Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2016

Open to Public Inspection

For calendar year 2016, or tax year beginning 07-01-2016 , and ending 06-30-2017

Name of foundation
CINEREACH LTD

% THE ORGANIZATION

Number and street (or P O box number if mail is not delivered to street address) Room/suite
126 FIFTH AVE 5TH FLOOR

City or town, state or province, country, and ZIP or foreign postal code
NEW YORK, NY 10011

A Employer identification number
20-2946241

B Telephone number (see instructions)
(212) 727-3224

C If exemption application is pending, check here ▶ ☐

D 1. Foreign organizations, check here ▶ ☐

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

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

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

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

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

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)*▶$ 11,501,896

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

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))*

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)	8,007,242			
	2	Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	13,126	13,126	13,126	
	4	Dividends and interest from securities				
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10				
	b	Gross sales price for all assets on line 6a				
	7	Capital gain net income (from Part IV, line 2)		0		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)	409,828	84,514	84,514	
	12	**Total.** Add lines 1 through 11	8,430,196	97,640	97,640	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0			
	14	Other employee salaries and wages	1,905,152			1,905,152
	15	Pension plans, employee benefits	268,710			268,710
	16a	Legal fees (attach schedule)	36,551	0	0	36,551
	b	Accounting fees (attach schedule)	129,925	0	0	129,925
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	146,652			146,652
	19	Depreciation (attach schedule) and depletion	149,605			
	20	Occupancy	215,127			215,127
	21	Travel, conferences, and meetings	255,885			255,885
	22	Printing and publications				
	23	Other expenses (attach schedule)	1,232,129			1,232,129
	24	**Total operating and administrative expenses.** Add lines 13 through 23	4,339,736	0	0	4,190,131
	25	Contributions, gifts, grants paid	1,710,603			1,219,814
	26	**Total expenses and disbursements.** Add lines 24 and 25	6,050,339	0	0	5,409,945
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	2,379,857			
	b	**Net investment income** (if negative, enter -0-)		97,640		
	c	**Adjusted net income**(if negative, enter -0-)			97,640	

Part II **Balance Sheets** Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

			Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	8,994,090	10,553,453	10,553,453
	2	Savings and temporary cash investments			
	3	Accounts receivable ▶ 257,291			
		Less allowance for doubtful accounts ▶	579,205	257,291	257,291
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges	73,281	87,504	87,504
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)			
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	465,419	104,976	104,976
	14	Land, buildings, and equipment basis ▶ 1,275,456			
		Less accumulated depreciation (attach schedule) ▶ 937,902	465,828	337,554	337,554
	15	Other assets (describe ▶)	60,921	161,118	161,118
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	10,638,744	11,501,896	11,501,896
Liabilities	17	Accounts payable and accrued expenses	201,306	568,909	
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities**(add lines 17 through 22)	201,306	568,909	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☑ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted	10,437,438	10,932,987	
	25	Temporarily restricted	0	0	
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☐ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see instructions)	10,437,438	10,932,987	
	31	**Total liabilities and net assets/fund balances** (see instructions)	10,638,744	11,501,896	

Part III **Analysis of Changes in Net Assets or Fund Balances**

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	10,437,438
2	Enter amount from Part I, line 27a	2	2,379,857
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	12,817,295
5	Decreases not included in line 2 (itemize) ▶	5	1,884,308
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	10,932,987

Part IV Capital Gains and Losses for Tax on Investment Income

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

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e				

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

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

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☐ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2015			
2014			
2013			
2012			
2011			

2 Total of line 1, column (d)	2	
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	
5 Multiply line 4 by line 3	5	
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	
7 Add lines 5 and 6	7	
8 Enter qualifying distributions from Part XII, line 4	8	

