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

2016

Open to Public Inspection

For calendar year 2016 or tax year beginning , 2016, and ending , 20

Name of foundation THE SCULLY PERETSMAN FOUNDATION	A Employer identification number 13-3982344
Number and street (or P O box number if mail is not delivered to street address) Room/suite 9 EAST 79TH STREET	B Telephone number (see instructions) (212) 440-0800
City or town state or province country and ZIP or foreign postal code NEW YORK, NY 10075	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
☐ 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)* ▶ $ 45,255,330

J Accounting method [X] Cash ☐ Accrual
☐ Other (specify)
(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) (see instructions))*

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income N/A	(d) Disbursements for charitable purposes (cash basis only)
Revenue 1	Contributions gifts grants etc received (attach schedule)	5,000			
2	Check ▶ [X] if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	178,472	178,472		ATCH 1
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	420,328			
b	Gross sales price for all assets on line 6a 1,361,114				
7	Capital gain net income (from Part IV line 2)		420,328		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule)				
12	**Total** Add lines 1 through 11	603,800	598,800		
Operating and Administrative Expenses 13	Compensation of officers directors trustees etc	0			
14	Other employee salaries and wages				
15	Pension plans employee benefits				
16a	Legal fees (attach schedule) ATCH 2	7,000			7,000
b	Accounting fees (attach schedule) ATCH 3	10,107	5,053		5,054
c	Other professional fees (attach schedule)				
17	Interest				
18	Taxes (attach schedule) (see instructions)				
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel conferences and meetings				
22	Printing and publications				
23	Other expenses (attach schedule) ATCH 4	50,746	49,846		900
24	**Total operating and administrative expenses** Add lines 13 through 23	67,853	54,899		12,954
25	Contributions gifts grants paid	2,816,550			2,816,550
26	**Total expenses and disbursements** Add lines 24 and 25	2,884,403	54,899	0	2,829,504
27	Subtract line 26 from line 12				
a	**Excess of revenue over expenses and disbursements**	-2,280,603			
b	**Net investment income** (if negative, enter 0)		543,901		
c	**Adjusted net income** (if negative enter 0)				

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Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing	30.	517.	517.
	2	Savings and temporary cash investments	2,730,970.	664,333.	664,333.
	3	Accounts receivable ▶			
		Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U S and state government obligations (attach schedule)			
	b	Investments - corporate stock (attach schedule) ATCH 5	10,605,627.	10,393,674.	41,590,480.
	c	Investments - corporate bonds (attach schedule)			
	11	Investments - land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule)			
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶ ATCH 6)	3,003,674.	3,003,674.	3,000,000.
	16	**Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	16,340,301.	14,062,198.	45,255,330.
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☒			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	16,340,301.	14,062,198.	
	30	**Total net assets or fund balances** (see instructions)	16,340,301.	14,062,198.	
	31	**Total liabilities and net assets/fund balances** (see instructions)	16,340,301.	14,062,198.	

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	16,340,301.
2	Enter amount from Part I, line 27a	2	-2,280,603.
3	Other increases not included in line 2 (itemize) ▶ ATCH 7	3	2,500.
4	Add lines 1, 2, and 3	4	14,062,198.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	14,062,198.

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)
1 a	SEE PART IV SCHEDULE			
b				
c				
d				
e				

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

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

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

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	420,328.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	0.

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No
If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2015	3,231,652.	42,793,081.	0.075518
2014	3,146,342.	40,618,916.	0.077460
2013	5,445,369.	43,019,349.	0.126580
2012	2,545,304.	36,495,867.	0.069742
2011	4,616,668.	31,294,027.	0.147526

2	**Total** of line 1, column (d)	2	0.496826
3	Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.099365
4	Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	42,370,742.
5	Multiply line 4 by line 3	5	4,210,169.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	5,439.
7	Add lines 5 and 6	7	4,215,608.
8	Enter qualifying distributions from Part XII, line 4	8	2,829,504.

