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EXTENDED TO NOVEMBER 15, 2016

Return of Private Foundation

Form 990-PF

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2015

Open to Public Inspection

For calendar year 2015 or tax year beginning

, and ending

Name of foundation		A Employer identification number		
LESLIE FAMILY FOUNDATION		68-0474709		
Number and street (or P O box number if mail is not delivered to street address) 738 WESTRIDGE DRIVE		Room/suite		
City or town, state or province, country, and ZIP or foreign postal code PORTOLA VALLEY, CA 94028-7333				
G Check all that apply		<input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		
H Check type of organization		<input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		
I Fair market value of all assets at end of year (from Part II, col. (c), line 16)	J Accounting method	<input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____		
► \$ 32,019,488.	(Part I, column (d) must be on cash basis.)			
Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income
1 Contributions, gifts, grants, etc., received	1,028,284.		N/A	
2 Check ► <input type="checkbox"/> if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	512,116.	512,116.	STATEMENT 1	
5a Gross rents				
b Net rental income or (loss)	475,761.			
6a Net gain or (loss) from sale of assets not on line 10				
b Gross sales price for all assets on line 6a	4,631,949.			
7 Capital gain net income (from Part IV, line 2)		475,761.		
6 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	<85,028.►	<96,123.►	STATEMENT 2	
12 Total. Add lines 1 through 11	1,931,133.	891,754.		
Revenue				
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	36,250.	0.	36,250.
c Other professional fees	STMT 4	203,395.	183,651.	19,744.
17 Interest				
18 Taxes	STMT 5	33,439.	0.	25.
19 Depreciation and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses	STMT 6	62,441.	58,466.	3,975.
24 Total operating and administrative expenses. Add lines 13 through 23		335,525.	242,117.	59,994.
25 Contributions, gifts, grants paid		1,634,500.		1,634,500.
26 Total expenses and disbursements. Add lines 24 and 25		1,970,025.	242,117.	1,694,494.
Operating and Administrative Expenses				
27 Subtract line 26 from line 12		<38,892.►		
a Excess of revenue over expenses and disbursements				
b Net investment income (if negative, enter -0-)		649,637.		
c Adjusted net income (if negative, enter -0-)			N/A	

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LHA For Paperwork Reduction Act Notice, see instructions.

Form 990-PF (2015)

11041115 756877 68-0474709

1 2015.04030 LESLIE FAMILY FOUNDATION

68-04741

Part II	Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
	1 Cash - non-interest-bearing				
	2 Savings and temporary cash investments		496,907.	1,960,570.	1,960,570.
	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	12,261,081.	14,444,098.	14,444,098.
	c Investments - corporate bonds	STMT 8	4,010,563.	3,695,950.	3,695,950.
	11 Investments - land, buildings, and equipment basis ►				
	Less accumulated depreciation ►				
	12 Investments - mortgage loans				
	13 Investments - other	STMT 9	14,889,768.	11,724,013.	11,724,013.
	14 Land, buildings, and equipment basis ►				
	Less accumulated depreciation ►				
	15 Other assets (describe ►	STATEMENT 10)	2,598,396.	194,857.	194,857.
	16 Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)		34,256,715.	32,019,488.	32,019,488.
	17 Accounts payable and accrued expenses		937,500.	820,000.	
	18 Grants payable		1,350,404.	679,016.	
	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)		2,287,904.	1,499,016.	
	Foundations that follow SFAS 117, check here ► <input type="checkbox"/>				
	and complete lines 24 through 26 and lines 30 and 31.				
	24 Unrestricted				
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/>				
	and complete lines 27 through 31.				
	27 Capital stock, trust principal, or current funds		0.	0.	
	28 Paid-in or capital surplus, or land, bldg , and equipment fund		0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds		31,968,811.	30,520,472.	
	30 Total net assets or fund balances		31,968,811.	30,520,472.	
	31 Total liabilities and net assets/fund balances		34,256,715.	32,019,488.	

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	31,968,811.
2 Enter amount from Part I, line 27a	2	<38,892.>
3 Other increases not included in line 2 (itemize) ►	3	0.
4 Add lines 1, 2, and 3	4	31,929,919.
5 Decreases not included in line 2 (itemize) ► NET BOOK/TAX DIFFERENCES	5	1,409,447.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	30,520,472.

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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.)
a					
b	SEE ATTACHED STATEMENTS				
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	4,631,949.	4,156,188.	475,761.		
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))		
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any			
a					
b					
c					
d					
e			475,761.		
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	475,761.	
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	1,685,288.	33,715,756.	.049985
2013	1,521,712.	30,459,401.	.049959
2012	1,330,997.	26,679,998.	.049887
2011	1,221,052.	24,482,872.	.049874
2010	1,055,077.	21,164,284.	.049852

2 Total of line 1, column (d)

2 .249557

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 .049911

4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5

4 33,685,653.

5 Multiply line 4 by line 3

5 1,681,285.

6 Enter 1% of net investment income (1% of Part I, line 27b)

6 6,496.

7 Add lines 5 and 6

7 1,687,781.

8 Enter qualifying distributions from Part XII, line 4

8 1,694,494.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter "N/A" on line 1.	(attach copy of letter if necessary-see instructions)	1	6,496.
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b			
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	0.
3	Add lines 1 and 2		3	6,496.
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	6,496.
6	Credits/Payments			
a	2015 estimated tax payments and 2014 overpayment credited to 2015	6a	7,811.	
b	Exempt foreign organizations - tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c	10,000.	
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments Add lines 6a through 6d	7	17,811.	
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> 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	11,315.	
11	Enter the amount of line 10 to be <u>Credited to 2016 estimated tax</u> ►	11	11,315. Refunded ►	0.

Part VII-A Statements Regarding Activities

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	Yes	No
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>	X	
1c	Did the foundation file Form 1120-POL for this year?	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? <i>If "Yes," attach a detailed description of the activities.</i>	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? <i>If "Yes," attach a conformed copy of the changes</i>	X	
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	X	
b	If "Yes," has it filed a tax return on Form 990-T for this year?	X	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>	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?	X	
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV</i>	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ►		
	WA, CA		
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i>	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)? <i>If "Yes," complete Part XIV</i>	X	
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	X	

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 ► DARRIN MARTIN Located at ► 770 WESTRIDGE DRIVE, PORTOLA VALLEY, CA	Telephone no ► (650) 561-1227 ZIP+4 ► 94028	
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
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? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►	16	Yes X

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

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

		Yes	No
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?	<input type="checkbox"/> Yes	X No
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	X No
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	X No
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	X No
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	X No
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes	X No
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A	
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?	1b	
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))	1c	X
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 ►		
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	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ►	2b	
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	X Yes	<input type="checkbox"/> 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.)	3b	X
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))?	<input type="checkbox"/>	Yes <input checked="" type="checkbox"/> No
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/>	Yes <input checked="" type="checkbox"/> No
(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/>	Yes <input checked="" type="checkbox"/> No
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions)	<input type="checkbox"/>	Yes <input checked="" type="checkbox"/> No
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/>	Yes <input checked="" type="checkbox"/> No
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?	N/A ► <input type="checkbox"/>	
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	
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?	<input type="checkbox"/>	Yes <input checked="" type="checkbox"/> No
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	<input type="checkbox"/>	Yes <input checked="" type="checkbox"/> No
If "Yes" to 6b, file Form 8870		
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/>	Yes <input checked="" type="checkbox"/> No
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A	

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.

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

10

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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		
3		

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	34,198,632.
b Average of monthly cash balances	1b	
c Fair market value of all other assets	1c	
d Total (add lines 1a, b, and c)	1d	34,198,632.
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	34,198,632.
4 Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	512,979.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	33,685,653.
6 Minimum investment return. Enter 5% of line 5	6	1,684,283.

