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

Do not enter social security numbers on this form as it may be made public.
Go to www.irs.gov/Form990PF for instructions and the latest information

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OMB No 1545-0052

2017

Open to Public Inspection

For calendar year 2017 or tax year beginning , 2017, and ending

THE BROOK FUND, INC.
182 WEST ALLENDALE AVENUE
ALLENDALE, NJ 07401-1723

A Employer identification number
22-2561995

B Telephone number (see instructions)
(201) 785-8881

C If exemption application is pending, check here ☐

D 1 Foreign organizations, check here ☐

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

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

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

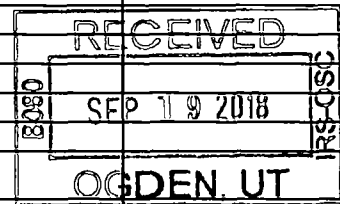
G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity
☐ Final return ☐ Amended return
☐ Address change ☐ Name change

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

I Fair market value of all assets at end of year (from Part II, column (c), line 16)
\$ 3,431,161.
J Accounting method ☒ Cash ☐ Accrual
☐ Other (specify) (Part I, column (d) must be on cash basis)

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
REVENUE	1 Contributions, gifts, grants, etc., received (attach schedule)	412,036.			
	2 Check <input 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	64,139.	64,139.	64,139.	
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	334,107.			
	b Gross sales price for all assets on line 6a	1,733,131.			
	7 Capital gain net income (from Part IV, line 2)		334,107.		
	8 Net short-term capital gain			50,793.	
	9 Income modifications				
	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)					
12 Total. Add lines 1 through 11	810,282.	398,246.	114,932.		
ADMINISTRATIVE AND OPERATING EXPENSES	13 Compensation of officers, directors, trustees, etc.	47,806.			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach sch) See St 1	1,500.			
	c Other professional fees (attach sch) See St 2	3,028.	3,028.		
	17 Interest				
	18 Taxes (attach schedule)(see instrs)				
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)				
	24 Total operating and administrative expenses. Add lines 13 through 23	54,008.	3,028.		
	25 Contributions, gifts, grants paid Part XV	429,264.			429,264.
26 Total expenses and disbursements. Add lines 24 and 25	483,272.	3,028.	0.	429,264.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements.	327,010.				
b Net investment income (if negative, enter -0-)		395,218.			
c Adjusted net income (if negative, enter -0-)			114,932.		

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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	846,326.	694,395.	694,395.
	3 Accounts receivable			
	Less: allowance for doubtful accounts			
	4 Pledges receivable			
	Less: allowance for doubtful accounts			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach sch)			
	Less: allowance for doubtful accounts	150,000.		
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments – U.S. and state government obligations (attach schedule)			
	b Investments – corporate stock (attach schedule)	453,371.	894,165.	884,438.
	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)	1,342,031.	1,530,178.	1,852,328.	
14 Land, buildings, and equipment basis				
Less: accumulated depreciation (attach schedule)				
15 Other assets (describe)				
16 Total assets (to be completed by all filers – see the instructions. Also, see page 1, item I)	2,791,728.	3,118,738.	3,431,161.	
LIABILITIES	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
FUND ASSET BALANCES	Foundations that follow SFAS 117, check here and complete lines 24 through 26, and lines 30 and 31. <input checked="" type="checkbox"/>			
	24 Unrestricted	2,791,728.	3,118,738.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input type="checkbox"/>			
	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)	2,791,728.	3,118,738.	
	31 Total liabilities and net assets/fund balances (see instructions)	2,791,728.	3,118,738.	

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	2,791,728.
2 Enter amount from Part I, line 27a	2	327,010.
3 Other increases not included in line 2 (itemize)	3	
4 Add lines 1, 2, and 3	4	3,118,738.
5 Decreases not included in line 2 (itemize)	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	3,118,738.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (for example, real estate, 2-story brick warehouse, or common stock, 200 shares MLC Company)		(b) How acquired P — Purchase D — Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a See Statement 4				
b				
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) ((e) plus (f) minus (g))
a			
b			
c			
d			
e			

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

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

2 Capital gain net income or (net capital loss)	<div style="border: 1px solid black; padding: 2px;"> If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 </div>	2	334,107.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):	<div style="border: 1px solid black; padding: 2px;"> If gain, also enter in Part I, line 8, column (c) See instructions If (loss), enter -0- in Part I, line 8 </div>	3	50,793.

