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

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2016

Open to Public Inspection

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

THE BROOK FUND, INC.
182 WEST ALLENDALE AVENUE
ALLENDALE, NJ 07401-1723

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

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

I Fair market value of all assets at end of year (from Part II, column (c), line 16) ▶ \$ 3,146,296.
J Accounting method: ☒ Cash ☐ Accrual
☐ Other (specify) (Part I, column (d) must be on cash basis)

A Employer identification number 22-2561995
B Telephone number (see instructions) (201) 785-8881
C If exemption application is pending, check here ▶ ☐
D 1 Foreign organizations, check here ▶ ☐
2 Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐
E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

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)	936,162.			
	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	68,209.	68,209.	68,209.	
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	1,591.			
	b Gross sales price for all assets on line 6a 813,139.				
	7 Capital gain net income (from Part IV, line 2)		1,591.		
	8 Net short-term capital gain				
	9 Income modifications				
ADMINISTRATIVE AND EXPENSES	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	1,005,962.	69,800.	68,209.	
	13 Compensation of officers, directors, trustees, etc.	34,614.			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule) See St 1	309.			
	b Accounting fees (attach sch) See St 2	1,500.			
	c Other professional fees (attach sch)				
17 Interest					
18 Taxes (attach schedule)(see instrs)					
19 Depreciation (attach schedule) and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses (attach schedule)					
24 Total operating and administrative expenses. Add lines 13 through 23	1,378.				
25 Contributions, gifts, grants paid Part XV	37,801.				
26 Total expenses and disbursements. Add lines 24 and 25	401,211.			401,211.	
27 Subtract line 26 from line 12:	439,012.	0.	0.	401,211.	
a Excess of revenue over expenses and disbursements	566,950.				
b Net investment income (if negative, enter -0-)		69,800.			
c Adjusted net income (if negative, enter -0-)			68,209.		

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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			
	2	Savings and temporary cash investments	681,522.	846,326.	846,326.
	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 sch) ▶ 150,000.	Statement 4		
		Less: allowance for doubtful accounts ▶	150,000.	150,000.	150,000.
	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) Statement 5	330,257.	453,371.	371,960.
	c	Investments – corporate bonds (attach schedule)			
	11	Investments – land, buildings, and equipment: basis ▶			
LIABILITIES		Less: accumulated depreciation (attach schedule) ▶			
	12	Investments – mortgage loans			
	13	Investments – other (attach schedule) Statement 6	1,062,999.	1,342,031.	1,778,010.
	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.)	2,224,778.	2,791,728.	3,146,296.
	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, & 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. <input checked="" type="checkbox"/>			
	24	Unrestricted	2,224,778.	2,791,728.	
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input type="checkbox"/>			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg., and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances (see instructions)	2,224,778.	2,791,728.	
	31	Total liabilities and net assets/fund balances (see instructions)	2,224,778.	2,791,728.	

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	2,224,778.
2	Enter amount from Part I, line 27a	2	566,950.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	2,791,728.
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	2,791,728.

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 shares MLC Company)		(b) How acquired P — Purchase D — Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1 a See Statement 7				
b				
c				
d				
e				

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

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

2 Capital gain net income or (net capital loss)	<div style="border: 1px solid black; padding: 2px;"> If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 </div>		2	1,591.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	<div style="border: 1px solid black; padding: 2px;"> If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 </div>		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	264,460.	2,357,166.	0.112194
2014	333,345.	2,441,687.	0.136522
2013	279,702.	2,309,735.	0.121097
2012	509,156.	2,303,968.	0.220991
2011	355,545.	2,346,336.	0.151532

2 Total of line 1, column (d)	2	0.742336
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	0.148467
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	2,614,717.
5 Multiply line 4 by line 3	5	388,199.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	698.
7 Add lines 5 and 6	7	388,897.
8 Enter qualifying distributions from Part XII, line 4	8	401,211.

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)

1 a 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	698.
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	0.
3 Add lines 1 and 2		3	698.
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	698.
6 Credits/Payments			
a 2016 estimated tax pmts and 2015 overpayment credited to 2016	6 a	4,224.	
b Exempt foreign organizations — tax withheld at source	6 b		
c Tax paid with application for extension of time to file (Form 8868)	6 c		
d Backup withholding erroneously withheld	6 d		
7 Total credits and payments. Add lines 6a through 6d	7	4,224.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	3,526.	
11 Enter the amount of line 10 to be Credited to 2017 estimated tax	11	3,526.	Refunded

