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

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

, 2015, and ending

, 20

Name of foundation CAERUS FOUNDATION INC		A Employer identification number 71-0935903						
Number and street (or P O box number if mail is not delivered to street address) 4065 COMMERCIAL AVE		B Telephone number (see instructions) (847) 559-2001						
City or town, state or province, country, and ZIP or foreign postal code NORTHBROOK, IL 60062		C If exemption application is pending, check here. ☐						
G Check all that apply. <table border="0"> <tr> <td>☐ Initial return</td> <td>☐ Initial return of a former public charity</td> </tr> <tr> <td>☐ Final return</td> <td>☐ Amended return</td> </tr> <tr> <td>☐ Address change</td> <td>☐ Name change</td> </tr> </table>		☐ 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 ☐
☐ Initial return	☐ Initial return of a former public charity							
☐ Final return	☐ Amended return							
☐ Address change	☐ Name change							
H Check type of organization ☒ Section 501(c)(3) exempt private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐						
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐						
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 140,338,434.								
J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis)								

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)		19,273,097.			
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		1,818,225.	2,728,938.		ATCH 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		12,169,268.			
b Gross sales price for all assets on line 6a 113,052,793.					
7 Capital gain net income (from Part IV, line 2)			13,404,746.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule) ATCH 2			297,312.		
12 Total. Add lines 1 through 11		33,260,590.	16,430,996.	0.	
13 Compensation of officers, directors, trustees, etc.		0.			
14 Other employee salaries and wages		539,554.	249,268.		290,286.
15 Pension plans, employee benefits					
16a Legal fees (attach schedule)					
b Accounting fees (attach schedule) ATCH 3		50,234.	25,117.		25,117.
c Other professional fees (attach schedule) [4]		800,189.	1,254,294.		6,754.
17 Interest. ATCH 5.		72,190.	60,205.		72,135.
18 Taxes (attach schedule) (see instructions) [6]		339,347.	78,006.		
19 Depreciation (attach schedule) and depletion.		434.			
20 Occupancy					
21 Travel, conferences, and meetings		32,134.	5,222.		26,912.
22 Printing and publications					
23 Other expenses (attach schedule) ATCH 7.		266,470.	86,578.		241,745.
24 Total operating and administrative expenses. Add lines 13 through 23.		2,100,552.	1,758,690.		662,949.
25 Contributions, gifts, grants paid		24,577,919.			24,577,919.
26 Total expenses and disbursements. Add lines 24 and 25		26,678,471.	1,758,690.	0.	25,240,868.
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements		6,582,119.			
b Net investment income (if negative, enter -0-)			14,672,306.		
c Adjusted net income (if negative, enter -0-)				0.	

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Revenue

Operating and Administrative Expenses

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A9

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	1,520,920.	8,589,138.	8,589,138.
	3	Accounts receivable ▶			
		Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U S and state government obligations (attach schedule)			
	b	Investments - corporate stock (attach schedule)			
	c	Investments - corporate bonds (attach schedule)			
	Liabilities	11	Investments - land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶		
12		Investments - mortgage loans			
13		Investments - other (attach schedule) ATCH 8	131,248,661.	131,746,875.	131,746,875.
14		Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶	2,855. 434.	2,421.	2,421.
15		Other assets (describe ▶ ATCH 10)	24,247,176.		
16		Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	157,016,757.	140,338,434.	140,338,434.
17		Accounts payable and accrued expenses			
18		Grants payable			
19		Deferred revenue			
20		Loans from officers, directors, trustees, and other disqualified persons			
Net Assets or Fund Balances	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)	10,000,000.		
	23	Total liabilities (add lines 17 through 22)	10,000,000.	0.	
	Foundations that follow SFAS 117, check here ▶ ☐				
	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 and complete lines 27 through 31. ▶ ☒				
	27	Capital stock, trust principal, or current funds	147,016,757.	140,338,434.	
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 (see instructions)	147,016,757.	140,338,434.		
31	Total liabilities and net assets/fund balances (see instructions)	157,016,757.	140,338,434.		

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	147,016,757.
2	Enter amount from Part I, line 27a	2	6,582,119.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	153,598,876.
5	Decreases not included in line 2 (itemize) ▶ ATCH 11	5	13,260,442.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	140,338,434.

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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 SEE PART IV SCHEDULE					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69					
(i) 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					
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	13,404,746.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6). If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8			3	0.	

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	31,270,056.	150,206,142.	0.208181
2013	8,919,108.	150,331,539.	0.059330
2012	4,310,454.	26,255,016.	0.164176
2011	7,673,551.	10,036,380.	0.764574
2010	848,027.	11,435,531.	0.074157
2 Total of line 1, column (d)			2 1.270418
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 0.254084
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5			4 154,316,681.
5 Multiply line 4 by line 3			5 39,209,400.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 146,723.
7 Add lines 5 and 6			7 39,356,123.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions			8 25,243,723.

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	293,446.
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	
3	Add lines 1 and 2	3	293,446.
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	293,446.
6	Credits/Payments		
a	2015 estimated tax payments and 2014 overpayment credited to 2015	6a	264,000.
b	Exempt foreign organizations - tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	150,000.
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	414,000.
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	120,554.
11	Enter the amount of line 10 to be Credited to 2016 estimated tax ▶ 120,554. Refunded ▶	11	

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?		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		X
c 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 ▶ \$ _____ (2) On foundation managers ▶ \$ _____		
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		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		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? If "Yes," attach the statement required by General Instruction T		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? If "Yes," complete Part II, col (c), and Part XV	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	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		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		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).		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).		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <u>WWW.CAERUSFOUNDATION.ORG</u>	X	
14 The books are in care of <u>JAMES C. BROWN</u> Telephone no <u>847-559-2001</u> Located at <u>4065 COMMERCIAL AVENUE NORTHBROOK, IL</u> ZIP+4 <u>60062</u>		
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 <u>15</u>		
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 <u></u>		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? ☐ 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)? Organizations relying on a current notice regarding disaster assistance check here ☐	1b	X
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 <u></u>		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)	2b	X
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <u></u>		
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)	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

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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)? ☐ Yes ☒ No
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? ☐ 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? ☐ Yes ☒ 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? ☐ Yes ☒ No
- b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No

5b

6b

7b

X

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATCH 12		0.	0.	0.

