

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

Department of the Treasury  
Internal Revenue Service

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](http://www.irs.gov/form990pf).

Open to Public Inspection

For calendar year 2015 or tax year beginning 10/01, 2015, and ending 09/30, 2016

Name of foundation  
**THE SPIEGEL FOUNDATION**

Number and street (or P O box number if mail is not delivered to street address) Room/suite  
**C/O EY US LLP; 77 WATER ST- 9FL**

City or town, state or province, country, and ZIP or foreign postal code  
**NEW YORK, NY 10005**

**A Employer identification number**  
13-3318169

**B Telephone number (see instructions)**  
(212) 440-0800

**C** If exemption application is pending, check here.

**D** 1. Foreign organizations, check here.   
2. Foreign organizations meeting the 85% test, check here and attach computation.

**E** If private foundation status was terminated under section 507(b)(1)(A), check here.

**F** If the foundation is in a 60-month termination under section 507(b)(1)(B), check here.

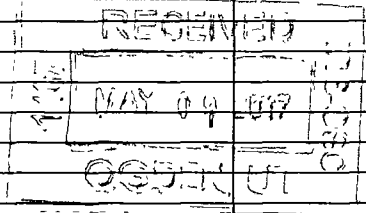
**G** Check all that apply:  Initial return  Initial return of a former public charity  
 Final return  Amended return  
 Address change  Name change

**H** Check type of organization:  Section 501(c)(3) exempt private foundation  
 Section 4947(a)(1) nonexempt charitable trust  Other taxable private foundation

**I** Fair market value of all assets at end of year (from Part II, col (c), line 16) **\$ 7,868,005.**

**J** Accounting method:  Cash  Accrual  
 Other (specify) \_\_\_\_\_  
(Part I, column (d) must be on cash basis)

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income N/A	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)		<b>NONE</b>			
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B.					
3 Interest on savings and temporary cash investments		755.	755.		ATCH 1
4 Dividends and interest from securities		197,751.	197,751.		ATCH 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		268,406.			
b Gross sales price for all assets on line 6a <b>1,373,045.</b>					
7 Capital gain net income (from Part IV, line 2)			268,406.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11		466,912.	466,912.	0.	
13 Compensation of officers, directors, trustees, etc.		140,000.	70,000.		70,000.
14 Other employee salaries and wages					
15 Pension plans, employee benefits		11,690.	5,845.		5,845.
16a Legal fees (attach schedule)					
b Accounting fees (attach schedule) ATCH 3		13,500.	6,750.		6,750.
c Other professional fees (attach schedule) [4]		8,339.	8,339.		
17 Interest					
18 Taxes (attach schedule) (see instructions) [5]		14,250.			
19 Depreciation (attach schedule) and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses (attach schedule) ATCH 6		85.			85.
24 Total operating and administrative expenses. Add lines 13 through 23.		187,864.	90,934.		82,680.
25 Contributions, gifts, grants paid		346,271.			346,271.
26 Total expenses and disbursements Add lines 24 and 25		534,135.	90,934.	0.	428,951.
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements		-67,223.			
b Net investment income (if negative, enter -0-)			375,978.		
c Adjusted net income (if negative, enter -0-)				0.	



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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing . . . . .		138,084.	76,002.	76,002.
	2	Savings and temporary cash investments . . . . .		3,761.	125,631.	125,631.
	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 7 . . . . .		4,832,345.	4,704,314.	6,438,626.
	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) . . . . . ATCH 8 . . . . .		1,000,000.	1,000,000.	1,225,917.	
14	Land, buildings, and equipment basis ▶ . . . . .					
	Less accumulated depreciation ▶ (attach schedule) . . . . .					
15	Other assets (describe ▶ . . . . . ATCH 9 ) . . . . .		807.	1,829.	1,829.	
16	<b>Total assets</b> (to be completed by all filers - see the instructions Also, see page 1, item I) . . . . .		5,974,997.	5,907,776.	7,868,005.	
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	<b>Total liabilities</b> (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 . . . . .		5,974,997.	5,907,776.	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund . . . . .				
29	Retained earnings, accumulated income, endowment, or other funds . . . . .					
30	<b>Total net assets or fund balances</b> (see instructions) . . . . .		5,974,997.	5,907,776.		
31	<b>Total liabilities and net assets/fund balances</b> (see instructions) . . . . .		5,974,997.	5,907,776.		

