

For calendar year 2016, or tax year beginning 09-01-2016, and ending 08-31-2017

Name of foundation THE RIGGIO FOUNDATION C/O MARIA FLOREZLR ENTERPRISES MANAGEMENT % C/O LOUISE RIGGIO		A Employer identification number 13-7039631	
Number and street (or P O box number if mail is not delivered to street address) 122 FIFTH AVENUE Suite 10TH		Room/suite	B Telephone number (see instructions) (212) 633-3375
City or town, state or province, country, and ZIP or foreign postal code NEW YORK, NY 10011			
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change		D 1. Foreign organizations, check here 2. Foreign organizations meeting the 85% test, check here and attach computation	
<input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		E If private foundation status was terminated under section 507(b)(1)(A), check here	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here	
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 77,681,408		J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> 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)	32,820,054			
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	9,433	3,890		
	4 Dividends and interest from securities . . .	1,994,800	1,994,800		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	380,988			
	b Gross sales price for all assets on line 6a 380,988				
	7 Capital gain net income (from Part IV, line 2) . . .		380,988		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	35,205,275	2,379,678		
	13 Compensation of officers, directors, trustees, etc	0			
	14 Other employee salaries and wages	157,500			157,500
	15 Pension plans, employee benefits	46,752			46,752
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	35,870	35,870	0	0
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions) . . .	75,000			
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	4,828			4,828
	24 Total operating and administrative expenses. Add lines 13 through 23	319,950	35,870	0	209,080
	25 Contributions, gifts, grants paid	7,078,231			7,078,231
	26 Total expenses and disbursements. Add lines 24 and 25	7,398,181	35,870	0	7,287,311
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	27,807,094			
	b Net investment income (if negative, enter -0-)		2,343,808		
c Adjusted net income (if negative, enter -0-) . . .					

Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing			
	2 Savings and temporary cash investments	15,853,757	16,014,732	16,014,732
	3 Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____	309,978		
	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			
	10a Investments—U S and state government obligations (attach schedule)	413,485	640,306	630,560
	b Investments—corporate stock (attach schedule)	43,243,878	81,887,714	60,705,270
	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)			
	14 Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15 Other assets (describe ▶ _____)	5,802,612	330,846	330,846	
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	65,623,710	98,873,598	77,681,408	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶ _____)			
	23 Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	1,000	1,000	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	65,622,709	98,872,598	
30 Total net assets or fund balances (see instructions)	65,623,709	98,873,598		
31 Total liabilities and net assets/fund balances (see instructions) .	65,623,709	98,873,598		

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	65,623,709
2 Enter amount from Part I, line 27a	2	27,807,094
3 Other increases not included in line 2 (itemize) ▶ _____	3	5,442,795
4 Add lines 1, 2, and 3	4	98,873,598
5 Decreases not included in line 2 (itemize) ▶ _____	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6	98,873,598

Part IV Capital Gains and Losses for Tax on Investment Income

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			380,988
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)	<div style="display: flex; align-items: center;"> <div style="font-size: 3em; margin-right: 5px;">{</div> <div> If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 </div> <div style="font-size: 3em; margin-left: 5px;">}</div> </div>	2	380,988
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	<div style="display: flex; align-items: center;"> <div style="font-size: 3em; margin-right: 5px;">{</div> <div></div> <div style="font-size: 3em; margin-left: 5px;">}</div> </div>	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	4,475,735	73,224,293	0 061124
2014	2,880,411	66,458,409	0 043342
2013	4,357,311	61,604,671	0 07073
2012	1,783,891	61,667,345	0 028928
2011	3,048,280	57,669,299	0 052858

2 Total of line 1, column (d)	2	0 256982
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 051396
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	75,074,176
5 Multiply line 4 by line 3	5	3,858,512
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	23,438
7 Add lines 5 and 6	7	3,881,950
8 Enter qualifying distributions from Part XII, line 4	8	7,287,311

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 <input type="checkbox"/> 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 <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	23,438
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	23,438
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	23,438
6	Credits/Payments		
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	51,286
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d.	7	51,286
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	223
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	27,625
11	Enter the amount of line 10 to be Credited to 2017 estimated tax <input type="checkbox"/> 27,625 Refunded <input type="checkbox"/>	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)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>	1b	No
c Did the foundation file Form 1120-POL for this year?	1c	No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>	2	No
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	3	No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	No
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>	5	No
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	7	Yes
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> 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? <i>If "No," attach explanation</i> .	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)? <i>If "Yes," complete Part XIV</i>	9	No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10	No