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter ________ **(attach copy of letter if necessary–see instructions)**				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b			1	1,953
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	
3	Add lines 1 and 2			3	1,953
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4	
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	1,953
6	Credits/Payments				
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	5,757		
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c	1,000		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	6,757
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached			8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	4,804
11	Enter the amount of line 10 to be **Credited to 2017 estimated tax** ▶ 4,804 **Refunded** ▶			11	

Part VII-A **Statements Regarding Activities**

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

Part VII-A Statements Regarding Activities (continued)

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

Website address ▶WWW CINEREACH ORG

14 The books are in care of ▶THE ORGANIZATION Telephone no ▶(212) 727-3224

Located at ▶126 FIFTH AVE NEW YORK NY ZIP+4 ▶10011

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

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

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

	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☑ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☑ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☑ Yes ☐ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☑ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☑ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☑ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		No
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016?	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? ☐ Yes ☑ No If "Yes," list the years ▶ 20____ , 20____ , 20____ , 20____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions)	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20____ , 20____ , 20____ , 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☑ No			
b	If "Yes," did it have excess business holdings in 2016 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2016).*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?	4b		No

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

5a During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☑ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☑ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☑ Yes ☐ No

(4) Provide a grant to an organization other than a charitable, etc , organization described in section 4945(d)(4)(A)? (see instructions) ☑ Yes ☐ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☑ No

b If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? **5b** **No**

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☑ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53 4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☑ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** **No**

If "Yes" to 6b, file Form 8870

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

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? **7b**

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

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

(a) Name and address	Title, and average hours per week **(b)** devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
PHILIPP ENGELHORN 126 FIFTH AVE 5TH FLOOR NEW YORK, NY 10011	CHAIRMAN / SECRETARY 40 0	0	0	0
BRUCE RABB 126 FIFTH AVE 5TH FLOOR NEW YORK, NY 10011	DIRECTOR 1 0	0	0	0
JOACHIM SCHUETZ 126 FIFTH AVE 5TH FLOOR NEW YORK, NY 10011	TREASURER 1 0	0	0	0

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

(a) Name and address of each employee paid more than $50,000	Title, and average hours per week **(b)** devoted to position	**(c)** Compensation	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
WOO JUNG CHO 126 FIFTH AVE 5TH FL NEW YORK, NY 10011	DIR BUSINESS AFFAIRS 40 0	185,833	18,416	
CAROLINE KAPLAN 126 FIFTH AVE 5TH FL NEW YORK, NY 10011	PHILANTHROPY 40 0	175,833	12,278	
MICHAEL J RAISLER 126 FIFTH AVE 5TH FL NEW YORK, NY 10011	CREATIVE DIRECTOR 40 0	160,000	12,945	
PAUL MEZEY 126 FIFTH AVE 5TH FL NEW YORK, NY 10011	DIR ORIGINAL PROD 40 0	156,250	9,822	
ANDREW GOLDMAN 126 FIFTH AVE 5TH FL NEW YORK, NY 10011	HEAD OF PRODUCTION 40 0	115,680	12,945	

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

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

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

(a) Name and address of each person paid more than $50,000	**(b)** Type of service	**(c)** Compensation
ANDREAS ESBERG & CO LLP 909 THIRD AVE 28TH FL NEW YORK, NY 10022	ACCOUNTING	139,045
MACKTEZ CORPORATION 137 GRAND STREET NEW YORK, NY 10013	IT SUPPORT	55,958
Total number of others receiving over $50,000 for professional services. . . . . ▶		

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 CREATIVE INITIATIVES PROGRAM SEE ATTACHED	2,072,589
2 PRODUCTIONS PROGRAM SEE ATTACHED	2,470,820
3 FELLOWSHIP PROGRAM SEE ATTACHED	550,045
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 PROGRAM RELATED INVESTMENT- (SEE ATTACHED)	80,000
2	
All other program-related investments See instructions	
3	
Total. Add lines 1 through 3 . . . . ▶	80,000

