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EXTENDED TO NOVEMBER 15, 2 Return of Private Foundation 2016

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

Form 990-PF

Do not enter social security numbers on this form as it may be made public.

OMB No 1545-0052

Departrient of the Treasury Internal Revenue Service Information about Form 990-PF and its separate instructions is at www.lrs.gov/form990pf. For calendar year 2015 or tax year beginning and ending Name of foundation A Employer identification number WAGNER FOUNDATION 20-6079941 #0746800 Number and street (or P O box number if mail is not delivered to street address) Room/suite B Telephone number NUTTER MCCLENNEN &FISH LLP PO BOX 51400 617-439-2498 City or town, state or province, country, and ZIP or foreign postal code C If exemption application is pending, check here BOSTON,, MA 02205 G Check all that apply: Initial return Initial return of a former public charity D 1. Foreign organizations, check here Final return Amended return 2 Foreign organizations meeting the 85% test, check here and attach computation Address change X Name change H Check type of organization: Section 501(c)(3) exempt private foundation E If private foundation status was terminated under section 507(b)(1)(A), check here I Fair market value of all assets at end of year J Accounting method: X Cash Accrual F If the foundation is in a 60-month termination (from Part II, col (c), line 16) Other (specify) under section 507(b)(1)(B), check here 93644674. (Part I, column (d) must be on cash basis.) ▶\$ Part I | Analysis of Revenue and Expenses (d) Disbursements for charitable purposes (cash basis only) (a) Revenue and (b) Net investment (c) Adjusted net (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a)) expenses per books income income 5000000. N/A Contributions, gifts, grants, etc., received if the foundation is not required to attach Sch. B Interest on savings and temporary cash investments 172720 184905 STATEMENT 1155360 4 Dividends and interest from securities 1155360. STATEMENT 5a Gross rents b Net rental income or (loss) 1662643 STATEMENT 6a Net gain or (loss) from sale of assets not on line 10 Gross sales price for all assets on line 6a 13985137. 1658351 Capital gain net income (from Part IV, line 2) Net short-term capital gain Income modifications 10a Gross sales less returns and allowances b Less Cost of goods sold c Gross profit or (loss) STATEMENT 655636. 655636 11 Other income 8658544 3642067 12 Total. Add lines 1 through 11 0. 0. 0. Compensation of officers, directors, trustees, etc 14 Other employee salaries and wages Ö 98 16a Legal fees

b Accounting fees
c Other profession
17 Interest
18 Taxes
19 Depreciation and
20 Occupancy
21 Travel, conference
22 Printing and pub
23 Other expenses
24 Total operating
expenses Add if
25 Contributions, gi OCT & 8 2016 15 Pension plans, employee benefits 2250. STMT 5 3000. 750. c Other professional fees STMT 6 18000. 13500 4500. STMT 7 170009. 28856 0. Depreciation and depletion Travel, conferences, and meetings 22 Printing and publications 519356 383837 129444. STMT 8 24 Total operating and administrative 710365 134694. 428443 expenses Add lines 13 through 23 4871500 4871500. 25 Contributions, gifts, grants paid 26 Total expenses and disbursements. 5581865 428443 5006194. Add lines 24 and 25 27 Subtract line 26 from line 12: 3076679. 8 Excess of revenue over expenses and disbursements 3213624 b Net investment income (if negative, enter -0-) N/A

LHA For Paperwork Reduction Act Notice, see instructions.

Adjusted net income (if negative, enter -0-)

Form **990-PF** (2015)

WAGNER FOUNDATION #0746800

For	m 99	00-PF (2015) # 0746800		20-6	60799 41 Page 2
P	art	Balance Sheets Attached schedules and amounts in the description	Beginning of year	End of	
Ė	<u> </u>	column should be for end-of-year amounts only	(a) Book Value	(b) Book Value	(c) Fair Market Value
	`1	Cash - non-interest-bearing	460.	299.	299 .
	2	Savings and temporary cash investments	8000435.	5904421.	5904421.
	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		1	
		disqualified persons			
	7	Other notes and loans receivable			
		Less: allowance for doubtful accounts ▶			
ţ	8	Inventories for sale or use			
Assets	9	Prepaid expenses and deferred charges			
⋖	10a	Investments - U.S. and state government obligations			
	b	Investments - corporate stock STMT 9	42981670.	33436103.	37855700.
	C	Investments - corporate bonds			
	11	Investments - land, buildings, and equipment basis			
		Less accumulated depreciation			
	12	Investments - mortgage loans			
	13	Investments - other STMT 10	37560953.	52279374.	49884254.
	14	Land, buildings, and equipment: basis ▶			
		Less accumulated depreciation			
	15	Other assets (describe ►)			
	16	Total assets (to be completed by all filers - see the			-
		instructions. Also, see page 1, item I)	88543518.	91620197.	93644674.
	17	Accounts payable and accrued expenses			
	18	Grants payable			
Š	19	Deferred revenue			
Liabilities	20	Loans from officers, directors, trustees, and other disqualified persons			
ap	21	Mortgages and other notes payable			
_	22	Other liabilities (describe)			
_	23	Total liabilities (add lines 17 through 22)	0.	0.	
		Foundations that follow SFAS 117, check here			
		and complete lines 24 through 26 and lines 30 and 31.			
Net Assets or Fund Balances	24	Unrestricted			
<u>la</u>	25	Temporarily restricted			
8	26	Permanently restricted			
Ĕ		Foundations that do not follow SFAS 117, check here			
Ē		and complete lines 27 through 31.			
Si	27	Capital stock, trust principal, or current funds	0.	0.	
set	28	Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
Ž	29	Retained earnings, accumulated income, endowment, or other funds	88543518.	91620197.	
Š	30	Total net assets or fund balances	88543518.	91620197.	
_	31	Total liabilities and net assets/fund balances	88543518.	91620197.	
F	art	III Analysis of Changes in Net Assets or Fund Ba	alances		
1	Tota	I net assets or fund balances at beginning of year - Part II, column (a), line 3	30		
	(mu	st agree with end-of-year figure reported on prior year's return)		1	88543518.
2	Ente	r amount from Part I, line 27a		2	3076679.
3	Othe	r increases not included in line 2 (itemize)		3	0.
4	Add	lines 1, 2, and 3		4	91620197.
5		eases not included in line 2 (itemize)		5	0.
6	Tota	I net assets or fund balances at end of year (line 4 minus line 5) - Part II, co	lumn (b), line 30	6	91620197.
					Form 990-PF (2015)

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Part IV Capital Gains and	Losses for Tax on In	vestmen	Income						JJ41 Tage
(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.)		(6)			c) Date a (mo., d	acquired ay, yr.)	(d) Date sold (mo., day, yr.)		
1a			•						
b SEE ATTACHED S	TATEMENTS								
<u> </u>		_		ļ					
d	 			ļ					
<u>e</u>	(A) Deposition allowed	4.30-		Щ.		L			<u> </u>
(e) Gross sales price	(f) Depreciation allowed (or allowable)		st or other basis expense of sale					ain or (loss (f) minus	
<u>a</u>	*-								
b									
c d									
e 13985137.	· · · · · · · · · · · · · · · · · · ·		1232678	6					1658351
Complete only for assets showing ga	in in column (h) and owned by t	the foundation		•			Gaine (C	ol. (h) gaın	
	(j) Adjusted basis	· · · · · · · · · · · · · · · · · · ·	cess of col. (I)			còl. (k), but n	ot less tha	n -0-) or
(i) F.M.V. as of 12/31/69	as of 12/31/69		col. (j), if any				Losses	(from col. (h))
a									
b									
C									
đ									
е									1658351
	∫ If gain, also enter	ın Part I line	7	٦			-		
Capital gain net income or (net capital					2				1658351
Net short-term capital gain or (loss) as				_ [
If gain, also enter in Part I, line 8, colu		iu (0).)					
_If (loss), enter -0- in Part I, line 8				ľ	3			N/A	
Part V Qualification Under	er Section 4940(e) for	Reduced	l Tax on Net	Inv	estn	nent Inco	me		
/as the foundation liable for the section "Yes," the foundation does not qualify u Enter the appropriate amount in each	nder section 4940(e). Do not co	implete this pa	ırt.		<u> </u>				Yes X No
(a) Base period years Calendar year (or tax year beginning in	(b) Adjusted qualifying dist	tributions	Net value of no	(c) incha		use assets		Distrit (col. (b) div	(d) oution ratio vided by col. (c))
2014		73834.			803	62043		, <u>(-) -1</u>	.05816
2013		65993.				81211			.04518
2012		18551.				66675			.08017
2011		78755.				93723			.06753
2010		43669.				37208			.06595
					_	. —			
Total of line 1, column (d)							2		.31700
Average distribution ratio for the 5-year	ar base period - divide the total o	on line 2 by 5,	or by the number	of ye	ars				
the foundation has been in existence i	fless than 5 years						3_		.06340
Enter the net value of noncharitable-u	se assets for 2015 from Part X.	line 5					4		104336909
Multiply line 4 by line 3							5		6615064
Enter 1% of net investment income (1	% of Part I, line 27b)						6		32136
Add lines 5 and 6							7		6647200
Enter qualifying distributions from Pai	t XII, line 4						8		5006194
If line 8 is equal to or greater than line See the Part VI instructions.	7, check the box in Part VI, line	1b, and comp	olete that part usin	ıg a 1	% tax	rate.			
23521 11-24-15		· · · · · · · · · · · · · · · · · · ·							Form 990-PF (20

