Form **990-PF** Department of the Treasury Internal Revenue Service

Return of Private Foundation

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

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

▶ Information about Form 990-PF and its separate instructions is at *www.irs.gov/form990pf.*

OMB No 1545-0052

2015

Open to Public Inspection

For calendar year 2015 or tax year beginning , and ending

Name of foundation: THE H.B.B. FOUNDATION

A Employer identification number: 36-6104969

Number and street (or P O box number if mail is not delivered to street address): 75 EXECUTIVE DRIVE, SUITE 459 Room/suite

B Telephone number: 630-560-4092

City or town, state or province, country, and ZIP or foreign postal code: AURORA, IL 60504

C If exemption application is pending, check here ▶ [ ]

G Check all that apply: [ ] Initial return [ ] Initial return of a former public charity [ ] Final return [ ] Amended return [ ] Address change [ ] Name change

D 1. Foreign organizations, check here ▶ [ ]

2. Foreign organizations meeting the 85% test, check here and attach computation ▶ [ ]

H Check type of organization: [X] Section 501(c)(3) exempt private foundation [ ] Section 4947(a)(1) nonexempt charitable trust [ ] Other taxable 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 *(from Part II, col. (c), line 16)* ▶$ 16,884,187.

J Accounting method: [X] Cash [ ] Accrual [ ] Other (specify) *(Part I, column (d) must be on cash basis.)*

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

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))

	Line	Description	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc., received	909,966.		N/A	
	2	Check ▶ [ ] if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	265,204.	265,204.		STATEMENT 1
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	238,822.			
	b	Gross sales price for all assets on line 6a 4,692,472.				
	7	Capital gain net income (from Part IV, line 2)		238,822.		
	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)				
	11	Other income	17,169.	14,400.		STATEMENT 2
	12	**Total.** Add lines 1 through 11	1,431,161.	518,426.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0.	0.		0.
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees				
	b	Accounting fees STMT 3	10,725.	5,363.		5,362.
	c	Other professional fees STMT 4	66,665.	66,665.		0.
	17	Interest				
	18	Taxes STMT 5	12,982.	8,482.		0.
	19	Depreciation and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses STMT 6	35,023.	17,542.		17,481.
	24	**Total operating and administrative expenses.** Add lines 13 through 23	125,395.	98,052.		22,843.
	25	Contributions, gifts, grants paid	915,000.			915,000.
	26	**Total expenses and disbursements.** Add lines 24 and 25	1,040,395.	98,052.		937,843.
	27	Subtract line 26 from line 12:				
	a	Excess of revenue over expenses and disbursements	390,766.			
	b	**Net investment income** (if negative, enter -0-)		420,374.		
	c	**Adjusted net income** (if negative, enter -0-)			N/A	

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Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1 Cash - non-interest-bearing	391,954.	275,597.	275,597.
	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			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 7	11,432,000.	12,394,771.	12,903,449.
	c Investments - corporate bonds STMT 8	4,169,996.	3,711,234.	3,633,765.
	11 Investments - land, buildings, and equipment: basis ▶ 2,069,559.			
	Less accumulated depreciation ▶ 1,998,183.	71,376.	71,376.	71,376.
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment: basis ▶ 14,162.			
	Less accumulated depreciation STMT 9 ▶ 14,162.			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	16,065,326.	16,452,978.	16,884,187.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ [X] and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted	16,065,326.	16,452,978.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, 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			
	30 **Total net assets or fund balances**	16,065,326.	16,452,978.	
	31 **Total liabilities and net assets/fund balances**	16,065,326.	16,452,978.	

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	16,065,326.
2	Enter amount from Part I, line 27a	2	390,766.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	16,456,092.
5	Decreases not included in line 2 (itemize) ▶ PRIOR PERIOD ADJUSTMENT	5	3,114.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	16,452,978.

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Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (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	SEE ATTACHED STATEMENT			
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	4,692,472.		4,453,650.	238,822.

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				
b				
c				
d				
e				238,822.

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	238,822.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	3	N/A

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2014	800,981.	16,648,117.	.048112
2013	662,176.	15,029,321.	.044059
2012	2,570,441.	14,263,505.	.180211
2011	1,912,868.	15,266,746.	.125296
2010	691,131.	14,450,279.	.047828

2 **Total** of line 1, column (d)	2	.445506
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	.089101
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	16,883,564.
5 Multiply line 4 by line 3	5	1,504,342.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	4,204.
7 Add lines 5 and 6	7	1,508,546.
8 Enter qualifying distributions from Part XII, line 4	8	937,843.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ________ (attach copy of letter if necessary-see instructions)				
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b			1	8,407.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).				
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			2	0.
3 Add lines 1 and 2			3	8,407.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			4	0.
5 **Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-			5	8,407.
6 Credits/Payments:				
a 2015 estimated tax payments and 2014 overpayment credited to 2015	6a	17,731.		
b Exempt foreign organizations - tax withheld at source	6b			
c Tax paid with application for extension of time to file (Form 8868)	6c			
d Backup withholding erroneously withheld	6d			
7 Total credits and payments. Add lines 6a through 6d			7	17,731.
8 Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached			8	
9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	9,324.
11 Enter the amount of line 10 to be: **Credited to 2016 estimated tax** ▶		9,324. **Refunded** ▶	11	0.

Part VII-A | Statements Regarding Activities

		Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? *If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*	1b		X
c Did the foundation file **Form 1120-POL** for this year?	1c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ $ 0. (2) On foundation managers. ▶ $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7 Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ IL			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2015 or the taxable year beginning in 2015 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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Part VII-A | Statements Regarding Activities *(continued)*

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ MR. MARK STEPHENITCH Telephone no. ▶ ~~312-661-7055~~ 630 560-4092

Located at ▶ 75 EXECUTIVE DRIVE, SUITE 459, AURORA, IL ZIP+4 ▶ 60504

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ | 15 | N/A

			Yes	No
16	At any time during calendar year 2015, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ▶			

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

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
1a	During the year did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? N/A	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 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)):			
a	At the end of tax year 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? ☐ Yes ☒ No			
	If "Yes," list the years ▶ ____, ____, ____, ____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.) N/A	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 ☒ No			
b	If "Yes," did it have excess business holdings in 2015 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2015.)* N/A	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 2015?	4b		X

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions) ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

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

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A ☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? | **6b** | | X

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? N/A | **7b** |

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.

(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
MARK STEPHENITCH 75 EXECUTIVE DRIVE, SUITE 459 AURORA, IL 60504	TREASURER/SECRETARY 0.00	0.	0.	0.
ELIZABETH KIRKPATRICK 75 EXECUTIVE DRIVE, SUITE 459 AURORA, IL 60504	VICE PRESIDENT 0.00	0.	0.	0.
TAYLOR KIRKPATRICK 75 EXECUTIVE DRIVE, SUITE 459 AURORA, IL 60504	PRESIDENT 0.00	0.	0.	0.

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

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

Total number of other employees paid over $50,000 ▶ 0

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over $50,000 for professional services ▶		0

Part IX-A Summary of Direct Charitable Activities

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

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions. 3	
Total. Add lines 1 through 3 ▶	0.

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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	16,589,093.
b	Average of monthly cash balances		1b	480,205.
c	Fair market value of all other assets		1c	71,376.
d	**Total** (add lines 1a, b, and c)		1d	17,140,674.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e 0.		
2	Acquisition indebtedness applicable to line 1 assets		2	0.
3	Subtract line 2 from line 1d		3	17,140,674.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	257,110.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4		5	16,883,564.
6	**Minimum investment return.** Enter 5% of line 5		6	844,178.

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	844,178.
2a	Tax on investment income for 2015 from Part VI, line 5	2a 8,407.		
b	Income tax for 2015. (This does not include the tax from Part VI.)	2b		
c	Add lines 2a and 2b		2c	8,407.
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	835,771.
4	Recoveries of amounts treated as qualifying distributions		4	0.
5	Add lines 3 and 4		5	835,771.
6	Deduction from distributable amount (see instructions)		6	0.
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1		7	835,771.

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	937,843.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	937,843.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	937,843.

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 2014	(c) 2014	(d) 2015
1 Distributable amount for 2015 from Part XI, line 7				835,771.
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				
b From 2011 1,141,711.				
c From 2012 1,874,106.				
d From 2013				
e From 2014				
f Total of lines 3a through e	3,015,817.			
4 Qualifying distributions for 2015 from Part XII, line 4: ▶ $ 937,843.				
a Applied to 2014, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2015 distributable amount				835,771.
e Remaining amount distributed out of corpus	102,072.			
5 Excess distributions carryover applied to 2015 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	3,117,889.			
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.			
8 Excess distributions carryover from 2010 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2016.** Subtract lines 7 and 8 from line 6a	3,117,889.			
10 Analysis of line 9:				
a Excess from 2011 1,141,711.				
b Excess from 2012 1,874,106.				
c Excess from 2013				
d Excess from 2014				
e Excess from 2015 102,072.				

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

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

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			
	(a) 2015	(b) 2014	(c) 2013	(d) 2012	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum 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					
3 Complete 3a, b, or c for the alternative test relied upon: a "Assets" alternative test - enter: (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter: (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 **Information Regarding Foundation Managers:**

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than $5,000). (See section 507(d)(2).)