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities	1a	0
b	Average of monthly cash balances	1b	9,773,772
c	Fair market value of all other assets (see instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	9,773,772
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	9,773,772
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	146,607
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	9,627,165
6	**Minimum investment return.** Enter 5% of line 5	6	481,358

Part XI **Distributable Amount** (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ▶ ☑ and do not complete this part)

1	Minimum investment return from Part X, line 6	1	
2a	Tax on investment income for 2016 from Part VI, line 5 — 2a		
b	Income tax for 2016 (This does not include the tax from Part VI) — 2b		
c	Add lines 2a and 2b	2c	
3	Distributable amount before adjustments Subtract line 2c from line 1	3	
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	
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	

Part XII **Qualifying Distributions** (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26	1a	5,409,945
b	Program-related investments—total from Part IX-B	1b	80,000
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	21,331
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	0
b	Cash distribution test (attach the required schedule)	3b	0
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	5,511,276
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	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	5,511,276

Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2015	(c) 2015	(d) 2016
1 Distributable amount for 2016 from Part XI, line 7				0
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only.			0	
b Total for prior years 2014 , 2013 , 2012		0		
3 Excess distributions carryover, if any, to 2016				
a From 2011. 3,203,370				
b From 2012. 3,340,581				
c From 2013. 2,327,190				
d From 2014. 4,260,536				
e From 2015. 4,528,428				
f **Total** of lines 3a through e.	17,660,105			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ $ 5,511,276				
a Applied to 2015, but not more than line 2a			0	
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	5,511,276			
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 3f, 4c, and 4e Subtract line 5	23,171,381			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount —see instructions		0		
e Undistributed income for 2015 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)				
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions) . . .	3,203,370			
9 **Excess distributions carryover to 2017.** Subtract lines 7 and 8 from line 6a	19,968,011			
10 Analysis of line 9				
a Excess from 2012. . . . 3,340,581				
b Excess from 2013. . . . 2,327,190				
c Excess from 2014. . . . 4,260,536				
d Excess from 2015. . . . 4,528,428				
e Excess from 2016. . . . 5,511,276				

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

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

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

	Tax year	Prior 3 years			
	(a) 2016	**(b)** 2015	**(c)** 2014	**(d)** 2013	**(e) Total**
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	97,640	83,783	196,322	75,282	453,027
b 85% of line 2a	82,994	71,216	166,874	63,990	385,074
c Qualifying distributions from Part XII, line 4 for each year listed	5,511,276	4,528,428	4,260,536	2,327,190	16,627,430
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c	5,511,276	4,528,428	4,260,536	2,327,190	16,627,430
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets	11,501,896	10,638,744	5,067,966	4,527,839	31,736,445
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)	11,396,639	10,921,647	5,067,966	4,527,839	31,914,091
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.	320,905	216,993	134,319	161,936	834,153
c "Support" alternative test—enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)	8,007,242	10,006,337	4,005,785	7,205	22,026,569
(3) Largest amount of support from an exempt organization	7,242	6,337	5,785	7,205	26,569
(4) Gross investment income	81,514	79,938	196,322	75,282	433,056

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

1 Information Regarding Foundation Managers:

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

NA

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

NA

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

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

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

CINEREACH LTD
126 Fifth Ave 5th fl
New York, NY 10011
(212) 727-3224

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

ONLINE FORM AND LETTER OF INQUIRY WITH FILM SAMPLE

c Any submission deadlines

INFORMATION AVAILABLE ON ORGANIZATION'S WEBSITE WWW CINEREACH ORG

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

MAXIMUM $50,000 PER PROJECT,PER GRANT CYCLE, NO MULTI YEAR GRANTS GRANT COMMITTEE MAY DETERMINE OTHER LIMITATIONS OR EXCEPTIONS ON A CASE BY CASE BASIS

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* See Additional Data Table				
Total . . . . ▶ **3a**				1,219,814
b *Approved for future payment* See Additional Data Table				
Total . . . . ▶ **3b**				490,789

