### Form **990-PF**

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

OMB No 1545-0052 2016

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.

Open to Public Inspection

For ca	lendar year 2016 or tax year beginning	2/01 ,2016	, and ending 1/	31 , 2017	
				Employer identification nu	mber
	LEON AND TOBY COOPERMAN		١.	13-3102941 3 Telephone number (see ins	la di anni
FAM1	LY FOUNDATION GITTELMAN & CO PC, PO BOX 23	60	\ <sup>1</sup>	3 Telephone number (see ins (973) 778-88	•
CITE	TON, NJ 07015-2369	09	<b> -</b>	(3/3) 1/0 00	
СПТТ	10N, NO 07013 2303		(	If exemption application is	pending, check here 🕒 📗
G Ch	eck all that apply   Initial return	Initial return of a fori	mer public charity	D 1 Foreign organizations, che	ck hara
	Final return	Amended return	}	7 1 Oreign Organizations, che	CK liefe .
	Address change	Name change	į	2 Foreign organizations mee	
H Ch	eck type of organization X Section 50	(c)(3) exempt private	foundation	here and attach computati	011
	Section 4947(a)(1) nonexempt charitable t	rust Other taxable	private foundation   I	E If private foundation statu	
		ounting method X C	ash Accrual	under section 507(b)(1)(A	), check here
-		Other (specify)	_ \!	F If the foundation is in a 60	
	3237 1037 233 10 220 3	column (d) must be o	n cash basis )	under section 507(b)(1)(B	), check here
Part		(a) Revenue and	(b) Net investment	(c) Adjusted net	(d) Disbursements
	Expenses (The total of amounts in columns (b), (c), and (d) may not neces-	expenses per books	income	income	for charitable purposes
	sarily equal the amounts in column (a)				(cash basis only)
	(see instructions).)				
	1 Contributions, gifts, grants, etc., received (attach schedule)	7,305,901.		· · · · · · · · · · · · · · · · · · ·	
	2 Check ►  if the foundation is not required to attach Sch B	L		<del></del>	<del> </del>
	3 Interest on savings and temporary cash investments				
7	4 Dividends and interest from securities	22,437,922.	22,437,922	2.	
ക	5 a Gross rents				
.70	b Net rental income or (loss)				<u> </u>
→ R	b Gross sales price for all	1,176,934.	Statement 1		<u> </u>
) ) ) ) )	assets on line 6a				<u> </u>
E	7 Capital gain net income (from Part IV, line 2) 8 Net short-term capital gain	·	1,206,537	<u>'- </u>	· · · · · · · · · · · · · · · · · · ·
	9 Income modifications				<del> :</del>
Z E	10 a Gross sales less	<u>'</u>		<del></del>	<del> </del>
SCANNICA	allowances			· · · · · · · · · · · · · · · · · · ·	, ,
	b Less Cost of goods sold				,
n	C Gross profit or (loss) (attach schedule).		;		. /
	11 Other income (attach schedule)				
	See Statement 2	9,968,478.	9,776,862		
	12 Total. Add lines 1 through 11	40,889,235.	33,421,321	0.	,
	13 Compensation of officers, directors, trustees, etc.	0.	 	<u> </u>	
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits 16 a Legal fees (attach schedule)		<u> </u>		
A D	b Accounting fees (attach sch)	·	<del></del>	<del></del>	
I M	C Other professional fees (attach sch)			M.	Promote Comments
N	17 Interest	28,931.	28,931		2017   9
O Î P S E T	18 Taxes (attach schedule)(see instrs) See Stm 3	385,011.	20, 931		- E
RR	19 Depreciation (attach	303,011.		OGDEN	UT =
A A	schedule) and depletion				
N V G E	20 Occupancy				
-	21 Travel, conferences, and meetings		<u></u>		
A E N X D P	22 Printing and publications. 23 Other expenses (attach schedule)			<del>+</del>	<del> </del>
Ė	See Statement 4	309,683.	309,683		
N S	24 Total operating and administrative	303,003.	305,003	+	
E S	expenses. Add lines 13 through 23	723,625.	338,625		
	25 Contributions, gifts, grants paid Part XV	15,134,013.			15,134,013.
	26 Total expenses and disbursements.	15 055			_
	Add lines 24 and 25	15,857,638.	338,625	0.	15,134,013.
	27 Subtract line 26 from line 12: a Excess of revenue over expenses			`,	,
	and disbursements	25,031,597.	*		· · · · · · · · · · · · · · · · · · ·
	b Net investment income (if negative, enter -0-)		33,082,696		
	C Adjusted net income (if negative, enter -0-)			0.	,

BAA For Paperwork Reduction Act Notice, see instructions.

TEEA0504L 12/16/16

Form 990-PF (2016)

