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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ Do not enter social security numbers on this form as it may be made public.
▶ Information about Form 990-PF and its instructions is at *www.irs.gov/form990pf*.

OMB No 1545-0052

2016

Open to Public Inspection

For calendar year 2016, or tax year beginning 02-01-2016 , and ending 01-31-2017

Name of foundation
THE ENGELBERG FOUNDATION

A Employer identification number
06-1309603

Number and street (or P O box number if mail is not delivered to street address) 1050 NORTH LAKE WAY
Room/suite

B Telephone number (see instructions)
(212) 279-8430

City or town, state or province, country, and ZIP or foreign postal code
PALM BEACH, FL 33480

C If exemption application is pending, check here ▶ ☐

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

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

H Check type of organization ☑ 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)*▶$ 19,890,094

J Accounting method ☑ Cash ☐ Accrual ☐ Other (specify) ______
(Part I, column (d) must be on cash basis)

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

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (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)	777,032			
	2	Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	25	25		
	4	Dividends and interest from securities	351,216	351,277		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	166,383			
	b	Gross sales price for all assets on line 6a 718,213				
	7	Capital gain net income (from Part IV, line 2)		166,383		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)	103,112	103,112		
	12	**Total.** Add lines 1 through 11	1,397,768	620,797		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0	0		0
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	18,706	9,353		9,353
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	15,187	8,996		0
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	126,793	106,211		20,552
	24	**Total operating and administrative expenses.** Add lines 13 through 23	160,686	124,560		29,905
	25	Contributions, gifts, grants paid	744,610			744,610
	26	**Total expenses and disbursements.** Add lines 24 and 25	905,296	124,560		774,515
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	492,472			
	b	**Net investment income** (if negative, enter -0-)		496,237		
	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	1,374,800	1,004,341	1,004,341
	2	Savings and temporary cash investments	306,998	570,261	570,261
	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	8,946	8,786	8,786
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	5,520,168	5,923,215	7,330,150
	c	Investments—corporate bonds (attach schedule)	1,061,406	1,734,971	1,771,226
	11	Investments—land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	8,335,282	7,864,529	9,205,330
	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)	16,607,600	17,106,103	19,890,094
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 (attach schedule)			
	22	Other liabilities (describe ▶)	0	6,031	
	23	**Total liabilities**(add lines 17 through 22)	0	6,031	
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			
	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	5,000,000	5,000,000	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	11,607,600	12,100,072	
	30	**Total net assets or fund balances** (see instructions)	16,607,600	17,100,072	
	31	**Total liabilities and net assets/fund balances** (see instructions)	16,607,600	17,106,103	

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	16,607,600
2	Enter amount from Part I, line 27a	2	492,472
3	Other increases not included in line 2 (itemize) ▶	3	0
4	Add lines 1, 2, and 3	4	17,100,072
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	17,100,072

Part IV Capital Gains and Losses for Tax on Investment Income

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
a	See Additional Data Table			
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	166,383
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	718,584	18,622,232	0 038587
2014	1,496,662	15,873,148	0 094289
2013	1,016,646	14,319,048	0 071000
2012	791,706	12,712,102	0 062280
2011	4,421,071	14,728,859	0 300164

2 Total of line 1, column (d)	2	0 566320
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 113264
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	18,630,099
5 Multiply line 4 by line 3	5	2,110,120
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	4,962
7 Add lines 5 and 6	7	2,115,082
8 Enter qualifying distributions from Part XII, line 4	8	774,515

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	9,925
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	9,925
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	9,925
6	Credits/Payments				
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	30,000		
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c			
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	30,000
8	Enter any **penalty** for underpayment of estimated tax Check here ☑ if Form 2220 is attached			8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	20,075
11	Enter the amount of line 10 to be **Credited to 2017 estimated tax** ▶ 20,075 **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)?	1b		No
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		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? *If "Yes," attach a detailed description of the activities*	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? *If "Yes," attach a conformed copy of the changes*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a	Yes	
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	Yes	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	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? *If "Yes," complete Part II, col (c), and Part XV*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ CT			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation*	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10	Yes	

