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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.

OMB No 1545-0052

2017

Open to Public Inspection

For calendar year 2017, or tax year beginning 07-01-2017, and ending 06-30-2018

Name of foundation
CINEREACH LTD

% THE ORGANIZATION

Number and street (or P O box number if mail is not delivered to street address)
126 FIFTH AVE 5TH FLOOR

Room/suite

City or town, state or province, country, and ZIP or foreign postal code
NEW YORK, NY 10011

G Check all that apply

☐ Initial return

☐ Initial return of a former public charity

☐ Final return

☐ Amended return

☐ Address change

☐ Name change

H Check type of organization

☒ Section 501(c)(3) exempt private foundation

☐ Section 4947(a)(1) nonexempt charitable trust

☐ Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 11,409,029

J Accounting method

☐ Cash

☒ Accrual

☐ Other (specify) (Part I, column (d) must be on cash basis)

A Employer identification number
20-2946241

B Telephone number (see instructions)
(212) 727-3224

C If exemption application is pending, check here

D 1. Foreign organizations, check here

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

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

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

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)
1 Contributions, gifts, grants, etc , received (attach schedule)	6,007,501			
2 Check If the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments	24,597	24,597	24,597	
4 Dividends and interest from securities				
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	-20,728			
b Gross sales price for all assets on line 6a				
7 Capital gain net income (from Part IV, line 2)		0		
8 Net short-term capital gain				
9 Income modifications			11,952	
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)	56,176	19,483	19,483	
12 Total. Add lines 1 through 11	6,067,546	44,080	56,032	
13 Compensation of officers, directors, trustees, etc	0			
14 Other employee salaries and wages	2,185,991			2,185,991
15 Pension plans, employee benefits	298,251			298,251
16a Legal fees (attach schedule)	47,028	0	0	47,028
b Accounting fees (attach schedule)	117,261	0	0	117,261
c Other professional fees (attach schedule)				
17 Interest				
18 Taxes (attach schedule) (see instructions)	167,475			167,475
19 Depreciation (attach schedule) and depletion	139,006			
20 Occupancy	222,335			222,335
21 Travel, conferences, and meetings	220,896			220,896
22 Printing and publications				
23 Other expenses (attach schedule)	1,432,802			1,432,802
24 Total operating and administrative expenses. Add lines 13 through 23	4,831,045	0	0	4,692,039
25 Contributions, gifts, grants paid	1,313,377			1,305,769
26 Total expenses and disbursements. Add lines 24 and 25	6,144,422	0	0	5,997,808
27 Subtract line 26 from line 12	-76,876			
a Excess of revenue over expenses and disbursements		44,080		
b Net investment income (if negative, enter -0-)			56,032	
c Adjusted net income(if negative, enter -0-)				

For Paperwork Reduction Act Notice, see instructions.

Cat No 11289X

Form 990-PF (2017)

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	10,553,453	9,748,022	9,748,022		
	2	Savings and temporary cash investments					
	3	Accounts receivable ▶ <u>37,410</u>					
		Less allowance for doubtful accounts ▶ _____	257,291	37,410	37,410		
	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	87,504	97,115	97,115		
	10a	Investments—U S and state government obligations (attach schedule)					
	b	Investments—corporate stock (attach schedule)					
	c	Investments—corporate bonds (attach schedule)					
	11	Investments—land, buildings, and equipment basis ▶ _____					
	Less accumulated depreciation (attach schedule) ▶ _____						
12	Investments—mortgage loans						
13	Investments—other (attach schedule)	104,976	830,634	830,634			
14	Land, buildings, and equipment basis ▶ <u>1,294,195</u>						
	Less accumulated depreciation (attach schedule) ▶ <u>954,015</u>	337,554	340,180	340,180			
15	Other assets (describe ▶ _____)	161,118	355,668	355,668			
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	11,501,896	11,409,029	11,409,029			
Liabilities	17	Accounts payable and accrued expenses	568,909	152,078			
	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)	568,909	152,078			
	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	10,932,987	11,256,951			
25		Temporarily restricted	0				
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					
30		Total net assets or fund balances (see instructions)	10,932,987	11,256,951			
31		Total liabilities and net assets/fund balances (see instructions) .	11,501,896	11,409,029			