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	1,684,283.
2a Tax on investment income for 2015 from Part VI, line 5	2a	6,496.	
b Income tax for 2015 (This does not include the tax from Part VI)	2b	1,363.	
c Add lines 2a and 2b	2c		7,859.
3 Distributable amount before adjustments Subtract line 2c from line 1	3		1,676,424.
4 Recoveries of amounts treated as qualifying distributions	4		0.
5 Add lines 3 and 4	5		1,676,424.
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		1,676,424.

Part XII**Qualifying Distributions** (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		1a	1,694,494.
a Expenses, contributions, gifts, etc - total from Part I, column (d), line 26	1b		0.
b Program-related investments - total from Part IX-B	2		
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	3a		
3 Amounts set aside for specific charitable projects that satisfy the	3b		
a Suitability test (prior IRS approval required)	4		1,694,494.
b Cash distribution test (attach the required schedule)	5		6,496.
4 Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	6		1,687,998.
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			
6 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 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				1,676,424.
2 Undistributed income, if any, as of the end of 2015			0.	
a Enter amount for 2014 only				
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2015				
a From 2010	7,074.			
b From 2011	6,662.			
c From 2012	25,326.			
d From 2013	19,954.			
e From 2014	38,047.			
f Total of lines 3a through e	97,063.			
4 Qualifying distributions for 2015 from Part XII, line 4 ► \$ 1,694,494.			0.	
a Applied to 2014, but not more than line 2a				
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				1,676,424.
e Remaining amount distributed out of corpus	18,070.			
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:	115,133.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		0.		
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.		
e Undistributed income for 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	7,074.			
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a	108,059.			
10 Analysis of line 9				
a Excess from 2011	6,662.			
b Excess from 2012	25,326.			
c Excess from 2013	19,954.			
d Excess from 2014	38,047.			
e Excess from 2015	18,070.			

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 ►

4942(j)(3) or 4942(j)(5)

Tax year	Prior 3 years				(e) Total
	(a) 2015	(b) 2014	(c) 2013	(d) 2012	
1 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))

SEE STATEMENT 12

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 ► 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	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				
SEE ATTACHED STATEMENT	NONE	PUBLIC CHARITIES	SEE ATTACHED STATEMENT	1,634,500.
Total				► 3a 1,634,500.
b Approved for future payment				
NONE				
Total				► 3b 0.

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11-24-15

Part XVI-A. Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
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	512,116.	
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	900000	11,095.	14	<96,123.>	
8 Gain or (loss) from sales of assets other than inventory			18	475,761.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		11,095.		891,754.	0.
13 Total. Add line 12, columns (b), (d), and (e)					902,849.

(See worksheet in line 13 instructions to verify calculations)

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)
N/A	

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 FROM K-1 - GCM GROSVENOR PRIVATE EQUITY PARTNERS	P	VARIOUS	VARIOUS
b FROM K-1 - BURGUNDY FUNDS DST	P	VARIOUS	VARIOUS
c FROM K-1 - RGI USRE INVESTMENTS, LP	P	VARIOUS	VARIOUS
d FROM K-1 - THE COLCHESTER INTERNATIONAL BOND FUND	P	VARIOUS	VARIOUS
e FROM K-1 - GCM GROSVENOR PRIVATE EQUITY PARTNERS	P	VARIOUS	VARIOUS
f FROM K-1 - REGIS INVESTORS 2004-1 LLC	P	VARIOUS	VARIOUS
g FROM K-1 - NV PARTNERS IV LP	P	VARIOUS	VARIOUS
h FROM K-1 - RGI ALTERNATE	P	VARIOUS	VARIOUS
i FROM K-1 - REDWOOD GROVE INTERNATIONAL LP	P	VARIOUS	VARIOUS
j WHIPPOORWILL OFFSHORE DISTRESSED OPPORTUNITY FUND	P	VARIOUS	VARIOUS
k FROM K-1 - BURGUNDY FUNDS DST	P	VARIOUS	VARIOUS
l FROM K-1 - RGI USRE INVESTMENTS, LP	P	VARIOUS	VARIOUS
m FROM K-1 - LITESPEED	P	VARIOUS	VARIOUS
n FROM K-1 - TIGER VERDA	P	VARIOUS	VARIOUS
o FROM K-1 - QFR VICTORIA FUND, LTD	P	VARIOUS	VARIOUS

(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 57.			57.
b <3,112.>			<3,112.>
c <19.>			<19.>
d 2,689.			2,689.
e 15,033.			15,033.
f 34,010.			34,010.
g <27,444.>			<27,444.>
h <1,322.>			<1,322.>
i 6,054.			6,054.
j 372,985.		132,419.	240,566.
k 113,763.			113,763.
l 16,088.			16,088.
m 52,162.			52,162.
n 6,187.			6,187.
o <93,265.>			<93,265.>

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) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			57.
b			<3,112.>
c			<19.>
d			2,689.
e			15,033.
f			34,010.
g			<27,444.>
h			<1,322.>
i			6,054.
j			240,566.
k			113,763.
l			16,088.
m			52,162.
n			6,187.
o			<93,265.>

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7
If (loss), enter "-0-" in Part I, line 7 }

2

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

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

3

LESLIE FAMILY FOUNDATION

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 FROM K-1 - THE COLCHESTER COMBINED GLOBAL AND LOC		P	VARIOUS	VARIOUS
b SHORT TERM CAPITAL GAINS - SEE STMT ATTACHED		P	VARIOUS	VARIOUS
c LONG TERM CAPITAL GAINS - SEE STMT ATTACHED		P	VARIOUS	VARIOUS
d				
e				
f				
g				
h				
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 10,248.				10,248.
b 2,567,112.			2,641,512.	<74,400. >
c 1,560,723.			1,382,257.	178,466.
d				
e				
f				
g				
h				
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				(i) 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				10,248.
b				<74,400. >
c				178,466.
d				
e				
f				
g				
h				
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 }		2 475,761.
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

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04-01-15

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****LESLIE FAMILY FOUNDATION****Employer identification number****68-0474709****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).**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)**

Name of organization

LESLIE FAMILY FOUNDATION

Employer identification number

68-0474709

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	THE LESLIE 2005 LEAD ANNUITY TRUST 738 WESTRIDGE DRIVE PORTOLA VALLEY, CA 94028	\$ 1,028,284.	<input checked="" type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II for noncash contributions.)</small>
		\$ _____	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II for noncash contributions.)</small>
		\$ _____	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II for noncash contributions.)</small>
		\$ _____	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II for noncash contributions.)</small>
		\$ _____	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II for noncash contributions.)</small>
		\$ _____	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II for noncash contributions.)</small>
		\$ _____	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II for noncash contributions.)</small>
		\$ _____	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II for noncash contributions.)</small>

Name of organization

Employer identification number

LESLIE FAMILY FOUNDATION

68-0474709

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

Employer identification number

LESLIE FAMILY FOUNDATION

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 into 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
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES			STATEMENT	1
SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
FROM K-1 - BURGUNDY FUNDS DST	22,216.	0.	22,216.	22,216.	
FROM K-1 - GCM GROSVENOR PRIVATE EQUITY PARTNERS	990.	0.	990.	990.	
FROM K-1 - NV PARTNERS IV LP	316.	0.	316.	316.	
FROM K-1 - REDWOOD GROVE INTERNATIONAL LP	357.	0.	357.	357.	
FROM K-1 - REGIS INVESTORS 2004-1, LLC	141.	0.	141.	141.	
FROM K-1 - RGI ALTERNATE	1,665.	0.	1,665.	1,665.	
FROM K-1 - RGI IW-CAYMAN, LP	0.	0.	0.	0.	
FROM K-1 - RGI USRE INVESTMENTS, LP	0.	0.	0.	0.	
FROM K-1 - THE COLCHESTER COMBINED GLOBAL PORTFOLIO DIVIDENDS & CAPITAL GAIN	56,164.	0.	56,164.	56,164.	
TO PART I, LINE 4	430,267.	0.	430,267.	430,267.	
	512,116.	0.	512,116.	512,116.	

