

For calendar year 2017, or tax year beginning 01-01-2017, and ending 12-31-2017

Name of foundation THE OVERBROOK FOUNDATION		A Employer identification number 13-6088860	
Number and street (or P O box number if mail is not delivered to street address) 60 EAST 42ND STREET No 565		Room/suite	B Telephone number (see instructions) (212) 603-9996
City or town, state or province, country, and ZIP or foreign postal code NEW YORK, NY 10165		C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 174,717,193	J Accounting method <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> If the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities . . .	2,356,532	2,373,982		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	16,756,014			
	b Gross sales price for all assets on line 6a				
		63,718,853			
	7 Capital gain net income (from Part IV, line 2) . . .		16,716,117		
	8 Net short-term capital gain				
	9 Income modifications				
Operating and Administrative Expenses	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	-347,298	55,373		
	12 Total. Add lines 1 through 11	18,765,248	19,145,472		
	13 Compensation of officers, directors, trustees, etc	648,159	235,652		402,201
	14 Other employee salaries and wages	511,951	8,285		503,666
	15 Pension plans, employee benefits	316,804	39,349		277,704
	16a Legal fees (attach schedule)	42,168	14,859		27,309
	b Accounting fees (attach schedule)	33,000	24,750		8,250
	c Other professional fees (attach schedule)	2,590,437	2,549,450		40,987
	17 Interest	23,867	23,867		0
	18 Taxes (attach schedule) (see instructions)	321,271	158,816		1,527
	19 Depreciation (attach schedule) and depletion	75,983	0		
	20 Occupancy	226,541	22,654		204,082
	21 Travel, conferences, and meetings	68,790	0		68,790
	22 Printing and publications				
	23 Other expenses (attach schedule)	75,897	0		75,999
	24 Total operating and administrative expenses. Add lines 13 through 23	4,934,868	3,077,682		1,610,515
	25 Contributions, gifts, grants paid	7,410,042			7,972,542
	26 Total expenses and disbursements. Add lines 24 and 25	12,344,910	3,077,682		9,583,057
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	6,420,338			
	b Net investment income (if negative, enter -0-)		16,067,790		
c Adjusted net income(if negative, enter -0-)					

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value			
Assets	1	Cash—non-interest-bearing					
	2	Savings and temporary cash investments	12,398,755	8,273,719	8,273,719		
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____					
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____					
	5	Grants receivable					
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)					
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____					
	8	Inventories for sale or use					
	9	Prepaid expenses and deferred charges	241,241	177,957	177,957		
	10a	Investments—U S and state government obligations (attach schedule)					
	b	Investments—corporate stock (attach schedule)	94,006,197	115,112,423	115,112,423		
	c	Investments—corporate bonds (attach schedule)					
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____					
	12	Investments—mortgage loans					
	13	Investments—other (attach schedule)	47,465,870	50,332,861	50,332,861		
	14	Land, buildings, and equipment basis ▶ _____ 843,863 Less accumulated depreciation (attach schedule) ▶ 409,763	510,083	434,100	434,100		
15	Other assets (describe ▶ _____)	387,930	386,133	386,133			
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	155,010,076	174,717,193	174,717,193			
Liabilities	17	Accounts payable and accrued expenses	160,072	348,453			
	18	Grants payable	1,667,500	1,105,000			
	19	Deferred revenue					
	20	Loans from officers, directors, trustees, and other disqualified persons					
	21	Mortgages and other notes payable (attach schedule)					
	22	Other liabilities (describe ▶ _____)	593,351	859,996			
	23	Total liabilities (add lines 17 through 22)	2,420,923	2,313,449			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.						
	24	Unrestricted	152,589,153	172,403,744			
	25	Temporarily restricted					
	26	Permanently restricted					
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 27 through 31.						
	27	Capital stock, trust principal, or current funds					
	28	Paid-in or capital surplus, or land, bldg , and equipment fund					
	29	Retained earnings, accumulated income, endowment, or other funds					
	30	Total net assets or fund balances (see instructions)	152,589,153	172,403,744			
31	Total liabilities and net assets/fund balances (see instructions) .	155,010,076	174,717,193				

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	152,589,153
2	Enter amount from Part I, line 27a	2	6,420,338
3	Other increases not included in line 2 (itemize) ▶ _____	3	13,394,253
4	Add lines 1, 2, and 3	4	172,403,744
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	172,403,744

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

2 Capital gain net income or (net capital loss)	<div> <div>If gain, also enter in Part I, line 7</div> <div>If (loss), enter -0- in Part I, line 7</div> </div>	2	16,716,117
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?



Yes



No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2016	7,804,200	148,461,768	0 052567
2015	8,563,584	162,761,022	0 052614
2014	7,972,378	179,422,974	0 044433
2013	6,812,900	150,364,394	0 045309
2012	7,215,975	134,211,534	0 053766
2 Total of line 1, column (d)			2 0 248689
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 0 049738
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5			4 164,951,428
5 Multiply line 4 by line 3			5 8,204,354
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 160,678
7 Add lines 5 and 6			7 8,365,032
8 Enter qualifying distributions from Part XII, line 4			8 9,583,057

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	160,678
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	160,678
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	160,678
6	Credits/Payments		
a	2017 estimated tax payments and 2016 overpayment credited to 2017	6a	203,841
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	0
7	Total credits and payments. Add lines 6a through 6d.	7	253,841
8	Enter any penalty for underpayment of estimated tax. Check here <input 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	93,163
11	Enter the amount of line 10 to be Credited to 2018 estimated tax <input type="checkbox"/> 93,163 Refunded <input type="checkbox"/>	11	0

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>	1b	No
c Did the foundation file Form 1120-POL for this year?	1c	No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ 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? <i>If "Yes," attach a detailed description of the activities</i>	2	No
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	3	Yes
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	Yes
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	Yes
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>	5	No
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	7	Yes
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> NY		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i> .	8b	Yes
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2017 or the taxable year beginning in 2017 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	9	No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10	No

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12	Yes	
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address WWW OVERBROOK ORG	13	Yes	
14	The books are in care of The Organization Telephone no (212) 603-9996			

Located at **60 EAST 42ND STREET No 565 NEW YORK NY** ZIP+4 **10165**

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

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

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

1a	During the year did the foundation (either directly or indirectly)		Yes	No
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? <input type="checkbox"/> Organizations relying on a current notice regarding disaster assistance check here. ▶	1b		No
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2017? <input type="checkbox"/>	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2017? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions). <input type="checkbox"/>	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If "Yes," did it have excess business holdings in 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"/>	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2017?	4b		No

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

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions).	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No	
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?	<input type="checkbox"/>	<input type="checkbox"/>	5b
	Organizations relying on a current notice regarding disaster assistance check here.	<input checked="" type="checkbox"/>	<input type="checkbox"/>	Yes
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No	
	<i>If "Yes," attach the statement required by Regulations section 53.4945–5(d)</i>			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	6b
	<i>If "Yes" to 6b, file Form 8870</i>			No
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	7b

Part VIII

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).				
(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
See Additional Data Table				
2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	Title, and average hours per week (b) devoted to position	(c) Compensation	Contributions to employee benefit plans and deferred compensation (d)	Expense account, (e) other allowances
DANIEL KATZ	SENIOR PROGRAM	239,811	65,613	0
C/O ORGANIZATION 60 E 42ND ST NEW YORK, NY 10165	DIREC 40 00			
NIKOLE LAVELLE	GRANTS MANAGER	82,850	22,293	0
C/O ORGANIZATION 60 E 42ND ST NEW YORK, NY 10165	40 00			
SARAH ABELOW	PROGRAM OFFICER	79,575	23,186	0
C/O ORGANIZATION 60 E 42ND ST NEW YORK, NY 10165	40 00			
BENJAMIN JONES	PROGRAM ASSOCIATE	50,695	13,950	0
C/O ORGANIZATION 60 E 42ND ST NEW YORK, NY 10165	40 00			
Total number of other employees paid over \$50,000.				0
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	
OVERBROOK MANAGEMENT CORPORATION	INVESTMENT MANAGEMENT		1,147,787	
122 EAST 42ND STREET NEW YORK, NY 10168				
GREENHAVEN ASSOCIATES INC	INVESTMENT MANAGEMENT		440,175	
3 MANHATTANVILLE ROAD PURCHASE, NY 10577				
THAYER STREET PARTNERS EQUITY OPPORTUNITY FUND	INVESTMENT MANAGEMENT		228,046	
667 MADISON AVENUE NEW YORK, NY 10065				
DSM CAPITAL PARTNERS	INVESTMENT MANAGEMENT		126,483	
7111 FAIRWAY DRIVE PALM BEACH GARDENS, FL 33418				
NEPC LLC	INVESTMENT CONSULTING		126,125	
255 STATE STREET BOSTON, MA 02109				
Total number of others receiving over \$50,000 for professional services.				3
Part IX-A Summary of Direct Charitable Activities				
List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.				Expenses
1				
2				
3				
4				
Part IX-B Summary of Program-Related Investments (see instructions)				
Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2				Amount
1				
2				
All other program-related investments. See instructions.				
3				
Total. Add lines 1 through 3				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	154,664,291
b	Average of monthly cash balances.	1b	12,412,056
c	Fair market value of all other assets (see instructions).	1c	387,032
d	Total (add lines 1a, b, and c).	1d	167,463,379
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	167,463,379
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	2,511,951
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	164,951,428
6	Minimum investment return. Enter 5% of line 5.	6	8,247,571