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	400,513.	2,614,717.	0.153176
2015	264,460.	2,357,166.	0.112194
2014	333,345.	2,441,687.	0.136522
2013	279,702.	2,309,735.	0.121097
2012	509,156.	2,303,968.	0.220991

2 Total of line 1, column (d)	2	0.743980
3 Average distribution ratio for the 5-year base period — divide the total on line 2 by 5 0, or by the number of years the foundation has been in existence if less than 5 years	3	0.148796
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	3,165,522.
5 Multiply line 4 by line 3	5	471,017.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	3,952.
7 Add lines 5 and 6	7	474,969.
8 Enter qualifying distributions from Part XII, line 4	8	429,264.

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

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

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter 'N/A' on line 1 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 type="checkbox"/> and enter 1% of Part I, line 27b		1	7,904.
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	7,904.
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	7,904.
6 Credits/Payments:			
a 2017 estimated tax pmts and 2016 overpayment credited to 2017	6 a	3,526.	
b Exempt foreign organizations – tax withheld at source	6 b		
c Tax paid with application for extension of time to file (Form 8868)	6 c		
d Backup withholding erroneously withheld	6 d		
7 Total credits and payments. Add lines 6a through 6d	7	3,526.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	4,378.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be Credited to 2018 estimated tax	11		
	Refunded		

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition		X
If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ 0. (2) On foundation managers <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If 'Yes,' attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If 'Yes,' attach a conformed copy of the changes		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If 'Yes,' has it filed a tax return on Form 990-T for this year?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If 'Yes,' attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If 'Yes,' complete Part II, col (c), and Part XV	X	
8 a Enter the states to which the foundation reports or with which it is registered. See instructions NJ		
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

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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 <u>N/A</u>	X	
14 The books are in care of <u>TAXPAYER</u> Telephone no <u>(201) 785-8881</u> Located at <u>182 W. ALLENDALE AVE ALLENDALE NJ</u> ZIP + 4 <u>07401</u>		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 — check here and enter the amount of tax-exempt interest received or accrued during the year <u>N/A</u>		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?		X
See the instructions for exceptions and filing requirements for FinCEN Form 114. If 'Yes,' enter the name of the foreign country <u>N/A</u>		

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
1 a 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 <input type="checkbox"/>	1 b	N/A
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2017?	1 c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2017? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If 'Yes,' list the years <u>20 __ , 20 __ , 20 __ , 20 __</u>		
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)	2 b	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. <u>20 __ , 20 __ , 20 __ , 20 __</u>		
3 a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If 'Yes,' did it have excess business holdings in 2017 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2017)	3 b	N/A
4 a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2017?	4 b	X

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5 a** 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 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

	Yes	No

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

☐

5 b N/A

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)

6 a 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?

6 b X

If 'Yes' to 6b, file Form 8870.

7 a 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

7 b

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. See instructions.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
BARNETT RUKIN 182 W. ALLENDALE AVENUE ALLENDALE, NJ 07401	TRUSTEE 0	0.	0.	0.
JULIUS EISEN 182 W. ALLENDALE AVENUE ALLENDALE, NJ 07401	TRUSTEE 0	0.	0.	0.
SLX CAPITAL MANAGMENT LTD 182 W. ALLENDALE AVENUE ALLENDALE, NJ 07401	Asset Mgmt 0	47,806.	0.	0.

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

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

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

0

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services.** See instructions. If none, enter 'NONE.'

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
None		

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1 N/A	
2	
3	
4	

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

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

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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	2,443,368.
b Average of monthly cash balances	1b	770,360.
c Fair market value of all other assets (see instructions)	1c	
d Total (add lines 1a, b, and c)	1d	3,213,728.
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	3,213,728.
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	48,206.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,165,522.
6 Minimum investment return. Enter 5% of line 5	6	158,276.

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	158,276.
2a Tax on investment income for 2017 from Part VI, line 5	2a	7,904.
b Income tax for 2017 (This does not include the tax from Part VI)	2b	
c Add lines 2a and 2b	2c	7,904.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	150,372.
4 Recoveries of amounts treated as qualifying distributions	4	
5 Add lines 3 and 4	5	150,372.
6 Deduction from distributable amount (see instructions)	6	
7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	150,372.

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	429,264.
b Program-related investments — total from Part IX-B	1b	
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	429,264.
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	
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	429,264.

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				150,372.
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	394,750.			
b From 2013	166,247.			
c From 2014	215,509.			
d From 2015	147,461.			
e From 2016	271,173.			
f Total of lines 3a through e	1,195,140.			
4 Qualifying distributions for 2017 from Part XII, line 4: ▶ \$ 429,264.				
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				150,372.
e Remaining amount distributed out of corpus	278,892.			
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	1,474,032.			
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)	394,750.			
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a	1,079,282.			
10 Analysis of line 9				
a Excess from 2013	166,247.			
b Excess from 2014	215,509.			
c Excess from 2015	147,461.			
d Excess from 2016	271,173.			
e Excess from 2017	278,892.			