Part VII-A Statements Regarding Activities

	Yes	No
1 a 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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the 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>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ▶ \$ 0. (2) On foundation managers ▶ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If 'Yes,' attach a detailed description of the activities</i>		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? <i>If 'Yes,' attach a conformed copy of the changes</i>		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If 'Yes,' has it filed a tax return on Form 990-T for this year?		N/A
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>		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?	X	
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 XIV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) NJ		
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 <i>General Instruction G</i> ? <i>If 'No,' attach explanation</i>	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)? <i>If 'Yes,' complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses</i>		X

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Part VII-A Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes,' attach schedule (see instructions)		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)		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <u>N/A</u>	X	
14 The books are in care of <u>TAXPAYER</u> Telephone no <u>(201) 785-8881</u> Located at <u>182 W. ALLENDALE AVE ALLENDALE NJ</u> ZIP + 4 <u>07401</u>		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <u>N/A</u> and enter the amount of tax-exempt interest received or accrued during the year <u>15</u> <u>N/A</u>		
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 the instructions for exceptions and filing requirements for FinCEN Form 114. If 'Yes,' enter the name of the foreign country <u></u>		X

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

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

	Yes	No
1 a 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? <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 type="checkbox"/> Yes <input checked="" type="checkbox"/> No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" 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)? Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>	1 b	N/A
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?	1 c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? If 'Yes,' list the years <u>20</u> <u></u> , <u>20</u> <u></u> , <u>20</u> <u></u> , <u>20</u> <u></u>	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
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)	2 b	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 <u>20</u> <u></u> , <u>20</u> <u></u> , <u>20</u> <u></u> , <u>20</u> <u></u>		
3 a 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	<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)	3 b	N/A
4 a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a	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?	4 b	X

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5 a** 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)?

5 b 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)

6 a 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?

6 b X

If 'Yes' to 6b, file Form 8870

7 a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If 'Yes,' did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7 b

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
BARNETT RUKIN 182 W. ALLENDALE AVENUE ALLENDALE, NJ 07401	TRUSTEE 0	0.	0.	0.
JULIUS EISEN 182 W. ALLENDALE AVENUE ALLENDALE, NJ 07401	TRUSTEE 0	0.	0.	0.
SLX CAPITAL MANAGMENT LTD 182 W. ALLENDALE AVENUE ALLENDALE, NJ 07401	Asset Mgmt 0	34,614.	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				

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

0

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		
Total number of others receiving over \$50,000 for professional services		0

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 N/A	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

	Amount
1 N/A	
2	
3 All other program-related investments. See instructions.	
Total. Add lines 1 through 3	0.

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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	1 a	1,890,611.
b	Average of monthly cash balances	1 b	763,924.
c	Fair market value of all other assets (see instructions)	1 c	
d	Total (add lines 1a, b, and c)	1 d	2,654,535.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1 e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	2,654,535.
4	Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	39,818.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,614,717.
6	Minimum investment return. Enter 5% of line 5	6	130,736.

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	130,736.
2a	Tax on investment income for 2016 from Part VI, line 5	2 a	698.
b	Income tax for 2016 (This does not include the tax from Part VI)	2 b	
c	Add lines 2a and 2b	2 c	698.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	130,038.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	130,038.
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	130,038.

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	1 a	401,211.
b	Program-related investments — total from Part IX-B	1 b	
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)	3 a	
b	Cash distribution test (attach the required schedule)	3 b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	401,211.
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	698.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	400,513.

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				130,038.
2 Undistributed income, if any, as of the end of 2016:				
a Enter amount for 2015 only			0.	
b Total for prior years: 20____, 20____, 20____		0.		
3 Excess distributions carryover, if any, to 2016:				
a From 2011	240,647.			
b From 2012	394,750.			
c From 2013	166,247.			
d From 2014	215,509.			
e From 2015	147,461.			
f Total of lines 3a through e	1,164,614.			
4 Qualifying distributions for 2016 from Part XII, line 4. ▶ \$ 401,211.				
a Applied to 2015, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required — see instructions)		0.		
c Treated as distributions out of corpus (Election required — see instructions)	0.			
d Applied to 2016 distributable amount				130,038.
e Remaining amount distributed out of corpus	271,173.			
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	1,435,787.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
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		0.		
d Subtract line 6c from line 6b. Taxable amount — see instructions		0.		
e Undistributed income for 2015. Subtract line 4a from line 2a. Taxable amount — see instructions			0.	
f Undistributed income for 2016. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017				0.
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)	0.			
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions)	240,647.			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	1,195,140.			
10 Analysis of line 9:				
a Excess from 2012	394,750.			
b Excess from 2013	166,247.			
c Excess from 2014	215,509.			
d Excess from 2015	147,461.			
e Excess from 2016	271,173.			

Schedule B
(Form 990, 990-EZ,
or 990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

► **Attach to Form 990, Form 990-EZ, or Form 990-PF.**

► Information about Schedule B (Form 990, 990-EZ, 990-PF) and its instructions is at www.irs.gov/form990.