Cash = non-interest-bearing   (a) book Value   (b) sook Value   (c) ar Mannet Water	Par	+ 11	Balance Sheets	Attached schedules and amounts in the description	Beginning of year	End	of year
2 Savings and temporary cash investments 3 Accounts receivable Less allowance for doubtful accounts 4 Pledges receivable Less allowance for doubtful accounts 5 Grants receivable Less allowance for doubtful accounts 5 Grants receivable Less allowance for doubtful accounts 6 Receivable death remove full accounts 7 Other insent data in receivable Less allowance for doubtful accounts 8 Inventioners for sale or under the full accounts 8 Inventioners for sale or under data series 10a Investments – U.S. and stelle government obligations (atlant schedule) c investments – u.S. and stelle government obligations (atlant schedule) c investments – u.S. and stelle government obligations (atlant schedule) c investments – compare study (atlant schedule) 11 Investments – and to full data schedule) 12 Investments – and to full data schedule) 12 Investments – and to full data schedule) 13 Investments – and to full data schedule) 14 Land, buildings, and equipment basis Less recumitate device demands citates schedule) 15 Other assets (describe 15 Total assets (to be completed by all hiers – see the instructions, Also, see page 1, term 1) 15 Total assets (be completed by all hiers – see the instructions, Also, see page 1, term 1) 15 Total assets (be completed by all hiers – see the instructions, Also, see page 1, term 1) 16 Total assets (see for the schedule) 17 Accounts payable and accrued expenses 18 Grants payable 19 Deferred revenue 19 Deferred revenue 20 Lass trans midres, directors, frustes, & other disqualined pexons 21 Andrages and other made papable (atlant schedule) 22 Content haddhes (described aschalue) 23 Total liabilities (acid times 17 through 22) 20 Total rela assets or furnous papers of the schedule) 24 Total rela assets or furnous papers of the schedule of the sch	ı at	(11)		column should be for end of-year amounts only (See instructions )	(a) Book Value	(b) Book Value	(c) Fair Market Value
2 Savings and temporary cash investments 3 Accounts receivable Less allowance for doubtful accounts - 4 Pledges receivable Less allowance for doubtful accounts - 5 Crants receivable 6 Reseables due from effects, director, incline, sud-other degoulated persons (alta schedule) (see restrictions) 7 Other roles and loss reseable (aftan to xit) Less allowance for doubtful accounts - 8 Inventories of sale or use 9 Pergand expenses and referred charges 10a investments - and referred referred 10a investments - and referred referred 10a investments - and referred charges 10a investments - and referred cha		11	Cash - non-interest	-bearing	169,800.	<del></del>	
a Accounts recovable Less allowance for doubtful accounts *  4 Predges receivable Less allowance for doubtful accounts *  5 Grants recovable 6 Recovable 6 Recovable 7 Other nates allowance for doubtful accounts *  8 Inventories for facility of use 8 Inventories for facility of use 9 Prepaid expenses and deferred changes 10a Investments - uproa text dates drow removed c investments - organize text dates device 1 Investments - organize text dates device 1 Investments - organize text dates device 1 Investments - and state government obligations (fatilat stebule) 2 Investments - organize text dates device 1 Investments - organize text dates device 2 Investments - organize text dates device 3 Investments - organize text dates device 4 Investments - organize text dates device 5 Investments - organize text dates device 6 Investments - organize text dates device 7 Investments - organize text dates device 8 Investments - organize text dates device 9 Investments - organize text dates da		2	Savings and tempor	ary cash investments			<del></del>
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S Grants receivable 6 Researched de fem offices, diseators, Instess, and other diseaulided persons offatch scheduldy (be instructions) 7 Other notes and leasu received (states sch.) 1 Less allowance for doubtful accounts. 8 Inventiones for sale or use 9 Propaid expenses and deferred charges 10 Investiments — U.S and state government obtigations (attack schedule) 11 Investiments — comprate stock (states schedule) 12 Investiments — comprate stock (states schedule) 13 Investiments — and, buildings, and equipment basis 14 Less accomplated deprecation 15 (Provestiments — and, buildings, and equipment basis 16 Total sasets (or be compliced by all files — see the instructions. Also, see page 1, item 1) 16 Total sasets (or be compliced by all files — see the instructions. Also, see page 1, item 1) 17 Accounts payable and accrued expenses 18 Grants payable and accrued expenses 19 Defered revenue 10 Land from the spayable (attack schedule) 11 Mortopes and other mote spayable (attack schedule) 12 Univestiments — stock (attack schedule) 13 Total challines (secribe.) 14 Unrestructed 15 Total states (or be compliced by all files — see the instructions. Also, see page 1, item 1) 17 Accounts payable and accrued expenses 18 Demants payable and accrued expenses 19 Defered revenue 10 Land from filess, directors, fortices, 4 other dequalified persons 11 Mortopes and other roles payable (attack schedule) 12 Unrestructed 13 Total liabilities (add lines 17 through 25 — part III, column (a), line 30 (must agree with and complete lines 24 through 26 and lines 30 and 31.  10 Total net assets or fund balances (see instructions) 11 Total net assets or fund balances (see instructions) 12 Total net assets or fund balances (see instructions) 13 Total liabilities and net assets/fund balances 14 Total net assets or fund balances (see instructions) 15 Deceases not and balance on prior year's return) 1 Call net assets or fund balances at end of year Orear Part II, column (b), line 30 (must agree with end of year given reported on prior year's re		4	Pledges receivable	·			† <u></u>
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13   Investments - other (attach schedule)   14   Land, buildings, and equipment basis + Less accumulated degreeation (attach schedule)   15   Other assets (describe + 16   Total assets (to be completed by all filers - see the instructions Also, see page 1, item l)   313,174,093   330,899,789   325,489,299		12	•	nage loans	·		<del></del>
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(attach schedule)  15 Other assets (describe		'4	-			• •	
See the instructions Also, see page 1, item 1)   313,174,093.   330,899,789.   325,489,299.		}		<b>►</b>	}		
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Record of the content of the conte		_			313,174,093.	<u>330,899,789.</u>	325,489,299.
19   Deferred revenue   20   Loans from officers, directors, frustees, & other disqualified persons   21   Mortgages and other notes payable (attach schedule)   22   Cother liabilities (add lines 17 through 22)   0. 0.   0.	L			nd accrued expenses			, ,
L 20 Loans from officers, directors, trustees, & other disqualified persons 21 Mortgages and other notes payable (attach schedule) 22 Other Irabilities (add lines 17 through 22) 3 Total liabilities (add lines 17 through 22)  Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.  N F T V V Unrestricted 25 Temporarily restricted 26 Permanently restricted 27 Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.  27 Capital stock, trust principal, or current funds 28 Paid-in or capital surplus, or land, bldg, and equipment fund 29 Retained earnings, accumulated income, endowment, or other funds 30 Total net assets or fund balances (see instructions) 31 Total liabilities and net assets/fund balances (see instructions)  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)  2 Enter amount from Part I, line 27a 3 Other increases not included in line 2 (itemize) 4 Add lines 1, 2, and 3 5 Decreases not included in line 2 (itemize) 5 7, 305, 901. 6 Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30 6 330, 899, 789.			• •				
21 Mortgages and other notes payable (attach schedule) 22 Other habitities (describe   )   0. 0.    Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.  N F E Unrestricted 25 Temporarily restricted 26 Permanently restricted 27 Temporarily restricted 28 Permanently restricted 38 P E L A 27 Capital stock, trust principal, or current funds 39 Paid-in or capital surplus, or land, blidg, and equipment fund 30 Total net assets or fund balances (see instructions) 31 Total inabilities and net assets/fund balances  1 Total net assets or fund balances at beginning of year - Part III, column (a), line 30 (must agree with end-of-year figure reported on prior year's return) 29 Enter amount from Part I, line 27a 30 Other increases not included in line 2 (itemize) 4 Add lines 1, 2, and 3 5 Decreases not included in line 2 (itemize) 5 Total net assets or fund balances at end of year (line 4 minus line 5) - Part III, column (b), line 30 6 330,899,789.	В						, ,
T 22 Other liabilities (describe	_	20					
Total liabilities (add lines 17 through 22)  Total liabilities (add lines 17 through 25 through 31.  Total liabilities (add lines 24 through 26 and lines 30 and 31.  Total liabilities (add lines 27 through 31.  Total liabilities (add lines 2 (liabilities and sold and and and and and and and and and an		ŀ					1
Total liabilities (add lines 17 through 22)  Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.  N F UN D 24 Unrestricted 25 Temporarily restricted 26 Permanently restricted 37 Capital stock, trust principal, or current funds 38 Pad-in or capital surplus, or land, bldg, and equipment fund 39 Retained earnings, accumulated income, endowment, or other funds 30 Total net assets or fund balances (see instructions) 31 Total liabilities and net assets/fund balances 30 Total net assets or fund balances (see instructions) 31 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)  26 Enter amount from Part I, line 27a 3 Other increases not included in line 2 (itemize) 4 Add lines 1, 2, and 3 5 Decreases not included in line 2 (itemize) 5 7, 305, 901. 6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part III, column (b), line 30 6 330, 899, 789.	- 1	22	Other liabilities (des	cribe►)			
Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.  N F U	Ę	23	Total liabilities (add	lines 17 through 22)		0	, '
and complete lines 24 through 26 and lines 30 and 31.  Provided Incomplete lines 27 through 31.  Provided Incomplete Inco					- · · · · · · · · · · · · · · · · · ·	<u> </u>	:
Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.  27 Capital stock, trust principal, or current funds 28 Paid-in or capital surplus, or land, bldg, and equipment fund 29 Retained earnings, accumulated income, endowment, or other funds 30 Total net assets or fund balances (see instructions) 31 Total liabilities and net assets/fund balances (see instructions) 31 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)  2 Enter amount from Part I, line 27a 3 Other increases not included in line 2 (itemize) 4 Add lines 1, 2, and 3 5 Decreases not included in line 2 (itemize) 5 Total net assets or fund balances at end of year (line 4 minus line 5) – Part III, column (b), line 30 6 330, 899, 789.			and complete lines	24 through 26 and lines 30 and 31.			}
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Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.  27 Capital stock, trust principal, or current funds 28 Paid-in or capital surplus, or land, bldg, and equipment fund 29 Retained earnings, accumulated income, endowment, or other funds 30 Total net assets or fund balances (see instructions) 31 Total liabilities and net assets/fund balances (see instructions) 31 Total net assets or fund balances (see instructions) 31 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)  2 Enter amount from Part I, line 27a 3 Other increases not included in line 2 (itemize) 4 Add lines 1, 2, and 3 5 Decreases not included in line 2 (itemize) 5 Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30 6 330, 899, 789.	TN	l .			<u> </u>		- 1
R S N C O E Retained earnings, accumulated income, endowment, or other funds  30 Total net assets or fund balances (see instructions)  31 Total liabilities and net assets/fund balances (see instructions)  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)  Enter amount from Part I, line 27a  Other increases not included in line 2 (itemize)  Add lines 1, 2, and 3  Decreases not included in line 2 (itemize)  For See Statement 5  Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30  6 330,899,789.	Α	20	<del>-</del>		ļ		-
R S N C O E Retained earnings, accumulated income, endowment, or other funds  30 Total net assets or fund balances (see instructions)  31 Total liabilities and net assets/fund balances (see instructions)  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)  Enter amount from Part I, line 27a  Other increases not included in line 2 (itemize)  Add lines 1, 2, and 3  Decreases not included in line 2 (itemize)  For See Statement 5  Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30  6 330,899,789.	SB		and complete lines 2	27 through 31.			
R S N C O E Retained earnings, accumulated income, endowment, or other funds  30 Total net assets or fund balances (see instructions)  31 Total liabilities and net assets/fund balances (see instructions)  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)  Enter amount from Part I, line 27a  Other increases not included in line 2 (itemize)  Add lines 1, 2, and 3  Decreases not included in line 2 (itemize)  For See Statement 5  Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30  6 330,899,789.	EL	27			017 604 000	010 061 040	,
R S S S Total net assets or fund balances (see instructions) 30 Total liabilities and net assets/fund balances (see instructions) 31 Total liabilities and net assets/fund balances (see instructions) 31 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)  2 Enter amount from Part I, line 27a 3 Other increases not included in line 2 (itemize) 4 Add lines 1, 2, and 3 5 Decreases not included in line 2 (itemize) 6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 6 330, 899, 789.	TA				217,684,892.	218,861,842.	4 , 1
R S S Total net assets or fund balances (see instructions) 31 Total liabilities and net assets/fund balances (see instructions)  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)  2 Enter amount from Part I, line 27a 3 Other increases not included in line 2 (itemize)  4 Add lines 1, 2, and 3 5 Decreases not included in line 2 (itemize) 5 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30  6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30  6 330, 899, 789.		Ι.					
31 Total liabilities and net assets/fund balances (see instructions)  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)  2 Enter amount from Part I, line 27a  3 Other increases not included in line 2 (itemize)  4 Add lines 1, 2, and 3  5 Decreases not included in line 2 (itemize)  5 Decreases not included in line 2 (itemize)  6 Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30  6 330, 899, 789.	OE	_					]
(see instructions)  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)  2   Enter amount from Part I, line 27a 3   Other increases not included in line 2 (itemize)   Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30  4   338, 205, 690.  5   Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30  6   330, 899, 789.	R S	1		• • • • • • • • • • • • • • • • • • • •	313,174,093.	330,899,789.	, , ,
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)  2 Enter amount from Part I, line 27a  3 Other increases not included in line 2 (itemize)  4 Add lines 1, 2, and 3  5 Decreases not included in line 2 (itemize)  5 Decreases not included in line 2 (itemize)  6 Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30  6 330, 899, 789.		31		net assets/fund balances	313 174 093	330 800 780	İ
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)  Enter amount from Part I, line 27a  Other increases not included in line 2 (itemize)  Add lines 1, 2, and 3  Decreases not included in line 2 (itemize)  See Statement 5  Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30  6 330, 899, 789.	Párl	· III I	<u> </u>	nes in Net Assets or Fund Balanc		330,033,703.	<del></del>
end-of-year figure reported on prior year's return)  2 Enter amount from Part I, line 27a  3 Other increases not included in line 2 (itemize)  4 Add lines 1, 2, and 3  5 Decreases not included in line 2 (itemize)  5 Decreases not included in line 2 (itemize)  6 Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30  1 313,174,093.  2 25,031,597.  3 38,205,690.  5 7,305,901.					<del></del>		<u> </u>
2 Enter amount from Part I, line 27a 3 Other increases not included in line 2 (itemize) 4 Add lines 1, 2, and 3 5 Decreases not included in line 2 (itemize) 6 Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30 2 25, 031, 597. 3 4 338, 205, 690. 5 7, 305, 901. 6 330, 899, 789.	1	Total	net assets or fund ba	nlances at beginning of year – Part II, colu	ımn (a), line 30 (must aç		313 174 003
3 Other increases not included in line 2 (itemize)  4 Add lines 1, 2, and 3  5 Decreases not included in line 2 (itemize)  5 Decreases not included in line 2 (itemize)  6 Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30  6 330,899,789.			• •	•			
Add lines 1, 2, and 3  Decreases not included in line 2 (itemize)  See Statement 5  Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30  4 338, 205, 690.  5 7, 305, 901.						<b></b> _	25,031,597.
5 Decreases not included in line 2 (itemize) See Statement 5 5 7,305,901. 6 Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30 6 330,899,789.						<del></del>	220 225 522
6 Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30 6 330,899,789.				tomuse)	_	ļ <del></del> _	
<del></del>			•				
	<u>6</u>	rotal	net assets or fund ba	nances at end of year (line 4 minus line 5)	- Part II, column (b), li	ne 30   6	330,899,789.

(a) List and descri	be the kind(s) of property sold (e.g., phouse; or common stock, 200 shares	real estate.	(b) How acquired P — Purchase	(C) Date acquired (mo , day, yr )	(d) Date sold (mo , day, yr )
1a See Statement 6			D — Donation	<del> </del>	<u> </u>
b				-	
С					
d					
e			<del></del>	<u> </u>	
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other bas plus expense of sale		(h) Gain or (e) plus (f) m	
a					
<u>b</u>					
e	1				<del></del>
	owing gain in column (h) and owned l	by the foundation on 12/31/6	9	(I) Gains (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		gain minus col. (k), b nan -0-) or Losses (fr	ut not less
a					
<u>b</u>					
d d	<del></del>				·
e					
2 Capital gain net income or (r	net capital loss)  If gain, also If (loss), en	enter in Part I, line 7 ter -0- in Part I, line 7	2		.,206,537.
3 Net short-term capital gain o	r (loss) as defined in sections 1222(5	5) and (6)			,
If gain, also enter in Part I, li in Part I, line 8	ne 8, column (c) (see instructions)	f (loss), enter -0-	3		0.
Part V Qualification Und	er Section 4940(e) for Reduce	ed Tax on Net Investme	ent Income	•	
If 'Yes,' the foundation does not qu	ethis part blank ection 4942 tax on the distributable a ualify under section 4940(e) Do not on each column for each year, see the ins	complete this part		Yes	X No
(a)	(b)	(c)	TITLES	(d)	
Base period years Calendar year (or tax year beginning in)	Adjusted qualifying distributions	Net value of noncharitable-use asse	ets	Distribution (col (b) divided	
2015	14,238,162.	272,527	,649.		0.052245
2014	14,621,759.	286,716	,343.		0.050997
2013	12,899,777.	254,390			0.050709
2012	8,801,620.	174,151			0.050540
2011	6,929,820.	147,484	,147.		0.046987
2 Total of line 1, column (d)			2		0.251478
3 Average distribution ratio for number of years the foundation	the 5-year base period – divide the ton has been in existence if less than	total on line 2 by 5, or by the 5 years	3		0.050296
4 Enter the net value of noncha	aritable-use assets for 2016 from Par	t X, line 5	4	290	,931,967.
5 Multiply line 4 by line 3			5	14	,632,714.
6 Enter 1% of net investment in	ncome (1% of Part I, line 27b)		6		330,827.
7 Add lines 5 and 6			7	14	,963,541.
8 Enter qualifying distributions	from Part XII, line 4		8	15	,134,013.
If line 8 is equal to or greater the Part VI instructions	an line 7, check the box in Part VI, line	1b, and complete that part use	ing a 1% tax r	ate See the	

