

For calendar year 2016, or tax year beginning 01-01-2016, and ending 12-31-2016

Name of foundation SADIE AND HARRY DAVIS FOUNDATION INC		A Employer identification number 20-3515375	
Number and street (or P O box number if mail is not delivered to street address) c/o HOFFMAN MULLIGAN 37 w57 st 5 fl		B Telephone number (see instructions)	
City or town, state or province, country, and ZIP or foreign postal code NEW YORK, NY 10019		C If exemption application is pending, check here ▶ <input type="checkbox"/>	
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1. Foreign organizations, check here ▶ <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation ▶ <input type="checkbox"/>	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col (c), line 16)▶ \$ 19,531,634		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ <input type="checkbox"/>	
J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)			

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	0			
	2 Check ▶ <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities . . .	260,720	260,720		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	-114,426			
	b Gross sales price for all assets on line 6a _____ 190,668				
	7 Capital gain net income (from Part IV, line 2) . . .		0		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances _____				
Operating and Administrative Expenses	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	146,294	260,720		
	13 Compensation of officers, directors, trustees, etc	0			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)	2,829	0	0	2,829
	b Accounting fees (attach schedule)	2,900	725	0	2,175
	c Other professional fees (attach schedule)	53,600			53,600
	17 Interest				
	18 Taxes (attach schedule) (see instructions) . . .	514	514		
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings	8,070			8,070
	22 Printing and publications				
	23 Other expenses (attach schedule)	58,801	55,697		3,104
	24 Total operating and administrative expenses. Add lines 13 through 23	126,714	56,936	0	69,778
	25 Contributions, gifts, grants paid	872,682			872,682
	26 Total expenses and disbursements. Add lines 24 and 25	999,396	56,936	0	942,460
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-853,102			
	b Net investment income (if negative, enter -0-)		203,784		
c Adjusted net income (if negative, enter -0-) . . .					

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	160,462	361,347	361,347
	2 Savings and temporary cash investments			
	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)	10,876,154	10,263,592	19,170,287
	c Investments—corporate bonds (attach schedule)			
	11 Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)			
	14 Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15 Other assets (describe ▶ _____)				
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	11,036,616	10,624,939	19,531,634	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶ _____)			
	23 Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg , and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	11,036,616	10,624,939	
	30 Total net assets or fund balances (see instructions)	11,036,616	10,624,939	
31 Total liabilities and net assets/fund balances (see instructions) .	11,036,616	10,624,939		

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	11,036,616
2 Enter amount from Part I, line 27a	2	-853,102
3 Other increases not included in line 2 (itemize) ▶ _____	3	441,479
4 Add lines 1, 2, and 3	4	10,624,993
5 Decreases not included in line 2 (itemize) ▶ _____	5	54
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6	10,624,939

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 FEI CO- 1479 SHARES		2006-03-30	2016-09-21
b MONSTER WORLDWIDE IN - 9300 SHARES		2008-03-03	2016-11-14
c BROADCOM LTD		2016-02-03	2016-02-03
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 158,993		59,062	99,931
b 31,620		404,330	-372,710
c 55			55
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a			99,931
b			-372,710
c			55
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	-272,724
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	

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 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	946,154	19,070,776	0 049613
2014	740,427	17,784,963	0 041632
2013	632,849	15,346,720	0 041237
2012	660,866	12,579,171	0 052537
2011	304,799	12,372,431	0 024635

2 Total of line 1, column (d)	2	0 209654
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 041931
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	18,412,848
5 Multiply line 4 by line 3	5	772,069
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	2,038
7 Add lines 5 and 6	7	774,107
8 Enter qualifying distributions from Part XII, line 4	8	942,460

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 <input type="checkbox"/> 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 <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	2,038
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	2,038
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	2,038
6	Credits/Payments		
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	4,592
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	4,592
8	Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	2,554
11	Enter the amount of line 10 to be Credited to 2017 estimated tax 2,554 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	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)? <i>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</i>	1b	No
c Did the foundation file Form 1120-POL for this year?	1c	No
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? <i>If "Yes," attach a detailed description of the activities</i>	2	No
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? <i>If "Yes," attach a conformed copy of the changes</i>	3	No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	No
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>	5	No
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	No
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	7	Yes
8a Enter the states to which the foundation reports or with which it is registered (see instructions) NY _____		
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? <i>If "No," attach explanation</i> .	8b	Yes
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)? <i>If "Yes," complete Part XIV</i>	9	No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10	No

