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EXTENDED TO OCTOBER 15, 2018

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 separate instructions is at *www.irs.gov/form990pf.*

OMB No. 1545-0052

2016

Open to Public Inspection

For calendar year 2016 or tax year beginning DEC 1, 2016 , and ending NOV 30, 2017

Name of foundation: THE VILCEK FOUNDATION INC.

A Employer identification number: 51-0404790

Number and street (or P O box number if mail is not delivered to street address): 85 BROAD STREET, 27TH FL. Room/suite

B Telephone number: 212-472-2500

City or town, state or province, country, and ZIP or foreign postal code: NEW YORK, NY 10004

C If exemption application is pending, check here ▶ ☐

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

D 1. Foreign organizations, check here ▶ ☐

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

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

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶$ 158,130,402.

J Accounting method: ☐ Cash ☐ Accrual [X] Other (specify) MODIFIED CASH (Part I, column (d) must be on cash basis.)

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

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

	Line	(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	4,224,079.			
	2 Check ▶ ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	8,291.	8,291.	8,291.	STATEMENT 1
	4 Dividends and interest from securities	1,791,984.	1,791,572.	1,791,984.	STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	10,136,996.			
	b Gross sales price for all assets on line 6a 45,909,713.				
	7 Capital gain net income (from Part IV, line 2)		10,212,635.		
	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)				
	11 Other income	10,407,893.	10,370,767.	149,192.	STATEMENT 3
	12 **Total.** Add lines 1 through 11	26,569,243.	22,383,265.	1,949,467.	
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	312,454.	0.	129,482.	182,972.
	14 Other employee salaries and wages	822,780.	0.	338,230.	484,550.
	15 Pension plans, employee benefits	374,671.	0.	183,053.	191,618.
	16a Legal fees STMT 4	12,208.	0.	0.	12,208.
	b Accounting fees STMT 5	45,825.	0.	0.	42,325.
	c Other professional fees STMT 6	783,219.	324,053.	783,219.	0.
	17 Interest	54,519.	54,511.	54,519.	0.
	18 Taxes STMT 7	382,444.	37,807.	37,807.	340,000.
	19 Depreciation and depletion	102,748.	0.	0.	
	20 Occupancy	477,876.	0.	0.	477,876.
	21 Travel, conferences, and meetings	96,041.	0.	0.	96,041.
	22 Printing and publications	500.	0.	0.	500.
	23 Other expenses STMT 8	1,269,181.	273,537.	423,157.	845,049.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	4,734,466.	689,908.	1,949,467.	2,673,139.
	25 Contributions, gifts, grants paid	700,000.			700,000.
	26 **Total expenses and disbursements.** Add lines 24 and 25	5,434,466.	689,908.	1,949,467.	3,373,139.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	21,134,777.			
	b **Net investment income** (if negative, enter -0-)		21,693,357.		
	c **Adjusted net income** (if negative, enter -0-)			0.	

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Part II Balance Sheets (Attached schedules and amounts in the description column should be for end-of-year amounts only)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	279,786.	2,252,257.	2,252,257.
	2 Savings and temporary cash investments	2,067,697.	1,726,719.	1,726,719.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 10	974,207.	748,866.	798,882.
	c Investments - corporate bonds STMT 11	2,061,862.	1,250,109.	1,503,911.
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 12	52,372,213.	72,618,185.	87,347,468.
	14 Land, buildings, and equipment: basis ▶ 40,768,946.			
	Less accumulated depreciation STMT 13▶	44,806,873.	40,768,946.	40,768,946.
	15 Other assets (describe ▶ STATEMENT 14)	25,939,886.	23,732,219.	23,732,219.
	16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	128,502,524.	143,097,301.	158,130,402.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ [X] and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted	128,502,524.	143,097,301.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ [ ] and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	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	128,502,524.	143,097,301.	
	31 Total liabilities and net assets/fund balances	128,502,524.	143,097,301.	

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	128,502,524.
2	Enter amount from Part I, line 27a	2	21,134,777.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	149,637,301.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 9	5	6,540,000.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	143,097,301.

Part IV Capital Gains and Losses for Tax on Investment Income

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

	(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	45,909,713.	3,087,977.	38,840,383.	10,212,635.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				
b				
c				
d				
e				10,212,635.

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	10,212,635.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		3	<194,052.>

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 [X] No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2015	7,806,638.	72,769,748.	.107279
2014	10,501,499.	80,766,342.	.130023
2013	10,094,817.	76,497,582.	.131963
2012	5,036,647.	77,504,368.	.064985
2011	3,350,213.	76,097,091.	.044026

2 **Total** of line 1, column (d)	2	.478276
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	.095655
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	85,720,427.
5 Multiply line 4 by line 3	5	8,199,587.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	216,934.
7 Add lines 5 and 6	7	8,416,521.
8 Enter qualifying distributions from Part XII, line 4	8	8,678,092.

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 ▶ [X] and enter 1% of Part I, line 27b			1	216,934.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).				
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			2	0.
3 Add lines 1 and 2			3	216,934.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			4	0.
5 **Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-			5	216,934.
6 Credits/Payments:				
a 2016 estimated tax payments and 2015 overpayment credited to 2016	6a	421,412.		
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	421,412.
8 Enter any **penalty** for underpayment of estimated tax. Check here [X] if Form 2220 is attached			8	
9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	204,478.
11 Enter the amount of line 10 to be: **Credited to 2017 estimated tax** ▶	204,478.	**Refunded** ▶	11	0.

Part VII-A Statements Regarding Activities

		Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)?	1b		X
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		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ $ 0. (2) On foundation managers. ▶ $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
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		X
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a	X	
b If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
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	X	
7 Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ NY,DE			
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	X	
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	X	
10 Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

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		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ WWW.VILCEK.ORG

14 The books are in care of ▶ THE ORGANIZATION Telephone no. ▶ 212-472-2500

Located at ▶ 85 BROAD STREET, 27TH FL., NEW YORK, NY ZIP+4 ▶ 10004

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 N/A

			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		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114. 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		X
	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		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a	At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? ☐ Yes ☒ No If "Yes," list the years ▶ ____, ____, ____, ____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.) N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ____, ____, ____, ____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ 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.)* N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?	4b		X

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? [ ] Yes [X] 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 [X] No

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

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions) [ ] Yes [X] 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 [X] 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)? N/A | 5b |

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

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A [ ] 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 [X] No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? | 6b | | X

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 [X] No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? N/A | 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.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 15		312,454.	41,199.	0.

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

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
BRIAN CAVANAUGH - C/O FOUNDATION, 85 BROAD STREET, 27TH FL., NY, NY 10004	DIRECTOR OF DIGITAL 35.00	136,684.	39,595.	0.
CHRISTOPHER RUNGOO - C/O FOUNDATION, 85 BROAD STREET, 27TH FL., NY, NY	DIRECTOR OF HUMAN RESOURCES 35.00	129,896.	45,659.	0.
ANDHIKA MEWENGKANG - C/O FOUNDATION, 85 BROAD STREET, 27TH FL., NY, NY	CHIEF OF FACILITIES AND SECURITY 35.00	106,883.	33,202.	0.
EMILY SCHUCHARDT NAVRATIL - C/O FOUNDATION, 85 BROAD STREET, 27TH	CURATOR 35.00	96,307.	35,029.	0.
SHIN YOUNG KIM - C/O FOUNDATION, 85 BROAD STREET, 27TH FL., NY, NY 10004	PROGRAM OFFICER 35.00	80,865.	19,692.	0.

Total number of other employees paid over $50,000 ▶ 4

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
XHEMA OF NY, INC. 150 EAST 58TH STREET, NEW YORK, NY 10155	CONSTRUCTION	4,108,322.
LESLIE J. GARFIELD & CO., INC. 505 PARK AVENUE, NEW YORK, NY 10022	BROKER FEES (SALE OF BUILDING)	673,750.
THEY BKLYN, INC. - 1288 CONEY ISLAND AVE #300225, BROOKLYN, NY 11230	MEDIA/VIDEO	271,252.
ARCHITECTURE RESEARCH OFFICE - 170 VARICK STREET, 7TH FL., NEW YORK, NY 10013	ARCHITECTS	240,342.
CITI PERSONAL WEALTH MANAGEMENT - 666 FIFTH AVENUE - 5TH FLOOR, NEW YORK, NY 10103	INVESTMENT MANAGEMENT	222,844.
Total number of others receiving over $50,000 for professional services ▶		5

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 SEE STATEMENT 16	2,660,045.
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3 ▶	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	73,790,740.
b	Average of monthly cash balances	1b	8,161,274.
c	Fair market value of all other assets	1c	5,073,800.
d	**Total** (add lines 1a, b, and c)	1d	87,025,814.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e: 0.		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	87,025,814.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	1,305,387.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	85,720,427.
6	**Minimum investment return.** Enter 5% of line 5	6	4,286,021.

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ▶ [X] 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	3,373,139.
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	5,304,953.
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	8,678,092.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	216,934.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	8,461,158.

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)

N/A

	(a) Corpus	(b) Years prior to 2015	(c) 2015	(d) 2016
1 Distributable amount for 2016 from Part XI, line 7				
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only				
b Total for prior years: ______ , ______ , ______				
3 Excess distributions carryover, if any, to 2016:				
a From 2011				
b From 2012				
c From 2013				
d From 2014				
e From 2015				
f **Total** of lines 3a through e				
4 Qualifying distributions for 2016 from Part XII, line 4: ▶ $				
a Applied to 2015, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2016 distributable amount				
e Remaining amount distributed out of corpus				
5 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				
b Prior years' undistributed income. Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount - see instructions				
e Undistributed income for 2015. Subtract line 4a from line 2a. Taxable amount - see instr.				
f Undistributed income for 2016. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)				
8 Excess distributions carryover from 2011 not applied on line 5 or line 7				
9 **Excess distributions carryover to 2017.** Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9:				
a Excess from 2012				
b Excess from 2013				
c Excess from 2014				
d Excess from 2015				
e Excess from 2016				

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

1 a 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 ▶ 03/19/01

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

	Tax year	Prior 3 years			
	(a) 2016	(b) 2015	(c) 2014	(d) 2013	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	0.	0.	0.	0.	0.
b 85% of line 2a	0.	0.	0.	0.	0.
c Qualifying distributions from Part XII, line 4 for each year listed	8,678,092.	7,806,638.	10,657,619.	10,239,922.	37,382,271.
d Amounts included in line 2c not used directly for active conduct of exempt activities	175,000.	173,580.	633,083.	645,833.	1,627,496.
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c	8,503,092.	7,633,058.	10,024,536.	9,594,089.	35,754,775.
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test - enter: (1) Value of all assets					0.
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0.
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed	2,857,347.	2,425,658.	2,692,211.	2,549,919.	10,525,135.
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)					0.
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0.
(3) Largest amount of support from an exempt organization					0.
(4) Gross investment income					0.