BAA

Form 990-PF (2017)

N/A

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

(4) Gross investment income.

[illegible]

None

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

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year SEE ATTACHED SCHEDULE			CHARITABLE	429,264.
Total			3 a	429,264.
b Approved for future payment				
Total			3 b	

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

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

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

OMB No 1545-0047

2017

Name of the organization

THE BROOK FUND, INC.

Employer identification number

22-2561995

Organization type (check one):

Filers of:

Form 990 or 990-EZ

Section:

☐ 501(c)() (enter number) organization

☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation

☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation

☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

Special Rules

☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33-1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Don't complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year. ► \$ _____

Caution. An organization that isn't covered by the General Rule and/or the Special Rules doesn't file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer 'No' on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it doesn't meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

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

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

Name of organization

Employer identification number

THE BROOK FUND, INC.

22-2561995

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

(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	BARNETT RUKIN 24 CHESTNUT RIDGE ROAD SADDLE RIVER, NJ 07458	\$ 45,748.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)
2	SUSAN EISEN 57 RIVERVIEW TERRACE UPPER SADDLE RIVER, NJ 07458	\$ 59,240.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)
3	SUSAN EISEN 57 RIVERVIEW TERRACE UPPER SADDLE RIVER, NJ 07458	\$ 193,183.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)
4	JULIUS EISEN 57 RIVERVIEW TERRACE UPPER SADDLE RIVER, NJ 07458	\$ 80,260.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)
5	EMILY S RUKIN, LLC 182 WEST ALLENDALE AVENUE ALLENDALE, NJ 07401	\$ 11,035.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)
6	WILLIAM RUKIN LLC 182 WEST ALLENDALE AVENUE ALLENDALE, NJ 07401	\$ 11,035.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)

Name of organization

Employer identification number

THE BROOK FUND, INC.

22-2561995

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

(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
7	ALEXANDRA MILLER 200 SOUTH WILTON PLACE LOS ANGELES, CA 90004	\$ 11,035.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)

Name of organization

Employer identification number

THE BROOK FUND, INC.

22-2561995

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

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
1	725 SHARES SHOPIFY INC	\$ 45,748.	2/23/17
2	2825 SHARES OLD REPUBLIC INTL CORP	\$ 59,240.	2/02/17
3	1450 SHARES ROCKWELL COLLINS INC	\$ 193,183.	12/06/17
4	1741 SHARES SHOPIFY INC	\$ 80,260.	1/05/17
5	100 SHARES SHOPIFY INC	\$ 11,035.	9/06/17
6	100 SHARES SHOPIFY INC	\$ 11,035.	9/06/17

BAA

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

Employer identification number

22-2561995

Part II

[illegible]

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

THE BROOK FUND
EI #22-2561995
FORM 990-PF
F/Y/E 12/31/17

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<u>RECIPIENT</u>	<u>PURPOSE</u>	<u>AMOUNT</u>
350.ORG 20 JAY STREET, SUITE 732 BROOKLYN, NY 11201	GENERAL	\$ 100
ACLU FOUNDATION 125 BROAD STREET, 18 TH FL NEW YORK, NY 10004	GENERAL	2,500
ADLER APHASIA CENTER 60 W. HUNTER AVENUE MAYWOOD, NJ 07607	GENERAL	500
AFRICAN KIDS IN NEED INC. 137 N. LARCHMONT BLVD, BOX 140 LOS ANGELES, CA 90004	GENERAL	2,300
AJC 165 EAST 56 STREET NEW YORK, NY 10126-0103	GENERAL	750
ALLENDALE AMBULANCE CORPS 26 ARCADIA ROAD ALLENDALE, NJ 07401	GENERAL	25
ALLENDALE VETERANS OF FOREIGN WARS PO BOX 365 ALLENDALE, NJ 07401	GENERAL	25
ALLENDALE VOLUNTEER FIRE ASSOC. PO BOX 44 ALLENDALE, NJ 07401	GENERAL	25
AMERICAN FRIENDS OF ISRAEL-FREE LOAN ASSOC 140 RIVERSIDE DRIVE APT 4G NEW YORK, NY 10024	GENERAL	1,800
AMERICAN HEART ASSOCIATION 7272 GREENVILLE AVENUE DALLAS, TX 75231-4596	GENERAL	90
AMERICAN FRIENDS OF YAD ELIEZER 1102 EAST 26 STREET BROOKLYN, NY 11210	GENERAL	1,000