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	8,247,571
2a	Tax on investment income for 2017 from Part VI, line 5.	2a	160,678
b	Income tax for 2017 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	160,678
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	8,086,893
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	8,086,893
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	8,086,893

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	9,583,057
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	9,583,057
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions).	5	160,678
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	9,422,379

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				8,086,893
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only.			0	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2017				
a From 2012. 825,575				
b From 2013.				
c From 2014.				
d From 2015. 478,742				
e From 2016. 381,112				
f Total of lines 3a through e.	1,685,429			
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ \$ <u>9,583,057</u>				
a Applied to 2016, but not more than line 2a			0	
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.				8,086,893
e Remaining amount distributed out of corpus	1,496,164			
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	3,181,593			
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				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions).	0			
8 Excess distributions carryover from 2012 not applied on line 5 or line 7 (see instructions).	825,575			
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a	2,356,018			
10 Analysis of line 9				
a Excess from 2013.				
b Excess from 2014.				
c Excess from 2015. 478,742				
d Excess from 2016. 381,112				
e Excess from 2017. 1,496,164				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2017, enter the date of the ruling. ▶					
b Check box to indicate whether the organization is a private operating foundation described in section <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)					
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	Tax year	Prior 3 years			(e) Total
	(a) 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 organization had \$5,000 or more in assets at any time during the year—see instructions.)

1 Information Regarding Foundation Managers:	
a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2))	
b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest	
2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:	
Check here <input checked="" type="checkbox"/> if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d	
a The name, address, and telephone number or email address of the person to whom applications should be addressed	
b The form in which applications should be submitted and information and materials they should include	
c Any submission deadlines	
d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors	

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> See Additional Data Table				
Total ▶ 3a				7,972,542
b <i>Approved for future payment</i> See Additional Data Table				
Total ▶ 3b				1,105,000

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2017)

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

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?		Yes	No
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash.	1a(1)		No
(2) Other assets.	1a(2)		No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization.	1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization.	1b(2)		No
(3) Rental of facilities, equipment, or other assets.	1b(3)		No
(4) Reimbursement arrangements.	1b(4)		No
(5) Loans or loan guarantees.	1b(5)		No
(6) Performance of services or membership or fundraising solicitations.	1b(6)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c		No
d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.			

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

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

b If "Yes," complete the following schedule

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

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.		
	***** Signature of officer or trustee	2018-11-13 Date	***** Title

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

Paid Preparer Use Only	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed <input type="checkbox"/>	PTIN
	Kevin Sunkel				P00706145
	Firm's name ▶ Owen J Flanagan & Co				Firm's EIN ▶ 13-2060851
Firm's address ▶ 60 East 42nd Street New York, NY 10165					Phone no. (212) 682-2783

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

List and describe the kind(s) of property sold (e g , real estate, (a) 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)
PUBLICLY TRADED SECURITIES	P		
PASS THROUGH FROM HEDGE FUNDS	P		
PASS THROUGH FROM VENTURE CAPITAL FUNDS	P		
PASS THROUGH FROM REAL ESTATE PARTNERSHIPS	P		
PASS THROUGH FROM PRIVATE EQUITY	P		
PASS THROUGH FROM MLPs	P		
FOREIGN CURRENCY	P		
SUBJECT TO UBIT	P		
Capital Gains Dividends	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
53,640,076		46,948,220	6,691,856
631,524			631,524
85,364			85,364
		14,517	-14,517
8,862,868			8,862,868
701			701
		102	-102
		39,897	-39,897
498,320			498,320

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			6,691,856
			631,524
			85,364
			-14,517
			8,862,868
			701
			-102
			-39,897
			498,320

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation				
(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
EMILY ALTSCHUL-MILLER	V-CHAIR/SECY TO 11/14, DIRECTOR 11/14 1 00	0	0	0
C/O OVERBROOK FOUNDATION 60 EAST 42ND STREET NEW YORK, NY 10165				
FRANCES LABAREE	DIRECTOR 1 00	0	0	0
C/O OVERBROOK FOUNDATION 60 EAST 42ND STREET NEW YORK, NY 10165				
ROBERT GRAHAM JR	DIRECTOR EMERITUS 1 00	0	0	0
C/O OVERBROOK FOUNDATION 60 EAST 42ND STREET NEW YORK, NY 10165				
ARTHUR ALTSCHUL JR	DIR TO 11/14, CHAIR 11/14 1 00	0	0	0
C/O OVERBROOK FOUNDATION 60 EAST 42ND STREET NEW YORK, NY 10165				
STEPHEN ALTSCHUL	DIRECTOR 1 00	0	0	0
C/O OVERBROOK FOUNDATION 60 EAST 42ND STREET NEW YORK, NY 10165				
CHARLES ALTSCHUL	DIRECTOR 1 00	0	0	0
C/O OVERBROOK FOUNDATION 60 EAST 42ND STREET NEW YORK, NY 10165				
ELIZABETH LINDEMANN	DIRECTOR 1 00	0	0	0
C/O OVERBROOK FOUNDATION 60 EAST 42ND STREET NEW YORK, NY 10165				
CAROLYN COLE	CHAIR TO 11/14, DIR 11/14 15 00	0	0	0
C/O OVERBROOK FOUNDATION 60 EAST 42ND STREET NEW YORK, NY 10165				
KATHYRN C GRAHAM	DIRECTOR 1 00	0	0	0
C/O OVERBROOK FOUNDATION 60 EAST 42ND STREET NEW YORK, NY 10165				
AARON LABAREE	V-CHAIR, TREAS TO 11/14, SECY 11/14 1 00	0	0	0
C/O OVERBROOK FOUNDATION 60 EAST 42ND STREET NEW YORK, NY 10165				
DINORAH MATIAS-MELENDZ	DIRECTOR 1 00	0	0	0
C/O OVERBROOK FOUNDATION 60 EAST 42ND STREET NEW YORK, NY 10165				
ISAIAH OROZCO	DIRECTOR 1 00	0	0	0
C/O OVERBROOK FOUNDATION 60 EAST 42ND STREET NEW YORK, NY 10165				
STEPHEN FOSTER	PRESIDENT & CEO 40 00	363,432	58,059	0
C/O OVERBROOK FOUNDATION 60 EAST 42ND STREET NEW YORK, NY 10165				
MARY GRECCO	ASST SECRETARY & CFO 40 00	284,727	44,873	0
C/O OVERBROOK FOUNDATION 60 EAST 42ND STREET NEW YORK, NY 10165				
JULIE GRAHAM	DIRECTOR 1 00	0	0	0
C/O OVERBROOK FOUNDATION 60 EAST 42ND STREET NEW YORK, NY 10165				

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
COOPER COX	DIRECTOR 1 00	0	0	0
C/O OVERBROOK FOUNDATION 60 EAST 42ND STREET NEW YORK, NY 10165				
ROBERT LABAREE	DIRECTOR 1 00	0	0	0
C/O OVERBROOK FOUNDATION 60 EAST 42ND STREET NEW YORK, NY 10165				
KATHYRN G GRAHAM	DIR TO 11/14, V-CHAIR/TREAS 11/14 1 00	0	0	0
C/O OVERBROOK FOUNDATION 60 EAST 42ND STREET NEW YORK, NY 10165				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
350org20 Jay Street Suite 732 Brooklyn, NY 11201		PC	General Operating Support	40,000
Abingdon Square Conservancy 302A W 12th St 113 New York, NY 10014		PC	General Operating Support	1,000
Advocates for Youth 1325 G Street NW Suite 980 Washington, DC 20005		PC	General Operating Support	20,000
Total ▶ 3a				7,972,542