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

SEE STATEMENT 17

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.

NONE

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:

SEE ATTACHMENT C

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

SEE ATTACHMENT C

c Any submission deadlines:

VARIOUS

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

SEE ATTACHMENT C

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				
AHMET YILDIZ UNIVERSITY OF CALIFORNIA, BERKELEY, 474 STANLEY HALL, MC 3220 BERKELEY, CA 94720	NONE	I	2017 VILCEK PRIZE IN CREATIVE PROMISE-BIOMEDICAL SCIENCE	50,000.
BOSTON COLLEGE 140 COMMONWEALTH AVE CHESTNUT HILL, MA 02467	N/A	PC	SEE STATEMENT	10,000.
CARLOS MOTTA 18 STUYVESANT OVAL, #6G NEW YORK, NY 10009	NONE	I	2017 VILCEK PRIZE IN CREATIVE PROMISE-FINE ART	50,000.
IMAN ISSA 334 MANHATTAN AVE, APT 3L BROOKLYN, NY 11211	NONE	I	2017 VILCEK PRIZE IN CREATIVE PROMISE-FINE ART	50,000.
INDEPENDENT FEATURE PROJECT, INC. 104 WEST 29TH STREET, 12TH FLOOR NEW YORK, NY 10001-5310	N/A	PC	SEE STATEMENT	5,000.
Total SEE CONTINUATION SHEET(S)			▶ 3a	700,000.
b Approved for future payment NONE				
Total			▶ 3b	0.

** SEE PURPOSE OF GRANT CONTINUATIONS

Part XVI-A **Analysis of Income-Producing Activities**

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income
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	8,291.	
4 Dividends and interest from securities	525990	412.	14	1,791,572.	
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	525990	12,809.	14	10,310,767.	
8 Gain or (loss) from sales of assets other than inventory	525990	-12,331.	18	10,149,327.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a LICENSE FEES			01	60,000.	
b OTHER MISC. INCOME			01	1,019.	
c GRANT REFUND			01	1,500.	
d EXPENSE REIMBURSEMENTS			01	21,798.	
e					
12 Subtotal. Add columns (b), (d), and (e)		890.		22,344,274.	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 22,345,164.

(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).
	N/A

623621 11-23-16

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)		X
(2) Other assets	1a(2)		X
b Other transactions:			
(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
(3) Rental of facilities, equipment, or other assets	1b(3)		X
(4) Reimbursement arrangements	1b(4)		X
(5) Loans or loan guarantees	1b(5)		X
(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

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
		N/A	

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
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.

[signature] 6/22/18 COFOUNDER, CEO & CHAIRMAN

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
THOMAS F. BLANEY	[signature]	6/20/18		P00234022

Firm's name ▶ PKF O'CONNOR DAVIES, LLP | Firm's EIN ▶ 27-1728945

Firm's address ▶ 665 FIFTH AVENUE NEW YORK, NY 10022 | Phone no. 212-286-2600

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	SALE OF 167 EAST 73RD ST., NY, NY	P	03/17/06	03/31/17
b	SALE OF CERTAIN FURNISHINGS	P	VARIOUS	03/31/17
c	SALES OF OTHER FURNISHINGS	P	VARIOUS	VARIOUS
d	14,355 SH. BROWN ADVISORY GROWTH FUND INV. CLASS	D	12/05/12	03/21/17
e	PUBLICLY TRADED SECURITIES - ATTACHMENT A	P	VARIOUS	VARIOUS
f	PUBLICLY TRADED SECURITIES - ATTACHMENT A	P	VARIOUS	VARIOUS
g	CAPITAL GAINS THROUGH K-1S NET OF UBI	P	VARIOUS	VARIOUS
h	CAPITAL GAINS THROUGH K-1S NET OF UBI	P	VARIOUS	VARIOUS
i	CAPITAL GAINS DIVIDENDS			
j				
k				
l				
m				
n				
o				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	19,250,000.	3,087,977.	12,715,122.	9,622,855.
b	52,933.			52,933.
c	7,685.			7,685.
d	270,161.		207,573.	62,588.
e	3,299,524.		3,142,782.	156,742.
f	22,738,119.		22,774,906.	-36,787.
g				-157,265.
h				212,593.
i	291,291.			291,291.
j				
k				
l				
m				
n				
o				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a				9,622,855.
b				52,933.
c				7,685.
d				62,588.
e				156,742.
f				** -36,787.
g				** -157,265.
h				212,593.
i				291,291.
j				
k				
l				
m				
n				
o				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter "-0-" in Part I, line 7 }	2	10,212,635.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	-194,052.

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04-01-16

** (SHORT-TERM)

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
LILY & YUH-NUNG JAN THE JAN LAB BOX 2811 SAN FRANCISCO, CA 94143-2811	NONE	I	2017 VILCEK PRIZE IN BIOMEDICAL SCIENCE	100,000.
MACDOWELL COLONY, INC. 163 EAST 81ST STREET NEW YORK, NY 10028	N/A	PC	THIS GRANT SUPPORTED THE RESIDENCY OF A FOREIGN-BORN ARTIST AT THE MACDOWELL COLONY.	10,000.
MELEKO MOKGOSI 129 3RD AVE. APT. 1007 NEW YORK, NY 10003	NONE	I	2017 VILCEK PRIZE IN CREATIVE PROMISE-FINE ART	50,000.
MICHAEL HALASSA 43 VASSAR ST. CAMBRIDGE, MA 02139	NONE	I	2017 VILCEK PRIZE IN CREATIVE PROMISE-BIOMEDICAL SCIENCE	50,000.
MICHAELA ULRIKE GACK 1500 S PEORIA STREET CHICAGO, IL 60608	NONE	I	2017 VILCEK PRIZE IN CREATIVE PROMISE-BIOMEDICAL SCIENCE	50,000.
NARI WARD 307 WEST 141 STREET, UNIT 1A NEW YORK, NY 10030	NONE	I	2017 VILCEK PRIZE IN FINE ART	100,000.
NEW YORK YOUTH SYMPHONY INC 110 WEST 40TH STREET, SUITE 1503 NEW YORK, NY 10018	N/A	PC	SEE STATEMENT	20,000.
SOHO REPERTORY THEATRE, INC. 401 BROADWAY, NO. 300 NEW YORK, NY 10013	N/A	PC	SEE STATEMENT	50,000.
THE WILMA THEATER, INC. 265 SOUTH BROAD ST. PHILADELPHIA, PA 19107	N/A	PC	THIS GRANT WAS GIVEN IN SUPPORT OF THE 2017 PRODUCTION OF THE PLAY "ADAPT!," WHICH SHOWED IN EARLY 2017.	50,000.
UPWARDLY GLOBAL 505 EIGHTH AVENUE, SUITE 1601 NEW YORK, NY 10018	N/A	PC	SEE STATEMENT	10,000.
Total from continuation sheets				535,000.

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04-01-16

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
VIVIAN BEAUMONT THEATER INC. LINCOLN CENTER THEATER, 150 W 65TH ST. NEW YORK, NY 10023	N/A	PC	THIS GRANT WAS GIVEN IN SUPPORT OF THE 2018 PRODUCTION OF THE PLAY "QUEENS," IN SPRING 2018.	20,000.
YI ZHAO 56 SEVENTH AVENUE, #7 BROOKLYN, NY 11217	NONE	I	2016 VILCEK PRIZE IN CREATIVE PROMISE-THEATRE	25,000.
Total from continuation sheets				

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04-01-16

Part XV | Supplementary Information

3a Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution

NAME OF RECIPIENT - BOSTON COLLEGE

TO SUPPORT THE IMMIGRANT INTEGRATION LAB, A PROJECT OF THE BOSTON COLLEGE GRADUATE SCHOOL OF SOCIAL WORK. THE LAB IS COMMITTED TO IMPROVING IMMIGRANT WELL-BEING THROUGH APPLIED RESEARCH IN SOCIAL POLICY AND SOCIAL PRACTICE.

NAME OF RECIPIENT - INDEPENDENT FEATURE PROJECT, INC.

THIS GRANT SUPPORTED THE PURCHASE OF AN ERRORS & OMISSIONS INSURANCE POLICY FOR THE FILM A STRAY, SO THAT THE FILMMAKERS COULD NEGOTIATE DISTRIBUTION PLANS.

NAME OF RECIPIENT - NEW YORK YOUTH SYMPHONY INC

THIS WAS GIVEN IN SUPPORT OF NYYS'S GENERAL PROGRAMS, WHICH PROVIDES FREE MUSICAL EDUCATION AND PERFORMANCE TRAINING TO YOUNG MUSICIANS IN THE NEW YORK METROPOLITAN AREA. MANY OF THE PARTICIPANTS ARE IMMIGRANTS OR THE CHILDREN OF IMMIGRANTS.

NAME OF RECIPIENT - SOHO REPERTORY THEATRE, INC.

THIS GRANT WAS AWARDED IN SUPPORT OF SOHO REPERTORY'S STUDIO PROGRAM, WHICH COMMISSIONS A NEW PLAY AND PROVIDES A COLLABORATIVE MODEL FOR PLAYWRIGHTS TO DEVELOP AND EXPERIMENT WITH NEW WORKS.