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	1	10,878.
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	
3	Add lines 1 and 2	3	10,878.
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	10,878.
6	Credits/Payments		
a	2016 estimated tax payments and 2015 overpayment credited to 2016 — 6a: 20,738.		
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	20,738.
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ 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	9,860.
11	Enter the amount of line 10 to be **Credited to 2017 estimated tax** ▶ 9,860. **Refunded** ▶	11	

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)?	1b		X
	*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*			
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 ▶ $ ______ (2) On foundation managers ▶ $ ______			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ______			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	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		N/A
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) ▶			
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 2016 or the taxable year beginning in 2016 (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

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 ▶ N/A

14 The books are in care of ▶ EY US LLP Telephone no ▶ 212-440-0800

Located at ▶ 77 WATER ST-9FL NEW YORK, NY ZIP+4 ▶ 10005

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

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

			Yes	No
16	At any time during calendar year 2016, 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		N/A
	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 2016?	1c		N/A
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? ☐ 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)	2b		N/A
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ ____, ____, ____, ____			
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 2016 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 2016)*	3b		N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?	4b		X

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

			Yes	No
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)?	5b		N/A
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A ☐ Yes ☐ No			
	If "Yes," attach the statement required by Regulations section 53 4945-5(d)			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	6b		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?	7b		N/A

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATCH 8		0.	0.	0.

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

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				0.

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

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

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

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

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

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

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

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

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

Form **990-PF** (2016)

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	38,835,651.
b	Average of monthly cash balances	1b	1,180,331.
c	Fair market value of all other assets (see instructions)	1c	3,000,000.
d	**Total** (add lines 1a, b, and c)	1d	43,015,982.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	43,015,982.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	645,240.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	42,370,742.
6	**Minimum investment return.** Enter 5% of line 5	6	2,118,537.

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

1	Minimum investment return from Part X, line 6			1	2,118,537.
2a	Tax on investment income for 2016 from Part VI, line 5	2a	10,878.		
b	Income tax for 2016 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	10,878.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	2,107,659.
4	Recoveries of amounts treated as qualifying distributions			4	2,500.
5	Add lines 3 and 4			5	2,110,159.
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	2,110,159.

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	2,829,504.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	2,829,504.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	2,829,504.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2015	(c) 2015	(d) 2016
1 Distributable amount for 2016 from Part XI, line 7				2,110,159.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only			NONE	
b Total for prior years 20____,20____,20____		NONE		
3 Excess distributions carryover, if any, to 2016				
a From 2011 ... 3,060,539.				
b From 2012 ... 909,076.				
c From 2013 ... 3,439,284.				
d From 2014 ... 1,123,653.				
e From 2015 ... 1,244,737.				
f **Total** of lines 3a through e	9,777,289.			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ $ 2,829,504.				
a Applied to 2015, 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 2016 distributable amount				2,110,159.
e Remaining amount distributed out of corpus	719,345.			
5 Excess distributions carryover applied to 2016 *(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	10,496,634.			
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 2015 Subtract line 4a from line 2a Taxable amount - see instructions			NONE	
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017				NONE
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)				
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions)	3,060,539.			
9 **Excess distributions carryover to 2017.** Subtract lines 7 and 8 from line 6a	7,436,095.			
10 Analysis of line 9				
a Excess from 2012 ... 909,076.				
b Excess from 2013 ... 3,439,284.				
c Excess from 2014 ... 1,123,653.				
d Excess from 2015 ... 1,244,737.				
e Excess from 2016 ... 719,345.				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2016, enter the date of the ruling ▶

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

	Tax year	Prior 3 years			
	(a) 2016	(b) 2015	(c) 2014	(d) 2013	(e) Total
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test- enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942 (j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 Information Regarding Foundation Managers:

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

ATTACHMENT 9

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

N/A

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

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

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

N/A

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

N/A

c Any submission deadlines

N/A

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

N/A

Part XV Supplementary Information *(continued)*

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE LIST ATTACHED				2,816,550.
Total . . . . ▶ **3a**				2,816,550.
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	178,472.	
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					
8 Gain or (loss) from sales of assets other than inventory			18	420,328.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				598,800.	

