

C&E
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Form 990-PF

Department of the Treasury
Internal Revenue Service

EXTENDED TO NOVEMBER 15, 2019

Return of Private Foundation

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

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

OMB No. 1545-0052

294913418910
2018

Open to Public Inspection

For calendar year 2018 or tax year beginning

, and ending

Name of foundation

Y&S NAZARIAN FAMILY FOUNDATION

Number and street (or P O box number if mail is not delivered to street address)

1801 CENTURY PARK WEST, 5TH FL

A Employer identification number

95-4774321

City or town, state or province, country, and ZIP or foreign postal code

LOS ANGELES, CA 90067

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 J Accounting method: Cash Accrual
 (from Part II, col. (c), line 16) Other (specify) _____
 ► \$ 26,896,373. (Part I, column (d) must be on cash basis.)

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(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	55,000.		N/A	
	2 Check ► <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	224,895.	210,691.	STATEMENT 1	
	4 Dividends and interest from securities	519,186.	481,247.	STATEMENT 2	
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	1,259,503.			
	b Gross sales price for all assets on line 6a	3,158,899.			
	7 Capital gain net income (from Part IV, line 2)		1,259,503.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income	327,610.	305,178.	STATEMENT 3	
	12 Total. Add lines 1 through 11	2,386,194.	2,256,619.	RECEIVED	150,000.
	13 Compensation of officers, directors, trustees, etc	150,000.	0.		
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees	STMT 4	25,562.	12,781.	12,781.
	c Other professional fees	STMT 5	60,610.	0.	60,610.
	17 Interest		33,713.	33,166.	0.
	18 Taxes	STMT 6	51,929.	6,211.	14,219.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings		3,477.	0.	3,477.
	22 Printing and publications				
	23 Other expenses	STMT 7	432,279.	424,819.	6,190.
	24 Total operating and administrative expenses. Add lines 13 through 23		757,570.	476,977.	247,277.
	25 Contributions, gifts, grants paid		5,820,387.		5,820,387.
	26 Total expenses and disbursements. Add lines 24 and 25		6,577,957.	476,977.	6,067,664.
	27 Subtract line 26 from line 12:		<4,191,763.►		
	a Excess of revenue over expenses and disbursements				
	b Net investment income (if negative, enter -0-)		1,779,642.		
	c Adjusted net income (if negative, enter -0-)			N/A	

823501 12-11-18 LHA For Paperwork Reduction Act Notice, see instructions.

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SCANNED JAN 28 2020

18431113 135372 FOUNDATION

2018.05000 Y&S NAZARIAN FAMILY FOUNDAT FOUNDAT

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Part II. Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
1 Cash - non-interest-bearing				
2 Savings and temporary cash investments		6,756,604.	4,212,914.	4,212,914.
3 Accounts receivable ►				
Less: allowance for doubtful accounts ►				
4 Pledges receivable ►				
Less: allowance for doubtful accounts ►				
5 Grants receivable				
6 Receivables due from officers, directors, trustees, and other disqualified persons				
7 Other notes and loans receivable ►				
Less: allowance for doubtful accounts ►				
8 Inventories for sale or use				
9 Prepaid expenses and deferred charges				
10a Investments - U.S. and state government obligations				
b Investments - corporate stock	STMT 9	12,312,153.	11,094,963.	11,094,963.
c Investments - corporate bonds				
11 Investments - land, buildings, and equipment basis ►				
Less accumulated depreciation				
12 Investments - mortgage loans				
13 Investments - other	STMT 10	14,485,847.	9,838,301.	9,838,301.
14 Land, buildings, and equipment basis ►				
Less accumulated depreciation				
15 Other assets (describe ►	STATEMENT 11)	41,268.	1,750,195.	1,750,195.
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		33,595,872.	26,896,373.	26,896,373.
17 Accounts payable and accrued expenses		746.	780.	
18 Grants payable				
19 Deferred revenue				
20 Loans from officers, directors, trustees, and other disqualified persons				
21 Mortgages and other notes payable				
22 Other liabilities (describe ►)				
23 Total liabilities (add lines 17 through 22)		746.	780.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ► <input type="checkbox"/> and complete lines 24 through 26, and lines 30 and 31.			
24 Unrestricted				
25 Temporarily restricted				
26 Permanently restricted				
Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/> and complete lines 27 through 31.				
27 Capital stock, trust principal, or current funds		0.	0.	
28 Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.	
29 Retained earnings, accumulated income, endowment, or other funds		33,595,126.	26,895,593.	
30 Total net assets or fund balances		33,595,126.	26,895,593.	
31 Total liabilities and net assets/fund balances		33,595,872.	26,896,373.	

