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C&E

EXTENDED TO NOVEMBER 15, 2018
Return of Private Foundation

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

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Go to www.irs.gov/Form990PF for instructions and the latest information.

OMB No 1545-0052

2017

Open to Public Inspection

Form 990-PF

Department of the Treasury
Internal Revenue Service

For calendar year 2017 or tax year beginning

, and ending

Name of foundation: **THE DIMENNA FOUNDATION, INC.**

Number and street (or P O box number if mail is not delivered to street address): **10 EAST 67TH STREET**

City or town, state or province, country, and ZIP or foreign postal code: **NEW YORK, NY 10065**

A Employer identification number: **06-1534269**

B Telephone number: **(212) 451-1141**

C If exemption application is pending, check here

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

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

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

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

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16): **\$ 19,399,014.**

J Accounting method:
 Cash
 Accrual
 Other (specify) _____

SCANNED FEB 14 2019

Part II Analysis of Revenue and Expenses		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received		25,000.		N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		149.	149.		STATEMENT 1
4 Dividends and interest from securities		97,886.	97,886.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		42,980.			
b Gross sales price for all assets on line 6a		42,980.			
7 Capital gain net income (from Part IV, line 2)			42,980.		
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		11,582.	11,582.		STATEMENT 3
12 Total. Add lines 1 through 11		177,597.	152,597.		
13 Compensation of officers, directors, trustees, etc		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees STMT 4		14,322.	0.		14,322.
c Other professional fees					
17 Interest					
18 Taxes STMT 5		3,000.	0.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 6		26,611.	25,861.		0.
24 Total operating and administrative expenses. Add lines 13 through 23		43,933.	25,861.		14,322.
25 Contributions, gifts, grants paid		1,151,000.			1,151,000.
26 Total expenses and disbursements. Add lines 24 and 25		1,194,933.	25,861.		1,165,322.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		-1,017,336.			
b Net investment income (if negative, enter -0-)			126,736.		
c Adjusted net income (if negative, enter -0-)				N/A	

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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	723,887.	30,048.	30,048.
	2 Savings and temporary cash investments	67,137.	67,165.	67,165.
	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 7	10,262.	10,262.	35,043.
	c Investments - corporate bonds			
	Liabilities	11 Investments - land, buildings, and equipment basis ▶		
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other STMT 8		14,283,760.	13,960,235.	19,265,363.
14 Land, buildings, and equipment: basis ▶				
Less: accumulated depreciation ▶				
15 Other assets (describe ▶ DISTRIBUTIONS RECEI)		1,395.	1,395.	1,395.
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		15,086,441.	14,069,105.	19,399,014.
Net Assets or Fund Balances	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 ▶ <input type="checkbox"/>			
	and complete lines 24 through 26, and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>			
	and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	21,879,589.	21,879,589.	
28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.		
29 Retained earnings, accumulated income, endowment, or other funds	-6,793,148.	-7,810,484.		
30 Total net assets or fund balances	15,086,441.	14,069,105.		
31 Total liabilities and net assets/fund balances	15,086,441.	14,069,105.		

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	15,086,441.
2 Enter amount from Part I, line 27a	2	-1,017,336.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	14,069,105.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	14,069,105.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (for example, 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 TWIN HAVEN SPEC. OPPTS FD IV	P		
b TWIN HAVEN SPEC. OPPTS FD III	P		
c TWIN HAVEN SPEC. OPPTS FD IV	P		
d TWIN HAVEN SPEC. OPPTS FD III	P	VARIOUS	12/31/17
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) ((e) plus (f) minus (g))
a 5,344.			5,344.
b -194,998.			-194,998.
c 2,475.			2,475.
d 230,159.			230,159.
e			

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

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	42,980.
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	N/A

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

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

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

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

If "Yes," the foundation doesn't 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))
2016	1,215,762.	21,368,554.	.056895
2015	1,294,769.	26,714,351.	.048467
2014	1,253,615.	24,608,662.	.050942
2013	1,234,678.	24,810,554.	.049764
2012	1,289,093.	25,037,845.	.051486

