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OMB No 1545-0052

2017

Open to Public Inspection

Form 990-PF

Return of Private Foundation

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

Department of the Treasury
Internal Revenue Service

- 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.

For calendar year 2017 or tax year beginning

, and ending

Name of foundation Marcus Corporation Foundation, Inc			A Employer identification number 39-6046268	
Number and street (or P.O. box number if mail is not delivered to street address) 100 E Wisconsin Ave, Suite 1900		Room/suite	B Telephone number (see instructions) 414-905-1000	
City or town, state or province, country, and ZIP or foreign postal code Milwaukee WI 53202-4125				
Foreign country name WI		Foreign province/state/country 53202-4125		C If exemption application is pending, check here ☐
Foreign postal code		D 1. Foreign organizations, check here ☐		
G Check all that apply ☐ Initial return ☐ Initial return of a former public charity		D 2. Foreign organizations meeting the 85% test, check here and attach computation ☐		
☐ Final return ☐ Amended return		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐		
☐ Address change ☐ Name change		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐		
H Check type of organization ☒ Section 501(c)(3) exempt private foundation 04				
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation				
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 4,909,306		J Accounting method ☐ Cash ☒ Accrual ☐ Other (specify) _____		

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)	1,346,337			
	2 Check ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	12,204	12,204	12,204	
	4 Dividends and interest from securities	101,723	98,051	101,723	
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	101,995			
	b Gross sales price for all assets on line 6a	1,336,752			
	7 Capital gain net income (from Part IV, line 2)		69,302		
	8 Net short-term capital gain			32,693	
	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	1,562,259	179,557	146,620		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)	2,238		2,238	
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)	33,878	21,414	21,414	12,464
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	4,169	4,169	4,169	
	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	40,285	25,583	27,821	12,464
	25 Contributions, gifts, grants paid	847,315			847,315
26 Total expenses and disbursements. Add lines 24 and 25	887,600	25,583	27,821	859,779	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	674,659				
b Net investment income (if negative, enter -0-)		153,974			
c Adjusted net income (if negative, enter -0-)			118,799		

For Paperwork Reduction Act Notice, see instructions.

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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	11,496	25,819	25,819
	2	Savings and temporary cash investments	35,019	40,598	40,598
	3	Accounts receivable ▶			
		Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	1,940,356	2,213,564	2,978,293
	c	Investments—corporate bonds (attach schedule)	1,142,903	1,342,831	1,364,596
	11	Investments—land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	625,000	500,000	500,000
	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)	3,754,774	4,122,812	4,909,306
Liabilities	17	Accounts payable and accrued expenses	306,623		
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	Total liabilities (add lines 17 through 22)	306,623	0	
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here 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 and complete lines 27 through 31. ☐			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	3,448,151	4,122,811	
	30	Total net assets or fund balances (see instructions)	3,448,151	4,122,811	
	31	Total liabilities and net assets/fund balances (see instructions)	3,754,774	4,122,811	

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	3,448,151
2 Enter amount from Part I, line 27a	2	674,659
3 Other increases not included in line 2 (itemize) ▶ rounding	3	1
4 Add lines 1, 2, and 3	4	4,122,811
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	4,122,811

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	Sale of Investment-Short Term (see attached)	P	Various	Various
b	Sale of Investment-Long Term (see attached)	P	Various	Various
c	Capital Gains Distributions	P	Various	Various
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	523,572		490,879	32,693
b	806,742		743,878	62,864
c	6,438			6,438
d				
e				

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

	(i) FM 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) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				32,693
b				62,864
c				6,438
d				
e				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	69,302
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) See instructions If (loss), enter -0- in Part I, line 8 }	3	32,693

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	633,263	3,963,816	0.159761
2015	627,473	2,756,161	0.227662
2014	656,503	2,570,534	0.255396
2013	760,396	2,440,928	0.311519
2012	710,116	2,280,612	0.311371

2	Total of line 1, column (d)	2	1.265709
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	0.253142
4	Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	4,855,185
5	Multiply line 4 by line 3	5	1,229,051
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	1,540
7	Add lines 5 and 6	7	1,230,591
8	Enter qualifying distributions from Part XII, line 4 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	8	859,779

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 ☐ 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 ☐ and enter 1% of Part I, line 27b	1	3,079
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	3,079
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	3,079
6	Credits/Payments		
a	2017 estimated tax payments and 2016 overpayment credited to 2017	6a	2,600
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments Add lines 6a through 6d	7	2,600
8	Enter any penalty for underpayment of estimated tax Check here ☒ 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	479
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	0
11	Enter the amount of line 10 to be Credited to 2018 estimated tax ☐ Refunded ☐	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 ▶ \$ (2) On foundation managers ▶ \$		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ \$		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by <i>General Instruction T</i>		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 Wisconsin		
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 <i>General Instruction G</i> ? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2017 or the tax year beginning in 2017? See the instructions for Part XIV. If "Yes," complete Part XIV.		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Part VII-A Statements Regarding Activities (continued)

