

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

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

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

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

OMB No 1545-0052

2015

Open to Public Inspection

For calendar year 2015 or tax year beginning

OCT 1, 2015

, and ending

SEP 30, 2016

Name of foundation

Seth M. Milliken Foundation, Inc.

A Employer identification number

23-7213940

Number and street (or P.O. box number if mail is not delivered to street address)

P.O. Box 1926, M-416

Room/suite

B Telephone number

864-503-1647

City or town, state or province, country, and ZIP or foreign postal code

Spartanburg, SC 29304

G Check all that apply:

☐

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

☐

Section 4947(a)(1) nonexempt charitable trust

☐

Other taxable private foundation

I Fair market value of all assets at end of year

(from Part II, col. (c), line 16)

▶ \$ **5,000,388.**

J Accounting method:

☒

Cash

☐

Accrual

☐ Other (specify)

(Part I, column (d) must be on cash basis.)

C If exemption application is pending, check here

☐

D 1. Foreign organizations, check here

☐

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

☐

E If private foundation status was terminated under section 507(b)(1)(A), check here

☐

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

☐**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

(d) Disbursements for charitable purposes (cash basis only)

1 Contributions, gifts, grants, etc., received

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

106,212.**106,212.****Statement 1**

5a Gross rents

b Net rental income or (loss)

6a Net gain or (loss) from sale of assets not on line 10

3,080.

b Gross sales price for all assets on line 6a

1,876,748.

7 Capital gain net income (from Part IV, line 2)

3,080.

8 Net short-term capital gain

9 Income modifications

10a Gross sales less returns and allowances

b Less Cost of goods sold

c Gross profit or (loss)

11 Other income

12 Total. Add lines 1 through 11

109,292.**109,292.**

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

c Other professional fees

Stmt 2**26,185.****24,161.****2,024.**

17 Interest

18 Taxes

Stmt 3**15,840.****1,714.****0.**

19 Depreciation and depletion

20 Occupancy

21 Travel, conferences, and meetings

22 Printing and publications

23 Other expenses

Stmt 4**263.****146.****117.**

24 Total operating and administrative expenses. Add lines 13 through 23

42,288.**26,021.****2,141.**

25 Contributions, gifts, grants paid

234,000.**234,000.**

26 Total expenses and disbursements. Add lines 24 and 25

276,288.**26,021.****236,141.**

27 Subtract line 26 from line 12:

a Excess of revenue over expenses and disbursements

<166,996.>

b Net investment income (if negative, enter -0-)

83,271.

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

N/A523501
11-24-15

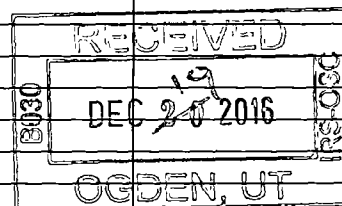
LHA For Paperwork Reduction Act Notice, see instructions.

Form **990-PF** (2015)

SCANNED DEC 23 2015

Revenue

Operating and Administrative Expenses



4

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
Assets	1 Cash - non-interest-bearing	409,239.	218,757.	218,757.
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock Stmt 7	3,154,236.	3,535,355.	4,052,674.
	c Investments - corporate bonds Stmt 8	954,310.	483,351.	490,697.
	11 Investments - land, buildings, and equipment basis ▶			
Less accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other Stmt 9	148,724.	262,448.	238,260.	
14 Land, buildings, and equipment: basis ▶				
Less accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	4,666,509.	4,499,911.	5,000,388.	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here 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	4,666,509.	4,499,911.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	0.	0.	
30 Total net assets or fund balances	4,666,509.	4,499,911.		
31 Total liabilities and net assets/fund balances	4,666,509.	4,499,911.		

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	4,666,509.
2 Enter amount from Part I, line 27a	2	<166,996.>
3 Other increases not included in line 2 (itemize) ▶ See Statement 5	3	3,993.
4 Add lines 1, 2, and 3	4	4,503,506.
5 Decreases not included in line 2 (itemize) ▶ See Statement 6	5	3,595.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	4,499,911.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a			
b See Attached Statement			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e 1,876,748.		1,873,668.	3,080.

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			3,080.

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	3,080.
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	235,355.	5,129,904.	.045879
2013	235,350.	5,190,523.	.045342
2012	233,745.	5,073,589.	.046071
2011	235,272.	4,696,703.	.050093
2010	237,912.	4,864,498.	.048908

2 Total of line 1, column (d)	2	.236293
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	.047259
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	4,800,230.
5 Multiply line 4 by line 3	5	226,854.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	833.
7 Add lines 5 and 6	7	227,687.
8 Enter qualifying distributions from Part XII, line 4	8	236,141.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		1	833.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		2	0.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		3	833.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
3 Add lines 1 and 2		5	833.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-			
6 Credits/Payments:			
a 2015 estimated tax payments and 2014 overpayment credited to 2015	6a	2,400.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	2,400.	
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	1,567.	
11 Enter the amount of line 10 to be: Credited to 2016 estimated tax	11	0.	
			1,567. Refunded

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
1b 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. \$ 0. (2) On foundation managers. \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		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?		
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) DE		
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

N/A

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>N/A</u>	X	
14 The books are in care of ► <u>U.S. Trust, Bank of America</u> Telephone no. ► <u>336-543-1342</u> Located at ► <u>301 North Elm Street, Greensboro, NC</u> ZIP+4 ► <u>27401</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		
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 ►		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	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?		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? If "Yes," list the years ►	☐ Yes ☒ No	
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. ►		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No	
b If "Yes," did it have excess business holdings in 2015 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2015.)	N/A	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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?		X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions)

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No**b** If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☒**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

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

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

6b

X

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Statement 10		0.	0.	0.

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

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

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

0

Form 990-PF (2015)

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	4,659,681.
b	Average of monthly cash balances	1b	213,649.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	4,873,330.
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	4,873,330.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	73,100.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,800,230.
6	Minimum investment return. Enter 5% of line 5	6	240,012.

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	240,012.
2a	Tax on investment income for 2015 from Part VI, line 5	2a	833.
b	Income tax for 2015. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	833.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	239,179.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	239,179.
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	239,179.

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	236,141.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	236,141.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	833.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	235,308.

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				239,179.
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only			109,803.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2015:				
a From 2010				
b From 2011				
c From 2012				
d From 2013				
e From 2014				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2015 from Part XII, line 4: ▶ \$ 236,141.				
a Applied to 2014, but not more than line 2a			109,803.	
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				126,338.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2015 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	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				112,841.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2010 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2011				
b Excess from 2012				
c Excess from 2013				
d Excess from 2014				
e Excess from 2015				

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
Name and address (home or business)				
a <i>Paid during the year</i>				
Spartanburg Day School 1701 Skylyn Drive Spartanburg, SC 29307		509(a)(1) Public Charity	General Funds	234,000.
Total			3a	234,000.
b <i>Approved for future payment</i>				
None				
Total			3b	0.

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

- | | | |
|--|--------------|------------|
| <p>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?</p> <p>a Transfers from the reporting foundation to a noncharitable exempt organization of:</p> <p>(1) Cash</p> <p>(2) Other assets</p> <p>b Other transactions:</p> <p>(1) Sales of assets to a noncharitable exempt organization</p> <p>(2) Purchases of assets from a noncharitable exempt organization</p> <p>(3) Rental of facilities, equipment, or other assets</p> <p>(4) Reimbursement arrangements</p> <p>(5) Loans or loan guarantees</p> <p>(6) Performance of services or membership or fundraising solicitations</p> <p>c Sharing of facilities, equipment, mailing lists, other assets, or paid employees</p> <p>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.</p> | | Yes |
| | 1a(1) | |
| | 1a(2) | |
| | | |
| | 1b(1) | |
| | 1b(2) | |
| | 1b(3) | |
| | 1b(4) | |
| | 1b(5) | |
| | 1b(6) | |
| | 1c | |

[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
- b** If "Yes," complete the following schedule.

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

**Sign
Here**

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

► Thomas J. a

12-12-16

of which preparer has any know
Secretary &
Treasurer

Signature of officer or trustee

Date _____

Title

May the IRS discuss this return with the preparer shown below (see instr)?

☐ Yes ☐ No

**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's signature

Date _____

Check ☐ if self-employed	PTIN
--	------

Firm's name ▶

Firm's EIN ▶

Firm's address ►

Phone no.

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 U.S. Trust - Publicly Traded Securities		Various	Various
b U.S. Trust - Publicly Traded Securities		Various	Various
c Class Action Settlement Proceeds		Various	Various
d K-1 Powershares DB Agriculture Fund 1256 Contract		Various	Various
e K-1 Powershares DB Agriculture Fund 1256 Contract		Various	Various
f Capital Gains Dividends			
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 1,117,667.		1,181,530.	<63,863.>
b 728,047.		689,048.	38,999.
c 40.			40.
d		1,236.	<1,236.>
e		1,854.	<1,854.>
f 30,994.			30,994.
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) 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			<63,863.>
b			38,999.
c			40.
d			<1,236.>
e			<1,854.>
f			30,994.
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	3,080.
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

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	
K-1 Powershares DB Agriculture Fund	6.	0.	6.	6.		
U.S. Trust - Investment Account	137,200.	30,994.	106,206.	106,206.		
To Part I, line 4	137,206.	30,994.	106,212.	106,212.		

Form 990-PF	Other Professional Fees				Statement	2
Description	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes		
U.S. Trust - Investment Management Fees	22,137.	22,137.		0.		
Milliken & Co - Admin and Governance	4,048.	2,024.		2,024.		
To Form 990-PF, Pg 1, ln 16c	26,185.	24,161.		2,024.		

Form 990-PF	Taxes				Statement	3
Description	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes		
Foreign Taxes	1,714.	1,714.		0.		
Federal Excise Taxes	14,126.	0.		0.		
To Form 990-PF, Pg 1, ln 18	15,840.	1,714.		0.		

