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Form **990-PF****Return of Private Foundation**

OMB No 1545-0052

Department of the Treasury
Internal Revenue Service

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.**2016**

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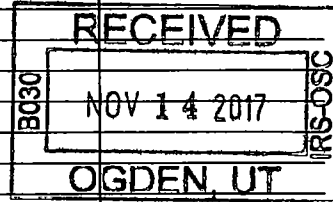
For calendar year 2016 or tax year beginning

, 2016, and ending

, 20

Name of foundation SHERMAN FAIRCHILD FOUNDATION, INC.		A Employer identification number 13-1951698
Number and street (or P O box number if mail is not delivered to street address) 5454 WISCONSIN AVENUE		B Telephone number (see instructions) (301) 913-5990
Room/suite 1205		
City or town, state or province, country, and ZIP or foreign postal code CHEVY CHASE, MD 20815		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) ▶ \$ 677,633,793.		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here. ☐
J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____		
(Part I, column (d) must be on cash basis)		

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received (attach schedule)				
2	Check ☒ if the foundation is not required to attach Sch. B.				
3	Interest on savings and temporary cash investments	81,132.	81,132.		ATCH 1
4	Dividends and interest from securities	2,075,395.	2,075,395.		ATCH 2
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	21,280,057.			
b	Gross sales price for all assets on line 6a		21,156,862.		
7	Capital gain net income (from Part IV, line 2)				
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule) ATCH 3	-5,543,270.	985,601.		
12	Total. Add lines 1 through 11	17,893,314.	24,298,990.		
13	Compensation of officers, directors, trustees, etc.	1,304,774.	786,500.		518,274.
14	Other employee salaries and wages	199,670.	119,802.		79,869.
15	Pension plans, employee benefits	345,449.	207,269.		138,180.
16a	Legal fees (attach schedule) ATCH 4	18,717.	11,230.		7,487.
b	Accounting fees (attach schedule) ATCH 5	206,496.	123,898.		82,598.
c	Other professional fees (attach schedule) [6]	2,164,075.	1,946,486.		217,589.
17	Interest				
18	Taxes (attach schedule) (see instructions) [7]	54,867.	33,614.		21,253.
19	Depreciation (attach schedule) and depletion	4,714.	2,829.		
20	Occupancy	93,104.	55,862.		37,242.
21	Travel, conferences, and meetings	137,084.	73,577.		63,507.
22	Printing and publications	4,079.	2,447.		1,632.
23	Other expenses (attach schedule) ATCH 8	355,251.	213,151.		142,100.
24	Total operating and administrative expenses. Add lines 13 through 23.	4,888,280.	3,576,665.		1,309,731.
25	Contributions, gifts, grants paid	29,825,967.			29,825,967.
26	Total expenses and disbursements. Add lines 24 and 25	34,714,247.	3,576,665.	0.	31,135,698.
27	Subtract line 26 from line 12	-16,820,933.			
a	Excess of revenue over expenses and disbursements		20,722,325.		
b	Net investment income (if negative, enter -0-)				
c	Adjusted net income (if negative, enter -0-)				



UP

Part II Balance Sheets		Beginning of year		End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1 Cash - non-interest-bearing	35,606,298.	22,797,113.	22,797,113.	
	2 Savings and temporary cash investments				
	3 Accounts receivable ▶				
	Less allowance for doubtful accounts ▶				
	4 Pledges receivable ▶				
	Less allowance for doubtful accounts ▶				
	5 Grants receivable				
	6 Receivables due from officers, directors, trustees, and other disqualified persons (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 9	79,579,904.	73,088,803.	83,996,633.	
	c Investments - corporate bonds (attach schedule)				
	Liabilities	11 Investments - land, buildings, and equipment basis (attach schedule)			
Less accumulated depreciation ▶					
12 Investments - mortgage loans					
13 Investments - other (attach schedule) ATCH 10		438,864,647.	441,339,066.	570,829,348.	
14 Land, buildings, and equipment basis (attach schedule)		268,027.			
Less accumulated depreciation ▶		257,328.	15,413.	10,699.	
15 Other assets (describe ▶)					
16 Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)		554,066,262.	537,235,681.	677,633,793.	
17 Accounts payable and accrued expenses					
18 Grants payable					
Net Assets or Fund Balances	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 ▶)	9,648.				
23 Total liabilities (add lines 17 through 22)	9,648.	0.			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☒ and complete lines 24 through 26 and lines 30 and 31.				
	24 Unrestricted	554,056,614.	537,235,681.		
	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				
	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)	554,056,614.	537,235,681.			
31 Total liabilities and net assets/fund balances (see instructions)	554,066,262.	537,235,681.			

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	554,056,614.
2 Enter amount from Part I, line 27a	2	-16,820,933.
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	537,235,681.
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	537,235,681.

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.)
1 a 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) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)			2	5,047,669.	
{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7					
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)			3	0.	
If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8					

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.

(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))
2015	26,550,588.	714,056,702.	0.037183
2014	38,563,794.	678,643,906.	0.056825
2013	30,779,019.	611,279,497.	0.050352
2012	20,474,095.	624,128,767.	0.032804
2011	26,176,568.	562,994,754.	0.046495
2 Total of line 1, column (d)			2 0.223659
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 0.044732
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5			4 682,826,456.
5 Multiply line 4 by line 3.			5 30,544,193.
6 Enter 1% of net investment income (1% of Part I, line 27b).			6 207,223.
7 Add lines 5 and 6.			7 30,751,416.
8 Enter qualifying distributions from Part XII, line 4.			8 31,135,698.

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		1	207,223.
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			
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	207,223.
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	207,223.
6 Credits/Payments:			
a 2016 estimated tax payments and 2015 overpayment credited to 2016.	6a 3,452,069.		
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	3,452,069.
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	3,244,846.
11 Enter the amount of line 10 to be Credited to 2017 estimated tax ☒ 3,244,846. Refunded ☐		11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)?		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?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year. (1) On the foundation. ☐ \$ (2) On foundation managers ☐ \$		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS?		X
If "Yes," attach a detailed description of the activities.		
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	X	
b If "Yes," has it filed a tax return on Form 990-T for this year?	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?		X
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?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☒ CA, MD, NY,		
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 ☒ ATCH 11		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 2016 or the taxable year beginning in 2016 (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

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11	Yes	No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions).	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address ▶ N/A				
14	The books are in care of ▶ BONNIE HIMMELMAN Telephone no. ▶ 301-913-5990			
	Located at ▶ 5454 WISCONSIN AV #1205 CHEVY CHASE, MD ZIP+4 ▶ 20815			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here	15		
16	At any time during calendar year 2016, 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	Yes	No
	See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ▶			X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☒ Yes ☐ No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No	
(6) Agree to pay money or property to a government official? (Exception: Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	☐ Yes ☒ No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b	X
c Organizations relying on a current notice regarding disaster assistance check here	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 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016?	☐ Yes ☒ 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)	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No	
b If "Yes," did it have excess business holdings in 2016 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 2016)	3b	
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 2016?	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)?

Organizations relying on a current notice regarding disaster assistance check here

5b

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

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

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

If "Yes" to 6b, file Form 8870

6b

X

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

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 (see instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATCH 12		1,304,774.	244,686.	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
ATCH 13		193,515.	90,480.	0.

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

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 14		288,733.

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	44,134,298.
b	Average of monthly cash balances	1b	31,755,367.
c	Fair market value of all other assets (see instructions).	1c	617,335,163.
d	Total (add lines 1a, b, and c)	1d	693,224,828.
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	693,224,828.
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions).	4	10,398,372.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	682,826,456.
6	Minimum investment return. Enter 5% of line 5	6	34,141,323.

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	34,141,323.
2a	Tax on investment income for 2016 from Part VI, line 5	2a	207,223.
b	Income tax for 2016 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b	2c	207,223.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	33,934,100.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	33,934,100.
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	33,934,100.

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	31,135,698.
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	31,135,698.
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	207,223.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	30,928,475.

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 (2016)

Page 9

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2015	(c) 2015	(d) 2016
1 Distributable amount for 2016 from Part XI, line 7				33,934,100.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only.			27,107,774.	
b Total for prior years: 20 <u>14</u> , 20 <u>13</u> , 20 <u>12</u>				
3 Excess distributions carryover, if any, to 2016				
a From 2011				
b From 2012				
c From 2013				
d From 2014				
e From 2015				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ <u>31,135,698.</u>				
a Applied to 2015, but not more than line 2a			27,107,774.	
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 2016 distributable amount.				4,027,924.
e Remaining amount distributed out of corpus.				
5 Excess distributions carryover applied to 2016 (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				
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 2015 Subtract line 4a from line 2a. Taxable amount - see instructions				
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017.				29,906,176.
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 2011 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9.				
a Excess from 2012				
b Excess from 2013				
c Excess from 2014				
d Excess from 2015				
e Excess from 2016				

Form 990-PF (2016)

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)

NOT APPLICABLE

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2016, 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	Prior 3 years			(e) Total
	(a) 2016	(b) 2015	(c) 2014	(d) 2013	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter					
(1) Value of all assets.					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization.					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see instructions.)**1 Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

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

c Any submission deadlines

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

Part XV Supplementary Information *(continued)***3. Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year ATCH 15				
Total			▶ 3a	29,825,967.
b Approved for future payment ATCH 16				
Total			▶ 3b	18,215,105.

Enter gross amounts unless otherwise indicated

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

▼

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)

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

- | | | Yes | No |
|----|---|-------|----|
| 1. | Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | |
| a | Transfers from the reporting foundation to a noncharitable exempt organization of | | |
| | (1) Cash | 1a(1) | X |
| | (2) Other assets | 1a(2) | X |
| b | Other transactions. | | |
| | (1) Sales of assets to a noncharitable exempt organization | 1b(1) | X |
| | (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | X |
| | (3) Rental of facilities, equipment, or other assets | 1b(3) | X |
| | (4) Reimbursement arrangements | 1b(4) | X |
| | (5) Loans or loan guarantees | 1b(5) | X |
| | (6) Performance of services or membership or fundraising solicitations | 1b(6) | X |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | X |
| d | If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received | | |

[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No
- 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 of officer or trustee Francis S. Sullivan Date 11/8/17

preparer has any knowledge

► Resident

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

JOYCE UNDERWOOD

Preparer's signature _____

Joyce Underwood

Date _____

11/8/17	
---------	--

Check ☐ if self-employed

PTIN

P00022361

Firm's name	▶ BDO USA, LLP
-------------	----------------

Firm's EIN ▶ 13-5381590

Firm's address ▶ 8401 GREENSBORO DRIVE, #800
MCLEAN, VA

22102

Phone no 703-893-0600

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)	
-15,470.		INSTITUTIONAL CAPITAL PROPERTY TYPE: SECURITIES				P	VARIOUS -15,470.	VARIOUS
13602117.		T ROWE PRICE PROPERTY TYPE: SECURITIES 11730782.				P	VARIOUS 1,871,335.	VARIOUS
3,191,804.		REALIZED HOLDING GAINS PROPERTY TYPE: SECURITIES				P	VARIOUS 3,191,804.	VARIOUS
16109193.		PASSTHROUGH GAIN/LOSS PER K-1S					16109193.	
TOTAL GAIN (LOSS)							<u>5,047,669.</u>	

ATTACHMENT 1

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
CHECKING ACCOUNT	81,132.	81,132.
TOTAL	<u>81,132.</u>	<u>81,132.</u>

SHERMAN FAIRCHILD FOUNDATION, INC.

ATTACHMENT 2FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
PUBLICLY TRADED SECURITIES	443,739.	443,739.
PIMCO COMMODITY REAL RETURN FUND	823,721.	823,721.
HARBOR CAPITAL APPREC FUND INC.	807,935.	807,935.
TOTAL	<u>2,075,395.</u>	<u>2,075,395.</u>

ATTACHMENT 3

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
PARTNERSHIP INCOME (LOSS)	10,682,569.	17,088,245.
LESS: PARTNERSHIP GAINS-TOTAL/INVEST INC	-16,232,388.	-16,109,193.
OTHER INCOME (LOSS)	6,549.	6,549.
TOTALS	<u>-5,543,270.</u>	<u>985,601.</u>

ATTACHMENT 4

FORM 990PF, PART I - LEGAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
LEGAL-GENERAL	18,717.	11,230.		7,487.
TOTALS	<u>18,717.</u>	<u>11,230.</u>		<u>7,487.</u>

ATTACHMENT 5

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
AUDIT AND TAX PREPARATION ACCOUNTING	195,585. 10,911.	117,351. 6,547.		78,234. 4,364.
TOTALS	<u>206,496.</u>	<u>123,898.</u>		<u>82,598.</u>

ATTACHMENT 6

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>CHARITABLE PURPOSES</u>
INVESTMENT ADVISORY FEES GRANTS CONSULTANTS	1,946,486. 217,589.	1,946,486.	217,589.
TOTALS	<u>2,164,075.</u>	<u>1,946,486.</u>	<u>217,589.</u>

ATTACHMENT 7

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
PAYROLL TAXES	53,132.	31,879.	21,253.
FILING FEES	1,735.	1,735.	
TOTALS	<u>54,867.</u>	<u>33,614.</u>	<u>21,253.</u>

ATTACHMENT 8

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
SUPPLIES AND OTHER ADMIN	8,058.	4,835.	3,223.
TELEPHONE	4,743.	2,846.	1,897.
POSTAGE/COPYING	5,062.	3,037.	2,025.
INSURANCE	22,920.	13,752.	9,168.
COMPUTER EXPENSE	81,872.	49,123.	32,749.
OTHER EXPENSE	232,596.	139,558.	93,038.
TOTALS	<u>355,251.</u>	<u>213,151.</u>	<u>142,100.</u>

SHERMAN FAIRCHILD FOUNDATION, INC.
 2016 FORM 990-PF
 PART II, LINE 10b - CORPORATE STOCK

ATTACHMENT 9 13-1951698

<u>Shares</u>	<u>Security Description</u>	<u>COST</u>	<u>FMV</u>
SEE ATTACHED	T ROWE PRICE	17,823,877	21,471,166
	CASH	10,520	10,520
	OTHER ADJUSTMENTS TO BASIS	(465,644)	
SEE ATTACHED	SECURITIES	11,879,480	12,395,082
	SUBTOTAL INSTITUTIONAL CAPITAL	11,424,356	12,405,602
55,978.208	VANGUARD INST INDEX FUND INST	(825,449)	3,624,589
199,070.000	VANGUARD FTSE EMERGING MARKETS ETF	10,000,000	7,122,725
-	GMO - U.S. EQUITY ALLOCATION FUND-III	-	-
224,158.783	HARBOR CAPITAL APPRECIATION FUND - INSTITUTIONAL	5,238,111	12,698,595
2,660,467.858	PIMCO TOTAL RETURN INST	29,438,445	26,684,493
	SUBTOTAL MARKETABLE SECURITIES	73,099,340	84,007,170
	LESS CASH	(10,537)	(10,537)
	TOTAL MARKETABLE SECURITIES	73,088,803	83,996,633



BNY MELLON

TRDH38 H38F11273102 ANNUAL FINAL 234202 INVESTMENT DETAIL

31 DECEMBER 2016

H38 F112731
SHERMAN FAIRCHILD FOUNDATION
H38-T-ROWE PRICE

2016-12-31 CYCLE A 23:42 06 RUN DATE: 02-FEB-17
PAGE 1
M1101

SHARES/
PAR VALUE

SECURITY DESCRIPTION

COST

INVESTMENTS EQUITY

SHARES/ PAR VALUE	SECURITY DESCRIPTION	COST	PRICE	MARKET VALUE	UNREALIZED GAIN/LOSS
8,317 0000	ATLASSIAN CORP PLC	233,725 76	24 0800	200,273 36	33,452 40-
9,623 0000	ACCELERON PHARMA INC	328,697 85	25 5200	245,578 96	83,118 89-
1,438 0000	ALIBABA GROUP HOLDING LTD ADR	141,284 00	87 8100	126,270 78	15,013 22-
9,846 0000	BARRACUDA NETWORKS INC	246,643 00	21 4300	210,999 78	35,643 22-
454 0000	CUMULUS MEDIA INC	2,475 94	1 0200	463 08	2,012 86-
15,000 0000	ETSY INC	123,977 88	11 7800	176,700 00	52,722 12
110,000 0000	FACEBOOK INC	6,960,869 18	115 0500	12,655,500 00	5,694,630 82
3,955 0000	58 COM INC ADR	222,864 25	28 0000	110,740 00	112,124 25-
9,363.0000	GREEN DOT CORP	226,209 87	23 5500	220,498 65	5,711 22-
9,095 0000	JD COM INC ADR	245,110.00	25.4400	231,376 80	13,733.20-
1,785 0000	MOBILE MINI INC	67,705.05	30 2500	53,996 25	13,708 80-
13,044 0000	MOMENTA PHARMACEUTICALS INC	265,098 26	15 0500	196,312 20	68,786 06-
26,000 0000	PALO ALTO NETWORKS INC	4,571,858 07	125 0500	3,251,300 00	1,320,558 07-
931 0000	SALESFORCE COM INC	70,895 65	68 4600	63,736 26	7,159 39-



BNY MELLON

TRDH38 H38F11273102 ANNUAL FINAL 234202 INVESTMENT DETAIL
H38 F112731 31 DECEMBER 2016
SHERMAN FAIRCHILD FOUNDATION
H38-T-ROWE PRICE

2016-12-31 CYCLE A 23:42.06 RUN DATE 02-FEB-17
PAGE 2
M1101

SHARES/ PAR VALUE	SECURITY DESCRIPTION	COST	PRICE	MARKET VALUE	UNREALIZED GAIN/LOSS
19,649 0000	SELECT MEDICAL HOLDINGS CORP	195,821 21	13 2500	260,349 25	64,528 04
24,000 0000	SERVICENOW INC	1,112,242 44	74.3400	1,784,160 00	671,917 56
8,809 0000	SUNRUN INC	54,880 07	5 3100	46,775.79	8,104.28-
62,902 0000	VIPSHOP HOLDINGS LTD ADR	1,510,175 21	11 0100	692,551 02	817,624 19-
14,277.0000	WORKDAY INC	1,243,326.82	66 0900	943,566 93	299,759 89-
TOTAL INVESTMENTS EQUITY		17,823,860 51		21,471,149 11	3,647,288.60
TOTAL INVESTMENT		17,823,860 51		21,471,149.11	3,647,288.60



BNY MELLON

TRDH38 H38F11272902 ANNUAL FINAL 234202 INVESTMENT DETAIL
H38 F112729
SHERMAN FAIRCHILD FOUNDATION
H38-I CAP 31 DECEMBER 2016

2016-12-31 CYCLE A 23:42:06 RUN DATE: 02-FEB-17
PAGE: 1
M1101

<u>SHARES/ PAR VALUE</u>	<u>SECURITY DESCRIPTION</u>	<u>COST</u>	<u>PRICE</u>	<u>MARKET VALUE</u>	<u>UNREALIZED GAIN/LOSS</u>
<u>INVESTMENTS CASH EQUIVALENTS</u>					
517,922 8800	DREYFUS INS PRF GOV MM HA 6542 VAR RT 12/31/2049 DD 09/10/08	517,922 88	100 0000	517,922 88	0 00
TOTAL INVESTMENTS CASH EQUIVALENTS		517,922 88		517,922 88	0 00
<u>INVESTMENTS EQUITY</u>					
0.4000	ADIANT PLC	18 80	58.6000	23 44	4 64
1,515.0000	ALLERGAN PLC	401,513 52	210 0100	318,165 15	83,348 37-
3,464 0000	JOHNSON CONTROLS INTERNATIONAL	165,094.23	41 1900	142,682 16	22,412 07-
2,857 0000	MEDTRONIC PLC	217,545 54	71.2300	203,504 11	14,041 43-
2,050.0000	NXP SEMICONDUCTORS NV	160,828 95	98 0100	200,920 50	40,091 55
4,720 0000	SENSATA TECHNOLOGIES HOLDING N	169,532 27	38.9500	183,844 00	14,311 73
12,620 0000	ABBOTT LABORATORIES	495,713.93	38 4100	484,734 20	10,979 73-
1,000 0000	AFFILIATED MANAGERS GROUP INC	143,965 86	145 3000	145,300 00	1,334.14
554 0000	ALPHABET INC-CL C	419,522 92	771.8200	427,588 28	8,065.36
5,410 0000	AMERICAN EXPRESS CO	392,404 58	74 0800	400,772 80	8,368 22
2,260 0000	AMERICAN TOWER CORP	223,741 87	105 6800	238,836 80	15,094 93



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TRDH38 H38F11272902 ANNUAL FINAL 234202 INVESTMENT DETAIL
H38 F112729
SHERMAN FAIRCHILD FOUNDATION
H38-I CAP