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
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	Yes	
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ►	13		No
14	The books are in care of ► JANET L MULLIGAN Telephone no ► (212) 583-1100			

Located at ► 37 W57TH ST NEW YORK NY ZIP+4 ► 10019


15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here	<input type="checkbox"/>		
	and enter the amount of tax-exempt interest received or accrued during the year	15		
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? See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR). If "Yes," enter the name of the foreign country ►	16	Yes	No

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


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

1a	During the year did the foundation (either directly or indirectly)		Yes	No
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> 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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? <input type="checkbox"/>	1b		No
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? <input type="checkbox"/>	1c		No
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? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No If "Yes," list the years ► 2010, 20____, 20____, 20____			
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). <input type="checkbox"/>	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 ► 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
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). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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		No

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))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions).	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?		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? If "Yes," attach the statement required by Regulations section 53.4945–5(d)				
<input type="checkbox"/> Yes <input type="checkbox"/> No				
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?				
<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		6b		No
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? 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?				
<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		7b		No
b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?				

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).				
(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
See Additional Data Table				
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	Title, and average hours per week (b) devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
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
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
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Organizations and other beneficiaries served/ conferences attended, research papers produced, etc.	
1	
2	
3	
4	

Part IX-B	Summary of Program-Related Investments (see instructions)
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Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount

1		Amount
2		
All other program-related investments See instructions		
3		
Total. Add lines 1 through 3		

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities.	1a	18,493,402
b	Average of monthly cash balances.	1b	199,845
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	18,693,247
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	0
3	Subtract line 2 from line 1d.	3	18,693,247
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	280,399
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	18,412,848
6	Minimum investment return. Enter 5% of line 5.	6	920,642

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	920,642
2a	Tax on investment income for 2016 from Part VI, line 5.	2a	2,038
b	Income tax for 2016 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	2,038
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	918,604
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	918,604
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	918,604

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	942,460
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	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	0
b	Cash distribution test (attach the required schedule).	3b	0
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	4	942,460
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	2,038
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	940,422

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				918,604
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only.			861,263	
b Total for prior years 2014, 2013, 2012				
3 Excess distributions carryover, if any, to 2016				
a From 2011.				
b From 2012.				
c From 2013.				
d From 2014.				
e From 2015.	0			
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ 942,460				
a Applied to 2015, but not more than line 2a			861,263	
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.				81,197
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a))	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
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				
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017				837,407
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)				
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2012.				
b Excess from 2013.				
c Excess from 2014.				
d Excess from 2015.				
e Excess from 2016.	0			

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)

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 organization is a private operating foundation described in section <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)					
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	Tax year	Prior 3 years			(e) Total
	(a) 2016	(b) 2015	(c) 2014	(d) 2013	
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 organization 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))	
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	
2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:	
Check here <input checked="" type="checkbox"/> 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 email address of the person to whom applications should be addressed	
b The form in which applications should be submitted and information and materials they should include	
c Any submission deadlines	
d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors	

Part XV **Supplementary Information** (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> See Additional Data Table				
Total			3a	872,682
b <i>Approved for future payment</i>				
Total			3b	

Enter gross amounts unless otherwise indicated

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	260,720	
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	-114,426	
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). .				146,294	
13 Total. Add line 12, columns (b), (d), and (e).			13		146,294

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

Part XVII

- | | Yes | No |
|-------|-----|----|
| 1a(1) | | No |
| 1a(2) | | No |
| 1b(1) | | No |
| 1b(2) | | No |
| 1b(3) | | No |
| 1b(4) | | No |
| 1b(5) | | No |
| 1b(6) | | No |
| 1c | | No |

[illegible]