Form 990-PF	Other Expenses			Statement	4
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
Deleware Filing Fees	25.	0.		25.	
CT Corporation	92.	0.		92.	
K-1 Powershares DB					
Agriculture Fund Portfolio					
Deductions	146.	146.		0.	
To Form 990-PF, Pg 1, ln 23	263.	146.		117.	

Form 990-PF	Other Increases in Net Assets or Fund Balances			Statement	5
Description					Amount
U.S. Trust - Return of Capital					762.
U.S. Trust - PTP K-1 Basis Adjustment					3,231.
Total to Form 990-PF, Part III, line 3					3,993.

Form 990-PF	Other Decreases in Net Assets or Fund Balances			Statement	6
Description					Amount
U.S. Trust - Cost Basis Adjustments					2,010.
U.S. Trust - Other Cost Basis Adjustment					1,585.
Total to Form 990-PF, Part III, line 5					3,595.

Form 990-PF	Corporate Stock		Statement	7
Description	Book Value	Fair Market Value		
U.S. Trust - See Attached Schedule	3,535,355.	4,052,674.		
Total to Form 990-PF, Part II, line 10b	3,535,355.	4,052,674.		

Form 990-PF	Corporate Bonds	Statement	8
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Description	Book Value	Fair Market Value
U.S. Trust - See Attached Schedule	483,351.	490,697.
Total to Form 990-PF, Part II, line 10c	483,351.	490,697.

Form 990-PF	Other Investments	Statement	9
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Description	Valuation Method	Book Value	Fair Market Value
U.S. Trust - See Attached Schedule	COST	192,333.	165,329.
U.S. Trust - See Attached Schedule	COST	70,115.	72,931.
Total to Form 990-PF, Part II, line 13		262,448.	238,260.

Form 990-PF Part VIII - List of Officers, Directors Statement 10
Trustees and Foundation Managers

Name and Address	Title and Avrg Hrs/Wk	Compen- sation	Employee Ben Plan Contrib	Expense Account
Nancy Milliken P.O. Box 1926, M-416 Spartanburg, SC 29304	Trustee 0.10	0.	0.	0.
Justine V.R. Russell P.O. Box 1926, M-416 Spartanburg, SC 29304	Trustee & Vice President 0.10	0.	0.	0.
Betty Montgomery P.O. Box 1926, M-416 Spartanburg, SC 29304	Trustee 0.10	0.	0.	0.
John B. White, Jr. P.O. Box 1926, M-416 Spartanburg, SC 29304	Trustee 0.10	0.	0.	0.
Thomas J. Hamilton P.O. Box 1926, M-416 Spartanburg, SC 29304	Secretary & Treasurer 0.10	0.	0.	0.
Maxwell S. Milliken P.O. Box 1926, M-416 Spartanburg, SC 29304	Trustee 0.10	0.	0.	0.
Totals included on 990-PF, Page 6, Part VIII		0.	0.	0.

Seth M. Milliken Foundation, Inc
 EIN 23-7213940
 FYE September 30, 2016
 Attachment to Form 990PF, Part II



S U M M A R Y O F A C C O U N T A S S E T S

AS OF 09/30/16

	FEDERAL TAX COST	MARKET VALUE	% OF ACCOUNT	ESTIMATED ANNUAL INCOME	CURRENT YIELD	ACCRUED INCOME
CASH AND CASH EQUIVALENTS						
MONEY MARKET FUNDS	218,756.52	218,756.52	4.375	371.89	0.170	30.16
FIXED INCOME						
MUTUAL FUNDS-FIXED	377,255.56	379,347.13	7.586	12,894.29	3.399	609.36
OTHER FIXED INCOME	106,095.00	111,350.00	2.227	2,706.91	2.431	0.00
TOTAL FIXED INCOME	483,350.56	490,697.13	9.813	15,601.20	3.179	609.36
EQUITIES						
CONSUMER DISCRETIONARY	219,764.68	252,375.57	5.047	3,788.22	1.501	124.59
CONSUMER STAPLES	126,628.97	141,558.01	2.831	3,553.10	2.510	276.78
ENERGY	188,774.96	233,205.18	4.664	7,039.97	3.019	608.94
FINANCIALS	193,558.43	205,115.86	4.102	4,730.44	2.306	194.83
HEALTHCARE	200,829.25	202,101.22	4.042	2,975.11	1.472	193.20
INDUSTRIALS	248,696.38	343,837.26	6.876	7,513.20	2.185	94.33
INFORMATION TECHNOLOGY	300,879.14	361,113.70	7.222	4,389.70	1.216	111.85
MATERIALS	46,568.04	63,628.73	1.272	1,372.44	2.157	106.21
REAL ESTATE	966.71	1,152.60	0.023	7.20	0.625	0.00
TELECOMMUNICATION SERVICES	10,677.69	12,163.32	0.243	540.54	4.444	0.00
UTILITIES	23,873.36	28,895.96	0.578	885.38	3.064	56.09
MUTUAL FUNDS-EQUITY	1,131,817.75	1,266,252.99	25.323	23,598.46	1.864	2,254.59
OTHER EQUITIES	842,319.91	941,273.23	18.824	22,943.34	17.090	0.00
TOTAL EQUITIES	3,535,355.27	4,052,673.63	81.047	83,337.10	2.056	4,021.41
BALANCED FUNDS						
MUTUAL FUNDS-BALANCED	192,332.69	165,329.05	3.306	1,217.28	0.736	0.00
ALTERNATIVE INVESTMENTS						
PRIVATE EQUITY	30,000.00	30,424.80	0.608	0.00	0.000	0.00
REAL ESTATE	40,114.59	42,506.20	0.850	2,280.29	5.365	311.41
TOTAL ALTERNATIVE INVESTMENTS	70,114.59	72,931.00	1.459	2,280.29	3.127	311.41

Seth M Milken Foundation, Inc.
 EIN 23-7213940
 FYE September 30, 2016
 Attachment to Form 990PF, Part II



S U M M A R Y O F A C C O U N T A S S E T S

AS OF 09/30/16

	FEDERAL TAX COST	MARKET VALUE	% OF ACCOUNT	ESTIMATED ANNUAL INCOME	CURRENT YIELD	ACCRUED INCOME
ACCOUNT TOTAL	<u>4,499,909.63</u>	<u>5,000,387.33</u>	<u>100.000</u>	<u>102,807.76</u>	<u>2.056</u>	<u>4,972.34</u>



L I S T O F A C C O U N T A S S E T S

AS OF 09/30/16

UNITS	DESCRIPTION	MARKET PRICE	FEDERAL TAX COST	MARKET VALUE	% OF ACCOUNT	ESTIMATED ANNUAL INCOME	CURRENT YIELD	UNREALIZED GAIN/LOSS
CASH AND CASH EQUIVALENTS								
MONEY MARKET FUNDS								
5.310	BANK OF AMERICA TEMPORARY OVERNIGHT DEPOSIT CUSIP NO: 997490460 ACCOUNT 07-16-002-3177821		5.31	5.31		.01	.188	
6,522.480	BANK OF AMERICA MONEY MARKET SAVINGS ACCOUNT CUSIP NO: 994458719 ACCOUNT 07-16-002-3177656		6,522.48	6,522.48	.130	11.09	.170	
4,711.310	BANK OF AMERICA MONEY MARKET SAVINGS ACCOUNT CUSIP NO: 994458719 ACCOUNT 07-16-002-3177755		4,711.31	4,711.31	.094	8.01	.170	
9,929.100	BANK OF AMERICA MONEY MARKET SAVINGS ACCOUNT CUSIP NO: 994458719 ACCOUNT 07-16-002-3177805		9,929.10	9,929.10	.199	16.88	.170	
25,720.030	BANK OF AMERICA MONEY MARKET SAVINGS ACCOUNT CUSIP NO: 994458719 ACCOUNT 07-16-002-3177821		25,720.03	25,720.03	.514	43.72	.170	
2,782.030	BANK OF AMERICA MONEY MARKET SAVINGS ACCOUNT CUSIP NO: 994458719 ACCOUNT 07-16-002-3372612		2,782.03	2,782.03	.056	4.73	.170	
2,388.520	BANK OF AMERICA MONEY MARKET SAVINGS ACCOUNT (INCOME INVESTMENT) CUSIP NO: 994458719 ACCOUNT 07-16-002-6770663		2,388.52	2,388.52	.048	4.06	.170	

Seth M Milliken Foundation, Inc
EIN 23-7213940
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L I S T O F A C C O U N T A S S E T S

AS OF 09/30/16

UNITS	DESCRIPTION	MARKET PRICE	FEDERAL TAX COST	MARKET VALUE	% OF ACCOUNT	ESTIMATED ANNUAL INCOME	CURRENT YIELD	UNREALIZED GAIN/LOSS
166,697.740	BANK OF AMERICA MONEY MARKET SAVINGS ACCOUNT CUSIP NO: 994458719 ACCOUNT 07-16-002-6770663		166,697.74	166,697.74	3.334	283.39	.170	
	TOTAL MONEY MARKET FUNDS		<u>218,756.52</u>	<u>218,756.52</u>	<u>4.375</u>	<u>371.89</u>	<u>.170</u>	
	TOTAL CASH AND CASH EQUIVALENTS		<u>218,756.52</u>	<u>218,756.52</u>	<u>4.375</u>	<u>371.89</u>	<u>.170</u>	
	FIXED INCOME							
	MUTUAL FUNDS-FIXED							
2,781.180	BLACKROCK STRATEGIC INCOME OPPORTUNITIES PORTFOLIO CL I CUSIP NO: 09256H286 ACCOUNT 07-16-002-3372612	9.800	27,255.56	27,255.56	.545	733.60	2.692	
5,146.158	COLUMBIA INCOME OPPORTUNITIES FUND CL Z CUSIP NO: 19763T889 ACCOUNT 07-16-002-6770663	9.860	50,000.00	50,741.12	1.015	2,430.24	4.789	741.12
10,062.895	COLUMBIA SHORT TERM BOND FUND CLASS Z SHARES CUSIP NO: 19765H362 ACCOUNT 07-16-002-6770663	10.010	100,000.00	100,729.58	2.014	790.02	.784	729.58
10,513.035	FIDELITY ADVISOR FLOATING RATE HIGH INCOME FUND INSTL CUSIP NO: 315807552 ACCOUNT 07-16-002-6770663	9.550	100,000.00	100,399.48	2.008	4,059.53	4.043	399.48
9,787.245	PRINCIPAL PFD SECS FUND INSTL CL CUSIP NO: 74253Q416 ACCOUNT 07-16-002-6770663	10.240	100,000.00	100,221.39	2.004	4,880.90	4.870	221.39

