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Return of Private Foundation

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

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2016

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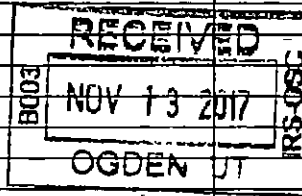
For calendar year 2016 or tax year beginning

, and ending

Name of foundation THE RUSSELL BERRIE FOUNDATION, A NEW JERSEY NONPROFIT CORPORATION		A Employer identification number 22-2620908
Number and street (or P O box number if mail is not delivered to street address)	Room/suite	B Telephone number
300 FRANK W BURR BLVD, BLD E	48	201-928-1880
City or town, state or province, country, and ZIP or foreign postal code TEANECK, NJ 07666		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) \$ 205,788,296.	J Accounting method <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check <input checked="" type="checkbox"/> If the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		5,831.	5,831.		STATEMENT 1
4 Dividends and interest from securities		1,746,040.	1,746,040.		STATEMENT 2
5a Gross rents		<181,096.>	<181,096.>		STATEMENT 3
b Net rental income or (loss)		<181,096.>			
6a Net gain or (loss) from sale of assets not on line 10		2,987,153.			
b Gross sales price for all assets on line 6a		41,583,940.			
7 Capital gain net income (from Part IV line 2)			2,987,153.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less: Cost of goods sold					
c Gross profit or (loss)					
11 Other income		<180,248.>	<180,248.>		STATEMENT 4
12 Total. Add lines 1 through 11		4,377,680.	4,377,680.		
13 Compensation of officers, directors, trustees, etc.		729,187.	94,314.		634,873.
14 Other employee salaries and wages		665,250.	21,250.		644,000.
15 Pension plans, employee benefits		157,470.	5,836.		125,478.
16a Legal fees STMT 5		83,565.	6,685.		76,880.
b Accounting fees STMT 6		83,000.	6,640.		76,360.
c Other professional fees STMT 7		1,014,819.	185,539.		855,436.
17 Interest					
18 Taxes STMT 8		177,114.	6,169.		70,945.
19 Depreciation and depletion		13,535.	0.		
20 Occupancy		183,855.	14,708.		169,147.
21 Travel, conferences, and meetings		133,057.	10,199.		122,858.
22 Printing and publications					
23 Other expenses STMT 9		80,332.	0.		80,332.
24 Total operating and administrative expenses. Add lines 13 through 23		3,321,184.	351,340.		2,856,309.
25 Contributions, gifts, grants paid		14,572,374.			14,279,803.
26 Total expenses and disbursements. Add lines 24 and 25		17,893,558.	351,340.		17,136,112.
27 Subtract line 26 from line 12		<13,515,878.>			
a Excess of revenue over expenses and disbursements			4,026,340.		
b Net investment income (if negative enter 0)					
c Adjusted net income (if negative enter 0)				N/A	

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**THE RUSSELL BERRIE FOUNDATION,
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Part II Balance Sheets <small>Attached schedules and amounts in the description column should be for end-of-year amounts only</small>		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	3,408,425.	2,176,638.	2,176,638.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶ 12,290,894.			
	Less: allowance for doubtful accounts ▶	11,357,792.	12,290,894.	12,290,894.
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock			
	c Investments - corporate bonds STMT 12	12,310,210.	4,227,100.	4,227,100.
	11 Investments - land, buildings, and equipment basis ▶			
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other STMT 13	182,111,536.	186,946,059.	186,946,059.	
14 Land, buildings, and equipment; basis ▶ 290,549.				
Less: accumulated depreciation STMT 14 ▶ 255,016.	40,178.	35,533.	35,533.	
15 Other assets (describe ▶ OTHER ASSETS)	2,416,501.	112,072.	112,072.	
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	211,644,642.	205,788,296.	205,788,296.	
Liabilities	17 Accounts payable and accrued expenses	20,131.	33,687.	
	18 Grants payable	25,635,285.	25,927,856.	
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶ STATEMENT 15)	799,579.	817,956.	
	23 Total liabilities (add lines 17 through 22)	26,454,995.	26,779,499.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted	173,831,855.	166,717,903.	
	25 Temporarily restricted	11,357,792.	12,290,894.	
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input 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			
	30 Total net assets or fund balances	185,189,647.	179,008,797.	
	31 Total liabilities and net assets/fund balances	211,644,642.	205,788,296.	

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	185,189,647.
2 Enter amount from Part I, line 27a	2	<13,515,878.>
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 10	3	7,940,405.
4 Add lines 1, 2, and 3	4	179,614,174.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 11	5	605,377.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	179,008,797.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a COMMON STOCK - PUBLICLY TRADED	P		
b FIXED INCOME - PUBLICLY TRADED	P		
c ALTERNATIVE INVESTMENTS (SCHEDULE A)	P		
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 9,676,297.		7,696,363.	1,979,934.
b 21,940,885.		21,971,172.	<30,287.>
c 9,966,758.		8,929,252.	1,037,506.
d			
e			

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			1,979,934.
b			<30,287.>
c			1,037,506.
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	2,987,153.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		3	N/A

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	13,479,204.	220,476,878.	.061137
2014	12,055,470.	235,933,327.	.051097
2013	12,374,537.	226,192,234.	.054708
2012	20,475,900.	202,312,145.	.101209
2011	16,243,950.	214,842,772.	.075609

2 Total of line 1, column (d)	2	.343760
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	.068752
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	210,475,936.
5 Multiply line 4 by line 3	5	14,470,642.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	40,263.
7 Add lines 5 and 6	7	14,510,905.
8 Enter qualifying distributions from Part XII, line 4	8	17,136,112.

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.

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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	40,263.
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	40,263.
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	40,263.
6 Credits/Payments:			
a 2016 estimated tax payments and 2015 overpayment credited to 2016	6a 100,000.		
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d		7	100,000.
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	59,737.
11 Enter the amount of line 10 to be: Credited to 2017 estimated tax <input type="checkbox"/> 59,737. Refunded <input checked="" type="checkbox"/>		11	0.

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities	<input type="checkbox"/>	<input checked="" type="checkbox"/>
c Did the foundation file Form 1120-POL for this year?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input type="checkbox"/> \$ 0. (2) On foundation managers. <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.	<input type="checkbox"/>	<input checked="" type="checkbox"/>
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	<input type="checkbox"/>	<input checked="" type="checkbox"/>
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	<input checked="" type="checkbox"/>	
b If "Yes," has it filed a tax return on Form 990-T for this year?	<input checked="" type="checkbox"/>	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T	<input type="checkbox"/>	<input checked="" type="checkbox"/>
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?	<input checked="" type="checkbox"/>	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	<input checked="" type="checkbox"/>	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> 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 General Instruction G? If "No," attach explanation	<input checked="" type="checkbox"/>	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? If "Yes," complete Part XIV	<input type="checkbox"/>	<input checked="" type="checkbox"/>
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	<input type="checkbox"/>	<input checked="" type="checkbox"/>

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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 ► RUSSELLBERRIEFOUNDATION.ORG	X	
14 The books are in care of ► ADAM HIRSCH Telephone no. ► 201-928-1880 Located at ► 300 FRANK W. BURR BLVD., BLDG. EAST, TEANECK, NJ ZIP+4 ► 07666-6704		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	N/A	
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 ►		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
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<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 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)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>	1b	X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016?	1c	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 ► _____, _____, _____, _____	<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.)	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. ► _____, _____, _____, _____	2b	
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input checked="" type="checkbox"/> Yes <input 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.)	3b	X
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?	4b	X

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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 checked="" type="checkbox"/> Yes <input 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 |

5b ☒

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)?

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?

☒ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

6b ☒

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?

☐ Yes ☒ No

7b ☐

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 16		661,000.	68,187.	0.

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NAOMI SHANK - C/O RUSS BERRIE FD, 300 FRANK W BURR, TENANECK, NJ 07666	PROGRAM DIRECTOR 40.00	212,500.	36,795.	0.
KAARIN VARON - C/O RUSS BERRIE FD, 300 FRANK W BURR, TENANECK, NJ 07666	PROGRAM OFFICER 40.00	94,250.	30,670.	0.
JOANN TORTORICI - C/O RUSS BERRIE FD, 300 FRANK W BURR, TENANECK, NJ	ACCTN. MANAGER. 40.00	85,000.	23,343.	0.
SUSAN COKE - C/O RUSS BERRIE FD, 300 FRANK W BURR, TENANECK, NJ 07666	GRANTS ADMINISTRATOR 40.00	82,000.	18,272.	0.
MARIANNE VIAUD - C/O RUSS BERRIE FD, 300 FRANK W BURR, TENANECK, NJ 07666	ACCOUNTING ASSOCIATE 40.00	73,000.	12,235.	0.

