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 12/01 , **2015, and ending** 11/30, **2016**

Name of foundation: EDWARD P. EVANS FOUNDATION

A Employer identification number: 25-6232129

Number and street (or P O box number if mail is not delivered to street address): P.O. BOX 46, ROUTE 602 | Room/suite

B Telephone number (see instructions): (978) 494-6009

City or town state or province, country, and ZIP or foreign postal code: CASANOVA, VA 20139

C If exemption application is pending, check here ▶ ☐

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

D 1 Foreign organizations, check here ▶ ☐

2 Foreign organizations meeting the 85% test check here and attach computation ▶ ☐

H Check type of organization: [X] Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ $ 281,092,538.

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

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

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts grants, etc, received (attach schedule)	15,191,775.			
	2 Check ▶ ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	75,915.	75,915.		
	4 Dividends and interest from securities	307,476.	2,705,253.		ATCH 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-9,228,087.			
	b Gross sales price for all assets on line 6a 31,767,841.				
	7 Capital gain net income (from Part IV, line 2)		139,415.		
	8 Net short-term capital gain				
	9 Income modifications			11,696.	
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule) ATCH 2	6,291,353.	1,295,522.		
	12 **Total.** Add lines 1 through 11	12,638,432.	4,216,105.	11,696.	
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	1,199,167.			988,333.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits	19,559.			19,559.
	16a Legal fees (attach schedule) ATCH 3	191,218.			191,218.
	b Accounting fees (attach schedule) ATCH 4	174,195.	71,913.		71,912.
	c Other professional fees (attach schedule) [5]	78,000.	75,000.		3,000.
	17 Interest		652,505.		
	18 Taxes (attach schedule) (see instructions) [6]	429,481.	229,760.		
	19 Depreciation (attach schedule) and depletion	616,704.			
	20 Occupancy	8,890.			8,890.
	21 Travel, conferences, and meetings	61,252.			61,252.
	22 Printing and publications	943.			943.
	23 Other expenses (attach schedule) ATCH 7	592,600.	3,512,660.		66,577.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	3,372,009.	4,541,838.		1,411,684.
	25 Contributions, gifts, grants paid	13,016,296.			13,016,296.
	26 Total expenses and disbursements Add lines 24 and 25	16,388,305.	4,541,838.	0.	14,427,980.
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-3,749,873.			
	b **Net investment income** (if negative, enter -0-)		0.		
	c **Adjusted net income** (if negative, enter -0-)			11,696.	

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Part II Balance Sheets

	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	154,347.	132,810.	132,810.
	2 Savings and temporary cash investments	51,082,817.	45,472,665.	45,472,665.
	3 Accounts receivable ▶ 693,432. Less allowance for doubtful accounts ▶	1,547,792.	693,432.	693,432.
	4 Pledges receivable ▶ Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶ Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U S and state government obligations (attach schedule)			
	b Investments - corporate stock (attach schedule) ATCH 8	8,149,135.	8,149,135.	3,659,774.
	c Investments - corporate bonds (attach schedule)			
	11 Investments - land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	12 Investments - mortgage loans			
	13 Investments - other (attach schedule) ATCH 9	180,451,965.	208,157,454.	230,240,753.
	14 Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	15 Other assets (describe ▶ ATCH 10)	1,628,355.	893,104.	893,104.
	16 Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	243,014,411.	263,498,600.	281,092,538.
Liabilities	17 Accounts payable and accrued expenses		3,911.	
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)	10,231.		
	23 Total liabilities (add lines 17 through 22)	10,231.	3,911.	
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	243,004,180.	263,494,689.	
	28 Paid-in or capital surplus, or land, bldg , and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see instructions)	243,004,180.	263,494,689.	
	31 Total liabilities and net assets/fund balances (see instructions)	243,014,411.	263,498,600.	

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	243,004,180.
2	Enter amount from Part I, line 27a	2	-3,749,873.
3	Other increases not included in line 2 (itemize) ▶ ATCH 11	3	24,240,382.
4	Add lines 1, 2, and 3	4	263,494,689.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	263,494,689.

Part IV Capital Gains and Losses for Tax on Investment Income

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

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e				

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

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

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	139,415.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	0.