NAME OF RECIPIENT - UPWARDLY GLOBAL

THIS GRANT SUPPORTS UPWARDLY GLOBAL'S GENERAL PROGRAMS, WHICH PROVIDE PROFESSIONAL TRAINING TO HELP SKILLED IMMIGRANTS AND REFUGEES ADAPT TO THE U.S. WORKFORCE.

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

Schedule of Contributors

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

OMB No 1545-0047

2016

Name of the organization	Employer identification number
THE VILCEK FOUNDATION INC.	51-0404790

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 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. Don't 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 isn't covered by the General Rule and/or the Special Rules doesn't 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 990-PF, Part I, line 2, to certify that it doesn't meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization: THE VILCEK FOUNDATION INC.

Employer identification number: 51-0404790

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	DR. AND MRS. JAN AND MARICA VILCEK 920 5TH AVENUE NEW YORK, NY 10021	$ 105,200.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
2	DR. AND MRS. JAN AND MARICA VILCEK 920 5TH AVENUE NEW YORK, NY 10021	$ 3,847,500.	Person [ ] Payroll [ ] Noncash [X] (Complete Part II for noncash contributions.)
3	DR. AND MRS. JAN AND MARICA VILCEK 920 5TH AVENUE NEW YORK, NY 10021	$ 270,879.	Person [ ] Payroll [ ] Noncash [X] (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: THE VILCEK FOUNDATION INC.

Employer identification number: 51-0404790

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
2	ARTWORK DONATION	$ 3,847,500.	12/31/16
3	14,355 SHARES OF BROWN ADVISORY GROWTH FUND INV. CLASS	$ 270,879.	03/17/17
		$	
		$	
		$	
		$	

Name of organization: THE VILCEK FOUNDATION INC.

Employer identification number: 51-0404790

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 info once) ▶ $

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

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

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS THRU CITI SMITH BARNEY	4,389.	4,389.	4,389.
INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS THRU ROCKEFELLER	3,902.	3,902.	3,902.
TOTAL TO PART I, LINE 3	8,291.	8,291.	8,291.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
DIVIDENDS AND INTEREST THRU CITI SMITH BARNEY	1,243,597.	291,291.	952,306.	952,306.	952,306.
DIVIDENDS AND INTEREST THRU JP MORGAN	137,739.	0.	137,739.	137,739.	137,739.
DIVIDENDS AND INTEREST THRU ROCKEFELLER & CO. INC.	247,071.	0.	247,071.	247,071.	247,071.
INTEREST AND DIVIDENDS THRU K-1S	454,868.	0.	454,868.	454,456.	454,868.
TO PART I, LINE 4	2,083,275.	291,291.	1,791,984.	1,791,572.	1,791,984.

FORM 990-PF — OTHER INCOME — STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
ROYALTIES - SECTION 1235	10,258,701.	10,258,701.	0.
ORDINARY INCOME THRU K-1S	64,426.	51,617.	64,426.
OTHER ROYALTIES	258.	258.	258.
SECURITIES LITIGATION PROCEEDS	191.	191.	191.
LICENSE FEES	60,000.	60,000.	60,000.
OTHER MISC. INCOME	1,019.	0.	1,019.
GRANT REFUND	1,500.	0.	1,500.
EXPENSE REIMBURSEMENTS	21,798.	0.	21,798.
TOTAL TO FORM 990-PF, PART I, LINE 11	10,407,893.	10,370,767.	149,192.

FORM 990-PF — LEGAL FEES — STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
WITHERS BERGMAN LLP	929.	0.	0.	929.
BARBARA HOFFMAN ESQ.	2,728.	0.	0.	2,728.
HERRICK FEINSTEIN LLP	8,428.	0.	0.	8,428.
QUINN MCCABE, LLP	0.	0.	0.	0.
WACHTEL MISSRY LLP	0.	0.	0.	0.
OTHER LEGAL FEES	123.	0.	0.	123.
TO FM 990-PF, PG 1, LN 16A	12,208.	0.	0.	12,208.

FORM 990-PF — ACCOUNTING FEES — STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PKF O'CONNOR DAVIES, LLP, TAX PREPARATION FEES	21,302.	0.	0.	17,802.
KIWI PARTNERS, INC.	24,523.	0.	0.	24,523.
TO FORM 990-PF, PG 1, LN 16B	45,825.	0.	0.	42,325.

FORM 990-PF | OTHER PROFESSIONAL FEES | STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES	324,053.	324,053.	324,053.	0.
PRIZE DESIGN	60,501.	0.	60,501.	0.
WRITING, DESIGNING AND OTHER PROFESSIONAL FEES	120,151.	0.	120,151.	0.
VIDEO PRODUCTION AND RELATED FEES	278,514.	0.	278,514.	0.
TO FORM 990-PF, PG 1, LN 16C	783,219.	324,053.	783,219.	0.

FORM 990-PF | TAXES | STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAXES	340,000.	0.	0.	340,000.
FOREIGN TAXES	37,807.	37,807.	37,807.	0.
NYS UBI TAX	985.	0.	0.	0.
FEDERAL UBIT	3,652.	0.	0.	0.
TO FORM 990-PF, PG 1, LN 18	382,444.	37,807.	37,807.	340,000.

FORM 990-PF OTHER EXPENSES STATEMENT 8

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
AWARD DINNER AND EXHIBITIONS	150,009.	0.	150,009.	0.
BANK FEES	975.	975.	0.	0.
POSTAGE AND SHIPPING	5,710.	0.	0.	5,710.
INSURANCE	205,156.	0.	0.	205,156.
DUES AND SUBSCRIPTIONS	42,999.	0.	0.	42,999.
BUILDING MAINTENANCE AND IMPROVEMENTS	6,336.	0.	0.	6,336.
BUILDING HOUSEKEEPING	44,886.	0.	0.	44,886.
COMPUTER AND WEBSITE	131,735.	0.	0.	131,735.
SUPPLIES AND OTHER OFFICE EXPENSES	218,487.	0.	0.	218,487.
HONORARIA	42,750.	0.	0.	42,750.
PUBLIC RELATIONS	126,101.	0.	0.	126,101.
OTHER EXPENSES THRU K-1S	273,148.	272,562.	273,148.	0.
NYS DEPT. OF LAW AND DE FILING FEES	1,538.	0.	0.	1,538.
PAYROLL AND PENSION SERVICES	18,402.	0.	0.	18,402.
TEMPORARY STAFF	949.	0.	0.	949.
TO FORM 990-PF, PG 1, LN 23	1,269,181.	273,537.	423,157.	845,049.

FORM 990-PF OTHER DECREASES IN NET ASSETS OR FUND BALANCES STATEMENT 9

DESCRIPTION	AMOUNT
CHANGE IN ASSIGNMENT ROYALTY VALUATION	6,540,000.
TOTAL TO FORM 990-PF, PART III, LINE 5	6,540,000.

FORM 990-PF CORPORATE STOCK STATEMENT 10

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCK - SEE ATTACHMENT B	748,866.	798,882.
TOTAL TO FORM 990-PF, PART II, LINE 10B	748,866.	798,882.

FORM 990-PF CORPORATE BONDS STATEMENT 11

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS - SEE ATTACHMENT B	1,250,109.	1,503,911.
TOTAL TO FORM 990-PF, PART II, LINE 10C	1,250,109.	1,503,911.

FORM 990-PF OTHER INVESTMENTS STATEMENT 12

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
MUTUAL FUNDS - SEE ATTACHMENT B	COST	44,889,447.	48,974,200.
ANNUITIES - SEE ATTACHMENT B	COST	1,000,000.	1,740,414.
PARTNERSHIPS - SEE ATTACHMENT B	COST	14,912,512.	21,387,895.
EXCHANGE TRADED FUNDS - SEE ATTACHMENT B	COST	7,884,421.	11,219,557.
HEDGE AND OFFSHORE FUNDS - SEE ATTACHMENT B	COST	3,631,805.	3,720,257.
OTHER EQUITIES - SEE ATTACHMENT B	COST	300,000.	305,145.
TOTAL TO FORM 990-PF, PART II, LINE 13		72,618,185.	87,347,468.

FORM 990-PF DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT STATEMENT 13

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
2011 PURCHASE OF BUILDING	15,607,707.	0.	15,607,707.
2011 CONSTRUCTION IN PROGRESS LOCATION 2	64,883.	0.	64,883.
2012 CONSTRUCTION IN PROGRESS LOCATION 2	1,167,200.	0.	1,167,200.
2013 CONSTRUCTION IN PROGRESS LOCATION 2	1,989,527.	0.	1,989,527.
2014 CONSTRUCTION IN PROGRESS LOCATION 2	6,368,039.	0.	6,368,039.
2015 CONSTRUCTION IN PROGRESS LOCATION 2	6,316,109.	0.	6,316,109.
2016 CONSTRUCTION IN PROGRESS LOCATION 2	4,418,978.	0.	4,418,978.
2017 CONSTRUCTION IN PROGRESS LOCATION 2	4,836,503.	0.	4,836,503.
TOTAL TO FM 990-PF, PART II, LN 14	40,768,946.	0.	40,768,946.