FORM 990-PF	OTHER INCOME	STATEMENT	2
DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
ROYALTY INCOME FROM GCM GROSVENOR PRIVATE EQUITY PARTNERS III, LP	0.	0.	
OTHER INCOME FROM GCM GROSVENOR PRIVATE EQUITY PARTNERS III, LP	107.	<1,045.>	
OTHER INCOME FROM REGIS INVESTORS 2004-1, LLC	<1.>	<1.>	
OTHER INCOME FROM REDWOOD GROVE INTERNATIONAL LP	12,400.	2,457.	

LESLIE FAMILY FOUNDATION

68-0474709

OTHER INCOME FROM RGI ALTERNATE-1, LP	<2,126. >	<2,126. >
OTHER INCOME FROM THE COLCHESTER COMBINED GLOBAL AND LOCAL MARKETS BOND FUND	<95,379. >	<95,379. >
OTHER INCOME FROM BURGUNDY FUND DST	<29. >	<29. >
TOTAL TO FORM 990-PF, PART I, LINE 11	<85,028. >	<96,123. >

FORM 990-PF	ACCOUNTING FEES	STATEMENT	3
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES/AUDIT FEES	36,250.	0.		36,250.
TO FORM 990-PF, PG 1, LN 16B	36,250.	0.		36,250.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES	183,651.	183,651.		0.
CONSULTANT FEES	19,744.	0.		19,744.
TO FORM 990-PF, PG 1, LN 16C	203,395.	183,651.		19,744.

FORM 990-PF	TAXES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES WITHHELD FROM GCM GROSVENOR PRIVATE EQUITY PARTNERS III, LP	23.	0.		0.
LICENSES AND PERMITS	25.	0.		25.
EXCISE TAXES	23,780.	0.		0.
FOREIGN TAXES WITHHELD FROM REDWOOD GROVE INTERNATIONAL, LP	7,360.	0.		0.
PORTFOLIO FOREIGN TAXES WITHHELD	970.	0.		0.

FOREIGN TAXES WITHHELD FROM BURGUNDY FUND	161.	0.	0.
FOREIGN TAXES WITHHELD FROM THE COLCHESTER COMBINED GLOBAL AND LOCAL	1,120.	0.	0.
TO FORM 990-PF, PG 1, LN 18	<u>33,439.</u>	<u>0.</u>	<u>25.</u>

FORM 990-PF	OTHER EXPENSES	STATEMENT	6	
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
DUES & SUBSCRIPTIONS	750.	0.		750.
DEDUCTIONS FROM GCM				
GROSVENOR PRIVATE EQUITY PARTNERS III, LP	3,430.	3,430.		0.
DEDUCTIONS FROM REGIS 2004-1 LLC	7,279.	7,279.		0.
DEDUCTIONS FROM NV PARTNERS IV LP	23,935.	23,935.		0.
DEDUCTIONS FROM RGI IW-CAYMAN, LP	229.	229.		0.
DEDUCTIONS FROM REDWOOD GROVE INTERNATIONAL LP	660.	660.		0.
DEDUCTIONS FROM RGI ALTERNATE-1, LP	655.	655.		0.
REIMBURSED EXPENSES	379.	379.		0.
D&O INSURANCE	725.	0.		725.
DEDUCTIONS FROM BURGUNDY FUNDS DST	12,815.	12,815.		0.
DEDUCTIONS FROM RGI USRE INVESTMENTS, LP	802.	802.		0.
DEDUCTIONS FROM THE COLCHESTER COMBINED GLOBAL AND LOCAL MARKETS BOND FUND	8,282.	8,282.		0.
CONFERENCES	2,500.	0.		2,500.
TO FORM 990-PF, PG 1, LN 23	<u>62,441.</u>	<u>58,466.</u>	<u>3,975.</u>	

FORM 990-PF

CORPORATE STOCK

STATEMENT

7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SCH WEDGEWOOD 8697-3989	1,295,280.	1,295,280.
SCH DISCIPLINED 9595-1680	1,092,312.	1,092,312.
SCH WENTWORTH 2993-7149	0.	0.
BURGUNDY ASSET MANAGEMENT	1,141,087.	1,141,087.
FUND LARGE CAP 136855	3,320,340.	3,320,340.
LONGLEAF 136854	1,748,829.	1,748,829.
THORNBURG 136848	0.	0.
FMI 137429	3,318,868.	3,318,868.
INDUS SELECT FUND	1,893,638.	1,893,638.
MONEDA LATIN AMERICA	633,744.	633,744.
TOTAL TO FORM 990-PF, PART II, LINE 10B	14,444,098.	14,444,098.

FORM 990-PF

CORPORATE BONDS

STATEMENT

8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
INFLATION VANGUARD 9052-7287	933,355.	933,355.
WHIPPOORWILL	261,565.	261,565.
DOMESTIC CLAT PIMCO 9366-6553	2,501,030.	2,501,030.
TOTAL TO FORM 990-PF, PART II, LINE 10C	3,695,950.	3,695,950.

FORM 990-PF

OTHER INVESTMENTS

STATEMENT

9

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
GCM GROSVENOR PRIVATE EQUITY	FMV		
PARTNERS III		118,689.	118,689.
REGIS 2004-1 LLC	FMV	0.	0.
FINTAN	FMV	48,805.	48,805.
NV PARTNERS IV LP	FMV	914,094.	914,094.
REDWOOD GROVE LP	FMV	288,846.	288,846.
COLCHESTER GLOBAL BONDS	FMV	1,082,104.	1,082,104.
VARDEN PACIFIC OPPORTUNITY	FMV	1,318,335.	1,318,335.
QFR VICTORIA FUND	FMV	0.	0.
SPM CORE	FMV	1,699,598.	1,699,598.
LITESPEED	FMV	0.	0.
WHITEBOX	FMV	1,744,052.	1,744,052.

LESLIE FAMILY FOUNDATION

68-0474709

TIGER VEDA	FMV	154,613.	154,613.
TRICADIA CREDIT	FMV	1,619,248.	1,619,248.
STANDARD GENERAL	FMV	1,911,717.	1,911,717.
INSOLVE GLOBAL CREDIT	FMV	823,912.	823,912.
TOTAL TO FORM 990-PF, PART II, LINE 13		11,724,013.	11,724,013.

FORM 990-PF	OTHER ASSETS	STATEMENT 10	
DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
TAX RECEIVABLE	14,600.	12,820.	12,820.
REDEMPTIONS RECEIVABLE	2,583,796.	182,037.	182,037.
TO FORM 990-PF, PART II, LINE 15	2,598,396.	194,857.	194,857.

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT 11
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NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
MARK LESLIE 738 WESTRIDGE DRIVE PORTOLA VALLEY, CA 94028	CHAIRMAN 0.00	0.	0.	0.
DEBRA A. LESLIE 738 WESTRIDGE DRIVE PORTOLA VALLEY, CA 94028	DIRECTOR 0.00	0.	0.	0.
SETH P. LESLIE 738 WESTRIDGE DRIVE PORTOLA VALLEY, CA 94028	SECRETARY 0.00	0.	0.	0.
JOSHUA M. LESLIE 738 WESTRIDGE DRIVE PORTOLA VALLEY, CA 94028	TREASURER 0.00	0.	0.	0.
SHARON LESLIE 738 WESTRIDGE DRIVE PORTOLA VALLEY, CA 94028	DIRECTOR 0.00	0.	0.	0.

