

EXTENDED TO NOVEMBER 15, 2017  
Return of Private Foundation

OMB No 1545-0052

2016

Open to Public Inspection

Form 990-PF

Department of the Treasury  
Internal Revenue Service

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.

For calendar year 2016 or tax year beginning , and ending

Name of foundation  
**CHARLES L. READ FOUNDATION**  
**C/O SAUL EISENBERG, TREASURER**

Number and street (or P O box number if mail is not delivered to street address) Room/suite  
**111 WOHSEEPEE DRIVE**

City or town, state or province, country, and ZIP or foreign postal code  
**BAYSHORE, NY 11706**

A Employer identification number  
**22-6053510**

B Telephone number  
**973-373-5850**

C If exemption application is pending, check here

D 1. Foreign organizations, check here   
2. Foreign organizations meeting the 85% test, check here and attach computation

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

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

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

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16) J Accounting method:  Cash  Accrual  
 Other (specify) \_\_\_\_\_  
\$ **3452200.** (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))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		104.	104.		STATEMENT 1
4 Dividends and interest from securities		71096.	68028.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		14745.			
b Gross sales price for all assets on line 6a 1117226.					
7 Capital gain net income (from Part IV, line 2)			14745.		
8 Net short-term capital gain					
9 Income modifications					JUN 06 2017
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		85945.	82877.		
13 Compensation of officers, directors, trustees, etc		48000.	16001.		31759.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees STMT 3		4500.	4500.		0.
c Other professional fees					
17 Interest					
18 Taxes STMT 4		270.	0.		0.
19 Depreciation and depletion					
20 Occupancy		3780.	3780.		0.
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 5		26942.	26041.		0.
24 Total operating and administrative expenses. Add lines 13 through 23		83492.	50322.		31759.
25 Contributions, gifts, grants paid		157000.			157000.
26 Total expenses and disbursements Add lines 24 and 25		240492.	50322.		188759.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		<154547.>			
b Net investment income (if negative, enter -0-)			32555.		
c Adjusted net income (if negative, enter -0-)				N/A	

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	94415.	116115.	116115.
	2 Savings and temporary cash investments	3306444.	3336085.	3336085.
	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			
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other				
14 Land, buildings, and equipment: basis ▶				
Less: accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	3400859.	3452200.	3452200.	
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 <input type="checkbox"/>			
	and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here <input checked="" type="checkbox"/>			
	and complete lines 27 through 31			
	27 Capital stock, trust principal, or current funds	3400859.	3452200.	
28 Paid-in or capital surplus, or land, bldg, and equipment fund	0.	0.		
29 Retained earnings, accumulated income, endowment, or other funds	0.	0.		
30 Total net assets or fund balances	3400859.	3452200.		
31 Total liabilities and net assets/fund balances	3400859.	3452200.		

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	3400859.
2 Enter amount from Part I, line 27a	2	<154547.>
3 Other increases not included in line 2 (itemize) ▶	3	205888.
4 Add lines 1, 2, and 3	4	3452200.
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	3452200.

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**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			
b	<b>SEE ATTACHED STATEMENT</b>		
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e	<b>1117226.</b>	<b>1102481.</b>	<b>14745.</b>

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			
b			
c			
d			
e			<b>14745.</b>

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	<b>14745.</b>
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	<b>N/A</b>

**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	<b>181324.</b>	<b>3458840.</b>	<b>.052423</b>
2014	<b>148500.</b>	<b>3638742.</b>	<b>.040811</b>
2013	<b>134500.</b>	<b>3279282.</b>	<b>.041015</b>
2012	<b>135000.</b>	<b>2964259.</b>	<b>.045543</b>
2011	<b>175039.</b>	<b>3117410.</b>	<b>.056149</b>

2	Total of line 1, column (d)	2	<b>.235941</b>
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	<b>.047188</b>
4	Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	<b>3475984.</b>
5	Multiply line 4 by line 3	5	<b>164025.</b>
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	<b>326.</b>
7	Add lines 5 and 6	7	<b>164351.</b>
8	Enter qualifying distributions from Part XII, line 4	8	<b>188759.</b>

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

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

<b>1a</b> Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)	<table border="1"> <tr><td>1</td><td>326.</td></tr> <tr><td>2</td><td>0.</td></tr> <tr><td>3</td><td>326.</td></tr> <tr><td>4</td><td>0.</td></tr> <tr><td>5</td><td>326.</td></tr> <tr><td>6a</td><td>3141.</td></tr> <tr><td>6b</td><td></td></tr> <tr><td>6c</td><td></td></tr> <tr><td>6d</td><td>650.</td></tr> <tr><td>7</td><td>3791.</td></tr> <tr><td>8</td><td></td></tr> <tr><td>9</td><td></td></tr> <tr><td>10</td><td>3465.</td></tr> <tr><td>11</td><td>0.</td></tr> </table>	1	326.	2	0.	3	326.	4	0.	5	326.	6a	3141.	6b		6c		6d	650.	7	3791.	8		9		10	3465.	11	0.
1		326.																											
2		0.																											
3		326.																											
4		0.																											
5		326.																											
6a		3141.																											
6b																													
6c																													
6d		650.																											
7		3791.																											
8																													
9																													
10	3465.																												
11	0.																												
<b>b</b> Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b																													
<b>c</b> All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).																													
<b>2</b> Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)																													
<b>3</b> Add lines 1 and 2																													
<b>4</b> Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)																													
<b>5</b> Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-																													
<b>6</b> Credits/Payments:																													
<b>a</b> 2016 estimated tax payments and 2015 overpayment credited to 2016																													
<b>b</b> Exempt foreign organizations - tax withheld at source																													
<b>c</b> Tax paid with application for extension of time to file (Form 8868)																													
<b>d</b> Backup withholding erroneously withheld																													
<b>7</b> Total credits and payments. Add lines 6a through 6d																													
<b>8</b> Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached																													
<b>9</b> Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed																													
<b>10</b> Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid																													
<b>11</b> Enter the amount of line 10 to be: Credited to 2017 estimated tax <b>3465.</b> Refunded																													

**Part VII-A Statements Regarding Activities**

	Yes	No
<b>1a</b> During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
<b>1b</b> Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
<b>1c</b> Did the foundation file Form 1120-POL for this year?		X
<b>d</b> 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.		
<b>e</b> Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ 0.		
<b>2</b> 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		X
<b>3</b> 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		X
<b>4a</b> Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
<b>4b</b> If "Yes," has it filed a tax return on Form 990-T for this year?		
<b>5</b> Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
<b>6</b> Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
<b>7</b> 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	X	
<b>8a</b> Enter the states to which the foundation reports or with which it is registered (see instructions) ► <u>NJ</u>		
<b>8b</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	X	
<b>9</b> 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		X
<b>10</b> Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

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

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)		X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>N/A</u>	X	
14 The books are in care of ► <u>SAUL EISENBERG</u> Telephone no. ► <u>631-666-6915</u> Located at ► <u>111 WOHSEEPEE DRIVE, BAYSHORE, NY</u> ZIP+4 ► <u>11706</u>		
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 ► <u>15</u> N/A		
16 At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►		X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ► <u>N/A</u>	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	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.) <u>N/A</u>	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If "Yes," did it have excess business holdings in 2016 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2016.) <u>N/A</u>	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  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  N/A

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?  Yes  No  
If "Yes," attach the statement required by Regulations section 53.4945-5(d) N/A

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  
If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?  Yes  No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?  Yes  No

**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
KATHRYN GALTON 249 MILLBURN AVENUE MILLBURN, NJ 07041	SECY 5.00	12000.	0.	0.
RODGER K. HERRIGEL 249 MILLBURN AVENUE MILLBURN, NJ 07041	PRES 5.00	12000.	0.	0.
SAUL EISENBERG 249 MILLBURN AVENUE MILLBURN, NJ 07041	TREAS 5.00	12000.	0.	0.
RICHARD EISENBERG 249 MILLBURN AVENUE MILLBURN, NJ 07041	V.P 5.00	12000.	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

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
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 NONE	
	0.
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 NONE	
	0.
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3 <span style="float: right;">▶</span>	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	3423653.
b	Average of monthly cash balances	1b	105265.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	3528918.
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	3528918.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	52934.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3475984.
6	Minimum investment return. Enter 5% of line 5	6	173799.