OMB No 1545-0047

2016

Name of the organization

THE BROOK FUND, INC.

Employer identification number

22-2561995

Organization type (check one):

Filers of:

Form 990 or 990-EZ

Section:

☐ 501(c)() (enter number) organization

☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation

☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation

☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

Special Rules

☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33-1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Don't complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year ► \$ _____

Caution. An organization that isn't covered by the General Rule and/or the Special Rules doesn't file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer 'No' on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it doesn't meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

BAA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF.

Schedule B (Form 990, 990-EZ, or 990-PF) (2016)

Name of organization THE BROOK FUND, INC.	Employer identification number 22-2561995
--	--

Part I Contributors (see instructions) Use duplicate copies of Part I if additional space is needed

(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	BARNETT RUKIN 813 E SADDLE RIVER ROAD HOHOKUS, NJ 07423	\$ 85,541.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)
2	BARNETT RUKIN 813 E SADDLE RIVER ROAD HOHOKUS, NJ 07423	\$ 169,540.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)
3	SUSAN EISEN 57 RIVERVIEW TERRACE UPPER SADDLE RIVER, NJ 07458	\$ 80,321.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)
4	SUSAN EISEN 57 RIVERVIEW TERRACE UPPER SADDLE RIVER, NJ 07458	\$ 80,058.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)
5	BARNETT RUKIN 813 E SADDLE RIVER ROAD HOHOKUS, NJ 07423	\$ 415,422.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)
6	JULIUS EISEN 57 RIVERVIEW TERRACE UPPER SADDLE RIVER, NJ 07458	\$ 61,523.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)

Name of organization

THE BROOK FUND, INC.

Employer identification number

22-2561995

Part I Contributors (see instructions) Use duplicate copies of Part I if additional space is needed

(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
7	WILLIAM PROOPIS PROGENY LLC 182 WEST ALLENDALE AVENUE ALLENDALE, NJ 07401	\$ 42,257.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)

Name of organization

THE BROOK FUND, INC.

Employer identification number

22-2561995

Part II Noncash Property (see instructions). Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	3193 SHARES SHOPIFY INC	\$ 85,541.	3/15/16
2	3930 SHARES SHOPIFY INC	\$ 169,540.	10/11/16
3	3161 SHARES DISCOVERY COMMUNICATIONS	\$ 80,321.	5/20/16
4	1840 SHARES SHOPIFY INC	\$ 80,058.	11/02/16
5	9800 SHARES SHOPIFY INC	\$ 415,422.	10/18/16
6	1414 SHARES SHOPIFY INC	\$ 61,523.	11/02/16

BAA

Schedule B (Form 990, 990-EZ, or 990-PF) (2016)

Employer identification number

22-2561995

Part II

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
7	720 SHARES COGNIZANT TECH SOLUTIONS		
		\$ 42,257.	1/12/16
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	

Schedule B (Form 990, 990-EZ, or 990-PF) (2016)

Name of organization

THE BROOK FUND, INC.

Employer identification number

22-2561995

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

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

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	N/A		
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

THE BROOK FUND
EI #22-2561995
FORM 990-PF
F/Y/E 12/31/16

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<u>RECIPIENT</u>	<u>PURPOSE</u>	<u>AMOUNT</u>
350.ORG 20 JAY STREET, SUITE 732 BROOKLYN, NY 11201	GENERAL	\$ 350
ADLER APHASIA CENTER 60 W. HUNTER AVENUE MAYWOOD, NJ 07607	GENERAL	3,000
AFRICAN KIDS IN NEED INC. 137 N. LARCHMONT BLVD, BOX 140 LOS ANGELES, CA 90004	GENERAL	2,000
ALLENDALE AMBULANCE CORPS 26 ARCADIA ROAD ALLENDALE, NJ 07401	GENERAL	25
ALLENDALE VETERANS OF FOREIGN WARS PO BOX 365 ALLENDALE, NJ 07401	GENERAL	25
ALLENDALE VOLUNTEER FIRE ASSOC. PO BOX 44 ALLENDALE, NJ 07401	GENERAL	25
ALLENDALE-WALDWICK P.B.A. LOCAL #217 PO BOX 166 ALLENDALE, NJ 07401	GENERAL	25
AMERICAN FRIENDS OF ALYN HOSPITAL 122 EAST 42 STREET, SUITE 1519 NEW YORK, NY 10168	GENERAL	250
AMERICAN FRIENDS OF ISRAEL-FREE LOAN ASSOC 140 RIVERSIDE DRIVE APT 4G NEW YORK, NY 10024	GENERAL	6,800
AMERICAN FRIENDS OF LEKET ISRAEL PO BOX 2090 TEANECK, NJ 07666-1490	GENERAL	1,000
AMERICAN FRIENDS OF MEIR PANIM 5316 NEW UTRECHT AVENUE BROOKLYN, NY 11219	GENERAL	250
AMERICAN FRIENDS OF YAD ELIEZER 1102 EAST 26 STREET BROOKLYN, NY 11210	GENERAL	2,050