FORM 990-PF OTHER ASSETS STATEMENT 14

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
ARTWORK	14,328,925.	18,644,875.	18,644,875.
PROPERTY TAX RECEIVABLE	17,643.	13,544.	13,544.
ASSIGNMENT ROYALTIES	11,540,000.	5,000,000.	5,000,000.
SECURITY DEPOSITS	0.	73,800.	73,800.
MORTGAGE COSTS	53,318.	0.	0.
TO FORM 990-PF, PART II, LINE 15	25,939,886.	23,732,219.	23,732,219.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 15

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
DR. JAN VILCEK C/O FOUNDATION, 85 BROAD STREET, 27TH FL. NEW YORK, NY 10004	COFOUNDER, CEO & CHAIRMAN 20.00	0.	0.	0.
MARICA VILCEK C/O FOUNDATION, 85 BROAD STREET, 27TH FL. NEW YORK, NY 10004	COFOUNDER, VICE CHAIRMAN & SECRETARY 20.00	0.	0.	0.
PETER LUDWIG C/O FOUNDATION, 85 BROAD STREET, 27TH FL. NEW YORK, NY 10004	DIRECTOR 1.00	0.	0.	0.
CHRISTINA MOSSAIDES STRASSFIELD C/O FOUNDATION, 85 BROAD STREET, 27TH FL. NEW YORK, NY 10004	DIRECTOR 1.00	3,000.	0.	0.
TITIA DE LANGE C/O FOUNDATION, 85 BROAD STREET, 27TH FL. NEW YORK, NY 10004	DIRECTOR 1.00	4,500.	0.	0.
RICK KINSEL C/O FOUNDATION, 85 BROAD STREET, 27TH FL. NEW YORK, NY 10004	PRESIDENT 35.00	304,954.	41,199.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		312,454.	41,199.	0.

FORM 990-PF	SUMMARY OF DIRECT CHARITABLE ACTIVITIES	STATEMENT 16

ACTIVITY ONE

AWARDS PRIZES TO FOREIGN BORN PERSONS WHO MADE OUTSTANDING CONTRIBUTIONS TO THE SCIENCES, ARTS OR HUMANITIES FOR THE BENEFIT OF MANKIND & HOLDS LECTURES, PERFORMANCES & EXHIBITS. FOSTERS APPRECIATION OF THE ARTS AND SCIENCES.

	EXPENSES
TO FORM 990-PF, PART IX-A, LINE 1	2,660,045.

FORM 990-PF	PART XV - LINE 1A LIST OF FOUNDATION MANAGERS	STATEMENT 17

NAME OF MANAGER

DR. JAN VILCEK
MARICA VILCEK

2016 DEPRECIATION AND AMORTIZATION REPORT

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Asset No	Description	Date Acquired	Method	Life	Conv	Line No	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	* Reduction In Basis	Basis For Depreciation	Beginning Accumulated Depreciation	Current Sec 179 Expense	Current Year Deduction	Ending Accumulated Depreciation
5	(D)MORTGAGE COSTS	03/17/06	SL	20.00		16	114,246.				114,246.	60,928.		1,904.	62,832.
6	(D)2006 BUILDING PURCHASE AND CONSTRUCTION	03/17/06	SL	39.00	MM	16	8,093,104.				8,093,104.	2,075,150.		69,172.	2,144,322.
12	(D)OFFICE FURNITURE	08/17/07	SL	5.00		16	82,033.				82,033.	82,033.		0.	82,033.
13	(D)CHAIRS, ETC.	10/15/07	SL	5.00		16	29,559.				29,559.	29,559.		0.	29,559.
14	(D)OFFICE FURNITURE	11/08/07	SL	5.00		16	22,131.				22,131.	22,131.		0.	22,131.
15	(D)2 ARM CHAIRS	11/14/07	SL	5.00		16	8,771.				8,771.	8,771.		0.	8,771.
16	(D)OFFICE FURNITURE	11/19/07	SL	5.00		16	69,392.				69,392.	69,392.		0.	69,392.
17	(D)2007 BUILDING CONSTRUCTION WIP	12/01/07	SL	39.00	MM	16	2,770,758.				2,770,758.	639,405.		23,682.	663,087.
18	(D)2008 BUILDING IMPROVEMENTS	02/29/08	SL	39.00	MM	16	934,869.				934,869.	209,746.		7,990.	217,736.
19	2011 PURCHASE OF BUILDING		SL	39.00	MM	16	15607707.				15607707.			0.	
20	2011 CONSTRUCTION IN PROGRESS LOCATION 2		SL	39.00	MM	16	64,883.				64,883.			0.	
21	2012 CONSTRUCTION IN PROGRESS LOCATION 2		SL	39.00	MM	16	1,167,200.				1,167,200.			0.	
22	2013 CONSTRUCTION IN PROGRESS LOCATION 2		SL	39.00	MM	16	1,989,527.				1,989,527.			0.	
23	2014 CONSTRUCTION IN PROGRESS LOCATION 2		SL	39.00	MM	16	6,368,039.				6,368,039.			0.	
24	2015 CONSTRUCTION IN PROGRESS LOCATION 2		SL	39.00	MM	16	6,316,109.				6,316,109.			0.	
25	2016 CONSTRUCTION IN PROGRESS LOCATION 2		SL	39.00	MM	16	4,418,978.				4,418,978.			0.	
26	2017 CONSTRUCTION IN PROGRESS LOCATION 2		SL	39.00	MM	16	4,836,503.				4,836,503.			0.	
	* TOTAL 990-PF PG 1 DEPR						52893809.				52893809.	3,197,115.		102,748.	3,299,863.

628111 04-01-16

(D) - Asset disposed

* ITC, Salvage, Bonus, Commercial Revitalization Deduction, GO Zone

2016 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1 990-PF

Asset No	Description	Date Acquired	Method	Life	Conv	Line No	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	* Reduction In Basis	Basis For Depreciation	Beginning Accumulated Depreciation	Current Sec 179 Expense	Current Year Deduction	Ending Accumulated Depreciation
	CURRENT YEAR ACTIVITY														
	BEGINNING BALANCE						52893809.			0.	52893809.	3,197,115.			3,299,863.
	ACQUISITIONS						0.			0.	0.	0.			0.
	DISPOSITIONS						12124863.			0.	12124863.	3,197,115.			3,299,863.
	ENDING BALANCE						40768946.			0.	40768946.	0.			0.
	ENDING ACCUM DEPR LESS DISPOSITIONS											0.			
	ENDING BOOK VALUE											40768946.			

628111 04-01-16

(D) - Asset disposed

* ITC, Salvage, Bonus, Commercial Revitalization Deduction, GO Zone

The Vilcek Foundation						
Summarized Realized Gain (Loss) Schedule						
November 30, 2017						
EIN # 51-0404790						
DESCRIPTION		PROCEEDS	COST	GAIN/(LOSS)	Short-Term	Long-Term
Publicly Traded Securities						
thru Citi Personal Wealth Management	LT	3,569,684 61	3,350,355 17	219,329 44	-	219,329 44
Less tax basis of sale of donated securities	LT	(270,161 10)	(207,573 30)	(62,587 80)	-	(62,587 80)
add book basis of sale of donated securities	LT	270,161 10	270,878 85	(717 75)	-	(717 75)
Total Long-Term		3,569,684 61	3,413,660 72	156,023 89	-	156,023 89
thru Rockefeller Capital Management	ST	1,648,021 58	1,700,000 00	(51,978 42)	(51,978 42)	-
thru JP Morgan	ST	18,769,021 15	18,767,145 00	1,876 15	1,876 15	
thru Citi Personal Wealth Management	ST	94,588 38	100,000 00	(5,411 62)	(5,411 62)	
thru Citi Personal Wealth Management	ST	2,226,488 03	2,207,760 88	18,727 15	18,727 15	
Total Short-Term		22,738,119 14	22,774,905 88	(36,786 74)	(36,786 74)	-
Total Sales of Publically Traded Securities		26,307,803 75	26,188,566 60	119,237 15	(36,786 74)	156,023 89
Capital gain (loss) thru K-1s						
Rockefeller Access Fund 06-I, LLC				76,157 40	(86 00)	76,243 40
Rockefeller Global Equity Fund I LP				(96,412 00)	(115,427 00)	19,015 00
Rockefeller US Small Capitalization Fund QP, LP				83,878 00	(130 00)	84,008 00
Rockefeller Opportunitic Credit Fund, LLC				837 40	(1,511 00)	2,348 40
Rockefeller Global Dividend Growth Fund QP, LP				34,244 00	6,946 00	27,298 00
Hedgeforum Bluecrest, LLC				83 00	-	83 00
Hedgeforum Metacapital, LLC				(13,228 40)	(5,558 00)	(7,670 40)
Hedgeforum SVP, LLC				-	-	-
Hedgeforum WTN, LLC				87 20	(184 00)	271 20
Hedgeforum Pentwater, LLC				(1,335 60)	(534 00)	(801 60)
Hedgeforum Visium, LLC				-	-	-
Hedgeforum Glenview, LLC				(42,106 80)	(58,440 00)	16,333 20
Hedgeforum OZF, LLC				(4 00)	-	(4 00)
KKR & Co LP				797 00	-	797 00
Total capital gain (loss) thru K-1s				42,997 20	(174,924 00)	217,921 20
Sale of Alternative Investment						
Hedgeforum Bluecrest LLC		30,835 85	30,835 85	-		
Hedgeforum SVP LLC		95,683 52	95,683 52	-	-	
Add Capital Gain Dividends		291,291 09		291,291 09	-	291,291 09
Add building and furniture sales		19,310,618 00	9,627,145 00	9,683,473 00		9,683,473 00
Total Realized Loss per 990-PF Column A				**10,136,998.44**	**(211,710.74)**	**10,348,709.18**
Adjustments for Unrelated Business Income and other						
Less book loss on sale of donated securities				717 75		717 75
Add tax gain on sale of donated securities				62,587 80		62,587 80
Capital (gain) loss thru Rockefeller Access Fund 06-I, LLC				(400 00)	-	(400 00)
Capital (gain) loss thru Rockefeller Opportunistic Credit Fund, LLC				(797 00)	(200 00)	(597 00)
Capital (gain) loss thru Hedgeforum Glenview, LLC				12,868 00	17,859 00	(4,991 00)
Capital (gain) loss thru Hedgeforum Pentwater, LLC				660 00	-	660 00
				75,636 55	17,659 00	57,977 55
Total Realized Loss per 990-PF Column B				**10,212,634.99**	**(194,051.74)**	**10,406,686.73**

