

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

2017

Open to Public Inspection

For calendar year 2017 or tax year beginning

, 2017, and ending

CELE H. & WILLIAM B. RUBIN FAMILY FUND, INC
32 MONADNOCK ROAD, C/O ELLEN GORDON
WELLESLEY HILLS, MA 02481

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

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

I Fair market value of all assets at end of year
 (from Part II, column (c), line 16) J Accounting method. Cash Accrual
 ► \$ 91,406,811. Other (specify) (Part I, column (d) must be on cash basis)

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
R E V E N U E	1 Contributions, gifts, grants, etc., received (attach schedule)	700,000.			
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	66,404.	66,404.	N/A	
	4 Dividends and interest from securities	838,997.	838,997.		
	5a Gross rents.				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	292,930.			
	b Gross sales price for all assets on line 6a	19,991,667.			
	7 Capital gain net income (from Part IV, line 2)		292,930.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
A D M I N I S T R A T I V E O P E R A T I N G A N D E X P E N S E S	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	SEE STATEMENT 1		292.		
	12 Total Add lines 1 through 11	1,898,623.	1,198,331.		
	13 Compensation of officers, directors, trustees, etc.	0.			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)	SEE ST 2	10,740.		
	b Accounting fees (attach sch)	SEE ST 3	29,525.		
	c Other professional fees (attach sch)	SEE ST 4	504,368.	504,368.	
	17 Interest				
	18 Taxes (attach schedule)(see instrs)	SEE STM 5	49,626.	8,919.	
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)				
	SEE STATEMENT 6		2,165.		
	24 Total operating and administrative expenses. Add lines 13 through 23.		596,424.	513,287.	
	25 Contributions, gifts, grants paid	PART XV	5,192,684.		5,192,684.
	26 Total expenses and disbursements. Add lines 24 and 25		5,789,108.	513,287.	5,192,684.
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements		-3,890,485.		
	b Net investment income (if negative, enter -0-)			685,044.	
	c Adjusted net income (if negative, enter -0-)				

Part II	Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
ASSETS	1 Cash – non-interest-bearing		86,588.	269,290.	269,290.
	2 Savings and temporary cash investments		4,180,528.	886,459.	886,459.
	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 (attach schedule) (see instructions)				
	7 Other notes and loans receivable (attach sch)	►			
	Less: allowance for doubtful accounts	►			
	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges		40,934.	33,397.	33,397.
	10a Investments – U S and state government obligations (attach schedule)				
	b Investments – corporate stock (attach schedule)		27,569,814.	25,843,112.	88,613,335.
	c Investments – corporate bonds (attach schedule)		576,756.	1,531,882.	1,604,330.
	11 Investments – land, buildings, and equipment basis	►			
	Less accumulated depreciation (attach schedule)	►			
	12 Investments – mortgage loans				
	13 Investments – other (attach schedule)				
	14 Land, buildings, and equipment basis	►			
	Less accumulated depreciation (attach schedule)	►			
	15 Other assets (describe ►)		5.		
	16 Total assets (to be completed by all filers – see the instructions Also, see page 1, item 1)		32,454,625.	28,564,140.	91,406,811.
LIABILITIES	17 Accounts payable and accrued expenses				
	18 Grants payable				
	19 Deferred revenue				
	20 Loans from officers, directors, trustees, & other disqualified persons				
	21 Mortgages and other notes payable (attach schedule)				
	22 Other liabilities (describe ►)				
	23 Total liabilities (add lines 17 through 22)		0.	0.	
NET FUND ASSETS OR	Foundations that follow SFAS 117, check here and complete lines 24 through 26, and lines 30 and 31.		► <input type="checkbox"/>		
	24 Unrestricted				
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.		► <input checked="" type="checkbox"/>		
	27 Capital stock, trust principal, or current funds		32,454,625.	28,564,140.	
	28 Paid-in or capital surplus, or land, bldg , and equipment fund				
	29 Retained earnings, accumulated income, endowment, or other funds				
	30 Total net assets or fund balances (see instructions)		32,454,625.	28,564,140.	
	31 Total liabilities and net assets/fund balances (see instructions)		32,454,625.	28,564,140.	

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	32,454,625.
2 Enter amount from Part I, line 27a	2	-3,890,485.
3 Other increases not included in line 2 (itemize) ►	3	
4 Add lines 1, 2, and 3	4	28,564,140.
5 Decreases not included in line 2 (itemize) ►	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	28,564,140.

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 shares MLC Company)		(b) How acquired P — Purchase D — Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1 a SEE STATEMENT 7				
b				
c				
d				
e				
(e) Gross sales price		(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g))
a				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(f) FMV as of 12/31/69		(i) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (f), 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		2 292, 930.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)		If gain, also enter in Part I, line 8, column (c) See instructions If (loss), enter -0- in Part I, line 8		3 504, 511.