WAGNER	FOUNDATION
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	990-PF (2015) #0746800 t VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e),	20	-607	9941	F	age 4
Par		or 4940) - See	ınstru	Ction	15)
	Exempt operating foundations described in section 4940(d)(2), check here \(\bigcup \) and enter "N/A" on line 1.		1			
	Date of ruling or determination letter: (attach copy of letter if necessary-see instructions)					
	Domestic foundations that meet the section 4940(e) requirements in Part V, check here 🕨 🔛 and enter 1%	1			<u>642</u>	<u>72.</u>
	of Part I, line 27b					
	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).					
2 T	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	+			<u>0.</u>
3 <i>F</i>	Add lines 1 and 2	3	\bot		642	
4 5	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4				<u>0.</u>
5 T	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	_ 5			642	<u>72.</u>
6 (Credits/Payments:					
a 2	2015 estimated tax payments and 2014 overpayment credited to 2015 6a 10782	20.				
b E	Exempt foreign organizations - tax withheld at source 6b					
c T	Tax paid with application for extension of time to file (Form 8868)					
d E	Backup withholding erroneously withheld 6d 6d					
7 1	Total credits and payments. Add lines 6a through 6d	7		1	078	20.
8 E	Enter any penalty for underpayment of estimated tax. Check here X if Form 2220 is attached	8				
9 1	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	▶ 9				
	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	▶ 10	,		435	48.
11 E	Enter the amount of line 10 to be: Credited to 2016 estimated tax 43548. Refunded		_			0.
	t 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 inte	rvene in			Yes	No
	any political campaign?			1a		X
b [Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the defi	nition)?		1b		X
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials pul		r			
	distributed by the foundation in connection with the activities					
	Did the foundation file Form 1120-POL for this year?			10		X
	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:			1		
	(1) On the foundation. ▶ \$ 0 . (2) On foundation managers. ▶ \$	0.				
	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation				ļ	
	managers. ► \$ 0.					
	Has the foundation engaged in any activities that have not previously been reported to the IRS?			2		Х
	If "Yes," attach a detailed description of the activities					
	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporal	tion, or			.	
	bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	, 0.		3		X
	Did the foundation have unrelated business gross income of \$1,000 or more during the year?			4a		X
	If "Yes," has it filed a tax return on Form 990-T for this year?		N/A	4b		
	Was there a liquidation, termination, dissolution, or substantial contraction during the year?		,	5		X
	If "Yes," attach the statement required by General Instruction T					
	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:					
	By language in the governing instrument, or			1 1		
	 By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the 	e state law		1 1		
	remain in the governing instrument?	0 0.0.0		6		х
	Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Pa	art XV		7	Х	
	sid the realisation have at least quijour in according the realisting the year. If you go in art in, our less that it					
8a F	Enter the states to which the foundation reports or with which it is registered (see instructions)					
	MA			·		
-	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			8b	х	
	Is the foundation claiming status as a private operating foundation within the meaning of section $4942(j)(3)$ or $4942(j)(5)$ for	or calenda	r			
	year 2015 or the taxable year beginning in 2015 (see instructions for Part XIV)? If "Yes," complete Part XIV			9		X
	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	STM	T 11		X	
<u></u>	Too, attaut a sorreum treat finales and audiosses					

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Pa	art VII-A Statements Regarding Activities (continued)			
			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of			
	section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges?			
	If "Yes," attach statement (see instructions)	12		<u>X</u>
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X_	
	Website address ► N/A		_	
14	The books are in care of ► NUTTER, MCCLENNEN & FISH, LLP Telephone no. ► 617-4			
	Located at ► SEAPORT WEST 155 SEAPORT BLVD, BOSTON, MA ZIP+4 ►0	<u> 2210</u>	<u>-26</u>	04
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here		. •	·
	and enter the amount of tax-exempt interest received or accrued during the year	N	/A	
16	At any time during calendar year 2015, did the foundation have an interest in or a signature or other authority over a bank,		Yes	1
	securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the	-		
_	foreign country			
Pa	art 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.		Yes	No
18	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?			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from)			
	a disqualified person?			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?			
	(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)?	-		
	(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.)			
t	olf any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations			1
	section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b	ļ <u> </u>	<u> </u>
	Organizations relying on a current notice regarding disaster assistance check here			
(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 2015?	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)):		ĺ	
í	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?			
	If "Yes," list the years			
ı	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		i	
	statement - see instructions.) N/A	2b	<u> </u>	
(If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.			
_	<u> </u>			
38	a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time			Ì
	during the year?			ļ
	of fives," 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,	٠		
	Form 4720, to determine if the foundation had excess business holdings in 2015.) N/A	3b	 	
	a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	48	 -	X_
	b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that		1	,,
	had not been removed from jeopardy before the first day of the tax year beginning in 2015?	4b orm 99		(0045)
	· ·	201111 2727		1/11/51

WAGNER FOUNDATION				
orm 990-PF (2015) #0746800			<u> 20-60799</u>	41 Page 6
Part VII-B Statements Regarding Activities for Which I	orm 4720 May Be F	Required (continu	ued)	
5a During the year did the foundation pay or incur any amount to:				
(1) Carry on propaganda, or otherwise attempt to influence legislation (section			s X No	
(2) Influence the outcome of any specific public election (see section 4955); o	r to carry on, directly or indire			
any voter registration drive?	_		s X No	
(3) Provide a grant to an individual for travel, study, or other similar purposes		∟ Ye	s X No	
(4) Provide a grant to an organization other than a charitable, etc., organizatio	n described in section		[••]	
4945(d)(4)(A)? (see instructions)			s X No	
(5) Provide for any purpose other than religious, charitable, scientific, literary,	or educational purposes, or t		r an	
the prevention of cruelty to children or animals?			s X No	
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify und	·	n Regulations	37/3	.
section 53.4945 or in a current notice regarding disaster assistance (see instru	•		N/A 5	ib
Organizations relying on a current notice regarding disaster assistance check he are the appears in "Yes" to question Eq.(A), does the foundation claim example of		nad		
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption for expenditure responsibility for the grant?			N-	
If "Yes," attach the statement required by Regulations section 53 494		/A Ye	s L No	
6a Did the foundation, during the year, receive any funds, directly or indirectly, to	• •			
a personal benefit contract?	pay premiums on	□va	s X No	
b Did the foundation, during the year, pay premiums, directly or indirectly, on a p	erconal hanafit contract?	18		Sb X
If "Yes" to 6b, file Form 8870.	ersonal benefit contract.		1	, u
7a At any time during the tax year, was the foundation a party to a prohibited tax s	helter transaction?	v	s X No	
b If "Yes," did the foundation receive any proceeds or have any net income attribu			. —	'b
Part VIII Information About Officers, Directors, Trust		nagers, Highly		
Paid Employees, and Contractors	,		,	
List all officers, directors, trustees, foundation managers and their	compensation.			
(a) Name and address	(b) Title, and average hours per week devoted	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred	(e) Expense account, other allowances
HERBERT S. WAGNER III	to position TRUSTEE	enter-u-)	compensation	allowarices
PO BOX 51400	INOSIEE			
BOSTON, MA 02205	0.00	٥.	0.	0.
CHARLOTTE R. CRAMER WAGNER	TRUSTEE		•	<u> </u>
PO BOX 51400				
BOSTON, MA 02205	0.00	0.	0.	0.
2 Compensation of five highest-paid employees (other than those inc	(b) Title, and average	enter "NONE."	(d) Contributions to	/a) Evenes
(a) Name and address of each employee paid more than \$50,000	hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
				·····
				
	1	ĺ		

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

WAGNER FOUNDATION

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Part VIII Information About Officers, Directors, Trustees, Foundat Paid Employees, and Contractors (continued)	ion Managers, Highly	
3 Five highest-paid independent contractors for professional services. If none, enter	"NONE."	
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
	<u> </u>	
	-	
	-	
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 statisti	cal information such as the	
number of organizations and other beneficiaries served, conferences convened, research papers produ	uced, etc.	Expenses
1 <u>N/A</u>		
2		
3		
<u> </u>		
4		
D. LIV D.		
Part IX-B Summary of Program-Related Investments	1 2 1 2 1 2 1 2	A
Describe the two largest program-related investments made by the foundation during the tax year on I	mes rand z.	Amount
1 <u>N/A</u>		
2		
<u>-</u>		
All other program-related investments. See instructions.		
3		
		
Table Add bear 1 Absorb 0		
Total. Add lines 1 through 3	▶	0.