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address n/a	13	Yes	
14	The books are in care of CO LOUISE RIGGIO Telephone no (212) 633-3375			

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15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year 15			
16	At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR). If "Yes," enter the name of the foreign country ▶	16	Yes	No

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

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

1a	During the year did the foundation (either directly or indirectly)		Yes	No
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? <input type="checkbox"/> Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/>	1b		No
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? <input type="checkbox"/>	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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). <input type="checkbox"/>	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If "Yes," did it have excess business holdings in 2016 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2016). <input type="checkbox"/>	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))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions).	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	5b		No
Organizations relying on a current notice regarding disaster assistance check here.	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	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	Expense account, (e) other allowances
leonard riggio	trustee	0	0	0
720 park avenue new york, NY 10021	10 0			
louise riggio	trustee	0	0	0
720 park avenue new york, NY 10021	10 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	Expense account, (e) other allowances
REV DR J PARROTT	MISSION MANAGER	157,500	46,752	
670 DOWNEY GREEN 347 HAMPTON, VA 23666	40 0			
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
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	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments. See instructions	
3	
Total. Add lines 1 through 3 ►	

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	60,336,948
b	Average of monthly cash balances.	1b	15,880,490
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	76,217,438
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	76,217,438
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	1,143,262
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	75,074,176
6	Minimum investment return. Enter 5% of line 5.	6	3,753,709

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	3,753,709
2a	Tax on investment income for 2016 from Part VI, line 5.	2a	23,438
b	Income tax for 2016 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	23,438
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	3,730,271
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	3,730,271
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	3,730,271

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	7,287,311
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	2	0
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	7,287,311
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	23,438
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	7,263,873

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				3,730,271
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. 406,115				
b From 2012.				
c From 2013. 1,283,690				
d From 2014.				
e From 2015. 847,818				
f Total of lines 3a through e.	2,537,623			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ <u>7,287,311</u>				
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.				3,730,271
e Remaining amount distributed out of corpus	3,557,040			
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	6,094,663			
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).	406,115			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	5,688,548			
10 Analysis of line 9				
a Excess from 2012.				
b Excess from 2013. 1,283,690				
c Excess from 2014.				
d Excess from 2015. 847,818				
e Excess from 2016. 3,557,040				

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

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

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

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

	Tax year	Prior 3 years			(e) Total
	(a) 2016	(b) 2015	(c) 2014	(d) 2013	
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					

3 Complete 3a, b, or c for the alternative test relied upon

a "Assets" alternative test—enter

(1) Value of all assets

(2) Value of assets qualifying under section 4942(j)(3)(B)(i)

b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.

c "Support" alternative test—enter

(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)

(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).

(3) Largest amount of support from an exempt organization

(4) Gross investment income

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

1 Information Regarding Foundation Managers:

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

LEONARD RIGGIO

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

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

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

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

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

c Any submission deadlines

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

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> See Additional Data Table				
Total			3a	7,078,231
b <i>Approved for future payment</i>				
Total			3b	

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a _____					
b _____					
c _____					
d _____					
e _____					
f _____					
g Fees and contracts from government agencies					
2 Membership dues and assessments.					
3 Interest on savings and temporary cash investments			14	9,433	
4 Dividends and interest from securities.			14	1,994,800	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.					
8 Gain or (loss) from sales of assets other than inventory			18	380,988	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a _____					
b _____					
c _____					
d _____					
e _____					
12 Subtotal. Add columns (b), (d), and (e).				2,385,221	
13 Total. Add line 12, columns (b), (d), and (e).			13		2,385,221

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

Part XVII

- 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.