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

☐ 0

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
TRINET HR CORPORATION 1100 SAN LEANDRO BLVD, SAN LEANDRO, CA 94577	PROFESSIONAL EMP. SVS.	157,833.
KAREV INITIATIVES IN EDUCATION 1 MARCUS ST., JERUSALEM, ISRAEL	PHILANTHROPIC CONSULTING	375,822.
PRIME BUCHHOLZ PO BOX 16011, LEWISTON, ME 04243	INVESTMENT CONSULTING	174,355.
ATID CONSULTING 15 NILES POND RD., GLOUCESTER, MA 01930	MANAGEMENT CONSULTING	117,310.
MARKS PANETH 685 THIRD AVENUE, NEW YORK, NY 10017	ACCOUNTING SERVICES	83,000.
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

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

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**THE RUSSELL BERRIE FOUNDATION,
A NEW JERSEY NONPROFIT CORPORATION**

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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	1a	9,591,491.
b	Average of monthly cash balances	1b	4,705,104.
c	Fair market value of all other assets	1c	199,384,558.
d	Total (add lines 1a, b, and c)	1d	213,681,153.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	213,681,153.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	3,205,217.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	210,475,936.
6	Minimum investment return. Enter 5% of line 5	6	10,523,797.

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	10,523,797.
2a	Tax on investment income for 2016 from Part VI, line 5	2a	40,263.
b	Income tax for 2016. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	40,263.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	10,483,534.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	10,483,534.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	10,483,534.

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	17,136,112.
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	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	17,136,112.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	40,263.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	17,095,849.

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.

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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				10,483,534.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2016:				
a From 2011	5,584,105.			
b From 2012	10,642,785.			
c From 2013	1,208,580.			
d From 2014	419,805.			
e From 2015	2,616,918.			
f Total of lines 3a through e	20,472,193.			
4 Qualifying distributions for 2016 from Part XII, line 4: ▶ \$ 17,136,112.				
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				10,483,534.
e Remaining amount distributed out of corpus	6,652,578.			
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	27,124,771.			
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 instr.			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	5,584,105.			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	21,540,666.			
10 Analysis of line 9:				
a Excess from 2012	10,642,785.			
b Excess from 2013	1,208,580.			
c Excess from 2014	419,805.			
d Excess from 2015	2,616,918.			
e Excess from 2016	6,652,578.			

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N/A

- b** Check box to indicate whether the foundation is a private operating foundation described in section

☐ 4942(j)(3) or ☐ 4942(j)(5)

- (4) Gross investment income**

[illegible]

1 Information Regarding Foundation Managers:

- NONE

- NONE**

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

**THE RUSSELL BERRIE FOUNDATION,
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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 Paid during the year				
ADLER APHASIA CENTER 60 W HUNTER AVE MAYWOOD, NJ 07607	NONE	501(C)(3)	CHARITABLE	15,000.
ALL STAR CODE, INC 543 W 42ND ST NEW YORK, NY 10036	NONE	501(C)(3)	CHARITABLE	1,000.
AMEINU OUR PEOPLE 424 WEST 33RD ST NEW YORK, NY 10001	NONE	501(C)(3)	CHARITABLE	25,000.
AMERICAN COMMITTEE FOR SHAARE ZEDEK 55 W 39TH STREET #4 NEW YORK, NY 10018	NONE	501(C)(3)	CHARITABLE	5,000.
AMERICAN FRIENDS OF BEIT HATFUTSOT 633 3RD AVENUE, 21ST FLOOR NEW YORK, NY 10018	NONE	501(C)(3)	CHARITABLE	25,000.
Total SEE CONTINUATION SHEET(S) ▶ 3a				14,279,803.
b Approved for future payment				
AMERICAN-ISRAEL CULTURAL FOUNDATION 1140 BROADWAY #304 NEW YORK, NY 10001	NONE	501(C)(3)	CHARITABLE	20,000.
AMERICAN FRIENDS OF THE HEBREW UNIVERSITY 1 BATTERY PARK PLAZA NEW YORK, NY 10004	NONE	501(C)(3)	CHARITABLE	25,000.
AMERICAN FRIENDS OF THE ISRAEL DEMOCRACY INSTITUTE 38383 WILSHIRE BLVD SUITE 400 BEVERLY HILLS, CA 090211	NONE	501(C)(3)	CHARITABLE	55,000.
Total SEE CONTINUATION SHEET(S) ▶ 3b				27,126,567.

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Enter gross amounts unless otherwise indicated.

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

623621 11-23-16

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

- | 1 | | Yes | No |
|----------|--|-------|----|
| | | | |
| | Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | |
| a | Transfers from the reporting foundation to a noncharitable exempt organization of: | | |
| | (1) Cash | 1a(1) | X |
| | (2) Other assets | 1a(2) | X |
| b | Other transactions: | | |
| | (1) Sales of assets to a noncharitable exempt organization | 1b(1) | X |
| | (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | X |
| | (3) Rental of facilities, equipment, or other assets | 1b(3) | X |
| | (4) Reimbursement arrangements | 1b(4) | X |
| | (5) Loans or loan guarantees | 1b(5) | X |
| | (6) Performance of services or membership or fundraising solicitations | 1b(6) | X |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | X |
| d | If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. | | |

[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
N/A		

**Sign
Here**

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

Signature of officer or trustee Angela Bennie

Date _____

► PRESIDENT

May the IRS discuss this return with the preparer shown below (see instr. 1)?

☒ Yes ☐ No

**Paid
Preparer
Use Only**

Print/Type preparer's name

ROBERT LYONS

Preparer's signature

ROBERT LYONS

Date

10/02/17

Check ☐ if
self-employed

PTIN

P00227472

Firm's name ▶ **MARKS PANETH LLP**

Firm's address ▶ 685 THIRD AVENUE
NEW YORK, NY 10017

Firm's EIN ▶ 11-3518842

Phone no. 212-503-8800

**THE RUSSELL BERRIE FOUNDATION,
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Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
AMERICAN FRIENDS OF ITIM 5508 HUNTINGTON PARKWAY BETHESDA, MD 20814	NONE	501(C)(3)	CHARITABLE	50,000.
AMERICAN FRIENDS OF SHALVA ISRAEL INC 315 5TH AVENUE NEW YORK, NY 10016	NONE	501(C)(3)	CHARITABLE	15,000.
AMERICAN FRIENDS OF THE ISRAEL DEMOCRACY INSTITUTE 38383 WILSHIRE BLVD SUITE 400 BEVERLY HILLS, CA 090211	NONE	501(C)(3)	CHARITABLE	55,000.
AMERICAN FRIENDS OF THE RE'UT INSTITUTE 9100 WILSHIRE BLVD. SUITE 400W BEVERLY HILLS, CA 90212	NONE	501(C)(3)	CHARITABLE	297,334.
AMERICAN FRIENDS OF YAHAD IN UNUM 25 WEST 45TH STREET, SUITE 1405 NEW YORK, NY 10036	NONE	501(C)(3)	CHARITABLE	150,000.
AMERICAN HEBREW ACADEMY 4334 HOBBS ROAD GREENSBORO, NC 27410	NONE	501(C)(3)	CHARITABLE	25,000.
AMERICAN JEWISH COMMITTEE 165 E 56TH STREET NEW YORK, NY 10022	NONE	501(C)(3)	CHARITABLE	176,500.
AMERICAN SOCIETY FOR TECHNION 55 E. 59TH STREET NEW YORK, NY 10022	NONE	501(C)(3)	CHARITABLE	420,705.
AMERICAN-ISRAEL CULTURAL FOUNDATION 1140 BROADWAY #304 NEW YORK, NY 10001	NONE	501(C)(3)	CHARITABLE	40,000.
AMERICA'S GROW A ROW, INC. 150 PITSTOWN ROAD PITSTOWN, NJ 08867	NONE	501(C)(3)	CHARITABLE	5,000.
Total from continuation sheets				14,208,803.