NONE

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

NONE

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

Check here ▶ [X] if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed:

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

c Any submission deadlines:

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:

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
a Paid during the year				
BOSTON ARTS, ACADEMY FOUNDATION 174 IPSWICH ST BOSTON, MA 02215		PC	EDUCATION	150,000.
CHALLENGE FOUNDATION 4545 SOUTH UNIVERSITY AVENUE ENGLEWOOD, CO 80113		PC	EDUCATIONAL SUPPORT	20,000.
CHATTAHOOCHEE RIVERKEEPER 35 SOUTH LAFAYETTE SQUARE LAGRANGE, GA 30240		PC	ENVIRONMENTAL STABILITY	75,000.
CHICAGO HISTORICAL SOCIETY CLARK STREET AT NORTH AVENUE CHICAGO, IL 60614-6099		PC	COMMUNITY	10,000.
CHICAGO SYMPHONY ORCHESTRA 220 S. MICHIGAN AVENUE CHICAGO, IL 60604-2559		PC	COMMUNITY	10,000.
Total SEE CONTINUATION SHEET(S)			▶ 3a	915,000.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	265,204.	
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			15	14,400.	
8 Gain or (loss) from sales of assets other than inventory			18	238,822.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a CAPITAL GUARDIAN NON					
b TAXABLE DIV			01	2,180.	
c OTHER INCOME			01	589.	
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		521,195.	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 521,195.

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).

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

		Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a Transfers from the reporting foundation to a noncharitable exempt organization of:			
(1) Cash	1a(1)		X
(2) Other assets	1a(2)		X
b Other transactions:			
(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
(3) Rental of facilities, equipment, or other assets	1b(3)		X
(4) Reimbursement arrangements	1b(4)		X
(5) Loans or loan guarantees	1b(5)		X
(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		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	

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
N/A		

Sign Here

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

Mark Stephenitch 5-11-16 TREASURER

Signature of officer or trustee Date Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
CATHERINE M. KANE	Catherine Kane	5-10-16		P00404366

Firm's name ▶ CLIFTONLARSONALLEN LLP Firm's EIN ▶ 41-0746749

Firm's address ▶ 1301 W. 22ND ST, STE 1100 OAK BROOK, IL 60523 Phone no. (630) 573-8600

Form 990-PF (2015)

523622 11-24-15

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

Schedule of Contributors

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

OMB No 1545-0047

2015

Name of the organization	Employer identification number
THE H.B.B. FOUNDATION	36-6104969

Organization type (check one).

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private 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 certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization	Employer identification number
THE H.B.B. FOUNDATION	36-6104969

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	ELIZABETH BABSON TIEKEN CHARITABLE LEAD TRUST 400 N. MICHIGAN AVE CHICAGO, IL 60611	$ 909,966.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)

Name of organization	Employer identification number
THE H.B.B. FOUNDATION	36-6104969

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

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

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

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

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

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

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

Name of organization THE H.B.B. FOUNDATION

Employer identification number 36-6104969

Part III *Exclusively* religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than $1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc , contributions of $1,000 or less for the year (Enter this info once) ▶ $

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

(a) No. from Part I	(b) Purpose of gift	(c) Use 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	(b) Purpose of gift	(c) Use 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	(b) Purpose of gift	(c) Use 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	(b) Purpose of gift	(c) Use 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

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	CAPITAL GROUP #70-698800	P	01/01/15	12/31/15
b	CAPITAL GROUP #70-698800	P	01/01/15	12/31/15
c	BESSEMER TRUST #8M6422	P	01/01/15	12/31/15
d	BESSEMER TRUST #8M6422	P	01/01/15	12/31/15
e	BESSEMER TRUST #8M6435	P	01/01/15	12/31/15
f	BESSEMER TRUST #8M6435	P	01/01/15	12/31/15
g	BESSEMER TRUST #8H6643	P	01/01/15	12/31/15
h	CAPITAL GAINS DIVIDENDS			
i				
j				
k				
l				
m				
n				
o				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	423,038.		509,425.	-86,387.
b	2,326,433.		2,164,773.	161,660.
c	320,950.		361,201.	-40,251.
d	699,557.		688,485.	11,072.
e	151,136.		151,015.	121.
f	580,342.		578,751.	1,591.
g	26.			26.
h	190,990.			190,990.
i				
j				
k				
l				
m				
n				
o				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				-86,387.
b				161,660.
c				-40,251.
d				11,072.
e				121.
f				1,591.
g				26.
h				190,990.
i				
j				
k				
l				
m				
n				
o				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter "-0-" in Part I, line 7 }	2	238,822.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	N/A

523591
04-01-15

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
CHILDREN'S HOSPITAL COLORADO FOUNDATION 13123 E. 16TH AVENUE, BOX 045 AURORA, CO 80045		PC	HEALTH SERVICES	10,000.
COLORADO MOUNTAIN COLLEGE 1402 BLAKE AVENUE GLENWOOD SPRINGS, CO 81601		PC	EDUCATION	5,000.
COMPASSION AND CHOICES PO BOX 101810 DENVER, CO 80250		PC	HEALTH SERVICES	20,000.
DENVER YOUNG ARTIST'S ORCHESTRA 1245 E COLFAX AVENUE, #302 DENVER, CO 80218		PC	ARTS	25,000.
DUMB FRIENDS LEAGUE 2080 S QUEBEC STREET DENVER, CO 80231-3298		PC	COMMUNITY	15,000.
ELEANOR ROOSEVELT INSTITUTE SEELEY G MUDD SCIENCE BLDG #103, 2101 E WESLEY AVE DENVER, CO 80208-6600		PC	EDUCATION	20,000.
ESCUELA DE GUADALUPE 3401 PECOS DENVER, CO 80211		PC	EDUCATION	25,000.
FRESH START NEW BEGINNING 2965 DULUTH HIGHWAY 120 DULUTH, GA 30096		PC	CHURCH	15,000.
FRIENDS OF MAN 5594 S PRINCE STREET LITTLETON, CO 80120-1126		PC	SOCIAL SERVICES	15,000.
GRALAND COUNTRY DAY SCHOOL 55 CLERMONT STREET DENVER, CO 80220		PC	EDUCATION	20,000.
Total from continuation sheets				650,000.

523631
04-01-15

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
GREENHOUSE SCHOLARS 1881 9TH STREET #200 BOULDER, CO 80302		PC	EDUCATIONAL SUPPORT	65,000.
HABITAT FOR HUMANITY OF METRO DENVER 3245 ELIOT STREET DENVER, CO 80211		PC	COMMUNITY	20,000.
HANDS ON ATLANTA 600 MEANS STREET NW #100 ATLANTA, GA 30318		PC	HUMAN SERVICES	5,000.
HIGH COUNTRY NEWS 119 GRAND AVENUE PO BOX 1090 PAONIA, CO 81428		PC	COMMUNITY	35,000.
HOPE HOUSE 9088 MARSHALL COURT BLDG #4 WESTMINSTER, CO 80031		PC	COMMUNITY	1,000.
INVEST IN KIDS 1775 SHERMAN STREET #2075 DENVER, CO 80203		PC	COMMUNITY	15,000.
JOHN G. SHEDD AQUARIUM 1200 S LAKE SHORE DRIVE CHICAGO, IL 60605		PC	CONSERVATION/EDUCATION	10,000.
LINCOLN PARK ZOO 2001 N CLARK STREET CHICAGO, IL 60614		PC	CONSERVATION/EDUCATION	10,000.
LYRIC OPERA OF CHICAGO 20 N WACKER DRIVE, SUITE 860 CHICAGO, IL 60606		PC	ARTS	10,000.
LURIE CHILDREN'S HOSPITAL OF CHICAGO 225 EAST CHICAGO AVE., BOX 4 CHICAGO, IL 60611		PC	HEALTH SERVICES	10,000.
Total from continuation sheets				