Part VII-A Statements Regarding Activities (continued)

		Line	Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		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?	13	Yes	

Website address ▶N/A

14 The books are in care of ▶KEITH KRAMERCPA Telephone no ▶(212) 279-8430

Located at ▶462 SEVENTH AVE-ROOM 1600 NEW YORK NY ZIP+4 ▶10018

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

		Line	Yes	No
16	At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		No
	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 ▶			

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

		Line	Yes	No
	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)			
	(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)?	1b		
	Organizations relying on a current notice regarding disaster assistance check here. ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016?.	1c		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

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)?	**5b**		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No			
	If "Yes," attach the statement required by Regulations section 53 4945–5(d)			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☑ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	**6b**		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?	**7b**		

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

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

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
ALFRED B ENGELBERG 1050 NORTH LAKE WAY PALM BEACH, FL 33480	TRUSTEE 10 00	0	0	0

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

(a) Name and address of each employee paid more than $50,000	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
NONE				

Total number of other employees paid over $50,000 ▶ 0

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

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

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

Part IX-A **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1	
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	17,592,123
b	Average of monthly cash balances.		1b	1,321,683
c	Fair market value of all other assets (see instructions).		1c	0
d	**Total** (add lines 1a, b, and c).		1d	18,913,806
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	18,913,806
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).		4	283,707
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4		5	18,630,099
6	**Minimum investment return.** Enter 5% of line 5.		6	931,505

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	931,505
2a	Tax on investment income for 2016 from Part VI, line 5.	2a 9,925		
b	Income tax for 2016 (This does not include the tax from Part VI).	2b 3,942		
c	Add lines 2a and 2b.		2c	13,867
3	Distributable amount before adjustments Subtract line 2c from line 1.		3	917,638
4	Recoveries of amounts treated as qualifying distributions.		4	0
5	Add lines 3 and 4.		5	917,638
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	917,638

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	774,515
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	774,515
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	0
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4.	6	774,515

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					917,638
2 Undistributed income, if any, as of the end of 2016					
a Enter amount for 2015 only.				0	
b Total for prior years 20___, 20___, 20___			0		
3 Excess distributions carryover, if any, to 2016					
a From 2011.	3,766,744				
b From 2012.	165,766				
c From 2013.	320,231				
d From 2014.	716,785				
e From 2015.					
f **Total** of lines 3a through e.		4,969,526			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ $ 774,515					
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.					774,515
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))*		143,123			143,123
6 **Enter the net total of each column as indicated below:**					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		4,826,403			
b Prior years' undistributed income Subtract line 4b from line 2b			0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.			0		
d Subtract line 6c from line 6b Taxable amount —see instructions			0		
e Undistributed income for 2015 Subtract line 4a from line 2a Taxable amount—see instructions				0	
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017					0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)		0			
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions)		3,623,621			
9 **Excess distributions carryover to 2017.** Subtract lines 7 and 8 from line 6a		1,202,782			
10 Analysis of line 9					
a Excess from 2012.	165,766				
b Excess from 2013.	320,231				
c Excess from 2014.	716,785				
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)

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

Part XV **Supplementary Information (Complete this part only if the 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))

ALFRED B ENGELBERG

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 e-mail address of the person to whom applications should be addressed

ALFRED ENGELBERG
1050 NORTH LAKE WAY
PALM BEACH, FL 33480
(212) 279-8430

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

NO PARTICULAR FORM, HOWEVER PURPOSE AND DETAIL INFORMATION SHOULD BE SUBMITTED

c Any submission deadlines

NONE

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

GRANTS ARE LIMITED TO CHARITABLE ORGANIZATIONS SO RECOGNIZED BY THE INTERNAL REVENUE SERVICE

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* See Additional Data Table				
Total . . . . ▶ **3a**				744,610
b *Approved for future payment* See Additional Data Table				
Total . . . . ▶ **3b**				12,075,000

Part XVI-A Analysis of Income-Producing Activities

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	25	
4 Dividends and interest from securities.			14	351,216	
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.			14	103,112	
8 Gain or (loss) from sales of assets other than inventory			18	166,383	
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		620,736	0