	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	11	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	12	X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶	13 X	
14 The books are in care of ▶ Marcus Corporation Telephone no ▶ 414-905-1000 Located at ▶ 100 E Wisconsin Ave, Suite 1900, Milwaukee, WI ZIP+4 ▶ 53202-4125		
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		
16 At any time during calendar year 2017, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114 If "Yes," enter the name of the foreign country ▶	16	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? ☐ Yes ☒ No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No		
b If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions Organizations relying on a current notice regarding disaster assistance, check here ▶ ☐	1b N/A	
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2017?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2017? ☐ Yes ☒ No If "Yes," list the years ▶ 20____, 20____, 20____, 20____		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions)	2b 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 ▶ 20____, 20____, 20____, 20____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No		
b If "Yes," did it have excess business holdings in 2017 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2017)	3b N/A	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2017?	4b	X

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 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 ☐
- 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? ☐ 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? ☐ Yes ☒ No
- If "Yes" to 6b, file Form 8870
- 7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No
- b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No

5b

N/A

6b

X

7b

N/A

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
Stephen H Marcus 100 E Wisconsin Ave Milwaukee, WI 53202	Pres/Dir/TR as Req'd	0		
Gregory S Marcus 100 E Wisconsin Ave Milwaukee, WI 53202	Dir as Req'd	0		
Thomas F Kissinger 100 E Wisconsin Ave Milwaukee, WI 53202	Sec/Dir as Req'd	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



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		

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 United Way of Greater Milwaukee - Community involvement in support numerous charitable causes	
	120,750
2 Milwaukee Downtown - Community involvement in supporting the arts/culture	
	112,849
3 UWM Foundation - Community betterment through education	
	53,000
4 Boys & Girls Club - Community betterment through young people development	
	51,750

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

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

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	4,869,382
b	Average of monthly cash balances	1b	59,740
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	4,929,122
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	4,929,122
4	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see instructions)	4	73,937
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,855,185
6	Minimum investment return. Enter 5% of line 5	6	242,759

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	242,759
2a	Tax on investment income for 2017 from Part VI, line 5	2a	3,079
b	Income tax for 2017 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	3,079
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	239,680
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	239,680
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	239,680

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	859,779
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	859,779
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	859,779

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				239,680
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 ____				
3 Excess distributions carryover, if any, to 2017				
a From 2012 600,235				
b From 2013 643,254				
c From 2014 531,995				
d From 2015 492,083				
e From 2016 437,595				
f Total of lines 3a through e	2,705,162			
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ \$ 859,779				
a Applied to 2016, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2017 distributable amount				239,680
e Remaining amount distributed out of corpus	620,099			
5 Excess distributions carryover applied to 2017 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	3,325,261			
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				
d Subtract line 6c from line 6b Taxable amount—see instructions				
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)				
8 Excess distributions carryover from 2012 not applied on line 5 or line 7 (see instructions)	600,235			
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a	2,725,026			
10 Analysis of line 9				
a Excess from 2013 643,254				
b Excess from 2014 531,995				
c Excess from 2015 492,083				
d Excess from 2016 437,595				
e Excess from 2017 620,099				

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 <i>Paid during the year</i> See Attached				847,315
Total				3a 847,315
b <i>Approved for future payment</i> UWM Foundation Milwaukee Repertory Theater, Inc United Community Center, Inc		PC PC PC	Education Art/Culture Development	50,000 40,000 22,500
Total				3b 112,500

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue					
a	_____					
b	_____					
c	_____					
d	_____					
e	_____					
f	_____					
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments			14	12,204	
4	Dividends and interest from securities			14	101,723	
5	Net rental income or (loss) from real estate					
a	Debt-financed property					
b	Not debt-financed property					
6	Net rental income or (loss) from personal property					
7	Other investment income					
8	Gain or (loss) from sales of assets other than inventory			18	101,995	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue a _____					
b	_____					
c	_____					
d	_____					
e	_____					
12	Subtotal Add columns (b), (d), and (e)		0		215,922	0
13	Total. Add line 12, columns (b), (d), and (e)				13 215,922	215,922