LESLIE FAMILY FOUNDATION

68-0474709

SARA LESLIE
738 WESTRIDGE DRIVE
PORTOLA VALLEY, CA 94028

DIRECTOR

0.00

0.

0.

0.

DARRIN MARTIN
738 WESTRIDGE DRIVE
PORTOLA VALLEY, CA 94028

PRESIDENT

2.00

0.

0.

0.

TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII

0.

0.

0.

FORM 990-PF

PART XV - LINE 1A
LIST OF FOUNDATION MANAGERS

STATEMENT 12

NAME OF MANAGER

MARK LESLIE
DEBRA A. LESLIE

LESLIE FAMILY FOUNDATION (EIN: 68-0474709)

2015 990-PF

PART XV, LINE 3

2015 GRANTS PAID

Recipient	Address	Purpose	Amount
Acknowledge Alliance	2483 Old Middlefield Way, Suite 208 Mountain View, CA 94043	General Support	10,000.00
Adolescent Counseling Services	1717 Embarcadero Road, Suite 4000 Palo Alto, California 94303	General Support	15,000.00
ALearn	3777 Stevens Creek Boulevard Suite 330 Santa Clara, CA 95051	General Support	25,000.00
American Diabetes Association	111 West St. John Street, Suite 1150 San Jose, CA 95113	General Support	1,000.00
American Friends of the Reut Institute	8383 Wilshire Blvd , Suite 400 Beverly Hills, CA 90211	General Support	1,000.00
American Jewish World Service	45 West 36th Street, 11th Floor New York, NY 10018	General Support	25,000.00
Bay Area Cancer Connections	2335 El Camino Real Palo Alto, CA 94306	General Support	1,000.00
Bay Area Jewish Healing Center	2530 Taraval Street, Suite 202 San Francisco, CA 94116	General Support	500.00
Bend The Arc	39 Drumm Street, 4th Floor San Francisco, CA 94111	General Support	500.00
B'nai B'rith Hillel	2736 Bancroft Way Berkeley, CA 94704	General Support	500.00
Boys and Girls Club of America	401 Pierce Road Menlo Park, CA 94025	General Support	2,500.00
Brady Center to Prevent Gun Violence	840 First Street, NE, Suite 400 Washington, DC 20002	General Support	2,500.00
Breck School	123 Ottawa Avenue North Golden Valley, MN 55422	General Support	250.00
CAAAE(Green Scholars)	P O Box 3134 San Jose, CA 95156	General Support	20,000.00
Camp Ramah in Wisconsin	65 E Wacker Place, Suite 1200 Chicago, IL 60601	General Support	1,000.00
Camp Tawonga	131 Steuart Street, Suite 460 San Francisco, CA 94105	General Support	6,000.00
Camp Tawonga	131 Steuart Street, Suite 460 San Francisco, CA 94105	General Support	150,000.00
Center for Learning and Leadership	440 Park Avenue - South 4th Floor New York, NY 10016	General Support	1,000.00
Challenge Success	P O Box 20053 Stanford, CA 94308	General Support	2,500.00
Children's Health Council	650 Clark Way Palo Alto, CA 94304	General Support	25,000.00
Colorado China Council	4556 Apple Way Boulder, CO 80301	General Support	3,000.00
Columbia Business School	33 West 60th Street, 7th Floor New York, NY 10023	General Support	2,500.00
Community Health Awareness Council	590 W El Camino Real Mountain View, CA 94040	General Support	25,000.00
Community Services Agency	Development Department 204 Stein Road Mountain View, CA 94043	General Support	2,000.00
Computer History Museum	1401 N Shoreline Blvd. Mountain View, CA 94043	General Support	1,000.00
Congovoice	2805 St James Drive Belmont, CA 94002	General Support	1,000.00
Congregation Beth Am	26790 Arastradero Rd Los Altos Hills, CA 94022	General Support	500.00
Congregation Beth Jacob	1550 Alameda de Las Pulgas Redwood City, CA 94061	General Support	1,000.00
Congregation Beth Jacob	1550 Alameda de Las Pulgas, Redwood City, CA 94061	General Support	25,000.00
Congregation Etz Chayim	4161 Alma Street Palo Alto, CA 94306	General Support	500.00
Education Pioneers	360 22nd Street, Suite 220 Oakland, CA 94612	General Support	50,000.00
Educators for Fair Consideration	c/o Community Initiatives 354 Pine Street, Suite 700 San Francisco, CA 94104	General Support	40,000.00
Equal Justice Initiative	122 Commerce St Montgomery, Alabama 36104	General Support	1,500.00
Exponent Philanthropy	1720 N Street, NW Washington, DC 20036	General Support	500.00
Fistula Foundation	1922 The Alameda, Suite 302 San Jose, CA 95126	General Support	3,000.00
Fools Fury Theater	925 Mission Street, Suite 109 San Francisco, CA 94103	General Support	500.00
Foundation for Jewish Camp	253 West 35th Street, 4th Floor New York, NY 10001	General Support	2,000.00
Friendship Circle	3900 Fabian Way Palo Alto, CA 94303	General Support	1,000.00
Full Circle Farm	1055 Dunford Way Sunnyvale, CA 94087	General Support	500.00
Generations United	P O Box 5131 Redwood City, CA 94063	General Support	1,000.00
Gideon Hausner Jewish Day School	450 San Antonio Road Palo Alto, CA 94306	General Support	9,000.00
Gideon Hausner Jewish Day School	450 San Antonio Road Palo Alto, CA 94306	General Support	50,000.00
Girls Leadership Institute	111 Myrtle Street, Suite 101 Oakland, CA 94607	General Support	1,000.00
Harvard Business School	Development Operations Teles Hall 230 Western Ave	General Support	3,000.00
Hazon	125 Maiden Lane, Suite 8B New York, NY 10038	General Support	3,000.00
Hazon	125 Maiden Lane, Suite 8B New York, NY 10038	General Support	15,000.00
Hillel Foundation at Stanford	P O Box 20526 Stanford, CA 94309	General Support	500.00
Human Investment Project	364 South Railroad Avenue San Mateo, CA 94401	General Support	1,000.00
InnVision Shelter Network	181 Constitution Drive Menlo Park, CA 94025	General Support	2,500.00
Jewish Community Federation	121 Steuart Street San Francisco, CA 94105	General Support	10,000.00
Jewish Community Federation	121 Steuart Street San Francisco, CA 94105	General Support	50,000.00
Jewish Community Federation Teen Center	S Peninsula Jewish Teen Foundation 121 Steuart Street San Francisco, CA 94105	General Support	500.00
Jewish Community Federation-WA	Women's Philanthropy 121 Steuart Street San Francisco, CA 94105	General Support	8,000.00
Jewish Family and Children's Services	The Minam Schultz Grunfeld Building 2150 Post Street San Francisco, CA 94115	General Support	2,500.00
Jewish Study Network	3921 Fabian Way Palo Alto, CA 94303	General Support	1,000.00
John W Gardner Center	for Youth and Their Communities Stanford University School of Education 365 Lasuen Street	General Support	500.00

LESLIE FAMILY FOUNDATION (EIN: 68-0474709)

