

Form 990-PF

Department of the Treasury
Internal Revenue Service

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.
- Information about Form 990-PF and its instructions is at www.irs.gov/form990pf.

2017

Open to Public
Inspection

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

<p>Name of foundation ARLENE AND MICHAEL ROSEN FOUNDATION</p> <p>Number and street (or P O box number if mail is not delivered to street address) PO BOX 377</p> <p>City or town, state or province, country, and ZIP or foreign postal code TIBURON, CA 94920</p> <p>G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input checked="" type="checkbox"/> Address change <input type="checkbox"/> Name change</p> <p>H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation</p> <p>I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ► \$ 15,221,543</p>		<p>A Employer identification number 47-3040686</p> <p>B Telephone number (see instructions) (866) 888-5157</p> <p>C If exemption application is pending, check here ► <input type="checkbox"/></p> <p>D 1. Foreign organizations, check here ► <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation ► <input type="checkbox"/></p> <p>E If private foundation status was terminated under section 507(b)(1)(A), check here ► <input type="checkbox"/></p> <p>F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► <input type="checkbox"/></p>							
		<p>J Accounting method <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____</p> <p>(Part I, column (d) must be on cash basis)</p>							
<p>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))</p>		(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)		9,516,941					
	2	Check ► <input type="checkbox"/> if the foundation is not required to attach Sch B							
	3	Interest on savings and temporary cash investments		66	9,065				
	4	Dividends and interest from securities		258,057	253,562				
	5a	Gross rents							
	b	Net rental income or (loss)							
	6a	Net gain or (loss) from sale of assets not on line 10		2,508,985					
	b	Gross sales price for all assets on line 6a		16,749,569					
	7	Capital gain net income (from Part IV, line 2)				2,508,985			
	8	Net short-term capital gain							
	9	Income modifications							
	10a	Gross sales less returns and allowances							
b	Less Cost of goods sold								
c	Gross profit or (loss) (attach schedule)								
11	Other income (attach schedule)								
12	Total. Add lines 1 through 11		12,284,049	2,771,612					
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc		99,569	0			99,569	
	14	Other employee salaries and wages		45,833	0			45,833	
	15	Pension plans, employee benefits		11,207	0			11,207	
	16a	Legal fees (attach schedule)		148,245	0			148,245	
	b	Accounting fees (attach schedule)		6,150	3,075			3,075	
	c	Other professional fees (attach schedule)		66,308	48,849			17,459	
	17	Interest							
	18	Taxes (attach schedule) (see instructions)		18,060	0			0	
	19	Depreciation (attach schedule) and depletion							
	20	Occupancy							
	21	Travel, conferences, and meetings		9,659	0			9,659	
	22	Printing and publications		22	0			22	
	23	Other expenses (attach schedule)		11,952	0			11,952	
	24	Total operating and administrative expenses.							
	Add lines 13 through 23		417,005	51,924			347,021		
25	Contributions, gifts, grants paid		460,000				460,000		
26	Total expenses and disbursements. Add lines 24 and 25		877,005	51,924			807,021		
27	Subtract line 26 from line 12								
a	Excess of revenue over expenses and disbursements		11,407,044						
b	Net investment income (if negative, enter -0-)			2,719,688					
c	Adjusted net income (if negative, enter -0-)								

	Part II Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
	1 Cash—non-interest-bearing				
	2 Savings and temporary cash investments		386,529	905,493	905,493
	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)		2,406,890	8,793,588	8,793,588
	c Investments—corporate bonds (attach schedule)		2,059,183	5,472,362	5,472,362
	11 Investments—land, buildings, and equipment basis ►				
	Less accumulated depreciation (attach schedule) ►				
	12 Investments—mortgage loans				
	13 Investments—other (attach schedule)		0	50,100	50,100
	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)		4,852,602	15,221,543	15,221,543
	17 Accounts payable and accrued expenses		499	1,067	
	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 ► _____)		499	1,067	
	23 Total liabilities (add lines 17 through 22)				
	Foundations that follow SFAS 117, check here ► <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24 Unrestricted		4,852,103	15,220,476	
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here ► <input type="checkbox"/> and complete lines 27 through 31.				
	27 Capital stock, trust principal, or current funds				
	28 Paid-in or capital surplus, or land, bldg , and equipment fund				
	29 Retained earnings, accumulated income, endowment, or other funds				
	30 Total net assets or fund balances (see instructions)		4,852,103	15,220,476	
	31 Total liabilities and net assets/fund balances (see instructions)		4,852,602	15,221,543	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	4,852,103
2	Enter amount from Part I, line 27a	2	11,407,044
3	Other increases not included in line 2 (itemize) ►	3	513,240
4	Add lines 1, 2, and 3	4	16,772,387
5	Decreases not included in line 2 (itemize) ►	5	1,551,911
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	15,220,476