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	4,464,258.	91,810,489.	0.048625
2015	4,516,782.	87,568,578.	0.051580
2014	4,477,577.	87,308,480.	0.051285
2013	4,405,053.	86,388,166.	0.050991
2012	3,287,413.	67,699,252.	0.048559
2 Total of line 1, column (d)			2 0.251040
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 0.050208
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5			4 94,425,682.
5 Multiply line 4 by line 3			5 4,740,925.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 6,850.
7 Add lines 5 and 6			7 4,747,775.
8 Enter qualifying distributions from Part XII, line 4			8 5,192,684.

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)

1 a Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter 'N/A' on line 1	1	6,850.
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	2	0.
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)	3	6,850.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only, others, enter -0-)	4	0.
3 Add lines 1 and 2	5	6,850.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only, others, enter -0-)		
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		
6 Credits/Payments		
a 2017 estimated tax pmts and 2016 overpayment credited to 2017	6 a	33,397.
b Exempt foreign organizations – tax withheld at source	6 b	
c Tax paid with application for extension of time to file (Form 8868)	6 c	
d Backup withholding erroneously withheld	6 d	
7 Total credits and payments Add lines 6a through 6d	7	33,397.
8 Enter any penalty for underpayment of estimated tax Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0.
10 Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	26,547.
11 Enter the amount of line 10 to be Credited to 2018 estimated tax ► 26,547. Refunded ► 11		0.

Part VII-A Statements Regarding Activities

1 a 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?	Yes	No
1 a	X	
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition	1 b	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?	1 c	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
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year? b If 'Yes,' has it filed a tax return on Form 990-T for this year?	4 a	X
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If 'Yes,' attach the statement required by General Instruction T	4 b	N/A
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?	5	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	6	X
8 a Enter the states to which the foundation reports or with which it is registered See instructions NY MA	7	X
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	8 b	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	9	X
10 Did any persons become substantial contributors during the tax year? If 'Yes,' attach a schedule listing their names and addresses SEE STATEMENT 8	10	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	11	Yes	No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If 'Yes,' attach statement. See instructions	12	X	
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address	13	X	
14	The books are in care of ▶ <u>ELLEN GORDON</u> Located at ▶ <u>32 MONADNOCK ROAD WELLESLEY HILLS MA</u>	Telephone no ▶ <u>781-235-4751</u> ZIP + 4 ▶ <u>02481</u>		
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 ▶	16	Yes	No

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

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

1 a	During the year, did the foundation (either directly or indirectly)	Yes	No
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(6) Agree to pay money or property to a government official? (Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
1 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	1 b	N/A
1 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? ▶ <input type="checkbox"/>	1 c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2017? If 'Yes,' list the years ▶ <u>20_</u> , <u>20_</u> , <u>20_</u> , <u>20_</u> <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer 'No' and attach statement – see instructions) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	2 b	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 ▶ <u>20_</u> , <u>20_</u> , <u>20_</u> , <u>20_</u>		
3 a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If 'Yes,' did it have excess business holdings in 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) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	3 b	N/A
4 a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	4 a	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	4 b	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	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	Yes	No
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is 'Yes' to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance? See instructions		5b	N/A
Organizations relying on a current notice regarding disaster assistance, check here.	<input type="checkbox"/>		
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 <input type="checkbox"/> Yes <input type="checkbox"/> No		
If 'Yes,' attach the statement required by Regulations section 53 4945–5(d)			
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If 'Yes,' did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A	7b	

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

SEE STATEMENT 10

1 List all officers, directors, trustees, and foundation managers and their compensation. See instructions.

(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
ELLEN R. GORDON 32 MONADNOCK ROAD WELLESLEY HILLS, MA 02481	PRESIDENT 0	0.	0.	0.
BRUCE S. HYAMS 35764 ATLANTIC AVE-1449 OCEAN VIEW, DE 19970	SECRETARY 0	0.	0.	0.

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

(a) Name and address of each employee paid more than \$50,000	(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
ELLEN GORDON 32 MONADNOCK ROAD WELLESLEY, MA 02481	0	0.	0.	0.