523631
04-01-15

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
METRO CARERING 1100 E 18TH AVE DENVER, CO 80203		PC	COMMUNITY	20,000.
MUSEUM OF SCIENCE AND INDUSTRY 57TH STREET AND LAKE SHORE DRIVE CHICAGO, IL 60637-9976		PC	EDUCATION	15,000.
NORTHWESTERN MEMORIAL HOSPITAL GALTER PAVILLION, 251 E HURON ST. SUITE 3-200 CHICAGO, IL 60611-2908		PC	HEALTH SERVICES	25,000.
PIKES PEAK HABITAT FOR HUMANITY 2802 N PROSPECT STREET COLORADO SPRINGS, CO 80907		PC	COMMUNITY	5,000.
PLANNED PARENTHOOD OF THE ROCKY MOUNTAINS 7155 E 38TH AVENUE DENVER, CO 80207		PC	HEALTH SERVICES	25,000.
REHABILITATION INSTITUTE OF CHICAGO 345 E SUPERIOR STREET CHICAGO, IL 60611-2654		PC	HEALTH SERVICES	25,000.
ROCKY MOUNTAIN CHILDREN'S HEALTH FOUNDATION 2055 HIGH ST STE 240 DENVER, CO 80205		PC	HEALTH SERVICES	10,000.
ROCKY MOUNTAIN MICROFINANCE INSTITUTE 1441 18TH SREET DENVER, CO 80202		PC	COMMUNITY	4,000.
ST. ELIZABETH'S SCHOOL 2350 GAYLORD ST DENVER, CO 80205		PC	EDUCATION	25,000.
THE ALLIANCE THEATRE/ROBERT W. WOODRUFF ARTS CENTER 1280 PEACHTREE STREET NE ATLANTA, GA 30309		PC	COMMUNITY	10,000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
THE ART INSTITUTE OF CHICAGO 111 S. MICHIGAN AVENUE CHICAGO, IL 60603-6404		PC	ARTS	25,000.
THE SCHOOL OF THE ART INSTITUTE OF CHICAGO 37 S WABASH AVENUE CHICAGO, IL 60603-3103		PC	EDUCATION	50,000.
THE TAFT SCHOOL ALUMNI OFFICE 110 WOODBURY ROAD WATERTOWN, CT 606795		PC	EDUCATION	5,000.
THERAVADA BUDDHA SASANA NUGGAHA - TDSM 32500 LOFTON AVENUE CHISAGO CITY, MN 55013		PC	COMMUNITY	15,000.
UNIVERSITY OF DENVER P.O. BOX 910585 DENVER, CO 80291		PC	EDUCATION	10,000.
VILLAGE CARE INTERNATIONAL 3240 PROFESSIONAL DRIVE AUBURN, CA 95602		PC	COMMUNITY	30,000.
Total from continuation sheets				

523631
04-01-15

Trade date basis

Account Holdings

Cash and Short Term

	Shares/units	Average tax cost per share/unit	Tax cost	Market value per share/unit	Market value	Percent of asset class	Unrealized gain/loss	Estimated annual income	Current yield
CASH IN PROCESS (8M6422)			($6,806)		($6,806)	(11 6%)			
BESSEMER SWEEP PROGRAM (8M6422) 0.110%	65,261.02	1.00	65,261	1 000	65,261	111.6		71	0 11
Total cash and short term			**$58,455**		**$58,455**	**100.0%**		**$71**	

Fixed Income

Fixed Income - cash and short term

	Shares/units	Average tax cost per share/unit	Tax cost	Market value per share/unit	Market value	Percent of asset class	Unrealized gain/loss	Estimated annual income	Current yield
BESSEMER SWEEP PROGRAM (8M6435) 0.110%	**43,234.41**	**$1.00**	**$43,234**	**$1.000**	**$43,234**	**2.4%**	**$0**	**$47**	**0.11%**

US government bonds

	Shares/units	Average tax cost per share/unit	Tax cost	Market value per share/unit	Market value	Percent of asset class	Unrealized gain/loss	Estimated annual income	Current yield
US TREASURY NOTE T 0.875 17 Not callable 0.875% Due 11/30/2017	145,000	$99.75	$144,637	$99 715	$144,586	8 0%	($51)	$1,268	0.88%
FED NATL MTG ASSOC Not callable 0 875% Due 12/20/2017	70,000	100 07	70,050	99 510	69,657	3 9	(393)	612	0 88
US TREASURY NOTES Not callable 0 750% Due 02/28/2018	45,000	99 67	44,851	99 164	44,623	2 5	(228)	337	0 76
FED NATL MTG ASSOC FNMA 1 125 18 Not callable 1 125% Due 10/19/2018	55,000	99 84	54,910	99 410	54,675	3 0	(235)	618	1.13

Trade date basis

US government bonds - continued

	Shares/units	Average tax cost per share/unit	Tax cost	Market value per share/unit	Market value	Percent of asset class	Unrealized gain/loss	Estimated annual income	Current yield
US TREASURY NOTES T 1.875 21 Not callable 1 875% Due 11/30/2021	350,000	100.10	350,362	99.594	348,579	19 4	(1,783)	6,562	1 88
TSY INFLATION INDEX BOND Not callable 0 625% Due 01/15/2024 Original Face = 65,000	66,256 45	103 79	68,763	98 883	65 516	3 6	(3,252)	414	0 63
US TREASURY BONDS T 2 375 24 Not callable 2.375% Due 08/15/2024	205,000	100.14	205,282	101 063	207,179	11 5	1,897	4,868	2.35
Total US government bonds			**$938,860**		**$934,815**	**51.9%**	**($4,045)**	**$14,679**	**1.57%**

Corporate bonds

	Shares/units	Average tax cost per share/unit	Tax cost	Market value per share/unit	Market value	Percent of asset class	Unrealized gain/loss	Estimated annual income	Current yield
MORGAN STANLEY Not callable 1 750% Due 02/25/2016 A3/BBB+	45,000	$100 37	$45,165	$100.029	$45,013	2 5%	($152)	$787	1 75%
VERIZON COMMUNICATIONS Not callable 2.500% Due 09/15/2016 Baa1/BBB+	34,000	101 48	34,504	100.864	34,293	1.9	(211)	850	2.48
CATERPILLAR FINANCIAL SE Not callable 1,000% Due 11/25/2016 A2/A	45,000	99.92	44,964	100 018	45,008	2 5	44	450	1.00
ANHEUSER-BUSCH INBEV FIN Not callable 1 125% Due 01/27/2017 A2/A-	45,000	100.33	45,148	99 326	44,696	2 5	(452)	506	1.13
CITIGROUP INC Not callable 1.350% Due 03/10/2017 Baa1/BBB+	45,000	99.96	44,981	99.341	44,703	2 5	(278)	607	1 36
AMERICAN EXPRESS CREDIT Not callable 2 375% Due 03/24/2017 A2/A-	50,000	101.44	50,722	100.770	50,385	2 8	(337)	1,187	2 36
GENERAL ELEC CAP CORP Not callable 2 300% Due 04/27/2017 A1/AA+	45,000	101.40	45,628	101 375	45,618	2 5	(10)	1,035	2 27
BERKSHIRE HATHAWAY FIN Not callable 1 600% Due 05/15/2017 Aa2/AA	45,000	100 70	45,314	100 475	45,213	2 5	(101)	720	1 59

Trade date basis

Corporate bonds - continued

	Shares/units	Average tax cost per share/unit	Tax cost	Market value per share/unit	Market value	Percent of asset class	Unrealized gain/loss	Estimated annual income	Current yield
TOYOTA MOTOR CREDIT CORP Not callable 1.125% Due 05/16/2017 Aa3/AA-	40,000	99.95	39,978	99 898	39,959	2 2	(19)	450	1.13
JOHN DEERE CAPITAL CORP DE 1.125 17 Not callable 1.125% Due 06/12/2017 A2/A	40,000	99 95	39,981	99 806	39,922	2 2	(59)	450	1 13
DUKE ENERGY CORP Not callable 1 625% Due 08/15/2017 A3/BBB+	40,000	100 79	40,314	100.199	40,079	2.2	(235)	650	1 62
ABBVIE INC ABBV 1.75 17 Not callable 1.750% Due 11/06/2017 Baa1/A	40,000	100 35	40,141	99 836	39,934	2.2	(207)	700	1.75
AT&T INC Not callable 1.400% Due 12/01/2017 Baa1/BBB+	35,000	99.41	34,793	99 717	34,900	1.9	107	490	1 40
GOLDMAN SACHS GROUP INC Not callable 5.950% Due 01/18/2018 A3/BBB+	35,000	110 01	38,502	107 601	37,660	2.1	(842)	2,082	5 53
UNITEDHEALTH GRP INC SR Not callable 6 000% Due 02/15/2018 A3/A+	45,000	111.14	50,012	108 825	48,971	2 7	(1,041)	2,700	5.51
BANK OF AMERICA CORP Not callable 1.655% Due 03/22/2018 Baa1/BBB+	50,000	100.62	50,311	100.786	50,393	2 8	82	827	1.64
COCA-COLA CO Not callable 1.150% Due 04/01/2018 Aa3/AA	50,000	99 47	49,736	99 601	49,800	2 8	64	575	1.15
Total Corporate bonds			**$740,194**		**$736,547**	**40.8%**	**($3,647)**	**$15,066**	**2.05%**

Trade date basis

	Shares/units	Average tax cost per share/unit	Tax cost	Market value per share/unit	Market value	Percent of asset class	Unrealized gain/loss	Estimated annual income	Current yield
International bonds									
WESTPAC BANKING CORP Not callable 1.550% Due 05/25/2018 Aa2/AA-	45,000	$99 88	$44,945	$99.321	$44,694	2 5%	($251)	$697	1 56%
TORONTO DOMINION BANK 3ML+44 Not callable 0.765% Due 07/02/2019 Aa1/AA-	40,000	99 33	39,732	98 738	39,495	2 2	(237)	306	0.77
Total International bonds			**$84,677**		**$84,189**	**4.7%**	**($488)**	**$1,003**	**1.19%**
Total fixed income			**$1,806,965**		**$1,798,785**	**100.0%**	**($8,180)**	**$30,795**	**1.71%**

Large Cap Core - U.S.

