Name of foundation

THE NEUBAUER FAMILY FOUNDATION

1717 ARCH ST

Philadelphia, PA 19103-2793

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

25-6627704

Employer identification number

B Telephone number

215-606-1784

C If exemption application is pending, check here

D 1 Foreign organizations, check here

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

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

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

H Check type of organization:

Section 501(c)(3) exempt private foundation

Nonexempt charitable trust

Other taxable private foundation

I Fair market value of all assets at end of year

$ 434,227,595

(J 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))

<table>
<thead>
<tr>
<th>Description</th>
<th>(a) Revenue and expenses per books</th>
<th>(b) Net investment income</th>
<th>(c) Adjusted net income</th>
<th>(d) Disbursements for charitable purposes (cash basis only)</th>
</tr>
</thead>
<tbody>
<tr>
<td>1 Contributions, gifts, grants, etc., received</td>
<td>25,895,803</td>
<td>N/A</td>
<td>9</td>
<td></td>
</tr>
<tr>
<td>2 Check if the foundation is not required to attach Sch B</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>3 Interest on savings and temporary cash investments</td>
<td>14,803,366</td>
<td>14,657,858</td>
<td></td>
<td></td>
</tr>
<tr>
<td>4 Dividends and interest from securities</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>5a Gross rents</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>b Net rental income or (loss)</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>6a Net gain or (loss) from sale of assets not on line 10</td>
<td>23,009,529</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>b Gross sales price for all assets on line 6a</td>
<td>101,356,962</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>7 Capital gain net income (from Part IV, line 2)</td>
<td>48,783,495</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>8 Net short-term capital gain</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>9 Income modifications</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>10a Less: Cost of goods sold and allowances</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>b Less: Cost of goods sold</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>c Gross profit or (loss)</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>11 Other income</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>12 Total Add lines 1 through 11</td>
<td>-11,836,074</td>
<td>-25,097,162</td>
<td></td>
<td></td>
</tr>
<tr>
<td>13 Compensation of officers, directors, trustees, etc</td>
<td>224,167</td>
<td>0</td>
<td>224,167</td>
<td></td>
</tr>
<tr>
<td>14 Other employee salaries and wages</td>
<td>87,646</td>
<td>0</td>
<td>87,646</td>
<td></td>
</tr>
<tr>
<td>15 Pension plans, employee benefits</td>
<td>21,610</td>
<td>0</td>
<td>21,610</td>
<td></td>
</tr>
<tr>
<td>16a Legal fees</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>b Accounting fees</td>
<td>127,460</td>
<td>25,492</td>
<td>101,968</td>
<td></td>
</tr>
<tr>
<td>c Other professional fees</td>
<td>44,465</td>
<td>2,682</td>
<td>41,783</td>
<td></td>
</tr>
<tr>
<td>17 Interest</td>
<td>6,717,888</td>
<td>0</td>
<td>17,888</td>
<td></td>
</tr>
<tr>
<td>18 Taxes</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>19 Depreciation and depletion</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>20 Occupancy</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>21 Travel, conferences, and meetings</td>
<td>8,296</td>
<td>0</td>
<td>8,296</td>
<td></td>
</tr>
<tr>
<td>22 Printing and publications</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>23 Other expenses</td>
<td>STMT 7</td>
<td>41,232</td>
<td>5,340</td>
<td>35,892</td>
</tr>
<tr>
<td>24 Total operating and administrative expenses</td>
<td>Add lines 13 through 23</td>
<td>7,272,764</td>
<td>33,514</td>
<td>539,250</td>
</tr>
<tr>
<td>25 Contributions, gifts, grants paid</td>
<td>24,309,000</td>
<td></td>
<td></td>
<td>24,309,000</td>
</tr>
<tr>
<td>26 Total expenses and disbursements</td>
<td>Add lines 24 and 25</td>
<td>31,581,764</td>
<td>33,514</td>
<td>24,848,250</td>
</tr>
<tr>
<td>27 Subtract line 26 from line 12</td>
<td>STMT 8</td>
<td>20,290,860</td>
<td>38,400,677</td>
<td></td>
</tr>
</tbody>
</table>
**Part II: Balance Sheets**

<table>
<thead>
<tr>
<th>Assets</th>
<th>Beginning of year</th>
<th>End of year</th>
</tr>
</thead>
<tbody>
<tr>
<td>1. Cash - non-interest-bearing</td>
<td>122,991,593</td>
<td>116,956,996</td>
</tr>
<tr>
<td>2. Savings and temporary cash investments</td>
<td></td>
<td></td>
</tr>
<tr>
<td>3. Accounts receivable</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Less. allowance for doubtful accounts</td>
<td></td>
<td></td>
</tr>
<tr>
<td>4. Pledges receivable</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Less. allowance for doubtful accounts</td>
<td></td>
<td></td>
</tr>
<tr>
<td>5. Grants receivable</td>
<td></td>
<td></td>
</tr>
<tr>
<td>6. Receivables due from officers, directors, trustees, and other</td>
<td></td>
<td></td>
</tr>
<tr>
<td>disqualified persons</td>
<td></td>
<td></td>
</tr>
<tr>
<td>7. Other notes and loans receivable</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Less. allowance for doubtful accounts</td>
<td></td>
<td></td>
</tr>
<tr>
<td>8. Inventories for sale or use</td>
<td></td>
<td></td>
</tr>
<tr>
<td>9. Prepaid expenses and deferred charges</td>
<td></td>
<td></td>
</tr>
<tr>
<td>10a. Investments - U.S. and state government obligations</td>
<td></td>
<td></td>
</tr>
<tr>
<td>10b. Investments - corporate stock</td>
<td></td>
<td></td>
</tr>
<tr>
<td>10c. Investments - corporate bonds</td>
<td></td>
<td></td>
</tr>
<tr>
<td>11. Investments - land, buildings and equipment basis</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Less. accumulated depreciation</td>
<td></td>
<td></td>
</tr>
<tr>
<td>12. Investments - mortgage loans</td>
<td></td>
<td></td>
</tr>
<tr>
<td>13. Investments - other</td>
<td></td>
<td></td>
</tr>
<tr>
<td>STMT 8</td>
<td>1,780,170</td>
<td>11,961,387</td>
</tr>
<tr>
<td>14. Land, buildings, and equipment basis</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Less. accumulated depreciation</td>
<td></td>
<td></td>
</tr>
<tr>
<td>STMT 9</td>
<td>249,466,244</td>
<td>265,610,484</td>
</tr>
<tr>
<td>15. Other assets (describe)</td>
<td></td>
<td></td>
</tr>
<tr>
<td>16. Total assets (to be completed by all filers - see the instructions. Also, see page 1, item 1)</td>
<td>374,238,007</td>
<td>394,528,867</td>
</tr>
</tbody>
</table>

**Liabilities**

<table>
<thead>
<tr>
<th>Liabilities</th>
<th>Beginning of year</th>
<th>End of year</th>
</tr>
</thead>
<tbody>
<tr>
<td>17. Accounts payable and accrued expenses</td>
<td></td>
<td></td>
</tr>
<tr>
<td>18. Grants payable</td>
<td></td>
<td></td>
</tr>
<tr>
<td>19. Deferred revenue</td>
<td></td>
<td></td>
</tr>
<tr>
<td>20. Loans from officers, directors, trustees, and other disqualified persons</td>
<td></td>
<td></td>
</tr>
<tr>
<td>21. Mortgages and other notes payable</td>
<td></td>
<td></td>
</tr>
<tr>
<td>22. Other liabilities (describe)</td>
<td></td>
<td></td>
</tr>
<tr>
<td>23. Total liabilities (add lines 17 through 22)</td>
<td>0</td>
<td>0</td>
</tr>
</tbody>
</table>

**Part III: Analysis of Changes in Net Assets or Fund Balances**

<table>
<thead>
<tr>
<th>Net Assets or Fund Balances</th>
<th>Beginning of year</th>
<th>End of year</th>
</tr>
</thead>
<tbody>
<tr>
<td>24. Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31</td>
<td>374,238,007</td>
<td>394,528,867</td>
</tr>
<tr>
<td>25. Temporarily restricted</td>
<td></td>
<td></td>
</tr>
<tr>
<td>26. Permanently restricted</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Foundations that do not follow SFAS 117, check here and complete lines 27 through 31</td>
<td></td>
<td></td>
</tr>
<tr>
<td>27. Capital stock, trust principal, or current funds</td>
<td></td>
<td></td>
</tr>
<tr>
<td>28. Paid-in or capital surplus, or land, bdg., and equipment fund</td>
<td></td>
<td></td>
</tr>
<tr>
<td>29. Retained earnings, accumulated income, endowment, or other funds</td>
<td></td>
<td></td>
</tr>
<tr>
<td>30. Total net assets or fund balances</td>
<td>374,238,007</td>
<td>394,528,867</td>
</tr>
</tbody>
</table>

| 31. Total liabilities and net assets/fund balances                  | 374,238,007       | 394,528,867 |

<table>
<thead>
<tr>
<th>Part III Analysis of Changes in Net Assets or Fund Balances</th>
<th>1</th>
<th>2</th>
<th>3</th>
<th>4</th>
<th>5</th>
<th>6</th>
</tr>
</thead>
<tbody>
<tr>
<td>1. Total net assets or fund balances at beginning of year</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>(must agree with end-of-year figure reported on prior year's return)</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>2. Enter amount from Part I, line 2a</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>3. Other increases not included in line 2 (itemize)</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>4. Add lines 1, 2, and 3</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>5. Decreases not included in line 2 (itemize)</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>6. Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

374,238,007 394,528,867

Form 990-PF (2015)

523511
11-24-15
**Part IV: Capital Gains and Losses for Tax on Investment Income**

<table>
<thead>
<tr>
<th>(a)</th>
<th>List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs. MLC Co.)</th>
<th>(b)</th>
<th>How acquired</th>
<th>(c)</th>
<th>Date acquired</th>
<th>(d)</th>
<th>Date sold</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td></td>
<td></td>
<td>Purchase</td>
<td></td>
<td>(mo., day, yr)</td>
<td></td>
<td>(mo., day, yr)</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td>Donation</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>(e)</th>
<th>Gross sales price</th>
<th>(f)</th>
<th>Depreciation allowed (or allowable)</th>
<th>(g)</th>
<th>Cost or other basis plus expense of sale</th>
<th>(h)</th>
<th>Gain or (loss) (e) plus (f) minus (g)</th>
</tr>
</thead>
<tbody>
<tr>
<td>a</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>b</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>c</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>d</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>e</td>
<td>101,356,962.</td>
<td></td>
<td>52,483,467.</td>
<td></td>
<td>48,873,495.</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

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

<table>
<thead>
<tr>
<th>(i)</th>
<th>F.M.V. as of 12/31/69</th>
<th>(j)</th>
<th>Adjusted basis as of 12/31/69</th>
<th>(k)</th>
<th>Excess of col. (i) over col. (j), if any</th>
</tr>
</thead>
<tbody>
<tr>
<td>a</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>b</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>c</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>d</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>e</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

If gain, also enter in Part I, line 7
If (loss), enter -0- in Part I, line 7

2 Capital gain net income or (net capital loss)
2

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):
3

If gain, also enter in Part I, line 8, column (c).
If (loss), enter -0- in Part I, line 8

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?

<table>
<thead>
<tr>
<th>Yes</th>
<th>No</th>
</tr>
</thead>
</table>

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

<table>
<thead>
<tr>
<th>Calendar year (or tax year beginning in)</th>
<th>(b) Adjusted qualifying distributions</th>
<th>(c) Net value of noncharitable-use assets</th>
<th>(d) Distribution ratio (col. (b) divided by col. (c))</th>
</tr>
</thead>
<tbody>
<tr>
<td>2014</td>
<td>19,351,865</td>
<td>348,968,089</td>
<td>.055455</td>
</tr>
<tr>
<td>2013</td>
<td>15,359,405</td>
<td>275,501,289</td>
<td>.055751</td>
</tr>
<tr>
<td>2012</td>
<td>11,977,122</td>
<td>227,760,890</td>
<td>.052586</td>
</tr>
<tr>
<td>2011</td>
<td>11,385,638</td>
<td>201,522,809</td>
<td>.056498</td>
</tr>
<tr>
<td>2010</td>
<td>10,865,148</td>
<td>189,919,135</td>
<td>.057209</td>
</tr>
</tbody>
</table>

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 2015 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
Form 990-PF (2015) 
THE NEUBAUER FAMILY FOUNDATION

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 □ (X) 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 2015 estimated tax payments and 2014 overpayment credited to 2015
   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

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

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

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

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 2016 estimated tax □ 203,591. Refunded □ 0.

Part VII-A Statements Regarding Activities

1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?
   □ Yes □ No

1b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)?
   □ Yes □ No

1c Did the foundation file Form 1120-POL for this year?
   □ Yes □ No

2 Has the foundation engaged in any activities that have not previously been reported to the IRS?
   □ Yes □ No
   If "Yes," attach a detailed description of the activities

3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or
   bylaws, or other similar instruments? If "Yes," attach a conforming copy of the changes
   □ Yes □ No

4a Did the foundation have unrelated business gross income of $1,000 or more during the year?
   □ Yes □ No

4b Were there a liquidation, termination, dissolution, or substantial contraction during the year?
   □ Yes □ No
   If "Yes," attach the statement required by General Instruction T

6 Are the requirements of section 508(a) (relating to sections 4941 through 4945) satisfied either
   □ Yes □ No
   • 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?

7 Did the foundation have at least $5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV
   □ Yes □ No

8a Enter the states to which the foundation reports or with which it is registered (see instructions) □

8b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate)
   of each state as required by General Instruction G? If "No," attach explanation
   □ Yes □ No

9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar
   year 2015 or the taxable year beginning in 2015 (see instructions for Part XIV)? If "Yes," complete Part XIV
   □ Yes □ No

10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses
   □ Yes □ No

Form 990-PF (2015)
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) STATEMENT 10 STATEMENT 11 STMT 12

   Yes No

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 schedule (see instructions)

   Yes No

12. X

13. Did the foundation comply with the public inspection requirements for its annual returns and exemption application?

   Yes No

13. X

14. Website address

   N/A

15. The books are in care of BAKER TILLY, LLP, CPA'S

   Telephone no. 215-972-0701

   Located at 1650 MARKET STREET STE. 4500, PHILADELPHIA, PA

   ZIP+4 19103-7341

16. At any time during calendar year 2015, 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?

   Yes No

16. X

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

File Form 4720 if any item is checked in the "Yes" column, unless an exemption 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?

   Yes No

   (1) X No

   (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?

   Yes No

   (2) X No

   (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?

   Yes No

   (3) X No

   (4) Pay compensation to, or pay or reimburse expenses of, a disqualified person?

   Yes No

   (4) X 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

   (5) X 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

   Yes No

   1b. X

2. Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)).

   a. At the end of tax year 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015?

   Yes No

   a. X No

   b. If "Yes," list the years.

   c. 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.)

   Yes No

   c. N/A

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 2015 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 2015.)

   Yes No

   b. X

3b. If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.

   N/A

4. Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?

   Yes No

   a. If "Yes," 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 2015?

   Yes No

   4a. X
## Part VII-B | Statements Regarding Activities for Which Form 4720 May Be Required

(continued)

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

- [ ] (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?
  - [ ] Yes   [x] 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   [x] No
- [ ] (3) Provide a grant to an individual for travel, study, or other similar purposes?
  - [ ] Yes   [x] No
- [ ] (4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)A)? (see instructions)
  - [ ] Yes   [x] 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   [x] No

If any answer is "Yes" to 5a(1)(4)(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

Organizations relying on a current notice regarding disaster assistance check here

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?