Form 990-PF (2016) THE LEON AND TOBY COOPERMAN	13-3	3102941		F	age 4
Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4940(c), and a section 4940(a), 4940(b), 4940(c), and a section 4940(a), and a section 4940(a), 4940(b), 4940(c), and a section 4940(a), and a section 4940(	948 – see	instruction	15)		
1 a 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)	1				
b Domestic foundations that meet the section 4940(e) requirements in Part V,	- ·	1	3	330,	827.
check here. ► X and enter 1% of Part I, line 27b	} {		-		
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	3	330,	<u> 327.</u>
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others en	ter -0-)	4			<u>0.</u>
5 Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		5		330,	827.
6 Credits/Payments.		ŀ			
	2,051.				
b Exempt foreign organizations — tax withheld at source  6 b		, }			
	0,000.	;			
d Backup withholding erroneously withheld  7. Tatal and the and payments. Add been Cartherine Cd.		_			
7 Total credits and payments. Add lines 6a through 6d	}	7		52,0	721.
8 Enter any penalty for underpayment of estimated tax. Check here X 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			0.
Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		10	2	21,2	
11 Enter the amount of line 10 to be. Credited to 2017 estimated tax 221, 224. Refunded	1 -	11			0.
Part VII-A   Statements Regarding Activities			т—	V	T No.
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation of participate or intervene in any political campaign?	r did it		1 a	Yes	No X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?			1 в		x
If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials publi or distributed by the foundation in connection with the activities.	ished				
c Did the foundation file Form 1120-POL for this year?			1 c	-	Х
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year			-	<del></del>	<del></del>
(1) On the foundation $\Rightarrow$ 0. (2) On foundation managers $\Rightarrow$ \$		0.		1	
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed foundation managers ►\$ 0.	l on		-		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS?			2	`	·
If 'Yes,' attach a detailed description of the activities			<del>-</del> -		X
· · · · · · · · · · · · · · · · · · ·					
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, article of incorporation, or bylaws, or other similar instruments? If 'Yes,' attach a conformed copy of the ch	es langes		3		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	anges		4 a	v	
b If 'Yes,' has it filed a tax return on Form 990-T for this year?			4 b	X	<del> </del>
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?			5	_^_	X
If 'Yes,' attach the statement required by General Instruction T			-		
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either					
By language in the governing instrument, or			1		, .
			1		
<ul> <li>By state legislation that effectively amends the governing instrument so that no mandatory directions that with the state law remain in the governing instrument?</li> </ul>	conflict		6	X	· '
7 Did the foundation have at least \$5,000 in assets at any time during the year? If 'Yes,' complete Part II, col (c), and Part XV			7	X	<del></del>
8a Enter the states to which the foundation reports or with which it is registered (see instructions)	<b>&gt;</b>		<del></del>		
NJ				٠.	, ,
<b>b</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 <i>General Instruction G? If 'No,' attach explanation</i>			8 b	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 494 for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? If 'Yes,	12(j)(3) or ' complete	4942(j)(5) Part XIV	9	:	X
10 Did any persons become substantial contributors during the tax year? If 'Yes,' attach a schedule listing their	•				
and addresses			10		X
BAA		Fo	rm 990	)-PF (2	016)

Pai	t VII-A   Statements Regarding Activities (continued)			
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes,' attach schedule (see instructions)	11	Yes	No X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If 'Yes,' attach statement (see instructions)	12		х
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
	Website address N/A		. <b></b> ~	
14		778	<u>-888</u>	35
15	Located at 300 COLFAX AVENUE CLIFTON NJ ZIP + 4 D7013  Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 — Check here	N/A		-гт -
13	and enter the amount of tax-exempt interest received or accrued during the year	+1/ 2	•	∐ N/A
16			Yes	No
10	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	Х	
	See the instructions for exceptions and filing requirements for FinCEN Form 114. If 'Yes,' enter the name of the foreign country  See Statement 7			, '
Par	t VII-B   Statements Regarding Activities for Which Form 4720 May Be Required	ــــــــــــــــــــــــــــــــــــــ		<u> </u>
	File Form 4720 if any item is checked in the 'Yes' column, unless an exception applies.	$T^{-}$	Yes	No
1 a	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 X No	1		
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a			. !
	disqualified person?  Yes X No	]		] ;
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?  Yes X No.			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?			
	(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 X 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  Yes			
t	olf 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)?	1 b	N	/A
	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?	1 c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			· ·
a	At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016?  Yes X No		  -  -	
	If 'Yes,' list the years ► 20 , 20 , 20 , 20	1	1 1	-
t	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2)			1 ,
	(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.)	2 b	Ñ	Ã.
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	1 : 1		
3 a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?  Yes X No		,	- ; 
			ļ. '	
b	of '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	,	<u>                                     </u>	·     ′
	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	1		1
	(3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule Č, Form 4720, to determine if the foundation had excess business holdings in 2016.)	3 b	וא	/A
А.			<del>                                     </del>	
4 a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a		Х
				<del></del>
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		1. 1	1
	the tax year beginning in 2016?	4 b		X
RΛΔ		orm 90		2016

Form 990-PF (2016) THE LEON AND TOBY			13-31	02941	Page <b>6</b>
Part VII-B   Statements Regarding Activit		1 4/20 May Be Req	uired (continued)		
5 a During the year did the foundation pay or incu	•			.	-1
(1) Carry on propaganda, or otherwise attemption	pt to influence legislation	on (section 4945(e))?	Yes X	No	'
(2) Influence the outcome of any specific pub on, directly or indirectly, any voter registra	ation drive?	.,		No	
(3) Provide a grant to an individual for travel,	study, or other similar	purposes? .	Yes X	No	
(4) Provide a grant to an organization other than in section 4945(d)(4)(A)? (see instructions	a charitable, etc., organis)	zation described	Yes X	No	
(5) Provide for any purpose other than religion educational purposes, or for the prevention	No	-			
b If any answer is 'Yes' to 5a(1)—(5), did any of described in Regulations section 53.4945 or in (see instructions)?	f the transactions fail to n a current notice regard	qualify under the exce ding disaster assistance	ptions e	5 b	N/A
Organizations relying on a current notice rega	irding disaster assistan	ce check here	▶ {		
c If the answer is 'Yes' to question 5a(4), does tax because it maintained expenditure respon If 'Yes,' attach the statement required by Reg	sibility for the grant?		N/A Yes	No	:
6 a Did the foundation, during the year, receive an on a personal benefit contract?	ny funds, directly or ind	rectly, to pay premium	s Yes X	No	1
<b>b</b> Did the foundation, during the year, pay prem	iums, directly or indirec	tly, on a personal bene	fit contract?	6 b	X
If 'Yes' to 6b, file Form 8870					,
7 a At any time during the tax year, was the found				No	
b if 'Yes,' did the foundation receive any proceed				I/A   7b	
Part VIII Information About Officers, D and Contractors	irectors, trustees,	Foundation Manag	gers, Highly Pald E	mpioyees	5,
1 List all officers, directors, trustees, foundation	(b) Title, and average		(d) Contributions to		
(a) Name and address	hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	employee benefit plans and deferred compensation		e account, Ilowances
See Statement 8					
		0.	0.		0.
				_	
		!			
2 Compensation of five highest-paid employees (of	hay than those included	n line 1	as) If none outer MONE	<u> </u>	
2 Compensation of five highest-paid employees (of		mine i — see mstruction	(d) Contributions to		
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	employee benefit plans and deferred compensation	(e) Expense other al	e account, llowances
None					
			<del></del>	<del></del>	
				<u> </u>	
Total number of other employees paid over \$50,000			<b>.</b>		0
544				5 000	55 (0515)

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid and Contractors (continued)	Employees,
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	
	-
Table where falls are the second of the seco	<u> </u>
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 PLEASE NOTE, THE FOUNDATION IS NOT INVOLVED IN ANY DIRECT CHARITABLE	
ACTIVITIES. ITS PRIMARY PURPOSE IS TO SUPPORT, BY CONTRIBUTIONS, OTHER	
ORGANIZATIONS EXEMPT UNDER INTERNAL REVENUE CODE SECTION 501(C)(3).	<u> </u>
2	_
	_
3	
<b></b>	-
	_
4	<del></del>
	7
	_
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	_
27.	_
N/A	
2	_
	-
All other program-related investments. See instructions	<del> </del>
3	
	-
	-
Total. Add lines 1 through 3	<b>)</b>
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Page 8

rai	see instructions.)	reigii	iouridations,
1 a	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes Average monthly fair market value of securities	 1 a	291,776,443.
b	Average of monthly cash balances	1 b	3,585,960.
c	Fair market value of all other assets (see instructions)	1 c	
d	Total (add lines 1a, b, and c)	1 d	295,362,403.
е	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	295,362,403.
4	Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	4,430,436.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	290,931,967.
6	Minimum investment return. Enter 5% of line 5	6	14,546,598.
Par	t XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operational and certain foreign organizations check here ► and do not complete this part.)	ting fo	oundations
1	Minimum investment return from Part X, line 6	1	14,546,598.
2 a	Tax on investment income for 2016 from Part VI, line 5 2a 330, 827.		
b	Income tax for 2016 (This does not include the tax from Part VI)  2b		
С	Add lines 2a and 2b	2 c	330,827.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	14,215,771.
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4	5	14,215,771.
6	Deduction from distributable amount (see instructions)	6	
_ 7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	14,215,771.
Par	t XII Qualifying Distributions (see instructions)		
1 a	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes Expenses, contributions, gifts, etc. — total from Part I, column (d), line 26	1 a	15,134,013.
b	Program-related investments — total from Part IX-B	1 b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3 a	Amounts set aside for specific charitable projects that satisfy the Suitability test (prior IRS approval required)	3 a	
b	Cash distribution test (attach the required schedule)	3 b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	15,134,013.
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_	330,827.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	14,803,186.
	Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the four qualifies for the section 4940(e) reduction of tax in those years	ndation	
BAA			Form <b>990-PF</b> (2016)