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	5,974,997.
2	Enter amount from Part I, line 27a . . . . .	2	-67,223.
3	Other increases not included in line 2 (itemize) ▶ ATCH 10 . . . . .	3	2.
4	Add lines 1, 2, and 3 . . . . .	4	5,907,776.
5	Decreases not included in line 2 (itemize) ▶ . . . . .	5	
6	<b>Total net assets or fund balances at end of year</b> (line 4 minus line 5) - Part II, column (b), line 30 . . . . .	6	5,907,776.

**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			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))			
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any				
a						
b						
c						
d						
e						
2 Capital gain net income or (net capital loss) <span style="float:right">If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7</span>				2	268,406.	
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	421,357.	8,826,716.	0.047737
2013	408,635.	8,617,826.	0.047417
2012	361,983.	8,218,065.	0.044047
2011	433,782.	7,880,502.	0.055045
2010	377,346.	7,985,963.	0.047251
2 Total of line 1, column (d)			2 0.241497
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 0.048299
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5			4 7,903,415.
5 Multiply line 4 by line 3			5 381,727.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 3,760.
7 Add lines 5 and 6			7 385,487.
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			8 428,951.

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 fields for exempt foundations, tax under section 511, add lines 1 and 2, subtitle A tax, tax based on investment income, credits/payments, total credits, penalty, tax due, overpayment, and amount credited to 2016 estimated tax.

Part VII-A Statements Regarding Activities

Table with 10 rows of activity statements. Columns include question number, Yes, and No. Questions cover political influence, expenditures, reimbursements, and substantial contributors.

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 U.S., 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, or otherwise attempt to influence legislation (section 4945(e))?  Yes  No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?  Yes  No

(3) Provide a grant to an individual for travel, study, or other similar purposes?  Yes  No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions).  Yes  No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?  Yes  No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?  Yes  No  
 Organizations relying on a current notice regarding disaster assistance check here

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?  Yes  No  
 If "Yes," attach the statement required by Regulations section 53.4945-5(d)

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?  Yes  No  
 If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?  Yes  No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?  Yes  No

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATCH 11		140,000.	0.	0.

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				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 INTERNAL	NONE
2 REVENUE CODE SECTION 501(C)(3).	
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	6,459,238.
b	Average of monthly cash balances	1b	284,246.
c	Fair market value of all other assets (see instructions)	1c	1,280,288.
d	Total (add lines 1a, b, and c)	1d	8,023,772.
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	8,023,772.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	120,357.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	7,903,415.
6	Minimum investment return. Enter 5% of line 5	6	395,171.

**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	395,171.
2a	Tax on investment income for 2015 from Part VI, line 5	2a	3,760.
b	Income tax for 2015 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	3,760.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	391,411.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	391,411.
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	391,411.

**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	428,951.
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	428,951.
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	3,760.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	425,191.

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 . . . . .				391,411.
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only. . . . .			402,639.	
b Total for prior years 20____, 20____, 20____		NONE		
3 Excess distributions carryover, if any, to 2015				
a From 2010 . . . . .				NONE
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 ▶ \$ 428,951.				
a Applied to 2014, but not more than line 2a . . .			402,639.	
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. . . . .				26,312.
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. . . . .				365,099.
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 . . .				NONE
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

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

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

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

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

**1 Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

**a** The name, address, and telephone number or e-mail address of the person to whom applications should be addressed

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

**c** Any submission deadlines

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

**Part XV** Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year SEE SCHEDULE ATTACHED				346,271.
<b>Total</b> ..... ► 3a				346,271.
b Approved for future payment				
<b>Total</b> ..... ► 3b				





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

Kind of Property		Description				P r o p e r t y 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)	
99,894.		STCG - SEE STATEMENT ATTACHED [I] 173,824.					VARIOUS -73,930.	VARIOUS
401,302.		LTCG - SEE STATEMENT ATTACHED [I] 18,227.					VARIOUS 383,075.	VARIOUS
176,297.		STCG - SEE STATEMENT ATTACHED [II] 173,471.					VARIOUS 2,826.	VARIOUS
695,552.		LTCG - SEE STATEMENT ATTACHED [II] 739,117.					VARIOUS -43,565.	VARIOUS
TOTAL GAIN (LOSS) .....		.....					<u>268,406.</u>	

