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Return of Private Foundation

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

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► Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf

OMB No 1545-0052

2015

Open to Public Inspection

For calendar year 2015 or tax year beginning

11/01, 2015, and ending

10/31, 2016

Name of foundation

THE PINKUS FOUNDATION

Number and street (or P O box number if mail is not delivered to street address)

Room/suite

C/O ERNST & YOUNG US LLP ; 77 WATER STREET

9TH FL

City or town, state or province, country, and ZIP or foreign postal code

NEW YORK, NY 10005

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) ► \$ 1,678,829. (Part I, column (d) must be on cash basis)

J Accounting method Cash Accrual Other (specify) _____

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)	NONE			
2 Check ► <input type="checkbox"/> if the foundation is not required to attach Sch. B.				
3 Interest on savings and temporary cash investments.	211.	211.		ATCH 1
4 Dividends and interest from securities	31,914.	31,914.		ATCH 2
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	-13,866.			
b Gross sales price for all assets on line 6a	208,281.			
7 Capital gain net income (from Part IV, line 2)		0.		
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	18,259.	32,125.		
13 Compensation of officers, directors, trustees, etc	0.			
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule) ATCH .3	3,800.	1,900.		1,900.
c Other professional fees (attach schedule)				
17 Interest				
18 Taxes (attach schedule) (see instructions) [4].	4,532.			
19 Depreciation (attach schedule) and depletion.				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule)				
24 Total operating and administrative expenses				
Add lines 13 through 23.	8,332.	1,900.		1,900.
25 Contributions, gifts, grants paid	151,497.			151,497.
26 Total expenses and disbursements Add lines 24 and 25	159,829.	1,900.	0.	153,397.
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	-141,570.			
b Net investment income (if negative, enter -0-)		30,225.		
c Adjusted net income (if negative, enter -0-)				

Operating and Administrative Expenses

SCANNED FEE 14 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	27,401.	126,967.	126,967.
	2	Savings and temporary cash investments	3,904.	2,553.	2,553.
	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 5	1,104,399.	864,612.	1,549,309.
	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 ►)				
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	1,135,704.	994,132.	1,678,829.	
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.	
		Foundations that follow SFAS 117, check here ►			
		and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31			
	27	Capital stock, trust principal, or current funds	1,135,704.	994,132.	
	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)	1,135,704.	994,132.		
31	Total liabilities and net assets/fund balances (see instructions)	1,135,704.	994,132.		

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	1,135,704.
2	Enter amount from Part I, line 27a	2	-141,570.
3	Other increases not included in line 2 (itemize) ►	3	
4	Add lines 1, 2, and 3	4	994,134.
5	Decreases not included in line 2 (itemize) ► ATCH 6	5	2.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	994,132.

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)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2	-13,866.	
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?
If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part Yes No

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	144,146.	1,814,197.	0.079454
2013	169,940.	1,771,975.	0.095904
2012	136,706.	1,595,130.	0.085702
2011	82,716.	827,674.	0.099938
2010	53,384.	845,080.	0.063170
2 Total of line 1, column (d)			2 0.424168
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 0.084834
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5			4 1,662,314.
5 Multiply line 4 by line 3			5 141,021.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 302.
7 Add lines 5 and 6			7 141,323.
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			8 153,397.

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter "N/A" on line 1 . . .	1	302.
►	Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b . . .		
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) . . .	2	302.
3	Add lines 1 and 2 . . .		
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) . . .		
5	Tax based on investment income Subtract line 4 from line 3 If zero or less, enter -0- . . .		
6	Credits/Payments		
a	2015 estimated tax payments and 2014 overpayment credited to 2015 . . .	6a	3,000.
b	Exempt foreign organizations - tax withheld at source . . .	6b	
c	Tax paid with application for extension of time to file (Form 8868) . . .	6c	
d	Backup withholding erroneously withheld . . .	6d	
7	Total credits and payments Add lines 6a through 6d . . .	7	3,000.
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached . . .	8	
9	Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed . . .	9	
10	Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid . . .	10	2,698.
11	Enter the amount of line 10 to be Credited to 2016 estimated tax ►	11	2,698. Refunded

Part VII-A Statements Regarding Activities

	Yes	No
1a	X	
1b	X	
1c	X	
2	X	
3	X	
4a	X	
4b	N/A	
5	X	
6	X	
7	X	
8b	X	
9	X	
10	X	

1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? . . .

1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? . . .

