRU K-1 - UBTI	49.		
CANCELLATION OF DEBT THRU K-1 - UBTI	136.		
OTHER INCOME THRU K-1	2,121.	2,121.	
OTHER INCOME THRU K-1 - UBTI	146.		
OTHER TAX-EXEMPT INCOME	3.		
SEC. 751	246.		
TOTALS	19,908.	18,507.	

ATTACHMENT 4

FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
BCRS ASSOCIATES, LLC	16,000.	7,200.		7,200.
TOTALS	<u>16,000.</u>	<u>7,200.</u>		<u>7,200.</u>

ATTACHMENT 5

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
ADVISORY FEE	72,039.	72,039.		
MANAGEMENT FEE	12,280.	12,280.		
TOTALS	<u>84,319.</u>	<u>84,319.</u>		

ATTACHMENT 6

FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
FEDERAL TAX PAID: -BAL DUE W/EXT 990-PF 4/30/15	35,000.			
TOTALS	<u>35,000.</u>			

ATTACHMENT 7

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
PORTFOLIO DED THRU K-1	57,390.	57,390.		
PORTFOLIO DED THRU K-1 - UBTI	91.			
FOREIGN TAXES THRU K-1	11,679.	11,679.		
INTEREST EXPENSE THRU K-1	241.	241.		
INTEREST EXPENSE THRU K-1-UBTI	31.			
NON-DEDUCTIBLE EXP THRU K-1	381.			
RENT	5,153.			5,153.
SEC. 179 DED THRU K-1	12.	12.		
SEC. 179 DED THRU K-1 - UBTI	5.			
ROYALTY DED'N THRU K-1	87.	87.		
ROYALTY DED'N THRU K-1 - UBTI	15.			
SEC. 59(E)(2) EXP THRU K-1	359.	359.		
SEC. 59(E)(2) EXP THRU K1-UBTI	919.			
OTHER DEDUCTION THRU K-1	314.	314.		
OTHER DEDUCTION THRU K-1 -UBTI	342.			
TOTALS	<u>77,019.</u>	<u>70,082.</u>		<u>5,153.</u>

ATTACHMENT 8

FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
GS #001-98562-1	1,861,016.	1,640,920.	3,209,716.
STATE STREET BANK	757,621.	779,880.	1,171,740.
CHARLES SCHWAB #5723	953,935.	967,287.	620,132.
PIMCO TOTAL RETURN INSTL FUND	3,026,203.	3,026,203.	2,744,457.
TOTALS	<u>6,598,775.</u>	<u>6,414,290.</u>	<u>7,746,045.</u>

ATTACHMENT 9

FORM 990PF, PART II - OTHER ASSETS

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
FRONTIER SMALL CAP LP	904,118.	1,013,567.	963,092.
POWERSHARES DB COMMODITY FUND	120,072.	87,572.	94,770.
GENESIS EMERGING MARKETS, LP	1,620,946.	1,641,646.	1,514,760.
BRIDGE STREET R.E. FD 1998,L.P	1,518.	1,536.	692.
BRIDGE STREET R.E. FD 1999,L.P	227.	161.	535.
SILCHESTER INT'L INV	2,234,496.	2,475,058.	2,644,957.
SSREF 2000, L.P.	15,050.	14,725.	1,205.
SS PEP TECHNOLOGY FD 2000, L.P	10,629.	7,990.	6,670.
COMMONFUND CAPITAL PTRS III	222,098.	186,668.	305,106.
COMMONFUND CAPITAL PTRS IV	253,963.	226,922.	404,082.
COMMONFUND CAPITAL PTRS V	188,743.	245,550.	322,936.
NYES LEDGE CAP OFFSHORE FD C1B	1,586,099.	1,586,099.	2,004,004.
NYES LEDGE CAP OFFSHORE FD C1A	300,000.	300,000.	344,652.
THE OVERLOOK PARTNERS FUND, LP	321,903.	354,279.	377,427.
TOTALS	<u>7,779,862.</u>	<u>8,141,527.</u>	<u>8,984,888.</u>

ATTACHMENT 10FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCESDESCRIPTIONAMOUNTEXCESS OF FMV OVER DONOR'S COST BASIS OF
SECURITIES GIFTED TO THE FOUNDATION

338,416.