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)			(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1 a PUBLICLY TRADED SECURITIES			P		
b CAPITAL GAIN DIVIDENDS			P		
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 16,724,398		14,240,584	2,483,814		
b 25,171			25,171		
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))		
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any			
a			2,483,814		
b			25,171		
c					
d					
e					
2 Capital gain net income or (net capital loss)			If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	2,508,985
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8				3	

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

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

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

 Yes No

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2016	441,662	5,419,925	0.081489
2015	21,209	1,709,483	0.012407
2014	236,598	5,422,420	0.043633
2013	268,005	4,879,762	0.054922
2012	269,892	4,297,671	0.062800
2 Total of line 1, column (d)			0.255251
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			0.051050
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5			9,538,524
5 Multiply line 4 by line 3			486,942
6 Enter 1% of net investment income (1% of Part I, line 27b)			27,197
7 Add lines 5 and 6			514,139
8 Enter qualifying distributions from Part XIII, line 4			807,021

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)	1	27,197
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		
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	27,197
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	27,197
6	Credits/Payments		
a	2017 estimated tax payments and 2016 overpayment credited to 2017	6a	28,729
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	0
7	Total credits and payments Add lines 6a through 6d.	7	35,729
8	Enter any penalty for underpayment of estimated tax Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	0
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	8,532
11	Enter the amount of line 10 to be Credited to 2018 estimated tax ►	11	0

Part VII-A Statements Regarding Activities

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	Yes	No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)?	1b	Yes	No
<i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>				
c	Did the foundation file Form 1120-POL for this year?	1c	Yes	No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ► \$ _____ 0 (2) On foundation managers ► \$ _____ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ _____ 0			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>	2	Yes	No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	3	Yes	No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	Yes	No
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b	Yes	No
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>	5	Yes	No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either <ul style="list-style-type: none"> • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument? 	6	Yes	No
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	7	Yes	No
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ►CA			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i>	8b	Yes	No
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2017 or the taxable year beginning in 2017 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	9	Yes	No
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10	Yes	No

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11	No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12	No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ►AMROSENFOUNDATION.ORG	13	Yes
14 The books are in care of ►JASON SATTERFIELD Telephone no ►(866) 888-5157			

Located at ►PO BOX 377 TIBURON CA

ZIP+4 ►94920

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	<input type="checkbox"/>
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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?	16	Yes	No
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See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR). If "Yes", enter the name of the foreign country ►

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

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

1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No	
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?.	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days).	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here.			
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?			
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2017? If "Yes," list the years ► 20____, 20____, 20____, 20____	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions).			2b
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b	If "Yes," did it have excess business holdings in 2017 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2017).			3b
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?			4a
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

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

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 4945(d)(4)(A)? (see instructions).	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here. ►			5b
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	<input type="checkbox"/> Yes	<input type="checkbox"/> No	
	<i>If "Yes," attach the statement required by Regulations section 53 4945-5(d)</i>			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	6b
	<i>If "Yes" to 6b, file Form 8870</i>			No
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?			7b

Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors				
1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).				
(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
TOBI TRAVIS PO BOX 377 TIBURON, CA 94920	TRUSTEE 1 00	0	0	0
MELANIE BAKER PO BOX 377 TIBURON, CA 94920	TRUSTEE 1 00	0	0	0
WILLIAM KROGER PO BOX 377 TIBURON, CA 94920	TRUSTEE 1 00	0	0	0
CARMEN SUAREZ PO BOX 377 TIBURON, CA 94920	EXECUTIVE DIRECTOR 35 00	91,667	7,902	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	Title, and average hours per week (b) devoted to position	(c) Compensation	Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
NONE				
Total number of other employees paid over \$50,000. ► 0				
3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".				
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation		
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				
2				
3				
4				
Part IX-B Summary of Program-Related Investments (see instructions)				
Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2				Amount
1				
2				
All other program-related investments. See instructions				
3				
Total. Add lines 1 through 3 ► 0				

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	9,060,365
b	Average of monthly cash balances.	1b	623,416
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	9,683,781
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	9,683,781
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	145,257
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	9,538,524
6	Minimum investment return. Enter 5% of line 5.	6	476,926

Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign**Part XI** organizations check here ► and do not complete this part)

1	Minimum investment return from Part X, line 6.	1	476,926
2a	Tax on investment income for 2017 from Part VI, line 5.	2a	27,197
b	Income tax for 2017 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	27,197
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	449,729
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	449,729
6	Deduction from distributable amount (see instructions).	6	0
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	449,729

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	807,021
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	807,021
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	27,197
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	779,824
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				449,729
2 Undistributed income, if any, as of the end of 2017			0	
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.				
b From 2013.				
c From 2014.				
d From 2015.				
e From 2016.	112,576			
f Total of lines 3a through e.	112,576			
4 Qualifying distributions for 2017 from Part XII, line 4 ► \$ 807,021			0	
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.				449,729
e Remaining amount distributed out of corpus	357,292			
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	469,868			
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)	0			
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a	469,868			
10 Analysis of line 9				
a Excess from 2013.				
b Excess from 2014.				
c Excess from 2015.				
d Excess from 2016.	112,576			
e Excess from 2017.	357,292			

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

1a	If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2017, enter the date of the ruling. ►			
b	Check box to indicate whether the organization is a private operating foundation described in section <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)			
2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed.			
b	85% of line 2a.			
c	Qualifying distributions from Part XII, line 4 for each year listed.			
d	Amounts included in line 2c not used directly for active conduct of exempt activities.			
e	Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c.			
3	Complete 3a, b, or c for the alternative test relied upon			
a	"Assets" alternative test—enter			
(1)	Value of all assets.			
(2)	Value of assets qualifying under section 4942(j)(3)(B)(i)			
b	"Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.			
c	"Support" alternative test—enter			
(1)	Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties).			
(2)	Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).			
(3)	Largest amount of support from an exempt organization			
(4)	Gross investment income			

Part XV Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see instructions.)**1 Information Regarding Foundation Managers:**

- a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2))
- b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here ► if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

- a The name, address, and telephone number or email address of the person to whom applications should be addressed
- b The form in which applications should be submitted and information and materials they should include
- c Any submission deadlines
- d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

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	66	
4 Dividends and interest from securities.			14	258,057	
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	2,508,985	
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		2,767,108	0
13 Total. Add line 12, columns (b), (d), and (e).					2,767,108
(See worksheet in line 13 instructions to verify calculations)					

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

Part XVII

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

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

a Transfers from the reporting foundation to a noncharitable exempt organization of

(1) Cash.	1a(1)	No
(2) Other assets.	1a(2)	No

Other transactions

d If the answer to any of the above is "Yes," complete the following schedule. Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations

described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? Yes No

b If "Yes," complete the following schedule

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

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

**Sign
Here**

* * * * *

2018-10-26

* * * * *

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

Paid Preparer Use Only	Print/Type preparer's name LIZBETH G NEVAREZ	Preparer's Signature	Date	Check if self-employed ► <input type="checkbox"/>	PTIN P01399868
	Firm's name ► GREEN HASSON & JANKS LLP				Firm's EIN ► 95-1777440
	Firm's address ► 10990 WILSHIRE BLVD 16TH FLOOR LOS ANGELES, CA 900243929				Phone no (310) 873-1600

