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EXTENDED TO JULY 17, 2017

Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ Do not enter social security numbers on this form as it may be made public.

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

OMB No 1545-0052

2015

Open to Public Inspection

For calendar year 2015 or tax year beginning DEC 1, 2015 , and ending NOV 30, 2016

Name of foundation: THE VILCEK FOUNDATION INC.

A Employer identification number: 51-0404790

Number and street (or P O box number if mail is not delivered to street address): 85 BROAD STREET, 27TH FL. Room/suite

B Telephone number: 212-472-2500

City or town, state or province, country, and ZIP or foreign postal code: NEW YORK, NY 10004

C If exemption application is pending, check here ▶ [ ]

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

D 1. Foreign organizations, check here ▶ [ ]

2 Foreign organizations meeting the 85% test, check here and attach computation ▶ [ ]

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

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ [ ]

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶$ 133,925,488.

J Accounting method: [ ] Cash [ ] Accrual [X] Other (specify) MODIFIED CASH (Part I, column (d) must be on cash basis)

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

Part I **Analysis of Revenue and Expenses** (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc, received	7,146,525.			
	2 Check ▶ [ ] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	3,271.	3,271.	3,271.	STATEMENT 1
	4 Dividends and interest from securities	1,400,659.	1,395,960.	1,400,659.	STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	1,083,063.			
	b Gross sales price for all assets on line 6a 15,561,590.				
	7 Capital gain net income (from Part IV, line 2)		1,036,040.		
	8 Net short-term capital gain			0.	
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income	9,179,170.	9,146,836.	333,727.	STATEMENT 3
	12 Total Add lines 1 through 11	18,812,688.	11,582,107.	1,737,657.	
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	308,033.	0.	126,813.	181,220.
	14 Other employee salaries and wages	660,577.	0.	355,963.	304,614.
	15 Pension plans, employee benefits	351,198.	0.	173,107.	178,091.
	16a Legal fees STMT 4	135,499.	0.	0.	135,499.
	b Accounting fees STMT 5	63,843.	0.	0.	60,343.
	c Other professional fees STMT 6	563,850.	212,253.	539,562.	24,288.
	17 Interest	93,456.	79,818.	93,456.	0.
	18 Taxes STMT 7	316,921.	16,607.	16,671.	300,000.
	19 Depreciation and depletion	308,243.	0.	0.	
	20 Occupancy	94,459.	0.	0.	94,459.
	21 Travel, conferences, and meetings	120,797.	0.	0.	120,797.
	22 Printing and publications	78,622.	0.	0.	78,622.
	23 Other expenses STMT 8	1,331,966.	233,829.	432,085.	898,922.
	24 Total operating and administrative expenses Add lines 13 through 23	4,427,464.	542,507.	1,737,657.	2,376,855.
	25 Contributions, gifts, grants paid	648,580.			648,580.
	26 Total expenses and disbursements. Add lines 24 and 25	5,076,044.	542,507.	1,737,657.	3,025,435.
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	13,736,644.			
	b Net investment income (if negative, enter -0-)		11,039,600.		
	c Adjusted net income (if negative, enter -0-)			0.	

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10430524 756359 622840 2015.05070 THE VILCEK FOUNDATION INC. 622840_1

Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1 Cash - non-interest-bearing	609.	1,195.	1,195.
	2 Savings and temporary cash investments	1,632,623.	2,346,288.	2,346,288.
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U S and state government obligations			
	b Investments - corporate stock STMT 10	820,979.	974,207.	983,934.
	c Investments - corporate bonds STMT 11	2,259,335.	2,061,862.	2,148,296.
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 12	50,668,035.	52,372,213.	57,699,016.
	14 Land, buildings, and equipment basis ▶ 48,015,860.			
	Less accumulated depreciation STMT 13 ▶ 3,208,987.	40,690,426.	44,806,873.	44,806,873.
	15 Other assets (describe ▶ STATEMENT 14)	25,953,873.	25,939,886.	25,939,886.
	16 **Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	122,025,880.	128,502,524.	133,925,488.
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			
	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** ▶ [X] **and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted	122,025,880.	128,502,524.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ [ ] **and complete lines 27 through 31.**			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 **Total net assets or fund balances**	122,025,880.	128,502,524.	
	31 **Total liabilities and net assets/fund balances**	122,025,880.	128,502,524.	

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	122,025,880.
2	Enter amount from Part I, line 27a	2	13,736,644.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	135,762,524.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 9	5	7,260,000.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	128,502,524.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a				
b	SEE ATTACHED STATEMENT			
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e	15,561,590.		14,798,184.	1,036,040.

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

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				
b				
c				
d				
e				1,036,040.

2 Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	1,036,040.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter -0- in Part I, line 8		3	<30,706.>

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	10,501,499.	80,766,342.	.130023
2013	10,094,817.	76,497,582.	.131963
2012	5,036,647.	77,504,368.	.064985
2011	3,350,213.	76,097,091.	.044026
2010	17,443,005.	60,141,321.	.290034

2 Total of line 1, column (d)	2	.661031
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	.132206
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	72,769,748.
5 Multiply line 4 by line 3	5	9,620,597.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	110,396.
7 Add lines 5 and 6	7	9,730,993.
8 Enter qualifying distributions from Part XII, line 4	8	7,806,638.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ________ **(attach copy of letter if necessary-see instructions)** b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		1	220,792.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	0.
3 Add lines 1 and 2		3	220,792.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	0.
5 **Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-		5	220,792.
6 Credits/Payments			
a 2015 estimated tax payments and 2014 overpayment credited to 2015	6a 302,204.		
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	302,204.
8 Enter any **penalty** for underpayment of estimated tax Check here [X] 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	81,412.
11 Enter the amount of line 10 to be **Credited to 2016 estimated tax** ▶ 81,412.	**Refunded** ▶	11	0.

Part VII-A **Statements Regarding Activities**

		Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? *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.*	1b		X
c Did the foundation file **Form 1120-POL** for this year?	1c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ $ 0. (2) On foundation managers ▶ $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3	X	
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a	X	
b If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7 Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ NY,DE			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2015 or the taxable year beginning in 2015 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9	X	
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

Form **990-PF** (2015)

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Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ WWW.VILCEK.ORG

14 The books are in care of ▶ THE ORGANIZATION Telephone no ▶212-472-2500

Located at ▶85 BROAD STREET, 27TH FL., NEW YORK, NY ZIP+4 ▶10004

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A

			Yes	No
16	At any time during calendar year 2015, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114 If "Yes," enter the name of the foreign country ▶			

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

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

				Yes	No
1a	During the year did the foundation (either directly or indirectly)				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☒ Yes ☐ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☒ Yes ☐ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?		1b		X
	Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2015?		1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))				
a	At the end of tax year 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015?	☐ Yes ☒ No			
	If "Yes," list the years ▶ ______, ______, ______, ______				
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?	☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2015 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2015.)*	N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2015?		4b		X

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

5a During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

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

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

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

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

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? N/A **5b**

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d)

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** No: X

If "Yes" to 6b, file Form 8870

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? N/A **7b**

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 15		308,033.	39,225.	0.

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

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
CHRISTOPHER RUNGOO - C/O FOUNDATION, 85 BROAD STREET, 27TH FL. , NY, NY	DIRECTOR OF HUMAN RESOURCES 35.00	92,249.	45,747.	0.
BRIAN CAVANAUGH - C/O FOUNDATION, 85 BROAD STREET, 27TH FL., NY, NY 10004	DIRECTOR OF DIGITAL 35.00	95,450.	36,271.	0.
EMILY SCHUCHARDT NAVRATIL - C/O FOUNDATION, 85 BROAD STREET, 27TH	ASSOCIATE CURATOR 35.00	84,620.	32,498.	0.
ANDHIKA MEWENGKANG - C/O FOUNDATION, 85 BROAD STREET, 27TH FL., NY, NY	FACILITY MANAGER 35.00	87,205.	23,649.	0.
SEAMUS MCKILLOP - C/O FOUNDATION, 85 BROAD STREET, 27TH FL., NY, NY 10004	REGISTRAR 35.00	70,392.	21,166.	0.

Total number of other employees paid over $50,000 ▶ 2

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
RYAN ASSOCIATES 7 WEST 22ND ST, 3RD FLOOR, NEW YORK, NY 10010	CONSTRUCTION	3,254,839.
XHEMA OF NY, INC. - OAK AND DIVISION ST. WEST P.O. BOX 4422, GREENWICH, CT 06831	CONSTRUCTION	350,000.
ARCHITECTURE RESEARCH OFFICE - 170 VARICK STREET, 7TH FL., NEW YORK, NY 10013	ARCHITECTS	268,199.
THEY BKLYN, INC. - 1288 CONEY ISLAND AVE #300225, BROOKLYN, NY 11230	MEDIA/VIDEO	257,868.
CITIGROUP GLOBAL MARKETS INC - 601 LEXINGTON AVE, 3RD FL., NEW YORK, NY 201459	INVESTMENT MANAGEMENT SERVICES	204,476.
Total number of others receiving over $50,000 for professional services ▶		6

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

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 SEE STATEMENT 16	2,387,757.
2	
3	
4	

Part IX-B **Summary of Program-Related Investments**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments See instructions 3	
Total. Add lines 1 through 3 ▶	0.

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	59,812,985.
b	Average of monthly cash balances		1b	2,524,932.
c	Fair market value of all other assets		1c	11,540,000.
d	**Total** (add lines 1a, b, and c)		1d	73,877,917.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e 0.		
2	Acquisition indebtedness applicable to line 1 assets		2	0.
3	Subtract line 2 from line 1d		3	73,877,917.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	1,108,169.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4		5	72,769,748.
6	**Minimum investment return.** Enter 5% of line 5		6	3,638,487.

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

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

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	3,025,435.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	4,781,203.
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	7,806,638.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b	5	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	7,806,638.