[illegible]

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

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

(a) Name of organization	(b) Type of organization	(c) Description of relationship
NA	N/A	N/A

**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.

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

**Paid
Preparer
Use Only**

Print/Type preparer's name I P Dimsuyu	Preparer's Signature	Date	Check if self-employed <input type="checkbox"/>	PTIN P00321193
Firm's name ▶ BDO USA LLP				Firm's EIN ▶
Firm's address ▶ 100 PARK AVENUE NEW YORK, NY 100175001				Phone no (212) 885-8000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
2018 NOLA FOUNDATION 201 St Charles Avenue Suite 114-404 New Orleans, LA 70170	PC, NONE		TO PROMOTE THE 300 ANNIVERSARY OF THE CITY OF NY	15,000
AFRICAN ENVIRONMENTAL FILM FOUNDATION 116 LA Patera Dr Camarillo, CA 93010	PC, NONE		ENVIRONMENTAL EDUCUATION THROUGH FILM	25,000
AMERICAN ASSOCIATES OF THE ST CATHERINE FOUNDATIO 94 BROADFIELD RD NEW ROCHELLE, NY 10804	PC, NONE		REVOVATION OF LIBRARY	2,500
AMERICAN INSTITUTE FOR STUTTERING 27 W 20th St Ste 1203 New York, NY 10011	PC, NONE		TREAT INDIVIDUAL THAT STUTTER AND TO PROVIDE INFOR TO PUBLIC	15,000
ANIMAL RESCUE FUND OF THE HAMPTONS 90 DANIELS HOLE RD EAST HAMPTON, NY 11937	PC, NONE		RESCUE AND PROVIDE CARE FOR CATS AND DOGS	16,000
Total ▶ 3a				7,078,231

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


Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ASPCA 424 E 92ND STREET NEW YORK, NY 10128	PC, NONE		TO ENSURE SAFETY & PROTECTION OF ANIMALS	5,000
BACKSTRETCH EMPLOYEE SERVICE TEAM (BEST) 2150 HEMPSTEAD TURNPIKE ELMONT, NY 11003	PC, NONE		MEET THE HEALTH & SOCIAL WELFARE NEEDS TRACK WKERS	12,000
SOUTHAMPTON HOSPITAL FOUNDATION 1011 FIRST AVENUE 14TH FLOOR NEW YORK, NY 10022	PC, NONE		ENCOURAGE READING AND LITERACY	8,513
BRIDGEHAMPTON FIRE DEPARTMENT PO BOX 1280 BRIDGE HAMPTON, NY 11932	PC, NONE		PRESERVE, PROTECT LIFE & PROPERTY AND PROMOTE FIRE SAFETY	600
CARIDAD CENTER 8645 W Boynton Beach Blvd Boynton Beach, FL 33472	PC, NONE		TO UPGRADE THE HEALTH, EDUCATION AND LIVING STANDARDS	5,000
Total ► 3a				7,078,231

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CHILDREN'S AID SOCIETY CHORUS 711 Third Avenue Suite 700 New York, NY 10017	PC, NONE		HELP NYC CHILDREN IN POVERTY TO SUCCEED	10,000
columbus citizen foundation 8 E 69th St New York, NY 10021	PC, NONE		TO SIMULATE&ENCOURAGE RECOGNITION OF ITALIAN HERITAGE	2,000
DANNY & RON'S RESCUE PO BOX 604 CAMDEN, SC 29020	PC, NONE		PROVIDE HOMES FOR ABUSED&ABANDONED ANIMALS	5,000
ELLIS MARSHALLS CENTER FOR MUSIC 1901 Bartholomew St New Orleans, LA 70117	PC, NONE		PROVIDE SAFE,POSITIVE ENVIRONMENT- UNDERSERVED YOUTH	20,000
ENDEAVOR THERAPEUTIC HORSEMANSHIP PO BOX 328 BEDFORD, NY 10506	PC, NONE		EMPOWER INDIVIDUALS WITH SPECIAL NEEDS W EQUINE ACTIVITIES	2,500
Total ▶ 3a				7,078,231

