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

Name of foundation ZS & M WILF FOUNDATION INC (FORMERLY Z&M FOUNDATION INC)		A Employer identification number 22-3553441	
Number and street (or P O box number if mail is not delivered to street address) 820 MORRIS TURNPIKE		B Telephone number (see instructions) (973) 924-8246	
City or town, state or province, country, and ZIP or foreign postal code SHORT HILLS, NJ 07078		C If exemption application is pending, check here ☐	
G Check all that apply ☐ Initial return ☐ Final return ☒ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ 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 ☒ 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) \$ 141,955,223		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐	
J Accounting method ☐ Cash ☒ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis)			

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	1,000,000			
	2 Check ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	2,068	2,068		
	4 Dividends and interest from securities . . .	4,615,948	4,615,948		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	-1,956,817			
	b Gross sales price for all assets on line 6a 33,943,363				
	7 Capital gain net income (from Part IV, line 2) . . .		6,610,143		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances _____				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	3,661,199	11,228,159		
	13 Compensation of officers, directors, trustees, etc	0	0		0
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	6,500	6,500		0
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions) . . .	116,942	4,756		26
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	867	867		0
	24 Total operating and administrative expenses. Add lines 13 through 23	124,309	12,123		26
	25 Contributions, gifts, grants paid	10,772,758			10,772,758
	26 Total expenses and disbursements. Add lines 24 and 25	10,897,067	12,123		10,772,784
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-7,235,868			
	b Net investment income (if negative, enter -0-)		11,216,036		
c Adjusted net income (if negative, enter -0-) . . .					

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value			
Assets	1	Cash—non-interest-bearing	3,913,124				
	2	Savings and temporary cash investments		1,634,339	1,634,339		
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____					
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____					
	5	Grants receivable					
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)					
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____					
	8	Inventories for sale or use					
	9	Prepaid expenses and deferred charges	46,040				
	10a	Investments—U S and state government obligations (attach schedule)	10,591,844	7,680,988	7,094,610		
	b	Investments—corporate stock (attach schedule)	68,222,371	52,363,226	82,247,962		
	c	Investments—corporate bonds (attach schedule)	36,249,428	46,182,823	45,621,756		
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____					
	12	Investments—mortgage loans					
	13	Investments—other (attach schedule)	1,384,873	5,356,556	5,356,556		
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____					
15	Other assets (describe ▶ _____)						
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	120,407,680	113,217,932	141,955,223			
Liabilities	17	Accounts payable and accrued expenses		46,120			
	18	Grants payable.					
	19	Deferred revenue					
	20	Loans from officers, directors, trustees, and other disqualified persons					
	21	Mortgages and other notes payable (attach schedule).					
	22	Other liabilities (describe ▶ _____)					
	23	Total liabilities (add lines 17 through 22)	0	46,120			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ☒ and complete lines 24 through 26 and lines 30 and 31.						
	24	Unrestricted	120,407,680	113,171,812			
	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 (see instructions)	120,407,680	113,171,812			
	31	Total liabilities and net assets/fund balances (see instructions) .	120,407,680	113,217,932			

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	120,407,680
2	Enter amount from Part I, line 27a	2	-7,235,868
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3	4	113,171,812
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	113,171,812

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1 a PUBLICLY TRADED SECURITIES			
b			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 33,943,363		27,333,220	6,610,143
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a			6,610,143
b			
c			
d			
e			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	6,610,143
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes
☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2015	6,987,668	139,150,105	0 050217
2014	5,227,002	129,558,500	0 040345
2013	5,657,795	116,020,843	0 048765
2012	4,219,847	107,931,070	0 039098
2011	4,933,653	100,287,014	0 049195
2 Total of line 1, column (d)			2 0 227620
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 0 045524
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5			4 136,427,535
5 Multiply line 4 by line 3			5 6,210,727
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 112,160
7 Add lines 5 and 6			7 6,322,887
8 Enter qualifying distributions from Part XII, line 4			8 10,772,784

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	112,160
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	112,160
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	112,160
6	Credits/Payments		
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	66,040
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	95,000
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d.	7	161,040
8	Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	1,243
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	47,637
11	Enter the amount of line 10 to be Credited to 2017 estimated tax ☐ 47,637 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	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>	1b	No
c Did the foundation file Form 1120-POL for this year?	1c	No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ☐ \$ 0 (2) On foundation managers ☐ \$ 0		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ 0		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>	2	No
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	3	No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	No
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>	5	No
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	7	Yes
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i>	8b	No
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	9	No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10	No

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	Yes	
14	The books are in care of ► CITRIN COOPERMAN Telephone no ► (212) 697-1000			

Located at **►** 529 FIFTH AVENUE NEW YORK NY ZIP+4 **►** 10017

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

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

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

1a	During the year did the foundation (either directly or indirectly)		Yes	No
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ 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)? ☐ Organizations relying on a current notice regarding disaster assistance check here. ► ☐	1b		
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		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? ☐ Yes ☒ No If "Yes," list the years ► 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions). ☐	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2016 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2016). ☐	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?	4b		No

5a During the year did the foundation pay or incur any amount to (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No (4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions). ☐ Yes ☒ No (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No b If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ Yes ☒ No Organizations relying on a current notice regarding disaster assistance check here. ☐ Yes ☒ No 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 <i>If "Yes," attach the statement required by Regulations section 53.4945–5(d)</i>	5b	
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No <i>If "Yes" to 6b, file Form 8870</i>	6b	No
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No	7b	

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

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

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

(a) Name and address of each employee paid more than \$50,000	(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
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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 (see instructions). If none, enter "NONE".

