SCANNED NOV 27 2017

EXTENDED TO NOVEMBER 15, 2017

Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

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

OMB No 1545-0052

2016

Open to Public Inspection

For calendar year 2016 or tax year beginning , and ending

Name of foundation: THE SANDRA KUPPERMAN FOUNDATION, INC.

A Employer identification number: 22-3526092

Number and street (or P O box number if mail is not delivered to street address): 350 MOUNT KEMBLE AVE., PO BOX 1917 — Room/suite:

B Telephone number: 973-631-6040

City or town, state or province, country, and ZIP or foreign postal code: MORRISTOWN, NJ 07962-1917

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

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

D 1. Foreign organizations, check here ▶ [ ]

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

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 1,863,520.

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

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

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))	(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			N/A	
2 Check ▶ [X] if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	41,898.	41,898.		STATEMENT 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	-5,799.			
b Gross sales price for all assets on line 6a 1,073,824.				
7 Capital gain net income (from Part IV, line 2)		0.		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss)				
11 Other income				
12 **Total** Add lines 1 through 11	36,099.	41,898.		
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc	0.	0.		0.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees				
b Accounting fees STMT 2	4,100.	2,050.		2,050.
c Other professional fees				
17 Interest				
18 Taxes				
19 Depreciation and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses STMT 3	14,321.	14,321.		0.
24 **Total operating and administrative expenses** Add lines 13 through 23	18,421.	16,371.		2,050.
25 Contributions, gifts, grants paid	100,000.			100,000.
26 **Total expenses and disbursements.** Add lines 24 and 25	118,421.	16,371.		102,050.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	-82,322.			
b **Net investment income** (if negative, enter -0-)		25,527.		
c **Adjusted net income** (if negative, enter -0-)			N/A	

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623501 11-23-16 LHA **For Paperwork Reduction Act Notice, see instructions.** Form **990-PF** (2016)

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13

Part II Balance Sheets (Attached schedules and amounts in the description column should be for end-of-year amounts only)		Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	84,591.	24,751.	24,751.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 4	612,302.	558,464.	686,631.
	c Investments - corporate bonds STMT 5	136,688.	85,223.	77,062.
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 6	859,491.	1,057,086.	1,075,076.
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶ STATEMENT 7)	114,774.	0.	0.
	16 **Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	1,807,846.	1,725,524.	1,863,520.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ [X] and complete lines 24 through 26 and lines 30 and 31**			
	24 Unrestricted	1,807,846.	1,725,524.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ [ ] and complete lines 27 through 31			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 **Total net assets or fund balances**	1,807,846.	1,725,524.	
	31 **Total liabilities and net assets/fund balances**	1,807,846.	1,725,524.	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,807,846.
2	Enter amount from Part I, line 27a	2	-82,322.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	1,725,524.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,725,524.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	SEE ATTACHED SCHEDULE D	P	01/01/15	12/31/16
b	VARIOUS SECURITIES LITIGATION PROCEEDS	P	01/01/15	12/31/16
c	CAPITAL GAINS DIVIDENDS			
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	1,064,370.		1,079,623.	-15,253.
b	448.			448.
c	9,006.			9,006.
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				-15,253.
b				448.
c				9,006.
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	-5,799.
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	67,025.	1,792,098.	.037400
2014	44,400.	1,497,176.	.029656
2013	70,000.	226,768.	.308686
2012			
2011			

2	**Total** of line 1, column (d)	2	.375742
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	.125247
4	Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	1,857,712.
5	Multiply line 4 by line 3	5	232,673.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	255.
7	Add lines 5 and 6	7	232,928.
8	Enter qualifying distributions from Part XII, line 4	8	102,050.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ______ (attach copy of letter if necessary-see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	1	511.
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	511.
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	511.
6	Credits/Payments:		
a	2016 estimated tax payments and 2015 overpayment credited to 2016 — 6a: 5,094.		
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	5,094.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	
9	**Tax due** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	
10	**Overpayment** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	4,583.
11	Enter the amount of line 10 to be: **Credited to 2017 estimated tax** ▶ 4,583. **Refunded** ▶	11	0.