**THE SPIEGEL FOUNDATION**

**13-3318169**

**SUPPLEMENTARY STATEMENTS**

**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 1

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	755.	755.	
TOTAL	<u>755.</u>	<u>755.</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>
DIVIDENDS - GOLDMAN SACHS	77,195.	77,195.	
INTEREST ON BONDS	120,556.	120,556.	
TOTAL	<u>197,751.</u>	<u>197,751.</u>	

ATTACHMENT 3

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	13,500.	6,750.		6,750.
TOTALS	<u>13,500.</u>	<u>6,750.</u>		<u>6,750.</u>

ATTACHMENT 4

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>
INVESTMENT MGMT FEES	8,339.	8,339.		
TOTALS	<u>8,339.</u>	<u>8,339.</u>		

ATTACHMENT 5

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>
IRS BAL DUE W/ EXT FYE 9/30/15	14,000.			
NYS ARTICLE 13 CORPORATION TAX	250.			
TOTALS	<u>14,250.</u>			

ATTACHMENT 6

FORM 990PF, PART I - OTHER EXPENSES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
MISC CHARITABLE EXPENSES	85.			85.
TOTALS	<u>85.</u>			<u>85.</u>

ATTACHMENT 7

FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
SEE LONG POSITION I ATTACHED	1,571,821.	1,398,330.	3,119,848.
SEE LONG POSITION II ATTACHED	3,260,524.	3,305,984.	3,318,778.
TOTALS	<u>4,832,345.</u>	<u>4,704,314.</u>	<u>6,438,626.</u>

ATTACHMENT 8

FORM 990PF, PART II - OTHER INVESTMENTS

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
GLOBAL LONG SHORT PARTNERS	1,000,000.	1,000,000.	1,225,917.
TOTALS	<u>1,000,000.</u>	<u>1,000,000.</u>	<u>1,225,917.</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>
PURCHASED ACCRUED INTEREST	807.	1,829.	1,829.
TOTALS	<u>807.</u>	<u>1,829.</u>	<u>1,829.</u>

ATTACHMENT 10

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

<u>DESCRIPTION</u>	<u>AMOUNT</u>
ROUNDING	2.
TOTAL	<u>2.</u>

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

ATTACHMENT 11

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
DEANNE SPIEGEL C/O EY US LLP 77 WATER STREET - 9TH FLOOR NEW YORK, NY 10005	TRUSTEE/PART-TIME	0.	0.	0.
ELANA B. SIEGEL C/O EY US LLP 77 WATER STREET - 9TH FLOOR NEW YORK, NY 10005	TRUSTEE/PART-TIME	70,000.	0.	0.
BRADLEY C. SPIEGEL C/O EY US LLP 77 WATER STREET - 9TH FLOOR NEW YORK, NY 10005	TRUSTEE/PART-TIME	70,000.	0.	0.
GRAND TOTALS		140,000.	0.	0.