13 Total. Add line 12, columns (b), (d), and (e). **13** 620,736

(See worksheet in line 13 instructions to verify calculations)

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

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

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

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

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

(a) Line No	**(b)** Amount involved	**(c)** Name of noncharitable exempt organization	**(d)** Description of transfers, transactions, and sharing arrangements

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

******	2017-11-21	******	May the IRS discuss this return with the preparer shown below (see instr)? ☐ **Yes** ☐ **No**
Signature of officer or trustee	Date	Title	

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ▶ ☑	PTIN
KEITH KRAMER				P00293555
Firm's name ▶ KEITH KRAMER CPA				Firm's EIN ▶13-4106500
Firm's address ▶ 462 SEVENTH AVE NEW YORK, NY 10018				Phone no (212) 279-8430

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
DECATHLON ALPHA LP K-1	P	2016-01-31	2017-01-31
MKCA OPPORTUNITY FUND K-1	P	2016-01-31	2017-01-31
MKCA OPPORTUNITY FUND K-1	P	2016-01-31	2017-01-31
FARALLON CAPITAL PARTNERS K-1	P	2016-01-31	2017-01-31
YORK GLOBAL CREDIT	P	2016-01-31	2017-01-31
NEUBERGER BERMAN - SEE ATTACHED	P	2016-01-31	2017-01-31
NEUBERGER BERMAN	P	2016-01-31	2017-01-31
GARDNER RUSSO - SEE ATTACHED	P	2016-01-31	2017-01-31
JPMORGAN - SEE ATTACHED	P	2016-01-31	2017-01-31
B RILEY	P	2016-01-31	2017-01-31

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
2,101			2,101
4,843			4,843
23,926			23,926
		23,267	-23,267
11,285			11,285
249,958		176,970	72,988
		4,196	-4,196
106,765		85,925	20,840
91,370		80,537	10,833
357			357

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			2,101
			4,843
			23,926
			-23,267
			11,285
			72,988
			-4,196
			20,840
			10,833
			357

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
B RILEY	P	2016-01-31	2017-01-31
DISTRIBUTION IN EXCESS OF BASIS - MKC OP FUND	P	2016-01-31	2017-01-31
DISTRIBUTION IN EXCESS OF BASIS - FARALLON LP K-1	P	2016-01-31	2017-01-31
PTP BASIS ADJUSTMENT	P	2016-01-31	2017-01-31

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
187,974		178,570	9,404
33,029			33,029
526			526
6,079		2,365	3,714

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			9,404
			33,029
			526
			3,714

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
ASPEN ART MUSEUM 637 EAST HYMAN AVENUE ASPEN, CO 81611	NONE	501 (C) 3	UNRESTRICTED	1,000
ASPEN COMMUNITY FOUNDATION 110 E HALLMAN SUITE 126 ASPEN, CO 81611	NONE	501 (C) 3	UNRESTRICTED	5,000
ASPEN JUNIOR GOLF 4 TRUSCOTT PL ASPEN, CO 81611	NONE	501 (C) 3	UNRESTRICTED	300
AMERICAN FRIENDS OF THE ISRAEL MUSEUM 500 5TH AVE STE 2540 NEW YORK, NY 10110	NONE	501 (C) 3	UNRESTRICTED	1,000
AMERICAN JEWISH WORLD SERVICE 45 WEST 36TH STREET NEW YORK, NY 10018	NONE	501 (C) 3	UNRESTRICTED	5,000
Total . . . . ▶ **3a**				744,610

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
AMERICANS FOR THE ARTS ONE EAST 53RD STREET 2ND FL NEW YORK, NY 10022	NONE	501 (C) 3	UNRESTRICTED	10,000
ANDERSON RANCH ARTS CENTER 5263 OWL CREEK ROAD SNOWMASS VILLAGE, CO 81615	NONE	501 (C) 3	UNRESTRICTED	8,000
ASPEN MUSIC FESTIVAL & SCHOOL 601 VEAN COURT ASPEN, CO 81611	NONE	501 (C) 3	UNRESTRICTED	9,500
BREAST CANCER RESEARCH 2600 NETWORK BLVD SUITE 300 FRISCO, TX 75034	NONE	501 (C) 3	UNRESTRICTED	1,250
CARNEGIE HALL SOCIETY 881 7TH AVENUE NEW YORK, NY 10019	NONE	501 (C) 3	UNRESTRICTED	6,000
Total . . . . ▶ **3a**				744,610