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
EQUESTRIAN AID FOUNDATION 11924 WEST FOREST HILL BLVD SUITE WELLINGTON, FL 33414	PC, NONE		PROVIDE FINANCIAL ASSISTANCE FOR EQUESTRIAN COMMUNITY	43,100
EXPLORING THE ARTS 50 WEST 23RD STREET NEW YORK, NY 10010	PC, NONE		BUILD QUALITY IN SCHOOL ARTS PROGRAMS FOR TEENS	105,000
FRACTURED ATLAS 248 W 35th St New York, NY 10001	PC, NONE		FOSTER AGILE&RESILENT CULTURAL ECOSYSTEM IN THE ARTS	32,100
FRANCISCAN BREAD FOR THE POOR 135 W 31st Street New York, NY 10001	NC,NONE		FEED HUNGRY&SERVING THE POOR OF NYC	10,000
GODDARD RIVERSIDE 593 Columbus Ave New York, NY 10024	PC, NONE		COMMUNITY SERVICES FOR HOMELESS	50,000
Total ▶ 3a				7,078,231

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
GRAYSON JOCKEY CLUB FOUNDATION 40 E 52ND STREET 15TH FL NEW YORK, NY 10022	PC, NONE		RESEARCH TO ENHANCE SAFETY&HEALTH OF HORSES	10,000
GREATER NEW ORLEANS FOUNDATION 919 St Charles Ave New Orleans, LA 70130	PC, NONE		CREATE A THRIVING COMMUNITY FOR ALL AND SOLVE PROBLEMS	15,000
GUILD HALL OF EAST HAMPTON 158 Main St East Hampton, NY 11937	PC, NONE		INFORM,INSPIRE& ENRICH BY PRESENTING ARTS PROGRAMS	50,439
HAMPTON CLASSIC HORSE SHOW INC 240 Snake Hollow Rd BRIDGEHAMPTON, NY 11932	PC, NONE		PRESENTS THE YEARLY HAMPTON CLASSIC HORSE SHOW NY	35,000
HEART EQUINE AMBULANCE 179 Acorn Hill Drive Madison, VA 22727	PC, NONE		EMERGENCY TRANSPORT OF INJURED EQUINE ATHLETES	1,000
Total 				7,078,231
3a				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
I HAVE A DREAM FOUNDATION 330 7TH AVE 20TH FLOOR NEW YORK, NY 10001	PC, NONE		EMPOWER CHILDREN IN LOW-INCOME COMMUNITIES	50,000
ICSFBE A STUDENT'S FRIEND 1011 First Avenue Suite 1800 New York, NY 10022	PC, NONE		PROVIDING FAMILIES	14,800
KENTUCKY HORSE PARK FOUNDATION 4089 IRON WORKS PARKWAY LEXINGTON, KY 40511	PC, NONE		ENHANCING,EXPANDING&IMPROVING THE KY HORSE PARK	5,000
LIFES WORK 1323 Forbes Avenue Pittsburgh, PA 15216	PC, NONE		increase the quality of life of persons w disabilities	25,000
LONGHOUSE RESERVE 133 Hands Creek Rd East Hampton, NY 11937	PC, NONE		ENCOURAGE A BROAD CONCEPT OF LEARNING	25,000
Total ▶ 3a				7,078,231

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
LUZERNE MUSIC CENTER PO Box 39203 Lake Tour Road Lake Luzerne, NY 12846	PC, NONE		TEACH,INSPIRE& MENTOR TALENTED CHILDREN 9-18	25,000
MAKERS MARK SECRETARIAT CENTER 4089 Iron Works Pkwy Lexington, KY 40511	PC, NONE		RESCHOOLING&MATCHING FORMER RACEHORSES-NEW HOMES	70,000
METROPOLITAN MUSEUM OF ART 1000 FIFTH AVENUE NEW YORK, NY 10028	PC, NONE		ESTABLISHING&MAINTAINING- NYC-A MUSEUM&LIBRARY OF ART	25,000
MIDDLEBURG CLASSIC HORSE SHOW 781 LEDFORD LANE SMITHFIELD, VA 23430	PC, NONE		OPERATE HORSE SHOW FOR CHARITY	2,500
NATIONAL MUSEUM OF RACING 191 Union Ave Saratoga Springs, NY 12866	PC, NONE		CONSERVATION OF OBJECTS RELATING TO HORSE RACING	1,000
Total ► 3a				7,078,231