L I S T O F A C C O U N T A S S E T S

AS OF 09/30/16

UNITS	DESCRIPTION	MARKET PRICE	FEDERAL TAX COST	MARKET VALUE	% OF ACCOUNT	ESTIMATED ANNUAL INCOME	CURRENT YIELD	UNREALIZED GAIN/LOSS
TOTAL MUTUAL FUNDS-FIXED								
OTHER FIXED INCOME								
1,000.000	ISHARES INTERMEDIATE CR BD ETF CUSIP NO: 464288638 ACCOUNT 07-16-002-6770663	111.350	106,095.00	111,350.00	2.227	2,706.91	2.431	5,255.00
TOTAL OTHER FIXED INCOME								
TOTAL FIXED INCOME								
EQUITIES								
CONSUMER DISCRETIONARY								
76.000	ROYAL CARIBBEAN CRUISES LTD LIBERIA CUSIP NO: V7780T103 ACCOUNT 07-16-002-3177805	74.950	7,013.63	5,696.20	.114	145.92	2.562	-1,317.43
71.000	AMERICAN EAGLE OUTFITTERS NEW CUSIP NO: 02553E106 ACCOUNT 07-16-002-3177821	17.860	1,140.22	1,268.06	.025	35.50	2.800	127.84
17.000	ARMSTRONG FLOORING INC CUSIP NO: 04238R106 ACCOUNT 07-16-002-3177821	18.880	182.45	320.96	.006			138.51
47.000	BRINKER INTL INC CUSIP NO: 109641100 ACCOUNT 07-16-002-3177821	50.430	2,210.14	2,370.21	.047	63.92	2.697	160.07
135.000	CIVEO CORP CANADA CUSIP NO: 17878Y108 ACCOUNT 07-16-002-3177821	1.140	254.92	153.90	.003			-101.02

Seth M. Miliken Foundation, Inc.
 EIN 23-7213940
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 Attachment to Form 990PF, Part II



U.S. TRUST

Bank of America Corporation

L I S T O F A C C O U N T A S S E T S

AS OF 09/30/16

UNITS	DESCRIPTION	MARKET PRICE	FEDERAL TAX COST	MARKET VALUE	% OF ACCOUNT	ESTIMATED ANNUAL INCOME	CURRENT YIELD	UNREALIZED GAIN/LOSS
38.000	COLUMBIA SPORTSWEAR CO CUSIP NO: 198516106 ACCOUNT 07-16-002-3177821	56.740	1,873.60	2,156.12	.043	25.84	1.198	282.52
208.000	COMCAST CORP NEW CL A COM CUSIP NO: 20030N101 ACCOUNT 07-16-002-3177656	66.340	11,999.36	13,798.72	.276	228.80	1.658	1,799.36
167.000	DISNEY WALT CO COM DISNEY CUSIP NO: 254687106 ACCOUNT 07-16-002-3177805	92.860	2,913.73	15,507.62	.310	237.14	1.529	12,593.89
268.000	DOLLAR TREE INC CUSIP NO: 256746108 ACCOUNT 07-16-002-3177755	78.930	18,601.94	21,153.24	.423			2,551.30
29.000	ENERGIZER HLDGS INC CUSIP NO: 29272W109 ACCOUNT 07-16-002-3177821	49.960	946.14	1,448.84	.029	29.00	2.002	502.70
33.000	GENUINE PARTS CO CUSIP NO: 372460105 ACCOUNT 07-16-002-3177656	100.450	2,973.99	3,314.85	.066	86.79	2.618	340.86
33.000	GUESS INC CUSIP NO: 401617105 ACCOUNT 07-16-002-3177821	14.610	702.80	482.13	.010	29.70	6.160	-220.67
104.000	HOME DEPOT INC CUSIP NO: 437076102 ACCOUNT 07-16-002-3177656	128.680	12,471.12	13,382.72	.268	287.04	2.145	911.60
97.000	HOME DEPOT INC CUSIP NO: 437076102 ACCOUNT 07-16-002-3177805	128.680	11,145.79	12,481.96	.250	267.72	2.145	1,336.17



L I S T O F A C C O U N T A S S E T S

AS OF 09/30/16

UNITS	DESCRIPTION	MARKET PRICE	FEDERAL TAX COST	MARKET VALUE	% OF ACCOUNT	ESTIMATED ANNUAL INCOME	CURRENT YIELD	UNREALIZED GAIN/LOSS
114.000	INTERPUBLIC GROUP COS INC CUSIP NO: 460690100 ACCOUNT 07-16-002-3177656	22.350	2,632.91	2,547.90	.051	68.40	2.685	-85.01
144.000	LAS VEGAS SANDS CORP CUSIP NO: 517834107 ACCOUNT 07-16-002-3177805	57.540	6,753.05	8,285.76	.166	414.72	5.005	1,532.71
186.000	LOWES COS INC CUSIP NO: 548661107 ACCOUNT 07-16-002-3177755	72.210	14,409.34	13,431.06	.269	260.40	1.939	-978.28
91.000	MATSON INC CUSIP NO: 57686G105 ACCOUNT 07-16-002-3177821	39.880	3,766.44	3,629.08	.073	69.16	1.906	-137.36
45.000	MCDONALDS CORP CUSIP NO: 580135101 ACCOUNT 07-16-002-3177656	115.360	4,513.88	5,191.20	.104	169.20	3.259	677.32
169.000	MONRO MUFFLER BRAKE INC CUSIP NO: 610236101 ACCOUNT 07-16-002-3177755	61.170	10,645.16	10,337.73	.207	114.92	1.112	-307.43
210.000	NIKE INC CL B CUSIP NO: 654106103 ACCOUNT 07-16-002-3177805	52.650	2,338.74	11,056.50	.221	134.40	1.216	8,717.76
19.000	PRICELINE GROUP INC COM NEW CUSIP NO: 741503403 ACCOUNT 07-16-002-3177755	1,471.490	24,237.60	27,958.31	.559			3,720.71
78.000	SALLY BEAUTY HLDGS INC CUSIP NO: 79546E104 ACCOUNT 07-16-002-3177821	25.680	1,987.44	2,003.04	.040			15.60



L I S T O F A C C O U N T A S S E T S

AS OF 09/30/16

UNITS	DESCRIPTION	MARKET PRICE	FEDERAL TAX COST	MARKET VALUE	% OF ACCOUNT	ESTIMATED ANNUAL INCOME	CURRENT YIELD	UNREALIZED GAIN/LOSS
48.000	SELECT COMFORT CORP CUSIP NO: 81616X103 ACCOUNT 07-16-002-3177821	21.600	754.95	1,036.80	.021			281.85
7.000	SHERWIN WILLIAMS CO CUSIP NO: 824348106 ACCOUNT 07-16-002-3177656	276.660	1,821.17	1,936.62	.039	23.52	1.214	115.45
60.000	SHERWIN WILLIAMS CO CUSIP NO: 824348106 ACCOUNT 07-16-002-3177755	276.660	16,042.39	16,599.60	.332	201.60	1.214	557.21
25.000	SOTHEBY'S HLDGS INC CL A CUSIP NO: 835898107 ACCOUNT 07-16-002-3177821	38.020	518.25	950.50	.019			432.25
42.000	TJX COS INC NEW CUSIP NO: 872540109 ACCOUNT 07-16-002-3177656	74.780	3,012.48	3,140.76	.063	43.68	1.391	128.28
304.000	TJX COS INC NEW CUSIP NO: 872540109 ACCOUNT 07-16-002-3177755	74.780	21,821.85	22,733.12	.455	316.16	1.391	911.27
81.000	TIME WARNER INC NEW COM CUSIP NO: 887317303 ACCOUNT 07-16-002-3177656	79.610	5,747.67	6,448.41	.129	130.41	2.022	700.74
174.000	TRACTOR SUPPLY CO CUSIP NO: 892356106 ACCOUNT 07-16-002-3177755	67.350	14,398.15	11,718.90	.234	167.04	1.425	-2,679.25
25.000	TUPPERWARE BRANDS CORP CUSIP NO: 899896104 ACCOUNT 07-16-002-3177821	65.370	1,312.80	1,634.25	.033	68.00	4.161	321.45