If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities

1c Did the foundation file Form 1120-POL for this year? . . .

d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year

(1) On the foundation ► \$ _____ (2) On foundation managers ► \$ _____

e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ _____

2 Has the foundation engaged in any activities that have not previously been reported to the IRS? . . .

If "Yes," attach a detailed description of the activities

3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes . . .

4a Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . .

b If "Yes," has it filed a tax return on Form 990-T for this year? . . .

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . .

If "Yes," attach the statement required by General Instruction T

6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either

- By language in the governing instrument, or
- By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument? . . .

7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV

8a Enter the states to which the foundation reports or with which it is registered (see instructions) ►

N.J.,

b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation . . .

9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2015 or the taxable year beginning in 2015 (see instructions for Part XIV)? If "Yes," complete Part XIV . . .

10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses . . .

Part VII-A Statements Regarding Activities (continued)

11	Yes	No
11	X	
12		X
12		X
13	X	
13	X	
14	Telephone no ► 212-440-0800	
14	Located at ► 77 WATER STREET - 9TH FLOOR NEW YORK, NY	ZIP+4 ► 10005
15	and enter the amount of tax-exempt interest received or accrued during the year. ► 15	
16	See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►	Yes
16		X

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

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

1a	During the year did the foundation (either directly or indirectly)	Yes	No		
1a	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/>	Yes	<input checked="" type="checkbox"/>	No
1a	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/>	Yes	<input checked="" type="checkbox"/>	No
1a	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/>	Yes	<input checked="" type="checkbox"/>	No
1a	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/>	Yes	<input checked="" type="checkbox"/>	No
1a	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/>	Yes	<input checked="" type="checkbox"/>	No
1a	(6) Agree to pay money or property to a government official? (Exception Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/>	Yes	<input checked="" type="checkbox"/>	No
1b	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)?				N/A
1b	Organizations relying on a current notice regarding disaster assistance check here ►				
1c	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?				N/A
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))				
2a	a At the end of tax year 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015?	<input type="checkbox"/>	Yes	<input checked="" type="checkbox"/>	No
2a	If "Yes," list the years ►				
2b	b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)				N/A
2b	c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ►				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/>	Yes	<input checked="" type="checkbox"/>	No
3b	b If "Yes," did it have excess business holdings in 2015 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2015)				N/A
4a	4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?				
4b	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	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions).	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	5b	N/A
	Organizations relying on a current notice regarding disaster assistance check here ► <input checked="" type="checkbox"/>			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A	<input type="checkbox"/> Yes <input type="checkbox"/> No		
	<i>If "Yes," attach the statement required by Regulations section 53.4945-5(d)</i>			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input type="checkbox"/> No	6b	X
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?			
	<i>If "Yes" to 6b, file Form 8870</i>			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input type="checkbox"/> No	7b	N/A
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?			

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 7		0.	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. ►

Form 990-PF (2015)

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc, purposes		
a Average monthly fair market value of securities	1a	1,603,887.
b Average of monthly cash balances	1b	83,741.
c Fair market value of all other assets (see instructions)	1c	0.
d Total (add lines 1a, b, and c)	1d	1,687,628.
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	1,687,628.
4 Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	25,314.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,662,314.
6 Minimum investment return. Enter 5% of line 5	6	83,116.

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	83,116.
2a Tax on investment income for 2015 from Part VI, line 5	2a	302.
b Income tax for 2015 (This does not include the tax from Part VI)	2b	
c Add lines 2a and 2b	2c	302.
3 Distributable amount before adjustments Subtract line 2c from line 1	3	82,814.
4 Recoveries of amounts treated as qualifying distributions	4	
5 Add lines 3 and 4	5	82,814.
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	82,814.

Part XII Qualifying Distributions (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc, purposes	1a	153,397.
a Expenses, contributions, gifts, etc - total from Part I, column (d), line 26	1b	
b Program-related investments - total from Part IX-B	2	
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes	3a	
3 Amounts set aside for specific charitable projects that satisfy the	3b	
a Suitability test (prior IRS approval required)	4	153,397.
b Cash distribution test (attach the required schedule)	5	302.
4 Qualifying distributions Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	6	153,095.
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)		
6 Adjusted qualifying distributions. Subtract line 5 from line 4		

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				82,814.
2 Undistributed income, if any, as of the end of 2015			NONE	
a Enter amount for 2014 only.				
b Total for prior years 20____,20____,20____		NONE		
3 Excess distributions carryover, if any, to 2015				
a From 2010	11,487.			
b From 2011	41,698.			
c From 2012	68,547.			
d From 2013	82,077.			
e From 2014	56,334.			
f Total of lines 3a through e	260,143.			
4 Qualifying distributions for 2015 from Part XII, line 4 ► \$ 153,397.				
a Applied to 2014, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)				82,814.
d Applied to 2015 distributable amount.	70,583.			
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	330,726.			
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.				NONE
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)	11,487.			
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a	319,239.			
10 Analysis of line 9				
a Excess from 2011	41,698.			
b Excess from 2012	68,547.			
c Excess from 2013	82,077.			
d Excess from 2014	56,334.			
e Excess from 2015	70,583.			