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<u>RECIPIENT</u>	<u>PURPOSE</u>	<u>AMOUNT</u>
AMERICAN JEWISH COMMITTEE WOMEN FOR WOMEN 2056 POWDER SPRINGS STREET HENDERSON, NV 89052	GENERAL	750
AMERICAN JEWISH COMMITTEE 165 E. 56 STREET, ROOM 800 NRE NEW YORK, NY 10126-0103	GENERAL	1,000
AMERICAN JEWISH WORLD SERVICE 45 W. 36 STREET - 11 TH FLOOR NEW YORK, NY 10138-1381	GENERAL	100
AMERICAN MUSEUM OF NATURAL HISTORY 15 W 77 TH STREET NEW YORK, NY 10132-0013	GENERAL	250
ANTI DEFAMATION LEAGUE 605 THIRD AVENUE NEW YORK, NY 10158	GENERAL	1,000
ASPNI 28 ARRANDALE AVENUE GREAT NECK, NY 11024-1804	GENERAL	1,250
BERGEN COUNTY UNITED WAY 6 FOREST AVENUE, STE 210 PARAMUS, NJ 07652	GENERAL	7,500
BERGEN COUNTY Y-JCC 605 PASCACK ROAD WASHINGTON TOWNSHIP, NJ 07676	GENERAL	3,180
BIRTHRIGHT ISRAEL FOUNDATION PO BOX 5892 HICKSVILLE, NY 11802-5892	GENERAL	500
BVMI 241 MOORE STREET, SUITE 101 HACKENSACK, NJ 07601-7533	GENERAL	1,000
CAMERA PO BOX 35040 BOSTON, MA 02135-0001	GENERAL	250
CEDARS-SINAI COMMUNITY RELATIONS & DEVELOPMENT 8700 BEVERLY BLVD., SUITE 2416 LOS ANGELES, CA 90048	GENERAL	250

THE BROOK FUND

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<u>RECIPIENT</u>	<u>PURPOSE</u>	<u>AMOUNT</u>
CENTER FOR EARLY EDUCATION 563 N. ALFRED STREET WEST HOLLYWOOD, CA 90048	GENERAL	1,000
CENTER FOR FOOD ACTION 192 W. DEMAREST AVENUE ENGLEWOOD, NJ 07631	GENERAL	2,000
CENTRAL PARK CONSERVANCY PO BOX 4004, CHURCH STREET STATION NEW YORK, NY 10277-0149	GENERAL	500
CHRISTIAN HEALTH CARE CENTER FOUNDATION 301 SICOMAC AVENUE WYCKOFF, NJ 07481	GENERAL	500
CITIZENS COMMITTEE FOR CHILDREN OF NY 14 WALL STREET, SUITE 4E NEW YORK, NY 10269-0125	GENERAL	500
CITY HARVEST 6 EAST 32 ST, 5 TH FL. NEW YORK, NY 10016-5422	GENERAL	4,000
COP SHOT INC. PO BOX 225 BRONX, NEW YORK 10475	GENERAL	1,000
CORNELL HILLEL PO BOX 25842 LEHIGH VALLEY, PA 18003-9692	GENERAL	1,000
CORNELL UNIVERSITY PO BOX 25842 LEHIGH VALLEY, PA 18003-9692	GENERAL	22,600
CURE BREAST CANCER FOUNDATION INC. 1122 CLIFTON AVENUE CLIFTON, NJ 07013	GENERAL	1,800
CWS CROP C/O MARTIN PRINCE 406 RUCKMAN ROAD CLOSTER, NJ 07624	GENERAL	100