TOTAL

338,416.

FORM 990-PF, PART XVI-A - ANALYSIS OF OTHER REVENUE

ATTACHMENT 13

DESCRIPTION	BUSINESS CODE	EXCLUSION		RELATED OR EXEMPT FUNCTION INCOME
		AMOUNT	CODE	
THRU K-1'S:				
-ORD INC	523000	797.	01	127.
-ORD PFIC INC	523000		01	109.
-ROYALTY	523000	49.	01	213.
-RRE	524113	-18.	01	-24.
-OTHER RRE	524113	17.	01	-8.
-SECTION 951	523000	14.	01	51.
-SECTION 988	523000	64.	01	-575.
-SECTION 987	523000	-53.	01	60.
-SECTION 1296	523000		01	16,433.
-CANCELLATION OF DEBT	523000	136.		
-OTHER INCOME	523000	146.	01	2,121.
-SEC. 751	523000	246.		
TOTALS		<u>1,398.</u>		<u>18,507.</u>

HARBOR LIGHTS FOUNDATION
CHARITABLE CONTRIBUTIONS
FYE 4/30/2016
EIN: 13-3042490

DATE	CONTRIBUTION	CITY, STATE	AMOUNT
1-May-15	BUCK CARDINAL CLUB	STANFORD, CA	\$2,000 00
1-May-15	RICKER CENTER	MENLO PARK, CA	\$1,500 00
1-May-15	HARVARD UNION ART MUSEUM	CAMBRIDGE, MA	\$3,500 00
4-May-15	THE WILDERNESS SOCIETY	WASHINGTON, DC	\$500 00
4-May-15	CHARLES ARMSTRONG SCHOOL	BELMONT, CA	\$1,000 00
5-May-15	CHARITY NAVIGATOR	GLEN ROCK, NJ	\$2,000 00
5-May-15	SCLERODERMA FOUNDATION	DANVERS, MA	\$2,000 00
5-May-15	FAMILY CENTERS	GREENWICH, CT	\$1,000 00
5-May-15	GREENWICH ARTS COUNCIL	GREENWICH, CT	\$500 00
6-May-15	ORLEANS CONSERVATION TRUST	EAST ORLEANS, MA	\$1,000 00
6-May-15	DOUBLE H - HOLE IN THE WOODS RANCH INC	LAKE LUZERNE, NY	\$1,000 00
6-May-15	DONOR CHOOSE ORG	NEW YORK, NY	\$1,000 00
6-May-15	ISLESBORO ISLANDS TRUST	ISLESBORO, ME	\$500 00
6-May-15	SAN LUIS OBISPO INTERNATIONAL FILM FESTI	SN LUIS OBISP, CA	\$1,000 00
7-May-15	MUSEUM OF FINE ART	BOSTON, MA	\$3,500 00
8-May-15	KIDS IN CRISIS	COS COB, CT	\$1,000 00
8-May-15	GREENWICH HOSPITAL FOUNDATION	GREENWICH, CT	\$1,000 00
8-May-15	SAVE THE CHILDREN	FAIRFIELD, CT	\$2,000 00
8-May-15	JUNIOR LEAGUE OF SAN FRANCISCO	SAN FRANCISCO, CA	\$1,000 00
8-May-15	WNET CHANNEL 13	NEW YORK, NY	\$1,500 00
13-May-15	B 26 MARAUDER HISTORICAL SOCIETY	TUCSON, AZ	\$1,500 00
13-May-15	FALMOUTH EDUCATION FOUNDATION	FALMOUTH, ME	\$1,500 00
14-May-15	NEW YORK PUBLIC LIBRARY	NEW YORK, NY	\$1,000 00
14-May-15	HARVARD UNIVERSITY	CAMBRIDGE, MA	\$4,000 00
14-May-15	WOODSIDE PORTOLA VALLEY TRI PROTECT ION F	WOODSIDE, CA	\$500 00