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 <i>Paid during the year</i>				
NEW VOCATIONS 719 Dolan Lane Lexington, KY 40511	PC, NONE		OFFERING HORSES A SECURE PLEASANT RETIREMENT	22,500
NEW YORK CITY RESCUE MISSION 90 Lafayette St New York, NY 10013	PC, NONE		CARING FOR THE NEEDS OF THE POOR&HOMELESS NY	1,000
OMEGA HORSE RESCUE 8272 WOODBINE ROAD AIRVILLE, PA 17302	PC, NONE		EDUCATE OWNERS,LEGISLATE HUMANE TREATMENT-EQUINES	130,000
PROJECT HOME AGAIN C/O BRYAN CAVE LLP 1290 AVENUE OF THE AMERICAS NEW YORK, NY 10104	RELATED FOUNDATION COMMON TRUSTEES , YES	PF	HOUSING-HURRICANE KATRINA VICTIMS IN LA	5,784,494
SAVE THE CHILDREN 54 WILTON ROAD WESTPORT, CT 06880	PC, NONE		AID TO NEEDY CHILDREN	906
Total ▶ 3a				7,078,231

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
SOUTHAMPTON HOSPITAL FOUNDATION 240 Meeting House Lane Southampton, NY 11968	PC, NONE		DELIVER HEALTHCARE SERVCS&EXPAND CLINICAL PROGRAMS	10,000
SQUIRRELWOOD EQUINE SANCTUARY 1994 State Route 17K Montgomery, NY 12549	PC, NONE		PROVIDE A SECOND CHANCE TO HORSES AT RISK OF ABUSE	10,000
St Jude children's research hospital 262 Danny Thomas Pl Memphis, TN 38105	PC, NONE		FIND CURES&MEANS OF PREVENTION FOR CHILDHOOD DISEASES	35,000
STORM KING ART CENTER 1 Museum Rd New Windsor, NY 12553	PC, NONE		EXHIBIT,ACQUIRE,BORROW&CONSERVE MODERN ART	25,000
THE BRIDGEHAMPTON CHILD CARE AND RECREATION CENTER 551 Sag Harbor Tpke PO BOX 1197 Bridgehampton, NY 11932	PC, NONE		DELIVER YOUTH&ADULT DEVELOPMENT SERVICES TO NEEDY FAMILIES	15,000
Total ► 3a				7,078,231


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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
THE BRIDGEHAMPTON VILLAGE IMPROVEMENT SOCIETY PO Box 872 Bridgehampton, NY 11932	PC, NONE		BEAUTIFICATION OF BRIDGEHAMPTON NEW YORK	1,000
THE BRONX MUSEUM 1040 Grand Concourse Bronx, NY 10456	PC, NONE		EXHIBITIONS, EDUCATIONAL PROGRAMS & CONSERVATION RE BRONX NY	10,000
THE EXCELLER FUND PO Box 1422 Batavia, IL 60510	PC, NONE		RESCHOOLING & MATCHING FORMER RACEHORSES	1,000
THE FUND FOR PARK AVENUE 445 PARK AVENUE SUITE 1000 NEW YORK, NY 10022	PC, NONE		PLANTS, LIGHTS & MAINTAINS TREES & FLOWERS ON PARK AVENUE	2,000
THE LITTLE ORCHESTRA SOCIETY 330 W 42nd St New York, NY 10036	PC, NONE		MAKE CONCERT GOING A LIFELING PURSUIT	10,000
Total ► 3a				7,078,231

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
THE MARTY LYONS FOUNDATION 120 BROADWAY NEW YORK, NY 10271	PC, NONE		TO FULFILL THE SPECIAL WISHES OF CHILDREN 3-17	25,000
THE NATIONAL WORLD WAR II MUSEUM 945 Magazine St New Orleans, LA 70130	PC, NONE		COLLECT&PRESERVE ORAL HISTORIES, DOCUMENTS-WWII	2,500
THE NEW YORK PUBLIC LIBRARY 5TH AVENUE 42ND STREET RM 73 NEW YORK, NY 10018	NC,NONE		INSPIRE LIFELONG LEARNING, ADVANCE KNOWLEDGE	5,000
THE PARRISH ART MUSEUM 279 Montauk Hwy Water Mill, NY 11976	PC, NONE		FOSTER CONNECTIONS AMONG INDIVIDUALS,ART&ARTISTS	8,000
THE WOLF CONSERVATION CENTER 7 Buck Run South Salem, NY 10590	PC, NONE		PROMOTE WOLF CONSERVATION BY TEACHING ABOUT WOLVES	50,000
Total ▶ 3a				7,078,231