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2014	14,982,857.	272,753,940.	0.054932
2013	15,861,704.	271,987,444.	0.058318
2012	10,686,029.	230,902,126.	0.046279
2011	10,620,238.	146,831,591.	0.072329
2010	3,810,684.	5,205,137.	0.732101

2	Total of line 1, column (d)	2	0.963959
3	Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.192792
4	Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	258,552,235.
5	Multiply line 4 by line 3	5	49,846,802.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	
7	Add lines 5 and 6	7	49,846,802.
8	Enter qualifying distributions from Part XII, line 4	8	14,427,980.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter ______ (attach copy of letter if necessary - see instructions)				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b			1	0.
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			2	
3	Add lines 1 and 2			3	0.
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	0.
6	Credits/Payments				
a	2015 estimated tax payments and 2014 overpayment credited to 2015	6a	200,564.		
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	200,564.
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	200,564.
11	Enter the amount of line 10 to be **Credited to 2016 estimated tax** ▶ 200,564. **Refunded** ▶			11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		X
	*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*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ $ 0. (2) On foundation managers ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes* ATCH 12	3	X	
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a	X	
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	X	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ NY,VA,			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2015 or the taxable year beginning in 2015 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

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). ATCH 13	11	X	
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
	Website address ▶ WWW.EPEFOUNDATION.ORG			
14	The books are in care of ▶ MICHAEL LEWIS, PH.D. Telephone no ▶ 978-494-6009			
	Located at ▶ P.O. BOX 46, ROUTE 602 CASANOVA, VA ZIP+4 ▶ 20139			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ▶ ☐ and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A			
16	At any time during calendar year 2015, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114 If "Yes," enter the name of the foreign country ▶		N/A	

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

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☒ Yes ☐ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		X
	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?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? ☐ Yes ☒ No			
	If "Yes," list the years ▶ N/A , , ,			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)	2b	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 ▶ N/A , , ,			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2015 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2015)*	3b	N/A	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2015?	4b		X

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

5a	During the year did the foundation pay or incur any amount to:			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No			
	(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No			
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions) ☐ Yes ☒ No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No			
b	If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?	5b	N/A	
	Organizations relying on a current notice regarding disaster assistance check here N/A ▶ ☐			
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?	7b	N/A	

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATCH 14		1,199,167.	0.	0.

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

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

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

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
ATCH 15		321,320.
Total number of others receiving over $50,000 for professional services . . . . ▶		

Part IX-A **Summary of Direct Charitable Activities**

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

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments See instructions 3 NONE	
Total. Add lines 1 through 3 . . . . ▶	

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	222,480,414.
b	Average of monthly cash balances	1b	38,442,761.
c	Fair market value of all other assets (see instructions)	1c	1,566,404.
d	**Total** (add lines 1a, b, and c)	1d	262,489,579.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	262,489,579.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	3,937,344.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	258,552,235.
6	**Minimum investment return.** Enter 5% of line 5	6	12,927,612.

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	12,927,612.
2a	Tax on investment income for 2015 from Part VI, line 5	2a			
b	Income tax for 2015 (This does not include the tax from Part VI)	2b	80,497.		
c	Add lines 2a and 2b			2c	80,497.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	12,847,115.
4	Recoveries of amounts treated as qualifying distributions			4	11,696.
5	Add lines 3 and 4			5	12,858,811.
6	Deduction from distributable amount (see instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	12,858,811.

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	14,427,980.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
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	14,427,980.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	14,427,980.