Part VII-A **Statements Regarding Activities**

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)?	1b		X
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ $ 0. (2) On foundation managers. ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ 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*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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

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

Website address ▶ N/A

14 The books are in care of ▶ JAMES B. GARLAND, ESQ Telephone no. ▶ 973-631-6040
Located at ▶ 350 MT. KEMBLE AVE., PO BOX 1917, MORRISTOWN, NJ ZIP+4 ▶ 07962-1917

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A

			Yes	No
16	At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ▶			

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

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

				Yes	No
1a	During the year did the foundation (either directly or indirectly):				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception**. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016?		1c		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?	☐ Yes ☒ No			
	If "Yes," list the years ▶ ______, ______, ______, ______				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.)	N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ ______, ______, ______, ______				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 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.)*	N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?		4b		X

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

5a During the year did the foundation pay or incur any amount to:			
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	[ ] Yes [X] 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 [X] No		
(3) Provide a grant to an individual for travel, study, or other similar purposes?	[ ] Yes [X] No		
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions)	[ ] Yes [X] 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 [X] No		
b If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?	N/A	5b	
Organizations relying on a current notice regarding disaster assistance check here	▶ [ ]		
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A	[ ] Yes [ ] No		
If "Yes," attach the statement required by Regulations section 53.4945-5(d).			
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	[ ] Yes [X] No		
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b	X
If "Yes" to 6b, file Form 8870.			
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	[ ] Yes [X] No		
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A	7b	

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
JAMES B. GARLAND, ESQ 350 MT. KEMBLE AVE., BOX 1917 MORRISTOWN, NJ 07962-1917	PRESIDENT 0.00	0.	0.	0.
CONCETTA R. ZGODA 350 MT. KEMBLE AVE., BOX 1917 MORRISTOWN, NJ 07962-1917	SECRETARY 0.00	0.	0.	0.
TIMOTHY L. SMITH 2001 ROUTE 46, SUITE 506 PARSIPPANY, NJ 07054	TREASURER 0.00	0.	0.	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
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. 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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	1,816,050.
b	Average of monthly cash balances	1b	69,952.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	1,886,002.
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	1,886,002.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	28,290.
5	**Net value of noncharitable-use assets** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,857,712.
6	**Minimum investment return** Enter 5% of line 5	6	92,886.

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	92,886.
2a	Tax on investment income for 2016 from Part VI, line 5 — 2a: 511.		
b	Income tax for 2016. (This does not include the tax from Part VI.) — 2b:		
c	Add lines 2a and 2b	2c	511.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	92,375.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	92,375.
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	92,375.

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	102,050.
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	102,050.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	**Adjusted qualifying distributions** Subtract line 5 from line 4	6	102,050.

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				92,375.
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				
b From 2012				
c From 2013 12,718.				
d From 2014				
e From 2015				
f Total of lines 3a through e	12,718.			
4 Qualifying distributions for 2016 from Part XII, line 4: ▶ $ 102,050.				
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				92,375.
e Remaining amount distributed out of corpus	9,675.			
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	22,393.			
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	0.			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	22,393.			
10 Analysis of line 9:				
a Excess from 2012				
b Excess from 2013 12,718.				
c Excess from 2014				
d Excess from 2015				
e Excess from 2016 9,675.				

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

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

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

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

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

1 **Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient: Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
SKYLINE THEATRE COMPANY 12-45 RIVER ROAD, #121 FAIR LAWN, NJ 07410	N/A	PUBLIC CHARITY	UNRESTRICTED	25,000.
CENTENARY STATE COMPANY 400 JEFFERSON STREET HACKETTSTOWN, NJ 07840	N/A	PUBLIC CHARITY	UNRESTRICTED	5,000.
MAYO PERFORMING ARTS CENTER 100 SOUTH STREET MORRISTOWN, NJ 07960	N/A	PUBLIC CHARITY	UNRESTRICTED	7,500.
DAYTOP VILLAGE OF NEW JERSEY, INC. 80 WEST MAIN STREET MENDHAM, NJ 07945	N/A	PUBLIC CHARITY	UNRESTRICTED	7,500.
COMMUNITY SOUP KITCHEN & OUTREACH CENTER 36 SOUTH STREET MORRISTOWN, NJ 07960	N/A	PUBLIC CHARITY	UNRESTRICTED	25,000.
Total SEE CONTINUATION SHEET(S)			▶ 3a	100,000.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	41,898.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			14	9,006.	-14,805.
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		50,904.	-14,805.