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments			14	13,126	
4 Dividends and interest from securities. . . .					
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					
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a ROYALTY INCOME			15	84,514	
b PRODUCTION COST RECOVERIES					325,314
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .				97,640	325,314

13 **Total.** Add line 12, columns (b), (d), and (e). 13 422,954

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)
11b	PRODUCTION COST RECOVERIES AND ROYALTIES ARE REVENUE DERIVED FROM FILMS PRODUCED BY CINEREACH LTD AS A PRIMARY MEANS OF ACCOMPLISHING ITS EDUCATIONAL EXEMPT PURPOSE

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

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

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

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

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

b If "Yes," complete the following schedule

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

Sign Here

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

******	2018-05-12	******	May the IRS discuss this return with the preparer shown below (see instr)? ☑ **Yes** ☐ **No**
Signature of officer or trustee	Date	Title	

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ▶ ☐	PTIN
Steven Schmigelski		2018-05-12		P00124388
Firm's name ▶ Andreas Esberg & Company LLP				Firm's EIN ▶
Firm's address ▶ 909 Third Avenue 28th Floor New York, NY 10022				Phone no (212) 354-5858

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
INTERNATIONAL DOCUMENTARY ASSOCIATION ATTN AMY HALPIN 3470 WILSHIRE BLVD SUIT 980 LOS ANGELES, CA 90010	NONE	PC	FILM PRODUCTION	42,105
WOMEN MAKE MOVIES INC ATTNBARBARA GHAMMASHI 115 W 29TH ST STE 1200 NEW YORK, NY 10001	NONE	PC	FILM PRODUCTION	62,234
BACON PICTURES HC ORSTEDSCEJ 30 FREDERIKSBERG C DA	NONE	NC	FILM PRODUCTION	7,000
CINEMA TROPICAL INC ATTN CARLOS GUTIERREZ 611 BROADWAY SUITE 836 NEW YORK, NY 10012	NONE	PC	FILM PRODUCTION	53,763
FRACTURED ATLAS PRODUCTIONS INC ATTN THERESA HUBBARD 248 W 35TH STREET 10TH FLOOR NEW YORK, NY 10001	NONE	PC	FILM PRODUCTION	80,006
Total . . . . ▶ 3a				1,219,814

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
YOUNG JEAN LEE C/O CINEREACH 126 FIFTH AVE 5TH FL NEW YORK, NY 10011	NONE	I	FELLOWSHIP PROGRAM	16,750
HEATHER RAE FRIEDENBERG C/O CINEREACH 126 FIFTH AVE 5TH FL NEW YORK, NY 10011	NONE	I	PRODUCER AWARD	50,000
MICHAELANGE QUAY C/O CINEREACH 126 FIFTH AVE 5TH FL NEW YORK, NY 10011	NONE	I	FELLOWSHIP PROGRAM	15,000
CELIA ROWLSON-HALL C/O CINEREACH 126 FIFTH AVE 5TH FL NEW YORK, NY 10011	NONE	I	FELLOWSHIP PROGRAM	31,215
EMILY KAI BOCK C/O CINEREACH 126 FIFTH AVE 5TH FL NEW YORK, NY 10011	NONE	I	FELLOWSHIP PROGRAM	8,620
Total . . . . ▶ 3a				1,219,814

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
JASON LEW C/O CINEREACH 126 FIFTH AVE 5TH FLOOR NEW YORK, NY 10022	NONE	I	FELLOWSHIP PROGRAM	15,575
LOTFY NATHAN C/O CINEREACH 126 FIFTH AVE 5TH FL NEW YORK, NY 10011	NONE	I	FELLOWSHIP PROGRAM	11,860
JOSLYN BARNES C/O CINEREACH 126 FIFTH AVE 5TH FL NEW YORK, NY 10011	NONE	I	PRODUCER AWARD	50,000
SHRIHARI SATHE C/O CINEREACH 126 FIFTH AVE 5TH FL NEW YORK, NY 10011	NONE	I	PRODUCER AWARD	50,000
BORSCHT CORP C/O LUCAS LEYVA 912 NE 81ST ST MIAMI, FL 33128	NONE	PC	TO SUPPORT THE BUILDING OF A FILM CENTER AND TO SUPPORT A FILM FESTIVAL	70,000
Total . . . . ▶ **3a**				1,219,814