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	10,932,987
2	Enter amount from Part I, line 27a	2	-76,876
3	Other increases not included in line 2 (itemize) ▶ _____	3	400,840
4	Add lines 1, 2, and 3	4	11,256,951
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	11,256,951

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a			
b			
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	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	

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

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

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

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

☐ Yes ☐ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2016			
2015			
2014			
2013			
2012			

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

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 ☐ 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	882
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	
3	Add lines 1 and 2.	3	882
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	882
6	Credits/Payments		
a	2017 estimated tax payments and 2016 overpayment credited to 2017	6a	4,804
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	4,804
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	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid ▶	10	3,922
11	Enter the amount of line 10 to be Credited to 2018 estimated tax ▶ 3,922 Refunded ▶	11	

Part VII-A Statements Regarding Activities

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

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions) 991 .	11	Yes	
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 WWW CINEREACH ORG	13	Yes	
14	The books are in care of THE ORGANIZATION Telephone no (212) 727-3224			

Located at **126 FIFTH AVE NEW YORK NY** ZIP+4 **10011**

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 instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR). If "Yes," enter the name of the foreign country ▶	16	Yes	No

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

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

1a	During the year did the foundation (either directly or indirectly)		Yes	No
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ 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		No
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2017? ☐	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2017? ☐ 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		
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		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2017?	4b		No

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

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ 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)?	5b		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	
	<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?	☐ Yes	☒ No	
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <i>If "Yes" to 6b, file Form 8870</i>	6b		No
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?	7b		

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
PHILIPP ENGELHORN 126 FIFTH AVE 5TH FLOOR NEW YORK, NY 10011	CHAIRMAN / SECRETARY 40 0	0	0	0
BRUCE RABB 126 FIFTH AVE 5TH FLOOR NEW YORK, NY 10011	DIRECTOR 1 0	0	0	0
JOACHIM SCHUETZ 126 FIFTH AVE 5TH FLOOR NEW YORK, NY 10011	DIRECTOR / TREASURER 1 0	0	0	0

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

(a) Name and address of each employee paid more than \$50,000	Title, and average hours per week (b) devoted to position	(c) Compensation	Contributions to employee benefit plans and deferred compensation (d)	Expense account, (e) other allowances
MICHAEL J RAISLER 126 FIFTH AVE 5TH FL NEW YORK, NY 10011	CREATIVE DIRECTOR 40 0	224,615	3,396	
PAUL MEZEY 126 FIFTH AVE 5TH FL NEW YORK, NY 10011	DIRECTOR, ORIG PROD 40 0	200,850	30,425	
CAROLINE KAPLAN 126 FIFTH AVE 5TH FL NEW YORK, NY 10011	DIRECTOR, FILM 40 0	200,850	13,074	
WOO JUNG CHO 126 FIFTH AVE 5TH FL NEW YORK, NY 10011	DIRECTOR, BUSINESS 40 0	147,676	21,518	
ANDREW GOLDMAN 126 FIFTH AVE 5TH FL NEW YORK, NY 10011	HEAD OF PRODUCTION 40 0	121,650	16,234	

Total number of other employees paid over \$50,000. ►**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
ANDREAS ESBERG & CO LLP 909 THIRD AVE 28TH FL NEW YORK, NY 10022	ACCOUNTING	117,261

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 SUPPORT AND PHILANTHROPY PROGRAM SEE ATTACHED	2,501,778
2 PRODUCTIONS PROGRAM SEE ATTACHED	2,571,522
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 PROGRAM RELATED INVESTMENTS INCLUDED IN GRANTS PAID--\$175,000 (SEE ATTACHED DETAIL)	
2 PROGRAM RELATED INVESTMENTS FILM PRODUCTION INVESTMENTS (SEE ATTACHED)	275,000
All other program-related investments See instructions	
3	
Total. Add lines 1 through 3 ►	275,000

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	0
b	Average of monthly cash balances.	1b	10,150,738
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	10,150,738
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	0
3	Subtract line 2 from line 1d.	3	10,150,738
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	152,261
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	9,998,477
6	Minimum investment return. Enter 5% of line 5.	6	499,924