18-May-15	NATIONAL WILDLIFE FEDERATION	RESTON, VA	\$500 00
20-May-15	UNIV OF DENVER	DENVER, CO	\$5,000 00
20-May-15	OPERATION SUPPORT OUT TROOPS AMERIC A	NAPERVILLE, IL	\$2,000 00
20-May-15	SNOWMASS-WILDCAT FIRE PROTECTION DISTRICT	SNOWMASS VILLAGE, CO	\$500 00
20-May-15	TRINITY CHURCH	NEWPORT, RI	\$2,000 00
21-May-15	PHILANTHROPY ROUNDTABLE	WASHINGTON, DC	\$1,000 00
21-May-15	WQXR	NEW YORK, NY	\$2,500 00
4-Jun-15	WORLD RESOURCES INSTITUTE	WASHINGTON, DC	\$1,000 00
22-Mar-16	UNIVERSITY OF DENVER	DENVER, CO	\$10,000 00
22-Mar-16	UNIV OF DENVER	DENVER, CO	\$35,000 00
29-Mar-16	THE TAFT SCHOOL ANNUAL FUND 2007	WATERTOWN, CT	\$500 00
30-Mar-16	U C SAN DIEGO FOUNDATION	LA JOLLA, CA	\$2,500 00
31-Mar-16	STANFORD UNIVERSITY	STANFORD, CA	\$5,000 00
31-Mar-16	JUNIOR LEAGUE OF SAN FRANCISCO	SAN FRANCISCO, CA	\$1,000 00
31-Mar-16	CAPE ELEUTHERA FOUNDATION	PRINCETON, NJ	\$2,500 00
31-Mar-16	CURI ODYSSEY	SAN MATEO, CA	\$1,500 00
31-Mar-16	STANFORD UNIVERSITY	STANFORD, CA	\$1,500 00
4-Apr-16	TRINITY CHURCH	NEWPORT, RI	\$1,000 00
6-Apr-16	PRESERVATION SOCIETY OF NEWPORT	NEWPORT, RI	\$1,000 00
6-Apr-16	NEWPORT ART MUSEUM	NEWPORT, RI	\$1,000 00
6-Apr-16	INTERNATIONAL YACHT RESTORATION SCHOOL	NEWPORT, RI	\$1,000 00
6-Apr-16	PEGGY ADAMS ANIMAL SHELTER	WEST PALM BEACH, FL	\$500 00
6-Apr-16	STANFORD UNIVERSITY	STANFORD, CA	\$4,000 00
7-Apr-16	UCSF FOUNDATION	SAN FRANCISCO, CA	\$5,000 00
8-Apr-16	THE NORTON MUSEUM OF ART	WEST PALM BEACH, FL	\$500 00
11-Apr-16	BRUNSWICK SCHOOL	GREENWICH, CT	\$1,000 00
11-Apr-16	ORLEANS CONSERVATION TRUST	EAST ORLEANS, MA	\$1,000 00
11-Apr-16	HARVARD BUSINESS SCHOOL	Boston, MA	\$2,500 00
12-Apr-16	GREENWICH ACADEMY	GREENWICH, CT	\$1,000 00
12-Apr-16	WNET	NEW YORK, NY	\$2,000 00
12-Apr-16	SAIL TO PREVAIL	NEWPORT, RI	\$1,000 00
13-Apr-16	PLANNED PARENTHOOD OF NORTHERN CALIFORNIA	CONCORD, CA	\$1,000 00
14-Apr-16	DONORSCHOOSE ORG	NEW YORK, NY	\$1,000 00
14-Apr-16	SEQUOIA HOSPITAL FOUND	REDWOOD CITY, CA	\$1,000 00
14-Apr-16	CITY HARVEST	NEW YORK, NY	\$1,000 00
15-Apr-16	NEW YORK TIMES NEEDIEST CASES	NEW YORK, NY	\$2,000 00
15-Apr-16	STANFORD UNIVERSITY	STANFORD, CA	\$3,000 00
15-Apr-16	M-A FOUNDATION FOR THE FUTURE	MENLO PARK, CA	\$2,000 00