THE BROOK FUND
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<u>RECIPIENT</u>	<u>PURPOSE</u>	<u>AMOUNT</u>
DAUGHTERS OF MIRIAM CENTER THE GALLEN INSTITUTE 155 HAZEL STREET CLIFTON, NJ 07011	GENERAL	3,500
DAUGHTERS OF MIRIAM FOUNDATION THE GALLEN INSTITUTE 155 HAZEL STREET CLIFTON, NJ 07011	GENERAL	300
EARTHJUSTICE 50 CALIFORNIA STREET, SUITE 500 SAN FRANCISCO, CA 94111	GENERAL	100
ENGLEWOOD HOSPITAL & MEDICAL CENTER 350 ENGLE STREET ENGLEWOOD, NJ 07631	GENERAL	6,300
ENVIRONMENTAL WORKING GROUP 1436 U STREET NW, #100 WASHINGTON, DC 20009	GENERAL	150
FOUNDATION FOR JEWISH CAMP 253 WEST 35 STREET, 4 TH FL NEW YORK, NY 10001	GENERAL	8,600
FRIENDS OF LINCOLN CENTER 70 LINCOLN CENTER PLAZA, 9 TH FL NEW YORK, NY 10023-6583	GENERAL	250
FRIENDS OF YAD SARAH 445 PARK AVENUE, SUITE 1702 NEW YORK, NY 10022-8621	GENERAL	250
GEORGIA ORGANICS, INC. 200-A OTTLEY DRIVE ATLANTA, GA 30324	GENERAL	500
GEORGIA PUBLIC BROADCASTING – GPB PO BOX 409277 ATLANTA, GA 30384	GENERAL	250
GOOD SAMARITAN HOSPITAL FOUNDATION 255 LAFAYETTE AVENUE SUFFERN, NY 10901	GENERAL	500

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<u>RECIPIENT</u>	<u>PURPOSE</u>	<u>AMOUNT</u>
GROSS CENTER FOR HOLOCAUST & GENOCIDE STUDIES RAMAPO COLLEGE OF NJ 505 RAMAPO VALLEY ROAD MAHWAH, NJ 07430-1623	GENERAL	250
GUIDE DOG FOUNDATION FOR THE BLIND INC. 371 EAST MAIN STREET (JERICHO TPK) SMITHTOWN, NY 11787	GENERAL	250
HAVURAH SHALOM 182 W. ALLENDALE AVENUE ALLENDALE, NJ 07401	GENERAL	14,000
HEBREW IMMIGRANT AID SOCIETY 411 FIFTH AVENUE, SUITE 1006 NEW YORK, NY 10016	GENERAL	2,500
HEIFER INTERNATIONAL PO BOX 8058 LITTLE ROCK, AR 72203-8058	GENERAL	500
HILLEL INTERNATIONAL PO BOX 92994 WASHINGTON, DC 20090-2994	GENERAL	1,000
HILLEL AT THE UNIVERSITY OF PENNSYLVANIA 215 SOUTH 39 TH STREET PHILADELPHIA, PA 19104	GENERAL	5,000
HO-HO-KUS PBA LOCAL 353 PO BOX 402 HO-HO-KUS, NJ 07423	GENERAL	100
HO-HO-KUS VOLUNTEER FIRE DEPARTMENT 52 SHERIDAN AVENUE HO-HO-KUS, NJ 07423	GENERAL	150
HORACE MANN SCHOOL 231 WEST 246 TH STREET RIVERDALE, NY 10471-9988	GENERAL	3,000
IMMUNE DEFICIENCY FOUNDATION 110 WEST ROAD, SUITE 300 TOWSON, MD 21204	GENERAL	2,500

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<u>RECIPIENT</u>	<u>PURPOSE</u>	<u>AMOUNT</u>
JBH INTERNATIONAL 110 E 30 TH STREET NEW YORK, NY 10016-7375	GENERAL	250
JEFFREY MODELL FOUNDATION 780 THIRD AVENUE NEW YORK, NY 10017	GENERAL	1,000
JERICO PROJECT 245 W. 29 TH STREET, SUITE 902 NEW YORK, NY 10001	GENERAL	6,800
JTA 24 WEST 30 TH STREET, 4 TH FLOOR NEW YORK, NY 10001	GENERAL	250
JEWISH EDUCATIONAL ALLIANCE, SAVANNAH 5111 ABERCORN STREET SAVANNAH, GA 31405	GENERAL	2,500
JEWISH FAMILY SERVICE 1485 TEANECK ROAD TEANECK NJ 07666	GENERAL	5,800
JEWISH FEDERATION OF NORTHERN NEW JERSEY 50 EISENHOWER DRIVE PARAMUS, NJ 07652	GENERAL	131,038
JEWISH HOME FOUNDATION OF NORTH JERSEY 10 LINK DRIVE ROCKLEIGH, NJ 07647	GENERAL	1,000
JEWISH MUSEUM OF NYC 1109 5 TH AVENUE NEW YORK, NY 10028	GENERAL	375
JEWISH NATIONAL FUND 42 E. 69 STREET NEW YORK, NY 10131-0054	GENERAL	2,300
JEWISH THEOLOGICAL SEMINARY 3080 BROADWAY, 4 TH FL NEW YORK, NY 10027-9985	GENERAL	11,800
JUVENILE DIABETES RESEARCH FOUNDATION INT'L 560 SYLVAN AVENUE, SUITE 1210 ENGLEWOOD CLIFFS, NJ 07632	GENERAL	1,800