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
EQUESTRIAN AID FOUNDATION 11924 FOREST HILLS BLVD SUITE 2237 FL, NY 10010	PC, NONE		FINANCIAL ASSISTANCE-BASIC LIVING&MEDICAL NEEDS OF EQUESTRIANS	46,259
UNITED BREAST CANCER 205 Depot Rd Huntington Station, NY 11746	PC, NONE		MAKE A POSITIVE DIFFERENCE-LIVES OF BREAST CANCER VICTIMS	20
USET FOUNDATION INC PO Box 355 Gladstone, NJ 07934	PC, NONE		PROMOTE EXCELLENCE-FUTURE OF EQUESTRIAN SPORTS	1,000
UTAH FILM CENTER 122 S MAIN ST SALT LAKE CITY, UT 84101	PC, NONE		INSPIRES&ENGAGES AUDIENCES TO INITIATE CONVERSATION	100,000
WALDORF SCHOOL OF GARDEN CITY 225 Cambridge Ave Garden City, NY 11530	PC, NONE		CHILD DEVELOPMENT,AWAKENING STUDENTS TO KNOWLEDGE	25,000
Total 3a				7,078,231

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
WILDLIFE CONSERVATION SOCIETY Surf Avenue West 8th Street Brooklyn, NY 11224	PC, NONE		BREEDING&PROPAGATION OF ENDANGERED, THREATENED SPECIES	15,000
WILDLIFE RESCUE AND REHABILITATION INC PO Box 369 Kendalia, TX 78027	PC, NONE		RESCUE, REHABILITATE, AND RELEASE NATIVE WILDLIFE	1,000
wildlife rescue center 1128 new ballwin road ballwin, MO 63021	PC, NONE		SAVE WILDLIFE AND EDUCATE ABOUT THE ENVIRONMENT	2,500
Total ► 3a				7,078,231

TY 2016 Accounting Fees Schedule**Name:** THE RIGGIO FOUNDATION

C/O MARIA FLOREZLR ENTERPRISES MANAGEMENT

EIN: 13-7039631

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	35,870	35,870		

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

TY 2016 Depreciation Schedule

Name: THE RIGGIO FOUNDATION

C/O MARIA FLOREZLR ENTERPRISES MANAGEMENT

EIN: 13-7039631

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: THE RIGGIO FOUNDATION

C/O MARIA FLOREZLR ENTERPRISES MANAGEMENT

EIN: 13-7039631

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
PROJECT HOME AGAIN FOUNDATION	C/O BRYAN CAVE 1290 AVE OF THE AMER NEW YORK, NY 10104	2017-08-31	5,784,494	PROVIDE BETTER LIVING CONDITIONS FOR THOSE DISPLACED	5,784,494	NO	3/31/2017	2018-02-12	ANNUAL ACCOUNTING PROVIDED BY GRANTEE TO THE RIGGIO FOUNDATION TO ENSURE FUNDS WERE USED FOR BENEFIT OF HURRICAN KATRINA VICTIMS TO PROVIDE BETTER LIVING CONDITIONS TO THEM IN THE LOUISIANA AREA

TY 2016 Investments Corporate Stock Schedule**Name:** THE RIGGIO FOUNDATION

C/O MARIA FLOREZLR ENTERPRISES MANAGEMENT

EIN: 13-7039631

Name of Stock	End of Year Book Value	End of Year Fair Market Value
BARNES & NOBLE, EDUCATION INC	21,289,699	13,225,027
BARNES & NOBLE, INC	48,124,539	34,805,040
GAMESTOP CORP	6,493,225	5,845,482
BARRON FIFTH AVENUE GROWTH-IS	1,001,445	1,522,934
BARRON ASSET FUND-INST	1,847,344	2,129,880
BARRON GROWTH FD-INS	3,131,462	3,176,907