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

**Sign
Here**

* * * * *

Title

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

**Paid
Preparer
Use Only**

Print/Type preparer's name JANET MULLIGAN CPA	Preparer's Signature	Date 2017-04-19	Check if self-employed <input type="checkbox"/>	PTIN P00850378
Firm's name ► HOFFMAN MULLIGAN CPAS LLP				Firm's EIN ►
Firm's address ► 37 WEST 57TH STREET 5TH FLOOR NEW YORK, NY 100193411				Phone no (212) 583-1100

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
PATRICIA D KLINGENSTEIN C/O HOFFMAN MULLIGAN NEW YORK, NY 10019	DIRECTOR 0 5	0	0	0
JOHN KLINGENSTEIN C/O HOFFMAN MULLIGAN NEW YORK, NY 10019	DIRECTOR 0	0	0	0
THOMAS KLINGENSTEIN 580 WEST END AVENUE APT 3 NEW YORK, NY 10024	DIRECTOR 0 5	0	0	0
NANCY K SIMPKINS C/O HOFFMAN MULLIGAN NEW YORK, NY 10019	DIRECTOR 0 5	0	0	0
ANDREW D KLINGENSTEIN C/O HOFFMAN MULLIGAN NEW YORK, NY 10019	DIRECTOR 10 0	0	0	0
SARAH K MARTELL C/O HOFFMAN MULLIGAN NEW YORK, NY 10019	DIRECTOR 0 5	0	0	0
NANCY PERLMAN C/O HOFFMAN MULLIGAN new york, NY 10019	DIRECTOR 0 1	0	0	0
JULIE KLINGENSTEIN C/O HOFFMAN MULLIGAN NEW YORK, NY 10019	DIRECTOR 0 5	0	0	0

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
THE BINGHAM PROGRAM 61 WINTHROP ST AUGUSTA, ME 04330		PC	GENERAL PURPOSE	10,000
UNIVERSITY OF NEW ENGLAND 11 HILLS BEACH RD BIDDLEFORD, ME 04005		PC	GENERAL PURPOSE	33,333
CARLISLE CHARITABLE FOUNDATION 12 DEPOT ST KENNEBUNK, ME 04043		PC	GENERAL PURPOSE	3,900
GRAHAMTASTIC CONNECTION 21 BRADEEN ST 107 SPRINGVALE, ME 04083		PC	GENERAL PURPOSE	7,500
HEART OF BIDDLEFORD 205 MAIN ST 102 BIDDLEFORD, ME 04005		PC	GENERAL PURPOSE	4,000
MAINE RURAL WATER ASSOCIATION 254 ALEXANDER REED RD RICHMOND, ME 04357		PC	GENERAL PURPOSE	7,500
THE ROBBIE FOUNDATION PO BOX 1534 SCARBOROUGH, ME 04070		PC	GENERAL PURPOSE	7,500
ST MARYS NUTRITION CENTER 208 BATES ST LEWISTON, ME 04240		PC	GENERAL PURPOSE	7,500
TREE STREET YOUTH CENTER 144 HOWE ST LEWISTON, ME 04240		PC	GENERAL PURPOSE	7,500
WINTERKIDS 120 EXCHANGE ST 205 PORTLAND, ME 04101		PC	GENERAL PURPOSE	10,000
CONSUMERS FOR AFFORDABLE HEALTH CARE PO BOX 2490 AUGUSTA, ME 04338		PC	GERNERAL PURPOSE	10,000
NO LIMITS LIMB LOSS FOUNDATION 265 CENTRE RD WALES, ME 04280		PC	GENERAL PURPOSE	15,000
MAINE MEDICAL CENTER 22 BRAMHALL street PORTLAND, ME 04102	NONE	PC	GENERAL PURPOSE	99,743
SCHWAB DONOR ADVISED FUND 211 MAIN STREET SAN FRANCISCO, CA 94105	NONE	NC	GENERAL PURPOSE	649,206
Total ► 3a				872,682

TY 2016 Accounting Fees Schedule**Name:** SADIE AND HARRY DAVIS FOUNDATION INC**EIN:** 20-3515375

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TANTON & CO LLP	2,900	725		2,175