	Shares/units	Average tax cost per share/unit	Tax cost	Market value per share/unit	Market value	Percent of asset class	Unrealized gain/loss	Estimated annual income	Current yield
Consumer discretionary									
DOLLAR GENERAL CORP *(DG)*	450	$59 40	$26,730	$71.870	$32,341	4.2%	$5,611	$396	1.22%
MACY'S INC *(M)*	225	37.22	8,374	34 980	7,870	1 0	(504)	324	4 12
NIKE INC CL B *(NKE)*	400	42.61	17,043	62.500	25,000	3.2	7,957	256	1.02
PVH CORP *(PVH)*	275	106 21	29,207	73 650	20,253	2.6	(8,954)	41	0 20
ROYAL CARIBBEAN CRUISES LD *(RCL)*	150	76.91	11,537	101 210	15,181	2.0	3,644	225	1.48
YUM BRANDS INC *(YUM)*	175	70 90	12,407	73.050	12,783	1 6	376	322	2 52
Total Consumer discretionary			**$105,298**		**$113,428**	**14.6%**	**$8,130**	**$1,564**	**1.38%**
Consumer staples									
CVS HEALTH CORP *(CVS)*	325	$75.56	$24,558	$97 770	$31,775	4 1%	$7,217	$552	1.74%
PEPSICO INC *(PEP)*	275	95 54	26,273	99.920	27,478	3 5	1,205	772	2 81
WAL-MART STORES INC *(WMT)*	250	63.70	15,924	61.300	15,325	2 0	(599)	490	3 20
Total Consumer staples			**$66,755**		**$74,578**	**9.6%**	**$7,823**	**$1,814**	**2.43%**
Energy									
CONOCOPHILLIPS *(COP)*	**530**	**$68.49**	**$36,302**	**$46.690**	**$24,745**	**3.2%**	**($11,557)**	**$1,568**	**6.34%**
Financials									
ACE LIMITED *(ACE)*	130	$98.54	$12,810	$116 850	$15,190	2 0%	$2,380	$348	2 29%

Trade date basis

	Shares/units	Average tax cost per share/unit	Tax cost	Market value per share/unit	Market value	Percent of asset class	Unrealized gain/loss	Estimated annual income	Current yield
Financials - continued									
AMERICAN INTL GROUP INC *(AIG)*	200	41.46	8,292	61.970	12,394	1 6	4,102	224	1 81
CITIGROUP INC *(C)*	450	38 26	17,218	51 750	23,287	3 0	6,069	90	0.39
DISCOVER FINANCIAL SVCS *(DFS)*	600	59 37	35,619	53 620	32,172	4 2	(3,447)	672	2 09
KEYCORP NEW *(KEY)*	1,775	13 50	23,970	13.190	23,412	3 0	(558)	532	2.27
MORGAN STANLEY GRP INC *(MS)*	475	31.33	14,882	31 810	15,109	1 9	227	285	1 89
Total Financials			**$112,791**		**$121,564**	**15.7%**	**$8,773**	**$2,151**	**1.77%**
Health care									
AETNA INC NEW *(AET)*	175	$91.26	$15,971	$108.120	$18,921	2 4%	$2,950	$175	0 92%
COMM HLTH SYS INC NEW *(CYH)*	375	57.35	21,507	26 530	9,948	1 3	(11,559)		
PFIZER INC *(PFE)*	1,000	22 41	22,410	32 280	32,280	4.2	9,870	1,200	3 72
ST JUDE MEDICAL INC *(STJ)*	250	65.27	16,318	61 770	15,442	2 0	(876)	290	1 88
THERMO FISHER SCIENTIFIC *(TMO)*	300	113.13	33,939	141 850	42,555	5.5	8,616	180	0 42
ZIMMER BIOMET HOLDINGS INC *(ZBH)*	285	93.06	26,521	102 590	29,238	3.8	2,717	250	0 86
Total Health care			**$136,666**		**$148,384**	**19.2%**	**$11,718**	**$2,095**	**1.41%**
Industrials									
ILLINOIS TOOL WORKS INC *(ITW)*	150	$63.12	$9,468	$92.680	$13,902	1.8%	$4,434	$330	2 37%
NIELSEN HOLDINGS PLC *(NLSN)*	300	41.15	12,345	46 600	13,980	1.8	1,635	336	2 40
RAYTHEON CO NEW *(RTN)*	350	96 34	33,720	124 530	43,585	5 6	9,865	938	2 15
UNION PACIFIC CORP *(UNP)*	225	56 78	12,776	78.200	17,595	2 3	4,819	495	2 81
UNITED RENTALS INC *(URI)*	175	94 53	16,542	72 540	12,694	1.6	(3,848)		
Total Industrials			**$84,851**		**$101,756**	**13.1%**	**$16,905**	**$2,099**	**2.06%**
Information technology									
ALPHABET INC CLASS C *(GOOG)*	55	$681.65	$37,491	$758.880	$41,738	5 4%	$4,247		
APPLE INC *(AAPL)*	455	55 84	25,407	105 260	47,893	6 2	22,486	946	1 98

Trade date basis

	Shares/units	Average tax cost per share/unit	Tax cost	Market value per share/unit	Market value	Percent of asset class	Unrealized gain/loss	Estimated annual income	Current yield
Information technology - continued									
AVAGO TECHNOLOGIES *(AVGO)*	125	44.32	5,540	145 150	18,143	2 3	12,603	220	1.21
CDW CORP/DE *(CDW)*	300	37 89	11,367	42 040	12,612	1 6	1,245	129	1 02
NXP SEMICONDUCTORS NV *(NXPI)*	302	58 94	17,800	84 250	25,443	3 3	7,643		
Total Information technology			**$97,605**		**$145,829**	**18.8%**	**$48,224**	**$1,295**	**0.89%**
Utilities									
AMERICAN WATER WORKS CO *(AWK)*	400	$42.95	$17,180	$59 750	$23,900	3 1%	$6,720	$544	2 28%
EDISON INTERNATIONAL *(EIX)*	350	64.27	22,493	59 210	20,723	2.7	(1,770)	672	3.24
Total Utilities			**$39,673**		**$44,623**	**5.8%**	**$4,950**	**$1,216**	**2.73%**
Total large cap core - u.s.			**$679,941**		**$774,907**	**100.0%**	**$94,966**	**$13,802**	**1.78%**

Large Cap Core - Non U.S.

	Shares/units	Average tax cost per share/unit	Tax cost	Market value per share/unit	Market value	Percent of asset class	Unrealized gain/loss	Estimated annual income	Current yield
Consumer discretionary									
ACCOR	225	$51.40	$11,565	$43.439	$9,773	1.9%	($1,792)	$232	2 37%
BRIDGESTONE CORP ADR *(BRDCY)*	550	18 07	9,940	17 349	9,541	1.9	(399)	208	2.18
KINGFISHER ORD	2,750	5.78	15,885	4.858	13,360	2 6	(2,525)	406	3 04
NISSAN MOTOR	1,600	10 54	16,871	10 645	17,032	3 3	161	559	3.28
PANDORA A/S ADR *(PNDZY)*	400	16.08	6,432	31.733	12,693	2.5	6,261	83	0 66
SKY PLC ADR *(SKYAY)*	297	62.01	18,417	65.559	19,471	3 8	1,054	589	3.03
TATA MOTORS LTD ADR *(TTM)*	350	32 49	11,370	29.470	10,314	2.0	(1,056)	49	0 48
Total Consumer discretionary			**$90,480**		**$92,184**	**18.0%**	**$1,704**	**$2,126**	**2.31%**
Consumer staples									
J SAINSBURY SPN ADR NEW *(JSAIY)*	1,060	$23.74	$25,169	$15 258	$16,173	3 2%	($8,996)	$754	4.67%
SVENSKA CL AKTIBLGT ADR *(SVCBY)*	400	27.72	11,089	29.239	11,695	2.3	606	162	1.39
UNILEVER NV	550	38 27	21,049	43 548	23,951	4.7	2,902	680	2.84
WILMAR INTERNATIONAL ADR *(WLMIY)*	755	26.57	20,062	20 724	15 646	3 1	(4,416)	393	2 51
Total Consumer staples			**$77,369**		**$67,465**	**13.3%**	**($9,904)**	**$1,989**	**2.95%**