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				12,858,811.
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only				
b Total for prior years 20 13 ,20 12 ,20 11				
3 Excess distributions carryover, if any, to 2015				
a From 2010 . . . . . . 2,655,601.				
b From 2011 . . . . . . 3,288,058.				
c From 2012 . . . . . . 780,559.				
d From 2013 . . . . . . 2,325,950.				
e From 2014 . . . . . . 1,808,156.				
f Total of lines 3a through e	10,858,324.			
4 Qualifying distributions for 2015 from Part XII, line 4 ▶ $ 14,427,980.				
a Applied to 2014, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2015 distributable amount				12,858,811.
e Remaining amount distributed out of corpus	1,569,169.			
5 Excess distributions carryover applied to 2015 (*If an amount appears in column (d), the same amount must be shown in column (a).*)				
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	12,427,493.			
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount - see instructions				
e Undistributed income for 2014 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2015 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2016				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)				
8 *Excess distributions carryover from 2010 not* applied on line 5 or line 7 (see instructions)	2,655,601.			
9 **Excess distributions carryover to 2016.** Subtract lines 7 and 8 from line 6a	9,771,892.			
10 Analysis of line 9				
a Excess from 2011 . . . 3,288,058.				
b Excess from 2012 . . . 780,559.				
c Excess from 2013 . . . 2,325,950.				
d Excess from 2014 . . . 1,808,156.				
e Excess from 2015 . . . 1,569,169.				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) NOT APPLICABLE

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

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

	Tax year (a) 2015	Prior 3 years (b) 2014	(c) 2013	(d) 2012	(e) Total
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a b, or c for the alternative test relied upon					
a "Assets" alternative test - enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test- enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter					
(1) Total support other than gross investment income (interest dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942 (j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 **Information Regarding Foundation Managers:**

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

N/A

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

NONE

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

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

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

NONE

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

NONE

c Any submission deadlines

NONE

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

NONE

Part XV Supplementary Information *(continued)*

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE ATTACHMENT 16				13,016,296.
Total ▶ **3a**				13,016,296.
b *Approved for future payment*				
Total ▶ **3b**				

70BOSG 0114

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion 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	75,915.	
4 Dividends and interest from securities			14	307,476.	
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					
8 Gain or (loss) from sales of assets other than inventory			18	-9,228,087.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b ATCH 17		6,392,864.		-101,511.	
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		6,392,864.		-8,946,207.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 -2,553,343.

(See worksheet in line 13 instructions to verify calculations)

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

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

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

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

d If the answer to any of the above is "Yes," complete the following schedule Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
	N/A		N/A

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

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

▶ [signature] | 06/07/2017 | ▶ PRESIDENT

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
LAURA KIELCZEWSKI	[signature]	06/02/17		P00740769
Firm's name ▶ ERNST & YOUNG U.S. LLP			Firm's EIN ▶ 34-6565596	
Firm's address ▶ 5 TIMES SQUARE NEW YORK, NY 10036			Phone no 212-773-3000	

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

Schedule of Contributors

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

OMB No 1545-0047

2015

Name of the organization
EDWARD P. EVANS FOUNDATION

Employer identification number
25-6232129

Organization type (check one)

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions

General Rule

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling $5,000 or more (in money or property) from any one contributor Complete Parts I and II See instructions for determining a contributor's total contributions

Special Rules

☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals Complete Parts I, II, and III

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc , purposes, but no such contributions totaled more than $1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc , contributions totaling $5,000 or more during the year . . . . ▶ $ ______________

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization EDWARD P. EVANS FOUNDATION

Employer identification number 25-6232129

Part I **Contributors** (see instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	ESTATE OF EDWARD EVANS FIDUCIARY TRUST CO-EXECUTORS 600 5TH AVE NEW YORK, NY 10020	$ 15,191,775.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)