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
CABRITO FOUNDATION 7552 REMMET STREET CANOGA PARK, CA 91303	NONE	PC	SUPPORT FOR ADDICTION TREATMENT PROGRAMS AND FUNDING FOR REPAIRS TO TREATMENT CENTER FACILITY	50,000
CARON FOUNDATION PO BOX 150 WERNERSVILLE, PA 19565	NONE	PC	SUPPORT FOR THE VETERANS HEALING THROUGH CONNECTION PROGRAM, WHICH PROVIDES ADDICTION TREATMENT SERVICES	60,000
CHANDLER LODGE FOUNDATION 11455 CHANDLER BLVD LOS ANGELES, CA 91601	NONE	PC	SUPPORT FOR CHANDER LODGE RESIDENTIAL SOBER LIVING PROGRAM	50,000
Total			►	460,000
3a				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
PROJECT TURNABOUT 660 18 STREET PO BOX 116 GRANITE FALLS, MN 56241	NONE	PC	SUPPORT FOR THE CARING & SHARING PATIENT AID FUND FOR CLIENTS IN RESIDENTIAL ALCOHOL AND DRUG TREATMENT	50,000
RANCH RECOVERY CENTERS 7885 ANNANDALE AVENUE DESERT HOT SPRINGS, CA 92240	NONE	PC	FUNDING FOR REPAIRS TO TRANSITIONAL/SOBER LIVING FACILITIES TO MEET ADA REQUIREMENTS	20,000
SEMPER FI FUND 825 COLLEGE BLVD SUITE 102 PMB 609 OCEANSIDE, CA 92057	NONE	PC	SUPPORT FOR PTSD COUNSELING AND TREATMENT	50,000
Total			►	460,000
3a				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
SHELTER TO SOLDIER 2665 FOURTH AVENUE SAN DIEGO, CA 92103	NONE	PC	SUPPORT FOR PROGRAMS THAT PROVIDES VETERANS WITH TRAINED SERVICE DOGS FREE OF CHARGE	60,000
SOCIAL MODEL RECOVERY 223 E ROWLAND STREET COVINA, CA 91723	NONE	PC	SUPPORT FOR THE BATTLE BUDDIES PROGRAM, WHICH PROVIDES SERVICES TO VETERANS WITH DUAL DIAGNOSIS	100,000
SOLACE FOUNDATION 15 SEPULVEDA RANCHO SANTA MARGARITA SANTA MARGARITA, CA 92688	NONE	PC	SUPPORT FOR PROGRAMS THAT REDUCE THE NUMBER OF OPIOID-RELATED DEATHS BY EXPANDING ACCESS TO THE OVERDOSE REVERSAL DRUG NALOXONE	20,000
Total ►				460,000
3a				

TY 2017 Accounting Fees Schedule

Name: ARLENE AND MICHAEL ROSEN FOUNDATION

EIN: 47-3040686

Accounting Fees Schedule

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	6,150	3,075		3,075

TY 2017 Investments Corporate Bonds Schedule**Name:** ARLENE AND MICHAEL ROSEN FOUNDATION**EIN:** 47-3040686**Investments Corporate Bonds Schedule**

Name of Bond	End of Year Book Value	End of Year Fair Market Value
47946.73 DODGE & COX INCOME FD	659,747	659,747
49692.48 PIMCO FD PAC INV MGMT SERIES	445,245	445,245
4043 ISHARES BARCLAYS TIPS BOND FUND	461,225	461,225
61946.52 DOUBLELINE TOTL RET BND - I	658,492	658,492
31091.25 JPM UNCONSTRAINED DEBT - R6	310,602	310,602
15556.68 JPMORGAN STRAT INC OPP-R6	180,769	180,769
69708.74 VANGUARD TOTAL INTL BND-ADM	1,512,680	1,512,680
20000 TOYOTA MOTOR CREDIT CORP MTN	20,072	20,072
5000 NOVARTIS SECS INVEST LTD	5,165	5,165
5000 CATERPILLAR FINANCIAL SE	5,279	5,279
10000 CISCO SYSTEMS INC	10,011	10,011
15000 SANTANDER UK PLC	15,045	15,045
10000 BNP PARIBAS MTN	10,049	10,049
15000 US BANCORP SR NOTES MTN	15,041	15,041
10000 PRUDENTIAL FINANCIAL INC	10,737	10,737
5000 FIFTH THIRD BANCORP	5,053	5,053
15000 BANK OF NY MELLON CORP MTN	15,114	15,114
15000 CANADIAN IMPERIAL BANK	14,883	14,883
10000 MEAD JOHNSON NUTRITION C	10,149	10,149
5000 VISA INC	4,996	4,996

