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Return of Private Foundation

2014

Department of the Treasury
Internal Revenue Service

or Section 4947(a)(1) Trust Treated as Private Foundation
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Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

Open to Public Inspection

For calendar year 2014 or tax year beginning , 2014, and ending , 20

Name of foundation
JENNIFER AND JONATHAN ALLAN SOROS FOUNDATION

Number and street (or P O box number if mail is not delivered to street address) Room/suite
C/O JSCM LLC, 888 7TH AVE, 40TH FLOOR

City or town, state or province, country, and ZIP or foreign postal code
NEW YORK, NY 10106

A Employer identification number
80-0464952

B Telephone number (see instructions)
() -

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

G Check all that apply

<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity
<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return
<input type="checkbox"/> Address change	<input type="checkbox"/> Name change

H Check type of organization Section 501(c)(3) exempt private foundation
 Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 144,199,050.

J Accounting method Cash Accrual
 Other (specify) _____
(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) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received (attach schedule)				
2	Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	6,740,000.	18,808,952.		ATCH 1
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10				
b	Gross sales price for all assets on line 6a				
7	Capital gain net income (from Part IV, line 2)				
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule)				
12	Total. Add lines 1 through 11	6,740,000.	18,808,952.		
13	Compensation of officers, directors, trustees, etc.		0		
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule) ATCH 2	12,301.			12,301.
b	Accounting fees (attach schedule)				
c	Other professional fees (attach schedule)				
17	Interest				
18	Taxes (attach schedule) (see instructions) [3]	315,000.			
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule) ATCH 4	1,008.			239.
24	Total operating and administrative expenses. Add lines 13 through 23.	328,309.			12,540.
25	Contributions, gifts, grants paid	5,320,491.			5,320,491.
26	Total expenses and disbursements. Add lines 24 and 25	5,648,800.	0	0	5,333,031.
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	1,091,200.			
b	Net investment income (if negative, enter -0-)		18,808,952.		
c	Adjusted net income (if negative, enter -0-)				

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Operating and Administrative Expenses

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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		861,962.	861,962.	
	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) ATCH 5	121,022,961.	143,337,088.	143,337,088.		
14	Land, buildings, and equipment basis ▶					
	Less: accumulated depreciation ▶ (attach schedule)					
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	121,022,961.	144,199,050.	144,199,050.		
Liabilities	17	Accounts payable and accrued expenses	104,237.			
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe ▶)				
	23	Total liabilities (add lines 17 through 22)	104,237.	0		
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, . . . ▶ <input checked="" type="checkbox"/> check here and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds				
	28	Paid-in or capital surplus, or land, bldg, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds	120,793,724.	144,199,050.		
	30	Total net assets or fund balances (see instructions)	120,793,724.	144,199,050.		
31	Total liabilities and net assets/fund balances (see instructions)	120,897,961.	144,199,050.			

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	120,793,724.
2	Enter amount from Part I, line 27a	2	1,091,200.
3	Other increases not included in line 2 (itemize) ▶ ATCH 6	3	22,314,126.
4	Add lines 1, 2, and 3	4	144,199,050.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	144,199,050.

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						
b						
c						
d						
e						
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)			
a						
b						
c						
d						
e						
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69						(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any				
a						
b						
c						
d						
e						
2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 { If (loss), enter -0- in Part I, line 7		2			
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	{ If gain, also enter in Part I, line 7 { If (loss), enter -0- in Part I, line 7		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

(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))
2013	3,889,231.	100,556,352.	0.038677
2012	3,865,808.	78,473,658.	0.049262
2011	3,709,210.	87,391,178.	0.042444
2010	450,169.	74,415,011.	0.006049
2009		121,439.	
2 Total of line 1, column (d)			2 0.136432
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 0.027286
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5			4 125,486,452.
5 Multiply line 4 by line 3			5 3,424,023.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 188,090.
7 Add lines 5 and 6			7 3,612,113.
8 Enter qualifying distributions from Part XII, line 4 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			8 5,333,031.

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

Table with 11 rows for excise tax calculations. Includes categories like 'Exempt operating foundations', 'Domestic foundations', and 'Credits/Payments'. Total amount owed is 365,095.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Columns include question number, 'Yes', and 'No'. Questions cover political activities, unrelated business income, and substantial contributors.