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services.		0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
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	137,119,101
b	Average of monthly cash balances.	1b	1,386,011
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	138,505,112
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	138,505,112
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	2,077,577
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	136,427,535
6	Minimum investment return. Enter 5% of line 5.	6	6,821,377

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	6,821,377
2a	Tax on investment income for 2016 from Part VI, line 5.	2a	112,160
b	Income tax for 2016 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	112,160
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	6,709,217
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	6,709,217
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	6,709,217

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	10,772,784
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	10,772,784
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions).	5	112,160
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	10,660,624

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				6,709,217
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only.			6,245,993	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2016				
a From 2011.				
b From 2012.				
c From 2013.				
d From 2014.				
e From 2015.				
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ <u>10,772,784</u>				
a Applied to 2015, but not more than line 2a			6,245,993	
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.				4,526,791
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a))	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 2015 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017				2,182,426
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions).	0			
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions).	0			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2012.				
b Excess from 2013.				
c Excess from 2014.				
d Excess from 2015.				
e Excess from 2016.				

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

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

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

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

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

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

1 Information Regarding Foundation Managers:

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

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

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

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

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

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

c Any submission deadlines

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

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> See Additional Data Table				
Total			3a	10,772,758
b <i>Approved for future payment</i>				
Total			3b	0

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a _____					
b _____					
c _____					
d _____					
e _____					
f _____					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments			14	2,068	
4 Dividends and interest from securities. . . .			14	4,615,948	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.					
8 Gain or (loss) from sales of assets other than inventory			18	-1,956,817	
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		2,661,199	0
13 Total. Add line 12, columns (b), (d), and (e).			13		2,661,199

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

Part XVII

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

[illegible]

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

- b** If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

**Sign
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.

Title

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

**Paid
Preparer
Use Only**

Paid Preparer Use Only	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ☐	PTIN
	ARNOLD CIVINS		2017-06-07		P00165663
	Firm's name ▶ CITRIN COOPERMAN & CO LLP				Firm's EIN ▶ 22-2428965
	Firm's address ▶ 529 FIFTH AVENUE NEW YORK, NY 100174683				Phone no (212) 697-1000

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

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
ZYGUMUNT WILF 820 MORRIS TURNPIKE SHORT HILLS, NJ 07078	TRUSTEE 0 10	0	0	0
MARK WILF 820 MORRIS TURNPIKE SHORT HILLS, NJ 07078	TRUSTEE 0 10	0	0	0
ELIZABETH WILF 820 MORRIS TURNPIKE SHORT HILLS, NJ 07078	TRUSTEE 0 10	0	0	0
LEONARD WILF 820 MORRIS TURNPIKE SHORT HILLS, NJ 07078	TRUSTEE 0 10	0	0	0
JASON WILF 820 MORRIS TURNPIKE SHORT HILLS, NJ 07078	TRUSTEE 0 10	0	0	0
JONATHAN WILF 820 MORRIS TURNPIKE SHORT HILLS, NJ 07078	TRUSTEE 0 10	0	0	0

Form 990PF Part XV Line 1a - 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).

ZYGMUNT WILF
MARK WILF

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
AMREICAN-ISRAEL CULTURAL FOUNDATION INC 1140 BROADWAY NEW YORK, NY 100017504	NONE	PC	GENERAL SUPPORT	2,500
AMERICAN ISRAEL EDUCATION FOUNDATION 251 H STREET NW WASHINGTON, DC 20001	NONE	PC	GENERAL SUPPORT	75,000
AMERICAN JEWISH JOINT DISTRIBUTION COMMITTEE 711 THIRD AVENUE NEW YORK, NY 10017	NONE	PC	GENERAL SUPPORT	70,000
ANTI-DEFAMATION LEAGUE 605 THIRD AVENUE 9TH FLOOR NEW YORK, NY 10158	NONE	PC	GENERAL SUPPORT	36,000
ASPNI 28 ARRANDALE AVENUE GREAT NECK, NY 110241804	NONE	PC	GENERAL SUPPORT	50,000
BANG ON A CAN INC 80 HANSON PLACE SUITE 301 BROOKLYN, NY 112172998	NONE	PC	GENERAL SUPPORT	6,000
BELFORD UNITED METHODIST CHURCH 180 CHURCH STREET BELFORD, NJ 07718	NONE	PC	GENERAL SUPPORT	500
BIRTHRIGHT ISRAEL FOUNDATION 33 EAST 33RD STREET NEW YORK, NY 100165354	NONE	PC	GENERAL SUPPORT	18,000
BOYS TOWN JERUSALEM FOUNDATION OF AMERICA 12 WEST 31ST STREET SUITE 300 NEW YORK, NY 10001	NONE	PC	GENERAL SUPPORT	3,000
BRIS AVROHOM CENTER 910 SALEM AVENUE HILLSIDE, NJ 07205	NONE	PC	GENERAL SUPPORT	5,000
CENTRAL EUROPE CENTER FOR RESEARCH & DOCUMENTATION INC 1141 LOXFORD TERRACE SILVER SPRING, MD 20901	NONE	PC	GENERAL SUPPORT	15,000
CHAMAH 27 WILLIAM STREET SUITE 613 NEW YORK, NY 10005	NONE	PC	GENERAL SUPPORT	2,500
CHARITY WATER 40 WORTH STREET SUITE 330 NEW YORK, NY 10013	NONE	PC	GENERAL SUPPORT	60,000
CLAL 440 PARK AVENUE SOUTH NEW YORK, NY 10016	NONE	PC	GENERAL SUPPORT	10,000
CONFERENCE OF PRESIDENTS 633 THIRD AVENUE 21ST FLOOR NEW YORK, NY 100178157	NONE	PC	GENERAL SUPPORT	10,000
Total ►				10,772,758
3a				