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	33,595,126.
2 Enter amount from Part I, line 27a	2	<4,191,763.>
3 Other increases not included in line 2 (itemize) ►	3	0.
4 Add lines 1, 2, and 3	4	29,403,363.
5 Decreases not included in line 2 (itemize) ►	5	2,507,770.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	26,895,593.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (for example, real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a					
b	SEE ATTACHED STATEMENTS				
c					
d					
e					
(e) Gross sales price		(f) Deprecation 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	3,158,899.		1,899,396.	1,259,503.	
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) FMV as of 12/31/69		(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a					
b					
c					
d					
e				1,259,503.	
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	1,259,503.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8				3	N/A

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

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

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

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

 Yes No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2017	4,241,336.	34,986,654.	.121227
2016	2,565,212.	34,327,747.	.074727
2015	2,416,785.	36,729,227.	.065800
2014	2,536,987.	40,221,982.	.063075
2013	2,690,356.	39,177,107.	.068672

2 Total of line 1, column (d)

2 .393501

3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5.0, or by the number of years the foundation has been in existence if less than 5 years

3 .078700

4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5

4 41,983,332.

5 Multiply line 4 by line 3

5 3,304,088.

6 Enter 1% of net investment income (1% of Part I, line 27b)

6 17,796.

7 Add lines 5 and 6

7 3,321,884.

8 Enter qualifying distributions from Part XII, line 4

8 6,067,664.

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.

3

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

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-)

3 Add lines 1 and 2

4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)

5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-

6 Credits/Payments:

a 2018 estimated tax payments and 2017 overpayment credited to 2018

b Exempt foreign organizations - tax withheld at source

c Tax paid with application for extension of time to file (Form 8868)

d Backup withholding erroneously withheld

6a	0.
6b	0.
6c	11,000.
6d	0.

7 Total credits and payments. Add lines 6a through 6d

8 Enter any penalty for underpayment of estimated tax. Check here if Form 2220 is attached

9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed SEE STATEMENT 12 ►

10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid ►

11 Enter the amount of line 10 to be: Credited to 2019 estimated tax ►

Refunded ►

12

13

14

15

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24a

24b

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32a

32b

33

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2

Part VII-A Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. See instructions	11	X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement. See instructions	12	X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► WWW.YANDSNAZARIANFAMILYFOUNDATION.COM	13	X
14 The books are in care of ► LINDA RENDELL Telephone no. ► (310) 229-9101 Located at ► 1801 CENTURY PARK WEST, 5TH FL, LOS ANGELES, CA ZIP+4 ► 90067		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - check here and enter the amount of tax-exempt interest received or accrued during the year	► 15	N/A
16 At any time during calendar year 2018, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►	16	X

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

	Yes	No
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
1b 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 ►		
1c 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 2018?		
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 2018, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2018?	<input type="checkbox"/>	Yes <input checked="" type="checkbox"/> No
If "Yes," list the years ► _____, _____, _____, _____		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► _____, _____, _____, _____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/>	Yes <input checked="" type="checkbox"/> No
b If "Yes," did it have excess business holdings in 2018 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 2018.)	N/A	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		
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 2018?	N/A	
4b	X	

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

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

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

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

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

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

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

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

N/A
►

5b

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

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

N/A

<input type="checkbox"/> Yes	<input type="checkbox"/> No
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If "Yes," attach the statement required by Regulations section 53.4945-5(d).

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

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

6b

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

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

<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
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N/A

7b

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?

8 Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment(s) during the year?

<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 15		150,000.	0.	0.

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

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

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

►

0

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
EITAN TRABIN 2021 KENILWORTH AVENUE, LOS ANGELES, CA 90039	ADMINISTRATING THE FOUNDATION	60,610.

Total number of others receiving over \$50,000 for professional services ► 1

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.

1	N/A	Expenses
2		
3		
4		

Part IX-B **Summary of Program-Related Investments**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

1	N/A	Amount
2		
3		
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	24,608,881.
b Average of monthly cash balances	1b	6,425,295.
c Fair market value of all other assets	1c	11,588,496.
d Total (add lines 1a, b, and c)	1d	42,622,672.
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	42,622,672.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	639,340.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	41,983,332.
6 Minimum investment return. Enter 5% of line 5	6	2,099,167.

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	2,099,167.
2a Tax on investment income for 2018 from Part VI, line 5	2a	17,796.
b Income tax for 2018. (This does not include the tax from Part VI.)	2b	4,517.
c Add lines 2a and 2b	2c	22,313.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	2,076,854.
4 Recoveries of amounts treated as qualifying distributions	4	0.
5 Add lines 3 and 4	5	2,076,854.
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	2,076,854.