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). ATCH 7 ATCH 8 11 X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions) ATCH 9 12 X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A 13 X
14 The books are in care of DANIEL R. EULE Telephone no (212) 320-5591 Located at 250 W 55TH ST, 27TH FL. NEW YORK, NY ZIP+4 10019
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 2014, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? 16 Yes No 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 exception applies.
1a During the year did the foundation (either directly or indirectly)
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? Yes X No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes X No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes X No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? Yes 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 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 X 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
Organizations relying on a current notice regarding disaster assistance check here
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2014? 1c 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 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? Yes X No
If "Yes," list the years
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) 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
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? Yes X No
b If "Yes," did it have excess business holdings in 2014 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 2014) 3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 4a X
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 2014? 4b X

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

5a During the year did the foundation pay or incur any amount to... (1) Carry on propaganda... (2) Influence the outcome of any specific public election... (3) Provide a grant to an individual for travel, study, or other similar purposes? (4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes... 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... 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? 6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? 6b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? 7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? 7b 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 (see instructions). Table with columns: (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. Row 1: ATCH 11, 0, 0, 0.

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

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

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 ▶

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 NONE	

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 NONE	

2	

All other program-related investments. See instructions	
3 NONE	

Total. Add lines 1 through 3 ▶	

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	127,077,808.
b	Average of monthly cash balances	1b	319,605.
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	127,397,413.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	127,397,413.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	1,910,961.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	125,486,452.
6	Minimum investment return. Enter 5% of line 5	6	6,274,323.

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	6,274,323.
2a	Tax on investment income for 2014 from Part VI, line 5	2a	188,090.
b	Income tax for 2014 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	188,090.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	6,086,233.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	6,086,233.
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	6,086,233.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc - total from Part I, column (d), line 26	1a	5,333,031.
b	Program-related investments - total from Part IX-B	1b	
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	5,333,031.
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	188,090.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	5,144,941.

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 2013	(c) 2013	(d) 2014
1 Distributable amount for 2014 from Part XI, line 7				6,086,233.
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only			4,519,835.	
b Total for prior years 20 12 , 20 11 , 20 10				
3 Excess distributions carryover, if any, to 2014				
a From 2009				
b From 2010				
c From 2011				
d From 2012				
e From 2013				
f Total of lines 3a through e	0			
4 Qualifying distributions for 2014 from Part XII, line 4: ▶ \$ 5,333,031.				
a Applied to 2013, but not more than line 2a			4,519,835.	
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2014 distributable amount				813,196.
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount - see instructions				
e Undistributed income for 2013. Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015				5,273,037.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)				
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2010				
b Excess from 2011				
c Excess from 2012				
d Excess from 2013				
e Excess from 2014				

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

NOT APPLICABLE

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2014, enter the date of the ruling

Empty box for ruling date

b 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 with columns for Tax year (2014, 2013, 2012, 2011) and Total. Rows include 85% of line 2a, Qualifying distributions from Part XII, and alternative tests (Assets, Endowment, Support).

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)

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

N/A

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

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<p>a Paid during the year</p> <p>ATCH 12</p>				
Total ▶ 3a				5,320,491.
<p>b Approved for future payment</p>				
Total ▶ 3b				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Table with 5 main columns: (a) Business code, (b) Amount, (c) Exclusion code, (d) Amount, (e) Related or exempt function income. Rows include: 1 Program service revenue (a-f), 2 Membership dues and assessments, 3 Interest on savings and temporary cash investments, 4 Dividends and interest from securities (14, 6,740,000), 5 Net rental income or (loss) from real estate (a-b), 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-e), 12 Subtotal (6,740,000), 13 Total (6,740,000).

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

Table with 2 columns: Line No. and 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).