2 Total of line 1, column (d)	2	.257554
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5.0, or by the number of years the foundation has been in existence if less than 5 years	3	.051511
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	18,591,527.
5 Multiply line 4 by line 3	5	957,668.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,267.
7 Add lines 5 and 6	7	958,935.
8 Enter qualifying distributions from Part XII, line 4	8	1,165,322.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	1,267.
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	1,267.
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	1,267.
6 Credits/Payments:			
a 2017 estimated tax payments and 2016 overpayment credited to 2017	6a	2,114.	
b Exempt foreign organizations - tax withheld at source	6b	0.	
c Tax paid with application for extension of time to file (Form 8868)	6c	0.	
d Backup withholding erroneously withheld	6d	0.	
7 Total credits and payments. Add lines 6a through 6d	7	2,114.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	0.	
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	847.	
11 Enter the amount of line 10 to be: Credited to 2018 estimated tax <input type="checkbox"/> 847. Refunded <input checked="" type="checkbox"/>	11	0.	

Part VII 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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition. 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.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input type="checkbox"/> \$ 0. (2) On foundation managers. <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ 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.		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		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		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?	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	X	
8a Enter the states to which the foundation reports or with which it is registered. See instructions. <u>NY</u>		
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	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 2017 or the tax year beginning in 2017? See the instructions for Part XIV. If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Part VII-A Statements Regarding Activities (continued)

- 11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. See instructions
- 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
- 13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?
Website address **▶ N/A**

	Yes	No
11		X
12		X
13	X	

14 The books are in care of **▶ JOSEPH A. DIMENNA** Telephone no. **▶ 212-451-1141**
 Located at **▶ 10 EAST 67TH STREET, NEW YORK, NY** ZIP+4 **▶ 10065**

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**

- 16 At any time during calendar year 2017, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?
 See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country **▶ CAYMAN ISLANDS**

	Yes	No
16	X	

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

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

- 1a During the year, did the foundation (either directly or indirectly):
 - (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. Organizations relying on a current notice regarding disaster assistance, check here **N/A**
- 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 2017? **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 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2017? 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**
 - 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 2017 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 2017.) **N/A**
- 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 2017? **4b** **X**

	Yes	No
1b		
1c		X
2b		
3b		
4a		X
4b		X

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
NONE		

Total number of others receiving over \$50,000 for professional services ▶ 0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 NOT APPLICABLE	
	0.
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 NOT APPLICABLE	
2	0.
3 All other program-related investments. See instructions.	
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	0.
b	Average of monthly cash balances	1b	379,996.
c	Fair market value of all other assets	1c	18,494,651.
d	Total (add lines 1a, b, and c)	1d	18,874,647.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	18,874,647.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	283,120.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	18,591,527.
6	Minimum investment return. Enter 5% of line 5	6	929,576.

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

1	Minimum investment return from Part X, line 6	1	929,576.
2a	Tax on investment income for 2017 from Part VI, line 5	2a	1,267.
b	Income tax for 2017. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,267.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	928,309.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	928,309.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	928,309.

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	1,165,322.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8; and Part XIII, line 4	4	1,165,322.
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	1,267.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,164,055.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2016	(c) 2016	(d) 2017
1 Distributable amount for 2017 from Part XI, line 7				928,309.
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only			1,067,568.	
b Total for prior years: 2015 , _____ , _____		19,597.		
3 Excess distributions carryover, if any, to 2017:				
a From 2012				
b From 2013				
c From 2014				
d From 2015				
e From 2016				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2017 from Part XII, line 4: ► \$ 1,165,322.				
a Applied to 2016, but not more than line 2a			1,067,568.	
b Applied to undistributed income of prior years (Election required - see instructions)		19,597.	STATEMENT 10	
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2017 distributable amount				78,157.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2017 (If an amount appears in column (d), the same amount must be shown in column (e))	0.			0.
6 Enter the net total of each column as indicated below:	0.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2016. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2017. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2018				850,152.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2012 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2013				
b Excess from 2014				
c Excess from 2015				
d Excess from 2016				
e Excess from 2017				

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

N/A

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 2017, enter the date of the ruling

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

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

Tax year	Prior 3 years			(e) Total
(a) 2017	(b) 2016	(c) 2015	(d) 2014	
b 85% of line 2a				
c Qualifying distributions from Part XII, line 4 for each year listed				
d Amounts included in line 2c not used directly for active conduct of exempt activities				
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c				
3 Complete 3a, b, or c for the alternative test relied upon:				
a "Assets" alternative test - enter:				
(1) Value of all assets				
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)				
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed				
c "Support" alternative test - enter:				
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)				
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)				
(3) Largest amount of support from an exempt organization				
(4) Gross investment income				

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

JOSEPH A. DIMENNA

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., to individuals or organizations under other conditions, complete items 2a, b, c, and d.