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

0

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

3 Five highest-paid independent contractors for professional services. See instructions. If none, enter 'NONE.'		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
FIRST MANHATTAN CO. 42 BROADWAY NEW YORK, NY 10004	INVESTMENT ADVISORY	450,038.
Total number of others receiving over \$50,000 for professional services		1

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	THE FOUNDATION HAS NO DIRECT CONDUCT OF CHARITABLE ACTIVITIES, RATHER IT IS A NON OPERATING PRIVATE FOUNDATION	
2		
3		
4		

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

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

BAA

Form 990-PF (2017)

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

b Average of monthly cash balances

c Fair market value of all other assets (see instructions)

d Total (add lines 1a, b, and c)

e Reduction claimed for blockage or other factors reported on lines 1a and

1c (attach detailed explanation)

1e 0

1a	92,224,876.
1b	3,638,761.
1c	
1d	95,863,637.
2	0.
3	95,863,637.
4	1,437,955.
5	94,425,682.
6	4,721,284.

2 Acquisition indebtedness applicable to line 1 assets

3 Subtract line 2 from line 1d

4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3
(for greater amount, see instructions).

5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4

6 Minimum investment return. Enter 5% of line 5

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 4,721,284.

2a Tax on investment income for 2017 from Part VI, line 5

2a 6,850.

b Income tax for 2017 (This does not include the tax from Part VI)

2b

2c 6,850.

c Add lines 2a and 2b

3 4,714,434.

3 Distributable amount before adjustments Subtract line 2c from line 1

4 4,714,434.

4 Recoveries of amounts treated as qualifying distributions

5 4,714,434.

5 Add lines 3 and 4

6 4,714,434.

6 Deduction from distributable amount (see instructions)

7 4,714,434.

7 Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1

Part XII Qualifying Distributions (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes

1a 5,192,684.

a Expenses, contributions, gifts, etc – total from Part I, column (d), line 26

1b

b Program-related investments – total from Part IX-B

2

2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes

3

3 Amounts set aside for specific charitable projects that satisfy the

3a

a Suitability test (prior IRS approval required)

3b

b Cash distribution test (attach the required schedule)

4 5,192,684.

4 Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4

5 6,850.

5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income

Enter 1% of Part I, line 27b See instructions

6 5,185,834.

6 Adjusted qualifying distributions. Subtract line 5 from line 4

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				4,714,434.
2 Undistributed income, if any, as of the end of 2017			2,650,339.	
a Enter amount for 2016 only		0.		
b Total for prior years 20 20 20				
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 ► \$ 5,192,684.				
a Applied to 2016, but not more than line 2a		2,650,339.		
b Applied to undistributed income of prior years (Election required – see instructions)		0.		
c Treated as distributions out of corpus (Election required – see instructions)	0.			
d Applied to 2017 distributable amount			2,542,345.	
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 (a))	0.			0.
6 Enter the net total of each column as indicated below:				
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 instructions			0.	
f Undistributed income for 2017 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2018				2,172,089.
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 (see instructions)	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				

BAA

Form 990-PF (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				<input type="checkbox"/>	4942(j)(3) or	<input checked="" type="checkbox"/> 4942(j)(5)
b	Check box to indicate whether the foundation is a private operating foundation described in section				<input type="checkbox"/>	4942(j)(3) or	<input checked="" type="checkbox"/> 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))

ELLEN R. GORDON

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 See instructions

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

SEE STATEMENT 11

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

SEE STATEMENT FOR LINE 2A

c Any submission deadlines

SEE STATEMENT FOR LINE 2A

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

SEE STATEMENT FOR LINE 2A

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<i>a Paid during the year</i>				
SEE ATTACHED SCHEDULE 32 MONADNOCK WELLESLEY HILLS MA 02481	NONE	NC	CHARITABLE	5,192,684.
Total				► 3a 5,192,684.
<i>b Approved for future payment</i>				
Total				► 3b

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments .. .			14	66,404.	
4 Dividends and interest from securities. . . .			14	838,997.	
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			14	292.	
8 Gain or (loss) from sales of assets other than inventory					292,930.
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				905,693.	292,930.
13 Total. Add line 12, columns (b), (d), and (e)					1,198,623.

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)
1	NOT APPLICABLE

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

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.

**Sign
Here**

► Elmer R. Gordon
Signature of officer or instructor

Signature of officer or trustee

14/16/18

Date

PRESIDENT

Title

May the IRS discuss
this return with the
preparer shown below?
See instructions

Paid Preparer Use Only	Print/Type preparer's name BRUCE S HYAMS, CPA	Preparer's signature <i>Bruce S Hyams</i>	Date 4-3-18	Check <input type="checkbox"/> if self-employed	PTIN P00221463
	Firm's name ► RASKIN & RASKIN CPAS PC	Firm's EIN ► 11-3235413			
	Firm's address ► 52 ELM ST, STE 2 HUNTINGTON, NY 11743-3489	Phone no (631) 421-5140			

BAA

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

OMB No 1545-0047

2017**Schedule of Contributors**

- Attach to Form 990, Form 990-EZ, or Form 990-PF.
- Go to www.irs.gov/Form990 for the latest information.