If "Yes," attach the statement required by Regulations section 53.4945-5(d)

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

- [ ] Yes   [x] No

If "Yes" to 6b, file Form 8870

### 7a. At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

- [ ] Yes   [x] No

If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

## 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.

<table>
<thead>
<tr>
<th>(a) Name and address</th>
<th>(b) Title, and average hours per week devoted to position</th>
<th>(c) Compensation (If not paid, enter 0)</th>
<th>(d) Contributions to employee benefit plans and deferred compensation</th>
<th>(e) Expense account, other allowances</th>
</tr>
</thead>
<tbody>
<tr>
<td>JOSEPH NEUBAUER</td>
<td>TRUSTEE</td>
<td>6.00</td>
<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>C/O BAKER TILLY, LLP 1800 BYBERRY ROA</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>HUNTINGDON VALLEY, PA 19006</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>LAWRENCE NEUBAUER</td>
<td>TRUSTEE</td>
<td>1.00</td>
<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>C/O BAKER TILLY, LLP 1800 BYBERRY ROA</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>HUNTINGDON VALLEY, PA 19006</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>MELISSA NEUBAUER ANDERSON</td>
<td>TRUSTEE</td>
<td>1.00</td>
<td>0.</td>
<td>0.</td>
</tr>
<tr>
<td>C/O BAKER TILLY, LLP 1800 BYBERRY ROA</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>HUNTINGDON VALLEY, PA 19006</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>REBECCA CORNEJO</td>
<td>EXECUTIVE DIRECTOR</td>
<td>40.00</td>
<td>224,167.</td>
<td>0.</td>
</tr>
<tr>
<td>516 S. 22ND STREET</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>PHILADELPHIA, PA 19146</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

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

<table>
<thead>
<tr>
<th>(a) Name and address</th>
<th>(b) Title, and average hours per week devoted to position</th>
<th>(c) Compensation</th>
<th>(d) Contributions to employee benefit plans and deferred compensation</th>
<th>(e) Expense account, other allowances</th>
</tr>
</thead>
<tbody>
<tr>
<td>MARGO SKLAR - 1717 ARCH STREET, 40TH FLOOR, PHILADELPHIA, PA 19103</td>
<td>40.00</td>
<td>85,000</td>
<td></td>
<td>0.</td>
</tr>
</tbody>
</table>

Total number of other employees paid over $50,000

0
### Part VIII  Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)

3. Five highest-paid independent contractors for professional services. If none, enter "NONE."

<table>
<thead>
<tr>
<th>(a) Name and address of each person paid more than $50,000</th>
<th>(b) Type of service</th>
<th>(c) Compensation</th>
</tr>
</thead>
<tbody>
<tr>
<td>BAKER TILLY VIRCHOW KRAUSE, LLP - 1650 MARKET STREET, SUITE 4500, PHILADELPHIA, PA 19103</td>
<td>ACCOUNTING &amp; TAX SERVICES</td>
<td>115,543</td>
</tr>
</tbody>
</table>

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

### Part IX-A  Summary of Direct Charitable Activities

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

<p>| | |</p>
<table>
<thead>
<tr>
<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
<td>N/A</td>
</tr>
<tr>
<td>2</td>
<td></td>
</tr>
<tr>
<td>3</td>
<td></td>
</tr>
<tr>
<td>4</td>
<td></td>
</tr>
</tbody>
</table>

### 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.

<p>| | |</p>
<table>
<thead>
<tr>
<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
<td>N/A</td>
</tr>
<tr>
<td>2</td>
<td></td>
</tr>
<tr>
<td>3</td>
<td>All other program-related investments. See instructions.</td>
</tr>
</tbody>
</table>

Total. Add lines 1 through 3: 0.
### Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

<p>| | |</p>
<table>
<thead>
<tr>
<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
<td></td>
</tr>
<tr>
<td>a</td>
<td></td>
</tr>
<tr>
<td>b</td>
<td></td>
</tr>
<tr>
<td>c</td>
<td></td>
</tr>
<tr>
<td>d</td>
<td></td>
</tr>
<tr>
<td>e</td>
<td>Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)</td>
</tr>
<tr>
<td></td>
<td>1e</td>
</tr>
<tr>
<td>2</td>
<td>Acquisition indebtedness applicable to line 1 assets</td>
</tr>
<tr>
<td>3</td>
<td>Subtract line 2 from line 1d</td>
</tr>
<tr>
<td>4</td>
<td>Cash deemed held for charitable activities, Enter 1 1/2% of line 3 (for greater amount, see instructions)</td>
</tr>
<tr>
<td>5</td>
<td>Net value of noncharitable-use assets Subtract line 4 from line 3 Enter here and on Part V, line 4</td>
</tr>
<tr>
<td>6</td>
<td>Minimum investment return Enter 5% of line 5</td>
</tr>
<tr>
<td></td>
<td>6</td>
</tr>
</tbody>
</table>

### 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.)

<p>| | |</p>
<table>
<thead>
<tr>
<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
<td>Minimum investment return from Part X, line 6</td>
</tr>
<tr>
<td>2a</td>
<td>Tax on investment income for 2015 from Part VI, line 5</td>
</tr>
<tr>
<td>2b</td>
<td>Income tax for 2015. (This does not include the tax from Part VI.)</td>
</tr>
<tr>
<td>2c</td>
<td>Add lines 2a and 2b</td>
</tr>
<tr>
<td>3</td>
<td>Distributable amount before adjustments. Subtract line 2c from line 1</td>
</tr>
<tr>
<td>4</td>
<td>Recoveries of amounts treated as qualifying distributions</td>
</tr>
<tr>
<td>5</td>
<td>Add lines 3 and 4</td>
</tr>
<tr>
<td>6</td>
<td>Deduction from distributable amount (see instructions)</td>
</tr>
<tr>
<td>7</td>
<td>Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1</td>
</tr>
<tr>
<td></td>
<td>7</td>
</tr>
</tbody>
</table>

### Part XII Qualifying Distributions (see instructions)

<p>| | |</p>
<table>
<thead>
<tr>
<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
<td>Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:</td>
</tr>
<tr>
<td>a</td>
<td>Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26</td>
</tr>
<tr>
<td>b</td>
<td>Program-related investments - total from Part IX-B</td>
</tr>
<tr>
<td>2</td>
<td>Amounts paid to acquire assets (or held for use) directly in carrying out charitable, etc., purposes</td>
</tr>
<tr>
<td>3</td>
<td>Amounts set aside for specific charitable projects that satisfy the,</td>
</tr>
<tr>
<td>a</td>
<td>Suitability test (prior IRS approval required)</td>
</tr>
<tr>
<td>b</td>
<td>Cash distribution test (attach the required schedule)</td>
</tr>
<tr>
<td>4</td>
<td>Qualifying distributions Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4</td>
</tr>
<tr>
<td>5</td>
<td>Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b</td>
</tr>
<tr>
<td>6</td>
<td>Adjusted qualifying distributions. Subtract line 5 from line 4</td>
</tr>
<tr>
<td>Note.</td>
<td>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 on those years</td>
</tr>
</tbody>
</table>

<p>| | |</p>
<table>
<thead>
<tr>
<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>1a</td>
<td>24,848,250</td>
</tr>
<tr>
<td>1b</td>
<td>0</td>
</tr>
<tr>
<td>2</td>
<td>24,848,250</td>
</tr>
<tr>
<td>3</td>
<td>384,007</td>
</tr>
<tr>
<td>4</td>
<td>24,848,250</td>
</tr>
<tr>
<td>5</td>
<td>384,007</td>
</tr>
<tr>
<td>6</td>
<td>24,464,243</td>
</tr>
</tbody>
</table>
### Part XIII Undistributed Income (see instructions)

<table>
<thead>
<tr>
<th>(a) Corpus</th>
<th>(b) Years prior to 2014</th>
<th>(c) 2014</th>
<th>(d) 2015</th>
</tr>
</thead>
<tbody>
<tr>
<td>1 Distributable amount for 2015 from Part XI, line 7</td>
<td></td>
<td>0.</td>
<td>15,727,659.</td>
</tr>
<tr>
<td>2 Undistributed income, if any, as of the end of 2015</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>a Enter amount for 2014 only</td>
<td></td>
<td></td>
<td>0.</td>
</tr>
<tr>
<td>b Total for prior years</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>3 Excess distributions carryover, if any, to 2015</td>
<td></td>
<td></td>
<td>0.</td>
</tr>
<tr>
<td>a From 2010</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>b From 2011</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>c From 2012</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>d From 2013</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>e From 2014</td>
<td></td>
<td>3,277,978.</td>
<td></td>
</tr>
<tr>
<td>f Total of lines 3a through e</td>
<td></td>
<td>3,277,978.</td>
<td></td>
</tr>
<tr>
<td>4 Qualifying distributions for 2015 from Part XII, line 4; $</td>
<td>24,848,250</td>
<td>0.</td>
<td></td>
</tr>
<tr>
<td>a Applied to 2014, but not more than line 2a</td>
<td></td>
<td></td>
<td>0.</td>
</tr>
<tr>
<td>b Applied to undistributed income of prior years (Election required - see instructions)</td>
<td></td>
<td></td>
<td>0.</td>
</tr>
<tr>
<td>c Treated as distributions out of corpus (Election required - see instructions)</td>
<td></td>
<td></td>
<td>0.</td>
</tr>
<tr>
<td>d Applied to 2015 distributable amount</td>
<td></td>
<td></td>
<td>15,727,659.</td>
</tr>
<tr>
<td>e Remaining amount distributed out of corpus</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>5 Excess distributions carryover applied to 2015 (if an amount appears in column (d), the same amount must be shown in column (a))</td>
<td></td>
<td>9,120,591.</td>
<td>0.</td>
</tr>
<tr>
<td>6 Enter the net total of each column as indicated below</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>a Corpus Add lines 3f, 4c, and 4e Subtract line 5</td>
<td></td>
<td>12,398,569.</td>
<td></td>
</tr>
<tr>
<td>b Prior years' undistributed income. Subtract line 4b from line 2b</td>
<td></td>
<td></td>
<td>0.</td>
</tr>
<tr>
<td>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</td>
<td></td>
<td></td>
<td>0.</td>
</tr>
<tr>
<td>d Subtract line 6c from line 6b. Taxable amount - see instructions</td>
<td></td>
<td></td>
<td>0.</td>
</tr>
<tr>
<td>e Undistributed income for 2014. Subtract line 4a from line 2a Taxable amount - see instr.</td>
<td></td>
<td></td>
<td>0.</td>
</tr>
<tr>
<td>f Undistributed income for 2015. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2016</td>
<td></td>
<td></td>
<td>0.</td>
</tr>
<tr>
<td>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)</td>
<td></td>
<td></td>
<td>0.</td>
</tr>
<tr>
<td>8 Excess distributions carryover from 2010 not applied on line 5 or line 7</td>
<td></td>
<td>0.</td>
<td></td>
</tr>
<tr>
<td>9 Excess distributions carryover to 2016 Subtract lines 7 and 8 from line 6a</td>
<td></td>
<td></td>
<td>12,398,569.</td>
</tr>
<tr>
<td>10 Analysis of line 9:</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>a Excess from 2011</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>b Excess from 2012</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>c Excess from 2013</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>d Excess from 2014</td>
<td></td>
<td>3,277,978.</td>
<td></td>
</tr>
<tr>
<td>e Excess from 2015</td>
<td></td>
<td>9,120,591.</td>
<td></td>
</tr>
</tbody>
</table>
**THE NEUBAUER FAMILY FOUNDATION**

**Part XIV | Private Operating Foundations**

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2015, enter the date of the ruling:

- Check box to indicate whether the foundation 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:

<table>
<thead>
<tr>
<th>Tax year</th>
<th>Prior 3 years</th>
</tr>
</thead>
<tbody>
<tr>
<td>(a) 2015</td>
<td>(b) 2014</td>
</tr>
<tr>
<td>(c) 2013</td>
<td>(d) 2012</td>
</tr>
<tr>
<td>(e) Total</td>
<td></td>
</tr>
</tbody>
</table>

- 85% of line 2a
- Qualifying distributions from Part XII, line 4 for each year listed
- Amounts included in line 2c not used directly for active conduct of exempt activities
- Qualifying distributions made directly for active conduct of exempt activities, Subtract line 2d from line 2c

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

a "Assets" alternative test - enter:

1. Value of all assets
2. Value of assets qualifying under section 4942(j)(3)(B)(i)

b "Endowment" alternative test - enter:

2/3 of minimum investment return shown in Part X, line 8 for each year listed

c "Support" alternative test - enter:

1. Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)
2. Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(ii)
3. Largest amount of support from an exempt organization
4. Gross investment income

**Part XV | Supplementary Information**

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))

JOSEPH NEUBAUER

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.

NONE

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

Check here [X] 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:

b The form in which applications should be submitted and information and materials they should include

c Any submission deadlines

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:
### Grants and Contributions Paid During the Year or Approved for Future Payment

<table>
<thead>
<tr>
<th>Recipient</th>
<th>If recipient is an individual, show any relationship to any foundation manager or substantial contributor</th>
<th>Foundation status of recipient</th>
<th>Purpose of grant or contribution</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>a Paid during the year</strong></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>92ND STREET &quot;Y&quot; NURSERY SCHOOL</td>
<td>N/A</td>
<td>501(C)(3)</td>
<td>PROGRAM SUPPORT</td>
<td>18,750.</td>
</tr>
<tr>
<td>1395 LEXINGTON AVENUE NEW YORK, NY 10128</td>
<td></td>
<td>PUBLIC CHARITY</td>
<td></td>
<td></td>
</tr>
<tr>
<td>ACADEMY OF MUSIC RESTORATION FUND</td>
<td>N/A</td>
<td>501(C)(3)</td>
<td>PROGRAM SUPPORT</td>
<td>25,000.</td>
</tr>
<tr>
<td>BROAD AND LOCUST STREETS PHILADELPHIA, PA 19102</td>
<td></td>
<td>PUBLIC CHARITY</td>
<td></td>
<td></td>
</tr>
<tr>
<td>ACADEMY OF NATURAL SCIENCE</td>
<td>N/A</td>
<td>501(C)(3)</td>
<td>PROGRAM SUPPORT</td>
<td>5,000.</td>
</tr>
<tr>
<td>1900 BENJAMIN FRANKLIN PARKWAY PHILADELPHIA, PA 19103</td>
<td></td>
<td>PUBLIC CHARITY</td>
<td></td>
<td></td>
</tr>
<tr>
<td>AFRICAN WILDLIFE FOUNDATION</td>
<td>N/A</td>
<td>501(C)(3)</td>
<td>PROGRAM SUPPORT</td>
<td>3,000.</td>
</tr>
<tr>
<td>1400 SIXTEENTH STREET, N.W. SUITE 120 WASHINGTON, DC 20036</td>
<td></td>
<td>PUBLIC CHARITY</td>
<td></td>
<td></td>
</tr>
<tr>
<td>ALUMNI ASSOCIATION OF LINCOLN</td>
<td>N/A</td>
<td>501(C)(3)</td>
<td>PROGRAM SUPPORT</td>
<td>1,000.</td>
</tr>
<tr>
<td>UNIVERSITY P.O. BOX 9135 PHILADELPHIA, PA 19139</td>
<td></td>
<td>PUBLIC CHARITY</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

| Total                                                         | SEE CONTINUATION SHEET(S)                                                                                   | 24,309.00.                       |

| **b Approved for future payment**                             |                                                                                                      |                                 |
| NONE                                                          |                                                                                                      |                                 |

| Total                                                         | 3b                                                                                                   | 0.                                  |
### Part XVI-A  Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated. 

<table>
<thead>
<tr>
<th>Unrelated business income</th>
<th>Excluded by section 512, 513, or 514</th>
<th>(e) Related or exempt function income</th>
</tr>
</thead>
<tbody>
<tr>
<td>(a) Business code</td>
<td>(b) Amount</td>
<td>(c) Exclusion code</td>
</tr>
</tbody>
</table>

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**

4. **Dividends and interest from securities**

5. **Net rental income or (loss) from real estate**
   - a Debt-financed property
   - b Not debt-financed property

6. **Net rental income or (loss) from personal property**

7. **Other investment income**

8. **Gain or (loss) from sales of assets other than inventory**

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)**

13. **Total Add line 12, columns (b), (d), and (e)**

(See worksheet in line 13 instructions to verify calculations.)