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)

N/A

	(a) Corpus	(b) Years prior to 2014	(c) 2014	(d) 2015
1 Distributable amount for 2015 from Part XI, line 7				
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only				
b Total for prior years ______ , ______ , ______				
3 Excess distributions carryover, if any, to 2015				
a From 2010				
b From 2011				
c From 2012				
d From 2013				
e From 2014				
f **Total** of lines 3a through e				
4 Qualifying distributions for 2015 from Part XII, line 4 ▶ $ ______				
a Applied to 2014, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2015 distributable amount				
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 instr				
f Undistributed income for 2015 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2016				
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				
9 **Excess distributions carryover to 2016** Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2011				
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)

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 ▶ 03/19/01

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

	Tax year	Prior 3 years			
	(a) 2015	(b) 2014	(c) 2013	(d) 2012	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	0.	0.	0.	0.	0.
b 85% of line 2a	0.	0.	0.	0.	0.
c Qualifying distributions from Part XII, line 4 for each year listed	7,806,638.	10,657,619.	10,239,922.	5,036,647.	33,740,826.
d Amounts included in line 2c not used directly for active conduct of exempt activities	173,580.	633,083.	645,833.	665,332.	2,117,828.
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c	7,633,058.	10,024,536.	9,594,089.	4,371,315.	31,622,998.
3 Complete 3a, b, or c for the alternative test relied upon a "Assets" alternative test - enter (1) Value of all assets					0.
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0.
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed	2,425,658.	2,692,211.	2,549,919.	2,583,479.	10,251,267.
c "Support" alternative test - enter (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					0.
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0.
(3) Largest amount of support from an exempt organization					0.
(4) Gross investment income					0.

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

1 **Information Regarding Foundation Managers:**

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

SEE STATEMENT 17

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

NONE

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

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

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

SEE ATTACHMENT C

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

SEE ATTACHMENT C

c Any submission deadlines

VARIOUS

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

SEE ATTACHMENT C

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				
AFRICAN DEVELOPMENT CENTER 1808 RIVERSIDE AVE., SUITE 206 MINNEAPOLIS, MN 55454	N/A	PC	SEE STATEMENT	5,000.
BLANKA ZIZKA 265 S. BROAD STREET PHILADELPHIA, PA 19107	NONE	I	2016 VILCEK PRIZE: THEATRE	100,000.
BOSTON COLLEGE 140 COMMONWEALTH AVE CHESTNUT HILL, MA 02467	N/A	PC	SEE STATEMENT	10,000.
CLEMENTE SOTO VELEZ CULTURAL & EDUCATION CENTER 107 SUFFOLK STREET NEW YORK, NY 10002	N/A	PC	SEE STATEMENT	5,000.
DAN LITTMAN SKIRBALL INSTITUTE 540 FIRST AVENUE 2ND, FLOOR, LAB 17 NEW YORK, NY 10016	NONE	I	2016 VILCEK PRIZE: BIOMEDICAL SCIENCE	100,000.
Total SEE CONTINUATION SHEET(S)			▶ 3a	648,580.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

Form **990-PF** (2015)

523611 11-24-15

** SEE PURPOSE OF GRANT CONTINUATIONS

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
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	3,271.	
4 Dividends and interest from securities	525990	4,699.	14	1,395,960.	
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	525990	<11,776.>	15	9,091,837.	
8 Gain or (loss) from sales of assets other than inventory	525990	47,023.	18	1,036,040.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a INSURANCE PROCEEDS			01	44,064.	
b LICENSE FEES			01	55,000.	
c OTHER MISC. INCOME			01	45.	
d					
e					
12 Subtotal Add columns (b), (d), and (e)		39,946.		11,626,217.	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 11,666,163.

(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)
	N/A

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received

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

Sign Here

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

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

▶ [signature] | 6/1/17 | ▶ Chairman + CEO

Signature of officer or trustee | Date | Title

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
THOMAS F. BLANEY	[signature]	5/24/17		P00234022
Firm's name ▶ PKF O'CONNOR DAVIES, LLP			Firm's EIN ▶ 27-1728945	
Firm's address ▶ 665 FIFTH AVENUE NEW YORK, NY 10022			Phone no (212)286-2600	

Form **990-PF** (2015)

523622 11-24-15

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

Schedule of Contributors

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

OMB No 1545-0047

2015

Name of the organization

THE VILCEK FOUNDATION INC.

Employer identification number

51-0404790

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	Employer identification number
THE VILCEK FOUNDATION INC.	51-0404790

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	DR. AND MRS. JAN AND MARICA VILCEK 920 5TH AVENUE NEW YORK, NY 10021	$ 257,025.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
2	DR. AND MRS. JAN AND MARICA VILCEK 920 5TH AVENUE NEW YORK, NY 10021	$ 6,889,500.	Person [ ] Payroll [ ] Noncash [X] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)

Name of organization	Employer identification number
THE VILCEK FOUNDATION INC.	51-0404790

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
2	ARTWORK DONATION	$ 6,889,500.	12/30/15
		$	
		$	
		$	
		$	
		$	

Name of organization	Employer identification number
THE VILCEK FOUNDATION INC.	51-0404790

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

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

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold, e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	10,290 SH. HARTFORD CAPITAL APPRECIATION I FUND	D	11/26/12	02/12/16
b	SALES OF PUBLICLY TRADED SECURITIES	P	VARIOUS	VARIOUS
c	SALES OF PUBLICLY TRADED SECURITIES	P	VARIOUS	VARIOUS
d	CAPITAL GAINS THROUGH K-1S, SEE ATTACHMENT A	P	VARIOUS	VARIOUS
e	CAPITAL GAINS THROUGH K-1S, SEE ATTACHMENT A	P	VARIOUS	VARIOUS
f	LESS: UBI SHORT TERM CAPITAL GAINS THROUGH K-1S	P	VARIOUS	VARIOUS
g	LESS: UBI LONG TERM CAPITAL GAINS THROUGH K-1S	P	VARIOUS	VARIOUS
h	SEE ATTACHMENT A FOR DETAILS			
i	ADVANTAGE ADVISORS XANTHUS FUND LLC	P	VARIOUS	VARIOUS
j	ROCKEFELLER FINANCIAL CAPITAL ALPHA SELECT LP	P	VARIOUS	VARIOUS
k	CAPITAL GAINS DIVIDENDS			
l				
m				
n				
o				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	306,128.		339,570.	<33,442.>
b	12,064,094.		11,819,192.	244,902.
c	2,457,729.		2,432,527.	25,202.
d				<51,787.>
e				371,444.
f				<4,121.>
g				<42,902.>
h				0.
i	56,649.		179,332.	<122,683.>
j	10,656.		27,563.	<16,907.>
k	666,334.			666,334.
l				
m				
n				
o				

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) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a				<33,442.>
b				244,902.
c				** 25,202.
d				** <51,787.>
e				371,444.
f				** <4,121.>
g				<42,902.>
h				** 0.
i				<122,683.>
j				<16,907.>
k				666,334.
l				
m				
n				
o				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7; If (loss), enter "-0-" in Part I, line 7 }	2	1,036,040.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter "-0-" in Part I, line 8	3	<30,706.>

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04-01-15

** (SHORT-TERM)

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
DC DOORS 1545 6TH STREET NW WASHINGTON, DC 20001	N/A	PC	SEE STATEMENT	5,000.
DESDEMONA CHIANG 4335 DAYTON AVENUE N SEATTLE, WA 98103	NONE	I	2016 VILCEK PRIZE IN CREATIVE PROMISE-THEATRE	50,000.
FERNANDO CAMARGO 8 PORTER AVENUE, UNIT #1 SOMERVILLE, MA 02143	NONE	I	2016 VILCEK PRIZE IN CREATIVE PROMISE-BIOMEDICAL SCIENCE	50,000.
HOURA MERRIKH 10315 23RD AVENUE NE SEATTLE, WA 98125	NONE	I	2016 VILCEK PRIZE IN CREATIVE PROMISE-BIOMEDICAL SCIENCE	50,000.
INSTITUTE FOR PROFESSIONAL EDUCATION 140 HUGUENOT ST. 3RD FLOOR NEW ROCHELLE, NY 10801	N/A	PC	GRANT MADE TO SUPPORT PRESENTATION BY ROBERTA CAPP AT THE WOMEN'S HEALTH CONFERENCE.	5,000.
NEW YORK FOUNDATION FOR THE ARTS 20 JAY STREET, SUITE 740 BROOKLYN, NY 11201	N/A	PC	SEE STATEMENT	35,000.
NEW YORK YOUTH SYMPHONY INC 110 WEST 40TH STREET, SUITE 1503 NEW YORK, NY 10018	N/A	PC	SEE STATEMENT	20,000.
PRO-RADS INC 742 E. 6TH STREET, #10 NEW YORK, NY 10009	N/A	PC	FISCAL SPONSOR FOR GRANTEE, ASIAN PRIDE PROJECT	5,000.
QUEENS COLLEGE FOUNDATION INC. 65-30 KISSEMA BLVD. FLUSHING, NY 11367	N/A	PC	IN SUPPORT OF SOCIAL PRACTICE QUEENS	23,580.
ROBERTA CAPP 8381 E 29TH STREET DENVER, CO 80238	NONE	I	2016 VILCEK PRIZE IN CREATIVE PROMISE-BIOMEDICAL SCIENCE	50,000.
Total from continuation sheets				428,580.

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04-01-15

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
SARAH BENSON 135 ASHLAND PLACE, #15B BROOKLYN, NY 11201	NONE	I	2016 VILCEK PRIZE IN CREATIVE PROMISE-THEATRE	50,000.
THEATRE COMMUNICATIONS GROUP 520 EIGHTH AVENUE, 24TH FLOOR NEW YORK, NY 10018	N/A	PC	SEE STATEMENT	50,000.
UPWARDLY GLOBAL 505 EIGHTH AVENUE, SUITE 602 NEW YORK, NY 10018	N/A	PC	SEE STATEMENT	10,000.
YI ZHAO 56 SEVENTH AVENUE, #7 BROOKLYN, NY 11217	NONE	I	2016 VILCEK PRIZE IN CREATIVE PROMISE-THEATRE	25,000.
Total from continuation sheets				

Part XV Supplementary Information

3a Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution

NAME OF RECIPIENT - AFRICAN DEVELOPMENT CENTER

THIS GRANT WAS AWARDED TO THE AFRICAN DEVELOPMENT CENTER, IN SUPPORT OF THEIR BUSINESS DEVELOPMENT PROGRAM. A NON-PROFIT ORGANIZATION IN MINNESOTA, THE ORGANIZATION WAS ESTABLISHED TO HELP AFRICAN IMMIGRANTS AND REFUGEES ACHIEVE SOCIAL AND ECONOMIC INTEGRATION. THE BUSINESS DEVELOPMENT PROGRAM HOSTS WORKSHOPS ON FINANCIAL LITERACY AND ENTREPRENEURSHIP, AND ALSO PROVIDES NON-PROFIT GRANTS AND LOANS TO SMALL BUSINESS OWNERS, AS WELL AS CULTURALLY APPROPRIATE LENDING TOOLS.