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2016 Depreciation Schedule

Name: SADIE AND HARRY DAVIS FOUNDATION INC

EIN: 20-3515375

TY 2016 Investments Corporate Stock Schedule

Name: SADIE AND HARRY DAVIS FOUNDATION INC

EIN: 20-3515375

Name of Stock	End of Year Book Value	End of Year Fair Market Value
THRU BROKERAGE ACCOUNTS	10,263,592	19,170,287

TY 2016 Legal Fees Schedule**Name:** SADIE AND HARRY DAVIS FOUNDATION INC**EIN:** 20-3515375

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PIERCE ATWOOD LLP	2,829			2,829

TY 2016 Other Decreases Schedule

Name: SADIE AND HARRY DAVIS FOUNDATION INC
EIN: 20-3515375

Description	Amount
PRIOR PERIOD ADJUSTMENT	54

TY 2016 Other Expenses Schedule**Name:** SADIE AND HARRY DAVIS FOUNDATION INC**EIN:** 20-3515375**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT ADVISORY FEES	55,536	55,536		
STATE FILING FEES	1,500			1,500
WEB SERVICES	1,604			1,604
MISCELLANEOUS FEES	161	161		

TY 2016 Other Income Schedule

Name: SADIE AND HARRY DAVIS FOUNDATION INC

EIN: 20-3515375

Other Income Schedule

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
CLASS ACTION SETTLEMENT			

TY 2016 Other Increases Schedule**Name:** SADIE AND HARRY DAVIS FOUNDATION INC**EIN:** 20-3515375

Description	Amount
4,290 SHS OF RUSSELL 2000 GRW EFT	0
DONATED AT FMV BUT HELD AT BOOK VALUE	351,706
137 SHS OF AMAZON DONATED AT FMV BUT	0
HELD AT BOOK VALUE	89,773

TY 2016 Other Professional Fees Schedule**Name:** SADIE AND HARRY DAVIS FOUNDATION INC**EIN:** 20-3515375

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
CONSULTING FEES	48,200			48,200
OUTSIDE SERVICES	5,400			5,400

TY 2016 Taxes Schedule**Name:** SADIE AND HARRY DAVIS FOUNDATION INC**EIN:** 20-3515375

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES PAID	514	514		



SADIE & HARRY DAVIS FOUNDATION INC
C/O THOMAS D. KLINGENSTEIN
COHEN KLINGENSTEIN LLC

Advantage Bank Deposits

(NOT COVERED BY SIPC)

As described in the ABD Program's Terms & Conditions, the current yield is based on the average daily balance during the prior month's interest cycle; interest cycles run from mid-month to mid-month. Client may elect to liquidate any cash investment option at any time by contacting his/her Financial Advisor

Description	Account Type	Quantity	Symbol	Unit Cost	Current Price	Total Cost Basis	Current Value	EY	EAI	Portfolio Percent
ADVANTAGE BANK DEPOSIT FDIC INSURED AT VARIOUS BKS	CASH	352, 1 5200	ABDXX	1.00000	1.00000	352,061.52	352,061.52	0.010%	35	1.84
TOTAL ADVANTAGE BANK DEPOSITS						352,061.52	352,061.52		35	1.84

Equities

Please note the following icon appears to the right of the stock symbol of those securities which Oppenheimer has provided research coverage. If you wish to access such research you may visit the Client Access web site (www.opco.com) or speak with your Financial Advisor.