Trade date basis

	Shares/units	Average tax cost per share/unit	Tax cost	Market value per share/unit	Market value	Percent of asset class	Unrealized gain/loss	Estimated annual income	Current yield
Energy									
ENAGAS SA	350	$30.15	$10,554	$28.232	$9,881	1.9%	($673)	$403	4 09%
ENCANA CORP	1,100	13.76	15,137	5.065	5,571	1.1	(9,566)	221	3 98
ENI S P.A. ADR *(E)*	400	36 59	14,635	29.800	11,920	2.3	(2,715)	613	5.14
SINOPEC/CHINA PETE&CHM ADR *(SNP)*	150	84.53	12,680	59 980	8,997	1.8	(3,683)	426	4.74
Total Energy			**$53,006**		**$36,369**	**7.1%**	**($16,637)**	**$1,663**	**4.57%**
Financials									
BNP PARIBAS SPON ADR *(BNPQY)*	700	$31.17	$21,819	$28 369	$19,858	3 9%	($1,961)	$404	2.04%
DBS GROUP HLDGS LTD ADR *(DBSDY)*	425	53.12	22,577	47 059	20,000	3 9	(2,577)	725	3.63
HSBC HLDGS PLC ADR *(HSBC)*	525	50.71	26,624	39 470	20,721	4.0	(5,903)	1,312	6 33
ING GROEP N V. CVA NTFL	1,050	15 35	16,120	13 518	14,194	2 8	(1,926)	843	5 94
MEDIOBANCA SPA ADR *(MDIBY)*	1,000	9 88	9,881	9 652	9,652	1.9	(229)	173	1 79
ORIX CORP	1,400	13 15	18,408	14.272	19,982	3.9	1,574	524	2 62
RSA INS GRP INC SPON ADR *(RSNAY)*	2,520	7.35	18,527	6 286	15,840	3.1	(2,687)	215	1.36
SIAM COMM BANK UNSP ADR *(SMUUY)*	350	19 09	6,681	13 283	4,649	0.9	(2,032)	200	4.32
WHARF HOLDINGS ADR *(WARFY)*	1,075	15 90	17,093	11.097	11,929	2.3	(5,164)	441	3 70
Total Financials			**$157,730**		**$136,825**	**26.7%**	**($20,905)**	**$4,837**	**3.54%**
Health care									
ASTRAZENECA PLC	350	$72 50	$25,376	$68 069	$23,824	4.7%	($1,552)	$941	3 95%
OTSUKA HOLDINGS CO LTD	300	35 68	10,704	35 917	10,775	2 1	71	249	2.32
SHIONOGI & CO LTD	200	45 00	9,000	45 784	9,156	1 8	156	99	1 09
Total Health care			**$45,080**		**$43,755**	**8.6%**	**($1,325)**	**$1,289**	**2.95%**
Industrials									
ITOCHU CORP ADR *(ITOCY)*	**400**	**$25.14**	**$10,055**	**$23.974**	**$9,589**	**1.9%**	**($466)**	**$238**	**2.49%**

Trade date basis

	Shares/units	Average tax cost per share/unit	Tax cost	Market value per share/unit	Market value	Percent of asset class	Unrealized gain/loss	Estimated annual income	Current yield
Information technology									
ATOS	150	$78 75	$11,812	$84 099	$12,614	2 5%	$802	$130	1 03%
ERICSSON LM TEL CO CL B	1,100	11.56	12,721	9.711	10,682	2.1	(2,039)	441	4.13
HITACHI LTD ADR *(HTHIY)*	225	76 37	17,183	57.484	12,933	2 5	(4,250)	184	1.43
NOKIA AB ORD SHS	2,500	7 34	18,338	7.161	17,903	3 5	(435)	380	2.12
Total Information technology			**$60,054**		**$54,132**	**10.6%**	**($5,922)**	**$1,135**	**2.10%**
Materials									
RIO TINTO LTD	375	$42.52	$15,946	$32.549	$12 205	2 4%	($3,741)	$813	6.66%
SUMITOMO METAL MIN CO LTD *(SMMYY)*	450	13 50	6,076	12.299	5,534	1 1	(542)	125	2.26
Total Materials			**$22,022**		**$17,739**	**3.5%**	**($4,283)**	**$938**	**5.29%**
Telecom services									
CHINA TELECOM ADR *(CHA)*	305	$51.77	$15,790	$46.450	$14,167	2.8%	($1,623)	$336	2.37%
KDDI CORP ADR *(KDDIY)*	990	10 39	10,282	13.109	12,977	2 5	2,695	184	1.42
Total Telecom services			**$26,072**		**$27,144**	**5.3%**	**$1,072**	**$520**	**1.92%**
Utilities									
ELECTRIC PWR DEV CORP	475	$35.42	$16,824	$35.983	$17,092	3 3%	$268	$276	1.62%
TOKYO GAS LTD ADR *(TKGSY)*	500	20.67	10,336	18.980	9,490	1 9	(846)	117	1 24
Total Utilities			**$27,160**		**$26,582**	**5.2%**	**($578)**	**$393**	**1.48%**
Total large cap core - non u.s.			**$569,028**		**$511,784**	**100.0%**	**($57,244)**	**$15,128**	**2.96%**

Large Cap Strategies

Large cap strategies funds

	Shares/units	Average tax cost per share/unit	Tax cost	Market value per share/unit	Market value	Percent of asset class	Unrealized gain/loss	Estimated annual income	Current yield
OW LARGE CAP STRATEGIES FD *(OWLSX)* BOOK COST 2,489,326	201,006 905	$12.38	$2,487,832	$12 470	$2,506,556	100 0%	$18,724	$20,301	0.81%
Total large cap strategies			**$2,487,832**		**$2,506,556**	**100.0%**	**$18,724**	**$20,301**	**0.81%**

Trade date basis

	Shares/units	Average tax cost per share/unit	Tax cost	Market value per share/unit	Market value	Percent of asset class	Unrealized gain/loss	Estimated annual income	Current yield
Small & Mid Cap									
Small & mid cap funds									
OW SMALL & MID CAP FUND *(OWSMX)* BOOK COST 1,203,461	70,744.027	$16 95	$1,198,991	$14.880	$1,052,671	100.0%	($146,320)	$8,772	0 83%
Total small & mid cap			**$1,198,991**		**$1,052,671**	**100.0%**	**($146,320)**	**$8,772**	**0.83%**
Strategic Opportunities									
Strategic Opportunities funds									
OW STRATEGIC OPPTYS FUND *(OWSOX)* BOOK COST 2,989,349	375,045.746	$7 97	$2,988,701	$7 250	$2,719,081	100.0%	($269,620)	$43,880	1.61%
Total strategic opportunities			**$2,988,701**		**$2,719,081**	**100.0%**	**($269,620)**	**$43,880**	**1.61%**
Total value of account			**$9,789,913**		**$9,422,239**		**($367,674)**	**$132,749**	**1.41%**

	Market value
Total interest and dividends accrued	8,706
Total value of account including accruals	**$9,430,945**

41265
9831178

9422239
41265
9463504

CAPITAL GROUP™

Detailed Holdings List by Tax Country

THE H.B.B. FOUNDATION
Account Number: XXXX98800

As of December 31, 2015
Reporting Currency: USD

Description	Shares/ Par	Average Cost/ Unit	Total Cost	Current Price	Total Market Value	% of Total Net Assets	Unrealized Gain/(Loss)	Estimated Income	Annual Yield(%)
Cash and Cash Equivalents									
U.S. DOLLAR	928	1.00	928	1.00	928				
SSGA US GOV MONEY MARKET FUND	125,432	1.00	125,432	1.00	125,432	2.0	0	0	0.0
Total Cash and Cash Equivalents			**126,361**		**126,361**	**2.0**	**0**	**0**	**0.0**
Fixed Income									
MUTUAL FUNDS - FIXED									
CAPITAL GROUP CORE BOND FUND	182,042	10.46	1,904,269	10.08	1,834,980	29.1	(69,289)	29,673	1.6
TOTAL MUTUAL FUNDS - FIXED			**1,904,269**		**1,834,980**	**29.1**	**(69,289)**	**29,673**	**1.6**
Total Fixed Income			**1,904,269**		**1,834,980**	**29.1**	**(69,289)**	**29,673**	**1.6**
Equity									
AUSTRALIA									
SYDNEY AIRPORT STAPLED SECURITY	1,915	4.63	8,867	4.63	8,869	0.1	2	342	3.9
TOTAL AUSTRALIA			**8,867**		**8,869**	**0.1**	**2**	**342**	**3.9**
BERMUDA									
JARDINE MATHESON HLD (SINGAPORE)	300	61.99	18,596	48.73	14,619	0.2	(3,977)	435	3.0
VTECH HOLDINGS LTD	1,200	14.14	16,967	10.37	12,441	0.2	(4,527)	937	7.5
TOTAL BERMUDA			**35,563**		**27,060**	**0.4**	**(8,504)**	**1,372**	**5.1**