L I S T O F A C C O U N T A S S E T S

AS OF 09/30/16

UNITS	DESCRIPTION	MARKET PRICE	FEDERAL TAX COST	MARKET VALUE	% OF ACCOUNT	ESTIMATED ANNUAL INCOME	CURRENT YIELD	UNREALIZED GAIN/LOSS
54.000	VITAMIN SHOPPE INC CUSIP NO: 92849E101 ACCOUNT 07-16-002-3177821	26.850	1,788.96	1,449.90	.029			-339.06
20.000	WHIRLPOOL CORP CUSIP NO: 963320106 ACCOUNT 07-16-002-3177805	162.160	3,378.42	3,243.20	.065	80.00	2.467	-135.22
51.000	WILEY JOHN & SONS INC CL A CUSIP NO: 968223206 ACCOUNT 07-16-002-3177821	51.610	2,454.16	2,632.11	.053	63.24	2.403	177.95
13.000	WYNDHAM WORLDWIDE CORP CUSIP NO: 98310W108 ACCOUNT 07-16-002-3177821	67.330	999.04	875.29	.018	26.00	2.970	-123.75
TOTAL CONSUMER DISCRETIONARY			<u>219,764.68</u>	<u>252,375.57</u>	<u>5.050</u>	<u>3,788.22</u>	<u>1.501</u>	<u>32,610.89</u>
CONSUMER STAPLES								
178.000	ALTRIA GROUP INC CUSIP NO: 02209S103 ACCOUNT 07-16-002-3177656	63.230	9,655.93	11,254.94	.225	434.32	3.859	1,599.01
114.000	CVS HEALTH CORP CUSIP NO: 126650100 ACCOUNT 07-16-002-3177656	88.990	11,294.64	10,144.86	.203	193.80	1.910	-1,149.78
216.000	CVS HEALTH CORP CUSIP NO: 126650100 ACCOUNT 07-16-002-3177755	88.990	21,821.93	19,221.84	.384	367.20	1.910	-2,600.09
111.000	CVS HEALTH CORP CUSIP NO: 126650100 ACCOUNT 07-16-002-3177805	88.990	11,157.05	9,877.89	.198	188.70	1.910	-1,279.16
160.000	CASEYS GEN STORES INC CUSIP NO: 147528103	120.150	17,276.12	19,224.00	.384	153.60	.799	1,947.88

Seth M. Milliken Foundation, Inc.
 EIN 23-7213940
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L I S T O F A C C O U N T A S S E T S

AS OF 09/30/16

UNITS	DESCRIPTION	MARKET PRICE	FEDERAL TAX COST	MARKET VALUE	% OF ACCOUNT	ESTIMATED ANNUAL INCOME	CURRENT YIELD	UNREALIZED GAIN/LOSS
106.000	GENERAL MLS INC CUSIP NO: 370334104 ACCOUNT 07-16-002-3177656	63.880	6,044.93	6,771.28	.135	203.52	3.006	726.35
37.000	KIMBERLY CLARK CORP CUSIP NO: 494368103 ACCOUNT 07-16-002-3177656	126.140	1,597.07	4,667.18	.093	136.16	2.917	3,070.11
87.000	PEPSICO INC CUSIP NO: 713448108 ACCOUNT 07-16-002-3177656	108.770	8,215.93	9,462.99	.189	261.87	2.767	1,247.06
162.000	PEPSICO INC CUSIP NO: 713448108 ACCOUNT 07-16-002-3177755	108.770	14,917.25	17,620.74	.352	487.62	2.767	2,703.49
82.000	PEPSICO INC CUSIP NO: 713448108 ACCOUNT 07-16-002-3177805	108.770	4,018.00	8,919.14	.178	246.82	2.767	4,901.14
129.000	PHILIP MORRIS INTL INC CUSIP NO: 718172109 ACCOUNT 07-16-002-3177656	97.220	10,430.69	12,541.38	.251	536.64	4.279	2,110.69
75.000	PROCTER & GAMBLE CO CUSIP NO: 742718109 ACCOUNT 07-16-002-3177656	89.750	5,273.65	6,731.25	.135	200.85	2.984	1,457.60
71.000	WAL-MART STORES INC CUSIP NO: 931142103 ACCOUNT 07-16-002-3177656	72.120	4,925.78	5,120.52	.102	142.00	2.773	194.74
	TOTAL CONSUMER STAPLES		126,628.97	141,558.01	2.829	3,553.10	2.510	14,929.04
	ENERGY							
330.000	APACHE CORP CUSIP NO: 037411105 ACCOUNT 07-16-002-6770663	63.870	20,361.20	21,077.10	.422	330.00	1.566	715.90

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67.000	CHEVRON CORP CUSIP NO: 166764100 ACCOUNT 07-16-002-3177656	102.920	6,793.77	6,895.64	.138	286.76	4.159	101.87
135.000	EOG RES INC CUSIP NO: 26875P101 ACCOUNT 07-16-002-3177805	96.710	10,286.33	13,055.85	.261	90.45	.693	2,769.52
198.000	EXXON MOBIL CORP CUSIP NO: 30231G102 ACCOUNT 07-16-002-3177656	87.280	14,892.12	17,281.44	.346	594.00	3.437	2,389.32
695.000	EXXON MOBIL CORP CUSIP NO: 30231G102 ACCOUNT 07-16-002-6770663	87.280	27,653.32	60,659.60	1.213	2,085.00	3.437	33,006.28
330.000	HESS CORP CUSIP NO: 42809H107 ACCOUNT 07-16-002-6770663	53.620	23,229.28	17,694.60	.354	330.00	1.865	-5,534.68
128.000	MRC GLOBAL INC CUSIP NO: 55345K103 ACCOUNT 07-16-002-3177821	16.430	1,696.97	2,103.04	.042			406.07
74.000	OCCIDENTAL PETE CORP DEL CUSIP NO: 67459J105 ACCOUNT 07-16-002-3177656	72.920	5,162.42	5,396.08	.108	224.96	4.169	233.66
595.000	OCCIDENTAL PETE CORP DEL CUSIP NO: 67459J105 ACCOUNT 07-16-002-6770663	72.920	32,623.11	43,387.40	.868	1,808.80	4.169	10,764.29
113.000	PBF ENERGY INC CL A COM CUSIP NO: 69318G106 ACCOUNT 07-16-002-3177821	22.640	3,593.77	2,558.32	.051	135.60	5.300	-1,035.45
31.000	PATTERSON-UTI ENERGY INC CUSIP NO: 703481101	22.370	457.86	693.47	.014	2.48	.358	235.61

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226.000	PHILLIPS 66 CUSIP NO: 718546104 ACCOUNT 07-16-002-3177755	80.550	17,959.87	18,204.30	.364	569.52	3.128	244.43
120.000	SCHLUMBERGER LTD CURACAO CUSIP NO: 806857108 ACCOUNT 07-16-002-3177656	78.640	9,085.35	9,436.80	.189	240.00	2.543	351.45
81.000	SCHLUMBERGER LTD CURACAO CUSIP NO: 806857108 ACCOUNT 07-16-002-3177805	78.640	6,088.37	6,369.84	.127	162.00	2.543	281.47
10.000	TESORO CORP CUSIP NO: 881609101 ACCOUNT 07-16-002-3177821	79.560	1,024.48	795.60	.016	22.00	2.765	-228.88
185.000	TETRA TECHNOLOGIES INC DEL CUSIP NO: 88162F105 ACCOUNT 07-16-002-3177821	6.110	1,502.64	1,130.35	.023			-372.29
66.000	VALERO ENERGY CORP NEW CUSIP NO: 91913Y100 ACCOUNT 07-16-002-3177656	53.000	4,752.36	3,498.00	.070	158.40	4.528	-1,254.36
225.000	WPX ENERGY INC CUSIP NO: 98212B103 ACCOUNT 07-16-002-3177821	13.190	1,611.74	2,967.75	.059			1,356.01
TOTAL ENERGY			188,774.96	233,205.18	4.665	7,039.97	3.019	44,430.22
FINANCIALS								
41.000	ASSURED GUARANTY LTD BERMUDA CUSIP NO: G0585R106 ACCOUNT 07-16-002-3177821	27.750	1,055.67	1,137.75	.023	21.32	1.874	82.08



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39.000	CARDONICS PLC UNITED KINGDOM CUSIP NO: G1991C105 ACCOUNT 07-16-002-3177821	44.600	1,552.59	1,739.40	.035			186.81
5.000	WHITE MTNS INS GROUP LTD ISIN BMC9618E1075 BERMUDA CUSIP NO: G9618E107 ACCOUNT 07-16-002-3177821	830.000	3,864.15	4,150.00	.083	5.00	.120	285.85
84.000	CHUBB LTD SWITZERLAND CUSIP NO: H1467J104 ACCOUNT 07-16-002-3177656	125.650	8,816.26	10,554.60	.211	231.84	2.197	1,738.34
319.000	APOLLO INVT CORP SH BEN INT COM CUSIP NO: 03761U106 ACCOUNT 07-16-002-3177821	5.800	2,029.08	1,850.20	.037	191.40	10.345	-178.88
67.000	ARTISAN PARTNERS ASSET MGMT INC COM CL A CUSIP NO: 04316A108 ACCOUNT 07-16-002-3177821	27.200	2,008.88	1,822.40	.036	160.80	8.824	-186.48
134.000	BANCORP INC DELAWARE COM CUSIP NO: 05969A105 ACCOUNT 07-16-002-3177821	6.420	1,022.30	860.28	.017			-162.02
117.000	BERKSHIRE HATHAWAY INC DEL NEW CL B COM CUSIP NO: 084670702 ACCOUNT 07-16-002-3177755	144.470	15,365.27	16,902.99	.338			1,537.72
19.000	BLACKROCK INC CL A CUSIP NO: 09247X101 ACCOUNT 07-16-002-3177656	362.460	3,360.72	6,886.74	.138	174.04	2.527	3,526.02