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

<table>
<thead>
<tr>
<th>Line No</th>
<th>Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes)</th>
</tr>
</thead>
<tbody>
<tr>
<td>▼ NOT APPLICABLE</td>
<td></td>
</tr>
</tbody>
</table>

Form 990-PF (2015)
### Part XVII: Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

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

   - **a.** Transfers from the reporting foundation to a noncharitable exempt organization of
     1. Cash
     2. Other assets
   - **b.** Other transactions.
     1. Sales of assets to a noncharitable exempt organization
     2. Purchases of assets from a noncharitable exempt organization
     3. Rental of facilities, equipment, or other assets
     4. Reimbursement arrangements
     5. Loans or loan guarantees
     6. Performance of services or membership or fundraising solicitations
     7. Sharing of facilities, equipment, mailing lists, other assets, or paid employees
   - **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.

<table>
<thead>
<tr>
<th>(a) Line no</th>
<th>(b) Amount involved</th>
<th>(c) Name of noncharitable exempt organization</th>
<th>(d) Description of transfers, transactions, and sharing arrangements</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td></td>
<td>N/A</td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

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 [X]

**Sign Here**

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

Signature of officer or trustee: [Signature]

Date: [12/17]

Title: [TRUSTEE]

Print/Type preparer's name: [MICHAEL S. KEHOE, CPA]

Preparer's signature: [Signature]

Date: [10/11/17]

Check: [X] if self-employed

PTIN: [p00096004]

Firm's name: [MICHAEL S. KEHOE, CPA]

Firm's EIN: [39-0859910]

Firm's address: [1650 MARKET STREET STE. 4500, PHILADELPHIA, PA 19103-7341]

Phone no: [215-972-0701]
Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Name of the organization
THE NEUBAUER FAMILY FOUNDATION

Employer identification number
25-6627704

Organization type (check one)

Filers of:

Form 990 or 990-EZ
☐ 501(c)( ) (enter number) organization
☐ 4947(a)(1) nonexempt charitable trust not treated as a private foundation
☐ 527 political organization

Form 990-PF
☒ 501(c)(3) exempt private foundation
☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
☐ 501(c)(3) taxable private foundation

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

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

General Rule

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

Special Rules

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

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions exclusively for religious, charitable, etc., purposes, but no such contributions totaled more than $1,000. If this box is checked, enter here the total contributions that were received during the year for an exclusively religious, charitable, etc., purpose. Do not 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 is not covered by the General Rule and/or the Special Rules does not 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 does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

LHA For Paperwork Reduction Act Notice, see the instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2015)
<table>
<thead>
<tr>
<th>No.</th>
<th>Name, address, and ZIP + 4</th>
<th>Total contributions</th>
<th>Type of contribution</th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
<td>JOSEPH NEUBAUER</td>
<td>$2,548,125</td>
<td>Noncash X</td>
</tr>
<tr>
<td></td>
<td>210 W. RITTENHOUSE SQUARE #3106</td>
<td>PHILADELPHIA, PA 19103</td>
<td></td>
</tr>
<tr>
<td>2</td>
<td>JOSEPH NEUBAUER</td>
<td>$854,875</td>
<td>Noncash X</td>
</tr>
<tr>
<td></td>
<td>210 W. RITTENHOUSE SQUARE #3106</td>
<td>PHILADELPHIA, PA 19103</td>
<td></td>
</tr>
<tr>
<td>3</td>
<td>JOSEPH NEUBAUER</td>
<td>$1,706,000</td>
<td>Noncash X</td>
</tr>
<tr>
<td></td>
<td>210 W. RITTENHOUSE SQUARE #3106</td>
<td>PHILADELPHIA, PA 19103</td>
<td></td>
</tr>
<tr>
<td>4</td>
<td>JOSEPH NEUBAUER</td>
<td>$820,452</td>
<td>Noncash X</td>
</tr>
<tr>
<td></td>
<td>210 W. RITTENHOUSE SQUARE #3106</td>
<td>PHILADELPHIA, PA 19103</td>
<td></td>
</tr>
<tr>
<td>5</td>
<td>JOSEPH NEUBAUER</td>
<td>$3,023,000</td>
<td>Noncash X</td>
</tr>
<tr>
<td></td>
<td>210 W. RITTENHOUSE SQUARE #3106</td>
<td>PHILADELPHIA, PA 19103</td>
<td></td>
</tr>
<tr>
<td>6</td>
<td>JOSEPH NEUBAUER</td>
<td>$49,287</td>
<td>Noncash X</td>
</tr>
<tr>
<td></td>
<td>210 W. RITTENHOUSE SQUARE #3106</td>
<td>PHILADELPHIA, PA 19103</td>
<td></td>
</tr>
</tbody>
</table>
## Part I

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

<table>
<thead>
<tr>
<th>No.</th>
<th>Name, address, and ZIP + 4</th>
<th>Total contributions</th>
<th>Type of contribution</th>
</tr>
</thead>
<tbody>
<tr>
<td>7</td>
<td>JOSEPH NEUBAUER</td>
<td>$153,525</td>
<td>Noncash ☒</td>
</tr>
<tr>
<td></td>
<td>210 W. RITTENHOUSE SQUARE #3106</td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>PHILADELPHIA, PA 19103</td>
<td></td>
<td>(Complete Part II for noncash contributions)</td>
</tr>
<tr>
<td>8</td>
<td>JOSEPH NEUBAUER</td>
<td>$2,164,910</td>
<td>Noncash ☒</td>
</tr>
<tr>
<td></td>
<td>210 W. RITTENHOUSE SQUARE #3106</td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>PHILADELPHIA, PA 19103</td>
<td></td>
<td>(Complete Part II for noncash contributions)</td>
</tr>
<tr>
<td>9</td>
<td>JOSEPH NEUBAUER</td>
<td>$785,629</td>
<td>Noncash ☒</td>
</tr>
<tr>
<td></td>
<td>210 W. RITTENHOUSE SQUARE #3106</td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>PHILADELPHIA, PA 19103</td>
<td></td>
<td>(Complete Part II for noncash contributions)</td>
</tr>
<tr>
<td>10</td>
<td>JOSEPH NEUBAUER</td>
<td>$13,790,000</td>
<td>Noncash ☒</td>
</tr>
<tr>
<td></td>
<td>210 W. RITTENHOUSE SQUARE #3106</td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>PHILADELPHIA, PA 19103</td>
<td></td>
<td>(Complete Part II for noncash contributions)</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td>$</td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td>(Complete Part II for noncash contributions)</td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td>$</td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td>(Complete Part II for noncash contributions)</td>
<td></td>
</tr>
<tr>
<td>No. from Part I</td>
<td>Noncash Property</td>
<td>FMV (or estimate)</td>
<td>Date received</td>
</tr>
<tr>
<td>----------------</td>
<td>------------------</td>
<td>-------------------</td>
<td>--------------</td>
</tr>
<tr>
<td>1</td>
<td>75,000 SHARES ARAMARK STOCK</td>
<td>$2,548,125</td>
<td>04/19/16</td>
</tr>
<tr>
<td>2</td>
<td>25,000 SHARES ARAMARK STOCK</td>
<td>$854,875</td>
<td>04/20/16</td>
</tr>
<tr>
<td>3</td>
<td>50,000 SHARES ARAMARK STOCK</td>
<td>$1,706,000</td>
<td>04/21/16</td>
</tr>
<tr>
<td>4</td>
<td>24,195 SHARES ARAMARK STOCK</td>
<td>$820,452</td>
<td>05/09/16</td>
</tr>
<tr>
<td>5</td>
<td>100,000 SHARES GRUBHUB STOCK</td>
<td>$3,023,000</td>
<td>06/23/16</td>
</tr>
<tr>
<td>6</td>
<td>1,583 SHARES GRUBHUB STOCK</td>
<td>$49,287</td>
<td>06/30/16</td>
</tr>
<tr>
<td>(a) No. from Part I</td>
<td>(b) Description of noncash property given</td>
<td>(c) FMV (or estimate) (see instructions)</td>
<td>(d) Date received</td>
</tr>
<tr>
<td>-------------------</td>
<td>------------------------------------------</td>
<td>------------------------------------------</td>
<td>------------------</td>
</tr>
<tr>
<td>7</td>
<td>5,000 SHARES GRUBHUB STOCK</td>
<td>$153,525.</td>
<td>07/06/16</td>
</tr>
<tr>
<td>8</td>
<td>68,434 SHARES GRUBHUB STOCK</td>
<td>$2,164,910.</td>
<td>07/08/16</td>
</tr>
<tr>
<td>9</td>
<td>25,028 SHARES GRUBHUB STOCK</td>
<td>$785,629.</td>
<td>07/11/16</td>
</tr>
<tr>
<td>10</td>
<td>400,000 SHARES ARAMARK STOCK</td>
<td>$13,790,000.</td>
<td>07/11/16</td>
</tr>
</tbody>
</table>
### Schedule B (Form 990, 990-EZ, or 990-PF) (2015)

#### Name of organization

**THE NEUBAUER FAMILY FOUNDATION**

#### Employer identification number

25-6627704

---

**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 total here.) $.

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

<table>
<thead>
<tr>
<th>(a) No. from Part I</th>
<th>(b) Purpose of gift</th>
<th>(c) Use of gift</th>
<th>(d) Description of how gift is held</th>
<th>(e) Transfer of gift</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

Transferee's name, address, and ZIP + 4  
Relationship of transferor to transferee

<table>
<thead>
<tr>
<th>(a) No. from Part I</th>
<th>(b) Purpose of gift</th>
<th>(c) Use of gift</th>
<th>(d) Description of how gift is held</th>
<th>(e) Transfer of gift</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

Transferee's name, address, and ZIP + 4  
Relationship of transferor to transferee

<table>
<thead>
<tr>
<th>(a) No. from Part I</th>
<th>(b) Purpose of gift</th>
<th>(c) Use of gift</th>
<th>(d) Description of how gift is held</th>
<th>(e) Transfer of gift</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

Transferee's name, address, and ZIP + 4  
Relationship of transferor to transferee

<table>
<thead>
<tr>
<th>(a) No. from Part I</th>
<th>(b) Purpose of gift</th>
<th>(c) Use of gift</th>
<th>(d) Description of how gift is held</th>
<th>(e) Transfer of gift</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

Transferee's name, address, and ZIP + 4  
Relationship of transferor to transferee
# THE NEUBAUER FAMILY FOUNDATION

## Part IV  Capital Gains and Losses for Tax on Investment Income

<table>
<thead>
<tr>
<th></th>
<th>(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. ML Co.</th>
<th>(b) Date acquired (mo., day, yr.)</th>
<th>(c) Date sold (mo., day, yr.)</th>
<th>(d) How acquired</th>
<th>(e) Gross sales price</th>
<th>(f) Depreciation allowed (or allowable)</th>
<th>(g) Cost or other basis plus expense of sale</th>
<th>(h) Gain or (loss) (e) plus (f) minus (g)</th>
</tr>
</thead>
<tbody>
<tr>
<td>a</td>
<td>JPM PRIME MM FUND - CAP FUND</td>
<td>P</td>
<td>10/11/16</td>
<td>10/11/16</td>
<td>52,005,200.</td>
<td>52,000,000.</td>
<td>5,200.</td>
<td></td>
</tr>
<tr>
<td>b</td>
<td>HIGHFIELDS CAPITAL II REDEMPTION</td>
<td>P</td>
<td>VARIOUS</td>
<td>01/29/16</td>
<td>75,000</td>
<td>75,000</td>
<td>75,000</td>
<td>75,000</td>
</tr>
<tr>
<td>c</td>
<td>75,000 SHS ARAMARK STOCK</td>
<td>D</td>
<td>VARIOUS</td>
<td>04/19/16</td>
<td>25,000</td>
<td>25,000</td>
<td>25,000</td>
<td>25,000</td>
</tr>
<tr>
<td>d</td>
<td>25,000 SHS ARAMARK STOCK</td>
<td>D</td>
<td>VARIOUS</td>
<td>04/19/16</td>
<td>50,000</td>
<td>50,000</td>
<td>50,000</td>
<td>50,000</td>
</tr>
<tr>
<td>e</td>
<td>50,000 SHS ARAMARK STOCK</td>
<td>D</td>
<td>VARIOUS</td>
<td>04/20/16</td>
<td>124,195 SHS ARAMARK STOCK</td>
<td>124,195</td>
<td>124,195</td>
<td>124,195</td>
</tr>
<tr>
<td>f</td>
<td>124,195 SHS ARAMARK STOCK</td>
<td>D</td>
<td>VARIOUS</td>
<td>05/09/16</td>
<td>100,000 SHS GRUBHUB STOCK</td>
<td>100,000</td>
<td>100,000</td>
<td>100,000</td>
</tr>
<tr>
<td>g</td>
<td>100,000 SHS GRUBHUB STOCK</td>
<td>D</td>
<td>VARIOUS</td>
<td>06/23/16</td>
<td>1,583 SHS GRUBHUB STOCK</td>
<td>1,583</td>
<td>1,583</td>
<td>1,583</td>
</tr>
<tr>
<td>h</td>
<td>1,583 SHS GRUBHUB STOCK</td>
<td>D</td>
<td>VARIOUS</td>
<td>06/30/16</td>
<td>5,000 SHS GRUBHUB STOCK</td>
<td>5,000</td>
<td>5,000</td>
<td>5,000</td>
</tr>
<tr>
<td>i</td>
<td>5,000 SHS GRUBHUB STOCK</td>
<td>D</td>
<td>VARIOUS</td>
<td>07/11/16</td>
<td>68,434 SHS GRUBHUB STOCK</td>
<td>68,434</td>
<td>68,434</td>
<td>68,434</td>
</tr>
<tr>
<td>j</td>
<td>68,434 SHS GRUBHUB STOCK</td>
<td>D</td>
<td>VARIOUS</td>
<td>07/12/16</td>
<td>200,000 SHS ARAMARK STOCK</td>
<td>200,000</td>
<td>200,000</td>
<td>200,000</td>
</tr>
<tr>
<td>k</td>
<td>200,000 SHS ARAMARK STOCK</td>
<td>D</td>
<td>VARIOUS</td>
<td>07/13/16</td>
<td>100,000 SHS ARAMARK STOCK</td>
<td>100,000</td>
<td>100,000</td>
<td>100,000</td>
</tr>
<tr>
<td>l</td>
<td>100,000 SHS ARAMARK STOCK</td>
<td>D</td>
<td>VARIOUS</td>
<td>07/14/16</td>
<td>100,000 SHS ARAMARK STOCK</td>
<td>100,000</td>
<td>100,000</td>
<td>100,000</td>
</tr>
<tr>
<td>m</td>
<td>100,000 SHS ARAMARK STOCK</td>
<td>D</td>
<td>VARIOUS</td>
<td>07/15/16</td>
<td>CAPITAL GAINS FROM NEXT EGG INVESTMENTS (NFF)</td>
<td>P</td>
<td>VARIOUS</td>
<td>12/31/15</td>
</tr>
<tr>
<td>n</td>
<td>CAPITAL GAINS FROM NEXT EGG INVESTMENTS (NFF)</td>
<td>P</td>
<td>VARIOUS</td>
<td>12/31/15</td>
<td>12/31/15</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>o</td>
<td>13,624,958.</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

### (i) F.M.V. as of 12/31/69

<p>| | | | | | | | | |</p>
<table>
<thead>
<tr>
<th></th>
<th></th>
<th></th>
<th></th>
<th></th>
<th></th>
<th></th>
<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>a</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>b</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>c</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>d</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>e</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>f</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>g</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>h</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>i</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>j</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>k</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>l</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>m</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>n</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>o</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>(j) Adjusted basis as of 12/31/69</th>
<th>(k) Excess of col. (i) over col. (j), if any</th>
<th>(l) Losses from col. (h)</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>(f) M.V. as of 12/31/69</th>
<th>(g) Adjusted basis as of 12/31/69</th>
<th>(h) Excess of col. (i) over col. (j), if any</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