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<u>RECIPIENT</u>	<u>PURPOSE</u>	<u>AMOUNT</u>
AMERICAN JEWISH COMMITTEE 165 E. 56 STREET, ROOM 800 NRE NEW YORK, NY 10126-0103	GENERAL	600
AMERICAN JEWISH WORLD SERVICE 45 W. 36 STREET – 11 TH FLOOR NEW YORK, NY 10138-1381	GENERAL	500
AMERICAN MUSEUM OF NATURAL HISTORY 15 W 77 TH STREET NEW YORK, NY 10132-0013	GENERAL	250
ANTI DEFAMATION LEAGUE 605 THIRD AVENUE NEW YORK, NY 10158	GENERAL	1,000
ASPNI 28 ARRANDALE AVENUE GREAT NECK, NY 11024-1804	GENERAL	1,000
BERGEN COUNTY UNITED WAY 6 FOREST AVENUE, STE 210 PARAMUS, NJ 07652	GENERAL	5,400
BERGEN COUNTY Y-JCC 605 PASCACK ROAD WASHINGTON TOWNSHIP, NJ 07676	GENERAL	31,800
BVMI 241 MOORE STREET, SUITE 101 HACKENSACK, NJ 07601-7533	GENERAL	1,800
CAMP NEWMAN 711 GRAND AVENUE, SUITE 280 SAN RAFAEL, CA 94901	GENERAL	2,500
CAMP RAHMAH IN NEW ENGLAND 2 COMMERCE WAY NORWOOD, MA 02052	GENERAL	2,500
CEDARS-SINAI MEDICAL CENTER 8700 BEVERLY BLVD. SUITE 2416 LOS ANGELES, CA 90048	GENERAL	250
CENTER FOR EARLY EDUCATION 563 N. ALFRED STREET WEST HOLLYWOOD, CA 90048	GENERAL	3,000

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<u>RECIPIENT</u>	<u>PURPOSE</u>	<u>AMOUNT</u>
CENTER FOR FOOD ACTION 192 W. DEMAREST AVENUE ENGLEWOOD, NJ 07631	GENERAL	6,900
CENTRAL PARK CONSERVANCY PO BOX 4004, CHURCH STREET STATION NEW YORK, NY 10277-0149	GENERAL	500
CITIZENS COMMITTEE FOR CHILDREN OF NY 14 WALL STREET, SUITE 4E NEW YORK, NY 10269-0125	GENERAL	500
CITY HARVEST 6 EAST 32 ST, 5 TH FL. NEW YORK, NY 10016-5422	GENERAL	4,350
CORNELL HILLEL PO BOX 25842 LEHIGH VALLEY, PA 18003-9692	GENERAL	1,800
CORNELL UNIVERSITY PO BOX 25842 LEHIGH VALLEY, PA 18003-9692	GENERAL	29,110
CURE BREAST CANCER FOUNDATION INC. 1122 CLIFTON AVENUE CLIFTON, NJ 07013	GENERAL	1,800
CWS CROP C/O MARTIN PRINCE 406 RUCKMAN ROAD CLOSTER, NJ 07624	GENERAL	100
DAUGHTERS OF MIRIAM CENTER THE GALLEN INSTITUTE 155 HAZEL STREET CLIFTON, NJ 07011	GENERAL	3,700
FOUNDATION FOR JEWISH CAMP 253 WEST 35 STREET, 4 TH FL NEW YORK, NY 10001	GENERAL	44,600
FRIENDS OF HUDSON RIVER PARK 305 7 TH AVENUE, 12 TH FL. NEW YORK, NY 10001	GENERAL	1,000