Common Stock

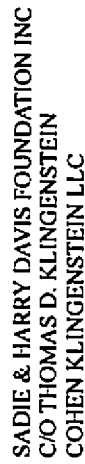
Description	Account Type	Quantity	Symbol	Unit Cost	Current Price	Total Cost Basis	Current Value	Unrealized Gain/(Loss)	EY	EAI	Portfolio Percent
BROADCOM LTD	(Q) CASH	4,290	AVGO	39.81680	176.77000	170,814.00	758,343.30	587,529	2.308%	17,503	3.86
FLEX LTD ORD	(Q) CASH	26,960	FLEX	10.14000	14.37000	273,374.40	387,415.20	114,041			2.02
ADOBE SYS INC	(Q) CASH	8,004	ADBE	27.70470	102.95000	221,748.30	824,011.80	602,264			4.30
AMAZON COM INC	(P) CASH	1,283	AMZN	86.57460	749.87000	111,075.21	962,083.21	851,008			5.02
APOLLO ED GROUP INC CLA	(N) CASH	2,960	APOL	61.38000	9.90000	181,684.80	29,304.00	(152,381)			0.15
APPLE INC	(Q) CASH	4,740	AAPL	19.97590	115.82000	94,685.77	548,986.80	454,301	1.968%	10,807	2.87
AVON PRODS INC	(F) CASH	11,085	AVP	38.06000	5.04000	422,275.70	55,918.80	(366,357)			0.29
BANK AMER CORP	(I) CASH	16,886	BAC	27.40400	22.10000	465,484.38	375,390.60	(90,094)	1.357%	5,095	1.96
BECTON DICKINSON & CO	(L) CASH	3,230	BDX	90.42000	165.55000	282,056.60	534,726.50	242,670	1.763%	9,431	2.79
CAPITAL ONE FINL CORP	(I) CASH	846	COF	18.32040	87.24000	17,331.06	82,529.04	65,198	1.834%	1,513	0.43
CARNIVAL CORP PAIRED QTF	(S) CASH	9,	CCL	39.35000	52.06000	391,532.50	517,997.00	126,465	2.689%	13,930	2.70
CELGENE CORP	(L) CASH	5, 20	CELG	28.20490	115.75000	155,691.05	638,940.00	483,249			3.33



SADIE & HARRY DAVIS FOUNDATION INC
C/O THOMAS D KLINGENSTEIN
COHEN KLINGENSTEIN LLC

Common Stock

Description	Account Type	Quantity	Symbol	Unit Cost	Current Price	Total Cost Basis	Current Value	Unrealized Gain/(Loss)	EY	EAI	Portfolio Percent
COGNIZANT TECHNOLOGY SOLUTIONS CL A	(Q) CASH	10,700	CTSH	15.10500	56.03000	161,623.50	599,521.00	437,898			3.13
COLGATE PALMOLIVE CO	(F) CASH	5,600	CL	38.04500	65.44000	213,052.00	366,464.00	153,412	2.383%	8,736	1.91
CORNING INC	(C) CASH	13,500	GLW	23.23000	24.27000	313,605.00	327,645.00	14,040	2.224%	7,290	1.71
DICKS SPORTING GOODS INC	(H) CASH	1,964	DKS	20.77310	53.10000	40,798.37	104,288.40	63,490	1.139%	1,188	0.54
ELECTRONIC ARTS INC	(Q) CASH	1,406	EA	8.43920	78.76000	11,865.55	110,736.56	98,871			0.58
GENERAL ELECTRIC CO	(T) CASH	10,123	GE	33.14000	31.60000	335,476.22	319,886.80	(15,589)	3.037%	9,718	1.67
GILEAD SCIENCES INC	(L) CASH	4,742	GILD	17.59760	71.61000	83,447.61	339,574.62	256,127	2.625%	8,914	1.77
GLAXOSMITHKLINE PLC SPONSORED ADR	(L) CASH	7,230	GSK	43.91000	38.51000	317,469.30	278,427.30	(39,042)	5.367%	14,944	1.45
INGREDION INC	(J) CASH	1,612	INGR	12.66750	124.96000	20,419.93	201,435.52	181,016	1.600%	3,224	1.05
INTERDIGITAL INC	(R) CASH	1,850	IDCC	25.06350	91.35000	46,367.47	168,997.50	122,630	1.313%	2,220	0.88
LABORATORY CORP AMER HLDGS COM NEW	(L) CASH	389	LH	116.40000	128.38000	45,279.60	49,939.82	4,660			0.26
ESC LEHMAN BROS HLDGS INC UDLY# 524908100	CASH	960	524ESC100	50.99000	UNPRICED	48,950.40	0.00	N/A			
LILLY ELI & CO	(L) CASH	7,200	LLY	50.02000	73.55000	360,144.00	529,560.00	169,416	2.828%	14,976	2.76
MERCK & CO INC	(L) CASH	6,200	MRK	44.30000	58.87000	274,660.00	364,984.00	90,334	3.193%	11,656	1.90
MONSANTO CO NEW	(A) CASH	2,920	MON	67.70870	105.21000	197,709.41	307,213.20	109,504	2.053%	6,307	1.60
NU SKIN ENTERPRISES INC CL A	(F) CASH	2,606	NUS	17.55380	47.78000	45,745.20	124,514.68	78,769	2.971%	3,700	0.65
PTC INC	(Q) CASH	1,902	PTC	13.82500	46.27000	26,295.15	88,005.54	61,710			0.46
SHIRE PLC SPONSORED ADR	(L) CASH	646	SHPG	28.17790	170.38000	18,848.90	110,065.48	91,217	0.471%	519	0.57
SILICON LABORATORIES INC	(Q) CASH	1,499	SLAB	33.36940	65.00000	50,020.73	97,435.00	47,414			0.51
SYNCHRONY FINL	(P) CASH	1,971	SYF	31.55950	36.27000	62,203.78	71,488.17	9,284	1.433%	1,024	0.37
TARGET CORP	(P) CASH	7,650	TGT	52.61000	72.23000	402,466.50	552,559.50	150,093	3.322%	18,360	2.88
ULTIMATE SOFTWARE GROUP INC	(Q) CASH	1,384	ULTI	26.61460	182.35000	35,503.88	243,254.90	207,751			1.27
UNITED PARCEL SERVICE INC CL B	(S) CASH	4,700	UPS	70.24000	114.64000	330,128.00	538,808.00	208,680	2.721%	14,664	2.81
URBAN OUTFITTERS INC	(B) CASH	2,129	URBN	23.67620	28.48000	50,406.63	60,633.92	10,227			0.32
VALEANT PHARMACEUTICALS INTL I	(L) CASH	1,964	VRX	10.72880	14.52000	21,285.84	28,807.68	7,522			0.15



Description	Account Type	Quantity	Symbol	Unit Cost	Current Price	Total Cost Basis	Current Value	Unrealized Gain/(Loss)	EY	EAI	Portfolio Percent
VERIZON COMMUNICATIONS INC	(R) CASH	2,340	VZ	46.71500	53.38000	10,744.45	12,277.40	1,533	4.327%	531	0.06
VIASAT INC	(R) CASH	1,654	VSAT	28.12150	66.22000	46,512.96	109,527.88	63,015			0.57
VODAFONE GROUP PLC NEW SPNSR ADR	(R) CASH	477	VOD	59.12210	24.43000	28,201.25	11,653.11	(16,548)	6.109%	711	0.06
WESTERN UN CO	(I) CASH	6,132	WU	15.69270	21.72000	96,227.87	133,187.04	36,959	2.946%	3,924	0.70
YAHOO INC	(Q) CASH	12,770	YHOO	27.78000	38.67000	354,750.60	493,815.90	139,065			2.58
YUM BRANDS INC	(J) CASH	7,100	YUM	24.67730	63.33000	175,208.78	449,643.00	274,434	1.894%	8,520	2.35
YUM CHINA HLDGS INC	(I) CASH	7,100	YUMC	9.77270	26.12000	69,386.22	185,452.00	116,066			0.97
ZIMMER BIOMET HLDGS INC	(L) CASH	5,025	ZBH	75.29000	103.20000	378,332.25	518,580.00	140,248	0.930%	4,824	2.71
SUB-TOTAL COMMON STOCK.....						7,470,891.12	13,614,039.17	6,192,099		204,236	71.02
TOTAL EQUITIES.....						7,470,891.12	13,614,039.17	6,192,099		204,236	71.02

	(Q)	30%	TECHNOLOGY	(P)	11%	RETAIL SERVICES
	(N)	22%	PUBLIC SERVICES	(F)	4%	CONSUMER GOODS
	(I)	5%	FINANCIAL	(L)	24%	HEALTHCARE
	(S)	7%	TRANSPORTATION	(C)	2%	BASIC INDUSTRY
	(H)	77%	ENTERTAINMENT	(T)	2%	UTILITIES
	(J)	4%	FOOD & BEVERAGES	(R)	2%	TELECOMMUNICATIONS
	(A)	2%	AGRICULTURE	(B)	52%	APPAREL & ACCESSORIES