TY 2016 Investments Government Obligations Schedule

Name: THE RIGGIO FOUNDATION
C/O MARIA FLOREZLR ENTERPRISES MANAGEMENT

EIN: 13-7039631

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

640,306

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

630,560

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

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

TY 2016 Other Assets Schedule**Name:** THE RIGGIO FOUNDATION

C/O MARIA FLOREZLR ENTERPRISES MANAGEMENT

EIN: 13-7039631**Other Assets Schedule**

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
DUE FROM PROJECT HOME AGAIN	5,474,516		
RIGGIO FOUND HORSE RESCUE LLC	328,096	328,096	328,096
OTHER ASSETS		2,750	2,750

TY 2016 Other Expenses Schedule**Name:** THE RIGGIO FOUNDATION

C/O MARIA FLOREZLR ENTERPRISES MANAGEMENT

EIN: 13-7039631**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PAYROLL PROCESSING FEES	2,817			2,817
LICENSES AND FEES	356			356
FILING FEES-NYS CHARITY BUREAU	1,500			1,500
LEGAL ADVERTISING	155			155

TY 2016 Other Increases Schedule**Name:** THE RIGGIO FOUNDATION

C/O MARIA FLOREZLR ENTERPRISES MANAGEMENT

EIN: 13-7039631

Description	Amount
ADJUSTMENT TO CORRECT SEPT 1,2017	5,442,795
INVESTMENT AT COST	0

TY 2016 Taxes Schedule**Name:** THE RIGGIO FOUNDATION

C/O MARIA FLOREZLR ENTERPRISES MANAGEMENT

EIN: 13-7039631

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXCISE TAX	75,000			

Schedule B (Form 990, 990-EZ, or 990-PF) <small>Department of the Treasury Internal Revenue Service</small>	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 <u>www.irs.gov/form990</u>	OMB No 1545-0047
		2016
Name of the organization THE RIGGIO FOUNDATION C/O MARIA FLOREZLR ENTERPRISES MANAGEMENT		Employer identification number 13-7039631

Organization type (check one)

Filers of:	Section:
Form 990 or 990-EZ	<input type="checkbox"/> 501(c)() (enter number) organization
	<input type="checkbox"/> 4947(a)(1) nonexempt charitable trust not treated as a private foundation
	<input type="checkbox"/> 527 political organization
Form 990-PF	<input checked="" type="checkbox"/> 501(c)(3) exempt private foundation
	<input type="checkbox"/> 4947(a)(1) nonexempt charitable trust treated as a private foundation
	<input type="checkbox"/> 501(c)(3) taxable private foundation

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

General Rule

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

Special Rules

☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33¹/₃% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

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

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

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

Name of organization THE RIGGIO FOUNDATION C/O MARIA FLOREZLR ENTERPRISES MANAGEMENT	Employer identification number 13-7039631
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Part I Contributors (see instructions) Use duplicate copies of Part I if additional space is needed			
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	LEONARD RIGGIO 720 PARK AVENUE NEW YORK, NY 10021	\$ 32,820,054	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> <small>(Complete Part II for noncash contributions)</small>
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
-		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> <small>(Complete Part II for noncash contributions)</small>
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
-		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> <small>(Complete Part II for noncash contributions)</small>
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
-		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> <small>(Complete Part II for noncash contributions)</small>
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
-		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> <small>(Complete Part II for noncash contributions)</small>
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
-		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> <small>(Complete Part II for noncash contributions)</small>
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
-		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> <small>(Complete Part II for noncash contributions)</small>
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
-		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> <small>(Complete Part II for noncash contributions)</small>

Name of organization THE RIGGIO FOUNDATION C/O MARIA FLOREZLR ENTERPRISES MANAGEMENT	Employer identification number 13-7039631
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Part II Noncash Property

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	1,000,000 SHARES BARNES & NOBLE	\$ 12,400 000	2016-12-15
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	1,350,000 SHARES OF BARNES & NOBLE	\$ 9,855 000	2017-07-19
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	1,162,755 SHARES OF BARNES & NOBLE	\$ 10,565 054	2017-03-28
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	

Name of organization THE RIGGIO FOUNDATION C/O MARIA FLOREZLR ENTERPRISES MANAGEMENT	Employer identification number 13-7039631
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Part III	Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once. See instructions.) ▶ \$ _____ Use duplicate copies of Part III if additional space is needed
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(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
	<div></div> <div></div> <div></div>	<div></div> <div></div> <div></div>	