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

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

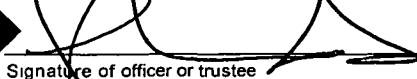
(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
	N/A		N/A

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

b If "Yes," complete the following schedule

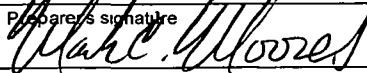
(a) Name of organization	(b) Type of organization	(c) Description of relationship

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

Sign Here  11/3/2015
 Signature of officer or trustee Date Title

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

Paid Preparer Use Only

Print preparer's name: **MARK C. MOORES** Preparer's signature:  Date: **11/3/2015** Check if self-employed PTIN: **P00844084**

Firm's name: **SFM LLC-TAX** Firm's EIN:

Firm's address: **250 WEST 55TH STREET, 27TH FLOOR** Phone no:

NEW YORK, NY 10019

ATTACHMENT 1

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
JJAS HOLDINGS LP	6,740,000.	18,808,952.
TOTAL	<u>6,740,000.</u>	<u>18,808,952.</u>

ATTACHMENT 2

FORM 990PF, PART I - LEGAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
LEGAL FEES	12,301.			12,301.
TOTALS	<u>12,301.</u>			<u>12,301.</u>

ATTACHMENT 3FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>
UNITED STATES TREASURY	315,000.
TOTALS	<u>315,000.</u>

ATTACHMENT 4

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	CHARITABLE PURPOSES
REGISTRATION & ADMIN FEE	257.	25.
DELAWARE FRANCHISE FEE	525.	214.
CT CORP FEE	214.	
BANK CHARGES	12.	
TOTALS	<u>1,008.</u>	<u>239.</u>

ATTACHMENT 5

FORM 990PF, PART II - OTHER INVESTMENTS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
JJAS HOLDINGS LP	143,337,088.	143,337,088.
TOTALS	<u>143,337,088.</u>	<u>143,337,088.</u>

ATTACHMENT 6FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

<u>DESCRIPTION</u>	<u>AMOUNT</u>
UNREALIZED GAIN	22,314,126.
TOTAL	<u>22,314,126.</u>

ATTACHMENT 7FORM 990PF, PART VII-A, LINE 11A-TRANSFERS FROM CONTROLLED ENTITY STATEMENT

TOTAL AMOUNT

89,583,128.

CONTROLLED ENTITY'S NAME: JJAS HOLDINGS LP
CONTROLLED ENTITY'S ADDRESS: C/O WALKERS CORP SVC, WALKER HOUSE 87 MA
CITY, STATE & ZIP: GEORGE TOWN, GRAND CAYMAN, KY1-9005
FOREIGN COUNTRY: CAYMAN ISLANDS
EIN: 98-1031319
TRANSFER AMOUNT: 89,583,128.
EXPLANATION OF TRANSFER FROM CONTROLLED ENTITY:
CAPITAL DISTRIBUTION

ATTACHMENT 8FORM 990PF, PART VII-A, LINE 11A-TRANSFERS TO CONTROLLED ENTITY STATEMENT

TOTAL AMOUNT

CONTROLLED ENTITY'S NAME: JJAS JPP LLC
CONTROLLED ENTITY'S ADDRESS: C/O SHELLY GRACE, 888 7TH AVE, 40FL
CITY, STATE & ZIP: NEW YORK, NY 10106-0001
EIN: 80-0800151
TRANSFER AMOUNT: NONE
EXPLANATION OF TRANSFER TO CONTROLLED ENTITY:

CONTROLLED ENTITY'S NAME: JJAS HOLDINGS GP LTD.
CONTROLLED ENTITY'S ADDRESS: C/O WALKERS CORP SVC, WALKER HOUSE
CITY, STATE & ZIP: 87 MARY ST., GEORGE TOWN, KY1-9005
FOREIGN PROVINCE: GRAND CAYMAN
FOREIGN COUNTRY: CAYMAN ISLANDS
EIN: 98-1031191
TRANSFER AMOUNT: NONE
EXPLANATION OF TRANSFER TO CONTROLLED ENTITY:

FORM 990PF, PART VII-A -DISTRIBUTION TO A DONOR ADVISED FUND

JENNIFER AND JONATHAN ALLAN SOROS FOUNDATION (JJASF) MADE THE FOLLOWING DISTRIBUTIONS TO A DONOR-ADVISED FUND IN 2014:

FIDELITY INVESTMENTS CHARITABLE GIFT FUND	6/30/2014	\$20,000
FIDELITY INVESTMENTS CHARITABLE GIFT FUND	12/11/2014	\$20,000

FIDELITY INVESTMENTS CHARITABLE GIFT FUND IS LISTED AS A PUBLIC CHARITY IN THE IRS EXEMPT ORGANIZATION DATABASE (FORMERLY IRS PUBLICATION 78). ACCORDINGLY, THE DISTRIBUTION IS TREATED AS A QUALIFYING DISTRIBUTION.