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20.000	BLACKROCK INC CL A CUSIP NO: 09247X101 ACCOUNT 07-16-002-3177805	362.460	5,913.50	7,249.20	.145	183.20	2.527	1,335.70
74.000	CME GROUP INC CUSIP NO: 12572Q105 ACCOUNT 07-16-002-3177656	104.520	7,071.39	7,734.48	.155	177.60	2.296	663.09
161.000	CNO FINL GROUP INC CUSIP NO: 12621E103 ACCOUNT 07-16-002-3177821	15.270	2,998.19	2,458.47	.049	51.52	2.096	-539.72
89.000	CAPITAL ONE FINL CORP CUSIP NO: 14040H105 ACCOUNT 07-16-002-3177805	71.830	6,672.83	6,392.87	.128	142.40	2.227	-279.96
247.000	FIFTH ST FIN CORP CUSIP NO: 31678A103 ACCOUNT 07-16-002-3177821	5.810	1,596.52	1,435.07	.029	177.84	12.392	-161.45
187.000	FIRST HORIZON NATL CORP CUSIP NO: 320517105 ACCOUNT 07-16-002-3177821	15.230	2,740.64	2,848.01	.057	52.36	1.838	107.37
103.000	FLEETCOR TECHNOLOGIES INC CUSIP NO: 339041105 ACCOUNT 07-16-002-3177755	173.730	15,659.28	17,894.19	.358			2,234.91
244.000	GENWORTH FINL INC CL A COM CUSIP NO: 37247D106 ACCOUNT 07-16-002-3177821	4.960	1,141.89	1,210.24	.024			68.35
286.000	HOPE BANCORP INC CUSIP NO: 43940T109 ACCOUNT 07-16-002-3177821	17.370	4,724.17	4,967.82	.099	125.84	2.533	243.65



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89.000	INVESTMENT TECHNOLOGY GRP NEW CUSIP NO: 46145F105 ACCOUNT 07-16-002-3177821	17.140	1,567.32	1,525.46	.031	24.92	1.634	-41.86
698.000	INVESTORS BANCORP INC NEW CUSIP NO: 46146L101 ACCOUNT 07-16-002-3177821	12.010	8,605.37	8,382.98	.168	167.52	1.998	-222.39
267.000	J P MORGAN CHASE & CO CUSIP NO: 4662SH100 ACCOUNT 07-16-002-3177656	66.590	16,776.57	17,779.53	.356	512.64	2.883	1,002.96
131.000	JANUS CAP GROUP INC CUSIP NO: 47102X105 ACCOUNT 07-16-002-3177821	14.010	1,934.39	1,835.31	.037	57.64	3.141	-99.08
158.000	KEYCORP NEW CUSIP NO: 493267108 ACCOUNT 07-16-002-3177821	12.170	1,848.60	1,922.86	.038	53.72	2.794	74.26
125.000	MARSH & MCLENNAN COS INC CUSIP NO: 571748102 ACCOUNT 07-16-002-3177656	67.250	6,835.11	8,406.25	.168	170.00	2.022	1,571.14
79.000	NORTHERN TR CORP CUSIP NO: 665859104 ACCOUNT 07-16-002-3177656	67.990	5,839.10	5,371.21	.107	120.08	2.236	-467.89
79.000	PNC FINL SVCS GROUP INC CUSIP NO: 693475105 ACCOUNT 07-16-002-3177656	90.090	7,117.60	7,117.11	.142	173.80	2.442	-.49
114.000	PNC FINL SVCS GROUP INC CUSIP NO: 693475105 ACCOUNT 07-16-002-3177805	90.090	5,474.76	10,270.26	.205	250.80	2.442	4,795.50
43.000	PRICE T ROWE GROUP INC CUSIP NO: 74144T108 ACCOUNT 07-16-002-3177656	66.500	3,090.02	2,859.50	.057	92.88	3.248	-230.52



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60.000	PRIVATEBANCORP INC CUSIP NO: 742962103 ACCOUNT 07-16-002-3177821	45.920	2,361.82	2,755.20	.055	2.40	.087	393.38
116.000	US BANCORP DEL COM NEW CUSIP NO: 902973304 ACCOUNT 07-16-002-3177656	42.890	4,850.74	4,975.24	.099	129.92	2.611	124.50
97.000	WADDELL & REED FINL INC CL A CUSIP NO: 930059100 ACCOUNT 07-16-002-3177821	18.160	1,973.64	1,761.52	.035	178.48	10.132	-212.12
175.000	WELLS FARGO & CO NEW COM CUSIP NO: 949746101 ACCOUNT 07-16-002-3177656	44.280	9,191.95	7,749.00	.155	266.00	3.433	-1,442.95
308.000	WELLS FARGO & CO NEW COM CUSIP NO: 949746101 ACCOUNT 07-16-002-3177755	44.280	16,042.02	13,638.24	.273	468.16	3.433	-2,403.78
241.000	WELLS FARGO & CO NEW COM CUSIP NO: 949746101 ACCOUNT 07-16-002-3177805	44.280	12,456.09	10,671.48	.213	366.32	3.433	-1,784.61
TOTAL FINANCIALS			193,558.43	205,115.86	4.101	4,730.44	2.306	11,557.43
HEALTH CARE								
90.000	ALLERGAN PLC IRELAND CUSIP NO: G0177J108 ACCOUNT 07-16-002-3177755	230.310	25,823.50	20,727.90	.415			-5,095.60

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48.000	ALLERGAN PLC IRELAND CUSIP NO: G0177J108 ACCOUNT 07-16-002-3177805	230.310	13,447.86	11,054.88	.221			-2,392.98
49.000	MEDTRONIC PLC IRELAND CUSIP NO: G5960L103 ACCOUNT 07-16-002-3177656	86.400	3,491.46	4,233.60	.085	84.28	1.991	742.14
133.000	MEDTRONIC PLC IRELAND CUSIP NO: G5960L103 ACCOUNT 07-16-002-3177805	86.400	9,119.04	11,491.20	.230	228.76	1.991	2,372.16
119.000	ABBVIE INC CUSIP NO: 00287Y109 ACCOUNT 07-16-002-3177656	63.070	7,405.63	7,505.33	.150	271.32	3.615	99.70
157.000	ALLSCRIPTS-MISYS HEALTHCARE SOLUTIONS INC COM CUSIP NO: 01988P108 ACCOUNT 07-16-002-3177821	13.170	2,207.17	2,067.69	.041			-139.48
42.000	BRISTOL MYERS SQUIBB CO CUSIP NO: 110122108 ACCOUNT 07-16-002-3177656	53.920	2,431.80	2,264.64	.045	63.84	2.819	-167.16
109.000	CELGENE CORP CUSIP NO: 151020104 ACCOUNT 07-16-002-3177755	104.530	12,623.01	11,393.77	.228			-1,229.24
267.000	CERNER CORP CUSIP NO: 156782104 ACCOUNT 07-16-002-3177755	61.750	14,616.46	16,487.25	.330			1,870.79
23.000	COMPUTER PROGRAMS & SYS INC CUSIP NO: 205306103 ACCOUNT 07-16-002-3177821	26.060	1,072.42	599.38	.012	31.28	5.219	-473.04



U.S. TRUST

Bank of America Corporation

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120.000	GNC HLDS INC CUSIP NO: 36191G107 ACCOUNT 07-16-002-3177821	20.420	3,770.07	2,450.40	.049	96.00	3.918	-1,319.67
207.000	GILEAD SCIENCES INC CUSIP NO: 375558103 ACCOUNT 07-16-002-3177755	79.120	21,495.29	16,377.84	.328	389.16	2.376	-5,117.45
70.000	HAEMONETICS CORP CUSIP NO: 405024100 ACCOUNT 07-16-002-3177821	36.210	2,373.95	2,534.70	.051			160.75
164.000	JOHNSON & JOHNSON CUSIP NO: 478160104 ACCOUNT 07-16-002-3177656	118.130	11,396.75	19,373.32	.387	524.80	2.709	7,976.57
20.000	MASIMO CORP CUSIP NO: 574795100 ACCOUNT 07-16-002-3177821	59.490	792.48	1,189.80	.024			397.32
229.000	MERCK & CO INC NEW COM CUSIP NO: 58933Y105 ACCOUNT 07-16-002-3177656	62.410	12,122.96	14,291.89	.286	421.36	2.948	2,168.93
335.000	NOVO-NORDISK A S ADR DENMARK CUSIP NO: 670100205 ACCOUNT 07-16-002-3177755	41.590	18,598.47	13,932.65	.279	345.21	2.478	-4,665.82
336.000	PFIZER INC CUSIP NO: 717081103 ACCOUNT 07-16-002-3177656	33.870	10,871.40	11,380.32	.228	403.20	3.543	508.92
26.000	PHARMERICA CORP CUSIP NO: 71714F104 ACCOUNT 07-16-002-3177821	28.070	872.65	729.82	.015			-142.83

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64.000	THERMO FISHER SCIENTIFIC CORP CUSIP NO: 883556102 ACCOUNT 07-16-002-3177805	159.060	7,753.92	10,179.84	.204	38.40	.377	2,425.92
31.000	UNITEDHEALTH GROUP INC CUSIP NO: 91324P102 ACCOUNT 07-16-002-3177656	140.000	3,513.70	4,340.00	.087	77.50	1.786	826.30
250.000	VCA INC CUSIP NO: 918194101 ACCOUNT 07-16-002-3177755	69.980	15,029.26	17,495.00	.350			2,465.74
TOTAL HEALTH CARE			200,829.25	202,101.22	4.045	2,975.11	1.472	1,271.97
INDUSTRIALS								
156.000	ACTUANT CORP COM CL A NEW CUSIP NO: 00508X203 ACCOUNT 07-16-002-3177821	23.240	3,378.80	3,625.44	.073	6.24	.172	246.64
42.000	APPLIED INDL TECHNOLOGIES INC CUSIP NO: 03820C105 ACCOUNT 07-16-002-3177821	46.740	1,732.90	1,963.08	.039	47.04	2.396	230.18
35.000	ARMSTRONG WORLD INDS INC NEW COM CUSIP NO: 04247X102 ACCOUNT 07-16-002-3177821	41.320	1,281.27	1,446.20	.029			164.93
109.000	BE AEROSPACE INC CUSIP NO: 07302101 ACCOUNT 07-16-002-3177821	51.660	5,124.79	5,630.94	.113	91.56	1.626	506.15
46.000	BRINKS CO CUSIP NO: 109696104 ACCOUNT 07-16-002-3177821	37.080	1,352.75	1,705.68	.034	18.40	1.079	352.93