Investments Corporate Bonds Schedule

Name of Bond	End of Year Book Value	End of Year Fair Market Value
20000 GENERAL ELEC CAP CORP	21,215	21,215
5000 HSBC FINANCE CORP	5,559	5,559
5000 OCCIDENTAL PETROLEUM COR	5,236	5,236
5000 VERIZON COMMUNICATIONS	5,152	5,152
15000 BANK OF NOVA SCOTIA	15,008	15,008
10000 PEPSICO INC	9,885	9,885
15000 WESTPAC BANKING CORP	14,822	14,822
15000 SUMITOMO MITSUI FINLGRP	14,699	14,699
25000 APPLE INC	24,285	24,285
5000 BOEING CO	5,020	5,020
15000 RABOBANK NEDERLAND UTREC	15,754	15,754
20000 MICROSOFT CORP	19,965	19,965
5000 WALT DISNEY COMPANY	5,026	5,026
10000 MITSUBISHI UFJ FIN GRP	10,062	10,062
15000 PNC FUNDING CORP	15,399	15,399
10000 JOHN DEERE CAPITAL CORP	10,076	10,076
15000 MEDTRONIC INC	15,329	15,329
20000 HSBC HOLDINGS PLC	20,889	20,889
5000 TD AMERITRADE HOLDING CO	5,059	5,059
5000 LOWES COMPANIES INC	5,101	5,101

Investments Corporate Bonds Schedule

Name of Bond	End of Year Book Value	End of Year Fair Market Value
5000 ABB FINANCE USA INC	5,083	5,083
10000 PROGRESS ENERGY CAROLINA	10,092	10,092
10000 UNITED HEALTH GROUP INC	10,325	10,325
15000 AMERICAN EXPRESS CO	14,817	14,817
10000 TRANS-CANADA PIPELINES	9,935	9,935
5000 ALTRIA GROUP INC	5,032	5,032
10000 PHILIP MORRIS INTL INC	9,910	9,910
35000 BANK OF AMERICA CORP MTN	35,800	35,800
10000 STATOIL ASA	9,939	9,939
5000 QUALCOMM INC	4,876	4,876
30000 WELLS FARGO & COMPANY	30,567	30,567
20000 ORACLE CORP	20,041	20,041
10000 COMCAST CORP	10,046	10,046
5000 BURLINGTON NORTH SANTA FE	5,093	5,093
5000 ABBVIE INC	4,988	4,988
5000 ALLSTATE CORP	5,070	5,070
15000 METLIFE INC	16,193	16,193
10000 SCHLUMBERGER INVESTMENT	10,526	10,526
5000 INVESCO FINANCE PLC	5,271	5,271
5000 VIRGINIA ELEC & POWER CO	5,162	5,162