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

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

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

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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 (see instructions). If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
ATCH 13		1,343,419.
Total number of others receiving over \$50,000 for professional services		▶

Part IX-A Summary of Direct Charitable Activities

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

1	N/A	
2		
3		
4		

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

1	N/A	
2		
All other program-related investments See instructions		
3	N/A	
Total. Add lines 1 through 3		

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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	118,961,906.
b	Average of monthly cash balances	1b	8,416,272.
c	Fair market value of all other assets (see instructions)	1c	29,288,503.
d	Total (add lines 1a, b, and c)	1d	156,666,681.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	156,666,681.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	2,350,000.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	154,316,681.
6	Minimum investment return. Enter 5% of line 5	6	7,715,834.

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	7,715,834.
2a	Tax on investment income for 2015 from Part VI, line 5	2a	293,446.
b	Income tax for 2015. (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	293,446.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	7,422,388.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	7,422,388.
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	7,422,388.

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	25,240,868.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	2,855.
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	25,243,723.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	25,243,723.

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				7,422,388.
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only.				
b Total for prior years 20 <u>13</u> , 20 <u>12</u> , 20 <u>11</u>				
3 Excess distributions carryover, if any, to 2015				
a From 2010				
b From 2011				
c From 2012				
d From 2013				
e From 2014 <u>24,072,712.</u>				
f Total of lines 3a through e	24,072,712.			
4 Qualifying distributions for 2015 from Part XII, line 4 ▶ \$ <u>25,243,723.</u>				
a Applied to 2014, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions).				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2015 distributable amount.				7,422,388.
e Remaining amount distributed out of corpus.	17,821,335.			
5 Excess distributions carryover applied to 2015 . (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	41,894,047.			
b Prior years' undistributed income Subtract line 4b from line 2b.				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount - see instructions				
e Undistributed income for 2014 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2015 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2016.				
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)	19,273,097.			
8 Excess distributions carryover from 2010 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a	22,620,950.			
10 Analysis of line 9				
a Excess from 2011				
b Excess from 2012				
c Excess from 2013				
d Excess from 2014 <u>4,799,615.</u>				
e Excess from 2015 <u>17,821,335.</u>				

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 SEE ATTACHED STATEMENT 14	NONE	PC	UNRESTRICTED	24,577,919.
Total ► 3a				24,577,919.
b Approved for future payment SEE ATTACHED STATEMENT 15	NONE	PC	UNRESTRICTED	18,498,288.
Total ► 3b				18,498,288.

Enter gross amounts unless otherwise indicated

(See worksheet in line 13 instructions to verify calculations)

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

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Form **990-PF** (2015)

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		

[illegible]

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

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

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

Sign Here		<u>10/5/16</u>	
	Signature of officer or trustee	Date	Title

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

Paid / Preparer Use Only	Print/Type preparer's name ANNE FULTON		Preparer's signature <i>Anne Fulton</i>		Date 9/29/16	Check ☐ if self-employed	PTIN P00941863
	Firm's name ▶ DELOITTE TAX LLP					Firm's EIN ▶ 86-1065772	
	Firm's address ▶ 111 SOUTH WACKER DRIVE CHICAGO, IL 60606					Phone no 312-486-1000	

Form **990-PF** (2015)

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
113052793.		PUBLICALLY TRADED SECURITIES 101045039.				P	12007754.	
808,224.		FROM FLOW-THOUGH INVESTMENTS				P	808,224.	
588,768.		CAPITAL GAIN DISTRIBUTION				P	588,768.	
TOTAL GAIN(LOSS)							<u>13404746.</u>	

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

OMB No 1545-0047

2015▶ **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.

Name of the organization

CAERUS FOUNDATION INC

Employer identification number

71-0935903

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 foundationCheck 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).

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 **CAERUS FOUNDATION INC**Employer identification number
71-0935903**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	JOHN THOMAS HURVIS REVOCABLE TRUST 4065 COMMERCIAL AVENUE NORTHBROOK, IL 60062	\$ 2,420,060.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
2	JOHN THOMAS HURVIS REVOCABLE TRUST 4065 COMMERCIAL AVENUE NORTHBROOK, IL 60062	\$ 6,840,000.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
3	JOHN THOMAS HURVIS REVOCABLE TRUST 4065 COMMERCIAL AVENUE NORTHBROOK, IL 60062	\$ 49,376.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
4	JOHN THOMAS HURVIS REVOCABLE TRUST 4065 COMMERCIAL AVENUE NORTHBROOK, IL 60062	\$ 245,025.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
5	JOHN THOMAS HURVIS REVOCABLE TRUST 4065 COMMERCIAL AVENUE NORTHBROOK, IL 60062	\$ 331,325.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
6	JOHN THOMAS HURVIS REVOCABLE TRUST 4065 COMMERCIAL AVENUE NORTHBROOK, IL 60062	\$ 158,940.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)