THE SPIEGEL FOUNDATION  
 CHARITABLE CONTRIBUTIONS  
 EIN: 13-3318169  
 FYE: SEPTEMBER 30, 2016

DATE	CONTRIBUTION	CITY/STATE	AMOUNT
10/1/2015	LANDMARK ON MAIN STREET	PORT WASHINGTON, NY	\$5,600 00
10/16/2015	ICE THEATRE OF NEW YORK	NEW YORK, NY	\$2,000 00
10/29/2015	CHILDREN'S TUMOR FOUNDATION	NEW YORK, NY	\$400 00
1/2/2016	FRIENDS OF SANDS POINT PRESERVE	SANDS POINT, NY	\$1,000 00
2/25/2016	PARK AVENUE SYNAGOGUE	NEW YORK, NY	\$5,000 00
2/25/2016	THE GREEN VALE SCHOOL	GLEN HEAD, NY	\$5,000 00
3/7/2016	CAPS CHILD ABUSE PREVENTION SERVICES	PORT WASHINGTON, NY	\$1,500 00
4/18/2016	LANDMARK ON MAIN STREET	PORT WASHINGTON, NY	\$75 00
5/3/2016	PARK AVENUE SYNAGOGUE	NEW YORK, NY	\$1,300 00
5/16/2016	COMMUNITY SYNAGOGUE	PORT WASHINGTON, NY	\$180 00
7/11/2016	ALBERT EINSTEIN COLLEGE OF MEDICINE	BRONX, NY	\$490 00
6/28/2016	PARK AVENUE SYNAGOGUE	NEW YORK, NY	\$15,024 00
7/24/2016	LANDMARK ON MAIN STREET	PORT WASHINGTON, NY	\$332 00
9/10/2016	UNIVERSITY OF MICHIGAN HILLEL	ANN ARBOR, MI	\$10,500 00
9/10/2016	FRIENDS OF THE UNITED HATZALOH	NEW YORK, NY	\$45,000 00
9/14/2016	PARK AVENUE SYNAGOGUE	NEW YORK, NY	\$60,000 00
9/14/2016	ST FRANCIS HOSPITAL FOUNDATION	ROSLYN, NY	\$25,000 00
9/16/2016	NEW YORK PRESBYTERIAN FUND	NEW YORK, NY	\$25,000 00
9/16/2016	LANDMARK ON MAIN STREET	PORT WASHINGTON, NY	\$5,000 00
9/16/2016	CHILDREN'S TUMOR FOUNDATION	NEW YORK, NY	\$40,000 00
9/16/2016	CHILDREN'S TUMOR FOUNDATION	NEW YORK, NY	\$10,000 00
9/19/2016	ICE THEATRE OF NEW YORK	NEW YORK, NY	\$2,000 00
9/26/2016	THE RONALD MCDONALD HOUSE	NEW YORK, NY	\$20,000 00
9/28/2016	THE METROPOLITAN MUSEUM OF ART	NEW YORK, NY	\$4,320 00
9/10/2016	WASHINGTON SQUARE PARK CONSERVANCY	NEW YORK, NY	\$2,500 00
9/10/2016	UJA FEDERATION OF NEW YORK	NEW YORK, NY	\$3,600 00
9/25/2016	NYU SCHOOL OF MEDICINE	NEW YORK, NY	\$55,000 00
9/28/2016	MYFACE	BRONX, NY	\$450 00
<b>TOTAL CONTRIBUTIONS PAID *</b>			<b>\$346,271 00</b>

\* 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

SPIEGEL FOUNDATION  
 From 01-Oct-2015 To 30-Sep-2016

Base Currency :USD

Realized Gains/Losses

Description	Trade Date	Date Sold / Covered	Qty	Proceeds (Base)	Cost (Base)	Gain/Loss (Base)	Gain Type
KINDER MORGAN INC CMN CLASS P	3-Dec-14	12-Nov-15	4,185	99,894.10	173,823.98	(73,929.88)	Short-Term
<b>TOTAL SHORT-TERM CAPITAL GAINS/ (LOSSES)</b>				<b>99,894.10</b>	<b>173,823.98</b>	<b>(73,929.88)</b>	
COMCAST CORPORATION CMN CLASS A VOTING	8-Feb-90	12-Nov-15	864	53,331.49	2,639.05	50,692.44	Long-Term
COMCAST CORPORATION CMN CLASS A VOTING	24-Apr-90	12-Nov-15	753	46,479.88	1,929.36	44,550.52	Long-Term
COMCAST CORPORATION CMN CLASS A VOTING	14-Aug-85	18-Dec-15	3,550	201,675.33	3,861.37	197,813.96	Long-Term
GOLDMAN SACHS GROUP, INC.(THE) CMN	1-Dec-84	12-Nov-15	515	99,815.31	9,797.62	90,017.69	Long-Term
<b>TOTAL LONG-TERM CAPITAL GAINS/ (LOSSES)</b>				<b>401,302.01</b>	<b>18,227.40</b>	<b>383,074.61</b>	

**SPIEGEL FOUNDATION GS: Gov/Corp FI**  
**From 01-Oct-2015 To 30-Sep-2016**  
**Separate Account Strategy : GS: Government/Corporate Fixed Income**