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Alaska Wilderness League 122 C St NW Suite 240 Washington, DC 20001		PC	Speaker Honorarium	500
Alaska Wilderness League 122 C St NW Suite 240 Washington, DC 20001		PC	General Operating Support	30,000
Ali Forney Center 224 West 35th Street 15th Floor New York, NY 10001		PC	General Operating Support	500
Total ▶ 3a				7,972,542

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ALIGN50 Broadway 29th Floor New York, NY 10004		PC	Transform Don't Trash-NYC	30,000
Alliance for Climate Education (ACE) 4696 Broadway Suite 2 Boulder, CO 80304		PC	General Operating Support	65,000
Alzheimer's Association National Office 225 N Michigan Ave Fl 17 Chicago, IL 60601		PC	In honor of John L Rynn	250
Total ▶ 3a				7,972,542

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Amazon Conservation Team 4211 N Fairfax Drive Arlington, VA 22203		PC	Linking Human Rights and Environmental Protection in the Colombian Amazon	35,000
Amazon Conservation Team 4211 N Fairfax Drive Arlington, VA 22203		PC	General Operating Support	954
Amazon Watch2201 Broadway Suite 508 Oakland, CA 94612		PC	Protecting the Sacred Headwaters of the Amazon Basin	50,000
Total ▶ 3a				7,972,542

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
American Civil Liberties Union Foundation 125 Broad Street 18th Floor New York, NY 100042400		PC	General Operating Support	11,000
American Constitution Society for Law and Policy 1333 H Street NW 11th Floor Washington, DC 20005		PC	Lawyers United	30,000
American Jewish World Service (AJWS) 45 West 36th Street 11th Floor New York, NY 10018		PC	Promoting Human Rights for Marginalized People in Mesoamerica, with a Special Focus on Human Rights Defenders	70,000
Total ▶ 3a				7,972,542


Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Ancramdale Neighbors Helping Neighbors Association PO Box 97 Ancramdale, NY 12503		PC	General Operating Support	1,000
Antarctic and Southern Ocean Coalition 1320 19th Street NW 5th Floor Washington, DC 20036		PC	Antarctic Oceans Alliance	15,000
Antarctic and Southern Ocean Coalition 1320 19th Street NW 5th Floor Washington, DC 20036		PC	General Operating Support	15,000
Total ► 3a				7,972,542

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
As You Sow Foundation 1611 Telegraph Ave Suite 1450 Oakland, CA 94612		PC	Ocean Plastics, Consumer Packaging, and E-Waste Recycling	35,000
Atlas DIY462 36th St PHB Brooklyn, NY 11232		PC	Speaker Honorarium	500
Ballet Hispanico167 West 89th Street New York, NY 100241901		PC	General Operating Support	2,000
Total ▶ 3a				7,972,542

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Biodiversity Funders Group PO Box 29361 Building 1013 The Presidio San Francisco, CA 94129		PC	Environmental Defenders Fund	81,000
Biodiversity Funders Group PO Box 29361 Building 1013 The Presidio San Francisco, CA 94129		PC	2017 Membership	4,550
Borealis PhilanthropyPO Box 3295 Minneapolis, MN 55403		PC	Transforming Movements Fund	75,000
Total ► 3a				7,972,542

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Bottomless Closet 16 East 52nd Street 15th Floor New York, NY 10022		PC	General Operating Support	1,000
Brennan Center for Justice 120 Broadway Suite 1750 New York, NY 10271		PC	Money in Politics	100,000
Brennan Center for Justice 120 Broadway Suite 1750 New York, NY 10271		PC	Speaker Honorarium	500
Total ▶ 3a				7,972,542


Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Brookline Community Foundation 40 Webster Place Brookline, MA 02445		PC	General Operating Support	5,000
Brooklyn Community Bail Fund 195 Montague Street 14th Floor Brooklyn, NY 11201		PC	General Operating Support	500
Building Equity & Alignment Initiative 23532 Calabasas Road Suite A Calabasas, CA 91302		PC	General Operating Support	210,000
Total ▶ 3a				7,972,542

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Cathedral School of St John the Divine 1047 Amsterdam Avenue New York, NY 10025		PC	Annual Fund	4,000
Catskill Mountainkeeper IncPO Box 1000 Livingston Manor, NY 12758		PC	Extreme Energy Extraction Collaborative (E3C)	25,000
Center for Family Justice 753 Fairfield Avenue Bridgeport, CT 06604		PC	Annual Appeal	5,000
Total 				7,972,542
3a				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Center for Investigative Reporting 1400 65th Street Suite 200 Emeryville, CA 94608		PC	General Operating Support	260
Center for Justice and International Law 1630 Connecticut Avenue NW Suite 401 Washington, DC 20009		PC	General Operating Support	40,000
Center for Popular Democracy 449 Troutman Street Suite A Brooklyn, NY 11237		PC	Maria Fund Donation	250
Total ► 3a				7,972,542

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Centro Laboral de GratonPO Box 42 Graton, CA 95444		PC	General Operating Support	295
Churchill School and Center 301 East 29th Street New York, NY 10016		PC	Annual Fund	5,000
City Light Academy50 Duck Pond Place Wilton, CT 06897		PC	Purchase of a New Facility	12,500
Total ▶ 3a				7,972,542

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
City Lore Inc56 East First Street New York, NY 10003		PC	Ric Burns' documentary project on Oliver Sacks	25,000
Clean Water Fund 1444 Street NW Suite 400 Washington, DC 20005		PC	ReThink Disposable Project Support	15,000
Climate Justice Alliance Our Power Campaign 436 14th St 5th Fl Oakland, CA 94612		PC	t e j a s Harvey Fund	30,000
Total ▶ 3a				7,972,542

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Climate Justice Alliance Our Power Campaign 436 14th St 5th Fl Oakland, CA 94612		PC	General Operating Support	50,000
COLOR827 Sherman St Denver, CO 80203		PC	General Operating Support	25,000
Coming Clean Inc 28 Vernon Street Suite 434 Brattleboro, VT 05301		PC	Campaign for Healthier Solutions	35,000
Total 				7,972,542
3a				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Committee to Protect Journalists 330 Seventh Avenue 11th Floor New York, NY 10001		PC	Press Freedom in the Americas	25,000
Community Funds Inc909 Third Avenue New York, NY 10022		PC	2017 Funding	1,674,033
Community Funds Inc909 Third Avenue New York, NY 10022		PC	Initial Funding for 2018	500,000
Total ▶ 3a				7,972,542

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Confluence Philanthropy 475 Riverside Dr Suite 900 New York, NY 10115		PC	Associate Investor Membership 2018	1,000
Coral Reef Alliance 1330 Broadway Suite 1602 Oakland, CA 94612		PC	Work in Honduras, excluding the water treatment project	36,784
Corporate Accountability International 10 Milk Street Suite 610 Boston, MA 02108		PC	Real Food Media Project	20,000
Total ▶ 3a				7,972,542

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Democracy Initiative Education Fund 805 15th Street NW Suite 800 Washington, DC 20005		PC	General Operating Support	50,000
Democracy Now207 W 25th St Floor 11 New York, NY 10001		PC	General Operating Support	500
Demos A Network for Ideas & Action 80 Broad Street 4th Flr New York, NY 10004		PC	Inclusive Democracy Partnership	100,000
Total ▶ 3a				7,972,542

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Demos A Network for Ideas & Action 80 Broad Street 4th Flr New York, NY 10004		PC	Speaker Honorarium	500
Disability Rights International 1666 Connecticut Ave NW Suite 325 Washington, DC 20009		PC	Protecting Undocumented Children and Adults with Disabilities From Deportation to Mexico and Central America	30,000
Dogwood AlliancePO Box 7645 Asheville, NC 28802		PC	Paper Campaign	25,000
Total ▶ 3a				7,972,542


Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
DRUM - Desis Rising Up and Moving 72-18 Roosevelt Avenue 2nd Floor Jackson Heights, NY 11372		PC	General Operating Support	250
EAGLE US10 Waterside Plaza Apt 21A New York, NY 10010		PC	General Operating Support	15,000
Earthjustice 50 California Street Suite 500 San Francisco, CA 94111		PC	Speaker Honorarium	500
Total ▶ 3a				7,972,542