### Part XIII Undistributed Income (see instructions)

Distributable amount for 2016 from Part XI, Ine 7	•		(a) Corpus	(b) Years prior to 2015	(c) 2015	(d) 2016
2 Undistributed recore, if any, as of the end 2016 a Enter amount for 2015 only 0  5 Total for proxy pass. 20 , 20 , 20   3 Exest sideshibotos carryover, if any, to 2016 a From 2011   4 From 2012   4 From 2013   4 From 2014   4 From 2015   4 From 2015   5 From 2015   4 From 2015   4 From 2015   4 From 2015   4 From 2016   4 From 2016   5 From 2016   4 From 2016   4 From 2016   5 From 2017   4 From 2016   5 From 2016   5 From 2016   6 From 2015   5 From 2015   5 From 2016   6 From 2016   7 From 2016	1 Distributable amount for 2016 from Parline 7	t XI,		-		14 215 771
a Enter amount for 2015 only b Total for pury years 20	2 Undistributed income, if any, as of the end of 201	6.				14,215,771.
b Total (or prior years 20 , 20 , 20						-
3 Excess detributions carryover, if any, to 2016 a From 2011 b From 2012	<b>b</b> Total for prior years. 20 , 20 , 20		-	0.	0.	
b From 2012	3 Excess distributions carryover, if any, to 2016	_				<del></del>
c From 2013 1, 093, 560. d From 2014 1, 493, 350. d From 2015 1, 411, 436.  1 Total of lines 3a through e 4, 470, 298.  4 Qualifying distributions for 2016 from Part XII, line 4 ► \$ 15, 134, 013. a Applied to 2015, but not more than line 2a 0. b Applied to undistributed income of prory years (Election required — see instructions) d Applied to 2015 distributable amount e Remaining amount distributed out of corpus Election required — see instructions) d Applied to 2016 distributable amount e Remaining amount distributed out of corpus 5 Excess distributions cargiver applied to 2016 (ff an amount appears in column (a)) 6 Enter the net total of each column as indicated below: a corpus. Add line 31, 4c, and 4e. Subtract line 5 b Prory years' undistributed income Europear applied to 2016 (ff the amount of prory 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. Center the amount of prory 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 6 from line 6 Taxable amount — see instructions  0. lindistributed income for 2015. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017. Amounts treated as distributions out of corpus lo satisfy requirements imposed by section 1700(1)(f) or 4942(6)) GE (Ection may be required — see instructions)  0. Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions)  9 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions)  9 Excess from 2012 471, 952, b Excess from 2013 1, 493, 350, d Excess from 2014 1, 443, 3, 350, d Excess from 2015 1, 411, 436.	a From 2011					-
d From 2014 1, 493,350. e From 2015 1, 411,436. f Total of lines 3a through e 4,470,298.  4 Qualifying distributions for 2016 from Pert XII, line 4 P\$ 15,134,013. a Applied to 2015, but not more than line 2a b Applied to undistributed income of prior years (Election required—see instructions) c Treated as distributions out of corpus (Election required—see instructions) d Applied to 2016 distributable amount e Remaining amount distributed out of corpus Exess distributios carpova epigled to 2016 (If an amount appears in column (a), the same amount must be shown in column (a))  6 Enter the net total of each column as indicated below: a clorpus. Add lines 3i, 4s, and 4e. Subtract line 5 b Prior years' undistributed income Subtract line 4b from line 2b can be a subtract line 6b Taxable amount — see instructions d Subtract line 6c from line 6b Taxable amount — see instructions  Undistributed in 2017 Amounts treated as distributions out of corpus to a fast income for 2015. Subtract line 4b from line 1. This amount must be distributed in 2017 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 1709(i)(i)(i) or 4942(i)) (Election may be required—see instructions)  0.  Excess distributions carryover from 2011 not applied on line 5 or line? (see instructions)  0.  2 Excess distributions carryover from 2017. Subtract lines 6 at Access from 2015 1, 411, 436.	<b>b</b> From 2012 471,	952.	1	}		
e From 2015	1,000,	560.	]			
f Total of lines 3a through e  4. Qualifying distributions for 2016 from Part XII, line 4	d From 2014 1, 493,	350.				
4. Quelifying distributions for 2016 from Part XII, line 4 F \$ 15,134,013. a Applied to 2015, but not more than line 2a 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 e Remaining amount distributed out of corpus 5 Lixess distributions carriyoer applied to 2016. ftm or column (a) 1		436.	]			
XII, line 4  S  15, 134, 013. a Applied to 2015, but not more than line 2a b Applied to undistributed income of prior years (Election required — see instructions) c Treated an distributions out of corpus (Election required — see instructions) d Applied to 2016 distributable amount e Remaining amount distributed out of corpus 5 Excess distributions carryower applied to 2016 (If an amount appears in column (d), the same amount appears in column (d), the same amount must be shown in column (a)) 6 Enter the net total of each column as indicated below: a Corpus. Add lines 31, 4c, and 4e. Subtract line 5 b Prior years' undistributed income Subtract line 4b from line 2b 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) ax has been previously assessed d Subtract line 6c from line 6b Taxable amount — see instructions e Undistributed income for 2015. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017  Undistributed income for 2016. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017  Amounts treated as distributions out of corpus to salisfy requirements imposed by on any be required — see instructions)  8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions)  9 Excess distributions carryover for 2017. Subtract lines 7 and 8 from line 6a  1, 411, 433, 350. d Excess from 2013 1, 093, 560. Excess from 2014 1, 493, 350. d Excess from 2015 1, 411, 436.			4,470,298.			
a Applied to 2015, but not more than line 2a b Applied to undistributed income of prior years (Election required — see instructions) c Treated as distributions out of corpus (Election required — see instructions) d Applied to 2016 distributable amount e Remaining amount distributed out of corpus 5 Exres distributions carrover applied to 2016 for an amount appears in column (d), the same amount must be shown in column (a) to same amount must be shown in column (a) to same amount must be shown in column (a) to Prior years undistributed income for which a notice of deticency has been issued, or on which the section 4942(a) tax has been previously assessed d Subtract line 6c from line 6b Taxable amount — see instructions  I Undistributed income for 2015. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017 A Amounts treated as distributions out of corpus to satisfy equirements imposed by section 170(b)(1)(F) or 4942(a)(3) (Clection may be required — see instructions)  8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions)  9 Excess distributions carryover from 2017. Subtract lines 6 (and Analysis of line 9) a Excess from 2012 4 71, 952. bexess from 2013 1, 093, 560. c Excess from 2014 1, 493, 350. d Excess from 2015 1, 411, 436.						
b Applied to undistributed income of prior years (Election required — see instructions)  c Treated as distributions out of corpus (Election required — see instructions)  d Applied to 2016 distributable amount  e Remaining amount distributed out of corpus  f (Election required — see instructions)  d Applied to 2016 distributable amount  e Remaining amount distributed out of corpus  f (ff an amount appears in column (d), the same amount must be shown in column (a))  f Enter the net total of each column as indicated below:  a Corpus Add lines 31, 4c, and 4e. Subtract line 5  b Prior years' undistributed income Subtract line 4b from line 2b  c Enter the amount of prior years' undistributed income for which a notice of deficiency has been assued, or on which the section 4942(a) tax has been previously assessed  d Subtract line 6c from line fib Taxable amount — see instructions  d Undistributed income for 2015. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017  A mounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(f) or 4942(b)(3) (Election may be required — see instructions)  g Excess distributions carryover form 2011 not applied on line 5 or line 7 (see instructions)  g Excess distributions carryover form 2011 not applied on line 5 or line 7 (see instructions)  g Excess distributions carryover form 2011. Subtract lines 4 (and happing of line 9 (see instructions)  g Excess distributions carryover form 2011 not applied on line 5 or line 7 (see instructions)  g Excess distributions carryover form 2011. Pot applied on line 5 or line 7 (see instructions)  g Excess form 2012  A malysis of line 9  a Excess from 2014  L malysis of line 9  a Excess from 2015  L malysis of line 9  a Excess from 2016  L malysis of line 9  a Excess from 2017  L malysis of line 9  a Excess from 2018  L malysis of line 9  a Excess from 2011  L malysis of line 9  a Excess from 2012  L malysis of line 9  a Excess from 2015  L malysis of corpus of corpus of corpus of corpus o	10,101,01					
(Election required — see instructions)  c Treated as distributions out of corpus (Election required — see instructions) d Applied to 2016 distributable amount e Remaining amount distributed out of corpus 5 Excess distributions carryover applied to 2016 (If an amount appears in column (a), the same amount must be shown in column (a))  6 Enter the net total of each column as indicated below: a Corpus. Add lines 31, 4c, and 4e. Subtract line 5 b Prior years' undistributed income Subtract line 4b from line 2b. c Enter the amount of prior years' undistributed income for which a notice of deficiency has been insuced, or on which the section 4942(a) tax has been previously assessed d Subtract line 6c from line 6b. d Subtract line 6c from line 6b. Taxable amount — see instructions  e Undistributed income for 2015. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017  7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(7) or 4942(a)(3) (Election may be required — see instructions)  8. Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions)  9. Excess distributions carryover from 2011. Subtract lines 6 and applied on line 5 or line 7 (see instructions)  9. Excess distributions carryover from 2011. Subtract lines 6 and applied on line 5 or line 7 (see instructions)  9. Excess distributions carryover from 2011. Subtract lines 6 and 8 from line 6 and 1, 1, 411, 436.  5. 388,540.	a Applied to 2015, but not more than line	2a			0.	
c Treated as distributions out of corpus (Election required – see instructions) d Applied to 2016 distributable amount e Remaining amount distributed out of corpus 5 Excess distributions carryover applied to 2016 (if an amount appears in column (d), the same amount must be shown in column (a))  6 Enter the net total of each column as indicated below: a Corpus Add lines 31, 4c, and 4e. Subtract line 5 b Prior years' undistributed income Subtract line 4b from line 2b c Enter the amount of prior years' undistributed income from line 2b c Enter the amount of prior years' undistributed income from line 2b d Subtract line 6c from line 6b d Subtract line 6c from line 6b Taxable amount – see instructions e Indistributed income for 2015. Subtract lines 4a from line 2a Taxable amount – see instructions  1 Undistributed income for 2015. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017  7 Amounts treated as distributions out of corpus to salesy requirements imposed by section 170(b)(1)(7) or 4942(0)(3) (Election may be required – see instructions)  8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions)  9 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions)  9 Excess from 2012 471, 952. bExcess from 2013 1, 093, 560. c Excess from 2014 4, 14, 933, 350. d Excess from 2015 1, 411, 436.	b Applied to undistributed income of prior (Election required — see instructions)	years				,
(Election required – see instructions)  d Applied to 2016 distributable amount  e Remaining amount distributed out of corpus  5 Excess distributions carryover applied to 2016  (If an amount appears in column (d), the same amount must be shown in column (a))  6 Enter the net total of each column as indicated below:  a Corpus. Add lines 31, 4c, and 4e. Subtract line 5  b Prior years' undistributed income Subtract line 4b from line 2b  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  d Subtract line 6c from line 6b Taxable amount – see instructions  e Undistributed income for 2015. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017  A mounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(a)(2)(3) (Eletion may be required – see instructions)  8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions)  9 Excess distributions carryover to 2017. Subtract lines 4 Analysis of line 9  a Excess from 2012  471, 952. b Excess from 2013  1, 493, 350. d Excess from 2015  1, 411, 436.	•		<u> </u>	0.		
e Remaining amount distributed out of corpus  5. Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a))  6. Enter the net total of each column as indicated below:  a Corpus. Add lines 31, 4c, and 4e. Subtract line 5  b Prior years' undistributed income Subtract line 4b from line 2b  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  d Subtract line 6c from line 6b Taxable amount – see instructions  e Undistributed income for 2015. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017  A mounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(f) or 4942(a)(3) (Eletion may be required — see instructions)  8. Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions)  9. Excess distributions carryover to 2017. Subtract lines 4 and 8 from line 6a  10. Analysis of line 9.  a Excess from 2012 471, 952. b Excess from 2014 1, 493, 350. c Excess from 2015 1, 411, 436.	(Election required – see instructions)		0.			
e Remaining amount distributed out of corpus  5	• •			,	,	14,215,771.
(If an amount appears in column (d), the same amount must be shown in column (a))  6 Enter the net total of each column as indicated below: a Corpus Add lines 3f, 4c, and 4e. Subtract line 5 b Prior years' undistributed income Subtract line 4b from line 2b 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 d Subtract line 6c from line 6b Taxable amount – see instructions e Undistributed income for 2015. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017 7 Amounts treated as distributions out of corpus to salisty requirements imposed by section 170(b)(1)(f) or 4942(0)(3) (Election may be required – see instructions)  8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions)  9 Excess distributions carryover from 2017. Subtract line 6 20 Analysis of line 9 a Excess from 2012 471, 952. b Excess from 2014 1, 493, 350. d Excess from 2015 1, 411, 436.	e Remaining amount distributed out of co	rpus	918,242.			
6 Enter the net total of each column as indicated below: a Corpus Add lines 3f, 4c, and 4e. Subtract line 5 b Prior years' undistributed income Subtract line 4b from line 2b 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 d Subtract line 6c from line 6b Taxable amount – see instructions e lindstributed income for 2015. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017 7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(a)(3) (Election may be required – see instructions)  8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions)  9 Excess distributions carryover to 2017. Subtract line 6a 10 Analysis of line 9 a Excess from 2012 b Excess from 2014 c Excess from 2015 c Exc	5 Excess distributions carryover applied to 2016		0.			0.
6 Enter the net total of each column as indicated below: a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5 b Prior years' undistributed income Subtract line 4b from line 2b 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 d Subtract line 6c from line 6b Taxable amount — see instructions e Undistributed income for 2015. Subtract line 4a from line 2a Taxable amount — see instructions  f Undistributed income for 2016. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017  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)  8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions)  9 Excess distributions carryover to 2017. Subtract lines 4 and 8 from line 6a 10 Analysis of line 9 a Excess from 2012 b Excess from 2013 c Excess from 2014 c Excess from 2015 c Excess from 2016 c	(ii an amount appears in column (d), the same amount must be shown in column	ne n (a) )		,		
indicated below: a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5 b Prior years' undistributed income Subtract line 4b from line 2b 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 d Subtract line 6c from line 6b Taxable amount — see instructions e Indistributed income for 2015. Subtract line 4a from line 2a Taxable amount — see instructions  f Undistributed income for 2016. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017 Amounts treated as distributions out of corpus to salisty requirements imposed by section 170(b)(1)(f) or 4942(0)(3) (Election may be required — see instructions)  8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions)  9 Excess distributions carryover to 2017. Subtract line 9 a Excess from 2012 471, 952. b Excess from 2014 1, 493, 350. d Excess from 2015 1, 411, 436.		. (-2)			`	
a Corpus, Add lines 3f, 4c, and 4e. Subtract line 5  b Prior years' undistributed income Subtract line 4b from line 2b  c Enler 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  d Subtract line 6c from line 6b Taxable amount – see instructions  e Undistributed income for 2015. Subtract line 4a from line 2a Taxable amount – see instructions  f Undistributed income for 2016. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017  7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(a)(3) (Election may be required – see instructions)  8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions)  9 Excess distributions carryover to 2017. Subtract lines 9 a Excess from 2012  a Excess from 2012  b Excess from 2014  1, 493, 350. d Excess from 2015  1, 411, 436.	- Inter the fiet total of cach column as					ter err
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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  d Subtract line 6c from line 6b Taxable amount – see instructions  e Undistributed income for 2015. Subtract line 4a from line 2a Taxable amount – see instructions  f Undistributed income for 2016. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017  Amounts treated as distributions out of corpus to salisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required – see instructions)  8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions)  9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a  10 Analysis of line 9  a Excess from 2012  b Excess from 2012  c Excess from 2014  d Excess from 2015  1, 411, 436.	b Prior years' undistributed income Subtr line 4b from line 2b	act		0.		
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e Undistributed income for 2015. Subtract line 4a from line 2a Taxable amount — see instructions  f Undistributed income for 2016. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017  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)  8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions)  9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a  10 Analysis of line 9  a Excess from 2012	d Subtract line 6c from line 6b Taxable	[				•
Inne 2a Taxable amount — see instructions  f Undistributed income for 2016. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017  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)  8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions)  9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a  10 Analysis of line 9  a Excess from 2012	amount — see instructions			0.	, , , , , , , , , , , , , , , , , , ,	-
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4d and 5 from line 1. This amount must be distributed in 2017  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)  8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions)  9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a  10 Analysis of line 9  a Excess from 2012	f Undistributed income for 2016. Subtract	lines			, ,	
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)  8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions)  9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a  10 Analysis of line 9  a Excess from 2012	4d and 5 from line 1. This amount must	be		,	•	
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8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions)  9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a  10 Analysis of line 9  a Excess from 2012	section 170(b)(1)(F) or 4942(g)(3) (Election				* *	'
applied on line 5 or line 7 (see instructions)  9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a  10 Analysis of line 9  a Excess from 2012	,		0.	- 0 ·		
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a  10 Analysis of line 9  a Excess from 2012	8 Excess distributions carryover from 2017	not		-		
Subtract lines 7 and 8 from line 6a  10 Analysis of line 9  a Excess from 2012		- F	0.	_, ' '	• • •	
10 Analysis of line 9         a Excess from 2012       471, 952.         b Excess from 2013       1,093,560.         c Excess from 2014       1,493,350.         d Excess from 2015       1,411,436.	9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a		5 388 540	, ,		, ,
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b Excess from 2013 1,093,560. c Excess from 2014 1,493,350. d Excess from 2015 1,411,436.		52	` -			4
c Excess from 2014 1, 493, 350. d Excess from 2015 1, 411, 436.				, Y ,		
d Excess from 2015 1,411,436.			, , , ,		. 1	, · · · · · · · · · · · · · · · · · · ·
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Form 990-PF (2016) THE LEON AND TOB	Y COOPERMAN			13-310294	1 Page 10
Part XIV Private Operating Foundate	tions (see ınstr	uctions and Part	VII-A, question	9)	N/A
1 a If the foundation has received a ruling or determined is effective for 2016, enter the date of the	ruling		•	· ·	
<b>b</b> Check box to indicate whether the founda	tion is a private op	erating foundation d	escribed in section	4942(j)(3) or	☐ 4942(J)(5)
2a Enter the lesser of the adjusted net income from Part I or the minimum	Tax year		Prior 3 years		(e) Total
investment return from Part X for each year listed	(a) 2016	<b>(b)</b> 2015	(c) 2014	(d) 2013	
<b>b</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					
<ul> <li>Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c</li> </ul>					
3 Complete 3a, b, or c for the alternative test relied upon					
a 'Assets' alternative test — enter	l				
<ul><li>(1) Value of all assets</li><li>(2) Value of assets qualifying under section 4942(j)(3)(B)(i)</li></ul>		<del> </del>			
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	ļ	<del> </del>			
(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	<u></u>				
Part XV Supplementary Information assets at any time during th	(Complete this	part only if the	foundation had	\$5,000 or more	ın
1 Information Regarding Foundation Manage		Structions./	·		
a List any managers of the foundation who have close of any tax year (but only if they have	contributed more the	nan 2% of the total co than \$5,000) (See	entributions received t section 507(d)(2))	by the foundation bef	ore the
See Statement 9					
b List any managers of the foundation who own a partnership or other entity) of which the None	10% or more of the foundation has a 1	stock of a corporation 0% or greater intere	n (or an equally large est.	portion of the owner	ship of
2 Information Regarding Contribution, Grant, C	ift Loan Scholarsh	nin etc Programs:			
Check here ► X if the foundation only ma requests for funds. If the foundation makes gr	kes contributions to	preselected charitable			
a The name, address, and telephone number or	e-mail address of th	ne nerson to whom an	onlications should be	addressed	
a The Hame, address, and telephone humber of	e-mail address of the	ic person to whom ap	prications should be	addressed	
See Statement 10	· · · · · · · · · · · · · · · · · · ·			<del> </del>	
<b>b</b> The form in which applications should be s	submitted and infor	mation and material	ls they should includ	de·	
See Statement for Line 2a					
c Any submission deadlines					
See Statement for Line 2a					
d Any restrictions or limitations on awards, s	uch as by geograp	hical areas, charitat	ole fields, kinds of in	nstitutions, or other	factors.
See Statement for Line 2a					
ВАА	TEI	EA0310L 12/16/16		F	orm <b>990-PF</b> (2016)