JJASF'S DISTRIBUTION TO FIDELITY INVESTMENTS CHARITABLE GIFT FUND WILL BE USED TO SUPPORT FIDELITY INVESTMENTS CHARITABLE GIFT FUND'S CHARITABLE ACTIVITIES AND, THEREFORE, IS USED TO ACCOMPLISH A PURPOSE DESCRIBED IN SECTION 170(C)(2)(B).

ATTACHMENT 10FORM 990PF, PART VII-B, LINE 5C-EXPENDITURE RESPONSIBILITY STATEMENT

GRANTEE'S NAME: TSADRA FOUNDATION
GRANTEE'S ADDRESS: 70A GREENWICH AVE #114
CITY, STATE & ZIP: NEW YORK, NY 10011
GRANT DATE: 12/11/2013
GRANT AMOUNT: 50,000.
GRANT PURPOSE: SUPPORT OF THE FOUNDATION'S PROGRAMS
AMOUNT EXPENDED: 50,000.
ANY DIVERSION? NO
DATES OF REPORTS: 7/1/15
VERIFICATION DATE:
RESULTS OF VERIFICATION:

GRANTEE'S NAME: OPEN SOCIETY INSTITUTE
GRANTEE'S ADDRESS: 224 WEST 57TH STREET
CITY, STATE & ZIP: NEW YORK, NY 10019
GRANT DATE: 11/15/2011
GRANT AMOUNT: 1,815,000.
GRANT PURPOSE: SUPPORT OF THE FOUNDATION'S PROGRAMS
AMOUNT EXPENDED: 550,000.
ANY DIVERSION? NO
DATES OF REPORTS: 10/20/2015
VERIFICATION DATE:
RESULTS OF VERIFICATION:

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 11

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
JONATHAN SOROS C/O JS CAPITAL MANAGEMENT LLC 888 SEVENTH AVENUE, 40TH FLOOR NEW YORK, NY 10106	CHAIRMAN	0	0	0
JENNIFER ALLAN C/O JS CAPITAL MANAGEMENT LLC 888 SEVENTH AVENUE, 40TH FLOOR NEW YORK, NY 10106	PRESIDENT	0	0	0
DANIEL R. EULE 250 W 55TH ST, 27TH FLOOR NEW YORK, NY 10019	SECRETARY/TREASURER	0	0	0
GRAND TOTALS		<u>0</u>	<u>0</u>	<u>0</u>

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 12

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
NEW AMERICA FOUNDATION 1899 L STREET NW, SUITE 400 WASHINGTON, DC 20036	NONE PC	GENERAL SUPPORT	250,000.
FRIENDS OF THE HIGH LINE, INC. 529 WEST 20TH STREET, SUITE 8W NEW YORK, NY 10011	NONE PC	GENERAL SUPPORT	1,273,400.
NEW YORK WOMEN'S FOUNDATION 39 BROADWAY 23RD FLOOR NEW YORK, NY 10006	NONE PC	GENERAL SUPPORT	49,350.
ACUMEN 76 NINTH AVENUE SUITE 315 NEW YORK, NY 10011	NONE PC	GENERAL SUPPORT	10,000.
VILLAGE COMMUNITY SCHOOL 272-278 WEST 10TH STREET NEW YORK, NY 10014	NONE PC	GENERAL SUPPORT	50,000.
SEACHANGE CAPITAL PARTNERS, INC. 1385 BROADWAY, 23RD FLOOR NEW YORK, NY 10022	NONE PC	GENERAL SUPPORT	75,000.

FORM 990FF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 12 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
YALLFEST C/O BLUE BICYCLE BOOKS, 420 KING ST CHARLESTON, SC 29403	NONE PC	GENERAL SUPPORT	10,500.
PUBLIC CAMPAIGN 1133 19TH STREET NW, 9TH FLOOR WASHINGTON, DC 20036	NONE PC	GENERAL SUPPORT	1,350,000.
TRANSPORTATION ALTERNATIVES 111 JOHN STREET SUITE 260 NEW YORK, NY 10038	NONE PC	GENERAL SUPPORT	5,000.
WEST VILLAGE NURSERY SCHOOL 73 HORATIO STREET NEW YORK, NY 10014	NONE PC	GENERAL SUPPORT	15,000.
NEW VENTURE FUND 1201 CONNECTICUT AVENUE NW SUITE 300 WASHINGTON, DC 20036	NONE PC	GENERAL SUPPORT	40,000.
NRACP LEGAL DEFENSE AND EDUCATIONAL FUND, INC. 99 HUDSON STREET, 16TH FLOOR NEW YORK, NY 10013	NONE PC	GENERAL SUPPORT	200,000.