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

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

c Any submission deadlines:

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

Part XV Supplementary Information *(continued)*

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

Recipient 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				
AMERICAN RED CROSS 431 18TH STREET NW WASHINGTON, DC 20006		PC	GENERAL OPERATING PURPOSE	10,000.
BALLET HISPANICO 167 W 89TH STREET NEW YORK, NY 10024		PC	GENERAL OPERATING PURPOSE	10,000.
BARYSHNIKOV ARTS CENTER 450 W 37TH ST #501 NEW YORK, NY 10018		PC	GENERAL OPERATING PURPOSE	50,000.
CARNEGIE HALL 881 7TH AVENUE NEW YORK, NY 10019		PC	GENERAL OPERATING PURPOSE	10,000.
EPISCOPAL SCHOOL 35 E 69TH STREET NEW YORK, NY 10021		PC	GENERAL OPERATING PURPOSE	5,000.
Total				1,151,000.
SEE CONTINUATION SHEET(S)				▶ 3a
b Approved for future payment				
NONE				
Total				0.
				▶ 3b

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
FAIRFIELD UNIVERSITY 1073 N BENSON ROAD FAIRFIELD, CT 06824		PC	GENERAL OPERATING PURPOSE	100,000.
MEMORIAL SLOAN KETTERING CANCER CENTER 1275 YORK AVENUE NEW YORK, NY 10065		PC	GENERAL OPERATING PURPOSE	10,000.
METROPOLITAN MUSEUM OF ART 1000 5TH AVENUE NEW YORK, NY 10028		PC	GENERAL OPERATING PURPOSE	10,000.
MUSEUM OF MODERN ART 11 W 53RD STREET NEW YORK, NY 10019		PC	GENERAL OPERATING PURPOSE	10,000.
MUSEUM OF POLO 9011 LAKE WORTH RD LAKE WORTH, FL 33467		PC	GENERAL OPERATING PURPOSE	6,000.
NATIONAL DANCE INSTITUTE 217 W 147TH STREET NEW YORK, NY 10039		PC	GENERAL OPERATING PURPOSE	10,000.
NEW 42ND STREET 229 W 42ND STREET NEW YORK, NY 10036		PC	GENERAL OPERATING PURPOSE	5,000.
NEW YORK HISTORICAL SOCIETY 170 CENTRAL PARK WEST NEW YORK, NY 10024		PC	GENERAL OPERATING PURPOSE	250,000.
ORCHESTRA OF ST. LUKE'S 450 WEST 37TH STREET, SUITE 502 NEW YORK, NY 10018		PC	GENERAL OPERATING PURPOSE	300,000.
SOUTHAMPTON HOSPITAL 240 MEETING HOUSE LANE SOUTHAMPTON, NY 11968		PC	GENERAL OPERATING PURPOSE	10,000.
Total from continuation sheets				1,066,000.

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
ST. JUDE'S RESEARCH HOSPITAL 220 E 42ND STREET NEW YORK, NY 10017		PC	GENERAL OPERATING PURPOSE	100,000.
THE ROBIN HOOD FOUNDATION 826 BROADWAY NEW YORK, NY 10003		PC	GENERAL OPERATING PURPOSE	100,000.
THE SALVATION ARMY 440 W NYACK RD WEST NYACK, NY 10994		PC	GENERAL OPERATING PURPOSE	10,000.
WHITNEY MUSEUM 99 GANSEVOORT STREET NEW YORK, NY 10014		PC	GENERAL OPERATING PURPOSE	2,500.
ZVI DANCE 246 W 38TH STREET NEW YORK, NY 10018		PC	GENERAL OPERATING PURPOSE	5,000.
NYPL FOR TOFT 40 LINCOLN CENTER PLAZA, 3RD FLOOR NEW YORK, NY 10023		PC	GENERAL OPERATING PURPOSE	20,000.
MANHATTAN YOUTH BALLETT 248 WEST 60TH STREET NEW YORK, NY 10023		PC	GENERAL OPERATING PURPOSE	2,500.
NATIONAL YOUNGARTS 2100 BISCAYNE BLVD MIAMI, FL 33137		PC	GENERAL OPERATING PURPOSE	10,000.
PIONEER WORKS 159 PIONEER ST BROOKLYN, NY 11231		PC	GENERAL OPERATING PURPOSE	25,000.
SOUTHAMPTON FRESH AIR HOME 36 BARKERS ISLAND RD SOUTHAMPTON, NY 11968		PC	GENERAL OPERATING PURPOSE	10,000.
Total from continuation sheets				