Name of organization **CAERUS FOUNDATION INC**Employer identification number
71-0935903**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
7	JOHN THOMAS HURVIS REVOCABLE TRUST 4065 COMMERCIAL AVENUE NORTHBROOK, IL 60062	\$ 172,057.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
8	JOHN THOMAS HURVIS REVOCABLE TRUST 4065 COMMERCIAL AVENUE NORTHBROOK, IL 60062	\$ 164,770.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
9	JOHN THOMAS HURVIS REVOCABLE TRUST 4065 COMMERCIAL AVENUE NORTHBROOK, IL 60062	\$ 501,825.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
10	JOHN THOMAS HURVIS REVOCABLE TRUST 4065 COMMERCIAL AVENUE NORTHBROOK, IL 60062	\$ 1,310,408.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
11	JOHN THOMAS HURVIS REVOCABLE TRUST 4065 COMMERCIAL AVENUE NORTHBROOK, IL 60062	\$ 667,062.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
12	JOHN THOMAS HURVIS REVOCABLE TRUST 4065 COMMERCIAL AVENUE NORTHBROOK, IL 60062	\$ 1,032,080.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)

Name of organization CAERUS FOUNDATION INC

Employer identification number
71-0935903**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
13	JOHN THOMAS HURVIS REVOCABLE TRUST 4065 COMMERCIAL AVENUE NORTHBROOK, IL 60062	\$ 149,866.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
14	JOHN THOMAS HURVIS REVOCABLE TRUST 4065 COMMERCIAL AVENUE NORTHBROOK, IL 60062	\$ 131,068.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
15	JOHN THOMAS HURVIS REVOCABLE TRUST 4065 COMMERCIAL AVENUE NORTHBROOK, IL 60062	\$ 504,672.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
16	JOHN THOMAS HURVIS REVOCABLE TRUST 4065 COMMERCIAL AVENUE NORTHBROOK, IL 60062	\$ 297,721.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
17	JOHN THOMAS HURVIS REVOCABLE TRUST 4065 COMMERCIAL AVENUE NORTHBROOK, IL 60062	\$ 283,083.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
18	JOHN THOMAS HURVIS REVOCABLE TRUST 4065 COMMERCIAL AVENUE NORTHBROOK, IL 60062	\$ 1,187,309.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)

Name of organization **CAERUS FOUNDATION INC**Employer identification number
71-0935903**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
19	JOHN THOMAS HURVIS REVOCABLE TRUST 4065 COMMERCIAL AVENUE NORTHBROOK, IL 60062	\$ 299,260.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
20	JOHN THOMAS HURVIS REVOCABLE TRUST 4065 COMMERCIAL AVENUE NORTHBROOK, IL 60062	\$ 118,530.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
21	JOHN THOMAS HURVIS REVOCABLE TRUST 4065 COMMERCIAL AVENUE NORTHBROOK, IL 60062	\$ 806,533.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
22	JOHN THOMAS HURVIS REVOCABLE TRUST 4065 COMMERCIAL AVENUE NORTHBROOK, IL 60062	\$ 835,636.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
23	JOHN THOMAS HURVIS REVOCABLE TRUST 4065 COMMERCIAL AVENUE NORTHBROOK, IL 60062	\$ 310,596.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
24	JOHN THOMAS HURVIS REVOCABLE TRUST 4065 COMMERCIAL AVENUE NORTHBROOK, IL 60062	\$ 225,254.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)

Name of organization **CAERUS FOUNDATION INC**Employer identification number
71-0935903**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
25	JOHN THOMAS HURVIS REVOCABLE TRUST 4065 COMMERCIAL AVENUE NORTHBROOK, IL 60062	\$ 230,641.	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)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Name of organization CAERUS FOUNDATION INC

Employer identification number

71-0935903

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
<u>1</u>	147,340 SHS BANK OF AMERICA CORP (BAC) _____ _____	\$ <u>2,420,060.</u>	<u>05/18/2015</u>
<u>2</u>	80,000 SHS LYONDELLBASELL INDUSTRIES N _____ _____	\$ <u>6,840,000.</u>	<u>05/19/2015</u>
<u>3</u>	1,565 SHS ASTRAZENECA PLC SPONSORED AD _____ _____	\$ <u>49,376.</u>	<u>11/09/2015</u>
<u>4</u>	8,675 SHS CISCO SYSTEMS INC (CSCO) _____ _____	\$ <u>245,025.</u>	<u>11/09/2015</u>
<u>5</u>	5,000 SHS DU PONT E I DE NEMOURS & CO _____ _____	\$ <u>331,325.</u>	<u>11/09/2015</u>
<u>6</u>	9,000 SHS DEUTSCHE TELEKOM AG SPONSORE _____ _____	\$ <u>158,940.</u>	<u>11/09/2015</u>

Name of organization CAERUS FOUNDATION INC

Employer identification number

71-0935903

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
7	5,800 SHS GENERAL ELECTRIC CO COM (GE)	\$ 172,057.	11/09/2015
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
8	1,850 SHS GENUINE PARTS CO (GPC)	\$ 164,770.	11/09/2015
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
9	15,000 SHS INTEL CORP COM (INTC)	\$ 501,825.	11/09/2015
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
10	12,550 SHS IMPERIAL TOBACCO GROUP PLC	\$ 1,310,408.	11/09/2015
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
11	6,600 SHS JOHNSON & JOHNSON COM (JNJ)	\$ 667,062.	11/09/2015
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
12	15,200 SHS JP MORGAN CHASE & CO COM IS	\$ 1,032,080.	11/09/2015