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

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

- | | | |
|---|---|----|
| 1 | <p>Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?</p> | |
| a | <p>Transfers from the reporting foundation to a noncharitable exempt organization of</p> | |
| | <p>(1) Cash</p> | 1a |
| | <p>(2) Other assets</p> | 1a |
| b | <p>Other transactions</p> | |
| | <p>(1) Sales of assets to a noncharitable exempt organization</p> | 1b |
| | <p>(2) Purchases of assets from a noncharitable exempt organization</p> | 1b |
| | <p>(3) Rental of facilities, equipment, or other assets</p> | 1b |
| | <p>(4) Reimbursement arrangements</p> | 1b |
| | <p>(5) Loans or loan guarantees</p> | 1b |
| | <p>(6) Performance of services or membership or fundraising solicitations</p> | 1b |
| c | <p>Sharing of facilities, equipment, mailing lists, other assets, or paid employees</p> | |
| d | <p>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.</p> | |

	Yes	No
1a(1)		X
1a(2)		X
1b(1)		X
1b(2)		X
1b(3)		X
1b(4)		X
1b(5)		X
1b(6)		X
1c		X

[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

**Sign
Here**

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

Signature of officer or trustee

Date _____

Secretary
Title

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

**Paid
Preparer
Use Only**

Print/Type preparer's name, _____

Preparer's signature

Date

Check ☐ if self-employed

PTIN

Firm's name ▶

Firm's EIN ►

Firm's address ►

Phone no

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

Marcus Corporation Foundation, Inc.

Employer identification number

39-6046268

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

- ☐ 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).

Name of organization Marcus Corporation Foundation, Inc	Employer identification number 39-6046268
---	---

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	The Marcus Corporation 100 E Wisconsin Ave Milwaukee WI 53202-4125 Foreign State or Province _____ Foreign Country _____	\$ 1,346,337	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
	_____ _____ _____ Foreign State or Province _____ Foreign Country _____	\$ _____	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
	_____ _____ _____ Foreign State or Province _____ Foreign Country _____	\$ _____	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
	_____ _____ _____ Foreign State or Province _____ Foreign Country _____	\$ _____	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
	_____ _____ _____ Foreign State or Province _____ Foreign Country _____	\$ _____	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
	_____ _____ _____ Foreign State or Province _____ Foreign Country _____	\$ _____	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
	_____ _____ _____ Foreign State or Province _____ Foreign Country _____	\$ _____	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
	_____ _____ _____ Foreign State or Province _____ Foreign Country _____	\$ _____	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

**The Marcus Corporation Foundation
100 E. Wisconsin Avenue, Suite 1900
Milwaukee, WI 53202-4125**

FEIN #39-6046268

Attachment To Form 990-PF For 2017
Page 2, Part II, Lines 10a - 10c

	<u>Book Value</u>	<u>Fair Market Value</u>
Part II, Line 10b:		
ARTISAN DEVELOPING WORLD FUND	57,173	58,970
BMO LGM EMERGING MARKETS EQUITY I	31,993	38,692
GATEWAY FUND	52,543	58,814
JOHCM INTERNATIONAL SELECT FUND	94,257	107,614
OAKMARK INTERNATIONAL FUND	34,449	48,745
T ROWE PRICE DIVIDEND GROWTH FUND	107,270	130,991
T ROWE PRICE INTERNATIONAL DISCOVERY FUND	47,531	49,683
VANGUARD DEVELOPED MARKETS INDEX FUND	123,829	143,826
VANGUARD EQUITY INCOME FUND	162,282	205,243
VANGUARD INSTITUTIONAL INDEX FUND	937,882	1,409,620
VANGUARD MID CAP INDEX FUND	349,770	455,596
VANGUARD REIT INDEX FUND	40,031	45,305
VANGUARD SMALL-CAP INDEX FUND	174,556	225,194
Total Investments-corporate stock	<u>2,213,564</u>	<u>2,978,293</u>
Part II, Line 10c:		
BAIRD CORE PLUS BOND FUND	705,218	718,806
FEDERATED INSTITUTIONAL HIGH YIELD BOND FUND	79,914	80,451
HARTFORD FLOATING RATE FUND	76,881	80,567
PIMCO INVESTMENT GRADE CORPORATE BOND FUND	137,950	142,508
VANGUARD SHORT-TERM INVESTMENT GRADE FUND	342,868	342,264
Total Investments-corporate bonds	<u>1,342,831</u>	<u>1,364,596</u>

The Marcus Corporation Foundation
100 E. Wisconsin Avenue, Suite 1900
Milwaukee, WI 53202-4125