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
BAY AREA VIDEO COALITION 2727 MARIPOSA ST 2ND FL SAN FRANCISCO, CA 94110	NONE	PC	FILM PRODUCTION	37,635
SUSTAINABLE MARKETS FOUNDATION ATTN J HAIFTON 45 W 36TH ST NEW YORK, NY 10018	NONE	PC	FILM PRODUCTION	42,105
OPEN'HOOD C/O P HICKS 1904 FRANKLIN ST OAKLAND, CA 94612	NONE	PC	FILM PRODUCTION	25,000
DEPARTMENT OF MOTION PICTURES LLC 825 FRENCHMAN ST NEW ORLEANS, LA 70116	NONE	NC	FILM PRODUCTION	15,000
MIX NYC C/O NY LESBIAN GAY EXPER FIL FEST 82 NASSAU ST NEW YORK, NY 10038	NONE	PC	FILM PRODUCTION	26,316
Total . . . . ▶ **3a**				1,219,814

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
CHAINED FOR LIFE LLC 103 N 8TH ST BROOKLYN, NY 11249	NONE	NC	FILM PRODUCTION	35,000
BLACK MOTHER LLC C/O KHALIK ALLAH 1 VICTORIA CR E PATCHOQUE, NY 11772	NONE	NC	FILM PRODUCTION	100,000
TMAC DOCUMENTARY PROJECTS LLC 118 NORTH GRAMMERCY PL LOS ANGELES, CA 90004	NONE	NC	FILM PRODUCTION	30,000
IFP ATTN MILTON TALBOT 30 JOHN ST BROOKLYN, NY 11201	NONE	PC	FILM PRODUCTION	15,958
PROGRAM RELATED INVESTMENTS SCHEDULE ATTACHED VARIOUS NEW YORK, NY 10011	NONE		PROGRAM RELATED INVESTMENT	328,672
Total . . . . ▶ **3a**				1,219,814

efile GRAPHIC print - DO NOT PROCESS | As Filed Data - | DLN: 93491133004068

TY 2016 Accounting Fees Schedule

Name: CINEREACH LTD

EIN: 20-2946241

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
AUDIT/FINANCIAL STATEMENTS	53,866			53,866
TAX RETURN FILINGS	26,674			26,674
OTHER ACCOUNTING MATTERS	49,385			49,385

TY 2016 Depreciation Schedule

Name: CINEREACH LTD

EIN: 20-2946241

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2016 Expenditure Responsibility Statement

Name: CINEREACH LTD

EIN: 20-2946241

Grantee's Name	Grantee's Address	Grant Date	Grant Amount	Grant Purpose	Amount Expended By Grantee	Any Diversion By Grantee?	Dates of Reports By Grantee	Date of Verification	Results of Verification
SEE ATTACHED						NO			

TY 2016 Investments - Other Schedule

Name: CINEREACH LTD

EIN: 20-2946241

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
INTEREST IN NET ASSETS OF			
US THREE LLC	AT COST	69,533	69,533
BEACH RATS LLC	AT COST	35,443	35,443

TY 2016 Legal Fees Schedule

Name: CINEREACH LTD

EIN: 20-2946241

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
GENERAL LEGAL AND CORPORATE				
MATTERS	36,551			36,551

TY 2016 Other Assets Schedule

Name: CINEREACH LTD

EIN: 20-2946241

Other Assets Schedule

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
SECURITY DEPOSITS	58,333	58,333	58,333
ADVANCES AND DEPOSITS	2,588	22,785	22,785
PROGRAM RELATED INVESTMENT		80,000	80,000