ATTACHMENT A

The Vilcek Foundation
EIN # 51-0404790
11/30/2017

Description	Shares	Cost	Fair Value
Partnerships			
Rockefeller Opportunistic Credit Fund		14,943.73	17,127 13
Rockefeller Access Fund 06-I, LLC		405,598.38	660,527 64
Rockefeller Global Equity Fund I LP		8,947,796 00	12,162,919.92
Rockefeller US Small Capitalization Fund, QP, LP		1,799,437.00	3,135,029.57
Rockefeller Global Dividend Growth Fund QP, LP		3,544,811.00	5,197,491.03
KKR & Co LP		199,926 00	214,800 00
		14,912,512 11	21,387,895.29
Mutual Funds			
DoubleLine Total Return Bond Fund	108,723	1,204,595.16	1,155,728.34
Nuveen Preferred Securities Fund	78,427	1,343,209.99	1,388,933 86
Rockefeller Core Taxable Bond Fund - Ins Fund	356,191	3,604,115.79	3,588,662.39
Vanguard Short-Term Bond Fund	157,254	1,648,021 58	1,633,868.73
Attachment B page 4 of 19		4,711,137 39	5,155,996.75
Attachment B page 4 of 19		548,959 20	593,609 85
Attachment B page 4 of 19		750,749 82	790,096.72
Attachment B page 5 of 19		2,618,685.08	2,811,172.07
Attachment B page 5 of 19		538,365.40	602,522 79
Attachment B page 5 of 19		359,977 66	368,728.29
Attachment B page 5 of 19		348,622 82	358,280.40
Attachment B page 7 of 19		5,940,038.03	5,930,278 52
Attachment B page 14 of 19		21,272,968.72	24,596,321.74
		44,889,446.64	**48,974,200.45**
Exchange Traded Funds			
Attachment B page 17 of 19		**7,884,420.64**	**11,219,556.70**
Corporate Stock			
Attachment B page 9 of 19		398,865.57	435,601 77
Attachment B page 1 of 19		200,000 00	205,480 00
6,000 sh AT&T PFD STK 5.35% QTLY		150,000.00	157,800.00
		748,865.57	**798,881.77**
Corporate Bonds			
Attachment B page 8 of 19		200,108.60	203,226.00
Attachment B page 19 of 19		1,050,000 00	1,300,685.00
		1,250,108.60	**1,503,911.00**
Annuities			
Attachment B page 8 of 19		**1,000,000.00**	**1,740,414.33**
Hedge Funds and offshore investments			
Attachment B page 2 of 19		838,291 91	846,309.00
Attachment B page 3 of 19		1,000,000 00	1,000,000 00
Attachment B page 8 of 19		1,793,512.70	1,873,947.89
		3,631,804.61	**3,720,256.89**
Other equities			
Attachment B page 1 of 19		**300,000.00**	**305,145.00**
Total Investments		**74,617,158.17**	**89,650,261.43**

J.P. Morgan

THE VILCEK FOUNDATION INC
For the Period 11/1/17 to 11/30/17

Equity Detail

	Price	Quantity	Value	Adjusted Tax Cost / Original Cost	Unrealized Gain/Loss	Est. Annual Inc. / Accrued Div.	Yield
European Large Cap Equity							
GS BREN SX5E 6/13/18 10% BUFFER - 150% LEV - 10.83% CAP 16.245% MAXRTRN INIT LVL-5/12/17 SX5E 3637.52 40054L-CB-8	99 36	150,000.000	149,040 00 (A)	150,000 00	(960 00)		
Preferred Stocks							
ANNALY CAPITAL MGMT PFD 035710-87-0 NLY PF	25.60	4,000.000	102,400 00	100,000 00	2,400.00	6,948 00 2,895.84	6.79%
TWO HARBORS INV CORP PFD 90187B-30-9 TWO PB	25 77	4,000 000	103,080 00	100,000 00	3,080 00	7,624.00	7 40%
Total Preferred Stocks			**$205,480.00**	**$200,000.00**	**$5,480.00**	**$14,572.00** **$2,895.84**	**7.10%**
Concentrated & Other Equity							
CS LEVERED CBEN KBE US 9/12/18 125% LEV 80% BARRIER 0% CPN 12.04% CAP INIT LVL-6/9/17 KBE US 43.88 22550B-AT-0	104.07	150,000.000	156,105.00 (A)	150,000.00	6,105.00		

other equities:

	Cost	Market
Σ(A)	$300,000	$305,145

THE VILCEK FOUNDATION INC
For the Period 11/1/17 to 11/30/17

Alternative Assets Detail

Fund / Strategy/Vintage	Capital Commitment / Unfunded Commitment	(Net Capital Called Since Inception) / Net Distribution Since Inception	(Net Capital Called)/ Distributed Since Inception	Estimated Capital Account Balance / as of date	Net Contribution/ (Distribution) Since Last Capital Account Balance Date	Estimated Value / Estimated Profit/ (Loss)
Private Investments						
HPS - CORE SENIOR LENDING OFFSHORE FUND (PB), L.P N/O Client 5R4256-91-9 Private Credit/2017	1,000,000.00 949,200 92	(50,799 08)	(50,799.08)	N/A	50,799.00	50,799 00 (0.08)
HPS MEZZANINE PRIVATE INVESTORS III LP OFFSHORE N/O Client 914264-91-6 Private Credit/2016	2,000,000.00 1,212,507.17	(787,492.83)	(787,492 83)	209,616.00 06/30/17	585,894 00	795,510.00 8,017.17
TOTAL		$838,291.91				$846,309

J.P.Morgan

J.P. Morgan

THE VILCEK FOUNDATION INC
For the Period 11/1/17 to 11/30/17

	Quantity/Original Commitment Amount	Cost/Net Capital Called Since Inception	Net Distributions Since Inception	Estimated Value	Est. Annual Inc Accrued Div.	Yield
Real Estate & Infrastructure						
CLARION PRIVATE INVESTORS, LLC (LESS THAN $10MM) CASH - 10-17 N/O Client 7NB012-93-1	1,000,000.00	1,000,000.00		1,000,000.00 9/29/17		

Amounts shown above under "Estimated Value" for private equity funds are estimates based on the latest fund values received from each underlying fund, which value may be as of a date (underlying fund value date) prior to the period covered by this statement. The values provided by the underlying fund have been adjusted for any cash flows between your account and such fund that have occurred subsequent to the underlying fund value date to derive the "Estimated Value" Therefore, such "Estimated Value" may not reflect the value of your interest shown on any fund's actual books and records as of the date of this statement. For additional information, please contact your J.P. Morgan representative.

For private equity funds, Estimated Values are based on estimates provided by the underlying funds that are generally presented on a US GAAP basis, which records investments at fair value, or "marked-to-market". Most of these underlying funds also present their audited financial statements on a US GAAP basis (i.e , "marked-to-market"). However, some of these underlying funds present their audited financial statements using the Income Tax Basis of Accounting, which records investments "at cost" based on the accrual basis of accounting for Federal income taxes. Where the underlying fund provides periodic estimates on a "marked-to-market" basis but reflects investments "at cost" in its audited financial statements, the marked-to-market Estimated Value shown herein for a private equity fund may be materially different from the value reflected on such fund's audited financial statements (which are also based on the audited financial statements of the underlying fund).

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THE VILCEK FOUNDATION INC
For the Period 11/1/17 to 11/30/17

Equity Detail

	Price	Quantity	Value	Adjusted Tax Cost / Original Cost	Unrealized Gain/Loss	Est Annual Inc / Accrued Div	Yield
US Large Cap Equity							
EDGEWOOD GROWTH FD-INS 0075W0-75-9 EGFI X	30 04	35,756 928	1,074,138 12	1,000,807 47	73,330 65		
ISHARES CORE S&P 500 ETF 464287-20-0 IVV	266 89	10,810.000	2,885,080 90	2,621,692 51	263,388 39	51,206.97	1 77 %
JPM US LARGE CP CORE PLUS FD - CL I FUND 1002 4812A2-38-9 JLPS X	33 67	35,544 334	1,196,777 73	1,088,637 41	108,140.32	3,341 16	0 28 %
Total US Large Cap Equity			**$5,155,996.75**	**$4,711,137.39**	**$444,859.36**	**$54,548.13**	**1.06 %**
US Mid Cap Equity							
ISHARES RUSSELL MIDCAP INDEX FD CL K 091936-28-6 BRMK X	11 98	49,550 071	593,609 85	548,959 20	44,650.65	13,923.56	2.35 %
US Small Cap Equity							
TRIBUTARY SMALL CO-INST PLUS 89609H-70-4 FOSB X	30 39	25,998 576	790,096 72	750,749 82	39,346 90	2,417 86	0 31 %

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For the Period 11/1/17 to 11/30/17

	Price	Quantity	Value	Adjusted Tax Cost / Original Cost	Unrealized Gain/Loss	Est Annual Inc / Accrued Div.	Yield
EAFE Equity							
CAPITAL GR NON US EQUITY 14042Y-60-1 CNUS X	13 88	48,925 942	679,092.07	632,302 27	46,789.80	8,610 96	1 27%
DODGE & COX INTL STOCK FD 256206-10-3 DODF X	46.28	18,432.522	853,057 12	809,870 69	43,186.43	15,686 07	1 84%
ISHARES MSCI EAFEINTL INDEX FD CL K 09253F-87-9 BTMK X	14 36	89,068.446	1,279,022 88	1,176,512 12	102,510 76	29,214 45	2 28%
Total EAFE Equity			**$2,811,172.07**	**$2,618,685.08**	**$192,486.99**	**$53,511.48**	**1.90%**
Asia ex-Japan Equity							
MATTHEWS PACIFIC TIGER-INST 577130-83-4 MIPT X	30.72	19,613 372	602,522 79	538,365 40	64,157 39	3,353.88	0.56%
Emerging Market Equity							
OPPENHEIMER DEVELOPING MKT-I 683974-60-4 ODVI X	42 00	8,779 245	368,728 29	359,977 66	8,750 63	2,010.44	0.55%
Global Equity							
JPM GLBL RES ENH INDEX FD - CL I FUND 3457 46637K-51-3 JEIT X	22.63	15,832 099	358,280.40	348,622 82	9,657.58	6,586.15	1 84%

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THE VILCEK FOUNDATION INC
For the Period 11/1/17 to 11/30/17