13 Total. Add line 12, columns (b), (d), and (e) . . . . . . 13 598,800.

(See worksheet in line 13 instructions to verify calculations)

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

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

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

		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		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

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

▶ [signature] 15 NOV 2017 ▶ TRUSTEE

Signature of officer or trustee Date Title

[signature] 15 Nov 2017

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
JOSEPH FUSCHETTO	Joseph Fuschetto	11/15/2017		P00646505

Firm's name ▶ ERNST & YOUNG U.S. LLP Firm's EIN ▶ 34-6565596

Firm's address ▶ 77 WATER STREET, 9TH FL NEW YORK, NY 10005 Phone no 212-440-0800

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		836 SHARES OF TIME WARNER CABLE PROPERTY TYPE: SECURITIES				P	09/08/2008	05/19/2006
83,600.		53,729.					29,871.	
		.872 SHARES OF CHARTER COMMUNICATIONS IN PROPERTY TYPE: SECURITIES				P	VAR	05/19/2016
196.							196.	
		200 SHARES OF PRICELINE GRP INC PROPERTY TYPE: SECURITIES				P	VAR	11/30/2016
301,796.		23,064.					278,732.	
		SEE REALIZED G(L) REPORT I ATTACHED PROPERTY TYPE: SECURITIES				P	VAR	VAR
975,522.		863,993.					111,529.	
TOTAL GAIN(LOSS)							420,328.	

ATTACHMENT 1

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DIVIDENDS THRU ALLEN & COMPANY	178,472.	178,472.
TOTAL	178,472.	178,472.

ATTACHMENT 2

FORM 990PF, PART I - LEGAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
DAVIS, POLK, AND WARDWELL	7,000.			7,000.
TOTALS	7,000.			7,000.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
THE BOLLARD GROUP LLC	1,607.	803.		804.
ERNST & YOUNG LLP	8,500.	4,250.		4,250.
TOTALS	10,107.	5,053.		5,054.

ATTACHMENT 4

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
NEW YORK STATE FILING FEE	750.		750.
INVESTMENT EXPENSES	46,424.	46,424.	
OFFICE EXPENSE	50.	50.	
FOREIGN TAX PAID	3,372.	3,372.	
PUBLIC NOTICE FEE	150.		150.
TOTALS	50,746.	49,846.	900.

ATTACHMENT 5

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
ALLEN & COMPANY I	4,991,516.	35,605,279.
ALLEN & COMPANY II	5,402,158.	5,985,201.
TOTALS	10,393,674.	41,590,480.

ATTACHMENT 6

FORM 990PF, PART II - OTHER ASSETS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
KENSICO OFFSHORE FUND II	3,003,674.	3,000,000.
TOTALS	3,003,674.	3,000,000.

ATTACHMENT 7

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

DESCRIPTION	AMOUNT
RECOVERY OF FUNDS TREATED AS CHARITABLE DISTRIBUTION IN PRIOR YEAR	2,500.
TOTAL	2,500.

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

ATTACHMENT 8

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
ROBERT W. SCULLY 9 EAST 79TH STREET NEW YORK, NY 10075	TRUSTEE	0.	0.	0.
NANCY B. PERETSMAN 9 EAST 79TH STREET NEW YORK, NY 10075	TRUSTEE	0.	0.	0.
EMMA C. SCULLY 9 EAST 79TH STREET NEW YORK, NY 10075	TRUSTEE	0.	0.	0.
	GRAND TOTALS	0.	0.	0.