13 Total Add line 12, columns (b), (d), and (e) 13 36,099.

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

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

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

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

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

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

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

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here

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

Signature of officer or trustee — Date: 11/14/17 — Title: PRESIDENT

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
DANIEL DUNN	Dan Dunn CPA	11/09/17		P01433866

Firm's name ▶ MCCABE HEIDRICH & WONG, P.C. — Firm's EIN ▶ 22-3146187

Firm's address ▶ 4 GATEHALL DRIVE PARSIPPANY, NJ 07054-4518 — Phone no. (973) 605-1040

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
WASHINGTON ASSOCIATION OF NEW JERSEY P.O. BOX 1473 MORRISTOWN, NJ 07962	N/A	PUBLIC CHARITY	UNRESTRICTED	2,500.
THE JILLIAN FUND P.O. BOX 690 PINE BROOK, NJ 07058	N/A	PUBLIC CHARITY	UNRESTRICTED	17,500.
CARING CONTACT P.O. BOX 2376 WESTFIELD, NJ 07091	N/A	PUBLIC CHARITY	UNRESTRICTED	10,000.
Total from continuation sheets				30,000.

623631
04-01-16

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
PNC INSTITUTIONAL INVESTMENTS - NOMINEE	50,904.	9,006.	41,898.	41,898.	
TO PART I, LINE 4	50,904.	9,006.	41,898.	41,898.	

FORM 990-PF ACCOUNTING FEES STATEMENT 2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	4,100.	2,050.		2,050.
TO FORM 990-PF, PG 1, LN 16B	4,100.	2,050.		2,050.

FORM 990-PF OTHER EXPENSES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES	14,321.	14,321.		0.
TO FORM 990-PF, PG 1, LN 23	14,321.	14,321.		0.

FORM 990-PF CORPORATE STOCK STATEMENT 4

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED STATEMENT A	558,464.	686,631.
TOTAL TO FORM 990-PF, PART II, LINE 10B	558,464.	686,631.

FORM 990-PF	CORPORATE BONDS	STATEMENT 5

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED STATEMENT B	85,223.	77,062.
TOTAL TO FORM 990-PF, PART II, LINE 10C	85,223.	77,062.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT 6

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED STATEMENT C	COST	1,057,086.	1,075,076.
TOTAL TO FORM 990-PF, PART II, LINE 13		1,057,086.	1,075,076.

FORM 990-PF	OTHER ASSETS	STATEMENT 7

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
CONTRIBUTION IN TRANSIT	114,774.	0.	0.
TO FORM 990-PF, PART II, LINE 15	114,774.	0.	0.

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The Sandra Kupperman Foundation, Inc
EIN. 22-3526092
Investments - Corporate Stock
For the Year Ended 12/31/16

