

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value			
Assets	1	Cash—non-interest-bearing	49,428	476,782	476,782		
	2	Savings and temporary cash investments					
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____					
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____					
	5	Grants receivable					
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)					
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____					
	8	Inventories for sale or use					
	9	Prepaid expenses and deferred charges					
	10a	Investments—U S and state government obligations (attach schedule)					
	b	Investments—corporate stock (attach schedule)					
	c	Investments—corporate bonds (attach schedule)					
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____					
	12	Investments—mortgage loans					
	13	Investments—other (attach schedule)	167,549,665	172,435,376	172,435,376		
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____					
15	Other assets (describe ▶ _____)	0	495,107	495,107			
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	167,599,093	173,407,265	173,407,265			
Liabilities	17	Accounts payable and accrued expenses					
	18	Grants payable		100,000			
	19	Deferred revenue					
	20	Loans from officers, directors, trustees, and other disqualified persons	1,000,000				
	21	Mortgages and other notes payable (attach schedule)					
	22	Other liabilities (describe ▶ _____)					
	23	Total liabilities (add lines 17 through 22)	1,000,000	100,000			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.						
	24	Unrestricted					
	25	Temporarily restricted					
	26	Permanently restricted					
	Foundations that do not follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 27 through 31.						
	27	Capital stock, trust principal, or current funds	0	0			
	28	Paid-in or capital surplus, or land, bldg, and equipment fund	0	0			
	29	Retained earnings, accumulated income, endowment, or other funds	166,599,093	173,307,265			
30	Total net assets or fund balances (see instructions)	166,599,093	173,307,265				
31	Total liabilities and net assets/fund balances (see instructions) .	167,599,093	173,407,265				

Part III Analysis of Changes in Net Assets or Fund Balances			
1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	166,599,093
2	Enter amount from Part I, line 27a	2	6,708,172
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3	4	173,307,265
5	Decreases not included in line 2 (itemize) ▶ _____	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6	173,307,265

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss) <div style="float: right; font-size: small;"> { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 } </div>	2	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2017	8,103,036	160,527,442	0 050478
2016	7,090,740	148,111,418	0 047874
2015	5,396,919	153,519,681	0 035155
2014	5,144,941	125,486,452	0 041000
2013	3,889,231	100,556,352	0 038677

2 Total of line 1, column (d)	2	0 213184
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5 0, or by the number of years the foundation has been in existence if less than 5 years	3	0 042637
4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5	4	169,747,622
5 Multiply line 4 by line 3	5	7,237,529
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	134,615
7 Add lines 5 and 6	7	7,372,144
8 Enter qualifying distributions from Part XII, line 4	8	7,220,646

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






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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	269,230
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0
3	Add lines 1 and 2.	3	269,230
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	269,230
6	Credits/Payments		
a	2018 estimated tax payments and 2017 overpayment credited to 2018	6a	350,979
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	0
d	Backup withholding erroneously withheld	6d	0
7	Total credits and payments. Add lines 6a through 6d.	7	350,979
8	Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	0
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	81,749
11	Enter the amount of line 10 to be Credited to 2019 estimated tax <input type="checkbox"/> 81,749 Refunded <input type="checkbox"/>	11	0



Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? (see Instructions for definition). <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>	1b	No
c Did the foundation file Form 1120-POL for this year?	1c	No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ 0 (2) On foundation managers <input type="checkbox"/> \$ 0		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ 0		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>	2	No
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	3	No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	No
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>	5	No
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	7	Yes
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> NY		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i> .	8b	Yes
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2018 or the taxable year beginning in 2018? See the instructions for Part XIV. <i>If "Yes," complete Part XIV</i>	9	No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10	No

Part VII-A Statements Regarding Activities (continued)




















11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule See instructions 	11	Yes	
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement See instructions 	12	Yes	
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address  N/A	13	Yes	
14	The books are in care of  RANDI SANDERS Telephone no  (212) 320-5738			

Located at  C/O JSCM 888 7TH AVENUE 40TH FLOOR NEW YORK NY ZIP+4  10106

15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —check here 	15	
16	At any time during calendar year 2018, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114 If "Yes", enter the name of the foreign country 	16	Yes No