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CONGREGATION AABJ&D 700 PLEASANT VALLEY WAY WEST ORANGE, NJ 07052	NONE	PC	GENERAL SUPPORT	500
CONGREGATION AHAVAS YISRAEL 1587 ROUTE 27 EDISON, NJ 08817	NONE	PC	GENERAL SUPPORT	180
CONGREGATION ANSHE CHESED 100 ORCHARD TERRACE LINDEN, NJ 07036	NONE	PC	GENERAL SUPPORT	360
CONGREGATION BEIS YISROEL 2835 SALEM AVENUE ST LOUIS PARK, MN 55416	NONE	PC	GENERAL SUPPORT	2,000
CONGREGATION BROTHERS OF ISRAEL OF THE JERSEY SHORE INC 250 PARK AVENUE LONG BRANCH, NJ 077404585	NONE	PC	GENERAL SUPPORT	1,000
CONGREGATION ETZ CHAIM 1 LAFAYETTE DRIVE LIVINGSTON, NJ 07039	NONE	PC	GENERAL SUPPORT	31,500
CONGREGATION RINAT YISRAEL 389 WEST ENGLEWOOD AVENUE TEANECK, NJ 07666	NONE	PC	GENERAL SUPPORT	400
CONGREGATION SHERITH ISRAEL 3600 WEST END AVENUE NASHVILLE, TN 37205	NONE	PC	GENERAL SUPPORT	500
CURE BREAST CANCER FOUNDATION 1122 CLIFTON AVENUE CLIFTON, NJ 07013	NONE	PC	GENERAL SUPPORT	10,500
DARCHEI NOAM CONGREGATION 2950 JOPPA AVENUE S ST LOUIS PARK, MN 55416	NONE	PC	GENERAL SUPPORT	500
DYSAUTONOMIA FOUNDATION 315 WEST 39TH STREET ROOM 701 NEW YORK, NY 10018	NONE	PC	GENERAL SUPPORT	1,000
FRIENDS OF THE ISRAEL DEFENSE FORCES 1430 BROADWAY NEW YORK, NY 10018	NONE	PC	GENERAL SUPPORT	3,600
HILLEL 800 8TH STREET NW WASHINGTON, DC 20001	NONE	PC	GENERAL SUPPORT	50,000
HILLEL AT UNIVERSITY OF MARYLAND 7612 MOWATT LANE COLLEGE PARK, MD 207403120	NONE	PC	GENERAL SUPPORT	5,000
HOLOCAUST RESOURCE FOUNDATION 820 MORRIS TURNPIKE SHORT HILLS, NJ 07078	NONE	PC	GENERAL SUPPORT	10,000
Total ► 3a				10,772,758

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
JCC METROWEST 760 NORTHFIELD ROAD WEST ORANGE, NJ 07052	NONE	PC	GENERAL SUPPORT	1,000
JCC OF CENTRAL NJ 1391 MARTINE AVENUE SCOTCH PLAINS, NJ 07076	NONE	PC	GENERAL SUPPORT	15,000
JERUSALEM FOUNDATION 420 LEXINGTON AVENUE NEW YORK, NY 10170	NONE	PC	GENERAL SUPPORT	25,000
JAFI 633 THIRD AVENUE NO 2100 NEW YORK, NY 100176706	NONE	PC	GENERAL SUPPORT	20,000
JEWISH COMMUNITY HOUSING CORPORATION 750 NORTHFIELD AVENUE WEST ORANGE, NJ 070521111	NONE	PC	GENERAL SUPPORT	2,500
JEWISH EDUCATIONAL CENTER 330 ELMORA AVENUE ELIZABETH, NJ 07208	NONE	PC	GENERAL SUPPORT	130,000
JEWISH FAMILY SERVICE OF METROWEST NJ 256 COULMBIA TURNPIKE SUITE 105 FLORHAM PARK, NJ 07932	NONE	PC	GENERAL SUPPORT	10,000
JEWISH FAMILY SERVICE OF CENTRAL NEW JERSEY 655 WESTFIELD AVENUE ELIZABETH, NJ 07208	NONE	PC	GENERAL SUPPORT	63,450
JEWISH FEDERATION HEART OF NJ 230 OLD BRIDGE TURNPIKE SOUTH RIVER, NJ 08882	NONE	PC	GENERAL SUPPORT	10,000
JEWISH FEDERATION OF GREATER METROWEST NJ 901 ROUTE 10 WHIPPANY, NJ 07981	NONE	PC	GENERAL SUPPORT	1,250,000
JEWISH FEDERATIONS OF NORTH AMERICA 25 BROADWAY SUITE 1700 NEW YORK, NY 100041010	NONE	PC	GENERAL SUPPORT	51,000
JEWISH HISTORICAL SOCIETY OF METROWEST 901 ROUTE 10 WHIPPANY, NJ 079811105	NONE	PC	GENERAL SUPPORT	2,500
JEWISH MUSEUM 1109 FIFTH AVENUE NEW YORK, NY 10128	NONE	PC	GENERAL SUPPORT	396,000
JEWISH NATIONAL FUND 42 EAST 69TH STREET NEW YORK, NY 100215093	NONE	PC	GENERAL SUPPORT	35,000
JEWISH TELEGRAPHIC AGENCY 24 WEST 30TH STREET 4TH FLOOR NEW YORK, NY 10001	NONE	PC	GENERAL SUPPORT	50,000
Total ►				10,772,758
3a				