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment If recipient is an individual, show any relationship to any foundation manager or substantial contributor Recipient Purpose of grant or contribution status of recipient Amount Name and address (home or business) a Paid during the year N/A VARIOUS 15,134,013. SEE CONTRIBUTIONS LIST NONE SEE ATTACHED VARIOUS NJ 07015 3 a 15,134,013. Total b Approved for future payment 3 b **Total** 

Enter gross amounts unless otherwise indicated.		business income	Evaluded	oy section 512, 513, or 514			
Program service revenue	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	(e) Related or exempt function income (See instructions)		
a	<del></del>		code				
b	1						
С		<del></del>			<del></del>		
d				ř			
e							
f							
g Fees and contracts from government agencies							
2 Membership dues and assessments							
3 Interest on savings and temporary cash investments							
4 Dividends and interest from securities			14	22,437,922.	<u>.</u>		
5 Net rental income or (loss) from real estate:							
a Debt-financed property							
b Not debt-financed property							
6 Net rental income or (loss) from personal property							
7 Other investment income							
8 Gain or (loss) from sales of assets other than inventory	900099	-29,603.	18	1,206,537.			
9 Net income or (loss) from special events	<u> </u>						
10 Gross profit or (loss) from sales of inventory							
11 Other revenue	<u> </u>	101 616			l l		
a <u>See Statement 11</u>	<del>                                     </del>	191,616.		9,776,862.			
c	-						
d	1						
e	+						
12 Subtotal Add columns (b), (d), and (e)		162,013.		33,421,321.			
(-), (-),	L	102,013.		13	33,583,334.		
13 Total. Add line 12, columns (b), (d), and (e)							
13 Total. Add line 12, columns (b), (d), and (e) (See worksheet in line 13 instructions to verify calculations	ons )			13 _	33,363,334.		
(See worksheet in line 13 instructions to verify calculation		hment of Exempt	t Purpos	-	33, 363, 334.		
	Accomplis	<u> </u>		ses			
See worksheet in line 13 instructions to verify calculation.  Part XVI-B. Relationship of Activities to the	Accomplis	<u> </u>		ses			
Part XVI-B. Relationship of Activities to the Line No. Explain below how each activity for which in accomplishment of the foundation's exempt	Accomplis	<u> </u>		ses			
Part XVI-B. Relationship of Activities to the Line No. Explain below how each activity for which in accomplishment of the foundation's exempt	Accomplis	<u> </u>		ses			
Part XVI-B. Relationship of Activities to the Line No. Explain below how each activity for which in accomplishment of the foundation's exempt	Accomplis	<u> </u>		ses			
Part XVI-B. Relationship of Activities to the Line No. Explain below how each activity for which in accomplishment of the foundation's exempt	Accomplis	<u> </u>		ses			
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Part XVI-B. Relationship of Activities to the Line No. Explain below how each activity for which in accomplishment of the foundation's exempt	Accomplis	<u> </u>		ses			
Part XVI-B. Relationship of Activities to the Line No. Explain below how each activity for which in accomplishment of the foundation's exempt	Accomplis	<u> </u>		ses			
Part XVI-B. Relationship of Activities to the Line No. Explain below how each activity for which in accomplishment of the foundation's exempt	Accomplis	<u> </u>		ses			
Part XVI-B. Relationship of Activities to the Line No. Explain below how each activity for which in accomplishment of the foundation's exempt	Accomplis	<u> </u>		ses			
Part XVI-B. Relationship of Activities to the Line No. Explain below how each activity for which in accomplishment of the foundation's exempt	Accomplis	<u> </u>		ses			
Part XVI-B. Relationship of Activities to the Line No. Explain below how each activity for which in accomplishment of the foundation's exempt	Accomplis	<u> </u>		ses			
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Part XVI-B. Relationship of Activities to the Line No. Explain below how each activity for which in accomplishment of the foundation's exempt	Accomplis	<u> </u>		ses			