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Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)				
Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
AMERICAN JEWISH JOINT DISTRIBUTION COMMITTEE 711 3RD AVE NEW YORK, NY 10017	NONE	501(C)(3)	CHARITABLE	129,000.
ARNOLD P GOLD FOUNDATION 619 E. PALISADE AVENUE, 1ST FLOOR ENGLEWOOD CLIFFS, NJ 07632	NONE	501(C)(3)	CHARITABLE	45,000.
ARTIS CONTEMPORARY ISRAELI ART FUND, INC. 433 BROADWAY, SUITE 320 NEW YORK, NY 10013	NONE	501(C)(3)	CHARITABLE	10,000.
ARTWORKS, THE NAOMI COHAIN FOUNDATION 96 ENGLE STREET ENGLEWOOD, NJ 07631	NONE	501(C)(3)	CHARITABLE	20,000.
ASPEN INSTITUTE ONE DUPONT CIRCLE WASHINGTON, DC 20036	NONE	501(C)(3)	CHARITABLE	25,000.
BERGEN PERFORMING ARTS CENTER, INC. 30 N VAN BRUNT ST ENGLEWOOD, NJ 07631	NONE	501(C)(3)	CHARITABLE	10,000.
BERGEN VOLUNTEER MEDICAL INITIATIVE 75 ESSEX ST #100 HACKENSACK, NJ 07601	NONE	501(C)(3)	CHARITABLE	50,000.
BEZALEL ACADEMY OF ARTS PO BOX 24026 JERUSLAME, JERUSALEM, ISRAEL	NONE	PC	CHARITABLE	1,000,000.
CAUCUS EDUCATIONAL CORPORATION INC. 75 MIDLAND AVE MONTCLAIR, NJ 07042	NONE	501(C)(3)	CHARITABLE	127,500.
CELIAC DISEASE CENTER AT COLUMBIA UNIVERSITY 180 FORT WASHINGTON AVENUE NEW YORK, NY 10032	NONE	501(C)(3)	CHARITABLE	10,000.
Total from continuation sheets				

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3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
CENTER FOR INTERRELIGIOUS UNDERSTANDING, INC. 463 BARELL AVE CARLSTADT, NJ 07072	NONE	PF	CHARITABLE	200,000.
CENTRAL FUND OF ISRAEL 980 VE OF THE AMERICAS STE 3RD FL NEW YORK, NY 10018	NONE	501(C)(3)	CHARITABLE	5,000.
COLUMBIA UNIVERSITY 116TH STREET AND BROADWAY NEW YORK, NY 10027	NONE	501(C)(3)	CHARITABLE	2,561,000.
COMMISSARIAT OF THE HOLY LAND 1400 QUINCY ST NE WASHINGTON, DC 20017	NONE	501(C)(3)	CHARITABLE	10,000.
DEPARTMENT OF UROLOGY AT COLUMBIA UNIVERSITY MEDICAL CENTER 161 FORST WASHINGTON AVENUE NEW YORK, NY 10032	NONE	501(C)(3)	CHARITABLE	30,000.
EDWARD HARKNESS EYE INSTITUTE AT COLUMBIA UNIVERSITY MEDICAL CENTER 635 WEST 165TH STREET, SUITE 224 NEW YORK, NY 10032	NONE	501(C)(3)	CHARITABLE	25,000.
ELEM YOUTH IN DISTRESS 270 MADISON AVENUE, SUITE 1501 NEW YORK, NY 10016	NONE	501(C)(3)	CHARITABLE	10,000.
ELIZABETH MORROW SCHOOL 435 LYDECKER STREET ENGLEWOOD, NJ 07631	NONE	501(C)(3)	CHARITABLE	10,000.
ENGLEWOOD HOSPITAL AND MEDICAL CENTER FOUNDATION 350 ENGLE STREET ENGLEWOOD, NJ 07631	NONE	501(C)(3)	CHARITABLE	260,000.
FOODCORPS, INC. 2544 NW UPSHUR STREET PORTLAND, OR 97210	NONE	501(C)(3)	CHARITABLE	10,000.
Total from continuation sheets				

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Part XV Supplementary Information

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Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
FRIENDS OF BEZALEL ACADEMY ARTS AND DESIGN, INC. 370 LEXINGTON AVENUE SUITE 1612 NEW YORK, NY 10017	NONE	501(C)(3)	CHARITABLE	25,000.
FRIENDS OF ISRAEL SCOUTS, INC. 575 8TH AVENUE NEW YORK, NY 10018	NONE	501(C)(3)	CHARITABLE	5,000.
FRIENDS OF OFANIM 308 LANCASTER AVENUE, SUITE 110 WYNNEWOOD, PA 19096	NONE	501(C)(3)	CHARITABLE	150,000.
FRIENDS OF THE ISRAEL DEFENSE FORCES 1430 BROADWAY, RM 1301 NEW YORK, NY 10118	NONE	501(C)(3)	CHARITABLE	5,000.
GARDEN STATE EQUALITY EDUCATION 40 S FULLERTON AVE MONTCLAIR, NJ 07042	NONE	501(C)(3)	CHARITABLE	1,000.
GUIDELINE SERVICES 4032-34 SPRUCE STREET PHILADELPHIA, PA 19104	NONE	501(C)(3)	CHARITABLE	15,000.
HEALTH RESOUCES IN ACTION 95 BERKELEY ST BOSTON, MA 02116	NONE	501(C)(3)	CHARITABLE	36,500.
HOLY NAME MEDICAL CENTER FOUNDATION 718 TEANECK ROAD TEANECK, NJ 07666	NONE	501(C)(3)	CHARITABLE	1,570,000.
IMAGINATION PRODUCTIONS INC. 11110 WEST OAKLAND PARK BLVD. SUNRISE, FL 33351	NONE	501(C)(3)	CHARITABLE	5,000.
INSTITUTE FOR INTERNATIONAL EDUCATION 5 WEST 37TH STREET NEW YORK, NY 10018	NONE	501(C)(3)	CHARITABLE	648,665.
Total from continuation sheets				

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3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
INTERNATIONAL DOMINICAN FOUNDATION 1 GALLERIA BLVD METAIRIE, LA 70001	NONE	501(C)(3)	CHARITABLE	10,000.
ISRAEL IDEAS INC. 3400 S OCEAN BLVD PALM BEACH, FL 33480-6632	NONE	501(C)(3)	CHARITABLE	5,000.
JERUSALEM FOUNDATION 420 LEXINGTON AVE. #1645 NEW YORK, NY 10170	NONE	501(C)(3)	CHARITABLE	50,000.
JESPY HOUSE 102 PROPECT STREET SOUTH ORANGE, NJ 07079	NONE	501(C)(3)	CHARITABLE	5,000.
JEWISH COMMUNITY CENTER OF METROWEST INC. 760 NORTHFIELD AVE WEST ORANGE, NJ 07052	NONE	501(C)(3)	CHARITABLE	92,500.
JEWISH COMMUNITY CENTERS ASSOCIATION OF NORTH AMERICA 520 8TH AVENUE, 20TH FLOOR NEW YORK, NY 10018	NONE	501(C)(3)	CHARITABLE	70,000.
JEWISH COMMUNITY PROJECT OF LOWER MANHATTAN 146 DUANE STREET NEW YORK, NY 10013	NONE	501(C)(3)	CHARITABLE	35,000.
JEWISH FAMILY AND CHILDREN'S SERVICES OF NORTHERN NEW JERSEY 1485 TEANECK ROAD TEANECK, NJ 07666	NONE	501(C)(3)	CHARITABLE	10,000.
JEWISH FAMILY SERVICES 1485 TEANECK ROAD TEANECK, NJ 07666	NONE	501(C)(3)	CHARITABLE	11,000.
JEWISH FEDERATION OF GREATER METROWEST NJ 901 ROUTE 10 WHIPPANY, NJ 07981	NONE	501(C)(3)	CHARITABLE	10,000.
Total from continuation sheets				

