

EXTENDED TO NOVEMBER 15, 2018

## Return of Private Foundation

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

OMB No 1545-0052

2017

Open to Public Inspection

Form 990-PF

Department of the Treasury  
Internal Revenue ServiceDo not enter social security numbers on this form as it may be made public.  
Go to [www.irs.gov/Form990PF](http://www.irs.gov/Form990PF) for instructions and the latest information.

For calendar year 2017 or tax year beginning

, and ending

Name of foundation <b>HARRY H. BEREN FOUNDATION I.G. C/O ISAAC GROSSMAN</b>		A Employer identification number <b>20-1202752</b>
Number and street (or P O box number if mail is not delivered to street address) <b>1888 SHERMAN ST</b>	Room/suite <b>600</b>	B Telephone number <b>303-295-7772</b>
City or town, state or province, country, and ZIP or foreign postal code <b>DENVER, CO 80203</b>		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1 Foreign organizations, check here <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		2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) <b>\$ 5,279,783.</b>	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
(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"/>

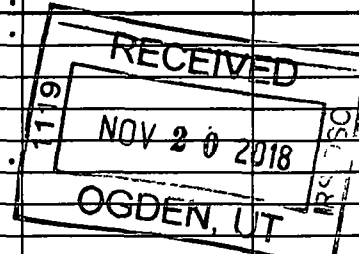
Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		64.	64.		STATEMENT 1
4 Dividends and interest from securities		98,119.	98,119.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		277,617.			
b Gross sales price for all assets on line 6a		582,620.			
7 Capital gain net income (from Part IV, line 2)			277,617.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11		375,800.	375,800.		
13 Compensation of officers, directors, trustees, etc		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees		1,275.	1,275.		0.
c Other professional fees					
17 Interest					
18 Taxes					
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses		24,350.	24,350.		0.
24 Total operating and administrative expenses. Add lines 13 through 23		25,625.	25,625.		0.
25 Contributions, gifts, grants paid		648,710.			648,710.
26 Total expenses and disbursements. Add lines 24 and 25		674,335.	25,625.		648,710.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		<298,535.>			
b Net investment income (if negative, enter -0-)			350,175.		
c Adjusted net income (if negative, enter -0-)				N/A	

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<b>Part II Balance Sheets</b>		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
<b>Assets</b>	1	Cash - non-interest-bearing				
	2	Savings and temporary cash investments		149,956.	36,107.	36,107.
	3	Accounts receivable ▶				
		Less: allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less: allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons				
	7	Other notes and loans receivable ▶				
		Less: allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments - U.S. and state government obligations				
	b	Investments - corporate stock	STMT 5	3,047,854.	2,863,168.	3,929,518.
	c	Investments - corporate bonds	STMT 6	1,319,562.	1,319,562.	1,314,158.
	11	Investments - land, buildings, and equipment basis ▶				
	Less: accumulated depreciation ▶					
12	Investments - mortgage loans					
13	Investments - other					
14	Land, buildings, and equipment: basis ▶					
	Less: accumulated depreciation ▶					
15	Other assets (describe ▶)					
16	<b>Total assets</b> (to be completed by all filers - see the instructions. Also, see page 1, item I)		4,517,372.	4,218,837.	5,279,783.	
<b>Liabilities</b>	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable				
	22	Other liabilities (describe ▶)				
	23	<b>Total liabilities</b> (add lines 17 through 22)		0.	0.	
<b>Net Assets or Fund Balances</b>	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>					
	and complete lines 24 through 26, and lines 30 and 31					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>					
	and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds		4,820,753.	4,820,753.	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund		0.	0.	
29	Retained earnings, accumulated income, endowment, or other funds		<303,381.>	<601,916.>		
30	<b>Total net assets or fund balances</b>		4,517,372.	4,218,837.		
31	<b>Total liabilities and net assets/fund balances</b>		4,517,372.	4,218,837.		

**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	4,517,372.
2	Enter amount from Part I, line 27a	2	<298,535.>
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	4,218,837.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	<b>Total net assets or fund balances at end of year</b> (line 4 minus line 5) - Part II, column (b), line 30	6	4,218,837.

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**Part IV Capital Gains and Losses for Tax on Investment Income**

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) ((e) plus (f) minus (g))
a			
b			
c			
d			
e 582,620.		305,003.	277,617.

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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			
b			
c			
d			
e			277,617.