Name of organization EDWARD P. EVANS FOUNDATION

Employer identification number 25-6232129

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

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

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

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

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

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

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

Name of organization EDWARD P. EVANS FOUNDATION

Employer identification number 25-6232129

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

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		SHORT TERM GAIN THRU VAR PSHIPS				P	VAR	VAR
		PROPERTY TYPE: SECURITIES						
2,614,236.							2,614,236.	
		LONG TERM GAIN THRU VAR PSHIPS				P	VAR	VAR
		PROPERTY TYPE: SECURITIES						
6,905,102.							6,905,102.	
		SECTION 1231 GAIN THRU VAR PSHIPS				P	VAR	VAR
		PROPERTY TYPE: OTHER						
350,648.							350,648.	
		SECTION 1256 LOSS THRU VAR PSHIPS				P	VAR	VAR
		PROPERTY TYPE: SECURITIES						
-280,477.							-280,477.	
		LOSS ON SALE OF EPE FARM				P	VAR	VAR
		PROPERTY TYPE: REAL ESTATE						
8,607,185.		22091075.					-13483890.	
		DISTRIBUTION FROM WHITEHALL RE VII AFTER				P	VAR	VAR
		PROPERTY TYPE: OTHER						
20,149.							20,149.	
		GAIN ON SALE OF AW JONES				P	VAR	VAR
		PROPERTY TYPE: SECURITIES						
5,011,983.		3,892,621.					1,119,362.	
		GAIN ON SALE OF OWL CREEK				P	VAR	VAR
		PROPERTY TYPE: SECURITIES						
428,043.							428,043.	
		GAIN ON SALE OF TACONIC				P	VAR	VAR
		PROPERTY TYPE: SECURITIES						
7,323,541.		5,644,731.					1,678,810.	
		GAIN ON SALE OF BAY RESOURCES				P	VAR	VAR
		PROPERTY TYPE: SECURITIES						
661,540.							661,540.	
		DISTRIBUTION OF MEZZANINE PARTNERS 2006				D	VAR	VAR
		PROPERTY TYPE: OTHER						
78,691.							78,691.	
		WHITEHALL STREET GLOBAL RE LP 2001				D	VAR	VAR
		PROPERTY TYPE: OTHER						
47,201.							47,201.	
TOTAL GAIN(LOSS)							139,415.	

EDWARD P EVANS FOUNDATION
EIN 25-6232129
TAX YEAR ENDING 11/30/2016
RETURN ATTACHMENT, FORM 990-PF , PART IV DETAILS

Reference	PARTNERSHIP NAME	Net Short-Term Gain (Loss)	Net Long-Term Gain (Loss)	Section 1231 Gain (Loss)	Sec 1256 Contracts & Straddles	Total
1	**GLOBAL ENDOWMENT MNGT FUND II, LP**	1,235,250	3,007,055	141,151	(34,802)	**4,348,654**
2	**GSCP V AIV, LP**	0	17,082	0	0	**17,082**
3	**GS Capital Partners III, LP**	0	0	0	0	**0**
4	**GS Capital Partners V, LP**	0	889,966	0	0	**889,966**
6	**GS Mezzanine Partners 2006, LP**	(2,565)	(6,200)	0	0	**(8,765)**
8	**GS Vintage Fund II, LP**	(421)	100,593	(100)	4	**100,075**
9	**Goldman Sachs Vintage Fund IV, LP**	(103)	139,456	(70)	243	**139,526**
10	**Makena Capital Splitter X, LP**	6,906	2,770,117	210,283	(245,922)	**2,741,384**
12	**Pershing Square LP**	1,398,843	77,361	0	0	**1,476,204**
13	**Whitehall Street Global RE Limited P-ship 2001**	(22,991)	(3,169)	53	0	**(26,107)**
18	**Whitehall Street Global RE Limited P-ship IX**	0	7,017	(574)	0	**6,443**
19	**Whitehall Street Global RE Limited P-ship X**	0	0	0	0	**0**
20	**Whitehall Street Global RE Limited P-ship XI**	0	1,968	0	0	**1,968**
21	**Whitehall Street Global RE Limited P-ship XII**	0	0	0	0	**0**
22	**Whitehall Street Global RE Limited P-ship XIII**	(683)	(96,144)	(95)	0	**(96,922)**
Total	**TOTAL FOR ALL K-1S**	2,614,236	6,905,102	350,648	(280,477)	**9,589,508**
			Various sales reported separately on the Part IV Attachment			**(9,450,093)**
			TOTAL G/L TO FORM 990 PF, PAGE 1, LINE 7			**139,415**

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DIVIDENDS & INTEREST FROM SECURITIES	307,476.	307,476.
PARTNERSHIP INCOME		
INTEREST INCOME		713,334.
DIVIDEND INCOME		1,684,443.
TOTAL	307,476.	2,705,253.