**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	173799.
2a	Tax on investment income for 2016 from Part VI, line 5	2a	326.
b	Income tax for 2016 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	326.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	173473.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	173473.
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	173473.

**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	188759.
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	188759.
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	326.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	188433.

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.

CHARLES L. READ FOUNDATION  
C/O SAUL EISENBERG, TREASURER

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**Part XIII Undistributed Income** (see instructions)

	(a) Corpus	(b) Years prior to 2015	(c) 2015	(d) 2016
1 Distributable amount for 2016 from Part XI, line 7				173473.
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	20406.			
b From 2012				
c From 2013				
d From 2014				
e From 2015	12252.			
f Total of lines 3a through e	32658.			
4 Qualifying distributions for 2016 from Part XII, line 4: ► \$	188759.			
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				173473.
e Remaining amount distributed out of corpus	15286.			
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	47944.			
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	20406.			
9 Excess distributions carryover to 2017 Subtract lines 7 and 8 from line 6a	27538.			
10 Analysis of line 9:				
a Excess from 2012				
b Excess from 2013				
c Excess from 2014				
d Excess from 2015	12252.			
e Excess from 2016	15286.			



CHARLES L. READ FOUNDATION

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**Part XV** Supplementary Information (continued)

<b>3 Grants and Contributions Paid During the Year or Approved for Future Payment</b>				
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)				
<b>a Paid during the year</b>				
SEE ATTACHED SCHEDULE 249 MILLBURN AVENUE MILLBURN, NJ 07041	NONE	PUBLIC	FOR PURCHASE OF CAPITAL ITEMS	157000.
<b>Total</b>			<b>▶ 3a</b>	157000.
<b>b Approved for future payment</b>				
NONE				
<b>Total</b>			<b>▶ 3b</b>	0.

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**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 BERNSTEIN AC # 888-08702	P	VARIOUS	
b BERNSTEIN AC # 888-08702	P	VARIOUS	
c CASH IN LIEU	P	VARIOUS	
d TECO ENERGY	P	01/17/02	07/01/16
e MORGAN STANLEY AC # 033-061389-214	P		
f MORGAN STANLEY AC # 033-061389-214	P		
g CAPITAL GAINS DIVIDENDS			
h			
i			
j			
k			
l			
m			
n			
o			

(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 123051.		125024.	<1973.>
b 233189.		256852.	<23663.>
c 3.			3.
d 52373.		48798.	3575.
e 382686.		397607.	<14921.>
f 322466.		274200.	48266.
g 3458.			3458.
h			
i			
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(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			<1973.>
b			<23663.>
c			3.
d			3575.
e			<14921.>
f			48266.
g			3458.
h			
i			
j			
k			
l			
m			
n			
o			

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	14745.
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

# Capital Gains Report

CHARLES L. READ FOUNDATION (Account 888-08702)

January 1, 2016 - December 31, 2016

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
<b>SHORT-TERM</b>								
07/16/2015	01/22/2016	25	VOYA FINANCIAL INC	30.22	47.80	755.56	1,194.88	(439.32)
07/17/2015	01/22/2016	17	VOYA FINANCIAL INC	30.22	47.72	513.78	811.16	(297.38)
08/04/2015	01/22/2016	23	VOYA FINANCIAL INC	30.22	46.79	695.11	1,076.07	(380.96)
08/27/2015	01/22/2016	34	VOYA FINANCIAL INC	30.22	42.62	1,027.55	1,449.03	(421.48)
12/24/2015	01/25/2016	7	UNION PACIFIC CORP	69.28	78.88	484.96	552.14	(67.18)
02/05/2015	01/27/2016	10	***MOBILEYE NV	27.10	37.13	271.04	371.26	(100.22)
03/02/2015	01/27/2016	30	***MOBILEYE NV	27.10	33.33	813.12	999.93	(186.81)
02/11/2015	01/29/2016	1	INTUITIVE SURGICAL INC	537.09	500.86	537.09	500.86	36.23
12/24/2015	02/02/2016	12	UNION PACIFIC CORP	72.39	78.88	868.69	946.52	(77.83)
03/03/2015	02/03/2016	19	ALTRIA GROUP INC	59.66	56.32	1,133.63	1,070.02	63.61
12/24/2015	02/03/2016	11	UNION PACIFIC CORP	71.45	78.88	785.92	867.64	(81.72)
03/03/2015	02/05/2016	14	ALTRIA GROUP INC	59.24	56.32	829.33	788.43	40.90
12/24/2015	02/05/2016	4	NORTHROP GRUMMAN CORP	185.98	190.96	743.91	763.84	(19.93)
06/30/2015	02/08/2016	5	ESTEE LAUDER COMPANIES-CLA	88.80	86.68	444.02	433.42	10.60
06/11/2015	02/08/2016	6	ROCKWELL COLLINS INC	80.64	94.49	483.86	566.93	(83.07)
05/12/2015	02/16/2016	14	MURPHY OIL CORP	16.60	45.07	232.40	631.01	(398.61)
11/09/2015	02/16/2016	12	MURPHY OIL CORP	16.60	31.04	199.20	372.47	(173.27)
12/16/2015	02/16/2016	17	MURPHY OIL CORP	16.60	22.30	282.21	379.04	(96.83)
11/11/2015	02/24/2016	8	L BRANDS INC	82.46	92.93	659.67	743.41	(83.74)
12/24/2015	02/25/2016	9	BALL CORP	66.48	72.76	598.33	654.87	(56.54)
12/24/2015	02/25/2016	10	ROSS STORES INC	55.96	54.48	559.58	544.79	14.79
12/24/2015	03/09/2016	3	SHERWIN-WILLIAMS CO/THE	275.94	266.23	827.83	798.68	29.15
12/24/2015	03/10/2016	15	BALL CORP	67.05	72.76	1,005.71	1,091.44	(85.73)
12/24/2015	03/18/2016	12	BALL CORP	70.91	72.76	850.90	873.15	(22.25)
12/24/2015	04/14/2016	15	ROSS STORES INC	56.74	54.48	851.09	817.18	33.91
06/01/2015	04/15/2016	10	ALTRIA GROUP INC	61.29	51.29	612.91	512.92	99.99
11/11/2015	04/15/2016	3	L BRANDS INC	81.65	92.93	244.96	278.78	(33.82)
11/19/2015	04/15/2016	6	L BRANDS INC	81.65	92.31	489.92	553.86	(63.94)
01/25/2016	04/15/2016	5	L BRANDS INC	81.65	96.01	408.26	480.07	(71.81)
01/22/2016	04/18/2016	27	COMPUTER SCIENCES CORP	33.18	30.09	895.89	812.48	83.41
02/03/2016	04/18/2016	35	COMPUTER SCIENCES CORP	33.18	31.11	1,161.35	1,088.95	72.40
12/24/2015	04/28/2016	8	PEPSICO INC	102.66	100.82	821.26	806.55	14.71

# Capital Gains Report

CHARLES L. READ FOUNDATION (Account: 888-08702)