Note: [1] This is the Annual Percentage Yield (APY) which is the rate earned if balances remain on deposit for a full year with compounding, there is no change in the interest rate and all interest is left in the account

Cash & Fixed Income Detail

	Price	Quantity	Value	Adjusted Tax Cost / Original Cost	Unrealized Gain/Loss	Est Annual Income / Accrued Interest	Yield
Cash							
US DOLLAR	1.00	893,917.61	893,917 61	893,917.61		8,009 50 672 08	0.90 % [1]
US Fixed Income							
DODGE & COX INCOME FD 256210-10-5	13 82	73,163 26	1,011,116 27	1,007,097 66	4,018.61	28,314 18	2 80 %
HARBOR HIGH YIELD BOND-INST 411511-55-3	10 20	36,344 13	370,710 14	370,297.22	412.92	20,897 87	5 64 %
JPM GLBL BD OPP FD - R6 FUND 3295 46637K-67-9	10.32	61,760 53	637,368 63	634,001 03	3,367.60	25,815 89	4 05 %
JPM STRAT INC OPP FD - CL I FUND 3844 4812A4-35-1	11.61	62,888 28	730,132 88	733,870 59	(3,737.71)	26,287 29	3 60 %
DOUBLELINE TOTL RET BND-I 258620-10-3	10 63	68,428 87	727,398 87	735,918 24	(8,519.37)	26,960.97	3 71 %
JANUS HIGH-YIELD FD-I 47103C-57-1	8 46	43,463 97	367,705 19	371,177 37	(3,472 18)	22,427 40	6 10 %
JPMORGAN MANAGED INCOME - L SHARE CLAS 48121A-41-5	10 02	117,079 90	1,173,140 61	1,174,311 41	(1,170 80)	14,517.90 1,431.06	1 24 %

THE VILCEK FOUNDATION INC
For the Period 11/1/17 to 11/30/17

	Price	Quantity	Value	Adjusted Tax Cost / Original Cost	Unrealized Gain/Loss	Est Annual Income / Accrued Interest	Yield
US Fixed Income							
METROPOLITAN WEST T/R BD-PLN 592905-76-4	10.01	91,179 41	912,705 93	913,364 51	(658 58)	19,421 21	2 13%
Total US Fixed Income			**$5,930,278.52**	**$5,940,038.03**	**($9,759.51)**	**$184,642.71** **$1,431.06**	**3.11%**

Portfolio Holdings (continued)

Date Acquired	Quantity	Unit Cost	Adjusted Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Accrued Interest	Estimated Annual Income	Estimated Yield
FIXED INCOME 1.00% of Portfolio *(In Maturity Date Sequence)*									
Corporate Bonds									
BERKSHIRE HATHAWAY FIN CORP SR NT 5.400% 05/15/18 B/E DTD 12/01/08 GTD BERKSHIRE HATHAWAY INCIST CPN DTE 05/15/09 CPN PMT SEMI ANNUAL ON MAY 15 AND NOV 15 Moody Rating AA2 S & P Rating AA			Security Identifier 084664BE0						
03/25/09 *,3,12	200,000 000	100 0540	200,108 60 Original Cost Basis. $201,730.00	101 6130	203,226 00	3,117 40	450 00	10,800.00	5.31%
Total Corporate Bonds	200,000.000		$200,108.60		$203,226.00	$3,117.40	$450.00	$10,800.00	
TOTAL FIXED INCOME	200,000 000		$200,108.60		$203,226.00	$3,117.40	$450 00	$10,800.00	

The research rating for Moody's Investors Service and Standard & Poor's may be shown for certain fixed income securities All research ratings represent the "opinions" of the research provider and are not representations or guarantees of performance Your advisor will be pleased to provide you with further information or assistance in interpreting research ratings.

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
EQUITIES 2.00% of Portfolio								
Preferred Stocks *(Listed by expiration date)*								
ASSURED GTY MUN HLDGS INC NT CPN 6 25% FREQ QRTLY MATY-11/01/2102 CALL ANYTIME W/20 DAYS BEGINS 11/26/07 @ 25 Dividend Option Cash			Security Identifier AGO PRE CUSIP 04623A304					
09/03/10 *,3	4,400.000	22 4580	98,813 00	26 4600	116,424.00	17,611.00	6,875 00	5 90%
HSBC HLDGS PLC PERP SUB CAP SECS EXCH PREF SHS SER CPN 8% CALL FREQ QRTLY PERP MATY CALL ANYTIME W/ 30 DAYS 12/15/2015 Dividend Option Cash			Security Identifier HSEB CUSIP 404280802					
06/17/10 *,3	6,000 000	25.0000	150,000.00	26.7700	160,620.00	10,620.00	12,000.00	7.47%
JPMORGAN CHASE & CO DEP SHS REPSTG A 1/400TH INT SH NON CUM PFD SER AA RT 6 1% PERP MATY/ CALL 6/15/20 @ 25 Dividend Option Cash			Security Identifier JPM PRG CUSIP 48127X542					
Multiple 3,Y	Total Covered 5,853.000	25 6370	150,052.57	27 0900	158,557 77	8,505 20	8,925 82	5 62%

Portfolio Holdings (continued)

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
EQUITIES *(continued)*								
Preferred Stocks *(continued)*								
KKR & CO L P DEL PFD UNIT SER A DIV RATE 6 75% PERP MATY PERP CALL 06/15/21@25.00 Dividend Option Cash			Security Identifier KKR PRA CUSIP 48248M201					
03/10/16 [3]	8,000.000	25 0000	200,000 00	26.8500	214,800 00	14,800 00	13,500 00	6 28%
Total Preferred Stocks			$598,865 57		$650,401 77	$51,536.20	$41,300.82	
TOTAL EQUITIES	LESS: KKR & CO. LP		$598,865.57 398,865.57		$650,401.77 $435,601.77	$51,536.20	$41,300 82	

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
MUTUAL FUNDS 65.00% of Portfolio								
INVESCO DIVERSIFIED DIVIDEND FUND CLASS Y Open End Fund Dividend Option Reinvest, Capital Gains Option. Reinvest Ratings CITI-IDB CF			Security Identifier LCEYX CUSIP 00141B204					
Multiple [*,3,Y]	Total Noncovered 61,275.762	10.5090	643,924.57	20 6400	1,264,731 75	620,807 18	23,664.71	1.87%
Reinvestments to Date	Total Covered 14,978.161	17 2600	258,526 14	20 6400	309,149 22	50,623 08	5,784.55	1.87%
Total	76,253.923		$902,450.71		$1,573,880.97	$671,430 26	$29,449.26	
INVESCO ASIA PACIFIC GROWTH FUND CLASS Y Open End Fund Dividend Option Reinvest, Capital Gains Option. Reinvest			Security Identifier ASIYX CUSIP 008882581					
Multiple [*,3,Y]	Total Noncovered 3,329 960	29.7510	99,068 60	37.4800	124,806 90	25,738.30		
Multiple [Y]	Total Covered 15,502.456	31 3760	486,397 56	37 4800	581,032 05	94,634 49		
Total	18,832.416		$585,466.16		$705,838.95	$120,372.79	$0.00	

Portfolio Holdings (continued)

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
MUTUAL FUNDS *(continued)*								
BLACKROCK TAXABLE MUNI BOND TR SHS Closed End Fund Dividend Option Cash, Capital Gains Option Cash			Security Identifier BBN CUSIP 09248X100					
Multiple *,3,Y	Total Noncovered 5,031 665	19 9920	100,591 50	23 0300	115,879 24	15,287.74	7,958 08	6.86%
Multiple Y	Total Covered 20,975 000	23.8270	499,770.10	23.0300	483,054 25	-16,715.85	33,174.06	6.86%
Total	26,006 665		$600,361.60		$598,933 49	-$1,428.11	$41,132.14	
BLACKROCK MULTI-ASSET INCOME PORTFOLIO FD INST CL Open End Fund Dividend Option Cash, Capital Gains Option Cash			Security Identifier BIICX CUSIP 09256H336					
Multiple Y	Total Covered 57,518 878	11.1350	640,500 00	11 0700	636,733 98	-3,766.02	28,543 85	4.48%
COHEN & STEERS PREFERRED SECURITIES INCOME FUND CLASS I Open End Fund Dividend Option Cash, Capital Gains Option Cash			Security Identifier CPXIX CUSIP 19248X307					
Multiple *,Y	Total Noncovered 8,367 690	12 2880	102,825 64	14 2100	118,904 88	16,079.24	6,275.77	5 27%
Multiple Y	Total Covered 100,940 525	13.4380	1,356,394.08	14.2100	1,434,364.86	77,970.78	75,705.39	5.27%
Total	109,308 215		$1,459,219.72		$1,553,269.74	$94,050.02	$81,981.16	
FEDERATED ULTRA SHORT BOND FUND INSTITUTIONAL SHARES Open End Fund Dividend Option Cash, Capital Gains Option Reinvest			Security Identifier FULIX CUSIP 31428Q747					
Multiple Y	Total Covered 100,407 998	9 1000	913,712 78	9 1100	914,716 86	1,004.08	14,804 85	1 61%
FRANKLIN UTILITIES FUND ADVISOR CLASS Open End Fund Dividend Option Cash, Capital Gains Option. Cash			Security Identifier FRUAX CUSIP 353496854					
Multiple *,Y	Total Noncovered 34,940 837	12.8660	449,544 46	20.5300	717,335 38	267,790.92	17,585.71	2.45%
Reinvestments to Date	Total Covered 306 539	13 1900	4,043 25	20.5300	6,293 25	2,250.00	154.29	2.45%
Total	35,247.376		$453,587 71		$723,628 63	$270,040.92	$17,740.00	

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November 1, 2017 - November 30, 2017
THE VILCEK FOUNDATION, INC

Portfolio Holdings (continued)