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	6,067,664.
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	6,067,664.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	17,796.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	6,049,868.

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 2017	(c) 2017	(d) 2018
1 Distributable amount for 2018 from Part XI, line 7				2,076,854.
2 Undistributed income, if any, as of the end of 2018			0.	
a Enter amount for 2017 only				
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2018:				
a From 2013	1,014,393.			
b From 2014	639,113.			
c From 2015	599,972.			
d From 2016	855,959.			
e From 2017	2,529,624.			
f Total of lines 3a through e	5,639,061.			
4 Qualifying distributions for 2018 from Part XII, line 4: ► \$ 6,067,664.			0.	
a Applied to 2017, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2018 distributable amount				2,076,854.
e Remaining amount distributed out of corpus	3,990,810.			
5 Excess distributions carryover applied to 2018 (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:	9,629,871.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		0.		
b Prior years' undistributed income. Subtract line 4b from line 2b				
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 2017. Subtract line 4a from line 2a. Taxable amount - see instr.				0.
f Undistributed income for 2018. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2019				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 2013 not applied on line 5 or line 7	1,014,393.			
9 Excess distributions carryover to 2019. Subtract lines 7 and 8 from line 6a	8,615,478.			
10 Analysis of line 9:				
a Excess from 2014	639,113.			
b Excess from 2015	599,972.			
c Excess from 2016	855,959.			
d Excess from 2017	2,529,624.			
e Excess from 2018	3,990,810.			

Part XV Supplementary Information (continued)

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				
AMERICAN FRIENDS OF THE HEBREW UNIVERSITY ONE BATTERY PARK PLAZA, 25TH FLOOR NEW YORK, NY 10004	NONE	EXEMPT	CHARITABLE	4,500.
ARTIS PO BOX 1536 NEW YORK, NY 10276	NONE	PUBLIC CHARITY	CHARITABLE	10,000.
BRANDEIS UNIVERSITY PO BOX 549110, MS 126 WALTHAM, MA 02454	NONE	PUBLIC CHARITY	CHARITABLE	25,000.
CALIFORNIA STATE UNIVERSITY NORTHRIDGE FOUNDATION 18111 NORDHOFF ST NORTHRIDGE, CA 91330	NONE	PUBLIC CHARITY	CHARITABLE	2,000,000.
CEDARS-SINAI MEDICAL CENTER 8700 BEVERLY BOULEVARD, SUITE 2416 LOS ANGELES, CA 90048	NONE	PUBLIC CHARITY	CHARITABLE	1,500.
Total	SEE CONTINUATION SHEET(S)			► 3a 5,820,387.
b Approved for future payment				
NONE				
Total				► 3b 0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion 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	525990	13,891.	14	211,004.	
4 Dividends and interest from securities	525990	3,746.	14	515,440.	
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	525990	3,017.	18	324,593.	
8 Gain or (loss) from sales of assets other than inventory	525990	35,762.	18	1,223,741.	
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)		56,416.		2,274,778.	0.
13 Total. Add line 12, columns (b), (d), and (e)				13	2,331,194.
14 (Line 13 minus line 12, column (e))					

Part VI.B. Relationship of Activities to the Accomplishment of Exempt Purposes

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	5,468.964 SHS HARBOR INTERNATIONAL	P	05/05/14	10/11/18
b	6,656.658 SHS HARBOR INTERNATIONAL	P	09/24/12	10/11/18
c	6,000 SHS QUALCOMM	P	12/29/09	08/23/18
d	5,600 SHS QUALCOMM	P	12/29/09	08/28/18
e	STATE STREET	P	VARIOUS	VARIOUS
f	STATE STREET	P	VARIOUS	VARIOUS
g	FROM K-1: CANYON VALUE REALIZATION FUND LP	P		
h	FROM K-1: CANYON VALUE REALIZATION FUND LP	P		
i	FROM K-1: CANYON VALUE REALIZATION FUND LP	P		
j	FROM K-1: CANYON VALUE REALIZATION FUND LP	P		
k	FROM K-1: CANYON VALUE REALIZATION FUND LP	P		
l	FROM K-1: CANYON VALUE REALIZATION FUND LP	P		
m	FROM K-1: CANYON VALUE REALIZATION FUND LP	P		
n	FROM K-1: CANYON VALUE REALIZATION FUND LP	P		
o	FROM K-1: FPA HAWKEYE-7 FUND LLC	P		

(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 331,091.		400,076.	<68,985.>
b 403,012.		400,000.	3,012.
c 401,810.		279,000.	122,810.
d 388,462.		189,682.	198,780.
e 64,032.		64,053.	<21.>
f 679,839.		396,128.	283,711.
g		23,952.	<23,952.>
h		2,922.	<2,922.>
i 173,890.			173,890.
j 35,178.			35,178.
k 1,121.			1,121.
l 119.			119.
m 212.			212.
n 79.			79.
o 26,067.			26,067.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			<68,985.>
b			3,012.
c			122,810.
d			198,780.
e			<21.>
f			283,711.
g			<23,952.>
h			<2,922.>
i			173,890.
j			35,178.
k			1,121.
l			119.
m			212.
n			79.
o			26,067.