ATTACHMENT 9

FORM 990PF, PART XV - INFORMATION REGARDING FOUNDATION MANAGERS

ROBERT W. SCULLY - 9 EAST 79TH STREET, NEW YORK, NY 10075
NANCY B. PERETSMAN - 9 EAST 79TH STREET, NEW YORK, NY 10075

The Scully Peretsman Foundation
FEIN 13-3982344
Form 990-PF Part II Line 10b Closing Long Position - Corporate Stock

Allen & Company Account I

Date Acquired	Type and Name of Security	Beginning Inventory # of Shares	Beginning Inventory Cost Basis	Purchases or Acquisitions # of Shares	Cost per Share	Cost Basis	Purchase Date	Sales or Other Dispositions # of Shares	Cost per Share	Cost Basis	Date Sold	Ending # of Shares	Ending Cost Basis	Market Value
3/11/2015	Anadarko Pete Corp Com	4 944	399 984									4 944	399 984	344 745
3/11/2015	BP PLC Spons ADR	9 896	400 317									9 896	400 317	369 912
9/18/2015	BP PLC Spons ADR	165	5 913									165	5 913	6 168
12/18/2015	BP PLC Spons ADR	172	6 012									172	6 012	6 429
	BP PLC Spons ADR			213	28 7660	6 140	3/24/2016	0	0	13	3/24/2016	213	6 127	7 962
	BP PLC Spons ADR			201	31 0820	6 268	6/17/2016	0	0	20	6/17/2016	201	6 248	7 513
	BP PLC Spons ADR			193	33 0200	6 388	9/16/2016	0	0	15	9/16/2016	193	6 373	7 214
	BP PLC Spons ADR			196	33 0200	6 504	12/16/2016	0	0	32	12/16/2016	196	6 472	7 326
Exchange	Charter Communications Inc New Cl A			409	0 0000	0	5/19/2016	1	0	0	5/19/2016	408	0	117 471
3/11/2015	Chevron Corp New Com	3 857	400 130									3 857	400 130	453 969
3/11/2015	ConocoPhillips Com	6 349	400 202									6 349	400 202	318 339
3/11/2015	EOG Res Inc Com	4 485	400 018									4 485	400 018	453 434
	Expedia Inc Del Com	2 192	35 763									2 192	35 763	248 310
12/23/1998	IAC Interactive Corp	7 143	118 529									7 143	118 529	462 795
8/26/2008	Interval Leisure Group (Spin off from Interactive Corp)	2 857	37 426									2 857	37 426	51 912
8/26/2008	LendingTree Inc New Com (FKA Tree com)	476	6 235									476	6 235	48 243
1/27/2010	Live Nation Entmt Inc	4 212	37 426									4 212	37 426	112 039
	Priceline GRP Inc Com	22 130	2 552 032					200	115 32	23 064	11/30/2016	21 930	2 528 968	32 150 696
9/8/2008	Time Inc New (spin-off from Time Warner Inc on 6/12/2014)	416	0									416	0	7 425
12/8/2006	Time Warner Inc (Donated) Reverse Stock Split 1 3 on 3/30/2009	3 333	152 372									3 333	152 372	321 734
4/2/2009	Time Warner Cable Inc Spin-off from Time Warner Inc on 4/2/2009	836	53 729					836	64 26914	53 729	5/19/2016	0	0	0
	Tripadvisor Inc (spin-off from Expedia Inc on Dec 21)	2 192	37 000									2 192	37 000	101 643
Totals		75 655	5 043 089									75 830	4 991 516	35 605 279

The Scully Peretsman Foundation
FEIN 13-3982344
Form 990-PF, Part II Line 10b Closing Long Position - Corporate Stock