January 1, 2016 - December 31, 2016

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Proceeds	Total Cost	Gain or Loss
12/24/2015	04/29/2016	36	BALL CORP	71.29	72.76	2,566.56	2,619.46	(52.90)
06/24/2015	05/10/2016	30	JETBLUE AIRWAYS	19.39	21.27	581.79	638.04	(56.25)
12/16/2015	05/10/2016	54	JETBLUE AIRWAYS	19.39	22.92	1,047.21	1,237.57	(190.36)
06/30/2015	05/10/2016	5	ROCKWELL COLLINS INC.	91.64	92.55	458.18	462.74	(4.56)
07/08/2015	05/10/2016	15	ROCKWELL COLLINS INC	91.64	91.55	1,374.55	1,373.22	1.33
05/20/2015	05/12/2016	22	APPLIED MATERIALS INC	19.85	19.98	436.70	439.48	(2.78)
12/24/2015	05/12/2016	16	ROSS STORES INC	54.35	54.48	869.61	871.66	(2.05)
12/24/2015	05/13/2016	10	NORTHROP GRUMMAN CORP	215.25	190.96	2,152.52	1,909.60	242.92
11/24/2015	05/18/2016	5	***LYONDELLBASELL INDU-CL A	82.06	95.83	410.31	479.16	(68.85)
12/24/2015	05/19/2016	24	***AMDOCS LTD	56.45	56.20	1,354.91	1,348.72	6.19
06/30/2015	05/31/2016	4	ESTEE LAUDER COMPANIES-CL A	91.82	86.69	367.28	346.74	20.54
07/08/2015	05/31/2016	5	ESTEE LAUDER COMPANIES-CL A	91.82	86.48	459.11	432.39	26.72
07/10/2015	05/31/2016	3	ESTEE LAUDER COMPANIES-CL A	91.82	87.56	275.46	262.67	12.79
07/10/2015	06/01/2016	2	ESTEE LAUDER COMPANIES-CL A	92.22	87.56	184.43	175.12	9.31
11/18/2015	06/01/2016	9	ESTEE LAUDER COMPANIES-CL A	92.22	83.44	829.96	750.94	79.02
08/17/2015	06/01/2016	1	INTUITIVE SURGICAL INC	629.02	532.30	629.02	532.30	96.72
11/24/2015	06/02/2016	5	***LYONDELLBASELL INDU-CL A	80.37	95.83	401.87	479.15	(77.28)
12/16/2015	06/02/2016	5	***LYONDELLBASELL INDU-CL A	80.37	88.51	401.87	442.56	(40.69)
12/16/2015	06/03/2016	9	***LYONDELLBASELL INDU-CL A	79.44	88.51	714.92	796.62	(81.70)
12/24/2015	06/07/2016	15	DR PEPPER SNAPPLE GROUP INC	91.94	94.20	1,379.16	1,413.00	(33.84)
12/24/2015	06/08/2016	83.987	AB DISCOVERY GRWTH FUND- ADV	8.93	8.91	750.00	748.32	1.68
12/24/2015	06/08/2016	111.194	AB DISCOVERY VALUE FUND- ADV	20.01	18.51	2,225.00	2,058.20	166.80
12/24/2015	06/08/2016	877.660	AB GLOBAL BOND FUND- ADV	8.46	8.15	7,425.00	7,152.93	272.07
07/24/2015	06/08/2016	2	APPLIED MATERIALS INC	24.21	17.36	48.42	34.71	13.71
07/24/2015	06/08/2016	46	APPLIED MATERIALS INC	24.21	17.35	1,113.59	798.22	315.37
12/24/2015	06/08/2016	4	SEALED AIR CORP	45.91	43.88	183.63	175.51	8.12
12/24/2015	06/08/2016	13	SEALED AIR CORP	45.91	43.88	596.80	570.39	26.41
08/14/2015	06/09/2016	20	CF INDUSTRIES HOLDINGS INC	30.43	64.38	608.60	1,287.58	(678.98)
09/29/2015	06/30/2016	1	PPL CORPORATION	37.59	32.18	37.59	32.18	5.41
09/29/2015	06/30/2016	29	PPL CORPORATION	37.59	32.18	1,090.19	933.29	156.90
12/24/2015	07/18/2016	36	MCDONALD'S CORP	123.60	118.88	4,449.58	4,279.80	169.78
12/24/2015	07/20/2016	9	ANSYS INC	90.52	93.53	814.66	841.78	(27.12)
10/29/2015	07/22/2016	16	CITIZENS FINANCIAL GROUP	21.81	24.24	348.89	387.86	(38.97)

# Capital Gains Report

CHARLES L. READ FOUNDATION (Account: 888-08702)

January 1, 2016 - December 31, 2016

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
09/02/2015	07/27/2016	11	AMPHENOL CORP-CL A	59.01	51.54	649.06	566.93	82.13
05/16/2016	07/28/2016	13	AMPHENOL CORP-CL A	58.71	55.67	763.22	723.68	39.54
12/24/2015	08/02/2016	1	ANTHEM INC	126.29	141.23	126.29	141.23	(14.94)
12/24/2015	08/02/2016	12	ANTHEM INC	126.29	141.23	1,515.43	1,694.78	(179.35)
09/01/2015	08/03/2016	5	FORTIVE CORP	48.53	41.40	242.65	206.98	35.67
09/14/2015	08/03/2016	3	FORTIVE CORP	48.53	41.95	145.59	125.86	19.73
12/24/2015	08/03/2016	9	FORTIVE CORP	48.53	47.80	436.78	430.18	6.60
12/24/2015	08/05/2016	2	SHERWIN-WILLIAMS CO/THE	299.64	266.23	599.27	532.46	66.81
12/24/2015	08/09/2016	2	SHERWIN-WILLIAMS CO/THE	296.43	266.23	592.86	532.46	60.40
12/24/2015	08/10/2016	3	SHERWIN-WILLIAMS CO/THE	296.11	266.23	888.34	798.68	89.66
12/24/2015	08/11/2016	3	SHERWIN-WILLIAMS CO/THE	296.82	266.23	890.45	798.68	91.77
12/24/2015	08/18/2016	13	ANTHEM INC	129.87	141.23	1,688.37	1,836.01	(147.64)
12/24/2015	08/19/2016	9	ANTHEM INC	129.15	141.23	1,162.31	1,271.09	(108.78)
05/11/2016	09/12/2016	13	UNITED PARCEL SERVICE-CL B	108.18	103.61	1,406.29	1,346.94	59.35
05/11/2016	09/13/2016	5	UNITED PARCEL SERVICE-CL B	107.05	103.61	535.23	518.05	17.18
05/17/2016	09/13/2016	11	UNITED PARCEL SERVICE-CL B	107.05	101.81	1,177.50	1,119.89	57.61
07/25/2016	09/13/2016	5	UNITED PARCEL SERVICE-CL B	107.05	110.22	535.23	551.11	(15.88)
08/03/2016	09/13/2016	5	UNITED PARCEL SERVICE-CL B	107.05	108.14	535.22	540.69	(5.47)
11/06/2015	09/14/2016	16	CF INDUSTRIES HOLDINGS INC	23.81	46.58	381.02	745.20	(364.18)
09/14/2015	09/14/2016	6	DANAHER CORP	76.49	65.67	458.97	394.05	64.92
12/24/2015	09/14/2016	1	DANAHER CORP	76.49	70.88	76.49	70.88	5.61
11/06/2015	09/15/2016	21	CF INDUSTRIES HOLDINGS INC	23.69	46.58	497.53	978.08	(480.55)
12/24/2015	09/15/2016	18	DANAHER CORP	76.80	70.88	1,382.37	1,275.92	106.45
12/24/2015	09/19/2016	5	PUBLIC STORAGE	215.76	248.69	1,078.81	1,243.45	(164.64)
12/24/2015	09/20/2016	36	***AMDOCS LTD	59.12	56.20	2,128.41	2,023.09	105.32
12/24/2015	09/20/2016	5	PUBLIC STORAGE	215.37	248.69	1,076.85	1,243.45	(166.60)
02/19/2016	09/20/2016	15	XILINX INC	53.20	48.38	798.01	725.77	72.24
05/02/2016	10/04/2016	1	ADVANSIX INC - W/I	15.09	19.58	15.09	19.58	(4.49)
12/24/2015	10/12/2016	13	DR PEPPER SNAPPLE GROUP INC	87.27	94.20	1,134.50	1,224.60	(90.10)
12/24/2015	10/12/2016	10	PEPSICO INC	105.95	100.82	1,059.49	1,008.19	51.30
12/24/2015	10/13/2016	12	DR PEPPER SNAPPLE GROUP INC	87.31	94.20	1,047.71	1,130.40	(82.69)
11/18/2015	10/13/2016	15	PPL CORPORATION	32.74	33.25	491.10	498.68	(7.58)
11/25/2015	10/13/2016	20	PPL CORPORATION	32.74	33.58	654.80	671.59	(16.79)