2015 990-PF

PART XV, LINE 3

2015 GRANTS PAID

Recipient	Address	Purpose	Amount
Junior Achievement of Northern California	3003 Oak Road, Suite 109 Walnut Creek, CA 94597	General Support	28,000 00
Kara	457 Kingsley Avenue Palo Alto, CA 94301	General Support	500 00
Kidpower org	P O Box 1212 Santa Cruz, CA 95061	General Support	500 00
KPFA 94 1 FM	1929 Martin Luther King Jr Way Berkeley, CA 94704	General Support	500 00
KQED, 88 5 FM Radio	2601 Mariposa Street San Francisco, CA 94110	General Support	1,000 00
Lava Mae/Tides	P O Box 29198 San Francisco, CA 94129	General Support	2,250 00
Living Classroom	P O Box 3501 Los Altos, CA 94024	General Support	1,000 00
Magen David Adom in Israel	6505 Wilshire Blvd , Suite 650 Los Angeles, CA 90048	General Support	1,000 00
Mayview Community Health Center	270 Grant Avenue Palo Alto, CA 94306	General Support	10,000 00
Mazon A Jewish Response to Hunger	10495 Santa Monica Boulevard, #100 Los Angeles, CA 90025	General Support	2,000 00
Meira Academy	3921 Fabian Way Palo Alto, Ca 94303	General Support	1,000 00
Menlo Park-Atherton Education Foundation	P O Box 584 Menlo Park, CA 94026	General Support	7,500 00
Michael's Mission	24 Johnson Place Rye, NY 10580	General Support	1,000 00
NatureBridge	28 Geary Street, Suite 650 San Francisco, CA 94108	General Support	750 00
New York University	NYU Entrepreneurial Institute P O Box 2251 New York, NY 10117	General Support	5,000 00
Okizu Foundation	16 Digital Drive, Suite 130 Novato, CA 94949	General Support	500 00
Opportunity Fund	111 West St John Street, Suite 800 San Jose, CA 95113	General Support	200,000 00
Oshman Family JCC	3921 Fabian Way, Palo Alto, CA 94303	General Support	512,500 00
Oshman Family JCC	3921 Fabian Way, Palo Alto, CA 94303	General Support	50,000 00
Pie Ranch	P O Box 363 Pescadero, CA 94060	General Support	500 00
Planned Parenthood	1605 The Alameda San Jose, CA 95126	General Support	1,500 00
Positive Resource Center	785 Market Street, 10th Floor San Francisco, CA 94103	General Support	1,000 00
Prader-Willi Syndrome Association	8588 Potter Park Drive, Suite 500 Sarasota, Florida, 34238	General Support	1,000 00
Ravenswood Education Foundation	P O Box 396 Menlo Park, CA 94026	General Support	6,000 00
Ravenswood Family Health Center	1885 Bay Road East Palo Alto, CA 94303	General Support	30,000 00
Reboot	44 West 28th Street, 8th Floor New York, NY 10001	General Support	2,000 00
Rebuilding Together	841 Kaynyne Street Redwood City, CA 94063	General Support	500 00
Redwood City Education Foundation	P O Box 3046 Redwood City, CA 94064	General Support	2,000 00
Redwood City Girls Softball League	P O Box 717 Redwood City, CA 94064	General Support	1,000 00
RotaCare Bay Area, Incorporated	Sobrato Center for Nonprofits 514 Valley Way Milpitas, CA 95035	General Support	20,000 00
Samantan House	4031 Pacific Blvd San Mateo, CA 94403	General Support	1,000 00
San Francisco Symphony	Davies Symphony Hall 201 Van Ness Avenue San Francisco, CA 94102	General Support	1,000 00
Science is Elementary	650 Rosewood Court Los Altos, CA 94024	General Support	15,000 00
Second Harvest Food Bank	4001 North First Street San Jose, CA 95134	General Support	3,000 00
Sierra Club Foundation	85 Second Street, 2nd Floor San Francisco, CA 94105	General Support	500 00
Silicon Valley Jewish Film Festival	P O Box 2190 Cupertino, CA 95015	General Support	1,000 00
Sojourn to the Past	300 Piedmont Avenue Room 412 San Bruno, CA 94066	General Support	750 00
Stanford Graduate School of Business	Center for Entrepreneurial Studies 655 Knight Way Stanford, CA 94305	General Support	5,000 00
Stanford Graduate School of Education	Teacher Ed Program 485 Lasuen Mall Stanford, CA 94305-3009	General Support	500 00
Stanford Jazz Workshop	P O Box 20454 Stanford, CA 94309	General Support	1,500 00
Surmang Foundation	5963 Brandywine Court Boulder, CO 80301	General Support	1,000 00
The Health Trust	3180 Newberry Drive, Suite 200 San Jose, CA 95118	General Support	25,000 00
The OpEd Project	175 Vanck Street New York, NY 10014	General Support	500 00
The Trust for Hidden Villa	26870 Moody Road Los Altos Hills, CA 94022-4209	General Support	1,500 00
The V Foundation	176 Main Street, Suite D St Helena, CA 94574	General Support	1,000 00
Trust for Conservation Innovation	Kitchen Table Advisors 405 14th Street, Suite 164 Oakland, CA 94612	General Support	3,000 00
University of California Berkeley	Gift Operations P O Box 774 Berkeley, CA 94701	General Support	1,000 00
UpStart Bay Area	560 Mission Street, Suite 1395 San Francisco, CA 94105	General Support	35,000 00
Urban Adamah	1050 Parker St Berkeley, CA 94710	General Support	5,000 00
VA Palo Alto Health Care System	Fisher House of Palo Alto 3801 Miranda Ave Palo Alto, CA 94304	General Support	3,500 00
V-Day	111 E 14th St. #188 New York, NY 10003	General Support	1,000 00
Washington U Physical Therapy Program	Physical Therapy Program Campus Box 8502 4444 Forest Park Boulevard, Room 1101	General Support	500 00
Wikimedia Foundation, Inc	P O Box 98204 Washington, DC 20090	General Support	500 00
Wildernes Torah	2095 Rose Street, Suite 202 Berkeley, CA 94709	General Support	2,000 00
Wildernes Torah	2095 Rose Street, Suite 202 Berkeley, CA 94709	General Support	25,000 00
		Total Contributions	1,634,500

Leslie Family Foundation

EIN: 68-0474709

Tax Year 2015

Realized Gains and Losses

Quantity	Security Description	Purchase Date	Sale Date	Proceeds	Cost Basis	Short Term Gain	Long Term Gain	Term
100	Constant	11/5/2015	9/9/2015	\$3,182.52	\$2,510.59	671.93	-	S
1	Google	5/5/2015	5/5/2015	82.39	-	82.39	-	S
1,425	NABORS IND	3/24/2015	2/5/2015	\$18,818.76	\$17,642.95	1,175.81	-	S
400	National Oilwell	12/17/2015	3/10/2015	13,329.84	20,329.28	(6,999.44)	-	S
141,358	Thomburg	12/31/2014	3/27/2015	2,531,698.55	2,601,029.02	(69,330.47)	-	S
Short Term Totals				\$ 2,567,112.06	\$ 2,641,511.84	\$ (74,399.78)	\$ -	