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
JEWISH THEOLOGICAL SEMINARY 3080 BROADWAY NEW YORK, NY 10027	NONE	PC	GENERAL SUPPORT	30,000
JUDAIC RESEARCH INSTITUTE 747 LIVINGSTON ROAD ELIZABETH, NJ 07208	NONE	PC	GENERAL SUPPORT	2,000
KATAHDIN FOUNDATION (DBA KATAHDIN PRODUCTIONS) PO BOX 2218 BERKELEY, CA 94702	NONE	PC	GENERAL SUPPORT	10,000
LIMMUD FSU INTERNATIONAL FOUNDATION 80 CENTRAL PARK WEST NEW YORK, NY 100235204	NONE	PC	GENERAL SUPPORT	25,000
LISA B FISHMAN FOUNDATION 11 WEDGEWOOD DRIVE MONTVILLE, NJ 07045	NONE	PC	GENERAL SUPPORT	1,000
UPPER MIDWEST MERKOS JEWISH EDUCATION ASSN 400 MARINE AVENUE W WEST SAINT PAUL, MN 551183815	NONE	PC	GENERAL SUPPORT	500
MACCABI SPORTS FOR ISRAEL 1511 WALNUT STREET SUITE 401 PHILADELPHIA, PA 19103	NONE	PC	GENERAL SUPPORT	2,500
MAIN STREET COUNSELING SERVICE 8 MARCELLA AVENUE WEST ORANGE, NJ 07052	NONE	PC	GENERAL SUPPORT	20,000
MANHATTAN JEWISH EXPERIENCE SYNAGOGUE 131 WEST 86TH STREET NEW YORK, NY 100243412	NONE	PC	GENERAL SUPPORT	1,800
MIDDLE EAST MEDIA & RESEARCH INSTITUTE PO BOX 27837 WASHINGTON, DC 20038	NONE	PC	GENERAL SUPPORT	10,000
MINNEAPOLIS JEWISH DAY SCHOOL 4330 CEDAR LAKE ROAD MINNEAPOLIS, MN 55416	NONE	PC	GENERAL SUPPORT	1,000
MINNEAPOLIS JEWISH FEDERATION 13100 WAYZATA BLVD SUITE 200 MINNETONKA, MN 553051810	NONE	PC	GENERAL SUPPORT	12,500
MINNESOTA VIKINGS CHILDREN'S FUND 9520 VIKING DRIVE EDEN PRARIE, MN 55344	NONE	PC	GENERAL SUPPORT	20,000
NATIONAL COALITION SUPPORTING EURASIAN JEWRY 2020 K STREET NW SUITE 7800 WASHINGTON, DC 200061806	NONE	PC	GENERAL SUPPORT	1,000
NATIONAL MUSEUM OF AMERICAN JEWISH HISTORY 101 SOUTH INDEPENDENCE MALL EAST PHILADELPHIA, PA 19106	NONE	PC	GENERAL SUPPORT	25,000
Total ► 3a				10,772,758