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	277,617.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	{ }	3	N/A

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2016	617,514.	5,041,584.	.122484
2015	445,486.	5,529,723.	.080562
2014	389,096.	5,773,609.	.067392
2013	366,006.	5,497,858.	.066572
2012	138,000.	5,197,367.	.026552

2 Total of line 1, column (d)	2	.363562
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5 0, or by the number of years the foundation has been in existence if less than 5 years	3	.072712
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	5,106,736.
5 Multiply line 4 by line 3	5	371,321.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	3,502.
7 Add lines 5 and 6	7	374,823.
8 Enter qualifying distributions from Part XII, line 4	8	648,710.

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 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	ARTISAN INTERNATIONAL FUND		12/27/06	09/30/17
b	ARTISAN INTERNATIONAL FUND		12/27/06	10/04/17
c	ARTISAN INTERNATIONAL FUND		12/27/06	11/06/17
d	ARTISAN INTERNATIONAL FUND		12/27/06	12/31/17
e	AMERICAN BEACON SMALL CAP VAL		12/31/13	01/01/17
f	AMERICAN BEACON SMALL CAP VAL		12/31/13	04/30/17
g	AKRE FOCUS FUND		06/04/14	01/31/17
h	AKRE FOCUS FUND		06/04/14	04/30/17
i	AKRE FOCUS FUND		06/04/14	09/27/17
j	AKRE FOCUS FUND		06/04/14	10/04/17
k	AKRE FOCUS FUND		06/04/14	11/06/17
l	AKRE FOCUS FUND		06/04/14	12/13/17
m	DODGE & COX STOCK FUND		09/10/02	01/31/17
n	DODGE & COX STOCK FUND		09/10/02	04/30/17
o	OTHER		09/10/02	12/31/17

(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	25,000.	12,732.	12,268.
b	25,000.	12,153.	12,847.
c	15,000.	7,188.	7,812.
d	15,000.	7,866.	7,134.
e	40,000.	41,004.	<1,004.>
f	30,000.	31,469.	<1,469.>
g	30,000.	25,400.	4,600.
h	40,000.	32,637.	7,363.
i	25,000.	17,807.	7,193.
j	25,000.	17,398.	7,602.
k	15,000.	10,082.	4,918.
l	15,000.	9,795.	5,205.
m	30,000.	17,024.	12,976.
n	130,000.	61,987.	68,013.
o		461.	<461.>

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			12,268.
b			12,847.
c			7,812.
d			7,134.
e			<1,004.>
f			<1,469.>
g			4,600.
h			7,363.
i			7,193.
j			7,602.
k			4,918.
l			5,205.
m			12,976.
n			68,013.
o			<461.>

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

**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.)
<b>1a CAPITAL GAINS DIVIDENDS</b>				
b				
c				
d				
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 122,620.			122,620.
b			
c			
d			
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(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			122,620.
b			
c			
d			
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

<b>2</b> Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }		<b>2</b>	277,617.
<b>3</b> Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter "-0-" in Part I, line 8 }		<b>3</b>	N/A

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**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	3,502.
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	3,502.
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	3,502.
6 Credits/Payments:			
a 2017 estimated tax payments and 2016 overpayment credited to 2017	6a	6,419.	
b Exempt foreign organizations - tax withheld at source	6b	0.	
c Tax paid with application for extension of time to file (Form 8868)	6c	3,500.	
d Backup withholding erroneously withheld	6d	0.	
7 Total credits and payments. Add lines 6a through 6d	7	9,919.	
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	6,417.	
11 Enter the amount of line 10 to be: Credited to 2018 estimated tax <input checked="" type="checkbox"/> 6,417. 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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition. If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input checked="" type="checkbox"/> \$ 0. (2) On foundation managers. <input checked="" 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 checked="" type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered. See instructions <input checked="" type="checkbox"/> CO		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2017 or the tax year beginning in 2017? See the instructions for Part XIV. If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

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**Part VII-A** Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. See instructions		X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement. See instructions		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	X	
14 The books are in care of ► THE FOUNDATION Telephone no. ► 303-295-7772 Located at ► 1888 SHERMAN ST, STE 600, DENVER, CO ZIP+4 ► 80203		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - check here and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A		
16 At any time during calendar year 2017, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►		X

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

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

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

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No

b If the answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4915 or in a current notice regarding disaster assistance? See instructions

N/A

5b

Organizations relying on a current notice regarding disaster assistance, check here

☒

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

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

6b

If "Yes" to 6b, file Form 8870

X

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ISAAC GROSSMAN 1888 SHERMAN ST, STE 600 DENVER, CO 80203	PRESIDENT  5.00	0.	0.	0.

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

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

0





HARRY H. BEREN FOUNDATION I.G.  
C/O ISAAC GROSSMAN

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**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	5,133,270.
b	Average of monthly cash balances	1b	51,234.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	5,184,504.
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	5,184,504.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	77,768.
5	Net value of noncharitable use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	5,106,736.
6	Minimum investment return. Enter 5% of line 5	6	255,337.