### Notes

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
<table>
<thead>
<tr>
<th>(a)</th>
<th>(b)</th>
<th>(c)</th>
<th>(d)</th>
</tr>
</thead>
<tbody>
<tr>
<td>1a HIGH BRIDGE CAPITAL</td>
<td>P</td>
<td>VARIOUS</td>
<td>01/08/16</td>
</tr>
<tr>
<td>1b 25,028 SHS GRUBHUB STOCK</td>
<td>D</td>
<td>VARIOUS</td>
<td>07/13/16</td>
</tr>
<tr>
<td>1c TFG AXON</td>
<td>P</td>
<td>VARIOUS</td>
<td>12/31/15</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>(e) Gross sales price</th>
<th>(f) Depreciation allowed (or allowable)</th>
<th>(g) Cost or other basis plus expense of sale</th>
<th>(h) Gain or (loss) (e) plus (f) minus (g)</th>
</tr>
</thead>
<tbody>
<tr>
<td>6,571.</td>
<td>787,635.</td>
<td>107,446.</td>
<td>6,571.</td>
</tr>
</tbody>
</table>

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

<table>
<thead>
<tr>
<th>(i) F.M.V as of 12/31/69</th>
<th>(j) Adjusted basis as of 12/31/69</th>
<th>(k) Excess of col. (i) over col. (j), if any</th>
<th>(l) Losses (from col. (h))</th>
</tr>
</thead>
<tbody>
<tr>
<td>6,571.</td>
<td>787,244.</td>
<td></td>
<td>6,571.</td>
</tr>
</tbody>
</table>

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 48,873,495.  
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
<table>
<thead>
<tr>
<th>Recipient</th>
<th>If recipient is an individual, show any relationship to any foundation manager or substantial contributor</th>
<th>Foundation status of recipient</th>
<th>Purpose of grant or contribution</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>AMERICAN ACADEMY OF ARTS AND SCIENCES 136 IRVING STREET CAMBRIDGE, MA 02138</td>
<td>N/A</td>
<td>501(C)(3) PUBLIC CHARITY</td>
<td>PROGRAM SUPPORT</td>
<td>10,300.</td>
</tr>
<tr>
<td>AMERICAN COMMITTEE FOR TEL AVIV FDN 1201 BROADWAY, SUITE 802 NEW YORK, NY 10001</td>
<td>N/A</td>
<td>501(C)(3) PUBLIC CHARITY</td>
<td>PROGRAM SUPPORT</td>
<td>522,000.</td>
</tr>
<tr>
<td>AMERICAN FRIENDS OF TECHNION-ISRAEL INSTITUTE OF TECHNOLOGY 55 EAST 59TH STREET NEW YORK, NY 10022</td>
<td>N/A</td>
<td>501(C)(3) PUBLIC CHARITY</td>
<td>PROGRAM SUPPORT</td>
<td>1,101,000.</td>
</tr>
<tr>
<td>AMERICAN JEWISH COMMITTEE 30 S 15TH ST #801 PHILADELPHIA, PA 19102</td>
<td>N/A</td>
<td>501(C)(3) PUBLIC CHARITY</td>
<td>PROGRAM SUPPORT</td>
<td>37,500.</td>
</tr>
<tr>
<td>AMERICAN PHILOSOPHICAL SOCIETY 104 SOUTH FIFTH STREET PHILADELPHIA, PA 19106</td>
<td>N/A</td>
<td>501(C)(3) PUBLIC CHARITY</td>
<td>PROGRAM SUPPORT</td>
<td>25,000.</td>
</tr>
<tr>
<td>AMERICAN SOCIETY OF THE UNIVERSITY OF HAIFA 80 BROAD ST #2102 NEW YORK, NY 10004</td>
<td>N/A</td>
<td>501(C)(3) PUBLIC CHARITY</td>
<td>PROGRAM SUPPORT</td>
<td>10,000.</td>
</tr>
<tr>
<td>AMERICAN TECHNION SOCIETY 55 EAST 59TH STREET NEW YORK, NY 10022</td>
<td>N/A</td>
<td>501(C)(3) PUBLIC CHARITY</td>
<td>PROGRAM SUPPORT</td>
<td>50,000.</td>
</tr>
<tr>
<td>ANTI DEFAMATION LEAGUE 1500 MARKET ST PHILADELPHIA, PA 19102</td>
<td>N/A</td>
<td>501(C)(3) PUBLIC CHARITY</td>
<td>PROGRAM SUPPORT</td>
<td>12,500.</td>
</tr>
<tr>
<td>ARTIS 401 BROADWAY, SUITE 803 NEW YORK, NY 10013</td>
<td>N/A</td>
<td>501(C)(3) PUBLIC CHARITY</td>
<td>PROGRAM SUPPORT</td>
<td>10,000.</td>
</tr>
<tr>
<td>ASIA SOCIETY 725 PARK AVENUE NEW YORK, NY 10021</td>
<td>N/A</td>
<td>501(C)(3) PUBLIC CHARITY</td>
<td>PROGRAM SUPPORT</td>
<td>10,000.</td>
</tr>
<tr>
<td><strong>Total from continuation sheets</strong></td>
<td></td>
<td></td>
<td></td>
<td><strong>24,256,250.</strong></td>
</tr>
</tbody>
</table>
### Part XV - Supplementary Information

#### 3 Grants and Contributions Paid During the Year (Continuation)

<table>
<thead>
<tr>
<th>Name and address (home or business)</th>
<th>If recipient is an individual, show any relationship to any foundation manager or substantial contributor</th>
<th>Foundation status of recipient</th>
<th>Purpose of grant or contribution</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>ASSOCIATION FOR FRONOTEMPORAL DEGENERATION</td>
<td>N/A</td>
<td>501(c)(3)</td>
<td>PROGRAM SUPPORT</td>
<td>45,750.</td>
</tr>
<tr>
<td>290 KING OF PRUSSIA ROAD</td>
<td>N/A</td>
<td>PUBLIC Charily</td>
<td></td>
<td></td>
</tr>
<tr>
<td>RADNOR, PA 19087</td>
<td>N/A</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>ATHENAEUM OF PHILADELPHIA</td>
<td>N/A</td>
<td>509(c)(3)</td>
<td>PROGRAM SUPPORT</td>
<td>1,325.</td>
</tr>
<tr>
<td>219 S. 6TH STREET</td>
<td>N/A</td>
<td>PUBLIC Charily</td>
<td></td>
<td></td>
</tr>
<tr>
<td>PHILADELPHIA, PA 19106</td>
<td>N/A</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>ATTIC YOUTH CENTER</td>
<td>N/A</td>
<td>501(c)(3)</td>
<td>PROGRAM SUPPORT</td>
<td>750.</td>
</tr>
<tr>
<td>255 S 16TH ST</td>
<td>N/A</td>
<td>PUBLIC Charily</td>
<td></td>
<td></td>
</tr>
<tr>
<td>PHILADELPHIA, PA 19102</td>
<td>N/A</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>AUTISM SCIENCE FOUNDATION</td>
<td>N/A</td>
<td>501(c)(3)</td>
<td>PROGRAM SUPPORT</td>
<td>3,000.</td>
</tr>
<tr>
<td>28 WEST 39TH STREET, SUITE #502</td>
<td>N/A</td>
<td>PUBLIC Charily</td>
<td></td>
<td></td>
</tr>
<tr>
<td>NEW YORK, NY 10018</td>
<td>N/A</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>BARTRAM GARDENS</td>
<td>N/A</td>
<td>501(c)(3)</td>
<td>PROGRAM SUPPORT</td>
<td>500.</td>
</tr>
<tr>
<td>5400 LINDERBERGH BLVD</td>
<td>N/A</td>
<td>PUBLIC Charily</td>
<td></td>
<td></td>
</tr>
<tr>
<td>PHILADELPHIA, PA 19143</td>
<td>N/A</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>BELLWETHER EDUCATION PARTNERS</td>
<td>N/A</td>
<td>501(c)(3)</td>
<td>PROGRAM SUPPORT</td>
<td>6,000.</td>
</tr>
<tr>
<td>517 BOSTON POST ROAD</td>
<td>N/A</td>
<td>PUBLIC Charily</td>
<td></td>
<td></td>
</tr>
<tr>
<td>SUDBURY, MA 01776</td>
<td>N/A</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>BETH DAVID REFORM SYNAGOGUE</td>
<td>N/A</td>
<td>501(c)(3)</td>
<td>PROGRAM SUPPORT</td>
<td>91,500.</td>
</tr>
<tr>
<td>1130 VAUGHAN LANE</td>
<td>N/A</td>
<td>PUBLIC Charily</td>
<td></td>
<td></td>
</tr>
<tr>
<td>GLADWINE, PA 19035</td>
<td>N/A</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>BIRTHRIGHT ISRAEL FOUNDATION</td>
<td>N/A</td>
<td>501(c)(3)</td>
<td>PROGRAM SUPPORT</td>
<td>5,000.</td>
</tr>
<tr>
<td>P.O. BOX 5892</td>
<td>N/A</td>
<td>PUBLIC Charily</td>
<td></td>
<td></td>
</tr>
<tr>
<td>HICKSVILLE, NY 11802</td>
<td>N/A</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>BISHOP MCDEVITT HIGH SCHOOL</td>
<td>N/A</td>
<td>501(c)(3)</td>
<td>PROGRAM SUPPORT</td>
<td>12,500.</td>
</tr>
<tr>
<td>125 ROYAL AVENUE</td>
<td>N/A</td>
<td>PUBLIC Charily</td>
<td></td>
<td></td>
</tr>
<tr>
<td>WYNCOLE, PA 19095</td>
<td>N/A</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>BRANDEIS UNIVERSITY</td>
<td>N/A</td>
<td>501(c)(3)</td>
<td>PROGRAM SUPPORT</td>
<td>55,800.</td>
</tr>
<tr>
<td>P.O. BOX 549110</td>
<td>N/A</td>
<td>PUBLIC Charily</td>
<td></td>
<td></td>
</tr>
<tr>
<td>WALTHAM, MA 02454</td>
<td>N/A</td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

Total from continuation sheets
<table>
<thead>
<tr>
<th>Recipient</th>
<th>Status of recipient</th>
<th>Purpose of grant or contribution</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>BRIDLEWILD TRAILS ASSOCIATION</td>
<td>N/A</td>
<td>501(C)(3)</td>
<td>5,100</td>
</tr>
<tr>
<td>P.O. BOX 368, GLADWYNNE, PA 19035</td>
<td>PUBLIC CHARITY</td>
<td>PROGRAM SUPPORT</td>
<td></td>
</tr>
<tr>
<td>BROAD STREET MINISTRY</td>
<td>N/A</td>
<td>501(C)(3)</td>
<td>1,500</td>
</tr>
<tr>
<td>315 S BROAD ST, PHILADELPHIA, PA 19107</td>
<td>PUBLIC CHARITY</td>
<td>PROGRAM SUPPORT</td>
<td></td>
</tr>
<tr>
<td>BRYN MAWR HOSPITAL FOUNDATION</td>
<td>N/A</td>
<td>501(C)(3)</td>
<td>10,000</td>
</tr>
<tr>
<td>130 SOUTH BRYN MAWR AVENUE, BRYN MAWR, PA 19010</td>
<td>PUBLIC CHARITY</td>
<td>PROGRAM SUPPORT</td>
<td></td>
</tr>
<tr>
<td>CENTRAL HIGH SCHOOL</td>
<td>N/A</td>
<td>501(C)(3)</td>
<td>12,500</td>
</tr>
<tr>
<td>1700 WEST OLMEN AVENUE, PHILADELPHIA, PA 19141</td>
<td>PUBLIC CHARITY</td>
<td>PROGRAM SUPPORT</td>
<td></td>
</tr>
<tr>
<td>CENTRAL PARK CONSERVATORY</td>
<td>N/A</td>
<td>501(C)(3)</td>
<td>25,000</td>
</tr>
<tr>
<td>14 E. 60TH ST, NEW YORK, NY 10022</td>
<td>PUBLIC CHARITY</td>
<td>PROGRAM SUPPORT</td>
<td></td>
</tr>
<tr>
<td>CENTROPA</td>
<td>N/A</td>
<td>501(C)(3)</td>
<td>15,000</td>
</tr>
<tr>
<td>1141 LOXFORD TERRACE, SILVER SPRING, MD 20901</td>
<td>PUBLIC CHARITY</td>
<td>PROGRAM SUPPORT</td>
<td></td>
</tr>
<tr>
<td>CHILDREN'S CARDIOMYOPATHY FOUNDATION</td>
<td>N/A</td>
<td>501(C)(3)</td>
<td>1,080</td>
</tr>
<tr>
<td>P.O. BOX 547, TENAFLY, NJ 07670</td>
<td>PUBLIC CHARITY</td>
<td>PROGRAM SUPPORT</td>
<td></td>
</tr>
<tr>
<td>CHILDREN'S MUSEUM OF ART</td>
<td>N/A</td>
<td>501(C)(3)</td>
<td>22,500</td>
</tr>
<tr>
<td>103 CHARLTON ST., NEW YORK, NY 10014</td>
<td>PUBLIC CHARITY</td>
<td>PROGRAM SUPPORT</td>
<td></td>
</tr>
<tr>
<td>COLUMBIA UNIVERSITY MEDICAL CENTER</td>
<td>N/A</td>
<td>501(C)(3)</td>
<td>394,500</td>
</tr>
<tr>
<td>630 WEST 168TH ST., NEW YORK, NY 10032</td>
<td>PUBLIC CHARITY</td>
<td>PROGRAM SUPPORT</td>
<td></td>
</tr>
<tr>
<td>COMMUNITY PARTNERSHIP SCHOOL</td>
<td>N/A</td>
<td>501(C)(3)</td>
<td>20,500</td>
</tr>
<tr>
<td>1936 N. JUDSON STREET, PHILADELPHIA, PA 19121</td>
<td>PUBLIC CHARITY</td>
<td>PROGRAM SUPPORT</td>
<td></td>
</tr>
</tbody>
</table>

Total from continuation sheets
### Grants and Contributions Paid During the Year (Continuation)

<table>
<thead>
<tr>
<th>Recipient</th>
<th>If recipient is an individual, show any relationship to any foundation manager or substantial contributor</th>
<th>Foundation status of recipient</th>
<th>Purpose of grant or contribution</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>CONGREGATION B'NAI JESHURUN</td>
<td>N/A</td>
<td>501(C)(3)</td>
<td>PROGRAM SUPPORT</td>
<td>11,250</td>
</tr>
<tr>
<td>257 W 88TH ST</td>
<td></td>
<td>PUBLIC CHARITY</td>
<td></td>
<td></td>
</tr>
<tr>
<td>NEW YORK, NY 10024</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>CONSERVATION CENTER FOR ART &amp; HISTORIC ARTIFACTS</td>
<td>N/A</td>
<td>501(C)(3)</td>
<td>PROGRAM SUPPORT</td>
<td>1,000</td>
</tr>
<tr>
<td>264 S 23RD ST</td>
<td></td>
<td>PUBLIC CHARITY</td>
<td></td>
<td></td>
</tr>
<tr>
<td>PHILADELPHIA, PA 19103</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>DUKE UNIVERSITY</td>
<td>N/A</td>
<td>501(C)(3)</td>
<td>PROGRAM SUPPORT</td>
<td>50,000</td>
</tr>
<tr>
<td>2138 CAMPUS DRIVE</td>
<td></td>
<td>PUBLIC CHARITY</td>
<td></td>
<td></td>
</tr>
<tr>
<td>DURHAM, NC 27708</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>EB RESEARCH PARTNERSHIP</td>
<td>N/A</td>
<td>501(C)(3)</td>
<td>PROGRAM SUPPORT</td>
<td>37,500</td>
</tr>
<tr>
<td>132 EAST 43RD STREET, SUITE 432</td>
<td></td>
<td>PUBLIC CHARITY</td>
<td></td>
<td></td>
</tr>
<tr>
<td>NEW YORK, NY 10017</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>EPISCOPAL ACADEMY</td>
<td>N/A</td>
<td>501(C)(3)</td>
<td>PROGRAM SUPPORT</td>
<td>22,950</td>
</tr>
<tr>
<td>1785 BISHOP WHITE DRIVE</td>
<td></td>
<td>PUBLIC CHARITY</td>
<td></td>
<td></td>
</tr>
<tr>
<td>NEWTOWN SQUARE, PA 19073</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>EQUAL JUSTICE INITIATIVE</td>
<td>N/A</td>
<td>501(C)(3)</td>
<td>PROGRAM SUPPORT</td>
<td>7,500</td>
</tr>
<tr>
<td>122 COMMERCE STREET</td>
<td></td>
<td>PUBLIC CHARITY</td>
<td></td>
<td></td>
</tr>
<tr>
<td>MONTGOMERY, AL 36104</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>FELS INSTITUTE OF GOVERNMENT</td>
<td>N/A</td>
<td>501(C)(3)</td>
<td>PROGRAM SUPPORT</td>
<td>50,000</td>
</tr>
<tr>
<td>3814 WALNUT ST</td>
<td></td>
<td>PUBLIC CHARITY</td>
<td></td>
<td></td>
</tr>
<tr>
<td>PHILADELPHIA, PA 19104</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>FIGURE SKATING IN HARLEM</td>
<td>N/A</td>
<td>501(C)(3)</td>
<td>PROGRAM SUPPORT</td>
<td>1,000</td>
</tr>
<tr>
<td>361 W 125TH STREET, FLOOR 4</td>
<td></td>
<td>PUBLIC CHARITY</td>
<td></td>
<td></td>
</tr>
<tr>
<td>NEW YORK, NY 10027</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>FOUNDATION FIGHTING BLINDNESS</td>
<td>N/A</td>
<td>501(C)(3)</td>
<td>PROGRAM SUPPORT</td>
<td>100,000</td>
</tr>
<tr>
<td>7168 COLUMBIA GATEWAY DRIVE, STE 100</td>
<td></td>
<td>PUBLIC CHARITY</td>
<td></td>
<td></td>
</tr>
<tr>
<td>COLUMBIA, MD 21046</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>FOUNDATION FOR CONTEMPORARY ARTS</td>
<td>N/A</td>
<td>501(C)(3)</td>
<td>PROGRAM SUPPORT</td>
<td>1,000</td>
</tr>
<tr>
<td>820 GREENWICH ST #4</td>
<td></td>
<td>PUBLIC CHARITY</td>
<td></td>
<td></td>
</tr>
<tr>
<td>NEW YORK, NY 10014</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