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
THE PUBLIC THEATER 425 LAFAYETTE ST NEW YORK, NY 10003		PC	GENERAL OPERATING PURPOSE	35,000.
CENTRAL PARK CONSERVANCY 14 EAST 60TH ST NEW YORK, NY 10022		PC	GENERAL OPERATING PURPOSE	25,000.
BROOKLYN ACADEMY OF MUSIC 30 LAFAYETTE AVE BROOKLYN, NY 11217		PC	GENERAL OPERATING PURPOSE	10,000.
Total from continuation sheets				

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
US TRUST #0701	130.	130.	
US TRUST #7437	19.	19.	
TOTAL TO PART I, LINE 3	149.	149.	

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
TWIN HAVEN SPECIAL OPPORTUNITIES FUND III, LP	11,935.	0.	11,935.	11,935.	
TWIN HAVEN SPECIAL OPPORTUNITIES FUND IV, LP	85,923.	0.	85,923.	85,923.	
WATERMARK SECURTIES INC.	28.	0.	28.	28.	
TO PART I, LINE 4	97,886.	0.	97,886.	97,886.	

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
OTHER PORTFOLIO INCOME	11,582.	11,582.	
TOTAL TO FORM 990-PF, PART I, LINE 11	11,582.	11,582.	

FORM 990-PF

ACCOUNTING FEES

STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
DELOITTE TAX LLP	14,322.	0.		14,322.
TO FORM 990-PF, PG 1, LN 16B	14,322.	0.		14,322.

FORM 990-PF

TAXES

STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL TAX PAYMENTS	3,000.	0.		0.
TO FORM 990-PF, PG 1, LN 18	3,000.	0.		0.

FORM 990-PF

OTHER EXPENSES

STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT EXPENSE FROM TWIN HAVEN SPECIAL OPPORTUNITIES FD III	0.	0.		0.
INVESTMENT EXPENSE FROM TWIN HAVEN SPECIAL OPPORTUNITIES FD IV	25,786.	25,786.		0.
NYS DEPARTMENT OF LAW BANK FEE	750. 75.	0. 75.		0. 0.
TO FORM 990-PF, PG 1, LN 23	26,611.	25,861.		0.

FORM 990-PF	CORPORATE STOCK	STATEMENT 7	
DESCRIPTION		BOOK VALUE	FAIR MARKET VALUE
466 SHS EPLUS INC		10,262.	35,043.
TOTAL TO FORM 990-PF, PART II, LINE 10B		10,262.	35,043.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT 8	
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
FLORIDIAN COMMUNITY HOLDINGS	COST	422,392.	422,392.
TWIN HAVEN SPECIAL OPPORTUNITIES FUND III	COST	0.	413,083.
TWIN HAVEN SPECIAL OPPORTUNITIES FUND IV	COST	1,660,902.	1,418,773.
ZWEIG DIMENNA INT. LTD. 75.476	COST	11,876,941.	17,011,115.
TOTAL TO FORM 990-PF, PART II, LINE 13		13,960,235.	19,265,363.

FORM 990-PF	OTHER ASSETS	STATEMENT 9	
DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
DISTRIBUTIONS RECEIVABLE	1,395.	1,395.	1,395.
TO FORM 990-PF, PART II, LINE 15	1,395.	1,395.	1,395.

FORM/LINE IDENTIFIER

FORM 990PF PT XIII LN 4B - ELECTION UNDER REG SEC 53.4942(A)-3(D)(2)

EXPLANATION:

ELECTION UNDER REG SECTION 53.4942(A)-3(D)(2) TO APPLY ALL OR PART OF THE REMAINING QUALIFYING DISTRIBUTIONS TO ANY UNDISTRIBUTED INCOME REMAINING FROM YEARS BEFORE 2016.

PURSUANT TO TREASURY REGULATIONS SECTION 53.4942(A)-3(D)(2), THE TAXPAYER HEREBY ELECTS TO TREAT THE CURRENT YEAR QUALIFYING DISTRIBUTIONS OF \$19,597 AS BEING APPLIED TO UNDISTRIBUTED INCOME OF YEARS PRIOR TO 2016.