Name of organization CAERUS FOUNDATION INC

Employer identification number

71-0935903

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
<u>13</u>	1,270 SHS KIMBERLY CLARK CORP COM (KMB) _____ _____ _____	\$ <u>149,866.</u>	<u>11/09/2015</u>
<u>14</u>	1,650 SHS LILLY ELI & CO COM (LLY) _____ _____ _____	\$ <u>131,068.</u>	<u>11/09/2015</u>
<u>15</u>	3,200 SHS 3M CO COM (MMM) _____ _____ _____	\$ <u>504,672.</u>	<u>11/09/2015</u>
<u>16</u>	5,225 SHS ALTRIA GROUP INC COM (MO) _____ _____ _____	\$ <u>297,721.</u>	<u>11/09/2015</u>
<u>17</u>	5,235 SHS MERCK & CO INC NEW COM (MRK) _____ _____ _____	\$ <u>283,083.</u>	<u>11/09/2015</u>
<u>18</u>	21,900 SHS MICROSOFT CORP COM (MSFT) _____ _____ _____	\$ <u>1,187,309.</u>	<u>11/09/2015</u>

Name of organization CAERUS FOUNDATION INC

Employer identification number

71-0935903

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
19	15,550 SHS MUNICH RE GROUP ADR ISIN#US	\$ 299,260.	11/09/2015
20	1,200 SHS NEXTERA ENERGY INC COM (NEE)	\$ 118,530.	11/09/2015
21	9,100 SHS NOVARTIS AG SPONSORED ADR (N	\$ 806,533.	11/09/2015
22	7,130 SHS RAYTHEON CO COM NEW (RTN)	\$ 835,636.	11/09/2015
23	7,800 SHS PT TELEKOMUNIKASI INDONESIA	\$ 310,596.	11/09/2015
24	1,998 SHS TRAVELERS COS INC COM (TRV)	\$ 225,255.	11/09/2015

Employer identification number

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

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Name of organization CAERUS FOUNDATION INC

Employer identification number

71-0935903

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 information once. See instructions) ▶ \$ _____

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

ATTACHMENT 1FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>
DIVIDENDS & INTEREST	1,818,225.	1,853,246.	
DIVIDENDS & INTEREST - PASSTHROUGHS		722,512.	
DIVIDENDS - PFICS		153,180.	
TOTAL	<u>1,818,225.</u>	<u>2,728,938.</u>	

ATTACHMENT 2

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
OTHER INCOME - PASSTHROUGHS		297,312.	
TOTALS		297,312.	

ATTACHMENT 3FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
ACCOUNTING FEES	50,234.	25,117.		25,117.
TOTALS	<u>50,234.</u>	<u>25,117.</u>		<u>25,117.</u>

ATTACHMENT 4FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
BROKERAGE FEES	793,435.	793,435.		
MANAGEMENT FEES - PASSTHROUGHS		460,859.		
CONSULTING FEES	6,754.			6,754.
TOTALS	<u>800,189.</u>	<u>1,254,294.</u>		<u>6,754.</u>

ATTACHMENT 5FORM 990PF, PART I - INTEREST EXPENSE

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
INTEREST EXPENSE		54.		
INTEREST EXPENSE -PASSTHROUGHS	72,190.	60,151.		72,135.
TOTALS	<u>72,190.</u>	<u>60,205.</u>		<u>72,135.</u>

ATTACHMENT 6FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
FEDERAL TAX	315,565.			
FOREIGN TAXES	23,782.	69,105.		
FOREIGN TAXES - PASSTHROUGHS		8,901.		
TOTALS	<u>339,347.</u>	<u>78,006.</u>		

ATTACHMENT 7FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
ADMINISTRATIVE FEES	184,666.	22,166.		162,500.
SUPPLIES	1,230.			1,230.
DUES & SUBSCRIPTIONS	90.	90.		
POSTAGE	345.			345.
TELEPHONE	1,091.	769.		322.
MEALS & ENTERTAINMENT	5,088.	850.		3,388.
MISC DEDUCTIONS	5,517.			
MISC DEDUCTIONS - PASSTHROUGHS		62,703.		5,517.
GRANT SOFTWARE	57,061.			57,061.
INSURANCE	5,994.			5,994.
WEBSITE	5,388.			5,388.
TOTALS	<u>266,470.</u>	<u>86,578.</u>		<u>241,745.</u>

ATTACHMENT 8FORM 990PF, PART II - OTHER INVESTMENTS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
SECURITIES HELD AT JEFFERIES	NONE	NONE
SECURITIES HELD AT JP MORGAN	34,479,392.	34,479,392.
SECURITIES HELD AT RMB	33,638,890.	33,638,890.
SECURITIES HELD AT WELLS FARGO	34,340,090.	34,340,090.
ASCENDANCE CAPITAL PTRS II LLC	1,483,616.	1,483,616.
BIOTECHNOLOGY VALUE FUND II LP	6,977,463.	6,977,463.
CAMBRIAN PARTNERS LP	832,331.	832,331.
FPA GLOBAL OPP FUND LLC	1,112,705.	1,112,705.
FPA HAWKEYE-7 FUND LLC	1,027,020.	1,027,020.
MARATHON PARTNERS LP	1,674,675.	1,674,675.
PASSPORT SPECIAL OPP FUND SIDE	2,002,762.	2,002,762.
PASSPORT SPECIAL OPP FUND LTD.	6,812,723.	6,812,723.
Z CAP LOAN OPP FUND LP	6,229,792.	6,229,792.
LIVELIHOOD IMPACT FUND LP	335,416.	335,416.
KDWC VENTURE FUND LLC	800,000.	800,000.
TOTALS	<u>131,746,875.</u>	<u>131,746,875.</u>