#0746800 20-6079941 Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.) '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 50803665. 1a 5416510. b Average of monthly cash balances 1b 49705621. c Fair market value of all other assets 1c 105925796. 1d d Total (add lines 1a, b, and c) e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e 0. Acquisition indebtedness applicable to line 1 assets 105925796 Subtract line 2 from line 1d 3 1588887. Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions) 4 104336909. Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4 5 Minimum investment return Enter 5% of line 5 5216845 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.) 5216845. Minimum investment return from Part X, line 6 64272 Tax on investment income for 2015 from Part VI. line 5 2a Income tax for 2015. (This does not include the tax from Part VI.) 2<u>b</u> 64272. Add lines 2a and 2b 2c 5152573. Distributable amount before adjustments. Subtract line 2c from line 1 3 3 Recoveries of amounts treated as qualifying distributions 4 5152573. 5 Add lines 3 and 4 5 Deduction from distributable amount (see instructions) 6 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1 515257 Part XII Qualifying Distributions (see instructions) Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes: 5006194. Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26 1a b Program-related investments - total from Part IX-B 1h Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes 2 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) 3Ь 5006194. Qualifying distributions Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4 4 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b 6 5006194. Adjusted qualifying distributions. Subtract line 5 from line 4

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

Form **990-PF** (2015)

4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

,	(a) Corpus	(b) Years prior to 2014	(c) 2014	(d) 2015
1 Distributable amount for 2015 from Part XI,	. ,			
line 7				<u>5</u> 152573.
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only			0.	
b Total for prior years:				
,,		0.		
3 Excess distributions carryover, if any, to 2015:				
a From 2010 517547.				
b From 2011 962801.				
c From 2012 1580877.				
d From 2013	_			
e From 2014 763481.	2024706	-		-
f Total of lines 3a through e	3824706.			
4 Qualifying distributions for 2015 from				
Part XII, line 4: ►\$ 5006194.			0	
a Applied to 2014, but not more than line 2a			0.	-
b Applied to undistributed income of prior		0.		
years (Election required - see instructions) c Treated as distributions out of corpus		0.		
·	0.			
(Election required - see instructions) d Applied to 2015 distributable amount	<u> </u>			5006194.
e Remaining amount distributed out of corpus	0.			3000134.
Excess distributions carryover applied to 2015	146379.			146379.
(If an amount appears in column (d), the same amount must be shown in column (a))	140575.			140373.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	3678327.			
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 2014. Subtract line				
4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2015. Subtract				
lines 4d and 5 from line 1. This amount must				
be distributed in 2016				0.
7 Amounts treated as distributions out of				
corpus to satisfy requirements imposed by				
section 170(b)(1)(F) or 4942(g)(3) (Election	•			
may be required - see instructions)	0.			<u> </u>
8 Excess distributions carryover from 2010	271160			
not applied on line 5 or line 7	371168.			
9 Excess distributions carryover to 2016.	2207150			
Subtract lines 7 and 8 from line 6a	3307159.			
10 Analysis of line 9: a Excess from 2011 962801.				
b Excess from 2012 1580877.				
c Excess from 2013				
d Excess from 2014 763481.				
e Excess from 2015				
				Corm 000-DE (2015)

WAGNER FOUNDATION

Form 990-PF (2015) #0746800				20-60)79941 Page 10
Part XIV Private Operating Fo	undations (see in	structions and Part V	II-A, question 9)	N/A	
1 a If the foundation has received a ruling or	determination letter tha	t it is a private operating			
' foundation, and the ruling is effective for	2015, enter the date of	the ruling	▶		
b Check box to indicate whether the founda	ition is a private operati	ng foundation described	ın section	4942(j)(3) or 4	942(j)(5)
2 a Enter the lesser of the adjusted net	Tax year		Prior 3 years		
income from Part I or the minimum	(a) 2015	(b) 2014	(c) 2013	(d) 2012	(e) Total
investment return from Part X for					
each year listed					
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 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 Infor			if the foundatio	n had \$5,000 or m	ore in assets
at any time during th	ne year-see inst	ructions.)			
Information Regarding Foundation List any managers of the foundation who year (but only if they have contributed minus) SEE STATEMENT 12	have contributed more		ntributions received by th	ne foundation before the cl	ose of any tax
b List any managers of the foundation who other entity) of which the foundation has			ı (or an equally large por	tion of the ownership of a	partnership or
NONE					
2 Information Regarding Contribution Check here ► X if the foundation or	ly makes contributions	to preselected charitable	e organizations and does	not accept unsolicited req	uests for funds. If
the foundation makes gifts, grants, etc. (s				· · · · · · · · · · · · · · · · · · ·	10 d.
a The name, address, and telephone numb	er or e-mail address of	the person to whom app	olications should be addr	essed:	
b The form in which applications should be	submitted and informa	ation and materials they	should include:		
c Any submission deadlines:					
d Any restrictions or limitations on awards,	, such as by geographic	cal areas, charitable fields	s, kinds of institutions, o	r other factors:	-

Page 11

Part XV Supplementary Information (continued) 3 Grants and Contributions Paid During the Year or Approved for Future Payment If recipient is an individual, Recipient Foundation Purpose of grant or show any relationship to status of contribution Amount any foundation manager Name and address (home or business) recipient or substantial contributor a Paid during the year ALMA DEL MAR CHARTER SCHOOL NONE PUBLIC RECOGNINITION OF CILE HICKS 26 MADEIRA AVE NEW BEDFORD, MA 02746 5000. AMERICAN REPERTORY THEATER NONE PUBLIC THE MAKE AN IMPACT 64 BRATTLE ST CAMPAIGN AND GENERAL CAMBRIDGE, MA 02138 OPERATIONS 15000. BRIDGE OVER TROUBLED WATERS NONE PUBLIC ANNUAL GALA AND 47 WEST ST AUCTION ON BEHALF OF TOM WERNER 25000. BOSTON, MA 02111 BOSTON CHILDREN'S HOSPITAL TRUST NONE PUBLIC SUPPORT OF BOSTON 300 LONGWOOD AVE INVESTMENT CONFERENCE 50000. BOSTON, MA 02115 BOYS AND GIRLS CLUBS OF BOSTON NONE PUBLIC OPEN DOOR CAMPAIGN 50 CONGRESS ST. SUITE 730 500000. BOSTON, MA 02109 SEE CONTINUATION SHEET(S) ▶ 3a Total 4871500. **b** Approved for future payment NONE Total **▶** 3b

Form 990-PF (2015)

inter gross amounts unless otherwise indicated.	Unrelated b	usiness income	Excluded b	y section 512, 513, or 514	(e)	
·	(a) Business	(b) Amount	(C) Exclu- sion	(d) Amount	Related or exempt function income	
1 Program service revenue:	code		code	Airioditi	Tunction income	
a	_					
b						
c	_ _					
d	_				<u> </u>	
e					· 	
f	_					
g Fees and contracts from government agencies						
2 Membership dues and assessments						
3 Interest on savings and temporary cash						
investments			14	184905.		
4 Dividends and interest from securities			14	1155360.		
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			14	655636.		
8 Gain or (loss) from sales of assets other						
than inventory			18	1662643.		
9 Net income or (loss) from special events						
O Gross profit or (loss) from sales of inventory						
1 Other revenue:						
a						
b						
C		•				
d	i l					
e						
2 Subtotal. Add columns (b), (d), and (e)		(0.	3658544.	0	
3 Total. Add line 12, columns (b), (d), and (e)	•			13	3658544	
(See worksheet in line 13 instructions to verify calculation	s.)					
Part XVI-B Relationship of Activition	es to the Accon	plishment of	Exempt P	urposes		
Line No. Explain below how each activity for which				importantly to the accomp	dishment of	
the foundation's exempt purposes (other	ulan by providing lund	s ioi sucii purposes)).			
	····					

WAGNER FOUNDATION

#	U	7	4	6	R	n	0
п	u	•	-	u	u	v	v

Form 990-PF (20				20-60	
Part XVII		•	and Transactions a	nd Relationships With Nonch	naritable
4 8 4 15	Exempt Organ				Ves Ne
	-	rectly engage in any of the followi			Yes No
•)(3) organizations) or in section 5		zations?	
	Irom the reporting lound	ation to a noncharitable exempt o	ryanization of.		1445
(1) Cash (2) Other	accate				1a(1) X 1a(2) X
b Other trans					1a(2) X
-	of assets to a noncharita	hle exempt organization			1b(1) X
` '		ncharitable exempt organization			1b(2) X
, ,	l of facilities, equipment,				1b(3) X
• •	oursement arrangements				1b(4) X
(5) Loans	or loan guarantees				1b(5) X
(6) Perfor	mance of services or me	embership or fundraising solicitati	ons		1b(6) X
-		uling lists, other assets, or paid er	• •		1c X
				ays show the fair market value of the good	
				e in any transaction or sharing arrangemen	t, show in
·	<u> </u>	other assets, or services received		T 76-	
(a) Line no	(b) Amount involved	(c) Name of noncharitab	ie exempt organization	(d) Description of transfers, transactions, a	nd sharing arrangements
		N/A			
				· 	
					•
			· · · · · · · · · · · · · · · · · · ·		
				·	
				-	
2a Is the four	idation directly or indirec	tly affiliated with, or related to, on	e or more tax-exempt organiz	zations described	
		r than section 501(c)(3)) or in se			Yes X No
b If "Yes," co	mplete the following sch	edule.			
	(a) Name of org	ganization	(b) Type of organization	(c) Description of relation	ınship
	N/A			· 	
			 		