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<u>RECIPIENT</u>	<u>PURPOSE</u>	<u>AMOUNT</u>
KIPP NYC C/O KIPP NEW YORK INC. 470 7 TH AVENUE, 10 TH FL NEW YORK, NY 10018	GENERAL	3,000
LEARNING ALLY 20 ROSZEL ROAD PRINCETON, NJ 08540	GENERAL	250
MAINE ORGANIC FARMERS & GARDENERS ASSN. PO BOX 170 294 CROSBY BROOK ROAD UNITY, ME 04988	GENERAL	750
MANHATTAN INSTITUTE FOR POLICY RESEARCH, INC. 52 VANDERBILT AVENUE NEW YORK, NY 10164-1005	GENERAL	3,000
MEMORIAL HEALTH FOUNDATION PO BOX 23089 SAVANNAH, GA 31403-3089	GENERAL	1,000
MEMORIAL SLOAN KETTERING CANCER CENTER 1275 YORK AVENUE NEW YORK, NY 10065	GENERAL	250
METROPOLITAN MUSEUM OF ART 1000 FIFTH AVENUE NEW YORK, NY 10028	GENERAL	460
MOHONK PRESERVE PO BOX 715 NEW PALTZ, NY 12561	GENERAL	250
MUSEUM OF MODERN ART 11 W. 53 STREET NEW YORK, NY 10019-5497	GENERAL	390
NCJW INSTITUTION FOR INNOVATION IN EDUCATION THE HEBREW UNIVERSITY OF JERUSALEM MOUNT SCOPUS, JERUSALEM 91905	GENERAL	10,000
NEPHCURE KIDNEY INTERNATIONAL 150 S. WARNER ROAD, SUITE 402 KING OF PRUSSIA, PA 19406	GENERAL	2,750

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<u>RECIPIENT</u>	<u>PURPOSE</u>	<u>AMOUNT</u>
NEW ISRAEL FUND PO BOX 96712 WASHINGTON, DC 20090-6712	GENERAL	500
NEW MILFORD HIGH SCHOOL 1 SNYDER CIRCLE NEW MILFORD, NJ 07646	GENERAL	250
NEW YORK BOTANICAL GARDEN PO BOX 30703 NEW YORK, NY 10087-0703	GENERAL	358
NEW YORK CITY BALLET GUILD DAVID H KOCH THEATER 20 LINCOLN CENTER PLAZA NEW YORK, NY 10023-6965	GENERAL	350
NEW YORK PHILHARMONIC DAVID GEFFEN HALL 10 LINCOLN CENTER PLAZA NEW YORK, NY 10133-0088	GENERAL	250
NEW YORK PUBLIC RADIO – WNYC 160 VARICK STREET NEW YORK, NY 10013	GENERAL	1,450
NPR 1111 NORTH CAPITAL STREET, NE WASHINGTON, DC 20002	GENERAL	250
OGEECHEE RIVERKEEPER PO BOX 16206 STATESBORO, GA 31416	GENERAL	150
ONE FAMILY FUND PO BOX 822732 PHILADELPHIA, PA 19182-2732	GENERAL	500
PBA SADDLE RIVER LOCAL #348 PO BOX 302 SADDLE RIVER, NJ 07458	GENERAL	250
PETE FLATEMAN MEMORIAL DESIGNATED FUND JEWISH FEDERATION OF NORTHERN NJ 50 EISENHOWER DRIVE PARAMUS, NJ 07652	GENERAL	25,000

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<u>RECIPIENT</u>	<u>PURPOSE</u>	<u>AMOUNT</u>
PLANNED PARENTHOOD OF GREATER NORTHERN NJ 196 SPEEDWELL AVENUE MORRISTOWN, NJ 07960-2934	GENERAL	1,800
PROGERIA RESEARCH FOUNDATION TEAM ZOEY PO BOX 102 PINE BROOK, NJ 07058	GENERAL	1,000
RICHMOND HILL HISTORICAL SOCIETY P.O BOX 381 11460 FORD AVENUE RICHMOND HILL, GA 31324	GENERAL	150
ROCKLAND FARM ALLIANCE 220 S. LITTLE TOR ROAD NEW CITY, NY 10956	GENERAL	1,000
SADDLE RIVER FIRE ASSOCIATION PO BOX 231 SADDLE RIVER, NJ 07458	GENERAL	250
SAVANNAH COMMUNITY FOUNDATION 2225 NORWOOD AVENUE, STE B SAVANNAH, GA 31406	GENERAL	850
SAVANNAH MUSIC FESTIVAL 200 E. ST. JULIAN STREET, STE 601 SAVANNAH, GA 31401	GENERAL	500
SOUTH BRYAN VOLUNTEER FIREFIGHTERS ASSOC. PO BOX 2626 RICHMOND HILL, GA 31324	GENERAL	50
SUMMER ON THE HILL 4662 TIBBETT AVENUE RIVERDALE, NY 10471	GENERAL	250
TABLE TO TABLE PO BOX 1051 ENGLEWOOD CLIFFS, NJ 07632	GENERAL	1,800
TEMPLE BETH RISHON 585 RUSSELL AVENUE WYCKOFF, NJ 07481	GENERAL	17,600