LAND, BUILDINGS, EQUIPMENT NOT HELD FOR INVESTMENTATTACHMENT 9

FIXED ASSET DETAIL ACCUMULATED DEPRECIATION DETAIL

ASSET DESCRIPTION	METHOD/ CLASS	FIXED ASSET DETAIL			ACCUMULATED DEPRECIATION DETAIL		
		BEGINNING BALANCE	ADDITIONS	DISPOSALS	ENDING BALANCE	ADDITIONS	ENDING BALANCE
COMPUTER	SL		1,509		1,509	277.	277.
COMPUTER	SL		1,346.		1,346.	157.	157.
TOTALS					<u>2,855.</u>		<u>434.</u>

ATTACHMENT 10

FORM 990PF, PART II - OTHER ASSETS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
ASCENDANCE CAPITAL PTRS II LLC	NONE	NONE
BIOTECHNOLOGY VALUE FUND II LP	NONE	NONE
CAMBRIAN PARTNERS LP	NONE	NONE
FPA GLOBAL OPP FUND LLC	NONE	NONE
FPA HAWKEYE-7 FUND LLC	NONE	NONE
MARATHON PARTNERS LP	NONE	NONE
PASSPORT SPECIAL OPP FUND SIDE	NONE	NONE
PASSPORT SPECIAL OPP FUND LTD.	NONE	NONE
Z CAP LOAN OPP FUND LP	NONE	NONE
LIVELIHOOD IMPACT FUND LP	NONE	NONE
KDWC VENTURE FUND LLC	NONE	NONE
TOTALS	NONE	NONE

ATTACHMENT 11FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCESDESCRIPTIONAMOUNT

UNREALIZED GAINS (LOSSES)

13,260,442.

TOTAL

13,260,442.

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 12

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
J. THOMAS HURVIS 4065 COMMERCIAL AVE NORTHBROOK, IL 60062	PRESIDENT/DIRECTOR 5.00	0.	0.	0.
JULIE A. HURVIS 4065 COMMERCIAL AVE NORTHBROOK, IL 60062	VP/DIRECTOR (FORMER) 20.00	0.	0.	0.
SARA H. YOUNKIN 4065 COMMERCIAL AVE NORTHBROOK, IL 60062	VP/DIRECTOR 20.00	0.	0.	0.
CHRISTINA HURVIS 4065 COMMERCIAL AVE NORTHBROOK, IL 60062	SECRETARY/DIRECTOR 20.00	0.	0.	0.
JAMES C. BROWN 4065 COMMERCIAL AVE NORTHBROOK, IL 60062	TREASURER 10.00	0.	0.	0.
BRYAN STANISLAW 4065 COMMERCIAL AVE NORTHBROOK, IL 60062	ASSISTANT TREASURER 1.00	0.	0.	0.
GRAND TOTALS		<u>0.</u>	<u>0.</u>	<u>0.</u>

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALSATTACHMENT 13

<u>NAME AND ADDRESS</u>	<u>TYPE OF SERVICE</u>	<u>COMPENSATION</u>
JPMORGAN CHASE BANK 270 PARK AVENUE NEW YORK, NY 10017-2014	INVESTMENT MGMT	260,660.
RMB 115 S. LASALLE STREET, 34TH FLOOR CHICAGO, IL 60603	INVESTMENT MGMT	283,372.
WELLS FARGO BANK 10 S. WACKER DRIVE CHICAGO, IL 60606	INVESTMENT MGMT	249,735.
OLD WORLD INDUSTRIES, LLC 4065 COMMERCIAL AVENUE NORTHBROOK, IL 60062	PROFESSIONAL FEES	549,652.
TOTAL COMPENSATION		<u>1,343,419.</u>

Caerus Foundation, Inc.

FEIN #71-0935903

Attachment to and Made Part of Form 990-PF, Part XV, Line 3a (Grants Paid During the Year)
For the Year Ended December 31, 2015

Recipient Name and Address	Relationship to Foundation Manager or Substantial Contributor	Foundation Status of Recipient	Purpose of Grant or Contribution	Amount
Rush Hour Concerts 650 N Dearborn, Suite 500 Chicago, IL 60654	None	PC	Unrestricted	85,000
Athletic Scholars Advancement Program Mission High School 3750 18th Street San Francisco, CA 94114	None	PC	Unrestricted	30,000
Big City Mountaineers 710 10th Street Suite 120 Golden, CO 80401	None	PC	Unrestricted	8,000
Chicago Scholars Foundation 247 South State Street Suite 700 Chicago, IL 60604	None	PC	Unrestricted	250,000
Ensemble Espanol 5500 N St. Louis Avenue Chicago, IL 60625	None	PC	Unrestricted	150,000
First Graduate 3130 20th Street, Suite 275 San Francisco, CA 94111	None	PC	Unrestricted	75,000
First Graduate 3130 20th Street, Suite 275 San Francisco, CA 94111	None	PC	Unrestricted	27,000
Greenhouse Scholars 1881 9th Street, Suite 200 Boulder, CO 80302	None	PC	Unrestricted	25,000
Jamestown Community Center 3382 26th Street San Francisco, CA 94110	None	PC	Unrestricted	25,000
MetroSquash NFP 6100 S. Cottage Grove Avenue Chicago, IL 60637	None	PC	Unrestricted	45,000
Mines Advisory Group 1776 K Street NW Suite 700 Washington, DC 20006	None	PC	Unrestricted	1,721,638
Mission Graduates 3040 16th Street San Francisco, CA 94103	None	PC	Unrestricted	50,000
Muttville PO Box 410207 San Francisco, CA 94141	None	PC	Unrestricted	25,000
Partners in Health 888 Commonwealth Avenue, 3rd Floor Boston, MA 02215	None	PC	Unrestricted	75,000
Room to Read Sarah Levine 465 California Street, Suite 1000 San Francisco, CA 94104	None	PC	Unrestricted	400,000
Rush Hour Concerts 650 N. Dearborn, Suite 500 Chicago, IL 60654	None	PC	Unrestricted	30,000
SMART 1663 Mission Street, Suite 400 San Francisco, CA 94103	None	PC	Unrestricted	25,000

Caerus Foundation, Inc.