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

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 FROM K-1: FPA HAWKEYE-7 FUND LLC	P		
b FROM K-1: FPA HAWKEYE-7 FUND LLC	P		
c FROM K-1: FPA HAWKEYE-7 FUND LLC	P		
d FROM K-1: HIGHBRIDGE PRINCIPAL STRATEGIES MEZZANI	P		
e FROM K-1: OMEGA EQUITY INVESTORS LP	P		
f FROM K-1: OMEGA EQUITY INVESTORS LP	P		
g FROM K-1: OMEGA EQUITY INVESTORS LP	P		
h FROM K-1: OMEGA EQUITY INVESTORS LP	P		
i FROM K-1: SNYDER SMALL CAP VALUE FUND LP	P		
j FROM K-1: SNYDER SMALL CAP VALUE FUND LP	P		
k FROM K-1: WCM FOCUSED INT'L GROWTH FUND	P		
l FROM K-1: WCM FOCUSED INT'L GROWTH FUND	P		
m FROM K-1: RREF II DOMESTIC INVESTORS LP	P		
n CAPITAL GAINS DIVIDENDS			
o			
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 94,584.			94,584.
b 1.			1.
c 35.			35.
d		60,368.	<60,368. >
e		63,183.	<63,183. >
f		20,032.	<20,032. >
g 33,450.			33,450.
h 3,308.			3,308.
i 5,155.			5,155.
j 9,881.			9,881.
k 80,325.			80,325.
l 58,930.			58,930.
m 3,091.			3,091.
n 365,227.			365,227.
o			
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			94,584.
b			1.
c			35.
d			<60,368. >
e			<63,183. >
f			<20,032. >
g			33,450.
h			3,308.
i			5,155.
j			9,881.
k			80,325.
l			58,930.
m			3,091.
n			365,227.
o			
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	1,259,503.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	}	3	N/A

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
CROSSROADS SCHOOL 1714 21ST STREET SANTA MONICA, CA 90404	NONE	PUBLIC CHARITY	CHARITABLE	5,000.
FRIENDS OF SHEBA MEDICAL CENTER 9465 WILSHIRE BLVD, STE 300 BEVERLY HILLS, CA 90212	NONE	PUBLIC CHARITY	CHARITABLE	2,310.
FRIENDS OF THE ISRAEL DEFENSE FORCES 6505 WILSHIRE BLVD., SUITE 625 LOS ANGELES, CA 90048	NONE	PUBLIC CHARITY	CHARITABLE	525,550.
HADASSAH 40 WALL STREET NEW YORK, NY 10005	NONE	PUBLIC CHARITY	CHARITABLE	500.
HAMMER MUSEUM 10899 WILSHIRE BOULEVARD LOS ANGELES, CA 90024	NONE	PUBLIC CHARITY	CHARITABLE	1,020,547.
HIAS 1300 SPRING STREET, SUITE 500 SILVER SPRING, MD 20910	NONE	PUBLIC CHARITY	CHARITABLE	5,000.
HOPE FOUNDATION PO BOX 18280 BEVERLY HILLS, CA 90209	NONE	PUBLIC CHARITY	CHARITABLE	2,000.
IMA FOUNDATION 1801 CENTURY PARK WEST, FL 5 LOS ANGELES, CA 90067	NONE	PUBLIC CHARITY	CHARITABLE	1,098,803.
IRANIAN AMERICAN JEWISH FEDERATION 1317 NORTH CRESCENT HEIGHTS BOULEVARD WEST HOLLYWOOD, CA 90046	NONE	PUBLIC CHARITY	CHARITABLE	3,000.
IRANIAN JEWISH WOMEN'S ORGANIZATION 1430 LOMA VISTA DRIVE BEVERLY HILLS, CA 90210	NONE	PUBLIC CHARITY	CHARITABLE	1,000.
Total from continuation sheets				3,779,387.