**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	255,337.
2a	Tax on investment income for 2017 from Part VI, line 5	2a	3,502.
b	Income tax for 2017. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	3,502.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	251,835.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	251,835.
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	251,835.

**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	648,710.
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	648,710.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	3,502.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	645,208.

**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.

Form 990-PF (2017)

**Part XIII Undistributed Income** (see instructions)

	(a) Corpus	(b) Years prior to 2016	(c) 2016	(d) 2017
<b>1</b> Distributable amount for 2017 from Part XI, line 7				251,835.
<b>2</b> Undistributed income, if any, as of the end of 2017				
<b>a</b> Enter amount for 2016 only			0.	
<b>b</b> Total for prior years:		0.		
<b>3</b> Excess distributions carryover, if any, to 2017:				
<b>a</b> From 2012				
<b>b</b> From 2013				
<b>c</b> From 2014	43,640.			
<b>d</b> From 2015	172,108.			
<b>e</b> From 2016	367,687.			
<b>f</b> Total of lines 3a through e	583,435.			
<b>4</b> Qualifying distributions for 2017 from Part XII, line 4: $\blacktriangleright$ \$ 648,710.				
<b>a</b> Applied to 2016, but not more than line 2a			0.	
<b>b</b> Applied to undistributed income of prior years (Election required - see instructions)		0.		
<b>c</b> Treated as distributions out of corpus (Election required - see instructions)	0.			
<b>d</b> Applied to 2017 distributable amount				251,835.
<b>e</b> Remaining amount distributed out of corpus	396,875.			
<b>5</b> Excess distributions carryover applied to 2017 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	980,310.			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b		0.		
<b>c</b> 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.		
<b>d</b> Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
<b>e</b> Undistributed income for 2016. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
<b>f</b> Undistributed income for 2017. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2018				0.
<b>7</b> 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.			
<b>8</b> Excess distributions carryover from 2012 not applied on line 5 or line 7	0.			
<b>9</b> Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a	980,310.			
<b>10</b> Analysis of line 9:				
<b>a</b> Excess from 2013				
<b>b</b> Excess from 2014	43,640.			
<b>c</b> Excess from 2015	172,108.			
<b>d</b> Excess from 2016	367,687.			
<b>e</b> Excess from 2017	396,875.			

N/A

- (4) Gross investment income

[illegible]Form **990-PF** (2017)

## HARRY H. BEREN FOUNDATION I.G.

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<b>a</b> Paid during the year				
ANIYEI YERUSHALAYIM INC. LAKEWOOD, NJ	NONE		CHARITABLE	74,000.
ATERES MORDECHAI YESHIVA LAKEWOOD, NJ	NONE		EDUCATIONAL	5,000.
BAIS HAVAAD LAKEWOOD, NJ	NONE		CHARITABLE	3,600.
BAIS REUVEN KAMENITZ LAKEWOOD, NJ	NONE		CHARITABLE	2,250.
BETH JACOB HIGH SCHOOL DENVER, CO	NONE		CHARITABLE	5,000.
<b>Total</b>	SEE CONTINUATION SHEET(S)			648,710.
<b>b</b> Approved for future payment				
NONE				
<b>Total</b>				0.

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HARRY H. BEREN FOUNDATION I.G.  
C/O ISAAC GROSSMAN

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Part XV Supplementary Information				
3 Grants and Contributions Paid During the Year (Continuation)				
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)				
BETH MEDRASH GOVOHA LAKEWOOD, NJ	NONE		CHARITABLE	238,400.
BNOS ROCHEL BROOKLYN, NY	NONE		CHARITABLE	6,000.
CHAI 4EVER LAKEWOOD, NJ	NONE		CHARITABLE	1,000.
CHAYIM ARUCHIM (AGUDATH ISRAEL) NEW YORK, NY	NONE		CHARITABLE	5,000.
CONGREGATION BAIS AHARON MONSEY, NY	NONE		CHARITABLE	500.
CONGREGATION BETH MEDRASH GOVOHA LAKEWOOD, NJ	NONE		CHARITABLE	64,000.
CONGREGATION CHASIDEI BRESLOV BROOKLYN, NY	NONE		CHARITABLE	1,000.
CONGREGATION CHAYE OLAM BLOOMFIELD, MI	NONE		CHARITABLE	1,000.
CONGREGATION KNESSES YISROEL MONSEY, NY	NONE		CHARITABLE	1,000.
CONGREGATION TIFERES MOSHE BROOKLYN, NY	NONE		CHARITABLE	1,000.
Total from continuation sheets				558,860.