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

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see instructions.)**1 Information Regarding Foundation Managers:**

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

ATTACHMENT 8

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

N/A

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	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<i>a Paid during the year</i>				
SEE LIST ATTACHED				151,497.
Total			► 3a	151,497.
<i>b Approved for future payment</i>				
NONE				
Total			► 3b	0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities				14	32,125.
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property.					
7 Other investment income				18	-13,866.
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 a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				18,259.	
13 Total. Add line 12, columns (b), (d), and (e)				13	18,259.

(See worksheet in line 13 instructions to verify calculations.)

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

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

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

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

a Transfers from the reporting foundation to a noncharitable exempt organization of

(1) Cash	1a(1)	X
(2) Other assets	1a(2)	X
Other transactions		
(1) Sales of assets to a noncharitable exempt organization	1b(1)	X
(2) Purchases of assets from a noncharitable exempt organization	1b(2)	X
(3) Rental of facilities, equipment, or other assets	1b(3)	X
(4) Reimbursement arrangements	1b(4)	X
(5) Loans or loan guarantees	1b(5)	X

(6) Performance of services or membership or fundraising solicitations . . .

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees 1c X
d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

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

► Sister in Pet.

11/19/17

TRUSTEES

May the IRS discuss this return with the preparer shown below

Paid Preparer Use Only	Print/Type preparer's name JOHN D COOK	Preparer's signature 	Date 01/13/2017	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	

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)	
1,351.		SEE STATEMENT ATTACHED PROPERTY TYPE: SECURITIES 1,391.				P	VARIOUS	VARIOUS -40.
206,930.		SEE STATEMENT ATTACHED PROPERTY TYPE: SECURITIES 220,756.				P	VARIOUS	VARIOUS -13,826.
TOTAL GAIN(LOSS)								<u>-13,866.</u>

THE PINKUS FOUNDATION

13-4051212

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.

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

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
INTEREST	211.	211.
TOTAL	<u><u>211.</u></u>	<u><u>211.</u></u>

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIESATTACHMENT 2

<u>DESCRIPTION</u>	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DIVIDENDS	31,914.	31,914.
TOTAL	<u>31,914.</u>	<u>31,914.</u>

—

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	3,800.	1,900.	1,900.	
TOTALS	<u><u>3,800.</u></u>	<u><u>1,900.</u></u>	<u><u>1,900.</u></u>	

ATTACHMENT 4FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>
FEDERAL TAX PAID:	
FORM 990PF BAL DUE 10/31/2015	1,532.
FORM 990PF 2Q EST 10/31/2016	3,000.
TOTALS	<u>4,532.</u>

FORM 990PE, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
SEE LONG POSITION ATTACHED	<u>1,104,399.</u>	<u>864,612.</u>	<u>1,549,309.</u>
TOTALS	<u><u>1,104,399.</u></u>	<u><u>864,612.</u></u>	<u><u>1,549,309.</u></u>