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
EARTHWORKS 1612 K Street NW Suite 904 Washington, DC 20006		PC	Protecting Ecosystems and Communities from Dirty Mining	35,000
EDGE Funders Alliance 7111 Dixie Highway Suite 142 Clarkston, MI 48346		PC	Additional Support for Just Transition Collaborative	50,000
Env Massachusetts Research & Policy Cntr 294 Washington St Ste 500 Boston, MA 02108		PC	General Operating Support	5,000
Total ► 3a				7,972,542

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Environmental Defender Law Center 407 W Koch Street Bozeman, MT 59715		PC	General Operating Support	80,000
Environmental Grantmakers Association 475 Riverside Drive Suite 960 New York, NY 10115		PC	EGA Registration	3,200
Environmental Grantmakers Association 475 Riverside Drive Suite 960 New York, NY 10115		PC	2017 Membership	8,956
Total ▶ 3a				7,972,542

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Name and address (home or business)				
a <i>Paid during the year</i>				
Environmental Investigation Agency PO Box 53343 Washington, DC 20009		PC	General Operating Support	55,000
Environmental Paper Network 1 Haywood Street Suite 401 Asheville, NC 28801		PC	General Operating Support	25,000
Environmental Protection Network 3100 Ellicott St NW Washington, DC 20008		PC	General Operating Support	25,000
Total 3a				7,972,542

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Name and address (home or business)				
a <i>Paid during the year</i>				
Food System 6 Accelerator 540 Jefferson Avenue Suite 200 Redwood City, CA 94063		PC	General Operating Support	25,000
Food Tank317 N Royal Street New Orleans, LA 70130		PC	General Operating Support	25,000
Forward Together 300 Frank Ogawa Plaza Suite 700 Oakland, CA 94612		PC	General Operating Support	50,250
Total ▶ 3a				7,972,542

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Name and address (home or business)				
a <i>Paid during the year</i>				
Forward Together 300 Frank Ogawa Plaza Suite 700 Oakland, CA 94612		PC	Stepping Into Power	25,000
Free Speech For People 48 North Pleasant St Suite 304 Amherst, MA 01002		PC	General Operating Support	50,000
Freedom for All Americans Education Fund 1775 Pennsylvania Avenue NW Suite 350 Washington, DC 200064744		PC	Making the Case - Litigation Program Support	25,000
Total 				7,972,542
3a				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Freedom House Detroit 2630 W Lafayette Blvd Detroit, MI 482162019		PC	General Operating Support	363
FRIDA The Young Feminist Fund The Presidio PO Box 29903 San Francisco, CA 94129		PC	General Operating Support	824
Front Line USA 275 Madison Avenue Sixth Floor New York, NY 10016		PC	General Operating Support	500
Total ▶ 3a				7,972,542

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Front Line USA 275 Madison Avenue Sixth Floor New York, NY 10016		PC	Protection of Latin American Human Rights Defenders	50,000
Fund for Global Human Rights 1301 Connecticut Avenue NW Suite 400 Washington, DC 20036		PC	Piloting New Protection and Security Interventions for Activists in Honduras	50,000
Funders for LGBTQ Issues 104 West 29th Street 4th Floor New York, NY 10001		PC	State Funders Working Group	5,000
Total ► 3a				7,972,542

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Name and address (home or business)				
a <i>Paid during the year</i>				
Funders for LGBTQ Issues 104 West 29th Street 4th Floor New York, NY 10001		PC	Annual 2017 Membership	1,000
Funders Network on Population Reproductive Health and Rights PO Box 750 Rockville, MD 20848		PC	Rockwood Fellowship for Leaders in Reproductive Health, Rights and Justice	20,000
Funders Network on Population Reproductive Health and Rights PO Box 750 Rockville, MD 20848		PC	2017 Membership	3,150
Total ▶ 3a				7,972,542

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Gay Men's Health Crisis Inc 446 West 33rd Street New York, NY 100012601		PC	General Operating Support	550
Girls Incorporated of New York City 120 Wall Street Suite 1804 New York, NY 10005		PC	General Operating Support	2,757
Global Alliance for Incinerator Alternatives - GAIA 1958 University Avenue Berkeley, CA 94704		PC	General Operating Support	50,000
Total ▶ 3a				7,972,542

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Name and address (home or business)				
a <i>Paid during the year</i>				
Grassroots Global Justice Alliance 7000 Carroll Ave Suite 200 Takoma Park, MD 20912		PC	General Operating Support	50,250
Grassroots Global Justice Alliance 7000 Carroll Ave Suite 200 Takoma Park, MD 20912		PC	It Takes Roots to Grow, the Resistance Rapid Response	500
Greater Houston Community Foundation 5120 Woodway Dr Suite 6000 Houston, TX 77056		PC	Hurricane Harvey Relief Fund	445
Total ▶ 3a				7,972,542

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Grist Magazine Inc 1201 Western Ave Suite 410 Seattle, WA 98101		PC	General Operating Support	50,000
Groundswell FundPO Box 71642 Oakland, CA 94612		PC	General Operating Support	75,500
Harvard Business School Teele Hall Soldiers Field Boston, MA 02163		PC	Educational Innovation	5,000
Total ▶ 3a				7,972,542

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Hetrick-Martin Institute Inc2 Astor Place New York, NY 10003		PC	General Operating Support	500
Humane Society of the United States 1255 23rd Street NW Suite 450 Washington, DC 20037		PC	Wildlife Protection Program	2,500
Immigrant Defense Project 40 W 39th Street Fifth Floor New York, NY 10018		PC	General Operating Support	857
Total ▶ 3a				7,972,542

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Name and address (home or business)				
a <i>Paid during the year</i>				
In Our Backyards (iobyorg) 540 President Street 3rd Floor Brooklyn, NY 11215		PC	General Operating Support	50,000
Indian Law Resource Center 602 North Ewing Street Helena, MT 59601		PC	Protecting Maya Q'eqchi' Land and Resource Rights in Guatemala	35,000
Innocence Project Inc 40 Worth Street Suite 701 New York, NY 10013		PC	General Operating Support Uniting Science and Law on Behalf of Justice	40,000
Total ▶ 3a				7,972,542

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Name and address (home or business)				
a <i>Paid during the year</i>				
International Community Foundation 2505 N Avenue National City, CA 91950		PC	To Cover Administration of Grant to Grupo Ecologico	1,750
International Community Foundation 2505 N Avenue National City, CA 91950		PC	Grupo Ecologico Sierra Gorda, I A P	25,000
International Fund for Animal Welfare 290 Summer Street Yarmouth Port, MA 026751734		PC	General Operating Support	15,000
Total ▶ 3a				7,972,542


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Name and address (home or business)				
a <i>Paid during the year</i>				
Iraq Veterans Against WarPO Box 3565 New York, NY 10008		PC	General Operating Support	500
Jacob Burns Film Center405 Manville Rd Pleasantville, NY 10570		PC	Speaker Honorarium	500
Jews for Racial and Economic Justice 330 Seventh Ave Suite 1901 New York, NY 10001		PC	General Operating Support	255
Total ▶ 3a				7,972,542

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Just Transition Alliance 2810 Camino Del Rio South Suite 116 San Diego, CA 92108		PC	General Operating Support	30,000
Just Vision Inc1616 P St NW Suite 340 Washington, DC 20036		PC	General Operating Support	250
Lambda Legal Defense & Education Fund 120 Wall Street 19th Floor New York, NY 100053904		PC	General Operating Support	3,720
Total ▶ 3a				7,972,542


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Name and address (home or business)				
a Paid during the year				
Lambda Legal Defense & Education Fund 120 Wall Street 19th Floor New York, NY 100053904		PC	Law & Policy Project	60,000
Legacy Philanthropy Works 521 Santa Barbara Street Santa Barbara, CA 93101		PC	Building Local Capacity for The East Cape's Conservation Future	40,000
Legal Services for Prisoners with Children 1540 Market Street Suite 490 San Francisco, CA 94102		PC	General Operating Support	25,000
Total ▶ 3a				7,972,542