31 DECEMBER 2016

2016-12-31 CYCLE A 23:42 06 RUN DATE: 02-FEB-17
PAGE: 2
M1101

SHARES/ PAR VALUE	SECURITY DESCRIPTION	COST	PRICE	MARKET VALUE	UNREALIZED GAIN/LOSS
4,250 0000	APPLE INC	460,098 36	115 8200	492,235.00	32,136 64
1,760 0000	CVS HEALTH CORP	168,716 70	78 9100	138,881 60	29,835 10-
890 0000	CHARTER COMMUNICATIONS INC	212,106 66	287 9200	256,248 80	44,142 14
6,585 0000	CITIGROUP INC	313,712 57	59 4300	391,346 55	77,633 98
3,080.0000	COGNIZANT TECHNOLOGY SOLUTIONS	181,123 57	56 0300	172,572 40	8,551.17-
4,350 0000	COMCAST CORP	248,706.62	69 0500	300,367 50	51,660 88
6,940 0000	DISCOVERY COMMUNICATIONS INC	193,943 90	26 7800	185,853 20	8,090 70-
3,820 0000	DISH NETWORK CORP	180,932.27	57 9300	221,292 60	40,360 33
1,450 0000	GILEAD SCIENCES INC	115,387 49	71.6100	103,834 50	11,552 99-
3,570 0000	GRUPO TELEVISIA SAB ADR	112,242 81	20 8900	74,577 30	37,665 51-
3,770 0000	HONEYWELL INTERNATIONAL INC	322,016 73	115 8500	436,754 50	114,737.77
8,660 0000	INTEL CORP	259,695.51	36.2700	314,098 20	54,402 69
7,100 0000	INTERCONTINENTAL EXCHANGE INC	335,098 47	56 4200	400,582 00	65,483 53
2,790 0000	LABORATORY CORP OF AMERICA HOL	379,031.55	128 3800	358,180.20	20,851 35-
5,400 0000	LIBERTY MEDIA CORP-LIBERTY SIR	145,345 17	33 9200	183,168 00	37,822 83
3,970 0000	LOWE'S COS INC	276,939 82	71.1200	282,346 40	5,406 58

9.4



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TRDH38 H38F11272902 ANNUAL FINAL 234202 INVESTMENT DETAIL

H38 F112729
SHERMAN FAIRCHILD FOUNDATION
H38-I CAP 31 DECEMBER 2016

2016-12-31 CYCLE A 23 42 06 RUN DATE 02-FEB-17
PAGE 3
M1101

SHARES/ PAR VALUE	SECURITY DESCRIPTION	COST	PRICE	MARKET VALUE	UNREALIZED GAIN/LOSS
2,000 0000	M&T BANK CORP	231,982 10	156 4300	312,860 00	80,877 90
1,750 0000	MCKESSON CORP	300,540 60	140 4500	245,787 50	54,753 10-
3,180 0000	MOLSON COORS BREWING CO	318,566 03	97 3100	309,445.80	9,120 23-
3,270.0000	NEWELL BRANDS INC	117,909 46	44 6500	146,005 50	28,096.04
3,630 0000	OMNICOM GROUP INC	275,020 78	85 1100	308,949 30	33,928 52
9,520 0000	ORACLE CORP	362,468 97	38 4500	366,044 00	3,575 03
4,050.0000	PPG INDUSTRIES INC	388,671 08	94 7600	383,778 00	4,893 08-
9,103 0000	ROYAL DUTCH SHELL PLC ADR	470,364.97	54 3800	495,021 14	24,656.17
2,330 0000	CHARLES SCHWAB CORP/THE	86,441 04	39 4700	91,965 10	5,524 06
6,370 0000	TOTAL SA ADR	297,581.07	50.9700	324,678.90	27,097 83
8,190 0000	TWENTY-FIRST CENTURY FOX INC	245,500 07	28 0400	229,647 60	15,852 47-
3,880.0000	UNITED TECHNOLOGIES CORP	407,531 20	109 6200	425,325 60	17,794 40
3,200 0000	VISA INC	254,061.51	78 0200	249,664 00	4,397 51-
5,019 0000	VODAFONE GROUP PLC ADR	162,363 52	24 4300	122,614 17	39,749 35-
8,420.0000	WELLS FARGO & CO	408,186 10	55 1100	464,026 20	55,840 10

9.5



BNY MELLON

TRDH38 H38F11272902 ANNUAL FINAL 234202 INVESTMENT DETAIL

H38 F112729
SHERMAN FAIRCHILD FOUNDATION
H38-I CAP

31 DECEMBER 2016

SHARES/ PAR VALUE	SECURITY DESCRIPTION	COST
1,885 0000	WHIRLPOOL CORP	339,387 77
TOTAL INVESTMENTS EQUITY		11,361,556 94
TOTAL INVESTMENT		11,879,479 82

2016-12-31 CYCLE A 23 42 06 RUN DATE 02-FEB-17
PAGE 4
M1101

PRICE	MARKET VALUE	UNREALIZED GAIN/LOSS
181 7700	342,636 45	3,248.68
	11,877,159.45	515,602 51
	12,395,082 33	515,602.51

9.6

Attachment 10 - Investments Other

Sherman Fairchild Foundation, Inc.

EIN: 13-1951698

Year Ended: 12/31/16

Form 990PF, Part II Balance Sheets - Line 13

<u>Description</u>	<u>Valuation Method</u>	<u>Book Value</u>	<u>Fair Market Value</u>
Blue Mountain Credit Alt	COST	5,000,000	5,483,233
Cedar Rock Capital Partners	COST	14,855,756	29,322,279
Colchester	COST	11,293,632	9,590,771
Convexity Capital Offshore, L P.	COST	-	10,027,741
Davidson Kempner Institutional Partners	COST	7,593,388	7,888,609
DL Opportunity Fund (David Leone)	COST	5,000,000	4,642,569
Double Black Diamond	COST	5,000,000	5,368,603
ESG Cross Border Equity	COST	5,000,000	4,269,567
ETAP Fund (Gresham)	COST	2,000,000	1,180,093
Farallon Capital	COST	824,105	737,733
Fir Tree	COST	7,026,557	6,706,710
GEM Realty Capital	COST	6,400,000	6,470,363
HIG Brightpoint (Cayman), L.P.	COST	(4,570)	99,268
Kensico Offshore	COST	7,500,000	7,600,800
Kiltearn	COST	8,500,529	8,896,244
Lone Savin	COST	5,000,000	5,568,736
Mahout Global Emerging Markets	COST	6,000,000	5,676,789
Oz Overseas Fund II c/o Goldman Sachs	COST	5,000,000	14,750,684
Prospect Harbor Credit Partners, L.P.	COST	22,141	47,179
Silchester	COST	16,151,622	23,391,156
Somerset SMID	COST	4,773,295	4,574,906
State Street Global Advisors - U.S. Treasury 1-3 Year Index Sec Lend CTF	COST	84,637,654	85,100,575
Two Sigma	COST	5,000,000	5,474,837
Wellington Inflation Hedge Fund (Trust)	COST	4,378,495	3,584,736
SUBTOTAL		216,952,603	256,454,180

Abingworth Bioventures IV, L.P.	COST	237,850	329,591
Abingworth Bioventures V, L.P.	COST	542,595	493,302
Accel Growth Fund II	COST	1,104,923	1,577,711
Accel Growth Fund III	COST	1,398,820	1,467,196
Accel IX	COST	462,924	701,039
Accel VIII	COST	256,596	246,024
Accel X	COST	1,140,774	3,669,392
Accel XI	COST	736,651	880,371

Attachment 10 - Investments Other

Sherman Fairchild Foundation, Inc.

EIN: 13-1951698

Year Ended: 12/31/16

Form 990PF, Part II Balance Sheets - Line 13

<u>Description</u>	<u>Valuation Method</u>	<u>Book Value</u>	<u>Fair Market Value</u>
Accel XII	COST	661,454	765,594
Accel XIII	COST	95,799	95,377
Advent Private Equity III, L.P.	COST	215,814	62,804
Advent Private Equity IV, L.P.	COST	1,060,865	1,289,317
Amplify II	COST	175,170	177,493
Artiman Ventures 2014	COST	502,074	428,243
Artiman Ventures Select 2014	COST	845,863	903,341
Atlas VI, L.P.	COST	(287,934)	690,174
Bain (SQ) VIII, L.P.	COST	(88,854)	-
Bain Asia I, L.P.	COST	248,257	429,969
Bain Asia II, L.P.	COST	1,432,006	1,742,650
Bain Asia III, L.P.	COST	264,175	290,779
Bain IX (OSI), L.P.	COST	78,514	-
Bain IX Coinvestment, L.P.	COST	378,448	309,162
Bain IX, L.P.	COST	1,808,804	858,441
Bain VII - E, L.P.	COST	(370,810)	11,999
Bain VII Coinvestment, L.P.	COST	382,986	168,556
Bain VII, L.P.	COST	43,010	708,404
Bain VIII Coinvestment, L.P.	COST	94,376	46,516
Bain VIII, L.P.	COST	758,981	357,934
Bain VIII-E, L.P.	COST	871,490	334,343
Bain Venture 2001, L.P.	COST	65,254	46,073
Bain Venture 2005, L.P.	COST	242,694	428,924
Bain Venture 2007, L.P.	COST	381,792	1,341,003
Bain Venture 2009, L.P.	COST	453,399	850,933
Bain Venture 2012, L.P.	COST	1,327,644	1,835,161
Bain VIII AIV (LOEWS) II, L.P.	COST	15,068	-
Bain XI, L.P.	COST	1,414,727	1,807,034
Bain Europe IV, L.P.	COST	361,018	379,890
Bain Venture 2014, L.P.	COST	1,075,200	1,196,792
Bain Venture 2014 Coinvest, L.P.	COST	394,647	393,733
Bain Venture 2016	COST	(894)	(3,462)
BCP (Cayman) V-S, L.P.	COST	23,304	-
BCP V-S, L.P.	COST	173,509	-
Berkshire V, L.P.	COST	(7,853)	8,646

Attachment 10 - Investments Other

Sherman Fairchild Foundation, Inc.

EIN: 13-1951698

Year Ended: 12/31/16

Form 990PF, Part II Balance Sheets - Line 13

<u>Description</u>	<u>Valuation Method</u>	<u>Book Value</u>	<u>Fair Market Value</u>
Berkshire VI, L.P.	COST	548,903	1,503,267
Berkshire VII, L.P. & Berkshire VII (OS)	COST	950,693	1,985,740
Berkshire US V, L.P.	COST	13,158	-
Berkshire VIII, L.P.	COST	2,585,728	3,443,009
Berkshire IX, L.P.	COST	(3,176)	(5,197)
Berskshire (AIV Direct) VI, L.P.	COST	25,702	-
Berskshire VI (OS), L.P.	COST	209,081	-
Blackstone (Cayman II) V L.P.	COST	47,639	-
Blackstone (Cayman II) V-NQ L.P.	COST	1,609	-
Blackstone (Cayman III) V L.P.	COST	151,331	-
Blackstone (Cayman) IV, LP	COST	3,144,717	-
Blackstone (Cayman) V-A, L P	COST	1,017,132	-
Blackstone V L.P.	COST	(845,319)	-
Blackstone V USS Feeder, L.P.	COST	(19,989)	-
Blackstone ECC IV, L.P.	COST	9,326	-
Blackstone FC IV, L.P.	COST	(51,290)	-
Blackstone FCH IV, L.P.	COST	244,028	-
Blackstone HEI V L.P.	COST	(103)	-
Blackstone IV SGP (Cayman), L.P.	COST	194,106	-
Blackstone IV, L.P.	COST	(3,442,737)	1,045,930
Blackstone RE Europe III, L.P.	COST	1,600,951	1,861,704
Blackstone RE Europe IV, L P	COST	2,149,552	2,286,258
Blackstone PB V L.P.	COST	158,802	-
Blackstone RE Int'l II Q L.P.	COST	75,406	-
Blackstone RE Int'l II, L.P.	COST	1,118,028	1,118,537
Blackstone V, L.P.	COST	665,097	961,959
Boston VII	COST	853,724	1,338,029
BPG VII-A	COST	2,861,021	2,239
BPG VIII-A	COST	1,408,508	866
Brentwood IX, L.P.	COST	257,541	79,702
CA Resources Bain Europe III	COST	1,274,331	1,606,940
CA Resources - Series Bain X	COST	1,641,326	2,648,642
CA Resources EnerVest XIV	COST	1,534,089	1,324,187
Cabot IVF II-B	COST	6,444,366	8,480,497
Cypress Merchant II (Cayman), L.P.	COST	81,596	-

Attachment 10 - Investments Other

Sherman Fairchild Foundation, Inc.

EIN: 13-1951698

Year Ended: 12/31/16

Form 990PF, Part II Balance Sheets - Line 13

<u>Description</u>	<u>Valuation Method</u>	<u>Book Value</u>	<u>Fair Market Value</u>
Cypress Merchant II, L.P.	COST	(9,364)	5,054
DAG III-QP, L.P.	COST	1,070,575	727,710
DAG II-QP, L.P.	COST	558,710	509,771
DAG IV-QP, LP	COST	2,171,250	3,390,021
DAG VI-QP, L.P.	COST	416,984	407,762
DAG V-QP, LP	COST	1,615,967	6,877,305
Drawbridge LDV Fund I-B, L.P.	COST	2,698,309	2,146,326
Drawbridge LDV Fund II-B, L.P.	COST	2,824,836	2,270,349
Drawbridge LDV Fund III-C, L.P.	COST	587,588	605,175
Drive Capital II	COST	38,452	32,826
EMG III	COST	1,625,821	2,183,863
EMG IV	COST	566,640	743,406
EnCap Energy VI-B, L.P.	COST	871,215	180,639
EnCap Energy VII, L.P.	COST	773,210	334,177
EnCap Flatrock Midstream III, L.P.	COST	291,731	349,485
EnCap IX, L.P.	COST	1,697,416	1,571,323
EnCap VIII, L.P.	COST	818,706	469,418
EnCap X, L.P.	COST	678,250	946,280
EnerVest X-B, L.P.	COST	2,087,648	933,325
EnerVest XI-B, L.P.	COST	2,867,078	1,079,725
EnerVest XII-B, L.P.	COST	3,277,457	1,135,948
EnerVest XIII-C, L.P.	COST	1,760,789	224,898
Fortress (GAGACQ), L.L.C. (II)	COST	1,881,412	-
Fortress COPS Fund A	COST	860,703	1,156,442
Fortress COP's Fund II-B	COST	1,354,418	1,554,832
Fortress COP's Fund III-B	COST	987,777	1,014,352
Fortress COP's Fund IV-B	COST	669,334	2,753,501
Fortress Florida Preferred	COST	537,379	629,365
Fortress II	COST	(1,869,143)	-
Fortress III	COST	3,018,430	1,890,375
Fortress IV (Fund B)	COST	3,498,664	2,753,501
Fortress IV (Sisterco B-1	COST	(6,787)	-
Fortress MSR Fund I A	COST	405,127	522,766
Fortress MSR Fund II A	COST	254,255	280,942
Fortress V-A	COST	2,389,594	4,225,295

Attachment 10 - Investments Other

Sherman Fairchild Foundation, Inc.

EIN: 13-1951698

Year Ended: 12/31/16

Form 990PF, Part II Balance Sheets - Line 13

<u>Description</u>	<u>Valuation Method</u>	<u>Book Value</u>	<u>Fair Market Value</u>
GC Entrepreneurs Fund III, L P	COST	76,662	156,968
General Catalyst IV, L P.	COST	362,061	460,137
General Catalyst V, L P	COST	1,167,943	1,370,483
General Catalyst V-Supplemental, L.P.	COST	(27,735)	1,567,917
General Catalyst VI, L.P.	COST	858,524	2,316,356
General Catalyst VII, L.P	COST	733,116	1,013,362
General Catalyst VIII, LP.	COST	493,483	496,048
Greylock Israel II	COST	666,792	893,323
83 North III (Greylock Israel III)	COST	366,707	364,401
Greylock Israel	COST	451,208	1,372,961
Greylock X	COST	888,794	200,258
Greylock XI	COST	498,034	492,112
Greylock XII	COST	2,067,312	4,651,819
Greylock XIII	COST	4,595,485	10,074,457
Greylock XIV	COST	4,646,587	5,231,490
Heartwood Forestland VI (Quebec)	COST	2,769,458	86,050
HIG Bayside Debt & LBO Fund II	COST	1,862,621	3,117,126
HIG Bayside Loan Feeder Fund IV	COST	492,658	538,243
HIG Bayside Opportunity Fund	COST	1,090,684	1,177,453
HIG Brazil & Latin America Feeder Fund IV	COST	75,412	(4,430)
HIG Europe II	COST	(46,549)	(102,964)
HIG Europe I	COST	1,679,127	1,685,030
HIG Growth Buyouts & Equity Fund II	COST	384,037	920,511
HIG Mid Market LBO Fund II	COST	521,669	546,472
HIG V	COST	447,043	536,927
Highland IV, L.P.	COST	430,294	200,240
Highland V, L.P.	COST	185,932	103,854
IDG Accel China I	COST	693,263	847,840
IDG Accel China Growth Fund III	COST	1,173,524	2,323,175
IDG Accel China II	COST	1,315,862	2,190,473
IDG China III	COST	709,101	664,986
IDG China IV	COST	1,395,857	1,882,556
IDG-Accel China Growth I	COST	981,419	2,449,494
IDG-Accel China Growth II	COST	1,469,859	5,994,510
Janchor Offshore	COST	400,000	402,983

Attachment 10 - Investments Other

Sherman Fairchild Foundation, Inc.

EIN: 13-1951698

Year Ended: 12/31/16

Form 990PF, Part II Balance Sheets - Line 13

<u>Description</u>	<u>Valuation Method</u>	<u>Book Value</u>	<u>Fair Market Value</u>
LLR II	COST	156,924	293,540
LLR III	COST	843,675	1,243,380
LLR IV	COST	998,353	1,344,222
Lubert Adler RE VI	COST	887,973	659,478
Lubert-Adler RE V	COST	880,546	532,969
Merit F-1	COST	622,168	126,168
Ment G	COST	6,510,226	4,152,639
Merit E-1	COST	1,049,107	314,335
Merit H	COST	1,147,312	817,648
Merit I	COST	1,511,000	1,432,130
Merit J	COST	82,935	81,028
Mentech II, L P	COST	453,323	335,748
Morgan Stanley Capital Partners III, L.P.	COST	(24,642)	-
North Bridge Growth Equity I, L.P.	COST	1,064,621	1,384,473
North Bridge Growth Equity II, L.P.	COST	1,192,096	1,179,580
North Bridge Venture Partners IV-B, L P.	COST	1,309,745	180,272
North Bridge Venture Partners V-B, L.P.	COST	1,115,329	793,898
North Bridge Venture Partners VI, L.P.	COST	1,612,302	2,589,026
Northbridge 7. L P.	COST	1,467,982	2,397,541
Patron III Scotland, L.P	COST	1,740,700	944,190
Polaris III, L P.	COST	252,509	187,086
Polaris IV, L P	COST	1,321,838	1,319,599
Polaris V, L.P	COST	1,552,248	2,538,320
Polaris VI, L.P	COST	1,047,527	1,853,830
Polaris VII, L.P.	COST	1,528,194	1,767,092
Polaris VIII, LP	COST	77,032	194,047
Redpoint II, L.P.	COST	188,606	153,400
RMS Forest Growth II	COST	2,446,971	-
RMS Evergreen	COST	(189,253)	4,404,049
Sankaty COP's IV Offshore Fund	COST	(767,562)	389,920
Sankaty COP's V-A (Bain Distressed & Spec Situations 2013)	COST	1,321,864	1,325,820
Sankaty COP's II	COST	632,445	165,420
Sankaty COP's Offshore III	COST	119,689	339,288
Sankaty MMOP's II A (Bain Mid Market Credit 2014)	COST	1,171,743	1,347,565
Sequoia Growth III, L.P.	COST	2,260,523	1,942,997

Attachment 10 - Investments Other

Sherman Fairchild Foundation, Inc.

EIN: 13-1951698

Year Ended: 12/31/16

Form 990PF, Part II Balance Sheets - Line 13

<u>Description</u>	<u>Valuation Method</u>	<u>Book Value</u>	<u>Fair Market Value</u>
Sequoia India Growth Fund I, L.P.	COST	698,587	495,835
Sequoia India III, L.P.	COST	781,715	1,485,706
Sequoia India V, L.P.	COST	695,621	723,370
Sequoia Israel III, L.P.	COST	609,487	1,115,418
Sequoia China I, L.P.	COST	356,942	1,972,587
Sequoia China II, L.P.	COST	467,660	3,199,984
Sequoia Franchise Fund, L.P.	COST	327,712	674,231
Sequoia IX, L.P.	COST	553,907	324,147
Sequoia X, L.P.	COST	910,420	286,881
Sequoia XIV, L.P.	COST	1,606,751	3,430,864
Sequoia XV, L.P.	COST	589,361	600,570
Sequoia XI, L.P.	COST	779,942	632,017
Sequoia XII, L.P.	COST	2,741,615	28,252,180
Sequoia China Growth 2010, L.P.	COST	348,860	2,205,180
Sequoia China Growth Fund I, L.P.	COST	1,068,604	1,411,676
Sequoia China Growth Fund III, L.P.	COST	3,428,395	5,255,688
Sequoia China Growth Fund IV, L.P.	COST	976,831	945,017
Sequoia China IV, L.P.	COST	1,828,220	2,831,882
Sequoia China V, L.P.	COST	2,130,832	2,863,557
Sequoia China VI, L.P.	COST	193,013	193,577
Sequoia China Venture 2010, L.P.	COST	506,119	2,511,564
Sequoia Global Growth Fund, L.P.	COST	2,878,261	3,283,495
Sequoia Global Growth Fund II, L.P.	COST	559,587	557,201
Sequoia India Growth Fund II, L.P.	COST	804,737	1,220,553
Sequoia India IV, L.P.	COST	2,328,354	3,062,168
Sequoia Israel IV, L.P.	COST	694,463	816,518
Sequoia Israel V, L.P.	COST	1,071,048	1,232,066
Sequoia Seed Fund II, L.P.	COST	497,455	22,702
Sequoia US Growth Fund IV, L.P.	COST	2,188,070	4,044,449
Sequoia US Growth Fund V, L.P.	COST	3,312,773	4,626,381
Sequoia US Growth VI, L.P.	COST	3,203,622	3,638,613
Sequoia US Growth VII, L.P.	COST	647,368	646,314
Sequoia US Scout Seed 2013, L.P.	COST	34,274	34,278
Sequoia US Venture 2010, L.P.	COST	236,865	5,807,209
Sequoia US Venture 2010 Seed, L.P.	COST	83,038	697,503

Attachment 10 - Investments Other

Sherman Fairchild Foundation, Inc.