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
CENTRAL SYNAGOGUE 652 LEXINGTON AVE NEW YORK, NY 10022	NONE	501 (C) 3	UNRESTRICTED	8,860
COALITION FOR THE HOMELESS 89 CHAMBERS STREET NEW YORK, NY 10007	NONE	501 (C) 3	UNRESTRICTED	25,000
CONGREGATION BETH ISRAEL 5600 N BRAESWOOD BLVD HOUSTON, TX 77096	NONE	501 (C) 3	UNRESTRICTED	18,000
CUREFA FOUNDATION 211 STUYVESANT AVE RYE, NY 10580	NONE	501 (C) 3	UNRESTRICTED	2,500
FIT FOUNDATION SEVENTH AVENUE AT 27 STREET NEW YORK, NY 10001	NONE	501 (C) 3	UNRESTRICTED	3,000
Total . . . . ▶ **3a**				744,610

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
ICHAN SCHOOL OF MEDICINE AT MT SINAI 1428 MADISON AVE NEW YORK, NY 10029	NONE	501 (C) 3	UNRESTRICTED	400,000
JAZZ AT LINCOLN CENTER 33 WEST 60TH STREET NEW YORK, NY 10023	NONE	501 (C) 3	UNRESTRICTED	60,000
JEWISH FEDERATION OF PALM BEACH 4601 COMMUNITY DRIVE WEST PALM BEACH, FL 33417	NONE	501 (C) 3	UNRESTRICTED	3,000
METROPOLITAN MUSEUM OF ART 1000 FIFTH AVENUE NEW YORK, NY 10028	NONE	501 (C) 3	UNRESTRICTED	1,200
NEW YORK PHILHARMONIC 10 LINCOLN CENTER PLAZA NEW YORK, NY 10023	NONE	501 (C) 3	UNRESTRICTED	5,000
Total . . . . ▶ 3a				744,610

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
NORTON MUSEUM OF ART 1451 S OLIVE AVE WEST PALM BEACH, FL 33401	NONE	501 (C) 3	UNRESTRICTED	115,000
NYU LANGONE MEDICAL CENTER 550 FIRST AVENUE NEW YORK, NY 10016	NONE	501 (C) 3	UNRESTRICTED	2,500
PALM BEACH COUNTRY CLUB FOUNDATION 760 NORTH OCEAN BLVD PALM BEACH, FL 33480	NONE	501 (C) 3	UNRESTRICTED	500
PALM BEACH ZOO 1301 SUMMIT BLVD WEST PALM BEACH, FL 33405	NONE	501 (C) 3	UNRESTRICTED	1,000
PEGGY ADAMS ANIMAL RESCUE LEAGUE 3100/3200 N MILITARY TRL WEST PALM BEACH, FL 33409	NONE	501 (C) 3	UNRESTRICTED	2,500
Total . . . . ▶ **3a**				744,610

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
PLANNED PARENTHOOD FEDERATION 1699 SW 27TH AVENUE MIAMI, FL 33415	NONE	501 (C) 3	UNRESTRICTED	5,000
QUALITY OF LIFE CANCER PROJECT 200 VARICK ST SUITE 802 NEW YORK, NY 10014	NONE	501 (C) 3	UNRESTRICTED	2,500
SOLOMON R GUGGENHEIM FOUNDATION 1071 FIFTH AVENUE NEW YORK, NY 10128	NONE	501 (C) 3	UNRESTRICTED	23,500
SOUTH FL PBS WPBT2 PO BOX 610002 MIAMI, FL 33261	NONE	501 (C) 3	UNRESTRICTED	1,000
SUSAN KOMEN BREAST CANCER 5005 LBJ FREEWAY DALLAS, TX 75244	NONE	501 (C) 3	UNRESTRICTED	2,500
Total . . . . ▶ **3a**				744,610