Name of the organization

CELE H. & WILLIAM B. RUBIN FAMILY FUND, INC

Employer identification number

11-6026235

Organization type (check one)

Filers of:

Form 990 or 990-EZ

Section:

- 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).

BAA For Paperwork Reduction Act Notice, see the instructions for Form 990, 990-EZ, or 990-PF.

Schedule B (Form 990, 990-EZ, or 990-PF) (2017)

Name of organization

Employer identification number

CELE H. & WILLIAM B. RUBIN FAMILY FUND, INC

11-6026235

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

(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	TOOTSIE ROLL INDUSTRIES, INC. 7401 SOUTH CICERO AVENUE CHICAGO, IL 60629	\$ 550,000	<input checked="" type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash
			(Complete Part II for noncash contributions.)
(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
2	ELLEN GORDON 32 MONADNOCK ROAD WELLESLEY HILLS, MA 02481	\$ 150,000	<input checked="" type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash
			(Complete Part II for noncash contributions.)
(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
			<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash
			(Complete Part II for noncash contributions.)
(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
			<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash
			(Complete Part II for noncash contributions.)
(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
			<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash
			(Complete Part II for noncash contributions.)
(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
			<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash
			(Complete Part II for noncash contributions.)

Name of organization

CELE H. & WILLIAM B. RUBIN FAMILY FUND, INC.

Employer identification number

11-6026235

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

BAA

Schedule B (Form 990, 990-EZ, or 990-PF) (2017)

Name of organization

CELE H. & WILLIAM B. RUBIN FAMILY FUND, INC

Employer identification number

11-6026235

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

2017

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CELE H.& WILLIAM B.RUBIN FAMILY FUND,INC

11-6026235

4/04/18

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STATEMENT 1
FORM 990-PF, PART I, LINE 11
OTHER INCOME

	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
OTHER INVESTMENT INCOME			
TOTAL	\$ 292.	\$ 0.	\$ 0.

STATEMENT 2
FORM 990-PF, PART I, LINE 16A
LEGAL FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES PAID				
TOTAL	\$ 10,740.	\$ 0.	\$ 0.	\$ 0.

STATEMENT 3
FORM 990-PF, PART I, LINE 16B
ACCOUNTING FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES TAX RETURNS PREPARATION	\$ 23,725. 5,800.	\$ 0.	\$ 0.	\$ 0.
TOTAL	\$ 29,525.	\$ 0.	\$ 0.	\$ 0.

STATEMENT 4
FORM 990-PF, PART I, LINE 16C
OTHER PROFESSIONAL FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BIRCH HILL FEES INVESTMENT FEES FIRST MANHATTAN CO. INVESTMENT FEES	\$ 20,933.	\$ 20,933.	\$ 20,933.	\$ 20,933.
GENEVA INVESTMENT FEES	450,038.	450,038.	450,038.	450,038.
MERRILL LYNCH FEES	33,067.	33,067.	33,067.	33,067.
	330.	330.	330.	330.
TOTAL	\$ 504,368.	\$ 504,368.	\$ 504,368.	\$ 504,368.

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CELE H.& WILLIAM B.RUBIN FAMILY FUND,INC

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STATEMENT 5
FORM 990-PF, PART I, LINE 18
TAXES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL EXCISE TAX	\$ 40,707.			
FOREIGN TAXES WITHHELD ON INVESTMENTS	8,919.	\$ 8,919.		
TOTAL	\$ 49,626.	\$ 8,919.		0.

STATEMENT 6
FORM 990-PF, PART I, LINE 23
OTHER EXPENSES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ANNUAL PUBLIC NOTICE	\$ 155.			
FILING FEES COMMONWEALTH OF MASS	500.			
NYS DEPARTMENT OF LAW FILING FEES	1,500.			
ROUNDING	10.			
TOTAL	\$ 2,165.	\$ 0.		0.