# Form 990-PF (2016) THE LEON AND TOBY COOPERMAN 13-3102941 Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

1 0,416	o organization discabli			. 6-11				i i	res	NO
descri	e organization directly bed in section 501(c) ig to political organiza	of the Code (oth	gage in any of the er than section 50	e following wit 01(c)(3) organ	n any otne iizations) o	r organizati r in section	527,			
	ers from the reporting		noncharitable ex	empt organiza	ation of			,		_
(1) Ca	, ,	,		organiz				1 a (1)		X
	her assets							1 a (2)		X
	transactions									1
<b>(1)</b> Sa	ales of assets to a nor	ncharitable exem	pt organization					1 b (1)		X
(2) Pi	rchases of assets from	m a noncharitab	le exempt organiz	zation				1 b (2)		Х
(3) Re	ental of facilities, equip	pment, or other	assets					1 b (3)		X
<b>(4)</b> Re	eimbursement arrange	ements						1 b (4)		Х
<b>(5)</b> Lo	ans or loan guarantee	es						1 b (5)		Х
<b>(6)</b> Pe	erformance of services	s or membership	or fundraising so	dicitations				1 b (6)		Х
c Sharır	ig of facilities, equipm	ent, mailing lists	s, other assets, or	paid employe	ees			1 c		X
any tra	answer to any of the a ods, other assets, or ser ansaction or sharing a	rrangement, sho	w ın column (d) t	he value of th	e goods, o	ther assets	, or services rece	eived		
(a) Line no.	(b) Amount involved	(c) Name of	noncharitable exempt of	organization	(d) Des	cription of tra	nsfers, transactions,	and sharing arran	igement	:S
N/A		ļ	· · · · · · · · · · · · · · · · · · ·							
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-										
describ b if 'Yes	oundation directly or incoded in section 501(c) of complete the following	of the Code (other	er than section 50	)1(c)(3)) or in	k-exempt or section 52	7? 		Yes	X	No
	a) Name of organizati	on	(b) Type of	organization	<del></del>	(	c) Description of	relationship		
N/A		<del></del>								
		//			<del></del>					
	<del>/</del>	//								
	<del></del>	<del></del>	<del> </del>							
Linde	r penalties of persury. I declar	that I have examine	d this return, including	accompanying sch	edules and sta	tements and	to the hest of my know	ledge and helief	t is true	
corre	r penalties of perury, I declar ct, and complete Declaration	of preparer (other that	in taxpayer) is based or	n all information of	which prepare	r has any kno	wledge			
Sign	1 /18	a.	. 1	16/17/2017				May the II this return	RS disci	iss e
Here	The Mi			1100 1110	Tru	stee		preparer s (see instri	shown buctions)	elow
Sig	nature of officer or trustee	V	Day	e	Title			1 11	Yes	No
	Print/Type preparer's nan	mě	Preparer's signa	ature /	Da	te ( , ,	Check	f PTIN		
Paid	Mark I. Gittelm	nan, CPA	Mark I G	ittellean, c	PA I	0/11/1	self-employed	P0005970	8	
Preparer		ıttelman & Co	mpany,P.C.				Firm's EIN > 22-	2377538		
Use Only	· -	.O. Box 2369	7							
··· <b>·</b>		lifton, NJ 07	015 € 2369				Phone no (97	3) 778-888	5	
BAA							·	Form <b>990</b>		2016)

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

Department of the Treasury Internal Revenue Service

**Schedule of Contributors** 

► Attach to Form 990, Form 990-EZ, or Form 990-PF.

Information about Schedule B (Form 990, 990-EZ, 990-PF) and its instructions is at www.irs.gov/form990.

OMB No 1545-0047

2016

BAA For Paperwork Reduction Act Notice, see the Inst	ructions for Form 990, 990-EZ, or 990-PF.	Schedule B (Form 990, 990-EZ, or 990-PF) (2016)
Caution. An organization that isn't covered by 990-PF), but it must answer 'No' on Part IV, II Part I, line 2, to certify that it doesn't meet the	the General Rule and/or the Special Rules does ine 2, of its Form 990, or check the box on line l e filing requirements of Schedule B (Form 990, 9	sn't file Schedule B (Form 990, 990-EZ, or H of its Form 990-EZ or on its Form 990-PF, 990-EZ, or 990-PF)
during the year, contributions exclusively f \$1,000 If this box is checked, enter here charitable, etc., purpose. Don't complete a	01(c)(7), (8), or (10) filing Form 990 or 990-EZ to religious, charitable, etc., purposes, but no subtle total contributions that were received during any of the parts unless the <b>General Rule</b> applies able, etc., contributions totaling \$5,000 or more of	uch contributions totaled more than the year for an exclusively religious, to this organization because
during the year, total contributions of more	01(c)(7), (8), or (10) filing Form 990 or 990-EZ t e than \$1,000 <i>exclusively</i> for religious, charitable to children or animals Complete Parts I, II, and	e, scientific, literary, or educational
under sections 509(a)(1) and 170(b)(1)(A)(vi)	01(c)(3) filing Form 990 or 990-EZ that met the , that checked Schedule A (Form 990 or 990-EZ), P the year, total contributions of the greater of (1) 90-EZ, line 1 Complete Parts I and II	Part II, line 13, 16a, or 16b, and that
General Rule  X For an organization filing Form 990, 990-E property) from any one contributor Comp	EZ, or 990-PF that received, during the year, con lete Parts I and II See instructions for determin	ntributions totaling \$5,000 or more (in money or ing a contributor's total contributions.
Note. Only a section 501(c)(7), (8), or (10) or	ganization can check boxes for both the General	Rule and a Special Rule See instructions
Check if your organization is covered by the Gener	al Rule or a Special Rule.	
Form 990-PF	X 501(c)(3) exempt private foundation 4947(a)(1) nonexempt charitable trust treat 501(c)(3) taxable private foundation	ated as a private foundation
Form 990 or 990-EZ	501(c)( ) (enter number) organization  4947(a)(1) nonexempt charitable trust not 527 political organization	
Filers of:	Section:	
FAMILY FOUNDATIO Organization type (check one)	N	13-3102941
THE LEON AND TOB		Limployer identification number

Mame of org		í	mployer identification number
	EON AND TOBY COOPERMAN		3-3102941
Part I.	Contributors (see instructions). Use duplicate copies of Part I if additional space	is needed	
(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	LEON COOPERMAN	-	Person Payroll
	7118 MELROSE CASTLE LANE	\$7 <u>,305,9</u>	001. Noncash X
	BOCA RATON, FL 33496	-	(Complete Part II for noncash contributions)
(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person
			noncash contributions )
(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person Payroll Complete Part II for noncash contributions )
(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person Payroll Noncash  (Complete Part II for noncash contributions)
(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person Payroll Noncash (Complete Part II for noncash contributions.)
(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person Payroll Complete Part II for noncash contributions )
BAA	TEEAATON 09/00/16	Schadula P.(Cor	m 990, 990-F7, or 990-PE) (2016)

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

Page

1 of

1 of Part I

Page

1 to

1 of Part II

Name of organization

THE LEON AND TOBY COOPERMAN

13-3102941

Employer identification number

Part II	Noncash Property (see instructions). Use duplicate copies of Part II if additional spaces	pace is needed	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	\$7,114,212 AMERICAN MEDIA 7% SECOND LIEN SENIOR SECURED NOTES DUE 2020		
		\$7,305,901.	4/20/16
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		s	
		Y	
(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
		\$	
BAA	Sche	dule B (Form 990, 990-E2	. or 990-PF) (2016)

Relationship of transferor to transferee

#### To: Mark Gittelman/Sheryl Dennis

## <u>The Leon and Toby Cooperman Family Foundation Contributions for the Year 2/1/16-1/31/17</u>

Check	Check	Date	Organization	Contribution
Cleared	No.			Amount
Х	3702	2/1/16	AFMDA (American Friends of Magen David Adom)	3,600.00
 			Boca Raton, FL	
X	3703	2/1/16	Big Hole River Foundation Butte, MT	5,000.00
Х	3704	2/1/16	Boca Raton Regional Hospital Foundation Boca Raton, FL	500,000.00
X	3705	2/1/16	Burr and Burton Academy Manchester, VT	45,000.00
X	3706	2/1/16	Columbia Business School New York, NY	1,000,000.00
X	3707	2/1/16	Damon Runyon Cancer Research Foundation New York, NY	315,000.00
X	3708	2/1/16	ECLC Foundation Chatham, NJ	50,000.00
X	3709	2/1/16	Family Connections East Orange, NJ	2,500.00
Х	3710	2/1/16	Harold Grinspoon Foundation – PJ Library Agawam, MA	100,000.00
Х	3711	2/1/16	Horatio Alger Association Alexandria, VA	1,000,000.00
X	3712	2/1/16	Maple Street School Manchester, VT	10,000.00
X	3713	2/1/16	Newark Academy Livingston, NJ	1,000.00
Х	3714	2/1/16	Robin Hood Foundation New York, NY	250,000.00
Х	3715	2/1/16	St. Barnabas Medical Center Foundation West Orange, NJ	1,000,000.00
X	3716	2/1/16	The American Jewish Committee New York, NY	25,000.00
X	3717	2/1/16	The Hunter College Foundation New York, NY	1,750,000.00
X	3718	2/1/16	Uncommon Knowledge & Achievement – Cooperman College Scholars New York, NY	838,000.00
Х	3719	2/1/16	Fordham Founder's Undergraduate Scholarship Fund New York, NY	1,000.00
Х	3720	2/1/16	Damon Runyon Cancer Research Foundation New York, NY	1,000.00

X	3721	2/1/16	Boys Town Jerusalem	6,000.00
			Roseland, NJ	
X	3722	2/1/16	Columbia Business School	25,000.00
			New York, NY	
X	3723	2/1/16	Stanford University	500,000.00
			Stanford, CA	• · · · · · · · · · · · · · · · · · · ·
X	3724	2/1/16	Jerusalem University	11,570.23
			Sunrise, FL	,
X	3725	2/5/16	Boys and Girls Clubs of Newark	25,000.00
			Newark, NJ	,,
X	3726	2/10/16	Data of Plano	1,000.00
	3720	2/10/10	Plano, TX	1,000.00
Lost check -	3727	2/12/16	Vets Helping Heroes, Inc.	0.00
stop payment done 2/23/16.	3121	2/12/10	Boca Raton, FL – \$50,000	0.00
#3731 reissued				
X	3728	2/16/16	New Jersey Performing Arts Center	250,000.00
			Newark, NJ	
X	3729	2/16/16	St. Baldrick's Foundation	1,000.00
			Monrovia, CA	
X	3730	2/17/16	The Morgan Aging With Dignity Fund	2,500.00
			New York, NY	·
X	3731	2/23/16	Vets Helping Heroes, Inc.	50,000.00
			Boca Raton, FL	•
X	3732	2/23/16	Sam's House	1,000.00
			Morris, MN	-,
X	3733	3/2/16	Friends of Yemin Orde	25,000.00
		3,2,10	Bethesda, MD	20,000.00
X	3734	3/2/16	NJTV	5,000.00
	3.3.	3,2,10	Newark, NJ	5,000.00
X	3735	3/2/16	Jewish Community Relations Council of New	2,500.00
	3,33	3,2,10	York	2,300.00
			New York, NY	
X	3736	3/2/16	Congregation B'nai Jeshurun	10,000.00
••	3730	3/2/10	Short Hills, NJ	10,000.00
X	2727	2/2/16		1 000 00
Α	3737	3/2/16	St. Baldrick's Foundation	1,000.00
X	2720	2/2/16	Monrovia, CA	10,000,00
A	3738	3/3/16	Creative Art Works	10,000.00
X	2720	2/1/16	New York, NY	1.50.000.00
^	3739	3/4/16	Newark Academy	150,000.00
V			Livingston, NJ	
X	3740	3/4/16	Communities in Schools of Miami, Inc.	200.00
			Miami, FL	
X	3741	3/9/16	American Friends of the Israel Museum	2,500.00
			New York, NY	
				10.000.00
X	3742	3/14/16	The Jewish Museum	10,000.00
	3742	3/14/16	The Jewish Museum New York, NY	10,000.00
x	3742 3743	3/14/16		1,000.00
			New York, NY	
			New York, NY New Jersey Seeds	