004274 4/19

THE H.B.B. FOUNDATION
Account Number: XXXX98800

As of December 31, 2015
Reporting Currency: USD

Description	Shares/ Par	Average Cost/ Unit	Total Cost	Current Price	Total Market Value	% of Total Net Assets	Unrealized Gain/(Loss)	Estimated Income	Annual Yield(%)
CANADA									
ENBRIDGE INC C$	760	44.03	33,463	33.26	25,277	0.4	(8,186)	1,022	4.0
TOTAL CANADA			**33,463**		**25,277**	**0.4**	**(8,186)**	**1,022**	**4.0**
CAYMAN ISLANDS									
WYNN MACAU LTD	4,400	2.27	9,997	1.17	5,143	0.1	(4,853)	397	7.7
TOTAL CAYMAN ISLANDS			**9,997**		**5,143**	**0.1**	**(4,853)**	**397**	**7.7**
CURACAO									
SCHLUMBERGER LTD	320	39.82	12,741	69.75	22,320	0.4	9,579	640	2.9
TOTAL CURACAO			**12,741**		**22,320**	**0.4**	**9,579**	**640**	**2.9**
DENMARK									
NOVO NORDISK A/S CL B	1,437	26.61	38,236	58.25	83,712	1.3	45,476	1,047	1.3
TOTAL DENMARK			**38,236**		**83,712**	**1.3**	**45,476**	**1,047**	**1.3**
FINLAND									
SAMPO OYJ A SHS	1,258	34.73	43,693	51.10	64,279	1.0	20,586	2,667	4.2
TOTAL FINLAND			**43,693**		**64,279**	**1.0**	**20,586**	**2,667**	**4.1**
FRANCE									
BNP PARIBAS	296	56.09	16,604	56.78	16,807	0.3	204	483	2.9
DANONE	263	64.32	16,917	67.71	17,807	0.3	891	429	2.4
ESSILOR INTL	280	70.60	19,767	125.08	35,021	0.6	15,255	310	0.9
L'AIR LIQUIDE (L)	104	93.03	9,676	112.68	11,719	0.2	2,044	288	2.5

CAPITAL GROUP™

THE H.B.B. FOUNDATION
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Description	Shares/ Par	Average Cost/ Unit	Total Cost	Current Price	Total Market Value	% of Total Net Assets	Unrealized Gain/(Loss)	Estimated Income	Annual Yield(%)
L'OREAL	242	146.53	35,461	168.83	40,858	0.6	5,397	710	1.7
PERNOD RICARD SA	460	87.58	40,287	114.37	52,609	0.8	12,323	820	1.6
SAFRAN SA	724	65.93	47,735	68.89	49,878	0.8	2,143	945	1.9
TOTAL SA (FR)	481	54.55	26,240	44.86	21,578	0.3	(4,661)	1,276	5.9
ZODIAC AEROSPACE	859	29.60	25,426	23.89	20,522	0.3	(4,904)	299	1.5
TOTAL FRANCE			**238,111**		**266,801**	**4.2**	**28,692**	**5,560**	**2.1**
GERMANY									
BAYER AG	89	67.46	6,004	126.29	11,240	0.2	5,236	218	1.9
BMW AG	104	74.06	7,702	106.67	11,094	0.2	3,391	328	3.0
DEUTSCHE WOHNEN AG (BEARER)	1,148	22.02	25,279	27.81	31,925	0.5	6,646	549	1.7
ELRINGKLINGER AG	215	24.44	5,255	25.35	5,449	0.1	195	129	2.4
SIEMENS AG NAMEN	201	110.29	22,168	97.79	19,655	0.3	(2,513)	721	3.7
TOTAL GERMANY			**66,408**		**79,363**	**1.3**	**12,955**	**1,944**	**2.4**
HONG KONG									
AIA GROUP LTD	9,800	2.80	27,476	6.01	58,923	0.9	31,448	667	1.1
CHINA EVERBRIGHT INTERNATIONAL LIMITED	24,530	1.37	33,658	1.29	31,523	0.5	(2,135)	348	1.1
TOTAL HONG KONG			**61,133**		**90,446**	**1.4**	**29,313**	**1,015**	**1.1**
INDIA									
HDFC BANK LTD	325	33.40	10,856	61.60	20,020	0.3	9,164	115	0.6
TOTAL INDIA			**10,856**		**20,020**	**0.3**	**9,164**	**115**	**0.6**

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Description	Shares/ Par	Average Cost/ Unit	Total Cost	Current Price	Total Market Value	% of Total Net Assets	Unrealized Gain/(Loss)	Estimated Income	Annual Yield(%)
IRELAND									
ACCENTURE PLC US$	120	53.55	6,426	104.50	12,540	0.2	6,114	264	2.1
EATON CORP PLC	570	48.57	27,685	52.04	29,663	0.5	1,978	1,254	4.2
MEDTRONIC PLC	120	76.73	9,208	76.92	9,230	0.1	22	182	2.0
TOTAL IRELAND			**43,319**		**51,433**	**0.8**	**8,114**	**1,700**	**3.3**
JAPAN									
AJINOMOTO CO INC	1,000	11.17	11,167	23.95	23,954	0.4	12,787	216	0.9
DENSO CORP	300	42.12	12,636	48.40	14,520	0.2	1,884	299	2.1
FANUC CO	200	97.34	19,468	175.36	35,072	0.6	15,604	976	2.8
HAMAMATSU PHOTONIC KK	1,400	19.03	26,648	27.74	38,840	0.6	12,192	361	0.9
KEYENCE CORP	120	198.70	23,844	558.02	66,963	1.1	43,119	50	0.1
MURATA MANUFACTURING CO LTD	300	71.36	21,409	146.16	43,848	0.7	22,439	499	1.1
NTT DOCOMO	500	19.95	9,977	20.66	10,332	0.2	355	291	2.8
ORACLE CORP JAPAN	200	44.66	8,932	47.00	9,400	0.1	468	158	1.7
SMC CORP	200	199.08	39,816	264.29	52,858	0.8	13,042	333	0.6
SOFTBANK GROUP CORP	700	30.74	21,516	51.07	35,748	0.6	14,232	233	0.7
SYSMEX CORP	300	16.66	4,999	65.14	19,541	0.3	14,542	100	0.5
TREND MICRO INC	300	27.67	8,302	41.01	12,303	0.2	4,002	289	2.4
TOTAL JAPAN			**208,714**		**363,379**	**5.8**	**154,666**	**3,806**	**1.0**
JERSEY, C.I.									
DELPHI AUTOMOTIVE PLC	150	60.38	9,057	85.73	12,860	0.2	3,803	150	1.2
TOTAL JERSEY, C.I.			**9,057**		**12,860**	**0.2**	**3,803**	**150**	**1.2**

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LUXEMBOURG									
SAMSONITE INTERNATIONAL SA	2,400	3.40	8,171	3.01	7,215	0.1	(956)	149	2.1
SES FDR CL A (PARIS)	340	25.53	8,682	27.80	9,453	0.2	772	436	4.6
TOTAL LUXEMBOURG			**16,853**		**16,668**	**0.3**	**(184)**	**585**	**3.5**
NETHERLANDS									
AIRBUS GROUP SE	130	66.07	8,589	67.40	8,762	0.1	173	170	1.9
ASML HOLDING NV	496	59.15	29,337	89.74	44,513	0.7	15,176	377	0.9
GEMALTO NV	216	70.62	15,253	60.09	12,979	0.2	(2,274)	99	0.8
LYONDELLBASELL INDUSTRIES NV	165	88.49	14,602	86.90	14,339	0.2	(263)	515	3.6
TOTAL NETHERLANDS			**67,781**		**80,593**	**1.3**	**12,812**	**1,160**	**1.4**
NORWAY									
DNB ASA	693	16.09	11,148	12.41	8,599	0.1	(2,549)	298	3.5
TOTAL NORWAY			**11,148**		**8,599**	**0.1**	**(2,549)**	**298**	**3.5**
SINGAPORE									
AVAGO TECHNOLOGIES LTD	230	60.52	13,921	145.15	33,385	0.5	19,464	405	1.2
DBS GROUP HOLDINGS LTD	1,569	10.07	15,803	11.78	18,484	0.3	2,680	664	3.6
SINGAPORE TELECOMM	11,300	2.84	32,094	2.59	29,272	0.5	(2,822)	1,396	4.8
TOTAL SINGAPORE			**61,818**		**81,140**	**1.3**	**19,322**	**2,465**	**3.0**

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SPAIN									
AMADEUS IT HOLDING SA A (BEARER)	195	44.02	8,585	44.23	8,625	0.1	40	148	1.7
CAIXABANK SA	5,180	5.59	28,979	3.49	18,099	0.3	(10,880)	1,059	5.9
TOTAL SPAIN			**37,564**		**26,724**	**0.4**	**(10,840)**	**1,208**	**4.5**
SWEDEN									
ASSA ABLOY AB CL B	1,707	9.11	15,547	21.06	35,949	0.6	20,402	438	1.2
ELECTROLUX AB SER B	563	31.96	17,996	24.28	13,668	0.2	(4,328)	433	3.2
SVENSKA HANDELSBANKEN AB CL A SHS	1,332	16.04	21,371	13.36	17,792	0.3	(3,578)	919	5.2
TOTAL SWEDEN			**54,913**		**67,410**	**1.1**	**12,496**	**1,790**	**2.7**
SWITZERLAND									
ACE LTD	185	85.63	15,841	116.85	21,617	0.3	5,776	496	2.3
COMPAGNIE FINANCIERE RICHEMONT SA REG	454	47.99	21,786	72.13	32,748	0.5	10,962	727	2.2
CREDIT SUISSE GROUP REG	346	25.95	8,978	21.70	7,508	0.1	(1,469)	242	3.2
DKSH HOLDING LTD	147	81.48	11,977	63.38	9,317	0.1	(2,660)	169	1.8
GIVAUDAN	5	1,784.21	8,921	1,823.82	9,119	0.1	198	250	2.7
NESTLE NAM SPON ADR	200	29.86	5,973	74.42	14,884	0.2	8,911	382	2.6
NESTLE SA REG	640	64.09	41,015	74.58	47,733	0.8	6,718	1,409	3.0
NOVARTIS AG NAMEN	567	65.48	37,126	86.84	49,238	0.8	12,112	1,475	3.0
ROCHE HOLDING AG GENUSSCHEIN	154	230.27	35,461	276.52	42,585	0.7	7,124	1,233	2.9
UBS GROUP AG	571	20.66	11,796	19.53	11,151	0.2	(645)	285	2.6
TOTAL SWITZERLAND			**198,874**		**245,900**	**3.9**	**47,027**	**6,668**	**2.7**