# Capital Gains Report

CHARLES L READ FOUNDATION (Account: 888-08702)

January 1, 2016 - December 31, 2016

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
05/19/2016	10/14/2016	11	GENERAL MILLS INC	61.94	62.44	681.32	686.87	(5.55)
05/19/2016	10/17/2016	3	GENERAL MILLS INC	61.80	62.44	185.39	187.33	(1.94)
05/23/2016	10/17/2016	12	GENERAL MILLS INC	61.80	62.75	741.57	753.05	(11.48)
12/17/2015	10/17/2016	15	VERIZON COMMUNICATIONS INC	50.33	46.31	754.92	694.64	60.28
05/23/2016	10/18/2016	17	GENERAL MILLS INC	61.77	62.75	1,050.15	1,066.82	(16.67)
05/24/2016	10/18/2016	35	GENERAL MILLS INC	61.77	62.36	2,162.07	2,182.69	(20.62)
08/09/2016	10/18/2016	7	GENERAL MILLS INC	61.77	70.88	432.41	496.14	(63.73)
10/26/2015	10/19/2016	30	ITT INC	34.49	38.22	1,034.60	1,146.50	(111.90)
12/24/2015	10/19/2016	17	ROSS STORES INC	63.27	54.48	1,075.53	926.14	149.39
12/24/2015	10/31/2016	17	ROSS STORES INC	62.26	54.48	1,058.34	926.14	132.20
04/20/2016	11/02/2016	16	HELMERICH & PAYNE	61.86	63.88	989.76	1,022.12	(32.36)
07/26/2016	11/02/2016	30	PROGRESSIVE CORP	31.23	32.65	936.80	979.53	(42.73)
07/28/2016	11/02/2016	16	PROGRESSIVE CORP	31.23	32.67	499.62	522.65	(23.03)
12/28/2015	11/30/2016	10	**MEDTRONIC PLC	72.61	77.15	726.14	771.46	(45.32)
12/24/2015	11/30/2016	7	**SCHLUMBERGER LTD	83.95	71.09	587.62	497.62	90.00
12/24/2015	11/30/2016	216	649 AB DISCOVERY GRWTH FUND- ADV	9.37	8.91	2,030.00	1,930.34	99.66
12/24/2015	11/30/2016	144	120 AB DISCOVERY VALUE FUND- ADV	22.62	18.51	3,260.00	2,667.66	592.34
12/24/2015	11/30/2016	619	474 AB GLOBAL BOND FUND- ADV	8.37	8.15	5,185.00	5,048.71	136.29
03/07/2016	11/30/2016	120	253 AB SMALL CAP CORE PORTFOLIO ADV CL	11.40	9.48	1,370.88	1,140.00	230.88
03/21/2016	11/30/2016	115	751 AB SMALL CAP CORE PORTFOLIO ADV CL	11.40	9.46	1,319.56	1,095.00	224.56
04/28/2016	11/30/2016	37	242 AB SMALL CAP CORE PORTFOLIO ADV CL	11.40	9.69	424.56	360.87	63.69
05/11/2016	11/30/2016	6	EXXON MOBIL CORP	87.68	89.09	526.10	534.53	(8.43)
12/24/2015	11/30/2016	6	KIMBERLY-CLARK CORP	114.99	127.17	689.94	763.03	(73.09)
12/24/2015	11/30/2016	5	MCKESSON CORP	143.99	200.23	719.96	1,001.15	(281.19)
12/24/2015	11/30/2016	3	NORTHROP GRUMMAN CORP	250.21	190.96	750.62	572.88	177.74
12/24/2015	11/30/2016	9	PEPSICO INC	100.55	100.82	904.93	907.37	(2.44)
07/28/2016	11/30/2016	14	PROGRESSIVE CORP	33.29	32.67	466.07	457.32	8.75
12/17/2015	11/30/2016	15	VERIZON COMMUNICATIONS INC	50.19	46.31	752.81	694.64	58.17
02/19/2016	11/30/2016	10	XILINX INC	54.10	48.38	540.99	483.85	57.14
12/28/2015	12/08/2016	35	**MEDTRONIC PLC	71.82	76.80	2,513.63	2,687.92	(174.29)
12/24/2015	12/12/2016	7	KIMBERLY-CLARK CORP	114.88	127.17	804.18	890.20	(86.02)
12/24/2015	12/13/2016	8	KIMBERLY-CLARK CORP	115.10	127.17	920.80	1,017.38	(96.58)

# Capital Gains Report

CHARLES L. READ FOUNDATION (Account. 888-08702)

January 1, 2016 - December 31, 2016

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
10/20/2016	12/14/2016	10	ESTEE LAUDER COMPANIES-CLA	78.56	86.73	785.59	867.32	(81.73)
09/08/2016	12/20/2016	16	OSHKOSH CORP	66.25	56.13	1,059.97	898.05	161.92
09/16/2016	12/20/2016	1	OSHKOSH CORP	66.25	56.01	66.25	56.01	10.24
04/20/2016	12/21/2016	15	HELMERICH & PAYNE	79.67	63.88	1,195.01	958.24	236.77
SUBTOTAL FOR SHORT-TERM						123,050.74	125,024.49	(1,973.75)
<b>LONG-TERM</b>								
02/24/2014	01/19/2016	8	COMCAST CORP-CLASS A	54.15	51.61	433.18	412.90	20.28
02/04/2014	01/21/2016	4	F5 NETWORKS INC	90.17	106.08	360.69	424.30	(63.61)
04/03/2014	01/21/2016	5	F5 NETWORKS INC	90.17	107.16	450.87	535.78	(84.91)
01/10/2014	01/25/2016	11	HESS CORP	36.91	80.84	406.04	889.26	(483.22)
12/04/2014	01/25/2016	1	HESS CORP	36.91	76.17	36.91	76.17	(39.26)
12/10/2004	01/26/2016	20	BERNSTEIN INTERNATIONAL	14.16	20.17	291.51	415.24	(123.73)
06/22/2010	01/26/2016	22,867	OVERLAY A PORTFOLIO	10.96	10.29	250.62	235.30	15.32
05/04/2012	01/28/2016	5	***LYONDELLBASELL INDU-CL A	77.76	40.60	388.83	203.01	185.82
10/05/2012	01/28/2016	1	***LYONDELLBASELL INDU-CL A	77.76	53.01	77.76	53.01	24.75
06/25/2013	02/01/2016	11	EDISON INTERNATIONAL	61.62	46.50	677.85	511.51	166.34
12/04/2013	02/10/2016	4	HOME DEPOT INC	114.93	78.31	459.73	313.24	146.49
07/03/2014	02/16/2016	17	MURPHY OIL CORP	16.60	66.74	282.20	1,134.65	(852.45)
07/16/2014	02/16/2016	20	MURPHY OIL CORP	16.60	65.76	332.00	1,315.12	(983.12)
11/05/2014	02/16/2016	15	MURPHY OIL CORP	16.60	52.15	249.00	782.30	(533.30)
12/30/2014	02/16/2016	20	MURPHY OIL CORP	16.60	50.81	332.01	1,016.30	(684.29)
11/11/2013	02/17/2016	12	DANAHER CORP	87.04	74.36	1,044.50	892.31	152.19
06/18/2013	02/17/2016	7	GILEAD SCIENCES INC	89.13	51.33	623.93	359.34	264.59
04/04/2014	02/17/2016	7	GILEAD SCIENCES INC	89.13	72.09	623.92	504.61	119.31
02/11/2015	02/17/2016	1	INTUITIVE SURGICAL INC	537.11	500.86	537.11	500.86	36.25
02/27/2014	02/18/2016	33	ALLSTATE CORP	64.48	54.14	2,127.75	1,786.59	341.16
12/07/2005	02/22/2016	129,572	BERNSTEIN EMERGING MARKETS	21.18	34.32	2,744.34	4,446.92	(1,702.58)
12/11/2007	02/22/2016	410,088	BERNSTEIN EMERGING MARKETS	21.18	40.96	8,685.66	16,797.23	(8,111.57)
12/10/2004	02/22/2016	51,144	BERNSTEIN INTERNATIONAL	14.22	20.17	727.27	1,031.57	(304.30)
12/07/2005	02/22/2016	154,621	BERNSTEIN INTERNATIONAL	14.22	23.55	2,198.71	3,641.32	(1,442.61)
12/12/2006	02/22/2016	1,632,869	BERNSTEIN INTERNATIONAL	14.22	25.65	23,219.39	41,883.10	(18,663.71)
12/11/2007	02/22/2016	1,706,966	BERNSTEIN INTERNATIONAL	14.22	25.26	24,273.06	43,117.96	(18,844.90)
03/11/2009	02/22/2016	1,168,887	BERNSTEIN INTERNATIONAL	14.22	9.46	16,621.57	11,057.67	5,563.90