FEIN #39-6046268

Attachment To Form 990-PF For 2017
Page 2, Part II, Line 13, Investments - Other

State of Israel Jubilee Bond, Series A	2.26%	125,000.00
State of Israel Jubilee Bond, Series A	2.70%	125,000.00
State of Israel Jubilee Bond, Series A	2.51%	125,000.00
State of Israel Jubilee Bond, Series A	3.05%	125,000.00
		<u>500,000.00</u>

The Marcus Corporation Foundation
100 E. Wisconsin Avenue, Suite 1900
Milwaukee, WI 53202-4125

FEIN #39-6046268

Attachment To Form 990-PF For 2017
Page 3, Part IV, Line 1a - SALE OF INVESTMENTS - SHORT-TERM

Description	How Acquired	Date Acquired	Date Sold	Gross Sale Price	Cost	Wash Sale Loss Disallowed	Gain or (Loss)
003021714 ABERDEEN EMER MKTS-INST	P	8/3/2016	1/5/2017	5,063	5,261	-	(198)
003021714 ABERDEEN EMER MKTS-INST	P	Various	1/1/2017	5,016	5,205	-	(189)
003021714 ABERDEEN EMER MKTS-INST	P	Various	7/21/2017	13,307	12,061	-	1,246
04314H592 ARTISAN DEVELOPING WORLD-INS	P	Various	12/27/2017	4,958	4,897	-	60
057071870 BAIRD CORE PLUS BOND FUND-IS	P	Various	1/5/2017	4,736	4,827	-	(91)
057071870 BAIRD CORE PLUS BOND FUND-IS	P	Various	11/15/2017	6,415	6,416	-	(1)
057071870 BAIRD CORE PLUS BOND FUND-IS	P	Various	11/15/2017	1,838	1,843	5	(0)
057071870 BAIRD CORE PLUS BOND FUND-IS	P	Various	12/27/2017	7,192	7,180	-	12
096581489 BMO LGM EMERGING MARKETS EQUITY	P	3/21/2017	11/15/2017	2,275	2,027	-	248
096581489 BMO LGM EMERGING MARKETS EQUITY	P	3/21/2017	12/27/2017	3,219	2,726	-	494
31420B300 FEDERATED INST HI YLD BOND FUND	P	Various	4/28/2017	2,767	2,740	-	26
31420B300 FEDERATED INST HI YLD BOND FUND	P	2/28/2017	4/28/2017	236	237	0	0
31420B300 FEDERATED INST HI YLD BOND FUND	P	Various	12/27/2017	6,409	6,417	-	(8)
31420B300 FEDERATED INST HI YLD BOND FUND	P	Various	12/27/2017	398	400	2	(0)
367829884 GATEWAY FUND-Y	P	Various	1/5/2017	10,023	9,559	-	463
367829884 GATEWAY FUND-Y	P	3/29/2016	1/10/2017	5,005	4,758	-	247
367829884 GATEWAY FUND-Y	P	Various	12/27/2017	4,977	4,737	-	240
411511306 HARBOR FUND INTERNATIONAL FUND	P	3/23/2016	2/8/2017	14,599	14,252	-	347
411511306 HARBOR FUND INTERNATIONAL FUND	P	Various	8/29/2017	16,072	14,848	-	1,224
416648525 HARTFORD FLOATING RATE FUND-Y	P	12/19/2016	11/3/2017	2,163	1,801	-	361
416648525 HARTFORD FLOATING RATE FUND-Y	P	3/16/2017	4/28/2017	2,835	2,835	-	-
416648525 HARTFORD FLOATING RATE FUND-Y	P	2/28/2017	4/28/2017	165	165	0	(0)
416648525 HARTFORD FLOATING RATE FUND-Y	P	Various	11/15/2017	4,699	4,717	-	(18)
416648525 HARTFORD FLOATING RATE FUND-Y	P	3/16/2017	11/15/2017	295	296	1	0
416648525 HARTFORD FLOATING RATE FUND-Y	P	Various	12/27/2017	6,533	6,530	-	3
416648525 HARTFORD FLOATING RATE FUND-Y	P	3/31/2017	12/27/2017	287	288	1	(0)
007703847 JOHCM INTERNATIONAL SEL-I	P	Various	12/27/2017	9,109	8,220	-	889
741479406 T ROWE PR GROWTH FUND	P	12/14/2016	1/5/2017	795	784	-	11
779546100 T ROWE PRICE DIVIDEND GROWTH FUND	P	Various	1/5/2017	10,029	9,483	-	546
779546100 T ROWE PRICE DIVIDEND GROWTH FUND	P	3/23/2016	2/8/2017	10,013	9,155	-	859
779546100 T ROWE PRICE DIVIDEND GROWTH FUND	P	Various	12/27/2017	11,100	10,268	-	833
77956H302 T ROWE PRICE INTL DISCOVERY	P	11/3/2017	12/27/2017	2,359	2,366	-	(7)
77956H302 T ROWE PRICE INTL DISCOVERY	P	11/3/2017	12/27/2017	1,823	1,829	6	(0)
901165100 TWEEDY BROWNE FUND INC GLOBAL VALUE FUND	P	12/28/2016	2/8/2017	2,719	2,654	-	65
921943809 VANGUARD DEV MKT INDX-ADM	P	11/3/2017	12/28/2017	12,181	12,029	-	152
921921300 VANGUARD EQUITY INCOME-AD	P	3/24/2016	1/5/2017	10,004	9,155	-	849
921921300 VANGUARD EQUITY INCOME-AD	P	3/24/2016	1/10/2017	9,993	9,188	-	804
921921300 VANGUARD EQUITY INCOME-AD	P	3/16/2017	4/7/2017	14,992	15,241	-	(250)
921921300 VANGUARD EQUITY INCOME-AD	P	3/16/2017	10/16/2017	15,016	14,260	-	756
922040100 VANGUARD INSTL INDEX FD SH BEN INT	P	Various	12/28/2017	17,426	15,954	-	1,472
922040100 VANGUARD INSTL INDEX FD SH BEN INT	P	3/16/2017	10/16/2017	15,026	14,038	-	988
922040100 VANGUARD INSTL INDEX FD SH BEN INT	P	3/16/2017	11/15/2017	4,973	4,626	-	347
922090835 VANGUARD MID CAP INDEX FD CL I #864	P	12/21/2016	1/5/2017	119,863	106,677	-	13,186
922090835 VANGUARD MID CAP INDEX FD CL I #864	P	Various	7/21/2017	1,790	1,782	-	8
922090835 VANGUARD MID CAP INDEX FD CL I #864	P	Various	10/16/2017	15,008	14,478	-	530
922090835 VANGUARD MID CAP INDEX FD CL I #864	P	Various	12/28/2017	38,773	35,109	-	3,664
921908877 VANGUARD REAL ESTATE INDEX AMDR	P	8/3/2016	1/10/2017	4,957	5,428	-	(471)