Total from continuation sheets
<table>
<thead>
<tr>
<th>Recipient</th>
<th>If recipient is an individual, show any relationship to any foundation manager or substantial contributor</th>
<th>Foundation status of recipient</th>
<th>Purpose of grant or contribution</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>FOUNDATION FOR JEWISH CAMP 253 WEST 35TH ST, 4TH FL NEW YORK, NY 10001</td>
<td>N/A</td>
<td>501(C)(3)</td>
<td>PROGRAM SUPPORT</td>
<td>100,000</td>
</tr>
<tr>
<td>FRANKLIN INSTITUTE 222 N 20TH ST PHILADELPHIA, PA 19103</td>
<td>N/A</td>
<td>501(C)(3)</td>
<td>PROGRAM SUPPORT</td>
<td>10,000</td>
</tr>
<tr>
<td>FREE LIBRARY OF PHILADELPHIA FOUNDATION 1901 VINE STREET PHILADELPHIA, PA 19103</td>
<td>N/A</td>
<td>501(C)(3)</td>
<td>PROGRAM SUPPORT</td>
<td>1,000</td>
</tr>
<tr>
<td>FRIENDS' CENTRAL SCHOOL 1101 CITY AVENUE WINNENEWOOD, PA 19096</td>
<td>N/A</td>
<td>501(C)(3)</td>
<td>PROGRAM SUPPORT</td>
<td>15,000</td>
</tr>
<tr>
<td>FRIENDS OF THE JEWISH MUSEUM 1109 5TH AVE NEW YORK, NY 10128</td>
<td>N/A</td>
<td>501(C)(3)</td>
<td>PROGRAM SUPPORT</td>
<td>1,800</td>
</tr>
<tr>
<td>GLADWYNE FIRE COMPANY 1044 BLACK ROCK ROAD GLADWYNE, PA 19035</td>
<td>N/A</td>
<td>501(C)(3)</td>
<td>PROGRAM SUPPORT</td>
<td>3,900</td>
</tr>
<tr>
<td>GREATER PHILADELPHIA CHAMBER OF COMMERCE 200 S. BROAD ST., SUITE 700 PHILADELPHIA, PA 19102</td>
<td>N/A</td>
<td>501(C)(3)</td>
<td>PROGRAM SUPPORT</td>
<td>6,500</td>
</tr>
<tr>
<td>HAVERTON SCOLE 370 LANCASTER AVE HAVERTON, PA 19041</td>
<td>N/A</td>
<td>501(C)(3)</td>
<td>PROGRAM SUPPORT</td>
<td>1,500</td>
</tr>
<tr>
<td>HEIFER INTERNATIONAL 1 WORLD AVENUE LITTLE ROCK, AR 72202</td>
<td>N/A</td>
<td>501(C)(3)</td>
<td>PROGRAM SUPPORT</td>
<td>750</td>
</tr>
<tr>
<td>HILL FREDMAN WORLD ACADEMY 1100 E MT PLEASANT AVE PHILADELPHIA, PA 19150</td>
<td>N/A</td>
<td>501(C)(3)</td>
<td>PROGRAM SUPPORT</td>
<td>620</td>
</tr>
</tbody>
</table>

Total from continuation sheets
### THE NEUBAUER FAMILY FOUNDATION

#### Part XV: Supplementary Information

<table>
<thead>
<tr>
<th>Recipient</th>
<th>If recipient is an individual, show any relationship to any foundation manager or substantial contributor</th>
<th>Foundation status of recipient</th>
<th>Purpose of grant or contribution</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>HORATIO ALGER ASSOCIATION</td>
<td>N/A</td>
<td>501(C)(3)</td>
<td>PROGRAM SUPPORT</td>
<td>670,000.</td>
</tr>
<tr>
<td>99 CANAL CENTER PLAZA, SUITE 320</td>
<td></td>
<td>PUBLIC CHARITY</td>
<td></td>
<td></td>
</tr>
<tr>
<td>ALEXANDRIA, VA 22314</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>HOSPITAL FOR SPECIAL SURGERY</td>
<td>N/A</td>
<td>501(C)(3)</td>
<td>PROGRAM SUPPORT</td>
<td>7,500.</td>
</tr>
<tr>
<td>535 E 70TH ST</td>
<td></td>
<td>PUBLIC CHARITY</td>
<td></td>
<td></td>
</tr>
<tr>
<td>NEW YORK, NY 10021</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>INSTITUTE FOR NATIONAL SECURITY STUDIES</td>
<td>N/A</td>
<td>501(C)(3)</td>
<td>PROGRAM SUPPORT</td>
<td>253,294.</td>
</tr>
<tr>
<td>40 HAIM LEVANON STREET</td>
<td></td>
<td>PUBLIC CHARITY</td>
<td></td>
<td></td>
</tr>
<tr>
<td>TEL AVIV, ISRAEL</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>INTERFAITH CENTER OF GREATER</td>
<td>N/A</td>
<td>501(C)(3)</td>
<td>PROGRAM SUPPORT</td>
<td>5,000.</td>
</tr>
<tr>
<td>PHILADELPHIA</td>
<td></td>
<td>PUBLIC CHARITY</td>
<td></td>
<td></td>
</tr>
<tr>
<td>100 W OXFORD ST E-1300</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>PHILADELPHIA, PA 19122</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>INTERFAITH HOSPITALITY NETWORK OF THE MAIN LINE</td>
<td>N/A</td>
<td>501(C)(3)</td>
<td>PROGRAM SUPPORT</td>
<td>3,000.</td>
</tr>
<tr>
<td>1449 DEKALB ST</td>
<td></td>
<td>PUBLIC CHARITY</td>
<td></td>
<td></td>
</tr>
<tr>
<td>NORRISTOWN, PA 19401</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>JAMES A MICHENER ART MUSEUM</td>
<td>N/A</td>
<td>501(C)(3)</td>
<td>PROGRAM SUPPORT</td>
<td>5,000.</td>
</tr>
<tr>
<td>138 S. PINE ST</td>
<td></td>
<td>PUBLIC CHARITY</td>
<td></td>
<td></td>
</tr>
<tr>
<td>DOYLESTOWN, PA 18901</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>JEWISH FEDERATION OF GREATER</td>
<td>N/A</td>
<td>501(C)(3)</td>
<td>PROGRAM SUPPORT</td>
<td>250,700.</td>
</tr>
<tr>
<td>PHILADELPHIA</td>
<td></td>
<td>PUBLIC CHARITY</td>
<td></td>
<td></td>
</tr>
<tr>
<td>2100 ARCH STREET</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>PHILADELPHIA, PA 19103</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>JEWISH MUSEUM BERLIN</td>
<td>N/A</td>
<td>501(C)(3)</td>
<td>PROGRAM SUPPORT</td>
<td>10,000.</td>
</tr>
<tr>
<td>227 RIDGEVIEW ROAD</td>
<td></td>
<td>PUBLIC CHARITY</td>
<td></td>
<td></td>
</tr>
<tr>
<td>PRINCETON, NJ 08540</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>JEWISH MUSEUM OF NEW YORK</td>
<td>N/A</td>
<td>501(C)(3)</td>
<td>PROGRAM SUPPORT</td>
<td>65,000.</td>
</tr>
<tr>
<td>1109 FIFTH AVENUE</td>
<td></td>
<td>PUBLIC CHARITY</td>
<td></td>
<td></td>
</tr>
<tr>
<td>NEW YORK, NY 10128</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>JEWISH PUBLICATION SOCIETY</td>
<td>N/A</td>
<td>501(C)(3)</td>
<td>PROGRAM SUPPORT</td>
<td>3,000.</td>
</tr>
<tr>
<td>2100 ARCH STREET</td>
<td></td>
<td>PUBLIC CHARITY</td>
<td></td>
<td></td>
</tr>
<tr>
<td>PHILADELPHIA, PA 19103</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

Total from continuation sheet.
<table>
<thead>
<tr>
<th>Recipient</th>
<th>Name and address (home or business)</th>
<th>If recipient is an individual, show any relationship to any foundation manager or substantial contributor</th>
<th>Foundation status of recipient</th>
<th>Purpose of grant or contribution</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>JEWISH THEOLOGICAL SEMINARY</td>
<td>3080 BROADWAY NEW YORK, NY 10027</td>
<td>N/A</td>
<td>501(C)(3)</td>
<td>PROGRAM SUPPORT</td>
<td>65,000.</td>
</tr>
<tr>
<td>JUDITH CREED HOMES FOR ADULTS</td>
<td>274 ERYN MAWR AVE BRYN MAWR, PA 19010</td>
<td>N/A</td>
<td>501(C)(3)</td>
<td>PROGRAM SUPPORT</td>
<td>10,000.</td>
</tr>
<tr>
<td>LIBRARY COMPANY OF PHILADELPHIA</td>
<td>1314 LOCUST STREET PHILADELPHIA, PA 19107</td>
<td>N/A</td>
<td>501(C)(3)</td>
<td>PROGRAM SUPPORT</td>
<td>5,000.</td>
</tr>
<tr>
<td>LITTLE HEARTS</td>
<td>P.O. BOX 171 CROMWELL, CT 06416</td>
<td>N/A</td>
<td>501(C)(3)</td>
<td>PROGRAM SUPPORT</td>
<td>15,000.</td>
</tr>
<tr>
<td>LIVE CONNECTIONS</td>
<td>3025 WALNUT STREET PHILADELPHIA, PA 19104</td>
<td>N/A</td>
<td>501(C)(3)</td>
<td>PROGRAM SUPPORT</td>
<td>750.</td>
</tr>
<tr>
<td>LOWER MERION FRATERNAL ORDER OF POLICE</td>
<td>P.O. BOX 430 ARDMORE, PA 19003</td>
<td>N/A</td>
<td>501(C)(3)</td>
<td>PROGRAM SUPPORT</td>
<td>750.</td>
</tr>
<tr>
<td>MASTERY CHARTER SCHOOLS FOUNDATION</td>
<td>5700 WAYNE AVE PHILADELPHIA, PA 19144</td>
<td>N/A</td>
<td>501(C)(3)</td>
<td>PROGRAM SUPPORT</td>
<td>22,500.</td>
</tr>
<tr>
<td>MAYOR'S FUND FOR PHILADELPHIA</td>
<td>CITY HALL ROOM 708 PHILADELPHIA, PA 19107</td>
<td>N/A</td>
<td>501(C)(3)</td>
<td>PROGRAM SUPPORT</td>
<td>19,750.</td>
</tr>
<tr>
<td>MD ANDERSON CANCER CENTER</td>
<td>1515 HOLCOMBE BLVD HOUSTON, TX 77030</td>
<td>N/A</td>
<td>501(C)(3)</td>
<td>PROGRAM SUPPORT</td>
<td>200,000.</td>
</tr>
<tr>
<td>MEMPHIS STREET ACADEMY CHARTER SCHOOL</td>
<td>2950 MEMPHIS ST. PHILADELPHIA, PA 19134</td>
<td>N/A</td>
<td>501(C)(3)</td>
<td>PROGRAM SUPPORT</td>
<td>12,500.</td>
</tr>
</tbody>
</table>

Total from continuation sheets.
### THE NEUBAUER FAMILY FOUNDATION

#### Part XV - Supplementary Information

<table>
<thead>
<tr>
<th>Recipient</th>
<th>If recipient is an individual, show any relationship to any foundation manager or substantial contributor</th>
<th>Foundation status of recipient</th>
<th>Purpose of grant or contribution</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>MERCYHURST UNIVERSITY 501 E 38TH ST ERIE, PA 16546</td>
<td>N/A</td>
<td>501(C)(3)</td>
<td>PUBLIC CHARITY</td>
<td>5,000</td>
</tr>
<tr>
<td>METROPOLITAN OPERA 30 LINCOLN CENTER PLAZA NEW YORK, NY 10023</td>
<td>N/A</td>
<td>501(C)(3)</td>
<td>PROGRAM SUPPORT</td>
<td>6,113,000</td>
</tr>
<tr>
<td>MIDDLE EAST FORUM 1500 WALNUT ST #1050 PHILADELPHIA, PA 19102</td>
<td>N/A</td>
<td>501(C)(3)</td>
<td>PROGRAM SUPPORT</td>
<td>2,500</td>
</tr>
<tr>
<td>MIRACLE FEET 605 W. MAIN STREET, SUITE 107 CARRBORO, NC 27510</td>
<td>N/A</td>
<td>501(C)(3)</td>
<td>PROGRAM SUPPORT</td>
<td>45,000</td>
</tr>
<tr>
<td>MOUNT SINAI HEALTH SYSTEM ONE GUSTAVE L. LEVY PLACE NEW YORK, NY 10025</td>
<td>N/A</td>
<td>501(C)(3)</td>
<td>PROGRAM SUPPORT</td>
<td>7,500</td>
</tr>
<tr>
<td>MUSEUM OF MODERN ART 11 WEST 53 STREET NEW YORK, NY 10019</td>
<td>N/A</td>
<td>501(C)(3)</td>
<td>PROGRAM SUPPORT</td>
<td>3,000</td>
</tr>
<tr>
<td>MUSEUM OF THE AMERICAN REVOLUTION 101 S 3RD ST PHILADELPHIA, PA 19106</td>
<td>N/A</td>
<td>501(C)(3)</td>
<td>PROGRAM SUPPORT</td>
<td>500,000</td>
</tr>
<tr>
<td>NATIONAL CONSTITUTION CENTER 525 ARCH STREET PHILADELPHIA, PA 19106</td>
<td>N/A</td>
<td>501(C)(3)</td>
<td>PROGRAM SUPPORT</td>
<td>51,787</td>
</tr>
<tr>
<td>NATIONAL MS SOCIETY 30 SOUTH 17TH STREET, SUITE 800 PHILADELPHIA, PA 19103</td>
<td>N/A</td>
<td>501(C)(3)</td>
<td>PROGRAM SUPPORT</td>
<td>12,000</td>
</tr>
<tr>
<td>NATIONAL MUSEUM OF AMERICAN JEWISH HISTORY 55 NORTH 5TH STREET PHILADELPHIA, PA 19106</td>
<td>N/A</td>
<td>501(C)(3)</td>
<td>PROGRAM SUPPORT</td>
<td>135,000</td>
</tr>
</tbody>
</table>