# Capital Gains Report

CHARLES L. READ FOUNDATION (Account: 888-08702)

January 1, 2016 - December 31, 2016

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
06/04/2012	02/24/2016	48	APPLIED MATERIALS INC	18.23	10.03	875.23	481.49	393.74
07/24/2008	03/01/2016	1	ALPHABET INC-CL A	736.05	247.14	736.05	247.14	488.91
04/07/2014	03/01/2016	9	FACEBOOK INC-A	109.37	56.91	984.32	512.15	472.17
05/22/2014	03/01/2016	2	FACEBOOK INC-A	109.37	61.09	218.74	122.19	96.55
03/25/2011	03/07/2016	1	ALPHABET INC-CL A	719.99	291.28	719.99	291.28	428.71
03/29/2011	03/07/2016	1	ALPHABET INC-CL A	719.99	290.19	719.99	290.19	429.80
01/10/2014	03/07/2016	17	GAMESTOP CORP-CLASS A	30.96	45.07	526.35	766.16	(239.81)
02/03/2014	03/07/2016	20	GAMESTOP CORP-CLASS A	30.96	33.82	619.24	676.38	(57.14)
02/06/2014	03/07/2016	19	GAMESTOP CORP-CLASS A	30.96	35.24	588.27	669.52	(81.25)
02/06/2014	03/21/2016	16	GAMESTOP CORP-CLASS A	30.89	35.24	494.19	563.80	(69.61)
11/26/2014	03/21/2016	18	GAMESTOP CORP-CLASS A	30.89	37.28	555.97	671.05	(115.08)
06/04/2012	04/14/2016	60	APPLIED MATERIALS INC	20.92	10.03	1,255.46	601.85	653.61
11/20/2013	04/14/2016	7	CVS HEALTH CORP	101.19	65.59	708.30	459.10	249.20
03/03/2015	04/15/2016	11	ALTRIA GROUP INC	61.29	56.32	674.20	619.48	54.72
12/09/2008	04/19/2016	30	BERNSTEIN INTERMEDIATE	13.36	11.46	414.01	355.13	58.88
06/22/2010	04/19/2016	21	OVERLAY A PORTFOLIO	11.52	10.29	249.85	223.17	26.68
04/11/2014	04/26/2016	3	MONSTER BEVERAGE CORP	124.16	63.94	372.49	191.81	180.68
05/09/2014	04/26/2016	8	MONSTER BEVERAGE CORP	124.16	66.28	993.32	530.24	463.08
10/05/2012	05/02/2016	12	***LYONDELLBASELL INDU-CL A	83.63	53.01	1,003.50	636.15	367.35
10/05/2012	05/10/2016	2	***LYONDELLBASELL INDU-CL A	81.91	53.02	163.82	106.03	57.79
12/05/2012	05/10/2016	15	***LYONDELLBASELL INDU-CL A	81.91	48.50	1,228.64	727.50	501.14
04/25/2013	05/10/2016	7	***LYONDELLBASELL INDU-CL A	81.91	62.23	573.37	435.58	137.79
03/11/2015	05/10/2016	7	CF INDUSTRIES HOLDINGS INC	30.11	58.67	210.77	410.70	(199.93)
03/12/2015	05/10/2016	15	CF INDUSTRIES HOLDINGS INC	30.11	58.47	451.65	876.99	(425.34)
03/23/2015	05/10/2016	25	CF INDUSTRIES HOLDINGS INC	30.11	58.26	752.74	1,456.58	(703.84)
04/16/2015	05/10/2016	2	CF INDUSTRIES HOLDINGS INC	30.11	58.33	60.22	116.65	(56.43)
06/27/2014	05/10/2016	13	DOLLAR GENERAL CORP	84.39	57.77	1,097.12	751.04	346.08
02/19/2015	05/10/2016	22	JETBLUE AIRWAYS	19.39	17.24	426.64	379.19	47.45
06/04/2012	05/12/2016	7	APPLIED MATERIALS INC	19.85	10.03	138.95	70.22	68.73
04/07/2014	05/16/2016	10	DANAHER CORP	98.01	73.88	980.06	738.75	241.31
11/12/2014	05/16/2016	5	DANAHER CORP	98.01	82.44	490.03	412.18	77.85
04/25/2013	05/18/2016	3	***LYONDELLBASELL INDU-CL A	82.06	62.23	246.18	186.68	59.50
04/16/2015	05/18/2016	8	***LYONDELLBASELL INDU-CL A	82.06	95.94	656.49	767.55	(111.06)

# Capital Gains Report

CHARLES L. READ FOUNDATION (Account: 888-08702)

January 1, 2016 - December 31, 2016

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
11/20/2013	05/18/2016	9	CVS HEALTH CORP	101.34	65.59	912.09	590.28	321.81
01/21/2014	05/18/2016	1	CVS HEALTH CORP	101.34	68.32	101.34	68.32	33.02
05/09/2014	05/18/2016	2	MONSTER BEVERAGE CORP	148.84	66.28	297.67	132.56	165.11
10/14/2014	05/18/2016	5	MONSTER BEVERAGE CORP	148.84	94.38	744.18	471.92	272.26
08/07/2014	05/23/2016	19	MICROSOFT CORP	50.44	43.31	958.44	822.91	135.53
08/01/2013	05/23/2016	15	VISA INC - CLASS A SHRS	77.54	43.99	1,163.13	659.78	503.35
03/27/2015	05/27/2016	1	INTUITIVE SURGICAL INC	636.56	500.22	636.56	500.22	136.34
04/30/2015	05/27/2016	1	INTUITIVE SURGICAL INC	636.56	494.51	636.56	494.51	142.05
04/30/2015	05/31/2016	1	INTUITIVE SURGICAL INC	633.63	494.50	633.63	494.50	139.13
08/07/2014	06/03/2016	23	UNITEDHEALTH GROUP INC	136.47	79.39	3,138.79	1,826.01	1,312.78
10/15/2014	06/03/2016	10	UNITEDHEALTH GROUP INC	136.47	82.13	1,364.69	821.26	543.43
05/20/2015	06/08/2016	10	APPLIED MATERIALS INC	24.21	19.98	242.08	199.76	42.32
12/11/2007	06/08/2016	127	BERNSTEIN EMERGING MARKETS	23.90	40.96	3,040.00	5,210.00	(2,170.00)
12/09/2008	06/08/2016	210	BERNSTEIN INTERMEDIATE	13.44	11.46	2,834.83	2,417.20	417.63
12/09/2009	06/08/2016	272	BERNSTEIN INTERMEDIATE	13.44	13.22	3,659.92	3,600.00	59.92
12/16/2009	06/08/2016	36,849	BERNSTEIN INTERMEDIATE	13.44	13.30	495.25	490.09	5.16
03/11/2009	06/08/2016	657	BERNSTEIN INTERNATIONAL	15.53	9.46	10,215.00	6,222.40	3,992.60
06/22/2010	06/08/2016	252	OVERLAY B PORTFOLIO	10.49	10.34	2,650.00	2,612.11	37.89
11/15/2011	06/08/2016	5	WALT DISNEY CO/THE	98.19	36.30	490.93	181.48	309.45
04/16/2015	06/09/2016	5	CF INDUSTRIES HOLDINGS INC	30.43	58.33	152.15	291.63	(139.48)
04/16/2015	06/09/2016	13	CF INDUSTRIES HOLDINGS INC	30.43	58.32	395.59	758.22	(362.63)
08/07/2014	06/10/2016	8	MICROSOFT CORP	51.21	43.31	409.70	346.49	63.21
10/24/2014	06/10/2016	12	MICROSOFT CORP	51.21	45.82	614.56	549.89	64.67
04/28/2014	06/17/2016	9	SERVICENOW INC	72.16	46.03	649.43	414.29	235.14
05/07/2014	06/17/2016	3	SERVICENOW INC	72.16	47.25	216.48	141.75	74.73
05/07/2014	06/21/2016	12	SERVICENOW INC	72.48	47.25	869.80	567.02	302.78
03/25/2015	07/18/2016	8	CITIZENS FINANCIAL GROUP	20.94	23.75	167.53	190.00	(22.47)
03/27/2015	07/18/2016	26	CITIZENS FINANCIAL GROUP	20.94	24.37	544.48	633.55	(89.07)
06/08/2015	07/18/2016	2	CITIZENS FINANCIAL GROUP	20.94	28.48	41.88	56.96	(15.08)
10/25/2013	07/18/2016	5	COSTCO WHOLESALE CORP	167.10	115.93	835.51	579.66	255.85
10/07/2014	07/18/2016	6	COSTCO WHOLESALE CORP	167.10	125.17	1,002.61	750.99	251.62
11/15/2013	07/20/2016	5	ANSYS INC	90.52	84.62	452.59	423.11	29.48
08/08/2014	07/20/2016	15	ANSYS INC	90.52	79.24	1,357.77	1,188.59	169.18