HARRY H. BEREN FOUNDATION I.G.  
C/O ISAAC GROSSMAN

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**Part XV. Supplementary Information**

**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
CONGREGATION ZICHRON REFOEL INC LAKEWOOD, NJ	NONE		CHARITABLE	11,800.
EZRAS TORAH NEW YORK, NY	NONE		CHARITABLE	500.
GUR ARYEH INSTITUTE BROOKLYN, NY	NONE		CHARITABLE	12,360.
HATZOLAH OF LAKEWOOD LAKEWOOD, NJ	NONE		CHARITABLE	500.
KEREN AVREICHIM OF BETH MEDRASH GOVOHA LAKEWOOD, NJ	NONE		CHARITABLE	1,000.
KESSER BAIS YAAKOV LAKEWOOD, NJ	NONE		CHARITABLE	3,600.
KOLLEL ATERES MORDECHAI WICKLIFFE, OH	NONE		CHARITABLE	5,000.
KOLLEL DAF YOMI OHR HAMEIR MONSEY, NY	NONE		CHARITABLE	500.
L'MAAN YERUSHALAYIM BROOKLYN, NY	NONE		CHARITABLE	74,600.
LAKEWOOD CHEDER SCHOOL LAKEWOOD, NJ	NONE		CHARITABLE	3,000.
Total from continuation sheets				

HARRY H. BEREN FOUNDATION I.G.  
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**Part XV. Supplementary Information**

**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
LIVINGSTON COMMUNITY KOLLEL LAKEWOOD, NJ	NONE		CHARITABLE	2,500.
MOSDAT ZERA YITZCHAK BROOKLYN, NY	NONE		CHARITABLE	1,000.
NATIONAL COMMITTEE FOR THE FURTHERANCE OF JEWISH EDUCATION BROOKLYN, NY	NONE		CHARITABLE	5,000.
P'EYLIM/LEV L'ACHIM NEW YORK, NY	NONE		CHARITABLE	10,000.
PIRCHEI AGUDAS YISROEL NEW YORK, NY	NONE		CHARITABLE	6,000.
SCHOOL FOR CHILDREN WITH HIDDEN INTELLIGENCE NEW YORK, NY	NONE		EDUCATIONAL	10,000.
TALMUDICAL YESHIVA OF PHILADELPHIA PHILADELPHIA, PA	NONE		CHARITABLE	5,000.
TZEDAKAH VCHESED CHARITABLE FOUNDATION BROOKLYN, NY	NONE		CHARITABLE	1,000.
UNION OF ORTHODOX JEWISH CONGREGATIONS NEW YORK, NY	NONE		CHARITABLE	25,000.
UNITED INSTITUTION OF KARLIN STOLIN NEW YORK, NY	NONE		CHARITABLE	37,500.
Total from continuation sheets				



HARRY H. BEREN FOUNDATION I.G.  
C/O ISAAC GROSSMAN

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**Part XV** Supplementary Information

**3** Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
VAAD L'HATZOLAS NIDCHEI YISROEL SPRING VALLEY, NY	NONE		CHARITABLE	2,500.
YESHIVA EITZ CHAIM OF HILLSIDE BROOKLYN, NY	NONE		EDUCATIONAL	1,800.
YESHIVA KEREN ORAH BROOKLYN, NY	NONE		EDUCATIONAL	1,800.
YESHIVA KNESSET YEHUDA BROOKLYN, NY	NONE		EDUCATIONAL	1,000.
YESHIVA M'KOR CHAIM BROOKLYN, NY	NONE		EDUCATIONAL	10,000.
YESHIVA TELSHE ALUMNI RIVERDALE, NY	NONE		EDUCATIONAL	1,000.
YESHIVA TIFERES BORUCH INC N PLAINFIELD, NJ	NONE		EDUCATIONAL	1,000.
YESHIVA TORAH VODAATH BROOKLYN, NY	NONE		EDUCATIONAL	5,000.
Total from continuation sheets				

## Enter gross amounts unless otherwise indicated.

(See worksheet in line 13 instructions to verify calculations.)

Line No.	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes)
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[illegible]

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


		Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c)(3) (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		
a	Transfers from the reporting foundation to a noncharitable exempt organization of:		
	(1) Cash		X
	(2) Other assets		X
b	Other transactions:		
	(1) Sales of assets to a noncharitable exempt organization		X
	(2) Purchases of assets from a noncharitable exempt organization		X
	(3) Rental of facilities, equipment, or other assets		X
	(4) Reimbursement arrangements		X
	(5) Loans or loan guarantees		X
	(6) Performance of services or membership or fundraising solicitations		X
a	Sharing of facilities, equipment, mailing lists, other assets, or paid employees		X
d	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.		