Total from continuation sheets
<table>
<thead>
<tr>
<th>Recipient</th>
<th>If recipient is an individual, show any relationship to any foundation manager or substantial contributor</th>
<th>Foundation status of recipient</th>
<th>Purpose of grant or contribution</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>SILICON VALLEY COMMUNITY FOUNDATION</td>
<td>N/A</td>
<td>501(C)(3)</td>
<td>PROGRAM SUPPORT</td>
<td>1,500,000.</td>
</tr>
<tr>
<td>2440 WEST EL CAMINO REAL, SUITE 300 MOUNTAIN VIEW, CA 94040</td>
<td>N/A</td>
<td>PUBLIC CHARITY</td>
<td></td>
<td></td>
</tr>
<tr>
<td>NEUE GALERIE NEW YORK</td>
<td>N/A</td>
<td>501(C)(3)</td>
<td>PROGRAM SUPPORT</td>
<td>1,000.</td>
</tr>
<tr>
<td>1048 FIFTH AVENUE NEW YORK, NY 10028</td>
<td>N/A</td>
<td>PUBLIC CHARITY</td>
<td></td>
<td></td>
</tr>
<tr>
<td>NEW VENTURE FUND</td>
<td>N/A</td>
<td>501(C)(3)</td>
<td>PROGRAM SUPPORT</td>
<td>750,000.</td>
</tr>
<tr>
<td>1201 CONNECTICUT AVENUE NW STE 300 WASHINGTON, DC 20036</td>
<td>N/A</td>
<td>PUBLIC CHARITY</td>
<td></td>
<td></td>
</tr>
<tr>
<td>NEW YORK HISTORICAL SOCIETY</td>
<td>N/A</td>
<td>501(C)(3)</td>
<td>PROGRAM SUPPORT</td>
<td>15,000.</td>
</tr>
<tr>
<td>170 CENTRAL PARK WEST NEW YORK, NY 10024</td>
<td>N/A</td>
<td>PUBLIC CHARITY</td>
<td></td>
<td></td>
</tr>
<tr>
<td>NEW YORK PUBLIC RADIO WQXR</td>
<td>N/A</td>
<td>501(C)(3)</td>
<td>PROGRAM SUPPORT</td>
<td>2,500.</td>
</tr>
<tr>
<td>160 VARICK ST., NEW YORK, NY 10013</td>
<td>N/A</td>
<td>PUBLIC CHARITY</td>
<td></td>
<td></td>
</tr>
<tr>
<td>NORTH AMERICAN COUNCIL FOR THE LEGACY OF POLISH JEWS</td>
<td>N/A</td>
<td>501(C)(3)</td>
<td>PROGRAM SUPPORT</td>
<td>10,000.</td>
</tr>
<tr>
<td>733 PARK AVE, SUITE 1 NEW YORK, NY 10021</td>
<td>N/A</td>
<td>PUBLIC CHARITY</td>
<td></td>
<td></td>
</tr>
<tr>
<td>NY PRESBYTERIAN HOSPITAL - WEILL CORNELL MEDICINE</td>
<td>N/A</td>
<td>501(C)(3)</td>
<td>PROGRAM SUPPORT</td>
<td>8,500.</td>
</tr>
<tr>
<td>525 EAST 68TH STREET NEW YORK, NY 10065</td>
<td>N/A</td>
<td>PUBLIC CHARITY</td>
<td></td>
<td></td>
</tr>
<tr>
<td>OJAI FESTIVAL</td>
<td>N/A</td>
<td>501(C)(3)</td>
<td>PROGRAM SUPPORT</td>
<td>10,000.</td>
</tr>
<tr>
<td>201 SOUTH SIGNAL STREET OJAI, CA 93023</td>
<td>N/A</td>
<td>PUBLIC CHARITY</td>
<td></td>
<td></td>
</tr>
<tr>
<td>OPERA COMPANY OF PHILADELPHIA</td>
<td>N/A</td>
<td>501(C)(3)</td>
<td>PROGRAM SUPPORT</td>
<td>753,000.</td>
</tr>
<tr>
<td>1420 LOCUST STREET, SUITE 210 PHILADELPHIA, PA 19102</td>
<td>N/A</td>
<td>PUBLIC CHARITY</td>
<td></td>
<td></td>
</tr>
<tr>
<td>PENNSYLVANIA HORTICULTURAL SOCIETY</td>
<td>N/A</td>
<td>501(C)(3)</td>
<td>PROGRAM SUPPORT</td>
<td>10,000.</td>
</tr>
<tr>
<td>100 N 20TH ST PHILADELPHIA, PA 19103</td>
<td>N/A</td>
<td>PUBLIC CHARITY</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

Total from continuation sheets
## Part XV - Supplementary Information

### 3 Grants and Contributions Paid During the Year (Continuation)

<table>
<thead>
<tr>
<th>Recipient</th>
<th>If recipient is an individual, show any relationship to any foundation manager or substantial contributor</th>
<th>Foundation status of recipient</th>
<th>Purpose of grant or contribution</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>PEOPLE'S EMERGENCY CENTER</strong></td>
<td>N/A</td>
<td>501(C)(3)</td>
<td>PROGRAM SUPPORT</td>
<td>1,200.</td>
</tr>
<tr>
<td>325 N 39TH ST</td>
<td></td>
<td>PUBLIC CHARITY</td>
<td></td>
<td></td>
</tr>
<tr>
<td>PHILADELPHIA, PA 19104</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>PETER'S PLACE</strong></td>
<td>N/A</td>
<td>501(C)(3)</td>
<td>PROGRAM SUPPORT</td>
<td>750.</td>
</tr>
<tr>
<td>150 N. RADNOR CHESTER ROAD, SUITE F130</td>
<td></td>
<td>PUBLIC CHARITY</td>
<td></td>
<td></td>
</tr>
<tr>
<td>RADNOR, PA 19087</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>PEW CHARITABLE FUNDS</strong></td>
<td>N/A</td>
<td>501(C)(3)</td>
<td>PROGRAM SUPPORT</td>
<td>175,000.</td>
</tr>
<tr>
<td>2005 MARKET ST #1700</td>
<td></td>
<td>PUBLIC CHARITY</td>
<td></td>
<td></td>
</tr>
<tr>
<td>PHILADELPHIA, PA 19103</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>PHILADELPHIA CENTER FOR ARCHITECTURE</strong></td>
<td>N/A</td>
<td>501(C)(3)</td>
<td>PROGRAM SUPPORT</td>
<td>2,500.</td>
</tr>
<tr>
<td>1218 ARCH ST</td>
<td></td>
<td>PUBLIC CHARITY</td>
<td></td>
<td></td>
</tr>
<tr>
<td>PHILADELPHIA, PA 19107</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>PHILADELPHIA JEWISH FILM FESTIVAL</strong></td>
<td>N/A</td>
<td>501(C)(3)</td>
<td>PROGRAM SUPPORT</td>
<td>10,000.</td>
</tr>
<tr>
<td>1500 WALNUT STREET, FLOOR 17</td>
<td></td>
<td>PUBLIC CHARITY</td>
<td></td>
<td></td>
</tr>
<tr>
<td>PHILADELPHIA, PA 19102</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>PHILADELPHIA MUSEUM OF ART</strong></td>
<td>N/A</td>
<td>501(C)(3)</td>
<td>PROGRAM SUPPORT</td>
<td>50,000.</td>
</tr>
<tr>
<td>P.O. BOX 7646</td>
<td></td>
<td>PUBLIC CHARITY</td>
<td></td>
<td></td>
</tr>
<tr>
<td>PHILADELPHIA, PA 19101</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>PHILADELPHIA ORCHESTRA ASSOCIATION</strong></td>
<td>N/A</td>
<td>501(C)(3)</td>
<td>PROGRAM SUPPORT</td>
<td>173,000.</td>
</tr>
<tr>
<td>ONE SOUTH BROAD STREET, 14TH FLOOR</td>
<td></td>
<td>PUBLIC CHARITY</td>
<td></td>
<td></td>
</tr>
<tr>
<td>PHILADELPHIA, PA 19107</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>PLAY ON PHILLY</strong></td>
<td>N/A</td>
<td>501(C)(3)</td>
<td>PROGRAM SUPPORT</td>
<td>2,500.</td>
</tr>
<tr>
<td>1520 LOCUS STREET, SUITE 901</td>
<td></td>
<td>PUBLIC CHARITY</td>
<td></td>
<td></td>
</tr>
<tr>
<td>PHILADELPHIA, PA 19102</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>PLEASE TOUCH MUSEUM</strong></td>
<td>N/A</td>
<td>501(C)(3)</td>
<td>PROGRAM SUPPORT</td>
<td>1,000,000</td>
</tr>
<tr>
<td>4231 AVENUE OF THE REPUBLIC</td>
<td></td>
<td>PUBLIC CHARITY</td>
<td></td>
<td></td>
</tr>
<tr>
<td>PHILADELPHIA, PA 19131</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>PMA CRAFT SHOW</strong></td>
<td>N/A</td>
<td>501(C)(3)</td>
<td>PROGRAM SUPPORT</td>
<td>1,500.</td>
</tr>
<tr>
<td>P.O. BOX 7646</td>
<td></td>
<td>PUBLIC CHARITY</td>
<td></td>
<td></td>
</tr>
<tr>
<td>PHILADELPHIA, PA 19101</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

Total from continuation sheets
<table>
<thead>
<tr>
<th>Recipient</th>
<th>If recipient is an individual, show any relationship to any foundation manager or substantial contributor</th>
<th>Foundation status of recipient</th>
<th>Purpose of grant or contribution</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>PRINCETON UNIVERSITY</td>
<td>N/A</td>
<td>501(c)(3)</td>
<td>PROGRAM SUPPORT</td>
<td>30,000</td>
</tr>
<tr>
<td>P.O. BOX 5357</td>
<td></td>
<td>PUBLIC CHARITY</td>
<td></td>
<td></td>
</tr>
<tr>
<td>PRINCETON, NJ 08543</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>RICHARD J CARON FOUNDATION</td>
<td>N/A</td>
<td>501(c)(3)</td>
<td>PROGRAM SUPPORT</td>
<td>5,000</td>
</tr>
<tr>
<td>243 N CALEN HALL RD</td>
<td></td>
<td>PUBLIC CHARITY</td>
<td></td>
<td></td>
</tr>
<tr>
<td>WERNERSVILLE, PA 19565</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>RICHARD TUCKER MUSIC FESTIVAL</td>
<td>N/A</td>
<td>501(c)(3)</td>
<td>PROGRAM SUPPORT</td>
<td>10,000</td>
</tr>
<tr>
<td>1790 BROADWAY, SUITE 715</td>
<td></td>
<td>PUBLIC CHARITY</td>
<td></td>
<td></td>
</tr>
<tr>
<td>NEW YORK, NY 10019</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>SANTA FE OPERA</td>
<td>N/A</td>
<td>501(c)(3)</td>
<td>PROGRAM SUPPORT</td>
<td>5,000</td>
</tr>
<tr>
<td>301 OPERA DR</td>
<td></td>
<td>PUBLIC CHARITY</td>
<td></td>
<td></td>
</tr>
<tr>
<td>SANTA FE, NM 87506</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>SCHOOL DISTRICT OF PHILADELPHIA</td>
<td>N/A</td>
<td>501(c)(3)</td>
<td>PROGRAM SUPPORT</td>
<td>103,800</td>
</tr>
<tr>
<td>440 N BROAD ST</td>
<td></td>
<td>PUBLIC CHARITY</td>
<td></td>
<td></td>
</tr>
<tr>
<td>PHILADELPHIA, PA 19130</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>SEEDS OF PEACE</td>
<td>N/A</td>
<td>501(c)(3)</td>
<td>PROGRAM SUPPORT</td>
<td>7,500</td>
</tr>
<tr>
<td>370 LEXINGTON AVENUE, SUITE 1201</td>
<td></td>
<td>PUBLIC CHARITY</td>
<td></td>
<td></td>
</tr>
<tr>
<td>NEW YORK, NY 10017</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>SHOFUGO JAPANESE HOUSE AND GARDEN</td>
<td>N/A</td>
<td>501(c)(3)</td>
<td>PROGRAM SUPPORT</td>
<td>1,000</td>
</tr>
<tr>
<td>LANSDOWNE DR &amp; HORTICULTURAL DR</td>
<td></td>
<td>PUBLIC CHARITY</td>
<td></td>
<td></td>
</tr>
<tr>
<td>PHILADELPHIA, PA 19131</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>SIMON WIESENTHAL CENTER</td>
<td>N/A</td>
<td>501(c)(3)</td>
<td>PROGRAM SUPPORT</td>
<td>25,000</td>
</tr>
<tr>
<td>1399 ROXBURY DR</td>
<td></td>
<td>PUBLIC CHARITY</td>
<td></td>
<td></td>
</tr>
<tr>
<td>LOS ANGELES, CA 90035</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>SLATER JETT MEYERS FOUNDATION</td>
<td>N/A</td>
<td>501(c)(3)</td>
<td>PROGRAM SUPPORT</td>
<td>3,000</td>
</tr>
<tr>
<td>25 WOODGLEN DR</td>
<td></td>
<td>PUBLIC CHARITY</td>
<td></td>
<td></td>
</tr>
<tr>
<td>NEW CITY, NY 10956</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>SMILE TRAIN</td>
<td>N/A</td>
<td>501(c)(3)</td>
<td>PROGRAM SUPPORT</td>
<td>2,250</td>
</tr>
<tr>
<td>41 MADISON AVENUE</td>
<td></td>
<td>PUBLIC CHARITY</td>
<td></td>
<td></td>
</tr>
<tr>
<td>NEW YORK, NY 10010</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>Total from continuation sheets</strong></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Recipient</td>
<td>If recipient is an individual, show any relationship to any foundation manager or substantial contributor</td>
<td>Foundation status of recipient</td>
<td>Purpose of grant or contribution</td>
<td>Amount</td>
</tr>
<tr>
<td>-----------</td>
<td>--------------------------------------------------------------------------------------------------------------------------------</td>
<td>-------------------------------</td>
<td>----------------------------------</td>
<td>--------</td>
</tr>
<tr>
<td>SPEAK UP</td>
<td>N/A</td>
<td>501(c)(3)</td>
<td>PROGRAM SUPPORT</td>
<td>750.</td>
</tr>
<tr>
<td>E 528 LANCASTER AVE #50 ST DAVIDS, PA 19087</td>
<td></td>
<td>PUBLIC CHARITY</td>
<td></td>
<td></td>
</tr>
<tr>
<td>ST. PAUL’S LUTHERAN CHURCH</td>
<td>N/A</td>
<td>501(c)(3)</td>
<td>PROGRAM SUPPORT</td>
<td>3,000.</td>
</tr>
<tr>
<td>5918 N 5TH ST PHILADELPHIA, PA 19120</td>
<td></td>
<td>PUBLIC CHARITY</td>
<td></td>
<td></td>
</tr>
<tr>
<td>TEL AVIV UNIVERSITY</td>
<td>N/A</td>
<td>501(c)(3)</td>
<td>PROGRAM SUPPORT</td>
<td>50,000.</td>
</tr>
<tr>
<td>P.O. BOX 39040 TEL AVIV, ISRAEL 6997801</td>
<td></td>
<td>PUBLIC CHARITY</td>
<td></td>
<td></td>
</tr>
<tr>
<td>THE BARNES FOUNDATION</td>
<td>N/A</td>
<td>501(c)(3)</td>
<td>PROGRAM SUPPORT</td>
<td>1,269,969.</td>
</tr>
<tr>
<td>2025 BENJAMIN FRANKLIN PARKWAY PHILADELPHIA, PA 19130</td>
<td></td>
<td>PUBLIC CHARITY</td>
<td></td>
<td></td>
</tr>
<tr>
<td>THE CARNEGIE HALL SOCIETY</td>
<td>N/A</td>
<td>501(c)(3)</td>
<td>PROGRAM SUPPORT</td>
<td>15,000.</td>
</tr>
<tr>
<td>437 MADISON AVENUE NEW YORK, NY 10022</td>
<td></td>
<td>PUBLIC CHARITY</td>
<td></td>
<td></td>
</tr>
<tr>
<td>THE CHAPIN SCHOOL</td>
<td>N/A</td>
<td>501(c)(3)</td>
<td>PROGRAM SUPPORT</td>
<td>187,500.</td>
</tr>
<tr>
<td>100 EAST END AVENUE NEW YORK, NY 10028</td>
<td></td>
<td>PUBLIC CHARITY</td>
<td></td>
<td></td>
</tr>
<tr>
<td>THE CROSSING</td>
<td>N/A</td>
<td>501(c)(3)</td>
<td>PROGRAM SUPPORT</td>
<td>500.</td>
</tr>
<tr>
<td>8855 GERMANTOWN AVE. PHILADELPHIA, PA 19118</td>
<td></td>
<td>PUBLIC CHARITY</td>
<td></td>
<td></td>
</tr>
<tr>
<td>THE CURTIS INSTITUTE OF MUSIC</td>
<td>N/A</td>
<td>501(c)(3)</td>
<td>PROGRAM SUPPORT</td>
<td>5,000.</td>
</tr>
<tr>
<td>1726 LOCUST STREET PHILADELPHIA, PA 19103</td>
<td></td>
<td>PUBLIC CHARITY</td>
<td></td>
<td></td>
</tr>
<tr>
<td>THE FORWARD</td>
<td>N/A</td>
<td>501(c)(3)</td>
<td>PROGRAM SUPPORT</td>
<td>25,000.</td>
</tr>
<tr>
<td>125 MAIDEN LANE NEW YORK, NY 10038</td>
<td></td>
<td>PUBLIC CHARITY</td>
<td></td>
<td></td>
</tr>
<tr>
<td>THE FREE LIBRARY OF PHILADELPHIA</td>
<td>N/A</td>
<td>501(c)(3)</td>
<td>PROGRAM SUPPORT</td>
<td>25,000.</td>
</tr>
<tr>
<td>18 S 7TH ST PHILADELPHIA, PA 19106</td>
<td></td>
<td>PUBLIC CHARITY</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