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Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
JEWISH FEDERATION OF NORTH AMERICA 25 BROADWAY SUITE 1700 NEW YORK, NY 10004	NONE	501(C)(3)	CHARITABLE	30,000.
JEWISH FEDERATION OF NORTHERN NEW JERSEY 50 EISENHOWER DR PARAMUS, NJ 07652	NONE	501(C)(3)	CHARITABLE	1,568,743.
JEWISH FEDERATION OF NORTHERN NEW JERSEY 50 EISENHOWER DR PARAMUS, NJ 07652	NONE	501(C)(3)	CHARITABLE	25,000.
JEWISH FUNDERS NETWORK 150 W 30TH STREET NEW YORK, NY 10001	NONE	501(C)(3)	CHARITABLE	35,000.
JEWISH HOME FOUNDATION OF NORTH JERSEY 10 LINK DRIVE ROCKLEIGH, NJ 07647	NONE	501(C)(3)	CHARITABLE	150,000.
JEWISH SERVICE FOR THE DEVELOPMENTALLY DISABLED OF METROWEST, INC 270 PLEASANT VALLEY WAY WEST ORANGE, NJ 07052	NONE	501(C)(3)	CHARITABLE	5,000.
JNF 42 EAST 69TH STREET NEW YORK, NY 10021	NONE	501(C)(3)	CHARITABLE	65,000.
LEHIGH UNIVERSITY 27 MEMORIAL DRIVE WEST BETHLEHEM, PA 108015	NONE	501(C)(3)	CHARITABLE	50,000.
LIBERTAS CENTER - WORLD FAITH 21-83 STEINWAY STREET ASTORIA, NY 11105	NONE	501(C)(3)	CHARITABLE	5,000.
MAOZ-SEAL 4 HAMELACHA ST. LOD, ISRAEL 7152008	NONE	PC	CHARITABLE	125,000.
Total from continuation sheets				

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Part XV | **Supplementary Information**

3 Grants and Contributions Paid During the Year (Continuation)				
Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
MEDICAL RESEARCH - SHEBA MEDICAL CENTER EMEK HAELE ST 1 RAMAT GAN, ISRAEL	NONE	PC	CHARITABLE	170,000.
MEORAVOT - AMERICA GIVES 1732 1ST AVE NEW YORK, NY 10128	NONE	501(C)(3)	CHARITABLE	5,000.
MIDDLE EAST MEDIA AND RESEARCH INSTITUTE P.O. BOX 27837 WASHINGTON, DC 20038-7837	NONE	501(C)(3)	CHARITABLE	150,000.
MIDDLE EAST PEACE AND DIALOGUE NETWORK P.O. BOX 943 ALTO, NJ 08004	NONE	501(C)(3)	CHARITABLE	10,000.
MIGAL PO BOX 831 KIRYAT SHMONA, ISRAEL	NONE	FOREIGN GRANTEE	CHARITABLE	500,000.
NAOMI BERRIE DIABETES CENTER AT COLUMBIA UNIVERSITY MEDICAL CENTER 1150 ST NICHOLAS AVENUE NEW YORK, NY 10032	NONE	501(C)(3)	CHARITABLE	20,000.
NATIONAL YOUNG FARMERS COALITION 358 WARREN STREET HUDSON, NY 12534	NONE	501(C)(3)	CHARITABLE	10,000.
NEW ISRAEL FUND 2100 M STREET, NW SUITE 619 WASHINGTON, DC 20037	NONE	501(C)(3)	CHARITABLE	25,000.
NEW JERSEY PERFORMING ARTS CENTER 1 CENTER STREET NEWARK, NJ 07102	NONE	501(C)(3)	CHARITABLE	5,000.
OLLENDORFF CENTER P.O. BOX 198 TENAFLY, NJ 07670	NONE	501(C)(3)	CHARITABLE	5,000.
Total from continuation sheets				

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Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
PACKER COLLEGIATE INSTITUTE 170 JORALEMON ST BROOKLYN, NY 11231	NONE	501(C)(3)	CHARITABLE	15,000.
PARDES INSTITUTE OF JEWISH STUDIES NORTH AMERICA INC 5 WEST 37TH STREET NEW YORK, NY 10018	NONE	501(C)(3)	CHARITABLE	10,000.
ROSIE'S THEATER KIDS, INC. 445 WEST 45TH STREET NEW YORK, NY 10036	NONE	501(C)(3)	CHARITABLE	20,000.
SCORE FOUNDATION 1175 HERNDON PARKWAY HERNDON, VA 20170	NONE	501(C)(3)	CHARITABLE	4,500.
SEFARIA INC 174 HUDSON STREET NEW YORK, NY 10013	NONE	501(C)(3)	CHARITABLE	15,000.
SERVICES FOR CHILDREN WITH HIDDEN INTELLIGENCE 1771 MADISON AVENUE, SUITE 8 LAKEWOOD, NJ 08701	NONE	501(C)(3)	CHARITABLE	15,000.
SHALOM HARTMAN INSTITUTE 11 GEDALYAHU ALON JERUSALEM, ISRAEL	NONE	FOREIGN GRANTEE	CHARITABLE	1,865,000.
SHARSHERET 1086 TEANECK ROAD TEANECK, NJ 07666	NONE	501(C)(3)	CHARITABLE	1,800.
MEDICAL RESEARCH INFRASTRUCTURE TEL HASHOMER RAMAT GAN, ISRAEL	NONE	PC	CHARITABLE	55,000.
SISTERS, SERVANTE OF THE IMMACULATE HEART OF MARY 1140 KING ROAD IMMACULATA, PA 19345-0200	NONE	501(C)(3)	CHARITABLE	5,000.
Total from continuation sheets				

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3 Grants and Contributions Paid During the Year (Continuation)				
Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
SLOW MONEY INC PO BOX 333 YORK HARBOR, ME 03911	NONE	501(C)(3)	CHARITABLE	3,000.
SOLOMON SCHECHTER DAY SCHOOL OF BERGEN COUNTY 275 MCKINLEY AVE NEW MILFORD, NJ 07646	NONE	501(C)(3)	CHARITABLE	1,800.
STONE BARNS CENTER FOR FOOD AND AGRICULTURE 630 BEDFORD ROAD POCANTICO HILLS, NY 10591	NONE	501(C)(3)	CHARITABLE	10,000.
SUMMER STAGE AT LEONIA 311 OAKDENE AVE LEONIA, NJ 07605	NONE	501(C)(3)	CHARITABLE	1,000.
SYLVIA CENTER INC. 304 HUDSON STREET, 2ND FLOOR NEW YORK, NY 10013	NONE	501(C)(3)	CHARITABLE	5,000.
TANENBAUM CENTER FOR INTERRELIGIOUS UNDERSTANDING 254 WEST 31ST STREET, 7TH FLOOR NEW YORK, NY 10001	NONE	501(C)(3)	CHARITABLE	25,000.
TEL HAI COLLEGE QIRYAT SHEMONA UPPER GALILEE, ISRAEL	NONE	PC	CHARITABLE	334,000.
THE SOUTHERN DOCUMENTARY FUND PO BOX 3622 DURHAM, NC 27702	NONE	501(C)(3)	CHARITABLE	10,000.
TURN THE PAGE NNJ INC 179 CAHILL CROSS ROAD #204 WEST MILFORD, NJ 07480	NONE	501(C)(3)	CHARITABLE	5,000.
URBAN CREATORS 2315 NORTH 11TH STREET PHILADELPHIA, PA 19133	NONE	501(C)(3)	CHARITABLE	1,000.
Total from continuation sheets				

**THE RUSSELL BERRIE FOUNDATION,
A NEW JERSEY NONPROFIT CORPORATION**

22-2620908

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
VILLAGE COMMUNITY SCHOOL 272-278 WEST 10TH STREET NEW YORK, NY 10014	NONE	501(C)(3)	CHARITABLE	15,000.
VOLUNTEER CENTER OF BERGEN COUNTY 764 PASSAIC ST HACKENSACK, NJ 07601	NONE	501(C)(3)	CHARITABLE	39,000.
WILLIAM PATERSON UNIVERSITY OF NEW JERSEY FOUNDATION ATRIUM 300 POMPTON ROAD WAYNE, NJ 07470	NONE	501(C)(3)	CHARITABLE	30,000.
WORLD JEWISH CONGRESS 2125 BISCAYNE BLVD MIAMI, FL 33137	NONE	501(C)(3)	CHARITABLE	20,000.
VINCENT MANN 8 HIGHLAND AVE WEST MILFORD, NJ 07480	NONE	I	AWARD	50,000.
JULIA QUINLAN 42 NEWMAN ROAD WANTAGE, NJ 07461	NONE	I	AWARD	35,000.
FAYE ZEALAND 628 HULES CORNER ROAD HOWELL, NJ 07731	NONE	I	AWARD	25,000.
DANNY WALLS 85-02 CHELSEA STREET JAMAICA, NY 11432	NONE	I	AWARD	5,000.
ZIAD AHMED 11 DERWENT DRIVE PRINCETON, NJ 08540	NONE	I	AWARD	5,000.
CONNIE MERCER 58 FACKLER ROAD LAWRENCEVILLE, NJ 08648	NONE	I	AWARD	5,000.
Total from continuation sheets				