Investments Corporate Bonds Schedule

Name of Bond	End of Year Book Value	End of Year Fair Market Value
35000 GOLDMAN SACH GROUP INC	36,712	36,712
5000 GILEAD SCIENCES INC	5,230	5,230
10000 TOTAL CAPITAL INTL SA	10,601	10,601
20000 BP CAPITAL MARKETS PLC	20,488	20,488
10000 INTEL CORP	10,090	10,090
30000 CITIGROUP INC	31,111	31,111
10000 SIMON PROPERTY GROUP LP	10,204	10,204
15000 BB&T CORPORATION MTN	14,887	14,887
5000 DOMINION GAS HLDGS LLC	5,100	5,100
5000 BERKSHIRE HATHAWAY ENERG	5,154	5,154
10000 MUFG AMERICAS HLDGS CORP	9,871	9,871
5000 ONCOR ELECTRIC DELIVERY	4,987	4,987
15000 SHELL INTERNATIONAL FIN	15,412	15,412
5000 AVALONBAY COMMUNITES	5,123	5,123
5000 PRECISION CASTPARTS CORP	5,110	5,110
35000 MORGAN STANLEY	36,638	36,638
15000 STATE STREET CORP	15,584	15,584
10000 ANHEUSER-BUSCH INBEV FIN	10,317	10,317
5000 MANULIFE FINANCIAL CORP	5,309	5,309
10000 BALTIMORE GAS & ELECTRIC	9,441	9,441

Investments Corporate Bonds Schedule

Name of Bond	End of Year Book Value	End of Year Fair Market Value
5000 AMERIPRISE FINANCIAL INC	4,861	4,861
20000 ERP OPERATING LP	19,396	19,396
5000 ORIX CORP	5,033	5,033
10000 ENTERGY LOUISIANA LLC	9,971	9,971
10000 TEXAS INSTRUMENTS INC	9,964	9,964
12410 MFS EMERGING MKTS DEBT FD R6	313,107	313,107

TY 2017 Investments Corporate Stock Schedule

Name: ARLENE AND MICHAEL ROSEN FOUNDATION
EIN: 47-3040686

Name of Stock	End of Year Book Value	End of Year Fair Market Value
34529.424 AMG MANAGERS PICTET INTERNATIONAL	389,837	389,837
8850.797 DODGE & COX INTL STOCK FD	409,969	409,969
12410.461 MFS INTL VALUE - I	537,249	537,249
11419.194 BROWN ADV JAPAN ALPHA OPP-IS	130,750	130,750
44286.98 FIDELITY 500 INDEX FD-AL	4,138,618	4,138,618
42284.523 FIDELITY INT'L INDEX FUND	1,825,846	1,825,846
33454.949 JPMORGAN GL RES ENH IDX-R6	751,064	751,064
226 ABBOTT LABORATORIES	12,898	12,898
44 AETNA INC	7,937	7,937
9 ALPHABET INC/CA-CL-A	9,481	9,481
43 APPLE INC	7,277	7,277
106 AXALTA COATING SYSTEMS LTD	3,430	3,430
21 BERKSHIRE HATHAWAY INC-CL-B	4,163	4,163
108 BORGWARNER INC	5,518	5,518
52 BRIGHTHOUSE FINL INC COM	3,049	3,049
17 CHARTER COMMUNICATIONS INC-A	5,711	5,711
62 CIMAREX ENERGY CO	7,565	7,565
173 CITIGROUP INC	12,873	12,873
165 COMCAST CORP-CLASS A	6,608	6,608
133 COTY INC-CL A	2,645	2,645
105 DEVON ENERGY CORP	4,347	4,347
151 DISCOVER FINANCIAL SERVICES	11,615	11,615
33 EASTMAN CHEMICAL CO	3,057	3,057
7 FASTENAL CO	383	383
32 FIRST REPUBLIC BANK/CA	2,772	2,772
434 FORD MOTOR CO	5,421	5,421
72 FRANKLIN RESOURCES INC	3,120	3,120
136 GOODYEAR TIRE & RUBBER CO	4,394	4,394
152 HANESBRANDS INC	3,178	3,178
93 HARTFORD FINANCIAL SVCS GRP	5,234	5,234