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<u>RECIPIENT</u>	<u>PURPOSE</u>	<u>AMOUNT</u>
FRIENDS OF LINCOLN CENTER 70 LINCOLN CENTER PLAZA, 9 TH FL NEW YORK, NY 10023-6583	GENERAL	250
GEORGIA ORGANICS, INC. 200-A OTTLEY DRIVE ATLANTA, GA 30324	GENERAL	500
GEORGIA PUBLIC BROADCASTING – GPB PO BOX 409277 ATLANTA, GA 30384	GENERAL	250
GOOD SAMARITAN HOSPITAL FOUNDATION 255 LAFAYETTE AVENUE SUFFERN, NY 10901	GENERAL	500
GROSS CENTER FOR HOLOCAUST & GENOCIDE STUDIES RAMAPO COLLEGE OF NJ 505 RAMAPO VALLEY ROAD MAHWAH, NJ 07430-1623	GENERAL	250
GUIDE DOG FOUNDATION FOR THE BLIND INC. 371 EAST MAIN STREET (JERICHO TPK) SMITHTOWN, NY 11787	GENERAL	250
HAVURAH SHALOM 182 W. ALLENDALE AVENUE ALLENDALE, NJ 07401	GENERAL	14,500
HEBREW IMMIGRANT AID SOCIETY 411 FIFTH AVENUE, SUITE 1006 NEW YORK, NY 10016	GENERAL	3,000
HEIFER INTERNATIONAL PO BOX 8058 LITTLE ROCK, AR 72203-8058	GENERAL	500
HILLEL INTERNATIONAL PO BOX 92994 WASHINGTON, DC 20090-2994	GENERAL	1,800
HILLEL AT THE UNIVERSITY OF PENNSYLVANIA 215 SOUTH 39 TH STREET PHILADELPHIA, PA 19104	GENERAL	5,000

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<u>RECIPIENT</u>	<u>PURPOSE</u>	<u>AMOUNT</u>
HO-HO-KUS PBA LOCAL 353 PO BOX 402 HO-HO-KUS, NJ 07423	GENERAL	100
HO-HO-KUS VOLUNTEER FIRE DEPARTMENT 52 SHERIDAN AVENUE HO-HO-KUS, NJ 07423	GENERAL	150
HOLIDAY OBSERVERS P.O. BOX 317 ALLENDALE, NJ 07401	GENERAL	25
HORACE MANN SCHOOL 231 WEST 246 TH STREET RIVERDALE, NY 10471-9988	GENERAL	3,600
IMMUNE DEFICIENCY FOUNDATION 110 WEST ROAD, SUITE 300 TOWSON, MD 21204	GENERAL	2,500
J-ADD 50 EISENHOWER DRIVE PARAMUS, NJ 07652	GENERAL	2,184
JBH INTERNATIONAL 110 E. 30 TH STREET NEW YORK, NY 10016-7375	GENERAL	250
JEFFREY MODELL FOUNDATION 780 THIRD AVENUE NEW YORK, NY 10017	GENERAL	1,000
JERICHO PROJECT 245 W 29 TH STREET, SUITE 902 NEW YORK, NY 10001	GENERAL	1,800
JEWISH COMMUNAL FUND 575 MADISON AVENUE, SUITE 703 NEW YORK, NY 10022	GENERAL	360
JEWISH EDUCATIONAL ALLIANCE, SAVANNAH 5111 ABERCORN STREET SAVANNAH, GA 31405	GENERAL	2,500
JEWISH FAMILY & CHILDREN'S SERVICES 1485 TEANECK ROAD TEANECK, NJ 07666	GENERAL	2,000

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<u>RECIPIENT</u>	<u>PURPOSE</u>	<u>AMOUNT</u>
JEWISH FEDERATION OF NORTHERN NEW JERSEY 50 EISENHOWER DRIVE PARAMUS, NJ 07652	GENERAL	136,636
JEWISH HOME FOUNDATION OF NORTH JERSEY 10 LINK DRIVE ROCKLEIGH, NJ 07647	GENERAL	1,000
JEWISH NATIONAL FUND 42 E. 69 STREET NEW YORK, NY 10131-0054	GENERAL	1,800
JEWISH THEOLOGICAL SEMINARY 3080 BROADWAY, 4 TH FL NEW YORK, NY 10027-9985	GENERAL	1,800
JTA 24 WEST 30 TH STREET, 4 TH FLOOR NEW YORK, NY 10001	GENERAL	500
JUVENILE DIABETES RESEARCH FOUNDATION INT'L 560 SYLVAN AVENUE, SUITE 1210 ENGLEWOOD CLIFFS, NJ 07632	GENERAL	1,800
KIPP NYC C/O KIPP NEW YORK INC. 470 7 TH AVENUE, 10 TH FL NEW YORK, NY 10018	GENERAL	3,600
LEARNING ALLY 20 ROSZEL ROAD PRINCETON, NJ 08540	GENERAL	250
MAINE ORGANIC FARMERS & GARDENERS ASSN. PO BOX 170 294 CROSBY BROOK ROAD UNITY, ME 04988	GENERAL	750
MANHATTAN INSTITUTE FOR POLICY RESEARCH, INC. 52 VANDERBILT AVENUE NEW YORK, NY 10164-1005	GENERAL	3,000
MEMORIAL HEALTH FOUNDATION PO BOX 23089 SAVANNAH, GA 31403-3089	GENERAL	1,000