HARBOR LIGHTS FOUNDATION
CHARITABLE CONTRIBUTIONS
FYE 4/30/2016
EIN: 13-3042490

DATE	CONTRIBUTION	CITY, STATE	AMOUNT
15-Apr-16	STANFORD MEDICAL FUND	STANFORD, CA	\$500 00
18-Apr-16	BULK / CARDINAL CLUB	STANFORD, CA	\$2,000 00
18-Apr-16	MILLS COLLEGE	ISLESBORO, ME	\$1,000 00
19-Apr-16	ISLESBORO AMBULANCE ASSOCIATION	ISLESBORO, ME	\$2,500 00
19-Apr-16	WQXR RADIO	NEW YORK, NY	\$3,000 00
19-Apr-16	POTTER LEAGUE FOR ANIMALS	NEWPORT, RI	\$2,500 00
19-Apr-16	HARVARD SCHOOL OF PUBLIC HEALTH	CAMBRIDGE, MA	\$250,000 00
19-Apr-16	BRUCE MUSEUM	GREENWICH, CT	\$10,000 00
19-Apr-16	BRUNSWICK SCHOOL	GREENWICH, CT	\$25,000 00
19-Apr-16	COLORADO COLLEGE	COLORADO SPRINGS, CO	\$5,000 00
19-Apr-16	CHRIST CHURCH	GREENWICH, CT	\$25,000 00
19-Apr-16	UNIVERSITY OF DENVER	DENVER, CO	\$20,000 00
19-Apr-16	FEDERATION OF PROTESTANT WELFARE AGENCIES, INC	NEW YORK, NY	\$15,000 00
19-Apr-16	HOSPITAL FOR SPECIAL SURGERY FUND	NEW YORK, NY	\$5,000 00
19-Apr-16	HALO TRUST (USA) INC	WASHINGTON, DC	\$5,000 00
19-Apr-16	UCSF FOUNDATION	SANFRANCISCO, CA	\$10,000 00
19-Apr-16	STANFORD UNIVERSITY	STANFORD, CA	\$150,000 00
19-Apr-16	NORWICH UNIVERSITY	NORTHFIELD, VT	\$100,000 00
19-Apr-16	PACE UNIVERSITY	NEW YORK, NY	\$5,000 00
19-Apr-16	GREENWICH HOSPITAL ASSOCIATION	GREENWICH, CT	\$10,000 00
19-Apr-16	HARVARD BUSINESS SCHOOL	BOSTON, MA	\$150,000 00
19-Apr-16	AMERICARES FOUNDATION	STAMFORD, CT	\$25,000 00
20-Apr-16	ISLESBORO ISLANDS TRUST	ISLESBORO, ME	\$1,000 00
20-Apr-16	ISLESBORO ISLANDS TRUST	ISLESBORO, ME	\$500 00
20-Apr-16	FALMOUTH EDUCATION FOUNDATION	FALMOUTH, ME	\$1,000 00
20-Apr-16	ISLESBORO ISLAND TRUST	ISLESBORO, ME	\$2,000 00
21-Apr-16	CHABHA (CHILDRENS AFFECTED HIV AIDS)	BRATTLEBORO, VT	\$2,000 00
21-Apr-16	THE FLAGLER MUSEUM	PALM BEACH, FL	\$500 00
22-Apr-16	PENINSULA COLLEGE FUND	MENLO PARK	\$500 00
22-Apr-16	HARVARD UNIV ART MUSEUM	CAMBRIDGE, MA	\$2,500 00
22-Apr-16	MUSEUM OF FINE ARTS	BOSTON, MA	\$3,000 00
25-Apr-16	AMERICARES FOUNDATION	STAMFORD, CA	\$4,000 00
25-Apr-16	ATHENA ACADEMY	PALO ALTO, CA	\$2,000 00
25-Apr-16	BRUNSWICK SCHOOL	GREENWICH, CT	\$1,000 00
25-Apr-16	SAVE THE CHILDREN	FAIRFIELD, CT	\$2,000 00
29-Apr-16	HARVARD HUMANITARIAN INITIATIVE	CAMBRIDGE, MA	\$4,000 00
			\$992,000 00
	<u>PAID THRU LIMITED PARTNERSHIPS</u>		
	COMMONFUND CAPITAL PARTNERS III, LP		2 00
	COMMONFUND CAPITAL PARTNERS IV, LP		10 00
	COMMONFUND CAPITAL PARTNERS V, LP		4 00
			992,016.00
	Less: Contributions attributable to UBTI [thru Limited Partnerships]		(3.00)
	Total net contributions		\$992,013.00

* ALL CONTRIBUTIONS WERE MADE TO THE GENERAL PURPOSE
FUND OF PUBLIC CHARITABLE ORGANIZATIONS THAT WERE
CLASSIFIED UNDER SECTION 501(c)(3) OF THE INTERNAL REVENUE
CODE

HARBOR LIGHTS FOUNDATION
 REALIZED GAINS AND LOSSES
 FYE 4/30/2016

STATE STREET BANK

DATE ACQ	DATE SOLD	QTY	SECURITY	SALES PROCEEDS	COST OR OTHER BASIS	GAIN/LOSS	ST/LT
VARIOUS	5/8/2015		GOOGLE INC-CL C	96 24	94 92	1 32	Long-Term
VARIOUS	6/3/2015	100	UNITED HEALTHCARE GROUP	11,848 20	3,609 53	8,238 67	Long-Term
VARIOUS	6/23/2015	50	UNITED HEALTHCARE GROUP	6,093 20	1,804 77	4,288 43	Long-Term
VARIOUS	6/8/2015	300	COCA COLA CO	12,051 10	7,230 48	4,820 62	Long-Term
VARIOUS	6/16/2015	400	COCA COLA CO	15,989 50	9,640 64	6,348 86	Long-Term
VARIOUS	6/25/2015	300	COCA COLA CO	12,023 63	7,230 48	4,793 15	Long-Term
VARIOUS	6/22/2015	100	NESTLE SA SPONSORED	7,596 10	5,870 59	1,725 51	Long-Term
VARIOUS	6/23/2015	100	WR BERKLEY CORP	5,294 80	2,745 65	2,549 15	Long-Term
VARIOUS	6/26/2015	250	LOEWS CORP	9,727 14	8,414 64	1,312 50	Long-Term
VARIOUS	7/8/2015		LIBERTY LILAC GROUP - A	6 73	1 26	5 47	Long-Term
VARIOUS	7/8/2015		LIBERTY LILAC GROUP -C	41 80	16 07	25 73	Long-Term
VARIOUS	7/16/2015	150	3M CO	23,615 73	11,426 75	12,188 98	Long-Term
VARIOUS	7/20/2015	250	NESTLE SA SPONSORED	18,969 63	11,015 31	7,954 32	Long-Term
VARIOUS	7/27/2015	25	CONSTELLATION BRANDS INC-A	2,929 44	1,082 00	1,847 44	Long-Term
VARIOUS	8/26/2015	25	CONSTELLATION BRANDS INC-A	3,038 17	1,082 00	1,956 17	Long-Term
VARIOUS	8/26/2015	75	UNITED HEALTHCARE GROUP	8,474 07	2,691 64	5,782 43	Long-Term
VARIOUS	10/5/2015	200	PRAXAIR INC	21,196 51	9,502 04	11,694 47	Long-Term
VARIOUS	10/8/2015	25	PRAXAIR INC	2,705 36	1,187 75	1,517 61	Long-Term
VARIOUS	10/9/2015	100	CONSTELLATION BRANDS INC-A	13,682 49	4,328 01	9,354 48	Long-Term
VARIOUS	12/28/2015	400	AL TERA CORP	21,600 00	7,675 18	13,924 82	Long-Term
VARIOUS	12/24/2015	25	AMAZON COM INC	16,587 73	7,511 88	9,075 85	Long-Term
VARIOUS	1/21/2016	50	CONSTELLATION BRANDS INC-A	7,295 94	2,164 01	5,131 93	Long-Term
9/18/2014	2/17/2016	100	ALBABA GROUP HOLDING - SP ADR	6,665 53	6,800 00	(134 47)	Long-Term
VARIOUS	3/29/2016	175	VALEANT PHARMACEUTICALS INTL	5,079 05	22,986 75	(17,907 70)	Long-Term
TOTAL LONG-TERM CAPITAL GAINS				232,608.09	136,112.36	96,495.73	
7/24/2015	8/28/2015	550	KONINKLIJKE PHILIPS NV	14,170 38	14,561 31	(390 93)	Short-Term
7/17/2015	10/14/2015	400	GRUPO TELEvisa SA GDR	10,609 80	14,436 40	(3,826 60)	Short-Term
VARIOUS	2/17/2016	125	ALBABA GROUP HOLDING - SP ADR	8,331 92	11,583 94	(3,252 02)	Short-Term
1/27/2016	3/18/2016	175	MARRIOTT INTERNATIONAL INC - A	12,822 53	10,637 53	2,185 00	Short-Term
VARIOUS	3/29/2016	160	VALEANT PHARMACEUTICALS INTL	4,643 70	20,574 92	(15,931 22)	Short-Term
VARIOUS	4/4/2016	200	KRAFT HEINZ CO	15,752 65	14,529 00	1,223 65	Short-Term
TOTAL SHORT-TERM CAPITAL GAINS				66,330.98	86,323.10	(19,992.12)	
GRAND TOTAL CAPITAL GAINS				298,939.07	222,435.46	76,503.61	



HARBOR LIGHTS FOUNDATION

Holdings

Period Ended April 30, 2016

PUBLIC EQUITY

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Cost Basis	Unrealized Gain (Loss)	Dividend Yield	Estimated Annual Income
US EQUITY								
US STOCKS								
GOLDMAN SACHS GROUP, INC (THE CMN (GS)	6,600 00	164 1100	1,083,126 00	53 0000	349,800 00	733,326 00	1 5843	17,160 00
ORACLE CORPORATION CMN (ORCL)	5,277 00	39 8600	210,341 22	3 1578	16,663 49	193,677 73	1 5053	3,166 20
QUALCOMM INC CMN (QCOM)	2,583 00	50 5200	130,493 16	3 000	7,749 00	122,744 16	4 1964	5,475 96
TOTAL US STOCKS			1,423,960 38		374,212 49	1,049,747 89	1 8120	25,802 16
RUSSELL 1000 INDEX FUND (ISHARES)								
ISHARES RUSSELL 1000 ETF (IWB)	15,573 00	114 6700	1,785,755 91	81 3400	1,266,707 85	519,048 06	2 0041	35,788 87
TOTAL US EQUITY			3,209,716.29		1,640,920 34	1,568,795 95	1.9189	61,591.03



STATE STREET.

Account Holdings

As of April 30, 2016

HARBOR LIGHTS FOUNDATION

Shares/ Units	Description	Asset Identifier	Tax Cost	Current Price	Market Value	Percent of Total	Estimated Annual Income	Current Yield
	EQUITIES							
	CONSUMER NON-DURABLES							
	FOODS							
950,000	Custody Holdings MONDELEZ INTERNATIONAL-W/I	609207105	\$20,324.67	42.950	\$40,812.00	3.23%	\$646.00	1.58%
	BEVERAGES							
400,000	Custody Holdings PEPSICO INC	713448108	\$26,065.22	102.960	\$41,184.00	3.26%	\$1,124.00	2.73%
	HEALTH CARE							
375,000	Custody Holdings UNITEDHEALTH GROUP INC	91324P102	\$13,303.12	131.680	\$49,380.00	3.91%	\$750.00	1.52%
	TOTAL CONSUMER NON-DURABLES				\$131,376.00	10.40%	\$2,520.00	
	CONSUMER SERVICES							
	BROADCASTING & CABLE							
400,000	Custody Holdings DISCOVERY COMMUNICATNS-C	25470F302	\$13,281.56	26.780	\$10,712.00	0.85%		
825,000	DISH NETWORK CORP-A	25470M109	45,319.60	49.290	40,664.25	3.22		
	ENTERTAINMENT & LEISURE TIME							
28,000	Custody Holdings ASCENT CAPITAL GROUP INC-A	043632108	\$647.99	15.070	\$421.96	0.03%		
400,000	STARWOOD HOTELS & RESORTS	85590A401	26,635.04	81.880	32,752.00	2.59	600.00	1.83
	TOTAL CONSUMER SERVICES		\$85,884.19		\$84,550.21	6.69%	\$600.00	