EIN: 13-1951698

Year Ended: 12/31/16

Form 990PF, Part II Balance Sheets - Line 13

<u>Description</u>	<u>Valuation Method</u>	<u>Book Value</u>	<u>Fair Market Value</u>
Shasta IV	COST	1,103,045	1,257,812
Shorenstein Realty Eight (SRI Eight REIT)	COST	3,866,435	3,055,197
Shorenstein Realty Nine (SRI Nine REIT)	COST	(123,536)	437,200
Shorenstein Realty Seven (SRI Seven REIT)	COST	(1,275,625)	376,022
Silver Lake II Cayman, L P.	COST	2,093,097	-
Silver Lake II, L.P.	COST	(1,574,701)	929,392
Silver Lake III, L.P.	COST	1,953,446	3,223,332
Silver Lake IV, L.P.	COST	764,785	1,363,743
Summit Europe PE, L P	COST	1,598,503	2,288,209
Summit Private Equity VII-B, L.P.	COST	2,004,315	3,305,196
Summit II-B, L P.	COST	751,925	1,072,698
Summit V, L P.	COST	229,945	18,868
Summit VI-B, L.P.	COST	381,183	690,820
Sun II, L P.	COST	123,383	216,323
Sun III, L.P	COST	127,991	416,575
Sun IV, L P.	COST	907,082	1,071,528
Sun V, L.P.	COST	2,155,287	3,440,580
Sun VI, L.P.	COST	280,580	913,059
TA X, L.P.	COST	289,419	285,954
Thomas H Lee (Alternative) Fund V, L.P.	COST	700,725	-
Thomas H Lee Equity Fund V, L P.	COST	(503,900)	-
Versant I, L.P	COST	415,286	154,640
Versant II, L.P.	COST	493,724	197,749
Versant III, L.P.	COST	828,037	950,025
Versant IV, L.P.	COST	752,399	1,093,008
Vestar III, L.P.	COST	735,620	34,122
Warburg Pincus Equity Partners Trust	COST	154,868	48,610
WCAS X, L.P.	COST	403,909	570,891
SUBTOTAL		224,386,463	314,375,168
Total		441,339,066	570,829,348

ATTACHMENT 11

FORM 990PF, PART VII-A, LINE 8B - EXPLANATION OF NON-FILING

A COPY OF FORM 990PF HAS NOT BEEN FILED WITH MARYLAND. MARYLAND ONLY
REQUIRES THE 990PF BE FILED WHEN THE ORGANIZATION IS FUNDRAISING IN
THE STATE.

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

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	ATTACHMENT 12		
		COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
WALTER BURKE 5454 WISCONSIN AVENUE 1205 CHEVY CHASE, MD 20815	DIRECTOR 40.00	6,405.	4,170.	0.
BONNIE HIMMELMAN 5454 WISCONSIN AVENUE 1205 CHEVY CHASE, MD 20815	PRESIDENT/DIRECTOR 40.00	465,885.	99,294.	0.
WALTER F. BURKE III 5454 WISCONSIN AVENUE 1205 CHEVY CHASE, MD 20815	CHIEF/VP/DIRECTOR 40.00	390,814.	84,138.	0.
BRUCE DRESNER 5454 WISCONSIN AVENUE 1205 CHEVY CHASE, MD 20815	DIRECTOR 1.00	36,000.	0.	0.
CHARLES PIERCE 5454 WISCONSIN AVENUE 1205 CHEVY CHASE, MD 20815	DIRECTOR 1.00	45,000.	0.	0.

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

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
WILL MCLEAN 5454 WISCONSIN AVENUE 1205 CHEVY CHASE, MD 20815	DIRECTOR 1.00	42,000.	0.	0.
MICHELE TOLELA MYERS 5454 WISCONSIN AVENUE 1205 CHEVY CHASE, MD 20815	DIRECTOR 1.00	27,000.	0.	0.
CAROL FOLT 5454 WISCONSIN AVENUE 1205 CHEVY CHASE, MD 20815	DIRECTOR 1.00	21,000.	0.	0.
DALE KNOBEL 5454 WISCONSIN AVENUE 1205 CHEVY CHASE, MD 20815	DIRECTOR 1.00	30,000.	0.	0.
JEFF HIMMELMAN 5454 WISCONSIN AVENUE 1205 CHEVY CHASE, MD 20815	SECRETARY/DIRECTOR 1.00	36,000.	0.	0.

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

ATTACHMENT 12 (CONT'D)

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
DOROTHY KOSINSKI 5454 WISCONSIN AVENUE 1205 CHEVY CHASE, MD 20815	DIRECTOR 1.00	27,000.	0.	0.
JULIE MCLEAN 5454 WISCONSIN AVENUE 1205 CHEVY CHASE, MD 20815	TREASURER 40.00	177,670.	57,084.	0.
GRAND TOTALS		1,304,774.	244,686.	0.

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

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS EXPENSE ACCT TO EMPLOYEE AND OTHER BENEFIT PLANS ALLOWANCES</u>
HEATHER BARRY 5454 WISCONSIN AVENUE 1205 CHEVY CHASE, MD 20815	STAFF 40.00	97,603.	27,131. 0.
PAT WALLIES 5454 WISCONSIN AVENUE 1205 CHEVY CHASE, MD 20815	STAFF 40.00	95,912.	63,349. 0.
TOTAL COMPENSATION		193,515.	90,480. 0.

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALSATTACHMENT 14

<u>NAME AND ADDRESS</u>	<u>TYPE OF SERVICE</u>	<u>COMPENSATION</u>
BDO USA, LLP 8401 GREENSBORO DRIVE, SUITE 800 MCLEAN, VA 22102 AUDIT AND TAX SERVICES	ACCOUNTING	206,496.
PATRICIA LYDON 5454 WISCONSIN AVE, SUITE 1205 CHEVY CHASE, MD 20815 GRANT CONSULTANT	CONSULTING	82,237.
TOTAL COMPENSATION		<u>288,733.</u>

Sherman Fairchild Foundation, Inc.
 EIN: 13-1951698
 Year Ended: 12/31/16
 Form 990PF, Part XV - Grants and Contributions Paid During the Year

ATTACHMENT # 15

Recipient Name	Street	City	State	Zip	Individual Relationship	Foundation Status	Purpose	Amount
Art Enables	2204 Rhode Island Ave NE	Washington	DC	20018	N/A	PC	General support	\$ 50,000
Arts and Science Foundation	134 E Franklin St	Chapel Hill	NC	27514	N/A	PC	Innovative Behavior Modification Strategies	10,000
Association of Horizon, Inc	3711 North Broadway, Suite #335	Chicago	IL	60613	N/A	PC	Support public awareness for disabilities	10,000
Bard College	30 Campus Road	Hudson	NY	12504	N/A	PC	SEP Phase XIII	125,000
Barnard College	3009 BROADWAY	New York	NY	10027	N/A	PC	Pilot Bridge to the Sciences program	100,246
Barnes Foundation	3009 BROADWAY	Philadelphia	PA	10027	N/A	PC	Small Museum Conservation - Phase III	100,000
Bates College	3009 BROADWAY	Lewiston	ME	10027	N/A	PC	Summer stipend program	270,000
Beloit College	3009 BROADWAY	Beloit	WI	10027	N/A	PC	Summer stipend program	270,000
Best Buddies International Inc.	3009 BROADWAY	Falls Church	VA	10027	N/A	PC	General support	10,000
Boys and Girls Club of Greater Washington	3009 BROADWAY	Washington	DC	10027	N/A	PC	Core programming support	10,000
Boys and Girls Club of the San Luis Valley	3009 BROADWAY	Alamosa	CO	10027	N/A	PC	Educational and career development programs	10,000
Boys Club of Greater New York	287 East 10th Street	New York	NY	10009	N/A	PC	Strategic Plan implementation	200,000
Bryn Mawr College	101 N Merion Ave	Bryn Mawr	PA	19010	N/A	PC	Pilot Bridge to the Sciences program	115,134
Cal Ripkin, Sr. Foundation	1901 MISSISSIPPI AVENUE SE	Baltimore	MD	20020	N/A	PC	General support	40,000
California Institute of Technology	1200 East California Blvd Mail Code 204-31	Pasadena	CA	91125	N/A	PC	SXS research programs	782,000
California Institute of Technology	1200 East California Blvd Mail Code 204-31	Pasadena	CA	91125	N/A	PC	Beowulf Computer	104,000
Clark University	1725 Rhode Island Ave , NW	Worcester	MA	20036	N/A	PC	Summer stipend program	247,500
Coe College	1220 First Ave , NE	Cedar Rapids	IA	52402	N/A	PC	SEP Phase XIII	125,000
Columbia University	1220 First Ave , NE	New York	NY	52402	N/A	PC	Dr David Hirsh discretionary grant	15,000
Connecticut College	270 Monegan Ave	New London	CT	06320	N/A	PC	Pilot Bridge to the Sciences program	100,000
Conspirare, Inc	270 Monegan Ave	Austin	TX	06320	N/A	PC	Musical choir performance	50,000
Dartmouth College	207 Parkhurst Hall, HB6001	Hanover	NH	03755-3529	N/A	PC	Pahanucci Fellows Program Endowment	3,000,000
Dartmouth College	207 Parkhurst Hall, HB6001	Hanover	NH	03755-3529	N/A	PC	Pahanucci Fellows Program Endowment	130,000
Denison University	100 West College Street	Granville	OH	43023	N/A	PC	Strategic plan	3,000,000
Dreamweaver International	440 Lee Road	Northbrook	IL	60062	N/A	PC	Kimana Christian Academy	5,000
Duke University	440 Lee Road	Durham	NC	60062	N/A	PC	Duke Scholars Program	10,000
Dutchess Day School	440 Lee Road	Millbrook	NY	60062	N/A	PC	Gym renovation general support	25,000
Field Museum of Natural History	440 Lee Road	Chicago	IL	60062	N/A	PC	Marshall Field V Collections Endowment	25,000
Free Minds Book Club and Writing Workshop	PO Box 3003	Washington	DC	17604	N/A	PC	DC incarcerated youth general support	50,000
Glen Echo Park	7300 MacArthur BLVD	Glen Echo	MD	20812	N/A	PC	General support	20,000
Global Scholars Academy	7300 MacArthur BLVD	Durham	NC	20812	N/A	PC	Bridges2Success general support	10,000
Golden Apple Foundation for Excellence in Teaching	7300 MacArthur BLVD	Chicago	IL	20812	N/A	PC	Golden Apple Awards for Excellence in Teaching and Leadership	30,000
Good Shepherd Rehabilitation Network	7300 MacArthur BLVD	Allentown	PA	20812	N/A	PC	Inpatient pediatric unit	50,000
Granville Historical Society	PO Box 129	Granville	OH	43023	N/A	PC	Dale & Tina Nobel Program Endowment	50,000
Greater Chicago Food Depository	PO Box 129	Chicago	IL	43023	N/A	PC	Hunger relief initiatives	10,000
Hampshire College	125 River Road Extension	Amherst	MA	06807	N/A	PC	Summer stipend program	270,000
Harvard Art Museum	1033 Massachusetts Avenue 3rd Fl	Cambridge	MA	02138	N/A	PC	Analytical Laboratory	1,666,667
Hope College	337 Putney St	Holland	MI	14456	N/A	PC	Summer stipend program	270,000

Sherman Fairchild Foundation, Inc.
EIN: 13-1951698
Year Ended: 12/31/16
Form 990PF, Part XV - Grants and Contributions Paid During the Year

ATTACHMENT # 15

Recipient Name	Street	City	State	Zip	Individual Relationship	Foundation Status	Purpose	Amount
Institute of Fine Arts	1 East 78th Street	New York	NY	10075	N/A	PC	Sherman Fairchild Professorship Endowment	525,000
La Puente Home, Inc	1200 Academy St	Alamogordo	CO	49008	N/A	PC	Human services	40,000
Lewis and Clark College	0615 SW Palatine Hill Road	Portland	OR	97219-7899	N/A	PC	Pilot Bridge to the Sciences program	105,000
Lewis and Clark College	0615 SW Palatine Hill Road	Portland	OR	97219-7899	N/A	PC	SEP Phase XIII	100,000
LGBTQ Center	0615 SW Palatine Hill Road	Chapel Hill	NC	97219-7899	N/A	PC	Leadership lunch series	30,000
Lincoln Center Education	0615 SW Palatine Hill Road	New York	NY	97219-7899	N/A	PC	School programs	1,000,000
Macalester College	1600 Grand Ave	St. Paul	MN	55105-1899	N/A	PC	SEP Phase XIII	121,750
Metropolitan Museum of Art	1000 Fifth Ave	New York	NY	10028-0198	N/A	PC	Education in Museums Phase II	100,000
Metropolitan Museum of Art	1000 Fifth Ave	New York	NY	10028-0198	N/A	PC	Staff Compensation Fund	100,000
Millbrook Library	1000 Fifth Ave	Millbrook	NY	10028-0198	N/A	PC	Technology updates and replacements	25,000
Mission Wolf	80 Sheep Creek Road	Westcliffe	CO	81252	N/A	PC	General support	10,000
Mount Desert Land and Garden Reserve	80 Sheep Creek Road	Seal Harbor	ME	81252	N/A	PC	Land and Trail Fund	25,000
New York Historical Society	465 Huntington Ave	New York	NY	02115	N/A	PC	Small Museum Conservation - Phase III	100,000
New York Presbyterian Hospital	465 Huntington Ave	New York	NY	02115	N/A	PC	Simulation Center	70,000
North Carolina Botanical Garden	465 Huntington Ave	Chapel Hill	NC	02115	N/A	PC	Edible Campus Initiative	100,000
North Carolina Museum of Art	465 Huntington Ave	Raleigh	NC	02115	N/A	PC	Small Museum Conservation - Phase III	30,000
Opportunity International, Inc	465 Huntington Ave	Chicago	IL	02115	N/A	PC	Head of School's Discretionary Fund	10,000
Phillips Academy Andover	1480 Linden Ave	Andover	MA	93013	N/A	PC	The Campaign for the Phillips	5,450,000
Phillips Collection	1600 Twenty-First St NW	Washington	DC	20009	N/A	PC	Education in Museums Phase III	100,000
Phillips Collection	1600 Twenty-First St NW	Washington	DC	20009	N/A	PC	National Human Trafficking Resource Center Hotline	30,000
Polaris Project	1600 Twenty-First St NW	Washington	DC	20009	N/A	PC	RIM Literacy Program	250,000
Reading in Motion	65 E Wacker Place Ste 305	Chicago	IL	60601	N/A	PC	Internship program	30,000
Reform Youth Ministries	1151 South Willow Ave., #A	Cookeville	TN	38506	N/A	PC	Women and girls program	75,000
Refuges International	1151 South Willow Ave., #A	Washington	DC	38506	N/A	PC	Emergency services	200,000
Salvation Army Greater Cleveland Area	211 E Broadway PO Box 183	Cleveland	OH	43023	N/A	PC	Emergency services	200,000
Salvation Army Massachusetts Division	211 E Broadway PO Box 183	Boston	MA	43023	N/A	PC	Emergency services	200,000
Salvation Army Metropolitan Division	211 E Broadway PO Box 183	Chicago	IL	43023	N/A	PC	Emergency services	200,000
Salvation Army National Capital Area Command	211 E Broadway PO Box 183	Washington	DC	43023	N/A	PC	General support	500,000
Salvation Army of New York	120 West 14th Street	New York	NY	10011-7393	N/A	PC	Emergency services	200,000
Salvation Army of New York	120 West 14th Street	New York	NY	10011-7393	N/A	PC	Arts and Technology Phase III	112,000
Sarah Lawrence College	1 Mead Way	Bronxville	NY	10708-5999	N/A	PC	Small Museum Conservation - Phase III	100,000
Seattle Art Museum	1 Mead Way	Seattle	WA	10708-5999	N/A	PC	General support	25,000
Seeds of Hope Neighborhood Center	35 South Street	Biddford	ME	04005	N/A	PC	Bing longitudinal project salary and overhead support	100,000
Smith College	1030 15th Street NW NO 1100W	Northampton	MA	20005	N/A	PC	Summer stipend program	270,000
Spelman College	1030 15th Street NW NO 1100W	Atlanta	GA	20005	N/A	PC	Preservation Endowment Funding	25,000
St Ann's Episcopal Church	1030 15th Street NW NO 1100W	Kennebunkport	ME	20005	N/A	PC	Outreach Small Grant Program	15,000
St. Francis Episcopal Church	1030 15th Street NW NO 1100W	Stamford	CT	20005	N/A	PC	SEP Phase XIII	120,000
St. Olaf	1520 St. Olaf Ave	Northfield	MN	55057	N/A	PC		

Sherman Fairchild Foundation, Inc.

Year Ended, 12/31/16

Year Ended: 12/31/16
Form 990PF, Part XV - Grants and Contributions Paid During the Year

Recipient Name	Street	City	State	Zip	Individual Relationship	Foundation Status	Purpose	Amount
St. Peter's Episcopal Church The Dallas Institute of Humanities and Culture The Partnership for Inner City Education The University of Arizona The University of Arizona Foundation The University of Miami University of Puget Sound University of Richmond Wellesley College Wheaton College Williams College	1520 St. Olaf Ave	Millbrook	NY	55057	N/A	PC	Sound system enhancement	25,000
	108 W Rosemary St	Dallas	TX	27516	N/A	PC	MLK Symposium	25,000
	1011 First Avenue	New York	NY	10022	N/A	PC	Academic plan for six urban Catholic schools	250,000
	1111 North Cherry Ave	Tucson	AZ	85721	N/A	PC	Pilot Bridge to the Sciences program	100,000
	1111 North Cherry Ave	Tucson	AZ	85721	N/A	PC	John H. Hildebrand Endowment	50,000
	1111 North Cherry Ave	Miami	FL	85721	N/A	PC	Translational Health in Nutrition and Kinesiology	100,000
	514 South Duke Street	Tacoma	WA	27701	N/A	PC	Summer stipend program	150,000
	514 South Duke Street	Richmond	VA	27701	N/A	PC	Integrated Science Experience Fund	40,000
	106 CENTRAL STREET	Wellesley	MA	02481	N/A	PC	Pilot Bridge to the Sciences program	100,000
	26 East Main Street	Norton	MA	02766-0930	N/A	PC	Arts and Technology Phase II	125,000
Xavier University of Louisiana Yale New Haven Teachers Institute Yale New Haven Teachers Institute Yale New Haven Teachers Institute	HOPKINS HLL PO BOX 67	Williamstown	MA	01267	N/A	PC	Pilot Bridge to the Sciences program	120,600
	55 Salisbury St	New Orleans	LA	01609	N/A	PC	Summer Stipend Program	180,000
	195 Church Street, 11th Floor	New Haven	CT	06510	N/A	PC	Descriptive study of curriculum units	101,070
	195 Church Street, 11th Floor	New Haven	CT	06510	N/A	PC	STEM seminars for teachers	150,000
	195 Church Street, 11th Floor	New Haven	CT	06510	N/A	PC	STEM Endowment Fund	5,000,000

\$ 29,825,967

Sherman Fairchild Foundation, Inc.