Total from continuation sheets
<table>
<thead>
<tr>
<th>Recipient</th>
<th>If recipient is an individual, show any relationship to any foundation manager or substantial contributor</th>
<th>Foundation status of recipient</th>
<th>Purpose of grant or contribution</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>THE SMITH MEMORIAL PLAYGROUND</td>
<td>N/A</td>
<td>501(c)(3)</td>
<td>PROGRAM SUPPORT</td>
<td>7,500.</td>
</tr>
<tr>
<td>3500 RESERVOIR DR</td>
<td></td>
<td>PUBLIC CHARITY</td>
<td></td>
<td></td>
</tr>
<tr>
<td>PHILADELPHIA, PA 19121</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>THE STEPHEN GAYNOR SCHOOL</td>
<td>N/A</td>
<td>501(c)(3)</td>
<td>PROGRAM SUPPORT</td>
<td>90,000.</td>
</tr>
<tr>
<td>148 WEST 90TH STREET</td>
<td></td>
<td>PUBLIC CHARITY</td>
<td></td>
<td></td>
</tr>
<tr>
<td>NEW YORK, NY 10024</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>TRUST FOR PUBLIC LAND</td>
<td>N/A</td>
<td>501(c)(3)</td>
<td>PROGRAM SUPPORT</td>
<td>8,000.</td>
</tr>
<tr>
<td>1501 CHERRY ST</td>
<td></td>
<td>PUBLIC CHARITY</td>
<td></td>
<td></td>
</tr>
<tr>
<td>PHILADELPHIA, PA 19102</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>TRUSTEES OF THE UNIVERSITY OF PENNSYLVIA</td>
<td>N/A</td>
<td>501(c)(3)</td>
<td>PROGRAM SUPPORT</td>
<td>396,000.</td>
</tr>
<tr>
<td>3451 WALNUT STREET ROOM 329</td>
<td></td>
<td>PUBLIC CHARITY</td>
<td></td>
<td></td>
</tr>
<tr>
<td>PHILADELPHIA, PA 19104</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>TUFTS UNIVERSITY</td>
<td>N/A</td>
<td>501(c)(3)</td>
<td>PROGRAM SUPPORT</td>
<td>156,000.</td>
</tr>
<tr>
<td>419 BOSTON AVE</td>
<td></td>
<td>PUBLIC CHARITY</td>
<td></td>
<td></td>
</tr>
<tr>
<td>MEDFORD, MA 02155</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>UNITED WAY OF GREATER PHILADELPA</td>
<td>N/A</td>
<td>501(c)(3)</td>
<td>PROGRAM SUPPORT</td>
<td>20,000.</td>
</tr>
<tr>
<td>1709 BENJAMIN FRANKLIN PARKWAY</td>
<td></td>
<td>PUBLIC CHARITY</td>
<td></td>
<td></td>
</tr>
<tr>
<td>PHILADELPHIA, PA 19103</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>UNIVERSITY OF CHICAGO</td>
<td>N/A</td>
<td>501(c)(3)</td>
<td>PROGRAM SUPPORT</td>
<td>5,001,000.</td>
</tr>
<tr>
<td>5801 SOUTH ELLIS AVENUE</td>
<td></td>
<td>PUBLIC CHARITY</td>
<td></td>
<td></td>
</tr>
<tr>
<td>CHICAGO, IL 60637</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>WHYY</td>
<td>N/A</td>
<td>501(c)(3)</td>
<td>PROGRAM SUPPORT</td>
<td>820,675.</td>
</tr>
<tr>
<td>150 N, 6TH STREET</td>
<td></td>
<td>PUBLIC CHARITY</td>
<td></td>
<td></td>
</tr>
<tr>
<td>PHILADELPHIA, PA 19106</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>WOLF PERFORMING ARTS CENTER</td>
<td>N/A</td>
<td>501(c)(3)</td>
<td>PROGRAM SUPPORT</td>
<td>13,250.</td>
</tr>
<tr>
<td>P.O. BOX 434</td>
<td></td>
<td>PUBLIC CHARITY</td>
<td></td>
<td></td>
</tr>
<tr>
<td>NARBERTH, PA 19072</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>WRTI TEMPLE UNIVERSITY</td>
<td>N/A</td>
<td>501(c)(3)</td>
<td>PROGRAM SUPPORT</td>
<td>10,000.</td>
</tr>
<tr>
<td>1509 CECIL B. MOORE AVENUE, 3RD FLOOR</td>
<td></td>
<td>PUBLIC CHARITY</td>
<td></td>
<td></td>
</tr>
<tr>
<td>PHILADELPHIA, PA 19121</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

Total from continuation sheets
<table>
<thead>
<tr>
<th>Recipient</th>
<th>If recipient is an individual, show any relationship to any foundation manager or substantial contributor</th>
<th>Foundation status of recipient</th>
<th>Purpose of grant or contribution</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>YIVO INSTITUTE 15 W 16TH ST NEW YORK, NY 10011</td>
<td>N/A</td>
<td>501(C)(3)</td>
<td>PUBLIC CHARITY</td>
<td>750.</td>
</tr>
<tr>
<td>YOUTH MENTORING PARTNERSHIP 20 LIBERTY BLVD, SUITE A-9 MALVERNE, PA 11555</td>
<td>N/A</td>
<td>501(C)(3)</td>
<td>PUBLIC CHARITY</td>
<td>450.</td>
</tr>
<tr>
<td>ZOOLOGICAL SOCIETY OF PHILADELPHIA 3400 WEST GIRARD AVENUE PHILADELPHIA, PA 19104</td>
<td>N/A</td>
<td>501(C)(3)</td>
<td>PUBLIC CHARITY</td>
<td>2,000.</td>
</tr>
<tr>
<td>ASSOCIATED ALUMNI OF THE CENTRAL HIGH SCHOOL P.O. BOX 26580 PHILADELPHIA, PA 19141</td>
<td>N/A</td>
<td>501(C)(3)</td>
<td>PUBLIC CHARITY</td>
<td>40,000.</td>
</tr>
<tr>
<td>ASSOCIATION FOR PUBLIC ART 1528 WALNUT STREET, SUITE 1000 PHILADELPHIA, PA 19102</td>
<td>N/A</td>
<td>501(C)(3)</td>
<td>PUBLIC CHARITY</td>
<td>1,000.</td>
</tr>
</tbody>
</table>

Total from continuation sheets
### UNDERPAYMENT OF ESTIMATED TAX WORKSHEET

**Name(s)**

<table>
<thead>
<tr>
<th>(A) Date</th>
<th>(B) Amount</th>
<th>(C) Adjusted Balance Due</th>
<th>(D) Number Days Balance Due</th>
<th>(E) Daily Penalty Rate</th>
<th>(F) Penalty</th>
</tr>
</thead>
<tbody>
<tr>
<td>04/15/16</td>
<td>96,002.</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>04/15/16</td>
<td>-39,319.</td>
<td>56,683.</td>
<td>30</td>
<td>.000109290</td>
<td>186.</td>
</tr>
<tr>
<td>05/15/16</td>
<td>96,002.</td>
<td>152,685.</td>
<td>92</td>
<td>.000109290</td>
<td>1,535.</td>
</tr>
<tr>
<td>08/15/16</td>
<td>96,001.</td>
<td>248,686.</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>08/15/16</td>
<td>-550,000.</td>
<td>-301,314.</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>11/15/16</td>
<td>96,002.</td>
<td>-205,312.</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>12/31/16</td>
<td>0.</td>
<td>-205,312.</td>
<td>105</td>
<td>.000109589</td>
<td></td>
</tr>
</tbody>
</table>

**Penalty Due (Sum of Column F)**

1,721.

*Date of estimated tax payment, withholding credit date or installment due date.*
<table>
<thead>
<tr>
<th>DESCRIPTION OF PROPERTY</th>
<th>MANNER ACQUIRED</th>
<th>DATE ACQUIRED</th>
<th>DATE SOLD</th>
<th>(B) GROSS SALES PRICE</th>
<th>(C) COST OR OTHER BASIS</th>
<th>(D) EXPENSE OF SALE</th>
<th>(E) DEPREC.</th>
<th>(F) GAIN OR LOSS</th>
</tr>
</thead>
<tbody>
<tr>
<td>JPM PRIME MM FUND - CAP FUND</td>
<td></td>
<td>10/11/16</td>
<td>10/11/16</td>
<td>52,005,200.</td>
<td>52,000,000.</td>
<td>0.</td>
<td>0.</td>
<td>5,200.</td>
</tr>
<tr>
<td>HIGHFIELDS CAPITAL II REDEMPTION</td>
<td>PURCHASED</td>
<td>VARIOUS</td>
<td>01/29/16</td>
<td>160.</td>
<td>0.</td>
<td>0.</td>
<td>0.</td>
<td>160.</td>
</tr>
<tr>
<td>75,000 SHS ARAMARK STOCK</td>
<td>VARIOUS</td>
<td>04/19/16</td>
<td></td>
<td>2,545,717.</td>
<td>2,548,125.</td>
<td>0.</td>
<td>0.</td>
<td>-2,408.</td>
</tr>
<tr>
<td>25,000 SHS ARAMARK STOCK</td>
<td>VARIOUS</td>
<td>04/19/16</td>
<td></td>
<td>848,404.</td>
<td>854,875.</td>
<td>0.</td>
<td>0.</td>
<td>-6,471.</td>
</tr>
<tr>
<td>DESCRIPTION OF PROPERTY</td>
<td>50,000 SHS ARAMARK STOCK</td>
<td>MANNER ACQUIRED</td>
<td>DATE ACQUIRED</td>
<td>DATE SOLD</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>--------------------------</td>
<td>--------------------------</td>
<td>----------------</td>
<td>--------------</td>
<td>-----------</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>(B) GROSS SALES PRICE</td>
<td>1,714,104</td>
<td>(C) VALUE AT TIME OF ACQ.</td>
<td>1,706,000.</td>
<td>(D) EXPENSE OF SALE</td>
<td>0.</td>
<td>(E) DEPRE.</td>
<td>0.</td>
<td>(F) GAIN OR LOSS</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>DESCRIPTION OF PROPERTY</th>
<th>24,195 SHS ARAMARK STOCK</th>
<th>MANNER ACQUIRED</th>
<th>DATE ACQUIRED</th>
<th>DATE SOLD</th>
</tr>
</thead>
<tbody>
<tr>
<td>(B) GROSS SALES PRICE</td>
<td>825,778</td>
<td>(C) VALUE AT TIME OF ACQ.</td>
<td>820,452.</td>
<td>(D) EXPENSE OF SALE</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>DESCRIPTION OF PROPERTY</th>
<th>100,000 SHS GRUBHUB STOCK</th>
<th>MANNER ACQUIRED</th>
<th>DATE ACQUIRED</th>
<th>DATE SOLD</th>
</tr>
</thead>
<tbody>
<tr>
<td>(B) GROSS SALES PRICE</td>
<td>3,055,826</td>
<td>(C) VALUE AT TIME OF ACQ.</td>
<td>3,023,000.</td>
<td>(D) EXPENSE OF SALE</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>DESCRIPTION OF PROPERTY</th>
<th>1,583 SHS GRUBHUB STOCK</th>
<th>MANNER ACQUIRED</th>
<th>DATE ACQUIRED</th>
<th>DATE SOLD</th>
</tr>
</thead>
<tbody>
<tr>
<td>(B) GROSS SALES PRICE</td>
<td>48,415</td>
<td>(C) VALUE AT TIME OF ACQ.</td>
<td>49,287.</td>
<td>(D) EXPENSE OF SALE</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>DESCRIPTION OF PROPERTY</th>
<th>5,000 SHS GRUBHUB STOCK</th>
<th>MANNER ACQUIRED</th>
<th>DATE ACQUIRED</th>
<th>DATE SOLD</th>
</tr>
</thead>
<tbody>
<tr>
<td>(B) GROSS SALES PRICE</td>
<td>155,282</td>
<td>(C) VALUE AT TIME OF ACQ.</td>
<td>153,525.</td>
<td>(D) EXPENSE OF SALE</td>
</tr>
</tbody>
</table>
## THE NEUBAUER FAMILY FOUNDATION 25-6627704