STATEMENT 7
FORM 990-PF, PART IV, LINE 1
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(A) DESCRIPTION	(B) HOW ACQUIRED	(C) DATE ACQUIRED	(D) DATE SOLD
1	200000 CHESAPEAKE ENERGY CORP. 6.5% 8.15.17	PURCHASED	9/16/2010	1/23/2017
2	30000 SOUTHWEST AIRLS CO	PURCHASED	6/29/2016	3/06/2017
3	10000 HRG GROUP INC COM	PURCHASED	6/09/2015	3/23/2017
4	3160000 UNITED STATES TREA. 0.00% 4/13/1	PURCHASED	1/17/2017	4/13/2017
5	200000 BROOKFIELD ASSET MGMT 5.80% 4/25/17	PURCHASED	11/08/2012	4/25/2017
6	5000 HRG GROUP INC COM	PURCHASED	6/09/2015	4/28/2017
7	5000 COMCAST CORP CL A	PURCHASED	7/25/2011	5/15/2017
8	34400 IGNITE RESTAURANT GROUP	PURCHASED	7/07/2014	6/09/2017
9	20600 IGNITE RESTAURANT GROUP	PURCHASED	8/06/2014	6/09/2017
10	20000 IGNITE RESTAURANT GROUP	PURCHASED	8/13/2014	6/09/2017
11	9250 WINNEBAGO INDUSTRY	PURCHASED	6/26/2017	7/10/2017
12	7300 CVS CAREMARK CORP	PURCHASED	10/26/2010	9/21/2017
13	5000 CVS CAREMARK CORP	PURCHASED	12/02/2010	9/21/2017
14	100 CVS CAREMARK CORP	PURCHASED	3/27/2007	9/21/2017
15	100 CVS CAREMARK CORP	PURCHASED	3/27/2007	9/21/2017
16	2500 CVS CAREMARK CORP	PURCHASED	12/30/2016	9/21/2017
17	5148000 UNITED STATES TREAS 0.00% 11/09/	PURCHASED	8/14/2017	11/02/2017
18	30000 JOHNSON CTLS INTL PLC	PURCHASED	9/21/2017	11/20/2017
19	17500 VIACOM CL B	PURCHASED	12/07/2012	11/22/2017
20	2700000 UNITED STATES TREAS. 0.00% 2/8/1	PURCHASED	11/13/2017	11/30/2017
21	500000 UNITED STATES TREAS. 0.00% 2/8/1	PURCHASED	11/13/2017	12/20/2017
22	1000000 UNITED STATES TREAS. 0.00% 2/8/1	PURCHASED	11/13/2017	12/21/2017
23	190 SBA COMMUNICATIONS CORP-7700	PURCHASED	7/27/2015	1/31/2017

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CELE H.& WILLIAM B.RUBIN FAMILY FUND,INC