Name of Stock	End of Year Book Value	End of Year Fair Market Value
25 HONEYWELL INTERNATIONAL INC	3,834	3,834
103 JPMORGAN CHASE CO.	11,015	11,015
199 JUNIPER NETWORKS INC	5,671	5,671
58 KIMBERLEY-CLARK CORP	6,998	6,998
97 LOEWS CORP	4,853	4,853
64 MARSH & MCLENNAN COS	5,209	5,209
84 MEDTRONIC PLC	6,783	6,783
146 METLIFE INC	7,382	7,382
119 MICROSOFT CORP	10,179	10,179
47 MOLSON COORS BREWING CO-B	3,857	3,857
183 MORGAN STANLEY	9,602	9,602
33 PARKER HANNIFIN CORP	6,586	6,586
55 PEPSICO INC	6,596	6,596
254 PFIZER INC	9,200	9,200
87 PHILIP MORRIS INTERNATIONAL	9,192	9,192
45 PNC FINANCIAL SERVICES GROUP	6,493	6,493
30 PRAXAIR INC	4,640	4,640
78 PROCEEDS FROM PENDING SALES	78	78
170 PROCTER & GAMBLE CO/THE	15,619	15,619
115 TEGNA INC	1,619	1,619
31 THERMO FISHER SCIENTIFIC INC	5,886	5,886
95 TJX COMPANIES INC	7,264	7,264
10 UNITED CONTINENTAL HOLDINGS	674	674
83 UNITED TECHNOLOGIES CORP	10,588	10,588
63 VANTIV INC CL-A	4,634	4,634
82 VF CORP	6,068	6,068
44 WALT DISNEY CO/THE	4,730	4,730
109 ALIBABA GROUP HOLDING-SP ADR	18,795	18,795
8 ALPHABET INC/CA-CL-C	8,371	8,371
19 AMAZON.COM INC	22,220	22,220

Name of Stock	End of Year Book Value	End of Year Fair Market Value
45 AMERICAN EXPRESSCO	4,469	4,469
30 AMGEN INC	5,217	5,217
15 ANALOG DEVICES INC	1,335	1,335
93 AUTODESK INC	9,749	9,749
22 AUTOMATIC DATA PROCESSING	2,578	2,578
93 CERNER CORP	6,267	6,267
375 CISCO SYSTEMS INC	14,363	14,363
576 DANONE-SPONSADR	9,660	9,660
57 DEERE & CO	8,921	8,921
131 EXPEDITORS INTL WASH INC	8,474	8,474
112 FACEBOOK INC.	19,764	19,764
26 FACTSET RESEARCH SYSTEMS INC	5,012	5,012
51 MERCK & CO. OMC	2,870	2,870
100 MICORSOFT CORP	8,554	8,554
195 MONSTER BEVERAGE CO	12,342	12,342
64 NOVARTIS AG-SPONSORED ADR	5,373	5,373
187 NOVO-NORDISK A/S SPONS ADR	10,036	10,036
299 ORACLE CORP	14,137	14,137
148 QUALCOMM INC	9,475	9,475
18 REGENERON PHARMACEUTICALS	6,767	6,767
133 SCHLUMBERGER LTD	8,963	8,963
136 SEI INVESTMENTS COMPANY	9,773	9,773
56 UNITED PARCEL SERVICE CL-B	6,672	6,672
59 VARIAN MEDICAL SYSTEMS INC	6,558	6,558
142 VIS INC CLASS A SHARES	16,191	16,191
94 YUM CHINA HOLDINGS INC	3,762	3,762
64 YUM BRANDS INC	5,223	5,223
174 COCA-COLA CO/THE	7,983	7,983
45 TWENTY-FIRST CENTURY FOX - B	1,535	1,535
8 ALPHABET INC/CA-CL-C	8,427	8,427

Name of Stock	End of Year Book Value	End of Year Fair Market Value
US LARGE CAP EQUITY - US DOLLAR	2,660	2,660
US LARGE CAP EQUITY - US DOLLAR	5,993	5,993
40 VERISK ANALYTICS INC	3,840	3,840

TY 2017 Investments - Other Schedule

Name: ARLENE AND MICHAEL ROSEN FOUNDATION**EIN:** 47-3040686

Investments Other Schedule 2

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
5000 NATIONAL RURAL UTIL COOP	FMV	5,013	5,013
10000 BANK OF MONTREAL MTN	FMV	9,992	9,992
10000 ROYAL BANK OF CANADA	FMV	10,015	10,015
15000 TORONTO-DOMINION BANK MTN	FMV	15,064	15,064
10000 AMERICAN HONDA FINANCE	FMV	10,016	10,016