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

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	5,997,808
b	Program-related investments—total from Part IX-B.	1b	275,000
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	2	162,359
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	0
b	Cash distribution test (attach the required schedule).	3b	0
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	4	6,435,167
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	6,435,167

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				0
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only.			0	
b Total for prior years 2015, 2014, 2013		0		
3 Excess distributions carryover, if any, to 2017				
a From 2012. 3,340,581				
b From 2013. 2,327,190				
c From 2014. 4,260,536				
d From 2015. 4,528,428				
e From 2016. 5,511,276				
f Total of lines 3a through e.	19,968,011			
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ \$ <u>6,435,167</u>				
a Applied to 2016, but not more than line 2a			0	
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.				
e Remaining amount distributed out of corpus	6,435,167			
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	26,403,178			
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		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).				
8 Excess distributions carryover from 2012 not applied on line 5 or line 7 (see instructions).	3,340,581			
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a	23,062,597			
10 Analysis of line 9				
a Excess from 2013. 2,327,190				
b Excess from 2014. 4,260,536				
c Excess from 2015. 4,528,428				
d Excess from 2016. 5,511,276				
e Excess from 2017. 6,435,167				

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 ☒ 4942(j)(3) or ☐ 4942(j)(5)

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

	Tax year	Prior 3 years			(e) Total
	(a) 2017	(b) 2016	(c) 2015	(d) 2014	
b 85% of line 2a	56,032	97,640	83,783	196,322	433,777
c Qualifying distributions from Part XII, line 4 for each year listed	47,627	82,994	71,216	166,874	368,711
d Amounts included in line 2c not used directly for active conduct of exempt activities	6,435,167	5,511,276	4,528,428	4,260,536	20,735,407
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c	6,435,167	5,511,276	4,528,428	4,260,536	20,735,407

3 Complete 3a, b, or c for the alternative test relied upon

a "Assets" alternative test—enter

(1) Value of all assets 11,409,029 11,501,896 10,638,744 5,067,966 38,617,635

(2) Value of assets qualifying under section 4942(j)(3)(B)(i) 10,578,395 11,396,639 10,921,647 5,067,966 37,964,647

b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed. 499,924 320,905 216,993 134,319 1,172,141

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). 6,007,501 8,007,242 10,006,337 4,005,785 28,026,865

(3) Largest amount of support from an exempt organization 7,501 7,242 6,337 5,785 26,865

(4) Gross investment income 44,080 81,514 79,938 196,322 401,854

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))
NA

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
NA

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 e-mail address of the person to whom applications should be addressed
CINEREACH LTD
126 Fifth Ave 5th fl
New York, NY 10011
(212) 727-3224
WWW.CINEREACH.ORG

b The form in which applications should be submitted and information and materials they should include
ONLINE FORM AND LETTER OF INQUIRY WITH FILM SAMPLE

c Any submission deadlines
N/A

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors
MAXIMUM \$50,000 PER PROJECT, PER GRANT CYCLE, NO MULTI YEAR GRANTS GRANT COMMITTEE MAY DETERMINE OTHER LIMITATIONS OR EXCEPTIONS ON A CASE BY CASE BASIS

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 Additional Data Table				
Total			3a	1,305,769
b <i>Approved for future payment</i> NEW YORK FOUNDATION FOR THE ARTS 20 JAY ST STE 740 BROOKLYN, NY 11201	NONE	PC	FILM PRODUCTION	7,608
Total			3b	7,608

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2017)

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

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

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

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

b If "Yes," complete the following schedule

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

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.		
	*****	2019-05-15	*****
	Signature of officer or trustee	Date	Title

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

Paid Preparer Use Only	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ☐	PTIN
	STEVEN SCHMIGELSKI		2019-05-15		P00124388
	Firm's name ► Andreas Esberg & Company LLP				Firm's EIN ►
Firm's address ► 909 Third Avenue 28th Floor New York, NY 10022					Phone no (212) 354-5858

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
INTERNATIONAL DOCUMENTARY ASSOCIATION ATTN AMY HALPIN 3470 WILSHIRE BLVD SUIT 980 LOS ANGELES, CA 90010	NONE	PC	FILM PRODUCTION	10,526
WOMEN MAKE MOVIES INC ATTNBARBARA GHAMMASHI 115 W 29TH ST STE 1200 NEW YORK, NY 10001	NONE	PC	FILM PRODUCTION	85,106
CINEMA TROPICAL INC ATTN CARLOS GUTIERREZ 611 BROADWAY SUITE 836 NEW YORK, NY 10012	NONE	PC	FILM PRODUCTION	21,506
Total ▶ 3a				1,305,769