FIN. 13-1951698

Year Ended: 12/31/16

Form 990PF, Part XV - Contributions Approved For Future Payment

Total Grants Paid

Total Grants Paid

Sherman Fairchild Foundation, Inc.
2016 Form 990-PF
Summary of Partnership income

EIN: 13-195169:

	<u>TOTALS</u>	<u>Capital Gn/Loss</u>	<u>Ordinary</u>
SUMMARY -			
UBIT income	(206,430)	123,196	(329,625)
UBIT deductions	(110,171)		(110,171)
Net UBIT	<u>(316,600)</u>	<u>123,196</u>	<u>(439,796)</u>
Non-UBIT income	23,272,299	16,109,193	7,163,107
Non-UBIT deductions	(6,184,055)		(6,184,055)
Net Non-UBIT	<u>17,088,245</u>	<u>16,109,193</u>	<u>979,052</u>
Total net all	<u>16,771,645</u>	<u>16,232,388</u>	<u>539,256</u>

PARTNERSHIP	K-1 Line #	TOTAL	Abingworth Bioventures IV, L.P.	Abingworth Bioventures V, L.P.	Accel IX, L.P.	Accel VIII, L.P.	Accel X, L.P.
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EIN

98-0403543

98-0518587

20-1752933

22-3726968

26-1343260

INCOME	Ordinary Income	1	(421,824)					
	Net rental real estate	2	(67,879)					
	Other net rental	3	2,324					
	Guaranteed pmts	4	0					
	Int Inc	5	2,482,661	24	1,342	1,182	245	863
	Ord Divs	6a	3,807,991			373		
	Royalties	7	672,743					
	S-t CGain	8	943,514					1,167
	L-t CG	9a	15,722,638	60,934	(59,547)	100,999	(14,282)	60,700
	Sec 1250 gain Note only	9c	222,432					
	Sec 1231 gain	10	(433,764)					
	Other Income		17,799					
	Portfolio	11a	234,659					
		11b	0					
	Sec 1256	11c	118,228					
		11E	313,022					
	Other	11f	(326,243)		1,647			
	Tax exempt income	18A/B	0					
			23,065,870	60,958	(56,558)	102,554	(14,037)	62,730

DEDUCTIONS	Sec 179	12	1					
	Other Deductions		0					
	Other deductions	13A-G	1,421					
	Investment interest exp	13H	154,286					
	Portfolio - other	13L	2,086					
	Other Ded	13J/w	500,105					
	Capital gain property	13E	0					
	Other Ded-Prt	13K	5,119,308	642	1,268	27,349	220	45,810
	Ded - royalty	13I	171,752					
	Foreign taxes paid	16L/M	298,656			438		
	Nondeductible exp	18C	46,610	2	5	6	4	6
			6,294,225	644	1,273	27,793	224	45,816
NET INC			16,771,645	60,314	(57,831)	74,761	(14,261)	16,914

UBIT

INCOME	Income							
	Ordinary Income	1	(470,265)					
	Net rental real estate	2	(16,495)					
	Other net rental	3	0					
	Interest income	5	3,850					
	Ordinary dividends	6	15,761					
	Royalties	7	71					
	Net short-term	8	(310)					
	Net long-term	9	21,201					
	Sec 1231 gain	10	102,305					
	Other income (loss)	11a/e	313,016					
	Net sec 1256 gain(loss)	11c	427					
	Other income(loss) - 743	11f	5,861					
	UBIT-not split	20	(181,851)					
	TOTAL INCOME		(206,430)	0	0	0	0	0
DEDUCTIONS	Deductions							
	Sec 179 deduction	12	0					
	Other deductions	13 A-G	1,046					
	Investment interest exp	13h	88,880					
	Other deductions	13J/W	11,726					
	Deduction - 2%	13K	1,945					
	Total foreign taxes	16 L/M	1,198					
	Other deductions	13w	5,376					
	TOTAL DEDUCTIONS		110,171	0	0	0	0	0
	Net UBI		(316,600)	0	0	0	0	0

Sherman Fairchild Foundation, Inc.
2016 Form 990-PF
Summary of Partnership Income

PARTNERSHIP	K-1 Line #	Accel XI LP	Accel XII LP	Accel XIII LP	Accel Growth Fund II LP	Accel Growth Fund III LP	Advent Private Equity III, L.P.	Advent Private Equity IV, L.P.
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EIN 45-2533363 46-5017319 81-1351471 45-2533228 36-4779903

INCOME	Ordinary Income	1						
	Net rental real estate	2						
	Other net rental	3						
	Guaranteed pmts	4						
	Int Inc	5	1,309	842	10	113	310	6
	Ord Divs	6a		3				17
	Royalties	7						
	S-t CGain	8	243	2,032		10,340		
	L-t CG	9a	21,024	106,528	5,155		(99,354)	77,899
	sec 1250 gain Note only	9c						
	Sec 1231 gain	10						
	Other Income							
	Portfolio	11a				1		
		11b						
	Sec 1256	11c						
	Other	11f						
	Tax exempt income	18A/B						
			22,576	109,405	10	5,268	10,651	(99,348)
								77,916

DEDUCTIONS	Sec 179	12						
	Other Deductions							
	Other deductions	13A-G						
	Investment interest exp	13H						
	Portfolio - other	13L						
	Other Ded	13J/w						
	Capital gain property	13E						
	Other Ded-Prt	13K	25,567	25,523	4,211	37,908	52,405	515
	Ded - royalty	13I						5,920
	Foreign taxes paid	16L/M						
	Nondeductible exp	18C	3	3	4	6		
			25,570	25,526	4,211	37,912	52,411	515
			(2,994)	83,879	(4,201)	(32,644)	(41,760)	(99,863)
								71,996
NET INC								

UBIT

INCOME	Income							
	Ordinary Income	1						
	Net rental real estate	2						
	Other net rental	3						
	Interest income	5						
	Ordinary dividends	6						
	Royalties	7						
	Net short-term	8						
	Net long-term	9						
	Sec 1231 gain	10						
	Other income (loss)	11a/e						
	Net sec 1256 gain(loss)	11c						
	Other income(loss) - 743	11f						
	UBIT-not split	20						
	TOTAL INCOME		0	0	0	0	0	0
DEDUCTIONS	Deductions							
	Sec 179 deduction	12						
	Other deductions	13 A-G						
	Investment interest exp	13h						
	Other deductions	13J/w						
	Deduction - 2%	13K						
	Total foreign taxes	16 L/M						
	Other deductions	13w						
	TOTAL DEDUCTIONS		0	0	0	0	0	0
	Net UBI		0	0	0	0	0	0

Sherman Fairchild Foundation, Inc
2016 Form 990-PF
Summary of Partnership income

PARTNERSHIP	K-1 Line #	Amplify II L.P.	Artiman Ventures 2014	Artiman Ventures Select 2014	Atlas Venture Fund VI, L.P.	Bain Capital Asia Fund, L P	Bain Capital Asia II L.P.	Bain Asia III, L P.
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EIN 47-3122598 47-1042299 47-1053971 04-3547778 98-0518907 98-0691286 98-1242548

INCOME	Ordinary Income	1						
	Net rental real estate	2						
	Other net rental	3						
	Guaranteed prmts	4						
	Int Inc	5	67	238	5,894	6	996	2,407
	Ord Divs	6a				14,360	3,239	129,042
	Royalties	7						
	S-t CGain	8				3		
	L-t CG	9a		(2,910)		45,359	(92,410)	493,591
	sec 1250 gain Note only	9c						
	Sec 1231 gain	10						
	Other Income							
	Portfolio	11a		425				
		11b						
	Sec 1256	11c						
		11E						
	Other	11f						13,934
	Tax exempt income	18A/B						
			67	(2,247)	5,894	59,728	(88,175)	638,974
								15

DEDUCTIONS	Sec 179	12						
	Other Deductions							
	Other deductions	13A-G						
	Investment interest exp	13H		155	104			2,124
	Portfolio - other	13L						
	Other Ded	13J/w				148	841	
	Capital gain property	13E						
	Other Ded-Prt	13K	24,401	51,841	1,887	433	12,272	20,425
	Ded - royalty	13I						
	Foreign taxes paid	16L/M					2,940	347
	Nondeductible exp	18C			1			
			24,401	51,996	1,992	433	15,360	23,737
			(24,334)	(54,243)	3,902	59,295	(103,535)	615,237
								(53,825)

NET INC

UBIT

INCOME	Income							
	Ordinary Income	1						
	Net rental real estate	2						
	Other net rental	3						
	Interest income	5						
	Ordinary dividends	6						
	Royalties	7						
	Net short-term	8						
	Net long-term	9						
	Sec 1231 gain	10						
	Other income (loss)	11a/e						
	Net sec 1256 gain(loss)	11c						
	Other income(loss) - 743	11f						
	UBIT-not split	20						
	TOTAL INCOME		0	0	0	0	0	0
	Deductions							
	Sec 179 deduction	12						
	Other deductions	13 A-G						
DEDUCTIONS	Investment interest exp	13h						
	Other deductions	13J/W						
	Deduction - 2%	13K						
	Total foreign taxes	16 L/M						
	Other deductions	13w						
	TOTAL DEDUCTIONS		0	0	0	0	0	0
	Net UBI		0	0	0	0	0	0

Sherman Fairchild Foundation, Inc.
2016 Form 990-PF
Summary of Partnership income

PARTNERSHIP	K-1 Line #	Bain Capital Fund VII - E, L.P.	Bain Capital Fund VII, L.P.	Bain Capital Fund VIII, L.P.	Bain Capital Fund VIII-E, L.P.	Bain Capital IX Coinvestment, L.P.	Bain Capital IX, L.P.	Bain Capital Venture Fund 2001, L.P.
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EIN

04-3578237

04-3518910

98-0425021

98-0434669

98-0480739

98-0480737

04-3544440

INCOME	Ordinary Income	1						
	Net rental real estate	2						
	Other net rental	3						
	Guaranteed pmts	4						
	Int Inc	5	54	9	109	7	11	51
	Ord Divs	6a			663			
	Royalties	7						
	S-t CGain	8						
	L-t CG	9a	(4,564)		392,940	(85,248)	(64,666)	(392,368)
	sec 1250 gain Note only	9c						86,078
	Sec 1231 gain	10						
	Other Income							
	Portfolio	11a						
		11b						
	Sec 1256	11c						
		11E				3		
	Other	11f						
	Tax exempt income	18A/B						
			(4,510)	9	393,712	(85,238)	(64,655)	(392,317)
								86,128

DEDUCTIONS	Sec 179	12						
	Other Deductions							
	Other deductions	13A-G						
	Investment interest exp	13H						
	Portfolio - other	13L						
	Other Ded	13J/w						
	Capital gain property	13E						
	Other Ded-Prt	13K	249	13	16,525	17,305	12,124	44,736
	Ded - royalty	13I						629
	Foreign taxes paid	16L/M					977	
	Non deductible exp	18C						
			249	13	16,525	17,305	12,124	45,713
			(4,759)	(4)	377,187	(102,543)	(76,779)	(438,030)
								85,499
NET INC								

UBIT

INCOME	Income							
	Ordinary Income	1						
	Net rental real estate	2						
	Other net rental	3						
	Interest income	5						
	Ordinary dividends	6						
	Royalties	7						
	Net short-term	8						
	Net long-term	9						
	Sec 1231 gain	10						
	Other income (loss)	11a/e						
	Net sec 1256 gain(loss)	11c						
	Other income(loss) - 743	11f						
	UBIT-not split	20						
	TOTAL INCOME		0	0	0	0	0	0
DEDUCTIONS	Deductions							
	Sec 179 deduction	12						
	Other deductions	13 A-G						
	Investment interest exp	13h						
	Other deductions	13J/W						
	Deduction - 2%	13K						
	Total foreign taxes	16 L/M						
	Other deductions	13w						
	TOTAL DEDUCTIONS		0	0	0	0	0	0
	Net UBI		0	0	0	0	0	0

Sherman Fairchild Foundation, Inc.
2016 Form 990-PF
Summary of Partnership Income

Summary of Partnership Income									
PARTNERSHIP	K-1 Line #	Bain Capital Venture Fund 2005, L.P.	Bain Capital Venture Fund 2007, L.P.	Bain Capital Venture Fund 2009 LP	Bain Capital Venture 2012, L.P	Bain Capital Venture 2012 Cayman, L.P.	Bain Venture 2014	Bain Venture 2014 Coinvest	
EIN		20-1330342	20-5463883	26-3715638	45-3645898	98-1080643	98-1170109	98-1170113	
Ordinary Income	1		(140)						
Net rental real estate	2								
Other net rental	3								
Guaranteed pmts	4								
Int Inc	5	34	115	103	232		619	27	
Ord Divs	6a								
Royalties	7								
S-l CGain	8						11,990		
L-t CG	9a	159,519	152,450	37,036	174,100		293,482		
sec 1250 gain Note only	9c								
Sec 1231 gain	10								
Other Income									
Portfolio	11a								
	11b								
Sec 1256	11c								
	11E								
Other	11f								
Tax exempt income	18A/B								
		159,553	152,425	37,139	174,332	0	306,091	27	
Sec 179	12								
Other Deductions									
Other deductions	13A-G								
Investment interest exp	13H				86	117	513		
Portfolio - other	13L								
Other Ded	13J/w								
Capital gain property	13E								
Other Ded-Prt	13K	18,830	21,297	13,438	37,686		43,626	3,385	
Ded - royalty	13I								
Foreign taxes paid	16L/M								
Nondeductible exp	18C								
		18,830	21,297	13,438	37,772	117	44,139	3,385	
NET INC		140,723	131,128	23,701	136,560	(117)	261,952	(3,358)	

UBIT

INCOME	Income								
	Ordinary Income	1	(140)						
	Net rental real estate	2							
	Other net rental	3							
	Interest income	5					268		
	Ordinary dividends	6							
	Royalties	7							
	Net short-term	8							
	Net long-term	9							
	Sec 1231 gain	10							
	Other income (loss)	11a/e							
	Net sec 1256 gain(loss)	11c							
	Other income(loss) - 743	11f							
	UBIT-not split	20							
TOTAL INCOME		0	(140)	0	0	0	268	0	
DEDUCTIONS	Deductions								
	Sec 179 deduction	12							
	Other deductions	13 A-G							
	Investment interest exp	13h							
	Other deductions	13J/W							
	Deduction - 2%	13K							
	Total foreign taxes	16 L/M							
	Other deductions	13w							
TOTAL DEDUCTIONS		0	0	0	0	0	0	0	
Net UBI		0	(140)	0	0	0	268	0	

Sherman Fairchild Foundation, Inc.
2016 Form 990-PF
Summary of Partnership Income

PARTNERSHIP	K-1 Line #	Bain Venture 2016	Bain Capital VII Coinvestment, L.P.	Bain Capital VIII Coinvestment, L.P.	Bain Europe IV	Bain XI, L.P.	Berkshire Fund V, L P
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EIN 98-1299467 04-3518913 98-0425022 98-1140731 98-1060041 04-3423237

INCOME	Ordinary Income	1					
	Net rental real estate	2					
	Other net rental	3					
	Guaranteed pmts	4					
	Int Inc	5		4	17	8,169	
	Ord Divs	6a			269	576	
	Royalties	7					
	S-t CGain	8					
	L-t CG	9a			51,189	115,070	355,628
	sec 1250 gain Note only	9c					186
	Sec 1231 gain	10					
	Other Income				13,979		
	Portfolio	11a					
		11b					
	Sec 1256	11c					
		11E					
	Other	11f					
	Tax exempt income	18A/B					
			0	4	51,475	129,050	364,373
							186

DEDUCTIONS	Sec 179	12					
	Other Deductions						
	Other deductions	13A-G					
	Investment interest exp	13H	11			1,920	
	Portfolio - other	13L					
	Other Ded	13J/w					
	Capital gain property	13E					
	Other Ded-Prt	13K	883	189	2,351	(33,507)	57,007
	Ded - royalty	13I					180
	Foreign taxes paid	16L/M					
	Nondeductible exp	18C					
			894	189	2,351	(33,507)	58,927
			(894)	(185)	49,124	162,557	305,446
							6
NET INC							

UBIT

INCOME	Income						
	Ordinary Income	1					
	Net rental real estate	2					
	Other net rental	3					
	Interest income	5				837	
	Ordinary dividends	6					
	Royalties	7					
	Net short-term	8					
	Net long-term	9					
	Sec 1231 gain	10					
	Other income (loss)	11a/e					
	Net sec 1256 gain(loss)	11c					
	Other income(loss) - 743	11f					
	UBIT-not split	20					
	TOTAL INCOME		0	0	0	0	837
	Deductions						0
DEDUCTIONS	Sec 179 deduction	12					
	Other deductions	13 A-G					
	Investment interest exp	13h					
	Other deductions	13J/W					
	Deduction - 2%	13K					
	Total foreign taxes	16 L/M					
	Other deductions	13w					
	TOTAL DEDUCTIONS		0	0	0	0	0
Net UBI			0	0	0	837	0

Sherman Fairchild Foundation, Inc.
2016 Form 990-PF
Summary of Partnership income

PARTNERSHIP	K-1 Line #	Berkshire Fund VI, L.P.	Berkshire VI OS L.P.	Berkshire (AIV Direct) Fund VI, L.P.	Berkshire Fund VII, L.P.	Berkshire Fund VII (OS), L.P.	Berkshire VIII L.P.	Berkshire VIII OS L.P.
EIN		04-3568357	98-0540458	20-4770808	20-5216201	98-0540463	27-5270108	98-0704076
INCOME	Ordinary Income	1		(482)	(9,427)		(33,143)	
	Net rental real estate	2					4	
	Other net rental	3						
	Guaranteed pmts	4						
	Int Inc	5	46	55	56		2,557	
	Ord Divs	6a	16,346		31,309	22,281	81,261	15,834
	Royalties	7						
	S-t CGain	8					33,980	
	L-t CG	9a	341,295	(128)	419,581	(56)	(1)	
	Sec 1250 gain Note only	9c					9	
	Sec 1231 gain	10		(35)	(17)		(73)	
	Other Income							
	Portfolio	11a						
		11b						
	Sec 1256	11c						
		11E						
	Other	11f					609	
	Tax exempt income	18A/B						
			357,687	(128)	(462)	441,502	22,225	85,194
								15,834
DEDUCTIONS	Sec 179	12						
	Other Deductions							
	Other deductions	13A-G		10	4		15	
	Investment interest exp	13H			89		1,008	
	Portfolio - other	13L						
	Other Ded	13J/w			3,532		8,194	
	Capital gain property	13E						
	Other Ded-Prt	13K	5,005	79	33,583	395	60,412	67
	Ded - royalty	13I						
	Foreign taxes paid	16L/M	8	111		3		
	Nondeductible exp	18C		88	58		751	
			5,013	0	288	37,266	398	70,380
			352,674	(128)	(750)	404,236	21,827	14,814
								15,767
NET INC								

UBIT

INCOME	Income							
	Ordinary Income	1		(275)	(9,427)		(33,143)	
	Net rental real estate	2					4	
	Other net rental	3						
	Interest income	5		55	0		1	
	Ordinary dividends	6						
	Royalties	7						
	Net short-term	8						
	Net long-term	9					9	
	Sec 1231 gain	10		(35)	(17)		(73)	
	Other income (loss)	11a/e						
	Net sec 1256 gain(loss)	11c						
	Other income(loss) - 743	11f					609	
	UBIT-not split	20						
	TOTAL INCOME		0	0	(255)	(9,444)	0	(32,593)
	Deductions							
	Sec 179 deduction	12						
DEDUCTIONS	Other deductions	13 A-G		10	4		15	
	Investment interest exp	13h						
	Other deductions	13J/W			3,532		8,194	
	Deduction - 2%	13K			0			
	Total foreign taxes	16 L/M						
	Other deductions	13w						
	TOTAL DEDUCTIONS		0	0	10	3,536	0	8,209
	Net UBI		0	0	(265)	(12,980)	0	(40,802)

Sherman Fairchild Foundation, Inc.
2016 Form 990-PF
Summary of Partnership income

PARTNERSHIP		K-1 Line #	Berkshire IX	Blackstone Capital Partners IV, L.P.	Blackstone GOW Cayman Partners IV, L.P.	Blackstone Capital Partners (Cayman) IV, LP	Blackstone SGP Capital Partners (Cayman) IV, L.P.	Blackstone RE Partners Int'l II, L.P.	Blackstone RE Partners Int'l II Q, L.P.
EIN			38-3985342	13-4195762	98-1010672	20-0118764	98-0467780	27-0127939	74-3235583
INCOME	Ordinary Income	1					(382)	(4,296)	
	Net rental real estate	2						(141)	
	Other net rental	3							
	Guaranteed pmts	4							
	Int Inc	5				1,352	9	383	611
	Ord Divs	6a					29,121		
	Royalties	7							
	S-t CGain	8					(380)		
	L-t CG	9a			4,935		295,130	(6,154)	(1,861)
	sec 1250 gain Note only	9c							
	Sec 1231 gain	10						(30)	
	Other Income								
	Portfolio	11a		46		1,440		438	1,279
		11b							
	Sec 1256	11c							
		11E							
	Other	11f						43,845	
	Tax exempt income	18A/B							
			0	46	4,935	2,792	323,498	34,045	29
DEDUCTIONS	Sec 179	12							
	Other Deductions								
	Other deductions	13A-G							
	Investment interest exp	13H	140			1	1		58
	Portfolio - other	13L							
	Other Ded	13J/w							
	Capital gain property	13E							
	Other Ded-Prt	13K	3,036	48	128	512	66	331	1,765
	Ded - royalty	13I							
	Foreign taxes paid	16L/M						488	13
	Nondeductible exp	18C						1	
			3,176	48	128	513	67	820	1,836
NET INC			(3,176)	(2)	4,807	2,279	323,431	33,225	(1,807)
UBIT									
INCOME	Income								
	Ordinary Income	1							
	Net rental real estate	2							
	Other net rental	3							
	Interest income	5							
	Ordinary dividends	6							
	Royalties	7							
	Net short-term	8							
	Net long-term	9							
	Sec 1231 gain	10							
	Other income (loss)	11a/e							
	Net sec 1256 gain(loss)	11c							
	Other income(loss) - 743	11f							
	UBIT-not split	20					(382)		
	TOTAL INCOME		0	0	0	0	(382)	0	0
DEDUCTIONS	Deductions								
	Sec 179 deduction	12							
	Other deductions	13 A-G							
	Investment interest exp	13h							
	Other deductions	13J/W							
	Deduction - 2%	13K							
	Total foreign taxes	16 L/M							
	Other deductions	13w							
	TOTAL DEDUCTIONS		0	0	0	0	0	0	0
	Net UBI		0	0	0	0	(382)	0	0