ATTACHMENT 6FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

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

NAME AND ADDRESS

TITLE AND AVERAGE HOURS PER
WEEK DEVOTED TO POSITION

SCOTT M. PINKUS
C/O ERNST & YOUNG US LLP
77 WATER STREET - 9TH FLOOR
NEW YORK, NY 10005

TRUSTEE

ATTACHMENT 7

FORM 990PF, PART XV - INFORMATION REGARDING FOUNDATION MANAGERS

SCOTT M. PINKUS; C/O ERNST & YOUNG US LLP
77 WATER STREET, 9TH FLOOR
NEW YORK, NY 10005

THE PINKUS FOUNDATION
CHARITABLE CONTRIBUTIONS LIST
FYE 10/31/2016
EIN. 13-4051212

DATE	CONTRIBUTION	CITY, STATE	AMOUNT
12/8/2015	Connecticut Food Bank	New Haven, CT	1,000
1/8/2016	Greenwich Village Society for Historic Preservation	New York, NY	2,500
1/13/2016	U S Fund for UNICEF	New York, NY	1,000
1/13/2016	Renaissance Youth Center	Bronx, NY	1,000
1/14/2016	The Public Theater/New York Shakespeare Festival	New York, NY	1,200
1/19/2016	Columbia University in the City of New York	New York, NY	2,000
1/20/2016	CARE	Atlanta, GA	1,000
1/20/2016	Oxfam America	Boston, MA	500
1/25/2016	University of California, Berkeley	Berkeley, CA	15,000
1/26/2016	The Nature Conservancy	Arlington, VA	5,000
2/5/2016	Greenwich Village Society for Historic Preservation	New York, NY	610
2/12/2016	Acumen	New York, NY	15,000
3/1/2016	USA for UNHCR	Washington, DC	1,000
3/7/2016	Hereditary Disease Foundation	New York, NY	10,000
3/8/2016	The Urban Assembly	New York, NY	1,000
3/8/2016	Jacob's Pillow Dance	Becket, MA	500
3/10/2016	Washington Square Park Conservancy	New York, NY	500
3/10/2016	Mark Morris Dance Group	Brooklyn, NY	1,000
3/21/2016	Tanglewood Annual Fund	Boston, MA	500
4/29/2016	The Solomon R Guggenheim Museum	New York, NY	5,000
5/12/2016	Columbia University in the City of New York	New York, NY	3,000
5/31/2016	Riverkeeper, Inc	New York, NY	1,000
6/13/2016	University of Pennsylvania (Penn Fund & Wharton Fund)	Philadelphia, PA	10,000
6/20/2016	University of California, Berkeley	Berkeley, CA	10,000
6/21/2016	National Museum of American Jewish History	Philadelphia, PA	1,000
6/22/2016	P G Chambers School	Cedar Knolls, NJ	1,000
6/28/2016	The Connecticut Hospice, Inc	Branford, CT	1,000
6/30/2016	Sierra Club Foundation	Oakland, CA	2,000
7/13/2016	Eugene Lang College Annual Fund	New York, NY	10,000
7/29/2016	University of California, Berkeley	Berkeley, CA	20,000
8/25/2016	Washington Square Park Conservancy, Inc	New York, NY	130
9/8/2016	City Harvest	New York, NY	3,000
9/13/2016	Shatterproof	Norwalk, CT	500
9/16/2016	The Solomon R Guggenheim Museum	New York, NY	8,757
9/29/2016	The Public Theater/New York Shakespeare Festival	New York, NY	10,000
10/31/2016	Public Art Fund	New York, NY	4,800