FEIN #71-0935903

Attachment to and Made Part of Form 990-PF, Part XV, Line 3a (Grants Paid During the Year)

For the Year Ended December 31, 2015

Recipient Name and Address	Relationship to Foundation Manager or Substantial Contributor	Foundation Status of Recipient	Purpose of Grant or Contribution	Amount
Up On Top 1187 Franklin Street San Francisco, CA 94109	None	PC	Unrestricted	65,000
Joe Goode Performance Group 499 Alabama Street #150 San Francisco, CA 94110	None	PC	Unrestricted	40,000
Habitat for Humanity International Attn: Katie Dickerson 121 Habitat Street Americus, GA 31709-3498	None	PC	Unrestricted	100,000
Heifer Project International 1 World Avenue Little Rock, AR 72202	None	PC	Unrestricted	300,000
Oxfam America Inc 226 Causeway Street 5th Floor Boston, MA 02114	None	PC	Unrestricted	400,000
The Resurrection Project 1818 South Paulina Avenue Chicago, IL 60608	None	PC	Unrestricted	1,000,000
826 Valencia 826 Valencia Street San Francisco, CA 94110	None	PC	Unrestricted	200,000
Lawrence University 711 East Boldt Way, SPC 18 Appleton, WI 54911-5699	None	PC	Unrestricted	5,000,000
Lawrence University 711 East Boldt Way, SPC 18 Appleton, WI 54911-5699	None	PC	Unrestricted	555,483
Lawrence University 711 East Boldt Way, SPC 18 Appleton, WI 54911-5699	None	PC	Unrestricted	154,860
Athletic Scholars Advancement Program Mission High School 3750 18th Street San Francisco, CA 94114	None	PC	Unrestricted	33,500
Athletic Scholars Advancement Program Mission High School 3750 18th Street San Francisco, CA 94114	None	PC	Unrestricted	33,500
Athletic Scholars Advancement Program Mission High School 3750 18th Street San Francisco, CA 94114	None	PC	Unrestricted	43,250
Athletic Scholars Advancement Program Mission High School 3750 18th Street San Francisco, CA 94114	None	PC	Unrestricted	40,000
College Bound Opportunities 2033 N. Milwaukee Avenue Suite 246 Riverwoods, IL 60015	None	PC	Unrestricted	62,500
First Graduate 3130 20th Street, Suite 275 San Francisco, CA 94111	None	PC	Unrestricted	43,500

Caerus Foundation, Inc.

FEIN #71-0935903

Attachment to and Made Part of Form 990-PF, Part XV, Line 3a (Grants Paid During the Year)
For the Year Ended December 31, 2015

Recipient Name and Address	Relationship to Foundation Manager or Substantial Contributor	Foundation Status of Recipient	Purpose of Grant or Contribution	Amount
First Graduate 3130 20th Street, Suite 275 San Francisco, CA 94111	None	PC	Unrestricted	43,500
First Graduate 3130 20th Street, Suite 275 San Francisco, CA 94111	None	PC	Unrestricted	43,500
First Graduate 3130 20th Street, Suite 275 San Francisco, CA 94111	None	PC	Unrestricted	43,500
Howard Area Community Center 7648 N. Paulina Street Chicago, IL 60626	None	PC	Unrestricted	11,750
Howard Area Community Center 7648 N Paulina Street Chicago, IL 60626	None	PC	Unrestricted	11,750
Howard Area Community Center 7648 N Paulina Street Chicago, IL 60626	None	PC	Unrestricted	11,750
Howard Area Community Center 7648 N Paulina Street Chicago, IL 60626	None	PC	Unrestricted	43,500
Lakeland College Attn Beth Borgen P.O. Box 359 Sheboygan, WI 53082	None	PC	Unrestricted	20,000
Lakeland College Attn. Beth Borgen P O. Box 359 Sheboygan, WI 53082	None	PC	Unrestricted	20,000
Lakeland College Attn. Beth Borgen P O. Box 359 Sheboygan, WI 53082	None	PC	Unrestricted	20,000
Lakeland College Attn. Beth Borgen P.O. Box 359 Sheboygan, WI 53082	None	PC	Unrestricted	48,000
Lyric Opera of Chicago 20 N. Wacker Drive, Suite 860 Chicago, IL 60606	None	PC	Unrestricted	1,000,000
Lyric Opera of Chicago 20 N. Wacker Drive, Suite 860 Chicago, IL 60606	None	PC	Unrestricted	360,000
Mission Graduates 3040 16th Street San Francisco, CA 94103	None	PC	Unrestricted	43,500
Mission Graduates 3040 16th Street San Francisco, CA 94103	None	PC	Unrestricted	43,500
Mission Graduates 3040 16th Street San Francisco, CA 94103	None	PC	Unrestricted	44,000

Caerus Foundation, Inc.