THE RUSSELL BERRIE FOUNDATION,
A NEW JERSEY NONPROFIT CORPORATION

22-2620908

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
LISA GLADWELL 41 WAYNE AVENUE RIVER EDGE, NJ 07661	NONE	I	AWARD	5,000.
BETTY PREZZY BRYANT 175 NORTH AVENUE HILLSIDE, NJ 07205	NONE	I	AWARD	5,000.
SETH GRUMET 1 KINGS COURT MARLBORO, NJ 07746	NONE	I	AWARD	5,000.
ADAM LOWY 814 ASBURY AVENUE ASBURY PARK, NJ 07712	NONE	I	AWARD	5,000.
JOSEPH CLEMENTI 322 BOGERT AVENUE RIDGEWOOD, NJ 07450	NONE	I	AWARD	5,000.
RAMAPO COLLEGE FOUNDATION 505 RAMAPO VALLEY ROAD MAHWAH, NJ 07430	NONE	501(C)(3)	AWARD	52,256.
Total from continuation sheets				

**THE RUSSELL BERRIE FOUNDATION,
A NEW JERSEY NONPROFIT CORPORATION**

22-2620908

Part XV Supplementary Information

3 Grants and Contributions Approved for Future Payment (Continuation)				
Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
AMERICAN JEWISH COMMITTEE 165 E 56TH STREET NEW YORK, NY 10022	NONE	501(C)(3)	CHARITABLE	176,500.
AMERICAN JEWISH JOINT DISTRIBUTION COMMITTEE 711 3RD AVE NEW YORK, NY 10017	NONE	501(C)(3)	CHARITABLE	60,000.
AMERICAN SOCIETY FOR TECHNION 55 E. 59TH STREET NEW YORK, NY 10022	NONE	501(C)(3)	CHARITABLE	1,137,854.
ASPEN INSTITUTE ONE DUPONT CIRCLE WASHINGTON, DC 20036	NONE	501(C)(3)	CHARITABLE	25,000.
BEZALEL ACADEMY OF ARTS PO BOX 24026 JERUSLAME, JERUSALEM, ISRAEL	NONE	PC	CHARITABLE	4,000,000.
COLUMBIA UNIVERSITY 116TH STREET AND BROADWAY NEW YORK, NY 10027	NONE	501(C)(3)	CHARITABLE	10,915,000.
HOLY NAME MEDICAL CENTER FOUNDATION 718 TEANECK ROAD TEANECK, NJ 07666	NONE	501(C)(3)	CHARITABLE	3,514,500.
INSTITUTE FOR INTERNATIONAL EDUCATION 5 WEST 37TH STREET NEW YORK, NY 10018	NONE	501(C)(3)	CHARITABLE	1,560,782.
ISRAEL INDEPENDENCE FUND 200 CENTRAL PARK S NEW YORK, NY 10019	NONE	501(C)(3)	CHARITABLE	5,000.
JEWISH FEDERATION OF NORTH AMERICA 25 BROADWAY SUITE 1700 NEW YORK, NY 10004	NONE	501(C)(3)	CHARITABLE	130,000.
Total from continuation sheets				27,026,567.

THE RUSSELL BERRIE FOUNDATION,
A NEW JERSEY NONPROFIT CORPORATION

22-2620908

Part XV Supplementary Information

3 Grants and Contributions Approved for Future Payment (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
JEWISH FEDERATION OF NORTHERN NEW JERSEY 50 EISENHOWER DR PARAMUS, NJ 07652	NONE	501(C)(3)	CHARITABLE	952,555.
MAKING A DIFFERENCE P.O. BOX 94545 SEATTLE, WA 98124	NONE	501(C)(3)	CHARITABLE	255,000.
MAOZ-SEAL 4 HAMELACHA ST. LOD, ISRAEL 7152008	NONE	PC	CHARITABLE	125,000.
MEDICAL RESEARCH - SHEBA MEDICAL CENTER EMEK HAELE ST 1 RAMAT GAN, ISRAEL	NONE	PC	CHARITABLE	562,876.
MIGAL PO BOX 831 KIRYAT SHMONA, ISRAEL	NONE	FOREIGN GRANTEE	CHARITABLE	1,675,000.
PRINCETON UNIVERSITY 701 CARNEGIE CTR PRINCETON, NJ 08540	NONE	501(C)(3)	CHARITABLE	330,000.
SHALOM HARTMAN INSTITUTE 11 GEDALYAHU ALON JERUSALEM, ISRAEL	NONE	FOREIGN GRANTEE	CHARITABLE	800,000.
SHALOM HARTMAN INSTITUTE 1 PENN PLAZA NEW YORK, NY 10119	NONE	501(C)(3)	CHARITABLE	500,000.
TEL HAI COLLEGE QIRYAT SHEMONA UPPER GALILEE, ISRAEL	NONE	PC	CHARITABLE	176,000.
AMERICAN FRIENDS OF BAT SHEVA DANCE COMPANY 1201 BROADWAY NEW YORK, NY 10001	NONE	501(C)(3)	CHARITABLE	5,000.
Total from continuation sheets				

THE RUSSELL BERRIE FOUNDATION,
A NEW JERSEY NONPROFIT CORPORATION

22-2620908

Part XV Supplementary Information

3 Grants and Contributions Approved for Future Payment (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
ARNOLD P GOLD FOUNDATION 619 E. PALISADE AVENUE, 1ST FLOOR ENGLEWOOD CLIFFS, NJ 07632	NONE	501(C)(3)	CHARITABLE	14,500.
GLYNWOOD CENTER PO BOX 157 COLD SPRING, NY 10516	NONE	501(C)(3)	CHARITABLE	20,000.
NEW ISRAEL FUND 2100 M STREET NW WASHINGTON, DC 20037	NONE	501(C)(3)	CHARITABLE	10,000.
N'KISI INSTITUTE 130 7TH AVENUE NEW YORK, NY 10011	NONE	501(C)(3)	CHARITABLE	4,000.
RED HOOK INITIATIVE 767 HICKS STREET BROOKLYN, NY 11231	NONE	501(C)(3)	CHARITABLE	5,000.
STONE BARNS CENTER FOR FOOD AND AGRICULTURE 630 BEDFORD ROAD POCANTICO HILLS, NY 10591	NONE	501(C)(3)	CHARITABLE	40,000.
SUMMER SEARCH 90 BROAD STREET, SUITE 701 NEW YORK, NY 10004	NONE	501(C)(3)	CHARITABLE	2,000.
THE ARMORY FOUNDATION 216 FORT WASHINGTON AVENUE NEW YORK, NY 10032	NONE	501(C)(3)	CHARITABLE	20,000.
VILLAGE COMMUNITY SCHOOL 272-278 WEST 10TH STREET NEW YORK, NY 10014	NONE	501(C)(3)	CHARITABLE	5,000.
Total from continuation sheets				

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

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
CITI BANK	5,528.	5,528.	
GS	303.	303.	
TOTAL TO PART I, LINE 3	5,831.	5,831.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
ARISTOTLE	39,268.	0.	39,268.	39,268.	
AXIOM	256,544.	0.	256,544.	256,544.	
EATON VANCE	147,619.	0.	147,619.	147,619.	
HARBOR FUNDS	48,060.	0.	48,060.	48,060.	
JVP OPPORTUNITY VI	50.	0.	50.	50.	
JVP VII	107.	0.	107.	107.	
LOGAN CIRCLE	156,268.	0.	156,268.	156,268.	
MEJOR ANGORA	815.	0.	815.	815.	
MEJOR DONRUSS	4,769.	0.	4,769.	4,769.	
SANDERSON					
INTERNATIONAL	258,598.	0.	258,598.	258,598.	
SHELTER VENTURE	479.	0.	479.	479.	
VANGUARD	803,050.	0.	803,050.	803,050.	
VINTAGE	880.	0.	880.	880.	
VINTAGE II	2,806.	0.	2,806.	2,806.	
VIOLA PARTNERS IV	1,451.	0.	1,451.	1,451.	
VPARTNERS III	25,276.	0.	25,276.	25,276.	
TO PART I, LINE 4	1,746,040.	0.	1,746,040.	1,746,040.	