The Marcus Corporation Foundation
100 E. Wisconsin Avenue, Suite 1900
Milwaukee, WI 53202-4125

FEIN #39-6046268

Attachment To Form 990-PF For 2017
Page 3, Part IV, Line 1a - SALE OF INVESTMENTS - SHORT-TERM

Description	How Acquired	Date Acquired	Date Sold	Gross Sale Price	Cost	Wash Sale Loss Disallowed	Gain or (Loss)
921908877 VANGUARD REAL ESTATE INDEX AMDR	P	8/3/2016	7/21/2017	9,994	10,499	-	(505)
922908686 VANGUARD SMALL CAP INDEX FD-ADM #548	P	Various	1/5/2017	5,043	4,912	-	131
922908686 VANGUARD SMALL CAP INDEX FD-ADM #548	P	Various	11/15/2017	14,921	14,167	-	754
922908686 VANGUARD SMALL CAP INDEX FD-ADM #548	P	Various	12/28/2017	19,170	17,381	-	1,789
Total				523,572	490,894	15	32,693

The Marcus Corporation Foundation
100 E. Wisconsin Avenue, Suite 1900
Milwaukee, WI 53202-4125

FEIN #39-6046268

Attachment To Form 990-PF For 2017
Page 3, Part IV, Line 1a - SALE OF INVESTMENTS - LONG-TERM