Sherman Fairchild Foundation, Inc.
2016 Form 990-PF
Summary of Partnership Income

PARTNERSHIP	K-1 Line #	Blackstone RE Partners Int'l II (AIV) L.P.	Blackstone V, L.P.	Blackstone PB Capital Partners V LP	Blackstone Capital Partners V USS Feeder, L.P.	Blackstone Capital Partners (Cayman) V-A, L.P.	Blackstone RGIS Capital Partners V LP	Blackstone HEI Capital Partners V LP
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EIN 98-0553010 20-3177035 26-1995844 26-0783540 20-5429794 20-8866363 26-1668564

INCOME	Ordinary Income	1			(141)		(2,209)	
	Net rental real estate	2						
	Other net rental	3						
	Guaranteed pmts	4						
	Int Inc	5		17	48	728	105	
	Ord Divs	6a	15,290	3,912		335		
	Royalties	7						
	S-t CGain	8						
	L-t CG	9a	100,454	146,189		7,589		
	sec 1250 gain Note only	9c						
	Sec 1231 gain	10						
	Other Income							
	Portfolio	11a						
		11b						
	Sec 1256	11c						
		11E						
	Other	11f			171			
	Tax exempt income	18A/B						
			115,744	150,118	78	0	8,652	(2,104)
								0
DEDUCTIONS	Sec 179	12						
	Other Deductions							
	Other deductions	13A-G				3	1	
	Investment interest exp	13H			17		6	
	Portfolio - other	13L						
	Other Ded	13J/w	15,302	3,724			56	
	Capital gain property	13E						
	Other Ded-Prt	13K	1,044	543	41	36	321	45
	Ded - royalty	13I						1
	Foreign taxes paid	16L/M					764	
	Nondeductible exp	18C			5		590	
			16,346	4,267	63	36	324	1,462
			99,398	145,851	15	(36)	8,328	(3,566)
								(1)
NET INC								

UBIT

INCOME	Income							
	Ordinary Income	1			(141)		(2,209)	
	Net rental real estate	2						
	Other net rental	3						
	Interest income	5						
	Ordinary dividends	6				81		
	Royalties	7						
	Net short-term	8						
	Net long-term	9						
	Sec 1231 gain	10						
	Other income (loss)	11a/e						
	Net sec 1256 gain(loss)	11c						
	Other income(loss) - 743	11f			86			
	UBIT-not split	20						
	TOTAL INCOME		0	0	(55)	0	81	(2,209)
								0
DEDUCTIONS	Deductions							
	Sec 179 deduction	12						
	Other deductions	13 A-G						
	Investment interest exp	13h						
	Other deductions	13J/W						
	Deduction - 2%	13K				12		
	Total foreign taxes	16 L/M					764	
	Other deductions	13w						
TOTAL DEDUCTIONS			0	0	0	0	12	764
Net UBI			0	0	(55)	0	69	(2,973)
								0

Sherman Fairchild Foundation, Inc.
2016 Form 990-PF
Summary of Partnership income

PARTNERSHIP		K-1 Line #	Blackstone Capital Partners (Cayman II) V LP	Blackstone Capital Partners (Cayman III) V LP	Blackstone Capital Partners (Cayman II) V- NQ LP	Blackstone Capital Partners GS V LP	Blackstone Feeder Holdco V LP	BCP (Cayman) V-S, L.P.	BCP V-S, L.P.
EIN			98-0578154	98-0641463	98-0654255	27-4468041	36-4816704	98-0484226	20-3177004
INCOME	Ordinary Income	1							
	Net rental real estate	2							
	Other net rental	3							
	Guaranteed prmts	4							
	Int inc	5	1,280						7
	Ord Divs	6a							1,948
	Royalties	7							
	S-1 CGain	8							
	L-1 CG	9a	14,001				623	353	21,095
	sec 1250 gain Note only	9c							
	Sec 1231 gain	10							
	Other Income								
	Portfolio	11a				21		6	
		11b							
	Sec 1256	11c							
	Other	11f							
	Tax exempt income	18A/B							
			15,281	0	0	21	623	359	23,050
DEDUCTIONS	Sec 179	12							
	Other Deductions								
	Other deductions	13A-G						1	
	Investment interest exp	13H				49			
	Portfolio - other	13L							
	Other Ded	13J/w							1,851
	Capital gain-property	13E							
	Other Ded-Prt	13K	45	3	1		724	2	144
	Ded - royalty	13I							
	Foreign taxes paid	16L/M							
	Nondeductible exp	18C							
			45	3	1	49	724	3	1,995
NET INC			15,236	(3)	(1)	(28)	(101)	356	21,055
UBIT									
INCOME	Income								
	Ordinary Income	1							
	Net rental real estate	2							
	Other net rental	3							
	Interest income	5							
	Ordinary dividends	6							
	Royalties	7							
	Net short-term	8							
	Net long-term	9							
	Sec 1231 gain	10							
	Other income (loss)	11a/e							
	Net sec 1256 gain(loss)	11c							
	Other income(loss) - 743	11f							
	UBIT-not split	20							
	TOTAL INCOME		0	0	0	0	0	0	0
DEDUCTIONS	Deductions								
	Sec 179 deduction	12							
	Other deductions	13 A-G							
	Investment interest exp	13h							
	Other deductions	13J/W							
	Deduction - 2%	13K							
	Total foreign taxes	16 L/M							
	Other deductions	13w							
	TOTAL DEDUCTIONS		0	0	0	0	0	0	0
	Net UBI		0	0	0	0	0	0	0

Page 11 of 40

Sherman Fairchild Foundation, Inc.
2016 Form 990-PF
Summary of Partnership income

PARTNERSHIP	K-1 Line #	Equus BPG Investment VII- A, L.P.	Equus BPG Investment VIII- A, L.P.	Brentwood Associates IX, L.P.	CA Resources Fund, L.P. - Series Bain X Coinvest	CA Resources Fund, L.P. - Series Bain Europe III	CA Resources Fund LP Series Bain X Core	CA Resources Fund EnerVest XIV
EIN		11-3741222	20-8865098	95-4709619	61-1539701	26-1962451	61-1539701	47-3574272

INCOME	Ordinary Income	1						
	Net rental real estate	2						
	Other net rental	3						
	Guaranteed pmts	4						
	Int Inc	5	90		562	109	13	622
	Ord Divs	6a	85,068			1,050	14,861	24,614
	Royalties	7						
	S-t CGain	8						
	L-t CG	9a	16,371	186,391	1,710	(15,083)	1,531,739	447,639
	Sec 1250 gain Note only	9c	12,290	116,616				
	Sec 1231 gain	10						
	Other Income							
	Portfolio	11a	5,761				5	
		11b						
	Sec 1256	11c						
		11E						
	Other	11f						(703)
	Tax exempt income	18A/B						
			107,290	186,391	2,272	(13,924)	1,546,618	472,875
								61,356

DEDUCTIONS	Sec 179	12						
	Other Deductions							
	Other deductions	13A-G						
	Investment interest exp	13H				17,557	9,361	
	Portfolio - other	13L						
	Other Ded	13J/w			240	890	970	
	Capital gain property	13E						
	Other Ded-Prt	13K	814	2,877	121	3,074	32,854	55,912
	Ded - royalty	13I						41,625
	Foreign taxes paid	16L/M			58		3,118	
	Nondeductible exp	18C						
			814	2,877	121	3,372	51,301	69,361
			106,476	183,514	2,151	(17,296)	1,495,317	403,514
								13,642
NET INC								

UBIT

INCOME	Income							
	Ordinary Income	1						
	Net rental real estate	2						
	Other net rental	3						
	Interest income	5						
	Ordinary dividends	6						
	Royalties	7						
	Net short-term	8						
	Net long-term	9						
	Sec 1231 gain	10						
	Other income (loss)	11a/e						
	Net sec 1256 gain(loss)	11c						
	Other income(loss) - 743	11f						
	UBIT-not split	20						
TOTAL INCOME			0	0	0	0	0	0
DEDUCTIONS	Deductions							
	Sec 179 deduction	12						
	Other deductions	13 A-G						
	Investment interest exp	13h						
	Other deductions	13J/W						
	Deduction - 2%	13K						
	Total foreign taxes	16 L/M						
	Other deductions	13w						
	TOTAL DEDUCTIONS		0	0	0	0	0	0
	Net UBI		0	0	0	0	0	0

Sherman Fairchild Foundation, Inc.
2016 Form 990-PF
Summary of Partnership income

Summary of Partnership Income									
PARTNERSHIP	K-1 Line #	Cabot Industrial Value Fund II, Inc	Cabot Industrial Value Fund III, LP	Cedar Rock Capital Partners	Colchester Gobal Bond Fund	Cypress Merchant II, L.P.	DAG Ventures III-QP, L.P	DAG Ventures II-QP, L.P.	
EIN		20-3129763	26-2297672	98-0425858	36-7324183	13-4028648	20-8786618	20-4626638	
INCOME	Ordinary Income	1							
	Net rental real estate	2							
	Other net rental	3							
	Guaranteed pmts	4							
	Int Inc	5			1,128	338,255	27	323	575
	Ord Divs	6a	140,135		1,076,250				
	Royalties	7							
	S-t CGain	8			(79)	19,327		(13,155)	
	L-t CG	9a	118,528		(4,281)	59,326	303,841	(38,027)	(16,354)
	sec 1250 gain Note only	9c	41,736						
	Sec 1231 gain	10							
	Other Income								
	Portfolio	11a	24,348						
		11b							
	Sec 1256	11c							
		11E							
	Other	11f			(31,112)	(348,893)			
	Tax exempt income	18A/B							
		283,011	0	1,041,906	68,015	303,868	(50,859)	(15,779)	
DEDUCTIONS	Sec 179	12							
	Other Deductions								
	Other deductions	13A-G							
	Investment interest exp	13H							
	Portfolio - other	13L							
	Other Ded	13J/w							
	Capital gain property	13E							
	Other Ded-Prt	13K	538		306,086		1,892	21,879	855
	Ded - royalty	13I							
	Foreign taxes paid	16L/M			39,922	1,295			
Nondeductible exp	18C			32,675					
		538	0	378,683	1,295	1,892	21,879	855	
NET INC		282,473	0	663,223	66,720	301,976	(72,738)	(16,634)	

UBIT

INCOME	Income							
	Ordinary Income	1						
	Net rental real estate	2						
	Other net rental	3						
	Interest income	5						
	Ordinary dividends	6						
	Royalties	7						
	Net short-term	8						
	Net long-term	9						
	Sec 1231 gain	10						
	Other income (loss)	11a/e						
	Net sec 1256 gain(loss)	11c						
	Other income(loss) - 743	11f						
	UBIT-not split	20						
	TOTAL INCOME		0	0	0	0	0	0
	Deductions							
	Sec 179 deduction	12						
	Other deductions	13 A-G						
DEDUCTIONS	Investment interest exp	13h						
	Other deductions	13J/W						
	Deduction - 2%	13K						
	Total foreign taxes	16 L/M						
	Other deductions	13w						
	TOTAL DEDUCTIONS		0	0	0	0	0	0
	Net UBI		0	0	0	0	0	0

Sherman Fairchild Foundation, Inc.
2016 Form 990-PF
Summary of Partnership income

PARTNERSHIP	K-1 Line #	DAG Ventures IV-QP LP	DAG V QP LP	DAG VI	Davidson Kempner Institutional Partners, L.P.	Drawbridge LDV Fund I-B, L.P.	Drawbridge LDV Fund II-B, L.P.	Drawbridge LDV Fund III-C, L.P.
EIN		26-3312327	45-2256948	47-2488871	13-3597020	20-2294127	04-3833237	14-1984869
INCOME	Ordinary Income	1						9,763
	Net rental real estate	2			(1,397)	(8,574)	(9,886)	974
	Other net rental	3				2,310		
	Guaranteed pmts	4						
	Int Inc	5	738	5,496	205,978	30,862	181,856	10,153
	Ord Divs	6a			26,947		5,362	
	Royalties	7				316	526	8,243
	S-t CGain	8			141,482			
	L-t CG	9a	24,171	60,907	252,407	1,015,548	503,464	4,383
	sec 1250 gain Note only	9c				5,582	4,872	2,586
	Sec 1231 gain	10				11,821	(66)	4,023
	Other Income							
	Portfolio	11a				60,359	19,214	7,705
		11b						
	Sec 1256	11c			(226)			
		11E						
	Other	11f			91,004		15,476	2,744
	Tax exempt income	18A/B						
			24,909	66,403	25,148	716,195	1,112,642	715,946
								47,988
DEDUCTIONS	Sec 179	12						
	Other Deductions							
	Other deductions	13A-G						9
	Investment interest exp	13H		118	18,909			180
	Portfolio - other	13L						
	Other Ded	13J/w			111,181	1,382	3,948	9,510
	Capital gain property	13E						
	Other Ded-Prt	13K	36,571	29,108	39	37,388	44,707	10,292
	Ded - royalty	13I				136	7,714	1
	Foreign taxes paid	16L/M			2,309		59	1,905
DEDUCTIONS	Nondeductible exp	18C			732	29	1	42
			36,571	29,226	60,527	133,170	38,935	56,429
			(11,662)	37,177	(35,379)	583,025	1,073,707	659,517
								21,939
								26,049
	NET INC							
UBIT								
INCOME	Income							
	Ordinary Income	1						
	Net rental real estate	2						
	Other net rental	3						
	Interest income	5						
	Ordinary dividends	6						
	Royalties	7						
	Net short-term	8						
	Net long-term	9						
	Sec 1231 gain	10						
	Other income (loss)	11a/e						
	Net sec 1256 gain(loss)	11c						
	Other income(loss) - 743	11f						
	UBIT-not split	20					433	9,487
	TOTAL INCOME		0	0	0	0	433	9,487
DEDUCTIONS	Deductions							
	Sec 179 deduction	12						
	Other deductions	13 A-G						
	Investment interest exp	13h						
	Other deductions	13J/W						
	Deduction - 2%	13K						
	Total foreign taxes	16 L/M						
	Other deductions	13w						
	TOTAL DEDUCTIONS		0	0	0	0	0	0
	Net UBI		0	0	0	0	433	9,487

Sherman Fairchild Foundation, Inc.
2016 Form 990-PF
Summary of Partnership income

PARTNERSHIP		K-1 Line #	Drive Capital II	EMG III	EMG IV	EnCap Energy Capital VI-B, L.P.	EnCap Energy Capital VII, L.P.	EnCap Energy Capital VIII-B L.P.	EnCap Energy Capital IX L.P.
EIN			81-2114255	46-3816664	46-5408240	20-4682001	26-0413806	27-2032570	80-0860738
INCOME	Ordinary income	1		(239,732)	4,746		(34,308)		139,829
	Net rental real estate	2					(2)		
	Other net rental	3							
	Guaranteed pmts	4							
	Int Inc	5	80	179	21	36,798	69		1,683
	Ord Divs	6a		157			3	61,700	3,400
	Royalties	7		5,619			11,087		18,463
	S-t CGain	8							222,413
	L-t CG	9a					(13,427)		376,908
	sec 1250 gain Note only	9c							
	Sec 1231 gain	10		(44,193)			(10,345)		165,222
	Other Income								
	Portfolio	11a					79		311
		11b							
	Sec 1256	11c							
	Other	11f		232,835					19
	Tax exempt income	18A/B		2,119					
			80	(43,016)	4,767	36,798	(46,844)	61,700	928,248
DEDUCTIONS	Sec 179	12							
	Other Deductions								
	Other deductions	13A-G		22	2		31		58
	Investment interest exp	13H	56				120		
	Portfolio - other	13L			5		10		1,066
	Other Ded	13J/w		133,234	443		27,641		68,110
	Capital gain property	13E							
	Other Ded-Prt	13K	21,490	35,740	21,627	963	21	354	23
	Ded - royalty	13I		5,435			3,339		5,131
	Foreign taxes paid	16L/M							
	Nondeductible exp	18C		363	143		54		105
			21,546	174,794	22,220	963	31,216	354	74,493
NET INC			(21,466)	(217,810)	(17,453)	35,835	(78,060)	61,346	853,755
UBIT									
INCOME	Income								
	Ordinary income	1		(266,462)					
	Net rental real estate	2							
	Other net rental	3							
	Interest income	5							
	Ordinary dividends	6							
	Royalties	7							
	Net short-term	8							
	Net long-term	9							
	Sec 1231 gain	10							
	Other income (loss)	11a/e		232,835					
	Net sec 1256 gain(loss)	11c							
	Other income(loss) - 743	11f							
	UBIT-not split	20			4,746		(61,949)		71,721
	TOTAL INCOME		0	(33,627)	4,746	0	(61,949)	0	71,721
DEDUCTIONS	Deductions								
	Sec 179 deduction	12							
	Other deductions	13 A-G							
	Investment interest exp	13h							
	Other deductions	13J/W							
	Deduction - 2%	13K							
	Total foreign taxes	16 L/M							
	Other deductions	13w							
	TOTAL DEDUCTIONS		0	0	0	0	0	0	0
	Net UBI		0	(33,627)	4,746	0	(61,949)	0	71,721

Sherman Fairchild Foundation, Inc.
2016 Form 990-PF
Summary of Partnership income

PARTNERSHIP	K-1 Line #	EnCap Energy Capital X L.P.	EnCap Flatrock Midstream III	EnerVest X-B, L.P.	EnerVest XI-B, L.P.	EnerVest XII-B L.P.	EnerVest XIII-C L.P.	FIR Tree Intl Calve Fund (USTE) II, LP
EIN		47-2732735	46-4943834	71-0979432	20-5617943	01-0938044	80-0854716	98-1074738
INCOME	Ordinary Income	1	(4,477)	(13,416)	9,452			
	Net rental real estate	2						
	Other net rental	3						
	Guaranteed pmts	4						
	Int Inc	5	84	50		188	229	3,131
	Ord Divs	6a		449				
	Royalties	7	1,054		147	66,301	51,549	12,102
	S-t CGain	8		2,701				
	L-t CG	9a		48,057	(815)			15,579
	sec 1250 gain Note only	9c						
	Sec 1231 gain	10		140				
	Other Income							
	Portfolio	11a						
		11b						
	Sec 1256	11c						
		11E						
	Other	11f		(1,707)	(157,482)	(18,975)	(50,146)	
	Tax exempt income	18A/B						
			(3,339)	36,274	8,784	(90,993)	32,803	(38,044)
								18,710
DEDUCTIONS	Sec 179	12						
	Other Deductions							
	Other deductions	13A-G	12	17				
	Investment interest exp	13H						
	Portfolio - other	13L						
	Other Ded	13J/w	79,612	15,107	1,740			
	Capital gain property	13E						
	Other Ded-Prt	13K						1,792
	Ded - royalty	13I	1,669		25,410		31,525	
	Foreign taxes paid	16L/M						
	Nondeductible exp	18C	39	51				
			81,332	15,175	1,740	25,410	0	31,525
			(84,671)	21,099	7,044	(116,403)	32,803	(69,569)
								16,918
NET INC								

UBIT

INCOME	Income							
	Ordinary Income	1						
	Net rental real estate	2						
	Other net rental	3						
	Interest income	5						
	Ordinary dividends	6						
	Royalties	7						
	Net short-term	8						
	Net long-term	9						
	Sec 1231 gain	10						
	Other income (loss)	11a/e						
	Net sec 1256 gain(loss)	11c						
	Other income(loss) - 743	11f						
	UBIT-not split	20	(84,089)	(28,524)	665			
	TOTAL INCOME		(84,089)	(28,524)	665	0	0	0
DEDUCTIONS	Deductions							
	Sec 179 deduction	12						
	Other deductions	13 A-G						
	Investment interest exp	13h						
	Other deductions	13J/W						
	Deduction - 2%	13K						
	Total foreign taxes	16 L/M						
	Other deductions	13w						
	TOTAL DEDUCTIONS		0	0	0	0	0	0
	Net UBI		(84,089)	(28,524)	665	0	0	0

Sherman Fairchild Foundation, Inc.
2016 Form 990-PF
Summary of Partnership income

PARTNERSHIP	K-1 Line #	Farallon Capital Institutional Partners LP	Fortress Credit Opportunities Fund (A) LP	Fortress Investment Fund III, L.P.	Fortress Investment Fund IV (Fund B), L.P.	Fortress Investment Fund V (Fund A), L.P.	Fortress Fund V GLPI Sisterco A	Fortress Florida Preferred LP
EIN		94-3106323	26-1701157	20-1637675	98-0485594	98-0534591	46-4281441	80-0954056
INCOME	Ordinary Income	1	10,027	(86,592)		19,698		
	Net rental real estate	2		(244)		(12,598)		
	Other net rental	3		14				
	Guaranteed pmts	4						
	Int Inc	5	3,715	83,440	14,759	62,054	10,022	43,180
	Ord Divs	6a	2,343	12,828		323	4,926	
	Royalties	7		39				
	S-t CGain	8		(1,421)		(164)		
	L-t CG	9a	10,434	52,736	(1,573)	17,089	(22,422)	(174,573)
	Sec 1250 gain Note only	9c		6		83		
	Sec 1231 gain	10		616		62,926		
	Other Income							
	Portfolio	11a	(8)	11,078	3,345			
		11b						
	Sec 1256	11c						
		11E		3				
	Other	11f	(1,846)	733	26			
	Tax exempt income	18A/B						
			24,665	73,230	16,557	79,143	57,785	(169,647)
								43,180
DEDUCTIONS	Sec 179	12		1				
	Other Deductions							
	Other deductions	13A-G		45		50		
	Investment interest exp	13H		1,898		480		
	Portfolio - other	13L		8				
	Other Ded	13J/W		65				
	Capital gain property	13E						
	Other Ded-Prt	13K	4,861	23,956	7,403	44,463	73,957	1,513
	Ded - royalty	13I		88				
	Foreign taxes paid	16L/M	32	451				
	Nondeductible exp	18C		61				
			4,893	26,573	7,403	44,463	74,487	1,513
			19,772	46,657	9,154	34,680	(16,702)	(171,160)
								43,180
NET INC								

UBIT

INCOME	Income							
	Ordinary Income	1				19,698		
	Net rental real estate	2				(4,734)		
	Other net rental	3						
	Interest income	5						
	Ordinary dividends	6						
	Royalties	7						
	Net short-term	8				(310)		
	Net long-term	9				(1,067)		
	Sec 1231 gain	10				23,805		
	Other income (loss)	11a/e						
	Net sec 1256 gain(loss)	11c						
	Other income(loss) - 743	11f						
	UBIT-not split	20		(73,522)				
	TOTAL INCOME		0	(73,522)	0	0	37,391	0
DEDUCTIONS	Deductions							
	Sec 179 deduction	12						
	Other deductions	13 A-G						
	Investment interest exp	13h						
	Other deductions	13J/W						
	Deduction - 2%	13K						
	Total foreign taxes	16 L/M						
	Other deductions	13w						
	TOTAL DEDUCTIONS		0	0	0	0	0	0
	Net UBI		0	(73,522)	0	0	37,391	0

Sherman Fairchild Foundation, Inc.
2016 Form 990-PF
Summary of Partnership Income

PARTNERSHIP		K-1 Line #	Fortress COPS II-B LP	Fortress COPS III-B LP	Fortress COPS IV-B	Fortress MSR Fund I	Fortress MSR Fund II A	GC Entrepreneurs Fund III, L.P.	General Catalyst Group IV, L.P.
EIN			27-0354858	99-0365908	61-1742367	99-0378712	80-0941834	73-1681628	83-0438831
INCOME	Ordinary Income	1		(126)					
	Net rental real estate	2							
	Other net rental	3							
	Guaranteed prmts	4							
	Int Inc	5	23,167	46,260	17,252	36,051	13,034	19	514
	Ord Divs	6a	109,794	21,639	406				1,176
	Royalties	7							
	S-t CGain	8		(316)	1,405	(180)	(394)		
	L-I CG	9a	33,378	7,285	5,353	46	174	2,058	(3,351)
	Sec 1250 gain Note only	9c							
	Sec 1231 gain	10							
	Other Income								
	Portfolio	11a	105,438	30,363	769				
		11b							
	Sec 1256	11c							
		11E							
	Other	11f	(50)						(2)
	Tax exempt income	18A/B							
			271,727	105,105	25,185	35,917	12,814	2,077	(1,663)
DEDUCTIONS	Sec 179	12							
	Other Deductions								
	Other deductions	13A-G							
	Investment interest exp	13H	51	208	2,157				209
	Portfolio - other	13L							
	Other Ded	13J/w							
	Capital gain property	13E							
	Other Ded-Prt	13K	16,556	13,112	9,923	5,246	4,897	4,234	608
	Ded - royalty	13I							
	Foreign taxes paid	16L/M							1
			16,607	13,320	12,080	5,246	4,897	4,234	818
NET INC			255,120	91,785	13,105	30,671	7,917	(2,157)	(2,481)
UBIT									
INCOME	Income								
	Ordinary Income	1							
	Net rental real estate	2							
	Other net rental	3							
	Interest income	5							
	Ordinary dividends	6							
	Royalties	7							
	Net short-term	8							
	Net long-term	9							
	Sec 1231 gain	10							
	Other income (loss)	11a/e							
	Net sec 1256 gain(loss)	11c							
	Other income(loss) - 743	11f							
	UBIT-not split	20	462	3	804				
	TOTAL INCOME		462	3	804	0	0	0	0
	Deductions								
DEDUCTIONS	Sec 179 deduction	12							
	Other deductions	13 A-G							
	Investment interest exp	13h							
	Other deductions	13J/w							
	Deduction - 2%	13K							
	Total foreign taxes	16 L/M							
	Other deductions	13w							
	TOTAL DEDUCTIONS		0	0	0	0	0	0	0
	Net UBI		462	3	804	0	0	0	0

Sherman Fairchild Foundation, Inc.
2016 Form 990-PF
Summary of Partnership income

PARTNERSHIP		K-1 Line #	General Catalyst Group V, L.P.	General Catalyst Group V- Supplemental, L.P.	General Catalyst VI LP	General Catalyst Group VII L.P.	General Catalyst VIII	General Catalyst VIII Supplemental	Greylock Israel, L.P.
EIN			65-1317069	65-1317070	45-4005146	90-1028914	81-1105880	81-1108044	20-5087693
INCOME	Ordinary Income	1	(263)	(150)					
	Net rental real estate	2							
	Other net rental	3							
	Guaranteed pmts	4							
	Int Inc	5	281	48	139	430	91		15
	Ord Divs	6a				34			
	Royalties	7							
	S-t CGain	8	(361)	(2,030)	3	8			
	L-t CG	9a	(17,735)	(10,538)	(30,779)	32			121,303
	sec 1250 gain Note only	9c							
	Sec 1231 gain	10							
	Other Income								
	Portfolio	11a							
		11b							
	Sec 1256	11c							
		11E							
	Other	11f	(1)						
	Tax exempt income	18A/B							
			(18,079)	(12,670)	(30,637)	504	91	0	121,318
DEDUCTIONS	Sec 179	12							
	Other Deductions								
	Other deductions	13A-G							
	Investment interest exp	13H	558		255	159	485	285	
	Portfolio - other	13L	10						
	Other Ded	13J/W							
	Capital gain property	13E							
	Other Ded-Prt	13K	29,437	10,572	25,706	19,402	33,471	282	12,977
	Ded - royalty	13I			1				
	Foreign taxes paid	16L/M							
	Nondeductible exp	18C	18		19	49	80	5	
			30,023	10,572	25,981	19,610	34,036	572	12,977
NET INC			(48,102)	(23,242)	(56,618)	(19,106)	(33,945)	(572)	108,341
UBIT									
INCOME	Income								
	Ordinary Income	1	(263)	(150)					
	Net rental real estate	2							
	Other net rental	3							
	Interest income	5							
	Ordinary dividends	6							
	Royalties	7							
	Net short-term	8							
	Net long-term	9							
	Sec 1231 gain	10							
	Other income (loss)	11a/e							
	Net sec 1256 gain(loss)	11c							
	Other income(loss) - 743	11f							
	UBIT-not split	20							
	TOTAL INCOME		(263)	(150)	0	0	0	0	0
DEDUCTIONS	Deductions								
	Sec 179 deduction	12							
	Other deductions	13 A-G							
	Investment interest exp	13h							
	Other deductions	13J/W							
	Deduction - 2%	13K							
	Total foreign taxes	16 L/M							
	Other deductions	13w							
	TOTAL DEDUCTIONS		0	0	0	0	0	0	0
	Net UBI		(263)	(150)	0	0	0	0	0

Sherman Fairchild Foundation, Inc.
2016 Form 990-PF
Summary of Partnership income

PARTNERSHIP		K-1 Line #	Greylock Israel II L.P.	83North III (Greylock Israel III)	Greylock X, L.P.	Greylock XI, L.P.	Greylock XII, L.P.	Greylock XIII Limited Partnership	Greylock XIV L.P.
EIN			98-0696069	98-1205865	04-3500653	04-3545955	06-1757236	27-1080947	46-3425373
INCOME	Ordinary Income	1						(500)	(23)
	Net rental real estate	2							
	Other net rental	3							
	Guaranteed pmnts	4							
	Int Inc	5	57	10	119	305	320	642	938
	Ord Divs	6a					2,086		
	Royalties	7							
	S-t CGain	8				4,263	1,501	(103)	5,309
	L-t CG	9a	84,535			3,975	199,115	(92,704)	(642)
	sec 1250 gain Note only	9c							
	Sec 1231 gain	10							
	Other Income								
	Portfolio	11a							
		11b							
	Sec 1256	11c							
		11E							
	Other	11f					7		
	Tax exempt income	18A/B							
			84,592	10	119	8,543	203,029	(92,665)	5,582
DEDUCTIONS	Sec 179	12							
	Other Deductions								
	Other deductions	13A-G							
	Investment interest exp	13H							
	Portfolio - other	13L							
	Other Ded	13J/w						76	
	Capital gain property	13E							
	Other Ded-Prt	13K	15,958	19,081	482	19,099	40,879	158,371	161,492
	Ded - royalty	13I							
	Foreign taxes paid	16L/M						230	
			15,958	19,081	482	19,099	40,879	158,677	161,492
			68,634	(19,071)	(363)	(10,556)	162,150	(251,342)	(155,910)
NET INC									
UBIT									
INCOME	Income								
	Ordinary Income	1							(23)
	Net rental real estate	2							
	Other net rental	3							
	Interest income	5							
	Ordinary dividends	6							
	Royalties	7							
	Net short-term	8							
	Net long-term	9							
	Sec 1231 gain	10							
	Other income (loss)	11a/e							
	Net sec 1256 gain(loss)	11c							
	Other income(loss) - 743	11f							
	UBIT-not split	20							
	TOTAL INCOME		0	0	0	0	0	0	(23)
DEDUCTIONS	Deductions								
	Sec 179 deduction	12							
	Other deductions	13 A-G							
	Investment interest exp	13h							
	Other deductions	13J/W							
	Deduction - 2%	13K						21	
	Total foreign taxes	16 L/M							
	Other deductions	13w							
	TOTAL DEDUCTIONS		0	0	0	0	0	21	0
	Net UBI		0	0	0	0	0	(21)	(23)

Sherman Fairchild Foundation, Inc.
2016 Form 990-PF
Summary of Partnership income

PARTNERSHIP		K-1 Line #	Heartwood Forestland VI REIT	HIG Bayside Opportunity Fund, L.P.	HIG Brightpoint (Cayman), L.P.	HIG Europe II	HIG Bayside Debt & LBO Fund II LP	HIG Bayside Debt & LBO Fund II LP Series A	HIG Bayside Debt & LBO Fund II LP Series B
EIN			26-1753018	20-2142458	98-0485755	98-1108502	26-2239180	27-2566792	45-1653763
INCOME	Ordinary Income	1	(3,223)						(6,018)
	Net rental real estate	2	502				(1,745)		
	Other net rental	3							
	Guaranteed prmts	4							
	Int Inc	5		73,646		2,325	11,954	566	10
	Ord Divs	6a		4,984			18,633		
	Royalties	7							
	S-t CGain	8					(5,990)		
	L-t CG	9a		3,257			87,486	1,078	3,011
	sec 1250 gain Note only	9c							404
	Sec 1231 gain	10	(215)						(1,072)
	Other Income								
	Portfolio	11a							
		11b							
	Sec 1256	11c							
		11E							
	Other	11f		8,602		42,125	39,092		
	Tax exempt income	18A/B							
			(2,936)	90,489	0	44,450	149,430	1,644	(4,069)
DEDUCTIONS	Sec 179	12							
	Other Deductions								
	Other deductions	13A-G							51
	Investment interest exp	13H				19,573	2,443		
	Portfolio - other	13L							
	Other Ded	13J/w							
	Capital gain property	13E							
	Other Ded-Prt	13K		953		92,340	56,626	331	19
	Ded - royalty	13I							
	Foreign taxes paid	16L/M					1,023		319
			2						2,036
			2	953	0	111,913	60,092	331	2,425
			(2,938)	89,536	0	(67,463)	89,338	1,313	(6,494)
NET INC									
UBIT									
INCOME	Income								
	Ordinary Income	1							
	Net rental real estate	2					(1,745)		
	Other net rental	3							
	Interest income	5				2,315			
	Ordinary dividends	6							
	Royalties	7							
	Net short-term	8							
	Net long-term	9							
	Sec 1231 gain	10							
	Other income (loss)	11a/e							
	Net sec 1256 gain(loss)	11c							
	Other income(loss) - 743	11f							
	UBIT-not split	20							
	TOTAL INCOME		0	0	0	2,315	(1,745)	0	0
DEDUCTIONS	Deductions								
	Sec 179 deduction	12							
	Other deductions	13 A-G							
	Investment interest exp	13h				64,622			
	Other deductions	13J/W							
	Deduction - 2%	13K							
	Total foreign taxes	16 L/M							
	Other deductions	13w							
	TOTAL DEDUCTIONS		0	0	0	64,622	0	0	0
	Net UBI		0	0	0	(62,307)	(1,745)	0	0

Sherman Fairchild Foundation, Inc.
2016 Form 990-PF
Summary of Partnership income

PARTNERSHIP	K-1 Line #	HIG Bayside Debt & LBO Fund II Series C	HIG Bayside Debt & LBO II Offshore AIV	HIG Growth Buyouts & Equity II LP	HIG V	HIG Mid Market LBO II	Highland Capital Partners IV, L.P.	Highland Capital Partners V, L.P.
EIN		46-1946085	98-1247372	45-1661689	46-1864052	46-4144600	04-3434349	04-3499542
INCOME	Ordinary Income	1	23,145					
	Net rental real estate	2	(31,003)					
	Other net rental	3						
	Guaranteed pmts	4						
	Int Inc	5	3,165	7	99	5		3
	Ord Divs	6a	5,956	14,519		15,680		
	Royalties	7						
	S-t CGain	8						
	L-t CG	9a	47,371	(6,910)				2,010
	Sec 1250 gain Note only	9c	3,731					
	Sec 1231 gain	10	4,826					
	Other Income							
	Portfolio	11a						
		11b						
	Sec 1256	11c						
		11E						
	Other	11f		(1,526)				
	Tax exempt income	18A/B						
			53,460	(1,526)	7,616	99	15,685	0
								2,013
DEDUCTIONS	Sec 179	12						
	Other Deductions							
	Other deductions	13A-G	64					
	Investment interest exp	13H		11,983	12,213	16,632		
	Portfolio - other	13L						
	Other Ded	13J/w	189					
	Capital gain property	13E						
	Other Ded-Prt	13K	431	42	33,170	42,259	63,017	408
	Ded - royalty	13I						701
	Foreign taxes paid	16L/M		5				
	Nondeductible exp	18C	92					
			776	47	45,153	54,472	79,649	408
								701
NET INC			52,684	(1,573)	(37,537)	(54,373)	(63,964)	(408)
								1,312
UBIT								
INCOME	Income							
	Ordinary Income	1						
	Net rental real estate	2						
	Other net rental	3						
	Interest income	5						
	Ordinary dividends	6				15,680		
	Royalties	7						
	Net short-term	8						
	Net long-term	9						
	Sec 1231 gain	10						
	Other income (loss)	11a/e						
	Net sec 1256 gain(loss)	11c						
	Other income(loss) - 743	11f						
	UBIT-not split	20						
TOTAL INCOME			0	0	0	0	15,680	0
DEDUCTIONS	Deductions							
	Sec 179 deduction	12						
	Other deductions	13 A-G						
	Investment interest exp	13h		2,828	9,816	10,777		
	Other deductions	13J/w						
	Deduction - 2%	13K		88	179			
	Total foreign taxes	16 L/M						
	Other deductions	13w						
	TOTAL DEDUCTIONS		0	0	2,916	9,995	10,777	0
	Net UBI		0	0	(2,916)	(9,995)	4,903	0

Sherman Fairchild Foundation, Inc.
2016 Form 990-PF
Summary of Partnership income

PARTNERSHIP	K-1 Line #	IDG-Accel China Growth Fund, L.P.	IDG Accel China Capital II LP	IDG-Accel China Growth II, L.P.	IDG Accel China Growth Fund III LP	IDG-Accel China Capital LP	IDG China IV	IDG China III L.P.
EIN		98-0492274	42-1773501	98-0538302	43-2119288	98-0578626	98-1175719	98-1256079

INCOME	Ordinary Income	1						
	Net rental real estate	2						
	Other net rental	3						
	Guaranteed pmts	4						
	Int Inc	5	82	179	174	83	90	491
	Ord Divs	6a	14,206		16,917	48	1,189	
	Royalties	7						
	S-t CGain	8			5			
	L-t CG	9a	25,704	4,764	468,300	(20,898)	27,426	(2,148)
	Sec 1250 gain Note only	9c						
	Sec 1231 gain	10						
	Other Income							
	Portfolio	11a	7	(1)	69	(2,140)		343
		11b						
	Sec 1256	11c						
	Other	11f						
	Tax exempt income	18A/B						
			39,999	4,942	485,465	(20,767)	26,565	(1,657)
								795

DEDUCTIONS	Sec 179	12						
	Other Deductions							
	Other deductions	13A-G						
	Investment interest exp	13H						
	Portfolio - other	13L						
	Other Ded	13J/w						
	Capital gain property	13E						
	Other Ded-Prt	13K	34,226	24,282	41,568	38,453	15,118	32,267
	Ded - royalty	13I						37,099
	Foreign taxes paid	16L/M	8,110		16,409	3,090	501	
	Nondeductible exp	18C		3				
			42,336	24,285	57,977	41,543	15,619	32,267
								37,099
NET INC			(2,337)	(19,343)	427,488	(62,310)	10,946	(33,924)
								(36,304)

UBIT

INCOME	Income							
	Ordinary Income	1						
	Net rental real estate	2						
	Other net rental	3						
	Interest income	5						
	Ordinary dividends	6						
	Royalties	7						
	Net short-term	8						
	Net long-term	9						
	Sec 1231 gain	10						
	Other income (loss)	11a/e						
	Net sec 1256 gain(loss)	11c						
	Other income(loss) - 743	11f						
	UBIT-not split	20						
	TOTAL INCOME		0	0	0	0	0	0
DEDUCTIONS	Deductions							
	Sec 179 deduction	12						
	Other deductions	13 A-G						
	Investment interest exp	13h						
	Other deductions	13J/W						
	Deduction - 2%	13K						
	Total foreign taxes	16 L/M						
	Other deductions	13w						
	TOTAL DEDUCTIONS		0	0	0	0	0	0
	Net UBI		0	0	0	0	0	0

Sherman Fairchild Foundation, Inc.
2016 Form 990-PF
Summary of Partnership income

PARTNERSHIP		K-1 Line #	Kiltearn Global Equity	LLR Equity Partners II, L.P.	LLR Equity Partners III LP	LLR III Caymans L.P.	LLR IV Equity L P	Lubert-Adler Real Estate Fund V, L.P	Lubert-Adler Real Estate Fund VI, LP
EIN			27-4585908	20-0111868	26-1077356	98-0704172	45-4674051	20-3865152	26-1424790
INCOME	Ordinary Income	1		(184)	(48,327)		13,613	(114,113)	(27,412)
	Net rental real estate	2					18	(4,179)	(18,138)
	Other net rental	3							
	Guaranteed pmts	4							
	Int Inc.	5	77		2,725		4,376	3,602	8,490
	Ord Divs	6a	171,167				6,862	46	
	Royalties	7						71	
	S-l CGain	8	182,716	(45,294)	(21,733)			(7,107)	2
	L-l CG	9a	194,637	(84,050)	49,311		124,865	(822)	100
	sec 1250 gain Note only	9c			145			4,507	20,789
	Sec 1231 gain	10			(144)		(73)	11,537	105,047
	Other Income					3,820			
	Portfolio	11a							
		11b							
	Sec 1256	11c							
		11E			6			80,175	
	Other	11f	24,279						5,166
	Tax exempt income	18A/B							
			572,876	(129,528)	(18,162)	3,820	149,661	(30,790)	73,255
DEDUCTIONS	Sec 179	12							
	Other Deductions								
	Other deductions	13A-G			840		121	33	23
	Investment interest exp	13H		210	1		3,095	162	
	Portfolio - other	13L						68	124
	Other Ded	13J/w							5,376
	Capital gain property	13E							
	Other Ded-Prt	13K		2,432	10,972	(837)	19,918	1,451	1,008
	Ded - royalty	13I							
	Foreign taxes paid	16L/M	13,701		113		434		
Nondeductible exp	18C		19	3,433		647	185	136	
			13,701	2,661	15,359	(837)	24,215	1,899	6,667
NET INC			559,175	(132,189)	(33,521)	4,657	125,446	(32,689)	66,588
UBIT									
INCOME	Income								
	Ordinary Income	1		(184)	(48,327)		13,613	(114,113)	(27,412)
	Net rental real estate	2					18	(4,760)	(6,203)
	Other net rental	3							
	Interest income	5						58	34
	Ordinary dividends	6							
	Royalties	7						71	
	Net short-term	8							
	Net long-term	9						6,745	15,514
	Sec 1231 gain	10						3,242	75,529
	Other income (loss)	11a/e			6			80,175	
	Net sec 1256 gain(loss)	11c						427	
	Other income(loss) - 743	11f							5,166
	UBIT-not split	20							
	TOTAL INCOME		0	(184)	(48,321)	0	13,631	(28,155)	62,627
	DEDUCTIONS	Deductions							
Sec 179 deduction		12							
Other deductions		13 A-G			840		121	33	23
Investment interst exp		13h						42	
Other deductions		13J/W							
Deduction - 2%		13K							142
Total foreign taxes		16 L/M					434		
Other deductions		13w							5,376
TOTAL DEDUCTIONS			0	0	840	0	555	75	5,541
Net UBI			0	(184)	(49,161)	0	13,076	(28,230)	57,086