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
NEW YORK UNIVERSITY 25 WEST FOURTH STREET SUITE 201A NEW YORK, NY 10012	NONE	PC	GENERAL SUPPORT	1,000,000
NEW YORK UNIVERSITY SCHOOL OF LAW 22 WASHINGTON SQUARE NORTH 2ND FLOOR NEW YORK, NY 10011	NONE	PC	GENERAL SUPPORT	525,000
NEW YORK WEILL CORNELL HOSPITAL 850 THIRD AVENUE 12TH FLOOR NEW YORK, NY 10022	NONE	PC	GENERAL SUPPORT	500,000
NEWARK ACADEMY 91 SOUTH ORANGE AVENUE LIVINGSTON, NJ 07039	NONE	PC	GENERAL SUPPORT	500,000
ORPHAN DISEASE PATHWAY PROJECT 1 STATE STREET 20TH FLOOR HARTFORD, CT 061033110	NONE	PC	GENERAL SUPPORT	50,000
P G CHAMBERS SCHOOL INC 15 HALKO DRIVE CEDAR KNOLLS, NJ 079271306	NONE	PC	GENERAL SUPPORT	2,500
PAPER MILL PLAYHOUSE 22 BROOKSIDE DRIVE MILLBURN, NJ 07041	NONE	PC	GENERAL SUPPORT	15,000
PARK EAST SYNAGOGUE 163 EAST 67TH STREET NEW YORK, NY 10065	NONE	PC	GENERAL SUPPORT	100,000
PARTNERSHIP FOR JEWISH LEARNING & LIFE 901 ROUTE 10 WHIPPANY, NJ 079811105	NONE	PC	GENERAL SUPPORT	5,400
PRINCETON UNIVERSITY 330 ALEXANDER STREET 4TH FLOOR PRINCETON, NJ 08540	NONE	PC	GENERAL SUPPORT	15,000
RETHINK ISRAEL INITIATIVE 1200 ROUTE 22 PO BOX 6833 BRIDGEWATER, NJ 08807	NONE	PC	GENERAL SUPPORT	75,000
THE ROSE HOUSE PO BOX 544 CEDAR KNOLLS, NJ 07927	NONE	PC	GENERAL SUPPORT	500
RUTGERS HILLEL 9 BARTLETT STREET PO BOX 11362 NEW BRUNSWICK, NJ 08906	NONE	PC	GENERAL SUPPORT	536,000
SABES JCC 4330 SOUTH CEDAR LAKE ROAD MINNEAPOLIS, MN 55416	NONE	PC	GENERAL SUPPORT	1,000
SURVIVOR MITZVAH PROJECT 2658 GRIFFITH PARK BLVD SUITE 299 LOS ANGELES, CA 900392520	NONE	PC	GENERAL SUPPORT	1,000
Total ► 3a				10,772,758

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
TEACH FOR AMERICA 315 WEST 36TH STREET NEW YORK, NY 100186624	NONE	PC	GENERAL SUPPORT	50,000
TIKVA CORP 9 CORN ROAD DAYTON, NJ 088101527	NONE	PC	GENERAL SUPPORT	1,000
TORAH ACADEMY OF MINNEAPOLIS 2800 JOPPA AVENUE SOUTH ST LOUIS PARK, MN 55416	NONE	PC	GENERAL SUPPORT	1,800
UNION COUNTY TORAH CENTER INC PO BOX 2245 WESTFIELD, NJ 070912245	NONE	PC	GENERAL SUPPORT	1,000
UNITED JEWISH FUND AND COUNCIL 790 SOUTH CLEVELAND AVENUE ST PAUL, MN 55116	NONE	PC	GENERAL SUPPORT	12,500
UNIVERSITY OF MINNESOTA FOUNDATION 200 OAK STREET SE SUITE 500 MINNEAPOLIS, MN 55455	NONE	PC	GENERAL SUPPORT	1,000,000
UNIVERSITY OF PENNSYLVANIA 2929 WALNUT STREET SUITE 300 PHILADELPHIA, PA 19104	NONE	PC	GENERAL SUPPORT	500,000
VANDERBILT UNIVERSITY 221 KIRKLAND HALL NASHVILLE, TN 37240	NONE	PC	GENERAL SUPPORT	750,000
VISUAL ARTS CENTER OF NJ 68 ELM STREET SUMMIT, NJ 07901	NONE	PC	GENERAL SUPPORT	55,000
YESHIVA SHAAREI TZION 51 PARK AVENUE PISCATAWAY, NJ 088544842	NONE	PC	GENERAL SUPPORT	500
YESHIVA UNIVERSITY 500 WEST 185TH STREET NEW YORK, NY 10033	NONE	PC	GENERAL SUPPORT	2,328,468
YM-YWHA OF UNION COUNTY 501 GREEN LANE UNION, NJ 07083	NONE	PC	GENERAL SUPPORT	16,800
ISRAEL EMERGENCY ALLIANCE PO BOX 341069 LOS ANGELES, CA 900349069	NONE	PC	GENERAL SUPPORT	25,000
Total ► 3a				10,772,758

TY 2016 Accounting Fees Schedule

Name: ZS & M WILF FOUNDATION INC
(FORMERLY Z&M FOUNDATION INC)

EIN: 22-3553441

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	6,500	6,500		0

TY 2016 Explanation of Non-Filing with Attorney General Statement

Name: ZS & M WILF FOUNDATION INC
(FORMERLY Z&M FOUNDATION INC)

EIN: 22-3553441

Statement:

THE FOUNDATION IS NOT REQUIRED TO FILE A COPY OF FORM 990-PF WITH THE NEW JERSEY ATTORNEY GENERAL BECAUSE IT DOES NOT SOLICIT FUNDS FROM THE PUBLIC.