Quantity	Security Description	Purchase Date	Sale Date	Proceeds	Cost Basis	Short Term Gain	Long Term Gain	Term
100	ADVENT SOF	2/3/2015	6/26/2009	\$4,373.90	\$1,649.50	-	2,724.40	L
100	ADVENT SOF	7/9/2015	6/30/2009	\$4,425.00	\$1,642.50	-	2,782.50	L
100	ADVENT SOF	7/9/2015	6/22/2009	\$4,425.00	\$1,596.00	-	2,829.00	L
50	ALLEGION P	3/24/2015	12/17/2009	\$3,029.75	\$1,079.12	-	1,950.63	L
58	ALLEGION P	3/24/2015	1/24/2007	\$3,494.32	\$1,435.56	-	2,058.76	L
133	ALLEGION P	3/24/2015	8/28/2008	\$8,079.35	\$2,996.07	-	5,083.28	L
25	Alphabet	11/24/2015	6/19/2009	18,477.33	5,212.50	-	13,264.83	L
1,400	Aruba Networks	5/19/2015	6/26/2009	\$34,538.00	\$11,568.93	-	22,969.07	L
5	AXA ADS-EA	3/24/2015	5/17/2007	\$128.71	\$216.25	-	(87.54)	L
75	AXA ADS-EA	3/24/2015	12/17/2009	\$1,930.63	\$1,756.50	-	174.13	L
100	AXA ADS-EA	3/24/2015	12/17/2009	\$2,574.17	\$2,342.00	-	232.17	L
115	AXA ADS-EA	3/24/2015	1/24/2007	\$2,960.30	\$4,896.56	-	(1,936.26)	L
155	AXA ADS-EA	3/24/2015	8/28/2008	\$3,989.97	\$4,949.51	-	(959.54)	L
50	BASF SE SP	3/24/2015	12/17/2009	\$5,013.68	\$3,125.50	-	1,888.18	L
65	BASF SE SP	3/24/2015	8/28/2008	\$6,517.78	\$3,750.50	-	2,767.28	L
210	BASF SE SP	3/24/2015	1/24/2007	\$21,057.44	\$9,981.30	-	11,076.14	L
250	BHP BILLIT	3/24/2015	12/17/2009	\$12,404.01	\$18,364.75	-	(5,960.74)	L
270	BHP BILLIT	3/24/2015	7/30/2013	\$13,396.33	\$17,010.43	-	(3,614.10)	L
450	BHP BILLIT	3/24/2015	1/24/2007	\$22,327.21	\$18,616.50	-	3,710.71	L
1,400	Black Diamond	11/16/2015	9/30/2014	\$5,780.47	\$10,786.28	-	(5,005.81)	L
25	BOTTOMLINE	3/9/2015	5/11/2010	\$661.93	\$414.98	-	246.95	L
75	BOTTOMLINE	3/9/2015	6/4/2010	\$1,985.79	\$1,087.50	-	898.29	L
75	BOTTOMLINE	3/9/2015	7/6/2010	\$1,985.79	\$972.00	-	1,013.79	L
150	BOTTOMLINE	3/9/2015	6/26/2009	\$3,971.58	\$1,410.00	-	2,561.58	L
70	BRITISH AM	3/24/2015	6/20/2007	\$7,726.91	\$4,620.00	-	3,106.91	L
70	BRITISH AM	3/24/2015	5/17/2007	\$7,726.91	\$4,509.40	-	3,217.51	L
85	BRITISH AM	3/24/2015	1/24/2007	\$9,382.68	\$5,019.03	-	4,363.65	L
150	BRITISH AM	3/24/2015	12/17/2009	\$16,557.66	\$9,408.90	-	7,148.76	L
36	BROOKFIELD	3/24/2015	6/20/2007	\$1,919.56	\$1,355.74	-	563.82	L
115	BROOKFIELD	3/24/2015	8/28/2008	\$6,218.30	\$3,614.04	-	2,604.26	L
150	BROOKFIELD	3/24/2015	1/24/2007	\$8,083.79	\$4,944.45	-	3,139.34	L
175	BROOKFIELD	3/24/2015	12/17/2009	\$9,462.62	\$3,809.58	-	5,653.04	L
100	CANADIAN N	3/24/2015	5/17/2007	\$3,005.54	\$3,204.46	-	(198.92)	L
200	CANADIAN N	3/24/2015	12/17/2009	\$6,011.07	\$6,717.80	-	(706.73)	L
200	CANADIAN N	3/24/2015	1/24/2007	\$6,011.07	\$4,994.99	-	1,016.08	L
400	CANADIAN N	3/24/2015	5/31/2013	\$12,022.14	\$12,167.20	-	(145.06)	L
50	CANADIAN N	3/24/2015	6/20/2007	\$3,365.25	\$1,288.04	-	2,077.21	L
110	CANADIAN N	3/24/2015	12/14/2010	\$7,403.55	\$3,700.22	-	3,703.33	L
300	CANADIAN N	3/24/2015	12/17/2009	\$20,191.49	\$7,963.20	-	12,228.29	L
450	CANADIAN N	3/24/2015	1/24/2007	\$30,287.23	\$10,080.00	-	20,207.23	L
15	CANADIAN P	3/18/2015	6/25/2008	\$2,857.09	\$1,002.29	-	1,854.80	L
70	CANADIAN P	3/24/2015	12/17/2010	\$12,971.42	\$4,510.79	-	8,460.63	L