TOTAL CONTRIBUTIONS PAID *

\$ 151,497

**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*

Realized Gains/Losses

Description	Date Sold / Covered	Qty	Proceeds (Base)	Cost (Base)	Gain/Loss (Base)	Gain Type
Trade Date						
DEUTSCHE X-TRACKERS MSCI EAFE EQUITY ETF	3/11/15	6/3/16	2,700	69,820 47	80,163 00	(10,342 53)
DEUTSCHE X-TRACKERS MSCI EAFE EQUITY ETF	3/11/15	7/12/16	3,150	80,451 76	93,523 50	(13,071 74)
GS STRATEGIC INCOME FUND INSTITUTIONAL SHARES	1/3/14	12/30/15	2,224 07	21,417 75	23,728 80	(2,311 05)
GS STRATEGIC INCOME FUND INSTITUTIONAL SHARES	1/3/14	12/30/15	30 123	290 08	318 67	(28 59)
GS STRATEGIC INCOME FUND INSTITUTIONAL SHARES	2/28/14	12/30/15	38 02	366 14	402 98	(36 84)
GS STRATEGIC INCOME FUND INSTITUTIONAL SHARES	3/31/14	12/30/15	41 983	404 29	446 66	(42 37)
GS STRATEGIC INCOME FUND INSTITUTIONAL SHARES	4/30/14	12/30/15	39 167	377 18	415 14	(37 96)
GS STRATEGIC INCOME FUND INSTITUTIONAL SHARES	1/3/14	12/30/15	32 003	308 19	338 56	(30 37)
GS STRATEGIC INCOME FUND INSTITUTIONAL SHARES	1/18/14	12/30/15	27 939	269 06	298 65	(29 59)
GS STRATEGIC INCOME FUND INSTITUTIONAL SHARES	1/3/14	12/30/15	40 889	393 76	433 79	(40 03)
GS STRATEGIC INCOME FUND INSTITUTIONAL SHARES	1/3/14	12/30/15	29 738	286 37	320 84	(34 47)
GS STRATEGIC INCOME FUND INSTITUTIONAL SHARES	9/30/14	12/30/15	20 908	201 34	221 40	(20 06)
GS STRATEGIC INCOME FUND INSTITUTIONAL SHARES	1/3/14	12/30/15	72 371	696 94	792 40	(95 46)
GS STRATEGIC INCOME FUND INSTITUTIONAL SHARES	11/28/14	12/30/15	35 004	337 09	363 66	(26 57)
GS STRATEGIC INCOME FUND INSTITUTIONAL SHARES	10/31/14	12/30/15	24 724	238 09	259 09	(21 00)
GS STRATEGIC INCOME FUND INSTITUTIONAL SHARES	1/18/14	12/30/15	25 014	240 89	267 14	(26 25)
GS STRATEGIC INCOME FUND INSTITUTIONAL SHARES	1/3/14	12/30/15	25 174	242 43	274 38	(31 95)
GS STRATEGIC INCOME FUND INSTITUTIONAL SHARES	1/7/14	12/30/15	13 986	134 68	149 50	(14 82)
GS STRATEGIC INCOME FUND INSTITUTIONAL SHARES	1/31/14	12/30/15	15 689	151 08	165 98	(14 90)
GS STRATEGIC INCOME FUND INSTITUTIONAL SHARES	1/3/14	12/30/15	26 468	254 89	282 39	(27 50)
SPDR S&P 500 ETF TRUST	3/23/05	3/4/16	150	30,047 60	17,589 00	12,458 60
TOTAL LONG TERM CAPITAL GAIN/LOSS			206,930.08	220,755.53	(13,825.45)	
GS STRATEGIC INCOME FUND INSTITUTIONAL SHARES	2/27/15	12/30/15	19 626	188 99	200 18	(11 19)
GS STRATEGIC INCOME FUND INSTITUTIONAL SHARES	3/31/15	12/30/15	22 895	220 48	230 32	(9 84)
GS STRATEGIC INCOME FUND INSTITUTIONAL SHARES	11/30/15	12/30/15	8.9	85 71	88.02	(2 31)
GS STRATEGIC INCOME FUND INSTITUTIONAL SHARES	4/30/15	12/30/15	26 489	255 09	266 74	(11 65)
GS STRATEGIC INCOME FUND INSTITUTIONAL SHARES	9/30/15	12/30/15	6 35	61 15	62 74	(1 59)
GS STRATEGIC INCOME FUND INSTITUTIONAL SHARES	10/30/15	12/30/15	7 561	72 81	75 01	(2 20)
GS STRATEGIC INCOME FUND INSTITUTIONAL SHARES	8/31/15	12/30/15	7 394	71 20	73 64	(2 44)
GS STRATEGIC INCOME FUND INSTITUTIONAL SHARES	12/28/15	12/30/15	41 033	395 15	394 74	0 41
TOTAL SHORT TERM CAPITAL GAIN/LOSS			1,350.58	1,391.39	(40.81)	

Statement Detail
THE PINKUS FOUNDATION
Holdings

CLOSING LONG POSITION - PAGE 1 OF 2

Period Ended October 31, 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)	1,000.00	178.2400	178,240.00	17.1400	17,140.00	161,100.00	1.4587	2,600.00
NASDAQ 100 INDEX FUND (POWERSHARES)								
POWERSHARES QQQ TRUST ETF INDEX TRACKING STOCK (QQQ)	3,790.00	116.9900	443,392.10	64.6642	245,077.32	198,314.78	1.0605	4,702.06
S&P 500 INDEX FUND (SPDR)								
SPDR S&P 500 ETF TRUST (SPY)	3,970.00	212.5500	843,823.50	128.1791	508,871.20	334,952.30	2.0803	17,554.01
TOTAL US EQUITY			1,465,455.60		771,088.52	694,367.08	1.6961	24,856.07

Statement Detail

THE PINKUS FOUNDATION
Holdings (Continued)

Period Ended October 31, 2016

CLOSING LONG POSITION - PAGE 2 OF 2

PUBLIC EQUITY (Continued)

	Quantity	Market Price Accrued Income	Market Value / Accrued Income	Unit Cost	Cost Basis	Unrealized Gain (Loss)	Dividend Yield	Estimated Annual Income
NON-US EQUITY								
MSCI EAFE HEDGED EQUITY INDEX FUND (DB X-TRACKERS)								
DEUTSCHE X-TRACKERS MSCI EAFE EQUITY ETF (DBEF)	3,150.00	26.6200	83,853.00	29.6900	93,523.50	(9,670.50)	2.9551	2,477.92
TOTAL PUBLIC EQUITY	1,549,308.60		864,612.02		684,636.58	1,754.3	27,333.99	