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
FRACTURED ATLAS PRODUCTIONS INC ATTN THERESA HUBBARD 248 W 35TH STREET 10TH FLOOR NEW YORK, NY 10001	NONE	PC	FILM PRODUCTION	52,688
JASON LEWC/O CINEREACH 126 FIFTH AVE 5TH FLOOR NEW YORK, NY 10022	NONE	I	FELLOWSHIP PROGRAM	11,500
BORSCHT CORPC/O LUCAS LEYVA 912 NE 81ST ST MIAMI, FL 33128	NONE	PC	TO SUPPORT THEIR 2017-2018 OPERATING AND PROGRAMMING EXPENSES	28,500
Total ▶ 3a				1,305,769

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
OPEN'HOODC/O P HICKS 1904 FRANKLIN ST OAKLAND, CA 94612	NONE	PC	FILM PRODUCTION	18,000
BLACK MOTHER LLCC/O KHALIK ALLAH 1 VICTORIA CR E PATCHOQUE, NY 11772	NONE	NC	FILM PRODUCTION	26,500
THE INDEPENDENT FEATURE PROJECT INC ATTN MILTON TALBOT 30 JOHN ST BROOKLYN, NY 11201	NONE	PC	FILM PRODUCTION	29,115
Total ▶ 3a				1,305,769

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
PROGRAM RELATED INVESTMENTS SCHEDULE ATTACHED VARIOUS NEW YORK, NY 10011	NONE	NC	PROGRAM RELATED INVESTMENTS	175,000
SCOTT MACAULAYC/O CINEREACH LTD 126 FIFTH AVE 5TH FL NEW YORK, NY 10011	NONE	I	PRODUCER AWARD	50,000
ANISH SAVJANIC/O CINEREACH 126 FIFTH AVE 5TH FL NEW YORK, NY 10011	NONE	I	PRODUCER AWARD	50,000
Total ► 3a				1,305,769

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
EFFIE BROWNC/O CINEREACH LTD 126 FIFTH AVE 5TH FL NEW YORK, NY 10011	NONE	I	PRODUCER AWARD	50,000
ANAHITA GHAZVINIZADEH C/O CINEREACH 126 FIFTH AVE 5TH FL NEW YORK, NY 10011	NONE	I	FELLOWSHIP PROGRAM	12,500
CAMILE SEAMANC/O CINEREACH 126 FIFTH AVE 5TH FL NEW YORK, NY 10011	NONE	I	FELLOWSHIP PROGRAM	11,150
Total 3a				1,305,769

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
KIRSTEN TANC/O CINEREACH 126 FIFTH AVE 5TH FL NEW YORK, NY 10011	NONE	I	FELLOWSHIP PROGRAM	5,500
PRESERVE FILM LLCC/O CINEREACH 126 FIFTH AVE 5TH FL NEW YORK, NY 10011	NONE	PC	FELLOWSHIP PROGRAM	79,660
SABAAH FOLAYANC/O CINEREACH 126 FIFTH AVE 5TH FL NEW YORK, NY 10011	NONE	I	FELLOWSHIP PROGRAM	4,800
Total ▶ 3a				1,305,769

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
RASHAAD ERNESTO GREEN C/O CINEREACH 126 FIFTH AVE 5TH FL NEW YORK, NY 10011	NONE	I	FELLOWSHIP PROGRAM	10,000
ZACHARY HEINZERLINGC/O CINEREACH 126 FIFTH AVE 5TH FL NEW YORK, NY 10011	NONE	I	FELLOWSHIP PROGRAM	12,900
ALLIED MEDIA PROJECTS INC 4126 THIRD ST DETROIT, MI 48201	NONE	PC	TO SUPPORT THE DETROIT NARRATIVE AGENCY 2018-2019 FELLOWS SUPPORT GRANT PROGRAM	50,000
Total 				1,305,769
3a				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
SUNDANCE INSTITUTEPO BOX 684429 PARK CITY, UT 84068	NONE	PC	TO SUPPORT THEIR ART OF NON FICTION PROGRAM	125,000
STOCKADE WORKS INCPO BOX 3999 KINGSTON, NY 12402	NONE	PC	TO SUPPORT THEIR FILM CREW BOOT CAMP PROGRAM	37,750
SAN FRANCISCO FILM SOCIETY 39 MESA ST STE 110 SAN FRANCISCO, CA 94129	NONE	PC	TO SUPPORT THEIR SFFILM INVEST PROGRAM	100,000
Total ▶ 3a				1,305,769