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
MUTUAL FUNDS *(continued)*								
GUGGENHEIM TOTAL RETURN BOND FUND INSTITUTIONAL CLASS			Security Identifier GIBIX CUSIP 40168W525					
Open End Fund								
Dividend Option Cash, Capital Gains Option Cash								
Ratings CITI-IDB CF								
Multiple Y	Total Covered 64,774 082	26 7090	1,730,075 00	27 1300	1,757,320 84	27,245 84	66,653 89	3.79%
THE HARTFORD INTERNATIONAL VALUE FUND CLASS I			Security Identifier HILIX CUSIP 41664M631					
Open End Fund								
Dividend Option Cash, Capital Gains Option. Cash								
Ratings CITI-IDB CF								
Multiple Y	Total Covered 72,504.191	13 7920	1,000,000 00	18.1900	1,318,851 23	318,851.23	24,440 36	1.85%
THE HARTFORD MIDCAP FUND CLASS I			Security Identifier HFMIX CUSIP 41664M870					
Open End Fund								
Dividend Option Reinvest, Capital Gains Option Reinvest								
Ratings CITI-IDB CA								
Multiple *,3,Y	Total Noncovered 15,843 845	16 4190	260,134.04	32.0200	507,319 93	247,185.89		
Multiple Y	Total Covered 26,002 198	25 2350	656,168.20	32 0200	832,590 37	176,422.17		
Total	41,846.043		$916,302 24		$1,339,910.30	$423,608.06	$0.00	
HENNESSY GAS UTILITY INDEX FUND INVESTOR CLASS			Security Identifier GASFX CUSIP. 42588P833					
Open End Fund								
Dividend Option Cash, Capital Gains Option Cash								
Multiple Y	Total Covered 9,857.347	30 4340	300,000 00	30 8900	304,493 45	4,493 45	7,093 50	2.32%

Portfolio Holdings (continued)

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
MUTUAL FUNDS *(continued)*								
HENNESSY JAPAN FUND INSTITUTIONAL CLASS Open End Fund Dividend Option Reinvest, Capital Gains Option Reinvest Ratings CITI-IDB NL			Security Identifier HJPIX CUSIP 425894201					
Multiple Y	Total Covered 8,455 700	23 6530	200,000 00	35 2700	298,232 54	98,232 54		
LAZARD GLOBAL LISTED INFRASTRUCTURE PORT INST SHARES Open End Fund Dividend Option Reinvest, Capital Gains Option. Reinvest Ratings CITI-IDB CF			Security Identifier GLIFX CUSIP 52106N459					
Multiple Y	Total Covered 21,357.578	14 4490	308,605.42	16 9600	362,224 52	53,619.10	4,385 35	1.21%
LORD ABBETT GROWTH LEADERS FUND CLASS F Open End Fund Dividend Option Cash, Capital Gains Option. Cash Ratings CITI-IDB CA			Security Identifier LGLFX CUSIP 543915292					
Multiple Y	Total Covered 63,786 235	23 9080	1,525,000 00	28 1400	1,794,944 65	269,944 65		
LORD ABBETT FLOATING RATE FUND CLASS F Open End Fund Dividend Option Cash, Capital Gains Option Cash			Security Identifier LFRFX CUSIP 543916167					
Multiple Y	Total Covered 104,042 640	9 1310	950,000.00	9 1700	954,071 01	4,071.01	43,448 72	4 55%
LORD ABBETT SHORT DURATION INCOME FD CLASS F Open End Fund Dividend Option. Cash, Capital Gains Option. Reinvest Ratings: CITI-IDB CF			Security Identifier LDLFX CUSIP 543916464					
Multiple Y	Total Covered 277,859.465	4 3290	1,202,758 62	4.2600	1,183,681.32	-19,077.30	45,500 87	3.84%
LORD ABBETT HIGH YIELD FUND CLASS F Open End Fund Dividend Option. Cash; Capital Gains Option: Cash			Security Identifier: LHYFX CUSIP 54400N508					

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November 1, 2017 - November 30, 2017
THE VILCEK FOUNDATION, INC

Portfolio Holdings (continued)

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
MUTUAL FUNDS *(continued)*								
LORD ABBETT HIGH YIELD FUND CLASS F *(continued)*								
Multiple Y	Total Covered 155,815 080	7.4130	1,155,000 00	7 7000	1,199,776 12	44,776 12	69,498 97	5.79%
FRANKLIN MUTUAL EUROPEAN CLASS Z Open End Fund Dividend Option Cash, Capital Gains Option Reinvest Ratings CITI-IDB CA				Security Identifier MEURX CUSIP 628380503				
Multiple Y	Total Covered 18,965 724	23 5300	446,266 92	21 1300	400,745 75	-45,521 17	9,761.65	2.43%
OPPENHEIMER INTERNATIONAL GROWTH FUND CLASS Y Open End Fund Dividend Option Reinvest, Capital Gains Option Reinvest Ratings: CITI-IDB CA				Security Identifier OIGYX CUSIP 68380L407				
Multiple *,3,Y	Total Noncovered 21,949.825	24 9300	547,211 94	43 5500	955,914 87	408,702.93	10,201.83	1 06%
Multiple Y	Total Covered 6,758 289	37.1480	251,057.04	43 5500	294,323 49	43,266.45	3,141.12	1.06%
Total	28,708 114		$798,268.98		$1,250,238.36	$451,969.38	$13,342.95	
PIMCO INCOME FUND CLASS P Open End Fund Dividend Option Cash, Capital Gains Option. Cash Ratings. CITI-IDB CA				Security Identifier PONPX CUSIP. 72201M719				
Multiple Y	Total Covered 137,024.283	12.0420	1,650,000 00	12 4300	1,703,211 84	53,211 84	89,613 88	5.26%
T ROWE PRICE HEALTH SCIENCES Open End Fund Dividend Option Reinvest, Capital Gains Option Reinvest				Security Identifier PRHSX CUSIP 741480107				
Multiple Y	Total Covered 7,398 878	67 2490	497,564 58	75.8600	561,278.89	63,714.31		

Portfolio Holdings (continued)

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
MUTUAL FUNDS *(continued)*								
AIG FOCUSED DIVIDEND STRATEGY FUND CLASS W Open End Fund Dividend Option Reinvest, Capital Gains Option Reinvest Ratings CITI-IDB CA			Security Identifier FDSWX CUSIP 86704F203					
Multiple Y	Total Covered 61,787.748	14 6510	905,248 16	19 7200	1,218,454 39	313,206 23	35,891.26	2.94%
TEMPLETON GLOBAL BOND FUND ADVISOR CLASS Open End Fund Dividend Option Cash, Capital Gains Option Cash Ratings CITI-IDB CF			Security Identifier TGBAX CUSIP 880208400					
Multiple Y	Total Covered 61,442.037	12 2070	750,000 00	12 1200	744,677 49	-5,322 51	21,848.78	2 93%
VIRTUS NEWFLEET MULTI-SECTOR SHORT TERM BOND FD CL I Open End Fund Dividend Option Cash, Capital Gains Option. Reinvest Ratings: CITI-IDB CF			Security Identifier PIMSX CUSIP 92828R610					
Multiple Y	Total Covered 183,158.347	4.7250	865,401.61	4 7600	871,833 73	6,432 12	28,604.93	3.28%
VIRTUS VONTOBEL EMERGING MARKETS OPPORTUNITIES FUND I Open End Fund Dividend Option Reinvest, Capital Gains Option. Reinvest			Security Identifier HIEMX CUSIP 92828W361					
Multiple Y	Total Covered 52,908.011	9 7750	517,178.51	11 8200	625,372 69	108,194 18	4,126.82	0.65%
TOTAL MUTUAL FUNDS			$21,272,968.72		$24,596,321 74	$3,323,353.02	$677,863.19	

Citi Investment Manager Research rating codes (CF, CA or NL) may be shown for certain Mutual Funds. Please refer to the "Guide to Investment Ratings" at the end of this statement for a description of these ratings codes. All research ratings represent the "opinions" of Citi and are not representations or guarantees of performance.

Portfolio Holdings (continued)

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
EXCHANGE-TRADED PRODUCTS 31.00% of Portfolio								
ISHARES TR CORE S&P 500 ETF Dividend Option Cash, Capital Gains Option Cash Ratings CITI-IDB CF				Security Identifier IVV CUSIP 464287200				
Multiple ¹,³,ʸ	Total Noncovered 4,600 000	128.0120	588,854 21	266 8900	1,227,694.02	638,839.81	21,790 96	1.77%
07/29/15	Total Covered 1,500 000	211.2900	316,935 00	266 8900	400,334 98	83,399.98	7,105.75	1.77%
Total	6,100.000		$905,789.21		$1,628,029.00	$722,239.79	$28,896.71	
ISHARES TR S&P MIDCAP 400 GROWTH ETF Dividend Option Cash, Capital Gains Option Cash Ratings CITI-IDB NL				Security Identifier IJK CUSIP 464287606				
12/10/12	1,119.000	114 0100	127,577 08	216.8900	242,699 91	115,122 83	2,272 33	0.93%
ISHARES TR US FINANCIALS ETF INDEX FD Dividend Option Cash, Capital Gains Option Cash				Security Identifier IYF CUSIP 464287788				
12/07/16	2,450 000	101 7620	249,317 15	118 3200	289,884 00	40,566 85	4,347.03	1.49%
ISHARES TR CORE S&P SMALL-CAP ETF Dividend Option Cash, Capital Gains Option Cash Ratings CITI-IDB CF				Security Identifier IJR CUSIP 464287804				
05/17/17	6,600 000	67.6780	446,678 03	77 4800	511,368 00	64,689.97	6,116.76	1.19%
ISHARES TR MSCI EAFE MINIMUM VOLATILITY ETF Dividend Option Cash, Capital Gains Option Cash				Security Identifier EFAV CUSIP 46429B689				
Multiple ʸ	Total Covered 7,050.000	67 1160	473,164 43	72 7600	512,958 00	39,793.57	19,795.60	3.85%
ISHARES TR MSCI USA MINIMUM VOLATILITY ETF Dividend Option. Cash, Capital Gains Option. Cash Ratings CITI-IDB CF				Security Identifier USMV CUSIP 46429B697				