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
JEWISH FEDERATION OF GREATER LOS ANGELES 6505 WILSHIRE BLVD, LOS ANGELES, CA 90048	NONE	PUBLIC CHARITY	CHARITABLE	111,430.
JEWISH VOCATIONAL SERVICE 6505 WILSHIRE BLVD, SUITE 200 LOS ANGELES, CA 90048	NONE	PUBLIC CHARITY	CHARITABLE	10,000.
LOOKING BEYOND 2934 1/2 BEVERLY GLEN CIRCLE #224 LOS ANGELES, CA 90077	NONE	PUBLIC CHARITY	CHARITABLE	1,000.
LOS ANGELES COUNTY MUSEUM OF ART 5905 WILSHIRE BLVD LOS ANGELES, CA 90036	NONE	PUBLIC CHARITY	CHARITABLE	14,360.
LOS ANGELES PHILHARMONIC ASSOCIATION 151 SOUTH GRAND AVENUE LOS ANGELES, CA 90012	NONE	PUBLIC CHARITY	CHARITABLE	195,000.
NESSAH EDUCATIONAL AND CULTURAL CENTER 142 SOUTH REXFORD DRIVE BEVERLY HILLS, CA 90212	NONE	PUBLIC CHARITY	CHARITABLE	226.
PAYEM CULTURAL SOCIETY INC P.O. BOX 222078 GREAT NECK, NY 11022	NONE	PUBLIC CHARITY	CHARITABLE	1,000.
RAND CORPORATION 1776 MAIN STREET SANTA MONICA, CA 90407	NONE	PUBLIC CHARITY	CHARITABLE	130,000.
SINAI TEMPLE 10400 WILSHIRE BOULEVARD LOS ANGELES, CA 90024	NONE	PUBLIC CHARITY	CHARITABLE	251,072.
THE MUSIC CENTER 135 NORTH GRAND AVE. LOS ANGELES, CA 90012	NONE	PUBLIC CHARITY	CHARITABLE	800.
Total from continuation sheets				

Part XV | Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
UCLA FOUNDATION 10920 WILSHIRE BLVD, SUITE 1400 LOS ANGELES, CA 90024	NONE	PUBLIC CHARITY	CHARITABLE	5,000.
VISIONARY WOMEN 9663 SANTA MONICA BLVD, #851 BEVERLY HILLS, CA 90210	NONE	PUBLIC CHARITY	CHARITABLE	1,000.
WIZO 950 THIRD AVENUE #2803 NEW YORK, NY 10022	NONE	PUBLIC CHARITY	CHARITABLE	34,683.
ZIMMER CHILDREN'S MUSEUM 6505 WILSHIRE BOULEVARD, STE 100 LOS ANGELES, CA 90048	NONE	PUBLIC CHARITY	CHARITABLE	250,000.
ALLIANCE COLLEGE-READY PUBLIC SCHOOLS 601 S. FIGUEROA STREET, 4TH FLOOR LOS ANGELES, CA 90017	NONE	PUBLIC CHARITY	CHARITABLE	4,750.
AMERICAN FRIENDS OF BEIT HATFUTSOT 633 THIRD AVENUE, 21ST FLOOR NEW YORK, NY 10017	NONE	PUBLIC CHARITY	CHARITABLE	5,000.
BIDOUN PROJECTS INC. 144 N 7TH STREET, #501 BROOKLYN, NY 11249	NONE	PUBLIC CHARITY	CHARITABLE	60,000.
COUNCIL ON FOREIGN RELATIONS 58 EAST 68TH STREET NEW YORK, NY 10065	NONE	PUBLIC CHARITY	CHARITABLE	5,000.
THE ROSE FOUNDATION 1801 VON KARMAN AVE, SUITE 700 IRVINE, CA 92612	NONE	PUBLIC CHARITY	CHARITABLE	20,000.
JEWISH NATIONAL FUND 42 E 69TH STREET NEW YORK, NY 10021	NONE	PUBLIC CHARITY	CHARITABLE	716.
Total from continuation sheets				

Y&S NAZARIAN FAMILY FOUNDATION

95-4774321

Part XV. Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Total from continuation sheets

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

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

OMB No 1545-0047

2018

Name of the organization

Y&S NAZARIAN FAMILY FOUNDATION

Employer identification number

95-4774321

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

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

General Rule

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

Special Rules

- For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000, or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I (entering "N/A" in column (b) instead of the contributor name and address), 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

Y&S NAZARIAN FAMILY FOUNDATION

Employer identification number

95-4774321

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	YOUNES NAZARIAN 1801 CENTURY PARK WEST, 5TH FLOOR LOS ANGELES, CA 90067	\$ 55,000.	<input checked="" type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II for noncash contributions.)</small>
		\$ _____	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II for noncash contributions.)</small>
		\$ _____	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II for noncash contributions.)</small>
		\$ _____	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II for noncash contributions.)</small>
		\$ _____	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II for noncash contributions.)</small>
		\$ _____	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II for noncash contributions.)</small>
		\$ _____	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II for noncash contributions.)</small>
		\$ _____	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II for noncash contributions.)</small>

Name of organization

Y&S NAZARIAN FAMILY FOUNDATION

Employer identification number

95-4774321

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
		\$ _____	_____
(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

Employer identification number

Y&S NAZARIAN FAMILY FOUNDATION

95-4774321

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 info once) ► \$ _____
Use duplicate copies of Part III if additional space is needed.