FEIN #71-0935903

Attachment to and Made Part of Form 990-PF, Part XV, Line 3a (Grants Paid During the Year)
For the Year Ended December 31, 2015

Recipient Name and Address	Relationship to Foundation Manager or Substantial Contributor	Foundation Status of Recipient	Purpose of Grant or Contribution	Amount
Mission Graduates 3040 16th Street San Francisco, CA 94103	None	PC	Unrestricted	44,000
Mount Mercy University 1330 Elmhurst Drive NE Warde 206A Cedar Rapids, IA 52402	None	PC	Unrestricted	10,000
Mount Mercy University 1330 Elmhurst Drive NE Warde 206A Cedar Rapids, IA 52402	None	PC	Unrestricted	10,000
Mount Mercy University 1330 Elmhurst Drive NE Warde 206A Cedar Rapids, IA 52402	None	PC	Unrestricted	10,000
Rush Hour Concerts 650 N. Dearborn, Suite 500 Chicago, IL 60654	None	PC	Unrestricted	60,000
The Nature Conservancy 633 West Main Street Madison, WI 53703	None	PC	Unrestricted	100,000
Northwoods Land Trust Inc P O. Box 321 Eagle River, WI 54521	None	PC	Unrestricted	50,000
Natural Resources Foundation of Wisconsin 114-116 King Street 3rd floor Madison, WI 53703	None	PC	Unrestricted	10,000
Chicago Commons Association 515 East 50th Street Chicago, IL 60615	None	PC	Unrestricted	25,000
Tutoring Chicago 2145 North Halsted Chicago, IL 60614	None	PC	Unrestricted	230,000
Black Ensemble Theater Corporation 4450 N Clark Street Chicago, IL 60640	None	PC	Unrestricted	100,000
America SCORES Bay Area 1610 Harrison Street San Francisco, CA 94103	None	PC	Unrestricted	50,000
Big Brother Big Sisters of Metropolitan Chicago 560 West Lake Street, 5th Floor Chicago, IL 60661	None	PC	Unrestricted	30,000
Girl Scouts of Greater Chicago and Northwest Indiana 20 S Clark Street, Suite 200 Chicago, IL 60603	None	PC	Unrestricted	50,000
Project Education Plus 910 North Cambridge Street Chicago, IL 60610	None	PC	Unrestricted	15,000
Chicago Commons Association 515 East 50th Street Chicago, IL 60615	None	PC	Unrestricted	25,000
Chicago Scholars Foundation 247 South State Street Suite 700 Chicago, IL 60604	None	PC	Unrestricted	105,000

Caerus Foundation, Inc.

FEIN #71-0935903

Attachment to and Made Part of Form 990-PF, Part XV, Line 3a (Grants Paid During the Year)
For the Year Ended December 31, 2015

Recipient Name and Address	Relationship to Foundation Manager or Substantial Contributor	Foundation Status of Recipient	Purpose of Grant or Contribution	Amount
MetroSquash NFP 6100 S. Cottage Grove Avenue Chicago, IL 60637	None	PC	Unrestricted	30,000
The Resurrection Project 1818 South Paulina Avenue Chicago, IL 60608	None	PC	Unrestricted	2,000,000
Halo Trust USA Inc 1730 Rhode Island Avenue NW Suite #403 Washington, DC 20036	None	PC	Unrestricted	1,000,000
First Graduate 3130 20th Street, Suite 275 San Francisco, CA 94111	None	PC	Unrestricted	79,000
Lawrence University 711 East Boldt Way, SPC 18 Appleton, WI 54911-5699	None	PC	Unrestricted	5,000,000
Rush Hour Concerts 650 N. Dearborn, Suite 500 Chicago, IL 60654	None	PC	Unrestricted	325,000
Audubon Chicago Region 17 N State Street, Suite 1650 Chicago, IL 60602	None	PC	Unrestricted	25,000
Chicago Lights 126 E Chestnut Street Chicago, IL 60611	None	PC	Unrestricted	30,000
Doctors Without Borders USA Inc 333 Seventh Avenue, 2nd Floor New York, NY 10001-5004	None	PC	Unrestricted	200,000
Gathering Waters: Wisconsin's Alliance for Land Trusts 211 S Paterson Street, Suite 270 Madison, WI 53703	None	PC	Unrestricted	25,000
Howard Area Community Center 7648 N. Paulina Street Chicago, IL 60626	None	PC	Unrestricted	150,000
Jamestown Community Center 3382 26th Street San Francisco, CA 94110	None	PC	Unrestricted	100,000
Northwoods Land Trust Inc P.O. Box 321 Eagle River, WI 54521	None	PC	Unrestricted	50,000
PAWS Chicago 1997 North Clybourn Avenue Chicago, IL 60614	None	PC	Unrestricted	50,000
TriCity Family Services 1120 Randall Court Geneva, IL 60134	None	PC	Unrestricted	20,000
Tutoring Chicago 2145 North Halsted Chicago, IL 60614	None	PC	Unrestricted	40,000
Youth Services of Glenview 3080 West Lake Avenue Glenview, IL 60026	None	PC	Unrestricted	20,000
Lakeland College Attn. Beth Borgen P.O. Box 359 Sheboygan, WI 53082	None	PC	Unrestricted	133,438

Caerus Foundation, Inc.

FEIN #71-0935903

Attachment to and Made Part of Form 990-PF, Part XV, Line 3a (Grants Paid During the Year)

For the Year Ended December 31, 2015

Recipient Name and Address	Relationship to Foundation Manager or Substantial Contributor	Foundation Status of Recipient	Purpose of Grant or Contribution	Amount
Global Strategies 828 San Pablo Avenue, Suite 260 Albany, CA 94706	None	PC	Unrestricted	500,000
Merit School of Music 38 S. Peoria Street Chicago, IL 60607	None	PC	Unrestricted	100,000
One Million Degrees 226 W Jackson Boulevard Suite 258 Chicago, IL 60606	None	PC	Unrestricted	250,000
Lincoln Park Zoo 2001 N. Clark Street Chicago, IL 60614	None	PC	Unrestricted	600,000
Grand Total				24,577,919

Caerus Foundation, Inc.