NAME OF RECIPIENT - BOSTON COLLEGE

THE VILCEK FOUNDATION MADE A GRANT OF $10,000 TO SUPPORT THE IMMIGRANT INTEGRATION LAB, A PROJECT OF THE BOSTON COLLEGE GRADUATE SCHOOL OF SOCIAL WORK. THE LAB IS COMMITTED TO IMPROVING IMMIGRANT WELL-BEING THROUGH APPLIED RESEARCH IN SOCIAL POLICY AND SOCIAL PRACTICE. THIS GRANT WAS USED TO FUND A FELLOWSHIP FOR A GRADUATE RESEARCH ASSISTANT, COVER THE COSTS OF CONFERENCE PRESENTATIONS, AND CONTRIBUTE TO THE RESEARCH AND DISSEMINATION OF A MONTHLY NEWSLETTER ROUNDING UP THE LATEST ACADEMIC PUBLICATIONS, LEGISLATIVE ADVANCES, AND CULTURAL REVIEWS CONCERNING IMMIGRATION.

NAME OF RECIPIENT - CLEMENTE SOTO VELEZ CULTURAL & EDUCATION CENTER

THIS GRANT FUNDED A PILOT PROFESSIONAL MENTORSHIP PROGRAM FOR TEN YOUNG IMMIGRANT FILMMAKERS, BETWEEN THE AGES OF 16-25. THE PROGRAM MET ONCE A WEEK FOR FOUR MONTHS, PROVIDING MENTORSHIP ON PROFESSIONAL DEVELOPMENT AND AS WELL AS CREATIVE GUIDANCE.

NAME OF RECIPIENT - DC DOORS

THIS GRANT SUPPORTED DC DOORS, A NON-PROFIT ORGANIZATION PROVIDING

Part XV **Supplementary Information**

3a Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution

TRANSITIONAL AND PERMANENT HOUSING FOR HOMELESS IMMIGRANT WOMEN AND THEIR FAMILIES. THEY ALSO PROVIDE ACCOUNTING TECHNICIAN TRAINING, TO PROVIDE LATINO IMMIGRANTS WITH EMPLOYABLE SKILLS.

NAME OF RECIPIENT - NEW YORK FOUNDATION FOR THE ARTS

TWO SEPARATE GRANTS WERE MADE TO NEW YORK FOUNDATION FOR THE ARTS. THE FIRST, IN THE AMOUNT OF $5,000, WAS GIVEN IN SUPPORT OF THEIR DOCTOR'S HOURS, A FREE CONSULTATION PROGRAM THAT PAIRS IMMIGRANT ARTISTS WITH ESTABLISHED CURATORS; THIS GRANT WILL MAKE POSSIBLE TWO MULTILINGUAL SESSIONS, WHICH WILL ALLOW NYFA TO REACH A WIDER GROUP OF IMMIGRANT ARTISTS. THE SECOND GRANT WAS AWARDED TO THE IMMIGRANT MENTORING PROGRAM, A FOUR-MONTH INTENSIVE MENTORING PROGRAM FOR IMMIGRANT ARTISTS IN NEW YORK CITY, WHO ARE PAIRED WITH ESTABLISHED WORKING ARTISTS. THIS GRANT ALLOWED FOR AN EXPANSION OF THE PROGRAM, IN SIZE AS WELL AS DISCIPLINES COVERED.

NAME OF RECIPIENT - NEW YORK YOUTH SYMPHONY INC

THIS WAS GIVEN IN SUPPORT OF NYYS'S GENERAL PROGRAMS, WHICH PROVIDES FREE MUSICAL EDUCATION AND PERFORMANCE TRAINING TO YOUNG MUSICIANS IN THE NEW YORK METROPOLITAN AREA. MANY OF THE PARTICIPANTS ARE IMMIGRANTS OR THE CHILDREN OF IMMIGRANTS.

NAME OF RECIPIENT - THEATRE COMMUNICATIONS GROUP

THIS GRANT WILL SUPPORT THE PUBLICATION OF FIVE ANTHOLOGIES OF EMERGING PLAYWRIGHTS WORKING IN AMERICA, WITH A FOCUS ON WOMEN AND WRITERS OF COLOR.

NAME OF RECIPIENT - UPWARDLY GLOBAL

Part XV **Supplementary Information**

3a Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution

THIS GRANT WAS MADE IN SUPPORT OF UPWARDLY GLOBAL'S GENERAL PROGRAMS, WHICH PROVIDES PROFESSIONAL TRAINING FOR HIGHLY SKILLED UNDEREMPLOYED IMMIGRANTS.

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS THRU CITI SMITH BARNEY	1,786.	1,786.	1,786.
INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS THRU ROCKEFELLER	1,485.	1,485.	1,485.
TOTAL TO PART I, LINE 3	3,271.	3,271.	3,271.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
DIVIDENDS AND INTEREST THRU CITI SMITH BARNEY	1,507,609.	666,334.	841,275.	836,576.	841,275.
DIVIDENDS AND INTEREST THRU ROCKEFELLER & CO.	230,993.	0.	230,993.	230,993.	230,993.
INTEREST AND DIVIDENDS THRU K-1S	328,391.	0.	328,391.	328,391.	328,391.
TO PART I, LINE 4	2,066,993.	666,334.	1,400,659.	1,395,960.	1,400,659.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
ROYALTIES - SECTION 1235	8,845,443.	8,845,443.	0.
ORDINARY INCOME THRU K-1S	234,374.	246,149.	234,374.
OTHER ROYALTIES	244.	244.	244.
INSURANCE PROCEEDS	44,064.	0.	44,064.
LICENSE FEES	55,000.	55,000.	55,000.
OTHER MISC. INCOME	45.	0.	45.
TOTAL TO FORM 990-PF, PART I, LINE 11	9,179,170.	9,146,836.	333,727.

FORM 990-PF LEGAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
WITHERS BERGMAN LLP	90,224.	0.	0.	90,224.
PATTERSON, BELKNAP, WEBB & TYLER LLP	4,532.	0.	0.	4,532.
HERRICK FEINSTEIN LLP	5,739.	0.	0.	5,739.
QUINN MCCABE, LLP	20,004.	0.	0.	20,004.
WACHTEL MISSRY LLP	15,000.	0.	0.	15,000.
TO FM 990-PF, PG 1, LN 16A	135,499.	0.	0.	135,499.

FORM 990-PF ACCOUNTING FEES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PKF O'CONNOR DAVIES, LLP, TAX PREPARATION FEES	21,047.	0.	0.	17,547.
KIWI PARTNERS, INC.	42,796.	0.	0.	42,796.
TO FORM 990-PF, PG 1, LN 16B	63,843.	0.	0.	60,343.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES	212,253.	212,253.	212,253.	0.
PRIZE DESIGN	34,408.	0.	34,408.	0.
WRITING, DESIGNING AND OTHER PROFESSIONAL FEES	42,472.	0.	42,472.	0.
VIDEO PRODUCTION AND RELATED FEES	273,517.	0.	250,429.	23,088.
ARCHITECT FEES	1,200.	0.	0.	1,200.
TO FORM 990-PF, PG 1, LN 16C	563,850.	212,253.	539,562.	24,288.

FORM 990-PF TAXES STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAXES	300,000.	0.	0.	300,000.
FOREIGN TAXES	16,671.	16,607.	16,671.	0.
NYS UBI TAX	250.	0.	0.	0.
TO FORM 990-PF, PG 1, LN 18	316,921.	16,607.	16,671.	300,000.

FORM 990-PF OTHER EXPENSES STATEMENT 8

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
AWARD DINNER AND EXHIBITIONS	145,694.	0.	145,694.	0.
BANK FEES	959.	959.	0.	0.
POSTAGE AND SHIPPING	24,464.	0.	0.	24,464.
INSURANCE	131,383.	0.	0.	131,383.
DUES AND SUBSCRIPTIONS	29,853.	0.	0.	29,853.
BUILDING MAINTENANCE AND IMPROVEMENTS	227,736.	0.	0.	227,736.
BUILDING HOUSEKEEPING	49,064.	0.	0.	49,064.
COMPUTER AND WEBSITE	86,219.	0.	0.	86,219.
SUPPLIES AND OTHER OFFICE EXPENSES	164,410.	0.	0.	164,410.
HONORARIA	43,914.	0.	43,914.	0.
PUBLIC RELATIONS	163,293.	0.	0.	163,293.
OTHER EXPENSES THRU K-1S	242,477.	232,870.	242,477.	0.
NYS DEPT. OF LAW AND DE FILING FEES	1,927.	0.	0.	1,927.
PAYROLL AND PENSION SERVICES	17,791.	0.	0.	17,791.
TEMPORARY STAFF	2,782.	0.	0.	2,782.
TO FORM 990-PF, PG 1, LN 23	1,331,966.	233,829.	432,085.	898,922.

FORM 990-PF OTHER DECREASES IN NET ASSETS OR FUND BALANCES STATEMENT 9

DESCRIPTION	AMOUNT
CHANGE IN ASSIGNMENT ROYALTY VALUATION	7,260,000.
TOTAL TO FORM 990-PF, PART III, LINE 5	7,260,000.

FORM 990-PF CORPORATE STOCK STATEMENT 10

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCK - SEE ATTACHMENT B	974,207.	983,934.
TOTAL TO FORM 990-PF, PART II, LINE 10B	974,207.	983,934.

FORM 990-PF CORPORATE BONDS STATEMENT 11

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS - SEE ATTACHMENT B	2,061,862.	2,148,296.
TOTAL TO FORM 990-PF, PART II, LINE 10C	2,061,862.	2,148,296.

FORM 990-PF OTHER INVESTMENTS STATEMENT 12

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
MUTUAL FUNDS - SEE ATTACHMENT B	COST	28,266,976.	29,381,898.
ANNUITIES - SEE ATTACHMENT B PAGE 7 OF 23	COST	1,000,000.	1,577,017.
PARTNERSHIPS - SEE ATTACHMENT B	COST	14,725,161.	16,970,873.
EXCHANGE TRADED FUNDS - SEE ATTACHMENT B PAGE 23 OF 23	COST	6,390,522.	7,914,068.
HEDGE FUNDS - SEE ATTACHMENT B PAGE 3 OF 23	COST	1,989,554.	1,855,160.
TOTAL TO FORM 990-PF, PART II, LINE 13		52,372,213.	57,699,016.