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TAIWAN									
TAIWAN SEMICONDUCTOR SPONS ADR	1,525	22 63	34,504	22.75	34,694	0.6	190	881	2.5
TOTAL TAIWAN			**34,504**		**34,694**	**0.6**	**190**	**881**	**2.5**
UNITED KINGDOM									
AA PLC	2,078	5.13	10,653	4 63	9,614	0.2	(1,039)	0	0.0
ABERDEEN ASSET MGMT PLC	3,815	6.85	26,148	4.26	16,267	0.3	(9,882)	1,171	7.2
AON PLC	195	59.07	11,518	92.21	17,981	0.3	6,463	234	1.3
ASTRAZENECA PLC (GBP)	1,010	72.92	73,649	68.03	68,713	1.1	(4,936)	3,019	4.4
BAE SYSTEMS PLC	3,000	7.84	23,517	7.36	22,086	0.4	(1,431)	1,017	4.6
BCA MARKETPLACE PLC	4,400	2.65	11,654	2.54	11,187	0.2	(468)	0	0.0
BRITISH AMERICAN TOBACCO PLC	200	58.64	11,729	55.57	11,114	0.2	(615)	491	4.4
DIAGEO PLC	200	30.30	6,059	27.35	5,471	0.1	(588)	185	3.4
GREENE KING PLC	1,855	13.24	24,562	13.70	25,412	0.4	851	904	3.6
IMPERIAL TOBACCO PLC	985	42.43	41,796	52.85	52,059	0.8	10,263	2,066	4.0
LIBERTY GLOBAL PLC CL A	855	39.26	33,566	42.36	36,218	0.6	2,652	0	0.0
LIBERTY GLOBAL PLC CL C	100	38.84	3,884	40.77	4,077	0.1	193	0	0.0
LLOYDS TSB GROUP PLC	22,500	1.20	27,085	1.08	24,228	0.4	(2,857)	276	1.1
MARKS & SPENCER GROUP PLC	2,200	7.35	16,173	6.67	14,666	0.2	(1,507)	648	4.4
MEGGITT PLC	580	8.07	4,683	5 52	3,202	0.1	(1,480)	131	4.1
NATIONAL GRID PLC	1,620	12.55	20,329	13.82	22,382	0.4	2,053	1,137	5.1
NATIONAL GRID PLC - SP ADR	100	54.59	5,459	69.54	6,954	0.1	1,495	329	4.7
NIELSEN HOLDINGS PLC	865	25.84	22,349	46.60	40,309	0.6	17,960	969	2.4
PRUDENTIAL PLC	500	23.19	11,595	22.56	11,279	0.2	(317)	302	2.7
RIO TINTO PLC REG	235	51.97	12,212	29.17	6,854	0.1	(5,358)	519	7.6

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SCOTTISH & SOUTHERN ENERGY	1,015	24.54	24,909	22.51	22,843	0.4	(2,066)	1,469	6.4
TATE & LYLE PLC	1,915	10.09	19,316	8.82	16,892	0.3	(2,423)	878	5.2
UNILEVER PLC	1,240	41.12	50,992	43.12	53,475	0.8	2,483	1,771	3.3
VODAFONE GROUP PLC	6,295	3.38	21,247	3.26	20,499	0.3	(748)	1,157	5.6
TOTAL UNITED KINGDOM			**515,084**		**523,782**	**8.3**	**8,698**	**18,673**	**3.6**
UNITED STATES									
3M COMPANY	85	95.24	8,095	150.64	12,804	0.2	4,709	349	2.7
ALPHABET INC CL A	25	127.45	3,186	778.01	19,450	0.3	16,264	0	0.0
ALPHABET INC CL C	40	139.54	5,582	758.88	30,355	0.5	24,774	0	0.0
AMERICAN TOWER CORP	395	46.38	18,321	96.95	38,295	0.6	19,974	774	2.0
AMERISOURCEBERGEN CORP	185	77.44	14,327	103.71	19,186	0.3	4,859	252	1.3
APPLE INC	285	13.60	3,877	105.26	29,999	0.5	26,122	593	2.0
AUTOMATIC DATA PROCESSING INC	260	64.39	16,742	84.72	22,027	0.3	5,285	551	2.5
BOEING CO	300	75.76	22,727	144.59	43,377	0.7	20,650	1,308	3.0
BROADCOM CORP	475	31.78	15,095	57.82	27,465	0.4	12,369	266	1.0
CATERPILLAR INC	80	82.45	6,596	67.96	5,437	0.1	(1,159)	246	4.5
CERNER CORP	500	8.90	4,450	60.17	30,085	0.5	25,635	0	0.0
CHARTER COMMUNICATIONS INC CL A	25	184.79	4,620	183.10	4,578	0.1	(42)	0	0.0
CHEVRON CORP	460	94.55	43,491	89.96	41,382	0.7	(2,110)	1,969	4.8
CME GROUP INC	600	63.11	37,865	90.60	54,360	0.9	16,495	1,200	2.2
COCA-COLA CO	550	42.10	23,153	42.96	23,628	0.4	475	726	3.1
COMCAST CORP CL A (NEW)	490	18.17	8,901	56.43	27,651	0.4	18,750	490	1.8
CONOCOPHILLIPS	215	77.40	16,640	46.69	10,038	0.2	(6,602)	636	6.3
CROWN CASTLE INTERNATIONAL CORP	205	86.83	17,801	86.45	17,722	0.3	(78)	726	4.1

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CVS HEALTH CORPORATION	60	103.53	6,212	97.77	5,866	0.1	(346)	102	1.7
DANAHER CORP	325	34.77	11,302	92.88	30,186	0.5	18,884	176	0.6
DAVITA HEALTHCARE PARTNERS INC	125	83.81	10,476	69.71	8,714	0.1	(1,762)	0	0.0
DOW CHEMICAL CO	225	29.82	6,710	51.48	11,583	0.2	4,873	414	3.6
EOG RESOURCES INC	265	83.37	22,092	70.79	18,759	0.3	(3,333)	178	1.0
EXPRESS SCRIPTS HOLDING CO	260	44.58	11,590	87.41	22,727	0.4	11,136	0	0.0
EXXON MOBIL CORP	375	73.91	27,715	77.95	29,231	0.5	1,516	1,095	3.8
FEDEX CORP	75	174.87	13,115	148.99	11,174	0.2	(1,941)	75	0.7
GILEAD SCIENCES INC	475	23.65	11,236	101.19	48,065	0.8	36,830	817	1.7
GOLDMAN SACHS GROUP INC	270	81.30	21,950	180.23	48,662	0.8	26,712	702	1.4
HEXCEL CORP	725	44.49	32,256	46.45	33,676	0.5	1,421	290	0.9
IDEX CORP	210	62.90	13,208	76.61	16,088	0.3	2,880	269	1.7
ILLUMINA INC	145	194.95	28,268	191.95	27,832	0.4	(436)	0	0.0
INCYTE CORP	385	73.54	28,314	108.45	41,753	0.7	13,439	0	0.0
INTERNATIONAL BUSINESS MACHINES CORP	100	137.87	13,787	137.62	13,762	0.2	(25)	520	3.8
IRON MOUNTAIN INCORPORATED	835	26.64	22,243	27.01	22,553	0.4	310	1,620	7.2
JABIL CIRCUIT INC	810	16.84	13,642	23.29	18,865	0.3	5,222	259	1.4
JACK HENRY & ASSOC INC	360	33.01	11,882	78.06	28,102	0.4	16,220	360	1.3
JPMORGAN CHASE & CO	375	33.89	12,709	66.03	24,761	0.4	12,053	660	2.7
KINDER MORGAN INC	505	34.77	17,557	14.92	7,535	0.1	(10,022)	1,030	13.7
LAS VEGAS SANDS CORP	500	56.35	28,173	43.84	21,920	0.3	(6,253)	1,300	5.9
LILLY ELI & CO	335	86.18	28,872	84.26	28,227	0.4	(645)	683	2.4
MARSH & MCLENNAN COS INC	700	32.05	22,434	55.45	38,815	0.6	16,381	868	2.2
MERCURY GENERAL CORP	345	56.98	19,660	46.57	16,067	0.3	(3,593)	856	5.3
MICROSOFT CORP	695	31.39	21,817	55.48	38,559	0.6	16,741	1,001	2.6
MONSANTO CO NEW COM	190	50.91	9,673	98.52	18,719	0.3	9,046	410	2.2