FORM 990-PF	RENTAL INCOME	STATEMENT	3
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KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME
RENTAL INCOME FROM PARTNERSHIPS	1	40,571.
RENTAL INCOME FROM PARTNERSHIPS	2	<4.>
RENTAL INCOME FROM PARTNERSHIPS	3	<221,663.>
TOTAL TO FORM 990-PF, PART I, LINE 5A		<181,096.>

FORM 990-PF	OTHER INCOME	STATEMENT	4
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
OTHER INCOME (LOSS) SCH B	<180,248.>	<180,248.>	
TOTAL TO FORM 990-PF, PART I, LINE 11	<180,248.>	<180,248.>	

FORM 990-PF	LEGAL FEES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	83,565.	6,685.		76,880.
TO FM 990-PF, PG 1, LN 16A	83,565.	6,685.		76,880.

FORM 990-PF	ACCOUNTING FEES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	83,000.	6,640.		76,360.
TO FORM 990-PF, PG 1, LN 16B	83,000.	6,640.		76,360.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT 7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OTHER	139,802.	11,184.		154,774.
PHILANTHROPIC CONSULTING & PROGRAM EVALUATION	700,662.	0.		700,662.
INVESTMENT ADVISORY AND CUSTODY FEES	174,355.	174,355.		0.
TO FORM 990-PF, PG 1, LN 16C	1,014,819.	185,539.		855,436.

FORM 990-PF	TAXES			STATEMENT 8
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL EXCISE TAX	100,000.	0.		0.
PAYROLL TAXES	77,114.	6,169.		70,945.
TO FORM 990-PF, PG 1, LN 18	177,114.	6,169.		70,945.

FORM 990-PF	OTHER EXPENSES			STATEMENT 9
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INSURANCE	32,129.	0.		32,129.
OFFICE EXPENSE	20,458.	0.		20,458.
TELEPHONE	17,789.	0.		17,789.
MISCELLANEOUS	9,956.	0.		9,956.
TO FORM 990-PF, PG 1, LN 23	80,332.	0.		80,332.

FORM 990-PF	OTHER INCREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	10
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DESCRIPTION	AMOUNT
UNREALIZED GAIN ON INVESTMENTS	6,351,716.
CHANGE IN VALUE OF CHARITABLE LEAD UNITRUST	1,588,689.
TOTAL TO FORM 990-PF, PART III, LINE 3	7,940,405.

FORM 990-PF	OTHER DECREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	11
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DESCRIPTION	AMOUNT
INCREASE IN DEFERRED TAX LIABILITY	18,377.
RECONCILIATION FROM FINANCIALS TO FORM K-1'S FOR PARTNERSHIPS	587,000.
TOTAL TO FORM 990-PF, PART III, LINE 5	605,377.

FORM 990-PF	CORPORATE BONDS	STATEMENT	12
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
LOGAN CIRCLE	4,227,100.	4,227,100.
TOTAL TO FORM 990-PF, PART II, LINE 10C	4,227,100.	4,227,100.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	13
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
TPG - AXON PARTNERS	FMV	201,935.	201,935.
AXIOM INTERNATIONAL	FMV	11,094,773.	11,094,773.
VARDE INVESTMENT PARTNERS	FMV	11,476,477.	11,476,477.
BRAHMAN PARTNERS II	FMV	8,714,370.	8,714,370.
ONE EAST PARTNERS	FMV	290,465.	290,465.
OCH-ZIFF OVERSEAS FUND II	FMV	10,850,558.	10,850,558.
CANYON VALUE REALIZATION FUND	FMV	11,061,233.	11,061,233.
GSO CAPITAL SOLUTIONS OVERSEAS	FMV	1,457,901.	1,457,901.
VPARTNERS III	FMV	3,130,903.	3,130,903.
JVP MEDIA V	FMV	1,873,999.	1,873,999.

GOLDMAN SACHS VINTAGE FUND II	FMV	164,087.	164,087.
IRVING PLACE CAPITAL	FMV	44,634.	44,634.
SHELTER VENTURE FUND	FMV	148,487.	148,487.
CERBERUS ASIA PARTNERS	FMV	0.	0.
ENTREPRENEURIAL III	FMV	2,559.	2,559.
PRIVATE EQUITY PARTNERS XIV	FMV	7,625.	7,625.
MONTAUK SECURITY BUYOUT	FMV	0.	0.
KRG/GREENBRIAR PARTNERS	FMV	44,633.	44,633.
PRIVATE EQUITY PARTNERS XVIII	FMV	0.	0.
STRUCTURED PRODUCTS III	FMV	31,282.	31,282.
MILLENIUM	FMV	4,768,954.	4,768,954.
MEJOR ANGORA LLC	COST	419,050.	419,050.
EDMUNDS HOLDING COMPANY	COST	220,171.	220,171.
SHANNON RIVER PARTNERS	FMV	3,713,745.	3,713,745.
V3 REALTY PARTNERS	FMV	4,570,391.	4,570,391.
JVP OPPURTUNITIES FUND	FMV	32,859.	32,859.
VANGUARD	FMV	39,072,090.	39,072,090.
HARBOR FUNDS	FMV	2,269,976.	2,269,976.
EATON VANCE	FMV	8,132,269.	8,132,269.
YORK INVESTMENT LIMITED	FMV	10,530,942.	10,530,942.
BLACKSTONE RESOURCES OFFSHORE	FMV	3,432,601.	3,432,601.
HAWKEYE CAPITAL OFFSHORE	FMV	5,584,554.	5,584,554.
LAKEWOOD CAPITAL OFFSHORE FUND, LTD	FMV	6,084,828.	6,084,828.
JVP VII	FMV	1,637,467.	1,637,467.
VIOLA PARTNERS FUND 4	FMV	926,247.	926,247.
HOPLITE OFFSHORE	FMV	4,830,138.	4,830,138.
CORVEX OFFSHORE II LTD	FMV	9,569,489.	9,569,489.
SANDERSON INTERNATIONAL VALUE FUND	FMV	7,930,621.	7,930,621.
JVP VII OPPORTUNITY LP	FMV	485,715.	485,715.
RIVULET CAPITAL	FMV	3,002,085.	3,002,085.
ARISTOTLE BOSTON SMALL CAP EQUITY	FMV		
ACCOUNT		9,135,946.	9,135,946.
ROYCE FUNDS	FMV	0.	0.
TOTAL TO FORM 990-PF, PART II, LINE 13		186,946,059.	186,946,059.

FORM 990-PF	DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT	STATEMENT	14
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DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
FURNITURE AND EQUIPMENT	290,549.	255,016.	35,533.
TOTAL TO FM 990-PF, PART II, LN 14	290,549.	255,016.	35,533.

FORM 990-PF	OTHER LIABILITIES	STATEMENT 15
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DESCRIPTION	BOY AMOUNT	EOY AMOUNT
DEFERRED TAX LIABILITY	799,579.	817,956.
TOTAL TO FORM 990-PF, PART II, LINE 22	799,579.	817,956.

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT 16
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NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
ANGELICA BERRIE C/O THE RUSS BERRIE FD., 300 FRANK W. BURR BLVD., BLDG EAST TEANECK, NJ 07666	PRESIDENT/TRUSTEE 20.00	0.	0.	0.
SCOTT BERRIE C/O THE RUSS BERRIE FD., 300 FRANK W. BURR BLVD., BLDG EAST TEANECK, NJ 07666	VICE PRESIDENT 10.00	0.	0.	0.
MYRON ROSNER C/O THE RUSS BERRIE FD., 300 FRANK W. BURR BLVD., BLDG EAST TEANECK, NJ 07666	SECRETARY 15.00	0.	0.	0.
STEPHEN SEIDEN C/O THE RUSS BERRIE FD., 300 FRANK W. BURR BLVD., BLDG EAST TEANECK, NJ 07666	TREASURER 10.00	0.	0.	0.
NORMAN SEIDEN C/O THE RUSS BERRIE FD., 300 FRANK W. BURR BLVD., BLDG EAST TEANECK, NJ 07666	TRUSTEE 5.00	0.	0.	0.
ILAN KAUFTHAL C/O THE RUSS BERRIE FD., 300 FRANK W. BURR BLVD., BLDG EAST TEANECK, NJ 07666	TRUSTEE 5.00	0.	0.	0.