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

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

1a	During the year did the foundation (either directly or indirectly)		Yes	No
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?  Yes  No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?  Yes  No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?  Yes  No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?  Yes  No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?  Yes  No			
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days).  Yes  No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions 	1b		
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2018?	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2018, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2018?  Yes  No If "Yes," list the years  20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions).	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here  20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?  Yes  No			
b	If "Yes," did it have excess business holdings in 2018 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period?(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2018).	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2018?	4b		No

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

5a	During the year did the foundation pay or incur any amount to		Yes	No
(1)	Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions.	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions.		5b	
	Organizations relying on a current notice regarding disaster assistance check here.	<input checked="" type="checkbox"/>		
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? If "Yes," attach the statement required by Regulations section 53.4945–5(d)	<input type="checkbox"/> Yes <input type="checkbox"/> No		
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	6b	No
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	7b	
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?			
8	Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation. See instructions				
(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
JONATHAN SOROS C/O JSCM 888 7TH AVENUE 40TH FLOOR NEW YORK, NY 10106	CHAIRMAN 1 00	0	0	0
JENNIFER ALLAN C/O JSCM 888 7TH AVENUE 40TH FLOOR NEW YORK, NY 10106	PRESIDENT 1 00	0	0	0
DANIEL R EULE THROUGH 4232018 250 W 55TH ST 27TH FLOOR NEW YORK, NY 10019	SECRETARY/TREASURER 1 00	0	0	0
RANDI SANDERS AS OF 4232018 C/O JSCM 888 7TH AVENUE 40TH FLOOR NEW YORK, NY 10106	SECRETARY/TREASURER 1 00	0	0	0
2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
Total number of other employees paid over \$50,000.				0

Part VIII

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services. ►		0

Part IX-A

Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1	
2	
3	
4	

Part IX-B

Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 THE NEW YORK POOLED PRI FUND LLC THE FUND MAKES CAPITAL AVAILABLE TO ORGANIZATIONS WORKING WITH AND ON BEHALF OF LOW INCOME NEW YORKERS	500,000
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3 ►	500,000

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities.	1a	171,570,322
b	Average of monthly cash balances.	1b	762,289
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	172,332,611
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	172,332,611
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	2,584,989
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	169,747,622
6	Minimum investment return. Enter 5% of line 5.	6	8,487,381

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

1	Minimum investment return from Part X, line 6.	1	8,487,381
2a	Tax on investment income for 2018 from Part VI, line 5.	2a	269,230
b	Income tax for 2018 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	269,230
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	8,218,151
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	8,218,151
6	Deduction from distributable amount (see instructions).	6	0
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	8,218,151

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26.	1a	6,720,646
b	Program-related investments—total from Part IX-B.	1b	500,000
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	7,220,646
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b. See instructions.	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	7,220,646

Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2017	(c) 2017	(d) 2018
1 Distributable amount for 2018 from Part XI, line 7				8,218,151
2 Undistributed income, if any, as of the end of 2018				
a Enter amount for 2017 only.			6,974,302	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2018				
a From 2013.				
b From 2014.				
c From 2015.				
d From 2016.				
e From 2017.				
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2018 from Part XII, line 4 ▶ \$ 7,220,646				
a Applied to 2017, but not more than line 2a			6,974,302	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2018 distributable amount.				246,344
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2018 (If an amount appears in column (d), the same amount must be shown in column (a))	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 2017 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2018 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2019				7,971,807
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions).	0			
8 Excess distributions carryover from 2013 not applied on line 5 or line 7 (see instructions).	0			
9 Excess distributions carryover to 2019. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2014.				
b Excess from 2015.				
c Excess from 2016.				
d Excess from 2017.				
e Excess from 2018.				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2018, enter the date of the ruling. ▶					
b Check box to indicate whether the organization is a private operating foundation described in section <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)					
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	Tax year	Prior 3 years			(e) Total
	(a) 2018	(b) 2017	(c) 2016	(d) 2015	
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed. . .					
c "Support" alternative test—enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii). . . .					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see instructions.)