Allen & Company Account II

		Beginning Inventory		Purchases or Acquisitions				Sales or Other Dispositions				Ending		
Date Acquired	Type and Name of Security	# of Shares	Cost Basis	# of Shares	Cost per Share	Cost Basis	Purchase Date	# of Shares	Cost per Share	Cost Basis	Date Sold	# of Shares	Cost Basis	Market Value
2/23/2015	Alphabet Inc (FKA Google Inc)	426	231,431 00									426	231,431	328,795
6/9/2015	Alphabet Inc (FKA Google Inc)	207	111,060 00									207	111,060	159,767
9/30/2016	Amerisource Bergen Corp Com			4,320	83 2800	359,778	9/30/2016					4320	359,778	337,781
12/26/2014	Anheuser Busch Inbev	2 539	294,065 00									2,539	294 065	267 712
12/30/2014	Anheuser Busch Invev	580	65,459 00									580	65,459	61 155
6/4/2015	Danaher Corp Com	3,916	336,924 00					0	0	79 950	7/5/2016	3,916	256 974	304,821
11/11/2013	Dover Corp Com	3 841	295 342 22					3 841	76 89201	295 342	9/30/2016	0	0	0
7/1/2014	Dover Corp Com	599	54,954 10					599	91 74307	54 954	9/30/2016	0	0	0
11/11/2013	Express Scripts Hldg Co Com	5 475	353,564 05									5 475	353 564	376 625
2/23/2015	Express Scripts Hldg Co Com	132	11,209 00									132	11 209	9 080
	Fortive Corp Com (Danaher Spinoff)			1 958	40 83248	79,950	7/5/2016					1 958	79 950	105 008
9/9/2015	Laboratory Corp Amer	2 742	325 018 00									2 742	325 018	352 018
11/20/2015	Laboratory Corp Amer	33	4,042 00									33	4 042	4 237
12/10/2015	Laboratory Corp Amer	204	25,328 00									204	25 328	26 190
12/26/2014	Lockheed Marlin Corp	1 509	297,393 00					1 509	197 0795	297 393	9/30/2016	0	0	0
	Lockheed Martin Corp	335	65,512 00					335	195 5582	65512	9/30/2016	0	0	0
	Lockheed Martin Corp	32	6,328 00					32	197 75	6328	9/30/2016	0	0	0
12/26/2014	Monsanto Co New	3,265	395 855 20									3 265	395,855	343 511
1/5/2015	Monsanto Co New	540	65 513 00									540	65 513	56,813
2/23/2015	Monsanto Co New	21	2 604 00									21	2 604	2,209
11/11/2013	Moodys Corp Com	3 750	275,797 00									3 750	275,797	353,513
11/11/2013	Oracle Corp Com	10 293	353,572 50									10,293	353,573	395 766
2/23/2015	Oracle Corp Com	329	14,463 00									329	14 463	12 650
11/11/2013	Prestige Brands Hldg Inc Com	3 781	124,454 00					3,781	32 91563	124,454	9/30/2016	0	0	0
7/1/2014	Prestige Brands Hldg Inc Com	576	20,009 57					576	34 73884	20,010	9/30/2016	0	0	0
11/11/2013	S&P Global Inc Com (F/K/A Mcgraw Hill Finl Inc Com)	3 853	275,831 00									3,853	275,831	414,352
12/26/2014	Schlumberger Ltd Com	4,508	394 078 48									4,508	394 078	378 447
1/5/2015	Schulmberger Ltd Com	758	65,556 00									758	65,556	63,634

		Beginning Inventory		Purchases or Acquisitions				Sales or Other Dispositions				Ending		
Date Acquired	Type and Name of Security	# of Shares	Cost Basis	# of Shares	Cost per Share	Cost Basis	Purchase Date	# of Shares	Cost per Share	Cost Basis	Date Sold	# of Shares	Cost Basis	Market Value
2/23/2015	Schulmberger Ltd Com	30	2,648 00									30	2,648	2,519
6/9/2015	Schwab Charles Corp	10,439	336,770 00									10 439	336 770	412 027
12/10/2015	Schwab Charles Corp	531	18,069 00									531	18 069	20 959
9/9/2015	Transdigm Group Inc	1,390	321,918 00					0	0	5 338	11/1/2016	1 390	316,580	346 054
11/20/2015	Transdigm Group Inc	96	22,153 00					0	0	369	11/1/2016	96	21 784	23,900
12/10/2015	Transdigm Group Inc	104	24,630 00					0	0	399	11/1/2016	104	24 231	25 892
11/20/2015	United Parcel SVC Inc	3 221	333 985 00									3,221	333 985	369,255
12/10/2015	United Parcel SVC Inc	362	37 003 00									362	37 003	41,500
9/30/2016	Airbus Group NV SHS			5 870	59 4664	349,940	9/30/2016					5 870	349 940	389 011
Totals		70 417	5 562,539									71,892	5,402,158	5 985 201