FEIN #71-0935903

Attachment to and Made Part of Form 990-PF, Part XV, Line 3b (Grants Approved for Future Payment)

For the Year Ended December 31, 2015

Recipient Name and Address	Relationship to Foundation Manager or Substantial Contributor	Foundation Status of Recipient	Purpose of Grant or Contribution	Amount
America Scores Bay Area 1610 Harrison Street San Francisco, CA 94103	None	PC	Unrestricted	50,000
Black Ensemble Theater 4450 N Clark Street Chicago, IL 60640	None	PC	Unrestricted	120,000
Chicago Lights 126 E. Chestnut Street Chicago, IL 60611	None	PC	Unrestricted	30,000
College Bound Opportunities 2033 N. Milwaukee Avenue Suite 246 Riverwoods, IL 60015	None	PC	Unrestricted	75,000
Girl Scouts of Greater Chicago and Northwest Indiana 20 S. Clark Street, Suite 200 Chicago, IL 60603	None	PC	Unrestricted	3,000,000
Global Strategies 828 San Pablo Avenue, Suite 260 Albany, CA 94706	None	PC	Unrestricted	187,500
MetroSquash NFP 6100 S. Cottage Grove Avenue Chicago, IL 60637	None	PC	Unrestricted	130,500
MetroSquash NFP 6100 S. Cottage Grove Avenue Chicago, IL 60637	None	PC	Unrestricted	87,300
Mission Graduates 3040 16th Street San Francisco, CA 94103	None	PC	Unrestricted	50,000
Mines Advisory Group 1776 K Street NW Suite 700 Washington, DC 20006	None	PC	Unrestricted	500,000
Mount Mercy University 1330 Elmhurst Drive NE Warde 206A Cedar Rapids, IA 52402	None	PC	Unrestricted	350,000
One Million Degrees 226 W. Jackson Boulevard Suite 258 Chicago, IL 60606	None	PC	Unrestricted	2,000,000
One Million Degrees 226 W. Jackson Boulevard Suite 258 Chicago, IL 60606	None	PC	Unrestricted	7,000,000

Caerus Foundation, Inc.

FEIN #71-0935903

Attachment to and Made Part of Form 990-PF, Part XV, Line 3b (Grants Approved for Future Payment)

For the Year Ended December 31, 2015

Recipient Name and Address	Relationship to Foundation Manager or Substantial Contributor	Foundation Status of Recipient	Purpose of Grant or Contribution	Amount
Rush Hour Concerts 650 N. Dearborn, Suite 500 Chicago, IL 60654	None	PC	Unrestricted	130,500
Rush Hour Concerts 650 N. Dearborn, Suite 500 Chicago, IL 60654	None	PC	Unrestricted	150,000
TriCity Family Services 1120 Randall Court Geneva, IL 60134	None	PC	Unrestricted	10,000
Youth Services of Glenview 3080 West Lake Avenue Glenview, IL 60026	None	PC	Unrestricted	144,000
Merit School of Music 38 S Peoria Street Chicago, IL 60607	None	PC	Unrestricted	250,000
Mission Graduates 3040 16th Street San Francisco, CA 94103	None	PC	Unrestricted	132,000
Mines Advisory Group 1776 K Street NW Suite 700 Washington, DC 20006	None	PC	Unrestricted	1,278,362
Mount Mercy University 1330 Elmhurst Drive NE Warde 206A Cedar Rapids, IA 52402	None	PC	Unrestricted	30,000
One Million Degrees 226 W. Jackson Boulevard Suite 258 Chicago, IL 60606	None	PC	Unrestricted	500,000
One Million Degrees 226 W. Jackson Boulevard Suite 258 Chicago, IL 60606	None	PC	Unrestricted	750,000
Rush Hour Concerts 650 N. Dearborn, Suite 500 Chicago, IL 60654	None	PC	Unrestricted	205,000
Schools, Mentoring and Resource Team (SMART) 1663 Mission Street, Suite 400 San Francisco, CA 94103	None	PC	Unrestricted	25,000
Tutoring Chicago 2145 North Halsted Chicago, IL 60614	None	PC	Unrestricted	1,313,126
Total				\$ 18,498,288

Caerus Foundation, Inc.
FEIN #71-0935903
Tax Year Ending December 31, 2015

Attachment to Form 990-PF, Part XIII Line 7

Election to Treat Qualifying Distributions as Distributions Out of Corpus

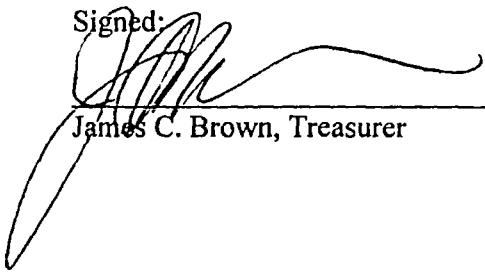
Part XIII, Line 7

Pursuant to Internal Revenue Code Section 4942(h)(2) and Treasury Regulation Section 53.4942(a)-3(c)(2)(ii), the above referenced taxpayer hereby elects to treat the prior tax years' excess distributions as distributions out of corpus under Treasury Regulation Section 53.4942-3(d)(1)(iii) for the current year to satisfy requirements imposed by Internal Revenue Code Section 170(b)(1)(F)(ii).

Excess distributions treated as distributions out of corpus:

<u>From 2014</u>	<u>\$19,273,097</u>
Total	\$19,273,097

Signed:


James C. Brown, Treasurer

9-30-16

Date