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
STUD FEES - ROAD HORSE	1,996,099.	
TAX REFUNDS	140,603.	
OTHER MISC INCOME	14,875.	14,875.
PARTNERSHIP INCOME	4,139,776.	
PARTNERSHIP OTHER INCOME		
RENTAL INCOME		-48,432.
ORDINARY INCOME		202,094.
PORTFOLIO INCOME		1,590,600.
CANCELLATION OF DEBT		82,370.
ROYALTY INCOME		43,874.
OTHER MISC INCOME		-589,859.
TOTALS	6,291,353.	1,295,522.

FORM 990PF, PART I - LEGAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
PRYOR CASHMAN LLP	51,165.			51,165.
GREENFIELD STEIN & SENIOR LLP	50,956.			50,956.
DAVIS WRIGHT TREMAINE LLP	46,867.			46,867.
SEVILA, SAUNDERS & ASSOCIATES	27,637.			27,637.
HURWIT AND ASSOCIATES	14,593.			14,593.
TOTALS	191,218.			191,218.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
ERNST & YOUNG LLP	144,200.	56,915.		56,915.
KIWI PARTNERS	29,995.	14,998.		14,997.
TOTALS	174,195.	71,913.		71,912.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
INVESTMENT FEES	75,000.	75,000.	
OTHER PROFESSIONAL FEES	3,000.		3,000.
TOTALS	78,000.	75,000.	3,000.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FEDERAL EXCISE TAX PAYMENTS	422,831.	
STATE UBTI TAXES	6,650.	
FOREIGN TAXES THRU VAR PSHIPS		229,760.
TOTALS	429,481.	229,760.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
SPRING HILL FARM OPERATIONS	316,787.		
QUALITY ROAD BOARDING EXPENSES	137,536.		
QUALITY ROAD INSURANCE	71,700.		
US ART	30,676.		30,676.
OFFICE EXPENSES	17,755.		17,755.
HONORARIUM FEES	12,333.		12,333.
THE GARDINER GROUP	2,813.		2,813.
NYS FILING FEE	1,500.		1,500.
PROGRAM EXPENSES	1,000.		1,000.
MEMBERSHIP DUES	350.		350.
LEGAL AD	150.		150.
OTHER EXP THRU VAR PSHIPS		3,512,660.	
TOTALS	592,600.	3,512,660.	66,577.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
SEE STATEMENT A	8,149,135.	8,149,135.	3,659,774.
TOTALS	8,149,135.	8,149,135.	3,659,774.

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION		BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
SEE STATEMENT A		180,451,965.	208,157,454.	230,240,753.
	TOTALS	180,451,965.	208,157,454.	230,240,753.

FORM 990PF, PART II - OTHER ASSETS

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
SEE STATEMENT A	1,628,355.	893,104.	893,104.
TOTALS	1,628,355.	893,104.	893,104.

STATEMENT A

Edward P. Evans Foundation
EIN: 256232129
Balance Sheet
11/30/16

ACCOUNT NAME	BEGINNING OF YEAR BOOK VALUE	END OF YEAR BOOK VALUE	END OF YEAR FMV	
CASH AND CASH EQUIVALENTS				
Northern Trust Checking	154,347	132,810	132,810	
TOTAL CASH AND CASH EQUIVALENTS	154,347	132,810	132,810	Line 1
SAVINGS AND OTHER TEMP INVESTMENTS				
Northern Trust Savings	36,375,539	45,472,663	45,472,663	
Spring Hill Farms - Cash Acct	3,088,475	-	-	
E. Evans Farm, LLC - Cash Acct	14,077	-	-	
GS MM Fund	9,009,927	2	2	
MFB NI Treasury Market	2,594,799		-	
SAVINGS AND OTHER TEMP INVESTMENTS	**51,082,817**	**45,472,665**	**45,472,665**	Line 2
TOTAL CASH	**51,237,164**	**45,605,475**	**45,605,475**	
ACCOUNTS RECEIVABLE				
Promissory Note-Descendents	1,547,792	693,432	693,432	
TOTAL A/R	**1,547,792**	**693,432**	**693,432**	Line 3
INVESTMENTS				
INVESTMENTS - CORPORATE STOCK				
Northern Trust Investments:				
Thomas Group Inc	4,234,015	4,234,015	3,737	
Altria Group	3,915,120	3,915,120	3,656,038	
TOTAL NT	**8,149,135**	**8,149,135**	**3,659,774**	
TOTAL INVESTMENTS - CORPORATE STOCKS	**8,149,135**	**8,149,135**	**3,659,774**	Line 10b
TOTAL INVESTMENTS - OTHER				
Goldman Sachs Investments:				
GS Private Equity Partners LP	99,050		-	
GS Vintage Fund II LP	207,701	222,861	104,032	
GS Vintage Fund IV LP	1,181,362	1,521,171	835,274	
GS Capital Partners III LP	51,656			
GS Capital Partners V LP	(2,000,339)	985,862	416,140	
GSCP V AIV LP		195,216	6,514	
GS Mezzanine Partners III LP	186,409			
GS Mezzanine Partners 2006 LP	258,699	(285,263)	94,117	
Whitehall Street Real Estate LP III	(14,253)			
Whitehall Street Real Estate LP V/VI	(17,178)			
Whitehall Street Real Estate LP VII/VIII	(167,870)			
Whitehall Street Real Estate LP IX/X	31,956	24,494	11,438	

STATEMENT A

Edward P. Evans Foundation
EIN: 256232129
Balance Sheet
11/30/16

ACCOUNT NAME	BEGINNING OF YEAR	END OF YEAR		
	BOOK VALUE	BOOK VALUE	FMV	
Whitehall Street Real Estate LP XI/XII	52,124	91,170	8,504	
Whitehall Street Real Estate LP XIII/XIV	191,327	77,463	16,644	
Whitehall Street Global RE LP 2001	(273,181)	(413,242)	117,516	
TOTAL GS	**(212,537)**	**2,419,732**	**1,610,179**	
OTHER INVESTMENTS				
Global Endowment Investments	72,340,578	94,787,918	106,358,905	
Makena Capital Investments	75,000,000	110,471,558	119,953,051	
A.W. Jones Investments	3,892,621	-	-	
Taconic Investments	5,644,731	-	-	
Owl Creek Investments	-	-	198,383	
Pershing Square Investments	1,757,211	478,247	2,120,235	
Edward Evans Farm, LLC	22,029,361	-	-	
OTHER INESTMENTS	**180,664,502**	**205,737,723**	**228,630,574**	
TOTAL INVESTMENTS - OTHER	**180,451,965**	**208,157,454**	**230,240,753**	Line 13
TOTAL INVESTMENTS	**188,601,100**	**216,306,589**	**233,900,527**	
OTHER ASSETS - FIXED ASSETS				
Quality Road (racing horse)	5,000,000	4,500,000	4,500,000	
Software	9,000	9,000	9,000	
Website	59,200	59,200	59,200	
TOTAL FIXED ASSETS	**5,068,200**	**4,568,200**	**4,568,200**	
ACCUMULATED DEPRECIATION & AMORTIZATION				
Accumulated Depr.-Quality Road	(3,417,451)	(3,627,028)	(3,627,028)	
Accumulated Amort.-Website	(29,839)	(39,068)	(39,068)	
Accumulated Dep.-Software	(9,000)	(9,000)	(9,000)	
TOTAL A/D	**(3,456,290)**	**(3,675,096)**	**(3,675,096)**	
TOTAL FA LESS A/D	**1,611,910**	**893,104**	**893,104**	
Other misc assets	**16,445**	**-**	**-**	
TOTAL OTHER ASSETS	**1,628,355**	**893,104**	**893,104**	Line 15
TOTAL ASSETS	**243,014,411**	**263,498,601**	**281,092,539**	Line 16
LIABILITIES AND EQUITY				
Due to/from Trustees	10,231		-	Line 22
Credit card payable		3,911	3,911	Line 17
NET ASSETS	**243,004,180**	**263,494,690**	**281,088,628**	Line 27
TOTAL LIABILITIES AND EQUITY	**243,014,411**	**263,498,601**	**281,092,539**	Line 31

ATTACHMENT 11

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION	AMOUNT
PY BOOK-TAX DIFFERENCE ON PSHP K-1S	24,228,686.
RETURN OF GRANT	11,696.
TOTAL	24,240,382.

ATTACHMENT 12

FORM 990PF, PART VII-A, LINE 3 - CONFORMED COPY OF THE CHANGES

TAXPAYER: EDWARD P. EVANS FOUNDATION
EIN: 25-6232129
YEAR: 11/30/2016

THIS CERTIFIES THAT THE ATTACHED BYLAWS, AS AMENDED DECEMBER 9, 2015, IS A COMPLETE AND ACCURATE COPY OF THE ORIGINAL DOCUMENT. THE ONLY AMENDMENTS TO THE ORIGINAL DOCUMENT INCLUDE A REVISION OF THE PREAMBLE AND THE ADDITION OF THE INDEMNITY CLAUSE.

OFFICER NAME: MICHAEL LEWIS

OFFICER TITLE: PRESIDENT

DATE: 06/07/2017

ATTACHMENT 13

FORM 990PF, PART VII-A, LINE 11A-CONTROLLED ENTITY STATEMENT

CONTROLLED ENTITY'S NAME:	EDWARD EVANS FARM LLC
CONTROLLED ENTITY'S ADDRESS:	8792 ROGUES ROAD P.O. BOX 46
SECOND LINE ADDRESS:	CASANOVA, VA 20139
EIN:	46-0621898

THE FOUNDATION SOLD ITS INTEREST IN EDWARD EVANS FARM LLC DURING THE FISCAL YEAR.

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

ATTACHMENT 14

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
ROBERT EVANS P.O. BOX 46, ROUTE 602 CASANOVA, VA 20139	TRUSTEE 8.00	175,000.	0.	0.
WILLIAM FARISH, IV P.O. BOX 46, ROUTE 602 CASANOVA, VA 20139	TRUSTEE 8.00	175,000.	0.	0.
BARBARA BIERER P.O. BOX 46, ROUTE 602 CASANOVA, VA 20139	TRUSTEE 8.00	200,000.	0.	0.
JEFFERSON TARR P.O. BOX 46, ROUTE 602 CASANOVA, VA 20139	TRUSTEE 8.00	175,000.	0.	0.
MICHAEL LEWIS P.O. BOX 46, ROUTE 602 CASANOVA, VA 20139	PRESIDENT 50.00	410,000.	0.	0.
TRACEY BOLOTNICK P.O. BOX 46, ROUTE 602 CASANOVA, VA 20139	OFFICER 6.00	64,167.	0.	0.
	GRAND TOTALS	1,199,167.	0.	0.

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

ATTACHMENT 15

NAME AND ADDRESS	TYPE OF SERVICE	COMPENSATION
ERNST & YOUNG LLP 5 TIMES SQUARE NEW YORK, NY 10036	ACCOUNTING	144,200.
NORTHERN TRUST 40 W 57TH ST NEW YORK, NY 10019	INVESTMENT	75,000.
PRYOR CASHMAN LLP 7 TIMES SQUARE NEW YORK, NY 10036	LEGAL	51,164.
GREENFIELD STEIN & SENIOR LLP 600 3RD AVE #11 NEW YORK, NY 10016	LEGAL	50,956.
	TOTAL COMPENSATION	321,320.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

Attachment 16

Name and Address	Foundation Status of Recipient	Purpose of Grant or Contribution	Amount
Aplastic Anemia and MDS International Foundation 100 Park Ave Suite 108 Rockville, MD 20850	PC	General Support	3,200,000
Albert Einstein College of Medicine 1300 Morris Park Ave. Bronx, NY 10461	PC	General Support	200,000
Allen-Chase Foundation 271 Pine Nook Rd Deerfield, MA 01342	PC	General Support	3,750,000
Baylor College of Medicine One Baylor Plaza Houston, TX 77030	PC	General Support	200,000
Brigham & Women's 75 Francis Street Boston, MA 02115	PC	General Support	545,188
Cincinnati Children's Hospital Medical Center 3333 Burnet Ave MI 4900 Cincinnati, OH 45229	PC	General Support	250,000
Damon Runyon - Dr Erini Papapatrou One Exchange Plaza 55 Broadway Suite 302 New York, NY 10006	PC	General Support	150,000
Dana Farber Cancer Institute 450 Brookline Ave Boston, MA 02215	PC	General Support	305,000
Fred Hutchinson Cancer Research Center 1100 Fairview Ave N Seattle, WA 98109	PC	General Support	200,000
Memorial Sloan-Kettering Cancer Center 1275 York Avenue New York, NY 10065	PC	General Support	450,000
New York University 70 Washington Square South New York, NY 10012	PC	General Support	150,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

Attachment 16

Name and Address	Foundation Status of Recipient	Purpose of Grant or Contribution	Amount
Prostate Cancer Foundation 1250 Fourth St Santa Monica, CA 90401	PC	General Support	100,000
Regents of the University of California, UCSF 1156 High Street Santa Cruz, CA 95064	PC	General Support	200,000
Regents of the University of Colorado 1800 Grant Street, 8th Floor Denver, CO 80203	PC	General Support	350,000
The Cleveland Clinic Foundation 9500 Euclid Avenue No JJ19 Cleveland, OH 44195	PC	General Support	200,000
The Mass General Hospital 125 Nashua Street Suite 540 Boston, MA 02114	PC	General Support	270,000
University of Arkansas for Medical Sciences 4301 W Markham St Little Rock, AR 72205	GOV	General Support	25,000
University of Chicago 5801 S Ellis Ave Chicago, IL 60637	PC	General Support	250,000
University of Rochester PO Box 270032 300 East River Rd Rochester, NY 14627	PC	General Support	179,679
University of Texas Health Science Center at San Antonio 7703 Floyd Curl Dr. San Antonio, TX 78229	GOV	General Support	50,000
Vanderbilt University 2301 Vanderbilt Place Nashville, TN 37235	PC	General Support	1,201,679
Washington University 1 Brookings Dr St. Louis, MO 63130	PC	General Support	604,750

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

Attachment 16

Name and Address	Foundation Status of Recipient	Purpose of Grant or Contribution	Amount
Yale University P.O. Box 2038 New Haven, CT 06521	PC	General Support	150,000
National Museum of Racing Inc 191 Union Avenue Saratoga Springs, NY 12866	PC	Sculpture	35,000
		Total	**13,016,296**

FORM 990-PF, PART XVI-A - ANALYSIS OF OTHER REVENUE

ATTACHMENT 17

DESCRIPTION	BUSINESS CODE	AMOUNT	EXCLUSION CODE	AMOUNT	RELATED OR EXEMPT FUNCTION INCOME
STUD FEES	900099	1,996,099.	18		
TAX REFUND			01	140,603.	
MISC INCOME			01	14,875.	
PARTNERSHIP INCOME	900099	4,396,765.	01	-256,989.	
TOTALS		6,392,864.		-101,511.	

2015

Description of Property

GENERAL DEPRECIATION

DEPRECIATION

Asset description	Date placed in service	Unadjusted Cost or basis	Bus %	179 exp reduction in basis	Basis Reduction	Basis for depreciation	Beginning Accumulated depreciation	Ending Accumulated depreciation	Me-thod	Conv	Life	ACRS class	MA CRS class	Current-year 179 expense	Current-year depreciation
QUALITY ROAD-18 SH	03/01/2012	4,500,000	100 000			4,500,000	3,075,778	3,627,028	150DB	HY	7 000		7		551,250
QUALITY ROAD-2 SHS	03/01/2012	500,000	100 000			500,000	341,673		150DB	HY	7 000		7		56,225
WEBSITE		59,200	100 000			59,200	29,839	39,068							9,229
SOFTWARE		9,000	100 000			9,000	9,000	9,000							0
Less Retired Assets		500,000				500,000	341,673								
Subtotals		4,568,200				4,568,200	3,114,617	3,675,096							616,704
Listed Property															
Less Retired Assets															
Subtotals															
TOTALS		4,568,200				4,568,200	3,114,617	3,675,096							616,704

AMORTIZATION

Asset description	Date placed in service	Cost or basis	Accumulated amortization	Ending Accumulated amortization	Code	Life	Current-year amortization
TOTALS							

*Assets Retired

JSA
5X9024 1 000

70B0SG 0114