3745	3/24/16	Prager University Foundation	5,000.00
3743	3/24/10	Sherman Oaks	3,000.00
3746	3/24/16	Harlem Childrens Zone	25,000.00
		New York, NY	
3747	3/28/16	The Jewish Theological Seminary	1,500.00
		New York, NY	
3748	3/28/16	Lincoln Center for the Performing Arts New York, NY	1,000.00
3749	3/29/16	Caring Bridge Albert Lea, MN	250.00
3750	4/6/16	JAFCO	100.00
3751	4/12/16	University of Massachusetts Lowell	1,000.00
3752	4/12/16	CANY	250.00
3752	1/15/16	<del></del>	2,500.00
3733	7/13/10	•	2,300.00
3754	4/15/16		1,000.00
			1,000
3755	4/20/16		25,000.00
1		New York, NY	,
3756	5/2/16	St. Barnabas Medical Center Foundation West orange, NJ	1,000,000.00
3757	5/2/16	Uncommon Knowledge and Achievement Inc	995,500.00
3758	5/3/16	Ruth and Norman Rales Jewish Family Services	25,000.00
3759	5/3/16	Bank of America Charitable Gift Fund	50,000.00
3760	5/4/16	Conservation International	200,000.00
3761	5/9/16		500.00
3762	5/9/16	Damon Runyon Cancer Research Foundation	72,134.00
3763	5/13/16	The Foundation for Diabetes Research	500.00
3764	5/16/16	NAF	1,000.00
3765	5/23/16	The Interfaith Food Pantry of the Oranges	10,660.00
2766	5/24/16	· · · · · · · · · · · · · · · · · · ·	5 000 00
3/00	3/24/10	ł I	5,000.00
3767	6/6/16		25,000.00
3707	0/0/10	1 -	23,000.00
3768	6/6/16		500.00
3,00	0,0,10	Montville, NJ	500.00
	3747 3748 3749 3750 3751 3752 3753 3754 3755 3756 3757 3758 3759 3760 3761 3762 3763 3764	3746       3/24/16         3747       3/28/16         3748       3/28/16         3749       3/29/16         3750       4/6/16         3751       4/12/16         3752       4/12/16         3753       4/15/16         3754       4/15/16         3755       4/20/16         3757       5/2/16         3758       5/3/16         3759       5/3/16         3760       5/4/16         3761       5/9/16         3762       5/9/16         3763       5/13/16         3764       5/16/16         3765       5/23/16         3766       5/24/16         3767       6/6/16	Sherman Oaks

X	3769	6/27/16	MorseLife Health System	500.00
	3,0)	0,2,,,10	West Palm Beach, FL	
X	3770	6/27/16	St. Jude Children's Research Hospital	5,000.00
	3770	0,2,,10	Memphis, TN	
x	3771	6/29/16	New Jersey Performing Arts Center	900,000.00
		0/25/10	Newark, NJ	
Х	3772	7/7/16	The Frick Collection	10,000.00
			New York, NY	
Voided and	3773	7/7/16	The Graduate Center, The City University of	0
replaced with #3774			New York - \$2500.00	
H3174			New York, NY	ļ
X	3774	7/7/16	The Graduate Center Foundation	2,500.00
			New York, NY	
X	3775	7/7/16	American Friends of the Israel Museum	3,000.00
			New York, NY	
X	3776	7/25/16	Jespy House	1,000.00
i			South Orange, NJ	
X	3777	7/26/16	The Washington Institute	1,000.00
			Washington, D.C.	
X	3778	8/1/16	Lymphoma Research Foundation	1,000.00
			New York, NY	
X	3779	8/9/16	Hunter College Foundation, Inc.	750,000.00
			New York, NY	
X	3780	8/11/16	Milford Hospital Foundation	5,000.00
			Milford, CT	
X	3781	8/15/16	The Alpha Epsilon Pi Foundation	25,000.00
			Indianapolis, IN	
x	3782	8/15/16	South Bronx Education Foundation	10,000.00
·			Bronx, NY	
X	3783	8/15/16	St. Barnabas Medical Center Foundation	1,000,000.00
	ļ		West Orange, NJ	
X	3784	8/23/16	Songs of Love Foundation	2,500.00
			Forest Hills, NY	
Stop payment	3785	8/30/16	Give2Learn	0
placed 1/3/17. Check 3825			Mamaroneck, NY - \$100.00	
being reissued.				
X	3786	8/31/16	International Rescue Committee	25,000.00
			New York, NY	
X	3787	9/15/16	Autism Speaks	500.00
			New York, NY	
Х	3788	9/15/16	The Ocular Immunology and Uveitis	250.00
	j		Foundation	
			Weston, Mass.	
X	3789	9/15/16	Council for Economic Education	1,000.00
			New York, NY	
X	3790	9/22/16	Volunteer Lawyers for Justice	500.00
·			Warren, NJ	
X	3791	9/22/16	NYU Langone Medical Center	1250.00
	ļ		New York, NY	
X	3792	9/22/16	MRCC Foundation	250.00

{	T		West Caldwell, NJ	
X	3793	9/22/16	Jewish Federation of South Palm Beach	150,000.00
ļ	1		County Club	
1			Boca Raton, FL	
Х	3794	10/4/16	BuildOn	10,000.00
			Stamford, CT	Í
X	3795	10/4/16	The Jewish Foundation for the Righteous	500.00
	1		New York, NY	
Х	3796	10/10/16	College Summit, Inc.	10,000.00
			Washington, DC	
X	3797	10/10/16	WNET	1,000.00
	1		New York, NY	
Х	3798	10/13/16	New York Historical Society	2,500.00
	}		New York, NY	
Х	3799	10/18/16	American Friends of Tel Aviv University	3,000.00
			New York, NY	
X	3800	10/26/16	The David Project	2,500.00
			Boston, MA	
Х	3801	10/25/16	Jewish Review of Books	300.00
			New York, NY	
Х	3802	10/27/16	Zionist Organization of America	2,000.00
		_ 1	New York, NY	
X	3803	10/27/16	Bike MS NYC	250.00
			New York, NY	
X	3804	10/31/16	Boca Raton Regional Hospital	25,000.00
			Boca Raton, FL	
Х	3805	10/31/16	Interfaith Food Pantry of the Oranges	1,000.00
<del></del>			Short Hills, NJ	
X	3806	11/8/16	Burr and Burton Academy	45,000.00
<del></del>	<u> </u>		Manchester, VT	
X	3807	11/14/16	St. Barnabas Medical Center Foundation	8,000.00
			West Orange, NJ	
Х	3808	11/14/16	The Abraham Fund Initiatives	1,000.00
			New York, NY	, <del></del>
X	3809	11/15/16	National M.S. Society	250.00
			New York, NY	
X	3810	11/22/16	Wall Street Synagogue	100.00
	ļ		New York, NY	
X	3811	11/25/16	Best Foot Forward Foundation	25.00
			Boca Raton, FL	
Voided (Contribution	3812	11/29/16	OIUF – The Ocular Immunology and Uvetis	0.00
already sent by	1		Foundation - \$250.00	
Toby)			Weston, MA	
Х	3813	11/29/16	First Robotics	1,000.00
· · · · · · · · · · · · · · · · · · ·	ļ		Roseland, NJ	
х	3814	11/29/16	SOS Children's Villages - Florida	500.00
			Coconut Creek, FL	
X	3815	11/30/16	Andy Bovin Memorial Fund c/o Overlook	500.00
	1		Foundation	
	<u></u>		Summit, NJ	

X	3816	12/7/16	Congregation B'Nai Jeshurun Short Hills, NJ	16,576.60
X	3817	12/7/16	KIPP New York, Inc. New York, NY	10,000.00
Х	3818	12/10/16	Ruth and Norman Rales Jewish Family Services Boca Raton, FL	23,000.00
X	3819	12/12/16	Anti-Defamation League Boca Raton, FL	1,800.00
X	3820	12/12/16	CANY of NY (Creative Alternatives of NY) New York, NY	300.00
X	3821	12/12/16	Congregation B'Nai Jeshurun Short Hills, NJ	3,297.00
X	3822	12/12/16	Maple Street School Manchester, VT	250.00
X	Via wire for \$800,000	12/19/16	Uncommon Knowledge and Achievement, Inc. FFC Cooperman College Scholars New York, NY	800,000.00
x	3823	1/4/17	Portfolios with Purpose New York, NY	10,000.00
X	3824	1/4/17	Ruth and Norman Rales Jewish Family Services Boca Raton, FL	250.00
This was to be a reissue of Check 3785 which was lost, but then it was decided not to make a contribution. Stop payment made 1/23/17	3825	1/4/17	Give2Learn - \$100 Mamaroneck, NY	0.00
	3826	1/4/17	The Morgan Pressel Foundation Delray Beach, FL	600.00
X	3827	1/5/17	Memorial Sloan Kettering Cancer Center New York, NY	1,000.00
Х	3828	1/10/17	MSK (Memorial Sloan Kettering) New York, NY	500.00
×	Via wire for \$800,000	1/9/17	Uncommon Knowledge and Achievement, Inc. FFC Cooperman College Scholars New York, NY	800,000.00
	3829	1/23/17	Boca Raton Regional Hospital Foundation Boca Raton, FL	1,000.00
	3830	1/24/17	The Pandas are Coming to NYC New York, NY	10,000.00
	3831	1/26/17	Palm Beach Friends of Magen David Adom Palm Beach, FL	6,000.00
	3832	1/30/17	Smile Train Washington, DC	2,500.00
	3833	1/30/17	Friendship Circle Livingston, NJ	1,000.00
Total				15,134,012.83

2016	Federal Statements							Page 1
Client 5005E	THE L	EON AND TO		COOPERMAN ATION				13-310294
10/11/17								05.41PN
Statement 1 Form 990-PF, Part I, Line 6a Net Gain (Loss) from Noninven Assets Not Included in Part IV	tory Sales	Per Books						
Description: Date Acquired: How Acquired: Date Sold: To Whom Sold: Gross Sales Price: Cost or Other Basis: Basis Method:	OMEGA CH Various Purchase Various Cost		PART	NERSHIP LP				
240.00					Gain	(Loss)		23,221.
Description: Date Acquired: How Acquired: Date Sold: To Whom Sold:	OMEGA CH Various Purchase Various		PART	NERSHIP LP				
Gross Sales Price: Cost or Other Basis: Basis Method:	Cost	0. 52,824.						
					Gain	(Loss)		-52,824.
						Total	\$	-29,603.
Statement 2 Form 990-PF, Part I, Line 11 Other Income			_					-
			_	(a) Revenue per Books	(b) I Invest <u>Inco</u>	ment	Adji	c) isted <u>Income</u>
ACCRETION CAPITAL SPRING DIRECT KODIAK OFF ROAD OMEGA CHARITABLE PARTNERS RREF II DOMESTIC INVESTOR SECTION 1256 CONTRACTS		Tot a	\$	22,040. 4,109. 1,123. -13,761. 112,551. 168,484. 9,673,932. 9,968,478.	4 13 -13 -79 168 9,673	,040. ,109. ,123. ,761. ,065. ,484. ,932.	s	<u>0.</u>

Statement 3 Form 990-PF, Part I, Line 18 Taxes					
		(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
990PF AND 990T FOREIGN TAXES	Total	\$ 385,000. 11. \$ 385,011.	\$ 11. \$ 11.	\$ 0.	<u>\$</u> 0.

### Federal Statements

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Client 5005E

### THE LEON AND TOBY COOPERMAN FAMILY FOUNDATION

13-3102941

10/11/17

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Statement 4 Form 990-PF, Part I, Line 23 Other Expenses

		(a)	(b) Net	(c)	(d)
		Expenses	Investment	Adjusted	Charitable
		<u>per Books</u>	Income	Net Income	<u> Purposes</u>
PORTFOLIO DEDUCTIONS	Total <u>\$</u>	309,683. 309,683.	\$ 309,683. \$ 309,683.	\$ 0.	\$ 0.