TY 2016 Investments Corporate Bonds Schedule

Name: ZS & M WILF FOUNDATION INC
(FORMERLY Z&M FOUNDATION INC)

EIN: 22-3553441

Name of Bond	End of Year Book Value	End of Year Fair Market Value
APPLE 2.4 23	91,156	97,372
APPLE 3.85 43	84,410	95,624
BOEING 6.875	134,805	141,280
GOLDMAN SACHS 5.375 20	104,155	108,499
GOLDMAN SACHS 5.7 49	102,705	102,480
LOCKHEED MARTIN	104,254	106,504
NORFOLK SOUTHERN 7.05 37	127,375	135,529
VERIZON COMMUNICATIONS 6.4 33	111,180	120,651
MORGAN STANLEY 15 JJ 5.55 20	1,042,005	1,011,250
AID-ISRAEL 0 23	55,608	124,259
21ST CENTURY FOX AMERICA 3.7 25	273,880	253,038
ADOBE SYSTEMS 4.75 20	257,932	268,610
AETNA 3.5 24	259,612	253,638
AETNA 3.95 20	243,150	262,973
AGILENT TECHNOLOGIES 5 20	268,847	269,773
AIR PRODUCTS & CHEMICALS 4.37 19	292,915	265,998
ALABAMA POWER 5.125 19	267,565	265,170
ALLY FINANCIAL / GEN MOTORS8 31	257,422	289,375
ALTRIA GROUP 2.85 22	254,065	250,308
ALTRIA GROUP 4.75 21	268,863	272,450

Name of Bond	End of Year Book Value	End of Year Fair Market Value
AMERICAN INTL GROUP 3.9 26	273,955	254,395
ANHEUSER -BUSCH 5 19	271,125	266,148
ANHEUSER BUSCH 2.5 22	257,460	246,053
ANHEUSER BUSCH 5 20	268,576	271,738
AT & T INC 4.125 26	271,915	253,143
BANK OF NEW YORK MELLON	269,205	257,260
BANK OF NY MELLON 3.55 21	264,598	260,368
BEAR STEARNS 5.55 17	263,735	250,490
BERKSHIRE HATHAWAY 3 .125 26	266,035	248,378
BERKSHIRE HATHAWAY 3 23	250,378	252,948
BERKSHIRE HATHAWAY 3.75 21	266,512	264,758
BOSTON PROPERTIES 4.125 21	243,206	264,138
BOSTON SCIENTIFIC 6 20	267,275	274,708
BRISTOL MYERS SQUIBB 3.25 23	263,197	258,688
BRITISH TELECOM 5.95 18	263,648	260,550
CALIFORNIA STATE VAR 6.2 19	258,475	278,833
CAMPBELL SOUP 2.5 22	256,338	247,073
CANADIAN PACIFIC 4.45 23	260,817	268,078
CATERPILLAR 2.6 22	258,091	249,075
CBS 3.375 22	265,192	254,178

Name of Bond	End of Year Book Value	End of Year Fair Market Value
CBS 4.00 26	274,301	254,260
CISCO SYSTEMS 4.95 19	273,441	267,248
CITIGROUP INC 4.4 25	267,726	255,763
COCA COLA 2.5 33	260,202	247,370
COLGATE PALMOLIVE 3.25 24	251,950	258,445
COMCAST 5.15 20	265,438	272,893
COMCAST CORP 3.375 25	270,608	252,638
CORN PRODUCTS INT'L 4.625 20	262,500	267,945
CREDIT SUISSE NY 4.375 20	261,123	263,715
CVS CAREMARK 4.125 21	260,557	264,530
DOW CHEMICAL 4.25 20	262,175	264,770
ENTERGY 5.125 20	254,006	269,488
ERP OPERATING 4.75 20	267,365	268,990
FEDEX 2.7 23	254,278	246,665
FEDEX 3.2 25	251,652	249,513
GENERAL ELEC TRIC 3.375 24	267,538	256,958
GEORGIA STATE BUILD 5.014 27	260,228	281,953
GOLDMAN SACHS 3.25 22	253,925	244,035
GOLDMAN SACHS 3.5 25	261,904	246,675
GOLDMAN SACHS 3.85 24	263,100	255,198

Name of Bond	End of Year Book Value	End of Year Fair Market Value
HALLIBURTON 3.25 23	256,900	253,853
HAWAII STATE BUILD 5.1 24	259,515	285,648
HONEYWELL INTL 3.35 23	268,440	257,088
ILLINOIS STATE BUILD 5.363 19	258,475	259,743
INGERSOLL-RAND 4.25 23	282,449	264,410
INTEL 2.7 22	253,520	251,128
INTEL CORP 3.7 25	284,168	263,690
INTERNATIONAL PAPER CO	268,378	253,188
JOHNSON & JOHNSON 3.375 23	271,932	261,900
JP MORGAN CHASE 3.875 24	267,275	259,095
JP MORGAN CHASE 4.25 20	245,283	264,560
JP MORGAN CHASE 4.4 20	261,167	265,553
KIMBERLY CLARK 2.4 22	258,675	248,078
KIMBERLY CLARK 3.875 21	269,078	267,818
KRAFT FOODS 5.375 20	270,382	271,210
L-3 COMMUNICATIONS 4.75 20	268,460	265,770
LOCKHEED MARTIN 3.35 21	267,667	258,170
LOCKHEED MARTIN CORO 3.55 26	277,523	255,428
LOWE'S COMPANIES 3.75 21	247,220	264,348
MATTEL 4.35 20	261,062	264,295