1 Information Regarding Foundation Managers:	
a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2)) JONATHAN SOROS	
b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest	
2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:	
Check here <input checked="" type="checkbox"/> 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. to individuals or organizations under other conditions, complete items 2a, b, c, and d. See instructions.	
a The name, address, and telephone number or email address of the person to whom applications should be addressed	
b The form in which applications should be submitted and information and materials they should include	
c Any submission deadlines	
d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors	

Part XV **Supplementary Information** (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> See Additional Data Table				
Total			▶ 3a	
b <i>Approved for future payment</i>				
Total			▶ 3b	

Enter gross amounts unless otherwise indicated

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

Line No. ▼	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) (See instructions)

[illegible]

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

- [illegible]

- | | | | |
|------------------|--|---------------|----------------|
| Sign Here | Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge. | | |
| | ***** | 2019-11-15 | ***** |
| | _____
Signature of officer or trustee | _____
Date | _____
Title |

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

Form **990-PF** (2018)

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ALL STARE CODE INC 85 BROAD STREET 28TH FLOOR ROOM 128 NEW YORK, NY 10004	NONE	PC	GENERAL SUPPORT	25,000
CENTER FOR REPRODUCTIVE RIGHTS 199 WATER STREET NEW YORK, NY 10038	NONE	PC	GENERAL SUPPORT	100,000
CENTERLINK INC 1001 W CYPRESS CREEK RD SUITE 308 FORT LAUDERDALE, FL 33309	NONE	PC	GENERAL SUPPORT	230,000
Total ▶ 3a				6,708,672

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
THE CHURCH OF ST LUKE IN THE FIELDS 487 HUDSTON STREET NEW YORK, NY 10014	NONE	PC	GENERAL SUPPORT	500
COMMON CAUSE EDUCATION FUND 805 15TH STREET NW SUITE 800 WASHINGTON, DC 20005	NONE	PC	GENERAL SUPPORT	5,000
CORNELL UNIVERSITYPO BOX 37334 BOONE, IA 50037	NONE	PC	GENERAL SUPPORT	50,000
Total ▶ 3a				6,708,672

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
DEMOS80 BROAD STREET SUITE 400 NEW YORK, NY 10001	NONE	PC	GENERAL SUPPORT	50,000
EQUALITY NOW 125 MAIDEN LN 9TH FLOOR SUITE B ALBANY, NY 12206	NONE	PC	GENERAL SUPPORT	65,100
EVERY VOICE CENTER 236 9TH STREET SE WASHINGTON, DC 20003	NONE	PC	GENERAL SUPPORT	80,000
Total ▶ 3a				6,708,672

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
FAIRVOTE 6930 CARROLL AVENUE SUITE 240 TAKOMA PARK, MD 20912	NONE	PC	GENERAL SUPPORT	100,000
FIDELITY INVESTMENTS CHARITABLE GIFT FUND PO BOX 770001 CINCINNATI, OH 45277	NONE	PC	GENERAL SUPPORT	1,167,000
FOUNDATION FOR INDEPENDENT ARTISTS INC 154 W 27TH STREET 6E NEW YORK, NY 10001	NONE	PC	GENERAL SUPPORT	12,845
Total ▶ 3a				6,708,672

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
FRANKLIN & ELEANOR ROOSEVELT INSTITUTE 570 LEXINGTON AVENUE 5TH FLOOR NK, NY 10022	NONE	PC	GENERAL SUPPORT	100,000
FRIENDS OF THE HIGH LINE INC 820 WASHINGTON STREET NEW YORK, NY 10014	NONE	PC	GENERAL SUPPORT	98,875
FRIENDS OF WKSU 1613 E SUMMIT STREET KENT, OH 44242	NONE	PC	GENERAL SUPPORT	22,000
Total ▶ 3a				6,708,672

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
GIRL SCOUTS COUNCIL OF GREATER NEW YORK INC 40 WALL STREET 708 NEW YORK, NY 10005	NONE	PC	GENERAL SUPPORT	47,000
GRAMEEN AMERICA INC 150 WEST 30TH STREET 8TH FLOOR NK, NY 10001	NONE	PC	GENERAL SUPPORT	25,000
HALEAKALA INC (DBA THE KITCHEN) 512 W 19TH STREET NEW YORK, NY 10011	NONE	PC	GENERAL SUPPORT	1,650
Total ► 3a				6,708,672