Security	# of Shares	December 31, 2015 Cost Basis	FMV
BURLINGTON STORES INC	80	6,517 62	6,780 00
CBS CORP CLASS B WI	130	6,770 29	8,270 60
COMCAST CORPORATION	215	11,337 57	14,845 75
DICK'S SPORTING GOODS, INC	110	6,598 04	5,841 00
DISNEY WALT CO	127	9,637 12	13,235 94
HOME DEPOT INC	105	9,192 66	14,078 40
MOHAWK INDS INC	30	6,395 07	5,990 40
NIKE INC	165	9,570 01	8,386 95
O'REILLY AUTOMOTIVE INC	40	9,741 36	11,136 40
WYNDHAM WORLDWIDE CORP	105	7,638 52	8,018 85
ALTRIA GROUP INC	135	5,038 20	9,128 70
CONSTELLATION BRANDS INC	90	7,332 18	13,797 90
DR PEPPER SNAPPLE GROUP INC	145	9,595 43	13,147 15
KRAFT HEINZ CO	130	11,452 66	11,351 60
PEPSICO INC	110	11,410 25	11,509 30
TYSON FOODS INC	95	6,415 57	5,859 60
DEVON ENERGY CORP NEW	160	6,572 34	7,307 20
EXXON MOBIL CORP	75	3,623 36	6,769 50
SCHLUMBERGER LTD	140	12,471 03	11,753 00
TOTAL SA	210	10,378 39	10,703 70
VALERO ENERGY CORP	100	6,783 03	6,832 00
BANK NEW YORK MELLON CORP COM	155	6,218 06	7,343 90
CITIZENS FINANCIAL GROUP	335	10,160 62	11,936 05
JPMORGAN CHASE & CO	290	14,011 64	25,024 10
MORGAN STANLEY	235	7,853 54	9,928 75
NORTHERN TRUST CORP	135	9,602.12	12,021 75
S&P GLOBAL INC	90	9,789 32	9,678 60
STATE STR CORP	145	10,222 27	11,269 40
SUNTRUST BANKS INC	236	9,762 73	12,944 60
VISA INC	110	6,031 77	8,582 20
WELLS FARGO & COMPANY	160	5,251 20	8,817 60
ABBOTT LABORATORIES INC	165	6,331 28	6,337 65
AETNA INC	65	4,631 12	8,060 65
AMGEN INC	85	10,251 45	12,427 85
BIOGEN INC	25	8,027 72	7,089 50
EDWARDS LIFESCIENCES CORP	85	5,639 59	7,964 50
JOHNSON & JOHNSON	120	7,010 70	13,825 20
PFIZER INC	415	13,853 20	13,479 20
THERMO FISHER SCIENTIFIC INC	60	7,978 90	8,466 00
UNITEDHEALTH GROUP INC	45	6,394 78	7,201 80
INGERSOLL-RAND PLC	100	6,650 81	7,504 00
BERRY PLASTICS GROUP INC	205	9,172 73	9,989 65
CINTAS CORP	80	6,424 57	9,244 80
EQUIFAX INC	50	6,144 47	5,911 50
GENERAL DYNAMICS CORP	65	9,130 69	11,222 90
GENERAL ELECTRIC CO	220	5,780 44	6,952 00
HONEYWELL INTL INC	90	8,958 51	10,426 50
ILLINOIS TOOL WORKS INC	75	7,081 22	9,184 50
NORTHROP GRUMMAN CORP	45	7,453 69	10,466 10
RAYTHEON COPANY	50	6,364 09	7,100 00
ACCENTURE PLC CLASS A	70	7,042 91	8,199 10
ALPHABET INC	28	14,943 26	22,188 60
APPLE INC	155	7,798 49	17,952 10
APPLIED MATERIALS INC	350	9,078 48	11,294 50
CISCO SYSTEMS INC	190	4,191 21	5,741 80
FACEBOOK INC A	145	16,465 73	16,682 25
INTEL CORP	190	6,705 47	6,891 30
LAM RESEARCH CORP	115	9,413 83	12,158 95
MICROSOFT CORP	131	4,182 26	8,140 34
TEXAS INSTRUMENTS INC	165	9,416 76	12,040 05
VANTIV INC CLASS A	120	6,595 86	7,154 40
DOW CHEMICAL CO	175	9,107 93	10,013 50
VULCAN MATERIALS CO	55	6,875 53	6,883 25
PROLOGIS INC	150	7,903 76	7,918 50
SIMON PROPERTY GROUP INC	30	6,160 68	5,330 10
VERIZON COMMUNICATIONS INC	250	12,141 83	13,345 00
AMERICAN WATER WORKS CO INC	100	6,444 86	7,236 00
WEC ENERGY GROUP INC	210	7,340 86	12,316 50
Total Corporate Stock		**558,463.64**	**686,631.43**

STATEMENT A

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The Sandra Kupperman Foundation, Inc
EIN: 22-3526092
Investments - Corporate Bonds
For the Year Ended 12/31/16