Use duplicate copies of Part III if additional space is needed.

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

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
CHARLES SCHWAB	5.	5.	
FORM K-1: SNYDER SMALL CAP			
VALUE FUND LP	1,025.	1,025.	
FROM K-1: CANYON VALUE			
REALIZATION FUND LP	80,967.	80,906.	
FROM K-1: FPA HAWKEYE-7 FUND	3,476.	3,224.	
FROM K-1: HIGHBRIDGE PRINCIPAL			
STRATEGIES	447.	447.	
FROM K-1: HIGHBRIDGE PRINCIPAL			
STRATEGIES	38.	0.	
FROM K-1: OMEGA EQUITY			
INVESTORS, LP	55,060.	55,060.	
FROM K-1: OMEGA EQUITY			
INVESTORS, LP	5,446.	0.	
FROM K-1: RREF II DOMESTIC			
INVESTORS LP	7,177.	7,177.	
FROM K-1: THOROFARAS ASSET			
BASED LEDNING FUND III LP	28,931.	28,931.	
FROM K-1: CANYON VALUE			
REALIZATION FUND	8,407.	0.	
JP MORGAN 6003	3,408.	3,408.	
STATE OF CALIFORNIA	11.	11.	
STATE STREET	545.	545.	
UBS 780	7,105.	7,105.	
WELLS FARGO 638	117.	117.	
WELLS FARGO 9192	22,730.	22,730.	
TOTAL TO PART I, LINE 3	224,895.	210,691.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
CHARLES SCHWAB	577,590.	365,216.	212,374.	212,374.	
FROM K-1: CANYON					
VALUE REALIZATION					
FUND LP	9,828.	0.	9,828.	9,828.	
FROM K-1: CANYON					
VALUE REALIZATION					
FUND LP	1,042.	0.	1,042.	0.	
FROM K-1: FPA					
HAWKEYE-7 FUND	6,117.	0.	6,117.	6,117.	

FROM K-1: HIGHBRIDGE CAPITAL	2,712.	0.	2,712.	2,712.
FROM K-1: HIGHBRIDGE CAPITAL	230.	0.	230.	0.
FROM K-1: OMEGA EQUITY INVESTORS, LP	25,018.	0.	25,018.	25,018.
FROM K-1: OMEGA EQUITY INVESTORS, LP	2,474.	0.	2,474.	0.
FROM K-1: SNYDER SMALL CAP VALUE FUND LP	14,164.	0.	14,164.	14,164.
FROM K-1: WCM FOCUSED INTERNATIONAL	28,594.	0.	28,594.	28,594.
FROM K-1: RREF III DEBT DOMESTIC INVESTORS LP	18,455.	0.	18,455.	18,455.
JP MORGAN 5337	170,524.	11.	170,513.	136,320.
STATE STREET	27,665.	0.	27,665.	27,665.
TO PART I, LINE 4	<u>884,413.</u>	<u>365,227.</u>	<u>519,186.</u>	<u>481,247.</u>

FORM 990-PF	OTHER INCOME	STATEMENT	3
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
ORDINARY INCOME FROM K-1: CANYON VALUE	1,178.	1,178.	
ORDINARY INCOME FROM K-1: CANYON VALUE	125.	0.	
OTHER PORTFOLIO FROM K-1: CANYON VALUE	10,041.	10,041.	
OTHER PORTFOLIO FROM K-1: OMEGA EQUITY PTRS	2,731.	2,731.	
OTHER INCOME FROM K-1: OMEGA EQUITY INVESTORS LP	11,942.	11,942.	
OTHER INCOME FROM K-1: CANYON VALUE REALIZATION FUND LP	1,467.	1,467.	
OTHER INCOME FROM K-1: CANYON VALUE REALIZATION FUND LP	156.	0.	
RENTAL INCOME FROM K-1: CANYON VALUE REALIZ FUND	978.	978.	
OTHER INCOME FROM K-1: OMEGA EQUITY INVESTORS LP	1,181.	0.	
OTHER INCOME FROM K-1: WCM FOCUSED INTERNATIONAL GROWTH FUND LP	<187.>	<187.>	
OTHER PORTFOLIO FROM K-1: CANYON VALUE	1,843.	0.	