# Capital Gains Report

CHARLES L. READ FOUNDATION (Account: 888-08702)

January 1, 2016 - December 31, 2016

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
08/19/2014	07/20/2016	5	ANSYS INC	90.52	80.90	452.59	404.48	48.11
11/14/2014	07/20/2016	8	ANSYS INC	90.52	79.78	724.15	638.26	85.89
06/08/2015	07/20/2016	43	CITIZENS FINANCIAL GROUP	21.19	28.48	911.04	1,224.62	(313.58)
06/08/2015	07/12/2016	44	CITIZENS FINANCIAL GROUP	21.79	28.48	958.59	1,253.10	(294.51)
12/16/2009	07/22/2016	28.463	BERNSTEIN INTERMEDIATE	13.63	13.30	387.95	378.56	9.39
06/08/2015	07/22/2016	13	CITIZENS FINANCIAL GROUP	21.81	28.48	283.47	370.23	(86.76)
06/12/2015	07/22/2016	23	CITIZENS FINANCIAL GROUP	21.81	27.42	501.53	630.59	(129.06)
06/22/2010	07/22/2016	28.991	OVERLAY A PORTFOLIO	11.56	10.29	335.14	298.32	36.82
10/25/2013	07/25/2016	16	AMPHENOL CORP-CL A	58.71	40.47	939.28	647.55	291.73
10/25/2013	07/26/2016	8	AMPHENOL CORP-CL A	59.20	40.47	473.60	323.77	149.83
11/01/2013	07/26/2016	10	AMPHENOL CORP-CL A	59.20	40.07	592.01	400.67	191.34
11/07/2013	07/26/2016	4	AMPHENOL CORP-CL A	59.20	40.15	236.80	160.58	76.22
11/07/2013	07/27/2016	16	AMPHENOL CORP-CL A	59.01	40.15	944.08	642.32	301.76
11/12/2014	08/03/2016	8	FORTIVE CORP	48.53	37.42	388.25	299.34	88.91
01/10/2014	08/04/2016	5	VALERO ENERGY CORP	53.78	53.19	268.91	265.95	2.96
02/12/2014	08/04/2016	20	VALERO ENERGY CORP	53.78	47.65	1,075.64	952.91	122.73
10/22/2014	08/04/2016	1	VALERO ENERGY CORP	53.78	48.82	53.78	48.82	4.96
10/22/2014	08/05/2016	24	VALERO ENERGY CORP	53.60	48.82	1,286.49	1,171.73	114.76
02/24/2014	08/11/2016	5	COMCAST CORP-CLASS A	67.33	51.61	336.66	258.07	78.59
04/30/2014	08/11/2016	3	COMCAST CORP-CLASS A	67.33	51.71	201.99	155.12	46.87
11/28/2012	08/19/2016	12	DISCOVER FINANCIAL SERVICES	57.78	40.70	693.36	488.45	204.91
07/24/2015	08/30/2016	36	APPLIED MATERIALS INC	29.85	17.35	1,074.77	624.69	450.08
08/14/2015	09/12/2016	17	CF INDUSTRIES HOLDINGS INC	25.30	64.38	430.14	1,094.44	(664.30)
08/25/2015	09/12/2016	6	CF INDUSTRIES HOLDINGS INC	25.30	56.85	151.81	341.11	(189.30)
11/12/2014	09/13/2016	15	DANAHER CORP	77.18	62.48	1,157.70	937.18	220.52
02/27/2014	09/14/2016	1	ALLSTATE CORP	67.67	54.14	67.67	54.14	13.53
09/18/2014	09/14/2016	15	ALLSTATE CORP	67.67	62.30	1,015.07	934.50	80.57
09/30/2014	09/14/2016	3	ALLSTATE CORP	67.67	61.46	203.01	184.37	18.64
08/25/2015	09/14/2016	5	CF INDUSTRIES HOLDINGS INC	23.81	56.85	119.07	284.26	(165.19)
09/01/2015	09/14/2016	10	DANAHER CORP	76.49	64.80	764.95	647.99	116.96
06/01/2015	09/19/2016	8	ALTRIA GROUP INC	62.83	51.29	502.65	410.34	92.31
08/24/2015	09/19/2016	3	ALTRIA GROUP INC	62.83	52.69	188.50	158.06	30.44
07/24/2015	10/10/2016	25	APPLIED MATERIALS INC	29.60	17.35	740.00	433.82	306.18

# Capital Gains Report

CHARLES L. READ FOUNDATION (Account: 888-08702)