[illegible]

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

b. If "Yes," complete the following schedule.		
(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

Sign Here  11/2/18 PRESIDENT

Signature of officer or trustee Date Title

May this tax document will return with the preparer shown below? See Inst. ☒ Yes ☐ No

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> self-employed	PTIN
	MICHELE SORENSEN	MICHELE SORENSEN	11/07/18		P00841377
	Firm's name ▶ MICHELE F. SORENSEN PC				Firm's EIN ▶ 20-2320888
	Firm's address ▶ 501 S. CHERRY ST., SUITE 660 DENVER, CO 80246				Phone no. 303-333-1001

**Part XVII. Information Regarding Transfers to and Transactions and Relationships With Noncharitable Exempt Organizations**

- |   |  |       |            |           |
|---|--|-------|------------|-----------|
| <b>1</b> Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c)(3) (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?   |  |       | <b>Yes</b> | <b>No</b> |
| <b>a</b> Transfers from the reporting foundation to a noncharitable exempt organization of:   |  |       |            |           |
| (1) Cash  |  | 1a(1) |            | X         |
| (2) Other assets  |  | 1a(2) |            | X         |
| <b>b</b> Other transactions:  |  |       |            |           |
| (1) Sales of assets to a noncharitable exempt organization  |  | 1b(1) |            | X         |
| (2) Purchases of assets from a noncharitable exempt organization  |  | 1b(2) |            | X         |
| (3) Rental of facilities, equipment, or other assets  |  | 1b(3) |            | X         |
| (4) Reimbursement arrangements  |  | 1b(4) |            | X         |
| (5) Loans or loan guarantees  |  | 1b(5) |            | X         |
| (6) Performance of services or membership or fundraising solicitations  |  | 1b(6) |            | X         |
| <b>c</b> Sharing of facilities, equipment, mailing lists, other assets, or paid employees   |  | 1c    |            | X         |
| <b>d</b> If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. |  |       |            |           |

[illegible]

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

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

**Sign  
Here**

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

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

<input checked="checked" type="checkbox"/> Yes	<input type="checkbox"/> No
--	-----------------------------

Signature of officer or trustee

Date \_\_\_\_\_

Title

• PRESIDENT

Print/Type preparer's name

Preparer's signature

Date \_\_\_\_\_

Check ☐ self-employed

PTIN

MICHELE SORENSSEN

MICHELE SORENSEN

11/07/18

P00841377

Firm's name ▶ MICHELE F. SORENSEN PC

Firm's EIN ▶	20-2320888
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Firm's address ▶ 501 S. CHERRY ST., SUITE 660  
DENVER, CO 80246

Phone no. 303-333-1001

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

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
US BANK	64.	64.	
TOTAL TO PART I, LINE 3	64.	64.	

## FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
US BANK	220,739.	122,620.	98,119.	98,119.	
TO PART I, LINE 4	220,739.	122,620.	98,119.	98,119.	

## FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING	1,275.	1,275.		0.
TO FORM 990-PF, PG 1, LN 16B	1,275.	1,275.		0.

## FORM 990-PF OTHER EXPENSES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK FEES	8,257.	8,257.		0.
INVESTMENT MANAGEMENT FEES	16,093.	16,093.		0.
TO FORM 990-PF, PG 1, LN 23	24,350.	24,350.		0.

FORM 990-PF	CORPORATE STOCK	STATEMENT	5
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
ARTISAN INTERNATIONAL FUND	58,480.	124,065.
AMERICAN BEACON SMALL CAP VAL	487,826.	550,841.
AMERICAN EUROPACIFIC GROWTH	157,530.	187,750.
AKRE FOCUS FUND	697,072.	1,055,996.
DODGE & COX STOCK FUND	519,803.	1,060,055.
DODGE & COX INCOME FUND	237,336.	235,284.
FPA CRESCENT	252,649.	261,312.
FIRST EAGLE SOGEN	174,762.	184,927.
PIMCO ALL ASSET FUND INSTITUTIONAL	277,710.	269,288.
TOTAL TO FORM 990-PF, PART II, LINE 10B	2,863,168.	3,929,518.

FORM 990-PF	CORPORATE BONDS	STATEMENT	6
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
DOUBLELINE TOTAL RETURN BOND	1,082,544.	1,042,618.
WESTWOOD INCOME OPP	237,018.	271,540.
TOTAL TO FORM 990-PF, PART II, LINE 10C	1,319,562.	1,314,158.