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
UNION DOCS INC322 UNION AVE BROOKLYN, NY 11211	NONE	PC	FILM PRODUCTION	26,595
DIRORIRO CORP311 ADELPHI ST BROOKLYN, NY 11211	NONE	NC	FILM PRODUCTION	9,000
FUTURE IMAGE SOLUTIONS LLC 5109 HOLLYWOOD BLVD LOS ANGELES, CA 90027	NONE	NC	FILM PRODUCTION	15,000
Total ▶ 3a				1,305,769

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
DOCS IN PROGRESS801 WAYNE AVE SILVER SPRING, MD 20910	NONE	PC	FILM PRODUCTION	21,053
DOCUMENTARY EDUCATIONAL RESOURCES INC 101 MORSE ROAD WATERTOWN, MA 02172	NONE	PC	FILM PRODUCTION	2,631
THE FILM COLLABORATIVE 3405 CAZADOR ST LOS ANGELES, CA 90065	NONE	PC	FILM PRODUCTION	15,789
Total ▶ 3a				1,305,769

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ANNIE MAE PICTURES 96 SCHERMERHORN ST BROOKLYN, NY 11201	NONE	NC	FILM PRODUCTION	20,000
THE ARCTIC CIRCLE INCC/O BELL CO 380 LEXINGTON AVE 31ST FL NEW YORK, NY 10168	NONE	NC	FILM PRODUCTION	20,000
REFRAME LLC59 KENT ST 40 BROOKLYN, NY 11222	NONE	NC	FILM PRODUCTION	25,000
Total ▶ 3a				1,305,769

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
THE FREE HISTORY PROJECT INC 61 GREENPOINT AVE 504 BROOKLYN, NY 11222	NONE	PC	FILM PRODUCTION	15,000
MAKE LLC3436 MAGAZINE ST 111 NEW ORLEANS, LA 70115	NONE	NC	FILM PRODUCTION	10,000
GA DE DON LLC4908 MT ROYAL DR LOS ANGELES, CA 90041	NONE	NC	FILM PRODUCTION	8,000
Total ▶ 3a				1,305,769

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CRYPTID RESCUES LLC315 MACON ST BROOKLYN, NY 11216	NONE	NC	FILM PRODUCTION	25,000
FIRESTARTER FILMS LLC 5447 HALBRENT AVE SHERMAN OAKS, CA 91411	NONE	NC	FILM PRODUCTION	35,000
Total 3a				1,305,769

TY 2017 Accounting Fees Schedule**Name:** CINEREACH LTD**EIN:** 20-2946241**Accounting Fees Schedule**

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
AUDIT/FINANCIAL STATEMENTS,				
TAX RETURN FILINGS, AND				
OTHER ACCOUNTING MATTERS	117,261			117,261

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

TY 2017 Depreciation Schedule

Name: CINEREACH LTD

EIN: 20-2946241

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

TY 2017 Expenditure Responsibility Statement

Name: CINEREACH LTD

EIN: 20-2946241

Grantee's Name	Grantee's Address	Grant Date	Grant Amount	Grant Purpose	Amount Expended By Grantee	Any Diversion By Grantee?	Dates of Reports By Grantee	Date of Verification	Results of Verification
SEE ATTACHED						NO			

TY 2017 Investments - Other Schedule**Name:** CINEREACH LTD**EIN:** 20-2946241**Investments Other Schedule 2**

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
INTEREST IN NET ASSETS OF			
US THREE LLC	AT COST	513,243	513,243
BEACH RATS LLC	AT COST	317,391	317,391