Description	How Acquired	Date Acquired	Date Sold	Gross Sale Price	Cost	Wash Sale Loss Disallowed	Gain or (Loss)
003021714 ABERDEEN EMER MKTS-INT	P	3/23/2016	7/21/2017	37,861	29,559	-	8,302
057071870 BAIRD CORE PLUS BOND FUND-IS	P	Various	1/5/2017	145,119	145,731	-	(612)
057071870 BAIRD CORE PLUS BOND FUND-IS	P	8/14/2014	1/5/2017	960	965	4	(5)
057071870 BAIRD CORE PLUS BOND FUND-IS	P	8/25/2014	1/9/2017	10,018	10,063	-	(45)
057071870 BAIRD CORE PLUS BOND FUND-IS	P	8/25/2014	1/10/2017	10,000	10,045	-	(45)
057071870 BAIRD CORE PLUS BOND FUND-IS	P	Various	4/28/2017	25,022	24,967	-	55
057071870 BAIRD CORE PLUS BOND FUND-IS	P	11/4/2014	5/9/2017	13,228	13,240	-	(12)
057071870 BAIRD CORE PLUS BOND FUND-IS	P	11/4/2014	5/9/2017	1,745	1,747	2	0
057071870 BAIRD CORE PLUS BOND FUND-IS	P	11/20/2014	11/15/2017	1,764	1,758	-	6
057071870 BAIRD CORE PLUS BOND FUND-IS	P	Various	12/27/2017	53,340	52,821	-	519
057071870 BAIRD CORE PLUS BOND FUND-IS	P	Various	1/5/2017	5,068	5,724	-	(655)
096581489 BMO LGM EMERGING MARKETS EQUITY I	P	8/14/2014	11/15/2017	710	633	-	77
096581489 BMO LGM EMERGING MARKETS EQUITY I	P	Various	1/5/2017	10,219	12,183	-	(1,964)
411511306 HARBOR FUND INTERNATIONAL FUND	P	Various	2/8/2017	25,520	28,849	-	(3,329)
411511306 HARBOR FUND INTERNATIONAL FUND	P	Various	8/29/2017	13,827	11,993	-	1,834
411511306 HARBOR FUND INTERNATIONAL FUND	P	Various	11/3/2017	33,428	17,879	-	15,549
411511306 HARBOR FUND INTERNATIONAL FUND	P	12/17/2015	11/3/2017	2,331	1,968	-	363
552983694 MFS VALUE FUND-I	P	5/20/2010	1/5/2017	5,011	2,729	-	2,282
552983694 MFS VALUE FUND-I	P	Various	2/8/2017	27,583	14,484	-	13,099
413838723 OAKMARK INTERNATIONAL-INST	P	3/5/2015	12/27/2017	4,104	3,587	-	518
722005816 PIMCO INVESTMENT GRD CORP-IN	P	8/24/2012	1/5/2017	5,034	5,384	-	(350)
722005816 PIMCO INVESTMENT GRD CORP-IN	P	8/24/2012	12/27/2017	12,046	12,588	-	(543)
741479406 T ROWE PR GROWTH STOCK-I	P	Various	1/5/2017	33,699	11,208	-	22,492
901165100 TWEEDY BROWNE FUND INC GLOBAL VALUE FUND	P	8/1/2015	1/5/2017	5,046	5,368	-	(322)
901165100 TWEEDY BROWNE FUND INC GLOBAL VALUE FUND	P	Various	2/8/2017	80,539	81,858	-	(1,319)
922031836 VANGUARD FIXED INCOME SECS FD SHORT TERM CORP FD ADMIRAL SHS	P	9/19/2013	1/9/2017	5,005	5,024	-	(19)
922031836 VANGUARD FIXED INCOME SECS FD SHORT TERM CORP FD ADMIRAL SHS	P	9/19/2013	1/10/2017	7,000	7,026	-	(26)
922031836 VANGUARD FIXED INCOME SECS FD SHORT TERM CORP FD ADMIRAL SHS	P	Various	4/28/2017	25,000	24,987	-	13
922031836 VANGUARD FIXED INCOME SECS FD SHORT TERM CORP FD ADMIRAL SHS	P	8/20/2013	5/9/2017	75,000	75,070	-	(70)
922031836 VANGUARD FIXED INCOME SECS FD SHORT TERM CORP FD ADMIRAL SHS	P	8/20/2013	12/28/2017	28,957	29,066	-	(109)
922040100 VANGUARD INSTL INDEX FD SH BEN INT	P	10/22/2015	1/5/2017	60,312	54,787	-	5,525
922040100 VANGUARD INSTL INDEX FD SH BEN INT	P	10/22/2015	1/10/2017	10,000	9,082	-	918
922908835 VANGUARD MID CAP INDEX FD CL I #864	P	8/10/2015	1/5/2017	23,437	22,612	-	825
922908835 VANGUARD MID CAP INDEX FD CL I #864	P	Various	1/9/2017	4,971	4,803	-	168
921908877 VANGUARD REAL ESTATE INDEX AMDR	P	8/3/2016	12/28/2017	3,085	3,346	-	(261)
921908877 VANGUARD REAL ESTATE INDEX AMDR	P	8/3/2016	12/28/2017	750	814	63	-
Total				806,742	743,948	69	62,864

The Marcus Corporation Foundation
100 E. Wisconsin Avenue, Suite 1900
Milwaukee, WI 53202-4125