				_ -	
Under	penalties of perjury, I declare	that I have examined this return, include	ling accompanying schedules and	statements, and to the best of my knowledge	
Sign and be	elief, it is toue, correct, and con	mplete Declaration of preparer (other th	ian taxpayer) is based on all inform	ation of which preparer has any knowledge	May the IRS discuss this return with the preparer
Here	LehTI	Wag	10/4/11	irustee	shown below (see instr)? X Yes No
Sign	ature of officer or trustee	· · · · · · · · · · · · · · · · · · ·	Date	Title	
	Print/Type preparer's na	ame Preparer's	sygnature	Date Check if PT	IN
	12. 1 2	, _ /		self- employed	
Paid	TAU 1. F.		(Kent		00567473
Preparer	Firm's name NUT	TER MCCLENNEN	& FISH LLP	Firm's EIN ► 04-	2106505
Use Only	Comple address 5 50	12 DADE 11-2- 4	<u> </u>		
		EAPORT WEST 155			()420 2522
	ı BC	STON, MA 02210	-4004	Phone no. (617	() 439 – 2503 For 200 PE (2015

Schedule B (Form 990, 990-EZ.

or 990-PF)

Department of the Treasury Internal Revenue Service

Name of the organization

Schedule of Contributors

Attach to Form 990, Form 990-EZ, or Form 990-PF.

► Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at www.irs.gov/form990 .

OMB No 1545-0047

Employer identification number

2015

WAGNER FOUNDATION 20-6079941 #0746800 Organization type (check one): Filers of: Section: Form 990 or 990-EZ 501(c)() (enter number) organization 4947(a)(1) nonexempt charitable trust not treated as a private foundation 527 political organization Form 990-PF 501(c)(3) exempt private foundation 4947(a)(1) nonexempt charitable trust treated as a private foundation X 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 and II For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 exclusively for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals Complete Parts I, 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

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)

certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization
WAGNER FOUNDATION
#0746800

Employer identification number

20-6079941

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	HERBERT S., III & CHARLOTTE R WAGNER P.O BOX 51400 BOSTON, MA 02205	\$\$000000.	Person X Payroll
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person Payroll Noncash (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		- - \$	Person Payroll Noncash (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		- \$	Person Payroll Noncash (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		- - \$	Person Payroll Noncash (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		- - - - -	Person Payroll Noncash (Complete Part II for noncash contributions.)
		- \$ - \$	Payroll Noncash (Complete Part II f

Name of organization
WAGNER FOUNDATION
#0746800

Employer identification number

20-6079941

Part II Noncash Property (see instructions) Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	

Page	4
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Schedule B (Form 990, 990-EZ, or 990-PF) (2015) Name of organization **Employer identification number** WAGNER FOUNDATION 20-6079941 #0746800 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 Part III completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year (Enter this info once) > \$_ Use duplicate copies of Part III if additional space is needed (a) No. from Part I (c) Use of gift (b) Purpose of gift (d) Description of how gift is held (e) Transfer of gift Transferee's name, address, and ZIP + 4 Relationship of transferor to transferee (a) No. from Part I (c) Use of gift (d) Description of how gift is held (b) Purpose of gift (e) Transfer of gift Relationship of transferor to transferee Transferee's name, address, and ZIP + 4 (a) No. from Part I (c) Use of gift (d) Description of how gift is held (b) Purpose of gift (e) Transfer of gift Transferee's name, address, and ZIP + 4 Relationship of transferor to transferee (a) No. from Part I (d) Description of how gift is held (b) Purpose of gift (c) Use of gift

(e) Transfer of gift

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

CONTINUATION FOR 990-PF, PART IV 20-6079941 PAGE 1 OF 2 #0746800
Part IV Capital Gains and Losses for Tax on Investment Income PAGE

Part IV Capital Gains and Los	sses for Tax on Investment Income			
	describe the kind(s) of property solo ick warehouse; or common stock, 20			Date acquired (d) Date sold (mo., day, yr.)
1a FPA CRESCENT F	UND		P V	ARIOUS 12/31/15
b OAKMARK INTERN				ARIOUS 12/31/15
c MATTHEWS KOREA				ARIOUS 12/31/15
d T ROWE EQUITY	INCOME FUND			ARIOUS 12/31/15
e THIRD AVENUE V				ARIOUS 12/31/15
f 14763.0490 CGM				2/31/0912/29/15
	RD AVENUE VALUE			2/09/14/12/23/15
	GUARD VALUE INDE	X FD		1/07/14/12/24/15
1 516620.9650 WI				2/18/14/12/23/15
MATHEWS KOREA				ARIOUS 12/31/15
		UND		2/08/15/12/31/15
	UARD VALUE INDEX	FD INST		2/18/15/12/23/15
m 13490.7410 WIN				2/17/1512/23/15 ARIOUS 12/31/15
n ABRAMS CAPITAL o ABRAMS CAPITAL				ARIOUS 12/31/15 ARIOUS 12/31/15
	(f) Depreciation allowed	(a) Cost or other basis		
(e) Gross sales price	(or allowable)	(g) Cost or other basis plus expense of sale		ain or (loss) s (f) minus (g)
a 496485.				496485.
b 224216.				224216.
c 35959.				35959.
d 421332.				421332.
e 80434.		752674		80434.
f 578411.		753674.		-175263 .
g 1171635.		1433616.		<u>-261981.</u>
h 1690274. 7883621.		1584224. 7420994.		106050. 462627.
1 7883621.		7420994.		622.
k 96505.		99312.		-2807.
309726.		310355.		-629.
m 205868.		206004.		-136.
n 10939.		200011		10939.
0 96454.				96454.
	ng gain in column (h) and owned by	the foundation on 12/31/69	(I) Losse	es (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		col. (h) gain over col. (k), less than "-0-")
a				496485.
b				224216.
С				35959.
d				421332.
<u>e</u>			· · · · · · · · · · · · · · · · · · ·	80434.
<u>f</u>				<u>-175263.</u>
9				-261981.
<u>h</u>				106050.
1				462627.
				622.
<u>k</u>				-2807.
<u> </u>				<u>-629.</u>
<u>m</u>	<u> </u>			-136.
<u>n</u>				10939.
0	If non-alon orto-	In Part I line 7		96454.
2 Capital gain net income or (net ca	· / (1000), cittor (_ 1	2	
3 Net short-term capital gain or (lo If gain, also enter in Part I, line 8, If (loss), enter "-0-" in Part I, line	column (c).	nd (6):	3	

Part IV Capital Gains and Losses for Tax on Investment Income (b) How acquired P - Purchase D - Donation (a) List and describe the kind(s) of property sold, e.g., real estate, (c) Date acquired (d) Date sold 2-story brick warehouse; or common stock, 200 shs. MLC Co. (mo., day, yr.) (mo., day, yr.) 1a ABRAMS CAPITAL PARTNERS II LP(SEC1231) VARIOUS 12/31/15 b BAUPOST VALUE PARTNERS P VARIOUS 12/31/15 P 12/31/15 c BAUPOST VALUE PARTNERS VARIOUS P d HAWKEYE CAPITAL INSTITUTIONAL LP VARIOUS 12/31/15 P e HAWKEYE CAPITAL INSTITUTIONAL LP VARIOUS 12/31/15 f COLUMBUS HILL PARTNERS LP P VARIOUS 12/31/15 g COLUMBUS HILL PARTNERS LP P VARIOUS 12/31/15 h MASON CAPITAL P 12/31/15 VARIOUS P VARIOUS 12/31/15 | MASON CAPITAL m n 0 (g) Cost or other basis (f) Depreciation allowed (h) Gain or (loss) (e) Gross sales price plus expense of sale (e) plus (f) minus (g) (or allowable) 1189 1189. 2771 2771. b 150478. 150478. C 51114 51114. d 109698. -109698. 333252. -333252. f 477104 477104. g -51395. 51395. h 24262. -24262. ١ m n 0 Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 (I) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), (j) Adjusted basis (k) Excess of col. (i) (i) F.M.V. as of 12/31/69 but not less than "-0-") as of 12/31/69 over col. (j), if any 1189. 2771. b 150478. C 51114. d -109698. е -333252. f 477104. g -51395. h -24262. k 1 m n 0 { If gain, also enter in Part I, line 7 If (loss), enter *-0-* in Part I, line 7 } 1658351. 2 Capital gain net income or (net capital loss) 2 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 N/A