11-6026235

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STATEMENT 7 (CONTINUED)
FORM 990-PF, PART IV, LINE 1
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(A) DESCRIPTION	(B) HOW ACQUIRED	(C) DATE ACQUIRED	(D) DATE SOLD
24	390 SBA COMMUNICATIONS CORP-7700	PURCHASED	7/27/2015	1/31/2017
25	180 ACUITY BRANDS INC	PURCHASED	5/26/2016	2/01/2017
26	140 ACUITY BRANDS INC	PURCHASED	5/26/2016	2/02/2017
27	175 IDEXX LABORATORIES INC (7700)	PURCHASED	7/27/2015	3/06/2017
28	270 EDWARDS LIFESCIENCES (7700)	PURCHASED	7/27/2015	3/09/2017
29	510 EOG RESOURCES INC	PURCHASED	10/11/2016	4/24/2017
30	195 ALIGHN TECHNOLOGY	PURCHASED	5/04/2016	4/28/2017
31	390 MANHATTAN ASSOCIATES INC 7700	PURCHASED	8/14/2015	5/05/2017
32	330 MANHATTAN ASSOCIATES INC 7700	PURCHASED	8/21/2015	5/05/2017
33	145 MANHATTAN ASSOCIATES INC 7700	PURCHASED	7/27/2015	5/05/2017
34	125 MANHATTAN ASSOCIATES INC 7700	PURCHASED	8/14/2015	5/05/2017
35	95 MANHATTAN ASSOCIATES INC 7700	PURCHASED	8/20/2015	5/05/2017
36	105 MANHATTAN ASSOCIATES INC 7700	PURCHASED	9/29/2015	5/05/2017
37	495 TRACTOR SUPPLY CO-7700	PURCHASED	7/27/2015	5/09/2017
38	45 ACUITY BRANDS INC	PURCHASED	5/26/2016	5/25/2017
39	115 ACUITY BRANDS INC	PURCHASED	11/15/2016	5/25/2017
40	310 CELGENE CORP (7700)	PURCHASED	7/27/2015	5/25/2017
41	630 TRACTOR SUPPLY CO-7700	PURCHASED	7/27/2015	5/25/2017
42	450 TRACTOR SUPPLY CO-7700	PURCHASED	7/25/2015	5/25/2017
43	135 CELGENE CORP (7700)	PURCHASED	7/27/2015	6/05/2017
44	170 CELGENE CORP (7700)	PURCHASED	6/07/2016	6/05/2017
45	485 BURLINGTON STORES	PURCHASED	6/09/2016	6/27/2017
46	265 BURLINGTON STORES	PURCHASED	8/08/2016	6/27/2017
47	260 BURLINGTON STORES	PURCHASED	9/08/2016	6/27/2017
48	1230 JD.COM INC	PURCHASED	4/24/2017	7/05/2017
49	515 T-MOBILE US INC	PURCHASED	12/13/2016	7/05/2017
50	305 T-MOBILE US INC	PURCHASED	1/31/2017	7/05/2017
51	405 ANALOG DEVICES, INC.	PURCHASED	6/05/2017	7/10/2017
52	85 ULTA SALON COSMETICS AND FRAGRANCE	PURCHASED	7/27/2015	7/11/2017
53	280 ULTIMATE SOFTWARE (5962)	PURCHASED	6/24/2016	7/11/2017
54	12 TRISURA GROUP LTD 7700	PURCHASED	6/22/2017	7/21/2017
55	15 ULTA SALON COSMETICS AND FRAGRANCE	PURCHASED	7/27/2015	7/31/2017
56	95 ULTA SALON COSMETICS AND FRAGRANCE	PURCHASED	7/25/2015	7/31/2017
57	770 STARBUCKS CORP	PURCHASED	7/07/2014	8/16/2017
58	485 STARBUCKS CORP	PURCHASED	1/13/2015	8/16/2017
59	100 ULTA SALON COSMETICS AND FRAGRANCE	PURCHASED	7/25/2015	8/28/2017
60	55 ULTA SALON COSMETICS AND FRAGRANCE	PURCHASED	1/11/2016	8/28/2017
61	110 ALPHABET INC SHS-7700	PURCHASED	12/28/2015	9/26/2017
62	50 ALPHABET INC SHS-7700	PURCHASED	3/24/2016	9/26/2017
63	1235 BERRY GLOBAL GROUP INC	PURCHASED	7/12/2017	9/27/2017
64	230 FACEBOOK (7700)	PURCHASED	7/27/2015	9/27/2017
65	180 MIDDLEBY CORP-7700	PURCHASED	3/16/2017	9/27/2017
66	315 ALIGHN TECHNOLOGY	PURCHASED	5/04/2016	10/02/2017
67	60 CELGENE CORP (7700)	PURCHASED	6/07/2016	10/30/2017
68	350 CELGENE CORP (7700)	PURCHASED	11/16/2016	10/30/2017
69	1125 WALGREEN CO.	PURCHASED	5/06/2013	10/30/2017
70	215 ALIGHN TECHNOLOGY	PURCHASED	5/04/2016	12/04/2017
71	195 ALIGHN TECHNOLOGY	PURCHASED	5/04/2016	12/13/2017
72	355 HESKA CORP	PURCHASED	7/06/2017	12/14/2017
73	175 FIRST REPUBLIC BANK (5962)	PURCHASED	5/24/2016	12/17/2017
74	20 ALPHABET A SHS	PURCHASED	9/27/2010	2/16/2017
75	800 COLGATE PALMOLIVE	PURCHASED	3/23/2007	2/16/2017
76	500 GENTEX CORP	PURCHASED	9/20/2011	2/16/2017
77	100 JOHNSON & JOHNSON	PURCHASED	5/17/2007	2/16/2017
78	500 WELL FARGO & CO	PURCHASED	9/07/2012	2/16/2017
79	500 WELL FARGO & CO	PURCHASED	4/04/2013	2/16/2017

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CELE H.& WILLIAM B.RUBIN FAMILY FUND,INC

11-6026235

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STATEMENT 7 (CONTINUED)
FORM 990-PF, PART IV, LINE 1
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(A) DESCRIPTION	(B) HOW ACQUIRED	(C) DATE ACQUIRED	(D) DATE SOLD
80	10 AMAZON.COM H56	PURCHASED	9/25/2013	6/05/2017
81	100 EDWARDS LIFESCIENCES CRP	PURCHASED	8/15/2008	6/05/2017
82	15 AMAZON.COM H56	PURCHASED	9/25/2013	8/18/2017
83	150 CELGENE CORP COM	PURCHASED	2/28/2011	8/18/2017
84	100 EXXON MOBILE CORP. 4H56	PURCHASED	2/01/1999	8/18/2017
85	100 EXXON MOBILE CORP. 4H56	PURCHASED	10/25/2000	8/18/2017
86	200 SHIRE PLC-ADR	PURCHASED	1/17/2017	8/18/2017