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
JAZZ AT LINCOLN CENTER INC 3 COLUMBUS CIRCLE 12TH FLOOR NEW YORK, NY 10019	NONE	PC	GENERAL SUPPORT	4,330
LONGPATH LABS LTD 111 NORTH 8TH STREET BROOKLYN, NY 11249	NONE	PC	GENERAL SUPPORT	1,133,334
MANHATTAN THEATRE CLUB 311 WEST 43RD STREET NEW YORK, NY 10036	NONE	PC	GENERAL SUPPORT	2,038
Total ▶ 3a				6,708,672

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
MASS MOCA FOUNDATION INC 1040 MASS MOCA WAY NORTH ADAMS, MA 01247	NONE	PC	GENERAL SUPPORT	100,000
MEDIATORS FOUNDATION 2525 ARAPAHOE AVENUE SUITE E-4 509 BOULDER, CO 80302	NONE	PC	GENERAL SUPPORT	20,000
NAACP LEGAL DEFENSE AND EDUCATIONAL FUND INC 40 RECTOR STREET 5TH FLOOR NEW YORK, NY 10006	NONE	PC	GENERAL SUPPORT	1,000,000
Total ▶ 3a				6,708,672

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
NAACP SPECIAL CONTRIBUTION FUND 4805 MOUNT HOPE DRIVE BALTIMORE, MD 21215	NONE	PC	GENERAL SUPPORT	40,000
NEW AMERICA FOUNDATION 740 15H STREET NW SUITE 900 WASHINGTON, DC 20005	NONE	PC	GENERAL SUPPORT	306,500
NEW MUSEUM OF CONTEMPORARY ART 235 BOWERY NEW YORK, NY 10002	NONE	PC	GENERAL SUPPORT	10,000
Total ▶ 3a				6,708,672

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
PLANNED PARENTHOOD FEDERATION OF AMERICA INC 123 WILLIAM STREET 10TH FLOOR NEW YORK, NY 10038	NONE	PC	GENERAL SUPPORT	250,000
PLANNED PARENTHOOD OF NEW YORK CITY INC 26 BLEECKER STREET NEW YORK, NY 10012	NONE	PC	GENERAL SUPPORT	100,000
SAFE PASSAGE PROJECT 185 WEST BROADWAY NEW YORK, NY 10013	NONE	PC	GENERAL SUPPORT	100,000
Total ▶ 3a				6,708,672

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
SAINT ANN'S SCHOOL 129 PIERREPONT STREET BROOKLYN HEIGHTS, NY 11201	NONE	PC	GENERAL SUPPORT	50,000
SEACHANGE CAPITAL PARTNERS 1385 BROADWAY 23RD FLOOR NEW YORK, NY 10018	NONE	PC	GENERAL SUPPORT	25,000
PARK AVENUE ARMORY 643 PARK AVENUE NEW YORK, NY 10065	NONE	PC	GENERAL SUPPORT	74,000
Total ▶ 3a				6,708,672

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
SOCIAL PROGRESS IMPERATIVE 2101 L ST NW 800 WASHINGTON, DC 20037	NONE	PC	GENERAL SUPPORT	50,000
ST PAUL'S EPISCOPAL CHURCH ENDOWMENT FOUNDATION 199 CAROLL STREET BROOKLYN, NY 11231	NONE	PC	GENERAL SUPPORT	500
SUMMIT METRO PARKS FOUNDATION 975 TREATY LINE ROAD AKRON, OH 44313	NONE	PC	GENERAL SUPPORT	30,000
Total ▶ 3a				6,708,672

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
THE JOYCE THEATRE FOUNDATION 175 EIGHTH AVENUE NEW YORK, NY 10011	NONE	PC	GENERAL SUPPORT	25,000
THE NEW 42ND STREET 229 WEST 42ND STREET NEW YORK, NY 10036	NONE	PC	GENERAL SUPPORT	50,000
USDAN CENTER FOR CREATIVE AND PERFORMING ARTS THEATRE CAMP GUIDE 185 COLONIAL SPRINGS ROAD WHEATLEY HEIGHTS, NY 11798	NONE	PC	GENERAL SUPPORT	25,000
Total ▶ 3a				6,708,672