Part XV Supplementary Information				
3 Grants and Contributions Paid During the		<u> </u>		
Recipient Name and address (home or hyperss)	If recipient is an individual, show any relationship to any foundation manager	Foundation status of	Purpose of grant or contribution	Amount
Name and address (home or business)	or substantial contributor	recipient		
BUCKINGHAM BROWNE AND NICHOLS SCHOOL	NONE	PUBLIC	MIDDLE SCHOOL	
8 GERRYS LANDING ROAD			RENOVACTION PROJECT	
CAMBRIDGE, MA 02138			AND ANNUAL FUND	600000.
CAMBRIDGE HISTORICAL SOCIETY	NONE	PUBLIC	GENERAL FUND	
159 BRATTLE STREET				
CAMBRIDGE, MA 02138				5000,
CAMP HARBORVIEW FOUNDATION	NONE	PUBLIC	GENERAL FUND	
200 CLARENDON ST			1	
BOSTON, MA 02116				50000.
CAMPAIGN FOR CATHOLIC SCHOOLS	NONE	PUBLIC	LOWER MILLS CAMPUS	
66 BROOKS DRIVE			RENOVATIONS	
BRAINTREE, MA 02184		<u> </u>		290000.
CHARLES RIVER CONSERVANCY	NONE	PUBLIC	GENERAL FUND	-
BRATTLE ST	NONE	FORMIC	GENERAL FORD	
CAMBRIDGE MA 01238				5000
CHRISTOPHER'S HAVEN	NONE	PUBLIC	GENERAL FUND	
LHRISTOPHER S HAVEN	NONE	POBLIC	GENERAL FUND	
BOSTON MA 02114				5000
Control of the second of the s				
		L		
DEXTER & SOUTHFIELD SCHOOL 20 NEWTON ST	NONE	PUBLIC	GENERAL FUND	
BOSTON MA 02118				50000,
		L		
INNER CITY SCHOLARSHIP FUND 260 FRANKLIN STREET SUIT 630	NONE	PUBLIC	GENERAL FUND	
BOSTON MA 02110				100000
INSTITUE OF CONTEMPORARY ART BOSTON	NONE	PUBLIC	TOWARD BUILDING THE	200000
100 NORTHERN AVE			MUSEUM'S COLLECTION	
BOSTON, MA 02210			AND THE ESTABLISHMENT	
			OF THE ACQUISITION	
			CIRCLE & SPONSORSHIP	236000
ISABELLA STEWART GADNER MUSEUM	NONE	PUBLIC	GENERAL FUND	
280 FENWAY				
BOSTON, MA 02115 Total from continuation sheets	1	<u> </u>	-	62500 4276500

Part XV **Supplementary Information** Grants and Contributions Paid During the Year (Continuation) If recipient is an individual, Recipient Foundation Purpose of grant or show any relationship to Amount status of any foundation manager contribution Name and address (home or business) or substantial contributor recipient JUSTINE MEE LIFE FUND FOR THE EMERALD NONE PUBLIC PARK SPONSORSHIP AND ADOPT A HERITAGE TREE NECK 125 THE FENWAY PROGRAM 35000. BOSTON, MA 02115 MARANYUNDO SCHOOL NONE PUBLIC CAMPAIGN FOR THE NEXT 130 RUMFORD AVE SUITE 116 DECADE OF EXCELLENCE NEWTON, MA 02466 60000. MT AUBURN HOSPITAL NONE PUBLIC AUBURN HOSPITAL'S MAH 330 MOUNT AUBURN ST PARTY OF THE YEAR CAMBRIDGE, MA 02138 10000. OUR SISTERS SCHOOL NONE PUBLIC GENERAL FUND AND 145 BROWELL AVE RECOGNITION OF LISA NEW BEDFORD, MA 02740 SCHMID ALVORD 10000. NONE PUBLIC SUPPORT THE ESTA OF PARTNERS IN HEALTH 888 COMMONWEALTH AVE 3RD FL THE OPHELIA M DAHL ENDOWMENT FD AT PIH BOSTON, MA 02215 AND TRANSFORMING HEALTH CARE FOR WOMEN 2000000. GENERAL FUND NONE PUBLIC PROJECT HEALTH CHILDREN 88 E. NEWTON ST, VOSE 552 BOSTON, MA 02118 50000. RED SOX FOUNDATION NONE PUBLIC GENERAL FUND AND 4 YAWKEY WAY SUPPORT OF THE FENWAY TO THE RUNWAY BOSTON, MA 02114 INITIATIVE 52500. ROOT CAPITAL NONE PUBLIC SUPPORT FOR THE WOMEN 675 MASS AVE, 8TH FL. IN AGRICULTURE CAMBRIDGE, MA 02139 INITIATIVE 100000. NONE PUBLIC GENERAL FUND ST PETERS CHURCH 96 CONCORD AVE 30000. CAMBRIDGE, MA 02138 NONE PUBLIC GENERAL FUND ST. PETER SCHOOL 96 CONCORD AVE 50000. CAMBRIDGE, MA 02138 Total from continuation sheets

Part XV Supplementary Information Grants and Contributions Paid During the Year (Continuation) If recipient is an individual, Recipient Foundation Purpose of grant or show any relationship to Amount contribution status of any foundation manager Name and address (home or business) or substantial contributor recipient SUMMER SEARCH BOSTON NONE PUBLIC GENERAL FUND 500 AMORY STREET 20000. JAMAICA PLAIN, MA 02130 THE BOSTON FOUNDATION NONE PUBLIC SPECIAL DESIGNATION TO 75 ARLINGTON STREET THE FREE FOA ALL FUND 50000. BOSTON, MA 02116 RADIO THELETHON " RED THE JIMMY FUND NONE PUBLIC 10 BROOKLINE PLACE WEST 6TH FLOOR SOX CHALLANGE" 10000. BROOKLINE MA 02445 THE NEW ENGLAND PATRIOTS CHARITABLE NONE PUBLIC PATRIOTS PREMIERE GALA FOUNDATION 1 PATRIOT PLACE 10000. FOXBOROUGH, MA 02035 WIDE HORIZONS FOR CHILDREN NONE PUBLIC IN SUPPORT OF TRAVIS 38 EDGE HILL ROAD RHODES 50000. WALTHAM, MA 02451 PUBLIC NONE THE OPPORTUNITY YEAR-UP-BOSTON CAMPAIGN 93 SUMMER STREET #5 225000. BOSTON MA 02110 FULL FRAME INITIATIVE NONE PUBLIC GENERAL FUND 308 MAIN ST STE 2A 5000. GREENFIELD MA 01301 SILVER LINING MENTORING NONE PUBLIC GENERAL FUND 727 ATLANTIC AVE 3RD FLOOR BOSTON, MA 02111 5000. PUBLIC NONE SUPPORT OF THE ROBIN THE DRAWING CENTER 35 WOOSTER ST RHODE EXHIBITION 2500. NEW YORK, NY 10013 TRINITY HALL NONE PUBLIC SUPPORT OF JUSTIN GMELICH'S WORK WITH 61 CHATHAM ST BOSTON, MA 02109 TRINITY HALL 68000. Total from continuation sheets

Part XV **Supplementary Information** Grants and Contributions Paid During the Year (Continuation) If recipient is an individual, Recipient show any relationship to any foundation manager or substantial contributor Foundation status of Purpose of grant or contribution Amount Name and address (home or business) recipient VIA ART FUND NONE PUBLIC GENERAL FUND 83 NEWBURY ST 25000. BOSTON, MA 02116 WONDERMORE NONE PUBLIC GENERAL FUND 398 WALNUT ST 5000. NEWTON, MA 02460 Total from continuation sheets

WAGNER FOUNDATION

#0746800	20-6079941
Part XV Supplementary Information	
3a Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution	
NAME OF RECIPIENT - INSTITUE OF CONTEMPORARY ART BOSTON	
TOWARD BUILDING THE MUSEUM'S COLLECTION AND THE ESTABLISHME	ENT OF THE
ACQUISITION CIRCLE & SPONSORSHIP OF ICA GALA	
NAME OF RECIPIENT - PARTNERS IN HEALTH	
SUPPORT THE ESTA OF THE OPHELIA M DAHL ENDOWMENT FD AT PIH	AND
TRANSFORMING HEALTH CARE FOR WOMEN AND CHILD IN HAITI	
	

FORM 99	0-PF G	AIN OR (LOSS) H	FROM SALE	OF A	ASSETS	ST	ATEMENT 1
DESCRIP	(A) TION OF PROPERTY				MANNER CQUIRED	DATE ACQUIRED	DATE SOLD
FPA CRE	SCENT FUND	_		PUI	RCHASED	VARIOUS	12/31/15
	(B)	(C)	(D)	0.7	(E)		(F)
	GROSS SALES PRICE	COST OR OTHER BASIS	EXPENSE SALE	OF	DEPRE	C. GAI	N OR LOSS
•	496485.	0.		0.		0.	496485.
DESCRIP	(A) TION OF PROPERTY				MANNER CQUIRED	DATE ACQUIRED	DATE SOLD
OAKMARK	INTERNATIONAL F	 UND		PU	RCHASED	VARIOUS	12/31/15
	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE SALE	OF	(E)	C. GAI	(F) N OR LOSS
	224216.	0.		0.	-	0.	224216.
DESCRIP	(A) TION OF PROPERTY				MANNER DA ACQUIRED ACQU		DATE SOLD
MATTHEW	S KOREA FUND	-		PU	RCHASED	VARIOUS	12/31/15
	(B)	(C)	(D)		(E)		(F)
	GROSS SALES PRICE	COST OR OTHER BASIS	EXPENSE SALE	OF	DEPRE	C. GAI	N OR LOSS
,	35959.	0.		0.		0.	35959.