January 1, 2016 - December 31, 2016

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
07/24/2015	10/11/2016	21	APPLIED MATERIALS INC	28.68	17.35	602.28	364.40	237.88
08/27/2015	10/11/2016	23	APPLIED MATERIALS INC	28.68	15.92	659.65	366.08	293.57
09/29/2015	10/13/2016	23	PPL CORPORATION	32.74	32.18	753.02	740.19	12.83
10/01/2015	10/13/2016	53	PPL CORPORATION	32.74	32.46	1,735.22	1,720.48	14.74
03/07/2012	10/17/2016	24	HEWLETT PACKARD ENTERPRIS	21.38	13.32	513.15	319.74	193.41
04/10/2012	10/17/2016	25	HEWLETT PACKARD ENTERPRIS	21.38	12.83	534.54	320.65	213.89
06/27/2014	10/19/2016	80	ITT INC	34.49	47.72	2,758.91	3,817.22	(1,058.31)
02/09/2015	10/19/2016	16	ITT INC	34.49	38.58	551.78	617.28	(65.50)
05/22/2014	10/21/2016	2	BIOGEN INC	293.81	297.68	587.63	595.37	(7.74)
04/30/2015	10/21/2016	2	BIOGEN INC	293.81	375.87	587.62	751.74	(164.12)
11/15/2011	10/21/2016	2	WALT DISNEY CO/THE	91.12	36.30	182.24	72.59	109.65
01/06/2012	10/21/2016	7	WALT DISNEY CO/THE	91.12	39.86	637.86	279.01	358.85
12/16/2009	10/25/2016	31 325	BERNSTEIN INTERMEDIATE	13.58	13.30	425.40	416.62	8.78
06/22/2010	10/25/2016	30 699	OVERLAY A PORTFOLIO	11.46	10.29	351.81	315.89	35.92
11/18/2014	10/26/2016	1	L-3 COMMUNICATIONS HOLDINGS	148.61	121.03	148.61	121.03	27.58
11/18/2014	10/26/2016	5	L-3 COMMUNICATIONS HOLDINGS	148.61	121.02	743.07	605.12	137.95
11/20/2014	10/26/2016	2	L-3 COMMUNICATIONS HOLDINGS	148.61	120.72	297.23	241.44	55.79
09/30/2014	10/28/2016	17	ALLSTATE CORP	67.69	61.45	1,150.71	1,044.73	105.98
10/09/2014	10/31/2016	8	ALLSTATE CORP	67.85	61.25	542.77	489.97	52.80
10/09/2014	11/01/2016	7	ALLSTATE CORP	67.34	61.25	471.36	428.72	42.64
10/10/2014	11/01/2016	2	ALLSTATE CORP	67.34	61.48	134.68	122.96	11.72
11/20/2014	11/02/2016	4	L-3 COMMUNICATIONS HOLDINGS	135.03	120.72	540.12	482.88	57.24
05/08/2015	11/02/2016	1	L-3 COMMUNICATIONS HOLDINGS	135.03	116.52	135.03	116.52	18.51
10/12/2015	11/04/2016	63	APPLIED MATERIALS INC	28.31	15.56	1,783.37	980.17	803.20
09/27/2013	11/04/2016	63	XEROX CORP	9.26	10.38	583.24	654.20	(70.96)
10/17/2013	11/04/2016	24	XEROX CORP	9.26	10.67	222.18	256.01	(33.83)
10/12/2015	11/07/2016	18	APPLIED MATERIALS INC	29.02	15.56	522.32	280.05	242.27
12/04/2014	11/08/2016	11	HESS CORP	47.33	76.17	520.58	837.84	(317.26)
02/09/2015	11/08/2016	3	HESS CORP	47.33	74.23	141.98	222.68	(80.70)
11/26/2012	11/10/2016	48	BANK OF AMERICA CORP	18.41	9.82	883.52	471.45	412.07
03/25/2013	11/10/2016	15	CAPITAL ONE FINANCIAL CORP	79.22	54.34	1,186.23	815.13	373.10
06/27/2014	11/29/2016	7	DOLLAR GENERAL CORP	78.15	57.77	547.02	404.40	142.62
07/02/2014	11/29/2016	10	DOLLAR GENERAL CORP	78.15	57.87	781.46	578.74	202.72

# Capital Gains Report

CHARLES L. READ FOUNDATION (Account: 888-08702)

January 1, 2016 - December 31, 2016

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Proceeds	Total Cost	Gain or Loss
06/12/2014	11/30/2016	5	AETNA INC	130.86	80.80	654.30	403.99	250.31
10/10/2014	11/30/2016	10	ALLSTATE CORP	69.56	61.48	695.64	614.79	80.85
02/11/2014	11/30/2016	2	ALPHABET INC-CL A	776.44	593.86	1,552.88	1,187.71	365.17
08/24/2015	11/30/2016	7	ALTRIA GROUP INC	64.21	52.69	449.48	368.80	80.68
08/25/2015	11/30/2016	4	ALTRIA GROUP INC	64.21	52.76	256.85	211.04	45.81
05/11/2010	11/30/2016	15	APPLE INC	110.70	36.02	1,660.43	540.28	1,120.15
11/26/2012	11/30/2016	8	BANK OF AMERICA CORP	21.06	9.82	168.48	78.57	89.91
12/12/2012	11/30/2016	51	BANK OF AMERICA CORP	21.06	10.62	1,074.09	541.38	532.71
12/11/2007	11/30/2016	32,584	BERNSTEIN EMERGING MARKETS	24.96	40.96	813.29	1,334.64	(521.35)
12/09/2008	11/30/2016	32,120	BERNSTEIN EMERGING MARKETS	24.96	14.72	801.71	472.81	328.90
12/16/2009	11/30/2016	279,043	BERNSTEIN INTERMEDIATE	13.17	13.30	3,675.00	3,711.28	(36.28)
03/25/2013	11/30/2016	7	CAPITAL ONE FINANCIAL CORP	83.83	54.34	586.80	380.40	206.40
04/30/2014	11/30/2016	11	COMCAST CORP-CLASS A	69.64	51.71	766.09	568.76	197.33
10/07/2014	11/30/2016	3	COSTCO WHOLESALE CORP	150.39	125.17	451.18	375.50	75.68
01/21/2014	11/30/2016	8	CVS HEALTH CORP	77.15	68.32	617.19	546.56	70.63
11/28/2012	11/30/2016	9	DISCOVER FINANCIAL SERVICES	67.59	40.70	608.33	366.34	241.99
07/02/2014	11/30/2016	1	DOLLAR GENERAL CORP	77.46	57.87	77.46	57.87	19.59
07/02/2014	11/30/2016	2	DOLLAR GENERAL CORP	77.46	57.88	154.92	115.75	39.17
07/02/2014	11/30/2016	12	DOLLAR GENERAL CORP	77.46	57.87	929.52	694.48	235.04
01/08/2015	11/30/2016	1	DOLLAR GENERAL CORP	77.46	69.46	77.46	69.46	8.00
06/26/2015	11/30/2016	6	EOG RESOURCES INC	102.26	88.19	613.55	529.11	84.44
05/22/2014	11/30/2016	6	FACEBOOK INC-A	118.27	61.10	709.64	366.58	343.06
02/09/2015	11/30/2016	10	HESS CORP	56.20	74.22	562.02	742.25	(180.23)
04/09/2013	11/30/2016	21	HEWLETT PACKARD ENTERPRIS	23.79	12.13	499.50	254.83	244.67
12/04/2013	11/30/2016	9	HOME DEPOT INC	129.95	78.31	1,169.51	704.80	464.71
10/14/2015	11/30/2016	1	INTUITIVE SURGICAL INC	639.65	454.82	639.65	454.82	184.83
05/08/2015	11/30/2016	3	L-3 COMMUNICATIONS HOLDINGS	157.30	116.52	471.90	349.55	122.35
10/24/2014	11/30/2016	13	MICROSOFT CORP	60.38	45.82	784.98	595.72	189.26
11/05/2014	11/30/2016	5	MICROSOFT CORP	60.38	47.55	301.91	237.75	64.16
12/03/2013	11/30/2016	10	NIKE INC -CL B	50.32	39.49	503.20	394.89	108.31
06/22/2010	11/30/2016	943,625	OVERLAY A PORTFOLIO	11.53	10.29	10,880.00	9,709.90	1,170.10
06/22/2010	11/30/2016	224,880	OVERLAY B PORTFOLIO	10.45	10.34	2,350.00	2,325.26	24.74
05/23/2014	11/30/2016	1	PRICELINE GROUP INC/THE	1,502.63	1,192.86	1,502.63	1,192.86	309.77

# Capital Gains Report

CHARLES L. READ FOUNDATION (Account: 888-08702)