FORM 990-PF DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT STATEMENT 13

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
COMPUTER	1,623.	1,623.	0.
COMPUTER	1,623.	1,623.	0.
COMPUTER	1,626.	1,626.	0.
COMPUTER	1,626.	1,626.	0.
2006 BUILDING PURCHASE AND CONSTRUCTION	8,093,104.	2,075,150.	6,017,954.
AV FACILITIES	45,962.	45,962.	0.
PRINTER	700.	700.	0.
IT EQUIP	319.	319.	0.
6 COMPUTERS	8,709.	8,709.	0.
PHONE SYSTEM	10,612.	10,612.	0.
OFFICE FURNITURE	82,033.	82,033.	0.
CHAIRS, ETC.	29,559.	29,559.	0.
OFFICE FURNITURE	22,131.	22,131.	0.
2 ARM CHAIRS	8,771.	8,771.	0.
OFFICE FURNITURE	69,392.	69,392.	0.
2007 BUILDING CONSTRUCTION WIP	2,770,758.	639,405.	2,131,353.
2008 BUILDING IMPROVEMENTS	934,869.	209,746.	725,123.
2011 PURCHASE OF BUILDING	15,607,707.	0.	15,607,707.
2011 CONSTRUCTION IN PROGRESS LOCATION 2	64,883.	0.	64,883.
2012 CONSTRUCTION IN PROGRESS LOCATION 2	1,167,200.	0.	1,167,200.
2013 CONSTRUCTION IN PROGRESS LOCATION 2	1,989,527.	0.	1,989,527.
2014 CONSTRUCTION IN PROGRESS LOCATION 2	6,368,039.	0.	6,368,039.
2015 CONSTRUCTION IN PROGRESS LOCATION 2	6,316,109.	0.	6,316,109.
2016 CONSTRUCTION IN PROGRESS LOCATION 2	4,418,978.	0.	4,418,978.
TOTAL TO FM 990-PF, PART II, LN 14	48,015,860.	3,208,987.	44,806,873.

FORM 990-PF OTHER ASSETS STATEMENT 14

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
ARTWORK	7,077,200.	14,328,925.	14,328,925.
PROPERTY TAX RECEIVABLE	17,643.	17,643.	17,643.
ASSIGNMENT ROYALTIES	18,800,000.	11,540,000.	11,540,000.
MORTGAGE COSTS	59,030.	53,318.	53,318.
TO FORM 990-PF, PART II, LINE 15	25,953,873.	25,939,886.	25,939,886.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 15

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
DR. JAN VILCEK C/O FOUNDATION, 85 BROAD STREET, 27TH FL. NEW YORK, NY 10004	COFOUNDER, CEO & CHAIRMAN 20.00	0.	0.	0.
MARICA VILCEK C/O FOUNDATION, 85 BROAD STREET, 27TH FL. NEW YORK, NY 10004	COFOUNDER, VICE CHAIRMAN & SECRETARY 20.00	0.	0.	0.
PETER LUDWIG C/O FOUNDATION, 85 BROAD STREET, 27TH FL. NEW YORK, NY 10004	DIRECTOR 1.00	0.	0.	0.
CHRISTINA MOSSAIDES STRASSFIELD C/O FOUNDATION, 85 BROAD STREET, 27TH FL. NEW YORK, NY 10004	DIRECTOR 1.00	3,000.	0.	0.
TITIA DE LANGE C/O FOUNDATION, 85 BROAD STREET, 27TH FL. NEW YORK, NY 10004	DIRECTOR 1.00	3,000.	0.	0.
RICK KINSEL C/O FOUNDATION, 85 BROAD STREET, 27TH FL. NEW YORK, NY 10004	PRESIDENT 35.00	302,033.	39,225.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		308,033.	39,225.	0.

FORM 990-PF	SUMMARY OF DIRECT CHARITABLE ACTIVITIES	STATEMENT 16

ACTIVITY ONE

AWARDS PRIZES TO FOREIGN BORN PERSONS WHO MADE OUTSTANDING CONTRIBUTIONS TO THE SCIENCES, ARTS OR HUMANITIES FOR THE BENEFIT OF MANKIND & HOLDS LECTURES, PERFORMANCES & EXHIBITS. FOSTERS APPRECIATION OF THE ARTS AND SCIENCES.

	EXPENSES
TO FORM 990-PF, PART IX-A, LINE 1	2,387,757.

FORM 990-PF	PART XV - LINE 1A LIST OF FOUNDATION MANAGERS	STATEMENT 17

NAME OF MANAGER

DR. JAN VILCEK
MARICA VILCEK

Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	* Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction
1	COMPUTER	041505	SL	5.00	16	1,623.			1,623.	1,623.		0.
2	COMPUTER	041505	SL	5.00	16	1,623.			1,623.	1,623.		0.
3	COMPUTER	061506	SL	5.00	16	1,626.			1,626.	1,626.		0.
4	COMPUTER	061506	SL	5.00	16	1,626.			1,626.	1,626.		0.
5	MORTGAGE COSTS	031706	SL	20.00	16	114,246.			114,246.	55,216.		5,712.
6	2006 BUILDING PURCHASE AND CONSTR	031706	SL	39.00	16	8,093,104.			8,093,104.	1,867,635.		207,515.
7	AV FACILITIES	070907	SL	5.00	16	45,962.			45,962.	45,962.		0.
8	PRINTER	071607	SL	5.00	16	700.			700.	700.		0.
9	IT EQUIP	072507	SL	5.00	16	319.			319.	319.		0.
10	6 COMPUTERS	102407	SL	5.00	16	8,709.			8,709.	8,709.		0.
11	PHONE SYSTEM	112807	SL	5.00	16	10,612.			10,612.	10,612.		0.
12	OFFICE FURNITURE	081707	SL	5.00	16	82,033.			82,033.	82,033.		0.
13	CHAIRS, ETC.	101507	SL	5.00	16	29,559.			29,559.	29,559.		0.
14	OFFICE FURNITURE	110807	SL	5.00	16	22,131.			22,131.	22,131.		0.
15	2 ARM CHAIRS	111407	SL	5.00	16	8,771.			8,771.	8,771.		0.
16	OFFICE FURNITURE	111907	SL	5.00	16	69,392.			69,392.	69,392.		0.
17	2007 BUILDING CONSTRUCTION WIP	120107	SL	39.00	16	2,770,758.			2,770,758.	568,360.		71,045.
18	2008 BUILDING IMPROVEMENTS	022908	SL	39.00	16	934,869.			934,869.	185,775.		23,971.

(D) - Asset disposed

* ITC, Section 179, Salvage, Bonus, Commercial Revitalization Deduction

2015 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1 990-PF

Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	* Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction
19	2011 PURCHASE OF BUILDING		SL	39.00	16	15,607,707.			15,607,707.			0.
20	2011 CONSTRUCTION IN PROGRESS LOCATIO		SL	39.00	16	64,883.			64,883.			0.
21	2012 CONSTRUCTION IN PROGRESS LOCATIO		SL	39.00	16	1,167,200.			1,167,200.			0.
22	2013 CONSTRUCTION IN PROGRESS LOCATIO		SL	39.00	16	1,989,527.			1,989,527.			0.
23	2014 CONSTRUCTION IN PROGRESS LOCATIO		SL	39.00	16	6,368,039.			6,368,039.			0.
24	2015 CONSTRUCTION IN PROGRESS LOCATIO		SL	39.00	16	6,316,109.			6,316,109.			0.
25	2016 CONSTRUCTION IN PROGRESS LOCATIO		SL	39.00	16	4,418,978.			4,418,978.			0.
	* TOTAL 990-PF PG 1 DEPR					48,130,106.		0.	48,130,106.	2,961,672.	0.	308,243.

528102 04-01-15 (D) - Asset disposed * ITC, Section 179, Salvage, Bonus, Commercial Revitalization Deduction

The Vilcek Foundation						
Summarized Realized Gain (Loss) Schedule						
November 30, 2016						
EIN # 51-0404790						
DESCRIPTION		**PROCEEDS**	**COST**	**GAIN/(LOSS)**	**Short-Term**	**Long-Term**
Publicly Traded Securities						
thru Citi Personal Wealth Management	LT	39,377 82	147,600 00	(108,222 18)		(108,222 18)
thru Citi Personal Wealth Management	LT	12,330,843 71	12,011,161 69	319,682 02	-	319,682 02
Total Long-Term		12,370,221 53	12,158,761 69	211,459 84	-	211,459 84
thru Citi Personal Wealth Management	ST	2,457,729 29	2,432,527 45	25,201 84	25,201 84	
Total Short-Term		2,457,729 29	2,432,527 45	25,201 84	25,201 84	-
Total Sales of Publically Traded Securities		14,827,950 82	14,591,289 14	236,661 68	25,201 84	211,459 84
Capital gain (loss) thru K-1s						
Rockefeller Access Fund 06-I, LLC				114,767 20	2,114 00	112,653 20
Rockefeller Global Equity Fund I LP				10,134 00	(67,122 00)	77,256 00
Rockefeller US Small Capitalization Fund QP, LP				13,233 00	6,365 00	6,868 00
Rockefeller Opportunitic Credit Fund, LLC				(13,092 60)	(3,073 00)	(10,019 60)
Rockefeller Financial Capital Parnters				8 00	-	8 00
Rockefeller Global Dividend Growth Fund QP, LP				179,263 00	357 00	178,906 00
Hedgeforum Bluecrest, LLC				470 80	191 00	279 80
Hedgeforum Metacapital, LLC				-		
Hedgeforum SVP, LLC				1,569 00	(877 00)	2,446 00
Hedgeforum WTN, LLC				11,892 80	3,563 00	8,329 80
Hedgeforum Pentwater, LLC				49 40	20 00	29 40
Hedgeforum Visium, LLC				224 80	8,079 00	(7,854 20)
Hedgeforum Glenview, LLC				1,143 00	(1,404 00)	2,547 00
Hedgeforum OZF, LLC				(5 00)	-	(5 00)
Total capital gain (loss) thru K-1s				319,657 40	(51,787 00)	371,444 40
Sale of Alternative Investment						
Advantage Advisors Xanthus Fund LLC		56,649 36	179,332 00	(122,682 64)		(122,682 64)
Rockefeller financial Capital Alpha Select LP		10,655 84	27,563 00	(16,907 16)	-	(16,907 16)
Add Capital Gain Dividends				666,333 58	-	666,333 58
Total Realized Loss per 990-PF Column A				**1,083,062.86**	**(26,585.16)**	**1,109,648.02**
Adjustments for Unrelated Business Income						
Capital (gain) loss thru Rockefeller Access Fund 06-I, LLC				(1,216 00)	-	(1,216 00)
Capital (gain) loss thru Rockefeller Opportunistic Credit Fund, LLC				(206 00)	172 00	(378 00)
Capital (gain) loss thru Hedgeforum Bluecrest, LLC				(6 00)	(2 00)	(4 00)
Capital (gain) loss thru Hedgeforum Visium, LLC				(44,558 00)	(5,515 00)	(39,043 00)
Capital (gain) loss thru Hedgeforum Glenview, LLC				(1,006 00)	1,236 00	(2,242 00)
Capital (gain) loss thru Hedgeforum Pentwater, LLC				(31 00)	(12 00)	(19 00)
				(47,023 00)	(4,121 00)	(42,902 00)
Total Realized Loss per 990-PF Column B				**1,036,039.86**	**(30,706.16)**	**1,066,746.02**