TY 2016 Other Decreases Schedule

Name: CINEREACH LTD

EIN: 20-2946241

Description	Amount
CHANGE IN INTEREST OF NET ASSETS OF	0
US THREE LLC	1,063,661
BEACH RATS LLC	820,647

efile GRAPHIC print - DO NOT PROCESS | As Filed Data - | DLN: 93491133004068

TY 2016 Other Expenses Schedule

Name: CINEREACH LTD

EIN: 20-2946241

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PRODUCTION	673,340			
OUTSIDE SERVICES	191,687			
INSURANCE	31,646			
MARKETING/DISTRIBUTION AND				
ADVERTISING	49,648			
OFFICE SUPPLIES	38,238			
DUES AND SUBSCRIPTIONS	30,097			
BANK CHARGES	146			
PROJECT/FILMMAKER AND				
PROFESSIONAL DEVELOPMENT	155,304			

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OFFICE EXPENSE	55,156			
FESTIVAL/SALES/DELIVERY	6,867			

TY 2016 Other Income Schedule

Name: CINEREACH LTD

EIN: 20-2946241

Other Income Schedule

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
PRODUCTION PROGRAM COST RECOVERY	325,314		
ROYALTY INCOME-MUSIC	84,514	84,514	84,514

TY 2016 Taxes Schedule

Name: CINEREACH LTD

EIN: 20-2946241

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PAYROLL TAXES	144,699			144,699
EXCISE TAXES	1,953			1,953

TY 2016 TransfersToControlledEntities

Name: CINEREACH LTD

EIN: 20-2946241

Name	US / Foreign Address	EIN	Description	Amount
US THREE LLC	126 FIFTH AVE NEW YORK, NY 10011	35-2558408	CAPITAL CONTRIBUTION	753,570
BEACH RATS LLC	126 FIFTH AVE NEW YORK, NY 10011	36-4839697	CAPITAL CONTRIBUTION	876,138
Total				1,629,708

efile GRAPHIC print - DO NOT PROCESS | As Filed Data - | DLN: 93491133004068

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, 990-EZ, or 990-PF
▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at *www irs gov/form990*

OMB No 1545-0047

2016

Name of the organization	**Employer identification number**
CINEREACH LTD	20-2946241

Organization type (check one)

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

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

General Rule

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

Special Rules

☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II

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

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc , purposes, but no such contributions totaled more than $1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc , contributions totaling $5,000 or more during the year . . . . ▶ $ ____________

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

Name of organization
CINEREACH LTD

Employer identification number
20-2946241

Part I **Contributors** (see instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	CINEREACH FILMS LLC 126 FIFTH AVE NEW YORK, NY 10011	$ 7,242	Person ☑ Payroll ☐ Noncash ☑ (Complete Part II for noncash contributions)
2	ART I TRUST 65 FRONT STREET , HAMILTON BD	$ 4,000,000	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
3	ART II TRUST 65 FRONT STREET , HAMILTON BD	$ 4,000,000	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
-		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
-		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
-		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Name of organization	Employer identification number
CINEREACH LTD	20-2946241

Part II **Noncash Property**

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

(a) No.from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	TELEPHONE, INTERNET, AND MISC CHARGES PAID BY CINEREACH FILMS LLC ON BEHALF OF CINEREACH LTD	$ 7 242	2017-06-30

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

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

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

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

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

Name of organization
CINEREACH LTD

Employer identification number
20-2946241

Part III *Exclusively* religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than $1,000 for the year from any one contributor. Complete columns **(a)** through **(e) and** the following line entry. For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of **$1,000 or less** for the year. (Enter this information once. See instructions.) ▶ $ ____________

Use duplicate copies of Part III if additional space is needed

(a) No.from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

(a) No.from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

(a) No.from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

(a) No.from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP 4	Relationship of transferor to transferee