FORM 990FE, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 12 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION STATUS OF RECIPIENT	FOUNDATION STATUS OF RECIPIENT		
FRANKLIN & ELEANOR ROOSEVELT INSTITUTE 570 LEXINGTON AVENUE, 5TH FLOOR NEW YORK, NY 10022	NONE		GENERAL SUPPORT	100,000.
PLANNED PARENTHOOD FEDERATION OF NYC, INC. 26 BLEEKER STREET NEW YORK, NY 10012	NONE	PC	GENERAL SUPPORT	275,000.
COUNCIL ON THE ARTS & HUMANITIES FOR STATEN ISLAND 1000 RICHMOND TERRACE STATEN ISLAND, NY 10301	NONE	PC	GENERAL SUPPORT	12,191.
SAINT ANN'S SCHOOL 129 PIERREPOINT STREET BROOKLYN, NY 11201	NONE	PC	GENERAL SUPPORT	100,000.
THE NEW 42ND STREET 229 WEST 42ND STREET NEW YORK, NY 10036	NONE	PC	GENERAL SUPPORT	25,000.
COMMON CAUSE EDUCATION FUND 1133 19TH ST NW 9TH FLOOR WASHINGTON, DC 20036	NONE	PC	GENERAL SUPPORT	3,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 12 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION STATUS OF RECIPIENT			
BARD COLLEGE 18 WEST 86TH STREET NEW YORK, NY 10024	NONE PC		GENERAL SUPPORT	60,000.
MAPLIGHT 2223 SHATTUCK AVENUE BERKELEY, CA 94704	NONE PC		GENERAL SUPPORT	25,000.
HYDROCEPHALUS ASSOCIATION 4340 EAST WEST HIGHWAY SUITE 905 BETHESDA, MD 20814	NONE PC		GENERAL SUPPORT	25,000.
CRISIS TEXT LINE 19 WEST 21ST STREET, 8TH FLOOR NEW YORK, NY 10010	NONE PC		GENERAL SUPPORT	100,000.
EQUAL JUSTICE INITIATIVE 122 COMMERCE STREET MONTGOMERY, AL 36104	NONE PC		GENERAL SUPPORT	25,000.
JAZZ AT LINCOLN CENTER 3 COLUMBUS CIRCLE, 12TH FLOOR NEW YORK, NY 10019	NONE PC		GENERAL SUPPORT	10,000.

FORM 990FE, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 12 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
SEVENTH REGIMENT ARMORY CONSERVANCY 643 PARK AVENUE NEW YORK, NY 10065	NONE PC	GENERAL SUPPORT	9,550.
ROUNDBOUT THEATRE COMPANY 231 WEST 39TH STREET SUITE 1200 NEW YORK, NY 10018	NONE PC	GENERAL SUPPORT	2,500.
THE CAMPAIGN LEGAL CENTER 1411 K STREET NW SUITE 1400 WASHINGTON, DC 20005	NONE PC	GENERAL SUPPORT	60,000.
TIDES FOUNDATION 55 EXCHANGE PLACE SUITE 402 NEW YORK, NY 10005	NONE PC	GENERAL SUPPORT	1,000,000.
IMPACT ASSETS 7315 WISCONSIN AVENUE SUITE 1000W BETHESDA, MD 20814	NONE PC	GENERAL SUPPORT	100,000.
FIDELITY INVESTMENTS CHARITABLE GIFT FUND P.O. BOX 770001 CINCINNATI, OH 45277	NONE PC	GENERAL SUPPORT	40,000.

FORM 990FE, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 12 (CONT'D)

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR

AND

FOUNDATION STATUS OF RECIPIENT

RECIPIENT NAME AND ADDRESS

PURPOSE OF GRANT OR CONTRIBUTION

AMOUNT

PLANNED PARENTHOOD FEDERATION OF AMERICA INC
26 BLEEKER STREET
NEW YORK, NY 10012

NONE
PC

GENERAL SUPPORT

20,000.

TOTAL CONTRIBUTIONS PAID

5,320,491.