TY 2017 Legal Fees Schedule**Name:** CINEREACH LTD**EIN:** 20-2946241

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
GENERAL LEGAL AND CORPORATE				
MATTERS	47,028			47,028

TY 2017 Other Assets Schedule**Name:** CINEREACH LTD**EIN:** 20-2946241**Other Assets Schedule**

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
SECURITY DEPOSITS	58,333	58,333	58,333
ADVANCES AND DEPOSITS	22,785	22,335	22,335
PROGRAM RELATED INVESTMENTS			
EQUITY INVESTMENT		200,000	200,000
LOAN	80,000	75,000	75,000

TY 2017 Other Expenses Schedule**Name:** CINEREACH LTD**EIN:** 20-2946241**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PRODUCTION	797,993			797,993
OUTSIDE SERVICES	157,718			157,718
INSURANCE	32,742			32,742
ADVERTISING	14,090			14,090
OFFICE SUPPLIES	52,120			52,120
DUES AND SUBSCRIPTIONS	11,783			11,783
BANK CHARGES	1,175			1,175
PROJECT/FILMMAKER DEVELOPMENT	150,394			150,394
PROFESSIONAL DEVELOPMENT	43,072			43,072
OFFICE EXPENSE	41,520			41,520

Other Expenses Schedule				
Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FESTIVALS/DISTRIBUTION	130,195			130,195

TY 2017 Other Income Schedule**Name:** CINEREACH LTD**EIN:** 20-2946241**Other Income Schedule**

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
PRODUCTION PROGRAM COST RECOVERY	36,693		
ROYALTY INCOME-MUSIC	19,483	19,483	19,483

TY 2017 Other Increases Schedule**Name:** CINEREACH LTD**EIN:** 20-2946241

Description	Amount
CHANGE IN INTEREST OF NET ASSETS OF	0
US THREE LLC	143,138
BEACH RATS LLC	245,750
GRANT PAID IN A PRIOR YEAR RETURNED	0
IN CURRENT YEAR	11,952

TY 2017 Taxes Schedule**Name:** CINEREACH LTD**EIN:** 20-2946241

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PAYROLL TAXES	163,343			163,343
EXCISE TAXES	882			882
UBIT	3,250			3,250

TY 2017 TransfersToControlledEntities**Name:** CINEREACH LTD**EIN:** 20-2946241

Name	US / Foreign Address	EIN	Description	Amount
US THREE LLC	126 FIFTH AVE NEW YORK, NY 10011	35-2558408	CAPITAL CONTRIBUTION	315,858
BEACH RATS LLC	126 FIFTH AVE NEW YORK, NY 10011	36-4839697	CAPITAL CONTRIBUTION	36,424
Total				352,282

efile GRAPHIC print - DO NOT PROCESS		As Filed Data -		DLN: 93491133004479	
Schedule B (Form 990, 990-EZ, or 990-PF) Department of the Treasury Internal Revenue Service		Schedule of Contributors ▶ 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			OMB No 1545-0047 2017
Name of the organization CINEREACH LTD				Employer identification number 20-2946241	
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 <i>exclusively</i> 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 <i>exclusively</i> 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 <i>exclusively</i> religious, charitable, etc , purpose Don't complete any of the parts unless the General Rule applies to this organization because it received <i>nonexclusively</i> 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 990PF, Part I, line 2, to certify that it doesn't meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)					
For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF Cat No 30613X Schedule B (Form 990, 990-EZ, or 990-PF) (2017)					

Name of organization CINEREACH LTD	Employer identification number 20-2946241
--	---

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	CINEREACH FILMS LLC 126 FIFTH AVE NEW YORK, NY 10011	 \$ 7,501	Person ☒ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
2	ART II TRUST 65 FRONT STREET , HAMILTON BD	 \$ 6,000,000	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
.	 	 \$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
.	 	 \$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
.	 	 \$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
.	 	 \$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Name of organization CINEREACH LTD	Employer identification number 20-2946241
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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	TELEPHONE AND INTERNET CHARGES PAID BY CINEREACH FILMS LLC ON BEHALF OF CINEREACH LTD	\$ 7,501	2018-06-30
(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
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		\$	

Name of organization CINEREACH LTD	Employer identification number 20-2946241
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Part III	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.) ► \$ _____ Use duplicate copies of Part III if additional space is needed
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(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