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29.000	CEB INC CUSIP NO: 125134106 ACCOUNT 07-16-002-3177821	54.470	1,695.97	1,579.63	.032	47.85	3.029	-116.34
71.000	CLEAN HBS INC CUSIP NO: 184496107 ACCOUNT 07-16-002-3177821	47.980	3,233.27	3,406.58	.068			173.31
59.000	COPART INC CUSIP NO: 217204106 ACCOUNT 07-16-002-3177821	53.560	2,072.13	3,160.04	.063			1,087.91
133.000	CUMMINS INC CUSIP NO: 231021106 ACCOUNT 07-16-002-3177755	128.150	15,578.84	17,043.95	.341	545.30	3.199	1,465.11
58.000	DOVER CORP CUSIP NO: 260003108 ACCOUNT 07-16-002-3177656	73.640	3,624.53	4,271.12	.085	102.08	2.390	646.59
10.000	DYCOM INDS INC CUSIP NO: 267475101 ACCOUNT 07-16-002-3177821	81.780	785.88	817.80	.016			31.92
408.000	FASTENAL CO CUSIP NO: 311900104 ACCOUNT 07-16-002-3177755	41.780	15,532.34	17,046.24	.341	489.60	2.872	1,513.90
61.000	GENERAL DYNAMICS CORP CUSIP NO: 369550108 ACCOUNT 07-16-002-3177656	155.160	8,816.13	9,464.76	.189	185.44	1.959	648.63
72.000	HARSCO CORP CUSIP NO: 415864107 ACCOUNT 07-16-002-3177821	9.930	601.57	714.96	.014			113.39
113.000	HONEYWELL INTL INC CUSIP NO: 438516106 ACCOUNT 07-16-002-3177656	116.590	11,449.70	13,174.67	.263	268.94	2.041	1,724.97

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UNITS	DESCRIPTION	MARKET PRICE	FEDERAL TAX COST	MARKET VALUE	% OF ACCOUNT	ESTIMATED ANNUAL INCOME	CURRENT YIELD	UNREALIZED GAIN/LOSS
93.000	HONEYWELL INTL INC CUSIP NO: 438516106 ACCOUNT 07-16-002-3177805	116.590	9,046.88	10,842.87	.217	221.34	2.041	1,795.99
145.000	KLX INC CUSIP NO: 482539103 ACCOUNT 07-16-002-3177821	35.200	5,067.59	5,104.00	.102			36.41
84.000	KENAMETAL INC CUSIP NO: 489170100 ACCOUNT 07-16-002-3177821	29.020	2,008.81	2,437.68	.049	67.20	2.757	428.87
38.000	LOCKHEED MARTIN CORP CUSIP NO: 539830109 ACCOUNT 07-16-002-3177656	239.720	8,088.44	9,109.36	.182	276.64	3.037	1,020.92
172.000	MIDDLEBY CORP CUSIP NO: 596278101 ACCOUNT 07-16-002-3177755	123.620	18,858.23	21,262.64	.425			2,404.41
43.000	NORTHROP GRUMMAN CORP CUSIP NO: 666807102 ACCOUNT 07-16-002-3177805	213.950	7,007.07	9,199.85	.184	154.80	1.683	2,192.78
26.000	PARKER HANNIFIN CORP CUSIP NO: 701094104 ACCOUNT 07-16-002-3177656	125.530	2,744.46	3,263.78	.065	65.52	2.007	519.32
57.000	RAYTHEON CO COM NEW CUSIP NO: 755111507 ACCOUNT 07-16-002-3177805	136.130	6,658.75	7,759.41	.155	167.01	2.152	1,100.66
54.000	TEREX CORP NEW CUSIP NO: 880779103 ACCOUNT 07-16-002-3177821	25.410	903.33	1,372.14	.027	15.12	1.102	468.81
35.000	3M CO CUSIP NO: 88579Y101	176.230	6,168.24	6,168.05	.123	155.40	2.519	-.19

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415.000	3M CO CUSIP NO: 88579Y101 ACCOUNT 07-16-002-6770663	176.230	40,038.37	73,135.45	1.463	1,842.60	2.519	33,097.08
245.000	UNION PAC CORP CUSIP NO: 907818108 ACCOUNT 07-16-002-3177755	97.530	21,257.78	23,894.85	.478	539.00	2.256	2,637.07
97.000	UNION PAC CORP CUSIP NO: 907818108 ACCOUNT 07-16-002-3177805	97.530	8,247.43	9,460.41	.189	213.40	2.256	1,212.98
90.000	UNITED PARCEL SVC INC CL B CUSIP NO: 911312106 ACCOUNT 07-16-002-3177656	109.360	8,937.40	9,842.40	.197	280.80	2.853	905.00
600.000	UNITED TECHNOLOGIES CORP CUSIP NO: 913017109 ACCOUNT 07-16-002-6770663	101.600	23,126.82	60,960.00	1.219	1,584.00	2.598	37,833.18
78.000	WASTE MGMT INC DEL CUSIP NO: 94106L109 ACCOUNT 07-16-002-3177656	63.760	4,275.91	4,973.28	.099	127.92	2.572	697.37
TOTAL INDUSTRIALS			<u>248,696.38</u>	<u>343,837.26</u>	<u>6.874</u>	<u>7,513.20</u>	<u>2.185</u>	<u>95,140.88</u>
INFORMATION TECHNOLOGY								
108.000	NXP SEMICONDUCTORS NV NETHERLANDS CUSIP NO: N6596X109 ACCOUNT 07-16-002-3177805	102.010	9,077.02	11,017.08	.220			1,940.06
200.000	ACI WORLDWIDE INC CUSIP NO: 004498101 ACCOUNT 07-16-002-3177821	19.380	4,487.91	3,876.00	.078			-611.91

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65.000	ACTIVISION BLIZZARD INC CUSIP NO: 00507V109 ACCOUNT 07-16-002-3177656	44.300	2,448.58	2,879.50	.058	16.90	.587	430.92
85.000	ADTRAN INC CUSIP NO: 00738A106 ACCOUNT 07-16-002-3177821	19.140	1,344.67	1,626.90	.033	30.60	1.881	282.23
37.000	ALPHABET INC CL A COM CUSIP NO: 02079K305 ACCOUNT 07-16-002-3177755	804.060	24,644.22	29,750.22	.595			5,106.00
9.000	ALPHABET INC CL A COM CUSIP NO: 02079K305 ACCOUNT 07-16-002-3177805	804.060	5,675.18	7,236.54	.145			1,561.36
313.000	AMPHENOL CORP NEW CL A CUSIP NO: 032095101 ACCOUNT 07-16-002-3177755	64.920	8,399.98	20,319.96	.406	175.28	.863	11,919.98
120.000	APPLE INC CUSIP NO: 037833100 ACCOUNT 07-16-002-3177656	113.050	13,468.42	13,566.00	.271	273.60	2.017	97.58
318.000	APPLE INC CUSIP NO: 037833100 ACCOUNT 07-16-002-3177755	113.050	35,222.67	35,949.90	.719	725.04	2.017	727.23
159.000	APPLE INC CUSIP NO: 037833100 ACCOUNT 07-16-002-3177805	113.050	17,344.52	17,974.95	.359	362.52	2.017	630.43
67.000	AUTOMATIC DATA PROCESSING INC CUSIP NO: 053015103 ACCOUNT 07-16-002-3177656	88.200	5,361.84	5,909.40	.118	142.04	2.404	547.56



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27.000	BROADRIDGE FINL SOLUTIONS INC CUSIP NO: 11133T103 ACCOUNT 07-16-002-3177821	67.790	1,426.97	1,830.33	.037	35.64	1.947	403.36
383.000	CISCO SYS INC CUSIP NO: 17275R102 ACCOUNT 07-16-002-3177656	31.720	10,043.39	12,148.76	.243	398.32	3.279	2,105.37
257.000	CISCO SYS INC CUSIP NO: 17275R102 ACCOUNT 07-16-002-3177805	31.720	6,430.85	8,152.04	.163	267.28	3.279	1,721.19
319.000	COGNIZANT TECHNOLOGY SOLUTIONS CL A CUSIP NO: 192446102 ACCOUNT 07-16-002-3177755	47.710	14,349.23	15,219.49	.304			870.26
119.000	CONVERGYS CORP CUSIP NO: 212485106 ACCOUNT 07-16-002-3177821	30.420	2,804.39	3,619.98	.072	42.84	1.183	815.59
51.000	DOLBY LABORATORIES INC CL A COM CUSIP NO: 25659T107 ACCOUNT 07-16-002-3177821	54.290	1,610.95	2,768.79	.055	24.48	.884	1,157.84
137.000	FACEBOOK INC CL A COM CUSIP NO: 30303M102 ACCOUNT 07-16-002-3177805	128.270	11,938.54	17,572.99	.351			5,634.45
161.000	FIREEYE INC CUSIP NO: 31816Q101 ACCOUNT 07-16-002-3177805	14.730	4,946.39	2,371.53	.047			-2,574.86
31.000	GLOBAL PMTS INC CUSIP NO: 37940X102 ACCOUNT 07-16-002-3177821	76.760	1,919.20	2,379.56	.048	1.24	.052	460.36