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<u>RECIPIENT</u>	<u>PURPOSE</u>	<u>AMOUNT</u>
MEMORIAL SLOAN KETTERING CANCER CENTER 1275 YORK AVENUE NEW YORK, NY 10065	GENERAL	250
METROPOLITAN MUSEUM OF ART 1000 FIFTH AVENUE NEW YORK, NY 10028	GENERAL	400
MOHONK PRESERVE PO BOX 715 NEW PALTZ, NY 12561	GENERAL	250
MUSEUM OF MODERN ART 11 W 53 STREET NEW YORK, NY 10019-5497	GENERAL	400
NATIONAL COUNCIL FOR JEWISH WOMEN P.O. BOX 1408 TOMS RIVER, NJ 08754-1408	GENERAL	1,000
NEPHCURE KIDNEY INTERNATIONAL 150 S. WARNER ROAD, SUITE 402 KING OF PRUSSIA, PA 19406	GENERAL	2,750
NEW ISRAEL FUND PO BOX 96712 WASHINGTON, DC 20090-6712	GENERAL	500
NEW MILFORD HIGH SCHOOL 1 SNYDER CIRCLE NEW MILFORD, NJ 07646	GENERAL	250
NEW YORK BOTANICAL GARDEN PO BOX 30703 NEW YORK, NY 10087-0703	GENERAL	358
NEW YORK CITY BALLET GUILD DAVID H KOCH THEATER 20 LINCOLN CENTER PLAZA NEW YORK, NY 10023-6965	GENERAL	350
NEW YORK PHILHARMONIC DAVID GEFFEN HALL 10 LINCOLN CENTER PLAZA NEW YORK, NY 10133-0088	GENERAL	250

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<u>RECIPIENT</u>	<u>PURPOSE</u>	<u>AMOUNT</u>
NEW YORK PUBLIC RADIO P.O. BOX 1550 NEW YORK, NY 10116-1550	GENERAL	2,750
NOFA-NY 1423 HATHAWAY DRIVE FARMINGTON, NY 14425-8944	GENERAL	100
NPR 1111 NORTH CAPITAL STREET, NE WASHINGTON, DC 20002	GENERAL	250
OGEECHEE RIVERKEEPER PO BOX 16206 STATESBORO, GA 31416	GENERAL	150
ORGANIC CONSUMERS ASSOCIATION 6771 S. SILVER HILL DRIVE FINLAND, MN 55603	GENERAL	500
PBA SADDLE RIVER LOCAL #348 PO BOX 302 SADDLE RIVER, NJ 07458	GENERAL	250
PLANNED PARENTHOOD OF NORTHERN, CENTRAL & SOUTHERN NEW JERSEY 196 SPEEDWELL AVENUE MORRISTOWN, NJ 07960	GENERAL	1,800
PROGERIA RESEARCH FOUNDATION TEAM ZOEY PO BOX 102 PINE BROOK, NJ 07058	GENERAL	1,000
PRXPR.ORG 417 WOLF'S LANE PELHAM, NY 10803	GENERAL	1,800
RAMAPO COLLEGE FOUNDATION 505 RAMAPO VALLEY ROAD MAHWAH, NJ 07430	GENERAL	400
RICHMOND HILL HISTORICAL SOCIETY P.O. BOX 381 11460 FORD AVENUE RICHMOND HILL, GA 31324	GENERAL	150
RUDOLF STEINER FELLOWSHIP FOUNDATION 241 HUNGRY HOLLOW ROAD CHUSTNUT RIDGE, NY 10977-6111	GENERAL	500

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<u>RECIPIENT</u>	<u>PURPOSE</u>	<u>AMOUNT</u>
SADDLE RIVER FIRE ASSOCIATION PO BOX 231 SADDLE RIVER, NJ 07458	GENERAL	250
SAVANNAH COMMUNITY FOUNDATION 2225 NORWOOD AVENUE, STE B SAVANNAH, GA 31406	GENERAL	850
SAVANNAH MUSIC FESTIVAL 200 E. ST. JULIAN STREET, STE 601 SAVANNAH, GA 31401	GENERAL	500
SAVANNAH PHILHARMONIC P.O. BOX 11323 SAVANNAH, GA 31412	GENERAL	100
SLOW MONEY P.O. BOX 333 ORK HARBOR, ME 03911	GENERAL	500
SOUTH BRYAN VOLUNTEER FIREFIGHTERS ASSOC. PO BOX 2626 RICHMOND HILL, GA 31324	GENERAL	50
SUMMER ON THE HILL 4662 TIBBETT AVENUE RIVERDALE, NY 10471	GENERAL	250
TABLE TO TABLE PO BOX 1051 ENGLEWOOD CLIFFS, NJ 07632	GENERAL	3,600
TA RA INSTITUTE 104 LAKE ROAD VALLEY COTTAGE, NY 10989	GENERAL	100
TEMPLE BETH RISHON 585 RUSSELL AVENUE WYCKOFF, NJ 07481	GENERAL	11,601
TEMPLE EMANUEL OF THE PASCACK VALLEY 87 OVERLOOK DRIVE WOODCLIFF LAKE, NJ 07677	GENERAL	2,500
THE ARNOLD P. GOLD FOUNDATION 619 PALISADE AVENUE, 1 ST FLOOR ENGLEWOOD CLIFFS, NJ 07632	GENERAL	500