THE RUSSELL BERRIE FOUNDATION, A NEW JER

22-2620908

RUTH SALZMAN	CEO				
C/O THE RUSS BERRIE FD., 300 FRANK					
W. BURR BLVD., BLDG EAST	40.00	406,000.	33,914.	0.	
TEANECK, NJ 07666					
ADAM HIRSCH	CFO				
C/O THE RUSS BERRIE FD., 300 FRANK					
W. BURR BLVD., BLDG EAST	40.00	255,000.	34,273.	0.	
TEANECK, NJ 07666					
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		661,000.	68,187.	0.	

2016 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1

990-PF

Asset No	Description	Date Acquired	Method	Life	Conv	Line No	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	* Reduction In Basis	Basis For Depreciation	Beginning Accumulated Depreciation	Current Sec 179 Expense	Current Year Deduction	Ending Accumulated Depreciation
1	FURNITURE AND EQUIPMENT	VARIOUS	SL	.000		16	290,549.				290,549.	255,016.		0.	255,016.
	* TOTAL 990-PF PG 1 DEPR						290,549.				290,549.	255,016.		0.	255,016.

628111 04-01-16

(D) - Asset disposed

* ITC, Salvage, Bonus, Commercial Revitalization Deduction, GO Zone

Russell Berrie Foundation, a New Jersey Nonprofit Corporation
Form 990-PF
Part IV, Line 1c
Schedule A

ALTERNATIVE INVESTMENTS

Cerberus Asia Partners	\$	2,205
Goldman Sachs Vintage Fund II		70,440
GSO Capital Solutions Overseas		685,672
Hoplite Offshore		2,163,209
JVP OP. VI		1,953,669
One East		280,434
Shelter Venture Fund		164,532
V3 Realty Partners		1,750,000
Varde Investment Partners		2,311,922
JVP VII		110,170
VPartners III		474,505
	<u>\$</u>	<u>9,966,758</u>

Russell Berrie Foundation a New Jersey Nonprofit Corporation
Form 990 PF
Part I Line 11
Statement B

	Ordinary/ Income	Other Inc. (Loss)	
Axiom	256,544	(171,497)	
Entre RE III	(838)	-	
Irving Place Capital	(6)	1,290	
JVP Opportunity VI	-	(4,070)	
JVP VII	-	(122,378)	
JVP Opportunity VII	-	(43,177)	
Vintage	-	(2,280)	
Vintage II	(440)	(1,286)	
Sanderson International	-	(25,557)	
VPartners III	-	(66,553)	
	255,260	(435,508)	(180,248)

Shalom Hartman Institute – Be’eri Initiative
FY 2016

Amount and Date of Grants Paid

2/29/2016	\$450,000
5/16/2016	\$350,000
12/15/2016	\$700,000

The Purpose of the Grant

The Be’eri program, which pioneers a new model for secular Jewish pluralism, works with select schools in Israel to empower educators, students, and parents to serve as change agents active in transforming Jewish studies from a marginal discipline into a cornerstone of secular Israeli education.

Dates of reports received from the Grantee

1/18/2016: Organization: (1/1/2016 to 12/31/2016): a projected sources and uses annual operating budget for the coming fiscal year.

1/18/2016: Organization: (1/1/2016 to 12/31/2016): a monthly cash flow report with projections for 12 months rolling forward.

1/20/2016: Be’eri Program: Challenge/Match documentation: To raise up to \$100,000 from other sources for program support between 9/1/2014 and 12/31/2015, with submission of written pledges or a written statement by SHI’s CFO certifying that the funds were raised.

2/8/2016: Organization: (1/1/2015 to 12/31/2015): a cumulative comparison of budgeted vs. actual sources & uses of funds statement that summarizes the January to August, September to December, and January to December periods.

2/8/2016: Organization: (1/1/2015 to 12/31/2015): a detailed fundraising report that includes a list of collected pledges, showing donor name & amount, earned and indirect income, in-kind contributions from public and private sources.

2/8/2016: A copy of the 2014 IRS 990 form from the Shalom Hartman Institute of North America.

2/8/2016: A copy of the 2014 audited financial statements from Shalom Hartman Institute and Shalom Hartman Institute of North America.

- 3/31/2016: Be'eri Program: (9/1/2015 to 2/28/2016): a semi-annual analysis on progress of program development & program outputs/outcomes/benchmarks. Report details any unexpected circumstances, program & areas of concern that may alter the business plan or expected outcomes. The report includes a section by the external evaluator on the progress and outcomes of the formal evaluation.
- 3/31/2016: Be'eri Program: (9/1/2015 to 2/28/2016): a report on program expenditures and revenues comparing actual to budgeted amount and explaining positive and negative variances.
- 3/31/2016: Be'eri Program: (9/1/2015 to 2/28/2016): a list of pledged contributions, collected pledges showing donor name & amount, earned & indirect income, in-kind contributions from public and private sources.
- 6/15/2016: Be'eri Program: an annual program budget for the coming academic/program year with an indication of projected expenses and revenues for the program year based on the Be'eri projected program budget for 2014-2017.
- 7/15/2016: Organization: a revised projected operating budget for the current fiscal year, if adopted by the SHI board.
- 7/15/2016: Organization: a monthly cash flow report with projections for 12 months rolling forward.
- 9/30/2016: Be'eri Program: a program year-end analysis on progress of program development & program outputs/outcomes/benchmarks. Report details any unexpected circumstances, areas of concern that may alter the business plan or expected outcomes. The report shall also include a section by the external evaluator on the progress and outcomes of the formal evaluation.
- 9/30/2016: Be'eri Program: (9/1/2015 to 8/31/2016): a list of pledged contributions showing donor name & amount, earned & indirect income, in-kind contributions from public and private sources that should directly correspond to the report of program expenditures and revenues.
- 9/30/2016: Be'eri Program: an updated monthly cash flow projection for 12-months rolling forward.
- 9/30/2016: Be'eri Program: (9/1/15 - 8/31/16: annual report of (1) program expenditures & revenues comparing actual to budget amount & explaining positive & negative variances; (2) comparison of budgeted vs. actual sources & uses of funds statement in US dollars.

10/14/2016: Organization: (1/1/2015 to 8/31/2015): a semi-annual comparison of budgeted vs. actual sources and uses of funds statement.

10/14/2016: Organization (1/1/2015 to 8/31/2015): a detailed fundraising report that includes a list of collected pledges, showing donor name & amount, earned and indirect income, in-kind contributions from public and private sources.

12/12/2016: A formal evaluation report of the Be'eri Program.

**Shalom Hartman Institute -
David Hartman Center for Intellectual Leadership
FY 2016**

Amount and Date of Grants Paid: \$0

(\$200,000 payment disbursed in 2015)

The Purpose of the Grant

To support the Advanced Beit Midrash Program at the David Hartman Center for Intellectual Leadership. The Center, launched in Fall 2014, honors the legacy of Institute founder Rabbi Prof. David Hartman by advancing his mission of creating a training ground for the cultivation of the next generation of committed intellectual leaders. The Advanced Beit Midrash is a text-based study program that challenges exceptional students at the start of their doctoral path to expand their intellectual horizons. Participants benefit from the tutelage and mentorship of leading Hartman Institute scholars and faculty.

Dates of reports received from the Grantee

- 10/17/2016: For the period 9/1/2015 to 8/31/2016, a detailed narrative description of what was accomplished by the grant, including a description of progress made toward achieving the goals, specific outcomes, unexpected circumstances, problems, areas of concern, successes, and lessons learned.
- 10/17/2016: For the period 9/1/2015 to 8/31/2016: a financial statement in US dollars on all expenditures of Foundation funds and any earned income on those funds during the grant period.