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196.000	HARMONIC INC CUSIP NO: 413160102 ACCOUNT 07-16-002-3177821	5.930	1,103.67	1,162.28	.023			58.61
163.000	INTEL CORP CUSIP NO: 458140100 ACCOUNT 07-16-002-3177656	37.750	5,012.48	6,153.25	.123	169.52	2.755	1,140.77
190.000	INTERMIL CORP CL A CUSIP NO: 46069S109 ACCOUNT 07-16-002-3177821	21.930	2,347.92	4,166.70	.083	91.20	2.189	1,818.78
167.000	INTUIT CUSIP NO: 461202103 ACCOUNT 07-16-002-3177755	110.010	14,549.01	18,371.67	.367	227.12	1.236	3,822.66
47.000	LAM RESEARCH CORP CUSIP NO: 512807108 ACCOUNT 07-16-002-3177656	94.710	3,746.73	4,451.37	.089	56.40	1.267	704.64
43.000	MTS SYS CORP CUSIP NO: 553777103 ACCOUNT 07-16-002-3177821	46.030	2,331.88	1,979.29	.040	51.60	2.607	-352.59
271.000	MASTERCARD INC CL A COM CUSIP NO: 576360104 ACCOUNT 07-16-002-3177755	101.770	25,037.41	27,579.67	.552	205.96	.747	2,542.26
254.000	MAXIMUS INC CUSIP NO: 577933104 ACCOUNT 07-16-002-3177755	56.560	15,767.42	14,366.24	.287	45.72	.318	-1,401.18
400.000	MICROSOFT CORP CUSIP NO: 594918104 ACCOUNT 07-16-002-3177656	57.600	10,310.02	23,040.00	.461	624.00	2.708	12,729.98

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55.000	PALO ALTO NETWORKS INC CUSIP NO: 697435105 ACCOUNT 07-16-002-3177805	159.330	8,338.93	8,763.15	.175			424.22
82.000	QUALCOMM INC CUSIP NO: 747525103 ACCOUNT 07-16-002-3177656	68.500	5,124.81	5,617.00	.112	173.84	3.095	492.19
73.000	SYKES ENTERPRISES INC CUSIP NO: 871237103 ACCOUNT 07-16-002-3177821	28.130	2,027.51	2,053.49	.041			25.98
109.000	TEXAS INSTRS INC CUSIP NO: 882508104 ACCOUNT 07-16-002-3177656	70.180	5,551.79	7,649.62	.153	165.68	2.166	2,097.83
109.000	VERIFONE SYS INC CUSIP NO: 92342Y109 ACCOUNT 07-16-002-3177821	15.740	1,889.08	1,715.66	.034			-173.42
48.000	VERINT SYS INC CUSIP NO: 92343X100 ACCOUNT 07-16-002-3177821	37.630	1,607.50	1,806.24	.036			198.74
148.000	VISA INC CL A COM CUSIP NO: 92826C839 ACCOUNT 07-16-002-3177805	82.700	10,282.23	12,239.60	.245	82.88	.677	1,957.37
55.000	ZEBRA TECHNOLOGIES CORP CL A CUSIP NO: 989207105 ACCOUNT 07-16-002-3177821	69.610	2,905.83	3,828.55	.077			922.72
TOTAL INFORMATION TECHNOLOGY			300,879.14	361,113.70	7.220	4,389.70	1.216	60,234.56
MATERIALS								

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45.000	LYONDELLBASELL INDUSTRIES NV CL A COM NETHERLANDS CUSIP NO: N53745100 ACCOUNT 07-16-002-3177656	80.660	3,903.73	3,629.70	.073	153.00	4.215	-274.03
96.000	LYONDELLBASELL INDUSTRIES NV CL A COM NETHERLANDS CUSIP NO: N53745100 ACCOUNT 07-16-002-3177805	80.660	7,718.88	7,743.36	.155	326.40	4.215	24.48
41.000	CABOT CORP CUSIP NO: 127055101 ACCOUNT 07-16-002-3177821	52.410	1,574.54	2,148.81	.043	49.20	2.290	574.27
55.000	CELANESE CORP DEL SER A COM CUSIP NO: 150870103 ACCOUNT 07-16-002-3177821	66.560	3,524.26	3,660.80	.073	79.20	2.163	136.54
170.000	COMMERCIAL METALS CO CUSIP NO: 201723103 ACCOUNT 07-16-002-3177821	16.190	2,474.69	2,752.30	.055	81.60	2.965	277.61
48.000	DOW CHEM CO CUSIP NO: 260543103 ACCOUNT 07-16-002-3177656	51.830	2,245.62	2,487.84	.050	88.32	3.550	242.22
25.000	EAGLE MATERIALS INC CUSIP NO: 26969P108 ACCOUNT 07-16-002-3177821	77.300	1,425.67	1,932.50	.039	10.00	.517	506.83
190.000	ECOLAB INC CUSIP NO: 278865100 ACCOUNT 07-16-002-3177755	121.720	13,090.46	23,126.80	.463	266.00	1.150	10,036.34
141.000	GLATFELTER CUSIP NO: 377316104	21.680	2,412.95	3,056.88	.061	70.50	2.306	643.93

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19.000	HYSTER-YALE MATLS HANDLING INC CL A COM CUSIP NO: 449172105 ACCOUNT 07-16-002-3177821	60.130	952.97	1,142.47	.023	22.42	1.962	189.50
74.000	KOPPERS HLDGS INC CUSIP NO: 50060P106 ACCOUNT 07-16-002-3177821	32.180	1,522.20	2,381.32	.048			859.12
60.000	MONSANTO CO NEW COM CUSIP NO: 61166W101 ACCOUNT 07-16-002-3177805	102.200	2,581.05	6,132.00	.123	129.60	2.114	3,550.95
65.000	SONOCO PRODS CO CUSIP NO: 835495102 ACCOUNT 07-16-002-3177656	52.830	3,141.02	3,433.95	.069	96.20	2.801	292.93
TOTAL MATERIALS			46,568.04	63,628.73	1.275	1,372.44	2.157	17,060.69
REAL ESTATE								
30.000	ALEXANDER & BALDWIN INC NEW CUSIP NO: 014491104 ACCOUNT 07-16-002-3177821	38.420	966.71	1,152.60	.023	7.20	.625	185.89
TOTAL REAL ESTATE			966.71	1,152.60	.023	7.20	.625	185.89
TELECOMMUNICATION SERVICES								
234.000	VERIZON COMMUNICATIONS INC CUSIP NO: 92343V104 ACCOUNT 07-16-002-3177656	51.980	10,677.69	12,163.32	.243	540.54	4.444	1,485.63
TOTAL TELECOMMUNICATION SERVICES			10,677.69	12,163.32	.243	540.54	4.444	1,485.63
UTILITIES								

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56.000	AMERICAN ELEC PWR INC CUSIP NO: 025537101 ACCOUNT 07-16-002-3177656	64.210	3,043.38	3,595.76	.072	125.44	3.489	552.38
71.000	CMS ENERGY CORP CUSIP NO: 125896100 ACCOUNT 07-16-002-3177656	42.010	2,349.40	2,982.71	.060	88.04	2.952	633.31
31.000	DOMINION RES INC VA NEW CUSIP NO: 25746U109 ACCOUNT 07-16-002-3177656	74.270	2,109.73	2,302.37	.046	86.80	3.770	192.64
45.000	EL PASO ELEC CO COM NEW CUSIP NO: 283677854 ACCOUNT 07-16-002-3177821	46.770	1,570.25	2,104.65	.042	55.80	2.651	534.40
62.000	EVERSOURCE ENERGY CUSIP NO: 30040W108 ACCOUNT 07-16-002-3177656	54.180	3,064.38	3,359.16	.067	110.36	3.285	294.78
35.000	NEXTERA ENERGY INC CUSIP NO: 65339F101 ACCOUNT 07-16-002-3177656	122.320	3,408.79	4,281.20	.086	121.80	2.845	872.41
63.000	PG&E CORP CUSIP NO: 69331C108 ACCOUNT 07-16-002-3177656	61.170	3,108.95	3,853.71	.077	123.48	3.204	744.76
12.000	PIEDMONT NAT GAS INC CUSIP NO: 720186105 ACCOUNT 07-16-002-3177821	60.040	440.79	720.48	.014			279.69
28.000	SEMPRA ENERGY CUSIP NO: 816851109 ACCOUNT 07-16-002-3177656	107.190	2,636.21	3,001.32	.060	84.56	2.817	365.11
45.000	WEC ENERGY GROUP INC CUSIP NO: 92939U106	59.880	2,141.48	2,694.60	.054	89.10	3.307	553.12



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TOTAL UTILITIES								
MUTUAL FUNDS-EQUITY								
8,699.756	AQR DIVERSIFIED ARBITRAGE FUND CL I CUSIP NO: 00203H602 ACCOUNT 07-16-002-3372612	9.550	79,776.76	83,082.67	1.662	3,949.69	4.754	3,305.91
6,745.511	AQR MANAGED FUTURES STRATEGY FUND CL I CUSIP NO: 00203H859 ACCOUNT 07-16-002-3372612	10.130	68,243.14	68,332.03	1.367	3,082.70	4.511	88.89
6,221.909	ARBITRAGE FUND CL I CUSIP NO: 03875R205 ACCOUNT 07-16-002-3372612	13.230	81,320.35	82,315.86	1.646			995.51
4,669.408	BLACKROCK GLOBAL LONG/SHORT EQUITY FUND INSTL CL CUSIP NO: 091936526 ACCOUNT 07-16-002-3372612	10.590	51,091.82	49,449.03	.989			-1,642.79
.698	COLUMBIA DIVIDEND INCOME FUND CLASS Z SHARES CUSIP NO: 19765N245 ACCOUNT 07-16-002-3177656	18.780	12.98	13.11		.30	2.288	.13
1,398.853	JANUS ENTERPRISE FUND CL I CUSIP NO: 47103C795 ACCOUNT 07-16-002-6770663	96.600	86,371.85	135,129.20	2.702	502.19	.372	48,757.35
21,595.648	MAINSTAY EPOCH GLOBAL EQUITY YIELD FUND I CUSIP NO: 56063J864 ACCOUNT 07-16-002-6770663	17.910	327,821.95	386,778.06	7.735	12,051.38	3.116	58,956.11