ORDINARY INCOME FROM K-1: FPA		
HAWKEYE-7 FUND, LLC	<15.>	0.
ORDINARY INCOME FROM K-1: FPA		
HAWKEYE-7 FUND, LLC	24.	24.
OTHER INCOME FROM K-1:HIGHBRIDGE		
PRINCIPAL STRATEGIES MEZZANINE		
PARTNERS LP	<206.>	<206.>
RENTAL INCOME FROM K-1: FPA		
HAWKEYE-7FUND LLC	<32.>	<32.>
OTHER INCOME FROM K-1:RREF II		
DOMESTIC INVESTORS LP	13,641.	13,641.
SUBPART F INCOME FROM K-1:RREF III		
DEBT DOMESTIC INVESTORS LP	203,977.	203,977.
OTHER INCOME FROM K-1:FPA HAWKEYE-7		
FUND LP	4,969.	4,969.
REFUND OF FEDERAL TAXES	18,008.	0.
REFUND OF STATE TAXES	1,407.	0.
OTHER PORTFOLIO FROM K-1:		
HIGHBRIDGE PRINCIPAL STRATEGIES	<8.>	<8.>
OTHER PORTFOLIO FROM K-1: OMEGA		
EQUITY PTRS	270.	0.
RENTAL INCOME FROM K-1: THOROFAR		
ASSET BASED LENDING FUND III LP	<673.>	0.
SUBPART F INC FROM K-1:HIGHBRIDGE		
PRINCIPAL STRATEGIES MEZZANINE		
PARTNERS LP	517.	517.
SUBPART F INCOME FROM K-1:RREF II		
DOMESTIC INVESTORS LP	54,146.	54,146.
RENTAL INCOME FROM K-1: CANYON		
VALUE REALIZ FUND	104.	0.
OTHER INCOME FROM K-1:HIGHBRIDGE		
PRINCIPAL STRATEGIES MEZZANINE		
PARTNERS LP	<18.>	0.
SUBPART F INC FROM K-1:HIGHBRIDGE		
PRINCIPAL STRATEGIES MEZZANINE		
PARTNERS LP	44.	0.
 TOTAL TO FORM 990-PF, PART I, LINE 11	 327,610.	 305,178.

FORM 990-PF	ACCOUNTING FEES			STATEMENT 4
	(A) DESCRIPTION	(B) EXPENSES PER BOOKS	(C) NET INVEST- MENT INCOME	
ACCOUNTING	25,562.	12,781.		12,781.
TO FORM 990-PF, PG 1, LN 16B	25,562.	12,781.		12,781.

FORM 990-PF

OTHER PROFESSIONAL FEES

STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MANAGEMENT SUPPORT	60,610.	0.		60,610.
TO FORM 990-PF, PG 1, LN 16C	60,610.	0.		60,610.

FORM 990-PF

TAXES

STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL TAX	25,073.	0.		0.
STATE FILING FEES	150.	0.		150.
FOREIGN TAX WITHHOLDING	6,211.	6,211.		0.
CALIFORNIA TAXES	6,436.	0.		10.
PAYROLL TAXES	10,345.	0.		10,345.
LA CITY TAX	3,714.	0.		3,714.
TO FORM 990-PF, PG 1, LN 18	51,929.	6,211.		14,219.

FORM 990-PF

OTHER EXPENSES

STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OFFICE SUPPLIES & EXPENSES	6,133.	0.		6,130.
INVESTMENT MANAGEMENT FEE -				
EAGLE CAPITAL MANAGEMENT	22,558.	22,558.		0.
INVESTMENT MANAGEMENT FEE -				
STATE STREET	1,420.	1,420.		0.
INVESTMENT MANAGEMENT FEE -				
YDS INVESTMENTS	295,703.	295,703.		0.
FINANCE CHARGES	1,267.	0.		0.
OTHER EXPENSE FROM K-1: FPA				
HAWKEYE-7 FUND	5,064.	5,064.		0.
MARKETING	60.	0.		60.
OTHER EXPENSE FROM K-1:				
OMEGA EQUITY INVESTORS LP	21,625.	21,625.		0.
OTHER EXPENSE FROM K-1: RREF				
II DOMESTIC INVESTORS LP	104.	104.		0.