TY 2017 Legal Fees Schedule

Name: ARLENE AND MICHAEL ROSEN FOUNDATION

EIN: 47-3040686

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	148,245	0		148,245

TY 2017 Other Decreases Schedule

Name: ARLENE AND MICHAEL ROSEN FOUNDATION

EIN: 47-3040686

Description	Amount
UNREALIZED LOSS	1,551,911

TY 2017 Other Expenses Schedule

Name: ARLENE AND MICHAEL ROSEN FOUNDATION**EIN:** 47-3040686**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INSURANCE	9,182	0		9,182
POSTAGE & MAILING SERVICES	370	0		370
BOOKS, SUBSCRIPTIONS, REFERENCES	225	0		225
SUPPLIES	730	0		730
VIRTUAL OFFICE	1,080	0		1,080
BANK FEES	95	0		95
MISCELLANEOUS	270	0		270

TY 2017 Other Increases Schedule

Name: ARLENE AND MICHAEL ROSEN FOUNDATION

EIN: 47-3040686

Description	Amount
PRIOR PERIOD ADJUSTMENT	513,240

TY 2017 Other Professional Fees Schedule

Name: ARLENE AND MICHAEL ROSEN FOUNDATION**EIN:** 47-3040686

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OUTSIDE CONTRACT SERVICES	15,067	0		15,067
MANAGEMENT FEES	43,849	43,849		0
FINANCIAL ADVISOR FEES	5,000	5,000		0
PAYROLL PROCESSING FEES	2,392	0		2,392

TY 2017 Substantial Contributors

Schedule

Name: ARLENE AND MICHAEL ROSEN FOUNDATION

EIN: 47-3040686

Name	Address
AGR TRUST CO STAN RUBIN TRUSTEE (LOEB & LOEB)	10100 SANTA MONICA BLVD SUITE 2200 LOS ANGELES, CA 90067

TY 2017 Taxes Schedule

Name: ARLENE AND MICHAEL ROSEN FOUNDATION

EIN: 47-3040686

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FILING FEES	60	0		0
IRS TAXES	18,000	0		0

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

OMB No 1545-0047

► Attach to Form 990, 990-EZ, or 990-PF
 ► Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at
www.irs.gov/form990

2017**Name of the organization**
ARLENE AND MICHAEL ROSEN FOUNDATION**Employer identification number**
47-3040686**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 other 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 33¹ 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 ARLENE AND MICHAEL ROSEN FOUNDATION		Employer identification number 47-3040686	
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	AGR TRUST CO STAN RUBIN TRUSTEE (LOEB & LOEB)	\$ 9,516,941	Person <input checked="" type="checkbox"/>
	10100 SANTA MONICA BLVD SUITE 2200		Payroll <input type="checkbox"/>
	LOS ANGELES, CA 90067		Noncash <input checked="" type="checkbox"/>
(Complete Part II for noncash contributions)			
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/>
			Payroll <input type="checkbox"/>
			Noncash <input type="checkbox"/>
(Complete Part II for noncash contributions)			
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/>
			Payroll <input type="checkbox"/>
			Noncash <input type="checkbox"/>
(Complete Part II for noncash contributions)			
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/>
			Payroll <input type="checkbox"/>
			Noncash <input type="checkbox"/>
(Complete Part II for noncash contributions)			
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/>
			Payroll <input type="checkbox"/>
			Noncash <input type="checkbox"/>
(Complete Part II for noncash contributions)			

Name of organization ARLENE AND MICHAEL ROSEN FOUNDATION		Employer identification number 47-3040686	
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	DONATION INCLUDES \$1,071,442 OF DONATED CASH AND \$8,445,499 OF DONATED SECURITIES	\$ 9 516,941	2017-10-26
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		\$	

Name of organization ARLENE AND MICHAEL ROSEN FOUNDATION		Employer identification number 47-3040686	
Part III <i>Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once. See instructions.) ► \$ _____</i> Use duplicate copies of Part III if additional space is needed			
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift Transferee's name, address, and ZIP 4		Relationship of transferor to transferee