January 1, 2016 - December 31, 2016

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
08/01/2013	11/30/2016	8	VISA INC - CLASS A SHARES	77.47	43.98	619.75	351.88	267.87
01/06/2012	11/30/2016	6	WALT DISNEY CO/THE	99.49	39.86	596.91	239.15	357.76
10/17/2013	11/30/2016	49	XEROX CORP	9.30	10.67	455.69	522.68	(66.99)
06/12/2014	12/08/2016	2	AETNA INC	128.19	80.80	256.38	161.59	94.79
10/16/2014	12/08/2016	3	AETNA INC	128.19	74.39	384.57	223.16	161.41
11/18/2015	12/12/2016	12	ESTEE LAUDER COMPANIES-CL A	78.64	83.44	943.64	1,001.25	(57.61)
11/19/2015	12/13/2016	11	ESTEE LAUDER COMPANIES-CL A	78.85	84.43	867.36	928.72	(61.36)
11/05/2014	12/20/2016	10	MICROSOFT CORP	63.21	47.55	632.06	475.50	156.56
12/17/2014	12/20/2016	2	MICROSOFT CORP	63.21	45.26	126.41	90.52	35.89
SUBTOTAL FOR LONG-TERM						233,189.33	256,851.77	(23,662.44)
CIL <sup>1</sup>								
	10/27/2016		ADVANSIX INC			3.26	0.00	3.26
SUBTOTAL FOR CIL						3.26	0.00	3.26
TOTAL						\$356,243.33	\$381,876.26	(\$25,632.93)

\*\* ACCOUNT TOTALS \*\*

CURRENT PERIOD - G/L (\$25,632.93)  
 SHORT-TERM (\$1,973.75)  
 LONG-TERM (\$23,662.44)  
 CIL \$3.26

[1] CIL represents cash in lieu of fractional shares



The Charles L. Read Foundation  
 Schedule of Contributions to Exempt Organizations  
 For the Year 2016

Exhibit C

(continued)

<u>Donee Organization</u>	<u>Location</u>	<u>Amount</u>
Maine Maritime Museum	Bath, ME	2,000
Marine Mammals of Maine	Portland, ME	500
Monarch Care	Fort Lauderdale, FL	2,000
Morristown Memorial Hospital FDN	Morristown, NJ	2,000
Mountain Top Museum	Breckenridge, CO	1,500
Museum of Early Trades & Crafts	Madison, NJ	3,000
National Jewish Hospital	Denver, CO	2,500
National MS Society	New York, NY	1,000
New Eyes for the Needy	Millburn, NJ	1,000
Papermill Playhouse	Millburn, NJ	1,000
Paws In The Door	Bath, ME	500
Phippsburg Land Trust	Phippsburg, ME	1,500
Phippsburg Fire Department	Phippsburg, ME	1,500
Pine Tree Society	Bath, ME	1,000
Sagadahoc Preservation, Inc.	Bath, ME	1,000
Seeing Eye Inc.	Morristown, NJ	1,500
Senior Services of the Chathams	Chatham, NJ	1,000
Shakespeare Festival	Lenox, MA	2,000
Small Point Summer School	Small Point, ME	2,000
Southside Hospital	Bayshore, NY	5,000
Sultana Education Foundation	Chestertown, MD	3,000
Summit Foundation	Breckenridge, CO	4,000
Tanglewood	Lenox, MA	5,000
Thursday Morning Club, Inc.	Madison, NJ	1,000
Totman Wallace Scholarship Fund	Phippsburg, ME	1,500
Town of Phippsburg Fishway Project	Phippsburg, ME	1,000
Trinity United Methodist Church	Newark, NJ	1,000
Trust & Agency Fund - Hancock Central School	Hancock, NY	32,000
UCC	Phippsburg, ME	1,500
United Methodist Church	Madison, NJ	2,500
United Methodist Church of Brunswick	Brunswick, ME	500
University of Virginia Law Foundation	Charlottesville, VA	2,500
Worton United Methodist Church	Worton, MD	1,000

Total Contributions for the year 2016

\$ 157,000

The accompanying accountant's compilation letter is an integral part of this statement.

Thomas F. Howell  
 Certified Public Accountant

The Charles L. Read Foundation  
 Schedule of Contributions to Exempt Organizations  
 For the Year 2016

Exhibit C

(continued)

<u>Donee Organization</u>	<u>Location</u>	<u>Amount</u>
Maine Maritime Museum	Bath, ME	2,000
Marine Mammals of Maine	Portland, ME	500
Monarch Care	Fort Lauderdale, FL	2,000
Morristown Memorial Hospital FDN	Morristown, NJ	2,000
Mountain Top Museum	Breckenridge, CO	1,500
Museum of Early Trades & Crafts	Madison, NJ	3,000
National Jewish Hospital	Denver, CO	2,500
National MS Society	New York, NY	1,000
New Eyes for the Needy	Millburn, NJ	1,000
Papermill Playhouse	Millburn, NJ	1,000
Paws In The Door	Bath, ME	500
Phippsburg Land Trust	Phippsburg, ME	1,500
Phippsburg Fire Department	Phippsburg, ME	1,500
Pine Tree Society	Bath, ME	1,000
Sagadahoc Preservation, Inc.	Bath, ME	1,000
Seeing Eye Inc.	Morristown, NJ	1,500
Senior Services of the Chathams	Chatham, NJ	1,000
Shakespeare Festival	Lenox, MA	2,000
Small Point Summer School	Small Point, ME	2,000
Southside Hospital	Bayshore, NY	5,000
Sultana Education Foundation	Chestertown, MD	3,000
Summit Foundation	Breckenridge, CO	4,000
Tanglewood	Lenox, MA	5,000
Thursday Morning Club, Inc.	Madison, NJ	1,000
Totman Wallace Scholarship Fund	Phippsburg, ME	1,500
Town of Phippsburg Fishway Project	Phippsburg, ME	1,000
Trinity United Methodist Church	Newark, NJ	1,000
Trust & Agency Fund - Hancock Central School	Hancock, NY	32,000
UCC	Phippsburg, ME	1,500
United Methodist Church	Madison, NJ	2,500
United Methodist Church of Brunswick	Brunswick, ME	500
University of Virginia Law Foundation	Charlottesville, VA	2,500
Worton United Methodist Church	Worton, MD	1,000

Total Contributions for the year 2016

\$ 157,000

The accompanying accountant's compilation letter is an integral part of this statement.

Thomas F. Howell  
 Certified Public Accountant

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

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
MORGAN STANLEY SMITH BARNEY # 033-061389214	11.	11.	
PNC BANK ACCT # 3510	83.	83.	
SANFORD BERNSTEIN AC # 888-8702	10.	10.	
TOTAL TO PART I, LINE 3	104.	104.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
DIVIDEND INCOME PNC BANK AS CUSTODIAN	28612.	1741.	26871.	26871.	
EQUITY DIVIDENDS S. BERNSTEIN	23416.	1496.	21920.	21865.	
MORGAN STANEY SMITH BARNEY DIVIDENDS	22526.	221.	22305.	19292.	
TO PART I, LINE 4	74554.	3458.	71096.	68028.	

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING	4500.	4500.		0.
TO FORM 990-PF, PG 1, LN 16B	4500.	4500.		0.

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FORM 990-PF	TAXES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
NJ EMPLOYMENT TAX	270.	0.		0.
TO FORM 990-PF, PG 1, LN 18	270.	0.		0.

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FORM 990-PF	OTHER EXPENSES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK CHARGES	299.	0.		0.
OFFICE EXPENSE	602.	0.		0.
MORGAN STANLEY ADVISORY FEE	10954.	10954.		0.
SANFORD C BERNSTEIN MGT FEES	9552.	9552.		0.
PNC BANK CUSTODIAL FEE	4000.	4000.		0.
DUES	85.	85.		0.
INSURANCE	1450.	1450.		0.
TO FORM 990-PF, PG 1, LN 23	26942.	26041.		0.

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FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION  
PART XV, LINES 2A THROUGH 2D

STATEMENT 6

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

RODGER K HERRIGEL  
249 MILLBURN AVENUE  
MILLBURN, NJ 07041

TELEPHONE NUMBER

973- 379-5850

FORM AND CONTENT OF APPLICATIONS

APPLICANTS SHOULD SUBMIT A BRIEF RESUME OF ACTIVITIES FOR WHICH THE GRANT IS DESIRED. THE LATEST FINANCIAL STATEMENT AND COPY OF IRS EXEMPTION LETTER SHOULD BE SENT AT THE SAME TIME.

ANY SUBMISSION DEADLINES

NONE

RESTRICTIONS AND LIMITATIONS ON AWARDS

NONE

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