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<u>RECIPIENT</u>	<u>PURPOSE</u>	<u>AMOUNT</u>
TEMPLE EMANUEL OF THE PASCACK VALLEY 87 OVERLOOK DRIVE WOODCLIFF LAKE, NJ 07677	GENERAL	2,500
THE AGAHOZO-SHALOM YOUTH VILLAGE 498 SEVENTH AVENUE, 15 TH FLOOR NEW YORK, NY 10018	GENERAL	10,000
THE ARNOLD P. GOLD FOUNDATION 619 PALISADE AVENUE, 1 ST FLOOR ENGLEWOOD CLIFFS, NJ 07632	GENERAL	500
THE BROTHERHOOD SYNAGOGUE 28 GRAMERCY PARK SO. NEW YORK, NY 10003	GENERAL	2,500
THE DAVID PROJECT PO BOX 52390 BOSTON, MA 02205	GENERAL	250
THE FORD PLANTATION-FISH WITH FRIENDS C/O LILA SCOTT 58 CAPTAINS WALK RICHMOND HILL, GA 31324	GENERAL	100
THE FRICK COLLECTION 1 EAST 70 STREET NEW YORK, NY 10021-4907	GENERAL	370
THE FORUM SCHOOL FOUNDATION 107 WYCKOFF AVENUE WALDWICK, NJ 07463	GENERAL	100
THE ISRAEL PROJECT 1901 PENNSYLVANIA AVENUE, NW STE 600 WASHINGTON, DC 20006	GENERAL	750
THE LUSTGARTEN FOUNDATION 111 STEWART AVENUE BETHPAGE, NY 11714	GENERAL	500
THE ROCKEFELLER UNIVERSITY 1230 YORK AVENUE, BOX 164 NEW YORK, NY 10065	GENERAL	1,000
THE VALLEY HOSPITAL FOUNDATION 223 N. VAN DIEN AVENUE RIDGEWOOD, NJ 07450-9982	GENERAL	5,100

THE BROOK FUND
EI #22-2561995
FORM 990-PF
F/Y/E 12/31/16

PAGE 11 - PART XV - LINE 3A

<u>RECIPIENT</u>	<u>PURPOSE</u>	<u>AMOUNT</u>
THIRTEEN 825 EIGHTH AVENUE NEW YORK, NY 10019-7435	GENERAL	250
UNITED NATIONS DELEGATIONS WOMEN'S CLUB 142 LEXINGTON AVENUE NEW YORK, NY 10016	GENERAL	40
VALLEY HOSPITAL AUXILIARY 223 N. VAN DIEN AVENUE RIDGEWOOD, NJ 07450	GEENRAL	3,000
VALLEY HOSPITAL FOUNDATION 223 NORTH VAN DIEN AVENUE RIDGEWOOD, NJ 07450-9982	GENERAL	12,000
WEST BERGEN MENTAL HEALTHCARE 120 CHESTNUT STREET RIDGEWOOD, NJ 07450	GENERAL	500
WHITNEY MUSEUM OF ART 99 GANSEVOORT STREET NEW YORK, NY 10014	GENERAL	375
WILSHIRE BOULEVARD TEMPLE 3663 WILSHIRE BOULEVARD LOS ANGELES, CA 90010	GENERAL	125
WINTHROP-UNIVERSITY HOSPITAL 200 OLD COUNTRY ROAD, SUITE 570 MINEOLA, NY 11501-4292	GENERAL	250
WOLCOTT SCHOOL 524 N. WOLCOTT STREET CHICAGO, IL 60642	GENERAL	500
WOMEN'S INTERNATIONAL FORUM ONE UN PLAZA DC1-0648 UNITED NATIONS NEW YORK, NY 10017	GENERAL	50
YEAR UP 45 MILK STREET, 9 TH FLOOR BOSTON, MA 02109	GENERAL	1,000
ZAKA INTERNATIONAL FRIENDS 11 BROADWAY #1070 NEW YORK, NY 10004	GENERAL	<u>100</u>
		<u>\$401,211</u>

THE BROOK FUND, INC.