FEIN #39-6046268

Attachment To Form 990-PF For 2017
Part XV, Item 3a

Name	Expenditure	Relationship	Status	Purpose
ABCD, Inc	925	N/A	PC	Health
Alzheimers Disease and Related Disorders Association, Inc	2,500	N/A	PC	Health
American Cancer Society	1,250	N/A	PC	Health
American Heart Association, Inc	7,250	N/A	PC	Health
American Liver Foundation	1,750	N/A	PC	Health
American Lung Association	1,250	N/A	PC	Health
American National Red Cross	5,000	N/A	PC	Health
Arthritis Foundation, Inc	2,750	N/A	PC	Health
Association for Women Lawyers	500	N/A	PC	Education
Aurora Health Care Foundation, Inc	25,000	N/A	PC	Health
Autism Society of WI	1,250	N/A	PC	Health
Badger Institute	1,000	N/A	PC	Development
Barbara Sinatra Childrens Center Foundation	5,000	N/A	PC	Health
National Baseball Hall of Fame and Museum, Inc	5,000	N/A	PC	Conservation
Bel Canto Chorus of Milwaukee, Inc	875	N/A	PC	Art/Culture
Best Buddies International, Inc	2,500	N/A	PC	Health
Betty Brinn Childrens Museum	27,500	N/A	PC	Education
Big Brothers and Big Sisters of Metropolitan Milwaukee, Inc	1,500	N/A	PC	Education
Black Arts MKE, Inc	1,000	N/A	PC	Art/Culture
Boy Scouts of America	3,875	N/A	PC	Development
Boys and Girls Club of Greater Milwaukee, Inc	51,750	N/A	PC	Development
Brewers Community Foundation	15,000	N/A	PC	Development
Celebration of Hope, Inc	300	N/A	PC	Health
Children's Hospital & Health System, Inc	30,000	N/A	PC	Health
Children's Outing Association	1,500	N/A	PC	Development
Coalition for Children Youth & Families	875	N/A	PC	Health
College of Desert Foundation	12,500	N/A	PC	Education
College Possible	500	N/A	PC	Education
Columbia St Marys Foundation, Inc	300	N/A	PC	Health
Cream City Foundation, Inc	500	N/A	PC	Education
Cystic Fibrosis Foundation	1,070	N/A	PC	Health
Dana-Farber Cancer Institute, Inc	20,000	N/A	PC	Health
Discovery World, LTD	2,500	N/A	PC	Development
Diverse and Resilient, Inc	500	N/A	PC	Development
Donald Driver Foundation	10,000	N/A	PC	Development
Fedcap Rehabilitation Services, Inc	1,000	N/A	PC	Health
First Stage Milwaukee Inc Performing Arts Center	1,750	N/A	PC	Art/Culture
Flashes of Hope, Inc	100	N/A	PC	Art/Culture
Florentine Opera Co, Inc	2,500	N/A	PC	Art/Culture
Grand Avenue Club, Inc	3,000	N/A	PC	Development
Great Lakes Hemophilia Foundation, Inc	3,200	N/A	PC	Health
Greater Milwaukee Committee for Community Development	7,500	N/A	PC	Development
Harvard Business School Club of Milwaukee	750	N/A	PC	Development
Hispanic Professionals of Greater Milwaukee, Inc	10,000	N/A	PC	Education
Horizon Home Care and Hospice, Inc	1,250	N/A	PC	Health
Jazz at Lincoln Center, Inc	15,000	N/A	PC	Art/Culture
The Harry and Rose Samson Family Jewish Community Center of Milwaukee	1,700	N/A	PC	Development
Jewish Family Services, Inc	1,750	N/A	PC	Health

The Marcus Corporation Foundation
100 E. Wisconsin Avenue, Suite 1900
Milwaukee, WI 53202-4125