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
THE ACTORS' FUND OF AMERICA 729 SEVENTH AVENUE NEW YORK, NY 10019	NONE	501 (C) 3	UNRESTRICTED	2,500
THE ASPEN INSTITUTE 1000 NORTH THIRD STREET ASPEN, CO 81611	NONE	501 (C) 3	UNRESTRICTED	2,000
THE STUDIO MUSEUM IN HARLEM 144 W 125TH ST NEW YORK, NY 10027	NONE	501 (C) 3	UNRESTRICTED	500
UNITED HOSPITAL FUND 1411 BROADWAY 12TH FL NEW YORK, NY 10018	NONE	501 (C) 3	UNRESTRICTED	10,000
Total . . . . ▶ **3a**				744,610

TY 2016 Accounting Fees Schedule

Name: THE ENGELBERG FOUNDATION

EIN: 06-1309603

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
KEITH KRAMER CPA	18,706	9,353		9,353

TY 2016 Investments Corporate Bonds Schedule

Name: THE ENGELBERG FOUNDATION

EIN: 06-1309603

Name of Bond	End of Year Book Value	End of Year Fair Market Value
BANK OF AMERICA CORP	217,115	214,582
CAPITAL ONE FINANCIAL	308,797	309,249
CITIGROUP INC	305,203	316,869
GOLDMAN SACHS GROUP INC	300,172	307,236
MORGAN STANLEY	307,013	308,196
PENNANTPARK FLOATING RATE CA	89,390	106,520
SUNTRUST BANKS INC	207,281	208,574

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TY 2016 Investments Corporate Stock Schedule

Name: THE ENGELBERG FOUNDATION

EIN: 06-1309603

Name of Stock	End of Year Book Value	End of Year Fair Market Value
APPLE	54,612	191,126
ALTRIA GROUP INC COM	91,576	121,362
ANHEUSER BUSCH INBEV SA NV	209,835	194,812
ARES CAPITAL CORP	188,309	213,616
BERKSHIRE HATHAWAY INC DEL	346,997	418,557
BRITISH AMERICAN TOBACCO	87,769	101,383
BROWN FORMAN CORP	101,484	88,414
BLACKROCK CAPITAL INVESTMENT CORP	145,520	130,320
CARNIVAL CORP PAIRED CTF	110,968	110,760
CHEVRON	14,497	44,540
CHUBB LIMITED COM NPV	50,724	52,596
CITIZENS & NORTHERN	47,123	52,866
CME GROUP	58,231	115,026
COCA COLA	32,666	33,256
COMCAST CORP CL A	60,812	79,945
CRACKER BARREL	60,455	98,788
CROWN CASTLE INTERNATIONAL	63,016	70,264
CIE FINANCIERE RICHEMONT AG ZUG	242,430	255,848
DIAGEO PLC	71,006	75,531
DIAGEO PLC - SPONSORED ADR	54,978	56,015
EQT MIDSTREAM PARTNERS LP	38,234	49,304
GENERAL ELECTRIC	60,165	155,183
HEINEKEN HLDG	215,290	217,674
INTEL	79,308	135,314
JC DECAUX	64,891	54,837
KIMBERLY CLARK	39,124	39,998
L BRANDS INC COM	69,660	60,210
MARTIN MARIETTA MATLS INC	77,545	107,912
MASTERCARD INC CL	243,119	274,863
MCDONALDS	26,614	104,185