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Statement 1
Form 990-PF, Part I, Line 16a
Legal Fees

	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
LEGAL FEES	\$ 309.			
Total	<u>\$ 309.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

Statement 2
Form 990-PF, Part I, Line 16b
Accounting Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
ACCOUNTING FEES	\$ 1,500.			
Total	<u>\$ 1,500.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

Statement 3
Form 990-PF, Part I, Line 23
Other Expenses

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
MISCELLANEOUS EXPENSE	\$ 1,378.			
Total	<u>\$ 1,378.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

Statement 4
Form 990-PF, Part II, Line 7
Other Notes and Loans Receivable

Other Notes and Loans	Book Value	Fair Market Value	Doubtful Accounts Allowance
THE YJCC OF BERGEN COUNTY	\$ 150,000.	\$ 150,000.	\$ 0.
Total	\$ 150,000.	\$ 150,000.	
Allowance for Doubtful Accounts			\$ 0.
Net Other Notes/Loans Rec. - Book Value			<u>\$ 150,000.</u>

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Statement 5
Form 990-PF, Part II, Line 10b
Investments - Corporate Stocks

<u>Corporate Stocks</u>	<u>Valuation Method</u>	<u>Book Value</u>	<u>Fair Market Value</u>
12624 SHS VALLEY NAT'L BANCORP	Mkt Val	\$ 153,537.	\$ 146,945.
1830 SHS LONGTOP FIN TECH LTD	Mkt Val	51,922.	0.
2088 SHS INVESTOR AB	Mkt Val	77,319.	78,284.
727.311 SHS SOURCE CAPITAL INC	Mkt Val	47,479.	26,146.
400 SHS COGNIZANT TECH SOLUTIONS	Mkt Val	23,476.	22,412.
2290 SHS SHOPIFY INC	Mkt Val	99,638.	98,173.
	Total	\$ 453,371.	\$ 371,960.

Statement 6
Form 990-PF, Part II, Line 13
Investments - Other

<u>Other Investments</u>	<u>Valuation Method</u>	<u>Book Value</u>	<u>Fair Market Value</u>
VANGUARD INTER TERM TREASURY ADM	Mkt Val	\$ 65,289.	\$ 69,187.
VANGUARD TOTAL INT'L STOCK INDEX	Mkt Val	245,454.	283,322.
VANGUARD SHORT-TERM GRADE ADMIRAL FUND	Mkt Val	200,182.	196,084.
VANGUARD TOTAL STOCK MKT INDEX ADMIRAL	Mkt Val	100,433.	215,438.
VANGUARD GNMA FUND ADMIRAL SHARES	Mkt Val	144,000.	144,054.
VANGUARD TAX MNGD SMALL CAP	Mkt Val	119,222.	351,636.
VANGUARD VALUE INDEX FUND ADM	Mkt Val	46,220.	88,732.
VANGUARD MID CAP INDEX	Mkt Val	171,231.	179,557.
R & F CAPITAL OFFSHORE FUND	Mkt Val	250,000.	250,000.
	Total	\$ 1,342,031.	\$ 1,778,010.

Statement 7
Form 990-PF, Part IV, Line 1
Capital Gains and Losses for Tax on Investment Income

<u>Item</u>	<u>(a) Description</u>	<u>(b) How Acquired</u>	<u>(c) Date Acquired</u>	<u>(d) Date Sold</u>	<u>(e) Gross Sales</u>	<u>(f) Deprec. Allowed</u>	<u>(g) Cost Basis</u>	<u>(h) Gain (Loss)</u>	<u>(i) FMV 12/31/69</u>	<u>(j) Adj. Bas. 12/31/69</u>	<u>(k) Excess (i)-(j)</u>	<u>(l) Gain (Loss)</u>
1	3193 SHOPIFY INC	Purchased	Various	3/16/2016	82,821.		85,540.	-2,719.				\$ -2,719.
2	3340 SHOPIFY INC	Purchased	Various	10/18/2016	141,425.		144,088.	-2,663.				-2,663.
3	8100 SHOPIFY INC	Purchased	Various	10/19/2016	351,467.		343,801.	7,666.				7,666.

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Statement 7 (continued)
Form 990-PF, Part IV, Line 1
Capital Gains and Losses for Tax on Investment Income

Item	(e) Gross Sales	(f) Deprec. Allowed	(g) Cost Basis	(h) Gain (Loss)	(i) FMV 12/31/69	(j) Adj. Bas. 12/31/69	(k) Excess (i) - (j)	(l) Gain (Loss)
4	52,671.		53,157.	-486.				\$ -486.
5	42,974.		42,390.	584.				584.
6	43,489.		43,470.	19.				19.
7	18,433.		18,781.	-348.				-348.
8	79,859.		80,321.	-462.				-462.
							Total	\$ 1,591.

Statement 8
Form 990-PF, Part XV, Line 1a
Foundation Managers - 2% or More Contributors

BARNETT RUKIN
 JULIUS EISEN