Leslie Family Foundation

EIN: 68-0474709

Tax Year 2015

Realized Gains and Losses

Quantity	Security Description	Purchase	Sale Date	Proceeds	Cost Basis	Short Term	Long Term	Term
		Date	Date			Gain	Gain	
90	CANADIAN P	3/24/2015	1/24/2007	\$16,677.54	\$4,905.90	-	11,771.64	L
125	CANADIAN P	3/24/2015	12/17/2009	\$23,163.24	\$6,655.75	-	16,507.49	L
150	CANADIAN P	3/24/2015	6/25/2008	\$27,795.90	\$10,022.85	-	17,773.05	L
180	CANADIAN P	3/24/2015	5/11/2010	\$33,355.08	\$10,438.42	-	22,916.66	L
450	Coach	11/2/2015	7/13/2012	13,758.20	25,654.10	-	(11,895.90)	L
415	Coach	11/2/2015	8/1/2012	12,688.12	20,780.73	-	(8,092.61)	L
265	Coach	12/21/2015	8/1/2012	8,673.44	13,269.63	-	(4,596.19)	L
940	Coach	12/21/2015	6/16/2014	30,766.16	37,337.85	-	(6,571.69)	L
270	Cognizant	1/30/2015	6/19/2009	15,019.71	7,559.93	-	7,459.78	L
20	CORE LABOR	3/24/2015	5/17/2007	\$2,004.56	\$937.80	-	1,066.76	L
20	CORE LABOR	3/24/2015	1/24/2007	\$2,004.57	\$805.10	-	1,199.47	L
30	CORE LABOR	3/24/2015	8/28/2008	\$3,006.84	\$1,889.84	-	1,117.00	L
50	CORE LABOR	3/24/2015	12/17/2009	\$5,011.41	\$2,830.48	-	2,180.93	L
80	CORE LABOR	3/24/2015	6/20/2007	\$8,018.25	\$3,750.80	-	4,267.45	L
25	Costar	6/25/2015	11/4/2009	\$5,197.22	\$1,013.95	-	4,183.27	L
39	Cummins	11/19/2015	7/13/2012	3,822.23	3,452.37	-	369.86	L
285	Cummins	11/19/2015	8/10/2011	27,931.65	25,051.24	-	2,880.41	L
15	DIAGEO ADR	3/24/2015	5/17/2007	\$1,743.27	\$1,265.10	-	478.17	L
85	DIAGEO ADR	3/24/2015	8/28/2008	\$9,878.52	\$6,254.93	-	3,623.59	L
125	DIAGEO ADR	3/24/2015	1/24/2007	\$14,527.23	\$9,878.74	-	4,648.49	L
175	DIAGEO ADR	3/24/2015	12/17/2009	\$20,338.12	\$11,862.73	-	8,475.39	L
65	EATON CORP	3/24/2015	12/20/2012	\$4,424.32	\$3,552.10	-	872.22	L
100	EATON CORP	3/24/2015	9/20/2013	\$6,806.64	\$7,067.79	-	(261.15)	L
484	EATON CORP	3/24/2015	12/3/2012	\$32,944.14	\$25,122.31	-	7,821.83	L
1,490	EMC	9/2/2015	6/19/2009	35,765.05	19,593.38	-	16,171.67	L
585	ENSCO PLC	3/24/2015	11/5/2013	\$12,329.36	\$33,325.70	-	(20,996.34)	L
115	ENSIGN ENE	3/24/2015	6/20/2007	\$925.89	\$2,165.45	-	(1,239.56)	L
265	ENSIGN ENE	3/24/2015	1/24/2007	\$2,133.56	\$4,216.15	-	(2,082.59)	L
202	FIBRIA CEL	3/24/2015	11/27/2009	\$2,567.45	\$3,061.31	-	(493.86)	L
95	FINNING IN	3/24/2015	12/20/2010	\$1,844.75	\$2,468.72	-	(623.97)	L
150	INGERSOLL-	3/24/2015	12/17/2009	\$10,109.66	\$4,197.75	-	5,911.91	L
175	INGERSOLL-	3/24/2015	1/24/2007	\$11,794.60	\$5,648.88	-	6,145.72	L
400	INGERSOLL-	3/24/2015	8/28/2008	\$26,959.09	\$11,654.64	-	15,304.45	L
25	INTELIQUEN	2/3/2015	7/6/2010	\$451.92	\$282.23	-	169.69	L
50	INTELIQUEN	2/3/2015	5/11/2010	\$903.84	\$666.50	-	237.34	L
200	INTELIQUEN	2/3/2015	12/14/2009	\$3,615.35	\$4,259.32	-	(643.97)	L
25	INVESTMENT	2/13/2015	6/30/2009	\$552.15	\$514.50	-	37.65	L
125	INVESTMENT	2/13/2015	6/26/2009	\$2,760.77	\$2,492.38	-	268.39	L
125	INVESTMENT	2/13/2015	6/22/2009	\$2,760.78	\$2,370.88	-	389.90	L
25	INVESTMENT	2/17/2015	7/6/2010	\$549.79	\$385.50	-	164.29	L
100	INVESTMENT	2/17/2015	5/11/2010	\$2,199.16	\$1,710.80	-	488.36	L
75	LEAPFROG E	2/3/2015	5/11/2010	\$175.71	\$422.10	-	(246.39)	L
100	LEAPFROG E	2/3/2015	7/6/2010	\$234.28	\$395.90	-	(161.62)	L
250	LEAPFROG E	2/3/2015	6/30/2009	\$585.71	\$585.00	-	0.71	L
275	LEAPFROG E	2/3/2015	6/26/2009	\$644.28	\$612.70	-	31.58	L
275	LEAPFROG E	2/3/2015	6/22/2009	\$644.28	\$604.73	-	39.55	L
105	MANULIFE F	3/24/2015	5/17/2007	\$1,834.07	\$3,816.75	-	(1,982.68)	L
145	MANULIFE F	3/24/2015	1/24/2007	\$2,532.76	\$4,919.84	-	(2,387.08)	L
350	MANULIFE F	3/24/2015	12/17/2009	\$6,113.57	\$6,113.80	-	(0.23)	L
470	NABORS IND	3/24/2015	1/24/2007	\$6,206.89	\$14,132.90	-	(7,926.01)	L
700	NABORS IND	3/24/2015	12/17/2009	\$9,244.31	\$14,992.60	-	(5,748.29)	L
900	NABORS IND	3/24/2015	9/26/2011	\$11,885.54	\$12,814.92	-	(929.38)	L
300	National Oilwell	12/17/2015	12/9/2014	9,997.38	19,316.03	-	(9,318.65)	L
635	National Oilwell	12/17/2015	9/26/2011	21,161.11	31,229.15	-	(10,068.04)	L

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Realized Gains and Losses

Quantity	Security Description	Purchase	Sale Date	Proceeds	Cost Basis	Short Term	Long Term	Term
		Date	Date			Gain	Gain	
101	NESTLE S A	3/24/2015	6/20/2007	\$7,906.77	\$3,730.56	-	4,176.21	L
200	NESTLE S A	3/24/2015	12/17/2009	\$15,734.87	\$9,532.00	-	6,202.87	L
220	NESTLE S A	3/24/2015	1/28/2010	\$17,308.36	\$10,627.69	-	6,680.67	L
350	NESTLE S A	3/24/2015	1/24/2007	\$27,496.69	\$12,442.20	-	15,054.49	L
320	NOBLE CORP	3/24/2015	5/17/2007	\$4,603.04	\$12,609.69	-	(8,006.65)	L
500	NOBLE CORP	3/24/2015	12/17/2009	\$7,192.25	\$18,285.39	-	(11,093.14)	L
680	NOBLE CORP	3/24/2015	1/24/2007	\$9,781.46	\$22,099.47	-	(12,318.01)	L
60	NOVARTIS A	3/24/2015	5/17/2007	\$6,167.19	\$3,433.58	-	2,733.61	L
125	NOVARTIS A	3/24/2015	12/17/2009	\$12,848.31	\$6,771.13	-	6,077.18	L
190	NOVARTIS A	3/24/2015	6/20/2007	\$19,529.43	\$10,539.30	-	8,990.13	L
107	PARAGON OF	3/24/2015	5/17/2007	\$147.62	\$1,770.98	-	(1,623.36)	L
167	PARAGON OF	3/24/2015	12/17/2009	\$230.66	\$2,568.11	-	(2,337.45)	L
227	PARAGON OF	3/24/2015	1/24/2007	\$313.70	\$3,103.78	-	(2,790.08)	L
10	PARTNERRE	3/24/2015	5/17/2007	\$1,127.45	\$748.70	-	378.75	L
65	PARTNERRE	3/24/2015	12/17/2009	\$7,328.39	\$4,826.90	-	2,501.49	L
75	PARTNERRE	3/24/2015	1/24/2007	\$8,455.84	\$5,163.74	-	3,292.10	L
1,375	PC Tel	12/18/2015	7/10/2010	\$6,394.71	\$7,536.16	-	(1,141.45)	L
116	Perngo	6/12/2015	12/19/2013	21,427.62	18,019.39	-	3,408.23	L
270	POTASH COR	3/24/2015	5/17/2007	\$8,751.47	\$6,145.50	-	2,605.97	L
450	POTASH COR	3/24/2015	12/17/2009	\$14,585.77	\$17,214.90	-	(2,629.13)	L
480	POTASH COR	3/24/2015	12/29/2008	\$15,558.16	\$11,565.92	-	3,992.24	L
300	Ralley Software	6/3/2015	5/5/2014	\$5,821.46	\$4,167.36	-	1,654.10	L
500	Ralley Software	7/14/2015	5/5/2014	\$9,750.00	\$6,945.60	-	2,804.40	L
90	RIO TINTO	3/24/2015	12/13/2012	\$3,932.39	\$4,840.86	-	(908.47)	L
220	RIO TINTO	3/24/2015	5/17/2007	\$9,612.51	\$15,345.55	-	(5,733.04)	L
280	RIO TINTO	3/24/2015	7/31/2013	\$12,234.12	\$12,581.44	-	(347.32)	L
340	RIO TINTO	3/24/2015	12/17/2009	\$14,855.70	\$17,442.85	-	(2,587.15)	L
440	RIO TINTO	3/24/2015	1/24/2007	\$19,225.03	\$24,107.59	-	(4,882.56)	L
25	ROSETTA ST	2/11/2015	6/30/2009	\$239.17	\$699.75	-	(460.58)	L
25	ROSETTA ST	2/11/2015	7/6/2010	\$239.17	\$570.00	-	(330.83)	L
50	ROSETTA ST	2/11/2015	5/11/2010	\$478.35	\$1,212.95	-	(734.60)	L
150	ROSETTA ST	2/11/2015	8/17/2009	\$1,435.04	\$3,216.33	-	(1,781.29)	L
60	SCHLUMBERG	3/24/2015	5/17/2007	\$4,920.22	\$4,679.61	-	240.61	L
375	SCHLUMBERG	3/24/2015	12/17/2009	\$30,751.38	\$23,748.00	-	7,003.38	L
390	SCHLUMBERG	3/24/2015	1/24/2007	\$31,981.44	\$24,985.74	-	6,995.70	L
247	Stencycle	2/2/2015	6/19/2009	33,151.18	15,993.44	-	17,157.74	L
100	SUNCOR ENE	3/24/2015	12/17/2009	\$2,875.39	\$3,538.00	-	(662.61)	L
100	SUNCOR ENE	3/24/2015	12/17/2009	\$2,875.39	\$3,538.00	-	(662.61)	L
100	SUNCOR ENE	3/24/2015	12/17/2009	\$2,875.38	\$3,537.90	-	(662.52)	L
115	SUNCOR ENE	3/24/2015	6/20/2007	\$3,306.69	\$5,129.57	-	(1,822.88)	L
275	SUNCOR ENE	3/24/2015	12/17/2009	\$7,907.31	\$9,729.23	-	(1,821.92)	L
310	SUNCOR ENE	3/24/2015	5/17/2007	\$8,913.69	\$13,261.80	-	(4,348.11)	L
400	SUNCOR ENE	3/24/2015	1/24/2007	\$11,501.54	\$15,132.00	-	(3,630.46)	L
80	TALISMAN E	3/11/2015	5/17/2007	\$615.71	\$1,587.93	-	(972.22)	L
200	TALISMAN E	3/11/2015	12/17/2009	\$1,539.29	\$3,595.80	-	(2,056.51)	L
295	TALISMAN E	3/11/2015	1/24/2007	\$2,270.45	\$5,088.72	-	(2,818.27)	L
5	TECK RESOU	3/24/2015	6/20/2007	\$77.13	\$223.25	-	(146.12)	L
135	TECK RESOU	3/24/2015	8/28/2008	\$2,082.63	\$5,545.15	-	(3,462.52)	L
215	TECK RESOU	3/24/2015	5/17/2007	\$3,316.79	\$8,617.18	-	(5,300.39)	L
270	TECK RESOU	3/24/2015	1/24/2007	\$4,165.27	\$10,004.85	-	(5,839.58)	L
30	TENARIS S	3/24/2015	1/24/2007	\$854.51	\$1,438.62	-	(584.11)	L
75	TENARIS S	3/24/2015	12/17/2009	\$2,136.27	\$3,044.25	-	(907.98)	L
100	TENARIS S	3/24/2015	12/17/2009	\$2,848.36	\$4,058.90	-	(1,210.54)	L
100	TENARIS S	3/24/2015	12/17/2009	\$2,848.36	\$4,058.00	-	(1,209.64)	L