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<u>RECIPIENT</u>	<u>PURPOSE</u>	<u>AMOUNT</u>
THE BROTHERHOOD SYNAGOGUE 28 GRAMERCY PARK SO. NEW YORK, NY 10003	GENERAL	2,500
THE DAVID PROJECT PO BOX 52390 BOSTON, MA 02205	GENERAL	250
THE FORD PLANTATION-FISH WITH FRIENDS C/O LILA SCOTT 58 CAPTAINS WALK RICHMOND HILL, GA 31324	GENERAL	100
THE FRICK COLLECTION 1 EAST 70 STREET NEW YORK, NY 10021-4907	GENERAL	400
THE FORUM SCHOOL FOUNDATION 107 WYCKOFF AVENUE WALDWICK, NJ 07463	GENERAL	100
THE ISRAEL PROJECT 1901 PENNSYLVANIA AVENUE, NW STE 600 WASHINGTON, DC 20006	GENERAL	250
THE JEWISH MUSEUM 1109 5 TH AVENUE NEW YORK, NY 10130-0010	GENERAL	375
THE LUSTGARTEN FOUNDATION 111 STEWART AVENUE BETHPAGE, NY 11714	GENERAL	500
THE ROCKEFELLER UNIVERSITY 1230 YORK AVENUE, BOX 164 NEW YORK, NY 10065	GENERAL	500
THIRTEEN 825 EIGHTH AVENUE NEW YORK, NY 10019-7435	GENERAL	250
VALLEY HOSPITAL AUXILIARY 223 N. VAN DIEN AVENUE RIDGEWOOD, NJ 07450	GEENRAL	3,200

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<u>RECIPIENT</u>	<u>PURPOSE</u>	<u>AMOUNT</u>
VALLEY HOSPITAL FOUNDATION 223 NORTH VAN DIEN AVENUE RIDGEWOOD, NJ 07450-9982	GENERAL	30,200
WASHINGTON MEMORIAL CHAPEL ROUTE 23, PO BOX 98 VALLEY FORGE, PA 19481	GENERAL	1,800
WEST BERGEN MENTAL HEALTHCARE 120 CHESTNUT STREET RIDGEWOOD, NJ 07450	GENERAL	500
WHITNEY MUSEUM OF ART 99 GANSEVOORT STREET NEW YORK, NY 10014	GENERAL	400
WILSHIRE BOULEVARD TEMPLE 3663 WILSHIRE BOULEVARD LOS ANGELES, CA 90010	GENERAL	250
WOLCOTT SCHOOL 524 N. WOLCOTT STREET CHICAGO, IL 60642	GENERAL	1,000
		<u>\$429,264</u>

THE BROOK FUND, INC.

22-2561995

Statement 1
Form 990-PF, Part I, Line 16b
Accounting Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
ACCOUNTING FEES	\$ 1,500.			
Total	<u>\$ 1,500.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

Statement 2
Form 990-PF, Part I, Line 16c
Other Professional Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
INVESTMENT ADVISORY FEES	\$ 3,028.	\$ 3,028.		
Total	<u>\$ 3,028.</u>	<u>\$ 3,028.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

Statement 3
Form 990-PF, Part I, Line 23
Other Expenses

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
MISCELLANEOUS EXPENSE	\$ 1,674.			
Total	<u>\$ 1,674.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

Statement 4
Form 990-PF, Part IV, Line 1
Capital Gains and Losses for Tax on Investment Income