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Name and address (home or business)				
a <i>Paid during the year</i>				
Lifetime Arts81 Centre Avenue Suite 307 New Rochelle, NY 10801		PC	General Operating Support	500
Little Village Environmental Justice Organization 2445 South Spaulding Ave Chicago, IL 60623		PC	Great Lakes Just Transition	20,000
Marine Conservation Institute 4010 Stone Way North Suite 210 Seattle, WA 981038099		PC	Deep Sea Conservation Coalition	100,000
Total ▶ 3a				7,972,542

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Name and address (home or business)				
a <i>Paid during the year</i>				
Martha's Vineyard Museum59 School St Edgartown, MA 02539		PC	Capital Campaign for the New Campus	2,500
Memorial Sloan-Kettering Cancer Center PO Box 5028 Hagerstown, MD 217415028		PC	General Operating Support	5,000
Mongabay Org Corp37 W Summit Dr Emerald Hills, CA 94062		PC	Mongabay Latin America	75,000
Total ▶ 3a				7,972,542

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a <i>Paid during the year</i>				
Mongabay Org Corp37 W Summit Dr Emerald Hills, CA 94062		PC	General Operating Support	500
Nantucket New School 15 Nobadeer Farm Road Nantucket, MA 02554		PC	General Operating Support	500
National Center for Family Philanthropy 1667 K St NW 550 Washington, DC 20006		PC	2017 Membership	2,400
Total 				7,972,542
3a				

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Name and address (home or business)				
a <i>Paid during the year</i>				
National Economic & Social Rights Initiative 90 John Street Suite 308 New York, NY 10038		PC	General Operating Support	50,000
National Latina Institute for Reproductive Health 50 Broad Street Suite 1937 New York, NY 10004		PC	General Operating Support	25,000
National Network of Abortion Funds PO Box 170280 Boston, MA 02117		PC	General Operating Support	250
Total ▶ 3a				7,972,542

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Name and address (home or business)				
a <i>Paid during the year</i>				
National Women's Health Network 1413 K Street NW Fourth Floor Washington, DC 20005		PC	Raising Womens Voices for the Health Care We Need	25,000
Natural Resources Defense Council 40 West 20th Street 11th Floor New York, NY 10011		PC	Addressing Climate Change, Community Engagement and Plastics	65,000
Nature and Culture International 1400 Maiden Lane Del Mar, CA 92014		PC	The Establishment of Municipal Reserves and Exploring Conservation Funding Mechanisms in the Ecuadorian Amazon	40,000
Total 				7,972,542
3a				

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Name and address (home or business)				
a <i>Paid during the year</i>				
New Voices Pittsburgh 5907 Penn Avenue Suite 340 Pittsburgh, PA 15206		PC	General Operating Support	25,000
New York Civil Liberties Union Foundation 125 Broad Street 19th Floor New York, NY 10004		PC	General Operating Support	20,000
New York Civil Liberties Union Foundation 125 Broad Street 19th Floor New York, NY 10004		PC	Speaker Honorarium	500
Total ▶ 3a				7,972,542

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a <i>Paid during the year</i>				
New York Harbor Foundation 10 South Street Slip 7 New York, NY 10004		PC	Billion Oyster Project	35,000
New York Public Radio 160 Varick Street 8th Floor New York, NY 10013		PC	General Operating Support	1,000
North Star Fund 520 Eighth Avenue Suite 1800 New York, NY 100186656		PC	In Honor of Hugh Hogan	1,000
Total ▶ 3a				7,972,542

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Name and address (home or business)				
a <i>Paid during the year</i>				
North Star Fund 520 Eighth Avenue Suite 1800 New York, NY 100186656		PC	Building a Resilient New York	10,000
Not An Alternative Inc67 West Street Brooklyn, NY 11222		PC	The Natural History Museum	50,000
OLE Education Fund 411 Bellamah Ave NW Albuquerque, NM 87102		PC	New Mexico Inclusive Democracy Project/Democracy Dollars	30,000
Total ▶ 3a				7,972,542

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Name and address (home or business)				
a <i>Paid during the year</i>				
Peace Brigades International - USA PO Box 75880 Washington, DC 20013		PC	Providing Protective Accompaniment Support to Human Rights Defenders in Latin America	35,000
Philanthropic Ventures Foundation 1222 Preservation Park Way Oakland, CA 94612		PC	Toledo Institute of Development and Environment	105,000
Philanthropy New York 1500 Broadway 7th Floor New York, NY 10036		PC	Membership 7 1 17 - 6 30 18	11,050
Total ► 3a				7,972,542

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Name and address (home or business)				
a <i>Paid during the year</i>				
Pines Care Center 577 Coast Guard Walk PO Box 5333 Fire Island Pines, NY 11782		PC	General Operating Support	500
Piper Fund15 Research Dr Suite B Amherst, MA 01002		PC	Piper Fund's Collaborative Communications Initiative	75,000
Piper Fund15 Research Dr Suite B Amherst, MA 01002		PC	General Operating Support	50,000
Total ▶ 3a				7,972,542

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Name and address (home or business)				
a <i>Paid during the year</i>				
Plastic Solutions Fund 6 West 48th Street 10th Floor New York, NY 10036		PC	General Operating Support	300,000
Political Research Associates 1310 Broadway Suite 201 Somerville, MA 02144		PC	General Operating Support	25,000
Pomona Impact2678 NW 23rd Way Boca Raton, FL 33431		PC	Central American Innovation in Agriculture Program	50,000
Total ▶ 3a				7,972,542

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a <i>Paid during the year</i>				
Pomona Impact2678 NW 23rd Way Boca Raton, FL 33431		PC	Central American Acceleration Programs 1) Innovation in Agriculture for NGOs, 2) Innovation in Agriculture for Impact Entrepreneurs	50,000
Power Shift Network 1875 Connecticut Avenue NW 10th Floor Washington, DC 20009		PC	From Frontlines to Power	20,000
Proteus Fund Inc 15 Research Drive Suite B Amherst, MA 01002		PC	Security & Rights Collaborative	50,000
Total ▶ 3a				7,972,542

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Name and address (home or business)				
a <i>Paid during the year</i>				
Proteus Fund Inc 15 Research Drive Suite B Amherst, MA 01002		PC	Religious Liberties & Exemptions Collaborative	100,000
Proteus Fund Inc 15 Research Drive Suite B Amherst, MA 01002		PC	International Human Rights Fund 2017 Membership	1,500
Puente Human Rights Movement PO Box 21837 Phoenix, AZ 85036		PC	General Operating Support	250
Total ▶ 3a				7,972,542

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Name and address (home or business)				
a <i>Paid during the year</i>				
Rainforest Action Network 425 Bush St Ste 300 San Francisco, CA 94108		PC	General Operating Support	40,000
Rainforest Alliance 233 Broadway 28th Floor New York, NY 10279		PC	General Operating Support	12,750
Rainforest Alliance 233 Broadway 28th Floor New York, NY 10279		PC	Sustainable Management of the Ramon Nut for Biodiversity Conservation and Landscape Recovery in Guatemala	70,000
Total ► 3a				7,972,542

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Ready for ReadingPO Box 270 Old Greenwich, CT 06870		PC	General Operating Support	2,500
Root Capital 130 Bishop Allen Drive 2nd Floor Cambridge, MA 02140		PC	Increasing the Resilience of Smallholder Farmers in the Western Highlands of Guatemala	50,000
SAGE305 7th Avenue 15th Floor New York, NY 10001		PC	General Operating Support	1,000
Total ▶ 3a				7,972,542

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a <i>Paid during the year</i>				
Solar One37 West 26th Street Suite 209 New York, NY 10010		PC	General Operating Support	1,000
Solidaire15 Research Drive B Amherst, MA 01002		PC	Rapid Response Aligned Giving Portal	45,000
Soul Fire Farm1972 NY HWY 2 Petersburg, NY 12138		PC	General Operating Support	575
Total ▶ 3a				7,972,542

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Name and address (home or business)				
a <i>Paid during the year</i>				
Southerners On New Ground PO Box 11250 Atlanta, GA 30310		PC	Support the Work of Queer & Tran Liberation	250
Spence School22 East 91st Street New York, NY 101280657		PC	General Operating Support	2,500
St Stephen's School 15 Gramercy Park South New York, NY 10003		PC	General Operating Support	2,557
Total ▶ 3a				7,972,542

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Stand1 Haight Street San Francisco, CA 94102		PC	General Operating Support	50,000
Syrian American Medical Society Foundation PO Box 34115 Washington, DC 20043		PC	Most Needed	885
Temple Israel14 Coleytown Road Westport, CT 06880		PC	In Memory of Frances Kross Narins	2,000
Total ▶ 3a				7,972,542