Name of Bond	End of Year Book Value	End of Year Fair Market Value
MCDONALDS 3.25 24	263,703	253,735
MCDONALDS 3.375 25	265,044	250,735
MCKESSON CORP 3.796 24	272,350	257,668
MERCK 2.4 22	254,074	245,073
METLIFE 3.6 24	268,545	256,633
MICROSOFT CORP	274,388	252,793
MONSANTO CO 5.5 25	301,172	279,753
NEWELL RUBBERMAID 4.7 20	266,575	265,670
NEWWLL RUBBERMAID 4 24	262,899	255,685
NORDSTROM 4.75 20	265,150	266,688
NORFLOCK SOUTHERN 3 22	263,160	252,790
NYS DORMITORY AUTH 5.262 25	258,272	283,310
ORACLE 5 19	271,447	269,605
ORACLE CORP 2.95 25	262,062	245,070
PACIFIC GAS & ELECTRIC	258,170	246,950
PACIFIC GAS & ELECTRIC 3.75 24	276,406	260,405
PEPSICO 3.125 20	238,012	258,018
PFIZER 3 23	258,257	254,410
PFIZER INC 3.4 24	280,408	258,408
PHILIP MORRIS 2.5 22	257,460	244,618

Name of Bond	End of Year Book Value	End of Year Fair Market Value
PHILIP MORRIS INT'L 4.5 20	263,322	267,720
PITNEY BOWES 4.75 18	263,187	257,410
POTASH CORP SASKATCHWAN 4.875	266,216	265,785
PRUDENTIAL FINANCIAL 5.375 20	269,045	273,838
PRUDENTIAL FINANCIALS 4.5 20	246,450	267,883
PSEG POWER LLC 4.3 23	262,630	258,405
QUEST DIAGNOSTIC 4.75 20	264,365	266,853
SIMON PROPERTY GROUP 4.625 21	257,252	267,245
SOUTHERN POWER CO 4.15 25	268,484	259,040
SUNOCO 5.75 17	268,150	250,280
SYSCO CORP 3.75 25	272,740	253,015
TARGET 3.875 20	252,602	264,808
THOMSON REUTERS 3.85 24	266,738	255,075
TIME WARNER CABLE 5 20	252,347	265,333
UNION PACIFIC 2.95 23	266,992	252,208
UNION PACIFIC 4 21	251,215	264,930
UNITED HEALTH GROUP 3.375 21	274,483	259,433
UNITED HEALTH GROUP INC 3.75 25	281,848	258,808
UNITED TECHNOLOGIES 4.5 20	296,898	269,795
UNIV OF MICHIGAN 5.593 40	257,010	300,500

Name of Bond	End of Year Book Value	End of Year Fair Market Value
VODAFONE 5.45 19	265,510	269,405
VENTAS REALTY 3.5 25	257,591	246,133
VERIZON COMMUNICATION S 6.4 33	277,722	276,435
VERIZON COMMUNICATIONS 3.5 21	270,540	258,043
VIACOM 3.875 24	259,387	242,630
VIACOM 4.375 18	263,525	259,188
VISA INC 3.15 25	269,078	251,098
VODAFONE GROUP INC 2.950 23	255,270	242,405
WAL-MART 3.3 24	267,597	257,063
WAL-MART 3.625 20	246,886	264,273
WALT DISNEY 2.55 22	260,700	251,015
WALT DISNEY COMPANY 3.0 26	272,144	248,745
WASTE MANAGEMENT 4.6 21	289,187	269,668
WELLS FARGO 3.45 23	251,070	250,900
WELLS FARGO 4.48 24	264,725	263,165
WISCONSIN POWER&LIGHT 5 19	265,577	266,665
XEROX 5.625 19	273,927	268,843
AFLAC 3.625 23	785,881	776,385
AMERICAN EXPRESS CO	516,476	502,075
AMGEN 4.1 21	540,800	527,085

Name of Bond	End of Year Book Value	End of Year Fair Market Value
AT&T 3 22	519,250	495,120
BURLINGTON NORTHERN 4.7 19	532,308	537,715
CIGNA 4 22	531,185	522,360
CLOROX 3.8 21	538,950	527,420
ESTEE LAUDER 2.35 22	508,412	492,400
GENERAL MILLS 3.15 21	524,769	510,715
HEWETT PACKWARD 3.75 20	511,753	517,695
HOME DEPOT 4.4 21	528,932	542,150
KELLOGG 3.125 22	516,250	506,210
METLIFE 4.75 21	529,340	543,730
QUEST DIAGNOSTICS INC 3.5 25	529,445	494,050
THERMO FISCHER SCIENTIFIC 3.15	525,405	500,490
TRAVELERS COMPANIES 3.9 20	517,595	529,520
WHIRLPOOL 4.85 21	540,000	544,525
CITIGROUP INC 6.125 49	684,130	672,750
GOLDMAN SACHS 5.375 49	768,755	757,500

TY 2016 Investments Corporate Stock Schedule

Name: ZS & M WILF FOUNDATION INC
(FORMERLY Z&M FOUNDATION INC)