Base Currency :USD

Realized Gains/Losses

Description	Trade Date	Date Sold / Covered		Qty	Proceeds (Base)	Cost (Base)	Gain/Loss (Base)	Gain Type
HCP, INC. 4.0% 06/01/2025 USD SR LIEN	14-May-15	9-May-16	175,000	176,296.75	173,470.50	2,826.25	Short-Term	
<b>TOTAL SHORT-TERM CAPITAL GAINS/(LOSSES)</b>				<b>176,296.75</b>	<b>173,470.50</b>	<b>2,826.25</b>		
AMERICAN EXPRESS CREDIT CORP MTN 2.8% 09/19/2016 SER D SR LIEN	15-Sep-11	19-Sep-16	150,000	150,000.00	149,875.50	124.50	Long-Term	
CVS CAREMARK CORPORATION 6.6% 03/15/2019 SR LIEN	11-Oct-11	27-Jul-16	150,000	170,551.87	180,975.00	(10,423.13)	Long-Term	
FFCB 5.125% 08/25/2016 SR LIEN	18-Jul-11	25-Aug-16	200,000	200,000.00	232,960.00	(32,960.00)	Long-Term	
PNC FUNDING CORP 2.7% 09/19/2016 SR LIEN	15-Sep-11	19-Aug-16	175,000	175,000.00	175,306.25	(306.25)	Long-Term	
<b>TOTAL LONG-TERM CAPITAL GAINS/(LOSSES)</b>				<b>695,551.87</b>	<b>739,116.75</b>	<b>(43,564.88)</b>		

SPIEGEL FOUNDATION Brokerage # 1

Base Currency :USD  
Positions as of 30-Sep-2016

Primary Investments Description	Qty	Latest Price (Base)	Mkt Val (Base)	Unit Cost (Base)	Original Cost With OID (Base)	Unrlzd Gain/Loss (Base)
<b>OTHER FIXED INCOME</b>						
GS HIGH YIELD FUND INSTITUTIONAL SHARES	54872.847	6.46	354,478.59	7.042	386,439.22	(31,960.63)
<b>PUBLIC EQUITY - U.S. EQUITY</b>						
COMCAST CORPORATION CMN CLASS A VOTING	17,629.00	66.34	1,169,507.86	2.4285	42,811.25	1,126,696.61
GOLDMAN SACHS GROUP, INC (THE) CMN	4,670.00	161.27	753,130.90	19.0245	88,844.24	664,286.66
KINDER MORGAN INC CMN CLASS P (KMI)	13,570.00	23.13	313,874.10	41.535	563,629.95	(249,755.85)
QUALCOMM INC CMN	3,250.00	68.5	222,625.00	0.25	812.50	221,812.50
<b>SUB-TOTAL PUBLIC EQUITY - U.S. EQUITY</b>			<u>2,459,137.86</u>		<u>696,097.93</u>	<u>1,763,039.93</u>
<b>ASSET ALLOCATION INVESTMENTS</b>						
GS EQUITY GROWTH STRATEGY PORTFOLIO INSTITUTIONAL SHARES	19,846.525	15.43	306,231.88	15.9117	315,792.40	(9,560.52)
<b>TOTAL LONG POSITION/PORTFOLIO</b>			<u>3,119,848.32</u>		<u>1,398,329.55</u>	<u>1,721,518.77</u>

**SPIEGEL FOUNDATION GS: Gov/Corp FI Brokerage # 2**

Separate Account Strategy : GS: Government/Corporate Fixed Income

Base Currency :USD  
Positions as of 30-Sep-2016

Primary Investments Description	Qty	Latest Price (Base)	Mkt Val (Base)	Unit Cost (Base)	Original Cost With CID (Base)	Unrized Gain/Loss (Base)
<b>GOVERNMENT / CORPORATE FIXED INCOME</b>						
AMERICAN INTERNATIONAL GROUP, 3.75% 07/10/2025 SR LIEN	100,000	104.885	104,885.00	99.653	99,653.00	5,232.00
AT&T INC 5.5% 02/01/2018 M-W+25 00BP	150,000	105.361	158,041.50	115.71	173,565.00	-15,523.50
COMCAST CORPORATION 5.7% 07/01/2019 M-W+35 00BP	150,000	111.586	167,379.00	116.11	174,165.00	-6,786.00
FEDERAL HOME LOAN BANK SYSTEM 1.375% 9/13/2009 SR LIEN	75,000	101.024	75,768.00	100.96	75,722.25	45.75
FHLB 5.0% 11/17/2017 MN	200,000	104.779	209,558.00	119.22	238,440.00	-28,882.00
FHLB 0.875% 10/1/2018 SER_	100,000	99.956	99,956.00	99.932	99,932.00	24.00
GENERAL ELECTRIC CAPITAL CORP 5.3% 02/11/2021	150,000	114.582	171,873.00	116.26	174,393.00	-2,520.00
HASBRO, INC 3.15% 05/15/2021 SR LIEN M-W+15 00BP	75,000	103.898	77,923.50	99.906	74,929.50	2,994.00
HSBC USA INC 5.0% 09/27/2020 SUB LIEN	150,000	108.372	162,558.00	106.28	159,424.50	3,133.50
IBRD MTN 1.375% 9/20/2021 SER GDIF SR LIEN	150,000	100.082	150,123.00	99.841	149,761.50	361.50
INGERSOLL-RAND GLOBAL HOLDING 4.25% 06/15/2023 USD SER B SR LIEN	125,000	110.486	138,107.50	103.73	129,658.75	8,448.75
INTEL CORP 3.7% 07/29/2025 SR LIEN	125,000	110.942	138,677.50	99.851	124,813.75	13,863.75
INVESCO FINANCE PLC 3.125% 11/30/2022 SR LIEN	125,000	103.771	129,713.75	99.921	124,901.25	4,812.50
JPMORGAN CHASE & CO MTN 2.295% 8/15/2021 SR LIEN	150,000	100.218	150,327.00	100.000	150,000.00	327.00
ONTARIO (PROVINCE OF) 3.15% 12/15/2017	225,000	102.555	230,748.75	105.8	238,050.00	-7,301.25
ORACLE CORPORATION 2.4% 9/15/2023 SR LIEN	100,000	100.802	100,802.00	99.956	99,956.00	846.00
TEVA PHARMACEUTICAL FINANCE NE 2.2% 7/21/2021 SR LIEN	75,000	99.623	74,717.25	100.28	75,210.75	-493.50
THE TORONTO-DOMINION BANK 2.375% 10/19/2016 SR LIEN	100,000	100.059	100,059.00	99.444	99,444.00	615.00
THE TJX COMPANIES, INC 2.25% 9/15/2026 SR LIEN	75,000	98.368	73,776.00	99.254	74,440.50	-664.50
U S TREASURY NOTE 2.0% 02/15/2023 FA OFF THE RUN	200,000	103.883	207,766.00	96.66	193,312.60	14,453.40
U S TREASURY NOTE 1.5% 03/31/2023 MS ON THE RUN	100,000	100.715	100,715.00	98.957	98,957.00	1,758.00
U S TREASURY NOTE 2.0% 02/15/2025 FA OFF THE RUN	100,000	103.555	103,555.00	100.92	100,918.00	2,637.00
U S TREASURY NOTE 2.0% 08/15/2025 FA OFF THE RUN	150,000	103.484	155,226.00	101.58	152,367.15	2,858.85
VERIZON COMMUNICATIONS INC 3.5% 11/01/2024 USD SR LIEN	150,000	106.667	160,000.50	99.34	149,010.00	10,990.50
WELLS FARGO & COMPANY MTN 2.6% 07/22/2020 SR LIEN	75,000	102.029	76,521.75	99.944	74,958.00	1,563.75
<b>SUB-TOTAL GOVERNMENT / CORPORATE FIXED INCOME</b>			<b>3,318,778.00</b>		<b>3,305,983.50</b>	<b>12,794.50</b>
<b>TOTAL LONG POSITION/PORTFOLIO</b>			<b>3,318,778.00</b>		<b>3,305,983.50</b>	<b>12,794.50</b>

TOTAL LONG POSITION/PORTFOLIO II