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Realized Gains and Losses

Quantity	Security Description	Purchase Date	Sale Date	Proceeds	Cost Basis	Short Term Gain	Long Term Gain	Term
295	TENARIS S	3/24/2015	6/20/2007	\$8,402.65	\$14,101.00	-	(5,698.35)	L
400	TENARIS S	3/24/2015	5/17/2007	\$11,393.42	\$18,212.00	-	(6,818.58)	L
400	TENARIS S	3/24/2015	9/26/2011	\$11,393.41	\$10,412.00	-	981.41	L
30	TRICAN WEL	3/24/2015	5/17/2007	\$87.79	\$696.00	-	(608.21)	L
50	TRICAN WEL	3/24/2015	1/24/2007	\$146.32	\$837.00	-	(690.68)	L
55	TRICAN WEL	3/24/2015	6/20/2007	\$160.95	\$1,178.10	-	(1,017.15)	L
400	TRIMBLE NA	1/29/2015	6/26/2009	\$9,794.99	\$3,955.60	-	5,839.39	L
500	TRIMBLE NA	1/29/2015	6/30/2009	\$12,243.73	\$4,912.50	-	7,331.23	L
8	UBS GROUP	3/24/2015	1/24/2007	\$153.35	\$492.56	-	(339.21)	L
8	UBS GROUP	3/24/2015	6/20/2007	\$158.14	\$501.77	-	(343.63)	L
98	UBS GROUP	3/24/2015	6/20/2007	\$1,868.92	\$6,020.40	-	(4,151.48)	L
159	UBS GROUP	3/24/2015	1/24/2007	\$3,052.57	\$9,320.56	-	(6,267.99)	L
502	UBS GROUP	3/24/2015	8/28/2008	\$9,622.53	\$11,058.82	-	(1,436.29)	L
525	UBS GROUP	3/24/2015	12/17/2009	\$10,063.40	\$8,118.95	-	1,944.45	L
45	UNILEVER N	3/24/2015	12/19/2012	\$1,951.15	\$1,736.01	-	215.14	L
155	UNILEVER N	3/24/2015	5/17/2007	\$6,720.63	\$4,632.95	-	2,087.68	L
225	UNILEVER N	3/24/2015	12/17/2009	\$9,755.75	\$7,184.03	-	2,571.72	L
345	UNILEVER N	3/24/2015	6/20/2007	\$14,958.83	\$10,149.87	-	4,808.96	L
135	VALE S A.	3/24/2015	12/9/2010	\$862.23	\$4,464.45	-	(3,602.22)	L
350	VALE S A	3/24/2015	12/17/2009	\$2,235.42	\$9,925.65	-	(7,690.23)	L
375	VALE S A	3/24/2015	5/31/2013	\$2,395.10	\$5,512.13	-	(3,117.03)	L
890	VALE S A	3/24/2015	12/26/2012	\$5,684.36	\$18,324.21	-	(12,639.85)	L
950	VALE S A.	3/24/2015	1/24/2007	\$6,067.57	\$15,902.95	-	(9,835.38)	L
185	Varian Med	2/19/2015	6/19/2009	17,131.41	6,949.03	-	10,182.38	L
400	Varian Med	10/26/2015	6/19/2009	29,933.52	15,024.92	-	14,908.60	L
60	WEATHERFOR	3/24/2015	5/17/2007	\$724.51	\$1,666.43	-	(941.92)	L
100	WEATHERFOR	3/24/2015	12/17/2009	\$1,207.52	\$1,645.94	-	(438.42)	L
100	WEATHERFOR	3/24/2015	5/31/2013	\$1,207.52	\$1,366.00	-	(158.48)	L
200	WEATHERFOR	3/24/2015	12/17/2009	\$2,415.05	\$3,291.76	-	(876.71)	L
405	WEATHERFOR	3/24/2015	10/2/2013	\$4,890.47	\$6,378.30	-	(1,487.83)	L
500	WEATHERFOR	3/24/2015	9/26/2011	\$6,037.63	\$6,549.80	-	(512.17)	L
600	WEATHERFOR	3/24/2015	12/17/2009	\$7,245.14	\$9,875.40	-	(2,630.26)	L
900	WEATHERFOR	3/24/2015	12/17/2009	\$10,867.71	\$14,814.00	-	(3,946.29)	L
1,240	WEATHERFOR	3/24/2015	1/24/2007	\$14,973.29	\$25,040.48	-	(10,067.19)	L
10	YARA INTER	3/24/2015	12/17/2009	\$523.29	\$444.30	-	78.99	L
40	YARA INTER	3/24/2015	1/24/2007	\$2,093.16	\$1,058.00	-	1,035.16	L
Long Term Totals				\$ 1,560,722.65	\$ 1,382,257.00	\$ -	\$ 178,465.65	