Shalom Hartman Institute - Muslim Leadership Initiative
FY 2016

Amount and Date of Grants Paid:

6/29/2016 \$100,000

The Purpose of the Grant:

The Muslim Leadership Initiative brings together an elite group of emerging North American Muslim leaders to study Judaism and Israel. Participants are drawn from a cross-section of academic institutions and religious and community organizations. The goal is to help transform the relationship between American Jews and American Muslims.

Dates of reports received from the Grantee:

- 4/1/2016: For the period 9/1/2015 to 2/28/2016, a financial statement in US dollars on all expenditures of Foundation grant funds and any income earned on those funds.
- 4/1/2016: For the period 9/1/2015 - 2/28/2016: a narrative progress report that describes activities, outcomes, unexpected circumstances, problems, areas of concern, successes from:
- (1) Cohort 1: Amumni Retreat North America (Nov 2015)
 - (2) Cohort 2: Long-distance learning (Sep-Oct 2015)
 - (3) Cohort 2: North American Retreat (Nov. 2015)
 - (4) Cohort 2: Winter Seminar in Jerusalem (Jan. 2016)
 - (5) Cohort 3: Long-distance learning (Sep-Feb 2016)
 - (6) Cohort 3: North America Retreat (Nov. 2015)
 - (7) Cohort 3: Long-distance Learning (Dec 2015-Feb 2016)
- 10/7/2016: For the period 3/1/2016 - 8/31/2016: a final narrative progress report that summarizes the activities, outcomes, unexpected circumstances, problems, areas of concern, and successes of the program.
- 10/7/2016: A final cumulative financial report on the line item program expenses and income (projected vs. actual) from 9/1/2014 - 8/31/2016; and an explanation of any variances in the projected budget vs actual revenues and expenses.

**Shalom Hartman Institute -
David Hartman Junior Fellows Program
FY 2016**

Amount and Date of Grants Paid:

10/26/2016: \$200,000

The Purpose of the Grant

To Support the David Hartman Center Junior Fellows Program. This program will cultivate leading academics capable of developing compelling Jewish ideas that are able to compete in the modern marketplace of identities and thought and revitalize Judaism and Israeli society. This will be achieved through close mentorship, weekly study sessions, and the integration of Fellows into the life of the Institute through inclusion in Kogod Center research teams and as members of the Hartman teaching faculty.

Dates of reports received from the Grantee

- No reports received in FY 2016. All reports are due in 2017 and 2018.

Center for Interreligious Understanding (CIU)
FY 2016

Amount and Date of Grants Paid

6/23/2016	\$100,000
12/22/2016	\$100,000

The Purpose of the Grant

General operating support for the mission of the CIU: to explore the theological foundations and common goals of the world's religions, to prevent religious stereotypes and intolerance, and to foster genuine understanding.

Dates reports were received from the Grantee

2/19/2016	For the period 7/1/2015 – 2/15/2016: an interim narrative report describing accomplishments including progress made toward achieving the goals of the Grant, what were the outcomes, unexpected circumstances, problems and areas of concern, and successes achieved.
5/16/2016	A projected budget for FY 2016-2017
5/16/2016	For the period 6/1/2015 to 5/16/2016; a fundraising report including pledge cards/letters and copies of canceled checks of donations received from other sources.
5/16/2016	For the period 7/1/2015 to 3/31/2016; a financial report on how Foundation funds were spent through the 3 rd quarter of CIU's fiscal year; includes a revenue and expense report.
9/30/2016	A final year-end financial statement for the period 7/1/2015 to 6/30/2016 on all expenditures of Grant funds and any income earned on those funds.
9/30/2016	A final cumulative narrative report for the period 7/1/2015 to 6/30/2016 on what was accomplished by the Grant, progress made toward achieving goals, specific outcomes and impact, unexpected circumstances, problems, areas of concern, successes achieved, keys to success and lessons learned.

Migal Applied Research Ltd.

Establishment of a Researcher/Entrepreneur Program to promote regional development in the Galilee through new biotechnology initiatives

FY 2016

Amount Paid:

5/11/2016 \$500,000

The Purpose of the Grant:

To establish a Researcher/Entrepreneur (R/E) Program to promote regional development in the northern periphery of Israel, in the Galilee region, through the development of new biotechnology initiatives and to encourage technological entrepreneurship in the fields of medicine, environment, agriculture and nutrition. These fields will allow development of the economy of the Galilee, creating jobs through the commercialization of intellectual property generated by the Program including earnings to invest in future research and developing technologies and products that have a positive impact on the quality of life for the residents of the Galilee. The Program will provide the academic and laboratory infrastructure of a university, with the business support services of a technological incubator.

Dates of reports received from the Grantee:

- 3/1/2016: For the period 7/1/2015 to 12/31/2015: a semi-annual financial report on the R/E program compared to current year projected program budget with an explanation of variances based on the 5-year R/E program pro-forma sources of revenue budget in Appendix 2. Includes all expenditures of Foundation Grant Funds and a report on all sources of funds including all intellectual property and other income.
- 3/1/2016: For the period 1/1/2015 to 12/31/2015: a year-end narrative report that includes an updated work plan that shows which objectives were completed, in process, and incomplete based on the projected work plan in Appendix 1 of the MOU. Includes reports on the progress of all efforts to exploit the commercial potential of the intellectual property including the form & term under which the intellectual property is made available.
- 3/1/2016: For the period 1/1/2015 to 12/31/2015: a program year-end narrative report based on individual work plans and benchmarks from the Steering Committee including: (a) description of individual Work Plan for each R/E project; indicate if changes were made; (b) rationale for approving the project, indicate if changes were made; (c) amount of innovation expenses approved for each R/E project & amount of innovation expenses spent to date for each R/E approved project; (d) the benchmarks/milestones for each R/E project; (e) commentary on progress in reaching benchmarks/milestones for each R/E project as reported by the Steering Committee.

- 3/1/2016: For the period 1/1/2015 to 12/31/2015: a grant funds expenditures report on how the Foundation's funds were applied to the budget during the reporting period compared to the projected amount of how the funding would be allocated to the R/E program based on the chart found in Appendix 7 of the MOU.
- 3/1/2016: For MAR, an actual revenue and expense report compared to the annual organizational budget with explanations of variances from in a reporting format based on the 5-year R/E projected budgets for fiscal years 2013-2016 found in Appendix 8. Includes all sources of funds -- Government of Israel and its Ministries, EU, and other philanthropic sources of funds.
- 4/6/2017: An updated cash flow forecast through 3/31/2016.
- 4/7/2016: Annual audited financial statements for FY 2015 for Migal and MAR.
- 4/26/2016: For Migal, an actual revenue & expense report compared to the annual organizational budget with explanations of variances from the original budget; must include all sources of funding.
- 8/30/2016: For the period 1/1/2016 to 6/30/2016: a semi-annual narrative report on the individual R/E projects based on work plans and benchmarks. A narrative report from the Steering Committee that includes (a) description of individual Work Plan for each R/E project; indicate if changes were made; (b) rationale for approving the project, indicate if changes were made; (c) amount of innovation expenses approved for each R/E project & amount of innovation expenses spent to date for each R/E approved project; (d) the benchmarks/ milestones for each R/E project; (e) commentary on progress in reaching benchmarks/milestones for each R/E project as reported by the Steering Committee.
- 8/30/2016: For the period 1/1/2016 to 6/30/2016: an updated work plan that shows which objectives are completed, in process, and/or incomplete based on the projected work plan in Appendix 1 of the MOU. A narrative that gives a detailed explanation of any variances to work plan such as why an objective is incomplete, still in progress or not yet started. To include reports on the progress of all efforts to exploit the commercial potential of the intellectual property including the form and term under which the intellectual property is made available.
- 8/30/2016: Receipt of proper management approval; certificate of good management from the Government of Israel.
- 8/30/2016: A rolling cash flow forecast covering the next 12-month period. The report includes Foundation funds and other funds raised for all of the R/E projects including income earned in US dollars.
- 11/29/2016: MAR – an updated projected payment schedule and workplan.

12/15/2016: A projected annual organizational budget for MAR for the next fiscal year using the format found in Appendix 8 of the MOU. The report includes all sources of funds including Government of Israel and its Ministries, EU, and other philanthropic sources. The projected budget shows detailed sources and uses of funds.

12/15/2016: For Migal, a projected annual organization budget for the next fiscal year with detailed sources and uses of funds. The budget includes all sources of funds received including from the Israel Government and its Ministries, EU and other philanthropic sources.