ATTACHMENT A

The Vilcek Foundation
EIN # 51-0404790
11/30/2016

Description	Shares	Cost	Fair Value
Partnerships			
Rockefeller Access Fund 06-I, LLC		484,689.22	779,638 21
Rockefeller Global Equity Fund I LP		8,922,589.00	9,495,372 26
Rockefeller US Small Capitalization Fund, QP, LP		1,526,865.00	2,205,251 45
Rockefeller Opportunistic Credit Fund LLC		330,061.56	327,505 23
Rockefeller Global Dividend Growth Fund QP, LP		3,460,956 00	4,163,105 36
		14,725,160.78	**16,970,872.51**
Mutual Funds			
DoubleLine Total Return Bond Fund	95,468	1,063,432.08	1,016,732.77
Nuveen Preferred Securities Fund	62,656	1,071,580 94	1,049,486.98
Rockefeller Core Taxable Bond Fund - Ins Fund	346,050	3,503,040.07	3,489,330 86
Vanguard Total Bond Market Index Fund	152,878	1,700,000.00	1,628,147.48
Attachment B page 14 of 16		20,928,923 15	22,198,199.69
		28,266,976.24	**29,381,897.78**
Exchange Traded Funds			
Attachment B page 16 of 16		**6,390,521.84**	**7,914,068.08**
Corporate Stock			
Attachment B page 8 of 16		674,206.67	681,559.84
Attachment B page 1 of 16		300,000 00	302,374.40
		974,206.67	**983,934.24**
Corporate Bonds			
Attachment B page 7 of 16		1,011,862.12	1,086,511 30
Attachment B page 4 of 16		1,050,000 00	1,061,785.00
		2,061,862.12	**2,148,296.30**
Annuities			
Attachment B page 5 of 16		**1,000,000.00**	**1,577,017.27**
Hedge Funds			
Attachment B page 2 of 16		**1,989,554.07**	**1,855,160.09**
Total Investments		**55,408,281.72**	**60,831,246.27**

THE VILCEK FOUNDATION INC.
NOVEMBER 30, 2016

[redacted]

Citi Personal Wealth Management

Marcus Bougas Group

Investment Account Statement

Statement Period: 11/01/2016 - 11/30/2016

Portfolio Holdings

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities 6.00% of Portfolio								
Preferred Stocks *(Listed by expiration date)*								
KKR & CO L P DEL PFD UNIT SER A DIV RATE 6.75% PERP MATY PERP CALL 06/15/21@25.00 Dividend Option Cash			Security Identifier: KKR PRA CUSIP 48248M201					
03/10/16	8,000.000	25.0000	200,000 00	25.7568	206,054 40	6,054.40	13,500 00	6.55%
WELLS FARGO & CO NEW DEP SHS REPSTG 1/1000TH INT NON CUM PERP PFD SER W CL A DIV RT 5.70% PERP CALL 3/15/21 @ 25.00 Dividend Option: Cash			Security Identifier: WFC PRW CUSIP 94988U714					
01/19/16	4,000 000	25 0000	100,000 00	24 0800	96,320.00	-3,680.00	5,700 00	5.91%
Total Preferred Stocks			$300,000.00		$302,374.40	$2,374.40	$19,200.00	
Total Equities			$300,000.00		$302,374 40	$2,374.40	$19,200.00	

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Estimated Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Alternative Investments 39.00% of Portfolio								
5HEDGEFORUM VISIUM LLC CLASS B RECEIVABLE Valuation Date. 07/31/16 Valuation Code A, H, C			Security Identifier· 422CGA476					
Please Provide *	17,500 000	N/A	Please Provide	N/A	17,294.12	N/A		
HEDGEFORUM BLUECREST LLC - CLASS A RECEIVABLE Valuation Date 12/31/15 Valuation Code A, H, C			Security Identifier: 422CG0023					
12/22/14 *	48,426.510	1.0000	48,426.51	N/A	49,145.51	719.00		
HEDGEFORUM OZF LLC CLASS A Valuation Date 09/30/16 Valuation Code A, H, C			Security Identifier: 422CG0114					
Multiple *,Y	Total Noncovered 350,000 000	1.0050	351,750 00	N/A	340,493 15	-11,256 85		

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Portfolio Holdings *(continued)*

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Estimated Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Alternative Investments *(continued)*								
HEDGEFORUM_GLENVIEW LLC CLASS A			**Security Identifier: 422CG0379**					
Valuation Date. 10/31/16 Valuation Code: A, H, C								
Multiple *,3,Y	Total Noncovered 237.034	1,054 7010	250,000 00	772.7591	183,170 18	-66,829.82		
HEDGEFORUM METACAPITAL LLC CLASS A			**Security Identifier 422CG1252**					
Valuation Date: 10/31/16 Valuation Code. A, H, C								
12/22/14 *,3	132.401	980 7340	129,850 22	845.0110	111,880.30	-17,969 92		
HEDGEFORUM PENTWATER LLC - CLASS A			**Security Identifier: 422CG1518**					
Valuation Date 10/31/16 Valuation Code A, H, C								
Multiple *,3,Y	Total Noncovered 239.062	1,254.9050	300,000 00	1,159 8707	277,281.03	-22,718.97		
HEDGEFORUM HUTCHIN HILL LLC CLASS A			**Security Identifier: 422CG2748**					
Valuation Date 09/30/16 Valuation Code. A, H, C								
05/22/15 *	350,000.000	1 0050	351,750.00	N/A	321,577.17	-30,172.83		
HEDGEFORUM WTN LLC CLASS A			**Security Identifier: 422CG9305**					
Valuation Date: 10/31/16 Valuation Code A, H, C								
Multiple *,3,Y	Total Noncovered 412.915	1,092 2340	451,000 00	1,091 2400	450,589.37	-410 63		
HF SVP LLC CL A			**Security Identifier: 428CG2171**					
Valuation Date. 09/30/16 Valuation Code A, H, C								
10/27/14 *	100,000 000	1.0050	100,500 00	N/A	103,729.26	3,229.26		
Total Alternative Investments			**$1,983,276.73**		**$1,855,160.09**	**-$145,410.76**	**$0.00**	

Valuation Codes:

A = This is an estimate of the investors' interest in the net assets of the program.

C = The source of this information is the manager or the administrator of the program

H = The method of valuation is based solely on program management's estimate of the value of the program's net assets with no independent confirmation.

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Investment Account Statement

Statement Period: 11/01/2016 - 11/30/2016

Portfolio Holdings *(continued)*

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Accrued Interest	Estimated Annual Income	Estimated Yield
Other 22.00% of Portfolio									
Other									
BCITIGROUP INC MEDIUM TERM SR NTS MTN LNKD TO INDU BARRIER DIGITAL PLUS 0.000% 0 000% 06/30/20 B/E DTD 06/30/15 INTEREST PAYABLE AT MATURITY			**Security Identifier: 17298CBG2**						
06/25/15	150,000.000	100 0000	150,000.00	98.7400	148,110.00	-1,890 00	0.00		
			Original Cost Basis $150,000 00						
BCITIGROUP INC MEDIUM TERM SR NTS BARRIER DIGITAL PLUS ON RTY 0 000% 11/29/19 B/E DTD 11/30/15 DTD 11/30/15 INTERESI PAYABLE AT MATURITY			**Security Identifier. 17298C4J4**						
11/24/15	100,000 000	100.0000	100,000 00	103.9600	103,960 00	3,960 00	0 00		
			Original Cost Basis $100,000 00						
BCITIGROUP INC MEDIUM TERM SR NTS BUFFER SECURITIES BASED ON INDU SER-G 0.000% 0 000% 03/02/21 B/E DTD 03/01/16 INTEREST PAYABLE AT MATURITY			**Security Identifier: 17298C7H5**						
02/25/16	150,000.000	100.0000	150,000 00	104.6600	156,990.00	6,990 00	0 00		
			Original Cost Basis. $150,000.00						
BCITIGROUP INC MEDIUM TERM SR NTS BUFFER SECS BASED ON S P 500 INDX SER H 0.000% 11/05/18 B/E DTD 11/05/13 INTEREST PAYABLE AT MATURITY			**Security Identifier 1730T0A66**						
10/31/13	150,000.000	100.0000	150,000.00	115.2500	172,875 00	22,875.00	0 00		
			Original Cost Basis $150,000.00						
BCITIGROUP INC MEDIUM TERM SR NTS BUFFER SECURITIES BASED ON THE S P 500 INDEX 0.000% 05/02/19 B/E DTD 05/01/14 INTEREST PAYABLE AT MATURITY			**Security Identifier. 1730T0N54**						
04/28/14	150,000.000	100 0000	150,000 00	111 5100	167,265 00	17,265 00	0 00		
			Original Cost Basis $150,000.00						

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Portfolio Holdings *(continued)*

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Accrued Interest	Estimated Annual Income	Estimated Yield
Other *(continued)*									
Other *(continued)*									
[8]CITIGROUP INC MEDIUM TERM SR NTS BUFFER SECURITIES BASED ON THE EURO STOXX 50 0 000% 08/01/19 B/E DTD 08/01/14 INTEREST PAYABLE AT MATURITY			**Security Identifier: 1730T0T90**						
07/29/14	100,000.000	100.0000	100,000 00	92.9200	92,920.00	-7,080.00	0.00		
			Original Cost Basis $100,000.00						
[8]CITIGROUP INC MEDIUM TERM SR NTS BARRIER DIGITAL PLUS SECS LNKD TO SX5E 0.000% 03/31/20 B/E DTD 03/31/15 INTEREST PAYABLE AT MATURITY			**Security Identifier: 1730T06E4**						
03/26/15	100,000.000	100 0000	100,000.00	76.4900	76,490.00	-23,510 00	0 00		
			Original Cost Basis $100,000 00						
[8]CITIGROUP GLOBAL MKTS HLDGS INC MEDIUM TERM NTS CITIGROUP INC 0.000% 09/30/21 B/E DTD 09/30/16 GTD CITIGROUP INC INTEREST PAYABLE AT MATURITY			**Security Identifier: 17324CAH9**						
09/27/16	150,000.000	100.0000	150,000.00	95 4500	143,175.00	-6,825 00	0 00		
			Original Cost Basis: $150,000 00						
Total Other			**$1,050,000.00**		**$1,061,785.00**	**$11,785.00**	**$0.00**	**$0.00**	
Total Other			**$1,050,000.00**		**$1,061,785.00**	**$11,785.00**	**$0.00**	**$0.00**	

	Cost Basis	Market Value	Unrealized Gain/Loss	Accrued Interest	Estimated Annual Income
Total Portfolio Holdings	**$3,333,276.73**	**$3,219,319.49**	**-$131,251.36**	**$0.00**	**$19,200.00**

* Noncovered under the cost basis rules as defined below.

Securities acquired before 2011 or in retirement accounts are generally not subject to the new cost basis reporting rules set forth in the Internal Revenue Code of 1986, as amended ("IRC") (incorporating amendments enacted by P.L.110-343, the Emergency Economic Stabilization Act of 2008) and are, therefore, considered "noncovered," under the new cost basis reporting rules, and marked or denoted as such. All other securities in this section are securities which are "covered" under the new cost basis reporting rules Securities which are "covered" under the new cost basis reporting rules are defined as non-retirement, US taxpayers securities which have been acquired on or after their "applicable date(s)" at which they are subject to the cost basis reporting rules and the adjusted basis will be reported to the IRS on form 1099-B for the applicable tax year in which the security is disposed.

Reporting requirements generally will be phased in over a three-year period, as follows

- Stock in a corporation acquired on or after January 1, 2011
- Mutual funds and dividend reinvestment plan (DRP) shares acquired on or after January 1, 2012
- Options and any Debt Instruments that provide a simple fixed payment schedule for which a yield to maturity can be easily determined acquired on or after January 1, 2014.

3 Either all or a portion of the cost basis of this security has been provided to us by you or your introducing firm and Pershing makes no representation as to the accuracy of this information

5 Unrealized gains and losses are not reported for securities for which cost basis or market value is not available

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Investment
Account Statement

Statement Period: 11/01/2016 - 11/30/2016

Annuities

Quantity	Description	Market Price	Market Value	% Allocation
Variable Annuities				
HARTFORD LIFE INSURANCE CO.				
THE DIRECTOR 7				
Contract Number. 711354862	*Security Identifier* 416594224			
366,798.542	NY FIXED ACC - 3% MINIMUM	0 0000	574,846 68	100.00%
Total THE DIRECTOR 7 Valuation as of 11/29/16			**$574,846.68**	**100.00%**
TRANSAMERICA FINANCIAL INS CO				
TRANSAMERICA B-SHARE NY				
Contract Number· 40045243TAB	*Security Identifier* 89350D589			
49,075.313	TA BLKRK SMRT BTA 75	10 1870	499,929 13	49 88%
47,042 127	TA MNGD RISK BAL ETF	10.6764	502,241.46	50.11%
Total TRANSAMERICA B-SHARE Valuation as of 11/29/16			**$1,002,170.59**	**99.99%**
Total of All Variable Annuities			**$1,577,017.27**	

Description	Total Value
Total of All Annuities	**$1,577,017.27**

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Investment
Account Statement

Statement Period: 11/01/2016 - 11/30/2016

Portfolio Holdings *(continued)*

Opening Date	Quantity	Account Number	Activity Ending	Opening Balance	Closing Balance	Accrued Income	Income This Year	30-Day Yield	Current Yield
Cash, Money Funds, and Bank Deposits *(continued)*									
Money Market									
WESTERN ASSET INSTL GOVERNMENT									
11/01/16	49,831.180	N/A	11/30/16	1,480.26	49,831.18	0 00	19 08	0.31%	0.33%
WESTERN ASSET INSTL LIQUID RES									
11/01/16		N/A	01/12/16	0.00	0.00	0 00	102 56	0 25%	0.00%
WESTERN ASSET LIQUID RESERVE A									
11/01/16		N/A	10/05/16	0 00	0 00	0 00	97 26	0.24%	0.00%
Total Money Market				$1,480.26	$49,831.18	$0.00	$218.90		
Total Cash, Money Funds, and Bank Deposits				$6,893.94	$55,244.86	$0.00	$218.90		

Date Acquired	Quantity	Unit Cost	Adjusted Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Accrued Interest	Estimated Annual Income	Estimated Yield
Fixed Income 3.00% of Portfolio *(In Maturity Date Sequence)*									
Corporate Bonds									
BERKSHIRE HATHAWAY FIN CORP SR NT 5.400% 05/15/18 B/E DTD 12/01/08 GTD BERKSHIRE HATHAWAY INC 1ST CPN DTE 05/15/09 CPN PMT SEMI ANNUAL ON MAY 15 AND NOV 15 Moody Rating AA2 S & P Rating AA			Security Identifier: 084664BE0						
03/25/09 *,3,12	200,000 000	100.1680	200,335 61 Original Cost Basis $201,730.00	105.4710	210,942.00	10,606 39	450.00	10,800.00	5.11%
MORGAN STANLEY FIXED RT GLOBAL MEDIUM TERM NT SER F 5.500% 01/26/20 B/E DTD 01/26/10 1ST CPN DTE 07/26/10 CPN PMT SEMI ANNUAL ON JAN 26 AND JUL 26 Moody Rating A3 S & P Rating BBB+			Security Identifier: 61747YCM5						
09/24/10 *,3,12	200,000 000	100 7600	201,519 91 Original Cost Basis $203,856.00	108 7320	217,464.00	15,944.09	3,788 89	11,000.00	5.05%

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Portfolio Holdings *(continued)*

Date Acquired	Quantity	Unit Cost	Adjusted Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Accrued Interest	Estimated Annual Income	Estimated Yield
Fixed Income *(continued)*									
Corporate Bonds *(continued)*									
GOLDMAN SACHS GROUP INC MEDIUM TERM NTS FXD RATE FIXED RT SER D 5.375% 03/15/20 B/E DTD 03/08/10 1ST CPN DTE 09/15/10 CPN PMT SEMI ANNUAL ON MAR 15 AND SEP 15 Moody Rating A3 S & P Rating BBB+			**Security Identifier: 38141EA58**						
04/06/10 *,3,12	210,000.000	99.8470	209,677.99 Original Cost Basis: $209,178.90	108 6630	228,192 30	18,514 31	2,351 56	11,287.50	4 94%
BANK AMER CORP SR INTERNOTES FIXED RATE NOTES 5.550% 06/15/20 B/E DTD 06/24/10 1ST CPN DTE 12/15/10 CPN PMT SEMI ANNUAL ON JUN 15 AND DEC 15 Moody Rating BAA1 S & P Rating BBB+			**Security Identifier: 06050WDD4**						
07/01/10 *,3,12	100,000.000	100 6310	100,631.13 Original Cost Basis $101,508 00	108 5920	108,592.00	7,960 87	2,543 75	5,550 00	5.11%
BNP PARIBAS BNP PARIBAS US MEDIUM TERM NT ISIN#US05567LT315 5.000% 01/15/21 B/E DTD 01/18/11 FOREIGN SECURITY 1ST CPN DTE 07/15/11 CPN PMT SEMI ANNUAL ON JAN 15 AND JUL 15 Moody Rating A1 S & P Rating A			**Security Identifier: 05567LT31**						
06/30/11 *	150,000.000	100.9190	151,378.03 Original Cost Basis. $152,818 50	109.1250	163,687.50	12,309.47	2,812 50	7,500.00	4.58%
HEWLETT PACKARD CO GLOBAL NT 4.375% 09/15/21 B/E DTD 09/19/11 1ST CPN DTE 03/15/12 CPN PMT SEMI ANNUAL ON MAR 15 AND SEP 15 Moody Rating BAA2 S & P Rating BBB			**Security Identifier: 428236BQ5**						
06/26/13 *	150,000.000	98 8800	148,319 45 Original Cost Basis $147,330 00	105 0890	157,633.50	9,314.05	1,367.19	6,562.50	4.16%
Total Corporate Bonds	**1,010,000.000**		**$1,011,862.12**		**$1,086,511.30**	**$74,649.18**	**$13,313.89**	**$52,700.00**	
Total Fixed Income	**1,010,000.000**		**$1,011,862.12**		**$1,086,511.30**	**$74,649.18**	**$13,313.89**	**$52,700.00**	

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Investment
Account Statement

Statement Period: 11/01/2016 - 11/30/2016

Portfolio Holdings *(continued)*

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Equities 2.00% of Portfolio								
Preferred Stocks *(Listed by expiration date)*								
ASSURED GTY MUN HLDGS INC NT CPN 6.25% FREQ QRTLY MATY-11/01/2102 CALL ANYTIME W/20 DAYS BEGINS 11/26/07 @ 25 Dividend Option Cash			Security Identifier: AGO PRE CUSIP 04623A304					
09/03/10 *,3	4,400 000	22.4580	98,813.00	24.9900	109,956 00	11,143.00	6,875 00	6.25%
GENERAL ELEC CAP CORP NT CPN-4.8758% CPN FREQ QRTLY MAT 10/15/2052 CALL ANYTIME W/30 DAY NOTICE 10/15/17 Dividend Option: Cash			Security Identifier: GEB CUSIP. 369622428					
10/02/12 *,3	5,000 000	25 0000	125,000 00	24 7900	123,950 00	-1,050 00	6,093 75	4.91%
HSBC HLDGS PLC PERP SUB CAP SECS EXCH PREF SHS SER CPN 8% CALL FREQ QRTLY PERP MATY CALL ANYTIME W/ 30 DAYS 12/15/2015 Dividend Option Cash			Security Identifier: HSEB CUSIP. 404280802					
06/17/10 *,3	6,000.000	25 0000	150,000 00	25.5700	153,420 00	3,420 00	12,000.00	7.82%
JPMORGAN CHASE & CO DEP SHS REPSTG A 1/400TH INT SH NON CUM PFD SER AA RT 6.1% PERP MATY/ CALL 6/15/20 @ 25 Dividend Option Cash			Security Identifier: JPM PRG CUSIP 48127X542					
Multiple 3,Y	Total Covered 5,853.000	25.6370	150,052.57	25.3600	148,432.08	-1,620.49	8,925.82	6.01%
WELLS FARGO & CO NEW DEP SHS REPSTG 1/1000TH PERP PFD SER V 6% FREQ Q MTY 09/15/49 CALL 12/15/20 Dividend Option Cash			Security Identifier. WFC PRV CUSIP 94988U730					
Multiple 3,Y	Total Covered 5,872.000	25 6030	150,341 10	24.8300	145,801 76	-4,539 34	8,808.00	6.04%
Total Preferred Stocks			$674,206.67		$681,559.84	$7,353.17	$42,702 57	
Total Equities			$674,206.67		$681,559.84	$7,353.17	$42,702.57	

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Portfolio Holdings *(continued)*

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Mutual Funds 69.00% of Portfolio								
INVESCO DIVERSIFIED DIVIDEND FUND CLASS Y			Security Identifier: LCEYX CUSIP: 001418204					
Open End Fund								
Dividend Option Reinvest, Capital Gains Option: Reinvest								
Ratings: CITI-IDB: CF								
Multiple *,3,Y	Total Noncovered 61,275.762	10 5090	643,924 57	19 3600	1 186,298.74	542,374.17	21,728.38	1 83%
Reinvestments to Date	Total Covered 11,733.358	16.6270	195,085.82	19.3600	227,157 82	32,072 00	4,160.65	1 83%
Total	**73,009.120**		**$839,010.39**		**$1,413,456.56**	**$574,446.17**	**$25,889.03**	
INVESCO ASIA PACIFIC GROWTH FUND CLASS Y			Security Identifier: ASIYX CUSIP 008882581					
Open End Fund								
Dividend Option Reinvest, Capital Gains Option Reinvest								
Multiple *,3,Y	Total Noncovered 3,329 960	29 7510	99,068.60	30.6100	101,930.07	2,861 47		
Multiple Y	Total Covered 15,080.139	31.4080	473,639.36	30 6100	461,603.06	-12,036.30		
Total	**18,410.099**		**$572,707.96**		**$563,533.13**	**-$9,174.83**	**$0.00**	
BLACKROCK TAXABLE MUNI BOND TR SHS			Security Identifier: BBN CUSIP 09248X100					
Closed End Fund								
Dividend Option. Cash, Capital Gains Option Cash								
Multiple *,3,Y	Total Noncovered 5,031.665	19 9920	100,591 50	21 9200	110,294.10	9,702.60	7,958.08	7.21%
Multiple Y	Total Covered 20,975.000	23.8270	499,770 10	21.9200	459,771.99	-39,998 11	33,174 06	7 21%
Total	**26,006.665**		**$600,361.60**		**$570,066.09**	**-$30,295.51**	**$41,132 14**	
BLACKROCK MULTI-ASSET INCOME PORTFOLIO FD INST CL			Security Identifier: BIICX CUSIP 09256H336					
Open End Fund								
Dividend Option Cash, Capital Gains Option. Cash								
Multiple Y	Total Covered 57,518 878	11 1350	640,500.00	10 6000	609,700 11	-30,799.89	29,046.28	4.76%
BLACKROCK SCIENCE & TECHNOLOGY TR SHS			Security Identifier: BST CUSIP 09258G104					
Closed End Fund								
Dividend Option Cash, Capital Gains Option Cash								
Multiple 3,Y	Total Covered 10,500.000	18.8480	197,902.00	18.3200	192,360 00	-5,542.00	12,600 00	6.55%

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Investment
Account Statement

Statement Period: 11/01/2016 - 11/30/2016

Portfolio Holdings *(continued)*

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Mutual Funds *(continued)*								
BROWN ADVISORY SMALL-CAP FUNDAMENTAL VALUE FUND INVESTOR CLASS Open End Fund Dividend Option Cash; Capital Gains Option: Cash			Security Identifier: BIAUX CUSIP 115233793					
08/27/14	17,420.436	23.8800	416,000.00	25.4800	443,872 71	27,872.71	1,250 96	0.28%
COHEN & STEERS LTD DURATION PFD & INCOME FD INC COM Closed End Fund Dividend Option: Cash; Capital Gains Option Cash			Security Identifier: LDP CUSIP 19248C105					
07/26/12 3	6,000.000	24 8850	149,309 16	23.2400	139,440 00	-9,869 16	11,232.00	8.05%
COHEN & STEERS PREFERRED SECURITIES INCOME FUND CLASS I Open End Fund Dividend Option. Cash, Capital Gains Option Cash			Security Identifier: CPXIX CUSIP 19248X307					
Multiple *,Y	Total Noncovered 8,367.690	12.2940	102,871.10	13.4200	112,294.41	9,423 31	6,501.70	5.78%
Multiple Y	Total Covered 100,940 525	13.4430	1,356,939 98	13 4200	1,354,621.84	-2,318.14	78,430.78	5.78%
Total	**109,308.215**		**$1,459,811.08**		**$1,466,916.25**	**$7,105.17**	**$84,932.48**	
FEDERATED ULTRA SHORT BOND FUND INSTITUTIONAL SHARES Open End Fund Dividend Option Cash, Capital Gains Option: Reinvest			Security Identifier: FULIX CUSIP 31428Q747					
Multiple Y	Total Covered 265,182.916	9.0950	2,411,845 95	9 1000	2,413,164 54	1,318 59	30,691 74	1 27%
FRANKLIN UTILITIES FUND ADVISOR CLASS Open End Fund Dividend Option Cash, Capital Gains Option: Cash			Security Identifier: FRUAX CUSIP. 353496854					
Multiple *,Y	Total Noncovered 34,940.837	12.8660	449,544 46	17.2300	602,030 63	152,486.17	16,974.26	2 81%
Reinvestments to Date	Total Covered 306 539	13 1900	4,043.25	17 2300	5,281 66	1,238 41	148.91	2.81%
Total	**35,247.376**		**$453,587.71**		**$607,312.29**	**$153,724 58**	**$17,123.17**	

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Portfolio Holdings *(continued)*

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Mutual Funds *(continued)*								
GUGGENHEIM TOTAL RETURN BOND FUND INSTITUTIONAL CLASS Open End Fund Dividend Option: Cash, Capital Gains Option Cash Ratings. CITI-IDB. CF			**Security Identifier: GIBIX** CUSIP: 40168W525					
Multiple Y	Total Covered 72,794.877	26.7600	1,948,000.00	26 6100	1,937,071.68	-10,928.32	79,861.80	4 12%
THE HARTFORD INTERNATIONAL VALUE FUND CLASS I Open End Fund Dividend Option. Cash, Capital Gains Option· Cash Ratings CITI-IDB CF			**Security Identifier: HILIX** CUSIP 41664M631					
Multiple Y	Total Covered 72,504.191	13.7920	1,000,000.00	15.1100	1,095,538.33	95,538 33	16,047.49	1 46%
THE HARTFORD MIDCAP FUND CLASS I Open End Fund Dividend Option Reinvest; Capital Gains Option Reinvest Ratings· CITI-IDB. CA			**Security Identifier HFMIX** CUSIP 41664M870					
Multiple *,3,Y	Total Noncovered 15,843 845	16.4190	260,134 04	26 5500	420,654 09	160,520 05		
Multiple Y	Total Covered 24,789 388	25.1910	624,465 34	26 5500	658,158 25	33,692.91		
Total	**40,633.233**		**$884,599.38**		**$1,078,812.34**	**$194,212.96**	**$0.00**	
THE HARTFORD EQUITY INCOME FD CLASS I Open End Fund Dividend Option· Cash; Capital Gains Option Reinvest			**Security Identifier: HQIIX** CUSIP 416649705					
Multiple Y	Total Covered 43,403 779	15 8730	688,956.45	18 6000	807,310 29	118,353.84	16,401 24	2 03%
HENNESSY GAS UTILITY INDEX FUND INVESTOR CLASS Open End Fund Dividend Option Cash, Capital Gains Option Cash			**Security Identifier GASFX** CUSIP. 42588P833					
Multiple Y	Total Covered 9,857 347	30 4340	300,000 00	28 1300	277,287.17	-22,712.83	6,771.99	2 44%
HENNESSY JAPAN FUND INSTITUTIONAL CLASS Open End Fund Dividend Option. Reinvest, Capital Gains Option. Reinvest Ratings CITI-IDB· NL			**Security Identifier· HJPIX** CUSIP 425894201					
Multiple Y	Total Covered 8,455.700	23 6530	200,000 00	27 1600	229,656 81	29,656.81		

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Citi Personal Wealth Management

Marcus Bougas Group

Investment Account Statement

Statement Period: 11/01/2016 - 11/30/2016

Portfolio Holdings *(continued)*

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Mutual Funds *(continued)*								
LEGG MASON BW GLOBAL OPPORTUNITIES BOND FUND CLASS I Open End Fund Dividend Option: Reinvest, Capital Gains Option: Reinvest			Security Identifier. GOBIX CUSIP 524686334					
Multiple *,Y	Total Noncovered 18,493.249	10.9520	202,543 19	10.1700	188,076 35	-14,466.84	1,001 72	0.53%
Multiple Y	Total Covered 12,283 239	11.2030	137,613 21	10.1700	124,920 53	-12,692 68	665.35	0.53%
Total	30,776.488		$340,156.40		$312,996.88	-$27,159.52	$1,667.07	
LORD ABBETT GROWTH LEADERS FUND CLASS F Open End Fund Dividend Option Cash, Capital Gains Option Cash Ratings. CITI-IDB CA			Security Identifier LGLFX CUSIP 543915292					
05/08/14	17,951 173	20.8900	375,000 00	22 8700	410,543.33	35,543 33		
LORD ABBETT FLOATING RATE FUND CLASS F Open End Fund Dividend Option: Cash; Capital Gains Option Cash			Security Identifier: LFRFX CUSIP 543916167					
09/15/16	82,327 113	9 1100	750,000 00	9 1600	754,116.36	4,116.36	34,373.95	4.55%
LORD ABBETT SHORT DURATION INCOME FD CLASS F Open End Fund Dividend Option Cash, Capital Gains Option Reinvest Ratings. CITI-IDB. CF			Security Identifier: LDLFX CUSIP 543916464					
Multiple Y	Total Covered 185,052 040	4.3380	802,758.62	4.3100	797,574.29	-5,184 33	32,322 48	4.05%
LORD ABBETT HIGH YIELD FUND CLASS F Open End Fund Dividend Option Cash, Capital Gains Option Cash			Security Identifier LHYFX CUSIP 54400N508					
08/05/16	135,685 210	7.3700	1,000,000.00	7 4100	1,005,427 41	5,427.41	59,694.30	5 93%

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Portfolio Holdings *(continued)*

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Mutual Funds *(continued)*								
FRANKLIN MUTUAL EUROPEAN CLASS Z Open End Fund Dividend Option: Cash; Capital Gains Option: Reinvest Ratings. CITI-IDB· CA			**Security Identifier: MEURX** CUSIP 628380503					
Multiple Y	Total Covered 18,965.724	23 5300	446,266 92	18 6000	352,762 47	-93,504.45	8,257.67	2 34%
OPPENHEIMER INTERNATIONAL GROWTH FUND CLASS Y Open End Fund Dividend Option Reinvest; Capital Gains Option Reinvest Ratings· CITI-IDB: CA			**Security Identifier: OIGYX** CUSIP 68380L407					
Multiple *,3,Y	Total Noncovered 21,949.825	24 9300	547,211 94	34 2300	751,342.52	204,130.58	8,683.34	1.15%
Multiple Y	Total Covered 6,373.153	37.3270	237,893.09	34 2300	218,153.02	-19,740 07	2,521.23	1 15%
Total	**28,322.978**		**$785,105.03**		**$969,495.54**	**$184,390.51**	**$11,204.57**	
PIMCO INCOME FUND CLASS P Open End Fund Dividend Option· Cash, Capital Gains Option Cash Ratings CITI-IDB. CA			**Security Identifier PONPX** CUSIP 72201M719					
07/01/16	67,170.445	11.9100	800,000.00	11 9900	805,373 64	5,373 64	43,916 37	5.45%
T ROWE PRICE HEALTH SCIENCES Open End Fund Dividend Option: Reinvest; Capital Gains Option· Reinvest			**Security Identifier: PRHSX** CUSIP. 741480107					
Multiple Y	Total Covered 7,080.685	67.5810	478,517.53	62.9100	445,445 89	-33,071.64		
OPPENHEIMER STEELPATH MLP ALPHA FUND CLASS Y Open End Fund Dividend Option· Cash, Capital Gains Option· Cash Ratings CITI-IDB· CA			**Security Identifier: MLPOX** CUSIP 858268501					
11/12/13	19,681.742	10.6200	209,021.60	9 2500	182,056.11	-26,965.49	13,556.78	7.44%
SUNAMERICA FOCUSED DIVIDEND STRATEGY FUND CLASS W Open End Fund Dividend Option. Reinvest, Capital Gains Option. Reinvest Ratings CITI-IDB. CA			**Security Identifier: FDSWX** CUSIP 86704F203					
Multiple Y	Total Covered 59,701 773	14.5340	867,681.73	17 4300	1,040,601.90	172,920.17	27,389.97	2.63%

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Citi Personal Wealth Management

Marcus Bougas Group

Investment
Account Statement

Statement Period: 11/01/2016 - 11/30/2016

Portfolio Holdings *(continued)*

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Mutual Funds *(continued)*								
VIRTUS MULTI-SECTOR SHORT TERM BOND FUND CLASS I Open End Fund Dividend Option. Cash, Capital Gains Option· Reinvest Ratings· CITI-IDB: CF			Security Identifier: PIMSX CUSIP 92828R610					
Multiple Y	Total Covered 169,226.737	4 7200	798,748 45	4.7100	797,057.93	-1,690 52	24,888 85	3.12%
VIRTUS EMERGING MARKETS OPPORTUNITIES FUND CLASS ADVISOR I Open End Fund Dividend Option: Reinvest; Capital Gains Option Reinvest			Security Identifier: HIEMX CUSIP 92828W361					
Multiple Y	Total Covered 52,491.746	9.7740	513,075 19	9 1300	479,249 64	-33,825.55		
Total Mutual Funds			$20,928,923.15		$22,198,199.69	$1,269,276.54	$630,252.33	

Citi Investment Manager Research rating codes (CF, CA or NL) may be shown for certain Mutual Funds. Please refer to the "Guide to Investment Ratings" at the end of this statement for a description of these ratings codes. All research ratings represent the "opinions" of Citi and are not representations or guarantees of performance

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Exchange-Traded Products 25.00% of Portfolio								
ISHARES TR CORE S&P 500 ETF Dividend Option Cash, Capital Gains Option. Cash			Security Identifier: IVV CUSIP. 464287200					
Multiple *,3,Y	Total Noncovered 4,600.000	128.0120	588,854.21	221.5300	1,019,038.01	430,183.80	21,144.49	2.07%
07/29/15	Total Covered 1,500 000	211.2900	316,935 00	221.5300	332,294.99	15,359.99	6,894.94	2.07%
Total	**6,100.000**		**$905,789.21**		**$1,351,333.00**	**$445,543.79**	**$28,039.43**	
ISHARES TR S&P MIDCAP 400 GROWTH ETF Dividend Option Cash, Capital Gains Option Cash Ratings· CITI-IDB CA			Security Identifier: IJK CUSIP 464287606					
12/10/12	1,119 000	114 0100	127,577 08	178 6600	199,920.54	72,343.46	2,185.68	1.09%

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Portfolio Holdings *(continued)*

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Exchange-Traded Products *(continued)*								
ISHARES MSCI EAFE MINIMUM VOLATILITY ETF Dividend Option: Cash, Capital Gains Option Cash			**Security Identifier: EFAV** CUSIP 46429B689					
Multiple Y	Total Covered 7,050.000	67.1160	473,164.43	62 0200	437,241.00	-35,923.43	11,791.96	2.69%
ISHARES MSCI USA MINIMUM VOLATILITY ETF Dividend Option: Cash; Capital Gains Option: Cash Ratings CITI-IDB· CF			**Security Identifier: USMV** CUSIP: 46429B697					
Multiple Y	Total Covered 19,820.000	46 6730	925,066 31	44 4500	880,999 00	-44,067.31	18,914.26	2 14%
VANGUARD WHITEHALL FDS HIGH DIVIDEND YIELD ETF SHS Dividend Option Cash, Capital Gains Option· Cash			**Security Identifier: VYM** CUSIP 921946406					
Multiple Y	Total Covered 15,068.000	61.7030	929,734 42	74 2300	1,118,497.64	188,763.22	32,215.38	2.88%
VANGUARD SCOTTSDALE FDS VANGUARD LONG-TERM CORPORATE BOND INDEX FUND Dividend Option: Cash, Capital Gains Option. Cash Ratings CITI-IDB. CA			**Security Identifier: VCLT** CUSIP 92206C813					
Multiple Y	Total Covered 3,115.000	94.3550	293,916 25	88 1500	274,587.25	-19,329.00	12,117.35	4 41%
VANGUARD INDEX FDS VANGUARD REIT ETF Dividend Option. Cash; Capital Gains Option. Cash Ratings CITI-IDB. CA			**Security Identifier: VNQ** CUSIP 922908553					
Multiple *,3,Y	Total Noncovered 4,756 000	54 2800	258,153 87	80 3900	382,334.84	124,180 97	16,070 53	4 20%
Multiple Y	Total Covered 6,444 000	74 3840	479,329 81	80 3900	518,033 16	38,703.35	21,774 27	4 20%
Total	**11,200.000**		**$737,483.68**		**$900,368.00**	**$162,884.32**	**$37,844.80**	
VANGUARD INDEX FDS VANGUARD SMALL-CAP GROWTH ETF Dividend Option. Cash, Capital Gains Option· Cash Ratings CITI-IDB: CF			**Security Identifier: VBK** CUSIP. 922908595					
Multiple *,3,Y	Total Noncovered 4,284 000	81.7100	350,043 72	132 8100	568,958 04	218,914.32	5,470 66	0 96%
10/17/13	Total Covered 128.000	116.5100	14,913.27	132.8100	16,999 68	2,086.41	163.46	0 96%
Total	**4,412.000**		**$364,956.99**		**$585,957.72**	**$221,000.73**	**$5,634.12**	

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Investment
Account Statement

Statement Period: 11/01/2016 - 11/30/2016

Portfolio Holdings *(continued)*

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
Exchange-Traded Products *(continued)*								
VANGUARD INDEX FDS VANGUARD MID-CAP ETF Dividend Option: Cash; Capital Gains Option: Cash Ratings: CITI-IDB· CF			Security Identifier: VO CUSIP 922908629					
Multiple *,3,¥	Total Noncovered 6,370.000	78.5330	500,256.43	131.3600	836,763.20	336,506.77	11,899 16	1 42%
10/20/16	Total Covered 1,935.000	126 6000	244,971 00	131.3600	254,181 60	9,210 60	3,614 58	1 42%
Total	8,305.000		$745,227.43		$1,090,944.80	$345,717.37	$15,513.74	
VANGUARD INDEX FDS VANGUARD GROWTH ETF Dividend Option. Cash, Capital Gains Option: Cash Ratings CITI-IDB. CF			Security Identifier: VUG CUSIP 922908736					
11/08/11 *	Total Noncovered 2,620 000	63.7460	167,014.00	110.7100	290,060.20	123,046 20	3,751.84	1.29%
Multiple ¥	Total Covered 7,083.000	101.7350	720,592.04	110.7100	784,158.93	63,566.89	10,142 85	1.29%
Total	9,703.000		$887,606.04		$1,074,219.13	$186,613.09	$13,894.69	
Total Exchange-Traded Products			$6,390,521.84		$7,914,068.08	$1,523,546.24	$178,151.41	

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	Cost Basis	Market Value	Unrealized Gain/Loss	Accrued Interest	Estimated Annual Income
Total Portfolio Holdings	$29,060,758.64	$31,935,583.77	$2,874,825.13	$13,313.89	$904,025.21

* Noncovered under the cost basis rules as defined below

Securities acquired before 2011 or in retirement accounts are generally not subject to the new cost basis reporting rules set forth in the Internal Revenue Code of 1986, as amended ("IRC") (incorporating amendments enacted by P.L.110-343, the Emergency Economic Stabilization Act of 2008) and are, *therefore*, considered "noncovered," under the new cost basis reporting rules, and marked or denoted as such All other securities in this section are securities which are "covered" under the new cost basis reporting rules. Securities which are "covered" under the new cost basis reporting rules are defined as non-retirement, US taxpayers securities which have been acquired on or after their "applicable date(s)" at which they are subject to the cost basis reporting rules and the adjusted basis will be reported to the IRS on form 1099-B for the applicable tax year in which the security is disposed