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6,353.258	NEUBERGER BERMAN LONG SHORT FUND INSTL CL CUSIP NO: 64128R608 ACCOUNT 07-16-002-3372612	12.830	79,733.38	81,512.30	1.630	6.35	.008	1,778.92
6,366.724	PRUDENTIAL GLOBAL REAL ESTATE FUND CL Z CUSIP NO: 744336504 ACCOUNT 07-16-002-6770663	24.920	152,000.00	158,658.76	3.173	2,876.49	1.813	6,658.76
5,434.387	BOSTON PARTNERS LONG/SHORT RESH FUND INSTL CL CUSIP NO: 74925K581 ACCOUNT 07-16-002-3372612	15.120	80,428.93	82,167.93	1.643			1,739.00
10,963.305	SCHRODER EMERGING MKT EQUITY FUND INV CL CUSIP NO: 808090757 ACCOUNT 07-16-002-6770663	12.660	125,000.00	138,795.44	2.776	1,129.22	.814	13,795.44
.302	UNDISCOVERED MANAGERS FDS BEHAVIORAL VALUE FD INSTL CL CUSIP NO: 904504842 ACCOUNT 07-16-002-3177821	61.580	16.59	18.60		.14	.753	2.01
TOTAL MUTUAL FUNDS-EQUITY				<u>1,266,252.99</u>	<u>25.323</u>	<u>23,598.46</u>	<u>1.864</u>	<u>134,435.24</u>
OTHER EQUITIES								
12,000.000	DB X-TRACKERS MSCI EAFE HEDGED EQUITY FUND CUSIP NO: 233051200 ACCOUNT 07-16-002-6770663	26.380	330,519.50	316,560.00	6.331	9,439.68	2.982	-13,959.50
3,000.000	ISHARES EDGE MSCI MIN VOL EMERGING MKTS ETF CUSIP NO: 464286533 ACCOUNT 07-16-002-6770663	54.060	162,008.86	162,180.00	3.243	3,849.43	2.374	171.14

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44.000	ISHARES NASDAQ BIOTECHNOLOGY ETF CUSIP NO: 464287556 ACCOUNT 07-16-002-3177805	289.460	14,684.34	12,736.24	.255	19.04	.149	-1,948.10
2,000.000	POWERSHARES FTSE RAFI U S 1500 SMALL-MID PORTFOLIO CUSIP NO: 73935X567 ACCOUNT 07-16-002-6770663	105.390	137,984.81	210,780.00	4.215	2,334.80	1.108	72,795.19
2,000.000	POWERSHARES DB AGRIC FUND CL F CUSIP NO: 73936B408 ACCOUNT 07-16-002-6770663	19.980	44,519.40	39,960.00	.799			-4,559.40
269.000	SPDR S&P HOMEBUILDERS ETF CUSIP NO: 78464A888 ACCOUNT 07-16-002-3177805	33.940	9,667.13	9,129.86	.183	57.62	.631	-537.27
594.000	SELECT SECTOR SPDR TR FINANCIAL SHS BEN INT CUSIP NO: 81369Y605 ACCOUNT 07-16-002-3177805	19.300	12,978.16	11,464.20	.229	301.94	2.634	-1,513.96
59.415	REAL ESTATE SELECT SECTOR SPDR FUND ETF CUSIP NO: 81369Y860 ACCOUNT 07-16-002-3177805	32.770	1,897.39	1,947.03	.039	64.56	3.316	49.64
2,035.000	VANGUARD REIT ETF CUSIP NO: 922908553 ACCOUNT 07-16-002-6770663	86.740	128,060.32	176,515.90	3.530	6,876.27	3.896	48,455.58
	TOTAL OTHER EQUITIES		842,319.91	941,273.23	18.824	22,943.34	2.437	98,953.32
	TOTAL EQUITIES		3,535,355.27	4,052,673.63	81.050	83,337.10	2.056	517,318.36



L I S T O F A C C O U N T A S S E T S

AS OF 09/30/16

UNITS	DESCRIPTION	MARKET PRICE	FEDERAL TAX COST	MARKET VALUE	% OF ACCOUNT	ESTIMATED ANNUAL INCOME	CURRENT YIELD	UNREALIZED GAIN/LOSS
BALANCED FUNDS								
MUTUAL FUNDS-BALANCED								
19.623.234	CREDIT SUISSE COMMODITY-RETURN STRATEGY FUND CL I CUSIP NO: 22544R305 ACCOUNT 07-16-002-6770663	4.940	125,000.00	96,938.78	1.939			-28,061.22
5.875.453	LEGG MASON BW ABSOLUTE RETURN OPPORTUNITIES FUND CL I CUSIP NO: 524686672 ACCOUNT 07-16-002-3372612	11.640	67,332.69	68,390.27	1.368	1,217.28	1.780	1,057.58
TOTAL MUTUAL FUNDS-BALANCED								
			192,332.69	165,329.05	3.307	1,217.28	.736	-27,003.64
TOTAL BALANCED FUNDS								
			192,332.69	165,329.05	3.307	1,217.28	.736	-27,003.64
ALTERNATIVE INVESTMENTS								
PRIVATE EQUITY								
30.000	HAMILTON LANE PRIVATE EQUITY FUND IX LP - CL A CUSIP NO: 71EF69990 ACCOUNT 07-16-002-6770663	1,014.160	30,000.00	30,424.80	.608			424.80
TOTAL PRIVATE EQUITY								
			30,000.00	30,424.80	.608			424.80
REAL ESTATE								
78.000	AG MTG INVT TR INC REITS CUSIP NO: 001228105 ACCOUNT 07-16-002-3177821	15.750	1,165.30	1,228.50	.025	148.20	12.063	63.20
140.000	APOLLO COML REAL ESTATE FIN INC REITS CUSIP NO: 03762U105	16.370	2,355.84	2,291.80	.046	257.60	11.240	-64.04

Seth M. Milliken Foundation, Inc
 EIN 23-7213940
 FYE September 30, 2016
 Attachment to Form 990PF, Part II



L I S T O F A C C O U N T A S S E T S

AS OF 09/30/16

UNITS	DESCRIPTION	MARKET PRICE	FEDERAL TAX COST	MARKET VALUE	% OF ACCOUNT	ESTIMATED ANNUAL INCOME	CURRENT YIELD	UNREALIZED GAIN/LOSS
116.000	CHATHAM LODGING TR REITS CUSIP NO: 16208T102 ACCOUNT 07-16-002-3177821	19.250	2,497.30	2,233.00	.045	153.12	6.857	-264.30
283.000	COLONY CAPITAL INC REITS CUSIP NO: 19624R106 ACCOUNT 07-16-002-3177821	18.230	5,568.74	5,159.09	.103	452.80	8.777	-409.65
29.000	COLONY STARWOOD HOMES REITS CUSIP NO: 19625X102 ACCOUNT 07-16-002-3177821	28.700	672.38	832.30	.017	25.52	3.066	159.92
29.000	CROWN CASTLE INTL CORP REITS CUSIP NO: 22822V101 ACCOUNT 07-16-002-3177656	94.210	2,407.09	2,732.09	.055	102.66	3.758	325.00
67.000	DUKE RLTY CORP COM NEW CUSIP NO: 264411505 ACCOUNT 07-16-002-3177656	27.330	1,847.09	1,831.11	.037	48.24	2.634	-15.98
10.000	ESSEX PPTY TR INC CUSIP NO: 297178105 ACCOUNT 07-16-002-3177656	222.700	2,142.28	2,227.00	.045	64.00	2.874	84.72
277.000	FRANKLIN STR PTYS CORP REITS CUSIP NO: 35471R106 ACCOUNT 07-16-002-3177821	12.600	2,849.65	3,490.20	.070	210.52	6.032	640.55
21.000	PEBBLEBROOK HOTEL TR CUSIP NO: 70509V100 ACCOUNT 07-16-002-3177821	26.600	516.38	558.60	.011	31.92	5.714	42.22

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AS OF 09/30/16

UNITS	DESCRIPTION	MARKET PRICE	FEDERAL TAX COST	MARKET VALUE	% OF ACCOUNT	ESTIMATED ANNUAL INCOME	CURRENT YIELD	UNREALIZED GAIN/LOSS
32.000	POTLATCH CORP NEW REIT CUSIP NO: 737630103 ACCOUNT 07-16-002-3177821	38.890	1,051.72	1,244.48	.025	48.00	3.857	192.76
34.000	PUBLIC STORAGE INC COM (REIT) CUSIP NO: 74460D109 ACCOUNT 07-16-002-3177656	223.140	7,021.75	7,586.76	.152	244.80	3.227	565.01
130.000	RAYONIER INC REIT CUSIP NO: 754907103 ACCOUNT 07-16-002-3177821	26.540	3,054.36	3,450.20	.069	130.00	3.768	395.84
28.000	RYMAN HOSPITALITY PPTYS INC REITS CUSIP NO: 78377T107 ACCOUNT 07-16-002-3177821	48.160	1,442.24	1,348.48	.027	84.00	6.229	-93.76
23.000	SIMON PPTY GROUP INC NEW CUSIP NO: 82806109 ACCOUNT 07-16-002-3177656	207.010	4,120.91	4,761.23	.095	148.35	3.116	640.32
68.000	STARWOOD PPTY TR INC REITS CUSIP NO: 85571B105 ACCOUNT 07-16-002-3177821	22.520	1,401.56	1,531.36	.031	130.56	8.526	129.80
	TOTAL REAL ESTATE		40,114.59	42,506.20	.853	2,280.29	5.365	2,391.61
	TOTAL ALTERNATIVE INVESTMENTS		70,114.59	72,931.00	1.461	2,280.29	3.127	2,816.41
	TOTAL INVESTMENTS		4,499,909.63	5,000,387.33	100.000	102,807.76	2.056	500,477.70