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
VILLAGE COMMUNITY SCHOOL 272-278 WEST 10TH STREET NEW YORK, NY 10014	NONE	PC	GENERAL SUPPORT	50,000
WESLEYAN UNIVERSITY 318 HIGH STREET MIDDLETOWN, CT 06459	NONE	PC	GENERAL SUPPORT	58,000
WOMEN IN NEED INC 115 WEST 31ST STREET NEW YORK, NY 10001	NONE	PC	GENERAL SUPPORT	25,000
Total ▶ 3a				6,708,672

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
YMCA OF MARTHA'S VINEYARD 111R EDGARTOWN VINEYARD HAVEN RD VINEYARD HAVEN, MA 02568	NONE	PC	GENERAL SUPPORT	1,000,000
Total ► 3a				6,708,672

TY 2018 General Explanation Attachment**Name:** JENNIFER AND JONATHAN ALLAN SOROS FOUNDA**EIN:** 80-0464952**General Explanation Attachment**

Identifier	Return Reference	Explanation	
1	SCHEDULE OF CONTROLLED ENTITIES	PART VII-A, LINE 11	CONTROLLED ENTITY #1NAME JJAS HOLDINGS LPEIN 98-1031319ADDRESS C/O WALKERS CORP SVC, WALKER HOUSE, 87 MARY STREET, GEORGETOWN, GRAND CAYMAN, CAYMAN ISLANDS KY 1-9005EXCESS BUSINESS HOLDING NOCONTROLLED ENTITY #2NAME JJAS PARTICIPATION LLCIN 45-4995848ADDRESS C/O RANDI SANDERS, 888 7TH AVENUE, 40TH FLOOR, NEW YORK, NY 10106EXCESS BUSINESS HOLDING NO

TY 2018 Investments - Other Schedule

Name: JENNIFER AND JONATHAN ALLAN SOROS FOUNDA

EIN: 80-0464952

Investments Other Schedule 2

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
JJAS HOLDINGS LP	AT COST	172,435,376	172,435,376

TY 2018 Legal Fees Schedule**Name:** JENNIFER AND JONATHAN ALLAN SOROS FOUNDA**EIN:** 80-0464952

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	10,289	0	0	10,289

TY 2018 Other Assets Schedule**Name:** JENNIFER AND JONATHAN ALLAN SOROS FOUNDA**EIN:** 80-0464952**Other Assets Schedule**

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
THE NEW YORK POOLED PRI FUND LLC	0	495,107	495,107

TY 2018 Other Expenses Schedule**Name:** JENNIFER AND JONATHAN ALLAN SOROS FOUNDA**EIN:** 80-0464952**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
DELAWARE FRANCHISE FEE	1,685	0	0	1,685

TY 2018 Other Income Schedule**Name:** JENNIFER AND JONATHAN ALLAN SOROS FOUNDA**EIN:** 80-0464952**Other Income Schedule**

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
OTHER INCOME FROM PARTNERSHIP INVESTMENTS		-4,893	
UNREALIZED GAIN ON INVESTMENTS	4,880,818	0	0

TY 2018 Taxes Schedule**Name:** JENNIFER AND JONATHAN ALLAN SOROS FOUNDA**EIN:** 80-0464952

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
UNITED STATES TREASURY	280,000	0	0	0

TY 2018 TransfersFrmControlledEntities**Name:** JENNIFER AND JONATHAN ALLAN SOROS FOUNDA**EIN:** 80-0464952

Name	US / Foreign Address	EIN	Description	Amount
JJAS HOLDINGS LP	C/O WALKERS CORP SVC WALKER HOUSE 87 MARY ST GEORGE TOWN, GRAND CAYMAN KY1-9005 CJ	98-1031319	CAPITAL DISTRIBUTION	0
JJAS PARTICIPATION LLC	C/O R SANDERS 888 7TH AVE FL 40 NEW YORK, NY 10106	45-4995848	CAPITAL DISTRIBUTION	0
Total				16,080,000