Name of Stock	End of Year Book Value	End of Year Fair Market Value
NESTLE	319,038	316,677
NESTLE SPONSORED ADR	48,238	102,595
NORFOLK SOUTHERN	75,938	138,016
PEPSICO	85,042	134,914
PENNANTPARK INVESTMENT CORP	95,569	110,460
PERNOD RICARD	179,323	202,554
PHILLIPS 66	81,187	89,782
PHILIP MORRIS INTL INC	239,325	284,545
PREFERRED APARTMENT COMMUNITIES	60,707	72,778
ROCKY BRANDS INC	32,982	32,574
RYMAN HOSPITALITY PROPERTIES	79,524	134,596
SALISBURY BANCORP	92,684	127,070
SOLAR CAPITAL LTD	40,116	48,806
SCRIPPS NETWORKS INTERACTIVE INV	14,484	20,944
SUPERIOR UNIFORM GROUP	15,109	26,807
SWATCH GROUP AG	105,010	99,928
TIME INC NEW COM	44,824	57,750
TARGET	59,220	51,584
TRAVELERS COS.	59,631	138,392
UMH PROPERTIES	63,922	78,744
UNIVEST CORPORATION OF PA	58,841	83,043
UNILEVER NV NEW YORK	161,770	162,803
URSTADT BIDDLE PROPERTIES	83,702	105,515
VALUE LINE	40,198	65,363
VERIZON	72,079	96,795
WEC ENERGY GROUP INC	82,162	156,483
WELLS FARGO & CO	314,354	332,065
WELLS FARGO & CO NEW	58,350	60,154
WEYERHAUSER SERIES A	197,753	236,228
WILLIAMS COS INC	55,175	57,680

TY 2016 Investments - Other Schedule

Name: THE ENGELBERG FOUNDATION

EIN: 06-1309603

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
DECATHLON ALPHA, LP	AT COST	227,901	171,196
GACP I LP	AT COST	666,275	668,125
GRAHAM ABSOLUTE RETURN FUND	AT COST	1,594,233	2,056,267
HUTCHIN HILL CAPITAL OFFSHORE FUND	AT COST	2,076,383	2,476,129
MKCA OPPORTUNITY FUND	AT COST	0	0
OWL CREEK ARGENTINA	AT COST	0	3,069
TALON GW1 LLC	AT COST	1,965,104	2,050,000
YORK GLOBAL CREDIT INCOME LTD.	AT COST	1,334,633	1,780,544

TY 2016 Other Expenses Schedule

Name: THE ENGELBERG FOUNDATION

EIN: 06-1309603

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MANAGEMENT FEES	96,186	96,186		0
GRANT EXPENSES	20,536	0		20,536
PORTFOLIO DEDUCTIONS	10,008	10,008		0
MISCELLANEOUS DEDUCTIONS	2	1		1
NON-DEDUCTIBLE EXPENSES	61	16		15

TY 2016 Other Income Schedule

Name: THE ENGELBERG FOUNDATION

EIN: 06-1309603

Other Income Schedule

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
TALON GW1	52,230	52,230	52,230
FARALLON CAPITAL INSTITUTIONAL PARTNERS	395	395	395
GACP I LP	50,480	50,480	50,480
MKCA OPPORTUNITY FUND	7	7	7

TY 2016 Other Liabilities Schedule

Name: THE ENGELBERG FOUNDATION

EIN: 06-1309603

Description	Beginning of Year - Book Value	End of Year - Book Value
UBTI TAX PAYABLE	0	6,031

TY 2016 Substantial Contributors Schedule

Name: THE ENGELBERG FOUNDATION

EIN: 06-1309603

Name	Address
ALFRED ENGELBERG	1050 NORTH LAKE WAY PALM BEACH, FL 33480

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TY 2016 Taxes Schedule

Name: THE ENGELBERG FOUNDATION

EIN: 06-1309603

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	8,996	8,996		0
EXCISE TAX	160	0		0
UBTI TAX	6,031	0		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	**Employer identification number**
THE ENGELBERG FOUNDATION	06-1309603

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

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

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc , purposes, but no such contributions totaled more than $1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose 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
THE ENGELBERG FOUNDATION

Employer identification number
06-1309603

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	ALFRED ENGELBERG 1050 NORTH LAKE WAY PALM BEACH, FL33480	$ 777,032	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)

Name of organization	**Employer identification number**
THE ENGELBERG FOUNDATION	06-1309603

Part II Noncash Property

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

(a) No.from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No.from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No.from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No.from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No.from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No.from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

Name of organization
THE ENGELBERG FOUNDATION

Employer identification number
06-1309603

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

(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