ITEM	(E) GROSS SALES	(F) DEPREC. ALLOWED	(G) COST BASIS	(H) GAIN (LOSS)	(I) FMV 12/31/69	(J) ADJ. BAS. 12/31/69	(K) EXCESS (I) - (J)	(L) GAIN (LOSS)
1	205,742.		207,075.	-1,333.				\$ -1,333.
2	1735422.		1166809.	568,613.				568,613.
3	192,263.		130,107.	62,156.				62,156.
4	3156154.		3156154.	0.				0.
5	200,000.		226,905.	-26,905.				-26,905.
6	100,114.		65,054.	35,060.				35,060.
7	194,952.		60,852.	134,100.				134,100.
8	1,007.		466,831.	-465,824.				-465,824.
9	603.		253,930.	-253,327.				-253,327.
10	585.		170,237.	-169,652.				-169,652.
11	329,651.		277,390.	52,261.				52,261.
12	608,663.		229,245.	379,418.				379,418.
13	416,893.		157,541.	259,352.				259,352.
14	8,338.		2,301.	6,037.				6,037.
15	8,338.		2,301.	6,037.				6,037.
16	208,446.		198,859.	9,587.				9,587.
17	5135379.		5135379.	0.				0.
18	1081468.		1171231.	-89,763.				-89,763.
19	458,533.		893,155.	-434,622.				-434,622.
20	2693776.		2692134.	1,642.				1,642.
21	499,119.		498,543.	576.				576.
22	998,288.		997,087.	1,201.				1,201.
23	19,941.		22,065.	-2,124.				-2,124.
24	40,932.		45,225.	-4,293.				-4,293.
25	36,866.		45,247.	-8,381.				-8,381.
26	28,456.		35,192.	-6,736.				-6,736.
27	25,823.		11,478.	14,345.				14,345.
28	24,212.		21,212.	3,000.				3,000.
29	47,838.		49,881.	-2,043.				-2,043.
30	23,183.		13,924.	9,259.				9,259.
31	18,151.		25,612.	-7,461.				-7,461.
32	15,358.		22,117.	-6,759.				-6,759.
33	6,748.		9,637.	-2,889.				-2,889.
34	5,818.		8,216.	-2,398.				-2,398.
35	4,421.		6,318.	-1,897.				-1,897.
36	4,887.		6,620.	-1,733.				-1,733.
37	30,512.		46,260.	-15,748.				-15,748.
38	7,666.		11,312.	-3,646.				-3,646.
39	19,591.		29,102.	-9,511.				-9,511.
40	35,797.		42,696.	-6,899.				-6,899.
41	34,261.		58,876.	-24,615.				-24,615.
42	24,472.		42,138.	-17,666.				-17,666.
43	15,447.		18,594.	-3,147.				-3,147.
44	19,451.		18,188.	1,263.				1,263.

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CELE H.& WILLIAM B.RUBIN FAMILY FUND,INC

11-6026235

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STATEMENT 7 (CONTINUED)
FORM 990-PF, PART IV, LINE 1
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(E) GROSS SALES	(F) DEPREC. ALLOWED	(G) COST BASIS	(H) GAIN (LOSS)	(I) FMV 12/31/69	(J) ADJ. BAS. 12/31/69	(K) EXCESS (I) - (J)	(L) GAIN (LOSS)
45	41,254.		30,292.	10,962.				\$ 10,962.
46	22,541.		19,867.	2,674.				2,674.
47	22,115.		21,902.	213.				213.
48	48,465.		41,280.	7,185.				7,185.
49	30,935.		30,189.	746.				746.
50	18,321.		19,257.	-936.				-936.
51	31,331.		35,194.	-3,863.				-3,863.
52	23,192.		14,313.	8,879.				8,879.
53	58,973.		59,533.	-560.				-560.
54	219.		0.	219.				219.
55	3,712.		2,526.	1,186.				1,186.
56	23,508.		15,992.	7,516.				7,516.
57	40,984.		30,073.	10,911.				10,911.
58	25,814.		20,086.	5,728.				5,728.
59	23,152.		16,833.	6,319.				6,319.
60	12,733.		10,031.	2,702.				2,702.
61	103,648.		85,949.	17,699.				17,699.
62	47,113.		37,960.	9,153.				9,153.
63	68,981.		71,178.	-2,197.				-2,197.
64	37,529.		22,277.	15,252.				15,252.
65	21,883.		24,982.	-3,099.				-3,099.
66	57,418.		22,493.	34,925.				34,925.
67	5,824.		6,419.	-595.				-595.
68	33,975.		42,329.	-8,354.				-8,354.
69	72,660.		55,801.	16,859.				16,859.
70	51,524.		15,353.	36,171.				36,171.
71	45,573.		13,924.	31,649.				31,649.
72	27,819.		36,242.	-8,423.				-8,423.
73	15,599.		12,220.	3,379.				3,379.
74	16,765.		5,171.	11,594.				11,594.
75	53,882.		26,848.	27,034.				27,034.
76	10,242.		6,370.	3,872.				3,872.
77	11,590.		6,296.	5,294.				5,294.
78	28,551.		16,997.	11,554.				11,554.
79	28,551.		18,558.	9,993.				9,993.
80	9,965.		3,162.	6,803.				6,803.
81	11,630.		1,462.	10,168.				10,168.
82	14,854.		4,744.	10,110.				10,110.
83	19,955.		3,968.	15,987.				15,987.
84	7,801.		3,553.	4,248.				4,248.
85	7,801.		4,387.	3,414.				3,414.
86	29,720.		33,696.	-3,976.				-3,976.
							TOTAL	\$ 292,930.