<table>
<thead>
<tr>
<th>Description of Property</th>
<th>Manner Acquired</th>
<th>Date Acquired</th>
<th>Date Sold</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>68,434 SHS GRUBHUB STOCK</strong></td>
<td></td>
<td>VARIOUS</td>
<td>07/12/16</td>
</tr>
<tr>
<td>(B) Gross Sales Price</td>
<td>2,127,904</td>
<td>(C) Value at Time of Acq.</td>
<td>2,164,910</td>
</tr>
<tr>
<td>(D) Expense of Sale</td>
<td>0.</td>
<td>(E) Deprec.</td>
<td>0.</td>
</tr>
<tr>
<td>(F) Gain or Loss</td>
<td>-37,006</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Description of Property</th>
<th>Manner Acquired</th>
<th>Date Acquired</th>
<th>Date Sold</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>200,000 SHS ARAMARK STOCK</strong></td>
<td></td>
<td>VARIOUS</td>
<td>07/13/16</td>
</tr>
<tr>
<td>(B) Gross Sales Price</td>
<td>6,912,936</td>
<td>(C) Value at Time of Acq.</td>
<td>6,895,000</td>
</tr>
<tr>
<td>(D) Expense of Sale</td>
<td>0.</td>
<td>(E) Deprec.</td>
<td>0.</td>
</tr>
<tr>
<td>(F) Gain or Loss</td>
<td>17,936</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Description of Property</th>
<th>Manner Acquired</th>
<th>Date Acquired</th>
<th>Date Sold</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>100,000 SHS ARAMARK STOCK</strong></td>
<td></td>
<td>VARIOUS</td>
<td>07/14/16</td>
</tr>
<tr>
<td>(B) Gross Sales Price</td>
<td>3,457,151</td>
<td>(C) Value at Time of Acq.</td>
<td>3,447,500</td>
</tr>
<tr>
<td>(D) Expense of Sale</td>
<td>0.</td>
<td>(E) Deprec.</td>
<td>0.</td>
</tr>
<tr>
<td>(F) Gain or Loss</td>
<td>9,651</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Description of Property</th>
<th>Manner Acquired</th>
<th>Date Acquired</th>
<th>Date Sold</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>100,000 SHS ARAMARK STOCK</strong></td>
<td></td>
<td>VARIOUS</td>
<td>07/15/16</td>
</tr>
<tr>
<td>(B) Gross Sales Price</td>
<td>3,479,379</td>
<td>(C) Value at Time of Acq.</td>
<td>3,447,500</td>
</tr>
<tr>
<td>(D) Expense of Sale</td>
<td>0.</td>
<td>(E) Deprec.</td>
<td>0.</td>
</tr>
<tr>
<td>(F) Gain or Loss</td>
<td>31,879</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Description of Property</th>
<th>Manner Acquired</th>
<th>Date Acquired</th>
<th>Date Sold</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>CAPITAL GAINS FROM NEXT EGG INVESTMENTS (NFF)</strong></td>
<td>PURCHASED</td>
<td>VARIOUS</td>
<td>12/31/15</td>
</tr>
<tr>
<td>(B) Gross Sales Price</td>
<td>9,654,096</td>
<td>(C) Cost or Other Basis</td>
<td>0.</td>
</tr>
<tr>
<td>(D) Expense of Sale</td>
<td>0.</td>
<td>(E) Deprec.</td>
<td>0.</td>
</tr>
<tr>
<td>(F) Gain or Loss</td>
<td>9,654,096</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Description of Property</td>
<td>Manner Acquired</td>
<td>Date Acquired</td>
<td>Date Sold</td>
</tr>
<tr>
<td>---------------------------------</td>
<td>-----------------</td>
<td>---------------</td>
<td>-----------</td>
</tr>
<tr>
<td>Capital Gains from Next Egg Investments (NFF)</td>
<td>Purchased</td>
<td>Various</td>
<td>12/31/15</td>
</tr>
<tr>
<td><strong>B</strong> Gross Sales Price</td>
<td><strong>C</strong> Cost or Other Basis</td>
<td><strong>D</strong> Expense of Sale</td>
<td><strong>E</strong> Deprec.</td>
</tr>
<tr>
<td>13,624,958.</td>
<td>0.</td>
<td>0.</td>
<td>0.</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Description of Property</th>
<th>Manner Acquired</th>
<th>Date Acquired</th>
<th>Date Sold</th>
</tr>
</thead>
<tbody>
<tr>
<td>High Bridge Capital</td>
<td>Purchased</td>
<td>Various</td>
<td>01/08/16</td>
</tr>
<tr>
<td><strong>B</strong> Gross Sales Price</td>
<td><strong>C</strong> Cost or Other Basis</td>
<td><strong>D</strong> Expense of Sale</td>
<td><strong>E</strong> Deprec.</td>
</tr>
<tr>
<td>6,571.</td>
<td>0.</td>
<td>0.</td>
<td>0.</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Description of Property</th>
<th>Manner Acquired</th>
<th>Date Acquired</th>
<th>Date Sold</th>
</tr>
</thead>
<tbody>
<tr>
<td>25,028 SHS Grubhub Stock</td>
<td>Various</td>
<td>07/13/16</td>
<td></td>
</tr>
<tr>
<td><strong>B</strong> Gross Sales Price</td>
<td><strong>C</strong> Value at Time of Acq.</td>
<td><strong>D</strong> Expense of Sale</td>
<td><strong>E</strong> Deprec.</td>
</tr>
<tr>
<td>787,635.</td>
<td>785,629.</td>
<td>0.</td>
<td>0.</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Description of Property</th>
<th>Manner Acquired</th>
<th>Date Acquired</th>
<th>Date Sold</th>
</tr>
</thead>
<tbody>
<tr>
<td>TPG Axon</td>
<td>Purchased</td>
<td>Various</td>
<td>12/31/15</td>
</tr>
<tr>
<td><strong>B</strong> Gross Sales Price</td>
<td><strong>C</strong> Cost or Other Basis</td>
<td><strong>D</strong> Expense of Sale</td>
<td><strong>E</strong> Deprec.</td>
</tr>
<tr>
<td>107,446.</td>
<td>451,630.</td>
<td>0.</td>
<td>0.</td>
</tr>
</tbody>
</table>

Capital Gains Dividends from Part IV

Total to Form 990-PF, Part I, Line 6A

23,009,529.
**THE NEUBAUER FAMILY FOUNDATION**

### FORM 990-PF

**DIVIDENDS AND INTEREST FROM SECURITIES**

<table>
<thead>
<tr>
<th>SOURCE</th>
<th>GROSS AMOUNT</th>
<th>CAPITAL GAINS DIVIDENDS</th>
<th>(A) REVENUE PER BOOKS</th>
<th>(B) NET INVESTMENT INCOME</th>
<th>(C) ADJUSTED NET INCOME</th>
</tr>
</thead>
<tbody>
<tr>
<td>DIVIDENDS FROM NEXT EGG INVESTMENTS (NFF) PASSTHROUGH K-1S</td>
<td>1,451,343.</td>
<td>0.</td>
<td>1,451,343.</td>
<td>1,451,343.</td>
<td></td>
</tr>
<tr>
<td>INTEREST FROM NEXT EGG INVESTMENTS (NFF) PASSTHROUGH K-1S</td>
<td>13,083,553.</td>
<td>0.</td>
<td>13,083,553.</td>
<td>12,938,045.</td>
<td></td>
</tr>
<tr>
<td>INTEREST INCOME</td>
<td>33,775.</td>
<td>0.</td>
<td>33,775.</td>
<td>33,775.</td>
<td></td>
</tr>
<tr>
<td>OTHER DIVIDEND INCOME</td>
<td>234,695.</td>
<td>0.</td>
<td>234,695.</td>
<td>234,695.</td>
<td></td>
</tr>
<tr>
<td><strong>TO PART I, LINE 4</strong></td>
<td><strong>14,803,366.</strong></td>
<td>0.</td>
<td><strong>14,803,366.</strong></td>
<td><strong>14,657,858.</strong></td>
<td></td>
</tr>
</tbody>
</table>

### FORM 990-PF

**OTHER INCOME**

<table>
<thead>
<tr>
<th>DESCRIPTION</th>
<th>(A) REVENUE PER BOOKS</th>
<th>(B) NET INVESTMENT INCOME</th>
<th>(C) ADJUSTED NET INCOME</th>
</tr>
</thead>
<tbody>
<tr>
<td>K-1 LOSS FROM NEXT EGG INVESTMENTS (NFF) PASSTHROUGH K-1S</td>
<td>-11,836,074.</td>
<td>-11,836,074.</td>
<td></td>
</tr>
<tr>
<td>ADJUST FOR INCOME ALLOCATED TO FORM 990-T</td>
<td>0.</td>
<td>-13,261,088.</td>
<td></td>
</tr>
<tr>
<td><strong>TOTAL TO FORM 990-PF, PART I, LINE 11</strong></td>
<td><strong>-11,836,074.</strong></td>
<td><strong>-25,097,162.</strong></td>
<td></td>
</tr>
</tbody>
</table>

### FORM 990-PF

**ACCOUNTING FEES**

<table>
<thead>
<tr>
<th>DESCRIPTION</th>
<th>(A) EXPENSES PER BOOKS</th>
<th>(B) NET INVESTMENT INCOME</th>
<th>(C) ADJUSTED NET INCOME</th>
<th>(D) CHARITABLE PURPOSES</th>
</tr>
</thead>
<tbody>
<tr>
<td>PROFESSIONAL FEES</td>
<td>127,460.</td>
<td>25,492.</td>
<td></td>
<td>101,968.</td>
</tr>
<tr>
<td><strong>TO FORM 990-PF, PG 1, LN 16B</strong></td>
<td><strong>127,460.</strong></td>
<td><strong>25,492.</strong></td>
<td></td>
<td><strong>101,968.</strong></td>
</tr>
</tbody>
</table>

**STATEMENT(S) 2, 3, 4**
### FORM 990-PF

#### OTHER PROFESSIONAL FEES

<table>
<thead>
<tr>
<th>DESCRIPTION</th>
<th>(A) EXPENSES PER BOOKS</th>
<th>(B) NET INVESTMENT INCOME</th>
<th>(C) ADJUSTED NET INCOME</th>
<th>(D) CHARITABLE PURPOSES</th>
</tr>
</thead>
<tbody>
<tr>
<td>CONSULTING EXPENSES</td>
<td>7,683.</td>
<td>0.</td>
<td></td>
<td>7,683.</td>
</tr>
<tr>
<td>CONTRACTOR EXPENSES</td>
<td>34,100.</td>
<td>0.</td>
<td></td>
<td>34,100.</td>
</tr>
<tr>
<td>INVESTMENT MANAGEMENT FEES</td>
<td>2,682.</td>
<td>2,682.</td>
<td></td>
<td>0.</td>
</tr>
<tr>
<td><strong>TO FORM 990-PF, PG 1, LN 16C</strong></td>
<td>44,465.</td>
<td>2,682.</td>
<td></td>
<td>41,783.</td>
</tr>
</tbody>
</table>

#### TAXES

<table>
<thead>
<tr>
<th>DESCRIPTION</th>
<th>(A) EXPENSES PER BOOKS</th>
<th>(B) NET INVESTMENT INCOME</th>
<th>(C) ADJUSTED NET INCOME</th>
<th>(D) CHARITABLE PURPOSES</th>
</tr>
</thead>
<tbody>
<tr>
<td>NET FEDERAL EXCISE TAX</td>
<td>6,700,000.</td>
<td>0.</td>
<td></td>
<td>0.</td>
</tr>
<tr>
<td>PAYROLL TAXES</td>
<td>17,888.</td>
<td>0.</td>
<td></td>
<td>17,888.</td>
</tr>
<tr>
<td><strong>TO FORM 990-PF, PG 1, LN 18</strong></td>
<td>6,717,888.</td>
<td>0.</td>
<td></td>
<td>17,888.</td>
</tr>
</tbody>
</table>

#### OTHER EXPENSES

<table>
<thead>
<tr>
<th>DESCRIPTION</th>
<th>(A) EXPENSES PER BOOKS</th>
<th>(B) NET INVESTMENT INCOME</th>
<th>(C) ADJUSTED NET INCOME</th>
<th>(D) CHARITABLE PURPOSES</th>
</tr>
</thead>
<tbody>
<tr>
<td>BANK FEES</td>
<td>225.</td>
<td>225.</td>
<td></td>
<td>0.</td>
</tr>
<tr>
<td>SPONSORSHIP OF FUNDRAISING</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>EVENTS FOR PUBLIC CHARITIES</td>
<td>11,000.</td>
<td>0.</td>
<td></td>
<td>11,000.</td>
</tr>
<tr>
<td>OFFICE EXPENSES</td>
<td>25,576.</td>
<td>5,115.</td>
<td></td>
<td>20,461.</td>
</tr>
<tr>
<td>DUES AND SUBSCRIPTIONS</td>
<td>1,872.</td>
<td>0.</td>
<td></td>
<td>1,872.</td>
</tr>
<tr>
<td>PAYROLL PROCESSING FEE</td>
<td>1,513.</td>
<td>0.</td>
<td></td>
<td>1,513.</td>
</tr>
<tr>
<td>INSURANCE EXPENSES</td>
<td>1,046.</td>
<td>0.</td>
<td></td>
<td>1,046.</td>
</tr>
<tr>
<td><strong>TO FORM 990-PF, PG 1, LN 23</strong></td>
<td>41,232.</td>
<td>5,340.</td>
<td></td>
<td>35,892.</td>
</tr>
</tbody>
</table>
### CORPORATE STOCK

<table>
<thead>
<tr>
<th>DESCRIPTION</th>
<th>BOOK VALUE</th>
<th>FAIR MARKET VALUE</th>
</tr>
</thead>
<tbody>
<tr>
<td>UBS SECURITIES</td>
<td>1,780,170</td>
<td>5,122,562</td>
</tr>
<tr>
<td>MONDELEZ INTERNATIONAL</td>
<td>2,181,217</td>
<td>2,062,000</td>
</tr>
<tr>
<td>BMO GLOBAL LOW VOLATILITY</td>
<td>8,000,000</td>
<td>7,731,200</td>
</tr>
<tr>
<td><strong>TOTAL TO FORM 990-PF, PART II, LINE 10B</strong></td>
<td><strong>11,961,387</strong></td>
<td><strong>14,915,762</strong></td>
</tr>
</tbody>
</table>

### OTHER INVESTMENTS

<table>
<thead>
<tr>
<th>DESCRIPTION</th>
<th>VALUATION METHOD</th>
<th>BOOK VALUE</th>
<th>FAIR MARKET VALUE</th>
</tr>
</thead>
<tbody>
<tr>
<td>ELLIOT INTERNATIONAL LTD</td>
<td>COST</td>
<td>5,000,000</td>
<td>10,254,717</td>
</tr>
<tr>
<td>NEXT EGG INVESTMENTS (NFF), LP</td>
<td>COST</td>
<td>260,610,484</td>
<td>292,100,120</td>
</tr>
<tr>
<td><strong>TOTAL TO FORM 990-PF, PART II, LINE 13</strong></td>
<td><strong>265,610,484</strong></td>
<td><strong>302,354,837</strong></td>
<td></td>
</tr>
</tbody>
</table>

### TRANSFERS TO CONTROLLED ENTITIES

<table>
<thead>
<tr>
<th>NAME OF CONTROLLED ENTITY</th>
<th>EMPLOYER ID NO</th>
</tr>
</thead>
<tbody>
<tr>
<td>NEXT EGG INVESTMENTS (NFF), LP - FOUNDATION OWNS 100% CAPITAL 96.12% INCOME</td>
<td>80-0696650</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>ADDRESS</th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>C/O 1650 MARKET STREET, SUITE 4500</td>
<td></td>
</tr>
<tr>
<td>PHILADELPHIA, PA 19103-7341</td>
<td></td>
</tr>
</tbody>
</table>

**DESCRIPTION OF TRANSFER**

PARTNERSHIP CAPITAL CONTRIBUTIONS.

<table>
<thead>
<tr>
<th>AMOUNT OF TRANSFER</th>
</tr>
</thead>
<tbody>
<tr>
<td>5,009,928.</td>
</tr>
</tbody>
</table>

**TOTAL AMOUNT OF TRANSFERS TO CONTROLLED ENTITIES**

<p>| |</p>
<table>
<thead>
<tr>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>5,009,928.</td>
</tr>
</tbody>
</table>
THE NEUBAUER FAMILY FOUNDATION

FORM 990-PF  TRANSFERS FROM CONTROLLED ENTITIES
PART VII-A, LINE 11

NAME OF CONTROLLED ENTITY
NEXT EGG INVESTMENTS (NPF), LP - FOUNDATION OWNS 100%
CAPITAL 96.12% INCOME

ADDRESS
C/O 1650 MARKET STREET, SUITE 4500
PHILADELPHIA, PA 19103-7341

DESCRIPTION OF TRANSFER
PARTNERSHIP CAPITAL DISTRIBUTIONS AND RETURN OF CAPITAL.

AMOUNT OF TRANSFER
12,227,774.

TOTAL AMOUNT OF TRANSFERS FROM CONTROLLED ENTITIES
12,227,774.
THE NEUBAUER FAMILY FOUNDATION

FORM 990-PF

LIST OF CONTROLLED ENTITIES

PART VII-A, LINE 11

NAME OF CONTROLLED ENTITY

NEXT EGG INVESTMENTS (NFF), LP - FOUNDATION OWNS 100%
CAPITAL 96.12% INCOME

ADDRESS

C/O 1650 MARKET STREET, SUITE 4500
PHILADELPHIA, PA 19103-7341

EMPLOYER ID NO

80-0696650

EXCESS BUSINESS HOLDING [ ] YES [X] NO

NAME OF CONTROLLED ENTITY

NEXT EGG INVESTMENTS (NFF), LP - FOUNDATION OWNS 100%
CAPITAL 96.12% INCOME

ADDRESS

C/O 1650 MARKET STREET, SUITE 4500
PHILADELPHIA, PA 19103-7341

EMPLOYER ID NO

80-0696650

EXCESS BUSINESS HOLDING [ ] YES [X] NO

STATEMENT(S) 12