EIN: 22-3553441

Name of Stock	End of Year Book Value	End of Year Fair Market Value
10,000 SHS BANK OF AMERICA 6.625 PFD	250,000	257,100
10,000 SHS EBAY	205,660	296,900
10,000 SHS GOLDMAN SACHS 5.95 PFD	250,000	252,500
10,000 SHS JP MORGAN CHASE 6.125 PFD	250,000	259,600
10,000 SHS JP MORGAN CHASE 6.3 PFD	250,000	253,500
10,000 SHS JP MORGAN CHASE 6.7 PFD	250,000	268,700
10,000 SHS OCCIDENTAL PETROLEUM	734,190	712,300
10,000 SHS PAYPAL	318,040	394,700
13,399 SHS ARCHER DANIELS MIDLAND	566,777	611,664
134,452 SHS URBAN EDGE PROPERTIES	1,967,566	3,698,775
17,975 SHS INTEL	450,404	651,953
19,000 SHS WALMART STORES	1,325,000	1,313,280
1,966 SHS KRAFT FOODS	70,010	171,671
20,000 SHS CITI GROUP SER J 7.125 PFD	500,000	559,600
20,000 SHS ORACLE	684,600	769,000
20,000 SHS QWEST CORP	500,000	457,000
20,000 SHS WELLS FARGO 5.85 PFD	500,000	504,800
2,200 SHS CHEVRON	199,262	258,940
23 SHS AMAZON INC	15,518	17,247
2,301 SHS VERIZON COMMUNUCATIONS	110,713	122,827
24,669 SHS AT&T	855,795	1,049,173
25,700 SHS ELI LILY	1,179,643	1,890,235
2,585 SHS AVALON BAY COMM REIT	187,793	457,933
27,562 SHS CONNECTONE BANCORP	314,200	715,234
27,964 SHS WELLS FARGO	2,756,648	1,541,096
2,916 SHS TWENTY FIRST CENTURY FOX	96,461	81,765
3,000 SHS ESSEX PROPERTY TRUST REIT	196,680	697,500
326,905 SHS VORNADO REALTY TRUST	22,278,396	34,119,074
36,000 SHS LOWES COMPANIES	542,749	2,560,320
398 WTS GENERAL MOTORS	30,405	10,138

Name of Stock	End of Year Book Value	End of Year Fair Market Value
398 WTS GENERAL MOTORS	23,167	6,830
4,000 SHS CALIFORNIA RESOURCES	26,510	10,496
4,772 SHS VODAFONE	216,100	116,580
48,880 SHS NEW YORK COMMUNITY BANCORP	257,820	777,681
5,000 SHS BRISTOL MEYERS SQUIBB	258,600	292,200
5,000 SHS FIRST REPUBLIC BANK 6.2 PFD	125,000	127,750
5,000 SHS NOVARTIS	386,000	364,200
5,900 SHS MONDELEZ INTERNATIONAL	129,572	261,547
6,000 SHS COCA COLA	196,077	248,760
6,000 SHS PETROBAS	323,370	60,660
6,870 SHS VALERO ENERGY	325,020	469,358
70,800 SHS APPLE INC	3,991,597	8,200,056
98,544 SHS IBM	8,267,883	16,357,319

TY 2016 Investments Government Obligations Schedule

Name: ZS & M WILF FOUNDATION INC
(FORMERLY Z&M FOUNDATION INC)

EIN: 22-3553441

**US Government Securities - End
of Year Book Value:**

7,680,988

**US Government Securities - End
of Year Fair Market Value:**

7,094,610

**State & Local Government
Securities - End of Year Book
Value:**

0

**State & Local Government
Securities - End of Year Fair
Market Value:**

0

TY 2016 Investments - Other Schedule

Name: ZS & M WILF FOUNDATION INC
(FORMERLY Z&M FOUNDATION INC)

EIN: 22-3553441

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
MERRILL LUNCH CMA FUND	AT COST	5,356,556	5,356,556

TY 2016 Other Expenses Schedule

Name: ZS & M WILF FOUNDATION INC
(FORMERLY Z&M FOUNDATION INC)

EIN: 22-3553441

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OTHER INVESTMENT EXPENSES	867	867		0

TY 2016 Taxes Schedule

Name: ZS & M WILF FOUNDATION INC
(FORMERLY Z&M FOUNDATION INC)

EIN: 22-3553441

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL EXCISE TAX	112,160	0		0
STATE FILING FEES	26	0		26
FOREIGN TAXES	4,756	4,756		0

Schedule B (Form 990, 990-EZ, or 990-PF) Department of the Treasury Internal Revenue Service	Schedule of Contributors ▶ Attach to Form 990, 990-EZ, or 990-PF ▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at www.irs.gov/form990	OMB No 1545-0047 2016

Name of the organization ZS & M WILF FOUNDATION INC (FORMERLY Z&M FOUNDATION INC)	Employer identification number 22-3553441
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Organization type (check one)

Filers of:	Section:
Form 990 or 990-EZ	☐ 501(c)() (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust not treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

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

Special Rules

- ☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33¹/₃% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year. . . . ▶ \$ _____

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

Name of organization ZS & M WILF FOUNDATION INC (FORMERLY Z&M FOUNDATION INC)	Employer identification number 22-3553441
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Part I Contributors (see instructions) Use duplicate copies of Part I if additional space is needed			
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	ZYGMUNT WILF 820 MORRIS TURNPIKE SHORT HILLS, NJ07078	\$ 1,000,000	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
-		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
-		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
-		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
-		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
-		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
-		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
-		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

22-3553441

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

Name of organization ZS & M WILF FOUNDATION INC (FORMERLY Z&M FOUNDATION INC)	Employer identification number 22-3553441
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Part III	Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once. See instructions.) ▶ \$ _____ Use duplicate copies of Part III if additional space is needed
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(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee