



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



EXTENDED TO SEPTEMBER 15, 2017

Return of Private Foundation

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

OMB No 1545-0052

2015

Open to Public Inspection

Form 990-PF

Department of the Treasury
Internal Revenue ServiceDo 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.

For calendar year 2015 or tax year beginning NOV 1, 2015, and ending OCT 31, 2016

Name of foundation

HP FOUNDATION

A Employer identification number

94-2618409

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

1501 PAGE MILL ROAD C/O CATHIE LESJAK

Room/suite

MS1300

B Telephone number

(858) 924-4341

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

PALO ALTO, CA 94304

C If exemption application is pending, check here ☐

G Check all that apply

☐

Initial return

☐

Initial return of a former public charity

☐

Final return

☐

Amended return

☐

Address change

☐

Name change

D 1. Foreign organizations, check here ☐2. Foreign organizations meeting the 85% test, check here and attach computation ☐

H Check type of organization

☒

Section 501(c)(3) exempt private foundation

☐ Section 4947(a)(1) nonexempt charitable trust☐

Other taxable private foundation

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

I Fair market value of all assets at end of year

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

J Accounting method

☐

Cash

☒

Accrual

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

\$ 58,353,425. (Part I, column (d) must be on cash basis.)

Part I

Analysis of Revenue and Expenses

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)

(a) Revenue and expenses per books

(b) Net investment income

(c) Adjusted net income

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

1 Contributions, gifts, grants, etc., received

0.

N/A

2 Check ☒ if the foundation is not required to attach Sch B

3 Interest on savings and temporary cash investments

308.

542,699.

STATEMENT 2

4 Dividends and interest from securities

975,539.

5a Gross rents

b Net rental income or (loss)

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

504,924.

STATEMENT 1

b Gross sales price for all assets on line 6a

5,705,175.

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

6,591,792.

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

<1,153,425.>

7,260.

SEP 20 2017

STATEMENT 3

12 Total. Add lines 1 through 11

<648,193.>

8,117,290.

13 Compensation of officers, directors, trustees, etc

0.

OGDEN, UT

14 Other employee salaries and wages

15 Pension plans, employee benefits

16a Legal fees

b Accounting fees

STMT 4

40,992.

20,496.

20,496.

c Other professional fees

STMT 5

42,287.

42,287.

0.

17 Interest

18 Taxes

STMT 6

80,119.

2,772.

0.

19 Depreciation and depletion

20 Occupancy

21 Travel, conferences, and meetings

22 Printing and publications

23 Other expenses

STMT 7

757,936.

40,786.

757,936.

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

921,334.

106,341.

778,432.

25 Contributions, gifts, grants paid

63,583,382.

5,363,734.

26 Total expenses and disbursements. Add lines 24 and 25

64,504,716.

106,341.

6,142,166.

27 Subtract line 26 from line 12

a Excess of revenue over expenses and disbursements

<65,152,909.>

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

8,010,949.

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

N/A

523501

11-24-15

LHA For Paperwork Reduction Act Notice, see instructions.

Form 990-PF (2015)

1

14300912 756877 43900-TAX

2015.06000 HP FOUNDATION

9-31 43900-01

SCANNED SEP 21 2017

RECEIVED

SEP 20 2017

OGDEN, UT

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			
2 Savings and temporary cash investments	378,550.	440.	440.
3 Accounts receivable ▶			
Less allowance for doubtful accounts ▶			
4 Pledges receivable ▶			
Less allowance for doubtful accounts ▶			
5 Grants receivable	55,375,164.	25,618,205.	25,618,205.
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		24,000.	24,000.
10a Investments - U S and state government obligations			
b Investments - corporate stock			
c Investments - corporate bonds			
11 Investments - land, buildings, and equipment basis ▶			
Less accumulated depreciation ▶			
12 Investments - mortgage loans			
13 Investments - other STMT 9	67,681,132.	32,556,192.	32,556,192.
14 Land, buildings, and equipment basis ▶			
Less accumulated depreciation ▶			
15 Other assets (describe ▶ STATEMENT 10)	0.	154,588.	154,588.
16 Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	123,434,846.	58,353,425.	58,353,425.
Liabilities			
17 Accounts payable and accrued expenses		103,899.	
18 Grants payable		87,470.	
19 Deferred revenue			
20 Loans from officers, directors, trustees, and other disqualified persons			
21 Mortgages and other notes payable			
22 Other liabilities (describe ▶ EXCISE TAX PAYABLE)	225,176.	105,295.	
23 Total liabilities (add lines 17 through 22)	225,176.	296,664.	
Net Assets or Fund Balances			
Foundations that follow SFAS 117, check here <input type="checkbox"/>			
and complete lines 24 through 26 and lines 30 and 31.			
24 Unrestricted			
25 Temporarily restricted			
26 Permanently restricted			
Foundations that do not follow SFAS 117, check here <input checked="" type="checkbox"/>			
and complete lines 27 through 31.			
27 Capital stock, trust principal, or current funds	0.	0.	
28 Paid-in or capital surplus, or land, bldg, and equipment fund	0.	0.	
29 Retained earnings, accumulated income, endowment, or other funds	123,209,670.	58,056,761.	
30 Total net assets or fund balances	123,209,670.	58,056,761.	
31 Total liabilities and net assets/fund balances	123,434,846.	58,353,425.	

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	123,209,670.
2 Enter amount from Part I, line 27a	2	<65,152,909.>
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	58,056,761.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	58,056,761.

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 STATEMENTS			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e 5,705,175.		<886,617.>	6,591,792.

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

(i) FMV 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			6,591,792.

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 6,591,792.
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	5,381,671.	68,296,449.	.078799
2013	11,373,727.	62,943,196.	.180698
2012	6,711,840.	46,541,005.	.144213
2011	4,802,550.	50,240,461.	.095591
2010	4,398,264.	46,771,976.	.094036

2 Total of line 1, column (d)	2 .593337
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 .118667
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4 34,179,610.
5 Multiply line 4 by line 3	5 4,055,992.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6 80,109.
7 Add lines 5 and 6	7 4,136,101.
8 Enter qualifying distributions from Part XII, line 4	8 6,142,166.
If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.	

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 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 <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	80,109.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0.
3	Add lines 1 and 2	3	80,109.
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	80,109.
6	Credits/Payments		
a	2015 estimated tax payments and 2014 overpayment credited to 2015	6a	257,170.
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	257,170.
8	Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	10.
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	177,051.
11	Enter the amount of line 10 to be Credited to 2016 estimated tax <input checked="" type="checkbox"/> 177,051. Refunded <input checked="" type="checkbox"/>	11	0.

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		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
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input checked="" type="checkbox"/> \$ 0. (2) On foundation managers <input checked="" type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input checked="" type="checkbox"/> \$ 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.		
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?		
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		
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> CA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation		
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

STMT 11

Form 990-PF (2015)

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 ► N/A	X	
14 The books are in care of ► THE ORGANIZATION Telephone no ► (858) 924-4341 Located at ► 1501 PAGE MILL ROAD, MS-1300, PALO ALTO, CA ZIP+4 ► 94304		
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 ►	Yes	No
	16	X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly) (1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ►		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)	N/A	
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If "Yes," did it have excess business holdings in 2015 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2015.)	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

Form 990-PF (2015)

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)?5b ☒ X

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?

SEE STATEMENT 13

☒ 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 12		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 VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
MBO PARTNERS - 13454 SUNRISE VALLEY DRIVE, SUITE 300, HERNDON, VA 20171	PROJECT MANAGEMENT	139,709.
DYD CREATIVE SOLUTIONS 8304 NAIRN STREET, HOUSTON, TX 77074	TECHNICAL CONSULTING	94,223.
Total number of others receiving over \$50,000 for professional services		0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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

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

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	34,450,127.
b	Average of monthly cash balances	1b	249,985.
c	Fair market value of all other assets	1c	0.
d	Total (add lines 1a, b, and c)	1d	34,700,112.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	34,700,112.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	520,502.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	34,179,610.
6	Minimum investment return. Enter 5% of line 5	6	1,708,981.

Part XI**Distributable Amount** (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part)

1	Minimum investment return from Part X, line 6	1	1,708,981.
2a	Tax on investment income for 2015 from Part VI, line 5	2a	80,109.
b	Income tax for 2015 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	80,109.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,628,872.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	1,628,872.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	1,628,872.

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	6,142,166.
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	6,142,166.
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	80,109.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	6,062,057.

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.

Form 990-PF (2015)

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2014	(c) 2014	(d) 2015
1 Distributable amount for 2015 from Part XI, line 7				1,628,872.
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only			0.	
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2015				
a From 2010	3,508,018.			
b From 2011	2,291,389.			
c From 2012	4,403,081.			
d From 2013	8,974,451.			
e From 2014	2,226,672.			
f Total of lines 3a through e	21,403,611.			
4 Qualifying distributions for 2015 from Part XII, line 4 ▶ \$ 6,142,166.				
a Applied to 2014, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2015 distributable amount				1,628,872.
e Remaining amount distributed out of corpus	4,513,294.			
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:	25,916,905.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.		
e Undistributed income for 2014 Subtract line 4a from line 2a Taxable amount - see instr			0.	
f Undistributed income for 2015 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2016				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2010 not applied on line 5 or line 7	3,508,018.			
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a	22,408,887.			
10 Analysis of line 9				
a Excess from 2011	2,291,389.			
b Excess from 2012	4,403,081.			
c Excess from 2013	8,974,451.			
d Excess from 2014	2,226,672.			
e Excess from 2015	4,513,294.			

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				
EMERGENCY ASSISTANCE FOUNDATION 3713 PINE STREET JACKSONVILLE, FL 32205	DONEE	501(C)(3)	HP EMPLOYEE RELIEF FUND	75,000.
SILICON VALLEY COMMUNITY FOUNDATION 2440 W EL CAMINO REAL, SUITE 300 MOUNTAIN VIEW, CA 94040	DONEE	501(C)(3)	JAPAN AND ITALY EARTHQUAKES, GRANT FOR LIFE PROGRAM, VOLUNTEER INCENTIVE MALAYSIA	154,500.
STOP HUNGER NOW 615 HILLSBOROUGH STREET, SUITE 200 RALEIGH, NC 27603	DONEE	501(C)(3)	CHENNAI DISASTER RELIEF	45,954.
AMERICAN RED CROSS 2025 E STREET NW WASHINGTON, DC 20006	DONEE	501(C)(3)	DISASTER RELIEF - NEPAL	425,000.
AMERICAN ENDOWMENT FOUNDATION 1521 GEORGETOWN ROAD, PO 80X 911 HUDSON, OH 44236	DONEE	501(C)(3)	EMPLOYEE CASH MATCH PROGRAM	1,028,783.
Total	SEE CONTINUATION SHEET(S)			5,363,734.
b Approved for future payment				
NONE				
Total				0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1 Program service revenue					
a _____					
b _____					
c _____					
d _____					
e _____					
f _____					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	308.	
4 Dividends and interest from securities					
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income			14	<1,153,425.>	
8 Gain or (loss) from sales of assets other than inventory			18	504,924.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a _____					
b _____					
c _____					
d _____					
e _____					
12 Subtotal. Add columns (b), (d), and (e)		0.		<648,193.>	0.
13 Total. Add line 12, columns (b), (d), and (e)				13 <648,193.>	

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

HP FOUNDATION

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	RUSSELL 1000 INDEX FUND B - HFA	P		11/25/15
b	RUSSELL 1000 INDEX FUND B - HFA	P		04/13/16
c	RUSSELL 1000 INDEX FUND B - HFA	P		05/10/16
d	RUSSELL 1000 INDEX FUND B - HFA	P		06/17/16
e	RUSSELL 1000 INDEX FUND B - HFA	P		07/15/16
f	RUSSELL 1000 INDEX FUND B - HFA	P		08/10/16
g	RUSSELL 1000 INDEX FUND B - HFA	P		09/13/16
h	RUSSELL 1000 INDEX FUND B - HFA	P		10/11/16
i	FROM K-1: US DEBT INDEX FUND B - BLACKROCK US DEB	P		
j	FROM K-1: US DEBT INDEX FUND B - BLACKROCK US DEB	P		
k	FROM K-1: RUSSELL 1000 INDEX FUND B	P		
l	FROM K-1: RUSSELL 1000 INDEX FUND B	P		
m	US DEBT INDEX FUND B - HPX	P		01/19/16
n	US DEBT INDEX FUND B - HPX	P		02/17/16
o	US DEBT INDEX FUND B - HPX	P		10/12/16

(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	510,000.	554,390.	<44,390.>
b	200,000.	232,165.	<32,165.>
c	200,000.	234,774.	<34,774.>
d	200,000.	238,403.	<38,403.>
e	200,000.	231,115.	<31,115.>
f	200,000.	232,099.	<32,099.>
g	300,000.	359,862.	<59,862.>
h	383,000.	461,865.	<78,865.>
i		<16,950.>	16,950.
j		176,338.	<176,338.>
k		<298,755.>	298,755.
l		<7,232,280.>	7,232,280.
m	250,000.	243,401.	6,599.
n	200,000.	193,926.	6,074.
o	62,175.	58,920.	3,255.

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

(i) FMV 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			<44,390.>
b			<32,165.>
c			<34,774.>
d			<38,403.>
e			<31,115.>
f			<32,099.>
g			<59,862.>
h			<78,865.>
i			16,950.
j			<176,338.>
k			298,755.
l			7,232,280.
m			6,599.
n			6,074.
o			3,255.

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

HP FOUNDATION

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr)	(d) Date sold (mo., day, yr)
1a	RUSSELL 1000 INDEX FUND B - HFA	P		01/20/16
b	US DEBT INDEX FUND B - HPX	P		01/20/16
c				
d				
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 1,810,000.		2,285,735.	<475,735.>
b 1,190,000.		1,158,375.	31,625.
c			
d			
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a			<475,735.>
b			31,625.
c			
d			
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	6,591,792.
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 XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
INTERNATIONAL FEDERATION OF RED CROSS AND RED CRESCENT 420 LEXINGTON AVENUE, SUITE 2811 NEW YORK, NY 10170	DONEE	501(C)(3)	DISASTER RELIEF - FLOODS IN MALAYSIA, NEPAL	25,000.
ASSISTANCE PUBLIQUE - PARIS HOSPITAL 3 AVENUE VICTORIA PARIS, FRANCE	DONEE	501(C)(3)	DISASTER RELIEF GRANT FOR SHOOTING IN PARIS	50,000.
ENACTUS 1959 E KERR STREET SPRINGFIELD, MO 65803	DONEE	501(C)(3)	GRANT FOR LIFE PROGRAM	13,000.
NACCE 1 FEDERAL STREET, BUILDING 100 SPRINGFIELD, MA 01105	DONEE	501(C)(3)	GRANT FOR LIFE PROGRAM	50,000.
UNIDO WAGRAMER STRASSE 5 VIENNA, AUSTRIA 1400 AT	DONEE	501(C)(3)	GRANT FOR LIFE PROGRAM	103,000.
UK ONLINE GIVING FOUNDATION 6 TRULL FARM BUILDINGS, TRULL TETBURY GLOUCESTERSHIRE, UNITED KINGDOM GL8 8SQ	DONEE	501(C)(3)	AUGUST CASH MATCH FOR SINGAPORE	312.
ROMANIAN RED CROSS BISERICA AMEZI 29 BUCHAREST, ROMANIA	DONEE	501(C)(3)	DISASTER RELIEF FOR THE FIRE IN ROMANIA	50,000.
HEWLETT PACKARD ENTERPRISE FOUNDATION 3000 HANOVER STREET MS 1048 PALO ALTO, CA 94304	DONEE	PF 509(A)	TO FUND THE CHARITABLE PURPOSE OF HEWLETT PACKARD ENTERPRISE FOUNDATION	34,029,840.
HEWLETT PACKARD ENTERPRISE FOUNDATION 3000 HANOVER STREET MS 1048 PALO ALTO, CA 94304	DONEE	PF 509(A)	PORTION OF GRANTS PAID TREATED AS A DISTRIBUTION OF ENDOWMENT CORPUS UNDER TREAS.REG.	<30,686,655.>
Total from continuation sheets				3,634,497.

EXHIBIT 1

Schedule of Grant Assets

Asset	Shares	Value
Cash		189,288.96
Pledge		30,468,086.87
BNYM Short Term Investment Fund B	75.00	75.00
BNYM U.S. Debt Index Fund B	237,915.55	9,910,850.92
BNYM Russell 1000 Index Fund B	912,992.58	24,175,892.88

FORM 990-PF	GAIN OR (LOSS) FROM SALE OF ASSETS	STATEMENT	1
-------------	------------------------------------	-----------	---

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD	
RUSSELL 1000 INDEX FUND B - HFA	PURCHASED		11/25/15	
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
510,000.	409,504.	0.	0.	100,496.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD	
RUSSELL 1000 INDEX FUND B - HFA	PURCHASED		04/13/16	
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
200,000.	160,210.	0.	0.	39,790.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD	
RUSSELL 1000 INDEX FUND B - HFA	PURCHASED		05/10/16	
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
200,000.	159,913.	0.	0.	40,087.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
RUSSELL 1000 INDEX FUND B - HFA	200,000.	160,310.	0.	0.	39,690.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
RUSSELL 1000 INDEX FUND B - HFA	200,000.	153,449.	0.	0.	46,551.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
RUSSELL 1000 INDEX FUND B - HFA	200,000.	152,182.	0.	0.	47,818.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
RUSSELL 1000 INDEX FUND B - HFA	300,000.	233,057.	0.	0.	66,943.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD	
RUSSELL 1000 INDEX FUND B - HFA	PURCHASED		10/11/16	
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
383,000.	295,495.	0.	0.	87,505.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD	
FROM K-1: US DEBT INDEX FUND B - BLACKROCK US DEBT B	PURCHASED			
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	0.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD	
FROM K-1: US DEBT INDEX FUND B - BLACKROCK US DEBT	PURCHASED			
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	0.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD	
FROM K-1: RUSSELL 1000 INDEX FUND B	PURCHASED			
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	0.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED		DATE ACQUIRED	DATE SOLD
FROM K-1: RUSSELL 1000 INDEX FUND B	PURCHASED			
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	0.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED		DATE ACQUIRED	DATE SOLD
US DEBT INDEX FUND B - HPX	PURCHASED			01/19/16
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
250,000.	234,040.	0.	0.	15,960.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED		DATE ACQUIRED	DATE SOLD
US DEBT INDEX FUND B - HPX	PURCHASED			02/17/16
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
200,000.	186,191.	0.	0.	13,809.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED		DATE ACQUIRED	DATE SOLD
US DEBT INDEX FUND B - HPX	PURCHASED			10/12/16
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
62,175.	55,900.	0.	0.	6,275.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
RUSSELL 1000 INDEX FUND B - HFA	1,810,000.	1,810,000.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
US DEBT INDEX FUND B - HPX	1,190,000.	1,190,000.	0.	0.	0.

CAPITAL GAINS DIVIDENDS FROM PART IV	0.
TOTAL TO FORM 990-PF, PART I, LINE 6A	504,924.

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 2

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
FROM K-1: RUSSELL 1000 INDEX FUND B	0.	22,675.	
FROM K-1: SHORT-TERM INVESTMENT FUND B	0.	0.	
FROM K-1: US DEBT INDEX FUND B	0.	519,716.	
INTEREST INCOME	308.	308.	
TOTAL TO PART I, LINE 3	308.	542,699.	

FORM 990-PF	OTHER INCOME		STATEMENT	3
DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	
UNREALIZED INVESTMENT GAIN	915,952.	0.		
LONG TERM GRANT DISCOUNT	<2,875,203.>	0.		
AMORTIZATION OF LONG TERM GRANT DISCOUNT	805,826.	0.		
TOTAL TO FORM 990-PF, PART I, LINE 11	<1,153,425.>	0.		

FORM 990-PF	ACCOUNTING FEES		STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
AUDIT & TAX CONSULTING FEES	40,992.	20,496.		20,496.
TO FORM 990-PF, PG 1, LN 16B	40,992.	20,496.		20,496.

FORM 990-PF	OTHER PROFESSIONAL FEES		STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEE	42,287.	42,287.		0.
TO FORM 990-PF, PG 1, LN 16C	42,287.	42,287.		0.

FORM 990-PF	TAXES		STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCRUED FOREIGN TAXES:				
RUSSELL 1000 INDEX FUND B	0.	2,772.		0.
FEDERAL AND STATE INCOME TAXES	80,119.	0.		0.
TO FORM 990-PF, PG 1, LN 18	80,119.	2,772.		0.

FORM 990-PF	OTHER EXPENSES		STATEMENT	7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CASH MATCH PROGRAM EXPENSES	95,897.	0.		95,897.
DISASTER RELIEF TRAILER EXPENSES	81,473.	0.		81,473.
PROJECT MANAGEMENT FEES	179,084.	0.		179,084.
WEBSITE HOSTING FEES	147,984.	0.		147,984.
COURSE DEVELOPMENT FEES	75,000.	0.		75,000.
PORTFOLIO DEDUCTIONS - OTHER: US DEBT INDEX FUND B	0.	22,044.		0.
PORTFOLIO DEDUCTIONS - OTHER: RUSSELL 1000 INDEX FUND B	0.	18,742.		0.
PORTFOLIO DEDUCTIONS - OTHER: SHORT-TERM INVESTMENT FUND B	0.	0.		0.
COMMUNICATIONS EXPENSE	36,000.	0.		36,000.
INTEREST EXPENSE	75.	0.		75.
LEGAL EXPENSES	36,116.	0.		36,116.
TECHNICAL CONSULTING & IMPLEMENTATION	99,106.	0.		99,106.
BANK SERVICE CHARGES	7,201.	0.		7,201.
TO FORM 990-PF, PG 1, LN 23	757,936.	40,786.		757,936.

FOOTNOTES

STATEMENT 8

HP FOUNDATION TRANSFERRED THE FOLLOWING
ASSETS TO HEWLETT-PACKARD ENTERPRISE FOUNDATION
(47-5011215)

CASH	189,275.
75 SHARES BNIM SHORT TERM INVESTMENT FUND B	75.
237,915.55 SHARES BNIM U.S. DEBT INDEX FUND B	9,944,176.
912,992.58 SHARES BNIM RUSSELL 1000 INDEX FUND B	23,896,316.
PLEDGE	27,687,582.
FEDERAL EXCISE TAX PAYABLE	<154,588.>
TOTAL	61,562,834.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	9
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
US DEBT INDEX FUND B - BLACKROCK US DEBT B	FMV	9,858,361.	9,858,361.
BLACKROCK RUSSELL 1000 INDEX FUND B	FMV	22,697,831.	22,697,831.
TOTAL TO FORM 990-PF, PART II, LINE 13		32,556,192.	32,556,192.

FORM 990-PF	OTHER ASSETS	STATEMENT	10
DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
RECEIVABLE FROM HEWLETT-PACKARD ENTERPRISE FOUNDATION	0.	154,588.	154,588.
TO FORM 990-PF, PART II, LINE 15	0.	154,588.	154,588.

FORM 990-PF	STATEMENT CONCERNING LIQUIDATION, TERMINATION, ETC. - PART VII-A, LINE 5	STATEMENT	11
-------------	--	-----------	----

EXPLANATION

IN ORDER TO BETTER COMPETE IN A CHANGING TECHNOLOGY LANDSCAPE, HP DECIDED TO STREAMLINE ITS BUSINESS BY SPLITTING INTO TWO SMALLER COMPANIES - HP AND HEWLETT PACKARD ENTERPRISE (HPE). IN ANTICIPATION OF THE SPLIT, HP FORMED A SECOND CORPORATE FOUNDATION, HPEF (FEIN 47-5011215), TO CARRY OUT THE CORPORATE SOCIAL RESPONSIBILITY MISSION OF HPE.

IN CONNECTION WITH THE FORMATION OF HPEF, THE FOUNDATION'S BOARD DETERMINED THAT IT WAS IN THE BEST INTERESTS OF THE FOUNDATION TO ALLOW HPEF TO CARRY OUT THE CORPORATE SOCIAL RESPONSIBILITY MISSION OF HPE AND APPROVED THE TRANSFER OF 50% OF THE VALUE OF EACH CLASS OF ITS ASSETS TO HPEF TO SERVE AS ITS INITIAL FUNDING. THE BOARD DETERMINED THAT THE TRANSFER WOULD BE MADE PURSUANT TO AN EXPENDITURE RESPONSIBILITY GRANT AGREEMENT UNDER SECTION 507(B)(2) OF THE INTERNAL REVENUE CODE. THE EXPENDITURE RESPONSIBILITY AGREEMENT IS ATTACHED, SIGNED AND EFFECTIVE AS OF JANUARY 14, 2016. SEE STATEMENT 8 FOR DETAIL OF ASSETS THAT WERE TRANSFERRED BY YEAR-END.

HEWLETT-PACKARD ENTERPRISE FOUNDATION'S ADDRESS IS 3000 HANOVER STREET MS 1048, PALO ALTO, CA 94304.

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT 12
-------------	---	--------------

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
ANTONIO LUCIO 1501 PAGE MILL ROAD, MS-1300 PALO ALTO, CA 94304	BOARD MEMBER 2.00	0.	0.	0.
CATHERINE A. LESJAK 1501 PAGE MILL ROAD, MS-1300 PALO ALTO, CA 94304	CHIEF FINANCIAL OFFICER/DI 2.00	0.	0.	0.
TRACY S. KEOGH 1501 PAGE MILL ROAD, MS-1300 PALO ALTO, CA 94304	CHAIRMAN OF BOARD 2.00	0.	0.	0.
DEBORAH MCISAAC 1501 PAGE MILL ROAD, MS-1300 PALO ALTO, CA 94304	EXECUTIVE DIRECTOR 2.00	0.	0.	0.
KIM RIVERA 1501 PAGE MILL ROAD, MS-1300 PALO ALTO, CA 95304	SECRETARY 2.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

FORM 990-PF

EXPENDITURE RESPONSIBILITY STATEMENT
PART VII-B, LINE 5C

STATEMENT 13

GRANTEE'S NAME

HEWLETT-PACKARD ENTERPRISE FOUNDATION

GRANTEE'S ADDRESS3000 HANOVER STREET MS 1048
PALO ALTO, CA 94304GRANT AMOUNT

34,029,840.

DATE OF GRANT

11/03/15

AMOUNT EXPENDED

3,343,185.

PURPOSE OF GRANT

CAPITAL ENDOWMENT GRANT

DATES OF REPORTS BY GRANTEE

FEBRUARY 28, 2016

ANY DIVERSION BY GRANTEE

NO KNOWLEDGE OF DIVERSION OF FUNDS

RESULTS OF VERIFICATION

OF THE TOTAL \$34,029,840 EXPENDITURE RESPONSIBILITY GRANT MADE TO THE HEWLETT-PACKARD ENTERPRISE FOUNDATION, \$3,343,185 WAS A QUALIFYING DISTRIBUTION OF INCOME BY THE HP FOUNDATION. THE HEWLETT-PACKARD ENTERPRISE FOUNDATION HAS MET ALL REQUIRED COMPLIANCE WITH THE OUT OF CORPUS DISTRIBUTION RULES (TREASURY REG. 53.4942(A)-3(D)(2)). GRANTS TREATED AS QUALIFYING DISTRIBUTIONS OF INCOME WITH RESPECT TO THE HP FOUNDATION MAY NOT BE USED BY THE HEWLETT-PACKARD ENTERPRISE FOUNDATION TO MEET THAT FOUNDATION'S REQUIRED MINIMUM DISTRIBUTION OF INCOME (TREASURY REG. 53.4942(A)-3). THESE FUNDS MUST BE REDISTRIBUTED AS REQUIRED OUT OF CORPUS DISTRIBUTIONS. ALL OUT OF CORPUS AND EXPENDITURE RESPONSIBILITY REPORTS FOR TAX YEAR ENDING OCTOBER 31, 2016 HAVE BEEN RECEIVED. THE HEWLETT-PACKARD ENTERPRISE FOUNDATION WILL PROVIDE OVERSIGHT ON ALL ER GRANTS MADE BY THE HP FOUNDATION UNTIL THE FINAL GRANT REPORT IS RECEIVED.

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT 14

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

EXECUTIVE DIRECTOR - HP FOUNDATION
P.O. BOX 10301
PALO ALTO, CA 94303

TELEPHONE NUMBER

(858) 924-4341

FORM AND CONTENT OF APPLICATIONS

THERE IS NO REQUIRED FORM IN WHICH APPLICATIONS SHOULD BE SUBMITTED. GRANT REQUESTS SHOULD INCLUDE THE FOLLOWING INFORMATION: A DESCRIPTION OF THE ORGANIZATION, ITS HISTORY AND OVERALL PURPOSE, THE SPECIFIC PURPOSE, NEED AND AMOUNT OF GRANT REQUESTED, CURRENT FINANCIAL STATEMENTS, A DETAILED BUDGET SHOWING HOW A CASH GRANT WOULD BE SPENT, SOURCES AND STATUS OF OTHER FUNDING, A LIST OF KEY PERSONNEL AND QUALIFICATION OF STAFF AND EVIDENCE OF THE ORGANIZATION'S TAX EXEMPT STATUS.

ANY SUBMISSION DEADLINES

THERE ARE NO SUBMISSION DEADLINES.

RESTRICTIONS AND LIMITATIONS ON AWARDS

HP FOUNDATION DOES NOT RESTRICT GRANTS BY GEOGRAPHICAL AREAS. IT ONLY GIVES TO INSTITUTIONS IN THE UNITED STATES WHICH ARE TAX EXEMPT UNDER SECTION 501(C)(3) OF THE INTERNAL REVENUE CODE AND ONLY FOR 501(C)(3) PURPOSES OUTSIDE THE UNITED STATES. IT PROVIDES GRANTS FOR PROGRAMS WHICH STRESS AND ENHANCE THE UNDERSTANDING OF SCIENCE, ENGINEERING, TECHNOLOGY AND MEDICINE AND ACADEMIC ORGANIZATIONS IN THE ARTS AND HUMAN SERVICES FIELD WHEN CREATIVE BRIDGES BETWEEN SCIENCES AND THE HUMANITIES CAN BE BUILT. HOWEVER, THE FOUNDATION DOES NOT MAKE PHILANTHROPIC GRANTS TO: ORGANIZATIONS WHICH ARE NOT TAX EXEMPT; INDIVIDUALS, SECTARIAN OR DENOMINATIONAL GROUPS; AGENCIES WHICH PRACTICE OR PROMOTE DISCRIMINATORY OR PARTISAN POLICIES, POLITICAL ACTIVITIES, CAUSES WHICH OFFER SPECIFIC DIRECT BENEFITS TO GRANTORS, AND INDIVIDUAL'S RESEARCH PROJECTS.