Sherman Fairchild Foundation, Inc.
2016 Form 990-PF
Summary of Partnership Income

PARTNERSHIP	K-1 Line #	Merit Energy F- 1, L.P.	Merit Energy Partners E-1, L.P.	Merit Energy Partners G LP	Merit Energy Partners H LP	Merit Energy Partners I LP	Merit Energy J	Meritech Capital Partners II, L.P.
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EIN 20-2443367 20-1535768 26-3219424 45-0826721 47-2020421 81-4039366 77-0549035

INCOME	Ordinary Income	1						
	Net rental real estate	2						
	Other net rental	3						
	Guaranteed pmts	4						
	Int Inc	5	194	4,360	46,492	5,874	3,732	175
	Ord Divs	6a	101	114	483	148	149	
	Royalties	7	1,221	16,889	323,912	58,282	34,842	1,359
	S-t CGain	8					3	
	L-t CG	9a						
	sec 1250 gain Note only	9c						32,408
	Sec 1231 gain	10	(38,037)	(9,035)	(749,081)	(13,742)	218	
	Other Income							
	Portfolio	11a			(11,807)	(1,585)	32	
		11b						
	Sec 1256	11c						
	Other	11f						
	Tax exempt income	18A/B						
			(36,521)	12,328	(390,001)	48,977	38,976	1,534
								32,777

DEDUCTIONS	Sec 179	12						
	Other Deductions							
	Other deductions	13A-G						
	Investment interest exp	13H						
	Portfolio - other	13L						
	Other Ded	13J/w						
	Capital gain property	13E						
	Other Ded-Prt	13K						449
	Ded - royalty	13I	1,543	1,957	36,787	5,146	4,148	97
	Foreign taxes paid	16L/M						
NET INC	Non deductible exp	18C	1	30	267	46	58	2
			1,544	1,987	37,054	5,192	4,206	99
			(38,065)	10,341	(427,055)	43,785	34,770	1,435
								32,328

UBIT

INCOME	Income							
	Ordinary Income	1						
	Net rental real estate	2						
	Other net rental	3						
	Interest income	5						
	Ordinary dividends	6						
	Royalties	7						
	Net short-term	8						
	Net long-term	9						
	Sec 1231 gain	10						
	Other income (loss)	11a/e						
	Net sec 1256 gain(loss)	11c						
	Other income(loss) - 743	11f						
DEDUCTIONS	UBIT-not split	20						
	TOTAL INCOME		0	0	0	0	0	0
	Deductions							
	Sec 179 deduction	12						
	Other deductions	13 A-G						
	Investment interest exp	13h						
	Other deductions	13J/W						
	Deduction - 2%	13K						
	Total foreign taxes	16 L/M						
	Other deductions	13w						
	TOTAL DEDUCTIONS		0	0	0	0	0	0
	Net UBI		0	0	0	0	0	0

Sherman Fairchild Foundation, Inc.
2016 Form 990-PF
Summary of Partnership Income

PARTNERSHIP	K-1 Line #	Morgan Stanley Capital Partners III, L.P.	North Bridge Growth Equity I, L.P.	North Bridge Growth Equity I AIV (CS)	North Bridge Venture Partners 7 LP	North Bridge Venture Partners IV-B, L.P.	North Bridge Venture Partners V-B, L.P.	North Bridge Venture Partners VI, L.P.
EIN		13-3788889	45-0550432	27-3236344	26-2917122	04-3484722	04-3553596	20-2844658
INCOME	Ordinary Income	1						
	Net rental real estate	2						
	Other net rental	3						
	Guaranteed pmts	4						
	Int Inc	5			1,559	1,271	398	6,115
	Ord Divs	6a						
	Royalties	7						
	S-I CGain	8			(1,976)			(1,382)
	L-I CG	9a	(298)	6,732	54,134	(64,512)	(33,047)	118,620
	Sec 1250 gain Note only	9c						
	Sec 1231 gain	10						
	Other Income							
	Portfolio	11a						
		11b						
	Sec 1256	11c						
		11E						
	Other	11f						
	Tax exempt income	18A/B						
			(298)	6,732	54,134	(64,929)	(31,776)	119,018
								136,396
DEDUCTIONS	Sec 179	12						
	Other Deductions							
	Other deductions	13A-G						
	Investment interest exp	13H			102			
	Portfolio - other	13L		80	67			77
	Other Ded	13J/W						
	Capital gain property	13E						
	Other Ded-Prt	13K	38	31,951	51,048	2,077	2,061	42,969
	Ded - royalty	13I						
	Foreign taxes paid	16L/M						
	Nondeductible exp	18C						
			38	32,031	0	51,217	2,077	2,061
			(336)	(25,299)	54,134	(116,146)	(33,853)	116,957
								93,350
NET INC								

UBIT

INCOME	Income							
	Ordinary Income	1						
	Net rental real estate	2						
	Other net rental	3						
	Interest income	5						
	Ordinary dividends	6						
	Royalties	7						
	Net short-term	8						
	Net long-term	9						
	Sec 1231 gain	10						
	Other income (loss)	11a/e						
	Net sec 1256 gain(loss)	11c						
	Other income(loss) - 743	11f						
	UBIT-not split	20						
	TOTAL INCOME		0	0	0	0	0	0
	Deductions							
DEDUCTIONS	Sec 179 deduction	12						
	Other deductions	13 A-G						
	Investment interest exp	13h						
	Other deductions	13J/W						
	Deduction - 2%	13K						
	Total foreign taxes	16 L/M						
	Other deductions	13w						
	TOTAL DEDUCTIONS		0	0	0	0	0	0
Net UBI			0	0	0	0	0	0

Summary of Partnership income

Income									
Ordinary income	1								
Net rental real estate	2								
Other net rental	3								
Interest income	5								
Ordinary dividends	6								
Royalties	7								
Net short-term	8								
Net long-term	9								
Sec 1231 gain	10								
Other income (loss)	11a/e								
Net sec 1256 gain(loss)	11c								
Other income(loss) - 743	11f								
UBIT-not split	20								(1)
TOTAL INCOME		0	0	0	0	0	0	0	(1)
Deductions									
Sec 179 deduction	12								
Other deductions	13 A-G								
Investment interest exp	13h								
Other deductions	13J/W								
Deduction - 2%	13K								
Total foreign taxes	16 L/M								
Other deductions	13w								
TOTAL DEDUCTIONS		0	0	0	0	0	0	0	0
Net UBI		0	0	0	0	0	0	0	(1)

Sherman Fairchild Foundation, Inc.
2016 Form 990-PF
Summary of Partnership income

PARTNERSHIP	K-1 Line #	Polaris VII	Polaris VIII	Redpoint Ventures I, L.P.	Redpoint Ventures II, L.P.	RMS Evergreen, L.P.	Sankaty Credit Opportunities II, L.P.	Sankaty COP's V-A, L.P. (Bain Distressed & Special Sit 2013)
EIN		38-3934413	30-0946225	94-3341727	94-3368262	32-0459895	20-2170582	45 3479291
INCOME	Ordinary Income	1						
	Net rental real estate	2						
	Other net rental	3						
	Guaranteed pmts	4						
	Int Inc	5	523	83	25	16		
	Ord Divs	6a				3		
	Royalties	7						
	S-t CGain	8	3,629			26		
	L-t CG	9a	88,713		(16,716)	(12,477)		
	Sec 1250 gain Note only	9c						
	Sec 1231 gain	10						
	Other Income							
	Portfolio	11a						
	Sec 1256	11b						
	Other	11f					13,357	16,147
	Tax exempt income	18A/B						
			92,865	83	(16,691)	(12,432)	0	13,357
								16,147
DEDUCTIONS	Sec 179	12						
	Other Deductions							
	Other deductions	13A-G						
	Investment interest exp	13H	3,036	45				
	Portfolio - other	13L				262		
	Other Ded	13J/w						
	Capital gain property	13E						
	Other Ded-Prt	13K	67,365	13,006	368	415	39,710	
	Ded - royalty	13I						
	Foreign taxes paid	16L/M						
	Nondeductible exp	18C				3		
			70,401	13,051	368	418	39,972	0
								0
NET INC			22,464	(12,968)	(17,059)	(12,850)	(39,972)	13,357
								16,147

UBIT

INCOME	Income							
	Ordinary Income	1						
	Net rental real estate	2						
	Other net rental	3						
	Interest income	5						
	Ordinary dividends	6						
	Royalties	7						
	Net short-term	8						
	Net long-term	9						
	Sec 1231 gain	10						
	Other income (loss)	11a/e						
	Net sec 1256 gain(loss)	11c						
	Other income(loss) - 743	11f						
	UBIT-not split	20						
	TOTAL INCOME		0	0	0	0	0	0
DEDUCTIONS	Deductions							
	Sec 179 deduction	12						
	Other deductions	13 A-G						
	Investment interest exp	13h						
	Other deductions	13J/W						
	Deduction - 2%	13K						
	Total foreign taxes	16 L/M						
	Other deductions	13w						
	TOTAL DEDUCTIONS		0	0	0	0	0	0
	Net UBI		0	0	0	0	0	0

Sherman Fairchild Foundation, Inc.
2016 Form 990-PF
Summary of Partnership Income

PARTNERSHIP	K-1 Line #	Sankaty COP's V-AIV II (Bain Distressed & Special Sit 2013)	Sequoia Growth III, L.P.	Sequoia Capital Growth Fund III AIV, L.P.	Sequoia India Growth Fund I, L.P.	Sequoia Capital India Growth Fund II LP	Sequoia India III, L.P.	Sequoia India IV
EIN		47-1588919	20-2812490	20-8106748	20-5187503	98-0587232	26-0468910	98-1163925
INCOME	Ordinary Income	1	(21,705)					
	Net rental real estate	2						
	Other net rental	3						
	Guaranteed pmts	4						
	Int Inc	5	3,385	130	663	8	1,370	313
	Ord Divs	6a	12,458		1,428	1,263	368	265
	Royalties	7						
	S-1 CGain	8			1	339	(11,813)	(3)
	L-1 CG	9a	(200,375)		139,899	16,276	130,183	13
	sec 1250 gain Note only	9c						
	Sec 1231 gain	10						
	Other Income							
	Portfolio	11a			(471)	(111)	388	17
		11b						
	Sec 1256	11c	18,592					
		11E						
	Other	11f	51,205	4,736				
	Tax exempt income	18A/B						
			51,205	(182,909)	130	141,520	17,775	120,496
								605
DEDUCTIONS	Sec 179	12						
	Other Deductions							
	Other deductions	13A-G						
	Investment interest exp	13H	87					15
	Portfolio - other	13L						
	Other Ded	13J/w						
	Capital gain property	13E						
	Other Ded-Prt	13K	55,944	10,450	5,110	24,250	20,977	77,168
	Ded - royalty	13I						
	Foreign taxes paid	16L/M	13					
	Nondeductible exp	18C	13	5	4	7	10	31
			0	56,057	10,455	5,114	24,257	20,987
			51,205	(238,966)	(10,325)	136,406	(6,482)	99,509
								(76,609)
NET INC								

UBIT

INCOME	Income							
	Ordinary Income	1						
	Net rental real estate	2						
	Other net rental	3						
	Interest income	5						
	Ordinary dividends	6						
	Royalties	7						
	Net short-term	8						
	Net long-term	9						
	Sec 1231 gain	10						
	Other income (loss)	11a/e						
	Net sec 1256 gain(loss)	11c						
	Other income(loss) - 743	11f						
	UBIT-not split	20		(21,705)				
	TOTAL INCOME		0	(21,705)	0	0	0	0
DEDUCTIONS	Deductions							
	Sec 179 deduction	12						
	Other deductions	13 A-G						
	Investment interest exp	13h						
	Other deductions	13J/W						
	Deduction - 2%	13K						
	Total foreign taxes	16 L/M						
	Other deductions	13w						
	TOTAL DEDUCTIONS		0	0	0	0	0	0
	Net UBI		0	(21,705)	0	0	0	0

Sherman Fairchild Foundation, Inc
2016 Form 990-PF
Summary of Partnership Income

PARTNERSHIP	K-1 Line #	Sequoia India V	Sequoia Israel III, L.P.	Sequoia Capital Israel IV LP	Sequoia Capital Israel V L.P.	Sequoia Capital China I, L.P.	Sequoia Capital China II, L.P.	Sequoia China Venture IV
EIN		98-1274495	20-2812278	98-0602313	98-1068507	20-3514012	26-0204241	98-1068263
INCOME	Ordinary Income	1						
	Net rental real estate	2						
	Other net rental	3						
	Guaranteed pmts	4						
	Int Inc	5	18	361	234	262	220	762
	Ord Divs	6a						82,716
	Royalties	7						
	S-t CGain	8		3,086		3,911		7,395
	L-t CG	9a		(77,518)	169,739	39,110	96,609	541,510
	Sec 1250 gain Note only	9c						
	Sec 1231 gain	10						
	Other Income							
	Portfolio	11a	(20)			17	(2)	
	Sec 1256	11b						
	Other	11c						
	Tax exempt income	11E						
		11f						
		18A/B						
			(2)	(74,071)	169,973	43,283	96,846	549,665
								119,106
DEDUCTIONS	Sec 179	12						
	Other Deductions							
	Other deductions	13A-G						
	Investment interest exp	13H	68			5		
	Portfolio - other	13L						
	Other Ded	13J/w						
	Capital gain property	13E						
	Other Ded-Prt	13K	77,444	3,841	21,173	53,353	13,072	22,370
	Ded - royalty	13I						
	Foreign taxes paid	16L/M				9,663	43,963	557
	Nondeductible exp	18C	7	8	9	28	16	26
			77,519	3,849	21,182	53,386	22,751	66,359
			(77,521)	(77,920)	148,791	(10,103)	74,095	483,308
								60,753
NET INC								

UBIT

INCOME	Income							
	Ordinary Income	1						
	Net rental real estate	2						
	Other net rental	3						
	Interest income	5						
	Ordinary dividends	6						
	Royalties	7						
	Net short-term	8						
	Net long-term	9						
	Sec 1231 gain	10						
	Other income (loss)	11a/e						
	Net sec 1256 gain(loss)	11c						
	Other income(loss) - 743	11f						
	UBIT-not split	20						
	TOTAL INCOME		0	0	0	0	0	0
DEDUCTIONS	Deductions							
	Sec 179 deduction	12						
	Other deductions	13 A-G						
	Investment interest exp	13h						
	Other deductions	13J/W						
	Deduction - 2%	13K						
	Total foreign taxes	16 L/M						
	Other deductions	13w						
	TOTAL DEDUCTIONS		0	0	0	0	0	0
	Net UBI		0	0	0	0	0	0

Sherman Fairchild Foundation, Inc.
2016 Form 990-PF
Summary of Partnership income

PARTNERSHIP	K-1 Line #	Sequoia China V	Sequoia China VI	Sequoia Capital Franchise Fund, L.P.	Sequoia Capital IX, L.P.	Sequoia Capital X, L.P.	Sequoia Capital, XI, L.P.	Sequoia Capital, XII, L.P.
EIN		98-1194129	98-1295164	94-3324307	94-3335835	77-0535705	54-2094242	20-5005647
INCOME	Ordinary Income	1						
	Net rental real estate	2						
	Other net rental	3						
	Guaranteed pmts	4						
	Int Inc	5	336	65	6,548	4,917	60	265
	Ord Divs	6a			2,383	4,387		4,533
	Royalties	7						
	S-t CGain	8	474					
	L-t CG	9a	13,269		9,237	(850)	(621)	442,747
	sec 1250 gain Note only	9c						229,602
	Sec 1231 gain	10						
	Other Income							
	Portfolio	11a	13					
	Sec 1256	11b						
	Other	11f			81			
	Tax exempt income	18A/B						
			14,092	65	18,249	8,454	(561)	443,012
								234,135
DEDUCTIONS	Sec 179	12						
	Other Deductions							
	Other deductions	13A-G						
	Investment interest exp	13H	20					
	Portfolio - other	13L						
	Other Ded	13J/w			210			
	Capital gain property	13E						
	Other Ded-Prt	13K	71,352	37,049	1,071	1,304	754	24,818
	Ded - royalty	13I						44,695
	Foreign taxes paid	16L/M						
DEDUCTIONS	Non deductible exp	18C	132	3	5	7	9	7
			71,504	37,052	1,286	1,311	763	24,825
			(57,412)	(36,987)	16,963	7,143	(1,324)	418,187
NET INC								189,432

UBIT

INCOME	Income							
	Ordinary Income	1						
	Net rental real estate	2						
	Other net rental	3						
	Interest income	5						
	Ordinary dividends	6						
	Royalties	7						
	Net short-term	8						
	Net long-term	9						
	Sec 1231 gain	10						
	Other income (loss)	11a/e						
	Net sec 1256 gain(loss)	11c						
	Other income(loss) - 743	11f						
	UBIT-not split	20						
	TOTAL INCOME		0	0	0	0	0	0
DEDUCTIONS	Deductions							
	Sec 179 deduction	12						
	Other deductions	13 A-G						
	Investment interest exp	13h						
	Other deductions	13J/W						
	Deduction - 2%	13K						
	Total foreign taxes	16 L/M						
	Other deductions	13w						
	TOTAL DEDUCTIONS		0	0	0	0	0	0
	Net UBI		0	0	0	0	0	0

Sherman Fairchild Foundation, Inc.
2016 Form 990-PF
Summary of Partnership income

PARTNERSHIP		K-1 Line #	Sequoia Capital US Venture XIV	Sequoia Capital US Venture XV	Sequoia Capital China Growth Fund I, L.P.	Sequoia China Growth Fund III	Sequoia China Growth Fund IV	Sequoia Seed Fund II, L.P.	Sequoia Capital US Growth Fund IV LP
EIN			98-1069306	98-1220556	26-0205433	98-1160392	98-1295170	94-3384896	98-0589567
INCOME	Ordinary Income	1							
	Net rental real estate	2							
	Other net rental	3							
	Guaranteed pmts	4							
	Int Inc	5	1,015	155	409	260	61	197	190
	Ord Divs	6a			15,018	1,455			53
	Royalties	7							
	S-t CGain	8				381		1,058	
	L-t CG	9a	5,276		10,056	11,552		23,514	(59,180)
	Sec 1250 gain Note only	9c							
	Sec 1231 gain	10							
	Other Income								
	Portfolio	11a			12	(12)			
	Sec 1256	11b							
	Other	11f							170
	Tax exempt income	18A/B							
			6,291	155	25,495	13,636	61	24,769	(58,767)
DEDUCTIONS	Sec 179	12							
	Other Deductions								
	Other deductions	13A-G							
	Investment interest exp	13H		2			68		
	Portfolio - other	13L							
	Other Ded	13J/w							440
	Capital gain property	13E							
	Other Ded-Prt	13K	51,147	64,535	28,425	110,012	63,162	936	91,990
	Ded - royalty	13I							
	Foreign taxes paid	16L/M			642				
DEDUCTIONS	Nondeductible exp	18C	7	43	12	36		9	4
			51,154	64,580	29,079	110,048	63,230	945	92,434
			(44,863)	(64,425)	(3,584)	(96,412)	(63,169)	23,824	(151,201)
NET INC									
UBIT									
INCOME	Income								
	Ordinary Income	1							
	Net rental real estate	2							
	Other net rental	3							
	Interest income	5							
	Ordinary dividends	6							
	Royalties	7							
	Net short-term	8							
	Net long-term	9							
	Sec 1231 gain	10							
	Other income (loss)	11a/e							
	Net sec 1256 gain(loss)	11c							
	Other income(loss) - 743	11f							
	UBIT-not split	20							
	TOTAL INCOME		0	0	0	0	0	0	0
DEDUCTIONS	Deductions								
	Sec 179 deduction	12							
	Other deductions	13 A-G							
	Investment interest exp	13h							
	Other deductions	13J/W							
	Deduction - 2%	13K							
	Total foreign taxes	16 L/M							
	Other deductions	13w							
	TOTAL DEDUCTIONS		0	0	0	0	0	0	0
	Net UBI		0	0	0	0	0	0	0