STATE STREET

Account Holdings
As of April 30, 2016

HARBOR LIGHTS FOUNDATION

Shares/ Units	Description	Asset Identifier	Tax Cost	Current Price	Market Value	Percent of Total	Estimated	
							Annual Income	Current Yield
EQUITIES (Continued)								
BUSINESS PRODUCTS & SERVICES								
COMPUTER SERVICES								
85,000	Custody Holdings AMAZON.COM INC	023135106	\$25,097.76	\$59,590	\$56,065.15	4.44%		
200,000	FIDELITY NATL INFORMATION SVCS INC	31620M106	11,603.92	65.800	13,160.00	1.04	208.00	1.58
1,600,000	MICROSOFT CORP	59481R104	44,779.54	49.870	79,792.00	6.31	2,304.00	2.89
2,200,000	ORACLE CORP	68389X105	66,792.59	39.860	87,692.00	6.94	1,320.00	1.50
TOTAL BUSINESS PRODUCTS & SERVICES								
			\$148,273.81		\$236,709.15	18.73%	\$3,332.00	
CAPITAL GOODS								
MACHINERY								
200,000	Custody Holdings THERMO FISHER SCIENTIFIC INC	883556102	\$8,026.04	144.250	\$28,850.00	2.28%	\$120.00	0.42%
TOTAL CAPITAL GOODS								
			\$8,026.04		\$28,850.00	2.28%	\$120.00	
ENERGY								
OTHER ENERGY								
260,000	Custody Holdings ANADARKO PETROLEUM CORP	032511107	\$15,828.11	52.760	\$13,717.60	1.09%	\$52.00	0.38%
850,000	NOBLE ENERGY INC	655044105	38,445.78	36.110	30,893.50	2.43	340.00	1.11
TOTAL ENERGY								
			\$54,273.89		\$44,411.10	3.52%	\$392.00	
BASIC INDUSTRIES								
CHEMICALS-SPECIALTY								
450,000	Custody Holdings ECOLAB INC	278865100	\$17,992.29	114.980	\$51,741.00	4.09%	\$630.00	1.22%
TOTAL BASIC INDUSTRIES								
			\$17,992.29		\$51,741.00	4.09%	\$630.00	
FINANCIAL								
BANKS								
1,600,000	Custody Holdings BANK OF AMERICA CORP	060505104	\$27,873.28	14.560	\$23,296.00	1.84%	\$320.00	1.37%