Exchange Traded Funds

Description	Account Type	Quantity	Symbol	Unit Cost	Current Price	Total Cost Basis	Current Value	Unrealized Gain/(Loss)	EY	EAI	Portfolio Percent
ISHARES TR RUS 2000 GRW ETF CLOSED END SBI/CBI ETF	CASH	32.67	IWO	68.06880	153.94000	2,220,201.04	5,021,060.98	2,800,860	0.965%	48,463	26.20



SADIE & HARRY DAVIS FOUNDATION INC
C/O THOMAS D. KLINGENSTEIN
COHEN KLINGENSTEIN LLC

Exchange Traded Funds

Description	Account Type	Quantity	Symbol	Unit Cost	Current Price	Total Cost Basis	Current Value	Unrealized Gain/(Loss)	EY	EAI	Portfolio Percent
VANGUARD INTL EQUITY INDEX FD	CASH	4.858	VWO	38.58540	35.78000	187,447.87	173,819.24	(13,629)	2.515%	4,372	0.91
FTSE EMR MKT ETF											
FTSE END SBI/CBI ETF											
SUB-TOTAL EXCHANGE TRADED FUNDS.....											
TOTAL MUTUAL FUNDS.....											
						2,407,648.91	5,194,890.22	2,787,231		52,836	27.14
						2,407,648.91	5,194,890.22	2,787,231		52,836	27.14

Total Portfolio Holdings.....	Total Cost Basis	Current Value	Unrealized Gain/(Loss)	EY	EAI	Portfolio Percent
	\$10,230,601.55	\$19,160,980.91	\$8,979,330	1.341%	257,108	100%

Transactions/Activity Detail

Date	Type	Quantity	Transaction	Description	Price/Entry	Amount
12-06	CASH		CHECK	** FUNDS DEPOSITED OR WITHDRAWN **		
				NO 4581280	SEND CHECK	
12-22	CASH		CHECK	TO CHASE CARD SERVICES		436.20 DEBIT
12-22	CASH		CHECK	SP CK 4525769 DTD 6/10/2016		
				NO 4588059		5,000.00 CREDIT
				SEND CHECK		5,000.00 DEBIT
12-23	CASH		CHECK	NO 4588734		
				TO CHASE CARD SERVICES		1,801.80 DEBIT
12-23	CASH		CHECK	NO 4588735		
				SEND CHECK		4,419.44 DEBIT
12-27	CASH		CHECK	NO 4589051		
				SEND CHECK		2,625.00 DEBIT
				Net Funds Deposited or Withdrawn.....		\$9,282.44 DEBIT

Date	Type	Quantity	Transaction	Description	Price/Entry	Amount
12-07	CASH	2,606	DIVIDENDS ON	** INCOME ACTIVITY **		
				NU SKIN ENTERPRISES INC		
				R/DTE 11/18/16 P/DTE 12/07/16	CLA	925.13 CREDIT
12-09	CASH	7,200	DIVIDENDS ON	LILLY ELI & CO		
12-12	CASH	7,650	DIVIDENDS ON	TARGET CORP		
12-15	CASH	13,500	DIVIDENDS ON	CORNING INC		
12-16	CASH		INTEREST ON	ADVANTAGE BANK DEPOSIT		
				INTEREST INCOME		2.67 CREDIT
12-16	CASH	9,950	DIVIDENDS ON	CARNIVAL CORP		
				R/DTE 11/25/16 P/DTE 12/18/16	PAIRED CTF	3,482.50 CREDIT
12-27	CASH	4,858	DIVIDENDS ON	VANGUARD INTL EQUITY INDEX FD		
				R/DTE 12/22/16 P/DTE 12/27/16	FTSE EMR MKT ETF	825.86 CREDIT
12-29	CASH	4,742	DIVIDENDS ON	GILEAD SCIENCES INC		
				R/DTE 12/15/16 P/DTE 12/29/16		2,228.74 CREDIT