Sherman Fairchild Foundation, Inc.
2016 Form 990-PF
Summary of Partnership Income

PARTNERSHIP	K-1 Line #	Sequoia US Growth Fund V LP	Sequoia US Growth Fund VI	Sequoia US Growth Fund VII	Sequoia China Venture 2010	Sequoia US Venture 2010	Sequoia China Growth 2010	Sequoia US Venture 2010 Seed Fund
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EIN 98-1017204 98-1162665 98-1276627 98-0678098 98-0658604 98-0678095 98-1081719

INCOME	Ordinary Income	1						
	Net rental real estate	2						
	Other net rental	3						
	Guaranteed pmts	4						
	Int Inc	5	215	57	37	642	181	679
	Ord Divs	6a		4,472		6,146		187
	Royalties	7						
	S-t CGain	8				1,068	9,429	
	L-t CG	9a	71,146	3,702		326,790	(80,894)	252,114
	Sec 1250 gain Note only	9c						16,524
	Sec 1231 gain	10						
	Other Income							
	Portfolio	11a		(184)		(128)		
		11b						
	Sec 1256	11c						
	Other	11f						
	Tax exempt income	18A/B						
			71,361	8,047	37	334,518	(71,284)	252,793
								16,711

DEDUCTIONS	Sec 179	12						
	Other Deductions							
	Other deductions	13A-G						
	Investment interest exp	13H		6	107	2	9	3
	Portfolio - other	13L						
	Other Ded	13J/w						
	Capital gain property	13E						
	Other Ded-Prt	13K	101,784	101,928	72,559	38,799	47,107	70,324
	Ded - royalty	13I						4,013
	Foreign taxes paid	16L/M	546					29,335
DEDUCTIONS	Nondeductible exp	18C	10	7	3	27	4	19
			102,340	101,941	72,669	38,828	47,120	99,678
			(30,979)	(93,894)	(72,632)	295,690	(118,404)	153,115
NET INC								12,251

UBIT

INCOME	Income							
	Ordinary Income	1						
	Net rental real estate	2						
	Other net rental	3						
	Interest income	5						
	Ordinary dividends	6						
	Royalties	7						
	Net short-term	8						
	Net long-term	9						
	Sec 1231 gain	10						
	Other income (loss)	11a/e						
	Net sec 1256 gain(loss)	11c						
	Other income(loss) - 743	11f						
	UBIT-not split	20						
	TOTAL INCOME		0	0	0	0	0	0
DEDUCTIONS	Deductions							
	Sec 179 deduction	12						
	Other deductions	13 A-G						
	Investment interest exp	13h						
	Other deductions	13J/W						
	Deduction - 2%	13K						
	Total foreign taxes	16 L/M						
	Other deductions	13w						
	TOTAL DEDUCTIONS		0	0	0	0	0	0
	Net UBI		0	0	0	0	0	0

Sherman Fairchild Foundation, Inc.
2016 Form 990-PF
Summary of Partnership income

PARTNERSHIP	K-1 Line #	Sequoia Global Growth Fund	Sequoia Global Growth Fund II	Sequoia US Scout Seed Fund L.P.	Shasta IV	Silchester Int'l Value Equity Trust	Silver Lake Partners II, L P.	Silver Lake Partners III, L P.
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EIN 98-1032287 98-1276677 37-1719100 36-4786821 36-7045759 74-3104002 20-5885045

INCOME	Ordinary Income	1						
	Net rental real estate	2						
	Other net rental	3						
	Guaranteed pmts	4						
	Int Inc	5	119	5	94	351	28	
	Ord Divs	6a				851,902	15,481	4
	Royalties	7						
	S-t CGain	8			(239)	114,641		
	L-t CG	9a	229,259		(337)	(767)	930,321	269,392
	Sec 1250 gain Note only	9c						
	Sec 1231 gain	10						
	Other Income							
	Portfolio	11a						1
		11b						
	Sec 1256	11c						
		11E						
	Other	11f				(8,652)		
	Tax exempt income	18A/B						
			229,378	5	(482)	(416)	1,888,240	284,873
								5
DEDUCTIONS	Sec 179	12						
	Other Deductions							
	Other deductions	13A-G						
	Investment interest exp	13H						
	Portfolio - other	13L						
	Other Ded	13J/w						
	Capital gain property	13E						
	Other Ded-Prt	13K	1,832	415	673	49,430	1,079	4,079
	Ded - royalty	13I						8,836
	Foreign taxes paid	16L/M	18,788				58,010	
DEDUCTIONS	Nondeductible exp	18C	3	3	87			
			20,623	418	760	49,430	59,089	4,079
			208,755	(413)	(1,242)	(49,846)	1,829,151	280,794
								(8,831)
NET INC								

UBIT

INCOME	Income							
	Ordinary Income	1						
	Net rental real estate	2						
	Other net rental	3						
	Interest income	5						
	Ordinary dividends	6						
	Royalties	7						
	Net short-term	8						
	Net long-term	9						
	Sec 1231 gain	10						
	Other income (loss)	11a/e						
	Net sec 1256 gain(loss)	11c						
	Other income(loss) - 743	11f						
	UBIT-not split	20						
TOTAL INCOME			0	0	0	0	0	0
DEDUCTIONS	Deductions							
	Sec 179 deduction	12						
	Other deductions	13 A-G						
	Investment interest exp	13h						
	Other deductions	13J/W						
	Deduction - 2%	13K						
	Total foreign taxes	16 L/M						
	Other deductions	13w						
			0	0	0	0	0	0
			0	0	0	0	0	0
TOTAL DEDUCTIONS								
Net UBI								

Sherman Fairchild Foundation, Inc.
2016 Form 990-PF
Summary of Partnership income

Summary of Partnership Income									
PARTNERSHIP	K-1 Line #	Silver Lake Partners III DE, L.P.	Silver Lake III Cayman AIV III	Silver Lake Partners III DE (AIV II), L.P.	Silver Lake III EW Feeder I	Silver Lake III Kigdom Feeder I	Silver Lake III WME Feeder I	Silver Lake Partners IV, L.P.	
EIN		26-4399038	98-0591768	27-2273752	35-2414010	32-0356815	90-0827497	45-5203398	
INCOME	Ordinary Income	1							
	Net rental real estate	2							
	Other net rental	3							
	Guaranteed pmts	4							
	Int Inc	5	97				18,103		21
	Ord Divs	6a							1
	Royalties	7							
	S-l CGain	8		3,664					
	L-t CG	9a	(3,541)	583,193			37,486		
	sec 1250 gain Note only	9c							
	Sec 1231 gain	10							
	Other Income								
	Portfolio	11a							
		11b							
	Sec 1256	11c							
		11E							
	Other	11f							
	Tax exempt income	18A/B							
		(3,444)	586,857	0	0	37,486	18,103	22	
DEDUCTIONS	Sec 179	12							
	Other Deductions								
	Other deductions	13A-G							
	Investment interest exp	13H							
	Portfolio - other	13L							
	Other Ded	13J/w							
	Capital gain property	13E							
	Other Ded-Prt	13K	113	227	15	133	161	133	20,840
	Ded - royalty	13I							
	Foreign taxes paid	16L/M							
	Non deductible exp	18C							
		113	227	15	133	161	133	20,840	
NET INC		(3,557)	586,630	(15)	(133)	37,325	17,970	(20,818)	

UBIT

INCOME	Income							
	Ordinary Income	1						
	Net rental real estate	2						
	Other net rental	3						
	Interest income	5						
	Ordinary dividends	6						
	Royalties	7						
	Net short-term	8						
	Net long-term	9						
	Sec 1231 gain	10						
	Other income (loss)	11a/e						
	Net sec 1256 gain(loss)	11c						
	Other income(loss) - 743	11f						
DEDUCTIONS	UBIT-not split	20						
	TOTAL INCOME		0	0	0	0	0	0
	Deductions							
	Sec 179 deduction	12						
	Other deductions	13 A-G						
	Investment interest exp	13h						
	Other deductions	13J/W						
	Deduction - 2%	13K						
	Total foreign taxes	16 L/M						
	Other deductions	13w						
	TOTAL DEDUCTIONS		0	0	0	0	0	0
	Net UBI		0	0	0	0	0	0

Sherman Fairchild Foundation, Inc.
2016 Form 990-PF
Summary of Partnership income

PARTNERSHIP	K-1 Line #	Silver Lake IV Cayman	Silver Lake IV RV Feeder I	Silver Lake IV Castle Feeder I	Silver Lake IV Basquiat Feeder I	Silver Lake IV RV FOI Feeder I	Somerset SMID	Summit Partners Private Equity VII-B, L.P.
EIN		98-1141186	61-1750584	47-4485726	81-3377175	81-1952747	45-3801699	20-2598391
INCOME	Ordinary Income	1						
	Net rental real estate	2						
	Other net rental	3						
	Guaranteed pmts	4						
	Int Inc	5	147	87	4,779	1,578	394	286
	Ord Divs	6a						4,083
	Royalties	7					147,924	121,843
	S-I CGain	8	21,811					
	L-I CG	9a					38,525	
	Sec 1250 gain Note only	9c					(303,313)	253,498
	Sec 1231 gain	10						
	Other Income							
	Portfolio	11a						
		11b						
	Sec 1256	11c						
DEDUCTIONS		11E						
	Other	11f					300	
	Tax exempt income	18A/B						
			21,958	87	4,779	1,578	394	(116,278)
								379,424
	Sec 179	12						
	Other Deductions							
	Other deductions	13A-G						
	Investment interest exp	13H						
	Portfolio - other	13L						
	Other Ded	13J/w						
	Capital gain property	13E						
	Other Ded-Prt	13K	30	18	6	8	2	65,824
	Ded - royalty	13I						56,575
	Foreign taxes paid	16L/M					15,982	
	Non deductible exp	18C					227	
NET INC			30	18	6	8	2	82,033
			21,928	69	4,773	1,570	392	(198,311)
								56,575
								322,849

UBIT

INCOME	Income							
	Ordinary Income	1						
	Net rental real estate	2						
	Other net rental	3						
	Interest income	5						
	Ordinary dividends	6						
	Royalties	7						
	Net short-term	8						
	Net long-term	9						
	Sec 1231 gain	10						
	Other income (loss)	11a/e						
	Net sec 1256 gain(loss)	11c						
	Other income(loss) - 743	11f						
	UBIT-not split	20						
	TOTAL INCOME		0	0	0	0	0	0
DEDUCTIONS	Deductions							
	Sec 179 deduction	12						
	Other deductions	13 A-G						
	Investment interest exp	13h						
	Other deductions	13J/W						
	Deduction - 2%	13K						
	Total foreign taxes	16 L/M						
	Other deductions	13w						
	TOTAL DEDUCTIONS		0	0	0	0	0	0
	Net UBI		0	0	0	0	0	0

Sherman Fairchild Foundation, Inc.
2016 Form 990-PF
Summary of Partnership Income

PARTNERSHIP		K-1 Line #	Summit Partners Venture Capital II-B, L.P.	Summit Ventures V, L.P.	Summit Ventures VI-B, L.P.	Summit Partners Europe PE	Sun Capital Partners II, LP	Sun Capital Partners III, L.P.	Sun Capital Partners IV, L.P.
EIN			20-2598326	04-3406895	04-3540854	98-0565042	36-4367879	14-1854558	20-2594605
INCOME	Ordinary Income	1							
	Net rental real estate	2							
	Other net rental	3							
	Guaranteed pmnts	4							
	Int Inc	5	4,223	2	213			1,434	6,052
	Ord Divs	6a		98			30,276	32	24,579
	Royalties	7							
	S-t CGain	8							
	L-t CG	9a	498,416	10	44,842	(70,659)	(269)	(35,704)	(240,727)
	sec 1250 gain Note only	9c							
	Sec 1231 gain	10							
	Other Income								
	Portfolio	11a							(48)
		11b							
	Sec 1256	11c							
		11E							
	Other	11f							
	Tax exempt income	18A/B							
			502,639	110	45,055	(70,659)	30,007	(34,238)	(210,144)
DEDUCTIONS	Sec 179	12							
	Other Deductions								
	Other deductions	13A-G							
	Investment interest exp	13H							
	Portfolio - other	13L							
	Other Ded	13J/w							
	Capital gain property	13E							
	Other Ded-Prt	13K	35,958	347	554	49,371	630	1,190	2,434
	Ded - royalty	13I							
	Foreign taxes paid	16L/M							
	Non deductible exp	18C							
			35,958	347	554	49,371	630	1,190	2,434
NET INC			466,681	(237)	44,501	(120,030)	29,377	(35,428)	(212,578)
UBIT									
INCOME	Income								
	Ordinary Income	1							
	Net rental real estate	2							
	Other net rental	3							
	Interest income	5							
	Ordinary dividends	6							
	Royalties	7							
	Net short-term	8							
	Net long-term	9							
	Sec 1231 gain	10							
	Other income (loss)	11a/e							
	Net sec 1256 gain(loss)	11c							
	Other income(loss) - 743	11f							
	UBIT-not split	20							
TOTAL INCOME			0	0	0	0	0	0	0
DEDUCTIONS	Deductions								
	Sec 179 deduction	12							
	Other deductions	13 A-G							
	Investment interest exp	13h							
	Other deductions	13J/W							
	Deduction - 2%	13K							
	Total foreign taxes	16 L/M							
	Other deductions	13w							
	TOTAL DEDUCTIONS		0	0	0	0	0	0	0
	Net UBI		0	0	0	0	0	0	0

Sherman Fairchild Foundation, Inc.
2016 Form 990-PF
Summary of Partnership Income

PARTNERSHIP	K-1 Line #	Sun Capital Partners V, L.P.	Sun Capital Partners VI L.P.	TA X, L.P.	U S TREASURY 1- 3 YEAR INDEX NO QP CTF	Versant Venture Capital I, L.P. (Paladium Vent I)	Versant Venture Capital II, L P	Versant Venture Capital III, L.P
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EIN 98-0522944 98-1068525 20-4529991 03-511251 95-4767944 94-3410103 20-3659276

INCOME	Ordinary Income	1						
	Net rental real estate	2						
	Other net rental	3						
	Guaranteed pmts	4						
	Int Inc	5	46,615	2,464	486	814,411	2,744	406
	Ord Divs	6a	115,459	18,928	2,728	1,165		282
	Royalties	7						
	S-t CGain	8	(1,137)	30,704	(2,329)	16,939	241	25,834
	L-t CG	9a	2,547	124,745	(205,230)	79,594	37,503	(19,247)
	sec 1250 gain Note only	9c						24,562
	Sec 1231 gain	10						
	Other Income							
	Portfolio	11a	(93)		(8)			
		11b						
	Sec 1256	11c						
		11E						
	Other	11f						
	Tax exempt income	18A/B						
			163,391	176,841	(204,353)	912,109	40,247	(18,600)
								50,678

DEDUCTIONS	Sec 179	12						
	Other Deductions							
	Other deductions	13A-G						
	Investment interest exp	13H						
	Portfolio - other	13L						
	Other Ded	13J/w						
	Capital gain property	13E						
	Other Ded-Prt	13K	1,236	24,672	860	11,329	796	272
	Ded - royalty	13I						510
	Foreign taxes paid	16L/M						
	Nondeductible exp	18C						
			1,236	24,672	860	11,329	796	272
								510
NET INC			162,155	152,169	(205,213)	900,780	39,451	(18,872)
								50,168

UBIT

INCOME	Income							
	Ordinary Income	1						
	Net rental real estate	2						
	Other net rental	3						
	Interest income	5						
	Ordinary dividends	6						
	Royalties	7						
	Net short-term	8						
	Net long-term	9						
	Sec 1231 gain	10						
	Other income (loss)	11a/e						
	Net sec 1256 gain(loss)	11c						
	Other income(loss) - 743	11f						
	UBIT-not split	20						
TOTAL INCOME			0	0	0	0	0	0
DEDUCTIONS	Deductions							
	Sec 179 deduction	12						
	Other deductions	13 A-G						
	Investment interest exp	13h						
	Other deductions	13J/W						
	Deduction - 2%	13K						
	Total foreign taxes	16 L/M						
	Other deductions	13w						
	TOTAL DEDUCTIONS		0	0	0	0	0	0
	Net UBI		0	0	0	0	0	0

Sherman Fairchild Foundation, Inc.
2016 Form 990-PF
Summary of Partnership income

PARTNERSHIP	K-1 Line #	Versant Venture Capital IV LP	Vestar Capital Partners III, L.P.	Warburg Pincus Equity Partners Trust	WCAS Capital Partners III, L.P.	WCAS Capital Partners IX, L.P.	WCAS Capital Partners VIII, L.P.	WCAS Capital Partners X, L.P.
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EIN 26-3080195 13-3916064 13-7156936 13-3952565 13-4122932 13-4014339 20-2810577

INCOME	Ordinary Income	1						
	Net rental real estate	2						
	Other net rental	3						
	Guaranteed prmts	4						
	Int Inc	5	361		6	2	2	8
	Ord Divs	6a			286			2,254
	Royalties	7						
	S-t CGain	8	3,013		981			
	L-t CG	9a	88,785	(2)	9,361	513	(546)	437
	sec 1250 gain Note only	9c						302,112
	Sec 1231 gain	10						
	Other Income							
	Portfolio	11a					7	
		11b						
	Sec 1256	11c						
		11E						
	Other	11f						
	Tax exempt income	18A/B						
			92,159	(2)	10,634	515	(544)	452
								304,366

DEDUCTIONS	Sec 179	12						
	Other Deductions							
	Other deductions	13A-G						
	Investment interest exp	13H						
	Portfolio - other	13L						303
	Other Ded	13J/w						
	Capital gain property	13E						
	Other Ded-Prt	13K	15,877	114	3,592	361	410	203
	Ded - royalty	13I						868
	Foreign taxes paid	16L/M						
	Nondeductible exp	18C	11	5				
			15,888	119	3,592	361	410	203
			76,271	(121)	7,042	154	(954)	249
								303,195
NET INC								

UBIT

INCOME	Income							
	Ordinary Income	1						
	Net rental real estate	2						
	Other net rental	3						
	Interest income	5						
	Ordinary dividends	6						
	Royalties	7						
	Net short-term	8						
	Net long-term	9						
	Sec 1231 gain	10						
	Other income (loss)	11a/e						
	Net sec 1256 gain(loss)	11c						
	Other income(loss) - 743	11f						
	UBIT-not split	20						
	TOTAL INCOME		0	0	0	0	0	0
	Deductions							
DEDUCTIONS	Sec 179 deduction	12						
	Other deductions	13 A-G						
	Investment interest exp	13h						
	Other deductions	13J/W						
	Deduction - 2%	13K						
	Total foreign taxes	16 L/M						
	Other deductions	13w						
	TOTAL DEDUCTIONS		0	0	0	0	0	0
	Net UBI		0	0	0	0	0	0

Sherman Fairchild Foundation, Inc
2016 Form 990-PF
Summary of Partnership income

PARTNERSHIP	K-1 Line #	WTC - CTF Diversified Inflation Hedges Portfolio
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EIN

20-1786368

INCOME	Ordinary Income	1	
	Net rental real estate	2	
	Other net rental	3	
	Guaranteed pmts	4	
	Int Inc	5	13,630
	Ord Divs	6a	55,377
	Royalties	7	
	S-t CGain	8	80,877
	L-t CG	9a	(19,528)
	sec 1250 gain Note only	9c	
	Sec 1231 gain	10	
	Other Income		
	Portfolio	11a	(21,493)
		11b	
	Sec 1256	11c	99,862
		11E	
	Other	11f	
	Tax exempt income	18A/B	
			<u>208,725</u>

DEDUCTIONS	Sec 179	12	
	Other Deductions		
	Other deductions	13A-G	
	Investment interest exp	13H	
	Portfolio - other	13L	
	Other Ded	13J/W	
	Capital gain property	13E	
	Other Ded-Prt	13K	3,752
	Ded - royalty	13I	
	Foreign taxes paid	16L/M	6,235
	Nondeductible exp	18C	
			<u>9,987</u>
	NET INC		<u>198,738</u>

UBIT

INCOME	Income		
	Ordinary Income	1	
	Net rental real estate	2	
	Other net rental	3	
	Interest income	5	
	Ordinary dividends	6	
	Royalties	7	
	Net short-term	8	
	Net long-term	9	
	Sec 1231 gain	10	
	Other income (loss)	11a/e	
	Net sec 1256 gain(loss)	11c	
	Other income(loss) - 743	11f	
	UBIT-not split	20	
	TOTAL INCOME		0
DEDUCTIONS	Deductions		
	Sec 179 deduction	12	
	Other deductions	13 A-G	
	Investment interest exp	13h	
	Other deductions	13J/W	
	Deduction - 2%	13K	
	Total foreign taxes	16 L/M	
	Other deductions	13w	
	TOTAL DEDUCTIONS		0
	Net UBI		0