DESCRIP	(A) TION OF PROPERTY	_			MANNER CQUIRED		TE IRED	DATE SOLD
T ROWE	EQUITY INCOME FU	ND		PU	RCHASED	VARI	OUS	12/31/15
	(B) GROSS	(C) COST OR	(D) EXPENSE	OE.	(E)			(F)
	SALES PRICE	OTHER BASIS	SALE	OF	DEPRE	c.	GAIN	OR LOSS
	421332.	0.		0.		0.		421332.
DESCRIP	(A) PTION OF PROPERTY	_			MANNER CQUIRED		TE IRED	DATE SOLD
THIRD A	VENUE VALUE FUND			PU	RCHASED	VARI	ous	12/31/15
	(B) GROSS	(C) COST OR	(D) EXPENSE	OF	(E)			(F)
	SALES PRICE	OTHER BASIS	SALE		DEPRE	C. GAIN		OR LOSS
	80434.	0.		0.	_	0.		80434.
DESCRIP	(A) PTION OF PROPERTY	_			MANNER CQUIRED		TE	DATE SOLD
14763.0	490 CGM FOCUS FU	ND		PU	RCHASED	12/3	1/09	12/29/15
	(B)	(C)	(D)	(E))		(F)
	GROSS SALES PRICE	COST OR OTHER BASIS	EXPENSE SALE	OF	DEPRE	C. GAIN		OR LOSS
	578411.	753674.		0.		0.		-175263.
(A) DESCRIPTION OF PROPERTY					MANNER CQUIRED		TE IRED	DATE SOLD
24506.2	2430 THIRD AVENUE	VALUE FD		PU	RCHASED	12/0	9/14	12/23/15
	(B)	(C)	(D)	OE.	(E)			(F)
	GROSS SALES PRICE	COST OR OTHER BASIS	EXPENSE SALE	Or	DEPRE	c	GAIN	OR LOSS
	1171635.	1433616.				0.		

(A) DESCRIPTION OF PROPERTY				MANNER CQUIRED			DATE SOLD
52810.5290 VANGUARD VAL	UE INDEX FD		PUI	RCHASED	01/0	7/14	12/24/15
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE SALE	OF	(E) DEPRE	c.		(F)
1690274.	1579932.		0.		0.		110342.
(A) DESCRIPTION OF PROPERTY				MANNER CQUIRED			DATE SOLD
516620.9650 WINTERGREEN	 FUND		PUI	RCHASED	12/1	8/14	12/23/15
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE SALE	OF	(E) DEPRE	~ .		(F)
7883621.			0.		0.		462627.
DESCRIPTION OF PROPERTY				MANNER CQUIRED	DA ACQU	TE IRED	DATE SOLD
MATHEWS KOREA FUND	_		PUI	RCHASED	VARI	OUS	12/31/15
(B) GROSS	(C) COST OR	(D)	OF	(E)			(F)
SALES PRICE	OTHER BASIS	SALE	01	DEPRE	EPREC. GAI		OR LOSS
622.	0.		0.		0.		622.
(A) DESCRIPTION OF PROPERTY				MANNER CQUIRED		TE VIRED	DATE SOLD
2010 5270 WILDD MIRRIE	— VALUE FUND		PU	RCHASED	12/0	8/15	12/31/15
2018.5270 THIRD AVENUE			(D) (E) EXPENSE OF		(E)		
(B) GROSS	(C) COST OR	EXPENSE	OF		_		(F)
(B)			OF	(E) DEPRE	c.	GAIN	(F)

DESCRIP	(A) TION OF	PROPERTY				7		NER JIRED	DA ACQU		DATE	SOLD
9761.2880 VANGUARD VALUE			INDEX FD IN	IST		PU	URCE	IASED	12/1	8/15	12/	23/15
	(I GRO	OSS	(C) COST OR		(D) EXPENSE	OF		(E)	a	(1) T)	(F)	099
		PRICE 309726.	OTHER BASIS 310355	<u> </u>	SALE	0 .		DEPRE	0.	GAIN	OR L	-629.
		303720.					•			. 		
DESCRIP	(A) TION OF	PROPERTY				7		NNER JIRED	DA ACQU	TE IRED	DATE	SOLD
13490.7	410 WIN	rergreen	_			PÜ	URCI	HASED	12/1	7/15	12/	23/15
	GRO	B) DSS PRICE	(C) COST OR OTHER BASIS		(D) EXPENSE SALE	OF		(E)	c.	GAIN	(F) I OR L	oss
		205868.	206004	 !.		0 -	•		0.			-136.
DESCRIF	(A) TION OF	PROPERTY				7	-	NNER JIRED		TE URED	DATE	SOLD
ABRAMS	CAPITAL	PARTNERS	II LP			PU	URCI	HASED	VARI	ous	12/	31/15
		B) OSS	(C) COST OR		(D) EXPENSE	ΛE		(E)			(F)	
		PRICE	OTHER BASIS		SALE	OF		DEPRE	с.	GAIN	OR L	oss
		10939.	0).	·	0	•		0.		1	0939.
DESCRIE	(A) PTION OF	PROPERTY				į		NNER UIRED		TE JIRED	DATE	SOLD
ABRAMS	CAPITAL	PARTNERS	II LP			PI	URCI	HASED	VARI	OUS	12/	31/15
		B) OSS	(C) COST OR		(D) EXPENSE	OF		(E)			(F)	
		PRICE	OTHER BASIS		SALE			DEPRE	c	GAIN	OR L	oss
		96454.	C).		0	•		0.		9	6454.

DESCRIP	(A) TION OF	PROPERTY	_			MANNER ACQUIRED			DATE SOLD
ABRAMS	CAPITAL	PARTNERS	II LP(SEC1231)		PU	JRCHASED	VARI	ous	12/31/15
	GRO		COST OR		OF		~		(F)
	SALES		OTHER BASIS	SALE		DEPRE		GAIN	
		1189.	0.		0.		0.		1189.
DESCRIP	(A) TION OF	PROPERTY				MANNER ACQUIRED			DATE SOLD
BAUPOST	VALUE 1	PARTNERS			Pζ	JRCHASED	VARI	ous	12/31/15
		B) OSS	(C) COST OR	(D)					(F)
			OTHER BASIS	SALE			C. GAIN		OR LOSS
		2771.	0.		0.	•	0.		2771.
DESCRIE	(A) PTION OF	PROPERTY							DATE SÖLD
BAUPOST	VALUE	PARTNERS	_		PU	JRCHASED	VARI	OUS	12/31/15
		В)	(C)	(D)		(E)			(F)
		OSS PRICE	COST OR OTHER BASIS	EXPENSE	OF	DEPRE	EPREC. GA		OR LOSS
		150478.	0.		0	•	0.		150478.
(A) DESCRIPTION OF PROPERTY				1	MANNER ACQUIRED		TE VIRED	DATE SOLD	
HAWKEYE	CAPITA	L INSTITU	TIONAL LP		P	URCHASED	VARI	ous	12/31/15
		B)	(C)	(D)	ΛE	(E)			(F)
		OSS PRICE	COST OR OTHER BASIS	EXPENSE SALE	OF	DEPRE	c	GAI1	OR LOSS
		51114.	0.		0	•	0.		51114.

DESCRIP	(A) TION OF PROPERTY				MANNER CQUIRED		TE IRED	DATE SOLD
HAWKEYE	CAPITAL INSTITU	TIONAL LP		PUI	RCHASED	VARI	ous	12/31/15
	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE SALE	OF	(E) DEPRE	c.	GAIN	(F)
	0.	109698.		0.		0.		-109698.
DESCRIP	(A) TION OF PROPERTY				MANNER CQUIRED	DA ACQU	TE IRED	DATE SOLD
COLUMBU	S HILL PARTNERS	LP		PUI	RCHASED	VARI	OUS	12/31/15
	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE SALE	OF	(E) DEPRE	c.	GAIN	(F) I OR LOSS
•	0.	333252.		0.		0.		-333252.
	(A) TION OF PROPERTY	_		_A(MANNER CQUIRED		IRED	
COLUMBU	S HILL PARTNERS	LP		PUI	RCHASED	VARI	ous	12/31/15
	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE SALE	OF	(E) DEPRE		GAIN	(F) OR LOSS
	477104.	0.		0.		0.		477104.
DESCRIP	(A) TION OF PROPERTY				MANNER CQUIRED	DA ACQU	TE IRED	DATE SOLD
MASON C	APITAL	_		PU	RCHASED	VARI	ous	12/31/15
	(B) GROSS	(C) COST OR	(D) EXPENSE	OF	(E)			(F)
	SALES PRICE	OTHER BASIS	SALE		DEPRE	C.	GAIN	OR LOSS
	0.	51395.		0.		0.		-51395.