Portfolio Holdings (continued)

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
EXCHANGE-TRADED PRODUCTS *(continued)*								
ISHARES TR MSCI USA MINIMUM VOLATILITY *(continued)*								
Multiple Y	Total Covered 19,820 000	46 6730	925,066 31	52 9000	1,048,478 00	123,411.69	19,792.15	1.88%
RYDEX ETF TR GUGGENHEIM S&P 500 EQUAL WEIGHT TECHNOLOGY ETF Dividend Option Cash, Capital Gains Option Cash				Security Identifier RYT CUSIP 78355W817				
01/10/17	3,600 000	111 3220	400,759 31	143 9245	518,128 20	117,368 89	3,598.16	0 69%
VANGUARD WHITEHALL FDS HIGH DIVIDEND YIELD ETF SHS Dividend Option Cash, Capital Gains Option Cash Ratings CITI-IDB CF				Security Identifier VYM CUSIP 921946406				
Multiple Y	Total Covered 15,068 000	61.7030	929,734.42	85 0100	1,280,930 68	351,196 26	36,539 90	2 85%
VANGUARD WORLD FDS VANGUARD INFORMATION Dividend Option Cash, Capital Gains Option Cash Ratings CITI-IDB CF				Security Identifier VGT CUSIP 92204A702				
12/30/16	3,300.000	121 7390	401,739 99	165 0100	544,533.00	142,793.01	5,349 30	0.98%
VANGUARD INDEX FDS VANGUARD REIT ETF Dividend Option. Cash, Capital Gains Option. Cash Ratings CITI-IDB NL				Security Identifier VNQ CUSIP 922908553				
Multiple *,3,Y	Total Noncovered 4,756 000	53 2200	253,113 47	84.3900	401,358.84	148,245.37	18,762.42	4 67%
Multiple Y	Total Covered 6,444 000	73.5200	473,765.06	84 3900	543,809 16	70,044.10	25,421.58	4.67%
Total	11,200 000		$726,878.53		$945,168.00	$218,289 47	$44,184 00	
VANGUARD INDEX FDS VANGUARD SMALL-CAP GROWTH ETF Dividend Option Cash, Capital Gains Option Cash Ratings CITI-IDB CF				Security Identifier VBK CUSIP 922908595				
Multiple *,3,Y	Total Noncovered 4,284 000	81 7100	350,043 72	160 9800	689,638 32	339,594 60	5,916.20	0.85%
10/17/13	Total Covered 128 000	116.5100	14,913 27	160.9800	20,605.44	5,692.17	176 77	0 85%
Total	4,412.000		$364,956 99		$710,243.76	$345,286.77	$6,092.97	

Portfolio Holdings (continued)

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Estimated Yield
EXCHANGE-TRADED PRODUCTS *(continued)*								
VANGUARD INDEX FDS VANGUARD MID-CAP ETF Dividend Option Cash; Capital Gains Option Cash Ratings CITI-IDB CF				Security Identifier VO CUSIP 922908629				
Multiple *,3,Y	Total Noncovered 6,370 000	78 5330	500,256 43	153 8300	979,897.09	479,640 66	13,300.56	1.35%
10/20/16	Total Covered 1,935 000	126 6000	244,971 00	153 8300	297,661 06	52,690 06	4,040 28	1.35%
Total	8,305.000		$745,227.43		$1,277,558.15	$532,330.72	$17,340.84	
VANGUARD INDEX FDS VANGUARD GROWTH ETF Dividend Option Cash, Capital Gains Option Cash Ratings CITI-IDB CF				Security Identifier VUG CUSIP 922908736				
11/08/11 *	Total Noncovered 2,620 000	63 7460	167,014.00	139 9000	366,538 00	199,524 00	4,346 58	1.18%
Multiple Y	Total Covered 9,600 000	106 3040	1,020,517 76	139 9000	1,343,040 00	322,522 24	15,926.40	1.18%
Total	12,220 000		$1,187,531.76		$1,709,578.00	$522,046.24	$20,272.98	
TOTAL EXCHANGE-TRADED PRODUCTS			$7,884,420.64		$11,219,556.70	$3,335,136.06	$214,598.73	

Citi Investment Manager Research rating codes (CF, CA or NL) may be shown for certain ETFs. Please refer to the "Guide to Investment Ratings" at the end of this statement for a description of these ratings codes. All research ratings represent the "opinions" of Citi and are not representations or guarantees of performance.

	Cost Basis	Market Value	Unrealized Gain/Loss	Accrued Interest	Estimated Annual Income
TOTAL PORTFOLIO HOLDINGS	$29,975,715.94	$36,688,858.62	$6,713,142.68	$450.00	$945,117.52

* *Noncovered under the cost basis rules as defined below*

Generally, securities acquired before 2011, in retirement accounts or held by Non-U.S entities are not subject to the cost basis reporting rules set forth in the Internal Revenue Code of 1986, as amended by the Emergency Economic Stabilization Act of 2008, and are marked as "noncovered". Securities marked as "covered", were identified as securities potentially subject to the cost basis reporting rules and may be reported to the IRS on form 1099-B for the applicable tax year in which the securities are disposed.

Note In the event where we cannot easily determine the taxability of an account, we may mark the account as covered. However, if the account does not receive a 1099B, the cost basis will not be reported to the IRS.

Cost Basis on fixed income securities may be adjusted for amortization, accretion, original issue discount adjustments, or principal paydowns. The calculation is based upon the

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Accrued Interest	Estimated Annual Income	Estimated Yield
OTHER 26.00% of Portfolio									
Other									
8CITIGROUP INC MEDIUM TERM SR NTS MTN LNKD TO INDU BARRIER DIGITAL PLUS 0.000% 0 000% 06/30/20 B/E DTD 06/30/15 INTEREST PAYABLE AT MATURITY			Security Identifier. 17298CBG2						
06/25/15	150,000.000	100.0000	150,000.00	125 0600	187,590 00	37,590 00	0 00		
			Original Cost Basis: $150,000.00						
8CITIGROUP INC MEDIUM TERM SR NTS BARRIER DIGITAL PLUS ON RTY 0 000% 11/29/19 B/E 0 000%311129 19 B/E DTD 11/30/15 INTEREST PAYABLE AT MATURITY			Security Identifier: 17298C4J4						
11/24/15	100,000.000	100 0000	100,000 00	125 4900	125,490 00	25,490 00	0 00		
			Original Cost Basis $100,000 00						
8CITIGROUP INC MEDIUM TERM SR NTS BUFFER SECURITIES BASED ON INDU SER-G 0.000% 0.000% 03/02/21 B/E DTD 03/01/16 INTEREST PAYABLE AT MATURITY			Security Identifier 17298C7H5						
02/25/16	150,000 000	100.0000	150,000.00	138 9400	208,410.00	58,410 00	0.00		

Portfolio Holdings (continued)

Date Acquired	Quantity	Unit Cost	Cost Basis	Market Price	Market Value	Unrealized Gain/Loss	Accrued Interest	Estimated Annual Income	Estimated Yield
OTHER *(continued)*									
Other *(continued)*									
CITIGROUP INC MEDIUM TERM SR NTS BUFFER *(continued)*									
			Original Cost Basis $150,000 00						
[B]CITIGROUP INC MEDIUM TERM SR NTS BUFFER SECS BASED ON S P 500 INDX SER H 0 000% 11/05/18 B/E DTD 11/05/13 INTEREST PAYABLE AT MATURITY			Security Identifier 1730TOA66						
10/31/13	150,000.000	100 0000	150,000 00	137 5600	206,340 00	56,340 00	0 00		
			Original Cost Basis $150,000 00						
[B]CITIGROUP INC MEDIUM TERM SR NTS BUFFER SECURITIES BASED ON THE S P 500 INDEX 0 000% 05/02/19 B/E DTD 05/01/14 INTEREST PAYABLE AT MATURITY			Security Identifier: 1730TON54						
04/28/14	150,000.000	100 0000	150,000.00	131.6200	197,430 00	47,430 00	0 00		
			Original Cost Basis $150,000.00						
[B]CITIGROUP INC MEDIUM TERM SR NTS BUFFER SECURITIES BASED ON THE EURO STOXX 50 0.000% 08/01/19 B/E DTD 08/01/14 INTEREST PAYABLE AT MATURITY			Security Identifier 1730TOT90						
07/29/14	100,000.000	100 0000	100,000 00	105.5700	105,570 00	5,570 00	0 00		
			Original Cost Basis $100,000.00						
[B]CITIGROUP INC MEDIUM TERM SR NTS BARRIER DIGITAL PLUS SECS LNKD TO SX5E 0 000% 03/31/20 B/E DTD 03/31/15 INTEREST PAYABLE AT MATURITY			Security Identifier 1730TO6E4						
03/26/15	100,000.000	100.0000	100,000 00	97.3400	97,340 00	-2,660.00	0 00		
			Original Cost Basis. $100,000.00						
[B]CITIGROUP GLOBAL MKTS HLDGS INC MEDIUM TERM NTS CITIGROUP INC 0.000% 09/30/21 B/E DTD 09/30/16 GTD CITIGROUP INC INTEREST PAYABLE AT MATURITY			Security Identifier 17324CAH9						
09/27/16	150,000.000	100.0000	150,000.00	115.0100	172,515 00	22,515 00	0 00		
			Original Cost Basis. $150,000.00						
Total Other			$1,050,000 00		$1,300,685.00	$250,685.00	$0.00	$0.00	
TOTAL OTHER			$1,050,000 00		$1,300,685.00	$250,685.00	$0 00	$0.00	

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The Vilcek Foundation, Inc.
November 30, 2017
EIN # 51-0404790

990-PF, Part IV

The Vilcek Foundation, Inc. makes contributions to preselected organizations and only accepts requests for funds for the ***Vilcek Prize for Creative Promise in Arts and Humanities*** and the ***Vilcek Prize for Creative Promise in Biomedical Research*** please refer to the Foundation's website for application guidelines and other information at www.vilcek.org

Attachment C