FEIN #39-6046268

Attachment To Form 990-PF For 2017
Part XV, Item 3a

Name	Expenditure	Relationship	Status	Purpose
ABCD, Inc	925	N/A	PC	Health
Jockey Being Family Foundation, LTD	2,500	N/A	PF	Health
The Stateline Community Foundation, Inc	500	N/A	PC	Education
Junior Achievement of Wisconsin, Inc	20,000	N/A	PC	Development
JDRF International	1,750	N/A	PC	Health
Keep Greater Milwaukee Beautiful, Inc	1,000	N/A	PC	Development
Kids Building Wisconsin, Inc	1,500	N/A	PC	Education
Leukemia & Lymphoma Society, Inc	1,750	N/A	PC	Health
Life Navigators, Inc	1,000	N/A	PC	Education
Lincoln Elementary School PTO, Inc	1,000	N/A	PC	Art/Culture
Literacy Service of Milwaukee, Inc	875	N/A	PC	Education
Lutheran Home Foundation, Inc	1,250	N/A	PC	Health
Midwest Athletes Against Childhood Cancer, Inc	2,000	N/A	PC	Health
Make-A-Wish Foundation of Wisconsin, Inc	7,500	N/A	PC	Health
March of Dimes Foundation	1,000	N/A	PC	Development
Marcus Center for the Performing Arts, Inc	13,294	N/A	PC	Art/Culture
Marquette University	3,925	N/A	PC	Education
The Medical College of Wisconsin, Inc	2,500	N/A	PC	Education
Milwaukee Art Museum, Inc	20,500	N/A	PC	Art/Culture
Milwaukee Ballet Company, Inc	2,500	N/A	PC	Art/Culture
MC Preparatory School of Wisconsin, Inc	150	N/A	PC	Education
Milwaukee Downtown, Inc	112,849	N/A	PC	Art/Culture
Milwaukee County Historical Society	1,250	N/A	PC	Conservation
Milwaukee Institute of Art and Design, Inc	3,000	N/A	PC	Art/Culture
Milwaukee Jewish Federation, Inc	2,500	N/A	PC	Conservation
Milwaukee Public Library Foundation, Inc	3,000	N/A	PC	Development
Milwaukee Public Museum, Inc	2,500	N/A	PC	Conservation
Milwaukee Area Technical College Foundation, Inc	200	N/A	PC	Art/Culture
Milwaukee Repertory Theater, Inc	15,542	N/A	PC	Art/Culture
Milwaukee Urban League	500	N/A	PC	Development
Milwaukee Youth Symphony Orchestra, Inc	1,250	N/A	PC	Art/Culture
MMAC Community Support Foundation, Inc	375	N/A	PC	Development
Muscular Dystrophy Association	2,000	N/A	PC	Health
NAACP Foundation	1,250	N/A	PC	Development
National Kidney Foundation of Wisconsin, Inc	925	N/A	PC	Health
Pius XI High School	400	N/A	NC	Education
Professional Dimensions	1,250	N/A	PC	Education
Public Policy Forum Inc Researching Community Issues	350	N/A	PC	Development
Ronald McDonald House Charities of Eastern Wisconsin, Inc	1,500	N/A	PC	Development
Rush University Medical Center	20,000	N/A	PC	Health
Encompass Early Education and Care, Inc	500	N/A	PC	Education
Sadie Dog Fund	1,500	N/A	PC	Art/Culture
Service Club of Milwaukee, Inc	500	N/A	PC	Development
Sharon Lynne Wilson Center for the Arts, Inc	2,500	N/A	PC	Art/Culture
Sharp Literacy, Inc	1,500	N/A	PC	Education
Shatterproof	500	N/A	PC	Health
Sixteenth Street Community Health Centers, Inc	2,500	N/A	PC	Development
Achieving Educational Excellence, Inc	1,000	N/A	PC	Education

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Attachment To Form 990-PF For 2017
Part XV, Item 3a

Name	Expenditure	Relationship	Status	Purpose
ABCD, Inc	925	N/A	PC	Health
Saint Francis Childrens Center, Inc	1,500	N/A	PC	Health
Summerfest Foundation, Inc	5,000	N/A	PC	Art/Culture
TEMPO Milwaukee Foundation, Inc	5,850	N/A	PC	Education
Tuskegee University	1,000	N/A	PC	Education
United Community Center, Inc	7,500	N/A	PC	Development
United Way of Greater Milwaukee & Waukesha County, Inc	120,750	N/A	PC	Health
United Way of Lincoln and Lancaster County	1,500	N/A	PC	Health
United Performing Arts Fund, Inc	47,500	N/A	PC	Art/Culture
UWM Foundation Inc	53,000	N/A	PC	Education
Stout University Foundation, Inc	1,000	N/A	PC	Education
Variety Boys and Girls Club	2,500	N/A	PC	Health
Variety-The Childrens Charity of Wisconsin, Inc	10,250	N/A	PC	Health
Vince Lombardi Cancer Foundation, Inc	5,750	N/A	PC	Health
Will Rogers Motion Picture Pioneers Foundation	12,500	N/A	PC	Art/Culture
Wisconsin Hall of Fame, LLC	1,250	N/A	NC	Health
Wisconsin Conservatory of Music, Inc	1,250	N/A	PC	Art/Culture
Wisconsineye Public Affairs Network Inc	2,500	N/A	PC	Development
Wisconsin Humane Society	1,500	N/A	PC	Education
Wisconsin Policy Forum, Inc	610	N/A	PC	Development
Zoological Society of Milwaukee County	2,500	N/A	PC	Development
TOTAL	847,315			