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STATEMENT 8
FORM 990-PF, PART VII-A, LINE 10
SUBSTANTIAL CONTRIBUTORS DURING THE TAX YEAR

<u>NAME OF SUBSTANTIAL CONTRIBUTOR</u>	<u>ADDRESS OF SUBSTANTIAL CONTRIBUTOR</u>
ELLEN GORDON	32 MONADNOCK ROAD WELLESLEY HILLS, MA 02481
TOOTSIE ROLL INDUSTRIES INC	7401 SOUTH CICERO AVE CHICAGO, IL 60629

STATEMENT 9
FORM 990-PF, PART VII-A, LINE 12
EXPLANATION OF DISTRIBUTION TO DONOR ADVISED FUND

QUALIFYING DISTRIBUTION STATEMENT:

THE CELE H. & WILLIAM B. RUBIN FAMILY FUND, INC (THE FOUNDATION) HAS, IN 2017, ISSUED A GRANT IN THE AMOUNT OF \$2,200,000 TO THE BANK OF AMERICA CHARITABLE GIFT FUND FOR WHICH ELLEN GORDON, A DIRECTOR OF THE FOUNDATION, HAS ADVISORY PRIVILEGES. THE FUNDS WILL BE DISTRIBUTED FROM THE BANK OF AMERICA CHARITABLE GIFT FUND TO ONE OR MORE QUALIFIED PUBLIC CHARITIES FOR PURPOSES DESCRIBED IN SECTION 170 (C) (2) (B) OF THE INTERNAL REVENUE CODE.

SECTION 170 (C) (2) (B) EXPLANATION:

STATEMENT 10
FORM 990-PF, PART VIII
COMPENSATION EXPLANATION

FIRST MANHATTAN CO.
FEES PAID TO INVESTMENT BROKER FOR ADVISORY AND CUSTODIAL SERVICES

STATEMENT 11
FORM 990-PF, PART XV, LINE 2A-D
APPLICATION SUBMISSION INFORMATION

NAME OF GRANT PROGRAM:	THE CELE H. & WILLIAM B. RUBIN FAMILY FD
NAME:	ELLEN R. GORDON
CARE OF:	
STREET ADDRESS:	32 MONADNOCK ROAD
CITY, STATE, ZIP CODE:	WELLESLEY HILLS, MA 02481
TELEPHONE:	781-235-1075
E-MAIL ADDRESS:	
FORM AND CONTENT:	NO SPECIFIC FORMS ARE REQUIRED
SUBMISSION DEADLINES:	NONE
RESTRICTIONS ON AWARDS:	NONE

CELE H. and WILLIAM B. RUBIN FAMILY FUND, INC.

FORM 990PF---PART X-----2017

LINE #1A- AVERAGE FAIR MARKET VALUE OF SECURITIES

<u>MONTH</u>	<u>TOTAL</u>	<u>BONDS</u>	<u>US TREAS NOTES and US TREAS BILLS</u>	<u>MUTUAL FUNDS</u>	<u>STOCKS</u>
JANUARY				313,123.84	90,570,438.22
FEBRUARY				336,977.47	91,119,110.94
MARCH				351,300.42	88,961,038.58
APRIL				295,746.90	85,876,168.39
MAY				984,573.75	85,001,641.60
JUNE				979,537.50	88,434,385.53
JULY				976,710.00	89,434,209.85
AUGUST				6,109,426.56	88,700,301.17
SEPTEMBER				673,409.64	90,056,968.52
OCTOBER				6,111,755.52	89,341,529.75
NOVEMBER				6,110,188.92	86,590,526.00
DECEMBER				3,106,660.23	86,891,709.47
				1,604,330.17	
				707,016.85	
TOTAL	1,106,698,509.64		40,018,621.40	5,701,860.21	1,060,978,028.03
YEARLY AVERAGE	92,224,875.80		3,334,885.12	475,155.02	88,414,835.67