Item	(a) Description	(b) How Acquired	(c) Date Acquired	(d) Date Sold
1	408.331 GNMA FUND AMIRAL SHARES	Purchased	Various	5/02/2017
2	13374.035 GNMA FUND AMIRAL SHARES	Purchased	Various	5/02/2017
3	6238.716 INTER-TERM TREASURY ADM	Purchased	Various	5/02/2017
4	17.536 MID-CAP INDEX FUND ADM	Purchased	Various	5/02/2017
5	1088.11 MID-CAP INDEX FUND ADM	Purchased	Various	5/02/2017
6	6203.008 SHORT-TERM INVEST-GR ADM	Purchased	Various	1/18/2017
7	1076.25 TAX-MANAGED SMALL-CAP ADM	Purchased	Various	1/18/2017
8	1765.16 TAX-MANAGED SMALL-CAP ADM	Purchased	Various	5/02/2017
9	69.288 TAX-MANAGED SMALL-CAP ADM	Purchased	Various	5/02/2017
10	3479.517 TAX-MANAGED SMALL-CAP ADM	Purchased	Various	5/02/2017
11	61.771 VALUE INDEX FUND ADM	Purchased	Various	5/02/2017
12	2401.795 VALUE INDEX FUND ADM	Purchased	1/01/2016	5/02/2017
13	1741 SHOPIFY INC	Purchased	11/02/2016	1/06/2017
14	290 SHOPIFY INC	Purchased	11/02/2016	1/19/2017
15	350 SHOPIFY INC	Purchased	11/02/2016	2/17/2017

THE BROOK FUND, INC.

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Statement 4 (continued)
Form 990-PF, Part IV, Line 1
Capital Gains and Losses for Tax on Investment Income

Item	(a) Description	(b) How Acquired	(c) Date Acquired	(d) Date Sold
16	800 SHOPIFY INC	Purchased	11/02/2016	2/21/2017
17	190 SHOPIFY INC	Purchased	11/02/2016	3/28/2017
18	215 SHOPIFY INC	Purchased	11/02/2016	5/05/2017
19	270 SHOPIFY INC	Purchased	11/02/2016	9/06/2017
20	250 GILEAD SCIENCES INC	Purchased	1/31/2017	9/05/2017
21	1500 TANGER FACTORY OUTLET CENTERS	Purchased	3/10/2017	12/04/2017
22	1068 AB INVESTOR GROUP	Purchased	7/16/2014	8/28/2017
23	2825 OLD REPUBLIC INTL	Purchased	2/02/2017	2/03/2017
24	1450 ROCKWELL COLLINS INC	Purchased	12/06/2017	12/06/2017
25	R&F CAPITAL OFFSHORE FUND	Purchased	5/03/2016	6/28/2017

Item	(e) Gross Sales	(f) Deprec. Allowed	(g) Cost Basis	(h) Gain (Loss)	(i) FMV 12/31/69	(j) Adj. Bas. 12/31/69	(k) Excess (i) - (j)	(l) Gain (Loss)
1	4,312.		4,294.	18.				\$ 18.
2	141,230.		140,916.	314.				314.
3	69,936.		65,289.	4,647.				4,647.
4	3,063.		2,829.	234.				234.
5	190,082.		169,031.	21,051.				21,051.
6	66,000.		67,317.	-1,317.				-1,317.
7	59,000.		20,128.	38,872.				38,872.
8	98,937.		32,419.	66,518.				66,518.
9	3,884.		3,594.	290.				290.
10	195,027.		63,923.	131,104.				131,104.
11	2,296.		1,165.	1,131.				1,131.
12	89,275.		45,589.	43,686.				43,686.
13	81,798.		80,260.	1,538.				1,538.
14	14,681.		12,618.	2,063.				2,063.
15	21,412.		15,229.	6,183.				6,183.
16	50,439.		34,808.	15,631.				15,631.
17	13,759.		8,267.	5,492.				5,492.
18	18,371.		9,354.	9,017.				9,017.
19	29,763.		11,747.	18,016.				18,016.
20	20,669.		17,948.	2,721.				2,721.
21	37,735.		49,587.	-11,852.				-11,852.
22	50,589.		40,288.	10,301.				10,301.
23	59,333.		59,240.	93.				93.
24	193,402.		193,184.	218.				218.
25	218,138.		250,000.	-31,862.				-31,862.
Total								\$ 334,107.

Statement 5
Form 990-PF, Part VI, Penalty and Interest
Balance Due

Tax Due	\$ 4,378.
Late Payment Penalty	44.
Late Interest	22.
Total	\$ 4,444.

2017

Federal Statements

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THE BROOK FUND, INC.

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Statement 6
Form 990-PF, Part XV, Line 1a
Foundation Managers - 2% or More Contributors

BARNETT RUKIN
JULIUS EISEN