OTHER EXPENSE FROM K-1:			
CANYON VALUE REALIZATION FUND	33,821.	33,821.	0.
OTHER EXPENSE FROM K-1:			
HIGHBRIDGE PRINCIPAL STRATEGIES	679.	679.	0.
OTHER EXPENSE FROM K-1: WCM FOCUSED INTERNATIONAL GROWTH FUND LP	20,166.	20,166.	0.
OTHER EXPENSE FROM K-1:			
THOROFAR Asset BASED LENDING FUND III LP	5,626.	5,626.	0.
OTHER EXPENSE FROM K-1: RREF III DEBT DOMESTIC INVESTORS LP	<34.>	<34.>	0.
OTHER EXPENSE FROM K-1:			
SNYDER SMALL CAP VALUE FUND LP	18,051.	18,051.	0.
SECTION 59(E)(2) FROM K-1:			
OMEGA EQUITY INVESTORS LP	36.	36.	0.
TO FORM 990-PF, PG 1, LN 23	<u>432,279.</u>	<u>424,819.</u>	<u>6,190.</u>

FORM 990-PF	OTHER DECREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	8
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DESCRIPTION	AMOUNT
UNREALIZED GAIN/(LOSS) ADJUSTMENT NONTAXABLE (M-1) FROM K-1S	1,553,524. 954,246.
TOTAL TO FORM 990-PF, PART III, LINE 5	<u>2,507,770.</u>

FORM 990-PF	CORPORATE STOCK	STATEMENT	9
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
INVESTMENT ACCOUNTS - EQUITIES & BONDS	11,094,963.	11,094,963.
TOTAL TO FORM 990-PF, PART II, LINE 10B	<u>11,094,963.</u>	<u>11,094,963.</u>

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 15

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN	EXPENSE CONTRIB	ACCOUNT
YOUNES NAZARIAN 1801 CENTURY PARK WEST, 5TH FL LOS ANGELES, CA 90067	TRUSTEE 5.00	0.	0.	0.	0.
SORAYA J. NAZARIAN 1801 CENTURY PARK WEST, 5TH FL LOS ANGELES, CA 90067	TRUSTEE 5.00	0.	0.	0.	0.
DAVID NAZARIAN 1801 CENTURY PARK WEST, 5TH FL LOS ANGELES, CA 90067	CFO 5.00	0.	0.	0.	0.
SHARON NAZARIAN 1801 CENTURY PARK WEST, 5TH FL LOS ANGELES, CA 90067	PRESIDENT 10.00	150,000.	0.	0.	0.
SHULAMIT NAZARIAN 1801 CENTURY PARK WEST, 5TH FL LOS ANGELES, CA 90067	TRUSTEE 5.00	0.	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		150,000.	0.	0.	0.

FORM 990-PF

PART XV - LINE 1A
LIST OF FOUNDATION MANAGERS

STATEMENT 16

NAME OF MANAGER

YOUNES NAZARIAN
SORAYA J. NAZARIAN

FORM 990-PF

PART XV - LINE 1B
LIST OF FOUNDATION MANAGERS

STATEMENT 17

NAME OF MANAGER

YOUNES NAZARIAN
SORAYA J. NAZARIAN
SHARON NAZARIAN
SHULAMIT NAZARIAN

FORM 990-PF

OTHER INVESTMENTS

STATEMENT 10

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
CANYON VALUE REALIZATION FUND LP	FMV	1,841,678.	1,841,678.
HIGHBRIDGE PRINCIPAL STRATEGIES	FMV	139,458.	139,458.
MARKSTONE CAPITAL PARTNERS	FMV	259,420.	259,420.
NEWSTEP LLC	FMV	76,251.	76,251.
RIALTO REAL ESTATE FUND (RREF)	FMV	766,272.	766,272.
SNYDER SMALL CAP VALUE FUND LP	FMV	1,417,831.	1,417,831.
KNIGHTHEAD OFFSHORE FUND LTD	FMV	1,543,506.	1,543,506.
THOROFAR LENDING FUND III LP	FMV	136,772.	136,772.
WCM FOCUSED INTERNATIONAL GROWTH FUND LP	FMV	1,674,891.	1,674,891.
RIALTO REAL ESTATE FUND (RREF III)	FMV	1,982,222.	1,982,222.
TOTAL TO FORM 990-PF, PART II, LINE 13		9,838,301.	9,838,301.

FORM 990-PF

OTHER ASSETS

STATEMENT 11

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
ADVANCE TO PAIA	20,000.	20,000.	20,000.
ADJUSTMENTS	21,268.	21,268.	21,268.
DISTRIBUTION RECEIVABLE	0.	1,708,927.	1,708,927.
TO FORM 990-PF, PART II, LINE 15,	41,268.	1,750,195.	1,750,195.