STATE STREET

Account Holdings
As of April 30, 2016

HARBOR LIGHTS FOUNDATION

Shares/ Units	Description	Asset Identifier	Tax Cost	Current Price	Market Value	Percent of Total	Estimated Annual Income	Current Yield
EQUITIES (Continued)								
FINANCIAL (Continued)								
BANKS (Continued)								
Custody Holdings (Continued)								
1,200,000	CITIGROUP INC	172967424	56,983.27	46.280	55,536.00	4.39	240.00	0.43
INSURANCE								
Custody Holdings								
400,000	MR BERKLEY CORP	094423102	\$9,676.85	56.000	\$22,400.00	1.77%	\$192.00	0.86%
OTHER FINANCIAL								
Custody Holdings								
700,000	BERKSHIRE HATHAWAY INC	094670702	\$66,144.75	145.480	\$101,836.50	8.06%		
132,000	GOLDMAN SACHS GROUP INC	38141G104	14,185.60	164.110	21,662.52	1.71	343.20	1.58
650,000	JP MORGAN CHASE & CO	46625H100	38,776.34	63.200	41,080.00	3.25	1,144.00	2.78
400,000	MORGAN STANLEY	617446448	5,214.00	27.060	10,824.00	0.86	240.00	2.22
TOTAL FINANCIAL			\$218,954.09		\$276,634.52	21.88%	\$2,479.20	
OTHER ASSETS								
OTHER ASSETS								
Custody Holdings								
83,000	ALPHABET INC-CL C	02079K107	\$33,667.33	693.010	\$57,519.83	4.55%		
40,000	ALPHABET INC/CA-CL A	02079K305	10,795.62	707.880	28,315.20	2.24		
400,000	TWENTY-FIRST CENTURY-CL A-WI	90130A101	10,240.00	30.260	12,104.00	0.96	120.00	0.99
2,000,000	TWENTY-FIRST CENTURY FOX INC	90130A200	65,528.23	30.120	60,240.00	4.77	600.00	1.00
TOTAL OTHER ASSETS			\$120,231.18		\$158,179.03	12.52%	\$720.00	
TOTAL EQUITIES			\$713,328.50		\$1,012,451.01	80.11%	\$11,293.20	
FOREIGN ASSETS								
EQUITIES								
Custody Holdings								
700,000	AON PLC	G0408V102	\$34,333.25	105.120	\$73,584.00	5.82%	\$924.00	1.26%
363,000	LIBERTY GLOBAL PLC-A	G5480U104	3,144.73	37.730	13,695.99	1.08		



STATE STREET

Account Holdings
As of April 30, 2016

HARBOR LIGHTS FOUNDATION

Shares/ Units	Description	Asset Identifier	Tax Cost	Current Price	Market Value	Percent of Total	Estimated Annual Income	Current Yield
FOREIGN ASSETS (Continued)								
EQUITIES (Continued)								
Custody Holdings (Continued)								
1,498,000	LIBERTY GLOBAL PLC-SERIES C	G5480U120	15,275.81	36.600	54,863.40	4.34		
18,000	LIBERTY LILAC GROUP-A	G5480U138	151.21	37.530	675.54	0.05		
74,000	LIBERTY LILAC GROUP-C	G5480U152	784.97	40.610	3,005.14	0.24		
175,000	ALIBABA GROUP HOLDING-SP ADR	01609W102	12,861.95	76.940	13,464.50	1.08		
	TOTAL EQUITIES		\$66,551.72		\$159,288.57	12.61%	\$924.00	
	TOTAL FOREIGN ASSETS		\$66,551.72		\$159,288.57	12.61%	\$924.00	
	TOTAL ACCOUNT HOLDINGS		\$779,880.22		\$1,171,739.58			



HARBOR LIGHTS FOUNDATION

Statement Period
April 30, 2016

Investment Detail - Mutual Funds

Equity Funds	Quantity	Market Price	Market Value	% of Account Assets	Average Cost Basis	Cost Basis	Unrealized Gain or (Loss)
VANGUARD ENERGY FUND (M), \$	7,083.1370	44.2800	313,641.31	51%	62.18	440,421.66	(126,780.35)
INVESTOR SHRS							
SYMBOL: VGENX							



HARBOR LIGHTS FOUNDATION

Investment Detail - Mutual Funds (continued)

Equity Funds (continued)	Quantity	Market Price	Market Value	% of Account Assets	Average Cost Basis	Cost Basis	Unrealized Gain or (Loss)
VANGUARD PRECIOUS METALS (M) & MINING FD INV SYMBOL: VGPMX	37,331.3660	8.2100	306,490.51	49%	14.11	526,865.71	(220,375.20)
Total Equity Funds	44,414.8030		620,131.82	100%		667,287.37	(347,155.55)
Total Mutual Funds	44,414.8030		620,131.82	100%		667,287.37	(347,155.55)