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Name and address (home or business)				
a <i>Paid during the year</i>				
Texas Organizing Project Education Fund 2404 Caroline St Houston, TX 77004		PC	Harvey Community Relief Fund	250
The Foundation Center 32 Old Slip 24th Floor New York, NY 10005		PC	Access Toolkit & Membership Grant	5,000
The Manhattan Country School 150 W 85th Street New York, NY 10024		PC	For the Gus and Marty Trowbrige Forum In Honor of Gus Trowbridge	10,000
Total ▶ 3a				7,972,542

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Name and address (home or business)				
a <i>Paid during the year</i>				
The Miami Foundation 40 NW 3rd Street Suite 305 Miami, FL 33128		PC	Irma Community Recovery Fund	250
The New Press120 Wall Street 31st Floor New York, NY 10005		PC	Support for The New Press "Fearless Books in Perilous Times" Series	30,000
The New School79 5th Ave 16th floor New York, NY 10003		PC	Design Waste and Justice Conference Exploring Pathways for a Circular Economy, Zero Waste and Justice	10,000
Total ► 3a				7,972,542

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a <i>Paid during the year</i>				
The Ocean Foundation 1320 19th St NW 5th Floor Washington, DC 20036		PC	Deep Sea Mining Campaign	15,000
The Osborne Association 809 Westchester Ave Bronx, NY 10455		PC	General Operating Support	1,000
The Pines FoundationPO Box 5305 Fire Island Pines, NY 11782		PC	Seashore Defense Fund	1,000
Total ▶ 3a				7,972,542


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Name and address (home or business)				
a <i>Paid during the year</i>				
The PopTech Institute PO Box 1405 Camden, ME 04843		PC	The PopTech Fund for Social Good	1,600
The Praxis Project 1001 Connecticut Ave NW Ste 201 Washington, DC 20036		PC	UndocuBlack Network	750
The Story of Stuff Project 1442A Walnut Street 272 Berkeley, CA 94709		PC	General Operating Support	50,000
Total ▶ 3a				7,972,542

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a <i>Paid during the year</i>				
The Tides FoundationPO Box 29903 San Francisco, CA 941290903		PC	Freedom to Marry Global Fund - Speaker Honorarium	500
University of OK Women's & Gender Studies Program Center for Social Justice 731 Elm Avenue Robertson Hall 103 Norman, OK 73019		PC	Take Root Red State Perspectives on Reproductive Justice 2017 Conference	10,000
The Wildfire Project 325 Hancock St Apt 4 Brooklyn, NY 11216		PC	General Operating Support	45,000
Total ► 3a				7,972,542

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Third Wave FundPO Box 1159 Brooklyn, NY 11238		PC	General Operating Support	70,772
Transgender Law CenterPO Box 70976 Oakland, CA 946120976		PC	General Operating Support	30,500
US Green Building Council New York Chapter 55 Broad Street 9th Floor New York, NY 10004		PC	General Operating Support	40,000
Total ▶ 3a				7,972,542


Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
UPROSE166A 22nd Street Brooklyn, NY 11232		PC	General Operating Support	35,000
URGE734 15th Street NW Suite 800 Washington, DC 20005		PC	General Operating Support	40,250
Urgent Action Fund660 13th St Ste 200 Oakland, CA 94612		PC	The Resist and Reclaim Fund	50,000
Total ▶ 3a				7,972,542


Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
US Human Rights Network 250 Georgia Avenue Suite 330 Atlanta, GA 30312		PC	General Operating Support	50,000
Washington University One Brookings Drive St Louis, MO 63130		PC	General Operating Support	2,500
Western New York Environmental Alliance 617 Main Street Ste 300 Buffalo, NY 14203		PC	Youth & Climate Justice Initiative	40,000
Total ► 3a				7,972,542

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Western States Center PO Box 40305 Portland, OR 972400305		PC	General Operating Support- \$40,000 & Exec Transition Support \$5,000)	45,000
Wildlife Conservation Network 209 Mississippi Street San Francisco, CA 94107		PC	Save the Elephants (\$7,500) and the Okapi Conservation Project (7500)	15,000
Wildlife Conservation Society (WCS) 2300 Southern Boulevard Bronx, NY 10460		PC	Proactively Addressing Emerging Threats to Mesoamerica's Forests and Wildlife	82,500
Total 				7,972,542
3a				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Wildlife Conservation Society (WCS) 2300 Southern Boulevard Bronx, NY 10460		PC	Okapi Faunal Reserve in the Democratic Republic of Congo	20,000
William Marsh Rice University PO Box 1892 Houston, TX 772511892		PC	General Operating Support	2,500
WITNESS80 Hanson Place 5th Floor Brooklyn, NY 11217		PC	General Operating Support - Latin America and the Caribbean	50,000
Total ▶ 3a				7,972,542

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Young Women United309 Gold Ave SW Albuquerque, NM 87102		PC	General Operating Support	25,000
Youth Represent11 Park Pl Suite 1512 New York, NY 10007		PC	2017 Matching Gift Campaign	1,000
Asociacion de Comunidades Forestales de Peten - ACOFOP Tercera Avenida Cuarta Calle Zona 2 Santa Elena 17029 GT		NC	Promoting the development of an innovative community forest model for Biodiversity Conservation of the Mayan Biosphere Reserve	40,000
Total ▶ 3a				7,972,542

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Foundation for Ecodevelopment and Conservation - FUNDAECO 25 Calle 2-39 Zona 1 Guatemala GT		NC	Community participation in the protection of the Lechugal and Mirador National Park	40,000
Greenpeace Fund 702 H Street NW Suite 300 Washington, DC 20001		PC	Ocean plastics work	20,000
Just Associates Inc 2040 S Street NW 3rd floor Washington, DC 20009		PC	Mesoamerican WHRD Initiative, Honduran WHRD Network & JASS in Honduras	40,000
Total 				7,972,542
3a				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Meso-American Reef Fund 22 Avenida 0-59 Zona 15 Vista Hermosa II Guatemala 1015 GT		PC	General Operating Support	45,000
RepresentUS Education Fund PO Box 60008 Florence, MA 01062		PC	General Operating Support	95,000
Unit for Protection of Human Rights Defenders - Guatemala Iera Calle 7-45 Zona 1 Guatemala City GT		NC	Empowering Human Rights Defenders to manage their security and protection	25,000
Total 				7,972,542
3a				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Urgent Action Fund of Latin America for Women's Human Rights Carrera 27A 40A-68 Piso Bogota 111311 CO		NC	Integral Approach to supporting WHRDs Rapid Response Grantmaking, Training, Networking & Advocacy	50,000
Ya'axche Conservation Trust 20A George Price Street PO Box 177 Punta Gorda BH		NC	Improving protected areas management through innovative technology for long-term biodiversity conservation within the Bladen Nature Reserve Belize	35,000
Foundation of FirstHelthPO Box 3000 Pinehurst, NC 28374		PC	General Operating Support	2,500
Total ▶ 3a				7,972,542

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Groundswell1156 15th St NW Suite 840 Washington, DC 20005		PC	General Operating Support	40,000
JustLeadershipUSA 1900 Lexington Avenue New York, NY 10035		PC	General Operating Support	40,000
National Advocates for Pregnant Women 875 6th Avenue Suite 1807 New York, NY 10001		PC	General Operating Support	60,000
Total ▶ 3a				7,972,542

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Solitary Watch123 7th Avenue 166 Brooklyn, NY 11215		PC	General Operating Support	30,000
Walnut Hill HS Alumni Foundation 3250 Victory Parkway Cincinnati, OH 45207		PC	General Operating Support	1,000
Wildlife Conservation Network 209 Mississippi Street San Francisco, CA 94107		PC	Elephant Crisis Fund	25,000
Total ▶ 3a				7,972,542

TY 2017 Accounting Fees Schedule**Name:** THE OVERBROOK FOUNDATION**EIN:** 13-6088860**Accounting Fees Schedule**

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OWEN FLANAGAN CPA'S - AUDIT AND TAX PREPARATION	33,000	24,750		8,250