TOTAL TO PART I, LINE 3

(A) DESCRIPTION OF PROPERTY				ANNER QUIRED		TE IRED	DATE S	OLD
MASON CAPITAL	_		PUR	PURCHASED		OUS	12/31	/15
(B) GROSS	(C) COST OR	(D) EXPENSE	OF	(E)			(F)	
SALES PRICE	OTHER BASIS	SALE		DEPRE	C.	GAIN	OR LOS	S
0.	24262.	·	0.		0.		-242	62.
CAPITAL GAINS DIVIDENDS	FROM PART IV							0.
TOTAL TO FORM 990-PF, P.	ART I, LINE 6A				:		16626	43.
FORM 990-PF INTEREST O	N SAVINGS AND T	EMPORARY	CASH	I INVEST	MENTS	STA	TEMENT	2
SOURCE		(A) EVENUE BOOKS	NET	(B) INVEST INCOME			(C) ADJUSTED ET INCOM	
ABRAMS CAPITAL PARTNERS		29889.		29	889.			
ABRAMS CAPITAL PARTNERS TAX EXEMPT INC BAUPOST VALUE PARTNERES COLUMBUS HILL LLP COLUMBUS HILL LLP MUNI FARMSTEAD PARTNERS LP	LLP INT	2158. 17067. 33082. 4521. 28270.		33	0. 7067. 8082. 0.			
FARMSTEAD PARTNERS LP T EXEMPT INC FEDERATED GOV'T OBLIGAT		3522.			0.			
FUND HAWKEYE CAPITAL INST. L HAWKEYE CAPITAL INST. L	P	96. 46007.		46	96. 3007.			
INCOME MASON CAPITAL LP MASON CAPITAL LP US GOV		1984. 14594. 3715.			0. 594. 715.			

184905. 172720.

FORM 990-PF	DIVIDENDS	AND INTE	EREST	FROM SECU	RITIES S	STATEMENT 3
		CAPITA		(A)	(B)	(C)
	GROSS	GAINS		REVENUE		
SOURCE	AMOUNT	DIVIDE	NDS	PER BOOKS	MENT INCOME	E NET INCOME
ABRAMS CAPTIAL						
PARTNERS LP	32677.		0.	32677	32677.	•
BAUPOST VALUE						
PARTNERS LP	11901.		0.	11901	. 11901.	•
COLUMBUS HILL LLP	53456.		0.	53456	53456.	•
DIVIDENDS AND						
INTEREST	1021612.		0.	1021612	1021612.	•
FARMSTEAD PARTNERS						
LP	6685.		0.	6685	6685.	•
HAWKEYE CAPITAL						
INST. LP	12774.		0.	12774	12774.	•
MASON CAPITAL LP	16255.		0.	16255	16255.	•
TO PART I, LINE 4	1155360.		0.	1155360	1155360.	•
FORM 990-PF		OTHER	INCO	ME		STATEMENT 4
		 				<u> </u>
				(A)	(B)	(C)
			RE	VENUE	NET INVEST-	ADJUSTED
DESCRIPTION			PER	BOOKS	MENT INCOME	NET INCOME
ABRAMS CAPITAL PART	NER LL LP	_		24402	24102	
ABRAMS CAPITAL PART				34103.	34103.	
				34103. -29012.	34103. -29012.	
		ARY		-29012.	-29012.	
COLUMBUS HILL PARTN		ARY				
	ER LP ORDIN	ARY		-29012.	-29012.	
COLUMBUS HILL PARTNINCOME MASON CAPITAL LP SE	ER LP ORDIN. CTION			-29012. -3980. -1425.	-29012. -3980. -1425.	
COLUMBUS HILL PARTNI INCOME MASON CAPITAL LP SE COLUMBUS HILL PARTNI	ER LP ORDIN CTION ER LP SEC 1	231		-29012. -3980.	-29012. -3980.	
COLUMBUS HILL PARTNINCOME MASON CAPITAL LP SECOLUMBUS HILL PARTNICOLUMBUS HILL PARTTICONTRACTS & STRADDL	ER LP ORDIN CTION ER LP SEC 1 NER LP SEC ES	231 1256		-29012. -3980. -1425. -12.	-29012. -3980. -1425.	
COLUMBUS HILL PARTNINCOME MASON CAPITAL LP SECOLUMBUS HILL PARTNICOLUMBUS HILL PARTTICONTRACTS & STRADDL	ER LP ORDIN CTION ER LP SEC 1 NER LP SEC ES	231 1256		-29012. -3980. -1425. -12.	-29012. -3980. -1425. -12. 50350.	
COLUMBUS HILL PARTNINCOME MASON CAPITAL LP SECOLUMBUS HILL PARTNICOLUMBUS HILL PARTTICONTRACTS & STRADDL	ER LP ORDIN CTION ER LP SEC 1 NER LP SEC ES	231 1256		-290123980142512. 50350. 290253. 8100.	-29012. -3980. -1425. -12. 50350. 290253. 8100.	
COLUMBUS HILL PARTNINCOME MASON CAPITAL LP SECOLUMBUS HILL PARTNICOLUMBUS HILL PARTT	ER LP ORDIN CTION ER LP SEC 1 NER LP SEC ES	231 1256		-29012. -3980. -1425. -12. 50350. 290253. 8100. -404.	-290123980142512. 50350. 290253. 8100404.	
COLUMBUS HILL PARTNINCOME MASON CAPITAL LP SECOLUMBUS HILL PARTNICOLUMBUS HILL PARTTICONTRACTS & STRADDLE BAUPOST VALUE PARTNIBAUPOST VALUE PARTNIBAUPOST VALUE PARTNI	ER LP ORDIN CTION ER LP SEC 1 NER LP SEC ES ERS LP ERS LP	231 1256		-29012. -3980. -1425. -12. 50350. 290253. 8100. -404.	-290123980142512. 50350. 290253. 8100404.	
COLUMBUS HILL PARTNINCOME MASON CAPITAL LP SECOLUMBUS HILL PARTNICOLUMBUS HILL PARTNICONTRACTS & STRADDLE BAUPOST VALUE PARTNICATION PA	ER LP ORDIN CTION ER LP SEC 1 NER LP SEC ES ERS LP ERS LP AP INC	231 1256		-290123980142512. 50350. 290253. 8100.	-290123980142512. 50350. 290253. 8100404.	
COLUMBUS HILL PARTNINCOME MASON CAPITAL LP SECOLUMBUS HILL PARTNICOLUMBUS HILL PARTNICONTRACTS & STRADDLE BAUPOST VALUE PARTNICATION BAUPOST VALUE PARTNICATION HAWKEYE	ER LP ORDIN CTION ER LP SEC 1 NER LP SEC ES ERS LP ERS LP AP INC	231 1256		-290123980142512. 50350. 290253. 810040444219.	-29012. -3980142512. 50350. 290253. 810040444219.	
COLUMBUS HILL PARTNINCOME MASON CAPITAL LP SECOLUMBUS HILL PARTNICOLUMBUS HILL PARTNICONTRACTS & STRADDLIBAUPOST VALUE PARTNICOME MASON CAPITAL LP SW. COLUMBUS HILL PARTNINCOME	ER LP ORDING CTION ER LP SEC 1 NER LP SEC ES ERS LP ERS LP CAP INC ER LP ORDING	231 1256 ARY		-290123980142512. 50350. 290253. 810040444219.	-29012. -3980142512. 50350. 290253. 810040444219.	
COLUMBUS HILL PARTNINCOME MASON CAPITAL LP SECOLUMBUS HILL PARTNICOLUMBUS HILL PARTNICONTRACTS & STRADDLE BAUPOST VALUE PARTNICOME MASON CAPITAL LP SW. COLUMBUS HILL PARTNINCOME COLUMBUS HILL PARTNINCOME COLUMBUS HILL PARTNINCOME	ER LP ORDING CTION ER LP SEC 1 NER LP SEC ES ERS LP ERS LP AP INC ER LP ORDING ER LP SEC 9	231 1256 ARY 88		-290123980142512. 50350. 290253. 810040444219.	-290123980142512. 50350. 290253. 810040444219. 40541. 156606.	
COLUMBUS HILL PARTNINCOME MASON CAPITAL LP SECOLUMBUS HILL PARTNICOLUMBUS HILL PARTNICONTRACTS & STRADDLIBAUPOST VALUE PARTNIBAUPOST VALUE PARTNICOME MASON CAPITAL LP SW. COLUMBUS HILL PARTNINCOME	ER LP ORDINGER LP SEC 1 NER LP SEC 1 NER LP SEC ES ERS LP ERS LP ERS LP ER LP ORDINGER LP ORDINGER LP SEC 9 CTION 1256	231 1256 ARY 88		-29012. -3980142512. 50350. 290253. 810040444219. 40541. 15660613191. 647.	-29012. -3980142512. 50350. 290253. 810040444219. 40541. 15660613191. 647.	
COLUMBUS HILL PARTNINGOME MASON CAPITAL LP SECOLUMBUS HILL PARTNICOLUMBUS HILL PARTNICONTRACTS & STRADDLE BAUPOST VALUE PARTNICOME VALUE PARTNICOME COLUMBUS HILL PARTNINCOME COLUMBUS HILL PARTNINCOME COLUMBUS HILL PARTNINCOME COLUMBUS HILL PARTNICOME PARTNERS	ER LP ORDINGER LP SEC 1 NER LP SEC 1 NER LP SEC ES ERS LP ERS LP AP INC ER LP ORDINGER LP SEC 9 CTION 1256	231 1256 ARY 88		-29012. -3980142512. 50350. 290253. 810040444219. 40541. 15660613191. 647.	-29012. -3980142512. 50350. 290253. 810040444219. 40541. 15660613191.	
COLUMBUS HILL PARTNINCOME MASON CAPITAL LP SECOLUMBUS HILL PARTNICOLUMBUS HILL PARTNICONTRACTS & STRADDLE BAUPOST VALUE PARTNICOME PARTNICOME MASON CAPITAL LP SW. COLUMBUS HILL PARTNINCOME COLUMBUS HILL PARTNINCOME COLUMBUS HILL PARTNINCOME COLUMBUS HILL PARTNINCOME COLUMBUS HILL PARTNICOME HAWKEYE SECTION 988 FARMSTEAD PARTNERS MASON CAPITAL LP SE	ER LP ORDINGER LP SEC 1 NER LP SEC 1 NER LP SEC ES ERS LP ERS LP TAP INC ER LP ORDINGER LP ORDINGER LP SEC 9 CTION 1256 LP CTION 998	231 1256 ARY 88		-29012. -3980142512. 50350. 290253. 810040444219. 40541. 15660613191. 647. 39309. 17285.	-29012. -3980142512. 50350. 290253. 810040444219. 40541. 15660613191. 647. 39309. 17285.	
COLUMBUS HILL PARTNINCOME MASON CAPITAL LP SECOLUMBUS HILL PARTNICOLUMBUS HILL PARTNICONTRACTS & STRADDLE BAUPOST VALUE PARTNICOME MASON CAPITAL LP SW. COLUMBUS HILL PARTNINCOME	ER LP ORDINGER LP SEC 1 NER LP SEC 1 NER LP SEC ES ERS LP ERS LP TAP INC ER LP ORDINGER LP ORDINGER LP SEC 9 CTION 1256 LP CTION 998	231 1256 ARY 88		-29012. -3980142512. 50350. 290253. 810040444219. 40541. 15660613191. 647. 39309. 17285.	-29012. -3980142512. 50350. 290253. 810040444219. 40541. 15660613191. 647. 39309. 17285.	
COLUMBUS HILL PARTNINCOME MASON CAPITAL LP SECOLUMBUS HILL PARTNICOLUMBUS HILL PARTNICONTRACTS & STRADDLIBAUPOST VALUE PARTNICOME MASON CAPITAL LP SW. COLUMBUS HILL PARTNINCOME HAWKEYE SECTION 988 FARMSTEAD PARTNERS MASON CAPITAL LP SE BAUPOST VALUE PARTNINCOME	ER LP ORDINGER LP SEC 1 NER LP SEC 1 NER LP SEC ES ERS LP ERS LP ERS LP CAP INC ER LP ORDINGER LP SEC 9 CTION 1256 LP CTION 998 ERS LP SEC	231 1256 ARY 88		-29012. -3980142512. 50350. 290253. 810040444219. 40541. 15660613191. 647. 39309. 17285. 82117.	-29012. -3980142512. 50350. 290253. 810040444219. 40541. 15660613191. 647. 39309. 17285. 82117.	
COLUMBUS HILL PARTNINCOME MASON CAPITAL LP SECOLUMBUS HILL PARTNICOLUMBUS HILL PARTNICONTRACTS & STRADDLIBAUPOST VALUE PARTNICOME MASON CAPITAL LP SW. COLUMBUS HILL PARTNINCOME HAWKEYE SECTION 988 FARMSTEAD PARTNERS MASON CAPITAL LP SE	ER LP ORDINGER LP SEC 1 NER LP SEC 1 NER LP SEC ES ERS LP ERS LP ERS LP CAP INC ER LP ORDINGER LP SEC 9 CTION 1256 LP CTION 998 ERS LP SEC EALTHCARE FU	231 1256 ARY 88 1231 ND LP		-29012. -3980142512. 50350. 290253. 810040444219. 40541. 15660613191. 647. 39309. 17285. 8211759675.	-29012. -3980142512. 50350. 290253. 810040444219. 40541. 15660613191. 647. 39309. 17285. 8211759675.	