Statement 5 Form 990-PF, Part III, Line 5 Other Decreases

FAIR MARKET VALUE OVER COST OF DONATED SECURITIES

 \$
 7,305,901.

 \$
 7,305,901.

Statement 6
Form 990-PF, Part IV, Line 1
Capital Gains and Losses for Tax on Investment Income

<u>Item</u> 1 2 3 4 5 6 7 8 9 10 11 12 13 14 15 16 17	300000 INT 1623000 AM 10000000 AI 18328476 AI 1671524 AM 500000 INT 1500000 ONE 93201 WHEE 300000 ALTI 150000 EMP 209666 NEW 113512 ARBO 250000 PENI 500000 THL COBALT OFF	ELSAT JACK ERICAN MED MERICAN ME MERICAN MED ERFACE SEC CLATCHY CO MAIN FINAN LER REAL E. RICAN MEDI SOURCE RES IRE RESOUR CASTLE OR RLTY TR NYMAC MTG	IA INC DIA INC 5 DIA OPERATI IA OPERATI SYS 9.25% 9% CIAL STATE INVE A INC 7.0% IDENTIAL CES INC INC	ONS STMENT	(b) Acqu Purch	ired A hased	c) Date cquired 3/29/2016 Various 3/11/2016 3/25/2016 3/25/2016 3/29/2016 4/11/2016 Various 4/25/2015 Various	(d) Date Sold  10/27/2016 8/25/2016 10/27/2016 10/11/2016 10/27/2016 10/27/2016 10/27/2016 Various 6/29/2016 Various
19 20 21 22 23	CAPITAL SPI EJF INVESTI OMEGA CHAR OMEGA CHAR Capital Gas	MENTS LP ITABLE PAR' ITABLE PAR'	TNERSHIP L TNERSHIP L	JP	Purch Purch Purch Purch	ased ased	Various Various Various Various	Various Various Various Various
<u>Item</u> 1 2 3 4 5	(e) Gross Sales 303,000. 1679805. 8700000. 10172304. 927,696.	(f) Deprec. Allowed	(g) Cost <u>Basis</u> 300,000. 1598655. 8709806. 0. 769,492.	(h) Gain (Loss) 3,000. 81,1509,806. 10172304. 158,204.	(i) FMV _12/31/69_	(j) Adj. Bas. <u>12/31/69</u>		(1)     Gain     (Loss)     \$ 3,000.     81,150.     -9,806.     10172304.     158,204.

#### **Federal Statements**

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Client 5005E

### THE LEON AND TOBY COOPERMAN FAMILY FOUNDATION

13-3102941

10/11/17

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Statement 6 (continued)
Form 990-PF, Part IV, Line 1
Capital Gains and Losses for Tax on Investment Income

	(e) Gross	(f) Deprec.	(g) Cost	(h) Gain	(i) FMV	(j) Adj. Bas.	(k) Excess	(1) Gain
<u> Item</u>	_ Sales	Allowed	Basis	(Loss)	12/31/69	$\frac{12}{31}$	(i)-(j)	(Loss)
6	500,000.	TILLOWCU	503,231.	-3,231.	12/31/05	12/31/05		\$ -3,231.
7	1593750.		1522032.	71,718.				71,718.
8	519,375.		495,508.	23,867.				23,867.
9	173,351.		130,268.	43,083.				43,083.
10	337,500.		0.	337,500.				337,500.
11	475,800.		939,880.	-464,080.				-464,080.
12	687,089.		162,083.	525,006.				525,006.
13	962,396.		310,116.	652,280.				652,280.
14	896,618.		1076021.	-179,403.				-179,403.
15	3717319.		4522567.	-805,248.				-805,248.
16	4619799.		6140571.	-1520772.				-1520772.
17	99,882.		102,251.	-2,369.				-2,369.
18	49.		0.	49.				49.
19	0.		4,851.	-4,851.				-4,851.
20	5,503.		0.	5,503.				5,503.
21	2513079.		0.	2513079.				2513079.
22	0.		10671547.	10671547.				-10671547.
23								281,101.
							Total	\$ 1206537.

Statement 7
Form 990-PF, Part VII-A, Line 16
Foreign Country with Interest In or Authority Over Foreign Accounts

Canada, Bermuda, Cayman Islands

Statement 8
Form 990-PF, Part VIII, Line 1
List of Officers, Directors, Trustees, and Key Employees

Name and Address	Title and Average Hours <u>Per Week Devote</u> d	Compen- sation	Contri- bution to EBP & DC	Expense Account/ Other
LEON G. COOPERMAN 7118 MELROSE CASTLE LANE BOCA RATON, FL 33496	Trustee 0	\$ 0.	\$ 0.	\$ 0.
TOBY F. COOPERMAN 45 WATCHUNG ROAD SHORT HILLS, NJ 07078	Trustee 0	0.	0.	0.
MICHAEL S. COOPERMAN PO BOX 230 MANCHESTER, VT 05255	Trustee 0	0.	0.	0.

#### **Federal Statements**

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#### THE LEON AND TOBY COOPERMAN **FAMILY FOUNDATION**

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Statement 8 (continued)
Form 990-PF, Part VIII, Line 1
List of Officers, Directors, Trustees, and Key Employees

Name and Address	Title and Average Hours <u>Per Week Devoted</u>	Compen- sation		buti	tri- on to & DC	Expense Account/ Other
WAYNE M. COOPERMAN 56 LAKE ROAD SHORT HILLS, NJ 07078	Trustee 0	\$	0.	\$	0.	\$ 0.
JODI COOPERMAN 56 LAKE ROAD SHORT HILLS, NJ 07078	Trustee 0		0.		0.	0.
	Total	\$	0.	\$	0.	\$ 0.

Statement 9 Form 990-PF, Part XV, Line 1a Foundation Managers - 2% or More Contributors

LEON G. COOPERMAN TOBY F. COOPERMAN

#### Statement 10 Form 990-PF, Part XV, Line 2a-d **Application Submission Information**

Name of Grant Program:

LEON AND TOBY COOPERMAN FAMILY FOUNDATIO

LEON COOPERMAN

Name: Care Of:

GITTELMAN & COMPANY

Street Address:

PO BOX 2369

City, State, Zip Code:

CLIFTON, NJ 07015

Telephone:

E-Mail Address:

Other Revenue

Form and Content:

WRITTEN SPECIFYING PURPOSE

Submission Deadlines: Restrictions on Awards: NONE NONE

Statement 11

Form 990-PF, Part XVI-A, Line 11

Other Revenue	(A) Busi- ness <u>Code</u>	(B) Unrelated Business Amount	(C) Exclu- sion Code	(D) Excluded Amount	(E) Related or Exempt Function
ACCRETION ATLAS ENERGY GROUP LLC CAPITAL SPRING DIRECT COBALT OFFSHORE FUND	211110 211110		14 14 14 14	\$ 22,040. 4,109.	
JANA PARTNERS			1		

### Federal Statements

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THE LEON AND TOBY COOPERMAN FAMILY FOUNDATION

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Statement 11 (continued) Form 990-PF, Part XVI-A, Line 11 Other Revenue

Other Revenue	(A) Busi- ness Code	(B) Unrelated Business Amount	(C) Exclu- sion Code	(D) Excluded Amount	(E) Related or Exempt Function
KKR & CO LP KODIAK	211110		14	A 1 100	
OFF ROAD OID	211110		14 5 14 14	\$ 1,123. -13,761.	
OMEGA CHARITABLE PARTNERS RIALTO MEZZANINE PARTNERS	211110	\$ 191,616.	1 14	-79,065.	
RREF II DOMESTIC INVESTOR SECTION 1231			14 14	168,484.	
SECTION 1256 CONTRACTS Total		\$ 191,616.	14	9,673,932. \$ 9,776,862.	\$ 0.

Leon and Toby Cooperman Foundation Securities Position Long Report 31-Jan-17

Total Long Portfolio

Total Short Portfolio
Net Portfolio

Accrued Interest and Dividends

Short Portfolio 1,000 Call KKR @ 17 00 Exp 12/18/15

	Cost	Market Value
Fixed Income 500,000 Interface Sec Sys Hdgs 9 25% 1/15/18	_	
1,623,000 AMO Escrow Corporation 11 5% 12/15/17	-	•
18,328,476 American Media Inc 0% 3/1/22	-	-
1,671,524 American Media Inc 0% 3/1/22		•
10,000,000 American Media Inc 5 5% 9/1/21	-	
1,500,000 McClatchy Co 9% 12/15/22	-	-
300,000 Intelsat Jackson 8% 2/15/24 9% 12/15/22 500 000 Omfit 2015-1A D 6 63% 3/18/2026	•	-
300 000 GHIR 2013-17( ) 0 0370 3/10/2020		
Total Fixed Income	-	-
Total Fixed Income		
Equities- Common and Preferred Stock		
50,000 Altisource Residential Corp	w'i'.	
2,002,400 shrs Arbor Realty Trust (Borrowed by GS)	10,937,686.76	14,784 538 50
8,600 shrs ASSD Capital Group	10,337,000.76	302,720 00
40,000 shrs Blackstone Mortgage	958,121.30	1,219,600 00
400,000 Chimera Investment Corp	6,011,153 55	7,052,000 00
150,000 Empire Resources, Inc (ERS) NEW	-	
2,603,241 Eurodekania	2.51,798,625.72	
300,000 MVC Capital Inc	3,296,880.22	2,565,000 00
100,000 New Media Investment Group	1,257,497:09	1,524,000 00
600,000 shrs New Residential Investment Corp 110,702 Newcastle Investment Corp	8,233,557.50	9,090,000 00
250,000 Pennymac Mtg Invt		_
500,000 THL Credit Inc		-
100,000 THL Credit Inc	92,406.92	102,700 00
86,919 Wheeler Real Estate Invt Trust		
8,600 Gamco Investors	119,460 48	251,120.00
240,000 Home LN Services		-
209,666 New Senior Investment Group	District Vivil	<del></del>
	·	
Empire Resources Conv - 10 0%, 6/1/16	_	-
AG-Mortgage investment Trust		FULL TANKER
Litespeed Partners LP	-	-
Kodiak Funding L P	873,109 00	1,670,000,00
BP GFM Trust Series SPL		
Capital Spring Direct Lending Partners US Parallel	2,007,301.47	1,904,036 00
Capital Spring Direct Lending Partners Parallel, LP	17,577,406.00	19,140,094 00
Cash Value Life Insurance Omega Chantable Partnership LP	1 400 020 747 45	200 022 707 00
Rialto Real Estate Fund II	189,938,717.45	200,023,767 00
Rialto Mezzanine Partners Fund	1,725,171.00 3,379,984.00	3,393,332 00
Jana Partnership	28,803,960.20	993,381 00
NY Art Residences LLC	-	-
Atlas- Riverstone Credit Partners, LP	8,003,345.88	9,290,811 00
OffRoad S/H 1 LLC	479,658.00	497,076 00
GMXR DIP	4,154,945 82	4,154,946.00
LightSquared	17,854,845.31	20,533,072.00
MFC	1,866,379.00	2,485,000.00
Goldman Sach Fixed Income Fund	250,000.00	250,000.00
Cobalt Offshore Fund Ltd	0 00	
	-	-
Total Equities	309,620,212 67	304,188,623 50

309 620 212 67

309,620,212 67

309,620,212 67

304,188,623 50

304,188,623 50

304,188,623.50