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MOODYS CORP	350	105.07	36,776	100.34	35,119	0.6	(1,657)	518	1.5
MOSAIC CO/THE	225	53.52	12,041	27.59	6,208	0.1	(5,834)	248	4.0
NEWELL RUBBERMAID INC	785	20.64	16,198	44.08	34,603	0.5	18,404	597	1.7
NORFOLK SOUTHERN CORP	225	43.95	9,888	84.59	19,033	0.3	9,145	531	2.8
NUCOR CORP	250	47.63	11,908	40.30	10,075	0.2	(1,833)	375	3.7
OCCIDENTAL PETROLEUM CORP	365	66.46	24,260	67.61	24,678	0.4	418	1,095	4.4
PACWEST BANCORP	520	44.39	23,082	43.10	22,412	0.4	(670)	1,040	4.6
PANERA BREAD CO CL A	25	185.20	4,630	194.78	4,870	0.1	239	0	0.0
PAYCHEX INC	615	47.84	29,424	52.89	32,527	0.5	3,103	1,033	3.2
PFIZER INC	700	32.15	22,503	32.28	22,596	0.4	93	840	3.7
PHILIP MORRIS INTERNATIONAL INC	300	60.25	18,075	87.91	26,373	0.4	8,298	1,224	4.6
PNC FINANCIAL SERVICES GROUP INC	230	91.03	20,937	95.31	21,921	0.3	984	469	2.1
PRAXAIR INC	130	132.22	17,189	102.40	13,312	0.2	(3,877)	372	2.8
PROCTER & GAMBLE CO	465	78.16	36,342	79.41	36,926	0.6	583	1,233	3.3
ROYAL CARIBBEAN CRUISES	410	38.91	15,952	101.21	41,496	0.7	25,544	615	1.5
SCRIPPS NETWORKS INTERACTIVE CL A	320	35.58	11,384	55.21	17,667	0.3	6,283	294	1.7
SEMPRA ENERGY	155	91.82	14,232	94.01	14,572	0.2	340	434	3.0
SIRIUS XM HOLDINGS INC	4,600	3.14	14,440	4.07	18,722	0.3	4,282	0	0.0
ST JUDE MEDICAL	170	64.66	10,991	61.77	10,501	0.2	(490)	197	1.9
STARBUCKS CORP	650	28.08	18,252	60.03	39,020	0.6	20,768	520	1.3
TEXAS INSTRUMENTS INC	615	36.08	22,191	54.81	33,708	0.5	11,517	935	2.8
TOWERS WATSON & COMPANY CL A	160	108.84	17,414	128.46	20,554	0.3	3,139	96	0.5
UNITED TECHNOLOGIES CORP	75	49.95	3,746	96.07	7,205	0.1	3,459	192	2.7
VERISIGN INC	285	49.27	14,043	87.36	24,898	0.4	10,855	0	0.0
VERIZON COMMUNICATIONS	550	49.92	27,455	46.22	25,421	0.4	(2,034)	1,243	4.9

THE H.B.B. FOUNDATION
Account Number: XXXX98800

As of December 31, 2015
Reporting Currency: USD

Description	Shares/ Par	Average Cost/ Unit	Total Cost	Current Price	Total Market Value	% of Total Net Assets	Unrealized Gain/(Loss)	Estimated Income	Annual Yield(%)
VIACOM INC CLASS B	575	45.66	26,252	41.16	23,667	0.4	(2,585)	920	3.9
VISA INC CL A	550	28.14	15,478	77.55	42,653	0.7	27,174	308	0.7
WASTE MANAGEMENT INC	120	53.58	6,429	53.37	6,404	0.1	(25)	185	2.9
WELLS FARGO & CO (NEW)	640	52.50	33,597	54.36	34,790	0.6	1,193	960	2.8
XILINX INC	625	42.28	26,423	46.97	29,356	0.5	2,934	775	2.6
YUM BRANDS INC	345	77.36	26,688	73.05	25,202	0.4	(1,485)	635	2.5
TOTAL UNITED STATES			**1,326,583**		**1,816,528**	**28.8**	**489,943**	**41,653**	**2.3**
MUTUAL FUNDS - EQUITY									
NEW WORLD FUND CL F2	6,324	51.39	325,000	49.88	315,451	5.0	(9,550)	2,979	0.9
TOTAL MUTUAL FUNDS - EQUITY			**325,000**		**315,451**	**5.0**	**(9,550)**	**2,979**	**0.9**
Total Equity			**3,470,278**		**4,338,450**	**68.9**	**868,172**	**100,139**	**2.3**
Total Net Assets			**5,500,908**		**6,299,791**	**100.0**	**798,883**	**129,811**	**2.1**

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FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
BESSEMER TRUST #8H6643 INTEREST	4.	0.	4.	4.	
BESSEMER TRUST #8M6422 CAPITAL GAIN DISTRIBUTIONS	186,855.	186,855.	0.	0.	
BESSEMER TRUST #8M6422 DIVIDENDS	98,803.	0.	98,803.	98,803.	
BESSEMER TRUST #8M6422 INTEREST INCOME	7.	0.	7.	7.	
BESSEMER TRUST #8M6435 ACCRUED INT PAID	-1,925.	0.	-1,925.	-1,925.	
BESSEMER TRUST #8M6435 BOND PREMIUM	-5,526.	0.	-5,526.	-5,526.	
BESSEMER TRUST #8M6435 INTEREST	19,371.	0.	19,371.	19,371.	
BESSEMER TRUST #8M6435 OID	113.	0.	113.	113.	
BESSEMER TRUST #8M6435 U.S. GOVT ACCRUED INT PAID	-458.	0.	-458.	-458.	
BESSEMER TRUST #8M6435 U.S. GOVT INTEREST	12,275.	0.	12,275.	12,275.	
CAP GUARDIAN CAPITAL GAIN DISTRIBUTIONS	4,135.	4,135.	0.	0.	
CAP GUARDIAN STOCK DIVIDENDS	142,540.	0.	142,540.	142,540.	
TO PART I, LINE 4	456,194.	190,990.	265,204.	265,204.	

FORM 990-PF OTHER INCOME STATEMENT 2

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
COAL ROYALTIES	14,400.	14,400.	
CAPITAL GUARDIAN NON TAXABLE DIV	2,180.	0.	
OTHER INCOME	589.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	17,169.	14,400.	

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES - CLIFTONLARSONALLEN	10,725.	5,363.		5,362.
TO FORM 990-PF, PG 1, LN 16B	10,725.	5,363.		5,362.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES - CAP GUARDIAN	41,785.	41,785.		0.
INVESTMENT MANAGEMENT FEES - BESSEMER	24,880.	24,880.		0.
TO FORM 990-PF, PG 1, LN 16C	66,665.	66,665.		0.

FORM 990-PF TAXES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES PAID	8,333.	8,333.		0.
REAL ESTATE TAXES MINERAL RIGHTS	149.	149.		0.
FEDERAL TAXES	4,500.	0.		0.
TO FORM 990-PF, PG 1, LN 18	12,982.	8,482.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OFFICE EXPENSE	34,963.	17,482.		17,481.
OTHER EXPENSE	60.	60.		0.
TO FORM 990-PF, PG 1, LN 23	35,023.	17,542.		17,481.

FORM 990-PF CORPORATE STOCK STATEMENT 7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CAPITAL GUARDIAN STOCK	3,145,278.	4,022,999.
CAPITAL GUARDIAN NEW WORLD FUND	325,000.	315,451.
BESSEMER CORPORATE STOCK	7,924,493.	7,564,999.
ARROWPOINT FUND	500,000.	500,000.
LAZARUS ISRAEL FUND	500,000.	500,000.
TOTAL TO FORM 990-PF, PART II, LINE 10B	12,394,771.	12,903,449.

FORM 990-PF CORPORATE BONDS STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CAPITAL GUARDIAN CORPORATE BONDS	1,904,269.	1,834,980.
BESSEMER SWEEP PROGRAM	43,234.	43,234.
BESSEMER UG GOVT BONDS	938,860.	934,815.
BESSEMER CORPORATE BONDS	740,194.	736,547.
BESSEMER INT'L CORP BONDS	84,677.	84,189.
TOTAL TO FORM 990-PF, PART II, LINE 10C	3,711,234.	3,633,765.

FORM 990-PF DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT STATEMENT 9

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
OFFICE IMPROVEMENT	14,162.	14,162.	0.
TOTAL TO FM 990-PF, PART II, LN 14	14,162.	14,162.	0.

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Asset No	Description	Date Acquired	Method	Life	Conv	Line No	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	* Reduction In Basis	Basis For Depreciation	Beginning Accumulated Depreciation	Current Sec 179 Expense	Current Year Deduction	Ending Accumulated Depreciation
1	OFFICE IMPROVEMENT	01/01/97	200DB	7.00	HY	17	14,162.				14,162.	14,162.		0.	14,162.
	* TOTAL 990-PF PG 1 DEPR						14,162.				14,162.	14,162.		0.	14,162.

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04-01-15

(D) - Asset disposed

* ITC, Salvage, Bonus, Commercial Revitalization Deduction, GO Zone