FORM 990-PF	ACCOUNTI	NG FEES	St	TATEMENT 5
DESCRIPTION	EXPENSES	(B) NET INVEST- MENT INCOME	ADJUSTED	CHARITABLE
NUTTER MCCLENNEN & FISH LLP	3000.	2250.		750.
TO FORM 990-PF, PG 1, LN 16B	3000.	2250.		750.
FORM 990-PF C	THER PROFES	SIONAL FEES	S	ratement 6
DESCRIPTION		(B) NET INVEST- MENT INCOME		CHARITABLE
NUTTER MCCLENNEN & FISH LLP	18000.	13500.		4500.
TO FORM 990-PF, PG 1, LN 16C	18000.	13500.		4500.
FORM 990-PF	TAX	ES	S	ratement 7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	ADJUSTED	CHARITABLE
990-PF EXCISE TAX FOREIGN TAXES CA TAX W/H GEORGIA TAX W/H NORTH CAROLINA TAX W/H RHODE ISLAND TAX W/H MASS TAX W/H INDIANA ILLINOIS MAINE CT MARYLAND VA ALABAMA	138697. 28856. 1360. 242. 57. 4. 357. 30. 2. 35. 3. 103. 261.	28856. 0. 0. 0. 0. 0. 0. 0. 0.		0. 0. 0. 0. 0. 0. 0. 0.
-		- 		

FORM 990-PF	OTHER E	XPENSES		STATEMENT 8
DESCRIPTION	(A) EXPENSES PER BOOKS			
MASS FORM PC ANNUAL FILING	-			
FEE	500.	0.		500.
COLUMBUS HILL PARTNERS LP	235206.			58801.
ABRAMS CAPITAL PARTNERS LP	39389.	29542.		10847.
HAWKEYE CAPITAL INST LP INV				
INTEREST EXPENSE	7156.	5367.		1789.
HAWKEYE CAPITAL INST LP INV				
EXPENSE	48187.	36140.		12047.
COLUMBUS HILL PARTNERS LP				
INV INT	39849.	29887.		9962.
BAUPOST VALUE PARTNERS, LP	19135.	14351.		4784.
MASON CAPITAL LP INVEST INC				
EXPENSE	44198.	33149.		11049.
FARMSTEAD PARTNERS LP INV				
INT	14524.	10893.		3631.
FARMSTEAD PARTNERS LP INV				
EXP	61346.	46010.		15336.
BAUPOST VALUE PARTNERS, LP	130.	0.		0.
COLUMBUS HILL PARTNERS LP	139.	0.		0.
ABRAMS CAPITAL PARTNERS LP	370.	0.		0.
CORMORANT GLOBAL HELATHCARE				
FD LP	6436.	0.		0.
INVESTMENT MANAGEMENT EXP	2791.	2093.		698.
TO FORM 990-PF, PG 1, LN 23	519356.	383837.		129444.
FORM 990-PF	CORPORAT	E STOCK		STATEMENT 9
DESCRIPTION		во	OK VALUE	FAIR MARKET VALUE
FPA CRESCENT FUND			9495500.	9846029.
T ROWE PRICE EQUITY INCOME F	UND		7775285.	8585502.
CGM FOCUS FUNDS	0112		0.	0.
THIRD ANVENUE			0.	0.
VANGUARD VALUE INDEX FUND			7144370.	10090108
WINTERGREEN FUNDS			0.	0.
MATTHEWS KOREA FUND			666430.	715968
OAKMARK INTERNATIONAL FUND			8354518.	8618093
V				
TOTAL TO FORM 990-PF, PART I	I, LINE 10B		33436103.	37855700.
			 	

FORM 990-PF O'	THER INVESTMENTS		STATEMENT	10
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKE VALUE	T
HAWKEYE CAPITAL INST LP	COST	4563295.	42377	70
COLUMBUS HILL PARTNERS LP	COST	9862706.	101335	_
ABRAMS CAPITAL PARTNERS LP	COST	13213337.	131649	
MASON CAPITAL LP	COST	2094230.	22014	
BAUPOST VALUE PARTNERS LP	COST	15539507.	133762	
FARMSTEAD PARTNERS LP	COST	2984231.	24890	24
CORMORANT GLOBAL HEALTHCARE FD L	P COST	4022068.	42811	
TOTAL TO FORM 990-PF, PART II, L	INE 13	52279374.	498842	54
FORM 990-PF LIST OF SU	BSTANTIAL CONTRI	BUTORS	STATEMENT	1
PART	BSTANTIAL CONTRI VII-A, LINE 10 ADDRESS	BUTORS	STATEMENT	1
NAME OF CONTRIBUTOR	VII-A, LINE 10	0	STATEMENT	1
	ADDRESS P O BOX 5140	0_ 2205	STATEMENT	1

NAME OF MANAGER

HERBERT S. WAGNER III CHARLOTTE R. CRAMER WAGNER