		December 31, 2015	
Security	**# of Shares**	**Cost Basis**	**FMV**
IBM CORP SR NOTES	25,000	28,563.25	25,749.25
UNITED PARCELL SERVICE SR NOTES	25,000	28,330.00	26,055.00
WYETH NOTE	25,000	28,329.50	25,257.75
TOTAL CORPORATE BONDS		**85,222.75**	**77,062.00**

STATEMENT B

G \Client Data\Kupperman\Foundation\Workpaper\2016\[Assets '16 xlsx]Bonds

The Sandra Kupperman Foundation, Inc
EIN: 22-3526092
Investments - Mutual Funds
For the Year Ended 12/31/16

Security	**# of Shares**	**December 31, 2015 Cost Basis**	**FMV**
ISHARES TIPS BOND	106.000	12,284 27	11,996.02
ISHARES CORE US AGGREGATE BOND ETF	1,130.000	125,397 60	122,107.80
ALLIANCEBERNSTEIN GLOBAL BD FD	5,626 450	48,500 00	46,980 86
BAIRD AGGREGATE BOND FUND	4,178 273	45,000.00	44,707 52
BLACKROCK STRATEGIC INCOME OPPORTUNITIES PORTFOLIO FUND	4,973 349	49,300 00	48,888.02
T ROWE PRICE INSTITUTIONAL	5,005.005	50,000.00	50,450.45
VANGUARD TOTAL BOND MARKET INDEX	6,760.274	73,800.00	71,996.92
DB X TRACKERS MSCI JAPAN HDG (DBJP) ETF	554.000	18,575.62	20,619 88
DEUTSCHE X-TRACKERS MSCI EUR (DBEU) ETF	1,485 000	37,064.12	37,674 45
ISHARES MSCI EMERGING MARKETS (EEM) ETF	617.000	21,965 39	21,601.17
ISHARES S&P SMALL CAP (IJS) 600 VALUE ETF	178 000	17,699 32	24,921.78
ISHARES S&P SMALL CAP (IJT) 600 GROWTH ETF	155.000	17,879.25	23,250 00
TECHNOLOGY SELECT SECTOR SPDR (XLK) FUND ETF	458.000	21,530.93	22,148 88
UTILITIES SELECT SECTOR SPDR (XLU) FUND ETF	480 000	23,710 11	23,313.60
VANGUARD FTSE EMERGING MARKETS (VWO) ETF	654 000	31,025 69	23,400 12
HARBOR INTERNATIONAL FUND	732.400	42,173.30	42,779.48
HARDING LOEVNER INTERNATIONAL EQUITY PORTFOLIO	2,218.614	36,254.48	39,557.89
MAINSTAY EPOCH GLOBAL EQUITY YIELD FUND	3,771 524	70,900 00	66,529.68
T ROWE PRICE MID CAP GROWTH INC FUND	747 359	56,000.00	56,328 45
T ROWE PRICE REAL ESTATE FUND	1,291.358	31,000 00	36,803 70
T ROWE PRICE REAL ESTATE FUND	434 995	11,518.21	12,397.36
TEMPLETON INSTITUTIONAL FUNDS (TFEQX) INTERNATIONAL	1,668 490	30,500.00	31,117.34
TOUCHSTONE MIDCAP VALUE FUND INS CLASS	2,795 979	44,500 00	50,159 86
WASATCH INTL OPPORTUNIT-INST	6,993 007	20,000 00	20,559.44
AQR EQUITY MARKET NEUTRAL LIQUID ALTERNATIVES	787.357	9,086 10	9,424.66
AQR MANAGED FUTURES STRATEGY FUND	617 596	6,336 54	5,755 99
DIAMOND HILL LONG-SHORT FUND	2,320.815	55,066.48	59,018 33
DRIEHAUS ACTIVE INCOME FUND	762.760	7,650 48	7,764.90
EATON VANCE GLOBAL MACRO ABSOLUTE RETURN FUND	2,011.079	18,047 11	18,180 15
GOLDMAN SACHES ABSOLUTE - RETURN TRACKER FUND	2,669.743	24,321 36	24,641 73
TOTAL MUTUAL FUNDS		**1,057,086.36**	**1,075,076.43**