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

TY 2017 Depreciation Schedule

Name: THE OVERBROOK FOUNDATION
EIN: 13-6088860

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
FURNITURE & FIXTURES	2006-12-01	32,049	32,049	200DB	7 0000000000000	0	0		
FURNITURE & FIXTURES	2014-12-31	88,413	15,437	200DB	7 0000000000000	8,420	0		
LEASEHOLD IMPROVEMENTS	2006-12-01	274,641	195,038	150DB	15 0000000000000	16,231	0		
LEASEHOLD IMPROVEMENTS	2015-04-01	3,390	936	200DB		535	0		
LEASEHOLD IMPROVEMENTS	2015-03-01	118,422	20,676	200DB		11,279	0		
FURNITURE & FIXTURES	2015-06-30	88,383	15,431	SL	7 0000000000000	8,418	0		
EQUIPMENT	2015-06-30	17,716	4,429	SL	7 0000000000000	2,531	0		
LEASEHOLD IMPROVEMENTS	2015-04-01	117,411	32,442	200DB		18,538	0		
LEASEHOLD IMPROVEMENTS	2015-03-01	92,118	16,084	200DB		8,773	0		
CONF ROOM WINDOWS	2016-09-01	11,320	1,258	SL	5 0000000000000	1,258	0		

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

TY 2017 Expenditure Responsibility Statement

Name: THE OVERBROOK FOUNDATION

EIN: 13-6088860

Grantee's Name	Grantee's Address	Grant Date	Grant Amount	Grant Purpose	Amount Expended By Grantee	Any Diversion By Grantee?	Dates of Reports By Grantee	Date of Verification	Results of Verification
URGENT ACTION FUND OF LATIN AMERICA FOR WOMEN'S HUMAN RIGHTS	CARRERA 27A 40A-68 PISO 2 BOGOTA CO	2017-06-07	50,000	Integral Approach to Supporting WHRDs Rapid Response Grantmaking, Training, Networking and Advocacy		TO THE KNOWLEDGE OF THE FOUNDATION, NO FUNDS HAVE BEEN DIVERTED	Calls for final narrative/fin'l reports Grantee in compliance		NO INDEPENDENT VERIFICATION IS REQUIRED AT THIS TIME
UNIT FOR PROTECTION OF HUMAN RIGHTS DEFENDERS - GUATEMALA	1ERA CALLE 7-45 ZONA 1 GUATEMALA CITY GT	2017-02-15	25,000	Empowering Human Rights Defenders to manage their security and protection		TO THE KNOWLEDGE OF THE FOUNDATION, NO FUNDS HAVE BEEN DIVERTED	Calls for final narrative/fin'l reports Grantee in compliance		NO INDEPENDENT VERIFICATION IS REQUIRED AT THIS TIME
Asociacion de Comunidades Forestales de Peten - ACOFOP	Tercera Avenida Cuarta Calle Zona 2 Santa Elena GT	2017-06-07	40,000	Promoting the development of an innovative community forest model for Biodiversity Conservation of the Mayan Biosphere Reserve		TO THE KNOWLEDGE OF THE FOUNDATION, NO FUNDS HAVE BEEN DIVERTED	Calls for final narrative/fin'l reports Grantee in compliance		NO INDEPENDENT VERIFICATION IS REQUIRED AT THIS TIME
Foundation for Ecodevelopment and Conservation - FUNDAECO	25 Calle 2-39 Zona 1 Guatemala GT	2017-02-15	40,000	Community participation in the protection of the Lechugal and Mirador National Park		TO THE KNOWLEDGE OF THE FOUNDATION, NO FUNDS HAVE BEEN DIVERTED	Calls for final narrative/fin'l reports Grantee in compliance		NO INDEPENDENT VERIFICATION IS REQUIRED AT THIS TIME
Ya'axche Conservation Trust	20A George Price Street PO Box 177 Punta Gorda BH	2017-02-15	35,000	Improving protected areas management through innovative technology for long-term biodiversity conservation within the Bladen Nature Reserve Belize		TO THE KNOWLEDGE OF THE FOUNDATION, NO FUNDS HAVE BEEN DIVERTED	Calls for final narrative/fin'l reports Grantee in compliance		NO INDEPENDENT VERIFICATION IS REQUIRED AT THIS TIME

TY 2017 Investments Corporate Stock Schedule

Name: THE OVERBROOK FOUNDATION
EIN: 13-6088860

Name of Stock	End of Year Book Value	End of Year Fair Market Value
APPLIED MINERALS INC COM	34,803	34,803
CEDAR FAIR LP DEPOSITRY UNIT	5,110,424	5,110,424
CITIGROUP INC	7,694,664	7,694,664
D R HORTON INC COM	2,681,175	2,681,175
FEDEX CORPORATION	2,744,940	2,744,940
GOLDMAN SACHS GROUP INC	3,821,400	3,821,400
JP MORGAN CHASE & CO	3,475,550	3,475,550
MACQUARIE INFRASTRUCTURE	1,201,567	1,201,567
RYMAN HOSPITALITY PROPERTIES	3,881,685	3,881,685
SUNOPTA INC COM	2,209,339	2,209,339
AIRBUS GROUP	3,837,195	3,837,195
ALPHABET INC CL C	3,873,773	3,873,773
FACEBOOK INC CL A	3,016,054	3,016,054
LENNAR CORP CL A	1,739,100	1,739,100
NORTHSTAR REALTY EUROPE C	3,444,916	3,444,916
PULTE HOMES INC COM	748,125	748,125
TRI POINTE GROUP INC COM	224,000	224,000
U S G CORP COM NEW	269,920	269,920
ADOBE SYS INC	1,002,373	1,002,373
AECOM TECH CORP DEL COM	130,025	130,025
ALEXION PHARMACEUTICALS INC	343,821	343,821
ALIBABA	1,470,828	1,470,828
ALPHABET INC CL A	1,170,327	1,170,327
CALATLANTIC GROUP INC	1,127,800	1,127,800
COTT CORP	2,174,297	2,174,297
DOLLAR TREE INC COM	745,805	745,805
MCDONALDS CORP COM	774,368	774,368
MONSTER BEVERAGE CORP NEW COM	970,236	970,236
PARNASSUS ENDEAVOR FUND-INS	12,505,386	12,505,386
PRICELINE GRP INC COM NEW	742,015	742,015

Name of Stock	End of Year Book Value	End of Year Fair Market Value
REGENERON PHARMACEUTICALS COM	988,775	988,775
ROYAL CARIBBEAN CRUISES LTD COM	737,150	737,150
SAFRAN SA	209,315	209,315
SCHWAB CHARLES CP NEW COM	1,072,606	1,072,606
STARBUCKS CORP	298,636	298,636
TENCENT HLDGS LTD ADR	1,318,249	1,318,249
TOLL BROTHERS INC COM	1,296,540	1,296,540
VERSUM MATERIALS INC	2,652,452	2,652,452
VISA INC COM CL A	1,117,396	1,117,396
ABBOTT LABORATORIES	561,569	561,569
ADIENT PLC	393,500	393,500
BECTON DICKINSON	425,979	425,979
CANADIAN PAC RY LTD	321,658	321,658
EURONEXT NV	966,065	966,065
FORD MOTOR CO	624,500	624,500
GREENCORE GROUP PLC	1,647,180	1,647,180
GRIFFIN MINING LTD	677,159	677,159
JACKPOTJOY PLC	2,912,286	2,912,286
KANSAS CITY SOUTHERN COM	390,366	390,366
LEIDOS HLDGS	1,363,848	1,363,848
LENNAR CORP CL B	28,424	28,424
LIBERTY MEDIA CORP SERIES C	608,150	608,150
LUMENTUM HOLDINGS	1,732,869	1,732,869
MICRON TECHNOLOGY	1,968,456	1,968,456
MICROSOFT CORP	1,108,598	1,108,598
NEX GROUP PLC	5,081,411	5,081,411
NORWEGIAN CRUISE LINE HLDGS	491,231	491,231
PAYPAL HOLDINGS	453,499	453,499
SPX CORPORATION	1,182,995	1,182,995
TAYLOR MORRISON HOME CORPORATION	734,100	734,100

Name of Stock	End of Year Book Value	End of Year Fair Market Value
TENCENT HLDGS LTD HKD	1,188,863	1,188,863
THERMO FISHER SCIENTIFIC INC	85,446	85,446
T MOBILE US	2,659,037	2,659,037
TORONTO DOMINION BK ONT	487,971	487,971
LA QUINTA HOLDINGS INC	1,253,563	1,253,563
WHIRLPOOL CORP COM	1,433,440	1,433,440
WYNN RESORTS LTD COM	411,360	411,360
ZOETIS INC	1,061,870	1,061,870

TY 2017 Investments - Other Schedule**Name:** THE OVERBROOK FOUNDATION**EIN:** 13-6088860**Investments Other Schedule 2**

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
ARISTEIA INTERNATIONAL LTD	FMV	3,338,000	3,338,000
DELTEC SPECIAL SITUATIONS PARTNERS, LP	FMV	2,284,426	2,284,426
NEW VERNON INDIA (CAYMAN) FUND	FMV	430,696	430,696
OVERBROOK OPPORTUNITY FUND II, LP	FMV	11,554,909	11,554,909
OVERBROOK SELECT OFFSHORE FUND LTD CLASS 'C'	FMV	4,196,624	4,196,624
COMMONFUND GLOBAL DISTRESSED INVESTORS LLC	FMV	196,181	196,181
EMERGING EUROPE GROWTH FUND II, LP	FMV	349,262	349,262
EMERGING EUROPE GROWTH FUND, LP	FMV	91,298	91,298
GS CAPITAL PARTNERS V INSTITUTIONAL	FMV	40,647	40,647
GS CAPITAL PARTNERS VI PARALLEL, LP	FMV	335,753	335,753
GS OFFSHORE MEZZANINE PARTNERS	FMV	139,910	139,910
GS VINTAGE FUND III OFFSHORE LP	FMV	44,223	44,223
GS VINTAGE FUND V OFFSHORE, LP	FMV	341,078	341,078
RIVERSTONE/CARLYLE RENEWABLE ENERGY FUND	FMV	1,516,225	1,516,225
SANDTON CREDIT SOLUTIONS ON-SHORE FUND III	FMV	3,555,545	3,555,545
SCOPIA PE SPV PM LLC	FMV	1,425,437	1,425,437
STABILIS FUND III, LP	FMV	3,491,812	3,491,812
TEMPERLEY HOLDINGS LIMITED	FMV	38,443	38,443
TS SYMPHONY LLC	FMV	159,217	159,217
ENDOWMENT VENTURE PARTNERS V, LP	FMV	89,326	89,326
RADIUS VENTURE II	FMV	34,158	34,158
RADIUS VENTURE III	FMV	168,808	168,808
DUNE REAL ESTATE PARALLEL FUND LP	FMV	162,193	162,193
STABILIS FUND IV, LP	FMV	2,437,621	2,437,621
DNP HEALTH INC	FMV	50,000	50,000
EMERALD CREEK CAPITAL FUND 4, LLC	FMV	5,140,843	5,140,843
ENLIGHTENMENT CAPITAL SOLUTIONS FUND II, LP	FMV	854,291	854,291
THAYER STREET PARTNERS EQUITY OPPORTUNITY FUND LP	FMV	1,496,796	1,496,796
SANDTON CREDIT SOLUTIONS OFFSHORE IV, LP	FMV	1,660,097	1,660,097
CONSONANCE CAPITAL INVESTORS LTD	FMV	2,425,249	2,425,249

Investments Other Schedule 2

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
NITORUM OFFSHORE FUND	FMV	2,080,844	2,080,844
STABILIS FUND V, LP	FMV	196,668	196,668
VWH OFFSHORE FUND	FMV	6,281	6,281

**TY 2017 Land, Etc.
Schedule****Name:** THE OVERBROOK FOUNDATION**EIN:** 13-6088860

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
FURNITURE & FIXTURES	32,049	32,049	0	
FURNITURE & FIXTURES	88,413	23,857	64,556	
LEASEHOLD IMPROVEMENTS	274,641	211,269	63,372	
LEASEHOLD IMPROVEMENTS	3,390	1,471	1,919	
LEASEHOLD IMPROVEMENTS	118,422	31,955	86,467	
FURNITURE & FIXTURES	88,383	23,849	64,534	
EQUIPMENT	17,716	6,960	10,756	
LEASEHOLD IMPROVEMENTS	117,411	50,980	66,431	
LEASEHOLD IMPROVEMENTS	92,118	24,857	67,261	
CONF ROOM WINDOWS	11,320	2,516	8,804	

TY 2017 Legal Fees Schedule**Name:** THE OVERBROOK FOUNDATION**EIN:** 13-6088860

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PATTERSON BELKNAP WEBB & TYLER - LEGAL	42,168	14,859		27,309

TY 2017 Other Assets Schedule**Name:** THE OVERBROOK FOUNDATION**EIN:** 13-6088860**Other Assets Schedule**

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
INTEREST & DIVIDENDS RECEIVABLE	83,987	95,831	95,831
DUE FROM BROKER	233,745	220,104	220,104
SECURITY DEPOSIT	70,198	70,198	70,198

TY 2017 Other Expenses Schedule**Name:** THE OVERBROOK FOUNDATION**EIN:** 13-6088860**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OTHER	75,897	0		75,999

TY 2017 Other Income Schedule**Name:** THE OVERBROOK FOUNDATION**EIN:** 13-6088860**Other Income Schedule**

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
OIL & GAS ROYALTIES	2,590	2,590	2,590
OTHER INVESTMENT INCOME	9,348	9,348	9,348
PARTNERSHIP INCOME	-359,236	43,435	-359,236

TY 2017 Other Increases Schedule

Name: THE OVERBROOK FOUNDATION

EIN: 13-6088860

Description	Amount
CHANGE IN UNREALIZED APPRECIATION (NET OF DEFERRED TAXES)	13,394,253

TY 2017 Other Liabilities Schedule**Name:** THE OVERBROOK FOUNDATION**EIN:** 13-6088860

Description	Beginning of Year - Book Value	End of Year - Book Value
DEFERRED RENT	141,434	134,726
DEFERRED FEDERAL EXCISE TAX	421,317	694,670
SECURITY DEPOSIT PAYABLE	30,600	30,600

TY 2017 Other Professional Fees Schedule

Name: THE OVERBROOK FOUNDATION
EIN: 13-6088860

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OVERBROOK MANAGEMENT CORPORATION - INV ADVISORY	1,147,787	1,147,787		0
GREENHAVEN ASSOCIATES - INV ADVISORY	440,175	440,175		0
JP MORGAN - CUSTODY	32,512	32,512		0
THOUGHT MACHINE - IT CONSULTANT	14,850	0		14,850
COMMUNITY FUNDS - DIRECTOR ADVISED FUNDS	26,137	0		26,137
GSCP V INSTITUTIONAL AIV LP - INV	87	87		0
GSCP VI PARALLEL AIV LP - INV	315	315		0
DELTEC SPECIAL SITUATIONS - INV	29,865	29,865		0
OVERBROOK OPPORTUNITY FUND II - INV	44,693	44,693		0
ENDOWMENT VENTURE PARTNERS V - INV	834	834		0
RADIUS VENTURE PARTNERS II - INV	1,786	1,786		0
RADIUS VENTURE PARTNERS III - INV	3,935	3,935		0
COMMONFUND GLOBAL DISTRESSED - INV	2,389	2,389		0
EMERGING EUROPE GROWTH - INV	3,689	3,689		0
EMERGING EUROPE GROWTH II - INV	5,296	5,296		0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
GS CAPITAL PARTNERS V - INV	2,372	2,372		0
GS CAPITAL PARTNERS VI PARALLEL - INV	6,981	6,981		0
SANDTON CREDIT SOLUTIONS ONSHORE FUND III - INV	74,920	74,920		0
RIVERSTONE/CARLYLE - INV	18,940	18,940		0
DUNE REAL ESTATE PARALLEL FUND - INV	3,482	3,482		0
NEPC LLC	126,125	126,125		0
DSM CAPITAL - INV	126,483	126,483		0
STABILIS FUND IV - INV	70,261	70,261		0
STABILIS FUND V, LP - INV	31,630	31,630		0
THAYER ST PARTNERS EQUITY OPP FUND - INV	228,046	228,046		0
TS SYMPHONY - INV	28,765	28,765		0
ENLIGHTENMENT CAP SOLUTIONS FD II LP - INV	24,067	24,067		0
STABILIS FUND III - INV	94,015	94,015		0

TY 2017 Taxes Schedule**Name:** THE OVERBROOK FOUNDATION**EIN:** 13-6088860

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	158,816	158,816		0
FILING FEES	1,527	0		1,527
FEDERAL EXCISE & UBIT TAXES	160,928	0		0